

# ANNUAL REPORT 2011-2012



## ● BOARD OF DIRECTORS ●

Shri S.K. Garg	Chairman	Shri Arvind Bajaj	Director
Shri Pankaj Bajaj	Managing Director	Shri Anil Tiwari	Director
Shri Srikant Jajodia	Whole Time Director	Shri Ashish Jain	Director
Shri J.P. Bhargava	Director	Shri Ranjit Khattar	Director

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**NOTICE**

Notice is hereby given that the 27th Annual General Meeting of the Members of M/s **Eldeco Housing and Industries Limited** will be held on Friday, the 28th day of September, 2012, at 2.30 P.M. at Hotel Express Sarovar Portico, Sector-39, Surajkund, Faridabad, Haryana, 121010 to transact the following business:

**Ordinary Business**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date together with the Reports of the Auditors and Directors thereon.
2. To declare dividend on Equity Shares for the year ended 31st March, 2012.
3. To appoint a Director in place of Mr. Arvind Bajaj who retires by rotation and, being eligible, offers himself for re appointment.
4. To appoint a Director in place of Mr. Jagdish Prasad Bhargava who retires by rotation and, being eligible, offers himself for re appointment.
5. To appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.

The present Statutory Auditors M/s Doogar and Associates, Chartered Accountants, New Delhi, are holding the office till the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

**Special Business**

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:
 

**“Resolved that** pursuant to the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956, or any amendment or modifications thereof, read with Schedule XIII to the said Act, and subject to such other consents/approvals as may be required the re-appointment of Mr. Srikant Jajodia as a Whole Time Director of the Company be and is hereby approved for a further period of three years from 1st December, 2012 at the following remuneration package:

  - a. Salary Rs.2,00,000 per month;
  - b. Rent free Company’s furnished accommodation;
  - c. Reimbursement of medical expenses incurred for self and family subject to a ceiling of one month’s salary in a year or 3 months’ salary over a period of 3 years;
  - d. Leave travel concession for self & family once in a year as per the rules of the Company;
  - e. Personal Accident Insurance Premium not exceeding Rs.10,000 per annum;
  - f. Club fees subject to a maximum of two clubs, (This will not include admission and Life membership fees);
  - g. Provident fund, Superannuation benefits and Gratuity as per the rules of the Company subject to the ceilings as per the guidelines for managerial remuneration in force from time to time;
  - h. Provision of Company’s Car;
  - i. Provision of free telephone at residence; and
  - j. Encashment of leave at the end of the tenure as per the rules of the Company.

**Explanation**

For the purpose of c. & d. above, family means, the spouse, dependent children and dependent parents of the appointee.

**Resolved further that** in the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

**Resolved further that** the Board of Directors of the Company (including any committee/sub-committee of the Board) be

and are hereby authorised to assign and delegate, from time to time, such work, duties, power and authorities to the Whole Time Director as it may deem fit and proper.

**Resolved further that** the Board of Directors and the Remuneration Committee of the Company be and are hereby severally authorised to fix such remuneration and to work out various components of the remuneration package as it may deem fit and proper within the overall limits of the remuneration as approved above.

**Resolved further that** the Board of Directors of the Company (including any committee/sub-committee of the Board) be and are hereby authorised to take all necessary steps to give effect to the aforesaid resolution.”

By the order of the Board

**For Eldeco Housing and Industries Ltd**

Date : 29th August, 2012

Place: Lucknow

**Poonam Khurana**

**Company Secretary**

## NOTES

**A. APPOINTMENT OF PROXY: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY SO AS TO REACH THE CORPORATE OFFICE OF THE COMPANY AT 2ND FLOOR, ELDECO CORPORATE CHAMBER-I, VIBHUTI KHAND, GOMTI NAGAR, LUCKNOW 226 010 , NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.**

**B. Corporate Members:**

Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.

**C. Members/Proxies attending the meeting are requested to bring their copy of Annual Report to the Meeting and to submit the duly filled and signed admission slips.**

**D. Queries at the AGM:**

Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.

**E. Book Closure:**

The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 27th day of September 2012 to Friday, the 28th day of September, 2012 (both days inclusive) for the purpose of the Annual General Meeting and payment of dividend, if any.

**F. Members are requested to notify any change in their address/ mandate/ bank details immediately to the Registrar and Share Transfer Agent of the Company - M/s Skyline Financial Services Pvt Ltd., D-153/A, Okhla Industrial Area, Phase-I, New Delhi- 110 020; Phone No. 011-2629 2682.**

**G. The dividend on Equity Shares as recommended by the Board of Directors, if declared at the Annual General Meeting, will be payable to those shareholders whose names appear on the Company's Register of Members and the data base of the Company's Registrar and Transfer Agent (M/s Skyline Financial Services Pvt. Ltd., New Delhi) as on 28th September, 2012 after entertaining all valid requests for transfer of shares lodged with the Company on or before 28th September, 2012.**

In respect of the shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as per details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

**H. Transfer of unclaimed dividend:**

The Company has transferred the unclaimed dividend for the financial year 2003-2004 to the Investors Education and Protection Fund, in the month of January, 2012 in terms of the provisions of Section 205A of the Companies Act, 1956.

**I. Schedule for transfer of unclaimed dividend to the Investors' Fund:**

Financial Year Ended	Rate	Date of Declaration	Last Date for Claiming	Last Date for Transfer to IEPF
31.03.2005	10%	30/11/2005	05/01/2013	04/02/2013
31.03.2006	10%	30/10/2006	06/12/2013	05/01/2014
31.03.2007	10%	29/09/2007	05/11/2014	04/12/2014
31.03.2008	10%	27/09/2008	03/11/2015	02/12/2015
31.03.2009	10%	30/09/2009	06/11/2016	05/12/2016
31.03.2010	10%	30/09/2010	06/11/2017	05/12/2017
31.03.2011	10%	24/09/2011	31/10/2018	30/11/2018

**J.** In terms of provisions of Section 205A of the Companies Act, 1956, the amount of dividend for the financial year 2004-05 that still remains unclaimed is required to be transferred to the Investors Education and Protection Fund on or before 4th February, 2013. Any shareholder who has not encashed the dividend warrants for the financial year 2004-05 and onwards may claim the same immediately. **Please note that the unclaimed dividend once transferred to Investors Education and Protection Fund cannot be claimed by the shareholders.**

**K. Inspection of Documents:**

Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days except Saturdays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting.

**L.** The information required to be provided under the Listing Agreement entered into by the Company with the Stock Exchanges regarding the Directors proposed to be reappointed are provided in the Report on Corporate Governance forming part of the Annual Report.

**M. Explanatory Statement:**

Explanatory Statement as required under Section 173(2) of the Companies Act, 1956 in respect of Special Business under item no. 6 is enclosed herewith.

**Explanatory Statement pursuant to section 173(2) of  
The Companies Act, 1956**

**Item No. 6:**

The term of appointment of Mr. Srikant Jajodia as Whole Time Director will expire on 30th November 2012. The Board of Directors feels that for the sake of continuity of the present management and for efficient running of the Company, the services of Mr. Srikant Jajodia should be available to the Company for a further period of three years with effect from 1st December 2012. The remuneration proposed to be paid to Mr. Srikant Jajodia as Whole Time Director was approved by the Remuneration Committee.

In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.

The aforesaid terms of remuneration have been set out in a draft agreement to be executed in due course between the Company and Mr. Srikant Jajodia. The said agreement also provides for the mutual rights and obligations of the parties and stipulations relating to its termination in certain circumstances.

In compliance with section 309 of the Companies Act, 1956, the terms of remuneration specified above are now placed before the members for the approval and your Directors commend the acceptance of the resolution.

The information required under first proviso to sub para (B) of Section II, Part II of Schedule XIII of the Companies Act, 1956:

**I. GENERAL INFORMATION**

(1)	Nature of Industry	ELDECO Housing and Industries Ltd. is engaged in the business of Real Estate.
(2)	Date or expected date of commencement of commercial production	The Company is already in existence and is in operation since July 1985
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4)	Financial Performance of the Company for last 2 years is given below:	

Particulars	Financial Year ended	
	31st March, 2012 Standalone (Fig. in lacs)	31st March, 2011 Standalone (Fig. in lacs)
Revenue:		
1 Revenue from operations	6019.20	4171.86
2 Other Income	412.27	418.35
Total Revenue	6431.47	4590.21
Expenses:		
1 Expenditure	5653.14	3982.71
2 Changes in Inventories of Finished Stock & Project in Progress	(167.17)	(264.69)
Total Expenses	5485.97	3718.02
Profit before tax	945.50	872.19
Tax Expenses:		
i Current Tax	312.12	303.85
ii Tax related to previous years	-	(0.48)
iii Deferred Tax	(3.82)	(8.06)
Profit After Tax	637.20	576.88
Previous Balance in Profit & Loss Account	4269.21	3745.18
Profit available for appropriation	4906.41	4322.06
Less: Proposed dividend	19.67	19.67
Tax on proposed dividend	3.19	3.19
Transfer to general reserve	40.00	30.00
Balance in Profit & Loss Account	4843.55	4269.20
Earning per share (Rs.)	32.40	29.33
Dividend per share (Rs.)	1.00	1.00

**II. INFORMATION ABOUT THE APPOINTEE**

(1) Background details	<p>Mr. Srikant Jajodia has been the Whole Time Director of the Company since last 8 years. He is instrumental in the growth of your Company over the years.</p> <p>He is having more than 23 years of experience in Real Estate business.</p>
(2) Past remuneration	<p>Mr. Srikant Jajodia had been appointed as the Whole Time Director of the Company with effect from 1st December 2009. His remuneration was w.e.f. 1st December 2009 as approved by the members are:</p> <ol style="list-style-type: none"> <li>a) Salary Rs.2,00,000 per month</li> <li>b) Rent free Company's furnished accommodation.</li> <li>c) Reimbursement of medical expenses incurred for self and family subject to a ceiling of one month's salary in a year or 3 month's salary over a period of 3 years</li> <li>d) Leave travel concession for self &amp; family once in a year as per the rules of the Company</li> <li>e) Personal Accident Insurance Premium not exceeding Rs.10,000 per annum.</li> <li>f) Club fees subject to a maximum of two clubs, (this will not include admission and Life membership fees)</li> <li>g) Provident fund, Superannuation benefits and Gratuity as per the rules of the Company subject to the ceilings as per the guidelines for managerial remuneration in force from time to time.</li> <li>h) Provision of Company's Car</li> <li>i) Provision of free telephone at residence, and</li> <li>j) Encashment of leave at the end of the tenure as per the rules of the Company.</li> </ol> <p>In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.</p>
(3) Job profile and his suitability	<p>Mr. Srikant Jajodia being the Whole Time Director of the Company is entrusted with substantial powers in relation to normal business matters.</p> <p>He is having more than 23 years of experience in Real Estate business.</p>
(4) Remuneration proposed	<p>Monthly remuneration of Rs. 2,00,000 (Rupees Two Lac Only) per month w.e.f. 1st December, 2012</p> <ol style="list-style-type: none"> <li>a) Salary Rs.2,00,000 per month</li> <li>b) Rent free Company's furnished accommodation.</li> <li>c) Reimbursement of medical expenses incurred for self and family subject to a ceiling of one month's salary in a year or 3 months' salary over a period of 3 years</li> <li>d) Leave travel concession for self &amp; family once in a year as per the rules of the Company</li> <li>e) Personal Accident Insurance Premium not exceeding Rs.10,000 per annum.</li> <li>f) Club fees subject to a maximum of two clubs, (this will not include admission and Life membership fees)</li> <li>g) Provident fund, Superannuation benefits and Gratuity as per the rules of the Company subject to the ceilings as per the guidelines for managerial remuneration in force from time to time.</li> <li>h) Provision of Company's Car</li> <li>i) Provision of free telephone at residence, and</li> </ol>

	j) Encashment of leave at the end of the tenure as per the rules of the Company. In the event of loss, absence or inadequacy of profits, the aforesaid remuneration shall be the minimum remuneration.
(5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The exact figures are not readily available. However, the proposed remuneration is reasonably justified in comparison with the general market trends and remuneration package of top-level managerial persons having comparative qualifications and experience.
(6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	The appointee is a relative of Mr. S.K.Garg and also receiving remuneration from the Company.
<b>III. OTHER INFORMATION</b>	
(1) Reasons for loss or inadequate profits	The Company is in profit. However fixed remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/inadequacy of profits due to unavoidable circumstances.
(2) Steps taken or proposed to be taken for improvement	The Company is taking cost cutting measures and exploring new avenues of business to improve profitability
(3) Expected increase in productivity and profits in measurable terms	The company is expected to have improved sales and profitability figures in the next financial years.

The members' approval is required by way of a Special resolution for re-appointment of Mr. Srikant Jajodia as Whole Time Director and fixing his remuneration.

The aforesaid explanatory statement for item no. 6 should also be deemed to be notice of the abstract under section 302 of the Companies Act, 1956 for terms of appointment and payment of remuneration to Mr. Srikant Jajodia as Whole Time Director.

None of the Directors of the Company other than Mr. Srikant Jajodia and Mr. S.K.Garg, Executive Chairman, being a relative, may be deemed to be concerned or interested in the resolution.

By the order of the Board  
**For Eldeco Housing and Industries Ltd**

Date : 29th August, 2012  
Place: Lucknow

**Poonam Khurana**  
**Company Secretary**

**DIRECTORS' REPORT****Dear Members**

Your Directors have the pleasure in presenting the 27th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2012.

**Financial Highlights**

(Rs. in Lacs)

Particulars	Financial Year ended (Rs. in Lacs)			
	31st March, 2012 Consolidated	31st March, 2012 Standalone	31st March, 2011 Consolidated	31st March, 2011 Standalone
Revenue:				
1 Revenue from operations	5893.64	6019.20	4585.60	4171.86
2 Other Income	659.19	412.27	533.39	418.35
Total Revenue	6552.83	6431.47	5118.99	4590.21
Expenses:				
1 Expenditure	5972.86	5653.14	4773.12	3982.71
2 Changes in Inventories of Finished Stock & Project in Progress	(279.08)	(167.17)	(264.69)	(264.69)
Total Expenses	5693.78	5485.97	4508.43	3718.02
Profit before tax	859.05	945.50	610.55	872.19
Tax Expenses:				
i Current Tax	368.11	312.12	332.66	303.85
ii Tax related to previous years	1.17	-	(0.52)	(0.48)
iii Deferred Tax	(3.17)	(3.82)	(7.95)	(8.06)
Profit After Tax	492.94	637.20	286.36	576.88
Previous Balance in Profit & Loss Account	4039.72	4269.21	3803.66	3745.18
Minority Interest	-	-	(0.07)	-
Shares of Profits of Associates (Net)	2.16	-	2.62	-
Profit available for appropriation	4534.82	4906.41	4092.57	4322.06
Less: Proposed dividend	19.67	19.67	19.67	19.67
Tax on proposed dividend	3.19	3.19	3.19	3.19
Transfer to general reserve	40.00	40.00	30.00	30.00
Balance in Profit & Loss Account	4471.96	4843.55	4039.71	4269.20
Earning per share (Rs.)	25.18	32.40	14.69	29.33
Dividend per Share (Rs.)	1.00	1.00	1.00	1.00

**Year in Retrospect**

During the year under review, total income of the Company was Rs. 6431.47 lacs as against Rs.4590.21 lacs in previous year ended 31st March, 2011. Profit before tax was Rs. 945.50 lacs as against Rs. 872.19 lacs in the preceeding year. Profit after tax for the year under review was Rs. 637.20 lacs as against Rs. 576.88 lacs during the preceeding year. Your Directors are putting in their best efforts to further improve the performance of the Company.

The detailed Management Discussion & Analysis Report is attached hereto with the Director's Report and should be read as part of this Directors Report.

**Material changes etc.**

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company 31st March, 2012 and the date of this Report.

**Dividend**

Your Directors propose to maintain an Equity Dividend of 10% for the financial year ended on 31st March, 2012. The Dividend, if approved by you at the forth coming Annual General Meeting will absorb Rs. 19.67 lacs.

**Transfer to Investors Education and Protection Fund**

Un-claimed/un-paid dividend for the financial year 2003-2004 has been transferred to the Investors Education and Protection Fund in terms of the provisions of Section 205A of the Companies Act, 1956.

**Public Deposits**

As at 31st March, 2012, the Company held Fixed Deposits of Rs. 471.35 lacs from the Public, Shareholders and Employees, out of which deposits for Rs. 23.85 lacs, due for repayment on or before 31st March, 2012 were not claimed by depositors as on that date.

**Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

1. **Conservation of Energy:** Your Company is conscious about energy consumption and environmental issues related with it. It is continuously making sincere efforts towards conservation of energy and optimizing its usage in all aspects of operations.
2. **Technology Absorption:** The Company is taking advantage of the latest developments and advancements in the Construction Industry. The Company is using indigenous technology which is well established in the Country and no foreign technology/ know how was purchased. The Company has not incurred any R & D expenditure during the year.
3. **Export Activities:** There was no export activity in the Company during the year under review. The company is not planning any export in the near future, as well.
4. **Foreign Exchange Earnings and Outgo:** There was no Foreign Exchange Earning and Outgo during the year under review.

**Particulars of Employees**

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Amendment Rules, 2011, and hence no particulars are required to be disclosed in this Report.

**Subsidiary Companies and Consolidated Financial Statements**

As on date there are following subsidiaries of the Company:

1. Aadesh Constructions Private Limited
2. Garv Constructions Private Limited
3. Mahal Constructions Private Limited
4. Milaap Constructions Private Limited
5. Samarpit Constructions Private Limited
6. Suniyojit Constructions Private Limited
7. Halwasiya Agro Industries Limited
8. Prayatna Constructions Private Limited
9. Sushobhit Constructions Private Limited
10. Primacy Constructions Private Limited
11. Prasiddhi Constructions Private Limited
12. Perpetual Constructions Private Limited
13. Khwahish Constructions Private Limited
14. Fixity Constructions Private Limited
15. Facility Constructions Private Limited
16. Deepjyoti Constructions Private Limited

17. Bliss Constructions Private Limited
18. Carnation Realtors Private Limited
19. Iris Realtors Private Limited
20. Neo Realtors Private Limited
21. Neptune Infracon Private Limited
22. Numerous Constructions Private Limited
23. Shivaye Constructions Private Limited
24. Swarg Constructions Private Limited
25. Swarnim Nirman Private Limited
26. Villa Constructions Private Limited

The Ministry of Corporate Affairs, Government of India, vide General Circular No. 2 and 3 dated 8th February 2011 and 21st February 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption. Necessary information relating to the subsidiaries has been included in the Consolidated Financial Statements.

### **Corporate Governance**

The Company had complied with the provisions of Clause 49 of the Listing Agreement relating to the Corporate Governance. A Certificate from M/s R & D, Company Secretaries confirming compliance of conditions of Corporate Governance as stipulated under Clause 49, is also annexed to the Report on Corporate Governance.

### **Directors**

In accordance with the provisions of the Companies Act, 1956, Mr. Arvind Bajaj and Mr. Jagdish Prasad Bhargava, Directors, retire by rotation and, being eligible, offer themselves for reappointment at the ensuing Annual General Meeting.

After the last Annual General Meeting, Mr. Narendra Kumar Sharma resigned from the Board w.e.f. 14th June, 2012. The Board takes this opportunity to place its gratitude for services rendered by him.

The term of appointment of Mr. Srikant Jajodia as Whole Time Director will expire on 30th November 2012. The Board of Directors feels that for the sake of continuity of the present management and for efficient running of the Company, the services of Mr. Srikant Jajodia should be available to the Company for a further period of three years with effect from 1st December 2012.

Brief resume of the Directors proposed to be reappointed, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships/chairmanships of Board/Committees, are provided in the Report on Corporate Governance forming part of the Annual Report.

### **Auditors**

M/s Doogar and Associates, Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under section 224(1) of the Companies Act, 1956 regarding their eligibility for the proposed re-appointment has been obtained from them. Your Directors recommend their re-appointment.

### **Auditors' Report**

Comments made by the Statutory Auditors in the Auditors' Report are self-explanatory and do not require any further clarification.

### **Secretarial Compliance Certificate**

In terms of the provisions of section 383A of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 and Notification issued by Ministry of Corporate Affairs, the company is not required to take Compliance Certificate u/s 383A of the Companies Act, 1956 as the company has a Whole Time Company Secretary.

### **Directors' Responsibility Statement**

In terms of the provisions of section 217(2AA) of the Companies Act, 1956, and to the best of their knowledge and belief and according to the information and explanations obtained by them and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon, your Directors confirm that:

- a. in preparation of the annual accounts, the applicable accounting standards have been followed;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2012 and of the profit of the Company for the year ended on that date;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d. the Directors have prepared the Annual Accounts on a going concern basis.

**Listing**

The Equity shares of the Company are presently listed at BSE Ltd, Mumbai and U.P. Stock Exchange Ltd, Kanpur. The Company has already paid listing fees to these Stock Exchanges for the financial year 2012-13.

**Acknowledgement**

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance, the Company has received from the Bankers and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees; support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

For and on behalf of the Board  
**For Eldeco Housing and Industries Ltd**

Date : 29th August, 2012  
Place: Lucknow

**S K Garg**  
**Chairman**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### CAUTIONARY STATEMENT

The Management Discussion and Analysis Report contain certain forward looking statements within the meaning of applicable security laws and regulations. These pertain to the Company's future business prospects and business profitability, which are subject to a number of risks and uncertainties and the actual results could materially differ from those in such forward looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties, regarding fluctuations in earnings, our ability to manage growth, competition, economic growth in India, ability to attract and retain highly skilled professionals, time and cost over runs on contracts, government policies and actions with respect to investments, fiscal deficits, regulation etc. In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources thought to be reliable.

The Company does not undertake to make any announcement in case any of these forward looking Statements become materially incorrect in future or any update made thereon.

### BUSINESS OVERVIEW

The Company has successfully launched during the year 2011-12 a group housing project, Eldeco City Breeze nestled within 113 Acres integrated township, Eldeco City at I.I.M Road. It comprises of 144 residential apartments. Approx. 50 % of the units have already been sold out generating Business worth Rs 21.03 crores.

Eldeco Saubhagyam, a Mega group housing project being developed at Raibareilly Road comprises of 1100 apartments. Construction is going on in full swing. Out of eleven towers, eight were opened in which sale of approx. 85% has been achieved.

Eldeco City, the mega integrated township is fast taking shape. The Company has sold 729 villas worth Rs. 260 Cr. The possession handing over process is slated to commence shortly.

In the other prestigious venture of the company Eldeco Elegance, process of physical possession handing over has gained momentum. It is already a home for 205 families.

In the year 2011-12, considerable progress has been witnessed in high end Commercial projects. State-of-the-art Office complex, Eldeco Corporate Chamber-2 is operational and is an address of some esteemed organizations. Further, Eldeco Corporate Tower another landmark Commercial project is on the verge of completion & process of handing the spaces for fit-outs has started.

One of the major accomplishments this year has been renewal of accreditation of CRISIL Rating for Eldeco Saubhagyam and Eldeco City. Both the projects have been awarded a five star rating.

### FORTHCOMING PROJECTS PLAN:

- Land acquisition process is almost accomplished for Sultanpur Road project, a mega township of 300 acres worth more than 2,000 Crore.
- Company has planned to enter the B- Tier cities & very soon the Company will come up with two projects at Raibareilly and Sultanpur worth 1000 Cr each.
- The Company proposes to launch "Eldeco Nirvana" at Bangla Bazar near Eldeco Udyan I, Lucknow shortly. It comprises of apartments, Independent Villas, Independent Floor, EWS, Commercial Block, Club etc. The construction would be around Ten lakhs sq. ft worth Rs. 260 Cr.
- Looking at the shortage of available accommodation to cater the LIG, company has decided the launch of Great Value, an independent accommodation to be launched in seven adjoining areas of Lucknow, namely Kanpur, Hardoi, Sitapur, Faizabad, Deva Road, Sultanpur and Raibareilly. This shall provide affordable housing in the prime corners of Lucknow priced between 5 to 20 Lakhs. This shall provide all amenities of high end product.

## INDUSTRY STRUCTURE & DEVELOPMENTS

The Real estate & Construction is the second largest industry in India after agriculture. It accounts for about 11% of GDP. It makes significant contribution to the national economy and provides employment to large number of people. However, the real estate after witnessing a down turn witnessed stabilization of the sector & consolidation of the prices. The massive inventory that had piled up during the recessionary phase started getting consumed in 2010-2011 thereby paving the way for good demand-supply equation in 2011-2012.

