



# **JYOTHI INFRAVENTURES LIMITED**

**19<sup>th</sup> ANNUAL REPORT  
2013-14**

## **BOARD OF DIRECTORS**

MRS.T.SAILAJA	-	MANAGING DIRECTOR
MR.CH.KRISHNAIAH	-	DIRECTOR
MR. CH. SUJAN	-	DIRECTOR
MR. SAMBASIVA PRASAD EADARA	-	DIRECTOR
MR. R. MEGHANATH GOUD	-	DIRECTOR

## **AUDITORS**

M/S. M.M. REDDY & CO.,  
CHARTERED ACCOUNTANTS, HYDERABAD

## **REGD. OFFICE**

2ND FLOOR, VARSUN BUILDING, PLOT NO.13,  
GUTTALA BEGUMPET, KAVURI HILLS, MADHAPUR,  
HYDERABAD-500081.  
PHONE: 90008 00101  
E-mail: [info@jyothiinfraventures.com](mailto:info@jyothiinfraventures.com)

## **LISTED AT**

BOMBAY STOCK EXCHANGE LTD.,

## **REGISTRAR & SHARE TRANSFER AGENTS**

XL SOFTECH SYSTEMS LTD  
3, SAGAR SOCIETY, ROAD NO. 2,  
BANJARA HILLS, HYDERABAD-500034.  
PHONE NO.23545913, FAX:23553214

## NOTICE TO MEMBERS

NOTICE is hereby given that the Nineteenth Annual General Meeting of M/s. Jyothi Infraventures Limited will be held on Saturday the 26th July, 2014 at 11.00 A.M. at Registered Office of the Company at Plot No. 13, 2nd floor, Varsun Building, Kavuri Hills, Madhapur, Hyderabad – 500081, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Profit & Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in the place of Mrs.T.Sailaja (DIN: 00127831) who retires by rotation and being eligible, offers herself for reappointment and if thought fit, to pass with or without modification, the following resolution as an ordinary Resolution:  
“Resolved that subject to the applicable provisions of the Companies Act, Including the applicable rules thereunder, Mrs.T.Sailaja, be and is hereby reappointed as Director of the Company, whose period of office shall be liable for retirement by roatation.”
3. To appoint a Director in the place of Mr. Sambasiva Prasad Eadara (DIN: 05299313) who retires by rotation and being eligible, offers himself for reappointment and if thought fit, to pass with or without modification, the following resolution as an ordinary Resolution:  
“Resolved that Mr. Sambasiva Prasad Eadara, be and is hereby reappointed as Independent Director of the Company to the provisions of Sections 149(4), 149(6) and 152 of Companies Act,2013. whose period of office shall be liable for retirement by roatation.”
4. To appoint M/s. M. M. Reddy & Co., Chartered Accountants as Auditors of the Company and to hold office from the conclusion of this Annual General Meeting until conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration and if thought fit, to pass with or without modification, the following resolution as an ordinary Resolution:  
“Resolved that M/s. M. M. Reddy & Co., Chartered Accountants (Registration NO.010371S) be and is hereby reappointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

For and on behalf of the Board of  
Jyothi Infraventures Limited

Sd/-

T. Sailaja  
Managing Director

Place: Hyderabad  
Date: 28-06-2014

### NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote on a poll instead of himself / herself and the Proxy need not be a member of the Company.
2. Proxies, in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting.
3. The details under Clause 49 of the Listing Agreement with the stock Exchange in respect of Directors seeking appointment/ reappointment at the Annual General Meeting, is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will be closed from 22nd July, 2014 to 26th July, 2014 (Both days inclusive).
5. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.

6. Members, who hold shares in de-materialized form, are requested to bring their Client ID and DP IDs for easier identification of attendance at the meeting.
7. Members are requested to kindly bring their copies of the Annual Report to the meeting. As a measure of economy, copies of Annual Report will not be distributed at the AGM.
8. As part of Green Initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), Government of India vide its Circular has allowed paperless compliances by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of Section 53 of the Companies Act, 1956. Keeping in view shareholders are requested to update their E-Mail ID with their DP.

## ANNEXURE TO THE NOTICE

### Details of Directors seeking re-appointment at the forthcoming AGM

(In Pursuance of Clause 49 of the Listing Agreement)

NAME	T. SAILAJA	SAMBASIVA PRASAD EADARA
Date of Birth	05-07-1966	04-02-1962
Date of Appointment	26-03-2011	21-05-2012
Qualifications	M.Com.,	M.B.A.
Nature of Experience in specific functional areas	Administration & Finance in Dairy and Hospitality fields	Experience in Marketing and Logistics Management
No. of Shares held in the Company as on 31-03-2014	3843600	NIL
Members of the Committee of Board of Directors of the Company	Audit Committee, Shareholders Grievance Committee & Remuneration Committee	Audit Committee, Remuneration Committee
Directorships held in other Companies Excluding Private Limited and Foreign Companies	NIL	NIL
Chairman/Member in Mandatory Committee of the Companies	NIL	NIL

In the opinion of the Board, Mr. Sambasiva Prasad Eadara, proposed to be appointed as an independent Director fulfils the conditions specified in the section 149(6) and other applicable provisions of the Companies Act, 2013 and the rules made there under and that the proposed Director is independent of the management.

### VOTING THROUGH ELECTRONIC MEANS:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide members with the facility to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General meeting ( AGM) and the business may be transacted through e-voting services provided by National Securities Depository Limited ( NSDL). Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their votes exercising both the options ie. Physically and e-voting, then votes cast through e-voting shall be only taken into consideration and treated as Valid whereas votes cast physically at the meeting shall be treated invalid. The cut off date to ascertain the Members for the purpose is 30th June, 2014.

**JYOTHI INFRAVENTURES LIMITED**

Regd Office: Plot No.13, 2nd Floor, Varsun Building, Guttalabegumpet,  
Kavuri Hills, Madhapur, Hyderabad-500081

Name of the sole / first named member :

Address of sole / first named member :

Registered folio no. :

DP ID no. / Client ID no. :

Number of shares held :

**Dear member,**

*Subject : Process and manner for availing E-voting facility*

Pursuant to provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Company is pleased to offer e-voting facility to the members to cast their votes electronically as an alternative to participation at the 19th Annual General Meeting to be held on Saturday, 26th July, 2014, at 11:00 A.m. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide e-voting facilities. The e-voting facility is available at the link <https://www.evoting.nsdl.com>

The electronic voting particulars are set out below:

EVEN (E-voting event number)	User ID	Password / PIN

The e-voting facility will be available during the following voting period

Commencement of e-voting	End of e-voting

Please read the instructions printed overleaf before exercising the vote.

These details and instructions form integral part of the Notice for the 19th Annual General Meeting to be held on 26th July, 2014 at 11.A.M at Registered office of the Company.

## INSTRUCTIONS FOR E-VOTING

Members are requested to follow the instructions below to cast their vote through e-voting:

1. User ID and Password for e-voting is provided in the table given on the face of this annexure to EGM Notice. Please note that the Password is an Initial Password.
2. Launch the internet browser by typing the following <https://www.evoting.nsd.com>.
3. Click on "Shareholder-Login":
4. Put user ID and Password noted in step (a) above as the initial password. Click login. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for Login.
5. If you are logging in for the first time, Password Change Menu appears. Change the Password of your choice with minimum 8 digits / characters or a combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting Platform. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
6. Home page of "e-voting" opens. Click on "e-voting" : Active Voting Cycles.
7. Select "EVEN (E-Voting Event Number)" of **Jyothi Infraventures Limited**. For and EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
8. Now you are ready for "e-voting" as "Cast Vote" Page opens.
9. Cast your vote by selecting appropriate option and click "Submit" and also "Confirm" when prompted. Kindly note that vote once cast cannot be modified.
10. Institutional members (i.e. members other than individuals, HUF, NRIs, etc.) are also required to send scanned copy (PDF/JPG format) of the relevant board resolution / authority letter, etc. together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email at : [ajaypcs@gmail.com](mailto:ajaypcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). You can also forward the documents at the Company's email ID: [rambabu@jyothiinfraventures.com](mailto:rambabu@jyothiinfraventures.com)
11. Once the vote on a resolution is cast by the shareholder s/he shall not be allowed to change it subsequently.
12. In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the "downloads" section of <https://www.evoting.nsd.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### Registered Office of the Company:

Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet,  
Kavuri Hills, Madhapur,  
HYDERABAD-500 081  
Corporate Identity Number: U45203TG1995PLC019867  
Phone: 91 40 23543377,9109000800101 Fax: 91 40 66222572  
E-mail: [rambabu@jyothiinfraventures.com](mailto:rambabu@jyothiinfraventures.com)  
Website: [www.jyothiinfraventures.com](http://www.jyothiinfraventures.com)

### Share Transfer Agents:

XL Softech Systems Ltd  
3, Sagar Society, Road No. 2,  
Banjara Hills, Hyderabad-500034.  
Phone No.: 23545913, Fax:23553214  
e-mail: [xlfield@gmail.com](mailto:xlfield@gmail.com)

For and on behalf of the Board of  
Jyothi Infraventures Limited

Sd/-

T. Sailaja  
Managing Director

Place: Hyderabad  
Date: 28-06-2014

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Nineteenth Annual Report of the Company for the financial year ended 31st March, 2014.

### FINANCIAL RESULTS:

The performance of the Company for the financial year ended 31<sup>st</sup> March, 2014 is summarized below:

DESCRIPTION	(Rs.) 2013-14	(Rs.) 2012-13
Income	5,06,120	80,73,547
Profit/(Loss) before Tax	(16,63,351)	(83,35,107)
Less: Provisions for Tax	--	--
Less: Provision for Defferred Tax	--	1,22,95,836
Profit/(Loss) After Tax	(16,63,351)	(2,06,30,943)

### OPERATIONS:

In the last financial year your company is not having any business operations except sale of previous year inventories and the company could not take up any business activity due to paucity of funds.

### DIVIDEND:

Your directors do not recommend any dividend for the financial year.

### PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec.58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, during the financial year under review.

### LISTING:

The equity shares of your company are listed on the Bombay Stock Exchange Limited .

