

## **18<sup>th</sup> Annual General Meeting**

30<sup>th</sup> Day of September, 2010

at 4.00 P.M.

Hotel Aditya Park Inn, Aditya Trade Centre,

Ameerpet, Hyderabad-500 016, A.P

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## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS :**

**PVRRRLN. PRASAD**  
**M. NARASIMHA RAO**  
**P. KOTESWARA RAO**  
**S. SUBBARAO**  
**K. RAMANA SHYAM KUMAR**  
**R. SURESH GUPTA**

Managing Director  
Executive Director  
Non - Executive Director  
Independent Director  
Independent Director  
Independent Director

### **REGISTERED OFFICE :**

210, Aditya Trade Centre  
Ameerpet  
HYDERABAD – 500 016

### **AUDITORS :**

**M/s. P. S. Nagaraju & Co**  
Chartered Accountants  
6-3-596/65, II Floor, Adarsh Villa,  
Naveen Nagar, Khairatabad, Hyderabad- 500004

### **AUDIT COMMITTEE:**

- 1) S. Subba Rao
- 2) K. Ramana Shyam Kumar
- 3) M. Narasimha Rao

### **REMUNERATION COMMITTEE:**

- 1) K. Ramana Shyam Kumar
- 2) S. Subba Rao
- 3) R. Suresh Gupta

### **INVESTOR GRIEVANCE COMMITTEE:**

- 1) S. Subba Rao
- 2) PVRRRLN. Prasad
- 3) K. Ramana Shyam Kumar

### **BANKERS:**

- 1) Andhra Bank
- 2) Axis Bank
- 3) Bank of Maharashtra
- 4) State Bank of India

### **REGISTRAR & SHARE TRANSFER AGENTS:**

CIL Securities Limited  
214, Raghava Ratna Towers,  
Chirag Ali Lane, Abids, HYDERABAD - 500001

## NOTICE

NOTICE is hereby given that the 18th Annual General Meeting of the Members of **TRINETHRA INFRA VENTURES LIMITED** will be held on Thursday the 30th day of September 2010 at 4.00 PM. at Hotel Aditya Park Inn, Aditya Trade Centre, Ameerpet, Hyderabad - 500016, AP to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2010 and the Profit and Loss Account for the year ended as on that date and the Report of the Board of Directors and Auditor's thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. S. Subba Rao, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. P. Koteswara Rao, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint statutory auditors and to fix their remuneration.

### SPECIAL BUSINESS:

6. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

“RESOLVED THAT in pursuance of the recommendations of the Remuneration Committee of the Board of the Directors and pursuant to Sections 198, 269, 309, 310, 311, 317 and other applicable provisions, if any, of the Companies Act, 1956 (the Act), read with Schedule XIII of the Act, the Company hereby approves the re-appointment and terms of remuneration of Mr. PVVRRLN. Prasad as Managing Director of the Company for a period of 3 years with effect from August 14, 2010, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr. Prasad.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors or the Remuneration Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the company.”



7. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

“RESOLVED that pursuant to Sections 198, 269, 309, and other applicable provisions, if any, of the Companies Act, 1956 (the Act), read with Schedule XIII of the Act, the Company hereby approves of the appointment and terms of remuneration of Mr. M. Narasimha Rao, as an Executive Director of the Company not liable to retire by rotation for a period of three years with effect from August 14, 2010, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr. Narasimha Rao.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors or the Remuneration Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the company.”

**BY ORDER OF THE BOARD**

**Sd/-  
PVVRRLN. PRASAD  
MANAGING DIRECTOR**

Place: Hyderabad  
Date : 14-08-2010

## NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A blank form of proxy is enclosed and, if intended to be used, it should be returned to the Company duly completed not less than forty-eight hours before the time appointed for this Annual General Meeting.
2. The relative Explanatory Statement pursuant to Section 173 of the Companies Act, 1956, in respect of the special business under Item Nos. 6 and 7 set out above is annexed hereto.
3. Members/Proxies should bring the Attendance slip duly filled in for attending the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 28th September, 2010 to 30th September, 2010 (both days inclusive).
5. Dividend, if declared, will be paid to the Members on or after October 06, 2010. Dividend will be payable on and from that date to those Members whose names stand on the Register of Members of the Company after giving effect to all valid share transfers lodged with the Registrar & Share Transfer Agents of the Company on or before 27th September, 2010, in respect of shares held in physical form. In respect of shares held in electronic form, the dividend for the year ended 31st March, 2010 will be payable to the beneficial owners of shares as at the closing hours of 27th September, 2010 as per details furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for this purpose.
6. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrar and Share Transfer Agents for shares held in physical form and to their respective Depository Participants for shares held in electronic form.
7. Members are advised to submit their Electronic Clearing Service (ECS) mandates to the Company's R & TA at 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001 to facilitate remittance by means of ECS.
8. Members are requested to bring their copies of the Annual Report at the time of attending the Meeting as the same will not be distributed at the Meeting.

## EXPLANATORY STATEMENT

(Pursuant to Section 173 (2) of the Companies Act, 1956)

### ITEM NO. 6

Keeping in view the contribution of Mr. PVVRRLN Prasad in the growth of the Company and his leadership qualities supported by experience, the Board of Directors in their meeting held on August 14, 2010 had re-appointed him as Managing Director with his present designation for a period of 3 years with effect from August 14, 2010 at the remuneration which was duly approved by the Remuneration Committee, as under:

#### A) Tenure of Appointment :

3 years commencing from August 14, 2010

#### B) Remuneration:

Rs. 18,00,000/- per annum (including all) and the total remuneration including allowances and perquisites shall not exceed the limits specified in Section 309 of the Companies Act, 1956 read with Schedule XIII of the Act and no sitting fees shall be paid to Mr. Prasad for attending Meetings of the Board of Directors or any committee(s) thereof.

#### Minimum Remuneration

Where, in any financial year during the currency of the tenure of Mr. Prasad, the Company has no profits or its profits are inadequate, the Company will pay him remuneration by way of basic salary, allowances and incentive remuneration, as per the provisions of Schedule XIII of the Companies Act, 1956.

- C) The terms and conditions of the appointment also include clauses pertaining to adherence with the Trinethra Code of Conduct, non-competition, conflict of interest with the Company and maintenance of confidentiality.
- D) This appointment may be terminated by either party by giving to the other party three months' notice of such termination or the Company paying three months' remuneration in lieu of notice.

The Board considers that the re-appointment of Mr. PVVRRLN. Prasad as aforesaid is in the best interest of the Company.

None of the Directors except Mr. P. Koteswara Rao being father of the appointee may be deemed to be concerned or interested in the resolution.

This explanatory statement together with the accompanying notice is, and may be treated as an abstract of terms of re-appointment and memorandum of interest in respect of appointment of Mr. Prasad under Section 302 of the Companies Act, 1956.

Your Directors commend the Resolution for your approval as an Ordinary Resolution.

## **ITEM NO. 7**

Mr. M. Narasimha Rao was appointed as an Independent Director on February 09, 2008, and regularized in the Annual General Meeting held on September 25, 2008 who is liable to retire by rotation. Taking into consideration of his experience the Board of Directors of the Company appointed Mr. Narasimha Rao as Executive Director, subject to the approval of the members, for a period of 5 years with effect from August 14, 2010. Having been associated with the Company as a non-executive Director, he has gained adequate knowledge of the working of the Company and the parameters within which the Company operates.

On the recommendation of the Remuneration Committee, the Board has approved the remuneration and the terms and conditions of the appointment of Mr. Narasimha Rao as an Executive Director, subject to the approval of the Shareholders.

### **A) Tenure of Appointment:**

3 years commencing from August 14, 2010

### **B) Nature of Duties**

The Executive Director shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.

### **C) Remuneration:**

Rs. 18,00,000/- per annum (including all) and the total remuneration including allowances and perquisites shall not exceed the limits specified in Section 309 of the Companies Act, 1956 read with Schedule XIII of the Act and no sitting fees shall be paid to Mr. Narasimha Rao for attending Meetings of the Board of Directors or any committee(s) thereof.

## Minimum Remuneration

Where, in any financial year during the currency of the tenure of Mr. Narasimha Rao, the Company has no profits or its profits are inadequate, the Company will pay him remuneration by way of basic salary, allowances and incentive remuneration, as per the provisions of Schedule XIII of the Companies Act, 1956.

