



**GPT Infraprojects Limited**

"Jeewansatya"

DD-6, Salt Lake City, Sector - I

Kolkata - 700 064

[www.gptgroup.co.in](http://www.gptgroup.co.in)

# INFRASTRUCTURE CATALYST!

GPT Infraprojects Limited | Annual Report 2010-11



## Forward-looking statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management’s plans and assumptions. We have tried wherever possible to identify such statements by using words such as ‘anticipates’, ‘estimates’, ‘expects’, ‘projects’, ‘intends’, ‘plans’, ‘believes’ and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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# Corporate information

**Chairman** : Mr. D.P. Tantia

**Managing Director** : Mr. S.G. Tantia

**Executive Director** : Mr. Atul Tantia

**Non-Executive Directors** : Mr. H.S. Sinha

Mr. V.N. Purohit

Dr. N.N. Som

Mr. Kunal Kumthekar

Mr. Sunil Patwari

**Chief Operating Officer** : Mr. Vaibhav Tantia

**Chief Finance Officer** : Mr. A. K. Dokania

**Company Secretary** : Mr. R. Mishra

**Bankers** : Allahabad Bank

Axis Bank Limited

ICICI Bank Limited

IDBI Bank Limited

Standard Chartered Bank

State Bank Of India

**Auditors** : S.R.Batliboi & Associates

(Chartered Accountants)

**Registered & Corporate Office** : "Jeewansatya"

DD- 6, Salt Lake City, Sector – I

Kolkata – 700 064.

**Works** : **Concrete Sleeper Division**

P.Way Depot, Panagarh, District – Burdwan, West Bengal

Bhadramore, Chousal, P.S. Gangajal Ghati, District – Bankura, West Bengal

**Wind Power Division**

Irukkandurai, Radhapuram, District – Tirunelveli, Tamilnadu

**Registrar & Transfer Agent** : ABS Consultant Private Limited

Stephen House, 4, B.B.D. Bag,

Kolkata – 700 001.



## Directors' Report

*Dear Shareholders,*

We are delighted to present the 31st Annual Report on our business and operations and the audited accounts for the financial year ended March 31, 2011.

### 1. Results of operations

Rs. in Lacs, except per share data (Rs 1 lac equals Rs. 100,000)

	2011	2010
Operating profit before interest and depreciation (EBIDTA)	4,419.89	4,363.39
Interest	1,647.98	1,431.52
Depreciation	593.29	485.37
Operating profit before tax	2,178.62	2,446.50
Provision for taxation	596.65	881.29
Net profit after tax (PAT)	1,581.97	1,565.21
Profit and loss account balance brought forward	2,485.58	1,391.79
Amount available for appropriation	4,067.55	2,957.00
Dividend		
Interim	-	177.70
Final	172.10	76.50
Total dividend	172.10	254.20
Dividend tax	27.92	42.22
Amount transferred to general reserve	60.00	175.00
Balance in profit and loss account	3,807.53	2,485.58
EPS		
Basic	15.27	15.07
Diluted	14.78	12.07

### 2. Business

Our total stand-alone revenue increased from Rs.30,729.68 Lacs in the previous year to Rs. 37,013.01 Lacs. The growth rate was 20%.

EBIDTA for the year under review is Rs.4,419.89 Lacs compared to Rs. 4,363.39 Lacs for the previous year.

PAT for the year under review is Rs.1,581.97 Lacs compared to Rs.1,565.21 Lacs for the previous year.

### 3. Concrete Sleeper Business

During 2010-11, this business recorded a total income of Rs.5,876.90 Lacs as against Rs. 4,435.64 Lacs in the previous year, registering a growth of 32%.

The export order which was received from IRCON International Limited for the supply of sleepers for their project in Sri Lanka, having an order value of USD 5.7 million for a project funded by Export Import Bank of India under a Government of India Line of Credit to the Government of Sri Lanka, has been virtually completed.

In terms of Memorandum of Understanding entered in between the Company and The Government of the Republic of Namibia, represented by Ministry of Works & Transport and TransNamib Holdings Limited, Namibia, under the Public Private Partnership (PPP) model, the Company has promoted a Joint Venture Company in Namibia, namely GPT TransNamib Concrete Sleepers (Pty) Limited with TransNamib Holdings Limited, Namibia with the purpose to set up a plant for the manufacture and supply of concrete sleepers in Tsumeb, Namibia. This project will have an estimated project cost of around N\$50 million (equivalent to around USD 6.60 million or Rs.31 crore). The commercial production is likely to commence in July, 2011.

### 4. Civil and core infrastructure business

During 2010-11, this division contributed an income of Rs.30,668.74 Lacs against that of Rs. 26,070.02 Lacs in the previous year, registering a growth of 18%. This business currently has order book under execution of Rs. 1,543 crore.

### 5. Wind power business

During the current year, this division contributed Rs.121.78 Lacs to the total income against that of Rs. 144.58 Lacs in the previous year.

### 6. Dividend

The Board of Directors are pleased to recommend a dividend of Rs.1.25 per equity share (i.e. 12.50% on par value of Rs. 10/- each) aggregating to Rs.172.10 Lacs (excluding dividend tax of Rs. 27.92 Lacs) on existing 13,768,000 nos. Ordinary share of Rs.10/- each of the Company as on 31st March,2011, subject to the approval of shareholders in the ensuing Annual General Meeting of the Company.

### 7. Share capital

During the year under review, the Company's authorised share capital was increased to Rs. 500,000,000 divided into (a) 21,698,000 equity shares of Rs. 10/- each ranking pari-passu with the existing share capital, (b) 1,793,000 compulsorily-convertible preference shares of Rs. 140/- each and 200,000 compulsorily-convertible preference shares of Rs. 160/- each, as per the shareholders' approval vide resolution passed through postal ballot on 13th September, 2010.

### Preferential allotment

During the year under review, your Company allotted 1,175,000 convertible equity warrants at a price of Rs. 160/- each, and 200,000 compulsorily-convertible preference shares-Series A (CCPS) at a price of Rs. 160/- each on preferential basis

through private placement. Each equity warrant and CCPS carries the right to convert into one equity share of Rs. 10/- at a premium of Rs. 150/- per share, any time within 28th February, 2011.

The above issue was raised for the purpose of long-term working capital of the Company and has accordingly been utilised as such.

### Allotment of equity shares

During 2010-11, your Company allotted

- 175,000 equity shares of Rs. 10/- each at a premium of Rs. 130/- per share upon conversion of 175,000 equity warrants of Rs.140/- each as per the option for conversion exercised by the warrant holder,
- 1,375,000 equity shares of Rs. 10/- each at a premium of Rs. 150/- per share upon conversion of 1,175,000 equity warrants of Rs.160/- each and 200,000 compulsorily- convertible preference shares – Series A of Rs.160/- each as per the option for conversion exercised by the warrant holder as well as convertible preference share holders, respectively,
- 2,018,000 equity shares of Rs. 10/- each at a premium of Rs. 130/- per share upon conversion of 425,000 equity warrants of Rs.140/- each and 1,593,000 compulsorily- convertible preference shares of Rs.140/- each as per the option for conversion exercised by the warrant holder as well as convertible preference share holders, respectively.

### 8. Award and recognition

Your Company received two awards/recognitions in 2010 which signifies the growth in its business operations:

- Best SME in infrastructure
- Best SME in Global Rich

Both were awarded by CNBC, CRISIL & ICICI Bank under the Emerging India Award, 2010.

### 9. Credit Rating of Debt Instrument

The long term credit facilities continues to be rated by Credit Analysis & Research Ltd (CARE) as BBB+.

### 10. Corporate Social Responsibility(CSR)

The following CSR activities were undertaken by the Company during the year 2010-11:

A sum of Rs. 17.00 Lacs contributed during the year under review to a charitable trust for various social upgradation

programmes.

### 11. Management's Discussion and Analysis

Management's Discussion and Analysis Report for the year under review as stipulated under clause 49 of the Listing Agreement with stock exchanges, is presented in a separate section forming part of the Annual Report.

### 12. Directors

Mr. Himansu Sekhar Sinha and Mr. Atul Tanti, Directors of the Company will retire at the forthcoming Annual General Meeting by rotation and, being eligible, offer themselves for re-appointment.

During 2010-11, Mr. Sunil Patwari, was appointed as an Additional Director of the Company vide resolution passed by circulation on 15th June, 2010 with the unanimous consent of all members of the Board and his appointment was regularised at the last Annual General Meeting of the Company held on 17th July, 2010.

### 13. Subsidiary companies

During 2010-11, your Company continues to hold 54% shareholding of a joint venture company namely GPT Concrete Products South Africa (Pty) Limited, co-promoted in South Africa with the object inter alia to manufacture and supply concrete sleepers.

Your Company promoted another wholly-owned subsidiary namely GPT Investments Private Limited, incorporated on 27th March 2008 in Republic of Mauritius with the object mainly to part finance your Company's subsidiary in South Africa and other overseas projects.

During the current year, your Company co-promoted a subsidiary company namely Jogbani Highway Private Limited, incorporated on 31st May, 2010 as special purpose vehicle (SPV) for the purpose of executing a road project awarded by National Highway Authority of India on Design Built Finance Operate and Transfer (DBFOT) on annuity basis. Your Company holds 73.33% equity shares in the said subsidiary.

Your Company acquired Superfine Vanijya Pvt. Limited as wholly-owned subsidiary for the purpose of establishing and running an export-oriented unit (EOU) for manufacture of Maricom mattress generally used for maritime protection works.

Statement pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Companies:-

Name of Subsidiary	GPT Concrete Products South Africa (Pty) Limited, South Africa	GPT Investments Private Limited, Mauritius	Jogbani Highway Private Limited	Superfine Vanijya Private Limited
Financial year ending of the subsidiary	31st March 2011	31st March 2011	31st March 2011	31st March 2011
No. of equity shares held with its face value	27,000 (PY 27,000) Equity shares of ZAR 1 each	2,125,000 (PY 2,125,000) Equity shares of USD 1 each	3,300,000 (PY – Nil) Equity shares of Rs.10/- each	485,920 (PY – Nil) Equity shares of Rs.10/- each
Extent of Holding	54% (PY 54%)	100% (PY 100%)	73.33% (PY-Nil)	100%(PY-Nil)
Profit/(loss) so far as it concerns the members of the holding company and not dealt with in the holding company's accounts	Rs.119.77 Lacs (PY Rs.78.27 Lacs)	Rs.242.94 Lacs (PY Rs.256.06 Lacs)	Nil (PY Nil)	Rs.4.56 Lacs (PY Nil)
Profit/(Loss) so far as it concerns the members of the holding company and dealt with in the holding company's accounts	Nil (PY Nil)	Nil (PY Nil)	Nil (PY Nil)	Nil (PY Nil)

#### Note:

- 1) The Company undertakes that the annual accounts of the above-stated subsidiary companies and the related detailed information are available to the shareholders of the Company and its subsidiary companies as they seek such information at any point of time.
- 2) The annual accounts of the above-stated subsidiary companies are also available for inspection by shareholders in the head office/registered office of the Company and of the subsidiary companies concerned.

### 14. Human resources

During the year under review, there was a renewed thrust on attracting, developing and retaining talent. To improve the competence of employees, organisational effectiveness and productivity, a number of need-based training and development programmes are being organised. Human relations continue to be cordial.

Your Directors wish to place on record their appreciation of all employees for their valuable contribution.

### 15. Listing of the equity shares

The Company's equity shares are listed with the Calcutta Stock Exchange Ltd. (CSE) and the U.P. Stock Exchange Ltd. (UPSE). Both stock exchanges have issued its listing approval/trading approval to the Company in respect of allotment of 175,000 equity shares of Rs.10/- at a premium of Rs.130/- per share upon conversion of equity warrants. Further, during the year

under review, the Company issued/allotted 3,393,000 equity shares (1,375,000 equity shares of Rs.10/- each at a premium of Rs.130/- per share and 2,018,000 equity shares of Rs.10/- each at a premium of Rs.150/- per share) upon conversion of equity warrants as well as compulsorily- convertible preference shares, in respect of which the Calcutta Stock Exchange has issued its listing approval.

### 16. Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance. The report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report.

The requisite certificate from the Auditors of the company, M/s. S. R. Batliboi & Associates confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this Report.

## 17. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The additional information required under the provision of Section 217(1) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1998, and forming part of the Report, is also annexed hereto.

## 18. Particulars of Employees

The name and other Particulars of Employees whose salary exceed the limits as prescribed under Section 217(2A) of the Companies Act, 1956, read with the Companies (particulars of Employees) Rules, 1975, are given below:

Name	: Mr. Shree Gopal Tantia
Age	: 46 years
Qualification	: Graduate
Date of Employment	: 13 August 2007
Designation/Nature of duties	: Managing Director
Remuneration received gross(Rs. in '000)	: 6,000
Experience	: 27 years
Last employment	: Managing Director, GPT Infrastructures Private Limited

Notes:

- Remuneration received includes only salary.
- Nature of employment is contractual. Other terms and conditions are as per the Board resolution and as per the Company rules.
- Mr. Shree Gopal Tantia holds 1,368,022 shares in the Company which is about 9.94% of the Company's total equity shares.

## 19. Auditors and Auditor's Report

M/s. S.R. Batliboi & Associates, Chartered Accountants, Auditors of the Company, retire at the conclusion of the ensuing annual general meeting but do not offer themselves for re-appointment. The Company has received a requisition to appoint M/s. S.R. Batliboi & Co., Chartered Accountants, as the Statutory Auditors of the Company. Consequently a consent letter and certificate from M/s. S.R. Batliboi & Co., Chartered Accountants stating that their appointment, if made, will be in

accordance with the limits specified in Section 224(IB) of the Companies Act, 1956, has also been received. The Audit Committee in its meeting held on 21st May, 2011 has also recommended the appointment of M/s. S.R. Batliboi & Co., Chartered Accountants, as Statutory Auditors of the Company. Your directors also recommend their appointment.

As regards observations contained in the Auditors' Report, the respective notes to the accounts are self-explanatory and, therefore, do not call for further comments.

## 20. Directors' responsibility statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' responsibility statement, it is hereby confirmed:

- That in preparation of the annual accounts, the applicable accounting standards were followed along with a proper explanation relating to the material departures, if any;
- That the Directors selected such accounting policies and applied them consistently, made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the Company's state of affairs as at 31st March 2011 and of the Profit and Loss Account of the Company for the year ended on that date;
- That the Directors took proper and sufficient care to maintain adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the Company's assets and for preventing and detecting fraud and other irregularities;
- That the Directors prepared the annual accounts on going concern basis.

## 21. Acknowledgements

Your Directors acknowledge with gratitude the co-operation and assistance received from various agencies of the government and from banks, financial institutions, financial companies, vendors, customers and investors.

**Registered office:** For and on behalf of the Board,  
Jeewansatya  
DD-6, Salt Lake City  
Kolkata 700 064  
Dated: 21st May 2011

**D. P. Tantia**  
Chairman

# Annexure - I to the Directors' Report

Information under Section 217(1) (e) of the Companies Act, 1956, read with Companies (Disclosure of particulars in the Report of Board of Directors) Rule 1988, and forming part of the Directors' Report for the year ended 31st March 2011.

## A. Conservation of energy

- Power factor improvement
- Campaign to create awareness amongst the employees on the necessity of conservation of energy is practiced regularly.

## B. Technology absorption:

Research & development (R&D)	: The technology was developed in-house. A small R&D unit was set-up to monitor & upgrade the technology developed in-house.
Technology absorption, adaptation and innovation	: Not applicable

## C. Foreign exchange earnings:

Exports (FOB)	: Rs.2,058.14 Lacs (PY Rs. 1,093.06 Lacs)
Other income	: Rs.9.89 Lacs (PY Rs. 238.32 Lacs)

## D. Foreign exchange expenditure:

Foreign travel	: Rs.8.91 Lacs (PY Rs. 12.62 Lacs)
Professional Fees	: Rs. 91.27 Lacs (PY Nil)
Interest	: Rs. 58.43 Lacs (PY Rs. 6.85 Lacs)
Dividend	: Rs.50.20 Lacs (PY Nil)

## Registered Office:

Jeewansatya  
DD-6, Salt Lake City  
Kolkata 700 064  
Dated: 21st May 2011

**For and on behalf of the Board,**

**D. P. Tantia**  
Chairman



## Management Discussion Analysis and Review

### Review of the global economy

Strong demand growth in developing economies (accounted for 46 percent of global growth, 2010) catalysed global economic growth from a negative 2.2 percent in 2009 to 3.9 percent in 2010 and a projected 3.3 percent in 2011 and 3.6 percent in 2012. GDP growth in low and middle-income countries was 7 percent in 2010 (5.2 percent excluding India and China) and is projected to increase 6.0 and 6.1 percent in 2011 and 2012 respectively. As is evident, developing countries returned to growth rates close to those observed in the pre-crisis period while high-income regions (Europe and Central Asia) still lagged their retrospective growth rates on account of high unemployment and spare production capacity.

Global output (real GDP growth, percentage change from previous year)

	2008	2009	2010e	2011 f	2012f
High-income countries	0.2	(3.4)	2.8	2.4	2.7
Developing countries	5.7	2.0	7.0	6.0	6.1
World	1.5	(2.2)	3.9	3.3	3.6

[Source: World Bank]

Note: e = estimate, f = forecast; growth rates aggregated using real GDP in 2005 constant dollars

### Indian economic growth

The Indian economy rebounded from the global economic slowdown of 2008, its GDP rebounding from 8% in 2009-10 to 8.6% in 2010-11, following a recovery in agriculture and sustained momentum in its manufacturing sector.

#### Growth in GDP at factor cost (2004-05 prices) (%)

	2006-07	2007-08	2008-09PE	2009-10QE	2010-11AE
Agriculture, mining and forestry	4.2	5.8	(0.1)	0.4	5.4
Mining and quarrying	7.5	3.7	1.3	6.9	6.2
Manufacturing	14.3	10.3	4.2	8.8	8.8
Electricity, gas and water supply	9.3	8.3	4.9	6.4	5.1
Construction	10.3	10.7	7.6	9.7	11.0
Trade, hotels, transport and communication	11.7	10.7	7.6	9.7	11.0
Financing, insurance, real estate and business services	14.0	11.9	12.5	9.2	10.6
Community, social and personal services	2.9	6.9	12.7	11.8	5.7
GDP at factor cost	9.6	9.3	6.0	8.0	8.6

[Source: CSO]

### India's economic highlights, 2010-11

- Inflation was 15.92%; food inflation peaked at 9.5%
- Foreign exchange reserves strengthened from US\$279.09 billion (2 April 2010) to US\$305.49 billion (1 April 2011)
- India's wireless network (811.59 million mobile users) emerged second largest in the world.
- India reported savings at 34% and investment at 37% (of GDP, 2010-11).
- Per capita income (at 2004-05 prices) rose from Rs. 33,731 in 2009-10 to Rs. 36,003

### The Indian infrastructure sector

The size of India's infrastructure investment is likely to rise from 5.15 per cent of Gross Domestic Product (GDP) in the Tenth Five Year Plan period (2002-07) to about 7.55 per cent in the

Eleventh Five Year Plan (2007-12). A preliminary assessment suggested by the Planning Commission envisages that India's Twelfth Five Year Plan (2012-17) infrastructure investment will need to be around US\$ 1,025 billion to achieve a share of 9.95 per cent of GDP, around 50% of which is expected to be derived from its private sector.

### Budget, 2011-12

The Union Budget 2011-12 proposed an increase in infrastructure investment. A boost was provided from the supply side by allocating 'infrastructure' status to cold chains, post-harvest storage and capital investments in the fertilizer sector. The increase in Foreign Institutional Investor investment limit in corporate bonds and a reduction in withholding tax are expected to catalyse fund flow into the sector.

### PPP – potent infrastructure driver

XIth Plan	FY08	FY09	FY10	FY11E	FY12E	FY13E
Overall USD bn	26	30	35	35	38	44
YoY growth (%)	-	12.9	15.7	1.8	7.5	16.5
Gov (USD bn)	20	23	28	29	30	32
YoY growth (%)	-	16.2	22.7	3.0	2.9	8.9
PPP (USD bn)	7	7	7	6	8	12
YoY growth (%)	-	3.5	(6.7)	(3.4)	28.1	44.0

Source: Planning Commission, Enam Securities

## Infrastructure – A SCOT analysis

Strengths	Challenges
<p>**Strong private participation in the sector reflected in a growing number of PPP projects</p> <p>*Increase in the number of infrastructure players with growing international support in the form of funding from banks and private equity players</p>	<p>*Lack of proper knowledge in project management and terrain management</p> <p>* Extensive regulatory clearances</p> <p>* Non-availability of long-term finance</p> <p>* Inadequate low cost funds</p>
Opportunity	Threats
<p>**Growing government support to strengthen the country's infrastructure via fiscal and regulatory policies.</p> <p>*Twelfth Plan infrastructure development outlay of USD 1.02 trillion, double the Eleventh Plan fund outlay of USD 514 billion</p> <p>*A reviving Indian economy (GDP growth of 8.6% for 2010-11).</p>	<p>* Hurdles in land acquisition</p> <p>* Political instability and inadequate regulatory norms could delay project delivery.</p>

## Railways

With the fourth largest rail network in the world and a total track length of more than 64,000 km which carries an average 2 million tonnes of freight and 21 million passengers daily, the Indian railways drive a major part of the national growth. On an average, around 220 km of new lines are added annually in India. According to Economic Survey 2010-11, a total of 216 route km was electrified during April-November 2010. The Ministry of Railways (MoR) announced the Railways Policy for Connectivity to coal and iron ore mines, which will provide an incentive to rail developers by way of returns on capital through freight surcharge over 20-25 years.

### Budget, 2011-12

■ Highest ever Budget outlay of Rs 57,630 crore. This includes

an allocation of Rs. 84.33 billion for construction of new lines, Rs. 54.18 billion for doubling projects, Rs. 27.76 billion for gauge conversion and Rs. 141.2 billion for acquisition of rolling stock.

- Moreover 1,000 km of route electrification, 200 rail overbridges and 325 rail underbridges/ subways projects would be undertaken. Also in 2011-12, 107 new line surveys, four gauge conversion surveys and 16 doubling surveys would be conducted.
- Around 442 stations targeted to be upgraded as Aadarsh stations; 136 more stations to be included in the list of Aadarsh stations
- Two new passenger terminals proposed for Kerala and one each for West Bengal and Uttar Pradesh

## Major investments in key areas for Indian Railways

(In Rs. billion)

Area	2009-10 (actual)	2010-11 (revised estimates)	2011-12 (budget estimates)
Construction of new lines	36.44	49.9	84.33
Restoration of dismantled lines	0.46	0.55	0.50
Gauge conversion	35.80	25.52	27.76
Doubling lines	24.00	22.04	54.18
Rolling Stock	131.61	130.87	141.20
Road Safety Works-Level Crossings	3.58	7.01	8.00
Road Safety Works-Road Over/Under Bridges	5.41	9.99	12.00
Track Renewals	41.05	46.05	49.64
Bridge Works	3.70	3.29	3.30
Signaling and Telecommunication Works	10.55	9.15	11.01
Electrification Projects	7.14	6.57	9.78
Dedicated Freight Corridor Corporation	2.81	2.57	9.65
Metropolitan Transport Projects	6.21	5.73	65.02
Others	87.96	83.91	99.93
<b>Total</b>	<b>396.72</b>	<b>403.15</b>	<b>576.30</b>

## Prospects

- The Ministry of Railways permitted leasing companies to purchase wagons from container train operators, special freight train operators, automobile freight train operators and end-users
- Vision 2020 envisages the development of one Rapid Rail Transit System (RRTS) in each region of the country along with eight high speed rail corridors
- The reduction in haulage charges on commodities (cement, steel, sugar and more) is expected to provide a 15 per cent concession with effect from March 2011 to August 2011, against an existing 10 per cent (Economic Survey 2010-11, Indian Infrastructure Research, Ministry of Railways)
- The MoR reduced haulage charges payable on the

transportation of commodities like cement, steel, sugar, chemical manure and petroleum products.

## Roads

Roads represent the primary means of connecting regions. The Indian road network (over 3.34 million km) is the second largest in the world; it carries more than 85% of passenger and 65% of the country's freight traffic. The transport sector accounts for about 6.4 % of India's GDP, of which the road transport alone accounts for 4.5%.

India's road sector elicited a significant interest from the government over the past decade resulting in the launch of several road building programmes and the development and maintenance of National Highways are being done on agency basis. The National Highways Authority of India (NHAI), State

Public Works Departments (SPWDs) and the Border Roads Organization (BRO) are the main agencies of the Central Government for this purpose. The National Highways (NH) constitutes only 1.7% of the total road network in India and carries about 40% of total road traffic. The Planning Commission provided an outlay of Rs. 1,06,659 cr for roads in the eleventh plan of which Rs. 27,500 cr is the outlay for 2011-12 as against Rs. 25,465 cr in 2010-11 and Rs. 18,632.75 cr in 2009-10.

In 2011-12 the road transport ministry plans to award projects covering 10,000 km of highways of which about 7,994 km would be on BOT (toll) mode, 1,000 km will be awarded on annuity and EPC and the remaining will be awarded by the state governments. (Source: Ministry of Roads, Transport and Highway)

Since 2005, the number of vehicles on Indian roads increased 10.2% a year, warranting a larger and quicker investment in quality roads. During 2011-12, the country expects to upgrade about 5,926 km of National Highways with the construction/rehabilitation of 130 bridges and 10 bypasses for an estimated Rs.19,600 crores.

### Indian road network (km)

Expressways	200
National Highways	70,934
State Highways	1,31,899
Major district roads	4,67,763
Rural and other roads	26,50,000
<b>Total</b>	<b>33,20,796</b>

[Source: NHAI]

### Budget, 2011-12

- Operationalisation of infrastructure debt funds, increased FII investments and lowering the withholding tax
- Allocation of Rs 103.40 billion for National Highways Development Programmes (NHDP)
- Full exemption from basic customs duty for bio-asphalt and specified machinery (including tunnel-boring machines) used in national highway construction
- Exemption from basic customs duty for bio-asphalt and

tunnel-boring machines used in national highway construction

- Support of Rs. 200 billion for rural roads under Pradhan Mantri Gram Sadak Yojna for 2011-12

### Government initiatives

- National Highway Development Programme (NHDP): The government initiated the NHDP project to develop more than 50,000 km of road in seven phases
- Bharat Nirman Programme: Introduced in 2005 to provide road connectivity to about 23,000 villages with a population of 1,000, or 500 in hilly or tribal areas.
- Pradhan Mantri Gram Sadak Yojana (PMGSY): Launched in 2000 to connect isolated rural habitations.
- Government to bear the cost of the project feasibility study, land for the right of way and way side amenities, shifting of utilities, environment clearance, cutting of trees, etc. (Source: IBEF)
- Foreign Direct Investment to be put in up to 100 per cent in road sector. (Source: IBEF)
- Duty free import of high capacity and modern road construction equipments. (Source: IBEF)

The other related government initiatives comprised Special Accelerated Road Development Programme in the North-Eastern region (SARDP-NE). The Ministry has taken up the Special Accelerated Road Development Programme in the North Eastern Region (SARDP-NE) involving widening of 10,141 km of National Highways and other roads in three phases ensuring connectivity of 88 district headquarters in the North Eastern Region to the National Highways. An outlay of Rs.1600 crores has been proposed for SARDP-NE for the year 2011-12.

### Prospects

- India's private sector is expected to contribute 44 per cent of the total projected spend of US\$ 95.8 billion (INR 4,600 billion) on roads and highways over the Twelfth Five Year Plan.
- The government plans to construct 35,000 km of highways by 2014 under the NHDP, with an investment of US\$ 60 billion (INR 2,880 billion)
- The Ministry of Road Transport and Highways has recommended a total expressway network of about 18,637

km for the unhindered, high-speed and safe movement of traffic. Construction on the country's expressways will be initiated in three phases and is scheduled for completion in 2022.

### Airports

The civil aviation sector in India is overseen by the Ministry of Civil Aviation (MoCA). It is the ninth largest in the world and projected to emerge as the third largest by 2020. It is also expected that domestic passenger traffic will grow 13% during FY10-13. The supply side is also likely to grow at 12% over the next three years, considering the addition of grounded fleet, aircraft utilization and more services by carriers.

### Budget, 2011-12

- The current Budget proposes to infuse Rs. 12 billion worth of equity to Air India
- The Indian airport sector is expected to attract investments of about Rs 363.71 billion, of which the AAI will invest Rs 129.69 billion, the rest from the private sector.
- The freight traffic handled by Indian airports increased at a CAGR of 8.9 per cent between 2004-05 and 2010-11

### Prospects

- Domestic passenger traffic is estimated to grow from 105.52 million in 2010-11 to 150-180 million by 2020, while international traffic is expected to grow from 37.91million in 2010-11 to around 50 million by 2015.
- India's aircraft fleet size has grown from 225 in 2000 to 735 in 2010.
- Of 30 projects relating to the modernization of non-metro airports, 11 were completed and 19 were implementation. (Source: Indian Infrastructure Report, IBEF Research Report)

### Ports

The Indian coastline extends across 7,500 km, is dotted with 13 major ports and 187 minor ports. India has one of the largest merchant shipping fleet in the world; the country is ranked 16th among maritime countries. The country's ports are a key driver of its international trade, handling more than 95 per cent of the country's total trade by volume and about 70 per cent by value. The aggregate port traffic is projected to grow from 850 million tonnes in 2009-10 to 979 million

tonnes in 2011-12 as per National Maritime Development Programme. Interestingly, the historical trend in port cargo traffic mirrors the growth in India's GDP.

### Budget, 2011-12

- The Government of India has permitted the issuance of tax-free bonds of Rs. 30,000 crore of which Rs. 5,000 crore will be issued by the ports to boost port infrastructure development.

