

Sustainable Growth



2011-12
ANNUAL REPORT

INDEX

Sustainable Growth	02
Chairman - Emeritus's Message	03
Chairman's Message.....	04
About Us	06
Company Information	07
Notice of Annual General Meeting.....	08
Management Discussion and Analysis.....	11
Directors' Report.....	17
Report on Corporate Governance	23
Certificate of Corporate Governance.....	39
Auditors' Report.....	40
Balance Sheet	44
Statement of Profit and Loss	45
Cash Flow Statement	46
Notes on Financial Statements.....	48
Financial Information of Subsidiary Companies	77
Auditors' Report on Consolidated Financial Statements	79
Consolidated Balance Sheet	80
Consolidated Statement of Profit and Loss	81
Consolidated Cash Flow Statement	82
Notes on Consolidated Financial Statements.....	84
Attendance Slip and Proxy	119

SUSTAINABLE GROWTH

The World continues to move from one crisis to another

No sooner are we seeing resolution of a crisis, a new one pops up

Countries that were considered advanced and developed are in trouble

There is lack of coherent economic policy across the world

We need a new order to be developed and new ideas to be generated

Domestically too, we have a golden opportunity to buck the trend, but we need strong conviction

India has an opportunity today to be the beacon of growth

We need to have a steadfast resolve and faith in ourselves

We are passing through trying time

Only those with firm resolve and a strong plan can come out winner

We believe that we have in us what it takes to ride this tide

We are unwavering in our long term vision, while fine tuning to meet the reality of the present

We promised last year to consolidate and be ready for the next phase of growth

We are seeing numerous growth opportunities, but not rushing to chase them

We are not only growing our existing profitable businesses we are doing so at lower cost

We have cut down cost and that is reflected in our numbers

We will build on this momentum and increase capacity competitively

Growth for the sake of growth can work only in the short term

In the long run we have to embrace sustainable growth.

2012 – 13 will see increased capacity in past growing polymer business reflecting sustainable growth

Our core strength lies in our people. Time and events cannot erode that. They have stood with us in tough times and shall reap the benefits as we prosper ... reason for sustainable growth

We will create value for all our stakeholders ... on a sustainable basis..... Sustainable Growth

MESSAGE FROM THE CHAIRMAN-EMERITUS



Dear Fellow Shareowners,

The story of economic recovery from the global financial crisis remains extremely fragile. Continuing risks to economic health include high unemployment, debt and low growth in developed countries and shortage of financing for developing countries.

We at Jai Corp will continue to frame our business plans, based on our core competencies that will add more value to our products and services. We always maintain that our performance and growth are intrinsically linked with the sustenance and development of the communities in which we operate. We have always given the highest priority to our programmes engaging various sections of the society. We feel that these activities are our humble homage to the society.

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

I thank all our shareholders who have consistently reinforced their faith and trust in the Company. I am confident that we will strive hard to create sustainable growth for all our stakeholders.

I thank our Board of Directors for their valuable insight, constant support and guidance at every stage. I also thank our stakeholders for their unstinted support.

With best wishes,

Sincerely,

Jai Kumar Jain

Chairman- Emeritus

11th August, 2012

MESSAGE FROM THE CHAIRMAN



Dear Fellow Shareowners,

In the financial year ended 31st March, 2012 your Company's turnover increased by 27.43% from 513.09 crore in 2010-11 to 653.82 crore and the net profit increased by 6.97% from 92.48 crore in 2010-11 to 98.93 crore.

It was expected that in 2011-12 the Indian economy would be able to continue with its above 8% growth. However, a combination of worsening international conditions and a difficult domestic environment resulted in a much lower growth rate of around 7%.

The Organisation for Economic Co-operation and Development (OECD) Secretary-General Angel Gurría said during the launch of the 2012 OECD Economic Outlook: "With slow growth, high unemployment and limited room for manoeuvre regarding macroeconomic policy space, structural reforms are the short-run remedy to spur growth and boost confidence". It is expected that weak recovery to resume in the major advanced economies and activity is likely remain relatively stable in most emerging and developing economies.

The Reserve Bank of India in its Monthly Bulletin for August 2012 has found that the results for the first quarter of 2012-13 showed a reversal of the marginal improvement in business sentiments of manufacturing sector observed in the fourth quarter of 2011-12. Index of Industrial Production (IIP) data show a drop of 1.8% in June, with capital goods slumping 28% & manufacturing 3.2%.

The process of reforms in the country has to be accelerated. More investments, faster approvals are the need of the hour. The central government must take the initiative to assuage the sentiments of the investors by having a stable and pragmatic economic policy.

Our traditional business of plastic processing delivered a robust performance. The steel business turned around and posted a profit for the year. The results for the first quarter are also encouraging. The investments in the real estate sector are long-term in nature and are expected to unlock their potential value in the coming years.

Our asset management business showed a good performance. We manage and advise a collective corpus of approximately 2,434 crore. The funds' investments are focused on and mix – use development projects including large townships. The Urban Infrastructure Opportunities Fund has refunded 322 crore to its investors by way of repurchase of units and return of capital.

Special Economic Zones (SEZs) were envisaged to be engines for rapid economic growth, for increasing India's exports and would have contributed to India becoming a super power. However global slowdown has put a dampener on this and no SEZs, except a handful in India have been successful. Our SEZs are not operational as approvals have been slow and land acquisitions have not been very smooth. The future growth of the SEZs will depend on improved business sentiments in the general global economy.

As a prudent strategy, we continue to focus on our core business and have gone through a consolidation phase. We are now looking at a sustainable growth in all our existing businesses.

I strongly believe that your Company's business strategy and operational quality along with the relentless effort of our entire team has helped your Company achieve this performance in a very challenging environment.

Our focus will be to deliver superior performance and achieve sustainable growth for all our stakeholders.

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

11th August, 2012

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 91,000. 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
& CHIEF ACCOUNTS OFFICER

Pramod Kumar Jaiswal

COMPANY SECRETARY &
COMPLAINEE 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

Tel: +91-22-61155300

Fax:+91-22--22875197

CORPORATE OFFICE

12-B, Mittal Tower,

Nariman Point,

Mumbai-400 021

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. Indl.
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 AGENT

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

Website : www.karvy.com

AUDITORS

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

NOTICE

NOTICE

NOTICE is hereby given that the Twenty-seventh Annual General Meeting of the Members of Jai Corp Limited will be held on Wednesday the 26th day of September, 2012 at 10.00 am at the Registered Office of the Company at A-3, M.I.D.C. Industrial Area, Nanded-431603, Maharashtra to transact the following businesses:

AS ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at March 31, 2012, Statement of Profit and Loss 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 Vasudeo Srinivas Pandit, who retires by rotation and being eligible, offers him for re-appointment.
5. To appoint a Director in place of Shri Dady Kaikhushru Contractor, who retires by rotation and being eligible, offers him for re-appointment.
6. To appoint a Director in place of Shri Sachin Nath Chaturvedi who retires by rotation and being eligible, offers him for re-appointment.
7. To appoint Messrs Chaturvedi & Shah, Chartered Accountants, as the Auditor 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 an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 198,269,309,310 and Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, the Company hereby approves of the appointment of Shri Vasudeo Srinivas Pandit as the Director – Works of the Company for a further period of 3(three) years with effect from 1st April, 2012 upon the terms and further conditions, including remuneration and minimum remuneration as set out in the Agreement to be entered into between the Company and Shri Vasudeo Srinivas Pandit, a draft whereof is placed before this meeting and

is hereby approved with the authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or Agreement so long as the same is within the limits specified under Sections 198,269,309,310 and Schedule XIII to the Companies Act, 1956 or any statutory modification or re-enactment thereof, for the time being in any force, as may be agreed between the Board of Directors and Shri Vasudeo Srinivas Pandit;

RESOLVED FURTHER THAT the amount of remuneration to Shri Vasudeo Srinivas Pandit in a financial year shall not exceed the ceiling of 5% of the net profits of that financial year and 10% of the net profits to all such managerial personnel taken together in that financial as laid down in Schedule XIII to the Companies Act, 1956;

RESOLVED FURTHER THAT in the event of any statutory amendment, modification, and/or relaxation by the Central Government to the Schedule XIII or to any of the Sections of the Companies Act, 1956 the Board Directors be and are hereby authorized to vary or increase the remuneration within such prescribed limit and the aforesaid Agreement between the Company and Shri Vasudeo Srinivas Pandit be suitably amended to give effect to such amendments, modifications, relaxations and/or variation without any further reference to the members in a general meeting;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Mumbai
8th August, 2012

A. Datta
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 ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** 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 commencement of 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 18th day of September, 2012 to Wednesday, the 26th day of September, 2012 (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 17th September, 2012.
 5. Un-paid/ un-claimed dividend for the financial years 2007-08, 2008-09, 2009-10 and 2010-11 will be transferred to the Investor Education and Protection Fund on or after 01st October, 2015, 29th October, 2016, 06th October, 2017 and 22nd October, 2018 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 Share 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 physical form in identical order of names in more than one folio are requested to send to the Company's Registrar and Share 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 certificate 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 Share Transfer Agent, Messrs Karvy Computershare Private Limited.
 9. Brief resume of all Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas, names of other companies in which they hold directorships and memberships/ chairmanships of Committees of the Board, shareholdings and relationships between Directors *inter se* as 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.
 10. Messrs S.R. Batliboi & Co., Chartered Accountants, (Registration No. 301003E issued by the Institute of Chartered Accountants of India) were the joint auditors of the Company along with Messrs Chaturvedi & Shah, Chartered Accountants, (Registration No. 101720 W issued by the Institute of Chartered Accountants of India). Messrs S.R. Batliboi & Co. has given to the Company a notice in writing expressing their unwillingness to be re-appointed and stating that they will not seek re-appointment due to other commitments. The Board of Directors places on record its sincere appreciation of the services rendered by Messrs S.R. Batliboi & Co.

The Board of Directors, on recommendation of the Audit Committee, has proposed to appoint Messrs Chaturvedi & Shah as the auditor of the Company.

By Order of the Board of Directors

Mumbai
8th August, 2012

A. Datta
Company Secretary

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

Item Nos. 8:

The Board of Directors (hereafter "the Board") at in their meeting held on 13th February, 2012 re-appointed Shri Vasudeo Srinivas Pandit as Director – Works of the Company for a period of three years commencing from 1st April, 2012 up to 31st March, 2015. Shri Vasudeo Srinivas Pandit was appointed as the Director – Works for the first time on 1st April, 1997 and was re-appointed at the expiry of his earlier tenures. The appointment of Shri Vasudeo Srinivas Pandit is subject to the provisions of Sections 198,269,309,310 and all other applicable provisions, if any of the Companies Act, 1956 (hereafter referred to as "the Act") read with Schedule XIII to the Act. The draft Agreement proposed to be entered into with Shri Vasudeo Srinivas Pandit, *inter-alia*, contains the following terms: **Salary:** not exceeding ₹ 3,00,000/- per month. **Commission:** In addition to salary and perquisites, based on the net profits of the Company in a particular financial year computed in the manner laid down in Section 309(5) of the Act, as may be approved by the Board not exceeding the limits laid down in Section 309(3) of the Act.

Perquisites and Allowances: Accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical expenses/re-imburement for self and his family

including dependents, leave travel concession for self and his family including dependents, club fees, medical insurance and such other perquisites and allowances as agreed/authorized by the Board up to ₹ 3,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Act. The minimum remuneration payable to Shri Vasudeo Srinivas Pandit in the event of loss or inadequacy of profits in any financial year during the period of his appointment will be subject to a maximum ceiling of ₹ 24,00,000/- per annum or up to ₹ 2,00,000/- per month, including the perquisites as set out in Part II Section II of Schedule XIII to the Companies Act, 1956.

The Board commends the passing of this resolution as an Ordinary Resolution. The draft Agreement proposed to be entered into between the Company and Shri Vasudeo Srinivas Pandit is available for inspection by the Members of the Company at the Registered Office of the Company between 11.00am and 2.00pm on any working day of the Company, up to the date of the meeting. The above may be treated as abstract of the Agreement proposed to be entered into between the Company and Shri Vasudeo Srinivas Pandit pursuant to Section 302 of the Companies Act, 1956. No Director other than Shri Vasudeo Srinivas Pandit is, in any way, considered concerned or interested in this resolution except as a member of the Company.

By Order of the Board of Directors

Mumbai
8th August, 2012

A. Datta
Company Secretary

Management Discussion and Analysis

Forward-looking Statement

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

The financial year (FY) 2011-12 saw the Indian economy striving to maintain growth with price stability. The Eurozone crisis also had its impact on the Indian economy. The estimates of the Central Statistics Office place the economic growth at 6.5 per cent for the year 2011-12. The preceding two years saw a growth rate of around 8.4 per cent. The Gross Domestic Product (GDP) at factor cost at constant (2004-05) prices is now estimated to be ₹ 52,02,515 crore. Jai Corp showed a robust performance in this difficult environment and has reported a strong financial performance. Key financial performance indicators for FY 2011-12 are as under:

- The gross turnover increased by 27.43 per cent to ₹ 653.82 crore in FY 2011-12 from ₹ 513.09 crore in FY 2010-11.
- The total EBITDA increased by 16.90 per cent to ₹ 157.64 crore in FY 2011-12 from ₹ 134.85 crore in FY 2010-11.
- The Net Profit increased by 6.97 percent to ₹ 98.93 crore in FY 2011-12 from ₹ 92.48 crore in FY 2010-11.

Business Review

Urban Integrated Infrastructure

Sector Overview:

India is urbanizing very fast. It is expected that India's urban population will be nearly 600 million by 2031. Urban sector is expected to play a critical role in sustaining high growth of the Indian economy and in the structural transformation of the economy. As per the provisional data released by the Census of India with reference to the census 2011, the Indian population has increased by more than 181 million in the decade 2001-2011. The growth of urban population is estimated to be 9.1 percent. The level of urbanization increased from 27.81 percent in 2001 Census to 31.16 percent

in 2011 census. The High Powered Expert Committee for Estimating the Investment Requirements for Urban Infrastructure Services in its 2011 Report on Indian Urban Infrastructure and Services has estimated that investment of ₹ 39.2 lakh crore (at 2009-10 prices) will be required in urban infrastructure during a 20 year period between 2012-31 to sustain the expected growth in urbanization. To meet such huge demand in investments the private sector has to be an active participant in the urban development. The Finance Minister in his budget speech of 2012 stated: *"lack of adequate infrastructure is a major constraint on our growth. The strategy we have followed so far is to increase investment in infrastructure through a combination of public investment and public private partnerships (PPP). During the Twelfth Plan period, infrastructure investment will go up to ₹ 50 lakh crore. About half of this is expected to come from private sector."*

Special Economic Zones (SEZs)-

Outlook for SEZs in India

The Special Economic Zones Act, 2005, was passed by Parliament in May, 2005 which received Presidential assent on the 23rd June, 2005. The SEZ Act, 2005, supported by SEZ Rules, came into effect on 10th February, 2006, providing for simplification of procedures and for single window clearance on matters relating to central as well as state governments. The SEZ Act 2005 envisages key role for the State Governments in export promotion and creation of related infrastructure. A single window SEZ approval mechanism has been provided through a 19 member inter-ministerial SEZ Board of Approval (BoA). The applications duly recommended by the respective State Governments/UT Administration are considered by this BoA periodically. All decisions of the BOA are with consensus. The SEZ Rules provide for different

SUSTAINABLE GROWTH

minimum land requirement for different class of SEZs. Every SEZ is divided into a processing area where the SEZ units would come up and the non-processing area where the supporting infrastructure is to be created. As per data released by the Ministry of Commerce & Industry, as at 17th July, 2012 there were 389 notified SEZs in India and the number of operational SEZs were 153 as at 31st March, 2012. The total exports from SEZs stood at ₹ 3,64,477.73 crore as at 31st March, 2012, a growth of 15.39 percent over the exports of the corresponding period of FY 2010-11.

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

I- Navi Mumbai SEZ Private Limited (NMSEZ)

Performance Overview:

NMSEZ has commenced horizontal and vertical development of SEZ in a phased manner. NMSEZ is facing the demand constraints due to world wide recession and financial crisis in many European countries. The Maharashtra SEZ Act is still to be enacted. This bill has been introduced in the Maharashtra Legislature, but is awaiting enactment since quite some time. In absence of fiscal incentives in the State, it is not very easy to attract the units in the SEZ. The amendments to certain Income-tax provisions are also making the SEZs less attractive. In short SEZs are facing troubled times and way forward is going to be challenging. The BOA has granted extension of validity of its formal approvals to Dronagiri and Kalamboli nodes up to July 2013 and Ulwe (Water Front) node up to October/November 2013.

II- Mumbai SEZ Limited(MSEZ)

Performance Overview:

MSEZ has acquired land in Uran, Pen and Panvel areas in the state of Maharashtra. So far, consent award and sale deeds have been executed for around 4,600 acres. The subject land is not contiguous. Once the amendment to Land Acquisition Act 1894, is enacted by the Parliament, MSEZ would attempt to make the land contiguous. The BOA has granted extension of the in-principle approval up to August 2013.

III- Rewas Ports Limited (RPL)

Performance Overview:

All statutory approvals have been obtained. RPL has signed the lease deed for 839 hectares (HA) of inter tidal land. The government land of about 167 Ha is expected to be transferred to the company by

September 2012. As soon as the land is transferred, RPL will take steps for submitting its application for financing. RPL is also in advanced discussion with Indian Railways and Government of Maharashtra in order to firm up the rail and road connectivity of the port with the hinter land. RPL 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.

Real Estate

Sector Overview

The Real Estate sector is one of the major contributors to the GDP and is one of the largest sectors in terms of Foreign Direct Investment (FDI) inflow in the country. As per Economic Survey of 2012, the combined share of financial and non-financial services, computer hardware and software, telecommunications, the construction sector and housing and real estate sector is 48.4% of the FDI inflows between April 2000 - December 2011. The Survey has also stated that with the hardening of the interest rates there is real worry for the real estate ownership of dwellings and business service segment which has already started to decelerate. The Finance Minister in his 2012 budget speech *inter alia* stated various proposals to address the shortage of housing for low income groups in major cities and towns including allowing External Commercial Borrowing (ECB) for low cost housing projects and setting up of a credit guarantee trust fund.

Performance Overview:

Certain subsidiaries of Jai Corp have acquired land. The same may be consolidated for the purpose of development subject to the applicable legislations at that point of time. The Company is of the view that any presumed fall in the current valuation of land held by some of the subsidiary companies is a temporary phenomenon. These are long-term investments and in the course of time are expected to realise their fair value.

Asset Management

Sector Overview:

The Indian asset management had witnessed unprecedented growth in recent years. Even though the industry has witnessed a slowdown in the last FY, with a compound annual growth rate (CAGR) of 13.81 per cent between 2007 and 2012, Indian Mutual Fund industry is still one of the fastest growing asset management industries in the world.

Private Equity investments in Real Estate sector have grown exponentially in the last 5-6 years. The total outstanding investments by Indian venture capital funds and foreign entities in real estate sector have grown from less than USD 1 billion in 2005 to more than USD 14 billion by 2011. Since 2011, the industry focus has shifted towards demonstrating exits from their investments.

With penetration of Mutual Funds, Insurance and Pension Funds still far below global averages, the industry is not yet past its growth period. The current slowdown in the industry is a temporary phenomenon fuelled by uncertainty in Europe and slowing growth of Indian economy. However, this is not expected to last long once the effect of reversion of interest rate cycle trickles down the economy. The multiplying growth of high networth individuals in India will continue to fuel demand for private equity investments.

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 crore.

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

The Funds' investments are focused 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 2011-12, UIVCL earned an income of ₹ 77.11 crore and profit after tax of ₹ 38.68 crore. The net profit margin grew to 50 percent from 47 percent in the earlier year.

Till now, UIOF has refunded ₹ 322 crore to its contributors by way of repurchase of units and return of capital/profits. Achieving exits have been difficult for the entire private equity real estate segment with about only 20 percent of investments getting exit till now. During the current year, the Company's focus for the Funds would continue to be exploring actively exits from the portfolio investments and execution of the projects.

Steel Division

Sector Overview:

As per Ministry of Steel's website, India was the world's fourth largest producer of crude steel, the largest producer of sponge iron or direct reduced iron (DRI). The World Steel Association has projected growth in apparent steel use in India by 6.9 percent in 2012 and by 9.4 percent in 2013. With the de-regulation of price of steel, price is determined by the market forces. Price of steel in the domestic market is *inter alia* dependent upon raw material prices, demand- supply gap, trends in the international market.

Performance Overview:

Jai Corp manufactures cold rolled coils, galvanized coils and galvanized corrugated sheets at its Nanded unit in Maharashtra. During 2011-12, there was an improvement in the demand for the Company's products and the Company was able to service higher job work. In FY 2011-12 the Company achieved production (including job work) of 53,438 Metric Tonne(MT) of coiled rolled coils (CR) and 55,734 MT of galvanized plain and galvanized corrugated steel sheets (GP/GC) sheets as compared to 46,932 MT and 48,469 MT respectively FY 2010-11 an increase of about 14 percent and 15 percent respectively.

Plastic Processing Division

Tape Woven Products

Sector Overview:

The usage of polyethylene (PE)/ polypropylene (PP) woven tape products like sacks, bags, Flexible Intermediate Bulk Containers (FIBCs), fabrics, geotextiles etc. has been growing at the rate of about 15% 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 Biaxially-Oriented Polypropylene (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 produced 45,483 MT in FY 2011-12 as compared to 37,721 MT in 2010-11, an increase of about 21 percent. The net turnover increased by about 33 percent to ₹ 431.99 crore in FY 2011-12 as compared to last year's net turnover of ₹ 324.70 crore. The Company's exports also increased from 3,357 MT in FY 2010-11 to 4,819 MT in 2011-12 an increase of about 44 percent. The FOB value of the exports increased by about 63 percent from ₹ 36.48 crore in FY 2010-11 to ₹ 59.51 crore in FY 2011-12.

Masterbatch

Sector Overview:

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

Performance Overview:

Jai Corp's products have been well received in the master batch and anti fibrillation master batch segments of the market. The Company produced 11,683 MT in FY 2011-12, as compared to 9,043 MT of 2010-11, an increase of about 29 percent. The net turnover increased by about 44 percent from ₹ 25.12 crore in FY 2010-11 to ₹ 36.23 crore in FY 2011-12. The Company was able to substantially improve upon its exports from this Division. The total quantity exported increased by about 24 percent from 1,485 MT in FY 2010-11 to 1,843 MT. The FOB value of exports increased by about 113 percent from ₹ 6.67 crore in FY 2010-11 to ₹ 14.18 crore in FY 2011-12.

Spinning Division

Sector Overview:

As per Annual Report 2011-12 of the Ministry of Textile, Government of India, the textile industry of the country contributes about 14 percent to industrial production, 4 percent to the GDP and 17 percent to the export earnings. It is the second largest provider of employment after the agricultural sector providing direct employment to over 35 million people.

Performance Overview:

The Company produced 7,465 MT in FY 2011-12 as compared to 7,413 MT in 2010-11. The net turnover of this Division increased from ₹ 80.66 crore in FY 2010-11 to ₹ 98.75 crore in FY 2011-12 an increase of about 22 percent.

Human Resource Development

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

The Company's talent pool as on 31st March, 2012 was 4,219, which includes highly qualified professionals across its business. The growth and sustained leadership of the Company is largely a function 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, enabling it to create leaders out of its employees. The Company has also undertaken various training and development initiatives to hone the skill and expertise of its employees.

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 avenues to its employees.

Internal Control System

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

Jai Corp 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 auditor. The Audit Committee of the Company periodically reviews, with the management, *inter alia* performance of the internal auditor and adequacy of the internal control systems.

Risk Concerns and Risk Management

Jai Corp is exposed to the normal industry risk of 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 a proper and adequate system of controls designated 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 policies:

- a) 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, independent monitoring and reporting by internal audit.
- b) A combination of centrally issued policies and divisionally-evolved procedures to bring strength to the process of ensuring that business risks are effectively addressed.
- c) Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with proper risk profiling.
- d) A professional and independent firm has been appointed as internal auditor 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.
- e) 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 main risks and set out a mitigation plan with agreed time line and accountability.

Health, Safety and 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 endeavor 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:

- a) Well defined work practices ensure work in a manner that promotes safety and health of its employees as well as that of the environment they operate in.
- b) Provide training to all concerned personnel to maintain health, safety and environment.
- c) Creating awareness on health, safety, environment and developing the required skill, knowledge and confidence of the personnel so as to enable them to understand their responsibility.
- d) Provide all required safety poster, safety equipment, first-aid box and facility, purified drinking water and adequate medical facility under the aegis of a full time qualified medical practitioner.
- e) Maintaining excellent housekeeping practices across all locations and premises of the Company.
- f) Maintaining safe, healthy and pollution-free environment in the 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.
- g) Obtaining a stability certificate for all the factory buildings as per the requirement of the Factories Act, 1948.
- h) Developing safety awareness among the staff and other concerned workers.
- i) Maintaining environmental norms prescribed by State/ Central Governments in the matter of air, water, quality, noise, environment etc.
- j) Cleaning and disposing off of wastes and effluents, proper ventilation and sustaining of pollution-free atmosphere.
- k) Taking suitable insurance policies such as fire, safety, group, personal accident etc.

Social responsibility and community development

In October 2011 the European Commission published a new policy on corporate social responsibility. It states that to fully meet their social responsibility, enterprises "*should have in place a process to integrate social, environmental, ethical and human rights concerns into*

SUSTAINABLE GROWTH

their business operations and core strategy in close collaboration with their stakeholders". The aim is both to enhance positive impacts – for example through the innovation of new products and services that are beneficial to society and enterprises themselves – and to minimize and prevent negative impacts.

In his message, to the 'National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business, 2011' of the Ministry of Corporate Affairs, Government of India, the then Minister of Corporate Affairs, stated that *"Business involvement in social welfare and development has been a tradition in India and its evolution from individuals' charity or philanthropy to Corporate Social Responsibility, Corporate Citizenship and Responsible Business can be seen in the business sector over the years."*

An essential component of Jai Corp's social responsibility is to care for the community. The Company endeavors 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 programmes 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 initiative to make the village Sindoni in the Mandoni Patelad of the Union Territory D & NH, a 'model village'. The Company is making its resources and volunteering available to the notified schemes. The objectives of these schemes are:

a) Bring about an improvement in the general quality of life in rural areas.

- b) Accelerate sanitation coverage in rural areas to have toilets accessible for all.
- c) Motivate the communities and the panchayati raj institutions promoting sustainable sanitation facilities through awareness creation and health education.
- d) Cover schools and anganwadis in rural areas with sanitation facilities and promote hygiene education and sanitary habits among students.

Drivers' training

About a hundred youths belonging to the tribal, schedule caste and minorities were provided training for driving. After completion of training they qualified in test conducted by Regional Transport office at Daman and Silvassa for permanent driving license. These youths have been trained through a private driving school for which the Company paid the necessary fee. The Company was in partnership with SC/ST/Minority Development Corporation of Daman & DIU & Dadra & Nagar Haveli. This employment generating program is expected to directly help about a hundred families by making these youths the bread winners of their families.

Housing

Taking further the programme of making Sindoni a 'model village' the Company acted as a catalyst in building twenty-five pucca houses. Building material for construction of another twenty-five is being provided by the Company and work for these houses is in advance stage.

Water supply

The Administration of D & NH has decided to provide piped treated water supply to 'model village' Sindhoni. Work has already started after completion of tendering process. The Company is providing necessary help for the implementation of this scheme that will not only be of help to Sindoni, but will also benefit the adjoining areas.

DIRECTORS' REPORT

Your Directors are pleased to present the Twenty-seventh Annual Report and the Audited Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS:

(₹ in Lakh)

	Year Ended 31-03-2012	Year Ended 31-03-2011
Profit before Depreciation, Finance Costs, Income –tax and adjustments for Prior Period Items	15,763.85	13,485.21
Less: Finance Costs	74.77	126.32
Depreciation and Amortization Expense	1,730.11	1,690.33
Profit before Income-tax and adjustments for Prior Period Items	13,958.97	11,668.56
Less: Provision for Taxation:		
Current Tax	3,855.00	2,491.63
Deferred Tax Expenses / (Credit)	210.77	(37.06)
Profit after Tax but before adjustments for Prior Period Items	9,893.20	9,213.99
Prior Period Adjustments (Net)	(0.37)	34.40
Balance brought forward from last year	39,307.25	31,265.35
Amount available for Appropriation	<u>49,200.08</u>	<u>40,513.74</u>
Appropriations:		
General Reserve	989.29	924.84
Proposed Dividend on Preference Shares	1.00	1.50
Proposed Dividend on Equity Shares	240.84	240.84
Tax on Proposed Dividend	34.36	39.31
Balance at the end of the year	<u>47,934.59</u>	<u>39,307.25</u>
Total	<u>49,200.08</u>	<u>40,513.74</u>

RESULTS OF OPERATIONS:

During the year under review, the gross turnover of the Company's Steel Division was ₹ 51.81 crore as compared to last year's gross turnover of ₹ 56.03 crore. However, the Division reported a profit of 1.18 crore during the year under review as against a loss of ₹ 0.67 crore last year.

The Plastic Processing Division of the Company achieved a gross turnover of ₹ 505.14 crore as compared to last year's gross turnover of ₹ 378.03 crore. The Division reported a profit of ₹ 57.90 crore during the year under review as against a profit of ₹ 46.34 crore last year.

The Spinning Division of the Company achieved a gross turnover of ₹ 98.83 crore as compared to last year's gross turnover of ₹ 80.77 crore. The Division reported a profit of ₹ 0.55 crore during the year under review as against a profit of ₹ 6.30 crore last year.

During the year under review, the Company increased its production of Plastic Processing Division excluding Master batch from 37,721 MT during 2010-11 to 45,482.65 MT during 2011-12. The production of Master batch increased from 9,043 MT during 2010-11 to 11,683.55 MT during 2011-12. The production of the Spinning Division showed marginal increase: from 7,413.00 MT during 2010-11 to 7,465.12 MT during 2011-12. The Company's production of CR coils and sheets and GP/GC coils and sheets increased from 46,932 MT and 48,469 MT respectively during 2010-11 to 53,438 MT to 55,734 MT respectively during 2011-12.

During the year under review, 50,00,100 preference shares were redeemed at a premium in accordance with the terms of issue. Subsequent to year end, your Directors have approved redemption of 16,50,000 preference shares at a premium in accordance with the terms of issue. After these redemptions, 83,49,900 preference shares will remain outstanding.

