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**Annual Report**

**and**

**Accounts**

**2009-2010**



**CCAP LIMITED**

( Formerly Central Concrete & Allied Products Limited )



## CCAP LIMITED

**OUR MOTTO:** "To make our Company one of the most trustworthy and innovative company and to provide facilities to people to live their lives more lively, with achieving breakthrough growth in revenues and profits by creating and implementing sustainable solutions."

### CHAIRMAN'S SPEECH

**Dear Fellow Shareholders,**

The financial statements for the last year i.e. F.Y. 2009-10 indicate happy outcome and vindicate your company's efforts to turn around from an extremely challenging business environment of the last few years to the current years' improved position. It is all the more encouraging that, this has been achieved when the global economy was in a real down turn phase.

Though India is one of the fastest developing countries in global scenario, yet there are a lot of backlogs in the development of infrastructure sector. In order to overcome such backlogs, the growth in this sector is moving at an accelerated rate. Also according to different Global Bodies / Authorities, investments in infrastructure in India are expected to take place to the tune of US \$ 500 billion at least in near future. Our company is looking forward to capitalize the opportunity by taking the advantage of the situation and continue to bank upon its core competence area of infrastructure projects.

Our company's contribution, needless to say, so far encompasses educational, cultural & technical institutions, large housing estates, individual residences, public buildings, memorials condominiums, power houses, water works, sugar mills and commercial, industrial and office complexes. But due to various factors, the earlier management did not carry out the above objective at such accelerated rate and hence in order to accomplish the objective with new thrust, the new management with me as the Chairman in the last year i.e. 2008-09, is moving ahead to mark the advent of a new era in the history of the company.

As an associate of Shelter Group, we look to add up another synergic value to our portfolio as forward integrity by putting our foot forward on urban infrastructure development. To start with we have been assigned a new project at EM Bypass having total built-up area of over 17.00 Lac sq.ft. and having an estimated project value of Rs. 700 Crore. In addition, a comprehensive urban neighborhood project of 150 Crore more or less, initially on 25 acres of land at Barasat, Dist: 24 Parganas (north), West Bengal captioned as "Neeldiganta" has already been awarded to our company. Apart from this the company has also been awarded through bidding process, the township project of Rs. 57 Crore (approx) of IOCL



Refinery at Paradip, Orissa (Phase-IV) which consists of construction of 'Urban Infrastructure'. Moreover in future to extend the facility of backward integration we intend to come up with Cement plant, Iron and steel plant and Power plant in an integrated form to have control over the basic raw material of our Group and associates.

We will continue to follow our successful strategy and actively shape our future. We will focus on improving our portfolio, increasing efficiency, product innovation and expanding our business in order to get closer to key markets. With this strategy, we can offer our customers best products and solutions and secure our position as a leading integrated company. With economic recovery, global demand will resume its growth, in step with rising population and growing economies of the developing countries.

I am grateful to the Board of Directors for their unwavering support and guidance. I would like to thank the Company's employees who are continuously endeavouring to make it a more valuable one. I also take this opportunity to express my gratitude to all our stakeholders, who have reposed trust in us and extended their constant support.

With warm regards

**SAMAR NAG**

## **HIGHLIGHTS**

Turnover : Rs. 2303.21 Lac  
PBDIT : Rs. 553.99 Lac  
Cash Profit : Rs. 338.37 Lac  
Total Assets : Rs. 3378.49 Lac

| Year            | Mar,'10<br>(Rs. in crs.) | Mar,'09<br>(Rs. in crs.) | Mar,'08<br>(Rs. in crs.) | Mar,'07<br>(Rs. in crs.) | Mar,'06<br>(Rs. in crs.) |
|-----------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| <u>Turnover</u> | <u>23.03</u>             | <u>17.85</u>             | <u>22.26</u>             | <u>12.61</u>             | <u>14.28</u>             |
| <u>Networth</u> | <u>8.35</u>              | <u>6.34</u>              | <u>6.06</u>              | <u>5.93</u>              | <u>6.60</u>              |
| <u>PAT</u>      | <u>2.22</u>              | <u>0.49</u>              | <u>0.34</u>              | <u>(0.67)</u>            | <u>0.64</u>              |

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## CORPORATE INFORMATION

### BOARD OF DIRECTORS:

| <u>Name</u>  | <u>Category</u>                      |
|--|--------------------------------------|
| Mr. Samar Nag<br>(Chairman)<br>(w.e.f. 28.08.2009) | Non executive & Non-Independent      |
| Mr. Shib Ram Nag<br>(w.e.f. 28.08.2009)            | Non executive & Non-Independent      |
| Mr. Sisir Kumar Saha (CEO)                         | Executive Director & Non-Independent |
| Mr. Koushik Roy                                    | Non executive & Independent          |
| Mr. Chinmoy Mazumdar                               | Non executive & Independent          |
| Mr. Dibakar Chatterjee                             | Non executive & Independent          |
| Mr. Shanti Ranjan Paul                             | Non executive & Independent          |
| Mr.Madan Gopal Pal<br>(w.e.f. 14.12.2009)          | Non executive & Independent          |
| Mr.Shyamal Kumar Mukherjee<br>(w.e.f.14.12.2009)   | Non executive & Independent          |

**Secretary:**

Mr. K.L.Surana

**Chief Financial Officer:**

Mr. Anjan Ghosh

**Audit Committee:**

Mr.Chinmoy Majumder  
(Chairman)  
Mr.Dibakar Chatterjee  
Mr.Kaushik Roy

**Remuneration Committee:**

Mr. Samar Nag  
(Chairman)  
Mr.Dibakar Chatterjee  
Mr.Shibram Nag

**Shareholders' Grievance**

**Redressal Committee:**

Mr.Samar Nag  
(Chairman)  
Mr.Shibram Nag  
Mr.Kaushik Roy  
Mr.Chinmoy Majumder  
Mr.Shyamal Kumar  
Mukherjee  
Mr.Madan Gopal Pal

**Bankers :**

State Bank of India  
Canara Bank

**Statutory Auditors:**

G.Basu & Co.  
Chartered Accountants  
Basu House  
3, Chowringhee  
Approach, Kolkata-700 072.  
Telephone: 2212-6253, 8016.  
Fax: 00-91-33-2212-7476.

Website: [www.gbasuandcompany.org](http://www.gbasuandcompany.org)

Email id: [gbasuco@rediffmail.com](mailto:gbasuco@rediffmail.com)



**Registrar and Share Transfer Agent:**

MCS LTD (formerly Computech International Ltd.)  
77/2A, Hazra Road, Kolkata-700 029.  
Telephone: 2476-7350/51/52/53/54, 2454-1892/93.  
Fax: 00-91-33-2474-7674, 2454-1961.  
Email id: [mcskol@rediffmail.com](mailto:mcskol@rediffmail.com)

**Registered Office:**

Eternity Building  
DN-1, Salt Lake City, Sector-V,  
Kolkata-700 091.  
Telephone: 2357-6255/56/57.  
Fax: 00-91-33-2357-6253/6487.  
Website: [www.ccapltd.in](http://www.ccapltd.in)  
Email id: [info@ccapltd.in](mailto:info@ccapltd.in)

## NOTICE

NOTICE is hereby given that the Thirty-Seventh Annual General Meeting of the Members of **CCAP LIMITED** will be held at **Rabindra Okakura Bhavan, Paschimbanga Bangla Academy, DD 27A/1, Saltlake, Kolkata- 700 064** on Monday, 27th September, 2010 at 11.00 a.m. to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31<sup>st</sup> March, 2010 and Balance Sheet as on that date together with the Report of the Directors and Auditors of the Company.
2. To declare dividend for the financial year ended 31<sup>st</sup> March, 2010.
3. To appoint Directors in place of Mr. Chinmoy Mazumdar and Mr. Dibakar Chatterjee, who retires from office by rotation, and being eligible, to offer themselves for re-appointment.
4. To appoint Auditors and fix their remuneration.

### **SPECIAL BUSINESS:**

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

"RESOLVED THAT pursuant to the provisions of Section 260 of the Companies Act, 1956, Mr. Madan Gopal Pal who was appointed as Additional Director of the Company by the Board of Directors of the Company and who holds office upto the date of this Annual General Meeting and who is eligible for appointment to the office of Director be and is hereby appointed as Director of the Company, liable to retire by rotation."

- (b) To consider and if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution :-**

"RESOLVED THAT pursuant to the provisions of Section 260 of the Companies Act, 1956, Mr. Shyamal Kumar Mukherjee who was appointed as Additional Director of the Company by the Board of Directors of the Company and who holds office upto the date of the Annual General Meeting and who is eligible for appointment to the office of the Director be and is hereby appointed as Director of the Company, liable to retire by rotation."

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

#### **Change of Company's Name:**

"RESOLVED THAT subject to the approval of the Central Government and pursuant to Section 21 of the Companies Act, 1956, the name of the Company be and is hereby changed from "CCAP LIMITED" to "SHELTER INFRA PROJECTS LIMITED".



**RESOLVED FURTHER THAT** the name “**CCAP LIMITED**” wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the new Name “**SHELTER INFRA PROJECTS LIMITED**”.

**By Order of the Board**

**Kolkata, 18<sup>th</sup> May, 2010**

**K.L.Surana  
Company Secretary**

**NOTES FOR MEMBERS' ATTENTION**

1. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in relation to the Special Business of the Meeting is annexed hereto and forms part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing proxy should however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from the 20<sup>th</sup> day of September, 2010 to 27<sup>th</sup> day of September, 2010 (both days inclusive).
4. Members are requested to notify to the Company change of address, if any, with pin code quoting reference of their Folio Number to the Company's Registrar & Transfer Agent M/s. MCS Ltd., 77/2A, Hazra Road, Kolkata 700 029.
5. Members who are holding Shares in identical order or names in more than one folio are requested to send to the Company the details of such folios together with the Share Certificates for consolidating their holdings in one folio. The Share Certificates will be returned to the Members after making requisite changes thereon.
6. Non-resident Indian Shareholders are requested to inform the Company immediately: -
  - (a) The change in residential status on return to India for permanent settlement.
  - (b) The particulars of the Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank, if not furnished earlier.
7. Members holding shares in physical form can avail the facility of nomination in respect of the shares held by them, consequent upon the introduction of Section 109A and 109B of the Companies Act, 1956. The prescribed Form (Form-2B) can be obtained from the Company's Registrar & Transfer Agent.
8. Please bring the attendance slip with you duly filled in and hand over the same at the entrance of the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting. Shareholders are requested to bring their copy of the Annual Report to the meeting.



9. All the documents referred to in the above notes and explanatory statement are available for inspection at the registered Office of the Company at Eternity Building, DN-1, Sector-V, Saltlake, Kolkata- 700 091 between 10.00 a.m. and 12 noon on working days (except Sundays and Public Holidays) upto the date of the Annual General Meeting.
10. Should you wish to have any information in respect of the accounts of the Company, please send your queries in writing to the Company at the Registered office so as to reach us at least 7 days before the date of the meeting so that the required information can be made available at the meeting.
11. Pursuant to the provisions of Section 205A (5) of the Companies Act, 1956 all unpaid/unclaimed dividends up to the Financial year ended 31st March, 1995, have been transferred General Reserve Account of the Central Government. Shareholders concerned are requested to submit their claims in the prescribed form to the Registrar of Companies, West Bengal, Nizam Place, 234/4, Acharya Jagadish Chandra Bose Road, Kolkata-700 020. For subsequent years the unpaid/unclaimed dividends will have to be claimed by the Shareholders from the Company within 7 (Seven) years from the date of transfer of the money to the unpaid dividend account of the Company, whereupon the money will be transferred to the Investors Education and Protection Fund (IEPF) of the Central Government established under Section 205C of the said Act against which no claims will be as per section 205B of the said Act.

## **ANNEXTURE TO NOTICE**

Explanatory statement pursuant to section 173(2) of the Companies Act, 1956 in respect of special business mentioned in the notice.

### **ITEM No.5 (a)**

Mr. Madan Gopal Pal, B.E. (Civil engineer) is having experience in Construction work. as He was Superintending Engineer of P.W.D and was a Chief Engineer in PW (Roads) Directorate. He was appointed as Additional Director by the Board of Directors of the Company with effect from 14.12.2009. His expertise and experience will benefit the Company in future. In view of his rich experience, it will be in the best interest of the Company that Mr. Madan Gopal Pal continues as a Director of the company.

In terms of the provisions of Section 260 of the Companies Act, 1956, Mr. Madan Gopal Pal holds office only upto the date of ensuing Annual General Meeting. Notice have been received from a member of the Company under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director and signifying their intention to move the Resolution as set out in item no. 5(a).

Mr. Madan Gopal Pal doesn't hold any shares of the Company. A statement containing the details of Mr. Madan Gopal Pal is attached herewith.

The Board recommends adoption of the resolution regarding appointment of Mr. Madan Gopal Pal as a Director of the Company.

None of the Directors of the Company except Mr. Madan Gopal Pal is concerned of interested in the Resolution.



**ITEM No. 5(b)**

Mr. Shyamal Kumar Mukherjee, B.E. (Civil Engineer) is having vast experience in Road & Construction Work . He has also worked as Asstt. Engineer, PWD. Govt. of West Bengal. He was appointed as an Additional Director by the Board of Directors of the Company with effect from 14.12.2009. His expertise and experience will benefit the Company in future. In view of his rich experience, it will be in the best interest of the Company that Mr. Shyamal Kumar Mukherjee continues as a Director of the Company.

In terms of the provisions of Section 260 of the Companies Act. 1956, Mr. Shyamal Kumar Mukherjee holds office only upto the date of the ensuing Annual General Meeting. Notice have been received from member of the Company under Section 257 of the Companies Act, 1956 proposing his candidature of the office of Director and Signifying their intention to move the Resolution as set out in item n<sup>o</sup>. 5(b).

Mr. Shyamal Kumar Mukherjee doesn't hold any shares of the Company. A statement containing the details of Mr. Shyamal Kumar Mukherjee is attached herewith.