During 2011-12, the Indian real estate and housing sectors received US\$ 731 million in Foreign Direct Investment (FDI), according to the Department of Industrial Policy and Promotion India (DIPP).

The Government has undertaken various initiatives to help the sector grow in the recent past. Some of the major government initiatives include:

- Allowing 100 per cent FDI in townships, housing, built-up infrastructure and construction development projects through the automatic route, subject to guidelines as prescribed by DIPP.
- Allowing 100 per cent FDI under the automatic route in development of Special Economic Zones (SEZ), subject to the provisions of Special Economic Zones Act 2005 and the SEZ Policy of the Department of Commerce.

In the Union Budget 2011-12, various initiatives for the real estate sector, especially focusing on affordable housing. Some of these initiatives include:

- The budget for 2012-13 permitted External Commercial Borrowings (ECB) in the affordable housing sector. The budget has also proposed reducing the withholding tax on such ECBs from existing 20% to 5 % for three years, which will bring down the cost of raising funds.
- The Government has also given extension to the existing 1% subvention on housing loans upto Rs. 15 Lac, where the cost of the property does not exceed Rs. 25 Lac, for another year.
- Widening the scope for housing under "priority-sector lending" for banks, making interest rates cheaper on them;
- Earmarking substantial amount to the Urban Development Ministry for spending on extension of Metro networks in Delhi, Bangalore and Chennai.

Further, growth in the infrastructure sector is also expected to accelerate real estate activities, in commercial as well as residential segments, during this year.

**References:** Department of Industrial Policy and Promotion India (DIPP), Urban Land Institute and Media reports

## OUTLOOK ON RISKS & CONCERNS

India's real estate market is largely unorganised and dominated by a large number of small players (with limited corporate or large/ international names on the national scene yet). Key risks synonymous to the real estate industry include the global recessionary trend, economic slowdown, increase in financial charges, non-availability (or undue increase in cost) of raw materials, such as land, cement, steel and labour, coupled with market fluctuations. ELDECO is adequately equipped to face and mitigate any such adverse situation. The Company does not apprehend any inherent risk in the real estate industry in the long run, with the exception of certain primary concerns that have afflicted the progress of real estate industry in general, like:

- Restrictive legislation and related adverse changes, if any, in governmental policies relating to real estate.
- Limited investment from the organised sector.
- Real estate is one of the most overburdened tax segments in the country.
- Rising inflation.
- High interest rate.
- Volatile global economic environment.

As seen in the recent past, government policies have been supportive, except for a few continuing obstacles like the high incidence of stamp duty, the non-availability of low-cost long-term funds and tenancy laws for the real estate/construction sector. However, the said risks can be averted if the government aligns its real estate policies along a regulatory framework, instead of being restrictive in nature.

Today, one needs to factor in the competition the real estate sector in India faces from several domestic and international players (especially since the opening of routes for Foreign Direct Investment).

**Some Of These Challenges May Be Enumerated As Under:**

- Ability to comprehend the end-customer better.
- Stress on experimentation and innovation by introducing bolder and newer products.
- Focus on affordable housing for all.
- Fostering of closer and more meaningful relationships with the customers.
- Differentiation through quality and execution skills.
- Strict adherence to industry standards.
- Putting in place Corporate Governance Arrangements that are robust and durable.
- Focus on operational excellence.
- Leveraging communication, technology and information to manage the company better.

Beyond standard business risks, the Company faces competition from both its old competitors as well as new entrants in the sector. This contingency, however, is more than offset by the Company's robust strengths, pioneering experience in handling projects and themes of all kinds and dimensions, a cutting-edge management approach and its accent on continued innovation.

Although real estate remains its mainstay, the Company has also diversified aggressively into areas like construction and infrastructure.

**OUTLOOK ON OPPORTUNITIES**

Key growth drivers and optimism for the real estate sector encompass a vibrant economy, better employment prospects, improving salary structures, improving sentiment among potential buyers, potential for increasing urbanisation and favourable demographics. It is expected that India's GDP growth will gain and maintain a high growth momentum moving forward. The economic growth is visible, with hiring plans increasing across various industries, rising salaries and improving economic sentiment. Several service sectors are also witnessing a revival, with the IT/ITES sector, which accounts for about 50-70% of demand in India's property sector, ramping up hiring plans and raising salaries. The pan India residential demand is estimated to be over 7.5 million units by 2013 across all categories, including Economically Weaker Sections (EWS), affordable, mid and luxury segments.

The opportunity matrix across construction & infrastructure segments, into which the Company has recently forayed, also offers an attractive demand proposition.

**CORPORATE SECRETARIAL**

The Corporate Secretarial department functions as a facilitator for good Corporate Governance practices in the Company. A dedicated team of well qualified professionals ensure that the Company follows the high governance standards and guidelines laid down by the Board. Corporate Secretarial drives the implementation of robust compliance systems and further assists the Board in ensuring proper and adequate documentation of its meetings and that of its Committees. It plays a pivotal role in managing a large shareholder base in an efficient manner.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES**

Human capital has continued to be the key engine for our growth and aspirations. ELDECO has been constantly reviewing its HR policies and practices to keep abreast with the market changes and has embarked upon several initiatives to focus on creating a positive work environment that provides employees with ample growth and development opportunities as well as ensuring high levels of motivation and engagement. Recognizing that it is our intellectual capital that makes all the difference, our on-going efforts have been towards integrating different assets-skills, knowledge, talents and working styles into forming a responsive and efficient team and an environment that is both inclusive and collaborative.

**INTERNAL CONTROLS AND THEIR ADEQUACY**

ELDECO has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition, and to ensure that all transactions are authorised, recorded and reported correctly and adequately. The Company’s internal controls are supplemented by an extensive programme of internal audits, review by management and documented policies, guidelines and procedures. The internal control is designed to ensure that financial and other records are reliable for preparing financial information and for maintaining accountability of assets. All financial and audit control systems are also reviewed by the Audit Committee of the Board of Directors of the company.

**FINANCIAL PERFORMANCE VIS-À-VIS OPERATIONAL PERFORMANCE**

The Consolidated and standalone financial vis-à-vis operational performance of the company is as under:

(Rs. in Lacs)

Particulars	Financial Year ended			
	31st March 2012 Consolidated	31st March 2012 Standalone	31st March 2011 Consolidated	31st March 2011 Standalone
Revenue:				
1 Revenue from operations	5893.64	6019.20	4585.60	4171.86
2 Other Income	659.19	412.27	533.39	418.35
Total Revenue	6552.83	6431.47	5118.99	4590.21
Expenses:				
1 Expenditure	5972.86	5653.14	4773.12	3982.71
2 Changes in Inventories of Finished Stock & Project in Progress	(279.08)	(167.17)	(264.69)	(264.69)
Total Expenses	5693.78	5485.97	4508.43	3718.02
Profit before tax	859.05	945.50	610.55	872.19
Tax Expenses:				
i Current Tax	368.11	312.12	332.66	303.85
ii Tax related to previous years	1.17	-	(0.52)	(0.48)
iii Deferred Tax	(3.17)	(3.82)	(7.95)	(8.06)
Profit After Tax	492.94	637.20	286.36	576.88
Previous Balance in Profit & Loss Account	4039.72	4269.21	3803.66	3745.18
Minority Interest	-	-	(0.07)	-
Shares of Profits of Associates (Net)	2.16	-	2.62	-
Profit available for appropriation	4534.82	4906.41	4092.57	4322.06
Less: Proposed dividend	19.67	19.67	19.67	19.67
Tax on proposed dividend	3.19	3.19	3.19	3.19
Transfer to general reserve	40.00	40.00	30.00	30.00
Balance in Profit & Loss Account	4471.96	4843.55	4039.71	4269.20
Earning per share (Rs.)	25.18	32.40	14.69	29.33
Dividend per Share (Rs.)	1.00	1.00	1.00	1.00

## REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement a Report on Corporate Governance is given below:

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a set of systems and practices to ensure that the affairs of the company are being managed in a way which ensures accountability, transparency and fairness in all its transactions in the widest sense and meet its stakeholders' aspirations and societal expectations. Good governance practices stem from the culture and mind set of the organisation and at ELDECO we are committed to meet the aspirations of all our stakeholders. This is demonstrated in shareholder returns, high credit ratings, governance processes and an entrepreneurial, performance focused work environment. Our customers have benefited from high quality products delivered at the most competitive prices. The demands of corporate governance require professionals to raise their competency and capability levels to meet the expectations in managing the enterprise and its resources effectively with the highest standards of ethics. It has thus become crucial to foster and sustain a culture that integrates all components of good governance by carefully balancing the complex interrelationship among the board of directors, audit committee, accounts team, corporate secretarial team, auditors and senior management - the CEO and CFO. At ELDECO, our employee satisfaction is reflected in the stability of our senior management, low attrition across various levels and substantially higher productivity. Above all, we feel honoured to be an integral part of India's social development. ELDECO not only adheres to the prescribed corporate governance practices as per Clause 49 but is also committed to sound corporate governance principles and practices and constantly strives to adopt emerging best practices worldwide. It is our endeavour to achieve higher standards and provide oversight and guidance to management in strategy implementation and risk management and fulfilment of stated goals and objectives.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

### 2. BOARD OF DIRECTORS

The Company maintains an optimum combination of Executive, Non-Executive and Independent Directors. The Board consists of total Nine (9) directors on 31st March 2012. Mr S K Garg is the Executive Chairman of the Company and Mr. Pankaj Bajaj is the Managing Director and Mr Shrikant Jajodia is the Whole Time Director of the Company.

None of the Directors on the Company's Board is a Member of more than ten Committees and Chairman of more than five Committees (Committees being, Audit Committee and Investors' Grievance Committee) across all the companies in which he is a Director.

**Following is the list of Directors and other details as on 31st March, 2012:**

Name of the Director & Designation	Category	No. of positions held in other Public Companies#		
		Board	Committee	
			Membership	Chairmanship
S.K. Garg Executive Chairman	Executive Promoter	5	-	-
Pankaj Bajaj Managing Director	Executive Promoter	7	-	-
Shrikant Jajodia Whole Time Director	Executive Promoter	2	-	-
Arvind Bajaj Director	Non-Executive Promoter	3	-	-
J.P. Bhargava Director	Non-Executive Independent	-	-	-
N.K. Sharma* Director	Non-Executive Independent	-	-	-
Anil Tewari Director	Non-Executive Independent	-	-	-
Ranjit Khattar Director	Non-Executive Independent	2	-	-
Ashish Jain Director	Non-Executive Independent	-	-	-

# excludes Directorships in Associations, Private, Foreign and Section 25 companies.

\* Mr N.K.Sharma resigned as a Director from the Board of the Company w.e.f. 14th June, 2012.

**Directors' Attendance Record**

During the period 01.04.2011 to 31.03.2012, 8 (Eight) meetings of the Board of Directors were held on 13.05.2011, 15.07.2011, 11.08.2011, 24.09.2011, 24.10.2011, 12.11.2011, 21.01.2012 and 14.02.2012. The Board was supplied with all relevant information and supporting papers, which were required, to transact the business specified in the agenda of Board Meetings held. The intervening period between the Board Meetings was well within the maximum time gap of four months as prescribed in clause 49 of the Listing Agreement. Details of attendance of Directors in the Board meetings during this period are as under:

Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
S.K. Garg	8	8	Yes
Pankaj Bajaj	8	8	Yes
Arvind Bajaj	8	6	No
Shrikant Jajodia	8	8	Yes
J.P. Bhargava	8	7	Yes
N.K. Sharma*	8	3	Yes
Anil Tewari	8	7	Yes
Ranjit Khattar	8	6	Yes
Ashish Jain	8	5	Yes

\* Mr N.K.Sharma resigned as a Director from the Board of the Company w.e.f. 14th June, 2012.

**3. DISCLOSURE REGARDING APPOINTMENT & RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM**

Brief particulars of Directors who are appointed/re-appointed in this AGM are as follows:

Particulars	Mr Arvind Bajaj	Mr Jagdish Prasad Bhargava	Mr Shrikant Jajodia
DIN	00173367	00206971	00602511
Father's Name	Shri O.P.Bajaj	Late Shri Shiva Dayal Bhargava	Late Shri P.B.Jajodia
Date of Birth	29.11.1968	01.06.1935	22.12.1963
Address	98, Surya Nagar, Agra-282 002 Uttar Pradesh	94, Rohtas Enclave, Faizabad Road, Lucknow-226016 Uttar Pradesh	35, Anupam Apartments, M.B.Road, Saket, New Delhi-110 030
Designation	Director	Director	Whole-Time Director
Education	Bachelor's Degree in Commerce	Bachelor's Degree in Architecture with Honours from IIT Kharagpur, Master of Arts in Planning from University of British Columbia, Vancouver & Diploma in Urban Studies from London University	Master's Degree in Business Administration from Boston University
Experience	Having more than 20 years experience in various Companies	Having rich experience of about 54 years. Chief Town And Country Planner U.P. (Rtd.) and a Fellow of the Institute of Town Planners India (FITP) & the Indian Institute of Architecture (FIIA). He also served as Member of the Council, Secretary Publications and Editor of the Journal of the The Institute of Town Planners, India	Having more than 20 years experience in various Companies
Companies in which holds Directorship*	3	-	2
Companies in which holds membership of committees*	-	-	-
Shareholding in the Company (No. & %)	192100 9.77%	-	-

\* excludes Directorships in Associations, Private, Foreign and Section 25 companies.

#### 4. AUDIT COMMITTEE

##### (a) Terms of Reference

In terms of the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement the company has constituted its Audit Committee. The terms of reference of the Audit Committee, as defined by the Board of Directors is to comply with the requirements of section 292 A of the Companies Act and Clause 49 of the listing agreement. The Audit Committee shall have the authority to investigate into any matter that may be prescribed and the matters listed below and for this purpose the Audit Committee shall have full access to information contained in the records of the Company and external professional advice, if necessary:

- i. To review financial reporting process, all financial statements.
- ii. To recommend appointment/re-appointment/replacement/removal/Audit fees/any other fees of Statutory Auditor.
- iii. Reviewing along with management, the listing compliances, related party disclosures, qualifications in draft audit report, matters required to be included in Directors Responsibility Statement, quarterly financial statements before its submission to the Board, changes in accounting policies, major accounting entries based on estimate of management.
- iv. To look into all matters relating to internal control system, internal audit system and the reasons for substantial defaults in the payment to the depositors.
- v. To review functioning of “Whistle Blower Mechanism”, if any.
- vi. To review Management Discussion and Analysis of financial condition and results of operation, statement of significant Related Party Transactions as submitted by management, internal audit report, terms of chief internal auditor (including his remuneration).

##### (b) Composition

The Audit Committee of the Company comprises the following directors:

1. Mr Anil Tewari - Chairman (Independent Director)
2. Mr S K Garg - Member (Executive Promoter)
3. Mr J P Bhargava – Member (Independent Director)

Ms Neetika Rastogi, Company Secretary was the Secretary of the Committee. However, she resigned from the Company w.e.f. 22nd October, 2011.

Presently, Ms Poonam Khurana is the Secretary of the Committee w.e.f. 1st November, 2011.

##### (c) Attendance

During the period 01.04.2011 to 31.03.2012, 5 (Five) meetings of the Audit Committee were held on 05.05.2011, 11.07.2011, 01.08.2011, 03.11.2011 and 06.02.2012. The Committee was supplied with all relevant information and supporting papers, which were required, to transact the business specified in the agenda of Meetings held. The intervening period between the Audit Committee Meetings was well within the maximum time gap of four months as prescribed in clause 49 of the Listing Agreement.

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr Anil Tewari	Chairman (Independent Director)	5
Mr S. K. Garg	Member (Executive Promoter)	NIL
Mr J. P. Bhargava	Member (Independent Director)	5

#### 5. REMUNERATION COMMITTEE

##### (a) Terms of Reference

In terms of the provisions of Companies Act, 1956 the company has constituted its Remuneration Committee. The Remuneration Committee shall have the power to determine the Company’s policy on specific remuneration packages including pension rights and other compensation for executive directors and for this purpose, the Remuneration Committee shall have full access to information contained in the records of the Company and external professional advice, if necessary.

##### (b) Composition

The Remuneration Committee consists of three Directors, all of them being non-executive and independent directors.

1. Mr Anil Tewari - Chairman (Independent Director)
2. Mr N K Sharma - Member (Independent Director)
3. Mr J P Bhargava – Member (Independent Director)

**(c) Attendance**

During the period 01.04.2011 to 31.03.2012, 1 (One) meeting of the Remuneration Committee was held on 11.05.2011. The Committee was supplied with all relevant information and supporting papers, which were required, to transact the business specified in the agenda of Meeting held.

Name of the Director	Category	Attendance at the Remuneration Committee Meeting
Mr Anil Tewari	Chairman (Independent Director)	1
Mr N K Sharma*	Member (Independent Director)	1
Mr J P Bhargava	Member (Independent Director)	1

\* Mr N.K.Sharma resigned as a Director from the Board of the Company w.e.f. 14th June, 2012.

**(d) Remuneration Policy of the Company**

The Executive Chairman and the Whole Time Director of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 1956. No remuneration was paid to any Non-Executive Directors during the financial year 2011-12 except sitting fee for attending Board meetings.

**(e) Details of the Directors' Remuneration for the financial year ended 31st March, 2012**

Name of Director	Salaries & Perquisites (In Rs.)	Commission, Bonus Ex-gratia (In Rs.)	Sitting Fee (In Rs.)	Total Amount (In Rs.)	No. of Shares held (& %)
S.K. Garg	30,00,000	Nil	Nil	30,00,000	65,400 (3.33)
Pankaj Bajaj	Nil	Nil	Nil	Nil	5,70,700 (29.02)
Arvind Bajaj	Nil	Nil	2,000	2,000	1,92,100 (9.77)
Shrikant Jajodia	27,01,560	Nil	Nil	27,01,560	Nil
J.P. Bhargava	Nil	Nil	2,500	2,500	Nil
N.K. Sharma	Nil	Nil	500	500	Nil
Anil Tewari	Nil	Nil	2,000	2,000	Nil
Ranjit Khattar	Nil	Nil	1,500	1,500	Nil
Ashish Jain	Nil	Nil	2,500	2,500	Nil

**6. INVESTORS' GRIEVANCE COMMITTEE****(a) Terms of Reference:**

In compliance with the requirement of the Corporate Governance under the Listing Agreement with the Stock Exchange, the Company has constituted an "Investors' Grievance Committee" to look into redressing the shareholders and investors' complaints and to expedite the process of redressal of complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc.

**(b) Composition:**

The Investor's Grievance Committee consists of three Directors, the Chairman being non-executive:

1. Mr Anil Tewari - Chairman (Independent Director)
2. Mr S. K. Garg - Member (Executive Promoter)
3. Mr J. P. Bhargava – Member (Independent Director)

**(c) Attendance**

During the period 01.04.2011 to 31.03.2012, 9 (Nine) meetings of the Investor's Grievance Committee were held on 05.04.2011, 25.04.2011, 20.05.2011, 15.06.2011, 25.06.2011, 20.09.2011, 04.10.2011, 14.01.2012 and 16.02.2012. The Committee was supplied with all relevant information and supporting papers, which were required, to transact the business specified in the agenda of Meeting held.

Name of the Director	Category	Attendance at the Investors Grievance Committee Meeting
Mr Anil Tewari	Chairman (Independent Director)	6
Mr S. K. Garg	Member (Executive Promoter)	NIL
Mr J. P. Bhargava	Member (Independent Director)	6

(d) Ms Poonam Khurana is the Compliance Officer of the Company for the purpose of Clause 47 of the Listing Agreements to look after the compliances under the Listing Agreement and other SEBI Rules & Regulations etc.

(e) During the year, the company receive 2 (two) complaints from the shareholders. Both the Complaints were resolved. There was no pending complaint from any shareholder as on 31st March 2012.

## 7. GENERAL BODY MEETINGS

### A. Particulars of past three Annual General Meetings of the Company:

Date	Year	Venue	Time	No.(s) of Special Resolution passed
24th September, 2011	2010-11	Hotel The Suryaa New Delhi, New Friends Colony, New Delhi-110065	3.00 p.m.	1
30th September, 2010	2009-10	Hotel The Suryaa New Delhi, New Friends Colony, New Delhi-110065	3:00 p.m	Nil
30th September, 2009	2008-09	Hotel Taj Residency Vipin Khand, Gomti Nagar, Lucknow- 226010.	3:00 p.m.	1

### Special Resolution passed during the last three Annual General Meetings.

Date	Year	Business passed
24th September, 2011	2010-11	➤ Re-appointment of Mr S.K.Garg as Whole Time Director and designated as Executive Chairman for 5 years w.e.f.15th May, 2011
30th September, 2009	2008-09	➤ Re-appointment of Mr Shrikant Jajodia as Whole Time Director of the Company for 3 years w.e.f.1st December 2009

All resolutions moved at the last three Annual General Meeting were passed by a show of hands by the requisite majority of members attending the meeting.

### B) (1) Special Resolution passed through Postal Ballot:

The following Special Resolution was passed through Postal Ballot vide Notice dated 30th March, 2011:

- (i) Resolution u/s 17 of the Companies Act, 1956 for Shifting of Registered Office of the Company from NCT of Delhi to the State of Haryana and pursuant to the Shifting of Registered Office Alteration of Clause II of the Memorandum of Association of the Company subject to the confirmation of the Hon'ble Company Law Board and other authorities, if any.

Sr. No	Particulars	Item No. 1	
		No. of Ballots	Voting Rights
1	Total Postal Ballot Forms received within the prescribed time	118	647229
2	Less: Invalid Postal Ballot Forms	Nil	Nil
3	Valid Postal Ballot Forms	118	647229
4	Postal Ballot Forms against Resolution(s)	115	647069 (representing 99.97 % votes in favour of the Special Resolution)
5	Postal Ballot Forms in favour of the Resolution(s)	3	160 (representing 0.03% votes against the Special Resolution)

**(3) Person conducted the Postal Ballot process**

Mr Kumar Gaurav, Chartered Accountant in Whole Time Practice, was appointed as Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner. The Result for the aforesaid Postal Ballot was declared on 12th May, 2011.

**(4) Proceedings of postal ballot**

The Postal Ballot Notice issued pursuant to Section 192A of the Companies Act, 1956, for passing the following Resolution by postal ballot, was dispatched to the members of the Company on 7th April, 2011.

The Board of Directors at its meeting held on 30th March, 2011 has appointed Mr Kumar Gaurav, Chartered Accountant in Whole Time Practice, as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot Forms and the self addressed postage prepaid envelopes were also sent for use of Members. The shareholders were requested to return the postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer on or before the close of working hours on 9th May, 2011.

After due scrutiny of all the postal ballot forms received by Mr Kumar Gaurav upto the close of working hours of 9th May, 2011 (being last date fixed for return of the Postal Ballot forms duly filled in by the members), Mr Kumar Gaurav has submitted his report.

The Managing Director after receiving the Scrutinizer's report announced that the Special Resolution for matters as mentioned above was approved by the shareholders of the Company with requisite majority and directed that the proceedings should be recorded in the minute book, recording the proceedings of general meetings of the members.

**8. SUBSIDIARY COMPANIES**

The Company does not have any material non-listed Indian subsidiary company and hence, it is not required to have an Independent Director of the Company on the Board of such subsidiary company. The Audit Committee will review the financial statements of the Subsidiary Companies.

**9. DISCLOSURES****(a) Related Party Transactions**

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large. The other related party transactions are given in point no. 37 of Notes on Accounts annexed to and forming the part of Balance Sheet and Profit and Loss Account of the Company.

**(b) Non-compliance by the Company, Penalties, Strictures**

There were no instances of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

**(c) Non mandatory requirements**

The Company proposes to adopt the non-mandatory requirements given in Annexure-ID of Clause 49 of the listing agreement in due course of time.

**10. CODE OF CONDUCT**

The Board has formulated a code of conduct for the Board members and senior management of the Company. The same has also been posted on the website of the Company. All Board members and senior management personnel have affirmed their compliance with the code.

**Declaration on compliance with code of conduct by the Chairman and the MD:**

The Board has formulated a code of conduct for the Board members and senior management of the Company, which has been posted on the website of the Company – [www.eldecogroup.com](http://www.eldecogroup.com)

It is hereby affirmed that all the Directors and senior management personnel have complied with the code of conduct framed by the Company and a confirmation to that effect has been obtained from the directors and senior management.