DIVIDEND:

Your Directors have recommended a dividend at the rate of ₹ 0.01 (1percent) per preference share be paid on the outstanding 83,49,900 non-cumulative non-participating redeemable preference shares of ₹ 1/- each for the financial year ended 31st March, 2012. If approved at the ensuing 27th Annual General Meeting, ₹ 83,499/- will be payable to those preference shareholders whose names appear on the Register of Members of the Company at close of business on 17th September, 2012.

Your Directors have also recommended a dividend of ₹ 0.50/- (50percent) per equity share on 4,81,67,010 equity shares of ₹ 1/- each for the financial year ended 31st March, 2012. This will amount to ₹ 2,40,83,505/- and, if approved at the ensuing 27th 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 17th September, 2012. In respect of shares held in dematerialized 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 2011-12. Hence your Directors have not recommended any dividend on 13,02,82,400 equity shares held by the 'promoter group'.

DIRECTORS:

Shri Vasudeo Srinivas Pandit, Shri Dady Kaikhushru Contractor and Shri Sachin Nath Chaturvedi retire by rotation and, being eligible, have offered themselves for the re-appointment the ensuing Annual General Meeting.

The term of appointment of Shri Vasudeo Srinivas Pandit as Director-Works came to an end on 31st March, 2012. The Board decided to re-appoint Shri Pandit as Director-Works for a period of three years with effect from 1st April, 2012. His re-appointment and remuneration are subject to the approval of the Members in 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 directorship, 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 the Company that they are eligible for re-appointment.

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 annual accounts for the financial year ended 31st March, 2012, the applicable accounting standards read with requirements set out under Schedule VI of the Companies Act, 1956 have been followed along with proper explanation relating to material departure(s).
- ii. That appropriate accounting policies have been selected and applied consistently and judgments 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 31st March, 2012 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 annual accounts for the financial year ended 31st March, 2012 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 in Consolidated Financial Statement, the audited Consolidated Financial Statements are provided in the Annual Report.

AUDITORS AND AUDITORS' REPORT:

It is proposed to appoint Messrs Chaturvedi & Shah as the statutory auditor of the Company. Pursuant to the provisions of Section 224(1B) of the Companies Act, 1956 the Company has received certificate from Messrs Chaturvedi & Shah confirming their eligibility for re-appointment.

Messrs S.R. Batliboi & Co. who was appointed joint statutory auditor with Messrs Chaturvedi & Shah has given a written notice to the Company expressing their unwillingness to be re-appointed and stating that they will not seek re-appointment due to other commitments.

Your Directors place on record their sincere appreciation of the service rendered by Messrs S.R. Batliboi & Co.

The Central Government has approved the appointment of Messrs Manubhai & Associates as the cost auditor for the financial year 2011-12 and the appointment of Messrs ABK & Associates as the cost auditor for the financial year 2012-13.

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 as required to be disclosed under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are given in **Annexure-A** to the Directors' Report.

SUBSIDIARY COMPANIES:

In accordance with the General Circular No. 2/2011 dated 8th 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 Registered Office of the Company and that of the respective subsidiary companies. These documents will be put up on the Company's website viz. www.jaicorpindia.com. Financial information of subsidiary companies is disclosed in the Annual Report in compliance with the said Circular. 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.

During the year, 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 were struck off from the Register of Companies under Section 560 of the Companies Act, 1956.

FIXED DEPOSIT:

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

PARTICULARS OF EMPLOYEES:

There is no employee within the purview of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended. Hence, no information is required to be appended to this Report in this regard.

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 remain 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 form part of the Annual Report. 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 is attached to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report 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 in the Annual Report and forms a part of this Report.

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 endeavor for creation of long-term and sustainable growth, 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,
8th August, 2012

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) A) CONSERVATION OF ENERGY:

- Energy conservation measures taken:** The Company has taken various steps for minimization of energy consumption by putting continuous efforts towards optimization of operating and processing activities, up-gradation of plant equipment etc.
- Additional investments and proposals, if any, being implemented for reduction of consumption of energy:** Nil
- 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 more effectively.
- 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 31.03.2012	Previous Year Ended 31.03.2011
A. Power and Fuel Consumption:		
1. Electricity:		
(a) Purchased		
Units	6,89,93,026	6,63,99,696
Total Amount (₹)	31,39,38,962	24,17,02,945
Average Rate/Unit (₹)	4.55	3.64
(b) Own generation		
(i) Through Diesel Generator		
Units	59,739	57,725
Units/litre of diesel oil	2.21	2.28
Average Rate/Unit (₹)	15.38	15.93
(ii) Through steam turbine/generator:		
Units	Nil	Nil
Units/litre of diesel oil	-	-
Average Rate/Unit (₹)	-	-
2. Coal:		
Quantity (tonnes)	Nil	Nil
Total Cost	-	-
Average rate	-	-
3. Furnace oil:		
Quantity (K. litres)	Nil	Nil
Total Amount (₹)	-	-
Average rate/Unit (₹)	-	-
4. Others/ internal generation:		
(a) HSD/LDO/FO		
Quantity (KL)	411.01	391.48
Total Amount (₹)	1,93,78,009	1,41,52,188

	Current Year Ended 31.03.2012	Previous Year Ended 31.03.2011
Average Rate/Unit (₹KL)	47,146.95	36,150.57
(b) LPG		
Quantity (MT)	1,162.40	911.80
Total Amount (₹)	5,91,95,179	3,74,237.38
Average Rate (₹/MT)	50,926.28	41,045.38

B. Consumption per unit of Production:

Product	Year Ended 31 st March, 2012				Year Ended 31 st March, 2011			
	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)	55,734	53,438	57,166	7,465	48,472	46,932	47,228	7,413
Electricity (Units)	77.33	145.16	885.51	2,230.68	83.01	161.98	734.86	2,707.18
Others								
a) HSD (KL)	-	0.01	2.98	-	-	0.01	2.62	-
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
---------	-----------	-------	---

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.

SUSTAINABLE GROWTH

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year):

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:

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

Activities relating to export/ import:

The Company has exported its products during the year under review amounting to ₹ 7,391.56 lakh.

It has imported raw materials, stores, capital and trading goods the details of which are follows:

- | | |
|-----------------------------|-------------------|
| 1) Raw Material | - ₹ 1,358.85 lakh |
| 2) Components & Spare Parts | - ₹ 361.32 lakh |
| 3) Capital Goods | - ₹ 88.65 lakh |
| 4) Trading Goods | - ₹ 769.48 lakh |

Initiatives taken to increase exports:

The Company's exports increased from 4,930.54 MT during 2010-11 to 6,661.67 MT during 2011-12, an increase of about 35%. The FOB value of the exports registered an increase of about 39.80 % from ₹ 44.36 crore during 2010-11 to ₹ 73.91 crore during 2011-12.

Development of new markets for the products and services:

During the year, the Company added some of the countries from Africa and Asia as new destinations for export.

Export plans:

The Company expects the demand for its products particularly master batch and tape woven products will increase during 2012-13.

Total foreign exchange used and earned:

(₹ in Lakh)

Particulars	31-03-2012	31-03-2011
1) FOB Value of Exports	7,391.56	4,436.24
2) CIF Value of Imports	2,578.30	3,253.71
3) Expenditure in Foreign Currency	144.70	12.05

Details are furnished in the notes to the financial statements in this Annual Report.

For and on behalf of the Board of Directors

Mumbai,
8th August, 2012

Anand Jain
Chairman

REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges pertaining to Corporate Governance, the Company submits hereunder a report on the matters mentioned in the said Clause vis-a-vis the practices 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. 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, four Board Meetings were held during the financial year ended 31.03.2012, with a time gap of not more than four months between two consecutive meetings. The dates of the Board Meetings were: 26.05.2011, 03.08.2011, 09.11.2011 and 13.02.2012.

The Composition of the Board, category of Directorship, attendance of Directors in Board Meetings, last Annual General Meeting (AGM), number of other directorships and chairmanships/ memberships of committees of the board of other Indian public limited companies are as follows:

Name of the Director	Category of Directorship & Designation	Attendance of meetings during 2011-12		#No. of other directorships held in other Indian public limited companies	*No. of board committee positions held in other Indian public limited companies
		Board Meetings	Last AGM		
Shri Jai Kumar Jain	Promoter, Non-Executive Director & Chairman-Emeritus	4	No	1	NIL
Shri Anand Jain	Promoter, Non-Executive Director & Chairman	4	No	4	NIL
Shri Virendra Jain	Promoter, Non-Executive Director & Vice Chairman	4	No	6	NIL
Shri Gaurav Jain	Promoter, Executive Director & Managing Director/ CEO	4	Yes	7	NIL
Shri Khurshed M. Doongaji	Independent, Non- Executive Director	4	Yes	1	1-Member
Shri Sandeep H. Junnarkar	Independent, Non- Executive Director	3	No	9	5-Member of which 1as Chairman

Name of the Director	Category of Directorship & Designation	Attendance of meetings during 2011-12		#No. of other directorships held in other Indian public limited companies	*No. of board committee positions held in other Indian public limited companies
		Board Meetings	Last AGM		
Shri Dadi K. Contractor	Independent, Non- Executive Director	4	No	4	3-Member of which 1 as Chairman
Shri Sachin N. Chaturvedi	Independent, Non- Executive Director	4	No	4	2-Member
Dr. Pravin P. Shah	Independent, Non- Executive Director	3	No	6	6- Member of which 4 as Chairman
Shri Vasudeo S. Pandit	Non-Promoter, Non-Independent, Executive Director & Director- Works	4	Yes	NIL	NIL

#In accordance with Explanation 1 to Clause 49(I)(C) of the Listing Agreement, excludes directorships of all other companies including private limited companies, foreign companies and companies under Section 25 of the Companies Act, 1956.

*In accordance with Explanation 2 to Clause 49(I)(C) of the Listing Agreement, chairmanship/ membership of the Audit Committee and the Shareholders' Grievance Committee of all Indian public limited companies whether listed or not have been considered.

No Director is a member of more than ten Audit Committees and Shareholders' Grievance Committees and 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.

3. Equity shares of the Company held by Non-Executive Directors as on 31.03.2012:

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

4. Directors' Profile:

Brief resume of all Directors, including Shri V.S. Pandit, Shri D.K. Contractor and Shri S.N. Chaturvedi who are proposed to be re-appointed, nature of their expertise in specific functional areas and names of all Indian public limited companies, whether listed or not, in which they hold directorships and names of all Indian public/ private limited companies in which they hold memberships/ chairmanships of Board Committees, their shareholdings in the Company and relationship between them *inter-se* are furnished below:

Shri Jai Kumar Jain

Shri Jai Kumar Jain (81 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 of Riddhi Synthetics Limited and several private limited companies. As on 31.03.2012, he held 4,780 equity shares of the Company. He 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 (55 years) is the Chairman and a promoter director of the Company. He has been associated with the Company since its inception. He graduated from the University of Mumbai and has done a course in Risk Management from the London Business School. He has over 25 years' experience in various business. He is also 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 31.03.2012, he held 35,11,840 equity shares of the Company. He 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 (53 years) is the Vice Chairman and a promoter director of the Company. He has been associated with the Company since its inception. He graduated from the University of Mumbai. He has over 25 years of experience in the business of plastic processing. He is also a director of Jai Realty Ventures Limited, Pet Fibres Limited, Prime Wovens Limited, Suniti Commercials Limited, Techfab (India) Industrial Limited, Urban Infrastructure Trustees Limited and several private limited companies. As on 31.03.2012, he held 98,71,620 equity shares of the Company. He 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 (32 years) is the Managing Director/ Chief Executive Officer 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 the University of Pennsylvania, United States of America. He was instrumental in setting up Adventity Global Services Private Limited, a business process outsourcing company. He is also a director of Jailaxmi Realty and Developers Limited, Jai Realty Ventures Limited, Novelty Realty & Developers Limited, Pet Fibres Limited, Poly-resin Agencies (India) Limited, Srinivas Electro Steel Limited, Welldone Real Estate Limited and several private limited companies. As on 31.03.2012, he held 1,04,27,200 equity shares of the Company. He is a promoted director 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 (72 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 the erstwhile ICICI Limited. He has been associated with the Company since 1999 and is the Chairman of the Audit Committee and Shareholders/ Investors Grievance Committee. He is also a director of Balakrishna Industries Limited and a member of the Audit Committee. As on 31.03.2012, 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 (60 years) holds bachelors' degrees in science and law from the University of Mumbai. He is a solicitor by profession and a partner of Junnarkar and Associates, Advocates, Solicitors and Notary. His area of specialisation include banking laws, corporate laws including competition laws, foreign exchange laws, securities laws and regulations etc. He has been associated with the Company since 1994. 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 Industries (India) Limited and Sunshield Chemicals Limited. He is a member of the Audit Committee of Everest Industries Limited, Reliance Industrial Infrastructure Limited and Sterlite Industries (India) Limited and a member of the Shareholders'/ Investors' Grievance Committee of Reliance Industrial Infrastructure Limited and the Chairman of Shareholders'/ Investors' Grievance 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 other Director of the Company.

Shri Dadi Kaikhushru Contractor

Shri Dadi Kaikhushru Contractor (84 years) is a commerce graduate from the University of Mumbai and a Fellow of the Indian Institute of Bankers. He has over 55 years of 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. He is a member of the Audit Committees of IL&FS Trust Company Limited and Lupin Limited and the Chairman of Shareholders'/ Investors' Grievance Committee of Lupin Limited. As on 31.03.2012, 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.

Shri Sachin Nath Chaturvedi

Shri Sachin Nath Chaturvedi (61 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 master's in business administration. He has over 20 years of experience as a practicing Chartered Accountant. He is a partner of Messrs Chaturvedi & Co., 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/ inspecting/ investigating of units/ companies at the behest of banks/ financial institutions/ income-tax authorities/ High Courts/Company Law authorities as well as inspection of books of mutual funds/ stock exchange brokers/ plantation companies on behalf of SEBI. He has been associated with the Company since 2004 and is a member of the of the Audit Committee and Shareholders/ Investors Grievance 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 a 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 other Director of the Company.

Dr. Pravin Pranlal Shah

Dr. Pravin Pranlal Shah (67 years) is a practicing Chartered Accountant having nearly 40 years of professional experience in areas of financial consultancy, corporate structuring/ restructuring, foreign collaborations, business re-organisations, taxation, valuation, property matters, accounting, auditing, company law, FEMA etc. He is also a member of the Taxation Committee of the Indian Merchants' Chamber. He is a partner of Messrs 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 and Health & Education Foundation, a company registered under Section 25 of the Companies Act, 1956. He is a member of the Audit Committees of Adani Enterprises Limited, JM Financial Limited, JM Financial & Investment Consultancy Services Private Limited, JM Financial Consultants Private Limited, the Chairman of that committee in , Bombay Rayon Fashions Limited, Claris Lifesciences Limited and Raheja Universal Limited and the Chairman of 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 other Director of the Company.

Shri Vasudeo Srinivas Pandit

Shri Vasudeo Srinivas Pandit (61 years) is an Executive Director (Director-Works) of the Company. He holds bachelors' degree in science and has nearly 40 years of experience in the plastic industries with more than 38 years in woven sacks/bags industry, in setting up and operating woven sacks manufacturing units. He has been associated with the Company since 1988 and has been the Executive Director since 1997 with the overall responsibility of the manufacturing and export activities of the packaging division. He is also 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 and is not related to any other Director of the Company.

5. CEO/CFO:

Shri Gaurav Jain, Managing Director is designated as Chief Executive Officer (CEO) and Shri Rajesh Kumar Mundra is designated as Chief Financial Officer (CFO).

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 in 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.

6. Board Meetings:

The Board of Directors meets at least once in every quarter to review the performance of the Company along with the financial results. The functions of the Board are effectively and efficiently discharged by briefing each Board Members of the development that have taken place. The agenda and notes to the agenda are circulated to the Directors in advance. All materials 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 are permitted to be

included in the agenda. The Board is given presentation covering finance, investments, sales, marketing and operations of the Company, before taking on record the quarterly results of the Company. The Board periodically reviews compliance reports of 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 the meetings of the 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.

7. Board Committees:

Procedure at the Committee Meetings-

The procedure of the Board Meetings is applicable to the meetings of the Committees of the Board as far as practicable. The Minutes of the meetings of the Committees are placed before the Board for perusal and noting.

7.1 Audit Committee-

The Audit Committee has four members out of which three are Independent Directors. Pursuant to the provisions of Clause 49(II)(A)(iii) of the Listing Agreement with the Stock Exchanges, Shri Khurshed Minocher Doongaji, Independent Director has been appointed the Chairman of the Committee. Shri Sachin Nath Chaturvedi, Shri Dadi Kaikhushru Contractor, both Independent Directors and Shri Virendra Jain are the other members. The Managing Director-cum-Chief Executive Officer, Shri Gaurav Jain attended all the meetings of the Audit Committee. The constitution of the Audit Committee meets with the requirements of Section 292A of the Companies Act, 1956 and Clause 49 (II) of the Listing Agreement with the Stock Exchanges. All 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 the Audit Committee :

The terms of reference stipulated by the Board to the Audit Committee, are, contained in 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.

SUSTAINABLE GROWTH

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.
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 is mentioned in the terms of reference of the Audit Committee.

(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 letters / letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.
5. The appointment, removal and terms of remuneration of the Chief internal auditor.

(d) Meeting of the Audit Committee:

As against the minimum requirement of four meetings during a financial year, six Audit Committee Meetings were held during the financial year ended 31.03.2012, with a time gap of not more than four months between two consecutive meetings. The dates of the Audit Committee meetings were 19.05.2011, 26.05.2011, 03.08.2011, 30.09.2011, 09.11.2011 and 13.02.2012.

Representatives of the statutory auditors, internal auditor, cost auditor were invited and were either present at the Audit Committee Meeting or sought specific leave of absence.

(e) Attendance of each member at the Audit Committee meetings held during 2011-12:

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

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

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

7.2 Remuneration Committee and 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, contribution to provident fund, gratuity, perquisites and allowances in accordance with 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 Companies Act, 1956.	Upto ₹ 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 Pandit/ Director-Works	Not exceeding ₹2,00,000/- per month	Not exceeding the limits laid down in Section 309(3) of the Companies Act, 1956.	Upto ₹ 2,00,000/- per month, subject to overall ceiling of remuneration as stipulated under the Companies Act, 1956.	01.04.2007 to 31.12.2012	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 the utilisation 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 31.03.2012 are a under:

Name of Director	Sitting Fees (₹)	Salary (₹)	Perquisites (₹)	Total (₹)
Shri Jai Kumar Jain	20,000	Nil	Nil	20,000
Shri Anand Jain	20,000	Nil	Nil	20,000
Shri Virendra Jain	70,000	Nil	Nil	70,000
Shri Khurshed M. Doongaji	70,000	Nil	Nil	70,000
Shri Sandeep H. Junnarkar	15,000	Nil	Nil	15,000
Shri Dadi K. Contactor	50,000	Nil	Nil	50,000
Shri Sachin N. Chaturvedi	65,000	Nil	Nil	65,000
Dr. Pravin P. Shah	15,000	Nil	Nil	15,000
Shri Gaurav Jain	Nil	24,00,000	2,60,051	26,60,051
Shri Vasudeo S. Pandit	Nil	24,00,000	Nil	24,00,000

The Company has paid ₹ 41,64,928/- as professional charges during the year to Pravin P. Shah & Associates where Dr. Pravin P. Shah, Director of the Company is the proprietor and ₹ 35,848/- to Junnarkar & Associates, Advocates where Shri Sandeep H. Junnarkar, Director of the Company is a partner.

7.3 Shareholders/Investors Grievance Committee:

The Board has delegated *inter alia* the powers to deal with shareholders'/investors' grievance 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 Khurshed Minocher Doongaji has been appointed the Chairman of the Committee. Shri Sachin Nath Chaturvedi, Shri Virendra Jain and Shri Gaurav Jain are the other members.

The Shareholders/Investors Grievance Committee meet at least once in every quarter to specifically look into 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-

The Shareholders/Investors Grievance Committee met four times during the financial year ended 31.03.2012. The dates of the meeting were 26.05.2011, 03.08.2011, 09.11.2011 and 13.02.2012.

(b) Attendance of each member at the Shareholders/Investors Grievance Committee meetings held during 2011-12:

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Shri K.M. Doongaji	Chairman	4	4
Shri S.N. Chaturvedi	Member	4	4
Shri Virendra Jain	Member	4	4
Shri Gaurav Jain	Member	4	4

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

(c) Investor Complaints Redressal:

2 investor complaints were unresolved at the beginning of the year, 201 investor complaints were received during the financial year ended 31.03.2012 out of which 202 complaints were resolved. As on 31.03.2012, 1 complaint was unresolved.

7.4 Share Transfer Committee:

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

(a) Meeting of the Share Transfer Committee-

The Share Transfer Committee met 11 times during the financial year ended 31.03.2012.

(b) Attendance of each member at the Share Transfer Committeemeetings held during 2011-12:

Name of Director	Designation	No. of Meetings held	No. of Meetings attended
Shri Jai Kumar Jain	Chairman	11	11
Shri Virendra Jain	Member	11	10
Shri Gaurav Jain	Member	11	11

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

8. Prevention of Insider Trading:

The 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.

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

The revised Code of Business Conduct and Ethics for Directors, Senior Management and Employees was approved by the at its meeting held on 29.05.2009. The Code lays down the standards of business conduct, ethics and governance. The Code was circulated and is posted in the website of the Company. All Directors, senior management and designated employees have affirmed their compliance to the Code annually.

10. Compliance officer:

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

11. Subsidiary monitoring framework:

All subsidiaries of the Company are Board managed with their respective Boards having rights and obligations to manage such companies in the best interest of their respective 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 investments. It monitors the performance of all subsidiary companies *inter alia* by the following means-

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

12. General body meetings:

- (a) Location and time of **last three Annual General Meetings** of the Company and the special resolutions passed in these meetings-

Year	Date	Day	Time	Location	Special Resolutions Passed
2009	23.09.2009	Wednesday	2:00 p.m.	A-3, M.I.D.C. Industrial Area, Nanded - 431 603.	<ol style="list-style-type: none"> Approval for placement of securities by way of qualified institutional placement. Approval for follow-on public offer. Approval for offering securities in international market. Approval for roll over of Preference Shares.
2010	01.09.2010	Wednesday	11:00 a.m.	-do-	<ol style="list-style-type: none"> Approval for placement of securities by way of qualified institutional placement. Approval for follow-on public offer. Approval for offering securities in international market.
2011	23.09.2011	Friday	10:00 a.m.	-do-	Approval for roll over of preference shares.

- (b) Location and time of **Extra-ordinary General Meetings** of the Company held during the last three financial years and the special resolutions passed in these meetings-

No Extra-ordinary General Meeting was held in the last three financial years.

- (c) Details of **postal ballots** held during the last three financial years and the special resolutions passed in these meetings-

No postal ballot was held in the last three financial years.

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

No resolution was passed through postal ballot last year.

- (iii) **Persons 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 by postal ballot.

- (v) **Procedure of postal ballot-**

Not Applicable.

13. Disclosures:

(i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of 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 Note 38 of the financial statements.

(ii) Details of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or 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.

(iii) Whistle Blower policy and affirmation that no personnel has been denied access to the audit committee-

The Whistle Blower Policy is posted in the website of the Company. No personnel were denied access to the Audit Committee.

(iv) 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.

(v) Management Discussion & Analysis Report, 2012-

The Management Discussion & Analysis Report is a part of the Directors' Report for the year ended 31.03.2012.

14. Secretarial Audit:

Incompliance to SEBI Regulations and Listing Agreement with the Stock Exchanges, the Company subjects itself to secretarial audits as per the frequencies mandated. The Company confirms that there exists no discrepancy with regard to its issued equity share capital, listed equity share capital, equity share capital held in de-materialised form and equity share capital held in physical form. Practicing Company Secretary, Messrs Savita Jyoti Associates conduct the secretarial audits.

15. Means of Communication:

(i) **Quarterly Results** – The quarterly and annual financial results are published in newspapers, displayed in the Company's website and are available on the portals of BSE and NSE.

(ii) **Newspapers wherein results normally published** – The financial results are normally published in 'The Free Press Journal' and 'Navshakti'.

(iii) **Website where displayed** – The financial results are displayed in the Company's website www.jaicorpindia.com.

(iv) **Display official news releases, presentation etc.** – All news release such as notice of meetings, outcome of board/ general meetings, clarifications issued to the Stock Exchanges etc. are displayed in the website of the Company, www.jaicorpindia.com. The website contains a separate dedicated section 'Investors Relations' where information of interest to the investors is available.

(v) Other means of communication:

(a) Annual Report-

Annual Report containing, *inter alia*, audited accounts, consolidated financial statements, Directors' Report, Auditors' Report, Corporate Governance Report, notice of Annual General Meeting, and other important and relevant information are circulated to the members and others entitled to receive it. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report. Annual Reports are available in the website of the Company.

(b) 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

(c) Reminder to investors –

Reminder to the investors to cash unclaimed dividend, to make nomination, whether they would like to receive the annual report by way of an e-mail etc. are included in the notice to the Annual General Meeting.

(d) Designated exclusive e-mail address-

The Company has designated the following e-mail address exclusively for investor servicing: cs2@jaicorpindia.com.

16. General Shareholder Information:

(i) 27th Annual General Meeting: Date, Time and Venue –

Wednesday , the 26th day of September, 2012 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 : 01-04-2012 to 31-03-2013.

(iii) Financial Calendar (Tentative)

- Results for the quarter ended June, 2012 : 2nd week of August, 2012
- Results for the quarter ended September, 2012 : 2nd week of November, 2012
- Results for the quarter ended December, 2012 : 2nd week of February, 2013
- Results for the quarter ended March, 2013 : 3rd week of May, 2013
- 28th Annual General Meeting : 4th week of August, 2013

(iv) Dates of Book Closure : 18-09-2012 to 26-09-2012 (both days inclusive)

(v) Dividend Payment Date : On or after 26-09-2012

(vi) Listing on Stock Exchanges :

The Company's shares are listed on the following Stock Exchanges :

- a) **BSE Limited (BSE)** at 'Phiroze Jeejeebhoy Towers', Dalal Street, Mumbai – 400 001.
- b) **National Stock Exchange of India Limited (NSE)** at 'Exchange Plaza', Plot No. C/1, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.

Annual Listing fee have been paid to both these Stock Exchanges for the financial years 2011-12 and 2012-13.

(vii) De-materialisation of shares:

The equity shares of the Company are traded in compulsory de-materialisation list with effect from 09.03.2001. The Company has entered into agreements with both the depositories enabling the investors to hold shares of the Company in electronic form through the depository of their choice -

- a) **National Securities Depository Limited (NSDL)** at 'Trade World', A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel (West), Mumbai – 400013.
- b) **Central Depository Services (India) Limited (CDSL)** at 17th Floor, 'Phiroze Jeejeebhoy Towers', Dalal Street, Mumbai – 400 001.

(viii) Stock Codes:

- a) **BSE** : 512237
- b) **NSE** : JAICORPLTD
- c) **Demat ISIN for NSDL and CDSL** : INE070D01027

(ix) Registration Details with the 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 at 'Everest Building', #100, Marine Drive, Mumbai – 400 002.

The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) – L17120MH1985PLC036500.

(x) Registrar & Share Transfer Agents:

Karvy Computershare Private Limited is the Registrar & Share Transfer Agent of the Company. Contact details of Karvy Computershare Private Limited:

- a) Postal- Unit : Jai Corp Limited, Plot No. 17-24, Vittal Rao Nagar, Madhapur, Hyderabad – 500 081.
- b) Telephone : (91-40) 4465 5000.
- c) Fax : (91-40) 2342 0814.
- d) E-mail : einward.ris@karvy.com

(xi) Address for correspondence:

Investors' correspondence should be addressed to the Registrar & Share Transfer Agent of the Company as per details furnished at 'x' above.

The investors can also contact the Company through the designated e-mail address – cs2@jaicorpindia.com.

(xii) Website of the Company:

Investors can visit the website of the Company at www.jaicorpindia.com for information.

(xiii) Share Transfer System:

a) Shares held in physical form-

Transfers of shares held in are processed and share certificates returned within a period of 10-15 days from the date of receipt, subject to the documents being valid and complete in all respects. The Board has delegated the authority for approving transfer, transmission etc. of the Company's shares to Share Transfer Committee. A summary of transfer, transmission etc. of shares of the Company so approved by the Committee is placed at every Board meeting. The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Clause 47 (c) of the Listing Agreement with Stock Exchanges and files a copy of the certificate with the Stock Exchanges.

b) Shares held in de-materialised form-

For transfer/ transmission of shares held in de-materialised form a shareholder has to approach his/ her Depository Participant and lodge/follow the prescribed instruction slip/ the process required by the Depository Participant.

