



#### **NOTICE**

#### Dear Members,

**NOTICE** is hereby given that the Annual General Meeting of the members of Vanita Infrastructures Private Limited will be held on Thursday, the 26<sup>th</sup> September, 2013 at 11.15 a.m. at the Registered Office of the Company at DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai – 400 063 to transact the following business:

#### **ORDINARY BUSINESS:**

- To receive, consider and adopt the audited Balance Sheet of the Company for the year ended 31st March, 2013, Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;
- 2. To appoint Director in place of Mr. Aboobaker Shalia, who retires by rotation and being eligible, offers himself for re-appointment.
- 3. To appoint Auditors and to fix their remuneration and in this regard to consider, and if thought fit, to pass with or without modification(s), the following resolution, which will be proposed as an Ordinary Resolution:

"RESOLVED THAT M/s. Mehta Chokshi & Shah, Chartered Accountants, Mumbai, the Auditors of the Company, who are not disqualified to act as Auditors of the Company under section 224(1B) of the Companies Act, 1956 be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration plus re-imbursement of out of pocket expenses, if any, to be incurred by them in connection with the said audit exclusive of other fees payable for other services, if any, to be rendered by them as shall be fixed and agreed between the Statutory Auditors and the Board of Directors of the Company."

#### NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN HIS/HER STEAD AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- Proxies, in order to be effective, must be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

By order of the Board of Directors, For Vanita Infrastructures Private Limited

Director

Place: Mumbai Date: 10.05.2013

Registered Office:

DB House, Gen. A.K. Vaidya Marg, Goregaon (East), Mumbai – 400063

# VANITA INFRASTRUCTURE PRIVATE LIMITED



#### DIRECTOR'S REPORT

Your Directors have pleasure in presenting the Annual Report together with the Audited Accounts of the Company for the year ended on 31st March, 2013.

#### FINANCIAL RESULTS:

Profit/(Loss) for the year

(Ar	nount in Rs)	
Particulars	Year Ended 31-03-2013	Year Ended 31-03-2012
Total Income	6,700	
Total Expenditure	75,042	2,42,276
Profit/(Loss) before extraordinary item & Tax	(68,342)	(2,42,276)
Prior Period Item	(3,41,500)	
Profit/(Loss) before Tax	(4,09,842)	(2,42,276)
Less: Provision for Tax		(=, 1=,= 7 0)
Excess provision of Earlier Year Written Back	1,27,356	

(2,82,486)

#### DIVIDEND:

As the Company has not earned any revenue/profits, your Directors do not recommend dividend.

#### FIXED DEPOSITS:

Your Company has not accepted any fixed deposits from public and as such no amount of principal or interest was outstanding on the date of the Balance Sheet.

# DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 217 (2AA) of the Companies Act, 1956, with respect to Director's Responsibility Statement, it is, hereby, confirmed:

- that in the preparation of the annual accounts for the year ended 31st March, (i) 2013, the applicable Accounting Standards had been followed alongwith proper explanation relating to material departures;
- that the Directors had selected such accounting policies and applied them (ii) consistently and the Directors had 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 as it exists for the year ended 31st March, 2013, and of the profit/loss of the company for that year:
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors had prepared the annual accounts on a going concern basis. (iv)

# VANITA INFRASTRUCTURE PRIVATE LIMITED



#### **DIRECTORS:**

During the year under review, Mr. Aboobaker Shalia and Mr. Zahid Bangi, are continuing as Directors of the Company.

Mr. Aboobaker Shalia, Director, retires by rotation and being eligible, offers himself for reappointment subject to approval of Members in the ensuing Annual General Meeting. The Board recommends his re-appointment as Director of the Company.

#### **AUDITORS:**

The Statutory Auditors of the Company M/s. Mehta, Chokshi & Shah, Chartered Accountants, Mumbai (Reg. No. 106201W) retire at the ensuing Annual General Meeting and being eligible, offer themselves, for re-appointment. The Board recommends their reappointment as the Auditors of the Company.

#### PARTICULARS OF EMPLOYEES:

During the year under review, there were no employees drawing the remuneration in excess of the limits prescribed under Section 217(2A) of the Companies Act, 1956.

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

Considering the nature of the business, it is not necessary to give statement showing required particulars in accordance with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1998 read with the provisions of Section 217(1) (e) of the Companies Act, 1956 and hence it has not been annexed hereto.

During the year under review, Foreign Exchange earnings and outgo were Nil.

