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ANNUAL REPORT
2012-2013

NAKSHATRA INFRASTRUCTURE LIMITED

NAKSHATRA INFRASTRUCTURE LIMITED

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NAKSHATRA INFRASTRUCTURE LIMITED

BOARD OF DIRECTORS

Sri. C. Ashok Babu
Sri. C. Jhansi Lakshmi
Sri. C. Vikranth
Sri. M. Indrasena Chowdary
Sri. G. Sreenivasulu
Sri. Pavankumar Sanwarmal
Sri. R. Narsimha Reddy

Managing Director
Director
Director
Director
Director
Director
Director

REGISTERED OFFICE

PLOT NO.66,Road No.3
BanjaraHills,Hyderabad-500034,(A.P) INDIA
www.nakshatrainfra.com

AUDITORS

M/S RAMASAY KOTESWARA RAO & CO
FF-II, Plot No.238/A,MLA COLONY
Road No.12, BanjaraHills,Hyderabad-500034

BANKERS

HDFC BANK LTD

BanjaraHills, Hyderabad-500034

SHARE TRANSFERS AGENTS

M/S. VENTURE CAPITAL & CORPORATE INVESTMENTS PVT LTD.
12-10-167,Bharat Nagar, Moosapet,Hyderabad-500018.A.P
Phone:040-23818475,23818476,fax:040-23868024

LISTING AT

BOMBAY STOCK EXCHANGE LIMITED.

NOTICE TO THE SHARE HOLDERS

NOTICE is hereby given that the 24th ANNUAL GENERAL MEETING of M/s. NAKSHATRA INFRASTRUCTURE LIMITED, will be held on Monday, the 30th day of September, 2013 at 10.30 A.M. at JHIC, Jubileehills checkpost, JubileeHills Hyderabad-500 033, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Sri C. Jhansi Lakshmi, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint statutory auditors and to fix their remuneration.

By Order of the Board of Directors

Sd/-

(C. ASHOK BABU)
Managing Director

Place : Hyderabad

Date : 03.09.2013

NOTES:

1. An Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the special business is annexed hereto.
2. A Member entitled to attend and vote at the meeting is entitled to appoint and vote instead of himself/herself and such proxy need not be a member of the company. Proxy forms to be valid shall be lodged at the Registered Office of the company not less than 48 hours before the meeting.
3. The Register of members and share transfer books of the company will remain closed from 27th September 2013 to 30th September 2013 (both days inclusive).
4. Members are requested to notify immediately changes if any, in their addresses to the Company quoting their folio number.
5. Members who are holding shares in identical order of names in more than one folio are requested to send to the company the details of such folios together with the share certificates for consolidating their holdings in one folio. The Share certificates will be returned to the members after making requisite changes thereon.
6. Share certificates along with transfer deeds should be forwarded to the registrars and share transfer agents of the company in physical form at the following address:

M/s. VENTURE CAPITAL & CORPORATE INVESTMENTS LTD.,
12-10-167, Bharat Nagar, Moosapet, Hyderabad-500018.
Tel No. 23818475, 23818475 Fax No. 23868024.

7. Members desiring to seek any information on the annual accounts are requested to write to the company at an early date to enable compilation of information.
8. Reappointment of Directors
Information on Directors seeking appointment /reappointment is furnished below as per Clause 49 of the Listing Agreement with the Stock Exchanges.

- 1) Sri G. Sreenivasulu
- 2) Sri . R.Narsimha Reddy
- 3) Sri Pavankumar Sanwarmal
- 4) Sri M. Indrasena Chowdary

By Order of the Board of Directors

Place : Hyderabad
Date : 03.09.2013


(C. ASHOK BABU)
Managing Director

DIRECTORS REPORT

To
The Members of Nakshatra Infrastructure Limited,
Hyderabad.

We have pleasure in presenting the 24th Annual Report and the Audited Statement of Accounts for the Financial Year ended 31.03.2013.