- D)** The terms and conditions of the appointment also include clauses pertaining to adherence with the Trinethra Code of Conduct, non-competition, conflict of interest with the Company and maintenance of confidentiality.
- E)** The Executive Director, so long as he functions as such, undertakes not to become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.
- F)** The terms and conditions of the appointment of the Executive Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule XIII to the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required.
- G)** This appointment may be terminated by either party by giving to the other party three months' notice of such termination or the Company paying three months' remuneration in lieu of notice.

The Board considers that the appointment of Mr. Narasimha Rao, as aforesaid is in the best interest of the Company.

None of the Directors may be deemed to be concerned or interested in the resolution.

This explanatory statement together with the accompanying notice is, and may be treated as an abstract of terms of appointment and memorandum of interest in respect of appointment of Mr. Narasimha Rao under Section 302 of the Companies Act, 1956.

Your Directors commend the Resolution for your approval as an Ordinary Resolution.

**BY ORDER OF THE BOARD**

**Sd/-**  
**PVVRRLN. PRASAD**  
**MANAGING DIRECTOR**

Place : Hyderabad  
Date : 14-08-2010



## Details of Directors seeking appointment/retiring by rotation and seeking reappointment of Directors:

(In pursuance of Clause 49 of the Listing Agreement)

Particulars	Mr. S. Subba Rao	Mr. P. Koteswara Rao	PVRRRLN. Prasad	Mr. M. Narasimha Rao
Date of Birth	July 06, 1965	April 28, 1943	June 03, 1970	June 10, 1972
Date of Appointment	April 29, 2006	January 28, 2007	January 28, 2007	February 09, 2008
Expertise in specific functional areas	20 years of experience in the areas of Accounts, Finance and Marketing.	38 years of experience in the areas of Finance, Marketing and Strategic Management in Hotel, Real Estate & Infrastructure Sectors	15 years of experience in the field of Strategic Management, and marketing in Hotel and Infrastructure Sector	15 years of experience in Accounts, Finance, Capital Market activities and project execution/ monitoring
Qualifications	Graduation	Graduation	Graduation in Commerce	Graduation in Commerce
No. of Shares held as on August 14, 2010	NIL	51,35,250	36,39,479	6,16,410
Directorships held in other companies (excluding private limited and foreign companies)	NIL	NIL	NIL	NIL
Positions held in mandatory committees in other companies	NIL	NIL	NIL	NIL

## DIRECTORS' REPORT

To  
The Members of  
Trinethra Infra Ventures Limited

We have pleasure in presenting the 18th Annual Report and the Audited Statements of Accounts for the financial year ended March 31, 2010.

### FINANCIAL RESULTS: (Rs. In Lakhs)

Particulars	2009-2010	2008-2009
Gross Total Income from Operations	<b>10098.37</b>	4762.47
Profit before Depreciation and Taxes	<b>808.34</b>	384.17
Depreciation	<b>105.96</b>	22.24
Profit Before Tax	<b>702.37</b>	361.93
Provision for Tax	<b>238.67</b>	124.22
Net Profit	<b>463.70</b>	237.71
Proposed Dividend	<b>64.56</b>	32.28
Provision for Dividend Tax	<b>10.97</b>	5.49
Balance Carry forward to Balance Sheet	<b>388.18</b>	199.94

### OPERATIONS:

During the year under review, there was a marked improvement in the performance of the Company by achieving a gross income of Rs.100.98 Crores which represents an increase of 112% over the previous year and a profit after taxes is at 4.64 Crores which represents an increase of 95% over the previous year.

### DIVIDEND:

The Board of Directors has recommended a dividend at the rate of 10% (Re.0.20 per share) on the paid up capital of Rs.6,45,59,000/- consisting of 3,22,79,500 equity shares of Rs.2/- each for the financial year ended March 31, 2010, which if approved at the forthcoming Annual General Meeting, will be paid to (i) all those Equity shareholders whose name appear in the register of members of the Company at the close of business hours on September 27, 2010 after considering all physical share certificates lodged for transfer, and (ii) those whose names appear as beneficial owners as per the information furnished by the NSDL and the CDSL as on September 27, 2010.

### DIRECTORS:

Mr. S. Subba Rao and Mr. P. Koteswara Rao retire by rotation and are eligible for re- appointment. Further Mr. M. Narasimha Rao was appointed as Executive Director of the Company and Mr. PVVRRLN Prasad was re-appointed as Managing Director of the Company with effect from August 14, 2010.

## AUDITORS:

M/s. P S Nagaraju & Co, Chartered Accountants, Statutory Auditors of the Company appointed in the previous Annual General Meeting hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received from P S Nagaraju & Co. a consent letter to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956.

## DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i) That the directors in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures.
- ii) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of company for that period.
- iii) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) That the directors had prepared the annual accounts on the going concern basis.

## PARTICULARS OF EMPLOYEES:

No employee was in receipt of remuneration for the financial year 2009-10 exceeding the limits prescribed under section 217(2A) of the Companies Act, 1956 and the rules framed there under, as amended to date.

## PUBLIC DEPOSITS:

Your company has not accepted any deposits falling under Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975 during the year.

## Information in accordance with the provisions of Section 217 (1) (e) of the Companies Act, 1956, read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo:

We firmly believe that technology is the genesis of innovative business practices, which in turn enable the organization to carry out business effectively and efficiently. Even though the real estate development and infrastructure industry is labour intensive, we believe that there is an increasing need to mechanize the processes involved in order to minimize costs and increase efficiency. We intend to make investments in innovative techniques for this regard.

Energy: The Company is in the business of property development and infrastructure sector does not require large quantities of energy. However, wherever possible energy saving efforts are made.

## Foreign Exchange Earnings & Outgo:

Foreign Exchange Earnings : Nil

Foreign Exchange Outgo : Nil

## CORPORATE GOVERNANCE:

A separate section on Corporate Governance and a certificate from the statutory auditors of the Company regarding compliance of the conditions of corporate governance as stipulated in Clause 49 of the Listing Agreement entered into with the Stock Exchanges form a part of this Annual Report.

## MANAGEMENT DISCUSSION AND ANALYSIS:

A separate section on Management Discussion and Analysis as stipulated under Clause 49 of the Listing Agreement entered into with the Stock Exchanges forms a part of this Annual Report.

## ACKNOWLEDGEMENTS:

Your Directors express their grateful appreciation for the assistance and co-operation received from the banks, government authorities, customers, vendors and shareholders during the said financial year. Your Directors would also like to once again place on record their appreciation to the employees at all levels, who through their dedication, co-operation, support and smart work have enabled the Company to move towards achieving its Corporate Objectives.

BY ORDER OF THE BOARD

Place : Hyderabad

Date : 14-08-2010

SD/-  
**PVRRRLN. PRASAD**  
CHAIRMAN

## **MANAGEMENT DISCUSSION AND ANALYSIS**

(Forming part of Directors' Report)

### **Industry Structure and Developments:**

The strong population growth in India and growing economy are generating enormous pressures to modernize and expand the country's infrastructure. India lags behind in developing its infrastructure by a wide margin and this is the key constraint to India achieving a higher economic growth trajectory. All economic sectors can benefit from more comprehensive infrastructure in the country.

Government envisages USD 500 billion infrastructure opportunity for the Eleventh Plan based on assumptions of high rate of economic growth in the country (9% across the plan), marked improvement in the pace of infrastructure creation, improvement in government finances, and ample availability of capital in both domestic and foreign markets.

### **Opportunities:**

India's rapid economic growth has put a strain on the country's existing infrastructure, which has not kept pace with development. India's economy has enjoyed a compound annual growth rate (CAGR) of 8% plus over the past five years. Strong economic growth and confidence in future prosperity have produced strong consumption growth. Favorable demographics lie at the core of India's success with 50% of the population below 25 years of age, forming a massive consumer base in the years ahead.

### **Outlook:**

The Company is confident that the present environment of investments in infrastructure by the State and Central Governments assures sustainable operations going forward, and possibility to maintain the growth rates achieved in earlier years.

### **Challenges, Risks and Concerns:**

Though the past year has been full of challenges, your Company has managed to sail through it, thanks to the unstinted support of its employees. With the worst of the economic crisis behind us we are poised for new challenges, increased productivity and profitability. Competition from the existing and emerging local and International players continues to pose challenges to the domestic markets. The Company has to reckon with aggressive strategies from the new entrants in the market.

### **Internal Control:**

The Company has proper and adequate internal control systems to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly. The internal control system provides for well documented policies, guidelines, authorizations approvals and procedures. The observations arising out of audit are subject to periodic review, compliance and monitoring. The significant observations, made in internal audit reports, along with the status of action thereon are reviewed by the Audit Committee of the Board of Directors on a regular basis for future appropriate action, if deemed necessary.

