

# Ajmera Realty & Infra India Limited

23rd Annual Report 2009-2010



Built on trust







Ajmera Aeon  
Bhakti Park, Mumbai





- Flagship company of Ajmera Group
- Backed with the legacy of impeccable quality, experience & trust of the Ajmera brand
- Expanding its presence overseas
- Catering to mid and hi-end housing segments
- Plans on the anvil to extend offerings in the affordable segment
- Established a pan India presence with a focus on the financial capital of India - Mumbai

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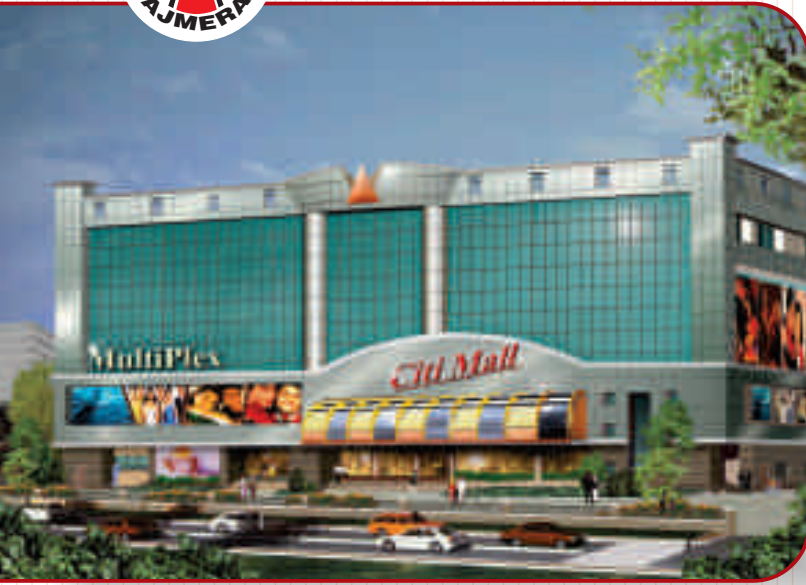


Bhakti Park - Mumbai





# innovative & pioneering



Built Asia's largest township in Mira Road, Mumbai

Spread over 275 acres, this township houses 600 buildings and 15,000 dwelling apartments

Built Mumbai's first Multiplex-Citymall

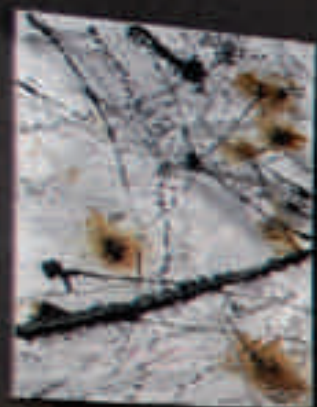
A landmark on Andheri Link Road

Conceptualised and acted as facilitators for India's first Dome Theater - IMAX in Wadala, Mumbai

Built Mumbai's largest private garden at Wadala

Lush green lawns on sprawling 25 acres of land

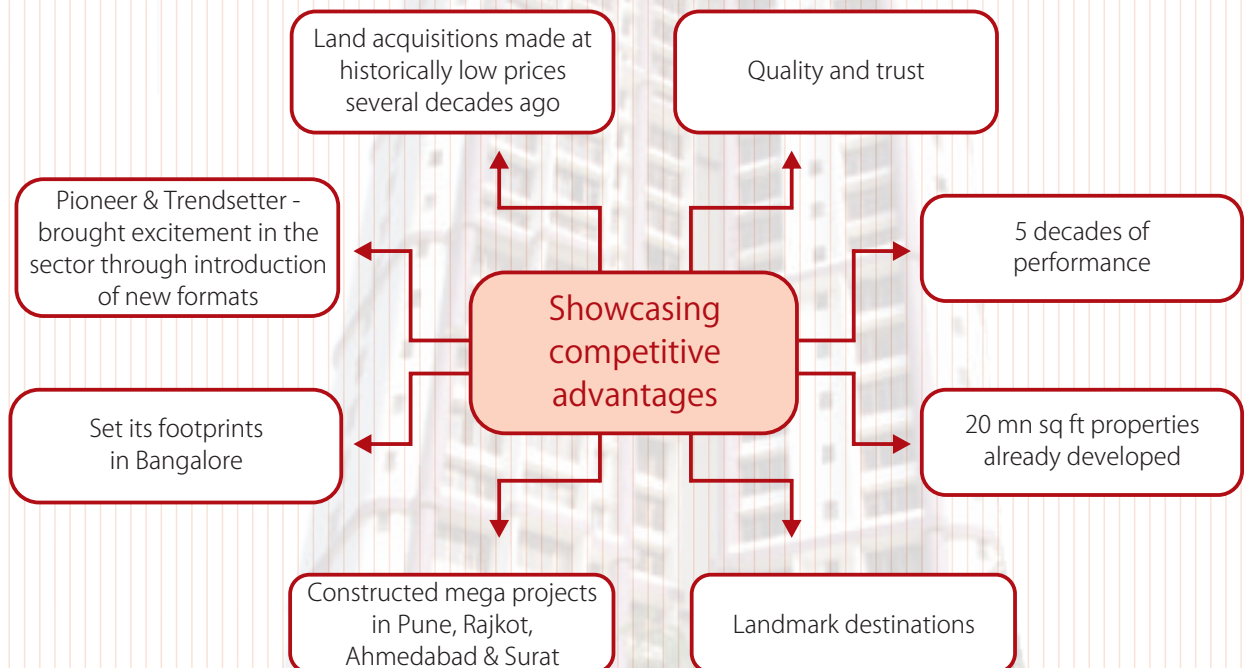








# the ajmera group proposition



Ajmera Summit  
Kalina - BKC, Mumbai

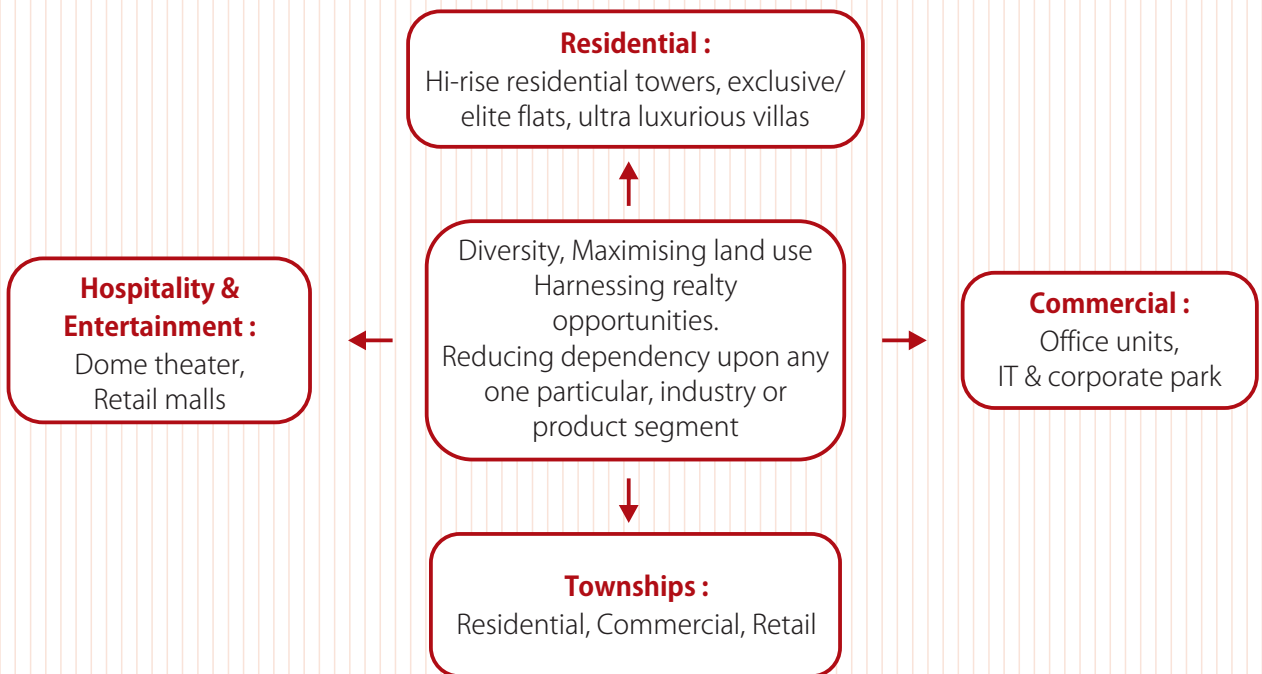






- Strong execution prowess and capability:
- Constructed and delivered more than 1 mn sq ft in a year's time in the manual era. This exhibits its execution prowess in today's mechanised era
- Appoints the best architectural, structural, design, town planning and landscape consulting firms to lend a unique look & finish to the projects
- Deploy quality construction material & modern technology for all projects
- Impeccable track record of quality orientation and timely completion of projects

## PRODUCT DIVERSITY





Bhakti Park - Mumbai

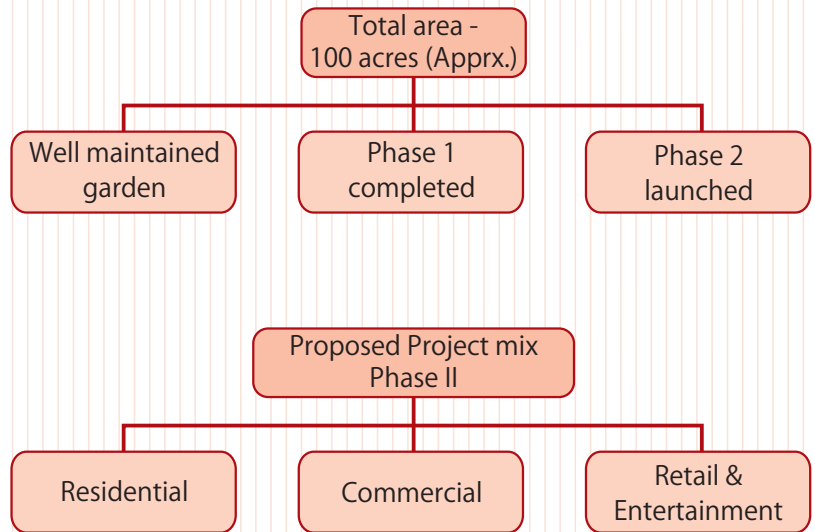


Bhakti Park - Mumbai





# key projects



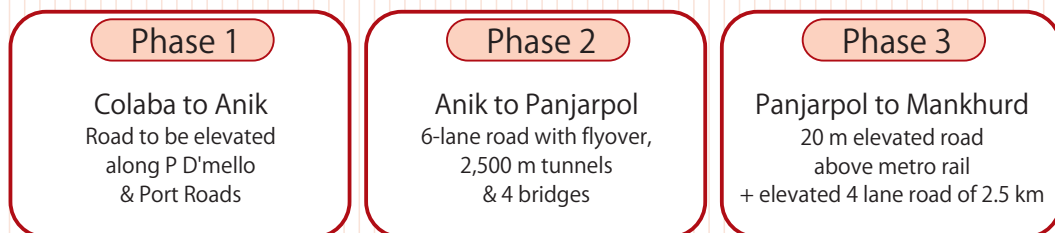
## Location USP

- Witnessing complete transformation in terms of connectivity which would enable it to be well connected to the city's northern and southern pockets
- And this is how:

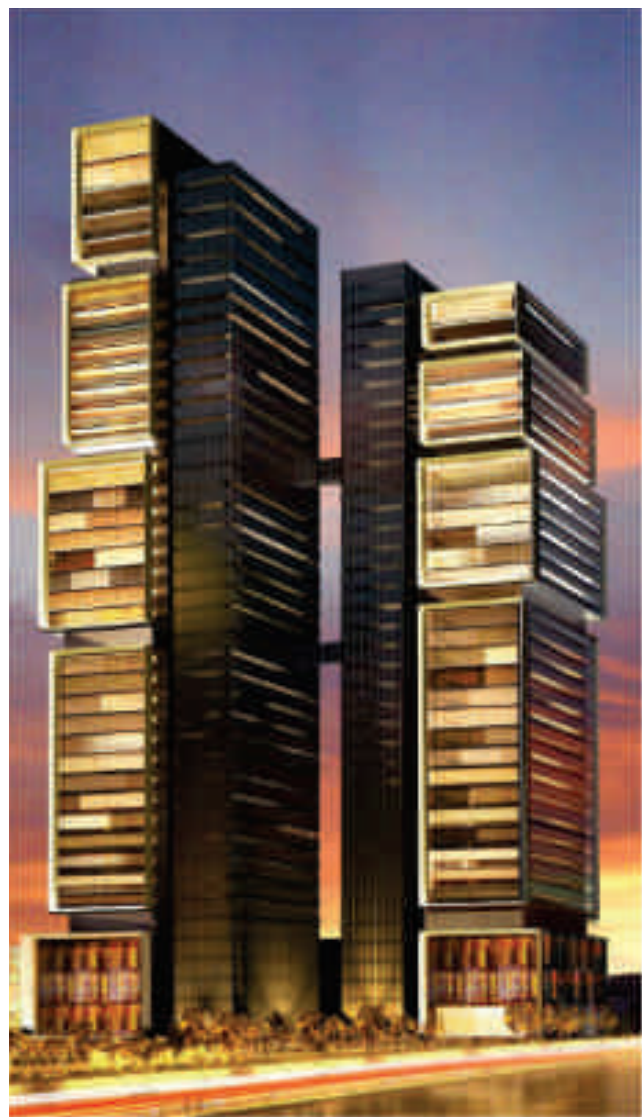
### 1. Monorail connectivity

- The first monorail of Mumbai shall be passing via Bhakti Park
- The monorail corridor would comprise Jacob Circle – Bhakti Park – Wadala – Chembur
- Acknowledging the scale of the project there is a station named Bhakti Park.

### 2. Major infrastructure development on the Eastern Corridor by MMRDA



- Will be developed in 3 phases
  - Completion of this infrastructure development would result in a no signal belt from Sion to VT
  - Travel time from VT to Sion would be just 25-30 minutes
3. Connectivity to Bandra Kurla Complex (BKC) via bridge under planning stage
  4. Chembur – Santacruz Link Road approaching completion which will further enhance connectivity to the western suburbs







## KANJURMARG, CENTRAL MUMBAI

### Proposed Project mix

- Hi-end residential apartments
- Elite offices
- Retail spaces
- Entertainment
- Hospitality
- Education

### Location USP

- Kanjurmarg is undergoing transformation from a quaint suburb to a lifestyle destination
- Located in the heart of Mumbai, Kanjurmarg is one of the most sought after 'business districts'
- Ideally located at the main junction of the Eastern Express Highway and Jogeshwari-Vikroli
- Located approx. 10 kms from the international airport, 8 kms from the domestic airport and 1/2 km from Kanjurmarg railway station
- Within easy distance from 5-star hotels like the Renaissance, The Inter-Continental, The Leela, Grand Hyatt and Grand Maratha Sheraton
- Along with entertainment, the suburb is well-connected and self-sufficient in terms of facilities such as schools and colleges
- Located on the Central line and enjoys good connectivity to both Harbour as well as Western lines
- Large shopping arcades, trendy eating joints and other entertainment options are merely a short walk away Kanjurmarg has seen all-round growth with increasing standards of living, better opportunities, favourable residential options and more

# key projects

## AJMERA GREEN ACRES, BANGALORE

The project offers 7 blocks featuring 2,3 & 4 BHK units.

### Location USP

- Located on the 4-lane Bannerghatta Road, within easy commuting distance from the city

## AJMERA INFINITY, BANGALORE

- Comprises residential apartments in 1, 2 & 3-bedroom options in a complex sprawled over 86% open space.

### Location USP

- Located in the Electronic City on Hosur Road, the project provides smooth accessibility on the ongoing elevated road, within easy distance from Hosur, Sarjapur and Whitefield corridors.
- Within easy distance of educational institutions, healthcare, entertainment & shopping facilities.

## AJMERA SUMMIT, KALINA - BKC, MUMBAI

- High end commercial space to be developed by the company in joint venture agreement where the Company holds 36% share

### Location USP

- Adjoining to the Bandra Kurla Complex on Kalina Road
- Kalina, is fast developing as an extension of Bandra Kurla Complex
- Enjoy good connectivity as it is conveniently in the center of the city
- Close proximity to the Domestic and International Airport, Western Express Highway and Bandra-Kurla Complex







## MANAMA, BAHRAIN

Ajmera group and Mayfair housing joined hands in 2007 for expanding its presence within India and internationally and established Ajmera Mayfair Global Realty WLL (AMGR), in Bahrain. As a first step in this strategic expansion plan, AMGR has acquired a key land zone in the futuristic Bahrain Bay development.

**Bahrain Bay** - Located right at the heart of Bahrain's central commercial district next to the world trade center and Bahrain Financial Harbor, Bahrain Bay is a master planned community with set guidelines for a synergistic development of residential, commercial and cultural spaces within it.

**The architect** - SOM (Skidmore, Owing & Merrill.LLP) the architects for the "Burj Dubai", the world's tallest tower, has now envisioned an enlivened residential and social center in Bahrain Bay. The soaring contemporary masterpiece will embody all of the necessary elements to create a life of both luxury and leisure. The Ajmera Mayfair tower is being conceptualized as one of the few signature projects by SOM

**The Project** - Situated on the only land parcel that boasts of 360°unobstructed views towards the open sea, canal promenade and four seasons hotel, the project is being envisioned within a land area of 5300 sq m. Standing at the gateway to Bahrain Bay and comprising of close to 500 high end apartments, Ajmera Mayfair's development will be an enduring symbol for the island. A signature expression of ultra-contemporary residences designed with extensive services that will not only inspire but also live beyond residents expectations. It will become the quintessential social core of Bahrain Bay and Manama for a life style experience to rival any in the world. Boasting of state of the art sports and social amenities along with delicately designed apartments, It is our vision that the AMGR tower becomes a created landmark within Manama, an enduring symbol of Ajmera group's global presence and capabilities.



Dear Shareholders,

It gives me immense pleasure to welcome you all at the 23rd Annual General Meeting of the Company. Last year was a challenging one for us and the Realty Sector. In the backdrop of volatile business environment due to global depression and meltdown which started off as a US real estate crisis percolated deep and hit the US financial system crippling global financial system as well. In India the crisis started off as a financial system crisis which quickly hit the real estate market.

The real estate boom that slowed down in 2008 upset the real estate players and property investors with the onset of 2009. Much against the expectations, the trend did not last long. From the third quarter, there were clear signs of realty revival as demand hardened and brought the much needed relief to the real estate players.

The timely dosage of stimulus packages has helped the Indian Economy to revive and registered positive moderate growth. The Indian Economy closed the year with positive nod despite business confidence index being low and withdrawal of foreign funds. In fact the Asia-Pacific region is clearly leading the global recovery. The Economic Growth of 7.5% in the backdrop of recent crisis is certainly commendable.

The Real Estate sector of India is making its way out of the downturn. The crisis has provided the opportunity of introspection and the sign of learning is quite visible and apparent. The IMF has predicted that the developed economies are expected to grow by less than 1.5% as against the Indian economy which is expected to grow by over 7%. It is also expected that FDI in the Real Estate sector will increased to US\$ 25 billion in the next 10 years from present US\$ 4 billion.

Real Estate sector had been the fastest growing sector in India prior to crisis and now with the positive sign of recovery it is the opportune time to address the issues that will boost the growth. The sector has potential of achieving sustainable growth with the development penetrating pan India and attracting planned outlet due to its ability of generating mass employment.

Under this environment, it has become imperative that we as an individual operator in this fast growing sector consolidate our fundamentals and emerge as a force to reckon with. The sector is promising high return and sustainable growth is evident from the fact that it is attracting many large corporate houses having deep pockets.

Over a period of five decades, the group has won the confidence of the market. The customers trust the Group as the preferred Properties Developers, leading the Sector in terms of quality and reliability. The Group is recognized by the market as the best source of quality housing.

We are one of the Realty Majors focusing on customers, our people, growth, innovation and efficiency. All of these elements will drive bottom line success.

We strive to provide high-quality, cost effective, easy to own Homes that incorporate contemporary designs.

We aim to expand our locations both domestic and overseas by being the most profitable property developer company to achieve efficiency and low costs. Also, to be a company that offers the property possibly for each and every customer and thereby to become the most successful and respected Realty operator in the market.





We want to be the most customer centric company to provide a place where people can come to find and discover anything they might want to buy and own.

The group with innovative approach together with strong execution capabilities and modern technology coupled with contemporary design and material lends a unique look & finish to all its projects ensuring success for all its mega projects. The hi-end residential properties built by the Ajmera brand epitomize excellence and elegance packaging the best amenities & facilities money can buy.

The Company enjoys a strong presence in Mumbai and is aiming to grow its presence in Tech cities like Bengaluru and Pune. The Company has launched new Phase II at Bhakti Park, Wadala, Mumbai adjacent to the proposed Mono Rail Station which will provide excellent connectivity upto South Central Mumbai. The Kanjurmarg Project, which will be the part of upcoming CBD in Central Suburbs, is likely to be the most sought after location, will get regulatory clearances by this year end. The Company is also spreading its wing across Western India in the cities such as Ahmedabad, Rajkot and Pune.

Moving forward, by virtue of enjoying a high liquidity position the Company is exploring opportunities to venture into promising Tier II cities where fundamental demand for quality construction (residential and commercial spaces) is growing.

The Company will continue to acquire and develop quality properties based on realistic values for its own investment affiliates as well as its joint venture partners. These real estate activities will take place in selected targeted submarkets generally throughout India especially in tier II cities and Metros, and those activities will focus on fewer, usually larger properties that take advantage of unique opportunities.

Superior Quality, Detail and Perfection are the standards that we demand throughout the projects – from residential to commercial to retail. The experience of owning a Ajmera property and living the lifestyle is unparalleled. One can see the touch of the Ajmera brand in every aspect of the properties that bear its name – from the design driven, cutting edge facades created in collaboration with the world's best architects.

Business is not just about looking down at the bottom line – it is also about looking up at the horizon. The success of our three year strategy requires us to build on these foundations by focusing on the housing and re-development market and driving efficiency and effectiveness.

Your Company is now very well positioned to meet the challenges of the future and also seize any business opportunity that comes its way. With the powerful differentiation indicated above and a diverse project base across geographies, coupled with the high liquidity and gearing ability, I am sure that the company will continue to consolidate and grow in the years to come.

I thank you all for your ongoing support in our journey so far. As we progress and grow, I look forward to your continued support in future.

Warm Regards,

**C S Ajmera**

**Chairman & Managing Director**

## Board of Directors

Shri Chhotalal S. Ajmera  
Chairman & Managing Director

Shri Rajnikant S. Ajmera  
Managing Director

Shri Ishwarlal S. Ajmera  
Whole-Time Director

Shri Jagdish J. Doshi  
Director

Shri Ambalal C. Patel  
Director

Shri Ashok U Katra\*  
Director (Nominee)

\*(upto 30th June, 2009)

Shri Jitendra Anandpara\*\*  
Director

\*\* (w.e.f. 18th January, 2010)

## Assistant Company Secretary

Shri Hiresh Dhakan

## Bankers

HDFC Ltd.  
Kotak Mahindra Bank Ltd.  
Dena Bank

## Auditors

M/s. V. Parekh & Associates

## Solicitors

M/s. Pandya & Poonawala  
M/s. Desai & Diwanji  
M/s. K. Ashar & Company

## Registered office

"Citi Mall",  
Link Road, Andheri (West),  
Mumbai - 400 053, India

## Registrar & Share Transfer Agent

Sharex Dynamic (India) Pvt. Limited,  
Unit 1, Luthra Industrial Premises,  
Andheri-Kurla Road, Safed Pool, Sakinaka,  
Andheri (East), Mumbai - 400 072

## 23rd Annual General Meeting

**Date** : 29th September, 2010

**Day** : Wednesday

**Time** : 11.00 A.M.

**Place** : The Classique Club, Raheja Classique, Andheri Link Road,  
Andheri (West), Mumbai – 400053

**Book Closure** : Thursday, 23rd September, 2010 to Wednesday, 29th September, 2010  
(both days inclusive)





## Notice

**NOTICE** is hereby given that the Twenty-Third Annual General Meeting of the Shareholders of Ajmera Realty & Infra India Limited will be held on Wednesday, September 29th, 2010 at 11.00 A.M. at The Classique Club, Raheja Classique, Andheri Link Road, Andheri (West), Mumbai – 400053 to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2010 and the Profit and Loss Account ended on that date and the Report of Auditors and Directors thereon.
2. To declare dividend.
3. To appoint a Director in place of Shri Jagdish J Doshi, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** M/s. V Parekh & Associates, Chartered Accountants, Mumbai, be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration to be decided by the Board in addition to out of expenses as may be incurred by them during the course of the Audit.”

### SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED** that Shri Jitendra Anandpara, who was appointed with effect from 18.01.2010 as a Director of the Company and holds office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

6. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED** that pursuant to Section 31 and other applicable provisions of the Companies Act, 1956 for the time being in force, the Articles of Association of the Company be and is hereby amended in a manner provided herein as under:

- I. Replacing the existing Article 114 (1) by the following Article numbered as 114 (1)

- 114 Subject to the provisions of Section 198,309,310 and 311 of the Act, the remuneration payable to the Directors of the Company shall be as hereinafter provided.

- (1) Subject to the provisions of the aforesaid Sections, each of the Directors of the Company (inclusive of the Chairman) shall be entitled to payment of a sum not exceeding Rs. 20,000/- (Rupees Twenty Thousand only) for each meeting of the Board or of one or more Committees of the Board attended by him or such higher sum as may be prescribed and/or permitted under the Act and the Rules made thereunder and the Directors may agree to accept from time to time. The Directors including members of a Committee of Directors shall be paid such further remuneration if any, either on the basis of percentage of the net profits of the Company or otherwise as the Company in General Meeting shall from time to time determine and such further remuneration shall be divided amongst the Directors in such proportion and manner as the Board may from time to time determine, and in default of such determination, shall be divided equally amongst the Directors.

- II. Re-numbering the existing Article 125 as 125 (1) and inserting the following new Article to be numbered as 125 (2) after the Article 125 (1):

- 125 (2) The Board Meeting can also be held by means of video conferencing, telephonic presence, tele-conferencing, online communication or any other electronic mode as may be permitted under the prevailing law for the time being in force.”

By Order of the Board of Directors for  
**AJMER REALTY & INFRA INDIA LTD.**

**RAJNIKANT S. AJMERA**  
**MANAGING DIRECTOR**

Place : Mumbai,  
Date : 30th July, 2010  
**Registered Office:**  
“Citi Mall”, Link Road,  
Andheri (W), Mumbai – 400 053.

**NOTE:**

**I.A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF OR HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

II. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

**III. The Register of Members and Share Transfer Books of the Company will remain closed for Seven days from Thursday, 23rd September 2010 to Wednesday, 29th September 2010 (both days inclusive).**

IV. The dividend as recommended by the Board of Directors, upon declaration by the members at the 23rd Annual General Meeting, shall be paid to those members, whose names appear on the Register of Members of the Company on Wednesday, 22nd September, 2010.

V. The relative Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 in respect of business under Item No. 5 & 6, set out above and details under clause 49 of the Listing Agreement with the Stock Exchanges in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting are annexed hereto.

VI. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during the office hours on all working days except Sundays between 11.00 a. m. and 1.00 p. m., up to the date of the ensuing Annual General Meeting.

VII. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is

higher in order of the names will be entitled to vote.

VIII. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company Secretary for further particulars. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.

IX. Members are requested:

a to notify any change in their addresses to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID no. and to Sharex Dynamics (India) Private Limited – Registrar and Transfer Agent (RTA) or to the Company in respect of their physical shares quoting their folio numbers;

b to write to RTA to enable them to consolidate their holdings in one folio, who are not opting for depository and are holding Shares in identical order of names in more than one folio;

c to write to the Company at an early date so as to enable the Management to keep information ready, who are desiring any information as regard to accounts;

d to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting, who hold Shares in dematerialized form;

e to bring their copies of the Annual Reports to the Meeting.

X. In terms of Section 109A of the Companies Act, 1956, the Shareholder(s) of the Company may nominate a person on whom the Shares held by him/them shall vest in the event of his/their death. Shareholder(s) desirous of availing this facility may submit nomination in Form 2B.





## EXPLANATORY STATEMENT

As required by Section 173 (2) of the Companies Act, 1956, the following Explanatory Statements set out all material facts relating to the business under Item Nos. 5 & 6 of the accompanying Notice dated 30th July, 2010.