The Board recommends adoption of the resolution regarding appointment of Mr. Shyamal Kumar Mukherjee as a Director of the Company.

None of the Directors of the Company except Mr. Shyamal Kumar Mukherjee is concerned of interested in the Resolution.

**Item No. 6**

In order to reflect the association of our Company as part of the "Shelter Group of Companies", it is proposed to change the name of the Company from "**CCAP LIMITED**" to "**SHELTER INFRA PROJECTS LIMITED**" to give the company the brand image of the **SHELTER GROUP**. The new name also signifies the main business activities of the Company.

The Registrar of Companies, Kolkata, West Bengal, ('ROC') have approved the availability of the name "**SHELTER INFRA PROJECTS LIMITED**" to the Company.

The Board recommends the resolution at item no. 6 of the Notice to the members for approval.

None of the Directors of the Company are interested of concerned in the proposed Resolution.

By Order of the Board

Kolkata, 18<sup>th</sup> May 2010

K.L.Surana  
Company Secretary

**Particulars of Directors seeking appointment/re-appointment at this Annual General Meeting pursuant to clause 49(IV) (G) of the Listing Agreement**

| <b>Name of Director</b>   | <b>Chinmoy Mazumdar</b>   | <b>Dibakar Chatterjee</b>  | <b>Madan Gopal Pal</b>   | <b>Shyamal Kukmar Mukherjee</b>  |
|---|---|--|--|--|
| <b>Date of Birth</b>  | 10.01.1941  | 01.11.1953   | 16.10.1949   | 11.09.1941   |
| <b>Expertise in specific Functional areas</b>   | Civil Engineer having experience in Construction Work of Durgapur Expressway and as a Housing Commissioner of WBHB as well as Hill Roads. | He is a financial expert and has vast experience in private & public sector companies in various fields & works as in-charge or financial, secretarial, legal internal audit and treasury functions of listed companies. | Having experience in Construction work as was Superintending Engineer of P.W.D. and is a Chief Engineer in PW (Roads) Directorate. | Having vast experience in Road & Construction work as well as worked as Asst. Engineer, PWD, Govt. of West Bengal. |
| <b>Qualification</b>  | BCE. MIE. LLB   | M. Com, LLB, FCA, AICWA & ACS  | B.E. (Civil)   | B.E. (Civil)   |
| <b>List of Companies/Firms/ association in which outside Directorship held</b>          | Broadway Realtors Pvt. Limited  | N.A.   | N.A.   | N.A.   |
| <b>Chairman/ Member of the Committees across public Company in which he is Director</b> | N.A.  | N.A.   | N.A.   | N.A.   |



## DIRECTORS' REPORT

To  
The Stakeholders,

Your Directors have great pleasure in presenting the Thirty-Seventh Annual Report of the Company together with Audited Accounts for the year ended 31<sup>st</sup> March, 2010.

### SUMMARISED FINANCIAL RESULTS AND PROPOSED APPROPRIATIONS:

| <u>PARTICULARS</u>                         | (Rs. In Lacs)  |                |
|--|----------------|----------------|
|  | <u>2009-10</u> | <u>2008-09</u> |
| A) Income from Operations                  | 2303.21        | 1784.84        |
| B) Profit After Tax                        | 221.65         | 49.18          |
| Balance Brought forward from previous Year | 75.58          | 47.26          |
| Amount available for appropriation         | 297.23         | 96.44          |
| C) Appropriations : -                      |                |                |
| Proposed Dividend                          | 17.82          | 17.82          |
| Dividend Distribution Tax                  | 2.96           | 3.03           |
| Balance Carried to Balance Sheet           | 276.44         | 75.58          |

### FINANCIAL AND OPERATIONAL PERFORMANCE

During the year under review, the company has achieved a turnover of Rs. 2303.21 lacs. The Profit After Tax for the year under review has been Rs. 221.65 lacs, as compared to Rs. 49.18 lacs for the previous year.

### DIVIDEND

Your directors are pleased to recommend payment of dividend of 5% in respect of the year ended on 31<sup>st</sup> March, 2010. The dividend, if approved by the members at the Annual General Meeting will be paid to those shareholders registered in the books of the Company and the depositories as on 20<sup>th</sup> September, 2010.

## FUTURE OUTLOOK

Road development is recognised as essential to sustain India's economic growth. The Government is planning to increase spends on road development substantially with funding already in place based on a cess on fuel. A large component of highways is to be developed through public-private partnerships (PPP). Several high traffic stretches already awarded to private companies on a BOT basis. Two successful BOT models are already in place, the annuity model and the upfront/lump sum payment model. Investment opportunities exist in a range of PROJECTS being tendered by NHAI for implementing the NHDP contracts are for construction or BOT basis depending on the section being tendered.

### **Highways:-**

The following are some of the announcements made by the Government of India for the infrastructure Development in India:-

1. An ambitious National Highway Development Programme (NHDP), involving a total investment of Rs.2, 20,000 crore upto 2012, has been established.
2. The Union Cabinet has approved the four-laning of 12,109 km of high density national highways, through the Build, Operation & Transfer (BOT) mode.
3. With a view to providing balanced and equitable distribution of the improved/widened highways network throughout the country, NHDP-IV envisages upgradation of 20,000 kms of such highways into two-lane highways, at an indicative cost of Rs.27,800 crore.
4. Steps have been taken for restructuring and strengthening of National Highways Authority of India (NHAI) which is the implementing agency for the National Highways programme. Institutional mechanisms have been established to address bottlenecks arising from delays in environmental clearance, land acquisition etc.

### **Railways:-**

The rapid rise in international trade and domestic cargo has placed a great strain on the Delhi-Mumbai and Delhi-Kolkata rail track. Government has, therefore, decided to build dedicated freight corridors in the Western and Eastern high-density routes. The investment is expected to be about Rs. 22,000 crore (US \$ 5 bn). Requisite surveys and project reports are in progress and work is expected to commence within a year.

Your Company will continue to take advantage to the above situations and continue to bank upon its core competence area of road construction alongwith other infrastructure projects.



## **INTERNAL CONTROL SYSTEMS**

Your Company maintains an internal control system in different areas like purchase, billing for the jobs etc. there are Internal Auditors who does a constant monitoring to have proper and sufficient care for maintenance of adequate records required for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

## **DIRECTORS**

1. Mr. Madan Gopal Pal, B.E.(Civil Engineer) is having wide experience in Construction works. He was Superintendent Engineer of PWD and was Chief Engineer in PW (Roads) Directorate in Government of West Bengal, appointed as Additional Director on 14<sup>th</sup> December, 2009 by the Board of Directors of the Company.

By virtue of provisions of section 260 of the Companies Act, 1956 Mr. Madan Gopal Pal will vacate office at the ensuing Annual general Meeting of the Company. The Board has recommended the appointment of Mr. Madan Gopal Pal as Independent Non-Executive Director of the Company, liable to retire by rotation from the date of the ensuing Annual General Meeting of the Company.

2. Mr. Shyamal Kumar Mukherjee, B.E.(Civil Engineer) is having vast experience in road and construction work and also worked as Assistant Engineer of PWD, Government of West Bengal, appointed as Additional Director on 14<sup>th</sup> December, 2009 by the Board of Directors of the Company.

By virtue of provisions of section 260 of the Companies Act, 1956 Mr. Shyamal Kumar Mukherjee will vacate office at the ensuing Annual General Meeting of the Company. The Board has recommended the appointment of Mr. Shyamal Kumar Mukherjee as Independent Non-Executive Director of the Company, liable to retire by rotation from the date of the ensuing Annual General Meeting of the Company.

3. Mr. Chinmoy Mazumdar and Mr. Dibakar Chatterjee retires by rotation in the forthcoming Annual General Meeting and are being eligible to offer themselves for re-appointment.
4. Mr. Chirantan Mukherjee, Non Executive Director, Mr. Asamanja Mitra, Non Executive Director and Mr. Mahiruha Mukherjee, Whole-time Director resigned from the Board with effect from 1st December 2009. Your Directors record their appreciation for the valuable contributions made by them during their tenure of Directorship in the Company.

The details of Directors seeking appointment/reappointment have been annexed as part of the Annual Report.

### Unpaid Dividend

Last seven years balances lying in the Company's Unpaid Dividend Accounts with its bankers are shown below:

| <u>Year</u> | <u>Amount as on 31.03.2010</u> |
|-------------|--------------------------------|
| 2002-03     | Rs. 3,24,132.50                |
| 2003-04     | Rs. 91,980.00                  |
| 2004-05     | Rs. 3,43,114.80                |
| 2005-06     | Rs. 3,73,662.00                |
| 2006-07     | No Dividend Declared           |
| 2007-08     | Rs. 1,44,282.00                |
| 2008-09     | Rs. 1,58,054.00                |

As per the Companies Act, 1956 unpaid dividend for 2002-03 will be transferred to Investor Education and Protection Fund of Central Government in October, 2010 after completion of seven years. Individual reminders have been sent to the concerned shareholders to take action for claiming the dividend from the Company before it is transferred to the said fund.

Unpaid/unclaimed dividend amounting to Rs. 2, 08, 155/- for the year 2001-02 had been deposited to the Investor Education and Protection Fund of Central Government on 24<sup>th</sup> October, 2009.

### CODE OF CONDUCT

As required by clause 49 of the Listing Agreements with the Stock Exchanges (Corporate Governance), the Board has laid down a Code of Conduct for all Board members and senior management personnel. A declaration by the CEO in regard to affirmation of compliance of the code of conduct by the Board members and senior management personnel, has been set out in the Corporate Governance Report.

### CORPORATE GOVERNANCE

Corporate Governance Report is set out as a separate annexure, which forms part of this report.

### AUDITORS

M/s. G.Basu & Co., Chartered Accountants, Auditors of the Company for the year 2009-10, being eligible, have offered themselves for re-appointment as Auditors of the Company for the year 2010-11. Your Directors recommend reappointment of G. Basu & Co.



### **AUDITORS' OBSERVATIONS**

Regarding observation of Auditors in regard to AS-15 (Revised), the same when read with corresponding reference in notes for accounts will be found self explanatory.

Regarding overdue statutory payments, steps have been initiated to deposit them with appropriate authorities without further delay.

### **PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 217(2A) OF THE COMPANIES ACT 1956 READ WITH THE COMPANIES (PARTICULARS OF EMPLOYEES) RULES 1975.**

The particulars required under section 217 (2A) of the Companies Act, 1956, are not set out in this report, as no employee of the Company is coming under the provisions of the said section.

### **PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO SECTION 217(1) (e) OF THE COMPANIES ACT 1956.**

Although your Company's core activity is in the area of civil construction which is not power intensive, your Company is making every effort to conserve the power. Critical natural resources like Diesel etc. are consumed efficiently to ensure proper energy utilization and conservation.

Your company has not undertaken any research and development activity nor any specific technology is obtained from any external sources during the year under review, which needs to be absorbed or adopted.

There is no foreign exchange earnings or outgo during the year under review.

### **DIRECTORS RESPONSIBILITY STATEMENT**

As required under Section 217 (2AA) of the Companies Act, 1956, Your Directors state:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any
- that appropriate accounting policies have been selected and applied consistently and that the judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2010 and of the profit of the Company for the said period;



- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual accounts have been prepared on a going concern basis.

## **INDUSTRIAL RELATIONS**

The Company enjoys cordial and harmonious industrial relations. The work forces have extended their full cooperation in enforcing and maintaining work culture, discipline and productivity within the organization. Opportunities for industrial growth, creativity and dedicated participation in organizational development are being provided.

## **ACKNOWLEDGEMENT**

Your Directors wish to express their sincere appreciation for the valuable support and cooperation of Central and State Governments, Public Works Department of the respective State Governments, Bankers to the company and local authorities. Your Directors also thank the Company's valued and esteemed customers, suppliers, contractors, sub contractors, business associates and employees of the Company for their extended and continued patronage, cooperation, support and look forward for the same in future.

**Kolkata**  
**18<sup>th</sup> May, 2010**

**Samar Nag**  
**Director**

**Shib Ram Nag**  
**Director**

**S.K.Saha**  
**Director**



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## MANAGEMENT DISCUSSION & ANALYSIS REPORT:

### A. Industry Structure & Developments

The Infrastructure Construction Industry, in which your company is mainly involved, is now in a peak position. Infrastructural constructions, particularly road segment, have assumed great importance. Creation of world-class infrastructure has been recognized as a key priority and a necessary condition for sustaining the growth momentum of the economy.

Infrastructure has been recognized as a key priority in the Eleventh Five Year Plan (2007-12), both with a view to addressing the deficit of the past years and for keeping pace with the needs of a rapidly growing economy. The Eleventh Five Year Plan has set a target (revised) for scaling up investment in infrastructure from about 5% of GDP, as prevailing in the Tenth Plan, to 8.4% by the terminal year of the Eleventh Plan (2011-12). In absolute terms, this implies an investment of about Rs. 20, 54,000 crore (US \$ 513.55 billion) during the Eleventh Plan as compared to Rs. 9, 06,074 crore (\$ 227 billion) during the Tenth Plan. For achieving this sharp increase in investment, the role of the private sector would have to be enhanced besides an increase in public sector outlays. It is envisaged that 36% of the total investment during the Eleventh Plan would need to be mobilised from the private sector as against 25% achieved during the Tenth Plan, which implies an increase from Rs. 2,25,200 crore (\$ 56 billion) in the Tenth Plan to about Rs. 7,43,000 crore (\$ 185 billion) during the Eleventh Plan.

From the above discussion, it's apparently clear that the intention of the Government to encourage the private sector participation in the infrastructure development in the country. The financing of Infrastructure development has largely reallocated to the private sector through the utilization of Public Private Partnership system (PPP), which are based on partnership between the public and the private sectors for the purpose of delivering a project or service earlier which was totally based on investment by public sector. The basic intent of PPP is to encourage the private sector to dedicate its capacity to raise capital and the ability to complete projects on time and to budget for the welfare of the community, without having to compromise the profit motive.

