

a **resilient** approach  
a sound **growth** 

2012 | 2013



Housing Development and Infrastructure Ltd.



# moving ahead with a focused vision

It is rightly said, 'Rome was not built in a day.' Similar ideologies influence business practices too. We believe big names take time to be built.

**Growth comes to those who persevere.**

It isn't a result of an overnight effort. Nor does it happen over a fortnight, or in a month or two. In our case too, elements like **patience, focus and dedication** have been harmoniously blended to enable us take the steps towards growth. A compilation of many such steady steps have taken us enroute success.

Despite the turbulent market's snail trail to recovery, our core elements have enabled us to keep moving forward and emerge victorious. The result, speak for themselves, and 100% smiles on our customers' faces. After all, it is our customers' happiness that drives us.

**Across our journey, we shall rise with every step!**



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## Consolidated Financial Statements



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# Chairman's Message



I am pleased to note that we are a major player in Mumbai Realty with 90% land Reserves in the MMR and Market Leader in Residential and SRA projects.



*Dear Shareholders,*

The year 2012-13 proved to be a mixed bag for the real estate sector. Real estate companies continued to face a series of challenges, the biggest unequivocally being the macro-economic environment of high interest rates and sluggish growth coupled with continued high prices across most cities led to slowing of demand for real estate. This has effect on the borrowing costs of the developers, liquidity and the demand, a large part of which is funded by home loans. The industry was looking forward at the budget to come with policy decisions, such as the long standing demand of the realty sector for an industry status, which would have eased the borrowing cost and avenues for raising funds for the developers. Though one may argue that the steep increase in home loan, the realty prices have not shown any major correction. However, it cannot be denied that the volumes have come down significantly, projects are delayed and launches have been deferred leading to pileup of inventory.

Apart from high interest rates coupled with sticky inflation, which continued to exert pressure on demand as potential buyers chose to remain in wait and watch mode, something more serious was slowdown in the Indian economy. The economy slowed to around 5.0% GDP for the 2012-13 fiscal year compared with 6.2% in the previous fiscal. India's GDP grew by 9.3% in 2010-11; thus, the growth rate has nearly halved in just three years. GDP growth rose marginally to 4.8% during the quarter through March 2013, from about 4.7% in the previous quarter. The government has forecast a growth rate of 6.1%-6.7% for the year 2013-14, whilst the Reserve Bank of India ("RBI") expects the same to be at 5.7%. Weak GDP growth combined with high interest rates and negative consumer and business sentiment resulted in a poor year for the real estate sector.

## **Financial Highlights :**

Despite the challenging environment, Your Company fared well during the year ended 31st March, 2013



compared to corresponding previous year ended 31st March, 2012. Turnover of the Company increased by 8.15 % and stood at ₹ 1,15,361.33 lacs as against ₹ 1,06,667.64 lacs in the previous year. The Company's Profit from Operations for the year ended 31st March, 2013 increased by 46.16% to ₹ 60,709.27 lacs as against ₹ 41,537.00 lacs in the corresponding period in the previous year. Net debt has been reduced 15.97% yoy and stood at 3,143.33 Crores as compared to 3,740.83 Crores.

### **Diversified Project Mix :**

I am pleased to note that we are a major player in Mumbai Realty with 90% land Reserves in the Mumbai Metropolitan Region (MMR) and Market Leader in Residential and SRA projects in the Mumbai Metropolitan Region (MMR) by currently executing:

- ♦ Approx 104 million sq. ft. sale area of projects under construction.
- ♦ 23 ongoing projects with a combination of Residential, Commercial & SRA.
- ♦ Residential Portfolio of approx. 54 million sq. ft.
- ♦ More than 14 million sq. ft. of Residential apartments sold.

### **Key Business Highlights :**

We also added 2 projects i.e. 54 Corporate Park and Residency Park II to our portfolio. For new projects that we add to our portfolio, the focus has been entirely on residential projects in target cities and on favorable deal structures that enhance our margin profile. One of the key highlights is that your Company will be launching approximately 3mn sq.ft in the coming year located at Bandra West, Vikhroli, Kurla and Ghatkopar and will hand over possession of 2200 flats located at Goregaon West - Harmony, Virar West - Residency Park- Phase I and Kurla West - Premier Residences by June'2013.

### **Exceptional Item :**

We did have our fair share of disappointments in Financial Year 2013 The Mumbai International Airport Limited (MIAL) has served a notice of termination on the Company for the Mumbai International Airport Limited Slum rehabilitation Project on alleged grounds which according to us amenities from breaches by

MIAL and the Company has not accepted the said notice. The Company has been advised by their legal counsel that said notice of termination is not tenable in the court of law and has initiated legal remedies available to it. The board following its conservative accounting policy has written off unrealized cost (aggregating to ₹ 441.98 crores), pertaining to the Mumbai International Airport Slum rehabilitation Project as exceptional item in the current period financial result for the year ended 31.03.13. But we are confident that the termination notice served by Mumbai International Airport Limited Slum rehabilitation Project will not impact any ongoing developments of the company at various locations.

### **Entertainment :**

Entertainment represents other business opportunities for your Company. Through our wholly owned subsidiary HDIL Entertainment, Company has launched a chain of multiplexes under the brand name Broadway. Every HDIL project has been designed to be a one-stop entertainment destination for the whole family, with multiplexes, gaming zones, food courts and malls catering to individual needs. 13 screens have been successfully launched, all located in landmark shopping and leisure destinations. HDIL Entertainment also plans to set up around 150 screens in major cities. Backed by a vision that embraces every aspect of the industry, HDIL Entertainment intends to be a true star in the entertainment business.

### **Our Commitment :**

Our vision is continued growth and improved operational efficiency. Let me assure you that your Company is confident of weathering the ongoing challenges successfully and stands firm in its commitment of ensuring that it continues to efficiently implement all strategic imperatives and necessary action plans to further strengthen its performance. My thanks for the faith that you have reposed on your Company, and I urge you to continue to do so. India needs better infrastructure and HDIL will deliver it for the nation and its shareholders.

Yours sincerely,



Rakesh Kumar Wadhawan  
Executive Chairman

# Viewing every challenge as an opportunity to excel

Our microscopic vision of the slightest of prospects ensures a canvas for growth, both for us and our customers. It is a *journey of augmentation* that we have been travelling with them, right since our inception. At HDIL, we call it '*a cherishing partnership*'.

54 CORPORATE PARK, SANTACRUZ



WHISPERING TOWERS, MULUND



PARADISE CITY, PALGHAR



MAJESTIC TOWERS, NAHUR



RESIDENCY PARK, VIRAR



GALAXY TOWERS, KURLA



## NOTICE

**NOTICE** is hereby given that the 17th Annual General Meeting of the members of Housing Development and Infrastructure Limited will be held on Monday, 30th September, 2013 at 11.00 a.m. at Boundary Hall, Mumbai Cricket Association Recreation Centre (MCA), G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 to transact the following business:

### ORDINARY BUSINESS:

1. To consider and adopt Audited Statement of Profit and Loss for the year ended 31st March, 2013 and Balance Sheet as at that date together with the report of the Auditor's and Directors' thereon.
2. To appoint Director in place of Shri Raj Kumar Aggarwal, who retires by rotation, and being eligible offers himself for re-appointment.
3. To appoint Director in place of Shri. Lalit Mohan Mehta, who retires by rotation, and being eligible offers himself for re-appointment.
4. To appoint Director in place of Shri. Sunil Behari Mathur, who retires by rotation, and being eligible offers himself for re-appointment.
5. To re-appoint M/s. Thar & Co., Chartered Accountants, Mumbai, the retiring Auditors of the Company, as the Statutory Auditors of the Company having firm registration no. 110958W to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on remuneration as may be fixed by the Board of Directors.

### SPECIAL BUSINESS:

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

#### **Re-appointment of Shri Rakesh Kumar Wadhawan as Whole-Time Director designated as Executive Chairman:**

**"RESOLVED THAT** pursuant to provisions of the Section(s), 198, 269, 309, 310 and 311 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) and such other consents, approvals and permissions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities while granting such approvals, permissions and sanctions, and pursuant to the approval of

the Board of Directors at their meeting held on 14th February, 2013, approval of the Company be and is hereby accorded for re-appointment of Shri Rakesh Kumar Wadhawan as Executive Chairman of the Company for a period of five years with effect from 1st April, 2013 on such salary and perquisites as are set out in the explanatory statement annexed hereto with a liberty to the Board of Directors to alter and vary the terms and conditions of the re-appointment and remuneration.

**RESOLVED FURTHER THAT** the aggregate of remuneration in any financial year shall not exceed the limits prescribed under Section 198 and 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as amended from time to time.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year of the Company, the remuneration and perquisites set out in the aforesaid agreement be paid to Shri Rakesh Kumar Wadhawan, Executive Chairman as minimum remuneration provided that the total remuneration by way of salary, perquisites and any other allowances shall not exceed the ceiling provided in Section II of part II of Schedule XIII or such other amount and perquisites as may be provided from time to time or any equivalent statutory re-enactment thereof."

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.

By order of the Board of Directors  
**Housing Development and Infrastructure Limited**

**Darshan D. Majmudar**  
 Vice President Company Secretary & Legal

Date: 29th May, 2013  
 Place: Mumbai

**REGISTERED OFFICE:**  
 9-01, HDIL Towers,  
 Anant Kanekar Marg,  
 Bandra (East),  
 Mumbai – 400 051



**NOTES:**

1. A member entitled to attend and vote at the Annual General Meeting ("the Meeting") is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty eight hours before the commencement of the meeting.
2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, relating to special business to be transacted at the meeting is annexed herewith.
4. The Company has already notified closure of Register of Members and Transfer Books from 26th September, 2013 to 30th September, 2013 (both days inclusive) for the Annual General Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Queries on accounts of the Company, if any, may be sent in writing to the Company Secretary ten days in advance of the Meeting so as to enable the Management to keep the information ready at the Meeting.
7. Members who are holding Company's shares in dematerialised mode are requested to bring details of their Depository Account Number for identification.
8. Members are requested to notify immediately about any change in their address/ mandate/email/ bank details to their Depository Participant (DP) in respect of their shareholding in Demat mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited, Plot no.17 to 24, Vittalrao Nagar, Madhapur, Hyderabad 500 081.
9. Under Section 109A of the Companies Act, 1956, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form 2B in duplicate to the Company's R & T Agent at above address.
10. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.

**Important Communication to Members**

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail addresses, the members are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to fill the appropriate column in the Green Initiative Form and register the same with Karvy Computershare private Limited.



## EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956

### ITEM NO. 6

The tenure of Shri. Rakesh Kumar Wadhawan as a Whole Time Director expired on 31st March, 2013. The Board of Directors at their meeting held on 14th February, 2013 have approved the re-appointment of Shri Rakesh Kumar Wadhawan as Whole Time Director of the Company for a period of five years with effect from 1st April, 2013 as per the existing terms and conditions. Shri Rakesh Kumar Wadhawan has provided dedicated and meritorious services towards the growth of the Company. The present term of Shri Rakesh Kumar Wadhawan as Whole Time Director shall expire on 31st March, 2018 on such terms and conditions as mentioned hereunder:

- 1. Salary** : ₹ 50,00,000/- per month.  
Further increments as and when approved by the Board of Directors and Members of the Company.

### 2. Perquisites

#### Category "A"

- a) House Rent Allowance : : 60% of the salary
- b) Allowance for gas, electricity water & furnishing as valued as per Income Tax Rules 1962. : 10% of the salary
- c) Medical Reimbursement : Reimbursement of the expenses actually incurred including for hospitalisation and premium for medical insurance, not to exceed one month's salary in a year or three month's salary over a period of three years.
- d) Leave Travel concession : For self and family, once in a year in accordance with the rules of the Company
- e) Club Fees : Fees of Club subject to a maximum of two Clubs. This will not include the membership fees or admission fees.
- f) Personal Accident Insurance : Premium not to exceed ₹ 4500/- per annum.

#### Category "B"

- a) Contribution to Provident Fund and Superannuation Fund not exceeding 15% of the Salary or what is not taxable under the Income Tax Act.
- b) Gratuity will be payable at half a month's salary for each completed year of service.

- c) Paid leave as per the rules of the Company. The accumulated leave not will be allowed to be encashed at the end of the tenure.

#### Category "C"

- a) A Chauffeur driven car for use on Company's business will be provided. The Company shall bill use of Car for private purposes.
- b) A telephone at the residence will also be provided at Company's expenses. The Company will bill personal long distance calls made from the house telephone.

The total remuneration to be restricted to ₹ 12 Crores per annum.

In case of inadequacy of profits in any financial year, Shri Rakesh Kumar Wadhawan, Executive Chairman may be paid remuneration by way of salary, perquisites and other allowances not exceeding the limits specified in paragraph 1 (A) of Part II, Section II to Schedule XIII to the Companies act, 1956.

As required under the Companies Act, 1956 and provisions contained in Articles of Association of the Company, approval of the members is required to re-appoint Shri Rakesh Kumar Wadhawan as Whole-Time Director of the Company on above terms.

Your Board is of opinion that Shri Rakesh Kumar Wadhawan's experience and skill will benefit the Company immensely, hence recommends resolution for the approval of members.

No Sitting fees shall be paid to him for attending the Meetings of the Board of Directors or any Committee thereof.

This should also be considered as an abstract of the terms of the appointment of Whole-Time Director and Memorandum as to the nature of the concern or interest of the Directors in the said appointment, as required under Section 302 of the Companies Act, 1956 or any amendment or modification thereof. Shri Rakesh Kumar Wadhawan has not taken any remuneration during the year ended 31/03/2013.

None of the Directors, except Shri Sarang Wadhawan who is related to Shri Rakesh Kumar Wadhawan, and Shri Rakesh Kumar Wadhawan deemed to be interested or concerned in passing of this resolution, as it relates to his appointment and payment of remuneration.

By order of the Board of Directors  
**Housing Development and Infrastructure Limited**

**Darshan D. Majmudar**  
Vice President Company Secretary & Legal

Date: 29th May, 2013  
Place: Mumbai

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED  
UNDER CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGE(S):**

In accordance with the Companies Act, 1956 and the Articles of Association of the Company Shri Raj Kumar Aggarwal, Shri Lalit Mohan Mehta and Shri Sunil Behari Mathur retire by rotation at the forthcoming Annual General Meeting. Shri Raj Kumar Aggarwal, Shri Lalit Mohan Mehta and Shri Sunil Behari Mathur being eligible have offered themselves for re-appointment at the ensuing Annual General Meeting. The brief resume, experience, functional expertise and the details of the membership on various Board and Committees of Directors are as under:

<b>Name of Directors</b>	<b>Shri Raj Kumar Aggarwal</b>	<b>Shri Lalit Mohan Mehta</b>	<b>Shri Sunil Behari Mathur</b>
<b>Date of Birth</b>	10/11/1956	20/01/1944	11/10/1944
<b>Nationality</b>	Indian	Indian	Indian
<b>Date of Appointment</b>	21/05/2008	14/06/2006	14/06/2006
<b>Qualifications</b>	Chartered Accountant	An art graduate from Punjab University and has a Master's Degree in Development Studies including a course comprising aspects of economics, political science and sociology, from University of Bath in the United Kingdom.	Chartered Accountant
<b>Shareholding in Co.</b>	NIL	NIL	NIL
<b>Areas of Expertise</b>	Investment Schemes, Restructuring, other Corporate Law matters and Accountancy	Banking, Finance and planning	Banking, Finance Planning and Risk Management
<b>List of Directorship details (excluding Pvt. Ltd. Co.)</b>	BOB Capital Markets Limited	NIL	1. DCM Sriram Industries Limited. 2. Havells India Limited. 3. Hindustan Oil Exploration Company Limited. 4. IL & FS Limited. 5. ITC Limited. 6. National Collateral Management Services Limited. 7. National Stock Exchange of India Limited. 8. Ultra Tech Cement Limited. 9. Axis Bank Limited. 10. Chola mandalam MS General Insurance Company Limited. 11. IDFC Trustee Company Limited. 12. Minda Corporation Limited. 13. Samruddhi Cement Limited 14. Infrastructure Finance & Leasing Company Limited
<b>Chairman/members of Committee of Board of Directors of Companies</b>	Housing Development and Infrastructure Limited Member –Audit Committee BOB Capital Market Limited Chairman – Audit Committee	Housing Development and Infrastructure Limited Member –Investor Grievance and Share Transfer Committee	NIL
<b>Relationship with Directors inter-se</b>	NIL	NIL	NIL

# DIRECTORS' REPORT

Dear Members,

Your Directors present the 17th Annual Report of your Company on the affairs of the Company together with the "Management Discussion and Analysis", "Corporate Governance Report", and "Audited Financial Accounts" for the Financial Year ended 31st March, 2013.

## 1. FINANCIAL PERFORMANCE

(₹ In Lacs)

Particulars	Standalone		Consolidated	
	2012-13	2011-12	2012-13	2011-12
<b>Gross sales and other receipts</b>	<b>1,15,361.33</b>	<b>1,06,667.64</b>	<b>1,06,522.39</b>	<b>2,05,583.54</b>
Profit before finance cost, depreciation, amortisation exceptional items and taxation	1,18,268.31	1,00,184.55	1,31,290.98	1,55,685.65
Finance Cost	56,777.06	57,803.38	69,230.33	62,466.49
Depreciation and Amortisation	781.98	844.17	8,453.97	8,582.59
<b>Operational profit before exceptional items and tax</b>	<b>60,709.27</b>	<b>41,537.00</b>	<b>53,606.68</b>	<b>84,636.57</b>
Less: Exceptional items	44,198.45	—	44,198.45	782.34
Less: Provision for Tax	1,972.83	2,841.32	2,051.70	2,904.30
Less: Minority Interest	—	—	(4.67)	(2.53)
Add: Share of profit/(loss) of Associates	—	—	(28.99)	29.00
<b>Profit for the year</b>	<b>14,537.99</b>	<b>38,695.68</b>	<b>7,332.21</b>	<b>80,981.46</b>
Balance brought forward	3,804.35	46,402.46	(20,404.56)	30,889.73
Add: Other adjustments	(22.50)	956.21	(17.11)	974.25
<b>Profit available for appropriation</b>	<b>18,319.84</b>	<b>86,054.35</b>	<b>(13,089.46)</b>	<b>1,12,845.44</b>
Less: Transferred to General Reserve	—	—	—	—
Less: Transferred to Debentures Redemption Reserve	14,472.90	82,250.00	14,472.90	1,33,250.00
<b>Closing Balance</b>	<b>3,846.94</b>	<b>3,804.35</b>	<b>(27,562.36)</b>	<b>(20,404.56)</b>
<b>Net Worth</b>	<b>10,18,176.19</b>	<b>10,03,660.70</b>	<b>10,38,271.84</b>	<b>10,30,967.24</b>

## 2. PERFORMANCE REVIEW

The Turnover of the Company increased by 8.15% and stood at ₹ 1,15,361.33 lacs as against ₹ 1,06,667.64 lacs in the previous year. The Company's Profit from Operations for the year ended 31st March, 2013 increased by 46.16% to ₹ 60,709.27 lacs as against ₹ 41,537.00 lacs in the corresponding period in the previous year.

## 3. DIVIDEND

The results and financial position of the Company are set out on page no. 29 of the financial statements. With a view to reduce the cost base of the Company and conserve the resources so as to meet the fund requirements for Company's on-going projects and also its growth plans, your Directors have not recommended any payment of dividend for the year 2012-13.

## 4. MANAGEMENT'S DISCUSSION AND ANALYSIS

A detailed review of the operations, performance and future outlook of the Company and its businesses is given in the Management's Discussion and Analysis, which forms part of this Report.

## 5. SUBSIDIARY COMPANIES

As at 31st March, 2013, your Company has following subsidiaries:

SR. NO.	NAME OF THE SUBSIDIARIES
1	Blue Star Realtors Private Limited
2	BKC Developers Private Limited
3	Excel Arcade Private Limited
4	Guruashish Construction Private Limited

5	HDIL Entertainment Private Limited
6	HC Infracity Private Limited
7	Lashkaria Construction Private Limited
8	Mazda Estates Private Limited
9	Privilege Power and Infrastructure Private Limited
10	Ravijyot Finance and Leasing Private Limited

The Ministry of Corporate Affairs (MCA) vide its General Circular No. 3/2011 dated 21st February, 2011 read together with General circular No. 2/2011 dated 8th February, 2011 issued modifying their circular No. 5/12/2007-CL-III has granted general exemption under Section 212(8) of the Companies Act, 1956 to Companies from attaching the accounts of their subsidiaries in their annual reports subject to fulfillment of certain conditions prescribed. The Board of Directors of the Company at its Meeting held on 29th May, 2013 in line with the circular of MCA have passed the resolution granting the requisite approvals for not attaching the Balance Sheet, statement of Profit and Loss, report of the Board of Directors and Auditor's report of each of the Subsidiary Companies to the accounts of the Company for the year ended 31st March, 2013. The Company will make available these documents/details upon request by any Member of the Company at its Registered Office. As required by Accounting Standard-21 (AS-21) prescribed by the Companies (Accounting standards) Rules, 2006, the Company's consolidated financial statements included in this Annual Report incorporate the accounts of its subsidiaries. A summary of key financials of the HDIL Subsidiaries is included and shown separately in this Annual Report.

## 6. DEBENTURES

During the year under review, Company has not issued any Non-convertible Debentures. However, out of the total Non-convertible debentures issued in the earlier years by the Company, there has been redemption of Non-Convertible Debentures aggregating to ₹ 31,393.30 lacs.

## 7. SHARE CAPITAL

During the year under review, there has been no change in the issued, subscribed and paid-up share capital of the Company. The Equity Shares of your Company continue to be listed on the Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE).

## 8. DIRECTORS

At the 17th Annual General Meeting, Shri Raj Kumar Aggarwal, Shri Lalit Mohan Mehta and Shri Sunil Behari Mathur retire by rotation and being eligible, offer themselves for re-appointment.

The above re-appointments form part of the Notice of the forthcoming 17th Annual General Meeting and the respective resolutions are recommended for your approval.

Profile of the Directors retiring by rotation and proposed to be re appointed as required under Clause 49 of the Listing Agreement, is part of the explanatory statement to the Notice of the 17th Annual General Meeting.

## 9. RESERVES

As per requirement of the provisions of Section 117(c) of the Act, your Company has transferred ₹ 14,472.90 lacs to Debenture Redemption Reserve.

## 10. FIXED DEPOSITS

The Company has not accepted any deposits during the year under review from the public within the meaning of Section 58A of the Companies Act, 1956.

## 11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 217 (2AA) of the Companies Act, 1956, with respect to Directors' responsibility statement, it is hereby confirmed:

- That in the preparation of the annual accounts for the year ended 31st March, 2013, the applicable accounting standards have been followed and no material departures have been made from the same.
- That 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 at the end of the financial year and of the profit of the Company for the year.
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- That the Directors have prepared the annual accounts for the year ended 31st March, 2013 on a going concern basis.

## 12. CORPORATE GOVERNANCE

Corporate governance is a key to improving efficiency, transparency, accountability and growth as well as enhancing investor's confidence. Your Company has adopted the Corporate Governance practices in all its activities so as to conduct its affairs to ensure fairness to all stakeholders. It is also a process of building positive relationship and making a wider impact with greater commitment and trust, on all with whom the Company has relationship.

A report on Corporate Governance together with a certificate received from M/s. Thar & Co. Statutory Auditors of the Company confirming the compliance with the provisions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement is given separately which forms part of this Report.

## 13. LISTING FEES

The equity shares of the Company are listed at the Bombay Stock Exchange Limited (BSE) and the National Stock

Exchange of India Limited (NSE). The Company has paid the applicable listing fees to the above stock exchanges up to date. The Company's shares are also traded in the dematerialised segment for all investors compulsorily and the Company had entered into agreements with the Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for custodial services.

## 14. STATUTORY AUDITORS

M/s. Thar & Co., Chartered Accountants, the Statutory Auditors of the Company retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. Your Company has received necessary certificate from Statutory Auditors to this effect and that their re-appointment, if made, will be in accordance with the provisions of the Section 224 (1B) of the Companies Act, 1956.

As per the recommendation of the Audit Committee, the Board of Directors proposes the re-appointment of M/s. Thar & Co., Chartered Accountants, as the Statutory Auditors of the Company.

As regards the Auditors observation with respect to delay in statutory dues and payment of dues to banks and financial institutions, we refer to clause No. 9(a)(b) of Annexure to independent Auditors' Report on page no. 26 & 27 of the attached report, the Company is in process of settling these dues. As regards observations made by the Auditors regarding MIAL, please refer to note on page no. 25 of the Annual report. The Company will initiate appropriate action based on the advice of its legal counsels.

## 15. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has adequate system of Internal Controls, to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposal and commercial transactions are authorised, recorded and reported correctly. Internal Control System of the Company has been devised through its extensive experience that ensures control over various functions in its business. The internal auditor directly reports to the Board/Audit Committee. The statutory audit of the Company is conducted by M/s. Thar & Co. Chartered Accountants who submit their reports to Board/Audit Committee. The performance of the Company is regularly reviewed by the Audit Committee and/or the Board of Directors to ensure that it is in consonance with the overall corporate policy and in line with pre-set objectives.

To facilitate improved efficiency in Business Operations, SAP Business ERP system is being used for integrating all Business Functions of the Company from Planning, Execution, Monitoring and Control of the Projects including MIS of the Business Operations thereby enhancing the efficiency of the Business Operations.

## 16. COST AUDITORS

In pursuance of Section 233-B of the Companies Act, 1956, your Directors have appointed Messrs. Ketki D. Visariya & Co., Cost Accountants, as the Cost Auditors to conduct the Cost Audit for the financial year ending 31st March, 2013.

## 17. INVESTORS' RELATION AND GRIEVANCES

Investors' relations have been cordial during the year. As a part of compliance, the Company has formed Investor Grievance and Share Transfer Committee to deal with the issues relating to investors. There were no investors' grievances pending as on 31st March, 2013. A confirmation to this effect has been received from the Company's Registrar and Share Transfer Agent. The Company has separate Investor Relations department headed by Mr. Hari Prakash Pandey designated as Vice President Finance and Investor Relations.

## 18. PARTICIPATION IN THE GREEN INITIATIVE

Your Company continues to wholeheartedly participate in the Green Initiative undertaken by the Ministry of Corporate Affairs (MCA) for correspondences by Corporates to its shareholders through electronic mode. All the shareholders are requested to join the said program by sending their preferred email addresses to the Registrar and Share Transfer Agent.



## 19. CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

Your Company acknowledges and offers full support to Governments' schemes for economically weaker sections. It endeavors to make a constructive contribution to the underprivileged communities by supporting socio-economic initiatives. It is the strong conviction that benefit comes as much from its strong organizational pledge to Corporate Governance, as from its pursuit and fulfillment of Corporate Social Responsibility. The details of the CSR activities undertaken by the Company forms part of the Corporate Governance Report. To this end, the Company has formed a Trust in the name of HDIL Foundation.

## 20. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGICAL ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as required under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 for the year ended 31st March, 2013.

### 1. CONSERVATION OF ENERGY

Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines. The construction team under the able guidance of expert engineers of the Company continuously strives and devises various means to conserve energy and identify methods for optimum use of energy.

Initiatives are taken for energy efficiency systems for Buildings in various phases like design, building and occupation by considering various options and appropriate measures for energy conservation, use of single glazing/double glazing, use of UPVC doors/windows, using BMS systems etc.

### 2. RESEARCH AND DEVELOPMENT

The Company has undertaken Research and Development (R & D) activity in development of technology in the area of construction.

In today's competitive market where it is obvious need to construct with optimum cost, reduced schedule while maintaining highest standard of quality, your Company is actively involved in R&D activities. Some of them are:

#### DOKA formwork

- Installation time is minimal as whole set (for each floor) can be lifted using hydraulic equipments as a single unit.

#### ULMA formwork

- Comprises of aluminum components suitable for large areas and fast erection.
- Very versatile, due to the possibility of changing beams direction (in case design is not finalized).
- Excellent concrete finish.

#### MIVAN formwork

- Most suitable for Indian conditions as a tailor-made aluminum form work for cast-in-situ fully concrete structure.
- Fast, easy erection, thus reducing requirement of highly skilled labor.

All of the above can be repeated for several slab cycles unlike conventional plywood shuttering and have longer shelf life.

- Installation of safety apparatus for emergency evacuation purpose in an unlikely event of hazard.

#### Ingstrom Fire Escape Chutes

- Quick and easy to deploy, always ready to use.
- Users have the ability to control the speed of one's own descent.

