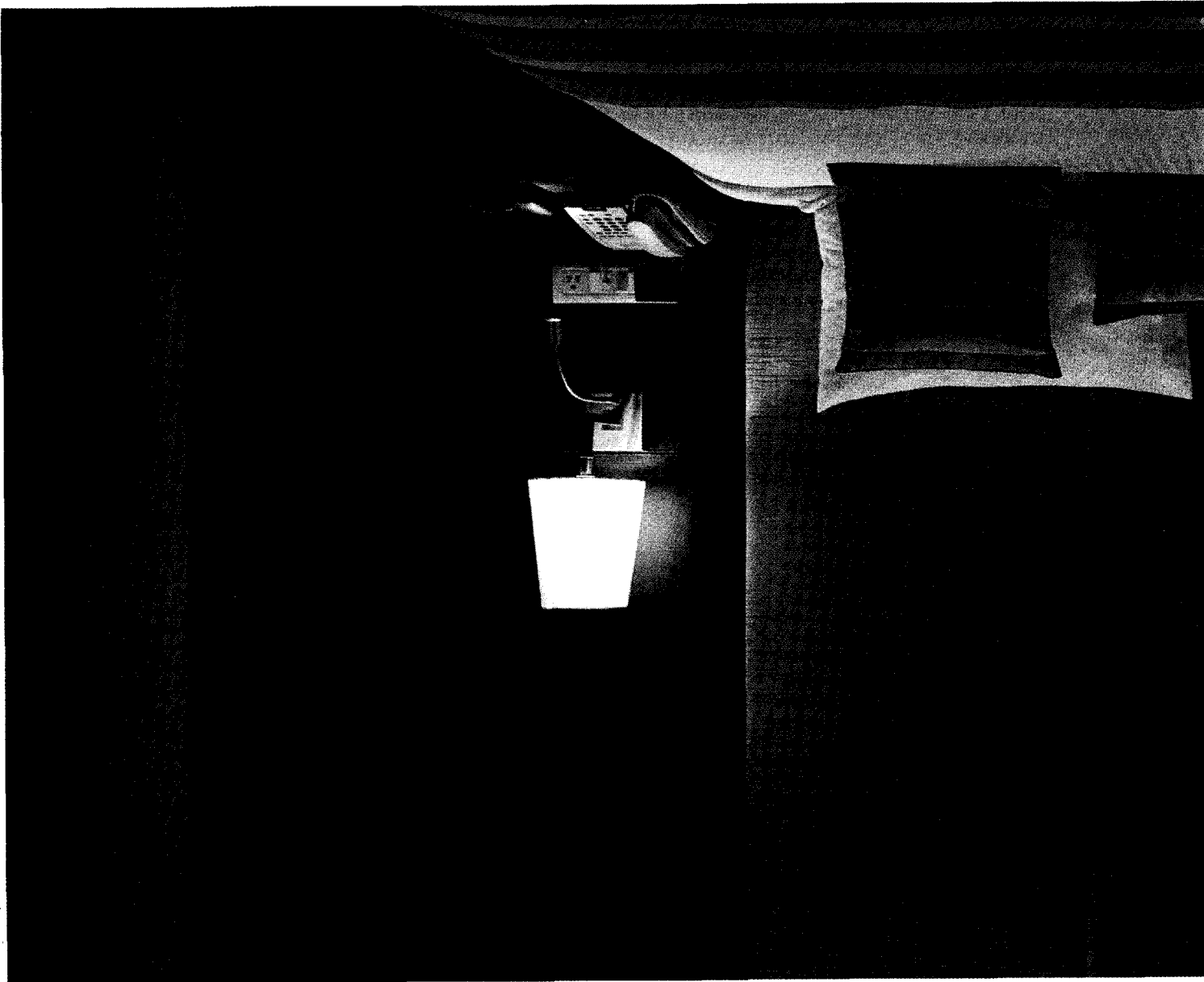


2008 2009

Report

Annual

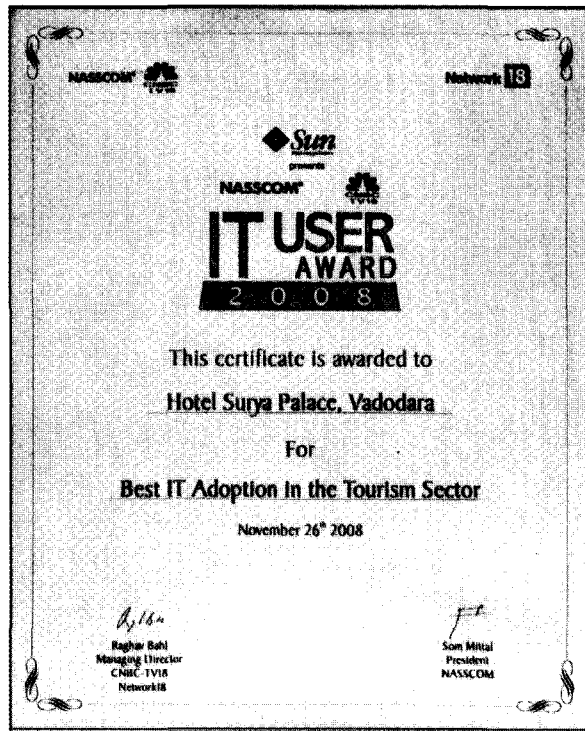
24th



JINDAL HOTELS LIMITED



Encore !



**Jindal Hotels Limited is delighted to receive the
NASSCOM - CNBC IT User Award 2008
for Best IT Adoption in the Tourism Sector**

This award follows our nomination twice as the “Business Hotel of the Year- Economy” at the H & FS Awards for Excellence in the years 1999 and 2002 as well as the CNBC TV-18 Emerging India Award in 2008 as a globally competitive SME in the category "Travel and Tourism". It has been our sincere endeavor to offer quality and excellence in service, while keeping ourselves in step with the contemporary trends and technology.

These awards recognize our constant endeavor in these directions and instill renewed energy and zeal to carry this mission further. We thank all patrons, well wishers and team members who have made this possible.

“ The Award Jury was tremendously impressed by the pro-active and holistic approach to IT adoption at Jindal Hotels and the seamless alignment of IT with the business strategy. ”

NASSCOM

JINDAL HOTELS LIMITED, BARODA

**Hotel Surya Palace, Sayajigunj, Baroda - 390 020.
www.suryapalace.com**

- Board of Directors** : Shri A. C. Patel (Chairman)
Shri P. D. Shah (Managing Director)
Shri N. D. Shah (Executive Director)
Shri J. G. Patel
Smt. C. P. Shah
- Registered Office** : Hotel Surya Palace,
Sayajigunj,
Vadodara - 390 020.
- Name of the Hotel** : Hotel Surya Palace
Sayajigunj,
Vadodara - 390 020.
Ph. : (0265) 2363366 / 2226000 / 2226226
Fax : (0265) 2363388
E-mail : sales@suryapalace.com
share@suryapalace.com
- Banker** : State Bank of India,
Specialised Commercial Branch,
Trident Complex,
Race Course,
Vadodara - 390 007.
- Auditors** : M/s. V. Shah & Associates,
Chartered Accountants,
12, Dhayber Colony,
B/H Baroda High School,
Near Polo Ground
Vadodara - 390 001.
- Company Secretary** : Ms. Karuna V. Advani
- Registrar & Share Transfer Agent** : MCS Limited,
Neelam Apartment,
88, Sampatrao Colony,
Alkapuri, Vadodara - 390 007.
Ph. : (0265) 2314757, 2339397, 2350490
E-mail : mcsbaroda@yahoo.com

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

www.suryapalace.com

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Twenty Fourth Annual General Meeting of the members of M/s. Jindal Hotels Limited, will be held on **Tuesday, the 29th day of September, 2009 at 12:00 noon**, at the Company's Registered Office : Hotel Surya Palace, Sayajigunj, Baroda- 390 020, to transact the following business :

ORDINARY BUSINESS :

01. To receive and adopt the Audited Statement of Accounts for the year ended 31st March, 2009, together with the Report of Directors and Auditors thereon.
02. To elect Director in place of Mr.J.G.Patel who retires by rotation, being eligible offers himself for reappointment.
03. To declare Dividend on Equity Share for the year ended 31st March, 2009.
04. To appoint Auditors to hold office till the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

Registered Office :
Hotel Surya Palace,
Sayajigunj,
Vadodara 390 020.

By Order of the Board Directors of
JINDAL HOTELS LIMITED

Place : Vadodara
Date : 22.07.2009

Karuna V. Advani
Company Secretary

NOTES :

01. THE MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, CAN APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE, INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER. The proxy should, however, be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
02. Share Transfer Book and the Register of Members of the Company will remain closed from **22.09.2009 to 29.09.2009** (both days inclusive) for effecting transfer of shares, payment of Dividend and other allied matters.
03. Members are requested
 - (a) To notify immediately, changes in their address, if any, to the Company.
 - (b) To bring their copy of the Annual Report, as no copy will be distributed at the Annual General Meeting.
 - (c) To **DEMATERIALIZED** their Shares Certificates through your Depository participants (DP)
 - (d) **To avoid loss of dividend warrant/s in transit and undue delay in respect of receipt of dividend warrant/s, the Company has now provided the facility to the Members for payment of dividend through the National Electronic Clearing System (NECS). The NECS facility is available at the locations identified by our banker / Reserve Bank of India from time to time and covers most of the cities and towns. Members holding shares in physical form and desirous of availing this facility are requested to furnish your Bank Account details as follows, for the purpose along with a photocopy of a Cheque of the same account bearing MICR Code, to the Company's Registrars and Transfer Agents, M/s. MCS Ltd, Baroda.**

FOLIO NO.	
NAME OF SHAREHOLDER	
BANK NAME & BRANCH	
ACCOUNT NO.	
MICR NO.	

04. In order to maintain decorum amidst the proceedings, members are requested to attend the Meeting without accompanying guests or children.
05. Consequent upon amendment to section 205 A of the Companies Act, 1956 and introduction of Section 205 C by the Companies (Amendment) Act, 1999, the amount of dividend remaining unpaid or unclaimed for a period seven years from the date of transfer to Unpaid dividend Account of the Company, shall be transferred to the Investor Education and Protection Fund set up by the Government of India and no payments shall be made, in respect of any such claims by the Company. Members who have not yet availed dividend for the Financial year ended 31.3.2005, 31.03.2006 and 31.03.2007,31.03.2008 are requested to make their claims to the Company accordingly, without further delay.
06. In terms of Section 109 A of the Companies Act, 1956, members are entitled to make nomination of shares held by them in physical form. Members desirous of making nominations are requested to send their request in Form 2B in duplicate to the registered office of the Company or the Registrars. The nomination forms will be made available to the members on request & also on the **company's website : www.suryapalace.com**
07. Members desiring any relevant information or clarifications on the accounts at the Annual General Meeting are requested to write to the Company Secretary atleast ten days in advance of the meeting, so as to enable the management to compile the information and provide details at the meeting.

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

www.suryapalace.com

Report of the Directors & Management Discussion and Analysis

Dear Members,

On behalf of the Board of Directors of your Company, I take pleasure in presenting the 24th Annual Report and Audited Statement of Accounts for the financial year ended 31st March, 2009.

