

22nd ANNUAL

GENERAL MEETINGS

Ananthi Constructions Limited

Reg off No.41/9, Medavakkam Main Road,
Ganesh Nagar, Madipakkam, Chennai-600091

Ananthi Constructions Limited
Reg off No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091
CIN: L45201TN1992PLC023831
Phone: 044-22478333. E-mail: acinfo10@gmail.com

NOTICE

Notice is hereby given that the seventeenth Annual General Meeting of the Company will be held on Tuesday the 30th September 2014 at 10.00 AM at the registered office of the Company at No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2014, the Balance Sheet as at that date and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Chanesh Rajasekar who retires by rotation and is eligible for re-appointment
3. To appoint auditors of the company and fix their remuneration. The retiring auditors M/s. Vijayaraghavan and Associates are eligible for re-appointment.

Place: Chennai
Date: 30.05.2014

By Order of the Board

sd
T.N.T.Rajasekar
Managing Director

Ananthi Constructions Limited

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BOARD OF DIRECTORS

Mr. T.N.T.Raajasekar- Managing Director

Mr. P. Magesh- Independent Director

Mr. P. Prajeesh- Independent Director

Mr. S. Kaliraja- Independent Director

Mr. Rs. Ghanesh- Director

Mr DHANROOP BETALA Independent Director

AUDITORS

M/s. Vijayaraghavan & Associates

Chartered Accountants

51, Giri Road, T.Nagar, Chennai-600017

REGISTERED OFFICE

No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091

Phone: 044-22478333. E-mail: acinfo100@gmail.com

REGISTRAR AND SHARE TRANSFER AGENTS

Cameo Corporate Services Limited

Subramanian Building

No.1, Club House Road

Chennai-600002.

Ananthi Constructions Limited

Reg off No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091

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NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself. A proxy need not be a member of the company.
2. Proxies, in order to be valid, must be lodged at the registered office of the company not later than 48 hours before the commencement of the meeting.
3. Revenue Stamp should be affixed on the proxy form. Forms which are not stamped or not adequately stamped are liable to be considered invalid. Further, for identification purposes etc., it is advisable that the proxy holder's signature may also be furnished in the proxy form.
4. All documents referred to in the Notice will be available for inspection by the members at the registered office of the Company between 10.00 AM to 05.30 PM on all working days up to the date of the Annual General Meeting.
5. The Share Transfer Register and the Register of Members shall remain closed from 23rd September 2014 to 30th September 2014 (both days inclusive).
6. Members holding shares in physical form are requested to notify any change in their address to Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited, Subramanian Building, No.1, Club House Road, Chennai-600002.
7. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to Cameo Corporate Services Limited, RTA of the Company, at their address given above.
8. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name as the same has been made mandatory by SEBI.
9. Electronic copy of the Annual report is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual report is being sent in the permitted mode.
10. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.

11. Members may also note that the Annual Report for FY 2013-14 will also be available on the Company's website www.cmctd.com for their download.

12. Voting through electronic means:

I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to the members to exercise their right to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting platform provided by Cameo.

The instructions for e-voting are as under:

I Use the following URL for e-voting:
Cameo website: <http://evoting.Cameo.com>

ii. Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the record date, i.e. 23rd September, 2014 (End of Day) may cast their vote electronically.

iii. Enter the login credentials i.e. User ID and password mentioned in the attendance slip attached with the Annual Report. Please follow the instructions given in the e-voting portal.

iv. After entering the details appropriately, click on LOGIN.

You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

vi. You need to login again with the new credentials.

vii. On successful login, the system will prompt you to select the EVENT, i.e. CMC Limited.

viii. On the voting page, enter the number of shares as on the cut off date under FOR/AGAINST or alternately you may enter partially any number in FOR and partially in AGAINST but the total number in FOR/AGAINST taken together should not exceed the total shareholding. You may also choose the option ABSTAIN.

ix. Shareholders holding multiple folios/demat account shall choose the voting process separately for each folios/demat account.

x. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed.

Click OK to confirm, else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.

xi. Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

xii. The Portal will be open for voting from 9 A.M. on 17 June, 2014 to 6 P.M. on 19 June, 2014.

xiii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <http://evoting.cameo.com> or contact Cameo Computershare Pvt Ltd at Tel No. 1800 345 4001 (toll free).