- Allows external means to control the speed of one's descent to ground level.
  - Suitable for all ages and physical conditions of evacuees, including physically impaired and unconscious people.
  - Use of energy efficient CFL bulbs for internal and external lighting purpose.
  - In comparison to incandescent lamps they save almost 50% energy.
  - Glass coating process enables excellent lumen maintenance all throughout its life span.
  - RoHS (Restriction of Hazardous Substances Directive) compliant unit design.
  - Study, Analysis and use of various shuttering patterns for economy, conservation of time and better quality of work.
  - Substitution of Diaphragm wall with sheet piling as shoring options.
  - Study, Analysis and use of composite structure in place of conventional structure.
  - Optimization of resources and their recycling for further use.
  - Use of environment friendly materials and developing green building concept.
  - Analysis and study of trade off among various services for optimization.
- Emphasis is given on time, cost and quality and setting an efficient trade-off among these three variables of Project management in R & D efforts.

### 3. TECHNOLOGICAL ABSORPTION

Your Company has not imported any technology. However, we believe and use information technology extensively in all spheres of our activities to improve efficiency levels.

### 4. FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Lacs)

Year	2012-13	2011-12
Foreign exchange earnings	-	-
Foreign exchange outgo	29.63	50.33

### 21. PARTICULARS OF EMPLOYEES

Your Directors place on record their appreciation for the contribution made by the employees of the Company at all levels. Relations between employees and the management continued to be cordial during the year.

Information in accordance with the provisions of Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, as amended, forms part of this Report. However, as per the provisions of Section 219 (1) (b) (iv) of the Companies Act, 1956, this Report and Accounts are being sent to all the Members of the Company, excluding the Statement of Particulars of Employees. Any member interested in obtaining a copy of the said statement may write to the Company Secretary of the Company.

### 22. ACKNOWLEDGEMENT

Your Directors sincerely appreciate the high degree of professionalism, commitment and dedication displayed by the employees of the Company and its Group Companies at all levels and wish to convey their appreciation to the Banks, Financial Institutions, Government Authorities, customers and other business associates for the excellent assistance and co-operation received and wish to place on record their gratitude to the members for their trust, support and confidence.

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 29th May, 2013

**Rakesh Kumar Wadhawan**  
Executive Chairman

# MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

## OVERVIEW - INDUSTRY STRUCTURE AND DEVELOPMENT

Infrastructure and real estate sector in India has been most dynamic sectors of the economy, becoming driving force for economic growth in the country and has been witnessing changing trends with every passing day. Presently, the real estate market is flooded with low cost, or with luxury housing projects. More and more builders and developers are hooked on to affordable housing segment realizing its vast potential in the economy.

Real estate companies are coming up with various residential and commercial projects to fulfill the demand for residential and office properties in Tier-II and Tier-III cities. The growth in real estate in Tier-II and Tier-III cities is mainly due to increase in demand for organized reality and availability of land at affordable prices in India.

Rising inflation has been a major concern during the year under review, levy of various taxes such as service tax and vat have added further to the rising construction cost of units. Reserve Bank of India took various measures to anchor inflationary pressure in the Economy i.e. through high rate of interest, high cash reserve ratio etc. styming the liquidity in the economy. As the buyers are not able to afford the high cost of construction due to inflation, and further augmented by high rate of interest of their home loan, so the same affects the real estate market prospects in future.

With property prices stagnation spreading in all directions, real estate in India is undergoing a realignment. However, the growth also depends on the policies adopted by the government to facilitate investments mainly in the economic and industrial sector. The new stand adopted by Indian government regarding foreign direct investment (FDI) policies has encouraged an increasing number of countries to invest in Indian Properties.

## INDUSTRY REVIEW

### Real Estate

Real Estate is one of the three primary needs of mankind with food and clothing being the other two. The demand for Real Estate though un-questionable is driven by many factors including affordability, cyclical, market sentiment, availability of regulatory policies, liquidity, availability of skilled and unskilled resources etc.

Owing to the impact of the challenging macro economic factors, FY 2013 was quite challenging for the sector. It faced difficulties in terms of funding, rising costs, labour shortages and regulatory issues, hampering project execution. It requires huge capital outlay which was considered to be big hurdle in the past due to prohibition or lesser private participation. Consequently, the Government is encouraging more private sector participation through Public Private Partnership (PPPs) concept, which is fast evolving in all the aspects of infrastructure development. Such private investments not only help in meeting the funding requirement of projects but it has also other advantages like improvement in competitiveness of the projects, more efficient execution, better offerings, etc.

The efforts of the government in creating a level-industry are truly commendable. There might be hiccups in the short term but your company believes that it would help inculcate good practices in the sector and help the long-term prospects of the sector. Recent introduction of an act by the Government for Appointment of Regulator for the sector will create a positive environment for more investment in the sector and improve standards all round.

## BUSINESS OVERVIEW

Despite challenging environment the management of your Company is satisfied with the performance for FY 2012-2013. We look into the intricacies of designing, developing and construction of each Project with an eye to perfection. Our team of Engineers, Architects, Designers, Structural Consultants & Human Resource Personnel have contributed to the developments across each project.

Housing Development and Infrastructure Limited (HDIL) is one of the premier real estate development companies in India and is actively pursuing on the development of real estate and slum rehabilitation projects in Mumbai Metropolitan Region.

HDIL's vision of development has always been inclusive and broad-based. So while we've developed premium residential complexes, we have also pioneered quality affordable homes for the economically disadvantaged.

HDIL's affordable housing projects incorporate every amenity and convenience of a modern lifestyle, from good locations and quality construction, to landscaping and leisure facilities. Offering families a superior home at a price much below prevailing rates.

Sr. No.	Project	Type	Saleable Area (sq. ft.)
1	Premier Residency - Phase I, Kurla	Residential	10,00,000
2	Metropolis, Andheri	Residential	7,00,000
3	Galaxy, Kurla	Residential	4,75,000
4	Residency Park, Phase I, Virar	Residential	12,50,000
5	Residency Park, Phase II, Virar	Residential	6,00,000
6	Paradise City (Phase I and II), Palghar	Residential	50,00,000
7	Metropolis, Andheri (West)	Retail	2,00,000
8	Meadows (Phase I and II), Goregaon	SRA	18,00,000
9	MIAL Slum rehabilitation Project (TDR)*	SRA	3,77,75,000
10	Daulat Nagar, Santacruz	SRA	5,00,000

During the year 2012-2013 under review, your Company launched Whispering Towers-a 40 storey mega project at Mulund West, Majestic Tower-a 36 storeyed building at Nahur West 54 Corporate Park, Residency Park II. In the recently launched projects, work has already started and is expected to be completed as scheduled. This year Company will be launching new residential projects. For more details of the project, please visit our site [www.hdil.in](http://www.hdil.in)

## ENTERTAINMENT

Our multiplex business is operated under the brand name "Kulraj Broadway". Presently there are five multiplexes operational-

- A three screen multiplex at Vasai having seating capacity of 1001 persons
- A four screen multiplex at Kandivali having seating capacity of 636 persons
- A six screen multiplex at Bhandup having seating capacity of 1334 persons
- A four screen multiplex at Kolkata having seating capacity of 799 persons and
- A four screen multiplex at Indore having seating capacity of 1037 persons.

The Company has already tied up facilities to start multiplexes at Mumbai, New Delhi, Kolkata and Bengaluru.

## OPPORTUNITIES, THREATS AND RISK PERCEPTIONS

### Opportunities:

The recent developments in Mumbai's real estate have given your Company a huge opportunities also with the entry of numerous Real Estate Developers, availability of Finance

options, and rising demand for residential property, the Country's Housing Industry is witnessing tremendous growth.

HDIL has established itself as one of India's premier real estate development companies, with significant operations in the Mumbai Metropolitan Region. With a land reserve of approx 227.36 million sq. ft. as on 31st March, 2013, HDIL has about three decades of experience in the real estate & infrastructure domain having developed over 100 million sq. ft. area of commercial, residential and retail space. The Company has been a major player in Mumbai Realty with 90% land Reserves in the Mumbai Metropolitan Region (MMR) and a market leader in Residential and SRA projects.

#### ● **Threats and Risks Perception:**

The real estate sector will be significantly affected if there are Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of sector. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector. Slower growth in the economy, oversupply and slowdown in the BFSI sector reduces the need for office space expansion and will continue to impact commercial real estate.

The performance of your Company may be affected by the sales and rental prices of the projects. The prices are driven by prevailing market conditions, the nature and location of its projects, and other factors such as brand and reputation and the design of the projects.

The real estate sector in India is heavily regulated by the central, state and local governments. Real estate developers are required to comply with a number of Indian laws and regulations, including policies and procedures established and implemented by local authorities in relation to land acquisition, transfer of property, registration and use of land. These laws often vary from state to state. Any delay in obtaining approvals could warrant revised scheduling of project timelines. HDIL meticulously prepares all documentation required for statutory approvals to mitigate any risk arising out of regulatory approval policies.

The Company operates in a highly fragmented and competitive Industry. The competition varies depending upon the size, nature and complexity of the Project to be executed. Fluctuations in operating costs can often lead to spiralling costs and overshooting budgets. This can lead to delays in the completion of Projects.

Your Company has put a risk management framework in place post a comprehensive review of its risk management process. The review involved understanding the existing risk management initiatives businesses as also the relative control measures and arriving at the desired counter measures keeping in mind the risk appetite of the organisation.

#### **STRATEGY FOR THE YEAR AHEAD**

The key components of our strategy will be focused around:

- Enhance and leverage HDIL Brand
- Focus on residential, commercial and Industrial projects
- Execution of the Projects
- Financial Strength and Liquidity

One of our key strengths is our relationship with the HDIL Group and the strong brand equity generated from the "HDIL" brand name. Customer focus will be at the core of our strategy to remain a strong brand in the Mumbai real estate market. We believe that our customers, vendors and members of the financial community perceive the "HDIL" brand to be a trusted provider of quality products and services. We will keep exploring how to improve our sales efficiency through innovative pricing strategy, customised sales agreements and higher project visibility.

We continue to focus on residential, commercial and Industrial projects and scale up our operations and project management

capabilities as we fully recognize the importance of delivering quality projects on a timely basis. Ramping up of our execution capabilities will remain a part of our continuous improvement measures. This will help bring greater visibility to our projects, which in turn will speed up our sales.

#### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

Manpower is biggest strength in Real Estate Sector. Your Company maintains its focus on its human resources as it believes that a motivated and empowered workforce is the key to sustained competitive advantage and people's contribution is the main engine for growth. All employees are working in harmonious and teamwork is at all time high. Your Company believes that the skills and diversity of our employees would give us the flexibility to adapt to the future needs of our business.

Your Board considers human resources as the most valuable asset in our organization and endeavor is to retain and develop its human resources and making a better place to work by providing an atmosphere of trusteeship, competition and challenge, thereby providing opportunities for personal and professional growth, through training and ample career enhancement opportunities.

Human Resource Relations in HDIL continues to be core strength and always endeavours to work towards having sound, proactive and progressive HR strategies and practices in place so as to align Company's objectives and employee aspirations. The function continues to strive towards ensuring that the HR philosophy is translated into action.

HDIL group now has a high calibered, experienced, multifunctional team across various Group Companies.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Your Company has always believed in being a knowledge based organisation and has continued to keep focus on processes and controls. Your Company has a proper and adequate system of Internal Controls, to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposal and commercial transactions are authorised, recorded and reported correctly. Internal Control System of the Company has been devised through its extensive experience that ensures control over various functions in its business. The internal auditor the Company directly submits his reports to the Board/ Audit Committee. The statutory audit of the Company is conducted by M/s. Thar & Co. Chartered Accountants who submit their reports to Board/ Audit Committee. The performance of the Company is regularly reviewed by the Audit Committee and/or the Board of Directors to ensure that it is in consonance with the overall corporate policy and in line with pre-set objectives.

#### **INFORMATION TECHNOLOGY AND SECURITY**

In today's era of modern technology, Information Technology plays a very vital and significant role in any organization's growth. Company's IT function takes care of all the IT-related aspects across the group (including all Business Units), from infrastructure Management to procurement of Industry specific standard software and their implementation, implementation of advanced technological products that are reviewed from time-to-time.

Your Company accords great importance to the security of its information assets and has the requisite security controls and checks. Adequate storage and back up system is in place to ensure security and availability of data at all times.

#### **CAUTIONARY STATEMENT**

This report contains forward looking statements containing words such as, 'expects', 'anticipates', 'estimates' 'believes' 'plans' 'intends' 'will' 'projects' 'seen to be' and so on. All statements are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate and will materialise in the said order or manner or realized. The Company's performance and results or achievements could thus differ from those projected in any forward looking statements. The Company assumes no responsibility to publicly amend modify or revise such statements based on subsequent events or developments.

# CORPORATE GOVERNANCE REPORT

## INTRODUCTION

In India, Corporate Governance Standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement of the Stock Exchanges. Corporate Governance envisages attainment of the highest levels of transparency and accountability in the functioning of Company and equity in all facets of its operations and all its interactions with shareholders, customers, government, suppliers, lenders and to build the confidence of the society in general. Corporate Governance is the key factor in attaining fairness for all stakeholders and achieving organizational efficiency.

Primarily, though, Corporate governance refers to the framework of all rules and relationships by which a Company must abide, including internal processes as well as governmental regulations and the demands of stakeholders. It also takes into account systems and processes, which deal with the daily working of the business, reporting requirements, audit information, and long-term goal plans.

Your Company believes that Corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. In order to promote good governance, the Company has followed the best practices, processes and policies based on conscience, openness, fairness, professionalism and accountability. These policies seek to focus on enhancement of long-term shareholder's value without compromising on ethical standards and corporate social responsibilities. The Corporate governance framework of your Company is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, as required under law. We believe that an active, well informed and independent Board is necessary to ensure the highest standards of Corporate governance. The operations of the Company are managed under the directions of the Board within the framework set by the Companies Act, 1956, the Listing Agreement with BSE Limited and The National Stock Exchange of India Limited and the Articles of Association of the Company. The detailed report on compliance by the Company of the Corporate Governance Code as incorporated in Clause 49 of the Listing Agreement with Stock Exchange is set out below:

### I. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

The Company's philosophy of Corporate Governance is aimed at assisting the management of the Company in the efficient conduct of its business and helps in achieving transparency and professionalism in all its decisions and affairs of the Company. It also aimed at achieving excellence in corporate governance by confirming to prevalent guidelines on Corporate governance and

excelling in, wherever possible and also reviewing periodically the existing systems and controls for further improvements.

The Company has taken various steps for implementation of the requirements placed under the revised Clause 49 of the listing agreement with the Stock Exchanges. Company reviews its policies and practices of Corporate Governance with a clear goal of a transparent system of operation and it implements the Corporate Governance practices with letter and spirit.

The Company maintains highest levels of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities. The Company is committed to meeting the aspirations of all its stakeholders.

Your Company firmly believes that adhering to Corporate Governance is the implicit rule that determines a management's ability to make sound decisions in the best interest of shareholders and other stakeholders.

The Company is fully committed to and continues to follow procedures and practices in conformity with the Code of Corporate Governance enshrined in the Listing Agreement.

## II. BOARD OF DIRECTORS:

### (a) Composition of Board:

To strengthen the Company policies for adherence of Corporate Governance, the Company had already taken steps to broad base the Board of Directors as they are responsible for the overall conduct of the Company's business and has the powers, authorities and duties vested in it by and pursuant to the relevant laws and the Articles of Association of the Company. During the year under review, the Board comprises of experts from diverse professions, and represents a combination of Executive and Non- Executive Directors in conformity with the requirement of Clause 49 of the Listing Agreement with the Stock Exchanges in this regard. As the Chairman of the Board is Executive Director, atleast half of the Board should comprises of Independent Directors. As on 31st March, 2013 the strength of the Board of Directors is 10 out of which 6 are Independent Directors in compliance of Clause 49 (I) (A) of the Listing Agreement. Independent Directors are professionals with high credentials, who actively contribute in the deliberation of Board, covering strategic policy matters and strategic decisions. The Composition of the Board of Directors is as follows:

Category	Name of Directors	Designation	No. of shares held on 31st March, 2013
Promoter Directors	Mr. Rakesh Kumar Wadhawan	Executive Chairman	7,60,47,661
Non-Executive	Mr. Sarang Wadhawan Mr. Waryam Singh	Vice Chairman & Managing Director Director	41,59,115 79,97,400
Non-Independent Director	Mr. Ashok Kumar Gupta	Director	10,05,800



Category	Name of Directors	Designation	No. of shares held on 31st March, 2013
Non-Executive and Independent Director	Mr. Satya Pal Talwar	Director	Nil
	Mr. Lalit Mohan Mehta	Director	Nil
	Mr. Shyam Sunder Dawra	Director	Nil
	Mr. Sunil Behari Mathur	Director	Nil
	Mr. Ramesh Chander Kapoor	Director	Nil
	Mr. Raj Kumar Aggarwal	Director	Nil

There are no institutional/nominee Directors on the Board of the Company.

Relationship between Directors Inter se:

None of the Directors are related to each other except the following:

Mr. Rakesh Kumar Wadhawan – Father of Mr. Sarang Wadhawan  
Mr. Sarang Wadhawan – Son of Mr. Rakesh Kumar Wadhawan.  
The Composition of the Board, Directorship/Committee positions in other Companies as on 31st March, 2013, Number of Meetings held and attended during the year are as follows:

Sr. No	Name of the Director	Category <sup>1</sup>	Attendance Particulars			No. of other Directorships and Committee Memberships/ Chairmanships excluding HDIL			Relationship with other Directors inter-se
			Number of Board Meetings		Last AGM 14.08.2012				
			Held	Attended	Attended	Other Directorships <sup>2</sup>	Committee <sup>3</sup>		
						Chairmanship	Membership		
1	Mr. Rakesh Kumar Wadhawan	Executive Chairman	4	4	Yes	3	-	-	Father of Vice Chairman and Managing Director Son of Executive Chairman
2	Mr. Sarang Wadhawan	Vice Chairman and Managing Director	4	4	Yes	3	-	-	
3	Mr. Waryam Singh	NED	4	2	Yes	3	-	-	-
4	Mr. Ashok Kumar Gupta	NED	4	4	Yes	-	-	-	-
5	Mr. Satya Pal Talwar	NED (I)	4	3	Yes	10	2	5	-
6	Mr. Lalit Mohan Mehta	NED (I)	4	3	Yes	-	-	-	-
7	Mr. Shyam Sunder Dawra	NED (I)	4	4	Yes	3	1	2	-
8	Mr. Sunil Behari Mathur	NED (I)	4	2	Yes	13	4	7	-
9	Mr. Ramesh Chander Kapoor	NED (I)	4	4	Yes	-	-	-	-
10	Mr. Raj Kumar Aggarwal	NED (I)	4	4	Yes	1	1	-	-

The necessary disclosures regarding Committee positions have been made by all the Directors. None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees across all Companies in which they are Directors.

#### Notes:

- (1) Category: NED – Non-Executive Director, NED (I) – Non-Executive Director and Independent.
- (2) Doesn't include Alternate Directorships and Directorships of Foreign Companies, Section 25 Companies and Private Limited Companies.
- (3) Includes only Audit Committee and Investor Grievance and Share Transfer Committee of Public Limited Companies.

#### (b) Board Meetings:

During the Financial Year 2012-2013, 4 (Four) meetings were held on 30th May, 2012, 14th August, 2012, 9th November, 2012 and 14th February, 2013.

The gap between any two Meetings did not exceed four months.

#### (c) Board Procedures:

The procedures with respect to Board Meetings and the Meetings of the Committees thereof are in compliance with the requirements of the Companies Act, 1956, the Secretarial Standards (SS-1) prescribed for Board Meetings by the Institute of

Company Secretaries of India, Listing agreement with the stock exchange (s) and other applicable laws and regulations.

The Board meets at least once a quarter to review quarterly performance and financial results. Notices of Board Meeting along with agenda papers are circulated well in advance to the Directors. All material information is incorporated in the agenda papers for facilitating focused discussions at the meeting and the same are circulated in advance to the Directors.

The Board is also free to recommend inclusion of any matter for discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled before the meeting. The Board is also free to recommend inclusion of any matter for discussion in consultation with the Chairman.

### III. COMMITTEES OF DIRECTORS

In compliance with the Listing Agreement (both mandatory and non-mandatory) and SEBI Regulations, as on 31st March, 2013 the Board has four committees viz. Audit Committee, Shareholders'/Investors' Grievance Committee, Remuneration Committee and Finance Committee.

The Committees have optimum combination of Executive, Non-Executive and/or Independent Directors. The Committees are constituted with specific terms of reference and scope to deal with specific matters

expediently. The details of the committees constituted by the Board are given below:

**A. MANDATORY COMMITTEES**

**i. Audit Committee of Directors:**

**(a) Composition and Attendance**

The Audit Committee comprises of experts specializing in accounting/financial management. The Chairman of the Audit Committee is a Non-Executive and Independent Director. The present composition of the Audit Committee is as follows:

Name	Category	Designation	No. of Meetings during FY 2012-13	
			Held	Attended
Mr. Shyam Sunder Dawra	Independent Director	Chairman*	4	4
Mr. Satya Pal Talwar	Independent Director	Member	4	3
Mr. Ashok Kumar Gupta	Non-Executive and Non-Independent Director	Member	4	4
Mr. Raj Kumar Aggarwal	Independent Director	Member	4	4
Mr. Ramesh Chander Kapoor	Independent Director	Member**	1	1

The Audit Committee was reconstituted as follows:

\*Mr. Shyam Sunder Dawra was re-designated (or appointed) as Chairman of the Audit Committee on 14th August, 2012.

\*\* Mr. Ramesh Chander Kapoor was appointed as Member of the Audit Committee on 9th November, 2012.

During the Financial Year 2012-13, 4 (four) Meetings were held on 30th May, 2012, 14th August, 2012, 9th November, 2012 and 14th February, 2013.

The Chief Financial Officer, Internal Auditor, Company Secretary and the Statutory Auditors are permanent invitees to the Meetings.

**(b) Terms of reference**

The powers and terms of reference of the Audit Committee are as mentioned in the Clause 49 II (C), (D) and (E) of the Listing Agreement and Section 292A of the Companies Act, 1956.

The terms of reference are briefly described below:

1. Overview of the Company's financial reporting process and the disclosure of its financial information.
2. Recommend the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and fixation of audit fees and approving payments for any other services.
3. Review with Management, the annual and quarterly financial statements before submission to the Board.
4. Review with Management, performance of statutory and internal auditors and adequacy of the internal control systems.
5. Review the adequacy of the internal audit function.
6. Discussions with the internal auditor of any significant findings and follow-ups thereon.
7. Reviewing the findings of any internal investigations by the internal auditor.
8. Discussion with statutory auditors before the audit commences, about the nature and scope of the audit as

well as post-audit discussions to ascertain any area of concern.

9. Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
10. Review the following information:
  - Management discussion and analysis of financial condition and results of operations;
  - Statement of significant related party transactions;
  - Management letters/letters of internal control weaknesses issued by the Statutory Auditors;
  - Internal audit reports relating to internal control weaknesses;
  - The appointment, removal and remuneration of the Chief Internal Auditor; and
  - The financial statements, in particular, the investments made by unlisted subsidiary Companies.

In addition to the above, the following disclosures are made to the Audit Committee, as and when applicable:

- Basis of related party transactions;
- Disclosure of Accounting Treatment and
- Utilisation/application of proceeds from public issues, rights issues, preferential issues, etc., if any.

The Audit Committee of the Board of Directors of the Company, inter-alia, provides an assurance to the Board on the adequacy of internal control systems and financial disclosures.

In fulfilling the above role, the Audit Committee has the powers:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

The Chairman of the Audit Committee was present at the 16th Annual General Meeting held on 14th August, 2012.

**ii. Investor Grievance and Share Transfer Committee of Directors:**

**(a) Composition**

The Committee has been constituted to specifically look into issues relating to redressal of the Investors/Shareholders complaints including complaints relating to transfer of shares, non-receipt of Annual Report and non-receipt of declared dividends and/or any other matter relating to Shareholders/Investors.

Name of Member	Position	Category
Mr. Waryam Singh	Chairman	Non-Executive and Non-Independent
Mr. Sarang Wadhawan	Member	Vice Chairman and Managing Director
Mr. Lalit Mohan Mehta	Member	Non-Executive and Independent Director

Mr. Darshan D. Majmudar, Vice President Company Secretary & Legal, is the "Compliance Officer" pursuant to the requirement of the Securities and Exchange Board of India (SEBI) Regulations and Listing Agreement. The Committee meetings take place depending on the business requirement.

**(b) Meetings:**

During the period under review, the Committee has met once on 30th May, 2012.

#### Details of Compliance Officer

<b>NAME OF THE COMPLIANCE OFFICER</b>	<b>Mr. Darshan D. Majmudar</b> <b>(Vice President – Company Secretary &amp; Legal)</b>
<b>CONTACT DETAILS</b>	5th Floor, HDIL Towers, Anant Kanekar Marg, Bandra (East), Mumbai - 400051
<b>E-MAIL ID.</b>	darshan.majmudar@hdil.in

The terms of reference of the Investor Grievance and Share Transfer Committee are as follows:

- Investor relations and redressal of shareholders grievances in general and relating to non-receipt of dividends, interest, non-receipt of balance sheet etc.
  - Review of the periodicity and effectiveness of the share transfer process, statutory certifications, and depository related issues and activities of the Registrar and Transfer Agent.
  - Look into transfer, transmission and rematerialisation of shares.
  - Issue split and/or duplicate Share certificates as requested by the members and
  - Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.
- This Committee is also responsible for approval of transfer of Equity and Preference shares, if any, including power to delegate the same to Registrar and Transfer agents.

#### Investors' Complaints

The Company and Karvy Computershare Private Limited, Registrar & Share Transfer Agent (RTA), attend to all grievances of the investors received directly or through SEBI, Stock Exchanges etc.

The details of complaints received, cleared/pending during the Financial Year 2012-13 is given below:

No. of complaints received	: 10
No. of complaints resolved	: 09
No. of complaints withdrawn	: 01
No. of complaints pending	: Nil
Number of complaints received during the year as a percentage of total number of members as on 31st March, 2013, is 0 %.	

#### B. NON-MANDATORY COMMITTEES

##### i. Remuneration Committee of Directors (Remuneration Committee)

The Remuneration Committee has been constituted to determine the Company's remuneration policy, having regard to qualification, performance, standards, past experience and existing industry practice.

##### (a) Composition:

The remuneration committee comprises of three (3) directors. Company Secretary acts as secretary to the committee. The composition of the remuneration committee is as follows:

Name of Member	Position	Category
Mr. Satya Pal Talwar	Chairman	Non-Executive and Independent
Mr. Ashok Kumar Gupta	Member	Non-Executive and Non-Independent
Mr. Raj Kumar Aggarwal	Member	Non-Executive and Independent

Meetings of the Remuneration Committee are held whenever matters pertaining to remuneration payable, including revision in remuneration to Executives are to be made.

##### (b) Terms of Reference

- Determining Remuneration Policy of the Company;
- Recommending remuneration including periodic revision, performance bonus, incentives, commission, stock options, other services, perquisites and benefits payable to the Managing, Whole-time and other Director(s) including their relatives;
- Framing policies and fixation of compensation including salaries, incentives, bonuses, promotions, benefits, stock options and performance targets for executives of the Company; and
- Ensuring due compliance with the provisions pertaining to the Managerial Remuneration and Remuneration to the Board of Directors, as per the compliances of the Companies Act, 1956.

##### (c) Remuneration Policy

##### 1. For Whole-time Directors

The Board of Directors/the Remuneration Committee of Directors is authorised to decide the remuneration of the Whole-time Directors, subject to the approval of the Members and Central Government, if required. The remuneration structure comprises of Salary, Perquisites, Retirement Benefits, Performance Linked Incentive (PLI), as applicable from time to time. Annual increments are decided by the Remuneration Committee within the salary grade approved by the Members. In addition to the above remuneration, Whole time Directors are paid Special Allowance and certain other Perquisites as per the Rules of the Company. They are also entitled to the Company's Retirement Benefits as per the law / policy applicable from time to time.

##### 2. For Non-Executive Directors

The elements of the remuneration package of the Non-Executive Directors consist of annual commission in addition to sitting fees.

##### (d) Sitting Fees

The Non-Executive Directors are paid sitting fees of ₹ 20,000/- each for attending Board Meeting, Audit Committee Meeting, Remuneration Committee Meeting and Investor Grievance and Share Transfer Committee Meeting.

##### (e) Commission

As approved by the Shareholders in the meeting held on 12th August, 2011, Commission is payable at a rate not exceeding 1% per annum of the Net Profits of the Company computed in the manner referred to in Section 309 of the Companies Act, 1956 subject to a maximum amount of ₹ 2,00,00,000/- (Rupees Two Crores Only), annually, for three financial years commencing from 2011-12 upto financial year 2013-14.