### ITEM NO. 5

Shri Jitendra Anandpara has been appointed at the meeting of the Board of Directors held on 18th January, 2010 as an additional Director (Independent) of the Company liable to retire by rotation. Pursuant to the provisions of Section 260 of the Companies Act, 1956, Shri Jitendra Anandpara holds office upto the date of the Annual General Meeting.

Pursuant to Section 257 of the Companies Act, 1956, a notice has been received from a Member signifying his intention to propose the appointment of Shri Jitendra Anandpara as Director of the Company at the ensuing Annual General Meeting along with a deposit of Rs. 500/-. Hence, necessary resolutions are placed before the Meeting for Members' approval.

None of the Directors of your company except Shri Jitendra Anandpara is interested in this resolution.

Your Directors recommend passing of this resolution.

### ITEM NO. 6

- I. This enabling amendment to the Article is in conformity with the provisions of Section 310 of the Act and accordingly, the Article no. 114 (1) of the Articles of Association of the Company is proposed to be amended.
- II. This enabling provision is proposed to be incorporated in the Articles of Association so that as and when the law permits, the Board can hold the meeting through tele and video conferencing.

By Order of the Board of Directors  
For **AJMERA REALTY & INFRA INDIA LTD.**

**RAJNIKANT S. AJMERA**  
**MANAGING DIRECTOR**

Place : Mumbai  
Date : 30th July, 2010  
**Registered Office:**  
"Citi Mall", Link Road,  
Andheri (W), Mumbai – 400 053.

### INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT

As required under the Listing agreement, the particulars of Director who are proposed to be appointed / re-appointed are given below:

<b>A</b>	<b>Name</b>	<b>Shri Jagdish J Doshi</b>
	Date of Birth	26th February, 1931
	Date of Appointment / Period	20th January, 1992
	Expertise in specific functional area	Involved in the development of Steel Industry for more than five decades.
	Qualifications	M. S. (Illinois), D. I. C. (London), B. E. (Hons.) Bombay, P. Eng. ( Ontario, Canada), Consulting Engineer.
	Listed / Unlisted Public Companies in which outside Directorship held as on 31 <sup>st</sup> March, 2010	Super Stainless and Hi Alloys Limited Four Seasons Marine & Air Services Limited Co-Nick Alloys (India) Limited Shree Precoated Steels Limited
	Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 31 <sup>st</sup> March, 2010	Shree Precoated Steels Limited
<b>B</b>	<b>Name</b>	<b>Shri Jitendra Anandpara</b>
	Date of Birth	26th May, 1951
	Date of Appointment / Period	18th January, 2010
	Expertise in specific functional area	Shri Anandpara is a Chief Life Insurance Advisor (CLIA). He is in insurance industry since 1973.
	Qualifications	Graduate in Commerce from Mumbai University and DLIM from Pune.
	Listed / Unlisted Public Companies in which outside Directorship held as on 31 <sup>st</sup> March, 2010	None.
	Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 31 <sup>st</sup> March, 2010	None.





## Directors' Report

To,

The Members,

Your Board of Directors have pleasure in presenting the **TWENTY THIRD ANNUAL REPORT AND AUDITED ACCOUNTS** of the Company for the year ended on 31<sup>st</sup> March, 2010.

### FINANCIAL HIGHLIGHTS

(Rs. in Lakhs)

	2009- 10	2008- 09
<b>Turnover Gross</b>	2357.25	5105.38
<b>Profit before Interest, Depreciation &amp; Taxation</b>	1488.75	2662.15
Less: Interest	98.71	590.72
Profit before Depreciation & Taxation	1390.04	2071.43
Less: Depreciation	21.54	16.74
<b>Profit before Taxation</b>	1368.50	2054.69
Provision for Taxation	232.64	236.19
<b>Profit after Tax</b>	1135.86	1818.50
Less: Adjustment in respect of Previous Year	-	-
<b>Net Profit</b>	1135.86	1818.50
Add: Balance in P & L Account B/F	16902.37	15083.87
<b>Balance carried to Balance Sheet</b>	18038.23	16902.37

### OPERATIONS

During the year under review, the Company has achieved Sales Turnover of Rs.2357.25 Lakh with Net Profit of Rs.1135.86 Lakh.

The historic land acquisition cost, ready project, world-class construction and deliverance on time has helped company to become one of the leading player in the industry.

The Company has acquired 36% stake in Ultra Tech Property Developers Private Limited which is holding land Kalina, Santacruz, adjacent to BKC and is having potential of development of approx 40,000 Sq. Ft. Civil work has already been commenced.

### DIVIDEND

Your Directors are pleased to recommend a dividend of 11% (Rs.1.10 per equity share of Rs.10 each), subject to the approval by the Shareholders at the forthcoming Annual

General Meeting. The total amount of dividend payout will be Rs.3.90 crore, 34.51% of profit for the year against a payout of Rs.3.90 crore, 21.45% of profit in the previous year. The Register of Members and Share Transfer Register shall remain closed during the period 23rd September, 2010 to 29th September, 2010 (both days inclusive) for the purpose of Annual General Meeting and for payment of dividend. The dividend, if approved at the Annual General Meeting, will be payable to members whose names appear on the Register of Members of the Company on close of business as on 22nd September, 2010.

### SUBSIDIARIES

As on 31st March, 2010 Company had three subsidiaries viz. Jolly Brothers Pvt. Limited, Ajmera Estate (Karnataka) Private Limited and Ajmera Mayfair Global Realty W.L.L. A statement pursuant to Section 212 of the Companies Act, 1956 is set out as Annexure-1 to this report.

## DIRECTORS

In the financial year 2009 -10, Industrial Development Bank of India Limited has withdrawn its nominee Mr. Ashok U Katra from the Board of the Company w.e.f. 1st July, 2009.

The Board of Directors have appointed Shri Jitendra Anandpara as an additional director of the Company at their meeting held on January 18, 2010.

Shri Jagdish J Doshi, Director retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment.

Brief resume of the Directors proposed to be re-appointed, nature of their experience in specific functional areas, names of the companies in which they hold directorship and membership/chairmanship of Board Committees, shareholding and relationship between Directors inter-se, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Notice for convening the Annual General Meeting.

## GROUP

Persons constituting group coming within the definition of "group" for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 are set out as Annexure-2 of this report.

## DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representations received from the operating management, confirm that: -

- I. in the preparation of the annual accounts for the Financial Year ended 31 March 2010, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- II. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit & Loss of the Company for the year ended under review;
- III. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing & detecting fraud and other irregularities; and

- IV. the Directors had prepared the annual accounts of the Company for the financial year under review on a going concern basis.

## LISTING

The Company's equity shares are presently listed with Bombay Stock Exchange Ltd (Code - 513349) and National Stock Exchange of India Limited (Code – AJMERA).

## CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with BSE & NSE, Management Discussion and Analysis, Corporate Governance Report, Auditors' Certificate regarding compliance of conditions of Corporate Governance and CEO Certificate on Code of Conduct is made as a part of the Annual Report.

## CONSOLIDATED FINANCIAL STATEMENTS

As required under 'Accounting Standard 21-Consolidated Financial Statements' read with Accounting Standard 23 on Accounting for Investments in Associates, the Company is providing the audited consolidated financial statements in the Annual Report incorporating the results of the subsidiary companies.

## AUDITORS

The Company's Auditors, M/s. V. Parekh & Associates, Chartered Accountants, retire as Auditors of your Company at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have indicated their willingness to accept reappointment and have further furnished necessary Certificate in terms of Section 224 (1B) of the Companies Act, 1956.

The Audit Committee has considered and recommended the reappointment of M/s. V. Parekh & Associates, Chartered Accountants, Mumbai, as Statutory Auditors of the Company, to the Board of Directors. Your Directors have accepted the recommendation and recommend to the shareholders the re-appointment of M/s. V. Parekh & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the Company.

## AUDITORS' REPORT

The observations made by the Auditors in their Report referring to the Notes forming part of the Accounts are self-explanatory and therefore, do not require any further comments under Section 217(3) of the Companies Act, 1956.





### PARTICULARS OF THE EMPLOYEES

During the year, no employee of the Company was in receipt of remuneration exceeding the sum prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

### ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 217 (1) (e) of the Companies Act, 1956 and the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy, technology absorption are not applicable to the Company. The transaction involving foreign exchanges during the year are given as Annexure-3 of this report.

### HUMAN RELATIONS

During the year employee relations continued to be cordial and harmonious at all levels and in all divisions of the Company. There was a total understanding of the Management objectives by the workers. The Company has consistently tried to improve its HR policies and processes so as to acquire, retain & nurture the best of the available talent in the Industry.

### FIXED DEPOSITS

During the year under review, your company has not accepted or renewed any fixed deposit from the public.

### ACKNOWLEDGMENT

The Board of Directors wishes to thank the Central Government, State Governments, RBI, SEBI, The Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Ltd. (NSE) for their co-operation in various spheres of your Company's functions. The Board of Directors expresses its gratitude for the co-operation extended by the Financial Institutions / Term Lenders like Dena Bank, HDFC Bank, Kotak Bank and Axis Bank for their support.

Your Directors thank all the shareholders of the Company, its clients and investors for their support during the year and look forward to their continued support in the years to come.

Your Company has also gained considerably from the sincere and devoted services rendered by its employees at all levels. The Board of Directors wishes to place on record its appreciation of their efforts in enhancing the image of your Company..

By order of the Board of Directors  
For AJMERA REALTY & INFRA INDIA LTD

Date: 30th July, 2010  
Place: Mumbai

C S AJMERA  
Chairman & Managing Director

## Annexures to the Directors' Report

### Annexure-1

STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT 1956, RELATING TO COMPANY'S INTEREST IN SUBSIDIARY COMPANIES FOR THE FINANCIAL YEAR 2009-10			
Name of the Subsidiary Company	Jolly Brothers Pvt. Ltd	Ajmera Mayfair Global Realty W.L.L.	Ajmera Estates (Karnataka) Pvt Ltd
1 The Financial Year of the Subsidiary Companies ended on	31 <sup>st</sup> March, 2010	31 <sup>st</sup> March, 2010	31 <sup>st</sup> March, 2010
2 Date from which they became Subsidiary Companies	30 <sup>th</sup> October, 2006	7 <sup>th</sup> June, 2007	1 <sup>st</sup> July, 2008
3 a Number of Shares held by Ajmera Realty & Infra India Ltd. with its nominee in the subsidiaries at the end of the financial year of the subsidiary Companies	2000 Equity Shares of the face value of Rs. 1000 each fully paid-up	1200 Shares of the face value of BD* 50 each fully paid up	10,000 Equity Shares of the face value of Rs. 10/- each fully paid up.
b Extent of Interest of holding Company at the end of the financial year of the Subsidiary Companies	100%	60%	100%
4 The net aggregate amount of the Subsidiary Companies Profit/(Loss) so far it concerns the members of the Holding Company.			
a Not dealt with in the Holding Company's Account	Not Applicable	Not Applicable	Not Applicable
i. For the Financial Year ended 31 <sup>st</sup> March, 2010			
ii. For the previous Financial years of the Subsidiary Companies since they became the Holding Company's Subsidiaries			
b Dealt with in Holding Company's accounts:			
i. For the Financial year ended 31 <sup>st</sup> March, 2010	Nil	Nil	32.59
ii. For the previous Financial Year of the Subsidiary Companies since they became the Holding Company's subsidiaries	Nil	Nil	Nil

\*BD = Bahrain Dinars



## Annexure-2

Persons constituting group coming within the definition of “group” for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, include the following:

### LIST OF COMPANIES:

1. Aditya Mokshi Foundation (AMF)
2. Ajmera Realcon Private Limited (ARPL)
3. Ajmera Realty Venture Private Limited (ARVPL)
4. Ajmera Biofuel Limited (ABL)
5. Ajmera Citi Developers Private Limited (ACDPL)
6. Rush Ink Investment & Consumables Private Limited (RICPL)
7. Seamless Capsules Private Limited (SCPL)
8. Shree Ram Estates Limited (SREL)
9. Yogi Nagar Vasahat Private Limited (YNVPL)
10. Ajmera Builder (Bangalore) Private Limited (ABPL)
11. Ajmera Cements Private Limited (ACPL)
12. AG Estates Private Limited (AEPL)
13. Ajmera Steels Strips Limited (ASSL)
14. Ajmera Water 'N' Amusement Park Private Limited (AWAPL)
15. Bombay Freezco Private Limited (BFPL)
16. Nilkanth Tech Park Private Limited (NTPL)
17. Rushabh Investment Private Limited (RIPL)
18. Chaitali Investment Private Limited (CIPL)
19. Jolly Brothers Private Limited (JBPL)
20. Ajmera Estate (Karnataka) Private Limited (AEKPL)
21. Shree Precoated Steels Limited (SPSL)

### LIST OF FIRMS:

- 1) Ajmera Housing Corporation
- 2) Yogi Developers Corporation
- 3) Yogi Housing Corporation
- 4) Pramukh Development Corporation
- 5) Vijay Nagar Corporation
- 6) Vijay Nagar Apartment
- 7) Vishal Construction
- 8) Ajmera Housing Corporation Bangalore



### Annexure - 3

#### The transaction involving foreign exchanges during the year

(Rs. in Lakhs)

Sr.No.	Particulars	Year ended 31 st March 2010	Year ended 31 st March 2009
(A)	Value of Import on C.I.F. basis during the year.	Nil	Nil
(B)	Earning in Foreign Exchange	Nil	Nil
C)	Expenditure in Foreign Currency on account of:		
	(a) Traveling	4.28	-
	(b) Architecture Fees	92.95	353.19



# Management Discussion & Analysis Report

This report covers the operational performance of the Company and forms part of the Directors' Report.

## ECONOMIC REVIEW

The world economy recovered from the worst financial crisis, which affected international monetary system & failure of large number of banks and financial powerhouses. To combat with this situation many developed countries have come out with stimulus packages.

However, due to integration of Indian economy with the global economy, and due to conservative and pragmatic policies of the Government and RBI, the Indian banking sector has not been affected as its counterparts in the developed countries. It is widely predicted that India is in much better position than many other economies to achieve an early and fast recovery.

## BUSINESS REVIEW

The real estate sector of India, just like most other sectors of the economy, has now started making its way out of the downturn. The period of slowdown had provided the industry with an opportunity of introspection and the signs of learning are quite apparent in the industry. The sector, once identified as an unorganised sector, has been evolving quite well in terms of project planning, size, technology, quality and financial management.

A host of real estate companies now have access to organised financing through primary and secondary markets, financial institutions and alternative financing routes such as private equity.

Also, transparency on customer services has improved vis-à-vis delivery schedules, information sharing on issues and after sales. We can not ignore the positive developments on the fronts of policy reforms and the increasing recognition of real estate as an infrastructure service driving the economic growth engine of the country.

With so many "positive" signs, the sector has gained in a short period of time, the concern in the present perspective, however, arises as how to deal with the challenges posed by multi-pronged pressures on the front of regulatory environment, governance and of course, finance and capital management. There is an opportunity of high growth, yet again, in the approaching times, and a planned and strategic approach will help seize this opportunity, at an optimum level.

Real estate sector is recognized as one of the major engines driving economic growth, employment generation and wealth creation. Our real estate initiatives have transpired through a

number of Special Purpose Vehicles within the Group. As a whole the Group has more than four decades of experience in the realty sector. With the realty sector rapidly evolving and with a view to build a strong foundation by corporatising, the management had therefore consolidated the real estate businesses under one entity and leverage the attractive opportunities unfolding in this sector in an organised and profitable manner.

Further, the management strongly believes that this strategic consolidation will provide the company a strong platform to capitalize on the Ajmera Group's vast experience, its track record and credibility of having successfully developed properties over 17 mn. sq. ft. in Mumbai, its leadership ranking by virtue of being one of the largest player in the realty market of Mumbai, its reputation for differential thinking reflected in its innovative and perceptibly differentiated landmark offerings of housing and commercial complexes in Mumbai, Bangalore, Pune, Rajkot, Ahmedabad and Surat and lastly leverage its pedigree of being a pioneer best manifested in the many firsts it has to its credit : Conceptualising and acting as facilitator for India's first dome theater (Imax), Mumbai's first shopping mall and developing the largest private garden sprawled over 25 acres in Mumbai.

Your company envisages that backed by the impressive lineage and track record, this strategic foray will help build an even stronger brand image and visibility in the realty space, render size and scale to our operations going forward, significantly increase our net worth which is critical to participate in big-ticket, high-margin capital intensive, innovative and long-term projects, and which will facilitate our emergence as one of the largest players in the sector over the foreseeable future and also help us firmly establish our footprints across the country.

## DRIVING FUTURE VALUE

The various segments which may be broadly classified for the company's business are Residential, Commercial and Retail. In future, your company plans to establish a strong presence in the real estate business by embarking upon the following measures:

- Develop unique properties in the commercial, residential and retail space at locations with untapped potential to have a stronghold in all segments of the business.
- Have a strategic mix of scalable long-term projects and immediately encashable projects resulting in a fast

turnaround of projects and re-deploying funds in newer projects.

- Amply address the needs of consumers across the entire spectrum: from the ultra luxurious, to the affluent and to the middle and lower middle class consumers.

## GOVERNMENT INITIATIVES

The Eleventh Five Year Plan envisages a total investment of US\$514 billion in the infrastructure sector for bridging the infrastructure deficit and for sustaining a growth momentum of 9% per annum. This ambitious target requires 30% of the total investment, i.e. US\$154.17 billion, through private sector participation. Over a period of time, the Government of India has taken several initiatives to accommodate and accelerate private investments in the infrastructure sector. These include sector specific policies, providing incentives and tax holidays to attract private investments, permission of 100% FDI in the infrastructure sector, special provision of Viability Gap Funding (VGF) and PPP approach.

## OPPORTUNITIES

- Group has vast amount of land bank acquired at very low prices.
- The Company adopted strategy of joint venture & tie-ups to bring down land cost in the new ventures in growing markets like Bangalore, Pune, Lonavala.
- With substantial liquidity at hand, the company has potential to develop the realty space as desired.
- The Company has adopted new world class parameters for real estate development.

## THREATS

- Economic slow down may impact the growth of Real Estate Sector.
- Competitive pricing by peers may affect margins in the long run.
- Poor Infrastructure may impact proper development of the projects.
- Rising interest rates and credit squeeze for realty sector may create financial bottlenecks in the long run.
- Complex regulatory clearances may lead to increased gestation period.

## CURRENT PROJECTS

### Bhakti Park, Wadala, Mumbai

The Company has expansion plans for the next phase of development of Bhakti Park, Wadala, Mumbai. The new phase of

Residential Complex is planned to be commercially launched in this year for which, civil work has already begun.

The Company with its expertise in construction and guidance from world class architects like Skidmore and Merrill (SOM), will continue to develop world class residential and commercial spaces.

### Kanjurmarg, Mumbai

The Company is in the process of getting necessary regulatory clearances to commence the construction work through its wholly owned subsidiary- Jolly Brothers Private Limited. Jolly Brothers Private Limited owns 67 Acres of Land at Kanjurmarg which is a part of the new CBD announced by the Govt. of Maharashtra. Construction work for this Mega-township project is expected to commence by the end of this financial year.

### Kalina (BKC), Mumbai

The Company holds 36% stake in Ultra Tech Property Developers Private Limited, which holds land at Kalina, Santacruz. This land is on the main Kalina Road, next to high-end commercial spaces at BKC. The Company has already commenced the civil work.

### Bangalore

The Company holds 90% interest in partnership firm 'Ajmera Housing Corporation - Bangalore' (AHC) through its wholly owned subsidiary Ajmera Estates Karnataka Private Limited. AHC is currently implementing two projects in Bangalore, namely Infinity & Arista.

### Bahrain

Ajmera Mayfair Global Realty WLL – a joint venture company incorporated in the Kingdom of Bahrain, is in the process of getting possession of land at Manama, Bahrain, on which it has plans to develop a ultra modern luxurious palace apartments. The concept and design for this project is in consultation with renowned architects Skidmore and Merrill (SOM).

The Company expects possession of the land by September, 2010. Civil work is expected to commence by March, 2011 for this all-residential complex.

## OUTLOOK

Your Company has begun operations on multiple projects with mass scale of developments. Company has vast potential in the land bank at Bhakti Park Wadala, Mumbai, Kanjurmarg, Mumbai and Bahrain. The Company has tied up with world renowned architects and is developing world class realty space. The Company is adopting multiple product mix strategy targeting elite end users as well as Middle Income Group by offering affordable housing.





The shift from a player in residential space to diversified realty player will help company to grow faster with multiple revenue streams. The Company has graduated from the concept of providing “living” to “comfortable and luxurious living” houses. The Company’s projects are located at ideal places offering best of connectivity and other location advantages.

### **RISKS AND CONCERNS**

Your company is continuously evolving and improving systems and measures to take care of all the risk exigencies involved in the business.

### **INTERNAL CONTROLS AND SYSTEM**

The company has implemented adequate internal control system enduring proper management information system and integration of various operations and functions of the organisation – all under one umbrella. This has resulted in harmonious monitoring and regulation of operations in a systemised manner in each and every activity of the Company. Correct use of funds, proper budgeting, efficient monitoring and its regulation by due approval and authorization policy enforcement have resulted in the use of funds in the most profitable and correct manner. All these have been implemented in every area commencing from raw materials, project implementation, and project monitoring, quality control and logistics.

### **THE INTERNAL AUDIT PROGRAM**

All the actions taken last year by Internal Audit Program conducted by the external agency for self-assessment audit guides for conformity to the Indian Accounting Standards, prevailing Laws and Company Policies have been implemented and continue to be implemented. The Audit Committee appointed by the Board selectively reviews its adequacy, addresses the significant findings, and follow up needs on such issues, which are given top priority and implemented ceremoniously.

### **FINANCIAL MANAGEMENT**

The Company has a Financial Management Information System in place, which involves preparation of detailed Annual Business plan for the current year and a broad forecast of projection for successive years, which is reviewed every year. Capital

expenditure commitments and borrowing plans are based on these forecasts.

### **RELATED PARTY TRANSACTIONS**

These have been discussed in detail in the notes to the financial statements in this report.

### **STATUTORY COMPLIANCE**

The Company has complied with all the statutory requirements. A declaration regarding compliance of the provisions of the various statutes is also made by the Managing Director at each Board Meeting. The Company Secretary, as a Compliance Officer, ensures compliance of the ROC, SEBI Regulations and provisions of the Listing Agreement.

### **HUMAN RESOURCE MANAGEMENT**

For this Financial Year, the Company continued its efforts in the Human Resources policies and processes to further its performance by way of appreciable changes. The Company had introduced and implemented the Performance-Linked Incentive Scheme which is paying rich dividends. The periodic review of HR policies commensurate with value-based human resource management tools have been introduced ensuring harmony, thereby optimising human resource as a force multiplier. This has led to a positive and homogeneous work culture lending to greater productivity.

### **CAUTIONARY STATEMENT**

Statement made in this report describing the Company’s objectives, projections, estimates, expectations may be “forward-looking statements” within the meaning of applicable securities laws and regulations. Actual result could differ from those expressed or implied. Important factors that could make a difference to the Company’s operations include economic conditions affecting demand supply and price conditions in the markets in which the Company operates, changes in the Government Regulations, tax laws and other statutes and other incidental factors.

# Corporate governance report

## **Company's philosophy on Code of Governance:**

Ajmera Realty & Infra India Limited believes in and practices good Corporate Governance. The Company's essential character is shaped by the very values of transparency, customer satisfaction, honesty, integrity, professionalism and accountability. The Company continuously endeavors to improve on these aspects on an ongoing basis. The Company follows the principles of fair representation and full disclosures in all its dealings and communications, thereby protecting rights and interests of all its Shareholders & other stakeholders.

Ajmera Realty & Infra India Limited views Corporate Governance in its widest sense, almost like a trusteeship. Corporate Governance is not a simply a matter of creating checks and balances; it is about creating an outperforming organization. The primary objective is to create and adhere to a corporate culture of conscience and consciousness, transparency and openness; and to develop capabilities and identify opportunities that best serve the goal of value creation.

The Company believes that it needs to leverage resources to translate opportunities into reality; to infuse people with a vision, which sparks dynamism and entrepreneurship, creates a system a succession, which combines stability with flexibility and continuity with change.

The Company's Corporate Governance framework is based on the following principles:

- A Sound system of internal control and risk management;
- Transparency honesty, integrity, professionalism and accountability;
- Compliance with applicable rules and regulation;
- Timely & correct flow of information to the Board and its Committee to enable them discharge their functions effectively;
- Independent verification and safeguarding integrity of the Company's financial reporting;
- Fair and equitable treatment of all its stakeholders including employees, customers, shareholders and investors.

## **Independent Statutory Auditors:**

The Company's accounts are audited by M/s V.Parekh & Associates, Chartered Accountants, who has been statutory auditors of the Company for past several years. The firm also offers skilled professional services in the area of Management Consultancy, Corporate Planning and Restructuring, Due Diligence, Tax Planning and Consultancy, Investigative Management Audits, etc.

## **Observance of the Secretarial Standards issued by the Institute of Company Secretaries of India:**

The Institute of Company Secretaries of India (ICSI), one of the premier professional bodies in India, has issued Secretarial Standards on important aspects like Board meetings, General meetings, Payment of Dividend, Maintenance of Registers and Records, Minutes of Meetings, Transmission of Shares and Debentures, Passing of Resolutions by Circulation, Affixing of common Seal, Forfeiture of Shares and Board's Report. Although these standards are recommendatory in nature, the Company substantially adheres to the standards voluntarily.

## **Board Meetings, Board Committee Meetings and Procedures:**

### **A. Institutionalised decision making process**

The Board of Directors is the apex body constituted by the shareholders for overseeing the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the shareholders are being served. The Chairman Managing Director is assisted by the Executive

Directors / senior managerial personnel in overseeing the functional matters of the Company. The Board has constituted nine standing Committees, namely Audit Committee, Investors grievance Committee, Allotment Committee, Bank Finance Committee, Excise Committee, Hire Purchase Committee, Remuneration Committee, Legal Matter Committee and Project Monitoring Committee. The Board is authorized to constitute additional functional Committees, from time to time, depending on the business needs. The internal guidelines for Board / Board Committee meetings facilitate the decision making process at the meetings of the Board/Committees in an informed and efficient manner. The following sub-sections deal with the practice of these guidelines.

### **B. Scheduling and selection of Agenda Items for Board meetings**

- (i) Minimum four Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are passed by circulation.
- (ii) The meetings are usually held at the Company's Registered Office at 2nd Floor, Citi Mall, Andheri New Link Road, Andheri (W), Mumbai - 400 053.



- (iii) All divisions/departments of the Company are advised to schedule their work plans well in advance, particularly with regard to matters requiring discussion / approval / decision at the Board /Committee meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the Agenda for the Board / Committee meetings.

#### C. Board material distributed in advance

Agenda and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information is incorporated in the Agenda for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted.

#### D. Recording Minutes of proceedings at Board and Committee meetings

The Company Secretary records the minutes of the proceedings of each Board and Committee meeting. Draft minutes are circulated to all the members of the Board / Committee for their comments.

#### E. Post Meeting Follow-up Mechanism

The Guidelines for Board and Committee meetings facilitate an effective post meeting follow-up, review and reporting process for the decisions taken by the Board and Committees thereof. The important decisions taken at the Board / Committee meetings are communicated to the departments / divisions concerned promptly. Action taken report on the decisions / minutes of the previous meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board / Committee.

#### F. Compliance

The Company Secretary while preparing the Agenda, Notes on Agenda, Minutes etc. of the meeting(s), is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 1956 read with the Rules issued thereunder and the Secretarial Standards recommended by the Institute of Company Secretaries of India.

#### Board of Directors:

##### a. Composition & category of Directors:

As at 31.03.2010, the Board of Ajmera Realty & Infra India Limited comprises of an Executive Chairman, two Executive Directors and three Non-Executive Independent Directors. The composition and category of Directors is as follows:

Name of Directors	Designation	Category
Shri Chhotalal S. Ajmera	Chairman & Managing Director	Promoter & Executive
Shri Rajnikant S. Ajmera	Managing Director	Promoter & Executive
Shri Ishwarlal S. Ajmera	Whole Time Director	Promoter & Executive
Shri Jagdish J. Doshi	Director	Independent & Non-Executive
Shri Ambalal C. Patel	Director	Independent & Non-Executive
Shri Jitendra Anandpara	Director	Independent & Non-Executive

Apart from sitting fees paid for attending Board / Committee Meetings, the Non-executive Directors did not have any pecuniary relationship or transactions with the Company, during the year 2009-10. All non-executive Directors with their diverse knowledge, experience and expertise provide valuable contribution in the deliberations and decisions of the Board.