### Prospects

- Indian ports crossed 1 billion tonnes of cargo handling capacity in 2010-11; the Ministry of Shipping set a target of 3.2 billion tonnes of cargo handling capacity by 2020 to address the projected traffic of about 2.500 billion tonnes by 2020. Currently, it is at 56.9 crore tonnes.
- The country also envisages an increase in the share of Indian seafarers from 6-7 per cent to at least 9 per cent in the global shipping industry by 2015
- The government allocated Rs. 65.24 billion for Ministry of Shipping
- The government allocated Rs. 4.76 billion for the port sector and Rs. 2.74 billion for shipping and ship building sector.

### Power

In recent years, India's power installed capacity increased from 1, 20,000 MW (January 2006) to 1,73,626.40 MW (31st March 2011). Around 65% was derived from thermal sources. Besides, the country accounted for around 19,509 MW of captive power generation capacity.

- A record capacity addition of 10,200 MW was completed in the first ten months of 2010-11.
- India is expected to add 15,000 MW in 2011-12 as per government sources.

### Budget, 2011-12

- The Central Plan outlay proposes an allocation of Rs. 663.82 billion for the Ministry of Power
- The government made a major allocation of Rs. 20.34 billion for the Restructured Accelerated Power Development and Reform Programme
- A further Rs. 37.82 billion was allocated for research and projects in atomic energy and Rs. 10.25 billion for

investment in Bharatiya Nabhikiya Vidyut Nigam Limited

- The government allocated Rs. 21.5 billion to Ministry of New and Renewable Energy
- The government allocated Rs. 60 billion towards Rajiv Gandhi Grameen Vidyutikaran Yojna (RGGVY) under the Bharat Nirman programme
- The government provided parallel excise duty exemption for domestic suppliers producing capital goods needed for the expansion of existing mega or ultra-mega power projects
- The government allocated Rs. 8.13 billion in the National Hydro Electric Power Corporation

#### Prospects

- There is a growing emphasis on rural electrification and increasing renewable energy generation
- The basic customs and countervailing duty (CVD) has been reduced to 5 per cent on high voltage power transmission projects
- The Indian Energy Exchange (IEX) launched renewable energy certificate (REC) trading in February 2011; the first trading session received 125 buy bids for non-solar RECs and 11 buy-bids for solar RECs (Source: Ministry of Power, Indian Infrastructure Report, Economic Survey 2010-11)

#### Business segment review

##### Concrete sleepers and allied

- GPT is among India's first concrete sleeper manufacturers for railway tracks
- The company possesses a manufacturing unit at Panagarh (India), Dondo (Mozambique), Sena (Mozambique) and Ladysmith (South Africa).
- The company enhanced its global presence through prestigious orders in Bangladesh, Myanmar and Ghana
- The company is diversifying into track components, railway signalling and telecommunication equipment.
- The company provides track superstructure design, production technology transfer and concrete sleeper manufacture

#### Highlights, 2010-11

- Manufactured 3,04,267 concrete sleepers against 2,92,902 in 2009-10.
- Secured a contract from the Government of the Republic of

Namibia to supply railway concrete sleepers

- Received order from Transnet Freight Rail in South Africa for supplying 1,000,000 sleepers over the next five years
- Supplied 160,000 sleepers for Sri Lankan Railways

#### Segment review

##### Civil and core infrastructure

The division's technical expertise and dependable project execution accelerate the construction of roads, bridges, irrigation and railway systems, urban transit, industrial and civil aviation infrastructure. In doing so, the company plays the role of a responsible national catalyst.

The Company is now a renowned name in the field of bridge construction - from foundation to finish - and is foraying into challenging projects in other infrastructure areas. Within a few years, the Company has worked for various pride-enhancing clients.

#### Highlights, 2010-11

- Received contract for 18 new projects and completed 7 projects
- Completed a project for Eastern Railways for earthwork in filling on Railway Embankment, supplying and spreading stone dust
- Completed the construction of open web steel girder with pile foundation between Barakar and Kumardhubi station
- Awarded projects for construction of road over bridges in Kerala
- Received order for of construction of steel suspension Bridge in Arunachal Pradesh

#### Finance review

##### Revenues

The Company's net sales increased 20.39% from Rs 304.55 crore in 2009-10 to Rs. 366.67 crore in 2010-11 owing to increased project execution.

##### Expenditure

Raw material consumption increased 2.75% from Rs. 134.6 crore in 2009-10 to Rs.138.30 crore in 2010-11 while power consumption increased 26.26% from Rs 6.98 crore in 2009-10 to Rs. 8.82 crore in 2010-11. Employee expenses declined 6.05% from Rs. 18.31crore in 2009-10 to Rs. 17.21 crore in 2010-11 on account of better employee cost management. Administrative expenses declined 7.18% from Rs. 9.47 crore in

2009-10 to Rs. 8.79 crore on account of better cost management. Total operating expenses increased 22.91% from Rs 267.49 crore in 2009-10 to Rs 328.78 crore in 2010-11. Operating cost as a proportion of total income stood at 88.12% in 2010-11 against 86.04% in 2009-10.

#### Profit

EBIDTA increased 2.09% from Rs. 43.41 crore in 2009-10 to Rs 44.31 crore in 2010-11 while PAT soared 1.07 from Rs. 15.65 crore in 2009-10 to Rs. 15.81crore in 2010-11. EBIDTA margin declined 208 basis points from 13.96% in 2009-10 to 11.88% in 2010-11 while net profit margin declined 79 basis points from 5.03% in 2009-10 to 4.24% in 2010-11 reflecting enhancing operational efficiency.

#### Interest

Interest outlay of the Company increased 15.12% from Rs 14.31 crore in 2009-10 to Rs 16.48 crore in 2010-11 to fund the growing business. However, interest cover stood at 2.69 in 2010-11 to 3.03 in 2009-10.

#### Tax

The Company reduced its tax provisions to Rs. 5.97 crore in 2010-11 from Rs 8.81 crore in 2009-10.

#### Sources of funds

During the year under review, the Company reduced its share capital to Rs. 16.37 crore, from Rs. 35.10 crore on account of conversion of compulsorily convertible preference share as well as equity warrants issued on preferential allotment basis into equity shares. Reserves increased 180.64% from Rs. 34.87 crore as on 31st March 2010 to Rs. 97.87 crore as on 31st March 2011 on account of increased securities premium accounts and increased profit plough back. Secured loans increased 64.83% from Rs. 77.03 crore as on 31st March 2010 to Rs. 126.96 crore as on 31st March 2011 owing to fresh borrowings through ECB route. The Company repaid unsecured loans fully in 2010-11. Current liabilities and provisions increased marginally from Rs. 82.73 crore in as on 31st March 2010 to Rs. 84.03 crore as on 31st March 2011. The debt-equity ratio declined from 1.35 in 2010-11 to 1.08 in2009-10. Book value per share increased from Rs. 72.63 in 2009-10 to Rs. 85.12 in 2010-11.

#### Application of funds

Gross block increased 15.75% from Rs 65.89 crore as on 31st March 2010 to Rs 76.27crore as on 31st March 2010 following

the addition of plant and machinery and steel shutters. This also increased depreciation provision 22.23% from Rs. 4.85 crore in 2009-10 to Rs 5.93 crore in 2010-11. Investments increased 131.52% from Rs. 12.15 crore as on 31st March 2010 to Rs. 28.12 crore as on 31st March 2011 mainly due investments in Group companies and other joint ventures. Current assets increased by 22.89% from Rs. 199.01 crore as on 31st March 2010 to Rs. 244.56 crore as on 31st March 2011, mainly due to an increase in short-term loans, advances and sundry debtors.

#### Working capital

Net current assets increased by 38.06% from Rs. 116.28 crore as on 31st March 2010 to Rs. 160.53 crore as on 31st March 2011 to fund business growth. Inventories declined from 61 days if turnover equivalent in 2009-10 to 47 days in 2010-11 on account of a reduction in the level of work-in-progress goods and increased revenues. Current ratio increased marginally from 2.41 in 2009-10 to 2.91 in 2010-11. The debtors' cycle increased from 59 days of turnover equivalent in 2009-10 to 75 days in 2010-11.

#### Risks and concerns

The Company possesses a comprehensive integrated risk management framework with stringent norms and control. The risk management approach conforms to the Company's direction, shareholders' desired total returns, -credit rating and desired risk appetite.

#### Human resources

GIL promotes continuous learning and meritocracy. During the year under review, the Company's employee strength touched individuals who underwent functional and behavioural training for enhanced productivity. A regularised recruitment process was supplemented by a transparent performance appraisal system with inbuilt feedback.

#### Internal controls and procedures

At GIL, stringent control systems and procedures minimized the unauthorised use of products, ensuring optimal resource utilisation. The Company conducted regular and extensive checks at every production stage and dispatch cycle to ensure strict operational and quality compliance. An Audit Committee, headed by a Non-Executive Independent Director, periodically reviewed audit observations.



## Report on Corporate Governance

In accordance with Clause 49 of the Listing Agreement with the stock exchanges of India (Clause 49), the report containing details of governance systems and processes at GPT Infraprojects Limited is as under :-

### 1. Company's philosophy on Code of Governance

- Ensure that the quantity, quality and frequency of financial and managerial information, which the management shares with the Board, fully places the Board Members in control of the Company's affairs
- Ensure that the Board exercises its fiduciary responsibilities towards shareowners and creditors, thereby ensuring high accountability
- Ensure that the extent to which the information is disclosed to present and potential investors is maximised
- Ensure that decision-making is transparent and documentary evidence is traceable through the minutes of the

meetings of the Board/Committee thereof

- Ensure that the Board, the management, the employees and all concerned are fully committed in maximising long-term values to the shareowners and the Company
- Ensure that the core values of the Company are protected
- Ensure that the Company positions itself from time to time to be at par with any other world-class company in operating practices

### 2. Board of Directors

As on 31st March, 2011, the Board comprises eight Directors, of which six are Non-Executive Directors – consisting four Independent Directors, one Nominee Director of private equity investor and the Non-Executive Chairman and two others are Executive Directors. The Company's day-to-day affairs are being managed by two Executive Directors, one of whom is designated as the Managing Director of the Company.

### 2.1 Details of Board meetings held during F. Y. 2010-11

Date of Board meeting	Board strength	Number of Directors present
7th April, 2010	7	5
22nd May, 2010	7	6
7th August, 2010	8	7
13th November, 2010	8	8
9th February, 2011	8	8

### 2.2 Board Composition and attendance at Board meetings and last Annual General Meeting and particulars of other Directorships, Chairmanships/Memberships

Sr. No.	Name and designation of the Director	Status	Board meetings in 2010-11		Attendance in last AGM	Other Indian Public Companies (Number)		
			Held	Attended		Directorship	Committee Chairmanship*	Committee Membership* (including Chairmanship)
1	Mr. Dwarika Prasad Tantia Chairman	Non-Executive/ Promoter director	5	5	Yes	1	Nil	Nil
2	Mr. Shree Gopal Tantia Managing Director	Executive/Promoter Director	5	5	Yes	1	Nil	Nil
3	Mr. Atul Tantia Executive Director	Executive/Promoter Director	5	5	Yes	1	Nil	1
4	Mr. Himangsu Sekhar Sinha Director	Independent Director	5	4	Yes	1	1	2
5	Mr. Viswa Nath Purohit Director	Independent Director	5	5	Yes	2	1	1
6	Dr. Nitindra Nath Som Director	Independent Director	5	5	No	1	Nil	Nil
7	Mr. Kunal Kumthekar Director	Non-Executive/ Nominee Director	5	3	No	1	Nil	1
8	Mr. Sunil Patwari** Director	Independent Director	5	2	No	2	Nil	4

\*In Audit Committee and Shareholders'/Investors' Grievance Committee of Indian Public Limited Companies and subsidiaries of Public Limited Companies.

\*\*Mr. Sunil Patwari was appointed as an Additional Director of the Company vide resolution passed by circulation on 15th June, 2010 and the same was confirmed by the Board at its meeting held on 7th August, 2010.

#### Brief Profile of Mr. Sunil Patwari:

Mr. Patwari has over 22 years of experience in the field of Business Management with specialisation in Finance and Human Resources. He is a fellowship member of the Institute of Chartered Accountants of India with a graduate degree in mechanical engineering and an MBA degree from IIM, Ahmedabad.

### 3. Audit Committee

The Audit Committee of the Board comprises three Non-Executive Directors of which two are Independent Directors and one is a Nominee Director.

#### 3.1 Composition of Committee and attendance of members:

Sr. No.	Name of the Director and position	Attendance in Committee meeting held on			
		22nd May, 2010	7th August, 2010	13th Nov, 2010	9th Feb, 2011
1	Mr. Viswa Nath Purohit, Chairman (Independent Director)	Yes	Yes	Yes	Yes
2	Mr. Himangsu Sekhar Sinha, Member (Independent Director)	Yes	Yes	Yes	Yes
3	Mr. Kunal Kumthekar, Member (Nominee Director)	No	Yes	Yes	Yes

In addition to the members of the Audit Committee, these meetings are attended by the heads of accounts, finance and other respective functional heads of the Company, and also by those executives of the Company who are considered necessary for providing inputs to the Committee. Mr. Raghunath Mishra, Company Secretary, acts as the Secretary of the Committee.

The Chairman of the Audit Committee has accounting and financial management expertise.

#### 3.2 Terms of reference

- Review the financial reporting process and disclosure of its financial information
- Review with management the annual/quarterly financial statements before submission to the Board for approval
- Review with management, the performance of Statutory Auditors, Internal Auditors and the adequacy of internal control systems
- Review the Company's accounting policies
- Look into reasons for substantial defaults, if any, in payment to depositors, shareowners and creditors
- Recommend the appointment, re-appointment and replacement or removal of Statutory Auditors and fixation of audit fee
- Approval of payment to Statutory Auditors for any other services rendered by them
- Other functions as required by applicable regulations

The Audit Committee may also review such matters as are considered appropriate by it or referred to it by the Board.

### 4. Shareholders'/Investors' Grievance Committee

The Shareholders'/Investors' Grievance Committee of the Board comprises two Directors of which one is an Independent Non-Executive Director and the other is an Executive Director.

#### 4.1 Composition of Committee and attendance of members

Sr. No.	Name of the Director & position	Attendance in Committee meeting held on 10th February, 2011
1.	Mr. Himangsu Sekhar Sinha, Chairman, Independent Non-Executive Director	Yes
2	Atul Tantia, Member, Executive Director	Yes

#### 4.2 Terms of Reference

- Look into the redressal of shareholders' and investors' complaints/grievances in respect of transfer of shares, non-receipt of balance sheet and non-receipt of declared dividends, among others;

- Oversee the performance of the Registrar and Share Transfer Agent and recommend measures for overall improvement in the quality of investor services;
- Ascertain whether the Registrars and Share Transfer Agents (RTA) are sufficiently equipped with infrastructure facilities such as adequate manpower, computers and software, office space and document-handling facility, among others, to serve the shareholders/investors.
- Recommend to the Board, the appointment, reappointment, if required, the replacement or removal of the Registrar and Share Transfer Agent and the fixation of their fees; and
- To carry out any other function as required by the Listing Agreement of the stock exchanges, Companies Act and other regulations.

#### 4.3 Other information

Name of Non-Executive Director heading the Committee	Mr. H. S. Sinha, Independent Director
Name and designation of Compliance Officer	Mr. R. Mishra, Company Secretary
Number of shareholders' complaints received so far	1
Number resolved to the satisfaction of shareholders	1
Number of pending complaints	Nil
Number of share transfer pending	Nil

### 5. Compensation & Selection Committee

At its meeting held on 9th February 2011, The Board of Directors of the Company renamed the Compensation Committee as Compensation & Selection Committee of the Company and reconstituted it by inducting Mr. Sunil Patwari as a member who is an expert in human resource matters. The said Committee comprises four Non-Executive Directors of which two are independent Directors, one is a nominee Director and the other is a non-executive Director. The Committee is headed by Mr. H. S. Sinha, Independent Director of the Company.

#### 5.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	Attendance in Committee meeting held on 22nd May 2010
1	Mr. Himangsu Sekhar Sinha, Chairman, Independent Non-Executive Director	Yes
2	Mr. Dwarika Prasad Tantia, Member Non-Executive Director	Yes
3	Mr. Kunal Kumthekar, Member, Non-Executive Nominee Director	No
4	Mr. Sunil Patwari, Member, Independent Non-Executive Director	NA

Mr. R. Mishra, Company Secretary, acts as the Secretary of the Committee.

#### 5.2 Terms of Reference

- To frame/review the remuneration policy in relation to Whole-time Directors/Managing Directors, Senior Officers of the Company.
- To recommend/approve terms, conditions and compensation including commission on profits to Directors including Whole-time Directors
- To recommend/approve appointment of relatives along with its terms, conditions and compensation, of any Director under Section 314 of the Companies Act
- To consider, recommend and/or approve Employee Stock Option Schemes and to administer and supervise the same
- To formulate/modify the detailed terms and conditions of the Employee Stock Option Scheme including quantum of option, exercise period, the right of an employee
- To provide for the welfare of employees or ex-employees,

Directors or ex-Directors and the wives, widows, and families of the dependents or connections of such persons

g) To frame suitable policies and systems to ensure that is no

violation of SEBI regulations.

h) To perform such other functions consistent with applicable regulatory requirements

### 5.3 Details of remuneration and sitting fees paid to the Directors

(Rs. in lacs)

Name and status	Salary	HRA	Commission	Sitting fees	Total
Mr. S. G. Tantia, Executive Director	60.00	Nil	Nil	Nil	60.00
Mr. Atul Tantia, Executive Director	20.40	10.20	Nil	Nil	30.60
Mr. D. P. Tantia, Non-Executive Director	Nil	Nil	23.26	0.77	24.03
Mr. H. S. Sinha, Non-Executive Director	Nil	Nil	Nil	0.42	0.42
Mr. V. N. Purohit, Non-Executive Director	Nil	Nil	Nil	0.37	0.37
Dr. Nitindra Nath Som, Non-Executive Director	Nil	Nil	Nil	0.25	0.25
Mr. Kunal Kumthekar, Non-Executive Director	Nil	Nil	Nil	0.24	0.24
Mr. Sunil Patwari, Non-Executive Director	Nil	Nil	Nil	0.10	0.10

### 5.4 Details of Shareholding of Non-Executive Directors:

Name of the Non-Executive Director	No. of Equity Shares	No. of convertible instrument
Mr. Dwarika Prasad Tantia	449,442	Nil
Mr. Himangsu Sekhar Sinha	Nil	Nil
Mr. Viswa Nath Purohit	Nil	Nil
Dr. Nitindra Nath Som	Nil	Nil
Mr. Kunal Kumthekar	Nil	Nil
Mr. Sunil Patwari	Nil	Nil

### 6. Management Review Committee

The Management Review Committee comprises three Directors of whom, two are Executive Directors and the other is a Nominee Director.

#### 6.2 Terms of Reference

- To review the periodical budgets and its analysis from time to time
- To review major investments in new ventures and major capital expenditure

### 7. Share Allotment and Transfer Committee

At the Board meeting held on 7th August, 2010, the name of the Share Transfer Committee has been changed to Share Allotment & Transfer Committee of the Company. The Committee comprises four Directors of whom, two are Non-Executive Directors including an Independent Director and is headed by Mr. D. P. Tantia, Non-executive Director of the Company.

### 6.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	Attendance in Committee meeting held on 22nd May, 2010
1	Mr. Shree Gopal Tantia, Chairman, Executive Director	Yes
2	Mr. Atul Tantia, Member Executive Director	Yes
3	Mr. Kunal Kumthekar, Member, Non-Executive Nominee Director	No

Mr. R. Mishra, Company Secretary is the Secretary to the Committee.

### 7.1 Composition of Committee and Attendance of Members

Sl.	Name of Director and position	Attendance in Committee meeting				
		11th June, 2010	8th October, 2010	3rd January, 2011	22nd February, 2011	26th February, 2011
1	Mr. Dwarika Prasad Tantia, Chairman Non-Executive Director	Yes	Yes	Yes	Yes	Yes
2	Mr. Shree Gopal Tantia, Member Executive Director	Yes	Yes	Yes	Yes	Yes
3	Mr. Atul Tantia, Member Executive Director	Yes	Yes	Yes	Yes	Yes
4	Mr. Himangsu Sekhar Sinha, Member Independent Director	Yes	Yes	No	Yes	Yes

In addition to the above members, Mr. R. Mishra, Company Secretary is the Secretary to the Committee. The Committee meets as and when required on need basis.

### 7.2 Terms of Reference

In accordance with Clause 49 of the Listing Agreement of the stock exchanges, the Board has unanimously delegated the following powers to the Committee

- To allot shares, debentures, equity warrant, compulsorily convertible preference shares or other securities of the Company as required from time to time
- To issue necessary certificates/duplicate certificates thereto
- To assign Corporate Action in respect of all matter concerning shares of the Company.
- To approve and monitor transfer and transmission of shares or other securities
- To approve dematerialisation and re-materialisation of securities
- To approve the splitting and consolidation of shares or other securities
- Any other matter as authorised by the Board from time to time

### 8.2 Terms of Reference

- To open and close banking account(s) including Demat account(s) of the Company in India and/or abroad and to authorise office bearers to operate such banking account(s) including by way internet banking, phone banking or otherwise.

### 8. Finance Committee

The Finance Committee of the Board comprises three Directors, of whom two are Executive Directors and one is a Non-Executive Director.

#### 8.1 Composition of Committee and attendance of members

Sl.	Name of Director and position	Attendance at the Committee meeting	
		No. of Meetings held	No. of Meetings attended
1	Mr. Dwarika Prasad Tantia, Chairman Non-Executive Director	13	13
2	Mr. Shree Gopal Tantia, Member Executive Director	13	13
3	Mr. Atul Tantia, Member Executive Director	13	12

- To enter into, carry out, rescind or vary all financial arrangements, with any bank, persons or corporations, for or in connection with the Company's business or affairs, and pursuant to or in connection with such arrangements, to deposit, pledge, lien or hypothecate any deposits, shares, securities, other investments and/or properties of the

Company, or the documents representing or relating to the same subject to overall limitation of the amount which may be borrowed by the Board of Director under section 293(1)(d) of the Companies Act, 1956.

c) To authorise directors of the Company and other person(s) to execute and sign such documents, deeds, agreements, papers and to create security on the assets of the company in favour of the banks, financial institutions, corporate bodies, NBFCs and others to avail credit facilities and also to authorise directors of the Company and other persons to affix common seal of the Company by any of such person so authorised to execute the documents.

d) To make loans, deposits in banks or with others, advances, issue guarantees, invest in shares and securities, mutual funds, other investments in India or abroad including the Company's subsidiaries, associates, joint ventures/consortiums and to authorise Directors or others to execute any documents required to be executed for the purpose and also to authorise any Director to affix the common seal of the Company in their presence.

e) To enter into any joint venture, consortium agreement(s), technical collaboration, understandings or other agreements with other companies, firms, concerns, individuals in India or abroad for execution of any work/contract for attainment of main objects of the Company with such terms and conditions as deemed fit and proper and to authorise the directors, employees or others to execute the same for and on behalf of the Company.

f) To submit tenders, bids, offers, quotations and to negotiate, modify the same and for the purpose delegate such powers to the Directors, employees or others to enter into negotiations, contracts, arrangements, agreements with the others in the manner and with such terms and conditions as felt expedient and proper.

g) To execute power of attorney(s) with such powers and responsibilities as may be deemed fit and proper in favour of the Director, employees of the Company and others from time to time.

h) To enter into sub-contract agreement, understanding or arrangements with any Company, firm, individual or others to sub-contract any contract awarded to the company in part or whole of the contract on such terms and conditions as felt expedient and proper and to authorise the Directors, employees or others to execute the same for and on behalf of the Company.

i) To purchase/sale/lease/dispose off/hire/take on rent movable

and immovable assets for and belonging to the Company subject to compliance of section 293(1)(a) of the Companies Act, 1956, wherever applicable and for that to authorise the Directors, employees and/or others in respect thereof.

j) To mortgage, pledge, sale or subject to lien the shares and/or securities held as investment or otherwise and other movable and immovable properties of the Company including for and on account of any obligation undertaken by company's subsidiaries, associates, joint ventures, consortium among others.

k) To undertake and execute the derivative transactions and/or foreign exchange transactions as well as to manage the foreign exchange risk exposure and to delegate such powers to any of Company Directors and/or employees.

l) To institute, defend, compromise, withdraw or abandon any legal proceedings by or against the Company, or the Board members or its Officers or otherwise concerning the affairs of the Company including for its subsidiaries, associates, joint ventures, consortium among others and also to compound offences committed under various statutes and allow time for payment or satisfaction of any debts due and of any claims or demands by or against the Company.

m) To refer any claims or demands or disputes by or against the Company to arbitration, and to observe and perform the award.

n) To invest by way of acquiring the shares or securities of other corporate bodies, to make/provide any loan to any other bodies corporate, and to give any corporate guarantee/ other guarantees or provide security by way of pledge, lien, mortgage, hypothecation of any of the investments, moveable and immovable assets of the Company in connection with a loan/credit facilities made by any other person, bank, corporate bodies, NBFCs, financial institution any other person, any body corporate including the Company's subsidiaries, associates, joint ventures/consortiums, subject to the overall limit of the amount the Board of Directors of the Company are authorised under section 372A of the Companies Act, 1956.

o) To subscribe or contribute or otherwise to assist any charitable, benevolent, religious, scientific, national, political or useful object of a public character of institutions the object of which shall have any moral or other claim for support for aid by the Company either by person or locality of operation or of public and general utility or otherwise subject to provisions of section 293A of the Companies Act, 1956.

p) To carry out or exercise such other powers as delegated by the Board from time to time.

## 9. General meetings

### 9.1 The last three Annual General Meetings with details of special resolutions passed:

Date	17th July, 2010	11th July, 2009	29th July, 2008
Time	3.00 p.m.	3.00 p.m.	4.00 p.m.
Venue	Regd. office DD-6, Sector-I Salt Lake City, Kolkata - 700064	Regd. office DD-6, Sector-I Salt Lake City, Kolkata - 700064	Regd. office DD-6, Sector-I Salt Lake City, Kolkata - 700064
Details of special resolutions passed in the AGM	NIL	NIL	NIL

### 9.2 Extraordinary General Meeting:

No Extraordinary General Meeting was held during the financial year ended 31st March, 2011.

### 9.3 Other information

Special resolutions that were put through postal ballot last year, details of voting pattern	1) Issue of 200,000 compulsorily- convertible preference shares (Series-A) on preferential allotment through private placement basis 2) Issue of 1,175,000 equity warrants on preferential allotment through private placement basis 3) Authority to Board of Directors to invest in excess of the limit prescribed under section 372A of the Companies Act, 1956 Voting pattern : Number of valid postal ballot forms received – 66 Votes in favour of resolution – 9,077,120 Votes against the resolution – Nil Resolution passed by % age of valid votes received – 100%
Person who conducted the postal ballot exercise	Mr. Jitendra Patnaik Practicing Company Secretary
Whether special resolutions are proposed to be conducted through postal ballot	Yes
The procedure for postal ballot	All members on the book as on 9th August, 2010 were sent a postal ballot form along with postage pre-paid reply envelop. Replies received from 66 members up to close of working hours on 10th September, 2010 were considered. The postal ballots were opened on 11th September, 2010 under the scrutiny of Mr. Patnaik, and the result of postal ballot was declared by the Chairman of the proceedings on 13th September, 2010 at the Registered Office of the Company.

## 10. Disclosures

### a. Disclosure on materially-significant related party transactions of the Company, that may have potential conflict with the interests of the Company at large

The Company does not have any material-related party transactions, which may have potential conflict with its interests at large. In any case disclosures regarding the transactions with related parties are given in the notes to the Accounts.

### b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to Capital Markets during the last three years

There has been no instance of non-compliance by the Company on any matter related to capital market in the last three years.

### c. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company complied with all mandatory requirements of Clause 49 of Listing Agreement.

## 10.1 Disclosure on non-mandatory requirements

### a. The Board

Has a Non-Executive Chairman. The expenses incurred by him in the performance of his duties are reimbursed. No policy was laid down on tenure of Independent Directors.

### b. Compensation and Selection Committee

The Company constituted a Compensation and Selection Committee and the full details of the same is available elsewhere in this Report.

### c. Shareholder's rights

The Company publishes quarterly unaudited financial results in the newspapers and is also displayed it on the Company's website [www.gptinfra.in](http://www.gptinfra.in). Accordingly, it does not envisage to send the same separately to the shareholders.

### d. Audit qualifications

The Company endeavours to maintain a regime of unqualified statements.

### e. Training of Board members

No policy has yet been laid down by the Company.

### f. Mechanism for evaluating Non-Executive Board Members

No policy has yet been laid down by the Company.

### g. Whistle Blower Policy

The Company does not have any Whistle Blower Policy. However, any employee, if he/she so desires, has free access to meet or communicate with the Senior Management and report any matter of concern.

## 10.2 Means of communication

### a. Quarterly and half-yearly results

The Company's quarterly and half-yearly financial statements are generally published in "The Economic Times" (English language) and in "Kalantar" (local language). The financial statements are also displayed on the Company's website.

### b. Annual Reports

Annual Report containing inter alia, Audited Annual Accounts.

### c. Website where displayed

<http://www.gptinfra.in>

### d. Whether it also displays official news releases

Yes, it is displayed on the above websites.

### e. Whether presentations were made to institutional investors or to the analysts.

No.

## 11. Management Discussions and Analysis Report

In line with the requirements of Clause 49, the Management Discussion and Analysis is also provided under various heads in this Annual Report.

## 12. General shareholder information

### 12.1 Company registration details

The Company is registered in the State of West Bengal, India. The Corporate Identification Number (CIN) of the Company is L20103WB1980PLC032872.

### 12.2 Annual General Meeting

Day : Tuesday

Date : 12th July, 2011

Time : 12.30 P.M.