#### ACKNOWLEDGEMENT:

Your Directors would like to express their appreciation for the support extended by the Bankers, Office Bearers of the Government Department.

On behalf of the Board of Directors For Vanita Infrastructures Private Limited

Director

Place: Mumbai Date: 10.05.2013

# Mehta Chokshi & Shah CHARTERED ACCOUNTANTS

# INDEPENDENT AUDITORS' REPORT

# To the Members of VANITA INFRASTRUCTURE PRIVATE LIMITED

# 1. Report on the Financial Statements

We have audited the accompanying financial statements of VANITA INFRASTRUCTURE PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow other explanatory information.

# 2. Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

# 3. Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting as well as evaluating the overall presentation of the financial statements.

BOKADIA MANSION, 2ND FLOOR, 229, PRINCESS STREET, MUMBAI-400 002. TEL.: 2205 7309 • 2208 8743 • 6633 4067 • Fax: 2205 5432 • Email: chetanshah@camcs.in

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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### 4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act 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 March 31, 2013;
- b) In the case of the Statement Profit and Loss, of the Loss for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

# 5. Report on Other Legal and Regulatory Requirements

- i. As required by the Companies (Auditors' Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- ii. As required by section 227(3) of the Act, we report that:
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion proper books of 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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;



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e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

> For Mehta Chokshi & Shah Chartered Accountants

Firm Registration Number: 106201W

Place: Mumbai

1 0 MAY 2013 Date:



(C.M. Shah) Partner M.No: 47178

# ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 5 (i) of our report of even date)

### 1. <u>Fixed Assets</u>

The Company does not have any Fixed Assets and therefore a clause 4(i) of the order is not applicable.

#### 2. <u>Inventories</u>

The Company does not have any inventory and hence clause 4(ii) of the order is not applicable.

- 3. In respect of the loans, secured or unsecured, granted or taken by the Company to or from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, according to the information and explanations given to us:
  - (a) 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 Companies Act, 1956 and hence clause 4(iii)(a) to 4(iii)(d) of the order are not applicable.
  - (e) The Company has taken interest free unsecured loans, repayable on demand, from its holding company. The maximum balance outstanding at any time during the year is Rs. 412,214,316/- and the year-end balance of the said loans is Rs. 412,214,316/-.
  - (f) In our opinion, the terms on which the loans have been taken are prima facie not prejudicial to the interest of the Company.
  - (g) We are informed that the amounts of loans will be repaid by the Company as and when demanded and hence, the question of default in repayment thereof does not arise.
- 4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the. During the course of



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our audit, no major weakness has been noticed in the internal control system in respect of the said areas.

- 5. a) To the best of our knowledge and belief and according to the information and explanations given to us, the transactions that need to be entered into the register in pursuance of Section 301 of the Companies Act, 1956 have so been entered.
  - b) According to the information and the explanations given to us, where such transactions, are in excess of Rs.5 lacs in respect of each party, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
- 6. The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India and the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under are not applicable.
- 7. The Company is not required to have an internal audit system.
  - 8. The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of the activities carried on by the Company.

# 9. Statutory Dues

a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts in respect of undisputed statutory dues including Provident Fund, Value Added Tax, Custom Duty and applicable other statutory dues have been regularly deposited with the appropriate authorities and no undisputed amounts payable in respect of aforesaid statutory dues were in arrears as at



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March 31, 2013 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no disputed dues of Income tax / Value Added tax / Wealth tax / Service tax / Customs duty / Excise duty / Cess and hence, the requirements of disclosure with respect to the amounts involved and the forums where the disputes are pending are not applicable.
- 10. The Company has been registered for the period less than five years and hence the clause 4(x) of the order is not applicable.
- 11. According to the information and explanations given to us there are no borrowings from financial institutions/banks/debenture holders, hence the question of any defaults in repayment of the dues to them does not arise.
- 12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the requirements of Clause 4(xii) of the Order are not applicable.
- 13. The Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the requirements of Clause 4(xiii) of the Order are not applicable.
- 14. The Company is not dealing or trading in shares, securities, debentures and other investments. Therefore, the requirements of Clause 4(xiv) of the Order are not applicable.
- 15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions. Therefore, the requirements of Clause 4(xv) of the Order are not applicable.



Mehta Chokshi & Shah
CHARTERED ACCOUNTANTS

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16. The Company has not availed of any term loan and therefore clause 4(xvi) of the said order is not applicable.

17. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we are of the opinion that the funds raised on short – term basis have not been utilized for long term investment.