II. The Company has appointed ***** Practising Company Secretary as the Scrutinizer who will collate the electronic voting process in a fair and transparent manner.

III. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the

Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

IV. The results shall be declared on or after the AGM of the Company. The results alongwith the Scrutinizer's Report shall be placed on the Company's website www.cmctd.com and on the website of Cameo.

13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

Information about Directors seeking appointment/re-appointment in this AGM in respect of item No.2 & 3 above (in accordance with Clause 49 VI of the Listing Agreement)

Name	Age	Qualification	Other Directorship	Committee Directorship
Ghanesh Raajasekar	29	M. B. A.	11	NIL

Mr. T. N. T. Raajasekar, Managing Director is interested in the resolution for the appointment of Mr. Rs. Ghanesh

By order of the Board of directors

Sd

Place Chennai
Date 30.05.2014

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DIRECTOR'S REPORT

To the Members,

Your directors are pleased to present the seventeenth Annual Report together with the Audited Accounts for the year ended 31st March 2014.

FINANCIAL RESULTS

	Rs. (in lakhs) Year ended 31.03.2014	Rs. (in lakhs) Year ended 31.03.2013
Profit/Loss before depreciation, Tax	(354096)	(9404319)
Add/Less: Depreciation	61770	62793
Profit/Loss after depreciation	(292326)	(9467112)
Provision for taxation	0	0
Profit/Loss after Tax	(292326)	(9467112)
Previous year's loss transferred	(40967706)	(31500594)
Loss transferred to Balance Sheet	(41260032)	(40967706)

OPERATIONS:

Your Company has been focusing on flat promotion. The rising price of raw materials including the phenomenal increase in the cost of land has had an adverse effect on the Company's financial position.

During the current year the company has started operations again.

DIVIDEND:

The Board of Directors has not recommended any dividend.

DIRECTORS:

Mr. Ghanesh Raajasekar Directors are retiring by rotation at the ensuing Annual General Meeting and are eligible for re-appointment

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AUDITORS:

The Board of Directors recommends the appointment of M/s. Vijayaraghavan and Associates, Chartered Accountants as the Auditors of the Company for the financial year 2013-14.

DIRECTORS RESPONSIBILITY STATEMENT PURSUANT TO SECTION 217 (2AA) OF THE COMPANIES ACT, 1956:

The Directors, to best of their knowledge and belief, confirm that:

1. that in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.
2. that the selected accounting policies were applied consistently and the directors 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 2014 and of the Loss of the company for the year ended on that date.
3. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. that the annual accounts have been prepared on a going concern basis.

PUBLIC DEPOSITS:

During the year under review the Company has neither invited nor received any deposits from the public.

AUDITORS REPORT:

The Report of the Auditors being self-explanatory needs no further comments.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings: Rs. NIL
(Previous year Rs. NIL)
Foreign Exchange Outgo: Rs. NIL
(Previous year Rs. NIL)

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INFORMATION AS PER SECTION 217(D) (E) OF THE COMPANIES ACT, 1956:

The Company has no activity relating to conservation of energy or technology absorption.

PARTICULARS OF EMPLOYEES

There are no employees drawing salary in excess of the monetary ceiling prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 during the financial year 2013-14.

INDUSTRIAL RELATIONS:

Industrial relations continued to be cordial.

LISTING:

The securities of the Company are listed on the Bombay Stock Exchange Limited and Madras Stock Exchange Limited.

CORPORATE GOVERNANCE:

The Company has complied with the statutory provisions of Corporate Governance as prescribed under the Listing Agreement of the Stock Exchanges with which the Company's shares have been listed. A separate Report on Corporate Governance is enclosed as part of this Annual Report. A certificate as to compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is annexed to the Report on Corporate Governance.

AUDIT COMMITTEE:

In consonance with Corporate Governance norms, Mr. P. Magesh, Independent Director of the Board, has been appointed as the Chairman of the Audit Committee.

COMPLIANCE CERTIFICATE:

A certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this report. A Compliance Certificate by a Company Secretary in whole-time practice, as required by section 383A of the Companies Act, 1956 is also attached to the Directors Report.

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CASH FLOW STATEMENT:

In conformity with the provisions of Clause 32 of the Listing Agreement with the Stock Exchanges, Cash Flow Statement for the year ended 2013-14 is annexed hereto.

