

**KINGS INFRA VENTURES LIMITED**  
**TWENTY THIRD ANNUAL REPORT – 2010 -11**

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Shaji Baby John  
T. Venkatramani  
E.S Menon  
Sreenakesh V  
N. Rajendran  
Rathina Asohan

**BANKERS**

Syndicate Bank Limited  
M.G. Road Branch  
Ernakulam – 682 035

Axis Bank Limited  
Panampilly Nagar Branch  
Ernakulam – 682 036

**AUDITORS**

M/s Shankar & Moorthy  
37/3640, “Paradise”  
Ponoth Road, Kaloor  
Ernakulam – 17

**REGISTERED OFFICE**

A – 1, First Floor,  
Atria Apartments, Opposite Gurudwara Temple,  
Perumanoor Road, Thevara,  
Cochin – 682 015

## ADMINISTRATIVE OFFICE

G – 363, Ground Floor  
George Technology Arcade  
K C Joseph Road  
Panampilly Nagar  
Cochin – 682036.

## REGISTRAR AND SHARE TRANSFER AGENT

S K D C Consultants Limited  
Kanapathy Towers  
3<sup>rd</sup> Floor, 1391 / 1 – A, Sathy Road  
Ganapathy  
Coimbatore – 641 006.

## AUDIT COMMITTEE

N. Rajendran	Chairman
Shaji Baby John	
Sreenakesh V. P	

## INVESTOR GRIEVANCE COMMITTEE

Rathina Asohan	Chairman
Shaji Baby John	
T. Venkatramani	

## MANAGEMENT

Shaji Baby John	Chairman and Managing Director
E. S Menon	Director – Finance
T. Venkatramani	Executive Director

## NOTICE

**NOTICE** is hereby given that the Twenty Third Annual General Meeting of Kings Infra Ventures Limited will be held at the Registered Office of the company on Monday, September 26, 2011 at 11.00 A.M to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2011 and the Profit and Loss Account for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. T.Venkatramani, who retires by rotation and being eligible, offers himself for re – appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** M/s Sankar & Moorthy, Chartered Accountants (Registration No. F.R.No. 0035755.), Ernakulam, be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on a remuneration, the amount and timing of which are to be decided by the Audit Committee/ Board of Directors of the Company.”

**BY ORDER OF THE BOARD**

Sd/-

**(SHAJI BABY JOHN)**  
**Chairman and Managing Director.**

August 12, 2011

**Registered Office:**

A – 1, First Floor,  
Atria Apartments, Opposite Gurudwara Temple,  
Perumanoor Road, Thevara,  
Cochin – 682 015

**NOTES:**

1. **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.**
2. For appointment of a proxy to be effective, the proxy form (enclosed) shall be duly filled, stamped, executed and lodged with the Registered Office of the company at least 48 hours before the time fixed for the commencement of the meeting.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from September 14, 2011 to September 26, 2011 (both days inclusive) in terms of Section 154 of the Companies Act, 1956.
4. Brief Resume, details of shareholding of Directors seeking appointment/ re - appointment including those retiring by rotation and Directors inter – se relationship as required under Clause 49 of the Listing Agreement are provided under the Corporate Governance Report.
5. Any member who needs any clarification on accounts or operations of the Company shall write to the Director [Finance], so as to reach him at least 7 days before the meeting, so that the information required can be made available at the meeting.
6. Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting.

## REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

Your Directors have pleasure in presenting the Twenty Second Annual Report together with the Audited Accounts of the Company for the financial year ended March 31, 2011.

### FINANCIAL RESULTS

The Financial highlights for the financial year ended March 31, 2011 are as under:

(Rs. In Lakhs)

PARTICULARS	FOR THE YEAR ENDED	
	31 <sup>st</sup> March, 2011	31 <sup>st</sup> March, 2010
Total income	342.75	210.83
Total Expenditure (Excluding Interest & Financial Charges)	323.99	200.94
Profit Before Interest	18.26	9.89
Profit before Taxation	18.26	9.89
Provision for Taxation	(0.37)	0.90
Profit After Tax	18.63	8.99
Earnings Per Share:		
Basic	0.60	0.29
Diluted	0.60	0.29

### BUSINESS OVERVIEW

During the year under review, your Company has recorded a turnover of Rs.342.75 Lakhs (2009 – 10 Rs. 210.39 lakhs) resulting in a Net profit of Rs. 18.26 lakhs (2009 – 10 Rs. 9.89 lakhs). During the year the turnover has increased by 63% and profit by 115% respectively over the previous year.

### DIVIDEND

In view of the expansion and diversification projects on hand, your directors do not recommend the payment of Dividend for the year ended March 31, 2011.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement of Section 217 (2AA) of the Companies Act, 1956, the Board of Directors hereby state that:

- (i) In preparing the Annual Accounts, the applicable Accounting Standards had been followed (along with proper explanation relating to material departures);

- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period;
- (iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for detecting and preventing fraud and other irregularities.
- (iv) The directors had prepared the annual accounts on a going – concern basis.

## **DIRECTORS**

In accordance with the provisions of Articles of Association of the Company, Mr. T. Venkatramani, director of the Company retires at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

## **AUDITORS**

M/s Sankar & Moorthy, Chartered Accountants, Auditors of your company, who hold office until the conclusion of the forthcoming Annual General Meeting and being eligible, offer themselves for re – appointment.

## **CORPORATE GOVERNANCE**

A Report on Corporate Governance together with a Certificate from Mr. K. G. Mohan, FCS, Company Secretary in Practice, on compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is provided elsewhere in the Annual Report.

## **PARTICULARS OF EMPLOYEES**

During the financial year ended March 31, 2011, there were no employees whose details were to be disclosed under Section 217 (2A) of the Companies Act, 1956 and the rules framed there under.

## **CEO/CFO CERTIFICATION**

The Managing Director and the Director – Finance has submitted a certificate to the Board regarding the financial statements and other matters as required under Clause 49 (v) of the Listing Agreement.

## **PUBLIC DEPOSIT**

Your Company has not accepted any Deposits from the public in terms of section 58 A of the Companies Act, 1956, during the financial year ended 31<sup>st</sup> March, 2011.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars required to be given in terms of Section 217 (1) (e) of the Companies Act, 1956, read with Rule 2 of the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988, regarding Conservation of energy and technology absorption are not applicable to your company as the company is not engaged in manufacturing or production.

## **FOREIGN EXCHANGE**

There was no foreign exchange earnings or outgo during the financial year ended March 31, 2011.

## **ACKNOWLEDGMENT**

Your directors express their sincere thanks to government departments, bankers, the suppliers and employees for their active support throughout the year.

**For and On behalf of the Board**

**Sd/-**

Place: Cochin  
Date: August 12, 2011

**(SHAJI BABY JOHN)**  
**Chairman and Managing Director**

## **MANAGEMENT DISCUSSION AND ANALYSIS**

(Pursuant to Clause 49 of the Listing Agreement with Stock Exchanges)

- **Industry Structure and Developments:**

The world economy is gradually recovering from economic slowdown. The improved economic performance by the Asian economies is ensuring faster recovery. Even though the global economy is expanding and conditions have improved considerably, the economic activities remain far below the pre – crisis level and the pace and shape of recovery remains uncertain. With the government’s economic stimulus package, the industry and service sector have recovered. With the Reserve Bank of India maintaining a prudent watch on the key policy issues, the liquidity situation in the country have become comfortable. However, high inflation rate seems to be a major dampener.

