



Annual Report & Account 2010-11

CORPORATE INFORMATION

BOARD OF DIRECTORS	:	B. Kumar Chairman Ankit Mathur Managing Director Kusum B. Kumar Whole Time Director Meeta Mathur Whole Time Director Kunal Mathur Director Umangbhai M. Vyas Whole Time Director P. V. R. N. Iyer Director Jitendra Vyas Nominee Director (Resigned w.e.f. 31.01.2011) Vikram Mathur Director (Appointed on 14.07.2011)
AUDITORS	:	M/s. Baheti Bhadada & Associates Chartered Accountants 201, Shaily Complex, Nr. Old Guj. High Court, Ashram Road, Ahmedabad - 380 009.
BANKERS	:	Axis Bank Ltd. The Ahmedabad Dist. Co. Op. Bank Central Bank of India Bank of India Bank of Baroda ICICI Banking Corporation Ltd. Indusind Bank HDFC Bank Ltd. Rajkot Nagrik Sahakari Bank Ltd. State Bank of India
REGISTERED OFFICE	:	Sterling Greenwoods Limited Sunrise Centre, Opp. Drive-in Cinema, Ahmedabad-380 054.
REGISTRAR & SHARE TRANSFER AGENTS	:	Sharepro India Private Limited Sharepro Services (India) Pvt. Ltd. 13 AB Samitha Warehousing Complex, Sakinaka Telephone Lane, Sakinaka, Andheri (E), Mumbai - 400 072.

NOTICE

Notice is hereby given that the 19TH ANNUAL GENERAL MEETING of the members of STERLING GREENWOODS LIMITED will be held on Friday, 30th September, 2011 at the company's Greenwood Lake Holiday Resort, Chharodi Farm Complex, off Sarkhej-Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad at 11.30 A.M to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2011 and the Profit and Loss Account for the year ended on that date the reports of the Director's and the Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a director in place of Smt. Meeta Mathur who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint a director in place of Shree Umang Vyas who retires by rotation and being eligible, offers himself for re-appointment.
5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

RESOLVED THAT pursuant to section 224 and other applicable provisions if any, of the Companies Act, 1956, consent of the Company be and is hereby accorded to appoint M/s. Anil S. Shah & Co.(FRN No : 100474W), Chartered Accountants, 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, on such terms, conditions and remuneration as may be mutually agreed between the Board of Directors and the said auditors, in place of the retiring auditors M/s. Baheti Bhadada & Associates, Chartered Accountants who have not offered themselves for the re-appointment as Auditors of the Company.

By Order of the Board of Directors

Place : Ahmedabad

Date : 03/09/2011

B. Kumar
Chairman
(sd/-)

NOTES:

1. A Member entitled to attend and to vote at the meeting is entitled to appoint a proxy to attend and to vote instead of himself/herself and such proxy need not be a member of the company. The instrument appointing a proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.
2. M/s. Baheti Bhadada & Associates, Chartered Accountants, statutory Auditors of the Company, hold office in accordance with the provisions of the Companies Act, 1956 upto the conclusion of the ensuing Annual General Meeting. The Company has received a letter from M/s. Baheti Bhadada & Associates, Chartered Accountants, expressing their unwillingness to be re-appointed as Auditors. Pursuant to section 225 and other applicable provisions of the Companies Act, 1956, a special notice has been received from a member proposing the appointment of M/s. Anil S. Shah & Co, Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual general meeting until the conclusion of next ensuing Annual General Meeting. The Company has received letters from M/s. Anil S. Shah & Co., Chartered Accountants, to the effect that their appointment, if made, would be within the prescribed limits under section 224(1-B) of the Companies Act, 1956, and that they are not disqualified for such appointment within the meaning of Section 226 of the Companies Act, 1956. This note may be treated as a part of and corrigendum to the Directors' Report under the heading "AUDITORS".
3. If any Member is having query in respect of annexed Annual Report of the Company, may submit in writing the query, at least 7 days before the date of AGM.

4. Members who hold shares in dematerialized form are requested to write their Client ID and DP Id Number and those who hold shares in physical form are requested to write their Folio No. in the Attendance slip for the attending the meeting to facilitate Identification of the membership at the meeting.
5. The register of Members and Share Transfer Book of the Company will remain close from 23th September, 2011 to 30th September, 2011 (both days inclusive).
6. If dividend on equity shares as recommended by the Board of Directors is declared at the Annual General Meeting, payment of such dividend will be made to those members whose name appear on the Register of Members as on the 23th September, 2011. In respect of shares held in electronic form Dividend will be payable to the beneficial owners of shares as at the end of business hours on 22nd September, 2011 as per details furnished by the Depositories for this purpose.
7. The members are requested to :
 - i. Intimate change, if any, in their registered address at an early date.
 - ii. Bring their copies of Annual Report and Attendance Slip with them at the Annual General Meeting.
 - iii. Intimate Email ID and avail speedier and faster means of communication and protect environment.
8. As per the provisions of the Companies act, 1956, shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nomination are requested to send their request in Form No.2B in duplicate to the company.
9. The Equity Shares of the Company are listed at The Bombay Stock Exchange, Mumbai Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. The Company has paid annual Listing Fees to the Stock Exchange.
10. The members are advised to submit their share certificate to, Registrar and Share transfer agent of the company M/s Sharepro India Pvt. Ltd for purpose of transfer.
11. Information under clause 49VI A of the Listing Agreements in respect of Directors seeking re-appointment at the Annual General Meeting is as under :

Name of the Director	Smt. Meeta Mathur	Shree Umang Vyas
Date of Birth	20/05/1958	26/12/1955
Date of Appointment	05/08/1992	31/10/2000
Qualifications	B. Arch.	B.com.
No. of Shares of the Company held	1111375	Nil
Expertise in Specific functional areas	Vast experience in the field of Architecture.	Vast experience in the field of Construction and Real Estate.
List of Directorship	Nil	Nil
Chairman/member of the committees of the Board of other companies in which he/ or she is a Director as on 31 st March, 2011	Nil	Nil

Important Communication to Members :

The ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Reports can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail address, so far are requested to register their e-mail addresses. Members who hold shares in physical form are requested to register their e-mail addresses by writing an e-mail to sharepro@shareproservices.com with subject as ‘E-mail for Green Initiative’ mentioning their Folio number. Members holding shares in electronic form are requested to register / update their e-mail address with the Depository through their concerned Depository Participants.

DIRECTOR'S REPORT

To,
To The Members

Your Directors have great pleasure in presenting the 19th Annual Report and the Audited Statement of Accounts for the Company for the year ended, 31st March 2011.

Financial Results

Rs. in Lacs

Particulars	2010-2011	2009-2010
Total Revenue Receipts	1003.03	764.98
Total Expenditure	854.10	652.73
Profit before Depreciation Non Cash Expenses & Tax	148.93	112.25
Less : Depreciation & Other Non Cash Expenses	(38.68)	(38.07)
Profit Before Tax	110.25	74.18
Less : Provision for Taxes	(31.00)	(19.52)
Less : Provision for Dividend	(44.49)	-----
Profit after Tax	34.76	54.66
Add : Balance b/f from previous year	372.29	317.63
Less : Dividend paid for the Previous Year	(29.76)	N.A.
Balance carried to Balance Sheet	377.29	372.29

PERFORMANCE REVIEW :-

The turn over of the company has increased from Rs.758.58 lacs to Rs.985.01 lacs showing increase of 31% in revenue of company (revenue from resort business has reduced to Rs.299.67 Lacs from Rs.316.04 lacs and there is an increase in revenue of real estate business compared to last year). The profit before Tax of the company has shown an upward trend from Rs.74.18 lakhs of last year to Rs. 110.25 lacs in this year. Your directors expect to perform better in the coming years.

DIVIDEND :-

Your Directors have recommended dividend @ 9% on the equity shares of the Company for the financial year ended on 31st March, 2011 in the comparison of the previous year's dividend of 6%. The dividend will be paid to the members whose names appear in the Register of Members as on 23rd September 2011.

DEPOSITS :-

The company has accepted deposits from public within the meaning of Section 58-A of the Companies Act, 1956 and Rules made there under and subject to rules and provisions provided thereunder.

PARTICULARS OF EMPLOYEES :-

There were no employees whose remuneration were in excess of the limits prescribed under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended.

DIRECTORS :-

In accordance with the provisions of the Companies Act, 1956 and Articles of Association the Company, Smt. Meeta Mathur and Shree Umang Vyas directors of the Company retire by rotation and being eligible, offer themselves for re-appointment.

AUDITORS :-

M/s. Baheti Bhadada & Associates, Chartered Accountants, the Statutory Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for re-appointment. The notes to the accounts referred to in the Auditor's Report are self-explanatory and therefore do not call for any further comments.

CONSERVATION OF ENERGY :-

The company has no activity relating to conservation of energy.

TECHNOLOGY ABSORPTION :-

The company is not engaged in such business to undertake any Technology Absorption. However to save the power it has installed Solar Water Heating Systems and also installed CFL lamps at its Resort.

FOREIGN EXCHANGE EARNINGS AND OUTGO :-

- Foreign Exchange earnings - Rs. NIL
- Foreign Exchange outgo - Rs. NIL

AUDITOR'S OBSERVATIONS :-

The observations contained in the Auditor's Report are self-explanatory and, therefore, no comments are called for separately.

SUBSIDIARY :-

Sterling Resorts Private Limited is a subsidiary of the Company. In accordance with circular no. 2/2011 dated 8th February 2011 issued by the Ministry of Corporate Affairs, the Balance Sheets, including annexure and attachments thereto of the Company's subsidiaries, are not being attached with the Annual Report of the Company. The annual accounts of the subsidiary companies

and the related detailed information will be made available to any member of the Company seeking such information. These documents will also be available for inspection by any member at the Registered Office of the Company and that of the respective subsidiary companies. The consolidated financial statements presented in this Annual Report include financial information of the subsidiary companies. A statement containing information on the Company's subsidiaries is included in this Annual Report.

CORPORATE GOVERNANCE :-

As per clause 49 of the Listing Agreement, a separate Report on Corporate Governance together with Management Discussion and Analysis and certificate from Company's Auditors is annexed and forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT :-

Pursuant to section 217(2AA) of the Companies Amendment Act, 2000 it is hereby Confirmed that:

- a. In the preparation of Annual Accounts, the applicable Accounting Standards have been followed.
- b. Appropriate Accounting Policies have been selected and applied consistently, and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2011 and of the Profit of the company for the year ended on that date.
- c. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for the safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d. The accounts for the financial year ended 31st March, 2011 have been prepared on a going concern basis.

INSURANCE :-

The current assets and fixed assets of the company are adequately insured against all types of risks.

SECRETARIAL COMPLIANCE CERTIFICATE :-

Secretarial Compliance Certificate pursuant to Section 383A of the Companies Act, 1956 is attached herewith.

ACKNOWLEDGEMENT :-

Your directors acknowledge with gratitude, the patronage of its esteemed customers, the strength it derives from its employees at all levels, the support from its Bankers and the loyalty of the large family of the company's customers, suppliers and shareholders.

Place : Ahmedabad

Date : 03/09/2011

By Order of the Board

B. Kumar
Chairman
(sd/-)

CORPORATE GOVERNANCE

Sterling Greenwoods Limited has established a tradition of the highest standards of corporate governance principles and best practices. The Company is committed to introducing corporate governance practices in tandem with domestic and international developments to position it to conform to the best governance practices.

Our Governance philosophy

The company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity in all facets of its operation and in all its interactions with its stakeholders including shareholders, employees, the government, lenders and the society. The company believes that all its operations and actions must be the underlying goal of enhancing overall shareholder value, over a sustained period. In our commitment to practice sound governance principles, we are guided by the following core principles:

- **Transparency**
To maintain the highest standards of transparency in all aspects of our interactions and dealings
- **Disclosures**
To ensure timely dissemination of all price sensitive information and matters of interest to our stakeholders.
- **Accountability**
To demonstrate highest levels of personal responsibility and continually affirm that employees are responsible to themselves for the pursuit of excellence.
- **Compliances**
To comply with all the laws and regulations as applicable to the company
- **Ethical conduct**
To conduct the affairs of the company in an ethical manner
- **Stakeholders' interests**
To promote the interests of all stakeholders including customers, shareholders, employees, lenders, vendors and the community.