ACKNOWLEDGEMENTS:

The Board of Directors place on records its application for the assistance and co-operation received from the Government Authorities. The Board also places on record its gratitude to the employees at all levels for their commitment and dedicated efforts. The Directors are also thankful to the shareholders for their continued support to the Company.

Place: Chennai
Date: 30.05.2014

By order of the Board
Sd/-

T.N.T.Rajasekar
Managing Director/Chairman

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MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Ananthi Constructions Limited presents the Industry Overview, Opportunities and Threats, Initiatives by the Company and overall strategy of Ananthi Constructions Limited for the year 2013-14 and its outlook for the future. This outlook is based on an assessment of the current business environment. It may vary due to future economic and other developments.

This Management Discussion and Analysis statement of the Annual Report has been included in adherence to the spirit enunciated in the Corporate Governance approved by the Securities and Exchange Board of India.

Industry Structure and Developments:

The Indian Construction industry is an integral part of Indian economy and an important part of investment into the development of the Indian economy takes place through the Construction Industry.

Housing Sector:

Every man's dream is to have a house of his own. This was the fuelling power behind the housing sector. With recession in various parts of the world, one of the sectors to have suffered a severe blow is the housing sector. However, the sector has started to revive.

Over view of the Business of the Company:

Your company has been focusing on flat promotion. But due to the huge investment required for this industry the company is currently not able to carry on its construction activities on a large scale

Opportunities:

The directors are of the opinion that the construction industry is likely to bloom in the coming years.

Threats:

- Change in Government policy regarding building activities may affect the industry.
- The increasing cost of inputs like steel, cement and diesel is a major concern for the Company.

- The business witnessed intense competition in the market and the overall margins and under pressure.
- A service tax was also levied on properties that were rented for commercial use.

The changes may impact the retail sector as property cost can be equal to 30 percent of total cost in some cases.

Segmental Analysis:

Your company operates in only one segment viz., constructions.

Internal Controls and their Adequacy:

The company's internal controls are well established. The statutory auditor and the audit committee review these controls regularly. The Company also had an information technology system that supports the organization and ensures adequate information.

Your company attached significant importance to continue upgrading of human resources for sustaining highest levels of customers' satisfaction. The company is providing training as a continuous process to the technical people to cater the needs of various customers.

Future Outlook:

Your company is aware of the risks and threats noted above and have devised its business strategy accordingly.

Cautionary Statement:

Statement in the Management Discussion and Analysis Report describing the Company's objectives and projections are forward looking statements and progressive within in the meaning of applicable security laws and regulations. Actual results may vary depending upon economic conditions, Government policies and other incidental related factors.

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REPORT ON CORPORATE GOVERNANCE

COMPLIANCE WITH CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES

In terms of Clause 49 of the Listing Agreement of the Stock Exchanges, the compliance Report on Corporate Governance (in the prescribed format), along with the Certificate from the Statutory Auditors (Annexure) is given as under.

Philosophy on code of Governance:

Ananthi Construction Ltd. is committed to standards of Corporate Governance in all activities.

A. Board Composition:

1. Size of the Board and independent Directors:

The Board has currently five Members comprising of the Managing Director and four Non-executive Directors. As per the Current by – laws of the Company, the Board can have up to 12 (twelve) Members. The present Board has three independent directors, one Executive director.

2. Board Committee:

Currently, the Board has Three Committees – the Audit Committee, the Investor Relations Committee and Remuneration Committee.

a. Board of Directors

Composition and category of directors as of March 31, 2014 is as follows:

Category	No. of Directors	%
Executive Directors	1	20
Non – Executive Directors	5	80

During the period ended 31.3.2014, 6 Board Meetings were held on the following dates: 27.04.2013, 05.05.2013, 28.07.2013, 23.08.2013, 16.11.2013, and 05.01.2014.

Attendance of each of the directors at the Board Meetings and the last AGM is as follows:

Sl. No.	Name of Director	Category	Board Meetings		Attendance in the last AGM on 21.9.2012
			Held Nos.	Attended Nos.	
1.	T.N.T. Raajasekar	ED	6	6	Yes
2.	P. Magesh	NED/ID	6	6	Yes
3.	P. Prajeesh	NED/ID	6	6	Yes
4.	S. Kaliraja	NED/ID	6	6	Yes
5.	Rs. Ghanesh	NED	6	6	Yes
6.	Dhanroop betala	NED/ID	6	6	Yes

- ED – Executive Director; NED – Non- Executive Director; ID – Independent Director

b. Audit Committee:

As per the requirement of Part II of clause 49 of the Listing Agreement, the Company has formed an Audit Committee. P. Magesh was appointed as Chairman of the Audit Committee.