(xiv) Dematerialization of shares and liquidity :

- a) As at 31.03.2012, 17,72,26,389 equity shares were de-materialised representing 99.29% of the total paid up equity share capital.
- b) **Details of de-materialised and physical equity shares as on 31.03.2012-**

Sr. No.	Particulars	No. of Equity shareholders	No. of Equity Shares	Percentage of Equity Shares
1	CDSL	32,899	16,99,59,026	95.22
2	NSDL	52,913	72,67,363	4.07
	Total Dematerialised Holding	85,812	17,72,26,389	99.29
3	Physical	1,051	12,67,621	0.71
	Total	86,863	17,84,94,010	100.00

c) Liquidity of equity shares –

The number of equity shares of the Company that were traded in BSE and NSE during 01.04.2011 to 31.03.2012 and the value thereof are given below:

Particulars	BSE	NSE	Total
Shares (nos.)	10,96,68,471	19,91,88,704	30,88,57,175
Value (in ₹ Lakh)	1,13,469.22	2,09,152.65	3,22,193.22

(xv) Distribution of shareholding:

a) The equity shareholding pattern as at 31.03.2012 is as follows-

Sr. No.	Particulars	No. of Equity shareholders	No. of Equity Shares	Percentage of Equity Shares
1	Promoters, Non-promoter Directors and their relatives	21	13,02,85,801	72.99
2	Mutual Funds	12	2,83,980	0.16
3	Domestic Financial Institutions & Banks	11	32,96,428	1.85
4	Domestic Bodies Corporate	1,393	63,33,960	3.55
5	NRIs/ Foreign Nationals/ FIIs/ Foreign Bodies Corporate	612	2,09,39,629	11.73
6	Resident Individuals/ HUF	84,645	1,70,15,534	9.53
7	Trusts	5	43,600	0.02
8	Clearing Members	163	2,50,478	0.14
9	Forfeited Shares	1	44,600	0.03
	Total	86,863	17,84,94,010	100.00

b) Distribution of equity shareholding as at 31.03.2012 is as follows-

Sr. No.	Particulars	No. of Equity shareholders	No. of Equity Shares	Percentage of Equity Shares
1	1-5,000	86,338	1,46,91,819	99.40
2	5,001-10,000	266	19,01,893	0.31
3	10,001-20,000	123	18,45,124	0.14
4	20,001-30,000	35	8,60,926	0.04
5	30,001-40,000	17	6,01,135	0.02
6	40,001-50,000	18	8,20,488	0.02
7	50,001-1,00,000	19	13,97,970	0.02
8	1,00,001 and above	47	15,63,74,655	0.05
	Total	86,863	17,84,94,010	100.00

(xvi) Performance in comparison of broad based indices of BSE and NSE:

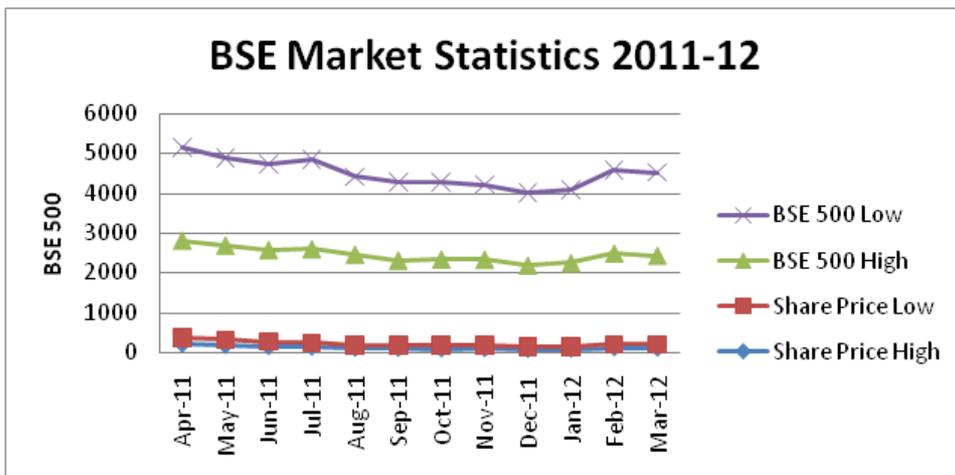
a) Market price data (high and low) during each month of the last financial year on BSE and NSE is given below-

Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2011	208.80	162.90	208.80	152.00
May, 2011	176.00	136.50	175.95	139.40
June, 2011	145.40	113.20	145.50	103.80
July, 2011	134.00	99.50	133.90	98.60
August, 2011	103.25	70.00	103.40	66.50
September, 2011	98.50	77.75	99.30	77.00
October, 2011	87.80	75.20	87.80	75.15
November, 2011	96.80	67.45	96.90	67.10
December, 2011	76.60	45.50	76.40	45.65
January, 2012	84.00	50.50	84.20	50.15
February, 2012	117.45	77.80	117.40	77.95
March, 2012	108.6	81.40	108.40	81.25

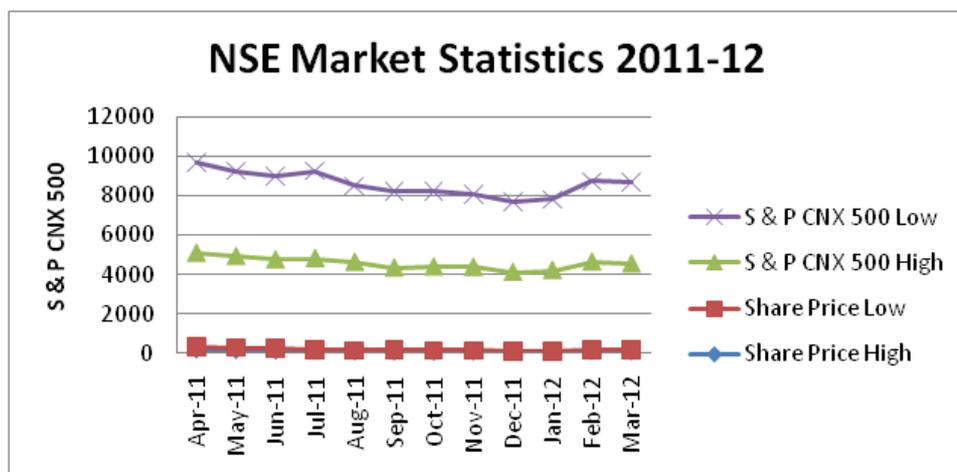
(xvii) Performance in comparison to BSE and NSE indices-

The Company's shares form a part of the BSE 500 index of BSE and S & P CNX 500 index of NSE. The performance of the shares of the Company vis-à-vis these two indices are given below:

a) Company's shares vis-à-vis BSE 500



b) Company's shares vis-à-vis CNX 500



(xviii) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity share capital:

Not applicable as the Company has not issued any such instrument.

(xix) Plant Locations:

The Company's plants vis-à-vis their locations are given division-wise below-

Sr. No.	Division	Location
1	Steel	Nanded, Maharashtra
2	Plastic Processing	Kahdoli, Silvassa (Dadra & Nagar Haveli- UT), Dabhel, Daman (Daman & Diu-UT) – 2 units, Pithampur, Indore (Madhya Pradesh)
3	Plastic Processing and Master Batch	Dabhel, Daman (Daman & Diu-UT)
4	Plastic Processing and PSF	Athal, Silvassa, (Dadra & Nagar Haveli- UT)
5	Textile-Twisting	Masat, Silvassa, (Dadra & Nagar Haveli- UT)
6	Textile-Dyeing	Sarigam, Valsad, Gujarat
7	Textile-Spinning	Vasona, Silvassa, (Dadra & Nagar Haveli- UT)

(xx) Build up of equity share capital:

Sr. No.	Particulars	Year of Event	No. of Equity 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 with Sipta Coated Steels Limited and Comet Steels Limited	1996	49,63,522
8	Cancellation of shares under the 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

(xxi) Transfer of Unclaimed and 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 OF CODE OF CONDUCT

Pursuant to the provisions of Clause 49(I)(D)(ii) of the Listing Agreement with the Stock Exchanges, it is hereby declared that all Board Members and senior management personnel have affirmed compliance with the Code of Conduct of the Company on an annual basis.

Mumbai,
24th May, 2012

Gaurav Jain
Managing Director & Chief Executive Officer

CERTIFICATE OF CORPORATE GOVERNANCE

To,
The Members,
JAI CORP LIMITED

We have examined the compliance of conditions of Corporate Governance by **JAI CORP LIMITED** ("the Company") for the year ended on 31st March, 2012 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 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 on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and 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 efficient or effectiveness with which the Management has conducted the affairs of the Company.

For Chaturvedi & Shah
Chartered Accountants
Firm Registration Number 101720W

For S.R. Batliboi & Co.
Chartered Accountants
Firm Registration Number 301003E

R. Koria
Partner
Membership Number : 35629

per Vijay Maniar
Partner
Membership Number : 36738

Place: Mumbai
Date: 24th May, 2012

Place: Mumbai
Date: 24th May, 2012

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 March 31, 2012, the Statement of Profit and Loss 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) (Order) issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure hereto, a statement on the matters specified in 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, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by 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 March 31, 2012, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2012 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 the explanations given to us, the said accounts read together with the Significant Accounting Policies and 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 March 31, 2012;
 - (ii) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
 - (iii) in the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For Chaturvedi & Shah
Chartered Accountants
Firm Registration Number 101720W

R. Koria
Partner
Membership Number: 35629

Place: Mumbai
Date: 24th May 2012

For S.R. Batliboi & Co.
Chartered Accountants
Firm Registration Number 301003E

per Vijay Maniar
Partner
Membership Number: 36738

Place: Mumbai
Date: 24th May 2012

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 March 31, 2012)

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, 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 books 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 of its wholly-owned subsidiary

companies. The maximum amount outstanding at any time during the year was ₹ 37,914.40 lacs and the year-end balance is ₹ 37,901.43 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 the 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 the transactions made in pursuance of contracts / arrangements that need to be entered in 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.

SUSTAINABLE GROWTH

- 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 (as amended) of the Companies Act, 1956. 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 March 31, 2012 for a period of more than six months from the date they became payable.
- (b) The disputed statutory dues aggregating ₹ 269.98 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	67.77* 43.04**	2006-07 2008-09	Commissioner of Income Tax (Appeal)
Bombay Sales Tax Act	Sales Tax	0.07***	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	1.67 75.00	2006-07 2005-06	Commissioner (Appeals)
		53.49****	1996-97 to 98 & 2004-05 to 2006-07	Central Excise and Service Tax Appellate Tribunal
		2.66*****	2008-09 & 2009-10	Assistant Commissioner
Total		269.98		

(*) Net of amount ₹ 50.00 Lacs deposited under protest.

(**) Net of amount ₹ 50.00 Lacs deposited under protest.

(***) Net of amount ₹ 0.50 Lacs deposited under protest.

(****) Net of amount ₹ 1.23 Lacs deposited under protest.

(*****) Net of amount ₹ 1.23 Lacs deposited under protest.

- 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.
- xi) Based on our audit procedures and according to the information and explanations given by 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.
- xii) Based on our examination of documents and records and according to 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.
- 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.

- 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.
- 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.
- 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.
- xvii) On a review of utilization of funds based on an overall examination of the Balance Sheet of the Company as at March 31, 2012, we report that prima facie, funds raised on short-term basis have not been utilized for long-term investment.
- 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.
- xix) The Company has not issued any debentures and hence the provisions of clause (xix) of paragraph 4 of the said Order are not applicable to the Company.
- xx) During the year the Company has not raised any monies by way of public issue.
- 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.

For Chaturvedi & Shah

Chartered Accountants

Firm Registration Number 101720W

R. Koria

Partner

Membership Number: 35629

Place: Mumbai

Date: 24th May 2012

For S.R. Batliboi & Co.

Chartered Accountants

Firm Registration Number 301003E

per Vijay Maniar

Partner

Membership Number: 36738

Place: Mumbai

Date: 24th May 2012

SUSTAINABLE GROWTH

BALANCE SHEET AS AT 31ST MARCH, 2012

(₹ in Lacs)

Particulars	Note	As at 31 st March, 2012	As at 31 st March, 2011
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
Share Capital	2	1,884.71	1,934.71
Reserves and Surplus	3	<u>219,122.63</u>	<u>271,449.02</u>
		221,007.34	273,383.73
2 Non-current Liabilities			
Long-Term Borrowings	4	994.27	1,444.08
Deferred Tax Liability (Net)	5	2,041.45	1,830.68
Long-Term Provisions	6	-	<u>107.62</u>
		3,035.72	3,382.38
3 Current Liabilities			
Short-Term Borrowings	7	52.07	125.39
Trade Payables	8	2,800.14	3,037.31
Other Current Liabilities	9	3,233.11	3,380.67
Short-Term Provisions	10	<u>645.69</u>	<u>459.54</u>
		6,731.01	7,002.91
TOTAL		<u>230,774.07</u>	<u>283,769.02</u>
II. ASSETS			
1 Non-Current Assets			
Fixed Assets	11		
(i) Tangible Assets		21,095.20	21,364.41
(ii) Intangible Assets		32.96	42.60
(iii) Capital Work-in-progress		<u>1,222.30</u>	<u>778.92</u>
		22,350.46	22,185.93
Non-Current Investments	12	101,696.88	91,816.77
Long-Term Loans and Advances	13	38,292.33	37,470.60
Other Non-Current Assets	14	<u>559.15</u>	<u>216.62</u>
		162,898.82	151,689.92
2 Current Assets			
Current Investments	15	27,402.08	68,122.72
Inventories	16	7,022.14	7,988.80
Trade Receivables	17	10,850.72	9,142.01
Cash and Bank Balances	18	851.24	1,591.44
Short-Term Loans and Advances	19	21,031.66	32,036.94
Other Current Assets	20	<u>717.41</u>	<u>13,197.19</u>
		67,875.25	132,079.10
TOTAL		<u>230,774.07</u>	<u>283,769.02</u>
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 40		

As per our report of even date

For Chaturvedi & Shah
Chartered Accountants
Firm Reg. Number 101720W

For S.R. Batliboi & Co.
Chartered Accountants
Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain
Managing Director

V. S. Pandit
Director - Works

R. Koria
Partner
Membership Number : 35629

per Vijay Maniar
Partner
Membership Number : 36738

R.K.Mundra
Chief Financial Officer

A. Datta
Company Secretary

Place: Mumbai

Place: Mumbai

Place: Mumbai

Date : 24th May, 2012

Date : 24th May, 2012

Date : 24th May, 2012

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

(₹ in Lacs)

Particulars	Note	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
I. Gross Revenue From Operations	21	65,381.72	51,308.76
Less : Excise Duty Recovered (Refer Note 33)		3,590.84	2,986.63
Net Revenue From Operations		61,790.88	48,322.13
II. Other Income	22	10,157.22	7,592.16
III. Total Revenue (I + II)		71,948.10	55,914.29
IV. Expenses:			
Cost of Materials Consumed	23	39,206.24	31,180.01
Purchase of Stock-in-Trade	24	2,506.22	2,363.67
Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	25	234.20	(1,787.74)
Employee Benefits Expense	26	5,031.99	3,961.12
Finance Costs	27	74.77	126.32
Depreciation and Amortization Expense	11	1,730.11	1,690.33
Other Expenses	28	9,205.60	6,712.02
Total Expenses		57,989.13	44,245.73
V. Profit Before Tax (III-IV)		13,958.97	11,668.56
VI. Tax Expenses:			
(i) Current Tax		3,855.00	2,491.63
(ii) Deferred Tax Expenses / (Credit)		210.77	(37.06)
VII. Profit After Tax (V-VI)		9,893.20	9,213.99
VIII. Prior Period Items (Net)	29	0.37	(34.40)
IX. Net Profit (VII-VIII)		9,892.83	9,248.39
X. Earnings per Equity Share:	30		
Basic & Diluted (in ₹)		5.54	5.18
Face Value per Share (in ₹)		1.00	1.00
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 40		

As per our report of even date

For Chaturvedi & Shah

Chartered Accountants

Firm Reg. Number 101720W

For S.R. Batliboi & Co.

Chartered Accountants

Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain

Managing Director

V. S. Pandit

Director - Works

R. Koria

Partner

Membership Number : 35629

Place: Mumbai

Date : 24th May, 2012

per Vijay Maniar

Partner

Membership Number : 36738

Place: Mumbai

Date : 24th May, 2012

R.K.Mundra

Chief Financial Officer

Place: Mumbai

Date : 24th May, 2012

A. Datta

Company Secretary

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

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax as per Statement of Profit and Loss	13,958.97	11,668.56
Adjusted for :		
Depreciation and Amortization Expenses	1,730.11	1,690.33
Wealth Tax	2.90	3.10
Net Loss/(Gain) on Foreign Currency Transactions and Translations	(30.80)	15.62
Sundry Balances Written Off (Net)	80.60	79.82
Profit on sale of Investments (Net)	(3,866.59)	(3,107.31)
Loss/ (Profit) on sale/discarding of fixed assets (Net)	(335.46)	147.93
Investments Written Off	-	4.32
Provision for Diminution in value of Long-Term Investments	460.60	-
Finance Cost	74.77	126.32
Provision for Doubtful Advances	3.91	-
Interest Income	(4,919.21)	(3,405.06)
Dividend Income	(352.66)	(717.56)
Operating Profit before Working Capital Changes	6,807.14	6,506.07
Adjusted for :		
Trade & Other Receivables	(1,990.36)	(3,226.50)
Inventories	966.66	(3,208.73)
Trade and Other Payables	91.82	3,729.10
Cash generated from operations	5,875.26	3,799.94
Direct taxes paid	(4,413.03)	(2,399.62)
Net Prior period adjustment	(0.37)	1.02
Net Cash Flow from Operating Activities	1,461.86	1,401.34
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(2,550.11)	(1,596.83)
Sale of Fixed Assets	484.19	184.90
Fixed Deposit with bank having maturity of more than three months (Matured)	800.00	-
Purchase of Investments including Share Application Money	(207,989.11)	(310,883.49)
Sale of Investments	266,607.61	312,617.32
Movement in Loans	(379.26)	(1,118.44)
Interest Income	4,466.13	1,335.72
Dividend Received	352.66	717.56
Net Cash Flow From Investing Activities	61,792.11	1,256.74

CASH FLOW STATEMENT (Contd.)

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
C. CASH FLOW FROM FINANCING ACTIVITIES		
Redemption of Preference Share Capital including Securities Premium	(61,993.02)	-
Repayment of Long-Term Loans	(688.21)	(1,153.20)
Short-Term Loans	(73.32)	107.60
Fixed Deposit/Margin Money with Bank and Government Authorities (Net)	(207.10)	(857.25)
Unclaimed for Scheme of Arrangement	(0.01)	(0.05)
Finance Cost Paid	(48.26)	(124.20)
Dividends Paid	(281.65)	(282.59)
Net Cash Flow (used in) Financing Activities	(63,291.57)	(2,309.69)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(37.60)	348.39
Opening Balance of Cash and Cash Equivalents	522.13	173.74
Closing Balance of Cash and Cash Equivalents	484.53	522.13
Components of Cash and Cash Equivalents:		
Balances with Banks in Current Accounts	477.56	521.12
Cheques, Drafts on Hand	5.55	-
Cash on Hand	1.42	1.01

Notes :

1. 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.
2. The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary to conform the current year presentation.
3. Bracket indicates cash outflow.

As per our report of even date

For Chaturvedi & Shah

Chartered Accountants

Firm Reg. Number 101720W

For S.R. Batliboi & Co.

Chartered Accountants

Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain

Managing Director

V. S. Pandit

Director - Works

R. Korla

Partner

Membership Number : 35629

Place: Mumbai

Date : 24th May, 2012

per Vijay Maniar

Partner

Membership Number : 36738

Place: Mumbai

Date : 24th May, 2012

R.K.Mundra

Chief Financial Officer

Place: Mumbai

Date : 24th May, 2012

A. Datta

Company Secretary

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012.

Note 1

SIGNIFICANT ACCOUNTING POLICIES

1.1 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 relevant provisions of the Companies Act, 1956 as adopted consistently by the Company.

1.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

1.3 TANGIBLE FIXED ASSETS

Fixed Assets are stated at cost of acquisition or construction, net of MODVAT / CENVAT, Value Added Tax, less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price, borrowing cost if capitalisation criteria are met, and directly attributable cost of bringing the asset to its working conditions for the intended use, including trial production costs, if any till commencement of commercial production.

1.4 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 vests with the Government/local authorities are amortised at the rates of depreciation specified in Schedule XIV to the Companies Act, 1956.

1.5 INTANGIBLE ASSETS

Intangible assets are stated at cost of acquisition less accumulated amortisation. Computer software is 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.

1.6 INVESTMENTS

Current investments are carried at lower of cost and fair value, ascertained 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. Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investment are made, are classified as current investment. All other investments are classified as long term investment.

1.7 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.

1.8 CUSTOMS DUTY

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

1.9 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, are recognised as and when right to receive is established as per the terms of scheme.
- 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.

1.10 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 closing rates. In case of any items, covered by forward exchange contracts, the difference between the closing 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 items which are carried in term of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.
- iv) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

1.11 REVENUE RECOGNITION

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sales of goods, services, scrap, commission, export incentives, excise duty and service-tax but excludes sales tax/ Value Added Tax and 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 and job-work income are recognised on an accrual basis in accordance with the terms of relevant agreement.

1.12 EMPLOYEES' BENEFITS

- i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.
- ii) Post-employment benefits in the form of gratuity, which is a defined benefit obligation, is recognized as an expense in the Statement of Profit and Loss 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 Statement of Profit and Loss.
- iii) Compensated absences are accounted similar to the short-term employee benefits.
- iv) Retirement benefit in the form of provident fund is a defined contribution scheme and contributions are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no obligations other than the contributions payable to the respective funds.

1.13 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.

1.14 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. A deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that it will be realized in future. In the case of unabsorbed depreciation and carry forward tax losses, deferred tax asset is recognised only if there is virtual certainty supported by convincing evidence that it can be realised against future taxable profits. The carrying amount of deferred tax assets is reviewed at each balance sheet date for their appropriateness.

Deferred tax assets and deferred tax liabilities are offset 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.

Minimum Alternative Tax (MAT) is recognised as an asset 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 asset 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 Statement of Profit and Loss 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 the Company will pay normal income-tax during the specified period.

1.15 IMPAIRMENT OF ASSETS

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal /external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and 'value in use'. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset 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.

1.16 PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognised when the Company 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 present value and are determined based on the 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.

1.17 DERIVATIVE TRANSACTIONS

In respect of derivative contracts, premium paid, gain/losses on settlement and provision for losses for cash flow hedges are recognised in the Statement of Profit and Loss 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.

1.18 SUBSIDY

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

1.19 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity share holders (after deducting preference dividend and attributable tax) by the weighed average number of equity shares outstanding during the year. The weighed average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity share holders and the weighed average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012.
Note 2 - SHARE CAPITAL

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Authorised Share Capital:		
450,000,000 Equity Shares of ₹ 1 each (450,000,000)	4,500.00	4,500.00
15,000,000 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each	150.00	150.00
35,000,000 Unclassified Shares of ₹ 1 each (35,000,000)	350.00	350.00
TOTAL	5,000.00	5,000.00
Issued Shares		
178,494,010 Equity Shares of ₹ 1 each (178,494,010)	1,784.94	1,784.94
9,999,900 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each	100.00	150.00
TOTAL	1,884.94	1,934.94
Subscribed And Paid-Up Shares		
178,449,410 Equity Shares of ₹ 1 each fully paid up (178,449,410)	1,784.49	1,784.49
9,999,900 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each fully paid up	100.00	150.00
Add: Forfeited Shares (Amount originally paid on 4,460 (4460) shares of ₹ 10 each)	0.22	0.22
TOTAL	1,884.71	1,934.71

2.1 (i) Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year.

Particulars	2011-12		2010-11	
	(in Nos.)	(₹ In Lacs)	(In Nos.)	(₹ In Lacs)
Shares outstanding at the beginning of the year	178,449,410	1,784.49	178,449,410	1,784.49
Shares outstanding at the end of the year	178,449,410	1,784.49	178,449,410	1,784.49

(ii) Reconciliation of number of Preference Shares outstanding at the beginning and at the end of the year.

Particulars	2011-12		2010-11	
	(in Nos.)	(₹ In Lacs)	(In Nos.)	(₹ In Lacs)
Shares outstanding at the beginning of the year	15,000,000	150.00	15,000,000	150.00
Less : Shares redeemed during the year	5,000,100	50.00	-	-
Shares outstanding at the end of the year	9,999,900	100.00	15,000,000	150.00

2.2 (i) The terms / rights attached to the Equity Shares:-

The holder of equity shares of ₹ 1 each is entitled to one vote per share. The equity shareholders are entitled to dividend only if dividend in a particular financial year is recommended by the Board of Directors and approved by the members at the annual general meeting of that year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all Preferential amounts. The distribution will be in proportion to the number of equity shares held by share holders.

SUSTAINABLE GROWTH

(ii) The terms / rights attached to the Preference Shares:-

1% Non - cumulative, Non - Participating Redeemable Preference Shares of ₹ 1 each fully paid-up were allotted on 27th November, 2007. On 26th November, 2011, 5,000,100 preference shares were redeemed at a premium of 6% p.a. from the date of allotment on issue price of ₹ 1,000/- per share and balance 9,999,900 preference shares have been rolled over for a further period of two years with effect from 26th November, 2011 with an option to the Company / the Preference Shareholder(s) to redeem the same earlier. The preference shares are redeemable at a premium of 6 % p.a. from the date of allotment on issue price of ₹ 1,000/- per share. The Preference Shareholders have a preferential right to dividend of 1% per annum, carry a preferential right for repayment of capital in priority to the equity shares, on liquidation of the Company or repayment of capital. However, the preference shares carry no further or other right to participate either in the profits or assets of the Company.

2.3 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.

2.4 Details of shares in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31 st March, 2012		As at 31 st March, 2011	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
(a) Equity Shares:				
(i) Satyapal Jaikumar Jain	2,48,07,340	13.90	2,48,07,340	13.90
(ii) Harsh Jain	2,31,51,560	12.97	2,31,51,560	12.97
(iii) Rina Jain	1,77,19,220	9.93	17,719,220	9.93
(iv) Sushma Jain	1,61,30,740	9.04	1,61,30,740	9.04
(v) Ankit Jain	1,50,54,560	8.43	1,50,54,560	8.43
(vi) Gaurav Jain	1,04,27,200	5.84	1,04,27,200	5.84
(vii) Virendra Jain	98,71,620	5.53	98,71,620	5.53
(viii) Deutsche Securities Mauritius Limited	*N.A.	*N.A.	97,10,689	5.44
(b) Preference Shares:				
(i) Sushma Jain	33,33,300	33.33	50,00,000	33.33
(ii) Rina Jain	33,33,300	33.33	50,00,000	33.33
(iii) Laxmi Jain	33,33,300	33.34	50,00,000	33.34

* Reduced below 5 %, hence not disclosed

2.5 Subscribed and Paid-up Equity Shares includes **86,269,400** (Previous Year 86,269,400) equity shares allotted as fully paid-up bonus shares in the last five years.

2.6 Forfeited shares (Amount originally paid up)

Particulars	2011-12	2010-11
44,600 (Previous Year 44,600) Equity Shares of ₹ 1 each (Originally 4,460 Equity Shares of ₹10/- each)	0.22	0.22

2.7 Figures in bracket represents previous year figures.

Note 3 - Reserves & Surplus

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Capital Reserve		
Balance at the beginning and at the end of the year	92.17	92.17
Capital Redemption Reserve		
Balance at the beginning of the year	-	-
Add : Transferred from General Reserve on account of redemption of Preference Shares	50.00	-
Balance at the end of the year	50.00	-

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Securities Premium Account		
Balance at the beginning of the year	214,930.94	214,930.94
Less: Premium on Redemption of Preference Shares	<u>61,943.02</u>	-
Balance at the end of the year	152,987.92	214,930.94
General Reserve		
Balance at the beginning of the year	17,118.66	16,193.82
Add : Transferred from Surplus	989.29	924.84
Less: Transferred to Capital Redemption Reserve	<u>50.00</u>	-
Balance at the end of the year	18,057.95	17,118.66
Surplus in Statement of Profit and Loss		
Balance at the beginning of the year	39,307.25	31,265.35
Add : Net Profit for the year	<u>9,892.83</u>	<u>9,248.39</u>
Amount available for Appropriations	49,200.08	40,513.74
Appropriations		
Transferred to General Reserve	989.29	924.84
Proposed Dividend on Preference Shares	1.00	1.50
Dividend per Share ₹ 0.01 (Previous Year ₹ 0.01)		
Proposed Dividend on Equity Shares	240.84	240.84
Dividend per Share ₹ 0.50 (Previous Year ₹ 0.50)		
Tax on Proposed Dividends	<u>34.36</u>	<u>39.31</u>
Balance at the end of the year	<u>47,934.59</u>	<u>39,307.25</u>
TOTAL	<u>219,122.63</u>	<u>271,449.02</u>

Note 4 - Long-term Borrowings

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
(₹ in Lacs)		
Secured		
Term Loans from a Bank	90.00	526.00
Unsecured		
Interest-free Sales-tax loan	<u>904.27</u>	<u>918.08</u>
TOTAL	<u>994.27</u>	<u>1,444.08</u>

- 4.1 Out of the term-loans referred to above (including current maturities of long-term borrowings in note 9):-
- a) Loans aggregating ₹ **256.00 Lacs** (Previous Year ₹ 682.00 Lacs) are secured by way of first *pari passu* charge on certain immovable assets of the Company and carry interest at BPLR rate less 3.50% per annum.
 - b) Loans aggregating ₹ **270.00 Lacs** (Previous Year ₹ 495.00 Lacs) are secured by way of first *pari passu* charge on the entire movable fixed assets of the Company and carry interest at BPLR rate less 3.75% per annum.
 - c) They are further secured by a personal guarantee of one of the directors and one erstwhile director of the Company.
- 4.2 A term-loan from a bank of ₹ **526.00 Lacs** (including current maturities of long-term borrowings in note 9) is outstanding as at 31st March, 2012. Out of the above loan, ₹ **436.00 Lacs** is repayable in four equal quarterly installment of ₹ **109.00 Lacs** each during the year 2012 -13 and ₹ **90.00 Lacs** is repayable in two equal quarterly installments of ₹ **45.00 Lacs** each in June 2013 and September 2013.

SUSTAINABLE GROWTH

- 4.3 An interest-free sales tax loan of ₹ 918.08 Lacs (including current maturities of long-term borrowings in note 9) is outstanding as at 31st March, 2012. Out of the above, ₹ 27.60 Lacs is repayable in equal yearly installment of ₹ 13.80 Lacs starting from May, 2012 and ending on May, 2013, ₹ 558.60 Lacs is repayable in equal yearly installment of ₹ 111.72 Lacs starting from December, 2014 and ending on December, 2018 and ₹ 331.85 Lacs is repayable in equal yearly installment of ₹ 66.37 Lacs starting from March, 2020 and ending on March, 2024.

Note 5 - Deferred Tax Liabilities (Net)		(₹ in Lacs)	
Particulars	As at 31 st March, 2012	As at 31 st March, 2011	
Deferred Tax Liabilities			
Related to Fixed Assets	2,125.43	1,887.93	
Deferred Tax Assets			
Disallowance Under the Income Tax Act, 1961	83.98	57.25	
TOTAL	<u>2,041.45</u>	<u>1,830.68</u>	

Note 6 - Long - Term Provisions		(₹ in Lacs)	
Particulars	As at 31 st March, 2012	As at 31 st March, 2011	
Provisions for Employee Benefits			
Gratuity (unfunded) (Refer Note 32)	-	107.62	
TOTAL	<u>-</u>	<u>107.62</u>	

Note 7 - Short - Term Borrowings		(₹ in Lacs)	
Particulars	As at 31 st March, 2012	As at 31 st March, 2011	
Secured Loans			
Working Capital Loan from a Bank repayable on Demand	52.07	125.39	
TOTAL	<u>52.07</u>	<u>125.39</u>	

- 7.1 The Working Capital Loan is secured by hypothecation on whole of current assets including stock and book debts and as collateral security, second charge and negative lien on certain fixed assets of the Company. The interest rate on Working Capital loan is at Base Rate plus 4.25% p.a. floating.

