

CELEBRATING

50 YEARS

LEADERSHIP



PATEL
INTEGRATED LOGISTICS LTD

49th Annual Report
2010 - 2011





BOARD OF DIRECTORS



Asgar S. Patel
Chairman



Areef A. Patel
Executive Vice-Chairman



P.S.G. Nair
Director



Sandeep P. Parikh
Director



Farukh S. Wadia
Director

BOARD OF DIRECTORS

Asgar S. Patel	Chairman
Areef A. Patel	Executive Vice-Chairman
P. S. G. Nair	Director
Sandeep P. Parikh	Director
Farukh S. Wadia	Director

CHIEF FINANCIAL OFFICER

Mahesh L. Ukidave

COMPANY SECRETARY

Nitin B Akolkar

AUDITORS

MSP & Co.

Mumbai

LEGAL ADVISORS

Crawford Bayley & Co.

Mumbai

F. S. Broacha

Mumbai

BANKERS

Andhra Bank

Central Bank of India

Bank of Bahrain & Kuwait B.S.C.

Indian Bank

REGISTERED OFFICE

'Patel House', 5th Floor,
Plot no. 48, Gazdarbandh,
North Avenue Road,
Santacruz (West),
Mumbai – 400 054.

CORPORATE OFFICE

'Natasha', 52 Hill Road,
Bandra (West), Mumbai – 400 050.

SHARE TRANSFER AGENTS

Computronics Financial Services (India) Limited
No. 1, Mittal Chambers, Nariman Point,
Mumbai – 400 021.

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49th Annual General Meeting

Wednesday, the 28th day of September, 2011, at 11.00 a.m. at the Sheila Raheja Hall,
Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai – 400 049.

Members are requested to bring their copy of the Annual Report to the Annual General Meeting.



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NOTICE

NOTICE is hereby given that the 49th Annual General Meeting of the members of PATEL INTEGRATED LOGISTICS LIMITED will be held at the Sheila Raheja Hall, Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai - 400 049, on Wednesday the 28th day of September 2011 at 11 a.m., to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet and the Profit and Loss Account as at and for the year ended 31st March 2011 and the Reports of the Directors and Auditors thereon.
2. To declare a dividend on the Equity Shares.
3. To appoint a Director in place of Mr. Asgar S. Patel, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

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

"RESOLVED that pursuant to clause 23(a) of the Listing Agreement and subject to the compliance of regulations, rules, guidelines, if any, in this behalf issued / prescribed by the Securities & Exchange Board of India (SEBI), the Stock Exchange or any other authority, approval is hereby given to the sale, re-issue, re-allotment or otherwise disposal of the equity shares of the Company, forfeited because of non-payment of allotment money due on such shares, to such person as described in the explanatory statement whether such person is existing share holders or not and and upon such terms, including the price, and in such manner as the Board of Directors (the Board) shall deem fit ;

FURTHER RESOLVED that upon any sale, re-issue re-allotment or other disposal of the forfeited shares, the certificates originally issued in respect of the forfeited shares, shall stand cancelled and become null and void and of no effect and the Directors are jointly and severally authorized to issue new certificates in respect of shares sold / re-allotted to the person or persons entitled thereto either in physical or dematerialized form ;

FURTHER RESOLVED that the Board be and is hereby authorized to decide the price for the sale / re-allotment of forfeited shares, provided that the minimum price of the Equity shares so re-issued shall not be less than the price arrived at in accordance with provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 for Preferential Issue and on such terms and conditions, as are stipulated in the explanatory statement attached, as the Board may deem fit;

FURTHER RESOLVED that the relevant date for calculating the re-issue price of the Equity shares shall be 29th August, 2011, being the date 30 days prior to the date of passing of this resolution."

FURTHER RESOLVED that for the purpose of giving effect to the above the Board of Directors be and are hereby authorized, jointly as well as severally, to do, execute and certify all acts, deeds, documents, matters and things, including, but not limited to, signing / execution of agreement(s), making application(s) for listing of such Equity Shares with Stock Exchanges and Depositories, hiring of agents and paying of their remuneration, commission, fees etc., settling of any questions, difficulties and doubts that may arise in connection with the re-issue and allotment of such Equity shares, as it may, in its absolute discretion, deem fit;

FURTHER RESOLVED that the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any committee or one or more Directors of the Company alongwith the authority to these entities to further delegate all or any of such powers to any one or more executives of the Company in order to give effect to this resolution."

Registered Office:

Patel House, 5th Floor, Plot No.48,
Gazdarbandh, North Avenue Road,
Santacruz (West), Mumbai-400 054.
Mumbai, 30th August 2011

By order of the Board,

(NITIN B. AKOLKAR)
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September 2011 to 28th September 2011 (both days inclusive).
3. In order to be effective proxies must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
4. Members seeking any information with regards to annual accounts are requested to write to the Company in advance so as to enable the management to keep the information ready.
5. The Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 is enclosed herewith.
6. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company has transferred the unclaimed dividends, upto 2001-02 to the Investor Education and Protection Fund (the Fund) established by the Central Government.

In accordance with the provisions of the said Section, no claim shall lie against the Company or the Fund in respect of individual amounts of dividends remaining unclaimed for a period of seven years from the dates they became first due for payment and no payment shall be made in respect of any such claims.

7. Members are requested to send their Bank Account details on or before 26th September 2011 to the Share Transfer Agents of the Company at 'Computronics Financial Services (India) Ltd., No. 1, Mittal Chambers, Nariman Point, Mumbai – 400 021.' This is to avoid the fraudulent encashment of dividend warrants.
8. The Company provides National Electronic Clearing Service (NECS) facility for the payment of dividend. Accordingly, shareholders holding equity shares in physical form are requested to send National Electronic Clearing Service (NECS) mandates, if any, in the prescribed form which is a part of this Annual Report, on or before 26th September 2011, to the Share Transfer Agents of the Company at 'Computronics Financial Services (India) Ltd., No. 1 Mittal Chambers, Nariman Point, Mumbai – 400 021'.

Shareholders holding equity shares of the Company in the dematerialized form shall intimate to their respective Depository Participants on or before 26th September 2011, about the NECS mandates, if any, in the prescribed form which is a part of this Annual Report.

9. Dividend as recommended by the Board of Directors will be paid to the shareholders in the manner given below:
 - a) To all the shareholders who have opted for NECS Mandates by way of direct credit to their respective Bank Accounts.
 - b) To shareholders who have not opted for NECS Mandates:
 - i) If the dividend amount is in excess of Rs. 10,000/- by way of Pay Orders / Demand Drafts; and
 - ii) If the dividend amount is not in excess of Rs. 10,000/- by way of Dividend Warrants.



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INFORMATION ABOUT DIRECTORS PROPOSED TO BE REAPPOINTED

NAME	Mr. Asgar S. Patel		
AGE	72 years		
QUALIFICATIONS	B.A.		
EXPERTISE	One of the pioneers of the organised transportation of goods in India with vast experience in the fields of Logistics, finance, forex, and Construction.		
PARTICULARS OF APPOINTMENT / RE-APPOINTMENT	Mr. Asgar S. Patel the non executive Chairman of the Company since it's inception ,retires by rotation at the ensuing Annual Geeral Meeting. It is proposed to re-appoint Mr. Asgar S. Patel as the Diretor of the Company.		
OTHER DIRECTORSHIPS AS ON 31ST MARCH 2011	Sr. No.	Name of the Company	Position Held
	1.	Patel Holdings Limited.	Chairman
*CHAIRMANSHIP(S) /MEMBERSHIP(S) OF COMMITTEES AS ON 31ST MARCH 2011	Nil		

Registered Office:

Patel House, 5th Floor, Plot No.48,
Gazdarbandh, North Avenue Road,
Santacruz (West), Mumbai-400 054.
Mumbai, 30th August 2011

By order of the Board,

(NITIN B. AKOLKAR)
Company Secretary

ANNEXURE TO THE NOTICE

(Explanatory Statement as required by Section 173 of the Companies Act, 1956)

Item no. 5

The Board of Directors vide resolution passed at their meeting held on 27th September, 2005 forfeited equity shares of the Company on which allotment / call money was unpaid. Articles 42 to 52 of the Articles of Association of the Company deal with the provisions regarding forfeiture of shares and sale / re-allotment of such forfeited shares.

The forfeited shares belonged to the category of Indian Public and were held in physical form. Since the allotment of these shares on 21st March, 1994, several notices were sent to the defaulting shareholders until their forfeiture as mentioned above.

As on the date of this notice, 1,07,200 equity shares stand forfeited. The amount of share capital unpaid on the forfeited equity shares stands at Rs. 6,24,500/-.

Clause 23(a) of the Standard Listing Agreement prescribes that the Company shall issue or offer, in the first instance, all shares (including forfeited shares) pro-rata to the equity shareholders of the Company unless the shareholders in the general meeting decide otherwise.

Accordingly, approval of shareholders is sought to enable the Board of Directors to sale / re-allot the forfeited shares to the person as mentioned in the resolution on the terms and in the manner which the Board deems in the interest of the Company.

The shareholders had granted their approval to the Resolution at item no. 5 of the Notice of the Annual General Meeting held on 28th September, 2010. However twelve months has elapsed since the earlier approval of shareholders, and the forfeited shares have not been re-issued, the Board of Directors deemed it necessary to approach the shareholders again for seeking their approval in this matter.

The disclosures prescribed under Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 is furnished below:

I. The objects of the re-issue of Forfeited shares:

Funds raised from the issue of forfeited shares will be utilized for meeting capital expenditure, working capital requirements, other corporate initiatives, promotional as well as brand building exercise, in line with the growth strategy of the Company.

II. Pricing of re-issue of Equity Shares :

The re-issue of forfeited Equity Shares shall be made at a price not less than higher of the following:

The average of the weekly high and low of the closing price of the related shares quoted on the stock exchange during the six months preceding the relevant date i.e 29th August 2011;

OR

The average of the weekly high and low of the closing prices of the related shares quoted on a stock exchange during the two weeks preceding the relevant date.i.e 29th August 2011;

III Time of Allotment:

Allotment pursuant to this resolution passed in this Annual General meeting of shareholders of the company, granting consent for re-issue of Forfeited Equity Shares, shall be completed within a period of fifteen days from the date of passing of this resolution. If the Company is required to take any approval from any regulatory authority or Central Government for allotment is pending , the allotment shall be completed within 15 days from the date of such approval.

IV Intention of Promoters / Directors / Key Management Persons to buy re-issue of forfeited shares:

The forfeited shares belonged to the category of Indian Public and these shares will be reissued to the person other than the Promoter(s) and Promoter group.