- Brief Description of terms of reference:
 The Committee reviews the quarterly, half-yearly and annual financial statements before they are submitted to the Board.
 Overall assessment of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible is undertaken by this committee.
 Recommending the appointment of external auditor, fixation of audit fee and also approval for payment for any other services is also reviewed by this committee.

• Composition of Committee:

- P. Magesh – Chairman
- P. Prajeesh
- S. Kaliraja

Meetings and attendance of members thereof during the year is as follows:

Director	Held	Attended
P. Magesh – Chairman	4	4
P. Prajeesh	4	4
Kaliraja	4	4

c. Remuneration Committee:

• **Remuneration Policy:**
The compensation of the executive directors comprises of a fixed component under a performance incentive by way of commission. The compensation is determined based on levels of responsibility and scales prevailing in the Industry. The commission is determined based on certain pre agreed performance parameters. The executive directors are not paid sitting fees for any board/committee meetings attended by them.

• **Role of the Committee:**
The main role of the Remuneration Committee is to recommend to the Board the appointment / reappointment of the Executive / Non executive directors. The committee is also vested with the authority to determine the periodic increments in salary and incentives of the executive directors.

• **Composition and Meetings of the Committee:**
The committee elects one of its members as chairman for each meeting. The committee met twice during the year ended 31st March 2014.

The Composition of the committee and the attendance of each member at these meetings are given below.

Director	Held	Attended
P. Magesh	2	2
P. Prajesh	2	2
S. Kaliraja	2	2

d. Investor Relations Committee:

It is a Sub – Committee of the Board of Directors of the Company with Mr. Magesh being the Chairman of the Committee.

• **Brief Description of terms of reference:**
The terms of reference of this Committee compasses the formulation of shareholders/investor's servicing policies, looking into investors' complaints viz., transfer of shares, non receipt of balance sheet, etc., and deciding on any other matter as may be required in connection with the share holders / investors servicing and redress their grievances.

The Board has delegated the power of share transfer to the Registrar and Share Transfer agents, who process the transfers. The committee also looks after the performance of the Registrar and Transfer Agents of the Company.

- **Composition of Committee:**
The members of the Company's Shareholders' Committee are:
P. Magesh – Chairman
P. Prajesh
S. Kaliraja

- Number of Shareholders complaints received, number not solved to the satisfaction of the Share holder and number of pending transfers:

(1) As on date of this balance sheet no investor complaint is pending
(2) Representatives of your company are continuously in touch with Cameo Corporate Services Limited, Share Transfer Agents of the Company and review periodically the outstanding complaints.

B. GENERAL MEETINGS:

Location and time for the last three Annual Greeting Meetings

Year	Date	Time	Venue
2009-10	30.09.2010	10.00 a.m.	K.V.G. Thirumana Mandapam, 16 A, Medavakkam Main Road, Nanmangalam, Chennai – 600 117.
2010-11	21.09.2011	10.00 a.m.	K.V.G. Thirumana Mandapam, 16 A, Medavakkam Main Road, Nanmangalam, Chennai – 600 117.
2011-12	21.09.2012	10.00 am	No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai- 600091
2012-13	27.09.2013	10.00 am	No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai- 600091

C. POSTAL BALLOT:

None of the subjects placed before the shareholders in the last annual general meeting required approval by a postal ballot.

D. DISCLOSURE:

- Disclosures on materially significant Related Party Transactions that may have potential conflict with the interest of the company at large.
(1) During the year, the Company has not entered into any transaction of material nature with directors, their relatives or management which was in conflict with the interest of the Company.

(2) The transaction with the promoters, its associate companies etc., of routine nature have been reported elsewhere in the annual report as per Accounting Standard 18 (AS18) Issued by the Institute of Chartered Accountants of India.

