



GEE GEE GRANITES LIMITED

REGISTERED OFFICE

'GEE GEE MINAR'
23, COLLEGE ROAD,
NUNGAMBAKKAM,
CHENNAI-600 006

ANNUAL GENERAL MEETING

Date : 29th September, 2010
Day : Wednesday
Time : 10.30 A.M.
Place : Kalyani Sreenivasa
Padmavathy Mahal
No.25, Avadi Road,
Karayanchavadi,
Chennai – 600 056

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DIRECTORS

GOPICHAND IDANDAS
Chairman

SUNIL G. DUSEJA
Managing Director

V. V. NAARAAYAN

SRIRAM V. AYER

AUDIT COMMITTEE & INVESTORS' COMMITTEE

GOPICHAND IDANDAS

V. V. NAARAAYAN

SRIRAM V. AYER

AUDITORS

M/s B.P. JAIN & CO.,
Chartered Accountants,
23, College Road, Chennai - 600 006.

BANKERS

PUNJAB NATIONAL BANK
Purasawalkkam Branch

REGISTRARS & TRANSFER AGENTS

CAMEO CORPORATE SERVICES LIMITED
"Subramanian Building" 1, Club House Road,
Chennai - 600 002.

FOR THE ATTENTION OF MEMBERS

Members are requested to quote their Folio / I.D. No. in all correspondence and also to bring with them the attendance slip which may be surrendered at the entrance duly signed.

**NOTICE TO THE MEMBERS**

NOTICE is hereby given that the Twentieth Annual General meeting of the members of the Company will be held on Wednesday 29th September 2010 at 10.30 a.m. at Kalyani Sreenivasa Padmavathy Mahal, No.25, Avadi Road, Karayanchavadi, Chennai – 600 056 to transact the following business :

1. To receive, consider and adopt the audited Balance Sheet as at 31.03.2010 and the Profit and Loss Account for the year ended on that date together with the schedules and notes attached hereto and the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. V.V.Naaraayan, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint auditors and fix their remuneration. The retiring auditors M/s. B.P. Jain & Co. Chartered Accountants, Chennai, are eligible for reappointment.

BY ORDER OF THE BOARD
For GEE GEE GRANITES LTD

Date : 29.05.2010
Place : Chennai

SUNIL G. DUSEJA
Managing Director.

NOTE :

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and the proxy need not be a member.**
2. The proxy to be effective should be deposited at 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 shall remain closed on 29th September 2010.

Details of Director Seeking Re-election

The retiring Director Mr.V.V.Naaraayan, aged 64 years (Date of birth 21.04.1946) is a graduate in Commerce and has nearly 44 years rich experience in the field of finance and accounts. He is related to Mr.Sriram V.Ayer, Director. He is the chairman of the Audit Committee and a member of Share Transfer and Investors Grievance Committee of the company.



DIRECTORS' REPORT

Your directors have pleasure in presenting the Twentieth Annual Report and the audited accounts for the financial year ended 31st March 2010.

FINANCIAL RESULTS:

	2009-2010	2008-2009
	(Rupees in lakhs)	
Sales	—	—
Other income	4.62	17.52
Total income	4.62	17.52
Profit/(Loss) before Depreciation and tax	1.57	(0.65)
LESS: Depreciation	1.80	2.18
Net Profit / (Net Loss)	(0.23)	(2.83)
Profit / (Loss) after tax	(0.23)	(2.83)
ADD: Surplus/(Deficit) brought forward		
from previous year	(495.05)	(492.22)
Net Profit / (Loss) carried to Balance sheet	(495.28)	(495.05)

DIVIDEND

In view of the Loss your directors do not recommend any dividend for the current year.

DEPOSITS

The Company has not invited or accepted any deposits from the public.

DIRECTORS

During the year Mr.V.V.Naaraayan, Independent Director retires by rotation and being eligible offers himself for reappointment.

AUDITORS

M/s B.P. Jain & Co., Chartered Accountants, Chennai, retire at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment.

PARTICULARS OF EMPLOYEES:

There is no employee during the year under review whose particulars are required to be given as per the provisions of Section 217 (2A) of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors Confirm

- i. that in the preparation of the annual accounts, the applicable accounting standards have been followed;
- ii. that the Directors have 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 31st March 2010 and of the Loss of the company for that year;



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

CORPORATE GOVERNANCE

As per the listing agreement with the Stock Exchanges, a separate discussion on Corporate Governance is appended.

LISTING OF EQUITY SHARES

The company's equity shares are listed on the Chennai and Mumbai Stock Exchanges.