Note 8 - Trade Payables		(₹ in Lacs)	
Particulars	As at 31 st March, 2012	As at 31 st March, 2011	
Micro, Small and Medium Enterprises*	63.97	27.02	
Others	2,736.17	3,010.29	
TOTAL	<u>2,800.14</u>	<u>3,037.31</u>	

* Micro, Small and Medium Enterprises under the Micro, Small and Medium enterprises Development Act, 2006 (MSMED 2006) have been determined based on the information available with the Company and the details of amount outstanding due to them are as given below:

Particulars	As at 31 st March, 2012	As at 31 st March, 2011	
(a) Principal amount remaining unpaid as on 31 st March.	63.97	27.02	
(b) Interest due thereon as on 31 st March.	-	-	
(c) Interest paid by the Company in terms of Section 16 of MSMED 2006, alongwith amount of the payment made to the suppliers beyond the appointed day during the year .	-	-	
(d) Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED 2006.	-	-	
(e) Interest accrued and remaining unpaid as at 31 st March.	-	-	
(f) Further interest remaining due and payable in the succeeding years, until such date when interest dues as above are actually paid to the Small Enterprises.	-	-	

Note 9 - Other Current Liabilities

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
Current Maturities of Long-term Borrowings				
Secured Borrowings	436.00		651.00	
Unsecured Borrowings	<u>13.80</u>	449.80	<u>37.20</u>	688.20
Interest Accrued and due on Borrowings		6.61		12.31
Advances from Customers		1,433.75		1,474.76
Advance against Sale of Fixed Assets		11.40		171.00
Unpaid Dividends *		17.42		13.17
Unclaimed for Scheme of Arrangement		39.00		39.02
Creditors for Capital Expenditure		39.12		14.65
Other Payables				
Salary, Wages and Allowances	658.47		490.14	
Power & Fuel	202.00		195.77	
Statutory Dues	77.30		131.55	
Others #	<u>298.24</u>	<u>1,236.01</u>	<u>150.10</u>	<u>967.56</u>
TOTAL		<u><u>3,233.11</u></u>		<u><u>3,380.67</u></u>

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

Includes Security Deposits from Customers and Liability for expenses etc.

Note 10 - Short - Term Provisions

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
Provisions for Employee Benefits				
Gratuity (unfunded) (Refer Note 32)	162.10		4.56	
Leave Encashment	<u>96.73</u>	258.83	<u>64.26</u>	68.82
Others				
Provisions for Wealth Tax	-		8.92	
Proposed Dividend on Preference Shares	1.00		1.50	
Proposed Dividend on Equity Shares	240.84		240.84	
Tax on Proposed Dividend	34.36		39.31	
Provision for Excise Duty \$	<u>110.66</u>		<u>100.15</u>	
		<u>386.86</u>		<u>390.72</u>
TOTAL		<u><u>645.69</u></u>		<u><u>459.54</u></u>

\$ The Company had recognised liability based on substantial degree of estimation for excise duty payable on the clearance of goods lying in stock as on 31st March, 2011 of ₹ 100.15 Lacs as per the estimated pattern of dispatches. During the year, ₹ 100.15 Lacs was utilised for clearance of goods. Liability recognised under this class for the year is ₹ **110.66 Lacs**, which is outstanding as on 31st March, 2012. Actual outflow is expected in the next financial year.

Note 11 - FIXED ASSETS

Description	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK			
	As at 1 st April, 2011	Additions	Deductions	As at 31 st March, 2012	Upto 31 st March, 2011	For the Year	Deductions/ Adjustments	Upto 31 st March, 2012	As at 31 st March, 2012	As at 31 st March, 2011
TANGIBLE ASSETS										
Leasehold										
Land	521.25	-	4.39	516.86	43.45	13.47	0.29	56.63	460.23	477.80
Owned										
Land	2,135.89	-	131.26	2,004.63	-	-	-	-	2,004.63	2,135.89
Buildings	8,296.47	58.13	34.49	8,320.11	1,799.23	254.97	20.38	2,033.82	6,286.29	6,497.24
Plant and Equipments	27,661.08	1,649.49	351.10	28,959.47	15,796.79	1,387.65	226.05	16,958.39	12,001.08	11,864.29
Furniture and Fixtures	189.93	4.04	-	193.97	124.58	8.46	-	133.04	60.93	65.35
Vehicles	512.29	-	138.52	373.77	290.49	35.89	109.57	216.81	156.96	221.80
Office Equipments	359.35	47.93	19.58	387.70	257.31	20.03	14.72	262.62	125.08	102.04
TOTAL (A)	39,676.26	1,759.59	679.34	40,756.51	18,311.85	1,720.47	371.01	19,661.31	21,095.20	21,364.41
INTANGIBLE ASSETS *										
Owned										
Computer Software	46.93	-	-	46.93	4.33	9.64	-	13.97	32.96	42.60
Drawings & Designs	65.38	-	65.38	-	65.38	-	65.38	-	-	-
TOTAL (B)	112.31	-	65.38	46.93	69.71	9.64	65.38	13.97	32.96	42.60
TOTAL (A)+(B)	39,788.57	1,759.59	744.72	40,803.44	18,381.56	1,730.11	436.39	19,675.28	21,128.16	21,407.01
Previous Year	38,858.95	1,395.62	466.00	39,788.57	16,894.59	1,690.33	203.36	18,381.56	21,407.01	-
Capital Work in Progress									1,222.30	778.92

* Other than internally generated.

- 11.1 Owned land includes ₹ Nil (Previous Year ₹ 131.25 Lacs) in respect of which conveyance deed is yet to be registered in the name of the Company.
- 11.2 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.
- 11.3 Capital Work-in-Progress includes ₹ 0.07 Lacs (Previous Year ₹ 5.23 Lacs) on account of cost of construction material at site.
- 11.4 Gross Block of Plant and Equipments 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.
- 11.5 In accordance with the Accounting Standard (AS) 28 on "Impairment of Assets" as notified by Companies (Accounting Standards) Rules, 2006 the management during the year carried out an exercise of identifying the assets that may have been impaired in respect of each cash generating unit in accordance with the said Accounting Standard. On the basis of this review carried by the management there was no impairment loss on Fixed Assets during the year ended 31st March, 2012.

Note 12 - Non - Current Investments (Refer Note 1.6)

Particulars	As at 31 st March, 2012 Quantity (Nos.)	As at 31 st March, 2011 Quantity (Nos.)	Face Value (₹ Unless otherwise stated)	As at 31 st March, 2012 (₹ In Lacs)	As at 31 st March, 2011 (₹ In Lacs)
Long-Term Investments					
Trade Investments					
In Equity Instruments					
Unquoted Fully Paid up					
Subsidiary Companies					
Jai Corp Finance and Holding Ltd. (including 60 Shares of ₹ 10 each fully paid up held jointly with nominees)	1,500,000	1,500,000	10	215.00	215.00
Jai Realty Ventures Ltd. (including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)	50,000	50,000	10	5.00	5.00
Sarbags Pty Ltd. (Refer Note 12.5)	50,000	50,000	AS\$ 1	12.34	12.34
Urban Infrastructure Venture Capital Ltd. (including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)	1,000,000	1,000,000	10	100.28	100.28
Urban Infrastructure Trustees Ltd. (including 6 Shares of ₹ 10 each fully paid up held jointly with nominees)	50,000	50,000	10	5.01	5.01
Jai Infraprojects Ltd. (including 6 Shares of ₹ 10 each fully paid up held jointly with nominees) (Refer note 12.2)	-	50,000	10	-	5.00
Associate Companies					
Urban Communication Infrastructure Pvt. Ltd.	-	4,000	10	-	0.40
Urban Energy Distribution Pvt. Ltd.	-	4,000	10	-	0.40
Urban Energy Generation Pvt. Ltd.	-	4,000	10	-	0.40
Urban Energy Transimission Pvt. Ltd.	-	4,000	10	-	0.40
Urban Infotech Solutions Pvt. Ltd.	-	4,000	10	-	0.40
Urban Infrastructure Construction Pvt. Ltd.	-	4,000	10	-	0.40
Urban Infrastructure Holdings Pvt. Ltd.	113,517,714	113,517,714	10	11,351.77	11,351.77
Urban Water Supply Pvt. Ltd.	-	4,000	10	-	0.40
Others					
Mumbai SEZ Ltd.	229,377,346	126,341,463	10	23,522.68	13,219.09
Rewas Port Ltd.	50,000,000	50,000,000	10	5,000.00	5,000.00
Greenary Power Generation Pvt. Ltd.	1,800	1,800	10	0.18	0.18
Spectra Power Distribution Pvt. Ltd.	1,800	1,800	10	0.18	0.18
Urban Assets Reconstructions Pvt. Ltd.	1,800	1,800	10	0.18	0.18
Urban Telecom Pvt. Ltd.	1,800	1,800	10	0.18	0.18
				40,212.80	29,917.01
Less: Investments Written Off (Refer Note 12.2)				-	(4.32)
Less: Provision for Diminution in the value of Investments (Refer Note 12.6)				(0.72)	-
Total Equity Investments (a)				40,212.08	29,912.69

SUSTAINABLE GROWTH

Particulars	As at 31 st March, 2012 Quantity (Nos.)	As at 31 st March, 2011 Quantity (Nos.)	Face Value (₹ Unless otherwise stated)	As at 31 st March, 2012 (₹ In Lacs)	As at 31 st March, 2011 (₹ In Lacs)
In Preference Shares					
Unquoted Fully Paid up					
Subsidiary Company					
1% Optionally Convertible Preference Shares of Jai Realty Ventures Ltd.	5,000	5,000	10	50.00	50.00
Total Preference Shares (b)				50.00	50.00
In Debentures					
Unquoted Fully Paid up					
Associate Company					
Zero Percent Optionally Fully Convertible Debentures of Urban Infrastructure Holdings Pvt. Ltd.	727,540	727,540	100	727.54	727.54
Total Debentures (c)				727.54	727.54
In Units					
Unquoted Fully Paid up					
Others					
Urban Infrastructure Opportunities Fund	7,618.6	7,618.6	91,500 (Previous Year ₹ 100,000)	7,909.74	8,557.27
Total Units (d)				7,909.74	8,557.27
Total Trade Investments (i=a+b+c+d)				48,899.36	39,247.50
Other than Trade Investments					
In Equity Instruments					
Quoted Fully Paid up					
Others					
Reliance Industries Ltd.	3,522,000	3,522,000	10	47,747.75	47,747.75
Unquoted Fully Paid up					
Others					
Applewoods Estate Pvt. Ltd.	-	6,700	10	-	0.67
Earnest Towers Pvt. Ltd.	465,154	420,513	10	241.51	210.26
Gold Bricks Infrastructure Pvt. Ltd.	980,000	120,000	10	290.00	12.00
Neelkanth Realty Pvt. Ltd. (Refer Note 12.3)	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 Urbana Infra Developers Pvt. Ltd.	11	4	10	0.06	0.02
Sterling Urban Infraprojects Pvt. Ltd.	4,400,000	600,000	10	440.00	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
Unquoted Partly Paid up					
Others					
Nilayami Realtors Pvt. Ltd. (₹ 5/- paid up each)	106,000	106,000	10	5.30	5.30
				49,289.20	48,600.58
Less: Provision for Diminution in the value of Investments (Refer Note 12.6)				(5.34)	-
Total Equity Instruments (a)				49,283.86	48,600.58

Particulars	As at 31 st March, 2012 Quantity (Nos.)	As at 31 st March, 2011 Quantity (Nos.)	Face Value (₹ Unless otherwise stated)	As at 31 st March, 2012 (₹ In Lacs)	As at 31 st March, 2011 (₹ In Lacs)
In Preference Shares					
Unquoted Fully Paid up					
Others					
0.01% Compulsorily Convertible Preference Shares of Earnest Towers Pvt. Ltd.	1,742,504	1,742,504	10	871.25	871.25
Total Preference Shares (b)				871.25	871.25
In Debentures					
Unquoted Fully Paid up					
Others					
Zero Percent Fully Compulsorily Convertible Debentures of:					
Applewoods Estate Pvt. Ltd.	-	501	1,000	-	5.01
Gold Bricks Infrastructure Pvt. LTD.	-	128,000	100	-	128.00
Goldbricks Infrastructure Pvt. Ltd. 'Series C'	-	150,000	100	-	150.00
Neelkanth Realty Pvt. Ltd. (Refer Note 12.3)	33,600	33,600	100	33.60	33.60
Neelkanth Rice Lands Pvt. Ltd.	11,200	11,200	1,000	112.00	112.00
Nirmal Infrastructure Pvt. Ltd.	9,000	9,000	1,000	90.00	90.00
Sterling Urban Infraprojects Pvt. Ltd.	-	160,000	100	-	160.00
14.75% Fully Compulsorily Convertible Debentures of Ozone Urbana Infra Developers Pvt. Ltd.					
	386,101	154,441	518	2,000.00	800.00
15.5% Fully Compulsorily Convertible Debentures of Applewoods Estate Pvt. Ltd.					
	-	277,970	100	-	277.97
Zero Percent Fully Compulsorily Convertible Debentures of:					
Supernal Realtors Pvt. Ltd.	18,721	18,721	1,000	187.21	187.21
Vengas Realtors Pvt. Ltd.	26,733	26,733	1,000	267.33	267.33
Unquoted Partly Paid up					
Others					
Zero Percent Fully Compulsorily Convertible Debentures of Nilayami Realtors Pvt. Ltd. (₹ 10/- paid up each)					
	8,480	8,480	1,000	0.85	0.85
				2,690.99	2,211.97
Less: Provision for Diminution in the value of Investments (Refer Note 12.6)				(454.54)	-
Total Debentures (c)				2,236.45	2,211.97
In Units					
Unquoted Fully Paid up					
Others					
HDFC India Real Estate Fund	40,594	88,548	1,000	405.96	885.47
Total Others (d)				405.96	885.47
Total Other than Trade Investments (ii=a+b+c+d)				52,797.52	52,569.27
Total Non - Current Investments [iii =i+ii]				101,696.88	91,816.77

SUSTAINABLE GROWTH

12.1 Aggregate Value of Non-current Investments

	As at 31 st March, 2012		As at 31 st March, 2011	
	Book Value (₹ In Lacs)	Market value (₹ In Lacs)	Book Value (₹ In Lacs)	Market value (₹ In Lacs)
Quoted Investments	47,747.75	26,353.37	47,747.75	36,903.52
Unquoted Investments	53,949.13	-	44,069.02	-
	101,696.88		91,816.77	

12.2 Name of Jai Infraprojects Ltd., a wholly owned subsidiary of the Company has been struck off from the Registrar of Companies w.e.f. 15th July, 2011 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. Investments written off includes equity shares of Jai Infraprojects Ltd ₹ NIL (Previous Year ₹ 4.32 Lacs)

12.3 Original Share / Debenture Certificates have been misplaced and steps are being taken to obtain duplicate certificates.

12.4 In opinion of the management, diminution in the value of long term investment, except as provided, is temporary in nature, hence no provision has been considered necessary.

12.5 Represents face value in Australian Dollar.

12.6 The details of the provision for diminution in the value of non-current investments is as under

Name of the Company	(₹ in Lacs)	
	As At 31 st March, 2012	As At 31 st March, 2011
In Equity Shares		
Greenary Power Generation Pvt. Ltd.	0.18	-
Spectra Power Distribution Pvt. Ltd.	0.18	-
Supernal Realtors Pvt. Ltd.	2.67	-
Urban Assets Reconstructions Pvt. Ltd.	0.18	-
Urban Telecom Pvt. Ltd.	0.18	-
Vengas Realtors Pvt. Ltd.	2.67	-
In Debentures		
Supernal Realtors Pvt. Ltd.	187.21	-
Vengas Realtors Pvt. Ltd.	267.33	-
	460.60	-

Note 13 - Long - Term Loans and Advances

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
Unsecured, Considered Good :		
Capital Advances	555.89	184.28
Security Deposits	167.64	184.64
Loans and Advances to Related Parties (Refer Note 38)		
Other Loans and Advances		
Inter-Corporate Deposits	37,500.00	37,101.68
Other receivables	68.80	-
	37,568.80	37,101.68
TOTAL	38,292.33	37,470.60

Note 14 - Other Non - Current Assets

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Unsecured, Considered Good :		
Interest Accrued on Investments	290.83	62.27
Fixed Deposits with Banks having more than 12 months maturity #	268.32	154.35
TOTAL	559.15	216.62
# Fixed Deposits with Banks more than 12 Months Maturity include:		
Amount held as Margin Money against Bank Overdraft facility	-	11.54
Amount held as Deposit with Electricity Department and Sales-tax Department	268.32	142.81

Note 15 - Current Investments (Refer Note No. 1.6)

Particulars	As at 31 st March, 2012 Quantity (Nos.)	As at 31 st March, 2011 Quantity (Nos.)	Face Value	As at 31 st March, 2012 (₹ In Lacs)	As at 31 st March, 2011 (₹ In Lacs)
In Debenture and Corporate Bonds					
Quoted Fully Paid up					
Corporate Bonds					
8.65% Rural Electrification Corporation Ltd.	50	50	1,000,000	473.47	473.47
0% Kesoram Industries Ltd.	-	100	1,100,000	-	1,022.22
0% HDFC Ltd. 2011	-	100	1,000,000	-	1,038.88
9.5% Mercator Lines Ltd.	100	100	1,000,000	1,000.00	1,000.00
8.8 % Power Grid Corporation Ltd.	40	40	1,250,000	505.76	508.07
11.25% Power Finance Corporation Ltd.	150	150	1,000,000	1,645.73	1,667.59
11.50% Shriram Transport Finance Ltd.	1,000	1,000	100,000	1,019.59	1,026.57
10.50% Srei Equipment Finance Pvt. Ltd.	1,000	1,000	100,000	1,008.84	1,012.12
Debentures					
Redeemable Non-Convertible Debentures of					
Citifinancial Consumer Finance India Ltd.	-	5,000	100,000	-	5,000.00
Total Debentures & Corporate Bonds (a)				5,653.39	12,748.92
In Commercial Papers & Certificate of Deposits					
Unquoted Fully Paid up					
Commercial Papers					
Aditya Birla Finance Ltd. 86D 26 th April, 2012	500	-	500,000	2,441.05	-
Aditya Birla Finance Ltd. 364D 03 rd May, 2012	500	-	500,000	2,412.11	-
Aditya Birla Finance Ltd. 175D 09 th May, 2011	-	500	500,000	-	2,439.84
Aditya Birla Finance Ltd. 26D 25 th April, 2011	-	500	500,000	-	2,479.69
Aditya Birla Finance Ltd. 363D 25 th July, 2011	-	500	500,000	-	2,322.17
Afcon Infrastructure Ltd.364D 11 th August, 2011	-	1,000	500,000	-	4,634.85
IL & FS Financial Services Ltd. 315D 19 th December, 2011	-	1,000	500,000	-	4,577.32

SUSTAINABLE GROWTH

Particulars	As at 31 st March, 2012 Quantity (Nos.)	As at 31 st March, 2011 Quantity (Nos.)	Face Value	As at 31 st March, 2012 (₹ In Lacs)	As at 31 st March, 2011 (₹ In Lacs)
IL & FS Financial Services Ltd. 120D 18 th May, 2012	500	-	500,000	2,419.66	-
India Infoline Investment Services Ltd. 90D 08 th July, 2011	-	500	500,000	-	2,428.15
J M Financial Services Pvt. Ltd. 90D 02 nd July, 2011	-	1,000	500,000	-	4,866.21
Morgan Stanley India Capital Pvt. Ltd. 141D 21 st May, 2012	500	-	500,000	2,398.98	-
Reliance Capital Ltd. 90D 12 th May, 2011	-	500	500,000	-	2,437.49
Tata Capital Housing Finance Ltd. 364D 26 th July, 2011	-	500	500,000	-	2,321.72
Tata Capital Ltd. 91D 14 th May, 2012	500	-	500,000	2,436.70	-
Tata Capital Ltd. 364D 04 th August, 2011	-	1,000	500,000	-	4,639.14
Tata Motor Finance Ltd. 128D 30 th May, 2012	500	-	500,000	2,414.48	-
Tata Motors Finance Ltd. 91D 02 nd July, 2011	-	500	500,000	-	2,436.23
Certificate of Deposits					
Canara Bank 07 th April, 2011	-	2,500	100,000	-	2,492.93
Corporation Bank 08 th April, 2011	-	2,500	100,000	-	2,492.15
Dhanlakshmi Bank Ltd. 04 th May, 2012	2,500	-	100,000	2,438.56	-
Total Commercial Papers & Certificate of Deposits (b)				16,961.54	40,567.89
In Mutual Funds					
Unquoted Fully Paid up					
Birla Sun Life Cash Manager Institutional Plan- Growth	-	636,897	10	-	100.17
Birla Sun Life Floating Rate Fund Short Term Plan	210,868	-	100	300.00	-
DSP BlackRock Liquidity Fund-Institutional Plan-Growth	-	119,704	1,000	-	1,678.05
ICICI Prudential Blended Plan B Institutional Growth Plan II	-	11,386,063	10	-	1,200.00
ICICI Prudential Flexible Income Plan Premium-Growth	-	44,296	10	-	59.16
IDFC Fixed Maturity Plan Monthly Series 30 Growth	-	25,000,000	10	-	2,500.00
JM Money Manager Fund Super Plus Plan-Growth	-	1,344,692	10	-	171.78
JM Money Manager Short Term Fund Institutional Plan Growth	-	36,086,753	10	-	5,000.00
LIC Nomura MF Liquid Fund Growth Plan	-	8,905,165	10	-	1,596.75
SBI Magnum Insta Cash Liquid Floater Plan	109,462	-	1,000	1,987.15	-
Total Mutual Fund (c)				2,287.15	12,305.91
In Others					
Pass Through Certificate (PTC) Issued by Pioneer Trust 2010.	250	250	1,000,000	2,500.00	2,500.00
Total Others (c)				2,500.00	2,500.00
Total Current Investments (a+b+c)				27,402.08	68,122.72

15.1 Aggregate Amount of Current Investments

	As at 31 st March, 2012		As at 31 st March, 2011	
	Book Value	Market value	Book Value	Market value
	(₹ In Lacs)	(₹ In Lacs)	(₹ In Lacs)	(₹ In Lacs)
Quoted Investments	5,653.39	5,653.39	12,748.92	13,245.22
Unquoted Investments	21,748.69	-	55,373.80	-
	<u>27,402.08</u>		<u>68,122.72</u>	

Note 16 - Inventories (as taken, valued and certified by the management)

Particulars	(₹ in Lacs)			
	As at 31 st March, 2012		As at 31 st March, 2011	
Raw Materials				
Goods-in-Transit	235.81		307.94	
Others	2,442.95	2,678.76	3,185.13	3,493.07
Work-in-Progress		596.22		589.94
Finished Goods				
Goods-in-Transit	83.28		179.08	
Others	2,690.29	2,773.57	2,834.05	3,013.13
Stores and Spares		883.66		801.81
Scrap		89.93		90.85
TOTAL		<u>7,022.14</u>		<u>7,988.80</u>

16.1 Refer Note 1.7 for mode of valuation of Inventories.

		(₹ in Lacs)	
16.2 Inventories under Broad Head		As at 31 st March, 2012	As at 31 st March, 2011
(a) Work-in-Progress under Broad Head			
Master Batch		38.11	-
Woven Sacks / Fabrics		353.46	312.15
Synthetics Fiber Twin		15.31	21.16
Spinning Yarn		189.34	256.63
TOTAL		<u>596.22</u>	<u>589.94</u>
(b) Finished Goods under Broad Head			
GP / GC Coils / Sheets		16.33	16.33
Master Batch		372.10	495.22
Woven Sacks / Fabrics		1,329.28	1,193.96
Synthetics Fiber Twin		52.12	36.71
Spinning Yarn		985.13	1,252.98
Staple Fibers		7.11	4.70
Liner		10.45	8.05
Others		1.05	5.18
TOTAL		<u>2,773.57</u>	<u>3,013.13</u>

SUSTAINABLE GROWTH

Note 17 - Trade Receivable

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
(Unsecured, Considered Good)		
Debts due for a period exceeding six months:		
Other Debts	345.09	185.96
	<u>10,505.63</u>	<u>8,956.05</u>
TOTAL	<u>10,850.72</u>	<u>9,142.01</u>

Note 18 - Cash and Bank Balances

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Cash and Cash Equivalents		
Balances with Banks in Current Accounts	477.56	521.12
Cheques, Drafts on Hand	5.55	-
Cash on Hand	1.42	1.01
	<u>484.53</u>	<u>522.13</u>
Other Bank Balances		
Unpaid Dividend Accounts	17.42	13.17
Fixed Deposits with banks more than 3 months maturity #	349.29	1,056.14
	<u>366.71</u>	<u>1,069.31</u>
TOTAL	<u>851.24</u>	<u>1,591.44</u>
# Fixed Deposits with Banks more than 3 months maturity include:		
Amount held as Margin Money against Bank Overdraft Facility	300.00	138.05
Amount held as Deposit with Electricity Department and Sales-tax Department	49.29	117.81

Note 19 - Short - Term Loans and Advances

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
(Unsecured, Considered Good)		
Loans and Advances to Related Parties (Refer Note 38)		
Inter-Corporate Deposits	401.43	-
Share Application Money	8,522.71	11,122.71
Other receivables	195.89	227.28
	<u>9,120.03</u>	<u>11,349.99</u>
Others		
Inter-Corporate Deposits	7,620.00	6,877.66
Share Application Money	107.42	10,334.84
Advance Income Tax (net)	977.76	431.14
Interest receivable	1,453.55	1,349.07
Balance with Customes & Excise Authorities	516.69	673.88
Other Advances *	1,236.21	1,020.36
	<u>11,911.63</u>	<u>20,686.95</u>
(Unsecured and Considered Doubtful)		
Advance to Suppliers	3.91	-
Less: Provision for Doubtful Advances	3.91	-
	<u>-</u>	<u>-</u>
TOTAL	<u>21,031.66</u>	<u>32,036.94</u>

* Mainly includes Discount Receivable, Advance to Suppliers, Security Deposits, VAT Receivables etc.