## Discussion on Financial Performance with respect to Operational Performance:

### 1. Total Income:

During the year under review Trinethra has achieved a gross total income of Rs.100.98 Crores

### 2. Share Capital:

The paid up share capital as on 31st March, 2010 is 6,45,59,000 divided into 3,22,79,500 Equity Shares of Rs.2/- each.

### 3. Net Profit:

The Company's operating profit during the year under review has resulted in a net profit of Rs.4.64 Crores.

### 4. Dividend:

The Board of Directors has recommended a dividend of 10% on the paid-up capital of Rs.6,45,59,000 for the financial year ended March 31, 2010.

### 5. Earning Per Share (EPS):

The Earning Per Share for the Financial Year 2009-10 is Rs.1.44/- per share (Face Value: Rs.2/- each).

## Human Resources Development and Industrial Relations:

Trinethra Infra Ventures Limited firmly believes that Human Assets are more critical than physical and financial assets as they are the ones who manage and sustain the growth of physical and financial assets of the company. Trinethra is well on its way in establishing an integrated system of workforce, which endeavors to develop the capability of its employees that clearly aligns with the business objectives and performance.

Further, we also encourage individual and team awards to sustain and institutionalize the various workforce practices. This helped in giving lots of encouragement to the workforce who have been striving hard to achieve various goals.

### Cautionary Statement:

The statements contained above may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the company's operations include changes in economic environment, rise in input costs and competitive pressures.

## REPORT ON CORPORATE GOVERNANCE

(Forming part of Directors' Report)

### I. Company's Philosophy on code of governance:

Your Company firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance. The Company considers good corporate governance a prerequisite for meeting the needs and aspirations of its shareholders.

### II. BOARD OF DIRECTORS:

As on March 31, 2010, the Board of Directors comprised of 6 Directors out of which five (83.33%) are non-executive directors and four (66.67%) are independent directors. The Composition of the Board is in conformity with the listing requirements.

None of the Directors on the Company's Board is a Member of more than 10 Committees and Chairman of more than 5 Committees across all the Companies in which he is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other Companies and do not hold the office of Director in more than 15 public companies.

The Managing Director (CEO) has certified to the Board in accordance with Clause 49 (V) of the Listing Agreement pertaining to CEO certification for the Financial Year ended March 31, 2010.

### BOARD MEETINGS

During the Financial Year under review, eight (8) meetings of the Board of Directors were held on the following dates:

30-04-2009, 03-06-2009, 12-06-2009, 30-06-2009, 31-07-2009, 02-09-2009, 31-10-2009 and 30-01-2010.

The maximum time-gap between any 2 consecutive meetings did not exceed 4 months.

The details of composition of Board, attendance at Board Meetings held during the year and at last AGM, number of Directorship and membership/chairmanship of Committees in public companies are given below:

Name of the Director	Category	No of meetings held during the tenure	No. of Meetings attended	Whether Attended last AGM	No. of other director ships*	No. of Boar Committee of other companies
PVVRRLN. Prasad	Promoter, Chairman & Managing Director	08	08	YES	-	-
P. Koteswara Rao	Non Executive Promoter Director	08	08	YES	-	-
S. Subba Rao	Independent Director	08	07	NO	-	-
M. Narasimha Rao #	Independent Director	08	08	YES	-	-
K. R. Shyam Kumar	Independent Director	08	06	NO	-	-
R. Suresh Gupta	Independent Director	08	08	YES	01	01

\* excluding private, foreign and companies registered under Section 25 of the Companies Act, 1956.

# Mr. Narasimha Rao was appointed as Executive Director with effect from August 14, 2010

The Board has adopted Code of Conduct for all its Directors and members of Senior Management in its meeting held on January 28, 2007. The same has been displayed on the Company's website.

All the Directors and members of Senior Management have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2010.

### III. AUDIT COMMITTEE:

The Committee is empowered with the powers as prescribed under the said Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956. The broad role of the Committee is to review:

- i. Financial reporting process;
- ii. Adequacy of internal control systems;
- iii. The financial statements for approval of the Board; and
- iv. The performance of statutory and internal auditors

The Committee comprises majority of Independent Directors i.e. Mr. S. Subba Rao, Mr. K. Ramana Shyam Kumar, and Mr. M. Narasimha Rao as the members. Mr. S. Subba Rao acts as the Chairman of the Committee.

During the year 4 meetings of the Committee were convened and held on June 30, 2009, July 31, 2009, October 31, 2009, and January 30, 2010. During the year the meetings of the Committee vis-à-vis the attendance of the members are provided herein below:

S No	Name of the Director	Category	No. of meetings held during the tenure	No. of meetings attended
1	S. Subba Rao	Independent Director	4	4
2	K. Ramana Shyam Kumar	Independent Director	4	4
3	M. Narasimha Rao #	Independent Director	4	4

- The Managing Director and the Statutory Auditors are also invited to the meetings.
- # Mr. Narasimha Rao was appointed as Executive Director with effect from August 14, 2010

### IV. Remuneration Committee:

The terms of reference of the Committee are:

- to decide all elements of remuneration package of all the directors i.e. salary, benefits, bonus, pension etc.
- to decide details of fixed component and performance linked incentive along with the performance criteria.
- to decide service contracts, notice period, severance fees.
- to decide stock options details if any.



During the year under review, there was no meeting of Remuneration Committee conducted.

The Remuneration Committee consists all Independent Directors under the Chairmanship of Mr. K. Ramana Shyam Kumar.

### Composition, Name of Members and Chairperson:

S No	Name of the Director	Nature of Directorship	Membership
1	K. Ramana Shyam Kumar	Independent Director	Chairman
2	S. Subba Rao	Independent Director	Member
3	M. Narasimha Rao #	Independent Director	Member

# Mr. Narasimha Rao was appointed as Executive Director with effect from August 14, 2010. Therefore, the Remuneration Committee was re-constituted on 14.08.2010 by inducting Mr. R. Suresh Gupta, Independent Director in place of Mr. M. Narasimha Rao.

### Managerial Remuneration paid to directors during the financial year

No Remuneration paid to Directors except to whole time Directors of the Company and details of the remuneration is as follows:

Name of Director	Remuneration Paid
Mr. PVVRRLN. Prasad, Managing Director	Rs. 12,00,000/-

### Remuneration Policy:

To recommend/review the remuneration package periodically, to the executive directors. The remuneration policy is in consonance with the existing industry practice and also with the provisions of the Companies Act, 1956.

### V. Investor Grievance Committee:

The basic function of the Committee is to address shareholders' complaints / grievances pertaining to:

- i. transfer of shares;
- ii. dividends;
- iii. dematerialization of shares;
- iv. replacement of share torn / mutilated share certificates;
- v. non receipt of rights / bonus / split share certificates; and
- vi. other related issues.

The Committee comprises of Mr. PVVRRLN. Prasad, Mr. S. Subba Rao, and Mr. M. Narasimha Rao as the members. Mr. PVVRRLN. Prasad, Managing Director acts as the Chairman of the Committee.

There were no investor complaints during the year under review.

Mr. PVVRRLN. Prasad, Managing Director is the Compliance Officer.

There are no pending transfer/complaints as on 31-03-2010.

## VI. General Body Meetings:

a) The details of General Body Meetings held in the last three years are as under:

Financial Year	Location	Date and Time
2006-2007	1005, Deccan Towers, Basheerbagh, Hyderabad – 500029	29.09.2007 11-00 A.M
2007-2008	210, Aditya Trade Centre, Ameerpet, Hyderabad – 500 016	25.09.2008 04-00 P.M
2008-2009	Tabala Restaurant, Kukatpally, Hyderabad – 500 072	30.09.2009 10-30 A.M

- No Special Resolutions were passed in the previous three Annual General Meetings.
- No Ballots papers were used for voting at above meetings.

- b) No Special Resolutions passed last year through postal ballot (under Section 192A).
- c) No special resolution is proposed to be passed through postal ballot at the ensuing AGM.

## VII. OTHER DISCLOSURES:

- (a) There were no significant related party transactions that may have potential conflict with the interests of the Company at large.
- (b) In the preparation of financial statements, no treatment materially different from that prescribed in Accounting Standards had been followed.
- (c) There were no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets at any time during the last 3 years.
- (d) The Company has complied with all the mandatory requirements of Clause 49. As regards the non-mandatory requirements, the extent of compliance has been stated in this report against each item.

