

# CONSOLIDATING GROWTH





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## CONSOLIDATING GROWTH

The past fiscal year was a year of unprecedented upheavals.

Numerous countries experienced economic and political turmoil.

The economic and political woes are far from over.

The worst may be over, but the pain will continue for some time to come.

Perseverance is the only key to success.

We must not only act but also dream, not only plan, but also believe.

We need to be cautious in these trying times, without losing hope.

We are consolidating the results of our growth, before we embark on our journey ahead.

Course correction is an extremely difficult decision, but it will pay off in the long-term.

And we are doing so without diluting the core competence of the Company.

We have retained our long-term views but modified them to meet business and economic exigency.

Long-term planning does not deal with future decisions, but with the future of present decisions.

We stuck to our business plans throughout fiscal 2011 and focused on our traditional businesses that form the foundations of our growth.

Looking beyond the current economic situation, we expect demand across the spectrum of our products and services to increase, driven by population growth, positive demographics and rising prosperity in developing nations.

For these reasons, we believe that the long-term outlook remains favorable for our Company.

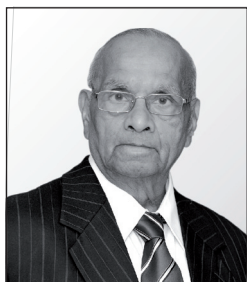
Year 2011-12 will be a year of fiscal discipline.

Jai Corp's core strengths, starting with the talent, dedication and values of our employees, will enable us to achieve growth.

Jai Corp's future holds great promise by consolidating growth.

We are confident to emerge as a more nimble, stronger and efficient player

## MESSAGE FROM THE CHAIRMAN EMERITUS



**“We are deeply committed to safe and efficient operations and to conducting our business in an environmentally sound and socially responsible manner.”**

Dear Shareowners,

In 2010 it appeared that the world has been able to bury the ghost of global recession. It now appears that such a view was rather premature. The year 2010 -11 was a tumultuous year for the world economy. India so far has been able to fend off too much negative impact. It remains to be seen how much the fine balance between inflationary pressure and high growth rate can be sustained by the economy.

We will continue to follow the business plans and frame our strategy that has helped the Company to grow in the past without in any way compromising on the Company's socio- economic responsibilities. Jai Corp's performance and growth are intrinsically linked with the communities where we operate. Our community engagement programmes are our strategic investments in the future of our community, focusing on health, education and sustainable socio-economic development.

We are deeply committed to safe and efficient operations and to conducting our business in an environmentally sound and socially responsible manner.

I thank all our stakeholders who have consistently reinforced their faith and trust in Jai Corp. I am confident that they will to continue stand by the management team that is leading your Company into the future.

I thank our Board of Directors for their invaluable insights, constant support and guidance at every stage as we strive to give shape to their vision. I would also like to thank all our shareholders for their unstinted support. This Company is committed to realizing your dreams for it and I am confident that together we shall grow and prosper.

With best wishes,

Sincerely,

**J. K. Jain**

Chairman Emeritus

3<sup>rd</sup> August, 2011

## MESSAGE FROM THE CHAIRMAN



**“While the country is preparing to take the quantum leap and join other developed economies, it cannot afford to lose its momentum of high growth”**

Dear Fellow Shareowners,

The year 2010-11 started on a promising note for the world economy but ended in despair. There was a surge of popular upheavals in several countries in the Middle East and Africa. The effects of these are likely to continue to be felt in the coming years. The sovereign debt crisis in Europe just appears to have gone from bad to worse. Meanwhile the United States debt crisis laid bare the economic problems of that country. It appears that the developed nations are caught in a debt trap. Europe has already seen one disaster in Greece and despite a helping hand from Germany and France, there are very few signs of revival. The troubles in other member countries of the PIGS (Portugal, Ireland, Greece and Spain) have not vanished and the rating agencies have already warned that Italy could soon be the next country in peril.

China's inflation rate may not allow it to play the role of the global white knight as effectively as it has played in the recent past. The Government of India and the Reserve Bank of India are trying their best to balance inflationary tendencies without bringing too much impact on the growth rate. If the Reserve Bank of India's game plan tightening policy to control inflation works well, then India will once again be on the high growth trajectory in FY 2012- 13. We will in all probability begin the next fiscal, with an extremely positive numbers growth outlook. Already the advance tax numbers for the first quarter are encouraging, more companies are looking at fresh investments and infrastructure, which accounts for 26% of the spend, and this could add to the growth numbers, as we see new power plants and highways being constructed. The process of nation building has to be accelerated and more investments and faster approvals are the need of the hour. We need to generate more jobs for our youths and that is possible through new engines of growth. While the country is preparing to take the quantum leap and join other developed economies, it cannot afford to lose its momentum of high growth.

Last year our traditional businesses of plastic processing and spinning have delivered a good performance. The Company was able to substantially improve the profitability of these businesses. In the steel business the Company incurred a minor loss. We expect better results this year. The investments in the real estate sector are long-term in nature and will unlock their potential value in the years ahead.

In our venture capital business, we manage and advise a collective corpus of over Rs. 3,807 crores (US\$ 820 million). The funds' investments are focussed on large townships and mixed-use development projects. The

In our venture capital business, we manage and advise a collective corpus of over Rs. 3,807 crores (US\$ 820 million). The funds' investments are focussed on large townships and mixed-use development projects. The projects are with reputed builders and are in cities that are expected to have high growth rates. The Urban Infrastructure Opportunities Fund has refunded Rs. 241.76 crores to its contributors by way of repurchase of units and return of capital in the current financial year. The asset management sector is expected to witness high growth in the near future. We are gearing ourselves to capitalize on the same.

The Company is one of the stakeholders in entities engaged in development of Special Economic Zones (SEZ) in Maharashtra. Navi Mumbai Special Economic Zone has commenced horizontal and vertical development in a phased manner and Rewas Port Limited has received necessary statutory approvals.

For the year ended 31<sup>st</sup> March, 2011, Jai Corp delivered a robust financial performance. While revenues increased by 22.76%, to Rs. 589.01 crores, EBIDTA increased by 38.18% to Rs. 135.39 crores and profit after tax increased by 50.88% to Rs. 92.14 crores. The growth of the masterbatch division was especially impressive. I firmly believe that Jai Corp's business strategies, operational excellence and cost control measures along with the hard work of our entire team helped your Company deliver this improved financial performance.

Our focus will be to deliver superior and sustainable returns to all our stakeholders in the years ahead.

I am grateful to the Board of Directors for their unwavering support and guidance. I also take this opportunity to express my gratitude to all our stakeholders, who have reposed their trust in us and extended their constant support.

With best wishes,  
Sincerely,

**Anand Jain**  
Chairman  
3<sup>rd</sup> August, 2011

## CONSOLIDATING GROWTH

### ABOUT US:

Jai Corp Limited, established in 1985, under the leadership of the Company's Chairman Shri Anand Jain, is fast emerging as a leading urban integrated infrastructure company.

Traditionally, a manufacturing enterprise, the Company produces flexible intermediate bulk containers (FIBC Jumbo bag), woven sacks and fabrics, manmade fibre yarns, Masterbatch and steel coils and sheets.

In 2006, Shri Jain's vision saw Jai Corp expanding its horizons. Jai Corp is metamorphosing from a manufacturing enterprise to a corporate driven by new growth engine such as asset management and urban infrastructure development.

Jai Corp is looking at playing a catalyst role of being one of the key builders of modern India, by creating integrated urban infrastructure. Thus, contributing to the India growth story.

The Company is in the process of building globally relevant centers of excellence in manufacturing and service sector.

Jai Corp is also a leading real estate organization with a significant funding and development portfolio.

The Company is also advisor and manager to some of India's largest real estate funds.

With its Registered Office at Nanded, Maharashtra, the Company has its Corporate Office in India's financial capital, Mumbai.

The Company has a shareholder family of about 88,000. The Company's shares are listed on the Bombay Stock Exchange and the National Stock Exchange.

### LOCATIONS :

- Woven sacks manufacturing division: Khadoli, Athal (Silvassa) and Daman
- Spinning division: Vasona, Masat (Silvassa) and Sarigam (Gujarat)
- Steel division: Nanded (Maharashtra)
- SEZs: Mumbai and Navi Mumbai
- Port SEZ: Rewas (Maharashtra)
- Asset Management business and Venture Capital Fund Offices: Mumbai.



## BOARD OF DIRECTORS

**Jai Kumar Jain**  
Chairman Emeritus

**Anand Jain**  
Chairman

**Virendra Jain**  
Vice Chairman

**Gaurav Jain**  
Managing Director

**V.S. Pandit**  
Director - Works

**S. N. Chaturvedi**

**D.K. Contractor**

**K .M. Doongaji**

**S.H. Junnarkar**

**P.P. Shah**  
Directors

CHIEF FINANCIAL OFFICER  
**Rajesh Kumar Mundra**

COMPANY SECRETARY &  
COMPLAINE OFFICER  
**Ananjan Datta**

BOARD COMMITTEES:  
Audit Committee

**K.M Doongaji** (Chairman)

**S.N.Chaturvedi**

**D.K.Contractor**

**Virendra Jain**

Shareholders/Investors  
Grievance Committee

**K.M.Doongaji** (Chairman)

**S.N.Chaturvedi**

**Virendra Jain**

**Gaurav Jain**

### Share Transfer Committee:

Jai Kumar Jain (Chairman)  
Virendra Jain  
Gaurav Jain

### BANKERS

Axis Bank  
Bank of Baroda  
Canara Bank  
Development Credit Bank Limited  
HDFC Bank Limited  
South Indian Bank Limited  
Union Bank of India

### REGISTERED OFFICE

A-3, M.I.D.C. Indl. Area,  
Nanded- 431 603, Maharashtra  
Website: [www.jaicorpindia.com](http://www.jaicorpindia.com)  
Tel: +91-22-61155300  
Fax: +91-22-22875197

### CORPORATE OFFICE

12-B, Mittal Towers,  
Nariman Point,  
Mumbai-400021  
Maharashtra, India.

### MANUFACTURING FACILITIES:

- (i) Plastic processing Division  
140/1/1/1 to 140/1/1/9,  
Village Khadoli, Silvassa (D & N.H)  
(100% EOU Unit)  
168/182-191, Dabhel Ind. Co-op. Soc.  
Ltd.,  
Dabhel, Daman (Daman & Diu)  
Survey No. 148, 149/1 & 2, 180/2 & 3,  
Dabhel Ind. Co-op. Soc. Ltd.,  
Dabhel, Daman (Daman & Diu)  
Plot No. F-1 & F-2,  
Indore SEZ Phase-1, Sector-III  
Pithampur (MP) (SEZ Unit)
- (ii) Plastic Processing & Master Batch  
Survey No.141,Dabhel Ind. Co-op.  
Soc.Ltd.,  
Dabhel, Daman (Daman & Diu)

(iii) Plastic Processing & PSF  
Survey No.326/1,326/2/1  
Village Athal, Silvassa,  
(D&NH)

(iv) Steel Division  
A-3, M.I.D.C, Indl. Area  
Nanded, Maharashtra.

(v) Textile Division- Twisting  
Survey No.45-B, Govt.Ind  
Estate,  
Masat, Silvassa (D & NH)

(vi) Textile Division- Dyeing  
Plot No.1620, GIDC Sarigam,  
Dist. Valsad, Gujarat

(vii) Textile Division- Spinning  
Survey No.246, Khanvel Road,  
Vasona, Silvassa (D &NH)

### REGISTRAR & SHARE TRANSFER AGENTS

Karvy Computershare Private  
Limited  
Plot no. 17-24 , Vittal Rao Nagar,  
Madhapur, Hyderabad 500 081.  
Tel: +91-40-44655000  
Fax no: + 91-040-23420814  
e- mail:[einward.ris@karvy.com](mailto:einward.ris@karvy.com)  
Website : [www.karvy.com](http://www.karvy.com)

### AUDITORS

Chaturvedi & Shah,  
Chartered Accountants  
S.R.Batliboi & Co.  
Chartered Accountants

## NOTICE

NOTICE is hereby given that the Twenty-sixth Annual General Meeting of the Members of Jai Corp Limited will be held on Friday the 23<sup>rd</sup> day of September, 2011 at 10.00 am at the Registered Office of the Company at A-3, MIDC Industrial Area, Nanded- 431 603, Maharashtra to transact the following businesses :

### AS ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at March 31, 2011, Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend on Preference Shares.
3. To declare a dividend on Equity Shares.
4. To appoint a Director in place of Shri Jai Kumar Jain, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Shri Anand Jain, who retires by rotation and being eligible, offers himself for re-appointment.
6. To appoint a Director in place of Shri Khurshed Minocher Doongaji who retires by rotation and being eligible, offers himself for re-appointment.
7. To appoint Messrs Chaturvedi & Shah, Chartered Accountants, and Messrs S.R. Batliboi & Co. Chartered Accountants, the retiring auditors as the joint Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and fix their remuneration.

### AS SPECIAL BUSINESS:

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

**“RESOLVED THAT** in accordance with the provisions of Sections 80 and all other applicable provisions, if any, of the Companies Act, 1956, and Article 8 and all other enabling provisions of the Articles of Association of the Company and the applicable laws, rules, regulations, guidelines, clarifications and approvals issued by any statutory body or regulatory authority and subject to such approvals/consents/permissions/sanctions as may be required in accordance with applicable laws, rules, regulations and guidelines and subject to such conditions as such bodies or authorities may impose at the time of granting their approvals/consents/permissions/sanctions and which may be agreed to by the Board of

Directors of the Company ( the '**Board**' which term shall include any Committee which the Board of Directors may have constituted or may hereafter constitute for the time being for exercising the powers conferred on the Board of Directors by this Resolution), consent of the members be and is hereby accorded to the Board to roll over 99,99,900 (ninety-nine lakhs ninety-nine thousand and nine hundred) 1percent non-cumulative, non-participating redeemable preference shares of face value ₹ 1/- (Rupee one only) each of the Company issued at a price of ₹ 1,000/- (Rupees one thousand only) each i.e. at a nominal value of ₹ 1/- (Rupee one only) and a premium of ₹ 999/- (Rupees Nine hundred and ninety- nine only) per share allotted on 26.11.2007 to certain members of the promoter group which are due for redemption on 25.11.2011 to the intent that the said preference shares will be redeemed at a later date as hereafter stated;

**RESOLVED FURTHER THAT** the said preference shares shall continue to carry a preferential right to dividend of 1percent (one per cent) per annum;

**RESOLVED FURTHER THAT** the said preference shares shall in respect of capital, on a winding-up or repayment of capital, carry a preferential right for repayment in priority to the equity shares to the Company but shall not carry any further or other right to participate either in the profits or assets of the Company;

**RESOLVED FURTHER THAT** the said preference shares shall be redeemable on the expiry of 2 (two) years from the date of roll over (i.e. two years from 26.11.2011) with an option to the Company/preference shareholders to redeem the same any time earlier;

**RESOLVED FURTHER THAT** the redemption of the said preference shares shall be at a premium of 6percent (six per cent) per annum from the date of allotment over and above the total issue price of ₹ 1,000/- (Rupees one thousand only) per share and the premium will be proportionate to the period of holding of these shares;

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above , the Board be and is hereby authorized to take all actions and do all acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper, desirable or expedient to the issue and allotment of the said shares and to resolve and

settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of shares and utilization of proceeds, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this Resolution;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred in such manner as it may deem fit."

**By Order of the Board of Directors**

**A. Datta**

Mumbai,  
3<sup>rd</sup> August, 2011. Company Secretary

**NOTES :**

1. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.** The instrument appointing a proxy or Power of Attorney, if any, under which it is signed should be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the aforesaid meeting. Corporate Members are requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
3. The Register of Members and Share Transfer Books will remain closed from Tuesday, the 13<sup>th</sup> day of September, 2011 to Friday, the 23<sup>rd</sup> day of September, 2011 (both days inclusive).
4. The dividend recommended by the Board of Directors, if declared at the Meeting will be payable to those Members whose names are registered in the Register of Members of the Company at close of business on 12<sup>th</sup> September, 2011.
5. Un-paid/ un-claimed dividend for the financial years 2007-08, 2008-09 and 2009-10 will be transferred to the Investor Education and Protection Fund on or after 01<sup>st</sup> October, 2015, 29<sup>th</sup> October, 2016 and 6<sup>th</sup> October, 2017

respectively pursuant to the provisions of Section 205A of the Companies Act, 1956. The members who have not cashed their dividend warrant/s are requested to immediately make their claims to the Company's Registrar and Transfer Agent, Messrs Karvy Computershare Private Limited. It may be noted that once the un-paid dividend is transferred to the aforesaid Fund, no claim shall lie with the Company and/or the Fund in respect of such amount.

6. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company's Registrar and Transfer Agent, Messrs Karvy Computershare Private Limited details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the Member/s after making requisite changes thereon.
7. Non-resident Indian shareholders are requested to inform the Company immediately:-
  - (i) Change in residential status on return to India for permanent settlement.
  - (ii) Particulars of bank account maintained in India with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.
  - (iii) Copy of Reserve Bank of India permission.
8. Consequent upon the introduction of Section 109A of the Companies Act, 1956 shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations in respect of shares held by them in physical form are requested to send the necessary particulars in Form 2B (available on request) to the Company's Registrar and Transfer Agent, Messrs Karvy Computershare Private Limited.
9. Re-appointment of Directors: At the ensuing Annual General Meeting, Shri Jai Kumar Jain, Shri Anand Jain and Shri Khurshed Minocher Doongaji retire by rotation and being eligible offer themselves for re-appointment. The details pertaining to these Directors required to be provided pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges are furnished in the statement on Corporate Governance provided elsewhere in the Annual Report.

**By Order of the Board of Directors**

**A. Datta**

Mumbai,  
3<sup>rd</sup> August, 2011. Company Secretary

## CONSOLIDATING GROWTH

### EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956:

#### Item Nos. 8:

The Company had issued 1,50,00,000 1percent non-cumulative, non-participating redeemable preference shares of face value ₹1/- each at a price of ₹ 1,000/- each i.e. at a premium of ₹ 999/- per share to certain members of the promoter group. The said preference shares were allotted on 26<sup>th</sup> November, 2007 for a tenure of 2 years from the date of allotment with an option to the Company/the allottee to redeem the same after a period of 1 year. The rate of dividend payable to the preference shareholders is 1percent on the face value of the shares. These preference shares were to be redeemed at a premium of 6 percent p.a. over and above the issue price of ₹ 1,000/- per share on 25<sup>th</sup> November, 2009. At the 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009 approval of the equity shareholders was obtained to roll over these preference shares for a term of 2 years from the date they were to be due for redemption and the preference shares were rolled over for redemption on 25<sup>th</sup> November, 2011

Considering the present capital market scenario, the Company requested the preference shareholders to rollover these preference shares for a further period not exceeding two years. The preference shareholders have agreed to the roll over 99,99,900 preference shares for a further period of 2 years with an option to

the Company/ the shareholders to redeem these shares any time earlier. The remaining 50,00,100 preference shares are to be redeemed on 25<sup>th</sup> November, 2011 being the due date after the roll over. As the issue of these preference shares was approved by the equity shareholders at the Extra-ordinary General Meeting held on 17<sup>th</sup> November, 2007 and their roll over at the 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009, their approval to the proposed further roll over is being sought as a matter of abundant caution.

The Special Resolution is proposed pursuant to the provisions of Sections 80 of the Companies Act, 1956.

The Board of Directors accordingly recommend the resolution set out at Item No. 8 of the accompanying Notice for approval of the Members.

Shri J. K. Jain, Shri Anand Jain, Shri Virendra Jain and Shri Gaurav Jain Directors of the Company and constituents of the promoter group are concerned or interested in this resolution to the extent of the preference shares held by their relatives. None of the other Directors are concerned or interested in the said Resolution.

**By Order of the Board of Directors**

Mumbai,  
3<sup>rd</sup> August, 2011.

**A. Datta**  
Company Secretary

# Management Discussion and Analysis

## Forward-looking Statements

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised.

The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

## Overview of FY 2010-11

The financial year (FY) 2010-11 saw the Indian economy rapidly emerging from the slowdown caused by the global meltdown in 2007-09. As per Advanced Estimates of the Central Statistics Office, the economy grew by 8.6 percent in 2010-11. The gross domestic product (GDP) at constant market prices showed an upswing of 9.7 percent in 2010-11. Jai Corp saw through this challenging period and has reported a strong financial performance. Key financial performance indicators FY 2010-11 are as follows:

- The gross turnover increased, by 19.05 percent, to ₹ 513.09 crores in FY 2010-11 from ₹ 430.99 crores in FY 2009-10.
- The total EBITDA, increased by 38.18 percent, to ₹ 135.39 crores in FY 2010-11 from ₹ 97.98 crores in FY 2009-10.
- The total PAT increased, by 50.88 percent, to ₹ 92.14 crores in FY 2010-11 from ₹ 61.07 crores in FY 2009-10.

## Business review

### Urban Integrated Infrastructure

#### Sector overview:

India is a part of the global trend towards increasing urbanisation in which more than half of world's population is living in cities and towns. 27.8 per cent of India's population (285 million) live in urban areas as per 2001 census. The contribution of urban sector to GDP is currently expected to be in the range of 50-60 per cent. The policy pronouncements of the Ministry of Urban Development are aimed at enhancing the productivity of urban areas. For Indian cities to become growth oriented and productive, it is essential to achieve a world

class urban system. This in turn depends on attaining efficiency and equity in the delivery and financing of urban infrastructure. The Central Public Health Environmental Engineering Organisation (CPHEEO) has estimated the requirement of funds for 100 percent coverage of the urban population under safe water supply and sanitation services by the year 2021 at ₹ 172,905 crores. Estimates by Rail India Technical and Economic Services (RITES) indicate that the amount required for urban transport infrastructure investment in cities with population 100,000 or more during the next 20 years would be of the order of ₹ 207,000 crores. Obviously, sums of these magnitudes can not be located from within the budgetary resources of Central, State and Local Governments. A compulsion has, therefore, arisen to access financial resources from the market and induce the private sector to participate in urban development programmes.

### Special Economic Zones – Urban Infrastructure

The contribution of urban sector to India's GDP has increased from 29 percent in FY 1950–51 to 47 percent in FY 1980–81. The urban sector presently contributes about 62 percent –63 percent of the GDP and this is expected to increase to 75 percent by the year 2021. The Government of India in the year 2000 announced a pragmatic Special Economic Zone (SEZ) policy, which offers several innovative fiscal and regulatory incentives to developers of the SEZs, as well as the units within these zones. Each SEZ is treated as a foreign territory and units located in it are not subject to either customs tariffs or domestic duties. Sales to Domestic Tariff Areas are permitted, subject to payment of applicable customs duties and import policies in force. Inputs, whether imported or sourced domestically, are free of any taxes.



## Outlook for SEZs in India

We have been seeing a gradual shift in the Governments' support for SEZ. SEZs have surpassed the expectation of the Government relating to export, investment and employment. The below mentioned data indicates the success of the SEZ scheme, but unfortunately subsequent Government action in the form of policy changes, changes in the Income-tax exemption for developers and units, applicability of Minimum Alternate Tax (MAT) and Dividend Distribution Tax from 1st April 2011 are all leading to a situation wherein developers and units are unable to decide how to proceed with SEZs.

- a) Export from SEZs ₹ 22,840 crores in 2005 – 06 to ₹ 2,20,711 crores in 2009 – 10.
- b) Investment in SEZs ₹ 2793 crores as on 31.03.2006 to ₹ 1,48,488 crores as on 31.03.2010.
- c) Direct employment in SEZs : 1,34,704 persons in March, 2006 to 5,03,611 persons on 31.03.2010.

Jai Corp is a stakeholder in entities developing SEZs in Maharashtra.

## I- Navi Mumbai SEZ (NMSEZ).

### Performance Overview:

NMSEZ has commenced horizontal and vertical development of SEZ in a phased manner keeping in mind demand constrain due to impact of worldwide recession of last two years and non enactment of Maharashtra SEZ Act. This bill has been introduced in the Maharashtra Legislature, but is awaiting clearance since quite sometime. Due to this delay SEZ is unable to avail State Government exemption in terms of VAT, Octroi, NA Tax, etc. This naturally reduces the competitive position of NMSEZ vis-à-vis SEZs in other States which have already passed the respective State SEZ Act. The Board of Approvals have granted extension of validity of formal approval in respect for a period of one year beyond the expiry of the validity period.

## II- Mumbai SEZ (MSEZ)

### Performance Overview:

Notification under Section 6 of the Land Acquisition Act has been published for all villages under MSEZ. Consent award and Sale Deeds have been executed for around 4,600 acres. However, these are not contiguous land. For making these land contiguous the company developing the SEZ, is awaiting the enactment of amendment to Land Acquisition Act 1894,

in the Parliament. This bill is expected to be presented in the monsoon session of the Parliament. The Board of Approvals for SEZs has granted extension up to August 2012 for setting up sector specific SEZ.

## III- Rewas Port

### Performance Overview:

All statutory approvals have been obtained. The Company developing the port has signed the lease deed for 839 Ha of inter tidal land and is awaiting lease for 194 ha of Government land which is expected shortly. As soon as the land is transferred, the company developing the port will take steps for submitting its application for financing. The company developing the port is also in advanced discussion with Indian Railways and Government of Maharashtra in order to firm up the rail and road connectivity of Rewas Port with the hinter land. The company developing the port is also in the process of resolving the issues relating to right of way for some portion of the Rewas channel with Mumbai Port Trust. Dredging work can only commence once this issue is resolved. The issue for extension of time is before the Board of Approvals.

## Utilities

Jai Corp has strategized its presence in the power; water supply and solid waste management; engineering procurement & commissioning; information technology and telecom sectors through its associate companies.

## Power

### Sector Overview:

India has one of the largest power generation capacities in the world with an installed capacity of 1,74,361 Mega Watt (MW) as on April 2011. During 2010-11, the annual growth in power generation was 5.56 percent. The Government of India has an ambitious mission of 'Power for All by 2012'. This mission would require that the country's installed generation capacity should be at least 2,00,000 MW by 2012. To achieve this target, greater public – private sector partnership will be required also generation has to be collectively met by utilities, captive plants and non-conventional energy sources.

## Water Supply & Sewerage Disposal

### Sector Overview:

As per Planning Commission approach to the eleventh five year plan, provision of clean drinking water, sanitation and a clean environment are vital to improve the health of the country's people, to reduce incidence

of diseases and deaths. Drinking water is less than one percent of the total water demand and should have the first priority among all uses of water. The coverage of urban population with water supply facilities in the past had not been very impressive, due to various reasons, including the fact that the investment made in the urban water supply sector had been inadequate. There is a huge gap between the demand and supply of water in urban areas, which is also growing due to population and urbanisation. Norms for various places depending upon the level of development have been established and it is maximum for metropolitan cities. Public Private Partnership (PPP) is important to leverage government investments and to access private sector management efficiencies.

## **Engineering, Procurement & Commissioning (EPC)**

### **Sector Overview:**

The EPC Sector is envisaged to play a huge role in the infrastructure story of India. The Finance Minister in his budget speech of 2011 stated that infrastructure is critical for the country's development. Considering this, for 2011-12, an allocation of over ₹ 2,14,000 crores is being made for this sector, which is 23.3 per cent higher than current year. This amounts to 48.5 per cent of the gross budgetary support to plan expenditure.

## **IT & Telecom**

### **Sector Overview:**

The Indian Information Technology / Information Technology Enabled Services (IT/ITES) industry is expected to be driven by steady recovery in demand for technology services during the current financial year. According to NASSCOM's strategic review 2011, the IT-BPO sector is estimated to generate aggregate revenues of USD 88.1 billion in FY2011, with the IT software and service sector (excluding hardware) accounting for USD 76.1 billion of revenues. During this period, direct employment is expected to reach nearly 2.5 million, an addition of 2,40,000 employees, while indirect job creation is estimated at 8.3 million. As a proportion of national GDP, the sector revenues have grown from 1.2 per cent in FY1998 to an estimated 6.4 per cent in FY 2011. Its share of total Indian exports (merchandise plus services) increased from less than 4 per cent in FY1998 to 26 per cent in FY2011. Telecommunications in India has reported a compounded annual growth rate (CAGR) of 70percent in wireless subscriber base between March 1999 and September 2010. The wireless subscriber base has

increased from 0.12 crores to 68.77 crores, taking wireless teledensity up from 10 percent to 54 percent. With new players coming in, the intensity of competition in the industry has increased, has lead to a steep decline in the Average Revenue per User (ARPU).

### **Performance Overview:**

Jai Corp has promoted the following Co-developer Companies:-

- a) Urban Energy Generation Private Limited (UEGPL)
- b) Urban Energy Distribution Private Limited (UEDPL)
- c) Urban Energy Transmission Private Limited (UETPL)
- d) Urban Water Supply Private Limited (UWSPL)
- e) Urban Infrastructure Construction Private Limited (UICPL)
- f) Urban Infotech Solutions Private Limited (UISPL)
- g) Urban Communications Infrastructure Private Limited (UCIPL)

These companies are also affected by slow progress in NMSEZ due to worldwide recession and non enactment of Maharashtra SEZ Act. These companies will be able to move forward in their respective area once above issues are resolved / progressed suitably.

## **Real Estate**

### **Sector Overview:**

According to United Nations, India has the highest rate of change of urban population among the BRIC (Brazil, Russia, India and China) nations. If the present rate persists, then about 854 million people will live in the cities of India by 2050. This is about the size of present day population of Brazil, Japan, Germany, Russia and USA. Today Indian cities are not only among the highest population wise they are amongst the densest as well. Lack of availability of land within the city has led to the suburbanization of several metropolitan cities. Consequently, this sector has seen some of the largest investments. It is expected that this sector will continue to show a robust growth due to the inherent demand for affordable and quality housing in the country.

### **Performance Overview:**

Some of the subsidiary companies of Jai Corp have acquired land. The same may be consolidated for the purpose of development. The Company is of the view that any presumed fall in the current value of land held by some of its subsidiary companies is only temporary in nature. These investments are long term and in course of time the fair value of the investments are expected to be realised.

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## Asset Management

### Sector Overview:

The Indian asset management has witnessed unprecedented growth in recent years. With a CAGR of 18.97 percent between 2007 and 2011, Indian Mutual Fund industry is one of the fastest growing asset management industries in the world.

Real estate focused venture capital funds have grown exponentially in the last 5 years. The total investments by Indian venture capital funds and foreign venture capital institutions have grown from less than ₹ 3,000 crores in 2007 to around ₹ 12,000 crores in 2011, a compounded growth of 42 percent.

With penetration of Mutual Funds, Insurance and Pension Funds still far below global averages, the industry is not yet past its growth period. The multiplying growth of millionaires in India is fuelling demand for private equity investments. Tremendous growth opportunity is expected in this sector.

### Our Business:

Jai Corp is present in this industry through its wholly owned subsidiary - Urban Infrastructure Venture Capital Limited (UIVCL), a venture capital management company.

UIVCL currently manages Urban Infrastructure Opportunities Fund (UIOF), a scheme of Urban India Venture Capital Fund (UIVCF), a SEBI registered fund. UIOF is a close ended India domiciled venture capital fund with total corpus of approximately ₹ 2,434 crores.

UIVCL, is also advisor to Urban Infrastructure Capital Advisors (UICA), investment manager to India focussed real estate fund Urban Infrastructure Real Estate Fund (UIREF), having a total capital commitment of USD 300 million.

The Funds' investments are focussed on large townships and mixed-use development projects in Tier-I and Tier-II cities of western and southern India. Together, the Funds have invested in 34 SPVs spread across 15 cities of India.

### Performance Overview:

The major source of revenue for UIVCL is the investment management fees from UIOF and advisory fees from UICA. In FY 2010-11, UIVCL saw an increase of 22 percent in its revenues and a 14 percent increase in its Profit after tax. Subsequent to the year end, the UIVCF has refused ₹ 241.76 crores to its contribution by way of repurchase of units and returns of capital.

During the current year, the Company's focus for the

Funds would continue to be on execution of projects and exploring exits from the portfolio investments.

## Steel Division

### Sector overview:

As per Ministry of Steel's annual report 2010-11, India continues to maintain its lead position as the world's largest producer of direct reduced iron (DRI) or sponge iron during January-December 2010, a rank it has held on since 2002. During April - December 2010: production for sale was at 47.30 million tonne (mt), a growth of 7.9 per cent. Steel exports increased by 17.3 per cent as it reached an estimated 2.46 mt while steel imports were at an estimated 5.36 mt, a growth of 2.8 per cent during the same period. Domestic steel consumption at 44.27 mt during April- December 2010 registered an increase of 8 percent indicating a robust growth. Indian steel industry has come out of the slowdown that affected its performance during 2008-09. Domestically, 2010 ended on a relatively better and encouraging note. Globally also there are signs of improvement in economic conditions and firming up of demand and prices.

### Performance Overview:

Jai Corp manufactures cold rolled coils, galvanised coils and galvanised corrugated sheets at its Nanded unit in Maharashtra. In FY 2010-11, the Company achieved production (including Job Work) of 46,932 Metric Tonnes (MT) of CR coils and 48,469 MT of GP/GC as compared to 35,438 MT and 36,733 MT respectively in FY 2009-10 due to an improvement in the demand for the Company's products. The Company was able to undertake higher job works also.

Cold rolled coils are sold directly to end users, such as auto component manufacturers. Galvanised sheets are sold through distributors in the domestic market under the brand name of 'SIPTA'. Presently, the dynamics of this industry have changed in favour of the integrated steel manufacturer with capabilities of manufacturing hot rolled, cold rolled and also galvanising of steel. This factor has put the Steel Division's operating margins under pressure.

## Plastic Processing Division

### Tape Woven Products

### Sector Overview:

The usage of PP/PE woven tape products like sacks, bags, FIBCs, fabrics, geotextiles etc. has been growing at the rate of 15% of CAGR over the last decade. In recent times, these products have also been used for food grains and sugar. All sugar exports are packed in



PP woven bags only. Another usage of these products has emerged in BOPP reverse printed bags, which is also growing exponentially for food packaging. As the production of cement, fertilizers and petrochemicals is increasing in the country, PP/PE woven tape products are having a bright future.

#### **Performance Overview:**

The Company's installed annual capacity for manufacturing of woven sacks, fabrics and staple fibres is 59,478 MT. In FY 2010 – 11, the Company produced 37,721 MT of woven sacks, fabrics and staple fibres as compared to 32,496 MT in FY 2009-10 an increase of 16.01 percent.

#### **Masterbatches**

##### **Sector Overview:**

Masterbatches are used to impart colour and various special properties to the products manufactured from plastics. Though the cost of Masterbatches in the final plastic product is very low, its quality is very important for attaining the desired properties of the end product. In general, Masterbatch industry can be broadly classified into organised sector and small scale sector with more than 250 players. Key operators in the organized segment hold about 50 percent of the market.

##### **Performance Overview:**

Jai Corp's products have been well received in the Masterbatch and Antifibrillation Masterbatch segments. The Company's installed annual capacity for manufacturing of Masterbatches is FY 2010-11 13,000 MT as compared to 12,000 MT in FY 2009-10. In FY 2010-11, the Company produced 9,043 MT of Masterbatches an increase of 76.45 percent over production in FY 2009-10.

#### **Spinning**

##### **Sector Overview:**

The Indian Textile sector grew by more than 8 percent in the last two fiscal years and is projected to grow at 16 percent by 2012. Being the second largest employer of Indians after agriculture, it currently employs 88 Million people and is expected to generate another 17 million jobs by 2012. The gross value is expected to rise from its present \$9309.8 millions to a whopping \$105 billion industry.

##### **Performance Overview:**

The Company's installed annual capacity for manufacturing of Spinning Yarn is 12,360 MT. In the FY 2010-11 the Company produced 7,413 MT as compared to 7,308 MT in FY 2009-10, an increase of 5.33 percent. This year, the Company was able

to substantially improve upon its profitability in this segment. This division has turned the corner with a robust performance.

#### **Human Resources Development**

Jai Corp's most valuable assets are its human resource. With the support of its dedicated human resource the Company confronted the economic shocks and rapid changes in the business environment last year with resolve and determination to ensure that the business of the Company continue to enhance value creation.