I am pleased to report that your Company has endured a difficult year with forethought and determination and performed well in the financial year 2008-09. This period, as we all know, has been one of immense economic challenge and turbulence. Over the years, your Company has pursued a very proactive strategy and approach, anticipating the evolving trends and developing mechanisms to meet diverse crisis and situations, enabling it to build a robust and sustainable business practice.

Your Directors believe that the Company should offer increasing value to all its stakeholders. We have maintained this with our tradition and policy of offering high quality content and services. While we guard our high levels and benchmarks, we innovate to improve and upgrade our activities and offerings.

As stewards of the Company, we will always share our vision of growth with you. Our guiding principles retain a blend of realism with optimism, a kind of expediency that we have suited for our plans and actions. This has been and will remain the guiding force of all our future endeavors too.

A summary of the operating results for the year and appropriation of divisible profits is given below :

Financial Performance	(Rs. In lacs)	
	Year ended 31.03.2009	Year ended 31.03.2008
Turnover	1805.71	1570.80
Less: Expenditure	1311.21	1146.78
Profit before Depreciation, Interest and Taxation	494.50	424.02
Interest	98.73	98.88
Depreciation	130.12	119.14
Profit before Taxation	265.65	206.00
Provision for Income Tax / FBT / Def. Tax	108.29	74.95
Net Profit after Taxation	157.36	131.05
Income Tax of previous year	(4.25)	(1.24)
Profit Brought Forward	115.95	54.12
Disposable Surplus	269.06	183.93
Transfer to General Reserve	35.00	35.00
Proposed Equity Dividend	28.19	28.19
Tax on Dividend	4.79	4.79
Balance Profit c/f	201.08	115.95

Review of Operations

During the year ended on 31st March, 2009, the Company has reached a sales turnover of Rs. 1805.71 lacs and posted a net profit of Rs. 157.36 lacs. When compared to the turnover of Rs. 1570.80 lacs and net profit of Rs. 131.05 lacs during the previous year, it represents an increase of around 15 % and 20% respectively.

Prospects & Concerns

The last six months have been very difficult and challenging for the Indian hotel industry. This is due to a multiplicity of factors. Amongst them is the aftermath and impact of the November 2008 terrorist attack in Mumbai, global economic slowdown, sharp decline in growth rate of GDP and fear of a drought situation due to insufficient monsoon. From January to June 2009, 24.67 lakh foreign tourists visited the country, much lower than the 27.19 lakh tourists during the corresponding period in 2008. An official estimate reveals a drop of around 10% in tourist traffic since November 2008.

The hotel industry in Baroda faces declining demand with increasing supply. To add to this, some hotels have reduced tariffs by 20-30%, which has an adverse impact on the performance of your Company. Further, there is an increase in cost of inputs, including energy and food stock. However, with better and continuous monitoring and control of costs, the revenue has gone up. Credit for this also goes to the positive experience at the newly furnished rooms as well as better services offered to the guests.

The management has taken active steps to promote the property with some effective marketing initiatives. There is stringent monitoring and control of various input costs. We are launching some new services to add to the product portfolio. Internal skill sets are being developed for better utilization and implementation of available resources. With these efforts, we hope to maintain the profitability of your Company.

NASSCOM-CNBC Emerging India Award

We are indeed proud to share that your Company's reliance and use of Information Technology as a tool of management has been recognized and duly rewarded. The Company won the "NASSCOM-CNBC Emerging India Award 2008" for use of IT in the Hotel & Tourism category. This honor was bestowed on 24th November, 2008, at the ITC Grand Central, Mumbai, by the august hands of Shri Jairam Ramesh (Honourable Member of Parliament).

Expansion & Upgradation

As envisaged, the Company has completed its expansion & upgradation project by April 2009. The total cost incurred by the Company was Rs. 936.02 lacs, as against the estimate of Rs. 924 lacs. This project is financed by the State Bank of India, with a term loan of Rs. 619 lacs, and the balance will be met from internal cash accruals. The hotel capacity has now reached 115 rooms.

Issue of Warrants convertible into Equity Shares on Preferential Basis

In accordance with the approval of shareholders in their Extraordinary General Meeting held on 23rd June, 2009 and an Approval In Principle granted by Bombay Stock Exchange vide its letter dated 16th June 2009, there has been an issue of Warrants convertible into Equity shares on Preferential basis. The Board of Directors of the Company, in its meeting held on 1st July, 2009, allotted 24,76,540 Warrants of Rs.20 each, convertible into Equity Shares of Rs. 10/- each, at a premium of Rs. 10/- per share.

Brand Development

Your hotel has achieved higher sales and profit despite adverse markets in the year under review. As time rolls, there is bound to be pressure, with declining markets and increased competition from formidable rivals. Your Directors have discussed and deliberated on the road ahead and feel that its time to consider a collaboration or tie up with a national or international brand. This will strengthen our brand equity as well as marketing network. We have initiated dialogue with leading chains that are compatible with the character and culture of our Company.

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Development of Adjacent Premises

As mentioned in last year's Annual Report, the Company had planned to start construction of adjacent premises from January 2009. Recently, the State Bank of India has granted a Long Term Loan of Rs. 2498 Lacs for completion of the Project at a total cost of Rs. 3831 Lacs. Your management has done adequate planning of all the resources for construction of the adjacent premises within time schedule.

Dividend

Your Directors, in consideration of the fund requirements for "New Hotel Project", have decided to recommend a dividend @ 8% i.e. Rs.0.80 per Equity Share of Rs.10/- each for the financial year ended March 31st, 2009, subject to approval of the shareholders at the Annual General Meeting.

Directors

There is a change in the composition of the Board of Directors. Shri Piyush D. Shah, Managing Director, acted as Chairman of Company after the resignation of Shri D. C. Gami on 17th May, 2008. Thereafter, Shri A. C. Patel, being the senior board member, was appointed as Chairman by the Board in their meeting held on 20th January, 2009.

Shri Jatil G Patel, Director, who retires by rotation, is eligible for reappointment and has shown his willingness to be reappointed as Director

Insurance

The Company has a broad-banded approach towards insurance. Adequate cover has been taken for all movable and immovable assets against numerous risks and hazards.

Statutory Disclosures

None of the Directors of your Company is disqualified as per the provisions of Section 274(1) (g) of the Companies Act, 1956. Your Directors have made the necessary disclosures, as required under various provisions of the Act and Clause 49 of the Listing Agreement.

The Company has no employee during the year covered under Section 217(2A) of the Companies Act, 1956.

The provision under Section 217(i) (e) of the Companies Act, 1956 are not applicable since the Company belongs to the hospitality industry.

During the year under review, your Company earned foreign exchange of Rs. 100.28 lacs (Previous year Rs. 51.76 lacs), whereas outflow of foreign exchange was Rs.46.86 lacs (Previous year Rs.13.49 lacs).

Auditors

M/s. V. Shah & Associates, Chartered Accountants, Baroda, hold office as Auditors of the Company till the ensuing Annual General Meeting, and being eligible, offer themselves for reappointment. Members are requested to reappoint M/s. V. Shah & Associates, Chartered Accountants, Baroda, as Auditors of the Company for the current year, to hold office from the conclusion of ensuing Annual General Meeting until the conclusion of the next Annual General Meeting.

Corporate Governance

Pursuant to Clause 49 of the Listing Agreement with the Bombay Stock Exchange, Corporate Governance Report and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of the Annual Report.

Internal Control Systems & their adequacy

The Company has proper and adequate system of Internal Control Procedures to ensure that all transactions are authorized, recorded and reported correctly. This ensures prompt financial reporting, optimum utilization of various resources and immediate reporting of deviations. Compliance with laws and regulations is also ensured and confirmed and is checked by the Internal Auditor of the Company.

The reports of the Internal Auditor are reviewed in the meetings of the Audit Committee of the Board. The Audit Committee also reviews adequacy of internal controls, system and procedures, insurance coverage of assets from various risks and steps are taken to manage foreign currency exposures. The Audit Committee also interacts with Internal Auditors and Statutory Auditors of the Company to ensure compliance of various observations made during the conduct of audits and sufficiency of various controls.

Management of Human Resources

The Company has always emphasized the importance of its employee relationships as a necessary ingredient for its success and future growth. Its human development initiatives ensure that employees are trained, motivated and involved at every level, so that they can act responsibly and contribute constructively. HRD activities help tap and utilize the innate potential of team members and special incentives are provided to increase productivity and reward efficiency.

The Company is committed to providing the opportunities to prepare our people with the skills they will require in the future. Our approach amalgamates corporate goals and individual needs.

The Company arranges for "speciality", "safety/emergency handling" and "on the job" training.

By the end of March 2009, the Company had 115 permanent employees.

We are proud to possess an exceptional pool of skilled manpower, professionals and executives who are committed to deliver value all the time.

Listing of Securities

The shares of the Company are listed with the Bombay Stock Exchange, Mumbai. The listing fees for Financial Year 2009-10 have already been paid.

Directors Responsibility Statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, your Directors confirm that:

- (i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- (ii) Appropriate accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing fraud and other irregularities;
- (iv) The Annual Accounts have been prepared on a going concern basis.

Fixed Deposits

The Company has not invited deposit from public. However, the Company has accepted interest free deposits during the year under review. The Company has complied with the provisions of Rule 10 of the Companies (Acceptance of Deposits) Rules, 1975 as well as the provisions of Section 58A and 58AA of The Companies Act, 1956.

Acknowledgement

The Board of Directors acknowledges the cooperation and support received from Vendors, Traders, Customers, Banks, Financial Institutions, Shareholders and the society at large.

The support of the Bankers, Auditors, Central and State Government Officials, Solicitors, Advisors, Business Associates and Members of Jindal family need a special mention here. Without their unfailing support, this performance of the Company would not have been possible.

The Directors also wish to place on record their appreciation to the team of executives, staff and workers, who have shown immense dedication and efficiency in performing their duties.

Your Directors look forward to a long and fruitful association with all of them.

For JINDAL HOTELS LTD

P. D. Shah
Managing Director

Place : Vadodara
Date : 27.07.2009

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's report on Corporate Governance for the financial year ended 31st March ,2009.

The Company's Philosophy on Corporate Governance :

Jindal Hotels Ltd believes that Corporate Governance is about commitment to values and ethical business conduct. Proper, accurate and timely disclosure of information regarding the affairs of the company, its financial position, performance, ownership and governance is an integral part of the philosophy of Corporate Governance. The Company's corporate governance philosophy is based on the following principles :

1. To follow the laws of land, not only in letter, but in spirit too.
2. Transparent, truthful and complete disclosure of information.
3. Distinguish between personal conveniences and company's resources and properties.
4. The Company firmly believes and proclaims that the shareholders are the cause of and ultimate beneficiaries of our business and economic epicenter.

Your Board of Directors is proud to assert that much before the code of Corporate Governance, in its present state, was thought of Jindal Hotels Limited was following it in strict as well as literal sense. The Company has complied with the requirements of Corporate Governance as laid down by the Stock Exchange are detailed hereunder:

Pursuant to Clause 49 of the Listing Agreement entered with Bombay Stock Exchange, the Company hereby presents a Report on Corporate Governance to its members for the Financial Year 2008-09.