Note 20 - Other Current Assets

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Unbilled Revenue	253.26	90.92
Interest accrued on Investments	377.60	1,398.36
Fixed Assets Held for Disposal	21.84	21.84
Receivables on account of Sale of Securities	-	11,544.55
Export Incentive Receivable	64.71	141.52
TOTAL	717.41	13,197.19

Note 21 - Revenues from Operations

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Sale of Products		
Finished Goods	60,112.30	46,528.29
Traded Goods	2,594.04	2,625.50
Sale of Services	2,593.35	2,018.78
Other Operating Revenue	82.03	136.19
Gross Revenue from Operations	65,381.72	51,308.76

21.1 Sale of Products under Broad Head
Finished Goods

GP / GC Coils / Sheets	-	911.39
Master Batch	3,849.62	2,672.84
Woven Sacks / Fabrics	43,753.67	32,458.58
Synthetics Fiber Twin	237.40	286.95
Spinning Yarn	9,819.75	8,013.74
Staple Fibers	2,255.70	1,990.57
Tape & Liner	63.53	98.00
Others	132.63	96.22
TOTAL	60,112.30	46,528.29

Traded Goods

HR Coils	2,577.47	2,601.83
PP Granuals	5.00	0.71
Others	11.57	22.96
TOTAL	2,594.04	2,625.50

21.2 Sale of Services under Broad Head

Job Work	2,593.35	2,018.78
TOTAL	2,593.35	2,018.78

SUSTAINABLE GROWTH

Note 22 - Other Income

Particulars	(₹ in Lacs)	
	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Interest Income (Gross)		
From Long-Term Investments	278.54	336.03
From Current Investments	3,122.46	1,711.23
From Inter-Corporate Deposits	1,485.98	1,316.21
From Fixed Deposits	57.63	73.93
From Customers	131.05	74.89
From Others	6.01	14.95
Dividend Income		
From Long-Term Investments	322.66	691.46
From Current Investments	-	1.10
Dividend from Subsidiary Company	30.00	25.00
Profit on Sale of Investments (Net)		
From Long-Term Investments	1,149.62	13.35
From Current Investments	2,716.97	3,093.96
Rent Income	101.54	102.46
Profit on Sale of Fixed Assets (Net)	335.46	-
Net Gain on Foreign Currency Transactions and Translation	259.31	-
Miscellaneous Income	159.99	137.59
TOTAL	10,157.22	7,592.16

Note 23 - Cost of Raw Materials Consumed

Particulars	(₹ in Lacs)	
	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Consumption of Raw Materials under Broad Heads		
CR Coils	-	700.58
PSF/VSF	6,351.79	5,559.83
HDPE / PP / LDPE / LLDPE	30,682.38	23,298.55
Others	2,172.07	1,621.05
TOTAL	39,206.24	31,180.01

23.1 Value of Raw Material, Spare Parts and Components Consumed

Particulars	2011-12		2010-11	
	(₹ In Lacs)	% of Total	(₹ In Lacs)	% of Total
Raw Material Consumed				
Imported	1,564.66	3.99	693.94	2.23
Indigenous	37,641.58	96.01	30,486.07	97.77
TOTAL	39,206.24	100.00	31,180.01	100.00

Note 24 - Purchase of Stock - in - Trade

Particulars	(₹ in Lacs)	
	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Purchase of Stock - in - Trade under Broad Heads		
HR Coils	2,489.65	2,340.00
PP Granuales	5.29	19.93
Others	11.28	3.74
TOTAL	2,506.22	2,363.67

Note 25 - Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
At the end of the Year		
Finished Goods	2,773.57	3,013.13
Work-in-Progress	596.22	589.94
Scrap	89.93	90.85
	<u>3,459.72</u>	<u>3,693.92</u>
At the beginning of the Year		
Finished Goods	3,013.13	1,184.69
Work-in-Progress	589.94	584.99
Scrap	90.85	136.50
	<u>3,693.92</u>	<u>1,906.18</u>
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	<u><u>234.20</u></u>	<u><u>(1,787.74)</u></u>

Note 26 - Employee Benefits Expense

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Salaries, Wages and Perquisites	4,689.05	3,687.60
Contribution to Provident Fund and Other Funds	196.81	146.28
Staff Welfare Expenses	91.65	86.93
Gratuity (Refer Note 32)	54.48	40.31
TOTAL	<u><u>5,031.99</u></u>	<u><u>3,961.12</u></u>

Note 27 - Finance Cost

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Interest Expenses	68.77	126.32
Other Borrowing Cost	6.00	-
TOTAL	<u><u>74.77</u></u>	<u><u>126.32</u></u>

Note 28 - Other Expenses

(₹ in Lacs)

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Manufacturing Expenses		
Stores, Spare parts and Packing Materials Consumed (Refer Note 28.1)	2,499.29	1,561.98
Power and Fuel	4,125.57	3,017.77
Job Work Charges	29.86	32.57
Excise Duty (Refer Note 33)	10.51	66.13
Repairs to Machinery	74.46	64.58
Repairs to Buildings	56.99	78.30

SUSTAINABLE GROWTH

Particulars	For the Year Ended 31 st March, 2012	For the Year Ended 31 st March, 2011
Selling and Distribution Expenses		
Advertisement, Publicity and Sales Promotion Expenses	30.14	22.03
Brokerage, Discount and Commission	262.90	190.39
Freight Outward, Handling charges and Octroi (Net)	506.24	357.17
Payment to Auditors		
Audit Fees	36.00	30.00
Tax Audit Fees	8.00	8.00
Other Services	39.47	40.40
Reimbursement of Expenses	2.24	0.37
Administrative and General Expenses		
Rent	20.45	20.12
Rates and Taxes	56.15	40.16
Repairs & Maintenance - Others	28.25	26.17
Insurance	59.28	54.99
Legal, Professional and Consultancy Charges	234.48	219.72
Investment Management Fees	113.82	82.64
Travelling and Conveyance	154.58	184.29
Diminution in Value of Investment written off	-	4.32
Provision for Diminution in Value of Long-Term Investment	460.60	-
Directors' Sitting Fees	3.25	3.19
Donations	12.91	40.98
Bank Charges	36.00	53.75
Loss on sale/discarding of Fixed assets (Net)	-	147.93
Net Loss on Foreign Currency Transactions and Translations	-	23.62
Provision for Doubtful Advances	3.91	-
Sundry Balances Written Off (Net)	80.60	79.82
Wealth Tax	2.90	3.10
Other Expenses	256.75	257.53
TOTAL	9,205.60	6,712.02

28.1 Stores, Spare parts and Packing Materials Consumed

Particulars	2011-12		2010-11	
	(₹ In Lacs)	% of Total	(₹ In Lacs)	% of Total
Imported	332.48	13.30	65.88	4.22
Indigenous	2,166.81	86.70	1,496.10	95.78
TOTAL	2,499.29	100.00	1,561.98	100.00

Note 29 - Prior Period Items

Particulars	(₹ In Lacs)	
	2011-12	2010-11
Interest Income	-	(37.09)
Other Prior Period Expenses (Net)	0.37	2.69
TOTAL	0.37	(34.40)

Note 30 - Earnings Per Equity Share

Particulars	2011-12	2010-11
Net Profit for the year (₹ in Lacs)	9,893.20	9,213.99
Adjustments of Prior Period Items (₹ in Lacs)	(0.37)	34.40
Dividend on Preference Shares and tax thereon (₹ in Lacs)	(1.16)	(1.74)
Profit attributable to equity share holders (₹ in Lacs)	9,891.67	9,246.65
Weighted Average Number of equity shares outstanding during the year	178,449,410	178,449,410
Basic and Diluted Earning Per Share (₹)	5.54	5.18
Face Value per Share (₹)	1.00	1.00

Note 31 - Contingent Liabilities and Commitments (To the extent not provided for)

Particulars	2011-12	2010-11
(₹ in Lacs)		
(A) Contingent Liabilities		
(a) Claims against the Company not acknowledged as debts		
(i) Disputed Liability in Appeal (No Cash outflow is expected in the near future)		
- Income Tax (₹ 100.00 Lacs paid under protest)	210.81	477.92
- Excise Duty / Service Tax (₹ 2.46 Lacs paid under protest)	135.28	135.44
- Railway Claims	95.83	95.83
- Sales Tax (₹ 0.50 Lacs paid under protest)	26.85	26.84
	<u>468.77</u>	<u>736.03</u>
(b) Guarantees		
(i) Bank Guarantees	15.50	837.12
(Bank guarantees are provided under contractual/legal obligations. No cash outflow is probable.)		
(B) Commitments		
(a) Estimated amount of Contracts remaining to be executed on Capital Account and not provided for (Net of advance paid.)	1,808.64	618.83
(Cash outflow is expected on execution of such capital contracts)		
(b) Uncalled liability on partly paid up Share / Debenture	89.25	89.25
(c) The Company is committed to financially supporting its wholly-owned subsidiary companies till such time they attain their respective objectives.		

Note 32 Employee benefits :-

As per Accounting Standard 15 the disclosure of employees' benefits are given below:

(i) Gratuity - Defined Benefit Plan :-

The Company provides for Gratuity, covering eligible employees, in accordance with the Payment of Gratuity Act, 1972. In accordance with 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:

Particulars	2011-12	2010-11
Actuarial assumptions		
Mortality Table	LIC(1994-96) (Ultimate)	LIC(1994-96) (Ultimate)
Salary growth	6.00%	6.00%
Discount rate	8.00%	8.00%
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.		
Expenses recognised during the year		
Current service cost	60.52	43.49
Interest cost	8.79	5.94
Net actuarial (gain)/loss recognised in the year	(14.83)	(9.12)
Total	<u>54.48</u>	<u>40.31</u>

SUSTAINABLE GROWTH

<u>Movement in present value of defined benefit obligation</u>	2011-12	2010-11
Obligation at the beginning of the year	112.18	76.66
Current service cost	60.52	43.49
Interest cost	8.79	5.94
Actuarial (gain)/loss on obligation	(14.83)	(9.12)
Benefits paid	(4.56)	(4.79)
Obligation at the end of the year	162.10	112.18

Net Liability Recognised in the balance sheet

Liabilities recognised in the balance sheet

Present value of obligations at the end of the year	162.10	112.18
Less: Fair value of plan assets at the end of the year	-	-
Net liability recognized in the balance sheet	162.10	112.18

Amounts for current and previous four years are as follows :

	(₹ in Lacs)				
Gratuity	2011-12	2010-11	2009-10	2008-09	2007-08
Defined Benefit Obligation	162.10	112.18	76.66	56.22	48.52
Experience adjustment on plan Liabilities	(14.83)	(9.12)	(14.88)	(7.79)	(14.68)

(ii) **Defined Contribution Plan:**

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

	(₹ in Lacs)	
Particulars	2011-12	2010-11
Employer's Contribution to Provident and other Funds	196.81	146.28

Note 33 - Excise Duty

	(₹ in Lacs)	
Particulars	2011-12	2010-11
Excise duty shown as a reduction from Turnover	3,590.84	2,986.63
Excise duty charged to Statement of Profit and Loss:		
Difference between closing & opening stock	10.51	66.13

Note 34 - CIF Value of Imports

	(₹ in Lacs)	
Particulars	2011-12	2010-11
In Respect of :		
Raw Material	1,358.85	490.94
Components and Spare Parts	361.32	59.43
Capital Goods	88.65	492.81
Trading Goods	769.48	2,210.53
TOTAL	2,578.30	3,253.71

Note 35 - Expenditure in Foreign Currency

	(₹ in Lacs)	
Particulars	2011-12	2010-11
Travelling	6.79	5.54
Bank Charges	4.73	2.76
Freight	129.32	-
Others	3.86	3.75
TOTAL	144.70	12.05

Note 36 - Earnings in Foreign Currency

	(₹ in Lacs)	
Particulars	2011-12	2010-11
FOB Value of exports	7,391.56	4,436.24

Note 37 - Financial and Derivative Instruments:
Unhedged Foreign Currency exposure

Particulars	As at	As at
	31 st March, 2012	31 st March, 2011
Receivables in INR (₹ In Lacs)	24.49	46.11
Receivables in AUD #	0.05	0.09
Receivables in INR (₹ In Lacs)	2,517.67	1,502.14
Receivables in USD #	4.92	3.36
Investment in Foreign Subsidiary (₹ In Lacs)	12.34	12.34
Amount in AUD #	0.05	0.05
Payables in INR (₹ In Lacs)	12.19	-
Payables in USD #	0.02	-

#AUD & USD in millions

Note 38 Related Party Disclosure:

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

- (l) List of related parties and relationship.
- (i) Subsidiary:
- Ashoka Realty and Developers Limited
 - Awas Realtors Limited (till 14th July, 2011)
 - Belle Terre Realty Limited
 - Dev Realty and Developers Limited (till 20th June, 2011)
 - Ekdant Realty & Developers Limited
 - Hari Darshan Realty Limited
 - Hill Rock Construction Limited
 - Hind Agri Properties Limited
 - Iconic Realtors Limited
 - Jai Corp Finance and Holding Limited
 - Jai Infracore Limited (till 15th July, 2011)
 - Jailaxmi Realty and Developers Limited
 - Jai Realty Ventures Limited
 - Krupa Land Limited
 - Krupa Realtors Limited
 - Multifaced Impex Limited
 - Novelty Realty & Developers Limited
 - Oasis Holding FZC
 - Rainbow Infracore Limited
 - Rejoice Land Developers Limited (till 6th August, 2011)
 - Rudradev Developers Limited
 - Sarbags Pty Limited
 - Samrat Realty and Developers Limited (till 15th July, 2011)
 - Swar Land Developers Limited
 - Swastik Land Developers Limited
 - UI Wealth Advisors Limited
 - Urban Gas Distribution Limited (till 15th July, 2011)
 - Urban Gas Limited (till 15th July, 2011)
 - Urban Gas Suppliers Limited (till 15th July, 2011)
 - Urban Infrastructure Trustees Limited
 - Urban Infrastructure Venture Capital Limited
 - Vasant Bahar Realty Limited
 - Welldone Real Estate Limited
 - Yug Developers Limited

SUSTAINABLE GROWTH

- (ii) Associates :-
- Searock Developers FZC
 - Urban Communication Infrastructure Pvt.Ltd. (till 30th September, 2011)
 - Urban Energy Distribution Pvt.Ltd. (till 30th September, 2011)
 - Urban Energy Generation Pvt.Ltd. (till 30th September, 2011)
 - Urban Energy Transmission Pvt.Ltd.(till 30th September, 2011)
 - Urban Infotech Solutions Pvt.Ltd. (till 30th September, 2011)
 - Urban Infrastructure Construction Pvt.Ltd. (till 30th September, 2011)
 - Urban Infrastructure Holdings Pvt.Ltd.
 - Urban Water Supply Pvt.Ltd. (till 30th September, 2011)
- (iii) Key Managerial Personnel :-
- (a) Shri J. K. Jain
 - (b) Shri Anand Jain
 - (c) Shri Virendra Jain
 - (d) Shri Gaurav Jain
 - (e) Shri V. S. Pandit
- (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) Poly-Resin Agencies (I) Limited
 - (b) Resin Distributors Limited
 - (c) Techfab (I) Industries Limited

(II) Transactions during the year with related parties :

Nature of Transaction	(₹ In lacs)					
	Subsidiary (i)	Associates (ii)	Key Managerial Personnel (iii)	Relatives of Key managerial person (iv)	Other Related Parties (v)	Total
Preference Share Capital						
Balance as at 31 st March, 2012	-	-	-	100.00	-	100.00
	(-)	(-)	(-)	(150.00)	(-)	(150.00)
Redemption of Preference Shares (Including Securities Premium)						
	-	-	-	61,993.02	-	61,993.02
	(-)	(-)	(-)	(-)	(-)	(-)
Tangible Assets						
Sold during the year	-	-	-	-	13.78	13.78
	(-)	(-)	(-)	(-)	(5.69)	(5.69)
Investments						
(a) Sale during the year	-	2.80	-	-	-	2.80
	(-)	(-)	(-)	(-)	(-)	(-)
(b) Refund on Cessation of the Company	0.68	-	-	-	-	0.68
	(-)	(-)	(-)	(-)	(-)	(-)
(c) Balance as at 31 st March, 2012	387.63	12,079.31	-	-	-	12,466.94
	(388.31)	(12,082.11)	(-)	(-)	(-)	(12,470.42)
Trade Receivable as at 31st March, 2012	24.49	-	-	-	526.21	550.70
	(30.64)	(-)	(-)	(-)	(236.95)	(267.59)

(₹ In lacs)

Nature of Transaction	Subsidiary	Associates	Key Managerial Personnel	Relatives of Key managerial person	Other Related Parties	Total
	(i)	(ii)	(iii)	(iv)	(v)	
Loans and Advances						
(a) Given/adjusted during the year	1,410.79 (1,151.02)	- (8,522.71)	- (-)	- (-)	- (-)	1,410.79 (9,673.73)
(b) Returned/adjusted during the year	611.68 (38.79)	2,600.00 (-)	- (-)	- (-)	- (-)	3,211.68 (38.79)
(c) Balance as at 31 st March, 2012						
Current	401.43 (-)	8,522.71 (11,122.71)	- (-)	- (-)	195.89 (227.28)	9,120.03 (11,349.99)
Non Current	37,500.00 (37,101.68)	- (-)	- (-)	- (-)	68.80 (-)	37,568.80 (37,101.68)
Trade Payable as at 31st March, 2012	- (-)	- (-)	- (-)	- (-)	2.62 (0.04)	2.62 (0.04)
Other Current Liability as at 31st March 2012	51.46 (19.42)	- (-)	- (-)	- (-)	- (-)	51.46 (19.42)
Revenue from Operation	195.85 (274.95)	- (-)	- (-)	- (-)	1,805.41 (1,146.99)	2,001.26 (1,421.94)
Dividend Income	30.00 (25.00)	- (-)	- (-)	- (-)	- (-)	30.00 (25.00)
Purchase of Goods	- (-)	- (-)	- (-)	- (-)	3.97 (0.98)	3.97 (0.98)
Discount on Raw Materials (Deducted from Purchases)	- (-)	- (-)	- (-)	- (-)	1,022.93 (834.37)	1,022.93 (834.37)
Dividend paid on Preference shares	- (-)	- (-)	- (-)	1.50 (1.50)	- (-)	1.50 (1.50)
Expenditure						
(a) Directors' Remuneration and Perquisite	- (-)	- (-)	50.60 (46.60)	- (-)	- (-)	50.60 (46.60)
(b) Directors' Sitting Fee	- (-)	- (-)	1.10 (0.95)	- (-)	- (-)	1.10 (0.95)
(c) Job work Charges	- (-)	- (-)	- (-)	- (-)	1.75 (-)	1.75 (-)
(d) Investment Management Fee	113.82 (82.64)	- (-)	- (-)	- (-)	- (-)	113.82 (82.64)
(e) Investment written off	- (4.32)	- (-)	- (-)	- (-)	- (-)	- (4.32)
(f) Sundry Balances written off	0.03 (6.21)	- (-)	- (-)	- (-)	7.68 (-)	7.71 (6.21)
(g) Other Expenses	- (-)	- (-)	- (-)	- (-)	0.32 (2.35)	0.32 (2.35)

Figures in bracket represent Previous Year's amounts.

Note 38.1

Significant transactions with related parties:-

- i) Preference Share Capital as at 31st March, 2012 includes ₹ **33.34 Lacs** (Previous Year ₹ 50.00 Lacs) of Smt.Laxmi Jain, ₹ **33.33 Lacs** (Previous Year ₹50.00 Lacs) of Smt.Sushma Jain, ₹ **33.33 Lacs** (Previous Year ₹ 50.00 Lacs) of Smt.Rina Jain.
- ii) Redemption of Preference Share Capital (including Securities Premium) ₹ **20664.34 Lacs** (Previous Year ₹ Nil) to Smt. Laxmi Jain, ₹ **20664.34 Lacs** (Previous Year ₹ Nil) to Smt. Sushma Jain, ₹ **20664.34 Lacs** (Previous Year ₹ Nil) to Smt. Rina Jain.
- iii) Sales of Tangible Assets includes ₹ **13.78 Lacs** (Previous Year ₹ 5.69 Lacs) to Techfab (I) Industries Ltd.
- iv) Investment sold during the year includes ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Communication Infrastructure Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Distribution Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Generation Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Transmission Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Infotech Solutions Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Infrastructure Construction Pvt.Ltd. and ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Water Supply Pvt.Ltd.
- v) Refund of Investment on cessation of the Companies includes ₹ **0.68 Lacs** (Previous Year ₹ Nil) in Jai Infra Project Ltd.
- vi) Investment as at 31st March 2012, includes ₹ **12,079.31 Lacs** (Previous Year ₹ 12,079.31 Lacs) in Urban Infrastructure Holdings Pvt.Ltd.
- vii) Trade Receivable as at 31st March, 2012 includes ₹ **24.49 Lacs** (Previous Year ₹ 30.64 Lacs) due from Sarbag PTY Ltd., ₹ **526.21 Lacs** (Previous Year ₹ 197.20 Lacs) due from Tech Fab (I) Industries Ltd. and ₹ **Nil** (Previous Year ₹ 39.75 Lacs) due from Poly Resin Agencies (I) Ltd.
- viii) Loans & Advances given includes ₹ **1,408.01 Lacs** (Previous Year ₹ 1,148.20 Lacs) to Jai Realty Ventures Ltd. and ₹ **Nil** (Previous Year ₹ 8,522.71 Lacs) to Urban Infrastructure Holdings Pvt.Ltd.
- ix) Loans and Advances returned/adjusted includes ₹ **595.32 Lacs** (Previous Year ₹ 36.61 Lacs) from Jai Realty Ventures Ltd. and ₹ **Nil** (Previous Year ₹ 4.32 Lacs) from Jai Infraprojects Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Water Supply Pvt.Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Infrastructure Construction Pvt.Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Energy Distribution Pvt.Ltd., and ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Energy Generation Pvt.Ltd.
- x) Loans and Advances as at 31st March, 2012 includes ₹ **37,901.43 Lacs** (Previous Year ₹ 37,088.74 Lacs) in Jai Realty Ventures Ltd, ₹ Nil (Previous year ₹ 12.94 Lacs) in Jai Infraprojects Ltd. , ₹ **264.69 Lacs** (Previous Year ₹ 227.28 Lacs) in Resin Distributors Ltd., ₹ **Nil** (Previous Year ₹200 Lacs) in Urban Communication Infrastructure Pvt. Ltd, ₹ **Nil** (Previous Year ₹ 500.00 Lacs) in Urban Energy Distribution Pvt.Ltd., ₹ **Nil** (Previous Year ₹500.00 Lacs) in Urban Energy Generation Pvt.Ltd., ₹ **Nil** (Previous Year ₹200 Lacs) in Urban Energy Transmission Pvt. Ltd, ₹ Nil (Previous Year ₹200 Lacs) in Urban Infotech Solutions Pvt. Ltd., ₹ **Nil** (Previous Year ₹ 500.00 Lacs) in Urban Infrastructure Construction Pvt.Ltd., ₹ **8,522.71 Lacs** (Previous Year ₹ 8,522.71 Lacs) in Urban Infrastructure Holdings Pvt.Ltd., ₹ **Nil** (Previous Year ₹500 Lacs) in Urban Water Supply Pvt. Ltd. ₹ **Nil** (Previous Year ₹ 200 Lacs) from Urban Communication Infrastructure P Ltd.
- xi) Trade Payable as at 31st March,2012 includes ₹ **2.62 Lacs** (Previous Year ₹ Nil) due to Tech Fab (I) Industries Ltd.
- xii) Other Current Liabilities as at 31st March, 2012 includes ₹ **51.46 Lacs** (Previous Year ₹19.42 Lacs) due to Urban Infrastructure Venture Capital Ltd. and ₹ **Nil** (Previous Year ₹0.03 Lacs) due to Poly Resin Agencies (I) Ltd.
- xiii) Revenue from Operation includes ₹ **195.85 Lacs** (Previous Year ₹ 274.95 Lacs) sold to Sarbags Pty Ltd. and ₹ **1,803.52 Lacs** (Previous Year ₹ 1,090.96 Lacs) sold to Techfab (I) Industries Ltd.
- xiv) Dividend Income include ₹ **30.00 Lacs** (Previous Year ₹ 25.00 Lacs) received from Urban Infrastructure Venture Capital Ltd.
- xv) Purchase of Goods includes ₹ **3.97 Lacs** (Previous Year ₹ 0.98 Lacs) from Techfab (I) Industries Ltd.
- xvi) Discount on Raw Material includes ₹ **1,022.93 Lacs** (Previous Year ₹ 834.37 Lacs) received from Resin Distributors Ltd.
- xvii) Dividend paid on 1% Optionally Convertible Non-Cumulative, Redeemable Preference Shares includes ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Laxmi Jain, ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Sushma Jain and ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Rina Jain.

- xviii) Directors' remuneration and perquisites includes ₹ **26.60 Lacs** (Previous Year ₹27.38 Lacs) paid to Shri. Gaurav Jain and ₹ **24.00 Lacs** (Previous Year ₹ 19.22 Lacs) paid to Shri.V. S. Pandit.
- xix) Directors' sitting fees includes ₹ **0.70 Lacs** (Previous Year ₹ 0.55 Lacs) paid to Shri Virendra Jain, ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) paid to Shri J.K. Jain and ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) paid to Shri Anand Jain.
- xx) Job Work Charges includes ₹ **1.75 Lacs** (Previous Year ₹ Nil) paid to Techfab (I) Industries Ltd.
- xxi) Investment Management Fees includes ₹ **113.82 Lacs** (Previous Year ₹ 82.64 Lacs) to Urban Infrastructure Venture Capital Ltd.
- xxii) Investment written off includes ₹ Nil (Previous Year ₹ 4.32 Lacs) of Jai Infraprojects Ltd.
- xxiii) Sundry Balances Written Off includes ₹ **0.03 Lacs** (Previous Year ₹ Nil) of Jai Infraprojects Ltd., and ₹ **Nil** (Previous Year ₹ 6.21 Lacs) of Jai Realty Ventures Ltd., ₹ 7.68 Lacs (Previous Year ₹ Nil) of Resin Distributors Ltd.
- xxiv) Other Expenses includes ₹ **0.02 Lacs** (Previous Year ₹ 2.18 Lacs) paid to Poly-Resin Agencies (I) Ltd. and ₹ **0.12 Lacs** (Previous Year ₹ Nil) paid to Resin Distributors Ltd., ₹ **0.18 Lacs** (Previous Year ₹ Nil) paid to Techfab (I) Industries Ltd.

38.2 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 st March, 2012	Balance as at 31 st March, 2011	Maximum amount outstanding during the year
	Jai Infraprojects Limited	Subsidiary	-	12.94	12.97
	Jai Realty Ventures Limited	Subsidiary	37,901.43	37,088.74	37,901.43

Notes:-

- (i) The above loans and advances are free of interest.
- (ii) As per the Company policy loan to employee are not considered in (a) above.
- (iii) The above loans includes ₹ 401.43 Lacs (Previous Year ₹ NIL), which is repayable on demand.
- (b) None of the loanees have made, *per se*, investment in the shares of the Company.
- (c) Investment in subsidiaries by:

(i)	Jai Infraprojects Limited	As at 31 st March, 2012		As at 31 st March, 2011	
		S.No.	Name of Company	No. of Shares	No. of Shares
		1	Urban Gas Distribution Limited.	-	50,000
		2	Urban Gas Limited.	-	50,000
		3	Urban Gas Suppliers Limited.	-	50,000
(ii)	Jai Realty Ventures Limited	No. of Shares		No. of Shares	
S.No.	Name of Company	Equity	Preference	Equity	Preference
1	Ashoka Realty and Developers Limited.	50,000	-	50,000	-
2	Awas Realtors Limited.	-	-	50,000	-
3	Belle Terre Realty Limited.	9,933	22,574,300	9,933	22,564,300
4	Dev Realty and Developers Limited.	-	-	50,000	-
5	Ekdant Realty & 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	-

SUSTAINABLE GROWTH

S.No.	Name of Company	No. of Shares		No. of Shares	
		Equity	Preference	Equity	Preference
13	Multifaced Impex Limited.	50,000	450	50,000	450
14	Novelty Realty & Developers Limited.	50,000	-	50,000	-
15	Rainbow Infraprojects Limited.	50,000	-	50,000	-
16	Rejoice Land Developers Limited.	-	-	50,000	-
17	Rudradev Developers Limited.	50,000	-	50,000	-
18	Samart Realty and Developers Limited.	-	-	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

Note 39

As per Accounting Standard (AS) 21 on "Consolidated Financial Statements" and Accounting Standard (AS) 23 on "Accounting for Investments in Associates in Consolidated Financial Statements", the Company has presented Consolidated Financial Statement, including Subsidiaries and Associates. Accordingly, Segment Information as required under Accounting Standard (AS) 17 on "Segment Reporting" is included under the notes to Consolidated Financial Statements.

Note 40

The revised Schedule VI has become effective from April 1, 2011 for the preparation of financial statements. This has significantly impacted the disclosures and presentations made in the financial statements. Previous Year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of even date

For Chaturvedi & Shah
Chartered Accountants
Firm Reg. Number 101720W

For S.R. Batliboi & Co.
Chartered Accountants
Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain
Managing Director

V. S. Pandit
Director - Works

R. Koria
Partner
Membership Number : 35629

per Vijay Maniar
Partner
Membership Number : 36738

R.K.Mundra
Chief Financial Officer

A. Datta
Company Secretary

Place: Mumbai

Place: Mumbai

Place: Mumbai

Date : 24th May, 2012

Date : 24th May, 2012

Date : 24th May, 2012

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 8th February, 2011 issued by the Government of India, Ministry of Corporate Affairs.

S. No.	Name of Subsidiary	Reporting Currency	Capital	Reserves	Total Assets	Total Liabilities	Investments			Revenue from Operations	Profit Before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend
							Total	Sub. Invest.	Invst. in Others					
1	Ashoka Realty and Developers Limited	INR	5.00	(88.25)	2.70	85.96	-	-	-	-	-	(0.27)	-	
2	Belle Terre Realty Limited	INR	10,025.41	1,488.41	11,516.28	2.46	24.15	-	24.15	-	-	(6.19)	-	
		USD(MN)	22.58	(0.07)	22.52	0.00	0.05	-	0.05	-	-	(0.01)	-	
3	Ekdant Realty & Developers Limited	INR	5.00	(1.12)	1,643.41	1,639.52	-	-	-	-	-	(0.27)	-	
4	Hari Darshan Realty Limited	INR	6.02	99.38	859.81	754.42	-	-	-	-	-	(0.31)	-	
5	Hill Rock Construction Limited	INR	5.96	86.21	431.02	338.86	-	-	-	2.10	(0.01)	(1.32)	-	
6	Hind Agri Properties Limited	INR	5.00	(2.24)	938.85	936.09	0.31	-	0.31	-	-	(0.27)	-	
7	Iconic Realtors Limited	INR	5.00	(3.70)	10,854.98	10,853.68	-	-	-	-	-	(0.84)	-	
8	Jai Corp Finance and Holding Limited	INR	150.00	126.70	276.84	0.14	115.18	-	115.18	-	3.44	13.37	-	
9	Jailaxmi Realty and Developers Limited	INR	5.00	(1.15)	1,786.18	1,782.34	-	-	-	-	-	(0.27)	-	
10	Jai Realty Ventures Limited	INR	5.50	(198.03)	37,709.78	37,902.31	12,952.20	11,300.86	1,651.34	-	0.32	(3.64)	-	
11	Krupa Land Limited	INR	5.00	(2.36)	1,969.58	1,966.94	-	-	-	-	-	(0.51)	-	
12	Krupa Realtors Limited	INR	5.00	(1.15)	753.83	749.98	-	-	-	-	-	(0.27)	-	
13	Multifaced Impex Limited	INR	5.05	(4.16)	97.90	97.02	-	-	-	-	-	(0.27)	-	
14	Novelty Realty & Developers Limited	INR	5.00	(1.27)	965.30	961.57	-	-	-	-	-	(0.27)	-	
15	Oasis Holding FZC	INR	18.32	(19.44)	4,482.73	4,483.84	4,476.54	-	4,476.54	-	-	(4.45)	-	
		AED (MN)	0.15	(0.16)	31.61	31.62	31.56	-	31.56	-	-	(0.04)	-	

(₹ in Laacs)

(₹ in Lacs)

S. No.	Name of Subsidiary	Reporting Currency	Capital	Reserves	Total Assets	Total Liabilities	Investments			Revenue from Operations	Profit Before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend
							Total	Sub. Invest.	Invst. In Others					
16	Rainbow Infraprojects Limited	INR	5.00	(3.37)	1,231.36	1,229.73				-	(0.64)	(0.58)	-	
17	Rudrdev Developers Limited	INR	5.00	(1.06)	1,050.68	1,046.73				-	(0.27)	(0.27)	-	
18	Sarbags Ply Limited	INR	12.34	687.44	780.34	80.56			392.18	50.02	17.36	32.66	-	
		AUD(MN)	0.05	1.27	1.48	0.16			0.78	0.10	0.03	0.07	-	
19	Swar Land Developers Limited	INR	5.00	(3.47)	426.18	424.65				(0.27)	-	(0.27)	-	
20	Swastik Land Developers Limited	INR	5.00	(93.52)	843.15	931.67				(0.27)	-	(0.27)	-	
21	Urban Infrastructure Trustees Limited	INR	5.00	34.28	39.86	0.58			11.32	9.04	1.92	7.12	-	
22	Urban Infrastructure Venture Capital Limited	INR	100.00	12,992.39	15,802.64	2,710.25		210.00	6,228.57	5,715.00	1,846.54	3,868.46	-	
23	UI Wealth Advisors Limited	INR	210.00	17.91	228.06	0.15			222.42	8.01	-	8.01	-	
24	Vasant Bahar Realty Limited	INR	5.33	30.81	84.51	48.37				(0.27)	-	(0.27)	-	
25	Weidone Real Estate Limited	INR	5.74	55.58	62.22	0.91			222.97	(1.38)	0.01	(1.39)	-	
26	Yug Developers Limited	INR	5.50	66.56	290.98	218.92			386.02	27.22	8.14	19.08	-	

Note:

1 Exchange rate (as on 31st March, 2012) used in:

- a) Sarbags Pty Limited. AUD 1 = 53.0087
- b) Oasis Holding FZC AED 1 = 13.8695
- c) Belle Terre Realty Limited USD 1 = 51.1565

2 Exchange rate used in Share Capital & Loans: Rate applicable as on date of remittance.

AUDITORS' 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 31st March, 2012, and also the Consolidated Statement of Profit and Loss 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 three subsidiary companies and consolidated financial statements of a subsidiary company, which reflect total assets of ₹ 56,472.06 lacs as at 31st March, 2012, total revenue of ₹ 8,351.09 lacs and net cash outflows aggregating ₹ 214.29 lacs for the year then ended have been audited by one of us, with the report thereon furnished to the other joint auditor, and whose opinion is based solely upon such report.
- 4) We did not audit the financial statement of two subsidiary companies, whose financial statements reflect total assets of ₹ 1008.41 lacs as at 31st March, 2012, total revenue of ₹ 427.91 lacs and net cash outflows aggregating ₹ 97.07 lacs for the year then ended. 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, 2012 is ₹ 3.20 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 36 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) The auditors of two subsidiary companies, without qualifying their reports on the financial statements of those companies, have drawn attention in respect of balances of certain advances against purchase of land / development rights and in respect of certain balances of inter-corporate deposits and interest accrued and due thereon, respectively, for which balance confirmations are not received. Refer note no. 22.1 of the Consolidated Financial Statements.
- 9) 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 31st March, 2012;
 - ii. in the case of the consolidated statement of profit and loss, of the profit of the Group for the year ended on that date; and
 - 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
 Chartered Accountants
 Firm Registration Number 101720W

R. Koria
 Partner
 Membership Number: 35629

Place: Mumbai
 Date: 24th May 2012

For S.R. Batliboi & Co.
 Chartered Accountants
 Firm Registration Number 301003E

per Vijay Maniar
 Partner
 Membership Number: 36738

Place: Mumbai
 Date: 24th May 2012

SUSTAINABLE GROWTH

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2012

(₹ in Lacs)

Particulars	Note	As at 31 st March, 2012	As at 31 st March, 2011
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
Share Capital	3	1,884.71	1,934.71
Reserves and Surplus	4	<u>233,797.98</u>	<u>280,651.13</u>
2 Minority Interest		-	1.05
3 Non-current Liabilities			
Long-Term Borrowings	5	2,114.64	2,403.14
Deferred Tax Liabilities (Net)	6	2,012.57	1,810.30
Other Long-Term Liabilities	7	0.20	0.20
Long-Term Provisions	8	<u>61.60</u>	<u>157.27</u>
		4,189.01	4,370.91
4 Current Liabilities			
Short-Term Borrowings	9	2,379.63	2,625.39
Trade Payables	10	2,915.84	3,147.66
Other Current Liabilities	11	3,316.39	3,439.53
Short-Term Provisions	12	<u>759.64</u>	<u>544.73</u>
		9,371.50	9,757.31
TOTAL		<u>249,243.20</u>	<u>296,715.11</u>
II. ASSETS			
1 Non-current Assets			
Fixed Assets	13		
Tangible Assets		21,228.24	21,513.61
Intangible Assets		80.15	87.98
Capital Work-in-progress		<u>1,222.38</u>	<u>779.37</u>
		22,530.77	22,380.96
Goodwill on Consolidation		855.88	856.14
Non-current Investments	14		
In Associates		11,669.95	11,720.77
In Others		99,237.94	83,206.45
Deferred Tax Assets (Net)	15	5.48	4.72
Long-Term Loans and Advances	16	8,898.30	7,619.08
Other Non-Current Assets	17	<u>559.15</u>	<u>216.62</u>
		143,757.46	126,004.74
2 Current Assets			
Current Investments	18	30,127.62	70,914.05
Inventories	19	17,046.24	18,578.88
Trade Receivables	20	11,211.16	9,481.22
Cash and Bank Balances	21	1,840.40	2,645.50
Short-Term Loans and Advances	22	44,113.38	55,893.53
Other Current Assets	23	<u>1,146.94</u>	<u>13,197.19</u>
		105,485.74	170,710.37
TOTAL		<u>249,243.20</u>	<u>296,715.11</u>
Significant Accounting Policies	1		
Notes on Consolidated Financial Statements	2 To 38		

As per our report of even date

For Chaturvedi & Shah
Chartered Accountants
Firm Reg. Number 101720W

For S.R. Batliboi & Co.
Chartered Accountants
Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain
Managing Director

V. S. Pandit
Director - Works

R. Koria
Partner
Membership Number : 35629

per Vijay Maniar
Partner
Membership Number : 36738

R.K.Mundra
Chief Financial Officer

A. Datta
Company Secretary

Place: Mumbai

Place: Mumbai

Place: Mumbai

Date : 24th May, 2012

Date : 24th May, 2012

Date : 24th May, 2012

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

(₹ in Lacs)

Particulars	Note	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
I. Income			
Gross Revenue From Operations	24	72,323.05	57,903.66
Less : Excise duty/Service Tax Recovered (Refer Note 35)		<u>4,071.57</u>	<u>3,496.85</u>
Net Revenue From Operations		68,251.48	54,406.81
II. Other Income	25	<u>12,113.32</u>	<u>9,232.11</u>
III. Total Revenue (I + II)		<u>80,364.80</u>	<u>63,638.92</u>
IV. Expenses:			
Cost of Materials Consumed		39,284.50	31,180.01
Purchase of Stock-in-Trade		2,506.22	2,363.67
Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	26	800.18	(2,229.75)
Employee Benefits Expense	27	6,226.82	5,070.62
Finance Costs	28	269.36	305.28
Depreciation and Amortization Expense	13	1,752.56	1,710.09
Other Expenses	29	<u>9,834.78</u>	<u>8,211.51</u>
Total Expenses		<u>60,674.42</u>	<u>46,611.43</u>
V Profit Before Tax (III-IV)		19,690.38	17,027.49
VI Tax Expense:			
(i) Current Tax		5,741.02	4,316.14
(ii) Deferred Tax Expenses / (Credit)		202.10	(38.72)
(iii) Income Tax for earlier year		<u>0.32</u>	<u>(0.01)</u>
VII Profit After Tax (V-VI)		13,746.94	12,750.08
VIII Share of Loss transferred to Minority		1.05	1.33
IX Share in Loss of Associates		<u>(3.20)</u>	<u>(5.64)</u>
X Net Profit for the year (VII+VIII+IX)		13,744.79	12,745.77
(After adjustment to Minority Interest including associates)			
XI Prior Period Items (Net)		<u>(0.94)</u>	<u>10.28</u>
XII Net Profit (X+XI)		<u>13,743.85</u>	<u>12,756.05</u>
XIII Earnings per Equity Share	30		
Basic and Diluted (in ₹)		7.70	7.15
Face Value per Share (in ₹)		1.00	1.00
Significant Accounting Policies	1		
Notes on Consolidated Financial Statements	2 To 38		

As per our report of even date

For Chaturvedi & Shah
Chartered Accountants
Firm Reg. Number 101720W

For S.R. Batliboi & Co.
Chartered Accountants
Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain
Managing Director

V. S. Pandit
Director - Works

R. Koria
Partner
Membership Number : 35629

per Vijay Maniar
Partner
Membership Number : 36738

R.K.Mundra
Chief Financial Officer

A. Datta
Company Secretary

Place: Mumbai

Place: Mumbai

Place: Mumbai

Date : 24th May, 2012

Date : 24th May, 2012

Date : 24th May, 2012

SUSTAINABLE GROWTH

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

(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
A. Cash Flow from Operating Activities		
Net Profit before tax as per Statement of Profit and Loss	19,690.38	17,027.49
Adjusted for :		
Depreciation and Amotisation Expenses	1,752.56	1,710.09
Wealth Tax	2.90	3.10
Net Gain / (Loss) on foreign currency transaction and translation*	78.52	(52.43)
Profit on sale of investments (Net)	(3,825.83)	(3,470.78)
Provision for Doubtful Advances	3.91	-
Profit on Equity Derivatives (Net)	-	(24.90)
Provision for diminution in value of Investments	437.70	333.41
Loss/ (Profit) on sale of Fixed Assets (Net)	(335.46)	153.67
Finance Cost	269.36	305.28
Sundry Balances written off (Net)	80.60	73.53
Interest Income	(6,874.41)	(4,620.34)
Dividend Income	(349.11)	(721.38)
	<u>(8,759.26)</u>	<u>(6,310.75)</u>
Operating Profit before Working Capital Changes	10,931.12	10,716.74
Adjusted for :		
Trade and Other Receivables	(2,968.76)	(3,159.02)
Inventories	1,532.64	(3,650.74)
Trade and Other Payables	159.76	3,787.79
Cash generated from operations	9,654.76	7,694.77
Direct taxes paid	(6,850.70)	(4,951.88)
Cash Flow before prior period adjustments	2,804.06	2,742.89
Net Prior period adjustment	(0.94)	(23.10)
Net Cash from Operating Activities	2,803.12	2,719.79
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(2,712.95)	(1,631.30)
Sale of Fixed Assets	646.03	186.07
Fixed Deposit with bank having maturity of more than three months (Placed)	(613.46)	(4.44)
Fixed Deposit with bank having maturity of more than three months (Matured)	1,166.53	60.57
Purchase of Investments including Share Application Money	(214,186.92)	(314,135.50)
Sale of Investments	267,394.10	316,475.40
Movement in Loans (Net)	3,487.86	(2,689.71)
Loss / (Profit) on Equity Derivatives (Net)	-	24.90
Interest Received	4,974.79	1,590.51
Dividend Received	349.11	721.38
Net Cash from Investing Activities	60,505.09	597.88

CONSOLIDATED CASH FLOW STATEMENT (Contd.)

(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
C. Cash Flow from Financing Activities		
Redemption of Preference Share Capital including Securities Premium	(61,993.02)	-
Repayment of Long-Term Loans	(688.21)	(1,147.52)
Unclaimed for Scheme of Arrangement	(0.01)	(0.05)
Short-Term Loans (Net)	(245.75)	107.60
Fixed Deposit/Margin Money with Bank and Government Authorities (Net)	(207.10)	(857.25)
Finance cost	(241.89)	(294.62)
Dividends Paid	(281.65)	(286.74)
Net Cash (used in) Financing Activities	(63,657.63)	(2,478.58)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(349.42)	839.09
Opening Balance of Cash and Cash Equivalents	1,206.79	367.70
Closing Balance of Cash and Cash Equivalents	857.37	1,206.79
Components of Cash and Cash Equivalents		
Balance with Banks in Current Accounts	849.92	1,203.83
Cheques on Hand	5.55	-
Cash on Hand	1.90	2.96

* includes exchange difference on account of translation of foreign subsidiary company's financial statement.

Notes :

- 1 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.
- 2 The Previous year's figures have been regrouped, rearranged, restated and reclassified wherever necessary to conform to the current year's presentation.
- 3 Bracket indicates cash outflow.

As per our report of even date

For Chaturvedi & Shah

Chartered Accountants

Firm Reg. Number 101720W

For S.R. Batliboi & Co.

Chartered Accountants

Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain

Managing Director

V. S. Pandit

Director - Works

R. Koria

Partner

Membership Number : 35629

Place: Mumbai

Date : 24th May, 2012

per Vijay Maniar

Partner

Membership Number : 36738

Place: Mumbai

Date : 24th May, 2012

R.K.Mundra

Chief Financial Officer

Place: Mumbai

Date : 24th May, 2012

A. Datta

Company Secretary

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2012.

Note 1

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:

- 1.1 In respect of following item Accounting Policy followed by Subsidiary Company is different than that of the Company:

Item	Particulars	Amount Cost (Rs. 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.	6.87	0.017%

- 1.2 The Audited Financial Statements of foreign subsidiaries, Belle Terre Realty Limited and Oasis Holding (FZC), as at 31st March, 2012 have been prepared in accordance with International Financial Reporting Standards and Sarbags Pty Limited as at 31st March, 2012 has been prepared in accordance with Australian Accounting Standards.
- 1.3 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 (AS) 21 on "Consolidated Financial Statements".
- 1.4 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.
- 1.5 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 preceding 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 & Loss as the profit or loss on disposal of investment in subsidiary.
- 1.6 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.
- 1.7 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.
- 1.8 In case of Associates, 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 Accounting Standard (AS) 23 on "Accounting for Investments in Associates in Consolidated Financial Statements".
- 1.9 The Company accounts for its share in the change in the net assets of the Associates, post acquisition, after eliminating unrealised profits and losses resulting from transaction between the Company and its Associates to the extent of its share. Through its Statement of Profit & Loss to the extent such change is attributable to the Associates' Statement of Profit & Loss and through its reserves for the balance, based on available information.
- 1.10 The difference between the cost of investment in the Associates and the share of net assets at the time of acquisition of shares in the Associate is identified and separately disclosed in the Financial Statements as Goodwill or Capital Reserve as the case may be.
- 1.11 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.1.1 & 1.2 of Notes on Consolidated Financial Statements and are presented to the extent possible, in the same manner as the Company's separate financial statements.

1.12 Investment other than in Subsidiaries and Associates have been accounted as per Accounting Standard (AS) 13 on “Accounting For Investments”.

1.13 SIGNIFICANT ACCOUNTING POLICIES

1.13.1 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 relevant provisions of the Companies Act, 1956 as adopted consistently by the Company.

1.13.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

1.13.3 TANGIBLE FIXED ASSETS

Fixed Assets are stated at cost of acquisition or construction, net of MODVAT / CENVAT, Value Added Tax , less accumulated depreciation and impairment loss, if any. The cost comprises of purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working conditions for the intended use, including trial production costs, if any till commencement of commercial production.

1.13.4 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 and on the fixed assets owned by the foreign subsidiary, on which depreciation is provided as per their respective useful life.
- ii) Cost of lease-hold land is amortised on straight line method over the lease period.
- iii) Fixed assets where ownership vests with the Government/local authorities are amortised at the rates of depreciation specified in Schedule XIV to the Companies Act, 1956.

1.13.5 INTANGIBLE ASSETS

Intangible assets are stated at cost of acquisition less accumulated amortisation. Computer software is 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.

1.13.6 INVESTMENTS

Current investments are carried at lower of cost and fair value, ascertained 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. Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investment are made, are classified as current investment. All other investments are classified as long term investment.

1.13.7 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. Interest and financial charges generally are not part of the cost of inventories except Real Estate Division. 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.

1.13.8 CUSTOMS DUTY

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

1.13.9 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, are recognised as and when right to receive is established as per the terms of scheme.
- 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.

1.13.10 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 closing rates. In case of any items, covered by forward exchange contracts, the difference between the closing 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 items which are carried in term of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.
- iv) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

1.13.11 REVENUE RECOGNITION

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sales of goods, land, services, scrap, commission, export incentive, excise duty and service tax but excludes sales tax/ Value Added Tax and 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, job-work and investment management fees income are recognised on an accrual basis in accordance with the terms of relevant agreement.

1.13.12 EMPLOYEES' BENEFITS

- i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.
- ii) Post-employment benefits in the form of gratuity, which is a defined benefit obligation, is recognized as an expense in the Statement of Profit and Loss 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 Statement of Profit and Loss.
- iii) Compensated absences are accounted similar to the short-term employee benefits.
- iv) Retirement benefit in the form of provident fund is a defined contribution scheme and contributions are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no obligations other than the contributions payable to the respective funds.

1.13.13 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.

1.13.14 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. A deferred tax asset is recognized and carried

forward only to the extent that there is a reasonable certainty that it will be realized in future. In the case of unabsorbed depreciation and carry forward tax losses, deferred tax asset is recognised only if there is virtual certainty supported by convincing evidence that it can be realised against future taxable profits. The carrying amount of deferred tax assets is reviewed at each balance sheet date for their appropriateness.

Deferred tax assets and deferred tax liabilities are offset 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.

Minimum Alternative Tax (MAT) is recognised as an asset 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 asset 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 Statement of Profit and Loss 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 the Company will pay normal income-tax during the specified period.

1.13.15 IMPAIRMENT OF ASSETS

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal /external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and 'value in use'. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset 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.

1.13.16 PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognised when the Company 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 present value and are determined based on the 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.

1.13.17 DERIVATIVE TRANSACTIONS

In respect of derivative contracts, premium paid, gain/losses on settlement and provision for losses for cash flow hedges are recognised in the Statement of Profit and Loss 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.

1.13.18 SUBSIDY

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

1.13.19 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity share holders (after deducting preference dividend and attributable tax) by the weighed average number of equity shares outstanding during the year. The weighed average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity share holders and the weighed average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

SUSTAINABLE GROWTH

Note 2

The audited financial results of the following Subsidiary Companies and Associate Companies as on 31st March, 2012 have been considered in the preparation of Consolidated Financial Statements except in case of Urban Infrastructure Holdings 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%
Awas Realtors Limited (till 14 th July, 2011)	Subsidiary	India	100%
Belle Terre Realty Limited	Subsidiary	Mauritius	100%
Dev Realty and Developers Limited (till 20 th June, 2011)	Subsidiary	India	100%
Ekdant Realty & 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 & Holding Limited	Subsidiary	India	100%
Jai Infraprojects Limited (till 15 th July, 2011)	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 (till 6 th August, 2011)	Subsidiary	India	100%
Rudradev Developers Limited	Subsidiary	India	100%
Sarbags Pty Limited	Subsidiary	Australia	100%
Samrat Realty and Developers Limited (till 15 th July, 2011)	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 (till 15 th July, 2011)	Subsidiary	India	100%
Urban Gas Limited (till 15 th July, 2011)	Subsidiary	India	100%
Urban Gas Suppliers Limited (till 15 th July, 2011)	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 (till 30 th September, 2011)	Associate	India	26%
Urban Energy Distribution Private Limited (till 30 th September, 2011)	Associate	India	26%
Urban Energy Generation Private Limited (till 30 th September, 2011)	Associate	India	26%

Name of the Company	Nature of Interest	Country of Incorporation	Proportion of ownership Interest
Urban Energy Transmission Private Limited (till 30 th September, 2011)	Associate	India	26%
Urban Infotech Solutions Private Limited (till 30 th September, 2011)	Associate	India	26%
Urban Infrastructure Construction Private Limited (till 30 th September, 2011)	Associate	India	26%
Urban Infrastructure Holdings Private Limited	Associate	India	32%
Urban Water Supply Private Limited (till 30 th September, 2011)	Associate	India	26%

Note 3 - Share Capital

Particulars	(₹ in Lacs)	
	As at 31 st March 2012	As at 31 st March 2011
Authorised		
450,000,000 Equity Shares of ₹ 1 each (450,000,000)	4,500.00	4,500.00
15,000,000 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each	150.00	150.00
35,000,000 Unclassified Shares of ₹ 1 each (35,000,000)	350.00	350.00
TOTAL	5,000.00	5,000.00
Issued		
178,494,010 Equity Shares of ₹ 1 each (178,494,010)	1,784.94	1,784.94
9,999,900 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each	100.00	150.00
TOTAL	1,884.94	1,934.94
Subscribed And Paid-Up Shares		
178,449,010 Equity Shares of ₹ 1 each fully paid up (178,449,010)	1,784.49	1,784.49
9,999,900 1% Non-Cumulative, Non-Participating Redeemable (15,000,000) Preference Shares of ₹ 1 each fully paid up	100.00	150.00
Add: Forfeited Shares (Amount originally paid on 4,460 (4460) shares of ₹ 10 each)	0.22	0.22
TOTAL	1,884.71	1,934.71

3.1(i) Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year.

Particulars	2011-12		2010-11	
	(in Nos.)	(₹ in Lacs)	(In Nos.)	(₹ in Lacs)
Number of Shares outstanding at the beginning of the year	178,449,410	1,784.49	178,449,410	1,784.49
Number of Shares outstanding at the end of the year	178,449,410	1,784.49	178,449,410	1,784.49

SUSTAINABLE GROWTH

(ii) Reconciliation of number of Preference Shares outstanding at the beginning and at the end of the year.

Particulars	2011-12		2010-11	
	(in Nos.)	(₹ in Lacs)	(In Nos.)	(₹ in Lacs)
Number of Shares outstanding at the beginning of the year	15,000,000	150.00	15,000,000	150.00
Less : Shares redeemed during the year	5,000,100	50.00	-	-
Number of Shares outstanding at the end of the year	9,999,900	100.00	15,000,000	150.00

3.2 i) The terms / rights attached to the Equity Shares:-

The holder of equity shares of Re. 1 each is entitled to one vote per share. The equity shareholders are entitled to dividend only if dividend in a particular financial year is recommended by the Board of Directors and approved by the members at the annual general meeting of that year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by share holders.

(ii) The terms / rights attached to the Preference Shares:-

1% Non - cumulative, Non - Participating Redeemable Preference Shares of ₹ 1 each fully paid-up were allotted on 27th November, 2007. On 26th November, 2011, 5,000,100 preference shares were redeemed at a premium of 6% p.a. from the date of allotment on issue price of ₹ 1,000/- per share and balance 9,999,900 preference shares have been rolled over for a further period of two years with effect from 26th November, 2011 with an option to the company / the preference shareholder(s) to redeem the same earlier. The preference shares are redeemable at a premium of 6 % p.a. from the date of allotment on issue price of ₹ 1,000/- per share. The Preference Shareholders have a preferential right to dividend of 1% per annum, carry a preferential right for repayment of capital in priority to the equity shares, on liquidation of the Company or repayment of capital. However, the preference shares carry no further or other right to participate either in the profits or assets of the Company.

3.3 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.

3.4 Details of shares in the Company held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31 st March, 2012		As at 31 st March, 2011	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
(a) Equity Shares:				
(i) Satyapal Jaikumar Jain	2,48,07,340	13.90	2,48,07,340	13.90
(ii) Harsh Jain	2,31,51,560	12.97	2,31,51,560	12.97
(iii) Rina Jain	17,719,220	9.93	17,719,220	9.93
(iv) Sushma Jain	1,61,30,740	9.04	1,61,30,740	9.04
(v) Ankit Jain	1,50,54,560	8.43	1,50,54,560	8.43
(vi) Gaurav Jain	1,04,27,200	5.84	1,04,27,200	5.84
(vii) Virendra Jain	98,71,620	5.53	98,71,620	5.53
(viii) Deutsche Securities Mauritius Limited	*N.A.	*N.A.	97,10,689	5.44
(b) Preference Shares:				
(i) Sushma Jain	33,33,300	33.33	50,00,000	33.33
(ii) Rina Jain	33,33,300	33.33	50,00,000	33.33
(iii) Laxmi Jain	33,33,300	33.34	50,00,000	33.34

* Reduced below 5 %, hence not disclosed

3.5 Subscribed and Paid-up Equity Shares includes 86,269,400 (Previous Year 86,269,400) equity shares allotted as fully paid-up bonus shares in the last five years.

3.6 Forfeited shares (Amount originally paid up)

Particulars	2011-12	2010-11
44,600 (Previous Year 44,600) Equity Shares of ₹ 1 each (Originally 4,460 Equity Shares of ₹ 10/- each)	0.22	0.22

3.7 Figures in bracket represents previous year figures.

Note 4 - Reserves & Surplus

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Capital Reserve		
Balance as at the beginning and at the end of the year	92.17	92.17
Capital Reserve on Consolidation	349.95	349.95
Capital Redemption Reserve		
Balance as at the beginning of the year	-	-
Add: Transfer from General Reserve on account of redemption of Preference Shares	50.00	-
Balance as at the end of the year	50.00	-
Securities Premium Account		
Balance as at the beginning of the year	214,930.94	214,930.94
Less: Premium on Redemption of Preference Shares	61,943.02	-
Balance as at the end of the year	152,987.92	214,930.94
Statutory Reserve Fund (Created pursuant to Section 45 IC of RBI Act, 1934)		
Balance as at the beginning of the year	7.74	5.29
Add : Transferred from Surplus	2.67	2.45
Balance as at the end of the year	10.41	7.74
General Reserve		
Balance as at the beginning of the year	22,118.66	18,693.82
Add : Transferred from Surplus	3,489.29	3,424.84
Less: Transferred to Capital Redemption Reserve	50.00	-
Balance as at the end of the year	25,557.95	22,118.66
Foreign Currency Translation Reserve		
Balance as at the beginning of the year	132.87	208.12
Add : Foreign Currency Translation during the year	1,628.71	(75.25)
Balance as at the end of the year	1,761.58	132.87
Surplus from Statement of Profit and Loss		
Balance as at the beginning of the year	43,018.80	33,976.56
Add : Net Profit	13,743.85	12,756.05
Amount available for Appropriations	56,762.65	46,732.61
Appropriation		
Transferred to General Reserve	3,489.29	3,424.84
Transferred to Statutory Reserve Fund	2.67	2.45
Proposed Dividend on Preference Shares	1.00	1.50
Proposed Dividend on Equity Shares	240.84	240.84
Tax on Proposed Dividend	40.85	44.18
Balance as at the end of the year	52,988.00	43,018.80
Total	233,797.98	280,651.13

SUSTAINABLE GROWTH

Note 5 - Long-term Borrowings

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
Secured		
Term Loans from a Bank	90.00	526.00
Unsecured		
Interest free Sales-tax Loan	904.27	918.08
Loan from Others	1,120.37	959.06
Total	2,114.64	2,403.14

- 5.1 Out of the term-loans referred to above (including current maturities of long-term borrowings in note 11):-
- Loans aggregating ₹ **256.00 Lacs** (Previous Year ₹ 682.00 Lacs) are secured by way of first *pari passu* charge on certain immovable assets of the Company and carry interest at BPLR rate less 3.50% p.a.
 - Loans aggregating ₹ **270.00 Lacs** (Previous Year ₹ 495.00 Lacs) are secured by way of first *pari passu* charge on the entire movable fixed assets of the Company and carry interest at BPLR rate less 3.75% p.a.
 - They are further secured by a personal guarantee of one of the directors and one erstwhile director of the Company.
- 5.2 A term-loan from a bank of ₹ **526.00 Lacs** (including current maturities of long-term borrowings in note 9) is outstanding as at 31st March, 2012. Out of the above loan, ₹ **436.00 Lacs** is repayable in four equal quarterly installment of ₹ **109.00 Lacs** each during the year 2012 -13 and ₹ **90.00 Lacs** is repayable in two equal quarterly installments of ₹ **45.00 Lacs** each in June, 2013 and September, 2013.
- 5.3 An interest-free sales tax loan of ₹ **918.08 Lacs** (including current maturities of long-term borrowings in note 9) is outstanding as at 31st March, 2012. Out of the above, ₹ **27.60 Lacs** is repayable in equal yearly installment of ₹ **13.80 Lacs** starting from May, 2012 and ending on May, 2013, ₹ **558.60 Lacs** is repayable in equal yearly installment of ₹ **111.72 Lacs** starting from December, 2014 and ending on December, 2018 and ₹ **331.85 Lacs** is repayable in equal yearly installment of ₹ **66.37 Lacs** starting from March, 2020 and ending on March, 2024.
- 5.4 The loan from others taken by the Oasis Holding FZC for projects is unsecured, interest-free and is expected to be settled in cash.

Note 6 - Deferred Tax Liabilities (Net)

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
Deferred Tax Liabilities		
Related to Fixed Assets	2,135.33	1,898.32
Deferred Tax Assets		
Disallowance Under the Income-tax Act, 1961	122.76	88.02
TOTAL	2,012.57	1,810.30

Note 7 - Other Long - Term Liabilities

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
Others- Settlers Liability	0.20	0.20
TOTAL	0.20	0.20

Note 8 - Long - Term Provisions

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Provisions for Employee Benefits		
Gratuity (Refer Note 32)	61.60	157.27
TOTAL	61.60	157.27

Note 9 - Short - Term Borrowings

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Secured Loans		
Working Capital Loan from a Bank repayable on Demand	52.07	125.39
Revolving Term Loan From a Bank	2,327.56	2,500.00
TOTAL	2,379.63	2,625.39

9.1 The Working Capital Loan is secured by hypothecation of 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. The interest rate on Working Capital loan is at Base Rate plus 4.25% p.a. floating.

9.2 The Revolving Term Loan from a Bank is secured by hypothecation of first and exclusive charge on receivable (management fees and advisory fees) from Urban Infrastructure Opportunities Fund and Urban Infrastructure Real Estate Fund.

Note 10 - Trade Payables

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Micro, Small and Medium Enterprises@	63.97	27.02
Others	2,851.87	3,120.64
TOTAL	2,915.84	3,147.66

@ Micro, Small and Medium Enterprises under the Micro, Small and Medium enterprises Development Act, 2006 (MSMED 2006) have been determined based on the information available with the Company and the details of amount outstanding due to them are as given below:

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
(a) Principal amount remaining unpaid as on 31 st March.	63.97	27.02
(b) Interest due thereon as on 31 st March.	-	-
(c) Interest paid by the Company in terms of Section 16 of MSMED 2006, alongwith amount of the payment made to the suppliers beyond the appointed day during the year .	-	-
(d) Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED 2006.	-	-
(e) Interest accrued and remaining unpaid as at 31 st March.	-	-
(f) Further interest remaining due and payable in the succeeding years, until such date when interest dues as above are actually paid to the Small Enterprises.	-	-

SUSTAINABLE GROWTH

Note 11 - Other Current Liabilities

(₹ in Lacs)

Particulars	As at		As at	
	31 st March, 2012		31 st March, 2011	
Current Maturities of Long-term Borrowings				
Secured Borrowings	436.00		651.00	
Unsecured Borrowings	13.80	449.80	<u>37.20</u>	688.20
Interest Accrued and due on Borrowings		29.16		33.89
Advances from Customers		1,433.75		1,474.76
Advance against Sale of Fixed Assets		11.40		171.00
Unpaid Dividends *		17.42		13.17
Unclaimed for Scheme of Arrangement		39.00		39.02
Creditors for Capital Expenditure		39.12		14.65
Other Payables				
Salary, Wages and Allowances	658.47		490.72	
Power & Fuel	202.00		195.77	
Statutory Dues	116.76		133.88	
Others #	319.51	1,296.74	<u>184.47</u>	1,004.84
TOTAL		<u>3,316.39</u>		<u>3,439.53</u>

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

Includes Security Deposits from Customers and Liability for expenses etc.