The Company's talent as on March 31, 2011 is 4,030, which includes highly qualified professionals across its businesses. The growth and sustained leadership of the Company is largely a function of the competence and quality of its human resource. The Company has always aimed to create a workplace where every person can achieve his/her optimum potential. The Company has a performance rewarding culture throughout, enabling it to create leaders out of its own employees. The Company has also undertaken various training and development initiatives to hone the skills and expertise of its people.

With diversified business interests, the Company empowers the inter-departmental and inter-unit movement to deserving individuals, ensuring better retention of talent and at the same time providing newer avenues to its employees.

#### **Internal Control Systems**

Jai Corp has a comprehensive system of internal controls to safeguard the Company's assets against loss from unauthorised use and ensure proper authorisation of financial transactions. The system ensures the integrity of accounting, recording and reporting of all transactions. It monitors and controls against any unauthorised disposition of assets, thus safeguarding the Company's assets.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines. This enhances the reliability of financial and operational information. The Company has appointed a reputed firm, Messrs Mahajan & Aibara as the internal auditors. The Audit Committee of the Company reviews the adequacy of internal control systems.

#### **Risk Concerns & Risk Management**

Jai Corp is exposed to the normal industry risk factors of competition, economic cycle, raw material availability and uncertainties in the international and domestic markets and credit risk. The Company has a system-based approach to business risk management. It has

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a proper and adequate system of controls designed to assist in the identification and management of risks. The Company manages these risks by maintaining a conservative financial profile and by following prudent business and risk management practices:

- 1) Clearly laid down roles and responsibilities of the various entities in relation to risk management. A range of responsibilities, from the strategic to the operational, is specified therein. These role definitions, *inter alia*, are aimed at ensuring formulation of appropriate risk management policies and procedures, their effective implementation and independent monitoring and reporting by Internal Audit.
- 2) A combination of centrally issued policies and divisionally-evolved procedures to bring strength to the process of ensuring that business risks are effectively addressed.
- 3) Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with proper risk profiling.
- 4) A professional and independent firm has been appointed as internal auditors to carry out the risk focused audits across divisions, enabling identification of areas where risk management processes may need to be improved. The Audit Committee of the Board of Directors regularly reviews Internal Auditor's findings, and provides strategic guidance on internal controls.
- 5) A comprehensive framework of strategic planning and performance management ensures realization of business objectives based on effective strategy implementation. The annual planning exercise requires all divisions to clearly identify their top risks and set out a mitigation plan with agreed timelines and accountability.

### Health, Safety & Environment

Jai Corp is committed to ensuring the health and safety of its employees, its plants and its surrounding communities at all its operation sites. It's the constant endeavour of the Company to provide safe and hygienic working conditions for its employees. The Company also strives to maintain a pro-active check

on environmental compliance in its operations. Some of the initiatives undertaken by the Company in this regard are as follows:

- 1) Well defined work practices ensure work in a manner that promotes safety and health of its employee as well as that of the environment they operate in.
- 2) Provide training to all concern personnel to maintain health, safety and environment.
- 3) Creating awareness on Health, Safety and Environment and developing the required skill, knowledge and confidence of the personnel so as to enable them to understand their responsibility and accountability.
- 4) Provide all required safety posters, safety equipments, first-aid boxes and facilities, purified drinking water and adequate medical facilities under the aegis of a full time qualified medical practitioner.
- 5) Maintaining excellent housekeeping practices across all locations and premises of the Company.
- 6) Maintaining safe, healthy and pollution-free environment work places with suitable safe work systems and methods of work like protective fencing of machinery, periodical testing of hoist and lifts, ropes and chain pulley blocks, testing of pressure vessels. Periodical and preventive maintenance of compressors and proper arrangement of fire extinguishers at designated places.
- 7) Obtaining a stability certificate of all the factory buildings as per the requirement of the Factories Act, 1948.
- 8) Developing safety awareness among the staff and other concerned workforce.
- 9) Maintaining environmental norms prescribed by State/ Central Governments in the matter of air, water quality, noise, environment etc.
- 10) Cleaning and disposal of waste and effluents, proper ventilation and sustaining pollution-free atmosphere.
- 11) Taking suitable insurance policies such as fire safety, group and personal accident etc.

## Social responsibility & community development

The UN Global Compact is a strategic policy initiative for businesses that are committed to aligning their operations and strategies with ten universally accepted principles in the areas of human rights, labour, environment and anti-corruption. By doing so, business, as a primary driver of globalization, can help ensure that markets, commerce, technology and finance advance in ways that benefit economies and societies everywhere. Corporate governance principally illustrates principle 10 of the Global Compact : “Businesses should work against corruption in all its forms, including extortion and bribery”. The Ministry of Corporate Affairs in the Corporate Social Responsibility Guidelines, 2009 has stated : “CSR is not philanthropy and CSR activities are purely voluntary- what companies will like to do beyond any statutory requirement or obligation”.

An essential component of the Company's corporate social responsibility is to care for the community. We endeavour to make a positive contribution to the underprivileged communities by supporting a wide range of socio-economic, educational and health initiatives. Many of the community projects and programs are driven by active participation from our employees. We at Jai Corp have defined a set of core values for ourselves – care, innovation, passion and trust – to guide us in all we do. We have decided to act as a catalyst between the government and the people. We are helping implement the roadmap drafted with the help of the Administration of Dadra & Nagar Haveli (D&NH) and the District Panchayat of D & NH. The Administration of D & NH has encouraged the Company to participate in a private-public participation to make the village Sindoni in the Mandoni Patelad of D & NH a “model village”. The Company is making its resources

and volunteering available to the notified schemes. The objectives of these schemes are to:

- i) bring about an improvement in the general quality of life in the rural areas;
- ii) accelerate sanitation coverage in rural areas to access to toilets to all;
- iii) motivate the communities and the panchayati raj institutions promoting sustainable sanitation facilities through awareness creation and health education;
- iv) cover schools and anganwadis in rural areas with sanitation facilities and promote hygiene education and sanitary habits among students.

**Housing:** Taking further the program of making Sindoni village a model village in the Union Territory of D&NH, the Company has undertaken further building of 50 houses. The Company facilitates villagers to form groups and these groups build houses that are owned by the members comprising that group with materials provided by the Company. In this way, the participation of people is ensured and PPP is fostered. The Company has provided building materials worth ₹ 14.85 lakh towards building of houses. A total of 47 units have been built in FY 2010 -11.

**Education:** The administration of D&NH has sanctioned a secondary school whereby education facility has been extended till from seventh Standard to tenth Standard. Earlier these children had to travel more than 10 km. The Company played an active role in this matter.

**Water:** The Company played an active role in facilitating potable water for the villagers of Sindoni. The District Panchayat and the Public Works Department (PWD) provided this water to the villagers

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## DIRECTORS' REPORT

Your Directors are pleased to present the Twenty-sixth Annual Report and the Audited Accounts for the year ended 31<sup>st</sup> March, 2011.

### FINANCIAL RESULTS:

(₹ in Lakh)

	Year Ended 31-03-2011	Year Ended 31-03-2010
<b>Profit before Depreciation, Interest, Income-tax and adjustments for Prior Period Items</b>	<b>13,538.96</b>	9,798.21
Less: Interest & Finance Charges	180.07	253.87
Depreciation	1,690.33	1,627.95
<b>Profit before Income-tax and adjustments for Prior Period Items</b>	<b>11,668.56</b>	7,916.39
Less: Provision for Taxation:		
Current Tax	2,491.63	1,563.34
Deferred Tax	(37.06)	235.11
Income-tax of earlier years	-	11.00
<b>Profit after Tax but before adjustments for Prior Period Items</b>	<b>9213.99</b>	6,106.94
Balance brought forward from last year	31,265.35	26,054.71
Prior Period Adjustments (Net)	34.40	(3.84)
Amount available for Appropriation	40,513.74	32,157.81
<b>Appropriations:</b>		
General Reserve	924.84	610.32
Proposed Dividend on Preference Shares	1.50	1.50
Proposed Dividend on Equity Shares	240.84	240.84
Tax on Proposed Dividend	39.31	40.25
Excess provision of Dividend of earlier year	-	(0.45)
Surplus carried to Balance Sheet	39,307.25	31,265.35
<b>Total</b>	<b>40,513.74</b>	32,157.81

### RESULTS OF OPERATIONS:

During the year under review, the turnover of the Company's Steel Division decreased to ₹ 56.03 crores as compared to last year's turnover of ₹ 57.22 crores. However, the Division incurred a loss of ₹ 0.39 crores during the year under review. The Company is expected to post a better result during the current financial year.

The Plastic Processing Division of the Company achieved a turnover of ₹ 376.63 crores as compared to last year's turnover of ₹ 307.08 crores. The profits from this Division increased by ₹ 4.40 crores.

The Spinning Division of the Company achieved a turnover of ₹ 80.77 crores as compared to last year's turnover of ₹ 67.10 crores. The profits from this Division increased by ₹ 5.82 crores.

During the year under review, the Company increased its production of Spinning Yarn and Masterbatch from 7,038 MT to 7,413 MT and from 5,125 MT to 9,043 MT respectively. The Company's production of CR coils and sheets and GP/GC coils and sheets increased from 35,438 MT to 46,932 MT and from 36,733 MT to 48,469 MT respectively.

The preference shareholders have agreed to rollover 99,99,900 non-cumulative non-participating redeemable preference shares for a further period of two years from the date these shares become due for redemption. The remaining 50,00,100 preference shares shall be redeemed on 25<sup>th</sup> November, 2011

### DIVIDEND:

Your Directors have recommended a dividend at the rate of ₹ 0.01 (1percent) per annum on 1,50,00,000 non-cumulative non-participating redeemable preference shares of ₹1/- each for the financial year ended

31<sup>st</sup> March, 2011. If approved, at the ensuing Annual General Meeting, ₹ 1,50,000/- will be payable to those preference shareholders whose names appear on the Register of Members of the Company at close of business on 12<sup>th</sup> September, 2011.

Your Directors have also recommended a dividend of ₹ 0.50/- (50 per cent) per equity share on 4,81,67,010 equity shares of ₹ 1/- each for the financial year ended 31<sup>st</sup> March, 2011. This will amount to ₹ 2,40,83,505/- and, if approved at the ensuing Annual General Meeting this dividend will be paid to members whose names appear on the Register of Members of the Company at close of business on 12<sup>th</sup> September, 2011. In respect of shares held in dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. The 'promoters' of your Company have voluntarily and irrevocably waived their entitlement to receive dividend on the equity shares for the financial year 2010-11. Hence, your Directors have not recommended any dividend on 13,02,82,400 equity shares held by the 'promoter group'.

#### **DIRECTORS:**

Shri Jai Kumar Jain, Shri Anand Jain and Shri Khurshed Minocher Doongaji retire by rotation and, being eligible, have offered themselves for re-appointment at the ensuing Annual General Meeting.

A brief resume of all Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas and names of public limited companies in which they hold directorships, memberships/ chairmanships of Board Committees, as stipulated under Clause 49 of the Listing Agreement are provided in the Report on Corporate Governance forming part of the Annual Report. The Directors who are being re-appointed have intimated to Company that they are eligible for being re-appointed.

#### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2011, applicable accounting standards read with requirements set out under Schedule VI to the Companies Act, 1956 have been followed along with proper relating to material departure(s).
- (ii) That appropriate accounting policies have been selected and applied consistently and judgements and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2011 and of the profit of the Company for the year ended on that date.
- (iii) That proper and sufficient care has been taken for the maintenance of adequate accounting

records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- (iv) That accounts for the financial year ended 31<sup>st</sup> March, 2011 have been prepared on a 'going concern' basis.

#### **CONSOLIDATED FINANCIAL STATEMENTS:**

In accordance with the Accounting Standard (AS-21) on Consolidated Financial Statements read with Accounting Standard (AS-23) on Accounting for Investments in Associates, the audited Consolidated Financial Statements are provided in the Annual Report.

#### **AUDITORS AND AUDITORS' REPORT:**

Messrs Chaturvedi & Shah, Chartered Accountants, Mumbai, and Messrs S.R. Batliboi & Co., Chartered Accountants, Mumbai, hold office as joint statutory auditors of the Company until the conclusion of the ensuing Annual General Meeting. It is proposed to re-appoint them as joint statutory auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting. Pursuant to the provisions of Section 224 (1B) of the Companies Act, 1956 your Company has received certificates from Messrs Chaturvedi & Shah and Messrs S.R. Batliboi & Co. confirming their eligibility for re-appointment.

The Notes to the Accounts referred to in the Auditors' Report on Consolidated Financial Statements are self-explanatory. In respect of observations made in paragraph 7 of the Auditors' Report on Consolidated Financial Statements, your Directors are of the opinion that the investment is in long term project and the diminution in value, if any, is temporary, hence no provision is required.

#### **DISCLOSURE OF PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in **Annexure-A** forming part of this Report.

#### **SUBSIDIARY COMPANIES:**

In accordance with the General Circular No. 2/2011 dated 8<sup>th</sup> February, 2011 issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit and Loss Account and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. The Company will make available the Annual Accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The annual accounts of the subsidiary companies will also be kept open for inspection at the Head Office of the Company and



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that of the respective subsidiary companies. These documents will be put up on the Company's website viz. [www.jaicorpindia.com](http://www.jaicorpindia.com). The financial data of the subsidiaries have been furnished under 'Financial Information of Subsidiary Companies' forming part of the Annual Report. The Consolidated Financial Statements presented by the Company include the financial results of the subsidiary companies.

The Company is carrying on its real estate and infrastructure business mainly through special purpose vehicles in the form of subsidiary companies and step down subsidiary companies. The full impact of forming the subsidiaries/ step down subsidiaries is expected to be felt in subsequent years.

Subsequent to year end, Awas Realtors Limited, Dev Realty and Developers Limited, Jai Infraprojects Limited, Rejoice Land Developers Limited, Samrat Realty and Developers Limited, Urban Gas Distribution Limited, Urban Gas Limited, and Urban Gas Suppliers Limited subsidiaries/step down subsidiaries of the Company have applied on to the Registrar of the Companies Maharashtra, Mumbai for striking off their names from the Register of Companies pursuant to General Circular no.6/2010 dated 3<sup>rd</sup> December 2010 issued by the Government of India, Ministry of Corporate Affairs under "Easy Exit Scheme, 2011" under Section 560 of the Companies Act, 1956. Awas Realtors Limited and Dev Realty and Developers Limited have been dissolved and their names struck off from the Register of Companies.

### **FIXED DEPOSIT:**

Company has not accepted any fixed deposit during the year under review.

### **PARTICULARS OF EMPLOYEES:**

In terms of the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended, the names and other particulars of the employees are given in **Annexure-B** forming part of this report.

### **INDUSTRIAL RELATIONS:**

The relations with the employees remained cordial and satisfactory during the year under review.

### **TRANSFER OF UNPAID/UNCLAIMED AMOUNTS TO IEPF:**

Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, the declared dividends which remained unpaid/ unclaimed for a period of 7 years have been transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the said Act.

### **CORPORATE GOVERNANCE:**

The Company is committed to maintain highest standards of corporate governance. Your Directors

adhere to the requirements set out by the Securities and Exchange Board of India's corporate governance practices and have implemented all the mandatory requirements. A separate section on Corporate Governance and a certificate from the Statutory Auditors of the Company regarding compliance of the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges form part of the Annual Report.

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis portion of the Corporate Governance Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is presented in a separate section and forms a part of the Directors' Report.

### **GROUP FOR INTER SE TRANSFER OF SHARES:**

Pursuant to an intimation from the promoters, the names of the promoters and entities comprising 'group' as defined under the Monopolies and Restrictive Trade Practices ("MRTP") Act, 1969 are disclosed in the Annual Report for the purpose of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.

### **OUTLOOK:**

The Company has taken steps to engage in the businesses of creation of essential integrated urban infrastructure. These businesses relate to Special Economic Zones, port, real estates and other ancillary services related to the creation of urban infrastructure. The Company also intends to focus on its asset management business. In addition, the Company is also taking steps to improve the performance and efficiency of its existing manufacturing businesses. As a result of these factors, your Directors are confident that the Company will continue its endeavour for creation of long-term and substantial value, for all the stakeholders.

### **ACKNOWLEDGEMENT:**

Your Directors express their grateful appreciation for the assistance and co-operation received from the banks, financial institutions, Government authorities, customers, vendors and shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the executives, staff and workers of the Company.

For and on behalf of the Board of Directors

Mumbai,  
3<sup>rd</sup> August, 2011.

**Anand Jain**  
Chairman

## ANNEXURE “A” TO DIRECTORS’ REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

### A) CONSERVATION OF ENERGY :

- (a) **Energy conservation measures taken:** The Company has taken various steps for minimization of energy consumption by putting continuous efforts towards optimisation of operating and processing activities, up-gradation of plant equipments etc.
- (b) **Additional investments and proposals, if any, being implemented for reduction of consumption of energy:** Nil.
- (c) **Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on cost of production of goods:** Due to various steps taken, the Company has been able to conserve energy more effectively.
- (d) **Total energy consumption and energy consumption per unit of production as per Form ‘A’** is given below:

### FORM-A:

Form for Disclosure of Particulars with Respect to Conservation of Energy.

	Current Year Ended 31.03.2011	Previous Year Ended 31.03.2010
<b>A. Power and Fuel Consumption:</b>		
<b>1. Electricity:</b>		
<b>(a) Purchased</b>		
Units	663,99,696	5,59,46,940
Total Amount (₹)	24,17,02,945	22,44,02,173
Average Rate/Unit (₹)	3.64	4.01
<b>(b) Own generation</b>		
<b>(i) through Diesel Generator</b>		
Units	57,725	1,21,367
Units/litre of diesel oil	2.28	2.39
Average Rate/Unit (₹)	15.93	12.16
<b>(ii) Through steam turbine/generator:</b>		
Units	Nil	Nil
Units/litre of diesel oil	-	-
Average Rate/Unit (₹)	-	-
<b>2. Coal (specify quality and where used):</b>		
Quantity (tonnes)	Nil	Nil
Total Cost	-	-
Average rate	-	-
<b>3. Furnace oil:</b>		
Quantity (K. litres)	Nil	Nil
Total Amount (₹)	-	-
Average rate/Unit (₹)	-	-
<b>4. Others/ internal generation:</b>		
<b>(a) HSD/LDO/FO</b>		
Quantity (KL)	391.48	339.39
Total Amount (₹)	1,41,52,188	95,92,829

## CONSOLIDATING GROWTH

	Current Year Ended 31.03.2011	Previous Year Ended 31.03.2010
Average Rate/Unit (Rs/KL)	36,150.57	26,788.04
<b>(b) LPG</b>		
Quantity (MT)	911.80	693.30
Total Amount (₹)	3,74,237,38	2,43,39,880
Average Rate (₹/MT)	41,045.38	35,105.51

### B. Consumption per unit of Production:

	Year Ended 31 <sup>st</sup> March, 2011				Year Ended 31 <sup>st</sup> March, 2010			
Product	GP/GC Coils/ Sheet	CR Coil/ Sheet	Woven Sacks/ Fabrics/ Bags/MB & Oths.	Spun Yarn	GP/GC Coils/ Sheet	CR Coil/ Sheet	Woven Sacks/ Fabrics / Bags/MB & Oths.	Spun Yarn
Actual Production (MT)	48,469	46,932	47,227	7,413	36,733	35,438	38,105	7,038
Electricity (Units)	83.01	161.98	734.86	2,707.18	90.09	179.03	727.28	2,160.83
Others								
a) HSD (KL)	-	0.01	2.62	-	-	0.01	2.94	2.57
b) LPG (MT)	0.02	-	-	-	0.02	-	-	-

### B) TECHNOLOGY ABSORPTION:

(e) **Efforts made in technology absorption** - as per Form 'B' is given below:

#### FORM-B:

Form for disclosure of particulars with respect to absorption

#### RESEARCH & DEVELOPMENT (R&D):

##### 1 Specific areas in which the research and development (R&D) is being carried out by the Company:

In-house Research & Development work is carried out to develop new products and to improve existing products.

##### 2 Benefits derived as a result of the above R & D:

Improvement in products.

##### 3 Future plan of action:

The Company will carry on R&D activities to improve existing products and develop new products.

##### 4 Expenditure on R & D:

Capital	Recurring	Total	Total R&D expenditure as a percentage of total turnover
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No significant expenditure is incurred.

#### TECHNOLOGY, ABSORPTION, ADAPTATION AND INNOVATION:

##### 1. Efforts in brief, made towards technology absorption, adaptation and innovation:

At the plants, technology has been fully absorbed and the plants are being operated efficiently.

##### 2. Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution etc.:



The Company is producing quality products and is constantly making efforts to reduce cost and develop products so that it leads to import substitution.

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information to be furnished:

Technology imported	Year of import	Has technology been fully absorbed?	If not fully absorbed areas where this has not taken place, reasons therefore and future plans of action
Not Applicable			

#### C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

- (f) Activities relating to export; initiatives to increase exports; development of new export markets for products and services; and Export Plan:

The Company has exported its products during the year under review and has imported raw materials, stores and capital items, the details of which are follows:

	(₹ in Lakh)
1) FOB Value of Exports	4,436.24
2) CIF Value of Imports	3,253.71
3) Expenditure in Foreign Currency	12.05

## ANNEXURE “B” TO DIRECTORS’ REPORT

### PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 217(2A) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (PARTICULARS OF EMPLOYEES) RULES, 1975

Employed throughout the financial year and in receipt of remuneration aggregating to not less than ₹ 24,00,000/- per annum.

Name	Age (Years)	Designation/ Nature of Duties	Remuneration per Annum (₹)	Qualification	Total Experience (Years)	Date of Employment	Last employment Designation-period for which post held
Gaurav Jain	31	Managing Director	27,37,513	B.Sc (Econ) B.Sc.(Comp. Sc.)	10	01.10.2006*	Not Applicable
Ashok Kumar	59	President	35,10,658	Metallurgical Engineer	37	03.04.2006	Steel Authority of India Limited, Bokaro; Dy.G.M. 06 years.

\* Appointed as Managing Director w.e.f. 04.06.2008.

Employed for a part of the financial year and in receipt of remuneration aggregating to not less than ₹ 2,00,000/- per month.

## CONSOLIDATING GROWTH

Name	Age (Years)	Designation/ Nature of Duties	Remuneration per Annum (₹)	Qualification	Total Experience (Years)	Date of Employment	Last employment Designation- period for which post held
NIL							

Notes:

1. Remuneration includes salary, allowance, bonus, ex-gratia, leave travel assistance, re-imbursement of medical expenses, Company's contribution to provident fund and monetary value of other perquisites calculated in accordance with the provisions of the Income- tax Act, 1961 and the Rules framed there under.
2. The nature of employments is contractual.
3. Other terms and conditions of employment of Shri Gaurav Jain are as per resolution passed in the Annual General Meeting held on 30th August, 2008.
4. Shri Gaurav Jain is related to Shri Jai Kumar Jain, Shri Anand Jain and Shri Virendra Jain Directors of the Company.

For and on behalf of the Board of Directors

Mumbai,  
3<sup>rd</sup> August, 2011

**Anand Jain**  
Chairman

### GROUP FOR *INTER SE* TRANSFER OF SHARES UNDER CLAUSE 3(1)(e) OF SECURITIES & EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 1997.

1	Anand Jain	15	Mrinalini Trading Company Private Limited
2	Ankit Jain	16	Navnetra Trading Company Private Limited
3	Gaurav Jain	17	Nidhi Polyester Limited
4	Harsh Jain	18	Pet Fibres Limited
5	Jai Kumar Jain	19	Polyfibre Industries Private Limited
6	Laxmi Jain	20	Prime Wovens Limited
7	Rashi Jain	21	Puriya Industrial Packaging Limited
8	Rina Jain	22	Richmond Traders Private Limited.
9	Satyapal Jain	23	Ridhi Synthetics Limited
10	Sushma Jain	24	Silvassa Fibres Private Limited
11	Virendra Jain	25	Somerset Trading Private Limited
12	Hide N Chic Furniture Private Limited	26	Sparsh Trading Private Limited
13	Jubilant Enterprises Private Limited	27	Sunshine Fibre Private Limited
14	Kasturi Trading Company Private Limited		

## REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges on Corporate Governance, as amended from time to time, the Company submits, hereunder, a report on the matters mentioned in the said Clause and the practice followed by the Company.

### 1. Company's philosophy on code of governance:

The Company strongly believes in fair, efficient and transparent business operations, proper disclosure of relevant information and to serve the best interests of all the stakeholders, viz., employees, shareholders, customers, lenders, the Government and the society at large. The Company strives towards excellence through adoption of best governance and disclosure practices.

### 2. Board of Directors:

The Board of Directors of the Company has an optimum combination of executive and non-executive Directors. The present strength of the Board is ten Directors, of which two Directors i.e. Managing Director, and Director - Works are Executive Directors and eight Directors are Non-Executive Directors of which five are independent Directors. As on 31.03.2011, the number of Independent Directors on the Board is in conformity with the requirements of the Listing Agreement.

As against the minimum requirement of four meetings during a financial year, 4 Board Meetings were held during the year ended 31.03. 2011, with a time gap of not more than four months between two Meetings. The dates of the Board Meetings are 25.05.2010, 10.08.2010, 02.11.2010 and 02.02.2011.

Name of the Director	Category of Directorship & Designation	Attendance of meetings During 2010-11		#No. of Other Directorships held in other Indian Public Companies	*No. of Board Committee positions held in other Indian Public Companies
		Board Meetings	Last AGM		
Shri J.K.Jain	Promoter – Chairman Emeritus Non-Executive Director	4	No	1	NIL
Shri Anand Jain	Promoter – Chairman Non-Executive Director	4	No	4	NIL
Shri Virendra Jain	Promoter-Vice Chairman Non-Executive Director	3	No	7	NIL
Shri Gaurav Jain	Promoter- Managing Director/ CEO	4	Yes	14	NIL
Shri K. M. Doongaji	Independent , Non-Executive Director	4	Yes	1	1-Member
Shri S.H. Junnarkar	Independent , Non-Executive Director	3	Yes	10	7 -Members of which 1 as Chairman
Shri D.K. Contractor	Independent , Non-Executive Director	3	No	5	3-Members of which 1-as Chairman
Dr. P. P. Shah	Independent , Non-Executive Director	2	No	6	9-Members of which 4-as Chairman

## CONSOLIDATING GROWTH

Name of the Director	Category of Directorship & Designation	Attendance of meetings During 2010-11		#No. of Other Directorships held in other Indian Public Companies	*No. of Board Committee positions held in other Indian Public Companies
		Board Meetings	Last AGM		
Shri S. N. Chaturvedi	Independent , Non-Executive Director	4	Yes	4	3 - Members
Shri V. S. Pandit	Non- Promoter, Non-Independent Executive Director	2	Yes	NIL	NIL

\*In accordance with Explanation to Clause 49(I)(C) of the Listing Agreement, Membership/Chairmanship of the Audit Committee and Shareholders' Grievance Committee of all Indian public limited companies whether listed or not in which he is director has been considered.

# Excludes Directorship in foreign companies, private limited companies and companies incorporated under Section 25 of the Companies Act, 1956.

**No Director is a member in more than ten Audit Committees and Shareholders' Grievance Committees and acts as Chairman of more than five Audit Committees and Shareholders' Grievance Committees across all Indian public limited companies, whether listed or not, in which he is a director.**

**Equity shares of the Company held by Non- Executive Directors as on 31.03.2011:**

Sr. No	Name of the Non – executive director	No. of shares
1.	Shri J.K. Jain	4,780
2	Shri Anand Jain	35,11,840
3.	Shri Virendra Jain	98,71,620
4.	Shri K.M. Doongaji	400
5.	Shri S.H. Junnarkar	Nil
6.	Shri D.K. Contractor	3,000
7.	Dr. P.P. Shah	Nil
8.	Shri S.N. Chaturvedi	Nil

### 3. Directors' Profile:

Brief resume of all Directors, including Shri Jai Kumar Jain, Shri Anand Jain and Shri Khurshed Minocher Doongaji who retire by rotation and being eligible are proposed to be re-appointed, nature of their expertise in specific functional areas and names of all Indian public limited companies in which they hold directorships, and names of all Indian public/ private limited companies in which they hold memberships/ chairmanships of Board Committees and their shareholding in the Company are provided herein:

#### Shri Jai Kumar Jain:

Shri Jai Kumar Jain (80 years) is the Chairman-Emeritus and a promoter Director of the Company. He has been associated with the Company since its inception. He started his career with transport business and was one of the founder members of Indian Roadways Corporation. He has over 50 years of varied experience and was instrumental in setting up manufacturing units catering to the demands of packaging materials like FIBC, HDPE/PP woven sacks/ fabrics for various user industries like petrochemicals, cement etc. He is also a Director in Ridhi Synthetics Limited and several private limited companies . As on 31.03.2011, he held 4,780 equity shares of the Company. He is a promoter Director and is related to the following Directors of the Company: Shri Anand Jain, Shri Virendra Jain and Shri Gaurav Jain.

#### Shri Anand Jain:

Shri Anand Jain (54 years) is the Chairman and a promoter Director of the Company. He has been associated with the Company since its inception. He graduated from Mumbai University and has done a course in Risk Management from London Business School. He has over 25 years experience in various businesses. He is a Director of Mumbai SEZ Limited, Reliance Haryana SEZ Limited , Rewas Ports Limited, Urban Infrastructure Venture Capital Limited and several private limited companies. As on 31.03.2011, he held 35,11,840 equity

shares of the Company. He is a promoter Director and is related to the following Directors of the Company: Shri Jai Kumar Jain, Shri Virendra Jain and Shri Gaurav Jain.

**Shri Virendra Jain:**

Shri Virendra Jain (52 years) is the Vice Chairman and a promoter Director of the Company. He has been associated with the Company since its inception. He is a graduate from the University of Mumbai. He has over 25 years experience in the business of plastic processing. He is also a Director in Jai Infraprojects Limited, Jai Realty Ventures Limited, Pet Fibres Limited, Prime Wovens Limited, Suniti Commercials Limited, Techfab (India) Industrial Limited, Urban Infrastructure Trustee Limited and several private limited companies. As on 31.03.2011, he held 98,71,620 equity shares of the Company. He is a promoter Director and is related to the following Directors of the Company: Shri Jai Kumar Jain, Shri Anand Jain and Shri Gaurav Jain.

**Shri Gaurav Jain:**

Shri Gaurav Jain (31 years) is the Managing Director of the Company since 04.06.2008. He graduated with dual degrees from The Warton School- Bachelor of Science in Economics with specialisation in finance and School of Engineering and Applied Science- Bachelor of Science in Engineering with major in Computer Science and Engineering from University of Pennsylvania, U.S.A. He was instrumental in setting up Adventivity Global Services Private Limited, a business process outsourcing (BPO) Company. He is also a Director of Awas Realtors Limited, Dev Realty and Developers Limited, Jailaxmi Realty and Developers Limited, Jai Infraprojects Limited, Jai Realty Ventures Limited, Novelty Realty & Developers Limited, Pet Fibres Limited, Poly-resin Agencies (India) Limited, Srinivas Electro Steel Limited, Samrat Realty and Developers Limited, Urban Gas Limited, Urban Gas Distributors Limited, Urban Gas Suppliers Limited, Welldone Real Estate Limited and several private limited companies. As on 31.03.2011, he held 1,04,27,200 equity shares of the Company. He is a promoter Director and is related to the following Directors of the Company: Shri Jai Kumar Jain, Shri Anand Jain and Shri Virendra Jain.

**Shri Khurshed Minocher Doongaji:**

Shri Khurshed Minocher Doongaji (71 years) holds bachelors' degrees in economics and law from the University of Mumbai. He holds a diploma in Business Management and has varied experience of over 40 years in project and corporate finance, legal, operations and corporate laws with erstwhile ICICI Limited. He has been associated with the Company since 1999 and is the Chairman of the Audit Committee. He is also a Director in Balakrishna Industries Limited and is also member of the Audit Committee. As on 31.03.2011, he held 400 equity shares of the Company. He is an independent Director and is not related to any other Director of the Company.

**Shri Sandeep Hemendra Junnarkar:**

Shri Sandeep Hemendra Junnarkar (59 years) holds bachelors' degrees in science and law from the University of Mumbai and is a solicitor by profession. He is a partner of Junnarkar and Associates, Advocates, Solicitors and Notaries, Mumbai. His areas of specialization include banking laws, corporate laws including competition laws, exchange control laws, securities laws and regulations etc. He has been associated with the Company since 1994. He is a Member of the Managing Committee of the Bombay Incorporated Law Society. He is also a Director of Everest Industries Limited, Excel Crop Care Limited, IL&FS Infrastructure Development Corporation Limited, Jai Realty Ventures Limited, Reliance Industrial Infrastructure Limited, Reliance Industrial Investments & Holdings Limited, Reliance Ports and Terminals Limited, Sterlite Energy Limited, Sterlite Industries (India) Limited, and Sunshield Chemicals Limited. He is a member of the Audit Committees of Everest Industries Limited, Reliance Industrial Infrastructure Limited, Sterlite Energy Limited and Sterlite Industries (India) Limited. He is also a member of Shareholders'/ Investors' Grievance Committees of Reliance Industrial Infrastructure Limited, Sterlite Energy Limited and Chairman of the Committee of Sterlite Industries (India) Limited. He does not hold any share in the Company. He is an independent Director and is not related to any Director of the Company.

**Shri Dady Kaikhushru Contractor:**

Shri Dady Kaikhushru Contractor (83 years) is a commerce graduate from the University of Mumbai and a Fellow of the Indian Institute of Bankers. He has over 55 years experience in banking and administrative matters. He retired as the Executive Director of Central Bank of India. He has been associated with the Company since 1996 and is a Member of the Audit Committee. He is also a Director of IL&FS Trust Company Limited, Lupin Limited, Mazda Limited, The Victoria Mills Limited, Zoroastrian Co-operative Bank Limited and several private limited companies. He is member of the Audit Committees of IL&FS Trust Company Limited and Lupin Limited. He is the Chairman of the Shareholders'/ Investors' Grievance Committee of Lupin Limited. As on 31.03.2011, he held 3,000 equity shares of the Company. He is an independent Director and is not related to any other Director of the Company.

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### **Dr. Pravin Pranlal Shah:**

Dr. Pravin Pranlal Shah (66 years) is a Practicing Chartered Accountant having over 38 years of professional experience in the areas of financial consultancy, corporate structuring/ restructuring, foreign collaborations, business re-organizations, taxation, valuation, property matters, accounting, auditing, company law and FEMA. He is also a Member of the Taxation Committee of the Indian Merchants' Chamber. He is a partner of Pravin P. Shah & Co., Chartered Accountants and proprietor of Pravin P. Shah & Associates, Chartered Accountants and PPS & Associates, Chartered Accountants. He has been associated with the Company since 2002. He is also a Director of Adani Enterprises Limited, Bombay Rayon Fashions Limited, Claris Lifesciences Limited, JM Financial Limited, Milestone Capital Advisors Limited, Raheja Universal Limited and several private limited companies. He is a member of the Audit Committees of Adani Enterprises Limited, Benchmark Trustee Company Private Limited, JM Financial Limited, JM Financial & Investment Consultancy Services Private Limited and JM Financial Consultants Private Limited and is the Chairman of that committee in Bombay Rayon Fashions Limited, Claris Lifesciences Limited and Raheja Universal Limited. He is the Chairman of the Shareholders'/ Investors' Grievance Committee of Raheja Universal Limited. He does not hold any share in the Company. He is an independent Director and is not related to any Director of the Company.

### **Shri Sachin Nath Chaturvedi:**

Shri Sachin Nath Chaturvedi (60 years) holds a bachelors' degree with honours in technology. He is a Fellow Member of the Institute of Chartered Accountants of India and also holds a masters in business administration. He has over 20 years of experience as a Practicing Chartered Accountant- as a partner of Messrs Chaturvedi & Company, Chartered Accountants. He has varied experience of audit of banks, financial institutions, public sector units and many large companies. He also has valuable experience in monitoring/inspection/ investigation of units/companies at the behest of banks/financial institutions/income-tax authorities/High Courts/Company Law authorities as well as inspection of mutual funds/ stock exchange brokers/plantation companies on behalf of SEBI. He has been associated with the Company since 2004 and is Member of the Audit Committee. He is also a Director of Balkrishna Industries Limited, Balkrishna Paper Mills Limited, Jai Realty Ventures Limited, N.R. Agarwal Industries Limited and several private limited companies. He is member of the Audit Committees of Balkrishna Industries Limited and N.R. Agarwal Industries Limited. He does not hold any share in the Company. He is an independent Director and is not related to any Director of the Company.