18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the requirements of Clause 4(xviii) of the Order are not applicable.

19. The Company has not issued any debentures. Therefore, the requirements of Clause 4(xix) of the Order are not applicable.

20. The Company has not raised any monies by way of Public Issue. Therefore, the requirements of Clause 4(xx) of the Order are not applicable.

21. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

For Mehta Chokshi & Shah Chartered Accountants

Firm Registration Number: 106201W

Place: Mumbai

Date: 1 0 MAI 2013



(C.M. Shah)

Partner

M.No: 47178

# Vanita Infrastructure Private Limited Balance Sheet as at 31st March, 2013

Equity and Liabilities  Share capital 3 100,000 100,00 Reserves and surplus 4 3,358,800 3,641,24  Non-Current liabilities Long Term provisions 5 - 127,33  Current liabilities Short-term borrowings 6 38,959,000 38,779,00 Trade Payables 7 37,056 50,87 Other current liabilities 8 9,570,486 8,666,14  Total 52,025,342 51,364,66  Assets  Non-current assets Long-term loans and advances 9 17,500,000 31,025,00  Current assets Inventories 10 24,948,784 10,726,09 Current assets Inventories 11 1,226,558 1,263,56 Short Term Loans and Advances 12 8,350,000 8,350,000		· · · · · · · · · · · · · · · · · · ·		(Amount in Rupees)
Shareholders' Funds   3	Particulars	Note No.	As at 31st March, 2013	As at 31st March, 2012
Share capital   3	Equity and Liabilities			
Share capital   3				
Reserves and surplus	Shareholders' Funds			
Reserves and surplus	Share capital	3	100,000	100 000
Non-Current liabilities	Reserves and surplus	4		1
Long Term provisions   5			,	. 3,0 ( 1,3,00 )
Current liabilities Short-term borrowings Grade Payables Other current liabilities Total  Total  Total  Assets  Non-current assets Long-term loans and advances  Current assets Inventories Cash and cash equivalents Short Term Loans and Advances  Short Term Loans and Advances  6  38,959,000 38,779,00 50,87  37,056 50,87  52,025,342 51,364,66   7  10  24,948,784 10,726,09 11 11,226,558 1,263,56 Short Term Loans and Advances 12 8,350,000				
Current liabilities         6         38,959,000         38,779,00           Trade Payables         7         37,056         50,87           Other current liabilities         8         9,570,486         8,666,14           Total         52,025,342         51,364,66           Assets           Non-current assets         2         17,500,000         31,025,00           Current assets         24,948,784         10,726,09           Inventories         10         24,948,784         10,726,09           Cash and cash equivalents         11         1,226,558         1,263,56           Short Term Loans and Advances         12         8,350,000         8,350,000	Long Term provisions	5		127 356
Short-term borrowings       6       38,959,000       38,779,00         Trade Payables       7       37,056       50,87         Other current liabilities       8       9,570,486       8,666,14         Total       52,025,342       51,364,60         Assets         Non-current assets         Long-term loans and advances       9       17,500,000       31,025,00         Current assets         Inventories       10       24,948,784       10,726,09         Cash and cash equivalents       11       1,226,558       1,263,56         Short Term Loans and Advances       12       8,350,000       8,350,000				,550
Trade Payables         7         37,056         50,87           Other current liabilities         8         9,570,486         8,666,12           Total         52,025,342         51,364,66           Assets           Non-current assets         9         17,500,000         31,025,00           Current assets         10         24,948,784         10,726,09           Inventories         11         1,226,558         1,263,56           Short Term Loans and Advances         12         8,350,000         8,350,000				
Trade Payables         7         37,056         50,87           Other current liabilities         8         9,570,486         8,666,14           Total         52,025,342         51,364,66           Assets           Non-current assets         9         17,500,000         31,025,00           Current assets         10         24,948,784         10,726,09           Cash and cash equivalents         11         1,226,558         1,263,56           Short Term Loans and Advances         12         8,350,000         8,350,000		6	38,959,000	38,779,000
Other current liabilities         8         9,570,486         8,666,14           Assets         52,025,342         51,364,66           Non-current assets         Long-term loans and advances         9         17,500,000         31,025,00           Current assets         Inventories         10         24,948,784         10,726,09           Cash and cash equivalents         11         1,226,558         1,263,56           Short Term Loans and Advances         12         8,350,000         8,350,000		7		50,875
Total 52,025,342 51,364,66  Assets  Non-current assets Long-term loans and advances 9 17,500,000 31,025,00  Current assets Inventories 10 24,948,784 10,726,09  Cash and cash equivalents 11 1,226,558 1,263,56  Short Term Loans and Advances 12 8,350,000 8,350,000	Other current liabilities	8		8,666,145
Assets  Non-current assets Long-term loans and advances  9 17,500,000 31,025,000  Current assets Inventories Cash and cash equivalents Short Term Loans and Advances 10 24,948,784 10,726,099 11 1,226,558 1,263,560 8,350,000				
Non-current assets Long-term loans and advances  9 17,500,000 31,025,000  Current assets Inventories 10 24,948,784 10,726,099 Cash and cash equivalents 11 1,226,558 1,263,560 Short Term Loans and Advances 12 8,350,000	Total		52,025,342	51,364,662
Non-current assets Long-term loans and advances  9 17,500,000 31,025,000  Current assets Inventories 10 24,948,784 10,726,099 Cash and cash equivalents 11 1,226,558 1,263,560 Short Term Loans and Advances 12 8,350,000	Assets			
Long-term loans and advances       9       17,500,000       31,025,000         Current assets       Inventories       24,948,784       10,726,099         Cash and cash equivalents       11       1,226,558       1,263,560         Short Term Loans and Advances       12       8,350,000       8,350,000				
Current assets Inventories Inventories 10 24,948,784 10,726,09 11 1,226,558 1,263,56 Short Term Loans and Advances 12 8,350,000 8,350,000	Non-current assets			
Current assets Inventories Inventories 10 24,948,784 10,726,09 11 1,226,558 1,263,56 Short Term Loans and Advances 12 8,350,000 8,350,000	Long-term loans and advances	9	17 500 000	21.025.000
Inventories     10     24,948,784     10,726,09       Cash and cash equivalents     11     1,226,558     1,263,56       Short Term Loans and Advances     12     8,350,000     8,350,000			17,300,000	31,025,000
Cash and cash equivalents  11	Current assets			
Cash and cash equivalents 11 1,226,558 1,263,56 Short Term Loans and Advances 12 8,350,000 8,350,000	Inventories	10	24,948 784	10 726 005
Short Term Loans and Advances 12 8,350,000 8,350,000	Cash and cash equivalents	1		
3,550,00	Short Term Loans and Advances			
Total 52 025 342 51 264 66			3,200,000	6,550,000
	Total		52,025,342	51,364,662

