

BOARD OF DIRECTORS

Shri Gopal Ansal
Chairman-Cum Managing Director
 Shri R.L. Gupta
Whole Time Director (Finance & Business Development)
 Shri Gaurav Mohan Puri
Whole Time Director (Projects)
 Shri Subhash Verma
 Shri K.S. Bakshi

Sr. G.M. & COMPANY SECRETARY

Shri Ashok Babu

AUDITORS

M/s Sekhri & Associates
 Chartered Accountants
 New Delhi

BANKERS

Punjab National Bank
 Canara Bank
 Punjab & Sind Bank
 Indian Overseas Bank
 HDFC Ltd.

REGISTERED OFFICE

118, Upper First Floor,
 Prakashdeep Building,
 7, Tolstoy Marg
 New Delhi - 110001.

**REGISTRAR & SHARE
 TRANSFER AGENT**

M/s. Link Intime India Pvt. Ltd.
 A-40, 2nd Floor,
 Naraina Industrial Area,
 Phase - II, Near Batra Banquet Hall,
 New Delhi - 110 028

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ANSAL BUILDWELL LTD.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Fifth Annual General Meeting of the Company will be held on **Thursday, the 24th September, 2009 at 3.00 P.M.** at Sri Sathya Sai International Centre and School, Lodhi Road, Institutional Area, Pargati Vihar, New Delhi-110 003 to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2009 and the Profit & Loss Account for the Financial Year ended on that date together with the Directors' Report and Statutory Auditors' Report thereon.
2. To declare Dividend on Equity Shares.
3. To appoint a Director in place of Shri Subhash Verma who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri K.S. Bakshi who retires by rotation and, being eligible, offers himself for re-appointment.
5. To appoint Statutory Auditors of the Company and to fix their remuneration.

Registered Office:
118, Upper First Floor, Prakashdeep Building,
7, Tolstoy Marg, New Delhi - 110 001

By Order of the Board
For Ansal Buildwell Ltd.

ASHOK BABU
Sr. G.M. & Company Secretary

Date : 30th June, 2009

NOTES

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE ANNUAL GENERAL MEETING.**
- b) The Register of Members and the Share Transfer books of the Company shall remain closed from 15th September, 2009 to 24th September, 2009 (both days inclusive).
- c) (i) Dividend, if declared, will be payable to those members whose names appear in the Register of Members as on the 24th September, 2009. As regards shares held in electronic form, the dividend will be payable to the 'beneficial owners' of shares whose names appear in the statement of beneficial ownership furnished by the Depositories as at the end of business hours on the 14th September, 2009.
(ii) No tax at source shall be deducted from Dividend amount payable to the members. Tax will be paid by the Company at the flat rate of 15% on the total amount of dividend payable and surcharge thereon @ 10% and education cess thereon @ 3%.

- d) Members holding shares in physical form are requested to send physical transfer of shares and to notify change in address, if any, to the Company's Registrar and Share Transfer Agents (RTA) M/s Link Intime India Pvt. Ltd. (Formerly M/s Intime Spectrum Registry Limited), A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110 028 quoting correct Folio Number(s) and in case of shares held in dematerialized form to the concerned Depository Participant.
- e) Members having multiple accounts in identical names or joint accounts in same order are requested to intimate the Company the ledger folios of such accounts to enable the Company to consolidate all such share holdings into one account.
- f) The Company has already transferred all unclaimed dividend declared upto the financial year ended 31st March, 1994 to the General Revenue Account of the Central Government as required by the Companies Unpaid Dividend (Transfer to the General Revenue Account of the Central Government) Rules, 1978. Any claim for payment of such unclaimed dividend should be made by an application in the prescribed form to the Registrar of Companies, NCT of Delhi and Haryana, New Delhi at the address: Paryavaran Bhawan, IInd Floor, CGO Complex, Lodhi Road, New Delhi-110 003.
- g) Consequent upon amendment to Section 205A of the Companies Act, 1956 and introduction of Section 205C by the Companies (Amendment) Act, 1999, the dividend for the financial year ended 31st March, 1995, 1996, 1997, 1998 and 1999 which remained unclaimed/unpaid for a period of seven years have been transferred to the Investor Education and Protection Fund established by the Central Government pursuant to Section 205C of the Companies Act, 1956. Further, the shareholders who have not en-cashed their dividend warrant(s) for the year ended 31st March, 2005, 31st March, 2006, 31st March, 2007 and 31st March, 2008 are requested to surrender the un-encashed dividend warrants to the Company and obtain payment by writing to the Company or its Registrar and Share Transfer Agent immediately. It may also be noted that pursuant to Section 205B of the Companies Act, 1956, once the unclaimed dividend is transferred to the Investor Education & Protection Fund as stated above, no claim against the Company shall lie in respect thereof.
- h) Trading in the Shares of the Company has been made compulsory in dematerialized form w.e.f. 26th March, 2001. The Company has already joined the Depository System and the ISIN for the shares of the Company is INE 030C01015. Members, who desire to have their holding of shares in dematerialized form are requested to approach the Company's RTA through a Depository Participant.
- i) The Members desirous of appointing their nominee for the shares held by them, may apply in the revised Nomination Form (Form 2-B) as amended by the Central Government vide their notification No. GSR 836(E) dated 24th October, 2000.
- j) Investors holding shares in physical mode are advised, with a view to provide protection against fraudulent encashment of dividend warrants, to forward the particulars of their bank account, name, branch and address of the bank immediately, if not sent already, so as to enable us to incorporate the same on the dividend warrants.



ANSAL BUILDWELL LTD.

- k) The relevant information of Directors, by way of brief resume, seeking reappointment/under item No. 3 & 4 as required under clause 49 of the listing Agreement with the Stock Exchange is annexed hereto.
- l) Corporate Members intending to send their authorised representative(s) are requested to send a duly certified copy of the Board Resolution authorising their representative(s) to attend and vote at the Annual General Meeting.
- m) Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
- n) MEMBERS DESIRING ANY INFORMATION/CLARIFICATION ON THE ANNUAL ACCOUNTS ARE REQUESTED TO WRITE TO THE COMPANY AT ITS REGISTERED OFFICE AT LEAST 10 DAYS BEFORE THE DATE OF ANNUAL GENERAL MEETING SO THAT THE SAME MAY BE COMPILED WELL IN ADVANCE.

Registered Office:
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By Order of the Board
For Ansal Buildwell Ltd.

ASHOK BABU
Sr. G.M. & Company Secretary

Date : 30th June, 2009



**DETAIL OF DIRECTORS SEEKING RE-APPOINTMENT
AT THE FORTHCOMING ANNUAL GENERAL MEETING**

Name of the Directors	Shri Subhash Verma	Shri K.S. Bakshi
Date of Birth	02/06/1942	26/10/1946
Date of Appointment/reappointment	31/07/2000	29/08/2000
Experience in specific functional areas	He is a qualified Engineer with over 44 years, rich and varied experience in planning and execution of various projects in different parts of the country e.g. Roads, Highways and hi-tech construction projects. His main forte is planning, sales and marketing both for domestic and international projects. He is an Associate Member of the Institute of Chartered Engineers	He is a qualified Civil Engineer over 40 years of professional experience in the field of Civil Engineering (Execution and Planning) and Real Estate Development in different parts of the country e.g. a) Resurfacing and Extension of Runways at 39 Airports including quarrying and other earth works. b) Designing and Resurfacing of about 750 Kms. of Highways in India and Abroad. c) Construction of Multi-Storey Luxury Flats and Housing and Commercial Complexes.
Directorship in other Indian Public Ltd. Companies	M/s Ansal Engineering Projects Ltd. M/s Sidharth Holiday Resorts Ltd.	1. M/s Bakshi Investments Ltd. 2. M/s OSE Infrastructure Ltd. 3. M/s Path Oriental Highways Ltd. 4. M/s Sweta Apna Ghar Limited 5. M/s Sweta My Home Limited 6. M/s Sweta Fine Homes Limited 7. M/s Sweta Style Homes Limited 8. M/s Contyark Finance Corporation Ltd.
Chairman/Member of Committee of the Board of Public Ltd. Companies Pursuant to clause 49 of Listing Agreement with Stock Exchange	As Chairman & Member 1. Audit Committee - M/s Ansal Buildwell Ltd. 2. Remuneration Committee - M/s Ansal Buildwell Ltd. As Member 3. Share Transfer and Shareholders Grievances Redressal Committee - M/s Ansal Buildwell Ltd.	Nil



ANSAL BUILDWELL LTD.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Twenty Fifth Annual Report together with Audited Statement of Accounts of the Company for the Financial Year ended 31st March, 2009.

FINANCIAL RESULTS

The working Results of the Company are briefly given below:

	Current Year (Rs. In Lacs)	Previous Year (Rs. In Lacs)
Sales & Other Income	<u>12157.92</u>	<u>15,346.10</u>
Profit before Interest & Depreciation etc.	2015.84	2,348.10
LESS:		
— Interest	693.85	715.67
— Depreciation	<u>119.34</u>	<u>821.20</u>
	1202.65	1,526.90
ADD:		
— Surplus Profit Brought Forward from Previous Year	<u>68.51</u>	<u>35.03</u>
	1271.16	1,561.93
APPROPRIATIONS		
— Provision for Taxation	590.92	541.08
— Provision for Deferred Tax Liability	(-) 29.05	(-) 20.43
— Transfer to General Reserve	500.00	800.00
— Proposed dividend	88.61	147.68
— Dividend distribution tax	<u>15.06</u>	<u>25.10</u>
	1165.54	1,493.43
— Surplus Profit Carried to Balance Sheet	<u>105.62</u>	<u>68.50</u>

DIVIDEND

Your Directors are pleased to recommend, for your approval, payment of Dividend at the rate of 12% on equity shares for the year ended on the 31st March, 2009(Previous Year 20%), which, if approved by the shareholders in the ensuing Annual General Meeting will absorb Rs. 103.66 Lacs approx. including payment of tax, surcharge and cess thereon.

REVIEW OF OPERATIONS

The year under review has recorded decline in turnover and profitability. The sales and other income have touched Rs. 121.58 crores showing an decrease of 20.78% as compared to the previous years Rs. 153.46 crores. Profit before tax at Rs. 12.02 crores is lower by 21.28% as compared to Rs. 15.27 crores of last year. Out of the disposable surplus of Rs. 709.29 lacs, a sum of Rs. 103.66 Lacs has been kept for dividend and dividend tax and a sum of Rs. 500 lacs has been transferred to General Reserves which stood at Rs. 3185.64 Lacs at the end of the year.

The operational performance of the Company has been comprehensively discussed in the Management Discussion and Analysis Report and the same forms part of this Directors' Report.

STATUTORY STATEMENTS

The Statement showing particulars of employees pursuant to the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 is annexed hereto and forms part of this Report.

As regards disclosure under Section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988, it has been advised that the disclosure of particulars relating to Conservation of Energy is not applicable to the Company.

The Company has so far not undertaken any Research & Development activities or Development of any Technology in the field of construction. Provision relating to disclosure of Information in respect of foreign exchange earnings and outgo as required under Rules 2(C) of the Companies (Disclosure of particulars in the report of Board of Directors) Rules 1988 is already given in Para 3(c) & (d) of Part of B of Schedule 12 of 'Notes on Accounts' forming part of Audited Annual Accounts.

Information in respect of small scale undertakings as on 31st March, 2009 is also given in para 9 of Part B of Schedule 12 of Notes on Accounts forming Part of Audited Annual Accounts.

ISO 9001:2000 CERTIFICATION

We have immense pleasure to inform all of you that your Company has been awarded ISO 9001:2000 Certification on 13th August, 2004.

ISO is a powerful set of statistical and management tool that can create dramatic increase in systematic productivity, customers satisfaction and shareholders' value. Your Company continues to adhere to its true spirit, along with the systems and procedures laid down in its "QUALITY MANUAL".

CORPORATE GOVERNANCE

Corporate Governance and Management Discussion and Analysis Report alongwith Certificate of the Auditors of your Company pursuant to clause 49 of the Listing Agreement with the Stock Exchanges has been included in this Report as Annexure. Your company has been practicing the principles of good Corporate Governance over the years. The Board of Directors supports the broad principles of Corporate Governance over the years. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability and integrity.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

The Audited Balance Sheet as at 31st March, 2009 and Profit & Loss Accounts for the year ending as on that date together with the Reports of Directors' and Auditors' thereon of M/s Ansal Chaudhry Developers (P) Ltd., (Nepal), Rahul Buildwell Pvt. Ltd.,(Nepal), M/s Rahul Township Pvt. Ltd., (Nepal), M/s A.C. Shelters Pvt. Ltd., (Nepal), M/s A.C. Infrastructure & Development Pvt. Ltd., (Nepal), the Subsidiary Companies are enclosed. The consolidated Balance Sheet of Ansal Buildwell Limited, its subsidiary companies and its Jointly Controlled Entity (the Group) as at 31st March, 2009 and Profit and Loss Account for the Financial year ended on that date together with the Schedules is attached hereto.



ANSAL BUILDWELL LTD.

The Statement pursuant to section 212 of the Companies Act, 1956, containing the details of subsidiary companies as on 31st March, 2009 is enclosed as annexure.

DEPOSITORY SYSTEM

Pursuant to the directions of the Securities and Exchange Board of India (SEBI) effective from 26th March, 2001 trading in the Company's shares in dematerialization form has been made compulsory for all investors. Dematerialised form of trading would facilitate quick transfers and save stamp duty on transfer of shares. However, members are free to keep the shares in physical form or to hold the shares with a "DEPOSITORY PARTICIPANT" in demat form. For this purpose the Company has appointed M/s Link Intime India Pvt. Ltd. (formerly M/s Intime Spectrum Registry Ltd.) as Registrar and Share Transfer Agent (RTA) of the Company. The specific ISIN No. allotted to the Company by NSDL and CDSL is INE030C01015.

FIXED DEPOSITS

Fixed Deposits from the public, shareholders and employees as on 31st March, 2009 stood at Rs. 52.08 lacs. 34 Deposits amounting to Rs. 8.93 lacs remained unclaimed as on that date and out of above, three deposits amounting to Rs. 62,000/- was claimed as refund/renewal in the current year. However, the balance amount of Rs. 8.31 lacs still remains unclaimed.

DIRECTORS

Shri V.P. Verma had resigned from the Directorship of the Company in its Board Meeting held on 30th June, 2009. Hence, he has also resigned from the Audit Committee and Remuneration Committee of the Company. The Board of Directors of the Company has already taken steps to search another independent Director in his place.

Shri Subhash Verma and Shri K.S. Bakshi Directors, of the Company retire by rotation and being eligible, offer himself for reappointment.

DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in Section 217(2AA) of the Companies Act, 1956, your Directors subscribe to the "Directors' Responsibility Statement" and confirm as under:

- (i) That in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed and no material departures have been made from the same.
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates 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) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors had prepared the annual accounts on a going concern basis.

LISTING

The Equity shares of the Company are listed at Bombay Stock Exchange Limited (BSE). The Company has paid Listing Fee to the said exchange.

AUDITORS

M/s Sekhri & Associates, Chartered Accountants, who retire at the conclusion of this Annual General Meeting and being eligible for re-appointment, have expressed their willingness to be re-appointed as Statutory Auditors of the Company. They have given certificate that the appointment, if made, would be within the limit prescribed under Section 224(1) of the Companies Act, 1956. Your Directors recommend their reappointment for another year.

ACCOUNTS AND AUDITORS' REPORT

The observations of the Auditors are self-explanatory and/or suitably explained in Notes to the Accounts.

ACKNOWLEDGEMENTS

The Directors wish to place on record their thanks and gratitude to:

- i) The Central and State Governments, as well as their respective Departments and Development Authorities connected with the business of the Company for their co-operation and continued support;
- ii) The bankers and Housing Finance Companies as well as other Institutions for the financial facilities and support;
- iii) The Members, Depositors, Suppliers/Contractors for the trust and confidence reposed and to the customers for their valued patronage.

The Board also takes this opportunity to express their sincere appreciation of the efforts put in by the employees at all levels for achieving the results and hopes that they would continue their sincere and dedicated endeavour towards achieving better working results during the current year.

Registered Office :
118, Upper First Floor, Prakashdeep Building
7, Tolstoy Marg, New Delhi-110 001

For and on behalf of the Board
GOPAL ANSAL
Chairman-cum-Managing Director

Date : 30th June, 2009



**ANNEXURE TO DIRECTORS' REPORT
STATEMENT UNDER SECTION 217(2A) READ WITH THE COMPANIES (PARTICULARS OF EMPLOYEES) RULES,
1975 ATTACHED TO THE DIRECTORS' REPORT FOR THE PERIOD ENDED 31ST MARCH, 2009**

Name of the Employee	Age	Designation	Date of Commencement of Employment	Gross Remuneration (Rs.)	Qualification	Total Experience (Years)	Particulars of Previous Employment and post held
A. EMPLOYED FOR THE WHOLE YEAR							
Shri Gopal Ansal	61	Chairman cum Managing Director	01.08.2001	29,62,005/-	B.Sc. Engg (Civil)	37	Managing Director Ansal Properties & Industries Ltd.
B. EMPLOYED FOR PART OF THE YEAR							
None							

NOTES :

- Gross remuneration includes Basic Salary, HRA, employer's contribution to Provident Fund and Family Pension Fund, medical reimbursement, Club fees, electricity expenses, personal accident insurance. Also entitled to gratuity.
- The appointment of Shri Gopal Ansal, Chairman cum Managing Director & CEO is contractual. His nature of duties includes supervision and control of affairs of the Company subject to superintendence, control and directions of the Board of Directors.
- Other terms and conditions of employment are as per Service Rules of the Company.
- There is no employee who holds by himself or alongwith his spouse and dependent children, not less than 2% equity share of the Company and has been in receipt of remuneration in excess of that drawn by the Chairman cum Managing Director.



STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES

1. Name of the Subsidiary Company	: Ansal Chaudhary Developers Pvt. Ltd.	Rahul Buildwell Pvt. Ltd.*	Rahul Township Pvt. Ltd.*	AC Shelter Pvt. Ltd.*	AC Infrastructure & Development Pvt. Ltd.*
2. No. of Shares held in the Subsidiary Company	: 30600 Equity Shares of Rs. 62.50 each fully paid up	460 Equity Shares of Rs. 62.50 each fully paid up	475 Equity Shares of Rs. 62.50 each fully paid up	450 Equity Shares of Rs. 62.50 each fully paid up	470 Equity Shares of Rs. 62.50 each fully paid up
3. Percentage of holding in the Subsidiary Company	: 51%	92%	95%	90%	94%
4. Financial Year ended	: 31st March, 2009	31st March, 2009	31st March, 2009	31st March, 2009	31st March, 2009
5. Profit after tax (Losses) of the Subsidiary Company for the financial year so far as it concerns the members of Ansal Buildwell Ltd. which have not been dealt with in the accounts of Ansal Buildwell Ltd. for the financial year ended 31st March, 2009	: - For the financial year - For the Previous Year	(2,403.86) (50,158.00)	(4,861.12) (46,534.00)	(937.50) (2,187.00)	(625.00) (15,523.00)
6. The net aggregate of Profits/(Losses) of the Subsidiary Company which have been dealt with in the accounts of Ansal Buildwell Ltd. for the financial year ended 31st March, 2009.	: Nil	Nil	Nil	Nil	Nil
- For the financial year	: Nil	Nil	Nil	Nil	Nil
- For the previous year	: Nil	Nil	Nil	Nil	Nil

* Subsidiary Companies of Ansal Chaudhary Developers Pvt. Ltd.

GOPAL ANSAL <i>Chairman cum Managing Director</i>	R. L. GUPTA <i>Whole Time Director (Finance & BD)</i>
SUBHASH VERMA <i>Director</i>	GAURAV MOHAN PURI <i>Whole Time Director (Projects)</i>
ASHOK BABU <i>Sr. GM & Company Secretary</i>	PRAVEEN GUPTA <i>AGM (Finance & Accounts)</i>
SHYAM TAPARIA <i>AGM (Finance & Accounts)</i>	

Place : New Delhi
Date : 30.06.2009



MANAGEMENT DISCUSSION AND ANALYSIS

We have pleasure in submitting hereunder the Management Discussion & Analysis Report on business of the Company. We have attempted to include discussions on the matter to the extent relevant.

OVERVIEW - INDUSTRY STRUCTURE AND DEVELOPMENT

The Indian Economy which had been showing signs of slowdown, due to global economic crisis and domestic constraints, now it is showing signs of improvement and worst time seems to be over especially for Real Estate. Year 2009 has started giving positive signals and we hope to see the brighter part very soon. Overall 2009 should be fruitful for Real Estate.

2009 will be a year where we will see the results of the active government intervention in fending off the global crisis. This, complimented with lower real estate rates, lower interest rates and better incentives to customers to purchase homes and this will go a long way in rebuilding confidence in the entire real estate industry. While there is still a lot more that the government can do for revival of economy but, the fact remains that customers still need homes

The Government's intention is to boost affordable housing. The Government should bring out schemes that would help in subsidising stamp duty and registration fees for the end-user, for the customers at the bottom of the pyramid.

Real estate industry in India is presently worth \$ 12 billion and is growing at the rate of 30 per cent per annum. The importance of real estate sector in India can be gauged from the fact that it is the second largest employer next only to agriculture. The real estate industry has significant linkages with several other sectors of the economy and over 250 associated industries.

PERFORMANCE

During the year 2008-2009, there has been a marginal correction in the real estate market. However, the Company's performance has improved and as well as turnover. During the current year, special emphasis has been laid on the infrastructure development works which has augmented the sales of our unsold stock. All our earlier schemes namely "Shalimar Residency", "Executive Residency", "Chinar Cottages", "Royal Residency", "Royal Casa", "Sushant Floors", "Flexi Homes" "Florence Homes", "Florence Grand", "Florence Super" and "Florence Manor" have been successfully completed and the possession has been offered to the clients.

Construction works on new scheme titled "Florence Elite","Florence Marvel" and "Florence Villa", which were also well received in the market, are nearing completion and the possession to clients have been offered. The construction work is in full swing to meet the target dates of completion on our other successfully launched schemes, that is, in the last year we have launched yet another prestigious scheme titled "Florence Abode" which has been designed to cater for the requirement of the Upper Class Segment. Two Sample Units, one fully furnished and another un-furnished, are on display and the response is very encouraging. Construction work on other units are in progress. Keeping the market sentiments in mind we have also launched two new schemes (middle range) i.e. "Florence Residency" & "Sushant Residency" which has excellent response from the market and the construction work has started.

Last year we had launched two commercial complexes “Boom Plaza” and “Boulewarde Centre” located in Sushant Lok - III, Gurgaon. The response has been overwhelming. The structure work of Boom Plaza has been completed and finishing work is in progress. Project is running as per time schedule.

On the Hospitality front, Group Housing club namely “Harmony Club” is fully operational. Phase one i.e. “Health Club Block” of our prestigious project “Club Florence” is also complete and operational with fully equipped Gymnasium, Sauna Steam, Restaurant and facilities such as Squash Court, Table Tennis, Pool Table and Lawn Tennis Court and also the Swimming Pool are now open to members. The response for membership to the “Club Florence” is very encouraging. Construction for Phase two i.e. the main block of “Club Florence” is in full swing and the interior / finishing work is targeted to be complete by August’ 2009. We have also received the completion certificate for the club.

At “Ansal City”, a township at Puthiyakavu, Kochi, all development works of phase I has been completed. Construction of Villas is in progress and few villas have already been handed over. The development works of phase II is in full swing. At “Ansal City” we have launched “City Homes” of 1000sqft each in three floors and the same is giving good response from the market. At “Ansal Riverdale”, a Group Housing Project namely, “Garden View Apartments” has been completed and the occupancy certificate is awaited.