Venue: Auditorium, 9th Floor, JC-25, Salt Lake City, Sector-III, Kolkata – 700098.

### 12.3 Financial calendar (tentative)

■ **Financial year** : 1st April 2011 to 31st March 2012

#### ■ Results for quarter ending

- First quarter, 2011 : On or before 13th August 2011
- Second quarter, 2011: On or before 15th November 2011
- Third quarter, 2011 : On or before 15th February 2012
- Fourth quarter (unaudited) and annual accounts (audited), 2011 : On or before 30th May 2012

■ **Annual General Meeting** : Before 30th September, 2012

**12.4 Dates of book closure** : From 6th July,2011 to 12th July,2011 (both days inclusive)

**12.5 Dividend Payment date** : On or after 12th July,2011

### 12.6 Listing details:

Exchange	Code/Trading Symbol	ISIN
(i) The Calcutta Stock Exchange Ltd.	10030117	INE390G01014
(ii) The U. P. Stock Exchange Ltd.	T00018	

**12.6.1 Payment of listing fees:** Annual listing fee for the financial year 2010-11 has been paid.

### 12.6.2 Market price data:

#### A) Calcutta Stock Exchange Limited

Month	High(Rs.)	Low(Rs.)	Quantity Traded (Shares)
April, 2010	94.00	94.00	Nil
May, 2010	94.00	94.00	10,000
June, 2010	94.00	94.00	Nil
July, 2010	94.00	94.00	Nil
August, 2010	94.00	94.00	Nil
September, 2010	94.00	94.00	Nil
October, 2010	94.00	94.00	Nil
November, 2010	94.00	94.00	10,000
December, 2010	94.00	94.00	Nil
January, 2011	94.00	94.00	Nil
February, 2011	94.00	94.00	Nil
March, 2011	94.00	94.00	Nil

**B) U. P. Stock Exchange Association Limited** : Not Available

### 12.6.3 Performance in comparison to broad-based indices such as BSE Sensex and NSE Nifty

Not applicable

### 12.6.4 Registrar and Share transfer agents

ABS CONSULTANT PVT. LIMITED  
"Stephen House" Room No-99, 6th Floor, 4-B.B.D. Bag (East), Kolkata-700001, Tel.: 033-22201043; FAX: 033-22430153  
E-Mail: [absconsultant@vsnl.net](mailto:absconsultant@vsnl.net)

### 12.6.5 Share transfer system in physical form

The Company has in place a proper and adequate share transfer system. The Company formed a Committee known as "Share Allotment & Transfer Committee" to process share transfer request as delegated by the Board of Directors of the Company. ABS CONSULTANT PVT. LIMITED, the Registrar and Share Transfer Agent of the Company was appointed to ensure that the share transfer system is maintained in physical form.

## 12.7 Distribution of shareholding as on 31st March 2011

### a. Distribution of shareholding according to the size of holding

No. of shares	Shareholders		Face value of shares	
	Number	Percentage	Rs.	Percentage
Upto 500	162	79.02	69,600	0.05
501 – 1,000	14	6.83	98,500	0.07
1,001 – 2,000	Nil	Nil	Nil	Nil
2,001 – 3,000	Nil	Nil	Nil	Nil
3,001 – 4,000	Nil	Nil	Nil	Nil
4,001 – 5,000	Nil	Nil	Nil	Nil
5,001 – 10,000	1	0.5	75,100	0.06
10,001 and Above	28	13.65	137,436,800	99.82
<b>Total</b>	<b>205</b>	<b>100</b>	<b>137,680,000</b>	<b>100</b>

### b. Distribution of shares by shareholder category

Category	Nos. of shareholders	Nos. of shares held	Voting strength (%)
Promoters –Corporate bodies	2	4,035,398	29.31
Directors, their relatives	17	6,263,382	45.49
Corporate bodies (Domestic)/ Trusts	5	587,510	4.27
Banks	Nil	Nil	Nil
Mutual funds	Nil	Nil	Nil
Financial institutions (FIs)	Nil	Nil	Nil
Foreign Institutional Investors (FIIs)	Nil	Nil	Nil
Non-Resident Individuals (NRIs)/ foreign corporate bodies/ overseas corporate bodies (OCBs) /foreign banks	1	1,968,000	14.29
Resident individuals	180	913,710	6.64
<b>Total</b>	<b>205</b>	<b>13,768,000</b>	<b>100</b>

### c. Top 10 shareholders

Name(s) of shareholders	Category	No. of shares	Percentage
GPT Ventures Pvt. Limited	Promoter	3,035,398	22.05
Nine Rivers Capital Limited	Public	1,968,000	14.29
Shree Gopal Tantia and Vinita Tantia	Promoter	1,368,022	9.94
GPT Sons Pvt. Ltd.	Promoter	1,000,000	7.26
Om Tantia and Aruna Tantia	Promoter	909,504	6.61
Aruna Tantia and Om Tantia	Promoter	646,074	4.69
Vinita Tantia and Shree Gopal Tantia	Promoter	460,324	3.34
Dwarika Prasad Tantia and Pramila Tantia	Promoter	449,442	3.26
Pramila Tantia and Dwarika Prasad Tantia	Promoter	444,312	3.23
Atul tantia and Kriti Tantia	Promoter	417,456	3.03

## 12.8 Dematerialisation of shares and liquidity

Shares held both in dematerialised and physical form as on 31st March 2011

Status of dematerialisation	No. of shares	Percentage of total shares
Shares held in NSDL	10,198,600	74.07
Shares held in CDSL	1400	0.01
Shares held in physical form	175,000	1.27
Corporate action pending in respect of shares allotted on 26.02.2011	3,393,000	24.65

## 12.9 Outstanding FCCBs, warrants, CCPS and ESOS conversion date and likely impact on equity

- a. Foreign Currency Convertible Bonds (FCCBs) : Nil
- b. Convertible warrants : As on 31st March, 2011, 575,000 Equity Warrants of Rs.140/- each are outstanding for conversion within 18 months from the date of allotment i.e. 5th July, 2011. Each warrant upon conversion, would give rise to one equity share of Rs.10 each fully paid-up aggregating to 5,75,000 equity shares of Rs.10 each fully paid-up.
- c. Compulsorily convertible preference share (CCPS) : As on 31st March, 2011 2,00,000 Compulsorily Convertible Preference Shares of Rs.140/- each are outstanding for conversion within 18 months from the date of allotment i.e. 5th July 2011. Each CCPS upon conversion, would give rise to one equity share of Rs.10 each fully paid-up aggregating to 200,000 equity shares of Rs. 10 each fully paid-up.

## d. Employees' Stock Option Plans (ESOPs)

With a view to enable its employees to participate in the future growth and success, the Company introduced Employee Stock Option Scheme-2009 (ESOP) in the financial year 2009-10. With the approval of shareholders, the Board of Directors of the Company at its meeting held on 2nd January 2010, allotted 2,00,000 equity shares of Rs. 10 each at a premium of Rs. 90 per share to GPT Employees Welfare Trust for the purpose of issuing shares to the eligible persons under the ESOP Scheme.

## 13. Plant locations

- a) **Concrete sleeper division:** P-Way Depot, Panagarh, Dist. Burdwan, West Bengal and P.S. Gangajalghati, Dist. Bankura, West Bengal
- b) **Wind power division** : Irrukandurai, Dist. Tirunelveli, Tamil Nadu

## 14. Address for Correspondence

### Registered / Corporate office

GPT Infraprojects Limited  
 "Jeewansatya"  
 DD-6, Sector-I, Salt Lake City  
 Kolkata 700 064, India  
 Tel: +91-33-4050-7000  
 Fax: +91-33-4050-7999  
 Email : gpt@gptgroup.co.in

### 14.1 Investor correspondence

All shareholders complaints/queries in respect of their shareholdings may be addressed to

Contact Persons: Mr. Raghunath Mishra,  
 Company Secretary & Compliance Officer  
 Tel : +91-33-40507311, Fax +91-33-40507999  
 Website: <http://www.gptgroup.co.in>  
 Email: [rmishra@gptgroup.co.in](mailto:rmishra@gptgroup.co.in)

#### 14.2 Queries relating to financial statements and Company performance, among others, may be addressed to

Mr. Arun Kumar Dokania, Chief Finance Officer  
Tel: +91 – 33-40507300, Fax +91-33-40507999  
Email: akd@gptgroup.co.in

#### Subject : Compliance with Code of Conduct

As required under Clause 49(I)(D) of the Listing Agreement with the Stock Exchanges, I hereby declare that all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct as adopted by the Board of Directors for the year ended March 31, 2011.

Place: Kolkata  
Date: 21st May, 2011

**S. G. Tantia**  
Managing Director

## Auditors' Certificate

To  
The Members of **GPT Infraprojects Limited**

We have examined the compliance of conditions of corporate governance by GPT Infraprojects Limited, for the year ended on 31st March, 2011, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchange(s).

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and Management, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement except that the Board of Directors of the Company, during the period 1st April, 2010 to 14th June, 2010, consisted of three independent directors as against the minimum requirement of four independent directors as per the constitution of the Board during that period.

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

For **S. R. Batliboi & Associates**  
Firm registration number: 101049W  
Chartered Accountants

Per **Vikas Mehra**  
Partner  
Membership No.: 94421

Place: Gurgaon  
Date: 21st May, 2011

## CEO / CFO Certification

The Board of Directors

#### GPT Infraprojects Limited

We, S. G. Tantia, Managing Director and A. K. Dokania, CFO of GPT Infraprojects Limited certify to the Board that, we have reviewed financial statements and the cash flow statement for the year ended March 31, 2011.

1. To the best of our knowledge and belief, we certify that:
  - a) These statements do not contain any materially-false statement or omit any material fact nor do they contain statements that might be misleading;
  - b) These statements together present a true and fair view of the Company, and are in compliance with the existing Accounting Standards, applicable laws and regulations;
  - c) There are no transactions entered into by the Company during the year, that are fraudulent, illegal or violative of the Company's Code of Conduct.
2. We accept the responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting; and deficiencies in the design or operation of such internal controls, if any of which we are aware have been disclosed to the Auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
3. We have indicated to Auditors and Audit Committee that:
  - a) There has not been any significant change in internal control over financial reporting during the year under reference.
  - b) There has been significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.

We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata  
Date: 21st May 2011

**A. K. Dokania**  
Chief Finance Officer

**S. G. Tantia**  
Managing Director



## Auditors' Report

To the Members of  
GPT Infraprojects Limited

1. We have audited the attached Balance Sheet of GPT Infraprojects Limited ('the Company') as at 31st March, 2011 and also the Profit and Loss account and 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.
2. 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 the 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) 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 and 5 of the said Order.

4. We did not audit the financial statements of a foreign project site of the company, whose financial statements reflect total assets of Rs 539.32 lakh as at 31st March, 2011 and total revenue of Rs 114.39 lakh and net cash flows amounting to Rs 0.55 lakh for the year then ended. These financial statements have been audited by other auditors whose report has been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of the said foreign project site, is based solely on the report of other auditors.
5. We did not audit the financial statements of joint ventures, whose financial statements reflect the company's share of Rs 375.22 lakh in the net profit of the joint ventures for the year ended 31st March, 2011. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion, in so far as it relates to the share of profit of the joint ventures, is based solely on the reports of other auditors.
6. Further to our comments in the Annexure referred to 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 account as required by law have been kept by the Company so far as appears from our examination of those books;
- iii. The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account;
- 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.
- v. On the basis of the 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.
- vi. In our opinion and to the best of our information and according to the explanations given to us, the said

accounts, 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;

- a) in the case of the balance sheet, of the state of affairs of the Company as at 31st March 2011;
- 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 cash flow statement, of the cash flows for the year ended on that date.

For **S.R. Batliboi & Associates**  
Firm registration no. 101049W  
*Chartered Accountants*

per **Vikas Mehra**  
*Partner*

Place: Gurgaon  
Date: 21st May, 2011

Membership No.94421

## Annexure to the Auditors' Report

(Referred to in our Report of even date to the members of GPT Infraprojects Limited as at and for the year ended 31st March, 2011)

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) All fixed assets have not been physically verified by the management during the year but there is a planned programme of verifying each item of fixed assets once in three years 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) There was no substantial disposal of fixed assets during the year.
- ii) a) The management has conducted physical verification of inventory at reasonable intervals during the year.
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- iii) a) The Company has granted loan to a Company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year as well as the year-end balance of loans granted to such party was Rs 332.26 lakh
- b) The above loan which is interest-free has been made to a Joint Venture Company. According to the information and explanations given to us, and having regard to management's representation that such interest free loan is in the interest of the Company's business, it appears that the terms and conditions for such loan are not prima facie prejudicial to the interest of the Company.
- c) The above loan granted is re-payable by the Joint Venture Company after having sufficient funds to make repayment thereof. Thus, as informed to us, there has been no default on the part of the party to whom the money has been lent. The loan given is interest free.
- d) There is no overdue amount towards the above loan granted to the joint venture company. As informed, no loan has been granted to firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- e) According to information and explanations given to us, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions of clause 4(iii)(e) to (g) of the Order are not applicable to the Company and hence not commented upon.
- iv) 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 Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company in respect of these areas.
- v) a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding the value of Rupees five lakhs 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) The Company has not accepted any deposits from the public within the purview of Section 58A and 58AA of the Companies Act, 1956 and 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) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the products of the Company.
- ix) a) Undisputed statutory dues including provident fund, investor education and protection fund, or employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities *though there has been a slight delay in a few cases.*
- Further, since the Central Government has till date not prescribed the amount of cess payable under section 441 A of the Companies Act 1956, we are not in a position to comment upon the regularity or otherwise of the company in depositing the same.
- b) According to the information and explanations given to

us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- c) According to the records of the Company, the dues outstanding of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty and cess on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. in lakh)	Period to which the (Financial year) amount relates	Forum where dispute is pending
West Bengal VAT Act	Disallowance of input tax credit and levy of purchase tax on purchases made from unregistered dealers	19.96	2005-06	Sr. Joint Commissioner
Central Sales Tax Act	Non-submission of Forms C and D	19.79	2005-06	Sr. Joint Commissioner
Central Excise Act	Interest and penalty on account of delay in deposit of excise duty on escalation prices, sale of old and used moulds etc.	1.46	2004-05 2006-07 2007-08	Commissioner of Central Excise (Appeal), Kolkata
Central Excise Act	Modvat Credit disallowed for subsequent endorsement of third party invoice in favour of the Company	92.16	1991-92	Commissioner of Central Excise (Appeal), Kolkata

- x) The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year
- xi) Based on our audit procedures and as per the information and explanations given by the management, *the Company has delayed in repayment of dues to banks during the year to the extent of Rs. 606.12 lakh (the delay in such repayments being for less than 5 days in each individual case) and no such dues were in arrears as on the balance sheet date. There are no dues to financial institution and debenture holders.*
- xii) According to the information and explanations given to us and based on the documents and records produced to us,

the Company has not granted loans and advances 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 Order are not applicable.
- xiv) In our opinion, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Order are not applicable.
- xv) According to the information and explanations given to us, the Company has given corporate guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof, in our opinion, and as informed to us are not prima-facie prejudicial to the interest of the Company.
- xvi) Based on the information and explanations given to us by the management, term loans were applied for the purpose for which these loans were obtained.
- 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 short-term basis have been used for long-term investment.
- xviii) The Company has made preferential allotment of shares during the year to parties and companies covered in the register maintained under section 301 of the Act. In our opinion, the price at which shares have been issued, is not prejudicial to the interest of the Company.
- xix) The Company did not have any outstanding debentures during the year.
- xx) The company has not raised any money through public issue during the year.
- xxi) 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 S.R. Batliboi & Associates  
Firm registration no. 101049W  
Chartered Accountants

per Vikas Mehra  
Partner

Place: Gurgaon  
Date: 21st May, 2011

Membership No.94421

**Balance Sheet** As at 31st March 2011

(Rs. in Lakh)

Particulars	Schedule No.	As at 31.03.2011	As at 31.03.2010
<b>SOURCES OF FUNDS</b>			
<b>Shareholders' Funds</b>			
a) Share Capital	1	1,636.80	3,510.20
b) Convertible Warrants (Refer Note No 4(a) on Schedule 24)		296.25	411.25
c) Reserves and Surplus	2	9,786.54	3,487.19
<b>Loan Funds</b>			
a) Secured Loans	3	12,696.62	7,702.96
b) Unsecured Loans	4	-	2,335.17
<b>Deferred Tax Liabilities (Net)</b>		371.34	406.19
<b>Total</b>		<b>24,787.55</b>	<b>17,852.96</b>
<b>APPLICATION OF FUNDS</b>			
<b>Fixed Assets</b>			
a) Gross Block	5	7,626.75	6,588.76
b) Less: Accumulated depreciation		2,074.03	1,608.18
c) Net Block		5,552.72	4,980.58
d) Capital Work in progress including Capital advances		369.67	29.98
<b>Investments</b>	6	2,811.95	1,214.57
<b>Current Assets, Loans and Advances</b>			
a) Inventories	7	4,936.15	4,576.24
b) Sundry Debtors	8	9,040.76	6,309.92
c) Cash and Bank Balances	9	1,972.67	2,307.85
d) Other Current Assets	10	5,796.26	5,373.51
e) Loans and Advances	11	2,710.60	1,333.26
		24,456.44	19,900.78
<b>Less : Current Liabilities and Provisions</b>			
a) Current Liabilities	12	8,061.85	7,326.12
b) Provisions	13	341.38	946.83
		8,403.23	8,272.95
<b>Net Current Assets</b>		16,053.21	11,627.83
<b>Total</b>		<b>24,787.55</b>	<b>17,852.96</b>
Significant Accounting Policies	23		
Notes on Accounts	24		

Schedules 1 to 13, 23 and 24 referred to above form an integral part of the Balance Sheet

As per our report of even date

For and on behalf of Board of Directors

For **S.R. Batliboi & Associates**  
Firm registration no. 101049W  
Chartered Accountants**H. S. Sinha**  
Director**D. P. Tania**  
Chairmanper **Vikas Mehra**  
Partner  
Membership No. 94421**V. N. Purohit**  
Director**S. G. Tania**  
Managing DirectorPlace : Gurgaon  
Dated : 21st May 2011**R. Mishra**  
Company Secretary**Atul Tania**  
Executive Director**Profit and Loss Account** For the year ended 31st March 2011

(Rs. in Lakh)

Particulars	Schedule No.	2010-11	2009-10
<b>INCOME</b>			
Sales and Services	14	37,013.01	30,729.68
Less : Excise Duty		345.59	273.70
		36,667.42	30,455.98
Other Income	15	642.77	634.44
		<b>37,310.19</b>	<b>31,090.42</b>
<b>EXPENDITURES</b>			
Raw Materials and Construction Materials Consumed	16	13,829.56	13,459.92
Purchase of Trading Goods		521.98	1,200.95
(Increase) / Decrease in Stock	17	158.97	1,413.55
Increase / (Decrease) in Excise Duty on Finished Goods Stock		0.93	46.59
Operational Expenses	18	15,181.06	7,604.67
Personnel Expenses	19	1,720.54	1,831.39
Administrative and Other Expenses	20	879.35	947.40
Selling and Distribution Expenses	21	585.89	244.57
Interest and Finance Expenses	22	1,647.98	1,431.52
Depreciation		593.29	485.37
		<b>35,119.55</b>	<b>28,665.93</b>
Profit before Prior Period Items and Tax		2,190.64	2,424.49
Less / (Add) : Prior Period Items (Net)		12.02	(22.01)
Profit after Prior Period Items but before Tax		2,178.62	2,446.50
Provision for Taxation			
- Current Tax (Including Rs. Nil (Rs. 60.00 Lakh) for earlier years)		630.00	840.00
- Wealth Tax		1.50	1.00
- Deferred Tax		(34.85)	36.23
- Fringe Benefit Tax of earlier years		-	4.06
Profit after Tax		1,581.97	1,565.21
Balance brought forward from previous year		2,485.58	1,391.79
<b>Amount available for appropriation</b>		<b>4,067.55</b>	<b>2,957.00</b>
<b>APPROPRIATIONS</b>			
Transfer to General Reserve		60.00	175.00
Interim Dividend		-	177.70
Proposed Dividend		172.10	76.50
Tax on Dividend		27.92	42.22
Balance carried to Balance Sheet		3,807.53	2,485.58
		<b>4,067.55</b>	<b>2,957.00</b>
<b>Earning per share (Rs.) (Refer Note No 6 on Schedule 24)</b>			
Basic		15.27	15.07
Diluted		14.78	12.07
(Face value of Rs.10/- per share)			
Significant Accounting Policies	23		
Notes on Accounts	24		

Schedules 14 to 24 referred to above form an integral part of the Profit and Loss Account

For **S.R. Batliboi & Associates**  
Firm registration no. 101049W  
Chartered Accountants**H. S. Sinha**  
Director**D. P. Tania**  
Chairmanper **Vikas Mehra**  
Partner  
Membership No. 94421**V. N. Purohit**  
Director**S. G. Tania**  
Managing DirectorPlace : Gurgaon  
Dated : 21st May 2011**R. Mishra**  
Company Secretary**Atul Tania**  
Executive Director

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 1 SHARE CAPITAL</b>		
<b>Authorised :</b>		
21,698,000 (14,898,000) Equity Shares of Rs 10/-each	2,169.80	1,489.80
1,793,000 Compulsorily Convertible Preference Shares of Rs. 140/- each	2,510.20	2,510.20
200,000 (Nil) Compulsorily Convertible Preference Shares of Rs. 160/- each	320.00	-
	<b>5,000.00</b>	<b>4,000.00</b>
<b>Issued, Subscribed &amp; Paid Up :</b>		
13,768,000 (10,200,000) Equity Shares of Rs 10/-each	1,376.80	1,020.00
Less. Amount recoverable from GPT Employees Welfare Trust towards 200,000 shares allotted to the trust (Refer Note No 3 on Schedule 24)	20.00	20.00
	1,356.80	1,000.00
of the above		
922,284 Fully paid Equity Shares were allotted for consideration other than Cash		
5,861,420 Fully paid Equity Shares were allotted as Bonus Shares by capitalisation of General Reserve		
200,000 (1,793,000) 2 - 6 % Compulsorily Convertible Preference Shares of Rs. 140/- each fully paid up, convertible into 200,000 (1,793,000) equity shares of Rs. 10/- each at a premium of Rs. 130/- per equity shares within 18 months i.e. by 05.07.2011 (Refer Note no 4(b) on Schedule 24)	280.00	2,510.20
	<b>1,636.80</b>	<b>3,510.20</b>

**Schedule - 2 RESERVES AND SURPLUS**

<b>Capital Reserves :</b>				
State Capital Subsidies	16.93		16.93	
Share Forfeiture Account	0.11	17.04	0.11	17.04
<b>Securities Premium Account : *</b>				
As per last Account	517.00		604.92	
Add. Received during the year	4,913.40		-	
Add. Received on Equity Shares allotted to GPT Employees Welfare Trust	4.00		-	
Less. Share issue expenses	-	5,434.40	87.92	517.00
<b>General Reserve :</b>				
As per last Account	467.57		292.57	
Add : Transfer from Profit and Loss Account	60.00	527.57	175.00	467.57
Profit & Loss Account balance		3,807.53		2,485.58
		<b>9,786.54</b>		<b>3,487.19</b>

\* net of Rs. 176.00 Lakh (Rs. 180.00 Lakh) recoverable on equity shares allotted to GPT Employees Welfare Trust.

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 3 SECURED LOANS</b>		
<b>External Commercial Borrowings</b>	223.25	-
- From Banks		
(Secured by first charge of equipments purchased against such loans and Personal Guarantees of one Director)		
<b>Foreign Currency Loans</b>		
- From Banks	2,233.39	-
(Rs. 594.75 Lakh (Rs. Nil) Secured by First charge on current assets and pari passu charge on movable fixed assets of the Infrastructure division and personal guarantees of three Directors and one relative)		
(Rs. 1,638.64 Lakh (Rs. Nil) Secured by First charge on current assets and pari passu charge on movable fixed assets of the Company and personal guarantees of three Directors and two relatives)		
<b>Term Loans</b>		
From Indian Renewable Energy Development Agency Ltd.	208.00	348.00
(Secured by way of first/sole charge on immovable & movable assets and receivables of Wind Power Unit of the Company and Personal Guarantees of three Directors)		
From Scheduled Banks	2,067.97	129.89
(Rs. 72.97 Lakh (Rs. 129.89 Lakh) secured by first charge on all present and future goods, movable property including Plant and Machinery and other Fixed Assets, Book Debts, Stock of Raw Materials, Stores, Process / Finished Stocks and all Current Assets of the Company's Concrete Sleeper Division at Panagarh and Personal Guarantees of three Directors and two relatives)		
(Rs. 495.00 Lakh (Rs. Nil) secured by first charge on all stock of Raw Material, WIP, Finished Goods, Book Debts and other current assets including movable fixed assets (except those financed out of term loans / lease finance) of Infrastructure division of the company and Personal Guarantees of three Directors and one relative)		
(Rs. 1,500.00 Lakh (Rs. Nil) secured by first charge on all stock of Raw Material, WIP, Finished Goods, Book Debts and other current assets including movable fixed assets (except those financed out of term loans / lease finance) of the Company and Personal Guarantees of three Directors and two relatives)		
<b>Equipment Finance Loans</b>		
- From Banks	465.41	726.27
- From others	64.34	267.80
(Secured by first charge of equipments purchased against such loans and Personal Guarantees of two Directors and one relative)		
<b>Note :</b> of the above Loans, Rs. 4,798.13 Lakh (Rs. 731.95 Lakh) is falling due for payment within one year		

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 3 SECURED LOANS (Contd...)</b>		
<b>Working Capital Facilities</b>		
- From Schedule Banks on Cash Credit Account (Rs. 1,516.08 Lakh (Rs. 1,190.48 Lakh) secured by first charge on all present and future goods, movable property including Plant and Machinery and other Fixed Assets, Book Debts, Stock of Raw Materials, Stores, Process / Finished Stocks and all Current Assets of the Company's Concrete Sleeper Division at Panagarh and Personal Guarantees of three Directors and two relatives) (Rs 4,220.01 Lakh (Rs 5,040.52 Lakh) secured by pari passu first charge on all present and future goods, movable property including Plant & Machinery and other Fixed Assets, Book Debts, Stock of Raw Material, Stores, Process / Finished Stocks, Work in Progress and all current assets of the Infrastructure Division of the Company (except those financed out of term loans / lease finance) and Personal Guarantees of three Directors and two relatives) (Rs 1698.17 Lakh (Rs Nil) secured by first charge on entire stock, book debts, bills, outstanding monies, receivables and all other current assets both present and future and pari passu charge on all movable fixed assets (except those financed out of term loans / lease finance) of the company and Personal Guarantees of three Directors and two relatives)	7,434.26	6,231.00
	<b>12,696.62</b>	<b>7,702.96</b>

**Schedule - 4 UNSECURED LOANS**

<b>Short Term Loans</b>		
(i) From Banks	-	1,927.60
(ii) From Bodies Corporates	-	407.57
	-	<b>2,335.17</b>

**Schedule - 5 FIXED ASSETS**

Sl. No.	Particulars	GROSS BLOCK			DEPRECIATION				NET BLOCK		
		As at 31.03.2010	Additions	Sales/ Adjustments	As at 31.03.2011	As at 31.03.2010	For the year	Less: Sales/ Adjustments	As at 31.03.2011	As at 31.03.2011	As at 31.03.2010
1	Freehold Land	131.75	-	-	131.75	(a)	-	-	-	131.75	131.75
2	Buildings	343.54	-	29.46	314.08		88.43	12.31	26.81	73.93	240.15
3	Plant, Machinery and Equipments	5,187.21	700.51	143.27	5,744.45	(b)	1,299.96	375.32	80.15	1,595.13	4,149.32
4	Furniture & Fixtures	15.06	0.05	4.86	10.25		5.55	0.68	3.05	3.18	7.07
5	Computer and Office Equipments	92.34	16.63	10.66	98.31		35.60	13.42	7.72	41.30	57.01
6	Vehicles	357.90	85.14	26.84	416.20		86.45	51.23	9.71	127.97	288.23
7	Steel Shutterings	460.96	450.75	-	911.71		92.19	140.33	-	232.52	679.19
	<b>Total</b>	<b>6,588.76</b>	<b>1,253.08</b>	<b>215.09</b>	<b>7,626.75</b>		<b>1,608.18</b>	<b>593.29</b>	<b>127.44</b>	<b>2,074.03</b>	<b>5,552.72</b>
	Previous Year's Total	4,967.14	1,649.51	27.89	6,588.76		1,132.42	485.37	9.61	1,608.18	4,980.58

a) Includes Rs. 101.60 Lakh (Rs. 101.60 Lakh) registered in the name of GPT Metal Industries Limited, which has merged with the company in an earlier year.

b) Includes Rs. 285.62 Lakh (Rs. 285.62 Lakh) installed on Land, Building and Shed rented from a related party.