FINANCIAL RESULTS:

Particulars	Current Year 2012 – 2013 (Rs. In Lakhs)	Previous Year 2011 – 2012 (Rs. In Lakhs)
Income	215.05	158.46
Profit before Interest & Depreciation	211.34	155.89
Interest	8.28	8.16
Depreciation	2.41	2.85
Profit before Tax	3.71	2.56
Provision for Taxation	0.71	0.48
Net Profit	3.26	(2.7)

OPERATIONS:

During the year under review your company has earned a total income of Rs. 215.05 Lakhs and earned a Net Profit of Rs. 3.71 Lakhs as against an income of Rs. 158.46 Lakhs and Net Profit of Rs. 2.56 Lakhs in the previous year. During the year company has earned Other Income of Rs. 4.60 lakhs. Your Directors are confident that the company will achieve better results in the coming years.

DIVIDEND:

Due to insufficiency of Profits your directors could not recommend Dividend on the Capital.

DIRECTORS:

Sri C. Pavankumar sanwarmal, Director retire by rotation at the ensuing Annual General Meeting and being eligible offers themselves for reappointment.

AUDITORS:

M/s. Ramasamy Koteswara Rao & Co, Chartered Accountants, Hyderabad will retire at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

DIRECTORS RESPONSIBILITY STATEMENT:

In pursuance of Section 217(2AA) of the Companies Amendment Act, 2000, your directors confirm:

- (i) that in the preparation of accounts under report the applicable accounting standards have been followed along with proper explanations relating to material departure.
- (ii) that 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 at the end of the financial year and of the profit and loss account for the period.
- (iii) That the directors taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the company and for preventing and deleting fraud and other irregularities.
- (iv) That the directors had prepared the annual accounts on the going concern basis.

CORPORATE GOVERNANCE:

Your Company has taken necessary measures to comply with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges in respect of Corporate Governance.

A report on corporate governance along with a certificate of compliance from the Auditors and also the Management Discussion and Analysis report are annexed separately to this Annual Report.

PARTICULARS OF EMPLOYEES:

No employee was in receipt of remuneration exceeding the limits prescribed under section 217(2A) of the Companies Act, 1956 and the rules framed there under, as amended to date.

FIXED DEPOSITS:

Your Company has not accepted any deposit and as such no amount of principal or interest was outstanding on the date of the Balance Sheet.

INFORMATION UNDER SECTION 217 (1) (E) OF THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.

a) Conservation of Energy:

The operations of the company involve very low energy consumption. However adequate measures have been taken to conserve the more energy.

GENERAL:

The Company's shares are listed on Mumbai Stock Exchanges, the listing fee for the year 2012-2013 has been paid.

APPRECIATION:

The Directors wish to place on record their appreciation to employees at all levels for their co-operation. Your directors would also acknowledge the continued support of the company's shareholders.

By Order of the Board of Directors

Place : Hyderabad
Date : 03.09.2013

sd/-
(C. ASHOK BABU)
Managing Director

sd/-
(C. VIKRANTH)
Director

ANNEXURE TO THE DIRECTOR'S REPORT COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Company's philosophy on corporate governance

A strong governance process is integral to business success. For an important reason: a broad based governance initiative harmonizes the interest of all shareholders.

At Nakshatra , a commitment to a mature governance process is leading to stronger business prospects, a growth of business partners (customers and suppliers), enhanced employee and investor wealth as well as an increased societal development at large.

Board of Directors

Composition of the Board

The Board of Directors of Nakshatra Infra Ltd consists of Seven Directors. Of these, one is Managing Director, One is Executive Directors and five are Non-Executive. The composition of the Board during the financial year under review is presented in detail in the table 1.

Number of Board Meetings

During the financial year under review, the Board of Directors met 5 times on 30.04.2012, 30.07.2012, 02.09.2012, 31.10.2012 and 31.01.2013. As stipulated in Clause 49, the maximum time gap between any two meetings was not more than four months.

Director's Attendance Record and Directorships

Details are given in Table 1.