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V Shareholding pattern before and after the re-issue of Forfeited Shares:

Category of Shareholders	Pre-Re-issue Equity Holding		Post-Re-issue Equity Holding	
	No. of Equity Shares	%	No. of Equity Shares	%
Promoters & Promoters Group	6105247	40.49	6105247	40.20
Mutual Funds	11005	0.07	11005	0.07
Corporate Bodies (other than Group Companies)	2811529	18.64	2918729	19.22
Indian Public	5732995	38.02	5732995	37.75
Non-Resident Indians (other than Promoters)	389286	2.58	389286	2.56
Others-Clearing Members/ Market Maker	29350	0.20	29350	0.20
TOTAL	15079412	100.00	15186612	100.00

VI The identity of the proposed allottees and the percentage of post-re-issue of forfeited shares that may be held by them:

Name of the proposed allottee	Pre-Re-Issue Equity Holding		Post-Re-Issue Equity Holding	
	No. of Equity Shares	%	No. of Equity Shares	%
Brahmamangalam Builders and Properties Pvt. Ltd	Nil	Nil	1,07,200	0.71

VII Lock – in:

The Equity Shares to be reissued to investors mentioned above, shall be locked-in for a period of one year from the date of allotment. The entire pre-preferential holding of the allottees, if any shall be also be under lock in from the relevant date upto a period of six months from the date of allotment.

VIII Auditors' Certificate:

A certificate from the Statutory Auditors of the Company that the re-issue of Forfeited Shares covered by this notice is in accordance with the requirements of chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended to date, is also open for inspection of members at the Registered Office of the Company between 10.00 a.m. To 2.00 p.m. on all working days except Saturdays.

IX Change in Management:

The reissue of forfeited Equity shares under consideration will not result in any change in Management or control of the Company.

X Undertakings:

The price of re-issue of Forfeited Equity shares computed in terms of chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, shall be liable to be re-compute where it is required to do so.

If amount payable on account of re-computation of price is not paid within the time stipulated in chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Equity Shares shall continue to be locked-in till the time such amount is paid by the allottees.

The Board of Directors recommend the passing of Resolution at item no.5 of the Notice.

None of the Directors are concerned or interested in passing of this resolution

Registered Office:

Patel House, 5th Floor, Plot No.48,
Gazdarbandh, North Avenue Road,
Santacruz (West), Mumbai-400 054.
Mumbai, 30th August 2011

By order of the Board,

(NITIN B. AKOLKAR)
Company Secretary

DIRECTORS' REPORT

To,
The Members of
Patel Integrated Logistics Limited.

The Directors have pleasure in presenting their 49th Annual Report and the Audited Statement of Accounts for the year ended 31st March 2011.

FINANCIAL RESULTS :

The financial results are as under:

	Year ended 31 st March, 2011	(Rs. in lakhs) Year ended 31 st March, 2010
Profit before Interest, Depreciation & Tax	1630.89	1565.12
Less : Interest	740.49	575.81
Profit before Depreciation	890.40	989.31
Less : Depreciation	388.76	372.11
Profit before tax	501.64	617.20
Less : Provision for tax	191.50	163.00
Less : Deferred Tax	(7.43)	(4.03)
Less : (Excess)/Short Provision of Income Tax for earlier years	(1.23)	2.00
Profit after tax	318.80	456.23
Add : Balance of Profit from previous year	1175.15	894.76
TOTAL ...	1493.95	1350.99
APPROPRIATIONS:		
Equity Dividend	150.79	150.79
Tax on Dividend	24.46	25.05
Transfer to General Reserve	200.00	–
Balance carried to Balance Sheet	1118.70	1175.15
TOTAL ...	1493.95	1350.99

PERFORMANCE REVIEW:

Your Company is a 'Total Logistics Solutions Provider' with products like Conventional Road Transport, Co-Loading of Air Freight and Consolidation of Cargo, both Domestic and International, Logistics and Retail Cargo movement, under its belt.

Total income earned by the Company during the year under consideration stood at Rs.43086.70 Lacs. The Profit Before Tax is Rs. 501.64 lacs and Profit After Tax is Rs. 318.80 lacs.

The Net Worth of your Company is Rs. 8698.33 lacs while the fixed assets base is Rs.4592.33 lacs. The Earning Per Share is Rs.2.11

DIVIDEND :

For the year under consideration, the Board of Directors have recommended a dividend of Re.1/- per share on the equity share capital of the Company.



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FUTURE PLANS AND OUTLOOK:

The outlook of transportation and logistics industry is bright as our Indian economy is growing steadily. With the global express service industry riding its growth on the wave of surge in global trade, there is very bright future for express service industry in India.

Your Company has entered into its 50th Year of existence. Your Company plans to spread its wings in the Express Retail segment and increase its market share. The strategies have been drawn to increase the business of Patel Retail in the financial year 2011-12.

Keeping in mind our business strategy for Retail Express, we have upgraded our major hubs and now we intend to introduce mechanized operations and mechanized stacking systems. This will be supported by strong marketing campaign and training programmes for operating people.

We are also moving towards the expansion of our warehousing business and 3PL logistics business in 2011-12 and have plans to build our assets base for long term perspective.

The Air Cargo Industry in India is poised for significant growth in the year 2011-12. With further liberalization of the economy and declaration of open sky policy by the Government the air traffic in India is experiencing a boom. There is significant growth across all categories of traffic, aircraft movement, cargo traffic, etc. The country is witnessing a double-digit growth in air traffic this year. This growth reflects the improved economic scenario in the country. This growth when compared to the comparative data of world airports is significant and the current trend continues to be more growth oriented. The growth in the economy also brings in higher foreign exchange reserves, high inflow of foreign capital, and increase in the country's percentage of world trade, which also contributes to the overall growth.

Currently around 50 carriers operate Cargo and passenger services to and from India. Few more have announced their intention to enter the growing Indian market. With India increasingly acquiring the status of a manufacturing base, the cargo segment is hoping to achieve all round further growth.

With the open sky policy, with about 100 airports in the country, and development and growth of a number of export promotion zones, better infrastructural facilities, with all-round economic growth will provide further impetus for growth of Air Cargo Industry. Our Company is taking full advantage of the situation and is poised to hit the targeted growth figure as in the past.

SUBSIDIARY:

The Company does not have any Subsidiary Company as on date of this report.

FIXED DEPOSITS:

Fixed Deposits accepted by the Company stood at Rs.792.05 lacs as on 31st March 2011. There were no unpaid or overdue deposits as on 31st March 2011, other than unclaimed Deposits aggregating Rs.15.46 lacs. During the year under consideration, amount of Rs.8,615/- being unclaimed fixed deposits and interest accrued thereon, has been transferred to the Investor Education and Protection Fund.

In the current year i.e. 2011-2012, unclaimed matured fixed deposit with interest accrued thereon aggregating to Rs.74,798/- was transferred to the Investor Education and Protection Fund on 20th May 2011.

DIRECTORS :

Mr. Asgar S. Patel, Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment as the Director.

AUDITORS:

M.S.P. & Company retire as the Auditors of the Company at the ensuing Annual General Meeting and, being eligible, offer themselves for re-appointment.

The Company has received a letter from the Auditors to the effect that their appointment, if made would be within the prescribed limits under section 224 (1B) of the Companies Act, 1956 and that they are not disqualified for such re-appointment within the meaning of section 226 of the said Act.

AUDITORS' REPORT:

Your Directors refer to observations made by the Auditors in their Report and wish to state that the related notes forming part of the Accounts are provide sufficient explanations and hence no further comments are required on the observations of Auditors.

CORPORATE GOVERNANCE:

To comply with conditions of Corporate Governance, pursuant to clause 49 of the Listing Agreements with the Stock Exchanges, a Management Discussion and Analysis Report, Corporate Governance Report and Auditors' Certificate on the compliance of conditions of Corporate Governance, are included in this Annual Report.

SECRETARIAL AUDIT REPORT:

As a measure of good corporate governance practice, the Board of Directors of the Company appointed Mr. Dinesh Kumar Deora, Practicing Company Secretary, to conduct Secretarial Audit of records and documents of the Company. The Secretarial Audit Report for the financial year ended 31st March, 2011 is provided in the Annual Report.

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

PART A – CONSERVATION OF ENERGY:

The Company continues its in-house programme of enlightening and educating its commercial vehicle drivers for greater fuel efficiencies. All the vehicles owned by the Company undergo an intensive Planned Preventive Maintenance (PPM) drill to keep the vehicles in top running condition with special emphasis on fuel conservation.

PART B – TECHNOLOGY ABSORPTION: Not Applicable

PART C - FOREIGN EXCHANGE EARNINGS AND OUTGO:

	(Rs. in lakhs)	(Rs. in lakhs)
	Year ended 31st March, 2011	Year ended 31st March, 2010
Earnings in Foreign Exchange		
Air Freight Billing, and other expenses (Net)	4.03	3.66
TOTAL ...	4.03	3.66
Expenditure in Foreign Currency		
Freight Charges	1.17	4.27
Travelling	10.45	5.33
TOTAL ...	11.62	9.60

PERSONNEL & HUMAN RESOURCES :

The Directors sincerely appreciate efforts put in by employees of the Company at all levels and thank them for their contribution in achieving the overall results during the year.

The information required under the provisions of Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, as amended to date, is not applicable to the Company as during the year under consideration, there were no employees who were in receipt of remuneration which exceeds the limits laid down under the said section.



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DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors would like to inform the Members that the Audited Accounts for the financial year ended 31st March 2011 are in full conformity with the requirement of the Companies Act, 1956. The Financial Results are audited by the Statutory Auditors M/s MSP & Co.

The Directors further confirm that:

- 1) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- 2) the accounting policies are consistently applied and reasonable, prudent judgement and estimates are made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profits of the Company for that period;
- 3) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- 4) the Annual Accounts have been prepared on a going concern basis.

ACKNOWLEDGEMENTS:

The Directors place on record their appreciation of the continued assistance and support received from the Bankers, Clients, Stakeholders and Fixed Deposit Holders.

Registered Office :

Patel House, 5th Floor, Plot No. 48,
Gazdarbandh, North Avenue Road,
Santacruz (West)
Mumbai – 400 054.
Mumbai, 30th August 2011

For and on behalf of the Board of Directors

A.S. PATEL	-	Chairman
A. A. PATEL	-	Executive Vice Chairman
P. S. G. NAIR	-	Director

REPORT ON THE CORPORATE GOVERNANCE

[Pursuant to clause 49(VII) of the Listing Agreement]

A) Company's Philosophy on the Corporate Governance

The Company strongly believes in values of transparency, professionalism and accountability which are the mainstay of good Corporate Governance. The Company has consistently practiced good Corporate Governance and will endeavor to improve on it on an ongoing basis.

We strive to achieve the corporate objectives within the framework of the national interest, macro and micro economic policies devised by the Government of India and to conduct the business affairs of the Company in an ethical and transparent manner, also strive for the maximization of the shareholders' wealth and in doing so contribute positively to the economic development of India and achievement of the overall objectives of the Company.

B) The Board of Directors

The Board of Directors has judicious mix of Executive and Non-Executive Directors as on 31st March, 2011, comprised of a Non-Executive Chairman, a Whole-time Director designated as Executive Vice-Chairman and three Non-Executive Directors. All three Non-Executive Directors are Independent Directors.