### B. OPPORTUNITIES AND THREATS

As the Government has announced that banks were being equipped to finance and support projects involving investment worth Rs. 1,00,000 crore through the adoption of the 'takeout financing' scheme

to facilitate incremental lending to the infrastructure sector, the company will have to easy access to finance its projects. Therefore the revenue of the company can grow many folds.

The present inflation condition of the Country though a matter of concern the Company has not been affected badly in the previous year. An important aspect of infrastructure development in India in the years ahead is that the manner of infrastructure development will be very different from the past with a much larger role for public private partnership. This will throw up new challenges and it will be necessary for policy to be responsive to these challenges and look for innovative ways of meeting them. The management of your Company is trying its best to meet the challenges and to strengthen the base of the Company.

### **C. OUTLOOK**

The Eleventh Plan (2007-08 to 2011-12) aims at a sustainable annual growth rate of 9 per cent with emphasis on a broad-based and inclusive approach that would improve the quality of life and reduce disparities across regions and communities. There is consensus that infrastructure inadequacies would constitute a significant constraint in realising this development potential. To overcome this constraint, an ambitious programme of infrastructure investment, involving both public and private sectors, has been developed for the Eleventh Plan. The programme ensures strengthening and consolidating recent infrastructure-related horizontal initiatives, such as Bharat Nirman for building rural infrastructure, as well as sectoral initiatives and strategies, such as the Rajiv Gandhi Grameen Vidyutikaran Yojana (RGGVY), Accelerated Power Development and Reforms Programme (APDRP), Jawaharlal Nehru National Urban Renewal Mission (JNNURM), Accelerated Irrigation Benefit Programme (AIBP), National Highways Development Programme (NHDP), Financing Plans for Airports, Ports and Highways, and National Maritime Development Programme (NMDP).

Your Company will continue to take benefit of the above circumstances and persists to pool ahead its core competence areas of road construction along-with other infrastructure projects.

### **D. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an satisfactory system of internal control corresponding with its size and the nature of its operations. These have been designed to provide reasonable assurance & accuracy with regard to recording & reporting and providing reliable financial and operational, information, complying with applicable statutes, safeguarding assets from unauthorized use or losses, executing transactions with proper authorization and ensuring compliance of corporate policies.



The Company has an audit Committee, the details of which have been provided in the Corporate Governance Report. The Audit Committee reviews Audit Reports submitted by the internal Auditors. Suggestions for improvement are considered and the Audit Committee follows up the implementation of corrective steps. The Committee also meets the Company's statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems in the Company and keeps the Board of Directors informed of its major observations from time to time.

#### **E. FINANCIAL PERFORMANCE**

During the year under review, the company has achieved a turnover of Rs. 2303.21 lacs. The Profit after Tax for the year under review has been Rs. 221.65 lacs, as compared to Rs. 49.18 lacs for the previous year. Your directors have recommended a dividend of 5% in respect of the year ended on 31<sup>st</sup> March, 2010.

#### **F. HUMAN RESOURCES**

Human resources continued to be one of the biggest assets of the Company. The management has been paying special attention to various aspects like training, welfare and safety and thereby further strengthening the human resources. Relations with the employees remained cordial throughout the year

#### **G. CAUTIONARY STATEMENT**

Statements in the Management Discussions and Analysis Report in regard to projections, estimates and expectations have been made in good faith. Many unforeseen factors may come into play and affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook. Market data and product information contained in this Report have been based on information gathered from various published and unpublished reports, and their accuracy, reliability and completeness cannot be assured

# REPORT ON CORPORATE GOVERNANCE

(As required under Clause 49 of the Listing Agreement)

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company has always acted as a good corporate citizen which is inherent in the culture of the Organization. The Company has a strong legacy of fair, transparent & ethical code of Governance practices. In the recent times the concept of "Maximizing Shareholders Value" is regarded to be the end of all the business. Good Corporate Governance in so far as it caters to all interests, is an integral part of Business Ethics. Your Company continues to follow the practices in line with the Code of Corporate Governance enshrined in the Listing Agreement.

The following are the basic pillars on which the edifice of the Corporate Governance of CCAP Ltd. rests:

1. Management is the trustee of the Shareholders Capital and not the owner
2. Transparency in Reporting & Records
3. Ensure individual accountability
4. Corporate Sustainable responsibility
5. Ethical Code of Conduct
6. Quality of Services
7. Strict Regulatory Compliance

Practicing Corporate Governance is a big step in communicating transparency of the activities/affairs of the Company to the concerned parties including investing people, shareholders, government and lenders.

### 1) BOARD OF DIRECTORS:

#### A) Composition of Board

The Company has a broad –based Board and as on 31<sup>st</sup> March, 2010, had nine Directors. The Chairman of the Board is non-executive and more than half of the total strength comprises of independent Directors. Mr. Sisir Kumar Saha, Whole-time Director oversees day-to-day operations of the Company. All the Directors are specialists in their respective fields and possess required technical and leadership skills.

During the year under review, the Company did not have any pecuniary relationship or transactions with the Non-Executive Directors.

Remuneration in the form of meeting fees of Non-Executive Directors is decided by the Board of Directors.

During the year, the Board met 8 times on 11.06.2009, 30.07.2009, 28.08.2009, 30.10.2009, 01.12.2009, 14.12.2009, 29.01.2010 and 26.02.2010.

The Composition of the Board and the attendance at the Board Meeting during the year and at the last Annual General Meeting as also number of other Directorships (excluding Private Limited Companies and Companies U/s 25 of the Companies Act, 1956) and Committee memberships/ Chairman of the Committee during the year ended 31<sup>st</sup> March, 2010 is as under:



| Name   | Category                                | Board Meeting Attended | Last AGM Attended | Other Directorships | Other Company Committee |          |
|--|---|------------------------|-------------------|---------------------|-------------------------|----------|
|  |   |                        |                   |                     | Member                  | Chairman |
| Mr. Samar Nag<br>(Chairman)<br>w.e.f. 28.8.2009  | Non executive &<br>Non-Independent      | 4                      | Yes<br>/          | 3                   | 0                       | 0        |
| Mr. Shib Ram Nag<br>(w.e.f. 28.08.2009)  | Non executive &<br>Non-Independent      | 4                      | Yes               | 2                   | 0                       | 0        |
| Mr. Sisir Kumar<br>Saha  | Executive Director &<br>Non-Independent | 7                      | Yes               | 0                   | 0                       | 0        |
| Mr. Mahiruha<br>Mukherjee<br>(Resigned on<br>01.12.2009)                               | Executive Director &<br>Non-Independent | 4                      | No                | 0                   | 0                       | 0        |
| Mr. Chinmoy<br>Mazumdar  | Non executive &<br>Independent          | 8                      | Yes               | 0                   | 0                       | 0        |
| Mr. Dibakar<br>Chatterjee  | Non executive &<br>Independent          | 5                      | No                | 0                   | 0                       | 0        |
| Mr. Shanti<br>Ranjan Paul  | Non executive &<br>Independent          | 7                      | Yes               | 2                   | 0                       | 0        |
| Mr. Chirantan<br>Mukherjee<br>(Ex-Chairman<br>Promoter)<br>(Resigned on<br>01.12.2009) | Non executive &<br>Non-Independent      | 5                      | Yes               | 0                   | 0                       | 0        |
| Mr. Asamanja<br>Mittra<br>(Resigned on<br>01.12.2009)                                  | Non executive &<br>Non-Independent      | 4                      | No                | 0                   | 0                       | 0        |
| Mr. Madan<br>Gopal Pal<br>(w.e.f. 14.12.2009)  | Non executive &<br>Independent          | 2                      | No                | 0                   | 0                       | 0        |
| Mr. Shyamal<br>Kumar Mukherjee<br>(w.e.f. 14.12.2009)                                  | Non executive &<br>Independent          | 2                      | No                | 0                   | 0                       | 0        |

## B) Board's Process

Directors are kept informed of every major decisions apart from what is statutorily required. At least one meeting is held every quarter and presentations covering finance, sales, marketing, investment, diversification proposals and changes in statutes are periodically given to the board.

## C) Code Of Conduct

- i) The Board has already prepared a code of conduct for all Board Members and Senior Management of the Company.
- ii) The code of conduct has been posted on the website of the Company.
- iii) All board members and senior management personnel had affirmed compliance with the code.

Declaration by the CEO to the effect that all the Directors and senior Management Personnel of the Company have affirmed compliance of the Code of conduct, is attached (Annexure-A).

Annual financial statements have been certified by the CEO/CFO to the Board.

## 2) AUDIT COMMITTEE:

### A) Composition

The Audit Committee comprises of 3 Directors Mr. Chinmoy Mazumdar, as Chairman and Mr. Dibakar Chatterjee & Mr. Koushik Roy as the members of the Committee. The Committee has the necessary financial background and expertise in financial and internal control areas. The Company Secretary acts as the Secretary to the Committee.

During the Financial year the Audit Committee held 5 (Five) meetings on 29.05.2009, 11.06.2009, 30.07.2009, 30.10.2009, and 29.01.2010.

The composition of the Audit Committee and the details of meetings attended by the Directors are given below:

| Names of Directors                                | Category                        | No. of Meetings attended during 2009-10 |
|---|---------------------------------|---|
| Mr. Chinmoy Mazumdar<br>(Chairman)                | Non executive & Independent     | 5                                       |
| Mr. Asamanja Mitra<br>(Resigned on<br>01.12.2009) | Non executive & Non-Independent | 4                                       |
| Mr. Dibakar Chatterjee                            | Non executive & Independent     | 4                                       |
| Mr. Koushik Roy<br>(w.e.f. 14.12.2009)            | Non executive & Independent     | 2                                       |



The Audit Committee of the Company meets before the Finalisation of Accounts in each year and also meets in each quarter before the results of that quarter is published in the newspapers and informed to the stock exchanges, as required under clause 41 of the Listing Agreement.

## **B) Powers of Audit Committee**

The Audit Committee has been vested with the following powers:

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

## **C) Role of Audit Committee**

The role of the Audit committee shall include the following:

- i) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ii) Management discussion and analysis of financial condition and results of operations.
- iii) Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fees.
- iv) Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- v) Reviewing with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956.
  - (b) Changes, if any, in accounting policies and practices and reasons for the same.
  - (c) Major accounting entries involving estimates based on the exercise of judgement by management.
  - (d) Significant adjustments made in the financial statements arising out of audit findings.
  - (e) Compliance with listing and other legal requirements relating to financial statements.
  - (f) Disclosure of any related party transactions.
  - (g) Qualifications in the draft audit report.
- vi) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.



- vii) Reviewing with the management, performance of Statutory and Internal Auditors and adequacy of the internal control systems.
- viii) Reviewing the adequacy of internal audit function including the structure of the Internal Audit team, frequency of internal audit and reporting structure coverage.
- ix) Discussion with Internal Auditors any significant findings and follow up thereon.
- x) 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.
- xi) 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.
- xii) To look into the reasons for substantial defaults in the payment to the erstwhile debenture holders, shareholders (in case of non-payment of declared dividends); and creditors, if any.
- xiii) To review the functioning of the Whistle Blower Mechanism, in case the same is existing.
- xiv) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

#### D) Review of Information By Audit Committee

The Audit Committee regularly reviews the following information:

1. Management letters/ letters of internal control weaknesses, if any issued by the Statutory Auditors;
2. Internal audit reports relating to internal control weaknesses; and
3. The appointment, removal and terms of remuneration of the Internal Auditor.

#### 3) REMUNERATION COMMITTEE:

The composition of the Remuneration Committee and the details of meetings attended by the Directors are given below:

| Names of Directors                               | Category                        | No. of Meetings attended during 2009-10 |
|--|---------------------------------|---|
| Mr. Samar Nag<br>(Chairman)<br>(w.e.f. 14.12.09) | Non executive & Non-Independent | 0                                       |
| Mr. Dibakar Chatterjee<br>(w.e.f. 14.12.09)      | Non executive & Independent     | 1                                       |
| Mr. Shib Ram Nag<br>(w.e.f. 14.12.2009)          | Non executive & Non-Independent | 1                                       |



The broad terms of reference of the Remuneration Committee are as follows :

- i) To determine the Company policies on the remuneration packages for Executive Directors.
- ii) Recommend to the Board remuneration including salary, perquisites and other benefits to be paid to the Company's Whole-time Directors, after taking into account the financial position of the Company, industrial trend, past performance, qualifications, experience and other related issues as the committee may deem fit.
- iii) To bring about objectivity in determining the remuneration package while striking balance between the interest of the Company and the shareholders.

One meeting of the Remuneration Committee was held on 16<sup>th</sup> March, 2010.

The Company follows the policy of fixing remuneration to Executive Directors as per terms of Schedule-XIII and other applicable provisions of the Companies Act, 1956 duly approved by the shareholders of the Company. The Non-Executive Directors are entitled to sitting fees only. Sitting fees paid for attending Board Meeting is Rs. 4000/- (Rupees Four thousand only) for attending Audit Committee meetings, is Rs. 4000/- (Rupees Four thousands Only) and for Share Transfer Committee Meeting, the fee is Rs. 10,000/- (Rupees ten thousand only) per meeting w.e.f. 01.02.2010.