#### b. Attendance at the Board Meetings & the last Annual General Meeting and other directorship & Memberships in other Boards and Board Committees:

Table 1

Name of Directors	Attendance		Directorship in other Public Limited Companies		Memberships/ Chairmanships in Committees
	Board Meetings	Last AGM	Listed	Unlisted	
Shri Chhotalal S. Ajmera	3	No	1	3	-
Shri Rajnikant S. Ajmera	6	Yes	1	4	2
Shri Ishwarlal S. Ajmera	5	Yes	1	3	1
Shri Jagdish J. Doshi	5	No	1	2	2
Shri Ambalal C. Patel	6	Yes	9	3	2
Shri Jitendra Anandpara*	1	No	-	-	-
Shri Ashok U. Katra**	2	No	-	-	-

None of the Directors was a Member in more than 10 Committees or a Chairman in more than 5 Committees across all Companies in which he was a Director.



\* Shri Jitendra Anandpara was appointed as an additional director of the Company at the meeting of the Board of Directors held on January 18, 2010.

\*\* Shri Ashok U. Katra's nomination was withdrawn by IDBI w.e.f. July 1, 2009 from the Board of Directors of the Company.

#### c. Number of Board Meetings held:

During the financial year 2009 – 10, Six Board Meetings were held on the following dates:

Sr. No.	Date of Meeting	Directors Present
1	27th April, 2009	Three
2	29th June, 2009	Five
3	28th July, 2009	Four
4	23rd October, 2009	Four
5	18th January, 2010	Five
6	15th February, 2010	Six

## AUDIT COMMITTEE

### Constitution and Composition:

Ajmera Realty & Infra India Limited continued to derive immense benefits from the deliberation & valuable advices of the Audit Committee. Shri Jagdish J. Doshi is the Chairman of the Committee along with Shri Ambalal C. Patel and Shri Rajnikant S Ajmera are the Member of the Committee.

The Minutes of the Audit Committee Meetings are circulated to the Board, discussed and taken note of. The terms of reference of the Audit Committee are: -

- To review the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- To recommend to the Board, the appointment, re-appointment of the statutory auditor, fixation of audit fees and approval of payment to statutory auditors for any other services rendered by the statutory auditors alongwith reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
- To review, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
  - b. Compliance with listing and other legal requirements relating to financial statements
  - c. Disclosure of any related party transactions
  - d. Qualifications in the draft audit report.
- To review, with the management, the quarterly financial statements before submission to the board for approval.

- To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage, frequency of internal audit and to periodically interact with internal auditors, any significant findings and follow up there on.
- To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- To discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

### Meetings and attendances:

During the financial year 2009 – 10, five Audit Committee Meetings were held on following dates- 29th June, 2009, 27th April, 2009, 28th July, 2009, 23rd October, 2009, 18th January, 2010.

The Meetings were scheduled well in advance. In addition to the Members of the Audit Committee, these Meetings were attended by Managing Director as a Special Invitee. The Meeting were also attended by the Head of Finance and Internal Audit functions, the Statutory Auditors of the Company, Concurrent Auditors, Internal Auditors and those executives of the Company whose presence were considered necessary. The Company Secretary acted as the Secretary to the Audit Committee.

Name of Director	No. of Meetings attended
Shri Jagdish J. Doshi	Four
Shri Ambalal C. Patel	Five
Shri Rajnikant S Ajmera	Five
Shri. Ashok U. Katra	Two

### REMUNERATION OF DIRECTORS

- No remuneration was paid to the Managing Director/ Whole Time Director of the Company.
- Sitting fees was paid to the Non-Executive Directors as following

Since April 2009 to March 2010

Name of Director	Sitting Fees (Rs.)
Shri Jagdish J. Doshi	52500
Shri Ambalal C. Patel	60000
Shri Ashok U. Katra	15000
<b>Total</b>	<b>127500</b>

- No commission or fixed components & performance-linked incentives have been paid to the Non-Executive Directors.
- The Company has not yet introduced any stock options for its Directors/Employees.
- All the Managing Directors have a contract period of 5 years



and either party is entitled to terminate the Contract by giving not less than six months notice in writing to the other party.

- No severance fees is payable to any of the Managing Directors/ Whole Time Director.

#### SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

The Shareholders Grievance Committee of the Company comprises of three Directors viz. Shri Jagdish J. Doshi as Chairman, Shri Rajnikant S. Ajmera and Shri Ishwarlal S. Ajmera as Members. Shri Hiresh Dhakan, Assistant Company Secretary has been nominated as the Compliance Officer to ensure the due compliance of SEBI requirements and to look into shareholders' grievances on a day-to-day basis and to liaise with SEBI in the matter of investors' complaints.

The term of reference of the Committee includes attending to requests received for transfer, split, consolidation as well as issue of duplicate share certificates, and other allied matters like dematerialization of shares etc. and completing the process the dispatches of share certificates well within the stipulated time.

During the financial year 2009 – 2010 the Committee met 23 times. The composition and the Meetings attended by the Members are as follows:

Name of Director	No. of Meetings attended
Shri Jagdish J. Doshi	23
Shri Rajnikant S. Ajmera	23
Shri Ishwarlal S. Ajmera	23

Share transfers / transmissions etc. as approved by the Committee are notified to the Board at regular intervals and are taken on record by the Board at their Meetings.

Number of complaints received from the shareholders during April 2008 to March 2009	41
Number of Complaints solved to the satisfaction of the Shareholders as on 31 <sup>st</sup> March, 2009	41
Number of pending complaints / share transfers as on 31 <sup>st</sup> March, 2009	NIL

Name, designation & address of Compliance Officer: -

Shri Hiresh Dhakan  
Assistant Company Secretary

"Citi Mall", Link Road, Andheri (West),  
Mumbai – 400 053.

Email: investors@ajmera.com

Tel.: (022) 6698 4000

Fax: (022) 2632 5902

#### CODE OF CONDUCT

Pursuant to the amended Clause 49 of the Listing Agreement, the Company has adopted a Code of Conduct for Directors and Senior Management of the Company. The Code, while laying down, in detail, the standards of business conduct, ethics and governance, centers around the given philosophy:

##### Philosophy:

"Ajmera Realty & Infra India Limited (ARILL) is committed to conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. This code is intended to provide guidance and help in recognizing and dealing with ethical issues, provide mechanisms to report unethical conduct, and to help foster a culture of honesty and accountability. Each Director, officer and employee is expected to comply with the letter and spirit of this Code.

The directors, officers and employees of the Company must not only comply with applicable laws, rules and regulations but should also promote honest and ethical conduct of the business. They must abide by the policies and procedures that govern the conduct of the Company's business. Their responsibilities include helping to create and maintain a culture of high ethical standards and commitment to compliance and to maintain a work environment that encourages the stakeholders to raise concerns to the attention of the management." A Copy of the Code has been put on the Company's website [www.aril.co.in](http://www.aril.co.in).

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them.

#### DECLARATION BY THE MANAGING DIRECTOR

I hereby confirm that:

**The Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct and ethics for the Director and Senior Management in respect of the Financial Year 2009-10.**

**Rajnikant S. Ajmera**  
Managing Director

#### SHAREHOLDERS

A. Disclosure regarding appointment or re-appointment of Directors:

Shri Jagdish J Doshi, Director is retiring by rotation and is eligible for re-appointment. Being eligible, he has offered himself for re-appointment. His attendance in the Board/General Meeting has been given in Table 1.

Shri Jagdish J Doshi holds Directorship in following companies in addition to his Directorship in Ajmera Realty & Infra India Limited:

Sl. No.	Name of the Company
1.	Four Seasons Marine and Air Services Limited
2.	Super and Stainless Hi-Alloys Limited
3.	Co-Nick Alloys (India) Limited
4.	Makmore Investment and Finance Company Private Limited
5.	Shree Precoated Steels Limited

#### B. Communication to shareholders:

- Directors' Report includes the Management Discussion & Analysis Report of the Company.
- The annual, half-yearly and quarterly results are regularly posted by the Company on its website, [www.aril.co.in](http://www.aril.co.in). These are also submitted to The Bombay Stock Exchange Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE) in accordance with the Listing Agreement.
- Your Company's quarterly, half-yearly and annual financial results are published in The Free Press Journal (in English) and Navshakti (in Marathi).
- Ajmera Realty & Infra India Limited communicates corporate financial and product information, online, on its Website, [www.aril.co.in](http://www.aril.co.in).
- Shri Jitendra Anandpara was appointed as an additional director on the Board of Directors of the Company in the meeting of the board of directors of the Company held on January 18, 2010.

### SHAREHOLDER INFORMATION

#### A. General Body Meetings

For the period ended	Date, Time & Venue	No. of Special Resolutions passed
31.03.2009 (12 Months)	30th September, 2009 at 11:30 A.M. at BJN Banquets, Fun Republic, Level 6, Off Andheri Link Road, Andheri (West), Mumbai – 400053.	03
31.03.2008 (12 Months)	30th September, 2008 at 4.00 PM at "Shree Vagad Visha Oswal Samaj, Adarsh Nagar, Jogeshwari Oshiwara Link Road, Jogeshwari (West) Mumbai - 400 102.	01
31.03.2007 (12 Months)	28th December, 2007 at 3.00 PM at "Shree Vagad Visha Oswal Samaj, Adarsh Nagar, Jogeshwari Oshiwara Link Road, Jogeshwari (West) Mumbai - 400 102.	02

- All Special Resolutions passed at the Annual General Meeting were passed with requisite majority.
- During the financial year 2009-10, no resolutions were passed by Postal Ballot.

#### B. Disclosures

- The particulars of transactions between the Company and its related parties as per the Accounting Standard are set out in Schedule 9 of the Notes to Accounts of the Annual Report. However, these transactions are not likely to have material conflict with the Company's interest.
- No penalties / strictures have been imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.
- Whistle Blower Policy: There is no Whistle Blower Policy adopted by the Company.
- Company has complied with all Mandatory Provisions of Clause 49 of the Listing Agreement.

#### C. General Information

<b>1. Annual General Meeting</b>	
a. Day, Date and Time	Wednesday, 29 <sup>th</sup> September, 2010
b. Venue	The Classique Club, Raheja Classique, Andheri Link Road, Andheri (West), Mumbai – 400053
<b>2. Financial Calendar (Tentative)</b>	
a. Year Ending	March 31, 2011
b. Annual General Meeting	September, 2011
c. Board Meeting for considering Un-audited Financial results for first Three Quarters of the Financial Year ending 31 <sup>st</sup> March, 2011	Within forty five days from the end of each quarter.
d. Audited Results of the Company for the Financial Year ending on 31 <sup>st</sup> March, 2011	Within Sixty days from the end of the Financial Year.
3. Book Closure Date	From Sept. 23, 2010 to Sept. 29, 2010 (both dates inclusive)
4. Dividend Payment date	On or after October 4, 2010
5. Listing on Stock Exchanges	The Bombay Stock Exchange Ltd. (BSE) National Stock Exchange of India Ltd. (NSE)
6. • Stock Code in Bombay Stock Exchange, Mumbai – (BSE) • Stock Code in the National Stock Exchange – (NSE) • Demat in ISIN numbers in NSDL & CDSL for Equity Shares	513349  AJMERA  ISIN No. INE298G01027

During the year under review, the Company has paid the Annual Listing fees payable to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in full.





## 7. Market Price Data

### (1) Monthly Highs / Lows and number of shares traded of the Company in 2008 - 09 on BSE & NSE

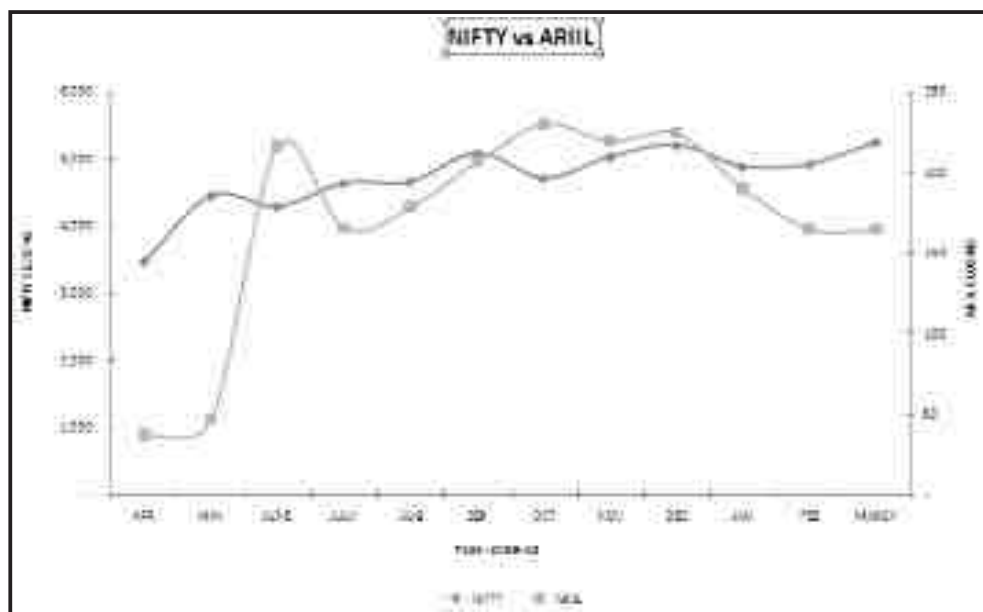
Month	BSE				NSE			
	High Price	Low Price	SENSEX (closing)	No of Shares Traded	High Price	Low Price	S&P CNX NIFTY (closing)	No of Shares Traded
April 2009	41.4	32.0	11,403.25	1035669	42.0	31.8	3473.95	648471
May 2009	47.9	36.7	14,625.25	978084	48.2	37.3	4448.95	1017396
Jun 2009	220.8	51.0	14,493.84	2919684	221.5	55.0	4291.10	3474663
July 2009	231.0	151.1	15,670.31	2327124	231.0	151.1	4636.45	2625987
Aug 2009	194.0	150.5	15,666.64	1265097	193.7	150.1	4662.10	1272843
Sept 2009	214.9	168.2	17,126.84	1426940	214.5	170.0	5083.95	1606239
Oct 2009	318.3	184.0	15,896.28	8263527	318.2	175.4	4711.70	13139066
Nov 2009	270.8	212.0	16,926.22	7051188	270.7	211.1	5032.70	9934873
Dec 2009	246.5	212.1	17,464.81	2893949	246.5	212.2	5201.05	4089315
Jan 2010	242.3	178.2	16,357.96	1870267	242.5	172.6	4882.05	2717520
Feb 2010	204.0	158.1	16,429.55	598725	204.8	158.3	4922.30	838459
Mar 2010	215.7	160.5	17,527.77	2966289	215.5	160.0	5249.10	5626551

Source: BSE/NSE websites

The closing market price on 31/03/2010 is Rs. 164.85 per equity share on BSE and Rs. 164.25 per equity share on NSE.

### (2) Stock Price Performance of the Company's Shares vis-à-vis major indices: -

#### A. Share Price Vs NIFTY



## B. SHARE PRICE Vs. SENSEX



### 8. Registrar & Transfer Agent

#### Registered Office

#### Sharex Dynamics (India) Pvt. Limited

Unit-1, Luthra Industrial Premises, Andheri-Kurla Road, Safed Pool, Sakinaka, Andheri (East), Mumbai - 400 072.

Email: [sharexindia@vsnl.com](mailto:sharexindia@vsnl.com)

Website: [www.sharexindia.com](http://www.sharexindia.com)

Tel: 9122 2851 5606

9122 2851 5644

Fax: 9122 2851 2885

### 9. Share transfer system

- To expedite the share transfer process in the physical segment, authority has been delegated to the Shareholder's / Investor's Grievance Committee. The Committee looks into redressal of investors' grievances pertaining to share transfers and other related matters concerning the Shareholders / investors.
- The Company is affecting the share transfer and returning the same within 21 days from the date of receipt, provided the documents are valid and complete in all respects. The Investor's Grievance Committee approves in their Meeting and sends to Registrar and Share Transfer Agent who will proceed to dispatch the share certificates, duly endorsed in favor of the purchaser / transferee.

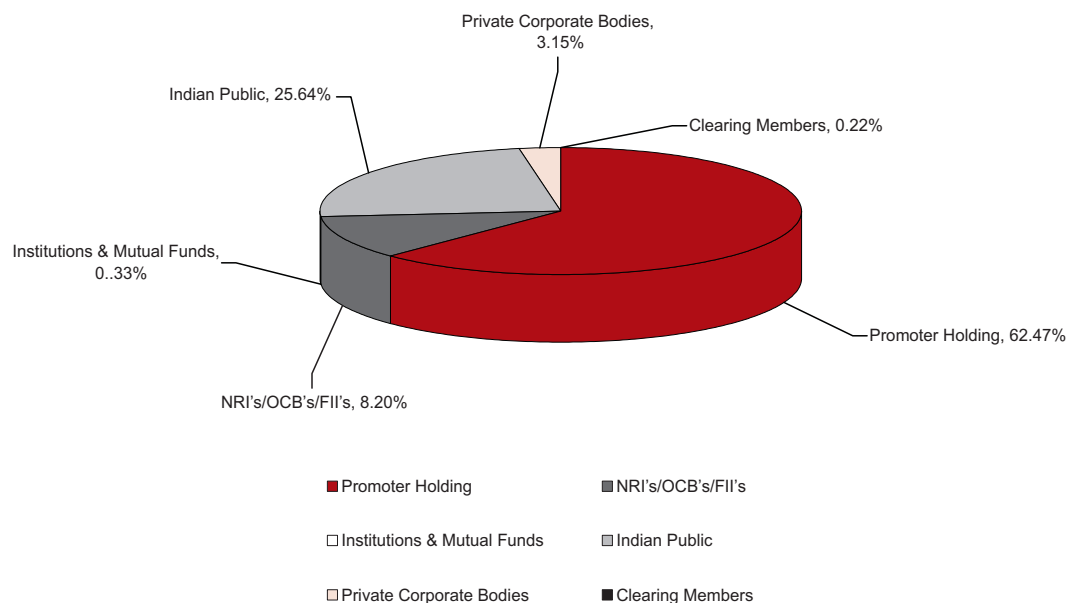
### 10. Distribution of Shareholdings

**Table 1:** Distribution of shareholdings according to size class as on 31<sup>st</sup> March, 2010

Shareholding of nominal value of	Shareholders		Amount	
	Number	% to Total Nos.	Rs.	% to Total Amount
Upto 100	40865	90.30	5914380	1.67
101 to 200	1684	3.72	2628190	0.74
201 to 500	1477	3.26	4891090	1.38
501 to 1000	547	1.21	4070140	1.15
5001 to 5000	466	1.03	9873750	2.78
5001 to 10000	58	0.13	4051890	1.14
10001 to 100000	65	0.14	20037790	5.65
100001 and Above	95	0.21	303381520	85.50
<b>TOTAL</b>	<b>45257</b>	<b>100.00</b>	<b>354848750</b>	<b>100.00</b>

**Table 2:** Distribution of Shareholdings across categories as on 31<sup>st</sup> March, 2010

Sl. No.	Category	Percentage Holding
1.	Promoter Holding	62.468
2.	NRI's/OCB's/FII's	8.197
3.	Institutions & Mutual Funds	0.325
4.	Indian Public	25.642
5.	Private Corporate Bodies	3.153
6.	Clearing Members	0.215



## 11. Dematerialisation of shares

- As on 31st March, 2010, 3,53,59,750 (99.65 % of the total number of Shares) are in dematerialized form as compared to previous year's 99.53 % as on 31st March 2009.
- As on 31st March, 2010, the Company's Shares are traded under 'B' Category in the Bombay Stock Exchange (BSE).

12.	<b>Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversions date and likely impact on Equity</b>	The Company has not issued GDRs / ADRs / Warrants or any convertible instruments so far.
13.	<b>Site</b>	Anik-Wadala Link Road, Next to IMAX Theatre, Wadala (East), Mumbai- 400037.
14.	<b>Address for correspondence for Investors</b>	<b>Shri Hires Dhakan</b> <b>Asst. Company Secretary</b> <b>Ajmera Realty &amp; Infra India Limited</b> "Citi Mall", 2nd Floor, Link Road, Andheri (West), Mumbai – 400 053. Tel.: 9122 6698 4000 Fax: 9122 2632 5902 E-mail:investors@ajmera.com Website: www.aril.in
15.	<b>Investor Grievances</b>	The company has designated an exclusive e-mail id viz. investors@ajmera.com to enable the investors to register their grievances.

## CEO & GM Certification

We, Rajnikant S. Ajmera, Managing Director and Shri Umesh L Bhawsar, General Manager (Accts. & Fin) of Ajmera Realty & Infra India Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the balance sheet and profit and loss account (consolidated and unconsolidated), and all its schedules and notes on accounts, as well as the cash flow statements and the directors' report;
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the statements made;
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of, the company's affairs, the financial condition, results of operations and cash flows of the company as of, and for, the periods presented in this report, and are in compliance with the existing accounting standards and / or applicable laws and regulations;
4. To the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct;
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the company, and we have:
  - a. Designed such disclosure controls and procedures to ensure that material information relating to the company is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) evaluated the effectiveness of the company's disclosure, controls and procedures. And
  - d) disclosed in this report any change in the company's internal control over financial reporting that occurred during the company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the company's internal control over financial reporting
6. We have disclosed based on our most recent evaluation, wherever applicable, to the company's auditors and the audit committee of the company's Board of Directors (and persons performing the equivalent functions)
  - a) all deficiencies in the design or operation of internal controls, which could adversely affect the company's ability to record, process, summarize and report financial data, and have identified for the company's auditors, any material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies;
  - b) significant changes in internal controls during the year covered by this report;
  - c) all significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements.
  - d) instances of significant fraud of which we are aware, that involves management or other employees who have a significant role in the company's internal controls system;
7. In the event of any materially significant misstatements or omissions, we will return to the company that part of any bonus or incentive or equity-based compensation, which was inflated on account of such errors, as decided by the audit committee;
8. We affirm that we have not denied any personnel, access to the audit committee of the company (in respect of matters involving alleged misconduct) and we have provided protection to 'whistle blowers' from unfair termination and other unfair or prejudicial employment practices.

**Rajnikant S. Ajmera**  
Managing Director

**Umesh L. Bhawsar**  
General Manager  
Accounts & Finance

Place: Mumbai  
Date: 29th April, 2010





## Auditor's Certificate on Corporate Governance

### **Auditor's Certificate on Compliance with conditions of Corporate Governance under Clause 49 of the Listing Agreement**

The Members,  
**Ajmera Realty & Infra India Limited**  
Mumbai

We have examined the records concerning the Company's compliance of the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into by the Company with The Stock Exchange, Mumbai (BSE) and National Stock Exchange (NSE) for the year ended 31st March 2010.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. The objective of our examination is to give our opinion on whether the Company has complied with the conditions of Corporate Governance as stipulated in the provisions of Clause 49 of the Listing Agreement entered into by the Company with BSE and NSE. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

We have conducted our examination on the basis of the relevant records and documents maintained by the Company and furnished to us for examination and the information and explanations given to

us by the Company. Based on such examination, in our opinion, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement of BSE and NSE.

We state that there are no investor's grievances pending against the Company for the period exceeding one month as at 31st March 2010 as per the records maintained by the Shareholders/Investors Grievance Committee.

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

For and on behalf of

**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

Place: Mumbai  
Date: 29<sup>th</sup> April, 2010

**RASESH V. PAREKH (PARTNER)**  
Membership No. 38615

# Ajmera Realty & Infra India Limited

## Financial Statements



# Auditors' Report

The Members

**Ajmera Realty & Infra India Limited**

Mumbai.

1. We have audited the attached Balance Sheet of Ajmera Realty & Infra India Limited as at 31st March 2010, the Profit & Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of Section (4A) of Section 227 of the Companies Act, 1956 of India (the "Act"), we enclose in the Annexure a statement of 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:
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of the books of account.
  - c) The Balance Sheet, Profit & Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
  - d) In our opinion, the attached Balance Sheet, Profit & Loss Account and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred in Sub - Section (3C) of Section 211 of the Act subject to note no. 3 (b) of schedule 18.
  - e) On the basis of the written representations received from the directors except nominee Director and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March 2010 from being appointed as a director in terms of Section 274 (1) (g) of the Act.
  - f) In our opinion and to the best of our information and according to the explanations given to us, the said statement of accounts read with other notes thereon give the information required by the Act, in the manner so required and gives a true and fair view in conformity with the accounting principles generally accepted in India:
    - i. In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2010;
    - ii. In the case of Profit and Loss Account of the Profit of the Company for the year ended on that date; and
    - iii. In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

Place : Mumbai  
Dated : 29th April, 2010

**RASESH V. PAREKH** (Partner)  
MEMBERSHIP No. 38615

## Annexure Referred To In Para 3 Of Our Report Of Even Date

### **I. In respect of it's Fixed Assets:**

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- b. The fixed assets have been physically verified by the Management at reasonable intervals. No material discrepancies were noticed during the course of such verification.
- c. The disposal of part of fixed assets, in our opinion has not affected the going concern.

### **ii. In respect of it's inventories:**

- a. The physical verification of inventories has been conducted at reasonable intervals by the Management.
- b. In our opinion and according to the explanations given to us, the procedures for physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business.
- c. In our opinion and according to the explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were observed during the course of physical verification.

### **iii. a. The Company has not granted / taken any loans to any entity covered in the register maintained under Section 301 of the Act.**

- b. There are no stipulations as to the repayment of the loans taken as the same are repayable on demand.

### **iv. In our opinion, and according to the explanations given to us, the Company has adequate internal control systems commensurate with the size of the Company with regard to the purchase of inventory, fixed assets and sale of goods. During the course of our audit no major weakness has been noticed in the internal controls. We have not observed any failure on the part of the Company to correct major weakness in internal control system.**

### **v. a. Based on the audit procedures applied by us and according to the information and explanations provided to us by the Management, we are of the opinion that the particulars of the contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that Section.**

- b. According to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 of the Act have been made at prices which are reasonable having regard to prevailing market prices at relevant time.