- **Opportunities, Outlook and Threats:**

The Company is planning to develop a township project in Cochin and a Free Trade Warehousing Zone in Tuticorin. Most of the land required for the projects are tied up for development, The Company shall proceed with obtaining approvals from the Authorities at appropriate time and hopes to initiate the project within the next 12 months. Meanwhile the Company’s sale of apartments in the Atria is also progressing and will be completed within this financial year. The Company will start work on its budget hotel project at Vadakkancherry during the coming year.

It is hoped that by the time the Company would launch its flagship project, the real estate environment in Cochin would also be conducive for the success of the project. The borrowing costs may escalate somewhat as the government is keen to reign in the inflation, but the Company is confident that it can absorb the higher borrowing costs as and when needed. At present the Company has no interest bearing loans.

- **Risks and Concerns:**

Your Company’s business is highly dependent on approvals, permissions, licenses and sanctions from the regulatory authorities and the government. The delay as to any of the sanctions can affect the business adversely. Your Company is developing procedures and action plans for ensuring proper and timely receipt of sanctions, thereby mitigating the adverse effects of the risk and ensuring better performance of the Company.

- **Internal Control Systems and their Adequacy:**

The internal control mechanism of the Company is well documented and implemented through a system of checks and balances. The company has business plans which are reviewed every quarter. The systems and procedures are being reviewed constantly to strengthen the internal control



- **Financial Performance:**

(Rs. In Lakhs)

PARTICULARS	FOR THE YEAR ENDED	
	31 <sup>st</sup> March, 2011	31 <sup>st</sup> March, 2010
Total income	342.75	210.83
Total Expenditure (Excluding Interest & Financial Charges)	323.99	200.94
Profit Before Interest	18.26	9.89
Profit before Taxation	18.26	9.89
Provision for Taxation	(0.37)	0.90
Profit After Tax	18.63	8.99
Earnings Per Share:		
Basic	0.60	0.29
Diluted	0.60	0.29

- **Human Resource:**

Your Company enjoys the support of committed and well satisfied human capital. Compensation packages offered by the Company are comparable to the best in the industry. The company has procedures for recruitment, training, motivation and performance appraisal, to attract and retain the best talent. These practices enable the Company to keep the attrition rate below the industry average. The company had fourteen employees at the end of the financial year ended 31<sup>st</sup> March, 2011.

**For and on behalf of the Board**

Sd/-

Place: Cochin  
Date: August 12, 2011

**(Shaji Baby John)**  
**Chairman and Managing Director.**

## **REPORT ON CORPORATE GOVERNANCE**

(Pursuant to Clause 49 of the Listing Agreement with Stock Exchanges)

### **1. Corporate Governance Philosophy:**

The Company is committed to good corporate governance and endeavors to implement the Code of Corporate Governance in its true spirit.

The philosophy of the Company in relation to corporate governance is to ensure transparency in all its operations and make disclosures and enhance shareholder value without compromising in any way on compliance with the laws and regulations.

The Company believes that good governance brings about sustained corporate growth and long – term benefits for stakeholders.

In India, corporate governance standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement of the Stock Exchanges. The Company has always strived to ensure that it has been fully compliant with the stipulations mandated by Clause 49. As a Company which believes in implementing corporate governance practices that go beyond meeting the letter of law, the Company has adopted practices mandated in the revised Clause 49 and has established procedures and systems to remain fully compliant with it as on 31<sup>st</sup> March, 2011.

### **2. Board of Directors:**

- **Composition**

The Board of Directors of our Company is composed of six directors of which three are Non – Executive Directors and three Executive Directors. The Chairman of the Board is the Managing Director and of the six directors, three are Independent Directors as per the criteria of independence stated in the Listing Agreement. The optimum combination of Executive, Non – Executive and Independent Directors ensure independence of the Board and separation of Board function of governance and management.

- **Board Meetings**

During period from 01<sup>st</sup> April, 2010 to 31<sup>st</sup> March, 2011, four Board Meetings were held on May 29, 2010, July 29, 2010, September 18, 2010, November 04, 2010 and February 12, 2011.

Details of attendance of each Director at the Meetings of the Board Meetings and last Annual General Meeting and the number of companies and committees where he is a Director/ Member during the Financial Year 31<sup>st</sup> March, 2011 are as follows:

Name of the Director	Category	Attendance		No. of Directorships in Public Limited companies excluding this company	Committee Memberships (including this Company)	
		Board	AGM		Chairman	Member
Shaji Baby John	CMD	5	Yes	5	Nil	2
Sreenakesh V	NED & I	5	Yes	6	Nil	1
E. S Menon	ED	4	Yes	1	Nil	Nil
T. Venkatramani	ED	5	Yes	4	Nil	1
N. Rajendran	NED & I	5	Yes	NIL	1	Nil
Rathina Asohan	NED & I	5	Yes	NIL	1	Nil

CMD – Chairman cum Managing Director; ED – Executive Director; NED – Non – Executive Director; I – Independent Director.

- **Codes of Conduct**

The Board of Directors has laid down two separate Codes of Conduct – one for Directors and another for Senior Management and Employees. All Board Members and Senior Management Personnel have affirmed compliance with the respective Code of Conduct for the year under review. A Declaration signed by the Chairman cum Managing Director to this effect is annexed to this report.

- **CEO/CFO Certification**

As required under Section V of the Clause 49 of the Listing Agreement with Stock Exchanges the Managing Director and the Director [Finance] of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statement and other matters related to internal controls in the prescribed format for the year ended 31<sup>st</sup> March, 2011.

- **Prevention of Insider Trading**

The Company has, in compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended, adopted a Code of Conduct for prevention of Insider Trading. This code is applicable to all Board Members/Officers/ designated employees. The objective of this code is to prevent purchase and /or sale of shares of the Company by an insider on the basis of unpublished price sensitive information.

### 3. Committees of the Board:

- **Audit Committee**

- ❖ **Composition**

The Audit Committee comprised of Mr. N. Rajendran, Mr. Sreenakesh V, Non – Executive Independent Directors and Mr. Shaji Baby John, Chairman and Managing Director of the Company, with Mr. N. Rajendran its Chairman.

- ❖ **Meetings and the Attendance during the Year**

Four Meetings of the Audit Committee were held during the year on 25.05.2010, 26.07.2010, 01.11.2010 and 08.02.2011

<b>Name of Director</b>	<b>No. of Meetings Attended</b>
Shaji Baby John	4
Sreenakesh V	4
N. Rajendran	4

- ❖ **Brief Description of Terms of Reference**

The Terms of Reference of Audit Committee cover the matters specified for Audit Committee under Clause 49 of the Listing Agreements as well as in Section 292 A of the Companies Act, 1956. The role of Audit Committee is as prescribed under Clause 49 (II) (D) of the Listing Agreement.