### DIRECTORS:

In accordance with the provisions of Section 256 of the Companies Act, 1956, and the provisions of the Articles of Association of the Company, Mrs.T.Sailaja & Mr.E.Sambasiva Prasad Directors retires by rotation at the conclusion of the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

### DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Sec.217 (2AA) of the Companies Act, 1956 the Board of Directors of your Company hereby certifies and confirms that:

- i. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgment 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;
- iii. The Directors have 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. The Directors have prepared the Annual Accounts on a going concern basis.

## A. Conservation of Energy:

The Company is making all efforts for conservation of Energy. Every effort is made so that optimum conservation of energy in all areas of operations is ensured. Efforts are also made towards minimizing wastage in all areas of operations of the Company. There are no additional investment proposals for reduction in consumption of energy. Since the Company uses electric energy for its equipment such as air conditioners, computer terminals, lighting and utilities in the work premises. All possible measures have been taken to conserve the energy, by incorporating energy efficient equipment, the information to be furnished regarding consumption of energy and consumption of energy per unit of production, is not applicable as there is no business activity during the year

## B. Research and Development

1. Research and Development (R&D) : N.A.

The operations of the Company do not require any specific R & D.

However, the Company endeavours to keep itself abreast of the latest technological and other developments occurring in the industry and adopt the same.

## C. Technology Absorption

1. Research and Development (R&D) : Nil

2. Technology absorption, Adoption and innovation : Nil  
(There is no imported technology)

## D. Foreign Exchange Earnings and Out Go

Foreign Exchange Earnings : Nil

Foreign Exchange Outgo : Nil

## PARTICULARS OF EMPLOYEES

None of the employees is in receipt of remuneration exceeding the limit and whose particulars are required to be given as prescribed under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

## SCHEME OF ARRANGEMENT

During the financial year the Company has filed an application for Scheme of Arrangement before the Hon'ble High Court of Andhra Pradesh vide application No.1014/13 dated 13-09-2013. The Hon'ble High Court of Andhra Pradesh has convened the shareholders meeting on 30-10-2013 under the chairmanship of Mr.T.P.Ravishankar, advocate and shareholders approved the scheme of arrangement. The Hon'ble High court of Andhra Pradesh has passed order on Scheme of Arrangement on 21-04-2014 and pleased to issue orders on 13-5-2014. Pursuant to approval of Scheme of Arrangement by Hon'ble High court of Andhra Pradesh, the Company has initiated steps to implement the scheme of Arrangement. The Company has fixed the record date as 4th June, 2014 for Capital reduction which is part of Scheme of arrangement. The Scheme of Arrangement is effective from 1st day of April, 2012.

As per the Scheme of Arrangement as first step, The Company has restructured the Paid up Share Capital by set off a loss of Rs.3,61,17,170/- (Rupees Three Crores Sixty one Lakhs seventeen thousand one hundred and seventy only) of the Company out of its total accumulated losses of Rs.3,78,97,476/- as on 31-03-2012. After setting off loss of Rs.3,61,17,170/- the Existing Paid up Share Capital of Company shall stand reduced from Rs.5,15,96,000/- divided into 51,59,600 equity shares of Rs.10/- each to Rs.1,54,78,830/- divided into 15,47,883 equity shares of Rs.10/- each. Consequently, every shareholder of the Company shall receive 30 equity shares of Rs.10/- each in lieu of every 100 equity shares of Rs.10/- each held in the company on record date. The Accounts were restated wherever applicable as per the scheme of arrangement with effect from 1-4-2012. There are no changes in any accounts except reduction of paid up share Capital & Profit & loss account to the extent of 3,61,17,170/- and change in earnings per share due to reduction of number of shares.



The Company has declared its Audited Financial Results for the 4th quarter & Year ended 31st March, 2014 on 9th May, 2014. Whereas the orders of Hon'ble High Court of Judicature of Andhra Pradesh has delivered on 13-05-2014 for Scheme of Arrangement and effective date being 27-5-2014. Pursuant to the orders on Scheme of Arrangement, the Company has restated the accounts with effect from 1-4-2012 as per the scheme of Arrangement. After restructuring of Paid up Capital the following changes were effected in the declared audited financial results of the company for the 4th quarter & year ended 31st March, 2014:

S. No.	Particulars	Figures as per Financial results Declared for the 4th Quarter & year ended 31-03-2014		Figures after restructuring the paid up Capital for the 4th Quarter and year ended 31-03-2014	
		4th Quarter	Year ended	4th Quarter	Year ended
1.	Earning per share	(0.08)	(0.32)	(0.26)	(1.07)
<b>Shareholders Funds:</b>					
2.	ShareCapital		515.96		154.79
3.	Reserves & Surplus		(436.71)		(75.54)

## CODE OF CONDUCT

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them.

## AUDITORS

M/s. M.M. Reddy & Co, Chartered Accountants retire at the ensuing Annual General Meeting and being eligible has expressed their willingness for re-appointment. Your directors propose the appointment of M/s. M.M. Reddy & Co, Chartered Accountants, as statutory auditor to hold office until the conclusion of the next Annual General Meeting of the company.

## CORPORATE GOVERNANCE

As a listed company, necessary measures have been taken to comply with the listing agreement of Stock Exchange. A report on Corporate Governance, along with a certificate of compliance from the Auditors, Forms part of this Report as Annexure.

## ACKNOWLEDGEMENTS

Your directors would like to express their grateful appreciation for assistance and co-operation received from banks, investors, Government, other statutory authorities and all others associated with the company. Your directors also wish to place on record their deep sense of appreciation for the excellent contribution made by the employees at all levels, which enabled the company to achieve sustained growth in the operational performance during the year under review.

### ***Declaration by Managing Director of affirmation by Directors and senior Management personnel of compliance with the code of conduct***

The shareholders

I, T. Sailaja, Director of the Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

For and on behalf of the Board of  
Jyothi Infraventures Limited

Place: Hyderabad  
Date: 28-06-2014

Sd/-  
Ch. Sujan  
Director

Sd/-  
T. Sailaja  
Managing Director

## MANAGEMENT DISCUSSION AND ANALYSIS

### 1. Industry Structure & Developments:

The real estate sector in India has come a long way by becoming one of the fastest growing markets in the world. The growth of the industry is attributed mainly to a large population base, rising income level, investment premium and rapid urbanization. The cities and towns in India are expanding and the space requirement for education, healthcare and tourism provides wide-ranging opportunities in the real estate sector. After undergoing corporatization and professionalization, today real estate is recognized as one of the key sector contributing to the country's economic development after agriculture. In view of the above developing trend in the real estate sector, the Company and management believe to strive for excellence coupled by its positive approach and learned principles

### 2. Opportunities and Threats:

#### Opportunities

A resurgence in corporate investment will improve demand for commercial office space in the medium term. Residential real estate demand is expected to grow 8-9% and residential capital value at a faster pace in 2013 and 2014, compared with the earlier periods of less than 7%. There is considerable long term business scope for players in the construction business. Your company is also geared to make of this opportunity to get some business.

#### Threats:

The construction industry in India was significantly affected by the economic slowdown and increase of cost of finance for the projects.. Apart from this the following threats are facing by the construction industry:

- ☞ Lack of political willingness and support on promoting new action plans and strategy new and existing projects.
- ☞ A tightening of the credit market.

### 3. FUTURE OUTLOOK:

The outlook of the Management is positive and trying to identify new business areas apart from construction business. The construction industry is an integral part of the economy and as an industry the growth of the construction sector having plenty of possibilities for development in the future.

### 4. RISKS & CONCERNS:

The Company is exposed to certain financial risks, principally interest rate risk, liquidity risk and credit risk, risks associated with the economy, regulations, competition, etc.. These risks are managed through risk management policies that are designed to minimize the potential adverse effects of these risks on financial performance of the Company. The Risk Management framework of the Company ensures, that the compliance with the requirements of Clause 49 of the Listing Agreement. The framework establishes risk management across all service areas and functions of the Company, and has in place, the procedures to inform the Board Members about the risk assessment and minimization process. These processes are periodically reviewed to ensure that the management of the Company controls risks through a defined framework.

## 5. INTERNAL CONTROL SYSTEMS

The Company has adequate internal control systems commensurate with the size and nature of business of the Company.

The internal control system is constantly assessed and strengthened with tighter control procedures. The Internal Control systems ensure effectively of operations, compliance with internal policies and applicable laws and regulations, protection of resources and assets, and accurate reporting of financial transactions

The Audit Committee periodically reviews the adequacy and efficacy of the said internal control systems. All the issues relating to internal control systems are resolved by the Audit Committee.

## 6. SHARE CAPITAL

During the year under review, there was no further issue of shares. The Hon'ble High court of Andhra Pradesh has passed order on Scheme of Arrangement on 21-04-2014 and pleased to issue orders on 13-5-2014. As per the Scheme of Arrangement as first step, The Company has restructured the Paid up Share Capital by set off a loss of Rs.3,61,17,170/- (Rupees Three Crores Sixty one Lakhs seventeen thousand one hundred and seventy only) of the Company out of its total accumulated losses of Rs.3,78,97,476/- as on 31-03-2012. After setting off loss of Rs.3,61,17,170/- the Existing Paid up Share Capital of Company shall stand reduced from Rs.5,15,96,000/- divided into 51,59,600 equity shares of Rs.10/- each to Rs.1,54,78,830/- divided into 15,47,883 equity shares of Rs.10/- each. Consequently, every shareholder of the Company shall receive 30 equity shares of Rs.10/- each in lieu of every 100 equity shares of Rs.10/- each held in the company.

## 7. HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company currently has adequate manpower and personnel to conduct the business without any complications or hindrances. The Company recognises the importance and contribution of the employees. Human resource is viewed to be as one of the most important factor in the growth process with a view to cross further frontiers in business performance, the Company strives to organise training modules for understanding and improving the core skills of the employees. The overall human and industrial relations have remained peaceful and composed during the year. The Company is currently working on providing much better and comfortable working environment and training regimes to the employed personnel.

## 8. CAUTIONARY STATEMENT

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 could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and international markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

## CORPORATE GOVERNANCE REPORT

### 1. Company's Philosophy on Code of Governance

The Board of Directors of the company believes in and fully supports the principles of Corporate Governance. While striving to achieve the financial targets, the company seeks to follow the business principles and ethics and in all its dealings. The company has been regularly implementing the best practices of corporate governance in order to attain total transparency, accountability and integrity.

