

# A NEW LEAP OF GROWTH EVERY YEAR.

ANNUAL  
REPORT  
2012-2013

● **BOARD OF DIRECTORS** ●

Mr S.K. Garg	Chairman	Mr Arvind Bajaj	Director
Mr Pankaj Bajaj	Managing Director	Mr Anil Tewari	Director
Mr Shrikant Jajodia	Whole Time Director	Mr Ashish Jain	Director
Mr Rahul Aggarwal	Director	Mr Ranjit Khattar	Director

**Company Secretary**

Ms Shruti Gupta

**Statutory Auditor**

M/s Doogar &amp; Associates

Chartered Accountants

13, Community Centre, East of Kailash

New Delhi – 110065

**Registrar and Share Transfer Agent**

M/s Skyline Financial Services Pvt. Ltd.

D-153A, 1st Floor, Okhla Industrial Area

Phase-I, New Delhi – 110 020.

Ph. : 011-26812682-83

**Stock Exchanges where Company is Listed**

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai – 400 001

**U.P. Stock Exchange Limited**

Padam Towers, 14/113, Civil Lines

Kanpur – 208 001

**Bankers**

State Bank of India

Punjab National Bank

ICICI Bank

**Registered Office**

Shop No. 16, Second Floor,

Eldeco Station 1, Site No. 1, Sector 12, Faridabad

Haryana-121007

**Corporate Office**

2nd Floor, Eldeco Corporate Chamber –I

Vibhuti Khand, Gomti Nagar

Lucknow – 226 010

**Divisions**

- Virendra Smriti Complex, First Floor, 15/54-B, Civil Lines, Kanpur – 208 001
- 98, Allora Enclave, Dayal Bagh, Agra – 282 005
- 201-212, 2nd Floor, Splendor Forum, District Centre, Jasola, New Delhi- 110 025

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## NOTICE

Notice is hereby given that the **28th Annual General Meeting** of the Members of **M/s Eldeco Housing and Industries Limited** will be held on Friday, the 27th day of September, 2013, at 3:00 pm 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, 2013 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, 2013.
3. To appoint a Director in place of Mr Anil Tewari who retires by rotation and, being eligible, offers himself for re appointment.
4. To appoint a Director in place of Mr Ashish Jain 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 an **Ordinary Resolution**:

**“Resolved that** Mr. Rahul Aggarwal who was appointed as an Additional Director of the Company to hold office till the date of the Annual General Meeting, be and is hereby appointed as an ordinary Director of the Company whose office shall be liable for determination through retirement by rotation.”

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

Date: 02.08.2013  
Place: Lucknow

**Shruti Gupta**  
**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 Saturday, the 21st day of September, 2013 to Friday, the 27th day of September, 2013 (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, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110 020; Phone No. 011-26812682-83.

**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 21st September, 2013 after entertaining all valid requests for transfer of shares lodged with the Company on or before 21st September, 2013.

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 2004-05 to the Investors Education and Protection Fund, in the month of February, 2013 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
31.03.2006	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
31.03.2012	10%	28/09/2012	02/11/2019	01/12/2019

- J.** In terms of provisions of Section 205A of the Companies Act, 1956, the amount of dividend for the financial year 2005-06 that still remains unclaimed is required to be transferred to the Investors Education and Protection Fund on or before 5th January, 2014. Any shareholder who has not encashed the dividend warrants for the financial year 2005-06 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 as well as the corporate 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**

Mr Rahul Aggarwal was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 2nd August, 2013 in accordance with the provisions of Section 260 of the Companies Act, 1956 and Article 81(a) of Article of Association of the Company.

Pursuant to Section 260 of the Companies Act, 1956, Mr. Rahul Aggarwal, Director, holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a notice in writing along with the requisite deposit from a Member, under Section 257 of the Companies Act, 1956, signifying his intention to propose appointment of Mr Rahul Aggarwal as a Director of the Company.

The Board feels that presence of Mr Rahul Aggarwal on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 6 for adoption.

None of the Directors, except Mr Rahul Aggarwal is concerned or interested in this resolution.

The Board recommends resolution under Item No. 6 to be passed as ordinary resolution.

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

Date : 2nd August, 2013  
Place: Lucknow

**Shruti Gupta**  
**Company Secretary**

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

Your Directors have the pleasure in presenting the 28th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2013.

**Financial Highlights**

(Rs. in Lacs)

Particulars	Financial Year ended			
	31st March 2013 Consolidated	31st March 2013 Standalone	31st March 2012 Consolidated	31st March 2012 Standalone
<b>Revenue:</b>				
1 Revenue from operations	9607.55	4665.59	5893.64	6019.20
2 Other Income	787.81	1090.08	659.19	412.27
<b>Total Revenue</b>	<b>10395.36</b>	<b>5755.67</b>	<b>6552.83</b>	<b>6431.47</b>
<b>Expenses:</b>				
1 Expenditure	10101.22	4967.84	5972.86	5653.14
2 Changes in Inventories of Finished Stock & Project in Progress	(1369.90)	(505.72)	(279.08)	(167.17)
<b>Total Expenses</b>	<b>8731.32</b>	<b>4462.12</b>	<b>5693.78</b>	<b>5485.97</b>
<b>Profit before tax</b>	<b>1664.04</b>	<b>1293.55</b>	<b>859.05</b>	<b>945.50</b>
<b>Tax Expenses:</b>				
i Current Tax	701.88	351.49	368.11	312.12
ii Tax related to previous years	2.98	-	1.17	-
iii Deferred Tax	(3.06)	(3.15)	(3.17)	(3.82)
<b>Profit After Tax</b>	<b>962.24</b>	<b>945.21</b>	<b>492.94</b>	<b>637.20</b>
Previous Balance in Profit & Loss Account	4471.97	4843.55	4039.72	4269.21
Minority Interest	0.02	-	-	-
Shares of Profits of Associates (Net)	(11.43)	-	2.16	-
Profit available for appropriation	5422.79	5788.76	4534.82	4906.41
Less: Proposed dividend	157.33	157.33	19.67	19.67
Tax on proposed dividend	26.74	26.74	3.19	3.19
Transfer to general reserve	200.00	200.00	40.00	40.00
Balance in Profit & Loss Account	5038.72	5404.69	4471.96	4843.55
Earning per share (Rs.)	48.35	48.06	25.18	32.40
Dividend per Share (Rs.)	8.00	8.00	1.00	1.00

**Year in Retrospect**

During the year under review, total income of the Company was Rs. 5755.67 Lacs as against Rs. 6431.47 Lacs in previous year ended 31st March, 2012. Profit before tax was Rs. 1293.55 Lacs as against Rs. 945.50 Lacs in the preceding year. Profit after

tax for the year under review was Rs. 945.21 Lacs as against Rs. 637.20 Lacs during the preceding 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, 2013 and the date of this Report.

#### **Dividend**

Your Directors have recommended a dividend of Rs. 8.00 per equity share (last year Rs. 1.00 per equity share) for the financial year ended March 31, 2013, amounting to Rs.157.33 Lac (exclusive of Dividend tax of Rs. 26.74 Lac). The dividend will be paid to members whose names appear in the Register of Members as on 21st September, 2013; in respect of shares held in dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as beneficial owners as on that date.

#### **Transfer to Investors Education and Protection Fund**

Un-claimed/un-paid dividend for the financial year 2004-2005 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, 2013, the Company held Fixed Deposits of Rs. 344.50 Lacs from the Public, Shareholders and Employees, out of which deposits for Rs. 25.20 Lacs, due for repayment on or before 31st March, 2013 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 in excess of the limit 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. Bliss Constructions Private Limited
3. Carnation Realtors Private Limited
4. Deepjyoti Constructions Private Limited
5. Facility Constructions Private Limited



6. Fixity Constructions Private Limited
7. Garv Constructions Private Limited
8. Halwasiya Agro Industries Limited
9. Iris Realtors Private Limited
10. Khwahish Constructions Private Limited
11. Mahal Constructions Private Limited
12. Milaap Constructions Private Limited
13. Neo Realtors Private Limited
14. Neptune Infracon Private Limited
15. Numerous Constructions Private Limited
16. Perpetual Constructions Private Limited
17. Prasiddhi Constructions Private Limited
18. Prayatna Constructions Private Limited\*
19. Primacy Constructions Private Limited
20. Samarpit Constructions Private Limited
21. Shivaye Constructions Private Limited
22. Suniojit Constructions Private Limited
23. Sushobhit Constructions Private Limited
24. Swarg Constructions Private Limited
25. Swarnim Nirman Private Limited
26. Villa Constructions Private Limited

*\*Ceased to be subsidiary w.e.f. 09.04.2013.*

In accordance with the general Circular No. 2 and 3 dated 8th February, 2011 and 21st February, 2011 issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. However the financial information of the subsidiary companies is disclosed in the Annual Report in compliance with the said circular. The Company will make available the Annual Accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same.

The annual accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary companies.

### **Corporate Governance**

The Company has complied with the provisions of Clause 49 of the Listing Agreement relating to the Corporate Governance. The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report. 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**

After the last Annual General Meeting, Mr J.P. Bhargava ceased to be director of the Company due to his sudden demise and Mr. Rahul Aggarwal was appointed as an additional director. In terms of the provisions of the Companies Act, 1956, Mr Rahul Aggarwal shall hold office until the date of the ensuing Annual General Meeting. His appointment as an ordinary Director of the Company is placed before the Members for consideration. The Board recommends the resolution for adoption by the members.

In accordance with the provisions of the Companies Act, 1956, Mr Anil Tewari and Mr Ashish Jain, Directors, retire by rotation and, being eligible, offer themselves for reappointment at the ensuing Annual General Meeting.

Brief resume of the Directors proposed to be appointed / 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 shall hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under Section 224(1B) 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 the preparation of the annual accounts for the year ended March 31, 2013, the applicable accounting standards read with requirements set out under Schedule VI to the Companies Act, 1956, have been followed and there are no material departures from the same;
- 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, 2013 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 2013-2014.

### **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 Limited**

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

Date: 2nd August, 2013  
Place: Lucknow

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **Cautionary Statement**

Certain Statements found in the Management Discussion and Analysis may constitute “Forward Looking Statements” within the meaning of applicable securities laws and regulations. These forward looking statements involve known and unknown risks, uncertainties and other factors that are difficult to predict and which may cause our actual results, performance or achievements to be different from any future results, performance and achievements expressed or implied by these statements.

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**

Eldeco City, the integrated township in 113 Acres at I.I.M Road in partnership with a reputed FDI entity, is fast taking shape. The Company has received bookings of approximately 780 villas worth approx. Rs 300 crores. Some of the units are on the verge of completion & possession handing over process is slated to commence shortly. Eldeco City Breeze, a group housing project witnessed a steady response in the year 2012-13 after a successful beginning. Located within Eldeco City, it comprises of approx. 2 Lacs sq. ft of built up area. More than 65 % of the units have already been booked generating Business worth approx. Rs 30 crores.

Construction at Eldeco Saubhagyam, a group housing project consisting of approx. 11.50 Lacs sq. ft built up area at Shaheed Path, Raibareilly Road is going on in full swing. In terms of Sales, majority of the units have been sold out.

Eldeco Eternia, a premium group housing venture of more than 3.50 Lacs sq. ft of Built up area at Sitapur Road witnessed substantial construction during the year. Commencement of possession in this project is scheduled by the end of the year. Integrated with Eldeco Eternia is the proposed value added high end block -Eldeco Merville. During the year Eldeco Elegance, a high end apartment complex in Gomti Nagar has been completed. It is already a home for more than 250 families.

In the year 2012-13, the commercial office market space remained sluggish due to macro economic factors. The Company's State-of-the-art Office complexes, Eldeco Corporate Chamber-2 & Eldeco Corporate Tower becoming operational and are already an address of some esteemed organizations. We will endeavour to lease or sell out the remaining spaces in these projects during 2013-14.

One of the major accomplishment has been renewal of accreditation of five star CRISIL Rating this year both for Eldeco Saubhagyam and Eldeco City.

### **Forthcoming Projects Plan:**

- Land acquisition is under process for Sultanpur Road project, a township of 300 acres worth more than Rs. 2,000 Crore.
- Eldeco Shaurya, a mini township project is being planned on Bijnore road, Lucknow. The product mix shall consist of Plotted development & Group Housing.
- The Company proposes to launch “Eldeco Nirvana” at Bangla Bazar near Eldeco Udyan I, Lucknow after the receipt of approvals. It comprises of apartments, Independent Villas, Independent Floor, EWS, Commercial Block, Club etc

## Industry Structure & Developments

The Real Estate sector in the year 2012-13 picked up steadily after a sluggish start. Some of the markets witnessed stabilization of the sector and consolidation of the prices. Consumption of the inventory piling up during the recessionary phase continued resulting in good demand-supply equation in 2012-2013.

From April, 2000 to June, 2012, cumulative FDI in the sector construction development: Township Housing, Built-up Infrastructure was Rs 95,624 Crores (US \$ 21,088 million). Overall it was ranked second with 12% share, according to Ministry of External Affairs, GOI Investment & Technology Promotion (ITP) Division.

The Government has undertaken various initiatives to help the sector grow in the recent past. Some of the recent policy initiatives which are expected to serve as a trigger to boost the investment in the sector include:

- Foreign citizens of Indian origin have been granted permission by the Reserve Bank of India (RBI) to purchase property in India for residential or commercial purposes
- FDI up to 100% is allowed under the automatic route in Townships, built-up Infrastructure and Construction Development projects subject to certain conditions
- The government has allowed 51% FDI in multi-brand retail subject to conditions which is likely to trigger Real Estate development.

In the Union Budget 2012-13, various initiatives for the Real Estate sector, especially focusing on affordable housing were taken. Some of these initiatives included:

- Allowing External Commercial Borrowing (ECB) for affordable housing was a progressive move, the government also reduced the withholding tax on ECBs for affordable housing from 20% to 5% for 3 years.
- 1% interest rate subsidy provided towards affordable housing continued in 2012-13 too for home loans of up to Rs.15 lakh on homes costing up to Rs. 25 lakh.

The affordable housing segment is expected to play an important role in the growth of the Real Estate sector in India, on the back of increasing demand for such housing. Further, growth in the infrastructure sector is also expected to accelerate Real Estate activities, in commercial as well as residential segments, during this year.

## Market Size/ Growth Prospects

The total revenue of the real estate sector was US\$ 66.8 billion during 2010-11. By 2020, the sector is expected to earn revenue of US\$ 180 billion. In fact, the demand is expected to grow at a compound annual growth rate (CAGR) of 19 per cent between 2010 and 2014, with tier I metropolitan cities projected to account for about 40 per cent of this.

Growing infrastructure requirements from sectors such as education, healthcare and tourism are providing numerous opportunities in the sector. Further, India is going to produce an estimated two million new graduates from various Indian universities during this year, creating demand for 100 million square feet of office and industrial space. In addition, presence of a large number of Fortune 500 and other reputed companies will attract more companies to initiate their operational bases in India thus, creating more demand for corporate space.

## Investments

India is ranked 20th in the list of world's top real estate investment markets with investment volume of US\$ 3.4 billion in 2012, according to the latest report titled 'International Investment Atlas' by Cushman & Wakefield. The sector is set for robust inflows of US\$ 4-5 billion from overseas investors in the next couple of years, with Bangalore, Delhi and Mumbai emerging as the favourites, according to Jones Lang LaSalle, a global real estate consultancy giant.

Construction development sector (including townships, housing, built-up infrastructure & construction-development projects) has attracted a cumulative foreign direct investment (FDI) worth US\$ 22,007.67 million from April 2000 to February 2013. FDI flows into the construction sector for the period April-February 2012-13 stood at US\$ 1,260 million, according to the Department of Industrial Policy and Promotion (DIPP).

## References:

<http://www.livemint.com>

<http://www.ibef.org>

## Opportunities and Threats

In the face of rapid urbanization, the basic infrastructure of the cities is unable to cope up the rising demand which has resulted in shortage in the residential sector alone. A growing middle income level population, rise in their average income levels and moderation in income tax rates has lead to enhanced market for the real estate sector. Rapid development and urbanization has lead to the emergence of nuclear families which in turn has resulted in the increase in demand for residential units as well as commercial space. The demand for better lifestyle has enhanced consumption levels and rapid growth in several areas like township development with state of art facilities, commercial space and mall construction. The Company with its wide portfolio is expected to benefit from improvement in lifestyle and higher aspiration levels. With enhanced banking facilities and easy availability of consumer credit especially home loans there seems to be a seemingly unending prospect of future growth and unprecedented revenues.

Further, tightening of credit facilities of liquidity position and reduction in exposure to construction finance would have an adverse impact on the Real Estate Sector. Stringent government regulations regarding environment and forest cover and various safety regulations could bring in new complexities and cost increase for the industry, impacting the Company's business.

## Outlook on Risks & Concerns

The infrastructure development business is dependent on the level of domestic, regional and global economic growth, international trade and consumer spending. The rate of growth of India's economy and of the demand for infrastructure services in India may fluctuate over the years. During periods of strong economic growth, demand for such services may grow at a rate equal to, or even greater than, that of the GDP. Conversely, during periods of slow GDP growth, such demand may exhibit slow or even negative growth. Global economic developments have adversely affected the Indian economy. The real estate industry is also experiencing a significant downturn. There can be no assurance that future fluctuations in economic or business cycles, or other events that could influence GDP growth, will not have a material adverse effect on our business, cash flows and results of operations.