• Details of non-compliance by the Company, penalties, structures imposed on the company by Block Exchange of SEBI or any statutory authority, on any matter related to capital markets, during the last three years is as follows:

1. During the year 2009-10, the company and its directors have paid compounding fees of Rs. 169000/- for compounding offences under the following sections of the Companies Act, 1956 211(3B), 173(2), 211(1), 211(3A) r/w 211(3C), 211(1) r/w Schedule VI, 297 and 58 r/w Rule 10 of the Companies (Acceptance of Deposits) Rule, 1975 pertaining to the period of 2002-05.

E. MEANS OF COMMUNICATION:

The un-audited Financial Results on a quarterly basis subject to limited review by the Auditors of the company are taken on record by the Board of Directors at its meeting within one month of the close of every quarterly / half year respectively and the same are finished to all the Stock Exchanges where the Company's shares are liable. Results of this company were published in the newspapers viz. *Business Line/Economics Times/ Financial Express* and the Tamil Version of the financial results in a Tamil daily viz., *Maalai Sudar*.

Management's Discussions and Analysis forms part of this Annual Report, which is also being posted to all the shareholders of the Company.

F. COMPLIANCE WITH CLAUSE 49:

Mandatory Requirements:

The Company has complied with all the applicable mandatory requirements of the revised clause 49.

Non – Mandatory Requirements:

The Company has constituted Remuneration Committee of the Board of Directors. Necessary details of the same have been provided under the section "Remuneration Committee of the Board".

The Company has not adopted other non-mandatory requirements.

Shareholder information:

A separate section has been included in the Annual Report furnishing various details, viz. time and venue of Annual Meeting, share price movements, financial calendar, etc.

SHARE HOLDERS INFORMATION

General Shareholder information:

1. AGM (Date and Venue) Tuesday the 30th Sep 2014, at 10.00 a.m. at the Registered office of the Company at No.41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091

2. Date of Book Closure 20th September 2014 to 27th September 2014 (both days inclusive)

3. Financial Calendar Financial Reporting for 2013-14

First Quarter June 30th, 2013, on or before July 2013
Second Quarter Sep. 30th 2013, on or before Oct. 31, 2013
Third Quarter Dec. 31st, 2013, on or before Jan. 31, 2014
Fourth Quarter Mar. 31st 2014, on or before Apr. 30, 2014

AGM for year ending 31st March 2013, 27 September 2013

4. Registrar and Transfer Agents M/s. Cameo Corporate Services Ltd. Subramanian Building No.1, Club House Road, Chennai – 600 002.

Tel: 28480390

Fax: 28480129

5. Share Capital Details Authorised 50, 00,000 equity shares of Rs.10/- each
Paid – up 42, 80,000 equity shares of Rs.10/- each.

6. Listing of Company's Shares i) Bombay Stock Exchange Limited
ii) The Madras Stock Exchange Limited

7. Address to the Correspondence Regd. Office : No. 41/9, Medavakkam Main Road, Ganesh Nagar, Madipakkam, Chennai-600091

STOCK MARKET DATA

Bombay Stock Exchange Limited:

The suspension of the Company from the BSE was 08.07.2005 and the same was revoked on - 22.07.2013 Pursuant to SEBI Circular no. SEBI/Cir/ISD/1/2010 dated September 2, 2010 trading in the securities of the company will be resumed in "T" group.

Nomination Facility:

The Companies Act, 1956 and the Rules prescribed there under provides for nomination of shares. The share holders can now nominate a person with whom the shares shall vest in the event of death of the share holders. The nomination can be made only by individuals holding shares of the Company either in sole name or jointly with another (not exceeding one joint holder). The nominee shall be individual. In the case of nominee being a minor he/she may be represented by his/her natural guardian or a court appointed guardian. The transfer of shares in favor of a nominee shall be a valid discharge by the company against the legal heirs. The nomination shall stand rescinded upon transfer of shares. The nomination by a share holder can be changed or cancelled at any time by giving due notice and upon execution of a fresh nomination form.

Communication:

All share transfers should be forwarded to the Registrars and share transfer agents of the company. All communication should be forwarded to the Registered Office of the Company marked to the attention of the Managing Director.