1. BOARD OF DIRECTORS

Name of Director	Category	No. Board Meeting		Attendance at last AGM (23.09.2008)	Other Directorships (including JHL)	Committee Position (including JHL)	
		Held	Attended			Member	Chairman
Mr. P D Shah	MD	6	6	Yes	5	-	-
Mrs C P Shah	NED	6	6	Yes	3	1	-
Mr. N D Shah	ED	6	6	Yes	5	-	-
Mr. J G Patel	NED & IND	6	5	Yes	1	1	1
Mr. A C Patel	CM,NED & IND	6	6	Yes	11	4	1
Mr. D C Gami	NED & IND	6	1	-	-	-	-

(NED - Non Executive Director, IND - Independent, CM - Chairman,MD- Managing Director, ED – Executive Director)

Up to 17th May, 2008, Shri D. C. Gami was the Chairman of the Board of Directors and after his resignation, Shri Piyush D Shah present Managing Director was appointed as the Chairman and Managing Director. Thereafter in the meeting of Board of Directors held on 20th January 2009, Shri A.C Patel has been appointed as the Chairman of the Company.

(b) Number of Board Meetings held and the dates there of :

Six Board Meetings were held during the financial year as on 22.04.2008, 17.05.2008, 22.07.2008, 23.09.2008, 21.10.2008 and 20.01.2009.

2. AUDIT COMMITTEE

(a) Terms of Reference

- a) To hold periodic discussion with the Statutory Auditors and Internal Auditors of the Company concerning the accounts of the Company, internal control systems, scope of audit and observation of the Auditors/Internal Auditors;
- b) To review compliance with internal control systems;
- c) To review the quarterly, half-yearly and annual financial results of the Company before submission to the Board;
- d) To make recommendations to the Board on any matter relating to the financial management of the Company, including the Audit Report;
- e) Recommending the appointment of statutory auditors and fixing of their remuneration.

(b) Composition, Names of Members and Chairman

Name of Director	Category	No of Meeting Attended
Smt. C P Shah	NED	4
Shri J G Patel	NED & IND	3
Shri A C Patel	NED & IND	4
Shri D C Gami	NED & IND	1

Shri D. C. Gami was the Chairman of Audit Committee until 17th May,2008. On the same day in the meeting of Board of Directors, Mr. J. G. Patel was appointed as the Chairman of Audit Committee.

(c) Meeting and Attendance during the period

Four Audit Committee Meetings were held during the F. Y. 2008 – 09.

The dates of the meetings are 22.04.08, 22.07.08, 21.10.08 and 20.01.09 The meetings were attended by the members of the Audit Committee.

3. SHAREHOLDER GRIEVANCES COMMITTEE

(a) Terms of Reference

- (i) To approve transfer / transmission of shares in physical form.
- (ii) To approve sub-division/consolidation other than the market lot of shares.
- (iii) To issue duplicate share certificates

JINDAL HOTELS LIMITED, BARODA

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(iv) To secure advice of outsider/professional with relevant expertise, if considered necessary.

(v) To approve dematerialization of equity shares of the Company.

(vi) To attend and to resolve grievances of the shareholders.

(b) Composition, Names of Member and Chairperson

The Shareholders Grievances Committee comprises of 3 members namely Smt C.P Shah, Director, Shri P. D. Shah, Managing Director and Shri N. D. Shah, Executive Director. Smt. C.P. Shah is the Non Executive Director of the Company and Chairperson of the Committee.

(c) Meetings and Attendance during the period

21 Meetings of the Shareholders Grievances Committee were held during the financial year ended on 31st March, 2009.

Name of the Member	Designation	No. of Meeting Attended
Mrs. C P Shah	Chairperson	21
Mr. P D Shah	Member	21
Mr. N D Shah	Member	21

(d) SHARE HOLDERS GRIEVANCE

Ms .Karuna Advani is the Compliance Officer of the Company. The complaints received during year - 2, Disposed of during the year -2, Un resolved at the end of the year – Nil from the shareholders / SEBI.

The company has furnished necessary documents and information to SEBI, BSE and shareholders, where ever necessary. There is no pending complaint for share transfer / transmission etc.

A Link : 'Shareholders Arena' is provided at the official website of the company www.suryapalace.com which facilities the direct email to the compliance officer and thereby shareholders can lodge their complaints.

4. Remuneration Committee

The Company has constituted a Remuneration Committee. Upto 17th of May, 2008 Shri D.C.Gami was the Chairman of the Committee. Thereafter, Shri A C Patel is appointed as the Chairman of Committee. The broad terms of reference of the Remuneration Committee are to recommend to the Board salary (including annual increments), perquisites and commission to be paid to the Company's Managing / Whole-time directors (MD / WTDs).

The composition of the Remuneration Committee given below :

Names of Members	Category	No. of Meetings attended during in the year 2007-08
Shri D C Gami	Independent, Non Executive	Since there was no proposal for enhancement in the remuneration of any Director, the Committee did not meet during the year under review.
Shri J G Patel	----- do -----	
Shri A C Patel	----- do -----	

The Company has complied with the non-mandatory requirement of Clause 49 regarding the Remuneration Committee.

The Company has paid remuneration to Directors during F.Y. 2008-09 as resolved in the Annual General Meeting held on 27.09.2005.

The details of remuneration paid to Directors is as follow :

Names	Remuneration	PF Contribution	Perks	Sitting Fees	Rupees
					Total
Shri P. D. Shah (MD)	7,62,098	91,451	1,07,191	-	9,60,740
Shri N. D. Shah (ED)	6,17,677	74,121	-	-	6,91,798
					<u>16,52,538</u>
Non Executive Directors					
Shri D. C. Gami	-	-	-	5,000	5,000
Shri J. G. Patel	-	-	-	22,500	22,500
Shri A. C. Patel	-	-	-	25,000	25,000
Smt. C. P. Shah	-	-	-	25,000	25,000
					<u>77,500</u>

5. Code of Conduct

The Board of Directors of your Company has laid down its code of conduct and ethics for all board members and senior management personnel of the Company and the same has been posted on the website of the Company. All Board members and senior management personnel have affirmed compliance with the code.

5A. GENERAL BODY MEETINGS

(I) Date, Time and Location where the last three AGMs were held

Date	Time	Location	Number of Special Resolution passed
26.09.2006	12.00 noon	Opp Parsi Agiari, Sayajigunj, Vadodara	03 (three) Special Resolution passed
29.09.2007	12.00 noon	Opp Parsi Agiari, Sayajigunj, Vadodara	No Special Resolution passed
23.09.2008	12.00 noon	Hotel Surya Palace, Sayajigunj, Vadodara	No Special Resolution passed

(II) Postal Ballot :

(1) Whether Special resolutions were put through Postal Ballot last Year ? **No**

(2) Are polls proposed to be conducted through postal ballots this year ? **No**

5B. NOTES OF DIRECTOR SEEKING RE-APPOINTMENT

Shri Jatil G. Patel is M.Sc. from The M S University of Baroda. In March 2001, he retired as Deputy General Manager of Bank of Baroda. He had served Bank of Baroda for more than 30 years, including 8 years in branches at Abu Dhabi (UAE) and Fiji

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Islands. He has had an exemplary career with the bank and has received numerous awards for exceeding various targets. He possesses wide exposure in finance and banking, an expertise that is always available to the Company. He is on Board of our Company since 22.07.2003.

5C. DIRECTORS PROFILE

Shri Piyush D. Shah, holds a Masters degree in Commerce and is a Law Graduate from The M. S. University of Baroda. He has attended national & international level short courses and seminars on the following: Management, Marketing, Finance and Team Building. He is the 3rd generation of a family of hoteliers. He is a philanthropist and is associated with NGOs health and education concerns at the state level. Due to his profound leadership skills, he has successfully leveraged a team of energetic and committed professionals in the Company. Under his tutelage, the average tenure of employment in JHL is 12.5 years, as against an industry average of just 5 years.

Shri Nilesh D. Shah is B.E. (Civil) from The M. S. University of Baroda. He is one of the co-promoters of the Company and is rendering services as an Executive Director since 1995. He is co-promoter of Hotel Kalyan, Sayajigunj, Baroda. He possesses to his credit more than 20 years experience in the civil construction activities and looks after planning, construction, engineering & maintenance of the hotel property of the Company.

Shri Ambalal C. Patel, is a BSc. (Chem.) and B E (Metallurgy). He has gained more than 35 years of experience in project evaluation, project finance and technical appraisal of various undertakings, while working with Gujarat Industrial & Investment Corporation Limited (GIIC). He had retired as a Deputy General Manager from GIIC in April 2004 and joined the Board of the Company in July 2004. He is at present Director of Shree Precoated Steels Ltd, Shree Gajanand Papers Ltd, Sal Steel Ltd, Nandan Exim Ltd, Laffans Petro Ltd, Vishal Malleable Ltd, Circuit System Ltd, Sumeru Industry Ltd, Chripal Industries Ltd, Karnavati Hospital Limited. His guidance and advice in the area of finance and company law matters is respected and appreciated.

Smt. Chanda P Shah is a Science Graduate and has more than 25 years experience as a Hotelier. She has been rendering her services as a Non Executive Director of our Company since 23.09.93. She is a member of Audit Committee and Chairperson of Shareholder Grievances Committee of our Company. She is on the Board of Jindal Agro Processing Pvt. Ltd & Synergy Stock Holding Pvt. Ltd. She is also partner in M/s. Kalyan Confectioners & Caterers, M/s. Hotel Kalyan & Restaurant and M/s. Kalyan Restaurant. Her experience, guidance and advice benefits the Company, particularly in the areas of Housekeeping, Interior Design and Landscaping. The ambience of the hotel created by her is a combination of tranquility and serenity along with grandeur and luxury.

The Company thus has a team highly qualified and experienced professionals on its Board to look after the overall operations. Apart from these eminent personalities, a team of professionals looks after the day-to-day operations of the Company.

5 D. DIRECTORS INTERSE RELATIONSHIP

Name of Director	Relationship
Shri P D Shah, MD	☛ Brother of Shri N D Shah, Executive Director ☛ Spouse of Smt C P Shah, Non-Executive Director
Shri J G Patel	☛ Independent Director
Shri A C Patel	☛ Independent Director

6. DISCLOSURES

Related Party transactions, comprising of contracts or arrangements with the promoters or other companies / entities in which the Directors are interested, are entered in the Register of Contracts and placed before Board Meeting as per Section 301 of the Companies Act, 1956.

Related Party transactions have been disclosed in Notes to the Accounts, Schedule 19 of Balance sheet as on 31.03.09.

There were no instances of non-compliance on any matter relating to the capital market during the last three years.

7. MEANS OF COMMUNICATION

The quarterly results are regularly published by the Company in newspapers as per the Stock Exchange requirements.

In addition, these are also submitted to the Stock Exchange in accordance with the Listing Agreement. Financial Results will be supplied through E-mail and posted to the shareholders on demand and now also kept on the website.

Investors may communicate with company on Email ID: sales@suryapalace.com and share@suryapalace.com for any complaint or any other matter.