### **Shri Vasudeo Shrinivas Pandit:**

Shri Vasudeo Shrinivas Pandit (60 years) is the Director- Works of the Company. He holds bachelors' degree in science and has more than 38 years of experience in the plastic industries with more than 37 years in woven sacks/ bags industry and in setting up and operating woven sacks manufacturing units. He has been associated with the Company since 1988 and has been an Executive Director of the Company since 1997 with the overall responsibility of the manufacturing and export activities of packaging division. He is a Director of Sarbags Pty Limited. He is not a director in any other Indian company and does not hold any share of the Company. He is a non- promoter, executive Director not related to any other Director of the Company.

#### **4. CEO/CFO:**

Shri Gaurav Jain, Managing Director is designated as Chief Executive Officer (CEO) and Shri Ashok Tak, Vice President-Commercial has been vested with the authority to head the finance function and to act as the Chief Financial Officer (CFO) of the Company. Subsequent to year end, Shri Rajesh Kumar Mundra was appointed the Chief Financial Officer (CFO) in place of Shri Ashok Tak.

The Managing Director-cum-Chief Executive Officer and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Clause 49 (V) of the Listing Agreement with the Stock Exchanges. The Managing Director -cum-Chief Executive Officer and the Chief Financial Officer also give quarterly certifications on financial results while placing the financial results before the Board in terms of Clause 41(II)(a) and Clause 49 (V) of the Listing Agreement with the Stock Exchanges.

#### **5. Board Meetings:**

The Board of Directors meets at least once in every quarter to review performance of the Company along with the financial results. The functions of the Board are effectively and efficiently discharged by briefing each Board Member of development that have taken place. The agenda and notes to the agenda are circulated to the Directors in advance. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meetings. In situations where it is not practicable to attach any document to the agenda, the same is tabled at the meeting, specific reference to this effect is made in the agenda. In special and exceptional circumstances, additional or supplementary items on the agenda are permitted.



The Board is given presentation covering finance, investments, sales & marketing and operations of the Company, before taking on record the quarterly results of Company. The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non-compliance.

The Company Secretary records/enters the minutes of the proceedings of each Board and Committee Meeting within 30 days from the conclusion of the meeting.

The Minutes of meetings of audit committee and other committees of the Board were placed before the Board.

The Minutes of Board Meetings of subsidiaries and step down subsidiaries were placed before the Board.

## 5.1 Audit Committee:

The Audit Committee has four members out of which three are independent directors. Shri K. M. Doongaji, Independent Director acts as Chairman of the Committee. Shri S. N. Chaturvedi, Shri D.K. Contractor and Shri Virendra Jain are other members. The Managing Director-cum-Chief Executive Officer, Shri Gaurav Jain attended all the meetings of the Audit Committee. The constitution of Audit Committee meets with the requirements under Section 292A of the Companies Act, 1956 and Clause 49 (II) of the Listing Agreement with the Stock Exchanges. All the Members of the Audit Committee are financially literate and possess accounting and financial management expertise.

### (a) Powers of Audit Committee:

The audit committee has the following 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.

### (b) Role of Audit Committee:

The terms of reference stipulated by the Board to the Audit Committee, are, as contained under Clause 49 (II) (D) of the Listing Agreement with the Stock Exchanges, as follows:

- (1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- (2) Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- (4) Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
  - b. Changes, if any, in accounting policies and practices and reasons for the same
  - c. Major accounting entries involving estimates based on the exercise of judgment by management
  - d. Significant adjustments made in the financial statements arising out of audit findings
  - e. Compliance with listing and other legal requirements relating to financial statements
  - f. Disclosure of any related party transactions
  - g. Qualifications in the draft audit report.
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- (7) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.

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- (8) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- (9) Discussion with internal auditors any significant findings and follow up there on.
- (10) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- (11) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- (12) To 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.
- (13) To review the functioning of the Whistle Blower mechanism, in case the same is existing.
- (14) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- (15) Carrying out any other function as may be mentioned in the terms of reference of the Audit Committee from time to time.

### (c) Review of information by Audit Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letter / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the chief internal auditor.

### (d) Meeting of the Audit Committee:

The Audit Committee has met 7 times during the year 2010-2011, on 29.04.2010, 25.05.2010, 09.08.2010, 10.08.2010, 02.11.2010, 28.01.2011, 02.02.2011

Representatives of Statutory Auditors and Internal Auditors were invited and were present at the Audit Committee Meetings.

### (e) Attendance of each Member at the Audit Committee meetings held during the year:

Name of Director	Designation	Meetings Held	Meetings Attended
Shri K.M. Doongaji	Chairman	7	7
Shri S.N. Chaturvedi	Member	7	7
Shri Virendra Jain	Member	7	5
Shri D.K. Contractor	Member	7	6

Shri Ananjan Datta, the Company Secretary acts as the Secretary to the Audit Committee.

The Chairman of Audit Committee attended the last Annual General Meeting of the Company.

## 5.2 Remuneration Committee & details of remuneration to Directors:

The Company has not constituted a remuneration committee. Presently, there is one Managing Director and one Whole-time Director. The remuneration paid to them is subject to the limits laid down under Sections 198, 309 and Schedule XIII to the Companies Act, 1956. The remuneration consists of salary, Company's contribution to provident fund, gratuity, perquisites and allowances in accordance with the respective service contracts and Rules of the Company, applicable from time to time.

The Managing Director and the Whole-time Director are not paid any sitting fee for attending the Board/ Committee meetings. The non-executive directors are paid sitting fees @ ₹ 5,000/- per Board Meeting, Audit Committee and Shareholders/Investors Grievance Committee meetings and out-of-pocket expenses to attend these meetings.



**(a) The terms of appointment of the Executive Directors are as under:**

Name of the Director/ Designation	Salary	Commission	Perquisites & Allowance*	Service Contract	
				Tenure	Notice Period
Shri Gaurav Jain/ Managing Director	₹ 2,00,000/- per month	not exceeding the limits laid down in Section 309(3) of the Act	up to ₹ 2,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Companies Act, 1956.	04-06-2008 to 03-06-2013.	3 months
Shri Vasudeo S. Pandit/ Director-Works	Not exceeding ₹ 2,00,000/- per month	not exceeding the limits laid down in Section 309(3) of the Act	up to ₹ 2,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Companies Act, 1956.	01-04-2007 to 31-03-2012.	3 months.

\*Perquisites and Allowances include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with re-imbursement of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical expenses/re-imbursement for self and his family including dependants, leave travel concession for self and his family including dependants, club fees, medical insurance and such other perquisites and allowances as agreed/authorized by the Board.

There is no separate provision for payment of severance fee.

**(b) The details of remuneration paid to the Directors (including perquisites and allowances) for the year ended 31.03.2011 are as under:**

Name of Director	Sitting Fees (₹)	Salary (₹)	Perquisites (₹)	Total (₹)
Shri J. K. Jain	20,000	NIL	NIL	20,000
Shri Anand Jain	20,000	NIL	NIL	20,000
Shri Virendra Jain	55,000	NIL	NIL	55,000
Shri K. M. Doongaji	75,000	NIL	NIL	75,000
Shri S. H. Junnarkar	15,000	NIL	NIL	15,000
Shri D. K. Contractor	45,000	NIL	NIL	45,000
Dr. P. P. Shah	10,000	NIL	NIL	10,000
Shri S. N. Chaturvedi	75,000	NIL	NIL	75,000
Shri Gaurav Jain	NIL	24,00,000	3,37,513	27,37,513
Shri V. S. Pandit	NIL	19,21,613	NIL	19,21,613

The Company has paid ₹ 13,99,707/- as professional charges during the year to Pravin P. Shah & Associates, Chartered Accountants where Dr. Pravin P. Shah, Director of the Company is the proprietor and ₹ 44,120/- to Junnarkar & Associates, Advocates where Shri Sandeep H. Junnarkar, Director of the Company is a partner.

**5.3 Shareholders / Investors Grievance Committee:**

The Board has delegated *inter alia* the powers to deal with shareholders'/ investors' grievances to the Shareholders/Investors Grievance Committee. Pursuant to the provisions of Clause 49(IV)(G)(iii) of the Listing Agreement with the Stock Exchanges, a Non-Executive Director, Shri K.M. Doongaji has been appointed the chairman of the Shareholders /Investors Grievance Committee. Shri S.N. Chaturvedi, Shri Virendra Jain and Shri Gaurav Jain are the other members.

The Shareholders / Investors Grievance Committee met at least once in every quarter to specifically look into the redressing of shareholders' and investors' complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc.

**(a) Meeting of the Shareholders / Investors Grievance Committee:**

During the financial year 2010-11, the Shareholders / Investors Grievance Committee met 4 times.

## CONSOLIDATING GROWTH

**(b) Attendance of each Member at the Shareholders / Investors Grievance Committee meetings held during the year:**

Name of Director	Designation	Meetings Held	Meetings Attended
Shri K. M. Doongaji	Chairman	4	4
Shri S. N. Chaturvedi	Member	4	4
Shri Virendra Jain	Member	4	3
Shri Gaurav Jain	Member	4	4

Shri Ananjan Datta, the Company Secretary acts as the secretary to the Committee.

**(c) Investor Complaints Redressal:**

Nil investor complaints were pending at the beginning of the year, 410 investor complaints were received during the year ended 31.03.2011 out of which 408 complaints were resolved. As on 31.03.2011, 2 investor complaints were pending.

### 5.5 Share Transfer Committee:

The Board has delegated *inter alia* the powers to , deal with transfer, transmission of shares in physical form to the Share Transfer Committee. Shri Jai Kumar Jain, is the chairman. Shri Virendra Jain, and Shri Gaurav Jain are the members of this Committee.

**(a) Meeting of the Share Transfer Committee:**

During the financial year 2010-11, the Share Transfer Committee met 11 times.

**(b) Attendance of each Member at the Share Transfer Committee meetings held during the year:**

Name of Director	Designation	Meetings Held	Meetings Attended
Shri Jai Kumar Jain	Chairman	11	10
Shri Virendra Jain	Member	11	11
Shri Gaurav Jain	Member	11	11

Shri Ananjan Datta, the Company Secretary acts as the secretary to the Committee.

### 5.6 Procedure at the Committee Meetings:

The procedure of Board Meetings is applicable to the Committee Meetings as far as may be practicable. The minutes of the Committee Meetings are placed before the Board of Directors for their perusal and noting.

### 6. Prevention of Insider Trading:

Code of Conduct for Prevention of Insider Trading, was approved by the Board at its Meeting held on 29.05.2009. Pursuant to this Code, All Directors, officers and designated employees have furnished quarterly/ annual statements of their shareholdings in the Company.

### 7. Code of Business Conduct and Ethics for Directors, Senior Management and Employees:

Code of Conduct and Ethics for Directors, Officers and Employees was approved by the Board in its meeting held on 29.05.2009. At the meeting held on 29.05.2009, the Board replaced the existing Code with a new Code of Conduct & Ethics for Directors and Senior Management, which lays down the standards of business conduct, ethics and governance. The same is posted on the website of the Company. All Directors, senior management and employees have affirmed their compliance with the Code. The Code has been circulated to all the members of the Board and management personnel and compliance of the same is affirmed by them annually.

### 8. Compliance Officer:

Shri Ananjan Datta, Company Secretary is the Compliance Officer for complying with SEBI Regulations and requirements under the Listing Agreement with the Stock Exchanges.

## 9. Subsidiary monitoring framework:

All subsidiary companies of the Company are Board managed with their respective Boards having rights and obligations to manage such companies in the best interest of their stakeholders. As the majority shareholder, the Company has placed two of its independent directors on the Board of a subsidiary Company where it has made substantial investment. It monitors the performance of all subsidiary companies, *inter alia* by the following means:-

- (a) Financial statements, in particular the investments made by the unlisted subsidiary companies, are reviewed and noted by the Audit Committee of the Company.
- (b) All minutes of the meetings of the unlisted subsidiary companies are placed before the Company's Board.
- (c) A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary Companies are placed before the Board.

## 10. General body meetings:

- (i) (a) Location and time of last three Annual General Meetings of the Company and the special resolutions passed therein:

Year	Date	Day	Time	Location	Special Resolutions Passed
2008	30.08.2008	Saturday	12:00 noon	A-3, M.I.D.C. Industrial Area, Nanded - 431 603.	1. Adoption of new Articles of Association. 2. Approval for placement of securities by way of qualified institutional placement.
2009	23.09.2009	Wednesday	2:00 p.m.	-do-	1. Approval for placement of securities by way of qualified institutional placement. 2. Approval for follow-on public offer. 3. Approval for offering securities in international market. 4. Approval for roll over of Preference Shares.
2010	01.09.2010	Wednesday	11:00 a.m.	-do-	1. Approval for placement of securities by way of qualified institutional placement. 2. Approval for follow-on public offer. 3. Approval for offering securities in international market.

- (b) Details of Extra-ordinary General Meetings of the Company during 2008, 2009 and 2010 and the special resolutions passed therein:

Year	Date	Day	Time	Location	Special Resolutions Passed
2008	18.03.2008	Saturday	12:00 noon	A-3, M.I.D.C. Industrial Area, Nanded – 431 603.	1. Amendment to the Articles of Association to state that the numbers of directors shall not be less than 3 and more than 12. 2. Increase in limit of investments allowable under Section 372A of the Companies Act, 1956 to ₹ 7,500,00,00,000/.
2009	-	-	-	-	No Extra-ordinary General Meeting was held
2010	-	-	-	-	No Extra-ordinary General Meeting was held

**(c) Details of postal ballots held during 2008, 2009 and 2010 and the special resolutions passed therein:**

Year & Name of person who conducted postal ballot exercise	Declaration of Results of Postal Ballot			Location	Special Resolutions Passed
	Date	Day	Time		
2008	-	-	-	-	No resolution was passed by postal ballot.
2009	-	-	-	-	No resolution was passed by postal ballot.
2010	-	-	-	-	No resolution was passed by postal ballot.
	-	-	-	-	No resolution was passed by postal ballot.

**ii) Details of special resolutions passed last year through postal ballot:**

No resolution was passed through postal ballot in the last year.

**iii) Person who conducted the postal ballot exercise:**

Not Applicable.

**iv) Special resolution proposed to be passed through postal ballot:**

None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing of special resolution through postal ballot.

**v) Procedure for postal ballot:**

Not Applicable.

**11. Disclosures:**

**(a) Materially significant related party transactions i.e. transactions of the Company of material nature with its promoters, the directors or the management, the subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large:**

None of the transactions with any of the related parties were in conflict with the interests of the Company at large.

Further in compliance to the Accounting Standard (AS-18), a detailed disclosure of transactions with related parties has been made in Notes on Accounts – ‘Schedule “O” forming part of the Annual Report.

**(b) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges, SEBI or any statutory authority, on any matter related to capital markets, during the last three years:**

On a matter concerning allotment *inter alia* to, and sale by, the Company of equity shares of RAP Media Limited, a listed company, where certain provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and SEBI (Prohibition of Insider Trading) Regulations, 1992 were allegedly not adhered to, the Company with two other companies acting-in- concert (collectively called “Noticees”) had made a joint application for consent order to SEBI on 18.09.2008. SEBI accepted the consent application and passed in principle approval for settlement of the issue on a payment of ₹ 15,00,000/- collectively by the Noticees. The said amount was paid and SEBI has passed consent order dated 20.01.2010. The matter was settled without any admission or denial of guilt on the part of the Noticees to the findings of fact or conclusion of law.

Other than the matter referred to above there is no instance of non-compliance by the Company on any matter related to capital markets during the last three years.

**(c) Management Discussion & Analysis Report is a part of the Directors’ Report for the year ended 31.03.2011.**

**(d) Whistle Blower policy and affirmation that no personnel has been denied access to the Audit Committee:**

The Board at its meeting held on 29.05.2009, formulated a Whistle Blower Policy. The Policy is posted on the website of the Company.

**(e) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:**

All mandatory provisions have been complied with. The Company has adopted the whistle blower policy which is a non-mandatory requirement.

**12. Secretarial Audit:**

In compliance to the circular received from the Stock Exchanges mandating all listed companies to subject themselves to a Secretarial Audit for purpose of reconciliation of the total admitted capital with both the depositories and the total issued and listed capital, the Company confirms that there exist no discrepancies with regard to its admitted capital. A certified report to this effect by Practicing Company Secretary Messrs Savita Jyoti Associates, is submitted at close of each quarter to the Stock Exchanges.

**13. Means of Communication:**

- (a) Quarterly Results:** Quarterly results are published in 'The Free Press Journal' and 'Navshakti' and are displayed in the Company's website.
- (b) News Releases, Presentations, etc.:** Official news releases, detailed presentations made to media, analysts, institutional investors, etc. are displayed on the Company's website. Official media releases are sent to the Stock Exchanges.
- (c) Website:** The Company's website: [www.jaicorpindia.com](http://www.jaicorpindia.com) contains a separate dedicated section 'Investor Relations' where shareholders information is available. The Annual Report, quarterly results and shareholding pattern of the Company are also available on the website in a user-friendly and downloadable form.
- (d) Annual Report:** Annual Report containing, *inter alia*, audited annual accounts, consolidated financial statements, Directors' Report, Auditors' Report, Corporate Governance Report, Notice of Annual General Meeting and other important information is circulated to the members and other entitled to receive it. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report. Annual Reports are posted on the Company's website.
- (e) Reminder to Investors:** Reminder to investors to cash unclaimed dividend, to make nomination etc. are included in the Notice to the Annual General Meeting.
- (f) Corporate Filing and Dissemination System (CFDS):** The CFDS portal jointly owned and managed by BSE and NSE is a single source to view information filed by listed companies. Filings done by the Company with the Stock Exchanges are also available at this site: [www.corpfiling.co.in](http://www.corpfiling.co.in).
- (g) Designated exclusive email-id :** The Company has designated the following email id exclusively for investor servicing: [cs2@jaicorpindia.com](mailto:cs2@jaicorpindia.com).

**14. General Shareholder Information:**

**(i) 26<sup>th</sup> Annual General Meeting: Date, Time and Venue:**

Friday, the 23<sup>rd</sup> day of September 2011 , at 10:00 a.m. at the Registered Office of the Company at A-3, M.I.D.C. Industrial Area, Nanded- 431 603, Maharashtra.

**(ii) Financial Year** : 01-04-2011 to 31-03-2012

**(iii) Financial Calendar (Tentative)**

- Results for the quarter ended June, 2011 : 1<sup>st</sup> week of August, 2011
- Results for the quarter ended September, 2011 : 1<sup>st</sup> week of November, 2011
- Results for the quarter ended December, 2011 : 1<sup>st</sup> week of February, 2012
- Results for the quarter ended March, 2012 : end May, 2012
- Annual General Meeting : end August, 2012

**(iv) Dates of Book Closure** : 13-09-2011  
to 23-09-2011  
(both days inclusive)

**(v) Dividend Payment Date** : On or after 23-09-2011

## CONSOLIDATING GROWTH

### (vi) Listing on Stock Exchanges :

The Company's shares are listed on the following Stock Exchanges:  
Bombay Stock Exchange Limited National Stock Exchange of India Limited.  
Phiroze Jeejeebhoy Towers, Exchange Plaza, 5th Floor, Plot No. C/1,  
Dalal Street, G Block, Bandra- Kurla Complex,  
Mumbai 400 001. Bandra (East), Mumbai – 400 051.

Annual Listing Fees have been paid to the above Stock Exchanges for the financial year 2010-11.

### (v) Stock Code:

Bombay Stock Exchange (BSE): 512237

National Stock Exchange (NSE): JAICORPLTD

Demat ISIN for NSDL and CDSL : INE070D01027.

### (vi) Registration details with Registrar of Companies:

The Company is registered in the State of Maharashtra, India. It falls under the jurisdiction of the Registrar of Companies Maharashtra, Mumbai. The Corporate Identity Number allotted to the Company by the Ministry of Corporate Affairs (MCA):

L17120MH1985PLC036500.

### (vii) Registrars and Share Transfer Agents:

KARVY COMPUTERSHARE PRIVATE LIMITED

Unit: Jai Corp Limited

Plot No. 17-24, Vittal Rao Nagar, Madhapur Hyderabad- 500 081

Tel. Nos.: (91-40) 4465 5000; Fax: (91-40) 2342 0814.

E-mail: einward.ris@karvy.com

### (viii) Address for correspondence:

Shareholders' correspondence should be addressed to the Registrar and Share Transfer Agents of the Company at the address mentioned above.

The Shareholders can also contact the Company through e-mail: cs2@jaicorpindia.com

### (ix) Website: www.jaicorpindia.com

### (x) Share transfer system:

Presently, the share transfers in physical form are registered and returned within the stipulated period of 10 to 15 days from the date of receipt, if the documents are clear in all respects.

### (xi) Dematerialization of shares:

The equity shares of the Company are traded in compulsory dematerialized form by all the investors' w.e.f. 09.03.2001.

The Company has entered into agreements with both the depositories viz, National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd (CDSL), enabling the investors to hold shares of the Company in electronic form through the depository of their choice.

As on 31.03.2011, the number of dematerialized equity shares was 17,71,58,790 which represents 99.25 percent of the total paid up equity capital.

#### (a) Details of dematerialized and physical shares as on 31.03. 2011:

Sr. No.	Particulars	No. of Shareholders	No. of Equity Shares	percent Equity Shares
1.	CDSL	30,301	51,69,404	2.90
2.	NSDL	50,483	17,19,89,386	96.35
	<b>Total Demat Holding</b>	<b>80,784</b>	<b>17,71,58,790</b>	<b>99.25</b>
3.	Physical	1,083	13,35,220	0.75
	<b>Total</b>	<b>81,867</b>	<b>17,84,94,010</b>	<b>100.00</b>

**(b) Liquidity:**

The number of the Company's equity shares that were traded in the BSE and NSE during 01.04.2010 and 31.03.2011 and the value thereof are given below:

Particulars	BSE	NSE	Total
Shares (nos.)	9,89,48,547	16,84,35,482	26,73,84,029
Value ( in ₹ lakh)	2,42,970.19	4,14,052.68	6,57,022.87

**(xii) Outstanding GDRs /ADRs/ Warrants or any Convertible Instruments, conversion date and likely impact on equity –**

Not Applicable as the Company has not issued such instrument.

**(xiii) Plant Locations :**

Division	Location
Steel	Nanded, Maharashtra.
Plastic Processing	Khadoli, Silvassa (Dadra & Nagar Haveli-U.T.), Dabhel, Daman (Daman & Diu-U.T.) - 2 Units and Pithampur, Indore (M.P.).
Plastic Processing and Master Batch	Dabhel, Daman (Daman & Diu-U.T.).
Plastic Processing and PSF	Athal, Silvassa (Dadra & Nagar Haveli-U.T.).
Textile- Twisting	Masat, Silvassa (Dadra & Nagar Haveli-U.T.).
Textile- Dyeing	Sarigam, Valsad, Gujarat.
Textile- Spinning	Vasona, Silvassa (Dadra & Nagar Haveli-U.T.).

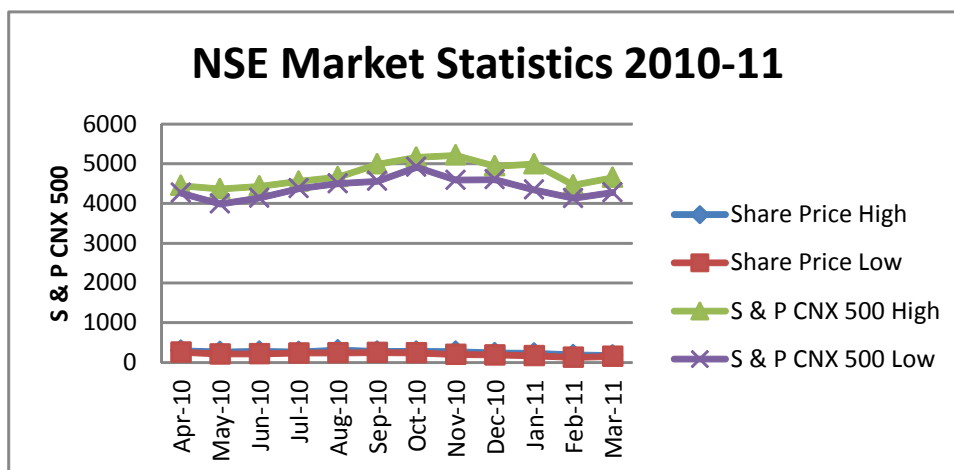
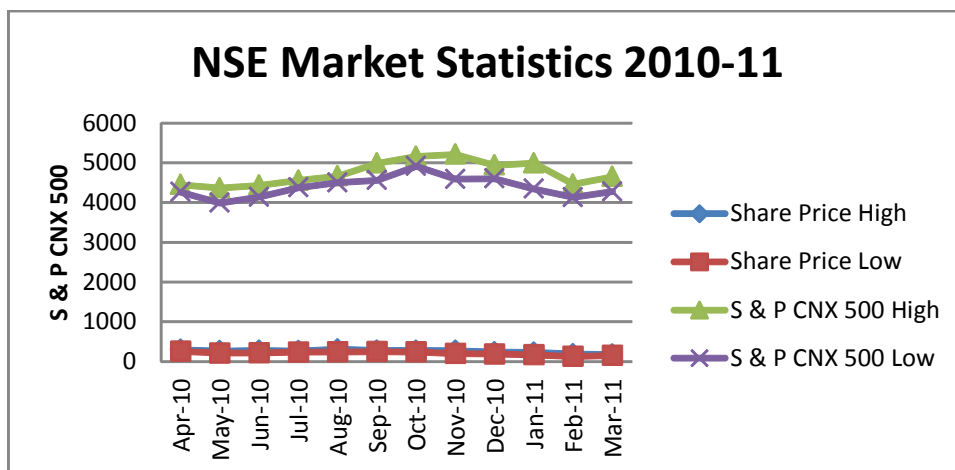
**(xiv) Market price data during each month in last financial year on the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE) :**

Month	NSE		BSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2010	297.80	256.10	302.00	256.95
May, 2010	263.25	213.35	263.25	213.50
June, 2010	276.35	215.00	276.90	216.70
July, 2010	263.00	235.05	262.75	236.50
August, 2010	309.55	237.90	309.40	238.50
September, 2010	274.70	249.00	274.70	248.90
October, 2010	274.35	238.10	274.00	238.50
November, 2010	271.10	200.25	270.20	201.00
December, 2010	234.90	188.25	234.95	191.30
January, 2011	229.00	167.50	229.25	168.10
February, 2011	186.40	125.80	186.40	125.75
March, 2011	175.85	152.10	175.85	152.15

## CONSOLIDATING GROWTH

### (xv) Performance in comparison to broad based indices:

The Company's shares form part of the S&P CNX500 index of the NSE and BSE 200 index of the BSE.



### (xvi) Distribution of equity shareholding as on 31.03.2011 is as follows:

Sr. No.	Category from - to	No. of share holders	No. of Shares	percent of Holders
1	1- 5,000	81,475	1,14,54,012	99.52
2	5,001-10,000	188	13,27,520	0.23
3	10,001-20,000	107	15,88,996	0.13
4	20,001-30,000	16	3,89,389	0.02
5	30,001-40,000	12	4,31,349	0.01
6	40,001-50,000	12	5,62,438	0.02
7	50,001-1,00,000	18	13,78,462	0.02
8	1,00,001 and above	39	16,13,61,844	0.05
	<b>TOTAL</b>	<b>81,867</b>	<b>17,84,94,010</b>	<b>100.00</b>



(xvii) The equity shareholding pattern as on 31.03. 2011 is as follows:

Sr. No.	Description	No. of share holders	No. of Shares	percent of share capital
1	Promoters, non- promoter Directors and their relatives	20	13,02,85,800	72.99
2	Mutual Funds	12	2,85,080	0.16
3	Financial Institutions and Banks	10	36,42,398	2.04
4	Bodies Corporate	1,397	45,66,803	2.56
5	NRI / Foreign Nationals/FII/Foreign Bodies Corporate	566	2,63,21,142	14.75
6	Resident Individuals/HUF	79,680	1,31,80,003	7.39
7	Trusts	4	57,900	0.03
8	Clearing Members	177	1,10,284	0.06
9	Forfeited Shares	1	44,600	0.02
	<b>TOTAL</b>	<b>81,867</b>	<b>17,84,94,010</b>	<b>100.00</b>

(xviii) Build up of equity share capital:

Sr. No.	Particulars	Year of Event	No. of Shares
1.	Subscribers to the Memorandum	1985	70
2.	Further Issue	-do-	1,99,930
3.	Public Issue	-do-	3,00,000
4.	Rights Issue	1987	3,00,000
5.	Bonus Issue	1994	24,00,000
6.	Public Issue	1994	11,00,000
7.	Amalgamation of Sipta Coated Steels Limited and Comet Steels Limited with the Company	1996	49,63,522
8.	Cancellation of shares under Scheme of Arrangement	2002	6,32,122
9.	Share Split (1:10)	2007	8,63,14,000
10.	Bonus Shares (1:1 excluding shares forfeited but not cancelled or re-issued)	-do-	8,62,69,400
11.	Preferential Offer	-do-	59,10,610

(xix) Transfer of Unclaimed & Unpaid Dividend Amount to Investor Education & Protection Fund:

During the year under review, no amount was required to be credited to the Investor Education and Protection Fund (IEPF) pursuant to Section 205C of the Companies Act, 1956 and the IEPF (Awareness and Protection of Investors) Rules, 2001.

#### DECLARATION ON CODE OF CONDUCT

As required by Clause 49(1D) of the Listing Agreement with the Stock Exchange(s), it is hereby declared that all Board Members and senior management personnel have affirmed compliance with the Code of Conduct of the Company.

Mumbai,  
26<sup>th</sup> May, 2011

**Gaurav Jain**  
Managing Director & Chief Executive Officer

# CONSOLIDATING GROWTH

## CERTIFICATE OF CORPORATE GOVERNANCE

To,  
The Members,  
**JAI CORP LIMITED,**

We have examined the compliance of conditions of Corporate Governance by JAI CORP LIMITED, for the year ended on 31<sup>st</sup> March, 2011, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion of 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 based on the representations made by the Directors and the Management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

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

**For CHATURVEDI & SHAH**  
Firm Registration No. 101720W  
Chartered Accountants

**R. Koria**  
Partner  
Membership No.: 35629

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

**For S.R. BATLIBOI & Co.**  
Firm Registration No.301003E  
Chartered Accountants

**per Vijay Maniar**  
Partner  
Membership No.: 36738

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

## AUDITORS' REPORT

### To the members of JAI CORP LIMITED

1. We have audited the attached Balance Sheet of 'JAI CORP LIMITED' ('the Company') as at 31<sup>st</sup> March, 2011, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure hereto, a Statement on the matters specified in the paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report that: -
  - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement referred to in this report are in agreement with the books of account;
  - d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement referred to in this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
  - e) On the basis of the written representations received from the Directors, as on 31<sup>st</sup> March 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
  - f) In our opinion, and to the best of our information and according to explanations given to us, the said accounts read together with the Significant Accounting Policies and other notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
    - I) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2011;
    - II) in the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date; and
    - III) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

**For CHATURVEDI & SHAH**  
(Firm Registration No. 101720W)  
Chartered Accountants

**R. Koria**  
Partner  
Membership No.: 35629

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

**For S.R. BATLIBOI & Co.**  
(Firm Registration No.301003E)  
Chartered Accountants

**per Vijay Maniar**  
Partner  
Membership No.: 36738

## ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph 3 of our report of even date to the members of Jai Corp Limited on the accounts for the year ended 31<sup>st</sup> March, 2011)

(i) In respect of its fixed assets:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, fixed assets at certain locations have been physically verified during the year by management in accordance with a phased program of verification over a two year period, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification as compared to the book records.
- (c) In our opinion and according to the information and explanations given to us, the Company has not disposed off substantial part of fixed assets during the year and the going concern status of the Company is not affected.

(ii) In respect of its inventories:

- (a) Inventories have been physically verified during the year by the management. In our opinion the programme of verification is reasonable.
- (b) In our opinion, and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of inventory records, we are of the opinion that the Company is maintaining proper records of inventory. As explained to us, no material discrepancies were noticed on physical verification of the inventories, as compared to book records maintained.

(iii) In respect of 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 Companies Act, 1956: -

- (a) The Company has granted unsecured loans to two wholly-owned subsidiary companies. The maximum amount outstanding at any time during the year was ₹ 37,113.19 lacs and the year-end balance was ₹ 37,101.68 lacs.
- (b) In our opinion and according to the information and explanations given to us, the aforesaid loans are interest-free and others terms and conditions of such loans, are prima facie, not prejudicial to the interest of the company.
- (c) The loans given were not due for repayment at year-end.
- (d) The loans given were not due for repayment, therefore the question of overdue amounts does not arise.
- (e) The Company has not taken any loans during the year from companies, firms

or other parties covered in the Register maintained under section 301 of the Companies Act, 1956. Consequently, the provisions of sub-clauses (e), (f) and (g) of clause (iii) of paragraph 4 of the said Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventories and fixed assets and also for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in the aforesaid internal control system.

(v) (a) According to the information and explanations given to us, we are of the opinion that transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956, have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made during the year in pursuance of such contracts or arrangements exceeding the value of Rupees five lakhs for each party, have been made at prices which are prima facie reasonable having regard to the prevailing market price at the relevant time, except for certain transactions for sale of goods and materials of specific nature for which alternative quotations are not available and hence upon which, we are unable to comment.

(vi) The Company has not accepted any deposits from the public and accordingly, the provisions of clause (vi) of paragraph 4 of the said Order are not applicable to the Company.

(vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(viii) We are informed by the management that the Central Government has prescribed the maintenance of Cost Records pursuant to clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956, in respect of one of the products of the Company. We have broadly reviewed the accounts and records of the Company in this connection and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate and complete.

(ix) (a) According to records of the Company examined by us, the Company has generally been regular during the year in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Investor Education and Protection Fund, Income-tax, Sales-tax, Wealth tax, Service tax, Custom Duty, Excise Duty, Cess and other material statutory dues as applicable with the appropriate authorities. According to the

information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31<sup>st</sup> March, 2011 for a period of more than six months from the date they became payable;  
Further, since the Central Government has till date not prescribed the amount of cess payable under section 441A of the

Companies Act, 1956, we are not in a position to comment upon the regularity or otherwise of the Company in depositing the same.