ACKNOWLEDGEMENT

Your directors wish to place on record their appreciation for the co-operation received from the State and Central Government organizations and also from the dedicated management team.

For and on behalf of the Board

Place : Chennai
Date : 29.05.2010

GOPICHAND IDANDAS
Chairman

Addendum to Directors report

Reply to point raised by auditors in para 4(iv) of their report

The Company would be reversing the deferred tax liability in the current year since there are no assets requiring provision of depreciation in the current year.

For and on behalf of the Board

Place : Chennai
Date : 29.05.2010

GOPICHAND IDANDAS
Chairman


REPORT ON CORPORATE GOVERNANCE – FOR THE YEAR ENDED 31ST MARCH 2010
Company's Philosophy on Corporate Governance

The Company's philosophy on corporate governance envisages attainment of highest levels of transparency, accountability and equity, in all its dealings. Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholders value over a sustained period of time and to provide high quality products and services to its customers, stakeholders and all others concerned.

Board Of Directors
a. Composition

The Board of Directors of the Company consists of 4 Directors and the Chairman of the Board is Mr.Gopichand Idandas, a Non-Executive Director.

- | | | | |
|-----|----------------------|-------------------------------------|--|
| i. | Promoter Group | Sunil G Duseja
Gopichand Idandas | Managing Director.
Non Executive Director. |
| ii. | Independent Director | V.V.Naaraayan
Sriram V Ayer | Independent and Non-Executive Director
Independent and Non-Executive Director |

b. Attendance at Board Meetings & Details of Directorship/Membership in other Boards/ Board committees.

FIVE meetings of the Board were held during the financial year on 30th June 2009, 31st July 2009, 31st October 2009, 31st January 2010 and 31st March 2010.

Name of the Directors	Type	No. of Board Meetings attended	Attendance at last AGM	*Membership as on 31.03.2010		
				Other Boards	Other Board Committees	Shares held in the Company
Sunil G Duseja	Pd	5	Present	Nil	Nil	2,64,000
Gopichand Idandas	Ne	5	Present	Nil	Nil	12,90,700
V.v.naaraayan	Ni	5	Present	Nil	Nil	300
Sriram V.ayer	Ni	5	Present	Nil	Nil	Nil

PD=Promoter Director(Executive) NE = Non-Executive Director

NI=Non -Executive –Independent Director

*Excludes Foreign Companies, Private Limited Companies and Alternate Directorships.

Board Committees
1. Audit Committee

The Audit Committee consists of 3 Directors namely Mr. Gopichand Idandas, Mr.V.V.Naaraayan and Sriram V Ayer. Mr.V.V.Naaraayan is the chairman of the Committee.

The Committee held 4 meetings during the period ended April 2009 to March 2010

All the 3 directors who are members attended all the 4 meetings. Presently the company does not have a whistle blower policy.



2. Share Transfer/ Investors' Grievances Committee:

Share Transfer Committee meets at regular intervals to consider share transfers/ transmissions, issue of duplicate share certificates, splits etc. Investors' grievances committee is mandated to respond /redress investors' correspondence/grievances. All letters received from Stock Exchanges and SEBI and the responses to such letters by the company are reviewed by the Committee. The present share transfer Committee consists of 3 Directors with Mr.Gopichand Idandas as the Chairman, Mr.V.V.Naaraayan and Mr.Sriram V.Ayer as members of the Committee.

The Committee held 4 meetings during the period April 2009 to March 2010. All the 3 directors who are members of the committee attended all the 4 meetings.

Name & Designation of the Compliance Officer : K.Vanisri

Remuneration committee

Due to small size of its operation, the company does not have Remuneration Committee.

Remuneration to Directors

No remuneration or sitting fees was paid to any Director during the year.

Code of Conduct :

The company has circulated the code of conduct for its Directors.

Communication with Shareholders

- The quarterly and the annual results are generally published in Trinity Mirror and Makkal Kural. The same are also submitted to the Stock Exchanges. The Annual Report is sent to individual shareholders. The quarterly results, half yearly results and the annual results are not hosted on the company's web-site.

2. General Body Meetings

Financial Year Ending	Date	Time	Venue
31 st Mar2007	27.09.07	10.00 AM	Madan Kalyana Mandapam25, Avadi Road, KaraiyanChavadi, Poonamallee,Chennai 600 056
31 st Mar2008	30.09.08	10.00 AM	
31 st Mar2009	29.09.09	10.30 AM	

3. General Shareholders Information

Annual General Meeting

Day , Date & Time : 29th September 2010 - 10.30 AM

Venue : Kalyani Sreenivasa Padmavathy Mahal,
No.25, Avadi Road, Karayanchavadi,
Poonamallee, Chennai – 600 056.