### **vi. In our opinion and according to the explanations given to us the Company has not accepted any deposits within the meaning of Section 58A and Section 58AA or any other relevant provisions of the Act and the rules framed there under.**

### **vii. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.**

### **viii. The Central Government has not prescribed maintenance of Cost Records under Section 209 (1) (d) of the Act in respect of activities of the Company.**

### **ix. a. According to the information and explanations given to us the Company is regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, investor education fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other statutory dues to the extent applicable to it.**

- b. In respect of Contingent dues on account of sales tax, income tax and excise dues disputed by the Company and not being paid vis-à-vis forums where such disputes are pending are mentioned below:

Name of Statute	Nature of Dues	Amount (Rs. in Lacs)	Year	Forum where pending
West Bengal Sales Tax Act.	Ex- parte order passed	0.79	1997-98 & 1998-99	The Company is in the process of filing appeal.
Income Tax Act, 1961.	Block Assessment Demand	2908.58	1988-89 to 1992-93	The application of the Company is pending with Settlement Commission.
Income Tax Act, 1961.	Assessment Tax Demand	991.51	2004-05	The Commissioner of Income Tax Appeal
Income Tax Act, 1961.	Assessment Tax Demand	1.45	2005-06	The Commissioner of Income Tax Appeal
Income Tax Act, 1961.	Assessment Tax Demand	1337.18	2006-07	The Commissioner of Income Tax Appeal
Income Tax Act, 1961.	Assessment Tax Demand	7.46	2007-08	The Commissioner of Income Tax Appeal

### **x. The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and the immediately preceding financial year.**

### **xi. In our opinion and according to information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holder.**





- xii. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a Chit Fund or a Nidhi / Mutual Benefit Society. Therefore, the provisions of clause are not applicable to the Company.
- xiv. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of the clause are not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us the Company has not given any guarantees for loans taken by others from banks and institutions
- xvi. Based on the information and explanations given to us by the Management, Term Loans obtained during the year were applied for the purpose for which the loans were obtained.
- xvii. According to the information and explanation given to us and on overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term investment.
- xviii. The Company has not made any preferential allotment of shares to any of the entities/ persons covered in the register maintained under Section 301 of the Act.
- xix. The Company has not issued any debentures during the year, which required creation of security or charge.
- xx. The company has not raised any money by public issue during the year.
- xxi. Based on the audit procedures performed and information and explanations given by the Management, we report that no fraud on or by the Company has been noticed or reported during the year.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants

Place : Mumbai  
Date : 29<sup>th</sup> April 2010

**RASESH V. PAREKH** (Partner)  
Membership No. 38615

# Balance Sheet as at 31st March, 2010

		(Rs. in Lakhs)	
	Schedule	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>I Sources Of Funds</b>			
<b>1 . Shareholders Fund</b>			
A) Capital	1	3,548.49	3,548.49
B) Reserve And Surplus	2	29,366.26	28,687.04
<b>2 Loan Funds</b>			
A) Secured Loans	3	85.73	3,000.00
B) Unsecured Loans	4	-	-
<b>Total Funds Employed</b>		<b>33,000.48</b>	<b>35,235.53</b>
<b>II Application Of Funds</b>			
<b>1 . Fixed Assets</b>			
A) Gross Block		459.13	216.20
B) Less : Depreciation	5	49.58	28.73
C) Net Block		409.55	187.46
<b>2 . Investments</b>			
	6	4,245.77	4,245.77
<b>3. Current Assets, Loans And Advances</b>			
A) Inventories	7	8,372.34	5,748.07
B) Sundry Debtors	8	1,132.94	4,183.34
C) Cash And Bank Balances	9	645.85	170.89
D) Loans And Advances	10	27,353.12	29,514.34
		37,504.25	39,616.64
<b>4 . Less: Current Liabilities And Provisions</b>			
A) Liabilities	11	967.46	1,385.21
B) Provisions	12	8,191.61	7,429.13
		9,159.08	8,814.35
<b>Net Current Assets</b>		<b>28,345.17</b>	<b>30,802.29</b>
<b>Total Funds Applied</b>		<b>33,000.48</b>	<b>35,235.53</b>
<b>Significant Accounting Policies and Notes to Accounts</b>	18		

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010



## Profit & Loss Account for the year ended 31st March, 2010

			(Rs. in Lakhs)
	Schedule	Year Ended 31 <sup>st</sup> March 2010	Year Ended 31 <sup>st</sup> March 2009
<b>INCOME :</b>			
Sales		2,357.25	5,105.38
Other Income	13	90.61	19.66
		<b>2,447.86</b>	<b>5,125.04</b>
<b>Expenditure :</b>			
Decrease In Stocks	14	41.02	984.36
Construction And Other Expenses	15	835.58	1,182.05
Demerger Expenses		61.39	-
Personnel Expenses	16	21.12	296.48
Interest	17	98.71	590.72
Depreciation	5	21.54	16.74
<b>Total</b>		<b>1,079.36</b>	<b>3,070.35</b>
<b>Profit Before Taxation</b>		<b>1,368.50</b>	<b>2,054.69</b>
Less : Provision For Taxation			
Income Tax		232.58	232.80
Wealth Tax		0.07	-
Fringe Benefit Tax		-	3.39
		<b>232.64</b>	<b>236.19</b>
<b>Profit After Taxation</b>		<b>1,135.86</b>	<b>1,818.50</b>
<b>Balance Brought Forward</b>		<b>16,902.37</b>	<b>37,589.07</b>
<b>Less Adjustment pursuant to scheme of Demerger</b> (refer note no.2 of Schedule no.18)		<b>-</b>	<b>22,003.09</b>
<b>Balance For Appropriation</b>		<b>16,902.37</b>	<b>15,585.98</b>
<b>Appropriations</b>			
Transfer To General Reserve		45.46	45.46
Proposed Dividend On Equity Shares		390.33	390.33
Dividend Distribution Tax		66.32	66.32
<b>Surplus Carried To Balance Sheet</b>		<b>17,536.12</b>	<b>16,902.37</b>
<b>Earnings Per Share</b> (Refer Note 11 of Schedule 18)			
Basic Earnings Per Share		3.20	5.12
Diluted Earnings Per Share		3.20	5.12
<b>Significant Accounting Policies and Notes to Accounts</b>	18		

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary

# Cash Flow Statement for the year ended 31st March, 2010

	(Rs. in Lakhs)	
	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit for the year before Taxes and adjustments	1,368.50	2,054.69
Adjustment for :		-
Depreciation and Write offs	21.54	16.74
Interest (Net)	98.71	590.72
Other Income	-	(19.66)
Loss / (Profit)(Net) from Sale of Fixed Assets	(0.59)	-
<b>Operating Profit before Working Capital Changes</b>	<b>1,488.16</b>	<b>2,642.49</b>
Adjustment for :		
Trade and Other Receivables	5,211.61	2,663.03
Inventories	(2,624.26)	(980.48)
Trade Payable	344.73	112.05
<b>Cash Generated from Operations</b>	<b>4,420.24</b>	<b>4,437.09</b>
Interest (Net) Paid	(98.71)	(590.72)
Taxes Paid	(232.64)	(236.19)
Payment of Dividend	(390.33)	(1,301.11)
Payment of Dividend Distribution Tax	(66.32)	(221.13)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>3,632.24</b>	<b>2,087.93</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Increase in Fixed Assets (Including Capital Work-in-Progress)	(245.37)	(79.19)
Purchase of Investments		(1.00)
Sale of Fixed Assets	2.33	-
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>(243.04)</b>	<b>(80.19)</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds From Long Term Borrowings	85.73	-
Repayment of Long Term Borrowings	(3,000.00)	(2,000.00)
Proceeds From Secured Loans	-	(420.77)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>(2,914.27)</b>	<b>(2,420.77)</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>474.93</b>	<b>(413.04)</b>
1) OPENING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	170.89	583.93
2) CLOSING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	645.85	170.89

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010





## Schedules forming part of Balance Sheet as at 31st March, 2010

Particulars	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 1 : SHAREHOLDERS FUNDS</b>		
<b>Authorised Capital</b>	15,000.00	15,000.00
15,00,00,000 Equity Shares of Rs.10/- Each((Previous Year 15,00,00,000 Equity Shares of Rs.10/- Each)		
<b>Total</b>	<b>15,000.00</b>	<b>15,000.00</b>
<b>Issued, Subscribed and Paid up</b>	3,548.49	3,548.49
[3,54,84,875 (Previous Year 3,54,84,875) Equity Shares of Rs. 10/- Each Fully Paid-Up.During the previous year re-Organisation of Equity Share Capital of 8,27,98,042, pursuant to the demerger scheme]		
<b>Total</b>	<b>3,548.49</b>	<b>3,548.49</b>
<b>Schedule 2 : RESERVES AND SURPLUS</b>		
<b>Capital Subsidy (As Per Last Balance Sheet)</b>	-	30.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	30.00
		-
<b>Capital Reserve (As Per Last Balance Sheet)</b>	1,243.00	1,243.00
<b>Share Premium Account (As Per Last Balance Sheet)</b>	3,432.43	3,432.43
<b>General Reserve (As per Last Balance Sheet)</b>	7,109.25	7,063.78
Add : Transfer From Profit & Loss Account	45.46	45.46
	<b>7,154.71</b>	<b>7,109.25</b>
Surplus in Profit & Loss Account	17,536.12	16,902.37
<b>Total</b>	<b>29,366.26</b>	<b>28,687.04</b>
<b>Schedule 3 : SECURED LOAN</b>		
(refer note no.2 of Schedule no.18)		
<b>TERM LOAN</b>		
<b>Housing Development Corporation Limited</b>	-	3,000.00
Payable within 1 Year Rs. Nil. (Previous Year Rs.3000 Lakhs)		
<b>Industrial Development Bank Of India Limited</b>		
Balance as per Last Balancesheet	-	2,161.91
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	2,161.91
		-
<b>Sicom Limited</b>		
Balance as per Last Balancesheet	-	100.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	100.00
		-
<b>Allahabad Bank</b>		
Balance as per Last Balancesheet	-	3,499.82
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	3,499.82
		-
<b>State Bank Of India</b>		
Balance as per Last Balancesheet	-	1,313.82
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	1,313.82
		-

## Schedules forming part of Balance Sheet as at 31st March, 2010

Particulars	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>State Bank Of Indore</b>		
Balance as per Last Balancesheet	-	666.64
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	666.64
		-
<b>State Bank Of Patiala</b>		
Balance as per Last Balancesheet	-	665.62
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	665.62
		-
<b>Industrial Development Bank Of India Limited</b>		
Balance as per Last Balancesheet	-	1,500.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	1,500.00
		-
<b>Yes Bank Limited</b>		
Balance as per Last Balancesheet	-	3,000.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	3,000.00
		-
<b>WORKING CAPITAL FROM BANKS</b>		
Balance as per Last Balancesheet	-	19,005.73
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	19,005.73
		-
<b>HIRE PURCHASE LOAN</b>		
Balance as per Last Balancesheet	-	30.64
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)		30.64
		-
<b>VEHICLE HIRE PURCHASE LOAN</b> (Payable Within 1Year Rs.32.93 Lakhs)	85.73	-
<b>Total</b>	<b>85.73</b>	<b>3,000.00</b>
<b>Schedule 4 : UN SECURED LOANS</b>		
<b>From Promoters</b>		
Balance as per Last Balancesheet		23,657.16
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)		23,657.16
		-
<b>Sicom Limited</b>		
Balance as per Last Balancesheet		427.29
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)		427.29
		-
<b>Sales Tax Deferment Loan</b>		
Balance as per Last Balancesheet		2,555.67
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)		2,555.67
		-
<b>Buyer's Credit From Bank</b>		
Balance as per Last Balancesheet		1,413.60
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)		1,413.60
		-
<b>Total</b>	<b>-</b>	<b>-</b>



# Schedules Forming Part Of Balance Sheet As at 31st March, 2010

### Schedule 5 : FIXED ASSETS

(Rs. in Lakhs)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As On 1.04.2009	Additions During The Year	Deductions During The Year	As On 31.03.2010	As On 1.04.2009	For the Year	Up to 31-03-2010	As on 31-03-2009
Land	-	-	-	-	-	-	-	-
Buildings	-	-	-	-	-	-	-	-
Plant & Machinery	100.38	1.96	-	102.33	6.25	4.82	11.07	94.12
Vehicle	32.15	118.92	2.43	148.63	5.50	5.56	10.37	26.65
Computers & Printers	48.79	30.79	-	79.58	12.85	8.39	21.24	35.93
Office Equipment	7.03	9.83	-	16.87	0.58	0.43	1.01	6.46
Furniture & Fixtures	27.85	83.88	-	111.73	3.55	2.34	5.89	24.30
<b>Total</b>	<b>216.20</b>	<b>245.37</b>	<b>2.43</b>	<b>459.13</b>	<b>28.73</b>	<b>21.54</b>	<b>49.58</b>	<b>187.46</b>
<b>PREVIOUS YEAR</b>	<b>137.01</b>	<b>79.19</b>	<b>-</b>	<b>216.20</b>	<b>11.99</b>	<b>16.74</b>	<b>28.73</b>	<b>137.01</b>

## Schedules forming part of Balance Sheet as at 31st March, 2010

Particulars	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 6 : INVESTMENTS</b>		
<b>Unquoted :Non Trade in Shares</b>		
"In Jolly Brothers Private Limited Wholly-Owned Subsidiary Company 2000 (Previous Year 2000) Equity Shares Of Rs.1000 Each Fully Paid "	4,179.79	4,179.79
"In Ajmera Mayfair Global Realty W.L.L. 1200 (Previous Year 1200) Equity Shares Of Bahrain Dinar. 50/- Each Fully Paid."	64.97	64.97
"In Ajmera Estates (Karnataka) Private Limited Wholly Owned Subsidiary 10000 (Previous Year Nil) Equity Shares Of Rs. 10/- Each Fully Paid. "	1.00	1.00
<b>Total</b>	<b>4,245.77</b>	<b>4,245.77</b>
<b>Schedule 7 : INVENTORIES</b>		
(At cost or market Value whichever is lower as certified by management)		
Finished Goods (Flats & Convient Units)	-	41.02
Work In Progress	8,372.34	5,707.05
<b>Total</b>	<b>8,372.34</b>	<b>5,748.07</b>
<b>Schedule 8 : SUNDRY DEBTORS</b>		
<b>[Unsecured] [Considered Good]</b>		
Outstanding for More than Six Months	248.09	2,754.45
Others	884.85	1,428.89
<b>Total</b>	<b>1,132.94</b>	<b>4,183.34</b>
<b>Schedule 9 : CASH AND BANK BALANCE</b>		
Cash On Hand	11.04	33.39
Balance With Scheduled Banks :		
In Current Account	634.81	137.50
<b>Total</b>	<b>645.85</b>	<b>170.89</b>
<b>Schedule 10 : LOANS AND ADVANCES</b>		
<b>[Unsecured and Considered Good]</b>		
Loan to Subsidiaries	9,303.65	5,849.15
Advances (Recoverable In Cash Or In Kind Or For Value To Be Received)	7,135.05	16,627.74
Deposits	29.10	6.22
Advances To Suppliers	3,186.54	92.23
Advance Payment Of Tax	7,684.80	6,934.26
Other Advances	13.98	4.74
<b>Total</b>	<b>27,353.12</b>	<b>29,514.34</b>





## Schedules forming part of Balance Sheet as at 31st March, 2010

	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 11 : CURRENT LIABILITIES</b>		
Sundry Creditors :		
For Goods	44.75	8.16
For Expenses	107.81	626.09
Other Liabilities	660.42	390.18
Unpaid dividend	8.63	7.89
Overdraft balance as per Bank Book	-	161.29
Advance Against Booking	145.86	191.60
<b>Total</b>	<b>967.46</b>	<b>1,385.21</b>
<b>Schedule 12 : PROVISIONS</b>		
Provision For Taxation	7,701.01	6,944.42
Gratuity Payable	19.51	15.39
Provision For Leave Encashment	14.44	12.68
Proposed Dividend	390.33	390.33
Dividend Distribution Tax	66.32	66.32
<b>Total</b>	<b>8,191.61</b>	<b>7,429.13</b>

## Schedules forming part of Profit & Loss Account for the year ended 31st March, 2010

		(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009	
<b>Schedule - 13 : OTHER INCOME</b>			
Miscellaneous Income		90.61	19.66
		<b>90.61</b>	<b>19.66</b>
<b>Schedule - 14. : DECREASE IN STOCKS</b>			
Finished Goods		-	41.02
Closing Stock			
Opening Stock		41.02	1,025.38
Decrease in Stocks		<b>41.02</b>	<b>984.36</b>
<b>Schedule 15 : CONSTRUCTIONS AND OTHER EXPENSES</b>			
<b>Opening Work In Progress</b>			
Cost Of Land	39.31		39.31
Cost Of Infrastructure, Development And Filling	5,667.74		3,702.90
		5,707.05	3,742.21
<b>Addition During The Year</b>		3,500.85	3,146.89
		<b>9,207.89</b>	<b>6,889.10</b>
<b>Less Expenses Transferred to Profit &amp; Loss Account</b>			
<b>Construction Expenses</b>			
1 Material Cost	234.95		656.42
2 Labour Cost	116.14		88.55
3 Rates and Taxes	17.86		65.15
		368.95	810.12
<b>Other Expenses</b>			
4 Payment To Auditor	3.12		1.66
5 Sales Discount	36.27		22.52
6 Marketing Expenses	176.04		92.42
7 Power, Fuel & Water Charges	20.60		76.93
8 Communication Expenses	5.27		5.19
9 Traveling And Conveyance	22.98		15.25
10 Insurance	4.48		2.56
11 Legal And Professional Fees	64.26		25.25
12 Computer Expenses	1.89		1.27
13 Repairs And Maintenance	19.96		29.41
14 Bank Charges	1.47		1.34
15 Service Tax	0.21		2.43
16 Vehicle Expenses	16.61		28.45
17 Miscellaneous Expenses	93.47		67.24
		466.63	371.93
<b>Less : Closing Work In Progress</b>		8,372.33	5,707.05
<b>Total Construction Expenses</b>		<b>835.58</b>	<b>1,182.05</b>
<b>Schedule - 16. : PERSONNEL EXPENSES</b>			
Salaries, Wages and Bonus		19.45	285.30
Contribution to Provident Fund and Other Funds		0.60	3.78
Welfare Expenses		1.06	7.40
		<b>21.12</b>	<b>296.48</b>



## Schedules forming part of Profit & Loss Account for the year ended 31st March, 2010

	(Rs. in Lakhs)	
	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>Schedule - 17 : INTEREST</b>		
<b>Interest Expense (A)</b>		
Term Loans	96.70	611.39
Others	15.24	-
	<b>111.95</b>	<b>611.39</b>
<b>Interest Income (B)</b>		
On Bank Deposits	13.24	20.67
	<b>13.24</b>	<b>20.67</b>
<b>Net Interest Expense (A - B)</b>	<b>98.71</b>	<b>590.72</b>
<b>Tax Deducted at Source on</b>		
On Bank Deposits	1.44	3.27
	<b>1.44</b>	<b>3.27</b>

## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### SCHEDULE 18: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

#### I SIGNIFICANT ACCOUNTING POLICIES:

##### a Basis of Accounting:

- i. The financial statements are prepared under Historical Cost Convention and on accrual basis and are in accordance with the requirements of the Companies Act, 1956 of India (the "Act").
- ii. The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

##### b Fixed Assets:

Fixed Assets are stated at historical cost less accumulated depreciation. Cost is inclusive of inward freight, duties, taxes, and installation expenses.

##### c Investments:

Investments are stated at cost.

##### d Depreciation:

- (i) Indian Companies  
Depreciation has been provided on all the Assets on Straight Line Method, at the rates specified under Schedule XIV of the Act.
- (ii) Foreign Companies  
Depreciation has been provided by the foreign companies on methods and at the rates required/permissible by the applicable local laws so as to write off the assets over their useful life.

##### e Transaction in Foreign Currency:

- i. Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.
- ii. Monetary items denominated in foreign currencies at the year end and not covered by forward exchange contracts are translated at the year end rates and those covered by forward exchange contracts are translated at the rate ruling at the date of transaction as increased or decreased by the proportionate difference between the forward rate and exchange rate on the date of transaction, such difference having been recognized over the life of the contract.
- iii. Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.
- iv. Financial Statement in case of foreign operations of assets and liabilities are translated at the rate prevailing at the end of the year.

#### f Expenditure Pending Allocation:

- i) All Expenses including construction materials are accounted on Mercantile System of Accounts.
- ii) Expenses incurred for project if not completed at the end of the period are carried forwarded as work in progress.
- iii) Amount paid for regularization of construction work to Municipal Corporation is considered as expenses.

#### g Inventories:

- i. Unsold Flats & Convenient Units are valued at cost.
- ii. Valuation of construction material is not considered on year to year basis.

#### h. Borrowing Cost:

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

#### I. Sales:

Sales Revenue has been recognized by applying percentage completion method with respect to transferring significant risk and rewards of ownership to the buyers based upon agreement / allotment entered with them.

#### j. Retirement benefit:

In compliance with the Accounting Standard 15 Liability in respect of leave encashment and gratuity is provided on accrual basis. Company's contribution to statutory welfare funds is charged to Profit and Loss Account.

#### k. Provision for Current & Deferred Taxation:

##### (i) Indian Company

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax Liability resulting from "Timing difference" between book & taxable profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is reasonable certainty that the assets will be realized in future.

However where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax liabilities are reviewed as at each Balance Sheet date.





## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### (ii) Foreign Company

Foreign Companies recognize tax liabilities and assets in accordance with the applicable local laws.

### I. Impairment of Assets:

If the carrying amount of Fixed Assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

The carrying amounts of the fixed assets are reviewed at each Balance Sheet date. If the carrying amount exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

### m. Contingent Liabilities:

Contingencies, which are likely to materialize into liabilities till the date of approval of Accounts by the Board of Directors and having material effect, are being provided for. Other contingencies are shown as Contingent Liabilities by way of Notes to Accounts.

### II. Notes to Accounts:

- Figures of the previous year have been reworked, regrouped, reclassified and rearranged to confirm with the figures of the current year.
- In the Previous Year, the company filed composite scheme of arrangement under section 391 to 394 read with section 100 to 103 of the Companies Act 1956 to Demerge the business of Steel from AJMERA REALTY & INFRA INDIA LIMITED (ARIL) to the company Ajmera Precoated Steel Limited (now known as Shree Precoated Steels Limited) (SPSL) as per the scheme filed with Honorable High Court of Bombay. The Hon'ble High Court of Bombay vide order dated 21st March 2009 approved the scheme of demerger with effect from 01st April, 2008. (Appointed date)

The salient features of demerger scheme are :

- All assets (whether movable or immovable, real or personal, corporeal or incorporeal, present, future or contingent, tangible or intangible) wherever situated pertaining to and relating to the Steel Division;
- All present and future liabilities arising out of the activities or operations of Steel Business, including loans, debts, current liabilities and provisions, duties and obligations relating to the Steel Division;
- All permanent employees of ARIL employed in the Steel Division, as identified by the Board of Directors of ARIL, as on the Effective Date;

- With effect from the Appointed Date and upon the coming into effect of this Scheme and subject to the provisions of this Scheme the whole of the Steel Division of the ARIL, of whatsoever nature and wheresoever situated, shall, under the provisions of Sections 391 to 394 and all other applicable provisions of the Act, without any further act or deed, be transferred to and vested in and/or be deemed to be transferred to and vested in the Resulting Company at their book values as at the close of the business on the day immediately preceding the Appointed Date, so as to vest in the Resulting Company the right, title and interest of the ARIL therein;
- The transfer and vesting of the Steel Division as aforesaid shall be subject to the existing securities, charges, mortgages and other encumbrances if any, subsisting over or in respect of the property and assets or any part thereof relating to the Steel Division to the extent such securities, charges, mortgages, encumbrances are created to secure the liabilities forming part of the Steel Division.
- On the Scheme becoming operative, all staff, workmen and employees of the Steel Division of ARIL in service on the Effective Date shall be deemed to have become staff, workmen and employees of the Resulting Company with effect from the Appointed Date without any break in their service and on the basis of continuity of service, and the terms and conditions of their employment with ARIL shall not be less favourable than those applicable to them with reference to the Steel Division of ARIL on the Effective Date.
- The Remaining Business and all the assets, liabilities and obligations pertaining thereto shall continue to belong to and be vested in and be managed by ARIL.
- All costs, charges, taxes including duties, levies and all other expenses, if any (save as expressly otherwise agreed) arising out of or incurred in carrying out and implementing this Scheme and matters incidental thereto shall be borne by ARIL.
- Upon this Scheme becoming operative and upon vesting of the Steel Division of ARIL in the Resulting Company in terms of this Scheme, the Resulting Company, shall, without any further application or deed, issue and allot to every member of ARIL, holding fully paid up equity shares in ARIL and whose name appears in the Register of Members of ARIL on the Record Date, his/her heirs, executors, administrators or the successors-in-title, as the case may be, in respect of every 10(Ten) Equity share of the face value of Rs.10 (Rupees Ten Only) each fully paid-up held by him/ her/ it in ARIL, 7 (Seven) Equity share of the face value of Rs.10 each (Rupees Ten only) of the Resulting Company, as fully paid-up.
- The issue and allotment of New Equity Shares by Resulting Company to the shareholders of ARIL, as the case may be, as provided in this Scheme is an integral part thereof and

## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

shall be deemed to have been carried out as if the procedure laid down under Section 81(1A) and any other applicable provisions of the Act were duly complied with.

- k). The excess of book value of assets as appearing in the balance sheet of ARIL and transferred as a part of the Steel Division to the Resulting Company over the book value of liabilities transferred as a part of the Steel Division, shall be to the extent of Rs.82,79,80,420/- shall be debited to the Capital Reorganization Account and balance shall be debited to the Profit and Loss Account.
- l). All costs and expenses incurred as per Clause 20 below as well as other costs incidental with the finalisation of this Scheme, including the all advisory fees, stamp duty charges, meeting expenses, professional fees, consultant fees & expenses and any other expenses or charges attributable to the implementation of the Scheme, shall be borne by ARIL and, be adjusted against the balance in Profit and Loss Account in the books of ARIL;
- m). Upon the Scheme becoming effective and allotment of New Equity Shares by Resulting Company, the Old Equity Shares of the Resulting Company shall, without any application or deed, stand cancelled without any payments to the holders of such Old Equity Shares of Resulting Company.
- n). Existing equity share capital of ARIL of Rs.118,28,29,170/- representing 11,82,82,917 equity shares of Rs. 10/- each shall be reduced by Rs.82,79,80,420/- to Rs.35,48,48,750/- divided into 3,54,84,875 equity shares of Rs.10/- each fully paid-up with effect from the effective date. Accordingly, the equity shareholders shall receive 3 (Three) equity share of Rs.10/- each fully paid up for every 10 (Ten) equity share of Rs.10/- each fully paid up.
- o). The Reduction of the Equity Shares of ARIL as mentioned above shall be effected as an integral part of this Scheme without having to follow the process under Section 100 to 103 of the Act separately and the Order of the High Court sanctioning the Scheme shall be deemed to be also the Order under Section 102 of the Act for the purpose of confirming the reduction. The reduction would not involve either a diminution of liability in respect of unpaid share capital or payment of paid-up share capital to the shareholders and the provisions of Section 101 of the Act will not be applicable.

All formalities relating to demerger were completed on 17th April, 2009 (effective date). The accounts of the company have been prepared from 01st April, 2008 i.e. appointed date till 31st March, 2009.

### **3 Contingent liabilities not provided for in respect of:**

- a. There are certain disputed cases where appeal has been initiated with CIT/ ITAT (Appeals) on disallowance of Tax exemption U/S 80IB:  
For Assessment Year 2004 – 2005 (On Reassessment)

assessed Rs.991.51 lacs as tax liability on total income of Rs.1898.28 lacs.

For Assessment Year 2005 – 2006 (On Reassessment) assessed Rs.1.45 lacs as tax liability on total income of Rs.19.43 lacs.

For Assessment Year 2006 - 2007 assessed Rs.1337.18 lacs as tax liability on total income of Rs.3016.88 lacs.

For Assessment Year 2007 - 2008 assessed Rs.7.46 lacs as tax liability on total income of Rs. 16.22 lacs.

- b. Income Tax Demand raised by authorities for the period 1988-1989 to 1992 -1993 not accepted by the company amounting to Rs.2909 Lakhs. (Previous Year Rs.2909 Lakhs) the company has filed petition with the settlement commission under section 245 ( C ) of the Income Tax Act, 1961. Any Adjustment required would be accounted in the year in which final order is received.
- c. Demand from Sales Tax Recovery Officer – Kolkatta for Rs. 1 Lakh (Previous Year Rs. 1 Lakh)
- d. Suit filed against the Company not acknowledged as debts of Rs.137 Lakhs (Previous Year Rs. 53 Lakhs).
- e. Liability that may arise on account of the Financial Institution (SICOM) exercising their right of recompense as per the Board for Industrial Financial Reconstruction (BIFR) Scheme.
- f. Stamp Duty payable on account of reorganization/ reconstruction of the company is not yet determined as the same is pending for adjudication estimated of Rs.300 lacs.
5. Managerial remuneration (excluding provision for Gratuity and provision for leave encashment on retirement) paid/payable to Directors.

Directors other than Managing / Whole time directors:

(Rs. In Lakhs)

Particulars	2009-2010	2008-2009
<b>Sitting Fees</b>	<b>1.28</b>	<b>1.00</b>
<b>Total</b>	<b>1.28</b>	<b>1.00</b>

No salary and commission is payable to Wholetime Directors in view of waiver of salary and commission by them for the current year under review. The Company has been advised that the computation of the net profit for the purpose of remuneration to Director under Section 349 & 350 of the Act, need not be enumerated.



## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 6. Deferred Taxation:

The Company has net Deferred Tax Assets of Rs. 4242.53 Lakhs (Previous year Rs 4680.70 Lakhs) as on 31st March 2010 on account of net MAT Credit till 31st March 2010. As a prudence policy the said Deferred Tax Assets has not been recognized which is in accordance with the Accounting Standard – 22 issued by the Institute of Chartered Accountants of India.

Major components of deferred tax arising on account of timing differences are:

(Rs. In Lakhs)

Particulars	As at 31st March, 2010	As at 31st March, 2009
<b>Liabilities :</b>		
Depreciation	25.02	10.24
<b>Total Liabilities</b>	<b>25.02</b>	<b>10.24</b>
<b>Assets :</b>		
Retirement benefits / Expenses allowable on payment basis	28.23	8.14
<b>Total Assets</b>	<b>28.23</b>	<b>8.14</b>
<b>Net Liabilities</b>	<b>(3.22)</b>	<b>2.10</b>
Less : MAT Credit Till Date	(4239.31)	4682.80
<b>Deferred Tax Liability / (Assets) as on Balance Sheet Date</b>	<b>(4242.53)</b>	<b>(4680.70)</b>

## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 7. Employee Benefit

Consequent to Revised Accounting Standards 15 (AS-15) "Employee Benefits" read with guidance note on implementation of AS-15 issued by Institute of Chartered Accountants of India, effective from April 1, 2007, the company has reviewed and revised its accounting policy in respect of employee benefits.