- (b) The disputed statutory dues aggregating ₹ 622.47 lacs as at the balance sheet date, that have not been deposited on account of matters pending before appropriate authorities, are as under:

Name of the Statute	Nature of the Dues	Amount (₹ in Lacs)	Period to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Income Tax	461.92*	2002-03 to 2008-09	Commissioner of Income Tax (Appeals)
Bombay Sales Tax Act	Sales Tax	0.06**	2001-02	High Court
Bombay Sales Tax Act	Sales Tax	26.28	2000-01 & 2002-03	Maharashtra Sales Tax Tribunal
Central Excise Act, 1944	Excise duty	75.00 2.38	2005-06 2010-11	Commissioner (Appeals)
		44.67***	1996-97 to 98 & 2004-05 & 2006-07	Central Excise and Service Tax Appellate Tribunal
		0.56	2006-07	Deputy Commissioner
		11.60	2004-05 to 06 & 2009-10	Assistant Commissioner
<b>Total</b>		<b>622.47</b>		

\* Net of amount ₹ 16 Lacs deposited under protest

\*\* Net of amount of Rs 0.50 Lacs deposited under protest

\*\*\* Net of amount of Rs 1.23 Lacs deposited under protest

- |   |  |
|---|--|
| <p>(x) The Company does not have accumulated losses at the end of the financial year. It has not incurred cash losses in the current and immediately preceding financial year.</p> <p>(xi) Based on our audit procedures and according to the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to banks. During the year, the Company did not have any loans from financial institutions or by way of debentures.</p> <p>(xii) Based on our examination of documents and records and according to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debenture and other securities.</p> <p>(xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society, and hence the provisions of clause (xiii) of paragraph 4 of the said Order are not applicable to the Company.</p> <p>(xiv) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of transactions and contracts in respect of dealing in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other investments are held by the Company in its own name.</p> | <p>(xv) According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.</p> <p>(xvi) According to the information and explanations given to us, term loans outstanding were prima facie applied for the purposes for which the loans were obtained.</p> <p>(xvii) On a review of utilization of funds based on an overall examination of the Balance Sheet of the Company as at 31<sup>st</sup> March, 2011, we report that prima facie, funds raised on short-term basis have not been utilized for long-term investment.</p> <p>(xviii) During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.</p> <p>(xix) The Company has not issued any debentures and hence provisions of clause (xix) of paragraph 4 of the said Order are not applicable to the Company.</p> <p>(xx) During the year the Company has not raised any monies by way of public issue.</p> <p>(xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.</p> |
|---|--|

**For CHATURVEDI & SHAH**  
(Firm Registration No. 101720W)  
Chartered Accountants

**R. Koria**  
Partner  
Membership No.: 35629

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

**For S.R. BATLIBOI & Co.**  
(Firm Registration No. 301003E)  
Chartered Accountants

**per Vijay Maniar**  
Partner  
Membership No.: 36738

# CONSOLIDATING GROWTH

## BALANCE SHEET as at 31<sup>st</sup> March, 2011

		(₹ in Lacs)	
		AS AT	AS AT
		31.03.2011	31.03.2010
<b>SOURCES OF FUNDS</b>			
Shareholders' Funds			
Share Capital	A	1,934.71	1,934.71
Reserves and Surplus	B	271,449.02	262,482.28
		<b>273,383.73</b>	264,416.99
<b>Loan Funds</b>			
Secured Loans	C	1,302.39	2,310.79
Unsecured Loans	D	955.28	992.48
		<b>2,257.67</b>	3,303.27
<b>Deferred Tax Liability (Net)</b>		<b>1,830.68</b>	1,867.74
(Refer Note No. 9 of schedule 'O' )			
<b>Total</b>		<b>277,472.08</b>	269,588.00
<b>APPLICATION OF FUNDS</b>			
Fixed Assets			
Gross Block	E	39,788.57	38,858.95
Less: Depreciation		18,381.56	16,894.59
Net Block		21,407.01	21,964.36
Capital Work-in-Progress		963.20	824.90
		<b>22,370.21</b>	22,789.26
<b>Investments</b>	F	<b>159,939.49</b>	188,959.59
<b>Current Assets, Loans and Advances</b>	G		
Inventories		7,988.80	4,780.07
Sundry Debtors		20,746.37	6,328.99
Cash and Bank Balances		1,745.80	536.72
Other Current Assets		1,482.47	471.02
Loans and Advances		71,988.22	49,552.55
		<b>103,951.66</b>	61,669.35
<b>Less: Current Liabilities and Provisions</b>	H		
Current Liabilities		5,730.49	2,118.95
Provisions		3,058.79	1,711.25
		<b>8,789.28</b>	3,830.20
<b>Net Current Assets</b>		<b>95,162.38</b>	57,839.15
<b>Total</b>		<b>277,472.08</b>	269,588.00
Significant Accounting Policies	N		
Notes on Accounts	O		

The Schedules referred to above form an integral part of the Balance Sheet.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Korla**  
Partner  
Membership No.: 35629

**per Vijay Maniar**  
Partner  
Membership No.: 36738

**R. K. Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011



# **PROFIT AND LOSS ACCOUNT for the Year Ended 31<sup>st</sup> March, 2011**

(₹ in Lacs)

	SCHEDULE	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<b>INCOME</b>			
Turnover (Gross)	I	51,308.76	43,098.51
(Refer Note No. 17 of Schedule 'O')			
Less: Excise duty recovered		2,986.63	2,137.03
Net Turnover		48,322.13	40,961.48
Other Income	J	7,592.16	4,882.63
Variation In Stocks	K	1,787.74	(128.19)
		57,702.03	45,715.92
<b>EXPENDITURE</b>			
Trade Purchase		2,363.67	19.48
Manufacturing and Other Expenses	L	41,799.40	35,898.23
Interest and Finance Charges	M	180.07	253.87
Depreciation		1,690.33	1,627.95
		46,033.47	37,799.53
<b>Profit for the year before tax</b>		11,668.56	7,916.39
Less : Provision for Taxation :			
Current Tax		2,491.63	1,563.34
Deferred Tax/ (Credit)		(37.06)	235.11
Less : Provision for Income Tax of earlier years		-	11.00
<b>Profit after tax</b>		9,213.99	6,106.94
<b>Add :- Balance Brought Forward from previous year</b>		31,265.35	26,054.71
Add :- Prior Period Adjustments (Net)		34.40	(3.84)
<b>PROFIT AVAILABLE FOR APPROPRIATION</b>		40,513.74	32,157.81
<b>APPROPRIATIONS</b>			
<b>General Reserve</b>		924.84	610.32
Proposed Dividend on Preference Shares		1.50	1.50
Proposed Dividend on Equity Shares		240.84	240.84
Tax on Proposed Dividend		39.31	40.25
Excess Provision of Dividend of earlier year		-	(0.45)
<b>SURPLUS CARRIED TO BALANCE SHEET</b>		39,307.25	31,265.35
Basic & Diluted Earning Per Share (₹)		5.18	3.42
Face Value per Share (Re.)		1.00	1.00
(Refer Note No. 11 of Schedule 'O')			
<b>Significant Accounting Policies</b>	N		
<b>Notes on Accounts</b>	O		

The Schedules referred to above form an integral part of the Profit and Loss Account.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No.: 35629  
**Place:** Mumbai  
**Date :** 26<sup>th</sup> May, 2011

**per Vijay Maniar**  
Partner  
Membership No.: 36738

**R. K. Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

# CONSOLIDATING GROWTH

## CASH FLOW STATEMENT for the Year Ended 31<sup>st</sup> March, 2011

(₹ in Lacs)

	2010-2011	2009-2010
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax as per Profit and Loss Account	11,668.56	7,916.39
Adjusted for :		
Depreciation	1,690.33	1,627.95
Wealth Tax	3.10	4.25
Effects of foreign exchange rate change	15.62	28.02
Sundry Balance written off (Net)	79.82	20.74
Profit on sale of investments ( Net )	(3,107.31)	(1,007.19)
Loss/ (Profit) on sale/discarding of fixed assets ( Net )	147.93	(92.94)
Interest Expenses	126.32	228.79
Diminution in Value of Long Term Investment written off	4.32	-
Interest Income	(3,405.06)	(1,894.85)
Dividend Income	(717.56)	(855.23)
<b>Operating Profit before Working Capital Changes</b>	<b>6,506.07</b>	<b>5,975.94</b>
Adjusted for :		
Trade & Other Receivables	(3,226.50)	2,638.94
Inventories	(3,208.73)	(645.51)
Trade Payables	3,729.10	536.23
<b>Cash generated from operations</b>	<b>3,799.94</b>	<b>8,505.60</b>
Direct Taxes paid	(2,399.62)	(1,400.98)
Net Prior Period adjustment	1.02	(3.84)
<b>Net Cash Flow from Operating Activities (A)</b>	<b>1,401.34</b>	<b>7,100.78</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(1,596.83)	(1,603.69)
Sale of Fixed Assets	184.90	368.82
Fixed Deposit with bank having maturity of more than three months (Placed)	(800.00)	-
Fixed Deposit with bank having maturity of more than three months (Matured)	-	5,000.00
Purchase of Investments including Share Application Money	(310,883.49)	(133,417.58)
Sale of Investments	312,617.32	117,737.17
Movement in Loans	(1,118.44)	4,001.55
Interest Income	1,335.72	787.52
Dividend Received	717.56	855.23
<b>Net Cash Flow (used in) / from Investing Activities (B)</b>	<b>456.74</b>	<b>(6,270.98)</b>

## CASH FLOW STATEMENT (Contd.)

(₹ in Lacs)

	2010-2011	2009-2010
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds of Long Term Loans	-	331.87
Repayment of Long Term Loans	(1,153.20)	(996.49)
Short Term Loans (Net)	107.60	(292.56)
Unclaimed for Scheme of Arrangement	(0.05)	(0.12)
Interest Paid	(124.20)	(229.29)
Dividends Paid	(279.15)	(280.38)
<b>Net Cash Flow (used in) Financing Activities (C)</b>	<b>(1,449.00)</b>	<b>(1,466.97)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>409.08</b>	<b>(637.18)</b>
Opening Balance of Cash and Cash Equivalents	536.72	1,173.90
Closing Balance of Cash and Cash Equivalents	945.80	536.72
Fixed Deposit with bank having maturity of more than three months	800.00	-
<b>Closing Balance of Cash and Bank #</b>	<b>1,745.80</b>	<b>536.72</b>

# For composition, refer Schedule "G"

Notes :

- 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 "Cash Flow Statement" as notified in the Companies (Accounting Standards) Rules, 2006.
- 2 Closing Balance of Cash and Cash Equivelant includes Fixed Deposits pledged with the Government department amounting to ₹ **256.87 Lacs** (Previous Year ₹ 208.97 Lacs) and with Bank amounting to ₹ **149.59 Lacs** (Previous year ₹ 140.53 Lacs) and ₹ **13.17 Lacs** (Previous year ₹ 9.73 Lacs) in unclaimed dividend account.
- 3 The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary.
- 4 Bracket indicates cash outflow.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No.: 35629  
**Place:** Mumbai  
**Date :** 26<sup>th</sup> May, 2011

**per Vijay Maniar**  
Partner  
Membership No.: 36738

**R. K. Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

	AS AT 31.03.2011	(₹ in Lacs) AS AT 31.03.2010
<b>SCHEDULE "A"</b>		
<b>SHARE CAPITAL</b>		
<b>AUTHORISED</b>		
45,00,00,000 Equity Shares of Re. 1 each (45,00,00,000)	<b>4,500.00</b>	4,500.00
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	<b>150.00</b>	150.00
3,50,00,000 Unclassified Shares of Re. 1 each (3,50,00,000)	<b>350.00</b>	350.00
	<b>5,000.00</b>	5,000.00
<b>ISSUED AND SUBSCRIBED</b>		
17,84,94,010 Equity Shares of Re. 1 each (17,84,94,010)	<b>1,784.94</b>	1,784.94
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	<b>150.00</b>	150.00
	<b>1,934.94</b>	1,934.94
<b>FULLY PAID UP</b>		
17,84,49,410 Equity Shares of Re. 1 each (17,84,49,410)	<b>1,784.49</b>	1,784.49
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	<b>150.00</b>	150.00
Add: Forfeited Shares (Amount Originally Paid up on 4,460 Shares of ₹ 10/- each)	<b>0.22</b>	0.22
	<b>1,934.71</b>	1,934.71

Notes:-

- Of the above Equity Shares :-
  - 49,63,522 Equity Shares of ₹10 each were allotted, without payment being received in cash, pursuant to the Scheme of Amalgamation of Sipta Coated Steels Limited and Comet Steels Limited with the Company before subdivision and issue of bonus shares.
  - 24,00,000 Equity Shares of ₹ 10 each were allotted as fully paid-up bonus shares by way of Capitalisation of free reserve before subdivision.
    - 8,62,69,400 Equity Shares of Re.1 each were allotted as fully paid-up bonus shares by way of Capitalisation of Securities Premium Account.
- Equity Shares having face value of ₹ 10 each fully paid-up were subdivided into Re.1 each fully paid-up in the financial year 2007-08.
- 1% Non-cumulative, Non-Participating Redeemable Preference Shares of Re.1 each fully paid-up were due for redemption on 25<sup>th</sup> November 2009. As consented by the Preference Shareholders and subsequently by the Members of the Company at their 24<sup>th</sup> Annual General Meeting held on 23rd September, 2009, the tenure of these shares has been extended by a period not exceeding two years from the date of roll over (i.e. two years from 25<sup>th</sup> November, 2009), accordingly these shares are redeemable at a premium of 6 % p.a. on issue price of ₹ 1,000 per share on the expiry of two years from the date of roll over with an option to the Company/ the preference shareholder(s) to redeem the same after one year from the said date of roll over.
  - Redemption premium on preference shares as mentioned above will be paid out of the Securities Premium Account and hence no provision has been considered necessary.
- Figures in bracket represent previous year figures.

## SCHEDULES forming part of the balance sheet

	AS AT 31.03.2011	AS AT 31.03.2010
<b>SCHEDULE "B"</b>		
<b>RESERVES AND SURPLUS</b>		
<b>Capital Reserve</b>		
As per last Balance Sheet	92.17	92.17
<b>Securities Premium Account</b>		
As per last Balance Sheet	214,930.94	214,930.94
<b>General Reserve</b>		
As per last Balance Sheet	16,193.82	15,583.50
Add : Transferred from Profit and Loss Account	924.84	610.32
	17,118.66	16,193.82
<b>Profit and Loss Account</b>	39,307.25	31,265.35
	<u>271,449.02</u>	<u>262,482.28</u>
<b>SCHEDULE "C"</b>		
<b>SECURED LOANS</b>		
Term Loans from a Bank	1,177.00	2,293.00
Working Capital Loan from a Bank	125.39	17.79
	<u>1,302.39</u>	<u>2,310.79</u>

### Notes:

- Out of the Term Loans referred to above:-
  - loans aggregating to ₹ **682.00 Lacs** (Previous Year ₹ 1,618.00 Lacs) are secured by way of First Charge on certain fixed assets of the Company.
  - loans aggregating to ₹ **495.00 Lacs** (Previous Year ₹ 675.00 Lacs) are secured by way of first *parri passu* charge on the entire immovable and movable assets and second *parri passu* charge on all current assets of the Company.
  - are further secured by way of negative lien on certain fixed assets of the Company.
- The Working Capital Loan is secured by hypothecation on whole of current assets including a first charge on stock and book debts and as collateral security, second charge and negative lien on certain fixed assets of the Company and is guaranteed by one of the Director and one erstwhile Director of the Company.

## SCHEDULE "D"

### UNSECURED LOANS

Interest Free Sales-tax Loan	955.28	992.48
	<u>955.28</u>	<u>992.48</u>

Note : Amount repayable within one year ₹ **37.20 Lacs** (Previous Year ₹ 37.20 Lacs).

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

### SCHEDULE - "E"

#### FIXED ASSETS

(₹ in Lacs)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2010	Additions	Deductions/ Adjustments	AS AT 31.03.2011	AS AT 31.03.2010	For The Year	Deductions/ Adjustments	UP TO 31.03.2011	AS AT 31.03.2011	AS AT 31.03.2010
<b>TANGIBLE ASSETS</b>										
Freehold Land	2,111.95	28.25	4.31	<b>2,135.89</b>	-	-	-	-	<b>2,135.89</b>	2,111.95
Leasehold Land	520.45	0.80	-	<b>521.25</b>	29.95	13.50	-	<b>43.45</b>	<b>477.80</b>	490.50
Buildings	8,084.81	211.66	-	<b>8,296.47</b>	1,549.46	249.77	-	<b>1,799.23</b>	<b>6,497.24</b>	6,535.35
Plant & Machinery	27,005.91	1,074.91	419.74	<b>27,661.08</b>	14,622.14	1,351.85	177.20	<b>15,796.79</b>	<b>11,864.29</b>	12,383.77
Furniture & Fixtures	185.16	4.77	-	<b>189.93</b>	114.15	10.43	-	<b>124.58</b>	<b>65.35</b>	71.01
Office Equipments	345.45	18.05	4.15	<b>359.35</b>	244.97	16.49	4.15	<b>257.31</b>	<b>102.04</b>	100.48
Vehicles	539.84	10.25	37.80	<b>512.29</b>	268.54	43.96	22.01	<b>290.49</b>	<b>221.80</b>	271.30
<b>INTANGIBLE ASSETS</b>										
Softwares*	-	46.93	-	<b>46.93</b>	-	4.33	-	<b>4.33</b>	<b>42.60</b>	-
Drawings & Designs*	65.38	-	-	<b>65.38</b>	65.38	-	-	<b>65.38</b>	-	-
<b>TOTAL</b>	<b>38,858.95</b>	<b>1,395.62</b>	<b>466.00</b>	<b>39,788.57</b>	<b>16,894.59</b>	<b>1,690.33</b>	<b>203.36</b>	<b>18,381.56</b>	<b>21,407.01</b>	<b>21,964.36</b>
Previous Year	35,528.92	3,910.00	579.97	38,858.95	15,501.54	1,627.95	234.90	16,894.59	21,964.36	
Capital Work In Progress									<b>963.20</b>	824.90

\* Other than internally generated.

Notes :-

- Freehold land includes ₹ **131.25 Lacs** (Previous Year ₹ 131.25 Lacs) in respect of which conveyance deed is yet to be registered in the name of the company.
- Building includes ₹ **0.01 Lacs** (Previous Year ₹ 0.01 Lacs) being the cost of shares in Co operative Housing Society towards ownership of residential flats.
- Capital Work-in-Progress includes :
  - ₹ **5.23 Lacs** (Previous year ₹ 11.10 Lacs) on account of cost of construction Material at site.
  - ₹ **184.28 Lacs** (Previous year ₹ 117.73 Lacs ) on account of advances made to the suppliers for capital expenditure.
- Gross Block of Plant & Machinery includes ₹ **64.68 Lacs** (Previous year ₹ 64.68 Lacs) and ₹ **33.56 Lacs** (Previous Year ₹ 33.56 Lacs) being the amount spent for laying Power Line and Water Pipe Line respectively, the ownership of which vests with the respective Government Authorities.



# SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	AS AT	AS AT	
	31.03.2011	31.03.2010		31.03.2011	31.03.2010	
SCHEDULE “F”						
INVESTMENTS						
(Refer clause No. (f) of Schedule ‘N’)						
(A) LONG TERM INVESTMENTS						
(I) TRADE INVESTMENTS (UNQUOTED)						
SUBSIDIARY COMPANIES						
IN EQUITY SHARES-FULLY PAID UP						
Jai Corp Finance and Holding Ltd.	1,500,000	1,500,000	10	215.00	215.00	
(Including 60 Shares of ₹ 10 each fully paid up held jointly with nominees)						
Jai Infraprojects Ltd.	50,000	50,000	10	0.68	5.00	
(Including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)						
(Refer Note No. 2 of Schedule 'O')						
Jai Realty Ventures Ltd.	50,000	50,000	10	5.00	5.00	
(Including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)						
Sarbags Pty Ltd.	50,000	50,000	A\$1	12.34	12.34	
Urban Infrastructure Venture Capital Ltd.	1,000,000	1,000,000	10	100.28	100.28	
(Including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)						
Urban Infrastructure Trustees Ltd.	50,000	50,000	10	5.01	5.01	
(Including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)						
IN PREFERENCE SHARES-FULLY PAID UP						
1% Optionally Convertible Preference Shares of Jai Realty Ventures Ltd.	5,000	5,000	10	50.00	50.00	
Total [ i ]				388.31	392.63	
ASSOCIATE COMPANIES						
IN EQUITY SHARES-FULLY PAID UP						
Urban Communications Infrastructure Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Energy Distribution Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Energy Generation Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Energy Transmission Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Infotech Solutions Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Infrastructure Construction Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
Urban Infrastructure Holding Pvt. Ltd.	113,517,714	113,517,714	10	11,351.77	11,351.77	
Urban Water Supply Pvt. Ltd.	4,000	4,000	10	0.40	0.40	
IN DEBENTURES-FULLY PAID UP						
Zero percent Optionally Fully Convertible Debentures of Urban Infrastructure Holding Pvt. Ltd.	727,540	727,540	100	727.54	727.54	
Total [ ii ]				12,082.11	12,082.11	

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)			
	AS AT	AS AT		AS AT	AS AT	
	31.03.2011	31.03.2010		31.03.2011	31.03.2010	
<b>SCHEDULE “F” (Contd.)</b>						
<b>OTHERS</b>						
<b>IN EQUITY SHARES-FULLY PAID UP</b>						
Greenary Power Generation Pvt. Ltd.	1,800	1,800	10	0.18	0.18	
Mumbai SEZ Ltd.	126,341,463	126,341,463	10	13,219.09	13,219.09	
Rewas Ports Ltd.	50,000,000	50,000,000	10	5,000.00	5,000.00	
Spectra Power Distribution Pvt. Ltd.	1,800	1,800	10	0.18	0.18	
Urban Assets Reconstruction Pvt. Ltd.	1,800	1,800	10	0.18	0.18	
Urban Telecom Pvt. Ltd.	1,800	1,800	10	0.18	0.18	
<b>IN UNITS- FULLY PAID UP</b>						
HDFC India Real Estate Fund	88,548	99,268	1000	885.48	992.68	
Urban infrastructure Opportunity Fund	7,618.6	7,618.6	100000	8,557.27	8,557.27	
<b>Total [ iii ]</b>				<b>27,662.56</b>	<b>27,769.76</b>	
<b>Total Trade Investments [ iv=i+ii+iii]</b>				<b>40,132.98</b>	<b>40,244.50</b>	
<b>(II) OTHER THAN TRADE INVESTMENTS</b>						
<b>a) - UNQUOTED</b>						
<b>IN EQUITY SHARES-FULLY PAID UP</b>						
Applewoods Estate Pvt. Ltd.	6,700	6,700	10	0.67	0.67	
Earnest Tower Pvt. Ltd.	420,513	420,513	10	210.26	210.26	
Goldbricks Infrastructure Pvt. Ltd.	120,000	120,000	10	12.00	12.00	
Neelkanth Realty Pvt. Ltd. *	213,333	213,333	10	77.33	77.33	
Neelkanth Rice Lands Pvt. Ltd	80,000	80,000	10	8.00	8.00	
Nirmal Infrastructure Pvt. Ltd.	100,000	100,000	10	10.00	10.00	
Ozone Projects Pvt. Ltd.	957,133	957,133	10	463.91	463.91	
Ozone Urban Infra Developers Pvt. Ltd.	4	-	10	0.02	-	
Sterling Urban Infraprojects Pvt. Ltd.	600,000	600,000	10	60.00	60.00	
Supernal Realtors Pvt. Ltd.	26,667	26,667	10	2.67	2.67	
Vengas Realtors Pvt. Ltd.	26,667	26,667	10	2.67	2.67	
<b>IN EQUITY SHARES-PARTLY PAID UP</b>						
Nilayami Realtors Pvt. Ltd.	106,000	106,000	10	5.30	5.30	
(₹ 5/- paid up each)						
<b>IN UNITS- FULLY PAID UP</b>						
LICMF Index Fund Nifty Dividend Plan	-	26,745,841	10	-	2,737.78	
<b>IN DEBENTURES FULLY PAID UP</b>						
Zero Percent Fully Compulsorily Convertible Debentures of:						
Applewoods Estates Pvt. Ltd.	501	501	1000	5.01	5.01	
Goldbricks Infrastructure Pvt. Ltd.	128,000	128,000	100	128.00	128.00	
Goldbricks Infrastructure Pvt. Ltd. 'Series C'	150,000	150,000	100	150.00	150.00	
Neelkanth Realty Pvt. Ltd. *	33,600	33,600	100	33.60	33.60	
Neelkanth Rice Lands Pvt. Ltd	11,200	11,200	1000	112.00	112.00	
Nirmal Infrastruture Pvt. Ltd.	9,000	9,000	1000	90.00	90.00	
Sterling Urban Infraprojects Pvt. Ltd.	160,000	160,000	100	160.00	160.00	
Supernal Realtors Pvt. Ltd.	18,721	18,721	1000	187.21	187.21	
Vengas Realtors Pvt. Ltd.	26,733	26,733	1000	267.33	267.33	
14.75% Fully Compulsorily Convertible Debentures of Ozone Urbana Infra Developers Pvt. Ltd.	154,441	-	518	800.00	-	

# SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	QUANTITY (Nos.)	FACE VALUE		
	AS AT 31.03.2011	AS AT 31.03.2010	(₹ unless otherwise stated)	AS AT 31.03.2011
AS AT 31.03.2010				
SCHEDULE "F" (Contd.)				
15.5 % Fully Compulsorily Convertible Debentures of Applewoods Estate Pvt. Ltd.	277,970	277,970	100	277.97
Redeemable Non-Convertible Debentures of Citifinancial Consumer Finance India Ltd.	5,000	5,000	100000	5,000.00
IN DEBENTURES PARTLY PAID UP				
Zero Percent Fully Compulsorily Convertible Debentures of Nilayami Realtors Pvt. Ltd. (₹10/- paid up each)	8,480	8,480	1000	0.85
IN PREFERENCE SHARES -FULLY PAID UP				
0.01% Compulsorily Convertible Preference Shares of Earnest Tower Pvt. Ltd.	1,742,504	1,742,504	10	871.25
b) - QUOTED				
IN EQUITY SHARES - FULLY PAID UP				
Aditya Birla Nuvo Ltd.	-	10,000	10	-
Ambuja Cements Ltd.	-	5,100,000	2	-
Century Textiles & Industries Ltd.	-	25,000	10	-
Dalmia Cement (Bharat) Ltd.	-	286,000	2	-
The Federal Bank Ltd.	-	270,000	10	-
Grasim Industries Ltd.	-	20,000	10	-
ICICI Bank Ltd.	-	75,000	10	-
IDEA Cellular Ltd.	-	480,600	10	-
IDFC Ltd.	-	200,000	10	-
Indiabulls Financial Services Ltd.	-	100,000	2	-
Indiabulls Securities Ltd.	-	100,000	2	-
Mahanagar Telephone Nigam Ltd.	-	1,014,800	10	-
National Hydro Power Corporation Ltd.	-	253,678	10	-
National Thermal Power Corp. Ltd.	-	550,000	10	-
Piramal Life Science Ltd.	-	2,500	10	-
Reliance Communication Ltd.	-	533,100	5	-
Reliance Industries Ltd.	3,522,000	4,747,012	10	47,747.75
State Bank of India Ltd.	-	908,723	10	-
Total Other Than Trade Investment [v]				56,683.80
Total Long Term Investment [vi=iv+v]				96,816.78
(B) CURRENT INVESTMENTS				
OTHER THAN TRADE INVESTMENT				
a) - QUOTED				
IN CORPORATE BONDS				
DEBENTURES				
8.8 % Power Grid Corporation Ltd.	40	40	1250000	508.07
8.65% Rural Electrification Corporation Ltd.	50	50	1000000	473.47
11.25% Power Finance Corporation Ltd.	150	150	1000000	1,667.59

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)		
	AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
<b>SCHEDULE "F" (Contd.)</b>					
11.75% Jai Prakash Associates Ltd.	-	1,000	1000000	-	10,389.00
0% Kesoram Industries Ltd.	100	100	1100000	1,022.22	1,022.22
0% HDFC Ltd. 2011	100	100	1000000	1,038.88	1,038.88
0% LIC Housing Finance Ltd.	-	250	1000000	-	2,391.05
9.5% Mercator Lines Ltd.	100	-	1000000	1,000.00	-
11.50% Shriram Transport Finance Ltd.	1,000	-	100000	1,026.57	-
10.50% Srei Equipment Finance Pvt. Ltd.	1,000	-	100000	1,012.12	-

### b) - UNQUOTED

#### IN UNITS

Birla Sun Life Saving Fund Institutional Plan Growth	-	11,474,452	10	-	1,931.40
Birla Sun Life Floating Rate Fund-Long Term-Institutional Plan Growth	-	9,278,848	10	-	1,000.00
Birla Sun Life Cash Manager Institutional Plan Growth	636,897	-	10	100.17	-
DSP BlackRock Liquidity Fund-Inst Plan-Growth	119,704	-	1000	1,678.05	-
JM Money Manager Fund Super Plus Plan-Growth	1,344,692	101,514,027	10	171.78	12,761.50
JM Money Manager Short Term Fund-Institution Plan Growth	36,086,753	-	10	5,000.00	-
IDFC Fixed Maturity Plan Monthly Series 30 Growth	25,000,000	-	10	2,500.00	-
LIC Nomura MF Liquid Fund Growth Plan	8,905,165	-	10	1,596.75	-
ICICI Prudential Flexible Income Plan Premium-Growth	44,296	650,903	10	59.16	1,096.83
ICICI Prudential Blended Plan B Institutional - Growth Option -II	11,386,063	-	10	1,200.00	-
ICICI Prudential Liquid Super Institutional Plan-Growth	-	815,565	10	-	1,108.02
L & T Fixed Maturity Plan Series 12-Growth	-	10,000,000	10	-	1,000.00
Principal Money Manager fund-Institutional Plan Dividend Payout Monthly	-	2,884,449	10	-	300.00

#### IN COMMERCIALS PAPERS

Aditya Birla Finance Ltd. 175D 09-May-2011	500	-	500000	2,439.84	-
Aditya Birla Finance Ltd. 26D 25-April-2011	500	-	500000	2,479.69	-
Aditya Birla Finance Ltd. 363D 25-July-2011	500	-	500000	2,322.17	-
Afcon Infrastructure Ltd. 364D 11-August-2011	1,000	-	500000	4,634.85	-
DLF Limited CP 364D	-	1,000	500000	-	4,579.61
IL & FS Financial Services Ltd. 315D 19-Dec-2011	1,000	-	500000	4,577.32	-

# SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)		
	AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
India Infoline Investment Services Ltd. 90D 08-July-2011	500		500000	2,428.15	-
J M Financial Services Pvt. Ltd. CP 90D 02-July-2011	1,000	-	500000	4,866.21	-
Reliance Capital Ltd.CP 90D 12-May- 2011	500	-	500000	2,437.49	-
Tata Capital Housing Finance Ltd CP 364D 26-July-2011	500	-	500000	2,321.72	-
Tata Capital Ltd CP 364D 04-August-2011	1,000	-	500000	4,639.14	-
Tata Motors Finance Ltd.CP 91D 02- July-2011	500	-	500000	2,436.22	-
<b>IN CERTIFICATE OF DEPOSITS</b>					
Canara Bank CD 07AP11	2,500	-	100000	2,492.93	-
Corporation Bank CD 08A P11	2,500	-	100000	2,492.15	-
<b>IN OTHERS</b>					
Pass Through Certificate (PTC) Issued by Pioneer Trust 2010.	250	-	1000000	2,500.00	-
<b>Total Current Investment [vii]</b>				<b>63,122.71</b>	<b>41,291.79</b>
<b>TOTAL INVESTMENT [viii=vi+vii]</b>				<b>159,939.49</b>	<b>188,959.59</b>

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

### SCHEDULE "F" (Contd.)

(₹ in Lacs)

#### NOTES:

1) Aggregate value of Investments :-

	AS AT 31.03.2011		AS AT 31.03.2010	
	Book Value	Market Value	Book Value	Market Value
Quoted Investments	55,496.67	44,815.40	114,063.92	110,711.65
Unquoted Investments	104,442.82	-	74,895.67	-

2) In opinion of the management, diminution in the value of Long Term Investment is temporary in nature, hence no provision has been considered necessary.

\*Original Share/Debenture Certificates have been misplaced and steps are being taken to obtain Duplicate Certificates.

### 3) Movements during the year Purchased and Sold

#### In Equity Share

	Face Value (₹)	Quantity Nos.	Cost (₹ In Lacs)
Samruddhi Cement Ltd.	5.00	20,006	-
Ultra Tech Cement Ltd.	10.00	11,432	-
Dalmia Bharat Enterprises Ltd.	2.00	286,000	-
Dalmia Bharat Sugar & Industries Ltd.	2.00	286,000	-

#### In Commercial Paper/Certificate of Deposit

Aditya Birla Finance Ltd. CP 16-Sept-2010	5,000,000	500	2,456.99
Aditya Birla Finance Ltd. CP 08-Feb-2011	5,000,000	500	2,409.78
DLF Limited CP 30-Dec-2010	5,000,000	500	2,422.65
HDFC Ltd. CP 10-Feb-2010	5,000,000	900	4,333.33
JM Financial Products Ltd. CP 04-March-2011	5,000,000	1,000	4,888.44
L & T Infrastructure Finance Ltd. CP 10-Feb-2011	5,000,000	1,000	4,815.51
Raymond Limited 91D CP 01-Nov-2010	5,000,000	300	1,473.37
Reliance Capital Ltd. CP 11-Feb-2011	5,000,000	500	2,408.95
Tata Capital 09-March-2011	5,000,000	500	2,443.98
Tata Motors Finance Ltd. CP 07-Feb-2011	5,000,000	1,000	4,819.38
UTV Software Communications Ltd. CP 16-March-2011	5,000,000	200	934.34
Yes Bank CD 04-Mar-2011	1,000,000	5,000	4,778.50

#### Mutual Fund Units

ICICI Prudential Liquid Super Institutional Plan - Growth	100	50,178,589	69,756.00
ICICI Prudential Flexible Income Plan Premium Growth (1525)	100	30,697,414	53,901.03
JM Money Manager Fund Super Plus Plan Growth (172)	10	55,942,094	7,296.80
JM High Liquid Fund Super Inst Plan Growth (94)	10	51,677,643	7,473.00
DSP Black Rock Liquidity Fund Institutional Plan Growth	1,000	163,960	2,296.75
Birla Sun Life Saving Fund Institutional Growth	10	112,185,376	17,658.51
Birla Sun Life Cash Manager Institutional Plan Growth	10	3,178,417	499.92
Birla Sunlife Cash Plus Institutional Premium Growth	10	167,418,563	26,000.00
Birla Sunlife Ultra Short Term Fund institutional Growth	10	9,173,731	1,004.94
LICM Liquid Fund Growth Plan	10	1,438,584	250.00
LIC Nomura MF Saving Plus Fund Growth Plan	10	1,373,801	212.72
HDFC Short Term Opportunities Fund Growth	10	10,000,000	1,000.00
HDFC Medium Term Opportunities Fund Growth	10	4,000,000	400.00
UTI Short Term Income Fund Institutional Growth Option	10	14,026,426	1,500.00
UTI Fixed Income Interval Fund Monthly Interval Plan Series-I Institutional Growth	10	8,199,813	1,000.00
UTI Treasury Advantage Fund Institutional Plan Growth Option	1,000	80,014	1,010.28
L & T C519 FMP (June 91 D A) Growth	10	25,000,000	2,500.00
Principal Income Fund Short Term Institutional Plan Growth	10	1,844,385	300.10



## SCHEDULES forming part of the balance sheet

(₹ in Lacs)  
AS AT  
31.03.2010

AS AT  
31.03.2011

### CURRENT ASSETS, LOANS AND ADVANCES

#### SCHEDULE "G"

#### CURRENT ASSETS

##### INVENTORIES

(As taken, Valued and Certified by the Management)

Stores, Spares, Packing Materials, Fuel, etc.	801.81	735.24
Raw Materials	3,493.07	2,138.65
Work-in-Progress	589.94	584.99
Finished Goods	3,013.13	1,184.69
Scrap	90.85	136.50
	<b>7,988.80</b>	<b>4,780.07</b>

##### SUNDRY DEBTORS

(Unsecured and considered good )

For a period of more than six months	260.58	195.19
Others *	20,485.79	6,133.80
	<b>20,746.37</b>	<b>6,328.99</b>

\*Includes ₹ 30.64 Lacs (Previous Year ₹ 1.81 Lacs) due from Sarbags Pty Ltd., a Subsidiary Company.

### CASH AND BANK BALANCES

Cash on hand	1.01	1.39
Balances with Banks		
In Current Accounts		
With Scheduled Bank	534.29	182.08
In Fixed Deposit Accounts		
With Scheduled Bank *	1,210.50	353.25
	<b>1,745.80</b>	<b>536.72</b>

\*Includes ₹ 256.87 Lacs and ₹ 149.59 Lacs (Previous year ₹ 208.97 Lacs and ₹ 140.53 Lacs) pledged with various Government department and Banks respectively.