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 6 INVESTMENTS</b>		
<b>Long Term (Unquoted - Trade)</b>	<b>Face Value per Shares</b>	
<b>a) Subsidiary Companies</b>		
i) 27,000 Equity Shares of GPT Concrete Products South Africa (Pty.) Limited, South Africa. **	*ZAR 1/- 1.49	1.49
ii) 2,125,000 Equity Shares of GPT Investments Private Limited, Mauritius.	*USD 1/- 935.42	935.42
iii) 485,920 (Nil) Equity Shares of Superfine Vanijya Private Limited, India	Rs. 10/- 144.00	-
iv) 3,300,000 (Nil) Equity Shares of Jogbani Highway Private Limited, India***	Rs. 10/- 330.00	-
<b>b) Joint Venture Company</b>		
i) 4,625,000 (Nil) Equity Shares of GPT - TransNamib Concrete Sleepers (Pty.) Limited, Namibia.	*NAD 1/- 295.67	-
ii) Investment in Capital of Joint Ventures ****		
GPT - GVV (JV)	25.03	3.91
GPT - MADHAVA (JV)	94.96	21.35
GPT - PREMCO - RDS (JV)	12.39	3.88
GPT - GEO (JV)	10.80	2.82
GPT - GEO - UTS (JV)	12.40	3.30
GPT - SLDN - UTS (JV)	96.69	6.90
GPT - RDS (JV)	82.55	20.21
GPT - SLDN - COPCO (JV)	7.91	0.10
GPT - UNIVERSAL (JV)	2.88	1.09
GPT - RAHEE (JV)	414.64	87.17
RAHEE - GPT (JV)	146.41	103.71
BHARAT - GPT (JV)	3.75	7.70
GPT - TRIBENI (JV)	53.57	2.02
GPT - CVCC - SLDN (JV)	99.86	8.13
PREMCO - GPT (JV)	5.06	2.45
RAHEE - GPT (NFR) (JV)	14.84	2.92
RAHEE - GPT (IB) (JV)	17.18	-
BHARTIA - GPT - ALLIED (JV)	4.45	-
	<b>2,811.95</b>	<b>1,214.57</b>

**Notes**

\* Valued at the exchange rate prevailing on the date of allotment / transaction.

\*\* Pledged with Export - Import Bank of India as security for loan given by them to the Investee Subsidiary Company.

\*\*\* 18,500 (Nil) Shares Pledged with State Bank of India as security for loan given by them to the Investee Subsidiary Company.

\*\*\*\* The Joint Ventures are in the form of AOP and hence number of shares and face value are not applicable.

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 7 INVENTORIES</b>		
(Refer Note No 8 on Schedule 23)		
Raw Materials	300.79	209.56
Construction Materials	1,966.52	1,641.91
Stores and Spares	420.90	317.86
Trading Goods	3.27	-
Work in Progress	1,130.26	1,318.56
Finished Goods	1,114.41	1,088.35
	<b>4,936.15</b>	<b>4,576.24</b>

**Schedule - 8 SUNDRY DEBTORS (Unsecured)**

Debts outstanding for a period exceeding six months		
Considered Good	2,924.49	1,952.61
Considered Doubtful	19.11	-
	<b>2,943.60</b>	<b>1,952.61</b>
Less. Provision for doubtful debts	19.11	-
	<b>2,924.49</b>	<b>1,952.61</b>
Others Debts (considered good)	6,116.27	4,357.31
	<b>* 9,040.76</b>	<b>6,309.92</b>

\* Includes the followings :-

- Amount due from Subsidiaries Rs. 251.91 Lakh (Rs. 254.37 Lakh)
- Retention Money Rs. 2,794.08 Lakh (Rs. 1,948.52 Lakh)
- Accrued Price Variations yet to be billed Rs. 2,200.21 Lakh (Rs. 1,717.45 Lakh)

**Schedule - 9 CASH AND BANK BALANCES**

Cash in hand (including cheques / drafts in hand of Rs. 0.05 Lakh (Rs. 15.45 Lakh))	34.35	46.21
Balance with Scheduled Banks		
- In Current Accounts	314.24	716.36
- In Fixed Deposit Account (Receipts pledged as security / margin with sales tax authority, banks and clients)	1,621.50	1,545.10
Balance with Non Scheduled Banks		
- In Current Accounts with BCI Fomento, Mozambique (Maximum balance outstanding at any time during the year Rs. 54.26 Lakh (Rs. 158.08 Lakh))	2.58	0.18
	<b>1,972.67</b>	<b>2,307.85</b>

**Schedule - 10 OTHER CURRENT ASSETS**

Unbilled revenue on construction contracts	5,770.85	5,358.10
Interest Accrued on Fixed Deposits	25.41	15.41
	<b>5,796.26</b>	<b>5,373.51</b>

## Schedules forming part of the Balance Sheet As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 11 LOANS AND ADVANCES</b>		
(Unsecured, considered good)		
Loan to GPT Employees Welfare Trust (Interest free)	-	0.10
Loan to Bodies Corporate	453.35	-
Advances recoverable in Cash or in Kind or for value to be received (includes Mobilisation advance given to contractors Rs. 480.63 Lakh (Rs. Nil))	1,152.82	611.65
Export Incentives / Refund Receivable	87.37	88.21
Security Money / Earnest Money Deposit	459.74	365.35
Advance Income Tax (Net of Provision Rs.1,718.24 Lakh (Rs. Nil))	140.21	-
Sales Tax / VAT recoverable	402.69	267.95
Balance with Customs, Central Excise etc.	14.42	-
	<b>2,710.60</b>	<b>1,333.26</b>

**Schedule - 12 CURRENT LIABILITIES**

Acceptances	275.09	185.49
Sundry Creditors for goods, services, expenses etc.		
- dues to Micro and Small Enterprises (Refer Note No 21 on Schedule 24)	-	-
- dues to other Creditors (Includes Rs. 28.35 Lakh (Rs. 28.46 Lakh) due to Directors)	5,146.93	4,361.68
Advance from Customers (partly bearing interest) (Includes Mobilisation advance of Rs. 1,485.00 Lakh (Rs. 1,359.30 Lakh))	2,452.69	2,479.86
Interest Accrued but not due on loans	28.17	25.67
Other Liabilities	158.95	85.29
Temporary Book Overdraft with Banks	0.02	188.13
	<b>8,061.85</b>	<b>7,326.12</b>

**Schedule - 13 PROVISIONS**

Income Tax (Net of Advance Tax of Rs. Nil (Rs. 501.54 Lakh))	-	586.71
Fringe Benefit Tax (Net of Advance Tax of Rs. 19.54 Lakh (Rs. 19.54 lakh))	0.27	0.27
Wealth Tax (Net of Advance Tax of Rs. 0.85 Lakh (Rs. Nil))	1.65	1.00
Gratuity	49.96	7.67
Leave Liability	89.48	54.76
Interim Dividend	-	177.70
Proposed Dividend	172.10	76.50
Tax on Dividend	27.92	42.22
	<b>341.38</b>	<b>946.83</b>

## Schedules forming part of the Profit and Loss Account For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 14 SALES AND SERVICE</b>		
<b>Domestic</b>		
- Finished Goods	3,604.22	3,354.67
- Traded Goods	86.67	924.00
- Contract Revenue	30,467.69	23,854.78
- Wind Power	121.78	144.58
<b>Export (Including foreign operations)</b>		
- Finished Goods	1,787.73	825.32
- Traded Goods	830.53	348.79
- Contract Revenue	114.39	1,277.54
	<b>37,013.01</b>	<b>30,729.68</b>

**Schedule - 15 OTHER INCOME**

Interest Received		
- Bank Deposits (Gross, TDS Rs. 11.90 Lakh (Rs. 9.56 Lakh))	101.83	90.74
- Others (Gross, TDS Rs. 0.12 lakh (Rs. Nil))	8.13	0.52
Share in Profit of Joint Ventures	375.22	175.95
Profit on Sale of Long Term Trade Investments	-	7.70
Consultancy and Royalty Fees Received	7.84	237.80
Miscellaneous Income	78.19	32.59
Liability / Provisions no longer required written back	7.34	56.62
Profit on sales of Raw Materials	0.81	0.51
Export Benefits	63.41	32.01
	<b>642.77</b>	<b>634.44</b>

**Schedule - 16 RAW MATERIALS AND CONSTRUCTION MATERIALS CONSUMED**

<b>Raw Materials</b>		
Opening Stock	209.56	254.15
Add. Purchases	3,475.09	2,885.13
Less. Closing Stock	300.79	209.56
	<b>3,383.86</b>	<b>2,929.72</b>
<b>Construction Materials</b>		
Opening Stock	1,641.91	936.44
Add. Purchases	10,770.31	11,235.67
Less. Closing Stock	1,966.52	1,641.91
	<b>10,445.70</b>	<b>10,530.20</b>
	<b>13,829.56</b>	<b>13,459.92</b>

**Schedule - 17 (INCREASE) / DECREASE IN STOCK**

<b>Opening Stock</b>			
Finished Goods	1,088.35	757.78	
Work In Progress	1,318.56	3,062.68	3,820.46
Less: Closing Stock			
Trading Goods	3.27	-	
Finished Goods	1,114.41	1,088.35	
Work In Progress	1,130.26	1,318.56	2,406.91
	<b>158.97</b>		<b>1,413.55</b>

## Schedules forming part of the Profit and Loss Account For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 18 OPERATIONAL EXPENSES</b>		
Stores and Spares Consumed	595.86	1,123.14
Power & Fuel	881.53	698.22
Repairs & Maintenance		
- Plant & Machinery	635.27	418.03
- Buildings	0.32	0.04
- Others	27.51	38.50
Payment to Sub - Contractors (including towards turnkey contracts)	11,936.08	4,457.94
Site Mobilisation Expenses	51.67	149.80
Other Operational Expenses	98.14	76.94
Rent and Machine Hire Charges	430.04	110.49
Consultancy Fees	176.29	170.84
Carriage Inward	348.35	370.55
	<b>15,181.06</b>	<b>7,614.49</b>
Less. Capitalised	-	9.82
	<b>15,181.06</b>	<b>7,604.67</b>

**Schedule - 19 PERSONNEL EXPENSES**

Salary, Wages, Bonus and Allowances	1,425.83	1,652.37
Contribution to Provident and Other Funds	65.12	42.53
Gratuity	43.12	6.46
Staff Welfare Expenses	72.42	66.20
Director's Remuneration	114.05	74.12
	<b>1,720.54</b>	<b>1,841.68</b>
Less. Capitalised	-	10.29
	<b>1,720.54</b>	<b>1,831.39</b>

**Schedule - 20 ADMINISTRATIVE AND OTHER EXPENSES**

Rent	51.80	50.11
Rates & Taxes	29.79	39.07
Insurance	47.80	28.08
Professional Charges & Consultancy Fees	159.13	67.71
Travelling & Conveyance [Includes Rs. 32.23 Lakh (Rs. 22.28 Lakh) for Directors]	214.36	184.17
Auditors' Remuneration		
As Auditors		
- Audit Fees	12.00	12.00
- Limited Review Fees	8.25	2.00
- Out of Pocket Expenses	0.80	0.04
In any other manner		
- for Certification	1.60	0.56
Donations and Charity	17.10	20.00
Loss on Exchange Fluctuations (Net)	42.81	281.79
Loss on Sale / Discard of Fixed Assets (Net)	31.46	13.56
Provision for Doubtful Debts	19.11	-
Bad Debts written off	-	27.34
Miscellaneous Expenses	241.12	218.35
Preliminary Expenses written off	-	0.43
Directors' Sitting Fees	2.22	2.19
	<b>879.35</b>	<b>947.40</b>

## Schedules forming part of the Profit and Loss Account

For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 21 SELLING AND DISTRIBUTION EXPENSES</b>		
Advertisement	8.64	12.99
Business Promotion Expenses	19.40	-
Freight & Forwarding Expenses	557.85	231.58
	<b>585.89</b>	<b>244.57</b>
<b>Schedule - 22 INTEREST &amp; FINANCE EXPENSES</b>		
<b>Interest on :</b>		
Term Loans		
- Bank	95.01	86.75
- Others	42.55	84.17
Other Loans, Mobilisation Advance etc.		
- Bank	1,060.69	579.92
- Others	218.27	491.82
Bank Commission and Other Finance Charges		
	231.46	188.86
	<b>1,647.98</b>	<b>1,431.52</b>

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

### Schedule - 23 SIGNIFICANT ACCOUNTING POLICIES

#### 1. Basis of preparation of Accounts

The financial statements have been prepared to comply in all material respects with the accounting standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis, except for insurance and other claims which are accounted for on acceptance / actual receipt basis. The accounting policies applied by the Company are consistent with those used in the previous year.

#### 2. Use of estimates

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

#### 3. Fixed Assets

- Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost is inclusive of duties (net of CENVAT / VAT), taxes, incidental expenses, erection/commissioning expenses etc. incurred upto the date the asset is ready for its intended use.
- Machinery Spares which can be used only in connection with a particular item of Fixed Assets and whose use, as per the technical assessment, is expected to be irregular, are capitalised and depreciated proportionately over the residual life of the respective assets.

#### 4. Depreciation

- The classification of Plant and Machinery into continuous and non-continuous process is done as per technical certification and depreciation thereon is provided accordingly.
- Depreciation on fixed assets except as mentioned below, is provided using the Straight Line Method at the rates and in the manner prescribed under Schedule XIV of the Companies Act, 1956 or at rates determined based on the useful life of Assets estimated by the management, whichever is higher.
  - Fixed assets acquired up to March 31, 1991 and fixed assets of the Wind Power Unit are depreciated at the rates specified in Schedule XIV of the Companies Act, 1956 using written down value method.
  - Steel Shutterings are depreciated over a period of five years on straight line method from the year of addition.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

### Schedule - 23 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

- Depreciation on Insurance Spares / standby equipments is provided over the useful lives of the respective mother assets.
- Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the month of addition / disposal.

#### 5. Impairment

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the assets.

#### 6. Leases

Finance Leases, which effectively transfer to the Company, substantially, all the risks and benefits incidental to the ownership of the leased items, are capitalised at the lower of the fair value and present value of the minimum lease payment at the inception of lease term and disclosed as leased assets.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

#### 7. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Long term investments are considered at cost, unless there is an "other than temporary" decline in value thereof, in which case, adequate provision for diminution is made in the accounts. Current Investments are carried at lower of cost and fair value on an individual investment basis.

#### 8. Inventories

- Closing stock of stores and spares and raw materials (except for those relating to construction activities) are valued at lower of cost computed on 'First in First Out' basis and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
- Finished goods and work in progress (except for those relating to construction activities) are valued at the lower of cost (computed on weighted average basis) and net realizable value. Cost in respect of finished goods represents prime cost and an appropriate portion of overhead costs and excise duty.
- Construction work in progress is valued at cost. However, in case of jobs where losses are likely to occur, the stock is considered at net realisable value. Costs include materials, labour and an appropriate portion of construction overheads.
- Stores, components, etc. and construction materials at sites to be used in contracts are valued at cost which is ascertained on First in First Out (FIFO) basis.
- Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

#### 9. Revenue recognition

##### a) Construction contracts

Revenue on contracts is recognised on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied upon by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

### Schedule - 23 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

#### b) Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of taxes, returns, claims, trade discounts etc.

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

#### c) Income from Services

Revenues from operation and maintenance contracts are recognised on rendering of services as per the terms of contract.

#### d) Interest

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

### 10. Foreign currency translations

#### a) Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### b) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

#### c) Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting such monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements are recognised as income or as expenses in the year in which they arise.

#### d) Forward Exchange Contracts not intended for trading or speculation purposes.

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year.

#### e) Translation of Integral foreign operations

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself.

### 11. Retirement and other employee benefits

Retirement benefits in the form of Provident Fund being a defined contribution scheme, are charged to Profit and Loss Account of the year when the contributions to the funds are due. There are no obligations other than the contribution payable to the fund.

Gratuity (funded) being a defined benefit obligation and long term compensated absences (unfunded) are provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Actuarial gain and losses are recognized immediately in the statement of Profit & Loss Account as income or expenses.

### 12. Income Taxes :

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

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realised against future taxable profits.

The carrying amounts of deferred tax assets are reviewed at each Balance Sheet date. The company writes down the carrying amount

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

### Schedule - 23 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realised. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

### 13. Employee Stock Compensation Cost:

Measurement and disclosure of the employee share-based payment plans is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

### 14. Segment Reporting

#### Identification of Segments

The Company has identified that its business segments are the primary segments. The Company's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

#### Inter segment Transfers

The Company generally accounts for inter segment sales and transfers as if the sales or transfers were to third parties at current market prices.

#### Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated - Common"

#### Segment Policies

The accounting policies adopted for segment reporting are in line with those of the Company.

### 15. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

### 16. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

Provision for product related warranties cost is based on the claims received upto the year end as well as the management estimates of further liability to be incurred in this regard during the warranty period.

### 17. Cash and Cash Equivalents

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

### 18. Accounting for interests in joint ventures

In respect of joint ventures entered into with other parties in the form of 'integrated joint ventures', the accounting treatment is done as below in terms of Accounting Standard 27 notified by the Companies Accounting Standards Rules, 2006 (as amended) :

- Company's share in profits and losses is accounted for on determination of profits or losses by the Joint Ventures;
- Investments are carried at cost, net of the Company's share of profits or losses, recognized in the accounts.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS

## 1. Contingent liabilities not provided for in respect of

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
Outstanding bank guarantees and Letters of Credit (Including Rs. 4,174.44 Lakh (Rs. 4,092.61 Lakh) given for Joint Ventures and Rs. 380.76 Lakh (Rs. Nil) given for Subsidiaries)	10,717.96	9,665.90
Corporate guarantees given for subsidiaries	2,215.17	2,294.01
Disputed Sales tax demands under appeal	39.75	430.05
Disputed excise demands under appeal	93.62	1.46
The demand, if any, that may arise out of search and seizure proceedings initiated by Income tax authority	Amount not ascertainable	Amount not ascertainable

## 2. Estimated amount of contracts remaining to be executed on

Rs. 136.77 (Rs. 28.58

Capital Account and not provided for [Net of Advances] Lakh Lakh)

## 3. a) During the previous year, the Company had issued and allotted 200,000 equity shares of Rs.10 each at a premium of Rs.90 each aggregating to Rs.200.00 Lakh to GPT Employees Welfare Trust for exercising the option under GPT Employees Stock Option Plan-2009 (the Scheme). The Scheme to be operative for this purpose is as under:

	Scheme
Date of Board Approval	30.11.2009
Date of Shareholder's approval	24.12.2009
Number of options to be granted	200,000
Vesting Period	1 -5 Years
Exercise Period	5 years from vesting period

b) Further, the Company had given Rs. 200.00 Lakh during previous year by way of interest free loan to the GPT Employees Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above Scheme. The trust has refunded Rs. 4.00 Lakh to the Company during the year. As per Guidance Note on Accounting for Employee Share based Payments issued by ICAI, the above loan has been adjusted to the extent of Rs. 20.00 Lakh in equity share capital and balance Rs.176.00 Lakh in the share premium account.

## 4. During the year the Company has allotted :-

a) 600,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- per share upon conversion of 600,000 Convertible Warrants of Rs. 140/- each as per the option for conversion exercised by the warrant holders. The balance 575,000 Convertible Warrants of Rs. 140/- each are convertible into equivalent number of equity shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- each within 18 months from the date of allotment i.e., by 5th July 2011.

b) 1,593,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- per share upon conversion of 1,593,000 Compulsorily Convertible Preference Shares of Rs. 140/- each as per the option for conversion exercised by the Convertible Preference Shareholders.

c) 1,175,000 Convertible Warrants of Rs. 160/- each and 200,000 Compulsorily Convertible Preference Shares Series A of Rs. 160/- each at par which have been converted into 1,375,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 150/- per share upon exercise of the option by the warrant holders and Convertible Preference Shareholders.

## 5. In terms of Accounting Standard - 22, net deferred tax liability (DTL) of Rs. 371.34 Lakh has been recognized in the accounts up to 31st March 2011.

The break-up of DTL is as follows:

(Rs. in Lakh)

Particulars	As at 31.03.2011	As at 31.03.2010
<b>Deferred Tax Liability</b>		
On timing differences of depreciable assets	422.78	426.93
<b>Deferred Tax Assets</b>		
Expenses allowable against taxable income in future years	51.44	20.74
<b>Deferred Tax Liability (Net)</b>	<b>371.34</b>	<b>406.19</b>

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 6. The break up of Earnings per Share (EPS) in terms of Accounting Standard 20 is as follows:

(Rs. in Lakh, except per share data)

	2010-11	2009-10
Profit after tax as per Profit & Loss Account	1,581.97	1,565.21
Less : Interim Dividend on convertible preference shares & tax thereon	-	58.54
Profit after tax for calculation of basic EPS	1,581.97	1,506.67
Profit after tax for calculation of diluted EPS	1,581.97	1,565.21
Weighted average number of equity shares for calculating basic EPS (Nos.)	10,358,252	10,000,000
Add. Weighted average number of equity shares which would be issued on the conversion of convertible warrants and preference shares	344,963	2,968,000
Weighted average number of equity shares for calculating dilutive EPS (Nos.)	10,703,215	12,968,000
Basic EPS (Rs.)	15.27	15.07
Diluted EPS (Rs.)	14.78	12.07

## 7. Segment information

<b>Business segment</b>	:	The business segments have been identified on the basis of the activities undertaken by the company. Accordingly, the Company has identified the following segments:
<b>Concrete Sleepers and Allied</b>	:	Consists of manufacturing of concrete sleepers and other products of similar nature, supply of plant & machinery and components for manufacturing of concrete sleepers,
<b>Civil &amp; Core Infrastructure</b>	:	Consists of execution of turnkey projects,
<b>Others</b>	:	Consists of electricity generated from wind farms,
<b>Geographical segment</b>	:	The Company primarily operates in India and therefore the analysis of geographical segment is demarcated into Domestic and Overseas operations:

## Information about Primary Business Segments:

(Rs. in Lakh)

	Concrete Sleepers & Allied		Civil & Core Infrastructure		Others		Total	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>a) Revenue (Net of Excise Duty and Cess)</b>								
External sales	5,876.90	4,241.38	30,668.74	26,070.02	121.78	144.58	36,667.42	30,455.98
Inter Segment Sales	-	194.26	-	-	-	-	-	194.26
<b>Total Revenue</b>	<b>5,876.90</b>	<b>4,435.64</b>	<b>30,668.74</b>	<b>26,070.02</b>	<b>121.78</b>	<b>144.58</b>	<b>36,667.42</b>	<b>30,650.24</b>
<b>b) Results</b>								
Segment Results	684.10	288.63	3,882.35	3,709.75	4.90	15.97	4,571.35	4,014.35
Unallocated Income (Net of unallocated expenses)							(744.75)	(136.33)
Operating Profit							3,826.60	3,878.02
Interest & Finance Exp							1,647.98	1,431.52
Profit before tax							2,178.62	2,446.50
Provision for Taxation (Current Tax, Deferred Tax, Fringe Benefit Tax)							-	596.65
Profit after tax							1,581.97	1,565.21
<b>OTHER INFORMATION</b>								
<b>a) Total Assets</b>								
Segment Assets	4,098.34	3,676.34	23,550.44	18,734.40	655.23	708.44	28,304.01	23,119.18
Unallocated Corporate/ other Assets							4,886.77	3,006.74
<b>Total</b>							<b>33,190.78</b>	<b>26,125.92</b>

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## Information about Primary Business Segments:

(Rs. in Lakh)

	Concrete Sleepers & Allied		Civil & Core Infrastructure		Others		Total	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>b) Total Liabilities</b>								
Segment Liabilities	1,027.84	1,194.56	6,831.01	5,828.30	24.68	17.83	7,883.53	7,040.69
Unallocated Corporate/ other Liabilities							13,587.66	11,676.59
Total							21,471.19	18,717.28
<b>c) Capital Expenditure</b>								
Unallocated, Corporate & others	40.20	292.67	1,187.90	1,307.75	-	-	1,228.10	1,600.42
Total							364.67	20.03
<b>d) Depreciation</b>								
Unallocated, Corporate & others	58.35	53.08	424.44	308.72	91.99	108.32	574.78	470.12
Total							18.51	15.25
<b>e) Non cash expenses other than depreciation included in segment expenses for arriving at Segment Results</b>							593.29	485.37
	-	27.34	15.00	-	-	-	15.00	27.34

## Information about Geographical Segments:

The following table shows the distribution of the Company's sales and services by geographical market, regardless of where the goods/ services were produced:

(Rs. in Lakh)

	2010-11	2009-10
Domestic	33,938.93	28,004.33
Overseas	2,728.49	2,451.65
	36,667.42	30,455.98

Assets and additions to tangible and intangible fixed assets by geographical area: The following table shows the carrying amount of segment assets and addition to segment assets by geographical area in which assets are located:

(Rs. in Lakh)

	Carrying amount of segment assets and Intangible assets		Addition to fixed assets and intangible assets	
	2010-11	2009-10	2010-11	2009-10
Domestic	27,853.07	22,357.82	1,252.53	1,648.90
Overseas	450.94	761.36	0.55	0.61
	28,304.01	23,119.18	1,253.08	1,649.51

## 8. In compliance with Accounting Standard – 18, the disclosures regarding related parties are as follows:

## A. Name of Related parties:

## a) Subsidiary Companies

GPT Investments Private Limited , Mauritius  
GPT Concrete Products South Africa (Pty) Limited  
Superfine Vanijya Private Limited  
Jogbani Highway Private Limited

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## A. Name of Related parties: (Contd...)

## b) Joint Ventures

GPT – TRANSNAMIB CONCRETE SLEEPERS (PTY) LTD.  
GPT - GVV(JV)  
GPT - MADHAVA (JV)  
GPT – PREMCO-RDS (JV)  
GPT – GEO (JV)  
GPT – GEO-UTS (JV)  
GPT – SLDN-UTS (JV)  
GPT – RDS (JV)  
GPT – SLDN-COPCO (JV)  
GPT – UNIVERSAL (JV)  
GPT – RAHEE (JV)  
GPT – CVCC – SLDN (JV)  
GPT – TRIBENI (JV)  
BHARAT – GPT (JV)  
BHARTIA – GPT – ALLIED (JV)  
PREMCO – GPT (JV)  
RAHEE – GPT (JV)  
RAHEE – GPT (IB) (JV)  
RAHEE – GPT (NFR) (JV)

## c) Key Management Personnel (KMP)

Mr. D P Tantia – Chairman  
Mr. S G Tantia – Managing Director  
Mr. Atul Tantia – Executive Director  
Mr. Vaibhav Tantia – Chief Operating Officer  
Mr. Arun Kumar Dokania – Chief Finance Officer

## d) Relatives of Key Management Personnel (KMP)

Mrs. Pramila Tantia – Mother of Mr. Atul Tantia  
Mrs. Kriti Tantia – Wife of Mr. Atul Tantia  
Mrs. Vinita Tantia – Wife of Mr. S G Tantia  
Mrs. Radhika Tantia – Wife of Mr. Vaibhav Tantia  
M/s D P Tantia HUF – Mr. Dwarika Prasad Tantia is the karta  
Ms. Harshita Tantia – Daughter of Mr. S G Tantia  
Mr. Amrit Jyoti Tantia – Son of Mr. S G Tantia  
M/s S G Tantia HUF – Mr. S G Tantia is Karta  
Mrs. Manju Dokania – Wife of Mr. A K Dokania  
Mrs. Nirmala Sureka – Sister of Mr. D P Tantia

## e) Enterprises owned or significantly influenced by the KMP/ KMP's relatives

M/s. GPT Castings Limited  
M/s. GPT Healthcare Private Limited  
M/s. GPT Ventures Private Limited  
M/s. GPT Estate Private Limited  
M/s. GPT Sons Private Limited  
M/s. Stone Products  
M/s. GPT Employees Welfare Trust

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## B. Details of transactions and Balances outstanding relating to Joint Ventures :

(Rs. in Lakh)

Name of Joint Ventures	Sales and Services	Recovery of Machine Hire/Staff Deputation Charges/ Interest/ Directors Remuneration and Sitting Fees	Share of Profit from JV's	Purchase of Raw material/ Consumables	Outstanding Guarantees	Investments during the year Total	Loans Paid	Balance outstanding as at the year end
GPT Transnamb Concrete Sleepers (Pty.) Ltd.	271.31	2.05	-	-	-	295.67	332.26	605.16
GPT - GVV (JV)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
GPT - MADHAVA (JV)	221.43	-	4.12	-	184.01	17.01	-	69.18
GPT - PREMCO - RDS (JV)	(185.52)	(-)	(3.91)	(135.34)	(237.98)	(- 45.63)	(-)	(-52.68)
GPT - GEO (JV)	(224.40)	(-)	(2.24)	(-)	(165.10)	(-2.61)	(-)	(158.14)
GPT - GEO - UTS (JV)	25.91	-	0.20	-	-	8.32	-	12.39
GPT - SLDN - UTS (JV)	(245.65)	(-)	(1.87)	(-)	(120.77)	(- 11.99)	(-)	(61.11)
GPT - RAHEE (JV)	(-)	(-)	(-)	(-)	667.54	7.99	(-)	10.80
GPT - CVCC - SLDN (JV)	(-)	0.08	(-)	(-)	(-)	(-1.66)	(-)	(10.52)
GPT - TRIBENI (JV)	(10.78)	(-)	(0.11)	(-)	(-)	(-3.71)	(-)	(14.58)
BHARTIA - GPT - ALLIED (JV)	244.17	-	3.03	-	-	86.76	-	166.54
BHARTIA - GPT - PREMCO - GPT (JV)	(1,353.51)	(-)	(16.58)	(-)	(181.98)	(- 15.70)	(-)	(257.31)
BHARTIA - GPT - RAHEE (JV)	13.74	-	0.24	-	-	62.11	-	83.69
BHARTIA - GPT - RAHEE (IB) (JV)	(444.84)	(-)	(7.75)	(-)	(542.64)	(- 14.85)	(-)	(105.38)
BHARTIA - GPT - RAHEE (NFR) (JV)	(-)	(-)	(-)	(-)	(58.00)	(- 1.00)	(-)	(8.01)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	0.58	-	-	1.22	-	2.88
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(0.61)	(-)	(-)	( 0.45)	(-)	(1.09)
BHARTIA - GPT - RAHEE (JV)	(-)	134.07	183.65	-	1,861.43	143.82	-	545.37
BHARTIA - GPT - RAHEE (JV)	(-)	(51.40)	(89.93)	(-)	(1,466.49)	(-182.83)	(-)	(96.40)
BHARTIA - GPT - RAHEE (JV)	1,898.43	-	19.81	-	360.78	71.92	-	433.92
BHARTIA - GPT - RAHEE (JV)	(1,757.29)	(-)	(18.12)	(-)	(768.78)	(-9.99)	(-)	(267.50)
BHARTIA - GPT - RAHEE (JV)	1,079.26	-	22.76	-	951.87	28.79	-	39.90
BHARTIA - GPT - RAHEE (JV)	(85.08)	(-)	(1.77)	(-)	(451.87)	(0.25)	(-)	(76.51)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	7.25	-	-	-11.20	-	3.75
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(14.50)	(-)	(-)	(- 8.60)	(-)	(7.70)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	4.45	-	-	-	-	4.45
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	30.23	-	-	-27.61	-	5.06
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(3.52)	(-)	(-)	(-1.06)	(-)	(2.45)
BHARTIA - GPT - RAHEE (JV)	(-)	44.28	45.20	38.93	148.81	-2.50	-	188.74
BHARTIA - GPT - RAHEE (JV)	(-)	(84.19)	(9.95)	(-)	(99.00)	(-59.33)	(-)	(236.84)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	32.32	-	-	-15.14	-	17.18
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	21.39	-	-	-9.46	-	14.84
BHARTIA - GPT - RAHEE (JV)	(-)	(-)	(7.64)	(-)	(-)	(-4.73)	(-)	(2.92)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to Others :