Sd/-  
**SK Garg**  
Chairman

Sd/-  
**Pankaj Bajaj**  
Managing Director

**11. MEANS OF COMMUNICATION**

- (a) At present quarterly/ half-yearly reports are not being sent to each household of shareholders.
- (b) The Quarterly/half-yearly/annual accounts results are published in the English and Hindi Newspapers.

- Newspaper normally published in	Financial Express (English) & Jan Satta (Hindi)
- Any website where displayed	Yes – <a href="http://www.eldecogroup.com">www.eldecogroup.com</a>

- (c) The Management Discussion and Analysis form a part of the Annual Report.

**12. GENERAL SHAREHOLDERS INFORMATION**

**i). Annual General Meeting**

<b>Date &amp; Time</b>	Friday, September 28th, 2012 at 2.30 p.m.
<b>Venue</b>	Express Sarovar Portico, Sector 39, Surajkund, Faridabad, Haryana- 121010
<b>Date of Book Closure</b>	September 27th, 2012 to September 28, 2012 (both dates inclusive)
<b>Dividend Payment Date</b>	Latest by 27th October, 2012

**ii) Financial Calendar**

<b>Events</b>	<b>Tentative time frame</b>
Financial Reporting for the first quarter ended 30th June, 2012	14th August, 2012 (actual)
Financial Reporting for the second quarter ending 30th September, 2012	By 14th November, 2012
Financial Reporting for the third quarter ending 31st December, 2012	By 14th February, 2013
Financial Reporting for the fourth quarter ending 31st March, 2013	By 15th May, 2013

**iii) Listing on Stock Exchanges**

The equity shares of the Company are listed on the following Stock Exchanges:

**Bombay Stock Exchange Limited (BSE)**

Phiroze Jeejeebhoy Towers  
 Dalal Street, Mumbai - 400 001  
 Tel No.: 022-22721234/22721233  
 Fax No.: 022-22722082 / 22723132  
 E-Mail: corp.relations@bseindia.com  
 Website: www.bseindia.com

**U.P. Stock Exchange Limited (UPSE)**

Padam Towers,  
 14/113, Civil Lines,  
 Kanpur- 208 001.  
 Tel No.: 0512-2338074 / 2338115  
 Fax No.: 0512-2338175 / 2338220  
 E-Mail: upse@vsnl.in, upstockexchange@gmail.com  
 Website: www.upse-india.com

The company has paid the listing fees payable to BSE & UPSE for 2012-13.

**iv) Stock Code : BSE: 523329**

v) **Market Price Data:** High/low of market price of the Company's equity shares traded on BSE during the last financial year were as follows:

Month	High	Low	Volume	Month	High	Low	Volume
April 11	259.85	194.50	37,872	October 11	185.00	148.00	2,028
May 11	237.90	180.00	16,336	November 11	170.00	130.10	3,206
June 11	239.95	205.00	13,316	December 11	165.40	134.00	5,223
July 11	221.90	200.00	3,168	January 12	173.00	137.00	6,156
August 11	220.00	140.55	25,810	February 12	242.05	164.00	46,230
September 11	179.95	132.45	3,583	March 12	232.00	188.00	21,713

Source: [www.bseindia.com](http://www.bseindia.com)

There was no quotation available of the Company's scrip on the UPSE.

**vi) Registrar and Transfer Agents**

Skyline Financial Services Private Limited is the Registrar and Share Transfer Agent for the shares of the Company in both physical as well as electronic modes. Securities lodged for transfer at the Registrar's address or at the Company's Registered Office, are normally processed within 30 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 15 days. Senior Executives of the Company are empowered to approve transfer of shares and debentures and other investor related matters. Grievances received from investors and other miscellaneous correspondence on change of address, mandates, etc. are processed by the Registrar within 30 days.

Members are requested to correspond with the Company's Registrar and Transfer Agents M/s Skyline Financial Services Private Limited quoting their folio no. at the following address:

**M/s Skyline Financial Services Private Limited,**

D-153/A, 1st Floor,  
Okhla Industrial Area Phase -1,  
New Delhi-110 020  
Tel- 011-26292682

**vii) Secretarial Audit**

- Pursuant to Clause 47(c) of the Listing Agreement with the Stock Exchanges, certificates, on half yearly basis, have been issued by a Company Secretary in Practice for due compliance of share transfer formalities by the Company.
- A qualified practicing Company Secretary carried out a Secretarial Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

**viii) Shareholding Pattern**

Shareholding Pattern of the Company as on 31st March, 2012 is given below:-

Category	No. of Shares	%
<b>Promoters</b>		
a) Individuals / Hindu Undivided Family	1124500	57.18
b) Bodies Corporate	10000	00.51
<b>Total (A)</b>	<b>1134500</b>	<b>57.69</b>
<b>Public Shareholding (Non Institution)</b>		
a) Bodies Corporate	167022	8.49
b) Individuals	645496	32.82
c) NRI/OCB's	19197	0.98
d) Clearing Member/ House	385	0.02
<b>Total (B)</b>	<b>832100</b>	<b>42.31</b>
	<b>1966600</b>	<b>100.00</b>

**ix) Distribution of Shareholding**

Distribution of Shareholding of the Company as on 31st March, 2012 is as following:

Range of Shares (in Rs.)	Shareholders' Numbers	% to Total Number	Shares in Rs.				%age
			Physical	NSDL	CDSL	Total	
Up to 5,000	2206	91.69	109361	121918	45191	276470	14.06
5,001 -10,000	109	4.53	32439	43798	13335	89572	4.55
10,001 - 20,000	33	1.37	3000	33455	11294	47749	2.43
20,001 -30,000	8	0.33	2100	10119	6784	19003	0.97
30,001 -40,000	6	0.25	0.00	20439	0.00	20439	1.04
40,001 -50,000	6	0.25	0.00	22293	4071	26364	1.34
50,001-1,00,000	16	0.67	14500	72743	18982	106225	5.40
1,00,001 & Above	22	0.91	38000	1241191	101587	1380778	70.21
<b>TOTAL</b>	<b>2406</b>	<b>100.00</b>	<b>199400</b>	<b>1565956</b>	<b>201244</b>	<b>19666000</b>	<b>100.00</b>

**x) Dematerialization of Shares**

The shares of the Company are in dematerialized segment and are available for trading in depository system of both National Securities Depository Limited and Central Depository Services (India) Limited. As on 31st March 2012 about 89.86% (previous year-86.18%) of the Company's equity paid-up capital had been dematerialized. Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in demat mode.

**xi)** There are no outstanding GDRs/ADRs/Warrants or any Convertible other Instruments as on the date.

**xii)** Address for Correspondence: The shareholders may send their communication/grievances/queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at its Corporate Office:

**Eldeco Corporate Chamber-I**

IIInd Floor, Vibhuti Khand

Gomti Nagar, Lucknow-226010

Phone: 0522-4039999

Fax No. 0522-4039900

e-mail: [shareholdercomplaint@eldecohousing.co.in](mailto:shareholdercomplaint@eldecohousing.co.in)

**13. NON-MANDATORY REQUIREMENTS**

The Company proposes to adopt the non-mandatory requirements given in Annexure-3 of Clause 49 of the listing agreement in due course of time.

**CEO/CFO Certification**

We, Pankaj Bajaj, Managing Director and Sushil Dutt Mishra, Addl. GM-Finance, responsible for the finance function certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2012 and that to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year were fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Date : 29th August, 2012  
Place: Lucknow

**Sd/-**  
**Pankaj Bajaj**  
**Managing Director**

**Sd/-**  
**Sushil Dutt Mishra**  
**Addl. GM-Finance**

**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members of  
**M/s Eldeco Housing & Industries Ltd.**

We have examined the compliance of conditions of Corporate Governance by **M/s Eldeco Housing & Industries Ltd**, for the year ended on 31st March, 2012, as stipulated in clause 49 of the Listing Agreement of the said company with Stock Exchanges.

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

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

We 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 R&D  
Company Secretaries**

Date:29/08/2012  
Place: Delhi

Sd/-  
**Debabrata Deb Nath**  
Partner  
ACS: 23935; CP: 8612

**AUDITORS' REPORT TO THE SHAREHOLDERS**

**To**  
**The Members of,**  
**Eldeco Housing & Industries Limited**

1. We have audited the attached Balance Sheet of **Eldeco Housing and Industries Limited as at 31st March 2012**, the Statement of Profit and Loss and 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.
2. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditors' Report) (Amendment) Order, 2004 (together the "Order") issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act 1956 and on the basis of such examination of the books and records of the company as we considered appropriate and according to the information and explanations given to us during the course of the audit, we enclose in the Annexure hereto a statement on the matters specified in paragraph 4 & 5 of the said Order.
4. Further to our comments in the annexure referred to in paragraph 3 above, we report that:
  - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account, as required by law, have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956;
  - (e) On the basis of written representations received from the Directors as at 31st March, 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
5. Without qualifying our report attention is drawn to note no. 39 and for reasons stated therein, tax liability if any, in respect of search conducted by the Income Tax authorities during the year which is presently unascertainable, will be recognized on conclusion of search proceedings.
6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and other notes thereon, give the information required by the Companies Act 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-
  - (a) in the case of Balance Sheet of the state of affairs of the Company as at 31st March, 2012;
  - (b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
  - (c) in the case of the Cash flow statement, of the Cash flows of the Company for the year ended on that date.

**FOR DOOGAR & ASSOCIATES**  
**Chartered Accountants**  
**(Firm Reg No-000561N)**

**(CA. UDIT BANSAL)**  
**Partner**  
**M. No. 401642**

**Place: Lucknow**  
**Dated: 29th August, 2012**

**ANNEXURE TO AUDITORS' REPORT**

*(Referred to in Paragraph 3 of our Report of even date on the accounts of Eldeco Housing & Industries Limited for the year ended 31st March, 2012)*

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Company has a phased programme of physical verification of its fixed assets which in our opinion is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified certain fixed assets during the year and no material discrepancies were noticed on such verification.
- (c) Fixed assets disposed off during the year were not substantial and therefore do not affect the going concern assumption.
2. (a) The inventories of building materials, stores, finished flats and shops have been physically verified by the management during the year.
- (b) As explained to us and in our opinion the procedure followed by the Management for such physical verification is reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) In our opinion, Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been properly dealt with in the books of accounts.
3. (a) The Company has not granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the companies Act, 1956. Therefore clause 4(iii) (a) to (d) are not applicable to the Company.
- (b) The Company had not taken any loans, secured or unsecured from companies, firms, or other parties covered in the register maintained under section 301 of the companies Act, 1956. Therefore clause 4(iii) (e) to (g) are not applicable to the Company.
4. In our opinion and according to the information and explanation given to us, during the course of audit, there are adequate internal control systems commensurate with the size of the company and nature of its business with regard to the purchase of inventory, fixed assets and with regards to the sale of goods and services. Further on the basis of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing principles in India, we have neither come across nor have we been informed of any instance of major weaknesses in internal control system.
5. (a) In our opinion and according to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in register maintained u/s 301 of the Companies Act, 1956 have been entered in the register maintained under section 301 of the Act.
- (b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in to the register required to be maintained in pursuance of section 301 of the Act and exceeding the value of rupees five lacs in respect of any party during the year have generally been made, at prices which are reasonable having regard to the prevailing market price at the relevant time.
6. In our opinion and according to the explanations given to us, the Company has complied with the provisions of Section 58A and 58AA or any other relevant provision of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposit accepted from the public.
7. In our opinion, the Company has an internal audit system commensurate with the size of the Company & nature of its business.
8. We have broadly reviewed the cost records maintained by the company pursuant to companies (cost accounting records) Rules, 2011 prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima-facie, the prescribed records have been maintained.
9. (a) According to the information and explanations given to us, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales tax, Wealth Tax, Service Tax, Excise duty, Customs Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities during the year and there are no undisputed statutory dues outstanding as on the date of balance sheet for a period exceeding six months from the date they became payable.
- (b) According to the information & explanations given to us, and as per the books and records examined by us there are no dues of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales tax, Wealth Tax, Service Tax, Excise duty, Customs Duty, Cess which have not been deposited on account of any dispute, except the followings

Name of the Statute	Nature of the dues/Period to which it relates	Amount (in Rs)	Forum where dispute is pending
Income Tax Act	Income Tax/ A.Y. 2009-10	5,46,760	CIT(A), Agra

10. The Company has no accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding year.
11. According to the information and explanations given to us, the Company has not defaulted in repayment of dues to any Financial Institutions, Banks or Debenture Holders. The Company has old outstanding of Rs.46.07 lacs from City co-operative Bank, Lucknow in overdraft account against FDRs of Rs. 106.29. The aforesaid Bank has closed down its operations. The Company has however applied for adjustment of the outstanding against FDRs.
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 or other securities.
13. The provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company as the Company is not a Chit Fund or a Nidhi/Mutual Benefit Fund/Society.
14. The provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to

the Company as the Company is not dealing in or trading in shares, securities, debentures and other investments.

15. To the best of our information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
16. To the best of our information and explanations given to us, no term loans were raised by the company during the year.
17. According to the information and explanations given to us, we report that no funds raised on short-term basis have been used for long-term investments.
18. The Company has not made any preferential allotment of shares to Parties and Companies covered in the register maintained under Section 301 of the Companies Act, 1956.
19. The Company has not issued any debentures during the year.
20. The Company has not raised any money by way of public issue during the year.
21. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India we have neither come across any instance of fraud on or by the Company, noticed and reported during the year, nor have we been informed of such case by the management.

**FOR DOOGAR & ASSOCIATES**  
**Chartered Accountants**  
**(Firm Reg. No-000561N)**

Place: Lucknow  
 Dated: 29th August, 2012

**(CA UDIT BANSAL)**  
**Partner**  
**M. No. 401642**

**BALANCE SHEET AS AT 31ST MARCH, 2012**

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As at March 31, 2012	As at March 31, 2011
<b>I. EQUITY AND LIABILITIES :</b>			
<b>1 SHAREHOLDERS' FUNDS:</b>			
a. Share Capital	2	19,666,000.00	19,666,000.00
b. Reserves and Surplus	3	545,881,890.13	484,447,360.05
<b>2 NON CURRENT LIABILITIES</b>			
a. Long Term Borrowings	4	15,655,000.00	11,150,000.00
b. Deffered Tax Liabilities(Net)	5	2,234,118.51	2,616,304.00
c. Other Long Term Liabilities	6	2,149,950.72	745,051.41
d. Long Term Provisions	7	7,254,019.00	5,945,959.00
<b>3 CURRENT LIABILITIES</b>			
a. Short Term Borrowings	8	26,107,770.12	16,333,164.35
b. Trade Payables	9	191,641,279.46	213,797,197.38
c. Other Current Liabilities	10	674,557,928.23	822,775,154.81
d. Short term Provisions	11	2,285,632.00	2,966,253.62
<b>TOTAL</b>		<b>1,487,433,588.16</b>	<b>1,580,442,444.62</b>
<b>II. ASSETS:</b>			
<b>1 Non-Current Assets</b>			
a. Fixed Assets	12		
(i) Tangible Assets		47,609,146.10	40,285,809.49
(ii) Intangible Assets		140,502.76	228,914.24
b. Non Current Investments	13	88,382,540.00	87,283,830.00
c. Long Term Loans & Advances	14	23,979,810.22	19,268,298.46
d. Other Non-Current Assets	15	10,855,503.00	7,338,907.71
<b>2 Current Assets</b>			
a. Inventories	16	419,311,263.44	659,092,019.02
b. Trade Receivables	17	49,725,296.17	21,639,664.00
c. Cash and Bank Balances	18	259,855,440.02	339,639,868.61
d. Short term Loans & Advances	19	583,439,506.74	399,780,117.46
e. Other Current Assets	20	4,134,579.72	5,885,015.63
<b>TOTAL</b>		<b>1,487,433,588.16</b>	<b>1,580,442,444.62</b>
<b>Notes to Balance Sheet and Statement of Profit &amp; Loss 1-42</b>			

In terms of our report attached

For and on Behalf of the Board

**For DOOGAR & ASSOCIATES,**  
Chartered Accountants  
(Firm Reg. No. 000561N)

**S. K. GARG**  
(Chairman & Executive Director)

**PANKAJ BAJAJ**  
(Managing Director)

**CA. UDIT BANSAL**  
(Partner)  
M. NO. - 401642

**POONAM KHURANA**  
(Company Secretary)

Place : Lucknow  
Dated :29th August, 2012

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012**

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As at March 31, 2012	As at March 31, 2011
<b>I REVENUE</b>			
1 Revenue from Operations	21	601,920,445.22	417,185,808.67
2 Other Income	22	41,226,622.44	41,834,516.54
<b>Total Revenue</b>		<b>643,147,067.66</b>	<b>459,020,325.21</b>
<b>II EXPENSES</b>			
1 Cost of Material Consumed, Construction & Other related project cost	23	438,800,710.39	298,996,279.16
2 Changes in Inventories of Finished stock & Project in Progress	24	(16,716,822.30)	(26,469,251.66)
3 Employee Benefit Expenses	25	55,658,665.75	37,719,881.00
4 Finance Cost	26	16,482,830.74	15,117,904.03
5 Depreciation		3,701,370.86	3,704,954.36
6 Other Expenses	27	50,670,335.63	42,731,889.38
<b>Total Expenses</b>		<b>548,597,091.07</b>	<b>371,801,656.27</b>
<b>III PROFIT BEFORE TAX</b>		94,549,976.58	87,218,668.94
<b>IV Tax Expense</b>			
i. Current Tax		31,212,000.00	30,384,600.00
ii. Tax related to Previous Years		-	(47878.00)
iii. Deferred Tax		(382,185.49)	(805,939.00)
<b>V PROFIT AFTER TAX</b>		63,720,162.08	57,687,885.94
<b>VI EARNINGS PER EQUITY SHARE (Nominal value of share Rs. 10/- each)</b>			
Basic Earnings Per Share (in Rs)		32.40	29.33
Diluted Earnings Per Share (in Rs)		32.40	29.33

Notes to Balance Sheet and Statement of Profit &amp; Loss 1-42

In terms of our report attached

For and on Behalf of the Board

For DOOGAR & ASSOCIATES,  
Chartered Accountants  
(Firm Reg. No. 000561N)

S. K. GARG  
(Chairman & Executive Director)

PANKAJ BAJAJ  
(Managing Director)

CA. UDIT BANSAL  
(Partner)  
M. NO. - 401642

POONAM KHURANA  
(Company Secretary)

Place : Lucknow  
Dated : 29th August, 2012

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

(Amount in Rupees )

PARTICULARS	Year Ended March 31, 2012	Year Ended March 31, 2011
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax and extraordinary items	94,549,976.58	87,218,668.94
<b>Adjustment for :</b>		
Profit on sale of Fixed Assets	(524,997.00)	(1,817,330.14)
Loss on sale of Fixed Assets	-	185,359.00
Depreciation	4,350,173.08	4,353,756.58
Dividend received	(2,068.00)	(29,928.00)
Interest received	(24,341,241.87)	(17,850,638.04)
Interest paid	16,482,830.74	15,117,904.03
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>90,514,673.54</b>	<b>87,177,792.37</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES:</b>		
Inventories	239,780,755.58	(9,826,585.95)
Trade and other receivables	(28,085,632.17)	13,746,021.00
Other current & non current assets	(112,697,576.89)	(544,037,518.78)
Trade payables	(22,155,917.92)	142,965,603.92
Other current & non current liabilities	(132,287,468.61)	28,773,694.40
<b>CASH GENERATED FROM OPERATING ACTIVITIES:</b>	<b>35,068,833.53</b>	<b>(281,200,993.04)</b>
Direct Taxes Paid	(30,829,814.51)	(35,194,677.72)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>4,239,019.02</b>	<b>(316,395,670.76)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Sale of Fixed Assets	525,000.00	19,603,003.00
Purchase of Fixed Assets	(11,585,101.21)	(3,044,981.50)
Purchase of Investments	(1,199,100.00)	40,114,280.00
Sale of Investment	100,390.00	-
Interest received	24,341,241.87	17,850,638.05
Dividend received	2,068.00	29,928.00
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>12,184,498.66</b>	<b>74,552,867.55</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Interest & Finance Charges paid	(16,482,830.74)	(15,117,904.03)
Dividend Paid	(1,966,600.00)	(1,966,600.00)
Tax on Dividend	(319,032.00)	(319,032.00)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(18,768,462.74)</b>	<b>(17,403,536.03)</b>
<b>NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(2,344,945.06)</b>	<b>(259,246,339.24)</b>

<b>CASH AND CASH EQUIVALENTS ( OPENING BALANCE )</b>	59,090,309.22	318,336,648.46
<b>CASH AND CASH EQUIVALENTS ( CLOSING BALANCE )</b>	56,745,364.16	59,090,309.22

Note: The above Cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 on 'Cash Flow Statements'.

Previous year's figures have been restated, wherever necessary, to conform to this year's classification.

In terms of our report attached

For and on Behalf of the Board

**For DOOGAR & ASSOCIATES,  
Chartered Accountants  
(Firm Reg. No. 000561N)**

**S. K. GARG  
(Chairman & Executive Director)**

**PANKAJ BAJAJ  
(Managing Director)**

**CA. UDIT BANSAL  
(Partner)  
M. NO. - 401642**

**POONAM KHURANA  
(Company Secretary)**

Place : Lucknow

Dated :29th August, 2012

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2012

### 1. SIGNIFICANT ACCOUNTING POLICIES:

#### i. Basis of Accounting

The financial statements are prepared to comply in all material aspects with Indian Accounting Standards as notified by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government in exercise of power conferred under section 642(1)(a) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

#### ii. Presentation and disclosure of financial statements

During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of these financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

#### iii. Use of Estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

#### iv. Fixed Assets

Fixed assets are stated at historical cost less accumulated depreciation. Cost includes purchase price and all other attributable cost to bring the assets to its working condition for the intended use.

#### v. Depreciation

Depreciation has been provided on straight line method at the rates prescribed under Schedule XIV to the Companies Act, 1956 on pro-rata basis.

Assets costing below Rs. 5000 are written off in the year of purchase.

#### vi. Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

#### vii. Inventories

##### Inventories are valued as under:

Building Materials, Stores and Consumables are valued at lower of cost, where cost is determined on first in first out basis.

Land Unsold Shops, Flats etc., are valued at lower of cost or net realizable value.

Construction Project in Progress is valued at cost and consists of all direct expenditure incurred on projects under execution on which no income has been recognised in accordance with the percentage of completion method of accounting.

Completed real estate project for sale and trading stock are valued at lower of cost or net realizable value.

Tools, Implements and Wooden Shuttering Materials are written off in the year of purchase.

#### viii. Investments

Long term investments are stated at cost less permanent diminution, if any, in value of such investments.

#### ix. Revenue Recognition

##### A. Real Estate Projects

- a. The Company follows the Percentage of Completion Method (POC) of Accounting. As per this method, the revenue in the Statement of Profit and Loss at the end of the accounting year is recognized in proportion to the actual cost incurred as against the total estimated cost of projects under execution with the Company subject to actual cost being 30% or more of the total estimated cost.

- b. The stage of completion under the POC method is measured on the basis of percentage that actual costs incurred on real estate projects including land, construction and development cost bears to the total estimated cost of the project. The estimates of the projected revenues, projected profits, projected costs, cost to completion and the foreseeable loss are reviewed periodically by the management and any effect of changes in estimates is recognized in the period in which such changes are determined.
- c. Surrender of flats by buyers are valued at cost and accounted for as 'Cost of Construction'. When sold, proceeds are treated as 'Sales'.
- d. Repair, maintenance and other costs incurred after the completion of the project are charged to the cost of construction in the year in which cost is incurred.
- e. Interest due on delayed payments by customers is accounted on receipt basis due to uncertainty of recovery of the same.

#### B. Income from Construction Contracts

- a. Revenue from construction contracts is recognized on the "Percentage of Completion Method" of accounting.
- b. Income from Construction contracts is recognized by reference to the stage of completion of the contract activity as certified by the client.
- c. Revenue on account of contract variations, claims and incentives are recognized upon determination or settlement of the contract.

#### x. Turnover

The Management is consistent with the past practice in treating the value of work done as sales turnover. The value of work done has been arrived at after adding the estimated profits to the expenditure incurred on projects each year, subject to final accounting on the actual completion of the project, and is net of adjustments for losses and/or variations in turnover on final accounting of completed projects or revision of estimates.