- (e) There were no material pecuniary relationships or transactions of the non-executive directors vis-à-vis the Company, other than payment of Board fees/commission and investments (if any) in shares / securities of the Company.

## VIII. MEANS OF COMMUNICATION:

The un-audited quarterly results and audited results for the year are generally published in one English newspaper (Business Standard/Financial Express) and at least one vernacular newspaper (Andhra Bhoomi,/Andhra Prabha) shortly after its submission to the Stock Exchanges. The results are also displayed on the Trinethra's web-site i.e. [www.trinethrainfra.com](http://www.trinethrainfra.com)

## IX) General Shareholders Information:

### a) 18th Annual General Meeting:

Date and Time	Thursday, 30th September 2010 at 4.00 PM
Venue	Hotel Aditya Park Inn, Aditya Trade Centre, Ameerpet, Hyderabad-16,

- b) Book Closure Date** : 28-09-2010 TO 30-09-2010 (inclusive of both days)
- c) Dividend Payment Date** : on or after October 06, 2010 but before 30 days from the date of declaration
- d) Financial Year and Calendar (Tentative) 2010-11:**

The Company follows April to March as its Financial Year. The results of every quarter beginning from April are declared in the first month following each quarter as per the provisions of Listing Agreement.

- e) Listing on Stock Exchanges** : 1) Ahmedabad Stock Exchange Limited
- 2) The equity shares are admitted as permitted security under IndoNext Segment category of the Bombay Stock Exchange Limited
- f) Listing Fees** : Listing fee for the year 2010-11 has been paid
- g) Stock Code** : ASE: 12292; BSE: 590091
- h) ISIN No.** : INE922D01011

**i) Stock Market Price Data:**

Month	Bombay Stock Exchange Limited (BSE)	
	High Price (Rs.)	Low Price (Rs.)
April 2009	34.70	27.00
May 2009	36.90	29.55
June 2009	35.85	27.95
July 2009	37.50	26.95
August 2009	34.00	23.05
September 2009	33.00	25.00
October 2009	30.00	23.40
November 2009	41.80	25.00
December 2009	52.95	40.10
January 2010	56.00	40.05
February 2010	52.45	40.05
March 2010	49.45	39.95

**j) Registrar & Share Transfer Agents (for shares held in both Physical and Demat mode) :** **CIL Securities Limited**  
214, Raghava Ratna Towers  
Chirag Ali Lane, Abids  
Hyderabad - 500001  
Phone: 040-23202465,  
Fax: 040-23203028  
Email: cilsec@rediffmail.com

**k) Share Transfer System :** The Physical shares transfers are processed and the share certificates are returned to the shareholders within a maximum period of one month from the date of receipt, subject to the document being valid and complete in all respects.

Any transferee who wishes to demat the shares may approach a Depository Participant along with a duly filled Demat Request Form, who shall, on the basis of the Share Certificate, generate a demat request

and send the same to the Registrar and Share Transfer Agents (RTA). On receipt, the Depository Registrar confirms the request.

All the requests for Dematerialization and shares are processed and the confirmation is given to the respective Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with in 21 days on receipt.

## l) Shareholding Pattern as on 31st March 2010:

Category	No. of Shares held	Percentage
Promoters	8706729	26.97
Mutual Funds & UTI	Nil	NA
Banks, Financial Institutions, Insurance Companies, & FII	Nil	NA
Private Corporate Bodies	9509624	29.46
Indian Public	14063077	43.57
NRIs / OCBs	70	NA
Foreign Nationals	Nil	NA
Any other (please specify)	NA	NA
<b>Total</b>	<b>32279500</b>	<b>100.00</b>

## m) Distribution of Shareholding as on 31st March 2010

Nominal Value of Shares in Rupees (1)	No. of Shareholders (2)	% of Shareholders (3)	No. of Shares (4)	% of Shares (5)
Upto 5000	773	79.53	443464	1.37
5001 10000	28	2.88	218593	0.68
10001 20000	33	3.39	468273	1.45
20001 30000	32	3.29	807754	2.50
30001 40000	13	1.34	455672	1.41
40001 50000	14	1.44	658693	2.04
50001 100000	30	3.09	2237527	6.94
100001 and above	49	5.04	26989524	83.61
<b>Total</b>	<b>972</b>	<b>100.00</b>	<b>32279500</b>	<b>100.00</b>

**n) Dematerialization of Shares:**

The equity shares of the Company are in compulsory demat segment. The Company has already entered into necessary agreements with NSDL and CDSL for Demat facility. As on 31st March 2010 2,21,48,985 equity shares are in demat form representing 68.62% of total equity share capital of the Company.

**o) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any GDRs / ADRs / Warrants / any convertible instruments.

**p) Plant Locations:**

As Trinethra belongs to infrastructure and real estate development industry, we do not have any plant locations. We have various projects spread across Hyderabad, Bangalore, Visakhapatnam, Kakinada and Eluru.

**q) Address for Investors Correspondence:**

Shareholders may address their communications/suggestions/grievances/queries pertaining to share transfer/demat including physical transfer requests and demat requisition forms, to the Company's Registrar and Share Transfer Agents and/or to the Company at the following address:

**Trinethra Infra Ventures Limited**

210, Aditya Trade Centre  
Ameerpet  
Hyderabad – 500 016  
Phone: 040-30724581  
Fax : 040-30724580  
Email: info@trinethrainfra.com

**CIL Securities Limited**

214, Raghava Ratna Towers  
Chirag Ali Lane, Abids  
Hyderabad - 500001  
Phones: 040-23202465  
Fax: 040-23203028  
Email: cilsec@rediffmail.com

**r) CEO Certification:**

As required by the revised clause 49 (V) of the Listing Agreement, the certificate from CEO was placed before the Board of Directors at their meeting held on May 31, 2010.

**s) Compliance Certificate of the Auditors:**

The Statutory Auditor has certified that the company has complied with the conditions of the Corporate Governance as stipulated in clause 49 of the listing agreement and the same forms part of the Annual Report. The Certificate from the statutory auditor will be sent to the stock exchange along with the Annual Report of the Company.



## Code of Conduct:

The Board has laid down a Code of Conduct for the Board of Directors and the senior management of the Company. The said Code is also posted on the website of the Company. All the Board members and the senior management have affirmed compliance with the Code.

Declaration of Compliance with the Code of Conduct:

I hereby confirm that all the Directors and the senior management team have affirmed compliance with the Company's Code of Conduct.

BY ORDER OF THE BOARD

Sd/-  
**PVRRLN. PRASAD**  
Managing Director

Place : Hyderabad  
Date : 14-08-2010

## **ELECTRONIC CLEARING SCHEME (ECS) FOR DIVIDEND**

The Reserve Bank of India (RBI) has provided an Electronic Clearing Scheme (ECS) to the investors as an option to receive dividend directly through their bank accounts rather than receiving the same in the form of Dividend Warrants. Under this option, an investor's bank account is directly credited and intimation thereof is sent by the Company to the shareholder.

This service provides instantaneous credit to the shareholders account and protects against fraudulent interception and encashment of dividend warrants but also eliminates dependence on the postal system, loss/damage of dividend warrants in transit and correspondence relating to revalidation/issue of duplicate warrants.

### **Shareholders holding shares in physical form**

Investors who would like to avail this facility and are holding shares in physical form may send in their ECS Mandate Form, duly filled in to the Company's Registrar and Transfer Agents, CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001. The ECS Mandate Form is annexed at the end of the annual report. The ECS Mandate instruction should be under the signature of the shareholder(s) as per the specimen signature records lodged with the Company.

### **Shareholders holding shares in Electronic/Demat form**

Investors holding shares in demat or electronic form may send in their ECS Mandate to the concerned Depository Participant (DP) directly, in the format prescribed by the D.P Pursuant to the Depository Regulations, the Company is obliged to pay dividend on dematerialized shares as per the details furnished by the concerned DP. The Company or the Registrar and Transfer Agents cannot make any change in such records received from the Depository.

## **NOMINATION FACILITY**

Pursuant to the provision of Section 109A of the Companies Act, 1956, members are entitled to make a nomination in respect of the shares held by them. Members holding shares in physical form and desirous of making a nomination are requested to send their request in Form 2B (A format is given at the end of the annual report), to the Company's Registrar and Transfer Agents, CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001. Members holding shares in electronic form are requested to give the nomination request to their respective Depository Participants directly.