During the financial year ended 31st March 2011, Six Board Meetings were held. Dates on which Board Meetings were held are 03-05-2010, 30-07-2010, 25-08-2010, 28-09-2010, 28-10-2010 and 28-01-2011.

Composition of the Board of Directors as at 31st March 2011, their attendance at Board Meetings during the year ended on that date and at the last Annual General Meeting as also number of other directorships and chairmanships / memberships of committees held by them, as on that date are as given below:

Sr. No.	Name of the Director	Category of Directorship	No. of Board Meetings attended	Attendance At the last A.G.M.	No. of other Directorships (incl. Pvt. Ltd. Companies)	Committee Membership	
						Chairman	Member
1.	Mr. Asgar S.Patel	NEC	Nil	No	1	–	–
2.	Mr. Areef A.Patel	WTD	6	Yes	1	–	1
3.	Mr. P.S.G.Nair	NEID	6	Yes	2	5	–
4.	Mr. Sandeep P. Parikh	NEID	4	No	11	Nil	4
5.	Mr. Farukh S.Wadia	NEID	6	Yes	Nil	Nil	3

NEC – Non Executive Chairman

WTD - Whole-time Director (designated as Executive Vice-Chairman)

NEID – Non Executive Independent Director

C) Audit Committee

1) Term of Reference

The scope of the work of the Audit Committee include areas prescribed by clause 49-II(D) of the Listing Agreement and Section 292A of the Companies Act, 1956. The Terms of Reference of the Audit Committee broadly include the following:

- Overseeing the financial reporting process and disclosure of financial information to ensure correctness and credibility of financial statements;
- Reviewing the quarterly and annual financial statements before submission to the Board of Directors;



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- c) Discussing with the external auditors the nature and scope of audit before the commencement of the audit and having a post audit review to ascertain areas of concern, if any;
- d) Reviewing the performance of Statutory and Internal Auditors, Internal Audit function and the adequacy of Internal Control Systems;
- e) Discussing with Internal Auditor about significant findings, if any, and the follow up action on the same;
- f) Recommending the appointment/removal of external auditors and fixing of their remuneration;
- g) Investigating into matters specifically referred by the Board of Directors;
- h) Reviewing the annual financial statements with special reference to matters required to be included in the Directors' Responsibility Statement, changes in accounting policies if any, with reasons therefor, major accounting entries involving estimates based on exercise of judgement by management, significant adjustments made in the financial statements arising out of audit findings, compliance with listing and other legal requirements relating to financial statements, disclosure of any related party transactions and qualifications in the audit report;
- i) To look into reasons for substantial defaults in payment to fixed deposit holders, and creditors.

2) Composition

The Audit Committee comprises of 4 Directors as on 31st March 2011 i.e. Mr. P. S. G. Nair, Mr. Areef A. Patel, Mr. Farukh S. Wadia and Mr. Sandeep P. Parikh, Mr. P. S. G. Nair is the Chairman of the Committee. The Audit Committee met 5 times during the year ended 31st March, 2011. Dates on which Audit Committee Meetings were held are 03-05-2010, 30-07-2010, 25-08-2010, 28-10-2010 and 28-01-2011. Attendance of the members of the Committee at the Audit Committee Meetings held during the financial year ended 31 March, 2011, was as follows:

Sr. No.	Name of the Member	Status	No. of Meetings attended
1.	Mr.P.S.G.Nair	Chairman	5
2.	Mr. Areef A. Patel	Member	5
3.	Mr.Farukh S.Wadia	Member	5
4.	Mr. Sandeep P. Parikh	Member	4

D) Shareholders' Grievance Committee

1) Terms of Reference

To oversee the redressal of the shareholders'/investors' complaints like the transfer of shares, non-receipt of balance sheet, non-receipt of the declared dividend etc.

2) Composition

The Shareholders' Grievance Committee comprises of two Non-Executive Directors i.e. Mr.P.S.G.Nair and Mr. Farukh S. Wadia. Mr.P.S.G.Nair is the Chairman of the Committee. The Shareholders' Grievance Committee met twice during the financial year ended 31st March 2011. Dates on which Shareholders' Grievance Committee Meetings were held are 29-04-2010 and 28-10-2010. Attendance of the members of the Committee at the Shareholders' Grievance Committee Meetings was as follows:

Sr. No.	Name of the Member	Status	No. of Meetings attended
1.	Mr. P.S.G.Nair	Chairman	2
2.	Mr. Farukh S.Wadia	Member	2

During the year 2010-2011, 4 (Four) complaints were received from shareholders/investors. All these complaints have been replied to the satisfaction of the complainants.

All valid transfers received during the year 2010-2011 have been acted upon by the Company.

E) Remuneration and Compensation Committee

1) Terms of Reference

To review, assess and recommend appointment of the Executive Director(s)/Manager under the Companies Act, 1956 (The Manager) from time to time, to periodically review remuneration package of Executive and Non-Executive Directors/Manager and to recommend suitable revision of remuneration and compensation payable to Non-Executive Directors in accordance with provisions of the Companies Act, 1956, devising a suitable Employees Stock Option Scheme (ESOS) for the Employees, Officers and Directors of the Company, within the framework of ESOS Guidelines and for such purpose formulating detailed terms and conditions of the ESOS.

2) Composition

The Remuneration and Compensation Committee, as on 31st March 2011, comprised of 3 Non-Executive Directors i.e. Mr.P.S.G.Nair, Mr. Sandeep P. Parikh, and Mr.Farukh S.Wadia. Mr.P.S.G.Nair is the Chairman of the Committee. The Remuneration and Compensation Committee did not have an occasion to meet during the financial year 2010-2011.

3) Details of the Remuneration paid during the year ended 31st March, 2011 to the Managerial Personnel and Directors:

Details of remuneration paid to Managerial Personnel during the year ended 31st March, 2011 are given in Notes to Accounts. The Company has not paid any remuneration to Non-Executive Directors during the year ended 31st March, 2011, except sitting fees for attending meetings of the Board of Directors and Committees thereof. The details of the equity shares of the Company held by Directors as on 31st March, 2011 are given below:

Sr. No.	Name of the Director	No. of Shares held
1.	Mr. Asgar S. Patel	8,64,140
2.	Mr. Areef A. Patel	68,115
3.	Mr. Sandeep P. Parikh	100

F) The transfer of shares of the Company are processed by Share Transfer Agents i.e. Computronics Financial Services (India) Limited and are approved by the Share Transfer Committee. The Share Transfer Committee met 32 times during the year ended 31st March, 2011 and approved transfer of shares of the Company.

G) General Body Meetings

Details of last three Annual General Meetings of the Company are given below:

YEAR	DATE	TIME	VENUE	No. of Special Resolutions passed
2010	28.09.2010	11.00 a.m.	Sheila Raheja Hall, Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai – 400 049.	1
2009	29.09.2009	11.00 a.m.	Sheila Raheja Hall, Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai – 400 049.	2
2008	30.09.2008	11.00 a.m.	Sheila Raheja Hall, Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai – 400 049.	–

No Special Resolutions were put through the postal ballot last year. No Special Resolutions on matters required to be put through the postal ballot are placed for Shareholders' approval at this meeting.



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H) Disclosures

- 1) During the year ended 31st March, 2011, there were no transactions of material nature entered into by the Company with Promoters, Directors, their relatives or the Management etc. that has potential conflict with the interest of the Company.
- 2) There were no instances of non-compliances nor were any penalties or 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.
- 3) In terms of the requirements of Clause 49 (v) of the Listing Agreement, Mr. Areef Patel the Executive Vice-Chairman and Mr. Mahesh Ukidave Chief Financial Officer have submitted necessary certificate to the Board of Directors stating the particulars specified under the said clause.

I) Means of Communication

- 1) Quarterly Results of the Company are published in news papers and also displayed on the web-site of the Company i.e. www.pill-india.com. The official updates are sent to the Stock Exchanges. The Annual Report of the Company is also available on the Company's website in a user-friendly and downloadable form.
- 2) Management Discussion and Analysis forms part of this Annual Report.

J) Subsidiary

During the year ended 31st March, 2011, the Company does not have any Subsidiary Company.

K) Code of conduct

The Board of Directors have adopted the Code of Conduct for Directors and Senior Management of the Company (the Code). The Code has been communicated to the Directors and members of the Senior Management, as defined in the said Code. The Code has also been posted on the Company's web-site i.e. www.pill-india.com.

L) General Shareholder Information

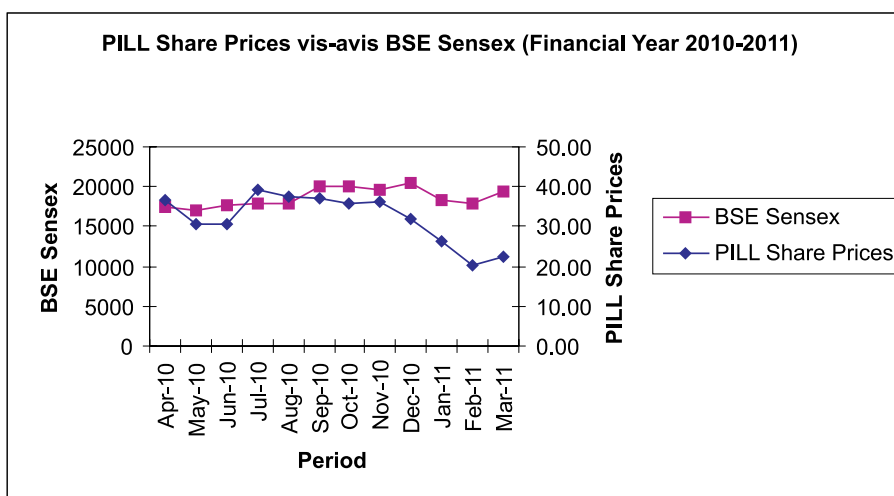
- 1) The Annual General Meeting of the Company for the year ended 2011 will be held on Wednesday, the 28th day of September, 2011, at the Sheila Raheja Hall, Rotary Service Centre, Juhu-Tara Road, Santacruz (West), Mumbai – 400 049, at 11.00 a.m.
- 2) The Financial Year of the Company comprises of a twelve month period which commences on 1st April of every year and ends on 31st March of the immediately succeeding year. The Financial Year under consideration commenced on 1st April, 2010 and ended on 31st March, 2011.

The Financial Calendar

Board Meeting for consideration of Annual Accounts.	30th August 2011.
Mailing of Annual Reports.	By First Week of September 2011.
Book Closure Dates.	21.09.2011 to 28.09.2011 (both days inclusive).
Day, Date, Time and Venue of the Annual General Meeting.	Wednesday, the 28th September 2011 at 11.00a.m. at The Sheila Raheja Hall, Rotary Service Centre, Juhu Tara Road, Santacruz (West), Mumbai – 400 049.
Board Meetings for the consideration of Unaudited Financial Results for the next three quarters of the current accounting year.	Within forty five days from the end of each quarter as stipulated under the Listing Agreement with stock exchanges.