Distribution of Shareholding (as at the year end)

No. of Equity shares held	No. of share holders	No. of share held.
Up to 5000	8884	1504900
5001 to 10000	367	290900
10001 to 20000	148	229500
20001 to 30000	42	102400
30001 to 40000	34	126300
40001 to 50000	15	66400
50001 to 100000	20	149000
100001 to and above	10	1890800

Dematerialization of Shares and liquidity:

All the Shares of the Company are in physical form and none of the share is in dematerialized form.

Categories of shareholding (as at the year end)

	No. of share held	% of share holding
Bodies Corporate	86300	1.55
NR	85400	1.53
Mutual Fund	--	--
Promoters	1525800	35.65
Resident – Individual	2822500	61.27
Total	4280000	100

**Vijayaraghavan & Associates
Chartered Accountants**

**51, Giri Road
T.Nagar
Chennai-600017**

AUDITOR'S CERTIFICATE

To,
The Members of Ananthi Constructions Limited

We have examined the compliance of conditions of Corporate Governance of Ananthi Constructions Limited for the year ended 31st March 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has broadly complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievance(s) against the Company is/are pending exceeding one month as per records maintained by the Shareholders' Committee.

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

Place: Chennai
Date: 30.05.2014

For Vijayaraghavan & Associates
Chartered Accountants
SD/-
P.B. Vijayaraghavan

**CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO)
CERTIFICATION**

I, T.N.T. Raajasekar, Chairman and Managing Director of Ananthi Constructions Ltd., to the best of my knowledge and belief hereby certify that:

1. I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. 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.
2. There are, to the best of my knowledge and belief, no transaction entered into by the company during the year which is fraudulent, illegal or in violation of the Company's code of conduct.
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps we have taken or propose to take or rectify these deficiencies.
4. I 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 it significant role in the Company's internal control system over the financial reporting.

Place: Chennai
Date: 30.05.2014

For Ananthi Constructions Limited
Managing Director

sd
T.N.T.Raajasekar

DECLARATION

As stipulated under the provisions of sub-clause 1(D) (ii) of Clause 40 of the Listing Agreement with the Stock Exchanges, all the Directors and the designated personnel in the Senior Management of the Company has affirmed compliance with the code for the financial year ended 31st March 2014.

Place: Chennai
Date: 30.05.2014

For Ananthi Constructions Limited
Managing Director

sd
T.N.T.Raajasekar

Vijayaraghavan & Associates
Chartered Accountants

51, Giri Road
T.Nagar
Chennai-600017

AUDITOR'S CERTIFICATE

The Board of Directors
Ananthi Constructions Limited
Chennai

I have examined the attached Cash Flow Statement of Ananthi Constructions Limited for the year ended 31st March 2014. The statement has been prepared by the Company in accordance with the requirements of Clause 32 of the Listing Agreement with the Stock Exchanges and is based on and is in agreement with the corresponding Profit and Loss Statement and the Balance Sheet of the Company covered by my report to the members of the Company.

As per report of even date
For Vijayaraghavan & Associates
Chartered Accountants

Sd/-
P.B. Vijayaraghavan
Partner

**ANANTHI CONSTRUCTIONS LIMITED
BALANCE SHEET AS AT 31ST MARCH 2014**

	Note No.	AS ON 31/03/2014 Rs.	AS ON 31/03/2013 Rs.
EQUITY AND LIABILITIES			
Shareholder's funds			
(a) Share Capital	1	42,800,000	42,800,000
(b) Reserve & Surplus	2	(41,260,032)	(40,967,706)
Share application money pending allotment			
Non-current liabilities			
(a) Long-term borrowings		-	-
(b) Deferred Tax liabilities (Net)	3	98,564	98,564
(c) Other Long term liabilities		-	-
(d) Long-term Provisions		-	-
Current Liabilities			
(a) Short term borrowings	4	7,900,000	7,900,000
(b) Trade payables	5	8,182,466	8,182,466
(c) Other current liabilities	6	18,000	18,000
(d) Short term provisions	7	972,065	972,065
TOTAL		18,711,063	19,003,389
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	3,727,793	3,789,563
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances		-	-
(e) Other non-current assets		-	-
Current assets			
(a) Current investments			
(b) Inventories	9	5,500,000	5,500,000
(c) Trade receivables		-	-
(d) Cash and Cash equivalents	10	15,392	13,681
(e) Short-term loans and advances	11	9,437,878	7,204,164
(f) Other current assets	12	30,000	2,495,981
TOTAL		18,711,063	19,003,389