Note 12 - Short - Term Provisions

(₹ in Lacs)

Particulars	As at		As at	
	31 st March, 2012		31 st March, 2011	
Provisions for Employee Benefits				
Gratuity (Refer Note 32)	177.46		16.30	
Leave Encashment	188.83	366.29	<u>127.92</u>	144.22
Others				
Provisions for Tax	-		4.92	
Provisions for Wealth Tax	-		8.92	
Provisions for Proposed Dividend on Preference Shares	1.00		1.50	
Provisions for Proposed Dividend on Equity Shares	240.84		240.84	
Tax on Proposed Dividend	40.85		44.18	
Provision for Excise Duty \$	110.66		<u>100.15</u>	
		393.35		400.51
TOTAL		<u>759.64</u>		<u>544.73</u>

\$ The Company had recognised liability based on substantial degree of estimation for Excise Duty payable on the clearance of goods lying in stock as on 31st March, 2011 of ₹ 100.15 Lacs as per the estimated pattern of dispatches. During the year, ₹ 100.15 Lacs was utilised for clearance of goods. Liability recognised under this class for the year is ₹ **110.66 Lacs**, which is outstanding as on 31st March, 2012. Actual outflow is expected in the next financial year.

Note 13 - Fixed Assets

(₹ in Lacs)

Description	GROSS BLOCK		DEPRECIATION / AMORTISATION			NET BLOCK			
	As at 1 st April, 2011	Additions/ Deductions Adjustments	As at 31 st March, 2012	Upto 31 st March, 2011	For the Year	Deductions/ Adjustments	Upto 31 st March, 2012	As at 31 st March, 2012	As at 31 st March, 2011
TANGIBLE ASSETS									
Leasehold Land	521.25	-	516.86	43.45	13.47	0.29	56.63	460.23	477.80
Owned									
Land	2,135.89	-	2,004.63	-	-	-	-	2,004.63	2,135.89
Buildings	8,296.47	58.13	8,320.11	1,799.23	254.97	20.38	2,033.82	6,286.29	6,497.24
Plant and Equipments	27,661.08	1,649.49	28,959.47	15,796.79	1,387.65	226.05	16,958.39	12,001.08	11,864.29
Furniture and Fixtures	264.25	4.04	268.29	144.47	12.83	-	157.30	110.99	119.78
Vehicles	542.93	-	404.41	293.47	38.80	109.57	222.70	181.71	249.46
Office Equipments	461.45	54.03	493.14	292.30	32.75	15.22	309.83	183.31	169.15
TOTAL (A)	39,883.32	1,765.69	40,966.91	18,369.71	1,740.47	371.51	19,738.67	21,228.24	21,513.61
INTANGIBLE ASSETS *									
Goodwill	62.30	41.46	103.76	16.92	39.67	0.02	56.57	47.19	45.38
Drawings & Designs *	65.38	-	-	65.38	-	65.38	-	-	-
Software *	46.93	-	46.93	4.33	9.64	-	13.97	32.96	42.60
TOTAL (B)	174.61	41.46	150.69	86.63	49.31	65.40	70.54	80.15	87.98
TOTAL (A)+(B)	40,057.93	1,807.15	41,117.60	18,456.34	1,789.78	436.91	19,809.21	21,308.39	21,601.59
Previous Year	39,101.92	1,430.09	40,057.93	16,956.00	1,704.87	204.53	18,456.34	21,601.59	-
CAPITAL WORK IN PROGRESS								1,222.38	779.37

* Other than internally generated

- 13.1 Owned land includes ₹ Nil (Previous Year ₹ 131.25 Lacs) in respect of which conveyance deed is yet to be registered in the name of the Company.
- 13.2 Building includes ₹ 0.01 Lacs (Previous Year ₹ 0.01 Lacs) being the cost of shares in Co-operative Housing Societies towards ownership of residential flats.
- 13.3 Capital Work-in-Progress includes ₹ 0.07 Lacs (Previous year ₹ 5.23 Lacs) on account of cost of construction Material at site.
- 13.4 Gross Block of Plant and Equipments 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.
- 13.5 Depreciation are inclusive / (exclusive) of ₹ 37.22 Lacs (Previous Year ₹(5.22) Lacs) on account of translation of depreciation to date of foreign subsidiary. The effect of which is considered in foreign currency translation reserve.
- 13.6 In accordance with the Accounting Standard (AS) 28 on "Impairment of Assets" as notified by Companies (Accounting Standards) Rules, 2006 the management during the year carried out an exercise of identifying the assets that may have been impaired in respect of each cash generating unit in accordance with the said Accounting Standard. On the basis of this review carried by the management there was no impairment loss on Fixed Assets during the year ended 31st March, 2012.

SUSTAINABLE GROWTH

Note 14 Non Current Investments (Refer Note 1.13.6)

(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Long-Term Investments					
Trade Investments					
Associate Companies					
Unquoted Fully Paid up					
In Equity Instruments					
Urban Communications Infrastructure Pvt. Ltd.	-	4,000	10	-	1.28
Urban Energy Distribution Pvt. Ltd.	-	4,000	10	-	4.73
Urban Energy Transmission Pvt. Ltd.	-	4,000	10	-	2.71
Urban Infotech Solutions Pvt. Ltd.	-	4,000	10	-	2.76
Urban Infrastructure Construction Pvt. Ltd.	-	4,000	10	-	36.11
Urban Infrastructure Holdings Pvt. Ltd.	113,517,714	113,517,714	10	10,942.41	10,945.61
Urban Water Supply Pvt. Ltd.	-	4,000	10	-	0.03
In Debentures					
Zero percent Optionally Fully Convertible Debentures of Urban Infrastructure Holdings Pvt. Ltd.	727,540	727,540	100	727.54	727.54
Total (i)				11,669.95	11,720.77
Others					
Unquoted Fully Paid up					
In Equity Instruments					
Greenary Power Generation Pvt. Ltd.	1,800	1,800	10	0.18	0.18
Mumbai SEZ Ltd.	229,377,346	126,341,463	10	23,522.68	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
				28,523.40	18,219.81
Less: Provision for Diminution in the value of Investments				(0.72)	-
Total (ii)				28,522.68	18,219.81
In Units					
Urban infrastructure Opportunities Fund	7,618.6	7,618.6	91,500 (Previous Year ₹ 100,000)	7,909.74	8,557.27
Total (iii)				7,909.74	8,557.27
Total Trade Investments (a = i+ii+iii)				48,102.37	38,497.85

Note 14 Non Current Investments (Refer Note 1.13.6)
(₹ in Lacs)

Particulars	As at 31 st March, 2012 Quantity (Nos)	As at 31 st March, 2011 Quantity (Nos)	Face Value (₹ unless otherwise stated)	As at 31 st March, 2012 (₹ in Lacs)	As at 31 st March, 2011 (₹ in Lacs)
Other than Trade Investments					
Others					
Quoted Fully Paid up					
In Equity Instruments					
Ajmera Realty & Infra India Ltd. (Current Year ₹ 135/- and Previous Year ₹ 135/-)	1	1	10	0.00	0.00
Akruti City Ltd.	10	10	10	0.04	0.04
Alpine Industries Ltd. (Current Year ₹ 26/- and Previous Year ₹ 26/-)	1	1	10	0.00	0.00
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. (Current Year ₹ 278/- and Previous Year ₹ 278/-)	1	1	5	0.00	0.00
Arihant Foundation & Housing Ltd. (Current Year ₹ 308/- and Previous Year ₹ 308/-)	1	1	10	0.00	0.00
Asahi Infrastructure & Projects Ltd. (Current Year ₹ 2/- and Previous Year ₹ 2/-)	1	1	1	0.00	0.00
Ashiana Housing Ltd. (Current Year ₹ 190/- and Previous Year ₹ 190/-)	3	3	10	0.00	0.00
Asian Hotels Ltd. (Current Year ₹ 313/- and Previous Year ₹ 313/-)	1	1	10	0.00	0.00
BL Kashyap & Sons Ltd. (Current Year ₹ 352/- and Previous Year ₹ 352/-)	10	10	1	0.00	0.00
Brigade Enterprises Ltd. (Current Year ₹ 117/- and Previous Year ₹ 117/-)	1	1	10	0.00	0.00
BSEL Infrastructure Reality Ltd.	10	10	10	0.01	0.01
D.S.Kulkarni Developers Ltd.	10	10	10	0.02	0.02
DB Realty Ltd. of ₹10 each (Current Year ₹ 419/- and Previous Year ₹ 419/-)	1	1	10	0.00	0.00
Diwan Housing and Finance Ltd. (Current Year ₹ 70/- and Previous Year ₹ 70/-)	1	1	10	0.00	0.00
DLF Ltd.	1	1	2	0.01	0.01
DMC Education Ltd. (Current Year ₹ 8/- and Previous Year ₹ 8/-)	1	1	5	0.00	0.00
DMC International Ltd.	1	1	5	0.00	0.00
EIH Associated Hotels Ltd. (Current Year ₹ 134/- and Previous Year ₹ 134/-)	1	1	10	0.00	0.00
EIH Ltd. (Current Year ₹ 98/- and Previous Year ₹ 98/-)	1	1	2	0.00	0.00
Eldeco Housing & Industries Ltd. (Current Year ₹ 113/- and Previous Year ₹ 113/-)	1	1	10	0.00	0.00
ERA Infra Engineering Ltd. (Current Year ₹ 362/- and Previous Year ₹ 362/-)	1	5	2	0.00	0.00
Ganesh Housing Corporation Ltd. (Current Year ₹ 420/- and Previous Year ₹ 420/-)	1	1	10	0.00	0.00
GIC Housing Finance Ltd. (Current Year ₹ 54/- and Previous Year ₹ 54/-)	1	1	10	0.00	0.00

SUSTAINABLE GROWTH

Note 14 Non Current Investments (Refer Note 1.13.6)

(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Godrej Properties Ltd.	1	-	10	0.01	-
Gravis Hospitality Ltd. (Current Year ₹ 25/-)	1	-	2	0.00	-
Gruh Finance Ltd. (Current Year ₹ 180/- and Previous Year ₹ 180/-)	1	1	10	0.00	0.00
HB Estate Developers Ltd. (Current Year ₹ 32/- and Previous Year ₹ 32/-)	1	1	10	0.00	0.00
Hindusthan Construction Company Ltd.	10	10	1	0.01	0.01
Hotel Leela Venture Ltd. (Current Year ₹ 32/- and Previous Year ₹ 32/-)	1	1	2	0.00	0.00
Housing Development & Infrastructure Ltd.	2	1	10	0.01	0.01
Housing Development Finance Corporation Ltd.	5	5	2	0.03	0.03
Indiabulls Real Estate Ltd.	1	1	2	0.01	0.01
Indo-Asian Projects Ltd. (Current Year ₹ 39/- and Previous Year ₹ 39/-)	1	1	10	0.00	0.00
IVRCL Assets & Holdings Ltd. (Current Year ₹ 380/- and Previous Year ₹ 380/-)	1	1	10	0.00	0.00
IVRCL Infrastructure & Project Ltd. (Current Year ₹ 362/- and Previous Year ₹ 362/-)	2	2	2	0.00	0.00
Jaypee Infratech Ltd. (Current Year ₹ 84/- and Previous Year ₹ 84/-)	1	1	10	0.00	0.00
Kadamb Constructions Ltd. (Current Year ₹ 38/- and Previous Year ₹ 38/-)	5	5	2	0.00	0.00
Kamawala Housing Constructions Ltd. (Current Year ₹ 29/- and Previous Year ₹ 29/-)	1	1	10	0.00	0.00
Kolte Patil Developers Ltd. (Current Year ₹ 45/- and Previous Year ₹ 45/-)	1	1	10	0.00	0.00
KSL & Industries Ltd.	11	11	4	0.01	0.01
Lanco Infratech Ltd. (Current Year ₹ 294/- and Previous Year ₹ 294/-)	10	10	10	0.00	0.00
Lancor Holdings Ltd. (Current Year ₹ 42/- and Previous Year ₹ 42/-)	1	1	2	0.00	0.00
LIC Housing Finance Ltd. (Current Year ₹ 235/- and Previous Year ₹ 235/-)	5	5	2	0.00	0.00
Lok Housing & Construction Ltd.	5	5	10	0.01	0.01
Mahendra Lifespace Developers Ltd.	100	100	10	0.89	0.89
Marg Ltd. (Current Year ₹ 102/- and Previous Year ₹ 102/-)	1	1	10	0.00	0.00
Morpel Hotel Ltd. (Current Year ₹ 205/-)	1	-	10	0.00	-
Narendra Properties Ltd. (Current Year ₹ 23/- and Previous Year ₹ 23/-)	1	1	10	0.00	0.00
Nila Infrastructure Ltd. (Current Year ₹ 2/- and Previous Year ₹ 2/-)	1	1	1	0.00	0.00
Nitesh Estates Ltd. (Current Year ₹ 39/- and Previous Year ₹ 39/-)	1	1	10	0.00	0.00
Oberio Realty Ltd. (Current Year ₹ 238/-)	1	-	10	0.00	-
Omaxe Ltd.	450	450	10	1.40	1.40
Orbit Corporation Ltd.	10	10	5	0.01	0.01

Note 14 Non Current Investments (Refer Note 1.13.6)
(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Pantaloon Retail (India) Ltd. (Current Year ₹ 452/- and Previous Year ₹ 452/-)	1	1	2	0.00	0.00
Parsvnath Developers Ltd.	200	200	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
Prestige Ltd. (Current Year ₹ 130/-)	1	-	10	0.00	-
Prime Property Development Corp.Ltd. (Current Year ₹ 113/- and Previous Year ₹ 113/-)	1	1	5	0.00	0.00
Provogue (India) Ltd. (Current Year ₹ 488/- and Previous Year ₹ 488/-)	5	5	2	0.00	0.00
Purvankara Projects Ltd. (Current Year ₹ 375/- and Previous Year ₹ 375/-)	1	1	5	0.00	0.00
Radhe Developers (India) Ltd. (Current Year ₹ 157/- and Previous Year ₹ 157/-)	100	100	10	0.00	0.00
Rainbow Foundations Ltd. (Current Year ₹ 10/- and Previous Year ₹ 10/-)	1	1	10	0.00	0.00
Rajeswari Foundations Ltd. (Current Year ₹ 16/- and Previous Year ₹ 16/-)	1	1	10	0.00	0.00
Regaliaa Realty Ltd. (Current Year ₹ 8/- and Previous Year ₹ 8/-)	1	1	10	0.00	0.00
Reliance Industries Ltd.	3,522,000	3,522,000	10	47,747.75	47,747.75
SAAG RR Infra Ltd. (Current Year ₹ 22/- and Previous Year ₹ 22/-)	1	1	10	0.00	0.00
Shopper's Stop Ltd.	2	2	5	0.01	0.01
Simplex Realty Ltd. (Current Year ₹ 164/- and Previous Year ₹ 164/-)	1	1	10	0.00	0.00
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. (Current Year ₹ 80/- and Previous Year ₹ 80/-)	1	1	2	0.00	0.00
The Phoenix Mills Ltd.	5	5	2	0.02	0.02
The Ruby Mills Ltd.	1	1	10	0.01	0.01
Trent Ltd.	1	1	10	0.01	0.01
Tribhuvan Housing Ltd. (Current Year ₹ 14/- and Previous Year ₹ 14/-)	5	5	1	0.00	0.00
Unitech Ltd.	200	200	2	0.49	0.49
Vijay Shanti Builders Ltd. (Current Year ₹ 27/- and Previous Year ₹ 27/-)	1	1	10	0.00	0.00
Vipul Ltd.	10	10	1	0.01	0.01
Unquoted Fully Paid up					
Applewoods Estate Pvt. Ltd.	-	6,700	10	-	0.67
Earnest Towers Pvt. Ltd.	465,154	420,513	10	241.51	210.26
Goldbricks Infrastructure Pvt. Ltd.	980,000	120,000	10	290.00	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

SUSTAINABLE GROWTH

Note 14 Non Current Investments (Refer Note 1.13.6)

(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Ozone Projects Pvt. Ltd.	957,133	957,133	10	463.91	463.91
Ozone Urban Infra Developers Pvt. Ltd.	11	4	10	0.06	0.02
Sterling Urban Infraprojects Pvt. Ltd.	4,400,000	600,000	10	440.00	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
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
Unquoted Partly Paid up					
Nilayami Realtors Pvt. Ltd. (Partly Paid ₹ 5/- each)	106,000	106,000	10	5.30	5.30
				49,296.93	48,608.34
Less: Provision for Diminution in the value of Investments				(8.06)	-
Total (i)				49,288.87	48,608.34
Unquoted Fully Paid up					
In Preference Shares					
0.01% Compulsory Convertible Preference Shares of Earnest Towers Pvt. Ltd.	1,742,504	1,742,504	10	871.25	871.25
Total (ii)				871.25	871.25
Unquoted Fully Paid up					
In Debentures					
Zero Percent Fully Compulsorily Convertible Debentures of:					
Applewoods Estate Pvt. Ltd.	-	501	1000	-	5.01
Goldbricks Infrastructure Pvt. Ltd.	-	128,000	100	-	128.00
Goldbricks Infrastructure Pvt. Ltd. 'Series C'	-	150,000	100	-	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
Ozone Propex Pvt. Ltd.	5,400,000	-	100	5,400.00	-
Sterling Urban Infraprojects Pvt. Ltd.	-	160,000	100	-	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
14.75% Fully Compulsorily Convertible Debentures of Ozone Urbana Infra Developers Pvt. Ltd.	386,101	154,441	518	2,000.00	800.00
15.5 % Fully Compulsorily Convertible Debentures of Applewoods Estate Pvt. Ltd.	-	277,970	100	-	277.97

Note 14 Non Current Investments (Refer Note 1.13.6)
(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Unquoted Partly Paid up					
Zero Percent Fully Compulsorily Convertible Debentures of Nilayami Realtors Pvt. Ltd. (Partly Paid ₹ 10/- each) (Partly Paid ₹ 586/- each)	8,480	8,480	1000	0.85	0.85
				8,090.99	2,211.97
Less: Provision for Diminution in the value of Investments				(454.54)	-
Total (iii)				7,636.45	2,211.97
Unquoted Fully Paid up					
In Units					
HDFC India Real Estate Fund	40,594	88,548	1000	405.95	885.48
Urban Infrastructure Venture Capital Fund - Class B	116,500	20,000	100	126.15	20.00
Investment in Agriculture Land				0.31	0.31
Investment in Land				4,476.54	3,832.02
Total (iv)				5,008.95	4,737.81
Total Other than Trade Investments (b=i+ii+iii+iv)				62,805.52	56,429.37
Total Non - Current Investments [c= a+b]				110,907.89	94,927.22

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

14.1 In opinion of the management, diminution in the value of long term investment, except as provided, is temporary in nature, hence no provision has been considered necessary.

14.2 The details of the provision for diminution in the value of non-current investments is as under:

(₹ in Lacs)

Name of the Company	As At	As At
	31 st March, 2012	31 st March, 2011
In Equity Shares		
Greenary Power Generation Pvt. Ltd.	0.18	-
Spectra Power Distribution Pvt. Ltd.	0.18	-
Supernal Realtors Pvt. Ltd.	2.67	-
Urban Assets Reconstructions Pvt. Ltd.	0.18	-
Urban Telecom Pvt. Ltd.	0.18	-
Vengas Realtors Pvt. Ltd.	2.67	-
Others in Quoted Equity Shares	2.72	-
In Debentures		
Supernal Realtors Pvt. Ltd.	187.21	-
Vengas Realtors Pvt. Ltd.	267.33	-
	463.32	-

SUSTAINABLE GROWTH

Note 15 - Deferred Tax Assets

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
Deferred Tax Liabilities		
Related to Fixed Assets	-	-
Deferred Tax Assets		
Disallowance Under the Income-tax Act, 1961	5.48	4.72
TOTAL	<u>5.48</u>	<u>4.72</u>

Note 16 - Long - Term Loans and Advances

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
(Unsecured, Considered Good)		
Capital Advances	555.89	184.28
Security Deposits	167.70	233.01
Loans and Advances to Related Parties (Refer Note 34)		
Inter Corporate Deposits	8,008.29	7,146.00
Other Receivables	69.80	1.00
Staff Advances	96.62	54.79
TOTAL	<u>8,898.30</u>	<u>7,619.08</u>

Note 17 - Other Non - Current Assets

Particulars	(₹ in Lacs)	
	As at 31 st March, 2012	As at 31 st March, 2011
(Unsecured, Considered Good) :		
Interest Accrued on Investments	290.83	62.27
Fixed Deposits with Bank having More than 12 months Maturity #	268.32	154.35
TOTAL	<u>559.15</u>	<u>216.62</u>
# Fixed Deposits with Bank having more than 12 Months Maturity include:		
Amount held as Margin Money against Bank Overdraft facility	-	11.54
Amount held as Deposit with Electricity Department and Sales-tax Department	268.32	142.81

Note 18 Current Investments (Refer Note 1.13.6)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011	Face Value (₹ unless otherwise stated)	As at 31 st March, 2012	As at 31 st March, 2011
	Quantity (Nos)	Quantity (Nos)		(₹ in Lacs)	(₹ in Lacs)
In Equity Instruments					
Quoted Fully Paid up					
Others					
Ansul Properties & Infrastructure Ltd.	762,608	762,608	5	268.44	285.98
Bajaj Finserve Ltd.	4,500	4,500	5	27.15	23.59
Bajaj Holdings & Investment Ltd.	4,500	4,500	10	36.68	35.81
Bombay Dyeing & Mfg.Co. Ltd.	35,200	35,200	10	204.23	129.10
Cinemax India Ltd.	7,815	7,815	10	2.63	3.29
Electrotherm (India) Ltd.	2,500	2,500	10	1.57	5.15
Essar Shipping Ltd.	14,498	43,494	10	3.90	17.44
Essar Ports Ltd.	28,996	-	10	5.98	-
The Indian Hotels Company Ltd.	194,532	194,532	1	123.92	140.85
Tata Communication Ltd.	58,700	58,700	10	132.60	140.29
Total (i)				<u>807.10</u>	<u>781.50</u>

Note 18 Current Investments (Refer Note 1.13.6)
(₹ in Lacs)

Particulars	As at 31 st March, 2012 Quantity (Nos)	As at 31 st March, 2011 Quantity (Nos)	Face Value (₹ unless otherwise stated)	As at 31 st March, 2012 (₹ in Lacs)	As at 31 st March, 2011 (₹ in Lacs)
In Debenture and Corporate Bonds					
Quoted Fully Paid up					
Others					
8.8 % Power Grid Corporation Ltd.	40	40	1250000	505.76	508.07
8.65% Rural Electrification Corporation Ltd.	50	50	1000000	473.47	473.47
11.25% Power Finance Corporation Ltd.	150	150	1000000	1,645.73	1,667.59
0% Kesoram Industries Ltd.	-	100	1100000	-	1,022.22
0% HDFC Ltd. 2011	-	100	1000000	-	1,038.88
9.5% Mercator Lines Ltd.	100	100	1000000	1,000.00	1,000.00
11.50% Shriram Transport Finance Ltd.	1,000	1,000	100000	1,019.59	1,026.57
10.50% Srei Equipment Finance Pvt. Ltd.	1,000	1,000	100000	1,008.84	1,012.12
Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Pvt. Ltd. Series - A	151,000	151,000	1000	1,510.00	1,510.00
Redeemable Optionally Fully Convertible Debentures of Sun Infrastructures Pvt. Ltd. Series - B	23,500	23,500	1000	137.71	137.71
Redeemable Non-Convertible Debentures of Citifinancial Consumer Finance India Ltd.	-	5,000	100000	-	5,000.00
Total (ii)				7,301.10	14,396.63
In Commercial Papers & Certificate of Deposits					
Unquoted Fully Paid up					
Others					
Commercial Papers					
Aditya Birla Finance Ltd. 86D 26 th April, 2012	500	-	500000	2,441.05	-
Aditya Birla Finance Ltd. 364D 03 rd May, 2012	500	-	500000	2,412.11	-
Aditya Birla Finance Ltd. 175D 09 th May, 2011	-	500	500000	-	2,439.84
Aditya Birla Finance Ltd. 26D 25 th April, 2011	-	500	500000	-	2,479.69
Aditya Birla Finance Ltd. 363D 25 th July, 2011	-	500	500000	-	2,322.17
Afcon Infrastructure Ltd. 364D 11 th August, 2011	-	1,000	500000	-	4,634.85
IL & FS Financial Services Ltd. 315D 19 th December, 2011	-	1,000	500000	-	4,577.32
IL & FS Financial Services Ltd. 120D 18 th May, 2012	500	-	500000	2,419.66	-
India Infoline Investment Services Ltd. 90D 08 th July, 2011	-	500	500000	-	2,428.15
J M Financial Services Pvt. Ltd. 90D 02 nd July, 2011	-	1,000	500000	-	4,866.21
Morgan Stanley India Capital Pvt. Ltd. 141D 21 st May, 2012	500	-	500000	2,398.98	-
Reliance Capital Ltd. 90D 12 th May, 2011	-	500	500000	-	2,437.49
Tata Capital Housing Finance Ltd. 364D 26 th July, 2011	-	500	500000	-	2,321.72
Tata Capital Ltd. 91D 14 th May, 2012	500	-	500000	2,436.70	-
Tata Capital Ltd. 364D 04 th August, 2011	-	1,000	500000	-	4,639.14
Tata Motor Finance Ltd. 128D 30 th May, 2012	500	-	500000	2,414.48	-
Tata Motors Finance Ltd. 91D 02 nd July, 2011	-	500	500000	-	2,436.23

SUSTAINABLE GROWTH

Note 18 Current Investments (Refer Note 1.13.6)

(₹ in Lacs)

Particulars	As at	As at	Face Value (₹ unless otherwise stated)	As at	As at
	31 st March, 2012 Quantity (Nos)	31 st March, 2011 Quantity (Nos)		31 st March, 2012 (₹ in Lacs)	31 st March, 2011 (₹ in Lacs)
Certificate of Deposits					
Canara Bank 07 th April, 2011	-	2,500	100000	-	2,492.93
Corporation Bank 08 th April, 2011	-	2,500	100000	-	2,492.15
Dhanlakshmi Bank Ltd. 04 th May, 2012	2,500	-	100000	2,438.56	-
Total (iii)				16,961.54	40,567.89
In Mutual Funds					
Unquoted Fully Paid up					
Others					
Birla Cash Manager Inst. Plant Growth	-	636,897	10	-	100.17
Birla Cash Plus Retail - Daily Dividend	23,994	198,951	10	39.28	32.57
Birla Sun Life Floating Rate Fund Short Term Plan	210,868	-	100	300.00	-
Birla Sunlife Short Term Opp. Fund-Retail Growth	199,429	131,267	10	30.77	20.02
Daiwa Liquid Fund - Institutional Plan - Daily Dividend	11,621	-	1000	116.27	-
DSP BlackRock Liquidity Fund-Inst Plan-Growth	-	119,704	1000	-	1,678.05
ICICI Prudential Blended Plan B Institutional - Growth Option -II	-	11,386,063	10	-	1,200.00
ICICI Prudential Flexible Income Plan Premium-Growth	-	44,296	100	-	59.16
ICICI Prudential Liquid Plan		3,836	100	-	4.55
ICICI Prudential Liquid Plan		3,836	100	-	4.55
ICICI Prudential Liquid Plan		3,836	100	-	4.55
ICICI Prudential Liquid Plan	84,396	82,078	100	84.41	82.11
IDFC Fixed Maturity Plan Monthly Series 30	-	25,000,000	10	-	2,500.00
JM Money Manager Fund Super Plus Plan-Growth	-	1,344,692	10	-	171.78
JM Money Manager Short Term Fund-Growth	-	36,086,753	10	-	5,000.00
LIC Nomura MF Liquid Fund Growth Plan	-	8,905,165	10	-	1,596.75
Principal Ultra Short Term Fund - Dividend Reinvestment Monthly	-	2,033,705	10	-	213.77
SBI Magnum Insta Cash Liquid Floater Plan	109,462	-		1,987.15	-
Total (iv)				2,557.88	12,668.03
In Others					
Pass Through Certificate (PTC) Issued by Pioneer Trust 2010.	250	250	1000000	2,500.00	2,500.00
Total (v)				2,500.00	2,500.00
Total Current Investments (i+ii+iii+iv+v)				30,127.62	70,914.05

18.1 The aggregate amount of provision for diminution in value of current investment is ₹ **720.36 Lacs** (Previous Year ₹ 745.96 Lacs).

Note 19 - Inventories

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
Raw Materials				
Goods-in-Transit	235.81		307.94	
Others	<u>2,442.95</u>	2,678.76	<u>3,185.13</u>	3,493.07
Work-in-Progress *		10,620.32		11,177.00
Finished Goods				
Goods-in-Transit	83.28		179.08	
Others	<u>2,690.29</u>	2,773.57	<u>2,837.07</u>	3,016.15
Stores and Spares		883.66		801.81
Scrap		89.93		90.85
TOTAL		<u>17,046.24</u>		<u>18,578.88</u>

* Includes Land of ₹ 2,497.20 Lacs (Previous Year ₹ 3,177.32 Lacs) pending execution conveyance/sale deed.

19.1 Refer Note 1.13.7 for mode of valuation of Inventories.

Note 20 - Trade Receivable

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
(Unsecured, Considered Good)				
Due for a period exceeding six months		320.61		185.96
Other Debts		<u>10,890.55</u>		<u>9,295.26</u>
TOTAL		<u>11,211.16</u>		<u>9,481.22</u>

Note 21 - Cash and Bank Balances

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
Cash and Cash Equivalents				
Balance with Banks in Current Accounts	849.92		1,203.83	
Cheques on Hand	5.55		-	
Cash on Hand	<u>1.90</u>	857.37	<u>2.96</u>	1,206.79
Other Bank Balances				
Unpaid Dividend Accounts	17.42		13.17	
Fixed Deposits with Banks having more than 3 Months Maturity #	<u>965.61</u>	983.03	<u>1,425.54</u>	<u>1,438.71</u>
TOTAL		<u>1,840.40</u>		<u>2,645.50</u>
# Fixed Deposits with Banks having more than 3 Months Maturity include:				
Amount held as Margin Money against Bank Overdraft facility		300.00		138.05
Amount held as Deposit with Electricity Department and Sales-tax Department		49.29		117.81

SUSTAINABLE GROWTH

Note 22 - Short - Term Loans and Advances

(₹ in Lacs)

Particulars	As at 31 st March, 2012		As at 31 st March, 2011	
(Unsecured, Considered Good)				
Loans and Advances to Related Parties (Refer Note 34)				
Share Application Money	8,522.71		11,122.71	
Advance Towards Purchase of Land / Development Rights	950.95		950.95	
Other Receivables	220.62	9,694.28	238.23	12,311.89
Other				
Inter-Corporate Deposits	13,616.72		15,774.38	
Share Application Money	993.07		11,220.49	
Income Tax (net)	2,353.96		1,261.53	
Interest receivable	157.07		209.94	
Interest Accrued & Due	3,336.13		2,129.48	
Balance with Customs & Excise Authorities	530.34		690.16	
Advance Towards Purchase of Land / Development Rights	12,078.37		11,224.94	
Other Advances *	1,353.44	34,419.10	1,070.72	43,581.64
Unsecured and Considered Doubtful				
Advance to Sundry Creditors	3.91		-	
Less: Provision for Doubtful Advances	(3.91)	-	-	-
TOTAL		44,113.38		55,893.53

* Mainly includes Discount Receivable, Advance to Suppliers, Security Deposits and VAT Receivables etc.