Last year we had launched “Florence Apartments” Jammu, another Group Housing Project on collaboration basis. The response for the apartments has been over-whelming. The construction works has already started and is in full swing. The finishing work of one sample unit is in progress.

“Ansal City – Amritsar”, a plotted development project, spread over an area of 150-160 acres is coming up in Amritsar, Punjab. We have already received License from PUDA for the first phase of the project. The execution of Sale Deeds and acquiring, of more land is in full swing. All the development like, water supply works, sewerage, storm water, S.T.P, W.T.P, parks & fencing work are in full swing. The electrification work has also started.

We are in the process of acquiring land in Jaipur, Gwalior and Jhansi for development of plotted and independent housing schemes.

In Jhansi (UP), we have taken up two projects. One “Ansal Basera Estate”, a housing project, spread over an area of 8.5 acres, in the heart of the city, the construction work of two sample villas is in progress. Second “Ansal Basera City” a township development project, spread over an area of 100 acres on the Jhansi – Gwalior by-pass road, the development works have started. The main entrance gate work is nearing completion.

Dwarka Drain project, a subcontract work, the work has been completed and handed over.

The work on our other sub contracted work, a Spillway Project at Thoubal, Manipur, is in full swing. Though the Project is a little delayed due to the continuous instability and insurgency in Manipur, but we are making full efforts to complete the same within the revised timeframe.

DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT

Manpower is biggest strength in Real Estate Sector. Your Company maintains its focus on its human resources. It believes that people’s contribution is the main engine for growth. They include encouraging



participative management style, improvement of job skills of the employees, inculcating the spirit of innovativeness so as to improve their growth and quality of their work, empowering and motivating them and thereby raising their productivity by delegating authorities and responsibilities, establishing system of evaluation of employees, their performance, need for training and consequent rewards by way of increased salaries and perquisites, and their advancement through promotion/elevation in the hierarchy. With the economy in a buoyant mode, as also the real estate activities, your Company has made significant progress in building its team after analyzing varied sets of skills, knowledge, attitude and behaviour of its manpower. Industrial relations during the year remained cordial and initiatives were taken to enhance the productivity of employees. All employees are working in harmonious and teamwork atmosphere are at all time high.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has formulated a Policy framework on internal control for identifying and rectifying internal control weaknesses and to monitor the same and report to corporate management. The Company has Audit Committee consisting of independent directors having expert knowledge and vast experience in the field of their area of operations. They do periodic review accounting records and various statements/Accounts prepared by the accounting department. They advise time to time to the senior management of the Company and interact with them.

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition and that transactions are authorised, recorded and reported correctly.

The Company's internal control systems are further supplemented by an extensive programme of internal audit by an independent department of competent executives and periodic review by Management.

The Company has clearly laid down policies, guidelines and procedures which form part of its internal control system.

The internal control system is designed to ensure that all the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of the assets. It is commensurate with the size and operations of the Company.

During the year under review, four meetings of Audit Committee were held to review, inter alia, the internal audit/controls alongwith management comments and follow up actions thereon.

PROSPECTS AND FUTURE OUTLOOK

The future of Real Estate Market is gradually changing now. Hence, keeping in mind the present scenario, the company is planning to slow down further procurement for the time being.

The Company is committed to carry out developments in smaller towns and continuing efforts are being made to enter into towns of Uttar Pradesh, Madhya Pradesh, Rajasthan, Haryana and Punjab, So that on one hand the congestion in the urban metropolis could be avoided and on the other hand the benefit of planned development and modern life style could be extended to the people living in smaller towns.

OPPORTUNITIES AND THREATS

The Government of India has deregulated and liberalized the Real Estate Sector after liberalization of a number of other sectors of the economy. India needs 12 million housing units in urban areas. Commercial space for organized retailing, Hotels and Hospitality and IT Sector are also required. The Growth of India's middle class creating demand for housing, India has the second largest population and work force in the world with a middle class of more than 300 million. Rising FDI levels have increased commercial space requirements by foreign firms and expansion in organized retail sector.

Sanctioning process through the authorities is slow and time consuming. Fluctuations in market conditions may affect our ability to sell our projects at expected prices, which could adversely affect our revenue and earnings. Potential limitations on the supply of land could reduce our revenue or negatively impact the results of Company's operations.

The Indian Real estate market is still in its infancy, largely unorganized and dominated by a large number of small players, with very few corporates or large players having national presence. The Construction Industry is still subject to a number of taxes and is considered as one of the over burdened tax segment and the non-availability of low cost long term funds, for the real Estate/Construction Sector. However, the said risks can be averted if the Government directs its policies in Real Estate Sector towards regulatory framework instead of being restrictive in nature.

As seen in the recent past the Government policies have been supportive e.g. reduction in stamp duty and change in the tenancy law and abolition of land ceiling Act.

As in any other business, the real estate sector is also likely to face competition from existing as well as new players, both domestic as well as foreign. However, your Company hopes to address the competitive threat on the strength of its emphasis on quality of construction, adoption of innovative designs and provision of qualitative services and of course, by using its advantage of experience.

The Company remains firmly committed to its objective of high quality coupled with aggressive cost reduction initiatives. The performance of the Company in Contracts Division is satisfactory but sometimes we have to face cost escalation and catastrophic seasonal conditions which cause delay in the implementation of the works. The Company is putting its impetus to real estate sector once again.

The real estate sector in India has undergone rapid changes in the past few years. New competitors have entered the core area of our operations in recent times. The fight for the market share has intensified with competition resorting to higher advertising costs. This combined with substantial increase in costs of critical inputs like cement, steel etc., have neutralized the impact of Government's positive policies for real estate sector.

RISK AND CONCERNS

A big risk which the developers are facing is price risk. Real estate price cycles have the maximum impact on the margins of the developers, because land costs account for a large portion of the constructed property. The other risk to which the developers are exposed is demand risk which indicates the ability to sell properties based on location, brand, track record, quality and timelines of completion. Most real estate developers try to address this risk by undertaking market surveys in order to assess the demand for their properties. Sustained availability of housing loans at a cheaper rate is one of the reasons for growth in demand for housing units. Uncertain interest rate leads to uncertainty in the real



ANSAL BUILDWELL LTD.

estate market. This trend of uncertain interest rate may dampen the growth rate of demand for housing units. Change in Government Policies including change in Tax structure will also affect the Progress of the Real Estate Industry.

Although major initiatives in the infrastructure of road and transportation have been made, yet the availability of Power still needs the attention of policy makers.

The lack of uniformity in the regulatory environment concerning the real estate, as also the availability of quality manpower, and reliable databases on industry, are concerns that need to be addressed for attracting FDI inflows in the industry.

CAUTIONARY STATEMENT

Statements in this report on management's Discussion & Analysis are based on certain assumptions and expectations of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global as well as domestic demand-supply conditions, raw material cost & availability, changes in Government regulations and tax structure, economic development within India and world-wide and other relevant factors.

Registered Office :
118, Upper First Floor, Prakashdeep Building
7, Tolstoy Marg, New Delhi-110 001

For and on behalf of the Board

GOPAL ANSAL
Chairman-cum-Managing Director

Date : 30th June, 2009

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance

The Company's Philosophy on Corporate Governance is to practice transparency in operations and maintain a professional approach and accountability in dealing with its stakeholders. Your Company maintains an unwavering focus on conducting its business in accordance with the highest ethical standards and sound corporate governance practices. The adoption of such corporate practices is founded on principles of transparency, strong Board oversight and high levels of integrity. It ensures accountability of the persons in charge of the Company's affairs and brings benefits to investors, customers, creditors, employees and the society at large. The Company will continue to stand by these standards.

Corporate Governance has become integral part of the Company in its pursuit of excellence, growth and value creation. It continuously endeavours to leverage available resources for translating opportunities into reality. During the year under review, the Board continued its pursuit of achieving these objectives through the adoption and monitoring of prudent business plans.

In India, Corporate Governance Standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement of the Stock Exchanges. The stipulations mandated by Clause 49 became applicable to your Company in March, 2001 and have been fully complied with since then.

The company has taken various steps for implementation of the requirements placed under the revised Clause 49 of the listing agreement with the Stock Exchanges. Company has introduced a systematic mechanism of Corporate Governance. Company reviews its policies and practices of Corporate Governance with a clear goal of a transparent system of operation and it implements the Corporate Governance practices with letter and spirit.

Your Company's policy is aimed at achieving quality management services at all levels and to adhere to all the laws, rules, regulations meant for Corporate Governance at all times and have the best management team that can also effectively monitor corporate decisions for sustained growth.

2. Board of Directors

a) Composition and Category of Directors

To strengthen the Company policies for adherence of Corporate Governance, the Company had already taken steps to appoint two Wholtime Directors to broad base the Board of Directors. During the year under review the Board consisted of six Directors, out of which three are Non-Executive Independent Directors and three are Executive Directors. Chairman is an Executive Director. Shri V.P. Verma had resigned from the Directorship of the Company in the Board Meeting held on 30th June, 2009 and the Board has taken steps to search another independent Director in his place. The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors.

The Composition of Directors, their attendance at Board Meetings during the Financial Year 2008-2009 and last Annual General Meeting and their other Directorships/Committee Memberships in other Companies are as follows:



ANSAL BUILDWELL LTD.

As on 31st March, 2009

Name of Directors	Category	Attendance Particulars		Directorships held in Other Companies *		Committee Memberships held in other Companies **	
		Board Meetings	Last AGM	As Director	As Chairman	As Member	As Chairman
Shri Gopal Ansal	P-CMD	5	No	1	-	-	-
Shri Subhash Verma	I-NED	8	Yes	2	-	-	-
Shri K.S. Bakshi	I-NED	0	Yes	8	-	-	-
Shri V.P. Verma	I-NED	8	Yes	-	-	-	-
Shri R.L. Gupta	WTD - ED	8	Yes	-	-	-	-
Shri Gaurav Mohan Puri	WTD - ED	8	Yes	-	-	-	-

P Promoter
 NED Non-Executive Director
 CMD Chairman cum Managing Director
 P – NED Promoter Non-Executive Director
 I – NED Independent and Non-executive Director
 WTD – ED Wholtime Director – Executive Director

* Excludes Directorships held in Private Limited Companies, Foreign Companies, Companies U/s 25 of the Companies Act, 1956 and Memberships of Managing Committees of various Chambers/Institutions.

** Memberships/Chairmanships of Audit Committee, Share Transfer cum Shareholders' Grievance Committee, and Remuneration Committee have been considered.

b) Details of Meetings of Board of Directors held during the Financial Year 2008-2009.

Date	No. of Directors Present
21.05.2008	5
30.06.2008	5
31.07.2008	5
10.09.2008	5
24.10.2008	4
29.10.2008	4
31.01.2009	4
02.02.2009	5

c) Details of Sitting Fees paid to Non-Executive Directors

The Company does not pay any remuneration to its Non Executive/Independent Directors except sitting fee for attending meetings of the Board of Directors @ Rs. 2500/- and Audit Committee Meetings @ Rs. 1500/- per meeting to each Director. No sitting fee is paid to

Chairman Cum Managing Director and Whole time Directors. The Sitting fee paid to the Directors for attending meetings of Board of Directors and Audit Committee Meetings for the year ended 31st March, 2009 is as follows.

Name of the Directors	Sitting Fee for Board Meetings	Sitting Fee for Audit Committee Meetings
Shri Subhash Verma	Rs. 20,000/-	Rs. 6,000/-
Shri K.S. Bakshi	NIL	NIL
Shri V.P. Verma	Rs. 20,000/-	Rs. 6,000/-

d) Executive Chairman & Managing Director and Wholetime Directors

The Company has Executive Chairman & Managing Director Shri Gopal Ansal who is responsible for overall planning, policy, strategy, operations and marketing activities of the Company. Shri R.L. Gupta, Wholetime Director (Finance & Business Development) and Shri Gaurav Mohan Puri, Wholetime Director (Projects) were appointed for a period of three years w.e.f. 1st November, 2007 to 31st October, 2010.

e) Details of remuneration paid to the Executive Directors for the financial year 2008-2009.

Remuneration of Chairman cum Managing Director and Wholetime Directors is decided by the Board, based on the recommendations of Remuneration Committee as per remuneration policy of the Company, within the ceiling limits fixed by the shareholders. Remuneration paid to Shri Gopal Ansal, Chairman cum Managing Director, Shri Gaurav Mohan Puri and Shri R.L. Gupta, Wholetime Directors for the year ended 31st March, 2009 was as follows.

Name of the Directors	Designation	Salary Rs. (Basic + H.R.A.)	Perks Rs.	Total Rs.
Shri Gopal Ansal	Chairman cum Managing Director	24,50,000/-	5,12,005/-	29,62,005/-
Shri R.L. Gupta	Whole-Time Director (Finance and Business Development)	18,28,125/-	1,51,200/-	19,79,325/-
Shri Gaurav Mohan Puri	Whole-Time Director (Projects)	16,87,500/-	2,17,349/-	19,04,849/-

f) Retirement of Directors

The Chairman cum Managing Director is not subject to retirement by rotation while the Wholetime Directors, the Non Executive Directors and Independent Directors are liable to retire by rotation as per provisions of the Companies Act, 1956. The Chairman cum Managing Director was reappointed for a period of 3 years with effect from 1st April, 2009. Shri Subhash Verma and Shri K.S. Bakshi the Non Executive and Independent Directors of the Company retire by rotation at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment. Shri V.P. Verma had resigned from the directorship of the company in its Board meeting held on 30th June, 2009.



CORPORATE GOVERNANCE DISCLOSURES

3. Your Company has constituted following Committees of the Board

a) Audit Committee

To oversee the Company's Financial reporting process and disclosure of its financial information including internal control system, reviewing the Accounting Policies and Practices, report of the Company's Internal Audit Department and Quarterly/Half Yearly/Yearly Financial Statements as also for review of financial management policies, the Company has set up an Audit Committee on 31st January, 2001. During the year under review the Committee comprised of three directors viz Shri Gopal Ansal, Shri Subhash Verma and Shri V.P. Verma. Shri V.P. Verma had resigned from the directorship of the Company in its Board Meeting held on 30th June, 2009, hence, resigned from the Audit Committee also. Meanwhile the Board of Directors has taken steps to search another independent director in his place and to reconstitute audit committee also. The terms of reference of Audit Committee are as per requirements of listing agreement and the Companies Act, 1956. During the Financial Year 2008-2009, four Audit Committee Meetings were held on 30th June, 2008, 31st July, 2008, 29th October, 2008 and 31st January, 2009. Shri Subhash Verma, an Independent Non Executive Director, is the Chairman of the Audit Committee.

All members of the Audit Committee are financially literate. Shri R.L. Gupta, Wholetime Director (Finance and Business Development) attended all Audit Committee meetings as a Special Invitee and apprised the Committee of various financial matters.

The Company Secretary acts as Secretary of the Committee.

The powers of Audit Committee have been re-broadened pursuant to amended clause 49 of the listing agreement.

The role of Audit Committee was also redefined pursuant to amended clause 49 of the Listing Agreement.

Powers of Audit Committee

The Audit Committee shall have the following powers:

1. To investigate any activity within its terms of reference
2. To seek information from any employee
3. To obtain outside legal or other professional advice
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Scope of functions of Audit Committee

- i) The Members of the Audit Committee shall have discussion with the auditors periodically about adequacy of internal control system and control procedures, scope of audit including the observations of the auditors, and review of the quarterly/half yearly and annual financial statements, before submission to the Board, and also to ensure compliance of internal control systems.

- ii) The audit committee shall have authority to investigate into any matter in relation to the items specified in Section 292A or referred to it by the Board and for this purpose shall have full access to information contained in the records of the Company.
- iii) Any recommendation given by the Audit Committee on any matter relating to Financial Management including the audit report, shall be binding on the Board. If any recommendation is not accepted by the Board, it shall record the reasons thereof and also communicate such reasons to the Shareholders.
- iv) The Audit Committee shall meet periodically as many times as may be prescribed under the rules framed by the Central Government and/or as may be required by the listing agreement with Stock Exchange, from time to time. However, it will be essential to have such meetings for review of quarterly/half yearly and annual financial statements before these are submitted to the Board.

b) Share Transfer cum Shareholders' Grievances Redressal Committee

To specifically look after share transfer work and to look into the redressal of complaints like transfer of shares, non-receipt of annual report and non-receipt of dividend etc., the Company has set up a Share Transfer cum Shareholders Grievances Redressal Committee. The Committee consists of three members viz. Shri Gopal Ansal as chairman, Shri Subhash Verma Director and Shri Ashok Babu, Company Secretary as Members.

During the year under review Twenty meetings of the committee were held. This committee has been constituted to look into shareholders/Investors' grievances and suggest remedial measures and to take timely action on Transfer of shares, Issue of Duplicate Shares, Split, Transmission, Consolidation, Demat and Remat of shares. During the years under review Two complaints were received from the shareholders of the Company which were satisfactorily redressed and at the end of the year under review no shareholders' complaint was pending.

c) Remuneration Committee

During the year under review, the Remuneration Committee comprised of two Directors viz Shri Subhash Verma as Chairman and Shri V.P. Verma as member. Both are non Executive Directors. Shri V.P. Verma had resigned from the directorship of the Company in its Board Meeting held on 30th June, 2009, hence, resigned from the Remuneration Committee also. Meanwhile the Board of Directors has taken steps to search another independent director in his place and to reconstitute remuneration committee also.

Broad terms of reference of the Remuneration Committee include recommendations to the Board on salary/perquisites, commission and retirement benefits and finalisation of the perquisite package payable to the Company's Chairman cum Managing Director/Whole-time Directors.

During the year under review, there was one meeting of remuneration committee held on 31st January, 2009 wherein Shri R.L. Gupta, Wholetime Director (Finance & Business Development) and Shri Gaurav Mohan Puri, Wholetime Director (Projects) placed their letter to offer voluntary reductions in their salary by 15% of their gross remuneration w.e.f. 1st November, 2008 keeping in consideration the recessionary trend in the Industry. The Committee welcomed the step and appreciated.

**4. Particulars of Last Three Annual General Meetings**

The dates, time and venue of the three previous Annual General Meetings held during the last three years are given below:

Financial Year	Day	Date	Time	Venue
2005-2006	Friday	29.09.2006	11.00 A.M.	Sri Sathya Sai International Centre and School, Lodhi Road, New Delhi - 03
2006-2007	Wednesday	26.09.2007	11.00 A.M.	Sri Sathya Sai International Centre and School, Lodhi Road, New Delhi - 03
2007-2008	Thursday	25.09.2008	11.00 A.M.	Sri Sathya Sai International Centre and School, Lodhi Road, New Delhi - 03

5. Other Disclosures**a) Related Party Transactions**

The Company did not have any materially significant related party transactions, which may have potential conflict with the interest of the Company. The disclosure relating to transactions with the related parties as per Accounting Standard 18 is appearing in Para 6 Part B of Schedule 12 of notes on accounts of the annual accounts of the Company for the year ended 31st March, 2009.

b) Accounting Treatment

The Company has followed Accounting Standard prescribed by the Companies (Accounting Standards) Rules, 2006, and the relevant provisions of the Companies Act, 1956, to the extent applicable in preparations of financial statement. A necessary note has already been given in the Notes on Accounts Schedule 12 of the Annual Accounts of the Company for the year ended 31st March, 2009.

c) Risk Management Policy

The Company has laid down procedures to inform the Board members about the risk assessment, if any, and procedure to minimize the same. During the year under review the Company has not assessed any risk in the operations of the Company, hence Company has not informed the Board Members.

d) Proceeds from Public Issues, Right Issues, Preferential Issues etc.

There was no public issue, right issue, preferential issue etc. during the year under review.

e) Legal Compliance

No penalties or strictures have been imposed by SEBI or Stock Exchange or any other statutory authorities on matters relating to capital markets during the last three years. All the requirements of the Listing Agreements with the Stock Exchanges as well as regulations and guidelines of SEBI are strictly being followed.

f) Code of Conduct

In tune with the corporate philosophy, the Board of Directors of the Company in its meetings

held on 27th October, 2005, 29th June, 2007, 21st May, 2008 and 5th May, 2009 laid down a Code of Conduct for all Board Members and Senior Management of the Company in terms of the requirement placed in the amended clause 49 of the Listing Agreement. The Code of Conduct is displayed at Company's Website.

Declaration for Compliance of Code of Conduct

I hereby confirm that:

The Company has obtained from all members of the Board and Senior Management Personnel, affirmation that they have complied with the Code of Conduct and ethics for Directors and Senior Management Personnel for the financial year 2008-2009.

Date : 30th June, 2009

Gopal Ansal

Place : New Delhi

Chairman cum Managing Director

g) Subsidiary Companies

The Company does not have any material non-listed Indian Subsidiary Company. It has its subsidiary Company M/s Ansal Chaudhary Developers Pvt. Ltd. which was incorporated at Nepal and which also has four subsidiary companies viz. M/s Rahul Buildwell Pvt. Ltd. (Nepal), M/s Rahul Township Pvt. Ltd. (Nepal) M/s A.C. Shelters Pvt. Ltd. (Nepal), M/s A.C. Infrastructure & Development Pvt. Ltd. (Nepal). The Meetings of Audit Committee and Board of Directors generally review the Minutes/Accounts /Financial Statements of the Subsidiary Companies. The final accounts of the subsidiary companies and the consolidated Balance Sheet and Profit and Loss Account of M/s Ansal Buildwell Ltd. and its subsidiaries are attached with Final Accounts of the Company. During the year under review, there was no significant transaction entered with the subsidiary companies by the Company.

h) CEO/ CFO certification to the Board of Directors

In terms of the requirement of the amended clause 49, the certificates from CEO/CFO had been obtained and placed before the Board.

i) Share Transaction Regulatory System for Prevention of Insider Trading

The Board of Directors of the Company have adopted the Code of Conduct and control procedure for prevention of insider trading in their Board Meeting held on 30th July, 2002, 27th January, 2005, 21st May, 2008 and 5th May, 2009. The Code contains the rules regulations and process for transactions, in the shares of Company and it applies to all transactions and for all associates, in whatever Capacity they may be, including directors and senior executives of the Company.