### OTHER CURRENT ASSETS

Interest accrued on Investments	1,460.63	468.08
Realisable Value of discarded Fixed Assets	21.84	2.94
	<b>1,482.47</b>	<b>471.02</b>

### LOANS AND ADVANCES

(Unsecured and considered good )

Loans to Subsidiary Companies	37,101.68	35,989.45
Advances recoverable in cash or in kind or for value to be received *	31,097.60	10,847.78
Deposits	191.33	193.08
Balance with Customs & Excise Authorities	674.84	735.25
Income Tax (Net)	2,922.77	1,786.99
MAT Credit	-	302.85
Less: MAT Credit Utilisation	-	302.85

**71,988.22** 49,552.55  
**103,951.66** 61,669.35

\* Includes ₹ 21,457.55 Lacs (Previous year ₹ 2,600.00 Lacs) as share application money.

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

	AS AT 31.03.2011	(₹ in Lacs) AS AT 31.03.2010
<b>SCHEDULE "H"</b>		
<b>CURRENT LIABILITIES AND PROVISIONS</b>		
<b>CURRENT LIABILITIES</b>		
Sundry Creditors		
(i) Micro and Small Enterprises	27.02	15.52
(ii) Others *	3,024.94	601.54
(Refer Note No. 26 of Schedule 'O')		
	3,051.96	617.06
Subsidiary Company	19.42	15.35
Advanced Received against Sale of Fixed Assets	171.00	100.81
Advance Received from Customers	1,474.76	572.25
Other Liabilities	948.85	743.13
Interest accrued but not due on Loan	12.31	21.55
Unclaimed for Scheme of Arrangement	39.02	39.07
Investors Education & Protection Fund -		
-'Unclaimed Dividend #	13.17	9.73
	5,730.49	2,118.95
<b>PROVISIONS</b>		
Income Tax	2,491.63	1,563.34
Less: MAT Credit Utilisation	-	302.85
	2,491.63	1,260.49
Wealth Tax (Net)	8.92	9.17
Proposed Dividend on Preference Shares	1.50	1.50
Proposed Dividend on Equity Shares	240.84	240.84
Tax on Proposed Dividend	39.31	40.25
Staff Benefits Schemes	176.44	124.98
Other Provision **	100.15	34.02
	3,058.79	1,711.25
	8,789.28	3,830.20

\* Includes ₹ 14.65 Lacs ( previous year ₹ 77.57 Lacs ) for capital expenditure.

# The Amount Does Not Include Amount, Due & Outstanding, to be Credited to Investor Education & Protection Fund.

\*\* The Company had recognised liability based on substantial degree of estimation for excise duty payable on clearance of goods lying in stock as on 31<sup>st</sup> March 2010 of ₹ 34.02 Lacs as per the estimated pattern of dispatches. During the year ₹ 34.02 Lacs was utilized for clearance of goods. Liability recognized under this class for the year is ₹ 100.15 Lacs, which is outstanding as on 31<sup>st</sup> March 2011. Actual outflow is expected in the next financial year.

## SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<b>SCHEDULE "I"</b>		
<b>TURNOVER</b>		
Sales	49,274.45	41,599.97
Job work Charges	2,018.78	1,490.22
Export Incentive	15.53	8.32
	<u>51,308.76</u>	<u>43,098.51</u>
<b>SCHEDULE "J"</b>		
<b>OTHER INCOME</b>		
Profit on Sale of Fixed Assets (Net)	-	92.94
Dividend from Subsidiary Company	25.00	-
Dividend on (Other than Trade)		
Long Term Investments	691.46	854.81
Current Investments	1.10	0.42
Profit on sale of :		
Long Term Investments (net)	13.35	-
Current Investments	3,093.96	1,262.63
Interest on Long Term Investment (Trade) *	23.76	0.06
Interest on Investment (Other than Trade)		
Current Investments	1,711.23	253.24
Long Term Investments	312.27	133.33
Interest on Others *	1,479.98	2,058.83
( Tax deducted at Source ₹ 155.52 Lacs (Previous year ₹ 154.12 Lacs ))		
Rent Received	102.46	130.32
Miscellaneous Income	137.59	96.05
	<u>7,592.16</u>	<u>4,882.63</u>
<b>SCHEDULE "K"</b>		
<b>VARIATION IN STOCKS</b>		
Closing Stock		
Work-in-Progress	589.94	584.99
Finished Goods	3,013.13	1,184.69
Scrap	90.85	136.50
	<u>3,693.92</u>	<u>1,906.18</u>
Less :Opening Stock		
Work-in-Progress	584.99	616.40
Finished Goods	1,184.69	1,325.97
Scrap	136.50	92.00
	<u>1,906.18</u>	<u>2,034.37</u>
	<u>1,787.74</u>	<u>(128.19)</u>

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet

	(₹ in Lacs)	
	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<b>SCHEDULE "L"</b>		
<b>MANUFACTURING AND OTHER EXPENSES</b>		
<b>RAW MATERIALS CONSUMED</b>		
Opening Stock	2,138.65	1,413.44
Less: Cost of Raw Material sold	29.32	29.01
Add: Purchases	32,563.75	28,175.79
	<b>34,673.08</b>	<b>29,560.22</b>
Less: Closing Stock	3,493.07	2,138.65
	<b>31,180.01</b>	<b>27,421.57</b>
	<b>31,180.01</b>	<b>27,421.57</b>
<b>MANUFACTURING EXPENSES</b>		
Power, Fuel and Water	3,029.77	2,684.21
Stores, Spares and Packing Materials Consumed	1,561.98	1,086.69
Excise Duty	66.13	(8.73)
( Refer Note No. 25 of schedule 'O' )		
Job Work Charges	32.57	39.55
Repairs and Maintenance		
Plant & Machinery	64.58	52.63
Buildings	78.30	23.45
	<b>4,833.33</b>	<b>3,877.80</b>
<b>EMPLOYEES' REMUNERATION AND BENEFITS</b>		
(Including Managerial Remuneration)		
Salaries, Wages and Perquisites	3,687.60	2,764.02
Contribution to Provident and Other Funds	177.95	126.66
Staff Welfare & Amenities	55.26	38.53
Gratuity	40.31	22.87
	<b>3,961.12</b>	<b>2,952.08</b>
<b>SELLING &amp; DISTRIBUTION EXPENSES</b>		
Advertisement, Publicity and Sales Promotion	22.03	29.12
Freight, Handling Charges and Octroi (Net)	357.17	330.37
Brokerage, Commission and Discount	190.39	82.59
	<b>569.59</b>	<b>442.08</b>
<b>ADMINISTRATION &amp; GENERAL EXPENSES</b>		
Rent	20.12	18.17
Rates and Taxes	40.16	36.26
Repair & Maintenance - Others	26.17	16.91
Insurance	54.99	53.08
Legal, Professional and Consultancy Charges	219.72	133.84
Investment Management Fee	82.64	69.18
Travelling and Conveyance	184.29	159.71

## SCHEDULES forming part of the balance sheet

(₹ in Lacs)

	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
Payment to Auditors	78.77	79.83
(Refer Note No. 4 of Schedule 'O')		
Loss on Sale of Long Term Investment(Net)	-	255.44
Diminution in value of Long Term Investment written off	4.32	-
(Refer Note No. 2 of Schedule 'O')		
Directors Sitting Fees	3.19	3.53
Donation	40.98	9.24
Loss on Sale/ Discarding of Fixed Assets ( Net )	147.93	-
Exchange difference (Net)	23.62	121.67
Sundry Balances Written Off (Net)	79.82	20.74
Wealth Tax	3.10	4.25
Other Expenses	245.53	222.85
	<u>1,255.35</u>	<u>1,204.70</u>
	<u>41,799.40</u>	<u>35,898.23</u>

### SCHEDULE "M"

#### INTEREST AND FINANCE CHARGES

Interest on Fixed Loans (Net)	120.67	218.37
Interest on Others	5.65	10.42
Bank Charges	53.75	25.08
	<u>180.07</u>	<u>253.87</u>

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE “N”

#### SIGNIFICANT ACCOUNTING POLICIES

##### a. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared as a going concern under historical cost convention, in accordance with the notified Accounting Standards by Companies (Accounting Standards) Rules, 2006 (as amended) and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

##### b. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Although these estimates are based upon managements' best knowledge of current events and actions, actual results could differ from this estimates. Difference between the actual result and estimates are recognised in the period in which the results are known/materialised.

##### c. FIXED ASSETS

Fixed Assets are stated at cost of acquisition or construction, net of MODVAT \ CENVAT, Value Added Tax (Vat), less accumulated depreciation and impairment loss, if any. All costs, including trial production and financing costs, if any till commencement of commercial productions are capitalised.

##### d. DEPRECIATION

- i) Depreciation is provided on fixed assets on straight line method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956 except acquisition of insurance spares and on additions /extensions forming an integral part of existing plants on which depreciation has been provided over residual life of the respective fixed assets.
- ii) Cost of lease hold land is amortised on straight line method over the lease period.
- iii) Fixed assets where ownership vest with the Government/local authorities are amortised at the rates of depreciation specified in Schedule XIV to the Companies Act, 1956.

##### e. INTANGIBLE ASSETS

Intangible assets are stated at cost of acquisition less accumulated amortisation. Computer software are amortised over the useful life or period of five years whichever is less. Drawings and Designs are written off on straight line method over a period of ten years.

##### f. INVESTMENTS

Current investments are carried at lower of cost and market value/NAV, computed individually. Long Term Investments are stated at cost. Provision for diminution in the value of Long Term investments is made only if such decline is other than temporary in the opinion of the management.

##### g. VALUATION OF INVENTORIES

In general, all inventories of finished goods, work-in-progress etc., are stated at lower of cost or net realisable value. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing the inventory to their present location and condition. Raw Material and stores and spares are stated at lower of cost or net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The cost is determined on FIFO basis in respect of Packaging / Spinning Division and in respect of Steel Division on average basis. Scrap and trial run products are valued at estimated net realisable value. Inventories of finished goods and scrap includes excise duty wherever applicable.

##### h. CUSTOMS

The liability on account of customs duty is recognised in respect of imported goods lying in the bonded warehouse.

##### i. EXPORT INCENTIVES

- i) The benefits in respect of Duty Draw Back, credit in Duty Entitlement Pass Book Scheme and any other export incentive except Advance Licence specified in Foreign Trade Policy, is recognised as and when right to receive are established as per the terms of scheme.

## **SCHEDULES forming part of the balance sheet and profit and loss account**

### **SCHEDULE “N” (Contd.)**

- ii) The benefits in respect of Advance Licence received by the Company against the export made by it are recognised as and when goods are imported against them.

#### **j. FOREIGN CURRENCY TRANSACTIONS**

- i) Transactions denominated in foreign currencies are initially recorded at the exchange rate prevailing at the date of transaction.
- ii) Monetary items denominated in foreign currencies at the year end are restated at the year end rates. In case of monetary items, which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange rate difference and the premium paid on forward contracts not intended for trading or speculation purpose is amortised as expense over the life of the contract.
- iii) Non monetary foreign currency items are carried at cost.
- iv) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Profit and Loss Account.

#### **k. REVENUE RECOGNITION**

Turnover includes sales of goods, services, scrap, commission, export incentive, excise duty and service tax but excludes sales tax/ Value Added Tax. Revenue from sale of goods is recognised when significant risk and rewards of ownership of the goods have passed to the buyer. Dividend Income is recognised when right to receive the payment is established by the balance sheet date. Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable. Commission is recognised on an accrual basis in accordance with the terms of relevant agreement.

#### **l. EMPLOYEES’ BENEFITS**

- i) Short term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.
- ii) Post employment benefits in the form of gratuity, which is defined benefit obligation, is recognized as an expense in the profit and loss account for the year in which the employee has rendered services. The liability is recognized at the present value of the amounts payable determined using actuarial valuation techniques based on Projected unit credit method. Actuarial gains and losses in respect of post employment benefits are charged to the profit and loss account.
- iii) Compensated absences are accounted similar to the short term employee benefits.
- iv) Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no other obligation other than the contributions payable to the respective funds.

#### **m. BORROWING COST**

Borrowing costs that are attributable to the acquisition or Construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

#### **n. PROVISION FOR CURRENT AND DEFERRED TAX**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961. Deferred tax resulting from “timing difference” between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future. In the case of unabsorbed depreciation and carry forward tax losses, all deferred tax asset are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. The carrying amount of deferred tax assets are reviewed at each balance sheet date for their appropriateness.

Deferred Tax Assets and Deferred Tax Liabilities are off set if legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.



## **SCHEDULES forming part of the balance sheet and profit and loss account**

### **SCHEDULE “N” (Contd.)**

Minimum Alternative Tax (MAT) is recognised as an assets only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an assets in accordance with the recommendations contained in guidance Note issued by the ICAI, the said asset is created by way of a credit to the Profit and Loss Account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal income tax during the specified period.

#### **o. IMPAIRMENT OF ASSETS**

The carrying amounts of assets are reviewed at each balance sheet if there is any indication of impairment based on internal /external factors. An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value at the weighted average cost of capital. An impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

#### **p. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

A provision is recognised when an enterprises has a present obligation as a result of past event; it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation , in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefit is remote. Contingent assets are neither recognized nor disclosed in the financial statements

#### **q. DERIVATIVE TRANSACTIONS**

In respect of derivative contracts, premium paid, gain/losses on settlement and provision for losses for cash flow hedges are recongnised in the profit and loss account except in case where they relate to the acquisition or construction of fixed assets, in which case, they are adjusted to the carrying cost of such assets.

#### **r. SUBSIDY**

Subsidy relating to revenue expenditure for the year is adjusted against the related expenses.

## SCHEDULE 'O'

### NOTES ON ACCOUNTS

- 1 In the opinion of the Management, the Current Assets, Loans and Advances are approximately of the value stated, if realized in the ordinary course of business.
- 2 Subsequent to 31<sup>st</sup> March, 2011, Jai Infraprojects Limited, a wholly-owned subsidiary of the Company, has applied to the Registrar of the Companies Maharashtra, Mumbai for striking off its name from the Register of Companies pursuant to General Circular no.6/2010 dated 03.12.2010 issued by the Government of India, Ministry of Corporate Affairs under "Easy Exit Scheme, 2011" under Section 560 of the Companies Act, 1956. Accordingly Jai Infraprojects Limited has accounted all its assets and liabilities at fair value in its books of the account. In view of the above the Company has written off its investment in the above mentioned subsidiary to the extent of accumulated losses in excess of subsidiary's net worth as on 31<sup>st</sup> March, 2011.
- 3 Employee benefits :- As per Accounting Standard 15 "Employee benefits" the disclosure as defined in the Accounting Standard are given below:

#### (i) Gratuity - Defined Benefit Plan (Unfunded) :-

The Company provides for Gratuity, covering eligible employees, in accordance with the Payment of Gratuity Act, 1972. In accordance with revised AS-15, "Employee Benefits", the company has provided the liability on actuarial basis. As per the actuarial certificate the details of unfunded post employment defined benefit plan in respect of Gratuity are as follows:

#### I Actuarial assumptions

Particulars	2010-2011 1994-96 (Ultimate)	2009-2010 1994-96 (Ultimate)
Mortality Table (LIC)		
Salary growth	6%	6%
Discount rate	8%	8%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as demand and supply in employment market.

II Expense recognised in the income statement	2010-2011	2009-2010
Current service cost	43.49	33.35
Interest cost	5.94	4.40
Net actuarial gains recognised in the year	(9.12)	(14.88)
<b>Total</b>	<b>40.31</b>	<b>22.87</b>

#### III Movement in present value of defined benefit obligation

Obligation at the beginning of the year	76.66	56.22
Current service cost	43.49	33.35
Interest cost	5.94	4.40
Actuarial gains on obligation	(9.12)	(14.88)
Benefits paid	(4.79)	(2.43)
<b>Obligation at the end of the year</b>	<b>112.18</b>	<b>76.66</b>

#### IV Liabilities recognised in the balance sheet

Present value of obligations at the end of the year	112.18	76.66
Less: Fair value of plan assets at the end of the year	-	-
<b>Net liability recognised in the balance sheet</b>	<b>112.18</b>	<b>76.66</b>

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

Amounts for the current and previous three years are as follows: (₹ In Lacs)

	2010-2011	2009-2010	2008-2009	2007-2008
Defined benefit obligation	112.18	76.66	56.22	48.52
Experience adjustments on plan liabilities	(9.12)	(14.88)	(7.79)	(14.68)

#### (ii) Defined Contribution Plan :-

2010-2011 2009-2010

Amount recognised as expense for the year, are as under:

Employer's Contribution to Provident and other Fund 146.28 105.42

#### 4 Auditors' Remuneration (excluding Service Tax)

2010-2011 2009-2010

Audit Fees	30.00	30.00
Tax Audit Fees	8.00	8.00
Certification Fees	23.90	24.31
Fees for Other Services	16.50	16.87
Out of Pocket Expense	0.37	0.65
	<b>78.77</b>	<b>79.83</b>

- 5 a) The Company has been advised that the computation of Net Profits for the purpose of Directors' remuneration under Section 349 of the Companies Act, 1956 need not be enumerated since no commission has been paid to the Directors. Fixed monthly remuneration has been paid to the Directors as per Schedule XIII to the Companies Act, 1956.

#### b) Directors' Remuneration

(₹ In lacs)

	2010-2011	2009-2010
Salary	43.22	45.00
Perquisites	3.38	2.35
	<b>46.60</b>	<b>47.35</b>

Note: As the liability for gratuity, based on actuarial valuation, and insurance are provided for the company as a whole, the amount pertaining to the directors are not included above.

#### 6 Disclosure of Financial and Derivative Instruments

- a) The Company has not entered into any derivative contract during the year and hence outstanding derivative contract is Nil

2010-2011 2009-2010

- b) Unhedged foreign currency exposure is as under :-

Receivable	1,548.25	1,329.59
Investment in Foreign Subsidiary	12.34	12.34

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

		(₹ In lacs)	
		2010-2011	2009-2010
7	The details of Pre-operative expenditure :		
	<b>Particulars</b>		
	Employee's Remuneration and Benefits	-	6.99
	Rent	-	7.14
	Power, Fuel and Water	-	3.11
	Rates and Taxes	-	0.14
	Insurance	-	0.29
	Travelling and Conveyance	-	0.12
	Other Expenses	-	1.76
	Consumable and Stores	-	3.01
	Repair and Maintenance	-	0.01
	Total Expenses	-	22.57
	Less :- Misc. Income	-	0.03
	Total	-	22.54
	Add Pre-operative expenses of previous year (net)	-	37.89
	Less :- Allocated during the year	-	60.43
		-	-

Note: The expenses appearing in the Profit and Loss account are net off the above expenses.

- 8 Advance recoverable in cash or in kind / debtors, includes the following amounts due from Pvt. Companies/ Partnership Firms, in which directors are interested:-

#### Name of the Party

	2010-2011	2009-2010
Sarbags Pty Ltd.	30.64	1.81
<b>Total</b>	<b>30.64</b>	<b>1.81</b>

- 9 The deferred tax liability comprises of the following:

	As on 31.03.2011	As on 31.03.2010
(i) <b>Deferred Tax Liability</b>		
Related to fixed assets	1,887.93	1,910.22
	<b>1,887.93</b>	<b>1,910.22</b>
(ii) <b>Deferred Tax Assets</b>		
Disallowances under the Income Tax Act, 1961	57.25	42.48
<b>Total</b>	<b>57.25</b>	<b>42.48</b>
<b>Deferred Tax Liability (net)</b>	<b>1,830.68</b>	<b>1,867.74</b>

- 10 As per Accounting Standard-21 on "Consolidated Financial Statement" and Accounting Standard - 23 on "Accounting for Investment in associates in Consolidated Financial Statement", the Company has presented Consolidated Financial Statement, including Subsidiaries and Associates. Accordingly Segment Information as required under Accounting Standard - 17 on "Segment reporting" is included under the notes to Consolidated Financial Statements.

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

11	Basic and Diluted Earnings per Share	(₹ In lacs)
	2010-2011	2009-2010
Net Profit after tax	9,213.99	6,106.94
Adjustment of Prior period items	34.40	(3.84)
Dividend on Preference Shares and tax thereon	(1.74)	(1.75)
Profit attributable to equity share holders	9,246.65	6,101.35
Weighted Average No of equity shares outstanding during the year	178,449,410	178,449,410
Basic and Diluted Earning Per Share (₹)	5.18	3.42
Nominal Value per share (Re.)	1.00	1.00

12 As per Accounting Standard 18, "Related party Disclosures" disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(I) List of related parties and relationship.

- (i) Subsidiary:
- Ashoka Realty and Developers Limited
  - Awaz Realtors Limited
  - Belle Terre Realty Limited
  - Dev Realty and Developers Limited
  - Ekdant Realty and Developers Limited
  - Hari Darshan Realty Limited
  - Hill Rock Construction Limited
  - Hind Agri Properties Limited
  - Iconic Realtors Limited
  - Jai Corp Finance and Holding Limited
  - Jai Infraprojects Limited
  - Jailaxmi Realty and Developers Limited
  - Jai Realty Ventures Limited
  - Krupa Land Limited
  - Krupa Realtors Limited
  - Multifaced Impex Limited
  - Novelty Realty and Developers Limited
  - Oasis Holding FZC
  - Rainbow Infraprojects Limited
  - Rejoice Land Developers Limited
  - Rudradev Developers Limited
  - Sarbags Pty Limited
  - Samart Realty and Developers Limited
  - Swar Land Developers Limited
  - Swastik Land Developers Limited
  - UI Wealth Advisors Limited
  - Urban Gas Distribution Limited
  - Urban Gas Limited
  - Urban Gas Suppliers Limited
  - Urban Infrastructure Trustees Limited
  - Urban Infrastructure Venture Capital Limited
  - Vasant Bahar Realty Limited
  - Welldone Real Estate Limited
  - Yug Developers Limited

## **SCHEDULES forming part of the balance sheet and profit and loss account**

### **SCHEDULE "O" (Contd.)**

- (ii) Associates :
  - Searock Developers FZC
  - Urban Communication Infrastructure Private Limited
  - Urban Energy Distribution Private Limited
  - Urban Energy Generation Private Limited
  - Urban Energy Transmission Private Limited
  - Urban Infotech Solution Private Limited
  - Urban Infrastructure Construction Private Limited
  - Urban Infrastructure Holding Private Limited
  - Urban Water Supply Private Limited
- (iii) Key Managerial Personnel :-
  - (a) Shri J. K. Jain
  - (b) Shri Anand Jain
  - (c) Shri Virendra Jain
  - (d) Shri V. S. Pandit
  - (e) Shri Gaurav Jain
- (iv) Relatives of Key Managerial Personnel :-
  - (a) Smt. Laxmi Jain      Relative of Shri Gaurav Jain, Shri J.K.Jain, Shri Anand Jain and Shri Virendra Jain.
  - (b) Smt. Rina Jain      Relative of Shri Virendra Jain, Shri J.K.Jain and Shri Anand Jain
  - (c) Smt. Sushma Jain    Relative of Shri Anand Jain, Shri J.K.Jain and Shri Virendra Jain
- (v) Enterprises over which Key Managerial Personnel and their relatives are able to exercise significant influence:-
  - (a) Clean Pet
  - (b) Daman Plastic
  - (c) Poly-Resin Agencies (I) Limited
  - (d) Polysil Pipes
  - (e) Resin Distributors Limited
  - (f) Techfab (I) Industries Limited

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

(II) Transactions during the year with related parties :							(₹ In lacs)
Nature of Transaction	Subsidiary	Associates	Key Managerial Personnel	Other Related Parties	Relatives of Key managerial person	Total	
<b>Preference Share</b>							
(a) Balance as on 31 <sup>st</sup> March, 2011	- (-)	- (-)	- (-)	- (-)	150,000.00 (150,000.00)	150,000.00 (150,000.00)	
<b>Fixed Assets</b>							
(a) Sold during the year	- (45.00)	- (-)	- (-)	5.69 (-)	- (-)	5.69 (45.00)	
<b>Investments</b>							
(a) Purchased/adjusted during the year	- (50.00)	- (-)	- (-)	- (-)	- (-)	- (50.00)	
(b) Balance as at 31 <sup>st</sup> March, 2011	388.31 (392.63)	12,082.11 (12,082.11)	- (-)	- (-)	- (-)	12,470.42 (12,474.74)	
<b>Sundry Debtors as at 31<sup>st</sup> March, 2011</b>	<b>30.64</b> (1.81)	- (-)	- (-)	<b>236.95</b> (26.20)	- (-)	<b>267.59</b> (28.01)	
<b>Loans and Advances</b>							
(a) Given/adjusted during the year	1,151.02 (2,053.12)	8,522.71 (-)	- (-)	- (-)	- (-)	9,673.73 (2,053.12)	
(b) Returned/adjusted during the year	38.79 (4,754.21)	- (-)	- (-)	- (-)	- (-)	38.79 (4,754.21)	
(c) Balance as at 31 <sup>st</sup> March, 2011	37,101.68 (35,989.45)	11,122.71 (2,600.00)	- (-)	227.26 (222.95)	- (-)	48,451.65 (38,812.40)	
<b>Sundry Creditors as at 31<sup>st</sup> March, 2011</b>	<b>19.42</b> (15.35)	- (-)	- (-)	<b>0.04</b> (0.06)	- (-)	<b>19.46</b> (15.41)	
<b>Sale and Services</b>							
(a) Sales	274.95 (197.20)	- (-)	- (-)	1,146.99 (253.11)	- (-)	1,421.94 (450.31)	
<b>Other Income</b>							
(a) Dividend Income	25.00 (-)	- (-)	- (-)	- (-)	- (-)	25.00 (-)	
(b) Miscellaneous Income	- (-)	- (-)	- (-)	- (0.11)	- (-)	- (0.11)	
<b>Purchase of Goods</b>	- (-)	- (-)	- (-)	0.98 (0.39)	- (-)	0.98 (0.39)	
<b>Discount on Raw Materials (Deducted from Purchases)</b>	- (-)	- (-)	- (-)	834.37 (1,153.22)	- (-)	834.37 (1,153.22)	
<b>Dividend on Preference shares</b>	- (-)	- (-)	- (-)	- (-)	1.50 (1.50)	1.50 (1.50)	
<b>Expenditure</b>							
(a) Directors' Remuneration and Perquisite	- (-)	- (-)	46.60 (47.35)	- (-)	- (-)	46.60 (47.35)	
(b) Directors' Sitting Fee	- (-)	- (-)	0.95 (1.20)	- (-)	- (-)	0.95 (1.20)	
(c) Reimbursement of Expenses	- (-)	- (-)	- (-)	- (0.04)	- (-)	- (0.04)	
(d) Investment Management Fee	82.64 (69.18)	- (-)	- (-)	- (-)	- (-)	82.64 (69.18)	
(e) Diminution in value of Long Term Investment written off	4.32 (-)	- (-)	- (-)	- (-)	- (-)	4.32 (-)	
(f) Sundry Balance written/off	6.21 (-)	- (-)	- (-)	- (-)	- (-)	6.21 (-)	
(g) Other Expenses	- (-)	- (-)	- (-)	2.35 (2.85)	- (-)	2.35 (2.85)	

**Note:**

Figures in bracket represent previous year's amounts



## **SCHEDULES forming part of the balance sheet and profit and loss account**

### **SCHEDULE "O" (Contd.)**

#### **Significant transactions with related parties:-**

- i) Sales of Fixed Assets includes ₹ **5.69 Lacs** (Previous Year ₹ NIL) to Techfab (I) Industries Limited and Rs, **NIL** (Previous Year ₹ 45.00 Lacs) to Swastik Land Developers Limited.
- ii) Investment made during the year ₹ **Nil** (Previous Year ₹ 50.00 Lacs ) in Jai Realty Venture Ltd.
- iii) Investment as at 31st March 2011, Includes ₹ **12,079.31 Lacs** (Previous Year ₹ 12,079.31 Lacs) in Urban Infrastructure Holding Pvt. Limited
- iv) Sundry debtors as on 31st March, 2011 includes ₹ **30.64 Lacs** (Previous Year ₹ 1.81 Lacs) due from Sarbag PTY Limited and ₹ **236.95 Lacs** (Previous Year ₹ 26.20 Lacs) due from Tech Fab (I) Industries Limited.
- v) Loans & advances given Includes ₹ **1,148.20 Lacs** (Previous Year ₹ 2,048.91 Lacs) to Jai Realty Ventures Limited.
- vi) Loans and Advances returned/adjusted Includes ₹ **36.61 Lacs** (Previous Year ₹ 4,750.30 Lacs) from Jai Realty Ventures Limited and ₹ **4.32 Lacs** (Previous Year ₹ Nil) from Jai Infra Project Ltd.
- vii) Loans and advances as at 31st March 2011, Includes ₹ **37,088.74 Lacs** (Previous Year ₹ 35,977.15 Lacs) in Jai Realty Ventures Limited.
- viii) Loans and advances includes Share Application Money of ₹ **8,522.71 Lacs** (Previous Year ₹ Nil Lacs) in Urban Infrastructure Holding Pvt. Limited.
- ix) Sundry creditors as on 31st March, 2011 includes ₹ **19.42 Lacs** (Previous Year ₹ 15.35 Lacs) due to Urban Infrastructure Venture Capital Limited.
- x) Current Liabilities Includes ₹ **0.03 Lacs** (Previous Year ₹ Nil) due to Poly Resin Agencies (I) Limited.
- xi) Sales includes ₹ **274.95 Lacs** (Previous Year ₹ 197.20 Lacs) sold to Sarbags Pty Limited and ₹ **1090.96 Lacs** (Previous Year ₹ 245.35 Lacs) sold to Techfab (I) Industries Limited.
- xii) Miscellaneous Income Includes ₹ **Nil** (Previous Year ₹ 0.11 Lacs) from Techfab (I) Industries Ltd.
- xiii) Purchased Includes **Rs 0.98 Lacs** (Previous Year ₹ Nil) from Techfab (I) Industries Ltd. and ₹ **Nil** (Previous Year ₹ 0.39 Lacs) from Polysil Pipes.
- xiv) Discount on Raw material includes ₹ **834.37 Lacs** (Previous Year ₹ 1,153.22 Lacs ) received from Resin Distributors Limited.
- xv) Dividend on Preference Shares paid Includes ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Sushma Jain, ₹ **0.55 Lacs** (Previous Year ₹ 0.55 Lacs) to Rina Jain and ₹ **0.45 Lacs** (Previous Year ₹ 0.45 Lacs) to Laxmi Jain.
- xvi) Director remuneration and perquisites Includes ₹ **27.38 Lacs** (Previous Year ₹ 26.35 Lacs) paid to Gaurav Jain and ₹ **19.22 Lacs** (Previous Year ₹ 21.00 Lacs) paid to V. S. Pandit.
- xvii) Director sitting fees includes ₹ **0.55 Lacs** (Previous Year ₹ 0.70 Lacs) paid to Virendra Jain , ₹ **0.20 Lacs** (Previous Year ₹ 0.25 Lacs) paid to J.K. Jain and ₹ **0.20 Lacs** (Previous Year ₹ 0.25 Lacs) paid to Anand Jain.
- xviii) Reimbursement of expenses Includes ₹ **Nil** (Previous Year ₹ 0.04 Lacs) Paid to Techfab (I) Industries Ltd.
- xix) Sundry Balance W/off Includes ₹ **4.32 Lacs** (Previous Year Nil) of Jai Infraproject Ltd., and ₹ **6.21 Lacs** (Previous Year ₹ Nil) of Jai Realty Ventures Ltd.
- xx) Investment Management Fees Includes ₹ **82.64 Lacs** (Previous Year ₹ 69.18 Lacs) paid to Urban Infrastructure Venture Capital Limited.
- xxi) Other Expenses Includes ₹ **2.18 Lacs** (Previous Year ₹ 2.77 Lacs) paid to Poly Resin Agencies (I) Limited and ₹ **Nil** (Previous Year ₹ 0.08 Lacs) paid to Resin Distributor Limited.
- xxii) Dividend income include ₹ **25.00 Lacs** (Previous Year ₹ Nil) received from Urban Infrastructure Venture Capital Limited.

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

13 In accordance with the Clause 32 of listing agreement, advance in the nature of loans is/are as under:-

(₹ In lacs)

(a) Name of the company	Relationship	Balance as at 31.03.2011	Balance as at 31.03.2010	Maximum amount outstanding during the year
Jai Corp Finance and Holding Ltd.	Subsidiary	-	-	2.18
Jai Infraprojects Ltd.	Subsidiary	12.94	12.30	12.94
Jai Realty Ventures Ltd	Subsidiary	37,088.74	35,977.15	37,100.25

#### Note:-

- The above loans and advances are free of interest.
- As per the Company policy loan to employee are not considered in (a) above.
- None of the loanees have made, per se, investment in the shares of the Company.

(c) Investment in subsidiaries by:

(i) **Jai Infraprojects Limited**

S.No.	Name of Company	As at 31.03.2011	As at 31.03.2010
		No. of Shares	No. of Shares
1	Urban Gas Distribution Limited	50,000	50,000
2	Urban Gas Limited.	50,000	50,000
3	Urban Gas Suppliers Limited	50,000	50,000

(ii) **Jai Realty Ventures Limited**

S.No.	Name of Company	No. of Shares		No. of Shares	
		Equity	Preference	Equity	Preference
1	Asoka Realty and Developers Limited	50,000	-	50,000	-
2	Awas Realtors Limited	50,000	-	50,000	-
3	Belle Terre Realty Limited	9,933	22,564,300	9,933	22,459,275
4	Dev Realty and Developers Limited	50,000	-	50,000	-
5	Ekdant Realty and Developers Limited	50,000	-	50,000	-
6	Hari Darshan Realty Limited	50,000	10,200	50,000	10,200
7	Hill Rock Construction Limited	50,000	9,550	50,000	9,550
8	Hind Agri Properties Limited	50,000	-	50,000	-
9	Iconic Realtors Limited	50,000	-	50,000	-
10	Jai Laxmi Realty and Developers Limited	50,000	-	50,000	-
11	Krupa Land Limited	50,000	-	50,000	-
12	Krupa Realtors Limited	50,000	-	50,000	-
13	Multifaced Impex Limited	50,000	450	50,000	450
14	Novelty Realty and Developers Limited	50,000	-	50,000	-
15	Rainbow Infraprojects Limited	50,000	-	50,000	-
16	Rejoice Land Developers Limited	50,000	-	50,000	-
17	Rudradev Developers Limited	50,000	-	50,000	-
18	Samart Realty and Developers Limited	50,000	-	50,000	-
19	Swar Land Developers Limited	50,000	-	50,000	-
20	Swastik Land Developers Limited	50,000	-	50,000	-
21	Vasant Bahar Realty Limited	50,000	3,300	50,000	3,300
22	Welldone Real Estate Limited	50,000	7,350	50,000	7,350
23	Yug Developers Limited	50,000	5,000	50,000	5,000

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

#### 14 LICENSED AND INSTALLED CAPACITY

(as certified by the Management)

	Unit	Licensed Capacity		Installed Capacity	
		2010-2011	2009-2010	2010-2011	2009-2010
(a) CR Coils	MT	N.A.	N.A.	62,500	62,500
(b) GP/GC Coils/Sheets	MT	N.A.	N.A.	55,000	55,000
(c) Woven Sacks/Fabrics	MT	N.A.	N.A.	56,278	56,278
(d) Spinning Yarn	MT	N.A.	N.A.	12,360	12,360
(e) Master Batch	MT	N.A.	N.A.	13,000	12,000
(f) Staple Fibers	MT	N.A.	N.A.	3,200	3,200
(g) Synthetic Fibres Twin	MT	N.A.	N.A.	1,460	1,460

Note: -Licensed Capacity is not applicable in view of the Company's products have been delicensed.