Table: 1 Details of the Board of directors:

Name of the Director	Executive/ Non-Executive Director	No. of meetings Held during His Tenure	No. of Meetings Attended	Whether Attended Last AGM	No. of Outside Directorships
C. Ashok Babu	Executive	5	5	Yes	2
C. Jhansi Lakshmi	Executive	5	5	Yes	2
C. Vikranth	Non Executive	5	5	Yes	2
M. Indrasena Chowdary	Non Executive	5	5	Yes	1
G. Sreenivasulu	Non Executive	5	3	Yes	1
Pawan Kumar Sanwamal	Non Executive	5	3	Yes	8
R. Narsimha Reddy	Non Executive	5	3	Yes	2

Information Supplied to the Board

Ancient believes in providing the directors all relevant and required information to enable them make well informed decisions. The following information is regularly placed before the Board:

- Annual Budget
- Quarterly and Half Yearly results of the Company.
- Minutes of Audit committee and other Committee meetings.
- Information on recruitment and remuneration of any Sr. Manager just below the board.
- Any material defaults in financial obligations to and by the company in any aspect.
- Disclosures by management on material transactions if any including potential conflict of interest.
- Strategic and operational plans for running the business.

The Board of Directors is presented with detailed notes with required annexure on the above heads. These are presented as a part of the agenda papers of the meeting or directly tabled at the Board meetings.

Remuneration of Directors

Remuneration paid or payable to Directors for 2012-2013 (Rs.) – 12,60,000/-

No sitting fee is paid to the Directors for attending the Board or Committee meetings. No commission or technical fee is paid to any director.

Audit Committee

The Audit Committee of Nakshatra Infr Ltd is comprised of three members under the Chairmanship of an Independent and Non Executive Director. The terms of reference of the Audit Committee covers the areas mentioned in Clause 49 of the Listing Agreement of the Stock Exchange and Section 292A of the Companies Act, 1956.

The Audit Committee reviews

- The companies' financial reporting process.
- Disclosure norms.
- Internal control systems.
- Accounting Policies.
- Reports of the companies' internal auditors.
- Quarterly, half yearly and yearly financial statements.
- Financial and risk policies.

The Audit committee met four times during the period. The composition and attendance of the members of the committee are given in table 2.

Table: 2 Meetings and Attendance for Audit Committee Meetings

Name of the Member	No. of Meetings held during the tenure	No. of meetings attended
C Vikranth	4	4
M. Indrasena chowdary	4	4
G. Sreenivasulu	4	4

Mr. C.Vikranth , an independent director, chairs the Committee and its members are Mr. C. Prabhakar Rao and Smt. C. Jhansi Lakshmi, non-executive directors.

Shareholders/investors Grievance Committee

Terms of reference

The functions of shareholders grievance committee include redressal of shareholders and investor compliance regarding matter such as transfer of shares.

The Committee consists of

Mr. C. Vikranth	-	Chairman
Mr. C. Ashok Babu	-	Member
Ms. M. Indrasena Chowdary	-	Member

The Committee met on 30.07.2012, 03.09.2012 and 31.01.2013 and all the members attended the meetings.

Mr. C. Vikranth a non executive director chairs the committee. Mr. C. Ashok Babu is the compliance officer of the company.

The Company had no transfers pending at the end of the financial year.

Other Committee Meetings

Two meetings each of the Remuneration Committee and Administrative Committee have been held during the financial year under review and the proceedings of the respective committees are taken note by the Board of Directors.

General Body Meetings

The details of the date, time and venue of the last three Annual General Meetings are as follows:

Year	Location	Date and Time
2009-2010	The Hyderabad Gymkhana, Near L.V. Prasad Eye Institute, Road No. 2, Banjara Hills, Hyderabad – 500 034.	30.09.2010 10.00 A.M.
2010-2011	The Hyderabad Gymkhana, Near L.V. Prasad Eye Institute, Road No. 2, Banjara Hills, Hyderabad – 500 034.	30.09.2011 10.30 A.M.
2011-2012	The Hyderabad Gymkhana, Near L.V. Prasad Eye Institute, Road No. 2, Banjara Hills, Hyderabad – 500 034.	29.09.2012 10.30 A.M.

No Postal Ballots were used for voting at above meetings and also for the year ended 31st March, 2013.

Disclosures

- During the Financial Year 2012-2013, the Company had no materially significant related party transactions, which may have potential conflict with the interest of the Company at large.
- There has neither been any noncompliance nor penalties, strictures imposed on the Company by the Stock Exchanges, SEBI, or any other statutory authority, on any matter relating to the capital markets, during the last three years.
- Related party transactions have been disclosed in Note 4 to the Accounts.

Nakshatra Infra posts all the vital information relating to the company and its performance as well as presentation to analysis on the website for the benefit of the shareholders and public at large. The company's website is www.ancent.com.