6. Means of Communication

a) Quarterly results

i) Newspapers where quarterly Results were published in Financial Year 2008-09	:	i) The Pioneer	02.07.08
		Veer Arjun	02.07.08
		ii) The Financial Express	02.08.08
		Jansatta	04.08.08
		iii) The Financial Express	30.10.08
		Jansatta	31.10.08



- iv) The Financial Express 03.02.09
Veer Arjun 03.02.09
- ii) Website where quarterly results are displayed : www.sebi.gov.in.com (EDIFAR)
- b) Whether the website also displays official news releases and presentations to institutional investors/analysts : Yes
- c) Newspaper where Audited Financial Results are published : Normally published in The Financial Express (English) Jan Satta (Hindi)
- d) Whether Management Discussion and Analysis is a part of Annual Report or not. : Yes

7. General Shareholders information

i) Annual General Meeting

- Date & Time : 24th September, 2009 at 3.00 P.M., at Sri Sathya Sai International Centre & School, Lodhi Road, Institutional Area, Pragati Vihar, New Delhi-110 003

ii) Financial Calendar

- Approval of Unaudited Financial Results
- Quarter ended June 30, 2009 : Last week of July, 2009
- Quarter ended Sept. 30, 2009 : Last week of October, 2009
- Quarter ended Dec. 31, 2009 : Last week of January, 2010
- Quarter ended Mar. 31, 2010 : Last week of April, 2010

iii) Book Closure Date

- : 15th September, 2009 to 24th September, 2009 (Both days inclusive)

iv) Registered Office

- : 118, UFF, Prakashdeep Building, 7, Tolstoy Marg, New Delhi-110 001
Tel : 23353051 & 23353052, Fax : 23310639
Website: www.ansalabl.com
Email: ansalabl@vsnl.com

v) Listing of Securities

- : The Equity Shares of the Company are listed on Bombay Stock Exchange Limited.

vi) Listing Fees

- : Listing Fees up to the year 2009-2010 has been paid to the Bombay Stock Exchange Limited where Company's Shares are listed.

vii) Stock Exchange Address & Stock Code

- : The Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai - 400 001

Stock Exchange Code	: 523007
Demat ISIN Number	: INE030C01015
viii) Share Transfer System	: The Company has appointed M/s Link Intime India Pvt. Ltd. as a Common Agency for share registry work in term of both physical and electronic modes.
ix) Dematerialization of Shares	: The Company has been offering dematerialization facility to the shareholders. The demat facility is available to all the shareholders of the Company who request for such facility.
x) Investor correspondence	: All enquiries , clarification and correspondence should be addressed to Registrar and Share Transfer Agent, at the following address:- M/s Link Intime India Pvt. Ltd. A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110 028
xi) Compliance Officer	: Mr Ashok Babu Sr. GM & Company Secretary M/s Ansal Buildwell Limited 118, UFF, Prakashdeep Building, 7, Tolstoy Marg, New Delhi-110 001

8. Other Useful Information for Shareholders

- i)** The Dividend recommended by the Board of Directors in their meeting held on the 30th June, 2009, @ 12%, if approved at the Annual General Meeting to be held on the 24th September, 2009, will be paid to the members holding the shares in physical mode, whose names shall appear on the Company's Register of Members as on the 24th September, 2009. As regards shares held in electronic form, the dividend will be payable to the beneficial owners' of shares whose names appear in statement of beneficial ownership furnished by the Depositories as at the end of business hours on the 14th September, 2009.
- ii)** Equity Shares of the Company are under compulsory demat trading by all investors w.e.f. 26th March, 2001. Considering the advantage of scripless trading, shareholders are requested to consider dematerialization of their shareholding so as to avoid inconvenience in future.
- iii)** Members/Beneficial owners are requested to quote their Folio No/ D.P. & Client I.D. Nos. as the case may be in all correspondence with the Company.
- iv)** Members holding shares in physical form are requested to notify to the Company, change if any in their addresses and bank details.
- v)** Beneficial owners of shares are requested to send their instructions regarding change of address, bank details, nomination, power of attorney etc. directly to their DP as the same are maintained by the DPs.



vi) Section 109A of the Companies Act, 1956 extends nomination facility to individuals holding shares in physical form in companies. Members, in particular those holding shares in single name, may avail of the above facility by furnishing the particulars of their nomination in the prescribed nomination form.

vii) Registrar and Share Transfer Agent

The shares of the Company are under compulsory demat w.e.f. 26th March, 2001. The Company has appointed following Registrar and Transfer Agent as a Common Agency for the share registry work in terms of both physical as well as electronic form, as a single point.

M/s Link In-Time India Private Ltd.

A-40, 2nd Floor, Naraina Industrial Area Phase-II,

Near Batra Banquet Hall, New Delhi-110 028

viii) Distribution of Shareholding

The distribution of shareholding as on 31st March, 2009 was as under.

TABLE

Share Holding of Nominal value		Shareholders		Share Amount	
Rs.	Rs.	Number	% to total	Rs.	% to total
Upto	2500	10936	83.119	10122330	13.708
2501	5000	1444	10.975	5558620	7.528
5001	10000	470	3.572	3798690	5.145
10001	20000	156	1.186	2299640	3.114
20001	30000	49	0.373	1221860	1.655
30001	40000	25	0.190	888810	1.204
40001	50000	22	0.167	1027690	1.392
50001	100000	26	0.198	1838810	2.490
100001	& above	29	0.220	47081980	63.764
Total		13157	100	73838430	100

ix) Details of Shareholding as on 31st March, 2009 was as under :

S.No.	Category	No. of Shares held	% of Shareholding
1	Promoters	4007408	54.272
2.	Mutual Funds/UTI	1400	0.019
3.	Banks/ Financial Institutions	1450	0.020
4.	Private Corporate Bodies	358889	4.860
5.	Indian Public	2989628	40.489
6.	NRI	25068	0.340
Total		7383843	100

x) Dematerialization of Shares and Liquidity

The shares of the Company fall under the category of compulsory delivery in dematerialized mode by all categories of investors. The Company has signed agreements with both the Depositories i.e. National Securities Depository Limited and Central Depositories Service (India) Limited. Over 90.15% of the share capital of the company has already been dematerialized till 31/03/2009.

xi) Outstanding GDRs/ADRs/Warrants or any

Convertible Instruments, conversion date

And likely impact on equity : NIL

xii) High and Low of the Shares for the Financial Year 2008-2009.

MUMBAI

Month	High	Low
April, 2008	64.25	48.50
May, 2008	63.60	53.00
June, 2008	57.00	36.95
July, 2008	45.00	35.25
August, 2008	49.25	38.20
September, 2008	48.40	28.00
October, 2008	34.00	13.75
November, 2008	25.00	16.00
December, 2008	26.90	15.00
January, 2009	25.45	16.35
February, 2009	24.05	17.75
March, 2009	27.00	17.15

xiii) Address for Correspondence

Ansal Buildwell Limited
118, UFF Prakashdeep Building,
7, Tolstoy Marg, New Delhi-110 001

xiv) Compliance Certificate of the Auditors

The Company has received a certificate from Statutory Auditors certifying compliance of the mandatory requirements mentioned in clause 49 of the listing agreement.

For and on behalf of the Board

Place : New Delhi
Date : 30th June, 2009

GOPAL ANSAL
Chairman cum Managing Director



ANSAL BUILDWELL LTD.

**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE
FROM THE STATUTORY AUDITORS**

To the Members of
ANSAL BUILDWELL LIMITED

We have read the Report of Board of Directors on Corporate Governance and have examined the relevant records relating to compliance of conditions of corporate governance by ANSAL BUILDWELL LIMITED (the Company), for the year ended 31st March, 2009.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination, conducted in the manner described in the 'Guidelines Note on Certification of Corporate Governance' issued by the Institute of Chartered Accountants of India, was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an 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, and on the basis of our examination described above, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

We state that no investor grievance is unattended / pending for a period exceeding one month as on 31st March, 2009.

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 SEKHRI & ASSOCIATES
Chartered Accountants

Date : 30th June, 2009
Place : New Delhi

H. L. SEKHRI
Partner
Membership No. 15874

REPORT OF THE AUDITORS TO THE MEMBERS

1. We have audited the attached Balance Sheet of M/s ANSAL BUILDWELL LIMITED as at 31st March, 2009 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date annexed hereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express the opinion on these financial statements based on audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, (together the 'Order') issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said Order.
4. 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 purpose of our audit.
 - ii. In our opinion proper books of accounts, as required by law, have been kept by the Company, so far as appears from our examination of such books.
 - iii. The Balance Sheet, the Profit & Loss Account and Cash Flow Statement referred to in this Report are in agreement with the books of account.
 - iv. The Balance Sheet, the Profit & Loss Account and Cash Flow Statement referred to in this Report comply with the Accounting Standards referred to Section 211(3C) of the Companies Act, 1956.
 - v. On the basis of written representations from the Directors as on 31st March, 2009, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2009 from being appointed as a Director under Section 274(1)(g) 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, read together with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in so far as it relates to the Balance Sheet, of the state of affairs of the Company as at 31st March, 2009;
 - (b) in so far as it relates to the Profit & Loss Account, of the profit of the Company for the year ended on that date;
 - (c) in so far as it relates to the Cash Flow, of the cash flows for the year ended on that date.

For SEKHRI & ASSOCIATES
Chartered Accountants

Date : 30th June, 2009
Place : New Delhi

H.L. Sekhri
Partner
Membership No. 15874



ANNEXURE REFERRED TO IN PARAGRAPH (3) OF THE AUDITORS' REPORT TO THE MEMBERS OF ANSAL BUILDWELL LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2009.

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) The fixed assets have been physically verified by the management at regular intervals. As explained to us no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification of assets is reasonable.
(c) During the year, the Company has not disposed off a substantial part of the fixed assets.
- ii) (a) The inventory has been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable.
(b) In our opinion the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
(c) On the basis of information provided to us by the management, in our opinion, the Company has maintained proper records of inventory.
- iii) (a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly the provisions of clause 4(iii) of the Companies (Auditors Report) Order 2003 are not applicable to the Company.
(b) The Company has taken Short Term Loans from the directors and their relatives covered in the register maintained under Section 301 of the Companies Act, 1956. In our opinion the rate of interest and other terms and conditions of such Loans are not prima facie, prejudicial to the interests of the Company.
(c) In respect of public deposits taken repayment of principal and interest has been regular.
- iv) As per explanation of the Company that certain materials purchased are of such a nature for which requisite alternative sources do not exist for the purpose of comparison of quotations, in our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and for the sale of goods. During the course of our audit, no major continuing failure has been noticed in the internal control procedures.
- v) (a) According to the information and explanations given to us, the transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of Rupees Five Lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 58A and 58AA and any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 1975 with regard to deposits accepted from the public. According to information and explanations given to us, no order under the aforesaid sections has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vii) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which, in our opinion, is commensurate with the size and nature of its business.

- viii) The Central Government has not prescribed the maintenance of cost records u/s 209(1)(d) of the Companies Act, 1956 for any of the products of the Company.
- ix) (a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues, if any, applicable to it with appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty and Cess were in arrears, as at 31st March, 2009 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, no disputed tax dues are payable by the company.
- x) The Company has neither accumulated losses as at the end of the financial year nor it has incurred cash losses during the financial year as well as in the immediately preceding financial year.
- xi) According to the records of the Company examined by us and the information and explanations given to us by the management, the Company has not defaulted in repayment of dues to financial institutions and banks.
- xii) In our opinion and according to the information and explanations given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) The provisions of special statute applicable to chit fund / nidhi / mutual benefit fund / society are not applicable to the Company and therefore, paragraph 4(xiii) of the Order is not applicable.
- xiv) In our opinion, the Company is not dealing or trading in shares, securities, debentures and other investments.
- xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and/or financial institutions.
- xvi) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which they have been 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. No long term funds have been used to finance short term assets except permanent working capital.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix) The Company has not issued any debentures during the year.
- xx) The Company has not raised any money by way of public issue during the year.
- xxi) During the course of examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year nor have we been informed of such case by the management.

For SEKHRI & ASSOCIATES
Chartered Accountants

Date : 30th June, 2009
Place : New Delhi

H.L. Sekhri
Partner
Membership No. 15874



ANSAL BUILDWELL LTD.

BALANCE SHEET AS AT 31ST MARCH, 2009

	SCHEDULE	As at	
		31.03.2009 (Rs.)	31.03.2008 (Rs.)
SOURCES OF FUNDS			
Shareholders' Funds			
Share Capital	1	7,38,38,430	7,38,38,430
Reserves & Surplus	2	31,85,64,577	27,04,79,943
Loan Funds			
Secured Loans	3	47,86,56,905	41,09,50,755
Unsecured Loans	4	1,15,93,539	1,55,00,019
		<u>88,26,53,451</u>	<u>77,07,69,147</u>
APPLICATION OF FUNDS			
Fixed Assets			
Gross Block	5	18,47,61,869	18,03,94,774
Less : Depreciation Reserve		10,80,70,042	9,06,21,660
Net Block		<u>7,66,91,827</u>	<u>8,97,73,114</u>
Investments			
Deferred Tax Assets	6	44,87,412	44,87,412
		81,47,223	52,41,599
Current Assets and Loans & Advances			
	7	2,90,40,30,817	2,75,53,46,618
Less : Current Liabilities and Provisions			
	8	2,11,07,03,828	2,08,40,79,596
		<u>79,33,26,989</u>	<u>67,12,67,022</u>
		<u>88,26,53,451</u>	<u>77,07,69,147</u>
ACCOUNTING POLICIES AND NOTES			
	12		

As per our report of even date attached

For SEKHRI & ASSOCIATES
Chartered Accountants

GOPAL ANSAL
Chairman cum Managing Director

R. L. GUPTA
Whole Time Director (Finance & BD)

H.L. SEKHRI
Partner
Membership No. : 15874

SUBHASH VERMA
Director

GAURAV MOHAN PURI
Whole Time Director (Projects)

ASHOK BABU
Sr. GM & Company Secretary

PRAVEEN GUPTA
AGM (Finance & Accounts)

Place : New Delhi
Date : 30.06.2009

SHYAM TAPARIA
AGM (Finance & Accounts)

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009**

	SCHEDULE	(Rs.)	Current Year (Rs.)	(Rs.)	Previous Year (Rs.)
INCOME					
Sales & Other Income	9		1,21,57,92,470		1,53,46,10,062
			<u>1,21,57,92,470</u>		<u>1,53,46,10,062</u>
EXPENDITURE					
Cost of Construction	10		87,67,39,883		1,18,38,83,132
Selling & Administrative Expenses	11		13,74,68,602		11,59,16,839
<u>Interest & Finance Charges</u>					
— Public Deposits		5,28,761		14,27,795	
— Banks		5,09,77,380		5,36,49,201	
— Others		1,78,78,712		1,64,89,840	
			<u>6,93,84,853</u>		7,15,66,836
Depreciation			1,19,34,209		1,05,53,141
			<u>1,09,55,27,547</u>		<u>1,38,19,19,948</u>
Profit Before Taxation			12,02,64,923		15,26,90,114
Less : Provision for Taxation			4,50,00,000		5,14,41,768
Less : Provision for Taxation for Earlier years			1,19,61,270		3,94,741
Less : Provision for Deferred tax Liability (Net)			– 29,05,624		– 20,43,036
Less:- Provision for Fringe Benefit Tax			21,31,340		22,71,000
Profit After Tax			<u>6,40,77,937</u>		10,06,25,641
Balance Brought Forward from Profit & Loss Account		(+)	68,50,749	(+)	35,02,562
			<u>7,09,28,686</u>		<u>10,41,28,203</u>
APPROPRIATIONS					
Proposed Dividend		88,60,612		1,47,67,686	
Dividend Distribution Tax		15,05,861		25,09,768	
Transfer to General Reserve		5,00,00,000		8,00,00,000	
			<u>6,03,66,473</u>		9,72,77,454
Balance Carried over to Balance Sheet			<u>1,05,62,213</u>		<u>68,50,749</u>
EARNING PER SHARE					
Basic and diluted	12(B-4)		Rs. 8.68		Rs. 13.63
Nominal Value of Share			Rs. 10		Rs. 10

ACCOUNTING POLICIES AND NOTES*As per our report of even date attached*For SEKHRI & ASSOCIATES
*Chartered Accountants*H.L. SEKHRI
Partner

Membership No. : 15874

GOPAL ANSAL
*Chairman cum Managing Director*SUBHASH VERMA
*Director*ASHOK BABU
*Sr. GM & Company Secretary*SHYAM TAPARIA
*AGM (Finance & Accounts)*R. L. GUPTA
*Whole Time Director (Finance & BD)*GAURAV MOHAN PURI
*Whole Time Director (Projects)*PRAVEEN GUPTA
AGM (Finance & Accounts)

Place : New Delhi

Date : 30.06.2009



ANSAL BUILDWELL LTD.

SCHEDULE - 1

SHARE CAPITAL

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
AUTHORISED		
2,50,00,000 Equity Shares of Rs. 10/- Each (Previous Year 2,50,00,000 Equity Shares of Rs. 10/- Each)	25,00,00,000	25,00,00,000
	<u>25,00,00,000</u>	<u>25,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID UP		
73,83,843 Equity Shares of Rs. 10/- each fully paid up. (Previous Year 73,83,843 Equity Shares of Rs. 10/- each fully paid up.)	7,38,38,430	7,38,38,430
	<u>7,38,38,430</u>	<u>7,38,38,430</u>

SCHEDULE - 2

RESERVES AND SURPLUS

	As at 1-Apr-2008 (Rs.)	Additions during the year (Rs.)	Deletions during the year (Rs.)	As at 31-Mar-2009 (Rs.)	As at 31-Mar-2008 (Rs.)
General Reserve	19,88,17,597	5,00,00,000	56,26,830	24,31,90,767	19,88,17,597
Security Premium Account	6,44,96,690	0	0	6,44,96,690	6,44,96,690
Capital Reserve	3,14,907	0	0	3,14,907	3,14,907
Profit & Loss Account Balance (Surplus)	68,50,749	37,11,464	0	1,05,62,213	68,50,749
	<u>27,04,79,943</u>	<u>5,37,11,464</u>	<u>56,26,830</u>	<u>31,85,64,577</u>	<u>27,04,79,943</u>

SCHEDULE - 3

SECURED LOANS

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
From Scheduled Banks & Financial Institutions		
– Secured by hypothecation of Work in Progress and receivables of the Company*	45,84,42,560	37,85,12,846
– Secured by hypothecation of vehicles & Machinery	2,02,14,345	41,09,50,755
	<u>47,86,56,905</u>	<u>41,09,50,755</u>

* Secured by equitable mortgage of land belonging to company/Associate Companies and Personal Guarantee of Chairman Cum Managing Director.

SCHEDULE - 4

UNSECURED LOANS

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
Public Deposits	52,08,000	87,64,000
Short Term Loans (From Directors and their relatives)	63,85,539	67,36,019
	<u>1,15,93,539</u>	<u>1,55,00,019</u>



**SCHEDULE - 5
FIXED ASSETS**

P A R T I C U L A R S	G R O S S B L O C K (Rs.)		D E P R E C I A T I O N (Rs.)		N E T B L O C K (Rs.)	
	As at 01-Apr-08	As at 31-Mar-09	Upto 31-Mar-08	For the year ended 31-Mar-09	W. D. V. As at 31-Mar-09	W.D.V. As at 31-Mar-08
	As at 01-Apr-08	As at 31-Mar-09	Upto 31-Mar-08	For the year ended 31-Mar-09	W. D. V. As at 31-Mar-09	W.D.V. As at 31-Mar-08
Air Conditioners & Refrigerators	36,28,268	41,78,038	17,02,484	3,24,627	21,50,927	19,25,784
Building / Land	17,87,300	17,87,300	0	0	17,87,300	17,87,300
Computers	1,17,62,104	1,26,95,704	72,62,820	20,54,115	33,78,769	44,99,284
Furniture, Fixtures & Fittings	1,25,32,665	1,34,37,610	47,24,793	15,35,633	71,77,184	78,07,872
Office Equipments	80,79,182	87,33,157	46,56,840	5,42,780	35,33,537	34,22,342
Plant & Machinery	6,01,69,449	6,15,84,612	3,02,07,418	43,26,852	2,70,50,342	2,99,62,031
Vehicles	8,24,35,806	8,23,45,448	4,20,67,305	1,08,35,028	3,16,13,768	4,03,68,501
TOTAL	18,03,94,774	18,47,61,869	9,06,21,660	1,96,19,035	7,66,91,827	8,97,73,114
PREVIOUS YEAR	15,45,22,430	18,03,94,774	8,09,07,370	1,74,18,188	8,97,73,114	8,97,73,114

ALLOCATION OF DEPRECIATION

— Profit & Loss Account	1,19,34,209
— Projects in Progress	76,84,826
	<u>1,96,19,035</u>



ANSAL BUILDWELL LTD.

SCHEDULE - 6		As at	
INVESTMENTS - LONG TERM		31-Mar-2009	31-Mar-2008
		(Rs.)	(Rs.)
TRADE INVESTMENTS			
A) SHARES IN COMPANIES			
i) Unquoted at cost			
– 47,800 Equity Shares of Rs. 10/- each in Aadharshila Tower Private Limited		4,96,642	4,96,642
– 2,00,000 Equity Shares of Rs. 10/- each Partly Paid up of Rs. 1/- of Adharshila Towers Private Limited		2,00,000	2,00,000
– 30,600 Equity Shares of Rs.62.50 each in Ansal Chaudhary Developers Private Limited,Nepal (Subsidiary Company)		19,12,500	19,12,500
– 1,00,000 Equity Shares of Rs. 10/- Each in Ansal Crown Infra Build Private Limited		10,00,000	10,00,000
ii) Quoted			
– 300 equity shares of Rs. 10/- each in Canara Bank (Market Value Rs. 165.90 Per share)		10,500	10,500
– 943 Equity Shares of Punjab National Bank of Rs. 10/- each (Market Value Rs. 410.90 per share)		3,67,770	3,67,770
– 50,000 Units of PNB Principal Mutual Fund of Rs. 10/- each (NAV Value Rs. 4.49 Per Unit)		5,00,000	5,00,000
		<u>44,87,412</u>	<u>44,87,412</u>
SCHEDULE - 7		As at	
CURRENT ASSETS AND LOANS & ADVANCES		31.03.2009	31.03.2008
	(Rs.)	(Rs.)	(Rs.)
A. CURRENT ASSETS			
Inventories			
(As valued & certified by Management)			
Stock in Trade (At Cost)	98,19,547	98,19,547	
Projects in Progress (Real Estate Projects)	1,78,26,92,812	1,67,76,03,555	
Projects in Progress(Work Contracts)	70,24,864	58,77,541	
	<u>1,79,95,37,223</u>	<u>1,69,33,00,643</u>	
Sundry Debtors			
(unsecured, considered good)			
Outstanding for a Period Exceeding Six Months	55,68,517	0	
Others	29,92,184	2,89,39,100	
	<u>85,60,701</u>	<u>2,89,39,100</u>	
Cash in Hand			
Balances with Scheduled Banks			
- In Current Accounts	9,39,21,110	1,29,30,727	
- In Fixed Deposits	10,54,793	1,68,89,898	
- In Margin Money Accounts	1,64,13,692	1,33,64,107	
	<u>11,13,89,595</u>	<u>4,31,84,732</u>	
	<u>1,92,03,28,063</u>	<u>1,76,56,45,141</u>	
B. LOANS & ADVANCES			
(Unsecured, considered good)			
Security Deposits	1,17,64,815	1,24,73,540	
Advance Income Tax/Tax Deducted at source	10,83,14,953	8,72,79,189	
Fringe Benefit Tax Paid	13,00,000	0	
Other Advances	86,23,22,986	88,99,48,748	
	<u>98,37,02,754</u>	<u>98,97,01,477</u>	
	<u>2,90,40,30,817</u>	<u>2,75,53,46,618</u>	

SCHEDULE - 8	As at	As at
CURRENT LIABILITIES AND PROVISIONS	31.03.2009	31.03.2008
	(Rs.)	(Rs.)
A. CURRENT LIABILITIES		
Sundry Creditors	11,69,66,190	9,28,54,308
Advances from Customers	95,79,77,311	1,08,90,83,690
Registration Against Future Projects	22,19,66,732	24,90,72,982
Unclaimed Dividend	19,85,753	13,38,335
Other Liabilities	64,10,21,060	51,32,33,508
	<u>1,93,99,17,046</u>	<u>1,94,55,82,823</u>
B. PROVISIONS		
Proposed Dividend	88,60,612	1,47,67,686
Dividend Distribution Tax	15,05,861	25,09,768
Provision for Fringe Benefit Tax	21,31,340	0
Gratuity	1,33,24,079	1,28,34,724
Leave Encashment	1,05,80,295	0
Income Tax Provision	13,43,84,595	10,83,84,595
	<u>2,11,07,03,828</u>	<u>2,08,40,79,596</u>
SCHEDULE - 9		
SALES AND OTHER INCOME	Current Year	Previous Year
	(Rs.)	(Rs.)
Sales	1,03,14,91,958	1,37,58,18,784
Works Contracts	17,60,92,400	15,14,68,201
Miscellaneous Income		
— Interest Received	16,84,184	12,04,488
— Others	64,87,035	57,96,975
Profit on Sale of Fixed Assets	24,634	3,10,084
Dividend received from Trade Investments	12,259	11,530
	<u>1,21,57,92,470</u>	<u>1,53,46,10,062</u>
SCHEDULE - 10		
COST OF CONSTRUCTION/ PROJECTS IN PROGRESS	Current Year	Previous Year
	(Rs.)	(Rs.)
Balance Brought Forward	1,68,34,81,096	1,61,34,76,625
External Development Charges	2,26,77,902	6,73,24,500
Land Purchase	10,84,22,633	26,96,59,916
Land Development Expenses	1,54,69,828	3,19,44,961
Material/Stores Consumed	11,08,21,162	10,10,04,353
Project Expenses*	56,59,78,929	55,26,82,510
Architect Fees	18,46,639	17,87,549
Brokerage & Commission	2,63,83,592	4,55,43,602
Advertisement & Publicity	3,11,66,186	1,75,15,340
Salary, Wages & Other Benefits	8,31,83,692	7,22,40,741
Licence Fee & Other charges	20,79,628	8,02,63,911
Depreciation	76,84,826	68,65,047
Security Expenses	72,61,446	70,55,173
	<u>2,66,64,57,559</u>	<u>2,86,73,64,228</u>
Less : Projects in Progress Transferred to Balance Sheet	1,78,97,17,676	1,68,34,81,096
	<u>87,67,39,883</u>	<u>1,18,38,83,132</u>

* Includes Rs. 1,49,10,679 being Interest paid to Banks / Financial Institutions.