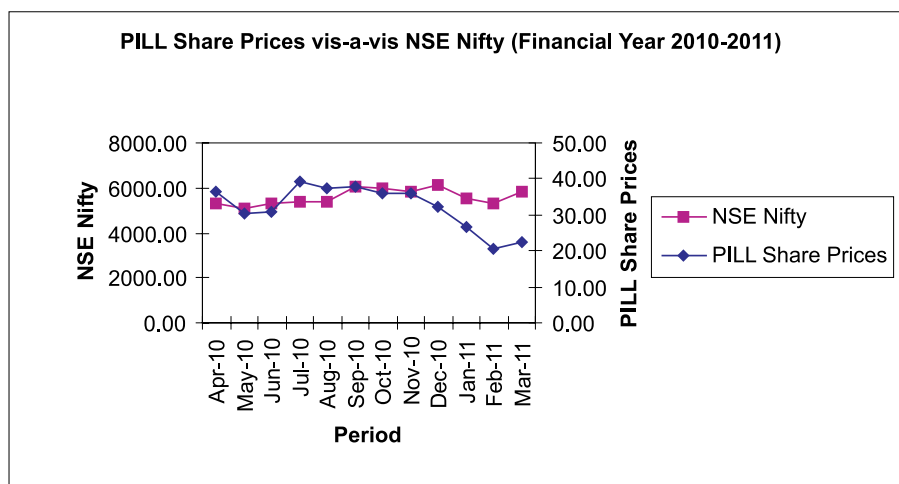
- 3) The Book Closure will be from 21st September 2011 to 28th September 2011 (both days inclusive).
- 4) Dividend for the year ended 31st March, 2011, if declared at the Annual General Meeting, will be paid within a period of 30 days, to the shareholders whose names appear on the Register of Members as at the date of the Annual General Meeting.
- 5) Equity Shares of the Company are listed on Bombay Stock Exchange Limited, National Stock Exchange of India Limited, Ahmedabad Stock Exchange Limited, The Delhi Stock Exchange Association Limited, Madras Stock Exchange Limited and The Calcutta Stock Exchange Association Limited.
- 6) a) Scrip Code on the Bombay Stock Exchange Limited : 526381
b) Scrip ID on the National Stock Exchange of India Limited : PATINTLOG-EQ
- 7) ISIN (Security Code no. granted by Depositories) : INE529D01014
- 8) The monthly high and low quotations of shares traded on Bombay Stock Exchange Limited and National Stock Exchange of India Limited are as follows:

MONTH	BOMBAY STOCK EXCHANGE LTD. (BSE) (In Rs. Per share)		NATIONAL STOCK EXCHANGE OF INDIA LTD. (NSE) (In Rs. Per share)	
	Monthly High	Monthly Low	Monthly High	Monthly Low
April 2010	41.00	34.00	41.00	34.35
May 2010	38.00	28.25	37.50	28.20
June 2010	32.70	28.00	33.00	27.00
July 2010	43.00	30.00	42.60	29.60
August 2010	44.80	37.10	44.40	36.65
September 2010	40.80	36.10	40.80	36.50
October 2010	39.60	34.25	39.45	34.15
November 2010	47.40	34.55	47.70	34.45
December 2010	38.60	29.50	39.00	29.40
January 2011	33.50	25.50	33.50	25.25
February 2011	27.15	19.65	27.70	19.80
March 2011	24.75	19.35	25.75	19.65





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9) Registrars and Share Transfer Agents (STA)

Share Transfer work of the Company is being looked after by Computronics Financial Services (India) Ltd. (STA) having office at No. 1 Mittal Chambers, Nariman Point, Mumbai – 400 021. The STA have the necessary infrastructure to carry out share transfer work for shares in physical as well as in dematerialized form including the necessary connectivity with depositories. The STA also accepts and deals with investors' complaints.

10) Share Transfer System

Company's shares are traded on the Stock Exchange compulsorily in the dematerialized form. Shares in physical form which are lodged with the STA for transfer are processed and the share certificates are returned to concerned person after transfer, subject to the documents being valid and complete in all respect.

11) Distribution of Shareholding as on 31st March 2011

NO.OF SHARES	NO.OF SHARE HOLDERS	% OF SHARE HOLDERS	SHARE HOLDING	% OF SHARES HELD
Upto 500	14,000	89.78	20,45,574	13.57
501-1000	797	5.11	6,53,783	4.34
1001-2000	372	2.39	5,63,689	3.74
2001-3000	108	0.69	2,74,106	1.82
3001-4000	62	0.40	2,24,798	1.49
4001-5000	57	0.36	2,65,746	1.76
5001-10000	93	0.60	6,82,338	4.52
10001 and above	104	0.67	1,03,69,378	68.76
TOTAL	15,593	100.00	1,50,79,412	100.00

12) Shareholding Pattern of the Company as on 31st March, 2011.

CATEGORY	NO.OF SHARES HELD	% SHARE HOLDING
Promoters' Holding (including Indian and NRI Promoters and Group Companies)	58,98,775	39.12
Mutual Funds	11,005	0.07
Corporate Bodies (other than Group Companies)	31,08,405	20.61
Indian Public	56,39,736	37.40
Non-Resident Indians (other than Promoters)	4,06,998	2.70
Others-Clearing Members/ Market Maker	14,493	0.10
TOTAL	1,50,79,412	100.00

13) Details of unclaimed shares :

In terms of clause 5All of the Listing Agreement, the registrar had sent 3 reminders to the investors whose share certificates remained unclaimed. The Company is in the process of transferring such unclaimed share certificates to Unclaimed Suspense Account in the current year in terms of clause 5All of the Listing Agreement notified by SEBI vide its circular dated December 16, 2010.

14) Constituents of House of Patels (Promoters and Promoter's group):

a) Mr. Asgar S. Patel b) Mrs. Yasmin A. Patel c) Mr. Areef A. Patel d) Mrs. Natasha R. Pillai e) A.S.Patel Trust f) Patel Holdings Limited g) Wall Street Securities & Investments (India) Ltd h) Natasha Constructions Private Limited i) Patel Real Estate Developers Pvt. Ltd j) Natasha Homes Pvt. Ltd k) Natasha Construction Projects Pvt. Ltd l) Transways Combines Pvt. Ltd. m) Wall Street Derivatives and Financial Services (India) Ltd n) Goldman (Patel Family) Beneficiaries Trust.

The above constituents of House of Patels are the Promoters and Promoter's group and fall in the definition of the word "group" as mentioned in regulation 3(1)(e)(i) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 and defined in section 2(e) of the Monopolies and Restrictive Trade Practices Act, 1969.

15) Details of Dematerialisation of shares

As on 31st March, 2011, 91.65% of the Company's total Shares representing 1,38,20,490 Equity Shares were held in dematerialized form and balance 8.35% representing 12,58,922 Equity Shares were held in physical (paper) form.

16) Outstanding GDRs/ADRs/Warrants or any Convertible instruments

The Company has not issued any GDRs/ ADRs/ warrants or any convertible instruments.

17) Information for Communication

- a) Registered Office:
"Patel House", 5th Floor, Plot No. 48,
Gazdarbandh, North Avenue Road,
Santacruz (West), Mumbai – 400 054.
Tel : (022) 2605 0021
Fax : (022) 2605 2554
Email : pill_investorservices@patel-india.com
- b) Registrars & Share Transfer Agents:
Computronics Financial Services (India) Limited
No. 1, Mittal Chambers, Nariman Point, Mumbai – 400 021.
Tel : (022) 2288 2960 Fax : (022) 2287 3314



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c) Depositories:

National Securities Depository Limited
Trade World, A wing, 4th & 5th Floors,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013.
Tel : (022) 2499 4200 (60 lines)
Fax : (022) 2497 2993 / 2497 6351
E-mail : info@nsdl.co.in
Website : www.nsdl.co.in

Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers,
16th Floor, Dalal Street,
Mumbai – 400 001.
Tel : (022) 2272 3333
Fax : (022) 2272 3199 / 2272 2072
E-mail : investors@cdslindia.com
Website : www.cdslindia.com

Shareholders holding shares in physical mode are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account mandate details, residential status and queries/complaints etc. quoting their folio numbers to the Registrars & Share Transfer Agents of the Company or may also contact Company Secretary at the Registered office of the Company.

Shareholders holding shares in the dematerialized form shall address their correspondence regarding their shareholding to their respective Depository Participants (DP). and may address their queries / complaints to the Registrars & Share Transfer Agents of the Company or may also contact Company Secretary at the Registered office of the Company.

18) The Company has adopted following non-mandatory requirements of the Corporate Governance recommended under the clause 49 of the Listing Agreement:

- i) A Chairman's Office with required facilities including car facility is provided and maintained at the Company's expense for the use of the Non-Executive Chairman of the Company.
- ii) A Remuneration and Compensation Committee comprising of 3 Non-Executive Directors of the Company is formed for reviewing and deciding appointment(s) of and remuneration payable to Executive/Non-Executive Directors and/or the Manager (if any), under the Companies Act, 1956 as and when required.

Declaration as required under Clause 49(D) of the Listing Agreement

All Directors and Senior Management of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended 31st March, 2011.

Mumbai, 30th August 2011

AREEF A. PATEL

Executive Vice Chairman

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE TO THE MEMBERS OF PATEL INTEGRATED LOGISTICS LIMITED

We have examined the compliance of corporate governance by Patel Integrated Logistics Limited for the year ended 31st March, 2011 as stipulated in clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

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

On the basis of our verification of the records maintained by the Company and presented to the Investor's Grievance Committee, we have to state that no investor grievances were remaining unattended / pending for more than thirty days.

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

For MSP & Co
Chartered Accountants

M.S. PARIKH
(Partner)
Membership No. 08684
Mumbai,
Dated : 30th August 2011



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MANAGEMENT DISCUSSION & ANALYSIS REPORT (Within the limits set by the Company's competitive position)

Economic Scenario

The country which was termed underdeveloped till a few decades back has shown the world its great potential. Moving along slowly with accurately measured footsteps India is surely treading on. The recent all round growth and development has made people across the globe realize the importance of India as a powerful economy. The economic scenario in India has been pretty stable over the last 3 years. Despite the economic downturn three years back the Indian economy has managed to remain stable. India's GDP growth in 2010 - 2011 has not been phenomenal but is certainly encouraging and forced other powerful economies to take notice of it. The country today, despite all odds is showing signs of health, wealth and vigor.

The Agriculture, Manufacturing and Service Industry are contributing to the consolidation of growth. India is attracting millions of foreign investors that think India to be a very sound and prospective market.

As far as India's Logistics business is concerned, strong economic growth and liberalization have led to considerable increase in domestic and international trade volumes over the past three years. Consequently, the requirement for transportation, handling and warehousing is growing at a robust pace and is driving the demand for integrated logistics solutions. Logistics will be one sector which will be the backbone of flourishing trade activity and infrastructure development, and will receive special attention by the government / private sector in coming years.

Company's Business in brief:

Your Company offers a complete range of Logistics Products, which include following business activities:

- Surface Transport
- Door Pick-up and Door Delivery
- On-Board Couriers
- Domestic Cargo Consolidation
- International Freight Forwarding
- International Courier Consolidation
- Warehousing

Your Company is a single stop Logistics Services Provider, offering unified Logistics solutions through the extensive infrastructure of Offices and Delivery Destinations across all over the country.