The details of remuneration paid/payable to the Whole time and Non-Executive Directors for the Financial Year 2012-2013:

(₹ in Lacs)

Director	Relation with HDIL	Remuneration paid during 2012-13			
		Sitting fees	Salary and Perquisites	Commission*	Total
Mr. Rakesh Kumar Wadhawan	Executive Chairman	-	-	-	-
Mr. Sarang Wadhawan	Vice Chairman and Managing Director	-	-	-	-
Mr. Waryam Singh	NED	0.40	-	6.25	6.65
Mr. Ashok Kumar Gupta	NED	1.60	-	6.25	7.85
Mr. Satya Pal Talwar	NED (I)	1.20	-	6.25	7.45
Mr. Lalit Mohan Mehta	NED (I)	0.80	-	6.25	7.05
Mr. Shyam Sunder Dawra	NED (I)	1.60	-	6.25	7.85
Mr. Sunil Behari Mathur	NED (I)	0.40	-	6.25	6.65
Mr. Ramesh Chander Kapoor	NED (I)	1.00	-	6.25	7.25
Mr. Raj Kumar Aggarwal	NED (I)	1.60	-	6.25	7.85

\*Subject to the approval of Annual Accounts for the Financial Year 2012-13 by the Members at the 17th Annual General Meeting to be held on 30th September, 2013. None of the Non-Executive Directors has any pecuniary interest in the Company, except for Sitting Fees and Commission, if any, paid/payable to them by the Company.

## ii. Finance Committee (FC) - Committee of Management:

### (a) Terms of reference

The terms of reference of the Committee are as follows:

1. To borrow money not exceeding more than the amount as decided by the shareholders u/s 293(1)(d) of the Companies Act, 1956 and to modify/restructure terms of any security of existing loans, debentures or such other securities and issue guarantees/securities on behalf of the Company and to allot securities;
2. To buy and sell the investments of the Company;
3. To open banking account, avail various banking services and to give/modify instructions for operation of banking accounts;
4. To authorise and/or appoint lawyers, advocates, persons, firm (s), to make representations and

to sign, execute, swear, affirm, file affidavits, declaration, vakalatnama, written statement, rejoinder(s), replies, submit necessary documents,. Enter into various agreements on behalf of the Company,

5. To authorise and appoint any person(s) to appear before any authority, government/ statutory bodies, courts or Company.
6. To appoint attorneys in any matter for and on behalf of the Company.
7. To develop, submit and apply for bid/tender for any projects whether related to the Company's object or not.
8. To make application(s) for registration under any act, statute, regulations, authority in the name of the Company and/or to authorise to do so on behalf of the Company.

### (b) Composition

Name	Position	Designation
Mr. Rakesh Kumar Wadhawan	Chairman	Executive Chairman
Mr. Sarang Wadhawan	Member	Vice Chairman and Managing Director
Mr. Satya Pal Talwar	Member	Non-Executive and Independent Director
Mr. Waryam Singh	Member	Non-Executive and Non Independent Director

### (c) Meetings

During the Financial Year 2012-13, the Committee has met 16 (Sixteen) times on 21st May, 2012, 11th June, 2012, 16th July, 2012, 14th August, 2012, 22nd August, 2012, 12th September, 2012, 11th October, 2012, 12th November, 2012, 16th November, 2012, 23rd November, 2012, 20th December, 2012, 18th January, 2013, 14th February, 2013, 8th March, 2013, 18th March, 2013 and 26th March, 2013.

## iii. Project Committee of Board of Directors:

Project Committee has been constituted to determine funding decisions on projects, to act in a timely fashion on approval of requests to complete the projects within the scheduled time.

### a) Composition:

Name	Position	Designation
Mr. Sarang Wadhawan	Chairman	Vice Chairman and Managing Director
Mr. Satya Pal Talwar	Member	Non-Executive and Independent Director
Mr. Waryam Singh	Member	Non-Executive and Non Independent Director



#### Meetings:

During the Financial Year 2012-13, the Committee has met once on 18th March, 2013.

#### IV. GENERAL BODY MEETINGS:

##### a) Details of venue, day, date and time where the last three Annual General Meetings (AGM) of the Company were held:-

Financial Year	Location	Type of meeting	Day and Date	Time
2011-12	National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	AGM	Tuesday, 14.08.2012	11.30 a.m.
2010-11	National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	AGM	Friday, 12.08.2011	11.00 a.m.
2009-10	National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	AGM	Friday, 27.08.2010	11.30 a.m.

##### b) The details of Special Resolutions passed in the last three AGM:

Date	Brief particulars of the Resolution
14.08.2012	No Special Resolution passed
12.08.2011	1. Re-appointment of Mr. Sarang Wadhawan, as Vice Chairman and Managing Director 2. Payment of commission to Non-Executive Directors
27.08.2010	1. Further Issue of Capital. 2. Loans/ Investments/ Corporate Guarantees not exceeding ₹ 2,500.00 lacs. 3. Issue of Warrants to Promoter of the Company on a preferential basis.

##### c) Resolutions Passed through Postal Ballot:

During the previous financial year, no resolutions were adopted which required Postal Ballot in accordance with Section 192A of the Companies Act, 1956.

#### V. DISCLOSURES:

##### 1. Statutory Compliance, Penalties and Strictures:

There were no instances of non-compliance nor have any penalties, strictures been imposed by the Stock Exchanges or Securities and Exchange Board of India or any other statutory authority during the last three years on any matter related to the capital markets.

##### 2. Materially significant related party transactions:

Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed elsewhere in this Annual Report.

##### 3. Whistle Blower Policy

Though there is no formal Whistle-Blower policy, the Company encourages all employees, officers and Directors, to investigate and report any suspected violations promptly. The Company further takes cognizance of complaints made and suggestions given by the employees. Even anonymous complaints are looked into and whenever necessary, suitable corrective steps are taken.

##### 4. Details of compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with all the mandatory requirements of Listing Agreement. The Company has also adopted the non mandatory requirement of Remuneration Committee to the extent in point "III. B" above and has not adopted other non mandatory requirements. Adoption of other non mandatory requirements of Clause 49 of the Listing Agreement is being reviewed by the Board.

##### 5. Disclosure for Risk Management

As a part of the overall risk management strategy, the Company consistently insures its assets and

operations against a wide range of risks. The Company continues to follow a suitable strategy to review and modify its risk profile by eliminating and significantly reducing key business risks. The Company has in place a mechanism to inform the Board about the risk assessment and minimisation procedures and periodical review to ensure that management controls risk through means of a properly defined framework.

#### VI. SUBSIDIARIES:

As at 31st March, 2013, your Company has following subsidiaries namely: Blue Star Realtors Private Limited, BKC Developers Private Limited, Excel Arcade Private Limited, Guruashish Construction Private Limited, HDIL Entertainment Private Limited, HC Infracity Private Limited, Lashkaria Construction Private Limited, Mazda Estates Private Limited, Privilege Power and Infrastructure Private Limited and Ravijyot Finance and Leasing Private Limited. The Company monitors the performance of its subsidiaries, inter alia, by the following means:

- The Financial Statements, in particular the investments made by the unlisted subsidiary companies, are reviewed by the Company's Audit Committee as well as by the Board.
- The Minutes of Board Meetings of the subsidiaries are noted at the Board Meetings of the Company.
- Details of significant transactions and arrangements entered into by the unlisted subsidiary Companies are placed before the Company's Board, as and when applicable.

#### VII. CSR ACTIVITIES

At HDIL, our commitment to good governance, ethical conduct and social responsibility is our way of

doing business, and is strongly aligned with our drive to create and increase value for all stakeholders. **We define CSR as conducting business in ways that provide social, environmental and economic benefits for the communities and geographies where we operate.**

The HDIL Group's social responsibility initiatives are implemented through HDIL Foundation ("The trust"), the CSR arm of the HDIL Group. The Foundation is involved mainly in the areas of education, conferring benefits thereof on all persons irrespective of class, creed and community and also relief to poor by providing education, medical relief, other aid to deserving or poor needy person or persons in the shape of money, cloth articles, feed or providing them with lodging or residential quarters and organize seminars, discourses, meetings, tours and public gathering/meditation camps for awakening of general masses. It reaches out with the objective of improving the quality of life of the economically deprived people.

#### VIII. CODE OF CONDUCT

The Company has laid down a Code of Conduct in consonance with the requirements of Clause 49 of the Listing Agreement for all its board members and senior management personnel for avoidance of conflicts of interest and ensuring the highest standard of honesty, dedication and professionalism in carrying out their functional responsibilities. The Code highlights Corporate Governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association.

The Code is applicable to all Directors and specified senior management executives. The Code impresses upon Directors and senior management executives to uphold the interest of the Company and its stakeholders and to endeavor to fulfill all the fiduciary obligations towards them. Another important principle on which the code is based is that the Directors and Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties. The Code has been posted on the website of the Company [www.hdil.in](http://www.hdil.in).

The Code has been circulated to all the members of the Board and all senior management personnel and the compliance of the same have been affirmed by them.

**Declaration affirming compliance of Code of Conduct by Mr. Sarang Wadhawan, Vice Chairman & Managing Director is given below:**

The Company has laid down a Code of Conduct for all its board members and senior management personnel for avoidance of conflicts of interest and ensuring the highest standard of honesty, dedication and professionalism in carrying out their functional responsibilities. The Company's Code of Conduct is in consonance with the requirements of Clause 49 of the Listing Agreement. The Code of Conduct is posted on the Company's website [www.hdil.in](http://www.hdil.in). The Code has been circulated to all the members of the board and the senior management and the compliance of the same have been affirmed by them. There are no commercial or material financial transactions, with the senior management personnel, where there is a personal interest that may have potential conflict with the interest of the Company at large. A declaration signed by the vice chairman & Managing Director is given below:

"I hereby confirm that:

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, all Board Members and Senior Management Personnel have affirmed compliance with the code of conduct of Housing Development and Infrastructure Limited for the year ended 31st March, 2013 and a copy of the Code of Conduct is put on the website of the Company viz. [www.hdil.in](http://www.hdil.in)."

Sd/-

**Sarang Wadhawan**

Vice Chairman & Managing Director

#### IX. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In Compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 1992, (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a policy for prohibition of Insider Trading for Director and specified employees of the Company, relating to dealing in the shares of the Company. This code is applicable to all Directors and designated employees. The Company regularly monitors the transactions, in terms of the said Code, undertaken by the designated employees of the Company. The Company also informs the stock exchange(s) periodically about the transaction(s) undertaken by the Directors and designated employees and their share holdings as per the regulations. A declaration to this effect signed by the Vice Chairman & Managing Director is appended to this Report.

#### X. CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

As required by Clause 49 V of the Listing Agreement, the CEO and CFO certification of the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial reporting has been obtained from Mr. Sarang Wadhawan (Vice Chairman and Managing Director/CEO) and Mr. K. P. Devassy (CFO).

#### XI. MEANS OF COMMUNICATION

- The Quarterly/Annual Financial Results of the Company are published in English newspapers viz. "Free Press Journal", "Mint", and in vernacular newspaper viz. "Nav Shakti".
- The following are also promptly displayed on the Company's website [www.hdil.in](http://www.hdil.in):
  - Financial Results, Shareholding Pattern, Annual Report and the Presentations, as and when made, to the media and analysts in the 'Investor Relations' Section.
  - Official press releases in the 'Press' Section.
- Information about the Shareholding Pattern and other specified details are now electronically filed through the Corporate Filing and Dissemination System (CFDS) as required under the Listing Agreement. Investors can view this information by visiting the website [www.corpfiling.co.in](http://www.corpfiling.co.in).

#### XII. REVIEW OF DIRECTORS' RESPONSIBILITY STATEMENT

The Board in its report has confirmed that the annual accounts for the year ended 31st March, 2013 have been prepared as per applicable accounting standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

### XIII. GENERAL SHAREHOLDERS INFORMATION:

<b>AGM day, date, venue and time</b>	30th September, 2013, Boundary Hall, Mumbai Cricket Association Recreation Centre (MCA), G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 at 11.00 a.m.
<b>Financial year</b>	1st April, 2012 to 31st March, 2013
<b>Financial Calendar (2012-13)</b>	First Quarter Results for the Quarter Ended 30th June, 2012: 14th August, 2012 Second Quarter Results for the Quarter Ended 30th September, 2012: 9th November, 2012 Third Quarter Results for the Quarter Ended 31st December, 2012: 14th February, 2013 Fourth Quarter Audited Results for the Quarter Ended 31st March, 2013: 29th May, 2013
<b>Listing on Stock Exchanges</b>	Bombay Stock Exchange Limited
	National Stock Exchange of India Limited
<b>Scrip Code at BSE</b>	532873
<b>Symbol Code at NSE</b>	HDIL
<b>ISIN of the Company</b>	INE 191I01012
<b>Corporate Identification Number</b>	L70100MH1996PLC101379

#### (a) Fees:

- i. **Custodial fees:** The Company has paid custodial fees for the financial year 2012-13 to National Securities Depository Limited {NSDL} and Central Depository Services (India) Limited {CDSL} on the basis of the number of

Beneficial accounts maintained by them as on 31st March, 2013.

- ii. **Listing fees:** The Company has paid the listing fees to Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) for the financial year 2012-13 on the basis of Share listed on the Stock Exchanges as on 31st March, 2013.

#### (b) Unclaimed Dividends

Pursuant to the provisions of the Companies Act, 1956, dividends lying unclaimed for a period of 7 years from the date of their transfer to unpaid/unclaimed dividend account have to be transferred to the Investor Education and Protection Fund (IEPF) constituted and administered by the Central Government. No claim would lie against the IEPF or the Company after the said transfer.

#### Procedure for claiming Unpaid Dividend

By the terms of Section 205A (5) of the Companies Act, 1956, monies transferred to the unpaid dividend account of the Company, which remain unpaid or unclaimed for a period of seven years from the date of such transfer, shall be transferred by the Company to the Investor Education and Protection Fund established by the Central Government.

Year	Dividend	Date of Declaration	Last date of transfer to the Investor Education and Protection Fund	Unpaid Dividend as on 31st March, 2013 (₹ in lacs)
2007-2008	Interim	30th July, 2007	4th September, 2014	2.80
2007-2008	Final	21st July, 2008	26th August, 2015	7.63

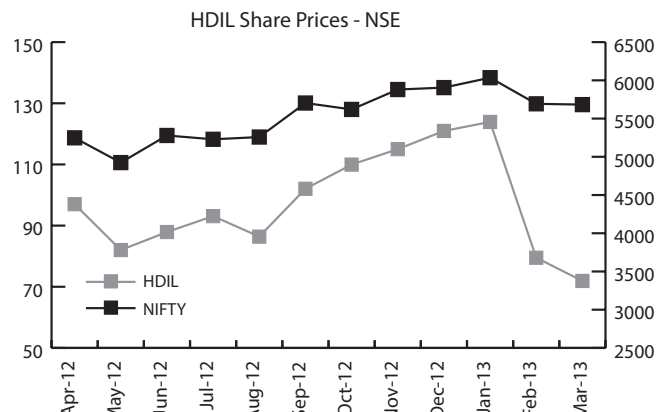
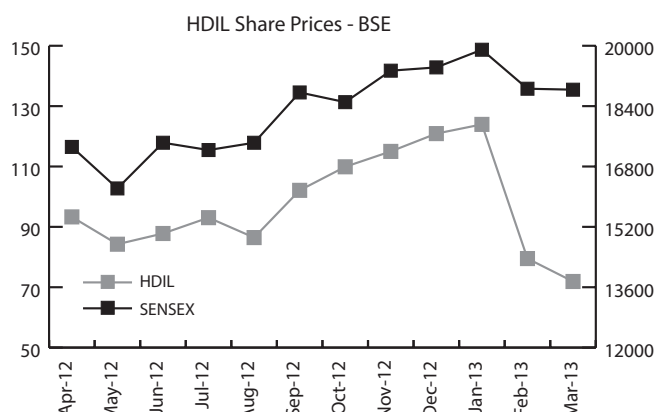
#### (c) Unclaimed Shares

As per the provisions of Clause 5A(a) of Listing Agreement, the unclaimed shares lying in the escrow account shall be transferred to demat suspense account if there is no response even after sending three reminder notices to the persons concerned. Details of unclaimed equity shares of the Company are as follows:

Sr. No.	Particulars	Number of Shareholders	Number of Shares
1.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year 1st April, 2012;	33	2,732
2.	Number of shareholders who approached issuer for transfer of shares from suspense account during the year;	0	0
3.	Number of shareholders to whom shares were transferred from suspense account during the year;	0	0
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year i.e. 31st March, 2013;	33	2,732

**d) Market price data:**

Month	Stock Exchange					
	Bombay Stock Exchange Limited			National Stock Exchange of India Limited		
	Share Price		Sensex	Share Price		Nifty
	High (₹)	Low (₹)		High (₹)	Low (₹)	
April, 2012	93.30	77.50	17,318.81	97.00	77.45	5,248.15
May, 2012	84.25	59.60	16,218.53	82.00	59.10	4,924.25
June, 2012	87.80	61.50	17,429.98	87.90	61.50	5,278.90
July, 2012	93.05	71.00	17,236.18	93.10	70.95	5,229.00
August, 2012	86.45	66.75	17,429.56	86.40	66.50	5,258.50
September, 2012	102.10	66.20	18,762.74	102.05	66.15	5,703.30
October, 2012	109.90	91.55	18,505.38	109.95	91.60	5,619.70
November, 2012	115.00	95.10	19,339.90	115.00	95.15	5,879.85
December, 2012	120.90	102.80	19,426.71	120.95	105.40	5,905.10
January, 2013	123.95	68.20	19,894.98	123.90	68.00	6,034.75
February, 2013	79.50	58.45	18,861.54	79.50	58.40	5,693.05
March, 2013	71.90	43.65	18,835.77	71.90	43.50	5,682.55



**(e) Registrar and Share Transfer Agent**

**M/s. Karvy Computershare Private Limited**  
Plot No. 17 to 24, Vittalrao Nagar,  
Madhapur, Hyderabad - 500 081  
Tel: 040 - 44655000; Toll free No. 1800-3454-001  
Fax: 040- 23420814  
E-mail: einward.ris@karvy.com

**(f) Share Transfer System**

Shares in physical form lodged for transfer with the Company's Registrar & Share Transfer Agent are normally processed within 15 days from the date of lodgement, if the documents are clear in all respects; and put up for approval before the Investor Grievance and Share Transfer Committee generally once in every fortnight. Investor Grievance and Share Transfer Committee of the Directors is empowered to approve transfer of shares and to

attend to the investors' grievances, which are not normally resolved by the Company's Registrar & Share Transfer Agent/Compliance Officer.

Matters concerning investors' grievances and other miscellaneous matters relating to change of address, mandates, etc. are processed by the Company's Registrar & Share Transfer Agent.

The Company obtains from the Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing Agreement with Stock Exchanges and files a copy of the certificate with the Stock Exchanges within stipulated time.

All requests for dematerialization of shares are processed and confirmation is given to the respective depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. The Company also offers transfer cum demat facility.



**(g) Distribution of Shareholding as on 31st March, 2013**

Shareholding of nominal value	Share Holders		Share Amount	
	Number	% to Total	(₹ in lacs)	% to Total
1	2	3	4	5
Upto 1- 5000	2,57,861	90.31	2,834.31	6.76
5001 - 10000	15,052	5.27	1,174.81	2.80
10001 - 20000	6,894	2.41	1,035.75	2.47
20001 - 30000	2,068	0.72	524.80	1.25
30001 - 40000	1,015	0.36	364.44	0.87
40001 - 50000	669	0.23	313.10	0.75
50001 - 100000	966	0.34	692.01	1.65
100001 and above	1,003	0.35	34,961.18	83.44
<b>TOTAL</b>	<b>2,85,528</b>	<b>100.00</b>	<b>41,900.40</b>	<b>100.00</b>

**(h) Shareholding Pattern as on 31st March, 2013**

Sr. No.	Category of Shareholder	Number of Shares	As a percentage of (A + B)
(A)	<b>PROMOTER'S HOLDING</b>		
(1)	Indian Promoter	15,15,36,808	36.17
(2)	Foreign	0	0
	<b>Total A = A(1) + A(2)</b>	<b>15,15,36,808</b>	<b>36.17</b>
(B)	<b>NON PROMOTER'S HOLDING</b>		
(1)	<b>INSTITUTIONS</b>		
(a)	Mutual Funds/UTI	71,250	0.02
(b)	Financial Institutions/Banks	3,72,738	0.09
(c)	Insurance Companies	3,14,372	0.08
(d)	Foreign Institutional Investors	13,74,19,215	32.80
(2)	<b>NON-INSTITUTIONS</b>		
(a)	Bodies Corporate	4,42,83,896	10.56
(b)	Individuals	7,69,57,433	18.36
(c)	Others		
	Non-Resident Indians	25,30,311	0.60
	Trusts	12,187	0.00
	Overseas Corporate Bodies	13	0.00
	Directors and their Relatives	15,42,092	0.37
	Clearing Members	39,63,671	0.95
	<b>Total B = B(1) + B(2)</b>	<b>26,74,67,178</b>	<b>63.83</b>
	<b>GRAND TOTAL (A + B)</b>	<b>41,90,03,986</b>	<b>100.00</b>

**(i) Dematerialization of shares and liquidity:**

As at 31st March, 2013, 99.98% of shareholding aggregating to 41,89,41,643 was held in dematerialized form with NSDL and CDSL, while 0.02% aggregating to 62,343 was held in physical form.

ISIN: INE191I01012

**(j) Outstanding GDRs/ ADRs/ Warrants:**

There are no outstanding GDRs/ ADRs/ Warrants as on 31st March, 2013, likely to have an impact on the Equity Share Capital of the Company.

**(k) Address for Correspondence:**

**Housing Development and Infrastructure Limited**  
9-01, HDIL Towers,  
Anant Kanekar Marg,  
Bandra (East),  
Mumbai – 400 051  
E-mail - info@hdil.in

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 29th May, 2013

**Rakesh Kumar Wadhawan**  
Executive Chairman

## CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The members of Housing Development and Infrastructure Limited

We have examined the compliance of conditions of corporate governance by the Housing Development and Infrastructure Limited for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges of India.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to review of procedures and implementations thereof, adopted by the Company for ensuring the compliance of 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 and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of corporate governance as stipulated in Clause 49 of the Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For, **THAR & CO.**  
Chartered Accountants  
Firm Registration No.110958W

Date: 29th May, 2013  
Place: Mumbai

**Jayesh Thar**  
(Partner)  
Membership No. 32917

## CEO/CFO CERTIFICATE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

The Board of Directors  
Housing Development and Infrastructure Limited,  
Mumbai

### Re: Financial Statements for the year 2012-13-Certification by CEO and CFO

We, Sarang Wadhawan, Vice Chairman and Managing Director and K. P. Devassy, Chief Financial Officer of Housing Development and Infrastructure Limited, on the basis of review of the financial statements and the cash flow statements for the financial year ending 31st March, 2013 and to the best of our knowledge and belief, hereby certify that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliances with existing accounting standards, applicable laws and regulations;
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2013 which are fraudulent, illegal or violative of the Company's Code of Conduct;
4. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of internal control systems of the Company and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies;
5. We further certify that:
  - (a) There have been no significant changes in internal control during this year;
  - (b) There have been no significant changes in accounting policies during this year;
  - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems.

Date: 29th May, 2013  
Place: Mumbai

sd/-  
**Sarang Wadhawan**  
Vice Chairman & Managing Director

sd/-  
**K. P. Devassy**  
Chief Financial Officer

# INDEPENDENT AUDITORS' REPORT

## To The Members of **Housing Development and Infrastructure Limited** **Report on the Financial Statements**

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

### **Management's 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 principles generally accepted in India including Accounting Standards referred to in Section 211(3C) 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.

### **Auditors' 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 misstatements.

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 aforesaid 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:

- In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013;
- In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### **Emphasis of Matter**

We draw attention to:

Reference is drawn to Note No. 22 of the Notes on Financial Statements regarding writing off of exceptional item of ₹ 44,198.45 lacs from the statement of Profit and Loss. The Company has received a notice of termination of its agreement with Mumbai International Airport Limited (MIAL) for its Slum Rehabilitation project citing unsubstantiated charges. As a conservative accounting practices, an amount of ₹ 44,198.45 lacs being unrealized cost pertaining to the project has been written off during the year. The Company has challenged the said termination and as advised by their legal counsels have initiated legal remedies available to it. Our opinion is not qualified in respect of this matter.

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

- As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- As required by Section 227(3) of the Act, we report that:
  - 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;
  - 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.
  - The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act;
  - On the basis of the written representations received from the directors as on 31st March, 2013, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013, from being appointed as a director in terms of Clause (g) of sub-section (1) of Section 274 of the Act.

For **THAR & CO.**

Chartered Accountants  
 Firm Registration No. 110958W

**Jayesh R. Thar**

(Partner)  
 ICAI Membership No. 032917

Place: Mumbai  
 Date: 29th May, 2013

## ANNEXURE TO INDEPENDENT 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 financial statements for the year ended on 31st March, 2013 of Housing Development and Infrastructure Limited:

1. In respect of its Fixed Assets:
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
  - b) Fixed Assets have been physically verified by the management during the year in accordance with a phased program of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
  - c) The Fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of the fixed assets of the Company and such disposal has, in our opinion, not affected the going concern status of the Company.
2. In respect of its Inventories:
  - a) The inventories have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of verification is reasonable.
  - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
3. In respect of the loans, secured or unsecured, granted or taken by the Company to/from companies, firms or other parties covered in the register maintained under Section 301 of the Act.
  - a) The Company has given loans to its ten subsidiary companies. In respect of the said loans, the maximum amount outstanding during the year is ₹ 89,704.30 lacs and the year-end balances of such loans are ₹ 79,624.99 lacs.
  - b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the Company.
  - c) No repayment schedule has been specified and repayment has been made on demand, therefore the question of regularity in repayment of principal amount, wherever applicable, does not arise.
  - d) In respect of the said loans and interest thereon, there are no overdue amounts.
  - e) The Company has not taken any loans from such parties.
4. In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regards to purchase of inventories, fixed assets, sale of units and services. During the course of audit, we have not observed any continuing failure to correct the major weaknesses in the internal controls.
5.
  - a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered into the register maintained under Section 301 of the Act have been so entered.
  - b) In our opinion and having regard to our comments in paragraph 5(a) above and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in the registered maintained under Section 301 of the Act and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time where such market prices are available.
6. The Company has not accepted deposits from the public within the meaning of Sections 58A and 58AA and the rules framed there under. Therefore, the provisions of Clause (vi) of paragraph 4 of the Order are not applicable to the Company.
7. In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.
8. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209 (1) (d) of the Act and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.
9.
  - a) According to the information and explanations given to us the Company is regular in depositing undisputed statutory dues including Provident Fund, Employee's State Insurance, Income-tax, Sales Tax, Wealth-tax, Service-tax and other applicable statutory dues with the appropriate authorities except the following dues were outstanding for more than 6 months from the date they became payable –



## ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Nature of Dues	₹ in Lacs
Service Tax	71.21
Value Added Tax (VAT)	582.11
TDS on Works Contract Tax (WCT)	239.43
Income Tax Deducted at Source (TDS)	198.73
Wealth Tax (WT)	6.21

- b) In our opinion and according to the information and explanations given to us by the management, there are no disputed statutory dues that have not been deposited on account of matters pending before the appropriate authorities, except for Income-tax demand of ₹ 30,287.42 lacs pertaining to the financial years 2005-06 to 2009-10, for which the Company is in appeal before the Income-tax Appellate Tribunal (ITAT), Mumbai. Against the said demand, the Company has paid a sum of ₹ 6,253.16 lacs under protest.
10. The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash loss during the financial year or in the immediately preceding financial year.
11. In our opinion and according to the information, explanations and representation given to us by the management, during the year, the Company has repaid dues of ₹ 71,783.14 lacs including principal and interest, to Banks, Financial Institutions and Debenture-holders beyond the stipulated date and as at 31st March, 2013, the following amounts are overdue –

Particulars	₹ in Lacs (including Interest)
Term Loans due to Banks	28,183.84
Term loans due to Financial Institutions	8,279.38
Non-convertible Debentures	26,722.34

12. Based on our examination of records and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
13. In our opinion, the Company is not a Chit Fund or a Nidhi/ Mutual Benefit Fund/ Society. Accordingly, the provisions of Clause 4(xiii) of the Order are not applicable to the Company.
14. In our opinion and according to the information and explanations given to us, the Company is not a dealer or trader in securities. It has only invested in the shares of subsidiaries, other body corporate and units of mutual funds for which proper records have been maintained and timely entries have been made therein. The said investments are held in Company's own name.
15. The Company has given guarantees for loans taken by others from banks and financial institutions. According to the information and explanations given to us, the terms and conditions of the aforesaid guarantees are not, prima facie, prejudicial to the interest of the Company.
16. In our opinion and according to the information and explanations given to us and on the basis of books and records as produced before and examined by us, the term loans have been applied for the purposes for which they were raised.
17. According to the information and explanations given to us, and on overall examination of the Balance Sheet of the Company, we are of opinion that there are no funds raised on short-term basis that have been used for long-term Investments.
18. The Company has not made any preferential allotment of shares to parties covered in the registered maintained u/s. 301 of the Companies Act, 1956.
19. In our opinion and according to the information and explanations given to us, the Company has created securities or charges in respect of the debentures issued.
20. The Company has not raised money by way of Public issue during the year. Hence, the Clause 4(xx) of the Order is not applicable to the Company.
21. Based on the audit procedure performed and the representation obtained from the management, no case of fraud on or by the Company has been noticed or reported during the course of our audit.