Governance practices beyond regulatory requirements

Our governance practices go beyond the statutory and regulatory requirements. Our endeavor is to follow the spirit of good governance than mere compliance with the conditions specified by regulatory authorities. With this objective, we have formulated, inter alia, the following policy documents and introduced best practices of governance:

1. **Values and commitments**
We have set out and adopted policy documents on 'values and commitments' of the Company. We believe that any business conduct can be ethical only when it rests on the nine core values of honesty, integrity, respect, fairness, purposefulness, trust, responsibility, citizenship and caring.
2. **Code of Ethics**
Our policy document on 'code of ethics', in essence, directs that our employees should conduct the business with integrity by excluding consideration of personal advantage.
3. **Business policies**
Our 'business policies' contains the policy on fair market practices, inside information, financial records and accounting integrity, external communication, work ethics, personal conduct, policy on prevention of sexual harassment, health, safety & environment and quality.
4. **Separation of the Board's supervisory role from the executive management**
In line with the best global practices, we have adopted the policy of separating the Board's supervisory role from the executive management and splitting the posts of chairman and MD.
5. **Prohibition of insider trading policy**
This document contains the policy on prohibiting trading in the equity shares of the Company, based on inside or privileged information.
6. **Prevention of sexual harassment**
Our policy on prevention of sexual harassment aims at promoting a productive work environment and protects individual rights against sexual harassment.

7. Whistle blower policy

Our whistle blower policy encourages disclosure in good faith of any wrongful conduct on a matter of general concern and protects the whistle blower from any adverse personnel action.

8. Risk management

Our risk management procedures ensure that the management controls risks through means of a properly defined frame work.

9. Boardroom practices

i. Board charter

The board of directors has adopted a comprehensive board charter. The charter has set out matters relating to board composition, scope and functions of the board and its committees, etc.

ii. Tenure of independent directors

Tenure of independent directors on the board of the Company shall not extend beyond stipulated years, subject to their re-appointment on retirement by rotation as per statutory provisions.

iii. Director's interaction with shareholders

Shri B. Kumar and Shri Ankit Mathur, interact with shareholders on their suggestions and queries which are forwarded to the company.

iv. Meeting of independent directors with operating team

The independent directors of the company meet in executive sessions with the operating teams in each of the respective areas, on a regular basis as they deem necessary. These executive session discussions may include topics such as, operating policies and procedures; risk management strategies;

Measures to improve efficiencies; performance and compensation; strategic issues for board consideration; flow of information to directors; management progression and succession and others as the independent directors may determine. During these executive sessions, the independent directors have access to members of management and other advisors, as the independent directors may determine and deem fit.

10. Commitment of directors

The board meeting dates for the entire financial year are scheduled in the beginning of the year and an annual calendar of meetings of the board and its committees is circulated to the directors. This enables the directors to plan their commitments and facilitates attendance of all directors at the meetings of the board and its committees. Such advance planning of meetings enable the directors to plan their commitments, particularly in the context that the meetings of the board normally extend over the entire working day.

11. Governance practices being followed to promote the interests of our stakeholders

We have in the recent past introduced several trend setting governance practices to improve stakeholder satisfaction.

12. Compliance with clause 49 of the listing agreement

Sterling Greenwoods Limited is fully compliant with the mandatory requirements of clause 49 of the listing agreement formulated by Securities and Exchange Board of India (SEBI).

We present our report on compliance of governance conditions specified in clause 49.

13. Board of directors

1. Board composition - Board strength and representation

As at 31st March, 2011, the board consisted of seven members. The composition of and the category of directors on the board of the company were as under :

Category	Particulars of Director
Promoter & Executive Director	<ul style="list-style-type: none"> - Mr. B. Kumar (Chairman) - Mr. Ankit Mathur (Mg. Director) - Mrs. Kusum B. Kumar (W.T.D.) - Mrs. Meeta Mathur (W.T. D.) - Mr. Umang Vyas (W.T.D.)

Independent & Non Executive Director	<ul style="list-style-type: none"> - Mr. Kunal Mathur (Non-Executive Director) - Mr. P.V.R.N. Iyer (Non-Executive Director) - Mr. Jitendra Vyas (Nominee Director) Resigned w.e.f. : 31-01-2011
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2. Conduct of board proceedings

The day to day business is conducted by the officers and the managers of the Company under the direction of the board entrusted to the Managing Director. The board holds meetings at regular intervals every year to review and discuss the performance of the company, its plans, strategies and other pertinent issues relating to the company.

The board performs the following specific functions in addition to the overseeing of the business and the management:

- Review, monitor and approve major financial and business strategies and corporate actions.
- Assess critical risks facing the company and its mitigation.
- Provide counsel on the selection, evaluation, development and compensation of senior management.
- ensure that processes are in place for maintaining the integrity of
 - the company
 - the financial statements
 - compliance with law
 - relationships with all the stakeholders
 - Delegation of appropriate authority to the senior executives of the company or effective management of operations.

3. Board meetings

Eight Board Meetings were held during the year. They were held on 31st May, 2010, 30th June, 2010, 4th August 2010, 28th September, 2010, 30th October, 2010, 11th December, 2010, 31st January, 2011 and 2nd February 2011

4. Attendance of directors at the Board Meetings held during 2010-11 and the last Annual General Meeting (AGM)

Directors	Meetings In year	Meetings Attended	AGM Attended
Shri B. Kumar	08	08	Yes
Shri Ankit Mathur	08	08	Yes
Smt. Kusum B. Kumar	08	06	Yes
Smt. Meeta Mathur	08	04	No
Shri Umang Vyas	08	05	Yes
Shri Kunal Mathur	08	04	No
Shri P.V. R. N. Iyer	08	04	No
Shri Jitendra Vyas	07	00	No

Notes :

- None of Directors have business relationship with the Company except salary and interest.
- None of the directors receive any loans and advance from the Company

5. Other directorships

None of the directors holds directorships in more than 15 public limited companies.

The details of directorships (excluding private limited, foreign company and companies under section 25 of the Companies Act, 1956), Chairmanships and the Committee memberships held by the directors as on 31st March, 2011

Name of Directors	No. of other Membership / Directorship	Name of Directors	No. of other Membership / Directorship
Shri B. Kumar	2	Shri Umang Vyas	Nil
Shri Ankit Mathur	Nil	Shri Kunal Mathur	Nil
Smt. Kusum B. Kumar	2	Shri P.V.R.N. Iyer	1
Smt. Meeta Mathur	1	Shri Jitendra Vyas	Not available

Notes :

1. The information provided above pertains to the following committees in accordance with the provisions of clause 49 of the listing agreement:

- a. Audit committee
- b. Shareholders' grievances committee
- c. Membership of committees includes chairmanship, if any.

6. Membership of board committees

No director holds membership of more than 10 committees of boards nor is any director a chairman of more than 2 committees of boards.

14. Details of Directors

The abbreviated resumes of all Directors are furnished hereunder:

- **Shree B. Kumar**
He is Chairman of the company and looking after matters of the Lake & Resort development of the company. Mr. B. Kumar promoted the Company and a talented civil engineer. He has having an experience of 49 years in the field of construction and real estate. He is also Director of the other group companies: - Sterling Resort Private Limited, Greenwood Recreation Private Limited & Greenwood Organizers and Engineers Private Limited.

- **Shree Ankit Mathur**
He is Bachelor of Science in Electrical Engineering from University California, Irvine, United States and also pursuing MBA from Nirma University. After completing his education, he has joined the family business. He was having an experience of 3 years in the field of construction and real estate and Resort Business.

- **Smt. Kusum B. Kumar**
She is the Whole Time Director in the Company. A well experienced woman having wide knowledge of housekeeping and hospitality. She is also Director of the other group companies: - Sterling Resort Private Limited, Greenwood Recreation Private Limited & Greenwood Organizers and Engineers Private Limited.

- **Smt. Meeta Mathur**
She is the Whole Time Director of the Company. A qualified architect from CEPT, She is also the director of the other group company: - Sterling Resort Private Limited.

- **Shree Kunal Mathur**
He is the Director of the Company and practicing as architecture in Delhi from 1982. He is working as a partner in Architect Yatinber Mathur (firm name) since 1982. Have offices in New Delhi and Head Office in Chandigarh. Notable projects in Ahmedabad: Sterling Hospital and Sabarmati Inland Dry Port for Container Corporation of India. Passed from School of Architecture, CEPT, India's premier school for Architecture and is a member of Council of Architecture.

- **Shree Umang Vas**
He is the Director of the Company and full-time working with the company since last 18 years. He is looking after real estate business. He has an experience of 30 years in the field of construction and real estate.

- **Shree P.V.R.N. Iyer**
He is an Independent Director in the Company. He is also Director of the other companies: - Optisurgicare (India) Private Limited.

I. Insurance coverage

The company has not obtained director's liability insurance coverage in respect of any legal action that might be initiated against directors.

II. Audit Committee :

Audit Committee presently comprises of majority of Independent Directors.

All the members of Audit Committee have good knowledge of finance, accounts and company law. The chairman of committee has financial management expertise. The committee held 4 (four) meetings during the year. The audit committee also advises the management on areas where internal audit can be improved. The minutes of the meetings of the audit

committee are placed before the board. The terms of reference of the audit committee are in accordance with all the items listed in clause 49 (II) (D) and (E) of the listing agreement and section 292A of the Companies Act, 1956, as follows:

1. Overseeing of the company's financial reporting process and the disclosure of its financial information to ensure that the financial information is correct, sufficient and credible.
2. Recommending the appointment, reappointment and replacement / removal of statutory auditors and fixation of audit fee.
3. Approve payment for any other services by statutory auditors.
4. Reviewing with management the annual financial statements before submission to the board, focusing primarily on;
 - a. Matters required being included in the directors' responsibility statement included in the report of the board of directors.
 - b. Any changes in accounting policies and practices.
 - c. Major accounting entries based on exercise of judgment by management.
 - d. Qualifications in draft statutory audit report.
 - e. Significant adjustments arising out of audit.
 - f. Compliance with listing and other legal requirements concerning financial statements.
 - g. Any related party transactions.
5. Reviewing with the management the quarterly financial statements before submission to the board for approval.
6. Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
7. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and Seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussion with internal auditors any significant findings and follow up thereon.
9. Reviewing 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.
10. Discussion with statutory auditors before the audit commences about nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
11. To look into the reasons for substantial defaults in the payment to the depositors, shareholders (in case of non-payment of declared dividends) and creditors.
12. To review the functioning of the Whistle Blower mechanism, in case the same are existing.
13. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
14. Review the following information:
 - Management discussion and analysis of financial condition and results of operations;
 - Internal audit reports relating to internal control weaknesses;
 - Management letters / letters of internal control weaknesses issued by statutory / internal auditors;
 - Statement of significant related party transactions; and
 - The appointment, removal and terms of remuneration of the auditor shall be subject to review by the Audit Committee.

The Audit Committee has the following powers:

- i. to investigate any activity within its terms of reference.
- ii. To seek any information from any employee.
- iii. To obtain outside legal and professional advice.
- iv. To secure attendance of outsiders with relevant expertise, if it considers it necessary.

Attendance at the meetings of the Audit committee held during year 2010-11

Directors	Meetings in year	Attended
Shri B. Kumar	4	4
Shri Umang Vyas	4	4
Shri P.V.R.N. Iyer	4	4

The Audit Committee held meetings on 31st May, 2010, 4th August, 2010, 30th October, 2010, and 31st January, 2011. The meetings are regularly held at the end of each quarter.