(A) PATEL ROADWAYS

This division of the Company undertakes the conventional transportation of goods including part and full truck load. It involves point-to-point movement of cargo in a single trip in truck loads of various capacities ranging from 5-25 tons. It also includes movement of specially containerized goods. Over the years this division mastered the art and has earned the reputation of offering the finest services with strict adherence to delivery schedules.

Industry overview:

India has an extensive road network of 3.3 million kms - the second largest in the world. The Highways/Expressways constitute 70,748 kms (2% of all roads). About 65% of freight and 80% passenger traffic is carried by these roads. The industry has been making an increasingly important contribution to the economic growth of the country by providing logistics of the cargo movement.

Transport industry is growing at the rate of 30 per cent per year. The highway projects such as Golden Quadrilateral Project, Pradhan Mantri Sadak Yojna has changed the face of roads in our country. Because of highway system there has been a paradigm shift in the industry.

Opportunities & Threats:

With the changing economic scenario, factors such as globalisation of markets, international economic integration, and removal of barriers to business and trade and increased competition have enhanced the need of transportation. It is one of the most important infrastructure requirements which is essential for the expansion of opportunities and plays an important role in making or breaking the competitive positioning.

Freight rates, in general, have increased in the recent past. Considering the GDP growth rate, it is expected that road freight Industry will be growing at CAGR of 9.9% from 2007-08 to 2011-12. The Road freight volumes have been targeted at 1,231 billion tonne kilometers (BTK) by 2011-12.

The better road infrastructure will also lower the maintenance cost for transporters. Thus it will lead to enhanced reach and improvement in efficiency in road transportation.

The long term profitability will be affected by factors like the necessity to pass on the benefits of efficiencies to ultimate customers and strong inter modal competition especially with up coming of railway freight corridors.

Outlook:

Most recent estimates give the road mode a share of nearly 63 % in freight movement compared to its share of just about 10 per cent in the early fifties. According to these estimates, this percentage share is likely to stabilize around 85%.

The outlook for Road Freight Transport Sector largely depends upon infrastructural facilities available in the country. Road development is recognized as essential to sustain India's economic growth. Increased efficiency and productivity of the transport system would result in lower transit times.

In view of the above development the Road Freight Transport sector has bright chance to perform to its potential in the current year.

Risks & Concerns:

The Road Transport Sector is subjected to many inherent operational risks like fragmented ownership of vehicles, poor infrastructure of roads, bureaucratic delays at the borders, poor vehicular maintenance, etc. It is also exposed to market risks and financial risks to which all the corporations are exposed. These include risks like fluctuations in the economy and sudden changes in the Governmental policies and laws at macro level and risks like increase in the prices of component parts and fuel, increase in the hiring charges of vehicles etc. at micro level. Besides these, the Road Transport Sector is also saddled by natural calamities and events like bandhs and riots in various parts of the country. The fuel hikes on petrol, diesel, CNG and LPG has raised the Freight rates by 10-15% due to which all the commodities and raw materials cost has risen by 30-35%.

The new service tax policy of payment of service tax as soon as the Company raised the Invoices and not after the collection of invoices may create burden on the Industry.

The industry is also facing huge shortage of skilled drivers in the recent past.

(B) PATEL RETAIL

This division of the Company provides Premium Door-to-Door Express Cargo Service to over 250 branches serving more than 400 delivery stations, covering the length and breadth of the Country. The business has increased from Rs.180 lacs average p.m. to Rs.215 lacs average p.m. in the current year and is expected to contribute approx. 25% of the Roadways Division by the year end.



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Industry Overview:

Indian express industry, is one of the fastest growing express markets in the world. Though the size of the Indian express industry is miniscule when compared to the global express industry. However, the Express Cargo industry in India has been growing at a phenomenal rate of 20-25% and expected to more than double by 2012. The business of Express Cargo is carried on by using all three modes of cargo movement i.e. surface, air and rail. Surface cargo movement constitutes the bulk of the express cargo movement.

Opportunities & threats:

The Indian express industry is expected to grow at an impressive annual rate of 20% to 25% over the next few years. Moreover, with India being recognized as an outsourcing destination, manufacturing sectors like textiles, automobiles and pharmaceuticals are likely to witness increased activities in medium to long term. In order to maintain its competitiveness, companies operating in these industries are expected to outsource their logistics requirements to third party logistics service provider (3PL) and concentrate on their core-competency of manufacturing.

There are extra ordinary opportunities in this business. Using the formidable strength of its existing infrastructure of nearly 350 branches / offices / hubs, VTS scheduled vehicles, Centralised Delivery System and manpower, our Company is in a position to expand its activities in this lucrative sector.

Express industry is undergoing phenomenal growth due to the rising popularity of e-commerce. Low volume, high value tiny packages from traditional cargo to express mode is the up-coming trend. Keeping this in view, there is lot of scope to flourish the express industry in Indian scenario.

Challenges faced by the industry include new players entering this industry and becoming more and more competitive. The other challenges includes matching upto the rising expectations of the customer, expanding the network to reach hitherto uncovered areas, containing rising fuel and freight costs and retention of manpower.

Outlook:

The express sector in India has a bright outlook. As a fast-growing, market-driven economy, we believe India is poised to take a leading role on the world's stage. The outlook for this product is progressive. Though it is a part of the Transport Sector in general, the Express Cargo Industry, in a short span of time, has been able to carve a separate status and identity for itself. With the steady growth in all the sectors including the Manufacturing and the Retail Trade, the Express cargo industry is poised for healthy growth. The improvement in the road infrastructure is becoming evident and a larger segment of corporates have started preferring express deliveries made in time.

This mode of transport has an ability to grow at a very brisk pace. The net margins in this business are much higher as compared to those in the conventional freight transport business as the customer is prepared to pay a higher price for professional handling of cargo and door-to-door delivery, and "Just in Time" delivery of cargo.

Risk & concerns:

The complexities of this business are very high because the service levels are based on a number of constituents like reach (depth and width), government regulations, infrastructure etc which are not in the control of service providers in this industry. To a certain extent the risks are akin to the transport industry as a whole. Besides, the investment and commitment levels required are also quite steep. The industry might face significant challenges in the coming years like increase in fuel cost, shortage of skilled manpower and increasing competition etc.

(C) POBC DOMESTIC

This division of the Company undertakes the business of Co-Loading of various couriers in the domestic market.

Industry overview:

The Co-loading & Cargo Industry depends on the Airlines, Government Policies and Regulatory Authorities, which directly or indirectly define the pricing policy of Airlines.

The Industry has shown a good recovery in the year 2010 – 2011. The financial year 2010-11 has begun on a positive note and on an average there is an overall growth of 10 to 12% as compared to last year. The estimated growth for the Logistic Industry will be around 15 – 20 % in the current financial year.

Infrastructure remains a vital sector for Indian growth story. Also various sops provided under the infra umbrella is sure to work wonders for the industry and economy as a whole.

Opportunities & Threats:

After a modestly good 2010 – 2011 the air freight courier business continues to tread the growth path. The recovery in the market has seen lot of Express Players entering the Business. The emphasis is more service oriented business rather than price. Our Company can leverage from this trend and we expect the Air volumes to grow further with better yields as more emphasis is laid on services.

The phrase “All is well” can be rechristened as “OIL is not well”. The only threat to the industry is the OIL prices which are expected to rise amid the escalating International confrontation with countries like Libya, Africa’s fourth largest oil producer and current Japan nuclear crises.

Outlook:

Overall the Industry is poised for an uptrend and the year 2011 – 12 looks optimistic.

Risks & Concerns:

Market driven fuel price will lead to a cascading effect on the ATF prices which will go up as the International Prices goes up. This will directly or indirectly lead to increase in freight charges, there by forcing companies to look out for cheaper mode of transportation which can affect your company adversely.

(D) PATEL AIRFREIGHT DOMESTIC

This division of the Company carries on the business of air cargo consolidation in the domestic markets.

Industry overview:

The industry was able to withstand the jolt of the economic slowdown and have been able to emerge from the troubled period. India is a Growth oriented economy. Our industry is one of the very few industries in the world, which demonstrated some level of resilience to the recessionary pressures.

The Government’s are showing lot of interest to develop new infrastructure facilities in the form of airports , dedicated rail networks , highways etc. The government initiative in infrastructure will lead to a robust growth in the Cargo market .

Opportunities & Threats:

In the Cargo Industry the demand for Air Transpiration is ever increasing particularly from the Pharmaceuticals, Healthcare, Engineering, Manufacturing, Automotive, Gems and Jewellery sectors. This is evident from the fact that several multi-national companies are setting up their manufacturing units in India. The growth in volumes is also giving strong signals that the domestic economy is doing fairly well with increased consumption and manufacturing activity.

However, with the advent of the Private players at the Airports, the cost of the infrastructure and airport facilities at all terminals have increased tremendously thereby increasing the per unit cost.

With the economy showing positive signs of Air Cargo movements, volumes are expected to further increase. At the same time due to heavy competition in the Industry, the profit margins might not increase in the same proportion.

Outlook:

This sector seems to be on an upswing with an expected YOY growth of 10-15 per cent.



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The competition within the airlines has resulted in very attractive prices for the carriers of bulk loads. The active participation of new players will be favorable to the industry and will push the operators to provide services with better speed and at cheaper cost.

Your Company's efforts in providing a one stop solution for all logistics needs of the customers will attract more business as compared to traditional cargo movers.

Risks & Concerns:

The service efficiency levels have increased tremendously due to increased competition. Customers are willing to pay a price and expect a premium service in terms of timely delivery of consignments and transparency in cargo processing information. The service providers have to invest manifold in manpower and capital to meet these rising standards and use upgraded technology like on-line as well as wireless tracking of consignments and other support systems.

Airlines are now focusing more on Cargo Space Management as it is an additional source of revenue for the airlines.

The recent initiatives by the government which include building of additional airports with state of the art facilities, automation of cargo handling at existing airports, widening and concretization of roads leading to airports etc. will help the industry in catering its services more effectively and efficiently.

The sector still struggles for proper cargo warehousing facilities and multi-modal links for local distribution, which our Company is gearing up to tackle as this could be a business opportunity.

(E) POBC INTERNATIONAL

This Division is in the business of Wholesale Courier Consolidation for International Sectors and operates line-hauls ex Mumbai & Delhi to various International Destinations.

Industry Overview

The Industry Overview is more or less the same as that of POBC Domestic, as it is part of the same Industry. The main difference however is that, POBC International operates International Sectors and hence there are several sectoral issues which are not common.

Opportunities and Threats

As anticipated earlier, the scope of this business has declined rapidly and it has almost reached the end of its life cycle now. Post OBC era, we are unable to provide any real value addition and the entry barrier of the OBC is no more prevalent. As a result of this, not only have existing IATA agents now entered this business, but since IATA entry rules have been simplified, a few large customers have also become IATA Agents themselves. Airlines are also aware of this situation and are therefore offering the same direct deals to everyone, even to some of our customers directly. Due to this, margins are extremely thin and no one can really survive with this being the core/main business, as is the case with us.