(Rs. in Lakh)

Nature of Transactions	Subsidiary Companies	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
<b>Consultancy/Royalty Charges Received</b>					
GPT Concrete Products South Africa (Pty.) Limited	7.84	-	-	-	7.84
	(237.80)	(-)	(-)	(-)	(237.80)
<b>Sale of Scrap</b>					
GPT Castings Limited	-	-	38.30	-	38.30
	(-)	(-)	(16.45)	(-)	(16.45)
<b>Interest Received on Advances / Loans</b>					
GPT Investments Private Limited	-	-	-	-	-
	(0.52)	(-)	(-)	(-)	(0.52)
<b>Sale of Investments</b>					
GPT Ventures Private Limited	-	-	-	-	-
	(-)	(-)	(18.70)	(-)	(18.70)
<b>Purchase of Raw material</b>					
GPT Castings Limited	-	-	911.10	-	911.10
	(-)	(-)	(528.49)	(-)	(528.49)
Superfine Vanijya Private Limited	0.52	-	-	-	0.52
	(-)	(-)	(-)	(-)	(-)
<b>Rent Paid</b>					
GPT Castings Limited	-	-	36.00	-	36.00
	(-)	(-)	(15.00)	(-)	(15.00)
GPT Ventures Limited	-	-	7.50	-	7.50
	(-)	(-)	(-)	(-)	(-)
Stone Products	-	-	10.20	-	10.20
	(-)	(-)	(10.20)	(-)	(10.20)
Vaibhav Tantia	-	0.42	-	-	0.42
	(-)	(0.42)	(-)	(-)	(0.42)
D P Tantia	-	1.44	-	-	1.44
	(-)	(1.44)	(-)	(-)	(1.44)
Pramila Tantia	-	-	-	1.32	1.32
	(-)	(-)	(-)	(1.32)	(1.32)
GPT Healthcare Private Limited	-	-	0.81	-	0.81
	(-)	(-)	(0.81)	(-)	(0.81)
Vinita Tantia	-	-	-	1.44	1.44
	(-)	(-)	(-)	(1.44)	(1.44)
S G Tantia	-	0.30	-	-	0.30
	(-)	(0.30)	(-)	(-)	(0.30)
<b>Salary / Remuneration Paid</b>					
D P Tantia	-	23.45	-	-	23.45
	(-)	(25.36)	(-)	(-)	(25.36)
S G Tantia	-	60.00	-	-	60.00
	(-)	(32.80)	(-)	(-)	(32.80)
Atul Tantia	-	30.60	-	-	30.60
	(-)	(15.96)	(-)	(-)	(15.96)
Vaibhav Tantia	-	20.81	-	-	20.81
	(-)	(16.57)	(-)	(-)	(16.57)
Kriti Tantia	-	-	-	6.49	6.49
	(-)	(-)	(-)	(8.51)	(8.51)
Arun Kumar Dokania	-	33.25	-	-	33.25
	(-)	(16.52)	(-)	(-)	(16.52)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to Others (Contd...) (Rs. in Lakh)

Nature of Transactions	Subsidiary Companies	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
<b>Directors Sitting Fees</b>					
D P Tantia	-	0.80	-	-	0.80
	(-)	(0.75)	(-)	(-)	(0.75)
<b>Outstanding Guarantees and Letter of Credit</b>					
GPT Concrete Products South Africa (Pty.) Limited	2,215.17	-	-	-	2,215.17
	(2,294.01)	(-)	(-)	(-)	(2,294.01)
Jogbani Highway Private Limited	368.00	-	-	-	368.00
	(-)	(-)	(-)	(-)	(-)
Superfine Vanijya Private Limited	12.76	-	-	-	12.76
	(-)	(-)	(-)	(-)	(-)
<b>Amount received against Share Warrants</b>					
GPT Ventures Private Limited	-	-	541.25	-	541.25
	(-)	(-)	(350.00)	(-)	(350.00)
GPT Sons Private Limited	-	-	1,600.00	-	1,600.00
	(-)	(-)	(-)	(-)	(-)
<b>Issue of Equity Shares (Incl. Securities Premium)</b>					
GPT Employees Welfare Trust	-	-	-	-	-
	(-)	(-)	(200.00)	(-)	(200.00)
GPT Sons Private Limited	-	-	1,600.00	-	1,600.00
	(-)	(-)	(-)	(-)	(-)
GPT Ventures Private Limited	-	-	595.00	-	595.00
	(-)	(-)	(-)	(-)	(-)
<b>Loan Paid</b>					
GPT Employees Welfare Trust	-	-	-	-	-
	(-)	(-)	(200.10)	(-)	(200.10)
<b>Repayment received for Loan Paid</b>					
GPT Employees Welfare Trust	-	-	4.10	-	4.10
	(-)	(-)	(-)	(-)	(-)
<b>Investments during the year</b>					
GPT Investments Private Limited	-	-	-	-	-
	(935.42)	(-)	(-)	(-)	(935.42)
Jogbani Highway Private Limited	330.00	-	-	-	330.00
	(-)	(-)	(-)	(-)	(-)
Superfine Vanijya Private Limited	144.00	-	-	-	144.00
	(-)	(-)	(-)	(-)	(-)
<b>Security Deposit Paid</b>					
GPT Estate Private Limited	-	-	100.00	-	100.00
	(-)	(-)	(-)	(-)	(-)
<b>Mobilisation Advance Received</b>					
Jogbani Highway Private Limited	375.00	-	-	-	375.00
	(-)	(-)	(-)	(-)	(-)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to Others (Contd...) (Rs. in Lakh)

Nature of Transactions	Subsidiary Companies	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
<b>Dividend Paid</b>					
D P Tantia	-	3.37	-	-	3.37
	(-)	(5.61)	(-)	(-)	(5.61)
S G Tantia	-	10.26	-	-	10.26
	(-)	(17.10)	(-)	(-)	(17.10)
Atul Tantia	-	3.13	-	-	3.13
	(-)	(5.22)	(-)	(-)	(5.22)
Vaibhav Tantia	-	2.01	-	-	2.01
	(-)	(3.35)	(-)	(-)	(3.35)
Arun Kumar Dokania	-	0.01	-	-	0.01
	(-)	(0.02)	(-)	(-)	(0.02)
Pramila Tantia	-	-	-	3.33	3.33
	(-)	(-)	(-)	(5.55)	(5.55)
Kriti Tantia	-	-	-	1.60	1.60
	(-)	(-)	(-)	(2.67)	(2.67)
Radhika Tantia	-	-	-	0.75	0.75
	(-)	(-)	(-)	(1.25)	(1.25)
M/s D P Tantia HUF	-	-	-	0.76	0.76
	(-)	(-)	(-)	(1.26)	(1.26)
Vinita Tantia	-	-	-	3.45	3.45
	(-)	(-)	(-)	(5.75)	(5.75)
Harshita Tantia	-	-	-	0.12	0.12
	(-)	(-)	(-)	(0.20)	(0.20)
Amrit Jyoti Tantia	-	-	-	1.93	1.93
	(-)	(-)	(-)	(3.22)	(3.22)
M/s S G Tantia HUF	-	-	-	1.17	1.17
	(-)	(-)	(-)	(1.96)	(1.96)
Manju Dokania	-	-	-	0.01	0.01
	(-)	(-)	(-)	(0.01)	(0.01)
Nirmala Sureka	-	-	-	-	-
	(-)	(-)	(-)	(0.01)	(0.01)
GPT Ventures Private Limited	-	-	9.21	-	9.21
	(-)	(-)	(15.31)	(-)	(15.31)
GPT Employees Welfare Trust	-	-	1.50	-	1.50
	(-)	(-)	(2.50)	(-)	(2.50)
<b>Balance outstanding as at the year end – Debit</b>					
GPT Ventures Private Limited	-	-	-	-	-
	(-)	(-)	(7.70)	(-)	(7.70)
GPT Concrete Products South Africa (Pty.) Limited	253.40	-	-	-	253.40
	(255.86)	(-)	(-)	(-)	(255.86)
GPT Investments Private Limited	935.42	-	-	-	935.42
	(935.42)	(-)	(-)	(-)	(935.42)
Superfine Vanijya Private Limited	143.46	-	-	-	143.46
	(-)	(-)	(-)	(-)	(-)
GPT Employees Welfare Trust	-	-	-	-	-
	(-)	(-)	(0.10)	(-)	(0.10)
GPT Estate Private Limited	-	-	100.00	-	100.00
	(-)	(-)	(-)	(-)	(-)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to Others (Contd...)

(Rs. in Lakh)

Nature of Transactions	Subsidiary Companies	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
<b>Balance outstanding as at the year end – Credit</b>					
Jogbani Highway Private Limited	44.80	-	-	-	44.80
GPT Castings Limited	(-)	(-)	(-)	(-)	(-)
GPT Healthcare Private Limited	-	-	48.84	-	48.84
GPT Ventures Private Limited	(-)	(-)	(145.93)	(-)	(145.93)
D P Tantia	-	23.45	-	-	23.45
S G Tantia	-	3.45	-	-	3.45
Atul Tantia	-	1.45	-	-	1.45
Vaibhav Tantia	-	1.45	-	-	1.45
Kriti Tantia	-	-	-	-	-
Arun Kumar Dokania	-	1.05	-	-	1.05
Pramila Tantia	-	-	-	0.15	0.15
<b>Personal Guarantee of Directors / Relatives on behalf of the Company</b>					
D P Tantia	-	11,943.62	-	-	11,943.62
S G Tantia	-	12,121.30	-	-	12,121.30
Atul Tantia	-	12,303.49	-	-	12,303.49
Vaibhav Tantia	-	10,154.01	-	-	10,154.01
Pramila Tantia	-	-	-	7,056.61	7,056.61
Vinita Tantia	-	-	-	1,589.05	1,589.05
	(-)	(-)	(-)	(1,320.37)	(1,320.37)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 9. Interest in Joint Ventures:

Particulars of the Company's interest in integrated Joint Ventures are as below:

Name of Joint Venture	Proportion of interest		Country of	
	2010-11	2009-10	Incorporation	Residence
GPT – GVV(JV)	60%	60%	India	India
GPT – MADHAVA (JV)	49%	49%	India	India
GPT – PREMCO-RDS (JV)	45%	45%	India	India
GPT – GEO (JV)	60%	60%	India	India
GPT – GEO-UTS (JV)	60%	60%	India	India
GPT – SLDN-UTS (JV)	60%	60%	India	India
GPT – RDS (JV)	50%	50%	India	India
GPT – SLDN-COPCO (JV)	60%	60%	India	India
GPT – UNIVERSAL (JV)	60%	60%	India	India
GPT – RAHEE (JV)	50% & 65%	50% & 65%	India	India
RAHEE – GPT (JV)	50% & 51%	50% & 51%	India	India
BHARAT – GPT (JV)	50%	50%	India	India
BHARATIA – GPT -ALLIED (JV)	65%	-	India	India
GPT – TRIBENI (JV)	60%	60%	India	India
GPT – CVCC – SLDN (JV)	37.50%	37.50%	India	India
PREMCO – GPT (JV)	40%	40%	India	India
RAHEE – GPT (NFR) (JV)	51%	51%	India	India
RAHEE – GPT (IB) (JV)	30%	-	India	India
GPT – Transnamib Concrete Sleepers (Pty) Ltd.	37%	-	Namibia	Namibia

The Company's share of assets, liabilities, income and expenses in the Joint Ventures as at and for the year ended 31st March, 2011 is as follows :

(Rs. in Lakh)

Name of the joint venture	Company's share in				
	Assets	Liabilities	Income	Expenses	Profit / Loss (-) after tax
GPT – GVV(JV)	114.32	114.32	173.39	169.27	4.12
	(185.16)	(185.16)	(165.88)	(161.97)	(3.91)
GPT – MADHAVA (JV)	106.52	106.52	-	-	-
	(71.11)	(71.11)	(113.36)	(111.11)	(2.25)
GPT – PREMCO-RDS (JV)	12.41	12.41	11.96	11.76	0.20
	(30.17)	(30.17)	(113.38)	(111.50)	(1.88)
GPT – GEO (JV)	8.80	8.80	-	-	-
	(5.44)	(5.44)	(-)	(-)	(-)
GPT – GEO-UTS (JV)	12.43	12.43	0.05	0.05	0.01
	(7.37)	(7.37)	(6.63)	(6.52)	(0.11)
GPT – SLDN-UTS (JV)	129.96	129.96	151.03	148.01	3.02
	(153.34)	(153.34)	(837.23)	(820.65)	(16.58)
GPT – RDS (JV)	62.89	62.89	7.23	6.99	0.24
	(44.42)	(44.42)	(234.69)	(226.94)	(7.75)
GPT – SLDN-COPCO (JV)	7.88	7.88	-	-	-
	(4.82)	(4.82)	(-)	(-)	(-)
GPT – UNIVERSAL (JV)	10.14	10.14	25.93	25.35	0.58
	(19.43)	(19.43)	(27.02)	(26.42)	(0.60)
GPT – RAHEE (JV)	2,316.43	2,316.43	1,829.40	1,645.75	183.65
	(1,301.39)	(1,301.39)	(881.78)	(791.85)	(89.93)

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

The Company's share of assets, liabilities, income and expenses in the Joint Ventures as at and for the year ended 31st March, 2011 is as follows : (Rs. in Lakh)

Name of the joint venture	Company's share in				
	Assets	Liabilities	Income	Expenses	Profit / Loss (-) after tax
RAHEE – GPT (JV)	256.06	256.06	621.27	576.07	45.20
	(429.54)	(429.54)	(622.50)	(612.95)	(9.55)
BHARAT – GPT (JV)	97.63	97.63	144.92	137.67	7.25
	(18.54)	(18.54)	(290.04)	(275.54)	(14.50)
BHARATIA – GPT - ALLIED(JV)	9.97	9.97	111.12	106.67	4.45
	(-)	(-)	(-)	(-)	(-)
GPT – RAHEE - NFR (JV)	280.08	280.08	420.90	399.51	21.39
	(63.06)	(63.06)	(151.40)	(143.76)	(7.64)
GPT – CVCC – SLDN (JV)	224.72	224.72	741.57	721.77	19.80
	(317.41)	(317.41)	(686.44)	(668.32)	(18.12)
PREMCO – GPT (JV)	74.16	74.16	583.21	552.99	30.22
	(15.14)	(15.14)	(68.78)	(65.27)	(3.51)
GPT – TRIBENI (JV)	250.18	250.18	681.64	658.88	22.76
	(46.45)	(46.45)	(53.73)	(51.96)	(1.77)
RAHEE – GPT – (IB) (JV)	323.39	323.39	371.30	338.98	32.32
	(-)	(-)	(-)	(-)	(-)
GPT – Transnamib Concrete Sleepers (Pty) Ltd.	1,035.17	1,035.17	1.33	35.61	-34.28
	(-)	(-)	(-)	(-)	(-)

Company's share of Capital Expenditure Commitments and Contingent Liabilities of the Joint Ventures – Rs.6.90 Lakh (Rs. Nil)

## 10. Directors' Remuneration

a) Details of Directors' Remuneration are as follows: (Rs. in Lakh)

	2010-11	2009-10
<b>I. Managing and Executive Directors:</b>		
Salary and Allowances*	90.60	48.76
<b>II. Non-executive Directors</b>		
Commission	23.45	25.36
<b>Total</b>	<b>114.05</b>	<b>74.12</b>

\* As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

b) Computation of net profit under Section 349 of the Companies Act, 1956 for calculation of commission payable to non-executive directors: (Rs. in Lakh)

	2010-11	2009-10
Profit before taxation as per Profit & Loss Account	2,178.62	2,446.50
Add: Loss on sale/discard of Fixed Assets	31.46	13.56
Add: Provision for Doubtful Debt and Advances	19.11	-
Net Profit as per section 349 of the Companies Act, 1956	2,229.19	2,460.06
Add: Remuneration to Directors (Including Commission)	114.05	74.12
Directors' Sitting Fees	2.22	2.19
Profit as per section 198	2,345.46	2,536.37
Directors' commission @ 1% of net profits as calculated above	23.45	25.36

## 11. Derivative Instruments and Unhedged Foreign Currency Exposure as on the Balance Sheet date are as under :

For minimizing the risk of currency exposure, the forward cover along with interest rate swap Contracts are of USD 35 lakh (USD Nil) for Loans Taken and USD 0.02 lakh (USD Nil) for interest payable.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

The Particulars of unhedged foreign currency exposure at the balance sheet date : (Rs. in Lakh)

Particulars	As at March 31, 2011	As at March 31, 2010
Sundry Debtors	1,512.56	1352.91
Cash and Bank Balance	2.86	2.31
Loans & Advances	177.13	110.29
Investments	1,232.58	936.91
Unsecured Loan	-	471.40
Secured Loan	893.89	-
Current Liabilities	386.24	181.65

## 12. Earnings in foreign currency (Accrual basis)

(Rs. in Lakh)

	2010-11	2009-10
F.O.B. Value of exports	2,058.14	1,093.06
Consultancy and Royalty Income	7.84	237.80
Income from foreign operations	127.25	1,293.30
Miscellaneous	2.05	0.52

## 13. a) Expenditure in foreign currency (Accrual basis)

(Rs. in Lakh)

	2010-11	2009-10
Travelling	8.91	12.62
Professional Fees	91.27	-
Interest	58.43	6.85
Expenditure for foreign operations	291.62	1,510.56

## b) Remittances (Net of Tax) in Foreign Currency on account of Dividend:

(Rs. in Lakh)

	2010-11	2009-10
a) No. of non resident shareholders	1	1
b) No. of Equity Shares Held	19,68,000	-
c) No. of Compulsorily Convertible Preference Shares Held	2,00,000	17,93,000
d) Amount remitted as dividend on Compulsorily Convertible Preference Shares	Rs. 50.20 Lakh	-
e) Year to which dividend relates	2009-10	-

## 14. Value of imports calculated on CIF basis

(Rs. in Lakh)

	2010-11	2009-10
Construction Materials	39.62	119.61
Capital Goods	276.11	-

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 15. Additional information pursuant to Paragraphs 3 &amp; 4 of Part II of Schedule VI to the Companies Act, 1956.

## a) Particulars pertaining to Finished Goods:

(Rs. in Lakh)

Quantitative Information	Unit	Concrete Sleepers		Wind Power Generation	
		2010-11 Nos.	2009-10 Nos.	2010-11 Kwh in '000	2009-10 Kwh in '000
Licensed Capacity		600,000	600,000	NA	NA
Installed Capacity		600,000	600,000	7,300	7,300
Opening Stock*	Qty	90,939	49,575	-	-
	Value	1,078.38	710.73	-	-
Production	Qty	304,360	292,812	4,428	5,257
Sales	Qty	307,093	251,448	4,428	5,257
	Value	5,391.29	4,165.65	121.78	144.58
Closing Stock*	Qty	88,206	90,939	-	-
	Value	1,088.30	1,078.38	-	-

\* Includes rejected sleepers at nil value.

According to the Company, construction activity is a service activity and therefore, in terms of para 3(ii)(c) of Part II of Schedule VI to the Companies Act, 1956, the gross income determined from construction activity has been duly disclosed vide Schedule -14.

## b) Raw materials Consumed (Pertaining to manufacture of Concrete Sleepers):

Particulars	Unit	2010-11		2009-10	
		Quantity	Rs. in lakh	Quantity	Rs. in lakh
H.T.S. Wire	MT	2,820	1,214.78	2,763	1,172.33
Special Cement	MT	16,968	908.62	16,536	784.46
Stone Aggregates	MT	51,525	376.35	44,144	232.99
Sand	Cft	463,842	22.14	452,758	16.67
SGCI Inserts	No	1,229,519	827.63	1,194,389	661.15
PE Dowels	No	176,523	17.31	70,939	6.83
PE Dowels	Set	399	0.35	-	-
MS Round	MT	36	13.22	50	15.46
<b>Total</b>			<b>3,380.40</b>		<b>2,889.89</b>

The above does not include the figures relating to construction activities and project export on turnkey basis for which no quantitative information are applicable.

## c) Value of imported and indigenous Raw Materials, Construction Materials and Stores &amp; Spares consumed:

	2010-11		2009-10	
	Percentage	(Rs. in Lakh)	Percentage	(Rs. in Lakh)
<b>i) Raw Materials</b>				
Imported	0.00	-	0.00	-
Indigenous	100.00	3,383.86	100.00	2,929.72
<b>Total</b>	<b>100.00</b>	<b>3,383.86</b>	<b>100.00</b>	<b>2,929.72</b>
<b>ii) Construction Materials</b>				
Imported	0.38	39.62	1.04	109.54
Indigenous	99.62	10,406.08	98.96	10,420.66
<b>Total</b>	<b>100.00</b>	<b>10,445.70</b>	<b>100.00</b>	<b>10,530.20</b>
<b>iii) Stores &amp; Spares</b>				
Imported	0.00	-	0.00	-
Indigenous	100.00	595.86	100.00	1,123.14
<b>Total</b>	<b>100.00</b>	<b>595.86</b>	<b>100.00</b>	<b>1,123.14</b>

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 16. Trading Goods:

Quantitative Information	2010-11		2009-10	
	Quantity (MT)	Value (Rs. in Lakh)	Quantity (MT)	Value (Rs. in Lakh)
<b>Item:</b>				
<b>Opening Stock</b>				
Steel	-	-	-	-
HTS Wire	-	-	-	-
Others	-	-	-	-
<b>Total</b>	-	-	-	-
<b>Purchases</b>				
Steel	151	56.71	2,261	795.68
HTS Wire	192	92.75	429	197.22
Batching Plant	1	38.25	-	-
Gantry Crane	2	39.37	-	-
Others	-	294.90	-	208.05
<b>Total</b>		<b>521.98</b>		<b>1,200.95</b>
<b>Sales</b>				
Steel	151	58.91	2,261	837.98
HTS Wire	192	119.74	429	289.63
Batching Plant	1	146.82	-	-
Gantry Crane	2	76.69	-	-
Others	-	515.04	-	145.18
<b>Total</b>	-	<b>917.20</b>	-	<b>1,272.79</b>
<b>Closing stock</b>				
Steel	-	-	-	-
HTS Wire	-	-	-	-
Others	-	3.27	-	-
<b>Total</b>	-	<b>3.27</b>	-	-

## 17. Construction contracts disclosure:

Information relating to Construction contracts as per Accounting Standard 7 (Revised) are given below: (Rs. in Lakh)

	2010-11	2009-10
Contract income recognized as revenue during the year	30,467.69	23,854.78
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	77,820.63	47,639.50
Advances received (unadjusted)	2,238.49	2,181.91
Retention amount	2,794.08	1,948.52
Gross amount due from customers for contract work	8,484.13	8,459.35
Gross amount due to customers for contract work	7.70	1.15

18. The Company is in the process of obtaining confirmations with respect to its debtors, creditors and advances. Adjustments, if any, arising out of such confirmations will be considered in subsequent period. However, the management does not expect any material impact on the financial statements on account of such reconciliation.

## 19. The details of Loans and Advances given by the Company in pursuance of clause 32 of the listing agreement : (Rs. in Lakh)

Particulars	Amount outstanding as at March 31, 2011	Maximum outstanding during 2010-11	Amount outstanding as at March 31, 2010	Maximum outstanding during 2009-10
<b>Loan to Joint Venture Company :</b>				
GPT – Transnamib Concrete Sleepers (Pty) Limited, Namibia	332.26	332.26	Nil	Nil
<b>Loans and Advances to Subsidiary Companies :</b>				
GPT Investments Private Limited, Mauritius	Nil	Nil	Nil	11.94

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 20. a) Gratuity and leave benefit plans (AS 15 Revised)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded. (Rs. in Lakh)

Quantitative Information	Gratuity (Funded)			
	2010-11	2009-10	2008-09	2007-08
<b>Movement in defined benefit obligation</b>				
Obligation at the beginning of the year	73.57	61.31	32.32	26.18
Current Service Cost	22.76	10.36	10.36	6.14
Interest Cost	7.79	4.91	2.58	2.09
Actuarial (gain) / loss	18.14	(1.41)	16.52	(2.09)
Benefits paid	(1.20)	(1.60)	(0.47)	-
<b>Obligation at the year end</b>	<b>121.06</b>	<b>73.57</b>	<b>61.31</b>	<b>32.32</b>
<b>Change in Plan Assets</b>				
Plan assets at period beginning, at fair value	65.90	27.59	14.64	12.52
Expected return on plan assets	5.48	7.40	1.18	1.00
Actuarial gain / (Loss)	0.09	-	(1.26)	(0.07)
Contributions	0.83	32.51	13.51	1.19
Benefits paid	(1.20)	(1.60)	(0.48)	-
<b>Plan Assets at the year end, at fair value</b>	<b>71.10</b>	<b>65.90</b>	<b>27.59</b>	<b>14.64</b>
<b>Reconciliation of present value of the obligation and the fair Value of plan assets.</b>				
Fair Value of plan assets at the end of the year	71.10	65.90	27.59	14.64
Present value of the defined benefit obligations at the end of the year	121.06	73.57	* 95.94	32.32
*Including Rs.34.63 lakh excess provided in the accounts				
<b>Liability / (Assets) recognised in the Balance Sheet</b>	<b>49.96</b>	<b>7.67</b>	<b>68.35</b>	<b>17.68</b>
<b>Cost for the Year</b>				
Current service cost	22.76	10.36	10.36	6.14
Interest cost	7.79	4.91	2.58	2.09
Expected return on plan assets	(5.48)	(7.40)	(1.18)	(1.00)
Actuarial (gain) / loss	18.05	(1.41)	(1.40)	(1.09)
<b>Net Cost recognised in the Profit and Loss account</b>	<b>43.12</b>	<b>6.46</b>	<b>10.36</b>	<b>6.14</b>
<b>Assumptions used to determine the benefit obligations :</b>				
Interest rate	8.00%	8.00%	8.00%	8.00%
Estimated rate of return on plan assets	8.00%	8.00%	8.00%	8.00%
Expected rate of increase in Salary	5.00%	5.00%	5.00%	5.00%
<b>Actual return on plan assets</b>	<b>5.56</b>	<b>7.40</b>	<b>(0.13)</b>	<b>0.93</b>
<b>The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:</b>				
Funded with insurer	100%	100%	100%	100%

The amount for current and previous years are as follows :-

(Rs. in Lakh)

	2010-11	2009-10	2008-09	2007-08
Defined value of obligations at the end of the period	121.06	73.57	* 95.94	32.32
*Including Rs.34.63 lakh excess provided in the accounts				
Plan Assets at the end of the period	71.10	65.90	27.59	14.64
Surplus / (Deficit)	(49.96)	(7.67)	(68.35)	(17.68)
Experience (Gain) / Loss on Plan Liabilities	18.14	Not Available*	Not Available*	Not Available*
Experience Gain / (Loss) on Plan Assets	0.08	Not Available*	Not Available*	Not Available*

\* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available hence not disclosed.

The Company expects to contribute Rs. 24.00 Lakh in the year 2011 – 12.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

b) The Company has a defined benefit plan for leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement. The scheme is unfunded.

The following tables summarizes the components of net benefit expenses recognized in the profit & loss account and amounts recognized in the balance sheet for the respective plans. (Rs. in Lakh)

	Leave Encashment (Unfunded)			
	2010-11	2009-10	2008-09	2007-08
<b>Movement in defined benefit obligation</b>				
Obligation at the beginning of the year	54.76	37.99	25.24	19.51
Current Service Cost	24.54	19.87	16.41	8.89
Interest Cost	4.38	3.04	1.89	1.66
Actuarial (gain) / loss	5.80	(6.14)	(5.55)	(4.82)
Benefits paid	-	-	-	-
<b>Obligation at the year end</b>	<b>89.48</b>	<b>54.76</b>	<b>37.99</b>	<b>25.24</b>
<b>Change in Plan Assets</b>				
Plan assets at period beginning, at fair value	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Expected return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Actuarial gain / (Loss)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Contributions	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Benefits paid	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Plan Assets at the year end, at fair value</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>
<b>Reconciliation of present value of the obligation and the fair Value of plan assets.</b>				
Fair Value of plan assets at the end of the year	-	-	-	-
Present value of the defined benefit obligations at the end of the year	89.48	54.76	37.99	25.24
<b>Liability / (Assets) recognised in the Balance Sheet</b>	<b>89.48</b>	<b>54.76</b>	<b>37.99</b>	<b>25.24</b>
<b>Cost for the Year</b>				
Current service cost	24.54	19.87	16.41	8.89
Interest cost	4.38	3.04	1.89	1.66
Expected return on plan assets	-	-	-	-
Actuarial (gain) / loss	5.80	(6.14)	(5.55)	(4.82)
<b>Net Cost recognised in the Profit and Loss account</b>	<b>34.72</b>	<b>16.77</b>	<b>12.75</b>	<b>5.73</b>
<b>Assumptions used to determine the benefit obligations :</b>				
Interest rate	8.00%	8.00%	8.00%	8.50%
Estimated rate of return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Expected rate of increase in Salary	5.00%	5.00%	5.00%	6.00%
Actual return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable

The amount for current and previous years are as follows :-

(Rs. in Lakh)

	2010-11	2009-10	2008-09	2007-08
Defined value of obligations at the end of the period	89.48	54.76	37.99	25.24
Plan Assets at the end of the period	Not Available	Not Available	Not Available	Not Available
Surplus / (Deficit)	(89.48)	(54.76)	(37.99)	(25.24)
Experience (Gain) / Loss on Plan Liabilities	(10.03)	Not Available*	Not Available*	Not Available*
Experience Gain / (Loss) on Plan Assets	Not Available	Not Available	Not Available	Not Available

\* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available hence not disclosed.