For **THAR & CO.**  
 Chartered Accountants  
 Firm Registration No. 110958W

**Jayesh R. Thar**  
 (Partner)  
 ICAI Membership No. 032917

Place: Mumbai  
 Date: 29th May, 2013

# BALANCE SHEET AS AT

Particulars	Note No.	31st March, 2013 (₹ in Lacs)		31st March, 2012 (₹ in Lacs)	
<b>I. EQUITY AND LIABILITIES</b>					
<b>(1) Shareholders' Funds</b>					
(a) Share Capital	2	41,900.40		41,900.40	
(b) Reserves and Surplus	3	976,275.79	1,018,176.19	961,760.30	1,003,660.70
<b>(2) Non-Current Liabilities</b>					
(a) Long-term borrowings	4	75,027.10		124,673.63	
(b) Deferred tax liabilities (Net)	5	1,516.61		1,310.96	
(c) Long term provisions	6	122.93	76,666.64	198.29	126,182.88
<b>(3) Current Liabilities</b>					
(a) Short-term borrowings	7	151,307.14		179,663.11	
(b) Trade payables	8	43,967.72		53,668.65	
(c) Other current liabilities	9	328,237.56		256,254.24	
(d) Short-term provisions	10	12,552.18	536,064.60	18,021.07	507,607.07
<b>Total</b>			<b>1,630,907.43</b>		<b>1,637,450.65</b>
<b>II. ASSETS</b>					
<b>(1) Non-current assets</b>					
(a) Fixed assets	11				
(i) Tangible assets		16,507.72		17,139.08	
(ii) Intangible assets		196.08		377.82	
(iii) Capital work-in-progress		807.41	17,511.21	686.25	18,203.15
(b) Non-current investments	12		83,886.45		78,595.00
(c) Long-term loans and advances	13		1,398.84		1,395.78
<b>(2) Current assets</b>					
(a) Current investments	14	2,547.66		51,600.00	
(b) Inventories	15	1,058,792.38		1,056,914.84	
(c) Trade receivables	16	41,889.57		27,864.54	
(d) Cash and bank balances	17	19,248.08		23,012.86	
(e) Short-term loans and advances	18	405,633.24	1,528,110.93	379,864.48	1,539,256.72
<b>Total</b>			<b>1,630,907.43</b>		<b>1,637,450.65</b>
Significant Accounting Policies (Accompanying notes are an integral part of the financial statements)	1				

As per our report of even date attached

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

For and on behalf of the Board of Directors

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Waryam Singh**  
Director

**Shyam Sunder Dawra**  
Director

**Lalit Mohan Mehta**  
Director

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Ashok Kumar Gupta**  
Director

**Raj Kumar Aggarwal**  
Director

**Ramesh Chander Kapoor**  
Director

Place: Mumbai  
Date: 29th May, 2013

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

Particulars	Note No.	31st March, 2013 (₹ in Lacs)	31st March, 2012 (₹ in Lacs)
<b>Revenue:</b>			
Revenue from operations	19	98,053.14	92,007.47
Other Income	20	17,308.19	14,660.17
<b>Total Revenue</b>		<b>115,361.33</b>	<b>106,667.64</b>
<b>Expenses:</b>			
Cost of material consumed	21	31,171.92	51,164.42
Changes in inventories of finished goods and work-in-progress	22	(46,075.99)	(60,727.55)
Employee benefits expense	23	3,174.03	3,782.03
Finance costs	24	56,777.06	57,803.38
Depreciation and amortisation expense	11	781.98	844.17
Other expenses	25	8,823.06	12,264.19
<b>Total Expenses</b>		<b>54,652.06</b>	<b>65,130.64</b>
<b>Profit before exceptional items and tax</b>		<b>60,709.27</b>	<b>41,537.00</b>
Exceptional Items	22	(44,198.45)	-
<b>Profit before tax</b>		<b>16,510.82</b>	<b>41,537.00</b>
<b>Tax expense:</b>			
Current tax :			
Income tax		1,767.18	2,187.30
Deferred tax charge		205.65	654.02
<b>Total Taxes</b>		<b>1,972.83</b>	<b>2,841.32</b>
<b>Profit for the year</b>		<b>14,537.99</b>	<b>38,695.68</b>
<b>Earnings per equity share of ₹ 10/- each</b>	29		
Basic		3.46	9.50
Diluted		3.46	9.34
Significant Accounting Policies	1		
(Accompanying notes are an integral part of the financial statements)			

As per our report of even date attached

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

Place: Mumbai  
Date: 29th May, 2013

For and on behalf of the Board of Directors

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Waryam Singh**  
Director

**Shyam Sunder Dawra**  
Director

**Lalit Mohan Mehta**  
Director

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Ashok Kumar Gupta**  
Director

**Raj Kumar Aggarwal**  
Director

**Ramesh Chander Kapoor**  
Director

# CASH FLOW STATEMENT FOR THE YEAR ENDED

	31st March, 2013 (₹ in Lacs)		31st March, 2012 (₹ in Lacs)	
<b>A. Cash flow from operating activities</b>				
Net profit before tax		16,510.82		41,537.00
Adjustments for:				
(1) Depreciation and amortisation expense	781.98		844.17	
(2) Interest expenses	56,777.06		57,803.38	
(3) Profit on sale of fixed assets	-		(1,120.51)	
(4) Interest received	(17,300.73)		(13,046.14)	
(5) Dividend received	(5.72)		(5.72)	
(6) Loss on sale of fixed assets	10.63		-	
(7) Fixed asset discarded	19.16		-	
(8) Loss on sale of investments	82.99	40,365.37	-	44,475.18
Operating profit before working capital changes		56,876.19		86,012.18
Movements in working capital:				
Decrease/(Increase) in inventory	(1,877.54)		(48,266.53)	
Decrease/(Increase) in trade receivable	(14,025.03)		6,420.29	
Decrease/(Increase) in other receivables	(25,771.83)		34,340.99	
(Decrease)/Increase in trade and other payables	44,056.65		52,517.71	
Net movement in working capital		2,382.25		45,012.46
Cash generated from operations		59,258.44		131,024.64
Less: Direct taxes paid (net of refunds)		7,361.43		(3,172.17)
<b>Net cash from operating activities</b>		<b>51,897.01</b>		<b>134,196.81</b>
<b>B. Cash flows from investing activities</b>				
(1) (Increase)/Decrease in capital work-in-progress	(121.16)		8,421.12	
(2) (Increase)/Decrease in investments (net)	43,677.90		(52,829.00)	
(3) Interest received	17,300.73		13,046.14	
(4) Dividend received	5.72		5.72	
(5) Purchase of fixed assets	(10.19)		(716.17)	
(6) Sale of fixed assets	11.53		1,247.24	
Net cash from investing activities		<b>60,864.53</b>		<b>(30,824.95)</b>
<b>C. Cash flows from financing activities</b>				
(1) Proceeds from borrowings	1,403.35		49,931.56	
(2) Repayment of borrowings	(61,152.61)		(95,387.88)	
(3) Proceeds from share warrants	-		299.96	
(4) Interest paid	(56,777.06)		(57,803.38)	
<b>Net cash used in financing activities</b>		<b>(116,526.32)</b>		<b>(102,959.74)</b>
Net increase in cash and cash equivalents (A + B + C)		(3,764.78)		412.12
Cash and cash equivalents at the beginning of the year		23,012.86		22,600.74
Cash and cash equivalents at the end of the year		19,248.08		23,012.86
Components of cash and cash equivalents as at				
Cash on hand		31-Mar-2013		31-Mar-2012
With banks - on current account		57.29		3,092.73
- on Escrow account		589.16		500.85
- on deposit account *		4.85		32.13
		18,596.78		19,387.15
		<b>19,248.08</b>		<b>23,012.86</b>

\* includes fixed deposits of ₹ 646.20 lacs (previous year ₹ 3,034.20 lacs) pledged with bank as security for bank guarantees, ₹ 6,427 lacs (previous year ₹ 6,427 lacs) with bank for Debt Service Reserve and ₹ 9,842.50 lacs (previous year ₹ 8,961.27 lacs) pledged with bank as security for bank overdraft.

Notes: Figures in the brackets indicate outflow.

As per our report of even date attached

For and on behalf of the Board of Directors

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Waryam Singh**  
Director

**Ashok Kumar Gupta**  
Director

**Shyam Sunder Dawra**  
Director

**Raj Kumar Aggarwal**  
Director

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

**Lalit Mohan Mehta**  
Director

**Ramesh Chander Kapoor**  
Director

Place: Mumbai  
Date: 29th May, 2013



# NOTES ON FINANCIAL STATEMENTS

## 1. SIGNIFICANT ACCOUNTING POLICIES:

### A. Basis of preparation

a) These financial statements have been prepared on an accrual basis and under historical cost convention and in compliance, in all material aspects, with the applicable accounting principles in India, the applicable accounting standards notified under Section 211 (3C) and the other relevant provisions of the Companies Act, 1956. All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle to be 5 years for the purpose of current - non-current classification of assets and liabilities.

### b) Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities as on the date of the financial statements and the reported amounts of revenue and expenses during the period reported. Actual results could differ from those estimates. Any revision to accounting estimates is recognised in accordance with the requirements of the respective accounting standard.

### B. Fixed assets

#### a) Tangible assets

Fixed assets are stated at cost of acquisition or construction less depreciation. All costs relating to the acquisition and installation of fixed assets are capitalised and includes financing costs relating to borrowed funds attributable to construction or acquisition of fixed assets, up to the date the asset is put to use.

#### b) Intangible assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

### C. Depreciation and amortisation

Depreciation on fixed assets has been provided on straight-line method at the rates and in the manner as specified in Schedule XIV to the Companies Act, 1956.

Intangible assets are amortised as follows:

Computer softwares: Over a period of three years.

### D. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments and are carried at lower of cost and fair value determined on an individual investment basis whereas all other investments are classified as long-term investments and are carried at cost. Provision for diminution in value of long term investment is made to recognise a decline other than temporary as specified in Accounting Standard (AS 13) on "Accounting for Investments".

### E. Inventories

#### Inventories are valued as follows:

Inventory comprises of completed property for sale, transferable development rights and projects in progress.

(i) Completed property for sale and transferable development rights are valued at lower of cost or net realisable value. Cost formula used are 'First-in-First-out'. Cost includes cost of land, land development rights, acquisition of tenancy rights, materials, services, borrowing costs and other related overheads as the case may be.

(ii) Projects in progress are valued at lower of cost or net realisable value. Cost formula used are 'First-in-First-out'. Cost includes cost of land, land development rights, materials, services, borrowing costs, acquisition of tenancy rights and other related overheads. Cost incurred/items purchased specifically for projects are taken as consumed as and when incurred/received.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(iii) In the case of acquisition of land for development and construction, the rights are acquired from the owners of the land and the conveyance and registration thereof will be executed between the original owners and the ultimate purchasers as per trade practice.

### F. Revenue recognition

The Company follows completed project method of accounting ("Project Completion Method of Accounting"). Allocable expenses incurred during the year are debited to work-in-progress account. The income is accounted for as and when the projects get completed or substantially completed. The revenue is recognised to the extent it is probable and the economic benefits will flow to the Company and the revenue can be reliably measured.

#### a) Sale:

##### i) Unit in real estate:

Revenue is recognised when the significant risks and rewards of ownership of the units in real estate have passed to the buyer.

##### ii) Sale/trading of goods and materials:

Sales are recognised when goods are supplied and are recorded net of returns, trade discounts, rebates and sales taxes.

#### b) Rent:

Revenue is recognised on accrual basis.

## NOTES ON FINANCIAL STATEMENTS

- c) **Interest:**
  - i) Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.
  - ii) Interest due on delayed payments by customers is accounted for on receipts basis due to uncertainty of recovery of the same.
- d) **Dividend:**  
Revenue is recognised when the shareholders' right to receive payment is established by the Balance Sheet date.
- e) **Share of profit from joint ventures:**  
Share of profit/(loss) from partnership firms is accounted for in respect of the financial year ending on or before the Balance Sheet date.
- f) **Share in revenue of entertainment vertical:**  
Revenue is recognised on accrual basis.
- g) **Profit on sale of investment:**  
It is recognised on its liquidation/redemption.
- G. **Employees benefits**
  - a) Defined Contribution Plans such as Provident Fund etc., are charged to the Statement of Profit and Loss as incurred.
  - b) Defined Benefit Plans - The present value of the obligation under such plan, is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognised immediately in the Statement of Profit and Loss. In case of funded defined benefit plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis. The Company has an obligation to make good the shortfall, if any.
  - c) Other Long-term Employee Benefits are recognised in the same manner as Defined Benefit Plans.
  - d) Termination benefits are recognised as and when incurred.
- H. **Borrowing cost**  
Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset (including real estate projects) are considered as part of the cost of the qualifying asset. Other borrowing costs are treated as period costs and charged to Statement of Profit and Loss as and when they are incurred.
- I. **Foreign currency transaction**
  - a) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of transaction.
  - b) Monetary items denominated in foreign currencies at the year end are restated at the year end rates.
  - c) Non-monetary foreign currency items are carried at cost.
  - d) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.
- J. **Leases**
  - a) **As a lessor**  
Lease income is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term. Recurring costs are recognised as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised in the Statement of Profit and Loss.
  - b) **As a lessee**  
Leases where the lessor effectively retains substantially all the risks and benefits of ownership during the leased term, are classified as operating leases. Operating lease payments are charged to the Statement of Profit and Loss.
- K. **Impairment**
  - (i) The carrying amounts of assets are reviewed at each Balance Sheet date when required to assess whether they are recorded in excess of their recoverable amounts, and where carrying values exceed this estimated recoverable amount, assets are written down to their recoverable amount.
  - (ii) After impairment, depreciation is provided on the assets revised carrying amount over its remaining useful life.
  - (iii) A previously recognised impairment loss is increased or decreased depending on change in circumstances. However, an impairment loss is not decreased to an amount higher than the carrying amount that would have been determined has no impairment loss been recognised.
- L. **Income taxes**
  - a) Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.
  - b) Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted as at the Balance Sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company

## NOTES ON FINANCIAL STATEMENTS

has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

### M. Segment reporting policies

The main business of the Company is real estate development and construction of residential and commercial properties, infrastructure facilities and all other related activities revolve around the main business and as such there are no separate reportable segments as specified in Accounting Standard (AS - 17) on "Segment Reporting". The Company through its subsidiary Company HDIL Entertainment Private Limited is engaged into entertainment segment. Since its revenue/activities are not significant the same is not reported separately.

### N. Earnings per equity share

Basic earnings per equity share are calculated by dividing the net profit/(loss) for the year attributable to equity shareholders (after deducting attributable taxes) by weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for event of fresh issue of shares to the public.

For the purpose of calculating diluted earnings per equity share, the net profit or (loss) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

### O. Provisions, contingent liabilities and contingent assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>2. SHARE CAPITAL</b>		
<b>Authorised</b>		
50,00,00,000 (previous year 50,00,00,000) Equity Share of ₹ 10/- each	50,000.00	50,000.00
<b>Issued, Subscribed and Paid Up</b>		
41,90,03,986 (previous year 41,90,03,986) Equity Shares of ₹ 10/- each fully paid-up	41,900.40	41,900.40
(Of the above 23,12,20,595 Equity shares of ₹ 10/- each were allotted as fully paid up bonus shares by way of capitalisation of General Reserve and Securities Premium)		
<b>Total</b>	<b>41,900.40</b>	<b>41,900.40</b>
The aggregate number of bonus shares issued in the last five years immediately preceding the Balance Sheet date is 6,12,20,595 equity shares.		
<b>Reconciliation of the number of shares outstanding:</b>		
<b>Equity Shares</b>	<b>Number</b>	<b>Number</b>
Shares outstanding at the beginning of the year	41,90,03,986	41,50,03,986
Shares Issued during the year	-	40,00,000
<b>Shares outstanding at the end of the year</b>	<b>41,90,03,986</b>	<b>41,90,03,986</b>
<b>Terms/rights attached to shares:</b>		
The Company has only one class of shares i.e. equity shares of ₹ 10/- each. Shareholders are entitled to vote in accordance with their shareholding in the Company and receive dividend as and when declared by the Company.		
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.		
<b>Shares in the Company held by each shareholder holding more than 5 percent :</b>		
Mr. Rakesh Kumar Wadhawan	Number	7,60,47,661
	%	18.15%
Orbis SICAV - Asia Ex- Japan Equity Fund	Number	3,29,90,632
	%	7.87%
Platinum Investment Management Limited A/C	Number	3,30,62,524
Platinumasia Fund	%	7.89%
		2,42,95,900
		5.80%

## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>3. RESERVE AND SURPLUS</b>		
<b>Securities Premium Account</b>		
Opening Balance	491,143.48	480,543.48
Add: Securities premium credited on Share issue	-	10,600.00
<b>Closing Balance</b>	<b>491,143.48</b>	<b>491,143.48</b>
<b>Debenture Redemption Reserve</b>		
Opening Balance	104,920.00	41,680.00
Add: Transferred from Statement of Profit and Loss	14,472.90	82,250.00
Less: Transferred to General Reserve	31,393.30	19,010.00
<b>Closing Balance</b>	<b>87,999.60</b>	<b>104,920.00</b>
<b>Share Warrants Forfeiture Account:</b>		
Opening Balance	15,219.97	-
Add: Share warrants forfeited during the year	-	15,219.97
<b>Closing Balance</b>	<b>15,219.97</b>	<b>15,219.97</b>
<b>General Reserve</b>		
Opening Balance	346,672.50	327,662.50
Add: Transferred from Debenture Redemption Reserve	31,393.30	19,010.00
<b>Closing Balance</b>	<b>378,065.80</b>	<b>346,672.50</b>
<b>Surplus in the Statement of Profit and Loss</b>		
Opening Balance	3,804.35	46,402.46
Less: Short provision for tax of earlier years	22.50	22.75
Add: Net Profit for the current year	14,537.99	38,695.68
Add: MAT credit entitlement	-	978.96
Less: Transferred to Debenture Redemption Reserve	14,472.90	82,250.00
<b>Closing Balance</b>	<b>3,846.94</b>	<b>3,804.35</b>
<b>Total</b>	<b>976,275.79</b>	<b>961,760.30</b>
<b>4. LONG-TERM BORROWINGS</b>		
<b>Secured Long Term Borrowings :</b>		
18,942 (previous year 19,442) Redeemable Non Convertible Debentures of ₹ 10.00 lacs each	75,027.10	124,673.63
<b>Total</b>	<b>75,027.10</b>	<b>124,673.63</b>

### Details of securities and other terms and conditions are as under:

#### I) Secured Redeemable Non-Convertible Debentures:

##### a) Secured Redeemable Non-Convertible Debentures (Listed):

- i) 11,500 (11,500) Secured Redeemable Non-Convertible Debentures of ₹ 10.00 lacs each fully paid carrying interest at the rate of 12% p.a. payable quarterly are issued on Private Placement basis to various banks. Secured by Non-agricultural Land admeasuring to about 173.40 acres i.e. 7,01,992 sq. mtrs. situated at village Kasarali, Taluka Vasai, District Thane which is owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company. These Secured Non-Convertible Debentures are redeemable commencing from December, 2012 onwards at 33% each in third and fourth year and 34% at the end of fifth year.
- ii) 5,175 (5,175) Secured Redeemable Non-Convertible Debentures of ₹ 10.00 lacs each fully paid carrying interest at the rate of 12% p.a. payable quarterly are issued on Private Placement basis to various banks. Secured by Non-agricultural Land admeasuring to about 36.36 acres situated at Village Kopri, Taluka Vasai, District Thane which is owned by Privilege Power and Infrastructure Private Limited a wholly owned subsidiary, of the Company. These Secured Non-Convertible Debentures are redeemable commencing from March, 2013 onwards at 33% each in third and fourth year and 34% at the end of fifth year.

##### b) Secured Redeemable Non-Convertible Debentures (Non listed) : -

- i) a) 2,267 (2,267) Secured Redeemable Non-Convertible Debentures of ₹ 10.00 lacs each fully paid carrying interest with a floor of 13.25% p.a. payable monthly are issued on Private Placement basis to Life Insurance Corporation of



## NOTES ON FINANCIAL STATEMENTS

India. The debentures are secured by 2,88,940 Sq. mtrs Non-agricultural land situated at Village Doliv and Village Khardi, Vasai, District Thane and further secured by mortgage of first to nine floors except 3rd, 4th and 6th floors of commercial building area admeasuring 1,95,846 sq. ft. situated at HDIL Towers, Bandra (East), Mumbai. These Secured Non-Convertible Debentures are redeemable in equal monthly instalment of ₹ 10.00 lacs each commencing from 1st September, 2012.

- ii) Nil (500) Secured Redeemable Non-Convertible Debentures of ₹ 10.00 lacs each fully paid carrying interest @ 11.50% p.a. payable quarterly are issued on Private Placement basis to Bank of India. Secured by registered mortgage of Land admeasuring 395.24 sq. mtrs. situated at Survey No. 255 (comprised old Survey Nos. 255 and 256/03), mauje Maharajpura, Taluka Kadi, Mehsana, Gujarat. These Secured Non-Convertible Debentures are redeemed fully during the year.
- II) **All the above debentures have been personally guaranteed by Executive Chairman and Vice Chairman and Managing Director of the Company.**
- III) **IDBI Trustee is the trustee to all the above Debentures issued.**
- IV) **Maturity profile and Rate of interest of Non Convertible Debentures are as set out below:**

Rate of Interest	Maturity Profile		
	April 14 to March 15 (₹ in Lacs)	April 15 to March 16 (₹ in Lacs)	April 16 to March 17 (₹ in Lacs)
12.00%	54,952.90	13,259.20	3,145.00
13.25%	3,670.00	-	-

- V) There has been delay in repayment of dues of NCD(Principal and interest), as bank accounts of the Company were freezed by authorities(Income Tax and Service Tax) intermittantly during the year. Upon filing of appeal with the ITAT, a stay order was granted by the ITAT and attachment order on bank accounts were lifted. Subsequently Service tax authority has lifted the attachment on 24th May, 2013, the Company is in the process of making the payments. Details of such delay in each case as on 31st March, 2013 are as under:

Name of the Bank	Principal (₹ in Lacs)	Interest (₹ in Lacs)
1. The Jammu and Kashmir Bank	4,125.00	
2. The Jammu and Kashmir Bank	4,125.00	
3. Central Bank of India	1,650.00	
4. Punjab and Sind Bank	990.00	
5. UCO Bank	825.00	
6. Union Bank of India	6,600.00	
7. Life Insurance Corporation	7,000.00	1,407.34
	<b>25,315.00</b>	<b>1,407.34</b>

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>5. DEFFERED TAX LIABILITIES(NET)</b>		
<b>Arising on account of timing differences</b>		
<b>Liabilities</b>		
Related to fixed assets	1,596.14	1,421.59
	<b>1,596.14</b>	<b>1,421.59</b>
<b>Assets</b>		
Bonus payable	44.15	42.71
Provision for gratuity	21.54	11.56
Provision for encashment of leave	13.84	56.36
	<b>79.53</b>	<b>110.63</b>
<b>Total</b>	<b>1,516.61</b>	<b>1,310.96</b>

## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>6. LONG-TERM PROVISIONS</b>		
Provision for employee benefits:		
Gratuity	-	34.81
Leave Encashment	122.93	163.48
<b>Total</b>	<b>122.93</b>	<b>163.48</b>
<b>7. SHORT-TERM BORROWINGS</b>		
Secured Short Term Borrowings :		
Loans repayable on demand from Bank	9,842.50	8,595.14
Term Loans from Scheduled Banks	90,172.68	114,316.23
Term loans from Financial Institutions	51,291.96	56,751.74
<b>Total</b>	<b>1,51,307.14</b>	<b>1,79,663.11</b>

### Details of securities and other terms and conditions are as under:

#### I) Loans repayable on demand from Scheduled Bank:

##### Punjab and Maharashtra Co-operative Bank Limited:

Secured by pledge of fixed deposit receipts with the bank, current rate of interest 10% p.a. for ₹ 69.12 lacs, 10.75% p.a. for ₹ 97.13 lacs and 11% p.a. for ₹ 60.85 lacs (Previous year 10% p.a.).

#### II) Loans from Scheduled Banks:

##### a) Bank of India:

Secured by registered mortgage of free sale component to be generated on the piece and parcel of Land bearing Survey No. 236A and 194 (pt) admeasuring about 18,199.08 sq.mtrs. on the property situated at Ghatkopar (East) together with buildings constructed or to be constructed thereon. The term loan is repaid fully during the year.

##### b) Central Bank of India:

Secured by registered mortgage of property admeasuring 10 acres situated at Premier Road, Off. LBS Marg, in Greater Mumbai, Village Kurla, Taluka Kurla, Mumbai. Rate of interest base rate + 5.25% p.a. payable monthly. Repayable in 12 equal bi-monthly installment of ₹ 2,500 lacs each commencing from June, 2011.

##### c) Punjab National Bank:

i) Secured by equitable mortgage of land admeasuring 2,50,015 sq. mtrs. at Village Shirgaon, Chandansar Road, Virar (E), Taluka Vasai, District Thane. Rate of interest is base rate + 5.25% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 1,666.67 lacs each commencing from July, 2010.

ii) Secured by *pari-passu* charge on registered mortgage of all the rights in Land admeasuring 15,554.55 sq. mtrs. bearing CTS No. 866B (1) at Village Ambivali, Taluka Andheri, Mumbai Suburban District as well as FSI pertaining to the plot of land bearing CTS 866-A admeasuring 93,327.40 sq. mtrs. and right to TDR of the entire layout of 1,24,436.50 sq. mtrs. Rate of interest is base rate + 5.25% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 2,083.33 lacs each commencing from 18th June, 2010.

##### d) Punjab and Sind Bank:

i) Secured by 1,52,955 sq. mtrs. of non-agricultural plot of Land situated at Village Chandansar, Virar (E) owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company carrying interest at base rate + 5% p.a. payable monthly. Repaid fully during the year.

ii) Secured by exclusive charge on B & D Wings out of A, B, C & D wings, equivalent to 6,75,500 sq. ft. of saleable area of the building Majestic Tower, at Village Nahur, Mulund, Mumbai, on the Plot of CTS 300/ A-1 and 1021/B of Village Bhandup and CTS No. 771 of Village Nahur, Mulund, Mumbai. Rate of Interest base rate + 5% p.a. payable monthly. Repayable in 36 monthly installment of ₹ 347.22 lacs each after moratorium of 24 months from the date of first disbursement.

##### e) The Jammu and Kashmir Bank:

Secured by mortgage of Land situated at village Kopri, Virar (East) Taluka Vasai, District Thane admeasuring 2,91,610 sq. mtrs. owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company.

## NOTES ON FINANCIAL STATEMENTS

Interest rate is base rate +3.50% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 834 lacs each after moratorium of two years from the date of first disbursement.

**f) UCO Bank:**

Secured by *pari-passu* charge on registered mortgage of all the rights in land admeasuring 15,554.55 sq. mtrs. bearing CTS No. 866B (1) at Village Ambivali, Taluka Andheri, Mumbai Suburban District as well as FSI pertaining to the plot of land bearing CTS 866-A admeasuring 93,327.40 sq. mtrs. and right to TDR of the entire layout of 1,24,436.50 sq. mtrs. Rate of interest base rate + 5% p.a. payable monthly. Repayable in 16 quarterly installment of ₹ 1,563 lacs each after moratorium of 12 months from the date of first disbursement.

**g) Oriental Bank of Commerce:**

Secured by exclusive charge on A & C Wings out of A, B, C & D wings, equivalent to 6,75,500 sq. ft. of saleable area of the building Majestic Tower, at Nahur, Mulund, Mumbai, on the Plot of CTS 300/ A-1 and 1021/B of Village Bhandup and CTS No. 771 of Village Nahur, Mulund, Mumbai. Rate of Interest base rate + 5.50% p.a. payable monthly. Repayable in 36 monthly installment of ₹ 347.22 lacs each after moratorium of 24 months from the date of first disbursement.

**h) Allahabad Bank:**

i) Secured by registered mortgage over the total construction area of 12,07,076 sq. ft. which includes free sale area admeasuring approximately 7,29,075 sq. ft. at CTS No. 551/27,552(pt), 552/1, 552/5 to 12 of Village Nahur, Taluka Kurla, 'T' ward, Mumbai together with the structure standing thereon and further secured by 45,342 sq. mtrs. of Non-agricultural Land situated at Village Chandansar, Taluka Vasai, Dist. Thane, comprising of various survey numbers, owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company. Rate of Interest base rate + 5% payable monthly. Repayable in 12 equal quarterly installments of ₹ 1,250 lacs each after moratorium of 24 months from the date of first disbursement.

ii) Secured by exclusive charge on Escrow account as well as equitable mortgage of land admeasuring 54,970 Sq.mtrs at Village Maljipada, Taluka Vasai, Dist. - Thane, comprising of various survey numbers. Rate of interest is base rate + 5% payable monthly. Repayable within 12 equal quarterly installments of ₹ 625 lacs each after a moratorium of 24 months from the date of first disbursement.