Outlook

The overall outlook for this business is grim. While market volumes are increasing, our customer base is being eroded, because of large customers going directly to the airlines and IATA agents also offering a similar service at very low margins. This does not therefore appear to be a business with much future potential.

Risks and Concerns

Due to several options being available to customers now, collection of payments has become a challenge. Customers are demanding and getting extended credit facilities. Some of them are also misusing this by delaying/defaulting with flimsy excuses. In addition, there are several retail courier companies who are sending non permitted items and we have to be very careful whom we deal with, so as to ensure that the interests of our company are well protected. These Companies have large volumes, but because of them sending non permitted items as well as demanding credit, we avoid dealing with them. This further shrinks the market for us.

(F) PATEL AIRFREIGHT INTERNATIONAL

This Division is in the business of handling Airfreight of Export Cargo ex Mumbai.

Industry Overview

This is part of the International Freight Forwarders Community and is focused on Exports by Air ex Mumbai. It is a business where we deal with Exporters and Sub Agents to generate International Air Cargo volumes on various Airlines ex Mumbai to destinations all over the world.

Opportunities and Threats

Being part of the Aviation Industry and the Freight Forwarding Community, we are obviously affected by the issues concerning this trade, such as increasing Aviation fuel costs and additional costs towards Security Measures, which are constantly being added/ enhanced. Stiff Competition in the market leading to low yields, congestion at the Air Cargo Terminals due to inadequate infrastructure, delays in customs clearance due to technology up gradation issues are some of the other challenges that we face. We are however able to retain our customers by offering dedicated as well as personalized services, with prompt feedback.

Outlook

With the Indian economy growing at a healthy pace and India's share of World Trade increasing, the outlook for India's Air Exports is good. The market is growing at a healthy pace and adequate capacity is being made available with added Airlines / flights being deployed ex-India to various destinations worldwide. Hopefully, increased volumes should partly compensate for the decreased yields.

Risks and Concerns

The major risks continue to be stiff competition from the increasing number of multinational and global forwarders and the high level of customer awareness, leading to very thin margins and customers insisting on obtaining extended credit which adversely affects cash flows. We therefore have to be careful in selecting our customers and ensure that we deal only with genuine customers, so as to avoid any default in payment. To achieve this objective, we have had to let go of some of our customers and change the mix of our customer base, for creating a proper balance.

Human Resource Management:

The "House of Patels" is mainly a service provider in the arena of Logistics. In this field there are several players, and the fact that we have completed half a century and are one of the acknowledged leaders in this field is mainly due to the quality of service that we provide to our esteemed clients.

The main contributory factor for our customer's total satisfaction is our people. We firmly believe that motivated people provide the cutting edge to the quality of our products through their commitment and dedication.

Over the years, our people, in the past as well as present, have always striven and walked the extra mile to ensure that our Customers interests are supreme. The Company has always been focussed on honing the skills of its people through providing a highly conducive working atmosphere and through imparting proper training on the job as well as through outside interventions.

The Company have always held the view that recognizing and rewarding excellence is essential for having a totally committed, dedicated and "charged" work force.

The Company continues to enjoy peaceful and harmonious relations with all its employees through several proactive measures during the year. The Company employed 1031 people as on 31st March 2011.

Internal Control System:

The Company has a satisfactory Internal Control System, the adequacy of which has been reported by the Auditors in their Report as required by the Companies (Auditor's Report) Order, 2003.



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The Company is committed to further improve Internal Controls and strengthen the Internal Audit function. Further stress on Corporate Governance is being given in the current year. We firmly believe that the business can grow and develop on the required lines and profitability can be sustained only through Strong and Transparent Corporate Governance.

Financial performance and segment-wise performance:

The discussion on the financial performance of the Company is covered in the Directors' Report. The segment-wise performance is available in note 12 of the notes forming part of the Accounts for the year under consideration.

Cautionary Statement:

Statements in the Management Discussion and Analysis Report describing Projections, Estimates, Expectations, Future Outlook etc. in connection with the business may be 'forward looking statements' within the meaning of applicable securities laws and regulations. However, the actual results could materially differ from those expressed or implied in the statements made by the Management. Various factors which are outside the purview of the Management Control can cause these deviations. These factors include economic developments in the country, changes in governmental policies and fiscal laws, sudden and unexpected rise in input costs, change in the demand supply pattern in the industry, etc.

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Secretarial Audit Report

The Board of Directors

Patel Integrated Logistics Limited

Patel House, 48 Gazdar bandh,

North Avenue Road, Santacruz (West)

Mumbai 400 054

I have examined the registers, records and documents of Patel Integrated Logistics Limited ("the Company") for the financial year ended on March 31, 2011 according to the provisions of –

- The Companies Act, 1956 and the Rules made under that act;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
 - 1) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997;
 - 2) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - 3) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- The Equity Listing Agreements with Bombay Stock Exchange Limited and National Stock Exchange of India Limited
 1. Based on my examination and verification of the registers, records and documents produced to me and according to the information and explanations given to me by the Company, I report that the Company has, in my opinion, complied with the provisions of the Companies Act, 1956 ("the Act") and the Rules made under the Act and the Memorandum and Articles of Association of the Company, with regard to:
 - a) maintenance of various statutory registers and documents and making necessary entries therein;
 - b) closure of thure of the Register of Members;
 - c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and Central Government;
 - d) service of documents by the Company on its Members,
 - e) notice of Board meetings and Committee meetings of Directors;
 - f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
 - g) the 48th Annual General Meeting held on 28th September 2010;
 - h) minutes of proceedings of General Meetings and of Board and its Committee meetings;
 - i) approvals of the Members, the Board of Directors, the Committees of Directors and government authorities, wherever required;
 - j) Constitution of the Board of Directors / Committee(s) of Directors and appointment, retirement and re-appointment of Directors including the Managing Director and Whole-time Directors;
 - k) payment of remuneration to the directors including the Managing Director and Whole-time Directors;
 - l) appointment and remuneration of Auditors ;
 - m) transfers and transmissions of the Company's shares, issue and allotment of shares and issue and delivery of original and duplicate certificates of shares ;



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- n) Companies (Acceptance of Deposits) Rules 1975
 - o) declaration and payment of dividends;
 - p) transfer of certain amounts as required under the Act to the Investor Education and Protection Fund;
 - q) borrowings and registration, modification and satisfaction of charges;
 - r) investment of the Company's funds including inter corporate loans and investments and loans to others;
 - s) form of balance sheet as prescribed under Part I of Schedule VI to the Act and requirements as to Profit and Loss Account as per Part II of the said Schedule;
 - t) Board's report, Corporate Governance Report Management Discussion and Analysis ;
 - u) contracts, common seal, registered office and publication of name of the Company; and
 - v) generally, all other applicable provisions of the Act and the Rules made under that Act.
2. I further report that:
- (a) the Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings debenture holdings and directorships in other companies and interests in other entities;
 - (b) the Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the code of Business Conduct & Ethics for Directors and Management Personnel;
 - (c) the Company has obtained all necessary approvals under the various provisions of the Act; and
 - (d) there was no prosecution initiated and no fines or penalties were imposed during the year under review under the Companies Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.
3. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Bye-laws framed thereunder by the Depositories with regard to dematerialisation / rematerialisation of securities and reconciliation of records of dematerialised securities with all securities issued by the Company.
4. I further report that:
- (a) the Company has complied with the requirements under the Equity Listing Agreements entered into with the Bombay Stock Exchange Limited and the National Stock Exchange of India Limited;
 - (b) the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 including the provisions with regard to disclosures and maintenance of records required under the Regulations;
 - (c) the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the Regulations;

Dinesh Kumar Deora

Practising Company Secretary

Certificate of Practice No. 4119

Mumbai, 30th August 2011

AUDITOR'S REPORT

To,

The Members of

Patel Integrated Logistics Limited.

1. We have audited the attached Balance Sheet of **Patel Integrated Logistics Limited**, as at 31st March, 2011, the related Profit and Loss Account and 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 have conducted our audit in accordance with the auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order 2003, as amended by the Companies (Auditor's Report Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) of Section 227 of The Companies Act, 1956, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we enclose in the **Annexure** a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. We further report that:
 - i) 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;
 - ii) 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;
 - iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - iv) In our opinion, the Balance Sheet, Profit and Loss Account 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;
 - v) On the basis of the written representations received from the Directors as on 31st March, 2011 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2011 from being appointed as director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
 - vi) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read 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 & fair view in conformity with the accounting principles generally accepted in India:-
 - a. in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011;
 - b. in the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date;
and
 - c. in the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For **M S P & CO.**

Chartered Accountants

M.S.PARIKH

(Partner)

Membership No. 08684

Mumbai,

Dated: 30th August, 2011



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ANNEXURE TO AUDITORS' REPORT OF PATEL INTEGRATED LOGISTICS LIMITED

(Referred to in paragraph 3 of our report of even date)

(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) We have been informed that most of the Fixed Assets have been physically verified by the management during the year in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) During the year no substantial part of fixed assets has been disposed off by the Company. Therefore, the provisions of clause I(c) of paragraph 3 of the aforesaid Order, in our opinion, are not applicable to the Company.

(II) In respect of inventory of stores, operating supplies, etc.:

In view of there being no requirement to carry and hold any stock of inventories, the provisions of clause II of paragraph of the aforesaid Order, in our opinion, are not applicable to the Company.

(III) In respect of the loans, secured or unsecured, granted or taken by the Company to companies, firms or other parties covered in the Register maintained under section 301 of the Companies Act, 1956, according to the information and explanations given to us :

- (a) The Company has granted loans to one company listed in the register maintained under section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was Rs.20,12,203/- and the year end balance of loan granted to such company is Rs. 20,12,203/-.
- (e) The Company has taken unsecured loan from one company listed in the register maintained under section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was Rs.1,06,00,000/- and the year end balance of loan taken from such company is Rs.61,00,000/-.
- (f) In our opinion and according to the information and explanation given to us, the rate of interest and other terms and conditions of the loans taken by the company, are prima facie not prejudicial to the interest of the company.
- (g) The principal amounts are repayable on demand and there is no repayment schedule. The interest is paid regularly.

(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 with regard to purchase of fixed assets and sale of services. During the course of our audit, we have neither come across nor have we been informed of any continuing failure to correct major weaknesses in the internal control system.

(V) In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:

- (a) The transactions made in pursuance of contracts or arrangements that are required to be entered in the register maintained under Section 301 of the Companies Act, 1956, have been duly entered by the Company.
- (b) In our opinion, the transactions in pursuance of contracts or arrangements that are required to be entered in the Register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs. 5,00,000/- (Rupees Five Lacs Only) or more in respect of any party during the year, the rates are considered to be reasonable having regard to the prevailing market price at the relevant time.