#### 15 ACTUAL PRODUCTION

	Unit	2010-2011	2009-2010
(a) CR Coils/Sheets * #	MT	46,932	35,438
(b) GP/GC Coils/Sheets #	MT	48,469	36,733
(c) Master Batch *	MT	9,043	5,125
(d) Woven Sacks/Fabrics *	MT	35,804	31,394
(e) Synthetic Fibres Twin	MT	243	289
(f) Spinning Yarn #	MT	7,413	7,038
(g) Staple Fibers *	MT	1,917	1,102
(h) Tape and Liner *	MT	179	169
(i) Ink and Reducer *	MT	41	26

\* Including goods manufactured for captive consumption **Nil** in CR Coils (Previous year 8,770 MT) , **2,372 MT** in Master Batch (Previous 1,329 MT) , **70 MT** in Tape and Liner (Previous year 52 MT) , **2,525 MT** in Woven Sacks/Fabrics (Previous year 1,400 MT) , **Nil** in Staple Fibres (Previous year 1 MT) and **41 MT** in Ink and Reducer (Previous Year 22 MT) .

# Including the goods manufactured as job processor CR Coils **46,932 MT** (Previous year CR Coils 26,642 MT) GP/GC Coils **46,563 MT** (Previous year GP/CG Coils 27,059 MT) and **2,359 MT** in spinning yarn (Previous year 2,381 MT)

#### 16 STOCKS

	2010-2011		2009-2010	
	Qty. (MT)	Value (₹ In lacs)	Qty. (MT)	Value (₹ In lacs)
<b>OPENING STOCK</b>				
GP/GC Coils/Sheets	5	1.60	1,005	376.87
Master Batch	361	172.57	136	65.32
Woven Sacks/Fabrics	806	629.85	667	530.78
Synthetics Fibres Twin	35	35.35	-	-
Spinning Yarn	246	331.04	269	334.57
Staple Fibers	7	6.48	21	18.43
Liner	5	4.07	-	-
Ink and Reducer	4	3.73	-	-
		<b>1,184.69</b>		<b>1,325.97</b>

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

#### CLOSING STOCK

GP/GC Coils/Sheets	34	16.33	5	1.60
Master Batch	922	495.22	361	172.57
Woven Sacks/Fabrics	1,342	1,193.96	806	629.85
Synthetic Fibres Twin	33	36.71	35	35.35
Spinning Yarn	762	1,252.98	246	331.04
Staple Fibers	5	4.70	7	6.48
Liner	10	8.05	5	4.07
Ink and Reducer	4	5.18	4	3.73
		<u>3,013.13</u>		<u>1,184.69</u>

#### 17 TURNOVER

	2010-2011		2009-2010	
	Qty.	Value	Qty.	Value
	(MT)	(₹ In lacs)	(MT)	(₹ In lacs)
CR Coils/Sheets	-	-	26	7.17
GP/GC Coils/Sheets	1,877	911.39	10,674	4,003.78
H.R Coil/Trade	7,312	2,601.83	-	-
Master batch	6,110	2,673.55	3,571	1,619.57
Woven Sacks/Fabrics	32,743	32,458.57	29,855	27,511.66
Synthetic Fibres Twin	245	286.95	254	255.03
Spinning Yarn	4,538	8,013.74	4,680	6,671.09
Staple Fibers	1,919	1,990.57	1,115	1,056.65
Tape and Liner	104	98.00	112	83.02
Reprocess granules	221	90.36	203	76.22
PSF/VSF	-	-	1	0.65
PP /LDPE/HDPE Granuals	19	19.22	29	13.78
Scrap	491	115.04	949	299.15
Others	1	15.23	2	5.05
Export Incentive	-	15.53	-	5.47
Jobwork and Commission	-	2,018.78	-	1,490.22
		<u>51,308.76</u>		<u>43,098.51</u>

#### 18 RAW MATERIALS CONSUMED

	2010-2011		2009-2010	
	Qty.	Value	Qty.	Value
	(MT)	(₹ In lacs)	(MT)	(₹ In lacs)
HR Steel Coils	-	-	9,417	2,495.47
CR Coil	1,821	700.58	103	37.53
PSF/VSF	5,260	5,559.83	4,886	4,282.58
HDPE/PP/LDPE/LLDPE	38,519	23,298.55	30,550	18,514.29
Others	7,397	1,621.05	5,922	2,091.70
		<u>31,180.01</u>		<u>27,421.57</u>

**SCHEDULES forming part of the balance sheet and profit and loss account**
**SCHEDULE "O" (Contd.)**

<b>19 PURCHASES (TRADE)</b>	<b>2010-2011</b>		<b>2009-2010</b>	
	<b>Qty.</b>	<b>Value</b>	<b>Qty.</b>	<b>Value</b>
	<b>(MT)</b>	<b>(₹ In lacs)</b>	<b>(MT)</b>	<b>(₹ In lacs)</b>
H.R. Coils	7,312	2,340.00	-	-
Cotton /PSF/VSF	-	-	1	0.65
PP Granules	20	19.93	29	13.78
Others	-	3.74	2	5.05
		<u>2,363.67</u>		<u>19.48</u>
<b>20 VALUE OF IMPORTED AND INDIGENOUS RAW MATERIALS AND SPARE PARTS AND COMPONENTS CONSUMED</b>				
	<b>2010-2011</b>		<b>2009-2010</b>	
	<b>Value</b>	<b>% of</b>	<b>Value</b>	<b>% of</b>
	<b>(₹ In lacs)</b>	<b>Total</b>	<b>(₹ In lacs)</b>	<b>Total</b>
(i) <b>Raw Materials</b>				
Indigenous	30,486.07	97.77	27,185.30	99.14
Imported	693.94	2.23	236.27	0.86
	<u>31,180.01</u>	<u>100.00</u>	<u>27,421.57</u>	<u>100.00</u>
(ii) <b>Spare Parts</b>				
Indigenous	1,496.10	95.78	1,065.14	98.02
Imported	65.88	4.22	21.55	1.98
	<u>1,561.98</u>	<u>100.00</u>	<u>1,086.69</u>	<u>100.00</u>
<b>21 VALUE OF IMPORTS ON CIF BASIS</b>				
			<b>(₹ In lacs)</b>	
			<b>2010-2011</b>	<b>2009-2010</b>
Raw Materials			490.94	236.90
Stores and Spares			59.43	23.09
Capital Goods			492.81	436.94
Trading Goods			2,210.53	-
			<u>3,253.71</u>	<u>696.93</u>
<b>22 EXPENDITURE IN FOREIGN CURRENCY</b>				
			<b>(₹ In lacs)</b>	
			<b>2010-2011</b>	<b>2009-2010</b>
Travelling			5.54	3.90
Interest and Bank Charges			2.76	0.68
Others			3.75	2.17
			<u>12.05</u>	<u>6.75</u>
<b>23 EARNINGS IN FOREIGN CURRENCY</b>				
			<b>(₹ In lacs)</b>	
			<b>2010-2011</b>	<b>2009-2010</b>
FOB value of Exports			4,436.24	3,231.84

# CONSOLIDATING GROWTH

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

24 Additional Information		(₹ In lacs)	
		As at	As at
		31.03.2011	31.03.2010
(a)	Estimated amount of contracts remaining to be executed on capital account and not provided for ( net of advance paid) (Cash outflow is expected on execution of such capital contracts)	618.83	78.34
(b)	Uncalled Liability on partly paid up Share/ Debenture (net of advance paid towards unpaid calls)	89.25	89.25
(c)	Contingent Liabilities		
(i)	Claims against the Company not acknowledged as debts (Disputed liability in appeal)		
	Income Tax *	477.92	-
	Excise Duty / Service Tax	135.44	110.03
	Railway Claims	95.83	95.83
	Sales Tax	26.84	-
		<b>736.03</b>	<b>205.86</b>
(ii)	Bank Guarantees (Bank Guarantees are provided under contractual/legal obligation. No Cash outflow is probable)	<b>837.12</b>	<b>962.37</b>

\* During the Financial Year 2009-10 Income tax department has carried out search and seizure under section 132 of the Income Tax Act, 1961 (" Act") in the case of Jai Corp Group, its employees and close associates who were closely involved in the processing of acquiring the land. The Company has received demand of ₹ 477.92 Lacs under section 156 of the Act. The Company has disputed the same and paid ₹ 16 Lacs under protest and filed an appeal against the above order with CIT (A). The company has been advised that the above demands are not likely to be resulted into any material tax liability and hence no provision is considered necessary in respect of the above matter.

25 Excise duty		(₹ In Lacs)	
		2010-2011	2009-2010
a)	Excise duty shown as a reduction from Turnover	2,986.63	2,137.03
b)	Excise duty charged to Profit and Loss Account being Difference between closing and opening stock	66.13	(8.73)

26 Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 and Companies Act, 1956 have been determined based on the information available with the Company and the required disclosures are given below:		(₹ In Lacs)	
		2010-2011	2009-2010
a	Principal amount remaining unpaid as on 31 <sup>st</sup> March.	27.02	15.52
b	Interest due thereon as on 31 <sup>st</sup> March.	-	-
c	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond he appointed day during the year.	-	-
d	Interest due and payable for the period of delay in making payment (which have been paid but beyond he appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	-	-
e	Interest accrued and remaining unpaid as at 31 <sup>st</sup> March,	-	-
f	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 enterprises.	-	-

## SCHEDULES forming part of the balance sheet and profit and loss account

### SCHEDULE "O" (Contd.)

#### 27 Remittance in Foreign Currency on account of Dividend to Non Residents:-

	2010-2011	2009-2010
a) Number of Non Resident Shareholders	<b>NIL</b>	3.00
b) Number of Equity Shares held by them	<b>NIL</b>	966,180.00
c) (i) Amount of Dividend paid (Gross) (₹ In Lacs)	<b>NIL</b>	9.66
(ii) Tax Deducted at Source	<b>Nil</b>	Nil
(iii) Year to which dividend relates	<b>N.A.</b>	2007-08

**28** The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary. Amount and other disclosures for the preceding year are included as an internal part of the current year financial statements and are to be read in relation to the amount and other disclosures relating to the current year.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (works)

**R. Koria**  
Partner  
Membership No.: 35629

**per Vijay Maniar**  
Partner  
Membership No.: 36738

**R. K. Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011



# CONSOLIDATING GROWTH

## BALANCE SHEET ABSTRACT AND COMPANY'S GENEREAL BUSINESS PROFILE

### I Registration Details :

Registration No. L 1 7 1 2 0 M H 1 9 8 5 P L C 0 3 6 5 0 0

Balance Sheet Date 3 1 0 3 2 0 1 1 State Code 1 1

### II Capital Raised during the year (Amount in Rs. Thousands)

Public Issue N I L Rights Issue N I L

Bonus Issue N I L Private Placement N I L

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

Total Liabilities 2 8 6 2 6 1 3 6 Total Assets 2 8 6 2 6 1 3 6

Source of Funds

Paid up Capital 1 9 3 4 7 1 Reserves & Surplus 2 7 1 4 4 9 0 2

Secured Loans 1 3 0 2 3 9 Unsecured Loans 9 5 5 2 8

Deferred Tax Liability (net) 1 8 3 0 6 8

Application of Funds

Net Fixed Assets 2 2 3 7 0 2 1 Investments 1 5 9 9 3 9 4 9

Net Current Assets 9 5 1 6 2 3 8 Misc. Expenditure N I L

Accumulated Losses N I L

### IV Performance of Company (Amount in Rs. Thousands)

Turnover (Net) & Other Income 5 5 9 1 4 2 9 Total Expenditure 4 4 2 4 5 7 3

Profit Before Tax 1 1 6 6 8 5 6 Profit/Loss(-) After Tax 9 2 4 8 3 9

Earning Per Share in Rs. (Basic & Diluted) 5 . 1 8 Dividend Rate % (Equity) 5 0  
(On Equity Shares - held other than by promoters)

### V Generic Names of Three principal Products/Services of Company (As per monetary terms)

Product Description I T C C O D E

Cold Rolled Steel Coil/Sheet 7 2 0 9

Galvanised Plain/Corrugated Coil/Sheet 7 2 1 0

Woven Sacks & Bags 3 9 2 3

Synthetic Yarn 5 5 0 9

## FINANCIAL INFORMATION OF SUBSIDIARY COMPANIES

Particulars regarding subsidiary companies under Section 212(8) of the Companies Act, 1956, information pursuant to General Circular No. 2/ 2011 dated 8<sup>th</sup> February, 2011 issued by the Government of India, Ministry of Corporate Affairs.

(Rs. In Lacs)

S. No.	Name of Subsidiary	Reporting Currency	Capital	Reserves	Total Assets	Total Liabilities	Investments			Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend
							Total	Sub. Invst	Invst. In Others					
1	Asoka Realty and Developers Limited	INR	5.00	(97.98)	0.12	83.10	-	-	-	-	(0.17)	-	(0.17)	-
2	Awas Realtors Limited	INR	5.00	(0.40)	4.77	0.17	-	-	-	-	0.13	0.04	0.09	-
3	Belle Terre Realty Limited	INR	10,020.97	44.44	10,067.39	1.98	24.15	13.74	10.41	-	(8.29)	-	(8.29)	-
		USD (MN)	22.57	(0.06)	22.52	0.00	0.05	0.03	0.02	-	(0.02)	-	(0.02)	-
4	Dev Realty and Developers Limited	INR	5.00	(5.33)	0.11	0.44	-	-	-	-	(0.17)	-	(0.17)	-
5	Ekdant Realty and Developers Limited	INR	5.00	(0.85)	1,637.05	1,632.90	-	-	-	-	(0.19)	(0.02)	(0.17)	-
6	Hari Darshan Realty Limited	INR	6.02	99.69	859.83	754.12	-	-	-	-	(0.20)	-	(0.20)	-
7	Hill Rock Construction Limited	INR	5.96	87.53	428.62	335.13	-	-	-	-	(1.16)	0.08	(1.24)	-
8	Hind Agri Properties Limited	INR	5.00	(1.96)	938.48	935.44	0.31	-	0.31	-	(0.20)	-	(0.20)	-
9	Iconic Realtors Limited	INR	5.00	(2.86)	10,652.31	10,650.17	-	-	-	-	(0.56)	-	(0.56)	-
10	Jai Corp Finance & Holding Limited	INR	150.00	113.34	266.72	3.38	102.11	-	102.11	-	15.48	3.24	12.24	-
11	Jai Infraprojects Limited	INR	5.00	(4.35)	13.73	13.08	13.53	13.53	-	-	(2.03)	-	(2.03)	-
12	Jai Laxmi Realty and Developers Limited	INR	5.00	(0.88)	1,762.20	1,758.08	-	-	-	-	(0.19)	-	(0.19)	-
13	Jai Realty Ventures Limited	INR	5.50	(194.39)	36,901.01	37,089.90	12,961.61	11,310.27	1,651.34	-	(206.22)	-	(206.22)	-
14	Krupa Land Limited	INR	5.00	(1.85)	1,713.28	1,710.13	-	-	-	-	(0.42)	-	(0.42)	-
15	Krupa Realtors Limited	INR	5.00	(0.88)	741.54	737.42	-	-	-	-	(0.20)	-	(0.20)	-
16	Multifaced Impex Limited	INR	5.05	(3.89)	96.63	95.47	-	-	-	-	(0.16)	-	(0.16)	-
17	Novelty Realty & Developers Limited	INR	5.00	(1.00)	965.33	961.33	-	-	-	-	(0.21)	-	(0.21)	-
18	Oasis Holding FZC	INR	18.32	(14.12)	3,841.98	3,837.78	3,832.02	-	3,832.02	-	(5.31)	-	(5.31)	-
		AED (MN)	0.15	(0.12)	31.65	31.61	31.56	-	31.56	-	(0.04)	-	(0.04)	-
19	Rainbow Infraprojects Limited	INR	5.00	(2.79)	1,231.76	1,229.55	-	-	-	-	(0.41)	(0.02)	(0.39)	-
20	Rejoice Land Developers Limited	INR	5.00	(0.36)	4.81	0.17	-	-	-	-	0.12	0.04	0.08	-
21	Rudradev Developers Limited	INR	5.00	(0.78)	1,029.09	1,024.87	-	-	-	-	(0.19)	-	(0.19)	-
22	Sarbags Pty Ltd.	INR	12.34	553.03	637.05	71.68	-	-	-	444.20	55.03	18.43	36.60	-
		AUD (MN)	0.05	1.18	1.38	0.16	-	-	-	1.03	0.12	0.04	0.08	-
23	Samart Realty and Developers Limited	INR	5.00	(0.12)	5.06	0.18	-	-	-	-	0.14	0.04	0.10	-

S. No.	Name of Subsidiary	Reporting Currency	Capital	Reserves	Total Assets	Total Liabilities	Investments			Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend
							Total	Sub. Invt	Invt. In Others					
24	Swar Land Developers Limited	INR	5.00	(3.20)	426.14	424.34	-	-	-	-	(0.18)	-	(0.18)	-
25	Swastik Land Developers Limited	INR	5.00	(93.25)	0.18	88.43	-	-	-	-	(54.37)	-	(54.37)	-
26	UI Wealth Advisors Limited	INR	210.00	9.91	220.12	0.21	213.76	-	213.76	-	5.03	-	5.03	-
27	Urban Gas Distribution Limited	INR	5.00	(0.51)	4.63	0.14	4.55	-	4.35	-	0.02	-	0.02	-
28	Urban Gas Limited	INR	5.00	(0.50)	4.64	0.14	4.55	-	4.35	-	0.02	-	0.02	-
29	Urban Gas Suppliers Limited	INR	5.00	(0.50)	4.64	0.14	4.55	-	4.35	-	0.02	-	0.02	-
30	Urban Infrastructure Trustees Limited	INR	5.00	27.16	35.58	3.42	32.57	-	32.57	9.53	9.91	2.73	7.18	-
31	Urban Infrastructure Venture Capital Limited	INR	100.00	9,170.42	13,838.40	4,567.98	1,015.66	210.00	805.66	6,494.32	5,361.33	1,798.32	3,563.01	30.00
32	Vasant Bahar Realty Limited	INR	5.33	31.08	84.22	47.81	-	-	-	-	(0.18)	-	(0.18)	-
33	Welldone Real Estate Limited	INR	5.74	56.98	275.03	212.31	-	-	-	-	(3.64)	(0.04)	(3.60)	-
34	Yug Developers Limited	INR	5.50	47.48	636.91	583.93	-	-	-	-	(0.22)	-	(0.22)	-

Note:

- Exchange rate (as on 31<sup>st</sup> March, 2011) used in :
  - Sarbags Pty Ltd. AUD1 = Rs.46.1161
  - Oasis Holding FZC AED 1= Rs.12.1401
  - Belle Terre Realty Limited USD 1= Rs. 44.65
- Exchange rate used in Share Capital & Loans: Rate applicable as on date of remittance.

## AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To,  
The Board of Directors  
Jai Corp Limited

- 1) We have audited the attached Consolidated Balance Sheet of Jai Corp Limited (the Company) and its subsidiaries and associates (collectively referred to as 'the Group'), as at 31<sup>st</sup> March, 2011, and also the Consolidated Profit and Loss account and the Consolidated Cash Flow Statement for the year ended on that date, annexed thereto. These consolidated financial statements are the responsibility of the Company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) Financial statements of four subsidiary companies and consolidated financial statements of two subsidiary companies, which reflect total assets of ₹ 52,226.32 lacs as at 31<sup>st</sup> March, 2011, total revenue of ₹ 7,638.62 lacs and net cash inflows aggregating ₹ 377.90 lacs for the year then ended have been audited by one of us.
- 4) We did not audit the financial statement of one subsidiary company, whose financial statements reflect total assets of ₹ 637.06 lacs as at 31<sup>st</sup> March, 2011, total revenue of ₹ 464.17 lacs and net cash inflows aggregating ₹ 61.75 lacs for the year then ended and also the financial statements of eight associates in which the share of loss of the Group is ₹ 4.22 lacs. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.
- 5) We have relied on the unaudited financial statements of one associate wherein the Group's share of loss for the year ended March 31, 2011 is ₹ 1.42 lacs. These unaudited financial statements as approved by the Board of Directors of the associate have been furnished to us by the Management and our report, in so far as it relates to the amounts included in respect of the associate is based solely on such approved financial statements.
- 6) We report that the Consolidated Financial Statements have been prepared by the Company's management in accordance with the requirements of Accounting Standard 21, 'Consolidated Financial Statements' and Accounting Standard 23, 'Accounting for Investments in Associates in Consolidated Financial Statements' notified pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended).
- 7) The auditors of a subsidiary company have qualified their opinion on the financial statements of that subsidiary, with regard to the nature of amounts included in investment in projects and the impairment thereof, as explained in Note 17 of Schedule 'N' of the Consolidated Financial Statements. The impact of these matters has not been quantified by the auditors in their report on the financial statements of the subsidiary company.
- 8) Based on our audit and on consideration of reports of other auditors on separate financial statements and on the other financial information of the components, and to the best of our information and according to the explanations given to us, except for the matters stated in paragraph 7 above, the effects of which are currently not ascertainable, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
  - i. in the case of the consolidated balance sheet, of the state of affairs of the Group as at 31<sup>st</sup> March, 2011;
  - ii. in the case of the consolidated profit and loss account, of the profit of the Group for the year ended on that date; and
  - iii. in the case of the consolidated cash flow statement, of the cash flows of the Group for the year ended on that date.

**For CHATURVEDI & SHAH**  
Firm Registration no.: 101720W  
Chartered Accountants

**R. Koria**  
Partner  
Membership No.: 35629

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

**For S. R. BATLIBOI & Co.**  
Firm Registration no.: 301003E  
Chartered Accountants

**per Vijay Maniar**  
Partner  
Membership No.: 36738

Place: Mumbai  
Date: 26<sup>th</sup> May 2011

# CONSOLIDATING GROWTH

## CONSOLIDATED BALANCE SHEET as at 31<sup>st</sup> March, 2011

(₹ in Lacs)

	SCHEDULE	AS AT 31.03.2011	AS AT 31.03.2010
<b>SOURCES OF FUNDS</b>			
<b>Shareholders' Funds</b>			
Share Capital	A	1,934.71	1,934.71
Reserves & Surplus	B	<u>280,301.18</u>	<u>267,906.90</u>
		<b>282,235.89</b>	<b>269,841.61</b>
<b>Minority Interest</b>		<b>1.05</b>	<b>2.81</b>
<b>Loan Funds</b>			
Secured Loans	C	3,823.97	4,812.94
Unsecured Loans	D	<u>1,914.34</u>	<u>1,945.86</u>
		<b>5,738.31</b>	<b>6,758.80</b>
<b>Net Deferred Tax Liability</b> (Refer Note No. 4 of schedule 'N')		<b>1,810.30</b>	<b>1,849.03</b>
<b>Total</b>		<u><b>289,785.55</b></u>	<u><b>278,452.25</b></u>
<b>APPLICATION OF FUNDS</b>			
<b>Fixed Assets</b>			
Gross Block	E	40,564.10	39,608.09
Less: Depreciation		<u>18,456.31</u>	<u>16,955.97</u>
Net Block		<u>22,107.79</u>	<u>22,652.12</u>
Capital Work-in-Progress		<u>963.65</u>	<u>825.35</u>
		<b>23,071.44</b>	<b>23,477.47</b>
<b>Investments</b>			
In Associates		11,720.77	11,726.41
In Others		<u>154,120.48</u>	<u>179,884.58</u>
		<b>165,841.25</b>	<b>191,610.99</b>
<b>Net Deferred Tax Assets</b> (Refer Note No. 4 of schedule 'N')		<b>4.72</b>	<b>4.23</b>
<b>Current Assets, Loans and Advances</b>			
Inventories	F	18,578.88	14,928.14
Sundry Debtors		21,085.59	6,567.49
Cash and Bank Balances		2,799.85	1,156.21
Other Current Assets		1,482.47	471.02
Loans and Advances		<u>67,799.38</u>	<u>45,553.51</u>
		<u>111,746.17</u>	<u>68,676.37</u>
<b>Less: Current Liabilities and Provisions</b>			
Current Liabilities	G	5,878.32	2,261.74
Provisions		<u>4,999.71</u>	<u>3,055.07</u>
		<u>10,878.03</u>	<u>5,316.81</u>
<b>Net Current Assets</b>		<b>100,868.14</b>	<b>63,359.56</b>
<b>Total</b>		<u><b>289,785.55</b></u>	<u><b>278,452.25</b></u>
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>			
	M		
	N		

The Schedules referred to above form an integral part of the Consolidated Balance Sheet.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No : 35629

**per Vijay Maniar**  
Partner  
Membership No : 36738

**R.K.Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011

**CONSOLIDATED PROFIT AND LOSS ACCOUNT for the Year Ended 31<sup>st</sup> March, 2011**  
(₹ in Lacs)

	SCHEDULE	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<b>INCOME</b>			
Turnover (Gross)	H	57,903.66	49,625.01
Less: Excise duty /Service Tax recovered		3,496.85	2,656.67
Net Turnover		54,406.81	46,968.34
Other Income	I	9,232.11	5,853.62
Variation In Stock	J	2,229.75	77.22
		<u>65,868.67</u>	<u>52,899.18</u>
<b>EXPENDITURES</b>			
Trade Purchase		2,363.67	47.80
Manufacturing and Other Expenses	K	44,407.14	38,724.66
Interest and Finance Charges	L	360.28	267.50
Depreciation		1,710.09	1,646.25
		<u>48,841.18</u>	<u>40,686.21</u>
<b>Profit for the year before tax</b>		<b>17,027.49</b>	<b>12,212.97</b>
Less : Provision for Taxation :			
Current Tax		4,316.14	2,843.85
Deferred Tax/ (Credit)		(38.72)	232.44
Less:Provision / (Writte back) for Income Tax of earlier years		(0.01)	12.54
<b>Profit for the year after tax</b>		<b>12,750.08</b>	<b>9,124.14</b>
Less: Share of Profit/(Loss) transferred to Minority		(1.33)	(1.74)
Add: Share in Profit/(Loss) of Associates		(5.64)	(59.74)
<b>Profit for the year</b> (after adjustment for Minority Interest and including Associates)		<b>12,745.77</b>	<b>9,066.14</b>
Balance brought forward from last year		33,976.56	28,316.16
Prior Period Adjustments (Net)		10.28	(3.84)
<b>AMOUNT AVAILABLE FOR APPROPRIATION</b>		<b>46,732.61</b>	<b>37,378.46</b>
<b>APPROPRIATIONS</b>			
General Reserve		3,424.84	3,110.32
Statutory Reserve Fund		2.45	5.29
Proposed Dividend on Preference Shares		1.50	1.50
Proposed Dividend on Equity Shares		240.84	240.84
Tax on Proposed Dividend		44.18	44.40
Excess Provision of Dividend of earlier year		-	(0.45)
<b>SURPLUS CARRIED TO BALANCE SHEET</b>		<b>43,018.80</b>	<b>33,976.56</b>
Basic & Diluted Earning Per Share (₹)		7.15	5.08
Face Value per Share (Re.)		1.00	1.00
(Refer Note No. 6 of Schedule 'N')			
<b>Significant Accounting Policies</b>	M		
<b>Notes on Accounts</b>	N		

The Schedules referred to above form an integral part of the Consolidated Profit and Loss Account.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No : 35629

**per Vijay Maniar**  
Partner  
Membership No : 36738

**R.K.Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011

# CONSOLIDATING GROWTH

## CONSOLIDATED CASH FLOW STATEMENT for the Year Ended 31<sup>st</sup> March, 2011

		(₹ in Lacs)
	2010-2011	2009-2010
<b>A. Cash Flow from Operating Activities</b>		
Net Profit before tax as per P & L Account	17,027.49	12,212.97
Adjusted for :		
Depreciation	1,710.09	1,646.25
Wealth Tax	3.10	4.25
Effects of exchange rate change *	(52.43)	(1,330.02)
Loss / (Profit) on sale of investments (Net)	(3,470.78)	(1,231.33)
Loss /(Profit) on Equity Derivatives (Net)	(24.90)	6.62
Provision / (reversal) for diminution in value of Investments	333.41	(449.93)
Loss/ (Profit) on sale of Fixed Assets	153.67	(228.51)
Service charge on surrender of Land	-	258.70
Interest Expenses	305.28	231.07
Sundry Balance written off (Net)	73.53	11.33
Interest Income	(4,620.34)	(1,972.40)
Dividend Income	(721.38)	(883.01)
Operating Profit before Working Capital Changes	10,716.74	8275.99
Adjusted for :		
Trade & Other Receivables	(3,159.02)	8,775.44
Inventories	(3,650.74)	(850.91)
Trade Payables	3,787.78	484.10
<b>Cash generated from operations</b>	<b>7,694.76</b>	<b>16,684.62</b>
Direct taxes paid	(4,951.88)	(2,766.22)
Cash Flow before prior period adjustments	2,742.88	13,918.40
Net Prior period adjustment	(23.10)	(3.84)
<b>Net Cash from Operating Activities</b>	<b>2,719.78</b>	<b>13,914.56</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	(1,631.30)	(1,652.57)
Sale of Fixed Assets	186.07	550.46
Fixed Deposit with bank having maturity of more than three months (Placed)	(800.65)	(12.75)
Fixed Deposit with bank having maturity of more than three months (Matured)	-	5,000.00
Purchase of Investments including Share Application Money	(314,135.50)	(161,235.97)
Sale of Investments	316,475.40	145,058.45
Movement in Loans (Net)	(2,689.71)	(4,907.00)
Loss / (Profit) on Equity Derivatives (Net)	24.90	(6.62)
Interest Received	1,590.51	853.02
Dividend Received	721.38	883.01
<b>Net Cash (used in) Investing Activities</b>	<b>(258.90)</b>	<b>(15,469.97)</b>



# CONSOLIDATED CASH FLOW STATEMENT (Contd.)

(₹ in Lacs)

	2010-2011	2009-2010
<b>C. Cash Flow from Financing Activities</b>		
Proceeds of Long Term Loans	-	331.87
Repayment of Long Term Loans	(1,147.52)	(1,138.66)
Unclaimed for Scheme of Arrangement	(0.05)	(0.12)
Short Term Loans (Net)	107.60	2,207.44
Interest paid	(294.62)	(229.42)
Dividends Paid	(283.30)	(280.38)
<b>Net Cash from / (used in) Financing Activities</b>	<b>(1,617.89)</b>	<b>890.73</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>842.99</b>	<b>(664.68)</b>
<b>Opening Balance of Cash and Cash Equivalents</b>	<b>1,143.46</b>	<b>1,808.14</b>
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>1,986.45</b>	<b>1,143.46</b>
Fixed Deposit with bank having maturity of more than months	813.40	12.75
<b>Closing Balance of Cash and Bank #</b>	<b>2,799.85</b>	<b>1,156.21</b>

# For composition, refer Schedule "F"

\* includes exchange difference on account of translation of foreign subsidiary companies financial statements.

## Notes :

- The above Cash Flow Statements has been prepared under the "Indirect Method" as set out in Accounting Standard-3 "Cash Flow Statement" as notified in the Companies (Accounting Standards) Rules, 2006.
- Closing Balance of Cash and Cash Equivalent includes Fixed Deposits pledged with the Government department amounting to ₹ 256.87 Lacs (Previous year ₹ 208.97 Lacs) and with Bank amounting to ₹ 149.59 Lacs (Previous year ₹ 140.53 Lacs) and ₹ 13.17 Lacs (Previous year ₹ 9.73 Lacs) in unclaimed dividend account.
- The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary.
- Bracket indicates cash outflow.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No : 35629

**per Vijay Maniar**  
Partner  
Membership No : 36738

**R.K.Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011

# CONSOLIDATING GROWTH

## SCHEDULES Forming Part of The Consolidated Balance Sheet

(₹ in Lacs)

AS AT  
31.03.2011 AS AT  
31.03.2010

### SCHEDULE "A"

#### SHARE CAPITAL

##### AUTHORISED

45,00,00,000 Equity Shares of Re. 1 each (45,00,00,000)	4,500.00	4,500.00
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	150.00	150.00
3,50,00,000 Unclassified Shares of Re. 1 each (3,50,00,000)	350.00	350.00
	<u>5,000.00</u>	<u>5,000.00</u>

##### ISSUED AND SUBSCRIBED

17,84,94,010 Equity Shares of Re. 1 each (17,84,94,010)	1,784.94	1,784.94
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	150.00	150.00
	<u>1,934.94</u>	<u>1,934.94</u>

##### FULLY PAID UP

17,84,49,410 Equity Shares of Re. 1 each (17,84,49,410)	1,784.49	1,784.49
1,50,00,000 1% Non-Cumulative, Non-Participating Redeemable (1,50,00,000) Preference Shares of Re. 1 each	150.00	150.00
Add: Forfeited Shares (Amount Originally Paid up on 4,460 Shares of ₹ 10/- each)	0.22	0.22
	<u>1,934.71</u>	<u>1,934.71</u>

#### Notes:

- 1) Of the above Equity Shares :-
  - a) 49,63,522 Equity Shares of ₹ 10 each were allotted, without payment being received in cash, pursuant to the Scheme of Amalgamation of Sipta Coated Steels Limited and Comet Steels Limited with the Company before subdivision and issue of bonus shares.
  - b) (i) 24,00,000 Equity Shares of ₹ 10 each were allotted as fully paid-up bonus shares by way of Capitalisation of free reserve before subdivision.
  - ii) 8,62,69,400 Equity Shares of Re.1 each were allotted as fully paid-up bonus shares by way of Capitalisation of Securities Premium Account.
- 2) Equity Shares having face value of ₹ 10 each fully paid-up were subdivided into Re.1 each fully paid-up in the financial year 2007-08
- 3) a) 1% Non-cumulative, Non-Participating Redeemable Preference Shares of Re.1 each fully paid-up were due for redemption on 25<sup>th</sup> November 2009. As consented by the Preference Shareholders and subsequently by the Members of the Company at their 24<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2009, the tenure of these shares has been extended by a period not exceeding two years from the date of roll over (i.e. two years from 25<sup>th</sup> November, 2009), accordingly these shares are redeemable at a premium of 6 % p.a. on issue price of ₹ 1,000 per share on the expiry of two years from the date of roll over with an option to the Company/ the preference shareholder(s) to redeem the same after one year from the said date of roll over.
- b) Redemption premium on preference shares as mentioned above will be paid out of the Securities Premium Account and hence no provision has been considered necessary.
- 4) Figures in bracket represent previous year figures.

## SCHEDULES Forming Part Of The Consolidated Balance Sheet

(₹ in Lacs)

	AS AT 31.03.2011	AS AT 31.03.2010
<b>SCHEDULE "B"</b>		
<b>RESERVES &amp; SURPLUS</b>		
<b>Capital Reserve</b>		
As per last Balance Sheet	92.17	92.17
<b>Statutory Reserve Fund</b>		
(Created pursuant to Secion 45 IC of RBI Act, 1934)		
As per last Balance Sheet	5.29	-
Add: Trasferred from Profit & Loss Account	2.45	5.29
	7.74	5.29
<b>Securities Premium Account</b>		
As per last Balance Sheet	214,930.94	214,930.94
<b>Foreign Currency Translation Reserve *</b>	132.87	208.12
<b>General Reserve</b>		
As per last Balance Sheet	18,693.82	15,583.50
Add : Transferred from Profit and Loss Account	3,424.84	3,110.32
	22,118.66	18,693.82
<b>Profit and Loss Account</b>	43,018.80	33,976.56
	280,301.18	267,906.90

\*During the year, ₹ 75.25 Lacs (Net) (Previous Year ₹ 1,233.59 Lacs (Net)) has been deducted on translation of foreign subsidiaries.

### SCHEDULE "C"

#### SECURED LOANS

Term Loan from a Bank	1,177.00	2,293.00
Short Term Loan from a Bank	2,500.00	2,500.00
Working Capital Loan from a Bank	125.39	17.79
Interest Accrued & due on above	21.58	2.15
	3,823.97	4,812.94

#### Notes:

- Out of the Term Loans referred to above:-
  - loans aggregating to ₹ 682.00 Lacs (Previous Year ₹ 1,618.00 Lacs) are secured by way of First Charge on certain fixed assets of the Company.
  - loans aggregating to ₹ 495.00 Lacs (Previous Year ₹ 675.00 Lacs) are secured by way of first *parri passu* charge on the entire immovable and movable assets and second *parri passu* charge on all current assets of the Company.
  - are further secured by way of negative lien on certain fixed assets of the Company.
- The Working Capital Loan is secured by hypothecation on whole of current assets including a first charge on stock and book debts and as collateral security, second charge and negative lien on certain fixed assets of the Company and is guaranteed by one the Director and one erstwhile Director of the Company.
- Short term loan from a Bank is secured by hypothecation of present and future receivable of Urban Infrastructure Venture Capital Limited, a wholly owned subsidiary of the company.