- **Investor/ Shareholder’s Grievance Committee**

- ❖ **Composition**

The Investor Grievance Committee is functioning to look into redressal of Investor/ Shareholders complaints expeditiously. The Committee comprised of Mr. Rathina Asohan, Non – Executive Independent Director, Mr. T. Venkatramani, Executive Director and Mr. Shaji Baby John, Chairman and Managing Director of the Company, with Mr. Rathina Asohan its Chairman.

During the year, the Company received no complaint and there was no complaint pending as on March 31, 2011.

- **Remuneration Committee and Remuneration Policy**

The Company has not constituted the Remuneration Committee as the same is non – mandatory and that the Company does not feel the need to constitute the same at present. However, the Committee shall be constituted on requirement.

The Non – Executive Directors do not receive any remuneration from the Company and no sitting fee is paid to the Directors for attending the meeting of the Board of Directors/ Board Committee.

The remuneration paid to the Executive Directors were as followed

<b>Name of Director</b>	<b>Total Remuneration Paid during the Year</b>
Mr. Shaji Baby John	Rs.10,00,000
Mr. E S Menon	Rs. 3,50,000
Mr. T Venkatramani	Rs. 5,00,000

#### **4. Notes on Directors seeking Appointment/ Re – appointment**

Brief resumes of directors seeking appointment/ re – appointment are given below:

Name of the Director	<b>T. Venkatramani</b>
Date of Birth	15.08.1955
Expertise in specific functional area	Extensive experience in finance and banking industry
Qualifications	B.Com
List of other companies in which Directorship is held as on 31 <sup>st</sup> March, 2010	Kings Securities Limited Priceless Consultancy Management Guide India (P) Limited
Chairman/ Member of the Committees of the Board in which he is a Director as on 31 <sup>st</sup> March,2011 (excluding this company)	-----
Shareholding as on 31 <sup>st</sup> March, 2011	29900 shares of Rs. 10 each

#### **5. General Meetings**

Details of the location, date and time of the last three Annual General Meetings (AGM) are as given below:

<b>Year</b>	<b>Location</b>	<b>Date</b>	<b>Time</b>	<b>Special Resoluton Passed</b>
2009 - 10	At the Registered Office of the Company	18.09.2010	11.00 A.M	YES
2008 – 09	- Do -	30.09.2009	10.00 A.M	NIL
2007 – 08	- Do -	30.09.2008	10.00 A.M	NIL

#### **6. Disclosure**

- The Related Party Disclosures are detailed in the Notes to the Accounts forming part of the financial statements for the year ended 31<sup>st</sup> March, 2011 enclosed elsewhere in this Report. In the opinion of the Board the transactions entered into by the Company with the related parties were not in conflict with the interest of the company.

#### **7. Means of Communication**

The quarterly unaudited financial results and the annual audited financial results are normally published in Financial Express and Kerala Kaumudi. The annual reports and accounts are posted to every shareholder of the company.

## 8. Management Discussion and Analysis Report

Management Discussion and Analysis Report has been attached to the Directors' Report and forms part of this Annual Report.

## 9. Stock Market Information

The equity shares of the company were not traded the year as the same were suspended by the Bombay Stock Exchange

## 10. General Shareholders Information

- Annual General Meeting

Day & Date : September 26, 2011  
Time : 11.00 A.M  
Venue : A – 1, First Floor,  
Atria Apartments, Opposite Gurudwara Temple  
Perumanoor Road, Thevara  
Cochin – 682 015.

- Financial Year : 01<sup>st</sup> April 2010 to 31<sup>st</sup> March 2011
- Book Closure Dates : 14<sup>th</sup> September, 2011 to 26<sup>th</sup> September, 2011
- Listing on Stock Exchanges : Bombay Stock Exchange Limited (BSE) and  
Cochin Stock Exchange Limited
- Stock Code : 530215 (BSE)
- Market Price Data : Market price of the equity shares of the  
Company during the year 2010 – 11 is not given  
as the shares were suspended by the Bombay  
Stock Exchange.

- Registrar & Share Transfer Agents: SKDC Consultants Limited  
Kanapathy Towers  
3<sup>rd</sup> Floor, 1391/1 – A, Sathy Road  
Ganapathy, Coimbatore – 641 012.  
E – mail: [info@skdc-consultants.com](mailto:info@skdc-consultants.com)

- Compliance Officer : Mr. Mohanan Krishnan Kutty  
D – 1, First Floor, Atria Apartment  
Opp. Gurudwara Temple, Perumanoor Road  
Thevara, Cochin – 682 015.

• Share Holding Pattern :

Category	No. of Equity Shares Held	% of Shareholding
Promoters	2,319,016	74.995
Banks & other Institutions	NIL	NIL
FIIIs/NRIIs/ OBC	NIL	NIL
Domestic Companies	110484	3.572
Resident Individuals	662,750	21.433
<b>Total</b>	<b>3,092,250</b>	<b>100.000</b>

• Distribution of Shareholding :

No.Of Equity Shares	No.of shareholders	% of shareholders	No.of shares held	% of shareholding
1-100	10	2.69	1000	0.03
101-200	125	33.69	25000	0.82
201-300	47	12.67	14100	0.46
301-400	28	7.55	10909	0.35
401-500	32	8.63	16000	0.52
501-1000	68	18.33	51700	1.67
1001-2000	12	3.23	19301	0.62
2001-3000	2	0.54	5600	0.18
3001-4000	2	0.54	6400	0.21
4001-5000	0	0	0	0
5001-10000	16	4.31	113603	3.67
10001 & above	29	7.82	2828637	91.47
<b>Total</b>	<b>371</b>	<b>100.000</b>	<b>3092250</b>	<b>100</b>

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**Declaration on Codes of Conduct**

As required by Clause 49 of the Listing Agreement the Declaration of Codes of Conduct is given below:

To  
The Members of  
Kings Infra Ventures Limited

I, Shaji Baby John, Chairman and Managing Director of the Company declare that all Board Members and Senior Management and Employees of the Company have affirmed compliance with the Codes of Conduct.

For **Kings Infra Ventures Limited**

Cochin  
August 12, 2011

Sd/-  
**(Shaji Baby John)**  
**Chairman and Managing Director.**



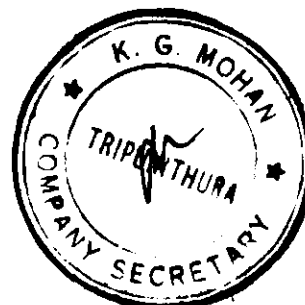
**COMPLIANCE CERTIFICATE**

**The Members**  
**KINGS INFRA VENTURES LIMITED**  
**A – 1, First Floor**  
**The Atria Apartment**  
**Opp. Gurudwara Temple**  
**Thevara**  
**Cochin – 682 015**

**CIN : L05005KL1987PLC004913**  
**Nominal Capital : Rs. 3,50,00,000/-**

I have examined the registers, records books and papers of **KINGS INFRA VENTURES LIMITED** as required to be maintained under the Companies Act, 1956, and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the company for the financial year ended 31<sup>st</sup> March, 2011. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agent, I certify that in respect of the aforesaid financial year:

1. the company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provision and the rules made there under and all entries therein have been recorded.
2. the company has duly filed the Forms and Returns as stated in Annexure 'B' to this certificate, with Registrar of Companies or other authorities prescribed under the Act and the rules made thereunder.
3. the company being a public limited company, comments u/s 3(1) (iii) are not required.
4. the Board of Directors duly met 5 times on May 29, 2010, July 29, 2010, September 18, 2010, November 04, 2010 and February 12, 2011 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose
5. the company has closed its Register of Members during the year from 06<sup>th</sup> September, 2010 to 18<sup>th</sup> September, 2010.
6. the Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2010 was held on 18<sup>th</sup> September, 2010 after giving due notice to the members of the company, and the resolutions passed thereat was duly recorded in the Minutes Book maintained for the purpose.
7. no extra ordinary general meeting was held during the financial year.
8. the company has not advanced any loans to its directors or persons or firms or companies referred to under Section 295 of the Act



9. the company has not entered into any contracts falling within the purview of Sec. 297 of the Act.
10. the company was not required to make any entries in the register maintained under section 301 of the Act.
11. as there were no instances falling within the purview of Section 314 of the Act, the company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. the company has not issued any duplicate share certificates during the financial year.
13. the company has:
  - (i) not made any allotment/transfer/transmission of securities during the financial year;
  - (ii) not declared any dividends;
  - (iii) duly complied with the requirements of Section 217 of the Act.
14. the Board of Directors of the company is duly constituted and the appointment of directors, additional directors, alternate directors and directors to fill casual vacancies have been duly made.
15. the company has not appointed any Managing Director or whole – time director during the financial year and there has been no change in the Managing Director or whole – time directors during the financial year.
16. the company has not appointed any sole – selling agents during the financial year.
17. the company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. the directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the Rules made there under.
19. the company has not issued any shares or other securities during the financial year.
20. the company has not bought back any shares during the financial year ending March 31, 2011.
21. the company has not redeemed any preference shares / debentures during the year.
22. there were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. the company has not invited any public deposits during the year.
24. the company has not made any borrowings during the financial year.
25. the company has made loans and advances to other bodies corporate and the necessary entries has been made in the register kept for the purpose.



26. the company has not altered the provisions of the Memorandum with respect to the location of the situation of the company's registered office from one State to another during the year under scrutiny.
27. the company has not altered the provisions of the Memorandum with respect to the objects of the company during the year under scrutiny.
28. the company has not altered the provisions of the Memorandum with respect to the name of the company during the year under scrutiny.
29. the company has not altered the provisions of the Memorandum with respect to the share capital of the company during the year under scrutiny.
30. the company has not altered its Articles of Association during the financial year.
31. as per the information and explanations given by the company, there was no prosecution initiated against or show cause notices received by the company for alleged offences under the Act and also no fines and penalties or any other punishment were imposed on the company during the financial year for offences under the Act.
32. as per the information and explanations given by the company, the company has not received any amount as security from its employees during the financial year.
33. as per the information and explanation given by the company, the provisions of Section 418 regarding the deposit of employer's contributions to Provident Fund is not applicable to it.

Place: Ernakulam  
Date : 12-08-2011



**K.G.MOHAN, FCS**  
C.P.No.:3497

**K.G. MOHAN, FCS 4989 CP 3497**  
**PRACTICING COMPANY SECRETARY**  
**'SREYAS' THEKKUMBHAGAM**  
**TRIPUNITHURA, ERNAKULAM DIST.**  
**KERALA - 682 301.**

**Registers as maintained by the company:****Annexure A**

- |   |                 |
|---|-----------------|
| 1. Register of Members  | u/s 150(1)      |
| 2. Minutes Book of Board Meeting and General Meetings                     | u/s 193 (1)     |
| 4. Register of Directors  | u/s 303 (1)     |
| 5. Register of Directors' Shareholding                                    | u/s 307 (1)     |
| 6. Books of Accounts  | u/s 209 (1) (a) |
| 7. Register of Contracts in which Directors are interested.               | u/s 301         |
| 8. Register of investments or loans made, guarantee or Security provided. | u/s 372A        |

**Annexure B****Forms and Returns filed by the company with the Registrar of Companies and other authorities during the financial year ending on March 31, 2011:**

Sl.No	Forms No./ Return	Filed u/s	Date of Filing	Whether filed within prescribed time	If delay in filing whether with requisite additional fee
1	Form 25C	269(2)	26-06-2010	Yes	N.A
2	Form 25C	269(2)	26-06-2010	Yes	N.A
3.	Form 32	303(2)	09-09-2010	No	Yes
4	Form 18	146	12-10-2010	Yes	N.A
5.	Form 23	192	12-10-2010	Yes	N.A
6.	Form 32	303(2)	12-10-2010	Yes	N.A
7	Form 23AC & 23ACA	220	13-10-2010	Yes	N.A
8	Form 66	383A	13-10-2010	Yes	N.A
9	Form 20B	159	16-03-2011	No	Yes

Place: Ernakulam  
Date : 12-08-2011

  
**K.G.MOHAN, FCS**  
C.P.No.:3497

K.G.MOHAN, FCS 4089 CP 3497  
PRACTISING COMPANY SECRETARY  
'SPECIAL' ERNAKULAM  
TRIPUNITHUR RAILWAY STATION  
KERALA-682 301.

**CEO/CFO CERTIFICATION TO THE BOARD  
(Under Clause 49(V) of Listing Agreement)**

The Board of Directors  
Kings Infra Ventures Limited

Ernakulam  
28-05-2011

In pursuance to the Clause 49 of the Listing Agreements with the Stock Exchanges, we wish to certify as under with regard to the Annual Accounts of the Company for the Financial Year ended March 31, 2011, including the Schedules and Notes forming part thereof, as well as the Cash Flow Statement for the financial year ended on that date:-

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31-03-2011 and that to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/-  
**(E.S.MENON)**  
Director – Finance

Sd/-  
**(SHAJI BABY JOHN)**  
Chairman and Managing Director



**TO THE MEMBERS OF  
KINGS INFRA VENTURES LIMITED**

We have examined the compliance of the conditions of Corporate Governance by Kings Infra Ventures Limited for the year ended on March 31, 2011, as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of the 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, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement. During the year, the company's securities were suspended for trading by the Bombay Stock Exchange.