III. Nomination / Remuneration Committee

The nomination / remuneration committee of the board is constituted to formulate from time to time,

- Process for selection and appointment of new directors and succession plans; and
- A compensation structure for the members of the board. Shri B. Kumar is the Chairman of the Committee and the other members are Mr. Ankit Mathur and Mr. Umang Vyas. The Company currently has five executive Directors.

The remuneration policy is directed towards rewarding performance. It is aimed at attracting and retaining high caliber talent. The Company does have an incentive plan, which is linked to performance and achievement of the Company's objectives. The Company has no stock option scheme.

Total remuneration paid to Directors of the Company during the year ended 31st March, 2011 is Rs.55.17 Lacs.

Notes :

- The company has not entered into any other pecuniary relationship or transactions with the non-executive directors except availing services of their professional expertise.
- The company has so far not issued any stock options to its directors.

Equity shares held by directors :

Particulars of Equity Shares held by the director as on 31 March, 2011 is as follows

Name of Directors	Equity Shares Held
Shri B. Kumar	920528
Shri Ankit Mathur	110300
Smt. Kusum B. Kumar	646204
Smt. Meeta Mathur	1111375

Directors' remuneration policy :

The nomination / remuneration committee determines, the compensation of the directors including their commission and ESOPs. The key components of the company's remuneration policy are:

- Compensation will be a major driver of performance and contribution.
- Compensation will be competitive and benchmarked with a selected group of companies from the financial services sector.
- Compensation will be transparent, fair and simple to administer.
- Compensation will be fully legal and tax compliant.

IV. Shareholders/investors' grievances committee:

The shareholders / investors' grievances committee of the Board currently comprises

- Shri Umang Vyas
- Shri PVRN Iyer

Particulars of investors' complaints received is as follows

Particulars	No. of Quarries received	Quarries Received Solved
Transfer of Shares	Nil	Nil
Non-receipts of Annual Report	Nil	Nil
Non-receipt of Dividend warrants	Nil	Nil
Pending Share Transfer	Nil	Nil

The Particulars of meetings held during the year are furnished hereunder.

Directors	No. of Meetings Held	No of. Meeting attended
Shri B. Kumar	4	4
Shri Umang Vyas	4	4
Shri P.V.R.N. Iyer	4	4

The meetings are held on 30th June 2010, 30th September 2010, 31st December 2010 and 31st March, 2011. The meetings are regularly held at end of each three months.

V. General Body Meetings :

The company held its last Three Annual General Meetings as under:

- For 2009-10 at The Greenwood Lake Holiday Resort, Chharodi Farm Complex, Sarkhej Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad, on Monday 27th September, 2010 at 11:30 A.M.
- For 2008-09 at The Greenwood Lake Holiday Resort, Chharodi Farm Complex, Sarkhej Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad, on Friday 18th August, 2009 at 11:30 A.M.
- For 2007-08 at The Greenwood Lake Holiday Resort, Chharodi Farm Complex, Sarkhej Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad, on Friday 19th September, 2008 at 11:00A.M.

VI. Means of communication

Information like quarterly financial results and media releases on significant developments in the company as also presentations that have been made from time to time to the media and has been submitted to the stock exchanges on which the company's equity shares are listed, to enable them to put them on their own web sites. The Quarterly financial results are published generally "Western Times" (Gujarati & English)

The website of the company is www.sterlinggreenwoods.com.

VII. General Shareholders Information

1. Annual General Meeting : 30th September, 2011
2. Date, Time and Venue : 11:30 A.M.
3. Location : Greenwood Lake Holiday Resort,
Chharodi Farm Complex, Chharodi, Ahmedabad.
4. Financial Calendar
 - Results for First quarter : On or before
Ended on 30th June, 2011 29th July, 2011
 - Results for second quarter : On or before
Ended on 30th Sept. 2011 15th November, 2011
 - Results for third quarter : On or before
Ended on 31st Dec. , 2011 15th Feb., 2012
 - Results for Financial Year : On or before
Ending on March, 2012 31st May, 2012
5. Date of Book Closure : 23rd September, 2011 to 30th September, 2011
6. Registered Office & Shares Department : "Sunrise" Centre, Opp. Indraprasth Tower,
Drive-in-Cinema Road, Ahmedabad.
7. Registrar and Share Transfer Agent : SHAREPRO SERVICES (INDIA) PVT LTD,
13 AB Samitha Warehousing Complex, Sakinaka Telephone Lane,
Sakinaka, Andheri East, Mumbai-400 072
Phone No - 67720300/67720400 Fax No. : 022—28591568
E-mail : sharepro@shareproservices.com
8. Investor Service Centre: "Sunrise" Centre, Opp. Indraprasth Tower, Drive-In-Cinema Road,
Ahmedabad. Phone No.: (079)26851680.26850935
Fax No.: (079)26854773 E-mail: sgwlr@yahoo.com
- a. Plant Location : Not Applicable
9. Listing on Stock Exchanges : Bombay Stock Exchanges Limited
10. Stock Code : 526500
11. Demat ISIN in NSDL & CDSL : INE00398F01019

15.. Market Price Data during 2010-2011

Month	Share Price (High)	Share Price (Low)
April	18.25	14.50
May	17.50	12.00
June	21.00	12.30
July	25.00	17.50
August	23.60	17.60
September	20.65	15.30
October	27.00	16.35
November	21.75	16.20
December	18.45	15.25
January	20.60	14.00
February	17.80	14.40
March	17.50	13.05

16. Distribution of Share Holding on 31st March, 2011

Distribution of Shares (Slab wise)	No. of (Shareholders)	Percentage to total no. of shareholders	No. of shares held	Percentage to total share capital
Upto 500	2630	86.43	454466	10.72
501-1000	217	7.13	189568	4.47
1001-2000	89	2.93	135439	3.20
2001-3000	28	0.92	73364	1.73
3001-4000	14	0.46	49383	1.17
4001-5000	17	0.56	82115	1.93
5001-10000	19	0.62	148055	3.49
10000 & More	29	0.95	3107298	73.29
Total	3043	100.00	4239688	100.00

Share Transfer System :

The Company has appointed Sharepro India Pvt. Ltd for Demat and Physical Shares. Share transfer requests received in physical form are registered within 15 days from the date of receipts and Demat request are normally confirmed within an average of 21 days from the date of receipt.

Dematerialization of Shares:

As per the Notification issued by SEBI, the shares of the Company are traded compulsorily in dematerialized form by all investors with effect from 1st June, 2002.

As on 31st March, 2011 out of 4239688 fully paid up equity shares of Rs.10/- each listed with the stock Exchanges 3246088 i.e. 76% has been demated.

17. Compliance with other mandatory requirements

1. Management discussion and analysis

A management discussion and analysis report forms part of the annual report and includes discussions on various matters specified under clause 49(IV) (F) of the listing agreement.

2. Subsidiaries

The company does not have any subsidiary company as per clause 49 (III) of the listing agreement.

3. Disclosures

a. Related party transactions

The company has entered into related party transactions as set out in the notes to accounts, which are not likely to have a conflict with the interest of the company.

b. No Penalty or strictures

No penalty or stricture has been imposed on the company by the stock exchanges or SEBI or any other statutory authority, on any matter related to the capital markets, during the last 3 years.

c. Disclosure of accounting treatment

In the preparation of financial statements, the company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

d. Disclosures on risk management

The company has laid down procedures to inform the members of the board about the risk assessment and minimization procedures. A risk management committee consisting of senior executives of the company periodically reviews these procedures to ensure that executive management controls risk through means of a properly defined framework. The company has framed the risk assessment and minimization procedure which is periodically reviewed by the Audit Committee and the Board.

f. Code of conduct

The Company adopted the code of conduct and ethics for directors and senior management. The code has been circulated to all the members of the board and senior management. The board members and senior management have affirmed their compliance with the code and a declaration signed by the Shree B. Kumar Chairman of the Company appointed is given below:

“It is hereby declared that the company has obtained from all members of the board and senior management affirmation that they have complied with the code of conduct for directors and senior management of the company for the year 2010-11.”

B.Kumar
Chairman
(sd/-)

g. Review of directors' responsibility statement

The board in its report has confirmed that the annual accounts for the year ended 31st March, 2011 have been prepared as per applicable Accounting Standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

18. Compliance with non-mandatory requirements

1. Remuneration Committee

The board has set up a remuneration committee details whereof are furnished at Sr. No. III of this report.

2. Shareholder rights

The quarterly financial results including summary of significant events of relevant period of three months are published in newspapers

3. Audit qualifications

Strategic decisions were taken during the year resulting in unqualified financial statements of the company.

4. Whistle blower policy

The company has formulated a policy to prohibit managerial personnel from taking adverse personnel action against employees disclosing in good faith alleged wrongful conduct on matters of public concern involving violation of any law, mismanagement, gross waste or misappropriation of public funds, substantial and specific danger to public health and safety or an abuse of authority. The Policy also lays down the mechanism for making enquiry in to whistle blower complaint received by the company. Employees are aware of any alleged wrongful conduct are encouraged to make a disclosure to the audit committee. Employees knowingly making false allegations of alleged wrongful conduct to the audit committee shall be subject to disciplinary action. No personnel of the company have been denied access to the grievance redressed mechanism of the company.

19. General shareholder information

The Company has been in receipt of Notice dated February 04, 2011 for Initiation of Investigation in the scrip Sterling Greenwoods Ltd. by SEBI and advised the company to submit details / information stated therein. In due deference, the company has been complying with the communication received from SEBI from time to time thereto. During the course of investigation, apart from other information asked for including details of relation / connection with certain entities named therein, SEBI has asked for the details of purchase / sale of shares of the company by promoters / directors / persons acting in concert during the period 1.04.2009 to 31.07.2009. From the available record as on date, it appears that none of the promoter / director has purchased / sold shares of the company during the said period except the selling of shares by Paksh Developers Pvt. Ltd; an entity related to Shri Anurag Agrawal, the then M.D. of the company. From the available records, the said transaction was not found to have been reported to the company at relevant point of time. In connection with the details of relation / connection / associated / financial dealing / loans advances etc; with the parties named therein, the company has been in receipt of a letter from one of the party named therein seeking confirmation from the company regarding his transaction with the company and / or Paksh Developers Pvt. Ltd. On the basis of the contents of the said letter and considering its period of transaction stated therein, prima facie, it is observed that the transactions with the said party as also with such other parties during the said period were not found to have been specifically reported / referred to Audit committee or the Members of the Board while approving the Accounts for the relevant period. Under the circumstances, the Board of Directors of the company discussed to entrust the Audit Committee to exercise its power to find out truth behind the transactions with such related parties referred in the Notice during the period 1.04.2009 to 31.3.2010, within its terms of reference. As the accounts for the financial year 1.4.2009 to 31.03.2010 and 1.04.2010 to 31.03.2011 have already been finalised, the Board is of the view that, the treatment, if any, for the findings of the committee, if any, having bearing on the financial statement of the company will be made accordingly at relevant point of time.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of

Sterling Greenwoods Limited

We have examined the compliances of conditions of **Corporate Governance by Sterling Greenwoods Limited ('the Company')** for the year ended on **31st March 2011** as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of Management. Our examination was limited to review of the procedures and implementations thereof adopted by the Company for ensuring compliance of conditions of Corporate Governance. It is neither an audit or nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

We state that no grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/ Investors Grievance Committee/ Management of the Company.