SCHEDULE - 11	Current	Previous
SELLING & ADMINISTRATIVE EXPENSES	Year	Year
	(Rs.)	(Rs.)
Salary, Wages & Other Benefits *	7,40,13,927	6,16,18,033
Contribution To Provident & Other Fund *	50,13,120	35,63,351
Directors' Meeting Fees	52,000	50,000
<u>Repair & Maintenance</u>		
— Vehicles	48,72,762	38,88,975
— Plant & Machinery	4,92,769	4,36,463
— Others	15,45,541	6,83,975
	<u>69,11,072</u>	<u>50,09,413</u>
Advertisement & Publicity	3,18,721	1,44,628
Postage, Telegram & Telephone	33,15,634	36,14,353
Printing & Stationery	14,62,580	15,99,782
Travelling **	50,09,641	51,13,913
Conveyance	8,02,500	10,60,499
Rent	1,87,41,058	1,62,86,324
<u>Payment to Auditors</u>		
— Audit Fees	2,20,600	1,68,540
— Tax Audit Fees	71,695	56,180
— Taxation Matters	1,50,361	1,34,054
	<u>4,42,656</u>	<u>3,58,774</u>
Legal & Professional charges	1,11,47,120	79,44,002
Electricity Charges	18,21,942	20,12,079
Business Promotion Expenses	8,30,249	11,27,252
Insurance	13,68,935	16,16,368
Prior Period Expenses	1,36,517	0
Investment Written Off	0	25,900
Filing Fees	8,581	15,814
Miscellaneous Expenses*	60,72,349	47,56,354
	<u><u>13,74,68,602</u></u>	<u><u>11,59,16,839</u></u>

* Includes Remuneration Rs. 47,82,400/- (Previous Year Rs. 39,76,000/-) and Perquisites of Rs. 20,63,779/- (Previous Year 18,16,350/-) of CMD / Directors.

** Includes Rs. 18,78,289/- towards Directors Travelling Expenses (Previous Year Rs. 19,43,553/-)

SCHEDULE - 12
NOTES ON ACCOUNTS

A. ACCOUNTING POLICIES

1. Disclosure of Accounting policies

The Financial statements are prepared and presented under the historical cost convention on the accrual basis of accounting and Generally Accepted Accounting Principles (GAAP) which include compliance with the Accounting Standards prescribed by the Companies (Accounting Standards) Rules, 2006, and the relevant provisions of the Companies Act, 1956, to the extent applicable. The management evaluates all the recently issued or revised Accounting Standards on an ongoing basis.

Use of Estimates

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of financial statements and reported amounts of income and expenses during the period. Actual results could differ from the estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

2. Valuation of Inventories

Projects in progress includes the value of materials and stores at sites.

Inventories are valued as under:

- | | |
|-----------------------------|----------------------------------|
| a) Flats/Shops/Houses/Plots | At lower of cost or market value |
| b) Projects in Progress | At cost |

3. Cash Flow Statements

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated. The Cash flow statement is separately attached with the Financial Statements of the company.

4. Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies.

The prior period expenses are charged separately to the profit and loss account, except relating to sites and construction divisions, which have been charged to Work in Progress. There is no change in the accounting policy during the year.

5. Depreciation Accounting

Depreciation is provided on Written Down Value method on pro-rata basis at the rates as prescribed in Schedule XIV of the Companies Act, 1956 for the period the assets are held by the Company. The same are as given below:

Class of Asset	Rate of Depreciation
Air Conditioners & Refrigerators	13.91%
Computers	40%
Furniture, Fixtures & Fittings	18.10%
Land	0%
Office Equipments	13.91%



Plant & Machinery 13.91%

Vehicles 25.89%

Depreciation on car parking spaces is not charged during the year as the management treats the same as Land and not Building.

6. Revenue Recognition

- a) The company follows “Percentage of Completion method” of accounting under which Sales Turnover and corresponding Profit/ Loss on each project in progress is accounted for at the year end in the proportion that the actual cost incurred bears to the total estimated cost of such project, subject to actual cost being 30% or more of total estimated cost.
- b) The estimates relating to saleable area, sale value, estimated cost etc., are revised and updated periodically by the management and necessary adjustments are made in the current years account.
- c) Whereas all income and expenses are accounted for on accrual basis, interest on delayed payments by/to customers against dues are taken into account on “Cash Basis” owing to practical difficulties and uncertainties involved. Dividend income is recognised when the right to receive the dividend is established.
- d) Income from works contracts is recognised on the basis of running bills raised during the year. The related costs there against are charged to the profit & loss account.
- e) Indirect costs (as detailed in Schedule 11) are treated as “Period Costs” and are charged to Profit and Loss Account in the year in which they are incurred.

7. Accounting for Fixed Assets

Fixed assets are stated at cost less accumulated depreciation. The Gross Block of fixed assets are shown at the cost of acquisition, which includes taxes, duties and other identifiable direct expenses incurred upto the date the asset is put to use. Assets costing less than Rs. 5,000/- are fully depreciated in the year of purchase. There was no revaluation of fixed assets carried out during the year.

8. The Effects of Changes in Foreign Exchange Rates

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of the transaction.

9. Accounting for Investments

Long term investment are stated at cost. However, when there is a decline, other than temporary, in the value of the long term investment, the carrying cost is reduced to recognise the decline.

10. Employee Benefits

- a) Provisions for Gratuity and Leave Encashment are made on the basis of Actuarial Valuation Certificate for the year ending 31.03.2009, in accordance with AS-15 (Revised 2005) on ‘Employee Benefits’.
- b) Provident Fund Contribution made during the year are charged to Profit & loss Account.

11. Borrowing Costs

Borrowing costs which have a direct nexus and are directly attributable to the projects are charged to the projects and other borrowing costs are treated as periodic cost.

12. Segment Reporting

Having regard to the integrated nature of the Real Estate Development/ Construction business of the company, the requirement of Segment Reporting pursuant to AS-17 is not applicable.

13. Related Party Disclosure

The Details are stated in the financial notes below which are not reproduced here.

14. Earnings Per Share

In determining earnings per share, the Company considers the net profit after tax and includes the post-tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

The details are stated in the financial notes below which are not reproduced here. There is no diluted Earning per Share as there are no dilutive potential equity shares.

15. Consolidated Financial Statements

Consolidated financial statements of the company and its subsidiary M/s Ansal Chaudhary Developers Private Limited (Nepal), M/s Rahul Buildwell Private Limited (Nepal), M/s Rahul Township Private Limited (Nepal), M/s AC Shelter Private Limited (Nepal), M/s AC Infrastructure & Development Private Limited (Nepal), all of them being incorporated in NEPAL, are enclosed separately.

16. Accounting for Taxes on Income**Income Tax**

Income-tax expense comprises of current tax being amount of tax determined in accordance with the Income-tax law. A provision is made for income-tax annually, based on the tax liability computed after considering tax allowances and exemptions.

Deferred Tax

- a) Current tax is determined as the amount of tax payable as per Income Tax Act, 1961.
- b) 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 being reversed in one or more subsequent periods, to the extent the timing differences are expected to crystallise.

Fringe Benefit Tax

Provision for Fringe Benefit Tax (FBT) is made on the basis of applicable FBT on the taxable value of chargeable expenditure of the Company as prescribed under the Income Tax Act, 1961.

17. Financial Reporting of Interests in Joint Ventures

The management has applied AS 27 Financial Reporting of Interests in Joint Ventures in accounting for interests in joint venture and the reporting of joint venture assets, liabilities, income and expenses in the financial statements of venturer, regardless of the structures or forms under which the joint venture activities take place. The details are stated in the financial notes below which are not reproduced here.



18. Impairment of Assets

At the Balance Sheet date an assessment is done to determine whether there is any indication of impairment in the carrying amount of the company's fixed assets. If any such indication exist the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. After the recognition of impairment loss the depreciation charged for the assets is adjusted in future periods to allocate the asset's revised carrying amount less the residual value, if any, on the written down value basis over its useful remaining life.

19. Provisions, Contingent Liabilities and Contingent Assets

The company recognises a provision when there is a present obligation as a result of a past event that probable requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognised in the period in which the change occurs.

B. FINANCIAL NOTES

1. a) Contingent Liabilities in respect of Counter Guarantees given to the Bankers and against the Guarantees issued by the Bankers on behalf of the Company is Rs. 1,155 Lacs. (Previous Year Rs. 1,134.63 Lacs)
- b) Contingent Liabilities in respect of Performance Guarantees Rs. 150 Lacs (Previous Year Rs. 150 Lacs)
- c) Vide Judgment Dated 16.03.2009 Hon'ble Delhi High Court has confirmed the claim of Rs.1,72,78,256 of liquidated damages (Net of Companies claims) by Centre for Development of Telematics (C-DOT) in respect of contract for construction of main R & D building at Chattarpur, Mehrauli Gurgaon Road, New Delhi, executed by the Company. However the operation of said order of Hon'ble High Court has been stayed by Hon'ble Supreme Court. In view of the same no provision has been made in the accounts for the year in respect of the said liquidated damages, being in the nature of contingent liability.
- d) Net claim of Rs.72,69,965 under Arbitral Award in respect of contract with Northern Railways has not been provided in the accounts for the year, since the same is sub-judice in Hon'ble Delhi High Court, and accordingly being contingent in nature.
2. Income from Works Contracts includes a sum of Rs.2,52,53,812 received by the Company under award dated 20.10.2008 of Arbitral Tribunal in respect of contract being executed by the Company for construction of Thoubal Multipurpose Project Manipur, towards various claims awarded in favour of the Company.
3. **Information pursuant to Part-II of Schedule-VI to the Companies Act, 1956.**
 - a) Since the company is following 'percentage of completion method' for the projects in accordance with Accounting Standard AS-7, it is not practicable to give quantitative details of sales turnover.



	Current Year		Previous Year	
	Quantity	Value (Rs.)	Quantity	Value(Rs.)
b) Consumption of Building Materials				
Bricks (Nos.)	173300	3,30,850	229865	4,89,167
Cement (Bags)	161304	3,77,05,830	371673	3,28,74,500
Steel (MT)	796.508	1,22,14,610	481.938	67,99,500
Grit (Cft)	549174	1,21,37,121	672461	1,54,38,978
Others (Sand, Stone Dust, Morum, Timber, and other Consumable Stores)*	–	59,95,410	–	4,54,02,208
		6,83,83,821		10,10,04,353

*Items being too many, quantitative details are not practicable.

Quantitative details of units of houses/ plots sold during the year is not feasible to be worked out as the company follows percentage completion method for accounting its turnover.

	Current Year Rs	Previous Year Rs
c) Earning of Foreign Exchange on Booking/ Sale of Flats/ Plots (As certified by the Management)	1,37,543	80,392
d) Expenditure in Foreign Currency towards Travelling Expenses	7,80,109	14,73,796
Purchase of Cement	14,55,905	–
e) Managerial Remuneration :		
- Basic Salary	42,70,000	35,50,000
- HRA	16,95,625	14,42,500
- Perquisites	3,68,154	3,73,850
- Provident Fund	5,12,400	4,26,000
f) Other information/ requirements are not applicable.		
4. Earnings Per Share :		
Profit after tax for the year	6,40,77,937	10,06,25,641
Weighted average no. of shares (Units)	73,83,843	73,83,843
Nominal value of shares	Rs. 10	Rs. 10
Earnings per share - Basic and Diluted (see note (a) below)	Rs. 8.68	Rs. 13.63

(a) The company has not issued any potential equity shares and accordingly, the basic and diluted earnings per share are the same.

5. Gratuity and Leave Encashment :

Gratuity is provided for Employees who are in service as at the end of the financial year for 5 years or more, at the rate of 15 days' salary for each completed year of service and is payable on retirement/ termination/ resignation. The Gratuity plan for the Company is a defined benefit scheme where annual contributions as per Actuarial Valuation Certificate are charged to the Profit & Loss Account.



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The Company also has a leave encashment scheme with defined benefits for its employees. The Company has made provision of such liability in the books of accounts on the basis of year end Actuarial Valuation Certificate. No fund has been created for this scheme.

The following table summarise the components of net benefit expense recognized in the Profit & Loss Account and amounts recognized in the Balance Sheet for the respective plans.

Profit & Loss Account

Net Employee Benefit Expense considered in Profit & Loss Account

Particulars	Year 2008-09 (Rs.)	
	Gratuity	Leave Encashment
Current Service Cost	17,91,061	12,77,531
Interest Cost	7,85,119	5,99,498
Net actuarial (gain)/ loss recognized in the period	17,98,031	35,32,362
Expenses recognized in the statement of Profit & Loss	43,74,211	54,09,391

Changes in the present value of the Defined Benefit Obligations are as follows:

Particulars	Year 2008-09 (Rs.)	
	Gratuity	Leave Encashment
Opening Defined Benefit Obligation	1,04,68,253	79,93,301
Interest Cost	7,85,119	5,99,498
Current Service Cost	17,91,061	12,77,531
Benefits Paid	(15,18,385)	(28,22,397)
Actuarial (gain)/ loss on obligations	17,98,031	35,32,362
Closing Defined Benefit Obligation/ Net Liability recognized in Balance Sheet	1,33,24,079	1,05,80,295

The principal actuarial assumptions used in determining gratuity and leave encashment obligations for the Company's plans are shown below:

Acturial Assumptions	Year 2008-09	
	Gratuity	Leave Encashment
Discount Rate	7.50%	7.50%
Rate of increase in Compensation levels	5.00%	5.00%
Expected Rate of Return on Plan Assets	N.A.	N.A.
Average remaining working lives of employees (years)	20.19	20.43

The present value of the gratuity and leave encashment obligations is determined based on Actuarial Valuation Certificate using the Projected Unit Credit Method.

Under the Projected Unit Credit Method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan Liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

6. Related Party Transactions

Related parties with whom the company had transactions

A) ASSOCIATES

1. Aadharshila Towers Private Limited

B) JOINT VENTURE

1. Ansal Crown Infrabuild Private Limited

C) RELATED PARTY WHERE KEY MANAGERIAL PERSONNEL EXERCISE SIGNIFICANT INFLUENCE

1. Ansal Buildwell Infrastructure Private Limited
2. Ansal Buildwell Real Estate Promoters Private Limited
3. Ansal Buildwell Developers Private Limited
4. Ansal Engineering Projects Limited
5. Ansal Hospitality & Leisure Co. Private Limited
6. Ansal Real Estate Developers Private Limited
7. APM Buildcon Private Limited
8. Chandraprabha Estate Private Limited
9. Glorious Hotels Private Limited
10. Gyan Bharti Trust / School
11. K.C. Towers Private Limited
12. K.J. Towers Private Limited
13. Lancer Resorts & Tours Private Limited
14. M.K. Towers Private Limited
15. Madakinee Estate Private Limited
16. Mid Air Properties Private Limited
17. Potent Housing & Construction Private Limited
18. Rigoss Electric Distribution Co. Private Limited
19. Rigoss Estate Networks Private Limited
20. Rigoss Exports International Private Limited
21. S.J. Towers & Developers Private Limited
22. S.S. Towers Private Limited
23. Sabina Park Resorts & Marketing Private Limited
24. Sankalp Hotels Private Limited
25. Saya Plantation & Resorts Private Limited
26. Triveni Apartments Private Limited

D) KEY MANAGERIAL PERSONNEL

1. Sh. Gopal Ansal (Chairman cum Managing Director)
2. Sh. R. L. Gupta (Wholetime Director - Finance & Business Development)
3. Sh. Gaurav Mohan Puri (Wholetime Director - Projects)
4. Sh. Subhash Verma (Director)
5. Sh. V. P. Verma (Director)
6. Sh. K. S. Bakshi (Director)

E) RELATIVES OF KEY MANAGERIAL PERSONNEL WITH WHOM TRANSACTION WERE CARRIED OUT DURING THE YEAR

1. Mrs. Ritu Ansal (Wife of CMD)
2. Mrs. Suruchi Bhardwaj (Daughter of CMD)



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3. Ms. Shweta Ansal (Daughter of CMD)
4. Gopal Ansal (HUF) (CMD is Karta of HUF)

F) SUBSIDIARIES

1. Ansal Chaudhary Developers Private Limited (Nepal)
2. Rahul Buildwell Private Limited (Nepal)
3. Rahul Township Private Limited (Nepal)
4. AC Shelter Private Limited (Nepal)
5. AC Infrastructure & Development Private Limited (Nepal)

DISCLOSURE OF TRANSACTIONS BETWEEN THE COMPANY AND RELATED PARTIES AND THE STATUS OF OUTSTANDING BALANCE AS ON 31ST MARCH, 2009 (Rs.)

S. No.	Component	Associates Transactions (Net)	Significant Influence Transactions (Net)	Key Managerial Personnel Transactions (Net)	Relatives of Key Managerial Personnel Transactions (Net)	Joint Venture Transactions (Net)
1.	Advance Paid for Purchase of Land	—	3,48,33,891	—	—	—
2.	Finance Provided/ (Received)	15,96,913	25,43,399	—	—	(26,97,650)
3.	Remuneration to Key Managerial Persons	—	—	68,46,179	—	—
4.	Meeting Fees to Key Managerial Persons	—	—	52,000	—	—
5.	Short term Loan Received	—	—	77,00,000	92,00,000	—
6.	Repayment of Short term Loan	—	—	1,47,00,000	32,50,000	—
7.	Interest on Short term Loan	—	—	3,85,385	4,03,517	—
8.	Rent Paid	—	—	88,84,874	62,99,072	—
9.	Sub-Contract Paid	—	1,93,80,395	—	—	—
10.	Refund/ (Receipts) against sale of Plot	—	(80,00,000)	—	—	—
11.	Dividend Paid for the year 2007-08	—	74,24,600	1,85,000	3,00,200	—
12.	Outstanding Balance Debit / (Credit) as on 31.03.2009	(7,93,016)	55,60,31,637	2,07,774	(61,93,027)	12,63,29,920

DETAILS OF SIGNIFICANT TRANSACTIONS WITH THE RELATED PARTIES ARE GIVEN BELOW: (Rs.)

S. No.	Particulars	Name	Associates Transactions (Net)	Significant Influence Personnel Transactions (Net)	Key Managerial Personnel Transactions (Net)	Relatives of Key Managerial Personnel Transactions (Net)	Joint Venture Transactions (Net)
1.	Advance Paid for Purchase of Land	Ansal Buildwell Developers Private Limited	—	7,10,035	—	—	—
		Lancer Resorts & Tours Private Ltd.	—	43,98,846	—	—	—
		Potent Housing & Construction Private Limited	—	2,85,81,000	—	—	—
		Rigoss Exports International Private Limited	—	9,30,000	—	—	—
		Sabina Park Resorts & Marketing Pvt. Ltd.	—	84,755	—	—	—
		Triveni Apartments Private Limited	—	1,29,255	—	—	—



							(Rs.)
S. No.	Particulars	Name	Associates	Significant	Key	Relatives of	Joint
			Transactions	Influence	Managerial	Key Managerial	Venture
			(Net)	(Net)	(Net)	(Net)	(Net)
2.	Finance Provided/ (Received)	Aadharshila Towers Private Limited	15,96,913	-	-	-	-
		Ansal Crown Infrabuild Private Limited	-	-	-	-	(26,97,650)
		Ansal Buildwell Infrastructure Pvt. Ltd.	-	50,000	-	-	-
		Ansal Buildwell Real Estate Promoters Pvt. Ltd.	-	(80,000)	-	-	-
		Ansal Engineering Projects Limited	-	39,94,264	-	-	-
		Ansal Hospitality & Leasure Co. Pvt. Ltd.	-	2,589	-	-	-
		ANAL Real Estate Developers Private Limited	-	10,000	-	-	-
		APM Buildcon Private Limited	-	(4,08,991)	-	-	-
		Chandraprabha Estate Private Limited	-	19,63,511	-	-	-
		Glorious Hotels Private Limited	-	2,400	-	-	-
		Lancer Resorts & Tours Private Limited	-	10,000	-	-	-
		Madakinee Estate Private Limited	-	(3,85,000)	-	-	-
		Mid Air Properties Private Limited	-	(6,39,041)	-	-	-
		Potent Housing & Construction Private Limited	-	10,000	-	-	-
		Rigoss Estate Networks Private Limited	-	(17,72,444)	-	-	-
		Rigoss Exports International Private Limited	-	24,911	-	-	-
		Sabina Park Resorts & Marketing Private Limited	-	(1,15,000)	-	-	-
		Sankalp Hotels Private Limited	-	3,800	-	-	-
		Saya Plantation & Resorts Private Limited	-	12,400	-	-	-
		Triveni Apartments Private Limited	-	(1,40,000)	-	-	-
3.	Remuneration to Key Managerial Persons	Mr. Gopal Ansal	-	-	29,62,005	-	-
		Mr. R. L. Gupta	-	-	19,79,325	-	-
		Mr. Gaurav Mohan Puri	-	-	19,04,849	-	-
4.	Meeting Fees to Key Managerial Persons	Mr. Subhash Verma	-	-	26,000	-	-
		Mr. V. P. Verma	-	-	26,000	-	-
5.	Short term Loan Received	Mr. Gopal Ansal	-	-	77,00,000	-	-
		Mrs. Ritu Ansal	-	-	-	66,00,000	-
		Mrs. Suruchi Bhardwaj	-	-	-	7,00,000	-
		Ms. Shweta Ansal	-	-	-	10,00,000	-
		Gopal Ansal (HUF)	-	-	-	9,00,000	-
6.	Repayment of Short term Loan	Mr. Gopal Ansal	-	-	1,47,00,000	-	-
		Mrs. Ritu Ansal	-	-	-	17,50,000	-
		Ms. Shweta Ansal	-	-	-	6,50,000	-
		Gopal Ansal (HUF)	-	-	-	8,50,000	-
7.	Interest on Short term Loan	Mr. Gopal Ansal	-	-	3,85,385	-	-
		Mrs. Ritu Ansal	-	-	-	3,21,150	-
		Mrs. Suruchi Bhardwaj	-	-	-	19,753	-
		Ms. Shweta Ansal	-	-	-	53,614	-
		Gopal Ansal (HUF)	-	-	-	9,000	-
8.	Rent Paid	Mr. Gopal Ansal	-	-	88,84,874	-	-
		Mrs. Ritu Ansal	-	-	-	60,83,764	-
		Mrs. Suruchi Bhardwaj	-	-	-	53,811	-
		Ms. Shweta Ansal	-	-	-	1,07,686	-
		Gopal Ansal (HUF)	-	-	-	53,811	-