8. GENERAL SHARE HOLDER INFORMATION

(a) AGM Date, Time and Venue

Date and Time : Tuesday, the 29th day of September, 2009 at 12:00 noon.
Venue : at Hotel Surya Palace, Sayajigunj, Baroda – 20.

(b) Financial Calendar

Board Meeting to approve Unaudited Financial Result : Period
Quarter ending June 30, 2009 : By the end of July, 2009
Quarter ending September 30, 2009 : By the end of October, 2009
Quarter ending December 31, 2009 : By the end of January, 2010
Quarter ending March 31, 2010 : By the end of April, 2010
In case of Audited Result : By the end of June, 2010

(c) Date of Book Closure : 22nd September 2009 to 29th September 2009 (Both days inclusive)

JINDAL HOTELS LIMITED, BARODA

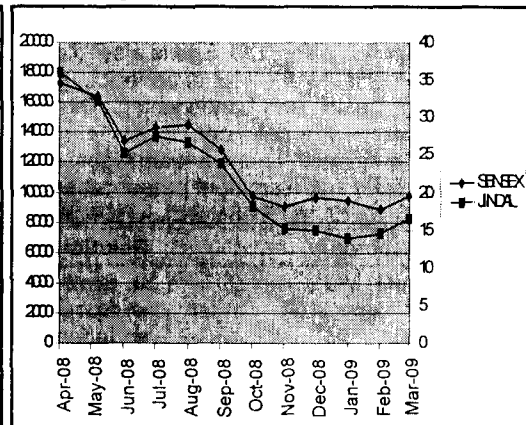
Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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- (d) Dividend payment dates : on or after 03.10.2009
 (e) Listing on Stock Exchange : At Bombay Stock Exchange Ltd.
 Listing Fees have been paid for F Y 2009-10.
 (f) Stock Code (Physical) : Mumbai – 507981
 (g) Demat ISIN No in NSDL & CDSL : INE 726 D01016
 (h) Status of Demat as on 31.03.09 : No of Shares Percentage
 Dematerialised : 30,04,540 85.27
 Physical Form : 5,18,920 14.73
35,23,460 100%
 (i) Registrar and Share Transfer Agents : MCS Limited.
 Neelam Apartment, 88, Sampatrao Colony,
 Alkapuri, Vadodara – 390 007
 (j) Share Transfer System : Shareholder Grievances
 Committee meets once or
 twice in a month, depending
 on volume of share transfer and
 dematerialization request.
 (k) Outstanding ADRs/GDRs etc. : Not Applicable
 (l) Hotel Location : Hotel Surya Palace, Sayajigunj, Vadodara - 390 020.
 (m) Address for Correspondence : The Office of Registrar &
 Share Transfer Agent

(n) High & Low Prices of Equity Shares as per Stock Market Data, Mumbai Stock Exchange (BSE)

MONTH	HIGH (Rs)	LOW (Rs)	Cl. Rate (Rs)	Sensex
APRIL 2008	39.70	28.10	36.00	17287.31
MAY 2008	37.15	32.00	32.25	16415.57
JUNE 2008	35.00	23.25	25.20	13461.60
JULY 2008	32.25	22.10	27.55	14355.75
AUGUST 2008	32.65	24.00	26.65	14564.53
SEPTEMBER 2008	29.95	20.30	23.95	12860.43
OCTOBER 2008	28.00	13.25	18.10	9788.06
NOVEMBER 2008	21.45	13.60	15.10	9092.72
DECEMBER 2008	17.65	13.30	14.90	9647.31
JANUARY 2009	17.05	13.00	14.00	9424.24
FEBRUARY 2009	16.25	12.76	14.55	8891.61
MARCH 2009	19.58	14.00	16.45	9708.50



(p) DISTRIBUTION OF EQUITY SHARES AS ON 31.03.2009

Shareholding of Nominal value (Rs.)	Nos.	% Total Share Holders	No. of Shares	% of Paid Up Capital
Up to 5000	5185	91.33	845707	24.00
5001 to 10000	332	5.85	261707	7.43
10001 to 20000	91	1.60	131124	3.72
20001 to 30000	35	0.62	87611	2.49
30001 to 40000	9	0.16	31302	0.89
40001 to 50000	7	0.12	32588	0.92
50001 to 100000	10	0.18	69004	1.96
100001 to above	8	0.14	2064417	58.59
Total	5677	100.00	3523460	100.00

(q) SHARE HOLDING PATTERN as on 31.03.2009

Sr. No.	Category	No. of Shares Held	% of Shareholding
01.	Promoters	1915583	54.37
02.	Private Corporate Bodies	150166	4.26
03.	Indian Public	1451582	41.20
04.	NRIs / OCBS	6129	0.17
	Total	3523460	100

DECLARATIONS :

Managing Director (CEO) and Chief Financial Officer (CFO) Certification

As required by sub clause V of clause 49 of the Listing Agreement entered with the Bombay Stock Exchange, we have certified to the Board that for the financial year ended 31st March, 2009, the Company has complied with the requirements of the said sub clause.

Place : Vadodara
Date : 27.07.2009

Palak Gandhi
Chief Financial Officer

P D Shah
Managing Director

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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AUDITORS REPORT

To,
The Members of Jindal Hotels Limited

I. We have audited the attached Balance Sheet of JINDAL HOTELS LTD., as at 31st March 2009, the Profit & Loss Account and the Cash Flow Statement for the year ended on that date, all annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material 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 estimate made by the Management as well as evaluating the over all financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

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

- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b. In our opinion, proper books of accounts as required by law have been maintained by the company so far as appears from our examinations of those books.
- c. The company's Balance Sheet and Profit & Loss Account and Cash Flow Statement dealt with by the report are in agreement with the books of account.
- d. In our opinion the Profit & Loss Account and Balance Sheet and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
- e. In our opinion and to the best our information and according to the explanations given to us, the said accounts read with the notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:-
 - i. In case of Balance Sheet, of the state of affairs of the company as on 31st March, 2009, and
 - ii. In case of Profit & Loss Account, of the profit of the company for the year ended on that date.
 - iii. In the case of the Cash Flow Statement, of the Cash Flow for the year ended on that date.
- f. On the basis of the written representation from the Directors and taken on record by the Board of Directors, none of the Director is disqualified as on 31st March, 2009 from being appointed as a Director in terms of under section 274 (1)(g) of the Companies Act, 1956.

II As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, and on the basis of such examination of the books and records of the company as we considered appropriate and the information & explanations given to us during the course of the Audit we report as under:

1. In respect of its Fixed Assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) We are informed that the Fixed Assets of the Company have been physically verified by the management according to the phased programme designed to cover all the items over a period of 3 years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, physical verification was carried out during the year and no material discrepancies were noticed..
 - (c) No substantial part of fixed assets have been disposed off during the year. The going concern status of the company is not affected.
2. Inventory :
 - (a) The inventory have been physically verified during the year by the management;
 - (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. The discrepancy noticed on physical verification of inventory have been properly dealt within the books of accounts
3.
 - (a) According to the information and explanations given to us, there are no loans(secured or unsecured) granted by the Company to companies, firms or other parties covered in the register maintained under section 301 of The Companies Act, 1956.
 - (b) The Company has taken Interest Free unsecured loans (in the nature of Deposits) from Thirteen parties covered in the Register maintained u/s 301 of The Companies Act, 1956. The maximum amount involved during the year was Rs. 425.83 lacs and the year end balance of Loan taken from such parties was Rs. 277.87 lacs.
 - (c) We are further informed that these unsecured loans are not prima facie prejudicial to the interest of the Company as the same are interest free and stated to be on long term basis. There is no overdue amount of such unsecured loans.
4. In our opinion and according to the information and explanations given to us, there are 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 & services. During the course of our audit we have not observed any continuing failure to correct major weaknesses in Internal Control.
5. In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act, 1956:
 - (a) To the best of our knowledge and belief and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangement that need to be entered into the register have been so entered;
 - (b) In our opinion and according to the information and explanations given to us, these contracts or arrangement involved (1) Lease rent payable to the Promoters for the land on which hotel building is situated, aggregating to Rs. 13,00,920/- . (2) Sale of 1875000 Equity Shares of Rs. 10/- each, having paid up value of Rs. 5/- per Equity Share, of M/s Om Hospitality Pvt. Ltd., Baroda, to M/s Synergy Stock Holdings Pvt. Ltd., Baroda, at consideration of Rs. 93,75,000/-, which appears to be reasonable.
6. The Company has not invited the deposits from public. However Company has accepted interest free deposits during the year

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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under review and complied with the provision of the Companies (Acceptance of Deposits) Rules, 1975 and Section 58A & 58AA of The Companies Act, 1956.

7. In our opinion, the company has an internal audit system commensurate with its size and nature of its business;
8. The Central Government has not prescribed maintenance of cost records u/s 209 (1) (d) of the Companies Act, 1956 for the Company's products and activities.
9. Statutory and other dues:
 - (a) According to the information and explanations given to us and based on the records examined by us, the Company has been regular in depositing undisputed statutory dues including Provident fund, Investor Education and Protection Fund, Employees' State insurance, Income tax, Sales Tax, Wealth Tax, Custom duty, Luxury Tax, Excise Duty, Service Tax, cess and any other statutory dues with the appropriate authorities during the year.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Sales Tax, Income Tax, Wealth Tax, Customs Duty, Luxury Tax, Service Tax, Excise Duty as at 31.03.2009 for a period of more than six months from the date they become payable.
 - (c) According to the information and explanation given to us, there are no dues of sale tax, income tax, customs duty, wealth tax, excise duty, Service Tax and cess which have not been deposited on account of any dispute.
10. The Company does not have any accumulated losses as at the end of the financial year. The Company has not incurred cash losses during the Financial Year covered by our audit and the immediately preceding financial year.
11. The Company has not defaulted in repayment of dues to a financial institution or bank;
12. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities;
13. The company is not a chit fund or a Nidhi / Mutual Benefit Fund / Society. Therefore the provision of any special statute of Chit Fund / Nidhi etc. are not applicable to the Company;
14. The Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company;
15. There is no guarantee given by the Company for loans taken by others from bank and financial institutions;
16. The Company has applied amount of term loans for the purpose for which the term loan was obtained;
17. According to the cash flow statement and other records examined by us and the information and explanations given to us, on an overall basis, funds raised on short-term basis have, prima facie, not been used during the year for long term investment (fixed assets, etc..)
18. The Company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956;
19. The Company has not issued any debentures during the year;
20. The Company has not raised any money by way of public issues during the year;
21. To the best of our knowledge and belief and according to the explanations given to us, no fraud on or by the company was noticed or reported during the year;

For V. Shah & Associates
Chartered Accountants

Place: Vadodara
Date: 27.07.2009

V.R.Shah
Proprietor

Annexure to the Report of the Directors For the financial year ended 31st March, 2009

Auditors Certificate on Compliance with the conditions of Corporate Governance under Clause 49 of the Listing Agreement.

To,

The Members of Jindal Hotels Limited

1. We have reviewed the implementation of Corporate Governance procedures by Jindal Hotels Ltd during the year ended March 31, 2009, with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.
2. 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 Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
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.
3. On the basis of our review and according to the information and explanations given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Bombay Stock Exchange have been complied with in all material respects by the Company.
4. As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievances were unattended/pending exceeding a period of one month as at March 31, 2009, as per the records maintained by the Share Holders Grievances Committee.