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

Place : Ahmedabad

Date : 24/05/2011

For, Baheti Bhadada & Associates
Chartered Accountants

B. K. BAHETI
(Partner)
(sd/-)
Firm Reg. No. : 100865W

AUDITOR'S REPORT TO THE SHAREHOLDERS

We have audited the attached Balance-Sheet of **STERLING GREENWOODS LIMITED** as on 31/03/2011, related Profit & Loss Account of the company for the year ended on that date annexed thereto and Cash Flow Statement for the period ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An Audit Includes examining, on a test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well evaluating the overall financial statements presentation. We believed that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditors Report) order, 2003 issued by the Central Government of India in terms of sub-section (4-A) of section 227 of the Companies Act, 1956, we enclose in the Annexure hereto a Statement on the matters specified in paragraphs 4 and 5 of the said order.
2. Further to our comments in the Annexure referred to in paragraph (2) above, we state that:
 - (i) We have obtained all the information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our Audit.
 - (ii) In our opinion, the Company has kept proper Books of Accounts as required by law so far as appears from our examination of the Books.
 - (iii) The said Balance Sheet and Profit & Loss Account are in agreement with the books of account.
 - (iv) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report have been prepared in compliance with the accounting standards referred to in sub section (3C) of section 211 of the Act, to the extent applicable.
 - (v) On the basis of our review of the written representations received from the directors as on 31st March, 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956 ;
 - (vi) being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956 ;
 - (vii) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the company Act, 1956 in the manner so required and give a true and fair view :
 - (a) In the case of Balance Sheet of the state of affairs of the Company as at 31st March, 2011.
 - (b) In the case of Profit & Loss Account of the Profit for the year ended on that date.

And

- (c) In the case of Cash Flow Statement of the cash flows of the Company for the year ended on that date

Place : Ahmedabad

Date : 24/05/2011

For, Baheti Bhadada & Associates
Chartered Accountants

B. K. BAHETI
(Partner)
(sd/-)
Firm Reg. No. : 100865W

ANNEXURE TO THE AUDITORS REPORT

(Referred to in paragraph 3 of our report of even date)

I. Fixed Assets: -

- (a) The Company has maintained proper records to showing full particulars including quantitative details and situation of fixed assets.

The management has physically verified all the fixed assets at the year end. No material discrepancies have been noticed on such verification.

During the year the Company has not disposed of substantial part of its fixed assets.

II. Inventories :-

- (a) The stocks of land and stores have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedure of physical verification of stocks followed by the management is reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of stock records, in our opinion the stock records, in our opinion the company is maintaining proper records of stock. No material discrepancies have been noticed on physical verification of stocks as compared to book records.

- ### III.
- (a) According to information and explanations given to us, the company has not granted interest free unsecured loans payable on demand covered in the register maintained under section 301 of the Companies Act, 1956.
- (b) According to information and explanations given to us, the Company had taken loans from parties covered in the register maintained under section 301 of the Companies Act, 1956. Particulars are as under.

Particulars	Amount
Taken or Accepted in year	Rs. 1,71,12,636/-
Repaid During the year	Rs. 1,17,43,315/-
Closing Balance	Rs. 1,90,77,816/-

- (ii) In our opinion, the rate of interest and other terms and conditions on which loans have been taken from the parties, listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the Company.
- (i) As per the information and explanation given to us, the Company is regularly receiving the principal amounts as stipulated and has been regular in the payment of interest where applicable.

- ### IV.
- The management of Company is responsible for establishing and maintaining an internal control structure. In fulfilling this responsibly, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure. The objective of internal control structure are to provide management with reasonable, but not absolute assurance that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principals. Because of inheriting limitations of internal control structure, errors/irregularities may occur and not be detected. Also, projections of any evaluation of the structure to future period is subject to the risk that procedures may become inadequate because of changes in conditions or that effectiveness of the design and operation policies and procedure may deteriorate.

- ### V.
- In our opinion and according to the information and explanations given to us and on the basis of audit procedures performed in accordance with generally accepted audit practices in India for the purpose of reporting on true and fair view of financial statements, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with for the purchase of fixed assets and for the sale of Services. There is no continuing failure to correct major weaknesses in the internal control.

- VI. (a) According to the information given to us, there are transactions during the year that need to be entered into a register in pursuance of section 301 of the Companies Act, 1956 and they are so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements (including transactions of finance) exceeding the value of rupees five lakhs during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- VII. The Company has accepted deposits from the public within the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 subject to rules and regulations provided thereunder.
- VIII. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- IX. The Central Government has not prescribed for the maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- X. According to the information and explanation given to us, there were undisputed amounts payable in respect of Income-Tax, & Service Tax as follows:
- (a) Service Tax Demand disputed and pending with Appellate Tribunal:-
- | | |
|------------------------------------|---|
| - Against Resort & Hotel Business: | Rs.23,03,073/- in which the company has deposited Rs. 1150000/- |
|------------------------------------|---|
- Service Tax Penalty Disputed and pending with Appellate Tribunal: -
- | | |
|-------------------------------------|-----------------|
| - Against Real Estate Business: | Rs. 34,10,080/- |
| - Against Resort & Hotel Business : | Rs.23,03,073/- |
- (b) Income Tax Liabilities (For the Asst. Year 1995-96) of which appeal by Income Tax Department is pending before the Income Tax Appellate Tribunal against the demand reduced by the C.I.T. Company is contingently liable for the amounting of Rs.92,61,016/-. Company has not made the provisions for the above nor it has provided demand of interest U/s. 220 amounting of Rs.3,00,000 paid during the year accounted with Advance Income Tax.
- Subject to above, the Company has no undisputed amounts payable in respect of Wealth-Tax, Customs Duty and Excise Duty which have remained outstanding as on 31st March, 2011 for a period of more than six months from the date they became payable.
- XI. The Company has no accumulated losses during the year and it has not incurred cash losses during the year or financial year immediately proceeding.
- XII. On the basis of the verification of records and information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks.
- XIII. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIV. The Company is not a chit fund and nidhi / mutual benefit fund/ society. Therefore, the provisions of clause 4(xii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- XV. The Company is not dealing or trading in shares, securities, debentures and other investments.
- XVI. The Company has not given any guarantees for loans taken by others from banks and financial institutions during the year.
- XVII. The Company has not obtained any term loan during the year.
- XVIII. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long term investment.
- XIX. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in

the Registered maintained under section 301 of the Act.

- XX.** According to the information and explanations given to us, during the period covered by our audit report, the company has not issued debentures.
- XXI.** The Company has not raised any money by public issue during the year.
- XXII.** Based on the audit procedure performed and the representation obtained from the management, we report that no case of fraud on or by the Company has been noticed or reported during the year under audit.

Place : Ahmedabad

Date : 24/05/2011

For, Baheti Bhadada & Associates
Chartered Accountants

B. K. BAHETI
(Partner)
(sd/-)
Firm Reg. No. : 100865W

BALANCE SHEET AS AT 31ST MARCH 2011

SR NO	PARTICULARS	SCH. NO.	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
I	SOURCES OF FUNDS					
A.	SHARE HOLDERS FUNDS :					
	(i) Share Capital	1	42,396,880		42,396,880	
	(ii) Reserves & Surplus	2	183,780,935		183,545,966	
				226,177,815		225,942,846
B.	LOAN FUNDS :					
	(i) Secured Loans	3	16,595,596		32,135,786	
	(ii) Unsecured Loans	4	89,150,343		68,757,427	
				105,745,939		100,893,213
	TOTAL			331,923,754		326,836,059
II	APPLICATION OF FUNDS					
A.	FIXED ASSETS :					
	(i) Gross Block	5	288,747,823		280,261,793	
	(ii) Less Depreciation		37,604,309		33,746,878	
	(iii) Net Block			251,143,514		246,514,915
	Capital Work in Progress			1,695,962		433,096
B.	INVESTMENTS :	6		7,748,869		7,748,869
C.	CURRENT ASSETS, LOANS & ADVANCES					
	(1) CURRENT ASSETS :					
	(i) Inventory	7	5,844,577		3,277,177	
	(ii) Sundry Debtors	8	36,371,543		25,431,628	
	(iii) Cash & Bank Balances	9	24,241,048		20,546,090	
	(2) LOANS AND ADVANCES :	10	30,153,574		39,085,210	
	TOTAL CURRENT ASSETS		96,610,742		88,340,105	
	(3) LESS : CURRENT LIABILITIES & PROVISIONS	11	25,275,333		16,200,926	
	NET CURRENT ASSETS			71,335,409		72,139,179
	TOTAL			331,923,754		326,836,059
	Significant Accounting Policies & Notes on Accounts	21				

As per our Separate report of even date attached.

FOR AND BEHALF OF BOARD OF DIRECTORS

For, Baheti Bhadada & Associates
(Chartered Accountants)

B. KUMAR
Chairman
(sd/-)

KUSUM B. KUMAR
Director
(sd/-)

(B. K. BAHETI)
(Partner)
(sd/-)

Firm Reg. No. : 100865W

ANKIT MATHUR
Managing Director
(sd/-)

PLACE : AHMEDABAD
Date : 24/05/2011

PLACE : AHMEDABAD
Date : 24/05/2011

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED AT 31.03.2011

PARTICULARS	SCH. NO.	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
INCOME :					
Income From Sales & Operations	12		98501551		75858377
Other Income	13		1801504		640082
			100303055		76498459
EXPENDITURE :					
Land Consumed	14		26922459		19027602
Land Schemes Development & Maintenance	15		7929273		2134077
GWLR Operations	16		19279011		19064575
Salaries. Wages & other employee Benefits	17		9499115		5933069
Managerial Remuneration			5517500		3960000
Administrative Expenses	18		6657014		6744711
Selling Expenses	19		4358674		808190
Interest & Finance Charges	20		5246180		7601015
Depreciation	5	4133264		4071884	
Less :Trans. to Revaluation Reserve		264853		264853	
			3868411		3807031
			89277637		69080270
PROFIT/LOSS BEFORE TAXATION			11025418		7418189
Less : Provision for Taxation			3100000		1952000
Less : Provision for divided & Tax			4449462		0
PROFIT/LOSS AFTER TAXATION			3475956		5466189
ADD : Surplus Brought Forward from previous year			37229103		31762914
Less : Dividend & Dividend Tax for the Previous Year			2976134		0
Balance Available for Appropriation			37228925		37229103
Weighted Average of Shares			4239688		4239688
Earning per Share			1.87		1.29
Significant Accounting Policies & Notes on Account	21				

As per our Separate report of even date attached.

FOR AND BEHALF OF BOARD OF DIRECTORS

For, Baheti Bhadada & Associates
(Chartered Accountants)

B. KUMAR
Chairman
(sd/-)

KUSUM B. KUMAR
Director
(sd/-)

(B. K. BAHETI)
(Partner)
(sd/-)

Firm Reg. No. : 100865W

ANKIT MATHUR
Managing Director
(sd/-)

PLACE : AHMEDABAD

Date : 24/05/2011

PLACE : AHMEDABAD

Date : 24/05/2011

SCHEDULES FORMING PART OF THE ACCOUNTS

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
SCHEDULE : 1 :				
SHARE CAPITAL :				
Authorised : 50,00,000				
Equity Shares of Rs. 10/- Each		50000000		50000000
Issued 4322788 Equity Shares of Rs. 10/- Each				
Subscribed 4239688 Equity Shares of Rs. 10 /- Each	42396880		42396880	
		42396880		42396880
(Out of 4239688 Shares, 1722788 Shares of Rs. 10/- each were allotted as fully paid up in lieu of share holding in M/S Sterling Enterprises in terms of clause V of Memorandum of Association without payment being received in cash.)				
		42396880		42396880
SCHEDULE : 2 :				
RESERVES AND SURPLUS :				
REVALUATION RESERVE				
Balance as per last year	145853783		146118636	
LESS:- Transfer to P&L A/c.	264853		264853	
		145588930		145853783
FORFIETED EQUITY SHARES (76,000 Forfeitted Equity Shares)		463080		463080
PROFIT & LOSS ACCOUNT				
		37728925		37229103
		183780935		183545966
SCHEDULE : 3 :				
SECURED LOANS :				
(A) Term Loan	Notes			
From Banks	1	15688065		18888901
(B) OD Limit From Bank	1	907531		13246885
TOTAL		16595596		32135786
NOTES :				
1. Secured by way of first charge of equitable mortgage of the immovable properties of the company specifically office property at 1, Sun Rise Center, Ahmedabad with Axis Bank and resort land and building situated at village oganag, with Rajkot Nag. Sa. Bank Ltd. and additionally guaranted by personal guarantee of four directors.				