## Schedules forming part of the Balance Sheet and Profit and Loss Account

as at and for the year ended 31st March 2011

### Schedule - 24 NOTES ON ACCOUNTS (Contd...)

#### c) Amount incurred as expense for defined contribution plans (Rs. in Lakh)

Particulars	2010-11	2009-10
Contribution to Provident Fund	57.96	35.97

#### Notes:

- The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Since the Company has adopted AS-15 (revised) on employees benefits with effect from April 1, 2007, the disclosures as mentioned in (a) above are given from the year 2007-08 onwards.
- The leave liabilities are non - funded. Accordingly, information regarding planned assets are not applicable.

21. Based on the information/documents available with the Company, no creditor is covered under The Micro, Small and Medium Enterprises Development Act, 2006. As a result, no interest provision/payments has been made by the Company towards such creditors, and no disclosures thereof are made in this accounts. .

22. The Company has operating leases for office premises that are renewable on a periodic basis and are cancelable by giving a notice period ranging from one month to three months. The amount of rent expenses included in Profit and Loss Account towards operating Leases aggregate to Rs 51.80 Lakh (Rs. 50.11 Lakh).

#### 23. Details of Prior Period Items (Net) (Rs. in Lakh)

Particulars	2010-11	2009-10
<b>Income</b>		
Accrued Interest for previous Year	2.08	-
Rates & Taxes	2.00	-
Gratuity Liability Written Back	-	34.64
Share of Profit in Joint Venture	-	2.16
Miscellaneous	1.75	-
<b>Total (a)</b>	<b>5.83</b>	<b>36.80</b>
<b>Expenses</b>		
Selling Commission	5.24	2.49
Bank Charges	3.78	-
Bonus	2.88	-
Rates & taxes	5.91	-
Miscellaneous	0.04	-
Machinery Hire Charges	-	12.30
<b>Total (b)</b>	<b>17.85</b>	<b>14.79</b>
<b>Net Income / (Expenses)</b>	<b>(12.02)</b>	<b>22.01</b>

24. The amount of remuneration paid in excess of limit approved by central government under section 314 of the Companies Act, 1956 to two relatives of the directors who are in employment with the Company has been recovered during the year.

25. Previous year's figures including those given in brackets have been regrouped / re-arranged wherever considered necessary.

As per our report of even date

For S.R. Batliboi & Associates

Firm registration no. 101049W

Chartered Accountants

per Vikas Mehra

Partner

Membership No. 94421

Place : Gurgaon

Dated : 21st May 2011

H. S. Sinha

Director

V. N. Purohit

Director

R. Mishra

Company Secretary

D. P. Tantia

Chairman

S. G. Tantia

Managing Director

Atul Tantia

Executive Director

## Cash Flow Statement For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax	2,178.62	2,446.50
Adjustment for :		
Depreciation	593.29	485.37
Profit on Sale of Long Term Trade Investments	-	(7.70)
Loss on Sale / Discard of Fixed Assets	31.46	13.56
Interest on deposits from Banks/ loans, advances etc. (Gross)	(109.96)	(91.26)
Bad Debts / Investments written off	-	27.34
Provision for Doubtful Debts	19.11	-
Liability / Provisions no longer required written back	(7.34)	(56.61)
Loss on Exchange Fluctuation (Net) - Unrealised	43.50	153.46
Preliminary Expenses written off	-	0.43
Interest Expenses	1,416.52	1,986.58
<b>Operating Profit before working capital charges</b>	<b>4,165.20</b>	<b>4,213.75</b>
(Increase) / Decrease in Loans & Advances	(853.16)	(333.91)
(Increase) / Decrease in Other Current Assets	(412.75)	(5,358.09)
(Increase) / Decrease in Sundry Debtors	(2,760.47)	(2,681.89)
(Increase) / Decrease in Inventories	(331.80)	1,274.56
Increase / (Decrease) in Current Liabilities & provisions	432.92	2,119.23
<b>Cash Generated from operations</b>	<b>239.94</b>	<b>(766.35)</b>
Direct Taxes paid	(1,357.77)	(294.55)
<b>Net Cash from Operating Activities (A)</b>	<b>(1,117.83)</b>	<b>(1,060.90)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Refund / (Payment) of Loan to		
GPT Employees Welfare Trust (Interest free)	0.10	(0.10)
Loan to Body Corporates	(445.59)	-
Purchase of fixed assets (including capital work in progress)	(1,212.57)	(1,616.67)
Sale of Fixed Assets/CWIP	56.19	72.46
(Purchase) / Sale of Investments	(1,597.38)	203.59
Interest received	99.96	95.05
Investment in Bank Fixed Deposits (Net)	(76.40)	(635.11)
<b>Net Cash used in Investing Activities (B)</b>	<b>(3,175.69)</b>	<b>(1,880.78)</b>

## Cash Flow Statement (Contd...)

(Rs. in Lakh)

	2010-11	2009-10
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Long Term Borrowings received	3,037.37	2,190.22
Long Term Borrowings repaid	(2,665.68)	(334.77)
Short Term Borrowings received / (repaid) (Net)	1,092.43	(2,178.33)
Cash Credit and Working Capital received (Net)	1,203.26	2,373.30
Proceeds against Preferential Convertible Warrants	2,605.00	411.25
Proceeds from issue of Compulsorily Convertible Preference Shares	320.00	2,510.20
Share issue Expenses	-	(87.92)
Dividend paid	(254.20)	(125.00)
Interest Paid	(1,414.02)	(1,215.57)
Tax on Dividend	(42.22)	(21.24)
<b>Net Cash from Financing Activities (C)</b>	<b>3,881.94</b>	<b>3,522.14</b>
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(411.58)	580.46
Cash and Cash Equivalents - Opening Balance	762.75	182.29
<b>Cash and Cash Equivalents - Closing Balance</b>	<b>351.17</b>	<b>762.75</b>
<b>Notes:</b>		
<b>Cash &amp; Cash Equivalents *:</b>		
Cash on hand	34.35	46.21
<b>Balance with Scheduled Banks:</b>		
In Current Account	314.24	716.36
<b>Balance with Non Scheduled Banks</b>		
- In Current Accounts	2.58	0.18
<b>Cash and Cash Equivalents as at the Close of the year</b>	<b>351.17</b>	<b>762.75</b>
*Excluding restricted Cash in form of Fixed Deposits Pledged as security / margin with sales tax authority, banks and Clients.	1,621.50	1,545.10

As per our report of even date

For S.R. Batliboi & Associates  
Firm registration no. 101049W  
Chartered Accountants

per Vikas Mehra  
Partner  
Membership No. 94421  
Place : Gurgaon  
Dated : 21st May 2011

H. S. Sinha  
Director

V. N. Purohit  
Director

R. Mishra  
Company Secretary

D. P. Tantia  
Chairman

S. G. Tantia  
Managing Director

Atul Tantia  
Executive Director

## Balance Sheet Abstract

Information Pursuant to part IV of Schedule VI of the Companies Act, 1956

## I. Registration Details

Registration No.	L 2 0 1 0 3 W B 1 9 8 0 P L C 0 3 2 8 7 2
State Code	2 1
Balance Sheet Date	3 1 0 3 2 0 1 1
	Date Month Year

## II. Capital Raised during the year (Amount in Rs. Thousands)

Public Issue	N I L	Rights Issue	N I L
Bonus Issue	N I L	Private Placement	2 9 2 5 0 0

## III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Thousands)

Total Liabilities	2 4 7 8 7 5 5	Total Assets	2 4 7 8 7 5 5
<b>Sources of Funds</b>		Reserves & Surplus	9 7 8 6 5 4
Paid-up Capital	1 6 3 6 8 0	Unsecured Loans	N I L
Secured Loans	1 2 6 9 6 6 2	P. C. Warrants	2 9 6 2 5
Deferred tax Liability	3 7 1 3 4		
<b>Application of Funds</b>		Investments	2 8 1 1 9 5
Net Fixed Assets	5 9 2 2 3 9	Misc. Expenditure	N I L
Net Current Assets	1 6 0 5 3 2 1		
Accumulated Losses	N I L		

## IV. Performance of Company (Amount in Rs. Thousands)

Turnover (Gross Revenue)	3 7 3 1 0 1 9	Total Expenditure	3 5 1 3 1 5 7
Profit before Tax	2 1 7 8 6 2	Profit after Tax	1 5 8 1 9 7
Earnings Per Share in Rs.	1 5 . 2 7	Dividend rate %	1 2 . 5 0

## V. Generic Names of Three Principal Products / Services of Company

Product Description	Item Code No. (ITC Code)
Concrete Sleepers	6 8 1 0 0 0 0
Civil & Core Infrastructure	NOT APPLICABLE
Electrical Energy	2 7 1 6 0 0 0

## Section 212

The Company has opted for exemption under section 212 (8) of the Companies Act 1956 and accordingly the information relating to subsidiaries in terms of circular no 2/2011 of Ministry of Corporate Affairs are as follows:

(Rs. in Lakh)

Particulars	GPT Concrete Products South Africa (Pty.) Limited	GPT Investments Private Limited	Superfine Vanijya Private Limited	Jogbani Highway Private Limited
Capital	3.32	948.81	48.59	450.00
Reserves	280.26	532.46	209.82	-
Total Assets	4,961.75	1,491.26	282.05	451.84
Total Liabilities	4,961.75	1,491.26	282.05	451.84
Details of Investments	-	-	-	-
Turnover	2,587.52	-	0.52	-
Profit before Taxation	127.03	246.50	7.11	-
Provision for Taxation	(41.24)	3.56	2.55	-
Profit after Taxation	168.27	242.94	4.56	-
Proposed Dividend	-	-	-	-
Currency of the Subsidiary	ZAR	USD	INR	INR
Exchange Rate as at 31st March 2011	6.6452	44.65	-	-
Exchange rate (average) for the financial year 2010-11	6.3700	45.5760	-	-

## Auditors' Report on the Consolidated Financial Statements

The Board of Directors

GPT Infraprojects Limited

- We have audited the attached consolidated balance sheet of GPT Infraprojects Limited (the Company), and its subsidiaries and joint ventures (the 'Group'), as at 31st March 2011, and also the consolidated profit and loss account and the consolidated cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. 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 the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- We did not audit the financial statements of the subsidiaries, whose financial statements reflect total assets of Rs.6,382.74 lakh as at 31st March 2011, total revenue of Rs. 2,588.04 lakh and net cash flows amounting to Rs. 225.66 lakh for the year then ended. We also did not audit the financial statements of the joint ventures, whose financial statements reflect the Company's share of Rs. 5,435.54 lakh in total assets as at 31st March 2011, proportionate share of revenue of Rs. 5,822.57 lakh and net cash flows amounting to Rs. 79.80 lakh for the year then ended. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included in respect of these subsidiaries and joint venture, is based solely on the report of the other auditors.
- We did not audit the financial statements of a foreign project site of the Company, whose financial statements reflect total assets of Rs. 539.32 lakh as at 31st March 2011, total revenue

of Rs. 114.39 lakh and net cash flows amounting to Rs. 0.55 lakh for the year then ended. These financial statements have been audited by other auditors, whose report has been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of the said foreign project site, is based solely on the report of the other auditor.

- We report that the consolidated financial statements have been prepared by the Company's management in accordance with the requirements of Accounting Standards (AS) 21, Consolidated financial statements and Accounting Standard (AS) 27, Financial Reporting of Interests in Joint Ventures notified pursuant to the Companies (Accounting Standards) Rules, 2006, (as amended).
- Based on our audit and on consideration of the reports of other auditors on separate financial statements and on the other financial information of the components, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
  - in the case of consolidated balance sheet, of the consolidated state of affairs of the Group as at 31st March 2011;
  - in the case of consolidated profit and loss account, of the consolidated profit of the Group for the year ended on that date; and
  - in the case of consolidated cash flow statement, of the consolidated cash flows of the Group for the year ended on that date.

For S.R. Batliboi & Associates  
Firm registration no. 101049W  
Chartered Accountants

per Vikas Mehra

Partner

Place: Gurgaon

Dated : 21st May, 2011

Membership No. 94421

## Consolidated Balance Sheet As at 31st March 2011

(Rs. in Lakh)

Particulars	Schedule No.	As at 31.03.2011	As at 31.03.2010
<b>SOURCES OF FUNDS</b>			
<b>Shareholders' Funds</b>			
a) Share Capital	1	1,636.80	3,510.20
b) Convertible Warrants (Refer note no 4(a) on Schedule 23)		296.25	411.25
c) Reserves and Surplus	2	9,809.67	3,393.82
<b>Minority Interest</b>		11,742.72	7,315.27
		120.00	-
<b>Loan Funds</b>			
a) Secured Loans	3	14,996.45	10,044.06
b) Unsecured Loans	4	583.24	2,341.17
<b>Deferred Tax Liabilities (Net)</b>		443.40	510.40
<b>Total</b>		<b>27,885.81</b>	<b>20,210.90</b>
<b>APPLICATION OF FUNDS</b>			
<b>Fixed Assets</b>			
a) Gross Block	5	12,241.55	10,669.35
b) Less: Accumulated depreciation		3,225.55	2,155.90
c) Net Block		9,016.00	8,513.45
d) Capital Work in progress including Capital advances (Includes proportionate share in Joint Venture Rs. 803.44 Lakh (Rs. Nil))		1,338.28	29.98
e) Pre operative Expenses		100.00	
<b>Deferred Tax Assets (Net)</b> (Includes Proportionate share in Joint Venture Rs. 17.50 Lakh (Rs. Nil))		17.50	
<b>Current Assets, Loans and Advances</b>			
a) Inventories	6	6,106.23	5,382.11
b) Sundry Debtors	7	9,850.45	6,338.80
c) Cash and Bank Balances	8	2,632.92	2,604.18
d) Other Current Assets	9	6,499.94	6,054.20
e) Loans and Advances	10	3,770.74	1,802.93
		28,860.28	22,182.22
<b>Less : Current Liabilities and Provisions</b>			
a) Current Liabilities	11	11,109.00	9,599.01
b) Provisions	12	341.38	917.17
		11,450.38	10,516.18
<b>Net Current Assets</b>		17,409.90	11,666.04
<b>Miscellaneous Expenditure</b> (to the extent not written off or adjusted)			
Preliminary Expenses (Includes Proportionate share in Joint Ventures Rs. 0.43 Lakh (Rs. 1.43 Lakh))		4.13	1.43
<b>Total</b>		<b>27,885.81</b>	<b>20,210.90</b>
Significant Accounting Policies	22		
Notes on Accounts	23		

Schedules 1 to 12, 22 and 23 referred to above form an integral part of the Balance Sheet

As per our report of even date

For S.R. Batliboi &amp; Associates

Firm registration no. 101049W

Chartered Accountants

per Vikas Mehra

Partner

Membership No. 94421

Place : Gurgaon

Dated : 21st May 2011

For and on behalf of Board of Directors

H. S. Sinha

Director

V. N. Purohit

Director

R. Mishra

Company Secretary

D. P. Tania

Chairman

S. G. Tania

Managing Director

Atul Tania

Executive Director

## Consolidated Profit and Loss Account For the year ended 31st March 2011

(Rs. in Lakh)

Particulars	Schedule No.	2010-11	2009-10
<b>INCOME</b>			
Sales and Services	13	43,665.35	34,873.81
Less : Excise Duty		345.59	273.70
		43,319.76	34,600.11
Other Income	14	652.13	757.48
		<b>43,971.89</b>	<b>35,357.59</b>
<b>EXPENDITURES</b>			
Raw Materials and Construction Materials Consumed	15	15,831.16	15,031.89
Purchase of Trading Goods		487.93	1,200.95
Decrease / (Increase) in Stock	16	(175.30)	1,045.58
Increase in Excise Duty on Finished Goods Stock		0.93	46.60
Operational Expenses	17	18,225.88	9,302.19
Personnel Expenses	18	1,965.11	1,989.75
Administrative and Other Expenses	19	1,099.59	853.94
Selling and Distribution Expenses	20	584.70	244.66
Interest and Finance Expenses	21	2,057.85	1,640.50
Depreciation		1,197.45	1,004.39
		<b>41,275.30</b>	<b>32,360.45</b>
Profit before Prior Period Items and Tax		2,696.59	2,997.14
Less / (Add). Prior Period Items (Net) (Includes proportionate share in Joint Venture Rs. 0.30 Lakh (Rs. (-) 7.17 Lakh))		12.32	(33.16)
Profit after Prior Period Items but before Tax		2,684.27	3,030.30
Provision for Taxation			
- Current Tax (Including Rs. 0.05 Lakh (Rs. 60.00 Lakh) for earlier years) (Includes Proportionate share in Joint Venture Rs. 176.54 Lakh (Rs. 85.70 Lakh))		812.66	930.58
- Wealth Tax		1.50	1.00
- Deferred Tax (Includes Proportionate share in Joint Venture Rs. 17.50 Lakh (Rs. Nil))		(84.50)	140.43
- Fringe Benefit Tax of earlier years		-	4.06
Profit after Tax but before Minority Interest		1,954.61	1,954.23
Less : Minority Interest		95.71	64.04
Profit after Tax		1,858.90	1,890.19
Balance brought forward from previous year		2,813.97	1,395.20
<b>Amount available for appropriation</b>		<b>4,672.87</b>	<b>3,285.39</b>
<b>APPROPRIATIONS</b>			
Transfer to General Reserve		60.00	175.00
Interim Dividend		-	177.70
Proposed Dividend		172.10	76.50
Tax on Dividend		27.92	42.22
Balance carried to Balance Sheet		4,412.85	2,813.97
		<b>4,672.87</b>	<b>3,285.39</b>
<b>Earning per share (Rs.) (Refer Note no 6 on Schedule 23)</b>			
Basic		17.95	18.32
Diluted		17.37	14.58
(Face value of Rs. 10/- per share)			
Significant Accounting Policies	22		
Notes on Accounts	23		

Schedules 13 to 23 referred to above form an integral part of the Profit and Loss Account

As per our report of even date

For S.R. Batliboi &amp; Associates

Firm registration no. 101049W

Chartered Accountants

per Vikas Mehra

Partner

Membership No. 94421

Place : Gurgaon

Dated : 21st May 2011

For and on behalf of Board of Directors

H. S. Sinha

Director

V. N. Purohit

Director

R. Mishra

Company Secretary

D. P. Tania

Chairman

S. G. Tania

Managing Director

Atul Tania

Executive Director

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 1 SHARE CAPITAL</b>		
<b>Authorised :</b>		
21,698,000 (14,898,000) Equity Shares of Rs 10/-each	2,169.80	1,489.80
1,793,000 Compulsorily Convertible Preference Shares of Rs. 140/- each	2,510.20	2,510.20
200,000 (Nil) Compulsorily Convertible Preference Shares of Rs. 160/- each	320.00	-
	5,000.00	4,000.00
<b>Issued, Subscribed &amp; Paid Up :</b>		
13,768,000 (10,200,000) Equity Shares of Rs 10/-each	1,376.80	1,020.00
Less. Amount recoverable from GPT Employees	20.00	20.00
Welfare Trust towards 200,000 shares allotted to the trust (Refer Note No 3 of Schedule 23)	1,356.80	1,000.00
of the above		
922,284 Fully paid Equity Shares were allotted for consideration other than cash		
5,861,420 Fully paid Equity Shares were allotted as Bonus Shares by capitalisation of General Reserve		
200,000 (1,793,000) 2 - 6 % Compulsorily Convertible Preference Shares of Rs. 140/- each fully paid up, convertible into 200,000 (1,793,000) equity shares of Rs. 10/- each at a premium of Rs. 130/- per equity shares within 18 months i.e. by 05.07.2011 (Refer Note no 4(b) on Schedule 23)	280.00	2,510.20
	1,636.80	3,510.20

**Schedule - 2 RESERVES AND SURPLUS**

<b>Capital Reserves</b>				
State Capital Subsidies	16.93		16.93	
Share Forfeiture Account	0.11		0.11	
Arising on Consolidation	109.86	126.90	-	17.04
<b>Securities Premium Account : *</b>				
As per last Account	517.00		604.92	
Add. Received during the year	4,913.40		-	
Add. Received on Equity Shares allotted to GPT Employees Welfare Trust	4.00		-	
	5,434.40		604.92	
Less. Share issue expenses	-	5,434.40	87.92	517.00
<b>General Reserves :</b>				
As per last Account	467.57		292.57	
Add : Transfer from Profit and Loss Account	60.00	527.57	175.00	467.57
<b>Foreign Exchange Translation Reserve</b>				
As per last Account	(421.76)		-	
Add. Arisen during the year	(270.29)	** (692.05)	(421.76)	(421.76)
<b>Profit &amp; Loss Account balance</b>		4,412.85		2,813.97
		9,809.67		3,393.82

\* Net of Rs. 176.00 Lakh (Rs. 180.00 Lakh) recoverable on equity shares allotted to GPT Employees Welfare Trust.

\*\* Net of Minority Interest of Rs. 142.81 Lakh (Rs. 47.10 Lakh).

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 3 SECURED LOANS</b>		
<b>External Commercial Borrowings</b>	223.25	-
- From Banks (Secured by first charge of equipments purchased against such loans and Personal Guarantees of one Director)		
<b>Foreign Currency Loans</b>	2,233.39	-
- From Banks (Rs. 594.75 Lakh (Rs. Nil) Secured by First charge on current assets and pari passu charge on movable fixed assets of the Infrastructure division and Personal Guarantees of three Directors and one relative) (Rs. 1,638.64 Lakh (Rs. Nil) Secured by First charge on current assets and pari passu charge on movable fixed assets of the Company and Personal Guarantees of three Directors and two relatives)		
<b>Term Loans</b>	208.00	348.00
From Indian Renewable Energy Development Agency Ltd. (Secured by way of first/sole charge on immovable & movable assets and receivables of Wind Power Unit of the Company and Personal Guarantees of three Directors)		
From Scheduled Banks (Rs. 72.97 Lakh (Rs. 129.89 Lakh) secured by first charge on all present and future goods, movable property including Plant and Machinery and other Fixed Assets, Book Debts, Stock of Raw Materials, Stores, Process / Finished Stocks and all Current Assets of the Company's Concrete Sleeper Division at Panagarh and Personal Guarantees of three Directors and two relatives) (Rs. 495.00 Lakh (Rs. Nil) secured by first charge on all stock of Raw Material, WIP, Finished Goods, Book Debts and other current assets including movable fixed assets (except those financed out of term loans / lease finance) of Infrastructure division of the company and Personal Guarantees of three Directors and one relative) (Rs. 1,500.00 Lakh (Rs. Nil) secured by first charge on all stock of Raw Material, WIP, Finished Goods, Book Debts and other current assets including movable fixed assets (except those financed out of term loans / lease finance) of the Company and Personal Guarantees of three Directors and two relatives) (Rs. 1,384.14 Lakh (Rs. 1,990.72 Lakh) secured by first charge on all present and future fixed assets of GPT Concrete Products South Africa (Pty.) Ltd. a subsidiary, pari passu charge over receivables, pledge of entire shareholding of GPT Infraprojects Limited in the GPT Concrete Products South Africa (Pty.) Ltd. and Personal Guarantees of three Directors and one relative)	3,452.11	2,120.61
<b>Equipment Finance Loans</b>	465.41	726.27
- From Banks		
- From others (Secured by first charge of equipments purchased against such loans and Personal Guarantees of two Directors and one relative)	64.34	267.81
<b>Note :</b> of the above loans, Rs. 5,405.37 Lakh (Rs.1,345.85 Lakh) is falling due for payment within one year		

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 3 SECURED LOANS (Contd...)</b>		
<b>Working Capital Facilities</b>		
- From Schedule Banks on Cash Credit Account (Rs. 1,516.08 Lakh (Rs. 1,190.48 Lakh) secured by first charge on all present and future goods, movable property including Plant and Machinery and other Fixed Assets, Book Debts, Stock of Raw Materials, Stores, Process / Finished Stocks and all Current Assets of the Company's Concrete Sleeper Division at Panagarh and Personal Guarantee of three Directors and two relatives) (Rs 4,220.01 Lakh (Rs 5,040.52 Lakh) secured by pari passu first charge on all present and future goods, movable property including Plant & Machinery and other Fixed Assets, Book Debts, Stock of Raw Material, Stores, Process / Finished Stocks, Work in Progress and all current assets of the Infrastructure Division of the Company (except those financed out of term loans / lease finance) and Personal Guarantees of three Directors and two relatives) (Rs 1698.17 Lakh (Rs Nil) secured by first charge on entire stock, book debts, bills, outstanding monies, receivables and all other current assets both present and future and pari passu charge on all movable fixed assets (except those financed out of term loans / lease finance) of the company and personal guarantees of three directors and two relatives) (Rs. 848.88 Lakh (Rs. 298.83 Lakh) secured by first charge on Inventory and Receivable, second charge on fixed assets of GPT Concrete Products South Africa (Pty.) Ltd. a subsidiary, and Personal Guarantees of three Directors and one relative)	8,283.14	6,529.83
Add: Proportionate Share in Joint Ventures (Secured by first charge of equipments purchased against such loans) * Includes Rs. 41.67 Lakh (Rs. 25.73 Lakh) falling due for payment within one year	14,929.64 * 66.81	9,992.52 51.54
	<b>14,996.45</b>	<b>10,044.06</b>

**Schedule - 4 UNSECURED LOANS**

<b>Short Term Loans</b>		
i) From Banks	-	1,927.60
ii) From Bodies Corporates	-	407.57
	-	2,335.17
Add: Proportionate Share in Joint Ventures (Long Term)	583.24	6.00
	<b>583.24</b>	<b>2,341.17</b>

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

Schedule - 5 FIXED ASSETS		GROSS BLOCK				DEPRECIATION			NET BLOCK		
Sl. No.	Particulars	As at 31.03.2010	Additions	Sales/ Adjustments	As at 31.03.2011	As at 31.03.2010	For the year	Less: On Sale / Adjustments	As at 31.03.2011	As at 31.03.2011	As at 31.03.2010
1	Freehold Land	131.75	62.34	-	194.09 (a)	-	-	-	-	194.09	131.75
2	Building	1,042.88	43.83	42.54	1,044.17	173.28	105.77	26.81	252.24	791.93	869.60
3	Plant, Machinery and Equipments	8,083.37	777.49	143.27	8,717.59 (b)	1,668.26	774.13	80.15	2,362.24	6,355.35	6,415.11
4	Furniture & Fixture	25.32	0.05	4.86	20.51	6.48	1.88	3.05	5.31	15.20	18.84
5	Computer and Office Equipments	107.16	17.52	10.66	114.02	37.09	16.01	7.72	45.38	68.64	70.07
6	Vehicles & Trolleys	386.24	89.47	31.17	444.54	96.02	58.54	10.60	143.96	300.58	290.22
7	Steel Shutterings	460.96	450.75	-	911.71	92.19	140.34	-	232.53	679.18	368.77
		<b>10,237.68</b>	<b>1,441.45 (c)</b>	<b>232.50</b>	<b>11,446.63</b>	<b>2,073.32</b>	<b>1,096.67 (d)</b>	<b>128.33</b>	<b>3,041.66</b>	<b>8,404.97</b>	<b>8,164.36</b>
	Add : Proportionate Share in Joint Ventures	431.67	381.67	18.42	794.92	82.58	101.31	-	183.89	611.03	349.09
	<b>Total</b>	<b>10,669.35</b>	<b>1,823.12</b>	<b>250.92</b>	<b>12,241.55</b>	<b>2,155.90</b>	<b>1,197.98</b>	<b>128.33</b>	<b>3,225.55</b>	<b>9,016.00</b>	<b>8,513.45</b>
	Previous Year's Total	8,783.47	1,913.77	27.89	10,669.35	1,161.13	1,004.39	9.62	2,155.90	8,513.45	

- a) Includes Rs. 101.60 Lakh (Rs. 101.60 Lakh) registered in the name of GPT Metal Industries Limited, which has merged with the company in an earlier year.
- b) Includes Rs. 285.62 Lakh (Rs. 285.62 Lakh) installed on Land, Building and Shed rented from a related party.
- c) Includes Rs. 72.88 Lakh (Rs. Nil) towards opening gross block of a subsidiary acquired during the year.
- d) Includes Rs. 0.53 Lakh (Rs. Nil) towards opening accumulated depreciation of a subsidiary acquired during the year

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 6 INVENTORIES</b>		
(Refer Note no 9 on Schedule 22)		
Raw Materials	427.33	414.77
Construction Materials	1,966.52	1,641.91
Stores and Spares	425.51	332.75
Trading Goods	3.27	-
Work in Progress	1,130.26	1,318.56
Finished Goods	1,926.32	1,570.26
	<b>5,879.21</b>	<b>5,278.25</b>
Add: Proportionate Share in Joint Ventures	227.02	103.86
	<b>6,106.23</b>	<b>5,382.11</b>