In accordance with the requirement of Stock Exchange Regulations and the provisions of the Listing Agreement, the compliance report on the corporate governance is reproduced here under:

### 2. Board of Directors:

In terms of the Company's Corporate Governance Policy, all statutory and other significant and material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of the Shareholders.

Composition:

The Board comprises of 1 executive director and 4 non-executive independent directors. The following is the Composition of the Board;

Sl. No.	Name and category of directors	No. of directorships held in other Companies	No. of Memberships/ Chairmanships held in Committees of other Companies
1.	T. Sailaja Promoter, Executive	1 [Director in Jyothi Steel Industries (India) Private limited]	Nil
2.	Ch. Sujan Independent, Non Executive	1 [Director in Avalanches Infratech Private limited]	Nil
3.	Ch.Krishnaiah Independent, Non Executive	1 [Director in Jyothi Steel Industries (India) Private limited]	Nil
4.	R. Meghanath Goud Independent, Non Executive	Nil	Nil
6.	Sambasiva Prasad Eadara Independent, Non Executive	Nil	Nil

#### (a) Disclosures regarding Directors seeking reappointment/ appointment:

Mrs.T.Sailaja, aged about 46 years is M.Com., and has more than 15 years experience in Administration & Finance in Dairy and hospitality fields. She is also a Director of Jyothi Steel Industries (India) Ltd, and she holds 38,43,600 equity shares in the Company as on 31<sup>st</sup> March,2014.

Mr. Sambasiva Prasad Eadara, aged about 52 years is Master of Business Administration and has more than 20 years experience in marketing & Logistics management. Presently he is working as Programme Manager in a IT related company. He does not have any directorships in any company. He does not hold any shares in the Company as on 31<sup>st</sup> March, 2014.

### 3. Board Meetings

During the Financial Year 2013-2014, the Board of Directors met 5 times on the following dates: 30-05-2013, 9-08-2013, 24-09-2013, 26-10-2013 and on 12-02-2014.

The gap between the Board Meetings does not exceeded four months.

The Attendance of Directors at these Board Meetings and at the previous Annual General Meeting was under:

Name of the directors	No of meetings held during the tenure of the Director	No of meetings attended by the Director	Whether present at the previous AGM
T. Sailaja, Promoter, Executive	5	5	Yes
Ch. Sujan Independent, Non Executive	5	5	Yes
Ch. Krishnaiah Independent, Non Executive	5	4	No
R. Meghanath Goud Independent, Non Executive	5	4	No
Sambasiva Prasad Eadara Independent, Non Executive	5	4	Yes

### 4. Audit Committee

The Audit Committee was formed by the Board of Directors. The terms of reference of this committee cover the matters specified in the clause 49 of the Listing Agreement and as may be referred to the committee by the Board of Directors of the company.

Composition, name of Members and Chairman:

Name	Designation	Category
Mr. Ch. Sujan	Chairman	Independent, Non Executive
Mr. Sambasiva Prasad Eadara	Member	Independent, Non Executive
Mr. R. Meghanath Goud	Member	Independent, Non Executive
Mrs. T. Sailaja	Member	Promoter, Executive

Statutory Auditors are invitees to the meeting. The total number of meetings held is 4 on 30-05-2013, 9-08-2013, 26-10-2013 and on 12-02-2014.

**Meetings and attendance during the year**

Name	No. of meetings held during the tenure of the director	Attendance
Mr. Ch. Sujan	4	4
Mr. Sambasiva Prasad Eadara	4	3
Mr. R. Meghanath Goud	4	4
Mrs. T. Sailaja	4	4

**5. Shareholders/Investors Grievance Committee**

Shareholders/Investors Grievance Committee was formed by the Board of Directors in terms of clause 49 of the Listing Agreement.

*The Shareholders/Investors Grievance Committee was constituted with the following persons:*

Mr. Ch. Krishnaiah	-	Chairman
Mrs. T. Sailaja	-	Member
Mr. R. Meghanath Goud	-	Member
Mr. Ch. Sujan	-	Member

The committee looks into the matters relating to the shareholder's complaints, grievances, various requests in the nature of transfer, transmission, Review of dematerialised/rematerialised shares and all other related matters. Monitors expeditious redressal of Investor grievance matters received from Stock Exchanges, SEBI, ROC, etc. Monitors redressal of queries/complaints received from shareholders relating to transfers, non-receipt of Annual Report, dividend etc. and all other matters related to shares/debentures. Also overseeing the performance of the Registrar & Transfer agents to improve the quality of investor services. During the year no investor complaint was received. The Committee met four times during the year on 30-05-2013, 9-08-2013, 26-10-2013 and on 12-02-2014.

**6. Remuneration Committee**

The committee was constituted with the following Directors for determining the remuneration packages of Executive / Non-Executive Directors. The Committee met 1 time during the year on 24-09-2013.

*The Company is having a remuneration committee comprising of the following:*

Mr. Sambasiva Prasad Eadara	-	Chairman
Mrs. T. Sailaja	-	Member
Mr. Ch. Sujan	-	Member
Mr. Ch. Krishnaiah	-	Member

Details of remuneration for the year ended 31.03.2014

Name of the Directors	Executive/Non-Executive/ Independent	Salary & Perks	Sitting Fees	Commis- sion	Loans from Company
T. Sailaja	Promoter and Executive Director	Nil	Nil	Nil	Nil
Ch. Sujan	Non Executive Independent Director	Nil	Nil	Nil	Nil
Ch.Krishnaiah	Non Executive Independent Director	Nil	Nil	Nil	Nil
R. Meghanath Goud	Non Executive Independent Director	Nil	Nil	Nil	Nil
Sambasiva Prasad Eadara	Non Executive Independent Director	Nil	Nil	Nil	Nil

## 6a. Related Party Transactions:

Related party transactions during the financial year has mentioned in the Notes on Accounts under Note No. 15.

## 7. Information on General Body Meetings:

The last 3 Annual General Meetings were held as under:

Date	Time	Venue
30-10-2013	10.00 A.M.	Plot No. 13, Varsun Building, Guttalabegumpet, Kavuri Hills, Madhapur, Hyderabad-500 081
04-07-2012	11.00 A.M.	Plot No. 13, Varsun Building, Guttalabegumpet, Kavuri Hills, Madhapur, Hyderabad-500 081
30-09-2011	11.00 A.M.	Plot No. 13, Varsun Building, Guttalabegumpet, Kavuri Hills, Madhapur, Hyderabad-500 081

## 8. Disclosures

- i) There are no materially significant related party transactions i.e., transactions of the Company of material nature, with its promoters, directors or the management, their subsidiaries or their relatives etc. that may have potential conflicts with the interest of the company at large; The transactions with related parties are disclosed under Note No. 15 in the Notes on Accounts forming part of accounts.
- ii) During the Financial Year 2011-12, the SEBI has levied penalty of Rs.1,50,000/- against the Company for violation of the provisions for regulation 6(2), 6(4), 8(3) of the takeover regulations vide their Adjudication Order reference No. EDA-6/BM/VRP/23887/2011 dated 22-07-2011.
- iii) During the financial year 2011-12 the Company also paid a sum of Rs.16,54,500/- to Bombay Stock Exchange towards re-instatement Fees for permission of trading of shares in Bombay Stock Exchange.
- iv) The Company has complied with all the mandatory requires of Clause 49 of the Listing Agreement entered into with the Bombay Stock Exchange Ltd.,

## 9. Means of Communication:

As per the listing requirements quarterly, half yearly and yearly financial results of the Company are published in leading English and regional newspapers (Business Standard, Financial Express, Andhra Bhoomi and Andhra Prabha) for public information.

## 10. General Shareholder Information

### I) Annual General Meeting

Date : 26-07-2014

Time : 11 A.M.

Venue : Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills, Madhapur, Hyderabad-500081

### II) Financial Calendar

Financial Reporting for 2014-2015 (tentative)

The first quarter results                      On or before 14.08.2014

The second quarter results                      On or before 14.11.2014

The third quarter results                      On or before 14.02.2015

The Fourth quarter results                      On or before 30.05.2015



**III) Book Closure** : 22nd July, 2014 to 26th July, 2014 (both dates inclusive).

**IV) Dividend Payment** : The Board has not recommended any dividend.

**V) Listing on Stock Exchanges**

Shares of the Company are listed on the Bombay Stock Exchange Ltd.

The Listing Fees for the year 2014-15 has been paid to Bombay Stock Exchange Ltd.

**VI) Market Price Data**

**Market price data High/low during each month of the Financial Year 2013-14 in the Bombay Stock Exchange:**

Month	High (in Rs. per Share)	LOW (in Rs. per Share)	No.of Shares traded
April, 2013	18.45	12.40	205
May, 2013	11.80	9.51	103120
June, 2013	10.47	9.98	415
July, 2013	11.53	10.99	4
August, 2013	12.10	12.00	100
September, 2013	11.50	11.00	218
October, 2013	12.00	11.00	1907
November, 2013	10.84	10.30	20
December, 2013	9.79	7.23	580
January, 2014	6.87	5.90	40
February, 2014	--	--	--
March, 2014	6.15	6.15	28

**VII) Scheme of Arrangement**

During the financial year the Company has filed an application for Scheme of Arrangement before the Hon'ble High Court of Andhra Pradesh vide application No.1014/13 dated 13-09-2013. The Hon'ble High Court of Andhra Pradesh has convened the shareholders meeting on 30-10-2013 under the chairmanship of Mr.T.P.Ravishankar and shareholders approved the scheme of arrangement. The Hon'ble High court of Andhra Pradesh has passed order on Scheme of Arrangement on 21-04-2014 and pleased to issue orders on 13-5-2014. Pursuant to approval of Scheme of Arrangement by Hon'ble High court of Andhra Pradesh, the Company has initiated steps to implement the scheme of Arrangement. The Company has fixed the record date as 4th June, 2014 for Capital reduction which is part of Scheme of arrangement. The Scheme of Arrangement is effective from 1st day of April, 2012.