#### xi. Retirement and Other Benefits

- i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which the employee has rendered services.
- ii) Post employment benefits are recognized as an expense in the Statement of Profit & Loss for the year in which the employee has rendered services. The expense is recognized at the present value of the

amount payable towards contributions. The present value is determined using market yields of government bonds, at the balance sheet date, as the discounting rate.

- iii) Other long term employee benefits are recognized as an expense in the Statement of Profit & Loss for the year in which the employee has rendered services. Estimated liability on account of long term benefits is discounted to the present value using the market yield on government bonds as on the date of balance sheet.
- iv) Actuarial gains and losses in respect of post employment and other long term benefits are charged to the Statement of Profit & Loss.

#### xii. Accounting for taxes on income

The accounting treatment followed for taxes on income is to provide for current and deferred tax. Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from the difference between book and taxable profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as on Balance Sheet date. The Deferred Tax is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

#### xiii. Earnings Per Share

Earning per shares (EPS) are computed on the basis of net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effect of potential diluted equity shares.

#### xiv. Contingent Liabilities

Contingent liability, if any, is disclosed by way of notes on accounts. Provision is made in account in respect of those contingencies which are likely to materialize in to liabilities after the year end till the adoption of accounts by Board of Directors and which have material effect on the position stated in the balance sheet.

#### xv. Cash & Cash Equivalents

For the purpose of Cash Flow Statement cash and cash equivalents include cash in hand, demand deposits with bank, other short term highly liquid investments within original maturities of 3 months or less.

**Notes Annexed to and Forming part of the balance sheet as at 31st March, 2012**

2-Share Capital	As at 31 March, 2012		As at 31 March, 2011	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Equity Shares of Rs 10/- each	10,000,000	100,000,000.00	10,000,000	100,000,000.00
<b>Issued, Subscribed &amp; Fully Paid up</b>				
Equity Shares of Rs 10/- each	1,966,600	19,666,000.00	1,966,600	19,666,000.00
<b>Total Issued, Subscribed &amp; Fully Paid up</b>	<b>1,966,600</b>	<b>19,666,000.00</b>	<b>1,966,600</b>	<b>19,666,000.00</b>

**2.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year**

Particulars	As at 31 March, 2012		As at 31 March, 2011	
	Number	Amount	Number	Amount
<b>Equity Shares</b>				
Shares outstanding at the beginning of the year	1,966,600	19,666,000.00	1,966,600	19,666,000.00
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,966,600	19,666,000.00	1,966,600	19,666,000.00

**2.2 Terms/ Rights Attached to Equity Shares**

The Company has only one class of Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share and ranks pari passu. The Dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding

**2.3 Details of Shareholders holding more than 5% shares in Equity Capital of the Company.#**

Name of Shareholder	As at 31 March, 2012		As at 31 March, 2011	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1. Pankaj Bajaj	570,700	29.02	570,700	29.02
2. Arvind Bajaj	192,100	9.77	192,100	9.77
3. Om Prakash Bajaj	184,200	9.37	184,200	9.37

#The aforesaid disclosure is based upon percentages computed separately for class of shares outstanding as at the balance sheet date. As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

3-Reserves & Surplus	(Amount in Rupees)	
	As at 31 March, 2012	As at 31 March, 2011
<b>a. Capital Reserve</b>		
As Per Last Balance Sheet	133,600.00	133,600.00
<b>b. General Reserve</b>		
As Per Last Balance Sheet	57,393,067.71	54,393,067.71
Add: Transfer from surplus in the Statement of Profit & Loss	4,000,000.00	3,000,000.00
<b>Closing Balance</b>	<b>61,393,067.71</b>	<b>57,393,067.71</b>
<b>c. Surplus in the Statement of Profit &amp; Loss</b>		
As Per Last Balance Sheet	426,920,692.34	374,518,438.40
Add: Profit for the Year	63,720,162.08	57,687,885.94
Less: Appropriations:		
Transfer to General Reserve	4,000,000.00	3,000,000.00
Proposed Dividend on Equity Shares [Rs.1 per share(Previous Year Rs.1 per share)]	1,966,600.00	1,966,600.00
Tax on Dividend	319,032.00	319,032.00
<b>Closing Balance</b>	<b>484,355,222.42</b>	<b>426,920,692.34</b>
<b>Total</b>	<b>545,881,890.13</b>	<b>484,447,360.05</b>

(Amount in Rupees )

4-Long Term Borrowings	As at 31 March, 2012		As at 31 March, 2011	
	Non Current	Current Maturities	Non Current	Current Maturities
Unsecured				
Public Deposits	15,655,000.00	29,095,000.00	11,150,000.00	35,320,000.00
Less: Amount disclosed under the head 'Other Current Liabilities (Refer Note no.10)	-	29,095,000.00	-	35,320,000.00
<b>Total</b>	<b>15,655,000.00</b>	<b>-</b>	<b>11,150,000.00</b>	<b>-</b>

Maturity Profile of Long Term Borrowing:	MATURITY PROFILE			
	Up To 1 Year	1-2 Years	2-3 Year	Total
Rate of Interest (%)	(10.00-10.75)	(10.25-11.00)	(10.50)	
Public Deposit	21,820,000.00	13,445,000.00	9,485,000.00	44,750,000.00

(Amount in Rupees )

5-Deferred Tax Liability (Net)	Deferred tax Liability/	Current year charge/	Deferred tax Liability/
	(Asset)	(Credit)	(Asset)
	As at 31 March, 2011		As at 31 March, 2012
a. Difference in depreciation for accounting and income tax purpose	4,637,335.00	(49,287.00)	4,588,048.00
b. Provision For Leave Encashment & Gratuity	(2,021,031.00)	(332,898.49)	(2,353,929.49)
<b>Total</b>	<b>2,616,304.00</b>	<b>(382,185.49)</b>	<b>2,234,118.51</b>

(Amount in Rupees )

6-Other Long Term Liabilities	As at 31 March, 2012	As at 31 March, 2011
Security Deposit Received	2,149,950.72	745,051.41
<b>Total</b>	<b>2,149,950.72</b>	<b>745,051.41</b>

(Amount in Rupees )

7-Long Term Provisions	As at 31 March, 2012	As at 31 March, 2011
<b>Provision For Employee benefits</b>		
Provision For Gratuity	4,380,812.00	4,592,639.00
Provision For Leave Encashment	2,873,207.00	1,353,320.00
<b>Total</b>	<b>7,254,019.00</b>	<b>5,945,959.00</b>

(Amount in Rupees )

8-Short Term Borrowings	As at 31 March, 2012	As at 31 March, 2011
<b>Secured</b>		
(a) Working Capital Loan		
From Banks*	26,107,770.12	16,333,164.35
<b>Total</b>	<b>26,107,770.12</b>	<b>16,333,164.35</b>

**Nature of Security of Working Capital Loans :**

- (i) Residential and Commercial Land with construction of site office and surrounded by boundary wall and gate at Faizullahganj, Mohibullapur Sitapur Road, near Janakipuram flyover, Lucknow bearing khasra no. 58,59,60,61,& 85 measuring 20500.24 sq. mts.
- (ii) Further Secured by personal guarantee of Shri S.K.Garg (Chairman) & Shri Pankaj Bajaj (Managing Director).

(iii) Further Secured by First Charge on Block Assets of the Company (excluding land & building and vehicles)

(iv) In overdraft account secured against lien on bank Fixed Deposits and personal guarantee of Managing Director.

\*Includes overdraft facility of Rs 46.07 Lacs from City Cooperative Bank Limited, against fixed deposit of Rs 106.29 Lacs. The said Bank has discontinued its operations, however the company has applied for repayment of fixed deposit after adjustment of the balance outstanding in the overdraft account.

(Amount in Rupees )

<b>9-Trade Payables</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Due to Micro Small and Medium Enterprises*	-	-
Due to Others for supplies/services	191,641,279.46	213,797,197.38
<b>Total</b>	<b>191,641,279.46</b>	<b>213,797,197.38</b>

\* The Company has not received informations from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/ payable under the Act has not been given.

(Amount in Rupees )

<b>10-Other Current Liabilities</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Current maturities of long-term debt (Refer Note No.4)	29,095,000.00	3,766,750.81
Interest accrued but not due on borrowings	3,969,363.29	3,766,750.81
Advance from Customers	613,245,790.55	754,340,135.29
Investor Education & Protection Fund*		
(i) Unclaimed dividends	1,263,958.00	1,017,429.00
(ii) Unclaimed matured deposits (includes interest thereon)	2,822,514.49	2,332,944.00
Book Overdraft	1,948,088.63	207,461.09
Security Deposits/Retention Money	14,018,513.01	16,154,507.00
Due to Directors	1,011,004.26	801,504.26
Other payables		
(i) Employee Related Liabilities	2,871,095.00	2,596,081.00
(ii) Statutory Liabilities	4,312,601.00	6,238,342.36
<b>Total</b>	<b>674,557,928.23</b>	<b>822,775,154.81</b>

\* Appropriate amounts shall be transferred to Investor Education & Protection Fund if and when due.

(Amount in Rupees )

<b>11-Short Term Provisions</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Others		
Proposed Dividend	1,966,600.00	1,966,600.00
Tax on Proposed Dividend	319,032.00	319,032.00
Provision for loss of Subsidiary Company	-	680,621.62
<b>Total</b>	<b>2,285,632.00</b>	<b>2,966,253.62</b>

(Amount in Rupees)

12-Fixed Assets	←--- GROSS BLOCK ---→				←--- DEPRECIATION ---→				←-- NET BLOCK --→	
	As at 01/04/2011	Additions	Deletions/ Adjustments	As at 31/03/2012	As at 1/4/2011	For the Year	Deletions/ Adjustments	As at 31.03.2012	W.D.V. As At 31/03/2012	W.D.V. As At 31/03/2011
<b>Tangible Assets</b>										
1 Office Premises	24,129,017.94	773,433.78	-	24,902,451.72	1,820,731.00	393,337.53	-	2,214,068.53	22,688,383.19	22,308,286.94
2 Plant & Machinery	21,144,323.16	4,568,718.60	-	25,713,041.76	14,810,396.80	1,112,022.47	-	15,922,419.27	9,790,622.49	6,333,926.36
3 Furniture & Fixtures	9,640,406.49	5,688,288.83	-	15,328,695.32	5,579,429.51	1,063,794.72	-	6,643,224.23	8,685,471.09	4,060,976.98
4 Vehicles	12,017,309.38	-	798,263.02	11,219,046.36	5,570,401.92	1,065,809.40	798,260.02	5,837,951.30	5,381,095.06	6,446,907.46
5 Computers	3,512,591.00	541,960.00	-	4,054,551.00	2,376,879.25	614,097.48	-	2,990,976.73	1,063,574.27	1,135,711.75
<b>Sub-Total(A)</b>	<b>70,443,647.97</b>	<b>11,572,401.21</b>	<b>798,263.02</b>	<b>81,217,786.16</b>	<b>30,157,838.48</b>	<b>4,249,061.60</b>	<b>798,260.02</b>	<b>33,608,640.06</b>	<b>47,609,146.10</b>	<b>40,285,809.49</b>
<b>Previous Year Figures</b>	<b>86,248,087.22</b>	<b>3,044,981.50</b>	<b>18,849,420.75</b>	<b>70,443,647.97</b>	<b>26,783,057.73</b>	<b>4,253,169.64</b>	<b>878,388.89</b>	<b>30,157,838.48</b>	<b>40,285,809.49</b>	<b>59,465,029.49</b>
<b>Intangible Assets</b>										
1 Computer Software	620,524.00	12,700.00	-	633,224.00	391,609.76	101,111.48	-	492,721.24	140,502.76	228,914.24
<b>Sub-Total(B)</b>	<b>620,524.00</b>	<b>12,700.00</b>	<b>-</b>	<b>633,224.00</b>	<b>391,609.76</b>	<b>101,111.48</b>	<b>-</b>	<b>492,721.24</b>	<b>140,502.76</b>	<b>228,914.24</b>
Previous Year Figures	620,524.00	-	-	620,524.00	291,022.82	100,586.94	-	391,609.76	228,914.24	329,501.18
<b>Total(A+B)</b>	<b>71,064,171.97</b>	<b>11,585,101.21</b>	<b>798,263.02</b>	<b>81,851,010.16</b>	<b>30,549,448.24</b>	<b>4,350,173.08</b>	<b>798,260.02</b>	<b>34,101,361.30</b>	<b>47,749,648.86</b>	<b>40,514,723.73</b>
Previous Year Figures	86,868,611.22	3,044,981.50	18,849,420.75	71,064,171.97	27,074,080.55	4,353,756.58	878,388.89	30,549,448.24	40,514,723.73	59,794,530.67

(Amount in Rupees)

13-Non Current Investments	As at 31 March, 2012	As at 31 March, 2011
<b>Trade, Unquoted, at Cost</b>		
<b>(a) Investment in Equity instruments</b>		
<b>In Subsidiary Companies</b>		
350000 (350000) Equity Shares of Rs.10/- each fully paid up at a premium of Rs. 10/- each in Halwasiya Agro Industries Ltd.49400 (49,400) Equity Shares of Rs 10/- each fully paid up in Halwasiya Agro Industries Ltd.	7,494,000.00	7,494,000.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Aadesh Constructions Pvt. Ltd.	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Garv Constructions Pvt. Ltd.	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Mahal Constructions Pvt. Ltd.	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Milaap Constructions Pvt. Ltd.	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Samarpit Constructions Pvt. Ltd.	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Suniyojit Constructions Pvt. Ltd.	99,900.00	99,900.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Primacy Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Prayatna Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Prasadhi Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Perpetual Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Deep Jyoti Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Sushobhit Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Fixity Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Facility Constructions Pvt. Ltd.	99,990.00	99,990.00

9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Bliss Constructions Pvt. Ltd.	99,990.00	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Conviction Constructions Pvt. Ltd.	-	99,990.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Khwahish Constructions Pvt. Ltd.	99,990.00	99,990.00
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Carnation Realtors Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Iris Realtors Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Neo Realtors Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Neptune Infracon Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Numerous Constructions Pvt Ltd	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Shivaye Constructions Pvt Ltd	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Swarg Constructions Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Swarnim Nirman Private Limited	99,900.00	-
9990 (NIL) Equity Shares of Rs 10/- each fully paid up in Villa Constructions Private Limited	99,900.00	-
<b>In Joint Venture Company</b>		
3554094 (3554094) Equity Shares of Rs.10/- each fully paid up at a premium of Rs. 10/- each in Eldeco City (P) Ltd.	71,081,880.00	71,081,880.00
4547 (4547) Equity Shares of Eldeco City Private Limited of Rs.10/- each fully paid up at a premium of Rs.39.99/- each in Eldeco City Private Limited	181,860.00	181,860.00
<b>In Associate Companies</b>		
17500 (17500) Equity Shares of Rs.10/- each fully paid up at a premium of Rs. 250/- each in MAK Sales Pvt.Ltd.	4,550,000.00	4,550,000.00
1650 (1650) Equity Shares of Omni Farms Private Limited of Rs.100/- each fully paid up at a premium of Rs. 999.60 each in Omni Farms Private Limited	1,814,340.00	1,814,340.00
30000 (30000) Equity Shares of Rs 10/- each fully paid up in Awadh Technology Park and Sez Pvt. Ltd.	300,000.00	-

<b>Other Investment</b>		
<b>Investment in Equity Instruments- Quoted In Other Companies</b>		
200 (200) Equity Shares of Rs 10/- each in CRB Corporation Limited fully paid up	-	400.00
11500 (11500) Equity Shares of Rs. 10.00 each in Union Bank of India Ltd., fully paid up	184,000.00	184,000.00
2400 (2400) Equity Shares of Rs. 10.00 each & 94 (94) Equity Shares of Rs. 390.00 each in Punjab National Bank Ltd. fully paid up	111,060.00	111,060.00
<b>Investment in Equity Instruments- Unquoted</b>		
5000 (5000) Equity Shares of Rs.25/- fully paid up in Indian Mercantile Co-operative Bank Limited	125,000.00	125,000.00
420 (420) Equity Shares of Rs 100/- each fully paid up in Lucknow Cement Craft Pvt. Ltd.	42,000.00	42,000.00
<b>Total</b>	<b>88,382,540.00</b>	<b>87,283,830.00</b>

Figures in bracket represent those of previous year

**Note: All the above shares are fully paid up**

Aggregate cost of unquoted investments	88087480.00	86988370.00
Aggregate cost of quoted investments	295060.00	295460.00
Market value of quoted investments	5010343.70	7038729.10

<b>14-Long Term Loans &amp; Advances</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Security Deposit Paid	8,932,381.50	11,728,756.50
Direct Taxes Refundable (Net of Provisions)	15,047,428.72	7,539,541.96
<b>Total</b>	<b>23,979,810.22</b>	<b>19,268,298.46</b>

<b>15-Other Non Current Assets</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Deposit more than twelve months	-	7,233,375.00
Deposit held as margin & earnest money with more than twelve months	10,491,000.00	-
Interest accrued and due on Bank FDR's having original maturity of more than twelve months	364,503.00	105,532.71
<b>Total</b>	<b>10,855,503.00</b>	<b>7,338,907.71</b>

<b>16-Inventories</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Land	183,652,028.83	183,174,783.53
Building Material & consumables	39,866,049.76	24,181,328.16
Unsold Plots, Shops, Flats etc.,	24,742,376.06	27,677,750.73
Project in Progress	171,050,808.78	424,058,156.60
<b>Total</b>	<b>419,311,263.44</b>	<b>659,092,019.02</b>

	(Amount in Rupees)	
<b>17-Trade Receivables</b>	As at 31 March, 2012	As at 31 March, 2011
<b>(Unsecured considered good unless otherwise stated)</b>		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment	4,663,035.00	9,631,863.00
Other Trade Receivables	45,062,261.17	12,007,801.00
<b>Total</b>	<b>49,725,296.17</b>	<b>21,639,664.00</b>

	(Amount in Rupees)	
<b>18-Cash And Bank Balances</b>	As at 31 March, 2012	As at 31 March, 2011
<b>Cash &amp; Cash Equivalents</b>		
Balances with Banks:		
-In Current Account	26,607,636.42	24,781,533.95
-In Deposit account with original maturity of less than three months	19,140,819.40	30,139,097.93
Cash in Hand	6,744,158.34	1,633,446.34
Cheques in hand	4,252,750.00	2,536,231.00
	56,745,364.16	59,090,309.22
<b>Other Bank Balances</b>		
Unclaimed/Unpaid Dividend Account	1,265,718.33	1,017,878.23
Deposit held as margin money/earnest money*	115,000,200.00	101,152,814.00
Deposit with original maturity of more than three months but less than twelve months	86,844,157.53	178,378,867.16
<b>Total</b>	<b>259,855,440.02</b>	<b>339,639,868.61</b>

\*Includes deposits of Rs 106.29 Lacs from City Cooperative Bank Limited, against overdraft facility of Rs 46.07 Lacs. The said Bank has discontinued its operations, however the company has applied for repayment of fixed deposit after adjustment of the balance outstanding in the overdraft account.

	(Amount in Rupees)	
<b>19-Short-term loans and advances</b>	As at 31 March, 2012	As at 31 March, 2011
<b>(Unsecured, considered good unless otherwise stated)</b>		
<b>Loans and advances to</b>		
Subsidiary Companies	298,398,011.00	174,254,311.00
Other related parties	129,812,009.00	95,331,052.35
	428,210,020.00	269,585,363.35
<b>Advance against goods, services &amp; others</b>		
Advances for projects	126,660,842.00	91,727,222.00
Other Advances	17,272,142.00	26,230,478.11
	143,932,984.00	117,957,700.11
Balance with Government/statutory authorities	10,571,931.24	12,187,316.00
Prepaid Expenses	724,571.50	49,738.00
<b>Total</b>	<b>583,439,506.74</b>	<b>399,780,117.46</b>

19.1 Loans and Advances includes payment to parties (including associates) for acquiring land for development of real estate projects, either on collaboration basis or self- development basis, for bulk booking, and for purchase of commercial space

19.2 Particulars in respect of loans and advances to subsidiary companies:

Sl.	Name of Company	Balance as at 31st		Maximum outstanding during	
		March, 2012	March, 2011	March, 2012	March, 2011
1	Bliss Constructions Private Limited	11,612,190.00	11,612,190.00	11,612,190.00	11,612,190.00
2	Prasiddhi Constructions Private Limited	17,570,000.00	24,680,000.00	24,680,000.00	38,150,000.00
3	Halwasiya Agro Industries Limited	139,334,561.00	105,077,121.00	150,045,773.00	113,531,181.00
4	Aadesh Constructions Private Limited	15,598,000.00	6,450,000.00	15,598,000.00	6,450,000.00
5	Mahal Constructions Private Limited	31,891,000.00	26,435,000.00	31,891,000.00	26,435,000.00
6	Garv Constructions Private Limited	1,088,000.00	NIL	1,088,000.00	NIL
7	Milaap Constructions Private Limited	23,549,740.00	NIL	23,549,740.00	NIL
8	Neo Realtors Private Limited	1,000,000.00	NIL	1,000,000.00	NIL
9	Samarjit Constructions Private Limited	13,934,520.00	NIL	13,934,520.00	NIL
10	Suniyojit Constructions Private Limited	42,820,000.00	NIL	42,820,000.00	NIL

(Amount in Rupees )

20-Other current assets	As at 31 March 2012	As at 31 March 2011
Interest accrued and due on Bank FDR's having original maturity of less than 12 months	4,134,579.72	5,885,015.63
<b>Total</b>	<b>4,134,579.72</b>	<b>5,885,015.63</b>

(Amount in Rupees )

21-Revenue From Operations	Year Ended March 31, 2012	Year Ended March 31, 2011
Income from Real Estate Projects	502,491,090.22	333,253,820.46
Income from Construction Contracts	31,484,353.00	34,466,133.00
Other Operating Income	67,945,002.00	49,465,855.21
<b>Total</b>	<b>601,920,445.22</b>	<b>417,185,808.67</b>

(Amount in Rupees )

22-Other Income	Year Ended March 31, 2012	Year Ended March 31, 2011
Interest Income		
on bank FDR's	23,779,429.87	17,850,638.04
Others	561,812.00	3,354,417.00
Rent Received	9,590,500.00	9,114,446.28
Misc. Receipts	2,649,305.26	2,031,364.00
Profit on Sale of Fixed Asset	524,997.00	1,817,330.14
Dividend from other long term investments	2,068.00	29,928.00
Liabilities no longer required written back	4,118,510.31	7,636,393.08
<b>Total</b>	<b>41,226,622.44</b>	<b>41,834,516.54</b>

(Amount in Rupees )

<b>23-Cost of Material Consumed and other related</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
<b>Project cost</b>		
<b>Inventories at the beginning of the year</b>		
Building Material and consumables	24,181,328.16	14,063,822.80
Land	183,174,783.53	182,371,097.53
	<b>207,356,111.69</b>	<b>196,434,920.33</b>
Add: Cost incurred during the year		
Land Development and other rights	78,984,000.00	-
Building Material Purchases	153,459,256.76	124,904,960.24
Expenses through Contractors	161,257,301.58	127,479,887.29
Advertisement & Publicity	1,359,984.00	5,505,335.00
Architects' Fees	1,070,000.00	5,192,142.00
Depreciation	648,802.22	648,802.22
Plant & Machinery Repairs	1,369,802.00	5,323,220.75
Maintenance of completed projects	12,822,480.78	1,417,315.05
Water & Electricity	4,843,451.00	3,534,204.00
Plan Approval & External Devp.Fees	100,000.00	5,594,065.00
Other project expenses	39,047,598.95	30,317,538.97
	<b>454,962,677.29</b>	<b>309,917,470.52</b>
Less: Inventories at the end of the year		
Building Material and consumables	39,866,049.76	24,181,328.16
Land	183,652,028.83	183,174,783.53
	<b>223,518,078.59</b>	<b>207,356,111.69</b>
<b>Cost of Material Consumed, construction &amp; other related project cost</b>	<b>438,800,710.39</b>	<b>298,996,279.16</b>

(Amount in Rupees)

<b>24-Change in Inventories in Finished Goods and Project in Progress</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
<b>Inventories at the beginning of the year</b>		
Completed real estate projects	27,677,750.73	29,626,742.18
Construction work in progress	15,791,379.13	119,805,048.53
Project in Progress	172,966,115.36	40,534,202.85
	<b>216,435,245.22</b>	<b>189,965,993.56</b>
<b>Inventories at the end of the year</b>		
Completed real estate projects	24,742,376.06	27,677,750.73
Construction work in progress	19,511,007.19	15,791,379.13
Project in Progress	188,898,684.27	172,966,115.36
	<b>233,152,067.52</b>	<b>216,435,245.22</b>
Change in Inventories of finished stock and project in progress	(16,716,822.30)	(26,469,251.66)