Significant Accounting Policies and Notes on **Financial Statements** 

As per our attached report of even date

For Mehta Chokshi & Shah Chartered Accountants

Firm Registration No.: 106201W

C.M. Shah

**Partner** 

M. No.: 47178

Place: Mumbai Date: 10.05.2013 and on behalf of the Board

Aboobaker Shalia)

Director

Place : Mumbai Date: 10.05.2013

Statement of Profit And Loss for the year ended 31st March, 2013

			(Amount in Rs.)
Particulars	Note No.	For the year ended 31st March, 2013	For the year ended 31st March, 2012
Income: Revenue from operations			
Other Income	13	6,700	
		0,700	
Total Revenue		6,700	
Expenditure:			
Project Related Expenses	14	14,222,689	157 274
(Increase)/ Decrease in Inventories	15	(14,222,689)	157,374 (157,374)
Other expenses	16	75,042	215,330
Preliminary Expenses Written Off		-	26,946
Total Expenses		75,042	242,276
Profit/ (Loss) before extraordinary item & tax		(68,342)	(242,276)
Prior Period Item		(341,500)	-
Profit/ (Loss) before tax		(409,842)	(242,276)
Tax expense:			
Current tax Deferred tax	• • •	<u>-</u>	-
Defended tax		•	•
Excess Provision of Earlier Year Written Back		127,356	
Profit/(Loss) for the year		(282,486)	(242,276)
Earnings per equity share(Refer Note No.20): Basic and Diluted		(28.25)	(24.23)

Significant Accounting Policies and Notes on Financial Statements

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As per our attached report of even date