Place : Hyderabad  
Date : 14-08-2010

**BY ORDER OF THE BOARD**

Sd/-  
**PVVRRLN. PRASAD**  
Managing Director



## CHIEF EXECUTIVE OFFICERS (CEO) CERTIFICATION

I have reviewed the financial statements, read with the cash flow statement of Trinethra Infra Ventures Limited for the year ended March 31, 2010 and that to the best of my knowledge and belief, I state that:

- a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading.
- (ii) These statements present true and fair view of the company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- b) These are, to the best of my knowledge and belief, no transaction entered into by the company during the year which are fraudulent, illegal or in violation of the company's Code of Conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting. I have evaluated the effectiveness of internal control systems of the company and have disclosed to the auditors and audit committee deficiencies in the design or operation of internal control, if any, and steps taken or proposed to be taken for rectifying these deficiencies.
- d) I have indicated to the auditors and audit committee:
  - (i) Significant changes in accounting policies made during the year and that the same haven disclosed suitably in the notes to the financial statements; and
  - (ii) There are no instances of fraud involving the management or an employee.

Place : Hyderabad  
Date : 31-05-2010

**BY ORDER OF THE BOARD**

Sd/-  
**PVVRRLN. PRASAD**  
Managing Director



## **AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members of Trinethra Infra Ventures Limited

We have examined the compliance of conditions of corporate governance by Trinethra Infra Ventures Limited for the year ended on 31st March 2010 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 nor 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.

**For P.S.Nagaraju & Co.,**  
Chartered Accountants

Sd-  
**CA P.S.Nagaraju**  
M.No.210268  
(Firm No:011447S)

Place : Hyderabad  
Date : 14-08-2010

## AUDITOR'S REPORT

To  
The Members of  
**TRINETHRA INFRA VENTURES LIMITED**  
Hyderabad.

We have audited the attached Balance Sheet of **TRINETHRA INFRA VENTURES LIMITED** as at 31st March 2010 the Profit and Loss Account and also the Cash Flow Statement of the Company 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. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies(Auditor's Report)Order,2003 duly amended by DCA notification G.S.R.766(E) dated 25th November 2004(hereinafter to be referred to as "the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (ii) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
- (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- (v) On the basis of written representations received from the directors, on 31st March, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;



- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010;
- (b) In the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**For P.S.Nagaraju & Co.,**  
Chartered Accountants

Sd-  
**CA P.S.Nagaraju**  
M.No.210268  
(Firm No:011447S)

Place : Hyderabad  
Date : 31-05-2010

## **ANNEXURE TO THE AUDITOR'S REPORT**

Referred to in paragraph 3 of our Report of even date

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of all fixed assets.
- (b) Physical verification of major assets was conducted by the management during the year, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification as compared with the book records. During the year, the Company has not disposed off substantial part of its fixed assets.
- (c) During the year, the Company has not disposed off substantial part of its fixed assets.
2. (a) The inventory of stocks or stores and spare parts has been physically verified during the year by the Management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the company and nature of its business.
- (c) In our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
3. The company has neither granted nor taken any loans, secured or unsecured, from companies, firms or other parties listed in the Register maintained u/s 301 of the Companies Act, 1956.  
  
Since the company has not granted or taken any loans from parties listed in the register maintained u/s 301, clauses 3(b), 3(c) and 3(d) are not applicable.
4. In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to the purchases of stores, raw materials including components, plant and machinery, equipment and other assets and with regard to the sale of goods and services. During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
5. To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that there were no contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956. Consequently, requirement of clauses (5A) and (5B) of paragraph 4 of the order are not applicable.

6. The Company has not accepted any deposits from the public.
7. The Company has an internal audit system, which in our opinion is commensurate with the size of the company and the nature of its business.
8. According to the information given to us the Central Government has not prescribed maintenance of cost records u/s 209(1) (d) of the Companies Act in respect of the business of the company.
9.
  - (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs duty, Excise duty, Cess and Other material statutory dues applicable to it.
  - (b) There are no undisputed amounts outstanding as at March 31, 2010 for a period of more than six months from the date they became payable.
  - (b) As per the information furnished to us the amounts lying with the company in unpaid dividend account and the interest accrued thereon which have remained unclaimed or unpaid for a period of 7 years or more have not been transferred to the account of the Central Government as required by Sec 205A (5) of the Companies Act, 1956.
10. The company has no accumulated losses as at 31st March, 2010 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us, The Company has not defaulted in repayment of dues to any financial institutions or bank or debenture holders, as at the Balance Sheet.
12. The company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause (xiii) of paragraph 4 of the order are not applicable.
14. The company is maintaining proper records and recording the transactions and contracts and timely entries have been made therein; also the shares, securities, debentures and other investments have been held by the company, in its own name except to the extent of the exemption, if any, granted under section 49 of the Act;
15. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.

16. To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the term loans obtained during the year were, prima facie, applied by the Company for the purpose for which they were obtained, other than temporary deployment pending application.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, the funds raised on short term basis have not been used for long term investments and vice versa.
18. According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies listed in the register maintained u/s 301 of the Companies Act, 1956.
19. According to the information and explanations given to us and on the basis of records examined by us, the Company has not issued any debentures during the year and outstanding as at the end of the year.
20. The company has not raised any money by issue of shares to public.
21. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

**For P.S.Nagaraju & Co.,**  
Chartered Accountants

Sd-  
**CA P.S.Nagaraju**  
M.No.210268  
(Firm No:011447S)

Place : Hyderabad  
Date : 31-05-2010

## BALANCE SHEET AS ON 31.03.2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	AS ON 31.03.2010	AS ON 31.03.2009
<b>SOURCES OF FUNDS</b>			
<b>Share Capital</b>	1	64559000.00	64559000.00
Resrvs and Surplus	2	64447142.00	25630232.00
<b>Sub Total</b>		<b>129006142.00</b>	<b>90189232.00</b>
<b>Loan Funds</b>			
Secured Loans	3	85209378.00	720685.00
Unsecured Loans	4	23712428.00	2126865.00
<b>Sub Total</b>		<b>108921806.00</b>	<b>2847550.00</b>
Deferred tax liability (net)	5	12817603.00	2070552.00
		<b>250745551.00</b>	<b>95107334.00</b>
<b>APPLICATION OF FUNDS</b>			
<b>Fixed Assets</b>	6		
Gross Block		77309952.00	20495282.00
Less : Accumulated depreciation and amortisation		16814640.00	6217690.00
Net Block		60495312.00	14277592.00
Capital work-in-progress (including capital advances)			
<b>Sub Total</b>		<b>60495312.00</b>	<b>14277592.00</b>
Investments	7	34390000.00	26295000.00
<b>Current Assets, Loans and Advances</b>			
Inventories	8	34074654.00	20674995.00
Sundry Debtors	9	274087536.00	16557410.00
Cash and Bank balances	10	1429921.00	2646266.00
Other Current Assets	11	24429322.00	8514440.00
Loans and Advances	12	304263836.00	64266803.00
Deposits		39700.00	
<b>Sub Total</b>		<b>638324969.00</b>	<b>112659914.00</b>
<b>Less : Current Liabilities and Provisions</b>			
Current Liabilities	13	449001720.00	37053310.00
Provisions	14	33463010.00	21071862.00
<b>Sub Total</b>		<b>482464730.00</b>	<b>58125172.00</b>
Net Current Assets		155860239.00	54534742.00
		<b>250745551.00</b>	<b>95107334.00</b>
Significant Accounting Policies	23		
Notes to Financial Statements			

Schedule annexed hereto form an integral part of the Balance Sheet and should be read in conjunction therewith

As per our report of even date

**FOR P. S. NAGARAJU & CO.,**  
CHARTERED ACCOUNTANTS

Sd/-

**CA P. S. Nagaraju**

PARTNER

(Membership No. 210268)

(Firm Registration No. 011447S)