Particulars	Amount in Rs. as on 31.03.2010		
	Gratuity	Leave Salary	Total
<b>[I] Reconciliation in Present Value of Obligation (PVO) - defined benefits</b>			
Current Service Cost	<b>4,99,935</b>	<b>2,76,964</b>	<b>7,76,899</b>
	4,60,116	5,08,035	968,151
Interest Cost	<b>1,23,109</b>	<b>1,01,403</b>	<b>2,24,512</b>
	1,24,179	92,260	2,16,439
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Benefits Paid	<b>NIL</b>	<b>(98,392)</b>	<b>(98,392)</b>
	(3,11,299)	(7,78,292)	(10,89,591)
Past service cost	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
PVO at the beginning of the year	<b>15,38,858</b>	<b>12,67,539</b>	<b>28,06,397</b>
	15,52,241	11,53,249	27,05,490
PVO at end of the year	<b>19,51,471</b>	<b>14,44,293</b>	<b>33,95,764</b>
	15,38,858	12,67,539	28,06,397
<b>[II] Change in fair value of plan assets :</b>			
Expected Return on plan assets	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Contribution by employers	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Benefits Paid	<b>NIL</b>	<b>(98,392)</b>	<b>(98,392)</b>
	(3,11,299)	(7,78,292)	(10,89,591)
Fair value of plan assets at the beginning of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Fair value of plan assets at end of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
<b>[III] Reconciliation of PVO and fair value of plan assets :</b>			
PVO at end of period	<b>19,51,471</b>	<b>14,44,293</b>	<b>33,95,764</b>
	15,38,858	12,67,539	28,06,397
Fair value of plan assets at end of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Funded status	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Unrecognised actuarial (gain)/ losses	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Net assets/(liability) recognised in the balance sheet	<b>(19,51,471)</b>	<b>(14,44,293)</b>	<b>(33,95,764)</b>
	(15,38,858)	(12,67,539)	(28,06,397)
<b>[IV] Net cost for the year ended March 31, 2010 :</b>			
Current Service Cost	<b>4,99,935</b>	<b>2,76,964</b>	<b>7,76,899</b>
	4,60,116	NIL	4,60,116
Interest Cost	<b>1,23,109</b>	<b>1,01,403</b>	<b>2,24,512</b>
	1,24,179	92,260	2,16,439
Expected Return on plan assets	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Net Cost	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
<b>[V] Category of assets as at March 31, 2010</b>			
<b>[VI] Actual return of plan assets</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>[VII] Assumption used in accounting for the Grauity &amp; Leave Salary plan:</b>			
Discount rate (%)	<b>8.25%</b>	<b>8.25%</b>	
	8%	8%	
Salary escalation rate(%)	<b>6%</b>	<b>6%</b>	
	6%	6%	
Expected amount of return on plan assets	<b>NIL</b>	<b>NIL</b>	
	NIL	NIL	

Figures in Bold represents current financial year & others represents for previous year.





## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

8. The Company primarily deals in the business of Real Estate and hence there is no Primary reportable segment in the context of Accounting Standard – 17 issued by ICAI.

### 9. **Related Party Disclosures:**

The related party and relationships, as identified by the Management and relied upon by the Auditors, with whom transactions have taken place during the year are:

#### a. **List of related parties and their relationship:**

<b>Name of the Party</b>	<b>Relationship</b>
A.G. Estate Private Limited	Associate
Ajmera Cement Private Limited	Associate
Ajmera Citi Developers Private Limited	Associate
Ajmera Estates (Karnataka) Private Limited	Subsidiary
Ajmera Housing Corporation	Associate
Ajmera Housing Corporation Bangalore	Associate
Ajmera Mayfair Global Reality W.L.L	Subsidiary
Ajmera Realcon Private Limited	Associate
Ajmera Reality Private Limited	Associate
Ajmera Steel Stripes Limited	Associate
Ajmera Water N Amusement Park Private Limited	Associate
Bombay Freezco Private Limited	Associate
Jolly Brothers Private Limited	Subsidiary
Four Brothers	Associate
Kunnuj Investment Private Limited	Associate
Nilkanth Tech-Park Private Limited	Associate
Pramukh Development Corporation	Associate
Rushabh Investment Private Limited	Associate
Sankalp Holdings Private Ltd	Associate
Shree Precoated Steel Limited	Associate
Vijay Nagar Appartment	Associate
Vijay Nagar Corporation	Associate
Yogi Nagar Vasahat Private Limited	Associate

## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

b. Directors and their relatives:

Name of the Party	Relationship
CHHOTALAL S. AJMERA	DIRECTORS
ISHWARLAL S. AJMERA	DIRECTORS
RAJNIKANT S. AJMERA	DIRECTORS
ASHWIN B. AJMERA HUF	RELATIVE OF DIRECTORS
ATUL C. AJMERA HUF	RELATIVE OF DIRECTORS
BHOGILAL S. AJMERA	RELATIVE OF DIRECTORS
BHOGILAL S. AJMERA HUF	RELATIVE OF DIRECTORS
BANDISH B. AJMERA HUF	RELATIVE OF DIRECTORS
BINAL S. AJMERA	RELATIVE OF DIRECTORS
JYOTI N. AJMERA	RELATIVE OF DIRECTORS
SANJAY C. AJMERA	RELATIVE OF DIRECTORS
DHAVAL R. AJMERA	RELATIVE OF DIRECTORS
DHAVAL R. AJMERA HUF	RELATIVE OF DIRECTORS
ISHWARLAL S. AJMERA HUF	RELATIVE OF DIRECTORS
JAYANT I. AJMERA	RELATIVE OF DIRECTORS
JAYANT I. AJMERA HUF	RELATIVE OF DIRECTORS
MANOJ I. AJMERA HUF	RELATIVE OF DIRECTORS
MEGHA S. AJMERA	RELATIVE OF DIRECTORS
NATWARLAL S. AJMERA	RELATIVE OF DIRECTORS
NATWARLAL S. AJMERA HUF	RELATIVE OF DIRECTORS
NIMISH S. AJMERA HUF	RELATIVE OF DIRECTORS
RAJNIKANT S. AJMERA HUF	RELATIVE OF DIRECTORS
SANJAY C. AJMERA HUF	RELATIVE OF DIRECTORS
SHASHIKANT S. AJMERA HUF	RELATIVE OF DIRECTORS
SHAILESH B. AJMERA HUF	RELATIVE OF DIRECTORS
SONALI A. AJMERA	RELATIVE OF DIRECTORS
SURENDRA I. AJMERA HUF	RELATIVE OF DIRECTORS
TANVI M. AJMERA	RELATIVE OF DIRECTORS
VEENA C. AJMERA	RELATIVE OF DIRECTORS



## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### c. Related Party Transactions

(Rs. in Lakhs)

Transactions	Associates/ Subsidiary	Directors and Relatives	Year ended 31.03.10 Balances
Purchase of Goods	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	45.00	NIL	0.19
Sale of Goods	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Finance received / (repaid) in form of Loans	<b>(563.49)</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Brokerage Paid	<b>NIL</b>	<b>52.92</b>	<b>NIL</b>
	NIL	54	NIL

Figures in Bold represents current financial year & others represents for previous year.

### d. Disclosure in respect of material transactions with related parties

(Rs. in Lakhs)

Nature of Transaction	Related Parties	2009-10	2008-09
		Amount(Rupees)	Amount(Rupees)
Material Purchase	Ajmera Cement Private Limited	<b>NIL</b>	45.00
Finance received / (Paid)	Ajmera Estates (Karnataka)		
	Private Limited	<b>2682.00</b>	0.00
	Shree Precoated Steels Limited	<b>(3245.49)</b>	0.00
Brokerage Paid	Ishwarlal S. Ajmera HUF	<b>3.00</b>	3.00
	Rajnikant S. Ajmera HUF	<b>3.01</b>	3.00
	Natwarlal S. Ajmera HUF	<b>2.76</b>	2.00
	Shashikant Ajmera HUF	<b>2.76</b>	3.00
	Surendra I Ajmera HUF	<b>3.00</b>	3.00
	Ashwin B Ajmera HUF	<b>3.00</b>	3.00
	Atul C Ajmera HUF	<b>3.03</b>	3.00
	Bandish B Ajmera HUF	<b>3.01</b>	3.00
	Bhogilal S Ajmera HUF	<b>3.02</b>	3.00
	Binal S Ajmera	<b>3.01</b>	3.00
	Dhaval Ajmera Huf	<b>2.78</b>	2.00
	Jayant I Ajmera HUF	<b>3.00</b>	3.00
	Manoj I Ajmera HUF	<b>3.00</b>	3.00
	Megha S Ajmera	<b>3.00</b>	3.00
	Nimish S Ajmera HUF	<b>2.76</b>	3.00
	Sanjay C Ajmera HUF	<b>2.76</b>	3.00
	Shailesh B Ajmera HUF	<b>3.02</b>	3.00
	Sonali A Ajmera	<b>3.00</b>	3.00
	Tanvi M Ajmera	<b>0.00</b>	3.00

## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 10. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

There are no delays in payment to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

The above information and that given in schedule 11 –“Current Liabilities” regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

### 11. Calculation of Earnings per Share:

(Rs. in Lakhs except Share Data and Earnings per Share)

	2009-2010	2008-2009
Profit available to Shareholders	1135.86	1818.50
<b>Weighted average number of Equity Shares of Rs. 10/- each outstanding during the year No. of Shares</b>	<b>3,54,84,875</b>	3,54,84,875
Basic Earning per Share (in Rs.)	3.20	5.12
<b>No. of Shares</b>	<b>3,54,84,875</b>	3,54,84,875
Diluted Earning per Share (in Rs.)	3.20	5.12

### 12.(i) Additional information pursuant to the provisions of Paras 3, 4C & 4D of Part II of the Schedule VI to the Companies Act, 1956.

Sr. No.	Particulars	Unit	Qty	Rupees in Lakhs
(A)	<b>Turnover</b>			
(a)	Sale of Flats	Sq. Ft.	<b>201,461</b> (56,475)	<b>18,292.63</b> (5,105.39)
(b)	Less Sales Returns	Sq. Ft.	<b>197,375</b> -	<b>15,935.39</b> -
	<b>Net Turnover</b>	Sq. Ft.	<b>4,086</b> (56,475)	<b>2,357.24</b> (5,105.39)
(B)	<b>Stock of Convenient Units</b>	Sq. Ft.	- (4,086)	- (41.02)

Figures in Bold represents current financial year & others represents for previous year.



## Schedules forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

12. (ii) Additional information pursuant to the provisions of Paras 3, 4C & 4D of Part II of the Schedule VI to the Companies Act, 1956.

		(Rs. in Lakhs)	
Sr.No.	Particulars	Year ended 31 st March 2010	Year ended 31 st March 2009
(A)	Value of Import on C.I.F. basis during the year.	Nil	Nil
(B)	Earning in Foreign Exchange	Nil	Nil
C)	Expenditure in Foreign Currency on account of:		
	(a) Traveling	4.28	-
	(b) Architecture Fees	92.95	353.19



# Information Pursuant To Part IV Schedule VI Of The Companies Act, 1956

## 13. Balance Sheet abstract and Company's general business profile.

(Rs. in Lakhs except EPS)

### I COMPANY'S REGISTRATION DETAILS :

Registration No.	:	35659
State Code	:	11
Balance Sheet Date	:	31st March, 2010

### II CAPITAL RAISED DURING THE PERIOD :

Public issue	:	Rs.	Nil
Right Issue	:	Rs.	Nil
Bonus Issue	:	Rs.	Nil
Private Placement (including Share Premium)	:	Rs.	Nil
Amalgamation	:	Rs.	Nil

### III DETAILS OF MOBILISATION AND DEPLOYMENT OF FUNDS :

Total Liabilities	:	Rs.	33,000.48
Total Assets	:	Rs.	33,000.48

#### SOURCES OF FUNDS:

Paid up Capital	:	Rs.	3,548.49
Equity Share Suspense	:	Rs.	Nil
Reserves & Surplus	:	Rs.	29,366.26
Secured Loans	:	Rs.	85.73
Unsecured Loans	:	Rs.	Nil
Deferred Tax Liability	:	Rs.	Nil

#### APPLICATION OF FUNDS :

Net Fixed Assets	:	Rs.	409.55
Capital work in Progress	:	Rs.	Nil
Investments	:	Rs.	4,245.77
Net Current Assets	:	Rs.	28,345.17

### IV PERFORMANCE OF COMPANY :

Total Income	:	Rs.	2,447.86
Total Expenditure	:	Rs.	1,079.36
Profit before Tax	:	Rs.	1,368.50
Profit after Tax	:	Rs.	1,135.86
Earning per share	:	Rs.	3.20
Dividend rate %	:	Rs.	11%

### V GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY :

(as per monetary terms) :

Product Description	:	Real Estate Development
Item Code No.	:	N. A.

### SIGNATURE TO SCHEDULE "I" TO "18"

As per our Audit Report of even date  
For and on behalf of

**V. PAREKH & ASSOCIATES**

Chartered Accountants

Firm Registration No : 107488W

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RASESH V. PAREKH**

Partner

Membership No. 38615

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

Place : MUMBAI

Date : 29<sup>th</sup> April, 2010

**HIRESH DHAKAN** - Asst. Company Secretary



## Consolidated Financial Statements

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# Auditors' Report

## Auditors report to the Board of Directors of Ajmera Realty & Infra India Limited on the consolidated financial statements of The Ajmera Realty & Infra India Limited and its subsidiary.

The Members,  
**Ajmera Realty & Infra India Limited**  
Mumbai

1. We have audited the attached Consolidated Balance Sheet of The Ajmera Realty & Infra India Limited ("the Company"), its subsidiaries as at 31st March, 2010 and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date annexed thereto.
2. 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 generally accepted auditing standards in India. These standards, require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are prepared in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. 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 overall the financial statements. We believe that our audit provides a reasonable basis for our opinion.
3. We further report that in respect of Foreign Subsidiary, we did not carry out the audit. These financial statements have been certified by management and have been furnished to us, and in our opinion, insofar as it relates to the amounts included in respect of the subsidiary, are based solely on these certified financial statement. Since the financial statements for the financial year ended 31st March, 2010, which were compiled by management of the company were not audited, any adjustments to their balances could have consequential effects on the attached consolidated financial statements. However, the size of this subsidiary in the consolidated position is not significant in relative terms. The details of assets and revenues in respect of these subsidiary to the extent to which they are reflected in the consolidated financial statements in case of Foreign Subsidiary Total Assets of which is Rs. 8849.19 Lacs, Revenues Nil which is certified by the Management.
4. We report that the consolidated financial statements have been prepared by the Company in accordance with the requirements of Accounting Standard on "Consolidated Financial Statements" (AS-21) and 'Accounting for Investment in Associates in Consolidated Financial Statements' (AS-23) issued by the Institute of Chartered Accountants of India.
5. Based on our audit and on consideration of the audit reports of other auditor on separate financial statements and on the other financial information of the components, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India.
  - a) In the case of the Consolidated Balance Sheets, of the consolidated state of affairs of the company and its subsidiaries as at 31st March, 2010.
  - b) In the case of Consolidated Profit and Loss Account, of the consolidated results of the operations of the company and its subsidiaries for the year then ended and
  - c) In the case of the consolidated cash flow statements, of the consolidated cash flows of the company and its subsidiaries for the year then ended.

For and on behalf of

**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

Place: Mumbai  
Dated: 29<sup>th</sup> April 2010

**RASESH V. PAREKH (PARTNER)**  
Membership No. 38615

# Consolidated Balance Sheet as on March 31, 2010

		(Rs. in Lakhs)	
	Schedule	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>I Sources Of Funds</b>			
<b>1 . Shareholders Fund</b>			
A) Capital	1	3,548.49	3,548.49
B) Reserve And Surplus	2	30,181.28	29,469.59
Minority Interest		45.89	-
<b>2 Loan Funds</b>			
A) Secured Loans	3	85.73	3,000.00
B) Unsecured Loans	4	3,574.20	0.11
<b>Total Funds Employed</b>		<b>37,435.59</b>	<b>36,018.19</b>
<b>II Application Of Funds</b>			
<b>1 . Fixed Assets</b>			
A) Gross Block		13,080.22	5,828.58
B) Less : Depreciation	5	61.04	29.29
C) Net Block		13,019.18	5,799.29
<b>2 . Investments</b>	6	3,410.80	748.40
<b>3. Current Assets, Loans And Advances</b>			
A) Inventories	7	9,466.44	5,804.96
B) Sundry Debtors	8	1,132.94	4,183.37
C) Cash And Bank Balances	9	1,395.80	172.78
D) Loans And Advances	10	18,382.76	28,317.62
		30,377.94	38,478.70
<b>4 . Less: Current Liabilities And Provisions</b>			
A) Liabilities	11	1,180.72	1,579.06
B) Provisions	12	8,191.61	7,429.14
		9,372.33	9,008.20
Net Current Assets		21,005.60	29,470.50
<b>Total Funds Applied</b>		<b>37,435.59</b>	<b>36,018.19</b>
<b>Significant Accounting Policies and Note to Accounts</b>	18		

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary





# Consolidated Profit & Loss Account for the year ended 31st March, 2010

			(Rs. in Lakhs)
	Schedule	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>INCOME :</b>			
Sales		2,390.01	5,788.92
Other Income	13	90.61	19.66
		<b>2,480.63</b>	<b>5,808.58</b>
<b>Expenditure :</b>			
Decrease In Stocks	14	41.02	984.36
Construction And Other Expenses	15	835.75	1,181.62
Demerger Expenses		61.39	-
Personnel Expenses	16	21.12	296.48
Interest	17	98.71	590.72
Depreciation	5	21.54	17.30
<b>Total</b>		<b>1,079.53</b>	<b>3,070.48</b>
<b>Profit Before Taxation</b>		<b>1,401.10</b>	<b>2,738.10</b>
Less: Provision For Taxation		-	-
Income Tax		232.58	232.80
Wealth Tax		0.07	-
Fringe Benefit Tax		-	3.39
		<b>232.64</b>	<b>236.19</b>
<b>Profit After Taxation</b>		<b>1,168.45</b>	<b>2,501.90</b>
<b>Balance Brought Forward</b>		<b>17,585.53</b>	<b>37,585.57</b>
<b>Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)</b>			<b>21,996.83</b>
		<b>17,585.53</b>	<b>15,585.74</b>
<b>Balance For Appropriation</b>		<b>18,753.98</b>	<b>18,087.64</b>
<b>Appropriations</b>			
Transfer To General Reserve		45.46	45.46
Proposed Dividend On Equity Shares		390.33	390.33
Dividend Distribution Tax		66.32	66.32
<b>Surplus Carried To Balance Sheet</b>		<b>18,251.87</b>	<b>17,585.53</b>
<b>Earning Per Share</b> (Refer Note 11 of Schedule 18)			
Basic Earnings Per Share		3.29	7.05
Diluted Earnings Per Share		3.29	7.05
<b>Significant Accounting Policies and Note to Accounts</b>	18		

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary

# Consolidated Cash Flow Statement for the year ended 31st March, 2010

(Rs. in Lakhs)

	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit for the year before Taxes and adjustments	1,401.10	2,738.10
Adjustment for :		
Depreciation and Write offs	21.54	17.30
Interest (Net)	98.71	590.72
Other Income	-	(19.66)
Fixed Assets/ Preliminary Expenses written off	-	(0.14)
Loss / (Profit) (Net) from Sale of Fixed Assets	(0.59)	-
<b>Operating Profit before Working Capital Changes</b>	<b>1,520.76</b>	<b>3,325.75</b>
Adjustment for :		
Trade and Other Receivables	12,985.25	(1,900.29)
Inventories	(3,661.49)	(1,021.88)
Trade Payable	320.32	4,708.95
<b>Cash Generated from Operations</b>	<b>11,164.84</b>	<b>5,112.52</b>
Interest (Net) Paid	(98.71)	(590.72)
Taxes Paid	(232.64)	(236.19)
Prior Period Expenses	-	-
Payment of Dividend	(390.33)	(1,301.11)
Payment of Dividend Distribution Tax	(66.32)	(221.13)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>10,443.16</b>	<b>2,763.37</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Increase in Fixed Assets (Including Capital Work-in-Progress)	(7,219.89)	(84.43)
Purchase of Investments	(2,662.41)	(697.04)
Sale of Fixed Assets	2.33	-
Goodwill Written Off	-	-
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>(9,879.96)</b>	<b>(781.47)</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Shares		-
Proceeds From Long Term Borrowings	85.73	-
Repayment of Long Term Borrowings	(3,000.00)	(2,000.00)
Proceeds From Short Term Borrowings	-	-
Repayment of Unsecured Loans	3,574.09	-
Proceeds From Unsecured Loans	-	(407.16)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>659.82</b>	<b>(2,407.16)</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>1,223.02</b>	<b>(425.26)</b>
1) OPENING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	172.78	598.04
2) CLOSING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	1,395.80	172.78

As per our Audit Report of even date

For and on behalf of

**V. PAREKH & ASSOCIATES**

Chartered Accountants

Firm Registration No : 107488W

**RASESH V. PAREKH**

Partner

Membership No. 38615

Place : MUMBAI

Date : 29<sup>th</sup> April, 2010

70 Ajmera Realty & Infra India Ltd.

For and on behalf of Board

**Ajmera Realty & Infra India Limited**

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

**HIRESH DHAKAN** - Asst. Company Secretary



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010

	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 1 : SHAREHOLDERS FUNDS</b>		
Authorised Capital	15,000.00	15,000.00
15,00,00,000 Equity Shares Of Rs.10/- Each((Previous Year 15,00,00,000 Equity Shares Of Rs.10/- Each)		
<b>Total</b>	<b>15,000.00</b>	<b>15,000.00</b>
Issued, Subscribed and Paid up		
[3,54,84,875 (Previous Year 3,54,84,875) Equity Shares Of Rs. 10/- Each Fully Paid-Up.During the previous year re-Organisation of Equity Share Capital of 8,27,98,042, pursuant to the demerger scheme]	3,548.49	3,548.49
<b>Total</b>	<b>3,548.49</b>	<b>3,548.49</b>
<b>Schedule 2 : RESERVES AND SURPLUS</b>		
<b>Capital Subsidy (As Per Last Balance Sheet)</b>	-	30.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	30.00
		-
<b>Capital Reserve (As Per Last Balance Sheet)</b>	<b>1,342.27</b>	<b>1,243.00</b>
<b>Share Premium Account (As Per Last Balance Sheet)</b>	<b>3,432.43</b>	<b>3,432.43</b>
<b>General Reserve (As per Last Balance Sheet)</b>	<b>7,109.25</b>	<b>7,163.17</b>
Add : Transfer From Profit & Loss Account	<b>45.46</b>	<b>45.46</b>
	<b>7,154.71</b>	<b>7,208.63</b>
Surplus in Profit & Loss Account	<b>18,251.87</b>	<b>17,585.53</b>
<b>Total</b>	<b>30,181.28</b>	<b>29,469.59</b>
<b>Schedule 3 : SECURED LOAN</b>		
(refer note no.2 of Schedule no.18)		
<b>TERM LOAN</b>		
<b>Housing Development Corporation Limited</b>	-	3,000.00
Payable within 1 Year Rs. Nil. (Previous Year Rs.3000 Lakhs)		
<b>Industrial Development Bank Of India Limited</b>		
Balance as per Last Balancesheet	-	2,161.91
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	2,161.91
		-
<b>Sicom Limited</b>		
Balance as per Last Balancesheet	-	100.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	100.00
		-
<b>Allahabad Bank</b>		
Balance as per Last Balancesheet	-	3,499.82
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	3,499.82
		-
<b>State Bank Of India</b>		
Balance as per Last Balancesheet	-	1,313.82
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	1,313.82
		-

## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010

	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>State Bank Of Indore</b>		
Balance as per Last Balancesheet	-	666.64
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	666.64
		-
<b>State Bank Of Patiala</b>		
Balance as per Last Balancesheet	-	665.62
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	665.62
		-
<b>Industrial Development Bank Of India Limited</b>		
Balance as per Last Balancesheet	-	1,500.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	1,500.00
		-
<b>Yes Bank Limited</b>		
Balance as per Last Balancesheet	-	3,000.00
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	3,000.00
		-
<b>WORKING CAPITAL FROM BANKS</b>		
Balance as per Last Balancesheet	-	19,005.73
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	19,005.73
		-
<b>HIRE PURCHASE LOAN</b>		
Balance as per Last Balancesheet	-	30.64
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	30.64
		-
<b>VEHICLE HIRE PURCHASE LOAN</b> (Payable Within 1Year Rs.32.93 Lakhs)	85.73	-
<b>Total</b>	85.73	3,000.00
<b>Schedule 4 : UN SECURED LOANS</b>		
<b>From Promoters</b>		
Balance as per Last Balancesheet	-	23,657.16
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	23,657.16
		-
<b>Sicom Limited</b>		
Balance as per Last Balancesheet	-	427.29
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	427.29
		-
<b>Sales Tax Deferment Loan</b>		
Balance as per Last Balancesheet	-	2,555.67
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	2,555.67
		-
<b>Buyer's Credit From Bank</b>		
Balance as per Last Balancesheet	-	1,413.60
Less Adjustment pursuant to scheme of Demerger (refer note no.2 of Schedule no.18)	-	1,413.60
		-
<b>From Corporate Bodies</b>	3,574.20	0.11
<b>Total</b>	3,574.20	0.11



# Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010

## Schedule 5 : FIXED ASSETS

Schedule 5 : FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		(Rs. in Lakhs)	
	As On 1.04.2009	Additions During The Year	Deductions During The Year	As On 31.03.2010	As On 1.04.2009	For the Year	Deductions During the Year	Up to 31-03-2010		As on 31-03-2009
Goodwill	4,159.90	-	-	4,159.90	-	-	-	-	4,159.90	4,159.90
Land	4,576.19	2,400.64	-	6,976.83	-	-	-	-	6,976.83	6,976.83
Leasehold Land	1,446.68	-	-	1,446.68	-	-	-	-	1,446.68	1,446.68
Buildings	-	-	-	-	-	-	-	-	-	-
Plant & Machinery	100.38	1.96	-	102.33	6.25	6.09	-	12.34	89.99	100.38
Vehicle	37.97	118.92	2.43	154.45	6.27	7.88	0.69	13.46	140.99	32.15
Computers & Printers	48.79	30.79	-	79.58	12.85	8.39	-	21.24	58.33	48.79
Office Equipment	14.93	10.48	-	25.41	2.39	1.80	-	4.19	21.23	9.08
Furniture & Fixtures	43.26	91.79	-	135.04	4.50	5.31	-	9.81	125.24	31.62
Total	10,428.08	2,654.57	2.43	13,080.22	32.26	29.47	0.69	61.04	13,019.18	5,828.58
PREVIOUS YEAR	5,743.59	84.99	-	5,828.58	11.99	17.30	-	29.29	5,799.29	45,446.58



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010

	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 6 : INVESTMENTS</b>		
<b>Unquoted :Non Trade in Shares</b>		
"In Ajmera Mayfair Global Realty W.L.L. 1200 (Previous Year 1200) Equity Shares Of Bahrain Dinar. 50/- Each Fully Paid."	-	64.97
In Shares of Bombay Mercantile Co-operative Bank Limited 10 (Previous Year 10)	0.00	-
In Capital of Partnership Firm	3,410.80	748.40
<b>Total</b>	<b>3,410.80</b>	<b>748.40</b>
<b>Schedule 7 : INVENTORIES</b>		
(At cost or market Value whichever is lower as certified by management)		
Finished Goods (Flats & Convient Units)	-	41.02
Work In Progress (Real Estate)	9,466.44	5,763.93
<b>Total</b>	<b>9,466.44</b>	<b>5,804.96</b>
<b>Schedule 8 : SUNDRY DEBTORS</b>		
<b>[Unsecured] [Considered Good]</b>		
Outstanding for More than Six Months	248.09	2,754.45
Others	884.85	1,428.89
<b>Total</b>	<b>1,132.94</b>	<b>4,183.34</b>
<b>Schedule 9 : CASH AND BANK BALANCE</b>		
Cash On Hand	12.21	34.34
Balance With Scheduled Banks :		
In Current Account/ Cash Credit Accounts	1383.59	138.44
<b>Total</b>	<b>1,395.80</b>	<b>172.78</b>
<b>Schedule 10 : LOANS AND ADVANCES</b>		
<b>[Unsecured and Considered Good]</b>		
Advances (Recoverable In Cash Or In Kind Or For Value To Be Received)	7,246.91	14,345.91
Deposits	109.11	6.22
Advances To Suppliers	3,186.54	92.23
Advance Payment Of Tax	7,684.80	6,934.26
Other Advances	155.40	4.74
<b>Total</b>	<b>18,382.76</b>	<b>28,317.62</b>