The Schedules, Significant Accounting policies & Notes on Accounts form an integral part of this Balance Sheet
For and on behalf of the Board
ANANTHI CONSTRUCTIONS LTD.
Chartered Accountants

P.B. Vijayaraghavan
Partner
Place: Chennai
Date :

Managing Director Director

ANANTHI CONSTRUCTIONS LIMITED			
BALANCE SHEET AS AT 31ST MARCH 2014			
	Note No.	AS ON 31/03/2014 Rs.	AS ON 31/03/2013 Rs.
EQUITY AND LIABILITIES			
Shareholder's funds			
(a) Share Capital	1	42,800,000	42,800,000
(b) Reserve & Surplus	2	(41,260,032)	(40,967,706)
Share application money pending allotment		-	-
Non-current liabilities			
(a) Long-term borrowings		-	-
(b) Deferred Tax liabilities (Net)	3	98,564	98,564
(c) Other Long term liabilities		-	-
(d) Long-term Provisions		-	-
Current Liabilities			
(a) Short term borrowings	4	7,900,000	7,900,000
(b) Trade payables	5	8,182,466	8,182,466
(c) Other current liabilities	6	18,000	18,000
(d) Short term provisions	7	972,065	972,065
TOTAL		18,711,063	19,003,389
ASSETS			
Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	3,727,793	3,789,563
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances		-	-
(e) Other non-current assets		-	-
Current assets			
(a) Current investments			
(b) Inventories	9	5,500,000	5,500,000
(c) Trade receivables		-	-
(d) Cash and Cash equivalents	10	15,392	13,681
(e) Short-term loans and advances	11	9,437,878	7,204,164
(f) Other current assets	12	30,000	2,495,981
TOTAL		18,711,063	19,003,389

The Schedules, Significant Accounting policies & Notes on Accounts form an integral part of this Balance Sheet
For and on behalf of the Board
Chartered Accountants ANANTHI CONSTRUCTIONS LTD.

P. B. Vijayaraghavan
Partner
Place: Chennai
Date :

Managing Director Director

ANANTHI CONSTRUCTIONS LIMITED			
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2014			
PARTICULARS	Note No.	31-03-14 Rs.	31-03-13 Rs.
REVENUE			
Income from Operation		714,739	250,681
Other Income		-	-
TOTAL		714,739	250,681
EXPENSES			
Cost of Material Consumed	13	112,500	75,000
Employee benefit Expenses	14	832,795	9,580,000
Selling, Administrative and other Expenses		-	-
Financial Cost		61,770	62,793
Depreciation & Amortization	8	1,007,065	9,717,793
TOTAL		2,992,326	9,467,112
Profit before Tax		-292,326	-9,467,112
Less: Tax		-	-
Current Tax for Current Year		-	-
Current Tax for Prior Years		-	-
Deferred Tax		-	-
Profit for the Period		-292,326	-9,467,112
Earning per Equity Shares			
1) Basic		-	-
2) Diluted		-	-

The Schedules, Significant Accounting policies & Notes on Accounts form an integral part of this Profit & Loss
Account
For and on behalf of the Board
Chartered Accountants ANANTHI CONSTRUCTIONS LTD.

P. B. Vijayaraghavan
Partner
Place: Chennai
Date :

Managing Director Director

Notes forming Part of Financial Statement

	As at 31-03-2014	As at 31-03-2013
Note - 1		
Share Capital		
a) Authorised Capital	50,000,000	50,000,000
50,00,000 number of Equity Shares of Rs. 10/- each		
b) Issued, Subscribed and Paid up Capital	42,800,000	42,800,000
42,80,000 Equity Shares of Rs. 10/- each		
c) Par Value Per Share	10.00	10.00
d) Number of Equity Shares at the beginning of the year	4,280,000	4,280,000
Add: Issued during the year	-	-
Number of Equity Shares at the end of the year	4,280,000	4,280,000
Note - 2		
Reserves & Surplus		
a) Profit & Loss Account		
Opening Balance	(40,967,706)	(31,500,594)
Add: Current year Surplus	(292,326)	(9,467,112)
Less: Prior year Expenses	(41,260,032)	(40,967,706)
	(41,260,032)	(40,967,706)
Note - 3		
Deferred Taxation		
Opening Balance	98,564	98,564
Add: Provision during the year	-	-
	98,564	98,564
Note - 4		
Short Term Borrowings		
Advance for Property	7,900,000	7,900,000
	7,900,000	7,900,000
Note - 5		
Trade Payables		
Sundry Creditors	8,000,000	8,000,000
- Trade Payable	50,000	50,000
- Professional Fees Payable	16,030	16,030
Advances Received from Customers	116,436	116,436
	8,182,466	8,182,466
Note - 6		
Other current liabilities		
Rental Advance Received	18,000	18,000
	18,000	18,000
Note - 7		
Short term provisions		
Provision for Taxation	966,143	966,143
Provision for FBT	5,922	5,922
	972,065	972,065