For Mehta-Chokshi & Shah Chartered Accountants Firm Registration No.: 106201W

C.M. Shah Partner M. No.: 47178

Place: Mumbai-Date: 10.05.2013

(Aboobaker Shalia) Director

nd on behalf of the Board

: Mumbai Date 10.05.2013

# Cash Flow Statement for the year ended 31st March, 2013

Particulars		For the year ended	For the year ended
Cash Flow From Operating Activities:		31st March, 2013	31st March, 2012 -
cash From Prom Operating Activities:			
Profit / (Loss) Before Tax		(400.043)	(0.10.000)
	-	(409,842)	(242,276)
Adjustment for			
Interest Income	,	1	
Preliminary Expenses Written Off	ŀ		26,946
Operating Income before working Capital changes		(409,842)	
		(409,042)	(215,330)
Working Capital Adjustments			•
Increase /(Decrease) in Trade Payables		(13,819)	(160,639)
Increase /(Decrease) in Other Current Liabilities		904,341	(1,176,437)
(Increase)/Decrease in Inventories		(14,222,689)	(157,374
(Increase)/Decrease Loans & Advances		13,525,000	5,000,000
	4.0		7,000,000
Cash From Operating Activities		(217,009)	3,290,220
Less: Taxes paid			
Net Cash generated/(used) from Operating Activities	A	(217,009)	3,290,220
Cash Flow From Investing Activities:			
Net Cash generated/(used) from Investing Activities	ъ		
g-miles in the flavour and activities	В	c	
Cash Flow From Financing Activities:	-		
Loan from Holding Company	-	180,000	(421,000)
Net Cash generated/(used) from Financing Activities	C		(421,000)
General Cased) It on Timaleting Activities	C	180,000	(421,000)
Net Increase/ (Decrease) in Cash & Cash Equivalents (A + B			•
+ C)		(37,009)	1,232,960
·.		(37,007)	1,232,900
Cash and Cash Equivalents (Opening)		1,263,567	30,607
		_,,,	
Cash and Cash Equivalents (Closing)		1,226,558	1,263,567
	ì		
Cash and cash Equivalents includes:	·		•
Cash on hand		40,947	4,808
Bank Balances		1,185,611	1,258,759
	Ì	1,226,558	1,263,567

As per our attached report of even date

For Mehta Chokshi & Shah Chartered Accountants

Firm Registration No.: 106201W

C.M. Shah Partner M.No. 47178

Place: Mumbai Date: 10.05.2013

of the Board

(Aboobaker Shalia)

Aabiil Bangi) Director

Director

Place :\Mumbai Date: 10.05.2013

#### Notes Forming Part of Financial Statements

#### 1 Company Background

The Company is mainly engaged in business of construction and development of residential and commercial property. In furtherance thereof the company has initiated a project of cluster development in Kamathipura area, Nagpada, Mumbai and has incurred expenses towards the same.

#### 2 Statement of Significant Accounting Policies

#### 2.1 Basis of Preparation of Financial Statements

The Financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ("GAAP") under the historical cost convention on an accrual basis to comply in all material aspects the mandatory Accounting Standards prescribed by the Central Government, in consolation with National Advisory Committee, Accounting Standards, under the Companies (Accounting Standard Rules), 2006 referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956 and the relevant provisions of the Companies Act, 1956.

#### 2.2 Use of Estimates

The preparation of Financial Statement requires management to make estimates and assumptions that affect the reported amount of Assets and Liabilities, the disclosure of Contingent Liabilities on the date of financial statements and the reported amount of expenses during the year reported. Actual results could differ from those estimates. Any revision to estimates is recognized in accordance with the requirements of respective Accounting Standard.

#### 2.3 Inventories

Project Work in Progress represents expenditure incurred on project undertaken by the Company for development and construction of Residential complex, net of recoveries, if any.

#### 2.4 Revenue Recognition

The Institute of Chartered Accountants of India has issued Guidance Note on "Recognisaton of Revenue by Real Estate Developers" on 11th February, 2012 in consensus with AS-9 Revenue Recognition. To follow the Guidance Note the company has revised its policies on Revenue Recognisation as follows:

Revenue from construction and development of the Project shall be recognized on the basis of percentage of Completion method. The initial revenue shall be recognized after the work has progressed to the extent of 25% of the total construction cost excluding cost incurred in relation to acquisition of land and its development rights and at least 25% of the saleable project area is secured by contracts or agreements with buyers. Further, revenue shall be recognised out of the secured contracts / agreements only if 10% of the revenue as per the enforceable documents is realised and there is no uncertainty towards realisation of balance amount.

However, due to the change in the above accounting policy there is no change in figures of Profit / Loss.



#### **Notes Forming Part of Financial Statements**

#### 2.5 Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an eutflow of resources will be required to settle the obligation, in respect of which a reasonable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date and adjusted to reflect the current best estimates.