The Company derives all income from business in India. Consequently, the Company's performance, the market price and liquidity of the Equity Shares may be affected by changes in exchange rates and controls, interest rates, government policies, taxation, social and ethnic instability and other political and economic developments in and affecting India.

## Internal Control System and their Adequacy

The Company has an adequate system of internal controls in place. It has documented procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliances with regulations and for ensuring reliability of financial reporting. The Company has continued its efforts to align all its processes and controls with global best practices in these areas as well.

Some significant features of the internal control systems are:

- Preparation and monitoring of annual budgets for all operating and service functions;
- A well-established multi-disciplinary Internal Audit team, which reviews and reports to management and the Audit Committee about the compliance with internal controls and the efficiency and effectiveness of operations and the key process risks.
- Audit Committee of the Board of Directors, comprising independent directors, regularly reviews the audit plans, significant audit findings, adequacy of internal controls, compliance with Accounting Standards as well as reasons for changes in accounting policies and practices, if any;
- Anti-fraud programme.

The Board takes responsibility for the total process of risk management in the organisation. The Audit Committee reviews reports covering operational, financial and other business risk areas. The business risk is managed through cross functional involvement and communication across businesses. The results of the risk assessment and residual risks are presented to the



senior management.

### 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 resource continues to be the backbone of Eldeco business. The Company lays strong emphasis on attracting and retaining the best talent. Personal developmental initiatives including training, both technical and managerial, are regularly conducted to enhance human potential.

The Company's objective going forward would be to nurture and harness core management teams and explore outsourcing which will enable us to enhance management bandwidth and focus.

### Financial Performance Vis-à-vis Operational Performance

In a challenging environment, the Company has been able to grow its revenues and profits. Whilst the Company's profit after tax is Rs. 945.21 Lacs against Rs. 637.20 Lacs in the previous year, the margins were under pressure mainly due to the rising input costs. The following table sets forth the breakup of the Company's expenses as part of the net revenue.

(Rs. in Lac)

Particulars	Financial Year ended			
	31st March 2013 Consolidated	31st March 2013 Standalone	31st March 2012 Consolidated	31st March 2012 Standalone
<b>Revenue:</b>				
1 Revenue from operations	9607.55	4665.59	5893.64	6019.20
2 Other Income	787.81	1090.08	659.19	412.27
<b>Total Revenue</b>	<b>10395.36</b>	<b>5755.67</b>	<b>6552.83</b>	<b>6431.47</b>
<b>Expenses:</b>				
1 Expenditure	10101.22	4967.84	5972.86	5653.14
2 Changes in Inventories of Finished Stock & Project in Progress	(1369.90)	(505.72)	(279.08)	(167.17)
<b>Total Expenses</b>	<b>8731.32</b>	<b>4462.12</b>	<b>5693.78</b>	<b>5485.97</b>
<b>Profit before tax</b>	<b>1664.04</b>	<b>1293.55</b>	<b>859.05</b>	<b>945.50</b>
Tax Expenses:				
i Current Tax	701.88	351.49	368.11	312.12
ii Tax related to previous years	2.98	-	1.17	-
iii Deferred Tax	(3.06)	(3.15)	(3.17)	(3.82)
<b>Profit After Tax</b>	<b>962.24</b>	<b>945.21</b>	<b>492.94</b>	<b>637.20</b>
Previous Balance in Profit & Loss Account	4471.97	4843.55	4039.72	4269.21
Minority Interest	0.02	-	-	-
Shares of Profits of Associates (Net)	(11.43)	-	2.16	-
Profit available for appropriation	5422.79	5788.76	4534.82	4906.41
Less: Proposed dividend	157.33	157.33	19.67	19.67
Tax on proposed dividend	26.74	26.74	3.19	3.19
Transfer to general reserve	200.00	200.00	40.00	40.00
Balance in Profit & Loss Account	5038.72	5404.69	4471.96	4843.55
Earning per share (Rs.)	48.35	48.06	25.18	32.40
Dividend per Share (Rs.)	8.00	8.00	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. Our Company's Corporate Governance philosophy is to continuously strive to attain higher levels of accountability, transparency, responsibility and fairness in all aspects of its operations. At Eldeco, our employee satisfaction is reflected in the stability of our senior management, low attrition across various levels and substantially higher productivity. The company not only adheres to the prescribed corporate governance practices as per Clause 49 of the Listing Agreement 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.

Our Business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate. The Company values transparency, professionalism and accountability and is conscious of its responsibility as a good corporate citizen.

### 2. BOARD OF DIRECTORS

The Company maintains an optimum combination of Executive, Non-Executive and Independent Directors. The Board consists of total Eight (8) directors on 31st March, 2013. 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.

Subsequent to the end of financial year ended 31st March, 2013 Mr J.P. Bhargava ceased to be a director of the Company w.e.f. 10th June, 2013 due to his sudden demise. Mr Rahul Aggarwal was appointed as an Additional Director of the Company w.e.f. 2nd August, 2013 by the Board of Directors.

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, 2013:

Name of the Director & Designation	Category	No. of positions held in other Public Companies <sup>1</sup>		
		Board	Committee	
			Membership	Chairmanship
S.K. Garg Executive Chairman	Executive Promoter	4	-	-
Pankaj Bajaj Managing Director	Executive Promoter	5	-	-
Shrikant Jajodia Whole Time Director	Executive Promoter	2	-	-
Arvind Bajaj Director	Non-Executive Promoter	2	-	-
N.K. Sharma <sup>2</sup> Director	Non-Executive Independent	-	-	-

J.P. Bhargava <sup>3</sup> Director	Non-Executive Independent	-	-	-
Anil Tewari Director	Non-Executive Independent	-	-	-
Ranjit Khattar Director	Non-Executive Independent	1	-	-
Ashish Jain Director	Non-Executive Independent	-	-	-

<sup>1</sup> Excludes directorships in Associations, Private, Foreign and Section 25 companies.

<sup>2</sup> Mr N.K.Sharma resigned as a Director from the Board of the Company w.e.f. 14th June, 2012.

<sup>3</sup> Mr J.P.Bhargava ceased to be a Director w.e.f 10th June, 2013 due to his sudden demise.

### Directors' Attendance Record

During the period 01.04.2012 to 31.03.2013, 8 (eight) meetings of the Board of Directors were held on 30.04.2012, 15.05.2012, 14.06.2012, 14.08.2012, 29.08.2012, 17.10.2012, 10.11.2012 and 14.02.2013. 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 meeting 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	7	Yes
Pankaj Bajaj	8	7	Yes
Shrikant Jajodia	8	5	Yes
Arvind Bajaj	8	3	No
Anil Tewari	8	8	Yes
Ranjit Khattar	8	3	Yes
Ashish Jain	8	5	Yes
N.K. Sharma <sup>1</sup>	3	Nil	No
J.P. Bhargava <sup>2</sup>	8	5	No

<sup>1</sup> Mr N.K.Sharma resigned as a Director from the Board of the Company w.e.f. 14th June, 2012.

<sup>2</sup> Mr J.P.Bhargava ceased to be a Director w.e.f. 10th June, 2013 due to his sudden demise.

### 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 Anil Tewari	Mr Ashish Jain	Mr Rahul Aggarwal
DIN	02132374	00483052	01588598
Father's Name	Late Rama Kant Tewari	Mr Brij Mohan Jain	Mr Naresh Kumar Gupta
Date of Birth	28/06/1951	20/09/1971	26/02/1970
Address	68, Vishnu Puri, Aliganj, Lucknow- 226024 Uttar Pradesh	10 Underhill Lane, Civil Lines, Delhi-110 054	C-2070 A, Sushant Lok –I, Gurgaon
Designation	Director	Director	Additional Director
Education	M.A.,LL.B	Mechanical Engineer and MBA	B Pharm., PGDM
Experience	Over 30 years' experience in Banking Sector	Over 13 years' experience in Management	20 years of experience in Private Equity, Manufacturing, Business Development and Company Management
Companies in which holds Directorship*	-	LMC Enterprises Pvt. Ltd	Optima Insurance Brokers Pvt. Ltd. and Country Living & Resorts Pvt. Ltd.
Companies in which holds membership of committees*	-	-	-
Shareholding in the Company (No. & %)	-	-	-

\* excludes Directorships in Associations, 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 292A 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:

- To review the financial reporting process, all financial statements.
- To recommend appointment/ re-appointment/ replacement/ removal/ Audit fees/ any other fees of Statutory Auditor.
- 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.
- 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, term 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)

After cessation of Mr J.P Bhargava as Director and member of Audit Committee due to his demise on 10th June, 2013, the Audit Committee was reconstituted by the Board of Directors through their resolution passed by circulation on 27th July, 2013 by inducting Mr Ranjit Khattar as a member of the Audit Committee.

Ms Poonam Khurana resigned as a Company Secretary and as the Secretary of the Committee w.e.f. 30th May, 2013.

Presently, Ms Shruti Gupta, Company Secretary is the Secretary of the Committee w.e.f. 30th May, 2013.

### (c) Attendance

During the period 01.04.2012 to 31.03.2013, 5 (Five) meetings of the Audit Committee were held on 15.05.2012, 14.08.2012, 29.08.2012, 10.11.2012 and 14.02.2013. 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. Details of attendance of members in the Audit Committee meeting during this period are as under:

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	5
Mr J P Bhargava <sup>1</sup>	Member, Independent Director	5

<sup>1</sup> Mr J.P. Bhargava ceased to be Director w.e.f 10th June, 2013 due to his sudden demise.

## 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 Ranjit Khattar - Member (Independent Director)
3. Mr J P Bhargava – Member (Independent Director)

After cessation of Mr J.P Bhargava as Director and member of Remuneration Committee due to his demise on 10th June, 2013,



the Remuneration Committee was reconstituted by the Board of Directors in their meeting held on 2nd August, 2013 by inducting Mr Ashish Jain as a member of the Remuneration Committee.

Ms Poonam Khurana, Company Secretary was the Secretary of the Committee; ceases to be the same w.e.f. 30th May, 2013.

Presently, Ms Shruti Gupta, Company Secretary is the Secretary of the Committee w.e.f. 30th May, 2013.

**(c) Attendance**

During the period 01.04.2012 to 31.03.2013, 1(One) meeting of the Remuneration Committee was held on 29.08.2012. 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 Remuneration Committee Meeting
Mr Anil Tewari	Chairman (Independent Director)	1
Mr Ranjit Khattar	Member (Independent Director)	1
Mr J P Bhargava <sup>1</sup>	Member (Independent Director)	1

<sup>1</sup> Mr J.P. Bhargava ceased to be Director w.e.f 10th June, 2013 due to his sudden demise.

**(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 2012-13 except sitting fee for attending Board meetings.

**(e) Details of the Directors' Remuneration for the financial year ended 31st March, 2013**

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	36,00,000	Nil	Nil	36,00,000	65,400 (3.33)
Pankaj Bajaj	Nil	Nil	Nil	Nil	5,70,700 (29.02)
Shrikant Jajodia	26,44,960	Nil	Nil	26,44,960	Nil
Arvind Bajaj	Nil	Nil	1,500	1,500	1,92,100 (9.77)
J.P. Bhargava	Nil	Nil	2,500	2,500	Nil
N.K. Sharma	Nil	Nil	Nil	Nil	Nil
Anil Tewari	Nil	Nil	4,000	4,000	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 redressing 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)

After cessation of Mr J.P Bhargava as Director and member of Investor's Grievance Committee due to his demise on 10th June, 2013, the Investor's Grievance Committee was reconstituted by the Board of Directors in their meeting held on 2nd August, 2013 by inducting Mr Ashish Jain as a member of the Investor's Grievance Committee.

Ms Poonam Khurana resigned as the Company Secretary and as the Secretary of the Committee w.e.f 30th May, 2013.

Presently, Ms Shruti Gupta, Company Secretary is the Secretary of the Committee w.e.f. 30th May, 2013.

**Attendance**

During the period 01.04.2012 to 31.03.2013, 7 (Seven) meetings of the Investor's Grievance Committee were held on 30.04.2012, 14.06.2012, 01.09.2012, 15.12.2012, 02.01.2013, 05.02.2013 and 01.03.2013. 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)	7
Mr S K Garg	Member (Executive Promoter)	6
Mr J P Bhargava <sup>1</sup>	Member (Independent Director)	7

<sup>1</sup> Mr J.P Bhargava ceased to be director w.e.f 10th June, 2013 due to his sudden demise.

(c) Ms Poonam Khurana was the Compliance Officer of the Company for the purpose of Clause 47 of the Listing Agreement to look after the compliances under the Listing Agreement and other SEBI Rules & Regulations etc. and she resigned w.e.f 30th May, 2013. Ms Shruti Gupta was appointed as the Company Secretary and Compliance Officer of the Company for the aforesaid purpose w.e.f. 30th May, 2013.

(d) During the year, the company received 1(one) complaint from the shareholder. The Complaint was resolved. There was no pending complaint from any shareholder as on 31st March 2013.

**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
28th September, 2012	2011-12	Hotel Express Sarovar Portico, Sector-39, Surajkund, Faridabad, Haryana-121010	2:30 P.M.	1
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

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

Date	Year	Business passed
28th September, 2012	2011-12	➤ Re-appointment of Mr Shrikant Jajodia as Whole Time Director of the Company for 3 years w.e.f. 1st December, 2012
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

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

No resolution was put through Postal Ballot in the last year and there is no resolution, which is required to be passed by Postal Ballot.

**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 to the Financial Statements annexed to and forming part of the Balance Sheet and Profit and Loss Account of the Company.

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

There were no instances of non-compliance by the Company, penalties, structures 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/-  
**S K 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.

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

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

**12. GENERAL SHAREHOLDERS INFORMATION****(i) Annual General Meeting**

<b>Date &amp; Time</b>	Friday, September 27th, 2013 at 3:00 p.m
<b>Venue</b>	Hotel Express Sarovar Portico, Sector 39, Surajkund, Faridabad, Haryana-121010
<b>Date of Book Closure</b>	September 21st, 2013 to September 27th, 2013 (both dates inclusive)
<b>Dividend Payment Date</b>	Latest by 26th October, 2013

**(ii) Financial Calendar**

Events	Tentative time frame
Financial Reporting for the first quarter ended 30th June, 2013	On or before 14th August, 2013
Financial Reporting for the second quarter ending 30th September, 2013	On or before 14th November, 2013
Financial Reporting for the third quarter ending 31st December, 2013	On or before 14th February, 2013
Financial Reporting for the fourth quarter ending 31st March, 2014	On or before 30th May, 2014 (Audited)

**(iii) Listing on Stock Exchanges**

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

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
Tel No.: 022-22721234, 22721233  
Fax No.: 022-22722082 / 22723132  
E-Mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
Website: [www.bseindia.com](http://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](mailto:upse@vsnl.in), [upstockexchange@gmail.com](mailto:upstockexchange@gmail.com)  
Website: [www.upse-india.com](http://www.upse-india.com)

The company has paid the listing fees payable to BSE & UPSE for 2013-14.

**(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 12	220.00	200.00	22160	October 12	201.90	156.00	14056
May 12	210.00	176.00	14479	November 12	185.50	156.00	3360
June 12	199.95	158.70	7651	December 12	186.90	161.65	10957
July 12	176.00	155.05	6227	January 13	232.95	163.00	18050
August 12	171.00	150.30	6218	February 13	215.90	153.50	2362
September 12	174.80	153.00	1786	March 13	197.80	150.00	28409

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**

M/s 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 15 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 Registrars within 15 days.

Members are requested to correspond with the Company's Registrar and Transfer Agent 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- 011-26812682-83  
E-Mail: [info@skylinerta.com](mailto:info@skylinerta.com)  
[parveen@skylinerta.com](mailto:parveen@skylinerta.com)

**(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, 2013 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	163578	8.32
b) Individuals	643611	32.72
c) NRI/OCB's	24799	1.26
d) Clearing Member/ House	112	0.01
<b>Total (B)</b>	<b>832100</b>	<b>42.31</b>
<b>Total (A + B)</b>	<b>1966600</b>	<b>100.00</b>

**(ix) Distribution of Shareholding**

Distribution of Shareholding of the Company as on 31st March, 2013 is as follows:

Range of Shares	Shareholders' Numbers	% to Total Number	Shares in No.				%age
			Physical	NSDL	CDSL	Total	
Up to 5,000	2253	98.43	143500	244115	90313	477928	24.31
5,001 -10,000	13	0.56	14500	72133	8100	94733	4.82
10,001 -20,000	14	0.61	38000	132640	24316	194956	9.91
20,001 -30,000	2	0.09	0	26800	25300	52100	2.65
30,001 -40,000	2	0.09	0	71083	0	71083	3.61
40,001 -50,000	0	0.00	0	0	0	0	0.00
50,001 -1,00,000	2	0.09	0	63400	65400	128800	6.55
1,00,001 & Above	3	0.13	0	947000	0	947000	48.15
<b>TOTAL</b>	<b>2289</b>	<b>100</b>	<b>196000</b>	<b>1557171</b>	<b>213429</b>	<b>1966600</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, 2013 about 90.03% (previous year-89.86%) 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:

IIInd Floor, Eldeco Corporate Chamber- I,

Vibhuti Khand, Gomti Nagar,

Lucknow-226 010

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, 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, 2013 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 which are 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.