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010

	(Rs. in Lakhs)	
	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Schedule 11 : CURRENT LIABILITIES</b>		
Sundry Creditors :		
For Goods	50.17	8.16
For Expenses	115.00	633.48
Other Liabilities	861.06	576.64
Unpaid dividend	8.63	7.89
Overdraft balance as per Bank Book	-	161.29
Advance Against Booking	145.86	191.60
<b>Total</b>	<b>1,180.72</b>	<b>1,579.06</b>
<b>Schedule 12 : PROVISIONS</b>		
Provision For Taxation	7,701.01	6,944.42
Gratuity Payable	19.51	15.39
Provision For Leave Encashment	14.44	12.68
Proposed Dividend	390.33	390.33
Dividend Distribution Tax	66.32	66.32
	<b>8,191.61</b>	<b>7,429.14</b>

# Schedules forming part of Consolidated Profit & Loss Account for the year ended 31st March, 2010

	(Rs. in Lakhs)	
	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>Schedule - 13 : OTHER INCOME</b>		
Miscellaneous Income	90.61	19.66
Insurance Claim Received	-	-
	<b>90.61</b>	<b>19.66</b>
<b>Schedule - 14. : DECREASE IN STOCKS</b>		
Finished Goods		
Closing Stock	-	41.02
Opening Stock	41.02	1,025.38
Decrease in Stock	<b>41.02</b>	<b>984.36</b>
<b>Schedule 15 : CONSTRUCTIONS AND OTHER EXPENSES</b>		
Opening Work In Progress		
Cost Of Land	39.31	39.31
Cost Of Infrastructure, Development And Filling	5,667.74	3,702.90
	<b>5,707.05</b>	<b>3,742.21</b>
<b>Addition During The Year</b>	<b>3,500.85</b>	<b>3,146.89</b>
	<b>9,207.89</b>	<b>6,889.67</b>
<b>Less Expenses Transferred to Profit &amp; Loss Account</b>		
<b>Construction Expenses</b>		
1 Material Cost	234.95	656.42
2 Labour Cost	116.14	88.55
3 Rates and Taxes	17.86	65.15
	<b>368.95</b>	<b>810.12</b>
<b>Other Expenses</b>		
4 Payment To Auditor	3.12	1.66
5 Sales, Discount	36.27	22.52
6 Marketing Expenses	176.04	92.42
7 Power, Fuel & Water Charges	20.60	76.93
8 Communication Expenses	5.27	5.19
9 Traveling And Conveyance	22.98	15.25
10 Insurance	4.48	2.56
11 Legal And Professional Fees	64.26	25.25
12 Computer Expenses	1.89	1.27
13 Repairs And Maintenance	19.96	29.41
14 Bank Charges	1.47	1.34
15 Service Tax	0.21	2.43
16 Vehicle Expenses	16.61	28.45
17 Miscellaneous Expenses	93.64	66.81
	<b>466.80</b>	<b>371.50</b>
<b>Less : Closing Work In Progress</b>	<b>8,372.32</b>	<b>5,707.05</b>
<b>Total Construction Expenses</b>	<b>835.75</b>	<b>1,181.62</b>
<b>Schedule - 16. : PERSONNEL EXPENSES</b>		
Salaries, Wages and Bonus	19.45	285.30
Contribution to Provident Fund and Other Funds	0.60	3.78
Welfare Expenses	1.06	7.40
	<b>21.12</b>	<b>296.48</b>



## Schedules forming part of Consolidated Profit & Loss Account for the year ended 31st March, 2010

	Year Ended 31 <sup>st</sup> March, 2010	(Rs. in Lakhs) Year Ended 31 <sup>st</sup> March, 2009
<b>Schedule - 17 : INTEREST</b>		
<b>Interest Expense (A)</b>		
Term Loans	96.70	611.39
Others	15.24	-
	<b>111.95</b>	<b>611.39</b>
<b>Interest Income (B)</b>		
On Bank Deposits	13.24	20.67
	<b>13.24</b>	<b>20.67</b>
<b>Net Interest Expense (A - B)</b>	<b>98.71</b>	<b>590.72</b>
<b>Tax Deducted at Source on</b>		
On Bank Deposits	1.44	3.27
	<b>1.44</b>	<b>3.27</b>

## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### **SCHEDULE 18: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**

#### **Principals of Consolidation**

The Consolidated financial statements relate to Ajmera Realty and Infra India Limited and its subsidiary company. The consolidated financial statements are prepared on the following basis: -

- a. The financial statements of the Company and its subsidiary company are combined on a line - by - line basis by adding together the book values of like items of Assets, liabilities, income and expenditures, after carefully eliminating intra-group balances and intra-group transactions in accordance with the Accounting Standard – 21 "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.
- b. The difference between the cost of investments in the subsidiary over the net assets at the time of acquisition of shares in the subsidiary is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- c. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

#### **I SIGNIFICANT ACCOUNTING POLICIES:**

##### **a Basis of Accounting:**

- i. The financial statements are prepared under Historical Cost Convention and on accrual basis and are in accordance with the requirements of the Companies Act, 1956 of India (the "Act").
- ii. The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

##### **b Fixed Assets:**

Fixed Assets are stated at historical cost less accumulated depreciation. Cost is inclusive of inward freight, duties, taxes, and installation expenses;

##### **c Investments:**

Investments are stated at cost.

##### **d Depreciation:**

Depreciation has been provided on all the Assets on Straight Line Method, at the rates specified under Schedule XIV of the Act.

##### **e Transaction in Foreign Currency:**

- i. Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.

- ii. Monetary items denominated in foreign currencies at the year end and not covered by forward exchange contracts are translated at the year end rates and those covered by forward exchange contracts are translated at the rate ruling at the date of transaction as increased or decreased by the proportionate difference between the forward rate and exchange rate on the date of transaction, such difference having been recognized over the life of the contract.
- iii. Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.

##### **f Expenditure Pending Allocation:**

- i) All Expenses including construction materials are accounted on Mercantile System of Accounts.
- ii) Expenses incurred for project if not completed at the end of the period are carried forwarded as work in progress.
- iii) Amount paid for regularization of construction work to Municipal Corporation is considered as expenses.

##### **g Inventories:**

- i. Unsold Flats & Convenient Units are valued at cost.
- ii. Valuation of construction material is not considered on year to year basis.

##### **h. Borrowing Cost:**

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

##### **i. Sales:**

Sales Revenue has been recognized by applying percentage completion method with respect to transferring significant risk and rewards of ownership to the buyers based upon agreement / allotment entered with them.

##### **j. Retirement benefit:**

In compliance with the Accounting Standard 15 Liability in respect of leave encashment and gratuity is provided on accrual basis. Company's contribution to statutory welfare funds is charged to Profit and Loss Account.

##### **k. Provision for Current & Deferred Taxation:**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax Liability resulting from "Timing difference" between book & taxable profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is reasonable certainty



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

that the assets will be realized in future.

However where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax liabilities are reviewed as at each Balance Sheet date

### **I. Impairment of Assets:**

If the carrying amount of Fixed Assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

The carrying amounts of the fixed assets are reviewed at each Balance Sheet date. If the carrying amount exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of the net selling price and the value in use determined by the present value of estimated future cash flows.

### **m. Contingent Liabilities:**

Contingencies, which are likely to materialize into liabilities till the date of approval of Accounts by the Board of Directors and having material effect, are being provided for. Other contingencies are shown as Contingent Liabilities by way of Notes to Accounts.

### **II. NOTES TO ACCOUNTS:**

1. Figures of the previous year have been reworked, regrouped, reclassified and rearranged to confirm with the figures of the current year.
2. In the Previous Year, the company filled composite scheme of arrangement under section 391 to 394 read with section 100 to 103 of the companies act 1956 to Demerged the business of Steel from AJMERA REALTY & INFRA INDIA LIMITED (ARIL) to the company Ajmera Precoated Steel Limited (now known as Shree Precoated Steels Limited) (SPSL) as per the scheme filled with Honorable High Court of Bombay. The Hon'ble High Court of Bombay vide order dated 21st March 2009 approved the scheme of demerger with effect from 01st April, 2008. (Appointed date)

The salient features of demerger scheme are :

- a) All assets (whether movable or immovable, real or personal, corporeal or incorporeal, present, future or contingent, tangible or intangible) wherever situated pertaining to and relating to the Steel Division;
- b) All present and future liabilities arising out of the activities or operations of Steel Business, including loans, debts, current liabilities and provisions, duties and obligations relating to the Steel Division;
- c) All permanent employees of ARIL employed in the Steel

Division, as identified by the Board of Directors of ARIL, as on the Effective Date;

- d) With effect from the Appointed Date and upon the coming into effect of this Scheme and subject to the provisions of this Scheme the whole of the Steel Division of the ARIL, of whatsoever nature and wheresoever situated, shall, under the provisions of Sections 391 to 394 and all other applicable provisions of the Act, without any further act or deed, be transferred to and vested in and/or be deemed to be transferred to and vested in the Resulting Company at their book values as at the close of the business on the day immediately preceding the Appointed Date, so as to vest in the Resulting Company the right, title and interest of the ARIL therein;
- e) The transfer and vesting of the Steel Division as aforesaid shall be subject to the existing securities, charges, mortgages and other encumbrances if any, subsisting over or in respect of the property and assets or any part thereof relating to the Steel Division to the extent such securities, charges, mortgages, encumbrances are created to secure the liabilities forming part of the Steel Division.
- f) On the Scheme becoming operative, all staff, workmen and employees of the Steel Division of ARIL in service on the Effective Date shall be deemed to have become staff, workmen and employees of the Resulting Company with effect from the Appointed Date without any break in their service and on the basis of continuity of service, and the terms and conditions of their employment with ARIL shall not be less favourable than those applicable to them with reference to the Steel Division of ARIL on the Effective Date.
- g) The Remaining Business and all the assets, liabilities and obligations pertaining thereto shall continue to belong to and be vested in and be managed by ARIL.
- h) All costs, charges, taxes including duties, levies and all other expenses, if any (save as expressly otherwise agreed) arising out of or incurred in carrying out and implementing this Scheme and matters incidental thereto shall be borne by ARIL.
- i) Upon this Scheme becoming operative and upon vesting of the Steel Division of ARIL in the Resulting Company in terms of this Scheme, the Resulting Company, shall, without any further application or deed, issue and allot to every member of ARIL, holding fully paid up equity shares in ARIL and whose name appears in the Register of Members of ARIL on the Record Date, his/her heirs, executors, administrators or the successors-in-title, as the case may be, in respect of every 10(Ten) equity share of the face value of Rs.10 (Rupees Ten Only) each fully paid-up held by him/ her/ it in ARIL, 7 (Seven) equity share of the face value of Rs.10 each (Rupees Ten Only) of the Resulting Company, as fully paid-up.
- j) The issue and allotment of New Equity Shares by Resulting Company to the shareholders of ARIL, as the case may be,



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

as provided in this Scheme is an integral part thereof and shall be deemed to have been carried out as if the procedure laid down under Section 81(1A) and any other applicable provisions of the Act were duly complied with.

- k) The excess of book value of assets as appearing in the balance sheet of ARIL and transferred as a part of the Steel Division to the Resulting Company over the book value of liabilities transferred as a part of the Steel Division, shall be to the extent of Rs.82,79,80,420/- shall be debited to the Capital Reorganization Account and balance shall be debited to the Profit and Loss Account.
- l) All costs and expenses incurred as per Clause 20 below as well as other costs incidental with the finalisation of this Scheme, including the all advisory fees, stamp duty charges, meeting expenses, professional fees, consultant fees & expenses and any other expenses or charges attributable to the implementation of the Scheme, shall be borne by ARIL and, be adjusted against the balance in Profit and Loss Account in the books of ARIL;
- m) Upon the Scheme becoming effective and allotment of New Equity Shares by Resulting Company, the Old Equity Shares of the Resulting Company shall, without any application or deed, stand cancelled without any payments to the holders of such Old Equity Shares of Resulting Company.
- n) Existing equity share capital of ARIL of Rs.118,28,29,170/- representing 11,82,82,917 equity shares of Rs. 10/- each shall be reduced by Rs.82,79,80,420/- to Rs.35,48,48,750/- divided into 3,54,84,875 equity shares of Rs.10/- each fully paid-up with effect from the effective date. Accordingly, the equity shareholders shall receive 3 (Three) equity share of Rs.10/- each fully paid up for every 10 (Ten) equity share of Rs.10/- each fully paid up.
- o) The Reduction of the Equity Shares of ARIL as mentioned above shall be effected as an integral part of this Scheme without having to follow the process under Section 100 to 103 of the Act separately and the Order of the High Court sanctioning the Scheme shall be deemed to be also the Order under Section 102 of the Act for the purpose of confirming the reduction. The reduction would not involve either a diminution of liability in respect of unpaid share capital or payment of paid-up share capital to the shareholders and the provisions of Section 101 of the Act will not be applicable.

All formalities relating to demerger were completed on 17th April, 2009 (effective date).

### **3 Contingent liabilities not provided for in respect of:**

- a. There are certain disputed cases where appeal has been initiated with CIT/ITAT (Appeals) on disallowance of Tax exemption U/S 80IB:

For Assessment Year 2004 – 2005 (On Reassessment) assessed Rs.991.51 lacs as tax liability on total income of Rs.1898.28 lacs.

For Assessment Year 2005 – 2006 (On Reassessment) assessed Rs.1.45 lacs as tax liability on total income of Rs.19.43 lacs.

For Assessment Year 2006 - 2007 assessed Rs.1337.18 lacs as tax liability on total income of Rs.3016.88 lacs.

For Assessment Year 2007 - 2008 assessed Rs.7.46 lacs as tax liability on total income of Rs.16.22 lacs.

- b. Income Tax Demand raised by authorities for the period 1988-1989 to 1992 -1993 not accepted by the company amounting to Rs.2909 Lakhs. (Previous Year Rs.2909. Lakhs) the company has filed petition with the settlement commission under section 245 ( C ) of the Income Tax Act,1961, Any Adjustment required would be accounted in the year in which final order is received.
  - c. Demand from Sales Tax Recovery Officer – Kolkatta for Rs.1 Lakh (Previous Year Rs. 1 Lakh)
  - d. Suit filed against the Company not acknowledged as debts of Rs.137 Lakhs (Previous Year Rs. 53 Lakhs).
  - e. Liability that may arise on account of the Financial Institution (SICOM) exercising their right of recompense as per the Board for Industrial Financial Reconstruction (BIFR) Scheme.
  - f. Stamp Duty payable on account of reorganization/ reconstruction of the company is not yet determined as the same is pending for adjudication estimated of Rs.300 lacs.
5. Managerial remuneration (excluding provision for Gratuity and provision for leave encashment on retirement) paid/payable to Directors:

Directors other than managing / whole time directors:

(Rs. In Lakhs)

Particulars	2009-2010	2008-2009
<b>Sitting Fees</b>	<b>1.28</b>	<b>1.00</b>
<b>Total</b>	<b>1.28</b>	<b>1.00</b>

No salary and commission is payable to Wholetime Directors in view of waiver of salary and commission by them for the current year under review. The Company has been advised that the computation of the net profit for the purpose of remuneration to Director under Section 349 & 350 of the Act need not be enumerated.



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 6. Deferred Taxation:

The Company has net Deferred Tax Assets of Rs. 4242.53 Lakhs (Previous year Rs 4680.70 Lakhs) as on 31st March 2010 on account of net MAT Credit till 31st March 2010. As a prudence policy the said Deferred Tax Assets has not been recognized which is in accordance with the Accounting Standard – 22 issued by the Institute of Chartered Accountants of India.

Major components of deferred tax arising on account of timing differences are

(Rs. In Lakhs)		
Particulars	As at 31st March, 2010	As at 31st March, 2009
<b>Liabilities :</b>		
Depreciation	25.02	10.24
<b>Total Liabilities</b>	<b>25.02</b>	<b>10.24</b>
<b>Assets :</b>		
Retirement benefits / Expenses allowable on payment basis	28.23	8.14
<b>Total Assets</b>	<b>28.23</b>	<b>8.14</b>
<b>Net Liabilities</b>	<b>(3.22)</b>	2.10
Less : MAT Credit Till Date	(4239.31)	4682.80
<b>Deferred Tax Liability / (Assets) as on Balance Sheet Date</b>	<b>(4242.53)</b>	<b>(4680.70)</b>

## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 7. Employee Benefit

Consequent to Revised Accounting Standards 15 (AS-15) "Employee Benefits" read with guidance note on implementation of AS-15 issued by Institute of Chartered Accountants of India, effective from April 1, 2007, the company has reviewed and revised its accounting policy in respect of employee benefits.

Particulars	Amount in Rs. as on 31.03.2010		
	Gratuity	Leave Salary	Total
<b>[I] Reconciliation in Present Value of Obligation (PVO) - defined benefits</b>			
Current Service Cost	<b>4,99,935</b>	<b>2,76,964</b>	<b>7,76,899</b>
	4,60,116	5,08,035	968,151
Interest Cost	<b>1,23,109</b>	<b>1,01,403</b>	<b>2,24,512</b>
	1,24,179	92,260	2,16,439
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Benefits Paid	<b>NIL</b>	<b>(98,392)</b>	<b>(98,392)</b>
	(3,11,299)	(7,78,292)	(10,89,591)
Past service cost	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
PVO at the beginning of the year	<b>15,38,858</b>	<b>12,67,539</b>	<b>28,06,397</b>
	15,52,241	11,53,249	27,05,490
PVO at end of the year	<b>19,51,471</b>	<b>14,44,293</b>	<b>33,95,764</b>
	15,38,858	12,67,539	28,06,397
<b>[II] Change in fair value of plan assets :</b>			
Expected Return on plan assets	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Contribution by employers	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Benefits Paid	<b>NIL</b>	<b>(98,392)</b>	<b>(98,392)</b>
	(3,11,299)	(7,78,292)	(10,89,591)
Fair value of plan assets at the beginning of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Fair value of plan assets at end of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
<b>[III] Reconciliation of PVO and fair value of plan assets :</b>			
PVO at end of period	<b>19,51,471</b>	<b>14,44,293</b>	<b>33,95,764</b>
	15,38,858	12,67,539	28,06,397
Fair value of plan assets at end of the year	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Funded status	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Unrecognised actuarial (gain)/ losses	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Net assets/(liability) recognised in the balance sheet	<b>(19,51,471)</b>	<b>(14,44,293)</b>	<b>(33,95,764)</b>
	(15,38,858)	(12,67,539)	(28,06,397)
<b>[IV] Net cost for the year ended March 31, 2010 :</b>			
Current Service Cost	<b>4,99,935</b>	<b>2,76,964</b>	<b>7,76,899</b>
	4,60,116	NIL	4,60,116
Interest Cost	<b>1,23,109</b>	<b>1,01,403</b>	<b>2,24,512</b>
	1,24,179	92,260	2,16,439
Expected Return on plan assets	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Actuarial (gain)/ losses	<b>(2,10,431)</b>	<b>(1,03,221)</b>	<b>(3,13,652)</b>
	(2,86,379)	2,91,937	5,558
Net Cost	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
<b>[V] Category of assets as at March 31, 2010</b>			
<b>[VI] Actual return of plan assets</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>[VII] Assumption used in accounting for the Grauity &amp; Leave Salary plan:</b>			
Discount rate (%)	<b>8.25%</b>	<b>8.25%</b>	
	8%	8%	
Salary escalation rate(%)	<b>6%</b>	<b>6%</b>	
	6%	6%	
Expected amount of return on plan assets	<b>NIL</b>	<b>NIL</b>	
	NIL	NIL	

Figures in Bold represents current financial year & others represents for previous year.



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

8. The Company primarily deals in the business of Real Estate and hence there is no Primary reportable segment in the context of Accounting Standard – 17 issued by ICAI.

### 9. Related Party Disclosures:

The related party and relationships, as identified by the Management and relied upon by the Auditors, with whom transactions have taken place during the year are:

#### a. List of related parties and their relationship:

Name of the Party	Relationship
A.G. Estate Private Limited	Associate
Ajmera Cement Private Limited	Associate
Ajmera Citi Developers Private Limited	Associate
Ajmera Estates (Karnataka) Private Limited	Subsidiary
Ajmera Housing Corporation	Associate
Ajmera Housing Corporation Bangalore	Associate
Ajmera Mayfair Global Reality W.L..L	Subsidiary
Ajmera Realcon Private Limited	Associate
Ajmera Reality Private Limited	Associate
Ajmera Steel Stripes Limited	Associate
Ajmera Water N Amusement Park Private Limited	Associate
Bombay Freeezco Private Limited	Associate
Jolly Brothers Private Limited	Associate
Kunnuj Investment Private Limited	Associate
Nilkanth Tech-Park Private Limited	Associate
Pramukh Development Corporation	Associate
Rushabh Investment Private Limited	Associate
Sankalp Holdings Private Ltd	Associate
Shree Precoated Steel Limited	Associate
Vijay Nagar Appartment	Associate
Vijay Nagar Corporation	Associate
Yogi Nagar Vasahat Private Limited	Associate

## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

b. Directors and their relatives:

Name of the Party	Relationship
CHHOTALAL S. AJMERA	DIRECTORS
ISHWARLAL S. AJMERA	DIRECTORS
RAJNIKANT S. AJMERA	DIRECTORS
ASHWIN B. AJMERA HUF	RELATIVE OF DIRECTORS
ATUL C. AJMERA HUF	RELATIVE OF DIRECTORS
BHOGILAL S. AJMERA	RELATIVE OF DIRECTORS
BHOGILAL S. AJMERA HUF	RELATIVE OF DIRECTORS
BANDISH B. AJMERA HUF	RELATIVE OF DIRECTORS
BINAL S. AJMERA	RELATIVE OF DIRECTORS
JYOTI N. AJMERA	RELATIVE OF DIRECTORS
SANJAY C. AJMERA	RELATIVE OF DIRECTORS
DHAVAL R. AJMERA	RELATIVE OF DIRECTORS
DHAVAL R. AJMERA HUF	RELATIVE OF DIRECTORS
ISHWARLAL S. AJMERA HUF	RELATIVE OF DIRECTORS
JAYANT I. AJMERA	RELATIVE OF DIRECTORS
JAYANT I. AJMERA HUF	RELATIVE OF DIRECTORS
MANOJ I. AJMERA HUF	RELATIVE OF DIRECTORS
MEGHA S. AJMERA	RELATIVE OF DIRECTORS
NATWARLAL S. AJMERA	RELATIVE OF DIRECTORS
NATWARLAL S. AJMERA HUF	RELATIVE OF DIRECTORS
NIMISH S. AJMERA HUF	RELATIVE OF DIRECTORS
RAJNIKANT S. AJMERA HUF	RELATIVE OF DIRECTORS
SANJAY C. AJMERA HUF	RELATIVE OF DIRECTORS
SHASHIKANT S. AJMERA HUF	RELATIVE OF DIRECTORS
SHAILESH B. AJMERA HUF	RELATIVE OF DIRECTORS
SONALI A. AJMERA	RELATIVE OF DIRECTORS
SURENDRA I. AJMERA HUF	RELATIVE OF DIRECTORS
TANVI M. AJMERA	RELATIVE OF DIRECTORS
VEENA C. AJMERA	RELATIVE OF DIRECTORS



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### c. Related Party Transactions

(Rs. in Lakhs)

Transactions	Associates/ Subsidiary	Directors and Relatives	Year ended 31.03.10 Balances
Purchase of Goods	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	45.00	NIL	0.19
Sale of Goods	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Finance received / (repaid) in form of Loans	<b>(563.49)</b>	<b>NIL</b>	<b>NIL</b>
	NIL	NIL	NIL
Brokerage Paid	<b>NIL</b>	<b>52.92</b>	<b>NIL</b>
	NIL	54	NIL

Figures in Bold represents current financial year & others represents for previous year.

### d. Disclosure in respect of material transactions with related parties

(Rs. in Lakhs)

Nature of Transaction	Related Parties	2009-10	2008-09
		Amount(Rupees)	Amount(Rupees)
Material Purchase	Ajmera Cement Private Limited	<b>NIL</b>	45.00
Finance received / (Paid)	Ajmera Estates (Karnataka) Private Limited	<b>2682.00</b>	0.00
	Shree Precoated Steels Limited	<b>(3245.49)</b>	0.00
Brokerage Paid	Ishwarlal S. Ajmera HUF	<b>3.00</b>	3.00
	Rajnikant S. Ajmera HUF	<b>3.01</b>	3.00
	Natwarlal S. Ajmera HUF	<b>2.76</b>	2.00
	Shashikant Ajmera HUF	<b>2.76</b>	3.00
	Surendra I Ajmera HUF	<b>3.00</b>	3.00
	Ashwin B Ajmera HUF	<b>3.00</b>	3.00
	Atul C Ajmera HUF	<b>3.03</b>	3.00
	Bandish B Ajmera HUF	<b>3.01</b>	3.00
	Bhogilal S Ajmera HUF	<b>3.02</b>	3.00
	Binal S Ajmera	<b>3.01</b>	3.00
	Dhaval Ajmera Huf	<b>2.78</b>	2.00
	Jayant I Ajmera HUF	<b>3.00</b>	3.00
	Manoj I Ajmera HUF	<b>3.00</b>	3.00
	Megha S Ajmera	<b>3.00</b>	3.00
	Nimish S Ajmera HUF	<b>2.76</b>	3.00
	Sanjay C Ajmera HUF	<b>2.76</b>	3.00
	Shailesh B Ajmera HUF	<b>3.02</b>	3.00
	Sonali A Ajmera	<b>3.00</b>	3.00
	Tanvi M Ajmera	<b>0.00</b>	3.00



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

### 10. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

There are no delays in payment to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

The above information and that given in schedule 11 –“Current Liabilities” regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

### 11. Calculation of Earnings per Share:

(Rs. in Lakhs except Share Data and Earnings per Share)

	2009-2010	2008-2009
Profit available to Shareholders	1168.45	2054.69
<b>Weighted average number of Equity Shares of Rs. 10/- each outstanding during the year No. of Shares</b>	<b>3,54,84,875</b>	3,54,84,875
Basic Earning per Share (in Rs.)	3.29	5.12
<b>No. of Shares</b>	<b>3,54,84,875</b>	3,54,84,875
Diluted Earning per Share (in Rs.)	3.29	5.12

### 12. (i) Additional information pursuant to the provisions of Paras 3, 4C & 4D of Part II of the Schedule VI to the Companies Act, 1956.

Sr. No.	Particulars	Unit	Qty	Rupees in Lakhs
(A)	<b>Turnover</b>			
(a)	Sale of Flats	Sq. Ft.	<b>201,461</b> (56,475)	<b>18,292.63</b> (5,105.39)
(b)	Less Sales Returns	Sq. Ft.	<b>197,375</b> -	<b>15,935.39</b> -
	<b>Net Turnover</b>	Sq. Ft.	<b>4,086</b> (56,475)	<b>2,357.24</b> (5,105.39)
(B)	<b>Stock of Convenient Units</b>	Sq. Ft.	- (4,086)	- (41.02)

Figures in Bold represents current financial year & others represents for previous year.



## Schedules forming part of Consolidated Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the Year ended as on that date

12. (ii) Additional information pursuant to the provisions of Paras 3, 4C & 4D of Part II of the Schedule VI to the Companies Act, 1956.