#### 2.6 Contingent Liabilities

Contingent Liabilities are not provided for in the account, and if any, the same is disclosed in notes to accounts.



#### 3 Share Capital

# 3.1 Details of Authorised, Issued, Subscribed and Paid Up Share Capital

Particulars	As at 31s	et March, 2013	As at 31st March, 2012	
	Number	Amount in Rs.	Number	Amount in Rs.
Authorised				
Equity Share				
10000 Equity Shares of Rs.10/- each	10,000	100,000	10,000	100,000
	10,000	100,000	10,000	100,000
<u>Issued</u>				
Equity Share				
10000 Equity Shares of Rs. 10/- each	10,000	100,000	10,000	100,000
	10,000	100,000	10,000	100,000
Subscribed & Paid up Equity Share				
10000 Equity Shares of Rs.10/- each fully paid				the state of the state of
	10,000	100,000	10,000	100,000
Total	10,000	100,000	10,000	100,000

All of the above shares carry equal voting rights and there are no restrictions/ preferences attached to any of the above shares

# 3.2 Reconciliation of the Outstanding Number of Shares

	Equity Shares As at 31st March, 2013		Equity Shares As at 31st March, 2012	
Particulars				
	Number	Amount in Rs.	Number	Amount in Rs.
Equity Shares outstanding at the beginning of				
the year	10,000	100,000	10,000	100,000
Add: Equity Shares Issued during the year	-	_	, <b>-</b>	-
Less: Equity Shares bought back during the year	-	-		-
Equity Shares outstanding at the end of the year	10,000	100,000	10,000	100,000

# 3.3 Detail of Number of Shares held by the Holding Company

10,000 Equity Shares (Previous year 10,000) are held by D B Realty Limited, the holding company and its nominees

### 3.4 Details of Shareholders Holding more than 5% Shares

Name of Shareholder	Name of Shareholder As at 31st March, 2013 As at 31st March,		t March, 2012	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Share				
D B Realty Limited (and its nominees)	10,000	100%	10,000	100%
Total	10,000	CHIA CHOACE	10,000	

#### 4 Reserves and Surplus

Particulars Particulars	As at 31st March, 2013	As at 31st March, 2012	
	Amount in Rs.	Amount in Rs.	
Profit and Loss Account			
Opening balance of Profit and Loss Account	3,641,286	3,883,562	
Add: (Loss) for the period/year	(282,486)	(242,276)	
Total	3,358,800	3,641,286	

### 5 Long Term Provisions

Particulars	As at 31st March, 2013	As at 31st March, 2012	
	Amount in Rs.	Amount in Rs.	
Provision for Taxation (Net of Advance Tax & TDS receivable)	•	127,356	
Total	<u>-</u>	127,356	

#### 6 Short Term Borrowings

Particulars	As at 31st March, 2013	As at 31st March, 2012
T at uculary	Amount in Rs.	Amount in Rs.
Unsecured Loan From Holding Company (Repayable on demand)	38,959,000	38,779,000
Total	38,959,000	38,779,000

# 7 Trade Payables

Particulars	As at 31st March, 2013	As at 31st March, 2012
	Amount in Rs.	Amount in Rs.
Micro Small and Medium Enterprises (Refer Note		
No.25)	_	<b>-</b>
Others	37,056	50,875
Total	37,056	50,875



# 8 Other Current Liabilities

Particulars	As at 31st March, 2013	As at 31st March, 2012
	Amount in Rs.	Amount in Rs.
Advance received against Tenancy Rights - Tata Colony (Refer Note No.24)	8,650,000	8,650,000
Statutory Dues Outstanding Expenses	93,836 826,650	4,909 11,236
Total	9,570,486	8,666,145



# 9 Long Term Loans and Advances

Particulars -	As at 31st March, 2013	As at 31st March, 2012 Amount in Rs.	
	Amount in Rs.		
Advance Against Purchase of Land/Property (Refer Note No.22)	3,450,000	16,975,000	
Advance Against Purchase of Tenancy Rights (Refer Note No.22)	14,050,000	14,050,000	
Total	17,500,000	31,025,000	

#### 10 Inventories

Particulars	As at 31st March, 2013	As at 31st March, 2012 Amount in Rs.	
	Amount in Rs.		
Opening Inventories	10,726,095	10,568,721	
Add: Project Expenses incurred during the year	14,222,689	157,374	
Total	24,948,784	10,726,095	