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
SCHEDULE : 4 :				
UNSECURED LOANS :				
Deposit from Directors		9440640		8837511
Deposit from Director's Relatives		3303584		5585717
Deposit From Others		6333592		4808184
Deposit & advances from society		58582158		37622390
Development & Maintenance		1243733		951906
Deposit from GWLR scheme members		9978859		10233854
Other Bank Loan		267777		717865
TOTAL		89150343		68757427
SCHEDULE : 6 :				
INVESTMENTS (Nontrade, Unquoted at cost)				
64179 Equity shares of Sterling Resorts Pvt. Ltd. of Rs. 10 each fully paid.		7123869		7123869
12500 Shares of Rajkot Nagrik Sahakari Bank Ltd. of Rs. 50/- each fully paid up		625000		625000
TOTAL		7748869		7748869
SCHEDULE : 7 :				
INVENTORIES (As Taken, Valued & Certified by the Managing Director)				
GWLR Stock		171102		149677
Land Stock		5673475		3127500
TOTAL		5844577		3277177
SCHEDULE : 8 :				
SUNDRY DEBTORS :				
1. (a) Outstanding over Six Months	36363695		25381104	
(b) others	7848		50524	
Sub-Total		36371543		25431628
TOTAL		36371543		25431628
SCHEDULE : 9 :				
CASH & BANK BALANCES :				
Cash on hand		93955		207170
(i) Balances with Scheduled Banks in Current A/c		7833105		19023565
(ii) Balances with Non Scheduled Banks in Current A/c		99909		98134
(iii) Bank FDR		16214079		1217221
TOTAL		24241048		20546090

**SCHEDULE : 5:
FIXED ASSETS**

SR. No.	PARTICULARS	GROSS BLOCK					DEPRECIATION				NET BLOCK			
		Op. Bal. As on 1-4-10	Add More than 180 days	Add Less than 180 days	Uplift	Disposal or TRS to Stock	Total As on 31-3-11	Op. Bal. As on 1-4-10	Depr. During Year	Uplift Depr. Year	Deduction	Total Dep. 31-3-11	Net Block 31-3-11	Net Block 31-3-10
1	LAND	83282915	1330150	0	61673254	0	84613065	0	0	0	0	0	84613065	83282915
2	BUILDING	142457480	1094757	3064797	87948628	0	146617034	15677476	2076010	264853	0	17753489	128863545	126780004
3	PLANT & MACHINERY	28173766	1264960	628868	0	0	30067594	10054530	1038721	0	0	11093251	18974343	18119236
4	VEHICLES	5335929	947504	0	0	612671	5670762	2085628	352208	0	275835	2162001	3508761	3250301
5	FURNITURE	20964908	521867	245792	0	0	21732567	5929244	666324	0	0	6595568	15136999	15035664
6	LIVE STOCK	45801	0	0	0	0	45801	0	0	0	0	0	45801	45801
	TOTAL	280260799	5159238	3939457	149521882	612671	288746823	33746878	4133263	264853	275835	37604309	251142514	246513921
	CAPITAL W.I.P. (RETHAL)	433096	317114	945753	0	0	1695963	0	0	0	0	0	1695963	0
	TOTAL	433096	317114	945753	0	0	1695963	0	0	0	0	0	1695963	0
	GRAND TOTAL	280693895	5476352	4885210	149521882	612671	290442786	33746878	4133263	264853	275835	37604309	252838477	246513921
	PREVIOUS YEAR	275348126	10590235	6519434	149521822	0	292457795	25878012	4092408	264853	0	29970420	262487375	246144556

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
SCHEDULE : 10 :				
LOANS & ADVANCES :				
(a) Advances Recoverable in cash or in kind or for value to be received		1036511		176703
(b) Advances to Suppliers		278438		106708
(c) Advances to Others		21313818		33656849
(d) Advances to Staff		61551		86412
(e) Advance Income Tax		7323067		4883837
(f) TDS Receivables		56839		137466
(g) Sundry Deposits		83350		37235
TOTAL		30153574		39085210
SCHEDULE : 11 :				
CURRENT LIABILITIES & PROVISIONS :				
CURRENT LIABILITIES				
1. Sundry Creditors for Goods & Expenses		6179588		6214857
2. Duties & Taxes		823926		1216116
3. Advances from Customers		3669068		897764
4. Other liabilities		6374986		5347323
Sub TOTAL		17047568		13676060
PROVISIONS				
Provision for Dividend and Tax		4449462		0
Provision For Taxation		3100000		1952000
Others		678303		572866
Sub TOTAL		8227765		2524866
TOTAL		25275333		16200926
SCHEDULE : 12 :				
INCOME FROM SALES & OPERATIONS :				
Resort Membership Sales		1497589		973285
Resort Operation and Room Occupancy		28469190		30630391
Income from Room Tariff	12579336		15617494	
Food & Beverage Sales	12339374		13224105	
Misc. Sales at Resort	3550480		1788792	
Income from Sale / Resale of Land		67262425		43069150
Land Scheme Developments Income		1272347		1158589
Land Scheme - Maintenance Income		0		26962
TOTAL		98501551		75858377

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
SCHEDULE : 13 : OTHER INCOME :				
Interest Income		1550004		117164
Miscellaneous Income		157750		366912
Dividend Income		93750		156006
TOTAL		1801504		640082
SCHEDULE : 14 :				
Land Consumed				
Opening Stock	3127500		12750250	
Land Purchased	29468434		11368212	
Land Transferred	0		1963360	
Less : Closing Stock		32595934		22155102
		5673475		3127500
		26922459		19027602
SCHEDULE : 15 : LAND SCHEMES DEVELOPMENT & MAINTAINENCE				
Development Expenses - Schemes		7929273		2134077
TOTAL		7929273		2134077
SCHEDULE : 16 : GWLR OPERATIONS :				
Electricity Expenses		3953712		4011310
Administrative Expenses		7557010		5321985
GWLR Resort Maintenance		991355		2866851
Stores & Food Expenses		6776934		6775129
Programme Expenses		0		89300
TOTAL		19279011		19064575

PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
SCHEDULE : 17 : SALARIES, WAGES AND OTHER EXPENSES :				
Salaries, Wages and Bonus		9276481		5733433
Contribution to P.F.		222301		197208
Staff Welfare Expenses		333		2428
TOTAL		9499115		5933069
SCHEDULE : 18 : ADMINISTRATIVE EXPENSES :				
Rent, Rates and Taxes		287868		277421
Repairs & Maintenance Expenses		130606		1304773
Stationery & Printing Expenses		169391		167579
Travelling & Conveyance Expenses		146367		54714
Vehicle Expenses		433277		428261
Legal & professional Fees		1800844		1052452
Auditors Remuneration		93755		71850
General Expenses		682665		568004
Service Tax		1306052		1002348
Sundry balances written off		1606189		1817309
TOTAL		6657014		6744711
SCHEDULE : 19 : SELLING EXPENSES :				
Sales Promotion Expenses		256490		5400
Advertisement Expenses		775091		20223
Sales Commission & Discount		3327093		782567
TOTAL		4358674		808190
SCHEDULE : 20 : INTEREST/FINANCE CHARGES :				
Interest to Bank & Others		5246180		7601015
TOTAL		5246180		7601015

SCHEDULE – 21 SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:-

- a) The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles on going concern basis and provisions of the Companies Act, 1956 as adopted consistently by the company.
- b) The company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis. Considering the matching concept, the company recognizes its revenue from information service business on receipt basis.

- **AS – 1 – Disclosure of Accounting Policies**

The Accounting Principles and policies recognized as appropriate for measurement and reporting of the financial performance and the financial position on mercantile system and recognize items of income and expenditure on accrual basis. The statement on Significant Accounting policy excludes disclosures regarding Accounting Standards in respect of which there are no material transactions during year.

- **AS – 2 – Valuation of Inventories**

The inventories of stores at resort have been valued Cost or Market value whichever is lower.

The inventory of land has been valued at Cost or Market value whichever is lower.

- **AS – 3 – Cash Flow Statement**

Cash flow statement, as per AS – 3 is annexed with financial statements.

- **AS – 4 – Contingencies and Events occurring after Balance sheet date.**

Sr. No.	Particulars	Amount (Rs.)
1	Contingent Liabilities	Nil
2	Liabilities Disputed under Income Tax	Nil
3	Estimated Amount of Contracts remaining to be executed on Capital accounts and not provided for	Nil
4	Material Events occurring after Balance sheet date are taken into cognizance. There have been no material changes or events since the date of balance sheet affecting financial statements as on the Balance sheet date. Further, the dates of Balance sheet, no events or circumstances have occurred, though properly excluded from the accounts, are of such importance that they should be disclosed through any medium.	

- **AS – 5 – Net Profit and Loss for the period, extra ordinary items and change in accounting policy.**

1	Net Profit for the period All items of income and expense in the period are included for determination of net profit of the year unless specifically mentioned elsewhere in the financial statements or required by an Accounting Standard. Prior period items, extra ordinary items and changes in accounting policy are disclosed only if those have material impact on the affairs of the company.
2	Prior Period items: All material items of Income/Expenditure pertaining to prior period and expenses to subsequent period are accounted separately.
3	Extra ordinary Items : Nil
4	Accounting Policies The company has consistently followed accounting polices and there are no material changes in accounting policy of the company from that followed in previous year.

- **AS – 6 – Depreciation Accounting**

- a) The Gross Block of fixed assets is stated at cost of acquisition or construction including any cost attributable to bringing the assets to their working condition for their intended use.
- b) Depreciation on fixed assets is provided on 'Straight Line Basis' at the rate prescribed in Schedule XIV to the Companies Act, 1956. On additions of Assets the depreciation is charged at full rate on additions made before 30 September 2010. The addition made afterwards is charged at half rate.

- **AS – 10 – Accounting of Fixed Assets**

Fixed Assts reflected in the financial statements are stated at their cost of acquisition including taxes, duties (Net of Refunds) and other identifiable direct charges incurred upto date the asset is put to use less accumulated depreciation where charged.

- **AS – 13 – Accounting for Investments:-**

The investments of the company are classified in to investments held for maturity and investment held other than for maturity. The company values its investments held for maturity at cost price ignoring any changes in the market price of the same. However, if change in value is on permanent basis, the same is recognized as profit or loss in profit and loss account. While investment held for other than maturity is valued at Market price by recognizing the same in profit and loss account.

- **AS – 15 – Accounting for retirement benefits**

Contribution made to defined contribution retirement benefit plans viz Provident fund, Gratuity fund, which are recognized as expenses as they fall due and paid. All the above expenditures are debited to profit and loss account. However, the company has not made any provision of leave encashment during year.

- **AS – 17 – Segment Reporting**

The Company operates two segments viz (1) Real Estate Business and (2) Resort Business division on the basis of business segment. The company has preferred to give segment reporting based on the basis of classifications of its business.

(Figures in Lacs)

Particulars	Resort	Real Estate	Total
REVENUE			
Domestic Income	299.67	685.34	985.01
Export Income	NIL	NIL	NIL
Inter-segment Income	NIL	NIL	NIL
RESULTS			
Segment Results			
Unallocated Corporate Exps	NIL	NIL	146.30
Operating Profit		223.06	256.55
Interest Expense	0.92	55.13	52.45
Interest Income	1.39	16.63	18.02
Income Tax	—	—	31.00
Net Profit	32.57	77.68	79.25
OTHER INFORMATION			
Segment assets			Nil
Unallocated Corporate Assets			2528.40
Total Assets			Nil
Segment Liabilities			
Unallocated Corporate Liabilities			
Capital Expenditure			
Depreciation			38.68
Other on Capital Expenditure			

(B) **Segment accounting policies:**

In addition to the significant accounting policies applicable to the business segment as set out in notes to the accounts, the accounting Policies in relation to segment accounting are as under:

(a) **Segment assets and liabilities:**

Company is having two segments of business and Assets and Liabilities could not be bifurcated segment wise.