The Details of the remuneration packages of the Directors for the year ended 31<sup>st</sup> March, 2010 are given below:-

#### Remuneration Package

| Name   | Salary & Bonus | H.R.A    | Perquisites | Sitting fees | Professional Fees | Total     |
|--|----------------|----------|-------------|--------------|-------------------|-----------|
| Mr. Samar Nag<br>(w.e.f. 28.08.2009)                 | -              | -        | -           | 72,000       | -                 | 72,000    |
| Mr. Shib Ram Nag<br>(w.e.f. 28.08.2009)              | -              | -        | -           | 72,000       | -                 | 72,000    |
| Mr. Sisir Kumar Saha                                 | 9,80,000       | 180000   | 2,41,223    | -            | -                 | 14,01,223 |
| Mr. Chinmoy Mazumdar                                 | -              | -        | -           | 92,000       | -                 | 92,000    |
| Mr. Dibakar Chatterjee                               | -              | -        | -           | 32,000       | -                 | 32,000    |
| Mr. Shanti Ranjan Paul                               | -              | -        | -           | 28,000       | -                 | 28,000    |
| Mr. Madan Gopal Pal<br>(w.e.f. 14.12.2009)           | -              | -        | -           | 48,000       | -                 | 48,000    |
| Mr. Shyamal Kumar Mukherjee<br>(w.e.f. 14.12.2009)   | -              | -        | -           | 48,000       | -                 | 48,000    |
| Mr. Chirantan Mukherjee<br>(Resigned on 01.12.2009)  | -              | -        | -           | 76,000       | -                 | 76,000    |
| Mr. Asamanja Mitra<br>(Resigned on 01.12.2009)       | -              | -        | -           | 36,000       | -                 | 36,000    |
| Mr. Mahiruha Mukherjee<br>(Resigned from 01.12.2009) | 4,90,000       | 1,05,000 | 1,35,460    | -            | -                 | 7,30,460  |

There are no elements of performance-linked incentives in the remuneration package offered to the Whole-time Directors.

The agreements with Mr. Sisir Kumar Saha for 3 years from 01.01.2009 and contractual in nature.

There are no stock options available/issued to the Whole-time Directors and this does not form a part of their contracts with the Company.

#### 4) SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE:

The Committee is headed by Mr. Samar Nag, a non-executive Director and other members are Mr. Shibram Nag, Mr. Chinmoy Mazumdar, Mr. Koushik Roy, Mr. Shyamal Mukherjee & Mr. Madan Gopal Pal. The committee looks into the complaint redressal of shareholders and investors complaints, transfer and transmission of shares, non-receipt of Balance Sheet, non-receipt of declared dividends, etc. The Committee held 22 (Twenty Two) meetings in the year under review.

The Company Secretary Mr. K.L.Surana acts as the Secretary to the Committee and is the Compliance officer of the Company.

The Committee meets every fortnightly. The details of meeting attended by Directors are given below:

| Names of Directors                      | Category of Directors           | No. of Meetings attended during 2008-09 |
|---|---------------------------------|---|
| Mr. Samar Nag<br>(Chairman)             | Non executive & Non-Independent | 07                                      |
| Mr. Shib Ram Nag                        | Non executive & Non-Independent | 07                                      |
| Mr Koushik Roy                          | Non executive & Independent     | 04                                      |
| Mr. Chinmoy Mazumdar                    | Non executive & Independent     | 05                                      |
| Mr. Shyamal Kumar<br>Mukherjee          | Non executive & Independent     | 04                                      |
| Mr. Madan Gopal Pal                     | Non executive & Independent     | 04                                      |
| Mr. Chirantan Mukherji<br>(ex-Chairman) | Non executive & Non-Independent | 15                                      |
| Mr. Asamanja Mitra<br>(ex-Director)     | Non executive & Non-Independent | 02                                      |
| Mr. Sisir Kumar Saha                    | Executive & Non-Independent     | 14                                      |
| Mr. Mahiruha Mukherjee<br>(ex-Director) | Executive & Non-Independent     | 14                                      |

All investor complaints which cannot be settled at the level of Company Secretary, is forwarded to the Shareholder/Investor Grievance Committee for final settlement.

The Company had received seven complaints during the year which was duly redressed & resolved.



## 5) GENERAL BODY MEETINGS

a) Location and time, where last three Annual General Meetings (AGMs) were held :

| Financial Year | Details of Location  | Date & Time                                   |
|----------------|--|---|
| 2006-07        | Gyan Manch, 11, Pretoria Street, Kolkata-700071              | 25 <sup>th</sup> September, 2007 at 11.00 A.M |
| 2007-08        | Gyan Manch, 11, Pretoria Street, Kolkata-700071              | 23 <sup>rd</sup> September, 2008 at 11.00 A.M |
| 2008-09        | EZCC, AIKATAN, IA-290, Sector-III, Salt Lake, Kolkata-700071 | 16 <sup>th</sup> September, 2009 at 11.00 A.M |

- b) No Extra-Ordinary General Meeting of the shareholders was held during the year.
- c) No Postal Ballot was conducted during the year. None of the resolutions proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.
- d) Special Resolutions passed in previous 3 Annual General Meetings:

At the last Annual General Meeting of the Company held on 16<sup>th</sup> September, 2009 at 11.00 A.M. the Company passed 2 (two) Special Resolution for.

- i) Appointment of Mr. Mahiruha Mukerji as Whole-time Director with remuneration, terms and conditions.
- ii) Appointment of Mr. Sisir Kumar Saha as Whole-time Director with remuneration, terms and conditions.

There was no Special Resolution passed at the Annual General Meeting held on 23<sup>rd</sup> September, 2008.

At the Annual General Meeting held on 25<sup>th</sup> September, 2007, the Company passed 2 (Two) Special Resolutions for:

- i) Appointment of Mr. Mahiruha Mukerji as Whole-time Director with remuneration, terms and conditions.
- ii) Appointment of Mr. Sisir Kumar Saha as Whole-time Director with remuneration, terms and conditions.

## 6) DISCLOSURES

- a) There were no transactions of significant material nature with related party having potential conflict with the interests of the Company at large.
- b) The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the Company by the Stock Exchange, SEBI or other statutory authorities relating to the above.

- c) Whistle Blower Policy has not been adopted.
- d) Details of compliance with mandatory requirements and adoption of non-mandatory requirements are set out in this report.

## 7) MEANS OF COMMUNICATION

- a) Quarterly financial results are published in a prominent daily English newspaper namely the 'Business Standard' and in a vernacular newspaper namely 'Dainik Kalantar',
- b) The Company's website '[www.ccapltd.in](http://www.ccapltd.in)' is a comprehensive reference on CCAP's management, vision, mission, policies, team members, Board's profile and news.
- c) Information, statements and reports including quarterly results specified by SEBI, are filed on the Corporate Filing & Dissemination systems (CFDS) earlier the Electronic Data information Filing and Retrieval(EDIFAR) website maintained by National Informatics Centre(NIC) online.
- d) Official news releases are directly given to the Stock Exchanges. No presentations are made to institutional investors/analysts.

## 8) MANAGEMENT DISCUSSION & ANALYSIS:

The Management Discussion and Analysis forms part of the Annual Report.

## 9) GENERAL SHAREHOLDER INFORMATION

- a) AGM: Date, Time and Venue- Thirty-Seventh Annual General Meeting of the Company will be held at **Rabindra Okakura Bhaban, Paschimbanga Bangla Academy, DD 27A/1, Salt Lake, Kolkata-700064** on Monday, 27th September, 2010 at 11.00 a.m.

As required under Clause 49 IV(G)(i), particulars of Directors seeking reappointment are given in the Explanatory Statement to the Notice of the Annual General Meeting to be held on 27<sup>th</sup> September, 2010

- b) Financial Year : 1<sup>st</sup> April to 31<sup>st</sup> March.
- c) Dates of Book Closure: 20<sup>th</sup> September, 2010 to 27<sup>th</sup> September, 2010 (both days inclusive).
- d) Dividend Payment Date- Dividend will be paid by the Company by 11<sup>th</sup> October, 2010 as follows:
  - To those members whose names appear in the Register of Members of the Company as on 20<sup>th</sup> September, 2010.



- In respect of shares held in electronic form to those "Deemed Members" whose names appear in the Statement of Beneficial Ownership furnished by NSDL and CSDL at the end of business hours on 20<sup>th</sup> September, 2010.

e) Listing with Stock exchanges:

The shares are listed with the Bombay, Calcutta and Ahmedabad Stock Exchanges. The listing fees for the period 2009-2010 have been paid to these Stock Exchange.

f) Stock Code:

- i) Bombay Stock Exchange Ltd - 526839
- ii) The Calcutta Stock Exchange Association Ltd. - 13077
- iii) Ahmedabad Stock Exchange Ltd. - 11132

g) Market Price Data & Comparative Performance with BSE Sensex Indices:

Monthly high and low quotations of the shares traded on Bombay Stock Exchange during April, 2009 to March, 2010 vis-à-vis BSE sensex high and low indices are given below. There were no significant transactions on Calcutta and Ahmedabad Stock Exchanges.

| MONTH           | SHARE PRICE (RS.) |       | BSE SENSEX INDICES DATA |           |
|-----------------|-------------------|-------|-------------------------|-----------|
|                 | HIGH              | LOW   | HIGH                    | LOW       |
| April, 2009     | 13.89             | 8.38  | 11,492.10               | 9,546.29  |
| May, 2009       | 26.12             | 12.60 | 14,930.54               | 11,621.30 |
| June, 2009      | 28.80             | 20.40 | 15,600.30               | 14,016.95 |
| July, 2009      | 46.65             | 27.40 | 15,732.81               | 13,219.99 |
| August, 2009    | 67.85             | 43.90 | 16,002.46               | 14,684.45 |
| September, 2009 | 65.75             | 57.10 | 17,142.52               | 15,356.72 |
| October, 2009   | 67.35             | 45.70 | 17,493.17               | 15,805.20 |
| November, 2009  | 43.45             | 33.80 | 17,290.48               | 15,330.56 |
| December, 2009  | 60.75             | 32.70 | 17,530.94               | 16,577.78 |
| January, 2010   | 85.25             | 53.95 | 17,790.33               | 15,982.08 |
| February, 2010  | 97.00             | 80.60 | 16,669.25               | 15,651.99 |
| March, 2010     | 92.60             | 76.05 | 17,793.01               | 16,438.45 |

h) Registrar and Share Transfer Agents:

The Company has engaged MCS Ltd. 77/2A, Hazra Road, Kolkata – 700 029, a SEBI registered Registrar as the Share Transfer Agents for processing transfers, sub division, consolidation etc. Since trading in the Company's shares are now done in dematerialized form, request for Demat and Remat should be sent to them. Shareholders have the option to make transactions in dematerialized form through either NSDL or CSDL as the Company has entered into agreements with both the Depositories.

i) Share Transfer System:

Shareholders should send their Demat/Remat Documents to the Share Transfer Agents through their Depository Participants.

If any shares are purchased privately transfers are made in physical form by the Share Transfer Agents. After the transfer is effected, Share Certificates are dispatched to the transferees within 15 days from the date of receipt of the transfer deeds.

j) Distribution of Shareholding as on 31<sup>st</sup> March, 2010 :

| RANGE<br>In No. of Shares | RANGE<br>In value of Shares | No. of Share<br>Holders | % of<br>Total<br>Holders | No. of<br>Shares | % of<br>Total<br>Holding |
|---------------------------|-----------------------------|-------------------------|--------------------------|------------------|--------------------------|
| 1 to 500                  | 10 to 5,000                 | 2098                    | 89.85                    | 346721           | 9.71                     |
| 501 to 1,000              | 5,010 to 10,000             | 104                     | 4.46                     | 82496            | 2.31                     |
| 1,001 to 2,000            | 10,010 to 20,000            | 43                      | 1.84                     | 62469            | 1.75                     |
| 2,001 to 3,000            | 20,010 to 30,000            | 19                      | .81                      | 48026            | 1.35                     |
| 3,001 to 4,000            | 30,010 to 40,000            | 6                       | .26                      | 20693            | .58                      |
| 4,001 to 5,000            | 40,010 to 50,000            | 16                      | .69                      | 73638            | 2.06                     |
| 5,001 to 10,000           | 50,010 to 1,00,000          | 18                      | .77                      | 131215           | 3.67                     |
| 10,001 to 50,000          | 1,00,010 to 5,00,000        | 21                      | .90                      | 501940           | 14.06                    |
| 50,001 to 1,00,000        | 5,00,010 to 10,00,000       | 5                       | .21                      | 320685           | 8.99                     |
| 1,00,001 & above          | 10,00,010 & above           | 5                       | .21                      | 1982278          | 55.52                    |
| <b>T O T A L</b>          |                             | <b>2335</b>             | <b>100.00</b>            | <b>3570161</b>   | <b>100.00</b>            |

k) Dematerialisation of Shares and Liquidity:

As on 31<sup>st</sup> March, 2010, 30,51,563 shares representing 85.47% were held in dematerialized form and balance 5,18,598 representing 14.53% shares were in physical form.

l) GDR/ADR: The Company has not issued any GDR or ADR.



m) Site Locations:

- i) Siiliguri-Islampur Road Project Site / CCAP Ltd.  
Poura Abas. Room No 16  
Islampur, Uttar Dinajpur.  
West Bengal.
- ii) PMGSY Road Project  
Vaishali / Madarna Chawk Site / CCAP Ltd.  
Lalganj, Bihar
- iii) Patna Project/ CCAP Ltd  
Post-Lalgang, Vaishali, Bihar

n) Address for Correspondence - Any matter relating to shares should be addressed to:

MCS Ltd.  
77/2A, Hazra Road, Kolkata – 700 029  
Telephone No : 2476-7350 to 54, 2454-1892/1893  
Fax : 91-33-2474-7674 , 91-33-2454-1961

For other matters correspondence should be sent to the Registered office of the Company Situated at-

CCAP Limited  
Eternity Building, DN-1, Sector-V, Saltlake, Kolkata-700091.  
Telephone No: 23576255/6256/6257  
Fax: 91-33-23576253

(o) Non-Mandatory Requirements-

i) The Board:

The non-executive Chairman functions from the Registered Office of the Company Reimbursement of expenses incurred in performance of his duties, when claimed, is allowed by the Company.

Company has not fixed any period for holding office by the Independent Directors.

ii) Remuneration Committee:

A Remuneration Committee has been set up to determine the Company's policy on the remuneration packages for Executive Directors.

iii) Shareholder Rights:

Half-yearly financial performances is not sent to the shareholders individually.

iv) Audit Qualifications:

The Company has taken a move towards regime of unqualified financial statements.



v) Training of Board Members:

In view of the Company's size and nature of business, the Company has no scheme to train its Board members.

vi) Mechanism for evaluating non-executive Board Members:

In view of the Company's size and nature of business, the Company has not adopted any mechanism for evaluating performance of the non-executive Directors.

vii) Whistle Blower Policy:

In view of the Company's size and nature of business, the Company has not adopted Whistle Blower Policy

**10. AUDITORS' CERTIFICATE**

Certificate from G. Basu & Co., Chartered Accountants, Statutory Auditors of the Company regarding compliance of Conditions of Corporate Governance is annexed hereto.