Date of Book closure : 29th September, 2010

Financial Calendar of the Company:

The Financial year covers the period from 1st April 2010 to 31st March 2011

Financial Result for the year ended 31.03.2010 - on 29.05.2010

Financial Result for the quarter ended 30.06.2010 - on or before 31.07.2010

Financial Result for the quarter ended 30.09.2010 - on or before 31.10.2010

Financial Result for the quarter ended 31.12.2010 - on or before 31.01.2011



5. Listing of Shares on stock Exchanges

The Company's equity shares are listed on the Stock Exchanges at Chennai and Mumbai.

S. No.	Name and Address of the Stock Exchange	Stock code.
1.	The Stock Exchange Ltd, Mumbai Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	515097
2.	Madras Stock Exchange 11, Second Line Beach Chennai – 600 001	GEE GEE GRN
	Demat ID No.	INE164F01015

6. Registrars and Share transfer Agents

Cameo Corporate Services Ltd.,
Subramanian Building,
No.1, Club House Road, Chennai – 600 002.
Phone : 044-28460390 E-Mail:cameo@cameoindia.com

7. Stock Market Data

- Chennai Stock Exchange:
No transaction took place at Chennai stock exchange during the year 2009-2010.
- The Bombay Stock Exchange Ltd. had suspended trading in company's shares since September 2006

8. Share Transfer System

Power to consider and approve share transfers, transmissions, transpositions, splits, consolidation etc., have been delegated to share transfer committee.

- Dematerialisation of shares as on 31-03-10 : 7,90,999 shares were in dematerialized form in NSDL.

10. Shareholding pattern

Sl. No.	Category	No.of shares	%
1.	Promoters	23,98,600	53.30
2.	Mutual Funds, Banks, Financial Institutions Insurance Companies, State & Central Govt.etc	-	-
3.	Foreign Institutional Investors	-	-
4.	NRI/OCB'S	900	0.02
5.	Bodies Corporate	1,42,900	3.18
6.	Indian Public	19,56,500	43.48
7.	Others – Clearing Member	1,100	0.02
		45,00,000	100.00


11. Distribution of share holding as on 31st March 2010.

No. of Shares	No.of Shareholders	%	Number of shares held	%
10 to 5000	10166	95.6980	13,72,894	30.5087
5001 to 10000	262	2.4663	2,18,066	4.8459
10001 to 20000	91	0.8566	1,34,900	2.9977
20001 to 30000	32	0.3012	80,700	1.7933
30001 to 40000	23	0.2165	82,500	1.8333
40001 to 50000	14	0.1317	65,900	1.4644
50001 to 100000	13	0.1223	1,08,750	2.4166
100001 and above	22	0.2070	24,36,290	54.1397
Total	10,623	100.0000	45,00,000	100.0000

CEO/CFO Certification

A Certificate from the Managing director of the company in terms of clause 49 (v) of the listing agreement was placed before the board meeting held on 30th June 2010 to approve the audited annual accounts for the year ended 31st March 2010. The company has adopted mandatory requirements of clause 49 of the listing agreement and complied with the same.

Certificate of Compliance with the code of conduct policy

As provided under clause 49 of the listing agreement with the stock exchanges the board members and senior management personnel have confirmed compliance with the code of conduct for the period ended 31st March 2010.

Date : 29.05.2010

SUNIL G. DUSEJA
Managing Director.

**MANAGEMENT DISCUSSION AND ANALYSIS:****1. Outlook:**

The Company is planning to restructure its activities and enter into the business of trading in granite slabs and blocks and construction activities.

2. Risk and Concerns:

After discontinuing the manufacturing facilities the company is now in the lookout for avenues like trading in granite slabs, blocks and also construction activities, while the company's experience in dealing with granite slabs will be an advantage, other new ventures can pose their own problems.

3. Cautionary Statement:

Statements made in the Management Discussion and Analysis Report describing the company's objectives, projections, estimates, expectations may be forward-looking statements within the meaning of applicable laws and regulations, based on beliefs of your Company's management. Such statements reflect the company's current views with respect to the future events are subject to risks and uncertainties.

Many factors could cause the actual result to be materially different from those projected in this report, including among others, changes in the general economic and business conditions affecting demand / supply and price conditions in the segment in which the company operates, changes in business strategy, changes in interest rates, inflation, deflation, foreign exchange rates, changes in competition in our industry, changes in the Government regulations, Tax laws and other statutes & other incidental factors. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.