(Amount in Rupees)

<b>25-Employee Benefit Expenses</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Salaries, Wages, Allowances and Bonus	40,091,338.00	27,371,894.00
Company's Contribution to Provident and Other funds	1,948,403.00	3,155,538.00
Directors Remuneration	5,600,000.00	4,806,636.00
Staff Welfare Expenses	8,018,924.75	2,385,813.00
<b>Total</b>	<b>55,658,665.75</b>	<b>37,719,881.00</b>

(Amount in Rupees)

<b>26-Finance Cost</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Interest on Secured Loans	1,005,351.72	438,201.58
Interest on Public Fixed Deposits & Other Interest	13,410,307.66	13,178,369.95
Bank Charges and Commission	2,067,171.36	1,501,332.50
<b>Total</b>	<b>16,482,830.74</b>	<b>15,117,904.03</b>

(Amount in Rupees)

<b>27-Other Expenses</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
<b>Establishment Expenses</b>		
Rent	13,529,386.00	14,025,076.00
Rates and Taxes	73,670.00	33,956.00
Insurance	90,720.00	84,812.00
Auditors Remuneration	300,000.00	380,535.00
Directors Sitting Fees	17,000.00	22,500.00
Postage, Courier & Telephone	1,525,833.99	1,500,281.08
Travelling & Conveyance	3,463,181.59	3,054,995.20
Legal & Professional Charges	4,911,496.79	4,708,975.94
Printing & Stationery	722,329.04	1,060,808.00
Repair & Maintenance Building	5,486,081.00	2,884,866.27
Repair & Maintenance Others	1,139,314.60	1,459,115.90
Water and Electricity	1,427,263.35	1,339,944.62
Donations	424,458.00	4,957,700.00
Loss on Sale of Assets	-	185,359.00
Miscellaneous Expenses	4,394,658.27	800,130.00
Provision for losses in subsidiary	-	680,621.62
<b>Sub-Total</b>	<b>37,505,392.63</b>	<b>37,179,676.63</b>
<b>Selling Expenses</b>		
Advertisement & Publicity	7,701,771.00	1,998,454.75
Business Promotion & Discount	1,907,292.00	350,193.00
Commission & Brokerage	3,555,880.00	3,203,565.00
<b>Sub-Total</b>	<b>13,164,943.00</b>	<b>5,552,212.75</b>
<b>Total</b>	<b>50,670,335.63</b>	<b>42,731,889.38</b>

<b>28-Earnings Per Share</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
Profit/(Loss) after tax	63,720,162.08	57,687,885.94
Equity Shares outstanding at the year end	1,966,600	1,966,600
Nominal Value Per Share (Rs)	10.00	10.00
Basic Earnings Per Share	32.40	29.33
Diluted Earnings Per Share	32.40	29.33

<b>29-Auditors Remuneration</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
Audit Fees	275,000.00	275,000.00
Tax Audit Fees	25,000.00	25,000.00
Certifications Fee	-	45,000.00
Service Tax thereon	37,080.00	35,535.00
	337,080.00	380,535.00
Less: Cenvat credit of Service Tax availed	37,080.00	-
<b>Total</b>	<b>300,000.00</b>	<b>380,535.00</b>

<b>30-Contingent Liability</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
<b>(a) Claims against the company not acknowledge as debt</b>		
1 Sales Tax & VAT	1,618,393.00	4,621,548.00
2 Income Tax	2,592,330.00	2,045,570.00
<b>(b) Guarantees</b>		
1 Earnest Money	38,021,852.00	19,804,679.00
2 Bank Guarantee	89,144,250.00	89,644,250.00

31. Disclosure in accordance with Accounting Standard-7 (Revised), in respect of construction contracts entered:

(Amount in Rupees)

Particulars	As at March 31, 2012	As at March 31, 2011
Contract revenue recognized as revenue for the year ended	31484353	34466133
Aggregate amount of contract costs incurred and recognized profits (less recognized losses) for all the contract in progress	35203981	36741453
The amount of customer advances outstanding for contracts in progress	51919178	54589701
The amount of retentions due from customers for contracts in progress.	240565	8191
Gross amount due from customers including work in progress for contracts in progress.	16397505	11205192
Gross amount due to customers including work in progress for contracts in progress.	419788	419788

32. Determination of revenues in respect of real estate projects under the 'Percentage of Completion method' necessarily involves making estimates by management for projected revenues, projected profits, and costs to completion and foreseeable loss. These estimates being of a technical nature have been relied upon by auditors.
33. Inventories, loans & advances, trade receivables and other current/non current assets are in the opinion of the management do not have a value on realization in the ordinary course of the business, less than the amount at which they are stated in the Balance Sheet. The classification of assets and liabilities between current and non current have been made based on management perception as to its recoverability/settlement and other criteria as set out in the revised schedule VI to the Companies Act 1956.
34. Balance in trade receivables, trade payables, current/non current advances given/received are subject to reconciliation and confirmation from respective Parties. The balance of said trade receivables, trade payables, current/non current advances given/received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation can not presently be determined, therefore no provision for any liability that may result of such reconciliation and confirmation has been made in the financial statement.

### 35. Segment Information

The Company's business segment is divided into real estate development and Construction Contract respectively. Operations of the Company do not qualify, for reporting as per reportable segment, under the criteria set out under "Accounting Standard (AS)-17 on Segment Reporting".

36. The Company has an investment of Rs.42,000.00 (31.03.2011 Rs.42,000.00) in Lucknow Cement Crafts Private Limited (LCC). There are accumulated losses in LCC. The management of the Company is of the opinion that investment in LCC is long term strategic investment therefore, provision for diminution in value of investment is not made.

**37. RELATED PARTY DISCLOSURES:**

Details of disclosure as required by "Accounting standard (AS) - 18 on Related Party Disclosures" are as under:-

**A. Names of related parties and description of relationship:****1. Associates**

- 1 M.A.K.Sales Private Limited
- 2 Omni Farms Private Limited
- 3 Awadh Technology Park and SEZ Private Limited

**2. Entities over which key managerial personnel or their relatives exercise significant influence**

- 1 S.K Garg Constructions Pvt. Ltd
- 2 Lucknow Cement Crafts Private Limited
- 3 Ecodel Projects Private Limited
- 4 Eldeco Infrastructure & Properties Limited
- 5 Surya Season Foods Private Limited
- 6 Eldeco Townships & Housing Limited
- 7 S.K.Garg (HUF)

**3. Subsidiaries**

- |  |  |
|--|--|
| 1 Aadesh Constructions Private Limited     | 15 Facility Constructions Private Limited    |
| 2 Garv Constructions Private Limited       | 16 Deepjyoti Constructions Private Limited   |
| 3 Mahal Constructions Private Limited      | 17 Conviction Constructions Private Limited* |
| 4 Milaap Constructions Private Limited     | 18 Bliss Constructions Private Limited       |
| 5 Samarpit Constructions Private Limited   | 19 Carnation Realtors Private Limited        |
| 6 Suniyojit Constructions Private Limited  | 20 Iris Realtors Private Limited             |
| 7 Halwasiya Agro Industries Limited        | 21 Neo Realtors Private Limited              |
| 8 Prayatna Constructions Private Limited   | 22 Nepture Infracon Private Limited          |
| 9 Sushobhit Constructions Private Limited  | 23 Numerous Constructions Pvt Ltd            |
| 10 Primacy Constructions Private Limited   | 24 Shivaye Constructions Pvt Ltd.            |
| 11 Prasiddhi Constructions Private Limited | 25 Swarg Constructions Private Limited       |
| 12 Perpetual Constructions Private Limited | 26 Swarnim Nirman Private Limited            |
| 13 Khwahish Constructions Private Limited  | 27 Villa Constructions Private Limited       |
| 14 Fixity Constructions Private Limited    |  |

\*Note: Ceased to be subsidiary w.e.f 24.05.2011

**4. Joint Venture Company**

- 1 Eldeco City Private Limited

**5 Key Management Personnel**

- |                        |                        |
|------------------------|------------------------|
| 1 Shri Shiv Kumar Garg | Executive Chairman     |
| 2 Shri Pankaj Bajaj    | Managing Director      |
| 3 Shri Srikant Jajodia | Whole Time Director    |
| 4 Shri Arvind Bajaj    | Non Executive Director |

**6 Relatives of Key Management Personnel**

- |                   |  |
|-------------------|--|
| 1 Asha Bajaj      | M/o Shri Pankaj Bajaj, Managing Director |
| 2 Varija Bajaj    | S/o Shri Pankaj Bajaj, Managing Director |
| 3 O.P.Bajaj       | F/o Shri Pankaj Bajaj, Managing Director |
| 4 Rashi Bajaj     | W/o Shri Arvind Bajaj                    |
| 5 Vimla Garg      | W/o Shri S.K.Garg                        |
| 6 Brijendra Gupta | Son in Law of Sri S.K.Garg               |
| 7 Rajeev Bansal   | Son in Law of Sri S.K.Garg               |
| 8 Manoj Singhal   | Son in Law of Sri S.K.Garg               |
| 9 A.K.Garg        | Brother of Sri S.K.Garg                  |
| 10 Nirmal Garg    | Sister In law of Sri S.K.Garg            |
| 11 Pushpa Gupta   | Sister of Sri S.K.Garg                   |

B. The following transactions were carried out with the related parties in the ordinary course of business:							
Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
<b>Remuneration</b>							
Shri S.K. Garg	3,000,000.00 (2,400,000.00)						3,000,000.00 (2,400,000.00)
Shri Shrikant Jajodia	2,400,000.00 (2,400,000.00)						2,400,000.00 (2,400,000.00)
<b>Perquisites</b>							
Shri Shrikant Jajodia	200,000.00 (6,636.00)						200,000.00 (6,636.00)
<b>Rent Paid</b>							
Smt Varija Bajaj						662,772.00	662,772.00
Sri O.P.Bajaj						(773,232.00)	(773,232.00)
Smt Asha Bajaj						5,558,400.00 (5,558,400.00)	5,558,400.00 (5,558,400.00)
<b>Dividend Paid</b>							
Shri S.K. Garg	5,300.00 (5,300.00)						5,300.00 (5,300.00)
Sri Pankaj Bajaj	570,700.00 (570,700.00)						570,700.00 (570,700.00)
Sri Arvind Bajaj	192,100.00 (192,100.00)						192,100.00 (192,100.00)
S.K.Garg HUF					1,000.00 (1,000.00)		1,000.00 (1,000.00)
Eldeco Infrastructure & Properties Limited					10,000.00 (10,000.00)		10,000.00 (10,000.00)
Sri O.P.Bajaj						184,200.00 (184,200.00)	184,200.00 (184,200.00)
Smt Asha Bajaj						63,400.00 (63,400.00)	63,400.00 (63,400.00)
Varija Bajaj						26,800.00 (26,800.00)	26,800.00 (26,800.00)
Rashi Bajaj						21,900.00 (21,900.00)	21,900.00 (21,900.00)
Vimla Garg						11,900.00 (11,900.00)	11,900.00 (11,900.00)
Brijendra Gupta						8,000.00 (8,000.00)	8,000.00 (8,000.00)
Rajeev Bansal						8,000.00 (8,000.00)	8,000.00 (8,000.00)
Manoj Singhal						8,000.00 (8,000.00)	8,000.00 (8,000.00)

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
A.K.Garg						500.00	500.00
Nirmal Garg						(500.00)	(500.00)
Pushpa Gupta						16,500.00	16,500.00
						(16,500.00)	(16,500.00)
						-	-
<b>Sitting Fees</b>						(2,000.00)	(2,000.00)
Shri Arvind Bajaj	2,000.00 (3,000.00)						2,000.00 (3,000.00)
<b>Advance Received Back Against Bulk Booking/Project</b>							
Omni Farms Private Limited		220,488,355.06					220,488,355.06
Eldeco Infrastructure & Properties Limited		-			2,500,000.00 (10,000,000.00)		- 2,500,000.00 (10,000,000.00)
<b>Advance Paid Against Bulk Booking / Projects</b>							
Omni Farms Private Limited		(33,438,427.35)					(33,438,427.35)
Eldeco Infrastructure & Properties Limited					(2,500,000.00)		(2,500,000.00)
<b>Advance Received against sale of fixed asset</b>							
Surya Seasons Foods Private Limited					(1,000,000.00)		(1,000,000.00)
<b>Sale of Investments</b>							
Conviction Constructions Pvt Ltd			99,990.00				99,990.00
Advantage Constructions Pvt Ltd			(99,990.00)				- (99,990.00)
<b>Buy Back of Equity Shares</b>							
Eldeco City Private Limited				(41,828,630.00)			- (41,828,630.00)
<b>Buy Back of Preference Shares</b>							
Eldeco City Private Limited				(28,227,630.00)			- (28,227,630.00)
<b>Advance paid Against Land</b>							
Aadesh Constructions			9,148,000.00 (6,450,000.00)				9,148,000.00 (6,450,000.00)

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
Mahal Constructions P. Ltd.			5,456,000.00				5,456,000.00
Garv Constructions P. Ltd.			(26,435,000.00)				(26,435,000.00)
Milaap Constructions P. Ltd.			1,088,000.00				1,088,000.00
Neo Realtors P. Ltd.			23,549,740.00				23,549,740.00
Neo Realtors P. Ltd.			1,000,000.00				1,000,000.00
Samarpit Constructions P. Ltd.			13,934,520.00				13,934,520.00
Suniyojit Constructions P. Ltd.			42,820,000.00				42,820,000.00
Bliss Constructions P. Ltd.			-				-
S.K.Garg Constructions P. Ltd.			(3,512,190.00)		27,500,000.00		(3,512,190.00)
S.K.Garg Constructions P. Ltd.			-		-		27,500,000.00
<b>Advance paid Against Commercial Space</b>							
MAK Sales P. Ltd.		10,919,384.00					10,919,384.00
Halwasiya Agro Industries Ltd.		(13,479,371.00)					(13,479,371.00)
Halwasiya Agro Industries Ltd.			34,257,440.00				34,257,440.00
Halwasiya Agro Industries Ltd.			(46,880,710.00)				(46,880,710.00)
<b>Advance Recd. Back Against Land</b>							
Prassidhi Constructions P. Ltd.			7,110,000.00				7,110,000.00
Prassidhi Constructions P. Ltd.			-				-
<b>Sale of Fixed Assets</b>							
Eldeco City Private Limited				(1,124,503.00)			(1,124,503.00)
<b>Investment in Equity Shares</b>							
Carnation Realtors Private Limited			99,900.00				99,900.00
Iris Realtors P. Ltd.			-				-
Iris Realtors P. Ltd.			99,900.00				99,900.00
Neo Realtors P. Ltd.			-				-
Neo Realtors P. Ltd.			99,900.00				99,900.00
Neptune Infracon P. Ltd.			-				-
Neptune Infracon P. Ltd.			99,900.00				99,900.00
Numerous Constructions Pvt Ltd			-				-
Numerous Constructions Pvt Ltd			99,900.00				99,900.00
Shivaye Constructions Pvt Ltd			-				-
Shivaye Constructions Pvt Ltd			99,900.00				99,900.00
Swarg Constructions P. Ltd.			-				-
Swarg Constructions P. Ltd.			99,900.00				99,900.00
Swarnim Nirman P. Ltd.			-				-
Swarnim Nirman P. Ltd.			99,900.00				99,900.00
Villa Constructions P. Ltd.			-				-
Villa Constructions P. Ltd.			99,900.00				99,900.00

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
<b>Conversion of Debenture in Equity Shares</b>							
Eldeco City P. Ltd.				(181,860.00)			(181,860.00)
<b>Project Management Fees received</b>							
Eldeco City P. Ltd.				25,734,659.00 (35,431,992.00)			25,734,659.00 (35,431,992.00)
Omni Farms P. Ltd.		28,171,647.00 (1,949,800.00)					28,171,647.00 (1,949,800.00)
<b>Collection Charges received</b>							
MAK Sales P. Ltd.		1,828,386.00 (1,427,063.00)					1,828,386.00 (1,427,063.00)
<b>Fixed Deposits</b>							
Shri Pankaj Bajaj	715,000.00 (655,000.00)						715,000.00 (655,000.00)
Pankaj Bajaj & HUF					710,000.00 (650,000.00)		710,000.00 (650,000.00)
<b>Interest Paid on Fixed Deposit</b>							
Shri Pankaj Bajaj	67,292.00 (67,915.07)						67,292.00 (67,915.07)
Pankaj Bajaj & HUF					66,821.00 (67,954.61)		66,821.00 (67,954.61)
<b>Balances Outstanding as at 31.03.2012</b>							
<b>Trade Payables</b>							
Shri Pankaj Bajaj	1,516,504.26 (2,106,524.26)						1,516,504.26 (2,106,524.26)
Shri S.K. Garg	209,500.00						209,500.00
Surya Seasons Foods Pvt. Ltd.	-				(2,846,091.00)		- (2,846,091.00)
Smt Varija Bajaj						62,003.00 (62,003.00)	62,003.00 (62,003.00)
Sri O.P.Bajaj						464,590.00	464,590.00
Smt Asha Bajaj						-	-
Omni Farms P. Ltd.	219,049,927.71					(71,765.00)	(71,765.00)
<b>Trade Receivables</b>							
Aadesh Constructions P. Ltd.			15,598,000.00 (6,450,000.00)				15,598,000.00 (6,450,000.00)
Bliss Constructions P. Ltd.			11,612,190.00 (11,612,190.00)				11,612,190.00 (11,612,190.00)

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
Mahal Constructions P. Ltd.			31,891,000.00 (26,435,000.00)				31,891,000.00 (26,435,000.00)
Prasiddhi Constructions P. Ltd.			17,570,000.00 (24,680,000.00)				17,570,000.00 (24,680,000.00)
Garv Constructions P. Ltd.			1,088,000.00				1,088,000.00
Milaap Constructions P. Ltd.			23,549,740.00				23,549,740.00
Neo Realtors P. Ltd.			1,000,000.00				1,000,000.00
Samarpit Constructions P. Ltd.			13,934,520.00				13,934,520.00
Suniyojit Constructions P. Ltd.			42,820,000.00				42,820,000.00
Omni Farms P. Ltd.		32,000,000.00 (32,000,000.00)					32,000,000.00 (32,000,000.00)
M.A.K.Sales P. Ltd.		50,538,879.00 (56,064,495.00)					50,538,879.00 (56,064,495.00)
Halwasiya Agro Industries Ltd.			139,334,561.00 (105,077,121.00)				139,334,561.00 (105,077,121.00)
S.K.Garg Constructions P. Ltd.					27,500,000.00		27,500,000.00
Eldeco infrastructure & Properties Ltd.					19,773,130.00 (22,273,130.00)		19,773,130.00 (22,273,130.00)
<b>Investments</b>							
MAK Sales P. Ltd.	4,550,000.00 (4,550,000.00)						4,550,000.00 (4,550,000.00)
Omni Farms P. Ltd.	1,814,340.00 (1,814,340.00)						1,814,340.00 (1,814,340.00)
Awadh Technology Park and SEZ Private Limited	300,000.00						300,000.00
Eldeco City Pvt. Ltd.	-			71,263,740.00 (71,263,740.00)			- 71,263,740.00 (71,263,740.00)
Halwasiya Agro Industries Ltd.			7,494,000.00 (7,494,000.00)				7,494,000.00 (7,494,000.00)
Aadesh Constructions Pvt. Ltd.			99,900.00 (99,900.00)				99,900.00 (99,900.00)
Garv Constructions Pvt. Ltd.			99,900.00 (99,900.00)				99,900.00 (99,900.00)
Mahal Constructions Pvt. Ltd.			99,900.00 (99,900.00)				99,900.00 (99,900.00)
Milaap Constructions Pvt. Ltd.			99,900.00 (99,900.00)				99,900.00 (99,900.00)

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which Key Managerial Personnel or there relative exercise significant control	Relatives of Key Management Personnel	Total
Samarpit Constructions Pvt. Ltd.			99,900.00				99,900.00
Suniyojit Constructions Pvt. Ltd.			(99,900.00)				(99,900.00)
Primacy Constructions Pvt. Ltd.			99,900.00				99,900.00
Prayatna Constructions Pvt. Ltd.			(99,900.00)				(99,900.00)
Prasiddhi Constructions Pvt. Ltd.			99,990.00				99,990.00
Prepetual Constructions Pvt. Ltd.			(99,990.00)				(99,990.00)
Deepiyoti Constructions Pvt. Ltd.			99,990.00				99,990.00
Sushobhit Constructions Pvt. Ltd.			(99,990.00)				(99,990.00)
Fixity Constructions Pvt. Ltd.			99,990.00				99,990.00
Facility Constructions Pvt. Ltd.			(99,990.00)				(99,990.00)
Bliss Constructions Pvt. Ltd.			99,990.00				99,990.00
Khwahish Constructions Pvt. Ltd.			(99,990.00)				(99,990.00)
Carnation Realtors Pvt. Ltd.			99,990.00				99,990.00
Iris Realtors Pvt. Ltd.			-				-
Neo Realtors Pvt. Ltd.			99,900.00				99,900.00
Neptune Infracon Pvt. Ltd.			-				-
Numerous Constructions Pvt. Ltd.			99,900.00				99,900.00
Shivaye Constructions Pvt. Ltd.			-				-
Swarg Constructions Pvt. Ltd.			99,900.00				99,900.00
Swarnim Nirman Pvt. Ltd.			-				-
Villa Constructions Pvt. Ltd.			99,900.00				99,900.00
Note : Amount in brackets shown the previous year figures.			-				-

### 38 Employee Benefit

The details of the Company's post-retirement benefit plans for gratuity for its employees are given below which is certified by the actuary and relied upon by auditors:

#### A. Gratuity

##### i) Movement in the liability recognized in Balance Sheet is as under:

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation at the beginning of the year	6,114,621.00	4,569,928.00
Current service cost	630,624.00	551,949.00
Interest cost	535,029.00	375,986.00
Benefit paid	-	-
Actuarial (gain)/loss on obligation	(1,248,110.00)	616,758.00
Present value of obligation as at the end of year	<b>6,032,164.00</b>	<b>6,114,621.00</b>

##### ii) Net assets/liability recognized in Balance Sheet as at 31st March, 2012

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation as at 31st March, 2012	6,032,164.00	6,114,621.00
Fair value of plan assets as at 31st March, 2012	1,651,352.00	1,521,983.00
(Assets)/Liabilities recognized in the Balance Sheet	<b>4,380,812.00</b>	<b>4,592,938.00</b>

##### iii) Amount recognized in Statement of Profit & Loss is as under:

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Current service cost	630,624.00	551,949.00
Interest cost	535,029.00	375,986.00
Expected return on planned assets	(129,369.00)	(119,234.00)
Net actuarial (gain)/loss recognized during the year	(1,248,110.00)	616,758.00
Expenses to be recognized in the statement of P/L	<b>(211,826.00)</b>	<b>1,425,459.00</b>

##### iv) Changes in fair value of plan assets

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Fair value of plan assets at the beginning of the period	1,521,983.00	1,402,749.00
Expected return on plan assets	129,369.00	119,234.00
Contribution	-	-
Benefit Paid	-	-
Actuarial Gain/Loss	-	-
Fair value of plan assets at the end of the period	<b>1,651,352.00</b>	<b>1,521,983.00</b>

##### For determination of gratuity liability of the Company the following actuarial assumption were used:

Discount rate	8.75%	8.75%
Future salary increase	5.00%	5.00%
Expected rate of return on planned assets	8.15%	8.15%
Method used	Projected unit credit actuarial method	Projected unit credit actuarial method

Provision of Gratuity as per books is less than the liability provided by actuarial, therefore provision for Gratuity is to be made on actuarial basis.

**B. Leave Encashment**

Provision for leave encashment in respect of unavailed leaves standing to the credit of employees is made on accrual basis. The Company does not maintain any fund to pay for leave encashment.