**Kolkata, 18<sup>th</sup> May, 2010**



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**'Annexure-A'**

**Declaration by the CEO on compliance of the Code of the Conduct by the Directors/Senior Management Personnel.**

It is hereby declared that all the Directors and Senior Management personnel of the Company have affirmed compliance with the Company's Code of Conduct formulated as per clause 49 (ID) of the Listing Agreements with the Stock Exchanges.

Kolkata, 18th May, 2010

Sd/-  
Sisir Kumar Saha  
Director (CEO)



**AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE  
CONDITIONS OF CORPORATE GOVERNANCE UNDER  
CLAUSE 49 OF THE LISTING AGREEMENTS**

**To the Members of CCAP Limited**

We have examined the compliance of conditions of Corporate Governance by CCAP Limited, for the year ended 31st March, 2010, 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 the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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 the above mentioned Listing Agreements.

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

**For G. Basu & Co.**  
Chartered Accountants

Kolkata  
18th May, 2010

(P.K. Chaudhuri)  
Partner  
(M. No. 003814)



## AUDITORS' REPORT

To  
Members of CCAP Limited

1. We have audited the attached Balance Sheet of CCAP Limited as at 31<sup>st</sup> March, 2010 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

3. As required by the Companies (Auditors Report) Order 2003 as amended issued by Government of India in terms of sub-section (4A) of Section 227 of the Companies Act 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.

Non compliance of AS-15 (Revised) on actuarial valuation of Gratuity.

Further to our comments in the annexure referred to above we report that: -

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper Books of Accounts, as required by law have been kept by the Company so far as appears from our examination of these books.
- c) The Balance Sheet and Profit & Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the Books of accounts.
- d) In our opinion, the Balance Sheet and Profit & Loss Account and the Cash Flow Statement dealt with by the report, subject to our comments on accounting of construction contract, comply with the accounting standards referred to in Sub-Section 3(C) of Section 211 of the Companies Act, 1956.
- e) On the basis of the written representations received from the Directors as on 31<sup>st</sup> March, 2010 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31<sup>st</sup> March, 2010 from being appointed as a Director in terms of clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956.

- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and subject to our comments on actuarial valuation of gratuity give a true and fair view in conformity with the accounting principles generally accepted in India.
- i) In the case of Balance Sheet of the state of affairs of Company as at 31<sup>st</sup> March 2010 and
- ii) In the case of Profit & Loss Account of the Profit for the year ended on that date.
- iii) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Annexure referred to in paragraph 3 of our report of even date.

- I. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed asset, which is to be updated.
- b) The fixed assets have been physically verified by the management during the year and no material discrepancies between the book records and the physical inventory have been noticed.
- c) During the year, there has been no significant disposal of fixed assets.
- II. a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- III. a) The company has not granted any loans, secured or unsecured to companies, firms and other parties covered in the register maintained under Section 301 of the Companies Act 1956 during the year under audit. Accordingly, we have no comments for items (iii) (a), (b), (c) and (d) of the said order.
- b) The Company has taken interest free unsecured loan of Rs. 20 lacs from a Company in earlier which was covered under Section 301 of the Companies Act 1956 for part of this year. The said loan is yet to be refunded.

According to information and explanations given to us terms and conditions are prima facie 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, billing for construction jobs and services. During the course of our audit, though we have not observed any continuing failure to correct major weaknesses in internal control but the same is to be strengthened.
- V. According to the information and explanations given to us, we are of the opinion that there are no transactions of purchase or sale of goods during the year that needed to be entered into the register maintained under 301 of the Companies Act 1956. Accordingly, we have no comments for items V(a) and (b) of the said order.
- VI. The company has not accepted any deposit from public.
- VII. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- VIII. The Central Government has not prescribed maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
- IX. a) The company is regular in depositing with appropriate authorities undisputed Provident Fund, Investor Education Protection Fund, Employees State Insurance, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess with the appropriate authorities.
- b) According to the information and explanations given to us, the following undisputed statutory dues are outstanding for a period of more than six months at the last day of financial year from the date they became payable.
- |                           |                    |
|---------------------------|--------------------|
| a) Income Tax on Dividend | 3,03,010.00        |
| b) Fringe Benefit Tax     | 1,87,383.00        |
| c) Service Tax            | 19,38,180.00       |
| d) Tax deducted at source | <u>1,27,024.00</u> |
| TOTAL                     | 25,75.597.00       |
- c) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of any dispute.
- X. The Company has no accumulated loss as on 31<sup>st</sup> March, 2010 and has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- XI. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a Financial Institution or Bank.

- XII. The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. In our opinion, the Company is not a Chit Fund or a Nidhi/Mutual Benefit Fund/Society. Therefore the provisions of Clause 4(XIII) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- XIV. As the company did not deal / trade in securities, and therefore, clause ( XIV ) of the Order is not applicable.
- XV. According to the information and explanations given to us, the Company has not given guarantee for loans taken by others from Bank and Financial Institutions.
- XVI. In our opinion, the Term Loans have been applied for the purpose for which they were raised.
- 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 by the company on short term basis during the year was used for long term investment.
- XVIII. The Company has not made any allotment of shares during the year under audit.
- XIX. The Company did not issue any Debenture during the year under audit.
- XX. The Company did not make any Public Issue during the year.
- XXI. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

**For G. Basu & Co.**  
*Chartered Accountants*

**Sd/-**  
**P.K. Chaudhuri**  
(Partner)  
(M. No. 003814)

Kolkata  
18<sup>th</sup> May, 2010



# CCAP LIMITED

## Balance Sheet as at 31st March, 2010

|  |              | As at<br>31st March, 2010<br>Rs. | As at<br>31st March, 2009<br>Rs. |
|--|--------------|----------------------------------|----------------------------------|
| I) Sources of Funds                        | Schedule     |                                  |                                  |
| 1) Shareholders' Funds                     |              |                                  |                                  |
| a) Capital                                 | 1            | 35658610                         | 35658610                         |
| b) Reserves and Surplus                    | 2            | 51085471                         | 31135530                         |
| 2) Loan Funds                              | 3            |                                  |                                  |
| a) Secured Loans                           |              | 102301440                        | 112575286                        |
| b) Unsecured Loan                          |              | 13608952                         | 4000000                          |
| 3) Deferred Tax Liability ( Depreciation ) |              | 772920                           | 1537463                          |
|  | <b>Total</b> | <b>203427393</b>                 | <b>184906889</b>                 |
| II) Application of Funds                   |              |                                  |                                  |
| 1) Fixed Assets                            | 4            |                                  |                                  |
| a) Gross Block                             |              | 152871778                        | 151648231                        |
| b) Less Depreciation                       |              | 69610959                         | 62114928                         |
| c) Net Block                               |              | 83260819                         | 89533303                         |
| 2) Investments                             | 5            | 3500                             | 3500                             |
| 3) Current Assets, Loans and Advances      |              |                                  |                                  |
| a) Inventories                             | 6            | 14431590                         | 14097307                         |
| b) Sundry Debtors                          | 7            | 32538304                         | 29802409                         |
| c) Cash & Bank Balances                    | 8            | 10400368                         | 13253051                         |
| d) Other Current Assets                    | 9            | 133195703                        | 36136347                         |
| e) Loans and Advances                      | 10           | 64019079                         | 61882308                         |
|  | (A)          | 254585044                        | 155171422                        |
| Less : Current Liabilities & Provisions    |              |                                  |                                  |
| a) Liabilities                             | 11           | 124293370                        | 55045508                         |
| b) Provisions                              | 12           | 10128600                         | 4755828                          |
|  | (B)          | 134421970                        | 59801336                         |
| Net Current Assets                         | (A) - (B)    | 120163074                        | 95370086                         |
|  | <b>Total</b> | <b>203427393</b>                 | <b>184906889</b>                 |
| Notes on Accounts                          | 13           |                                  |                                  |

The Schedules referred to above and notes attached form an integral part of the Balance Sheet

As per our Report attached

Kolkata, 18th May, 2010

For G. Basu & Co.  
Chartered Accountants

Samar Nag  
Chairman

S.K. Saha  
Director

A. Ghosh  
C.F.O

K.L. Surana  
Secretary

P.K. Chaudhuri  
Partner  
(M. No. 003814)





# CCAP LIMITED

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

|  | Note         | 2009 - 2010<br>Rs. | 2008 - 2009<br>Rs. |
|--|--------------|--------------------|--------------------|
| <b>Revenue</b>   |              |                    |                    |
| Receipts from Jobs   | 1            | 204775260          | 147045577          |
| Other Receipts   | 2            | 25546217           | 31438102           |
|  | <b>Total</b> | <b>230321477</b>   | <b>178483679</b>   |
| <b>Expenditure</b>   |              |                    |                    |
| On Contracts   | 3            | 158594499          | 133037423          |
| On Employees   | 4            | 8358816            | 7192953            |
| On Selling and Administration  | 5            | 15329202           | 9300366            |
| On Interest  | 6            | 14201828           | 16362325           |
|  | <b>Total</b> | <b>196484345</b>   | <b>165893067</b>   |
| Cash Profit  |              | 33837132           | 12590612           |
| Depreciation as per Schedule   | "4"          | 7359576            | 8221757            |
| Profit / (Loss) before Extraordinary Item & Tax                                  |              | <b>26477556</b>    | <b>4368855</b>     |
| <u>Extraordinary Item</u>  |              |                    |                    |
| Profit / (Loss) before Tax   |              | 26477556           | 4368855            |
| Provision for Taxation   |              |                    |                    |
| Income Tax   | 5,048,900    | -                  | -                  |
| Deferred Tax (Depreciation)  | (764543)     | -                  | (373666)           |
| Wealth Tax   | -            | -                  | -                  |
| Fringe Benefit Tax   | -            | -                  | 187383             |
|  |              | <b>4284357</b>     | <b>(186283)</b>    |
|  |              | <b>22193199</b>    | <b>4555138</b>     |
| Excess/(Short) provision for Income/Fringe Benefit/Dividend Tax for earlier year |              | (27749)            | 363297             |
| Profit / (Loss) after Tax but before Dividend Tax                                |              | <b>22165450</b>    | <b>4918435</b>     |
| Profit brought forward   |              | 7557996            | 4725502            |
| Profit available for appropriation   |              | <b>29723446</b>    | <b>9643937</b>     |
| Proposed Dividend  |              | 1782931            | 1782931            |
| Transferred to General Reserve   |              | 10000000           | -                  |
| Tax on Proposed Dividend   |              | 296123             | 303010             |
| Transferred to Balance Sheet   |              | <b>17644392</b>    | <b>7557996</b>     |
|  |              | <b>29723446</b>    | <b>9643937</b>     |
| Earning per share - Basic and Diluted (before Extraordinary Item)                |              | 6.21               | 1.38               |
| Earning per share - Basic and Diluted (after Extraordinary Item)                 |              | 6.21               | 1.38               |

### Notes of Accounts

13

The Notes referred to above form an integral part of the Profit and Loss Account.

As per our Report attached

Kolkata, 18th May, 2010

Samar Nag  
Chairman

S.K. Saha  
Director

A. Ghosh  
C.F.O

K.L. Surana  
Secretary

**For G. Basu & Co.**  
Chartered Accountants  
P.K. Chaudhuri  
Partner  
(M. No. 003814)



# CCAP LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010

|  | Year ended<br>March 31, 2010<br>(Rupees in lacs) | Year ended<br>March 31, 2009<br>(Rupees in lacs) |
|--|--|--|
| <b>CASH FROM OPERATING ACTIVITIES :</b>                      |  |  |
| Net Profit before tax & adjustment                           | 264.78   | 43.68  |
| Adjustment for :   |  |  |
| Depreciation   | 73.60  | 82.21  |
| Foreign Exchange   | -  | -  |
| Liability Written off  | (10.81)  | -  |
| Investments  | -  | -  |
| Profit on Sale of Fixed Assets                               | -  | (32.48)  |
| Interest / Dividend  | 134.60   | 151.04   |
| Operating Profit before working capital changes              | 462.17   | 244.45   |
| Adjustment for :   |  |  |
| Trade & other receivables                                    | (1011.43)  | 321.49   |
| Inventories  | (3.34)   | (8.77)   |
| Trade Payables   | 704.46   | (140.35)   |
| Cash generated from operations                               | 151.86   | 416.82   |
| Interest Paid  | -  | -  |
| I.T Refund received  | 60.98  | 0.00   |
| Direct Taxes paid  | (70.40)  | (57.89)  |
| Cash flow before extraordinary items                         | 142.44   | 358.93   |
| Extraordinary items  | -  | 0.00   |
| Net Cash from operating activities                           | 142.44   | 358.93   |
| <b>CASH FLOW FROM INVESTING ACTIVITIES :</b>                 |  |  |
| Purchase of Fixed Assets                                     | (12.23)  | (79.54)  |
| Sale of Fixed Assets   | -  | 49.94  |
| Sale of Land & Structure                                     | -  | -  |
| Acquisition of Companies                                     | -  | -  |
| Purchase of Investments                                      | -  | -  |
| Sale of Investments  | -  | -  |
| Interest received  | 7.91   | 5.26   |
| Dividend received  | -  | -  |
| Net Cash used in investing activities                        | (4.32)   | (24.34)  |
| <b>CASH FLOW FROM FINANCING ACTIVITIES :</b>                 |  |  |
| Proceeds from issue of Share Capital                         | -  | 0.00   |
| Proceeds from long term borrowings                           | 124.23   | 0.96   |
| Repayment of finance/lease liabilities                       | (37.18)  | (61.93)  |
| Interest paid  | (145.01)   | (168.98)   |
| Dividend paid  | (16.42)  | (19.30)  |
| Proceeds from short term borrowings                          | (92.27)  | (74.24)  |
| Net Cash used in financing activities                        | (166.65)   | (323.49)   |
| Net Increase/Decrease in cash and cash equivalents           | 28.53  | 11.10  |
| Cash and Cash equivalents as at 31.03.2009 (Opening Balance) | 132.53   | 121.43   |
| Cash and Cash equivalents as at 31.3.2010 (Closing Balance)  | 104.00   | 132.53   |