General Shareholders Information:

1. Date, time and venue of Annual General Meeting : 30.09.2013 at 10.30 A.M. at The JHIC, Near Jubile Hills checkpost,, Hyderabad-500033.
2. Date of Book Closure : 27th Sept. to 30th Sept.2013
(both days are inclusive)
3. Listing on Stock Exchanges : Bombay Stock Exchange Ltd
4. Stock Codes : BSE-530375,
5. Listing Fees : Paid upto F.Y. 2012-2013.
6. Stock Data : BSE High :7.53
Low :3.13
Average:5.26

Shareholding Pattern:

Tables 3 & 4 present the distribution of shareholdings of Nakshatra Infrastructure Ltd by ownership/size class.

Table-3 Shareholding Pattern by Ownership as on 31st March, 2013

S.No.	Category of Shareholding	No. of Shares	Percentage
1.	Promoters, Directors, Relatives And Associates (Indian)	2368964	43.07
2.	Foreign Promoters	--	--
3.	Banks/SFCs/SIDCs (APIDC)	--	--
4.	Foreign Institutional Investors	--	--
5.	Private Corporate Bodies	1116475	20.30
6.	Indian Public	2014561	36.63
7.	NRIs/OCBs	--	--
	Total	5500000	100.00

Table-4 Shareholding Pattern by size class as on 31st March, 2013

Shares Held	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
Upto 5000	1159	72.66	351387	6.38
5001-10000	243	15.23	215334	3.91
10001-20000	59	3.69	89130	1.62
20001-30000	16	1.00	40534	0.73
30001-40000	10	0.62	36266	0.65
40001-50000	34	2.13	167791	3.05
50001-100000	17	1.06	126267	2.29
100000 & above	57	3.57	4473291	81.33
Total	1595	100.00	5500000	100.0

Dematerialisation of Shares

As on 31st March, 2013, 23,83,845 shares, representing 43.34% percent, were held in dematerialized form. The balance 31,16,155 shares representing 56.66% percent were in physical form. ISIN for Nakshatra Infra Ltd is INE 226B01011.

Share Transfer System

The Company's shares are traded in the Stock Exchange compulsorily in demat mode. Shares in physical modes that are lodged with the Company and Venture Capital & Corporate Investments Ltd., (Registrar and Transfer Agent) are registered within a period of 12 days if the documents are clear in all respects. The shares duly transferred are dispatched to the concerned shareholders within a week from the date of approval of transfers by the Share Transfer Committee, which meets as often as required.

FINANCIAL CALENDAR (TENTATIVE AND SUBJECT TO CHANGE)

Financial reporting for the 1 st quarter ending	30.06.2012	by 31.07.2012
Financial reporting for the 2 nd quarter ending	30.09.2012	by 31.10.2012
Financial reporting for the 3 rd quarter ending	31.12.2012	by 31.01.2013
Financial reporting for the year ending	31.03.2013	by 30.04.2013
Annual General Meeting for the year ending	31.03.2013	by 30.09.2013

Registrar and Share Transfer Agents:

Shareholders can contact the company's registrar and share transfer agent M/s. Venture Capital & Corporate Investments Limited., # 12-10-167, Bharat Nagar, Moosapet, Hyderabad-500018.

Tel No. 23818475, 23818475 Fax No. 23868024.

Address for Investors Correspondence

Shareholders correspondence should be addressed to the Company's Registrar and Share Transfer Agents at the address mentioned above.

Queries relating to the financial statements and complaints may be sent to C. Ashok Babu, Managing Director, M/s. Nakshatra Infrastructure Ltd , H No. 8-2-268/1/16B, Sriniketan Colony, Road No.3, BanjaraHills, Hyderabad-500034, Tel. No.91-40-40205048, E-Mail, nakshatrainfrastructure@gmail.com website: www.nakshatrainfra.com.

Operational Performance

In 2012-2013, Nakshatra Infrastructure Ltd recorded a turnover of Rs. 215.05 Lacs as against Rs. 158.46 Lacs in the previous year. The Net Profit for the year was Rs. 3.26 Lacs as against a Profit of Rs. 2.56 Lacs in the previous year.