As per the Scheme of Arrangement as first step, The Company has restructured the Paid up Share Capital by set off a loss of Rs.3,61,17,170/- (Rupees Three Crores Sixty one Lakhs seventeen thousand one hundred and seventy only) of the Company out of its total accumulated losses of Rs.3,78,97,476/- as on 31-03-2012. After setting off loss of Rs.3,61,17,170/- the Existing Paid up Share Capital of Company shall stand reduced from Rs.5,15,96,000/- divided into 51,59,600 equity shares of Rs.10/- each to Rs.1,54,78,830/- divided into 15,47,883 equity shares of Rs.10/- each. Consequently, every shareholder of the Company shall receive 30 equity shares of Rs.10/- each in lieu of every 100 equity shares of Rs.10/- each held in the company. The Accounts were restated wherever applicable as per the scheme of arrangement with effect from 1-4-2012. There are no changes in any accounts except reduction of paid up share Capital & Profit & loss account to the extent of 3,61,17,170/- and change in earnings per share due to reduction of number of shares.

The Company has declared its Audited Financial Results for the 4th quarter & Year ended 31st March, 2014 on 9th May, 2014. Whereas the orders of Hon'ble High Court of Judicature of Andhra Pradesh has delivered on 13-05-2014 for Scheme of Arrangement and effective date being 27-5-2014. Pursuant to the orders on Scheme of Arrangement, the Company has restated the accounts with effect from 1-4-2012 as per the scheme of Arrangement. After restructuring of Paid up Capital the following changes were occurred in the declared audited financial results of the company for the 4th quarter & year ended 31st March, 2014:

S. No.	Particulars	Figures as per Financial results Declared for the 4th Quarter & year ended 31-03-2014		Figures after restructuring the paid up Capital for 4th Quarter and year ended 31-03-2014	
		4th Quarter	Year ended	4th Quarter	Year ended
1.	Earning per share	(0.08)	(0.32)	(0.26)	(1.07)
	<b>Shareholders Funds:</b>				
2.	ShareCapital		515.96		154.79
3.	Reserves & Surplus		(436.71)		(75.54)

## VIII) Distribution of Equity Shares as on 31-03-2014

Shareholdings of Nominal Value of Rs.	Share Holders		Share Amount	
	Nos	%	in Rs.	%
upto 5,000	189	48.71	541600	1.05
5,001 - 10,000	135	34.79	1206940	2.34
10,001 - 20,000	18	4.64	265860	0.52
20,001 - 30,000	6	1.55	164500	0.32
30,001 - 40,000	2	0.52	70000	0.14
40,001 - 50,000	3	0.77	135050	0.26
50,001 - 1,00,000	6	1.55	402750	0.78
1,00,000 & above	29	7.47	48809300	94.60
<b>Total</b>	<b>388</b>	<b>100.00</b>	<b>51596000</b>	<b>100.00</b>

## IX) Categorywise Shareholding as at 31st March, 2014

Particulars	Category	No. of shares held	Percentage of shareholding
A	Shareholding of Promoter and Promoter group		
1.	Promoters & Persons Acting in concert	38,43,600	74.49
	<b>Sub-Total A</b>	<b>38,43,600</b>	<b>74.49</b>
B	Public Shareholding		
1.	Institutions	—	—
2.	Non Institutions		
	a. Indian Public and others	13,16,000	25.51
	<b>Sub Total B</b>	<b>13,16,000</b>	<b>25.51</b>
	<b>Grand Total (A+B)</b>	<b>51,59,600</b>	<b>100.00</b>

X) (b) Shareholding pattern of Non-Executive Directors / Non-Executive do not hold any equity shares.

## XI) Registrars and Transfer Agents

### XL Softech Systems Ltd.

3, Sagar Society, Road No. 2,  
Banjara Hills, Hyderabad-500034.  
Phone No.: 23545913, Fax:23553214

## XII) Delegation of Share Transfer Formalities

The Board has delegated share transfer formalities to the Registrars and Transfer Agents:

### XL Softech Systems Ltd.

3, Sagar Society, Road No. 2,  
Banjara Hills, Hyderabad-500034.

All communications regarding Share Transfers, Transmissions Change in Address and any other correspondence etc., may be addressed to the Registrars & Transfer Agents. The company has constituted Share Transfer Committee. Physical transfers are effected within the statutory period of one month.

The Board has designated Mr .P.Kodanda Rambabu, chief Financial Officer of the Company as the Compliance Officer. Hence, in case of any grievances the shareholders are free to approach the Share Transfer Committee for due redressal of their grievances. The Company has created an exclusive E-mail ID for the benefit of the share holders: rambabu@jyothiinfraventures.com.

### **XIII) Dematerialization of shares**

***The Company's shares are dematerialized on National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited. The Company's ISIN is INE681K01018. As on 31<sup>st</sup> March, 2014, 46,28,500 equity shares are dematerialised which is 89.70% of the paid up capital of the Company and out of which 169655 shares are in CDSL and 44,58,845 shares are in NSDL and the balance are in physical form. After Capital Reduction, the Company's ISIN is INE 681K01026.***

### **XIV) Address for Correspondence**

The Shareholders may correspond with the Company for the redressal of their grievances, if any to the Registered office of the company as detailed below:-

Plot No. 13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills, Madhapur, Hyderabad-500081

email: rambabu@jyothiinfraventures.com

## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To

The members of  
JYOTHI INFRAVENTURES LIMITED

We have examined the compliance of conditions of corporate governance by Jyothi Infraventures Limited for the year ended on 31st march 2014 as stipulated in clause 49 of the listing agreement of the said company with concerned Stock Exchange.

The compliance of conditions of corporate governance is the responsibility of the management, our examination has been limited a review of the procedures and implementation thereof adopted by the company for ensuring the compliance the conditions of corporate governance. It is neither an audit not expression of opinion on the financial statements of the company.

In our opinion and best of our information and according to the explanation given to us and the representations made the Directors and Management, we certify that the company has complied with the conditions of corporate governance as stipulated in the aforesaid listing agreement.

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: Hyderabad

Date : 09-05-2014

For **M M REDDY & CO.,**

Chartered Accountants

Firm Registration No. 010371S

Sd/-

M. Madhusudhana Reddy

Partner

M.No. 213077

## MANAGING DIRECTOR CERTIFICATE

*Managing Director certificate as per Clause 49(V) of the Listing Agreement:*

Dear Shareholder,

I, T. Sailaja, Managing Director of M/s Jyothi Infraventures Limited certify that:

1. We have reviewed the financial statements for the year and that to the best of our 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 present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of Company's code of conduct.
3. We accept overall responsibility for establishing and monitoring the Company's internal control system for financial reporting and evaluating its effectiveness. Internal Audit function monitors the internal control system for financial reporting, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal Audit works with all levels of management and Statutory Auditors, and reports significant issues to the Audit Committee of the Board. The Auditors and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.
4. We indicate to the Auditors and to the Audit Committee:
  - (a) Significant changes in internal controls over financial reporting during the year;
  - (b) Significant changes in the accounting policies during the year;
  - (c) No instances of significant fraud of which we have become aware of and which involve the management or other employees who have significant role in the Company's internal control system over financial reporting.

However, during the year there were no such changes and instances.

For and on behalf of the Board  
M/s Jyothi Infraventures Ltd.,  
Sd/-  
T. Sailaja  
Managing Director

Place: Hyderabad  
Date: 09-05-2014

## INDEPENDENT AUDITORS OPINION ON FINANCIAL STATEMENTS

To

The Members of

**Jyothi Infraventures Limited**

Hyderabad.

### Report on the financial Statements

We have audited the accompanying financial Statements of M/s. JYOTHI INFRAVENTURES LIMITED. which comprise the Balance Sheet as at 31st March 2014, The statement of Profit & Loss Account and the cash flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

### Managements Responsibility for the Financial Statements

The Companies management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the company in accordance with the accounting standards referred to in Sub-section (3C) of section 211 of the companies Act, 1956. This responsibility includes the design, Implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

### Auditors Responsibility

We have audited the attached Balance Sheet of M/s JYOTHI INFRAVENTURES LIMITED., Hyderabad as at 31st March 2014, the Profit & Loss Account and also the Cash Flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us the said accounts read with other notes to accounts and accounting policies give the information required by the Companies Act 1956, in the manner so required and give a true and fair view subject to point numbers 2 and 5 mentioned in the notes to accounts:-

- a. In the case of Balance Sheet of the state of the affairs of the Company as at 31st March 2014;
- b. In the case of Statement of Profit & Loss of the Company for the year ended on that date; and
- c. In the Cash Flow statement of the Cash Flow for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor Report) Order 2003, issued by the Company Law Board in terms of section 227(4A) of the Companies Act 1956, we give in annexure a statement on the matters specified in the paragraph 4 & 5 of the said order.
2. Further to our comments in the annexure referred to in paragraph 1 above, we state that:
  - a) We have obtained all the information and explanations which to the best our knowledge and belief were necessary for the purpose of our audit.
  - b) In our opinion proper books of accounts as required by the law have been kept by the company so far as appears from our examination of these accounts.
  - c) The company's Balance Sheet, Profit & Loss Account and Cash Flow statement dealt with by the report are in agreement with the books of accounts.
  - d) In our opinion the Balance Sheet, Profit & Loss Account and Cash Flow statement 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 and taken on record by Board of Directors, none of the directors is disqualified under clause (g) of sub - section (1) of section 274 of the Companies Act, 1956.

Place : Hyderabad

Date : 09-05-2014

For **M M REDDY & CO.,**  
Chartered Accountants  
Firm Registration No. 010371S  
Sd/-  
M. Madhusudhana Reddy  
Partner  
M.No. 213077

## **ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

**(Referred to in Paragraph 1 under report on other legal and regulatory requirements section of our report of even date)**

1. In respect of Fixed Assets;
  - a. The company is maintaining proper records showing full particulars including Quantitative details and situation of fixed assets.
  - b. According to the information and explanations given to us, fixed assets were physically verified by the management during the year and no material discrepancies were noticed on such verification.
  - c. In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the company during the year.
2. In respect of its inventories:
  - a. The Inventory of the Company has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
  - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c. The Company has maintained proper record of inventories. As explained to us, there were no material discrepancies notices on physical verification of inventories as compared to the book records.
3. As informed the Company has neither granted nor taken any loans, secured or unsecured to and from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, clause 4(III) (b) to (d) of the Order are not applicable.
4. On the basis of checks carried out during the course of audit and as per explanations given to us, we are of the opinion that there are adequate internal control procedures commensurate with the size of the company and the nature of its business; for the purchases of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
5.
  - a) In our opinion and according to the information and explanations given to us, we are of the opinion that the transactions that need to enter into the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
  - b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of Rupees five lakhs in respect of each party during the year 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 within 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, the company has an internal audit system commensurate with the size and nature of its business.
8. To the best our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under Section 209 (i) (d) of the of the Companies Act, 1956 in respect of the Company's nature of business.
9. (a) According to the records of the company, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, Income Tax, Wealth Tax, Customs Duty, Excise duty, cess and other material statutory dues applicable at the end of the year for a period of more than six months from the date they became payable.