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

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

Date : 2nd August, 2013  
 Place: Lucknow

**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 Eldeco Housing & Industries Ltd, for the year ended on 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the said company with Stock Exchange.

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: 17th July, 2013  
Place: Delhi**

**Debabrata Deb Nath  
Partner  
ACS: 23935; CP: 8612**

## **Independent Auditor's Report**

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

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **Eldeco Housing & Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management Responsibility for the Financial Statements**

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

### **Auditor's Responsibility**

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

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.



2. As required by section 227(3) of the Act, we report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
- c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

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

Place: Lucknow  
Dated: 30th May, 2013

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

**ANNEXURE TO AUDITORS' REPORT**

**(Referred to in Paragraph 1 under the heading of “Report on Other Legal and Regulatory Requirements” of our Report of even date on the accounts of Eldeco Housing & Industries Limited for the year ended 31st March, 2013)**

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, however we have not made a detailed examination of such records to ascertain whether they are accurate or complete.

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	5,45,760	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, term loan raised during the year have been applied for the purpose for which they were received.

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)

**(CAUDIT BANSAL)**  
Partner  
M. No. 401642

Place: Lucknow  
Dated: 30th May, 2013

**BALANCE SHEET AS AT 31st MARCH, 2013****(Amount in Rupees unless otherwise stated)**

<b>PARTICULARS</b>	<b>NOTE</b>	<b>As At March 31,2013</b>	<b>As At March 31,2012</b>
<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	621,995,780.46	545,881,890.13
<b>2 NON CURRENT LIABILITIES</b>			
a. Long Term Borrowings	4	35,902,358.00	15,655,000.00
b. Deffered Tax Liabilities(Net)	5	1,919,246.92	2,234,118.51
c. Other Long Term Liabilities	6	6,703,190.88	2,149,950.72
d. Long Term Provisions	7	9,654,190.00	7,254,019.00
<b>3 CURRENT LIABILITIES</b>			
a. Short Term Borrowings	8	34,331,920.11	26,107,770.12
b. Trade Payables	9	184,301,568.56	191,641,279.45
c. Other Current Liabilities	10	849,650,162.98	711,916,810.91
d. Short Term Provisions	11	23,346,259.95	2,285,632.00
<b>TOTAL</b>		<b>1,787,470,677.86</b>	<b>1,524,792,470.84</b>
<b>II. ASSETS:</b>			
<b>1 Non-Current Assets</b>			
a. Fixed Assets	12		
(i) Tangible Assets		43,874,103.14	47,609,146.10
(ii) Intangible Assets		1,451,243.13	140,502.76
b. Non Current Investments	13	80,027,560.00	88,382,540.00
c. Long Term Loans & Advances	14	21,135,874.22	23,979,810.22
d. Other Non-Current Assets	15	52,248,164.32	42,588,889.46
<b>2 Current Assets</b>			
a. Inventories	16	499,709,597.27	456,670,146.11
b. Trade Receivables	17	159,575,757.92	49,725,296.17
c. Cash and Bank Balances	18	185,403,456.93	228,305,019.02
d. Short Term Loans & Advances	19	665,017,144.71	583,439,506.74
e. Other Current Assets	20	79,027,776.23	3,951,614.26
<b>TOTAL</b>		<b>1,787,470,677.86</b>	<b>1,524,792,470.84</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**

**SHRUTI GUPTA**  
**(Company Secretary)**

Place : Lucknow  
Dated :30th May, 2013

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH , 2013**

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>I REVENUE</b>			
1 Revenue from Operations	21	466,559,465.86	601,920,445.22
2 Other Income	22	109,007,904.72	41,226,622.44
<b>Total Revenue</b>		<b>575,567,370.58</b>	<b>643,147,067.66</b>
<b>II EXPENSES</b>			
1 Cost of Material Consumed, Construction & Other related project cost	23	345,414,690.39	438,800,710.39
2 Changes in Inventories of Finished Stock & Project in Progress	24	(50,571,988.68)	(16,716,822.30)
3 Employee Benefit Expenses	25	59,640,986.00	55,265,540.75
4 Finance Cost	26	21,370,735.72	16,482,830.74
5 Depreciation		3,338,993.70	3,701,370.86
6 Other Expenses	27	67,019,345.70	51,063,460.63
<b>Total Expenses</b>		<b>446,212,762.84</b>	<b>548,597,091.07</b>
<b>III PROFIT BEFORE TAX</b>		129,354,607.74	94,549,976.59
<b>IV Tax Expense</b>			
i. Current Tax		35,149,000.00	31,212,000.00
ii. Deferred Tax		(314,871.59)	(382,185.49)
<b>V PROFIT AFTER TAX</b>		94,520,479.33	63,720,162.08
<b>VI EARNINGS PER EQUITY SHARE (Nominal value of share Rs. 10/- each)</b>			
<b>Basic &amp; Diluted Earnings Per Share (in Rs.)</b>	28	48.06	32.40
<b>Notes to Balance Sheet and Statement of Profit &amp; Loss</b>	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**

**SHRUTI GUPTA**  
**(Company Secretary)**

Place : Lucknow  
Dated :30th May, 2013

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013****(Amount in Rupees)**

<b>Particulars</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax and extraordinary items	129,354,607.74	94,549,976.59
Adjustment for :		
Profit on sale of Fixed Assets	-	(524,997.00)
Depreciation	4,606,808.59	4,350,173.08
Dividend received	(146,868.00)	(2,068.00)
Interest received	(25,629,084.33)	(23,779,429.87)
Interest paid	21,370,735.72	16,482,830.74
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>129,556,199.72</b>	<b>91,076,485.54</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES:</b>		
Inventories	(43,039,451.16)	239,780,755.58
Trade and other receivables	(109,850,461.75)	(28,085,632.17)
Other current & non current assets	(111,540,348.01)	(131,838,396.30)
Trade payables	(7,339,710.89)	(22,155,917.92)
Other current & non current liabilities	193,904,027.58	(132,287,468.61)
<b>CASH GENERATED FROM OPERATING ACTIVITIES:</b>	<b>51,690,255.50</b>	<b>16,489,826.12</b>
Direct Taxes Paid	(34,834,128.41)	(30,829,814.51)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>16,856,127.09</b>	<b>(14,339,988.39)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Sale of Fixed Assets	-	525,000.00
Purchase of Fixed Assets	(2,182,506.00)	(11,585,101.21)
Purchase of Investments	-	(1,199,100.00)
Sale of Investment	8,354,980.00	100,390.00
Interest received	25,629,084.33	23,779,429.88
Dividend received	146,868.00	2,068.00
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>31,948,426.33</b>	<b>11,622,686.67</b>



**C. CASH FLOW FROM FINANCING ACTIVITIES:**

Interest & Finance Charges paid	(21,370,735.72)	(16,482,830.74)
Dividend Paid	(15,732,800.00)	(1,966,600.00)
Tax on Dividend	(2,673,789.00)	(319,032.00)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(39,777,324.72)</b>	<b>(18,768,462.74)</b>
<b>NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>9,027,228.70</b>	<b>(21,485,764.46)</b>
<b>CASH AND CASH EQUIVALENTS ( OPENING BALANCE )</b>	<b>37,604,544.76</b>	<b>59,090,309.22</b>
<b>CASH AND CASH EQUIVALENTS ( CLOSING BALANCE )</b>	<b>46,631,773.46</b>	<b>37,604,544.76</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**

**SHRUTI GUPTA  
(Company Secretary)**

Place : Lucknow  
Dated : 30th May, 2013

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED** **MARCH 31, 2013**

### **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. 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.

#### **iii. 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.

#### **iv. 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.

#### **v. Intangible assets**

Intangible assets comprises of computer software are stated at cost of acquisition less accumulated depreciation on straight line method.

#### **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.

Project in Progress is valued at cost and consists of all direct expenditure incurred on projects under execution. Cost includes cost of land, materials, construction, services, borrowing costs and other overheads relating to projects.

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

#### **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**

The Company follows the Percentage of Completion Method (PCM) 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.

The stage of completion under the PCM 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.

Effective from 1st April 2012, in accordance with the "Guidance Note on Accounting for Real Estate Transactions (Revised) 2012" (referred to as "Guidance Note"), all projects commencing on or after the said date or projects where revenue is recognized for the first time on or after the said date, Revenue from real estate projects has been recognized on Percentage of Completion method provided the following conditions are met:

- (i) All critical approvals necessary for commencement of the project have been obtained.

- (ii) The expenditure incurred on construction and development is not less than 25% of the total estimated construction and development cost.
- (iii) At least 25% of the saleable project area is secured by way of contracts or agreements with buyers.
- (iv) At least 10% of the total revenue as per the agreement of sale or any other legally enforceable document are realized at the reporting date in respect of each of the contracts and it is reasonable to expect that the parties to such contracts will comply with the payment terms as defined in the respective contracts.

Unbilled revenue disclosed under other assets represents revenue recognized based on percentage of completion method over and above amount due as per payment plan agreed with the customers. Amount received from customers which exceeds the cost and recognized profits to date on projects in progress, is disclosed as advance received from customers under other current liabilities. Any billed amount against which revenue is recognized but amount not collected is disclosed under trade receivable.

Surrender of flats by buyers are valued at cost and accounted for as 'Cost of Construction'. When sold, proceeds are treated as 'Sales'.

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.

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.

**C.** Revenue from Trading activities of completed projects is accounted for on accrual basis.

## **x. 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.

## **xi. 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 realized in future.

## **xii. 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.

## **xiii. Provisions, Contingent Liabilities and Contingent Assets**

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not; require an out flow of resources. Where there is a possible obligation of a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made. 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.

## **xiv. 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 Rupees )

2-Share Capital	As At 31 March 2013		As At 31 March 2012	
	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 2013		As At 31 March 2012	
	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 2013		As At 31 March 2012	
	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 2013	As At 31 March 2012
<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	61,393,067.71	57,393,067.71
Add: Transfer from surplus in the Statement of Profit & Loss	20,000,000.00	4,000,000.00
Closing Balance	<b>81,393,067.71</b>	<b>61,393,067.71</b>
<b>c. Surplus in the Statement of Profit &amp; Loss</b>		
As Per Last Balance Sheet	484,355,222.42	426,920,692.34
Add: Profit for the Year	94,520,479.33	63,720,162.08
Less: Appropriations:		
Transfer to General Reserve	20,000,000.00	4,000,000.00
Proposed Dividend on Equity Shares	15,732,800.00	1,966,600.00
[Rs.8 per share(Previous Year Rs.1 per share)]		
Tax on Proposed Dividend	2,673,789.00	319,032.00
Closing Balance	<b>540,469,112.75</b>	<b>484,355,222.42</b>
<b>Total</b>	<b>621,995,780.46</b>	<b>545,881,890.13</b>

(Amount in Rupees )

4-Long Term Borrowings	As At 31 March 2013		As At 31 March 2012	
	Non Current	Current Maturities	Non Current	Current Maturities
<b>Secured Loans</b>				
<b>Term Loan From Bank</b>	29,427,358.00	18,750,000.00	-	-
Less: Amount disclosed under the head 'Other Current Liabilities (Refer Note no.10)		18,750,000.00		
<b>Unsecured Loans</b>				
Public Deposits	6,475,000.00	25,455,000.00	15,655,000.00	29,095,000.00
Less: Amount disclosed under the head 'Other Current Liabilities (Refer Note no.10)	-	25,455,000.00	-	29,095,000.00
<b>Total</b>	<b>35,902,358.00</b>	<b>-</b>	<b>15,655,000.00</b>	<b>-</b>

Maturity Profile of Long Term Borrowing:	MATURITY PROFILE			
<b>Public Deposit</b>				
<b>Particulars</b>	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	25,455,000.00	6,140,000.00	335,000.00	31,930,000.00

<b>Term Loan From Bank</b>				
<b>Particulars</b>	<b>Up To 1 Year</b>	<b>1-2 Years</b>	<b>2-3 Year</b>	<b>4-5 Year</b>
Term Loan (ROI 16%)	18,750,000.00	14,117,859.00	10,741,355.00	4,568,144.00
<b>Total</b>				48,177,358.00

**Nature of Security of Term Loan :**

Term Loan from bank are secured by Equitable Mortgage of Commercial Property of Plot No TC/G-10/10 Group Housing Scheme, Vibhuti Khand, Gomti Nagar, Lucknow and further secured by personal guarantee of Director.

**(Amount in Rupees)**

<b>5-Deferred Tax Liability (Net)</b>	<b>Deferred tax Liability/ (Asset) As At 31 March 2012</b>	<b>Current year charge/ (Credit)</b>	<b>Deferred tax Liability/ (Asset) As At 31 March 2013</b>
a. Difference in depreciation for accounting and income tax purpose	4,588,048.00	306,329.00	4,894,377.00
b. Provision For Leave Encashment & Gratuity	(2,353,929.49)	(621,200.59)	(2,975,130.08)
<b>Total</b>	2,234,118.51	(314,871.59)	1,919,246.92

**(Amount in Rupees)**

<b>6-Other Long Term Liabilities</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
Security Deposit Received	6,703,190.88	2,149,950.72
<b>Total</b>	6,703,190.88	2,149,950.72

**(Amount in Rupees )**

<b>7-Long Term Provisions</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
<b>Provision For Employee benefits</b>		
Provision For Gratuity	7,595,190.00	4,380,812.00
Provision For Leave Encashment	2,059,000.00	2,873,207.00
<b>Total</b>	9,654,190.00	7,254,019.00

**(Amount in Rupees )**

<b>8-Short Term Borrowings</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
<b>Secured</b>		
<b>(a) Working Capital Loan</b>		
From Banks*	34,331,920.11	26,107,770.12
<b>Total</b>	34,331,920.11	26,107,770.12



**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 2013</b>	<b>As At 31 March 2012</b>
Due to Micro Small and Medium Enterprises*	-	-
Due to Others for supplies/services	184,301,568.56	191,641,279.45
<b>Total</b>	<b>184,301,568.56</b>	<b>191,641,279.45</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 2013</b>	<b>As At 31 March 2012</b>
Current maturities of long-term debt (Refer Note No.4)	44,205,000.00	29,095,000.00
Interest accrued but not due on borrowings	4,325,437.40	3,969,363.29
Interest accrued and due on borrowings	664,273.00	-
Advance from Customers	770,868,109.14	650,604,673.23
Investor Education & Protection Fund*		
(i) Unclaimed dividends	1,179,220.00	1,263,958.00
(ii) Unclaimed matured deposits (includes interest thereon)	2,914,433.26	2,822,514.49
Book Overdraft	9,739,107.15	1,948,088.63
Security Deposits/Retention Money	9,736,607.77	14,018,513.01
Due to Directors	167,510.26	1,011,004.26
<b>Other payables</b>		
(i) Employee Related Liabilities	992,962.00	2,871,095.00
(ii) Statutory Liabilities	4,857,503.00	4,312,601.00
<b>Total</b>	<b>849,650,162.98</b>	<b>711,916,810.91</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 2013</b>	<b>As At 31 March 2012</b>
<b>Others</b>		
Proposed Dividend	15,732,800.00	1,966,600.00
Tax on Proposed Dividend	2,673,789.00	319,032.00
Provision for Income Tax (Net of Advance Tax)	4,939,670.95	-
<b>Total</b>	<b>23,346,259.95</b>	<b>2,285,632.00</b>

(Amount in Rupees)

12-Fixed Assets		<---- GROSS BLOCK ---->				<---- DEPRECIATION ---->				<-- NET BLOCK -->	
Particulars	AsAt 1/4/2012	Additions	Deletions/ Adjustments	As At 31/03/2013	As At 1/4/2012	For the Year	Deletions /Adjustments	As At 31/03/2013	W.D.V.As At 31/03/2013	W.D.V.As At 31/03/2012	
Tangible Assets											
1 Office Premises	24,902,451.72	-	-	24,902,451.72	2,214,068.53	405,909.96	-	2,619,978.49	22,282,473.23	22,688,383.19	
2 Plant & Machinery	25,713,041.76	409,267.00	-	26,122,308.76	15,922,419.27	1,267,814.89	-	17,190,234.16	8,932,074.60	9,790,622.49	
3 Furniture & Fixtures	15,328,695.32	157,434.00	-	15,486,129.32	6,643,224.23	992,832.97	-	7,636,057.20	7,850,072.12	8,685,471.09	
4 Vehicles	11,219,046.36	-	-	11,219,046.36	5,837,951.30	1,065,809.40	-	6,903,760.70	4,315,285.66	5,381,095.06	
5 Computers	4,054,551.00	95,225.00	-	4,149,776.00	2,990,976.73	664,601.73	-	3,655,578.46	494,197.54	1,063,574.27	
Sub-Total(A)	81,217,786.16	661,926.00	-	81,879,712.16	33,608,640.06	4,396,968.96	-	38,005,609.02	43,874,103.14	47,609,146.10	
Previous Year Figures	70,443,647.97	11,572,401.21	798,263.02	81,217,786.16	30,157,838.48	4,249,061.60	798,260.02	33,608,640.06	47,609,146.10	40,285,809.49	
Intangible Assets											
1 Computer Software	633,224.00	1,520,580.00	-	2,153,804.00	492,721.24	209,839.63	-	702,560.87	1,451,243.13	140,502.76	
Sub-Total(B)	633,224.00	1,520,580.00	-	2,153,804.00	492,721.24	209,839.63	-	702,560.87	1,451,243.13	140,502.76	
Previous Year Figures	620,524.00	12,700.00	-	633,224.00	391,609.76	101,111.48	-	492,721.24	140,502.76	228,914.24	
Total(A+B)	81,851,010.16	2,182,506.00	-	84,033,516.16	34,101,361.30	4,606,808.59	-	38,708,169.89	45,325,346.27	47,749,648.86	
Previous Year Figures	71,064,171.97	11,585,101.21	798,263.02	81,851,010.16	30,549,448.24	4,350,173.08	798,260.02	34,101,361.30	47,749,648.86	40,514,723.73	