**Schedule - 7 SUNDRY DEBTORS (Unsecured)**

Debts outstanding for a period exceeding six months		
Considered Good	2,477.50	1,649.76
Considered Doubtful	19.11	-
	<b>2,496.61</b>	<b>1,649.76</b>
Less: Provision for doubtful debts	19.11	-
	<b>2,477.50</b>	<b>1,649.76</b>
Others Debts (considered good)	6,147.51	4,030.05
	<b>8,625.01</b>	<b>5,679.81</b>
Add: Proportionate Share in Joint Ventures	1,225.44	658.99
	<b>* 9,850.45</b>	<b>6,338.80</b>

\* Includes the followings :-

- a) Retention Money Rs. 2,660.48 Lakh (Rs. 1,733.31 Lakh)
- b) Accrued Price Variations yet to be billed Rs. 2,200.21 Lakh (Rs. 1,717.45 Lakh)

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 8 CASH AND BANK BALANCES</b>		
Cash in hand (including cheques / drafts in hand of Rs. 0.05 Lakh (Rs. 15.45 Lakh))	36.15	46.37
Balance with Scheduled Banks		
- In Current Accounts	527.65	721.13
- In Fixed Deposit Account (Receipts pledged as security / margin with sales tax authority, banks and clients)	1,621.57	1,614.90
Balance with Non Schedule Banks		
- In Current Accounts with BCI Fomento, Mozambique (Maximum balance outstanding at any time during the year Rs. 54.26 Lakh (Rs. 158.08 Lakh)) with Ned Bank, South Africa (Maximum balance outstanding at any time during the year Rs. 194.92 Lakh (Rs. 279.94 Lakh)) with HSBC Offshore Banking, Mauritius (Maximum balance outstanding at any time during the year Rs. 19.47 Lakh (Rs. 23.10 Lakh))	2.58	0.18
	4.74	3.95
	18.67	0.19
	2,211.36	2,386.72
Add: Proportionate Share in Joint Ventures (Includes cheque / drafts in hand of Rs. 220.45 Lakh (Rs. 64.05 Lakh))	421.56	217.46
	<b>2,632.92</b>	<b>2,604.18</b>
<b>Schedule - 9 OTHER CURRENT ASSETS</b>		
Unbilled revenue on construction contracts	5,770.85	5,358.10
Interest Accrued on Fixed Deposits	25.41	15.41
	5,796.26	5,373.51
Add: Proportionate Share in Joint Ventures	703.68	680.69
	<b>6,499.94</b>	<b>6,054.20</b>
<b>Schedule - 10 LOANS AND ADVANCES (Unsecured, considered good)</b>		
Loan to GPT Employees Welfare Trust (Interest Free)	-	0.10
Loan to Bodies Corporates	330.01	-
Advances recoverable in Cash or in Kind or for value to be received (Includes Mobilisation advance given to contractors Rs. 480.63 Lakh (Rs. Nil))	1,073.52	563.81
Export Incentives / Refund Receivable	87.37	88.21
Security Money / Earnest Money Deposit	497.27	374.79
Sales Tax / VAT recoverable	403.51	267.71
Advance Income Tax (Net of Provision Rs. 1,724.30 Lakh (Rs. Nil))	137.43	-
Balance with Customs, Central Excise etc.	16.21	-
	2,545.32	1,294.62
Add: Proportionate Share in Joint Ventures (Includes Mobilisation advance given to contractors Rs. 130.00 Lakh (Rs. Nil) and Advance Income Tax of Rs. 40.59 Lakh (Rs. Nil), net of provision for tax Rs. 319.65 Lakh (Rs. Nil))	1,225.42	508.31
	<b>3,770.74</b>	<b>1,802.93</b>

## Schedules forming part of the Consolidated Balance Sheet

As at 31st March 2011

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
<b>Schedule - 11 CURRENT LIABILITIES</b>		
Acceptances	275.09	187.56
Sundry Creditors for goods, services, expenses etc.		
- dues to Micro and Small Enterprises (Refer Note No 12 on Schedule 23)	-	-
- Dues to other Creditors (Includes Rs. 28.35 Lakh (Rs. 28.46 Lakh) due to Directors)	5,798.33	5,086.80
Advance from Customers (partly bearing interest) (Includes Mobilisation advance of Rs. 980.95 Lakh (Rs. 1,166.39 Lakh))	1,940.21	2,286.95
Interest Accrued but not due on Loans	28.17	30.05
Other Liabilities	178.35	85.29
Temporary Book Overdraft with Banks	0.02	188.13
	8,220.17	7,864.78
Add: Proportionate Share in Joint Ventures (Includes mobilisation advance of Rs. 1,666.97 Lakh (Rs. 1,179.96 Lakh))	2,888.83	1,734.23
	<b>11,109.00</b>	<b>9,599.01</b>
<b>Schedule - 12 PROVISIONS</b>		
Income Tax (Net of Advance Tax of Rs. Nil (Rs. 505.50 Lakh))	-	587.62
Fringe Benefit Tax (Net of Advance Tax of Rs. 19.54 Lakh (Rs. 19.54 lakh))	0.27	0.27
Wealth Tax (Net of Advance Tax of Rs. 0.85 Lakh (Rs. Nil))	1.65	1.00
Gratuity	49.96	7.67
Leave Liability	89.48	54.76
Interim Dividend	-	177.70
Proposed Dividend	172.10	76.50
Tax on Dividend	27.92	42.22
	341.38	947.74
Add: Proportionate Share in Joint Ventures	-	(30.57)
	<b>341.38</b>	<b>917.17</b>

## Schedules forming part of the Consolidated Profit and Loss Account

For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 13 SALES AND SERVICE</b>		
<b>Domestic</b>		
- Finished Goods	3,604.22	3,354.67
- Traded Goods	86.67	924.00
- Contract Revenue	28,810.33	21,771.95
- Windpower	121.78	144.58
<b>Export (Including foreign operations)</b>		
- Finished Goods	4,375.25	2,778.50
- Traded Goods	730.14	348.79
- Contract Revenue	114.39	1,277.54
	37,842.78	30,600.03
Add: Proportionate Share in Joint Ventures	5,822.57	4,273.78
	<b>43,665.35</b>	<b>34,873.81</b>

## Schedules forming part of the Consolidated Profit and Loss Account

For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 14 OTHER INCOME</b>		
Interest Received		
- Bank Deposits (Gross, TDS Rs. 11.90 Lakh (Rs. 9.57 Lakh))	106.13	94.58
- Others (Gross, TDS Rs. 0.40 Lakh (Rs. Nil))	7.36	0.10
Profit on sale of long term trade Investments	-	7.70
Gain on Exchange Fluctuations (Net)	262.96	535.00
Miscellaneous Income	174.05	28.36
Liability / Provisions no longer required written back	7.45	56.62
Profit on sale of Raw Materials	0.81	0.51
Export Benefits	63.41	32.01
	622.17	754.88
Add: Proportionate Share in Joint Ventures	29.96	2.60
	<b>652.13</b>	<b>757.48</b>

## Schedule - 15 RAW MATERIALS AND CONSTRUCTION MATERIALS CONSUMED

<b>Raw Materials</b>		
Opening Stock	414.77	254.15
Add. Purchases	3,396.42	4,373.79
Less. Closing Stock	427.33	414.77
	<b>3,383.86</b>	<b>4,213.17</b>
<b>Construction Materials</b>		
Opening Stock	1,641.91	1,056.64
Add. Purchases	12,378.45	11,034.28
Less. Closing Stock	1,966.52	1,641.91
	<b>12,053.84</b>	<b>10,449.01</b>
	15,437.70	14,662.18
Add: Proportionate Share in Joint Ventures	393.46	369.71
	<b>15,831.16</b>	<b>15,031.89</b>

## Schedule - 16 DECREASE / (INCREASE) IN STOCK

<b>Opening Stock</b>		
Finished Goods	1,570.26	757.78
Work In Progress	1,318.56	3,062.68
	2,888.82	3,820.46
<b>Less: Closing Stock</b>		
Trading Goods	3.27	-
Finished Goods	1,926.32	1,570.26
Work In Progress	1,130.26	2,888.82
	(171.03)	931.64
Add: Proportionate Share in Joint Ventures	(4.27)	113.94
	<b>(175.30)</b>	<b>1,045.58</b>

## Schedules forming part of the Consolidated Profit and Loss Account

For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 17 OPERATIONAL EXPENSES</b>		
Stores and Spares Consumed	633.75	1,240.97
Power & Fuel	897.43	711.70
Repairs & Maintenance		
- Plant & Machinery	701.36	439.69
- Buildings	0.32	0.04
- Others	27.51	60.60
Payment to Sub - Contractors (including towards turnkey contracts)	12,081.50	4,555.81
Site Mobilisation Expenses	51.67	149.80
Rent and Machine Hire Charges	477.30	-
Other Operational Expenses	119.73	268.21
Consultancy Fees	176.29	170.84
Carriage Inward	350.17	374.79
	15,517.03	7,972.45
Less. Capitalised	-	9.82
	15,517.03	7,962.63
Add: Proportionate Share in Joint Ventures	2,708.85	1,339.56
	<b>18,225.88</b>	<b>9,302.19</b>

## Schedule - 18 PERSONNEL EXPENSES

Salary, Wages, Bonus and Allowances	1,597.79	1,773.67
Contribution to Provident and Other Funds	65.12	42.53
Gratuity	43.12	6.46
Staff Welfare Expenses	74.44	68.33
Director's Remuneration	114.05	74.12
	1,894.52	1,965.11
Less. Capitalised	-	10.29
	1,894.52	1,954.82
Add: Proportionate Share in Joint Ventures	70.59	34.93
	<b>1,965.11</b>	<b>1,989.75</b>

## Schedule - 19 ADMINISTRATIVE AND OTHER EXPENSES

Rent	59.83	56.81
Rates & Taxes	31.28	39.79
Insurance	61.06	39.11
Professional Charges & Consultancy Fees	239.67	124.42
Travelling & Conveyance (Includes Rs. 32.23 Lakh (Rs. 22.28 Lakh) for Directors)	248.63	219.95
Auditors' Remuneration		
As Auditors		
- Audit Fee	17.18	17.80
- Limited Review Fee	8.25	2.00
- Out of Pocket Expenses	0.80	0.04
In any other manner		
- for Certification	1.60	0.56
20.40		
Donations and Charity	17.10	20.31
Loss on Sales / Discard of Fixed Assets (Net)	23.47	13.56
Provision for Doubtful Debts	19.11	-
Bad Debts Written Off	9.57	27.34
Miscellaneous Expenses	274.42	256.39
Preliminary Expenses written off	0.02	0.43
Directors Sitting Fees	2.22	2.19
	1,014.21	820.70
Add: Proportionate Share in Joint Ventures	85.38	33.24
	<b>1,099.59</b>	<b>853.94</b>

## Schedules forming part of the Consolidated Profit and Loss Account

For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>Schedule - 20 SELLING AND DISTRIBUTION EXPENSES</b>		
Advertisement	9.37	13.08
Freight & Forwarding Expenses	555.14	231.58
Business Promotion Expenses	20.10	-
	584.61	244.66
Add: Proportionate Share in Joint Ventures	0.09	-
	584.70	244.66

### Schedule - 21 INTEREST & FINANCE EXPENSES

<b>Interest on :</b>				
<b>Term Loans</b>				
- Bank	179.54		242.83	
- Others	42.55	222.09	84.17	327.00
<b>Other Loans, Mobilisation Advance etc</b>				
- Bank	1,115.00		618.12	
- Others	218.43	1,333.43	492.25	1,110.37
Bank Commission and Other Finance Charges		237.96		195.63
		1,793.48		1,633.00
Add: Proportionate Share in Joint Ventures		264.37		7.50
		2,057.85		1,640.50

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES

#### 1. Principles of Consolidation

The consolidated financial statements which relate to GPT Infraprojects Limited, (the Company) and its subsidiaries and Joint Ventures (the 'Group') have been prepared in accordance with the applicable Accounting Standards notified by the Companies Accounting Standards Rules, 2006 (as amended) on the following basis:

- In terms of Accounting Standard 21 – 'Consolidated Financial Statements', the financial statements of the Company and its Subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenditure, after fully eliminating intra-group balances, intra-group transactions and any unrealized profit/loss included therein.
- The difference of the cost to the Company of its investment in Subsidiaries over its proportionate share in the equity of the respective investee companies as at the date of acquisition of stake is recognized in the financial statements as Goodwill or Capital Reserve, as the case may be.

The subsidiary companies considered in the financial statements are as follows:

Name of the Subsidiary	Country of Incorporation	Proportion of Ownership Interest	
		March 31, 2011	March 31, 2010
GPT Investments Private Limited, Mauritius	Mauritius	100.00%	100.00%
GPT Concrete Products South Africa (Pty) Limited	South Africa	54.00%	54.00%
Jogbani Highway Private Limited (w.e.f from the date of Incorporation i.e. 31.05.2010)	India	73.33%	-
Superfine Vanijya Private Limited (w.e.f from the date of acquisition i.e. 29.05.2010)	India	100.00%	-

- Minorities' interest in net profit/loss of consolidated subsidiaries for the year is identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the Company. Their share of net assets has been identified and presented in the Consolidated Balance Sheet separately. However in case of certain subsidiaries, the net amount of minority interest being a negative figure due to adverse balance arising on consolidation of foreign subsidiaries, has not been indicated in

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

the Balance Sheet and adjusted with the foreign exchange translation reserve in Schedule – 2.

- In terms of Accounting Standard (AS) 27 'Financial Reporting of Interests in Joint Venture' notified by the Companies Accounting Standards Rules, 2006 (as amended), the Company's proportionate interests in the Joint Ventures are consolidated as separate line items in the financial statements along with the book values of assets, liabilities, income and expenses, after eliminating intra-group balances/transactions and unrealized profit and losses resulting from the transactions between the Company and the joint ventures.

- Particulars of interest in joint ventures:

Name of Joint Venture	Proportion of		Country of	
	2010-11	2009-10	Incorporation	Residence
GPT- GVV(JV)	60%	60%	India	India
GPT- MADHAVA (JV)	49%	49%	India	India
GPT – PREMCO-RDS (JV)	45%	45%	India	India
GPT – GEO (JV)	60%	60%	India	India
GPT – GEO-UTS (JV)	60%	60%	India	India
GPT – SLDN-UTS (JV)	60%	60%	India	India
GPT – RDS (JV)	50%	50%	India	India
GPT-SLDN-COPCO (JV)	60%	60%	India	India
GPT – UNIVERSAL (JV)	60%	60%	India	India
GPT – RAHEE (JV)	50% & 65%	50% & 65%	India	India
RAHEE – GPT (JV)	50% & 51%	50% & 51%	India	India
BHARAT – GPT (JV)	50%	50%	India	India
BHARATIA – GPT -ALLIED (JV)	65%	-	India	India
GPT – TRIBENI (JV)	60%	60%	India	India
GPT – CVCC – SLDN (JV)	37.50%	37.50%	India	India
PREMCO – GPT (JV)	40%	40%	India	India
RAHEE – GPT (NFR) (JV)	51%	51%	India	India
RAHEE – GPT (IB) (JV)	30%	-	India	India
GPT – Transnamib Concrete Sleepers (Pty) Ltd.	37%	-	Namibia	Namibia

- The Financial Statements of GPT Investments Private Limited Mauritius, GPT Concrete Products South Africa (Pty.) Limited South Africa and GPT – Transnamib Concrete Sleepers (Pty) Limited Namibia have been prepared in accordance with International Financial Reporting Standards.
- The consolidated financial statements have been prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviation in accounting policies, if any and to the extent possible, are made in the consolidated financial statements and are presented in the same manner to the extent possible as the Company's separate financial statements.
- The Consolidated Financial Statements have been prepared based on the audited Financial Statements of the subsidiaries and joint ventures.

#### 2. Basis of preparation of Accounts

The financial statements have been prepared to comply in all material respects with the accounting standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis/ except for insurance and other claims which are accounted for on acceptance / actual receipt basis. The accounting policies applied by the Company are consistent with those used in the previous year.

#### 3. Use of estimates

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

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

#### 4. Fixed Assets

- Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost is inclusive of duties (net of CENVAT / VAT), taxes, incidental expenses, erection/commissioning expenses etc. incurred upto the date the asset is ready for its intended use.
- Machinery Spares which can be used only in connection with a particular item of Fixed Assets and whose use, as per the technical assessment, is expected to be irregular, are capitalised and depreciated proportionately over the residual life of the respective assets.
- Expenditure on new projects and substantial expansion:  
Expenditure directly relating to construction activity are capitalized. Indirect expenditure incurred during construction period are capitalized as part of the indirect construction cost to the extent to which the expenditure are related to construction activity or are incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which are not related to the construction activity nor are incidental thereto are charged to the Profit & Loss Account. Income earned during construction period is deducted from the total of the indirect expenditure.

All direct capital expenditure on expansion are capitalized. As regards indirect expenditure on expansion, only that portion is capitalized which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalized only if they increase the value of the asset beyond its original standard of performance.

#### 5. Depreciation

- The classification of Plant and Machinery into continuous and non-continuous process is done as per technical certification and depreciation thereon is provided accordingly.
- Depreciation on fixed assets except as mentioned below, is provided using the Straight Line Method at the rates and in the manner prescribed under Schedule XIV of the Companies Act, 1956 or at rates determined based on the useful life of Assets estimated by the management, which ever is higher.
  - Fixed assets acquired up to March 31, 1991 and fixed assets of the Wind Power Unit are depreciated at the rates specified in Schedule XIV of the Companies Act, 1956 using written down value method.
  - Steel Shutterings are depreciated over a period of five years on straight line method from the year of addition.
  - Depreciation on Fixed Assets of certain Joint Ventures are provided using written down value method as per the depreciation rates estimated by the management as given below:

Sl No.	Type of Assets	Rates (WDV) %	Schedule XIV Rates (SLM) %
1.	Building	10.00%	3.34%
2.	Plant, Machinery & Equipments	15.00%	4.75%
3.	Furniture & Fixture	10.00%	6.33%
4.	Computer and Office Equipments	60.00% & 15.00%	16.21% & 4.75%
5.	Vehicles & Trolleys	15.00% & 20.00%	9.50%

– Depreciation in respect of foreign subsidiaries and a joint venture is provided on straight line method as per the useful lives of the assets estimated by the management which are as follows:

Sl No.	Type of Assets	Rates as per useful lives estimated by the management %	Schedule XIV Rates (SLM) %
1.	Building	12.50%	3.34%
2.	Plant, Machinery & Equipments	12.50%	4.75%
3.	Furniture & Fixture	12.50% & 20.00%	6.33%
4.	Computer and Office Equipments	12.50% & 20.00%	16.21% & 4.75%
5.	Vehicles & Trolleys	20.00%	9.50%

- Depreciation on Insurance Spares / standby equipments is provided over the useful lives of the respective mother assets.
- Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the month of addition / disposal.

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

#### 6. Impairment

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

#### 7. Leases

Finance Leases, which effectively transfer to the Company, substantially, all the risks and benefits incidental to the ownership of the leased items, are capitalised of the lower of the fair value and present value of the minimum lease payment at the inception of lease term and disclosed as leased assets.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

#### 8. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Long term investments are considered at cost, unless there is an "other than temporary" decline in value thereof, in which case, adequate provision for diminution is made in the accounts. Current Investments are carried at lower of cost and fair value on an individual investment basis.

#### 9. Inventories

- Closing stock of stores and spares and raw materials (except for those relating to construction activities) are valued at lower of cost computed on 'First in First Out' basis and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
- Finished goods and work in progress (except for those relating to construction activities) are valued at the lower of cost (computed on weighted average basis) and net realizable value. Cost in respect of finished goods represents prime cost and an appropriate portion of overhead costs and excise duty.
- Construction work in progress is valued at cost. However, in case of jobs where losses are likely to occur, the stock is considered at net realisable value. Costs include materials, labour and an appropriate portion of construction overheads.
- Stores, components, etc. and construction materials at sites to be used in contracts are valued at cost which is ascertained on First in First Out (FIFO) basis.
- Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

#### 10. Revenue recognition

##### a) Construction contracts

Revenue on contracts is recognised on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bear to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied upon by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

##### b) Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of taxes, returns, claims, trade discounts etc.

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

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

#### c) Income from Services

Revenues from operation and maintenance contracts are recognised on rendering of services as per the terms of contract.

#### d) Interest

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

### 11. Foreign currency translations

#### a) Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### b) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

#### c) Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting such monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements are recognised as income or as expenses in the year in which they arise.

#### d) Forward Exchange Contracts not intended for trading or speculation purposes.

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year.

#### e) Translation of Integral and Non-integral foreign operations

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself.

In translating the financial statements of a non-integral foreign operation for incorporation in financial statements, the assets and liabilities, both monetary and non-monetary, are translated at the closing rate; while income and expense items are translated at exchange rates at the dates of the transactions; All the resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment.

On the disposal of a non-integral foreign operation, the cumulative amount of the exchange differences which have been deferred and which relate to that operation are recognised as income or as expenses in the same period in which the gain or loss on disposal is recognised.

When there is a change in the classification of a foreign operation, the translation procedures applicable to the revised classification are applied from the date of the change in the classification.

### 12. Retirement and other employee benefits

Retirement benefits in the form of Provident Fund being a defined contribution scheme, are charged to Profit and Loss Account of the year when the contributions to the funds are due. There are no obligations other than the contribution payable to the fund.

Gratuity (funded) being a defined benefit obligation and long term compensated absences (unfunded) are provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Actuarial gain and losses are recognized immediately in the statement of Profit & Loss Account as income or expenses.

### 13. Income Taxes :

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

## Schedules forming part of the Consolidated Balance Sheet and Profit & Loss Account

as at and for the year ended 31st March 2011

### Schedule - 22 SIGNIFICANT ACCOUNTING POLICIES (Contd...)

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realised against future taxable profits.

The carrying amounts of deferred tax assets are reviewed at each Balance Sheet date. The company writes down the carrying amount of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realised. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

### 14. Employee Stock Compensation Cost:

Measurement and disclosure of the employee share-based payment plans is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

### 15. Segment Reporting

#### Identification of Segments

The Company has identified that its business segments are the primary segments. The Company's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

#### Inter segment Transfers

The Company generally accounts for inter segment sales and transfers as if the sales or transfers were to third parties at current market prices.

#### Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated - Common"

#### Segment Policies

The accounting policies adopted for segment reporting are in line with those of the Company.

### 16. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

### 17. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

Provision for product related warranties cost is based on the claims received upto the year end as well as the management estimates of further liability to be incurred in this regard during the warranty period.

### 18. Cash and Cash Equivalents

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

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS

## 1. Contingent liabilities not provided for in respect of

(Rs. in Lakh)

	As at 31.03.2011	As at 31.03.2010
Outstanding bank guarantees and Letters of Credit (Including Rs. 4,174.44 Lakh (Rs. 4,092.61 Lakh) given for Joint Ventures)	10,718.02	9,665.90
Corporate guarantees given.	2,215.17	2,294.01
Disputed Sales Tax demands under appeal (Includes proportionate share in Joint Ventures Rs. 6.90 Lakh (Rs. Nil)).	46.65	430.05
Disputed Excise demands under appeal	93.62	1.46
The demand, if any, that may arise out of search and seizure proceedings initiated by Income tax authority	Amount not ascertainable	Amount not ascertainable

2. Estimated amount of contracts remaining to be executed on Capital Account and not provided for [Net of Advances] (Includes proportionate share in Joint Venture Rs. 17.55 Lakh (Rs. Nil))

Rs.7,779.32 Lakh (Rs. 28.58 Lakh)

3. a) During the previous year, the Company had issued and allotted 200,000 equity shares of Rs.10 each at a premium of Rs.90 each aggregating to Rs.200.00 Lakh to GPT Employees Welfare Trust for exercising the option under GPT Employees Stock Option Plan-2009 (the Scheme). The Scheme to be operative for this purpose is as under:

	Scheme
Date of Board Approval	30.11.2009
Date of Shareholder's approval	24.12.2009
Number of options to be granted	200,000
Vesting Period	1 -5 Years
Exercise Period	5 years from vesting period

b) Further, the Company had given Rs. 200.00 Lakh during previous year by way of interest free loan to the GPT Employees Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above Scheme. The trust has refunded Rs. 4.00 Lakh to the Company during the year. As per Guidance Note on Accounting for Employee Share based Payments issued by ICAI, the above loan has been adjusted to the extent of Rs. 20.00 Lakh in equity share capital and balance Rs.176.00 Lakh in the share premium account.

## 4. During the year the Company has allotted :-

a) 600,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- per shares upon conversion of 600,000 Convertible Warrants of Rs. 140/- each as per the option for conversion exercised by the warrant holders. The balance 575,000 Convertible Warrants of Rs. 140/- each are convertible into equivalent number of equity shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- each within 18 months from the date of allotment i.e., by 5th July 2011.

b) 1,593,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 130/- per shares upon conversion of 1,593,000 Compulsorily Convertible Preference Shares of Rs. 140/- each as per the option for conversion exercised by the Convertible Preference Shareholders.

c) 1,175,000 Convertible Warrants of Rs. 160/- each and 200,000 Compulsorily Convertible Preference Shares Series A of Rs. 160/- each at par which have been converted into 1,375,000 Equity Shares of Rs. 10/- each fully paid up at a premium of Rs. 150/- per shares upon exercise of the option by the warrant holders and Convertible Preference Shareholders.

5. In terms of Accounting Standard - 22, net deferred tax liability (DTL) of Rs.425.90 Lakh has been recognized in the accounts up to 31st March 2011.

The break-up of DTL is as follows:

(Rs. in Lakh)

Particulars	As at 31.03.2011	As at 31.03.2010
<b>Deferred Tax Liability</b>		
On timing differences of depreciable assets	655.95	555.63
<b>Deferred Tax Assets</b>		
Expenses allowable against taxable income in future years	51.75	20.74
Tax Losses available for set off against future taxable income	178.30	24.49
<b>Deferred Tax Liability (Net) *</b>	<b>425.90</b>	<b>510.40</b>

\* after netting off deferred tax assets in respect of a Joint Venture aggregating to Rs. 17.50 Lakh (Rs. Nil).