- (b) According to the information and explanations given to us, there are no income tax, wealth tax, sales tax, customs duty and excise duty, which have not been deposited on account of any dispute. There were no dues on account of cess under 441A of the Companies Act 1956, since the date from which the aforesaid section comes into force has not yet been notified by the Central Government.
10. The company having the accumulated losses of Rs. 1,17,78,764/- at the end of the financial year and it has incurred cash losses Rs. 15,52,300/- in the current financial year covered by our audit and incurred cash loss of Rs. 82,60,002/- in 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 did not have any outstanding dues to financial Institutions, Banks or Debenture holders.
  12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
  13. In our opinion, the Company is not a chit or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.
  14. The company is not in the business of dealing or trading in shares, securities, debenture and other instruments. Accordingly, the provisions of clause 4(xiv) of the Order are not applicable to the Company.
  15. The company has not given any guarantee for loans taken by others from banks or financial institutions.
  16. The company has not taken term loans from banks.
  17. Based on our examination of the balance sheet of the company as at 31.03.2014, since there are no loans availed by the company, the utilization of funds 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. During the year covered by our audit report, the Company does not have any outstanding debentures during the year.
  20. During the year the company has not raised money through the Public Issue.
  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.

Place: Hyderabad  
Date : 09-05-2014

For **M M REDDY & CO.,**  
Chartered Accountants  
Firm Registration No. 010371S  
Sd/-  
M. Madhusudhana Reddy  
Partner  
M.No. 213077

## BALANCE SHEET AS AT 31ST MARCH, 2014

PARTICULARS	NOTE NO.	AS ON 31-03-2014 ₹	AS ON 31-03-2013 ₹
<b>I. SOURCES OF FUNDS:</b>			
<b>1. Shareholders Funds:</b>			
a) Share Capital	1	1,54,78,830	1,54,78,830
b) Reserves & Surplus	2	(75,53,464)	(58,90,113)
<b>2. Share Application money pending allotment</b>	3	--	--
<b>3. Non-Current Liabilities</b>			
a) Long-term borrowings	4	1,79,22,081	1,74,22,081
b) Deffered tax liabilities (net)	5	--	--
c) Other long term liabilities	6	34,80,000	34,80,000
d) Long term provisions	7	--	--
<b>4. Current Liabilities</b>			
a) Short term borrowings	8	--	--
b) Trade payables	9	32,757	1,06,510
c) Other current liabilities	10	--	--
d) Short term provisions	11	25,52,569	23,58,951
<b>Total</b>		<b>3,19,12,773</b>	<b>3,29,56,259</b>
<b>II. ASSETS</b>			
<b>1. Non-current Assets</b>			
a) Fixed Assets			
i) Tangible assets	12	21,49,790	22,60,841
ii) Intangible Assets	13	--	--
iii) Capital work-in-progress		1,04,37,000	1,04,37,000
iv) Intangible assets under development		--	--
b) Non-current investments	14	1,71,46,350	1,71,46,350
c) Deffered tax assets (net)	5	--	--
d) Long term Loans and Advances	15	63,314	3,50,900
e) Other Non-current assets	16	--	--
<b>2. Current Assets</b>			
a) Current investments	17	--	--
b) Inventories	18	--	3,58,850
c) Trade Receivables	19	14,00,000	14,57,099
d) Cash and cash equivalents	20	3,26,809	2,26,790
e) Short-term loans and advances	21	3,89,510	6,89,510
f) Other current assets	22	--	28,919
<b>Total</b>		<b>3,19,12,773</b>	<b>3,29,56,259</b>
Summary of Significant Account Policies	33		

The accompanying Notes are an Integral part of the Financial Statements  
AS PER OUR REPORT OF EVEN DATE

For **M M REDDY & CO.,**

Chartered Accountants

Firm Regn. No. 010371S

Sd/-

**M. Madhusudhana Reddy**

Partner

Membership No. 213077

Place : Hyderabad

Date : 09-05-2014

For and on behalf of the Board of  
**Jyothi Infraventures Limited**

Sd/-

**T. Sailaja**

Managing Director

Sd/-

**Ch. Sujan**

Director

## PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2014

PARTICULARS	Note No.	YEAR ENDED 31-03-2014 ₹	YEAR ENDED 31-03-2013 ₹
I. Revenue from operations	23	5,04,099	80,73,547
II. Other income	24	2,021	--
<b>III. Total Revenue (I+II)</b>		<b>5,06,120</b>	<b>80,73,547</b>
<b>IV. EXPENSES</b>			
Cost of materials consumed	25	--	65,09,619
Purchase of Stock-in-Trade	26	--	--
Changes in inventories if finished goods, work-in-progress and Stock-in-Trade	27	3,58,850	(3,58,850)
Employee benefit expense	28	6,02,500	12,33,627
Other operating expenses	29	6,96,689	75,27,863
Administrative expenses	30	3,99,660	14,19,112
Financial costs	31	721	2,178
Depreciation and amortization expense	12&13	1,11,051	75,105
Other expenses	32	--	--
<b>Total expenses</b>		<b>21,69,471</b>	<b>1,64,08,654</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax (III-IV)		(16,63,351)	(83,35,107)
VI. Exceptional items		--	--
VII. Profit/(Loss) before extraordinary items and tax (V-VI)		(16,63,351)	(83,35,107)
VIII. Extraordinary items		--	--
IX. Profit/(Loss) before tax (VII-VIII)		(16,63,351)	(83,35,107)
X. Tax expense:			
1. Less: Current tax		--	--
2. Less: Deffered tax		--	1,22,95,836
XI. Profit/(Loss) from the period from continuing operations (IX-X)		(16,63,351)	(2,06,30,943)
XII. Profit/(Loss) from discontinuing operations		--	--
XIII. Tax expense of discontinuing operations		--	--
XIV. Profit/(Loss) from discontinuing operations (XII-XIII)		--	--
XV. Profit/(Loss) for the period (XI-XIV)		(16,63,351)	(2,06,30,943)
XVI. Earning per equity share:			
1. Basic		(1.07)	(13.33)
2. Diluted		(1.07)	(13.33)
Summary of Significant Account Policies	33		

The accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For **M M REDDY & CO.,**

Chartered Accountants

Firm Regn. No. 010371S

Sd/-

**M. Madhusudhana Reddy**

Partner

Membership No. 213077

Place : Hyderabad

Date :09-05-2014

For and on behalf of the Board of

**Jyothi Infraventures Limited**

Sd/-

**T. Sailaja**

Managing Director

Sd/-

**Ch. Sujan**

Director

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2014**

	Year Ended 31-03-2014 ₹	Year Ended 31-03-2013 ₹
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit ( Loss) after Tax and prior period items	(16,63,351)	(2,06,30,943)
Depreciation	1,11,051	75,105
Miscellaneous Expenses written off	--	17,36,085
<b>Operating Profit before Working Capital Changes</b>	<b>(15,52,300)</b>	<b>(1,88,19,753)</b>
<b>Adjustment For</b>		
Trade Payables & Others	1,19,865	1,73,193
Trade Receivables	57,099	15,53,932
Inventories	3,58,850	(3,58,850)
Advances from Customers	--	34,80,000
Loans & Advances	6,16,505	4,34,590
Defferred Tax asset	--	1,22,95,836
<b>Net Cash Flow from Operating Activity</b>	<b>(3,99,981)</b>	<b>(12,41,052)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase to Fixed Assets	--	(23,35,946)
Capital work in Progress	--	(1,04,37,000)
<b>Net Cash Flow from Investing Activity</b>	<b>--</b>	<b>(1,27,72,946)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase in Equity Share Capital	--	--
Proceeds from Unsecured Loans	5,00,000	1,39,63,060
<b>Net Cash Flow from Financing Activity</b>	<b>5,00,000</b>	<b>1,39,63,060</b>
<b>Net Cash Flow during the year (A+B+C)</b>	<b>1,00,019</b>	<b>(50,938)</b>
Opening Balance of Cash and Cash equivalent	2,26,790	2,77,728
Closing Balance of Cash and Cash equivalent	3,26,809	2,26,790