(Amount in Rupees )

13-Non Current Investments	As At 31 March 2013	As At 31 March 2012
<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.	7,494,000.00	7,494,000.00
49400 (49,400) Equity Shares of Rs 10/- each fully paid up in Halwasiya Agro Industries Ltd.		
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Aadesh Constructions Pvt. Ltd.	99,900.00	99,900.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Bliss Constructions Pvt Ltd	99,990.00	99,990.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Carnation Realtors Private Limited	99,900.00	99,900.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Deepjyoti 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 Fixity Constructions Pvt Ltd	99,990.00	99,990.00
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 Iris Realtors Private Limited	99,900.00	99,900.00
9999 (9999) Equity Shares of Rs. 10/- each fully paid up in Khwahish Constructions Pvt Ltd	99,990.00	99,990.00
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 Neo Realtors Private Limited	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Neptune Infracon Private Limited	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Numerous Constructions Pvt Ltd	99,900.00	99,900.00
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 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 Prasiddhi Constructions Pvt Ltd	99,990.00	99,990.00

9990 (9990) Equity Shares of Rs 10/- each fully paid up in Samarjit 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 Sushobhit Constructions Pvt Ltd	99,990.00	99,990.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Shivaye Constructions Pvt Ltd	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Swarg Constructions Private Limited	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Swarnim Nirman Private Limited	99,900.00	99,900.00
9990 (9990) Equity Shares of Rs 10/- each fully paid up in Villa Constructions Private Limited	99,900.00	99,900.00
<b>In Joint Venture Company</b>		
3139094 (3554094) Equity Shares of Rs.10/- each fully paid up at a premium of Rs. 10/- each in Eldeco City (P) Ltd.	62,781,880.00	71,081,880.00
4547 (4547) Equity Shares of Rs.10/- each fully paid up at a premium of Rs.30/- 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
1600 (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	1,759,360.00	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	300,000.00
<b>Other Investment</b>		
<b>Investment in Equity Instruments- Quoted</b>		
<b>In Other Companies</b>		
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>80,027,560.00</b>	<b>88,382,540.00</b>

Figures in bracket represent those of previous year

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

Aggregate cost of unquoted investments	79,732,500.00	88,087,480.00
Aggregate cost of quoted investments	295,060.00	295,060.00
Market value of quoted investments	4,297,020.00	5,010,343.70

**(Amount in Rupees )**

<b>14-Long Term Loans &amp; Advances</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
(Unsecured considered good unless otherwise stated)		
Security Deposit Paid	6,088,445.50	8,932,381.50
Direct Taxes Refundable (Net of Provisions)	15,047,428.72	15,047,428.72
<b>Total</b>	<b>21,135,874.22</b>	<b>23,979,810.22</b>

**(Amount in Rupees )**

<b>15-Other Non Current Assets</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
Deposit more than twelve months	51,550,421.00	31,550,421.00
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	697,743.32	547,468.46
<b>Total</b>	<b>52,248,164.32</b>	<b>42,588,889.46</b>

**(Amount in Rupees )**

<b>16-Inventories</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
Land	192,842,764.68	183,652,028.83
Building Material & consumables	23,142,776.39	39,866,049.76
Unsold Plots, Shops, Flats etc.,	73,392,003.85	24,742,376.06
Project in Progress	210,332,052.34	208,409,691.46
<b>Total</b>	<b>499,709,597.27</b>	<b>456,670,146.11</b>

(Amount in Rupees )

<b>17-Trade Receivables</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</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	38,636,960.19	4,663,035.00
Other Trade Receivables	120,938,797.73	45,062,261.17
<b>Total</b>	<b>159,575,757.92</b>	<b>49,725,296.17</b>

(Amount in Rupees )

<b>18-Cash and Bank Balances</b>	<b>As At 31 March 2013</b>	<b>As At 31 March 2012</b>
<b><u>Cash &amp; Cash Equivalents</u></b>		
Balances with Banks:		
-In Current Account	18,087,057.32	26,607,636.42
Cash on Hand	13,762,269.14	6,744,158.34
Cheques on hand	14,782,447.00	4,252,750.00
	46,631,773.46	37,604,544.76
<b>OTHER BANK BALANCES</b>		
Unclaimed/Unpaid Dividend Account	1,182,357.33	1,265,718.33
Deposit held as margin money/earnest money*	127,078,499.00	115,000,200.00
Deposit with original maturity of more than three months but less than twelve months	10,510,827.14	74,434,555.93
<b>Total</b>	<b>185,403,456.93</b>	<b>228,305,019.02</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>	<b>As at 31 March 2013</b>	<b>As at 31 March 2012</b>
<b>(Unsecured, considered good unless otherwise stated)</b>		
<b>Loans and advances to</b>		
Subsidiary Companies	373,108,921.00	298,398,011.00
Other related parties	89,636,083.35	129,812,009.00
	462,745,004.35	428,210,020.00
<b>Advance against goods, services &amp; others</b>		
Advances for projects	166,710,877.00	126,660,842.00



Other Advances	25,396,785.03	17,272,142.00
	192,107,662.03	143,932,984.00
Balance with Government/statutory authorities	9,678,875.33	10,571,931.24
Prepaid Expenses	485,603.00	724,571.50
<b>Total</b>	<b>665,017,144.71</b>	<b>583,439,506.74</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:

S.No.	Name of Company	Balance as at 31st		Maximum outstanding during	
		March, 2013	March, 2012	March, 2013	March, 2012
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	17,570,000.00	17,570,000.00	24,680,000.00
3	Halwasiya Agro Industries Limited	136,654,771.00	139,334,561.00	152,585,291.00	150,045,773.00
4	Aadesh Constructions Private Limited	18,477,000.00	15,598,000.00	18,477,000.00	15,598,000.00
5	Mahal Constructions Private Limited	29,391,000.00	31,891,000.00	31,891,000.00	31,891,000.00
6	Garv Constructions Private Limited	88,000.00	1,088,000.00	1,088,000.00	1,088,000.00
7	Milaap Constructions Private Limited	23,549,740.00	23,549,740.00	23,549,740.00	23,549,740.00
8	Neo Realtors Private Limited	25,100,000.00	1,000,000.00	25,100,000.00	1,000,000.00
9	Samarpit Constructions Private Limited	67,096,220.00	13,934,520.00	67,096,220.00	13,934,520.00
10	Suniyojit Constructions Private Limited	43,570,000.00	42,820,000.00	43,570,000.00	42,820,000.00

(Amount in Rupees )

20-Other current assets	As at 31 March 2013	As at 31 March 2012
Interest accrued and due on Bank FDR's having original maturity of less than 12 months	2,854,387.51	3,951,614.26
Unbilled Receivables	76,173,388.72	-
<b>Total</b>	<b>79,027,776.23</b>	<b>3,951,614.26</b>

(Amount in Rupees )

21-Revenue From Operations	Year Ended March 31, 2013	Year Ended March 31, 2012
Income from Real Estate Projects	369,503,566.68	502,491,090.22
Income from Construction Contracts	53,531,637.18	31,484,353.00
Other Operating Income	43,524,262.00	67,945,002.00
<b>Total</b>	<b>466,559,465.86</b>	<b>601,920,445.22</b>

(Amount in Rupees )

<b>22-Other Income</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Interest Income		
on bank FDR's	19,035,953.33	23,779,429.87
Others	6,593,131.00	561,812.00
Rent Received	14,609,377.00	9,590,500.00
Misc. Receipts	751,482.33	2,649,305.26
Profit on Sale of Fixed Asset	-	524,997.00
Profit on Sale of Long Term Investments	66,815,000.00	-
Dividend from other long term investments	146,868.00	2,068.00
Liabilities no longer required written back	1,056,093.06	4,118,510.31
<b>Total</b>	<b>109,007,904.72</b>	<b>41,226,622.44</b>

(Amount in Rupees )

<b>23-Cost of Material Consumed and other related Project cost</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Inventories at the beginning of the year		
Building Material and consumables	39,866,049.76	24,181,328.16
Land	183,652,028.83	183,174,783.53
	<u>223,518,078.59</u>	<u>207,356,111.69</u>
Add: Cost incurred during the year		
Land Development and other rights	69,265,261.96	78,984,000.00
Building Material Purchases	96,691,791.95	153,459,256.76
Expenses through Contractors	118,034,966.90	161,257,301.58
Architects' Fees	3,903,000.00	1,070,000.00
Water & Electricity	3,148,475.00	4,843,451.00
Plant & Machinery Repairs	863,321.00	1,369,802.00
Plan Approval & External Devp.Fees	10,500.00	100,000.00
Other project expenses	26,165,949.61	40,407,582.95
Depreciation	1,267,814.89	648,802.22
Maintenance of completed projects	18,531,071.56	12,822,480.78
	<u>337,882,152.87</u>	<u>454,962,677.29</u>
Less: Inventories at the end of the year		
Building Material and consumables	23,142,776.39	39,866,049.76
Land	192,842,764.68	183,652,028.83
	<u>215,985,541.07</u>	<u>223,518,078.59</u>
<b>Cost of Material Consumed, construction &amp; other related project cost</b>	<b>345,414,690.39</b>	<b>438,800,710.39</b>

(Amount in Rupees )

<b>24-Change in Inventories in Finished Goods and Project in Progress</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Inventories at the beginning 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	188,898,684.27	172,966,115.36
	<u>233,152,067.52</u>	<u>216,435,245.22</u>
Inventories at the end of the year		
Completed real estate projects	73,392,003.85	24,742,376.06
Construction work in progress	-	19,511,007.19
Project in Progress	210,332,052.34	188,898,684.27
	<u>283,724,056.20</u>	<u>233,152,067.52</u>
Change in Inventories of finished goods and project in progress	(50,571,988.68)	(16,716,822.30)

(Amount in Rupees )

<b>25-Employee Benefit Expenses</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Salaries, Wages, Allowances and Bonus	40,148,748.00	40,091,338.00
Company's Contribution to Provident and Other funds.	7,420,375.00	1,948,403.00
Directors' Remuneration	6,044,960.00	5,600,000.00
Staff Welfare Expenses	6,026,903.00	7,625,799.75
<b>Total</b>	<b>59,640,986.00</b>	<b>55,265,540.75</b>

(Amount in Rupees )

<b>26-Finance Cost</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Interest on Secured Loans	2,714,659.00	1,005,351.72
Interest on Public Fixed Deposits & Other Interest	17,557,879.28	13,410,307.66
Bank Charges and Commission	1,098,197.44	2,067,171.36
<b>Total</b>	<b>21,370,735.72</b>	<b>16,482,830.74</b>

(Amount in Rupees )

<b>27-Other Expenses</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
<b>Establishment Expenses</b>		
Rent	18,139,412.00	13,529,386.00
Rates and Taxes	918,004.00	73,670.00
Insurance	84,358.00	90,720.00
Auditor's Remuneration	350,000.00	300,000.00
Directors Sitting Fees	12,000.00	17,000.00

Postage, Courier & Telephone	1,371,033.83	1,525,833.99
Travelling & Conveyance	2,924,321.00	3,463,181.59
Legal & Professional Charges	5,171,741.00	4,911,496.79
Printing & Stationery	593,016.00	722,329.04
Repair & Maintenance Building	6,519,510.90	5,486,081.00
Repair & Maintenance Others	2,554,719.59	1,139,314.60
Water and Electricity	1,567,824.00	1,427,263.35
Donations	2,337,101.00	424,458.00
Loss on Sale of Long Term Investments	49,980.00	-
Miscellaneous Expenses	9,054,623.38	4,787,783.27
<b>Sub-Total</b>	<b>51,647,644.70</b>	<b>37,898,517.63</b>
<b>Selling Expenses</b>		
Advertisement & Publicity	10,495,706.00	7,701,771.00
Business Promotion & Discount	2,375,538.00	1,907,292.00
Commission & Brokerage	2,500,457.00	3,555,880.00
<b>Sub-Total</b>	<b>15,371,701.00</b>	<b>13,164,943.00</b>
<b>Total</b>	<b>67,019,345.70</b>	<b>51,063,460.63</b>

(Amount in Rupees )

<b>28-Earnings Per Share</b>	<b>As At March 31, 2013</b>	<b>As At March 31, 2012</b>
Profit/(Loss) after tax	94,520,479.33	63,720,162.08
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	48.06	32.40
Diluted Earnings Per Share	48.06	32.40

(Amount in Rupees )

<b>29-Auditors Remuneration</b>	<b>As At March 31, 2013</b>	<b>As At March 31, 2012</b>
Audit Fees	275,000.00	275,000.00
Tax Audit Fees	25,000.00	25,000.00
Certifications Fee	50,000.00	-
Service Tax thereon	-	37,080.00
	350,000.00	337,080.00
Less: Cenvat credit of Service Tax availed	-	37,080.00
<b>Total</b>	<b>350,000.00</b>	<b>300,000.00</b>

(Amount in Rupees )

30-Contingent Liability	As At March 31, 2013	As At March 31, 2012
<b>(a) Claims against the company not acknowledge as debt</b>		
1 Sales Tax & VAT	3,858,454.00	1,618,393.00
2 Income Tax	545,760.00	2,591,330.00
<b>(b) Guarantees</b>		
1 Earnest Money	26,928,348.00	38,021,852.00
2 Bank Guarantee	90,420,756.00	89,144,250.00

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

(Amount in Rupees)

Particulars	As At March 31, 2013	As At March 31, 2012
Contract revenue recognized as revenue for the year ended	53,531,637.18	31,484,353.00
Aggregate amount of contract costs incurred and recognized profits (less recognized losses) for all the contract in progress	53,531,637.18	35,203,981.00
The amount of customer advances outstanding for contracts in progress	NIL	51,919,178.00
The amount of retentions due from customers for contracts in progress.	741,683.00	240,565.00
Gross amount due from customers including work in progress for contracts in progress.	27,496,607.19	16,397,505.00
Gross amount due to customers including work in progress for contracts in progress.	NIL	419,788.00

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.
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. The Company has an investment of Rs.42,000.00 (31.03.2012 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.

### 36. Segment Information

#### Business Segments

Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting system, the company has structured its operation into the following segments:

#### Real Estate

Promotion, construction, development and sale of townships, residential, commercial property, developed plot etc

#### Construction

Construction of property on behalf of others.

	Real Estate	Construction	Total
<b>REVENUE</b>			
External Revenue	413,027,828.68	53,531,637.18	466,559,465.86
Total Revenue	413,027,828.68	53,531,637.18	466,559,465.86
<b>SEGMENT RESULT</b>	151,820,990.15	19,895,773.99	171,716,764.14
Unallocated corporate expenses net of unallocated income			(46,620,505.01)
Operating Profit			125,096,259.13
Interest Expenses			21,370,735.72
Interest Income			25,629,084.33
Profit Before Tax			129,354,607.74
Income Tax (Including Deffered Tax Adjustment)			34,834,128.41
<b>Net Profit after tax</b>			94,520,479.33
<b>OTHER INFORMATION</b>			
Segment Asset	1,359,851,777.30	30,459,632.99	1,390,311,410.29
Unallocated corporate assets			397,159,267.58
<b>TOTAL ASSETS</b>			1,787,470,677.87
Segment liabilities	1,009,037,806.90	1,012,419.88	1,010,050,226.78
Unallocated corporate liabilities			777,420,451.09
<b>TOTAL LIABILITIES</b>			1,787,470,677.87
Capital Expenditure			2,182,506.00
Depreciation/amortisation			3,338,993.70
Non cash expenses other then depreciation/amortisation			-

Note: Since this is the first year of application of disclosures as required by AS-17, corresponding previous year figures in respect of Segment Reporting has not been given.

#### Geographic Segment

Operation of the company do not qualify for reporting as geographic segments, under the criteria set out under Accounting Standard 17 on Segment reporting.