Note : Figures in brackets represent cash outflow  
Kolkata, 18th May, 2010

Samar Nag  
Chairman

S.K. Saha  
Director

A. Ghosh  
C.F.O

K.L. Surana  
Secretary

As per our Report attached  
For G. Basu & Co.  
Chartered Accountants  
P. K. Chaudhuri  
Partner  
(M. No. 003814)



# CCAP LIMITED

## Schedules to the Balance Sheet

|   | As at<br>31st March, 2010<br>Rs. | As at<br>31st March, 2009<br>Rs. |
|---|----------------------------------|----------------------------------|
| <b>SCHEDULE 1</b>   |                                  |                                  |
| <b>SHARE CAPITAL</b>  |                                  |                                  |
| <b>Authorised</b>   |                                  |                                  |
| 100,00,000 Equity Shares of Rs.10/- each ( Previous year<br>100,00,000 Equity Shares of Rs.10/- each )  | <u>100000000</u>                 | <u>100000000</u>                 |
| <b>Issued and Subscribed</b>  |                                  |                                  |
| 35,70,161 Equity Shares of Rs.10/- each fully paid up<br>(Previous year 35,70,161 Shares of Rs.10/- each ).<br>Of the above Shares 8,67,450 Shares of Rs.10/-each<br>were allotted as fully paid up by way of Bonus shares<br>by capitalisation of General Reserve and Profits<br>( Previous year 8,67,450 Shares of Rs.10/- each ) | <u>35701610</u>                  | <u>35701610</u>                  |
| Less : Calls Unpaid<br>By others  | <u>43000</u>                     | <u>43000</u>                     |
| <b>Total</b>  | <u><u>35658610</u></u>           | <u><u>35658610</u></u>           |
| <b>SCHEDULE 2</b>   |                                  |                                  |
| <b>RESERVES &amp; SURPLUS</b>   |                                  |                                  |
| <b>Capital Reserves</b>   |                                  |                                  |
| <b>Property Revaluation Reserve</b>   |                                  |                                  |
| As per last Account   | <u>3378372</u>                   | <u>3695107</u>                   |
| Less : Transferred to Profit & Loss Account   | <u>136455</u>                    | <u>154465</u>                    |
|   | <u>3241917</u>                   | <u>3540642</u>                   |
| Less : Adjustment on Sale of Fixed Assets   | <u>0</u>                         | <u>162270</u>                    |
|   | <u>3241917</u>                   | <u>3378372</u>                   |
| <b>Share Premium Account</b>  |                                  |                                  |
| As per last Account   | <u>19047162</u>                  | <u>19047162</u>                  |
|   | <u>19047162</u>                  | <u>19047162</u>                  |
| <b>General Reserve</b>  |                                  |                                  |
| As per last Account   | <u>1152000</u>                   | <u>1152000</u>                   |
| Addition during the year  | <u>1000000</u>                   | <u>-</u>                         |
|   | <u>11152000</u>                  | <u>1152000</u>                   |
| <b>Profit and Loss Account</b>  |                                  |                                  |
|   | <u>17644392</u>                  | <u>7557996</u>                   |
| <b>Total</b>  | <u><u>51085471</u></u>           | <u><u>31135530</u></u>           |



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### SCHEDULE 3

#### LOAN FUNDS

##### (a) Secured Loans

###### State Bank of India - Industrial Finance Branch

Cash Credit

30817184

28003614

(Secured by way of hypothecation of stocks, receivables and other current assets of the company both present and future

Term Loan

69903325

79130302

Interest accrued and due thereon

727281

869407

(Repayable within one year Rs. 190,66,056/-; (Previous year Rs. 18526056) (Secured by mortgage of Company's Land and Building at Plot No. 163, Block No. IB, Sector III and at Plot No. 1, Block No. DN, Sector V, Salt Lake, Kolkata-700091)

70630607

79999709

The above loans are also secured by First Charge on the unencumbered fixed assets of the company

###### ABN Amro Bank Ltd.

(Secured by first charge on Plant & Machinery purchased through Deferred Payment Scheme)

0

3723218

###### Other Bank / Finance Company

( Secured by hypothecation of cars purchased)

853649

848745

**Total**

102301440

112575286

##### (b) Unsecured Loans

From Companies

13608952

4000000

**Total**

13608952

4000000

# CCAP LIMITED

## Schedules to the Balance Sheet (Continued)

### FIXED ASSETS AS ON 31ST MARCH, 2010

#### SCHEDULE 4

| Sl. No. | PARTICULARS            | COST OR VALUATION      |                          |                           |                              | DEPRECIATION           |                          |                           |                              | NET VALUE              |                        |
|---------|------------------------|------------------------|--------------------------|---------------------------|------------------------------|------------------------|--------------------------|---------------------------|------------------------------|------------------------|------------------------|
|         |                        | As at 31st March, 2009 | Addition during the year | Deduction during the year | Total as at 31st March, 2010 | Up to 31st March, 2009 | Addition during the year | Deduction during the year | Total as at 31st March, 2010 | As at 31st March, 2010 | As at 31st March, 2009 |
|         |                        | Rs.                    | Rs.                      | Rs.                       | Rs.                          | Rs.                    | Rs.                      | Rs.                       | Rs.                          | Rs.                    | Rs.                    |
| 1       | Land (Lease Hold)      | 2,213,500              | -                        | -                         | 2,213,500                    | 354,499                | 22,951                   | -                         | 377,450                      | 1,836,050              | 1,859,001              |
| 2       | Building               | 72,938,075             | -                        | -                         | 72,938,075                   | 11,339,283             | 3,079,940                | -                         | 14,419,223                   | 58,518,852             | 61,598,792             |
| 3       | Plant & Machinery      | 47,340,729             | 139,122                  | -                         | 47,479,851                   | 31,235,531             | 2,253,925                | -                         | 33,489,456                   | 13,990,395             | 16,105,198             |
| 4       | Furniture & Fixture    | 516,812                | 65,932                   | -                         | 582,744                      | 374,127                | 29,267                   | -                         | 403,394                      | 179,370                | 142,685                |
| 5       | Dumper                 | 9,122,724              | -                        | -                         | 9,122,724                    | 7,788,551              | 400,252                  | -                         | 8,188,803                    | 933,921                | 1,334,173              |
| 6       | Transit Mixer          | 6,509,962              | -                        | -                         | 6,509,962                    | 2,878,488              | 778,022                  | -                         | 3,656,510                    | 2,853,452              | 3,631,474              |
| 7       | Tractor                | 3,270,358              | -                        | -                         | 3,270,358                    | 2,467,653              | 240,812                  | -                         | 2,708,465                    | 561,893                | 802,705                |
| 8       | Air-Conditioner/Cooler | 710,760                | -                        | -                         | 710,760                      | 367,176                | 47,793                   | -                         | 414,969                      | 295,791                | 343,584                |
| 9       | Electric Fan           | 14,068                 | -                        | -                         | 14,068                       | 13,412                 | 130                      | -                         | 13,542                       | 526                    | 656                    |
| 10      | Refrigerator           | 32,225                 | -                        | -                         | 32,225                       | 31,182                 | 209                      | -                         | 31,391                       | 834                    | 1,043                  |
| 11      | Office Equipment       | 385,794                | 81,800                   | -                         | 467,594                      | 290,768                | 13,218                   | -                         | 303,986                      | 163,608                | 95,026                 |
| 12      | Motor Car              | 3,060,477              | 498,683                  | -                         | 3,559,160                    | 1,578,215              | 472,057                  | -                         | 2,050,272                    | 1,508,888              | 14,82,262              |
| 13      | Motor Cycle            | 54,465                 | 26,290                   | -                         | 80,755                       | 33,805                 | 5,368                    | -                         | 39,173                       | 41,582                 | 20,660                 |
| 14      | Cycle                  | 5,000                  | -                        | -                         | 5,000                        | 4,936                  | 13                       | -                         | 4,949                        | 51                     | 64                     |
| 15      | Office Flat            | 4,316,779              | -                        | -                         | 4,316,779                    | 2,328,669              | 99,406                   | -                         | 2,428,075                    | 1,888,704              | 19,88,110              |
| 16      | Computer               | 1,016,211              | 404,420                  | -                         | 1,420,631                    | 941,658                | 46,152                   | -                         | 987,810                      | 432,821                | 74,553                 |
| 17      | Fax Machine            | 59,400                 | 7,280                    | -                         | 66,680                       | 43,491                 | 2,778                    | -                         | 46,269                       | 20,411                 | 15,909                 |
| 18      | Explosive Magazine     | 80,892                 | -                        | -                         | 80,892                       | 43,484                 | 3,741                    | -                         | 47,225                       | 33,667                 | 37,408                 |
|         | Total :                | 151,648,231            | 1,223,547                | -                         | 152,871,778                  | 62,114,928             | 7,496,034                | -                         | 69,610,962                   | 83,260,816             | 89,533,303             |
|         | Previous year :        | 149,576,554            | 795,416                  | 5,882,439                 | 151,648,231                  | 57,711,515             | 8,376,222                | 3,972,809                 | 62,114,928                   | 89,533,303             |                        |

Depreciation has charged to

Profit & Loss Account  
Capital Reserve

As at 31st March, 2010

7359576  
136455  
7496031

As at 31st March, 2009

8221757  
154465  
8376222





# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

|   | As at<br>31st March, 2010<br>Rs. | As at<br>31st March, 2009<br>Rs. |
|---|----------------------------------|----------------------------------|
| <b>SCHEDULE 5</b>   |                                  |                                  |
| <b>INVESTMENTS</b>  |                                  |                                  |
| <b>Long Term Investments : ( at cost less decline, if any )</b>                             |                                  |                                  |
| <b><u>Other than Trade :</u></b>  |                                  |                                  |
| 3,660 Equity Shares of Rs.100/- each fully paid up in<br>Banaphool Infotech Private Limited | 366000                           | 366000                           |
| N. S. C. VIII Issue   | 3000                             | 3000                             |
| K. V. P.  | 500                              | 500                              |
|   | <u>369500</u>                    | <u>369500</u>                    |
| Less : Provision for diminution in the value of<br>Long Term Investments                    | 366000                           | 366000                           |
| <b>Total</b>  | <u>3500</u>                      | <u>3500</u>                      |
| Note :  |                                  |                                  |
| Aggregate Book Value of Unquoted Investments  | 369500                           | 369500                           |

# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

|  | As at<br>31st March, 2010<br><u>Rs.</u> | As at<br>31st March, 2009<br><u>Rs.</u> |
|--|---|---|
| <b><u>SCHEDULE 6</u></b>   |   |   |
| <b>INVENTORIES</b>   |   |   |
| Staging Materials  | 8410668                                 | 8130632                                 |
| Construction Materials at cost   | 3376214                                 | 3459842                                 |
| Stores & Spares  | 0                                       | 149710                                  |
| Tools & Implements   | 431320                                  | 539150                                  |
| Work - in - Progress   | 2213388                                 | 1817973                                 |
| <b>Total</b>   | <b>14431590</b>                         | <b>14097307</b>                         |
| <b><u>SCHEDULE 7</u></b>   |   |   |
| <b>SUNDRY DEBTORS ( Unsecured - considered good )</b>  |   |   |
| Debts outstanding for a period exceeding six months  | 23051674                                | 5277674                                 |
| Other Debts  | 9486630                                 | 24524735                                |
| <b>Total</b>   | <b>32538304</b>                         | <b>29802409</b>                         |
| Note :   |   |   |
| Debts due by a Private Company in which an erst while Director is a Director / Member :  |   |   |
| Banaphool Prakashani Private Limited   | 776260                                  | 616860                                  |
| <b><u>SCHEDULE 8</u></b>   |   |   |
| <b>CASH AND BANK BALANCES</b>  |   |   |
| Cash in hand and in transit  | 481797                                  | 2770296                                 |
| <u>Balances with Scheduled Banks :</u>   |   |   |
| In Current Accounts (Including Unpaid Dividend Account with State Bank of India Rs. 1,58,054/-United Bank of India Rs. 5,32,288/-, and with IDBI Bank Rs. 7,36,500, Previous Year Rs. Nil, Rs. 5,32,288/- & Rs. 9,52,839/- respectively) | 2133808                                 | 2589622                                 |
| <u>In Fixed Deposit Accounts :</u>   |   |   |
| (a) Under lien against Bank Guarantee and Loan   | 7784763                                 | 7843133                                 |
| (b) Free Deposit   | 0                                       | 50000                                   |
| <b>Total</b>   | <b>10400368</b>                         | <b>13253051</b>                         |