Place : Hyderabad

Date : 31-05-2010

**For and on behalf of the Board**

Sd/-

**MANAGING DIRECTOR**

Sd/-

**DIRECTOR**



## **PROFIT & LOSS ACCOUNT** FOR THE YEAR ENDED 31.03.2010 (Amount in Rs.)

<b>PARTICULARS</b>	<b>SCH. NO.</b>	<b>AS ON 31.03.2010</b>	<b>AS ON 31.03.2009</b>
<b>INCOME</b>			
Receipts from Works and Other Income	15	1009837476.00	476246798.00
		<b>1009837476.00</b>	<b>476246798.00</b>
<b>EXPENDITURE</b>			
Direct Expenses	16	913185033.00	430287474.00
Establishment Expenses	17	4496831.00	3228230.00
Finance Charges	18	4254232.00	470613.00
Admin Expenditure	19	7067589.00	3843378.00
Depreciation and Amortisation	20	10596950.00	2224111.00
		<b>939600635.00</b>	<b>440053806.00</b>
<b>Profit before Tax [PBT]</b>		70236841.00	36192992.00
Tax Expense	21	23866851.00	12422099.00
Profit after Tax [PAT]		46369990.00	23770893.00
Earlier Year items		0.00	0.00
<b>Net Profit</b>		46369990.00	23770893.00
Balance as per last balance sheet		25630232.00	5635879.00
Balance available for appropriation		72000222.00	29406772.00
<b>APPROPRIATION</b>			
Dividend on Equity Shares Proposed		6455900.00	3227950.00
Tax on Dividend Proposed		1097180.00	548590.00
Transfer to General Reserve		0.00	0.00
<b>Balance carried to Balance Sheet</b>		<b>64447142.00</b>	<b>25630232.00</b>
<b>Earnings per Share</b>			
Basic Earnings Per Share	22	1.44	0.80
Diluted Earnings Per Share		1.44	0.80
Significant Accounting Policies	23		
Notes to Financial Statements			

Schedules annexed hereto form an integral part of the Balance Sheet and should be read in conjunction therewith.

As per our report of even date  
**FOR P. S. NAGARAJU & CO.,**  
CHARTERED ACCOUNTANTS

**For and on behalf of the Board**

Sd/-  
**CA P. S. Nagaraju**  
PARTNER  
(Membership No. 210268)  
(Firm Registration No. 011447S)

Sd/-  
**MANAGING DIRECTOR**

Sd/-  
**DIRECTOR**

Place : Hyderabad  
Date : 31-05-2010

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2010

(As required under Clause 32 of the Agreement with stock exchange) (Amount in Rs.)

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Taxes and Extraordinary Items	70236841.00	36192992.00
ADD :		
Depreciation	10596950.00	2224111.00
Amortisation of Expenses	0.00	0.00
Sub Total	10596950.00	2224111.00
Operating Profit before Working Capital Adjustment	80833791.00	38417103.00
ADJ :		
Stocks	(13399659.00)	(20674995.00)
Sundry Debtors	(257530126.00)	(5578044.00)
Other Current Assets	0.00	250000.00
Loans and Advances	(239997033.00)	9977352.00
Deposits	(39700.00)	0.00
Current Liabilities & Provisions	419684835.00	20641536.00
Profit / (Loss) on Sale Assets		
Sub Total	(91281683.00)	4615849.00
Cash generated from Operations	(10447892.00)	43032952.00
LESS :		
Direct Taxes paid	28156499.00	10921123.00
Cash Flow before Extra Ordinary items	(38604391.00)	32111829.00
LESS :		
Extra Ordinary items	0.00	0.00
<b>Total</b>	<b>(38604391.00)</b>	<b>32111829.00</b>
<b>B) Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	(56814670.00)	(7223965.00)
Advance for Capital Works	0.00	0.00
Sale of Fixed Assets	0.00	0.00
Investments	(8095000.00)	(26295000.00)
Deposits	0.00	0.00
Deferred Tax	0.00	0.00
<b>Total</b>	<b>(64909670.00)</b>	<b>(33518965.00)</b>
<b>C) Cash Flow from Financing Activities</b>		
Share Capital	0.00	14000000.00
Working Capital	80423605.00	0.00
Term Loans	4065088.00	720685.00
Other Loans	21585563.00	(11518220.00)
Dividend Paid	(3776540.00)	0.00
<b>Total</b>	<b>102297716.00</b>	<b>3202465.00</b>
<b>Total (A) + (B) + (C)</b>	<b>(1216345.00)</b>	<b>1795329.00</b>
Cash and Cash equivalents at the beginning	2646266.00	850937.00
Cash and Cash equivalents at the close	1429921.00	2646266.00

Schedule annexed hereto form an integral part of the Balance Sheet and should be read in conjunction therewith

As per our report of even date

**For and on behalf of the Board**

**For P. S. NAGARAJU & CO.,**  
CHARTERED ACCOUNTANTS

Sd/-

Sd/-

Sd/-

**CA P. S. Nagaraju**

PARTNER

(Membership No. 210268)

(Firm Registration No. 011447S)

**MANAGING DIRECTOR**

**DIRECTOR**

Place : Hyderabad

Date : 31-05-2010

## SCHEDULES FORMING PART OF BALANCE SHEET

(Amount in Rs.)

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
<b>SCHEDULE - 1 - Share Capital</b>		
Authorised		
3,75,00,000 Equity Shares of Rs.2/- each (3,75,00,000 Equity Shares of Rs.2/- each)	75000000.00	75000000.00
Issued, Subscribed and Paid-up		
3,22,79,500 Equity Shares of Rs.2/- each (3,22,79,500 Equity Shares of Rs.2/- each)	64559000.00	64559000.00
<b>Total</b>	<b>64559000.00</b>	<b>64559000.00</b>
<b>Schedule No.2 - Reserves and Surplus</b>		
Reserves		
Profit and Loss Account		
As per last balance sheet	25630232.00	5635879.00
Transfer from profit and loss account	38816910.00	19994353.00
Sub Total	64447142.00	25630232.00
<b>Total</b>	<b>64447142.00</b>	<b>25630232.00</b>
<b>Schedule No.3 - Secured Loans</b>		
From Banks		
Working Capital Facilities	80423605.00	0.00
Vehicle Loans	4345844.00	0.00
From Others		
Subsidiaries and Associates	0.00	0.00
Others	439929.00	720685.00
<b>Total</b>	<b>85209378.00</b>	<b>720685.00</b>
<b>Schedule No.4 - Unsecured Loans</b>		
From Banks	0.00	0.00
From Others		
Subsidiaries and Associates	10862645.00	0.00
Others	12849783.00	2126865.00
<b>Total</b>	<b>23712428.00</b>	<b>2126865.00</b>
<b>Schedule No.5 - Deferred Tax Liability (net)</b>		
On Account Timing differences		
Depreciation	12817603.00	2070552.00
Diminution in value of investment	0.00	0.00
<b>Total</b>	<b>12817603.00</b>	<b>2070552.00</b>

## SCHEDULES FORMING PART OF BALANCE SHEET

### Schedule No.6 - Fixed Assets

(Amount in Rs.)

Gross Block	2009	Additions	Disposals	2010
Land		10378050.00	0.00	10378050.00
Plant and Machinery	5664450.00	40075000.00	0.00	45739450.00
Furnitures and Fixtures	1659722.00	0.00	0.00	1659722.00
Computers	11978040.00	169639.00	0.00	12147679.00
Vehicles	1193070.00	6191981.00	0.00	7385051.00
	<b>20495282.00</b>	<b>56814670.00</b>	<b>0.00</b>	<b>77309952.00</b>
	(13271317.00)	(7223965.00)	0.00	(20495282.00)
<b>Depreciation</b>				
Land	0.00	0.00	0.00	0.00
Plant and Machinery	155090.00	8272030.00	0.00	8427120.00
Furnitures and Fixtures	320067.00	105060.00	0.00	425127.00
Computers	5685862.00	1946223.00	0.00	7632085.00
Vehicles	56671.00	273637.00	0.00	330308.00
	<b>6217690.00</b>	<b>10596950.00</b>	<b>0.00</b>	<b>16814640.00</b>
	(3993579.00)	(2224111.00)	0.00	(6217690.00)
<b>Net Block</b>				
Land	0.00			10378050.00
Plant and Machinery	5509360.00			37312330.00
Furnitures and Fixtures	1339655.00			1234595.00
Computers	6292178.00			4515594.00
Vehicles	1136399.00			7054743.00
	<b>14277592.00</b>			<b>60495312.00</b>
	(14277592.00)			(9277738.00)

## SCHEDULES FORMING PART OF BALANCE SHEET

(Amount in Rs.)