AS PER OUR REPORT OF EVEN DATE

For **M M REDDY & CO.,**

Chartered Accountants

Firm Regn. No. 010371S

Sd/-

**M. Madhusudhana Reddy**

Partner

Membership No. 213077

Place : Hyderabad

Date : 09-05-2014

For and on behalf of the Board of  
Jyothi Infraventures Limited

Sd/-

**T. Sailaja**

Managing Director

Sd/-

**Ch. Sujan**

Director

## NOTE NUMBERS TO BALANCE SHEET

### NOTE NO. 1 : SHARE CAPITAL

Amount in ₹

S.No.	Particulars	As on 31-03-2014		As on 31-03-2013	
		No. of Shares	Amount in ₹	No. of Shares	Amount in ₹
a	Share Capital (For each class of capital)				
	(a) Authorised	62,50,000	6,25,00,000	62,50,000	6,25,00,000
	(b) Issued	15,47,883	1,54,78,830	15,47,883	1,54,78,830
	(c) Subscribed & Fully Paid Up	15,47,883	1,54,78,830	15,47,883	1,54,78,830
	(d) Subscribed & not fully paid up	--	--	--	--
	(e) Par value per share Rs. 10	--	--	--	--
	<b>Total Equity Share Capital</b>	<b>15,47,883</b>	<b>1,54,78,830</b>	<b>15,47,883</b>	<b>1,54,78,830</b>
b	Preference shares at the beginning as per class of shares		--		--
	Add : Issued/Repaid During the year		--		--
	Less : Repaid During the year		--		--
	Preference shares at the end of the Year		--		--
	<b>Total Share capital (Equity and Preference)</b>		--		--
c	calls unpaid :				
	Equity Shares				
	By Directors		--		--
	By Officers		--		--
d	Forfeited shares (amount originally paid up)	--	--	--	--
e	<b>A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:</b>				
		Number of Shares		Number of Shares	
	<b>Equity Shares of Rs.10Each, Fully paid up :</b>				
	At the Beginning		<b>15,47,883</b>		<b>15,47,883</b>
	Fully paid up during the year		-		--
	Issued during the year - Bonus Issue		-		-
	Issued during the year - Cash Issue		-		-
	Issued during the year - ESOP		-		-
	Forfeited / Bought Back during the year		-		-
	<b>At the end</b>		<b>15,47,883</b>		<b>15,47,883</b>
	<b>Preference Shares of Rs.10Each, Fully paid up :</b>				
	At the Beginning		-		-
	Issued during the year - Bonus Issue		-		-
	Issued during the year - Cash Issue		-		-
	Issued during the year - ESOP		-		-
	Forfeited / Bought Back during the year		-		-
	<b>At the end</b>		-		-

f	Details of Shareholder holding more than 5% shares of the company:	% of Share Holding	
		Equity Share of Rs.10/- each held by Smt. T. Sailaja -11,53,080 shares	74.49 -
Preference Shares of Rs. 10 each Held By Share Holder - -			
No. Of Shares (C.Y)			
No. Of Shares ( P.Y)	-	-	

**Notes :**

- (i) Share Reserved for issue under options and contracts / commitments for the sale of shares/ disinvestments, including the terms and amounts.
- (ii) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date.

**NOTE NO. 2 : RESERVES AND SURPLUS**

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
<b>I</b>	<b>RESERVES AND SURPLUS</b>		
	a) Capital reserve		
	As at the commencement of the year	-	-
	Add: Additions during the year	-	-
	Less: Utilised during the year	-	-
		-	-
	b) Capital Redemption reserve		
	As at the commencement of the year	-	-
	Add: Additions during the year	-	-
	Less: Utilised during the year	-	-
		-	-
	c) Securities Premium Reserve		
	As at the commencement of the year	-	-
	Add: Shares forfeited during the year	42,02,500	42,02,500
	Less: Utilised during the year	-	-
		42,02,500	42,02,500
	d) Debenture redemption reserve		
	As at the commencement of the year	-	-
	Add: Additions during the year	-	-
	Less: Utilised during the year	-	-
		-	-
	e) Revaluation reserve	-	-
	f) Share options outstanding account	-	-

## NOTE NO. 2 : RESERVES AND SURPLUS

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	g) General Reserves		
	As at the commencement of the year	22,800	22,800
	Add: Additions during the year	-	-
	Less: Utilised during the year	-	-
		22,800	22,800
	h) Surplus :		
	i) Opening Balance - Profit and Loss Account	(1,01,15,413)	1,05,15,530
	Add: Transfer from Profit & Loss Account	(16,63,351)	(2,06,30,943)
	Less: Transfer To General Reserve	-	-
	Less: Dividend	-	-
	Less: Bonus shares	-	-
	Less: Transfer to/from reservs.	-	-
		(1,17,78,764)	(1,01,15,413)
II	Reserve specifically represented by earmarked investments	-	-
	<b>Total Reserves and Surplus</b>	<b>(75,53,464)</b>	<b>(58,90,113)</b>

## NOTE NO. 3 : SHARE APPLICATION MONEY PENDING ALLOTMENT - NIL

## NOTE NO. 4 : LONG TERM BORROWINGS

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Long Term borrowings		
	a) Bonds/debentures		
	Secured	-	-
	Unsecured	-	-
	b) Term loans:		
	From banks:		
	Secured	-	-
	Unsecured	-	-
	From other parties:		
	Secured	-	-
	Unsecured	-	-
	c) Deffered payment laibiliteies	-	-
	d) Deposits		
	Secured	-	-
	Unsecured	-	-

## NOTE NO. 4 : LONG TERM BORROWINGS

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	e) Loans and advances from related parties		
	Secured :	-	-
	Un Secured:		
	From Directors	1,79,22,081	1,74,22,081
	f) Long term maturities of finance lease obligations	-	-
	g) other loans and advances ( specify the nature )	-	-
	<b>Notes :</b>		
	II Nature of security to be specified in each case	nil	nil
	III Where loans have been guaranteed by directors or others, the aggregate amount of such loans under each head shall be disclosed.	nil	nil
	IV Bonds/debentures along with rate of interest and particulars of redemption or convesion shall be stated in decending order.	nil	nil
	V Particulars of any redeemed bonds/ debentures which the company has the power to reissue shall be disclosed.	nil	nil
	VI Terms of repayment of term loans and other loans shall be stated.	nil	nil
	VII Period and amount of countinuing default as on the balance sheet date in repayment of loans and interest, shall be specified seperately in each case.	nil	nil
	<b>Total long term borrowings</b>	<b>1,79,22,081</b>	<b>1,74,22,081</b>

## NOTE NO. 5 : DEFERRED TAX LIABILITY (NET) - NIL

## NOTE NO. 6 : OTHER LONG TERM LIABILITES

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	a) Trade Payables & Others		
	-Advances from Customers	34,80,000	34,80,000
	-Other Liabilities		
	b) Others (Specify the nature)	-	-
	<b>Total other long term liabilities</b>	<b>34,80,000</b>	<b>34,80,000</b>

## NOTE NO. 7 : LONG TERM PROVISIONS - NIL

## NOTE NO. 8 : SHORT TERM BORROWINGS - NIL

## NOTE NO. 9 : TRADE PAYABLES

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	a) Trade Payables	32,757	1,06,510
	b) Acceptances	-	-
	c) Dues to Micro & Small Medium Enterprises	-	-
	<b>Total Trade Payables</b>	<b>32,757</b>	<b>1,06,510</b>



## NOTE NO. 10 : OTHER CURRENT LIABILITES - NIL

Amount in ₹

## NOTE NO. 11 : SHORT TERM PROVISIONS

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	a) Provisions for employee benefits		
	PF Payable	-	-
	Salaries Payable	-	-
	b) Others (Specify the nature)		
	Tax Deducted at source	17,148	74,193
	Provision for Expenses	25,35,421	22,84,758
	<b>Total short term provisions</b>	<b>25,52,569</b>	<b>23,58,951</b>

## NOTE NO. 14 : NON- CURRENT INVESTMENTS

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Non- Current Assets		
	1) Investment in Subsidiaries		
	a) Equity Shares		
	Specify Name of the Company and % of holding		
	Specify Name of the Company and % of holding		
	b) Preference Shares		
	Specify Name of the Company and % of holding		
	Specify Name of the Company and % of holding		
	2) Trade Investments		
	a) Investment Property	-	-
	b) Investment in Equity Instrument		
	Quoted		
	Sriven Multitech Limited-1250000 shares of Rs.10/- each	1,25,00,000	1,25,00,000
		<b>1,25,00,000</b>	<b>1,25,00,000</b>
	Unquoted		
	Satya Kamal Agros-1,05,000 shares of Rs.10/-each	46,46,350	46,46,350
		<b>46,46,350</b>	<b>46,46,350</b>

## NOTE NO. 14 : NON- CURRENT INVESTMENTS

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	c) Investment in preference shares Investment in Associate Company (Unquoted) Investment in Joint Venture Investment in Controlled Special Purpose Entity Investment in Other Company		
		--	--
	d) Investment in Government or trust securities Name and Name of the security		
	e) Investments in debentures or bonds Name and Name of the security		
	f) Investment in Mutual funds Name of the security		
	g) Investment in partnership firm Name of the Firm and % of Share		
	h) Other non- current Investments		
	<b>Total Non Current Investments</b>	<b>1,71,46,350</b>	<b>1,71,46,350</b>
	<b>Less: Provision for Diminution in Investments</b>	-	-
	<b>Total Non - Current Assets ( Net )</b>	<b>1,71,46,350</b>	<b>1,71,46,350</b>
	Notes :		
II	Under each classifications details shall be given that Investment In :		
	a) Subsidiaries	Nil	Nil
	b) Associates	Nil	Nil
	c) Joint ventures	Nil	Nil
	d) controlled special purpose ventures	Nil	Nil
III	Investments carried at other than at cost should be seperately stated specifying the basis for the valuation thereof.	Nil	Nil
IV	The following shall also be stated:		
	a) Aggregate amount of quoted investments and market value thereof;	Nil	Nil
	b) Aggregate amount of Unquoted Investments;	Nil	Nil
	c) Aggregate provision for diminution in value of investments;	Nil	Nil

FIXED ASSETS AS ON 31ST MARCH, 2014

Sl. No.	Particulars	Gross Book							Depreciation / Amortization				Net Block as on 31-03-2014	Net Block as on 31-03-2013
		As on 01-04-2013	Additions during the year	Additions through Business acquisitions	Capitalised during the year	Sale / Deletions during the year	As on 31-03-2014	Dep. as on 01-04-2013	Dep. for the year 2012-2014	Impairment Loss / Reversal of Impairment Loss for the year	Total Depreciation			
1.	Plant & Machinery	23,30,046	-	-	-	-	23,30,046	74,967	1,10,677	-	1,85,644	21,44,402	22,55,079	
2.	FURNITURE	1,93,550	-	-	-	-	1,93,550	1,87,788	373	-	1,88,161	5,389	5,762	
	TOTAL	25,23,596	-	-	-	-	25,23,596	2,62,755	1,11,051	-	3,73,806	21,49,790	22,60,841	
	Previous Year	187,650	23,35,946	-	-	-	25,23,596	1,87,650	75,105	-	2,62,755	22,60,841	-	
	Capital Work In Progress	1,04,37,000	-	-	-	-	1,04,37,000	-	-	-	-	1,04,37,000	1,04,37,000	
	Previous Year	-	1,04,37,000	-	-	-	-	-	-	-	-	-	1,04,37,000	