For V. Shah & Associates
Chartered Accountants

Place : Vadodara
Date : 27.07.2009

V.R.Shah
Proprietor

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.
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BALANCE SHEET AS AT 31st March, 2009

PARTICULARS	SCHEDULES	Rupees	
		AS AT 31.03.09	AS AT 31.03.08
A SOURCE OF FUNDS			
1 Shareholders fund			
Share Capital	1	35234600	35234600
Reserve & Surplus	2	<u>64145260</u>	<u>52132166</u>
		99379860	87366766
2 Loan Fund			
Secured Loans	3	100354694	67581555
Unsecured Loans	4	<u>36990035</u>	<u>21911324</u>
			137344729
			17756899
3 Deferred tax Liabilities (net)	5		<u>89492879</u>
			<u>15475591</u>
		TOTAL	
		<u>254481488</u>	<u>192335236</u>
B APPLICATION OF FUNDS			
1 Fixed Assets	6		
Gross Block		340345127	256489657
Less : Depreciation		<u>114847848</u>	<u>101894485</u>
		225497279	154595172
Expenditures Pending Allocation to Fixed Assets		<u>1686905</u>	<u>7388615</u>
Net Block		227184184	161983787
2 Investments	7	318687	9686687
3 Current Assets, Loans & Advances	8		
Inventories		24281973	21553983
Sundry Debtors		11832893	11182122
Cash & Bank Balances		2453592	1425288
Loans & Advances		<u>15984827</u>	<u>14011495</u>
		54553285	48172888
Less :			
Current Liabilities & Provision	9		
Current Liabilities		14292541	14242751
Provisions		<u>13282127</u>	<u>13265375</u>
		27574668	27508126
Net Current Assets		<u>26978617</u>	<u>20664762</u>
4 Miscellaneous Expenditure (To the extent not written off or adjusted)			
		TOTAL	
		<u>254481488</u>	<u>192335236</u>
Notes on Accounts & Significant Accounting Policies	19		

The Schedules referred to above form an integral part of Balance Sheet.

As per Our Report of even date

For V Shah & Associates
Chartered Accountants

V. R. Shah
Proprietor

Karuna V. Advani
Company Secretary

On behalf of Board of Directors.

A.C.Patel
Chairman

P. D. Shah
Managing Director

N. D. Shah
Executive Director

Place : Baroda
Date : 27.07.09

Place : Baroda
Date : 27.07.09

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.
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PROFIT & LOSS ACCOUNT FOR THE YEAR ENDING 31st March, 2009

PARTICULARS	SCHEDULES	AS AT 31.03.09	AS AT 31.03.08
I. INCOME			
Sales	10	178884505	155869591
Other Income	11	1686078	1210950
		<u>180570583</u>	<u>157080541</u>
II. EXPENDITURE			
Consumption of Food & Beverages	12	40334203	36023132
Employees' Salaries & Benefits	13	25363180	22653159
Power & Fuel	14	16183464	13887934
Repairs & Maintenance	15	8300091	6612425
Lease Rent		1300920	520368
Directors' remuneration		1652538	1531749
Operating Supplies written off	16	2012649	1718633
Administrative, Selling & Other Expenses	17	35962816	31719632
Financial Charges	18	9872724	9887258
Lease Hold Land Premium W. Off		11396	11396
Depreciation	6	13011786	11914472
		<u>154005767</u>	<u>136480158</u>
Profit before Tax		26564816	20600383
Less : Provision for Taxation		8000000	7700000
: Deferred tax expenses / (income)		2281308	(612747)
: Fringe Benefit Tax		547459	408471
Profit for the year after Tax		15736049	13104659
Profit brought forward from previous year		11595041	5411795
Less:-Income Tax adjustment of earlier year		425136	123594
Profit available for appropriation		<u>26905954</u>	<u>18392860</u>
Appropriations :-			
Transfer To General Reserve		3500000	3500000
Proposed Equity Dividend		2818768	2818768
Tax on Proposed Dividend		479051	479051
Balance Carried to Balance Sheet		20108135	11595041
Note on Accounts & Significant Accounting Policies	19		

The Schedules referred to above form an integral part of Profit & Loss Account.

As per Our Report of even date

For V Shah & Associates
Chartered Accountants

V. R. Shah
Proprietor

Karuna V. Advani
Company Secretary

On behalf of Board of Directors.

A.C.Patel
Chairman

P. D. Shah
Managing Director

N. D. Shah
Executive Director

Place : Baroda
Date : 27.07.09

Place : Baroda
Date : 27.07.09

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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Cash Flow Statement

PARTICULARS	For the year ended 31 st March 2009	Rupees For the year ended 31 st March 2008
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extra ordinary items	26564816	20600383
Adjustment for :		
Add : (1) Depreciation	13011786	11914472
(2) Interest paid	9872724	9887258
(3) Loss of sales of car	-1000	271942
(4) Lease Hold Land Premium W. off	11396	11396
	49459722	42685451
Less : (1) Interest received	86981	37061
(2) Dividend	1643	2895
Operating profit before working capital changes	49371098	42645495
Adjustment for :		
Less: (1) Increase in Trade & Other Receivable	775104	754260
	48595994	41891235
Add : (1) Increase in Trade Payable	328596	-
Less : (1) Increase in Inventory	2727990	10360783
(2) Decrease in Trade Payble	-	360854
(3) Increase in Adv. I Tax & TDS	1848999	1976288
	44347601	29193310
Cash generated from operations	44347601	29193310
Less : (1) Interest paid	9872724	9887258
(2) Direct Taxes paid	7700000	4600000
Gratuity paid	656042	447839
Fringe Benefit Tax Paid	453471	392000
(3) Income tax adjustment of earlier year	425136	123594
Cash flow before extra-ordinary items	25240228	13742619
Adjustment for Extra Ordinary items	-	-
Net Cash Flow From Operating Activities	25240228	13742619
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Add : (1) Sale of Fixed Assets- as per IT	1000	487000
(2) Interest & Dividend	1643	2895
(3) Disposal of Investment (Net)	9368000	-
	9370643	489895
Less : (1) Purchase of Fixed Assets/ Capital W I P/ Pre operative	78223579	17400148
(2) Purchase of Investment	-	-
Net Cash Used in Investing Activities	-68852936	-16910253
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Add : (1) Proceeds from Borrowings	32773139	-1988327
(2) Proceeds from Unsecured Loan	15078711	5752716
(3) Interest Received	86981	37061
	47938831	3801450
Less : (1) Repayment of Security Deposit	-	1114500
(2) Repayment of dividend including tax	3297819	3297819
Net Cash used in Financing activities	44641012	-610869
Net Increase in Cash & Cash Equivalents (A)+(B)+(C)	1028304	-3778503
* Cash & Cash Equivalents at the commencement of the year	1425287	5203790
* Cash & Cash Equivalents at the close of the year	2453592	1425287

* Represents Cash & Bank Balance as indicated in Schedule 8

As per Our Report of even date
For V Shah & Associates
Chartered Accountants

V. R. Shah
Proprietor

Karuna V. Advani
Company Secretary

On behalf of Board of Directors.

A.C.Patel
Chairman
P. D. Shah
Managing Director
N. D. Shah
Executive Director

Place : Baroda
Date : 27.07.09

Place : Baroda
Date : 27.07.09

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

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SCHEDULE TO ACCOUNTS

PARTICULARS	AS AT 31.03.09	AS AT 31.03.08
Rupees		
Schedule : 1		
SHARE CAPITAL		
1. Authorised Capital 6000000 Equity Shares of Rs. 10/- each	60000000 <u>60000000</u>	60000000 <u>60000000</u>
2. Issued, Subscribed & Paid up Capital 3523460 Equity Shares of Rs. 10/- Each Fully Paid up.	35234600 <u>35234600</u>	35234600 <u>35234600</u>
Total	35234600	35234600
Schedule : 2		
RESERVES & SURPLUS		
Surplus of Profit & Loss Account	20108135	11595041
Capital Reserve	70500	70500
Foreign Exchange Earning Reserve	100000 <u>20278635</u>	100000 <u>11765541</u>
General Reserve	40366625	36349905
Add : Transferred from P/ L a/c	3500000	3500000
Add : Transferred from Gratuity Liability	-	516720
	<u>43866625</u>	<u>40366625</u>
Total	64145260	52132166
Schedule : 3		
SECURED LOANS		
A. Term Loans		
(i) Tourism Finance Corporation of India	-	5775000
(ii) State Bank of India	87755198	48756564
(iii) Kotak Mahidnra Primus ltd	3031128	2045421
(iv) C I C I Bank	84859	148249
Total	90871185	56725234
B Cash Credit		
(i) State Bank of India	9483509	10856321
Total	9483509	10856321
Total (A+B)	100354694	67581555

- 1 Term Loan at serial no.A (i) and (ii) is secured by First Pari Pasu charge by way of E M by depositing title deed of company's lease hold land, First Parri Passu charge over Hotel Bulding,Machinery, Furniture & Fixture,Equipments etc. and Personal guarantee of two Directors of the company.
- 2 Term Loan at serial no.A (iii) & A (iv) is secured against Hypothecation of specific vehicles and personal guarantee of Director.
- 3 Cash credit Account at Sr. No.B (i) is secured against hypothecation of raw material and provisions ,operating inventories and book debts, Second charge over Lease Hold Land,Building,Plant & Machinery, Furniture & Fixture,Equipments etc and Personal guarantee of two Directors of the company.