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 6. The break up of Earnings per Share (EPS) in terms of Accounting Standard 20 is as follows:

(Rs. in Lakh, except per share data)

	2010-11	2009-10
Profit after tax as per Profit & Loss Account	1,858.90	1,890.19
Less : Interim Dividend on convertible preference shares & tax thereon	-	58.54
Profit after tax for calculation of basic EPS	1,858.90	1,831.65
Profit after tax for calculation of diluted EPS	1,858.90	1,890.19
Weighted average number of equity shares for calculating basic EPS (No.)	10,358,252	10,000,000
Add. Weighted average number of equity shares which would be issued on the conversion of convertible warrants and preference shares	344,963	2,968,000
Weighted average number of equity shares for calculating dilutive EPS (No.)	10,703,215	12,968,000
Basic EPS(Rs.)	17.95	18.32
Diluted EPS (Rs.)	17.37	14.58

## 7. Segment information

**Business segment** : The business segments have been identified on the basis of the activities undertaken by the company. Accordingly, the Company has identified the following segments:

**Concrete Sleepers and Allied** : Consists of manufacturing of concrete sleepers and other products of similar nature, supply of plant & machinery and components for manufacturing of concrete sleepers

**Civil & Core Infrastructure** : Consists of execution of turnkey projects,

**Others** : Consists of electricity generated from wind farms,

**Geographical segment** : The Company primarily operates in India and therefore the analysis of geographical segment is demarcated into Domestic and Overseas operation as under:

## Information about Primary Business Segments:

(Rs. in Lakh)

	Concrete Sleepers & Allied		Civil & Core Infrastructure		Others		Total	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
a) Revenue (Net of Excise Duty and Cess)								
External sales	8,364.02	6,194.56	34,833.96	28,260.97	121.78	144.58	43,319.76	34,600.11
Inter Segment Sales	-	194.26	-	-	-	-	-	194.26
<b>Total Revenue</b>	<b>8,364.02</b>	<b>6,388.82</b>	<b>34,833.96</b>	<b>28,260.97</b>	<b>121.78</b>	<b>144.58</b>	<b>43,319.76</b>	<b>34,794.37</b>
b) Results								
Segment Results	1,106.58	1,190.34	4,322.79	3,985.04	4.90	15.97	5,434.27	5,191.35
Unallocated Income (Net of unallocated expenses)							(692.15)	(520.55)
Operating Profit							4,742.12	4,670.80
Interest & Finance Exp							2,057.85	1,640.50
Profit before tax							2,684.27	3,030.30
Provision for Taxation (Current Tax, Deferred Tax, Fringe Benefit Tax)							-	729.66
<b>Profit after tax but before minority interest</b>							<b>1,954.61</b>	<b>1,954.23</b>

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

Information about Primary Business Segments:

(Rs. in Lakh)

	Concrete Sleepers & Allied		Civil & Core Infrastructure		Others		Total	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>OTHER INFORMATION</b>								
a) Total Assets								
Segment Assets	9,377.35	7,818.95	26,300.34	20,302.70	655.23	708.44	36,332.92	28,830.09
Unallocated Corporate/ other Assets							3,003.27	1,897.00
<b>Total</b>							<b>39,336.19</b>	<b>30,727.09</b>
b) Total Liabilities								
Segment Liabilities	1,792.61	1,917.75	9,103.95	7,369.62	24.68	17.83	10,921.24	9,305.20
Unallocated Corporate/ other Liabilities							16,672.23	14,106.62
<b>Total</b>							<b>27,593.47</b>	<b>23,411.82</b>
c) Capital Expenditure	1,130.53	459.35	1,663.35	1,404.93	-	-	2,793.88	1,864.28
Unallocated, Corporate & others							364.66	20.03
							<b>3,158.54</b>	<b>1,884.31</b>
d) Depreciation	562.29	514.63	524.66	366.19	91.99	108.32	1,178.94	989.14
Unallocated, Corporate & others							18.51	15.25
<b>Total</b>							<b>1,197.45</b>	<b>1,004.39</b>
e) Non cash expenses other than depreciation included in segment expenses for arriving at Segment Results	-	27.34	15.00	-	-	-	15.00	27.34

## Geographical segments

The following table shows the distribution of the Company's consolidated sales and services by geographical market, regardless of where the goods / services were produced:

(Rs. in Lakh)

	2010-11	2009-10
Domestic	38,104.14	30,195.28
Overseas	5,215.62	4,404.83
	<b>43,319.76</b>	<b>34,600.11</b>

Assets and additions to tangible and intangible fixed assets by geographical area: The following table shows the carrying amount of segment assets and addition to segment assets by geographical area in which assets are located:

(Rs. in Lakh)

	Carrying amount of segment assets and Intangible assets		Addition to fixed assets and intangible assets	
	2010-11	2009-10	2010-11	2009-10
Domestic	30,884.19	23,164.76	1,597.64	1,746.07
Overseas	5,448.73	5,665.33	152.60	167.29
	<b>36,332.92</b>	<b>28,830.09</b>	<b>1,750.24</b>	<b>1,913.36</b>

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

8. In compliance with Accounting Standard – 18, the disclosures regarding related parties are as follows:

A. Name of Related parties:

a) Joint Ventures Companies	GPT – TRANSNAMIB CONCRETE SLEEPERS (PTY) LTD. GPT - GVV(JV) GPT - MADHAVA (JV) GPT – PREMCO-RDS (JV) GPT – GEO (JV) GPT – GEO-UTS (JV) GPT – SLDN-UTS (JV) GPT – RDS (JV) GPT – SLDN-COPCO (JV) GPT – RAHEE (JV) GPT – CVCC – SLDN (JV) GPT – TRIBENI (JV) RAHEE – GPT (JV)
b) Key Management Personnel (KMP)	Mr. D P Tantia - Chairman Mr. S G Tantia – Managing Director Mr. Atul Tantia – Executive Director Mr. Vaibhav Tantia – Chief Operating Officer Mr. Arun Kumar Dokania – Chief Finance Officer
c) Relatives of Key Management Personnel (KMP)	Mrs. Pramila Tantia – Mother of Mr. Atul Tantia Mrs. Kriti Tantia – Wife of Mr. Atul Tantia Mrs. Radhika Tantia – Wife of Mr. Vaibhav Tantia M/s D P Tantia HUF – Mr. D P Tantia is the Karta Mrs. Vinita Tantia – Wife of Mr. S G Tantia Ms. Harshita Tantia – Daughter of Mr. S G Tantia Mr. Amrit Jyoti Tantia – Son of Mr. S G Tantia M/s S G Tantia HUF – Mr. S G Tantia is Karta Mrs. Manju Dokania – Wife of Mr. A K Dokania Mrs. Nirmala Sureka – Sister of Mr. D P Tantia Mrs. Bimala Devi Agarwal – Wife of Kedar Nath Agarwal
d) Enterprises owned or significantly influenced by the KMP/ KMP's relatives	M/s. GPT Castings Limited M/s. GPT Healthcare Private Limited M/s. GPT Ventures Private Limited M/s. GPT Estate Private Limited M/s. GPT Sons Private Limited M/s. Stone Products M/s. GPT Employees Welfare Trust M/s. Steelex Eletrocast Private Limited M/s. Ramdiha Mercantile Private Limited M/s. Mayfair Commotrade Private Limited M/s. Mehul Filament Private Limited

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## B. Details of transactions and Balances outstanding relating to Joint Ventures :

(Rs. in Lakh)

Name of Joint Ventures	Sales and Services	Recovery of Machine Hire/Staff Deputation Charges/Interest/Directors Remuneration and Sitting Fees	Purchase of Raw material/Consumables	Outstanding Guarantees	Loans Paid	Balance outstanding as at the year end
GPT Transnamb Concrete Sleepers (Pty.) Ltd.	170.93	1.29	-	-	208.91	194.57
	(-)	(-)	(-)	(-)	(-)	(-)
GPT – GVV (JV)	88.57	-	-	73.60	-	17.66
	(74.21)	(-)	(54.14)	(95.19)	(-)	(-22.63)
GPT – MADHAVA (JV)	-	-	-	-	-	29.95
	(114.44)	(-)	(-)	(84.20)	(-)	(69.76)
GPT – PREMCO – RDS (JV)	14.25	-	-	-	-	-
	(135.11)	(-)	(-)	(66.42)	(-)	(31.47)
GPT – GEO (JV)	-	-	-	267.02	-	-
	(-)	(-)	(-)	(-)	(-)	(3.08)
GPT – GEO – UTS (JV)	-	0.03	-	-	-	0.17
	(4.31)	(-)	(-)	(-)	(-)	(4.51)
GPT – SLDN – UTS (JV)	97.67	-	-	-	-	27.94
	(541.41)	(-)	(-)	(72.79)	(-)	(100.16)
GPT – RDS (JV)	6.87	-	-	-	-	0.57
	(222.42)	(-)	(-)	(271.32)	(-)	(42.59)
GPT – SLDN – COPCO (JV)	-	-	-	-	-	-
	(-)	(-)	(-)	(23.20)	(-)	(3.17)
GPT – RAHEE (JV)	-	62.47	-	787.31	-	61.28
	(-)	(25.59)	(-)	(623.25)	(-)	(4.58)
GPT – CVCC – SLDN (JV)	1,186.52	-	-	225.49	-	208.79
	(1,098.31)	(-)	(-)	(480.49)	(-)	(162.11)
GPT – TRIBENI (JV)	431.70	-	-	380.75	-	-5.47
	(34.03)	(-)	(-)	(180.75)	(-)	(29.80)
RAHEE – GPT (JV)	-	22.14	19.46	74.41	-	21.17
	(-)	(35.95)	(-)	(49.50)	(-)	(66.57)

## C. Details of transactions and Balances outstanding relating to others:

(Rs. in Lakh)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/KMP's Relatives of Key Management Personnel	Relatives of Key Management Personnel	Total
<b>Sale of Scrap</b>				
GPT Castings Limited	-	38.30	-	38.30
	(-)	(16.45)	(-)	(16.45)
<b>Sale of Investments</b>				
GPT Ventures Private Limited	-	-	-	-
	(-)	(18.70)	(-)	(18.70)
Mayfair Commotrade Private Limited	-	4.40	-	4.40
	(-)	(-)	(-)	(-)
<b>Sale of Assets</b>				
Ramdiha Mercantile Private Limited	-	21.00	-	21.00
	(-)	(-)	(-)	(-)
Mayfair Commotrade Private Limited	-	3.70	-	3.70
	(-)	(-)	(-)	(-)

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to others (Contd...):

(Rs. in Lakh)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/KMP's Relatives of Key Management Personnel	Relatives of Key Management Personnel	Total
<b>Interest Received</b>				
Ramdiha Mercantile Private Limited	-	0.73	0	0.73
	(-)	(-)	(-)	(-)
Mehul Filament Private Limited	-	0.15	-	0.15
	(-)	(-)	(-)	(-)
Steellex Electrocast Private Limited	-	1.93	-	1.93
	(-)	(-)	(-)	(-)
<b>Expenditure:</b>				
<b>Purchase of Raw material</b>				
GPT Castings Limited	-	911.10	-	911.10
	(-)	(528.49)	(-)	(528.49)
<b>Rent Paid</b>				
GPT Castings Limited	-	36.00	-	36.00
	(-)	(15.00)	(-)	(15.00)
GPT Ventures Limited	-	7.50	-	7.50
	(-)	(-)	(-)	(-)
Stone Products	-	10.20	-	10.20
	(-)	(10.20)	(-)	(10.20)
Vaibhav Tantia	0.42	-	-	0.42
	(0.42)	(-)	(-)	(0.42)
D P Tantia	1.44	-	-	1.44
	(1.44)	(-)	(-)	(1.44)
Pramila Tantia	-	-	1.32	1.32
	(-)	(-)	(1.32)	(1.32)
GPT Healthcare Private Limited	-	0.81	-	0.81
	(-)	(0.81)	(-)	(0.81)
Vinita Tantia	-	-	1.44	1.44
	(-)	(-)	(1.44)	(1.44)
S G Tantia	0.30	-	-	0.30
	(0.30)	(-)	(-)	(0.30)
<b>Salary/Remuneration Paid</b>				
D P Tantia	23.45	-	-	23.45
	(25.36)	(-)	(-)	(25.36)
S G Tantia	60.00	-	-	60.00
	(32.80)	(-)	(-)	(32.80)
Atul Tantia	30.60	-	-	30.60
	(15.96)	(-)	(-)	(15.96)
Vaibhav Tantia	20.81	-	-	20.81
	(16.57)	(-)	(-)	(16.57)
Kriti Tantia	-	-	6.49	6.49
	(-)	(-)	(8.51)	(8.51)
Arun Kumar Dokania	33.25	-	-	33.25
	(16.52)	(-)	(-)	(16.52)

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to others (Contd...): (Rs. in Lakh)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/KMP's Relatives of Key Management Personnel	Relatives of Key Management Personnel	Total
<b>Interest Paid</b>				
Bimla Devi Agarwal	-	-	0.05	0.05
	(-)	(-)	(-)	(-)
<b>Directors Sitting Fees</b>				
D P Tantia	0.80	-	-	0.80
	(0.75)	(-)	(-)	(0.75)
<b>Dividend Paid</b>				
D P Tantia	3.37	-	-	3.37
	(5.61)	(-)	(-)	(5.61)
S G Tantia	10.26	-	-	10.26
	(17.10)	(-)	(-)	(17.10)
Atul Tantia	3.13	-	-	3.13
	(5.22)	(-)	(-)	(5.22)
Vaibhav Tantia	2.01	-	-	2.01
	(3.35)	(-)	(-)	(3.35)
Arun Kumar Dokania	0.01	-	-	0.01
	(0.02)	(-)	(-)	(0.02)
Pramila Tantia	-	-	3.33	3.33
	(-)	(-)	(5.55)	(5.55)
Kriti Tantia	-	-	1.60	1.60
	(-)	(-)	(2.67)	(2.67)
Radhika Tantia	-	-	0.75	0.75
	(-)	(-)	(1.25)	(1.25)
M/s D P Tantia HUF	-	-	0.76	0.76
	(-)	(-)	(1.26)	(1.26)
Vinita Tantia	-	-	3.45	3.45
	(-)	(-)	(5.75)	(5.75)
Harshita Tantia	-	-	0.12	0.12
	(-)	(-)	(0.20)	(0.20)
Amrit Jyoti Tantia	-	-	1.93	1.93
	(-)	(-)	(3.22)	(3.22)
M/s S G Tantia HUF	-	-	1.17	1.17
	(-)	(-)	(1.96)	(1.96)
Manju Dokania	-	-	0.01	0.01
	(-)	(-)	(0.01)	(0.01)
Nirmala Sureka	-	-	-	-
	(-)	(-)	(0.01)	(0.01)
GPT Ventures Private Limited	-	9.21	-	9.21
	(-)	(15.31)	(-)	(15.31)
GPT Employees Welfare Trust	-	1.50	-	1.50
	(-)	(2.50)	(-)	(2.50)
<b>Security Deposit Paid</b>				
GPT Estate Private Limited	-	100.00	-	100.00
	(-)	(-)	(-)	(-)

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to others (Contd...): (Rs. in Lakh)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/KMP's Relatives of Key Management Personnel	Relatives of Key Management Personnel	Total
<b>Amount Received against Share Warrants</b>				
GPT Ventures Private Limited	-	541.25	-	541.25
	(-)	(350.00)	(-)	(350.00)
GPT Sons Private Limited	-	1,600.00	-	1,600.00
	(-)	(-)	(-)	(-)
<b>Issue of Equity Shares (Incl. Securities Premium)</b>				
GPT Employees Welfare Trust	-	-	-	-
	(-)	(200.00)	(-)	(200.00)
GPT Sons Private Limited	-	1,600.00	-	1,600.00
	(-)	(-)	(-)	(-)
GPT Ventures Private Limited	-	595.00	-	595.00
	(-)	(-)	(-)	(-)
<b>Loan Paid</b>				
GPT Employees Welfare Trust	-	-	-	-
	(-)	(200.10)	(-)	(200.10)
Ramdiha Mercantile Private Limited	-	12.00	-	12.00
	(-)	(-)	(-)	(-)
Mehul Filament Private Limited	-	6.00	-	6.00
	(-)	(-)	(-)	(-)
Steellex Electrocast Private Limited	-	31.00	+	31.00
	(-)	(-)	(-)	(-)
<b>Repayment received for Loan Paid</b>				
GPT Employees Welfare Trust	-	4.10	-	4.10
	(-)	(-)	(-)	(-)
<b>Balance outstanding as at the year end – Debit</b>				
GPT Ventures Private Limited	-	-	-	-
	(-)	(7.70)	(-)	(7.70)
GPT Estate Private Limited	-	100.00	-	100.00
	(-)	(-)	(-)	(-)
GPT Employees Welfare Trust	-	-	-	-
	(-)	(0.10)	(-)	(0.10)
Ramdiha Mercantile Private Limited	-	0.65	-	0.65
	(-)	(-)	(-)	(-)
Steellex Electrocast Private Limited	-	1.74	-	1.74
	(-)	(-)	(-)	(-)
<b>Balance outstanding as at the year end – Credit</b>				
GPT Castings Limited	-	48.84	-	48.84
	(-)	(145.93)	(-)	(145.93)
GPT Healthcare Private Limited	-	3.42	-	3.42
	(-)	(0.04)	(-)	(0.04)
GPT Ventures Private Limited	-	300.30	-	300.30
	(-)	(-)	(-)	(-)
D P Tantia	23.45	-	-	23.45
	(25.36)	(-)	(-)	(25.36)

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## C. Details of transactions and Balances outstanding relating to others (Contd...): (Rs. in Lakh)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/KMP's Relatives of Key Management Personnel	Relatives of Key Management Personnel	Total
S G Tantia	3.45	-	-	3.45
	(2.00)	(-)	(-)	(2.00)
Atul Tantia	1.45	-	-	1.45
	(1.10)	-	-	(1.10)
Vaibhav Tantia	1.45	-	-	1.45
	(1.90)	(-)	(-)	(1.90)
Kriti Tantia	-	-	-	-
	(-)	(-)	(1.23)	(1.23)
Arun Kumar Dokania	1.05	-	-	1.05
	(2.41)	-	-	(2.41)
Pramila Tantia	-	-	0.15	0.15
	(-)	(-)	(-)	(-)
<b>Personal Guarantee of Directors / Relatives on behalf of the Company</b>				
D P Tantia	14,176.64	-	-	14,176.64
	(8,997.64)	(-)	(-)	(8,997.64)
S G Tantia	14,354.32	-	-	14,354.32
	(9,279.65)	(-)	(-)	(9,279.65)
Atul Tantia	14,536.51	-	-	14,536.51
	(9,346.36)	(-)	(-)	(9,346.36)
Vaibhav Tantia	12,387.03	-	-	12,387.03
	(6,425.35)	(-)	(-)	(6,425.35)
Pramila Tantia	-	-	7,056.61	7,056.61
	(-)	(-)	(5,439.23)	(5,439.23)
Vinita Tantia	-	-	1,589.05	1,589.05
	(-)	(-)	(1,320.37)	(1,320.37)

## 9. Construction contracts disclosure:

Information relating to Construction contracts as per Accounting Standard 7 (Revised) are given below: (Rs. in Lakh)

	2010-11	2009-10
Contract income recognized as revenue during the year	28,810.33	21,771.95
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	77,820.63	47,639.50
Advances received (unadjusted)	1,734.44	1,989.00
Retention amount	2,533.22	1,733.31
Gross amount due from customers for contract work	8,484.13	8,459.35
Gross amount due to customers for contract work	7.70	1.15

10. The Company is in the process of obtaining confirmations with respect to its debtors, creditors and advances. Adjustments, if any, arising out of such confirmations will be considered in subsequent period. However, the management does not expect any material impact on the financial statements on account of such reconciliation.

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 11. a) Gratuity and leave benefit plans (AS 15 Revised)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded.

(Rs. in Lakh)

Quantitative Information	Gratuity (Funded)			
	2010-11	2009-10	2008-09	2007-08
<b>Movement in defined benefit obligation</b>				
Obligation at the beginning of the year	73.57	61.31	32.32	26.18
Current Service Cost	22.76	10.36	10.36	6.14
Interest Cost	7.79	4.91	2.58	2.09
Actuarial (gain) / loss	18.14	(1.41)	16.52	(2.09)
Benefits paid	(1.20)	(1.60)	(0.47)	-
<b>Obligation at the year end</b>	<b>121.06</b>	<b>73.57</b>	<b>61.31</b>	<b>32.32</b>
<b>Change in Plan Assets</b>				
Plan assets at period beginning, at fair value	65.90	27.59	14.64	12.52
Expected return on plan assets	5.48	7.40	1.18	1.00
Actuarial gain / (Loss)	0.09	-	(1.26)	(0.07)
Contributions	0.83	32.51	13.51	1.19
Benefits paid	(1.20)	(1.60)	(0.48)	-
<b>Plan Assets at the year end, at fair value</b>	<b>71.10</b>	<b>65.90</b>	<b>27.59</b>	<b>14.64</b>
<b>Reconciliation of present value of the obligation and the fair Value of plan assets.</b>				
Fair Value of plan assets at the end of the year	71.10	65.90	27.59	14.64
Present value of the defined benefit obligations at the end of the year	121.06	73.57	* 95.94	32.32
*Including Rs.34.63 lakh excess provided in the accounts				
<b>Liability / (Assets) recognised in the Balance Sheet</b>	<b>49.96</b>	<b>7.67</b>	<b>68.35</b>	<b>17.68</b>
<b>Cost for the Year</b>				
Current service cost	22.76	10.36	10.36	6.14
Interest cost	7.79	4.91	2.58	2.09
Expected return on plan assets	(5.48)	(7.40)	(1.18)	(1.00)
Actuarial (gain) / loss	18.05	(1.41)	(1.40)	(1.09)
<b>Net Cost recognised in the Profit and Loss account</b>	<b>43.12</b>	<b>6.46</b>	<b>10.36</b>	<b>6.14</b>
<b>Assumptions used to determine the benefit obligations :</b>				
Interest rate	8.00%	8.00%	8.00%	8.00%
Estimated rate of return on plan assets	8.00%	8.00%	8.00%	8.00%
Expected rate of increase in Salary	5.00%	5.00%	5.00%	5.00%
<b>Actual return on plan assets</b>	<b>5.56</b>	<b>7.40</b>	<b>(0.13)</b>	<b>0.93</b>
<b>The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:</b>				
Funded with insurer	100%	100%	100%	100%

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

The amount for current and previous years are as follows :- (Rs. in Lakh)

	2010-11	2009-10	2008-09	2007-08
Defined value of obligations at the end of the period	121.06	73.57	* 95.94	32.32
*Including Rs.34.63 lakh excess provided in the accounts				
Plan Assets at the end of the period	71.10	65.90	27.59	14.64
Surplus / (Deficit)	(49.96)	(7.67)	(68.35)	(17.68)
Experience (Gain) / Loss on Plan Liabilities	18.14	Not Available*	Not Available*	Not Available*
Experience Gain / (Loss) on Plan Assets	0.08	Not Available*	Not Available*	Not Available*

\* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available hence not disclosed.

The Company expects to contribute Rs. 24.00 Lakh in the year 2011 – 12.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

- b) The Company has a defined benefit plan for leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement. The scheme is unfunded.

The following tables summarizes the components of net benefit expenses recognized in the profit & loss account and amounts recognized in the balance sheet for the respective plans. (Rs. in Lakh)

	Leave Encashment (Unfunded)			
	2010-11	2009-10	2008-09	2007-08
<b>Movement in defined benefit obligation</b>				
Obligation at the beginning of the year	54.76	37.99	25.24	19.51
Current Service Cost	24.54	19.87	16.41	8.89
Interest Cost	4.38	3.04	1.89	1.66
Actuarial (gain) / loss	5.80	(6.14)	(5.55)	(4.82)
Benefits paid	-	-	-	-
<b>Obligation at the year end</b>	<b>89.48</b>	<b>54.76</b>	<b>37.99</b>	<b>25.24</b>
<b>Change in Plan Assets</b>				
Plan assets at period beginning, at fair value	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Expected return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Actuarial gain / (Loss)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Contributions	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Benefits paid	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Plan Assets at the year end, at fair value</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>
<b>Reconciliation of present value of the obligation and the fair Value of plan assets.</b>				
Fair Value of plan assets at the end of the year	-	-	-	-
Present value of the defined benefit obligations at the end of the year	89.48	54.76	37.99	25.24
<b>Liability / (Assets) recognised in the Balance Sheet</b>	<b>89.48</b>	<b>54.76</b>	<b>37.99</b>	<b>25.24</b>
<b>Cost for the Year</b>				
Current service cost	24.54	19.87	16.41	8.89
Interest cost	4.38	3.04	1.89	1.66
Expected return on plan assets	-	-	-	-
Actuarial (gain) / loss	5.80	(6.14)	(5.55)	(4.82)
<b>Net Cost recognised in the Profit and Loss account</b>	<b>34.72</b>	<b>16.77</b>	<b>12.75</b>	<b>5.73</b>
<b>Assumptions used to determine the benefit obligations :</b>				
Interest rate	8.00%	8.00%	8.00%	8.50%
Estimated rate of return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Expected rate of increase in Salary	5.00%	5.00%	5.00%	6.00%
Actual return on plan assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

The amount for current and previous years are as follows :- (Rs. in Lakh)

	2010-11	2009-10	2008-09	2007-08
Defined value of obligations at the end of the period	89.48	54.76	37.99	25.24
Plan Assets at the end of the period	Not Available	Not Available	Not Available	Not Available
Surplus / (Deficit)	(89.48)	(54.76)	(37.99)	(25.24)
Experience (Gain) / Loss on Plan Liabilities	(10.03)	Not Available*	Not Available*	Not Available*
Experience Gain / (Loss) on Plan Assets	Not Available	Not Available	Not Available	Not Available

\* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available hence not disclosed.

## c) Amount incurred as expense for defined contribution plans (Rs. in Lakh)

Particulars	2010-11	2009-10
Contribution to Provident Fund	57.96	35.97

## Notes:

- The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Since the Company has adopted AS-15 (revised) on employees benefits with effect from April 1, 2007, the disclosures as mentioned in (a) above are given from the year 2007-08 onwards.
- The leave liabilities are non - funded. Accordingly, information regarding planned assets are not applicable.

12. Based on the information/documents available with the Company, no creditor is covered under The Micro, Small and Medium Enterprises Development Act, 2006. As a result, no interest provision/payments has been made by the Company towards such creditors, and no disclosures thereof are made in this accounts.

13. The Company has operating leases for office premises that are renewable on a periodic basis and are cancelable by giving a notice period ranging from one month to three months. The amount of rent expenses included in Profit and Loss Account towards operating leases aggregate to Rs 59.83 Lakh, (Rs. 56.81 Lakh).

## 14. Details of Pre-operative Expenses (Rs. in Lakh)

Sl. No.	Particulars	2010-11	2009-10
1.	Audit Fees	0.17	-
2.	Bank Charges	55.04	-
3.	Professional Fees	1.40	-
4.	Royalty Paid	43.07	-
5.	Others	0.32	-
	<b>Total</b>	<b>100.00</b>	<b>-</b>

## Schedules forming part of the Consolidated Balance Sheet and Profit &amp; Loss Account

as at and for the year ended 31st March 2011

## Schedule - 24 NOTES ON ACCOUNTS (Contd...)

## 15. Details of Prior Period Items (Net)

(Rs. in Lakh)

Particulars	2010-11	2009-10
<b>Income</b>		
Accrued Interest for previous Year	2.08	-
Rates & Taxes	2.00	-
Gratuity Liability Written Back	-	34.64
Miscellaneous	1.75	7.17
<b>Total (a)</b>	<b>5.83</b>	<b>41.81</b>
<b>Expenses</b>		
Selling Commission	5.24	2.49
Bank Charges	3.78	-
Bonus	2.88	-
Rates & taxes	5.91	-
Machine Hire Charges	-	6.16
Miscellaneous	0.34	-
<b>Total (b)</b>	<b>18.15</b>	<b>8.65</b>
<b>Net Income / (Expenses)</b>	<b>(12.32)</b>	<b>33.16</b>

16. The amount of remuneration paid in excess of limit approved by central government under section 314 of the Companies Act, 1956 to two relatives of the directors who are in employment with the Company has been recovered during the year.

17. Previous year's figures including those given in brackets, have been regrouped / re-arranged wherever considered necessary.

As per our report of even date

For S.R. Batliboi & Associates  
Firm registration no. 101049W  
Chartered Accountants

per Vikas Mehra  
Partner  
Membership No. 94421

Place : Gurgaon  
Dated : 21st May 2011

For and on behalf of Board of Directors

H. S. Sinha  
Director

V. N. Purohit  
Director

R. Mishra  
Company Secretary

D. P. Tania  
Chairman

S. G. Tania  
Managing Director

Atul Tania  
Executive Director

## Consolidated Cash Flow Statement For the year ended 31st March 2011

(Rs. in Lakh)

	2010-11	2009-10
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax	2,684.27	3,030.30
<b>Adjustment for :</b>		
Depreciation	1,197.45	1,004.39
Profit on Sale of Long Term Trade Investments	-	(7.70)
Loss on Sale / Discard of Fixed Assets	23.47	13.56
Interest on deposits from Banks/ loans, advances etc. (Gross)	(114.82)	(94.68)
Provision for Doubtful Debts	19.11	-
Bad Debts / Investments written off	9.57	27.34
Liability no longer required written back	(7.45)	(56.62)
Loss on Exchange Fluctuation (Net) - Unrealised	43.50	153.46
Preliminary Expenses written off	0.02	0.43
Interest Expenses	1,819.42	2,990.27
<b>Operating Profit before working capital charges</b>	<b>5,674.54</b>	<b>5,507.85</b>
(Increase) / Decrease in Loans & Advances	(1,453.00)	(276.29)
(Increase) / Decrease in Other Current Assets	(435.74)	(6,038.79)
(Increase) / Decrease in Sundry Debtors	(3,550.85)	(2,879.22)
(Increase) / Decrease in Inventories	(696.01)	805.23
Increase / (Decrease) in Current Liabilities & provisions	1,192.17	3,566.46
<b>Cash Generated from operations</b>	<b>731.11</b>	<b>685.24</b>
Direct Taxes paid	(1,548.58)	(339.84)
<b>Net Cash from Operating Activities (A)</b>	<b>(817.47)</b>	<b>345.40</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Repayment of / (Loan to) GPT Employees Welfare Trust (Interest free)	0.10	(0.10)
Loan to Bodies Corporates	(330.01)	-
Purchase of fixed assets (including capital work in progress)	(2,778.33)	(1,876.36)
Sale of Fixed Assets/CWIP	99.12	72.48
(Purchase) / Sale of Investments	4.40	18.70
Interest received	104.82	98.47
Investment in shares of a subsidiary at the time of acquisition	(24.74)	-
Investment in Bank Fixed Deposits (Net)	(130.98)	(704.91)
<b>Net Cash used in Investing Activities (B)</b>	<b>(3,055.62)</b>	<b>(2,391.72)</b>

## Consolidated Cash Flow Statement (Contd...)

(Rs. in Lakh)

	2010-11	2009-10
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Long Term Borrowings received	3,661.60	2,261.91
Long Term Borrowings repaid	(3,290.23)	(772.58)
Short Term Borrowings received / (repaid) (Net)	1,080.93	(2,172.32)
Cash Credit and Working Capital received (Net)	1,753.32	2,633.22
Proceeds from Contribution from Minorities	120.00	-
Proceeds against Preferential Convertible Warrants	2,605.00	411.25
Proceeds from issue of Compulsorily Convertible Preference Shares	320.00	2,510.20
Share Issue Expenses	-	(87.92)
Dividend paid	(254.20)	(125.00)
Interest Paid	(1,821.30)	(1,427.91)
Tax on Dividend	(42.22)	(21.24)
<b>Net Cash from Financing Activities (C)</b>	<b>4,132.90</b>	<b>3,209.61</b>
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	259.81	1,163.29
Effect of Foreign Currency Translation	(366.01)	(468.86)
Cash and Cash Equivalents - Opening Balance	989.28	294.85
Cash and Cash Equivalents of a subsidiary company at the time of acquisition	3.96	-
<b>Cash and Cash Equivalents - Closing Balance</b>	<b>887.04</b>	<b>989.28</b>
<b>Notes:</b>		
Cash & Cash Equivalents *:		
Cash on hand	264.90	119.51
Balance with Scheduled Banks:		
- In Current Account	586.23	865.45
- In Fixed Deposits *	-	-
Balance with Non Scheduled Banks		
- In Current Accounts	35.91	4.32
<b>Cash and Cash Equivalents as at the Close of the year</b>	<b>887.04</b>	<b>989.28</b>
*Excluding restricted Cash in form of Fixed Deposits Pledged as security / margin with sales tax authority, banks and Clients.	1,621.57	1,614.90
* Excluding fixed deposits having maturity period over 3 months	124.31	-

As per our report of even date

For **S.R. Batliboi & Associates**  
Firm registration no. 101049W  
Chartered Accountants

per **Vikas Mehra**  
Partner  
Membership No. 94421  
Place : Gurgaon  
Dated : 21st May 2011

For and on behalf of Board of Directors

**H. S. Sinha**  
Director

**V. N. Purohit**  
Director

**R. Mishra**  
Company Secretary

**D. P. Tantia**  
Chairman

**S. G. Tantia**  
Managing Director

**Atul Tantia**  
Executive Director