**i) Syndicate Bank:**

Secured by *pari passu* charge over escrow of Cash flows arising out of the project Whispering Tower and further secured by Non-agricultural Land situated at Village Doliv, Koshimbe, Taluka Vasai, Dist. Thane, admeasuring 21.65 acres owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company. Rate of Interest base rate + 3% payable monthly. Repayable in 12 equal quarterly installments ₹ 834 lacs each after moratorium of 24 months from the date of first disbursement.

**III) Term Loans from Financial Institution:**

**a) IL & FS - PMDO:**

Secured by registered mortgage of immovable properties admeasuring 132.61 acres situated at Village Doliv and Khardi - 76 acres, Dahisar - 23.5 acres and Kasarali - 3 acres, aggregating to 102.5 acres owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company and also property owned by Company at Sasunavghar - 30.11 acres given as security. Rate of interest is 12.50% p.a. payable monthly. Repayable in 20 quarterly installments of ₹ 1,977.45 lacs each commencing from August, 2012.

**b) Life Insurance Corporation of India:**

i) Term loan is secured by registered mortgage of property situated at Village Doliv and Village Khardi admeasuring 2,88,940 sq. mtrs. and further secured by mortgage of first to nine floors except 3rd, 4th and 6th floors of commercial building area admeasuring 1,95,846 Sq. ft. situated at HDIL Towers, Bandra (East), Mumbai. Rate of interest is 13% p.a. payable monthly. Repayable in 19 quarterly installment of ₹ 1,500 lacs each commencing from November, 2010. (Also refer to Note No. : 4 (l)(b)(i)).

ii) Securities of the Term loan from Life Insurance Corporation of India are shared on *pari-passu* basis along with the security for debentures issued to Life Insurance Corporation of India. (Also refer to Note No. : 4 (l)(b)(ii)).

**IV) All the above loans have been personally guaranteed by Executive Chairman and Vice Chairman and Managing Director of the Company.**

**V) There has been delay in repayment of dues of Term loans (Principal and interest), as bank accounts of the Company were freezed by authorities (Income Tax and Service Tax) intermittantly during the year. Upon filing of appeal with the ITAT, a stay order was granted by the ITAT and attachment order on bank accounts were lifted. Subsequently Service tax authority has lifted the attachment on 24th May, 2013, the Company is in the process of making the payments. Details of such delay in each case as on 31st March, 2013 are as under:**

## NOTES ON FINANCIAL STATEMENTS

Name of the Bank/Financial Institution	Principal (₹ in Lacs)	Interest (₹ in Lacs)
1. IL&FS Urban Infrastructure Manager Ltd.	1,780.94	965.75
2. Life Insurance Corporation	4,500.00	1,032.69
3. Allahabad Bank	-	443.73
4. Allahabad Bank	-	221.81
5. Central Bank of India	13,957.89	1,284.86
6. Oriental Bank of Commerce	-	486.76
7. Punjab and Sind Bank	228.04	583.48
8. Punjab National Bank	2,236.00	278.11
9. Punjab National Bank	2,678.00	1,441.60
10. The Jammu and Kashmir Bank	-	335.80
11. UCO Bank	2,388.50	1,380.51
12. Syndicate Bank	-	238.74
	<b>27,769.37</b>	<b>8,693.85</b>

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>8. TRADE PAYABLES</b>		
Trade Payables		
- Micro, Small and Medium Enterprises	-	-
- Others	43,967.72	53,668.65
<b>Total</b>	<b>43,967.72</b>	<b>53,668.65</b>

### Micro, Small and Medium Enterprises

Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006 have been determined based on the information available with the Company and the required disclosures are given below:

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
The principal amount remaining unpaid to any supplier as at the end of the year;	-	-
The interest due on the principal remaining outstanding as at the end of the year;	-	-
The amount of interest paid by the buyer in terms of Section 18, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	-	-

## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>9. OTHER CURRENT LIABILITIES</b>		
a) Current maturities of long-term debts		
Redeemable Non-Convertible Debentures (For securities and other terms and conditions, refer Note 4-I, II, III)	87,999.60	69,746.37
b) Interest accrued but not due on loans	4,713.72	4,889.52
c) Interest accrued and due on loans	10,101.18	2,847.71
d) Advances from customers	2,09,761.88	1,62,207.21
e) Unpaid dividend	10.58	9.62
f) Share application money refundable	9.07	10.14
g) Other payables		
i) Due to employees	389.09	442.37
ii) Statutory dues	4,338.08	4,754.49
iii) Security deposit received	10,097.73	10,149.39
iv) Others	816.63	1,197.42
<b>Total</b>	<b>3,28,237.56</b>	<b>2,56,254.24</b>
<b>10. SHORT-TERM PROVISIONS</b>		
<b>Provision for employee benefits:</b>		
Gratuity	66.38	-
Leave Encashment	42.66	6.19
	109.04	6.19
<b>Other Provisions:</b>		
Provision for taxation	50,073.05	48,283.41
Provision for wealth tax	27.99	23.06
	50,101.04	48,306.47
Less: Tax Paid	37,657.90	30,291.59
	12,443.14	18,014.88
<b>Total</b>	<b>12,552.18</b>	<b>18,021.07</b>

### 11. FIXED ASSETS

Description	Cost				Depreciation				WDV	
	As at 1st April, 2012	Additions	Deletions	As at 31st March, 2013	Upto 31st March, 2012	For the year	On Sale or Adjustments	Upto 31st March, 2013	As at 31st March, 2013	As at 31st March, 2012
Own assets :										
Tangible Assets:										
Freehold Land	693.28	-	-	693.28	-	-	-	-	693.28	693.28
Buildings	15,144.56	-	-	15,144.56	944.23	353.50	-	1,297.73	13,846.83	14,200.33
Plant and Machinery	647.89	0.07	-	647.96	62.18	34.77	-	96.95	551.01	585.71
Furniture and Fixtures	347.18	0.61	-	347.79	65.01	31.11	-	96.12	251.67	282.17
Vehicles	1,047.73	-	63.94	983.79	300.91	95.95	42.03	354.83	628.96	746.82
Office Equipments	419.58	4.66	19.06	405.18	69.17	20.34	3.26	86.25	318.93	350.41
Other Assets										
Computers	372.41	0.39	9.09	363.71	92.05	60.11	5.49	146.67	217.04	280.36
Total (A)	18,672.63	5.73	92.09	18,586.27	1,533.55	595.78	50.78	2,078.55	16,507.72	17,139.08
Intangible Assets:										
Computer softwares	733.51	4.46	-	737.97	355.69	186.20	-	541.89	196.08	377.82
Total (B)	733.51	4.46	-	737.97	355.69	186.20	-	541.89	196.08	377.82
Total (A) + (B)	19,406.14	10.19	92.09	19,324.24	1,889.24	781.98	50.78	2,620.44	16,703.80	17,516.90
Previous year	18,839.41	716.17	149.45	19,406.13	1,067.77	844.18	22.72	1,889.23	17,516.90	17,771.64
Capital Work-in-Progress									807.41	686.25



## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>12. NON-CURRENT INVESTMENTS</b>		
<b>Investments (At Cost) (Non-Trade) / (Long-Term)</b>		
<b>Investments in immovable properties</b>		
Leased out at HDIL Towers	2,976.88	2,976.88
Leased out at Pali Arcade	313.72	313.72
	<b>3,290.60</b>	<b>3,290.60</b>
<b>Other than trade (Unquoted Shares)</b>		
Punjab & Maharashtra Co-op. Bank Limited	47.50	47.50
1,90,000 (previous year 1,90,000) Equity Shares of ₹ 25/- each fully paid-up	<b>47.50</b>	<b>47.50</b>
<b>In subsidiary Company (Unquoted Shares)</b>		
HC Infracity Private Limited	750.00	0.75
75,00,000 (previous year 7,500) Equity Shares of ₹ 10/- each fully paid-up		
Privilege Power and Infrastructure Private Limited	32,846.03	32,846.03
1,50,00,000 (previous year 1,50,00,000) Equity Shares of ₹ 100/- each fully paid-up		
HDIL Entertainment Private Limited	7,198.30	2,698.30
2,50,00,000 (previous year 1,00,00,000) Equity Shares of ₹ 10/- each fully paid-up		
Blue Star Realtors Private Limited	1,348.52	1,348.52
34,00,000 (previous year 34,00,000) Equity Shares of ₹ 10/- each fully paid-up		
Blue Star Realtors Private Limited	321.20	321.20
12,84,780 (previous year 12,84,780 ) 0.01% Non Cumulative Redeemable Preference Shares of ₹ 10/- each fully paid-up		
Ravijyot Finance & Leasing Private Limited	30.00	0.60
3,00,000 (previous year 6,000) Equity Shares of ₹ 10/- each fully paid-up		
Excel Arcade Private Limited	605.50	601.50
50,000 (previous year 10,000) Equity Shares of ₹ 10/- each fully paid-up		
Mazda Estates Private Limited	2,710.35	2,706.75
50,000 (previous year 14,000) Equity Shares of ₹ 10/- each fully paid-up		
Guruashish Construction Private Limited	24,548.75	24,548.75
11,00,000 (previous year 11,00,000) Equity Shares of ₹ 100/- each fully paid-up		
BKC Developers Private Limited	9,297.20	9,288.20
98,500 (previous year 8,500) Equity Shares of ₹ 10/- each fully paid-up		
Lashkaria Construction Private Limited	690.00	690.00
69,00,000 (previous year 69,00,000) Equity Shares of ₹ 10/- each fully paid-up	<b>80,345.85</b>	<b>75,050.60</b>
<b>In Associate Company (Unquoted Shares)</b>		
HDIL Leisures Private Limited	202.50	202.50
20,25,000 (previous year 20,25,000) Equity Shares of ₹ 10/- each fully paid-up	<b>202.50</b>	<b>202.50</b>
<b>In Mutual Funds</b>		
JM Mutual Fund	-	3.80
Nil (previous year 30,211.97) units of JM Money Manager Super Plus Plan of ₹ 10/- each fully paid-up (NAV 31st March, 2013 ₹ NA (previous year ₹ 4.18 lacs))		
	<b>-</b>	<b>3.80</b>
<b>Total</b>	<b>83,886.45</b>	<b>78,595.00</b>
In the opinion of the management, the value of above non-current investment is not less than as stated, if realised in the ordinary course of business.		

## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>13. LONG-TERM LOANS AND ADVANCES</b>		
Security Deposits	1,398.84	1,395.78
<b>Total</b>	<b>1,398.84</b>	<b>1,395.78</b>
In the opinion of the management, the value of above long-term loans and advances is not less than as stated, if realised in the ordinary course of business.		
<b>14. CURRENT INVESTMENT</b>		
<b>Current Investments (at lower of cost or market value)</b>		
<b>Other corporates (Unquoted)</b>		
SGS Music and Entertainment Private Limited	-	100.00
Nil (previous year 1,61,290) Equity Shares of ₹ 10/- each fully paid-up		
<b>In subsidiary Company (Unquoted Debentures)</b>		
Guruashish Construction Private Limited	-	51,000.00
Nil (previous year 51,000) 12.50% Secured Redeemable Non Convertible Debentures of ₹ 1 lacs each fully paid-up (Redeemable within 18 months)		
<b>In joint ventures</b>		
M/s. Fine Developers (Fixed Capital ₹ Nil)	1,547.66	500.00
(Share of profit - 90%, other partner and share of profit is Sapphire Land Development Private Limited - 10%.)		
Heritage Housing Development Corporation (Fixed Capital ₹ Nil)	1,000.00	-
(Share of profit - 60%, other partner and share of profit is Pioneer India Developers Private Limited - 40%.)		
<b>Total</b>	<b>2,547.66</b>	<b>51,600.00</b>
In the opinion of the management, the value of above current investment is not less than as stated, if realised in the ordinary course of business.		
<b>15. INVENTORIES</b>		
Work-in-progress (lower of cost or net realisable value)	1,040,902.86	1,035,045.13
Finished goods (lower of cost or net realisable value)	17,889.52	21,869.71
<b>Total</b>	<b>10,58,792.38</b>	<b>10,56,914.84</b>
In the opinion of the management, the value of above inventories is not less than as stated, if realised in the ordinary course of business.		

## NOTES ON FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>16. TRADE RECEIVABLES</b>		
<b>Exceeding six months</b>		
Unsecured, Considered good	23,232.44	26,419.50
<b>Other</b>		
Unsecured, Considered good	18,657.13	1,445.04
<b>Total</b>	<b>41,889.57</b>	<b>27,864.54</b>
In the opinion of the management, the value of above trade receivables is not less than as stated, if realised in the ordinary course of business.		
<b>17. CASH AND BANK BALANCES</b>		
a) Cash and Cash Equivalents		
i) Cash on hand	57.29	3,092.73
ii) Balance with banks		
In current accounts	562.89	491.23
b) Other bank balances		
i) In Fixed Deposit with more than 3 months but less than 12 months maturity *	18,596.78	19,387.15
ii) Current Account balance with banks in unpaid dividend and share application money account	26.27	9.62
iii) Current Account balances in Escrow Account	4.85	32.13
<b>Total</b>	<b>19,248.08</b>	<b>23,012.86</b>
* includes fixed deposits of ₹ 646.20 lacs (previous year ₹ 3,034.20 lacs) pledged with bank as security for bank guarantees, ₹ 6,427 lacs (previous year ₹ 6,427 lacs) with bank for Debt Service Reserve and ₹ 9,842.50 lacs (previous year ₹ 8,961.27 lacs) pledged with bank as security for bank overdraft.		
<b>18. SHORT-TERM LOANS AND ADVANCES</b>		
<b>Unsecured, consider good</b>		
a) <b>Loans and advances to related parties</b>		
Loan to subsidiaries	79,624.99	75,618.68
Loan to associates	16,876.73	15,331.20
b) <b>Others</b>		
Security deposits	2,185.97	2,405.01
Advance to suppliers	22,313.02	17,449.90
Advances for land purchase/ tenancy/ claims/ development rights	283,947.92	267,601.68
Loans to employees	43.03	68.12
Prepaid expenses	103.68	261.77
Interest accrued on fixed deposits	392.09	378.87
Cenvat Credit	145.81	-
Share application money paid	-	749.25
<b>Total</b>	<b>4,05,633.24</b>	<b>3,79,864.48</b>
In the opinion of the management, the value of above short-term loans and advances is not less than as stated, if realised in the ordinary course of business.		

## NOTES ON FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>19. REVENUE FROM OPERATION</b>		
a) Sale of Product		
i) Sale of commercial and residential units	1,288.16	9,766.87
ii) Sale of development rights/ FSI/ Land/ TDR	95,396.81	80,569.71
iii) Sale of Services	74.24	41.94
b) Other operating income		
i) Lease rental (Refer Note No. 19.1)	1,147.44	1,359.90
ii) Others	146.49	269.05
<b>Total</b>	<b>98,053.14</b>	<b>92,007.47</b>
<b>19.1 Assets given on lease:</b>		
a) General description of leasing arrangement		
i) Leased assets: Leasing of commercial premises.		
ii) Future lease rentals are determined on the basis of agreed terms.		
iii) At the expiry of the lease term, the Company agrees to record the new terms and conditions of their agreement in relation to lease of the Premises.		
b) Total operating lease income credited to the Statement of Profit and Loss ₹ 1,147.44 lacs (previous year ₹ 1,359.96 lacs).		
c) Total minimum lease payments receivable.		
<b>The total of minimum lease payments for the year</b>		
Not more than one year	578.87	1,136.63
Not less than one year and not more than five years	331.67	783.36
More than five years	36.65	96.22
<b>20. OTHER INCOME</b>		
Interest received	17,300.73	13,046.14
Dividend received (From Co-operative Bank)	5.72	5.72
Income from sale of fixed assets	-	1,120.51
Miscellaneous income	1.74	487.80
<b>Total</b>	<b>17,308.19</b>	<b>14,660.17</b>

## NOTES ON FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>21. COST OF MATERIAL CONSUMED</b>		
Tenancy/ claims/ FSI/ development rights/Land	6,284.79	15,103.41
Cost of material consumed	24,887.13	36,061.01
<b>Total</b>	<b>31,171.92</b>	<b>51,164.42</b>
<b>22. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS</b>		
Opening finished goods	21,869.71	22,504.43
Opening work-in-progress	1,035,045.13	986,143.88
Less: Adjustment during the year *	44,198.45	12,461.02
<b>Sub-Total</b>	<b>1,012,716.41</b>	<b>996,187.29</b>
Closing finished goods	17,889.52	21,869.71
Closing work-in-progress	1,040,902.86	1,035,045.13
<b>Sub-Total</b>	<b>1,058,792.38</b>	<b>1,056,914.84</b>
<b>Total</b>	<b>(46,075.99)</b>	<b>(60,727.55)</b>
* The Mumbai International Airport Limited has served notice of termination on the Company for Mumbai International Airport project citing unsubstantiated charges, the Company has challenged the said notice. The Company has been advised by it's legal counsel that such notice of termination is not tenable in the court of law and have initiated legal remedies available to it. The Board following its conservative accounting policy has written off unrealised cost (aggregating to ₹ 44,198.45 lacs), pertaining to the Mumbai International Airport project as exceptional item in the current year.		
<b>23. EMPLOYEE BENEFITS EXPENSE</b>		
a) Salaries and incentives	2,886.10	3,278.71
b) Contributions to - Provident and other funds	230.41	319.81
c) Staff welfare expenses	57.52	183.51
<b>Total</b>	<b>3,174.03</b>	<b>3,782.03</b>

As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below:

The Company has created Employee's Group Gratuity Fund with Life Insurance Corporation of India, and obtained Group Gratuity Assurance Policy from LIC for the benefit of employees.

### A) Gratuity Plan:

- I) The AS-15 stipulates that the rate used to discount post employment benefit obligation (both funded and non-funded) should be determined by reference to market yields at the Balance Sheet date on government bonds. The currency and terms of the government bonds should be consistent with the currency and estimated terms of the post-employment benefit obligation.
- II) Estimated future salary increases take account of inflation, seniority, promotion and other retirement factors, such as supply and demand in the employment market.



## NOTES ON FINANCIAL STATEMENTS

The following table set out the status of the gratuity plan as required under AS-15.

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>i) Reconciliation of opening and closing balance of the present value of the defined benefit obligation</b>		
Obligations at beginning of year	286.22	192.72
Interest cost	23.49	15.90
Current service cost	44.32	52.68
Past Service cost	-	71.03
Benefits paid	(19.73)	(10.91)
Actuarial (gain)/loss on defined benefits obligation	(16.38)	(35.20)
<b>Obligation at year end</b>	<b>317.92</b>	<b>286.22</b>
<b>ii) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows</b>		
Opening fair value of plan assets	251.41	205.10
Expected return	21.74	19.63
Actuarial gains and (losses)	(1.88)	0.57
Assets distributed on settlements	-	-
Contribution by employer	-	37.02
Benefits paid	(19.73)	(10.91)
<b>Closing fair value of plan assets</b>	<b>251.54</b>	<b>251.41</b>
<b>iii) Amounts to be recognised in the Balance Sheet</b>		
Projected benefits obligation, at the end of the year	317.92	286.22
Fair value of plan assets at end of the year	251.54	251.41
<b>Net asset/(liability) recognised in the Balance Sheet</b>	<b>(66.38)</b>	<b>(34.81)</b>
<b>iv) Gratuity cost for the year</b>		
Current service cost	44.32	52.68
Past Service cost	-	71.03
Interest cost on obligation	23.49	15.90
Expected return on plan assets	(21.74)	(19.63)
Net actuarial (gain)/loss	(14.50)	(35.77)
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>31.57</b>	<b>84.21</b>

### B) Leave encashment liability:

- I) The AS-15 stipulates that the rate used to discount post employment benefit obligation (both funded and non-funded) should be determined by reference to market yields at the Balance Sheet date on government bonds. The currency and terms of the government bonds should be consistent with the currency and estimated terms of the post-employment benefit obligation.
- II) Estimated future salary increases take account of inflation, seniority, promotion and other retirement factors, such as supply and demand in the employment market.

## NOTES ON FINANCIAL STATEMENTS

The following table set out the status of the leave encashment plan as required under AS-15.

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>i) Reconciliation of opening and closing balance of the present value of the defined benefit obligation</b>		
Obligations at beginning of the year	169.67	179.70
Interest cost	14.42	14.83
Current service cost	27.48	32.62
Benefits paid	-	-
Actuarial (gain) loss on defined benefits obligation	(45.99)	(57.48)
<b>Obligation at year end</b>	<b>165.58</b>	<b>169.67</b>
<b>ii) Amounts to be recognised in the Balance Sheet</b>		
Projected benefits obligation, at the end of the year	165.58	169.67
Fair value of plan assets at end of the year	-	-
<b>Net asset/(liability) recognised in the Balance Sheet</b>	<b>(165.58)</b>	<b>(169.67)</b>
<b>iii) Leave Encashment cost for the year</b>		
Current service cost	27.48	32.62
Interest cost on obligation, at the end of the year	14.42	14.83
Expected return on plan assets	-	-
Net actuarial (gain)/loss	(45.99)	(57.48)
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>(4.09)</b>	<b>(10.03)</b>
<b>C) Valuation Assumptions</b>		
Considering the above stipulation in the case of gratuity and leave encashment, the following assumptions have been made.		
i) Discount Rate	0.08	0.08
ii) Salary Growth	0.07	0.07
iii) Expected rate of return		
Gratuity	0.09	0.09
Leave encashment	NA	NA
iv) Mortality: LIC (1994-96) published table of mortality rate		
v) Withdrawals: 5% at younger ages reducing to 1% to older ages		
vi) Retirement age: 60 years		
<b>24. FINANCE COST</b>		
a) Interest expenses:		
i) Project specific interest expenses	47,665.59	50,616.44
ii) Other interest	9,111.47	7,186.94
<b>Total</b>	<b>56,777.06</b>	<b>57,803.38</b>

## NOTES ON FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>25. OTHER EXPENSES</b>		
Advertisement and sales promotion expenses	435.34	956.00
Commission and brokerage	66.13	2.12
Electricity charges	602.15	1,127.34
Insurance charges	39.90	38.75
Bank Charges	39.44	79.39
Other expenses	244.88	270.30
Loss on sale of investments	82.99	-
Loss on sale of fixed assets	10.63	-
Fixed asset discarded	19.16	-
Loss on foreign exchange fluctuation - net	0.12	0.57
Membership and subscription	15.63	17.45
Printing and stationery	74.16	156.91
Security charges	579.46	677.21
Professional fees	3,726.60	1,319.17
Rent paid (Refer Note 25.1)	45.81	49.10
Rates and taxes	1,515.80	4,144.83
Repairs and maintenance to buildings	55.27	214.73
Repairs and maintenance to other assets	125.28	259.66
Stamping and registration	151.67	0.96
Communication expenses	97.87	161.03
Postages and telegram expenses	6.24	443.18
Travelling and conveyance expenses	241.86	1,534.00
Remuneration to auditors (Refer Note 25.2)	126.18	138.54
Directors remuneration, commission and sitting fees (Refer Note 25.3)	58.60	212.10
Donations	5.40	-
Filing fees paid to the Registrar of Companies	0.06	0.13
Maintenance expenses	456.43	460.72
<b>Total</b>	<b>8,823.06</b>	<b>12,264.19</b>
<b>Above expenses includes Project related expenses</b>	<b>6,468.97</b>	<b>8,130.77</b>

### 25.1 Assets taken on lease:

- a) General description of leasing arrangement
  - i) Leased assets: Residential and Commercial Premises
  - ii) Future lease rentals are determined on the basis of agreed terms.
  - iii) At the expiry of the lease term, the Company agrees to record the new terms and condition of their agreement in relation to lease of the Premises.
- b) Total operating lease expenses debited to the Statement of Profit and Loss ₹ 45.81 lacs (previous year ₹ 49.10 lacs)

c) Total minimum lease payments payable	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>The total of minimum lease payments for year:</b>		
Not more than one year	9.44	45.27
Not less than one year and not more than five years	-	9.37
More than five years	-	-

## NOTES ON FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>25.2 Remuneration to Auditors</b>		
a) Audit fees	63.09	66.18
b) Taxation matters	21.03	24.12
c) Management consultancy	21.03	24.12
d) Other services	21.03	24.12
<b>Total</b>	<b>126.18</b>	<b>138.54</b>
<b>25.3 Managerial Remuneration</b>		
a) Remuneration to the Executive Chairman and Vice Chairman & Managing Director	-	150.00
b) Commission to Non-Executive Directors	50.00	53.91
c) Sitting fees	8.60	8.20
<b>Total</b>	<b>58.60</b>	<b>212.11</b>
<b>25.4 Computation of net profits for Commission payable to the Non-executive Directors</b>		
Profit before tax as per Statement of Profit and Loss	16,510.82	41,537.00
Add: Remuneration to the Executive Chairman and Managing Director	-	150.00
Commission to Non-Executive Directors	50.00	53.91
Sitting fees	8.60	8.20
Depreciation charged in account	781.98	844.18
Net loss on sale of fixed assets as per account	10.63	-
Fixed asset discarded	19.16	-
Net loss on sale of Investment as per account	82.99	-
	<b>17,464.18</b>	<b>42,593.29</b>
Less: Depreciation as per Section 350 of the Companies Act, 1956	781.98	844.18
Net profit as per Section 349 of the Companies Act, 1956	<b>16,682.20</b>	<b>41,749.11</b>
Commission payable to Non-Executive Directors @ 1% of the net profit	166.82	417.49
Restricted to	<b>50.00</b>	<b>53.91</b>
<b>26. CIF VALUE OF IMPORTS</b>		
Value of imports calculated on CIF basis		
- Elevator in Building (C.I.F.)	50.57	Nil
- Construction materials and other expenses	Nil	Nil
<b>27. EXPENDITURE IN FOREIGN CURRENCY</b>		
Expenditure in foreign currency		
- Other matters	29.63	50.33
<b>28. Earnings in foreign currency</b>		
Earnings in foreign currency	Nil	Nil

## NOTES ON FINANCIAL STATEMENTS

Particulars	Year ended 31st March, 2013 (₹ in Lacs)	Year ended 31st March, 2012 (₹ in Lacs)
<b>29. EARNINGS PER EQUITY SHARE HAS BEEN COMPUTED AS UNDER:</b>		
(a) Net profit after tax as per Statement of Profit and Loss	14,537.99	38,695.68
(b) Less: Short provision for tax of earlier years	22.50	22.75
(c) MAT Credit Entitlement	-	978.96
(d) Net Profit attributable to Equity Shareholders	14,515.49	39,651.89
(e) Number of fully paid equity shares used in computing earnings per equity share		
Basic Nos.	41,90,03,986	41,75,50,434
Diluted Nos.	41,90,03,986	42,45,22,128
(f) Basic Earnings per share	3.46	9.50
(g) Diluted Earnings per share	3.46	9.34
(h) Nominal value per equity share is ₹ 10/-		

### 30. RELATED PARTY DISCLOSURE

#### A. List of related parties with whom transactions have taken place during the current accounting year and relationship:

##### Subsidiaries

1. Privilege Power and Infrastructure Private Limited
2. HDIL Entertainment Private Limited
3. Blue Star Realtors Private Limited
4. Ravijyot Finance and Leasing Private Limited
5. Excel Arcade Private Limited
6. Mazda Estates Private Limited
7. Guruashish Construction Private Limited
8. BKC Developers Private Limited
9. Lashkaria Construction Private Limited
10. HC Infracity Private Limited

##### Associates

1. HDIL Leisures Private Limited

##### Enterprise significantly influenced by key management personnel

1. Privilege Airways Private Limited
2. Privilege Industries Limited
3. Privilege Health Care Services Private Limited

##### Joint Venture

1. Fine Developers
2. Heritage Housing Development Corporation

##### Relative of promoter of the Company

1. Shri Sunpreet Singh

##### Key management personnel

##### Name

Shri Rakesh Kumar Wadhawan  
Shri Sarang Wadhawan  
Shri K. P. Devassy  
Shri Darshan D. Majmudar

##### Designation

Executive Chairman  
Vice Chairman & Managing Director  
Chief Financial Officer  
Vice President - Company Secretary & Legal



# NOTES ON FINANCIAL STATEMENTS

## B. Transactions with related party

(₹ in lacs)