### 11 Cash and Cash Equivalents

Particulars	As at 31st March, 2013	As at 31st March, 2012	
	Amount in Rs.	Amount in Rs.	
Balances with banks Cash on hand	1,185,611 40,947	1,258,759 4,808	
Total	1,226,558	1,263,567	

### 12 Short Term Loans and Advances

Particulars	As at 31st March, 2013	As at 31st March, 2012	
1 ai ucuiais	Amount in Rs.	Amount in Rs.	
Advance Against Purchase of Tenancy Rights - Tata Colony (Refer Note No.24)	8,350,000	8,350,000	
Total	8,350,000	8,350,000	



# Notes Forming Part of Financial Statements

#### 13 Other Income

Particulars	For the year ended 31st March, 2013	For the year ended 31st March, 2012	
	Amount in Rs.	Amount in Rs.	
Sundry Credit Balance Written back	(6,700)	-	
Total	(6,700)		

### 14 Project Related Expenses

Particulars	For the year ended 31st March, 2013	For the year ended 31st March, 2012 Amount in Rs.	
	Amount in Rs.		
Land Acquision Expenses-WIP (See note no. 22) Conveyance & Travelling Printing & Stationery Expenses Professional Fees Rates & Taxes	13,175,000 36,471 1,008,318 2,900	336 39 417,500 3,100	
Less: Prior Period Adjustment	14,222,689	420,975	
Total	14,222,689	263,601 157,374	

# 15 (Increase)/ Decrease in Inventories

Particulars	For the year ended 31st March, 2013	For the year ended 31st March, 2012
	Amount in Rs.	Amount in Rs.
Opening Balance Less: Closing Balance	10,726,095 24,948,784	~~,~~,~~
Total	(14,222,689)	(157,374)

#### 16 Other Expenses

Particulars Rates & Taxes	For the year ended 31st March, 2013	For the year ended 31st March, 2012 Amount in Rs.	
	Amount in Rs.		
	-	713	
Legal, Professional and Statutory Fees	_	34,264	
Payment to Auditors	31,902	-	
General Expenses	6,978	16,569	
Internet Expense	29,566		
Profession Tax - Company	2,500	-	
Miscellaneous Expenses	4,096	33	
Total	75,042	215,330	



#### Notes Forming Part of Financial Statements

17 The Company is a subsidiary of D B Realty Limited, which has become a "Public company" w.e.f. 23rd September 2009. Therefore, the Company has become a private company which is a subsidiary of a public company and accordingly, by virtue of provision of section 3(1)(iv)(c) of the Companies Act,1956, the Company is a public company. The Company continues to use the word "Private Limited" as permitted by law.

#### 18 Related Party Disclosure as per Accounting Standard-18

As per Accounting Standard 18 'Related Party Disclosures' the disclosure of transactions with the related parties as defined in in AS-18 are given below:

Name of Related Party		Relationship
1. DB Realty Limited		Holding Company
2.DB (BKC) Realtors Private Limited		Fellow Subsidiary
3. Dynamix Realty		Entities controlled by Holding
	·	Company

Key Management Personnel	Designation
1.Mr. Zahid Bangi	Director
2.Mr. Aboobakar Shalia	Director

The above related parties were identified by the management and relied upon by the auditors.



### Notes Forming Part of Financial Statements

The following transactions were carried out with related parties during the year:

(Amount in Rs.)

	(Amount in Rs.)		
Nature of Transaction	With Holding Company	Fellow Subsidiary	Entities controlled by Holding Company
I. Loans accepted			
D B Realty Limited			
Opening Balance	38,779,000		
oponing Bulance	(39,200,000)	-	
Loans taken during the year	180,000	(-)	<u> </u>
bouns taken during the year	(2,100,000)	- ()	/ )
Loans repaid during the year	(2,100,000)	(-)	(-)
Loans repaid during the year	(2.521.000)		- ()
Closing Balance	(2,521,000)		(-)
Closing Balance	38,959,000	-	-
	(38,779,000)	(-)	(-)
2. Advance received against Tenancy Rights			
D B (BKC) Realtors Private Limited			
Opening Balance		8,650,000	
	(-)	(8,650,000)	(-)
Advance taken during the year	(-)	(8,030,000)	<u>_</u>
	(-)	(-)	(-)
Advance repaid during the year	-		
	(-)	(-)	(-)
Closing Balance	(-)	8,650,000	
	(-)	(8,650,000)	(-)
		(0,000,000)	
3. Reimbursement of Expenses			
Dynamix Realty			
Opening Balance	-		
	(-)	(-)	(-)
Expenses incurred during the year	-		73,784
	(-)	(-)	(1,685,271)
Expenses repaid during the year			73,784
	(-)	(-)	(1,685,271)
Closing Balance			(1,505,271)
	(-)	(-)	(-)

Figures in the brackets denote figures belonging to previous year.