Note - 9		
C) Inventories		
Work in Progress including Land cost - Valued at Cost or Net Realisable Value whichever is less	2,700,000	2,700,000
Land	2,800,000	2,800,000
Stock of Materials - Flat	5,500,000	5,500,000
Note - 10		
A) Cash & Cash Equivalents		
Bank Balances		
i) Cash in Hand	9,493	4,987
ii) Balance with Banks	5,899	8,694
	15,392	13,681
Note - 11		
Short Term Loans & Advances		
Others - Unsecured considered Good	9,437,878	7,204,164
	9,437,878	7,204,164
Note - 12		
Other Current Assets		
Advances Recoverable in Cash or kind or Value to be received		1,975,725
Other Advances	30,000	490,256
Rental Deposit	30,000	30,000
	30,000	2,495,981
Note - 13		
Employee benefit Expenses		
Salary & Staff Welfare	112,500	75,000
	112,500	75,000
Note - 14		
Selling, Administrative & Other Expenses		
Duties and Taxes	7,500	7,500
Bank Charges	266	315
CDSL Charges	86,675	43,146
Electricity	7,280	6,450
General Meeting Expenses	17,500	16,500
Listing Fees	16,854	726,862
Loss on Dealing in Properties	15,685	8,907
Office Expenses	556,870	684,000
Other Expenses Related to Dealing in Property	20,000	11,000
Audit Fees	12,980	8,750
Postage & Telegram	14,200	9,100
Printing & Stationery	30,000	30,000
Rent Paid	14,355	7,870
RTA Expenses	15,750	10,350
Sundry Expenses	16,880	9,250
Telephone & Communication	832,795	9,580,000
Travelling & Transport		

Note - 8

Fixed Assets - Tangible Assets

Particulars	Rate of Depreciation	Gross Block			DEPRECIATION			Net Block		
		AS ON 31-03-13 \$	Additions \$	Deduction \$	AS ON 31-03-14 \$	AS ON 31-03-13 \$	Additions \$	AS ON 31-03-14 \$	AS ON 31-03-13 \$	
Building	1.63%	4,829,258	-	-	4,829,258	1,039,695	61,770	1,101,465	3,727,793	3,789,563

ANANTHI CONSTRUCTIONS LIMITED	
CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2014	
A	CASH FLOW FROM OPERATING ACTIVITIES
	Net/(Loss) AS per Profit & Loss before Tax
	Adjustments
	Add: Depreciation & Amortisation
	Less: Prior year Expenses
	Operating Profit Before Working Capital Changes
	Working Capital Changes:
	(Increase)/Decrease in Other Advances (Asset)
	(Increase)/Decrease in Sundry Creditors & Expenses
	Cash Generated from Operation
	1,711
B	CASH FLOW FROM INVESTING ACTIVITIES
	Sale of Fixed Assets
	Net Cash from Investing Activities
C	CASH FLOW FROM FINANCING ACTIVITIES
	Issue of Capital
	Proceed From Long Term Borrowing
	Unsecured Loans
	Interest Paid
	Net Cash from Finance Activities
	Net Decrease in Cash & Cash Equivalents (A+B+C)
	1,711
	Reconciliation
	Net Decrease from Cash Flow Statement
	Add: Opening Balance of Cash & Cash Equivalents
	13,681
	Closing Balance of Cash & Cash Equivalents
	15,392
As per our report of even date	
For VIJAYARAGHAVAN & ASSOCIATES	
Chartered Accountants	
ANANTHI CONSTRUCTIONS LTD.	
For and on behalf of the Board	
P. B. Vijayaraghavan	Managing Director
Partner	Director