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

**For Sankar & Moorthy  
Chartered Accountants**

Sd/-  
**V C JAMES, BSc, FCA**  
**Partner**  
**MM. No. 200/22565**

Ernakulam, August 12, 2011

**AUDITOR'S REPORT**

To The Members of **KINGS INFRA VENTURES LIMITED**

1. We have audited the attached Balance Sheet of KINGS INFRA VENTURES LIMITED, as at 31<sup>st</sup> March 2011, the Profit and Loss Account and 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 the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central 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 and 5 of the said order.
4. Further to our comments in the Annexure referred to above, we report that :
  - a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books
  - c. The Balance Sheet, the Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
  - d. In our opinion, the Balance Sheet, the Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
  - e. On the basis of written representations received from the directors, as on 31<sup>st</sup> March 2011 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 2011 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 give a true and fair view in conformity with the accounting principles generally accepted in India;
    - i. In the case of the Balance Sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2011;
    - ii. In the case of Profit and Loss account, of the profit of the company for the year ended on that date; and
    - iii. In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Place: Ernakulam  
Date : 28.05.2011

**Annexure**

**KINGS INFRA VENTURES LIMITED**

5. 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 assets.
  - (b) All the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
  - (c) The company has not disposed any fixed assets during the year
- (ii) The company does not have inventories other than land and multi storied residential apartment having an area of 20121.44 sq.ft.
- (iii) a) According to the information and explanations given to us the company has not granted any unsecured loans to parties covered in the register maintained under Section 301 of Companies Act 1956
- b) According to the information and explanations given to us, the Company has taken any unsecured loan from parties covered in the register maintained under section 301 of the Companies Act 1956.
- (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 fixed assets and with regard to the sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) The company has not entered into contracts or arrangements with parties covered in the register maintained under section 301 of The Companies Act 1956, exceeding Rs.5,00,000/- during the financial year.
- (vi) According to the information and explanations given to us, the company has not accepted any deposits from the public, thus the directives issued by the Reserve Bank of India and the provisions of sections 58A and 58AA of the Companies Act, 1956 and the rules framed there under are not applicable.
- (vii) The company has an internal audit system commensurate with the size and nature of its business.
- (viii) According to the information and explanations given to us, the Central Govt has not prescribed the maintenance of cost records under section 209(1) d of Companies Act, 1956
- (ix) a) The company is regular in depositing with appropriate authorities undisputed statutory dues like income tax, and other material statutory dues applicable to it.
- b) According to the information and explanation given to us, no undisputed amounts payable in respect of income tax, and other statutory dues were in arrears, as at 31<sup>st</sup>



- March 2011, other than those mentioned in note no.4 to the financial statements, for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues of income tax, and other statutory dues which have not been deposited on account of any dispute.
- (x) In our opinion, the accumulated losses of the company are more than fifty percent of its net worth. The company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xi) The company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (xii) According to the information and explanation given to us 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 5 (xiii) of the Companies (Auditor's Report) order, 2003 are not applicable to the company.
- (xiv) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 5(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xv) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from a bank or financial institutions.
- (xvi) According to the information and explanation given to us the term loans taken by the company have been applied for the purpose for which they are obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- (xviii) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) The company has not made any public issue during the year under report.
- (xx) 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.

Place: Ernakulam  
Date: 28.05.2011

For Sankar & Moorthy  
Chartered Accountants

Sd/-  
V C JAMES FCA  
Partner  
M.No. 200/22565

**KINGS INFRA VENTURES LTD**  
**BALANCE SHEET AS AT 31ST MARCH, 2011**

Particulars	Sch	Figures at the end of the Current Financial Year 31.03.2011	Figures at the end of the Previous Financial Year 31.03.2010
<b><u>I. SOURCES OF FUNDS</u></b>			
<b><u>Share Holders Fund</u></b>			
Share Capital	I	30,922,500.00	30,922,500.00
Reserves & Surplus	II	14,974,680.00	14,974,680.00
<b><u>Loan Fund</u></b>			
Secured Loan	III	313,986.52	389,939.00
Project Development Advance	IV	998,892,822.00	1,016,965,896.00
<b>Total</b>		<b>1,045,103,988.52</b>	<b>1,063,253,015.00</b>
<b><u>II. APPLICATION OF FUNDS</u></b>			
<b><u>Fixed Assets</u></b>			
Gross Block	V	16,318,479.85	16,240,919.85
Less: Depreciation		1,133,313.15	794,040.15
Net Block		15,185,166.70	15,446,879.70
<b>Investments</b>	VI	6,343,630.00	7,836,560.00
<b>Deferred Tax Asset</b>		139,751.50	102,653.50
<b><u>Current Assets Loans and Advances</u></b>			
Stock in Hand		30,286,002.91	-
Work in Progress	VII	227,053,976.08	279,114,406.69
Sundry Debtors	VIII	8,211,847.50	5,831,580.50
Cash & Bank Balance	IX	1,344,488.17	195,576.41
Loans and Advances	X	775,782,177.84	780,704,266.68
		1,042,678,492.50	1,065,845,830.28
Less: Current Liabilities & Provisions	XI	55,067,561.07	64,964,346.75
Net Current Assets		987,610,931.43	1,000,881,483.53
Miscellaneous Expenditure		11,124,010.81	12,422,012.85
Profit and Loss Account	XII	24,700,498.08	26,563,425.42
<b>Total</b>		<b>1,045,103,988.52</b>	<b>1,063,253,015.00</b>
For and on behalf of the Board of Directors		As per our report of even date attached.	
Sd/-		For SANKAR & MOORTHY	
<b>SHAJI BABY JOHN</b>		Chartered Accountants	
Chairman and Managing Director		Firm No:003575 S	
Sd/-		Sd/-	
<b>E.S.MENON</b>		<b>V C JAMES, BSc, FCA</b>	
Director		Partner	
Place : Ernakulam		M.No.200/22565	
Date :28.05.2011			

**KINGS INFRA VENTURES LTD**  
**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 ST MARCH 2011**

<b><u>Particulars</u></b>	<b>Sch</b>	<b>Figures at the end of the Current Financial Year 31.03.2011</b>	<b>Figures at the end of the Previous Financial Year 31.03.2010</b>
<b>I. INCOME</b>			
Income from Operation	<b>XIII</b>	34,275,046.00	21,038,594.00
Miscellaneous Income		1,589,771.53	26,516.95
Profit on sale of Motor cars		-	18,419.13
		<b>35,864,817.53</b>	<b>21,083,530.08</b>
<b>II. EXPENDITURE</b>			
Decrease in Work in Progress	<b>XIV V</b>	20,582,099.70	15,145,000.00
Compensation		-	1,298,000.00
Statutory Charges		1,332,427.50	2,531,521.61
Administrative Expenses		11,785,187.99	1,011,991.63
Depreciation		339,273.00	108,299.25
			<b>34,038,988.19</b>
<b>Profit/(Loss) before Tax</b>		1,825,829.34	988,717.59
<b>Less: Tax Expenses</b>			
Current Tax		-	152,757.00
Deferred Tax		(37,098.00)	(62,589.00)
<b>IV. Net Profit/(Loss) after Tax</b>		1,862,927.34	898,549.59
<b>V. Net Profit Carried over to Balance Sheet</b>		<b>1,862,927.34</b>	<b>898,549.59</b>
Significant Accounting Policies and Notes forming Part of Accounts	<b>XVI</b>		
Schedule I to XVI form part of the Accounts			
Earnings per Share (Basic)		0.60	0.29
Earnings per Share (Diluted)	<b>XV</b>	0.60	0.29
For and on behalf of the Board		As per our report of even date attached.	
Sd/-		For SANKAR & MOORTHY	
<b>SHAJI BABY JOHN</b>		Chartered Accountants	
Chairman and Managing Director		Firm No:003575 S	
Sd/-		Sd/-	
<b>E.S.MENON</b>		<b>V C JAMES, FCA</b>	
Director		Partner	
Place : Ernakulam		M.No.200/22565	
Date : 28.05.2011			