**i) Movement in the liability recognized in Balance Sheet is as under:**

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation at the beginning of the year	1,353,319.00	1,024,365.00
Interest cost	118,415.00	84,279.00
Current service cost	283,365.00	202,217.00
Actuarial (gain)/loss on obligation	(392,209.00)	138,991.00
Benefit Paid	-	(96,533.00)
Present value of obligation at the end of the year	<b>1,362,890.00</b>	<b>1,353,319.00</b>

**ii) Amount recognized in Statement of Profit & Loss is as under:-**

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Current service cost	283,365.00	202,217.00
Interest cost	118,415.00	84,279.00
Net actuarial (gain)/loss recognized during the year	(392,209.00)	138,992.00
Recognized in Profit & Loss account	<b>9,571.00</b>	<b>425,488.00</b>

**iii) Amount recognized in the Balance Sheet as at 31st March, 2012**

Description	Amount in Rupees	Amount in Rupees
	As At 31 March 2012	As At 31 March 2011
Current Liability	87,714.00	-
Non Current Liability	1,275,176.00	1,353,319.00
Total	<b>1,362,890.00</b>	<b>1,353,319.00</b>

**For determination of liability in respect of leave encashment, the Company has used the following actuarial assumption.**

Discount rate	8.75%	8.25%
Future salary increase	5.00%	5.00%
Actuarial method used	Projected unit credit actuarial method	Projected unit credit actuarial method

Provision of leave encashment as per actuarial is less than the liability provided in books of accounts, therefore provision for leave encashment is to be made on accrual basis.

**C. Provident Fund**

The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Misc. Provision Act, 1952.

This is post employment benefit and is in the nature of defined contribution plan.

39. During the year the Company was subjected to search under section 132 of the Income Tax Act, 1961. During the course of search, Income Tax authorities took custody of certain documents/records and recorded statements of certain officials of the Company. The tax officials are examining the records seized and statements recorded during the course of search. The Company has not received any communication or demand notice from the tax department in connection with the said search. Pending completion of search proceedings, tax liability if any, that may arise on this account, which is presently unascertainable, and will be recognized upon conclusion of search proceedings.

**40. Interest in Joint Venture**

The Company entered in to a 66.67:33.33 (being company share is 33.33%) Joint Venture in Eldeco City Private Limited (incorporated in India) with M/s Xander Investment Holding IV Limited (Mauritius) for development of the Real Estate Project in India. For the purposes of Company's share in assets, liabilities, income & expenses, proportionate consolidation method has been adopted. The Company's interest in the Joint Venture is reported as Non Current Investments (Note no. 12) of the Balance Sheet and stated at cost.

The Company's share of each of the assets, liabilities, income & expenses (each after elimination of, the effect of transactions between the Company and the Joint Venture) related to its interests in this joint venture based on un-audited results are given here under:

(Amount in Rupees)

Particulars	As at March 31, 2012	As at March 31, 2011
Reserve & Surplus	44,143,855.93	55,007,138.67
Deferred Tax Liability	19,348.00	3,851.00
Trade Payables	8,404,553.00	8,356,601.00
Other Current Liabilities	713,407,004.00	426,112,986.33
Fixed Assets (including CWIP)	748,442.00	781,423.00
Non Current Investments	433,333.33	333,333.33
Current Investments	60,829,612.00	NIL
Inventories	206,169,578.00	123,475,602.08
Cash & Bank Balances	320,682,654.00	294,008,723.67
Short Term Loans & Advances	235,041,745.00	152,895,414.44
Other Current Assets	5,406,488.00	NIL
Revenue from Operations & Other Income	26,712,499.32	12,283,525.21
Employee Benefit Expenses	1,912,189.00	1,155,768.00
Finance Cost	57,381.00	99,941.00
Depreciation	66,223.00	47,240.00
Other Expenses	6,807,022.00	9,092,488.71
Profit Before Tax	17,869,684.00	1,888,087.57
Tax Expense	5,519,943.97	617,009.33
Profit After Tax	12,349,740.35	1,278,431.58

41. Till the year ended March 31st, 2011, the Company was using pre-revised Schedule VI to the Companies Act, 1956, for preparation and presentation of its financial statements. During the year ended March 31st, 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the Company. The Company has re-grouped/re-classified previous year figures where necessary to conform with current year's classification.

42. All notes number 1-41 form an integral part of the financial statements.

As per our Report of even date attached.

**FOR DOOGAR & ASSOCIATES**  
**Chartered Accountants**

**For & on behalf of the Board**

**(CA. UDIT BANSAL)**  
**Partner**

**S. K. Garg**  
**(Executive Chairman)**

**Pankaj Bajaj**  
**(Managing Director)**

Place: Lucknow  
Dated: 29th August, 2012

**Poonam Khurana**  
**(Company Secretary)**

## CONSOLIDATED AUDITORS' REPORT

To  
The Board of Directors,  
**M/s Eldeco Housing and Industries Limited**

1. We have audited the attached Consolidated Balance Sheet of **M/s Eldeco Housing and Industries Limited** (the "Company"), its subsidiaries, associate & joint venture (collectively referred to as "Group") as at 31st March 2012, the Consolidated Statement of Profit and Loss and also the Consolidated Cash Flow Statement for the year ended on that date annexed thereto. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.
2. We conducted our audit in accordance with generally accepted 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 consolidated 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.
3. We did not audit the financial statements of six subsidiaries (Aadesh Constructions Private Limited, Garv Constructions Private Limited, Mahal & Constructions Private Limited, Milaap Constructions Private Limited, Samarjit Constructions Private Limited, Suniyojit Constructions Private Limited) of Eldeco Housing & Industries Limited whose financial statements reflect total assets of Rs.133,120,996.65, total revenues of Rs.NIL and cash flows amounting to Rs.7,391,623.65 as at 31st March, 2012, and have been considered for the purpose of preparation of these consolidated financial statements. The financial statements and other financial information of the above subsidiaries have been audited by M/s Sachin H Agarwal & Associates, Chartered Accountants, whose report have been furnished to us, and in our opinion, in so far as it relates to the amounts included in respect of the subsidiaries is based solely on the report of the M/s Sachin H. Agarwal & Associates, Chartered Accountants.
4. The financial statements of one joint venture company namely Eldeco City Private Limited whose financial statements reflect total assets of Rs.2,487,935,556/-, total revenue of Rs.80,137,498/- and cash flows amounting to Rs.87,555,549/- as at 31st March, 2012, have not been audited and have been certified by the management and have been furnished to us, and our report, in so far as it relates to the amounts included in respect of said joint venture company is based solely on these certified financial statements.
5. The Consolidated Accounts include the unaudited financial statements of Associate Companies namely, Omni Farms Private Limited, MAK Sales Private Limited, & Awadh Technology Park and SEZ Private Limited for the year ended 31st March, 2012 which includes the Company's share of loss amounting to Rs 281,450.94, (56,807.80), and (9,030.60) respectively. The financial statements have been certified by the management and have been furnished to us, and in our opinion, in so far as it relates to the amounts included in respect of the said associate company are based solely on these certified unaudited financial statements. Since the financial statements of associated companies for the year ended March 31, 2012 were not audited, any adjustment to their balances could have consequential effects on the attached consolidated financial statements.
6. We report that the Consolidated Financial Statements have been prepared by Company's management in accordance with the requirements of Accounting Standard (AS) 21, 'Consolidated Financial Statements', Accounting Standard (AS) 23, 'Accounting for Investment in Associates in Consolidated Financial Statements' and Accounting Standard (AS) 27, 'Financial Reporting of interests in Joint Ventures' as notified by the Companies (Accounting Standards) Rules 2006 and on the basis of the separate audited financial statements of subsidiaries and certified unaudited financial statements of associate and joint venture included in the consolidated financial statements.

7. Without qualifying our report attention is drawn to note no. 40 and for reasons stated therein, tax liability if any, in respect of search conducted by the Income Tax authorities during the year which is presently unascertainable, will be recognized on conclusion of search proceedings.
8. Based on our audit and on consideration of the reports of the other auditors on separate financial statements and the certified unaudited financial statements of the associate company and joint venture referred to in paragraph 5 & 6 above, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements read with the significant accounting policies and other notes thereon, give true and fair view in conformity with the Accounting Principles Generally Accepted in India:
  - (a) in the case of Consolidated Balance Sheet, of the consolidated state of affairs of Group as at 31st March, 2012;
  - (b) in the case of the Consolidated Statement of Profit and Loss, of the Profit of the Group for the year ended on that date; and
  - (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

**FOR DOOGAR & ASSOCIATES**  
**Chartered Accountants**  
**(Firm Reg. No-000561N)**

**(CA. UDIT BANSAL)**  
**Partner**  
**M. No. 401642**

Dated: 29th August, 2012  
Place: Lucknow

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2012**

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As at March 31, 2012	As at March 31, 2011
<b>I. EQUITY AND LIABILITIES :</b>			
<b>1 SHAREHOLDERS' FUNDS:</b>			
a. Share Capital	2	19,666,000.00	19,666,000.00
b. Reserves and Surplus	3	552,867,038.17	516,505,752.70
<b>2 MINORITY INTEREST</b>		23,117.43	23,184.49
<b>3 NON CURRENT LIABILITIES</b>			
a. Long Term Borrowings	4	15,655,000.00	11,150,000.00
b. Deferred Tax Liabilities(Net)	5	2,315,249.84	2,632,689.33
c. Other Long Term Liabilities	6	2,149,950.72	745,051.41
d. Long Term Provisions	7	7,254,019.00	5,945,959.00
<b>4 CURRENT LIABILITIES</b>			
a. Short Term Borrowings	8	26,107,770.12	16,333,164.35
b. Trade Payables	9	206,105,939.46	240,692,519.04
c. Other Current Liabilities	10	1,414,496,096.51	1,255,825,361.55
d. Short term Provisions	11	2,285,632.00	2,285,632.00
<b>TOTAL</b>		<b>2,248,925,813.25</b>	<b>2,071,805,313.87</b>
<b>II. ASSETS:</b>			
<b>1 Non-Current Assets</b>			
a. Fixed Assets	12		
(i) Tangible Assets		53,859,807.99	41,460,590.99
(ii) Intangible Assets		140,502.76	228,914.24
b. Goodwill on Consolidation		163,237.00	163,237.00
c. Non Current Investments	13	9,230,102.24	8,614,889.70
d. Long Term Loans & Advances	14	24,099,366.37	17,943,748.64
e. Other Non-Current Assets	15	10,855,503.00	7,338,907.71
<b>2 Current Assets</b>			
a. Current Investments	16	60,829,611.67	-
b. Inventories	17	889,157,347.83	930,238,435.02
c. Trade Receivables	18	49,725,296.17	21,639,664.00
d. Cash and Bank Balances	19	597,497,044.77	643,105,997.04
e. Short term Loans & Advances	20	543,826,925.74	395,185,913.90
f. Other Current Assets	21	9,541,067.72	5,885,015.63
<b>TOTAL</b>		<b>2,248,925,813.25</b>	<b>2,071,805,313.87</b>

Notes to Consolidated Balance Sheet and Statement of Profit &amp; Loss 1-43

In terms of our report attached

For and on Behalf of the Board

**For DOOGAR & ASSOCIATES,**  
Chartered Accountants  
(Firm Reg. No. 000561N)

**S. K. GARG**  
(Chairman & Executive Director)

**PANKAJ BAJAJ**  
(Managing Director)

**CA. UDIT BANSAL**  
(Partner)  
M. NO. - 401642  
Place : Lucknow  
Dated :29th August, 2012

**POONAM KHURANA**  
(Company Secretary)

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As at March 31,2012	As at March 31,2011
<b>I REVENUE</b>			
1 Revenue from Operations	22	589,364,055.21	458,559,562.49
2 Other Income	23	65,919,083.14	53,338,993.42
<b>Total Revenue</b>		<b>655,283,138.35</b>	<b>511,898,555.91</b>
<b>II EXPENSES</b>			
1 Cost of Material Consumed, Construction & Other related project cost	24	460,831,111.35	367,105,578.73
2 Changes in Inventories of Finished stock & Project in Progress	25	(27,908,268.01)	(26,469,251.66)
3 Employee Benefit Expenses	26	57,571,354.75	38,947,649.05
4 Finance Cost	27	16,967,318.74	15,377,607.28
5 Depreciation		3,698,166.84	3,810,316.53
6 Other Expenses	28	58,218,277.13	52,071,209.96
<b>Total Expenses</b>		<b>569,377,960.80</b>	<b>450,843,109.89</b>
<b>III PROFIT BEFORE TAX</b>		85,905,177.55	61,055,446.02
<b>IV Tax Expense</b>			
i. Current Tax		36,810,579.97	33,266,310.00
ii. Tax related to previous years		117,516.46	(51,930.63)
iii. Deferred Tax		(317,439.49)	(795,385.67)
<b>V PROFIT AFTER TAX</b>		49,294,520.61	28,636,452.32
<b>VI MINORITY INTEREST</b>		67.06	(7,323.42)
<b>VII SHARE OF PROFITS OF ASSOCIATES (NET)</b>		215,612.54	262,122.37
<b>VIII PROFIT AFTER TAX, MINORITY INTEREST AND SHARE OF PROFITS OF ASSOCIATES</b>		49,510,200.21	28,891,251.27
<b>IX EARNINGS PER EQUITY SHARE (Nominal value of share Rs. 10/- each)</b>			
Basic Earnings Per Share (in Rs)		25.18	14.69
Diluted Earnings Per Share (in Rs)		25.18	14.69
Notes to Consolidated Balance Sheet and Statement of Profit & Loss	1-43		

In terms of our report attached

For and on Behalf of the Board

**For DOOGAR & ASSOCIATES,**  
Chartered Accountants  
(Firm Reg. No. 000561N)

**S. K. GARG**  
(Chairman & Executive Director)

**PANKAJ BAJAJ**  
(Managing Director)

**CA. Udit Bansal**  
(Partner)  
M. NO. - 401642

**POONAM KHURANA**  
(Company Secretary)

Place : Lucknow  
Dated : 29th August, 2012

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST  
MARCH, 2012**

(Amount In Rupees)

Particulars	Year Ended March 31, 2012	Year Ended March 31, 2011
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax, appropriations and extra ordinary items	85,905,177.55	61,055,446.02
Adjustment for :		
Profit on sale of Fixed Assets	(524,997.00)	(1,817,330.14)
Loss on sale of Fixed Assets	-	185,359.00
Depreciation	4,690,495.69	4,465,753.08
Dividend received	(2,068.00)	(29,928.00)
Interest received	(49,653,442.19)	(27,449,370.14)
Minority Interest	(67.06)	(7,323.42)
Interest paid	16,967,318.74	15,377,938.19
Pre-operative exp of Subsidiaries	-	624,216.39
Share of Profit in Associates	215,612.54	262,122.37
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>57,598,030.27</b>	<b>52,666,883.35</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES:</b>		
Inventories	41,081,087.19	(125,219,116.76)
Trade and Other Receivables	(28,085,632.17)	13,746,021.00
Other current & non current assets	(109,078,654.17)	(872,944,070.82)
Trade Payables & Others	(34,586,579.58)	646,260,098.10
Other current & non current liabilities	175,345,860.55	(23,358,326.93)
<b>CASH GENERATED FROM OPERATING ACTIVITIES</b>	<b>102,274,112.09</b>	<b>(308,848,512.06)</b>
Direct Taxes Paid	(36,602,005.82)	(35,818,153.29)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>65,672,106.27</b>	<b>(344,666,665.35)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Sale of Fixed Assets	525,000.00	19,603,003.00
Purchase of Fixed Assets	(17,009,821.21)	(4,119,210.49)
Purchase of Non Current Investments	(715,602.54)	(2,258,322.37)
Purchase of Current Investments	(60,829,611.67)	-
Sale of Investment	100,390.00	181,860.00
Interest received	49,653,442.19	27,449,370.14
Dividend received	2,068.00	29,928.00
Increase in minority Interest	(67.06)	7,313.42
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(28,274,202.28)</b>	<b>40,893,941.70</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Interest & Finance Charges paid	(16,967,318.74)	(15,377,938.19)
Dividend Paid	(1,966,600.00)	(1,966,600.00)
Tax on Dividend	(319,032.00)	(319,032.00)
Add: Adjustment on account of Group Share in Joint Venture	(10,863,282.74)	54,106,231.00
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(30,116,233.48)</b>	<b>36,442,660.81</b>

<b>NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>7,281,670.51</b>	<b>(267,330,062.84)</b>
<b>CASH AND CASH EQUIVALENTS ( OPENING BALANCE )</b>	<b>96,393,984.40</b>	<b>363,724,047.24</b>
<b>CASH AND CASH EQUIVALENTS ( CLOSING BALANCE )</b>	<b>103,675,654.91</b>	<b>96,393,984.40</b>

Note: The above Cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 on 'Cash Flow Statements'.

Previous year's figures have been restated, wherever necessary, to conform to this year's classification.

In terms of our report attached

For and on Behalf of the Board

**For DOOGAR & ASSOCIATES,  
Chartered Accountants  
(Firm Reg. No. 000561N)**

**S. K. GARG  
(Chairman & Executive Director)**

**PANKAJ BAJAJ  
(Managing Director)**

**CA. UDIT BANSAL  
(Partner)  
M. NO. - 401642**

**POONAM KHURANA  
(Company Secretary)**

Place : Lucknow

Dated :29th August, 2012

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31st, 2012

### 1. (a) Principles of Consolidation

The consolidated financial statements relate to Eldeco Housing & Industries Limited ('the Parent') its subsidiaries, jointly controlled entities and associates (collectively referred to as 'the Group') as on 31st March, 2012 and for the period ended on that date. The consolidated financial statements have been prepared in accordance with the principles and procedures required for the preparation and presentation of financial statements as laid down under the Accounting Standard 21- "Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.

The financial statements of the Company and its subsidiaries have been combined on line to line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and transactions and resulting unrealized gain/losses. Where the cost of the investment is higher/lower than the share of equity in the subsidiary at the time of acquisition the resulting difference is treated as goodwill/capital reserve.

The parent company's investments in associates are accounted under the equity method of accounting where it is able to exercise significant influence over the operating and financial policies of the investee. The Company's share of profit/loss in associates is included in the profit and loss account. Where the cost of the investment is higher/lower than the share of equity in the associates at the time of acquisition the resulting difference is disclosed as goodwill/capital reserve in the investment schedule. The Equity method is accounted as per Accounting Standard 23- "Accounting for Investments in associates in Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006.

The Company's interest in Jointly Controlled Entities are consolidated on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra-group transactions resulting in unrealized gain/losses, using the 'proportionate consolidation' method as per Accounting Standard 27- "Financial Reporting of Interests in Joint Ventures" notified by Companies (Accounting Standards) Rules, 2006.

The list of subsidiary companies, joint ventures and associates which are included in the consolidation and the Company's holding therein are as under:

Sl.	Name of Subsidiary	(% of share holding)	
		Year ended March 31, 2012	Year ended March 31, 2011
1	Aadesh Constructions Private Limited	99.90	99.90
2	Garv Constructions Private Limited	99.90	99.90
3	Mahal Constructions Private Limited	99.90	99.90
4	Milaap Constructions Private Limited	99.90	99.90
5	Samarpit Constructions Private Limited	99.90	99.90
6	Suniyojit Constructions Private Limited	99.90	99.90
7	Halwasiya Agro Industries Limited	99.85	99.85
8	Prayatna Constructions Private Limited	99.99	99.99
9	Sushobhit Constructions Private Limited	99.99	99.99
10	Primacy Constructions Private Limited	99.99	99.99
11	Prasiddhi Constructions Private Limited	99.99	99.99
12	Perpetual Constructions Private Limited	99.99	99.99
13	Khwahish Constructions Private Limited	99.99	99.99
14	Fixity Constructions Private Limited	99.99	99.99
15	Facility Constructions Private Limited	99.99	99.99

16	Deepjyoti Constructions Private Limited	99.99	99.99
17	Conviction Constructions Private Limited*	99.99	99.99
18	Bliss Constructions Private Limited	99.99	99.99
19	Carnation Realtors Private Limited	99.90	-
20	Iris Realtors Private Limited	99.90	-
21	Neo Realtors Private Limited	99.90	-
22	Numerous Constructions Private Limited	99.90	-
23	Neptune Infracon Private Limited	99.90	-
24	Shivaye Constructions Private Limited	99.90	-
25	Swarg Constructions Private Limited	99.90	-
26	Swarnim Constructions Private Limited	99.90	-
27	Villa Constructions Private Limited	99.90	-

Note: All the above mentioned subsidiaries are incorporated in India only

\*Note: Ceased to be subsidiary w.e.f 24.05.2011.

The financial statements of the following Joint Venture Entity have been consolidated as per the Accounting Standard 27 on 'Financial Reporting of interests in Joint Ventures'.

#### Joint Venture Entity

S.No.	Name of Joint Venture Entity	Year ended March 31, 2012	Year ended March 31, 2011
		(% of ownership interest)	
1	Eldeco City Private Limited (India)	33.33	33.33

#### Associates

S.No.	Name of Associates	Year ended March 31, 2012	Year ended March 31, 2011
		(% of ownership interest)	
1	Omni Farms Private Limited	33	33
2	MAK Sales Private Limited	35	35
3	Awadh Technology Park & SEZ Private Limited	20	-

#### (b) Significant Accounting Policies

##### i. Basis of Accounting

The financial statements are prepared to comply in all material aspects with Indian Accounting Standards as notified by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government in exercise of power conferred under section 642(1)(a) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

##### ii. Presentation and disclosure of financial statements

During the year ended 31st March, 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of these financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

##### iii. Use of Estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

**iv. Fixed Assets**

Fixed assets are stated at historical cost less accumulated depreciation. Cost includes purchase price and all other attributable cost to bring the assets to its working condition for the intended use.

**v. Depreciation**

Depreciation has been provided on straight line method at the rates prescribed under Schedule XIV to the Companies Act, 1956 on pro-rata basis. Assets costing below Rs. 5000 are written off in the year of purchase.

**vi. Impairment of Assets**

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

**vii. Inventories****Inventories are valued as under:**

Building Materials, Stores and Consumables are valued at lower of cost, where cost is determined on first in first out basis.

Land Unsold Shops, Flats etc., are valued at lower of cost or net realizable value.

Construction Project in Progress is valued at cost and consists of all direct expenditure incurred on projects under execution on which no income has been recognised in accordance with the percentage of completion method of accounting.

Completed real estate project for sale and trading stock are valued at lower of cost or net realizable value.

Tools, Implements and Wooden Shuttering Materials are written off in the year of purchase.

**viii. Investments**

Long term investments are stated at cost less permanent diminution, if any, in value of such investments.

**ix. Revenue Recognition****A. Real Estate Projects**

- a. The Company follows the Percentage of Completion Method (POC) of Accounting. As per this method, the revenue in the Statement of Profit and Loss at the end of the accounting year is recognized in proportion to the actual cost incurred as against the total estimated cost of projects under execution with the Company subject to actual cost being 30% or more of the total estimated cost.
- b. The stage of completion under the POC method is measured on the basis of percentage that actual costs incurred on real estate projects including land, construction and development cost bears to the total estimated cost of the project. The estimates of the projected revenues, projected profits, projected costs, cost to completion and the foreseeable loss are reviewed periodically by the management and any effect of changes in estimates is recognized in the period in which such changes are determined.
- c. Surrender of flats by buyers are valued at cost and accounted for as 'Cost of Construction'. When sold, proceeds are treated as 'Sales'.
- d. Repair, maintenance and other costs incurred after the completion of the project are charged to the cost of construction in the year in which cost is incurred.
- e. Interest due on delayed payments by customers is accounted on receipt basis due to uncertainty of recovery of the same.

**B. Income from Construction Contracts**

- a. Revenue from construction contracts is recognized on the "Percentage of Completion Method" of accounting.
- b. Income from Construction contracts is recognized by reference to the stage of completion of the contract activity as certified by the client.
- c. Revenue on account of contract variations, claims and incentives are recognized upon determination or settlement of the contract.

**x. Turnover**

The Management is consistent with the past practice in treating the value of work done as sales turnover. The value of work done has been arrived at after adding the estimated profits to the expenditure incurred on projects each year, subject to final accounting on the actual completion of the project, and is net of adjustments for losses and/or variations in turnover on final accounting of completed projects or revision of estimates.

**xi. Retirement and Other Benefits****i. Provident Fund:**

Contribution to Provident Fund is deposited in accordance with the provisions of Employees Provident Fund Act, 1952 and charged to Profit and Loss account.

ii. The Company is having Group Gratuity Scheme with Life Insurance Corporation of India. The net present value of the Company's obligation towards Gratuity to Employees is funded as actuarially determined as at the Balance Sheet date based on the Projected Unit Credit Method. Actuarial gain and loss are recognized in the Profit & Loss Account.

iii. Provision for leave encashment in respect of unavailed leave standing to the credit of employees is made on actuarial basis in accordance with projected credit unit method.