There were no transaction with the Key Management Personnel during the year.



#### Notes Forming Part of Financial Statements

#### 9 Payment to Auditors:

(Amount in Rs.)

Particulars	For the year ended 31st March,2013	For the year ended 31st March,2012
Statutory audit fees	10,000	10,000
Certification fees	18,000	18,000
Others .	441	
Service tax on above	3,461	2,884
Total	31,902	30,884

#### 20 Earnings Per Share:

As per AS-20, "Earning Per Share", the disclosure of Company's EPS is as follows:

(Amount in Rs.)

(		
Particulars Particulars	For the year ended 31st March,2013	For the year ended 31st March,2012
Net (Loss) for the during the year as per the Profit & Loss Account	(282,486)	(242,276)
Weighted average number of shares outstanding during the year	10,000	10,000
Basic and Diluted Earnings Per Share	(28.25)	(24.23)
Face Value Per Equity Share	10	10

- 21 Short Term Borrowings, Trade Payables, Other Current Liabilities, Short Term Loans and Advances and Long Term Loans and advances in the financial statements are subject to confirmation. As per the contention of the management the same are good for payment or recovery.
- 22 The company has paid Rs.30,675,000 to various tenants for Purchase of Land/Tenancy Rights. Out of the above amount, the company has entered into Memorandum of Understanding (MOU) for purchase of land for Rs.13,175,000/- and the same amount has been transferred to inventory as "Land Acquisition Expenses", however, the company is yet to enter and register conveyance deed for the same. The remaining amount for which the company has not entered into MOU has been shown under "Long Term Loans and Advances".

#### 23 Segment Reporting

Keeping in view the object of the Company as that of developing and constructing the Project, it has only one reportable segment and hence separate disclosure requirements of AS-17 Segment Reporting are not applicable.

24 The Company on behalf of DB (BKC) Realtors Pvt. Ltd. has advanced Rs.86,50,000/- towards acquisition of occupancy rights of the occupants situated at Tata Colony, Bandra Kurla Complex, Mumbai. As per the Memorandum of Understanding entered into by the company with DB (BKC) Realtors Pvt. Ltd., the company has been appointed under a fiduciary capacity to acquire the said rights and to retransfer the same to DB (BKC) Realtors Pvt. Ltd. as and when so directed. In these accounts the amounts received from DB (BKC) Realtors Pvt. Ltd. has been shown as current liability and the amount so advanced has been classified as Advances. The necessary adjustment entries shall be passed in the year in which the occupancy rights are retransferred to DB (BKC) Realtors Pvt. Ltd. Further, as per the MOU liability for stamp duty on acquiring occupancy rights which is yet to be ascertained as also any other costs including capital gains tax liability, if any, is on account of DB (BKC) Realtors Pvt. Ltd.



#### **Notes Forming Part of Financial Statements**

25 Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006

Particulars Particulars	For the Year Ended 31.3.2013 Amount in Rs.	For the Year Ended 31.3.2012 Amount in Rs.
Principal Amount outstanding to suppliers under MSMED Act,2006 beyond the appointed date	_	
Interest accrued on the amount due to suppliers under MSMED Act on the above amount		
Payment made to suppliers (other than Interest) beyond the appointed date during the year.		
Interest paid to suppliers under MSMED Act (other than section 16)		-
Interest paid to suppliers under MSMED Act (section 16)		
Interest due and payable to suppliers under MSMED Act for payments		, <u>-</u>
Interest accrued and remaining unpaid at the end of the year to suppliers		<u> </u>

<u>Note</u>: The above information is compiled by the company on the basis of the information made available by vendors and the same has been relied upon by the Statutory Auditors.

- 26 The amount in the Balance Sheet and Statement of Profit and Loss are rounded off to nearest rupee.
- 27 Previous Year's figures have been regrouped and reclassified wherever necessary to make them comparable with current year figures.

Signatures to Notes 1 to 27

As per our attached report of even date

For Mehta Chokshi & Shah Chartered Accountants Firm Registration No.: 106201W

C.M Shah Partner M.No.47178

Place: Mumbai Date: 10.05.2013 For and on behalf of the Board of Directors

Aboobaker Shalia Director

Place Mumbai Date: 10.05.2013