PARTICULARS	AS AT 31.03.09	AS AT 31.03.08
Schedule: 4		
UNSECURED LOANS		
1 Inter Corporate Deposit	8851500	-
2 From Directors	8132218	17523295
3 From Share holders	5528600	2478769
4 From Others	14477717 <u>36990035</u>	1909260 <u>21911324</u>
Schedule: 5		
DEFERRED TAX LIABILITIES-(NET)		
1 Deferred Tax Liabilities, Balance b/f	15475591	16088338
2 Addition during the year.	2281308	-612747
	<u>17756899</u>	<u>15475591</u>

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FIXED ASSETS AS ON 31.03.09

Schedule : 6

Sr. No.	PARTICULARS	Gross Block		Sales/ Transferred	Total as on 31.03.09	Depreciation			Rupees Net Block		
		as on 1.4.2008	Addition during the year			Up to 31.3.08	Provided during the year	Less Depreciation	Total up to 31.03.09	W. D.V. as on 31.03.09	W.D.V. as on 31.3.08
1	Leasehold Land & Dev.	250745	-	11396	239349	-	-	-	-	239349	250745
2	Land	34945793	3035215	-	37981008	-	-	-	-	37981008	34945793
3	Hotel Building	51971072	21859113	-	73830185	9228023	967478	-	10195501	63634684	42743049
4	Flat	651322	-	-	651322	10617	10617	-	21234	630088	651322
5	Plant & Machinery	81679580	26414721	-	108094301	36740436	4313225	-	41053661	67040640	44939144
6	Furniture & Fixture	52419596	26805128	-	79224724	31530159	5468787	-	36998946	42225778	20889437
7	Furnishing	6713852	2260472	-	8974324	5517388	641858	-	6159246	2815078	1196464
8	Office Equipment	1474035	125373	-	1599408	668993	134748	-	803741	795666	805042
9	Computers	16262029	112184	-	16374213	15630134	268191	-	15898325	475888	631895
10	Vehicles	10121633	3313083	58423	13376293	2568736	1206882	58423	3717195	9659098	7552897
		256489657	83925289	69819	340345127	101894486	13011786	58423	114847848	225497279	154605788
11	Expenditures Pending Allocation to Fixed Assets	7388615	1686905	7388615	1686905	-	-	-	-	1686905	7388615
	TOTAL	263878272	85612194	7458434	342032032	101894486	13011786	58423	114847848	227184184	161994403
	Previous Year	248289443	17400148	1811319	263878272	91020994	11903856	1040981	101883869	161994403	-

PARTICULARS	SCHEDULES	Rupees	
		AS AT 31.03.09	AS AT 31.03.08
Schedule : 7			
INVESTMENTS (At Cost)			
1	National Savings Certificate For Prohibition & Excise	200000	200000
2	Equity Shares	118687	9486687
	Total	318687	9686687
		Cost Value	Market Value
	Aggregate cost of Quoted investments	117237	154123
	Previous Year	110237	277097
	Aggregate of Unquoted investments	1450	
	Previous Year	9376450	

Sr. No.	Particulars	No. of shares	Face value	Cost Rs.	31.03.09	31.03.08
	Equity shares (fully paid-up unless otherwise stated)					
(A)	Quoted investment					
1	Sayaji Hotel Ltd	100	10	2735	2735	2735
2	Gujarat Hotels Ltd	100	10	2320	2320	2320
3	Bharat Hotels Ltd.	198	10	6063	6063	6063
4	Empire Hotels & Resorts Ltd.	50	10	462	462	462
5	Advani Hotel & Resorts (India) Ltd	500	2	3695	3695	3695
6	Balaji Hotels & Enterprises Ltd.	100	10	5055	5055	5055
7	Hotel Leela Venture Ltd.	250	2	4347	4347	4347
8	EIH Ltd.	562	2	27525	27525	27525
9	Indian Hotels Co. Ltd.	600	1	40080	40080	33080
10	ITC Hotels Ltd.	180	1	12580	12580	12580
11	Asian Hotels Ltd.	70	10	12375	12375	12375
	Total Rs.			117237	117237	110237
	Total Rs.(A)			117237	117237	110237

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PARTICULARS	No. of Shares	Face Value	Rupees	
			31.03.09	31.03.08
(B) Unquoted Investments				
1 Anyonya Co-op.Bank Ltd.	135	10	1350	1350
2 Uma Co-op.Bank Ltd.	4	25	100	100
3 Om Hospitality Pvt. Ltd. (Paid up value Rs.5/- per share)	1875000	10	-	9375000
Total Rs. (B)			1450	9376450
Total Rs. (A + B)			118687	9486687

PARTICULARS	SCHEDULES	Rupees	
		AS AT 31.03.09	AS AT 31.03.08
Schedule : 8			
CURRENT ASSETS, LOANS & ADVANCES			
1. Inventories (at cost)			
(As per inventories taken, valued & certified by the Management)			
(i) Food & Beverage		443319	500134
(ii) Operating inventories		22635537	19640131
(iii) Stores & Supplies		589006	774624
(iv) Stationery		194090	300515
(v) Coal & Fuel		4900	6860
(vi) Wine		415121	331719
		24281973	21553983
2. Sundry Debtors			
a (Unsecured -Considered Good)			
(i) Outstanding for a period exceeding Six months		1078901	477700
(ii) Others		10658197	10624383
		11737098	11102083
b Considered doubtful, not provided for			
		95795	80039
		11832893	11182122
3. Cash & Bank Balances			
(I) Cash on Hand		523542	271407
(II) Current Account with			
(a) Scheduled Banks		1211883	785560
(b) Non-Scheduled Banks		7192	7192
(III) FDRs with Banks			
(I) with Scheduled Bank		710975	361129
		2453592	1425288
4. Loans & Advances			
(a) Loans & Advances			
(Receivable in cash or kind for value to be received)			
(b) Advances to Employees		907666	995679
(c) Prepaid Expenses		487619	451219
(d) Sundry Deposits		390830	342434
(e) Adv. I Tax & Tax Deducted at source		7572399	5723400
(f) Advance ESI (matter under Appeal)		0	30000
(g) Advance- Land		5100000	2472658
(h) Advance - Expansion cum Upgradation Project		0	2272813
		15984827	14011495
Total		54553285	48172888

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PARTICULARS	SCHEDULES	AS AT 31.03.09	Rupees AS AT 31.03.08
Schedule : 9			
CURRENT LIABILITIES & PROVISIONS			
A Current Liabilities			
1 Sundry creditors		12461547	11919794
2 Advances from guest		1176727	1656077
3 Unclaimed dividend		654267	527291
4 Interest accrued but not due		-	139589
		14292541	14242751
B Provisions			
1 Provisions for Taxation		8000000	7700000
2 Gratuity Liability		1856849	2234085
3 Proposed Dividend		2818768	2818768
4 Tax on Proposed Dividend		479051	479051
5 Fringe Benefit Tax payable		127459	33471
		13282127	13265375
	Total	27574668	27508126
 Schedule: 10			
SALES			
1 Accomodation Income		76845961	64101861
2 Food & Beverages		81305141	73595829
3 Wine Sale		7515155	5407030
4 Telephone Collection		481008	484415
5 Other Operating Income		12737240	12280456
	Total	178884505	155869591
 Schedule: 11			
OTHER INCOME			
1 Scrap Sales		406396	242563
2 Kasar		27979	33080
3 Interest		86981	39158
4 Miscellaneous Income		1163079	893254
5 Dividend Income		1643	2895
	Total	1686078	1210950
 Schedule: 12			
CONSUMPTION OF FOOD & BEVERAGES			
Raw Materials (Food)			
Opening Stock		500134	352663
Add : Purchases		34984722	32178195
		35484856	32530858
Less : Closing Stock		443319	500134
	Total A :	35041537	32030724
Wine			
Opening Stock		331719	245906
Add : Purchases		5376068	4078221
		5707787	4324127
Less : Closing Stock		415121	331719
	Total B :	5292666	3992408
	Total A + B	40334203	36023132

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Rupees

PARTICULARS	SCHEDULES	AS AT 31.03.09	AS AT 31.03.08
Schedule: 13			
EMPLOYEES' SALARIES & BENEFITS			
1	Salaries & Wages	15760989	15057149
2	Contribution to P F & ESI	704165	747869
3	Staff Welfare Expenses	8898026	6848141
	Total	<u>25363180</u>	<u>22653159</u>
Schedule: 14			
POWER & FUEL			
1	Power	7679361	6680961
2	Fuel	8504103	7206973
	Total	<u>16183464</u>	<u>13887934</u>
Schedule: 15			
REPAIRS, MAINTENANCE & REPLACEMENT			
1	To Plant & Machinery	3669286	3218682
2	To Building	1487929	1639426
3	To Furnishings	30642	19215
4	To Furniture & Fixtures	2778545	1527227
5	To Office Equipment	7335	0
6	To Computer	326354	207875
	Total	<u>8300091</u>	<u>6612425</u>
Schedule: 16			
OPERATING SUPPLIES WRITTEN OFF			
1	Crockery & Glassware	832685	1077007
2	Cutlery	77144	80031
3	Linen & Uniform	1071482	531834
4	Tapestry & Curtains	31338	29761
	Total	<u>2012649</u>	<u>1718633</u>
Schedule: 17			
ADMINISTRATIVE, SELLING & OTHER EXPENSES			
1	Rate & Taxes	747244	492645
2	Consultancy fees	896129	746928
3	Conveyance	1501025	1258011
4	Hire Charges	1979199	1482459
5	Legal & Professional	478590	1069980
6	Printing & Stationery	1118916	785724
7	Travelling :		
	a) Directors	518912	346531
	b) Others	3030113	1946043
8	Insurance	453886	427282
9	Laundry	333222	282403
10	Listing fees	11084	10000
11	Sitting Fees	77500	95000
12	Telephone & Telegram	1873806	1398789
13	Advertisement	4844096	4370312
14	Vat tax	3613390	3212919
15	Educational Division Expense	0	1323689
16	Other Expenses	14360704	12345917
17	Auditors' Remuneration	125000	125000
	Total	<u>35962816</u>	<u>31719632</u>
Schedule: 18			
FINANCIAL CHARGES			
1	Interest on term loan	7985557	6850988
2	Bank Interest	1887167	3036270
	Total	<u>9872724</u>	<u>9887258</u>

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SCHEDULE - 19

NOTES ON ACCOUNTS

Annexed to and forming part of accounts for the year ended 31.03.2009

1. Significant Accounting Policies :

A. Basis of preparation of financial statement :

a. The financial statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and provisions of the Companies Act, 1956 as adopted consistently by the company and on going concern basis.

b. Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles followed by the company.

B. Basis of Accounting :

a. The company follows the mercantile system of accounting.

b. All income and expenditure items having material bearing on financial statement are recognized on accrual basis, except Dividend and insurance claim, if any.

C. Fixed Assets :

a. All fixed assets are valued at cost. The cost of fixed assets comprises of its purchase price and attributable costs of bringing the assets to its working condition for its intended use.

b. Premium paid on Lease hold is amortized for period of intended use.

D. Depreciation :

a. Depreciation has been provided on "Straight Line Method" in accordance with the provisions of the Section 205(2) (b) of the Companies Act, 1956.

b. Depreciation on fixed assets acquired and put to use up to 15.12.93 has been provided at the rates prevailing at the time of their acquisition and on the assets acquired after that date at the rates as per Schedule XIV of the Companies Act, 1956.

c. Depreciation on fixed assets added during the financial year has been computed on pro-rata basis with reference to period of use of such assets.

d. Assets whose actual cost does not exceed Rs.5,000/- have been classified under respective groupings as per their nature.

E. Investments :

Investments in shares and securities are long term investments and are stated at cost. Gains / Losses on disposal of such investments are recognized as income / expenditure. When there is a decline in the value of any investment which is not considered to be temporary, then same is provided for by reducing the value of investment and charging the same to the Profit & Loss Account.

F. Inventories :

a. Company follows the practice of charging to revenue, the cost of operating inventories of crockery, glassware, cutlery & curtains in the year of purchases, except under expansion project.

b. Inventories of food materials and beverages, stores and supplies, coal and fuel, wine are valued at lower of cost or net realizable value. Cost is arrived at on First In First Out basis.

G. Provision for Taxation :

The amount of Income Tax and Fringe Benefit Tax are provided in accordance with the provisions of Income Tax Act, 1961.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences being differences between taxable income and accounting income, that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets are not recognized on unabsorbed depreciation and carry forward of losses unless there is a virtual certainty that sufficient taxable profits will be available against which such deferred tax assets can be realized.

H. Benefits to Workmen :

Company's contributions to the Provident Fund are charged to the Profit and Loss Account.

Gratuity Payable at the time of retirement are charged to the Profit and Loss Account on basis of independent external actuarial valuation determined and basis of Projected Unit Credit method carried out annually. Actuarial gains and losses are immediately recognized in the Profit and Loss Account.