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
<b>Schedule No.7 - Investments</b>		
<b>Class</b>		
<b>No. of Shares</b>		
Long Term		
Equity Shares (Quoted)		
Ambica Agarbathies Aroma & Industries Limited	Equity 1900000	
	34200000.00	26295000.00
Margadarsi Chit Fund Pvt Ltd J-333	165000.00	0.00
Religare PSU EG	25000.00	0.00
<b>Total</b>	<b>34390000.00</b>	<b>26295000.00</b>
<b>Schedule No.8 - Inventories</b>		
Materials	0.00	0.00
Construction works in progress	34074654.00	20674995.00
<b>Total</b>	<b>34074654.00</b>	<b>20674995.00</b>
<b>Schedule No.9 - Sundry Debtors</b>		
(Considered good unless otherwise stated)		
Debts over six months		
Secured	0.00	0.00
Unsecured	0.00	0.00
Debts below six months		
Secured	0.00	0.00
Unsecured	274087536.00	16557410.00
<b>Total</b>	<b>274087536.00</b>	<b>16557410.00</b>
<b>Schedule No.10 - Cash and Bank balances</b>		
Cash in Hand	611619.00	328739.00
Cheques in Hand	0.00	0.00
Bank balances		
Scheduled Banks		
Current Accounts	819302.00	2317527.00
Fixed Deposits		
Lien Marked	0.00	0.00
Others	0.00	0.00
Other Banks		
Current Accounts	0.00	0.00
Fixed Deposits		
Lien Marked	0.00	0.00
Others	0.00	0.00
<b>Total</b>	<b>1430921.00</b>	<b>2646266.00</b>

## SCHEDULES FORMING PART OF BALANCE SHEET

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
<b>Schedule No.11 - Other Current Assets</b>		
Unbilled Receivables	0.00	0.00
Interest Accrued	0.00	0.00
TDS Receivable	24429322.00	8514440.00
Advances Taxes [Refund Due]	0.00	0.00
<b>Total</b>	<b>24429322.00</b>	<b>8514440.00</b>
<b>Schedule No.12 - Loans and Advances</b>		
(Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or kind or for value to be received		
Secured		
Land Advances	166660601.00	49549541.00
Work Advances	137603235.00	4865199.00
Others	0.00	9852063.00
UnSecured		
Land Advances	0.00	0.00
Work Advances	0.00	0.00
<b>Total</b>	<b>304263836.00</b>	<b>64266803.00</b>
<b>Schedule No.13 - Current Liabilities</b>		
Sundry Creditors		
Supplies	0.00	0.00
Works	449001720.00	6283917.00
Services	0.00	1294279.00
Advances	0.00	29475114.00
Directors Remuneration payable	0.00	0.00
TDS Payable (incl. interest)	0.00	0.00
Others	0.00	0.00
<b>Total</b>	<b>449001720.00</b>	<b>37053310.00</b>
<b>Schedule No.14 - Provisions</b>		
Provision for Tax		
Income Tax	13119800.00	12167373.00
Fringe Benefit Tax	0.00	74244.00
Other dues	12790130.00	5053705.00
Proposed Dividend		
Dividend	6455900.00	3227950.00
Dividend Tax	1097180.00	548590.00
<b>Total</b>	<b>33463010.00</b>	<b>21071862.00</b>

## SCHEDULES FORMING PART OF PROFIT & LOSS ACCOUNT

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
<b>Schedule No.15 - Receipts from Works and Other Income</b>		
Sales and Other Contract Receipts	1009837476.00	476246798.00
<b>Total</b>	<b>1009837476.00</b>	<b>476246798.00</b>
<b>Schedule No.16 - Direct Expenses</b>		
Purchases and Other Contract Payments	926584692.00	450962469.00
Less : Closing Work in progress	34074654.00	20674995.00
Add : Opening Work in progress	20674995.00	0.00
<b>Total</b>	<b>913185033.00</b>	<b>430287474.00</b>
<b>Schedule No.17 - Establishment Expenses</b>		
Salaries and Bonus	2328221.00	1383077.00
Directors Remuneration	1800000.00	1800000.00
Employee Benefits	368610.00	45153.00
<b>Total</b>	<b>4496831.00</b>	<b>3228230.00</b>
<b>Schedule No.18 - Finance Charges</b>		
Interest		
Fixed period loans	188248.00	52938.00
Working Capital loans	2023027.00	0.00
Others	1267890.00	159780.00
Charges		
Banks	775067.00	257895.00
Others	0.00	0.00
<b>Total</b>	<b>4254232.00</b>	<b>470613.00</b>
<b>Schedule No.19 - Admin Expenditure</b>		
Legal and Professional Fee	2565857.00	908970.00
Utilities	210187.00	81712.00
Audit Fee	120000.00	50000.00
Advertisement and Business promotion	288720.00	20050.00
Office Maintenance	302893.00	145983.00
Rent and Maintenance	880721.00	471135.00

## SCHEDULES FORMING PART OF PROFIT & LOSS ACCOUNT

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
Petrol, conveyance and Transport	1516956.00	1380985.00
Communication Expenses	257224.00	169166.00
Printing and Stationery	197211.00	82495.00
Insurance, Rates and Taxes	241392.00	378313.00
Misc. Expenses	325164.00	26370.00
Repairs and Maintenance	161264.00	128199.00
<b>Total</b>	<b>7067589.00</b>	<b>3843378.00</b>
<b>Schedule No.20 - Depreciation and Amortisation</b>		
On Fixed Assets	10596950.00	2224111.00
On Current Assets	0.00	0.00
On Investments	0.00	0.00
<b>Total</b>	<b>10596950.00</b>	<b>2224111.00</b>
<b>Schedule No.21 - Tax Expenses</b>		
Income Tax	13119800.00	12167373.00
Fringe Benefit Tax	0.00	74244.00
Deferred Tax	10747051.00	180482.00
<b>Total</b>	<b>23866851.00</b>	<b>12422099.00</b>
<b>Schedule No.22 - Earnings Per Share</b>		
Net Profit attributable to Equity Share Holders	46369990.00	23770893.00
Add : Earlier Items	0.00	0.00
<b>Total</b>	<b>46369990.00</b>	<b>23770893.00</b>



## SCHEDULES FORMING PART OF PROFIT & LOSS ACCOUNT

PARTICULARS	AS ON 31.03.2010	AS ON 31.03.2009
Nominal Value of Equity Share	2.00	2.00
Total No. of Equity shares outstanding [ Effective ]	32279500.00	29709635.00
Less : Equivalent No. of shares for the calls in arrears	0.00	0.00
Effective No. of Equity Shares for considering calculation of Basic EPS	32279500.00	29709635.00
Adj : Adjustment for no. of shares required for calculation of Diluted EPS	0.00	0.00
Effective No. of Equity Shares for considering calculation of Diluted EPS	32279500.00	29709635.00
Basic Earnings per Equity Share	1.44	0.80
Diluted Earnings per Equity Share (Rounded off to two decimal places)	1.44	0.80

## SCHEDULE – 23:

### 1. ACCOUNTING POLICIES:

1. These accounts are prepared on the historical cost basis and on the accounting principles of a going concern.
2. Accounting Policies are not specifically referred are otherwise consistent with General Accounting principals.
3. Fixed Assets are stated at cost less depreciation.
4. Depreciation on Fixed Assets is provided on Straight Line Value Method at the rates provided under Schedule XIV of the Companies Act, 1956.

### 2. NOTES ON ACCOUNTS:

1. There were no employees who are in receipt of remuneration of Rs.24,00,000/- or more per annum if employed throughout the financial year or Rs.2,00,000/- or more if employed for part of the financial year.
2. Foreign Exchange Earnings : NIL (NIL)  
Foreign Exchange Out go : NIL (NIL)
3. Since the company does not deal in Stocks, no quantitative details are being furnished.
4. Balances of Banks, Sundry Debtors, Creditors and Loans and Advances are subject to conformation.
5. Remuneration to Statutory Auditors : Rs.1,20,000/-
6. There were no imports of capital goods, raw materials, stores and spares during the year.
7. Inventory:  
  
The Stock of Work-in-Progress and Finished goods has been valued at the lower of cost and net realizable value. The Cost has been measured on the standard cost/moving average/FIFO basis as applicable and includes cost of materials and cost of conversion.
8. Investments:  
  
Long-term investments are stated at cost less permanent diminution in value, if any. Current investments are stated at lower of cost and net realisable value.

9. Earnings per Share (EPS) :

The following particulars are furnished as required by Accounting Standard - 20 on "Earning per Share" issued by ICAI.

Particulars	2009-10	2008-09
Profit after tax (Amount in Rs.)	4,63,69,990	23,70,892
No. of Equity Shares (Effective)	3,22,79,500	3,22,79,500
Face Value (Amount in Rs.)	2	2
Basic / Diluted EPS (Amount in Rs.)	1.44	0.80

10. Deferred Tax :

In accordance with Accounting Standard – 22 on "Accounting for Taxes on Income" issued by ICAI, the company has accounted for Deferred Tax.