### SCHEDULE "D"

#### UNSECURED LOANS

Interest Free Sales-tax Loan	955.28	992.48
Long Term Loan from Others	959.06	953.38
	1,914.34	1,945.86

Note: Amount repayable within one year ₹ 37.20 Lacs (Previous Year ₹ 37.20 Lacs).

**SCHEDULES Forming Part of The Consolidated Balance Sheet**

**SCHEDULE - "E"**

**FIXED ASSETS**

(₹ in Lacs)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	AS AT 01.04.2010	Additions	Deductions/ Adjustments	UP TO 31.03.2011	For The Year	Deductions/ Adjustments	UP TO 31.03.2011	AS AT 31.03.2011
<b>TANGIBLE ASSETS</b>								
Freehold Land	2,111.95	28.25	4.31	<b>2,135.89</b>	-	-	-	<b>2,135.89</b>
Leasehold Land	520.45	0.80	-	<b>521.25</b>	13.50	-	<b>43.44</b>	<b>477.81</b>
Buildings	8,084.79	211.65	-	<b>8,296.44</b>	249.77	-	<b>1,799.21</b>	<b>6,497.23</b>
Plant & Machinery	27,005.92	1,074.91	419.74	<b>27,661.09</b>	1,351.85	177.20	<b>15,796.79</b>	<b>11,864.30</b>
Furniture & Fixtures	258.47	6.25	0.47	<b>264.25</b>	14.88	0.08	<b>144.47</b>	<b>119.78</b>
Office Equipments	444.13	29.08	11.76	<b>461.45</b>	26.21	5.24	<b>292.30</b>	<b>169.15</b>
Vehicles	548.51	32.22	37.80	<b>542.93</b>	45.31	22.01	<b>293.47</b>	<b>249.46</b>
<b>INTANGIBLE ASSETS</b>								
Goodwill	62.30	-	-	<b>62.30</b>	(0.98)	-	<b>16.92</b>	<b>45.38</b>
Goodwill on Consolidation (Refer Note No. 16 of Schedule "N")	506.19			<b>506.19</b>	-			<b>506.19</b>
Drawings & Designs*	65.38	-	-	<b>65.38</b>	-	-	<b>65.38</b>	-
Software*	-	46.93	-	<b>46.93</b>	4.33	-	<b>4.33</b>	-
<b>TOTAL</b>	39,608.09	1,430.09	474.08	<b>40,564.10</b>	1,704.87	204.53	<b>18,456.31</b>	<b>22,107.79</b>
Previous Year	36,275.44	3,913.83	581.18	39,608.09	1,639.12	235.04	16,955.97	22,652.12
Capital Work-in-Progress								<b>963.65</b>
								825.35

\* Other than internally generated.

Notes :-

- Freehold land includes ₹ **131.25 Lacs** (Previous year ₹ 131.25 Lacs) in respect of which conveyance deed is yet to be registered in the name of the company.
- Building includes ₹ **0.01 Lacs** (Previous year ₹ 0.01 Lacs) being the cost of shares in Co-operative Housing Society towards ownership of residential flats.
- Capital Work-in-Progress includes :
  - ₹ **5.23 Lacs** (Previous year ₹ 11.10 Lacs) on account of cost of construction Material at site.
  - ₹ **184.28 Lacs** (Previous year ₹ 117.73 Lacs) on account of advances made to the suppliers for capital expenditure.
- Gross Block of Plant & Machinery includes ₹ **64.68 Lacs** (Previous year ₹ 64.68 Lacs) and ₹ **33.56 Lacs** (Previous Year ₹ 33.56 Lacs) being the amount spent for laying Power Line and Water Pipe Line respectively, the ownership of which vests with the respective Government Authorities.
- Depreciation excludes ₹ **5.22 Lacs** (Previous year Includes ₹ 7.13 Lacs) on account of translation of Depreciation to date respectively of foreign subsidiary. The effect of which is considered in foreign currency translation reserve.

# SCHEDULES Forming Part Of The Consolidated Balance Sheet

(₹ in Lacs)

AS AT 31.03.2011 AS AT 31.03.2010

## SCHEDULE "F"

### CURRENT ASSETS, LOANS AND ADVANCES

#### CURRENT ASSETS

##### INVENTORIES

(As taken, valued and certified by the Management)

Stores, Spares, Packing Materials, Fuel, etc.

Raw Materials

Work-in-Progress \*

Finished Goods

Scrap

801.81	735.24
3,493.07	2,138.65
11,177.00	10,706.73
3,016.15	1,211.02
90.85	136.50
<b>18,578.88</b>	<b>14,928.14</b>

\* Includes Land of ₹ 3,177.32 Lacs (Previous year 2,952.95 Lacs) pending execution conveyance/sale deed.

#### SUNDRY DEBTORS

(Unsecured and considered good )

For a period of more than six months

Others

260.58	195.19
20,825.01	6,372.30
<b>21,085.59</b>	<b>6,567.49</b>

#### CASH AND BANK BALANCES

Cash on hand

Balances with Banks

In Current Accounts

With Scheduled Bank

With Others

In Fixed Deposit Accounts

With Scheduled Bank \*

With Others

2.96	2.32
952.38	230.80
264.62	144.32
1,372.40	516.74
207.49	262.03
<b>2,799.85</b>	<b>1,156.21</b>

\* Includes ₹ 256.87 Lacs and ₹ 149.59 Lacs (Previous year ₹ 208.97 Lacs and ₹ 140.53 Lacs.) pledged with various Government department and Banks respectively.

#### OTHER CURRENT ASSETS

Interest accrued on Investments

Realisable Value of discarded Fixed Assets

1,460.63	468.08
21.84	2.94
<b>1,482.47</b>	<b>471.02</b>

#### LOANS AND ADVANCES

(Unsecured, considered good and subject to confirmation)

Advances recoverable in cash or in kind or for value to be received \*

Deposits

Balance with Customs & Excise Authorities

Income Tax (Net)

MAT Credit

Less: MAT Credit Utilisation

61,308.43	41,402.07
241.15	244.30
690.56	754.27
5,559.24	3,152.87
-	302.85
-	302.85
-	-

**67,799.38**  
**111,746.17**

**45,553.51**  
**68,676.37**

\* Includes ₹ 21,457.55 Lacs (Previous year ₹ 2,600.00 Lacs) as share and debenture application money.

# CONSOLIDATING GROWTH

## SCHEDULES Forming Part of The Consolidated Balance Sheet

(₹ in Lacs)

AS AT  
31.03.2011 AS AT  
31.03.2010

### SCHEDULE "G"

#### CURRENT LIABILITIES AND PROVISIONS

##### CURRENT LIABILITIES

Sundry Creditors		
(i) Micro and Small Enterprises @	27.02	15.52
(ii) Others *	3,151.55	655.45
Advanced Received against Sale of Fixed Assets	171.00	100.81
Advance Received from Customer	1,474.76	572.24
Advance against Sale of Scrap	-	-
Other Liabilities	989.49	847.37
Interest accrued but not due on Loan	12.31	21.55
Unclaimed for Scheme of Arrangement	39.02	39.07
Investors Education & Protection Fund -		
-Unclaimed Dividend #	13.17	9.73
	<b>5,878.32</b>	<b>2,261.74</b>

##### PROVISIONS

Income Tax	4,302.63	2,831.51
Less: MAT Credit Utilisation	-	302.85
	<b>4,302.63</b>	<b>2,528.66</b>
Wealth Tax (Net)	8.92	9.17
Proposed Dividend on Preference Shares	1.50	1.50
Proposed Dividend on Equity Shares	240.84	240.84
Tax on Proposed Dividend	44.18	44.40
Staff Benefits Schemes	301.49	196.48
Other Provision**	100.15	34.02
	<b>4,999.71</b>	<b>3,055.07</b>
	<b>10,878.03</b>	<b>5,316.81</b>

@ To the extent information available with Company.

\* Includes ₹ 14.65 Lacs (previous year ₹ 77.57 Lacs) for capital expenditure.

# The amount does not include amount, due & outstanding, to be credited to Investor Education & Protection Fund.

\*\* The Company had recognised liability based on substantial degree of estimation for excise duty payable on clearance of goods lying in stock as on 31<sup>st</sup> March 2010 of ₹ 34.02 Lacs as per the estimated pattern of dispatches. During the year ₹ 34.02 Lacs was utilized for clearance of goods. Liability recognized under this class for the year is ₹ 100.15 Lacs, which is outstanding as on 31<sup>st</sup> March 2011. Actual outflow is expected in the next financial year.

# SCHEDULES Forming Part Of The Consolidated Profit and Loss Account

(₹ in Lacs)

YEAR ENDED

YEAR ENDED

31.03.2011

31.03.2010

## SCHEDULE "H"

### TURNOVER

Sales	49,448.15	41,752.53
Job work Charges	2,018.78	1,490.22
Services	6,421.20	6,373.94
Export Incentive	15.53	8.32
	<u>57,903.66</u>	<u>49,625.01</u>

## SCHEDULE "I"

### OTHER INCOME

Profit on Sale of Fixed Assets (Net)	-	228.51
Dividend on (Other than Trade)		
Long Term Investments	692.06	855.19
Current Investments	29.32	27.82
Profit on sale of :		
Long Term Investments (net)	11.23	-
Current Investments	3,459.55	1,486.77
Profit on Equity Derivatives (Net)	24.90	-
Interest on Long Term Investment (Trade) *	23.76	0.06
Interest on Investment (Other than Trade)		
Current Investments	1,711.22	253.24
Long Term Investments	312.27	133.33
Interest on Others *	2,726.07	2,171.87
* (Tax deducted at Source ₹ 277.04 Lacs (Previous year ₹163.79 Lacs )		
Reversal of Provision for Diminution in the value of Current Investment (Net)	-	449.93
Rent Received	102.46	130.32
Miscellaneous Income	139.27	116.58
	<u>9,232.11</u>	<u>5,853.62</u>

## SCHEDULE "J"

### VARIATION IN STOCKS

Closing Stock		
Work-in-Process	11,177.00	10,706.73
Finished Goods	3,016.15	1,211.02
Scrap	90.85	136.50
	<u>14,284.00</u>	<u>12,054.25</u>
Less :Opening Stock		
Work-in-Process	10,706.73	10,497.15
Finished Goods	1,211.02	1,367.89
Scrap	136.50	111.99
	<u>12,054.25</u>	<u>11,977.03</u>
Variation In Stock	<u>2,229.75</u>	<u>77.22</u>

## SCHEDULE "K"

### MANUFACTURING AND OTHER EXPENSES

#### RAW MATERIALS CONSUMED

Opening Stock	2,138.65	1,413.44
Less: Cost of Raw Material sold	29.32	29.01
Add: Purchases	32,563.75	28,175.79
	<u>34,673.08</u>	<u>29,560.22</u>
Less: Closing Stock	3,493.07	2,138.65
	<u>31,180.01</u>	<u>27,421.57</u>
	<u>31,180.01</u>	<u>27,421.57</u>



# CONSOLIDATING GROWTH

## SCHEDULES Forming Part Of The Consolidated Profit and Loss Account

(₹ in Lacs)

	YEAR ENDED 31.03.2011	YEAR ENDED 31.03.2010
<b>LAND AND DEVELOPMENT EXPENSES</b>	<b>514.35</b>	242.71
<b>MANUFACTURING EXPENSES</b>		
Power, Fuel and Water	3,029.77	2,684.21
Stores, Spares and Packing Materials	1,561.98	1,086.69
Excise Duty	66.13	(8.73)
(Refer Note No.14 of Schedule 'N' )		
Job Work Charges	32.57	39.55
Repairs and Maintenance :		
Plant & Machinery	64.58	52.63
Buildings	78.30	23.45
	<u>4,833.33</u>	<u>3,877.80</u>
<b>EMPLOYEES' REMUNERATION AND BENEFITS</b>		
(Including Managerial Remuneration)		
Salaries, Wages and Perquisites	4,698.97	4,017.98
Contribution to Provident and Other Funds	250.05	209.44
Staff Welfare & Amenities	70.07	57.43
Gratuity	51.53	24.40
	<u>5,070.62</u>	<u>4,309.25</u>
<b>SELLING &amp; DISTRIBUTION EXPENSES</b>		
Advertisement, Publicity and Sales Promotion	33.97	48.87
Freight, Handling Charges and Octroi (Net)	360.88	330.37
Brokerage, Commission and Discount	190.67	82.59
	<u>585.52</u>	<u>461.83</u>
<b>ADMINISTRATION &amp; GENERAL EXPENSES</b>		
Rent	215.62	306.18
Rates and Taxes	45.32	44.07
Repair & Maintenance Others	36.90	24.58
Insurance	56.59	54.95
Legal, Professional and Consultancy Charges	586.46	627.48
Traveling and Conveyance	193.67	182.49
Payment to Auditors	93.77	96.30
(Refer Note No. 9 of Schedule 'N')		
Provision for Diminution in value of Current Investments	333.41	-
Loss on Sale of Current Investment(Net)	-	255.44
Loss on Equity Derivatives (Net)	-	6.62
Service Charges on surrender of Land	-	258.70
Directors Sitting Fees	6.91	4.87
Charity and Donation	40.98	9.24
Loss on Sale / Discarding of Fixed Assets (Net)	153.67	-
Exchange difference (Net)	36.04	143.59
Sundry Balances Written Off (Net)	73.53	11.33
Wealth Tax	3.10	4.25
Other Expenses	347.34	381.41
	<u>2,223.31</u>	<u>2,411.50</u>
	<u>44,407.14</u>	<u>38,724.66</u>
<b>SCHEDULE "L"</b>		
<b>INTEREST &amp; FINANCE CHARGES</b>		
Interest on Fixed Loans (Net)	297.77	220.52
Interest on Others	7.51	10.55
Bank Charges	55.00	36.43
	<u>360.28</u>	<u>267.50</u>

## **SCHEDULES Forming Part Of The Consolidated Accounts**

### **SCHEDULE “M”**

#### **STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES**

##### **1 Principles of Consolidation**

The Consolidated Financial Statements relate to Jai Corp Ltd. (‘the Company’), its subsidiary companies and associate companies. The Consolidated Financial Statements have been prepared on the following basis:

- (i) The financial statements of the Company and its Subsidiary Companies have been combined on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses in accordance with Accounting Standard-21(AS-21) “Consolidated Financial Statements”.
- (ii) In case of foreign subsidiary, being non-integral operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the foreign exchange translation reserve.
- (iii) The difference between the cost of investments in the subsidiaries, over the net assets at the time of acquisition of shares in subsidiaries, or on the date of the financial statement immediately preceeding the date of acquisition in subsidiaries, is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be.

The difference between the proceeds from disposal of investment in a subsidiary 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 Account as the profit or loss on disposal of investment in subsidiary.

- (iv) Minority Interest’s in share of net profit of Consolidated Financial Statements for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- (v) Minority Interest in share of net assets of Consolidated Subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company’s shareholders.
- (vi) In case of associate, where the Company directly or indirectly through subsidiaries holds more than 20% of equity Investments, accounting is done based on equity method in accordance with AS-23 - “Accounting for Investments in associates in Consolidated Financial Statements”.
- (vii) The Company accounts for its share in the change in the net assets of the Associate, post acquisition, after eliminating unrealised profits and losses resulting from transaction between the Company and its Associate to the extent of its share, through its profit and loss account to the extent such change is attributable to the associates’ Profit and Loss Account and through its reserves for the balance, based on available information.
- (viii) The difference between the cost of investment in the associate and the share of net assets at the time of acquisition of shares in the associate is identified and separately disclosed in the Financial Statements as Goodwill or Capital Reserve as the case may be.
- (ix) The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances except mentioned in the Note No. 3 of Notes on Accounts in Schedule “N” are presented to the extent possible, in the same manner as the Company’s separate financial statements.

- 2 Investment other than in subsidiaries and associates have been accounted as per AS-13 on “Accounting For Investments”.

##### **3 Other Significant Accounting Policies**

These are set out under “Significant Accounting Policies” as given in the Standalone Financial Statements of Jai Corp Limited and its subsidiaries.

# CONSOLIDATING GROWTH

## SCHEDULES Forming Part Of The Consolidated Accounts

### SCHEDULE "M" (Contd.)

#### NOTES ON ACCOUNTS

- 1 The audited financial results of the following subsidiary companies and associate companies as on 31st March, 2011 have been considered in the preparation of Consolidated Financial Statements except in case of Urban Infrastructure Holding Private Limited, which is approved by the management :-

Name of the Company	Nature of Interest	Country of Incorporation	Proportion of ownership Interest
Ashoka Realty and Developers Limited	Subsidiary	India	100%
Awes Realtors Limited	Subsidiary	India	100%
Belle Terre Realty Limited	Subsidiary	Mauritius	100%
Dev Realty and Developers Limited	Subsidiary	India	100%
Ekdant Realty and Developers Limited	Subsidiary	India	100%
Hari Darshan Realty Limited	Subsidiary	India	100%
Hill Rock Construction Limited	Subsidiary	India	100%
Hind Agri Properties Limited	Subsidiary	India	100%
Iconic Realtors Limited	Subsidiary	India	100%
Jai Corp Finance and Holding Limited	Subsidiary	India	100%
Jai Infraprojects Limited	Subsidiary	India	100%
Jai Laxmi Realty and Developers Limited	Subsidiary	India	100%
Jai Realty Venture Limited	Subsidiary	India	100%
Krupa Land Limited	Subsidiary	India	100%
Krupa Realtors Limited	Subsidiary	India	100%
Multifaced Impex Limited	Subsidiary	India	100%
Novelty Realty & Developers Limited	Subsidiary	India	100%
Oasis Holding FZC	Subsidiary	Sharjah, UAE	75%
Rainbow Infraprojects Limited	Subsidiary	India	100%
Rejoice Land Developers Limited	Subsidiary	India	100%
Rudradev Developers Limited	Subsidiary	India	100%
Sarbags Pty Limited	Subsidiary	Australia	100%
Samart Realty and Developers Limited	Subsidiary	India	100%
Swar Land Developers Limited	Subsidiary	India	100%
Swastik Land Developers Limited	Subsidiary	India	100%
UI Wealth Advisors Limited	Subsidiary	India	100%
Urban Gas Distribution Limited	Subsidiary	India	100%
Urban Gas Limited	Subsidiary	India	100%
Urban Gas Suppliers Limited	Subsidiary	India	100%
Urban Infrastructure Trustees Limited	Subsidiary	India	100%
Urban Infrastructure Venture Capital Limited	Subsidiary	India	100%
Vasant Bahar Realty Limited	Subsidiary	India	100%
Welldone Real Estate Limited	Subsidiary	India	100%
Yug Developers Limited	Subsidiary	India	100%
Searock Developers FZC	Associate	Sharjah, UAE	50%
Urban Communication Infrastructure Private Limited	Associate	India	26%
Urban Energy Distribution Private Limited	Associate	India	26%
Urban Energy Generation Private Limited	Associate	India	26%
Urban Energy Transmission Private Limited	Associate	India	26%
Urban Infotech Solution Private Limited	Associate	India	26%
Urban Infrastructure Construction Private Limited	Associate	India	26%
Urban Infrastructure Holding Private Limited	Associate	India	32%
Urban Water Supply Private Limited	Associate	India	26%

## SCHEDULES Forming Part Of The Consolidated Profit and Loss Accounts

### SCHEDULE "M" (Contd.)

- 2 Subsequent to 31<sup>st</sup> March, 2011, Jai Infraprojects Limited (a wholly owned subsidiary company) and Awas Realtors Limited, Dev Realty and Developers Limited, Rejoice Land Developers Limited, Samrat Realty and Developers Limited, Urban Gas Distribution Limited, Urban Gas Limited and Urban Gas Suppliers Limited (step down subsidiaries) applied to the Registrar of the Companies Maharashtra, Mumbai for striking off the name of the respective companies under "Easy Exit Scheme, 2011" pursuant to General Circular no.6/2010 issued by the Ministry of Corporate Affairs (MCA) dated 3<sup>rd</sup> December, 2010 read with Section 560 of the Companies Act, 1956. Accordingly all assets and liabilities of these companies have been recognised at their fair value in the books of the accounts as at 31<sup>st</sup> March, 2011 and the financial statements of these companies are not prepared on going concern basis.

- 3 In respect of following item Accounting Policy followed by subsidiary company is different than that of the company:

a)	Item	Particulars	Amount Cost (₹ In Lacs)	Proportion to the Cost of Fixed Assets
	Depreciation	Sarbags Pty. Ltd. has charged depreciation on Office Equipment @ 7.5% and 33.30% as against Schedule XIV rates followed by the company.	4.38	0.011

- b) The Audited Financial Statements of foreign subsidiaries, Belle Terre Realty Limited and Oasis Holding (FZC), as at 31<sup>st</sup> March, 2011 have been prepared in accordance with International Financial Reporting Standards and Sarbags Pty Ltd. as at 31<sup>st</sup> March, 2011 has been prepared in accordance with Australian Accounting Standards.

- 4 The deferred tax liability as at 31<sup>st</sup> March 2011 comprises of the following:

	As on 31.03.2011	As on 31.03.2010
(i) <b>Deferred Tax Liability</b>		
Related to fixed assets	1,898.32	1,920.67
(ii) <b>Deferred Tax Assets</b>		
Disallowance under the Income Tax Act, 1961	88.02	71.64
Others	4.72	4.23
<b>Deferred Tax Balance (Net)</b>	<b>1,805.58</b>	<b>1,844.80</b>

- 5 **Employee benefits:-** As per Accounting Standard the disclosure of employees' benefits are given below:

- (i) Gratuity - Long Term Defined Benefit Plan (Unfunded) :-

The Company provides for Gratuity, covering eligible employees, in accordance with the Payment of Gratuity Act, 1972. In accordance with revised AS-15, "Employee Benefits", the Company has provided the liability on actuarial basis. As per the actuarial certificate the details of unfunded post employment defined benefit plan in respect of Gratuity are as follows:

I	Actuarial assumptions	Gratuity (₹ In Lacs) 2010-2011	Gratuity (₹ In Lacs) 2009-2010
	Particulars	1994-96 (Ultimate)	1994-96 (Ultimate)
	Mortality Table (LIC)	5% to 10%	5% to 10%
	Salary growth	7.90% to 8%	7.45% to 8%
	Discount rate		

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as demand and supply in employment market.

II	<b>Expense recognised in the income statement</b>		
	Current service cost	50.62	42.76
	Interest cost	8.63	6.96
	Net actuarial (gains)/losses recognised in the period	(7.72)	(25.32)
	<b>Total</b>	<b>51.53</b>	<b>24.40</b>
III	<b>Movement in present value of defined benefit obligation</b>		
	Obligation at the beginning of the year	106.09	95.67
	Current service cost	50.62	42.76
	Interest cost	8.63	6.96
	Actuarial (gains)/losses on obligation	(7.72)	(25.32)
	Benefits paid/ provision write back	(7.89)	(13.99)
	Past Service Cost	23.84	-
	<b>Obligation at the end of the year</b>	<b>173.57</b>	<b>106.08</b>

# CONSOLIDATING GROWTH

## SCHEDULES Forming Part Of The Consolidated Profit and Loss Accounts

### SCHEDULE "M" (Contd.)

Particulars	Gratuity (₹ In Lacs) 2010-2011	Gratuity (₹ In Lacs) 2009-2010
<b>IV Liabilities recognised in the balance sheet</b>		
Present value of obligations at the end of the year	<b>173.57</b>	106.08
Less: Fair value of plan assets at the end of the year	-	-
<b>Net liability recognised in the balance sheet</b>	<b>173.57</b>	<b>106.08</b>

Amounts for the current and previous three years are as follows:

	2010-2011	2009-2010	2008-2009	2007-2008
Defined benefit obligation	<b>173.57</b>	106.08	95.67	59.94
Experience adjustments on plan liabilities	<b>(6.36)</b>	(25.32)	11.71	(7.67)

#### (ii) Defined Contribution Plan :-

Contribution to Defined Contribution Plan, recognised as expense for the year, are as under:

	2010-2011	2009-2010
Employer's Contribution to Provident Fund	<b>103.64</b>	81.33
Employer's Contribution to Superannuation Fund	<b>9.00</b>	7.51
Employer's Contribution to Pension Scheme	<b>101.56</b>	75.50

### 6 Basic and Diluted Earnings per Share

	(₹ In Lacs ) 2010-2011	2009-2010
Net Profit after tax	<b>12,745.77</b>	9,066.13
Add :- Adjustment of Prior period items	<b>10.28</b>	(3.84)
Less :- Dividend on Preference Shares and tax thereon	<b>(1.74)</b>	(1.75)
Profit attributable to equity shareholders	<b>12,754.31</b>	9,060.54
Weighted Average no of equity shares outstanding during the year	<b>178,449,410</b>	178,449,410
Basic and Diluted Earning Per Share (₹)	<b>7.15</b>	5.08
Nominal Value per share (Re.)	<b>1.00</b>	1.00

### 7 As per Accounting Standard 18, "Related party Disclosures" disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

#### (A) (i) List of related parties and relationship

##### (i) Associates :-

- Searock Developers FZC .
- Urban Communication Infrastructure Private Limited
- Urban Energy Distribution Private Limited
- Urban Energy Generation Private Limited
- Urban Energy Transmission Private Limited
- Urban Infotech Solution Private Limited
- Urban Infrastructure Construction Private Limited
- Urban Infrastructure Holding Private Limited
- Urban Water Supply Private Limited

##### (ii) Key Managerial Personnel :-

- Shri J. K. Jain
- Shri Anand Jain
- Shri Virendra Jain
- Shri V. S. Pandit
- Shri Gaurav Jain
- Shri Parag Parekh
- Shri Dilip Shukla
- Shri Bijay Kumar Saraf

##### (iii) Relatives of Key Managerial Personnel :-

- Smt. Laxmi Jain Relative of Shri Gaurav Jain, Shri J.K.Jain, Shri Anand Jain and Shri Virendra Jain.
- Smt. Rina Jain Relative of Shri Virendra Jain, Shri J.K.Jain and Shri Anand Jain
- Smt. Sushma Jain Relative of Shri Anand Jain, Shri J.K.Jain and Shri Virendra Jain
- Shri Satyapal Jain Relative of Shri Gaurav Jain, Shri J.K.Jain, Shri Anand Jain and Shri Virendra Jain.

## **SCHEDULES Forming Part Of The Consolidated Profit and Loss Accounts**

### **SCHEDULE "M" (Contd.)**

- (iv) Enterprises over which Key Managerial Personnel and their relatives are able to exercise significant influence:-
- (a) Clean Pet
  - (b) Daman Plastic
  - (c) Poly-Resin Agencies (I) Limited
  - (d) Polysil Pipes
  - (e) Resin Distributors Limited
  - (f) Techfab (I) Industries Limited

(II) Transactions during the year with related parties :

Nature of Transaction	(₹ In Lacs)				
	Associates	Key Managerial Personnel	Other Related Parties	Relatives of Key managerial person	Total
<b>Preference Share</b>					
(a) Balance as at 31 <sup>st</sup> March, 2011	-	-	-	150,000.00	150,000.00
	(-)	(-)	(-)	(150,000.00)	(150,000.00)
<b>Fixed Assets</b>					
(a) Sold during the year	-	-	5.69	-	-
	(-)	(-)	(-)	(-)	(-)
<b>Investments</b>					
(a) Balance as at 31 <sup>st</sup> March, 2011	11,720.77	-	-	-	11,720.77
	(11,726.41)	(-)	(-)	(-)	(11,726.41)
<b>Sundry Debtors as at 31<sup>st</sup> March, 2011</b>	-	-	236.95	-	236.95
	(-)	(-)	(26.20)	(-)	(26.20)
<b>Loans and Advances</b>					
(a) Given/adjusted during the year	-	-	-	-	-
	(-)	(193.39)	(-)	(-)	(193.39)
(b) Returned/adjusted during the year	-	-	-	-	-
	(929.16)	(0.06)	(-)	(-)	( 929.22)
(c) Balance as at 31 <sup>st</sup> March, 2011	11,122.71	950.95	227.26	-	12300.92
	(9,824.43)	(950.95)	(222.95)	(-)	(10998.23)
<b>Sundry Creditors as at 31<sup>st</sup> March, 2011</b>	-	-	0.04	-	0.04
	(-)	(-)	(0.06)	(-)	(0.06)
<b>Sale and Services</b>					
(a) Sales	-	-	1,146.99	-	1,146.99
	(-)	(-)	(253.11)	(-)	(253.11)
<b>Other Income</b>					
(a) Miscellaneous Income	-	-	-	-	-
	(-)	(-)	(0.11)	(-)	(0.11)
<b>Purchase of Goods</b>	-	-	0.98	-	0.98
	(-)	(-)	(0.39)	(-)	(0.39)
<b>Discount on Raw Materials</b>	-	-	834.37	-	834.37
(Deducted from Purchases)	(-)	(-)	(1,153.22)	(-)	(1,153.22)
<b>Dividend on Preference shares</b>	-	-	-	1.50	1.50
	(-)	(-)	(-)	(1.50)	(1.50)
<b>Expenditure</b>					
(a) Directors' Remuneration and Perks	-	247.25	-	-	247.25
	(-)	(248.08)	(-)	(-)	(248.08)
(b) Directors' Sitting Fee	-	1.30	-	-	1.30
	(-)	(1.55)	(-)	(-)	(1.55)

## CONSOLIDATING GROWTH

Nature of Transaction	Associates	Key Managerial Personnel	Other Related Parties	Relatives of Key managerial person	Total
(c) Rent	- (-)	<b>70.35</b> (137.10)	- (-)	<b>120.15</b> (53.40)	<b>190.50</b> (190.50)
(d) Reimbursement of Expenses	- (-)	- (-)	- (0.04)	- (-)	- (0.04)
(e) Other Expenses	- (-)	- (-)	<b>2.35</b> (2.85)	- (-)	<b>2.35</b> (2.85)

Note:

Figures in bracket represent previous year's amounts

### Significant transactions with related parties:-

- i) Fixed Assets sold Includes ₹ **5.69 Lacs** (Previous Year ₹ NIL) to Techfab (I) Industries Limited.
- ii) Investment as at 31<sup>st</sup> March 2011, Includes ₹ **11,673.15 Lacs** (Previous Year ₹ 11,674.57 Lacs) in Urban Infrastructure Holding Pvt. Limited
- iii) Sundry debtors as on 31<sup>st</sup> March, 2011 Includes ₹ **236.95 Lacs** (Previous Year ₹ 26.20 Lacs) due from Tech Fab (I) Industries Limited.
- iv) Loans and advances as at 31<sup>st</sup> March 2011, includes ₹ **724.53 Lacs** (Previous Year ₹ 724.53 Lacs) from Shri V. S. Pandit and ₹ **226.42 Lacs** (Previous Year ₹ 226.42 Lacs) from Bijay Kumar Saraf
- v) Loans and advances includes Share Application Money of ₹ **8,522.71 Lacs** (Previous Year ₹ Nil Lacs) in Urban Infrastructure Holding Pvt. Limited.
- vi) Current Liabilities Includes ₹ **0.03 Lacs** (Previous Year ₹ Nil) due to Poly Resin Agencies (I) Limited.
- vii) Sales Includes ₹ **1,090.96 Lacs** (Previous Year ₹ 245.35 Lacs) sold to Techfab (I) Industries Limited.
- viii) Miscellaneous Income Includes ₹ **Nil** (Previous Year ₹ 0.11 Lacs) from Techfab (I) Industries Ltd.
- ix) Purchased Includes ₹ **0.98 Lacs** (Previous Year ₹ Nil) from Techfab (I) Industries Ltd. and ₹ **Nil** (Previous Year ₹ 0.39 Lacs) from Polysil Pipes.
- x) Discount on Raw material Includes ₹ **834.37 Lacs** (Previous Year ₹ 1,153.22 Lacs ) received from Resin Distributors Limited.
- xi) Dividend on Preference Shares paid Includes ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Sushma Jain, ₹ **0.55 Lacs** (Previous Year ₹ 0.55 Lacs) to Rina Jain and ₹ **0.45 Lacs** (Previous Year ₹ 0.45 Lacs) to Laxmi Jain.
- xii) Director remuneration and perks Includes ₹ **27.38 Lacs** (Previous Year ₹ 26.35 Lacs) paid to Gaurav Jain, ₹ **19.22 Lacs** (Previous Year ₹ 21.00 Lacs) paid to V. S. Pandit, ₹ **53.23 Lacs** (Previous Year ₹ 52.05 Lacs) paid to Dilip Shukla, ₹ **147.42 Lacs** (Previous Year ₹ 148.68 Lacs) paid to Parag Pareek,
- xiii) Directors' sitting fees Includes ₹ **1.00 Lacs** (Previous Year ₹ 0.85 Lacs) paid to Virendra Jain, ₹ **0.20 Lacs** (Previous Year ₹ 0.25 Lacs) paid to J.K. Jain, ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) to Gaurav Jain and ₹ **0.20 Lacs** (Previous Year ₹ 0.25 Lacs) paid to Anand Jain.
- xiv) Rent Expenditure includes ₹ **66.75 Lacs** (Previous Year ₹ 66.75 Lacs) paid to S.P Jain, ₹ **70.35 Lacs** (Previous Year ₹ 70.35 Lacs) paid to Anand Jain and ₹ **53.40 Lacs** (Previous Year ₹ 53.40 Lacs) paid to Rina Jain.
- xv) Reimbursement of expenses Includes ₹ **Nil** (Previous Year ₹ 0.04 Lacs) Paid to Techfab (I) Industries Ltd.
- xvi) Other Expenses Includes ₹ **2.18 Lacs** (Previous Year ₹ 2.77 Lacs) paid to Poly Resin Agencies (I) Limited and ₹ **Nil** (Previous Year ₹ 0.08 Lacs) paid to Resin Distributor Limited.



8 Segment information as per Accounting Standard – 17 on Segment Reporting for the year ended 31<sup>st</sup> March 2011.

i) Information about Primary (Product wise) Segments.