**KINGS INFRA VENTURES LTD**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2011**

		Figures at the end of the current financial year 31.03.2011	Figures at the end of the previous financial year 31.03.2010
<b>A</b>	<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
	Net Profit Before Taxation	1,825,829.34	988,717.59
	Less: Extra Ordinary Item Credited To P&L		-
	Profit on Sale of Motor Car	-	18,419.13
	<b>Net Profit Before Taxation And Extraordinary items</b>		
	Adjustment for Non cash and Non operating Expenses		
	Add: Depreciation	339,273.00	108,299.25
	Add: Preliminary Expenses written off	1,298,002.04	-
	<b>Operating Profit Before Working Capital Change</b>	<b>3,463,104.38</b>	<b>1,078,597.71</b>
	Adjustments for Changes in Working Capital		
	Increase/(Decrease) in Creditors for Expenses	2,940,145.00	(514,575.95)
	(Increase)/Decrease in Work in progress and stock	21,774,427.70	(53,671,911.01)
	(Increase)/decrease in Project Advance to Companies/Developer	(9,307,168.00)	(51,702,842.00)
	Increase/(Decrease) in Other Creditors	(12,684,173.68)	32,835,303.72
	Decrease/(Increase) in Sundry Debtors	(2,380,267.00)	(6,321,598.50)
	Decrease/(Increase) in Project Advance	16,925,818.00	51,700,000.00
	<b>Cash Generated from Operations</b>	<b>20,731,886.40</b>	<b>(26,597,026.03)</b>
	Income Tax Paid	(152,757.00)	(25,406.00)
	<b>Net Cash Used in Operating Activities</b>	<b>20,579,129.40</b>	<b>(26,622,432.03)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assets	(77,560.00)	(528,789.00)
	Sale of Fixed Assets	-	520,000.00
	Sale/ (Purchase) of Investments	1,492,930.00	-
	Advance to Companies	(2,885,454.01)	31,323,204.50
	Advance to Others	188,892.85	2,604,913.00
	<b>Net Cash from/(used in) Investing Activities</b>	<b>(1,281,191.16)</b>	<b>33,919,328.50</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Repayment of Secured Loan	(75,952.48)	(603,942.06)
	Advances Received/(Repaid) for Project Development	(18,073,074.00)	(6,543,389.00)
	<b>Net Cash (used)/from Financing Activities</b>	<b>(18,149,026.48)</b>	<b>(7,147,331.06)</b>
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	<b>1,148,911.76</b>	<b>149,565.41</b>
	<b>OPENING CASH AND CASH EQUIVALENTS</b>	<b>195,576.41</b>	<b>46,011.00</b>
	<b>CLOSING CASH AND CASH EQUIVALENTS</b>	<b>1,344,488.17</b>	<b>195,576.41</b>

For and on behalf of the Board of Directors

Sd/-  
**SHAJI BABY JOHN**  
Chairman and Managing Director

Sd/-  
**E.S.MENON**  
Director  
Place : Ernakulam  
Date : 28.05.2011

As per our report of even date attached.  
For SANKAR & MOORTHY  
Chartered Accountants  
Firm No:003575 S

Sd/-  
**V C JAMES, BSc, FCA**  
Partner  
M.No.200/22565

**KINGS INFRA VENTURES LTD**  
**SCHEDULES FORMING PART OF BALANCE SHEET**

	<b>As at 31-Mar-11</b>	<b>As at 31-Mar-10</b>
<b><u>Schedule I : Share Capital</u></b>		
Authorised Share Capital 3500000 Equity Shares of Rs.10/- each	35,000,000.00	35,000,000.00
Issued, Subscribed and Paid up 3092250 Equity Shares of Rs.10/- Each <b>Total :</b>	<b>30,922,500.00</b>	<b>30,922,500.00</b>
<b><u>Schedule II : Reserves &amp; Surplus</u></b>		
Securities Premium Account <b>Total :</b>	<b>14,974,680.00</b>	<b>14,974,680.00</b>
<b><u>Schedule III : Secured Loans</u></b>		
H D F C Car Loan (Secured by hypothecation of Vehicle) <b>Total :</b>	<b>313,986.52</b>	<b>389,939.00</b>
<b><u>Schedule IV : Project Development Advance</u></b>		
Alpha Consolidated Projects Bangalore Alpha Holdings Infrastructure (P) Ltd DD Resorts New Delhi Shaji Baby John <b>Total :</b>	<b>998,892,822.00</b>	<b>1,016,965,896.00</b>
<b><u>Schedule VI : Investments</u></b>		
74293 Equity Shares of Kings Hotels & Resorts Ltd., of Face Value Rs.10/ 149293 Equity Shares of Kings Securities Ltd.,of Face Value Rs.10/- 62000 Equity Shares of Kings Properties & Housing Ltd.,of Face Value Rs.10/- each 490000 Equity Shares of Kings International Ltd.,of Face Value Rs.10/- Gold Coin 80gm <b>Total :</b>	<b>6,343,630.00</b>	<b>7,836,560.00</b>
<b><u>Schedule VII :Work in Progress</u></b>		
Land for Project Development Free Trade & Warehousing Zone Development Overhead Expenses for Project Development <b>Total :</b>	<b>227,053,976.08</b>	<b>228,246,304.08</b>
<b><u>Schedule VIII :Sundry Debtors</u></b>		
Sundry Debtors <b>Total :</b>	<b>8,211,847.50</b>	<b>5,831,580.50</b>

**Schedule IX : Cash & Bank Balances**

Cash in Hand	351,572.75	3,451.00
<b>Balance with Scheduled Banks</b>		
Axis Bank-2878	6,162.72	84,343.97
Axis Bank-2084	-	100,000.00
Syndicate Bank Kollam	4,886.00	-
State Bank of India	956,897.00	-
Syndicate Bank 2951	24,969.70	7,781.44
<b>Total:</b>	<b>1,344,488.17</b>	<b>195,576.41</b>

**Schedule X : Loans & Advances**

Advance to Companies	<b>A</b>	49,329,479.84	46,444,025.83
Project Advance to Companies/Developers	<b>B</b>	695,187,343.00	685,880,175.00
Advances for Land Purchase	<b>C</b>	28,861,136.00	45,786,954.00
Staff & Other Advances	<b>D</b>	583,086.00	62,320.00
Deposit with Government Departments	<b>H</b>	1,821,133.00	2,530,791.85
<b>Total:</b>		<b>775,782,177.84</b>	<b>780,704,266.68</b>

**Schedule XI : Current Liabilities & Provisions**

Kings Infomatica Solutions (P) Ltd		6,765,573.50	21,608,019.50
Bharathmatha Education Centre (P) Ltd		590,758.00	644,758.00
Riverbankheritage Builders India (P) Ltd		19,235,929.00	14,936,489.00
Samurai Engg Services		-	9,503.00
Venus Fisheries Ltd		2,228,054.57	2,228,054.57
Kings Properties & Housing Ltd		3,592,548.06	3,592,548.06
Mr.Kaushik		1,500,000.00	1,500,000.00
Annamma B John		1,093,330.15	1,093,330.15
Mr.T.Venkatramani		-	14,050.00
Indus Motors Co.Pvt.Ltd		-	49,000.00
Creditors for Expenses	<b>G</b>	3,513,022.00	572,877.00
Provision for Income Tax		1,000,000.00	1,152,757.00
Advance from Customers-Atria	<b>I</b>	12,416,900.90	12,416,950.40
Sundry Creditors	<b>J</b>	1,463,682.27	2,961,933.96
Provision for Registration & other dues		1,667,762.62	2,184,076.11
<b>Total :</b>		<b>55,067,561.07</b>	<b>64,964,346.75</b>