## NOTE NO. 15 : LONG TERM LOANS AND ADVANCES

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Long - term loans and advances:		
	a) Capital advance		
	Secured	-	-
	Unsecured	-	-
	Doubtfull	-	-
	b) Security Deposit		
	Secured	-	-
	Unsecured	63,314	3,50,900
	Doubtfull	-	-
	c) Loans and advances to related parties ( giving details thereof)		
	Secured	-	-
	Unsecured	-	-
	Doubtfull	-	-
	d) Other loans And advances ( Specify the nature )		
	Secured	-	-
	Unsecured	-	-
	Doubtfull	-	-
	<b>Total Long term loans &amp; advances</b>	<b>63,314</b>	<b>3,50,900</b>
	<b>Less : Provision for Doubtfull Debts</b>	<b>-</b>	<b>-</b>
	<b>Total Long term loans &amp; advances( net )</b>	<b>63,314</b>	<b>3,50,900</b>
	Notes:		
II	Allowance for bad and doubtful loans and advances shall be disclosed under the relevant heads seperately		
III	Loans and advances due by the directors or others officers of the company and any of them either severally or jointly with any other persons or amounts due by the firms or private companies respectively in which any director is a partner or a director or a member should be seperately stated		

NOTE NO.16 : OTHER NON - CURRENT ASSETS - NIL

NOTE NO. 17 : CURRENT INVESTMENTS - NIL

## NOTE NO. 18 : INVENTORIES

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Inventories		
	a) Raw Material		
	Material - A	-	-
	Material - B	-	-
	Material Others	-	-
	Sub Total	-	-
	b) Work-in-Progress		
	Type - A	-	-
	Type - B	-	-
	Type - Others	-	-
	Sub Total	-	-
	c) Finished goods		
	12mm Metal, metal dust etc.	-	3,58,850
	Sub Total	-	3,58,850
	d) Stock in Trade (in respect of goods acquired for trading)		
	Type - A	-	-
	Type - B	-	-
	Type Others	-	-
	Sub Total	-	-
	e) Stores & Spares	-	-
	f) Loose Tools	-	-
	g) Others	-	-
	<b>Total Inventories</b>	-	<b>3,58,850</b>

## NOTE NO. 19 : TRADE RECEIVABLES

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Outstanding for a period exceeding six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	14,00,000	14,00,000
	Doubtful	-	-
		<b>14,00,000</b>	<b>14,00,000</b>
	Other Receivables:		
	Secured, Considered Good	-	57,099
	Unsecured, Considered Good	-	-
	Doubtful	-	-
		-	<b>57,099</b>
	<b>Total trade receivable</b>	<b>14,00,000</b>	<b>14,57,099</b>
	<b>Less : Allowance for bad &amp; doubtful debts</b>	-	-
	<b>Total Trade Receivables(net)</b>	<b>14,00,000</b>	<b>14,57,099</b>

## NOTE NO. 20 : CASH AND BANK BALANCES

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Cash and cash equivalents :		
	a) Balances with banks :		
	1) On Current Accounts	2,81,763	2,15,182
	2) Margin Money	-	-
	3) Bank deposits with more than 12 months maturity	-	-
	4) Un Paid Dividend Account	-	-
	b) Cheques, Draft on hand	-	-
	c) Cash on hand	45,046	11,608
	<b>Sub Total</b>	<b>3,26,809</b>	<b>2,26,790</b>
	Other Bank Balances		
	On Deposit Accounts		
	1) Having Maturity more than 3 Months but less than or equal to 12 months from date of deposit	-	-
	2) Having Maturity more than 12 Months from date of deposit	-	-
	3) On Margin Money Deposit Accounts	-	-
	<b>Sub Total</b>	<b>-</b>	<b>-</b>
	<b>Total Cash and Cash Equivalents</b>	<b>3,26,809</b>	<b>2,26,790</b>

## NOTE NO. 21 : SHORT TERM LOANS AND ADVANCES

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	short - term loans and advances:		
	a) Security Deposit		
	Secured	-	-
	Unsecured	-	-
	Doubtfull	-	-
	b) Loans and advances to related parties ( giving details thereof)		
	Secured	-	-
	Unsecured	-	-
	Doubtfull	-	-
	c) Other loans And advances ( Specify the nature )		
	Unsecured	3,89,510	6,89,510
	Advance for Machinery	-	-
	<b>Total short term loans &amp; advances</b>	<b>3,89,510</b>	<b>6,89,510</b>
	Less : Provision for Doubtfull Debts	-	-
	Total short term loans & advances( net )	<b>3,89,510</b>	<b>6,89,510</b>
II	Allowance for bad and doubtful loans and advances shall be disclosed under the relevent heads seperately		
III	Loans and advances due by directors or others officers of the company and any of them either severelly or jointly with any other persons or amounts due by the firms or private companies respectively in which any director is a partner or a director or a member shold be seperately stated.		

## NOTE NO.22 : OTHER CURRENT ASSETS

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
	Tax Deducted at Source	-	28,919
		-	28,919
	<b>Note: In case any amount classified under this category as doubtful, it is advisable that such doubtful amount as well as any provision made there against should be seperately disclosed.</b>		

## NOTE NO. 23 : REVENUE FROM OPERATIONS

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
(i)	Revenue from operations in respect of non-finance company		
	(a) Contract Receipts	-	-
	(b) Sales	5,04,099	80,73,547
	<b>Total Revenue from Operations</b>	<b>5,04,099</b>	<b>80,73,547</b>

## NOTE NO. 24 : OTHER INCOME

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	(a) Interest income (Other than a finance company)	2,021	-
	<b>Total Other Income</b>	<b>2,021</b>	<b>-</b>

## NOTE NO. 25 : COST OF MATERIALS CONSUMED

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Material Cost	-	65,09,619
	<b>Total Cost Of Contracts</b>	<b>-</b>	<b>65,09,619</b>

## NOTE NO. 26 : PURCHASE OF STOCK IN TRADE- NIL

**NOTE NO. 27 : CHANGE IN INVENTORIES & WIP**

Amount in ₹

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	Finished Goods		
	Finished goods at the beginning of the year	3,58,850	-
	Less: Finished goods at the end of the year	-	3,58,850
	Sub-Total (A)	3,58,850	(3,58,850)
	Work in progress		
	Work in progress at the beginning of the year	-	-
	Less: Work in progress at the end of the year	-	-
	Sub-Total (B)	-	-
	Stock in Trade		
	Stock in Trade at the beginning of the year	-	-
Less: Stock in Trade at the end of the year	-	-	
Sub-Total (C)	-	-	
	<b>Decrease/Increase in Inventories (A+B+C)</b>	<b>3,58,850</b>	<b>(3,58,850)</b>

**NOTE NO. 28 : EMPLOYEE BENEFIT EXPENSES (AGGREGATE EXPENDITURE)**

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	(a) Salaries & Wages	6,00,000	12,22,708
	(b) Staff Welfare Expenses	2,500	10,919
	<b>Total Employee Benefit Expenses</b>	<b>6,02,500</b>	<b>12,33,627</b>

**NOTE NO. 29 : OTHER OPERATING EXPENSES**

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	(a) Plant operation charges	-	6,62,850
	(b) Power & Fuel	2,83,261	16,61,282
	(c) Equipment hire charges	-	22,00,000
	(d) Rent	1,20,000	1,20,000
	(e) Repairs to Building	-	82,697
	(f) Repairs to Machinery	-	3,13,994
	(g) Plant Maintenance	6,500	2,13,274
	(h) Rates & Taxes	70,931	2,65,931
	(i) Advertisement Expenses	2,05,637	2,35,652
	(j) Miscellaneous expenses	360	25,203
	(k) Payment to auditors		
	(i) As Auditor	10,000	10,000
	(l) Miscellaneous debits & credits written off	-	1,075
(m) Miscellaneous expenses written off	-	17,36,085	
	<b>Total Other Expenses</b>	<b>6,96,689</b>	<b>75,27,863</b>



**NOTE NO. 30 : ADMINSTRATIVE EXPENSES**
**Amount in ₹**

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	(a) Telephone, Postage and Others	45,285	63,303
	(b) conveyance	-	40,706
	(c) Printing & Stationery Expenses	60,671	71,820
	(d) Professional Consultancy fee	2,33,276	1,44,416
	(e) Vat Pai	60,428	3,45,971
	(f) Mining Royalty paid	-	7,52,896
	<b>Total Administrative Expenses</b>	<b>3,99,660</b>	<b>14,19,112</b>

**NOTE NO. 31 : FINANCE COST**

S. No.	Particulars	As on 31-03-2014	As on 31-03-2013
I	(a) Bank Charges	721	2,178
	<b>Total Finance Cost</b>	<b>721</b>	<b>2,178</b>

**NOTE NO. 32 : OTHER EXPENSES - NIL**

**SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS****NOTE NO. 33****I. SIGNIFICANT ACCOUNTING POLICIES:****1 Basis of preparation of financial statements**

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, on the basis of a going concern basis, while revenue, expenses, assets and Liabilities accounted/recognized on accrual basis. GAAP comprises mandatory accounting standards issued by the Institute of Chartered Accountants of India (ICAI), the provisions of the Companies Act, 1956 and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies are consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Management evaluates all recently issued or revised accounting standards on an ongoing basis.

**2 Use of Estimates**

The preparation of financial statements in conformity with GAAP requires Management to make estimates and assumptions that effect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under retirement benefit plans, income taxes, post-sales customer support and the useful lives of fixed assets and intangible assets.

**3 Revenue recognition**

Revenue from fixed price construction/infrastructure contracts is recognized by reference to the work certified as completed by the contractee.

Variations by way of escalation in price and quantum of work are recognized as revenue in the year in which claims are admitted as per the terms of contract. Other claims are recognized as revenue from contracts in the financial statements only upon final acceptance by the customer.

**4 Expenditure**

Expenses are accounted on accrual basis and provisions are made for all known losses and liabilities.

**5 Fixed Assets, intangible assets:**

Fixed Assets are stated at cost, less accumulated depreciation. All direct costs are capitalized until fixed assets are ready for use including taxes, duties, freight and other incidental expenses relating to acquisition and installation.

**6 Depreciation and amortization**

Depreciation on fixed assets is applied on straight-line method, pro-rata for the period of usage, in accordance with the rates prescribed under schedule XIV of the Companies Act, 1956.