For and on behalf of the Board

Place : Chennai
Date : 29.05.2010

GOPICHAND IDANDAS
Chairman

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE.

We have examined the compliance of conditions of Corporate Governance by GEE GEE GRANITES LIMITED for the year ended 31st March 2010, as stipulated in clause 49 of the listing agreement of the said company with stock exchanges, with the relevant records and documents maintained by the Company and furnished to us.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. 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 explanation 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 except for the below.

The company had published the financial statements of the first Quarter later than the stipulated 48 hours which results in belated compliance of the listing agreement. The Third and fourth Quarter was belated by 24 hours.

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

For **B.P.Jain & Co.,**
Chartered Accountants
Firm Registration No : 050105S

Place : Chennai
Date : 29.05.2010

CA. Devendra Kumar Bhandari
Partner
Membership No : 208862

**AUDITORS' REPORT****To The Members of Gee Gee Granites Limited.**

1. We have audited the attached Balance Sheet of **M/S GEE GEE GRANITES LIMITED**, as at **31st March 2010** and also the Profit and Loss Account for the Year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by 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, 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:
 - (i) We have obtained all the information and explanations which, to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (ii) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books (and proper returns adequate for the purposes of our audit have been received. The company does not have any branches. Hence branch audit and branch audit report does not arise).
 - (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account; (The company has no branches)
 - (iv) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. **Subject to non compliance with AS-22.**
 - (v) In our opinion the cess u/s 441A is not payable, since the company does not have profit.

On the basis of written representation received from the directors, as on 31st March 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st 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.

In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- a) in the case of the Balance Sheet, of the state of affairs of the company as on 31st March, 2010
- b) in the case of the Profit and Loss Account, of the loss for the year ended on that date and
- c) in the case of cash flow statement, of the cash flows for the year ended on that date.

For **B.P.Jain & Co.,**
Chartered Accountants
Firm Registration No : 050105S

CA. Devendra Kumar Bhandari
Partner
Membership No : 208862

Place : Chennai
Date : 29.05.2010



Annexure to the statement on the matters specified in paragraphs 3 of our report of even date on the accounts of GEE GEE GRANITES LIMITED for the year ended 31st March 2010

- (i) (a) The company is maintaining proper records showing therein the full particulars including quantitative details and situation of fixed assets.
- (b) The management has physically verified these fixed assets at reasonable intervals which in our opinion, is reasonable having regard to the size of the company and no material discrepancies were noticed on such verification.
- (c) All fixed assets have been disposed off during the year. However, this has not affected the going concern status of the company.
- (ii) (a) Since there is no purchase of raw material and of trading goods this clause is not applicable.
- (b) Not applicable in view of para (a) above.
- (c) Not applicable in view of para (a) above.
- (iii) (a) According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained under section 301 of the companies act, 1956.
- (b) Not applicable in view of para (a) above.
- (c) Not applicable in view of para (a) above.
- (d) Not applicable in view of para (a) above.
- (e) The company had taken loan from 1 party covered in the register maintained under section 301 of the companies Act, 1956. The maximum amount involved during the year was Rs.30,92,400 and the year-end balance of loans taken from such parties was nil as the loans were assigned to Director.
- (f) In our opinion, the rate of interest and other terms and conditions on which loans have been taken from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
- (g) The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest. The total amount repaid amounts to Rs.16.30 Lakhs.
- (iv) In our opinion and according to information given to us, there are adequate internal control procedures commensurate with the size of the company and nature of its business. There are no major weaknesses in the internal control procedure observed during the examination of the books and records.
- (v) (a) In our opinion and according to the information and explanation given to us, we are of the opinion that there were no contracts or arrangements that need to be entered in the registers maintained under section 301 of the Companies Act, 1956.
- (b) Not applicable in view of para (a) above.
- (vi) The company has not accepted any deposits from the public; hence, the provisions of section 58A and 58AA of the Companies Act 1956 are not applicable.
- (vii) In our opinion, the company has internal audit system commensurate with the size and nature of the business.
- (viii) The Central Government has not prescribed the maintenance of cost records by the company under section 209(1)(d) of the Companies Act, 1956.
- (ix) (a) According to the records of the company there are no outstanding dues. PF, E.S.I, Gratuity Income tax, Wealth-Tax, Sales Tax, Customs duty and Excise duty were regular deposited with appropriate authorities.