(VI) In our opinion and according to the explanations given to us, the Company has complied with the provisions of Sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975, with regard to the deposits accepted from the public. According to the information and explanations given to us, no order under the aforesaid sections has been passed by the Company Law Board on the Company.

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

- (VIII) The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of any of the activities of the Company.
- (IX) According to the information and explanations given to us in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed dues of Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Service Tax, Cess and other statutory dues applicable to it, with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Service Tax and Cess were in arrears as at 31st March, 2011 for a period of more than six months from the date they became payable.
 - (b) There are no statutory dues, which have not been deposited on account of any dispute.
- (X) The Company has no accumulated loss as at 31st March, 2011 and has not incurred cash losses in the financial year covered under audit and in the immediately preceding financial year.
- (XI) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks, financial institutions. The Company has not issued any debentures.
- (XII) In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (XIII) In our opinion, the Company is not a chit fund or a nidhi, mutual benefit fund/society. Therefore, the provisions of Clause XIII of paragraph 3 of the aforesaid Order, are not applicable to the Company.
- (XIV) In our opinion and according to the information and explanations given to us, the Company has undertaken 27 nos. of transactions with regards to purchase of shares and 33 nos. of transactions with regards to sale of shares during the year.
- (XV) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions. Accordingly, the provision of Clause XV of paragraph 3 of the aforesaid Order, are not applicable to the Company.
- (XVI) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the same were obtained.
- (XVII) According to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, funds raised on short term basis have, prima facie, not been used during the year for long term investment.
- (XVIII) 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, during the year. Therefore, the provisions of Clause XVIII of paragraph 3 of the aforesaid Order, in our opinion, are not applicable to the Company.
- (XIX) The Company has not issued any debentures during the year under audit. Therefore, the provisions of Clause XIX of paragraph 3 of the aforesaid Order, in our opinion, are not applicable to the Company.
- (XX) The Company has not raised any money by public issue during the year. Therefore, the provisions of Clause XX of paragraph 3 of the aforesaid Order, in our opinion, are not applicable to the Company.
- (XXI) To the best of our knowledge and according to the information and explanation given to us, we have neither come across any instances of fraud on or by the Company nor have we been informed of any such case by the Management.

For M S P & CO.

Chartered Accountants

M.S. PARIKH

(Partner)

Membership No.08684

Mumbai,

Dated: 30th August, 2011.



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BALANCE SHEET AS AT 31ST MARCH, 2011

	Schedules	Rupees	As At 31.03.2011 Rupees	As At 31.03.2010 Rupees
SOURCES OF FUNDS :				
Shareholders' funds				
Share capital	"A"	15,12,41,620		15,12,41,620
Reserves and surplus	"B"	71,85,91,618		70,42,37,482
			86,98,33,238	85,54,79,102
Loan funds				
Secured loans	"C"	26,76,85,078		24,15,07,464
Deferred payment liability	"D"	5,85,23,998		3,71,28,162
Unsecured loans	"E"	8,53,05,000		7,73,06,000
			41,15,14,076	35,59,41,626
Deferred tax liability (Net)			5,06,48,152	5,13,91,357
TOTAL:			1,33,19,95,466	1,26,28,12,085
APPLICATION OF FUNDS :				
Fixed assets				
Gross block	"F"	70,40,88,604		65,33,49,143
Less : depreciation		24,72,72,208		21,78,02,731
Net block		45,68,16,396		43,55,46,412
Capital work in progress		24,16,588		23,16,588
			45,92,32,984	43,78,63,000
Investments	"G"		4,06,92,030	4,03,96,581
Current assets, loans and advances				
Sundry debtors	"H"	75,36,22,283		72,56,04,540
Cash and bank balances		17,52,26,125		16,76,57,292
Loan and advances		39,47,90,774		41,35,55,774
		1,32,36,39,182		1,30,68,17,606
Less : Current liabilities and provisions	"I"			
Current liabilities		38,96,41,733		39,24,77,323
Provisions		10,19,26,997		12,97,87,779
		49,15,68,730		52,22,65,102
Net current assets			83,20,70,452	78,45,52,504
TOTAL:			1,33,19,95,466	1,26,28,12,085
Notes to Account	"O"			

As per our report of even date

For M S P & Co.

Chartered Accountants

M.S. PARIKH

Partner

Membership No. 08684

Mumbai,

Dated : 30th August, 2011

For and on behalf of the Board,

A. S. PATEL

Chairman

A. A. PATEL

Executive Vice Chairman

P. S. G. NAIR

Director

M. L. UKIDAVE

Chief Financial Officer

N. B. AKOLKAR

Company Secretary

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedules	Year Ended 31.03.2011 Rupees	Year Ended 31.03.2010 Rupees
INCOME :			
Freight		1,46,11,17,394	1,24,23,50,201
Co Loading and cargo income		2,82,31,03,088	2,22,45,73,955
Other income	"J"	2,44,49,045	3,98,60,707
		<u>4,30,86,69,527</u>	<u>3,50,67,84,863</u>
EXPENDITURE :			
Operating cost	"K"	3,71,60,78,164	2,94,70,64,672
Payments to and provisions for employees' remuneration	"L"	21,53,94,393	19,55,43,434
Administrative and other expenses	"M"	21,41,07,965	20,76,64,259
Finance cost	"N"	7,40,49,339	5,75,81,360
Depreciation		3,88,75,774	3,72,11,188
		<u>4,25,85,05,635</u>	<u>3,44,50,64,913</u>
Profit before tax		5,01,63,892	6,17,19,950
Less : Provision for tax for current year -			
- Income tax [including for wealth tax Rs.1,50,000/- (Previous Year Rs. 2,00,000/-)]		1,91,50,000	1,63,00,000
- Deferred tax [Refer Note No. 13]		(7,43,205)	(4,02,985)
Less : (Excess)/Short provision of income tax for earlier years		(1,22,709)	2,00,068
Profit after tax		3,18,79,806	4,56,22,867
Add : Balance in Profit & Loss A/c brought forward		11,75,14,974	8,94,76,209
Profit available for appropriation		<u>14,93,94,780</u>	<u>13,50,99,076</u>
Transfer to General Reserve		2,00,00,000	-
Proposed Dividend		1,50,79,412	1,50,79,412
Tax on Dividend		24,46,258	25,04,690
Balance carried to Balance Sheet		<u>11,18,69,110</u>	<u>11,75,14,974</u>
TOTAL :		<u>14,93,94,780</u>	<u>13,50,99,076</u>
EPS (basic & diluted)		2.11	3.03
Notes to Accounts	"O"		

As per our report of even date

For M S P & Co.

Chartered Accountants

M.S. PARIKH

Partner

Membership No. 08684

Mumbai,

Dated : 30th August, 2011

For and on behalf of the Board,

A. S. PATEL
Chairman

A. A. PATEL
Executive Vice Chairman

P. S. G. NAIR
Director

M. L. UKIDAVE
Chief Financial Officer

N. B. AKOLKAR
Company Secretary



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SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

		As At 31.03.2011 Rupees	As At 31.03.2010 Rupees
SCHEDULE "A"			
SHARE CAPITAL :			
AUTHORISED :			
2,00,00,000 Equity Shares of Rs.10/- each (2,00,00,000)		20,00,00,000	20,00,00,000
		<u>20,00,00,000</u>	<u>20,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID UP :			
1,51,86,612 Equity Shares of Rs.10/- each fully paid up (1,51,86,612)		15,18,66,120	15,18,66,120
1,07,200 Less : Face value of shares forfeited (1,07,200)		10,72,000	10,72,000
		<u>15,07,94,120</u>	<u>15,07,94,120</u>
Note : Equity share capital includes :			
1. 2,750,000 Equity Shares of Rs.10/- each issued as fully paid Bonus Shares by capitalization of Revaluation Reserve, General Reserve and Capital Redemption Reserve.			
2. 5,386,612 Equity Shares of Rs.10/- each issued to shareholders of erstwhile Patel On-Board Couriers Ltd. under the scheme of amalgamation.			
3. 1,800,000 Equity shares of Rs 10/- each issued on preferential basis			
FORFEITED SHARES :			
Amount paid-up on 1,07,200 equity shares		4,47,500	4,47,500
		<u>15,12,41,620</u>	<u>15,12,41,620</u>
SCHEDULE "B"			
RESERVES AND SURPLUS :			
1. Capital Reserve Account			
Balance as per last account	1,22,86,053		63,66,053
Add : Transfer from Share Warrant Application Money (Refer Note No. 3 of Schedule " O ")	—		59,20,000
		<u>1,22,86,053</u>	<u>1,22,86,053</u>
2. Capital Redemption Reserve		18,60,000	18,60,000
3. Share Premium Account		24,47,52,937	24,47,52,937
4. General Reserve			
Balance as per last account	32,78,23,518		32,78,23,518
Add : Transfer from Profit and Loss account	2,00,00,000		—
		<u>34,78,23,518</u>	<u>32,78,23,518</u>
5. Balance in Profit and Loss account		11,18,69,110	11,75,14,974
		<u>71,85,91,618</u>	<u>70,42,37,482</u>

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

	As At 31.03.2011 Rupees	As At 31.03.2010 Rupees
SCHEDULE "C"		
SECURED LOANS :		
<i>Term loan from banks :</i>		
Secured by:		
-Exclusive mortgage by deposit of title deeds in respect of immovable property at Andheri. (An amount of Rs. Nil (previous year Rs. 2,82,349/-) is due within one year.)	–	72,75,829
<i>Overdrafts and cash credit facilities from banks :</i>		
Secured by:		
Pari Passu Hypothecation charge on all the present & future book debts and movable assets other than those acquired under hire purchase agreement.	26,76,85,078	23,42,31,635
Collateral Security-		
- Personal Guarantee of Wholetime Director designated as Executive Vice Chairman.		
- Equitable Mortgage of certain properties:		
a) Situated at Mumbai.		
b) Owned by Promoter Companies & Associates situated at Mumbai & Pune.		
	<u>26,76,85,078</u>	<u>24,15,07,464</u>
SCHEDULE "D"		
DEFERRED PAYMENT LIABILITY :		
Secured by :		
Specific Trucks and Vehicles acquired under a Financing Agreement (An amount of Rs. 2,30,58,066/- (previous year Rs. 1,92,00,605/-) is due within one year.)	5,85,23,998	3,71,28,162
	<u>5,85,23,998</u>	<u>3,71,28,162</u>
SCHEDULE "E"		
UNSECURED LOANS :		
Fixed Deposits	7,92,05,000	6,67,06,000
An amount of Rs. 1,91,46,000/- (Previous Year Rs. 3,37,60,000/-) is due within one year.		
Inter Corporate Deposit	61,00,000	1,06,00,000
	<u>8,53,05,000</u>	<u>7,73,06,000</u>

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

SCHEDULE "F"

FIXED ASSETS:

(Amt. in Rs.)