Provision for Leave encashment is made on the basis of independent external actuarial valuation carried out at the end of the year.

I. Sales :

Sales Comprise of Sale of Rooms, Food and Beverages, Wine Sales and other operating income including income from Hall hire, Miscellaneous Banquet services, Telecommunication, Laundry services, Travel Desk and Educational Division Income, but exclusive of Luxury Tax, Sales Tax, Service Tax and other Taxes.

J. Other Income :

Other Income Comprise of sale of scrapes, Interest Received, Dividend Received and other Miscellaneous Income.

K. Events after the date of Balance Sheet :

Wherever material, events occurring after the date of Balance Sheet are considered up to the date of adoption of the accounts.

L. Miscellaneous Expenditures :

Preliminary expenses, public issue expenses and right issue expenses are amortized over a period of five years.

M. Provisions, Contingent Liabilities and Contingent Assets :

Provision involving substantial degree of estimation in measurement are recognized. When there is a present obligation as a result of past event and it is probable that there will be an outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the Financial Statements.

N. Foreign Currencies :

Transactions in Foreign Currencies are generally recorded by applying to the Foreign Currency amount, the exchange rate existing at the time of transaction.

Gains or Losses on settlement, in a subsequent period of Transactions entered into in an earlier period are credited or charged to the Profit & Loss Account.

O. Claims :

Claims against the company not acknowledged as debts are disclosed after a careful evolution of the facts and legal aspects of the matter involved.

P. Prior Period & Extra Ordinary Items :

Prior Period adjustment, extra ordinary items and changes in the accounting policies having material impact on the financial affairs of the Company are disclosed.

Q. Impairment of Assets :

Impairment is ascertained at each Balance Sheet date in respect of Companies Fixed Assets. An impairment loss is recognized wherever the

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carrying amount of an assets exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value and use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor.

R. Borrowing Cost :

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying assets is one that necessarily takes substantial periods of time to get ready for intended use. All other borrowing costs charged to revenue.

2. In the opinion of Board and to the best of their knowledge and belief :

a. All the current assets, loans and advances will have the value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

b. Provision for all known liabilities is adequate and not in excess of the amount reasonably necessary. There is no liability contingent or otherwise except those stated in the Balance Sheet.

3. Debit and credit balances are subject to confirmation.

4. Company had paid Premium of Rs. 5,24,249 towards Leasehold Land on 06.07.1984. The total Lease Period is extended up to 05.05.2030. In view of Accounting Standard 26, issued by The Institute of Chartered Accountants of India, New Delhi and made mandatory from 01.04.03, company has written off proportionate amount of Rs. 11,396/- during the year under review.

5. In line with the Industry practice, the quantitative details of turnover and consumption have not been disclosed as the same is not practicable. The company has availed exemption u/s 211(4) of the Companies Act, 1956 of such disclosure, as required under Para 3(i)(a) and 3(ii)(d) of Part II, Schedule VI of the Companies Act, 1956, for the F.Y. 2008-09 from The Ministry of Corporate Affairs, Government of India, New Delhi vide their letter No. 46/3/2009-CI-III dated 06-02-09.

6. Amount of Income Tax and Fringe Benefit Tax have been provided on Taxable Income of the Company as per provision of the Income Tax Act, 1961.

7. As explained to us the Company has not received any intimation from "suppliers" regarding their status under the micro, small and medium Enterprises Development Act,2006 and hence the Disclosure, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under the said Act have not been given.

8. Figures of previous year have been regrouped, rearranged and recast wherever necessary so as to make them comparable with those of current year.

9. The Board of Directors is of the opinion that discounted net future generation from the Assets in use and shown in the schedule of fixed assets, is more than the carrying amount of fixed assets in Balance Sheet, as such, no provision for Impairment of Assets is required to be made in terms of the requirement of accounting standard (As - 28) "Impairment of Assets" issued by the Institute of Chartered Accountants of India for the year ended 31.03.2009.

10. Segment Reporting

The Company operates in one reportable operating segments i.e. Hoteliering.

11. The Investment made by the company are held in its own name.

Sr. No.	Particulars	2008-2009 (Rs. in lacs)	2007-2008(Rs. in lacs)
12	Value of Imports	Nil	Nil
13	Earning in foreign currency as per Certificate submitted by Management	100.28	51.76
14	Expenditure in foreign currency:		
	a Travelling	1.46	8.46
	b Consultancy	-	2.76
	c Capital Expenditures	45.40	2.02
	d Decorative Expenses	-	0.25
15	Contingent Liabilities & Commitments :		
	a Estimated amount of contracts (Net of advances) remaining to be executed on capital account not Provided for	Nil	Nil
	b Bank Guarantee for supply of Natural Gas from VMSS and also for availing benefit under EPCG Scheme.	5.54	2.01
16	Managerial Remuneration :		
	a Remuneration	13.80	12.80
	b Contribution to PF	1.65	1.54
	c Monetary Value of Perquisites	1.07	0.98
	Total	16.52	15.32
17	Other expenses under the head 'Administrative, Selling and other expenses' includes:		
	a Discount	29.18	27.75
	b Packing Service Materials	16.98	12.34
	c Flower and Bouquet	13.69	4.86
	d Marketing Expense	14.99	11.17
18	Bank Balances with Non Scheduled Bank includes the following :		
	1 Anyonya Co-operative Bank Maximum Balance Rs. 6237/- (P.Y.Rs.6237/-)	0.06	0.06
	2 Uma Co-operative Bank Ltd. Maximum Balance Rs.955/- (P.Y.Rs.955/-)	0.01	0.01
	Total	0.07	0.07
19	As on 31.03.2009, Company has incurred Capital Expenditures which are pending for allocation, as detailed hereunder :		
	a Legal & Professional Exp.	14.37	7.75
	b Consultancy	2.50	9.01
	c Travelling Expenses	-	42.44
	d Salaries	-	11.02
	e Financial Charges	-	3.67
	Total	16.87	73.89

As explained to us, on completion Project on hand, above referred Expenditures will be apportioned to respective group of Capital Assets.

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20 Earnings Per Share under Accounting Standard 20 Earning per Share (Basic and Diluted)

Sr. No.	Particulars	31-03-2009	31-03-2008
	Profit & Loss Account (Rs in Lacs)	157.36	131.04
	No. of Equity Shares	35,23,460	35,23,460
	Earning per Equity Share of Rs. 10/- each (Rs)	4.47	3.72

21. **Retirement Benefits**

(a) The Gratuity liability & liability in respect of Leave Encashment is determined based on the Actuarial Valuation done by Actuary as at Balance Sheet date in context of the Revised AS – 15 issued by the ICAI, as follows :-

PARTICULARS	GRATUITY FUND	LEAVE ENCASHMENT
Rs. in Lacs		
Expenditure recognized in the statement of Profit & Loss Account for the year ended March 31, 2009		
Current Service Cost	1.98	1.31
Interest Cost	1.56	0.10
Employer Contribution	-	-
Expected Return on Plan Assets	(0.13)	-
Net Actuarial (Gains) / Loss	(0.75)	(0.66)
Past Service Cost	-	-
Settlement Cost	-	-
Total Expenses	2.66	0.75
Change in Obligation during the Year ended March 31, 2009		
Present value of Defined Benefit Obligation at beginning of the year	22.34	2.03
Current Service Cost	1.98	-
Interest Cost	1.56	0.10
Settlement Cost	-	-
Past Service Cost	-	1.30
Employer Contribution	-	-
Actuarial (Gain) / Loss	(0.75)	(0.66)
Benefit Payment	6.66	1.03
Present Value of Defined Benefit Obligation at the Year	18.57	1.74
Change in Assets during the Year ended March 31, 2009		
Plan assets at the beginning of the year	1.69	-
Assets acquired in amalgamation in previous year	-	-
Expected Return on Plan Assets	0.13	-
Contribution by Employer	-	-
Settlements	-	-
Actual benefit paid	(0.12)	-
Actuarial (Gain) / Loss	-	-
Plan assets at the end of the year	1.70	-
Actuarial Assumption		
Discounting Rate	7%	7%
Expected rate of return on plan assets	7%	-
Rate of escalation in Salary (p.a.)	4%	4%

The rate of escalation in salary (p.a.) considered in actuarial valuation is worked out after into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market. Mortality rate are obtained from the relevant data of Life Insurance Corporation of India.

(b) Liability in respect of Provident Fund is provided on actual contribution basis.

22. Deferred Tax Liability (Net) under Accounting Standard 22.

(a) The Company has accounted for Deferred Tax Liability as under :

(i) Rs. 154.76 lacs, being net deferred tax liability up to 31.03.2008 has already been created.

(ii) Rs. 22.81 lacs, being net deferred tax expense for the year, has been charged to Profit & Loss Account.

(iii) The total net deferred tax liability as at 31.03.2009 is Rs. 177.57 lacs

(b) Out of the net deferred tax liability of Rs. 177.57 lacs as at 31.3.2009, the major components of deferred tax balances are set out below :

Deferred Tax liabilities	Rs.in lacs
(iv) Difference between accounting and tax Depreciation (cumulative)	179.61
Total A	179.61
Deferred Tax Assets	-
(i) Unabsorbed depreciation and Business loss	-
(ii) Others	2.04
Total B	2.04
Deferred Tax Liabilities (Net)	(A-B) 177.57

23. Related Party disclosure under Accounting Standard 18.

Company has no subsidiary or joint venture concern.

The Company has identified all the related parties transactions during the year, as per details given below :

During the year, there were no amounts written off or written back from such parties.

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Key Management Parties

1. Piyush D. Shah
2. Nilesh D. Shah

Related Parties

- Daudayal R. Shah
 Daudayal R. Shah HUF
 Nilesh D Shah HUF
 Chanda P Shah
 Yamini D Shah
 Piyush D. Shah HUF
 Shantaben D Shah
 Munish D. Shah HUF
 Satvik P. Agrawal
 Prachi S. Agrawal
 Shagun Kunal Mehra
 Alka N Shah
 Sunita M Agarwal
 Munish D Shah
 Munira N. Agrawal

Related Parties

- Om Hospitality Pvt Ltd
 Wrappido Restaurants Pvt Ltd
 Synergy Stock Holdings Pvt Ltd
 Jamunadevi Educational Trust
 Hotel Kalyan & Restaurant
 Kalyan Confectioners & Caterers
 Kalyan Restaurant

		(Rs. in Lacs)	
SUMMARY	Key Management	Related Parties	Total
1	Remuneration	16.52	16.52
2	Sitting Fees	-	0.25
3	Lease Rent paid	-	13.01
4	Consultancy	-	1.14
5	Account Outstanding at the year ended		
	a Unsecured Loan Payable	74.67	220.23
	b Advance Recoverable	-	-
6	Rent Received	-	0.36
7	Sale of Investment	-	93.75
24.	Information pursuant to Part IV of Schedule VI to Companies Act, 1956.		
	Balance Sheet abstract and Company's general business profile:		
I.	Registration Details		
	Registration No.		006922
	CIN No.		L18119GJ1984PLC006922
	State Code		04
	Balance Sheet Date		31.03.2009
II	Capital Raised during the year		
	Public Issue		Nil
	Rights Issue		Nil
	Bonus Issue		Nil
	Private Placement		Nil
III.	Position of Mobilization and Deployment of Funds		Amount (Rs.in lacs)
	Total Liabilities		2544.81
	Total Assets		2544.81
	Sources of Funds		
	Paid up Capital		352.35
	Reserves & Surplus		641.45
	Secured Loans		1003.55
	Unsecured Loans		369.90
	Deferred Tax Liabilities (Net)		177.57
	Application of Funds		
	Net Fixed Assets		2271.84
	Investments		3.19
	Net Current Assets		269.79
	Miscellaneous Expenditure		-
	Accumulated Losses		-
IV.	Performance of Company		
	Turnover		1805.71
	Total Expenditure		1540.06
	Profit / Loss Before Tax +		265.65
	Profit / Loss After Tax +		157.36
	Earning per share (in Rs.)		4.47
	Dividend Rate (Rs. 0.80 per Equity Share of Rs. 10 each.)		8%
V.	Generic Names of Three Principal Products / Services of the Company		
	Item Code No.	Not Applicable	
	(ITC Code) Product Description	Hotel & Restaurant	
	As per our report of even date.		