# CCAP LIMITED

## Schedules to the Balance Sheet (Continued)

|   | As at<br>31st March, 2010<br>Rs. | As at<br>31st March, 2009<br>Rs. |
|---|----------------------------------|----------------------------------|
| <b>SCHEDULE 9</b>   |                                  |                                  |
| <b>OTHER CURRENT ASSETS (Unsecured - considered good)</b>                                 |                                  |                                  |
| Interest Accrued on Fixed Deposits  | 100841                           | 149820                           |
| Amount due for work done but bills not raised   | 133094862                        | 35986527                         |
| <b>Total</b>  | <b>133195703</b>                 | <b>36136347</b>                  |
| <b>SCHEDULE 10</b>  |                                  |                                  |
| <b>LOANS AND ADVANCES (Unsecured - considered good)</b>                                   |                                  |                                  |
| Advances recoverable in cash or in kind or for value to be received                       | 4158266                          | 10134324                         |
| Security and Earnest Money Deposits   | 34321837                         | 26465576                         |
| Advance Income Tax/Tax deducted at source and refund due                                  | 19112591                         | 18854938                         |
| Advance Sales Tax/VAT, Tax deducted at source and refund due                              | 6339190                          | 5758545                          |
| Interest suspense on machinery purchased under Deferred Payment Scheme and on Car Finance | 87195                            | 668925                           |
| <b>Total</b>  | <b>64019079</b>                  | <b>61882308</b>                  |
| <b>SCHEDULE 11</b>  |                                  |                                  |
| <b>LIABILITIES</b>  |                                  |                                  |
| <u>Sundry Creditors (Refer Note 11 in Schedule 13)</u>                                    |                                  |                                  |
| Dues to Micro, Small & Medium Enterprises   | -                                | -                                |
| Dues to Creditors other than Micro, Small & Medium Enterprises                            | 3918723                          | 17311432                         |
| Other Liabilities   | 72996780                         | 11510064                         |
| <u>Advance from Customers :</u>   |                                  |                                  |
| Mobilisation / Other Advances against Bank Guarantees                                     | 3984627                          | 6051867                          |
| Advance without Bank Guarantee  | 31976150                         | 18529748                         |
| <u>Investor Education and Protection Fund to be credited by :</u>                         |                                  |                                  |
| Unpaid Dividend   | 1417090                          | 1485127                          |
| Interest accrued but not due on Unsecured Loan  | 0                                | 157270                           |
| <b>Total</b>  | <b>124293370</b>                 | <b>55045508</b>                  |
| <b>SCHEDULE 12</b>  |                                  |                                  |
| <b>PROVISIONS</b>   |                                  |                                  |
| Provision for Taxation  | 8345669                          | 2972897                          |
| Proposed Dividend   | 1782931                          | 1782931                          |
| <b>Total</b>  | <b>10128600</b>                  | <b>4755828</b>                   |



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### SCHEDULE 13

#### NOTES TO ACCOUNTS

##### 1. Significant Accounting Policies

- a) Accounts have been prepared on Historical Cost Convention (except in the case of revaluation of certain fixed assets).
- b) Fixed Assets are stated at cost / revaluation. Depreciation has been determined on written down value method at rates specified in schedule XIV to the Companies Act, 1956. Leasehold Land is amortised over the lease period.
- c) Permanent Investments have been stated at cost less decline, if any, and current Investments stated at lower of cost and market value.
- d) Valuation of Current Assets -
  - i) Stores, spares and construction materials have been valued at below cost or net realizable value. Cost has been considered on FIFO Basis.
  - ii) Work – in – Progress has been valued at material cost plus all other direct charges attributable to the portion of work executed.
  - iii) Valuation of Staging Materials - Cost of Staging Materials used in job is written off over a period of 4/6 years depending on the life of those materials.
  - iv) Tools at cost less write down depending on use in job.
- e) Prepaid Expenses -
  - i) Bank Guarantee Commission, Insurance charges etc. paid in advance have been appropriated at the time scale and the amount attributable to the relevant accounting year is charged to Profit and Loss Account for the relevant year and the balance transferred to Prepaid Expenses.
  - ii) Consultancy Charges and initial transportation cost of Plant and Machinery are charged to revenue in proportion to the value of work done at the year end to the total contractual value of the respective contracts.
  - iii) Expenditure on temporary hutments and fencing is charged to revenue over the contractual period of execution of the respective contracts.
- f) All expenses and income to the extent considered payable and receivable, unless stated otherwise, have been accounted for on accrual basis.
- g) Employee Benefits

Liabilities in respect of Employee Benefits are accounted for as under :



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

i) Short-term Employee Benefits –

Undiscounted amount of short-term employee benefits expected to be paid in exchange of the services rendered by employees is recognized during the period when the employees render the service. These include salaries, wages, bonus, social security contribution, medical care and short term compensated absence.

ii) Post Employment Benefits –

The Company makes monthly contribution to Trustees and State Authority for provident fund and pension entitlement of employees in service. The Company has taken up Group Gratuity cover under "Cash Accumulation Scheme" with Life Insurance Corporation of India for payment of gratuity to retiring employees. Under this scheme the Company's liability in respect of gratuity payable to retiring employees as per Gratuity Act, 1972, including death and premature retirement is fully covered on the concept that the Company is a going concern.

The above-mentioned post employment benefits are accounted for as defined contribution plans.

h) Revenue Recognition -

- i) Value of work done up to progressive billing stage at the end of the accounting year and certified / accepted by the client within the said date is taken at the appropriate rate as per contract.
- ii) Value of work done up to progressive billable stage at the end of the accounting year but not certified/accepted by the client within the said date is taken at the appropriate rate as per contract and shown under the head "Work done but bills not raised"
- iii) Value of work done below the progressive billable stage is however valued at cost (material cost plus all other direct charges attributable to the portion of work done) and shown under the head "Work – in – Progress". Adjustments are made in case of any anticipated loss to complete a contract.
- iv) When work is completed beyond 20% of the total executable work, total estimated cost of the project is reviewed vis-a-vis total revenue receivable therefrom. Any loss accruable in this respect, pertaining to completion of the project is provided for.

# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

i) Borrowing Cost -

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

j) Arbitration claim/counter claim is accounted for on the basis of merit of the case in terms of advice of Legal Experts.

k) As per the terms of the respective contract, Mobilisation Advance received from the Contractee is progressively adjusted with the running bills raised on them at the agreed rate. Interest on such Mobilisation Advance is charged to revenue account as per the terms of the respective contract. Mobilisation Fees are considered proportionate to execution of the related contracts.

l) Contingent Liabilities and Provisions -

Claims against the company under dispute for which no reasonable estimate can be made of amount involved or which may not likely to require, an outflow of resources are not provided for in the accounts but disclosed by way of notes. Disputed claims for which reliable estimate can be made for likely outflow of resources are, however, recognized in accounts.

m) Impairment of Assets -

The company has a system of identifying impairable assets, if any, in terms of Accounting Standard 28 on Impairment of Assets issued by the Institute of Chartered Accountants of India and on the basis of cash generating unit concept at the year end. Impairment loss thereon being the excess of book value over the recoverable value of such assets, if any, is charged to revenue for the year.

Reversal of impairment-loss recognised in earlier years is made if there is an indication that the impairment loss has decreased or does not exist.

n) Taxes on Income -

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred Tax liabilities and assets are recognised at substantively enacted tax rates, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years.



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

- o) Accounting policies not specifically referred to are consistent with generally accepted accounting practice.

#### 2. **Contingent Liabilities not provided for :**

Outstanding Bank Guarantees (net) amounting to Rs.50,209,524/- (Previous Year Rs. 4,28,65,199/-), which are secured by a charge on certain Fixed Deposits, hypothecation of all Current and Movable Assets, mortgage of Company's Land and Building at Plot No. 163, Block - IB, Sector - III and Plot No. 1, Block - DN, Sector - V, Salt Lake, Kolkata - 700 091, guarantee by Ramayana Promoters Private Limited and Banaphool Infotech Private Limited, and personal guarantee of Mr. Samar Nag, Chairman of this Company.

#### 3. **Disclosure under Section 211(3B) of the Companies Act, 1956 :**

- i) The Company has executed construction contracts during the year on which Accounting Standard (AS-7) "Construction Contracts" (revised 2002) issued by the Institute of Chartered Accountants of India is applicable.

All the construction contracts executed by the Company during the year are Item Rate Contracts where specified rates are mentioned for each item of the Contracts. The Company raises bills on completion of such items, which can not be treated as lump sum progress payment. Revenue is recognized only on completion of any item, which are either certified by the client or awaiting certification at the year end and for which matching expenses are accounted for in the accounting year. The Company has incurred a sum of Rs. 171110594/- towards cost and recognized the profit to the tune of Rs. 35896966/-. Company has received a sum of Rs. 16037994/- towards advances from clients and a sum of Rs. 33007937/- has been deducted from us by clients as retention and security deposit.

There is a change in the accounting practice with reference to revenue recognition from construction work which has been accounted for in strict conformity with AS-7 (Revised) unlike last year. This change in accounting policy has no impact in the profit of the company.

- ii) Considering receipt of report from LIC on Gratuity liability in year closing context there is hardly any scope of expense leakage in this regard vis-vis AS-15 (Revised). However details computation by actuary under unit project cost assumption will be conducted from next financial year so as to technically adhere to disclosure requirement envisaged under AS-15 (Revised).

# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

4. Information required by paragraphs 3 & 4D of Part – II of Schedule – VI :

a) Value and percentage of Materials and Stores consumed :

| Particulars                       | Raw Materials<br>Rs. | % of Total<br>Consumption | Stores<br>Rs. | % of Total<br>Consumption |
|-----------------------------------|----------------------|---------------------------|---------------|---------------------------|
| All Indigenous<br>(Current Year)  | 8,12,67,173/-        | 100                       | 20,40,472/-   | 100                       |
| All Indigenous<br>(Previous Year) | 6,35,96,152          | 100                       | 12,50,266/-   | 100                       |

b) The Company contends that its activities being rendering supplying services covered under Para 3(ii)(c) of Part-II of Schedule-VI of the Companies Act, 1956, quantitative break-up of material consumed, production, turnover, licenses and installed capacities are not required to be given in the accounts.

c) Expenditure in Foreign Currency – Foreign Travel Rs.Nil (Previous Year Rs. NIL)

5. In terms of Accounting Standards on Related Party Disclosures (AS-18) issued by the Institute of Chartered Accountants of India, the company has identified Related Parties as under in transaction with Company :-

| <u>Name of the Related Party</u>          | <u>Description of relationship</u>                                    |
|---|---|
| Mr. Sisir Kumar Saha                      | Key Management personnel being the Whole-time Director of the Company |
| Mr. Mahiruha Mukherjee                    | Key Management personnel being the Whole-time Director of the Company |
| Mr. Chirantan Mukherjee                   | Person exercising significant influence                               |
| Banaphool Infotech<br>(P) Ltd.            | Company owned by one holding significant influence                    |
| New Central Group Engineering<br>(P) Ltd. | Company owned by one holding significant influence                    |
| Ramayana Promoters<br>Private Limited.    | Company exercising significant influence                              |



# CCAP LIMITED

## Schedules to the Balance Sheet (Continued)

### NOTES TO ACCOUNTS (Continued)

| Name of the Related Party              | Nature of Transaction                       | Remuneration           |                 |
|--|---|------------------------|-----------------|
|  |   | 2009 - 2010            | 2008 - 2009     |
| Mr. Sisir Kumar Saha                   | Rendering services as a Whole-time Director | <b>Rs. 11,60,000/-</b> | Rs. 9,89,487/-  |
| Mr. Mahiruha Mukherji                  | Rendered services as a Whole-time Director  | <b>Rs. 5,95,000/-</b>  | Rs. 8,55,465/-  |
| Mr. Chirantan Mukherji                 | Meeting Fee as Non Executive Director       | <b>Rs. 1,12,000/-</b>  | Rs. 1,12,000/-  |
| Ramayana Promoters Private Limited     | Unsecured Loan                              | <b>Rs. 29,08,952/-</b> | Nil             |
| Banaphool Infotech (P) Limited         | Investment held                             | <b>Rs. 7,76,260/-</b>  | Rs. 6,16,860/-  |
| New Central Group Engineering (P) Ltd. | Outstanding loan                            | <b>Rs. 20,00,000/-</b> | Rs. 20,00,000/- |

6. In terms of Accounting Standards on Accounting for Leases (AS-19) issued by the Institute of Chartered Accountants of India, the company has acquired a motor car under hire purchase scheme during the year, apart from two other motor cars purchased during earlier year under the hire purchase scheme. Total amount of Rs. 481730/- has been charged to Profit & Loss Account during the year. (Amount payable during next one year Rs. 455136/-, during next two years. Rs. 398513/-).
7. Segment Reporting for the year ended 31<sup>st</sup> March, 2010 :

| Particulars  | 2009 - 2010<br>Rs.  | 2008 - 2009<br>Rs.  |
|--|---------------------|---------------------|
| <b>Segment Revenues :</b>                                      |                     |                     |
| (a) Construction Activities                                    | 20,70,07,560        | 14,70,45,577        |
| (b) Rental   | 2,14,91,765         | 2,69,32,901         |
| Total Revenue  | <b>22,84,99,325</b> | <b>17,39,78,478</b> |
| <b>Segment Results :</b>                                       |                     |                     |
| <b>[Profit (+) / Loss (-) before Tax &amp; Interest]</b>       |                     |                     |
| (a) Construction Activities                                    | (+) 3,58,96,966     | (+) 19,91,334       |
| (b) Rental   | (+) 1,57,16,807     | (+) 2,25,10,833     |
| Total  | (+) 5,16,13,773     | (+) 2,45,02,167     |
| Less : Interest Expense  | 1,42,01,828         | 1,63,62,325         |
|  | (+) 3,74,11,945     | (+) 81,39,842       |
| <b>Other unallocable expenditure net of unallocable income</b> |                     |                     |
| General & Administrative Expenses                              | 1,27,56,541         | 82,76,188           |
| Less : Other Income  | 18,22,152           | 45,05,201           |
| Net unallocable expenditure (-) / income (+)                   | (-) 1,09,34,389     | (-) 37,70,987       |
| Profit (+) / Loss (-) before Tax & Extraordinary Item          | (+) 2,64,77,556     | (+) 43,68,855       |
| Extraordinary Item : Refund of Arbitration Receipt             | -                   | -                   |
| Profit (+) / Loss (-) before Tax                               | (+) 2,64,77,556     | (+) 43,68,855       |
| Provision for Taxation excluding Dividend Tax                  | (+) 43,12,106       | (+) 5,49,580        |
| Profit (+) / Loss (-) after Tax excluding Dividend Tax         | (+) 2,21,65,450     | (+) 49,18,435       |

# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### Other Information :

| Particulars  | Construction Activity | Rental             | Unallocated         | Total               |
|--|-----------------------|--------------------|---------------------|---------------------|
|  | Rs.                   | Rs.                | Rs.                 | Rs.                 |
| <b><u>Segment Assets</u></b>   |                       |                    |                     |                     |
| <b>Current Year</b>  | <b>258228815</b>      | <b>73606566</b>    | <b>6013982</b>      | <b>337849363</b>    |
| <i>Previous Year</i>   | <i>16,18,93,350</i>   | <i>7,66,69,616</i> | <i>61,45,259</i>    | <i>24,47,08,225</i> |
| <b><u>Segment Liabilities</u></b>                                    |                       |                    |                     |                     |
| <b>Current Year</b>  | <b>229337856</b>      | <b>19959995</b>    | <b>1807431</b>      | <b>251105282</b>    |
| <i>Previous Year</i>   | <i>14,93,62,903</i>   | <i>2,15,66,975</i> | <i>69,84,207</i>    | <i>17,79,14,085</i> |
| <b><u>Capital Expenditure</u></b>                                    |                       |                    |                     |                     |
| <b>Current Year</b>  | <b>165412</b>         | <b>624657</b>      | <b>433478</b>       | <b>1223547</b>      |
| <i>Previous Year</i>   | <i>17,85,316</i>      | <i>61,68,800</i>   | -                   | <i>79,54,116</i>    |
| <b><u>Depreciation</u></b>   |                       |                    |                     |                     |
| <b>Current Year</b>  | <b>3616090</b>        | <b>3133046</b>     | <b>610440</b>       | <b>7359576</b>      |
| <i>Previous Year</i>   | <i>44,64,941</i>      | <i>33,23,331</i>   | <i>4,33,485</i>     | <i>82,21,757</i>    |
| <b><u>Non-cash Expenses / (-) Income other than Depreciation</u></b> |                       |                    |                     |                     |
| <b>Current Year</b>  | -                     | -                  | <b>(-)764543</b>    | <b>(-)764543</b>    |
| <i>Previous Year</i>   | -                     | -                  | <b>(-) 3,73,666</b> | <b>(-) 3,73,666</b> |

Note : Segment Revenue, Results, Assets and Liabilities include respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

8. The components of Deferred Tax Account are as under :

| Particulars                | 2009 – 2010<br>Rs. | 2008 – 2009<br>Rs. |
|----------------------------|--------------------|--------------------|
| <b>Liability :</b>         |                    |                    |
| Depreciation               | <b>772920</b>      | 15,37,463          |
| Net Deferred Tax Liability | <b>772920</b>      | 15,37,463          |

9. Earning per share as per Accounting Standard on Earning per Share (AS-20) issued by the Institute of Chartered Accountants of India :-

|   |   |  |
|---|---|--|
| i) Basic and diluted earning per share              | : | Rs. 6.21 per Equity Share of Rs.10/- each      |
| ii) Profit after Tax for the year considered        | : | Rs. 2,21,65,450/- as per Profit & Loss Account |
| iii) Weighted number of Equity Share of Rs.10/-each | : | 35,70,161 nos.                                 |

10. The company has three cash generating units. The first relates to construction activities. The rest two are buildings, let out for commercial purposes for which prima-facie assessment of net selling price conducted by management works out to be higher than their carrying cost in the books, thereby ruling out the cause of any impairment loss therefore.

Regarding construction activities, for want of any indication of impairment within the meaning of clause 5 to 13 of the Accounting Standard AS-28 issued by the Institute of Chartered Accountants of India, no exercise of impairment has been undertaken for the same.

11. Company has written to parties of Debtors, Creditors and Advance for confirmation of balances, out of which some are still pending.
12. Figure for the previous year have been rearranged/regrouped where found necessary.



# CCAP LIMITED

## Schedules to the Balance Sheet ( Continued )

### NOTES TO ACCOUNTS (Continued)

#### 13. Balance Sheet Abstract and Company's General Business Profile

##### I. Registration Details

Registration No.

2 1 - 2 8 3 4 9

State Code 2 1

Balance Sheet Date

3 1 - 0 3 - 1 0

Date      Month      Year

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

Public Issue

N I L

Rights Issue

N I L

Bonus Issue

N I L

Private Placement

N I L

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

Total Liabilities

2 0 3 4 2 7

Total Assets

2 0 3 4 2 7

Sources of Funds :

Paid up Capital

3 5 6 5 9

Reserves & Surplus

5 1 0 8 5

Secured Loans

1 0 2 3 0 1

Unsecured Loan

1 3 6 0 9

Deferred Tax Liability

7 7 3

Application of Funds :

Net Fixed Assets

8 3 2 6 0

Investments

0 4

Net Current Assets

1 2 0 1 6 3

Miscellaneous Expenditure

N I L

Accumulated Losses

N I L

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

Turnover

2 3 0 3 2 1

Total Expenditure

2 0 3 8 4 4

Profit Before Tax

2 6 4 7 8

Profit After Tax

2 2 1 6 5

Earning per Share in Rs.

6 . 2 1

Dividend Rate in %

0 5

##### V. Generic Names of Three Principal Products / Service of the Company ( As per monetary terms )

Item Code No.

Not available

( ITC Code )

Product Description

1. H I G H W A Y      E N G I N E E R I N G
2. B R I D G E      E N G I N E E R I N G
3. G E N E R A L      C I V I L      E N G I N E E R I N G



# CCCP LIMITED

## Notes to the Profit and Loss Account

|   | <u>2009 - 2010</u> | <u>2008 - 2009</u> |
|---|--------------------|--------------------|
|   | <u>Rs.</u>         | <u>Rs.</u>         |
| <b>NOTE 1</b>   |                    |                    |
| <b>RECEIPTS FROM JOBS</b>   |                    |                    |
| i) Work done and bills raised   | 72630398           | 137345577          |
| ii) Work done but bills not raised  | 132144862          | 9700000            |
| <b>Total</b>  | <b>204775260</b>   | <b>147045577</b>   |
| <b>NOTE 2</b>   |                    |                    |
| <b>OTHER RECEIPTS</b>   |                    |                    |
| Interest on Deposits with Bank / UTI ( Gross ; Tax deducted at source Rs.83,639/-, previous year Rs.1,35,941/-) | 315899             | 573169             |
| Other Interest on Income Tax Refund   | 425690             | 684422             |
| Rent Received (Gross ; Tax deducted at source Rs.32,81,478/-, previous year Rs.55,79,565/-)                     | 21491765           | 26932901           |
| Sale of Scrap   | 95300              | -                  |
| Machinery Hire Charges  | 2137000            | -                  |
| Liabilities no longer required now written back   | 1,080,563          | -                  |
| Profit on Sale of Fixed Assets  |                    | 3247610            |
| <b>Total</b>  | <b>25546217</b>    | <b>31438102</b>    |



# CCAP LIMITED

## Notes to the Profit and Loss Account ( Continued )

|   | <u>2009 - 2010</u> | <u>2008 - 2009</u> |
|---|--------------------|--------------------|
|   | Rs.                | Rs.                |
| <b>NOTE 3</b>   |                    |                    |
| <b>EXPENDITURE ON CONTRACTS</b>                               |                    |                    |
| Salary  | 3331381            | 3966820            |
| Payment to Sub-Contractors                                    | 43881421           | 40424366           |
| Construction Materials Consumed including related transport - |                    |                    |
| Opening Stock   | 3459843            | 3954024            |
| Add : Purchase during the year                                | 81183544           | 63101971           |
|   | <u>84643387</u>    | <u>67055995</u>    |
| Less : Closing Stock  | <u>3376214</u>     | <u>3459843</u>     |
|   | 81267173           | 63596152           |
| Stores and Spares Consumed                                    | 2040472            | 1250266            |
| Power and Fuel  | 134029             | 97548              |
| Repairs to Machinery  | 1089347            | 533652             |
| Machinery Operation   | 6695258            | 7141214            |
| Site Supervision  | 0                  | 1682000            |
| Insurance   | 906866             | 1436921            |
| Transport ( Others )  | 939020             | 1314592            |
| Machinery Hire Charges  | 2242936            | 856801             |
| Travelling and Conveyance                                     | 1558120            | 1788258            |
| Staff / Labour Welfare  | 427060             | 405403             |
| Site Security   | 814984             | 576317             |
| Bank Charges and Commission                                   | 85462              | 1369068            |
| Rent  | 738166             | 841175             |
| Temporary Hutment at Sites                                    | 132722             | 150077             |
| Other Expenses  | 12705498           | 5831210            |
|   | <u>158989915</u>   | <u>133261840</u>   |
| Add : Opening Stock of Work - in - Progress                   | 1817973            | 1593556            |
|   | <u>160807888</u>   | <u>134855396</u>   |
| Less: Closing Stock of Work - in - Progress                   | 2213388            | 1817973            |
|   | <u>158594499</u>   | <u>133037423</u>   |
| <b>Total</b>  | <u>158594499</u>   | <u>133037423</u>   |

Note : Other expenses Rs. 12705498/- includes Staging material Rs. 6897678/- and Wages Rs. 2103746/- (Previous Year Rs. 772827/- and Rs. 2049358/- respectively.)



# CCAP LIMITED

## Notes to the Profit and Loss Account ( Continued )

|  | 2009 - 2010<br>Rs. | 2008 - 2009<br>Rs. |
|--|--------------------|--------------------|
| <b>NOTE 4</b>  |                    |                    |
| <b>EXPENSES FOR EMPLOYEES</b>  |                    |                    |
| Salaries   | 4733505            | 3902600            |
| Directors' Remuneration  |                    |                    |
| i) Salary, Allowances and Bonus  | 1755000            | 1553431            |
| ii) Perquisites (Including Provident Fund Contribution<br>Rs.1,59,600/- ; Previous Year Rs.1,22,760/-) | 376684             | 291521             |
| Provident Fund Contribution  | 631231             | 766748             |
| Deposit Linked Insurance, E.S.I. & Other allied charges  | 104279             | 90081              |
| Staff Welfare  | 328588             | 248736             |
| Gratuity Premium to L.I.C.   | 429529             | 339836             |
| <b>Total</b>   | <b>8358816</b>     | <b>7192953</b>     |
| <b>NOTE 5</b>  |                    |                    |
| <b>SELLING AND ADMINISTRATION EXPENSES</b>   |                    |                    |
| Travelling and Conveyance  | 676278             | 843768             |
| Rent   | 0                  | 250000             |
| Rates and Taxes  | 6500               | 1492040            |
| Directors' Meeting Fees  | 580000             | 292000             |
| Advertisement  | 68174              | 163219             |
| Sub-Contractors' Provident Fund, Family Pension Scheme,<br>D.L.I. And other allied charges             | 0                  | 1080               |
| Registrarship Fees   | 82533              | 29891              |
| Payment to Auditors :  |                    |                    |
| i) Audit Fees  | 74167              | 71695              |
| ii) For Tax Audit  | 29442              | 15442              |
| iii) Others  | 39230              | 34524              |
| Office Maintenance   | 142839             | 121661             |
| Consulting Fees  | 419857             | 246843             |
| Telephone and Telex  | 261797             | 320225             |
| Printing and Stationery  | 338908             | 377367             |
| Arbitration Expenses   | 75300              | 176456             |
| Business Promotion Expenses  | 353010             | 117930             |
| Tender Expenses  | 186859             | 205797             |
| Bad Debt   | 2396527            | 143518             |
| Electric Expenses  | 6420               | 0                  |
| Sales Tax on Works Contract  | 3805752            | 87646              |
| Bank Charges / Commission  | 1772823            | 2303626            |
| Legal Expenses   | 211823             | 217925             |
| Insurance  | 852176             | 307598             |
| Expenditure on Rental Income (Net)   | 2572661            | 80453              |
| (Including Salary - Rs.1,58,740/- ; Previous Year - Rs.3,33,870/-)                                     |                    | 1024178            |
| Miscellaneous Expenses   | 387498             | 497145             |
| <b>Total</b>   | <b>15329202</b>    | <b>9300366</b>     |

**CCAP LIMITED**  
**Notes to the Profit and Loss Account ( Continued )**

|                      | <u>2009 - 2010</u> | <u>2008 - 2009</u> |
|----------------------|--------------------|--------------------|
|                      | <u>Rs.</u>         | <u>Rs.</u>         |
| <b><u>NOTE 6</u></b> |                    |                    |
| <b>INTEREST ON</b>   |                    |                    |
| On Fixed Loan        | 10007720           | 12004421           |
| On Others            | 4194108            | 4357904            |
| <b>Total</b>         | <u>14201828</u>    | <u>16362325</u>    |

Signatures to Schedules 1 to 13 and Notes 1 to 6



# CCAP LIMITED

(Formerly Central Concrete & Allied Products Limited)

Eternity Building, DN-1, Sector-V, Salt Lake, Kolkata-700 091

## ATTENDANCE SLIP

(Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall)

I hereby record my presence at the Thirty-Seventh Annual General Meeting of the Company to be held at Rabindra Okakura Bhavan, Paschimbanga Bangla Academy, DD 27A/1, Saltlake, Kolkata-700 064 Monday, 27th September, 2010 at 11.00 A.M.

Name of Shareholder .....

(in Block letters)

Folio No./DPID and Client ID Nos. .... No. of Shares Held.....

Signature of the Shareholder/Proxy  
(To be Signed at the time of handling over this slip)

Note : Only Shareholders of the Company or their proxies will attend the meeting

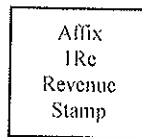
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## PROXY FORM

I/We ..... of ..... in the district of ..... being a member (s) of CCAP LIMITED, hereby appoint ..... of ..... in the district of ..... falling him/her ..... of ..... in the district of ..... as my/our proxy to vote for me/us and on my/our behalf at the Thirty-Seventh Annual General Meeting of the Company to be held on Monday the 27th September, 2010 and at any adjournment thereof.

As witness my/our hand(s) this ..... day of ..... 2010.

Signed by the said .....



Folio NO./DP ID and Client ID Nos..... No. of Shares held.....

Note : The proxy must be deposited at the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.

**Book Post**



*If undelivered please return to :*

**CCAP LIMITED**

ETERNITY Building, DN-1,  
Sector-V, Salt Lake,  
Kolkata-700 091