(Amount in Rs.)

Particulars	2009-10	2008-09
Due to timing difference in depreciation Under Income Tax Act, 1961 and under Companies Act, 1976	3,16,18,273	4,76,470

11. Managerial Remuneration: Rs.18,00,000/- for the F.Y 2009-2010.
12. Contingent Liabilities : NIL
13. Figures in the bracket denote last year figures.
14. Previous year figures are regrouped or rearranged wherever necessary.
15. Paise have been rounded off to the nearest rupee.

As per our report of even date  
**FOR P. S. NAGARAJU & CO.,**  
 CHARTERED ACCOUNTANTS  
 Sd/-  
**CA P. S. Nagaraju**  
 PARTNER  
 (Membership No. 210268)  
 (Firm Registration No. 011447S)

**For and on behalf of the Board**

Sd/-	Sd/-
<b>MANAGING DIRECTOR</b>	<b>DIRECTOR</b>

Place : Hyderabad  
 Date : 31-05-2010

## BALANCE SHEET ABSTRACT AND COMPANY GENERAL BUSINESS PROFILE AS PER SCHEDULE VI TO THE COMPANIES ACT, 1956

**2009-10**

### Registration Details

Registration No	15033
State Code	1
Balance Sheet date	31.03.2010

### Capital Raised During The Year (Amount in Rs.)

Public Issue	NIL
Bonus Issue	NIL
Bonus Issue	NIL
Private Placements	NIL

### Position of Mobilisation and Development funds : (Amount in Rs.)

Total Liabilities	250746551
Total Assets	250746551

### Sources of Funds

Paid up capital	64559000
Reserve & Surplus	64447142
Secured Loans	85209378
Unsecured Loans	23712428

### Application Funds

Net Fixed Assets	60495312
Investments	34390000
Net Current Assets	155860239
Misc. Expenditure	NIL
Accumulated Loss/Profits	NIL

### Performance of The Company : (Amount in Rs.)

Turn Over	1009837476
Expenses	939600635
Profit Before Tax	70236841
Profit After Tax	46369990
Earning Per Share	1.44

### Generic Name of Principal of The company

(As Per The Monetary Terms)	
Item Code No	: NA
Production Description	: Construction

As per our report of even date

**For and on behalf of the Board**

**FOR P. S. NAGARAJU & CO.,**  
CHARTERED ACCOUNTANTS

Sd/-

Sd/-

Sd/-

**CA P. S. Nagaraju**

PARTNER

**MANAGING DIRECTOR**

**DIRECTOR**

(Membership No. 210268)

(Firm Registration No. 011447S)

Place : Hyderabad

Date : 31-05-2010



## BANK PARTICULARS

To  
 The Manager  
 CIL Securities Limited  
 214, Raghava Ratna Towers,  
 Chirag Ali Lane, Abids, HYDERABAD - 500001

Date:

<b>FOR OFFICE USE ONLY</b>	
Ref. No. :	
Date :	

Dear Sir,

Sub : Payment of Dividend (FY: 2009-2010)  
 (Electronic Clearing Service / Bank Particulars)

**ECS**

I wish to participate in the Electronic Clearing Service and given below the details of my bank account, to which you may electronically credit the payment due to me against the reference folio number mentioned below:

1. Name of the First Holder (In Block Letters) : \_\_\_\_\_
2. Regd. Folio No : 

--	--	--	--	--	--	--	--	--	--
3. Bank & Branch Name & Address : \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_
4. Account Number  
 (As appearing on your Cheque Book) : \_\_\_\_\_
5. Ledger Folio Number  
 (As appearing on your Cheque Book) : \_\_\_\_\_
6. Account Type  
 (Saving Bank / Current / Cash Credit A/c) : \_\_\_\_\_
7. 9 Digit Code number of the Bank & Branch: 

--	--	--	--	--	--	--	--	--	--

  
 appearing on the MICR Cheque issued by th Bank. (Please attach a photocopy of cheque for verifying the accuracy of the MICR Code Number)

I hereby declare that the particulars given above are correct and complete. I undertake to inform of any subsequent changes in the above particulars. If the ECS payment transaction is delayed or not effected for any reasons beyond the control of the Company, I would not hold the Company responsible.

**Signature of the first named shareholder :** \_\_\_\_\_

Name : \_\_\_\_\_

Address: \_\_\_\_\_

Note: In case of shares held in demat form, the above particulars for ECS facility / bank particulars have to be provided to your Depository Participant (DP), quoting your Client ID No. to them.



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**Form 2B**

(See rules 4CCC and 5D)

**NOMINATION FORM**

(to be filed in by individuals(s) applying singly or jointly)

I/we \_\_\_\_\_ and \_\_\_\_\_  
 \_\_\_\_\_ and \_\_\_\_\_ the holders of shares  
 bearing number(s) \_\_\_\_\_ of M/s. Trinethra Infra Ventures Limited  
 wish to make a nomination and do hereby nominate the following person(s) in whom all  
 rights of transfer and/or amount payable in respect of shares shall vest in the event of my  
 or our death.

Name(s) and Address(es) of Nominee(s)

Name : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_  
 \_\_\_\_\_

Date of Birth\* \_\_\_\_\_

\* (to be furnished in case the nominee is a minor)

\*\* The Nominee is a minor whose guardian is \_\_\_\_\_

Name and Address : \_\_\_\_\_

(\*\* To be deleted if not applicable)

**Signature :** \_\_\_\_\_

Name : \_\_\_\_\_

Address : \_\_\_\_\_

Date: \_\_\_\_\_

**Signature:** \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Date: \_\_\_\_\_

**Signature:** \_\_\_\_\_

Name: \_\_\_\_\_

Address : \_\_\_\_\_

Date: \_\_\_\_\_

Address, Name and Signature of witnesses:

Name and Address

Signature with date

-----

1.

2.

## INSTRUCTIONS:

1. The Nomination can be made by individuals only applying/holding shares on their own behalf singly or jointly upto two persons. Non-individual including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the shares are held jointly, all joint holders will sign the nomination form. Space is provided as a specimen, if there are more joint holders more sheets can be added for signatures of holders of shares and witness.
2. A minor can be nominated by a holder of shares and in that event the name and address of the guardian shall be given by the holder.
3. The nominee shall not be a trust, society, body corporate, and partnership firm, Karta of Hindu Undivided Family or a power of attorney holder. A non-resident Indian can be a nominee on re-patriable basis.
4. Transfer of share(s) in favour of a nominee shall be a valid discharge by a company against the legal heir.
6. The intimation regarding Nomination/ Nomination Form shall be filed in duplicate with the Company who will return one copy thereof to the shareholder.





## TRINETHRA INFRA VENTURES LIMITED

#210, Aditya Trade Centre, Ameerpet, HYDERABAD – 500 016

### ATTENDANCE SLIP

I hereby record my presence at the 18th Annual General Meeting of the members of the company to be held on Thursday, the 30th day of September 2010 at 4.00 PM at Hotel Aditya Park Inn, Aditya Trade Centre, Ameerpet, Hyderabad - 500016, AP.

Share holders / Proxy's Signature.....

Shareholders/ Proxy's full name.....  
(In Block Letters)

Folio No. /DP & Client ID.....

No. of Shareholders held.....

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



## TRINETHRA INFRA VENTURES LIMITED

#210, Aditya Trade Centre, Ameerpet, HYDERABAD – 500 016

### PROXY FORM

I/We-----of-----  
-----being a Member(s) of above named company, hereby appoint-----  
of----- or failing him/ her-----of -----as my/our  
proxy to attend and vote for me/us, on my/our behalf at the 18th Annual General Meeting  
of the Company to be held on Thursday, the 30th day of September 2010 at 4.00 P.M at  
Hotel Aditya Park Inn, Aditya Trade Centre, Ameerpet, Hyderabad - 500016, AP. and at any  
adjourned meeting thereof.

As Witnessed signed this-----day of September 2010  
Affixed Re.1/- Revenue Stamp.

Signature\_\_\_\_\_

Folio no / DP ID & Client ID\_\_\_\_\_

No. of shares held\_\_\_\_\_

Affix Re.1/-  
Revenue  
Stamp

Note: The proxy in order to be effective should be duly stamped, completed, signed and must be deposited at the Registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The proxy need not be a member of the company.