- (b) According to the information and explanations given to us, there is no undisputed statutory due for more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no statutory dues which are in dispute.
- (x) The company has been registered for more than 5 years and its accumulated losses at the end of the financial year is more than 100% of its net worth. However, it has not incurred cash losses in the current financial year. In the preceding financial year, it incurred a cash loss of Rs.65,250.
- (xi) The Company has no loans from banks or financial institution. Hence question of default does not arise.
- (xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares and debenture etc.
- (xiii) In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society. Hence, the provisions of any special statute are not applicable to the company.
- (xiv) In our opinion, the Company is not dealing or trading in shares, securities, debentures and other investments.
- (xv) In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) In our opinion, and according to the information and explanations given to us, the company has no term loans.
- (xvii) According to the information and explanations given to us, and on overall examination of the balance sheet of the company, we report that no short-term funds were used for long term investments and vice versa.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the companies' act, 1956.
- (xix) No debentures were issued by the companies and hence the question of security creation does not arise.
- (xx). No public issues were made during the year. Hence this clause is not applicable.
- (xxi). According to the information and explanations given to us, no fraud on or by the company has been noticed during the year.

Place : Chennai
Date : 29.05.2010

For **B.P.Jain & Co.**,
Chartered Accountants
Firm Registration No : 050105S

CA. Devendra Kumar Bhandari
Partner
Membership No : 208862

**BALANCE SHEET AS AT 31ST MARCH 2010**

	Schedule	As at		As at	
		Rs. P	Rs. P	Rs. P	Rs. P
SOURCE OF FUNDS					
SHAREHOLDERS' FUNDS					
Share Capital	I		4,50,00,000.00		4,50,00,000.00
LOAN FUNDS					
Secured Loans	II		-		-
Unsecured Loans	III		0.00		3,00,00,000.00
Deferred tax liability	VI		3,952,129.04		3,952,129.04
Difference in Opening Balance			14,743.00		14,743.00
TOTAL			<u>48,966,872.04</u>		<u>51,966,872.04</u>
APPLICATION OF FUNDS					
FIXED ASSETS					
Gross Block	V		3,311,721.92		3,311,721.92
Less: Depreciation			<u>2,813,272.10</u>		<u>2,633,264.42</u>
Net Block			498,449.82		678,457.50
Less: Assets Sold during the year			<u>498,449.82</u>		-
CURRENT ASSETS, LOANS & ADVANCES					
Sundry Debtors	VI	400,000.00			-
Cash & Bank Balance	VII	656,423.97		268,292.48	
Loans & Advances	VIII	<u>122,204.52</u>		<u>1,756,348.52</u>	
		1,178,628.49		2,024,641.00	
LESS: CURRENT LIABILITIES & PROVISIONS					
Current Liabilities & Provisions	IX	1,740,174.92		241,265.47	
NET CURRENT ASSETS			-561,546.43		1,783,375.53
PROFIT & LOSS ACCOUNT					
TOTAL	X		<u>49,528,418.47</u>		<u>49,505,039.01</u>
TOTAL			<u>48,966,872.04</u>		<u>51,966,872.04</u>
NOTES TO FINANCIAL STATEMENTS	XI				

Vide Our Report of Even Date

On behalf of the Board

For **B.P. Jain & Co**

Chartered Accountants

C A. Devendra Kumar Bhandari

Partner M.NO 208862

Sunil G.Duseja

Managing Director

Gopichand Idandas

Director

Place : Chennai

Date : 29.05.2010


PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

	Schedule	Year ended 31.03.2010		Year ended 31.03.2009	
		Rs.	P	Rs.	P
Sales					
-Exports		-		-	
-Local		-		-	
Stock in trade-sold a/c		-		-	
Other Income	XII	461723.67		1,751,576.10	
		<u>461,723.67</u>		<u>1,751,576.10</u>	
Less: Administrative & Other expenses	XIII	305,095.45		1,815,941.64	
Profit before Interest and depreciation		<u>156,628.22</u>		<u>(64,365.54)</u>	
Less: Interest & finance charges		0.00		885.00	
Profit before depreciation		<u>156,628.22</u>		<u>(65,250.54)</u>	
Less: Depreciation		180,007.68		217,708.29	
Net Loss		<u>(23,379.46)</u>		<u>(282,958.83)</u>	
Loss B/F from last year balance sheet		(49,505,039.01)		(49,222,080.18)	
Loss taken to balance sheet		<u>(49,528,418.47)</u>		<u>(49,505,039.01)</u>	