**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 exercises significant influence**

- 1 S.K Garg Constructions Pvt. Ltd
- 2 Lucknow Cement Crafts Private Limited
- 3 Ecode 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
- 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 Nepture Infracon Private Limited
- 22 Numerous Constructions Pvt Ltd
- 23 Shivaye Constructions Pvt Ltd
- 24 Swarg Constructions Private Limited
- 25 Swarnim Nirman Private Limited
- 26 Villa Constructions Private Limited

#### 4. Joint Venture Company

- 1 Eldeco City Private Limited

#### 5. Key Management Personnel

- |                       |                               |
|-----------------------|-------------------------------|
| 1 Mr Shiv Kumar Garg  | Chairman & Executive Director |
| 2 Mr Pankaj Bajaj     | Managing Director             |
| 3 Mr Shrikant Jajodia | Whole Time Director           |

#### 6. Relatives of Key Management Personnel

- |                         |                               |
|-------------------------|-------------------------------|
| 1 Mrs Asha Bajaj        | Mother of Mr Pankaj Bajaj     |
| 2 Mrs Varija Bajaj      | Sister of Mr Pankaj Bajaj     |
| 3 Mr O.P.Bajaj          | Father of Mr Pankaj Bajaj     |
| 4 Mr Arvind Bajaj       | Brother of Mr Pankaj Bajaj    |
| 5 Mrs Rashmi Bajaj      | Wife of Mr Arvind Bajaj       |
| 6 Mrs Vimla Garg        | Wife of Mr S.K.Garg           |
| 7 Mr Brijendra Gupta    | Son in Law of Mr S.K.Garg     |
| 8 Mr Rajeev Bansal      | Son in Law of Mr S.K.Garg     |
| 9 Mr Manoj Singhal      | Son in Law of Mr S.K.Garg     |
| 10 Mr A.K.Garg          | Brother of Mr S.K.Garg        |
| 11 Mrs Nirmal Garg      | Sister in law of Mr S.K.Garg  |
| 12 Mrs Pushpa Gupta     | Sister of Mr S.K.Garg         |
| 13 Mr Surya Kumar Gupta | Brother in Law of Mr S.K.Garg |
| 14 Ms Shivani Garg      | Daughter of Mr S.K.Garg       |

## B. The following transactions were carried out with the related parties in the ordinary course of business:

(Amount In Rupees)

Transactions	Key Management Personnel	Associates	Subsidiary	Joint Venture Company	Companies in which key managerial personnel or their relatives exercises significant influence	Relatives of Key Management Personnel	Total
<b>Remuneration</b>							
Mr S.K.Garg	3,600,000.00 (3,000,000.00)						3,600,000.00 (3,000,000.00)
Mr Shrikant Jajodia	2,400,000.00 (2,400,000.00)						2,400,000.00 (2,400,000.00)
<b>Perquisites</b>							
Mr Shrikant Jajodia	44,960.00 (200,000.00)						44,960.00 (200,000.00)
<b>Rent Paid</b>							
Mrs Varija Bajaj						795,324.00 (662,772.00)	795,324.00 (662,772.00)
Mr O.P.Bajaj						5,558,400.00 (5,558,400.00)	5,558,400.00 (5,558,400.00)
Mrs Pushpa Gupta						244,696.00	244,696.00
Mr Surya Kumar Gupta						- 244,696.00	- 244,696.00
<b>Interest Paid</b>							
Mr Surya Kumar Gupta						160,660.00	160,660.00
Mrs Pushpa Gupta						- 496,777.00	- 496,777.00
<b>Dividend Paid</b>							
Mr S.K. Garg	65,400.00 (5,300.00)						65,400.00 (5,300.00)
Mr Pankaj Bajaj	570,700.00 (570,700.00)						570,700.00 (570,700.00)

Mr Arvind Bajaj							192,100.00 (192,100.00)	192,100.00 (192,100.00)
Mr S.K.Garg HUF						- (1,000.00)	- (1,000.00)	
Eldeco Infrastructure & Properties Limited						10,000.00 (10,000.00)	10,000.00 (10,000.00)	
Mr O.P.Bajaj							184,200.00 (184,200.00)	184,200.00 (184,200.00)
Mrs Asha Bajaj							63,400.00 (63,400.00)	63,400.00 (63,400.00)
Mrs Varija Bajaj							26,800.00 (26,800.00)	26,800.00 (26,800.00)
Mrs Rashi Bajaj							21,900.00 (21,900.00)	21,900.00 (21,900.00)
Mrs Vimla Garg							- (11,900.00)	- (11,900.00)
Mr Brijendra Gupta							- (8,000.00)	- (8,000.00)
Mr Rajeev Bansal							- (8,000.00)	- (8,000.00)
Mr Manoj Singhal							- (8,000.00)	- (8,000.00)
Mr A.K.Garg							- (500.00)	- (500.00)
Mrs Nirmla Garg							- (16,500.00)	- (16,500.00)
Ms Shivani Garg							- (500.00)	- (500.00)
<b>Sitting Fees</b>								
Mr Arvind Bajaj							1,500.00 (2,000.00)	1,500.00 (2,000.00)

Advance Received Back Against Bulk Booking/Project						
Eldeco Infrastructure & Properties Limited				-	(2,500,000.00)	-
						(2,500,000.00)
<b>Advance Received</b>						
Omni Farms Private Limited	-	45,923,708.76 (220,488,355.06)				45,923,708.76 (220,488,355.06)
<b>Sale of Investments</b>						
Conviction Constructions Pvt. Ltd.			-			-
			(99,990.00)			(99,990.00)
<b>Buy Back of Equity Shares</b>						
Eldeco City Private Limited				8,300,000.00	-	8,300,000.00
						-
<b>Advance paid Against Land</b>						
Aadesh Constructions Private Limited			16,379,000.00			16,379,000.00
Mahal Constructions Private Limited			(9,148,000.00)		-	(9,148,000.00)
Garv Constructions Private Limited			(5,456,000.00)		-	(5,456,000.00)
Milaap Constructions Private Limited			(1,088,000.00)		-	(1,088,000.00)
			-		-	-
Neo Realtors Private Limited			(23,549,740.00)			(23,549,740.00)
			24,100,000.00			24,100,000.00
Samarpit Constructions Private Limited			(1,000,000.00)			(1,000,000.00)
			55,661,700.00			55,661,700.00
Suniyojit Constructions Private Limited			(13,934,520.00)			(13,934,520.00)
			750,000.00			750,000.00
S.K.Garg Constructions Private Limited			(42,820,000.00)		-	(42,820,000.00)
			-		(27,500,000.00)	-
						(27,500,000.00)

<b>Advances Given</b>						
MAK Sales Private Limited		-				-
Halwasiya Agro Industries Limited		(10,919,384.00)				(10,919,384.00)
						-
						(34,257,440.00)
<b>Advances Received Back</b>						
MAK Sales Private Limited		12,675,925.65				12,675,925.65
Halwasiya Agro Industries Limited		-				-
						2,679,790.00
						-
<b>Advance Received Back Against Land</b>						
Prasiddhi Constructions Private Limited						-
Aadesh Constructions Pvt. Ltd.						(7,110,000.00)
						13,500,000.00
Mahal Constructions Private Limited						-
						2,500,000.00
Garv Constructions Private Limited						-
						1,000,000.00
Samarpit Constructions Private limited						-
						2,500,000.00
<b>Investment in Equity Shares</b>						
Carnation Realtors Private Limited						-
Iris Realtors Private Limited	-					(99,900.00)
Neo Realtors Private Limited						-
						(99,900.00)
Neptune Infracon Private Limited						-
						(99,900.00)
Numerous Constructions Pvt Ltd						-
						(99,900.00)
						-



Shivaye Constructions Pvt Ltd				(99,900.00)			(99,900.00)
Swarg Constructions Private Limited				-			(99,900.00)
Swarnim Nirman Private Limited				(99,900.00)			(99,900.00)
Villa Constructions Private Limited				-			(99,900.00)
				(99,900.00)			(99,900.00)
<b>Project Management Fees received</b>							
Eldeco City Private Limited				16,978,385.00			16,978,385.00
Omni Farms Private Limited		18,945,860.00		(25,734,659.00)			(25,734,659.00)
		(28,171,647.00)					18,945,860.00
							(28,171,647.00)
<b>Collection Charges received</b>							
MAK Sales Private Limited		3,074,716.00					3,074,716.00
		(1,828,386.00)					(1,828,386.00)
<b>Fixed Deposits</b>							
Mr Pankaj Bajaj	785,000.00						785,000.00
Pankaj Bajaj (HUF)	(715,000.00)					780,000.00	(715,000.00)
						(710,000.00)	780,000.00
							(710,000.00)
<b>Refund of Fixed Deposits</b>							
Ms Shivani Garg						110,000.00	110,000.00
						-	-
<b>Interest Paid on Fixed Deposit</b>							
Mr Pankaj Bajaj	73,880.00						73,880.00
Pankaj Bajaj (HUF)	(67,292.00)					73,409.75	(67,292.00)
						(66,821.00)	73,409.75
Ms Shivani Garg						74,648.54	(66,821.00)
						(84,853.95)	74,648.54
							(84,853.95)

Balances Outstanding as at 31.03.2013							
Trade Payables							
Mr Pankaj Bajaj	952,510.26 (1,516,504.26)						952,510.26 (1,516,504.26)
Ms Shivani Garg	-					705,000.00 (815,000.00)	705,000.00 (815,000.00)
Mr S.K. Garg	(209,500.00)						(209,500.00)
Surya Seasons Foods Private Limited	-				7,149,666.00		7,149,666.00
Mrs Varija Bajaj						191,243.00 (62,003.00)	191,243.00 (62,003.00)
Mr O.P.Bajaj						1,422,396.00 (464,590.00)	1,422,396.00 (464,590.00)
Omni Farms Private Limited				264,973,636.47 (219,049,927.71)			264,973,636.47 (219,049,927.71)
Trade Receivables							
Aadesh Constructions Private Limited					18,477,000.00 (15,598,000.00)		18,477,000.00 (15,598,000.00)
Bliss Constructions Private Limited					11,612,190.00 (11,612,190.00)		11,612,190.00 (11,612,190.00)
Mahal Constructions Private Limited					29,391,000.00 (31,891,000.00)		29,391,000.00 (31,891,000.00)
Prasiddhi Constructions Private Limited					17,570,000.00 (17,570,000.00)		17,570,000.00 (17,570,000.00)
Garv Constructions Private Limited					88,000.00 (1,088,000.00)		88,000.00 (1,088,000.00)
Milaap Constructions Private Limited					23,549,740.00 (23,549,740.00)		23,549,740.00 (23,549,740.00)
Neo Realtors Private Limited					25,100,000.00 (1,000,000.00)		25,100,000.00 (1,000,000.00)
Samarpit Constructions Private Limited					67,096,220.00 (13,934,520.00)		67,096,220.00 (13,934,520.00)

Suniyojit Constructions Private Limited				43,570,000.00 (42,820,000.00)			43,570,000.00 (42,820,000.00)
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				37,862,953.35 (50,538,879.00)			37,862,953.35 (50,538,879.00)
Halwasiya Agro Industries Limited				136,654,771.00 (139,334,561.00)			136,654,771.00 (139,334,561.00)
S.K. Garg Constructions Private Limited						-	-
Eldeco Infrastructure Properties Limited						(27,500,000.00)	(27,500,000.00)
<b>Investments</b>						19,773,130.00 (19,773,130.00)	19,773,130.00 (19,773,130.00)
MAK Sales Private Limited				4,550,000.00 (4,550,000.00)			4,550,000.00 (4,550,000.00)
Omni Farms Private Limited				1,759,360.00 (1,814,340.00)			1,759,360.00 (1,814,340.00)
Awadh Technology Park and SEZ Private Limited				300,000.00 (300,000.00)			300,000.00 (300,000.00)
Eldeco City Private Limited						62,963,740.00 (71,263,740.00)	62,963,740.00 (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

Milaap Constructions Pvt. Ltd.	(99,900.00)				(99,900.00)
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 Private Limited	99,900.00				99,900.00
Iris Realtors Private Limited	(99,900.00)				(99,900.00)
Neo Realtors Private Limited	99,900.00				99,900.00

Neptune Infracon Private Limited	(99,900.00)				(99,900.00)	(99,900.00)
Numerous Constructions Pvt Ltd	99,900.00				99,900.00	99,900.00
	(99,900.00)				(99,900.00)	(99,900.00)
	99,900.00				99,900.00	99,900.00
Shivaye Constructions Pvt Ltd	(99,900.00)				(99,900.00)	(99,900.00)
	99,900.00				99,900.00	99,900.00
Swarg Constructions Private Limited	(99,900.00)				(99,900.00)	(99,900.00)
	99,900.00				99,900.00	99,900.00
Swarnim Nirman Private Limited	(99,900.00)				(99,900.00)	(99,900.00)
	99,900.00				99,900.00	99,900.00
Villa Constructions Private Limited	(99,900.00)				(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 As At 31 March 2013	Amount in Rupees As At 31 March 2012
Present value of obligation at the beginning of the year	6,032,164.00	6,114,621.00
Current service cost	803,981.00	630,624.00
Interest cost	497,654.00	535,029.00
Benefit paid	(472,055.00)	-
Actuarial (gain) / loss on obligation	2,047,327.00	(1,248,110.00)
Present value of obligation as at the end of year	<b>8,909,071.00</b>	<b>6,032,164.00</b>

ii) Net assets / liability recognized in Balance Sheet as at 31st March, 2013

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Present value of obligation as at 31st March, 2013	8,909,071.00	6,032,164.00
Fair value of plan assets as at 31st March, 2013	1,313,882.00	1,651,352.00
(Assets)/Liabilities recognized in the Balance Sheet	7,595,189.00	4,380,812.00

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

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Current service cost	803,982.00	630,624.00
Interest cost	497,654.00	535,029.00
Expected return on planned assets	(120,833.00)	(129,369.00)
Net actuarial (gain)/loss recognized during the year	2,033,575.00	(1,248,110.00)
Expenses to be recognized in the statement of P/L	<b>3,214,378.00</b>	<b>(211,826.00)</b>

iv) Changes in fair value of plan assets

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Fair value of plan assets at the beginning of the period	1,651,352.00	1,521,983.00
Expected return on plan assets	120,833.00	129,369.00
Contribution	-	-
Benefit Paid	(472,055.00)	-
Actuarial Gain/Loss	13,752.00	-
Fair value of plan assets at the end of the period	<b>1,313,882.00</b>	<b>1,651,352.00</b>

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

Discount rate	8.25%	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

## 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 As At 31 March 2013	Amount in Rupees As At 31 March 2012
Present value of obligation at the beginning of the year	1,362,890.00	1,353,319.00
Interest cost	112,130.00	118,415.00
Current service cost	319,839.00	283,365.00
Actuarial (gain)/loss on obligation	14,007.00	(392,209.00)
Benefit Paid	-	-
Present value of obligation at the end of the year	<b>1,808,866.00</b>	<b>1,362,890.00</b>

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

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Current service cost	319,839.00	283,365.00
Interest cost	112,130.00	118,415.00
Net actuarial (gain)/loss recognized during the year	14,007.00	(392,209.00)
Recognized in Profit & Loss account	<b>445,976.00</b>	<b>9,571.00</b>

iii) Amount recognized in the Balance Sheet as at 31st March, 2013

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Current Liability	171,794.00	87,714.00
Non Current Liability	1,637,072.00	1,275,176.00
<b>Total</b>	<b>1,808,866.00</b>	<b>1,362,890.00</b>

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

Discount rate	8.25%	8.75%
Future salary increase	5.00%	5.00%
Actuarial method used	Project unit credit actuarial method	Project 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. In earlier 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.

#### 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. 13) 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:

Particulars	(Amount in Rupees)	
	As At March 31, 2013	As At March 31, 2012
Reserve & Surplus	32319906.67	44143855.93
Deferred Tax Liability	19349.00	19348.00
Trade Payables	6596340.00	8404553.00
Other Current Liabilities	416466734.00	713407004.00
Fixed Assets (including CWIP)	1009924.00	748442.00
Non Current Investments	433333.33	433333.33
Current Investments	3453699.00	60829612.00
Inventories	88410826.00	206169578.00
Cash & Bank Balances	328133856.00	320682654.00
Short Term Loans & Advances	145781396.00	235041745.00
Other Current Assets	8755349.00	5406488.00
Revenue from Operations & Other Income	523976771.70	26712499.32
Cost of Project	408875999.90	NIL
Employee Benefit Expenses	4230762.33	1912189.00
Finance Cost	127434.83	57381.00
Depreciation	69156.33	66223.00
Other Expenses	8061654.15	6807022.00
Profit Before Tax	102611764.20	17869684.00
Tax Expense	34744779.97	5519943.97
Profit After Tax	67866984.19	12349740.35

41. The Company has regrouped/ reclassified previous year figures where necessary to conform to with current year's classification.

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

As per our Report of even date attached

**FOR DOOGAR & ASSOCIATES**  
Chartered Accountants

(CA. UDIT BANSAL)  
Partner

Place: Lucknow  
Dated: 30th May, 2013

**For & on behalf of the Board**

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

**SHRUTI GUPTA**  
(Company Secretary)

**PANKAJ BAJAJ**  
(Managing Director)

## Independent Auditor's Report

**To**  
**The Board of Directors of**  
**Eldeco Housing & Industries Limited.**

### **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of **Eldeco Housing & Industries Limited** ("the Company"), which comprise the consolidated Balance Sheet as at March 31, 2013, and the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management Responsibility for the Consolidated Financial Statements**

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

### **Auditor's Responsibility**

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

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

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

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, Samarpit Constructions Private Limited, Suniyojit Constructions Private Limited,) of Eldeco Housing & Industries Limited whose financial statements reflect total assets of Rs.182543363.39, total revenues of Rs.NIL and cash flows amounting to Rs. (11339475) as at 31st March 2013, 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.