(Rs. in Lakhs)

Sr.No.	Particulars	Year ended 31 st March 2010	Year ended 31 st March 2009
(A)	Value of Import on C.I.F. basis during the year.	Nil	Nil
(B)	Earning in Foreign Exchange	Nil	Nil
C)	Expenditure in Foreign Currency on account of:		
	(a) Traveling	4.28	-
	(c ) Architecture Fees	92.95	353.19

# Information Pursuant To Part IV Schedule VI Of The Companies Act, 1956

## 13. Balance Sheet abstract and Company's general business profile.

(Rs. in Lakhs except EPS)

### I COMPANY'S REGISTRATION DETAILS :

Registration No.	:	35659
State Code	:	11
Balance Sheet Date	:	31st March, 2010

### II CAPITAL RAISED DURING THE PERIOD :

Public issue	:	Rs.	Nil
Right Issue	:	Rs.	Nil
Bonus Issue	:	Rs.	Nil
Private Placement (including Share Premium)	:	Rs.	Nil
Amalgamation	:	Rs.	Nil

### III DETAILS OF MOBILISATION AND DEPLOYMENT OF FUNDS :

Total Liabilities	:	Rs.	37,435.59
Total Assets	:	Rs.	37,435.59

#### SOURCES OF FUNDS:

Paid up Capital	:	Rs.	3,548.49
Equity Share Suspense	:	Rs.	Nil
Reserves & Surplus	:	Rs.	30,227.18
Secured Loans	:	Rs.	85.73
Unsecured Loans	:	Rs.	3,574.20
Deferred Tax Liability	:	Rs.	Nil

#### APPLICATION OF FUNDS :

Net Fixed Assets	:	Rs.	13,019.18
Capital work in Progress	:	Rs.	0.00
Investments	:	Rs.	3,410.80
Net Current Assets	:	Rs.	21,005.60

### IV PERFORMANCE OF COMPANY :

Total Income	:	Rs.	2,480.63
Total Expenditure	:	Rs.	1,079.53
Profit before Tax	:	Rs.	1,401.10
Profit after Tax	:	Rs.	1,168.45
Earning per share	:	Rs.	3.29
Dividend rate %	:	Rs.	11%

### V GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY :

(as per monetary terms) :

Product Description	:	Real Estate Development
Item Code No.	:	N. A.

### SIGNATURE TO SCHEDULE "I" TO "18"

As per our Audit Report of even date  
For and on behalf of

**V. PAREKH & ASSOCIATES**

Chartered Accountants

Firm Registration No : 107488W

For and on behalf of Board  
**Ajmera Realty & Infra India Limited**

**RASESH V. PAREKH**

Partner

Membership No. 38615

**RAJNIKANT S. AJMERA** - Managing Director

**ISHWARLAL S. AJMERA** - Whole Time Director

Place : MUMBAI

Date : 29<sup>th</sup> April, 2010

**HIRESH DHAKAN** - Asst. Company Secretary



## SUBSIDIARIES' FINANCIAL STATEMENTS

## AJMERA ESTATES (KARNATAKA) PVT. LTD.



# Directors' Report

To  
The Members,

Your Directors have pleasure in presenting the Annual Report and the Audited Accounts of the Company for the financial year ended on 31st March, 2010.

## Financial Highlights

[Amount in Lacs]

PARTICULARS	2009 - 2010	2008-2009
Profit for the year	32.59	683.30
Less: Provision for Income Tax	-	-
<b>Total</b>	<b>32.59</b>	<b>683.30</b>
Balance brought forward	<b>683.30</b>	-
<b>Total</b>	<b>715.89</b>	<b>683.30</b>
Transfer to General Reserve	-	-
<b>Balance Carried to Balance Sheet</b>	<b>715.89</b>	<b>683.30</b>

## Dividend

Your directors are of the view that since the Company is in the initial years of its incorporation, it would be a prudent to plough back the profits. Therefore your Directors do not recommend any dividend for the financial year 2009 – 10.

## Operations

The Company is a wholly-owned subsidiary of Ajmera Realty & Infra India Limited. The Company holds 90% interest in partnership firm 'Ajmera Housing Corporation - Bangalore' (AHC).

## Future Outlook

Ajmera Housing Corporation - Bangalore is currently implementing two projects in Bangalore, namely Infinity & Arista. The Company being a holder of 90% interest in the firm will be benefited as and when the projects are completed and sold by AHC.

## Auditors

The Company's Auditor's M/s. V. Parekh & Associates, Chartered Accountants retire as Auditors of the Company at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

## Fixed Deposit

The Company has not accepted any deposit within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under during the year under review.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo:

During the year under review the Company was mainly engaged in construction activities. Hence, the Company has no information to be disclosed pursuant to Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988. There has been no foreign exchange inflow and outflow during the year under review.

## Particulars of Employees:

During the year, no employee of the Company was in receipt of remuneration exceeding the sum prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

## Directors Responsibility Statement:

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representations received from the Operating Management, confirm that:-

- in the preparation of the annual accounts for financial year ended 31st March, 2010, the applicable accounting standards had been followed alongwith the proper explanation relating to material departures;
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of



the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for the year ended under review;

III. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

IV. the Directors had prepared the annual accounts of the Company for the financial year under review on a going concern basis.

**Acknowledgement:**

a. The Directors wish to thank Customers, Dealers, Suppliers,

Consumers, Bankers, the Central and State Governments for their continuous support.

b. They also take this opportunity to record their appreciation of the contribution made by all employees to the operation of the Company during the year under review.

**For and on behalf of the Board  
For Ajmera Estates (Karnataka) Private Limited**

**DIRECTOR**

Place:Mumbai  
Date:29th April, 2010



# Auditors' Report

The Members

**Ajmera Estates (Karnataka) Private Limited**  
Mumbai.

1. We have audited the attached Balance Sheet, Profit & Loss Account and Cash Flow Statement of "AJMERA ESTATES (KARNATAKA) PRIVATE LIMITED", as at 31st March, 2010. These financial statements are the responsibility of the management. Our responsibility is to express an opinion on this financial statement based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan & 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 amount and disclosures in the financial statement. 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, issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we give in the Annexure, a statement on the matters specified in the Paragraph 4 of the said order.
4. Further to our comments in the Annexure referred to in the Paragraph 3 above, we report that :
  - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion proper books of accounts as required by law have been kept by the company, so far as appears from our examination of books.
  - (c) The Balance Sheet dealt with by this report is in agreement with the books of Accounts.
  - (d) In our opinion, the attached Balance Sheet of the Company are complying with the Accounting Standards referred in Sub-section 3 (c) of Section 211 of the Companies Act, 1956.
  - (e) On the basis of the written representations received from the Directors, and taken on record by the Board, none of the Directors are disqualified as on 31st March, 2010 from being appointed as a Director in term of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
  - (f) In our opinion and to the best of our information and according to the explanations given to us the said accounts, and Schedules annexed thereto, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India.
  - (i) In the case of Balance Sheet, of the state of the affairs of the company as at 31st March, 2010 and.
  - (ii) In the case of Profit and Loss Account of the Profit of the Company for the year ended on that date; and
  - (iii) In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

Place : Mumbai  
Dated : 29th April, 2010

**RASESH V. PAREKH** (Partner)  
MEMBERSHIP No. 38615

## Annexure Referred To In Para 3 Of Our Report Of Even Date

- I. The Company does not have fixed assets hence question of maintenance of records and physical verification does not arise.
- ii. The Company does not have inventories; hence, question of maintenance of proper records, their physical verification and discrepancies does not arise.
- iii. In respect of loans, secured or unsecured, the Company has not granted or taken any loan during the year to or from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, clause (iii) of Paragraph 4 of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has an adequate internal control procedure commensurate with the size of the Company and nature of its business.
- v. On the basis of information and explanations given to us, there are no transactions made which need to be entered into register to be maintained in pursuance of section 301 of the Companies Act, 1956 in accordance with Paragraph 4(v)(a) and consequently question of reasonable price in respect of such transaction regards to the prevailing market price does not arise in accordance with Paragraph 4(v)(b).
- vi. The Company has not accepted any deposits from public within the meaning of Section 58A and Section 58AA of the Companies Act, 1956 and rules framed there under.
- vii. The paid up capital of the company is less than Rs.50 lacs and an average annual turnover is less than Rs.5 crore, hence internal audit system is not applicable
- viii. The Company is not required to maintain cost accounting records under section 209 (1) (d) of the Companies Act, 1956.
- ix. According to the information and explanations given to us in respect of statutory and other dues:
  - a. The Company is regular in depositing undisputed statutory dues including Income tax, Sales tax, Wealth tax, Cess and any other statutory dues with the appropriate authorities.
  - b. The Company does not have any disputed outstanding dues in respect of sales tax / income tax / wealth tax / custom duty / excise duty and cess.
- x. The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and the immediately preceding financial year.
- xi. According to the information and explanations given to us, the Company has not taken any loans from Banks and Financial Institutions
- xii. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and/or other security.
- xiii. The Company is not covered under any provisions of special statute applicable to chit fund.
- xiv. According to the information and explanations given to us, 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 bank or financial institutions.
- xvi. To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not availed any term loans during the year.
- xvii. The funds raised on short-term basis have not been used during the year for long term investment or vice versa.
- xviii. The Company has not made any preferential allotment during the year.
- xix. The Company has not issued any debentures and hence not required to create any security.



xx. The Company has not raised any money by public issue during the year.

xxi. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants

Place : Mumbai  
Date : 29th April 2010

**RASESH V. PAREKH** (Partner)  
Membership No. 38615

# Balance Sheet as at 31st March, 2010

(Amount in Rupees)

	Schedule	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>SOURCES OF FUNDS</b>			
<b>SHAREHOLDERS FUND</b>			
Share Capital	A	100,000	100,000
Reserves And Surplus	B	71,589,248	68,329,775
Unsecured Loans	C	269,550,700	1,361,257
<b>TOTAL FUNDS EMPLOYED</b>		<b>341,239,948</b>	<b>69,791,032</b>
<b>APPLICATION OF FUNDS</b>			
Investments	D	341,080,223	69,703,505
<b>CURRENT ASSETS</b>			
Cash And Bank Balances	E	170,755	98,557
		<b>170,755</b>	<b>98,557</b>
<b>CURRENT LIABILITIES</b>			
	F	11,030	11,030
<b>NET CURRENT ASSETS</b>			
		<b>159,725</b>	<b>87,527</b>
Significant Accounting Policies & Notes to Accounts	G		
<b>TOTAL FUNDS APPLIED</b>		<b>341,239,948</b>	<b>69,791,032</b>

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

Place : MUMBAI  
Date : 29th April, 2010

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF  
**AJMERA ESTATE (KARNATAKA) PRIVATE LIMITED**

**RAJNIKANT S. AJMERA**      **ISHWARLAL S. AJMERA**  
Director                              Director



## Profit & Loss Account for the year ended 31st March, 2010

		(Amount in Rupees)	
Schedule	Year Ended 31 <sup>st</sup> March 2010	Year Ended 31 <sup>st</sup> March 2009	
<b>INCOME:</b>			
Share In Profit From Partnership Firm	3,276,718	68,353,505	
	<u>3,276,718</u>	<u>68,353,505</u>	
<b>EXPENDITURE:</b>			
Preliminary Expenses written off	-	12,700	
Bank Charges	5,515	-	
Miscellaneous Expenses	700	-	
Audit Fees	11,030	11,030	
	<u>17,245</u>	<u>23,730</u>	
	<u>17,245</u>	<u>23,730</u>	
<b>Profit for the year</b>	<b>3,259,473</b>	<b>68,329,775</b>	
Less Provision for Taxation	-	-	
<b>Profit After Tax</b>	<b>3,259,473</b>	<b>68,329,775</b>	
Balance Brought Forward	68,329,775	-	
<b>Appropriation</b>	<b>-</b>	<b>-</b>	
Surplus carried forward to Balance sheet	<u>71,589,248</u>	<u>68,329,775</u>	
<b>Significant Accounting Policies &amp; Notes to Accounts</b>	<b>G</b>		

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

Place : MUMBAI  
Date : 29th April, 2010

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF  
**AJMERA ESTATE (KARNATAKA) PRIVATE LIMITED**

**RAJNIKANT S. AJMERA**      **ISHWARLAL S. AJMERA**  
Director                              Director



# Cash Flow Statement for the year ended 31st March, 2010

	Year Ended 31 <sup>st</sup> March, 2010	(Amount in Rupees) Year Ended 31 <sup>st</sup> March, 2009
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit for the year before Taxes and Adjustments	3,259,473	68,353,505
<u>Adjustment for</u>		
Depreciation	-	-
Interest (Net)	-	-
Preliminary Expenses Written off	-	(14,230)
Loss (Net) From Sale of Fixed Assets	-	-
<b>Operating Profit before Working Capital Changes</b>	<b>3,259,473</b>	<b>68,339,275</b>
<u>Adjustment for</u>		
Inventories	-	-
Trade & Other Receivables	-	-
Loan and Advances	-	-
Trade & Other Payable	-	11,030
<b>Cash Generated from Operations</b>	<b>3,259,473</b>	<b>68,350,305</b>
Interest (Net) Paid	-	-
Taxes Paid	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>3,259,473</b>	<b>68,350,305</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchases of Fixed Assets	-	-
Purchases of Investments	(271,376,718)	(69,703,505)
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>(271,376,718)</b>	<b>(69,703,505)</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Shares	-	-
Proceeds From Long Term Borrowings	-	-
Repayment of Secured Loans	-	-
Proceeds from Unsecured Loans	268,189,443	1,361,257
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>268,189,443</b>	<b>1,361,257</b>
<b>NET INCREASE I (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>72,198</b>	<b>8,057</b>
<b>1) OPENING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR</b>	<b>98,557</b>	<b>90,500</b>
<b>2) CLOSING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR</b>	<b>170,755</b>	<b>98,557</b>

As per our Audit Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF  
**AJMERA ESTATE (KARNATAKA) PRIVATE LIMITED**

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

**RAJNIKANT S. AJMERA**      **ISHWARLAL S. AJMERA**  
Director                              Director

Place : MUMBAI  
Date : 29th April, 2010



## Schedules forming part of Balance Sheet as at 31st March, 2010

	(Amount in Rupees)	
	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>SCHEDULE A: SHARE CAPITAL</b>		
<b>Authorised:</b>		
10000 Equity Shares of Rs. 10/- each	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
<b>Issued, Subscribed &amp; Paid up Capital</b>		
10000 Equity Shares of Rs.10/- each fully paid up (From the Previous Year all the Above Shares are held by holding company Ajmera Realty & Infra India Limited)	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
<b>SCHEDULE B: RESERVES AND SURPLUS</b>		
Reserve as per last Balance Sheet	68,329,775	-
Transfer from Profit & Loss Account	3,259,472	68,329,775
	<u>71,589,248</u>	<u>68,329,775</u>
<b>SCHEDULE C: UNSECURED LOANS</b>		
From Holding Company	269,550,700	1,350,000
From Corporate Bodies	-	11,257
	<u>269,550,700</u>	<u>1,361,257</u>
<b>SCHEDULE D: INVESTMENTS</b>		
In Capital of Partnership Firm	341,080,223	69,703,505
	<u>341,080,223</u>	<u>69,703,505</u>
<b>SCHEDULE E: CASH AND BANK BALANCES</b>		
Balance with Scheduled Banks in Current Account	83,455	10,000
Cash in Hand	87,300	88,557
	<u>170,755</u>	<u>98,557</u>
<b>SCHEDULE F: CURRENT LIABILITIES</b>		
Provision for Expenses	11,030	11,030
	<u>11,030</u>	<u>11,030</u>

# Schedule G

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FOR THE YEAR ENDED AS ON 31<sup>st</sup> MARCH, 2010.

### 1. SIGNIFICANT ACCOUNTING POLICIES

#### 1.1 Basis of Accounting

Financial Statements are prepared under historical cost convention and in accordance with the applicable provisions of the Companies Act, 1956 and mandatory accounting standards.

All income and expenses are accounted for on an accrual basis, except otherwise stated.

#### 1.2 Investments

Investments are stated at cost. Income arising from investment is accounted on accrual basis.

#### 1.3 Deferred Tax

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable certainty that these would be realized in future. Deferred tax assets arising from timing differences on account of carry forward of losses and unabsorbed depreciation are recognized to the extent there is virtual certainty that these would be realized in future.

#### 1.4 Contingent Liability

Provision is made in accounts unless no reliable estimate can be made of the amount of obligation or possibility of future cash flow is remote.

#### 1.5 Revenue Recognition

Revenue is recognized on accrual system basis in the expenses incurred on earning revenue debited in the respective account.

### 2. NOTES TO ACCOUNTS

**2.1** Investment in Partnership Firm includes amount receivable from Ajmera Housing Corporation – Bangalore, where the company is 90 percent Partner.

**2.2** No Provision for Tax including Minimum Alternate Tax is provided on account of share of profit received from Partnership Firm which is exempted under Income Tax Act, 1961.

**2.3** The management does not envisaged any Deferred Tax Assets & Liabilities, hence no adjustment is made in the books of account.

**2.4** There are no gain or loss on account of foreign currency fluctuation during the year.

**2.5** Figures of the previous year have been regrouped and rearranged to confirm to the current period financial statement presentation.

**2.6** Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

There are no delays in payment to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

The above information and that given in schedule 11 –“Current Liabilities” regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

**2.7** During the year there are no transactions as reportable under Accounting Standard 18 pertaining to Related Party disclosures.



**a. List of Related Parties and their relationship :**

A.G. Estate Private Limited	Associate
Ajmera Cement Private Limited	Associate
Ajmera Housing Corporation Bangalore	Associate
Ajmera Housing Corporation	Associate
Ajmera Steel Stripes Limited	Associate
Ajmera Water N Amusement Park Private Limited	Associate
Ajmera Realty and Infra India Limited	Holding Company
Bombay Freezco Private Limited	Associate
Kunnuj Investment Private Limited	Associate
Nilkanth Tech-Park Private Limited	Associate
Rushabh Investment Private Limited	Associate
Shree Precoated Steel Limited	Associate
Vijay Nagar Apartment	Associate
Yogi Nagar Vasahat Private Limited	Associate

**b. Directors and their relatives**

Chhotalal S. Ajmera	Directors
Ishwarlal S. Ajmera	Directors
Rajnikant S. Ajmera	Directors
Atul C. Ajmera	Relative of Directors
Bharti R. Ajmera	Relative of Directors
Bhogilal S. Ajmera	Relative of Directors
Chhotalal S. Ajmera HUF	Relative of Directors
Dhaval R. Ajmera	Relative of Directors
Ishwarlal S. Ajmera HUF	Relative of Directors
Jayant I. Ajmera	Relative of Directors
Manoj I. Ajmera	Relative of Directors
Natwarlal S. Ajmera	Relative of Directors
Rajnikant S. Ajmera HUF	Relative of Directors
Sanjay C. Ajmera	Relative of Directors
Shashikant S. Ajmera	Relative of Directors
Surendra I. Ajmera	Relative of Directors
Veena C. Ajmera	Relative of Directors

**c.Related Party Transactions :**

(Amount in Rupees)

Transactions	Associates	Directors and Relatives	Balance as on 31-03-10
Finance (paid in form of Loans) / Received	<b>(21,14,50,000)</b>	Nil	Nil
	<b>26,82,00,700</b>	Nil	Nil
	Nil	Nil	Nil

(Amount in Rupees)

Name of the Related Party	Relationship	Advance Re Paid/ Paid	Advance Received	Maximum O/s. During the Period 31.03.2010
Ajmera Housing Corporation (Bangalore)	Associate	<b>21,14,50,000</b>	-	<b>(21,14,50,000)</b>
		Nil	Nil	Nil
Ajmera Realty & Infra India Limited	Holding Company	-	<b>26,82,00,700</b>	<b>26,82,00,700</b>
		Nil	Nil	Nil

Figures in Bold represents current financial year & others represents previous year

3. Additional information pursuant to provision of paras 3, 4C & 4D of the Part II of the Schedule VI to the Companies Act, 1956 are either Nil or Not Applicable.

## INFORMATION PURSUANT TO PART IV SCHEDULE VI OF THE COMPANIES ACT 1956

Balance Sheet abstract and company's general business profile.

### I. COMPANY'S REGISTRATION DETAILS

Registration No.:-	174,200
State code:-	11
Balance sheet Date:-	31 <sup>st</sup> March, 2010

### II. CAPITAL RAISED DURING THE YEAR

Public Issue:-	Nil
Right Issue:-	Nil
Bonus Issue:-	Nil
Private Placement:-	Nil

### III. DETAILS OF MOBILISATION AND DEPLOYMENT OF FUNDS

Total Liabilities:-	341,239,948
Total Assets:-	341,239,948

#### SOURCES OF FUNDS:-

Paid up capital:-	100,000
Reserves & Surplus:-	71,589,248
Secured Loans:-	0
Unsecured Loans:-	269,550,700

#### APPLICATION OF FUNDS:-

Net Fixed Assets:-	0
Investments:-	341,080,223
Net Current Assets:-	159,725
Misc. Expenditure:-	0
Accumulated Losses:-	0

### IV. PERFORMANCE OF COMPANY

Turnover:-	0
Total Expenditure:-	0
Profit / (Loss) before tax:-	3,259,473
Profit / (Loss) after tax:-	3,259,473
Earning per share in Rs.:-	0
Dividend Rate(%):-	0

### V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY

(as per monetary terms):	
Item Code No:-	N.A.
Product Description:-	N.A.

Signature to Schedules "A" to "G"

AS PER OUR REPORT OF EVEN DATE  
FOR AND ON BEHALF OF

**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

**RASESH V. PAREKH PARTNER**  
MEMBERSHIP NO.38615

Place : MUMBAI

Date : 29th April, 2010

FOR AND ON BEHALF OF BOARD OF DIRECTORS OF  
**AJMERA ESTATE (KARNATAKA) PRIVATE LIMITED**

Rajnikant S Ajmera  
**DIRECTOR**

Ishwarlal S Ajmera  
**DIRECTOR**



## JOLLY BROTHERS PRIVATE LIMITED



# Directors' Report

To  
The Members,

Your Directors have pleasure in presenting the Annual Report and the Audited Accounts of the Company for the financial year ended on 31st March, 2010.

## Financial Highlights

[Amount in Lacs]

PARTICULARS	2009 - 2010	2008-2009
Profit for the year	-	-
Add: Provision for Income Tax	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
Debit Balance brought forward	6.20	6.20
<b>Total</b>	<b>6.20</b>	<b>6.20</b>
Transfer from General Reserve	-	-
<b>Debit Balance Carried to Balance Sheet</b>	<b>6.20</b>	<b>6.20</b>

## Dividend

In view of the loss incurred during the year under review, the Directors do not recommend any dividend for the current financial year 2009 – 10.

## Future Outlook

The company being a 100% subsidiary of Ajmera Realty & Infra India Limited has emerged with bright future outlook. The company has been holding land bank of 67 Acres at Kanjurmarg, Mumbai and being part of Central Business District (CBD) has a very promising growth prospects. The land is also placed at advantageous location, i.e., at junction of Jogeshwari Vikhroli Link Road (JVLR) and Eastern Express Highway, Mumbai. The connectivity of the site makes it reachable from all places at a very shorter time.

The company proposes to develop world class office and commercial space in the near future with benchmark technology and world class construction. CBD has a success story of last three decades as in the case of earlier two CBDs viz., Nariman Point and Bandra-Kurla Complex at Mumbai.

## Auditors

The Company's Auditor's M/s. V. Parekh & Associates, Chartered Accountants retire as Auditors of the Company at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

## Fixed Deposit

The Company has not accepted any deposit within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under during the year under review.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

During the year under review the Company was mainly engaged in construction activities. Hence, the Company has no information to be disclosed pursuant to Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988. There has been no foreign exchange inflow and outflow during the year under review.

## Particulars of Employees

During the year, no employee of the Company was in receipt of remuneration exceeding the sum prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

## Directors Responsibility Statement

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representations received from the Operating Management, confirm that:-

- I. in the preparation of the annual accounts for financial year



ended 31st March, 2010, the applicable accounting standards had been followed alongwith the proper explanation relating to material departures;

- II. the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that were 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 and Loss of the Company for the year ended under review;
- III. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- IV. the Directors had prepared the annual accounts of the Company for the financial year under review on a going concern basis.

#### **Acknowledgement**

- a. The Directors wish to thank Customers, Dealers, Suppliers, Consumers, Bankers, the Central and State Governments for their continuous support.
- b. They also take this opportunity to record their appreciation of the contribution made by all employees to the operation of the Company during the year under review.

**For and on behalf of Board of Directors  
for Jolly Brothers Private Limited**

**DIRECTOR**

Place: Mumbai  
Date: 29th April, 2010

# Auditors' Report

THE MEMBERS,  
**JOLLY BROTHERS PRIVATE LIMITED,**  
MUMBAI.

1. We have audited the attached Balance Sheet of "JOLLY BROTHERS PRIVATE LIMITED", as at 31st March, 2010 and also the Cash Flow Statement these financial statements are the responsibility of the management. Our responsibility is to express an opinion on this financial statement based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan & 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 amount and disclosures in the financial statement. 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, issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we give in the Annexure, a statement on the matters specified in the Paragraph 4 of the said order.
4. Further to our comments in the Annexure referred to in the Paragraph 3 above, we report that :
  - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion proper books of accounts as required by law have been kept by the company, so far as appears from our examination of books.
  - (c) The Balance Sheet dealt with by this report is in agreement with the books of Accounts.
  - (d) In our opinion, the attached Balance Sheet of the Company are complying with the Accounting Standards referred in Sub-section 3 (c) of Section 211 of the Companies Act, 1956.
  - (e) On the basis of the written representations received from the Directors, and taken on record by the Board, none of the Directors are disqualified as on 31st March, 2010 from being appointed as a Director in term of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
  - (f) In our opinion and to the best of our information and according to the explanations given to us the said accounts, and Schedules annexed thereto, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India.
  - (I) In the case of Balance Sheet, of the state of the affairs of the company as at 31st March, 2010 and.
  - (ii) In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

Place : Mumbai  
Dated : 29th April, 2010

**RASESH V. PAREKH** (Partner)  
MEMBERSHIP No. 38615



## Annexure Referred To In Para 3 Of Our Report Of Even Date

- I. In respect of Company's Fixed Assets:
  - a. The Company has maintained proper records showing full particulars including quantitative details and situations of the Fixed Assets.
  - b. The Fixed assets have been physically verified by the management at reasonable intervals, no material discrepancies have been noticed on such physical verification as compared to the book records.
  - c. No substantial part of fixed assets has been disposed off during the previous year, which affected on the going concern status of the Company.
- ii. The Company does not have inventories; hence, question of maintenance of proper records, their physical verification and discrepancies does not arise.
- iii. In respect of loans, secured or unsecured, the Company has not granted or taken any loan during the year to or from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, clause (iii) of Paragraph 4 of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has an adequate internal control procedure commensurate with the size of the Company and nature of its business.
- v. On the basis of information and explanations given to us, there are no transactions made which need to be entered into register to be maintained in pursuance of section 301 of the Companies Act, 1956 in accordance with Paragraph 4(v)(a) and consequently question of reasonable price in respect of such transaction regards to the prevailing market price does not arise in accordance with Paragraph 4(v)(b).
- vi. The Company has not accepted any deposits from public within the meaning of Section 58A and Section 58AA of the Companies Act, 1956 and rules framed there under.
- vii. The paid up capital of the company is less than Rs.50 lacs and an average annual turnover is less than Rs.5 crore , hence internal audit system is not applicable
- viii. The Company is not required to maintain cost accounting records under section 209 (1) (d) of the Companies Act, 1956.
- ix. According to the information and explanations given to us in respect of statutory and other dues:
  - a. The Company is regular in depositing undisputed statutory dues including Income tax, Sales tax, Wealth tax, Cess and any other statutory dues with the appropriate authorities.
  - b. The Company does not have any disputed outstanding dues in respect of sales tax / income tax / wealth tax / custom duty / excise duty and cess.
- x. Accumulated loss at the end of financial year is less than fifty percent of the net worth of the Company. The Company has not prepared Profit and Loss Account for current year as well as immediately preceding financial year hence there is no cash loss for both the years.
- xi. According to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not issued any debentures, therefore the question of default in repayment does not arise.
- xii. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and/or other security.
- xiii. The Company is not covered under any provisions of special statute applicable to chit fund.
- xiv. According to the information and explanations given to us, 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 bank or financial institutions.
- xvi. To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not availed any term loans during the year.