ON BEHALF OF BOARD OF DIRECTORS

For V Shah & Associates
Chartered Accountants

V. R. Shah
Proprietor

A.C.Patel
Chairman

P. D. Shah
Managing Director

Karuna V. Advani
Company Secretary

N. D. Shah
Executive Director

Place : Baroda
Date : 27.07.09

Place : Baroda
Date : 27.07.09

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

www.suryapalace.com

ATTENDANCE SLIP

Folio No. _____

No. of Share(s) Held : _____

DP. ID*	_____	Client ID*	_____
---------	-------	------------	-------

Names (s) in Full

Father/Husband's Name

Address as registered
with the Company

1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____

I / We hereby record my / our presence at the **TWENTY FOURTH ANNUAL GENERAL MEETING**, being held at Regd. Office at Hotel Surya Palace, Sayajigunj, Baroda 390 020 on Tuesday, the 29th September, 2009 at 12 noon as a Shareholders / Proxy.

Signature of the Member(s) / Proxy.

1. _____ 2. _____ 3. _____

* Applicable for members holding share(s) in electronic form.

Notes :

1. A member / proxy attending the meeting must complete this Attendance Slip and hand it over at the entrance of meeting hall.
2. A member intending to appoint a proxy, should complete the Proxy Form printed below and deposit it at the Company's Registered Office not later than 48 hours before the commencement of the meeting.

JINDAL HOTELS LIMITED, BARODA

Hotel Surya Palace, Sayajigunj, Baroda - 390 020.

www.suryapalace.com

PROXY FORM

Folio No. _____

No. of Share(s) Held : _____

DP. ID*	_____	Client ID*	_____
---------	-------	------------	-------

Names (s) in Full

Father/Husband's Name

Address as registered
with the Company

1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____

being a member(s) of **JINDAL HOTELS LIMITED** hereby appoint _____ of _____ or falling him / her _____ of _____ as my / our proxy

to vote for me / us on my / our behalf at the **24th Annual General Meeting of the Company** to be held on **Tuesday, the 29th September, 2009 at 12 noon** and any adjournment thereof.

Signature of the Member(s)

1. _____ 2. _____ 3. _____

* Applicable for members holding share(s) in electronic form.

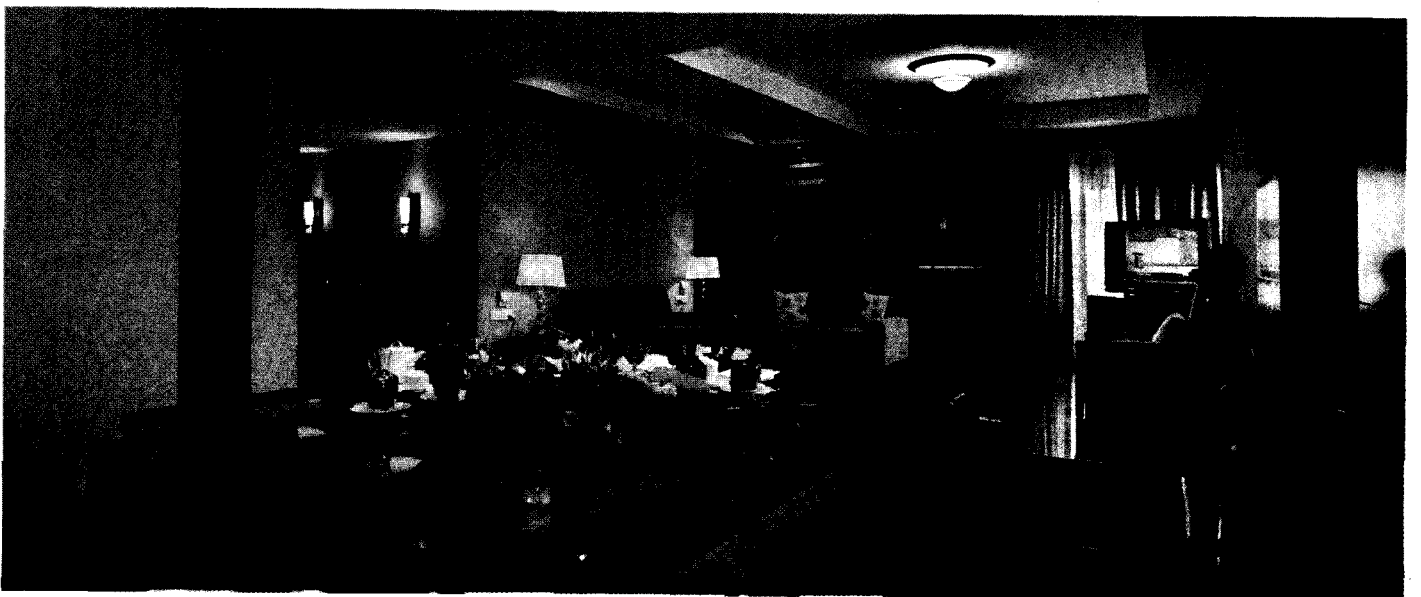
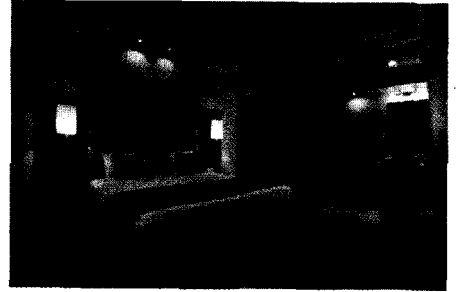
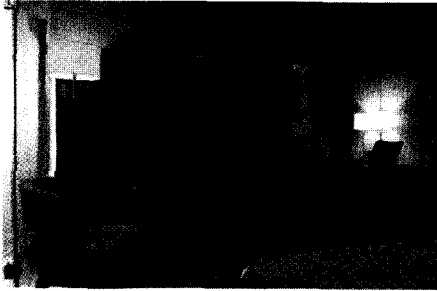
Notes :

1. The proxy should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

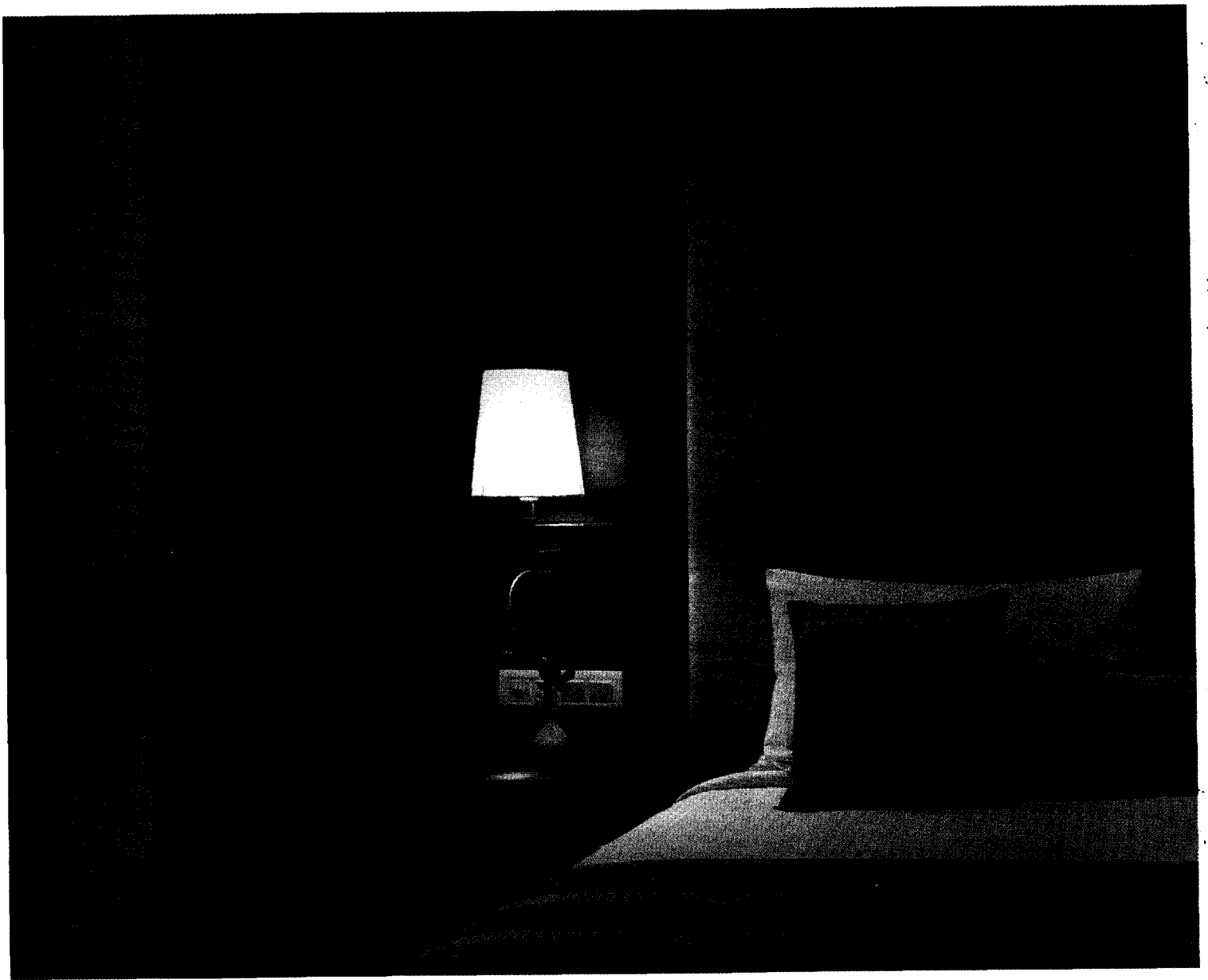
Affix Re. 1
Revenue
Stamp

We are different...
even more now

Glimpses of the new look of
SURYA PALACE



Book - Post



If undelivered, please return to :



JINDAL HOTELS LIMITED

Surya Palace Hotel, Opp. Parsi Agiani,
Sayajigunj, Vadodara - 390 020, India