₹ in lacs

Particulars	Steel		Plastic Processing		Spinning		Real Estate		Assets Management		Other		Unallocated		Total	
	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010	2010-2011	2009-2010
<b>Segment Revenue</b>																
External Turnover	5,603.48	5,722.07	37,802.56	30,819.30	8,076.93	6,709.91	-	-	6,411.16	6,364.00	9.53	9.73	-	-	57,903.66	49,625.01
Inter Segment Turnover	-	-	33.89	41.98	-	-	-	-	-	-	-	-	-	-	-	-
Gross Turnover	5,603.48	5,722.07	37,836.45	30,861.28	8,076.93	6,709.91	-	-	6,411.16	6,364.00	9.53	9.73	-	-	57,903.66	49,625.01
Less : Excise duty recovered	323.41	319.16	2,646.06	1,786.59	11.16	31.28	-	-	510.22	519.64	-	-	-	-	3,496.85	2,656.67
Net Turnover	5,279.07	5,402.91	35,190.39	29,074.69	8,065.77	6,678.63	-	-	5,900.94	5,844.36	9.53	9.73	-	-	54,406.81	46,968.34
<b>Results</b>																
Segment Results	(53.15)	182.38	4,606.79	4,144.18	670.28	39.41	(101.92)	(163.09)	4,226.40	3,457.02	7.52	765.78	-	-	9,355.92	8,425.68
Unallocated Corporate Income (Net)	-	-	-	-	-	-	-	-	-	-	-	-	2,434.69	482.96	2,434.69	482.96
Operating Profit/ (Loss)	(53.15)	182.38	4,606.79	4,144.18	670.28	39.41	(101.92)	(163.09)	4,226.40	3,457.02	7.52	765.78	2,434.69	482.96	11,790.61	8,908.64
Interest & Finance Charges	28.11	51.43	21.84	14.75	118.95	188.12	0.66	0.84	179.07	12.30	0.02	-	11.63	0.06	360.28	267.50
Interest/ Dividend/ Rent Income	14.42	395.96	49.21	45.29	78.63	127.50	0.92	0.87	1,236.39	103.83	17.63	18.10	4,199.96	2,880.28	5,597.16	3,571.83
<b>Provision for Income Tax</b>																
Income Tax	-	-	-	-	-	-	-	-	-	-	-	-	4,277.41	3,088.63	4,277.41	3,088.63
Net Profit/(Loss) of Associates	(66.84)	526.91	4,634.16	4,174.72	629.96	(21.21)	(101.66)	(163.06)	5,283.72	3,548.55	25.13	783.88	2,345.61	274.35	12,750.08	9,124.14
<b>Other Information</b>																
Segment Assets	5,458.79	3,984.92	29,097.97	25,957.92	7,201.53	5,804.30	37,872.67	36,612.65	13,807.84	2,983.02	316.39	5,724.23	-	-	206,908.39	201,437.79
Unallocated Corporate Assets	-	-	-	-	-	-	-	-	-	-	-	-	206,908.39	201,437.79	206,908.39	201,437.79
<b>Total Assets</b>	5,458.79	3,984.92	29,097.97	25,957.92	7,201.53	5,804.30	37,872.67	36,612.65	13,807.84	2,983.02	316.39	5,724.23	206,908.39	201,437.79	300,663.58	282,504.83
<b>Segment Liabilities</b>	4,967.11	1,980.69	1,540.71	970.29	1,581.85	2,474.56	1,004.14	1,005.81	4,516.95	2,627.22	7.35	9.63	-	-	13,618.11	9,068.20
Unallocated Corporate Liabilities	-	-	-	-	-	-	-	-	-	-	-	-	4,809.58	3,595.02	4,809.58	3,595.02
<b>Total Liabilities</b>	4,967.11	1,980.69	1,540.71	970.29	1,581.85	2,474.56	1,004.14	1,005.81	4,516.95	2,627.22	7.35	9.63	4,809.58	3,595.02	18,427.69	12,663.22
<b>Capital Expenditure</b>	36.98	18.64	1,398.45	1,436.08	53.20	22.71	-	0.03	34.48	3.24	-	-	45.28	27.30	1,568.39	1,508.00
<b>Depreciation</b>	215.65	260.40	1,023.34	913.72	390.90	393.37	1.70	1.73	13.49	12.25	-	-	65.01	64.77	1,710.09	1,646.25
<b>Non - Cash Expenditure</b>	-	-	-	-	-	-	-	-	-	-	-	-	333.41	-	333.41	-

\* Total Gross Turnover is after elimination of inter segment turnover of ₹ 33.89 Lacs (Previous Year ₹ 41.98 Lacs)

Segment Result	0.27	-	0.45	0.79	0.15	(0.52)	(0.11)	(0.19)	(0.11)
Capital Employed	0.68	0.26	(0.47)	(0.11)	1	(1.19)	(0.11)	(0.11)	(0.11)

## CONSOLIDATING GROWTH

### ii) Notes:

- (a) Segments have been identified and reported taking into account, the differing risks and returns, the organization structure and the internal reporting system. These are organized into following main business segment based on products:

<b>Steel</b>	The Company is manufacturing CR/GP/GC Coils/ Sheets at Steel unit located at Nanded (Maharashtra)
<b>Plastic Processing</b>	The Company is manufacturing Woven sacks/ Fabrics at packaging units which are mainly located at Murbad (Maharashtra) , Khadoli, Athal (Silvassa) and Daman, Pritampura (Indore)
<b>Spinning</b>	The Company is manufacturing spinning yarn at its units located at Vasona Masat (Silvassa) and Sarigam (Gujarat)
<b>Real Estate</b>	The Real Estate Segment includes development of Land and Buildings.
<b>Assets Management</b>	The Assets Management activity Segment includes Investment Advisory Services.
<b>Others</b>	Other includes Non Banking Finance Activities, Trusteeship and Infrastructure Activities
<b>Unallocated</b>	Consists of expenses incurred at the Corporate level which relates to the Company as a whole, income from investments of surplus funds, Corporate Assets includes investments & ICDs

- (b) Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the Segments. Unallocated includes expenses incurred at the Corporate level which relates to the Company as a whole.

iii ) Secondary Segment Information (Geographical Segments)	(₹ In Lacs)	
1. Segment Revenue - External Turnover	<b>2010-2011</b>	2009-2010
- Within India	<b>57,729.46</b>	49,472.44
- Outside India	<b>174.20</b>	152.57
Total Revenue	<b>57,903.66</b>	49,625.01
2. Segment Assets		
- Within India	<b>289,075.58</b>	270,943.37
- Outside India	<b>11,588.00</b>	11,561.46
Total Assets	<b>300,663.58</b>	282,504.83
3. Segment Liability		
- Within India	<b>17,424.07</b>	11,668.16
- Outside India	<b>1,003.62</b>	995.06
Total Liability	<b>18,427.69</b>	12,663.22
4. Capital Expenditure		
- Within India	<b>1,568.39</b>	1,507.40
- Outside India	<b>-</b>	0.60
Total Capital Expenditure	<b>1,568.39</b>	1,508.00

## 9 Auditors' Remuneration

	(₹ In lacs)	
	2010-2011	2009-2010
Audit Fees	41.86	44.73
Tax Audit Fees	9.00	9.00
Certification Fees	24.98	24.99
Fee for Other Services	17.47	16.87
Out of Pocket Expenses	0.46	0.71
	<u>93.77</u>	<u>96.30</u>

## 10 Directors' Remuneration

	(₹ In lacs)	
	2010-2011	2009-2010
Salary	243.87	245.73
Perquisites	3.38	2.35
	<u>247.25</u>	<u>248.08</u>

**Note:** As the liability for gratuity, based on actuarial valuation, and insurance are provided for Company as a whole, the amount pertaining to the directors are not included above.

## 11 Disclosure of Financial and Derivative Instruments

a) The Company has not entered into any derivative contract during the year and hence outstanding derivative contract is Nil

	(₹ In lacs)	
	2010-2011	2009-2010
b)		
(i) Unhedged foreign currency exposure is as under :-		
Receivable	8,946.67	8,763.30
Investment in Foreign Associates	-	10.41

(ii) Details of Open Interest in Stock Futures -29/04/10 series contract :-

Name of Stock Future	No. of Contracts	Units Long	No. of Contracts	Units Long
State Bank of India 29/04/10 series	-	-	6.00	792.00

## 12 The details of Pre-operative expenditure :-

	(₹ In lacs)	
Particulars	2010-2011	2009-2010
Employee's Remuneration and Benefits	-	6.99
Electrical and Others	-	7.14
Power, Fuel and Water	-	3.11
Rates and Taxes	-	0.14
Insurance	-	0.29
Travelling and Conveyance	-	0.12
Other Expenses	-	1.76
Consumable and Stores	-	3.01
Repair and Maintenance	-	0.01
Total Expenses	<u>-</u>	<u>22.57</u>
Less :- Misc. Income	<u>-</u>	<u>0.03</u>
Total	<u>-</u>	<u>22.54</u>
Add Pre-operative expenses of previous year (net)	<u>-</u>	<u>37.89</u>
Less :- Allocated during the year	<u>-</u>	<u>60.43</u>
	<u>-</u>	<u>-</u>

**Note:** The expenses appearing in the Profit and Loss account are net off the above expenses.

## CONSOLIDATING GROWTH

		(₹ In lacs)	
	As at	As at	
13 Additional Information	31.03.2011	31.03.2010	
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance paid) (Cash outflow is expected on execution of such capital contracts)	618.83	78.34	
(b) Uncalled Liability on partly paid up share/ debenture (net of advance paid towards unpaid calls)	186.54	186.54	
(c) Contingent Liabilities			
(i) Claims against the Company not acknowledged as debts (Disputed liability in appeal)			
Income Tax *	6,641.37	-	
Excise Duty / Service Tax	135.44	110.03	
Railway Claims	95.83	95.83	
Sales Tax	26.84	-	
	6,899.48	205.86	
(ii) Bank Guarantees	837.12	962.37	
(Bank Guarantees are provided under contractual/legal obligation. No Cash outflow is probable)			

\* During the Financial Year 2009-10 Income tax department carried out search and seizure actions under section 132 of the Income Tax Act, 1961 ("Act") in the case of Jai Corp Group, its employees and close associates who were closely involved in the processing of acquiring the land. The group has received demands aggregating ₹ 6,587.95 Lacs under section 156 of the Act. The group has disputed the same and paid ₹ 706.00 Lacs under protest against the same and filed an appeal against the above order with CIT (A). The company has been advised that the above demands are not likely to be resulted into any material tax liability and hence no provision is considered necessary in respect of the above matter.

14 Excise duty	2010-2011	2009-2010
a) Excise duty shown as a reduction from Turnover	2,986.63	2,137.03
b) Excise duty charged to Profit and Loss Account being difference between closing and opening stock	66.13	(8.73)

15 The carrying amount of Investment in Associate Companies includes ₹ 39.90 Lacs as Capital Reserve arise on the date of acquisition of shares in its associates.

### 16 Net Goodwill / (Capital Reserve) on Consolidation consist of :-

	(₹ In lacs)	
	As at	As at
	31.03.2011	31.03.2010
Goodwill on consolidation	856.14	856.14
Capital Reserve on consolidation	349.95	349.95
<b>Net Goodwill/(Capital Reserve) on consolidation</b>	<b>506.19</b>	<b>506.19</b>

17 Oasis Holding (FZC) a subsidiary of the Company has made payment of ₹ 3,832.02 Lacs (Previous Year ₹ 3,813.51 Lacs) (AED 31,564,950) (Previous Year AED 312,00,000) for plot of leasehold land to be utilised for construction of labour camp. The leasehold land is situated in Dubai, UAE. The management is of the opinion that in the present market condition, the fair value of plot of land cannot be reasonably determined and therefore, the impairment amount, if any cannot be reasonably assessed. The purchase of one of the plots was terminated in earlier year and the resulting cancellation charges of ₹ 874.09 Lacs (Previous Year ₹ 879.84 Lacs) (AED 7,200,000) (Previous Year AED 7,200,000) were included in the cost of remaining plot of land.

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	(₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
	<b>(A) LONG TERM INVESTMENTS</b>					
	<b>(I) TRADE INVESTMENTS (UNQUOTED)</b>					
	<b>ASSOCIATE COMPANIES</b>					
	<b>IN EQUITY SHARES-FULLY PAID UP</b>					
	Urban Communications Infrastructure Pvt. Ltd	4,000	4,000	10	1.28	1.25
	Urban Energy Distribution Pvt. Ltd.	4,000	4,000	10	4.73	4.64
	Urban Energy Generation Pvt. Ltd.	4,000	4,000	10	-	-
	Urban Energy Transmission Pvt. Ltd.	4,000	4,000	10	2.71	2.80
	Urban Infotech Solutions Pvt. Ltd.	4,000	4,000	10	2.76	2.85
	Urban Infrastructure Construction Pvt. Ltd.	4,000	4,000	10	36.11	36.60
	Urban Infrastructure Holding Pvt. Ltd.	113,517,714	113,517,714	10	10,945.61	10,947.03
	Urban Water Supply Pvt. Ltd.	4,000	4,000	10	0.03	-
	Searock Developers FZC	50	50	AED 1	-	3.70
	<b>IN DEBENTURES-FULLY PAID UP</b>					
	Zero percent Optionally Fully Convertible Debentures of Urban Infrastructure Holding Pvt. Ltd.	727,540	727,540	100	727.54	727.54
	<b>Total [ii]</b>				11,720.77	11,726.41
	<b>OTHERS</b>					
	<b>IN EQUITY SHARES-FULLY PAID UP</b>					
	Mumbai SEZ Ltd.	126,341,463	126,341,463	10	13,219.09	13,219.09
	Rewas Ports Ltd.	50,000,000	50,000,000	10	5,000.00	5,000.00
	Spectra Power Distribution Pvt. Ltd.	1,800	1,800	10	0.18	0.18
	Urban Assets Reconstruction Pvt. Ltd.	1,800	1,800	10	0.18	0.18
	Urban Telecom Pvt. Ltd.	1,800	1,800	10	0.18	0.18
	Greenary Power Generation Pvt. Ltd.	1,800	1,800	10	0.18	0.18
	<b>IN UNITS- FULLY PAID UP</b>					
	HDFC India Real Estate Fund	88,548	99,268	1000	885.48	992.68
	Urban infrastructure Opportunity Fund	7,618.6	7,618.6	100000	8,557.27	8,557.27
	<b>Total [iii]</b>				27,662.56	27,769.76
	<b>Total Trade Investments [iv=i+ii+iii]</b>				39,383.33	39,496.17
	<b>(II) OTHER THAN TRADE INVESTMENTS</b>					
	<b>a) - UNQUOTED</b>					
	<b>IN EQUITY SHARES-FULLY PAID UP</b>					
	Applewoods Estate Pvt. Ltd.	6,700	6,700	10	0.67	0.67
	Earnest Tower Pvt. Ltd.	420,513	420,513	10	210.26	210.26
	Goldbricks Infrastructure Pvt. Ltd.	120,000	120,000	10	12.00	12.00
	Neelkanth Realty Pvt. Ltd. **	213,333	213,333	10	77.33	77.33
	Neelkanth Rice Lands Pvt. Ltd	80,000	80,000	10	8.00	8.00
	Nirmal Infrastructure Pvt. Ltd.	100,000	100,000	10	10.00	10.00
	Ozone Projects Pvt. Ltd.	957,133	957,133	10	463.91	463.91
	Ozone Urban Infra Developers Pvt. Ltd.	4	-	10	0.02	-
	Sterling Urban Infraprojects Pvt. Ltd.	600,000	600,000	10	60.00	60.00
	Supernal Realtors Pvt. Ltd.	26,667	26,667	10	2.67	2.67

# CONSOLIDATING GROWTH

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	(₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
	Vengas Realtors Pvt. Ltd	26,667	26,667	10	2.67	2.67
	Prestige Estate Projects Ltd.	8,007	8,007	10	0.80	0.80
	Sun Infrastructure Pvt. Ltd.	28,298	28,298	10	2.83	2.83
	Miday Multimedia Ltd.	-	16,500	10	-	8.43
	<b>IN EQUITY SHARES-PARTLY PAID UP</b>					
	Nilayami Realtors Pvt. Ltd.	106,000	106,000	10	5.30	5.30
	(Partly Paid ₹ 5/- each)					
	<b>IN UNITS- FULLY PAID UP</b>					
	LICMF Index Fund Nifty Dividend Plan	-	26,745,841	10	-	2,737.78
	Urban Infrastructure Venture Capital Fund - Class B	20,000	20,000	100	20.00	20.00
	<b>IN DEBENTURES FULLY PAID UP</b>					
	Zero Percent Fully Compulsorily Convertible Debentures of:					
	Appelwoods Estates Pvt. Ltd.	501	501	1000	5.01	5.01
	Goldbricks Infrastructure Pvt. Ltd.	128,000	128,000	100	128.00	128.00
	Goldbricks Infrastructure Pvt. Ltd. 'Series C'	150,000	150,000	100	150.00	150.00
	Neelkanth Realty Pvt. Ltd. **	33,600	33,600	100	33.60	33.60
	Neelkanth Rice Lands Pvt. Ltd	11,200	11,200	1000	112.00	112.00
	Nirmal Infrastructure Pvt. Ltd.	9,000	9,000	1000	90.00	90.00
	Sterling Urban Infraprojects Pvt. Ltd.	160,000	160,000	100	160.00	160.00
	Supernal Realtors Pvt. Ltd.	18,721	18,721	1000	187.21	187.21
	Vengal Realtors Pvt. Ltd.	26,733	26,733	1000	267.33	267.33
	Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Pvt. Ltd. Series - A	151,000	151,000	1000	1,510.00	1,510.00
	14.75% Fully Compulsorily Convertible Debentures of Ozone Urbana Infra Developers Pvt. Ltd.	154,441	-	518	800.00	-
	15.5 % Fully Compulsorily Convertible Debentures of Applewoods Estate Pvt. Ltd.	277,970	277,970	100	277.97	277.97
	Redeemable Non-Convertible Debentures of Citifinancial Consumer Finance India Ltd.	5,000	5,000	100000	5,000.00	5,000.00
	<b>IN DEBENTURES PARTLY PAID UP</b>					
	Zero Percent Fully Compulsorily Convertible Debentures of Nilayami Realtors Pvt. Ltd. (Partly Paid ₹ 10/- each)	8,480	8,480	1000	0.85	0.85
	Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Pvt. Ltd. Series - B (Partly Paid ₹ 586/- each)	23,500	23,500	1000	137.71	137.71
	<b>IN PREFERENCE SHARES -FULLY PAID UP</b>					
	0.01% Compulsory Convertible Preference Shares of Earnest Tower Pvt. Ltd.	1,742,504	1,742,504	10	871.25	871.25
	<b>IN OTHERS</b>					
	Investment in Agriculture Land				0.31	0.31

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	(₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
	Investment in Land				3,832.02	-
	<b>b) - QUOTED</b>					
	<b>IN EQUITY SHARES - FULLY PAID UP</b>					
	Aditya Birla Nuvo Ltd.	-	10,000	10	-	205.30
	Ambuja Cements Ltd.	-	5,100,000	2	-	2,373.65
	Century Textiles & Industries Ltd.	-	25,000	10	-	277.17
	Dalmiya Cement (Bharat) Ltd.	-	286,000	2	-	1,438.97
	The Federal Bank Ltd.	-	270,000	10	-	910.72
	Grasim Industries Ltd.	-	20,000	10	-	676.00
	ICICI Bank Ltd.	-	75,000	10	-	977.91
	IDEA Cellular Ltd.	-	480,600	10	-	442.37
	IDFC Ltd.	-	200,000	10	-	401.52
	Indiabulls Financial Services Ltd.	-	100,000	2	-	937.49
	Indiabulls Securities Ltd.	-	100,000	2	-	27.37
	Mahanagar Telephone Nigam Ltd.	-	1,014,800	10	-	816.95
	National Hydro Power Corporation Ltd.	-	253,678	10	-	91.32
	National Thermal Power Corp. Ltd.	-	550,000	10	-	1,493.23
	Piramal Life science Ltd.	-	2,500	10	-	14.07
	Reliance Communication Ltd.	-	533,100	5	-	1,909.87
	Reliance Industries Ltd.	3,522,000	4,747,012	10	47,747.75	64,355.23
	State Bank of India	-	908,723	10	-	19,200.35
	Akruti City Ltd	10	10	10	0.04	0.04
	Ajmera Realty & Infra India Ltd.	1	1	10	-	-
	Alpine Industries Ltd.	1	1	10	-	-
	Anant Raj Industries Ltd	5	5	2	0.01	0.01
	Ansal Buildwell Ltd	100	100	10	0.17	0.17
	Ansal Housing & Construction Ltd.	100	100	10	0.35	0.35
	Ansal Properties & Infrastructure Ltd.	1	1	5	-	-
	Arihant Foundation & Housing Ltd	1	1	10	-	-
	Ashiana Housing Ltd.	3	3	10	-	-
	Asahi Infrastructure & Projects Ltd	1	1	1	-	-
	Asian Hotels Ltd.	1	1	10	-	-
	BL Kashyap & Sons Ltd. (Previous Year ₹ 5/- Each)	10	1	1	-	-
	BSEL Infrastructure Reality Ltd.	10	10	10	0.01	0.01
	D.S.Kulkarni Developers Ltd.	10	10	10	0.02	0.02
	DLF Ltd.	1	1	2	0.01	0.01
	DB Realty Ltd of ₹10 each	1		10	-	-
	Diwan Housing and Finance Ltd.	1	1	10	-	-
	DMC International Ltd.	1	1	5	-	-
	EIH Ltd.	1	1	2	-	-
	EIH Associated Hotels Ltd.	1	1	10	-	-
	Eldeco Housing & Industries Ltd.	1	1	10	-	-
	ERA Infra Engineering Ltd.	5	5	2	-	-



# CONSOLIDATING GROWTH

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	(₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
	Ganesh Housing Corporation Ltd.	1	1	10	-	-
	GIC Housing Finance Ltd.	1	1	10	-	-
	Gruh Finance Ltd.	1	1	10	-	-
	HB Estate Developers Ltd.	1	1	10	-	-
	Hotel Leela Venture Ltd.	1	1	2	-	-
	Housing Development Finance Corporation Ltd. (Previous Year ₹ 10/- Each)	5	1	2	0.03	0.03
	Hindusthan Construction Company Ltd.	10	5	1	0.01	0.01
	Housing Development & Infrastructure Ltd.	1	1	10	0.01	0.01
	Indiabulls Real Estate Ltd.	1	1	2	0.01	0.01
	Indo-Asian Projects Ltd.	1	1	10	-	-
	IVRCL Assets & Holdings Ltd.	1	1	10	-	-
	IVRCL Infrastructure & Project Ltd.	2	1	2	-	-
	Jaypee Infratech Ltd.	1		10	-	-
	Kadamb Constructions Ltd.	5	5	2	-	-
	Kamawala Housing Constructions Ltd.	1	1	10	-	-
	Kolte Patil Developers Ltd.	1	1	10	-	-
	KSL & Industries Ltd.	11	11	4	0.01	0.01
	Lanco Infratech Ltd.	10	10	10	-	-
	Lancor Holdings Ltd.	1	1	2	-	-
	LIC Housing Finance Ltd (Previous Year ₹ 10/- Each)	5	1	2	-	-
	Lok Housing & Construction Ltd.	5	5	10	0.01	0.01
	Mahendra Lifespace Developers Ltd.	100	100	10	0.89	0.89
	Marg Ltd.	1	1	10	-	-
	Narendra Properties Ltd.	1	1	10	-	-
	Nila Infrastructure Ltd.	1	1	1	-	-
	Nitesh Estate Ltd.	1		10	-	-
	Omaxe Ltd.	450	450	10	1.40	1.40
	Orbit Corporation Ltd.	10	5	5	0.01	0.01
	Brigade Enterprises Ltd.	1	1	10	-	-
	The Ruby Mills Ltd.	1	1	10	0.01	0.01
	Pantaloon Retail (India) Ltd.	1	1	2	-	-
	Parsvnath Developers Ltd. (Previous Year ₹ 10/- Each)	200	100	5	0.47	0.47
	Peninsula Land Ltd.	10	10	2	0.01	0.01
	Prajay Engineers Syndicate Ltd.	5	5	10	0.01	0.01
	Prime Property Development Corp. Ltd.	1	1	5	-	-
	Provogue (India) Ltd.	5	5	2	-	-
	Purvankara Projects Ltd.	1	1	5	-	-
	Radhe Developers (India) Ltd.	100	100	10	-	-
	Regalia Realty Ltd.	1	1	10	-	-
	Rainbow Foundations Ltd.	1	1	10	-	-
	Rajeswari Foundations Ltd.	1	1	10	-	-

**18 DETAILS OF INVESTMENTS**

	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	(₹ in Lacs)	
	AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
SAAG RR Infra Ltd.	1	1	10	-	-
Shopper's Stop Ltd. (Previous Year ₹ 10/- Each)	2	1	5	0.01	0.01
Simplex Realty Ltd.	1	1	10	-	-
Sobha Developers Ltd.	10	10	10	0.08	0.08
Sunteck Realty Ltd.	5	5	2	0.02	0.02
Taj GVK Hotels & Resorts Ltd.	1	1	2	-	-
The Phoenix Mills Ltd.	5	5	2	0.02	0.02
Trent Ltd.	1	1	10	0.01	0.01
Tribhuvan Housing Ltd. (Previous Year ₹ 5/- Each)	5	1	1	-	-
Unitech Ltd.	200	200	2	0.49	0.49
Vijay Shanti Builders Ltd.	1	1	10	-	-
Vipul Ltd. (Previous Year ₹ 2/- Each)	10	5	1	0.01	0.01
<b>Total Other Than Trade Investment [v]</b>				<b>62,191.60</b>	<b>109,107.51</b>
<b>Total Long Term Investment [vi=iv+v]</b>				<b>101,574.93</b>	<b>148,603.68</b>
<b>IN CORPORATE BONDS/DEBENTURES</b>					
8.8 % Power Grid Corporation Ltd.	40	40	1250000	508.07	510.37
8.65% Rural Electrification Corporation Ltd.	50	50	1000000	473.47	473.47
11.25% Power Finance Corporation Ltd.	150	150	1000000	1,667.59	1,689.44
11.75% Jai Prakash Associates Ltd.	-	1,000	1000000	-	10,389.00
0% Kesoram Industries Ltd.	100	100	1100000	1,022.22	1,022.22
0% HDFC Ltd. 2011	100	100	1000000	1,038.88	1,038.88
0% LIC Housing Finance Ltd.	-	250	1000000	-	2,391.05
9.5% Mercator Lines Ltd.	100	-	1000000	1,000.00	-
11.50% Shriram Transport Finance Ltd.	1,000	-	100000	1,026.57	-
10.50% Srei Equipment Finance Pvt. Ltd.	1,000	-	100000	1,012.12	-
<b>In Equity Shares - Quoted fully paid up</b>					
Ansal Properties & Infrastructure Ltd	762,608	762,608	5	285.98	542.60
Bajaj Holdings & Investment Ltd.	4,500	4,500	10	35.81	27.34
Bombay Dyeing & Mfg. Co. Ltd.	35,200	35,200	10	129.10	193.85
Cinemax India Ltd.	7,815	7,815	10	3.29	4.98
Electrotherm (India) Ltd.	2,500	2,500	10	5.15	8.22
Essar Shipping Ltd.	43,494	44,494	10	17.44	17.84
Pipavav Shipyard Ltd.	-	32,955	10	-	19.11
The Indian Hotels Company Ltd.	194,532	194,532	1	140.85	140.85
State Bank of India Ltd.*	-	17,248	10	-	210.64
Tata Communication Ltd.	58,700	58,700	10	140.29	164.59
Bajaj Auto Ltd.	-	4,500	10	-	28.04
Bajaj Finserve Ltd.	4,500	4,500	5	23.59	15.05
<b>b) - UNQUOTED</b>					
<b>IN UNITS</b>					
Birla Sun Life Saving Fund Institutional-Growth	-	11,474,452	10	-	1,931.40

# CONSOLIDATING GROWTH

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE (₹ unless otherwise stated)	₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010		AS AT 31.03.2011	AS AT 31.03.2010
	Birla Sun Life Floating Rate Fund-Long Term-Institutional Growth	-	9,278,848	10	-	1,000.00
	Birla Cash Manager Inst. Plant Growth	636,897	-	10	100.17	-
	Birla Cash Plus Retail - Daily Dividend	198,951	153,572	10	32.57	25.14
	Birla Sunlife Short Term Opp. Fund-Retail Growth	131,267	-	10	20.02	-
	DSP BlackRock Liquidity Fund-Inst Plan-Growth	119,704	-	1000	1,678.05	-
	DSP BlackRock Cash Manager Fund-Institutional Plan-Growth	-	-	1000	-	-
	DSP BlackRock Strategic Bond Fund-Institutional Plan-Growth	-	-	1000	-	-
	Fidelity Ultra short Term Debt Fund Super Institutional-Growth	-	-	10	-	-
	JM Floater Fund-Short Term Plan- Growth Option (74)	-	-	10	-	-
	JM Money Manager Fund Super Plus Plan-Growth	1,344,692	101,514,027	10	171.78	12,761.50
	JM Money Manager Short Term Fund-Growth	36,086,753	-	10	5,000.00	-
	IDFC Fixed Maturity Plan Monthly Series 30	25,000,000	-	10	2,500.00	-
	LIC Nomura MF Liquid Fund Growth Plan	8,905,165	-	10	1,596.75	-
	ICICI Prudential Flexible Income Plan Premium-Growth	44,296	650,903	100	59.16	1,096.83
	ICICI Prudential Blended Plan B Institutional - Growth Option -II	11,386,063	-	10	1,200.00	-
	ICICI Prudential Liquid Super Institutional Plan-Growth	-	815,565	100	-	1,108.02
	ICICI Prudential Liquid Plan	3,836	3,670	100	4.55	4.35
	ICICI Prudential Liquid Plan	3,836	3,670	100	4.55	4.35
	ICICI Prudential Liquid Plan	3,836	3,670	100	4.55	4.35
	ICICI Prudential Liquid Plan	82,078	99,102	100	82.11	99.13
	L & T Fixed Maturity Plan Series 12-Plan 91 D-Mar-10-I-Growth	-	10,000,000	10	-	1,000.00
	Principal Money Manager fund-Institutional Plan Dividend Payout Monthly	-	2,884,449	10	-	300.00
	Principal Floating Rate Fund - FMP Dividend Reinvestment - Daily	-	-	-	-	-
	Principa Ultra Short Term Fund Daily Dividend	-	2,046,678	10	-	205.09
	Principal Ultra Short Term Fund - Dividend Reinvestment Monthly	2,033,705	-	10	213.77	-
	<b>IN COMMERCIALS PAPERS</b>					
	Aditya Birla Finance Ltd. 175D 09-May-2011	500	-	500000	2,439.84	-
	Aditya Birla Finance Ltd. 26D 25-April-2011	500	-	500000	2,479.69	-
	Aditya Birla Finance Ltd. 363D 25-July-2011	500	-	500000	2,322.17	-
	Afcon Infrastructure Ltd.364D 11-August-2011	1,000	-	500000	4,634.85	-
	DLF Limited CP 364D	-	1,000	500000	-	4,579.61

18	DETAILS OF INVESTMENTS	QUANTITY (Nos.)		FACE VALUE	(₹ in Lacs)	
		AS AT 31.03.2011	AS AT 31.03.2010	(₹ unless otherwise stated) AS AT 31.03.2011	AS AT 31.03.2010	
	IL & FS Financial Services Ltd. 315D 19-Dec-2011	1,000		500000	4,577.32	-
	India Infoline Investment Services Ltd. 90D 08-July-2011	500		500000	2,428.15	-
	J M Financial Services Pvt. Ltd. CP 90D 02-July-2011	1,000	-	500000	4,866.21	-
	Reliance Capital Ltd.CP 90D 12-May-2011	500	-	500000	2,437.49	-
	Tata Capital Housing Finance Ltd CP 364D 26-July-2011	500	-	500000	2,321.71	-
	Tata Capital Ltd CP 364D 04-August-2011	1,000	-	500000	4,639.14	-
	Tata Motors Finance Ltd.CP 91D 02-July-2011	500	-	500000	2,436.22	-
	IN CERTIFICATE OF DEPOSITS					
	Canara Bank CD 07AP11	2,500	-	100000	2,492.93	-
	Corporation Bank CD 08A P11	2,500	-	100000	2,492.15	-
	IN OTHERS					
	Pass Through Certificate (PTC) Issued by Pioneer Trust 2010.	250	-	1000000	2,500.00	-
	Total Current Investment [vii]				64,266.32	43,007.31
	TOTAL INVESTMENT [viii=vi+vii]				165,841.25	191,610.99

- 1 The Current Investments are net of provision for diminution in value of ₹ **745.97 Lacs** (Previous year ₹ 412.55 Lacs).
- 2 \* Equity Share of State Bank of India Ltd. Current Year **Nil** (Previous year 5,248) shares are pledged as security with the broker
- 3 \*\* Original Share/Debenture Certificates have been misplaced and steps are being taken to obtain Duplicate Certificates.
- 19 The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary. Amount and other disclosures for the preceding year are included as an internal part of the current year financial statements and are to be read in relation to the amount and other disclosures relating to the current year.

As per our report of even date

For **Chaturvedi & Shah**  
Firm Reg. No. 101720W  
Chartered Accountants

For **S.R. Batliboi & Co.**  
Firm Reg. No. 301003E  
Chartered Accountants

For and on behalf of the Board of Directors

**Gaurav Jain**  
Managing Director

**V. S. Pandit**  
Director (Works)

**R. Koria**  
Partner  
Membership No : 35629

**per Vijay Maniar**  
Partner  
Membership No : 36738

**R.K.Mundra**  
Chief Financial Officer

**A. Datta**  
Company Secretary

**Place:** Mumbai

**Date :** 26<sup>th</sup> May, 2011

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## NOTES

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## NOTES

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## Sub: Green Initiative in the Corporate Governance

Dear Shareholder,

The Government of India, Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by allowing the companies to comply with the requirements of the Companies Act, 1956 in a paperless manner by allowing them to send communications through electronic mode. In accordance with Circular no. 17/2011 dated 21.04.2011 and Circular no. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, companies can now send various notices/ documents, including annual reports, to their shareholders through electronic mode at the registered e- mail addresses of the shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholders to contribute towards a greener environment. This is a golden opportunity for every shareholder of Jai Corp Limited to contribute to the Corporate Social Responsibility initiative of the Company. Further, it will ensure instant and definite receipt of the all notices/documents by you.

We, therefore, invite all our shareholders to contribute to the said initiative by filling up the form given below and send it at the following address:

**Karvy Computershare Private Limited(Unit: Jai Corp Limited)**  
**Plot No.17-24, Vittal Rao Nagar, Madhapur, Hyderabad - 500 081,**  
**Tel: 040-44655000, Fax :040-23420814,**  
**Email: einward.ris@karvy.com**

The form given below is also available at the website of the Company at [www.jaicorpindia.com](http://www.jaicorpindia.com)

Please note that as a member of the Company you will be entitled to receive all such communications in physical form also, upon making specific requests.

Thanking you,  
 Yours faithfully,  
 for **Jai Corp Limited**

**A. Datta**  
 Company Secretary

### E-COMMUNICATION REGISTRATION FORM

(Pursuant to Circular nos. 17/2011 dated 21.04.2011 and. 18/2011 dated 29.04.2011  
 issued by the Ministry of Corporate Affairs)

Folio No./ DP ID & Client ID : .....  
 Name of First Registered Shareholder : .....  
 Name(s) of Joint Shareholder(s) : .....  
 Registered Address : .....  
 .....  
 .....  
 E-mail address (to be registered) : .....

I/we, shareholder(s) of Jai Corp Limited agree to receive all communication from the Company in electronic mode. Please register the above mentioned e-mail address in your records for sending communication through electronic mode.

Dated:.....

Signature of First Holder : .....

**Note:** Shareholder(s) are requested to keep the Company/Depository Participants informed as and when there is any change in their registered e-mail address.





## Jai Corp Limited

Regd. Office: A-3, M.I.D.C. Indl. Area, Nanded- 431 603, Maharashtra

### ATTENDANCE SLIP

**26<sup>TH</sup> ANNUAL GENERAL MEETING, SEPTEMBER 23, 2011**

I, hereby, record my presence at the **TWENTY- SIXTH ANNUAL GENERAL MEETING** of the Company at A-3, M.I.D.C. Industrial Area, Nanded- 431 603, Maharashtra on Friday, the 23<sup>rd</sup> day of September , 2011 at 10.00 a.m.

D.P.ID	
Client ID	

Folio No.	
No. of Shares held	

Full name of the Shareholder/Proxy (in block letters)

Signature

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



## Jai Corp Limited

Regd. Office: A-3, M.I.D.C. Indl. Area, Nanded- 431 603, Maharashtra

### FORM OF PROXY

D.P.ID	
Client ID	

Folio No.	
No. of Shares held	

I/We ..... of .....

.....in the district of ..... being a member(s) of the above named Company,

hereby appoint ..... of ..... in the district of

..... or failing him .....of .....in the district of

.....as my/our proxy to vote for me/us on my/our behalf at the **TWENTY-SIXTH ANNUAL GENERAL MEETING** of the Company to be held at A-3, M.I.D.C. Indl. Area, Nanded- 431 603, Maharashtra on Friday, the 23<sup>rd</sup> day of September, 2011 at 10:00 a.m. and at any adjournment(s) thereof.

Signed this ..... day of ..... 2011

Signature of shareholder .....

Affix  
Revenue  
Stamp

Note: 1. The proxy needs not be a member

2. The Proxy Form duly signed across revenue stamp should be deposited at the Registered Office of the Company not later than 48 hours before the time of the meeting.









**Corporate Office:**

12 B Mittal Tower, Nariman Point, Mumbai - 400021 India

Tel : +91-22-6115 5300 Fax : +91-22-22875197

**Registered Office**

A-3, M.I.D.C. Indl. Area, Nanded-431 603, Maharashtra, India

[www.jaicorpindia.com](http://www.jaicorpindia.com)