(b) Segment revenue and expenses

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter-corporate deposits, Profit on sale of investments, Interest expense, Provision for Contingencies and income-tax

• **AS – 18 – Related Party Disclosure**

A. List Related Parties and Relations

1. Subsidiaries, Fellow Subsidiaries and Associates

- Sterling Resorts Private Limited

2. Key Management Personnel

- Shri B. Kumar
- Shri Ankit Mathur
- Smt. Meeta Mathur
- Smt. Kusum B.Kumar
- Shri Umang Vyas

3. List of Relatives of Key Managerial Personnel and Enterprise over which Key Management Personnel and their relative excessive significant influence with whom transaction have taken place during the year

- Greenwood Organiser & Engineer Pvt. Ltd.
- Sterling Resorts Private Limited
- Gaurav Mittal
- Madhu Mittal
- Umeshchandra Agarwal
- B.Kumar (HUF)
- Om Kumar – HUF
- Manorama Agarwal
- Siddharth Seth

B. Transactions with Related Parties :-

(Rupees in Lakhs)

Particulars	Subsidiaries, Fellow Subsidiaries and Associates		Key Management Personnel		List of Relatives of Key Managerial Personnel and Enterprise	
	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010
Interest Paid	-----	-----	1015274	628764	319469	368252
Remuneration	-----	-----	5517500	3962000	-----	-----

• **AS – 20 – Earning Per Share**

Basic Earning per Share are disclosed in the profit and loss account. There is no Diluted Earnings per Share as there are no dilutive potential equity shares.

Particulars	This Year	Last Year
Earning Available for share holders (Rs.)	7925418	5466189
Weighted average of Equity Shares	4239688	4239688
Basic & diluted EPS	1.87	1.29
Face value of share	Rs. 10/-	Rs. 10/-

• **AS-21 – Consolidated Financial Statements**

Company is having a fully owned subsidiary namely “STERLING RESORTS PRIVATE LIMITED” Consolidated Balance Sheet has been prepared accordingly.

• **AS – 22 – Accounting for Taxes on Income**

Provision for current income taxes is made on taxable income at the rate applicable to the relevant assessment year. There are deferred tax assets as calculated. However company has not recognized & provided provisions for the assets in the books of accounts.

• **AS – 28– Impairment of Assets**

The carrying value of fixed assets is evaluated whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. There is no impairment loss recognized or identified during the reporting period.

• **AS – 29– Provisions, Contingent Liabilities and Contingent Assets**

Contingent liabilities are not provided for but are disclosed after a careful evaluation of facts and legal aspects of the matter involved. In general, liabilities and contingencies are provided for it. If, in the opinion and at the discretion of the management, there are reasonable prospects of such liabilities crystallizing or future outcome of such contingencies is likely to be materially detrimental to business.

Income Tax Liabilities (For the Asst. Year 1995-96) of which appeal by Income Tax Department is pending before the Income Tax Appellate Tribunal against the demand reduced by the C.I.T. Company is contingently liable for the amounting of Rs.92,61,016/-. Company has not made the provisions for the above nor it has provided demand of interest U/s. 220 amounting of Rs.3,00,000 paid during the year accounted with Advance Income Tax.

Disclosure required under companies Act, 1956

1. Figures of previous year have been regrouped / rearranged wherever necessary.

2. Directors Remuneration

Particulars	This Year (Rs.)	Last Year (Rs.)
Remuneration	5517500	3962000
Contribution to Superannuation Fund	Nil	Nil
Total	5517500	3962000

3. Remuneration to Auditors

Particulars	Current Year (Rs.)	Previous Year (Rs.)
For Audit Fees	93755	71850

4. Foreign Exchange Earning and Outgo

Particulars	Current Year (Rs.)	Previous Year (Rs.)
• Foreign Exchange Earnings	Nil	Nil
• Foreign Exchange Outgo	Nil	Nil

5. Service Tax Demand disputed and pending with Appellate Tribunal:-

- Against Resort & Hotel Business: Rs. 23,03,073/- in which the company has deposited Rs. 1150000/-

Service Tax Penalty Disputed and pending with Appellate Tribunal: -

- Against Real Estate Business: Rs. 34,10,080/-

- Against Resort & Hotel Business: Rs. 23,03,073/-

6. Looking to nature of business of the company, quantitative details of land and stores are note herewith furnished.

Signatures to the Schedule '1' to '21'

As per our separate report of even date attached

For, Baheti Bhadada & Associates

(Chartered Accountants)

(B. K. BAHETI)

(Partner)

(sd/-)

Firm Reg. No. : 100865W

For and on Behalf of the Board

(B. KUMAR)

(Chairman)

(sd/-)

(KUSUM B. KUMAR)

(Director)

(sd/-)

(ANKIT MATHUR)

(Managing Director)

(sd/-)

Place : Ahmedabad

Date : 24/05/2011

Place : Ahmedabad

Date : 24/05/2011

Balance sheet abstract & Company's general business profile

I. Registration Details :

1. Registration No.	:	U55101GJ1986PTC008664
State Code	:	04
Balance-Sheet Date	:	31/03/2011

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

Public Issue	:	NIL
Rights Issue	:	NIL
Bonus Issue	:	NIL
Private Placement	:	NIL

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

Total Liabilities	:	331923
Total Assets	:	331923

Sources of Funds :

Paid-Up Capital	:	42,397
Reserves & Surplus	:	183,781
Secured Loans	:	16,595
Unsecured Loans	:	89,150
Deferred Tax Liabilities	:	Nil

Application Of Funds :

Net Fixed Assets	:	252,839
Investments	:	7,749
Net Current Assets	:	71,335
Misc. Expenditure	:	NIL
Accumulated Losses	:	NIL

IV. Performance of Company

Turnover	:	100,303
Total Expenditure	:	89,278
Profit/Loss Before Tax	:	11,025
Profit/Loss After Tax	:	7,925
Earning per Share in Rs.	:	1.87
Dividend @%	:	NIL

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

(as per Monetary terms)

Items Code No.	:	NIL
Product Description	:	Land Development Construction & Resort Hotels

Statement pursuant to section 212 of Companies Act, 1956 relating to Subsidiary Company

1. Name of Subsidiary : Sterling Resorts Private Limited
2. Financial Year of Subsidiary Company ended on : 31/03/2011
3. Date from which it became Subsidiary : 06/05/1986
4. Number of shares held by Sterling Greenwoods Limited Holding Company) with its nominees in The Subsidiary at the end of the Financial Year of the Subsidiary : 64179 Equity shares of Rs. 10/- each fully paid up
5. Extent of Shareholding interest of Holding Company At the end of the Financial year of the Subsidiary : 95.08

Note : The subsidiary company has not commence its business activity hence details of profit & loss figures are not given.

INFORMATION REGARDING SUBSIDIARY COMPANIES (for the financial year or as on, as the case may be)

(Rs. In Lacs)

Sr. No.	Particulars	Sterling Resort Pvt. Ltd.
	Financial Year Ending on	31-03-2011
1	Share Capital	6.75
2	Reserves	13.30
3	Liabilities	1.73
4	Total Liabilities	21.78
5	Total Assets	21.78
6	Investments (Excluding subsidiary Companies)	Nil
7	Turnover	Nil
8	Profit before Taxation	Nil
9	Provision for Taxation	Nil
10	Profit after Tax	Nil
11	Dividend	Nil

For and on Behalf of the Board

(B. KUMAR)
(Chairman)
(sd/-)

(KUSUM B. KUMAR)
(Director)
(sd/-)

(ANKIT MATHUR)
(Managing Director)
(sd/-)

Place : Ahmedabad
Date : 24/05/2011

CASH FLOW STATEMENT FOR THE YEAR 2010-2011

Particulars	(Rs.IN LAKHS)		(Rs.IN LAKHS)	
	AMOUNT 2010-2011	AMOUNT 2010-2011	AMOUNT 2009-2010	AMOUNT 2009-2010
A. CASH FLOW FROM OPERATING ACTIVITIES :				
(i). Net Profit/Loss before tax & extraordinary items		110.25		74.18
Adjusted for :				
Depreciation	38.68		38.07	
Loss on Sale	0.62			
Interest (Net)	52.46	91.76		38.07
(ii) Operating Profit Before working capital changes		202.02		112.25
Adjustments For:		201.40		188.26
Inventory	(25.67)		96.31	
Current Assets	(20.08)		350.59	
Current Liabilities	46.45	0.70	(112.95)	333.95
(iii) Cash Generated from Operations				
Direct Taxes Paid	(31.00)	(31.00)	(19.52)	(19.52)
(iv) Net Cash flow from operating activity		171.72		426.69
B CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(103.62)		(34.70)	
Sale of Fixed Assets	2.55		149.37	
Increase in Investments	-	(101.07)	-	114.67
Net Cash used in investing activities				
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Long Term/Short Term borrowing	48.53		(350.17)	
Dividend & Dividend Tax Paid	(29.76)		-	
Interest Paid	(52.46)		(76.01)	
Net Cash in Flow from Financing Activities		(33.69)		(350.17)
Net Increase in cash and Cash Equivalent (A+B+C)		36.95		191.19
Cash and Cash Equivalents as at 1/04/2010 (Opening Bal.)		205.46		14.27
Cash and Cash Equivalents as at 31/03/2011 (Closing Bal.)		242.41		205.46

For, Baheti Bhadada & Associates
(Chartered Accountants)

(B. K. BAHETI)
(Partner)
(sd/-)

Place : Ahmedabad
Date : 24/05/2011

Firm Reg. No. : 100865W

For and on Behalf of the Board

(B. KUMAR) **(KUSUM B. KUMAR)** **(ANKIT MATHUR)**
(Chairman) (Director) (Managing Director)

AUDITOR'S CERTIFICATE

We have Examined the attached Cash Flow Statement of Sterling Greenwoods Limited, for the year ended 31st March 2011. The Statement has been prepared by the company in accordance with requirements of clause 32 of the Listing Agreements with Stock Exchange and is based on and in agreement with the corresponding balance sheet of the Company covered by our report of 31st March, 2011 to the members of the Company.

For, Baheti Bhadada & Associates
(Chartered Accountants)

Place : Ahmedabad
Date : 24/05/2011

(B. K. BAHETI)
(Partner)
(sd/-)
Firm Reg. No. : 100865W

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2011 OF STERLING GREENWOODS LIMITED & ITS SUBSIDIARY STERLING RESORTS PRIVATE LIMITED

Particulars	AMOUNT 31-03-2011	AMOUNT 31-03-2011	AMOUNT 31-03-2010	AMOUNT 31-03-2010
I SOURCES OF FUNDS				
A. SHARE HOLDERS FUNDS :				
(i) Share Capital	42396880		42369880	
(ii) Reserves & Surplus	185012484		184777515	
		227409364		227174395
B. LOAN FUNDS :				
(i) Secured Loans	16595596		32135786	
(ii) Unsecured Loans	89323273		68930357	
		105918869		101066143
C. Minority Interest		131866		131866
TOTAL		33460099		328372404
II APPLICATION OF FUNDS				
A. FIXED ASSETS :				
(i) Gross Block	290482686		281996656	
(ii) Less Depreciation	37604309		33746878	
(iii) Net Block		252878377		248249778
Capital Work in Progress- Vichchiya		1695962		433096
B. INVESTMENTS :		625000		625000
C. CURRENT ASSETS, LOANS & ADVANCES				
(1) CURRENT ASSETS :				
(i) Inventory	5844577		3277177	
(ii) Sundry Debtors	36426543		25486628	
(iii) Cash & Bank Balances	24251048		20546453	
(2) LOANS AND ADVANCES :	30695147		39626783	
TOTAL CURRENT ASSETS	97217315		88937041	
(3) LESS : CURRENT LIABILITIES & PROVISIONS	29439625		20282759	
NET CURRENT ASSETS		67777690		68654282
MISCELLANEOUS EXPENDITURE		4000991		3928169
GOODWILL ON CONSOLIDATION		6482079		6482079
TOTAL		333460099		328372404
Significant Accounting Policies & Notes on Accounts				

As per our Separate report of even date attached.