Nature of transaction	31st March, 2013					31st March, 2012				
	Subsidiary	Enterprises influenced by Key Management Personnel	Joint Ventures/ Associates/ Relative of promoters	Key Management Personnel	Total	Subsidiary	Enterprises influenced by Key Management Personnel	Joint Ventures/ Associates/ Relative of promoters	Key Management Personnel	Total
Loans/advances paid	13,435.18	-	1,545.53	-	14,980.71	6,938.55	-	4,903.57	-	11,842.12
Loans/advances received	9,435.28	-	-	-	9,435.28	35,440.60	-	-	-	35,440.60
Application for equity shares	-	-	-	-	-	749.25	-	-	-	749.25
Allotment of equity shares	5,314.85	-	-	-	5,314.85	0.75	-	-	-	0.75
Investment in Debentures	-	-	-	-	-	51,000.00	-	-	-	51,000.00
Redemption of debentures (Investment)	51,000.00	-	-	-	51,000.00	-	-	-	-	-
Advances for projects	48,796.89	-	-	-	48,796.89	-	-	-	-	-
Investment in firm	-	-	1,048.00	-	1,048.00	-	-	500.00	-	500.00
Interest income	13,611.77	-	1,797.80	-	15,409.57	9,833.06	-	1,528.90	-	11,361.96
Lease rent income	1.20	2.40	-	-	3.60	1.20	2.40	-	-	3.60
Share of revenue income	72.86	-	-	-	72.86	203.65	-	-	-	203.65
Directors remuneration	-	-	-	-	-	-	-	-	150.00	150.00
Salary paid	-	-	-	90.00	90.00	-	-	-	81.18	81.18
Purchase of Land / FSI	155.56	-	-	-	155.56	624.87	-	-	-	624.87
Sale of commercial units	-	-	-	-	-	-	5,532.49	-	-	5,532.49
Sale of FSI	-	-	591.48	-	591.48	-	-	-	-	-
Travelling expenses	-	9.38	-	-	9.38	-	654.30	-	-	654.30
Outstanding as at year end - Due from	79,624.99	2.20	18,424.38	-	98,051.57	75,618.68	-	15,831.20	-	91,449.88
Outstanding as at year end - Due to	48,796.89	600.69	-	-	49,397.58	-	599.30	-	-	599.30

## C. Disclosure in respect of material transactions with related parties during the year (included in 'B' above)

Particulars	31st March, 2013 (₹ in lacs)	31st March, 2012 (₹ in lacs)
<b>Loans/advances paid</b>		
Privilege Power & Infrastructure Private Limited	4,196.88	-
Guru Ashish Construction Private Limited	4,227.37	-
Ravijyot Finance and Leasing Private Limited	1,694.55	-
Blue Star Realtors Private Limited	1,746.87	-
Mazda Estates Private Limited	0.41	0.45
Excel Arcade Private Limited	354.25	-
B K C Developers Private Limited	633.29	1.74
HC Infracity Private Limited	581.56	3,547.63
HDIL Entertainment Private Limited	-	3,388.73
HDIL Leisures Private Limited	1,545.53	4,903.57
<b>Loans/advances received</b>		
HDIL Entertainment Private Limited	4,189.00	-
Lashkaria Construction Private Limited	5,246.28	-
Blue Star Realtors Private Limited	-	1,476.28
Excel Arcade Private Limited	-	296.39
Guru Ashish Construction Private Limited	-	33,429.49
Privilege Power & Infrastructure Private Limited	-	120.88
Ravijyot Finance and Leasing Private Limited	-	117.56
<b>Investment in partnership firm</b>		
Fine Developers	1,047.66	500.00
Heritage Housing Development Corporation	1,000.00	-
<b>Application for equity shares</b>		
HC Infracity Private Limited	-	749.25
<b>Allotment of equity shares</b>		
HDIL Entertainment Private Limited	4,500.00	-
HC Infracity Private Limited	749.25	0.75
Ravijyot Finance and Leasing Private Limited	49.00	-
Mazda Estates Private Limited	3.60	-

## NOTES ON FINANCIAL STATEMENTS

Particulars	31st March, 2013 (₹ in lacs)	31st March, 2012 (₹ in lacs)
Excel Arcade Private Limited	4.00	-
B K C Developers Private Limited	9.00	-
<b>Investment in debentures</b>		
Guru Ashish Construction Private Limited	-	51,000.00
<b>Redemption of debentures(Investment)</b>		
Guru Ashish Construction Private Limited	51,000.00	-
<b>Advances for projects</b>		
Privilege Power & Infrastructure Private Limited	48,796.89	-
<b>Purchase of Land/ FSI</b>		
Privilege Power & Infrastructure Private Limited	155.56	624.87
<b>Traveling Expenses</b>		
Privilege Airways Private Limited	9.38	654.30
<b>Directors remuneration</b>		
Shri Rakesh Kumar Wadhawan	-	100.00
Shri Sarang Wadhawan	-	50.00
<b>Salary paid</b>		
Shri K. P. Devassy	50.00	45.10
Shri Darshan Majmudar	40.00	36.08
<b>Sale of commercial units</b>		
Privilege Health Care Private Limited	-	5,532.49
<b>Sale of FSI</b>		
Sunpreet Singh	591.48	-
<b>Interest income</b>		
Privilege Power & Infrastructure Private Limited	1,703.00	1,379.18
Ravijyot Finance and Leasing Private Limited	1,941.01	1,753.78
Blue Star Realtors Private Limited	2,901.91	2,946.41
HDIL Entertainment Private Limited	-	359.21
Mazda Estates Private Limited	4.02	3.66
Excel Arcade Private Limited	55.92	88.28
HDIL Commercial property Private Limited	-	44.08
B K C Developers Private Limited	648.37	583.72
HDIL Leisures Private Limited	1,797.80	1,528.90
Guru Ashish Construction Private Limited	6,357.53	2,674.74
<b>Lease rent income</b>		
Privilege Power & Infrastructure Private Limited	1.20	1.20
Privilege Airways Private Limited	1.20	1.20
Privilege Industries Limited	1.20	1.20
<b>Share of revenue income</b>		
HDIL Entertainment Private Limited	72.86	203.65
<b>Outstandings:</b>		
<b>Trade receivable, loans and advances, other assets (net)</b>		
Privilege Airways Private Limited	1.20	-
Privilege Industries Limited	1.00	-
Privilege Power & Infrastructure Private Limited	16,429.08	12,232.19
Guru Ashish Construction Private Limited	4,227.37	-
Ravijyot Finance and Leasing Private Limited	17,230.58	15,536.04
Blue Star Realtors Private Limited	25,398.13	23,651.26
Mazda Estates Private Limited	33.36	32.95
Excel Arcade Private Limited	627.34	273.09
B K C Developers Private Limited	5,823.21	5,189.91
HDIL Entertainment Private Limited	258.27	4,447.27
Lashkaria Construction Private Limited	5,468.46	10,708.33
HC Infracity Private Limited	4,129.18	3,547.63
HDIL Leisures Private Limited	16,876.73	15,331.20
Fine Developers	1,547.66	500.00
Heritage Housing Development Corporation	1,000.00	-
<b>Trade payable, advances for projects</b>		
Privilege Airways Private Limited	600.69	599.30
Privilege Power & Infrastructure Private Limited	48,796.89	-

## NOTES ON FINANCIAL STATEMENTS

### 31. CONTINGENT LIABILITIES NOT PROVIDED FOR

Particulars	31st March, 2013 (₹ in lacs)	31st March, 2012 (₹ in lacs)
a) (i) Claims against the Company not acknowledged as debts (represents suits filed by the parties in the High Court, Bombay and disputed by the Company)	23,077.61	20,247.35
(ii) The Mumbai International Airport Limited has issued notice of termination dated 6th February, 2013 on the Company of their agreement for Mumbai International Airport Slum Rehabilitation Project. The Company has challenged the said notice of termination and have initiated legal proceedings as per advice of legal counsel. Subsequent to notice of termination of the agreement, the Company may be held liable to pay liquidated damages aggregating to ₹ 27,600 lacs.	27,600.00	-
(iii) Income-tax demands disputed by the Company (net of amounts provided)	26,200.65	28,564.58
b) Guarantees provided by the bank	646.20	3,034.20
c) Corporate guarantee		
(i) The Company has provided an undertaking to pay in the event of default on loans given by Banks to following subsidiary Companies		
Guruashish Construction Private Limited	21,500.00	-
Privilege Power and Infrastructure Private Limited	50,000.00	-
(ii) The Company has facilitated a vendor financing, setting up with IDBI bank limit upto ₹ 5,000 lacs. The Company has extended it's corporate guarantee to the bank	5,000.00	-
d) Against demand promissory note executed as security for performance	-	27,500.00

### 32. COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances and deposits)	63.90	63.90
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33. Income tax Assessment have been completed upto Financial year 2009-2010. The tax liability of ₹ 30,287.42 lacs for the Financial year from 2005-06 to 2009-10 has been determined against the Company. Company has preferred appeals before the Income-tax Appellate Tribunal (ITAT), Mumbai. Against the said demand, the Company has paid a sum of ₹ 6,253.16 lacs under protest.

### 34. NATURE OF OPERATIONS:

Housing Development and Infrastructure Limited (HDIL) is a leading real estate and infrastructure development Company. Besides core activities of construction, subsidiary of HDIL is also involved in Entertainment sector.

35. Previous year figures have been reclassified to conform to this year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Waryam Singh**  
Director

**Ashok Kumar Gupta**  
Director

**Shyam Sunder Dawra**  
Director

**Raj Kumar Aggarwal**  
Director

Place: Mumbai  
Date: 29th May, 2013

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

**Lalit Mohan Mehta**  
Director

**Ramesh Chander Kapoor**  
Director

# INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To The Board of Directors of **Housing Development and Infrastructure Limited**

## Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Housing Development and Infrastructure Limited** (the "Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2013, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

## Management's 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 Group in accordance with accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) 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.

## Auditors' 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 judgement, 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 Group's preparation and presentation of the consolidated financial statements that give a true and fair view 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.

## Opinion

We report that the consolidated financial statements have been prepared by the Company's Management in accordance with the requirements of Accounting Standard (AS) 21 – Consolidated Financial Statements, Accounting Standard (AS) 23 – Accounting for Investments in Associates in Consolidated Financial Statements, and Accounting Standard (AS) 27 – Financial Reporting of Interests in Joint Ventures notified under section 211(3C) of the Companies Act, 1956.

Based on our audit and on consideration of reports of other auditor on separate financial statements, and to the best of our information and according to the explanations given to us, in our opinion the accompanying consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2013;
- in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date and
- in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

## Emphasis of Matter

We draw attention to:

Reference is drawn to Note No. 23 of the Notes on Financial Statements regarding writing off of exceptional item of ₹ 44,198.45 lacs from the statement of Profit and Loss. The Company has received a notice of termination of its agreement with Mumbai International Airport Limited (MIAL) for its Slum Rehabilitation project citing unsubstantiated charges. As a conservative accounting practices, an amount of ₹ 44,198.45 lacs being unrealized cost pertaining to the project has been written off during the year. The Company has challenged the said termination and as advised by their legal counsels have initiated legal remedies available to it.

Our opinion is not qualified in respect of the above matter.

## Other Matters

- We did not audit the financial statements of two subsidiaries of the Company – (i) Lashkaria Construction Private Limited and (ii) HC Infracity Private Limited whose financial statements reflect total assets (net) of ₹ 15,772.10 lacs as at 31st March, 2013, total revenue (net) of ₹ 11.78 lacs and net cash flows amounting to ₹ 30.36 lacs for the year ended on that date. These financial statements have been audited by other auditors, whose reports have been furnished to us by the Management and our opinion in so far as it relates to the amounts included in respect of the said audited subsidiaries is based solely on the reports of the other auditors.
- We have relied on the unaudited financial statements of certain associates wherein the Group's share of Loss aggregating to ₹ 28.99 lacs. These unaudited financial statements as approved by the concerned management of these entities have been furnished to us and our report in so far as it relates to the amounts included in respect of the associates is based solely on such approved unaudited financial statements.

For **THAR & CO.,**

Chartered Accountants

Firm Registration No: 110958W

**Jayesh R. Thar**

Partner

ICAI Membership No. 032917

Place: Mumbai.

Date: 29th May, 2013.

# CONSOLIDATED BALANCE SHEET AS AT

Particulars	Note No.	As at 31st March, 2013 (₹ in Lacs)		As at 31st March, 2012 (₹ in Lacs)	
<b>I. EQUITY AND LIABILITIES</b>					
(1) Shareholders' Funds					
(a) Share Capital	2	41,900.40		41,900.40	
(b) Reserves and Surplus	3	9,96,371.44	10,38,271.84	9,89,066.84	10,30,967.24
(2) Share application money pending allotment			-		249.75
(3) Minority Interest			725.76		460.74
(4) Non-Current Liabilities					
(a) Long-term borrowings	4	1,25,027.10		1,24,675.17	
(b) Deferred tax liabilities (Net)	5	1,661.41		1,405.94	
(c) Long-term provisions	6	135.44	1,26,823.95	210.45	1,26,291.56
(5) Current Liabilities					
(a) Short-term borrowings	7	1,88,855.51		2,15,203.61	
(b) Trade payables	8	48,856.51		58,137.08	
(c) Other current liabilities	9	3,15,448.27		2,76,783.46	
(d) Short-term provisions	10	12,582.62	5,65,742.91	18,049.69	5,68,173.84
<b>Total</b>			<b>17,31,564.46</b>		<b>17,26,143.13</b>
<b>II. ASSETS</b>					
(1) Non-current assets					
(a) Fixed assets	11				
(i) Tangible assets		21,433.99		22,425.74	
(ii) Intangible assets		282.84		468.58	
(iii) Capital work-in-progress		848.01	22,564.84	686.25	23,580.57
(b) Goodwill on consolidation	12		7,416.24		14,628.61
(c) Non-current investments	13		5,196.81		5,204.59
(d) Long-term loans and advances	14		9,734.03		8,929.79
(2) Current assets					
(a) Current investments	15	2,547.66		600.00	
(b) Inventories	16	12,04,298.43		11,67,170.95	
(c) Trade receivables	17	80,612.21		86,858.29	
(d) Cash and bank balances	18	19,730.72		23,215.25	
(e) Short-term loans and advances	19	3,79,463.52	16,86,652.54	3,95,955.08	16,73,799.57
<b>Total</b>			<b>17,31,564.46</b>		<b>17,26,143.13</b>
Significant Accounting Policies	1				
(Accompanying notes are an integral part of the financial statements)					

As per our report of even date attached.

For and on behalf of the Board of Directors

 For **THAR & CO.**  
 Chartered Accountants  
 Firm Registration No. 110958W

**Rakesh Kumar Wadhawan**  
 Executive Chairman

**Sarang Wadhawan**  
 Vice Chairman &  
 Managing Director

**Jayesh R. Thar**  
 (Partner)  
 Membership No. 032917

**K. P. Devassy**  
 Chief Financial Officer

**Waryam Singh**  
 Director

**Ashok Kumar Gupta**  
 Director

**Shyam Sunder Dawra**  
 Director

**Raj Kumar Aggarwal**  
 Director

 Place: Mumbai  
 Date: 29th May, 2013

**Darshan D. Majmudar**  
 Vice President - Company  
 Secretary & Legal

**Lalit Mohan Mehta**  
 Director

**Ramesh Chander Kapoor**  
 Director



## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

Particulars	Note No.	31st March, 2013 (₹ in Lacs)	31st March, 2012 (₹ in Lacs)
<b>Revenue:</b>			
Revenue from operations	20	1,02,523.85	2,00,905.79
Other Income	21	3,998.54	4,677.75
<b>Total Revenue</b>		<b>1,06,522.39</b>	<b>2,05,583.54</b>
<b>Expenses:</b>			
Cost of material consumed	22	45,497.06	68,085.25
Changes in inventories of finished goods, work-in-progress and stock-in-trade	23	(86,563.30)	(38,107.76)
Employee benefits expense	24	3,528.09	4,096.14
Finance costs	25	69,230.33	62,466.49
Depreciation and amortisation expense	11	8,453.97	8,582.59
Other expenses	26	12,769.56	15,824.26
<b>Total Expenses</b>		<b>52,915.71</b>	<b>1,20,946.97</b>
<b>Profit before exceptional items and tax</b>		<b>53,606.68</b>	<b>84,636.57</b>
Exceptional Items	23	(44,198.45)	(782.34)
<b>Profit before tax</b>		<b>9,408.23</b>	<b>83,854.23</b>
<b>Tax expense:</b>			
Current tax		1,796.23	2,212.33
Deferred tax		255.47	691.97
<b>Total Taxes</b>		<b>2,051.70</b>	<b>2,904.30</b>
<b>Profit after tax</b>		<b>7,356.53</b>	<b>80,949.93</b>
Less: Minority Interest		(4.67)	(2.53)
Add: Share of profit of Associates		-	29.00
Less: Share of loss of Associates		28.99	-
<b>Profit for the year</b>		<b>7,332.21</b>	<b>80,981.46</b>
<b>Earnings per equity share of ₹ 10/-</b>	27		
(1) Basic		1.75	19.39
(2) Diluted		1.75	19.07
Significant Accounting Policies	1		
(Accompanying notes are an integral part of the financial statements)			

As per our report of even date attached.

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

Place: Mumbai  
Date: 29th May, 2013

For and on behalf of the Board of Directors

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Waryam Singh**  
Director

**Shyam Sunder Dawra**  
Director

**Lalit Mohan Mehta**  
Director

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Ashok Kumar Gupta**  
Director

**Raj Kumar Aggarwal**  
Director

**Ramesh Chander Kapoor**  
Director

# CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED

Particulars	31st March, 2013 (₹ in Lacs)		31st March, 2012 (₹ in Lacs)	
<b>A. Cash flow from operating activities</b>				
Net profit before tax		9,408.23		83,854.23
Adjustments for:				
(1) Depreciation and amortisation expense	8,453.97		8,582.59	
(2) Interest expenses	69,230.33		62,466.49	
(3) Profit on sale of fixed assets	(0.12)		(1,120.51)	
(4) Interest received	(3,695.28)		(3,221.85)	
(5) Dividend received	(14.72)		(14.72)	
(6) Preliminary/pre-operative expenses written off	-		44.15	
(7) Loss on sale of investments	82.99		-	
(8) Fixed asset discarded	19.16		-	
(9) Loss on sale of fixed assets	10.79		0.07	
Operating profit before working capital changes		74,087.12		66,736.22
Movements in working capital :		83,495.35		1,50,590.45
Decrease/(Increase) in inventory	(37,127.49)		(17,276.43)	
Decrease/(Increase) in trade receivable	6,246.09		(50,212.27)	
Decrease/(Increase) in other receivables	15,687.32		(50,163.34)	
(Decrease)/Increase in trade and other payables	11,171.14		45,849.74	
Net movement in working capital		(4,022.94)		(71,802.30)
Cash generated from operations		79,472.41		78,788.15
Less: Direct taxes paid (net of refunds)		7,385.57		(3,171.43)
<b>Net cash from operating activities</b>		<b>72,086.84</b>		<b>81,959.58</b>
<b>B. Cash flows from investing activities</b>				
(1) (Increase)/Decrease in capital work-in-progress	(161.76)		(1,111.82)	
(2) (Increase)/Decrease in investments (net)	(2,051.85)		(575.00)	
(3) Interest received	3,695.28		3,221.85	
(4) Dividend received	14.72		14.72	
(5) Purchase of fixed assets	(105.57)		(238.84)	
(6) Sale of fixed assets	11.63		1,247.24	
<b>Net cash from investing activities</b>		<b>1,402.45</b>		<b>2,558.15</b>
<b>C. Cash flows from financing activities</b>				
(1) Proceeds from borrowings	19,840.01		73,044.61	
(2) Repayment of borrowings	(27,592.60)		(95,387.88)	
(3) Proceeds from share warrants	-		299.97	
(4) Increase in share capital from minority shareholders	19.6		-	
(5) Share application money pending allotment	-		249.75	
(6) Share issue expenses	(10.5)		(7.90)	
(7) Interest paid	(69,230.33)		(62,466.49)	
<b>Net cash used in financing activities</b>		<b>(76,973.82)</b>		<b>(84,267.94)</b>
Net increase in cash and cash equivalents (A + B + C)		(3,484.53)		249.79
Cash and cash equivalents at the beginning of the year		23,215.25		22,969.16
Less: Delink of subsidiary		-		3.7
Cash and cash equivalents at the end of the year		19,730.72		23,215.25
<b>Components of cash and cash equivalents as at</b>		<b>31st March, 2013</b>		<b>31st March, 2012</b>
Cash on hand		244.10		3,155.50
With banks - on current account		810.14		541.10
- on escrow account		4.86		32.13
- on deposit account *		18,671.62		19,486.52
<b>Total</b>		<b>19,730.72</b>		<b>23,215.25</b>

\* includes fixed deposits of ₹ 646.20 lacs (previous year ₹ 3,077.23 lacs) pledged with bank as security for bank guarantees, ₹ 6,427 lacs (previous year ₹ 6,427 lacs) with bank for Debt Service Reserve, ₹ 9,842.50 lacs (previous year ₹ 8,961.27 lacs) pledged with bank as security for bank overdraft and ₹ 5 lacs (previous year Nil) with Public Work Department as a Earnest Money Deposit .

**Notes:** 1) Figures in the brackets indicate outflow.

As per our report of even date attached.

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

For and on behalf of the Board of Directors

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Waryam Singh**  
Director

**Shyam Sunder Dawra**  
Director

**Lalit Mohan Mehta**  
Director

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Ashok Kumar Gupta**  
Director

**Raj Kumar Aggarwal**  
Director

**Ramesh Chander Kapoor**  
Director

Place: Mumbai  
Date: 29th May, 2013

# NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

## 1. SIGNIFICANT ACCOUNTING POLICIES :

### A. Basis of Preparation

- a) The accompanying consolidated financial statements include the accounts of Housing Development And Infrastructure Limited (HDIL) and its subsidiaries collectively referred to as "the Group". All the subsidiaries have been incorporated in India. The details of the subsidiaries are as follows:

Name of the Subsidiaries	Percentage of holding
Privilege Power and Infrastructure Private Limited	100%
HDIL Entertainment Private Limited	100%
Blue Star Realtors Private Limited	100%
Excel Arcade Private Limited	100%
Mazda Estates Private Limited	100%
Guruashish Construction Private Limited	100%
Ravijyot Finance & Leasing Private Limited	60%
BKC Developers Private Limited	85%
HC Infracity Private Limited	75%
Lashkaria Construction Private Limited	69%

The consolidated financial statements have been prepared under the historical cost convention on an accrual basis. The consolidated financial statements have been prepared to comply in all material respects with Accounting Standard (AS) 21- 'Consolidated Financial Statements' and other applicable accounting standards as applicable, notified by the Companies Accounting Standards Rules, 2006 to reflect the financial position and the results of operations of the Group.

The financial statements of the subsidiary are drawn upto the same reporting date as that of the Company i.e. 31st March, 2013. The consolidated financial statements of the Group have been prepared based on line-by-line consolidation of the Balance Sheet, Statement of Profit and Loss and Cash Flows of the Company and its subsidiaries. Inter-Company balances and Intra-Company transactions and resulting unrealised profits have been eliminated on consolidation.

All the assets and liabilities have been classified as current or non-current as per the normal operating cycle of the Group and other criteria set out in Schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent.

The accounting policies have been consistently applied by the Group and are consistent with those used in previous year.

- b) Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.
- c) Use of estimates:

The preparation of financial statements requires management of the Group to make estimates and assumptions that affect the reported balances of assets and liabilities, the disclosures relating to the contingent liabilities as on the date of the financial statements and the reported amounts of revenues and expenses during the year reported. Actual results could differ from those estimates.

### B. Principles of consolidation

The consolidated financial statements relate to the Company and its subsidiaries, associate and joint venture. In the preparation of these consolidated financial statements, investments in Subsidiaries, Associates and Joint Ventures have been accounted for in accordance with Accounting Standard (AS) 21 (Consolidated Financial Statements), Accounting Standard (AS) 23 (Accounting for Investments in Associates in Consolidated Financial Statements) and Accounting Standard (AS) 27 (Financial Reporting of Interests in Joint Ventures) respectively. The consolidated financial statements are prepared on the following basis:-

- (a) Parent and its subsidiary Companies are consolidated on a line-by-line basis by adding together the book values of the like items of assets, liabilities, income and expenses after eliminating all Intra-Group balances and Intra-Group transactions and also unrealised profits or losses, except where cost cannot be recovered. The results of operations of a subsidiary are included in the consolidated financial statements from the date on which the parent subsidiary relationship came into existence.
- (b) Interest in the assets, liabilities, income and expenses of the joint ventures are consolidated using proportionate consolidation method. Intra-group balances, transactions and unrealised profits/losses are eliminated to the extent of Company's proportionate share, except where cost cannot be recovered.
- (c) The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve as the case may be.
- (d) The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as of the date of disposal is recognised in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

- (e) Minority interest's share of net profits of consolidated subsidiaries for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to the shareholders of the Company. Their share of net assets is identified and presented in the Consolidated Balance Sheet separately. Where accumulated losses attributable to the minorities are in excess of their equity, in the absence of the contractual obligation on the minorities, the same is accounted for by the holding Company.
- (f) The consolidated financial statements are 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 stand alone financial statements.
- (g) Investment in Associate Company has been accounted under the equity method as per (AS 23) - "Accounting for Investments in Associates in consolidated Financial Statements".
- (h) The Company accounts for its share in change in net assets of the associates, post acquisition, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Statement of Profit and Loss to the extent such change is attributable to the associates Statement of Profit and Loss and through its reserves for the balance, based on available information.
- (i) One of the subsidiary, Lashkaria Construction Private Limited follows the Percentage Completion method, whereas holding company and other subsidiaries follows Project Completion method of accounting, in respect of inventories of real estate developments. There is no impact of this, on the consolidated profit of the Group.
- (j) The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- (k) An interest in jointly controlled entities which is acquired and held exclusively with a view to its subsequent disposal in the near/foreseeable future is accounted for as an investment in accordance with Accounting Standard (AS) 13, Accounting for Investments.

### C. Segment reporting policies

As the Group operates on a backward integration model and its business activity primarily falls within a single business segment which constitutes real estate development, there are no additional disclosures to be provided under Accounting Standard 17 'Segment Reporting'. In the case of entertainment verticle, since its segment revenue and segment assets are not significant, the same is not reported as separate segment. The Group operates primarily in India and there is no other significant geographical segments.

### D. Goodwill

Goodwill is tested for impairment on an annual basis. If on testing, any impairment exists, the carrying amount of goodwill is reduced to the extent of any impairment loss and such loss is recognised in the Statement of Profit and Loss.

### E. Other Significant Accounting Policies

These are set out under Note No. 1 of "Significant Accounting Policies" as given in the Company's separate financial statements.