Vide Our Report of Even Date

On behalf of the Board

For **B.P. Jain & Co**

Chartered Accountants

C A. Devendra Kumar Bhandari

Partner M.NO 208862

Sunil G.Duseja

Managing Director

Gopichand Idandas

Director

Place : Chennai

Date : 29.05.2010

**SCHEDULES**

Particulars	As at	
	31.03.2010 Rs. P	31.03.2009 Rs. P
SCHEDULE I		
SHARE CAPITAL		
Authorised		
1,00,00,000 equity shares of Rs.10/-each	10,00,00,000.00	10,00,00,000.00
Issued		
45,00,000 equity shares of Rs.10/-each	45,00,00,000.00	45,00,00,000.00
Subscribed & Paid Up		
45,00,000 equity shares of Rs.10/-each fully paid up	<u>45,00,00,000.00</u>	<u>45,00,00,000.00</u>
SCHEDULE II		
SECURED LOANS		
	-	-
SCHEDULE III		
UNSECURED LOANS		
Inter Corporate Deposits	0.00	3,00,00,000.00
	<u>0.00</u>	<u>3,00,00,000.00</u>
SCHEDULE IV		
DEFERRED TAX LIABILITY		
	3,952,129.04	3,952,129.04
	0.00	0.00
Less.Deferred tax asset	<u>3,952,129.04</u>	<u>3,952,129.04</u>
SCHEDULE VI		
SUNDRY DEBTORS		
	392,000.00	
TDS	<u>8,000.00</u>	<u>400,000.00</u>
SCHEDULE VII		
CASH & BANK BALANCE		
Cash on hand	651,300.57	265,576.08
Balances with Scheduled Banks in :		
-Current Account	<u>5,123.40</u>	<u>2,716.40</u>
	<u>656,423.97</u>	<u>268,292.48</u>

SCHEDULE V**FIXED ASSETS AS ON 31-3-2010**

Description of Assets	COST			TOTAL	NET	ASSETS	BALANCE
	As at 01.04.2009 Rs.	Depreciation upto 31.03.09 Rs.	Depreciation for the period 1/4/09-31/3/10 Rs	Depreciation upto 31.03.2010 Rs.	Block as on 31.03.10 Rs.	Sold Rs.	Assets Rs.
LAND QUARRIES-FREEHOLD	615,015.00	615,015.00	0.00	615,015.00	-		
OFFICE EQUIPMENTS	1,137,503	1,028,478	13,853.00	1,042,331	95,172	95172	0.00
FUNITURE & FITTINGS	130,828	127,107	3,721.00	130,828	0	0	0.00
VEHICLES	1,428,376	862,665	162,435.00	1,025,100	403,276	403,276	0.00
TOTAL	3,311,722	2,633,265	180,009	2,813,274	498,448	498,448	0.00



**SCHEDULES (CONTD.,)**

Particulars	As at	
	31.03.2010 Rs. P	31.03.2009 Rs. P
SCHEDULE VIII		
LOANS & ADVANCES		
(Unsecured considered good)		
Advances recoverable in cash or in kind or for Value to be received		
Deposits		
EB Deposit	5,440.00	5,440.00
Telex/Telephone Deposit	<u>53,359.00</u>	<u>56,159.00</u>
	<u>58,799.00</u>	<u>61,599.00</u>
Prepaid Expenses		
Prepaid Insurance	2,825.00	4,169.00
Tax deducted at source	60,580.52	60,580.52
Advance for property	-	1,630,000.00
	<u>60,580.52</u>	<u>1,690,580.52</u>
TOTAL	<u>122,204.52</u>	<u>1,756,348.52</u>
SCHEDULE IX		
CURRENT LIABILITIES & PROVISIONS		
SUNDRY CREDITORS		
Sundry Creditors - Goods		
	-	-
Sundry Creditors - Others		
Audit Fees Payable	184,771.00	168,227.00
Company Secretary fees payable	<u>54,262.00</u>	<u>31,452.00</u>
	<u>239,033.00</u>	<u>199,679.00</u>
Sundry Creditors - Expenses		
Companies		
Cameo Corporate Services Ltd	16,632.92	(515.53)
Others		
Spell Advertising & Marketing	10,309.00	4,136.00
Gopichand Idandas	<u>1,462,400.00</u>	<u>-</u>
	<u>1,489,341.92</u>	<u>3,620.47</u>
Total of Sundry creditors	<u>1,728,374.92</u>	<u>203,299.47</u>
Other Liabilities		
Director Sitting Fees Payable	11,800.00	31,200.00
Telephone Expenses Payable	-	1,917.00
	11,800.00	33,117.00
Duties & Taxes	-	4,849.00
	0.00	4,849.00
TOTAL-CURRENT LIABILITIES & PROVISIONS	<u>1,740,174.92</u>	<u>241,265.47</u>