**xii. Accounting for taxes on income**

The accounting treatment followed for taxes on income is to provide for current and deferred tax. Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from the difference between book and taxable profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as on Balance Sheet date. The Deferred Tax is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

**xiii. Earnings Per Share**

Earning per shares (EPS) are computed on the basis of net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effect of potential diluted equity shares.

**xiv. Contingent Liabilities**

Contingent liability, if any, is disclosed by way of notes on accounts. Provision is made in account in respect of those contingencies which are likely to materialize into liabilities after the year end till the adoption of accounts by Board of Directors and which have material effect on the position stated in the balance sheet.

**xv. Cash & Cash Equivalents**

For the purpose of Cash Flow Statement, cash and cash equivalents include cash in hand, demand deposits with bank, other short term highly liquid investments within original maturities of 3 months or less.

(Amount in Rs.)

2-Share Capital	As at 31 March, 2012		As at 31 March, 2011	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Equity Shares of Rs 10/- each	10,000,000	100,000,000.00	10,000,000	100,000,000.00
<b>Issued, Subscribed &amp; Fully Paid up</b>				
Equity Shares of Rs 10/- each	1,966,600	19,666,000.00	1,966,600	19,666,000.00
<b>Total Issued, Subscribed &amp; Fully Paid up</b>	<b>1,966,600</b>	<b>19,666,000.00</b>	<b>1,966,600</b>	<b>19,666,000.00</b>

### 2.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Particulars	As at 31 March, 2012		As at 31 March, 2011	
	Number	Amount	Number	Amount
Equity Shares				
Shares outstanding at the beginning of the year	1,966,600	19,666,000.00	1,966,600	19,666,000.00
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,966,600	19,666,000.00	1,966,600	19,666,000.00

### 2.2 Terms/ Rights Attached to Equity Shares

The Company has only one class of Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share and ranks pari passu. The Dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding

### 2.3 Details of Shareholders holding more than 5% shares in Equity Capital of the Company.#

Name of Shareholder	As at 31 March, 2012		As at 31 March, 2011	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1. Pankaj Bajaj	570,700	29.02	570,700	29.02
2. Arvind Bajaj	192,100	9.77	192,100	9.77
3. Om Prakash Bajaj	184,200	9.37	184,200	9.37

#The aforesaid disclosure is based upon percentages computed separately for class of shares outstanding as at the balance sheet date. As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

(Amount in Rupees)

3-Reserves & Surplus	As at 31 March, 2012	As at 31 March, 2011
<b>a. Capital Reserve</b>		
As per Last Balance Sheet	133,600.00	133,600.00
<b>b. General Reserve</b>		
As per Last Balance Sheet	57,393,067.71	54,393,067.71
Add: Transfer from surplus in the Statement of Profit & Loss	4,000,000.00	3,000,000.00
<b>Closing Balance</b>	<b>61,393,067.71</b>	<b>57,393,067.71</b>
<b>c. Group Share in Joint Venture Company</b>	44,143,855.93	55,007,138.67
<b>d. Surplus in the Statement of Profit &amp; Loss</b>		
As Per Last Balance Sheet	403,971,946.32	380,366,327.05
Add: Profit for the Year	49,510,200.21	28,891,251.27
Less: Appropriations:		
Transfer to General Reserve	4,000,000.00	3,000,000.00
Proposed Dividend on Equity Shares	1,966,600.00	1,966,600.00
[Rs.1 per share(Previous Year Rs. 1 per share)]		
Tax on Dividend	319,032.00	319,032.00
Closing Balance	447,196,514.53	403,971,946.32
<b>Total</b>	<b>552,867,038.17</b>	<b>516,505,752.70</b>

(Amount in Rupees)

4-Long Term Borrowings	As at 31 March, 2012		As at 31 March, 2011	
	Non Current	Current Maturities	Non Current	Current Maturities
<b>Unsecured</b>				
Public Deposits	15,655,000.00	29,095,000.00	11,150,000.00	35,320,000.00
Less: Amount disclosed under the head 'Other Current Liabilities' (Refer Note no.10)	-	29,095,000.00	-	35,320,000.00
<b>Total</b>	<b>15,655,000.00</b>	<b>-</b>	<b>11,150,000.00</b>	<b>-</b>

Maturity Profile of Long Term Borrowing:	MATURITY PROFILE			
	Up To 1 Year	1-2 Years	2-3 Year	Total
Rate of Interest (%)	(10.00-10.75)	(10.25-11.00)	(10.50)	
Public Deposit	21,820,000.00	13,445,000.00	9,485,000.00	44,750,000.00

(Amount in Rupees)

5-Deferred Tax Liability (Net)	Deferred tax Liability/	Current year charge/	Deferred tax Liability/
	(Asset)	(Credit)	(Asset)
	As at 31 March, 2011		As at 31 March, 2012
a. Difference in depreciation for accounting and income tax purpose	4,653,720.33	15,459.00	4,669,179.33
b. Provision For Leave Encashment & Gratuity	(2,021,031.00)	(332,898.49)	(2,353,929.49)
<b>Total</b>	<b>2,632,689.33</b>	<b>(317,439.49)</b>	<b>2,315,249.84</b>

(Amount in Rupees)

6-Other Long Term Liabilities	As at 31 March, 2012	As at 31 March, 2011
Security Deposit Received	2,149,950.72	745,051.41
<b>Total</b>	<b>2,149,950.72</b>	<b>745,051.41</b>

(Amount in Rupees)

7-Long Term Provisions	As at 31 March, 2012	As at 31 March, 2011
<b>Provision for Employee Benefit</b>		
Provision For Gratuity	4,380,812.00	4,592,639.00
Provision For Leave Encashment	2,873,207.00	1,353,320.00
<b>Total</b>	<b>7,254,019.00</b>	<b>5,945,959.00</b>

(Amount in Rupees)

8-Short Term Borrowings	As at 31 March, 2012	As at 31 March, 2011
<b>Secured</b>		
(a) Working Capital Loan From Banks*	26,107,770.12	16,333,164.35
<b>Total</b>	<b>26,107,770.12</b>	<b>16,333,164.35</b>

**Nature of Security of Working Capital Loans :**

- (i) Residential and Commercial Land with construction of site office and surrounded by boundary wall and gate at Faizullahganj, Mohibullapur Sitapur Road, near Janakipuram flyover, Lucknow bearing khasra no. 58,59,60,61 & 85 measuring 20500.24 sq. mts
- (ii) Further Secured by personal guarantee of Shri S.K.Garg (Chairman) & Shri Pankaj Bajaj (Managing Director).
- (iii) Further Secured by First Charge on Block Assets of the Company (excluding land & building and vehicles)
- (iv) In overdraft account secured against lien on bank Fixed Deposits and personal guarantee of Managing Director.

\*Includes overdraft facility of Rs 46.07 Lacs from City Cooperative Bank Limited, against fixed deposit of Rs 106.29 Lacs. The said Bank has discontinued its operations, however the company has applied for repayment of fixed deposit after adjustment of the balance outstanding in the overdraft account.

(Amount in Rupees)

<b>9. Trade Payables</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Due to Micro Small and Medium Enterprises*	-	-
Due to Others for supplies/services	206,105,939.46	240,692,519.04
<b>Total</b>	<b>206,105,939.46</b>	<b>240,692,519.04</b>

\* The Company has not received informations from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/ payable under the Act has not been given.

(Amount in Rupees)

<b>10. Other Current Liabilities</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Current maturities of long-term debt (Refer Note No.4)	29,095,000.00	35,320,000.00
Interest accrued but not due on borrowings	3,969,363.29	3,766,750.81
Advance from Customers	1,349,584,569.55	1,184,317,499.19
Investor Education & Protection Fund*		
(i) Unclaimed dividends	1,263,958.00	1,017,429.00
(ii) Unclaimed matured deposits (includes interest thereon)	2,822,514.49	2,332,944.00
Book Overdraft	1,948,088.63	207,461.09
Security Deposits/Retention Money	17,582,202.29	18,818,568.84
Due to Directors	1,011,004.26	801,504.26
Other payables		
(i) Employee Related Liabilities	2,871,095.00	2,596,081.00
(ii) Statutory Liabilities	4,348,301.00	6,647,123.36
<b>Total</b>	<b>1,414,496,096.51</b>	<b>1,255,825,361.55</b>

\* Appropriate amounts shall be transferred to Investor Education & Protection Fund if and when due

(Amount in Rupees)

<b>11-Short Term Provisions</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
<b>Others</b>		
Proposed Dividend	1,966,600.00	1,966,600.00
Tax on Proposed Dividend	319,032.00	319,032.00
<b>Total</b>	<b>2,285,632.00</b>	<b>2,285,632.00</b>

		(Amount in Rupees)											
		<---- GROSS BLOCK ---->					<---- DEPRECIATION ---->					<-- NET BLOCK -->	
12-Fixed Assets	Particulars	As at 01/04/2011	Additions	Deletions/ Adjustments	As at 31/03/2012	As at 01/04/2011	For the Year	Deletions/ Adjustments	As at 31.03.2012	W.D.V. As at 31/03/2012	W.D.V. As at 31/03/2011		
	<b>Tangible Assets</b>												
	1 Office Premises	24,129,017.94	773,433.78	-	24,902,451.72	1,820,731.00	393,337.53	-	2,214,068.53	22,688,383.19	22,308,286.94		
	2 Plant & Machinery	21,876,659.83	9,986,018.60	-	31,862,678.43	12,210,850.65	1,000,845.85	-	13,211,696.50	18,650,981.93	9,665,809.18		
	3 Furniture & Fixtures	9,805,385.82	5,688,288.83	-	15,493,674.65	8,201,999.32	1,478,565.75	-	9,680,565.07	5,813,109.58	1,603,386.50		
	4 Vehicles	12,383,700.71	-	798,263.02	11,585,437.69	5,650,501.42	1,100,616.40	798,260.02	5,952,857.80	5,632,579.89	6,733,199.29		
	5 Computers	3,545,779.33	549,380.00	-	4,095,159.33	2,395,870.25	624,535.68	-	3,020,405.93	1,074,753.40	1,149,909.08		
	<b>Sub-Total(A)</b>	<b>71,740,543.63</b>	<b>16,997,121.21</b>	<b>798,263.02</b>	<b>87,939,401.82</b>	<b>30,279,952.64</b>	<b>4,597,901.21</b>	<b>798,260.02</b>	<b>34,079,593.83</b>	<b>53,859,807.99</b>	<b>41,460,590.99</b>		
	<b>Previous Year Figures</b>	<b>86,470,753.89</b>	<b>4,169,210.49</b>	<b>18,899,420.75</b>	<b>71,740,543.63</b>	<b>26,793,175.39</b>	<b>4,365,166.14</b>	<b>878,388.89</b>	<b>30,279,952.64</b>	<b>41,460,590.99</b>	<b>59,627,578.50</b>		
	<b>Intangible Assets</b>												
	1 Computer Software	620,524.00	12,700.00	-	633,224.00	391,609.76	101,111.48	-	492,721.24	140,502.76	228,914.24		
	<b>Sub-Total(B)</b>	<b>620,524.00</b>	<b>12,700.00</b>	<b>-</b>	<b>633,224.00</b>	<b>391,609.76</b>	<b>101,111.48</b>	<b>-</b>	<b>492,721.24</b>	<b>140,502.76</b>	<b>228,914.24</b>		
	Previous Year Figures	620,524.00	-	-	620,524.00	291,022.82	100,586.94	-	391,609.76	228,914.24	329,501.18		
	<b>Total(A+B)</b>	<b>72,361,067.63</b>	<b>17,009,821.21</b>	<b>798,263.02</b>	<b>88,572,625.82</b>	<b>30,671,562.40</b>	<b>4,699,012.69</b>	<b>798,260.02</b>	<b>34,572,315.07</b>	<b>54,000,310.75</b>	<b>41,689,505.23</b>		
	Previous Year Figures	87,091,277.89	4,169,210.49	18,899,420.75	72,361,067.63	27,084,198.21	4,465,753.08	878,388.89	30,671,562.40	41,689,505.23	59,957,079.68		

	(Amount in Rupees)	
<b>13-Non Current Investments</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
<b>Trade ,Unquoted, at Cost</b>		
<b>In Associate Companies</b>		
17500 (17500) Equity Shares of Rs.10/- each fully paid up at a premium of Rs. 250/- each in MAK Sales Pvt.Ltd.(including accumulated share of loss)	5,937,896.20	5,994,704.00
1650 (1650) Equity Shares of Omni Farms Private Limited of Rs.100/- each fully paid up at a premium of Rs. 999.60 each in Omni Farms Private Limited (including accumulated share of profit)	2,105,843.31	1,824,392.37
30000 (30000) Equity Shares of Rs 10/- each fully paid up in Awadh Technology Park and Sez Pvt. Ltd.(including accumulated share of loss)	290,969.40	-
<b>Other Investment</b>		
<b>Investment in Equity Instruments- Quoted</b>		
<b>In Other Companies</b>		
200 (200) Equity Shares of Rs 10/- each in CRB Corporation Limited fully paid up	-	400.00
11500 (11500) Equity Shares of Rs. 10.00 each in Union Bank of India Ltd.,fully paid up	184,000.00	184,000.00
2400 (2400) Equity Shares of Rs. 10.00 each & 94 (94)Equity Shares of Rs. 390.00 each in Punjab National Bank Ltd. fully paid up	111,060.00	111,060.00
<b>Investment in Equity Instruments- Unquoted</b>		
5000 (5000) Equity Shares of Rs.25/- fully paid up in Indian Mercantile Co-operative Bank Limited	125,000.00	125,000.00
420 (420) Equity Shares of Rs 100/- each fully paid up in Lucknow Cement Craft Pvt. Ltd.	42,000.00	42,000.00
Share of Investments in Joint Venture Company	433,333.33	333,333.33
<b>Total</b>	<b>9,230,102.24</b>	<b>8,614,889.70</b>

Figures in bracket represent those of previous year

**Note: All the above shares are fully paid up**

Aggregate cost of unquoted investments	8935042.24	8319429.70
Aggregate cost of quoted investments	295060.00	295460.00
Market value of quoted investments	5010343.70	7038729.10

	(Amount in Rupees)	
<b>14-Long Term Loans &amp; Advances</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Security Deposit Paid	8,934,381.50	11,730,756.50
Direct Taxes Refundable (Net of Provisions)	15,164,984.87	6,212,992.14
<b>Total</b>	<b>24,099,366.37</b>	<b>17,943,748.64</b>

<b>15-Other Non Current Assets</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Deposit more than twelve months	-	7,233,375.00
Deposit held as margin & earnest money with more than twelve months	10,491,000.00	-
Interest accrued and due on Bank FDR's having original maturity of more than twelve months	364,503.00	105,532.71
<b>Total</b>	<b>10,855,503.00</b>	<b>7,338,907.71</b>

<b>16-Current Investments</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
<b>Others, Quoted, at Cost</b>		
Share of Investment in Joint Venture Company	60,829,611.67	-
<b>Total</b>	<b>60,829,611.67</b>	<b>-</b>

<b>Aggregate cost of quoted investments</b>	<b>60829611.67</b>	<b>0.00</b>
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<b>17-Inventories</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Land	313,174,254.83	232,062,529.53
Building Material & consumables	40,113,676.76	24,329,818.12
Unsold Plots, Shops, Flats etc.,	24,742,376.06	27,677,750.73
Project in Progress	511,127,040.17	646,168,336.64
<b>Total</b>	<b>889,157,347.83</b>	<b>930,238,435.02</b>

<b>18-Trade Receivables</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
<b>(Unsecured considered good unless otherwise stated)</b>		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment	4,663,035.00	9,631,863.00
Other Trade Receivables	45,062,261.17	12,007,801.00
<b>Total</b>	<b>49,725,296.17</b>	<b>21,639,664.00</b>

<b>19-Cash And Bank Balances</b>	<b>(Amount in Rupees)</b>	
	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
<b>Cash &amp; Cash Equivalents</b>		
Balances with Banks:		
-In Current Account	59,050,405.17	58,333,392.46
-In Deposit account with original maturity of less than three months	19,140,819.40	30,139,097.93
Cash on Hand	15,531,481.34	3,341,948.01
Cheques on hand	9,952,949.00	4,579,546.00
	<b>103,675,654.91</b>	<b>96,393,984.40</b>
<b>OTHER BANK BALANCES</b>		
Unclaimed/Unpaid Dividend Account	1,265,718.33	1,017,878.23
Deposit held as margin money/earnest money*	115,000,200.00	101,152,814.00
Deposit with original maturity of more than three months but less than twelve months	377,555,471.53	444,541,320.41
<b>Total</b>	<b>597,497,044.77</b>	<b>643,105,997.04</b>

\*Includes deposits of Rs. 106.29 Lacs from City Cooperative Bank Limited, against overdraft facility of Rs 46.07 Lacs. The said Bank has discontinued its operations, however the company has applied for repayment of fixed deposit after adjustment of the balance outstanding in the overdraft account.

	(Amount in Rupees)	
<b>20-Short-term loans and advances</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
(Unsecured, considered good unless otherwise stated)		
<b>Loans and advances to</b>		
Other related parties	129,812,009.00	95,331,052.35
	<u>129,812,009.00</u>	<u>95,331,052.35</u>
<b>Advance against goods, services &amp; others</b>		
Advances for projects	385,446,272.00	261,387,329.44
Other Advances	17,272,142.00	26,230,478.11
	<u>402,718,414.00</u>	<u>287,617,807.55</u>
Balance with Government/statutory authorities	10,571,931.24	12,187,316.00
Prepaid Expenses	724,571.50	49,738.00
<b>Total</b>	<b>543,826,925.74</b>	<b>395,185,913.90</b>

20.1 Loans and Advances includes payment to parties (including associates) for acquiring land for development of real estate projects, either on collaboration basis or self- development basis, for bulk booking, and for purchase of commercial space.

	(Amount in Rupees)	
<b>21-Other current assets</b>	<b>As at 31 March, 2012</b>	<b>As at 31 March, 2011</b>
Interest accrued and due on Bank FDR's having original maturity of Less than 12 months	9,541,067.72	5,885,015.63
<b>Total</b>	<b>9,541,067.72</b>	<b>5,885,015.63</b>

	(Amount in Rupees)	
<b>22-Revenue From Operations</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Income from Real Estate Projects	514,269,060.21	409,051,183.95
Income from Construction Contracts	31,484,353.00	34,466,133.00
Other Operating Income	43,610,642.00	15,042,245.54
<b>Total</b>	<b>589,364,055.21</b>	<b>458,559,562.49</b>

	(Amount in Rupees)	
<b>23-Other Income</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Interest Income		
on bank FDR's	47,122,613.87	27,449,370.14
Others	2,530,828.32	5,030,827.78
Rent Received	9,590,500.00	9,114,446.28
Misc. Receipts	2,710,187.26	2,260,698.00
Profit on Sale of Fixed Asset	524,997.00	1,817,330.14
Dividend from other long term investments	2,068.00	29,928.00
Liabilities no longer required written back	3,437,888.69	7,636,393.08
<b>Total</b>	<b>65,919,083.14</b>	<b>53,338,993.42</b>

(Amount in Rupees)

<b>24-Cost of Material Consumed and other related Project cost</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Inventories at the beginning of the year		
Building Material and consumables	24,329,818.12	14,864,730.45
Land	183,174,783.53	182,371,097.53
	<u>207,504,601.65</u>	<u>197,235,827.98</u>
Add: Cost incurred during the year		
Land Development and other rights	78,984,000.00	-
Building Material Purchases	158,950,292.76	148,794,791.84
Expenses through Contractors	176,721,775.45	168,662,864.24
Advertisement & Publicity	1,359,984.00	5,620,335.00
Architects' Fees	1,070,000.00	5,798,792.00
Depreciation	992,328.85	655,436.55
Plant & Machinery Repairs	1,369,802.00	5,323,220.75
Maintenance of completed projects	12,822,480.78	1,417,315.05
Water & Electricity	5,277,689.50	3,534,204.00
Plan Approval & External Devp.Fees	100,000.00	5,594,065.00
Other project expenses	39,443,861.95	31,973,327.97
	<u>477,092,215.29</u>	<u>377,374,352.40</u>
Less: Inventories at the end of the year		
Building Material and consumables	40,113,676.76	24,329,818.12
Land	183,652,028.83	183,174,783.53
	<u>223,765,705.59</u>	<u>207,504,601.65</u>
<b>Cost of Material Consumed, construction &amp; other related project cost</b>	<b>460,831,111.35</b>	<b>367,105,578.73</b>

(Amount in Rupees)

<b>25-Change in Inventories in Finished Goods and Project in Progress</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Inventories at the beginning of the year		
Completed real estate projects	27,677,750.73	29,626,742.18
Construction work in progress	15,791,379.13	119,805,048.53
Project in Progress	172,966,115.36	40,534,202.85
	<u>216,435,245.22</u>	<u>189,965,993.56</u>
Inventories at the end of the year		
Completed real estate projects	24,742,376.06	27,677,750.73
Construction work in progress	19,511,007.19	15,791,379.13
Project in Progress	200,090,129.98	172,966,115.36
	<u>244,343,513.23</u>	<u>216,435,245.22</u>
<b>Change in Inventories of finished stock and project in progress</b>	<b>(27,908,268.01)</b>	<b>(26,469,251.66)</b>

(Amount in Rupees)

<b>26-Employee Benefit Expenses</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Salaries, Wages, Allowances and Bonus	42,004,027.00	28,599,662.05
Company's Contribution to Provident and Other funds.	1,948,403.00	3,155,538.00
Directors Remuneration	5,600,000.00	4,806,636.00
Staff Welfare Expenses	8,018,924.75	2,385,813.00
<b>Total</b>	<b>57,571,354.75</b>	<b>38,947,649.05</b>

(Amount in Rupees)

<b>27-Finance Cost</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
Interest on Secured Loans	1,005,351.72	438,201.58
Interest on Public Fixed Deposits & Other Interest	13,894,795.66	13,438,073.20
Bank Charges and Commission	2,067,171.36	1,501,332.50
<b>Total</b>	<b>16,967,318.74</b>	<b>15,377,607.28</b>

(Amount in Rupees)

<b>28-Other Expenses</b>	<b>Year Ended March 31, 2012</b>	<b>Year Ended March 31, 2011</b>
<b>Establishment Expenses</b>		
Rent	13,529,386.00	14,025,076.00
Rates and Taxes	73,670.00	33,956.00
Insurance	159,619.00	112,213.00
Auditors Remuneration	560,391.00	580,692.00
Directors Sitting Fees	17,000.00	22,500.00
Postage, Courier & Telephone	1,525,833.99	1,500,281.08
Travelling & Conveyance	3,494,143.59	3,084,695.20
Legal & Professional Charges	5,553,403.79	4,934,013.94
Printing & Stationery	875,581.04	1,316,130.00
Repair & Maintenance Building	5,486,081.00	2,884,866.27
Repair & Maintenance Others	1,139,314.60	1,459,115.90
Water and Electricity	1,427,263.35	1,339,944.62
Donations	424,458.00	4,957,700.00
Loss on Sale of Assets	-	185,359.00
Miscellaneous Expenses	4,542,147.77	1,495,122.20
<b>Sub-Total</b>	<b>38,808,293.13</b>	<b>37,931,665.21</b>
<b>Selling Expenses</b>		
Advertisement & Publicity	9,335,787.00	3,119,982.75
Business Promotion & Discount	1,907,292.00	350,193.00
Commission & Brokerage	8,166,905.00	10,669,369.00
<b>Sub-Total</b>	<b>19,409,984.00</b>	<b>14,139,544.75</b>
<b>Total</b>	<b>58,218,277.13</b>	<b>52,071,209.96</b>

(Amount in Rupees)

<b>29-Earnings Per Share</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
Profit/(Loss) after tax	49510200.21	28891251.27
Equity Shares outstanding at the year end	1,966,600	1,966,600
Nominal Value Per Share (Rs)	10.00	10.00
Basic Earnings Per Share	25.18	14.69
Diluted Earnings Per Share	25.18	14.69

(Amount in Rupees)

<b>30-Auditors Remuneration</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
Audit Fees	535,391.00	475,157.00
Tax Audit Fees	25,000.00	25,000.00
Certifications Fee	-	45,000.00
Service Tax thereon	37,080.00	35,535.00
	597,471.00	580,692.00
Less: Cenvat credit of Service Tax availed	37,080.00	-
<b>Total</b>	<b>560,391.00</b>	<b>580,692.00</b>

<b>31-Contingent Liability</b>	<b>(Amount in Rupees)</b>	
	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
<b>(a) Claims against the company not acknowledge as debt</b>		
1 Sales Tax & VAT	1,618,393.00	4,621,548.00
2 Income Tax	2,592,330.00	2,045,570.00
<b>(b) Guarantees</b>		
1 Earnest Money	38021852.00	19804679.00
2 Bank Guarantee	89144250.00	89644250.00

32. Disclosure in accordance with Accounting Standard-7 (Revised), in respect of construction contracts entered:

Particulars	As at March 31, 2012	As at March 31, 2011
Contract revenue recognized as revenue for the year ended	31,484,353	34,466,133
Aggregate amount of contract costs incurred and recognized profits (less recognized losses) for all the contract in progress	3,520,3981	36,741,453
The amount of customer advances outstanding for contracts in progress	5,191,9178	54,589,701
The amount of retentions due from customers for contracts in progress.	240,565	8,191
Gross amount due from customers including work in progress for contracts in progress.	16,397,505	11,205,192
Gross amount due to customers including work in progress for contracts in progress.	419,788	419,788

33. Determination of revenues in respect of real estate projects under the 'Percentage of Completion method' necessarily involves making estimates by management for projected revenues, projected profits and costs to completion and foreseeable loss. These estimates being of a technical nature have been relied upon by auditors.
34. Inventories, loans & advances, trade receivables and other current/non current assets are in the opinion of the management do not have a value on realization in the ordinary course of the business, less than the amount at which they are stated in the Balance Sheet. The classification of assets and liabilities between current and non current have been made based on management perception as to its recoverability/settlement and other criteria as set out in the revised schedule VI to the Companies Act, 1956.
35. Balance in trade receivables, trade payables, current/non current advances given/received are subject to reconciliation and confirmation from respective Parties. The balance of said trade receivables, trade payables, current/non current advances given/received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation can not presently be determined, therefore no provision for any liability that may result of such reconciliation and confirmation has been made in the financial statement.