Human Resources and Industrial Relations

Your company believes that the quality of its employees is the key to its success. In the long run and is committed to provide necessary human resource development and training opportunities to equip them with skills, which enables them to adopt to contemporary technological advancements.

Cautionary Statements

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results would differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include economic conditions effecting demand, supply and price conditions in the domestic or overseas markets in which the company operates, changes in the Govt. Regulations Tax Laws, other Statutes and other incidental factors.



AUDITORS' REPORT

To the Members of
NAKSHATRA INFRASTRUCTURE LIMITED
(Formerly known as Ancent Software International Limited)
HYDERABAD.

Report on the Financial Statements

We have audited the accompanying financial statements of **Nakshatra Infrastructure Limited**, which comprises the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss for the year ended, and summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act 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 Balance Sheet, of the state affairs of the Company as at March 31, 2013
- (b) In the case of the Statement of Profit and Loss, of the profit 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

Report on Other Legal and Regulatory Requirements:

- 1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by section 227(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c. The Balance Sheet, Statement of Profit and Loss dealt with by this report are in agreement with the books of account
 - d. In our opinion, the Balance Sheet, Statement of Profit and Loss, 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 March 31, 2013, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Ramasamy Koteswara Rao & Co;
Chartered Accountants
FRN:010396S

Place: Hyderabad
Date: 30-05-2013

(C V Koteswara Rao)
Partner
Membership No. 028353



Annexure to the Auditors report referred to in Paragraph 3 of our Report of even date on the accounts of **NAKSHATRA INFRASTRUCTURE LIMITED (Formerly known as Ancent Software International Limited)** for the year ended 31st March, 2013.

- 1) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) Fixed Assets have been physically verified by the management during the period and, in our opinion, the verification 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) No Substantial part of fixed assets has not been disposed during the year
- 2) As to information and explanation provided to us the company has no inventory as at the year end. Accordingly the clause is not applicable to the Company.
- 3) (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 covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, paragraphs 3) (b), (c) and (d) of the Order, are not applicable.

(e) According to the information and explanations given to us, the Company has taken unsecured loans, from companies, covered in the register maintained under Section 301 of the Companies Act, 1956. The amount outstanding as at the year end is Rs 2,62,94,885.
(f) In our opinion, the terms and conditions on which the loan has been taken from the company 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) Loans taken from a company listed in the register maintained under Section 301 of the Companies Act, 1956 is payable on due date
- 4) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, with regard to purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal controls system.
- 5) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 have been entered in the register maintained under that section.



- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements referred in Section 301 of the Companies Act, 1956 have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- 6) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits with in the meaning of sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits Rules, 1975 with regard to the deposits accepted from the public.
- 7) In our opinion and according to the information and explanations given to us, the company has an internal audit system commensurate with its size and nature of business
- 8) The Central Government has not prescribed maintenance of cost records under Section 209 (i) (d) of the Companies Act, 1956 in respect of the Company's nature of business.
- 9) According to the records of the company, the company is regular in depositing undisputed statutory dues including provident fund, Income tax, sales tax, investor education and protection fund, wealth tax, cess and any other material statutory dues applicable to it with the appropriate authorities.

Except for the Following cases , Where There have been delay in for more than 180 Days

Sl No.	Particulars	Amount
1	VAT	3,58,830
2	Service Tax	1,61,122
3	Professional Tax	1,48,745
4	Sales Tax	15,200
5	Income Tax	54,426

- 10) The company has accumulated losses which are not less than 50% of its net worth at the end of the financial year and it has not incurred cash losses during the current financial year covered by our audit and the immediately preceding financial year.
- 11) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to financial Institutions or Banks.
- 12) According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.