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							(Rs.)
S. No.	Particulars	Name	Associates Transactions (Net)	Significant Influence Personnel Transactions (Net)	Key Managerial Personnel Transactions (Net)	Relatives of Key Managerial Transactions (Net)	Joint Venture Transactions (Net)
9.	Sub-Contract Paid	Rigoss Electric Distribution Co. Private Limited	-	1,93,80,395	-	-	-
10.	Refund/ (Receipts) against sale of Plot	Gyan Bharti Trust / School	-	(80,00,000)	-	-	-
11.	Dividend Paid for the year 2007-08	APM Buildcon Private Limited	-	19,66,400	-	-	-
		Chandraprabha Estate Private Limited	-	18,35,800	-	-	-
		Madakinee Estate Private Limited	-	18,37,400	-	-	-
		Mid Air Properties Private Limited	-	17,85,000	-	-	-
		Mr. Gopal Ansal	-	-	1,85,000	-	-
		Mrs. Ritu Ansal	-	-	-	1,23,000	-
		Mrs. Suruchi Bhardwaj	-	-	-	78,600	-
		Ms. Shweta Ansal	-	-	-	60,000	-
		Gopal Ansal (HUF)	-	-	-	38,600	-
12.	Outstanding Balance Debit/ (Credit) as on 31.03.2009	Aadharshila Towers Private Limited	(793,016)	-	-	-	-
		Ansal Crown Infrabuild Private Limited	-	-	-	-	12,63,29,920
		Ansal Buildwell Real Estate Promoters Private Limited	-	16,45,726	-	-	-
		Ansal Buildwell Developers Private Limited	-	45,33,250	-	-	-
		Ansal Real Estate Developers Private Limited	-	6,23,59,021	-	-	-
		APM Buildcon Private Limited	-	11,31,03,797	-	-	-
		Glorious Hotels Private Limited	-	42,60,615	-	-	-
		Lancer Resorts & Tours Private Limited	-	4,69,48,761	-	-	-
		Madakinee Estate Private Limited	-	7,09,14,143	-	-	-
		Mid Air Properties Private Limited	-	(19,64,977)	-	-	-
		Potent Housing & Construction Private Limited	-	9,36,30,076	-	-	-
		Rigoss Electric Distribution Co. Private Limited	-	(7,71,698)	-	-	-
		Rigoss Estate Networks Private Limited	-	1,10,87,587	-	-	-
		Rigoss Exports International Private Limited	-	83,70,383	-	-	-
		Sabina Park Resorts & Marketing Private Limited	-	6,37,63,631	-	-	-
		Sankalp Hotels Private Limited	-	40,60,615	-	-	-
		Saya Plantation & Resorts Private Limited	-	44,22,540	-	-	-
		Triveni Apartments Private Limited	-	6,96,68,167	-	-	-
		Mr. Gopal Ansal	-	-	2,07,774	-	-
		Mrs. Ritu Ansal	-	-	-	(49,90,452)	-
		Mrs. Suruchi Bhardwaj	-	-	-	(7,17,515)	-
		Ms. Shweta Ansal	-	-	-	(4,14,253)	-
		Gopal Ansal (HUF)	-	-	-	(70,807)	-
7. Deferred Tax -Net							
							As at
							31st March, 2009
							Rs.
Deferred Tax Asset as on 01.04.2008							52,41,600
Less: Adjustments in opening balance							
— Deferred Tax Asset on account of Bonus Payable of last year							(26,757)
— Deferred Tax Asset on account of Sales Tax Payable of last year							(4,53,595)

	As at 31st March, 2009 Rs.
Add : Deferred Tax Asset on account of Depreciation for the year	14,72,810
Add : Deferred Tax Asset on account of Net Profit on sale of Fixed Assets	8,373
Add : Expenditure accrued in the statement of profit and loss on mercantile basis but allowed for tax purposes as per provisions of Section 43B of the Income Tax Act for the year :-	
— Deferred Tax Asset on account of Provision for Gratuity	9,70,695
— Deferred Tax Asset on account of Provision for Leave Encashment	8,79,319
— Deferred Tax Asset on account of Bonus Payable	54,778
Deferred Tax Asset	81,47,223
Add : Adjustment in opening balance on account of change in Tax Rate, Surcharge & Education Cess	—
Deferred Tax Asset as on 31.03.2009	81,47,223

8. Interests in Joint Ventures

The financial statements of the following jointly controlled entities have been consolidated as per Accounting Standard 27 on 'Financial Reporting of Interests in Joint Ventures' as notified by the Companies (Accounting Standards) Rules, 2006. All the jointly controlled entities are incorporated in India.

Name of Jointly Controlled Entity	Current Year Proportion of Ownership Interest (%)	Previous Year Proportion of Ownership Interest (%)
Ansal Crown Infrabuild Private Limited	50	50

The Company's share in the assets, liabilities, income and expenses of its joint venture as at 31st March, 2009 is given below:

	Current Year Rs	Previous Year Rs
I. ASSETS		
1. Fixed Assets (Net)	6,53,751	4,60,473
2. Current Assets, Loans & Advances		
- Advances Recoverable in Cash or Kind	4,46,120	2,65,625
- Cash & Bank Balance	28,21,348	14,55,393
- Loans & Advances	48,79,500	48,79,500
- Work in Progress	15,27,17,358	13,58,43,727
- Security Deposit	1,12,500	1,00,000
3. Miscellaneous Expenditure	41,191	42,003
II. LIABILITIES		
1. Secured Loan	2,28,944	3,41,880
2. Unsecured Loan	319,93,615	3,35,18,615
3. Deferred Tax Liability	4,386	5,198



ANSAL BUILDWELL LTD.

	Current Year Rs	Previous Year Rs
4. Current Liabilities & Provisions		
- Sundry Creditors	1,73,995	2,36,368
- Advance against Flats	6,52,75,823	4,32,98,450
- Security Deposits	65,713	23,608
- Other Liabilities	6,29,29,292	6,46,22,603
III. INCOME	NIL	NIL
IV. EXPENDITURE	NIL	NIL
9. The Company has initiated the process of obtaining confirmations from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from October 2, 2006. On the basis of the information and records available with the Management: Principal amount and the interest due thereon remaining unpaid to any supplier as at the year end - NIL Amount of interest paid by the Company in terms of Section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year - NIL Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED - NIL Amount of interest accrued and remaining unpaid at the end of the accounting year - NIL		
10. Previous year's figures have been regrouped/ rearranged wherever considered necessary to make them comparable with current year's figures.		

11. ADDITIONAL INFORMATION PURSUANT TO PART IV OF SCHEDULE VI OF THE COMPANIES ACT.
(a) Registration details

Corporate Identification Number (CIN)	L45201DL1983PLC017225
Balance Sheet date	31st March 2009 (Rupees in '000')

(b) Capital raised during the year

Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement	Nil

(c) Position of mobilisation and deployment of funds

Total Liabilities	8,82,653
Total Assets	8,82,653

Sources of Funds

Paid-up Capital	73,838
Reserves and Surplus	3,18,565
Secured Loans	4,78,657
Unsecured Loans	11,594

Application of Funds

Net Fixed Assets	76,692
Investments	4,487
Deferred Tax Asset	8,147
Net Current Assets	7,93,327
Miscellaneous Expenditure	Nil

(d) Performance of the Company

Turnover (including other income)	12,15,792
Total Expenditure	10,95,528
Profit before tax	1,20,265
Profit after tax	64,078
Earning per share in Rupees	8.68
Dividend rate percentage	12%

(e) General names of three principal products of the Company

Product Description: Real Estate Development, Promotion and Construction Contracts.

As per our report of even date attached

For SEKHRI & ASSOCIATES
Chartered Accountants

GOPAL ANSAL
Chairman cum Managing Director

R. L. GUPTA
Whole Time Director (Finance & BD)

H.L. SEKHRI
Partner
Membership No. : 15874

SUBHASH VERMA
Director

GAURAV MOHAN PURI
Whole Time Director (Projects)

ASHOK BABU
Sr. GM & Company Secretary

PRAVEEN GUPTA
AGM (Finance & Accounts)

Place : New Delhi
Date : 30.06.2009

SHYAM TAPARIA
AGM (Finance & Accounts)



ANSAL BUILDWELL LTD.

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31.03.2009

(All Figures in thousand of Rupees)
31-Mar-2009 31-Mar-2008

CASH FLOW PROVIDED BY/(USED IN) OPERATING ACTIVITIES :

Profit Before Tax	1,20,265	1,52,690
(A) Adjustments to reconcile PBT to cash provided from operation		
a) Depreciation and Amortisation charged to P&L and Cost of Construction	19,619	17,418
b) Interest Expenses	69,385	71,567
c) Dividend, Interest and Miscellaneous Income	(8,183)	(7,012)
d) Profit on sale of Fixed Assets	(57)	(598)
e) Loss on sale of Fixed Assets/Written off	32	288
f) Loss on sale of Investment/Written off	0	26
g) Amount Written off/Written back	(1)	0
(B) (Increase)/Decrease in Current Assets and Loans & Advances		
a) Sundry Debtors	20,379	47,547
b) Loans & Advances (Excluding Direct Taxes Paid)	27,034	47,160
c) Inventories	(1,06,237)	(70,004)
(C) Increase/(Decrease) in Current Liabilities		
a) Current Liabilities	(5,665)	(1,62,691)
b) Increase in Provision of Gratuity/Leave encashment	11,070	0
Cash Provided by /(used in) Operating Activities	1,47,641	96,391
Direct Taxes Paid	(51,165)	(33,185)
FBT Paid	(1,300)	(2,271)
Dividend Paid	(16,603)	(15,550)
Net Cash Provided by /(used in) Operating Activities (A)	78,573	45,385

CASH FLOW PROVIDED BY/(USED IN) INVESTING ACTIVITIES :

Addition to Fixed Assets including Capital W. I. P.	(7,831)	(35,975)
Purchase of Investments	0	(500)
Dividend, Interest & Miscellaneous Income	8,183	7,012
Proceeds from retirements of Fixed Assets	1,112	2,708
Net Cash Provided by /(used in) Investing Activities (B)	1,464	(26,755)

CASH FLOW PROVIDED/(USED IN) FINANCING ACTIVITIES :

Proceeds (Repayment) from Long Term Loan	67,706	61,305
Interest Paid	(69,385)	(71,567)
Repayment of Public Deposits/Others	(3,906)	(8,031)
Adjustment in General Reserve for Present Value of Gratuity & Leave Encashment Obligation	(5,627)	0
Net Cash Provided by /(used in) Financing Activities (C)	(11,212)	(18,293)

NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)	68,825	337
CASH AND CASH EQUIVALENT at the beginning of the year	43,405	43,068
CASH AND CASH EQUIVALENT at the end of the year	1,12,230	43,405

Note: Previous Year figures have been regrouped/rearranged, wherever considered necessary, to make them comparable with current year's figures.

As per our report of even date attached

For SEKHRI & ASSOCIATES

Chartered Accountants

H.L. SEKHRI

Partner

Membership No. : 15874

Place : New Delhi

Date : 30.06.2009

GOPAL ANSAL

Chairman cum Managing Director

SUBHASH VERMA

Director

ASHOK BABU

Sr. GM & Company Secretary

SHYAM TAPARIA

AGM (Finance & Accounts)

R. L. GUPTA

Whole Time Director (Finance & BD)

GAURAV MOHAN PURI

Whole Time Director (Projects)

PRAVEEN GUPTA

AGM (Finance & Accounts)

AUDITORS' CERTIFICATE

We have verified the enclosed Cash Flow Statement of Ansal Buildwell Limited derived from the audited financial statements for the year ended 31st March, 2009 and found the same to be drawn in accordance therewith and also with the requirements of Clause 32 of the listing agreement with Stock Exchanges.

For SEKHRI & ASSOCIATES

Chartered Accountants

H. L. SEKHRI

Partner

Membership No. : 15874

Place : New Delhi

Date : 30.06.2009

ANSAL BUILDWELL LIMITED (CONSOLIDATED FINANCIAL STATEMENTS)
AUDITORS' REPORT

To the Board of Directors of Ansal Buildwell Limited on the Consolidated Financial Statements of Ansal Buildwell Limited and its subsidiaries (The Group).

1. We have audited the attached Consolidated Balance Sheet of ANSAL BUILDWELL LIMITED (the "Company"), its Subsidiaries and Jointly Controlled Entity ("the Group") as at 31st March, 2009, and also the Consolidated Profit & Loss Account and the Consolidated Cash Flow Statement of the Group for the year ended on that date, both annexed thereto. The Consolidated Accounts include investments in associates accounted for on the equity method, in accordance with Accounting Standard 23, "Accounting for Investments in Associates in Consolidated Financial Statements" and the financial statements of jointly controlled entity accounted for in accordance with Accounting Standard 27, "Financial Reporting of Interests in Joint Ventures", as notified by the Companies (Accounting Standards) Rules, 2006. 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. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes, examining on a test basis, evidence supporting the amounts and the disclosures in the financial statements. An audit also includes assessing the accounting principles used and the 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. We did not audit the financial statements of the subsidiaries, whose financial statements reflect total assets of Rs. 2,784.02 Lacs as at 31st March, 2009, after giving effect to inter company transactions, and total revenues of Rs. 3.28 Lacs for the year ended on that date and the joint venture, whose financial statements include the Company's share of assets (net) amounting to Rs. 332.27 Lacs as at 31st March, 2009, and the Company's share of revenues amounting to Rs. NIL for the year ended on that date as considered in the Consolidated Accounts.
We have also not audited the financial statements of the associate in which the Company's share of profit amounts to Rs. NIL. The financial statements of these subsidiaries, the joint venture and the associate have been audited by other auditors whose reports have been furnished to us and, in our opinion, in so far as it relates to the amounts included in respect of these subsidiaries, the joint venture and the associate, are based solely on the reports of the other auditors.
4. 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", Accounting Standards (AS) 23, "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standards (AS) 27, "Financial Reporting of Interests in Joint Ventures", issued by The Institute of Chartered Accountants of India.
5. Based on our audit and on consideration of the reports of the other auditors on separate financial statements of the subsidiaries, the joint venture and the associate referred to in paragraph 3 above 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 :
 - (i) in the case of the Consolidated Balance Sheet, of the consolidated state of affairs of the Group as at 31st March, 2009;
 - (ii) in the case of the Consolidated Profit & Loss Account, of the consolidated profit of the Group for the year ended on that date; and
 - (iii) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flows of the Group for the year ended on that date.

For SEKHRI & ASSOCIATES
Chartered Accountants

H.L. Sekhri

Partner

Membership No. 15874

Place : New Delhi
Date : 30th June, 2009

**ANSAL BUILDWELL LTD.****CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009**

	SCHEDULE	(Rs.)	As at 31.03.2009 (Rs.)	(Rs.)	As at 31.03.2008 (Rs.)
SOURCES OF FUNDS					
Shareholders' Funds					
Share Capital	1		7,38,38,430		7,38,38,430
Reserves & Surplus	2		31,63,82,861		26,82,89,059
Loan Funds					
Secured Loans	3		47,88,85,849		41,12,92,635
Unsecured Loans	4		6,41,79,351		6,09,59,259
Minority Interest	5		- 2,53,520		- 2,56,208
			<u>93,30,32,971</u>		<u>81,41,23,175</u>
APPLICATION OF FUNDS					
Fixed Assets					
Gross Block	6	18,95,29,631		18,47,95,183	
Less : Depreciation Reserve		11,15,36,563		9,37,42,139	
Net Block			<u>7,79,93,068</u>		<u>9,10,53,044</u>
Investments					
Deferred Tax Assets	7		16,18,089		15,74,912
			81,42,837		52,36,401
Current Assets and Loans & Advances	8	3,28,02,93,305		3,10,83,41,753	
Less : Current Liabilities and Provisions	9	2,43,50,18,713		2,39,21,24,938	
			<u>84,52,74,592</u>		<u>71,62,16,815</u>
Micellaneous Expenditure (to the extent not written off)			4,385		42,003
			<u>93,30,32,971</u>		<u>81,41,23,175</u>
ACCOUNTING POLICIES AND NOTES	13				

*As per our report of even date attached*For SEKHRI & ASSOCIATES
*Chartered Accountants*GOPAL ANSAL
*Chairman cum Managing Director*R. L. GUPTA
*Whole Time Director (Finance & BD)*H.L. SEKHRI
*Partner*SUBHASH VERMA
*Director*GAURAV MOHAN PURI
Whole Time Director (Projects)

Membership No. : 15874

ASHOK BABU
*Sr. GM & Company Secretary*PRAVEEN GUPTA
*AGM (Finance & Accounts)*Place : New Delhi
Date : 30.06.2009SHYAM TAPARIA
AGM (Finance & Accounts)

**CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE
YEAR ENDED 31ST MARCH, 2009**

	SCHEDULE	Current Year (Rs.)	Previous Year (Rs.)
INCOME			
Sales & Other Income	10	1,21,61,20,922	1,53,48,08,890
		<u>1,21,61,20,922</u>	<u>1,53,48,08,890</u>
EXPENDITURE			
Cost of Construction	11	87,67,39,883	1,18,38,83,131
Selling & Administrative Expenses	12	13,77,91,569	11,60,65,467
Interest & Finance Charges			
Public Deposits		5,28,761	14,27,795
Banks		5,09,77,380	5,36,49,201
Others		<u>1,78,78,712</u>	<u>1,64,89,840</u>
		6,93,84,853	7,15,66,836
Depreciation		<u>1,19,34,209</u>	<u>1,05,53,141</u>
		<u>1,09,58,50,514</u>	<u>1,38,20,68,575</u>
Profit Before Taxation		12,02,70,408	15,27,40,315
Less : Provision for Taxation		4,50,00,000	5,14,41,768
Less : Provision for Taxation for Earlier years		1,19,61,270	3,94,741
Less : Provision for Deferred tax Liability (Net)		-29,05,624	-20,43,036
Less : Provision for Fringe Benefit Tax		<u>21,31,340</u>	<u>22,71,000</u>
Profit After Tax		6,40,83,422	10,06,75,842
Amount Transferred to Minority Share			
Profit for the Current year		2,688	24,599
		<u>6,40,80,734</u>	<u>10,06,51,243</u>
Balance Brought Forward from Profit & Loss Account	(+)	45,50,426	(+) 11,76,637
		<u>6,86,31,160</u>	<u>10,18,27,880</u>
APPROPRIATIONS			
Proposed Dividend		88,60,612	1,47,67,686
Dividend Distribution Tax		15,05,861	25,09,768
Transfer to General Reserve		<u>5,00,00,000</u>	<u>8,00,00,000</u>
		6,03,66,473	9,72,77,454
Balance Carried over to Balance Sheet		<u>82,64,687</u>	<u>45,50,426</u>
EARNING PER SHARE			
Basic and diluted		Rs. 8.68	Rs. 13.63
Nominal Value of Share		Rs. 10	Rs. 10
ACCOUNTING POLICIES AND NOTES			

**ACCOUNTING POLICIES AND
NOTES***As per our report of even date attached*For SEKHRI & ASSOCIATES
*Chartered Accountants*H.L. SEKHRI
Partner

Membership No. : 15874

GOPAL ANSAL
*Chairman cum Managing Director*SUBHASH VERMA
*Director*ASHOK BABU
*Sr. GM & Company Secretary*SHYAM TAPARIA
*AGM (Finance & Accounts)*R. L. GUPTA
*Whole Time Director (Finance & BD)*GAURAV MOHAN PURI
*Whole Time Director (Projects)*PRAVEEN GUPTA
*AGM (Finance & Accounts)*Place : New Delhi
Date : 30.06.2009



ANSAL BUILDWELL LTD.

SCHEDULE - 1

SHARE CAPITAL

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
AUTHORISED		
2,50,00,000 Equity Shares of Rs. 10/- Each (Previous Year 2,50,00,000 Equity Shares of Rs. 10/- Each)	25,00,00,000	25,00,00,000
	<u>25,00,00,000</u>	<u>25,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID UP		
73,83,843 Equity Shares of Rs. 10/- each fully paid up. (Previous Year 73,83,843 Equity Shares of Rs. 10/- each fully paid up.)	7,38,38,430	7,38,38,430
	<u>7,38,38,430</u>	<u>7,38,38,430</u>

SCHEDULE - 2

RESERVES AND SURPLUS

	As at 1-Apr-2008 (Rs.)	Additions during the year (Rs.)	Deletions during the year (Rs.)	As at 31-Mar-2009 (Rs.)	As at 31-Mar-2008 (Rs.)
General Reserve	19,89,27,037	5,00,00,000	56,26,830	24,33,00,207	19,89,27,037
Security Premium Account	6,44,96,690	0	0	6,44,96,690	6,44,96,690
Capital Reserve	3,14,907	0	42,681	2,72,226	3,14,907
Profit & Loss Account Balance (Surplus)	45,50,425	37,63,313	0	83,13,738	45,50,425
	<u>26,82,89,059</u>	<u>5,37,63,313</u>	<u>56,69,511</u>	<u>31,63,82,861</u>	<u>26,82,89,059</u>

SCHEDULE - 3

SECURED LOANS

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
From Scheduled Banks & Financial Institutions		
– Secured by hypothecation of Work in Progress and receivables of the Company*	45,84,42,560	37,85,12,846
– Secured by hypothecation of vehicles & Machinery	2,04,43,289	41,12,92,635
	<u>47,88,85,849</u>	<u>41,12,92,635</u>

* Secured by equitable mortgage of land belonging to company/Associate Companies and Personal Guarantee of Chairman Cum Managing Director.


SCHEDULE - 4
UNSECURED LOANS

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
Public Deposits	52,08,000	87,64,000
Short Term Loans (From Directors and their relatives)	5,89,71,351	5,21,95,259
	6,41,79,351	6,09,59,259

SCHEDULE - 5
MINORITY INTEREST

	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
Ansal Choudhary Developers (P) Limited		
Paid up Share Capital (29400 Shares @ Rs. 62.50 each Share)	18,37,500	18,37,500
Minority Share		
– In Employee Housing Fund	1,05,148	1,05,148
– In Profit & Loss Account	– 22,05,230	– 21,00,082
	– 21,00,082	– 21,02,770
A.C infrastructure & Development Private Limited	1,875	1,875
A.C. shelter Private Limited	3,125	3,125
Rahul Township Private Limited	1,562	1,562
Rahul Buildwell Private Limited	2,500	2,500
	– 2,53,520	– 2,56,208

SCHEDULE - 6
FIXED ASSETS

PARTICULARS	GROSS BLOCK (Rs.)				DEPRECIATION (Rs.)				NET BLOCK (Rs.)	
	As at 01.4.2008	Additions During the year	Sales/ Transfers	As at 31.3.2009	Upto 31.3.2008	For the year ended 31.3.2009	Adj during the year	Total Upto 31.3.2009	W. D. V. As at 31.3.2009	W.D.V. As at 31.3.2008
Air Conditioners & Refrigerators	36,28,268	7,11,595	0	43,39,863	17,02,484	3,31,829	0	20,34,313	23,05,550	19,25,784
Building / Land	17,87,300	0	0	17,87,300	0	0	0	0	17,87,300	17,87,300
Computers	1,21,07,639	971,030	0	1,30,78,669	74,99,897	20,97,670	0	95,97,567	34,81,102	45,59,386
Furniture, Fixtures & Fittings	1,37,92,363	9,07,562	0	1,46,99,925	57,00,744	15,83,439	0	72,84,183	74,15,742	80,84,500
Office Equipments	82,38,745	6,57,244	0	88,95,989	47,55,649	5,49,527	0	53,05,176	35,90,813	34,69,406
Plant & Machinery	6,01,75,356	15,77,375	0	6,17,52,731	3,02,28,891	43,76,466	0	3,46,05,357	2,71,47,373	2,99,41,243
Vehicles	8,50,65,512	33,73,619	34,63,977	8,49,75,154	4,38,54,474	1,10,26,146	21,70,653	5,27,09,967	3,22,65,187	4,08,24,956
TOTAL	18,47,95,183	81,98,425	34,63,977	18,95,29,631	9,37,42,139	1,99,65,077	21,70,653	11,15,36,563	7,79,93,067	9,05,92,575
PREVIOUS YEAR	15,83,77,164	3,59,74,759	1,01,02,415	18,42,49,508	8,37,23,322	1,76,37,509	77,03,898	9,36,56,933	9,05,92,575	

ALLOCATION OF DEPRECIATION

– Profit & Loss Account	1,19,34,209
– Projects in Progress	80,30,868
	1,99,65,077



ANSAL BUILDWELL LTD.