The financial statements of one joint venture company namely Eldeco City Private Limited whose financial statements reflect total assets of Rs.1727935150/-, total revenue of Rs.1571930315/- and cash flows amounting to Rs.922525585/- as at 31st March, 2013, 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.

The Consolidated financial statements 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, 2013, which includes the Company's share of profit/ (loss) amounting to Rs (3049156.48), (484332.35), and 17271.80 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 companies are based solely on these certified unaudited financial statements. Since the financial statements of associated companies for the year ended March 31, 2013, were not audited, any adjustment to their balances could have consequential effects on the attached consolidated financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the Profit for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

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

**Place: Lucknow**  
**Dated: 30th May, 2013**

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

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As At March 31, 2013	As At March 31, 2012
<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	617,719,037.53	552,867,038.17
<b>2 MINORITY INTEREST</b>		21,450.06	23,117.43
<b>3 NON CURRENT LIABILITIES</b>			
a. Long Term Borrowings	4	35,902,358.00	15,655,000.00
b. Deffered Tax Liabilities(Net)	5	2,009,388.92	2,315,249.84
c. Other Long Term Liabilities	6	9,594,543.78	2,149,950.72
d. Long Term Provisions	7	9,654,189.00	7,254,019.00
<b>4 CURRENT LIABILITIES</b>			
a. Short Term Borrowings	8	34,331,920.11	26,107,770.12
b. Trade Payables	9	305,852,392.82	206,105,939.46
c. Other Current Liabilities	10	1,297,064,635.91	1,122,970,193.51
d. Short term Provisions	11	23,939,353.95	2,285,632.00
<b>TOTAL</b>		<b>2,355,755,270.08</b>	<b>1,957,399,910.25</b>
<b>II. ASSETS:</b>			
<b>1 Non-Current Assets</b>			
a. Fixed Assets	12		
(i) Tangible Assets		49,415,762.38	53,859,807.99
(ii) Intangible Assets		1,661,082.76	140,502.77
b. Goodwill on Consolidation		163,237.00	163,237.00
c. Non Current Investments	13	8,087,014.82	9,230,102.24
d. Long Term Loans & Advances	14	21,596,146.22	24,099,366.37
e. Other Non-Current Assets	15	52,248,164.32	42,588,889.46
<b>2 Current Assets</b>			
a. Current Investments	16	3,453,699.27	60,829,611.67
b. Inventories	17	802,291,323.19	597,631,444.82
c. Trade Receivables	18	339,493,297.12	49,725,296.17
d. Cash and Bank Balances	19	531,337,888.02	565,946,623.77
e. Short term Loans & Advances	20	458,224,529.63	543,826,925.74
f. Other Current Assets	21	87,783,125.34	9,358,102.26
<b>TOTAL</b>		<b>2,355,755,270.08</b>	<b>1,957,399,910.25</b>

**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

**SHRUTI GUPTA**  
(Company Secretary)

Place : Lucknow  
Dated : 30th May, 2013

# **CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013**

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	Year Ended March 31,2013	Year Ended March 31,2012
<b>I REVENUE</b>			
1 Revenue from Operations	22	960,755,462.26	589,364,055.21
2 Other Income	23	78,780,653.46	65,919,083.14
<b>Total Revenue</b>		<b>1,039,536,115.72</b>	<b>655,283,138.35</b>
<b>II EXPENSES</b>			
1 Cost of Material Consumed, Construction & Other related project cost	24	845,615,525.04	460,831,111.35
2 Changes in Inventories of Finished stock & Project in Progress	25	(136,990,451.89)	(27,908,268.01)
3 Employee Benefit Expenses	26	63,871,747.33	57,571,354.75
4 Finance Cost	27	21,505,627.45	16,967,318.74
5 Depreciation		3,410,213.55	3,698,166.84
6 Other Expenses	28	75,719,177.85	58,218,277.13
<b>Total Expenses</b>		<b>873,131,839.33</b>	<b>569,377,960.80</b>
<b>III PROFIT BEFORE TAX</b>		<b>166,404,276.39</b>	<b>85,905,177.55</b>
<b>IV Tax Expense</b>			
i. Current Tax		70,188,260.41	36,810,579.97
ii. Tax related to previous years		297,919.23	117,516.46
iii. Deferred Tax		(305,860.92)	(317,439.49)
<b>V PROFIT AFTER TAX</b>		<b>96,223,957.67</b>	<b>49,294,520.61</b>
<b>VI MINORITY INTEREST</b>		<b>1,667.37</b>	<b>67.06</b>
<b>VII SHARE OF PROFITS OF ASSOCIATES (NET)</b>		<b>(1,143,087.42)</b>	<b>215,612.54</b>
<b>VIII PROFIT AFTER TAX, MINORITY INTEREST AND SHARE OF PROFITS OF ASSOCIATES</b>		<b>95,082,537.62</b>	<b>49,510,200.21</b>
<b>IX EARNINGS PER EQUITY SHARE (Nominal value of share Rs. 10/- each)</b>			
Basic & Diluted Earnings Per Share (in Rs.)	29	48.35	25.18

**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

**SHRUTI GUPTA**  
(Company Secretary)

Place : Lucknow  
Dated : 30th May, 2013

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount In Rupees)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax, appropriations and extra ordinary items	166,404,276.39	85,905,177.55
Adjustment for :		
Profit on sale of Fixed Assets	-	(524,997.00)
Depreciation	5,443,648.74	4,690,495.69
Dividend received	(146,868.00)	(2,068.00)
Interest received	(55,442,179.66)	(49,653,442.19)
Minority Interest	1,667.37	(67.06)
Interest paid	21,505,627.45	16,967,318.74
Share of Loss in Associates (Net)	(1,143,087.42)	215,612.54
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>136,623,084.87</b>	<b>57,598,030.27</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES:</b>		
Inventories	(204,659,878.37)	41,081,087.19
Trade and Other Receivables	(289,768,000.95)	(28,085,632.17)
Other current & non current assets	58,470,779.82	(128,219,473.57)
Trade Payables & Others	99,746,453.36	(34,586,579.58)
Other current & non current liabilities	233,758,574.48	175,345,860.55
<b>CASH GENERATED FROM OPERATING ACTIVITIES:</b>	<b>34,171,013.21</b>	<b>83,133,292.69</b>
Direct Taxes Paid	(70,187,357.18)	(36,602,005.82)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(36,016,343.97)</b>	<b>46,531,286.87</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Sale of Fixed Assets	-	525,000.00
Purchase of Fixed Assets	(2,513,144.67)	(17,009,821.20)
Purchase of Non Current Investments	-	(715,602.54)
Sale of Non Current Investments	1,143,087.42	-
Purchase of Current Investments	-	(60,829,611.67)
Sale of Current Investments	57,375,912.39	-
Sale of Investment	-	100,390.00

Interest received	55,442,179.66	49,653,442.19
Dividend received	146,868.00	2,068.00
Increase in minority Interest	(1,667.37)	(67.06)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>111,593,235.44</b>	<b>(28,274,202.28)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Interest & Finance Charges paid	(21,505,627.45)	(16,967,318.74)
Dividend Paid	(15,732,800.00)	(1,966,600.00)
Tax on Dividend	(2,673,789.00)	(319,032.00)
Group Share of Securities Premium in Joint Venture Company	(11,823,949.26)	(10,863,282.74)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(51,736,165.71)</b>	<b>(30,116,233.48)</b>
<b>NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>23,840,725.76</b>	<b>(11,859,148.89)</b>
<b>CASH AND CASH EQUIVALENTS (OPENING BALANCE)</b>	<b>84,534,835.51</b>	<b>96,393,984.40</b>
<b>CASH AND CASH EQUIVALENTS (CLOSING BALANCE)</b>	<b>108,375,561.26</b>	<b>84,534,835.51</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**

**SHRUTI GUPTA**  
**(Company Secretary)**

Place : Lucknow  
Dated : 30th May 2013



## **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2013**

### **1. (a) Principles of Consolidation**

The consolidated financial statements relate to Eldeco Housing & Industries Limited ('the Parent') its subsidiaries, joint venture company and associates (collectively referred to as 'the Group') as on 31st March, 2013 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 venture company and associates which are included in the consolidation and the Company's holding therein are as under:

Sl.	Name of Subsidiary	Year ended March 31, 2013	Year ended March 31, 2012
		<b>(% of share holding)</b>	
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	Bliss Constructions Private Limited	99.99	99.99
18	Carnation Realtors Private Limited	99.90	99.90
19	Iris Realtors Private Limited	99.90	99.90
20	Neo Realtors Private Limited	99.90	99.90
21	Numerous Constructions Private Limited	99.90	99.90
22	Neptune Infracon Private Limited	99.90	99.90
23	Shivaye Constructions Private Limited	99.90	99.90
24	Swarg Constructions Private Limited	99.90	99.90
25	Swarnim Nirman Private Limited	99.90	99.90
26	Villa Constructions Private Limited	99.90	99.90

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

#### Joint Venture Company

Sl.	Name of Joint Venture Company	Year ended March 31, 2013	Year ended March 31, 2012
		(% of ownership interest)	
1	Eldeco City Private Limited (India)	33.33	33.33

#### Associates

Sl.	Name of Associates	Year ended March 31, 2013	Year ended March 31, 2012
		(% of ownership interest)	
1	Omni Farms Private Limited	32	33
2	MAK Sales Private Limited	35	35
3	Awadh Technology Park & SEZ Private Limited	12.50	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. 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.

**iii. 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.

**iv. 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.

**v. Intangible assets**

Intangible assets comprises of computer software are stated at cost of acquisition less accumulated depreciation on straight line method.

**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.

Project in Progress is valued at cost and consists of all direct expenditure incurred on projects under execution. Cost includes cost of land, materials, construction, services, borrowing costs and other overheads relating to projects.

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

**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**

The Company follows the Percentage of Completion Method (PCM) 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.

The stage of completion under the PCM 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.

Effective from 1st April 2012, in accordance with the “Guidance Note on Accounting for Real Estate Transactions (Revised) 2012” (referred to as “Guidance Note”), all projects commencing on or after the said date or projects where revenue is recognized for the first time on or after the said date, Revenue from real estate projects has been recognized on Percentage of Completion method provided the following conditions are met:

- (i) All critical approvals necessary for commencement of the project have been obtained.
- (ii) The expenditure incurred on construction and development is not less than 25% of the total estimated construction and development cost.
- (iii) At least 25% of the saleable project area is secured by way of contracts or agreements with buyers.
- (iv) At least 10% of the total revenue as per the agreement of sale or any other legally enforceable document are realized at the reporting date in respect of each of the contracts and it is reasonable to expect that the parties to such contracts will comply with the payment terms as defined in the respective contracts.

Unbilled revenue disclosed under other assets represents revenue recognized based on percentage of completion method over and above amount due as per payment plan agreed with the customers. Amount received from customers which exceeds the cost and recognized profits to date on projects in progress, is disclosed as advance received from customers under other current liabilities. Any billed amount against which revenue is recognized but amount not collected is disclosed under trade receivable.

Surrender of flats by buyers are valued at cost and accounted for as ‘Cost of Construction’. When sold, proceeds are treated as ‘Sales’.

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.

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**

Revenue from construction contracts is recognized on the “Percentage of Completion Method” of accounting.

Income from Construction contracts is recognized by reference to the stage of completion of the contract activity as certified by the client.

Revenue on account of contract variations, claims and incentives are recognized upon determination or settlement of the contract.

## **C. Revenue from trading activities of completed projects is accounted for on accrual basis.**

### **x. 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.

**xi. 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.

**xii. 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.

**xiii. Provisions, Contingent Liabilities and Contingent Assets**

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not; require an out flow of resources. Where there is a possible obligation of a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made. 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.

**xiv. 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 Rupees)

2-Share Capital	As At 31 March 2013		As At 31 March 2012	
	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>	1,966,600	19,666,000.00	1,966,600	19,666,000.00

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

(Amount In Rupees)

Particulars	As At 31 March 2013		As At 31 March 2012	
	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 2013		As At 31 March 2012	
	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)

<b>3-Reserves &amp; Surplus</b>	<b>As At March 31,2013</b>	<b>As At March 31,2012</b>
<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	61,393,067.71	57,393,067.71
Add: Transfer from surplus in the Statement of Profit & Loss	20,000,000.00	4,000,000.00
Closing Balance	<b>81,393,067.71</b>	<b>61,393,067.71</b>
<b>c. Group Share of Securities Premium in Joint Venture Company</b>	32,319,906.67	44,143,855.93
<b>d. Surplus in the Statement of Profit &amp; Loss</b>		
As Per Last Balance Sheet	447,196,514.53	403,971,946.32
Add: Profit for the Year	95,082,537.62	49,510,200.21
Less: Appropriations:		
Transfer to General Reserve	20,000,000.00	4,000,000.00
Proposed Dividend on Equity Shares	15,732,800.00	1,966,600.00
[Rs.8 per share(Previous Year Rs. 1 per share)]		
Tax on Proposed Dividend	2,673,789.00	319,032.00
Closing Balance	<b>503,872,463.15</b>	<b>447,196,514.53</b>
<b>Total</b>	617,719,037.53	552,867,038.17

(Amount In Rupees)

<b>4-Long Term Borrowings</b>	<b>As At March 31,2013</b>		<b>As At March 31,2012</b>	
	<b>Non Current</b>	<b>Current Maturities</b>	<b>Non Current</b>	<b>Current Maturities</b>
<b>Secured Loans</b>				
<b>Term Loan From Bank</b>	29,427,358.00	18,750,000.00		
Less: Amount disclosed under the head 'Other Current Liabilities' (Refer Note no.10)		18,750,000.00	-	-
<b>Unsecured</b>				
Public Deposits	6,475,000.00	25,455,000.00	15,655,000.00	29,095,000.00
Less: Amount disclosed under the head 'Other Current Liabilities' (Refer Note no.10)	-	25,455,000.00	-	29,095,000.00
<b>Total</b>	<b>35,902,358.00</b>	<b>-</b>	<b>15,655,000.00</b>	<b>-</b>



Maturity Profile of Long Term Borrowing:		MATURITY PROFILE			
Public Deposit					
Particulars	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	25,455,000.00	6,140,000.00	335,000.00	31,930,000.00	

**Term Loan From Bank**

Particulars	Up To 1 Year	1-2 Years	2-3 Year	4-5 Year
Term Loan (ROI 16%)	18,750,000.00	14,117,859.00	10,741,355.00	4,568,144.00
<b>Total</b>				<b>48,177,358.00</b>

**Nature of Security of Term Loan :**

Term Loan from bank are secured by Equitable Mortgage of Commercial Property of Plot No TC/G-10/10 Group Housing Scheme, Vibhuti Khand, Gomti Nagar, Lucknow and further secured by personal guarantee of Director.

**(Amount In Rupees)**

5-Deferred Tax Liability (Net)	Deferred tax Liability/ (Asset) As At March 31,2012	Current year charge/ (Credit)	Deferred tax Liability/ (Asset) As At March 31,2013
a. Difference in depreciation for accounting and income tax purpose	4,669,179.33	315,339.67	4,984,519.00
b. Provision For Leave Encashment & Gratuity	(2,353,929.49)	(621,200.59)	(2,975,130.08)
<b>Total</b>	2,315,249.84	(305,860.92)	2,009,388.92

**(Amount In Rupees)**

6-Other Long Term Liabilities	As At March 31,2013	As At March 31,2012
Security Deposit Received	9,594,543.78	2,149,950.72
<b>Total</b>	9,594,543.78	2,149,950.72

**(Amount In Rupees)**

7-Long Term Provisions	As At March 31,2013	As At March 31,2012
<b>Provision for Employee Benefit</b>		
Provision For Gratuity	7,595,189.00	4,380,812.00
Provision For Leave Encashment	2,059,000.00	2,873,207.00
<b>Total</b>	9,654,189.00	7,254,019.00

(Amount In Rupees)

8-Short Term Borrowings	As At March 31,2013	As At March 31,2012
<b>Secured</b>		
<b>(a) Working Capital Loan</b>		
From Banks*	34,331,920.11	26,107,770.12
<b>Total</b>	34,331,920.11	26,107,770.12

**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)

9-Trade Payables	As At March 31,2013	As At March 31,2012
Due to Micro Small and Medium Enterprises*	-	-
Due to Others for supplies/services	305,852,392.82	206,105,939.46
<b>Total</b>	305,852,392.82	206,105,939.46

\* 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)

10-Other Current Liabilities	As At March 31,2013	As At March 31,2012
Current maturities of long-term debt (Refer Note No.4)	44,205,000.00	29,095,000.00
Interest accrued but not due on borrowings	4,325,437.40	3,969,363.29
Interest accrued and due on borrowings	664,273.00	-
Advance from Customers	1,213,834,882.54	1,058,058,666.55

Investor Education & Protection Fund*		
(i) Unclaimed dividends	1,179,220.00	1,263,958.00
(ii) Unclaimed matured deposits (includes interest thereon)	2,914,433.26	2,822,514.49
Book Overdraft	12,123,752.52	1,948,088.63
Security Deposits/Retention Money	10,854,980.93	17,582,202.29
Due to Directors	167,510.26	1,011,004.26
Other payables		
(i) Employee Related Liabilities	992,962.00	2,871,095.00
(ii) Statutory Liabilities	5,802,184.00	4,348,301.00
<b>Total</b>	<b>1,297,064,635.91</b>	<b>1,122,970,193.51</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 March 31,2013</b>	<b>As At March 31,2012</b>
<b>Others</b>		
Proposed Dividend	15,732,800.00	1,966,600.00
Tax on Proposed Dividend	2,673,789.00	319,032.00
Provision for Income Tax (Net of Advance Tax)	5,532,764.95	-
<b>Total</b>	<b>23,939,353.95</b>	<b>2,285,632.00</b>