## 7 Income tax

Income taxes are computed using the tax effect accounting method, in accordance with the Accounting Standard (AS 22) "Accounting for Taxes on Income" which includes current taxes and deferred taxes. Deferred income taxes reflect the impact if current year timing differences between taxable income and accounting income for the year and the relevant of timing difference of earlier years. Deferred tax asset and liabilities are measured at the tax rates that are expected to apply to the period when the asset / liability is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Deferred Tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

## 8 Earnings per share

In determining earnings per share, the company considers the net profit after tax expense. The number of shares used in computing basic earnings per is the weighted average shares used in outstanding during the period.

## 9 Investments

Long term trade investments are stated at cost & all other investments are carried at lower of cost or fair value.

## 10 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

## NOTES TO ACCOUNTS

1. Contingent Liabilities : There are no Contingent liabilities as on date.
2. Remunerations to Managing Directors : Nil
3. The Company has no Subsidiaries.
4. CIF value of import in respect of capital goods : Nil.
5. No outstanding amounts payable to micro, small and medium enterprises.

## 6 Segment information:

Revenue of the company comes from a single segment of infrastructure activities, as the economic environment where it operating is one, Segment Reporting as required under Accounting Standard – 17 has not been applicable.

- 7 Expenditure and Earnings in Foreign Currency : Nil (Previous Year : Nil)

## 8. Capital Reduction:

Pursuant to Sanction of Scheme of Arrangement By Hon'ble High Court of Andhra Pradesh vide order dated 21st April, 2014 and report issued on 13-5-2014 . Pursuant to sanction of Scheme, The Company has fixed the record date as 4th June, 2014 for Capital reduction which is part of Scheme of arrangement. The Scheme of Arrangement is effective from 1st day of April, 2012.

As per the Scheme of Arrangement as first step, The Company has restructured the Paid up Share Capital by set off a loss of Rs.3,61,17,170/- (Rupees Three Crores Sixty one Lakhs seventeen thousand one hundred and seventy only) of the Company out of its total accumulated losses of Rs.3,78,97,476/- as on 31-03-2012. After setting off loss of Rs.3,61,17,170/- the Existing Paid up Share Capital of Company shall stand reduced from Rs.5,15,96,000/- divided into 51,59,600 equity shares of Rs.10/- each to Rs.1,54,78,830/- divided into 15,47,883 equity shares of Rs.10/- each. Consequently, every shareholder of the Company shall receive 30 equity shares of Rs.10/- each in lieu of every 100 equity shares of Rs.10/- each held in the company. The Accounts were restated wherever applicable as per the scheme of arrangement with effect from 1-4-2012. There are no changes in any accounts except reduction of paid up share Capital & Profit & loss account to the extent of 3,61,17,170/- and change in earnings per share.

## 9 Earnings Per Share

*Amounts in Rupees*

Particulars	Current Year 31-03-2014	Previous Year 31-03-2013
Profit/(Loss) before Tax	(16,63,351)	(83,35,107)
Less: Provisions for Tax	--	--
Less: Provision for Defferred Tax	--	1,22,95,836
Net Profit after Tax	(16,63,351)	(2,06,30,943)
Weighted average no of equity shares outstanding	15,47,883	15,47,883
Face Value of equity share	10	10
Earning per Share	(1.07)	(13.33)

10 During the year few equipments were Acquired and installed at Leased site.

11 Retirement benefits / Gratuity will be considered in accounts on payment basis. However no employee qualifies for the same.

12 1,05,000 Shares purchased of M/s Sathya Kamal Agros Limited are held with transfer deeds pending transfer in the name of the company.

13 Quoted Investments reported at cost price and the market price is not available, no diminution in value of investments is considered. Un-quoted shares of M/s Sathya Kamal Agros Limited are pending for transfer in the name of the company. There are no amounts due to be credited to: "Investors Education and Protection Fund" as on 31<sup>st</sup> March 2014.

14 There are no amounts due to be credited to "Investors Education and Protection Fund" as on 31<sup>st</sup> March, 2014.

## 15 Related party transactions:

As per AS-18 issued by The Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard as follows:

Name of the related party	Description of the relationship between the parties	Description of nature of transactions	2013-14 Rs.	2012-13 Rs.
T. Sailaja	Key Management Personnel (Managing Director)	Receipt of Unsecured Loan	5,00,000	1,39,63,060
		Balance as on 31st March	1,79,22,081	1,74,22,081

16. There were no employees in respect of remuneration of Rs.6000000/- or more per annum or Rs. 500000/- or more per month, if employed for part of the year.

17. The Balance in Sundry Debtors, Loans & Advances are subject to confirmation, and consequential adjustments if any.

18. Additional information pursuant paragraphs 3, 4C and 4D of part II of schedule of VI of the companies Act, 1956 is not applicable to the company.

19. Previous year figures and heads of accounts have been regrouped and / or rearranged wherever necessary to confirm with current ear figures.

20. Note Nos. 1 to 33 form part of Balance Sheet and have been authenticated.

## AS PER OUR REPORT OF EVEN DATE

For **M M REDDY & CO.,**

Chartered Accountants

Firm Regn. No. 010371S

Sd/-

**M. Madhusudhana Reddy**

Partner

Membership No. 213077

Place : Hyderabad

Date : 09-05-2014

**For and on behalf of the Board of  
Jyothi Infraventures Limited**

Sd/-

**T. Sailaja**

Managing Director

Sd/-

**Ch. Sujan**

Director



**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

**I. Registration Details :** State Code Balance Sheet Date  
 Registration **1 9 8 6 7** **0 1** **3 1** **0 3** **1 4**  
 (Refer Code List) Date Month Year

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

Public Issue **N I L** Rights Issue **N I L**  
 Bonus Issue **N I L** Private Placement **N I L**

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

Total Liabilities **3 1 9 1 3** Total Assets **3 1 9 1 3**

**Sources of Funds**

Paid-up Capital **1 5 4 7 9** Reserves & Surplus **- 7 5 5 3**  
 Secured Loans **N I L** Unsecured Loans **1 7 9 2 2**  
 Current & Non-Current Liabilities **6 0 6 5**

**Application of Funds**

Net Fixed Assets **1 2 5 8 7** Investments **1 7 1 4 6**  
 Current Assets **2 1 1 7** Miscellaneous Expenditure **N I L**  
 Non-Current Assets **6 3** Deferred Tax Asset **N I L**

**IV. Performance of the Company : (Amount in Rs. Thousands)**

Turnover **5 0 6** Total Expenditure **2 1 6 9**  
 Profit / Loss before Tax **- 1 6 6 3** Deferred Tax **N I L**  
 Profit / Loss after Tax **- 1 6 6 3**

(Please tick appropriate box + for Profit - for Loss)

Earning per Share in Rs. **- 1 . 0 7** Dividend rate % **- . -**

**V. Generic Names of Three Principal Products / Services of Company (as per monetary terms)**

Item Code No. (ITC Code)  
 Product Description

**CONSTRUCTION**

## JYOTHI INFRAVENTURES LIMITED

Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills,  
Madhapur, Hyderabad-500081

### PROXY FORM

Folio No: \_\_\_\_\_ Dp ID: \_\_\_\_\_

Client ID: \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_

In the District of \_\_\_\_\_ being a member/members of the above  
named company, hereby appoint Mr/Mrs/Ms \_\_\_\_\_

in the District of \_\_\_\_\_ as my/our Proxy to attend and vote for me/us on  
my/our behalf at the 19<sup>th</sup> Annual General Meeting of the Company to be held at Registered office  
of the Company at Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills, Madhapur,  
Hyderabad-500081 at 11.00 AM on Saturday, 26-07-2014 and at any adjournment there of.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Address \_\_\_\_\_

Signature \_\_\_\_\_

**Note:** The proxy form duly signed completed must be signed deposited at the Registered Office of  
the Company not less than 48 hours before the time of holding the meeting. A proxy need not be  
a member.

## JYOTHI INFRAVENTURES LIMITED

Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills,  
Madhapur, Hyderabad-500081

### ATTENDANCE SLIP

I hereby record my presence at the 19<sup>th</sup> Annual General Meeting of the Company at Registered  
office of the Company at Plot No.13, 2nd Floor, Varsun Building, Guttala Begumpet, Kavuri Hills,  
Madhapur, Hyderabad-500081 at 11.00 AM on Saturday, 26-07-2014

Name of the share holder / proxy

Folio No./DP No. of shares & Client id

**Member's/Proxy Signature**

Note: Shareholder/Proxy holder wishing to attend the meeting must bring the Admission Slip and  
hand over at the entrance duly signed.

NO GIFTS WILL BE DISTRIBUTED AT THE AGM

**BOOK - POST**  
PRINTED MATTER

To

*If undelivered, please return to :*

**M/s. XL Softech Systems Ltd.**  
3, Sagar Society, Road No. 2,  
Banjara Hills, Hyderabad-500034.  
Phone No.23545913, Fax:23553214

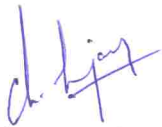
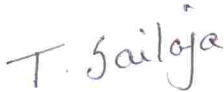
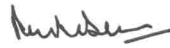
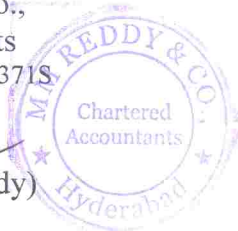



## FORM A

(Pursuant to Clause 31(a) of the Listing Agreement)

1.	Name of the Company	<b>JYOTHI INFRAVENTURES LTD</b> Plot No.13, 2 <sup>nd</sup> Floor, Varsun Building, Guttalabegumpet, Kavuri Hills, Madhapur, Hyderabad-500081
2.	Annual Financial Statements for the year ended	31-03-2014
3.	Type of Audit observation	Nil
4.	Frequency of observation	Not applicable

For Jyothi Infraventures Limited.


(Ch.Sujan)  
Director

(T.Sailaja)  
Managing Director

(P.Kodanda Rambabu)  
Chief Financial OfficerFor M M Reddy & Co.,  
Chartered Accountants  
Firm Registration No.0103718

  
(M.Madhusudan Reddy)  
Partner  
Membership No.213077