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>2. SHARE CAPITAL</b>		
<b>Authorised</b>		
50,00,00,000 (previous year 50,00,00,000) Equity Share of ₹ 10/- each	50,000.00	50,000.00
<b>Issued, Subscribed and Paid-up</b>		
41,90,03,986 (previous year 41,90,03,986) Equity Shares of ₹ 10/- each fully paid-up	41,900.40	41,900.40
(Of the above 23,12,20,595 Equity shares of ₹ 10/- each were allotted as fully paid-up bonus shares by way of capitalisation of General Reserve and Securities Premium)		
<b>Total</b>	<b>41,900.40</b>	<b>41,900.40</b>
The aggregate number of bonus shares issued in the last five years immediately preceding the Balance Sheet date is 6,12,20,595 equity shares.		
<b>Reconciliation of the number of shares outstanding:</b>		
<b>Equity Shares</b>	<b>Number</b>	<b>Number</b>
Shares outstanding at the beginning of the year	41,90,03,986	41,50,03,986
Shares Issued during the year	-	40,00,000
Shares outstanding at the end of the year	<b>41,90,03,986</b>	<b>41,90,03,986</b>

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

### Terms / rights attached to shares:

The Company has only one class of shares i.e. equity shares of ₹ 10 each. Shareholders are entitled to vote in accordance with their shareholding in the Company and receive dividend as and when declared by the Company.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

### Shares in the Company held by each shareholder holding more than 5 percent :

Equity Shares		As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
Mr. Rakesh Kumar Wadhawan	Number	7,60,47,661	7,60,47,661
	%	18.15%	18.15%
Orbis SICAV-Asia Ex-Japan Equity Fund	Number	3,25,81,637	-
	%	7.78%	-
Platinum Investment Management Limited A/C Platinumasia Fund	Number	3,48,11,754	2,42,95,900
	%	8.31%	5.80%

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>3. RESERVE AND SURPLUS</b>		
<b>Capital Reserve</b>		
Opening Balance	6.00	6.00
Closing Balance	<b>6.00</b>	<b>6.00</b>
<b>Capital Redemption Reserve</b>		
Opening Balance	62.07	62.07
Closing Balance	<b>62.07</b>	<b>62.07</b>
<b>Securities Premium Account</b>		
Opening Balance	4,91,143.49	4,80,535.59
Add: Securities premium credited on Share issue	-	10,600.00
Less: Share issue expenses written off	10.5	-7.9
<b>Closing Balance</b>	<b>4,91,132.99</b>	<b>4,91,143.49</b>
<b>Debenture Redemption Reserve</b>		
Opening Balance	1,55,920.00	41,680.00
Add: Transferred from Statement of Profit and Loss	14,472.90	1,33,250.00
Less: Transferred to General Reserve	82,393.30	19,010.00
<b>Closing Balance</b>	<b>87,999.60</b>	<b>1,55,920.00</b>
<b>Share Warrants Forfeiture Account</b>		
Opening Balance	15,219.96	-
Add: Share warrants forfeited during the year	-	15,219.96
<b>Closing Balance</b>	<b>15,219.96</b>	<b>15,219.96</b>
<b>General Reserve</b>		
Opening Balance	3,47,119.88	3,28,109.88
Add: Transferred from Debenture Redemption Reserve	82,393.30	19,010.00
<b>Closing Balance</b>	<b>4,29,513.18</b>	<b>3,47,119.88</b>
<b>Surplus in the Statement of Profit and Loss</b>		

# NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>3. RESERVE AND SURPLUS (Contd.)</b>		
Opening Balance	(20,404.56)	30,889.73
Add: Excess provision for taxation no longer required	5.36	0.08
Less: Short provision for tax of earlier years	22.55	23.36
Add: Net Profit for the current year	7,332.21	80,981.46
Add: MAT credit entitlement	-	978.96
Less: Loss of minority adjusted against majority interest	(0.08)	0.22
Adjustments for subsidiaries added/delinked	-	18.79
Less: Transferred to Debenture Redemption Reserve	14,472.90	1,33,250.00
<b>Closing Balance</b>	<b>(27,562.36)</b>	<b>(20,404.56)</b>
<b>Total</b>	<b>9,96,371.44</b>	<b>9,89,066.84</b>
<b>4. LONG-TERM BORROWINGS</b>		
<b>Secured Long-Term Borrowings:</b>		
18,942 (previous year 19,442) Redeemable Non-Convertible Debentures of ₹ 10 lacs each (Refer Note No. 4 (I), (II), (IV) and (V))	75,027.10	1,24,673.63
Loans from Scheduled Banks (Refer Note No. 4 (III), (IV) and (V))	50,000.00	1.54
<b>Total</b>	<b>1,25,027.10</b>	<b>1,24,675.17</b>

Details of securities and other terms and conditions are as under:

**I) Secured Redeemable Non-Convertible-Debentures:**

**a) Secured Redeemable Non Convertible Debentures (Listed):**

- i) 11,500 (11,500) Secured Redeemable Non-Convertible Debentures of ₹ 10 lacs each fully paid carrying interest at the rate of 12% p.a. payable quarterly are issued on Private Placement basis to various banks. Secured by Non-agricultural Land admeasuring to about 173.40 acres i.e. 7,01,992 sq. mtrs. situated at village Kasarali, Taluka Vasai, District Thane which is owned by Privilege Power and Infrastructure Private Limited. These Secured Non-Convertible Debentures are redeemable commencing from December, 2012 onwards at 33% each in third and fourth year and 34% at the end of fifth year.
- ii) 5,175 (5,175) Secured Redeemable Non-Convertible Debentures of ₹ 10 lacs each fully paid carrying interest at the rate of 12% p.a. payable quarterly are issued on Private Placement basis to various banks. Secured by Non-agricultural Land admeasuring to about 36.36 acres situated at Village Kopri, Taluka Vasai, District Thane which is owned by Privilege Power and Infrastructure Private Limited. These Secured Non-Convertible Debentures are redeemable commencing from March, 2013 onwards at 33% each in third and fourth year and 34% at the end of fifth year.

**b) Secured Redeemable Non Convertible Debentures (Non listed):**

- i) a) 2,267 (2,267) Secured Redeemable Non-Convertible Debentures of ₹ 10 lacs each fully paid carrying interest with a floor of 13.25% p.a. payable monthly are issued on Private Placement basis to Life Insurance Corporation of India. The debentures are secured by 2,88,940 sq. mtrs Non-agricultural land situated at Village Doliv and Village Khardi, Vasai, District Thane and further secured by mortgage of first to nine floors except 3rd, 4th and 6th floors of commercial building area admeasuring 1,95,846 sq. ft. situated at HDIL Towers, Bandra (East), Mumbai. These Secured Non-Convertible Debentures are redeemable in equal monthly installment of ₹ 1,000 lacs each commencing from 1st September, 2012.
- b) Securities of the debentures issued to Life Insurance Corporation of India are shared on *pari-passu* basis for the term loan from Life Insurance Corporation of India. (Also Refer to Note: 7(III)(b)).
- ii) Nil (500) Secured Redeemable Non-Convertible Debentures of ₹ 10 lacs each fully paid carrying interest @ 11.50% p.a. payable quarterly are issued on Private Placement basis to Bank of India. Secured by registered mortgage of Land admeasuring 395.24 sq. mtrs. situated at Survey No. 255 (comprised old Survey No. 255 and 256/03), Mauje Maharajpura, Taluka Kadi, Mehsana, Gujarat. These Secured Non-Convertible Debentures are redeemed fully during the year.



## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

### II) IDBI Trustee is the trustee to all the above Debentures issued:

### III) Loans from Scheduled Banks:

#### a) Yes Bank Limited:

Secured against *pari passu* charge on the entire project land along with the structures built thereon situated at village Kopari, Taluka Vasai, District Thane admeasuring 135.15 acres, further secured against *pari passu* charge on the land situated at village Sasunavghar, Taluka Vasai, District Thane admeasuring 102.03 acres and *pari passu* on all current assets of the project only including receivables / future receipts pertaining to project. Rate of interest 15.25% p.a. payable monthly, Repayable after moratorium period of 48 months.

#### b) Bank of India:

Secured against First *pari passu* charge on the entire project land along with the structures built thereon and *pari passu* charge on the land situated at village Sasunavghar, Taluka Vasai, District Thane. A first charge/assignment in favour of Lenders of all the operating cash flows, treasury income, revenues / receivables, Project Agreement of the Project. Rate of interest 14.00% p.a. payable monthly, Repayable after moratorium period of 48 months. Door to Door tenor is 96 months.

#### c) HDFC Bank:

Term loans from HDFC Bank is Secured by hypothecation of Vehicle (Ford). Interest is payable monthly. Repayable in 36 equal monthly installment.

### IV) All the above debentures and loans from schedule banks have been personally guaranteed by Executive Chairman and Vice Chairman and Managing Director of HDIL.

Maturity profile and Rate of interest of Non-Convertible Debentures and Loan from Schedule Banks are as set out below:

Rate of Interest	Maturity Profile						
	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21
12%	54,952.90	13,259.20	3,145.00	-	-	-	-
13.25%	3,670.00	-	-	-	-	-	-
14.00%	-	-	-	4,250.00	4,250.00	4,250.00	4,250.00
15.25%	-	-	-	3,300.00	8,250.00	9,900.00	11,550.00

### V) There has been delay in repayment of dues of NCD (Principal and interest), as bank accounts of the Company were freed by authorities (Income Tax and Service Tax) intermittently during the year. Upon filing of appeal with the ITAT, a stay order was granted by the ITAT and attachment order on bank accounts were lifted. Subsequently Service tax authority has lifted the attachment on 24th May, 2013, the Company is in the process of making the payments. Details of such delay in each case as on 31st March, 2013 are as under:

Name of the Bank	Principal (₹ in Lacs)	Interest (₹ in Lacs)
1. The Jammu & Kashmir Bank	4,125.00	-
2. The Jammu & Kashmir Bank	4,125.00	-
3. Central Bank of India	1,650.00	-
4. Punjab and Sind Bank	990.00	-
5. Uco Bank	825.00	-
6. Union Bank of India	6,600.00	-
7. Life Insurance Corporation	7,000.00	1,407.34
	<b>25,315.00</b>	<b>1,407.34</b>

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>5. DEFERRED TAX LIABILITIES(NET)</b>		
<b>Arising on account of timing differences</b>		
<b>Liabilities</b>		
Related to fixed assets	1,748.86	1,535.28
Provision for gratuity	0.01	-
	<b>1,748.87</b>	<b>1,535.28</b>
<b>Assets</b>		
Bonus payable	46.30	43.63
Provision for gratuity	21.54	12.30
Provision for encashment of leave	17.04	60.41
Preliminary expenses written off	0.12	11.20
Unabsorbed depreciation	2.46	1.80
	<b>87.46</b>	<b>129.34</b>
<b>Total</b>	<b>1,661.41</b>	<b>1,405.94</b>

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>6. LONG-TERM PROVISIONS</b>		
<b>Provision for employee benefits :</b>		
Gratuity	-	34.81
Leave Encashment	135.44	175.64
<b>Total</b>	<b>135.44</b>	<b>210.45</b>
<b>7. SHORT-TERM BORROWINGS</b>		
<b>Secured Short-Term Borrowings :</b>		
Loans repayable on demand (For securities and other terms and conditions, refer Note 7-I)	9,842.50	8,595.14
Term Loans from Scheduled Banks (For securities and other terms and conditions, refer Note 7-II)	1,08,809.82	1,26,954.23
Term loans from Financial Institutions (For securities and other terms and conditions, refer Note 7-III)	68,760.69	78,251.74
<b>Unsecured Loan:</b>		
Other loans and advances	1,442.50	1,402.50
<b>Total</b>	<b>1,88,855.51</b>	<b>2,15,203.61</b>

Details of securities and terms and conditions are as under:

**I) Loans repayable on demand from Scheduled Bank:**

Punjab and Maharashtra Co-operative Bank Limited:

Secured by pledge of fixed deposit receipts with the bank, current rate of interest 10% p.a. for ₹ 69.12 lacs, 10.75% p.a. for ₹ 9,712.53 lacs and 11% p.a. for ₹ 60.85 lacs (Previous year 10% p.a.).

**II) Loans from Scheduled Banks**

**a) Bank of India:**

Secured by registered mortgage of free sale component to be generated on the piece and parcel of Land bearing Survey No. 236A and 194 (pt) admeasuring about 18,199.08 sq.mtrs. on the property situated at pant nagar, Ghatkopar (East) together with buildings constructed or to be constructed thereon. The term loan repaid fully during the year.

**b) Central Bank of India:**

Secured by registered mortgage of property admeasuring 10 acres situated at Premier Road, Off LBS Marg, in Greater Mumbai, Village Kurla, Taluka Kurla, Mumbai. Rate of interest base rate + 5.25% p.a. payable monthly. Repayable in 12 equal bi-monthly installment of ₹ 2,500 lacs each commencing from June, 2011.

**c) Punjab National Bank:**

i) Secured by equitable mortgage of land admeasuring 2,50,015 sq. mtrs. at Village Shirgaon, Chandansar Road, Virar (E), Taluka Vasai, District Thane. Rate of interest is base rate + 5.25% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 1,666.67 lacs each commencing from July, 2010.

ii) Secured by *pari passu* charge on registered mortgage of all the rights in Land admeasuring 15,554.55 sq. mtrs. bearing CTS No. 866B (1) at Village Ambivali, Taluka Andheri, Mumbai Suburban District as well as FSI pertaining to the plot of land bearing CTS 866-A admeasuring 93,327.40 sq. mtrs. and right to TDR of the entire layout of 1,24,436.50 sq. mtrs. Rate of interest is base rate + 5.25% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 2,083.33 lacs each commencing from 18th June, 2010.

**d) Punjab and Sind Bank:**

i) Secured by 1,52,955 sq. mtrs. of non-agricultural plot of Land situated at Village Chandansar, Virar (E) owned by Privilege Power and Infrastructure Private Limited, carrying interest at base rate + 5% p.a. payable monthly. Repaid fully during the year.

ii) Secured by exclusive charge on B & D Wings out of A, B, C & D wings, equivalent to 6,75,500 sq. ft. of saleable area of the building Majestic Tower, at Village Nahur, Mulund, Mumbai, on the Plot of CTS 300/ A-1 and 1021/B of Village Bhandup and CTS No. 771 of Village Nahur, Mulund, Mumbai. Rate of Interest base rate + 5% p.a. payable monthly. Repayable in 36 monthly installment of ₹ 347.22 lacs each after moratorium of 24 months from the date of first disbursement.

**e) The Jammu and Kashmir Bank:**

Secured by mortgage of Land situated at village Kopri, Virar (East), Taluka Vasai, District Thane, owned by Privilege Power and Infrastructure Private Limited, admeasuring 2,91,610 sq. mtrs. Interest rate is Base rate + 3.50% p.a. payable monthly. Repayable in 12 quarterly installment of ₹ 834 lacs each after moratorium of two years from date of first disbursement.

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

- f) UCO Bank:**  
 Secured by *pari passu* charge on registered mortgage of all the rights in land admeasuring 15,554.55 sq. mtrs. bearing CTS No. 866B (1) at Village Ambivali, Taluka Andheri, Mumbai Suburban District as well as FSI pertaining to the plot of land bearing CTS 866-A admeasuring 93,327.40 sq. mtrs and right to TDR of the entire layout of 1,24,436.50 sq. mtrs. Rate of interest base rate + 5% p.a. payable monthly. Repayable in 16 quarterly installment of ₹ 1,563 lacs each after moratorium of 12 months from the date of first disbursement.
- g) Oriental Bank of Commerce:**  
 Secured by exclusive charge on A & C Wings out of A, B, C & D wings, equivalent to 6,75,500 sq. ft. of saleable area of the building Majestic Tower, at Nahur, Mulund, Mumbai, on the Plot of CTS 300/ A-1 and 1021/B of Village Bhandup and CTS No. 771 of Village Nahur, Mulund, Mumbai. Rate of Interest base rate + 5.50% p.a. payable monthly. Repayable in 36 monthly installment of ₹ 347.22 lacs each after moratorium of 24 months from the date of first disbursement.
- h) Allahabad Bank:**
- i) Secured by registered mortgage over the total construction area of 12,07,076 sq. ft. which includes free sale area admeasuring approximately 7,29,075 sq. ft. at CTS No. 551/27,552(pt), 552/1, 552/5 to 12 of Village Nahur, Taluka Kurla, 'T' ward, Mumbai together with the structure standing thereon at LBS Marg, Nahur Village, Mulund, Mumbai and further secured by 45,342 sq. mtrs. of Non-agricultural Land situated at Village Chandansar, Taluka Vasai, Dist. Thane, comprising of various survey numbers, owned by Privilege Power and Infrastructure Private Limited. Rate of Interest base rate + 5% p.a. payable monthly. Repayable in 12 equal quarterly installments of ₹ 1,250 lacs each after moratorium of 24 months from the date of first disbursement.
  - ii) Secured by exclusive charge on Escrow account as well as equitable mortgage of land admeasuring 54,970 sq. mtrs at Village Maljipada, Taluka Vasai, Dist. Thane, comprising of various survey numbers. Rate of interest is base rate + 5% p.a. payable monthly. Repayable within 12 equal quarterly installments of ₹ 625 lacs each after a moratorium of 24 months from date of first disbursement.
- i) Syndicate Bank:**  
 Secured by *pari passu* charge over escrow of Cash flows arising out of the project Whispering Tower and further secured by Non-agricultural Land situated at Village Doliv, Koshimbe, Taluka Vasai, Dist. Thane, admeasuring 21.65 acres owned by Privilege Power and Infrastructure Private Limited. Rate of Interest base rate + 3% p.a. payable monthly. Repayable in 12 equal quarterly installments of ₹ 834 lacs each after moratorium of 24 months from the date of first disbursement.
- j) Union bank of India:**  
 Secured by registered mortgage of Non-agricultural property admeasuring 1,23,365 sq. mtr. situated at Village Chandansar and admeasuring 1,23,360 sq. mtrs situated at village Doliv, Khardi, Koshimbi, Dahisar and Kasarali owned by Privilege Power and Infrastructure Private Limited a fellow subsidiary of the Company. Rate of interest 13.75% payable monthly, Repayable in 20 quarterly instalments of ₹ 1,000 lacs each commencing from June, 2013.
- III) Term Loans from Financial Institution:**
- a) IL & FS - PMDO:**
- i) Secured by registered mortgage of immovable properties admeasuring 132.61 acres situated at Village Doliv and Khardi - 76 acres, Dahisar - 23.5 acres and Kasarali - 3 acres, aggregating to 102.5 acres owned by Privilege Power and Infrastructure Private Limited, a wholly owned subsidiary of the Company and also property owned by Company at Sasunavghar - 30.11 acres given as security. Rate of interest is 12.50% p.a. payable monthly. Repayable in 20 quarterly installments of ₹ 1,977.45 lacs each commencing from August, 2012.
  - ii) Secured by registered mortgage of Development rights of property admeasuring 24,400 sq. mtrs. located at Siddharth Nagar, Mumbai owned by the Company and first and exclusive registered mortgage of 51,880 sq. mtrs. of land located at Maljipada village Taluka Vasai owned by Housing Development And Infrastructure Limited, Holding Company. Rate of interest of 17.5% p.a. (previous year 15 % p.a.) payable quarterly in arrears, repayable on 23rd May, 2013 as bullet repayment.
- b) Life Insurance Corporation of India:**
- i) Term loan is secured by registered mortgage of property situated at Village Doliv and Village Khardi admeasuring 2,88,940 sq. mtrs. and further secured by mortgage of first to nine floors except 3rd, 4th and 6th floors of commercial building area admeasuring 1,95,846 sq. ft. situated at HDIL Towers, Bandra (East), Mumbai. Rate of interest is 13% p.a. payable monthly. Repayable by 19 quarterly installment of ₹ 1,500 lacs each from November, 2010. (Also refer to Note No.: 4 (I)(b)(i)).
  - ii) Securities of the Term loan from Life Insurance Corporation of India are shared on *pari passu* basis along with the security for debentures issued to Life Insurance Corporation of India. (Also refer to Note No.: 4 (I)(b)(ii)).
- IV) All the above loans have been personally guaranteed by Executive Chairman and Vice Chairman and Managing Director of the Company.**
- V) There has been delay in repayment of dues of Term loans (Principal and interest), as bank accounts of the HDIL were freezed by authorities (Income Tax and Service Tax) intermittantly during the year. Upon filing of appeal with the ITAT, a stay order was granted by the ITAT and attachment order on bank accounts were lifted. Subsequently Service tax authority has lifted**

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

the attachment on 24th May, 2013, the Company is in the process of making the payments. Details of such delay in each case as on 31st March, 2013 are as under:

Name of the Bank/Financial Institution	Principal (₹ in Lacs)	Interest (₹ in Lacs)
1. IL & FS PMDO	1,780.94	965.75
2. Life Insurance Corporation	4,500.00	1,032.69
3. Allahabad Bank	-	443.73
4. Allahabad Bank	-	221.81
5. Central Bank of India	13,957.89	1,284.86
6. Oriental Bank of Commerce	-	486.76
7. Punjab and Sind Bank	228.04	583.48
8. Punjab National Bank	2,236.00	278.11
9. Punjab National Bank	2,678.00	1,441.60
10. The Jammu & Kashmir Bank	-	335.80
11. UCO Bank	2,388.50	1,380.51
12. Syndicate Bank	-	238.74
	<b>27,769.37</b>	<b>8,693.84</b>

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>8. TRADE PAYABLES</b>		
<b>Trade Payables</b>		
- Micro, Small and Medium Enterprises	-	-
- Others	48,856.51	58,137.08
<b>Total</b>	<b>48,856.51</b>	<b>58,137.08</b>
<b>Micro, Small and Medium Enterprises</b>		
Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006 have been determined based on the information available with the Company and the required disclosures are given below:		
The principal amount remaining unpaid to any supplier as at the end of the year;	-	-
The interest due on the principal remaining outstanding as at the end of the year;	-	-
The amount of interest paid by the buyer in terms of Section 18, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	-	-

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>9. OTHER CURRENT LIABILITIES</b>		
a) Current maturities of long term debts		
i) Redeemable Non-Convertible Debentures (For securities and other terms and conditions, refer Note 4 - I, II, IV & V)	87,999.60	69,746.37
ii) Loans from Scheduled Banks (For securities and other terms and conditions, refer Note 4 - III & IV)	1.54	11.19
b) Interest accrued but not due on loans	4,788.09	5,022.95
c) Interest accrued and due on loans	10,775.15	2,847.71
d) Advances from customers *	1,70,523.20	1,68,593.87
e) Unpaid dividend	10.58	9.62
f) Share application money refundable	9.07	10.14
g) Other payables		
i) Creditors for fixed assets	18.28	390.10
ii) Due to employees	412.18	462.18
iii) Statutory dues	7,802.51	6,655.51
iv) Security deposit received	10,140.90	10,149.39
v) Others	22,967.17	12,884.43
<b>Total</b>	<b>3,15,448.27</b>	<b>2,76,783.46</b>
* Includes ₹ 186.82 lacs (previous year Nil) from Director of one of the subsidiary Company.		
<b>10. SHORT-TERM PROVISIONS</b>		
<b>Provision for employee benefits:</b>		
Gratuity	69.25	0.87
Leave Encashment	43.78	6.67
<b>Sub-Total</b>	<b>113.03</b>	<b>7.54</b>
<b>Other Provisions:</b>		
Provision for taxation	50,416.28	48,610.84
Provision for wealth tax	28.92	23.67
	50,445.20	48,634.51
Less: Tax Paid	37,975.61	30,592.36
<b>Sub-Total</b>	<b>12,469.59</b>	<b>18,042.15</b>
<b>Total</b>	<b>12,582.62</b>	<b>18,049.69</b>

## 11. FIXED ASSETS

(₹ in Lacs)

Description	COST				DEPRECIATION				NET BLOCK	
	As at 1st April, 2012	Additions	Sale / adjustments	As at 31st March, 2013	Up to 31st March, 2012	For the year	On sale or adjustments	Up to 31st March, 2013	As at 31st March, 2013	As at 31st March, 2012
<b>Own assets:</b>										
<b>Tangible assets:</b>										
Leasehold Land	1,850.81	-	-	1,850.81	-	98.45	-	98.45	1,752.36	1,850.81
Freehold Land	693.28	-	-	693.28	-	-	-	-	693.28	693.28
Buildings	15,186.61	-	-	15,186.61	952.70	354.18	-	1,306.88	13,879.73	14,233.91
Plant and Machinery	2,431.59	44.25	-	2,475.84	245.08	157.69	-	402.77	2,073.07	2,186.51
Furniture and Fixtures	2,227.35	21.22	-	2,248.57	340.67	219.88	-	560.55	1,688.02	1,886.68
Vehicles	1,218.47	12.51	63.94	1,167.04	417.55	111.28	42.03	486.80	680.24	800.92
Office Equipments	504.25	17.18	19.22	502.21	91.50	26.12	3.29	114.33	387.88	412.75
Computers	533.66	5.94	9.10	530.50	172.78	83.80	5.49	251.09	279.41	360.88
<b>Total (A)</b>	<b>24,646.02</b>	<b>101.10</b>	<b>92.26</b>	<b>24,654.86</b>	<b>2,220.28</b>	<b>1,051.40</b>	<b>50.81</b>	<b>3,220.87</b>	<b>21,433.99</b>	<b>22,425.74</b>
<b>Intangible Assets</b>										
Softwares	766.52	4.46	-	770.98	363.34	189.97	-	553.31	217.67	403.18
Logos and trademarks	1.80	-	-	1.80	0.75	0.18	-	0.93	0.87	1.05
Website Development	0.55	-	-	0.55	0.20	0.05	-	0.25	0.30	0.35
Others (Film Cost Rights) *	64.00	-	-	64.00	-	-	-	-	64.00	64.00
<b>Total (B)</b>	<b>832.87</b>	<b>4.46</b>	<b>-</b>	<b>837.33</b>	<b>364.29</b>	<b>190.20</b>	<b>-</b>	<b>554.49</b>	<b>282.84</b>	<b>468.58</b>
<b>Total (A + B)</b>	<b>25,478.89</b>	<b>105.56</b>	<b>92.26</b>	<b>25,492.19</b>	<b>2,584.57</b>	<b>1,241.60</b>	<b>50.81</b>	<b>3,775.36</b>	<b>21,716.83</b>	<b>22,894.32</b>
Previous year	24,173.54	1,458.42	153.08	25,478.88	1,422.63	1,185.54	23.61	2,584.56	22,894.32	22,750.91
<b>Capital Work-in-Progress</b>									848.01	686.25

\* Cost of film distribution rights acquired will be amortized from the date of release of the respective movie.

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>12. GOODWILL</b>		
Balance as per last balance sheet	14,628.61	22,025.66
Less: Impairment during the year	7,212.37	7,397.05
<b>Total</b>	<b>7,416.24</b>	<b>14,628.61</b>
<b>13. NON-CURRENT INVESTMENTS</b>		
<b>Investments (At Cost) (Non-Trade) (Long-Term)</b>		
<b>Investment in immovable property</b>		
Investment in property at HDIL Towers	2,976.88	2,976.88
Investment in property - Flats at Virar	13.06	13.06
Investment in property - Pali Arcade	313.72	313.72
	<b>3,303.66</b>	<b>3,303.66</b>
<b>Other than trade (Unquoted Shares)</b>		
Punjab & Maharashtra Co-op. Bank Limited		
4,90,040 (previous year 4,90,040) Equity shares of ₹ 25/- each fully paid-up	122.51	122.51
	<b>122.51</b>	<b>122.51</b>
<b>In Associates Company (Unquoted Shares)</b>		
HDIL Leisures Private Limited		
20,25,000 (previous year 20,25,000) Equity shares of ₹ 10/- each fully paid-up	202.50	202.50
Add: Proportionate share of post acquisition profit	-	26.93
Less: Proportionate share of post acquisition loss	2.05	-
	<b>200.45</b>	<b>229.43</b>
<b>In Mutual Funds</b>		
JM Mutual Fund		
Nil (previous year 30,211.97) units of JM Money Manager Super Plus Plan of ₹ 10/- each fully paid-up (NAV 31st March, 2013 ₹ N.A. (previous year ₹ 4,57,959/-))	-	3.80
<b>Union KBC Mutual Fund</b>	25.00	-
2,50,000 (previous year Nil) units of Union KBC Capital Protection Oriented Fund ₹ 10/- each fully paid-up (NAV March, 2013 ₹ 25.35 lacs (previous year ₹ N.A.))		
	<b>25.00</b>	<b>3.80</b>
<b>Other corporates (Unquoted)</b>		
Privilege Hi Tech Infrastructure Limited		
11,900 (Previous year 11,900) Equity shares of ₹ 10/- each fully paid-up	1.19	1.19
Lashkaria Housing and Infrastructure Private Limited	-	-
15,440 (previous year 15,440) 0.01% Redeemable preference shares of ₹ 10/- each fully paid-up	1,544.00	1,544.00
	<b>1,545.19</b>	<b>1,545.19</b>
<b>Total</b>	<b>5,196.81</b>	<b>5,204.59</b>
In the opinion of the management, the value of above non-current investments is not less than as stated, if realised in the ordinary course of business.		



## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>14. LONG-TERM LOANS AND ADVANCES</b>		
<b>Unsecured, Considered Good</b>		
a) Capital Advances (Refer Note No. 14.01)	171.36	141.03
b) Security Deposits	1,624.53	1,554.22
c) Others		
Land purchase/ tenancy/ claims/ development rights	4,102.50	4,155.00
Goods and services	27.17	-
Income tax refund receivable	437.56	139.00
Prepaid expenses	430.77	0.45
Other receivable	2,940.14	2,940.09
<b>Total</b>	<b>9,734.03</b>	<b>8,929.79</b>
<b>14.01</b> As the agreement is not executed the details of estimated amount of contract remaining to be executed on capital account and not provided for, could not be ascertained.		
In the opinion of the management, the value of above long-term loans and advances is not less than as stated, if realised in the ordinary course of business.		
<b>15. CURRENT INVESTMENT</b>		
<b>Current Investments (at lower of cost or market value)</b>		
<b>Other corporates (Unquoted)</b>		
SGS Music and Entertainment Private Limited	-	100.00
Nil (previous year 1,61,290) Equity Shares of ₹ 10/- each fully paid-up		
	-	<b>100.00</b>
<b>In joint ventures</b>		
Fine Developers	1,547.66	500.00
(Share of profit - 90%, other partner and share of profit is Sapphire Land Development Private Limited - 10% )		
Heritage Housing Development Corporation	1,000.00	-
(Share of profit - 60%, other partner and share of profit is Pioneer India Developers Private Limited - 40%.)		
	<b>2,547.66</b>	<b>500.00</b>
<b>Total</b>	<b>2,547.66</b>	<b>600.00</b>
In the opinion of the management, the value of above current investments is not less than as stated, if realised in the ordinary course of business.		
<b>16. INVENTORIES</b>		
Raw materials (lower of cost or net realisable value)	4.87	0.50
Work-in-progress (lower of cost or net realisable value)	11,84,697.41	11,43,566.45
Stock-in-trade (lower of cost or net realisable value)	17.92	14.27
Finished goods (lower of cost or net realisable value)	19,572.26	23,585.79
Others (lower of cost or net realisable value)	5.97	3.94
<b>Total</b>	<b>12,04,298.43</b>	<b>11,67,170.95</b>
In the opinion of the management, the value of above inventories is not less than as stated, if realised in the ordinary course of business.		

# NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>17. TRADE RECEIVABLES</b>		
<b>Exceeding six months</b>		
Unsecured, Considered good	61,674.33	26,786.53
<b>Other</b>		
Unsecured, Considered good	18,937.88	60,071.76
<b>Total</b>	<b>80,612.21</b>	<b>86,858.29</b>
In the opinion of the management, the value of above trade receivables is not less than as stated, if realised in the ordinary course of business.		
<b>18. CASH AND BANK BALANCES</b>		
<b>a) Cash and Cash Equivalents</b>		
i) Cash on hand	244.10	3,155.50
ii) Balance with banks		
In current accounts	783.87	514.72
<b>b) Other bank balances</b>		
i) In Deposit with more than 3 months maturity*	18,671.62	19,486.52
ii) Current Account balance with banks in unpaid dividend and share application money account	26.27	26.38
iii) Current Account balances in escrow account	4.86	32.13
<b>Total</b>	<b>19,730.72</b>	<b>23,215.25</b>
* includes fixed deposits of ₹ 646.70 lacs (previous year ₹ 3,077.23 lacs) pledged with bank as security for bank guarantees, ₹ 6,427 lacs (previous year ₹ 6,427 lacs) with bank for Debt Service Reserve, ₹ 9,842.50 lacs (previous year ₹ 8,961.27 lacs) pledged with bank as security for bank overdraft and ₹ 5 lacs (previous year Nil) with Public Work Department as a Earnest Money Deposit.		
<b>19. SHORT-TERM LOANS AND ADVANCES</b>		
<b>Unsecured, considered good</b>		
<b>a) Loans and advances to related parties</b>		
Loan to associates	16,876.73	15,331.20
Other receivable/loans from Related Parties (from a partnership firm in which Directors of one of the Subsidiary Company are partners)	375.10	442.94
<b>b) Others</b>		
Security Deposits	2,515.38	2,729.26
Advance to suppliers	61,912.50	97,692.51
Advances for land purchase/ tenancy/ claims/ development rights	2,93,148.29	2,78,513.23
Loans to employees	45.77	71.06
Income tax paid	-	21.33
Prepaid expenses	136.68	763.96
Interest accrued on fixed deposits	399.45	388.67
Cenvat Credit	158.92	-
Other receivable	3,894.70	0.92
<b>Total</b>	<b>3,79,463.52</b>	<b>3,95,955.08</b>
In the opinion of the management, the value of above short-term loans and advances is not less than as stated, if realised in the ordinary course of business.		

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>20. REVENUE FROM OPERATION</b>		
<b>a) Sale of Product</b>		
i) Sale of commercial and residential units	1,289.96	9,770.87
ii) Sale of development rights/ FSI/ Land/ TDR	95,414.81	185,610.00
iii) Sale of foods and beverages	789.61	653.82
<b>b) Sale of Services</b>	3,786.31	3,213.10
<b>Total income from operations</b>	<b>1,01,280.69</b>	<b>1,99,247.79</b>
<b>c) Other operating income</b>		
i) Lease rental	1,173.06	1,358.70
ii) Others	70.10	299.30
<b>Total Other operating income</b>	<b>1,243.16</b>	<b>1,658.00</b>
<b>Total</b>	<b>1,02,523.85</b>	<b>2,00,905.79</b>
<b>21. OTHER INCOME</b>		
Interest received	3,695.28	3,221.85
Dividend received (From Co-operative Bank)	14.72	14.72
Entertainment tax refund *	273.66	-
Foreign exchange variation	0.97	3.15
Income from sale of fixed assets	0.12	1,120.51
Miscellaneous income	13.79	317.52
<b>Total</b>	<b>3,998.54</b>	<b>4,677.75</b>
* The Company has applied for the refund of entertainment tax for Multiplexes in Kolkata and Indore. The refund claimed for multiplex at kolkata has been admitted as per the notification dated 7th August, 2012 by Department of Information & Cultural Affairs of Government of West Bangal, and accordingly the amount of ₹ 273.66 lacs has been booked as other income.		
<b>22. COST OF MATERIAL CONSUMED</b>		
Land	-	8,980.52
Tenancy/ claims/ FSI/ development rights	12,432.30	14,743.02
Consumption of materials	32,797.26	44,120.79
Box office purchase and operating expenses	267.50	240.92
<b>Total</b>	<b>45,497.06</b>	<b>68,085.25</b>
<b>23. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE</b>		
Opening finished goods/stock-in-trade	23,604.00	23,281.15
Opening work-in-progress	11,43,566.45	11,18,242.56
Less: Adjustment during year *	49,440.19	12,461.02
<b>Total</b>	<b>11,17,730.26</b>	<b>11,29,062.69</b>
Closing finished goods/stock-in-trade	19,596.15	23,604.00
Closing Work-in-progress	11,84,697.41	11,43,566.45
<b>Total</b>	<b>12,04,293.56</b>	<b>11,67,170.45</b>
<b>Total</b>	<b>(86,563.30)</b>	<b>(38,107.76)</b>

\* The Mumbai International Airport Limited has served notice of termination on the Company for Mumbai International Airport project citing unsubstantiated charges, the Company has challenged the said notice. The Company has been advised by it's legal counsel that such notice of termination is not tenable in the court of law and have initiated legal remedies available to it. The Board following its conservative accounting policy has written off unrealised cost (aggregating to ₹ 44,198.45 lacs), pertaining to the Mumbai International Airport project as exceptional item in the current year.

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>24. EMPLOYEE BENEFITS EXPENSE</b>		
a) Salaries and incentives	3,201.63	3,554.52
b) Contributions to – Provident and other fund	256.48	344.86
c) Staff welfare expenses	69.98	196.76
<b>Total</b>	<b>3,528.09</b>	<b>4,096.14</b>

As per Accounting Standard 15 “Employee benefits”, the disclosures as defined in the Accounting Standard are given below:  
The Company has created Employee’s Group Gratuity Fund with Life Insurance Corporation of India, and obtained Group Gratuity Assurance Policy from Life Insurance Corporation for the benefit of employees.

### A) Gratuity Plan :-

The following table set out the status of the gratuity plan as required under AS – 15.

<b>i) Reconciliation of opening and closing balance of the present value of the defined benefit obligation:</b>		
Obligations at beginning of year	308.20	211.12
Interest cost	25.35	17.42
Current service cost	49.51	57.79
Past Service cost	-	71.03
Benefits paid	(19.88)	(10.90)
Actuarial (gain)/loss on defined benefits obligation	(16.00)	(38.26)
<b>Obligation at year end</b>	<b>347.18</b>	<b>308.20</b>
<b>ii) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:</b>		
Opening fair value of plan assets	273.44	224.76
Expected return	23.83	21.43
Actuarial gains and (losses)	(1.87)	0.59
Assets distributed on settlements	-	-
Contribution by employer	2.43	37.57
Benefits paid	(19.88)	(10.91)
<b>Closing fair value of plan assets</b>	<b>277.95</b>	<b>273.44</b>
<b>iii) Amounts to be recognised in the Balance Sheet</b>		
Projected benefits obligation, at the end of the year	347.18	308.20
Fair value of plan assets at end of the year	277.95	273.44
<b>Net asset/(liability) recognised in the Balance Sheet</b>	<b>69.23</b>	<b>34.76</b>
<b>iv) Gratuity cost for the year</b>		
Current service cost	49.51	57.79
Past Service cost	-	71.03
Interest cost on obligation	25.35	17.42
Expected return on plan assets	(23.83)	(21.43)
Net actuarial (gain)/loss	(14.13)	(38.84)
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>36.90</b>	<b>85.97</b>

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

### B) Leave encashment liability:

- I) The AS-15 stipulates that the rate used to discount post employment benefit obligation (both funded and non-funded) should be determined by reference to market yields at the balance sheet date on government bonds. The currency and terms of the government bonds should be consistent with the currency and estimated terms of the post-employment benefit obligation.
- II) Estimated future salary increases take account of inflation, seniority, promotion and other retirement factors, such as supply and demand in the employment market.

The following table set out the status of the leave encashment plan as required under AS-15.

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>a) Reconciliation of opening and closing balance of the present value of the defined benefit obligation:</b>		
Obligations at beginning of year	182.31	194.98
Interest cost	15.50	16.09
Current service cost	30.75	35.46
Benefits paid	-	-
Actuarial (gain)/loss on defined benefits obligation	(49.34)	(64.22)
<b>Obligation at year end</b>	<b>179.22</b>	<b>182.31</b>
<b>b) Amounts to be recognised in the Balance Sheet</b>		
Present value of Defined benefits obligation as on	179.22	182.31
Fair value of plan assets as on	-	-
<b>Liability recognised in Balance Sheet</b>	<b>179.22</b>	<b>182.31</b>
<b>c) Leave Encashment cost for the year</b>		
Current service cost	30.75	35.46
Interest cost on obligation	15.50	16.09
Expected return on plan assets	-	-
Net actuarial (gain)/loss	(49.34)	(64.22)
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>(3.09)</b>	<b>(12.67)</b>

### C) Valuation Assumptions

Considering the above stipulation in the case of gratuity and leave encashment, the following assumptions have been made.

i) Discount Rate	8.20%	8.50%
ii) Salary Growth	7.00%	7.00%
iii) Expected rate of return		
- Gratuity	9.00%	9.00%
- Leave encashment	NA	NA
iv) Mortality: LIC (1994-96) published table of mortality rate		
v) Withdrawals: 5% at younger ages reducing to 1% to older ages		
vi) Retirement age: 60 years		
<b>25. FINANCE COST</b>		
a) Interest expenses:		
i) Project specific interest expenses	57,021.85	54,988.75
ii) Other interest	9,164.76	7,415.26
b) Other finance cost		
i) Project specific (loan processing charges)	3,043.72	43.09
ii) Other	-	19.39
<b>Total</b>	<b>69,230.33</b>	<b>62,466.49</b>

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>26. OTHER EXPENSES</b>		
Advertisement and sales promotion expenses	687.47	1,005.20
Commission and brokerage	1,194.88	3.81
Electricity charges	1,741.02	1,956.75
Insurance charges	69.43	60.92
Bank Charges	53.54	84.78
Other expenses	287.17	325.19
Loss on sale of investments	82.99	-
Loss on sale of fixed assets	10.79	0.07
Fixed asset discarded	19.16	-
Loss on foreign exchange fluctuation	(0.28)	0.57
Membership and subscription	15.95	17.52
Printing and stationery	112.91	186.60
Security charges	772.02	857.30
Professional fees	2,193.21	1,548.94
Rent paid	442.58	258.13
Rates and taxes	1,696.15	4,395.35
Repairs and maintenance to buildings	58.96	217.94
Repairs and maintenance to machineries	84.73	37.34
Repairs and maintenance to other assets	432.87	622.52
Stamping and registration	157.65	2.13
Film share and other expenses	1,052.75	767.22
Business conducting fees	124.58	110.88
Outsourced personnel cost	241.81	200.90
Event management fees	12.33	12.18
Communication expenses	121.02	188.78
Postages and telegram expenses	6.86	443.18
Travelling and conveyance expenses	326.91	1,568.03
Maintenance expenses	511.26	531.18
Remuneration to auditors (Refer Note No. 26.01)	147.26	159.05
Directors remuneration and sitting fees (Refer Note No. 26.02)	99.10	216.71
Donations	5.40	0.42
Filing fees paid to the Registrar of Companies	6.83	0.52
Pre-operative expenses	0.25	44.15
<b>Total</b>	<b>12,769.56</b>	<b>15,824.26</b>
<b>Above expenses includes Project related expenses</b>	<b>9,177.63</b>	<b>8,551.19</b>
<b>26.01 Remuneration to Auditors</b>		
a. Audit fees	69.49	76.74
b. Taxation matters	32.31	34.07
c. Management consultancy	21.03	24.12
d. Other services	24.43	24.12
<b>Total</b>	<b>147.26</b>	<b>159.05</b>
<b>26.02 Managerial Remuneration</b>		
a) Remuneration to Directors	40.50	154.60
b) Commission to Non-Executive Directors	50.00	53.91
c) Sitting fees	8.60	8.20
<b>Total</b>	<b>99.10</b>	<b>216.71</b>



## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>27. EARNINGS PER EQUITY SHARE HAS BEEN COMPUTED AS UNDER:</b>		
(a) Net profit after tax as per Statement of Profit and Loss	7,332.21	80,981.46
Add: Excess provision for tax of earlier years	5.36	0.08
Less: Short provision for tax of earlier years	22.55	23.36
Adjustment for subsidiaries added/ delinked	-	18.79
Less: Loss of minority adjusted against majority interest	(0.08)	0.22
Net Profit attributable to Equity Shareholders	<b>7,315.10</b>	<b>80,976.75</b>
(b) Number of fully paid equity shares used in computing earnings per equity share		
Basic	41,90,03,986	41,75,50,434
Diluted	41,90,03,986	42,45,22,128
(c) Basic Earnings per share	1.75	19.38
(d) Diluted Earnings per share	1.75	19.07
(e) Nominal value per equity share is ₹ 10/-		

**28. A. List of related parties with whom transactions have taken place during the current accounting year and relationship:**

**Subsidiaries**

- |   |  |
|---|--|
| 1. Privilege Power and Infrastructure Private Limited | 6. Mazda Estates Private Limited           |
| 2. HDIL Entertainment Private Limited                 | 7. Guruashish Construction Private Limited |
| 3. Blue Star Realtors Private Limited                 | 8. BKC Developers Private Limited          |
| 4. Ravijyot Finance and Leasing Private Limited       | 9. Lashkaria Construction Private Limited  |
| 5. Excel Arcade Private Limited                       | 10. HC Infracity Private Limited           |

**Associates**

1. HDIL Leisures Private Limited

**Enterprise significantly influenced by key management personnel**

1. Privilege Airways Private Limited  
2. Privilege Industries Limited  
3. Privilege Health Care Services Private Limited

**Joint Venture**

1. Fine Developers  
2. Heritage Housing Development Corporation

**Relative of promoter of the Company or key management personnel**

1. Shri Sunpreet Singh

**Key management personnel**

**Name**

1. Shri Rakesh Kumar Wadhawan  
2. Shri Sarang Wadhawan  
3. Shri K. P. Devassy  
4. Shri Darshan D. Majmudar  
5. Smt. Romy Mehra  
6. Shri Aslam Y. Lashkaria  
7. Shri Hasam Lashkaria  
8. Shri Virendra Vora  
9. Shri Mukesh Gupta

**Designation**

- Executive Chairman  
Vice Chairman & Managing Director  
Chief Financial Officer  
Vice President - Company Secretary & Legal  
Director (HC Infracity Private Limited)  
Director (Lashkaria Construction Private Limited)  
Director (Lashkaria Construction Private Limited)  
Director (Excel Arcade Private Limited)  
Chief Executive Officer (HDIL Entertainment Private Limited)

**B. Transactions with related party**

Nature of transaction	Year ended 31st March, 2013				Year ended 31st March, 2012			
	Enterprises influenced by Key Management Personnel	Joint Venture/ Associates/ Relative of promoter	Key Management Personnel	Total	Enterprises influenced by Key Management Personnel	Joint Venture/ Associates/ Relative of promoter	Key Management Personnel	Total
Loans/advances paid	-	1,545.53	-	1,545.53	-	4,903.57	-	4,903.57
Loans/advances received	-	-	-	-	-	-	952.25	952.25
Advance from customers	-	-	186.82	186.82	-	-	-	-
Investment in partnership firm	-	2,047.66	-	2,047.66	-	500.00	-	500.00
Interest income	-	1,797.80	-	1,797.80	-	1,528.90	-	1,528.90
Lease rent income	-	-	-	2.40	2.40	-	-	2.40

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Nature of transaction	Year ended 31st March, 2013				Year ended 31st March, 2012			
	Enterprises influenced by Key Management Personnel	Joint Venture/ Associates/ Relative of promoter	Key Management Personnel	Total	Enterprises influenced by Key Management Personnel	Joint Venture/ Associates/ Relative of promoter	Key Management Personnel	Total
Directors Remuneration	-	-	40.50	40.50	-	-	154.60	154.60
Salary Paid	-	-	133.99	133.99	-	-	124.95	124.95
Sale of commercial units	-	-	-	-	5,532.49	-	-	5,532.49
Sale of FSI	-	591.48	-	591.48	-	-	-	-
Travelling expenses	9.38	-	-	9.38	654.30	-	-	654.30
Outstanding as at year end - Due from	2.20	19,424.38	-	19,426.59	-	15,831.20	-	15,831.20
Outstanding as at year end - Due to	600.69	-	1,139.07	1,739.76	599.30	-	952.25	1,551.55

### C. Disclosure in respect of material transactions with related parties during the year (included in 'B' above)

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>Loans/advances paid</b>		
HDIL Leisures Private Limited	1,545.53	4,903.57
<b>Loans/advances received</b>		
Mrs. Romy Mehra	-	952.25
<b>Advances from customers</b>		
Shri Virendra Vora	186.82	-
<b>Investment in partnership firm</b>		
Fine Developers	1,047.66	500.00
Heritage Housing Development Corporation	1,000.00	-
<b>Travelling expenses</b>		
Privilege Airways Private Limited	9.38	654.30
<b>Directors remuneration</b>		
Shri Rakesh Kumar Wadhawan	-	100.00
Shri Sarang Wadhawan	-	50.00
Mrs. Romy Mehra	40.50	-
Aslam Y. Lashkaria	-	2.10
Hasam Lashkaria	-	2.50
<b>Salary paid</b>		
Shri K. P. Devassy	50.00	45.10
Shri Darshan Majmudar	40.00	36.08
Shri Mukesh Gupta	43.99	43.77
<b>Sale of commercial units</b>		
Privilege Health Care Private Limited	-	5,532.49
<b>Sale of FSI</b>		
Sunpreet Singh	591.48	-
<b>Interest income</b>		
HDIL Leisures Private Limited	1,797.80	1,528.90
<b>Lease rent income</b>		
Privilege Airways Private Limited	1.20	1.20
Privilege Industries Limited	1.20	1.20
<b>Outstandings:</b>		
<b>Outstanding as at year end - Due from</b>		
Privilege Airways Private Limited	1.20	-
Privilege Industries Limited	1.00	-
HDIL Leisures Private Limited	16,876.73	15,331.20
Fine Developers	2,547.66	500.00
<b>Outstanding as at year end - Due to</b>		
Privilege Airways Private Limited	600.69	599.30
Mrs. Romy Mehra	952.25	952.25
Shri Virendra Vora	186.82	-

## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at 31st March, 2013 (₹ in Lacs)	As at 31st March, 2012 (₹ in Lacs)
<b>29. CONTINGENT LIABILITIES NOT PROVIDED FOR</b>		
a) (i) Claims against the Company not acknowledged as debts (represented suits filed by the parties in the High Court, Bombay and disputed by the Company)	23,077.61	20,247.35
(ii) The Mumbai International Airport Limited has issued notice of termination dated 6th February, 2013 on the Company of their agreement for Mumbai International Airport Slum Rehabilitation Project. The Company has challenged the said notice of termination and have initiated legal proceedings as per advice of legal counsel. Subsequent to notice of termination of the agreement, the Company may be held liable to pay liquidated damages aggregating to ₹ 27,600 lacs.	27,600.00	-
(iii) Income-tax demands disputed by the Company (net of amounts provided). The matters in dispute are under appeal. The demands have been paid/adjusted and will be received as refund if the matters are decided in favour of the Company. In the opinion of the management the above claim are not sustainable.	26,200.65	28,564.58
b) Guarantees provided by the bank	646.70	3,077.23
c) Corporate guarantee		
i) The Company has facilitated a vendor financing, setting up with IDBI bank limit upto ₹ 5,000 lacs. The Company has extended it's corporate guarantee to the bank.	5,000.00	-
ii) The security has been created on Company's Leasehold Land and Building situated at Noida on behalf of relative of one of the Director.	2,420.00	-
d) Against demand promissory note executed as security for performance	-	27,500.00
<b>30. COMMITMENT</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances and deposits)	323.97	69.90
<b>31.</b> The Company has preferred an appeal in High Court, Bombay against the cancellation of Annexure II i.e. recognition of census slum of its project at Malvani. The Slum Rehabilitation Authority has refunded an amount of ₹ 5,241.75 lacs being deposit towards Land premium of Land bearing CTS No. 2841, 3 and 3525 of village Malvani which was taken to Work-in-progress. The management is of view that they have rightful claim for the census slum which has been received under applicable policy of Government at that time.		
<b>32.</b> Previous year figures have been reclassified to conform to this year's classification.		
<b>33.</b> The consolidated results for the year ended 31st March, 2013 are not comparable with the previous year, due to one Subsidiary Companies viz. HC Infracity Private Limited is added during previous financial year on 30th November, 2011.		

As per our report of even date attached

For **THAR & CO.**  
Chartered Accountants  
Firm Registration No. 110958W

**Jayesh R. Thar**  
(Partner)  
Membership No. 032917

**K. P. Devassy**  
Chief Financial Officer

**Darshan D. Majmudar**  
Vice President - Company  
Secretary & Legal

Place: Mumbai  
Date: 29th May, 2013

For and on behalf of the Board of Directors

**Rakesh Kumar Wadhawan**  
Executive Chairman

**Waryam Singh**  
Director

**Shyam Sunder Dawra**  
Director

**Lalit Mohan Mehta**  
Director

**Sarang Wadhawan**  
Vice Chairman &  
Managing Director

**Ashok Kumar Gupta**  
Director

**Raj Kumar Aggarwal**  
Director

**Ramesh Chander Kapoor**  
Director

# STATEMENT PURSUANT TO EXEMPTION RECEIVED UNDER SECTION 212(8) OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES

Particulars	Privilege Power and Infrastructure Private Limited	HDIL Entertainment Private Limited	Blue Star Realtors Private Limited	Excel Arcade Private Limited	BKC Developers Private Limited	Guruashish Construction Private Limited	HC Infra Private Limited	Mazda Estate Private Limited	Ravijyot Finance & Leasing Private Limited	Lashkaria Construction Private Limited
Paid-up share capital	15,000.00	2,500.00	468.48	5.00	10.00	1,100.00	1,000.00	5.00	50.00	1,000.00
Reserves and surplus	18,388.54	2,481.84	288.00	(0.41)	(58.91)	51,047.21	(10.03)	(0.56)	(2.18)	481.08
Total assets	105,290.59	10,260.57	33,788.59	4,948.31	5,883.04	108,339.46	8,409.99	38.38	17,689.60	7,370.22
Total liabilities	105,290.59	10,260.57	33,788.59	4,948.31	5,883.04	108,339.46	8,409.99	38.38	17,689.60	7,370.22
Investments (excluding investments in subsidiaries)	39.25	25.00	25.00	0.01	-	25.00	-	-	-	1,544.00
Turnover (including other income)	206.38	4,787.86	3.00	-	-	3.11	0.50	-	-	11.28
Profit before tax	62.45	63.38	1.93	(0.42)	(0.45)	1.86	(9.61)	(0.31)	(1.78)	(7.28)
Provision for Current & Deferred tax	29.38	49.97	0.66	-	-	0.43	-	-	(0.97)	(0.59)
Profit after tax	33.07	13.41	1.27	(0.42)	(0.45)	1.43	(9.61)	(0.31)	(0.81)	(6.69)
Proposed dividend	-	-	-	-	-	-	-	-	-	-

For and on behalf of the Board of Directors

<b>Rakesh Kumar Wadhawan</b> Executive Chairman	<b>Sarang Wadhawan</b> Vice Chairman and Managing Director
<b>K. P. Devassy</b> Chief Financial Officer	<b>Ashok Kumar Gupta</b> Director
<b>Waryam Singh</b> Director	<b>Raj Kumar Aggarwal</b> Director
<b>Shyam Sunder Dawra</b> Director	<b>Ramesh Chander Kapoor</b> Director
<b>Lalit Mohan Mehta</b> Director	
<b>Darshan D. Majmudar</b> Vice President - Company Secretary & Legal	

Place: Mumbai  
Date: 29th May, 2013

**Housing Development and Infrastructure Limited**  
**Registered Office:** 9-01, HDIL Towers, Anant Kanekar Marg, Bandra (E), Mumbai - 400 051.

## ATTENDANCE SLIP

### 17th Annual General Meeting

I hereby record my presence at the 17th Annual General Meeting of the Company held on Monday, 30th day, September, 2013 at 11.00 a.m. at Boundary Hall, Mumbai Cricket Association Recreation Centre (MCA), G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.

.....  
 Name of the Shareholder/Proxy (IN BLOCK LETTERS)

.....  
 Signature of Shareholder/Proxy

**Folio No.** .....

**DP ID No.** .....

**Client ID No.** .....

**No. of Shares** .....

**E-mail ID** .....

NOTE: Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover the same at the entrance, duly signed.

**Housing Development and Infrastructure Limited**  
**Registered Office:** 9-01, HDIL Towers, Anant Kanekar Marg, Bandra (E), Mumbai - 400 051.

## PROXY FORM

### 17th Annual General Meeting

I/We ..... of .....  
 .....being member/members of

**Housing Development and Infrastructure Limited**, hereby appoint .....  
 of ..... or failing him/her

..... of .....  
 as my/our proxy to attend and vote for me/us on my/our behalf at the 17th Annual General Meeting of the Company to be held on Monday, 30th day of September, 2013 at 11.00 a.m. at Boundary Hall, Mumbai Cricket Association Recreation Centre (MCA), G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 and at any adjournment(s) thereof, if any.

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

Signature of Shareholder .....

₹ 1/-  
 Revenue  
 Stamp

**Folio No.** .....

**DP ID No.** .....

**Client ID No.** .....

**No. of Shares** .....

**E-mail ID** .....

NOTE: The Proxy completed in all respect must be deposited at the registered office of the Company not less than 48 hours before the time of holding of the meeting.



# Corporate Information

## BOARD OF DIRECTORS

**Rakesh Kumar Wadhawan**

Executive Chairman

**Sarang Wadhawan**

Vice Chairman & Managing Director

**Waryam Singh**

Director

**Ashok Kumar Gupta**

Director

**Satya Pal Talwar**

Independent Director

**Lalit Mohan Mehta**

Independent Director

**Shyam Sunder Dawra**

Independent Director

**Sunil Behari Mathur**

Independent Director

**Ramesh Chander Kapoor**

Independent Director

**Raj Kumar Aggarwal**

Independent Director

## CHIEF FINANCIAL OFFICER

K. P. Devassy

## VICE PRESIDENT COMPANY SECRETARY & LEGAL

Darshan D. Majmudar

## AUDITORS

M/s. Thar & Co.

Chartered Accountants

## BOARD COMMITTEES

### AUDIT COMMITTEE

Satya Pal Talwar

Ashok Kumar Gupta

Shyam Sunder Dawra

Raj Kumar Aggarwal

### REMUNERATION COMMITTEE

Ashok Kumar Gupta

Satya Pal Talwar

Raj Kumar Aggarwal

### INVESTOR GRIEVANCES & SHARE TRANSFER COMMITTEE

Sarang Wadhawan

Waryam Singh

Lalit Mohan Mehta

### FINANCE COMMITTEE

Rakesh Kumar Wadhawan

Sarang Wadhawan

Waryam Singh

Satya Pal Talwar

### PROJECT COMMITTEE

Satya Pal Talwar

Sarang Wadhawan

Waryam Singh

### BANKERS/FINANCIAL INSTITUTIONS

Allahabad Bank

Andhra Bank

Axis Bank Limited

Bank of Baroda

Bank of India

Central Bank of India

Corporation Bank

Dena Bank

HDFC Bank Limited

IDBI Bank Limited

Canara Bank

India Infrastructure Finance Company  
Limited

Indian Bank

Indian Overseas Bank

Infrastructure Leasing & Financial  
Services Limited

Life Insurance Corporation of India

Oriental Bank of Commerce

Punjab & Maharashtra Co-op. Bank

Punjab National Bank

Punjab & Sind Bank

State Bank of India

Syndicate Bank

The Jammu & Kashmir Bank Limited

UCO Bank

Union Bank of India

United Bank of India

Vijaya Bank

Yes Bank Ltd.

## REGISTERED OFFICE

9-01, HDIL Towers,  
Anant Kanekar Marg,  
Bandra (East), Mumbai - 400 051

Tel.: 022 - 6788 8000

Fax: 022 - 6788 8175

Website: [www.hdil.in](http://www.hdil.in)

## REGISTRAR & SHARE TRANSFER AGENT

Karvy Computershare Pvt. Ltd.

Plot No. 17 to 24, Vittalrao Nagar,  
Madhapur, Hyderabad - 500 081

Tel.: 040 - 2343 1551

Fax: 040 - 2342 0814

Website: [www.karvy.com](http://www.karvy.com)

E-mail: [einword.ris@karvy.com](mailto:einword.ris@karvy.com)





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