For and on Behalf of the Board

For, Baheti Bhadada & Associates

(Chartered Accountants)

(B. K. BAHETI)

(Partner)

(sd/-)

Firm Reg. No. : 100865W

B. KUMAR

Chairman

(sd/-)

KUSUM B. KUMAR

Director

(sd/-)

ANKIT MATHUR
Managing Director
(sd/-)

PLACE : AHMEDABAD

Date : 24/05/2011

PLACE : AHMEDABAD

Date : 24/05/2011

AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To The Board of Directors,

We have examined the attached Consolidated Balance Sheet of STERLING GREENWOODS LIMITED and its subsidiary namely STERLING RESORT PRIVATE LIMITED as at 31/03/2011 annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An Audit Includes examining, on a test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

The subsidiary company has not any commercial activity during the period hence management has not prepared consolidated profit & Loss A/c. for the period. We have audited the financial statement of subsidiary company, whose financial statements reflect total assets (net) of Rs. 21.78 Lacs as at 31st March 2011.

We report that the consolidated financial statements have been prepared by the Company in accordance with the requirement of Accounting Standard (AS) 21, Consolidated Financial Statements, issued by the Institute of Chartered Accountants of India and on the basis of separate audited financial statements of the company and its subsidiary included in consolidated financial statements.

On the basis of the information and explanations given to us and on the consolidation of separate audit reports on individual audited financial statements of the Company and its subsidiary, we are of the opinion that the said consolidated financial statement give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of the Consolidated Balance Sheet, of the Consolidated state of affairs of the company and its subsidiary as at 31st March, 2011;

Place : Ahmedabad

Date : 24/05/2011

For, Baheti Bhadada & Associates
(Chartered Accountants)

(B. K. BAHETI)
(Partner)
(sd/-)
Firm Reg. No. : 100865W

STERLING RESORTS PRIVATE LIMITED

25th ANNUAL REPORT

2010 - 11

NOTICE

Notice be and is hereby given that the 25TH ANNUAL GENERAL MEETING of the Members of the company will be held at the registered office of the company at 29th September, 2011 on Thursday at 12.00 noon to transact the following business.

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited balance sheet as at 31st March, 2011 and Profit & Loss A/c for the year ended on that date together with its Auditor's Report and Directors' report.
2. To appoint Statutory Auditors to hold office from the conclusion of this Annual General meeting up to the conclusion of the next Annual General Meeting and to fix their remuneration as decided by the Board of Directors.

NOTES: A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not to be a member of the Company. Proxies in order to be effective must be received by the company not less than 48 hours before the commencement of the meeting.

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : AHMEDABAD
DATE : 24/05/2011

(MR. B. KUMAR)
DIRECTOR
(sd/-)

DIRECTOR'S REPORT

To,
The Members of
STERLING RESORT PVT. LTD.

Your Directors have pleasure in presenting the 25th Annual Report of your company together with the Audited Statement of Accounts for the year ended, 31st March 2011.

FINANCIAL RESULTS:

During the year under review, the Company has incurred pre-operative expenses amounting to Rs.81750/- The Municipality; Mt. Abu has accorded sanction to the plans of our Hotel Project. However, there is a High Court of Rajasthan stay order on any construction work in the hotel zone. The company has filed necessary application in the High Court of Rajasthan in this regard. However, all activities are how standstill in view of the stay orders.

In view of the fact that during the year under report there was no business, generating income, there is no liability on the Company for the payment of any income tax and hence no provision therefore was made in the accounts.

PUBLIC DEPOSITIS:

The Company does not hold any public deposits and therefore, the question of compliance with Section 58(A) of the Companies Act, 1956 and the directions of the Reserve Bank of India relevant to such deposits do not arise.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 217 (2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that:

1. That in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
2. That the Directors have selected Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the company at the end of the financial year under review.
3. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities.
4. That the directors have prepared the Annual Accounts for the financial year ended March 31, 2011 on a "Going Concern" basis.

AUDITORS:

M/s. Baheti Bhadada & Associates, Chartered Accountants, Ahmedabad, the present Auditors of the Company hold office until the conclusion of ensuing Annual General Meeting and are eligible for reappointment. The company has received a letter from them to the effect that their appointment as Auditors, if made, would be within the limits U/s. 224(1B) of the Companies Act, 1956.

PARTICULARS OF EMPLOYEES:

The company has not employed any person on salary exceeding the limits laid down in Section 217 (2A) of the Companies Act, 1956 read with the relevant Rules and hence the details required under this legal provision are not required to be given.

CONSERVATION OF ENERGY:

The Company does not undertake any manufacturing or other activity calling for large-scale energy consumption and, therefore, the question of any energy conservation is not attracted.

TECHNOLOGY ABSORPTION:

The Company has not carried out any research and development activities during the year.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, foreign exchange earnings and outgo were Nil.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

PLACE : AHMEDABAD
DATE : 24/05/2011

B. KUMAR
DIRECTOR
(sd/-)

AUDITOR'S REPORT

To,
The Members of
STERLING RESORT PVT. LTD.

We have audited the attached Balance Sheet of STERLING RESORTS PRIVATE LIMITED as at 31st March 2011. The Company has not prepared Profit and Loss Account for the year under review, as the company has not undertaken any commercial activities during the year.

We report that: -

1. As required by the Companies (Auditors Report) order, 2003 issued by the Central Government of India in terms of sub-section (4-A) of section 227 of the Companies Act, 1956, we enclose in the Annexure hereto a Statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the Annexure referred to in Paragraph 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 it appears from our examination of those books.
- c The Balance Sheet referred to in this report is in agreement with books of accounts.
- d In our opinion, Balance Sheet of the company dealt with in this report complies with the Accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
- e On the basis of our review of the confirmation received and the information and explanations given to us none of the directors of the company is, prima-facie, as at 31st March, 2011 disqualified from being appointed as directors of the company under clause (g) of sub section (1) of Section 274 of the Companies Act, 1956.

In our opinion and to the best of our information and according to the explanations given to us, the accounts read along with notes and accounting policies, give the information required by the Companies Act, 1956 in the manner so required and subject to the following:

In the case of Balance Sheet, of the state of affairs of the Company, as at 31st March, 2011

For, Baheti Bhadada & Associates
(Chartered Accountants)

PLACE : AHMEDABAD
DATE : 24/05/2011

(B. K. BAHETI)
(Partner)
(sd/-)
Firm Reg. No. : 100865W

ANNEXURE TO THE AUDITORS REPORT

Annexure to the Auditor's Report referred to in paragraph 1 of our report of STERLING RESORTS RPRIVATE LIMITED date on the accounts for the period ended on 31st March 2011.

I. FIXED ASSETS

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The management during the year has physically verified all the assets. No serious discrepancies have been noticed on such verification.
- (c) In our opinion and according to the information and explanation given to us, no substantial part of fixed assets has been disposed off by the Company during the year.

II. INVENTORY

As the company has not undertaken any commercial activities during the year therefore this clause is not applicable.

- III. The Company has not given advance & not taken loan, secured or unsecured to / from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. In our opinion term and condition of such advances and loan are not prejudicial to the interest of the Company.
- IV. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- V. According to the information given to us, there are no transactions during the year that need to be entered into a register in pursuance of section 301 of the Companies Act, 1956.
- VI. The Company has not accepted deposits from the public within the provisions of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- VII. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- VIII. The Central Government has not prescribed for the maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- IX. According to the information and explanation given to us, there were no undisputed amounts payable in respect of Income-Tax, Wealth-Tax, Customs Duty and Excise Duty which have remained outstanding as at 31st March, 2011 for a period of more than six months from the date they became payable.
- X. The company has not cash losses during the year but it has Pre operative Expenses to be capitalised of Rs. 3802432.
- XI. On the basis of the verification of records and information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks.
- 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. The Company is not a chit fund and nidhi / mutual benefit fund/ society. Therefore, the provisions of clause 4(xii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- XIV. The Company is not dealing or trading in shares, securities, debentures and other investments.
- XV. The Company has not given any guarantees for loans taken by others from banks and financial institutions during the year.
- XVI. The Company has not obtained any term loans during the year.
- XVII. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long term investment. No long-term funds have been used to finance short-term assets.
- XVIII. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Registered maintained under section 301 of the Act.
- XIX. According to the information and explanations given to us, during the period covered by our audit report, the company has not issued debentures.
- XX. The Company has not raised any money by public issue during the year.
- XXI. Based on the audit procedure performed and the representation obtained from the management, we report that no case of fraud on or by the Company has been noticed or reported during the year under audit.

For, Baheti Bhadada & Associates
(Chartered Accountants)

PLACE : AHMEDABAD
DATE : 24/05/2011

(B. K. BAHETI)
(Partner)
(sd/-)
Firm Reg. No. : 100865W

BALANCE SHEET AS AT 31ST MARCH 2011

SR NO.	PARTICULARS	SCH. NO.	AS AT 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010	AS AT 31.03.2010
I	SOURCES OF FUNDS					
A.	SHARE HOLDERS FUNDS :					
	(i) Share Capital	1	675000		675000	
	(ii) Reserves & Surplus	2	1330205		1330205	
				2005205		2005205
B.	LOAN FUNDS :					
	(i) Secured Loans		0		0	
	(ii) Unsecured Loans	3	172930		172930	
				172930		172930
	TOTAL			2178135		2178135
II	APPLICATION OF FUNDS					
A.	FIXED ASSETS :					
	(i) Gross Block	4	1734863		1734863	
	(ii) Less Depreciation		0		0	
	(iii) Net Block			1734863		1734863
B.	INVESTMENTS :			0		0
C.	CURRENT ASSETS, LOANS & ADVANCES					
	(1) CURRENT ASSETS :					
	(i) Sundry Debtors		55000		55000	
	(ii) Cash & Bank Balances	5	10000		10000	
	(iii) Loans & Advances	6	541573		541573	
	TOTAL CURRENT ASSETS		606573		606573	
	(3) LESS : CURRENT LIABILITIES & PROVISION	7	4246042		4164292	
	NET CURRENT ASSETS			-3639469		-3557719
	MISCELLANEOUS EXPENDITURE					
	Preliminary Expenses		3500		3500	
	Preoperative Expenses	8	3798932		3717182	
				3802432		3720682
	Profit & Loss A/c			280309		280309
	TOTAL			2178135		2178135
	Significant Accounting Policies	9		0		0

As per our Separate report of even date attached.