(Amount In Rupees)									
<--- GROSS BLOCK --->					<--- DEPRECIATION --->				
12-Fixed Assets	As At 1/4/2012	Additions	Deletions/ Adjustments	As At 31/03/2013	For the Year	Deletions/ Adjustments	As At 31/03/2013	W.D.V.As At 31/03/2013	W.D.V.As At 31/03/2012
<b>Tangible Assets</b>									
1 Office Premises	24,902,451.72	-		24,902,451.72	405,909.96		2,619,978.49	22,282,473.23	22,688,383.19
2 Plant & Machinery	31,862,678.43	731,737.00		32,594,415.43	2,052,480.52		15,264,177.03	17,330,238.40	18,650,981.93
3 Furniture & Fixtures	15,493,674.65	165,602.67		15,659,277.32	1,203,938.46		10,884,503.53	4,774,773.78	5,813,109.58
4 Vehicles	11,585,437.69	-		11,585,437.69	1,100,616.74		7,053,474.54	4,531,963.15	5,632,579.89
5 Computers	4,095,159.33	95,225.00		4,190,384.33	673,664.59		3,694,070.51	496,313.82	1,074,753.40
<b>Sub-Total(A)</b>	<b>87,939,401.82</b>	<b>992,564.67</b>	-	88,931,966.49	5,436,610.27	-	<b>39,516,204.11</b>	<b>49,415,762.38</b>	<b>53,859,807.99</b>
Previous Year Figures	71,740,543.63	16,997,121.21	798,263.02	87,939,401.82	4,597,901.21	798,260.02	34,079,593.83	53,859,807.99	41,460,590.99
<b>Intangible Assets</b>									
1 Computer Software	633,224.00	1,520,580.00	-	2,153,804.00	209,839.63	-	702,560.87	1,661,082.76	140,502.76
<b>Sub-Total(B)</b>	<b>633,224.00</b>	<b>1,520,580.00</b>	-	2,153,804.00	209,839.63	-	<b>702,560.87</b>	<b>1,661,082.76</b>	<b>140,502.76</b>
Previous Year Figures	620,524.00	12,700.00	-	633,224.00	101,111.48		492,721.24	140,502.76	228,914.24
<b>Total(A+B)</b>	<b>88,572,625.82</b>	<b>2,513,144.67</b>	-	<b>91,085,770.49</b>	<b>5,646,449.90</b>	-	<b>40,218,764.98</b>	<b>51,076,845.14</b>	<b>54,000,310.75</b>
Previous Year Figures	72,361,067.63	17,009,821.21	798,263.02	88,572,625.82	4,699,012.69	798,260.02	34,572,315.07	54,000,310.75	41,689,505.23

(Amount In Rupees)

13-Non Current Investments	AsAt March 31,2013	AsAt March 31,2012
<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)	5,768,379.88	5,937,896.20
1600 (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 loss)	1,130,113.23	2,105,843.31
30000 (30000) Equity Shares of Rs 10/- each fully paid up in Awadh Technology Park and SEZ Pvt. Ltd.(including accumulated share of Profit)	293,128.38	290,969.40
<b>Other Investment</b>		
<b>Investment in Equity Instruments- Quoted</b>		
<b>In Other Companies</b>		
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
Group Share of Investments in Joint Venture Company	433,333.33	433,333.33
<b>Total</b>	<b>8,087,014.82</b>	<b>9,230,102.24</b>

Figures in bracket represent those of previous year

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

Aggregate cost of unquoted investments	7,791,954.82	8,935,042.24
Aggregate cost of quoted investments	295,060.00	295,060.00
Market value of quoted investments	4,297,020.00	5,010,343.70

(Amount In Rupees)

<b>14-Long Term Loans &amp; Advances</b>	<b>AsAt March 31,2013</b>	<b>AsAt March 31,2012</b>
Security Deposit Paid	6,548,717.50	8,934,381.50
Direct Taxes Refundable (Net of Provisions)	15,047,428.72	15,164,984.87
<b>Total</b>	<b>21,596,146.22</b>	<b>24,099,366.37</b>

(Amount In Rupees)

<b>15-Other Non Current Assets</b>	<b>AsAt March 31,2013</b>	<b>AsAt March 31,2012</b>
Deposit more than twelve months	51,550,421.00	31,550,421.00
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	697,743.32	547,468.46
<b>Total</b>	<b>52,248,164.32</b>	<b>42,588,889.46</b>

(Amount In Rupees)

<b>16-Current Investments</b>	<b>AsAt March 31,2013</b>	<b>AsAt March 31,2012</b>
<b>Others, Quoted, at Cost</b>		
Group Share of Investment in Joint Venture Company	3,453,699.27	60,829,611.67
<b>Total</b>	<b>3,453,699.27</b>	<b>60,829,611.67</b>
Aggregate cost of quoted investments	3,453,699.27	60,829,611.67

(Amount In Rupees)

<b>17-Inventories</b>	<b>AsAt March 31,2013</b>	<b>AsAt March 31,2012</b>
Land	397,644,270.68	313,174,254.83
Building Material & consumables	23,313,087.39	40,113,676.76
Unsold Plots,Shops, Flats etc.,	73,392,003.85	24,742,376.06
Project in Progress	307,941,961.27	219,601,137.17
<b>Total</b>	<b>802,291,323.19</b>	<b>597,631,444.82</b>

(Amount In Rupees)

<b>18-Trade Receivables</b>	<b>AsAt March 31,2013</b>	<b>AsAt March 31,2012</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	38,636,960.19	4,663,035.00
Other Trade Receivables	300,856,336.93	45,062,261.17
<b>Total</b>	<b>339,493,297.12</b>	<b>49,725,296.17</b>

(Amount In Rupees)

19-Cash And Bank Balances	As At March 31, 2013	As At March 31, 2012
<b>Cash &amp; Cash Equivalents</b>		
Balances with Banks:		
-In Current Account	69,716,607.46	59,050,405.17
Cash on Hand	23,245,118.81	15,531,481.34
Cheques on hand	15,413,835.00	9,952,949.00
	108,375,561.26	84,534,835.51
<b>Other Bank Balances</b>		
Unclaimed/Unpaid Dividend Account	1,182,357.33	1,265,718.33
Deposit held as margin money/earnest money*	127,078,499.00	115,000,200.00
Deposit with original maturity of more than three months but less than twelve months	294,701,470.42	365,145,869.93
<b>Total</b>	531,337,888.02	565,946,623.77

\*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)

20-Short-term loans and advances	As At March 31, 2013	As At March 31, 2012
<b>(Unsecured, considered good unless otherwise stated)</b>		
<b>Loans and advances to</b>		
Other related parties	131,182,575.29	129,812,009.00
	131,182,575.29	129,812,009.00
<b>Advance against goods, services &amp; others</b>		
Advances for projects	246,116,229.00	385,446,272.00
Other Advances	58,955,525.70	17,272,142.00
	305,071,754.70	402,718,414.00
Balance with Government/statutory authorities	21,483,535.31	10,571,931.24
Prepaid Expenses	486,664.33	724,571.50
<b>Total</b>	458,224,529.63	543,826,925.74

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 March 31, 2013</b>	<b>As At March 31, 2012</b>
Interest accrued and due on Bank FDR's having original maturity of		
Less than 12 months	11,609,736.62	9,358,102.26
Unbilled Receivables	76,173,388.72	-
<b>Total</b>	<b>87,783,125.34</b>	<b>9,358,102.26</b>

(Amount In Rupees)

<b>22-Revenue From Operations</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Income from Real Estate Projects	878,279,184.75	514,269,060.21
Income from Construction Contracts	53,531,637.18	31,484,353.00
Other Operating Income	28,944,640.33	43,610,642.00
<b>Total</b>	<b>960,755,462.26</b>	<b>589,364,055.21</b>

(Amount In Rupees)

<b>23-Other Income</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Interest Income		
on bank FDR's	48,849,048.66	47,122,613.87
Others	6,593,131.00	2,530,828.32
Rent Received	14,609,377.00	9,590,500.00
Misc. Receipts	901,298.07	2,710,187.26
Profit on Sale of Fixed Asset	-	524,997.00
Profit on Sale of Current Investments	6,624,837.67	-
Dividend from other long term investments	146,868.00	2,068.00
Liabilities no longer required written back	1,056,093.06	3,437,888.69
<b>Total</b>	<b>78,780,653.46</b>	<b>65,919,083.14</b>

(Amount In Rupees)

<b>24-Cost of Material Consumed and other related Project cost</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Inventories at the beginning of the year		
Building Material and consumables	40,113,676.76	24,329,818.12
Land	313,174,254.83	312,697,009.53
	<u>353,287,931.59</u>	<u>337,026,827.65</u>
Add: Cost incurred during the year		
Land Development and other rights	624,852,982.82	78,984,000.00
Building Material Purchases	99,647,476.79	158,950,292.76
Expenses through Contractors	124,357,722.05	176,721,775.45

Architects' Fees	3,987,270.00	1,070,000.00
Depreciation	2,033,435.19	992,328.85
Plant & Machinery Repairs	2,011,078.50	1,369,802.00
Maintenance of completed projects	18,531,071.56	12,822,480.78
Water & Electricity	5,576,354.00	5,277,689.50
Plan Approval & External Devp.Fees	10,500.00	100,000.00
Other project expenses	32,277,060.61	40,803,845.95
	<u>913,284,951.52</u>	<u>477,092,215.29</u>
Less: Inventories at the end of the year		
Building Material and consumables	23,313,087.39	40,113,676.76
Land	397,644,270.68	313,174,254.83
	<u>420,957,358.07</u>	<u>353,287,931.59</u>
Cost of Material Consumed, construction & other related project cost	845,615,525.04	460,831,111.35

(Amount In Rupees)

<b>25-Change in Inventories in Finished Goods and Project in Progress</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Inventories at the beginning 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>
Inventories at the end of the year		
Completed real estate projects	73,392,003.85	24,742,376.06
Construction work in progress	-	19,511,007.19
Project in Progress	307,941,961.27	200,090,129.98
	<u>381,333,965.12</u>	<u>244,343,513.23</u>
Change in Inventories of finished stock and project in progress	(136,990,451.89)	(27,908,268.01)

(Amount In Rupees)

<b>26-Employee Benefit Expenses</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Salaries, Wages, Allowances and Bonus	44,276,808.67	42,004,027.00
Company's Contribution to Provident and Other funds.	7,420,374.00	1,948,403.00
Directors Remuneration	6,044,960.00	5,600,000.00
Staff Welfare Expenses	6,129,604.67	8,018,924.75
<b>Total</b>	<b>63,871,747.33</b>	<b>57,571,354.75</b>

(Amount In Rupees)

<b>27-Finance Cost</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
Interest on Secured Loans	2,818,893.67	1,005,351.72
Interest on Public Fixed Deposits & Other Interest	17,557,879.28	13,894,795.66
Bank Charges and Commission	1,128,854.50	2,067,171.36
<b>Total</b>	<b>21,505,627.45</b>	<b>16,967,318.74</b>

(Amount In Rupees)

<b>28-Other Expenses</b>	<b>Year Ended March 31, 2013</b>	<b>Year Ended March 31, 2012</b>
<b>Establishment Expenses</b>		
Rent	18,139,412.00	13,529,386.00
Rates and Taxes	918,004.00	73,670.00
Insurance	192,453.33	159,619.00
Auditors Remuneration	608,165.33	560,391.00
Directors Sitting Fees	12,000.00	17,000.00
Postage, Courier & Telephone	1,371,033.83	1,525,833.99
Travelling & Conveyance	2,944,179.00	3,494,143.59
Legal & Professional Charges	6,210,531.33	5,553,403.79
Printing & Stationery	727,196.67	875,581.04
Repair & Maintenance Building	6,519,510.90	5,486,081.00
Repair & Maintenance Others	2,554,719.59	1,139,314.60
Water and Electricity	1,567,824.00	1,427,263.35
Donations	2,337,101.00	424,458.00
Loss on Sale of Long Term Investments	49,980.00	-
Miscellaneous Expenses	9,465,573.53	4,542,147.77
<b>Sub-Total</b>	<b>53,617,684.52</b>	<b>38,808,293.13</b>
<b>Selling Expenses</b>		
Advertisement & Publicity	14,365,546.00	9,335,787.00
Business Promotion & Discount	2,375,538.00	1,907,292.00
Commission & Brokerage	5,360,409.33	8,166,905.00
<b>Sub-Total</b>	<b>22,101,493.33</b>	<b>19,409,984.00</b>
<b>Total</b>	<b>75,719,177.85</b>	<b>58,218,277.13</b>

(Amount In Rupees)

<b>29-Earnings Per Share</b>	<b>As At March 31,2013</b>	<b>As At March 31,2012</b>
Profit/(Loss) after tax	95,082,537.62	49,510,200.21
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	48.35	25.18
Diluted Earnings Per Share	48.35	25.18

(Amount In Rupees)

<b>30-Auditors Remuneration</b>	<b>As At March 31,2013</b>	<b>As At March 31,2012</b>
Audit Fees	518,333.33	535,391.00
Tax Audit Fees	25,000.00	25,000.00
Certifications Fee	50,000.00	-
Service Tax thereon	14,832.00	37,080.00
	608,165.33	597,471.00
Less:Cenvat credit of Service Tax availed	-	37,080.00
<b>Total</b>	<b>608,165.33</b>	<b>560,391.00</b>

(Amount In Rupees)

<b>31-Contingent Liability</b>	<b>As At March 31,2013</b>	<b>As At March 31,2012</b>
<b>(a) Claims against the company not acknowledge as debt</b>		
1 Sales Tax & VAT	5,053,929.00	2,919,843.00
2 Income Tax	545,760.00	2,591,330.00
<b>(b) Guarantees</b>		
1 Earnest Money	26,928,348.00	38,021,852.00
2 Bank Guarantee	90,420,756.00	89,144,250.00

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

<b>Particulars</b>	<b>As At March 31, 2013</b>	<b>As At March 31, 2012</b>
Contract revenue recognized as revenue for the year ended	53531637.18	31484353.00
Aggregate amount of contract costs incurred and recognized profits (less recognized losses) for all the contract in progress	53531637.18	35203981.00
The amount of customer advances outstanding for contracts in progress	NIL	51919178.00
The amount of retentions due from customers for contracts in progress.	741683.00	240565.00
Gross amount due from customers including work in progress for contracts in progress.	27496607.19	16397505.00
Gross amount due to customers including work in progress for contracts in progress.	NIL	419788.00

- 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.
- 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.** The Company has an investment of Rs.42,000.00 (31.03.2012 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. Segment Information

#### Business Segments

Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting system, the company has structured its operation into the following segments:

#### Real Estate

Promotion, construction, development and sale of townships, residential, commercial property, developed plot etc

#### Construction

Construction of property on behalf of others.

	Real Estate	Construction	Total
<b>REVENUE</b>			
External Revenue	413,027,828.68	53,531,637.18	466,559,465.86
Total Revenue	413,027,828.68	53,531,637.18	466,559,465.86
<b>SEGMENT RESULT</b>	151,820,990.15	19,895,773.99	171,716,764.14
Unallocated corporate expenses net of unallocated income			(46,620,505.01)
Operating Profit			125,096,259.13
Interest Expenses			21,370,735.72
Interest Income			25,629,084.33
Profit Before Tax			129,354,607.74
Income Tax (Including Deffered Tax Adjustment)			34,834,128.41
<b>Net Profit after tax</b>			94,520,479.33
<b>OTHER INFORMATION</b>			
Segment Asset	1,359,851,777.30	30,459,632.99	1,390,311,410.29
Unallocated corporate assets			397,159,267.58
<b>TOTAL ASSETS</b>			1,787,470,677.87
Segment liabilities	1,009,037,806.90	1,012,419.88	1,010,050,226.78
Unallocated corporate liabilities			777,420,451.09
<b>TOTAL LIABILITIES</b>			1,787,470,677.87
Capital Expenditure			2,182,506.00
Depreciation/amortisation			3,338,993.70
Non cash expenses other then depreciation/amortisation			-

Note: Since this is the first year of application of disclosures as required by AS-17, corresponding previous year figures in respect of Segment Reporting has not been given.

#### Geographic Segment

Operation of the company do not qualify for reporting as geographic segments, under the criteria set out under Accounting Standard 17 on Segment reporting.