SCHEDULE - 7

INVESTMENTS - LONG TERM

TRADE INVESTMENTS

A) SHARES IN COMPANIES

i) Unquoted at cost

Investment in Associates

- Aadharshila Towers Private Limited	11,56,679		6,96,642	
Less : Capital Reserve	<u>4,16,860</u>	7,39,819	<u>—</u>	6,96,642

ii) Quoted

- 300 equity shares of Rs. 10/- each in Canara Bank (Market Value Rs. 165.90 Per share)		10,500		10,500
- 943 Equity Shares of Punjab National Bank of Rs. 10/- each (Market Value Rs. 410.90 share)		3,67,770		3,67,770
- 50000 Units of PNB Principal Mutual Fund of Rs. 10/- Each (NAV Value Rs. 4.49 Per Unit)		5,00,000		5,00,000

16,18,089

15,74,912

SCHEDULE - 8

CURRENT ASSETS AND LOANS & ADVANCES

A. CURRENT ASSETS

Inventories

(As valued & certified by Management)

Stock in Trade (At Cost)	98,19,547		98,19,547	
Projects in Progress (Real Estate Projects)	2,19,59,93,165		2,07,19,97,863	
Projects in Progress(Work Contracts)	<u>70,24,864</u>	2,21,28,37,576	<u>58,77,541</u>	2,08,76,94,951

Sundry Debtors

(unsecured, considered good)

Outstanding for a Period Exceeding Six Months	55,68,517		0	
Others	<u>31,61,528</u>	87,30,045	<u>2,91,28,679</u>	2,91,28,679

Cash in Hand

Balances with Scheduled Banks

- In Current Accounts	96,449,015		1,42,47,778	
- In Fixed Deposits	1,054,793		1,68,89,898	
- In Margin Money Accounts	<u>16,413,692</u>	1,13,917,500	<u>1,33,64,107</u>	4,45,01,783
		<u>2,33,73,11,905</u>		<u>2,16,21,40,794</u>

B. LOANS & ADVANCES

(Unsecured, considered good)

Security Deposits	1,19,39,815		1,26,32,915	
Advance Income Tax/Tax Deducted at source	10,95,18,170		8,84,82,406	
Fringe Benefit Tax Paid	13,00,000		0	
Other Advances	<u>82,02,23,415</u>	94,29,81,400	<u>84,50,85,638</u>	94,62,00,959
		<u>3,28,02,93,305</u>		<u>3,10,83,41,753</u>



SCHEDULE - 9	Current	Previous
CURRENT LIABILITIES AND PROVISIONS	Year	Year
	(Rs.)	(Rs.)
A. CURRENT LIABILITIES		
Sundry Creditors	11,71,40,185	930,90,676
Advances from Customers	1,27,54,40,091	1,38,41,62,154
Registration Against Future Projects	22,19,66,732	24,90,72,982
Unclaimed Dividend	19,85,753	13,38,335
Other Liabilities	64,66,65,448	52,49,90,165
	<u>2,26,31,98,209</u>	<u>2,25,26,54,312</u>
B. PROVISIONS		
Proposed Dividend	88,60,612	1,47,67,686
Dividend Distribution Tax	15,05,861	25,09,768
Provision for Fringe Benefit Tax	21,31,340	0
Gratuity	1,33,24,079	1,28,34,724
Leave Encashment	1,05,80,295	0
Income Tax Provision	13,54,18,317	10,93,58,448
	<u>2,43,50,18,713</u>	<u>2,39,21,24,938</u>
SCHEDULE - 10		
SALES AND OTHER INCOME	Current Year	Previous Year
	(Rs.)	(Rs.)
Sales	1,03,14,91,958	1,37,58,18,784
Works Contracts	17,60,92,400	15,14,68,201
Miscellaneous Income		
— Interest Received	16,84,184	12,04,488
— Others	68,15,487	59,95,803
Profit on Sale of Fixed Assets	24,634	3,10,084
Dividend received from Trade Investments	12,259	11,530
	<u>1,21,61,20,922</u>	<u>1,53,48,08,890</u>
SCHEDULE - 11		
COST OF CONSTRUCTION/PROJECTS IN PROGRESS		
Balance Brought Forward	2,07,78,75,404	1,97,33,33,258
External Development Charges	3,26,77,902	6,75,35,696
Land Purchase	10,91,41,352	27,03,38,523
Land Development Expenses	1,54,69,828	3,19,44,961
Material/Stores Consumed	11,08,21,162	10,10,04,353
Project Expenses*	57,24,14,012	58,50,21,692
Architect Fees	18,46,639	17,87,549
Brokerage & Commission	2,63,83,592	4,55,43,602
Advertisement & Publicity	3,11,66,186	1,75,15,340
Salary, Wages & Other Benefits	8,36,92,793	7,32,47,430
Licence Fee & Other charges	29,76,728	8,02,63,911
Depreciation	80,30,868	71,67,047
Security Expenses	72,61,446	70,55,173
	<u>3,07,97,57,912</u>	<u>3,26,17,58,535</u>
Less : Projects in Progress Transferred to Balance Sheet	2,20,30,18,029	2,07,78,75,404
	<u>87,67,39,883</u>	<u>1,18,38,83,131</u>

* Includes Rs. 1,49,10,679 being Interest paid to Banks / Financial Institutions.



ANSAL BUILDWELL LTD.

SCHEDULE - 12			
SELLING & ADMINISTRATIVE EXPENSES		Current Year (Rs.)	Previous Year (Rs.)
Salary, Wages & Other Benefits *		7,40,13,927	6,16,18,033
Contribution To Provident & Other Fund *		50,13,120	35,63,351
Directors' Meeting Fees		52,000	50,000
<u>Repair & Maintenance</u>			
— Vehicles	48,72,762		38,88,975
— Plant & Machinery	4,92,769		4,36,463
— Others	15,45,541	69,11,072	6,83,975
			50,09,413
Advertisement & Publicity		3,18,867	1,75,528
Postage, Telegram & Telephone		33,16,274	36,15,474
Printing & Stationery		14,62,580	16,02,246
Travelling **		50,09,641	51,13,913
Conveyance		8,02,500	10,60,499
Rent		1,87,41,058	1,62,86,324
<u>Payment to Auditors</u>			
— Audit Fees	2,34,566		2,00,914
— Tax Audit Fees	71,695		56,180
— Taxation Matters	1,50,361	4,56,622	1,34,054
			3,91,148
Legal & Professional charges		111,62,442	79,70,252
Electricity Charges*		18,21,942	20,12,079
Business Promotion Expenses		8,30,249	11,27,252
Insurance		14,01,907	16,16,368
Prior Period Expenses		1,36,517	0
Investment Written Off		0	25,900
Filing Fees		8,581	15,814
Miscellaneous Expenses*		63,32,270	47,56,532
Preliminary Expenses Written Off		0	7,994
Pre-operative Expenses Written Off		0	47,347
		13,77,91,569	11,60,65,467

* Includes Remuneration Rs. 47,82,400/- (Previous Year Rs. 39,76,000/-) and Perquisites of Rs. 20,63,779/- (Previous Year 18,16,350/-) of CMD / Directors.

** Includes Rs. 18,78,289/- towards Directors Travelling Expenses (Previous Year Rs. 19,43,553/-)

SCHEDULE – 13

Notes to Accounts pertaining to consolidated Balance Sheet of Ansal Buildwell Ltd. & its subsidiary Ansal Chaudhary Developers Private Limited (Along With Its Subsidiaries) & Joint Venture Ansal Crown Infrabuild Private Limited as on 31-3-2009.

(a) Basis of Accounting

- i) The Financial Statements of the subsidiary companies and joint venture used in the consolidation are drawn upto the same reporting date as of the Company i.e. year ended March 31, 2009.
- ii) The Parent Company maintains its records and prepares its Financial Statements under the historical cost convention in accordance with the accounting standards issued by the Institute of Chartered Accountants of India while the foreign subsidiaries maintain its records and prepare its financial statements in conformity with Generally Accepted Accounting Principles prevalent in the country of domicile. No adjustments are made in this consolidated financial statement for inconsistencies in accounting policies, including deferred tax as required by AS-22 adopted by parent and its subsidiaries.

(b) Principles of Consolidation

The Consolidated Financial Statements have been prepared on the following basis:

- i) The Consolidated Financial Statements include the financial statements of Ansal Buildwell Ltd., its Subsidiaries and Joint Ventures (collectively referred to as the “Group”). The Consolidated Financial Statements of the Group have been prepared in accordance with Accounting Standard AS-21 on “Consolidated Financial Statements” and AS-27 on “Financial Reporting of Interests in Joint Ventures”, issued by the Central Government under the Companies (Accounting Standards) Rules, 2006.
- ii) The Financial Statement of the Company and its subsidiary company has been combined on a line by line basis by adding together like items of assets, liabilities, income and expenses. The intra-group balance and intra-group transaction and unrealized Profit and Losses are fully eliminated.
- iii) Minority Interest in the net assets of consolidated subsidiary consists of the amount of equity and share of losses attributable to the minority shareholders.
- iv) The list of Subsidiary companies which are included in Consolidated Financial Statements and the parent company’s holding therein.

Name of Companies	Country	Subsidiary Company of	% Holding
Ansal Chaudhary Developers Pvt. Ltd.	Nepal	Ansal Buildwell Limited	51%
Rahul Buildwell Pvt. Ltd.	Nepal	Ansal Chaudhary Developers Pvt. Ltd.	92%
Rahul Township Pvt. Ltd.	Nepal	Ansal Chaudhary Developers Pvt. Ltd.	95%
AC Shelter Pvt. Ltd.	Nepal	Ansal Chaudhary Developers Pvt. Ltd.	90%
AC Infrastructure & Development Pvt. Ltd.	Nepal	Ansal Chaudhary Developers Pvt. Ltd.	94%

- v) The list of Joint Ventures which are included in Consolidated Financial Statements and the Company’s holding therein.

Name of Company	Country	Joint Venture Company of	% Holding
Ansal Crown Infrabuild Private Ltd.	India	Ansal Buildwell Limited	50%



vi) Significant Accounting Policies and Notes to these Consolidated Financial Statements are intended to serve as a means of informative disclosure and a guide for better understanding of the consolidated position of the Companies. Recognizing this purpose, the Company has disclosed only such policies and notes from the individual financial statements which fairly represent the needed disclosures.

(c) Exchange Rate

The Audited Balance Sheet of M/s Ansal Chaudhary Developers Private Limited (Nepal) along with its four subsidiaries viz. Rahul Buildwell Private Limited, Rahul Township Private Limited, AC Shelter Private Limited, and AC Infrastructure & Development Private Limited as on 31st March, 2009 is in Nepalese Rupees and for the purpose of consolidation the same has been converted into INR currency by using fixed conversion rate of 1.60 Nepalese Rupees equivalent to 1.00 Indian Rupee.

(d) Accounting for Investments in Associates

The investment in Associate in the consolidated Financial Statement is accounted for as per AS-23 on “Accounting for Investments in Associates in Consolidated Financial Statements” using the Equity method.

The list of Associate companies which are included in Consolidated Financial Statements and the Company’s holding therein.

Name of Company	Country	Associate Company of	% Holding
Aadharshila Towers Private Limited	India	Ansal Buildwell Limited	37.21%

(e) Other Significant Accounting Policies

These are set out in the ‘Significant Accounting Policies and Notes of Accounts of the Company and its subsidiaries’. The previous year figures have been regrouped /reclassified wherever necessary to confirm to the current year figures.

As per our report of even date attached

For SEKHRI & ASSOCIATES
Chartered Accountants

H.L. SEKHRI
Partner
Membership No. : 15874

GOPAL ANSAL
Chairman cum Managing Director

SUBHASH VERMA
Director

ASHOK BABU
Sr. GM & Company Secretary

SHYAM TAPARIA
AGM (Finance & Accounts)

R. L. GUPTA
Whole Time Director (Finance & BD)

GAURAV MOHAN PURI
Whole Time Director (Projects)

PRAVEEN GUPTA
AGM (Finance & Accounts)

Place : New Delhi
Date : 30.06.2009

**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31.03.2009**

(All Figures in thousand of Rupees)

	31-Mar-2009	31-Mar-2008
CASH FLOW PROVIDED BY/(USED IN) OPERATING ACTIVITIES :		
Profit Before Tax	1,20,270	1,52,740
(A) Adjustments to reconcile PBT to cash provided from operation		
a) Depreciation and Amortisation charged to P&L and Cost of Construction	19,965	17,638
b) Interest Expenses	69,385	71,567
c) Dividend, Interest and Miscellaneous Income	(8,512)	(7,211)
d) Profit on sale of Fixed Assets	(57)	(598)
e) Loss on sale of Fixed Assets/Written off	32	288
f) Loss on sale of Investment/ Written off	0	26
g) Preliminary Expenses Written Off	0	8
h) Pre-operative Expenses Written Off	0	12
i) Amount Written off/Written back	(1)	0
(B) (Increase)/Decrease in Current Assets and Loans & Advances		
a) Sundry Debtors	20,399	47,766
b) Loans & Advances (Excluding Direct Taxes Paid)	24,255	43,110
c) Inventories	(1,25,143)	(74,339)
(C) Increase/(Decrease) in Current Liabilities		
a) Current Liabilities	10,544	(1,54,579)
b) Increase in Provision of Gratuity/Leave encashment	11,070	0
Cash Provided by /(used in) Operating Activities	<u>1,42,207</u>	<u>96,428</u>
Direct Taxes Paid	(51,105)	(33,277)
FBT Paid	(1,300)	(2,271)
Dividend Paid	(16,603)	(15,550)
Net Cash Provided by /(used in) Operating Activities (A)	<u>73,199</u>	<u>45,330</u>
CASH FLOW PROVIDED BY/(USED IN) INVESTING ACTIVITIES :		
Addition to Fixed Assets including Capital W. I. P.	(8,198)	(35,975)
Purchase of Investments	0	(500)
Dividend, Interest & Miscellaneous Income	8,512	7,211
Proceeds from retirements of Fixed Assets	1,112	2,708
Net Cash Provided by /(used in) Investing Activities (B)	<u>1,426</u>	<u>(26,556)</u>
CASH FLOW PROVIDED BY/(USED IN) FINANCING ACTIVITIES :		
Proceeds (Repayment) from Long Term Loan	67,593	61,305
Interest Paid	(69,385)	(71,567)
(Repayment)/Proceeds of Public Deposits/Others	3,220	(8,031)
Adjustment in General Reserve for Present Value of Gratuity & Leave Encashment Obligation	(5,627)	0
Net Cash Provided by /(used in) Financing Activities (C)	<u>(4,199)</u>	<u>(18,293)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)	<u>70,426</u>	<u>481</u>
CASH AND CASH EQUIVALENT at the beginning of the year	43,862	43,381
CASH AND CASH EQUIVALENT at the beginning of the year (50% of Joint Venture Co.)	1,456	0
CASH AND CASH EQUIVALENT at the end of the year	<u>1,15,744</u>	<u>43,862</u>

Note: Previous Year figures have been regrouped/rearranged, wherever considered necessary, to make them comparable with current years figures.

As per our report of even date attached

For SEKHRI & ASSOCIATES
Chartered Accountants

H.L. SEKHRI
Partner

Membership No. : 15874

Place : New Delhi
Date : 30.06.2009

GOPAL ANSAL
Chairman cum Managing Director

SUBHASH VERMA
Director

ASHOK BABU
Sr. GM & Company Secretary

SHYAM TAPARIA
AGM (Finance & Accounts)

R. L. GUPTA
Whole Time Director (Finance & BD)

GAURAV MOHAN PURI
Whole Time Director (Projects)

PRAVEEN GUPTA
AGM (Finance & Accounts)

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

DIRECTORS' REPORT

Dear Shareholders,

I First of all, I would like to thank you for sparing valuable time to attend in this Annual General Meeting of the Company inspite of your busy schedule.

The matter to be resolved in this meeting i.e. Balance Sheet, Profit & Loss account for F.Y. 2065/066 (2008-2009) and other related documents etc. must have reached you for study while informing you about the meeting and I believe you are informed from the documents about the condition of the Company.

I would like to inform you that the Company could not enter into any new project due to political instability and security problem in the country and due to these issues the Company had to bear net loss of NRs. 312,809.68 and the Company had a total borrowing of NRs. 314.05 lacs from the Directors during the period on the review. I understand this fact is clarified in the Balance Sheet and Profit & Loss account provided to you. I believe the Company will make some progress next year.

I would like to inform that the issue of providing Lalpurja (Flat Owner Certificate) to the residents of MVR has been very critical since the Harisiddhi, VDC is pressing to avail them 10 ropanies land in Harisiddhi VDC as committed and the Company is looking for land at moderate price and assure you the issue will be resolved within next F.Y.

I would like to inform that all the transactions of the Company are being done as per rules and it is seen from the auditor's report also.

I would like to thank on this occasion all the banks, financial institutions, concerned govt. offices and the employees of the Company for their co-operation.

Your valuable suggestions will be considered to make the Company more competent in the years to come and seek your support as usual, I conclude my short speech.

For and on behalf of Board of Directors

Place: Kathmandu, Nepal

Date : June 23, 2009

(Nirvana Kumar Chaudhary)

Officiating Chairman

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

Auditors' Report to the Board of Directors of Ansal Chaudhary Developers Pvt. Ltd. on the Financial Statement of Ansal Chaudhary Developers Pvt. Ltd. For the year ended on March 31, 2009.

We have examined the attached Balance Sheet of Ansal Chaudhary Developers Pvt. Ltd. as at March 31, 2009 and also the Profit & Loss Account and the Cash Flow Statement of the Company for the year ended on that date. 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 have conducted our audit in accordance with the generally accepted auditing standards. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free from material misstatements. An audit includes examining, on a test basis, evidence supporting the amount 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 Statements. We believe that our audit provides a reasonable basis for our opinion.

On the basis of the information and explanation given to us the enclosed Financial Statements read with the Notes to Accounts attached thereto give, in our opinion, true and fair view of :

- (a) in case of Balance Sheet, the state of affairs of Ansal Chaudhary Developers Pvt. Ltd. as at March 31, 2009;
- (b) in case of Profit & Loss Account, the profit of Ansal Chaudhary Developers Pvt. Ltd. for the year ended on that date and;
- (c) in case of Cash Flow Statement, the cash flow of Ansal Chaudhary Developers Pvt. Ltd. for the year ended on that date.

Place: Kathmandu, Nepal
Date : June 23, 2009

Nem Lal Amatya
for N. Amatya & Co.
Chartered Accountants

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

BALANCE SHEET AS AT 31ST MARCH, 2009

PARTICULARS	SCHEDULE	As on March 31, 2009 (Nepalese Rs.)	As on March 31, 2008 (Nepalese Rs.)
CAPITAL & LIABILITIES			
Capital & Reserve Fund			
Share Capital	1	60,00,000.00	60,00,000.00
Reserves & Surplus	2	(64,15,472.33)	(64,38,373.72)
Total		(4,15,472.33)	(4,38,373.72)
ASSETS			
Fixed Assets			
Gross Block	3	61,67,570.71	61,67,570.71
Less: Depreciation		51,31,589.66	48,56,438.20
Net Block		10,35,981.05	13,11,132.51
Investment	4	1,85,500.00	1,85,500.00
Current Assets, Loans & Advances			
Project in Progress	5	36,77,09,440.73	36,56,07,528.48
Sundry Debtors		2,70,950.00	3,03,326.00
Cash & Bank Balances	6	10,56,760.95	6,78,483.00
Advances & Deposits	7	7,58,15,708.57	7,29,87,502.84
Total		44,48,52,860.25	43,95,76,840.32
Less: Current Liabilities & Provisions:			
Advance from Flat Buyers		40,34,99,131.30	40,28,48,026.39
Short Term Loan	8	3,29,47,515.40	1,91,05,000.00
Other Liabilities	9	84,95,560.16	1,80,11,213.39
Provisions	10	15,47,606.77	15,47,606.77
Total		44,64,89,813.63	44,15,11,846.55
Net Current Assets		(16,36,953.38)	(19,35,006.23)
Total		(4,15,472.33)	(4,38,373.72)
NOTES TO ACCOUNT	14		

As per our attached report of even date

Beni Gopal Tiwari
Sr. Manager (F & A)

Nirvana K. Chaudhary
Director

Nem Lal Amatya
for N. Amatya & Co.
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 23, 2009

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

**PROFIT & LOSS ACCOUNT FOR THE YEAR
ENDED MARCH 31, 2009**

Particulars	Schedule	Current Year (Nepalese Rs.)	Previous Year (Nepalese Rs.)
INCOME			
Sales		—	—
Other Income	11	5,25,523.44	3,18,124.58
Total Income		<u>5,25,523.44</u>	<u>3,18,124.58</u>
EXPENDITURE			
Cost of Construction	12	—	—
Administrative & Office Expenses	13	5,02,622.05	54,755.60
Interest on Loan		—	—
Provision for Staff Bonus		—	—
Total Expenditure		<u>5,02,622.05</u>	<u>54,755.60</u>
Profit before Tax		22,901.39	2,63,368.98
Less: Provision for Tax		—	—
Special fee		—	—
Net Profit after Tax		<u>22,901.39</u>	<u>2,63,368.98</u>
Less: Employee Housing Fund		—	—
Net Profit for the year		<u>22,901.39</u>	<u>2,63,368.98</u>
Balance of the previous year		<u>(67,81,714.94)</u>	<u>(70,45,083.92)</u>
Balance carried to Balance Sheet		<u>(67,58,813.55)</u>	<u>(67,81,714.94)</u>
NOTES TO ACCOUNT	14		

As per our attached report of even date

Beni Gopal Tiwari
Sr. Manager (F & A)

Nirvana K. Chaudhary
Director

Nem Lal Amatya
for N. Amatya & Co.
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 23, 2009

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

SCHEDULE FORMING PART OF BALANCE SHEET AS AT MARCH 31, 2009

	As on March 31, 2009 (Nepalese Rs.)	As on March 31, 2008 (Nepalese Rs.)
SCHEDULE - 1		
SHARE CAPITAL		
AUTHORISED		
10,00,000 Equity Shares of Rs. 100/- each	<u>10,00,000.00</u>	<u>10,00,000.00</u>
ISSUED		
3,00,000 Equity Shares of Rs. 100/- each (Previous Year 300,000 Equity Shares of Rs. 100/- each)	<u>3,00,000.00</u>	<u>3,00,000.00</u>
SUBSCRIBED & PAID UP		
60,000 Equity Shares of Rs. 100/- each (Previous Year 60,000 Equity Shares of Rs. 100/- each)	<u>60,00,000.00</u>	<u>60,00,000.00</u>
Total	<u><u>60,00,000.00</u></u>	<u><u>60,00,000.00</u></u>
SCHEDULE-2		
RESERVES & SURPLUS		
Employee Housing Fund	3,43,341.22	3,43,341.22
Profit as per annexed account	<u>(67,58,813.55)</u>	<u>(67,81,714.94)</u>
Total	<u><u>(64,15,472.33)</u></u>	<u><u>(64,38,373.72)</u></u>