**SCHEDULES (CONTD.,)**

Particulars	As at	
	31.03.2010 Rs. P	31.03.2009 Rs. P
SCHEDULE X		
PROFIT & LOSS ACCOUNT		
Loss Brought Forward	49,505,039.01	49,222,080.18
Add: Loss during ther year	<u>23,379.46</u>	<u>282,958.83</u>
	<u>49,528,418.47</u>	<u>49,505,039.01</u>
SCHEDULE XII		
OTHER INCOME		
Provision/Accounts written back	-	1,718,975.10
Profit/Loss on sale of Assets	61,723.67	-
Other Income	<u>400,000.00</u>	<u>32,601.00</u>
	<u>461,723.67</u>	<u>1,751,576.10</u>
SCHEDULE XIII		
ADMINISTRATIVE AND OTHER EXPENSES		
Quarry Lease Rent	-	57,011.00
Repairs & Maintenance	2,625.00	-
Rent	24,000.00	24,000.00
Rates & Taxes	599.00	0.00
Insurance	11,451.00	10,748.00
Travelling & Conveyance	0.00	510.00
Administrative expenses	196,876.45	248,255.84
Professional fees	53,000.00	183,500.00
Auditors Remuneration	16,544.00	16,545.00
Accounts Written Off	0.00	532,489.80
Service Tax	-	300.00
Discount allowed	-	742,582.00
	<u>305,095.45</u>	<u>1,815,941.64</u>


SCHEDULE - XII
I. SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS:
I. Significant Accounting Policies

Financial statements have been prepared in accordance with the applicable accounting standards. A summary of the significant accounting policies which have been applied in the preparation and presentation of Financial Statements is set out below:

1. **Basis of Accounting:** The financial statements are prepared on accrual basis and in accordance with the historical cost convention and materially complies with applicable mandatory accounting standards issued by the Institute of Chartered Accountants of India.
2. **Fixed Assets:** Fixed Assets are stated at cost less depreciation. Cost comprises the purchase price and any applicable cost of bringing the assets to its working condition for its intended use. All fixed assets are sold during the year.
3. **Depreciation:** Depreciation is provided on straight line method on historical cost of the asset at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956.
4. **Inventories:** As there is no closing stock, the question of valuation of stock does not arise.
5. **Lease hold assets :** The value of leasehold assets comprising of Quarry Lands have been written off in full. The lease for the land has expired.
6. **Provision of gratuity liability:** The question of provision for gratuity liability does not arise since there were no employees in the company during the year.
7. **Deferred Tax Liability :** The company had incurred a deferred tax liability – Rs.39,52,129. Since all the assets were sold, the company has not created any deferred tax assets and does not recognise deferred tax assets as there is no reasonable certainty that the future taxable income will be available against which such deferred tax asset can be realized.

8. Related Party transaction

- a. The company has received interest free loan during the year.

Name of related party	Relationship	Rs.	
Gopichand Idandas	Director	92,400	Loan Received
Gopichand Idandas	Director	30,00,000	Liability assigned for consideration of Rs.30 lacs out of which Rs.16.30 lacs was paid

II. Notes on accounts for the year ended with 31st March, 2010:

1. **Secured loans:** No secured loan is outstanding.
2. **Unsecured loans:** The company has not taken interest free unsecured loan during the year. The Company has assigned its liabilities existing on 31-3-2010 to Gopichand Idandas, the director of the company for a consideration of Rs.30 lacs. The consideration for the same has been partly paid.
3. **Managerial Remuneration:**

Particulars	31.03.2010 (Rs.)	31.03.2009 (Rs.)
Salary	---	---
House Rent Allowance	---	---
Total	---	---


4. Auditors' Remuneration (including Service Tax)

Particulars	31.03.2010 (Rs.)	31.03.2009 (Rs.)
For Audit	16,545	16,545
Total	16,545	16,545

5. DISCLOSURES:
A. Loans from Directors:

Name of the Directors	Loans Received (Rs.)	Loans Repaid (Rs.)	Relationship
Gopichand Idandas	92,400	---	Chairman

B. Earnings per share:

Opening no. of shares	45,00,000
Total no. of shares Outstanding	45,00,000
Net Loss to equity share holders (Rs.)	23,379
Basic earnings per share (Rs.)	- 0.005

6. Figures have been rounded off to the nearest rupee.

7. Previous year's figures have been regrouped and rearranged wherever necessary to conform to the current year's classification.