**38. 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 MAK 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 exercises significant influence**

- 1 S K Garg Constructions Pvt. Ltd
- 2 Lucknow Cement Crafts Private Limited
- 3 Ecode 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 Mr Shiv Kumar Garg  | Chairman & Executive Director |
| 2 Mr Pankaj Bajaj     | Managing Director             |
| 3 Mr Shrikant Jajodia | Whole Time Director           |

**4. Relatives of Key Management Personnel**

- |                         |                               |
|-------------------------|-------------------------------|
| 1 Mrs Asha Bajaj        | Mother of Mr Pankaj Bajaj     |
| 2 Mrs Varija Bajaj      | Sister of Mr Pankaj Bajaj     |
| 3 Mr O.P.Bajaj          | Father of Mr Pankaj Bajaj     |
| 4 Mr Arvind Bajaj       | Brother of Mr Pankaj Bajaj    |
| 5 Mrs Rashi Bajaj       | Wife of Mr Arvind Bajaj       |
| 6 Mrs Vimla Garg        | Wife of Mr S.K.Garg           |
| 7 Mr Brijendra Gupta    | Son in Law of Mr S.K.Garg     |
| 8 Mr Rajeev Bansal      | Son in Law of Mr S.K.Garg     |
| 9 Mr Manoj Singhal      | Son in Law of Mr S.K.Garg     |
| 10 Mr A.K.Garg          | Brother of Mr S.K.Garg        |
| 11 Mrs Nirmal Garg      | Sister in law of Mr S.K.Garg  |
| 12 Mrs Pushpa Gupta     | Sister of Mr S.K.Garg         |
| 13 Mr Surya Kumar Gupta | Brother in Law of Mr S.K.Garg |
| 14 Ms Shivani Garg      | Daughter of Mr S.K.Garg       |



**B. The following transactions were carried out with the related parties in the ordinary course of business:**

(Amount In Rupees)

Transactions	Key Management Personnel	Associates	Companies in which key managerial personnel or their relatives exercises significant influence	Relatives of Key Management Personnel	Total
<b>Remuneration</b>					
Mr S.K.Garg	3,600,000.00 (3,000,000.00)				3,600,000.00 (3,000,000.00)
Mr Shrikant Jajodia	2,400,000.00 (2,400,000.00)				2,400,000.00 (2,400,000.00)
<b>Perquisites</b>					
Mr Shrikant Jajodia	44,960.00 (200,000.00)				44,960.00 (200,000.00)
<b>Rent Paid</b>					
Mrs Varija Bajaj				795,324.00 (662,772.00)	795,324.00 (662,772.00)
Mr O.P.Bajaj				5,558,400.00 (5,558,400.00)	5,558,400.00 (5,558,400.00)
Mrs Pushpa Gupta				244,696.00	244,696.00
Mr Surya Kumar Gupta				-	-
				244,696.00 -	244,696.00 -
<b>Interest Paid</b>					
Mr Surya Kumar Gupta				160,660.00 -	160,660.00 -
Mrs Pushpa Gupta				496,777.00 -	496,777.00 -
<b>Dividend Paid</b>					
Mr S.K.Garg	65,400.00 (5,300.00)				65,400.00 (5,300.00)
Mr Pankaj Bajaj	570,700.00 (570,700.00)				570,700.00 (570,700.00)
Mr Arvind Bajaj				192,100.00 (192,100.00)	192,100.00 (192,100.00)
S.K.Garg HUF			- (1,000.00)		- (1,000.00)
Eldeco Infrastructure & Properties Limited			10,000.00 (10,000.00)		10,000.00 (10,000.00)
Mr O.P.Bajaj				184,200.00	184,200.00

Mrs Asha Bajaj				(184,200.00)	(184,200.00)
				63,400.00	63,400.00
				(63,400.00)	(63,400.00)
Mrs Varija Bajaj				26,800.00	26,800.00
				(26,800.00)	(26,800.00)
Mrs Rashi Bajaj				21,900.00	21,900.00
				(21,900.00)	(21,900.00)
Mr Vimla Garg				-	-
				(11,900.00)	(11,900.00)
Mr Brijendra Gupta				-	-
				(8,000.00)	(8,000.00)
Mr Rajeev Bansal				-	-
				(8,000.00)	(8,000.00)
Mr Manoj Singhal				-	-
				(8,000.00)	(8,000.00)
Mr A.K.Garg				-	-
				(500.00)	(500.00)
Mrs Nirmal Garg				-	-
				(16,500.00)	(16,500.00)
Ms Shivani Garg				-	-
				(500.00)	(500.00)
<b>Sitting Fees</b>					
Mr Arvind Bajaj				1,500.00	1,500.00
				(2,000.00)	(2,000.00)
<b>Advance Received Back Against Bulk Booking/Project</b>					
Eldeco Infrastructure & Properties Limited			-		-
			(2,500,000.00)		(2,500,000.00)
<b>Advance Received</b>					
Omni Farms Private Limited	-	45,923,708.76			45,923,708.76
		(220,488,355.06)			(220,488,355.06)
<b>Advance paid Against Land</b>					
S K Garg Constructions Private Limited			-		-
			(27,500,000.00)		(27,500,000.00)
<b>Advances Paid</b>					
MAK Sales Private Limited		-			-
		(10,919,384.00)			(10,919,384.00)
<b>Advance Received Back</b>					
MAK Sales Private Limited		12,675,925.65			12,675,925.65
		-			-

<b>Project Management Fees received</b>					
Omni Farms Private Limited		18,945,860.00 (28,171,647.00)			18,945,860.00 (28,171,647.00)
<b>Collection Charges received</b>					
MAK Sales Private Limited		3,074,716.00 (1,828,386.00)			3,074,716.00 (1,828,386.00)
<b>Fixed Deposits</b>					
Mr Pankaj Bajaj	785,000.00 (715,000.00)				785,000.00 (715,000.00)
Pankaj Bajaj (HUF)				780,000.00 (710,000.00)	780,000.00 (710,000.00)
<b>Refund of Fixed Deposits</b>					
Ms Shivani Garg				110,000.00 -	110,000.00 -
<b>Interest Paid on Fixed Deposit</b>					
Mr Pankaj Bajaj	73,880.00 (67,292.00)				73,880.00 (67,292.00)
Pankaj Bajaj (HUF)				73,409.75 (66,821.00)	73,409.75 (66,821.00)
Ms Shivani Garg				74,648.54 (84,853.95)	74,648.54 (84,853.95)
<b>Balances Outstanding as at 31.03.2013</b>					
<b>Trade Payables</b>					
Mr Pankaj Bajaj	952,510.26 (1,516,504.26)				952,510.26 (1,516,504.26)
Ms Shivani Garg				705,000.00 (815,000.00)	705,000.00 (815,000.00)
Mr S.K.Garg	- (209,500.00)				- (209,500.00)
Surya Seasons Foods Private Limited			7,149,666.00		7,149,666.00
	-		-		-
Mrs Varija Bajaj				191,243.00 (62,003.00)	191,243.00 (62,003.00)
Mr O.P.Bajaj				1,422,396.00 (464,590.00)	1,422,396.00 (464,590.00)
Omni Farms Private Limited		264,973,636.47 (219,049,927.71)			264,973,636.47 (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)
MAK Sales Private Limited		37,862,953.35 (50,538,879.00)			37,862,953.35 (50,538,879.00)
S K Garg Constructions Private Limited			- (27,500,000.00)		- (27,500,000.00)
Eldeco Infrastructure & Properties Limited			19,773,130.00 (19,773,130.00)		19,773,130.00 (19,773,130.00)
<b>Investments</b>					
MAK Sales Private Limited		4,550,000.00 (4,550,000.00)			4,550,000.00 (4,550,000.00)
Omni Farms Private Limited		1,759,360.00 (1,814,340.00)			1,759,360.00 (1,814,340.00)
Awadh Technology Park and SEZ Private Limited		300,000.00 (300,000.00)			300,000.00 (300,000.00)

**Note :** Amount in brackets shown the previous year figures.

### 39 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 2013	As At 31 March 2012
Present value of obligation at the beginning of the year	6,032,164.00	6,114,621.00
Current service cost	803,981.00	630,624.00
Interest cost	497,654.00	535,029.00
Benefit paid	(472,055.00)	-
Actuarial (gain) / loss on obligation	2,047,327.00	(1,248,110.00)
Present value of obligation as at the end of year	<b>8,909,071.00</b>	<b>6,032,164.00</b>

ii) Net assets / liability recognized in Balance Sheet as at 31st March, 2013

Description	Amount in Rupees	Amount in Rupees
	As At 31 March 2013	As At 31 March 2012
Present value of obligation as at 31st March, 2013	8,909,071.00	6,032,164.00
Fair value of plan assets as at 31st March, 2013	1,313,882.00	1,651,352.00
(Assets)/Liabilities recognized in the Balance Sheet	7,595,189.00	4,380,812.00

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

Description	Amount in Rupees	Amount in Rupees
	As At 31 March 2013	As At 31 March 2012
Current service cost	803,982.00	630,624.00
Interest cost	497,654.00	535,029.00
Expected return on planned assets	(120,833.00)	(129,369.00)
Net actuarial (gain)/loss recognized during the year	2,033,575.00	(1,248,110.00)
Expenses to be recognized in the statement of P/L	<b>3,214,378.00</b>	<b>(211,826.00)</b>

iv) Changes in fair value of plan assets

Description	Amount in Rupees	Amount in Rupees
	As At 31 March 2013	As At 31 March 2012
Fair value of plan assets at the beginning of the period	1,651,352.00	1,521,983.00
Expected return on plan assets	120,833.00	129,369.00
Contribution	-	-
Benefit Paid	(472,055.00)	-

Actuarial Gain/Loss	13,752.00	-
<b>Fair value of plan assets at the end of the period</b>	<b>1,313,882.00</b>	<b>1,651,352.00</b>

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

Discount rate	8.25%	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

## 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 As At 31 March 2013	Amount in Rupees As At 31 March 2012
Present value of obligation at the beginning of the year	1,362,890.00	1,353,319.00
Interest cost	112,130.00	118,415.00
Current service cost	319,839.00	283,365.00
Actuarial (gain)/loss on obligation	14,007.00	(392,209.00)
Benefit Paid	-	-
Present value of obligation at the end of the year	<b>1,808,866.00</b>	<b>1,362,890.00</b>

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

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Current service cost	319,839.00	283,365.00
Interest cost	112,130.00	118,415.00
Net actuarial (gain)/loss recognized during the year	14,007.00	(392,209.00)
Recognized in Profit & Loss account	<b>445,976.00</b>	<b>9,571.00</b>

iii) Amount recognized in the Balance Sheet as at 31st March, 2013

Description	Amount in Rupees As At 31 March 2013	Amount in Rupees As At 31 March 2012
Current Liability	171,794.00	87,714.00
Non Current Liability	1,637,072.00	1,275,176.00
<b>Total</b>	<b>1,808,866.00</b>	<b>1,362,890.00</b>

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

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

40. In earlier 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. 13) 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 included in the financial statements of the company in accordance with AS-27 'Financial Reporting of Interest in Joint Ventures' as under:

(Amount in Rupees)

Particulars	As At March 31, 2013	As At March 31, 2012
Reserve & Surplus	32319906.67	44143855.93
Deferred Tax Liability	19349.00	19348.00
Trade Payables	6596340.00	8404553.00
Other Current Liabilities	416466734.00	713407004.00
Fixed Assets (including CWIP)	1009924.00	748442.00
Non Current Investments	433333.33	433333.33
Current Investments	3453699.00	60829612.00
Inventories	88410826.00	206169578.00
Cash & Bank Balances	328133856.00	320682654.00



Short Term Loans & Advances	145781396.00	235041745.00
Other Current Assets	8755349.00	5406488.00
Revenue from Operations & Other Income	523976771.70	26712499.32
Cost of Project	408875999.90	NIL
Employee Benefit Expenses	4230762.33	1912189.00
Finance Cost	127434.83	57381.00
Depreciation	69156.33	66223.00
Other Expenses	8061654.15	6807022.00
Profit Before Tax	102611764.20	17869684.00
Tax Expense	34744779.97	5519943.97
Profit After Tax	67866984.19	12349740.35

**42.** The Company has regrouped/ reclassified 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**  
**(Chairman & Executive Director)**

**PANKAJ BAJAJ**  
**(Managing Director)**

Place: Lucknow  
Dated: 30th May, 2013

**SHRUTI GUPTA**  
**(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	Aadesh Constructions (P) Ltd	100,000.00	(94,385.00)	18,696,365.00	18,690,750.00	-	-	(19,450.00)	(19,450.00)	-	(19,450.00)	-
2	Bliss Constructions (P) Ltd	100,000.00	(37,836.00)	11,801,422.00	11,739,258.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
3	Carnation Realtors (P) Ltd	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
4	Deepiyoti Constructions (P) Ltd	100,000.00	(82,038.00)	32,530.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
5	Facility Constructions (P) Ltd	100,000.00	(81,038.00)	33,530.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
6	Fixity Constructions (P) Ltd	100,000.00	(82,038.00)	32,530.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
7	Garv Constructions (P) Ltd	100,000.00	(93,085.00)	108,665.00	101,750.00	-	-	(17,450.00)	(17,450.00)	-	(17,450.00)	-
8	Halvasiya Agro Industries Ltd	4,000,000.00	16,005,483.68	194,584,640.01	174,579,156.33	-	23,785,358.48	1,718,991.22	1,718,991.22	601,410.00	1,117,581.22	-
9	Iris Realtors (P) Ltd.	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
10	Khwahish Constructions (P) Ltd	100,000.00	(82,105.00)	32,463.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
11	Mahal Constructions (P) Ltd	100,000.00	(36,200.00)	29,468,550.00	29,404,750.00	-	-	(17,450.00)	(17,450.00)	-	(17,450.00)	-
12	Milaap Constructions (P) Ltd	100,000.00	(92,385.00)	23,571,105.00	23,563,490.00	-	-	(17,450.00)	(17,450.00)	-	(17,450.00)	-
13	Neo Realtors (P) Ltd	100,000.00	(72,582.00)	25,155,786.00	25,128,368.00	-	-	(46,068.00)	(46,068.00)	-	(46,068.00)	-
14	Neptune Infracore (P) Ltd	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
15	Numerous Constructions (P) Ltd	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
16	Perpetual Constructions (P) Ltd	100,000.00	(82,038.00)	32,530.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
17	Prasiddhi Constructions (P) Ltd	100,000.00	(11,599.56)	22,434,908.44	22,346,508.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
18	Prayatna Constructions (P) Ltd	100,000.00	(82,498.00)	32,070.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
19	Primacy Constructions (P) Ltd	100,000.00	(82,498.00)	32,070.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
20	Samarpit Constructions (P) Ltd	100,000.00	(101,842.98)	67,108,127.02	67,109,970.00	-	-	(26,246.18)	(26,246.18)	-	(26,246.18)	-
21	Shivaye Constructions (P) Ltd.	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
22	Suniyojit Constructions (P) Ltd	100,000.00	(93,198.63)	43,590,551.37	43,583,750.00	-	-	(17,787.08)	(17,787.08)	-	(17,787.08)	-
23	Sushobhit Constructions (P) Ltd	100,000.00	(82,565.00)	32,003.00	14,568.00	-	-	(16,568.00)	(16,568.00)	-	(16,568.00)	-
24	Swarg Constructions (P) Ltd.	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
25	Swarnim Nirman (P) Ltd.	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-
26	Villa Constructions (P) Ltd.	100,000.00	(43,827.31)	70,740.69	14,568.00	-	-	(17,313.31)	(17,313.31)	-	(17,313.31)	-

## Notes

[illegible]



# ELDECO HOUSING AND INDUSTRIES LIMITED

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

## 28<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 28th Annual General Meeting of the Company to be held on Friday,  
the 27th day of September, 2013 at 3.00 p.m. at Hotel Express Sarovar Portico, Sector-39, Surajkund, Faridabad and at any  
adjournment(s) thereof.

Signed this on ..... day of ..... 2013

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

## 28<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 28th Annual General Meeting of the Company to be held on Friday, the 27th day of September,  
2013 at 3.00 p.m. at Hotel Express Sarovar Portico, Sector-39, Surajkund, 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, Phase-I  
New Delhi – 110020. Ph.: 011-26812682/83

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



**Registered Office :** Shop No. 16, Second Floor, Eldeco Station 1, Site No. 1, Sector -12, Faridabad, Haryana-121 007  
**Corporate Office :** 2nd Floor, Eldeco Corporate Chamber-1 (opp. Mandi Parishad), Vibhuti Khand, Gomti Nagar, Lucknow-226 010.  
**Tel:** 0522-4039999 **Fax:** 0522-4039900 **Website:** [www.eldecogroup.com](http://www.eldecogroup.com)  
**Kanpur :** Virendra Smriti Complex, First Floor, 15/54-B, Civil Lines, Kanpur-208 001  
**Tel:** 0512-2304513, 2303063, 2305191  
**New Delhi :** 201-212, 2nd Floor, Splendor Forum, District Centre, Jasola, New Delhi-110 025. **Tel:** 011-40655000 **Fax :** 011-40655111  
**Agra :** 98, Allora Enclave, Dayal Bagh, Agra-282 005. **Tel:** 0562-2801902



**FORM A**

1	Name of the Company	M/s Eldeco Housing and Industries Limited
2	Annual Financial Statements for the year ended	31 <sup>st</sup> March, 2013
3	Type of Audit observation	Un-Qualified-No Observation
4	Frequency of observation	N.A
5	To be signed by –	
	• CEO/Managing Director	For Eldeco Housing & Industries Ltd.  Managing Director
	• CFO/Head of Finance	Eldeco Housing & Industries Limited  G.M. (Finance)
	• Auditor of the Company	 Dharm & Associates
	• Audit Committee Chairman	Eldeco Housing & Industries Ltd  Director