**36. Segment Information**

- The Company's business segment is divided in to real estate development and Construction Contract respectively. Operations of the Company do not qualify, for reporting as per reportable segment, under the criteria set out as per "Accounting Standard (AS)-17 on Segment Reporting".
37. The Company has an investment of Rs.42,000.00 as on 31.03.2011 in Lucknow Cement Crafts Private Limited (LCC). There are accumulated losses in LCC. The management of the Company is of the opinion that investment in LCC is long term strategic investment therefore, provision for diminution in value of investment is not made.

### 38. Employee Benefit

The details of the Company's post-retirement benefit plans for gratuity for its employees are given below which is certified by the actuary and relied upon by auditors:

#### A. Gratuity

i) Movement in the liability recognized in Balance Sheet is as under:

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation at the beginning of the year	6,114,621.00	4,569,928.00
Current service cost	630,624.00	551,949.00
Interest cost	535,029.00	375,986.00
Benefit paid	-	-
Actuarial (gain) / loss on obligation	(1,248,110.00)	616,758.00
Present value of obligation as at the end of year	<b>6,032,164.00</b>	<b>6,114,621.00</b>

ii) Net assets / liability recognized in Balance Sheet as at 31st March, 2012

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation as at 31st March, 2012	6,032,164.00	6,114,621.00
Fair value of plan assets as at 31st March, 2012	1,651,352.00	1,521,983.00
(Assets)/Liabilities recognized in the Balance Sheet	<b>4,380,812.00</b>	<b>4,592,938.00</b>

iii) Amount recognized in Statement of Profit & Loss is as under:

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Current service cost	630,624.00	551,949.00
Interest cost	535,029.00	375,986.00
Expected return on planned assets	(129,369.00)	(119,234.00)
Net actuarial (gain)/loss recognized during the year	(1,248,110.00)	616,758.00
Expenses to be recognized in the statement of P/L	<b>(211,826.00)</b>	<b>1,425,459.00</b>

iv) Changes in fair value of plan assets

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Fair value of plan assets at the beginning of the period	1,521,983.00	1,402,749.00
Expected return on plan assets	129,369.00	119,234.00
Contribution	-	-
Benefit Paid	-	-
Actuarial Gain/Loss	0	-
Fair value of plan assets at the end of the period	<b>1,651,352.00</b>	<b>1,521,983.00</b>

For determination of gratuity liability of the Company the following actuarial assumption were used.

Discount rate	8.75%	8.75%
Future salary increase	5.00%	5.00%
Expected rate of return on planned assets	8.15%	8.15%
Method used	Projected unit credit actuarial method	Projected unit credit actuarial method

Provision of Gratuity as per books is less than the liability provided by actuarial, therefore provision for Gratuity is to be made on actuarial basis.

**B. Leave Encashment**

Provision for leave encashment in respect of unavailed leaves standing to the credit of employees is made on accrual basis. The Company does not maintain any fund to pay for leave encashment.

i) Movement in the liability recognized in Balance Sheet is as under:

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Present value of obligation at the beginning of the year	1,353,319	1,024,365
Interest cost	118,415	84,279
Current service cost	283,365	202,217
Actuarial (gain)/loss on obligation	(392,209)	138,991
Benefit Paid	-	(96,533)
Present value of obligation at the end of the year	<b>1,362,890</b>	<b>1,353,319</b>

ii) Amount recognized in Statement of Profit & Loss is as under:-

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Current service cost	283,365	202,217
Interest cost	118,415	84,279
Net actuarial (gain)/loss recognized during the year	(392,209)	138,992
Recognized in Profit & Loss account	<b>9,571</b>	<b>425,488</b>

iii) Amount recognized in the Balance Sheet as at 31st March, 2012

Description	Amount in Rupees	Amount in Rupees
	As at 31 March, 2012	As at 31 March, 2011
Current Liability	87,714	-
Non Current Liability	1,275,176	1,353,319
<b>Total</b>	<b>1,362,890</b>	<b>1,353,319</b>

For determination of liability in respect of leave encashment, the Company has used the following actuarial assumption.

Discount rate	8.75%	8.25%
Future salary increase	5.00%	5.00%
Actuarial method used	Projected unit credit actuarial method	Projected unit credit actuarial method

Provision of leave encashment as per actuarial is less than the liability provided in books of accounts, therefore provision for leave encashment is to be made on accrual basis.

**C. Provident Fund**

The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Misc. Provision Act, 1952.

This is post employment benefit and is in the nature of defined contribution plan.

**39. RELATED PARTY DISCLOSURES:**

Details of disclosure as required by “Accounting standard (AS) - 18 on Related Party Disclosures” are as under:-

**A. Names of related parties and description of relationship:****1 Associates**

- 1 M.A.K.Sales Private Limited
- 2 Omni Farms Private Limited
- 3 Awadh Technology Park and SEZ Private Limited

**2 Entities over which key managerial personnel or their relatives exercise significant influence**

- 1 S.K Garg Constructions Pvt. Ltd
- 2 Lucknow Cement Crafts Private Limited
- 3 Ecodel Projects Private Limited
- 4 Eldeco Infrastructure & Properties Limited
- 5 Surya Season Foods Private Limited
- 6 Eldeco Townships & Housing Limited
- 7 S.K.Garg (HUF)

**3 Key Management Personnel**

- |   |                      |                        |
|---|----------------------|------------------------|
| 1 | Shri Shiv Kumar Garg | Executive Chairman     |
| 2 | Shri Pankaj Bajaj    | Managing Director      |
| 3 | Shri Srikant Jajodia | Whole Time Director    |
| 4 | Shri Arvind Bajaj    | Non Executive Director |

**4 Relatives of Key Management Personnel**

- |    |                 |  |
|----|-----------------|--|
| 1  | Asha Bajaj      | M/o Shri Pankaj Bajaj, Managing Director |
| 2  | Varija Bajaj    | S/o Shri Pankaj Bajaj, Managing Director |
| 3  | O.P.Bajaj       | F/o Shri Pankaj Bajaj, Managing Director |
| 4  | Rashi Bajaj     | W/o Shri Arvind Bajaj                    |
| 5  | Vimla Garg      | W/o Shri S.K.Garg                        |
| 6  | Brijendra Gupta | Son in Law of Sri S.K.Garg               |
| 7  | Rajeev Bansal   | Son in Law of Sri S.K.Garg               |
| 8  | Manoj Singhal   | Son in Law of Sri S.K.Garg               |
| 9  | A.K.Garg        | Brother of Sri S.K.Garg                  |
| 10 | Nirmal Garg     | Sister In law of Sri S.K.Garg            |
| 11 | Pushpa Gupta    | Sister of Sri S.K.Garg                   |

B. The following transactions were carried out with the related parties in the ordinary course of business:					
Transactions	Key Management Personnel	Associates	Co.s in which key managerial personnel or their relatives exercise significant influence	Relatives of Key management Personnel	Total
<b>Remuneration</b>					
Shri S.K.Garg	3,000,000.00 (2,400,000.00)				3,000,000.00 (2,400,000.00)
Shri Shrikant Jajodia	2,400,000.00 (2,400,000.00)				2,400,000.00 (2,400,000.00)
<b>Perquisites</b>					
Shri Shrikant Jajodia	200,000.00 (6,636.00)				200,000.00 (6,636.00)
<b>Rent Paid</b>					
Smt Varija Bajaj				662,772.00 (773,232.00)	662,772.00 (773,232.00)
Sri O.P.Bajaj				5,558,400.00 (5,558,400.00)	5,558,400.00 (5,558,400.00)
Smt Asha Bajaj				- (773,235.00)	- (773,235.00)
<b>Dividend Paid</b>					
Shri S.K.Garg	5,300.00 (5,300.00)				5,300.00 (5,300.00)
Sri Pankaj Bajaj	570,700.00 (570,700.00)				570,700.00 (570,700.00)
Sri Arvind Bajaj	192,100.00 (192,100.00)				192,100.00 (192,100.00)
S.K.Garg (HUF)			1,000.00 (1,000.00)		1,000.00 (1,000.00)
Eldeco Infrastructure & Properties Limited			10,000.00 (10,000.00)		10,000.00 (10,000.00)
Sri O.P.Bajaj				184,200.00 (184,200.00)	184,200.00 (184,200.00)
Smt Asha Bajaj				63,400.00 (63,400.00)	63,400.00 (63,400.00)
Varija Bajaj				26,800.00 (26,800.00)	26,800.00 (26,800.00)
Rashi Bajaj				21,900.00 (21,900.00)	21,900.00 (21,900.00)
Vimla Garg				11,900.00 (11,900.00)	11,900.00 (11,900.00)
Brijendra Gupta				8,000.00 (8,000.00)	8,000.00 (8,000.00)
Rajeev Bansal				8,000.00 (8,000.00)	8,000.00 (8,000.00)
Manoj Singhal				8,000.00 (8,000.00)	8,000.00 (8,000.00)

Transactions	Key Management Personnel	Associates	Co.s in which key managerial personnel or their relatives exercises significant influence	Relatives of Key management Personnel	Total
A.K.Garg				500.00 (500.00)	500.00 (500.00)
Nirmal Garg				16,500.00 (16,500.00)	16,500.00 (16,500.00)
Pushpa Gupta				- (2,000.00)	- (2,000.00)
<b>Sitting Fees</b>					
Shri Arvind Bajaj	2,000.00 (3,000.00)				2,000.00 (3,000.00)
<b>Advance Received Back Against Bulk Booking/Project</b>					
Omni Farms Private Limited		220,488,355.06			220,488,355.06
Eldeco Infrastructure & Properties Limited		-	2,500,000.00 (10,000,000.00)		- 2,500,000.00 (10,000,000.00)
<b>Advance Paid Against Bulk Booking/Projects</b>					
Omni Farms Private Limited		(33,438,427.35)			(33,438,427.35)
Eldeco Infrastructure & Properties Limited			(2,500,000.00)		- (2,500,000.00)
<b>Advance Received against sale of fixed asset</b>					
Surya Seasons Foods Private Limited			(1,000,000.00)		- (1,000,000.00)
<b>Advance paid Against Land</b>					
S.K.Garg Constructions P. Ltd.			27,500,000.00		27,500,000.00
<b>Advance paid Against Commercial Space</b>					
MAK Sales P. Ltd.		10,919,384.00 (13,479,371.00)			10,919,384.00 (13,479,371.00)
<b>Project Management Fees received</b>					
Omni Farms P. Ltd.		28,171,647.00 (1,949,800.00)			28,171,647.00 (1,949,800.00)
<b>Collection Charges received</b>					
MAK Sales P. Ltd.		1,828,386.00 (1,427,063.00)			1,828,386.00 (1,427,063.00)
<b>Fixed Deposits</b>					
Shri Pankaj Bajaj	715,000.00 (655,000.00)				715,000.00 (655,000.00)
Pankaj Bajaj & HUF			710,000.00 (650,000.00)		710,000.00 (650,000.00)

Transactions	Key Management Personnel	Associates	Co-s in which key managerial personnel or their relatives exercises significant influence	Relatives of Key management Personnel	Total
<b>Interest Paid on Fixed Deposit</b>					
Shri Pankaj Bajaj	67,292.00 (67,915.07)				67,292.00 (67,915.07)
Pankaj Bajaj & HUF			66,821.00 (67,954.61)		66,821.00 (67,954.61)
<b>Balances Outstanding as at 31.03.2012</b>					
<b>Trade Payables</b>					
Shri Pankaj Bajaj	1,516,504.26 (2,106,524.26)				1,516,504.26 (2,106,524.26)
Shri S.K.Garg	209,500.00				209,500.00
Surya Seasons Foods Pvt. Ltd.	-		-		-
Smt Varija Bajaj			(2,846,091.00)	62,003.00 (62,003.00)	(2,846,091.00) 62,003.00 (62,003.00)
Sri O.P.Bajaj				464,590.00	464,590.00
Smt Asha Bajaj				-	-
Omni Farms P. Ltd.		219,049,927.71		(71,765.00)	(71,765.00)
					219,049,927.71
<b>Trade Receivables</b>					
Omni Farms Private Limited		32,000,000.00 (32,000,000.00)			32,000,000.00 (32,000,000.00)
M.A.K.Sales Private Limited		50,538,879.00 (56,064,495.00)			50,538,879.00 (56,064,495.00)
S.K.Garg Constructions Pvt. Ltd.			27,500,000.00		27,500,000.00
Eldeco Infrastructure Properties Limited			-		-
			19,773,130.00 (22,273,130.00)		19,773,130.00 (22,273,130.00)
<b>Investments</b>					
MAK Sales P. Ltd.	4,550,000.00 (4,550,000.00)				4,550,000.00 (4,550,000.00)
Omni Farms P. Ltd.	1,814,340.00 (1,814,340.00)				1,814,340.00 (1,814,340.00)
Awadh Technology Park and SEZ Private Limited	300,000.00				300,000.00

Note : Amount in brackets shows the previous year figures.

40. During the year the Company was subjected to search under section 132 of the Income Tax Act, 1961. During the course of search, Income Tax authorities taken custody of certain documents/records and recorded statements of certain officials of the Company. The tax officials are examining the records seized and statements recorded during the course of search. The Company has not received any communication or demand notice from the tax department in connection with the said search. Pending completion of search proceedings, tax liability if any, that may arise on this account which is presently unascertainable, and will be recognized upon conclusion of search proceedings.

**41. Interest in Joint Venture**

The Company entered in to a 66.67:33.33 (being company share is 33.33%) Joint Venture in Eldeco City Private Limited (incorporated in India) with M/s Xander Investment Holding IV Limited (Mauritius) for development of the Real Estate Project in India. For the purposes of Company's share in assets, liabilities, income & expenses, proportionate consolidation method has been adopted. The Company's interest in the Joint Venture is reported as Non Current Investments (Note no. 12) of the Balance Sheet and stated at cost.

The Company's share of each of the assets, liabilities, income & expenses (each after elimination of, the effect of transactions between the Company and the Joint Venture) related to its interests in this joint venture based on un-audited results are given here under:

<b>Particulars</b>	<b>As at March 31, 2012</b>	<b>As at March 31, 2011</b>
Reserve & Surplus	44,143,855.93	55,007,138.67
Deferred Tax Liability	19,348.00	3,851.00
Trade Payables	8,404,553.00	8,356,601.00
Other Current Liabilities	713,407,004.00	426,112,986.33
Fixed Assets (including CWIP)	748,442.00	781,423.00
Non Current Investments	433,333.33	333,333.33
Current Investments	60,829,612.00	NIL
Inventories	206,169,578.00	123,475,602.08
Cash & Bank Balances	320,682,654.00	294,008,723.67
Short Term Loans & Advances	235,041,745.00	152,895,414.44
Other Current Assets	5,406,488.00	NIL
Revenue from Operations & Other Income	26,712,499.32	12,283,525.21
Employee Benefit Expenses	1,912,189.00	1,155,768.00
Finance Cost	57,381.00	99,941.00
Depreciation	66,223.00	47,240.00
Other Expenses	6,807,022.00	9,092,488.71
Profit Before Tax	17,869,684.00	1,888,087.57
Tax Expense	5,519,943.97	617,009.33
Profit After Tax	12,349,740.35	1,278,431.58

42. Till the year ended March 31st, 2011, the Company was using pre-revised Schedule VI to the Companies Act, 1956, for preparation and presentation of its financial statements. During the year ended March 31st, 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the Company. The Company has re-grouped/re-classified previous year figures where necessary to conform to with current year's classification.

43. All notes number 1-42 forms an integral part of the financial statements.

**As per our Report of even date attached**

**FOR DOOGAR & ASSOCIATES**  
Chartered Accountants

**For & on behalf of the Board**

**(CA. UDIT BANSAL)**  
Partner

**S. K. Garg**  
(Executive Chairman)

**Pankaj Bajaj**  
(Managing Director)

Place: Lucknow  
Dated: 29th August, 2012

**Poonam Khurana**  
(Company Secretary)

FINANCIAL INFORMATION OF SUBSIDIARY COMPANIES											(figs in Rs)	
Sl.	Name of the Subsidiary Company	Capital	Reserves	Total Assets	Total Liabilities	Investment (Except in the subsidiaries)	Turnover/ Total Income	Profit/ (Loss)	Profit before Tax	Provision for Tax (net of write back)	Profit/ Loss After Tax	Proposed Dividend
1	Milaap Constructions (P) Ltd	100,000.00	(74,935.00)	23,597,305.00	23,572,240.00	-	-	(18,750.00)	(18,750.00)	-	(18,750.00)	-
2	Samarpit Constructions (P) Ltd	100,000.00	(75,596.80)	17,881,423.20	17,857,020.00	-	-	(18,951.80)	(18,951.80)	-	(18,951.80)	-
3	Aadesh Constructions (P) Ltd	100,000.00	(74,935.00)	15,645,565.00	15,620,500.00	-	-	(18,750.00)	(18,750.00)	-	(18,750.00)	-
4	Halwasiya Agro Industries Ltd	4,000,000.00	14,887,902.46	26,450,910.74	7,563,008.28	-	11,838,851.99	464,876.57	464,876.57	261,190.00	203,686.57	-
5	Primacy Constructions (P) Ltd	100,000.00	(65,930.00)	57,588.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
6	Prayatna Constructions (P) Ltd	100,000.00	(65,930.00)	57,588.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
7	Prasiddhi Constructions (P) Ltd	100,000.00	4,968.44	22,460,426.44	22,355,458.00	-	-	(21,323.15)	(21,323.15)	291.54	(21,031.61)	-
8	Perpetual Constructions (P) Ltd	100,000.00	(65,740.00)	58,048.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
9	Deepiyoti Constructions (P) Ltd	100,000.00	(65,470.00)	58,048.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
1	Sushobhit Constructions (P) Ltd	100,000.00	(65,997.00)	57,521.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
11	Fifty Constructions (P) Ltd	100,000.00	(65,470.00)	58,048.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
12	Facility Constructions (P) Ltd	100,000.00	(64,470.00)	59,048.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
13	Bliss Constructions (P) Ltd	100,000.00	(21,268.00)	11,826,940.00	11,748,208.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
14	Khwahish Constructions (P) Ltd	100,000.00	(65,537.00)	57,981.00	23,518.00	-	-	(21,268.00)	(21,268.00)	-	(21,268.00)	-
15	Suniyojit Constructions (P) Ltd	100,000.00	(75,411.55)	42,867,088.45	42,842,500.00	-	-	(18,766.55)	(18,766.55)	-	(18,766.55)	-
16	Garv Constructions (P) Ltd	100,000.00	(75,635.00)	1,134,865.00	1,110,500.00	-	-	(18,750.00)	(18,750.00)	-	(18,750.00)	-
17	Mahal Constructions (P) Ltd	100,000.00	(18,750.00)	31,994,750.00	31,913,500.00	-	-	(18,750.00)	(18,750.00)	-	(18,750.00)	-
18	Numerous Constructions (P) Ltd	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
19	Neptune Infracon (P) Ltd	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
20	Carnation Realtors (P) Ltd	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
21	Neo Realtors (P) Ltd	100,000.00	(26,514.00)	1,100,000.00	1,026,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
22	Iris Realtor (P) Ltd.	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
23	Shivaye Constructions (P) Ltd.	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
24	Villa Constructions (P) Ltd.	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
25	Swarg Constructions (P) Ltd.	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-
26	Swarnim Nirman (P) Ltd.	100,000.00	(26,514.00)	100,000.00	26,514.00	-	-	(26,514.00)	(26,514.00)	-	(26,514.00)	-





# ELDECO HOUSING AND INDUSTRIES LIMITED

Redg. Office : Shop No. S-16, 2nd Floor, Eldeco Station 1, Site No. 1, Sector 12, Faridabad, Haryana – 121007  
Corp. Office : 2nd Floor, Corporate Chamber I, Vibhuti Khand, Gomti Nagar, Lucknow – 226 010

## 27<sup>th</sup> ANNUAL GENERAL MEETING

### PROXY FORM

DP ID ..... Client ID No. .... No. of shares held .....  
(To be filled in by the Shareholders)

I/We ..... of ..... being a Member /Members of ELDECO HOUSING AND INDUSTRIES LIMITED hereby appoint Mr./Ms./Mrs..... of ..... or failing him/her/ Mr./Ms./Mrs./ ..... of ..... as my/our proxy to attend and vote for me/us and on my/our behalf at the 27th Annual General Meeting of the Company to be held on Friday the 28th day of September, 2012 at 2.30 p.m. at Hotel Express Sarovar Portico, Faridabad and at any adjournment(s) thereof.

Signed this on ..... day of ..... 2012

Revenue Stamp

Signature .....

For office Use

Proxy No .....  
Date of Receiving .....  
No. of Shares .....

Note : This form appointing proxy should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. The proxy need not be a member of the Company.



# ELDECO HOUSING AND INDUSTRIES LIMITED

Redg. Office : Shop No. S-16, 2nd Floor, Eldeco Station 1, Site No. 1, Sector 12, Faridabad, Haryana – 121007  
Corp. Office : 2nd Floor, Corporate Chamber I, Vibhuti Khand, Gomti Nagar, Lucknow – 226 010

## 27<sup>th</sup> ANNUAL GENERAL MEETING

### ATTENDANCE SLIP

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

DP ID ..... Client ID ..... No. of shares held .....  
(To be filled in by the Shareholders)

Full Name and address of the member (IN BLOCK LETTERS) ..... full name of proxy (IN BLOCK LETTERS) .....

I hereby record my presence at the 27th Annual General Meeting of the Company to be held on Saturday, the 28th day of September, 2012 2.30 p.m. at Hotel Express Sarovar Portico, Faridabad. This slip may please be handed over at the entrance of the meeting hall.

Signature of Member/Proxy

To,  
M/s Skyline Financial Services Pvt. Ltd.  
Registrar & Share Transfer Agent of  
M/s Eldeco Housing & Industries Ltd.,  
D-153/A, 1st Floor, Okhla Industrial Area,  
New Delhi – 20. Ph.: 011-30857575

Place .....  
Date .....  
DP/client ID/Folio No. ....  
(To be filled in by the Shareholders)

Dear Sir,

Re : CHANGE OF ADDRESS

Kindly take on record, my new address as follows for further communication.

Name and address.....

Signature of Member(s)  
Name :

Thanking you



An Artist's Impression of Eldeco Elegante, Vibhuti Khand, Gomti Nagar, Lucknow.