- 13) The company is not a chit fund or nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4 (xiii) of the said Order are not applicable to the company.
- 14) According to the information given to us, the company is not a dealer or trader in securities, accordingly the provisions of clause 4 (xiv) of the order is not applicable.
- 15) According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions
- 16) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained .
- 17) According to the information and explanation given to us, and on an overall examination of the Balance Sheet, the company has not raised any short-term funds. Hence the question of reporting on its application does not arise.
- 18) 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.
- 19) The Company has not issued any debentures. Accordingly, the question of creating security or charge for such debentures does not arise.
- 20) According to the information and explanations given to us, the company has not raised any money through the public issue during the year.
- 21) Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For Ramasamy Koteswara Rao & Co;
Chartered Accountants
FRN:010396S

(C V Koteswara Rao)

Partner
Membership No. 028353



Place: Hyderabad
Date: 30-05-2013

NAKSHATRA INFRASTRUCTURE LIMITED
Balance Sheet as at 31st March 2013

Particulars		Note No.	2012-13	2011-12
1		2	3	4
I. EQUITY AND LIABILITIES				
1 Shareholders' funds				
(a) Share capital	1		55,000,000	55,000,000
(b) Reserves and surplus	2		(1,319,020)	(1,645,029)
2 Non-current liabilities				
(a) Deferred tax liabilities (Net)	3		1,373,595	1,399,113
3 Secured Loan			481,784	
4 Current liabilities				
(a) Short-term borrowings	5		26,294,885	22,469,885
(b) Trade payables	6		16,101,544	3,051,544
(c) Other current liabilities	7		4,337,795	1,095,509
(d) Short-term provisions	8		201,587	48,893
TOTAL			102,472,171	81,419,915
II. ASSETS				
Non-current assets				
1 (a) Fixed assets				
(i) Tangible assets	18		5,609,153	5,040,370
2 Current assets				
(a) Current investments	9		2,100,000	2,100,000
(b) Trade receivables	10		42,914,112	22,668,822
(c) Cash and cash equivalents*	11		370,207	145,809
(d) Short-term loans and advances	12		51,478,699	51,464,914
TOTAL			102,472,171	81,419,915
Significant account policies		A		

As per our report of even date

For and on behalf of the Board

For RAMASAMY KOTESWARA RAO & CO.

Chartered Accountants

ICAI FRN: 010396S

(C. V. KOTESWARA RAO)

Partner

Membership No. 028353

PLACE: HYDERABAD

DATE: 30/05/2013

 (C. ASHOK BABU)
Managing Director

 (C. JHANSI LAKSHMI)
Director

NAKSHATRA INFRASTRUCTURE LIMITED
Profit and loss statement for the year ended 31st March 2013
(Rs/-)

Particulars	Refer Note No.	2012-13	2011-12
I. Revenue from operations :	13		
a)Gross receipts from operations		21,045,290	14,872,360
II. Other income	14	460,230	973,827
III. Total Revenue (I + II)		21,505,520	15,846,187
IV. Expenses:			
Purchases materials	15	14,742,500	11,152,693
Employee benefits expense	16	1,806,870	1,501,230
Finance costs	17	828,313	816,806
Depreciation and amortization expense	18	241,217	285,235
Other expenses	19	3,515,392	1,833,631
Total expenses		21,134,291	15,589,595
V. Profit before tax (III- IV)		371,229	256,592
VI. Tax expense:			
(1) Current tax		70,738	48,893
(2) Deferred tax		(25,518)	210,449
VII Profit (Loss) for the period (XI + XIV)		326,009	(2,750)
VIII Earnings per equity share:			
(1) Basic		0.0593	(0.00)
(2) Diluted			

Significant account policies
A

Schedule referred to above form an integral part of the Profit and Loss account

As per our report of even dated attached

For and on behalf of the Board

For RAMASAMY KOTESWARA RAO & CO.

Chartered Accountants

ICAI FRN 010396S



(C. V. KOTESWARA RAO)

Partner

Membership No. 028353

PLACE: HYDERABAD

DATE: 30/05/2013

(C.ASHOK BABU)

Managing Director

(C.JHANSI LAKSHMI)

Director

NAKSHATRA INFRASTRUCTURE LIMITED
Note to Balance sheet as on 31st March 2013

Note 1

Share capital

Share Capital	2012-13		2011-12	
	Number	Amount	Number	Amount
Authorised Equity Shares of 'Rs. 10/- each	5,500,000	55,000,000	5,500,000	55,000,000
Subscribed & Paid up Equity Shares of 'Rs. 10/- each	5500000	55000000	5500000	55000000
Total	5,500,000	55,000,000	5,500,000	55,000,000

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	2012-13		2011-12	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	5500000	55000000	5500000	55000000
Shares Issued during the year				
Shares bought back during the year				
Shares outstanding at the end of the year	5,500,000	55,000,000	5,500,000	55,000,000

Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	2012-13		2011-12	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
KINJAL FINANCE LTD	640900	11.65	640900	11.65
HARISH P SHAH	444600	8.08	444600	8.08
C ASHOK BABU	376455	6.84	376455	6.84
C JHANSI LAKSHMI	275030	5.01	275030	5.01



Jhanu Lakshmi

Note 2

Reserves and surplus

	2012-13	2011-12
Surplus		
Opening balance	(14,026,029)	(14,023,279)
(+) Net Profit/(Net Loss) For the current year	326,009	(2,750)
Closing Balance	(13,700,020)	(14,026,029)
Add: Share Premium	12,381,000	12,381,000
Total	(1,319,020)	(1,645,029)

Note 3

Deferred Tax Liability

	2012-13	2011-12
Opening balance	1,399,113	1,188,664
(-) Provision for Deferred Tax Liability	(25,518)	210,449
Closing Balance	1,373,595	1,399,113
Total	1,373,595	1,399,113

Note 4

Secured Loan

	2012-13	2011-12
HDFC Bank Vehicle Loan	481,784.00	
Closing Balance	481,784	-
Total	481,784	-

Note 5

Short Term Borrowings

	2012-13	2011-12
Un Secured Loans		
(a) Loans from Directors	19,725,000.00	16,000,000.00
(b) Loan from Dalal Street Investments Ltd	6,569,885	6,469,885
	26,294,885	22,469,885

AB *Tham. Lakshe*

Note 6**Trade payables**

	2012-13	2011-12
Trade Payables	16,101,544	3,051,544.00
	16,101,544	3,051,544

Note 7**Other Current liabilities**

	2012-13	2011-12
Outstanding Expenses	3,348,503	146,217
Statutory liabilities	829,292	829,292
Audit fee payable	160,000	120,000
Total	4,337,795	1,095,509

Note 8**Short Term Provisions**

	2012-13	2011-12
Provision for Tax	119,630.60	48,893.00
TDS Payable	81,957	
Total	201,587.30	48,893.00

Note 9**Investments**

	2012-13	2011-12
Investment in Hy growth Finance Ltd (210000 Equity shares of Rs10/- each)	2,100,000	2,100,000
Total	2,100,000	2,100,000

Note 10**Trade Receivables**

	2012-13	2011-12
Trade Receivables for a period more than six months	22,668,822	13,654,213
Total	20,245,290	9,014,609
	42,914,112	22,668,822

Note 11**Cash and cash equivalents**

	2012-13	2011-12
Balances with banks	237,757	3,872
Cash on hand	132,450	141,937
Total	370,207	145,809

Note 12**Short-term loans and advances**

	2012-13	
b. Others (specify nature)		
Loans & Advances	19,281,631	19,267,846
Mat Credit Entitlement	202,542	202,542
Deposits	29,526	29,526
Share Deposit with Companies	31,965,000	31,965,000
	51,478,699	51,464,914



Jitendra Lakshu.

Note 18

NAKSHATRA INFRASTRUCTURE LIMITED

Notes forming part of the balance sheet

Fixed Assets	Gross Block				Accumulated Depreciation			Net Block		Rate
	Balance as at 1 April 2012	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 1 April 2012	Depreciation charge for the year 2012-13	Adjustment due to revaluation	On disposals	Balance as at 31st March, 2013	
Tangible Assets										
Air Conditioners	252,605	-	-	-	185,764	11,999	-	-	54,842	66,841
Furniture	1,038,865	-	-	-	875,028	65,760	-	-	98,077	163,837
Office equipment	302,305	-	-	-	233,608	14,359	-	-	54,338	68,697
Computers	2,620,149	-	-	-	2,620,149	-	-	-	-	-
Software	6,000,000	-	-	-	5,110,226	60,000	-	-	839,774	889,774
Cars	2,724,582	770,000	-	-	3,548,409	9,620	-	823,827	760,380	16,216
Scooters	33,370	40,000	-	-	35,370	854	-	-	39,146	16,216
Television	10,700	-	-	-	10,700	-	-	-	-	16,216
Technical Knowhow	7,862,500	-	-	-	4,011,279	78,625	-	-	3,772,596	9,500
										4,75%
										4,75%
Total	20,847,076	810,000	-	-	16,600,533	241,217	-	823,827	16,047,023	5,040,370