SCHEDULE - 3
FIXED ASSETS

PARTICULARS	Rate	GROSS BLOCK (Rs.)			DEPRECIATION (Rs.)				NET BLOCK (Rs.)		
		As on 31.3.2008	Additions During the year	Withdrawal/Adjustments	As on 31.3.2009	Upto 31.3.2008	For the year	Withdrawal/Adjustments	Up to 31.03.2009	As on 31.03.2009	As on 31.3.2008
Vehicles	20%	34,93,951.00	—	—	34,93,951.00	27,65,529.51	1,45,684.30	—	29,11,213.81	5,82,737.19	7,28,421.49
Bicycle	15%	5,100.00	—	—	5,100.00	3,199.67	285.05	—	3,484.72	1,615.28	1,900.33
Office Equipments	25%	1,32,295.48	—	—	1,32,295.48	1,05,571.11	6,681.09	—	1,12,252.20	20,043.28	26,724.37
Computers	25%	4,37,255.00	—	—	4,37,255.00	3,41,092.63	24,040.59	—	3,65,133.22	72,121.78	96,162.37
Furnitures & Fixtures-Metal	25%	46,603.00	—	—	46,603.00	35,718.69	2,721.08	—	38,439.77	8,163.23	10,884.31
Furnitures & Fixtures-Wooden	25%	16,01,470.73	—	—	16,01,470.73	13,44,176.85	64,323.47	—	14,08,500.32	1,92,970.41	2,57,293.88
Furnitures & Fixtures-Expandable	25%	1,51,269.00	—	—	1,51,269.00	1,21,728.89	7,385.03	—	1,29,113.92	22,155.08	29,540.11
Other Assets	15%	2,99,626.50	—	—	2,99,626.50	1,39,420.85	24,030.85	—	1,63,451.70	1,36,174.80	1,60,205.65
TOTAL		61,67,570.71	—	—	61,67,570.71	48,56,438.20	2,75,151.46	—	51,31,589.66	10,35,981.05	13,11,132.51

	As on March 31, 2009 (Nepalese Rs.)	As on March 31, 2008 (Nepalese Rs.)
SCHEDULE - 4		
INVESTMENT (AT COST)		
Investment in subsidiaries		
Rahul Buildwell Pvt. Ltd. (460 Share Rs 100/-Each)	46,000.00	46,000.00
Rahul Township Pvt. Ltd. (475 Share Rs.100/-Each)	47,500.00	47,500.00
A.C.Shelters Pvt. Ltd. (450 Share Rs 100/-Each)	45,000.00	45,000.00
A.C.Infrastructure & Deve.Pvt. Ltd. (470 Share Rs 100/-Each)	47,000.00	47,000.00
Total	<u><u>1,85,500.00</u></u>	<u><u>1,85,500.00</u></u>

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

**SCHEDULE FORMING PART OF BALANCE SHEET
AS AT MARCH 31, 2009**

	As on March 31, 2009 (Nepalese Rs.)	As on March 31, 2008 (Nepalese Rs.)
SCHEDULE - 5		
PROJECT IN PROGRESS		
Balance from Last Year	36,56,07,528.48	35,86,13,272.03
Cost of Land	-	10,85,771.25
External Development Charges	-	3,37,913.07
Project Expenses	-	-
Salary & Wages	8,14,561.54	15,53,994.30
Staff Welfare Expenses	11,272.00	56,708.56
Printing & Stationery	25,105.00	32,129.00
Postage, Telephone & Telex Expenses	1,02,891.00	1,66,999.54
House Rent	-	-
Travelling & Conveyance	88,731.70	1,53,519.20
Vehicle Running Expenses	1,69,242.57	1,53,697.40
Guest Entertainment Expenses	56,843.46	37,716.75
Insurance Premium	-	71,915.73
Rates & Taxes	3,25,952.44	900.00
Legal & Professional Charges	-	3,98,281.00
Miscellaneous Expenses	1,06,093.08	99,034.58
Civil Construction	1,26,068.00	24,94,762.11
Depreciation	2,75,151.46	3,50,913.96
Sub - Total	36,77,09,440.73	36,56,07,528.48
Less Transferred to Cost of Construction	-	-
Total	36,77,09,440.73	36,56,07,528.48
SCHEDULE - 6		
CASH & BANK BALANCES		
Cash in Hand (As Certified)	1,53,103.92	6,664.75
Cash at Current Account with BOK	1,88,012.58	1,37,550.99
Cash at Current Account with Everest Bank	7,15,644.45	5,34,267.26
Total	10,56,760.95	6,78,483.00

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

**SCHEDULE FORMING PART OF BALANCE SHEET
AS AT MARCH 31, 2009**

	As on March 31, 2009 (Nepalese Rs.)	As on March 31, 2008 (Nepalese Rs.)
SCHEDULE - 7		
ADVANCES & DEPOSITS		
A. Advances		
Advance for Land	1,32,45,340.00	4,00,000.00
Advance Income Tax	18,18,797.95	18,18,797.95
Other Advances	6,06,51,570.62	7,06,73,704.89
B. Deposits		
Deposits With Department of Industries	20,000.00	20,000.00
Telephone Deposits	80,000.00	75,000.00
Total	7,58,15,708.57	7,29,87,502.84
SCHEDULE-8		
SHORT TERM LOAN		
From Directors	3,29,47,515.40	1,91,05,000.00
Total	3,29,47,515.40	1,91,05,000.00
SCHEDULE-9		
OTHER LIABILITIES		
For Expenses	-	71,037.34
T.D.S payable	27,462.81	6,579.48
Other Payable	84,68,097.35	1,79,33,596.57
Total	84,95,560.16	1,80,11,213.39
SCHEDULE-10		
PROVISIONS		
Provision for Income Tax	15,47,606.77	15,47,606.77
Total	15,47,606.77	15,47,606.77
SCHEDULE-11		
OTHER INCOME		
Administrative Charges against Cancellation	-	-
Other Receipts	5,25,523.44	3,18,124.58
Total	5,25,523.44	3,18,124.58

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

**SCHEDULE FORMING PART OF PROFIT & LOSS ACCOUNT
AS AT MARCH 31, 2009**

	Current Year (Nepalese Rs.)	Previous Year (Nepalese Rs.)
SCHEDULE - 12		
COST OF CONSTRUCTION		
Chartered from Project in Progress		
Cost of Land	-	-
External Development Charges	-	-
Plan Submission Expenses	-	-
Project Expenses	-	-
Technical & Marketing Fee	-	-
Salary & Wages	-	-
Contribution to Provident Fund	-	-
Staff Welfare Expenses	-	-
Staff Recruitment Expenses	-	-
Medical Expenses	-	-
Printing & Stationery	-	-
Postage, Telephone & Communication	-	-
House Rent	-	-
Travelling & Conveyance	-	-
Launching Expenses	-	-
Brokerage and Commission	-	-
Selling & Distribution	-	-
Traffic Island Expenses	-	-
Site Office Expenses	-	-
Pooja Expenses	-	-
Consultancy Fees	-	-
Vehicle Running Expenses	-	-
Guest Entertainment Expenses	-	-
Insurance Premium	-	-
Rates & Taxes	-	-
Legal & Professional Charges	-	-
Miscellaneous Expenses	-	-
Depreciation	-	-
Total	<u>-</u>	<u>-</u>
SCHEDULE - 13		
ADMINISTRATIVE & OFFICE EXPENSES		
Advertisement Expenses	233.00	8,440.45
Bank Commission & Charges	-	280.95
Postage, Telegram & Telephone	1,024.40	1,793.20
Books & Periodicals	990.00	3,943.00
Audit Fee	14,845.00	40,298.00
Subscription & Membership	-	-
Donations	20,775.00	-
Professional Fee	4,12,000.00	-
Office Expenses	-	-
Insurance Premium	52,754.65	-
Total	<u>5,02,622.05</u>	<u>54,755.60</u>

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

SCHEDULE - 14

NOTES TO ACCOUNT

The financial statement of the Company has been prepared under historical cost convention basis and in accordance with the generally accepted accounting principles and practices followed in Nepal. The significant accounting policies adopted by the Company, which are in consistence with those followed in the previous year, are as follows:

1. The fixed assets have been valued at cost of purchase plus the incidental expenditure incurred on such purchases.
Depreciation on fixed assets has been charged on diminishing balance value method at the rate and in the manner as prescribed by Schedule 2 of the Income tax Act, 2058.
Depreciation has been charged to Project in Process.
2. The investment of the Company is represented by shares in Subsidiary Companies and the same are stated at cost.
3. The advance and deposits are stated at book value and no confirmations of balances are obtained from the related parties. Of the amount due Rs. 498.30 Lacs (Previous Rs 485.75 Lacs) is due from subsidiary companies. Balance mainly relates to construction advances which management states shall be adjusted against progress bills to be received.
4. The expenditure incurred on the project on various account has been considered as project expenditure/ advances, which shall be taken to revenue on completion method basis.
5. **Income tax**
The amount of income tax provision appearing in the account represents the amount for the period July 16, 2004 to July 15, 2005. Income tax for the period ending March 31, 2009 has not been provided in the accounts, as the same will be dealt at July 16, 2009 closing which is the actual financial year of the Company.
6. **Retirement Benefits**
 - a) **Gratuity to Employees**
No provision for gratuity payable to staff on retirement/termination is made in the accounts as the same is being dealt on cash basis. No employee fall under gratuity entitlement during the year, as they have not completed required years of continuous service which is the requirement for entitlement of gratuity.
 - b) **Provident Fund**
The company deducts 10% of salary from the employees and contributes equivalent amount to the employee provident fund. The same are accounted for every month and are deposited with employees provident fund (organization).
 - c) **Leave Encashment**
Leave Encashment payable to staff are accounted for on cash basis. The amount of liability due as on March 31, 2009 has not been determined.
7. Previous year's figures have been regrouped/rearranged wherever necessary.

As per our attached report of even date

Beni Gopal Tiwari
Sr. Manager (F & A)

Nirvana K. Chaudhary
Director

Nem Lal Amatya
for N. Amatya & Co.
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 23, 2009

ANSAL CHAUDHARY DEVELOPERS PVT. LTD.

**CASH FLOW STATEMENT FOR THE YEAR
ENDED MARCH 31, 2009**

Particulars	Current Year (Nepalese Rs.)	Previous Year (Nepalese Rs.)
A. Cash Flow from Operating Activities		
Net Profit / (Loss) before Income tax	22,901.39	2,63,368.98
Adjustment for		
Cost of Construction transferred from Project in Progress	-	-
Sales transferred from Advance from Flat Buyers	-	-
	<hr/>	<hr/>
Cash flow from operation before Working Capital Changes	22,901.39	2,63,368.98
Cash Flow from Working Capital Changes		
(Increase)/Decrease in Project In Progress	(18,26,760.79)	(66,43,342.49)
(Increase)/Decrease in Sundry Debtors	32,376.00	3,51,400.00
(Increase)/Decrease in Advance & Deposits	(28,28,205.73)	(66,21,871.47)
Increase/(Decrease) in Advance from Flat Byers	6,51,104.91	36,71,511.66
Increase/(Decrease) in Other Liabilities	43,26,862.17	92,06,943.59
	<hr/>	<hr/>
Cash Generated from Working Capital Changes	3,78,277.95	2,28,010.27
B. Cash Flow from Financing Activities		
Increase in Short term Loan	-	-
	<hr/>	<hr/>
Cash Flow from Financing Activities	-	-
C. Cash Flow from Investing Activities		
Additions to Fixed Assets	-	-
Sales of Fixed Assets	-	-
	<hr/>	<hr/>
Cash Flow from Investing Activities	-	-
Net Cash and Cash Equivalent for the year (A+B+C)	3,78,277.95	2,28,010.27
Cash and Cash Equivalent at the beginning of the year	6,78,483.00	4,50,472.73
	<hr/>	<hr/>
Cash and Cash Equivalent at the end of the year	10,56,760.95	6,78,483.00

As per our attached report of even date

Beni Gopal Tiwari
Sr. Manager (F & A)

Nirvana K. Chaudhary
Director

Nem Lal Amatya
for N. Amatya & Co.
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 23, 2009

RAHUL BUILDWELL PVT. LTD.

DIRECTORS' REPORT

Respected Shareholders

All shareholders have come to participate in person in this Annual General Meeting, so firstly, let me take this opportunity to welcome you all.

I assume that you are aware of the situation of the Company from the copies of profit & loss account, balance sheet and all other details of the business of the Company, which was sent to you for your information and perusal alongwith the notice of the meeting and request your approval for adoption.

I would like to inform you that the Company is being operated amidst several problems including security and the Company had to bear some loss in this F.Y. 2065/2066 (2008/2009) due to those problems. I presume it is also clear from the annual profit and loss account and balance sheet of the Company that were provided to you.

I would like to inform you that the business of the Company has been conducted as per the rules, and that no irregular activities have been committed by any employee in the business of the Company.

Your valuable suggestions will be considered in order to make the Company more competent in the years to come and seek your support as usual, I conclude my short speech here requesting all of you to make this Meeting successful.

For and on behalf of the Board of Directors

Sd/-

Nirvana Kumar Chaudhary

Chairman

Place : Kathmandu, Nepal

Date : June 24, 2009

AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the attached Balance Sheet of M/s Rahul Buildwell Pvt. Ltd. as on March 31, 2009, Profit & Loss Account and Cash Flow Statement attached thereto for the year ended on that date. 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 the auditing standards generally accepted in Nepal. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion. Further we report that:

- a. We have obtained prompt replies to our queries and the explanations asked for.
- b. In our opinion, the Balance Sheet, Profit and Loss Account and the Cash Flow Statement are in compliance with the provisions of the Company Act, 2063 and are in agreement with the books of account maintained by the Company.
- c. In our opinion, the accounts and records of the Company have been accurately maintained in accordance with the law.
- d. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon, give a true and fair view;
 - i. In case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009.
 - ii. In the case of the Profit & Loss Account, of the Loss of the Company for the year ended on that date, and
 - iii. In case of the Cash Flow Statement, the cash flows for the year ended on that date.
- e. In our opinion and to the best of our information and according to the explanations given to us, the Board of Directors or any employees of the Company have not acted contrary to legal provisions relating to accounts, nor committed any misappropriation or caused loss or damage to the Company.
- f. This report is issued by us, pursuance to specific request made by the Company, in regard to consolidation of the financial statements with the Parent Company.

For: **Deoki Bijay & Co.**
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 24, 2009

P. K. Swarnkar, FCA
Partner

RAHUL BUILDWELL PVT. LTD.

BALANCE SHEET AS AT MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Capital & Liabilities			
Shareholder's Fund			
Share Capital	1	50,000.00	50,000.00
		<u>50,000.00</u>	<u>50,000.00</u>
Assets:			
Current Assets, Advances & Deposits:			
Project in Progress	2	2,14,57,436.20	2,14,57,436.20
Cash & Bank Balances	3	18,411.65	18,411.65
Advances & Deposit	4	10,557.25	10,557.25
		<u>2,14,86,405.10</u>	<u>2,14,86,405.10</u>
Less: Current Liabilities:			
Other Payables	5	2,20,22,668.94	2,20,18,822.76
Provisions	6	10,557.25	10,557.25
		<u>2,20,33,226.19</u>	<u>2,20,29,380.01</u>
Net Current Assets		(5,46,821.09)	(5,42,974.91)
Profit and Loss Account		5,96,821.09	5,92,974.91
		<u>50,000.00</u>	<u>50,000.00</u>
Significant Accounting Policies & Notes to the Accounts	8		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

Prabhu Krishna Pradhan
Accountant

Nirvana K. Chaudhary
Director

P. K. Swarnkar, FCA
Partner

Place: Kathmandu, Nepal
Date : June 24, 2009

RAHUL BUILDWELL PVT. LTD.

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Sales		–	–
Cost of Sales		–	–
Gross Profit		–	–
Administrative Expenses	7	3,846.18	47,000.00
Pre-operating Expenses w/off		–	28,441.42
Preliminary Expenses w/off		–	4,812.00
Profit/(Loss) before Tax		(3,846.18)	(80,253.42)
Income Tax		–	–
Profit/(Loss) After Tax		(3,846.18)	(80,253.42)
Profit/(Loss) Up to Last Year		(5,92,974.91)	(5,12,721.49)
Balance Carried to Balance Sheet		(5,96,821.09)	(5,92,974.91)
Significant Accounting Policies & Notes to the Accounts	8		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

P. K. Swarnkar, FCA
Partner

Prabhu Krishna Pradhan
Accountant

Nirvana K. Chaudhary
Director

Place: Kathmandu, Nepal
Date : June 24, 2009

RAHUL BUILDWELL PVT. LTD.

**SCHEDULES FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED MARCH 31, 2009**

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
SCHEDULE -1		
SHARE CAPITAL		
Authorised:		
5,000 Equity Shares of Rs. 100/- each	5,00,000.00	5,00,000.00
Issued:		
1,000 Equity Shares of Rs. 100/- each	1,00,000.00	1,00,000.00
Subscribed & Paid Up:		
500 Equity Shares of Rs. 100/- each	50,000.00	50,000.00
	<u>50,000.00</u>	<u>50,000.00</u>
SCHEDULE - 2		
PROJECT IN PROGRESS		
Land	2,14,57,436.20	2,14,57,436.20
	<u>2,14,57,436.20</u>	<u>2,14,57,436.20</u>
SCHEDULE -3		
CASH & BANK BALANCES		
Cash in Hand (As certified by management)	-	-
Bank of Kathmandu Ltd.	18,411.65	18,411.65
	<u>18,411.65</u>	<u>18,411.65</u>
SCHEDULE - 4		
ADVANCES & DEPOSITS		
Advances Income Tax	10,557.25	10,557.25
	<u>10,557.25</u>	<u>10,557.25</u>
SCHEDULE - 5		
OTHER PAYABLES		
Audit Fee Payable	2,462.50	4,250.00
Ansal Chaudhary Developers Pvt. Ltd.	2,20,20,206.44	2,20,14,572.76
	<u>2,20,22,668.94</u>	<u>2,20,18,822.76</u>

RAHUL BUILDWELL PVT. LTD.

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
SCHEDULE - 6		
PROVISIONS		
Provision for Income Tax	10,557.25	10,557.25
	10,557.25	10,557.25
 SCHEDULE -7		
ADMINISTRATIVE EXPENSES		
Audit Fee	2,500.00	5,000.00
Rent, Rates & Taxes Expenses	1,346.18	-
Consultancy Charges	-	42,000.00
	3,846.18	47,000.00
 SCHEDULE -8		
Significant Accounting Policies & Notes to the Accounts		
A) Significant Accounting Policies:		
1. Accounting Convention:		
The financial statements are prepared under the historical cost conventions on an accrual basis and are in accordance with Nepal accounting standards and others as applicable under prevalent laws of Nepal.		
2. Project in Progress:		
Cost of Land has been debited to project in Progress Account.		
 B) Notes to the Accounts:		
1. The company's accounts closes on 15th July every year as per Prevalent Laws of Nepal, however, since these accounts are prepared for consolidation with the holding company, whose accounts closes on 31st March, these accounts are prepared for the period from 1st April, 2008 to 31st March, 2009.		
2. Previous year's figures have been regrouped/rearranged wherever necessary.		
3. Schedule 1 to 8 form the integral part of Balance Sheet and Profit & Loss Account.		

RAHUL BUILDWELL PVT. LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
Cash Flow From Operating Activities:		
Net Profit as per Profit & Loss A/C	(3,846.18)	(80,253.42)
Add : Preliminary expenses w/off	—	4,812.00
	<hr/>	<hr/>
Operating Profit before changes in Working Capital	(3,846.18)	(75,441.42)
Changes in Working Capital:		
(Increase)/Decrease in Current Assets	—	
Increase/(Decrease) in Current Liabilities	3,846.18	47,000.00
Increase in Provisions	—	
Decrease in Project in Progress	—	28,441.42
	<hr/>	<hr/>
Net Cash Flow From Operating Activities	—	—
	<hr/>	<hr/>
Cash Flow from Investing Activities		
Preliminary Expenses	—	(4,812.00)
	<hr/>	<hr/>
Net Cash Flow From Investing Activities	—	—
	<hr/>	<hr/>
Cash Flow from Financing Activities		
Increase in Share Capital	—	—
	<hr/>	<hr/>
Net Cash Flow From Financing Activities	—	—
	<hr/>	<hr/>
Total Cash Flow From All Activities	—	—
Opening Cash & Bank Balances	18,411.65	18,411.65
	<hr/>	<hr/>
Closing Cash & Bank Balances	18,411.65	18,411.65
	<hr/>	<hr/>

DIRECTORS' REPORT

Respected Shareholders

All shareholders have come to participate in person in this Annual General Meeting, so firstly, let me take this opportunity to welcome you all.

I assume that you are aware of the situation of the Company from the copies of profit & loss account, balance sheet and all other details of the business of the Company, etc. requiring adoption by this Annual Meeting that were forwarded to you for your information and perusal alongwith the notice of this meeting.

I would like to inform you that the Company is being operated amidst several problems including security and the Company had to bear some loss in this F.Y. 2065/2066 (2008/2009) due to those problems. I presume it is also clear from the annual profit and loss account and balance sheet of the Company that were provided to you.

I would like to inform you that the business of the Company has been conducted as per the rules, and that no irregular activities have been committed by any employee in the business of the Company.

Your valuable suggestions will be considered in order to make the Company more competent in the years to come and seek your support as usual, I conclude my short speech here requesting all of you to make this Meeting successful.

For and on behalf of the Board of Directors

Sd/-

Nirvana Kumar Chaudhary

Chairman

Place : Kathmandu, Nepal

Date : June 24, 2009

RAHUL TOWNSHIP PVT. LTD.

AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the attached Balance Sheet of M/s Rahul Township Pvt. Ltd. as on March 31, 2009, Profit & Loss Account and Cash Flow Statement attached thereto for the year ended on that date. 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 the auditing standards generally accepted in Nepal. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion. Further we report that:

- a. We have obtained prompt replies to our queries and the explanations asked for.
- b. In our opinion, the Balance Sheet, Profit & Loss Account and the Cash Flow Statement are in compliance with the provisions of the Company Act, 2063 and are in agreement with the books of account maintained by the Company.
- c. In our opinion, the accounts and records of the Company have been accurately maintained in accordance with the law.
- d. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon, give a true and fair view;
 - i. In case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009
 - ii. In case of the Profit & Loss Account, loss of the Company for the year ended on that date, and
 - iii. In case of the Cash Flow Statement, the cash flows for the year ended on that date.
- e. In our opinion and to the best of our information and according to the explanations given to us, the Board of Directors or any employees of the Company have not acted contrary to legal provisions relating to accounts, nor committed any misappropriation or caused loss or damage to the Company.
- f. This report is issued by us, pursuant to specific request made by the Company, in regard to consolidation of the financial statements with the Parent Company.

For: **Deoki Bijay & Co.**
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 24, 2009

P.K. Swarnkar, FCA
Partner

RAHUL TOWNSHIP PVT. LTD.