**Schedule XII : Profit and Loss Account**

Profit & Loss Account		26,563,425.42	27,461,975.01
Less:Profit for the Year		1,862,927.34	898,549.59
<b>Total:</b>		<b>24,700,498.08</b>	<b>26,563,425.42</b>

Schedule V

**KINGS INFRA VENTURES LTD**  
**STATEMENT OF FIXED ASSETS AS ON 31.03.2011 (As Per Companies Act)**

Particulars	Gross Block						Depreciation				Net Block									
	As at 01.04.2010		Addition		Deletion		As at 31.03.2011		Upto 31.03.2010		For the year		Deletion		Upto 31.03.2011		As at 31.03.2011		As at 31.03.2010	
	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps	Rs	Ps
Land	13,928,612.80		-				13,928,612.80										13,928,612.80		13,928,612.80	
Furniture & Fittings	246,438.00		16,000.00				262,438.00	91,520.57		30222.00				121,742.57			140,695.43		154,917.43	
New office Furnishing	653,578.05		-				653,578.05	196,286.49		82770.00				279,056.49			374,521.56		457,291.56	
UPS & Battery	18,020.00		-				18,020.00	8,416.29		3841.00				12,257.29			5,762.71		9,603.71	
Computer	277,217.00		-				277,217.00	206,208.44		28403.00				234,611.44			42,605.56		71,008.56	
Bicycle	3,200.00		-				3,200.00	127.00		427.00				554.00			2,646.00		3,073.00	
Motor car-Maruti Ritz	525,589.00		-				525,589.00	1,118.00		135786.00				136,904.00			388,685.00		524,471.00	
Air conditioners	227,880.00		-				227,880.00	73,781.03		21435.00				95,216.03			132,663.97		154,098.97	
Generator	63,760.00		-				63,760.00	17,728.49		6403.00				24,131.49			39,628.51		46,031.51	
Xeroxe Machine	55,125.00		-				55,125.00	16,729.43		5341.00				22,070.43			33,054.57		38,395.57	
Water Dispenser	6,500.00		-				6,500.00	2,305.08		584.00				2,889.08			3,610.92		4,194.92	
Mobile Phone	-		61,560.00		-		61,560.00	-		1989.00				1,989.00			59,571.00		-	
Software & Website	235,000.00		-				235,000.00	179,819.33		22072.00				201,891.33			33,108.67		55,180.67	
<b>Total</b>	<b>16,240,919.85</b>		<b>77,560.00</b>		<b>-</b>		<b>16,318,479.85</b>	<b>794,040.15</b>		<b>339,273.00</b>		<b>-</b>		<b>1,133,313.15</b>			<b>15,185,166.70</b>		<b>15,446,879.70</b>	

**Schedule XIII****Miscellaneous Income**

Sundry Creditors Written Back	1,523,251.19	-
Discount	20,000.00	-
Interest on Income Tax (Refund)	38,403.00	-
Interest from F.D	8,117.34	-
<b>Total</b>	<b>1,589,771.53</b>	<b>-</b>

**Schedule XIV :****Administrative Expenses**

	As at <u>31.03.2011</u>	As at <u>31.03.2010</u>
Advertisement	157299.75	36955.00
Bank Charges & Interest	41186.38	-
Boarding & Lodging Expenses	86409.00	24258.00
Books & Periodicals	1813.00	1367.00
Brokerage/Commission	35500.00	-
Computer Maintenance	22029.00	4226.00
Conveyance	41801.00	3034.00
Donation	1000.00	-
Electricity Charges	159873.00	73193.00
Entertainment Expenses	5205.00	-
Generator Expenses	8007.00	280.00
Guest House Expenses	134270.00	-
Insurance	10062.00	-
Interest on Car Loan	33578.52	97704.53
Interest on Statutory Charges	18991.00	13415.00
Internet Charges	19480.00	19919.00
Legal Charges	11850.00	53938.00
Listing Fees	13570.00	50275.00
Meeting Expenses	19928.00	-
Miscellaneous Expenditure Writer off	1298002.04	-
Office Expenses	137590.00	5606.00
Postage & Courier	7089.00	4457.00
Printing & Stationery	165039.00	55916.50
Professional/Consultancy Charges	729463.00	309210.00
Audit Fees	66180.00	82725.00
Contract Expenses	426714.00	-
Project Development Expenses	0.00	150050.00
Rates & Taxes	71053.00	27260.00
Rent	713250.00	238131.00
Repair Maintenance	108774.00	77674.00
Salary & Wages	4071366.00	1080519.00
Sales Promotion	14175.00	-
Security Charges	16000.00	-
Tea & Cofee	19148.75	12614.50
Sweeping Charges	50600.00	-
Online Marketing & Website Development	720000.00	-
Telephone Charges	157169.70	51781.50
Travelling Expenses	1582373.50	1535181.00
Vehicle Running & Maintenance	251590.50	178745.50
Water Charges	16610.00	9581.00
TDS written off	341147.85	-
Depreciation	-	324,897.74
<b>Total:</b>	<b>11785187.99</b>	<b>4522914.27</b>
Less:Pre-operative Expenses for Project Development	0.00	3510922.65
<b>Total:</b>	<b>11785188.00</b>	<b>1011991.63</b>



<b>Schedule XV</b>			
<b>Basic and Diluted Earnings per share</b>			
		3/31/2011	3/31/2010
I	Numerator-Net Profit		
	Basic	1,862,927.34	898,549.59
	Diluted	1,862,927.34	898,549.59
II	Denominator-Average number of shares outstanding during the year		
	Basic	3092250	3092250
	Diluted	3092250	3092250
	Earnings per Share		
	Basic	0.60	0.29
	Diluted	0.60	0.29

# **KINGS INFRA VENTURES LIMITED**

## **SCHEDULE-XVI**

NOTES TO THE FINANCIAL STATEMENT AS AT 31<sup>ST</sup> MARCH 2011

### **A.SIGNIFICANT ACCOUNTING POLICIES**

#### **1. Basis for preparation of Financial Statements**

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles under the historical cost convention, on the accrual basis except in the case of certain financial transactions which are measured on the basis of fair values. Accounting policies have been consistently applied except where a new accounting standard is newly adopted or a revision is made to the existing standard.

#### **2. Revenue Recognition**

The Company follows the mercantile system of accounting and recognises income & expenditure on accrual basis.

#### **3. Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting periods. Although these estimates are based upon management's knowledge of current events and actions, actual results could differ from those estimates and revisions, if any, are recognised in the current and future periods.

#### **4. Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation and impairments if any. Cost includes all identifiable expenditure incurred to bringing the Assets to its present condition.