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**NAKSHATRA INFRASTRUCTURE LIMITED
HYDERABAD**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

PARTICULARS	31.03.2013		31.03.2012	
	AMOUNT	AMOUNT	AMOUNT	AMOUNT
CASH FLOW FROM OPERATING ACTIVITIES				
Net profit / (Loss) After tax & adjustments		326,009		(2,750)
Adjustments for:				
Depreciation	241,217		285,235	
Interest	828,313		816,806	
Deferred Tax Liability	(25,518)		210,449	
Provision for tax			48,893	
		1,044,011		1,361,383
Operating Profit before Working Capital Change		1,370,020		1,358,633
Adjustments for:				
Sundry Debtors	(20,245,290)		(9,551,499)	
Loans & Advances	(13,785)		(12,103,919)	
Current Liabilities	20,269,981	10,906	3,130,960	(18,524,458)
Total Cash generated from Operations		1,380,926		(17,165,825)
Income Tax Paid				
Net Cash generated from Operations after tax		1,380,926		(17,165,825)
CASH FLOW FROM INVESTING ACTIVITIES				
sale/(Purchase) of Fixed Assets		(810,000)		1,076,773
Product Development				
		(810,000)		1,076,773
Net Cash used for Investing activities		(810,000)		1,076,773
CASH FLOW FROM FINANCING ACTIVITIES				
Secured Loans	481,784			
Unsecured Loans			16,812,219	
Interest	(828,313)	(346,529)	(816,806)	159,95413
Net Cash used for Financing Activities		(346,529)		159,95413
Net increase in Cash & Cash Equivalents		224,397		(93,639)
Cash & Cash equivalents at the beginning of the year		145,809		239,448
Cash & Cash equivalents at the end of the year		370,206		145,809

Schedules referred above as from an integral part of the Financial statements

As per our report of even date attached

For RAMASAMY KOTESWARA RAO & CO.

Chartered Accountants

ICAI FRN : 010596S

Chartered

Accountants

FR No.

040386G

(C. V. KOTESWARA RAO)

Partner

Membership No. 28353

PLACE: HYDERABAD

DATE: 30/05/2013

For and on behalf of the board

Managing Director

Tham. Lakshmi

Director

NAKSHATRA INFRASTRUCTURE LIMITED

REGD.OFF: Plot No.66,Road No.2,BanjaraHills,Hyderabad-500034.(A.P) INDIA
www.nakshatrainfra.com

ATTENDANCE SLIP

- 1.Please fill the Attendance Slip and hand it over at the entrance of the Meeting Hall.
- 2.Only Shareholders of the Company or their proxies will be allowed to attend the meeting.

I hereby record my presence at the 24th Annual General Meeting of the company to be held on Monday the 30th September, 2013 at 10.30 A.M at The JubileeHills International Centre JubileeHills , Hyderabad-500 033.

Shareholders/Proxy's Signature

Shareholders/Proxy's full name
(In block letters)

Folio No./DP ID & Client ID

No. of shares held

Note: Share holders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

NAKSHATRA INFRASTRUCTURE LIMITED

REGD.OFF: Plot No.66,Road No.2,BanjaraHills,Hyderabad-500034.(A.P) INDIA
www.nakshatrainfra.com

PROXY FORM

I/We _____ of _____ being a Member(s) of above named company, hereby appoint _____ of _____ or failing him/her _____ of _____ as my/our proxy to attend and vote for me/us, on my/our behalf at the 24th Annual General Meeting of the Company to be held on Monday the 30th September, 2013 at 10.30 A.M at The JubileeHills International Centre, JubileeHills , Hyderabad-500 033., and at any adjourned meeting thereof.

As Witnessed Signed this _____ day of _____ 2013.

Signed by the said _____
y
Folio No./DP ID & Client ID _____

No. of shares held _____

Affix
Revenue
Stamp.

Note: The proxy in order to be effective should be duly stamped, completed, signed and must be deposited at the Registered Office of the Company not less than Forty eight hours before the time for holding the aforesaid meeting. The proxy need not be a member of the company.