BALANCE SHEET AS AT MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Capital & Liabilities			
Capital & Reserve Fund			
Share Capital	1	50,000.00	50,000.00
		<u>50,000.00</u>	<u>50,000.00</u>
Assets:			
Current Assets, Advances & Deposits:			
Project in Progress	2	2,77,69,577.00	2,66,19,627.00
Cash & Bank Balances	3	10,425.00	10,425.00
		<u>2,77,80,002.00</u>	<u>2,66,30,052.00</u>
Less: Current Liabilities:			
Other Payables	4	2,78,12,233.60	2,66,54,505.80
Net Current Assets		(32,231.60)	(24,453.80)
Profit & Loss Account		82,231.60	74,453.80
		<u>50,000.00</u>	<u>50,000.00</u>
Significant Accounting Policies & Notes to the Accounts	6		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

P. K. Swarnkar, FCA
Partner

Prabhu Krishna Pradhan
Accountant

Nirvana Kumar Chaudhary
Director

Place: Kathmandu, Nepal
Date : June 24, 2009

RAHUL TOWNSHIP PVT. LTD.

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Income		–	–
Less: Direct Expenses		–	–
Gross Profit		–	–
Administrative Expenses	5	7,777.80	41,000.00
Pre- Opeartin expenses w/off		–	29,425.80
Preliminary Expenses w/off		–	4,028.00
Net Profit /(Loss)		(7,777.80)	(74,453.80)
Income Tax		–	–
Profit/(Loss) after Tax		(7,777.80)	(74,453.80)
Profit brought forward from Last Year		(74,453.80)	–
Balance Carried to Balance Sheet		(82,231.60)	(74,453.80)

Significant Accounting Policies & Notes to the Accounts

6

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

Prabhu Krishna Pradhan
Accountant

Nirvana Kumar Chaudhary
Director

P. K. Swarnkar, FCA
Partner

Place: Kathmandu, Nepal
Date : June 24, 2009

**SCHEDULES FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED MARCH 31, 2009**

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
SCHEDULE -1		
SHARE CAPITAL		
Authorised:		
5000 Equity Shares of Rs. 100/- each	<u>5,00,000.00</u>	<u>5,00,000.00</u>
Issued:		
1000 Equity Shares of Rs. 100/- each	<u>1,00,000.00</u>	<u>1,00,000.00</u>
Subscribed & Paid Up:		
500 Equity Shares of Rs. 100/- each	<u>50,000.00</u>	<u>50,000.00</u>
	<u>50,000.00</u>	<u>50,000.00</u>
SCHEDULE -2		
PROJECT IN PROGRESS		
Land	<u>2,77,69,577.00</u>	<u>2,66,19,627.00</u>
	<u>2,77,69,577.00</u>	<u>2,66,19,627.00</u>
SCHEDULE -3		
CASH & BANK BALANCES		
Cash in Hand (As certified by Management)	-	-
Bank of Kathmandu Ltd.	<u>10,425.00</u>	<u>10,425.00</u>
	<u>10,425.00</u>	<u>10,425.00</u>
SCHEDULE -4		
OTHER PAYABLES		
Audit Fee Payable	2,462.50	4,250.00
Ansal Chaudhary Developers Pvt. Ltd.	<u>2,78,09,771.10</u>	<u>2,66,50,255.80</u>
	<u>2,78,12,233.60</u>	<u>2,66,54,505.80</u>
SCHEDULE -5		
ADMINISTRATIVE EXPENSES		
Audit Fee	2,500.00	5,000.00
Consultancy Expenses	3,740.00	36,000.00
Rent, Rates & Taxes	<u>1,537.80</u>	-
	<u>7,777.80</u>	<u>41,000.00</u>

RAHUL TOWNSHIP PVT. LTD.

SCHEDULE -6

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

A) SIGNIFICANT ACCOUNTING POLICIES:

1. Accounting Conventions:

The Financial Statements are prepared under historical cost convention on an accrual concept and are in accordance with Nepal accounting standards & others as applicable under prevalent laws of Nepal.

2. Project in Progress:

Land has been debited to Project in Progress Account.

B) NOTES TO THE ACCOUNTS :

1. The company's accounts closes on 15th July every year as per Prevalent Laws of Nepal, however, since these accounts are prepared for consolidation with the holding company, whose accounts closes on 31st March, these accounts are prepared for the period from 1st April, 2008 to 31st March, 2009.
2. Previous years figures have been regrouped/rearranged wherever necessary.
3. Schedules 1 to 6 form the integral part of Balance Sheet & Profit and Loss Account.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
(A) Cash Flow From Operating Activities:		
Net Profit/(Loss)	(7,777.80)	(74,453.80)
Preliminary Expenses w/off	-	4,028.00
Cash Flow Before changes in W/C	(7,777.80)	(70,425.80)
Increase in Current Assets	(11,49,950.00)	29,425.80
Increase in Current Liabilities	11,57,727.80	41,000.00
Net Cash Flow From Operating Activities	-	-
(B) Cash Flow from Investing Activities		
Preliminary Expenses	-	-
Project in progress	-	-
Net Cash Flow From Investing Activities	-	-
(C) Cash Flow from Financing Activities		
Increase in Share Capital	-	-
Net Cash Flow From Financing Activities	-	-
Total Cash Flow (A+B+C)	-	-
Opening Cash & Bank Balances	10,425.00	10,425.00
Closing Cash & Bank Balances	10,425.00	10,425.00

DIRECTORS' REPORT

Respected Shareholders

All shareholders have come to participate in person in this Annual General Meeting, so firstly, let me take this opportunity to welcome you all.

I assume that you are aware of the situation of the Company from the copies of profit & loss account, balance sheet and all other details of the business of the Company, etc. requiring adoption by this Annual Meeting that were forwarded to you for your information and perusal alongwith the notice of this meeting.

I would like to inform you that the Company is being operated amidst several problems, including security and the Company had to bear some loss in this F.Y. 2065/2066 (2008/2009) due to those problems. I presume it is also clear from the annual profit and loss account and balance sheet of the Company that were provided to you.

I would like to inform you that the business of the Company has been conducted as per the rules, and that no irregular activities have been committed by any employee in the business of the Company.

Your valuable suggestions will be considered in order to make the Company more competent in the years to come and seek your support as usual, I conclude my short speech here requesting all of you to make this Meeting successful.

For and on behalf of the Board of Directors

Sd/-

Nirvana Kumar Chaudhary

Chairman

Place : Kathmandu, Nepal

Date : June 24, 2009

AC SHELTER PVT. LTD.

AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the attached Balance Sheet of M/s AC Shelter Pvt. Ltd. as on March 31, 2009, Profit & Loss Account and Cash Flow Statement attached thereto for the year ended on that date. 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 the auditing standards generally accepted in Nepal. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion. Further we report that:

- a. We have obtained prompt replies to our queries and the explanations asked for.
- b. In our opinion, the Balance Sheet, Profit & Loss Account and the Cash Flow Statement are in compliance with the provisions of the Company Act, 2063 and are in agreement with the books of account maintained by the Company.
- c. In our opinion, the accounts and records of the Company have been accurately maintained in accordance with the law.
- d. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon, give a true and fair view;
 - i. In case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009.
 - ii. In the case of the Profit & Loss Account, of the Loss of the Company for the year ended on that date, and
 - iii. In case of the Cash Flow Statement, the cash flows for the year ended on that date.
- e. In our opinion and to the best of our information and according to the explanations given to us, the Board of Directors or any employees of the Company have not acted contrary to legal provisions relating to accounts, nor committed any misappropriation or caused loss or damage to the Company.
- f. This report is issued by us, pursuant to specific request made by the Company, in regard to consolidation of the financial statements with the Parent Company.

For: **Deoki Bijay & Co.**
Chartered Accountants

Place: Kathmandu, Nepal
Date : June 24, 2009

P. K. Swarnkar, FCA
Partner

BALANCE SHEET AS AT MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Capital & Liabilities:			
Capital & Reserve Fund			
Share Capital	1	50,000.00	50,000.00
Reserve & Surplus		2,62,951.94	2,64,451.94
		<u>3,12,951.94</u>	<u>3,14,451.94</u>
Assets:			
Current Assets, Loans & Advances:			
Project in Progress			
Advance & Deposits	2	3,97,742.92	4,00,740.42
Cash & Bank Balances	3	12,478.00	12,478.00
		<u>4,10,220.92</u>	<u>4,13,218.42</u>
Less: Current Liabilities:			
Other Payables	4	97,268.98	98,766.48
		<u>97,268.98</u>	<u>98,766.48</u>
Net Current Assets		3,12,951.94	3,14,451.94
Significant accounting policies & Notes to the Accounts	6		

*As per our attached report of even date*For : **Deoki Bijay & Co.**
Chartered AccountantsP. K. Swarnkar, FCA
PartnerPrabhu Krishna Pradhan
AccountantNirvana Kumar Chaudhary
DirectorPlace: Kathmandu, Nepal
Date : June 24, 2009

AC SHELTER PVT. LTD.

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Income		-	-
Less : Direct Expenses		-	-
Gross Profit		-	-
Less:			
Administrative & General Expenses	5	1,500.00	3,500.00
Net Profit/(Loss) for the Year		(1,500.00)	(3,500.00)
Profit up to Last Year		2,64,451.94	2,67,951.94
Transferred to Balance Sheet		2,62,951.94	2,64,451.94
Significant accounting policies & Notes to the Accounts	6		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants
P. K. Swarnkar, FCA
Partner

Prabhu Krishna Pradhan
Accountant

Nirvana Kumar Chaudhary
Director

Place: Kathmandu, Nepal
Date : June 24, 2009

**SCHEDULES FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED MARCH 31, 2009**

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
SCHEDULE -1		
SHARE CAPITAL		
Authorised		
5000 Equity Shares of Rs. 100/- each	5,00,000.00	5,00,000.00
Issued:		
1000 Equity Shares of Rs. 100/- each	1,00,000.00	1,00,000.00
Subscribed & Paid Up:		
500 Equity Shares of Rs. 100/- each	50,000.00	50,000.00
	50,000.00	50,000.00
SCHEDULE -2		
ADVANCES & DEPOSITS		
Advance Income Tax	95,791.48	95,791.48
Ansai Chaudhary Development Pvt.Ltd.	3,01,951.44	3,04,948.94
	3,97,742.92	4,00,740.42
SCHEDULE -3		
CASH & BANK BALANCES		
Balances at Everest Bank 00494 a/c	12,478.00	12,478.00
	12,478.00	12,478.00
SCHEDULE -4		
OTHER PAYABLES		
T.D.S. Payable	-	-
Audit Fee Payable	1,477.50	2,975.00
Provision for Income Tax	95,791.48	95,791.48
	97,268.98	98,766.48
SCHEDULE -5		
ADMINISTRATIVE EXPENSES		
Audit Fee	1,500.00	3,500.00
	1,500.00	3,500.00

AC SHELTER PVT. LTD.

**SCHEDULE -6
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS**

A) Significant Accounting Policies:

1. Accounting Conventions :

The financial statements are prepared under the historical cost conventions on an accrual concept and are in accordance with Nepal Accounting Standards and others as applicable laws prevalent in Nepal.

B) NOTES TO THE ACCOUNTS :

1. The company's accounts closes on 15th July every year as per Prevalent Laws of Nepal, however, since these accounts are prepared for consolidation with the holding company, whose accounts closes on 31st March, these accounts are prepared for the period from 1st April, 2008 to 31st March, 2009.
2. Previous years figures have been regrouped/rearranged wherever necessary.
3. Schedules 1 to 6 form the integral part of Balance Sheet & Profit & Loss Account.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
Cash Flow From Operating Activities:		
Net Profit as per Profit & Loss A/c	(1,500.00)	(3,500.00)
Operating Profit before changes in Working capital	(1,500.00)	(3,500.00)
Changes in Working Capital		
(Increase)/Decrease in Current Assets	2,997.50	5,525.00
Increase/(Decrease) in current Liabilities	(1,497.50)	(2,025.00)
Cash Flow from Operating Activities	—	—
Cash flow from Investing Activities		
Preliminary Expenses	—	—
Net Cash Flow From Investing Activities	—	—
Cash Flow from Financing Activities		
Increase in Share Capital	—	—
Net Cash Flow From Financing Activities	—	—
Total Cash Flow From All Activities	—	—
Opening Cash & Bank Balances	12,478.00	12,478.00
Closing Cash & Bank Balances	12,478.00	12,478.00

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

DIRECTORS' REPORT

Respected Shareholders,

All shareholders have come to participate in person in this Annual General Meeting, so firstly, let me take this opportunity to welcome you all.

I assume that you are aware of the situation of the Company from the copies of profit & loss account, balance sheet and all other details of the business of the Company, etc. requiring adoption by this Annual Meeting that were forwarded to you for your information and perusal alongwith the notice of this meeting.

I would like to inform you that the Company is being operated amidst several problems, including security and the Company had to bear some loss in this F.Y. 2065/2066 (2008/2009) due to those problems. I presume it is also clear from the annual profit and loss account and balance sheet of the Company that were provided to you.

I would like to inform you that the business of the Company has been conducted as per the rules, and that no irregular activities have been committed by any employee in the business of the Company.

Your valuable suggestions will be considered in order to make the Company more competent in the years to come and seek your support as usual, I conclude my short speech here requesting all of you to make this Meeting successful.

For and on behalf of the Board of Directors

Sd/-

Nirvana Kumar Chaudhary

Chairman

Place : Kathmandu, Nepal

Date : June 24, 2009

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

AUDITORS' REPORT TO THE SHAREHOLDERS

We have audited the attached Balance Sheet of M/s AC Infrastructure & Development Pvt. Ltd. as on March 31, 2009 Profit & Loss Account and Cash Flow Statement attached thereto for the year ended on that date. 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 the auditing standards generally accepted in Nepal. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion. Further we report that:

- a. We have obtained prompt replies to our queries and the explanations asked for.
- b. In our opinion, the Balance Sheet, Profit & Loss Account and the Cash Flow Statement are in compliance with the provisions of the Company Act, 2063 and are in agreement with the books of account maintained by the Company.
- c. In our opinion, the accounts and records of the Company have been accurately maintained in accordance with the law.
- d. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon, give a true and fair view;
 - i. In case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009
 - ii. In case of the Profit & Loss Account, loss of the Company for the year ended on that date, and
 - iii. In case of the Cash Flow Statement, the cash flows for the year ended on that date.
- e. In our opinion and to the best of our information and according to the explanations given to us, the Board of Directors or any employees of the Company have not acted contrary to legal provisions relating to accounts, nor committed any misappropriation or caused loss or damage to the Company.
- f. This report is issued by us, pursuant to specific request made by the Company, in regard to consolidation of the financial statements with the Parent Company.

For: **Deoki Bijay & Co.**
Chartered Accountants

Place : Kathmandu, Nepal
Date : June 24, 2009

P.K. Swarnkar, FCA
Partner

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

BALANCE SHEET AS AT MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Capital & Liabilities:			
Capital & Reserve Fund			
Share Capital	1	<u>50,000.00</u>	<u>50,000.00</u>
		<u>50,000.00</u>	<u>50,000.00</u>
Assets:			
Current Assets, Loans & Advances:			
Cash & Bank Balances	2	<u>10,400.00</u>	<u>10,400.00</u>
Other Advances	3	<u>14,747.00</u>	<u>17,312.00</u>
		<u>25,147.00</u>	<u>27,712.00</u>
Less: Current Liabilities:			
Other Payables	4	<u>985.00</u>	<u>2,550.00</u>
		<u>985.00</u>	<u>2,550.00</u>
Net Current Assets		24,162.00	25,162.00
Pre-Operative Expenses		–	–
Profit & Loss Account		25,838.00	24,838.00
		<u>50,000.00</u>	<u>50,000.00</u>
Significant accounting policies & Notes to the Accounts	6		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

Prabhu Krishna Pradhan
Accountant

Nirvana Kumar Chaudhary
Director

P. K. Swarnkar, FCA
Partner

Place: Kathmandu, Nepal
Date : June 24, 2009

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Schedule	Amount (Nepalese Rs.)	
		Current Year	Previous Year
Income		–	–
Less : Direct Expenses		–	–
Gross Profit		–	–
Less : Administrative & General Expenses	5	1,000.00	3,000.00
Profit/(Loss) from Operation		(1,000.00)	(3,000.00)
Less:			
Preliminary Expenses w/off		–	3,950.00
Pre-operating Expenses w/off		–	17,888.00
Net Profit/(Loss)		(1,000.00)	(24,838.00)
Profit/(Loss) upto last year		(24,838.00)	–
Transferred to Balance Sheet		(25,838.00)	(24,838.00)
Significant accounting policies & Notes to the Accounts	6		

As per our attached report of even date

For : **Deoki Bijay & Co.**
Chartered Accountants

Prabhu Krishna Pradhan
Accountant

Nirvana Kumar Chaudhary
Director

P. K. Swarnkar, FCA
Partner

Place: Kathmandu, Nepal
Date : June 24, 2009

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

**SCHEDULES FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED MARCH 31, 2009**

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
SCHEDULE -1		
SHARE CAPITAL		
Authorised:		
5,000 Equity Shares of Rs. 100/- each	<u>5,00,000.00</u>	5,00,000.00
Issued:		
1,000 Equity Shares of Rs. 100/- each	<u>1,00,000.00</u>	1,00,000.00
Subscribed & Paid Up:		
500 Equity Shares of Rs. 100/- each	<u>50,000.00</u>	50,000.00
	<u>50,000.00</u>	50,000.00
SCHEDULE -2		
CASH & BANK BALANCES		
Everest Bank Ltd., Pulchowk Branch	<u>10,400.00</u>	10,400.00
	<u>10,400.00</u>	10,400.00
SCHEDULE -3		
OTHER ADVANCE		
Ansal Chaudhary Developers (P) Ltd.	<u>14,747.00</u>	17,312.00
	<u>14,747.00</u>	17,312.00
SCHEDULE -4		
OTHER PAYABLES		
T.D.S. Payable	-	-
Audit Fee Payable	<u>985.00</u>	2,550.00
	<u>985.00</u>	2,550.00
SCHEDULE -5		
ADMINISTRATIVE EXPENSES		
Audit Fee	<u>1,000.00</u>	3,000.00
	<u>1,000.00</u>	3,000.00

AC INFRASTRUCTURE & DEVELOPMENT PVT. LTD.

SCHEDULE -6

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

A) Significant Accounting Policies:

1. Accounting Conventions:

The financial statements are prepared under the historical cost conventions on an accrual concept and are in accordance with Nepal Accounting Standards and others as applicable laws prevalent in Nepal.

B) NOTES TO THE ACCOUNTS :

1. The company's accounts closes on 15th July every year as per Prevalent Laws of Nepal, however, since these accounts are prepared for consolidation with the holding company, whose accounts closes on 31st March, these accounts are prepared for the period from 1st April, 2008 to 31st March, 2009.
2. Previous years figures have been regrouped/rearranged wherever necessary.
3. Schedules 1 to 6 form the integral part of Balance Sheet & Profit & Loss Account.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2009

Particulars	Amount (Nepalese Rs.)	
	Current Year	Previous Year
Net Profit / (Loss)	(1,000.00)	(24,838.00)
Add : Preliminary Expenses w/off	–	3,950.00
Pre-operating Expenses w/off	–	17,888.00
Cash Flow from Operating activities before changes in W/C	(1,000.00)	(3,000.00)
Cash Flow From Operating Activities:		
Decrease/ (Increase) in Current Assets	2,565.00	3,450.00
Increase/ (Decrease) in Current Liabilities	(1,565.00)	(450.00)
Net Cash Flow From Operating Activities	–	–
Cash Flow from Investing Activities		
Preoperative Expenses	–	–
Net Cash Flow From Investing Activities	–	–
Cash Flow from Financing Activities		
Increase in Share Capital	–	–
Net Cash Flow From Financing Activities	–	–
Total Cash Flow From All Activities	–	–
Opening Cash & Bank Balances	10,400.00	10,400.00
Closing Cash & Bank Balances	10,400.00	10,400.00



ATTENDANCE SLIP

ANSAL BUILDWELL LTD.

Regd. Office : 118 UFF, Prakashdeep Building, 7, Tolstoy Marg, New Delhi - 110 001

Folio No.	DP. ID. No.*	Client ID No. *
		No. of Shares held
NAME(S) AND ADDRESS OF THE MEMBER(S)		

I/We hereby record my/our presence at the Twenty Fifth Annual General Meeting held at Sri Sathya Sai International Centre and School, Lodhi Road, Institutional Area, Pargati Vihar, New Delhi - 110 003 on Thursday, the 24th September, 2009 at 3.00 P.M.

SIGNATURES OF THE MEMBER(S) OR PROXY/PROXIES PRESENT

Please fill up your folio No. / DP. Id No./Client Id No. Name & Address and sign this attendance slip and handover at the entrance of the meeting hall. Only member(s) or their proxies with this attendance slip will be allowed entry to the meeting. ABOVE SIGNATURE SHOULD TALLY WITH THE SPECIMEN SIGNATURE REGISTERED WITH THE COMPANY.

—Tear Here—

PROXY FORM

ANSAL BUILDWELL LTD.

Regd. Office : 118 UFF, Prakashdeep Building, 7, Tolstoy Marg, New Delhi - 110 001

Folio No.	DP. ID. No.*	Client ID No. *
		No. of Shares held

I/We.....of.....
in the district of.....being a member/members of
Ansal Buildwell Limited hereby appoint.....in the district
of.....or failing him/her.....
of.....in the district of.....
as my/our Proxy to attend and vote for me/us and on my/our behalf at the Twenty Fifth Annual General Meeting of the Company
to be held on Thursday the 24th September, 2009 at 3.00 P.M. and at any adjournment thereof.

As witness my hand/our hands this.....day of.....2009.

Signed by said



* Applicable for shareholder(s) holding shares in electronic form.

- NOTES :**
- (a) The Form should be signed across the stamp as per specimen signatures registered with the Company.
 - (b) The proxy form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the aforesaid meeting.



EATABLES, BRIEF CASES AND HAND BAGS WILL NOT BE ALLOWED INSIDE THE MEETING HALL.

**ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORM FOR PAYMENT OF DIVIDEND
(FOR EQUITY SHARES HELD IN PHYSICAL FORM ONLY)**

To,
Share Department
Ansal Buildwell Ltd.
118, UFF, Prakashdeep,
7, Tolstoy Marg,
New Delhi - 110 001

Registered Folio No.	ECS Ref. No. (for office use only)
Name of First holder	
Bank Name	
Branch Address	
Bank Account No. (as appearing in the Cheque book)	<input type="text"/>
Bank Account Ledger Folio No., if any	
Account Type (Please tick the option)	Savings <input type="checkbox"/> Current <input type="checkbox"/> Cash Credit <input type="checkbox"/>
MICR Code	<input type="text"/> <input type="text"/> (9 digits Code Number appearing on the MICR Band of the cheque supplied by the Bank) Please attach a photocopy of a cheque or a blank cheque of your Bank Branch duly cancelled for ensuring accuracy of the Bank's Name, Branch and Code Number.

I, hereby, declare that the particulars given above are correct and complete. If the payment transaction is delayed or not effected at all for any reasons including but not limited to incomplete or incorrect information supplied above, Ansal Buildwell Limited will not be held responsible. I unequivocally agree to avail the ECS facility provided by RBI, as and when implemented by RBI/Ansal Buildwell Ltd.

I, further undertake to inform the Company of any subsequent change(s) in the above particulars.

Place :

Date :

(Signature of First holder)

NOTES :

- (1) Please fill in the information in CAPITAL LETTERS in ENGLISH LANGUAGE ONLY.
- (2) In case of shareholders holding the equity shares in demat form, the shareholders are requested to provide the details to NSDL/CDSL, as the case may be through their respective depository participants. Shareholders are also requested to note that changes, if any, intimated by the Demat Account holders directly to the Company will not be considered.