#### **5. Depreciation**

Depreciation is provided using the Written down Value Method, at the rates and in the manner specified in Schedule – XIV to the Companies Act, 1956.

#### **6. Provisions and contingencies**

A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

#### **7. Investments**

All the investments are classified as either current or long-term based on management's intention at the time of purchase. Current investments are carried at the lower of cost and fair value. Long term investments are carried at cost less provisions made to recognize any decline other than temporary, in the carrying value of each investment.

## **8. Impairment of assets**

Impairment of assets is recognised when there is an indication of impairment. On such indication the recoverable amount of the assets is estimated and if such estimation is less than its carrying amount, the carrying cost is reduced to recoverable cost.

## **9. Employee Benefits**

The provisions regarding Provident Fund, Employees State Insurance, and Gratuity etc mentioned in Accounting Standards 15(Employee benefits) are not applicable to the company at present.

## **10. Income tax**

A provision is made for Income tax annually based on tax liability computed after considering tax allowances and exemptions.

## **11 Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

## **B. Notes on Accounts**

1. Kings Infra Ventures Ltd was formerly known as Victory Aqua Farm Ltd. The company was operating an aqua culture farm. The farm had to be closed down on 31.03.1997 consequent upon an order of Hon. Supreme Court of India. Thus the company was not in operation for a long period from 31-3-1997 to 2005. At present, the company has diversified its activities, and is pursuing land development and related activities. Sundry debtors/creditors and loans and advances are subject to confirmation.
2. The Company has received advance for development of Projects which are refundable on completion of project with due share of profit. Confirmation has been obtained regarding such advances.
3. The Company had taken over all assets and liabilities relating to Atria Project from Kings Properties and Housing Ltd for the net asset value of the project by an agreement between Kings Properties and Housing Ltd. Based on the agreement the Company shall honour all prior sale agreement entered into by the Kings

- Properties and Housing Ltd without considering the price at which the agreement has entered.
4. Income from sale of flat is recognized on the basis of agreement for sale of flat in the name of customer. Advances received from customers are shown as liability.
  5. There are certain Income tax cases pending for the period when company was engaged in aqua culture business. While the management argued that aqua culture farming should be treated as agriculture, the department has not accepted this contention. Similarly there were contradictory verdicts in Hon. High Courts in regard to the treatment of prawn ponds for the purpose of depreciation. In one verdict it was treated as plant and in another verdict it was treated as building. The entire matter is now under appeal with the Hon. Supreme Court.
  6. Prior Year adjustments - NIL
  7. Estimated amount of contracts to be executed on capital account and or not provided for in the accounts - Nil
  8. Foreign currency loan disbursement –Nil
  9. In the opinion of Directors, the current assets, Loans and advances have the values at which they are stated in the Balance Sheet if realized in the ordinary course of business.
  10. Provision and / or payment in respect of auditor’s remuneration:
 

Audit fee	: Rs. 66180/-
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  11. Production and sales : : 13674.36 sq.ft.sold during the year.
  12. Earnings from sales : :Rs.3,42,75,046/-
  13. C.I.F. Value of Imports NIL
  14. Expenditure in foreign currency : NIL
  15. Inventories  
 Out of the 33795.80 sq.ft as 01/04/2010 Company has sold an area of 13674.36 sq.ft. during the current FY and balance of 20121.44 Sq Ft valued Rs.30,286,002.91/- on 31.03.2011.The land held for project development is treated as inventories.
  16. Employee benefits  
 Retirement benefits like gratuity and superannuation etc., are not accounted during the year because the relevant statutes are not applicable to the Company .

17. Deferred Tax

The increase in Deferred Tax Asset during the year is Rs 37098/- On Account of timing difference in depreciation of Rs 120057/-.

18. The company is engaged in the business of development of Infrastructure facilities which constitutes a single business segment. So primary and secondary reporting disclosures for business/geographical segment as envisaged in AS-17 are not applicable to the company.

19. The Company has not recognised any impairment loss on its assets on the balance sheet date because there is no indication of impairment.

20. Miscellaneous Income includes Rs.15,23,251.19 sundry creditors written back since these amounts are not yet claimed by the creditors even after a long period.

21. During the financial year the company written of Miscellaneous Expenditure for Rs.12,98,002.04/- which includes Share Issue Expenses Rs.11,01,386.04/- and Amortization of Finance Charges Rs.1,96,616/-.

22. During the financial year the company written of TDS for Rs.3,41,147.85 which are not recoverable according to the opinion of the Management.

23. Previous year figures have been regrouped / rearranged wherever found necessary

For and on behalf of the Board of Directors

Sd/-

SHAJI BABY JOHN  
Chairman and Managing Director

Sd/-

E.S.MENON  
Director

As per our report of even  
date attached

For Sankar & Moorthy  
Chartered Accountants

Sd/-

V C JAMES FCA  
Partner  
M.No.200/22565

Place: Ernakulam

Date: 28.05.2011

**ATTENDANCE SLIP**

**KINGS INFRA VENTURES LIMITED**

((Registered Office: A – 1, First Floor, Atria Apartments, Opposite Gurudwara Temple, Perumanoor Road, Thevara, Cochin – 682 015)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL  
JOINT SHAREHOLDERS MAY OBTAIN ADDITIONAL SLIP ON REQUEST

Twenty Third Annual General Meeting, 26<sup>th</sup> September, 2011

No. of Shares held : ..... Registered Folio/Client ID: .....

Name of the Member/ Proxy  
with complete address

I certify that I am a registered shareholder/ proxy for the registered shareholder of the Company. I hereby record my presence at the Twenty Third Annual General Meeting of the Company to be held on Monday, September 26, 2011 at 11.00 A.M at the Registered Office of the company at A – 1, First Floor, Atria Apartments, Opposite Gurudwara Temple, Perumanoor , Thevara, Cochin – 682 015

Signature of the Member/Proxy

-----TEAR HERE-----

**PROXY FORM**

**KINGS INFRA VENTURES LIMITED**

(Registered Office: A – 1, First Floor, Atria Apartments, Opposite Gurudwara Temple, Perumanoor Road, Thevara, Cochin – 682 015)

Twenty Third Annual General Meeting, 26<sup>th</sup> September, 2011

No. of Shares held : ..... Regd. Folio/ Client ID : .....

I/ We ..... of ..... being a member/ members of Kings Infra Ventures Limited hereby appoint .....of ..... as my proxy to vote for me/us on my/our behalf at the Twenty Third Annual General Meeting of the Company to be held on Monday, September 26, 2011 at 11.00 A.M at the Registered Office of the Company at A – 1, First Floor, Atria Apartments, Opposite Gurudwara Temple, Perumanoor , Thevara, Cochin – 682 015 and at any adjournments thereof.

Signed this .....day of ....., 2011

Place: .....

Affix  
Re.1/-  
stamp

**Note: The Proxy Form in order to be effective should be duly stamped, completed and deposited at the Registered Office of the Company at A – 1, First Floor, Atria Apartments, Opposite Gurudwara Temple, Perumanoor Road, Thevara, Cochin – 682 015 not less than 48 hours before the time for holding the Meeting.**