- xvii The funds raised on short-term basis have not been used during the year for long term investment or vice versa.
- xviii The Company has not made any preferential allotment during the year.
- xix. The Company has not issued any debentures and hence not required to create any security.
- xx. The Company has not raised any money by public issue during the year.
- xxi. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

FOR AND ON BEHALF OF  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants

Place : Mumbai  
Date : 29th APRIL, 2010

**RASESH V. PAREKH** (Partner)  
Membership No. 38615



## Balance Sheet as on 31st March, 2010

(Amount in Rupees)

	Schedule	As at 31 <sup>st</sup> March, 2010	As at 31 <sup>st</sup> March, 2009
<b>SOURCES OF FUNDS</b>			
<b>SHARE HOLDERS' FUNDS</b>			
Share Capital	A	2,000,000	2,000,000
Reserves & Surplus	B	10,547,921	10,547,921
Unsecured Loans	C	145,318,741	584,913,659
<b>TOTAL FUNDS EMPLOYED</b>		<b>157,866,662</b>	<b>597,461,580</b>
<b>APPLICATION OF FUNDS</b>			
<b>FIXED ASSETS</b>			
Gross Block	D	145,678,803	145,248,234
Less Depreciation		81,680	55,582
Net Block		145,597,123	145,192,652
<b>INVESTMENTS</b>	E	100	100
<b>CURRENT ASSETS, LOANS &amp; ADVANCES</b>			
Work-In-Progress	F	6,827,257	5,697,648
Cash & Bank Balances	G	211,374	90,478
Loans & Advances	H	19,187,284	465,242,418
		26,225,915	471,030,544
LESS: CURRENT LIABILITIES & PROVISIONS	I	14,577,002	19,382,242
<b>NET CURRENT ASSETS</b>		<b>11,648,913</b>	<b>451,648,302</b>
<b>PROFIT AND LOSS ACCOUNT</b>		<b>620,526</b>	<b>620,526</b>
<b>TOTAL FUNDS APPLIED</b>		<b>157,866,662</b>	<b>597,461,580</b>
<b>Significant Accounting Policies and Notes to Accounts</b>	J		

As per our Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

For and on behalf of Board of Directors of  
**Jolly Brothers Private Limited**

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

**RAJNIKANT S. AJMERA**  
Director

**ISHWARLAL S. AJMERA**  
Director

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010

# Cash Flow Statement for the year ended 31st March, 2010

	(Amount in Rupees)	
	Year Ended 31 <sup>st</sup> March, 2010	Year Ended 31 <sup>st</sup> March, 2009
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit for the year before Taxes and Adjustments	-	-
Adjustment for :		
<b>Operating Profit before Working Capital Changes</b>		
Adjustments for :		
Inventories	(1,129,609)	(4,140,016)
Loan and Advances	446,055,134	(456,334,070)
Trade & Other Payable	(4,779,142)	(125,235,378)
<b>Cash Generated from Operations</b>	<b>440,146,383</b>	<b>(585,709,464)</b>
Interest (Net) Paid	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>440,146,383</b>	<b>(585,709,464)</b>
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchases of Fixed Assets	(430,569)	(524,942)
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>(430,569)</b>	<b>(524,942)</b>
<b>C] CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Partners Capital - Anik Development Corporation		
Proceeds From Long Term Borrowings		
Repayment of Secured Loans		
Proceeds from Unsecured Loans	(439,594,920)	584,913,659
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>(439,594,920)</b>	<b>584,913,659</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>120,895</b>	<b>(1,320,747)</b>
1) OPENING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	90,479	1,411,225
2) CLOSING BALANCE OF CASH AND CASH EQUIVALENTS OF THE YEAR	211,374	90,479

As per our Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

For and on behalf of Board of Directors of  
**Jolly Brothers Private Limited**

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

**RAJNIKANT S. AJMERA**  
Director

**ISHWARLAL S. AJMERA**  
Director

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010





## Schedules forming part of Balance Sheet as at 31st March, 2010

	(Amount in Rupees)	
	As at 31 <sup>st</sup> March, 2010	As at 31 <sup>st</sup> March, 2009
<b>Schedule A: SHARE CAPITAL</b>		
<b>AUTHORISED CAPITAL</b>		
5000 (Previous Year 5000) Equity shares of Rs.1000 each	5,000,000	5,000,000
	<b>5,000,000</b>	<b>5,000,000</b>
<b>ISSUED, SUBSCRIBED AND PAID UP CAPITAL</b>		
2000 (Previous Year 2000) Equity Shares of Rs.1000 each fully paid up (All shares are held by holding company Ajmera Realty & Infra India Limited)	2,000,000	2,000,000
	<b>2,000,000</b>	<b>2,000,000</b>
<b>Schedule B: RESERVE &amp; SURPLUS</b>		
Capital Reserve		
As per last Balance Sheet	10,547,921	10,547,921
	<b>10,547,921</b>	<b>10,547,921</b>
<b>Schedule C: UNSECURED LOANS</b>		
From Holding Company	145,318,741	584,913,659
	<b>145,318,741</b>	<b>584,913,659</b>
<b>Schedule E: INVESTMENTS LONG TERM</b>		
<b>Unquoted - Trade</b>		
10 (Previous Year 10) Shares of Bombay Mercantile Co-operative Bank Limited	100	100
	<b>100</b>	<b>100</b>
<b>Schedule F: WORK IN PROGRESS</b>		
Opening Balance	5,697,648	1,557,632
Add :Expenses incurred during the year		
<b>Construction Expenses</b>		
Material Purchase	10,421	205,107
Labour Charges	24,073	2,350,253
General Purchase	-	12,572
Government Expenses	29,302	65,438
	63,796	
<b>Other Expenses</b>		
Rent,Rates & Taxes	217,896	217,896
Bank charges	80	2,036
Payment to Auditor-Audit Fees	16,545	16,545
Miscellaneous Expenses	304,668	182,439
Security Expenses	500,526	899,448
Legal & Professional Fees	-	132,700
Depreciation	26,098	55,582
	1,065,813	
	<b>6,827,257</b>	<b>5,697,648</b>
<b>Schedule G: CASH &amp; BANK BALANCES</b>		
Cash on Hand	12,305	85,319
Balance With Scheduled Banks in Current Accounts	199,070	5,160
	<b>211,374</b>	<b>90,479</b>
<b>Schedule H: LOANS &amp; ADVANCES</b>		
Deposits	8,001,300	8,001,300
Advance Recoverable in Cash or in Kind	11,185,984	457,241,118
	<b>19,187,284</b>	<b>465,242,418</b>
<b>Schedule I: CURRENT LIABILITIES &amp; PROVISIONS</b>		
<b>Sundry Creditors</b>		
Creditors for Expenses	719,352	736,155
Other Liabilities	13,857,650	18,646,087
	<b>14,577,002</b>	<b>19,382,242</b>

## Schedules forming part of Balance Sheet as at 31st March, 2010

### Schedule D : FIXED ASSETS

(Amount in Rupees)

Sr No.	Particulars	Gross block		Depreciation			Net block		
		As on 1.4.2009	Additions	As on 31.03.2010	As on 1.4.09	During the Year	As on 31.03.2010	As on 31.03.2010	As on 31.3.2009
1	Leasehold Land	144,667,710	-	144,667,710				144,667,710	144,667,710
2	Furniture & Fixture	376,684	430,569	807,253	19,269	46,395	65,663	741,590	341,486
3	Office Equipment	203,840	-	203,840	6,334	9,682	16,017	187,823	183,456
	<b>Total</b>	<b>145,248,234</b>	<b>430,569</b>	<b>145,678,803</b>	<b>25,603</b>	<b>56,077</b>	<b>81,680</b>	<b>145,597,123</b>	<b>145,192,652</b>
	Total Previous Year	144,667,710	580,524	145,248,234	-	55,582	145,192,652	145,192,652	144,667,710



# Schedules forming part of Balance Sheet as at 31st March, 2010

## SCHEDULE J

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FOR THE YEAR ENDED AS ON 31ST MARCH, 2010.

#### 1. SIGNIFICANT ACCOUNTING POLICIES

##### 1.1 Basis of Accounting

Financial Statements are prepared under historical cost convention and in accordance with the applicable provisions of the Companies Act, 1956 and mandatory accounting standards.

All income and expenses are accounted for on an accrual basis, except otherwise stated.

##### 1.2 Fixed Assets

Land is stated at cost. Expenses incurred for clearance of Land added as cost. Fixed assets are stated at historical cost less accumulated depreciation.

##### Depreciation

Depreciation has been provided on all the Assets on Straight Line Method, at the rates specified under Schedule XIV of the Act.

##### 1.3 Investments

Investments are stated at cost.

##### 1.4 Retirement Benefits

Retirement benefits are accounted on cash basis.

##### 1.5 Deferred Tax

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable certainty that these would be realized in future. Deferred tax assets arising from timing differences on account of carry forward of losses and unabsorbed depreciation are recognized to the extent there is virtual certainty that these would be realized in future.

##### 1.6 Contingent Liability

Provision is made in accounts unless no reliable estimate can be made of the amount of obligation or possibility of future cash flow is remote.

##### 1.7 Revenue Recognition

Revenue is recognized on accrual system basis in the

expenses incurred on earning revenue debited in the respective account.

#### 2. NOTES TO ACCOUNTS

2.1 Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous year Rs. Nil).

2.2 The Debit and Credit balance are subject to confirmation.

2.3 The deferred tax assets as per Accounting Standard 22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, have not been recognized in the books of accounts, as there is no prudent evidence of reversing the same in future.

2.4 Corporate guarantee of Rs.41.71 Lacs given under S.R.A scheme against which 100% margin has been kept as fixed deposit.

2.5 Gain / Losses on account of fluctuation of foreign currency Nil.

2.6 Figures of the previous year have been regrouped and rearranged to confirm to the current period financial statement presentation.

#### 2.7 Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

There are no delays in payment to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

The above information and that given in schedule 11 – "Current Liabilities" regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

#### 2.8 Calculation of Earning Per share

Particulars	31/03/2010
Net Profit available to Shareholders (Rs.)	-
Weighted Average No. of Shares outstanding during the period	2,000
Earning Per Share (Rs.)	N.A

#### 2.9 Related Party Disclosures:

The related party and relationships, as identified by the Management and relied upon by the Auditors, with whom transactions have taken place during the year are:

**a. List of Related Parties and their relationship :**

A.G. Estate Private Limited	Associate
Ajmera Cement Private Limited	Associate
Ajmera Housing Corporation Bangalore	Associate
Ajmera Housing Corporation	Associate
Ajmera Steel Stripes Limited	Associate
Ajmera Water N Amusement Park Private Limited	Associate
Ajmera Realty and Infra India Limited	Holding Company
Bombay Freeezco Private Limited	Associate
Kunnuj Investment Private Limited	Associate
Nilkanth Tech-Park Private Limited	Associate
Rushabh Investment Private Limited	Associate
Shree Precoated Steel Limited	Associate
Vijay Nagar Appartment	Associate
Yogi Nagar Vasahat Private Limited	Associate

**b. Directors and their relatives**

Chhotalal S. Ajmera	Directors
Ishwarlal S. Ajmera	Directors
Rajnikant S. Ajmera	Directors
Atul C. Ajmera	Relative of Directors
Bharti R. Ajmera	Relative of Directors
Bhogilal S. Ajmera	Relative of Directors
Chhotalal S. Ajmera HUF	Relative of Directors
Dhaval R. Ajmera	Relative of Directors
Ishwarlal S. Ajmera HUF	Relative of Directors
Jayant I. Ajmera	Relative of Directors
Manoj I. Ajmera	Relative of Directors
Natwarlal S. Ajmera	Relative of Directors
Rajnikant S. Ajmera HUF	Relative of Directors
Sanjay C. Ajmera	Relative of Directors
Shashikant S. Ajmera	Relative of Directors
Surendra I. Ajmera	Relative of Directors
Veena C. Ajmera	Relative of Directors

**c.Related Party Transactions :**

(Amount in Rupees)

Transactions	Associates	Directors and Relatives	Balance as on 31-03-10
Finance Received / (repaid in form of Loans)	<b>(45,50,00,000)</b>	<b>Nil</b>	<b>Nil</b>
	(10,40,000)	Nil	Nil
Finance Received / (paid in form of Loans)	<b>59,60,210</b>	<b>Nil</b>	<b>Nil</b>
	45,91,80,000	Nil	Nil

Name of the Related Party	Relationship	Advance	Advance Received	Maximum O/s. During the Period 31.03.2010
Ajmera Cement Private.Limited.	Associate	-	<b>59,35,000</b>	<b>67,00,000</b>
	Associate	-	5,05,000	5,05,000
Ajmera Housing Corporation	Associate	-	<b>25,210</b>	<b>26,60,210</b>
	Associate	10,40,000	36,75,000	26,35,000
Shree Precoated Steels Limited	Associate	<b>45,50,00,000</b>	-	<b>45,50,00,000</b>
		-	45,50,00,000	45,50,00,000

Figures in Bold represents current financial year & others represents previous year

3. Additional information pursuant to provision of paras 3, 4C & 4D of the Part II of the Schedule VI to the Companies Act, 1956 are either Nil or Not Applicable.



## INFORMATION PURSUANT TO PART IV OF SCHEDULE VI OF THE COMPANIES ACT, 1956

(Figures in Rupees)

<b>I COMPANY REGISTRATION DETAILS</b>	
REGISTRATION NO	13902
STATE CODE	11
BALANCE SHEET DATE	31st MARCH, 2010
<b>II CAPITAL RAISED DURING THE YEAR</b>	<b>AMOUNT (Rupees)</b>
PUBLIC ISSUE	NIL
RIGHT ISSUE	NIL
BONUS ISSUE	NIL
PRIVATE PLACEMENT	NIL
<b>III DETAILS OF MOBILISATION AND DEPLOYMENT OF FUNDS</b>	
TOTAL LIABILITIES	157,866,662
TOTAL ASSETS	157,866,662
<b>SOURCES OF FUNDS</b>	
PAID UP CAPITAL	2,000,000
RESERVES & SURPLUS	10,547,921
SECURED LOANS	0
UNSECURED LOANS	145,318,741
<b>APPLICATION OF FUNDS</b>	
NET FIXED ASSETS	145,597,123
CAPITAL WORK IN PROGRESS	-
INVESTMENTS	100
NET CURRENT ASSETS	11,648,913
PROFIT & LOSS ACCOUNT	620,526
<b>IV PERFORMANCE OF COMPANY</b>	
TOTAL INCOME	-
TOTAL EXPENDITURE	-
PROFIT BEFORE TAX	-
PROFIT AFTER TAX	-
EARNING PER SHARE	N.A
DIVIDEND RATE %	-
<b>V GENERIC NAME OF THREE PRINCIPAL PRODUCTS/SERVICES OF THE COMPANY</b> ( as per monetary terms )	
PRODUCT DESCRIPTION	N.A.
ITEM CODE NO	N.A.

Signature to Schedules "A" to "J"

As per our Report of even date  
For and on behalf of  
**V. PAREKH & ASSOCIATES**  
Chartered Accountants  
Firm Registration No : 107488W

For and on behalf of Board of Directors of  
**Jolly Brothers Private Limited**

**RASESH V. PAREKH**  
Partner  
Membership No. 38615

**RAJNIKANT S. AJMERA**  
Director

**ISHWARLAL S. AJMERA**  
Director

Place : MUMBAI  
Date : 29<sup>th</sup> April, 2010

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## FINANCIAL STATEMENTS

### AJMERA MAYFAIR GLOBAL REALTY W.L.L.



# Directors' Report

To  
The Members,

Your Directors have pleasure in presenting the Annual Report and the Audited Accounts of the Company for the financial year ended on 31st March, 2010.

## Financial Highlights

[Amount in Bahrain Dinars]

PARTICULARS	2009 - 2010	2008-2009
Profit/(Loss) before Tax for the year	NIL	NIL
Provision For Tax	NIL	NIL
Profit/(Loss) after Tax for the year	NIL	NIL
Credit Balance brought forward	NIL	NIL
Credit Balance Carried to Balance Sheet	NIL	NIL

### Dividend:

Your directors are of the view that since the Company is in the initial years of its incorporation, and the activities are in progress ,it do not recommend any dividend for the financial year 2009 – 10.

### Operations:

Your Company is in process of getting land from Bahrain Bay Development B.S.C and we expect that possession of land will be available to us by the end of this year. Your company shall commence the construction activity during the next Financial Year

### Future Outlook:

Bahrain is growing in line with world economy market in the middle east and prices of real estate in Bahrain is stable and we expect that prices of real estate to improve during the next year by the time we launch our project

### Auditors:

The observation made in the Auditors Report are self -explanatory and it is made in accordance with International Standards of

auditing.

### Acknowledgment:

The Directors wish to thank Bankers, The Central and State Governments and Reserve Bank of India, Bahrain Bay Development B.S.C, Prince Crown of Baharain for their continuous support.

They also take this opportunity to record their appreciation of the contribution made by all employees to the operation of the Company during the year under review.

For and on behalf of Board of Directors of  
Ajmera Mayfair Global Realty W.L.L

Manoj I. Ajmera  
Chairman

Date : 29th April,2010

Place: Kingdom of Bahrain



# Auditor's Report to the Shareholders

The Members

**Ajmera Mayfair Global Realty W.L.L.**  
**Sanabis - Kingdom Of Bahrain**

We have audited the Balance Sheet of AJMERA MAYFAIR GLOBAL REALTY W.L.L., as at 31 March, 2010 and a summary of significant accounting policies and other explanatory notes as set out thereof.

## **Board of Directors responsibility for the financial statements**

The Board of Directors is responsible for the preparation and fair representation of the Balance Sheet in accordance with International Financial Reporting Standards. This responsibility includes: implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimated that are reasonable in the circumstance.

## **Auditors' responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risks assessments, the auditor's considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also include

evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimated made by the management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the Balance Sheet of the Company as at 31 March 2010, present fairly, in all material respects, the financial position for the year then ended, in accordance with International Financial Reporting Standards.

## **Report on the regulatory requirements**

We have obtained all information and explanations which are necessary for the audit and to the best of our knowledge and belief, no violation of the constitution of the company came to our attention which would materially affect the Company's financial position.

In addition, we report that nothing has come to our attention which causes us to believe that the Company has breached any of the applicable provisions of the Bahraini Commercial Companies Law No. 21 of 2001, or of its Articles of Association which would materially affect its activities or its financial position as at 31 March, 2010.

**Mohammad El-Shayeb**  
**MOORE STEPHENS**  
**EL SAYED EL AYOUTY & CO.**  
**CERTIFIED PUBLIC ACCOUNTANTS**  
BKIC Building; 7th Floor. Office No. 71  
Diplomatic Area, P.O.Box: 11869,  
Kingdom of Bahrain  
C.R. No. 21452

**Date:** 29th April, 2010  
**Place:** Kingdom of Bahrain

# BALANCE SHEET as at 31st March, 2010

(Amount in Bahrain Dinar)

	Schedule	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
<b>Assets</b>			
<b>Non Current Assets</b>			
Property, Plant & Equipment	3	5,829,897	3,829,428
Work in progress	4	854,656	665,921
<b>Total Non – Current Assets</b>		<b>66,84,553</b>	<b>4,495,349</b>
<b>Current Assets</b>			
Other receivables	5	117,815	85,832
Bank Balances	6	621,608	24,325
<b>Total Current Assets</b>		<b>739,423</b>	<b>110,157</b>
<b>Total Assets</b>		<b>7,423,976</b>	<b>4,605,506</b>
<b>SHAREHOLDERS' FUNDS AND LIABILITIES</b>			
<b>Shareholders' Equity</b>			
Capital	7	100,000	100,000
Additional funds from Shareholders	8	7,272,360	4,421,728
		<b>7,372,360</b>	<b>4,521,728</b>
<b>Liabilities</b>			
<b>Non – Current Liabilities</b>			
Staff Terminal benefits	9	7,050	5,795
<b>Current Liabilities</b>			
Other payables	10	44,566	77,983
<b>Total Liabilities</b>		<b>51,616</b>	<b>83,778</b>
<b>Total Shareholders' funds and liabilities</b>		<b>7,423,976</b>	<b>4,605,506</b>

Mohammad El-Shayeb  
MOORE STEPHENS  
EL SAYED EL AYOUTY & CO.  
CERTIFIED PUBLIC ACCOUNTANTS  
BKIC Building; 7th Floor. Office No. 71  
Diplomatic Area, P.O.Box: 11869,  
Kingdom of Bahrain  
C.R. No. 21452

MANOJ I. AJMERA  
Chairman

Place : Kingdom of Bahrain  
Date : 29th April, 2010



# Ajmera Mayfair Global Realty W.L.L, Sanabis - Kingdom of Bahrain

## NOTES TO THE FINANCIAL STATEMENTS 31st MARCH, 2010

### (Amounts are expressed in Bahrain Dinar)

#### 1. ACTIVITIES

**AJMERA MAYFAIR GLOBAL REALTY WLL** is registered with the Ministry of Industry & Commerce, Kingdom of Bahrain under Commercial Registration No. 65488 on 7th June 2007

**The Company's main activities are:**

- Properties Sale and Buying
- Management and Development of Private Property

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Balance sheet has been prepared in accordance with International Financial Reporting Standards and in conformity with the Baharaini Commercial Companies Law.

The Financial Statements have been presented in Bahrain Dinars, being the functional currency of the Company.

##### 2.1. Accounting Convention:

The Balance Sheet is prepared under the "Historical Cost Convention" and on Accrual basis.

##### 2.2. Property, Plant & Equipment:

Property, Plant & Equipment are stated at "Cost Less Depreciation" which is provided on the "Straight Line Method" at the following annual rates:-

-Office Equipments	20%
-Furniture & Fixtures	10%
-Motor Vehicles	20%

##### 2.3. Staff Terminal Benefits:

Provision is made for amounts payable under the Bahraini Labour Law applicable to the employees' accumulated periods of service at the date of the Balance Sheet.

##### 2.4. Current Portion of Liabilities:

Amounts payable within a period of 12 months from the date of the Balance Sheet are disclosed under "Current Liabilities"

##### 2.5. Foreign Currency Transactions:

Foreign Currency transactions are recorded in Bahraini Dinars at the approximate rates of exchange prevailing at the time of the transactions.

##### 2.6. Cash and Cash Equivalents:

Cash and Cash equivalents comprise of cash in hand and cash at Banks.

##### 2.7. Rounding of Amounts:

Fils have been rounded-off to the nearest Bahraini Dinar for the sake of convenience.

### 3. Property, Plant & Equipment

PARTICULARS	Land	Office Equipments	Furniture & Fixtures	Vehicles	TOTAL COST / VALUE
As at 1st April, 2009	3,812,474	4,877	9,698	4,850	38,31,899
Additions during the year	20,00,000	539	3,000	---	20,03,539
As at 31st March, 2010	<b>5,812,474</b>	<b>5,416</b>	<b>12,698</b>	<b>4,850</b>	<b>5,835,438</b>
<b>DEPRECIATION</b>					
As at 1st April, 2009	---	1,044	790	637	2,471
Charge for the year	---	1,057	1,043	970	3,070
As at 31st March, 2010	---	<b>2,101</b>	<b>1,833</b>	<b>1,607</b>	<b>5,541</b>
<b>NET BOOK VALUE</b>					
As at 31st March, 2010	<b>5,812,474</b>	<b>3,315</b>	<b>10,865</b>	<b>3,243</b>	<b>5,829,897</b>
As at 31st March, 2009	3,812,474	3,833	8,908	4,213	3,829,428

### 4. Projects Under Construction

(Amount in Bahrain Dinar)

	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
Staff costs	313,293	184,389
Rent & Utilities	60,324	33,324
Consultation fees	369,642	353,560
General and Administrative	66,887	54,922
Other Expenses	44,510	39,726
	<b>854,656</b>	<b>665,921</b>

Projects under construction related to administration and consultancy expenses incurred, directly related to estate under development.



## 5. Other Receivables

(Amount in Bahrain Dinar)

	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
Pre-payments and Advances	117,815	85,832
	<b>117,815</b>	<b>85,832</b>

## 6. BANK BALANCE

Cash in hand	142	626
Current Account with Ahli United Bank – 001	621,430	22,207
Current Account with Ahli United Bank – 002	36	1,492
	<b>621,608</b>	<b>24,325</b>

## 7. CAPITAL

The Share Capital of the Company is BD 1,00,000(Bahrain Dinars One Hundred Thousand only) divided in to 2,000 shares of BD 50 each, contributed as under:

Name of Shareholders	No. of Shares	Amount (BD.)	Ratio (%)
Shree Precoated Steels Ltd.	1,200	60,000	60
Mayfair Housing Private Ltd.	800	40,000	40
	<b>2,000</b>	<b>100,000</b>	<b>100</b>

### Note :

During the year Shree Precoated Steels Limited, name was changed into Ajmera Realty & Infra India Limited the process of amending the Memorandum of Association to incorporate the change and also for converting the additional funding in to Equity Capital subject to approval of Ministry of Industry & Commerce.

## 8. Additional Funds From Shareholders

(Amount in Bahrain Dinar)

	As on 31 <sup>st</sup> March, 2010	As on 31 <sup>st</sup> March, 2009
Shree Precoated Steels Ltd.	4,422,274	2,788,182
Mayfair Housing Private Ltd.	2,850,086	1,633,545
	<b>7,272,360</b>	<b>4,421,727</b>

## 9. Staff Terminal Benefits

Leave Salary	2,140	3,130
Indemnity	4,910	2,665
	<b>7,050</b>	<b>5,795</b>

## 10. Other Payables

Accrued Expenses	600	600
Consultation Fees payable	43,966	77,383
	<b>44,566</b>	<b>77,983</b>

## 1. COMMITMENT:

Estimated cost of the land booked was BD. 9,138,205 with Bahrain Bay Development B.S.C for which BD. 5,812,474 has been paid as an advances per the agreement and for the balance payable BD. 3,325,731 has not provided for in these financial statements.

## 2. COMPARATIVE FIGURES:

Audited Figures for the previous year have been re-classified, re-arranged and re-grouped wherever considered necessary to give a fair comparison with the figures for the current year.



**AJMERA REALTY & INFRA INDIA LIMITED**

"Citi Mall", Link Road, Andheri (West), Mumbai -400 053

**ATTENDANCE SLIP**

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the Meeting Hall.

I hereby record my presence at TWENTY-THIRD ANNUAL GENERAL MEETING on Wednesday, the 29<sup>th</sup> September 2010 at 11:00 a.m. at The Classique Club, Raheja Classique, Andheri New Link Road, Andheri (West), Mumbai - 400 053.

\_\_\_\_\_  
Full name of the Members (in BLOCK Letters)

\_\_\_\_\_  
Signature

Ledger Folio No : \_\_\_\_\_ DP ID\* \_\_\_\_\_ Client ID.\* \_\_\_\_\_

No. of Shares : \_\_\_\_\_

\* Applicable for members holding shares in electronic form.

\_\_\_\_\_  
Full name of the Proxy (in BLOCK Letters)

\_\_\_\_\_  
Signature

- NOTES: 1. Member/Proxy holder wishing to attend the Meeting must bring the Attendance Slip to the Meeting.  
2. Member/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the Meeting.

TEAR HERE

**AJMERA REALTY & INFRA INDIA LIMITED**

"Citi Mall", Link Road, Andheri (West), Mumbai -400 053

**PROXY**

Ledger Folio No \_\_\_\_\_

I/we \_\_\_\_\_

of \_\_\_\_\_ being

a Member/Members of AJMERA REALTY & INFRA INDIA LIMITED hereby appoint \_\_\_\_\_

of \_\_\_\_\_ or failing him/her \_\_\_\_\_

of \_\_\_\_\_ or failing him/her \_\_\_\_\_

of \_\_\_\_\_ as my/our Proxy to attend and vote for me/us and on my/our behalf at TWENTY-THIRD ANNUAL GENERAL MEETING of the Company to be held on Wednesday, the 29<sup>th</sup> September 2010 at 11:00 a.m and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2010.

DP ID \* \_\_\_\_\_ Client ID.\* \_\_\_\_\_

\* Applicable for members holding shares in electronic form.

\*\* In Favour of

This form is to be used \_\_\_\_\_ the resolution. Unless otherwise instructed, the Proxy will act as thinks fit.

\*\* Against

\*\* Strike out whichever is not desired.

- NOTES: 1. The Proxy must be returned so as to reach the Registered Office of the Company, not less than FORTY EIGHT Hours before the time of holding the aforesaid meeting.  
2. Those members who have multiple folios with different joint holders may use copies of this Attendance Slip/Proxy.

Revenue  
Stamp

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## NOTES

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Ajmera Infinity  
Bangalore

BOOK-POST

If undelivered please return to :

**Sharex Dynamic (India) Pvt. Ltd.**

**Unit : Ajmera Realty & Infra India Ltd.**

Unit-1, Luthra Ind. Premises, 1st Flr,  
44-E, M. V. Marg, Andheri-Kurla Rd.,  
Safed Pool, Andheri (E), Mumbai - 400 072.