For, **Sterling Resorts Private Limited**

For, Baheti Bhadada & Associates
(Chartered Accountants)

(B. K. BAHETI)
(Partner)
(sd/-)

Firm Reg. No. : 100865W

B. KUMAR
Chairman
(sd/-)

KUSUM B. KUMAR
Director
(sd/-)

PLACE : AHMEDABAD
Date : 24/05/2011

PLACE : AHMEDABAD
Date : 24/05/2011

SCHEDULES FORMING PART OF THE ACCOUNTS

SR. NO.	PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2010
	SCHEDULE : 1 :		
	SHARE CAPITAL :		
	Authorised : 70,000 Equity Shares of Rs. 10/- Each	700000	700000
	Issued 67500 Equity Shares of Rs. 10/- Each	675000	675000
	Subscribed 67500 Equity Shares of Rs. 10 /- Each	675000	675000
	SCHEDULE : 2 :		
	RESERVES AND SURPLUS :		
	Revaluation Reserve	1330205	1330205
		1330205	1330205
	SCHEDULE : 3 :		
	UNSECURED LOANS:		
	From Directors	172930	172930
		172930	172930
	SCHEDULE : 5 :		
	CASH & BANK BALANCES:		
	(i) Balances with Scheduled Banks in Current A/c.	10000	10000
		10000	10000
	SCHEDULE : 6 :		
	LOANS & ADVANCES:		
	(a) Loans & Advances	330149	330149
	(b) Others	211424	211424
	TOTAL	541573	541573

**SCHEDULE : 4 :
FIXED ASSETS**

SR. No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK		
		As at 1-4-2010 Rs.	Addition during the year Rs.	Uplift Rs.	Dedu. during the year Rs.	Total as on 31-3-2011 Rs.	Dep. Rate %	Upto 1-4-2010 Rs.	Additions Rs.	As At 31-3-2011 Rs.	As at 31-3-2011 Rs.	As at 31-3-2010 Rs.
1	LAND - FREE HOLD	1574500	0	0	0	1574500	--	0	0	0	1574500	1574500
2	LEASEHOLD LAND	101980	0	0	0	101980	--	0	0	0	101980	101980
3	DEAD STOCK	3566	0	0	0	3566	18.10%	0	0	0	3566	3566
4	FURNITURE & FIXURES	29905	0	0	0	29905	18.10%	0	0	0	29905	29905
5	CLUB KITCHEN EQUIPMENT	20341	0	0	0	20341	18.10%	0	0	0	20341	20341
6	CLUB EQUIPMENT	3820	0	0	0	3820	13.91%	0	0	0	3820	3820
7	VEHICLES	751	0	0	0	751	25.89%	0	0	0	751	751
	CURRENT YEAR	1734863	0	0	0	1734863	0	0	0	0	1734863	1734863
	PREVIOUS YEAR	1734863	0	0	0	1734863	0	0	0	0	1734863	1734863

SCHEDULES FORMING PART OF THE ACCOUNTS

SR. NO.	PARTICULARS	AS AT 31.03.2011	AS AT 31.03.2010
	SCHEDULE : 7 :		
	CURRENT LIABILITIES & PROVISIONS :		
	CURRENT LIABILITIES		
	1. Sundry Creditors	2830421	2748671
	2. Other liabilities	1415621	1415621
		4246042	4164292
	SCHEDULE : 8 :		
	PREOPERATIVE EXPENSES:		
	Advertisement Exp.	153726	153726
	Architect & Design Fees	620400	620400
	Auditor Remuneration	45000	45000
	Bank Charges	9523	9523
	Consumable Exp.	975	975
	Depreciation	55279	55279
	Donation	20000	20000
	Filing Fees	7200	6300
	General Charges	11836	11836
	General Office Exp.	7077	7077
	Interest (Net)	41794	41794
	Labour Charges	98057	98057
	Land Survey Exp.	7920	7920
	Lease Rent	1162249	1095749
	Legal & Professional Fees	10640	10640
	Legal Exp.	44008	34708
	Professional Fees	1261198	1261198
	Salary	20600	20600
	Stationery Exp.	6891	6891
	Sundry Bal. Amt. W / off	371	371
	Survey Fees.	7200	7200
	Travelling Exp.	206988	201938
	TOTAL	3798932	3717182

SCHEUDLE : 9 SIGNIFICANT ACCOUNTING POLICES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:-

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

- **AS – 1 – Disclosure of Accounting Policies**

The Accounting Principles and policies recognized as appropriate for measurement and reporting of the financial performance and the financial position on mercantile system of accounting. The statement on Significant Accounting policy excludes disclosures regarding Accounting Standards in respect of which there are no material transactions during year.

- **AS – 3 – Cash Flow Statement**

Company is not falling under the Level -1 as prescribed in Accounting Standard -3 as per standard issued by ICAI therefore this standard is not applicable to the Company.

- **AS –4 – Contingencies and Events occurring after Balance sheet date.**

Sr. No.	Particulars	Amount (Rs.)
1	Contingent Liabilities	Nil
2	Liabilities Disputed under Income Tax	Nil
3	Estimated Amount of Contracts remaining to be executed on Capital accounts and not provided for	Nil
4	Material Events occurring after Balance sheet date are taken into cognizance. There have been no material changes or events since the date of balance sheet affecting financial statements as on the Balance sheet date. Further, the dates of Balance sheet, no events or circumstances have occurred, though properly excluded from the accounts, are of such importance that they should be disclosed through any medium.	

- **AS – 5 – Net Profit and Loss for the period, extra ordinary items and change in accounting policy.**

1	<p>Net Profit for the period</p> <p>All items of income and expense in the period are included for determination of net profit of the year unless specifically mentioned elsewhere in the financial statements or required by an Accounting Standard. Prior period items, extra ordinary items and changes in accounting policy are disclosed only if those have material impact on the affairs of the company.</p>
2	Prior Period items: All material items of Income/Expenditure pertaining to prior period and expenses to subsequent period are accounted separately.
3	Extra ordinary Items : Nil
4	<p>Accounting Policies</p> <p>The company has consistently followed accounting polices and there are no material changes in accounting policy of the company from that followed in previous year.</p>

- **AS – 6 – Depreciation Accounting**

The Company is not providing depreciation on its assets as per Schedule XIV of the Companies Act, 1956 as there are no commercial activities during the year and hence, Fixed Assets are stated at historical cost.

- **AS – 10 – Accounting of Fixed Assets**
Fixed Assts reflected in the financial statements are stated at their historical cost.
- **AS – 13 – Accounting for Investments:-**
The investments of the company are Nil value hence AS-13 is not applicable.
- **AS – 17 – Segment Reporting**
The Company does not operate any segments wise business therefore AS-17 for Segment Reporting is not applicable.
- **AS – 18 – Related Party Disclosure**
 - A. List Related Parties and Relations
 1. Holding Company - Sterling Greenwood Limited
 2. Key Management Personnel
 - Shri B. Kumar
 - Smt. Kusum B.Kumar
 - Smt. Meera Mathur
 - B. Transactions with Related Parties: - There are no transactions done with related parties during the year.
- **AS – 20 – Earning Per Share**
The Company has not prepared Profit and Loss Account for the year under review, as the company has not undertaken any commercial activities during the year. Hence Basic Earnings per Share are not disclosed in the profit and loss account.
- **AS – 21 – Consolidated Financial Statements**
Company is wholly owned Subsidiary of STERLING GREENWOODS LIMITED and so the disclosure as per AS-21 has been given.
- **AS – 28– Impairment of Assets**
The carrying value of fixed assets is evaluated whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. There is no impairment loss recognized or identified during the reporting period.
- **AS – 29– Provisions, Contingent Liabilities and Contingent Assets**
Contingent liabilities are not provided for but are disclosed after a careful evaluation of facts and legal aspects of the matter involved. In general, liabilities and contingencies are provided for it. If, in the opinion and at the discretion of the management, there are reasonable prospects of such liabilities crystallizing or future outcome of such contingencies is likely to be materially detrimental to business.

Disclosure required under companies Act, 1956

1. Figures of previous year have been regrouped / rearranged wherever necessary.
2. Information required to be given as per part-II of Schedule VI of the Companies Act, 1956 is as under:

Particulars	Current Year (Rs.)	Previous Year (Rs.)
a. Directors Remuneration	Nil	Nil

The Schedule and notes referred to above form an integral part of accounts.

Signatures to the Schedule '1' to '9'

As per our separate report of even date attached

For, Baheti Bhadada & Associates
(Chartered Accountants)

(B. K. BAHETI)
(Partner)
(sd/-)

Firm Reg. No. : 100865W

For and on Behalf of the Board

(B. KUMAR)
Chairman
(sd/-)

(KUSUM B. KUMAR)
Director
(sd/-)

Place : Ahmedabad

Date : 24/05/2011

BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE

1. Registration Details

Registration No.	U55101GJ1986PTC008664
State Code	04
Balance Sheet Date	31.03.2011

2. Capital raised during the year (Amount in Rs. Thousands)

Public Issue	NIL
Right Issue	NIL
Bonus Issue	NIL
Private Placement	NIL

3. Position of Mobilisation & Development of Funds (Amount in Rs. Thousands)

Total Liabilities	2178
Total Assests	2178

SOURCE OF FUNDS :

Paid up Capital	675
Reserve & Surplus	1330
Secured Loan	NIL
Unsecured Loans	173
Deferred Tax Liabilities	

APPLICATION OF FUNDS :

Net Fixed Assets	1735
Investment	NIL
Net Current Assets	(3640)
Misc. Expenditure	3802
Accumulated Losses	280

4. Performance of Company

Turnover	----
Total Expenditure	----
Profit / Loss Before Tax	----
Profit / Loss After Tax	----
Earning per share in Rs.	----
Dividend Rate	----

5. Generic Name of three principal product / service of the company

Item Code No. :	----
Service Description :	HotelResort

Sterling Greenwoods Ltd.

Regd. Office : Sunrise Centre, Opp. Dirve-in Cinema, Ahmedabad-380 054.

ATTENDANCE SLIP

(To be filled in by the share holder/proxy present)

Name & address of the Members _____
Regd. Folio _____ /DP ID No.* _____ &
Client ID No* _____ No. Of Shares _____ *
Applicable for members holding shares in electronic form.

I hereby record my presence at the 19th ANNUAL GENERAL MEETING of the Company held on Friday, 30th September, 2011 at 11.30 AM at the Greenwoods Lake Holiday Resort of the Company, Opp. Village Chharodi, Off. Sarkhej-Gandhinagar Highway Road, Ahmedabad.

Signature of the shareholder / proxy present _____

PLEASE CUT HERE AND BRING THE ABOVE ATTENANCE SLIP TO THE MEETING

Sterling Greenwoods Ltd.

Regd. Office : Sunrise Centre, Opp. Dirve-in Cinema, Ahmedabad-380 054.

PROXY FORM

Ledger Folio No. (s) _____ / DP ID No.* _____ &

Client ID No. * _____

I/We _____ of _____

_____ being a member/members of Sterling Greenwoods Ltd.

hereby appoint _____ of _____ failing him/her, _____

of _____ as my/our proxy to attend and vote for me/Our behalf at the 19th Annual General Meeting of the company to be held on Friday, 30th September, 2011 at any adjournment thereof.

Signed this _____ day _____ 2011 by the said _____ .

* Applicable for members holding shares in electronic form.

Note : The proxy form duly completed must be returned so as to reach the Registered office of the Company, not less than 48 hours before the time for holding the aforesaid Meeting. The Proxy need not be a member of the Company.

PAPER LESS COMPLIANCE OF CORPORATE GOVERNANCE - GREEN INITIATIVE OF MCA

Dear Shareholders,

This is to inform you that the Ministry of Corporate Affairs (MCA) has taken a Green Initiative and allowed the Corporates to send their Notices, Annual Reports, etc., in electronic form and it will be deemed to have complied with the provisions of Companies Act, 1956. Accordingly, your Company proposed to send the Notices, Annual Reports etc., for the financial year ended 31/03/2011 onwards in electronic form to the members of the Company.

Accordingly, you are requested to please register / update your e-mail id with your Depository Participant (in case of Demat holding) / Company or its Registrar (in case of physical holding).

We will also notify you the date of Annual General Meeting and the availability of the said documents by publishing the same in newspapers. However, if you wish to receive the said documents in physical form, kindly inform us accordingly.

Please also note that as a Member of the Company you are always entitled to request and receive, free of cost, a copy of Annual Report of the Company and other documents in accordance with the provisions of the Companies Act, 1956.

We look forward for your continued support to this unique initiative by the MCA and your Company's desire to participate in such initiatives.

Thanking you,

Yours faithfully,

For, Sterling Greenwood Limited

(Managing Director)
Ankit Mathur
Sd/-

Note : Shareholders are requested to send a letter to register / update their e-mail id mentioning their folio number. Shareholders may also send scanned copy of the letter at the following id : sgwlr@yahoo.com

----- Slip -----

Name & Address of Shareholder :

Ledger Folio No. :

E-mail ID & Contact No. :