22.1 Inter-Corporate Deposits, interest accrued & due and Advances towards Purchase of Land / Development Rights aggregating to ₹ **16,887.16 Lacs** are subject to confirmation, though management is confident of recovery.

Note 23 - Other Current Assets

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Unbilled Revenue	253.26	90.92
Interest accrued on Investments	807.13	1,398.36
Fixed Assets Held for Disposal	21.84	21.84
Receivables on account of Sale of Securities	-	11,544.55
Export Incentive Receivable	64.71	141.52
TOTAL	1,146.94	13,197.19

Note 24 - Gross Revenues from Operations

(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Sale of Products		
Finished Goods	60,908.95	46,701.98
Traded Goods	2,594.04	2,625.50
Sale of Services	8,726.97	8,439.98
Other Operating Revenue	93.09	136.20
Gross Revenue from Operations	72,323.05	57,903.66

Note 25 - Other Income
(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Interest Income (Gross)		
From Long-Term Investments	755.80	336.03
From Current Investments	3,122.46	1,711.22
From Inter-Corporate Deposits	2,928.85	2,530.58
From Fixed Deposits	92.70	105.63
From Customers	131.05	74.89
From Others	6.07	14.97
Dividend Income on		
From Long-Term Investments	322.66	692.06
From Current Investments	26.45	29.32
Profit on Sale of Investments (Net)		
From Long-Term Investments	1,149.62	11.23
From Current Investments	2,721.03	3,459.55
Profit on Equity Derivatives (Net)	-	24.90
Rent Income	101.54	102.46
Profit on sale of Fixed Assets (Net)	335.46	-
Net Gain on Foreign Currency Transaction and Translation	259.31	-
Miscellaneous Income	160.32	139.27
TOTAL	12,113.32	9,232.11

Note 26 - Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade
(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
At the end of the Year		
Finished Goods	2,773.57	3,016.15
Work-in-Progress	10,620.32	11,177.00
Scrap	89.93	90.85
	13,483.82	14,284.00
At the beginning of the Year		
Finished Goods	3,016.15	1,211.02
Work-in-Progress	11,177.00	10,706.73
Scrap	90.85	136.50
	14,284.00	12,054.25
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	800.18	(2,229.75)

Note 27 - Employee Benefits Expense
(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Salaries, Wages and Other Perquisites	5,767.18	4,698.97
Contribution to Provident Fund and Other Funds	270.81	245.85
Staff Welfare Expenses	112.71	74.27
Gratuity (Refer Note 32)	76.12	51.53
TOTAL	6,226.82	5,070.62

Note 28 - Finance Cost
(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Interest Expenses	263.36	305.28
Other Borrowing Cost	6.00	-
TOTAL	269.36	305.28

SUSTAINABLE GROWTH

Note 29 - Other Expenses

	(₹ in Lacs)	
Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Land Development Expenses	15.86	515.28
Manufacturing Expenses		
Stores, Spare parts and Packing Materials Consumed	2,499.29	1,561.98
Power and Fuel	4,125.94	3,017.76
Job Work Charges	29.86	32.57
Excise Duty (Refer Note 35)	10.51	66.13
Repairs to Machinery	75.80	64.58
Repairs to Buildings	61.98	78.30
Selling and Distribution Expenses		
Advertisement, Publicity and Sales Promotion Expenses	30.52	33.97
Brokerage, Discount and Commission	262.90	190.67
Freight Outward, Handling charges and Octroi (Net)	506.24	360.88
Payment to Auditors		
Audit Fees	48.59	41.86
Tax Audit Fees	9.00	9.00
Other Services	40.37	42.45
Reimbursement of Expenses	2.29	0.46
Administrative and General Expenses		
Rent	216.37	215.62
Rates and Taxes	58.87	46.97
Repairs & Maintenance - Others	30.92	36.90
Insurance	61.51	56.59
Legal, Professional and Consultancy Charges	587.02	586.46
Travelling and Conveyance	160.81	193.67
Provision for Diminution in value of Investment	437.70	333.41
Directors' Sitting Fees	7.55	6.91
Donation	12.91	40.98
Bank Charges	36.77	55.00
Loss on sale/discarding of Fixed assets (Net)	-	153.67
Net Loss on Foreign Currency Transaction and Translation	-	36.04
Loss on sale of Long-Term Investments (Associates)	44.82	-
Bad Debts	3.91	-
Sundry Balances Written Off (Net)	80.60	73.53
Wealth Tax	2.90	3.10
Other Expenses	372.97	356.77
Total	9,834.78	8,211.51

Note 30 - Earnings Per Equity share

(₹ in Lacs)

Particulars	Year Ended 31 st March, 2012	Year Ended 31 st March, 2011
Net Profit for the year (₹ in Lacs)	13,744.79	12,745.77
Adjustment of Prior period items (₹ in Lacs)	(0.94)	10.28
Dividend on Preference Shares and tax thereon (₹ in Lacs)	(1.16)	(1.74)
Profit attributable to equity share holders (₹ in Lacs)	13,742.69	12,754.31
Weighted Average Number of equity shares outstanding during the year	178,449,410	178,449,410
Basic and Diluted Earning Per Share (in ₹)	7.70	7.15
Nominal Value per Share (in ₹)	1.00	1.00

Note 31 - Contingent Liabilities and Commitments (To the extent not provided for)

(₹ in Lacs)

Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Contingent Liabilities		
Claims against the Company not acknowledged as debts		
(i) Disputed Liability in Appeal (No Cash outflow is expected in the near future)		
- Income Tax (₹ 1,347.60 Lacs paid under protest)	4,330.34	6,641.37
- Excise Duty / Service Tax (₹ 2.46 Lacs paid under protest)	135.28	135.44
- Railway Claims	95.83	95.83
- Sales Tax (₹ 0.50 Lacs paid under protest)	26.85	26.84
Guarantees		
(i) Bank Guarantees	15.50	837.12
(Bank guarantees are provided under contractual/legal obligations. No cash outflow is probable.)		
Commitments		
Estimated amount of Contracts remaining to be executed on Capital Account and not provided for.(Net of advance paid.)	1,808.64	618.83
(Cash outflow is expected on execution of such capital contracts)		
Uncalled liability on partly paid up Shares/ Debentures	186.54	186.54

SUSTAINABLE GROWTH

Note No. 32

Employee benefits :- As per Accounting Standard (AS) 15 on "Employee Benefits" the disclosure of employees' benefits are given below:

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 Accounting Standard (AS) 15 on "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:

	(₹ in Lacs)	
Particulars	2011-12	2010-11
Actuarial assumptions		
Mortality Table	LIC (1994-96) (Ultimate)	LIC (1994-96) (Ultimate)
Salary growth	6% to 10 %	5% to 10 %
Discount rate	8.00% to 8.50%	7.90% to 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.		
Expenses Recognised during the Year		
Current service cost	67.21	50.62
Interest cost	13.70	8.63
Expected Return on Plan Assets	-	-
Net actuarial (gain) / loss recognized in the year	(4.79)	(7.72)
Total	76.12	51.53
Movement in present value of defined benefit obligation		
Obligation at the beginning of the year	173.57	106.09
Current service cost	67.21	50.62
Interest cost	13.70	8.63
Actuarial (gain) / loss on obligation	(4.79)	(7.72)
Benefits paid	(10.63)	(7.89)
Past Service Cost	-	23.84
Obligation at the end of the year	239.06	173.57
Net Liability Recognised in the balance sheet		
Liabilities recognised in the balance sheet		
Present value of obligations at the end of the year	239.06	173.57
Less: Fair value of plan assets at the end of the year	-	-
Net liability recognized in the balance sheet	239.06	173.57

Amounts for current and previous four years are as follows :

	(₹ in Lacs)				
Particulars	2011-12	2010-11	2009-10	2008-09	2007-08
Defined benefit obligation	239.06	173.57	106.08	95.67	48.52
Experience adjustments on plan liabilities	(6.23)	(6.36)	(25.32)	11.71	(14.68)

Defined Contribution Plan:

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

	(₹ in Lacs)	
Particulars	As at 31 st March, 2012	As at 31 st March, 2011
Employer's Contribution to Provident and Other Funds	270.81	245.85

Note 33

Segment information as per Accounting Standard – 17 on Segment Reporting for the year ended 31st March 2012.
Information about Primary (Product wise) Segments.

Particulars	Steel		Plastic Processing		Spinning		Real Estate		Assets Management		Other		Unallocated		Total		
	Results	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012	2010-2011	2011-2012
Segment Revenue	5,181.07	5,603.48	50,560.95	37,836.45	9,882.85	8,076.93	611.09	-	6,124.67	6,411.16	8.95	9.53	-	72,369.58	57,937.55	-	-
External Turnover																	
Inter Segment Turnover	-	-	46.53	33.89	-	-	-	-	-	-	-	-	-	-	-	-	-
Gross Turnover	5,181.07	5,603.48	50,514.42	37,802.56	9,882.85	8,076.93	611.09	-	6,124.67	6,411.16	8.95	9.53	-	72,323.05*	57,903.66	-	-
Less : Excise duty recovered	85.06	329.41	3,495.71	2,646.06	10.07	11.16	-	-	480.73	510.22	-	-	-	4,071.57	3,496.85	-	-
Net Turnover	5,096.01	5,274.07	47,018.71	35,156.50	9,872.78	8,065.77	611.09	-	5,643.94	5,900.94	8.95	9.53	-	68,251.48	54,406.81	-	-
Segment Results	113.45	(64.51)	5,748.94	4,586.35	(19.52)	657.95	4.24	(102.58)	3,978.97	4,226.30	6.23	7.50	-	9,832.31	9,311.01	-	-
Unallocated Corporate Income (Net)	-	-	-	-	-	-	-	-	-	-	-	-	-	2,639.82	2,424.61	-	-
Operating Profit/(Loss)	113.45	(64.51)	5,748.94	4,586.35	(19.52)	657.95	4.24	(102.58)	3,978.97	4,226.30	6.23	7.50	-	12,472.13	11,735.62	-	-
Finance Cost	1.32	16.75	1.71	1.39	63.58	106.62	-	-	194.59	178.97	-	-	-	269.36	305.28	-	-
Interest/ Dividend/ Rent Income	5.41	14.42	42.74	49.20	137.93	78.63	-	0.92	1,938.62	1,236.39	19.62	17.63	-	7,487.60	5,597.15	-	-
Provision for Income Tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Income Tax	-	-	-	-	-	-	-	-	-	-	-	-	-	5,943.43	4,277.41	-	-
Net Profit/(Loss) before adjustments for Minority interest and Associates	117.54	(66.84)	5,789.97	4,634.16	54.83	629.96	4.24	(101.66)	5,723.00	5,283.72	25.85	25.13	-	13,746.94	12,750.08	-	-
Other Information																	
Segment Assets	5,222.36	5,458.79	31,503.32	29,105.19	6,741.45	7,201.38	40,352.71	37,872.92	15,739.53	12,007.85	316.70	310.42	-	99,876.07	91,956.55	-	-
Unallocated Corporate Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	149,367.14	204,758.56	-	-
Total Assets	5,222.36	5,458.79	31,503.32	29,105.19	6,741.45	7,201.38	40,352.71	37,872.92	15,739.53	12,007.85	316.70	310.42	-	249,243.20	296,715.11	-	-
Segment Liabilities	4,292.76	4,967.10	1,902.84	1,545.14	1,034.09	1,581.70	1,149.00	991.09	2,640.69	2,716.94	0.72	14.32	-	11,020.10	11,816.30	-	-
Unallocated Corporate Liabilities	-	-	-	-	-	-	-	-	-	-	-	-	-	2,540.42	2,311.92	-	-
Total Liabilities	4,292.76	4,967.10	1,902.84	1,545.14	1,034.09	1,581.70	1,149.00	991.09	2,640.69	2,716.94	0.72	14.32	-	13,560.51	14,128.22	-	-
Capital Expenditure	208.79	36.98	1,432.70	1,398.45	557.32	53.20	(0.37)	-	3.61	34.48	-	-	-	2,206.20	1,568.39	-	-
Depreciation	173.37	215.65	1,121.61	1,023.33	386.23	390.90	1.68	1.70	15.66	13.49	-	-	-	1,752.56	1,710.09	-	-
Non - Cash Expenditure	-	-	-	-	-	-	-	-	-	-	-	-	-	518.30	406.94	-	-

* Total Gross Turnover is after elimination of inter segment turnover of ₹ 46.53 Lacs (Previous Year Rs. 33.89 Lacs)

SUSTAINABLE GROWTH

33.1 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:

Steel	The Company is processing of CR/GP/GC Coils/ Sheets at Steel unit located at Nanded (Maharashtra)
Plastic Processing	The Company is manufacturing Woven sacks/ Fabrics at packaging units which are mainly located at Murbad (Maharashtra) , Khadoli, Athal (Silvassa) and Daman, Pritampura (Indore)
Spinning	The Company is manufacturing spinning yarn at its units located at Vasona, Masat (Silvassa) and Sarigam (Gujarat)
Real Estate Assets Management	The Real Estate Segment includes development of Land and Buildings. The Assets Management activity Segment includes Investment Advisory Services.
Others	Other includes Non Banking Finance Activities, Trusteeship and Infrastructure Activities
Unallocated	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

33.2 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.

33.3 Secondary Segment Information (Geographical Segments)

	(₹ In Lacs)	
	2011-2012	2010-2011
1. Segment Revenue - External Turnover		
- Within India	71,878.85	57,729.46
- Outside India	444.20	174.20
Total Revenue	<u>72,323.05</u>	<u>57,903.66</u>
2. Segment Assets		
- Within India	235,792.76	285,088.89
- Outside India	13,450.44	11,626.22
Total Assets	<u>249,243.20</u>	<u>296,715.11</u>
3. Segment Liability		
- Within India	12,381.63	13,124.60
- Outside India	1,178.88	1,003.62
Total Liability	<u>13,560.51</u>	<u>14,128.22</u>
4. Capital Expenditure		
- Within India	2,206.20	1,568.39
- Outside India	-	-
Total Capital Expenditure	<u>2,206.20</u>	<u>1,568.39</u>

Note 34

As per Accounting Standard (AS) 18 on "Related Party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

List of related parties and relationship.

(i) Associates :-

Searock Developers FZC .

Urban Communication Infrastructure Private Limited (till 30th September, 2011)

Urban Energy Distribution Private Limited (till 30th September, 2011)

Urban Energy Generation Private Limited (till 30th September, 2011)

Urban Energy Transmission Private Limited (till 30th September, 2011)

Urban Infotech Solutions Private Limited (till 30th September, 2011)

Urban Infrastructure Construction Private Limited (till 30th September, 2011)

Urban Infrastructure Holdings Private Limited

Urban Infrastructure Venture Capital Fund

Urban Water Supply Private Limited (till 30th September, 2011)

(ii) 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
- (f) Shri Parag Parekh
- (g) Shri Dilip Shukla

(iii) 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
- (d) Shri Satyapal Jain Relative of Shri Gaurav Jain, Shri J.K.Jain, Shri Anand Jain and Shri Virendra Jain.

(iv) Enterprises over which Key Managerial Personnel and their relatives are able to exercise significant influence:-

- (a) Poly-Resin Agencies (I) Limited
- (b) Resin Distributors Limited
- (c) Techfab (I) Industries Limited

34.1 Transactions during the year with related parties :

(₹ in Lacs)

Nature of Transaction	Associates	Key Managerial Personnel	Relatives of Key managerial person	Other Related Parties	Total
	(i)	(ii)	(iii)	(iv)	
Preference Share					
Balance as at 31 st March, 2012	-	-	100.00	-	100.00
	(-)	(-)	(150.00)	(-)	(150.00)
Redemption of Preference Shares (Including Securities Premium)					
	-	-	61,993.02	-	61,993.02
	(-)	(-)	(-)	(-)	(-)
Other Long - Term Liabilities					
Balance as at 31 st March, 2012	0.20	-	-	-	0.20
	(0.20)	(-)	(-)	(-)	(0.20)
Tangible Assets					
Sold during the year	-	-	-	13.78	13.78
	(-)	(-)	(-)	(5.69)	(5.69)
Investments					
Sale during the year	-	2.80	-	-	2.80
	(-)	(-)	(-)	(-)	(-)
Balance as at 31 st March, 2012	11,669.95	-	-	-	11,669.95
	(11,720.77)	(-)	(-)	(-)	(11,720.77)
Trade Receivable as at 31st March, 2012	-	-	-	526.21	526.21
	(-)	(-)	(-)	(236.95)	(236.95)

SUSTAINABLE GROWTH

(₹ in Lacs)

Nature of Transaction	Associates	Key Managerial Personnel	Relatives of Key mana-gerial person	Other Related Parties	Total
	(i)	(ii)	(iii)	(iv)	
Loans and Advances			-		-
Given/adjusted during the year	1,029.65 (8,522.71)	- (-)	- (-)	- (-)	1,029.65 (8,522.71)
Returned/adjusted during the year	2,767.37 (78.42)	- (-)	- (-)	- (-)	2,767.37 (78.42)
Balance as at 31 st March, 2012					-
Current	8,547.44 (11,133.66)	950.95 (950.95)	- (-)	195.89 (227.28)	9,694.28 (12,311.89)
Non Current	8,009.29 (7,147.00)	- (-)	- (-)	68.80 (-)	8,078.09 (7,147.00)
Trade Payable as at 31st March, 2012	- (-)	- (-)	- (-)	2.62 (0.04)	2.62 (0.04)
Revenue from Operation	5,043.11 (5,390.67)	- (-)	- (-)	1,805.41 (1,146.99)	6,848.52 (6,537.66)
Purchase of Goods	- (-)	- (-)	- (-)	3.97 (0.98)	3.97 (0.98)
Discount on Raw Materials (Deducted from Purchases)	- (-)	- (-)	- (-)	1,022.93 (834.37)	1,022.93 (834.37)
Dividend on Preference shares	- (-)	- (-)	1.50 (1.50)	- (-)	1.50 (1.50)
Expenditure					-
Directors' Remuneration and Perks	- (-)	263.60 (247.25)	- (-)	- (-)	263.60 (247.25)
Directors' Sitting Fee	- (-)	1.45 (1.30)	- (-)	- (-)	1.45 (1.30)
Job work Charges	- (-)	- (-)	- (-)	1.75 (-)	1.75 -
Rent	- (-)	70.35 (70.35)	120.15 (120.15)	- (-)	190.50 (190.50)
Sundry Balance written off	- (-)	- (-)	- (-)	7.68 (-)	7.68 (-)
Reimbursement of the Expenditure	44.46 (53.48)	- (-)	- (-)	- (-)	44.46 (53.48)
Other Expenses	- (-)	- (-)	- (-)	0.32 (2.35)	0.32 (2.35)

Figures in bracket represent Previous Year's amounts

Note 34.2 SIGNIFICANT TRANSACTIONS WITH RELATED PARTIES

- i) Preference Share Capital as at 31st March, 2012 includes ₹ **33.34 Lacs** (Previous Year ₹ 50.00 Lacs) of Smt. Laxmi Jain, ₹ **33.33 Lacs** (Previous Year ₹ 50.00 Lacs) of Smt.Sushma Jain, ₹ **33.33 Lacs** (Previous Year ₹ 50.00 Lacs) of Smt.Rina Jain.
- ii) Redemption of Preference Share Capital (including Securities Premium) includes ₹ **20,664.34 Lacs** (Previous Year ₹ Nil) to Smt. Laxmi Jain, ₹ **20,664.34 Lacs** (Previous Year ₹ Nil) to Smt. Sushma Jain, ₹ **20,664.34 Lacs** (Previous Year ₹ Nil) to Smt. Rina Jain.
- iii) Other Long Term Liabilities includes ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) to Urban Infrastructure Venture Capital Fund
- iv) Sales of Tangible Assets includes ₹ **13.78 Lacs** (Previous Year ₹ 5.69 Lacs) to Techfab (I) Industries Ltd.
- v) Investments sold during the year includes ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Communication Infrastructure Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Distribution Pvt. Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Generation Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Energy Transmission Pvt.Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Infotech Solutions Pvt. Ltd., ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Infrastructure Construction Pvt.Ltd. and ₹ **0.40 Lacs** (Previous Year ₹ Nil) in Urban Water Supply Pvt.Ltd.
- vi) Investment as at 31st March 2012, includes ₹ **11,669.95 Lacs** (Previous Year ₹ 11,720.77 Lacs) in Urban Infrastructure Holdings Pvt.Ltd.
- vii) Trade Receivables as at 31st March, 2012 includes ₹ **526.21 Lacs** (Previous Year ₹ 197.20 Lacs) due from Tech Fab (I) Industries Ltd. and ₹ **Nil** (Previous Year ₹ 39.75 Lacs) due from Poly-Resin Agencies (I) Ltd.
- viii) Loans & Advances given / adjusted includes ₹ **Nil** (Previous Year ₹ 8,522.71 Lacs) to Urban Infrastructure Holdings Pvt.Ltd and ₹ **1029.65 Lacs** (Previous Year ₹ Nil) to Searock Developers FZC .
- viii) Loans and Advances returned/adjusted includes ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Water Supply Pvt.Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Infrastructure Construction Pvt.Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Energy Distribution Pvt.Ltd., ₹ **500.00 Lacs** (Previous Year ₹ Nil) from Urban Energy Generation Pvt.Ltd. ₹ **200.00 Lacs** (Previous Year ₹ Nil) from Urban Infotech Solutions Pvt Ltd. ₹ **200.00 Lacs** (Previous Year ₹ Nil) from Urban Communication Infrastructure Pvt Ltd. ₹ **200.00 Lacs** (Previous Year ₹ Nil) from Urban Energy Transmission Pvt Ltd. and ₹ **167.37 Lacs** (Previous Year ₹ 78.42 Lacs) from Searock Developers FZC .
- ix) Loans and Advances as at 31st March, 2012 includes ₹ **264.69 Lacs** (Previous Year ₹ 227.28 Lacs) in Resin Distributors Ltd., ₹ **Nil** (Previous Year ₹ 200.00 Lacs) in Urban Communication Infrastructure Pvt. Ltd, ₹ **Nil** (Previous Year ₹500.00 Lacs) in Urban Energy Distribution Pvt.Ltd., ₹ **Nil** (Previous Year ₹500.00 Lacs) in Urban Energy Generation Pvt.Ltd., ₹ **Nil** (Previous Year ₹ 200.00 Lacs) in Urban Energy Transmission Pvt. Ltd, ₹ **Nil** (Previous Year ₹ 200.00 Lacs) in Urban Infotech Solutions Pvt. Ltd., ₹ **Nil** (Previous Year ₹ 500.00 Lacs) in Urban Infrastructure Construction Pvt.Ltd., ₹ **8,522.71 Lacs** (Previous Year ₹ 8,522.71 Lacs) in Urban Infrastructure Holdings Pvt.Ltd., ₹ **Nil** (Previous Year ₹ 500 Lacs) in Urban Water Supply Pvt. Ltd. ₹ **Nil** (Previous Year ₹ 200.00 Lacs) from Urban Communication Infrastructure Pvt Ltd, ₹ **24.73 Lacs** (Previous Year ₹ Nil) of Urban Infrastructure Venture Capital Fund, ₹ **724.53 Lacs** (Previous Year ₹ 724.53 Lacs) of Shri V. S. Pandit and ₹ **226.42 Lacs** (Previous Year ₹ 226.42 Lacs) of Shri Bijay Kumar Saraf.
- x) Trade Payables as at 31st March,2012 includes ₹ **2.62 Lacs** (Previous Year ₹ Nil) due to Techfab (I) Industries Ltd.
- xi) Revenue from Operation includes ₹ **1,803.52 Lacs** (Previous Year ₹ 1,090.96 Lacs) sold to Techfab (I) Industries Ltd., and ₹ **5034.16 Lacs** (Previous Year ₹ 5381.14 Lacs) Investment Management Fee received from Urban Infrastructure Venture Capital Fund ₹ **8.98 Lacs** (Previous Year ₹ 9.53 Lacs) Trusteeship fee received from Urban Infrastructure Venture Capital Fund.
- xii) Purchase of Goods includes ₹ **3.97 Lacs** (Previous Year ₹ 0.98 Lacs) from Techfab (I) Industries Ltd.

SUSTAINABLE GROWTH

- xiii) Discount on Raw material includes ₹ **1,022.93 Lacs** (Previous Year ₹ 834.37 Lacs) received from Resin Distributors Ltd..
- xiv) Dividend paid on 1% Optionally Convertible Non-Cumulative, Redeemable Preference Shares includes ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Laxmi Jain, ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Sushma Jain and ₹ **0.50 Lacs** (Previous Year ₹ 0.50 Lacs) to Smt. Rina Jain.
- xv) Directors' remuneration and perks Includes ₹ **26.60 Lacs** (Previous Year ₹ 27.38 Lacs) paid to Shri Gaurav Jain , ₹ **24.00 Lacs** (Previous Year ₹ 19.22 Lacs) paid to Shri V. S. Pandit , ₹ **61.92 Lacs** (Previous Year ₹ 53.23 Lacs) paid to Shri Dilip Shukla, ₹ **151.08 Lacs** (Previous Year ₹ 147.42 Lacs) paid to Shri Parag Parikh.
- xvi) Directors' sitting fees Includes ₹ **0.85 Lacs** (Previous Year ₹ 1.00 Lac) paid to Shri Virendra Jain, ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) paid to Shri J.K. Jain, ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) to Shri Gaurav Jain and ₹ **0.20 Lacs** (Previous Year ₹ 0.20 Lacs) paid to Shri Anand Jain.
- xvii) Job Work Charges includes ₹ **1.75 Lacs** (Previous Year ₹ Nil) paid to Techfab (I) Industries Ltd.
- xviii) Rent Expenditure includes ₹ **66.75 Lacs** (Previous Year ₹ 66.75 Lacs) paid to Shri S.P Jain, ₹ **70.35 Lacs** (Previous Year ₹ 70.35 Lacs) paid to Shri Anand Jain and ₹ **53.40 Lacs** (Previous Year ₹ 53.40 Lacs) paid to Smt. Rina Jain.
- xix) Sundry Balances Written Off includes ₹ **7.68 Lacs** (Previous Year ₹ Nil) of Resin Distributors Ltd..
- xx) Reimbursement of Expenses includes ₹ **44.46 Lacs** (Previsous Year ₹ 53.48 Lacs) Paid to Urban Infrastructure Venture Capital Fund
- xxi) Other Expenses includes ₹ **0.02 Lacs** (Previous Year ₹ 2.18 Lacs) paid to Poly-Resin Agencies (I) Ltd. and ₹ **0.12 Lacs** (Previous Year ₹ Nil) paid to Resin Distributors Ltd., ₹ **0.18 Lacs** (Previous Year ₹ Nil) paid to Techfab (I) Industries Ltd.

Note 35 - Excise Duty

Particulars	₹ in Lacs	
	As at 31 st March, 2012	As at 31 st March, 2011
Excise duty shown as a reduction from Turnover	3,590.84	2,986.63
Excise duty charged to Statement of Profit & Loss		
Difference between closing & opening stock	10.51	66.13

Note 36

Oasis Holding (FZC) a subsidiary of the Company has made payment of ₹ **Nil** (Previous Year ₹ 3,832.02 Lacs) (**AED Nil**) (Previous Year AED 31,564,950) 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 ₹ **102.10 Lacs** (Previous Year ₹ 874.09 Lacs) (**AED 7,200,000**) (Previous Year AED 7,200,000) were included in the cost of remaining plot of land.

Note 37
Disclosure of Financial and Derivative instruments

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

Particulars	2011-12	2010-11
Unhedged foreign currency exposure is as under :-		
Receivables in INR (₹ In Lacs)	10,803.84	8,900.56
Receivables in USD#	21.12	19.93
Payables in INR (₹ In Lacs)	12.19	-
Payables in USD#	0.02	-
# USD in millions		

Note 38

The revised Schedule VI has become effective from April 1, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the consolidated financial statements. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of even date

For Chaturvedi & Shah

Chartered Accountants

Firm Reg. Number 101720W

For S.R. Batliboi & Co.

Chartered Accountants

Firm Reg. Number 301003E

For and on behalf of the Board of Directors

Gaurav Jain

Managing Director

V. S. Pandit

Director - Works

R. Koria

Partner

Membership Number : 35629

Place: Mumbai

Date : 24th May, 2012

per Vijay Maniar

Partner

Membership Number : 36738

Place: Mumbai

Date : 24th May, 2012

R.K.Mundra

Chief Financial Officer

Place: Mumbai

Date : 24th May, 2012

A. Datta

Company Secretary



Jai Corp Limited

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

ATTENDANCE SLIP

27TH ANNUAL GENERAL MEETING, SEPTEMBER 26, 2012

I, hereby, record my presence at the **TWENTY- SEVENTH ANNUAL GENERAL MEETING** of the Company at A-3, M.I.D.C. Industrial Area, Nanded- 431 603, Maharashtra on Wednesday, the 26th day of September , 2012 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 himofin the district of

.....as my/our proxy to vote for me/us on my/our behalf at the **TWENTY- SEVENTH ANNUAL GENERAL MEETING** of the Company to be held at A-3, M.I.D.C. Indl. Area, Nanded- 431 603, Maharashtra on Wednesday, the 26th day of September, 2012 at 10:00 a.m. and at any adjournment(s) thereof.

Signed this _____ day of _____ 2012

Signature of shareholder _____



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 - 400 021 India

Tel : +91-22-6115 5300 Fax : +91-22-2287 5197

Registered Office:

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

www.jaicorpindia.com