Vide our Report of Even Date

For **B. P. Jain & Co.,**
Chartered Accountants

on behalf of the Board

C A. Devendra Kumar Bhandari
Partner

Sunil G. Duseja
Managing Director

Gopichand Idandas
Director

Chennai

29.05.2010


CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2010

Rs.

A. Cash Flow From Operating Activities		
Net Loss as per Profit & Loss Account		(23,379.46)
Increase/Decrease in Current Assets		
Increase in Sundry Debtors	(396,000.00)	
Increase in Deposits	(1,200.00)	
Decrease in Prepaid Expenses	1,344.00	
Decrease in Loans & Advances	<u>1,630,000.00</u>	1,234,144.00
Increase/Decrease in Current Liabilities		
Increase in Sundry Creditors	62,675.46	
Decrease in Other Liabilities	<u>(26,166.00)</u>	36,509.46
Provision for Depreciation		180,009.00
Profit on sale of Fixed Assets		(61,725.00)
Net Cash from Operating Activities		1,365,558.00
B. Cash Flow from Sale of Fixed Assets		
		560,173.49
C. Cash Flows from Financing Activities		
Payment of Secured Loans		0.00
Repayment of Unsecured Loans		(1,537,600.00)
Net Cash Outflow from Financing Activities		(1,537,600.00)
Net Decrease in cash and cash equivalents		388,131.49
Cash and Cash equivalents as on 1-4-2009	268,292.48	
Cash and Cash equivalents as on 31-3-2010	656,423.97	388,131.49

on behalf of the Board

Chennai
29.05.2010Sunil G. Duseja
Managing DirectorGopichand Idandas
Director



INFORMATION AS REQUIRED UNDER PART IV OF THE SCHEDULE VI OF THE COMPANIES ACT, 1956

I. Registration Details

Registration No. State Code
 Balance Sheet Date

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

Public Issue Rights Issue
 Bonus Issue Private Placement

III. Position of mobilisation and deployment of funds (Amount in Rs.Thousands)

Total Liabilities Total Assets

Sources of Funds

Paid-up Capital Reserves & Surplus
 Secured Loans Deferred Tax Liability
 Others Unsecured Loans

IV. Application of Funds

Net Fixed Assets Investments
 Net Current Assets Misc. Expenditure
 Accumulated Losses Deferred Tax Asset

V. Performance of Company (Amount in Rs.Thousands)

Turn over & Other Income Total Expenditure
 Profit/(Loss) Before Tax Profit/Loss After Tax
 (+) / (-) (+) / (-)

Earning per share in Rs. Dividend Rate %

Generic Name of three principal products / services of company (as per Monetary Terms)

Item Code NO. (ITC Code)

Product Description

Vide Our Report of Even Date

on behalf of the Board

For **B. P. Jain & Co.,**
Chartered Accountants

C A. Devendra Kumar Bhandari
Partner

Sunil G. Duseja
Managing Director

Gopichand Idandas
Director

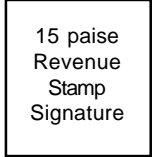
Place : Chennai
Date : 29.05.2010

GEE GEE GRANITES LIMITED

Regd. office : 'GEE GEE MINAR' 23, College Road,
Nungambakkam, Chennai - 600 006.

PROXY FORM

I/We.....
of.....
a member/members of Gee Gee Granites Limited hereby appoint.....
..... of
or failing him/her of
as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Company to
be held on Wednesday, the 29th September, 2010 at 10.30 a.m. at Kalyani Sreenivasa Padmavathy
Mahal No.25, Avadi Road, Karayanchavadi, Chennai – 600 056 and any adjourment thereof.
signed thisday of2010.
Member's Folio / Client's I.D. No.....
No. of shares held



NOTE : The proxy form must be deposited at the Registered office of the Company not less than
48 hours before the time for holding of the meeting.

GEE GEE GRANITES LIMITED

Regd. office : 'GEE GEE MINAR' 23, College Road,
Nungambakkam, Chennai - 600 006.

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting place)

I hereby record my presence at the Annual General Meeting of the Company to be held at Kalyani
Sreenivasa Padmavathy Mahal, No.25, Avadi Road, Karayanchavadi, Chennai – 600 056 on
Wednesday, the 29th September, 2010 at 10.30 a.m.
Name of the attending member (in block letters)
Name of the proxy (in block letters)
Member's Folio/ Client's I.D. No.
No. of shares held

Member's /Proxy's signature
(To be signed at the time of handing over this slip)

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IF UNDELIVERED, PLEASE RETURN TO :

GEE GEE GRANITES LIMITED

**'Gee Gee Minar'
23, College Road,
Nungambakkam,
Chennai-600 006**