Description	Gross Block			Depreciation			Net Block	
	As At 1.4.2010	Additions During Year	Deductions During Year	As At 31.03.2011	As At 1.4.2010	For the Year	As At 31.03.2011	As At 31.3.2010
Land								
-Freehold	16,06,88,040	-	-	16,06,88,040	-	-	16,06,88,040	16,06,88,040
-Leasehold	92,050	-	-	92,050	24,235	956	66,859	67,815
Buildings	12,62,20,022	26,81,328	-	12,89,01,350	1,74,55,224	20,60,348	10,93,85,778	10,87,64,798
Plant & Machinery	69,11,650	2,52,912	-	71,64,562	45,85,137	2,35,504	23,43,921	23,26,513
Furnitures & Fixtures	5,98,55,499	1,08,98,160	-	7,07,53,659	2,79,88,683	32,74,245	3,94,90,731	3,18,66,816
Office Equipment	3,79,32,395	16,92,567	28,000	3,95,96,962	1,89,12,716	17,10,766	1,89,89,003	1,90,19,679
Vehicles	3,39,63,811	65,33,447	42,62,900	3,62,34,358	1,08,70,026	31,49,902	2,42,31,726	2,30,93,785
Trucks	8,09,20,361	4,00,05,053	1,11,42,323	10,97,83,091	3,86,59,776	1,35,70,522	6,47,82,401	4,22,60,585
License Software	1,56,63,093	21,00,073	-	1,77,63,166	1,28,47,555	18,96,383	30,19,228	28,15,538
Computers	13,11,02,222	21,53,014	1,43,870	13,31,11,366	8,64,59,379	1,29,77,148	3,38,18,709	4,46,42,843
Total	65,33,49,143	6,63,16,554	1,55,77,093	70,40,88,604	21,78,02,731	3,88,75,774	45,68,16,396	43,55,46,412
Previous Year	64,21,41,352	2,85,44,774	1,73,36,983	65,33,49,143	19,08,80,592	3,72,11,188	43,55,46,412	

a) Building includes Rs 250/- in respect of shares held in the Society

b) Vehicle includes :-

- Rs. 2,12,31,666/- (Previous year Rs 1,77,65,538/-) being cost of assets taken on hire purchase. Net block as on 31.03.2011 Rs. 1,53,18,964/-
(Previous year Rs 1,53,78,842/-)

c) Truck fleet includes :-

- Rs. 9,24,50,401/- (Previous year Rs 7,13,57,075/-) being cost of assets taken on hire purchase. Net Block as on 31.03.2011 Rs. 4,51,48,458/-
(Previous year Rs 4,34,36,944/-)

d) Computer software - Refer note 1(b) (v) of Schedule "O"



SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

	As At 31.03.2011 Rupees	As At 31.03.2010 Rupees
SCHEDULE "G"		
INVESTMENTS (at cost) (Long Term)		
NON-TRADE (QUOTED) :	3,70,78,130	3,67,82,681
NON-TRADE (UNQUOTED) :	1,37,650	1,37,650
TRADE (QUOTED) :	34,76,000	34,76,000
TRADE (UNQUOTED) :	250	250
	4,06,92,030	4,03,96,581
NOTES :		
(1) Aggregate book value of quoted investments	4,05,54,130	4,02,58,681
(2) Aggregate market value of quoted investments	4,13,14,672	4,22,30,993
(3) Aggregate book value of unquoted investments	1,37,900	1,37,900
SCHEDULE "H"		
CURRENT ASSETS, LOANS AND ADVANCES		
SUNDRY DEBTORS (Considered Good)		
Secured		
- Outstanding for a period exceeding six months	1,33,48,040	1,40,33,471
- Others	21,46,49,210	18,57,79,014
Unsecured		
- Outstanding for a period exceeding six months	1,56,37,293	1,45,06,985
- Others	50,99,87,740	51,12,85,070
	75,36,22,283	72,56,04,540
CASH AND BANK BALANCES		
Cash on hand	1,83,05,904	1,32,37,796
Cash / Cheques in transit	2,66,00,231	2,07,87,863
Balance with scheduled banks :		
(i) In current account	8,77,33,385	6,93,99,480
(ii) In fixed deposit and margin money accounts	4,25,86,605	6,42,32,153
	17,52,26,125	16,76,57,292



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SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

	As At 31.03.2011 Rupees	As At 31.03.2010 Rupees
LOANS AND ADVANCES		
(Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or kind or for value to be received	9,52,19,403	8,91,82,724
Property deposits	4,60,51,627	3,96,40,270
Other deposits	75,00,000	75,00,000
Prepaid expenses	13,88,756	23,87,244
Staff advances	44,60,649	26,14,563
Earnest money deposits	6,28,179	4,45,677
Advances and deposits with truck drivers and other advances	64,12,584	56,50,831
Advance income tax	22,62,64,615	26,08,04,462
Interest accrued	68,64,961	53,30,003
	<u>39,47,90,774</u>	<u>41,35,55,774</u>
	<u>1,32,36,39,182</u>	<u>1,30,68,17,606</u>
SCHEDULE "I"		
CURRENT LIABILITIES AND PROVISIONS :		
CURRENT LIABILITIES :		
Acceptances	11,19,90,000	8,41,90,000
Sundry creditors	11,86,61,293	12,21,71,932
Sundry deposits	3,19,29,316	2,89,60,743
Other liabilities	12,26,39,240	15,15,80,488
Interest accrued but not due	40,69,694	47,10,748
Overdrawn balance in current accounts with banks	3,52,190	8,63,412
	<u>38,96,41,733</u>	<u>39,24,77,323</u>
PROVISIONS :		
For taxation		
- On income	7,17,43,000	9,15,38,323
- On wealth	1,50,000	200,000
- On FBT	—	87,10,634
For leave encashment	1,25,08,327	1,17,54,720
For proposed dividend	1,50,79,412	1,50,79,412
For tax on proposed dividend	24,46,258	25,04,690
	<u>10,19,26,997</u>	<u>12,97,87,779</u>
	<u>49,15,68,730</u>	<u>52,22,65,102</u>

SCHEDULES FORMING PART OF THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Year Ended 31.03.2011	Year Ended 31.03.2010
Rupees	Rupees	Rupees
SCHEDULE "J"		
OTHER INCOME :		
Interest (Gross)	1,12,47,840	99,88,542
[Tax deducted at source Rs.3,52,307/- (Previous year Rs. 8,53,112/-)]		
Dividend from long term investments :		
- Trade	34,000	1,66,000
- Others	5,25,511	3,40,127
	5,59,511	5,06,127
Profit on sale of investment (Net)	7,14,228	—
Profit on sale of assets (Net)	—	1,83,82,566
Miscellaneous income	47,36,389	27,61,765
Income from leased properties	71,90,736	76,63,719
Income from money transfer service	341	5,57,988
	<u>2,44,49,045</u>	<u>3,98,60,707</u>

SCHEDULE "K" **OPERATING COST :**

Truck hire charges	93,09,13,761	77,33,10,879
Truck operational expenses	7,56,14,711	7,10,54,384
Truck repairs and maintainance expenses	1,16,81,618	1,22,29,752
Diesel, oil and grease	6,49,24,547	6,17,12,503
Taxes and permits	16,94,386	20,11,118
Cost of tickets	1,43,422	6,43,368
Discounts	18,45,18,265	12,85,80,035
Excess baggage tariff	17,84,93,272	46,18,01,013
Sundry airport expenses	1,83,57,855	1,73,87,687
Line haul transportation expenses	6,96,08,639	5,58,40,939
Cargo freight charges	1,73,53,14,248	98,67,37,767
Handling charges	26,40,37,826	21,84,74,566
Packing materials operating expenses	2,35,14,888	1,40,53,337
Miscellaneous operating expenses	15,23,76,951	13,64,14,286
Insurance	12,19,007	11,13,315
Claims for loss of goods (net of recoveries)	36,64,768	56,99,723
	<u>3,71,60,78,164</u>	<u>2,94,70,64,672</u>



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SCHEDULES FORMING PART OF THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Year Ended 31.03.2011 Rupees	Year Ended 31.03.2010 Rupees
SCHEDULE "L"		
PAYMENTS TO AND PROVISION FOR EMPLOYEES' REMUNERATION :		
Salaries, bonus, gratuity and other allowances	18,07,07,516	16,33,26,754
Contribution to provident fund and other fund	1,99,10,226	1,86,20,319
Staff welfare expenses	1,47,76,651	1,35,96,361
	<u>21,53,94,393</u>	<u>19,55,43,434</u>
SCHEDULE "M"		
ADMINISTRATIVE AND OTHER EXPENSES :		
Electricity charges	91,04,924	98,49,181
Rent, storage and compensation	5,19,63,028	5,35,11,033
Repairs and maintenance to		
- Building, godown & other assets	1,73,92,773	1,78,22,068
- Vehicles	<u>64,09,879</u>	<u>50,85,877</u>
	2,38,02,652	2,29,07,945
Insurance	11,80,584	11,76,614
Printing and stationery	2,58,19,988	2,66,15,077
Postage and telegram, internet charges	42,63,876	47,36,648
Conveyance and travelling	1,83,22,738	1,58,13,609
Telephone and telex	1,41,78,571	1,39,26,846
Subscription and licence fees	28,40,028	33,57,066
Professional fees and data processing charges	1,15,83,678	1,06,41,901
Auditors' remuneration	11,50,000	11,50,000
Bad debts written off	—	61,987
Advertisement, Publicity and Business promotion	1,00,09,534	1,26,61,577
Directors' sitting fees	3,40,000	3,20,000
Sundry expenses	3,70,93,869	3,09,34,775
Loss on sale of assets (Net)	24,54,495	—
	<u>21,41,07,965</u>	<u>20,76,64,259</u>
SCHEDULE "N"		
FINANCE COST :		
Interest on fixed period loans	1,64,09,214	1,29,40,917
Other interest	5,76,40,125	4,46,40,443
	<u>7,40,49,339</u>	<u>5,75,81,360</u>

SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011

SCHEDULE "O"

Notes forming part of Accounts

1. Significant Accounting Policies

a. Basis of preparation:

The financial statements are prepared in compliance with the applicable mandatory Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI), applicable Accounting Policies in India and the relevant provisions of the Companies Act, 1956. The financial statements are prepared under the historical cost convention on accrual basis except stated otherwise.

b. Fixed Assets and Depreciation:

i. All fixed assets are stated at cost of acquisition less accumulated depreciation and impairment losses. Buildings worth Rs.58,77,423/- included in Gross Block are revalued on the basis of the replacement value as at 30.06.1987 and the office premises worth Rs.2,48,44,368/- included in Gross Block are revalued on the basis of the replacement value as at 31.03.1993. They are stated at revalued figures less accumulated depreciation.

ii. Assets acquired on financial lease on or after April 1, 2001 are capitalised at their fair values.

iii. Depreciation / Amortisation

Depreciation on all assets, including those revalued, and those valued at market price is provided under straight line method at the rates and in the manner prescribed under Schedule XIV to the Companies Act, 1956.

iv. Depreciation on additions to assets or sale or disposal of assets is calculated on a pro-rata basis from / to the date of addition / deduction.

v. Computer Software is amortised over a period of three years, being the economic useful life as estimated by the management.

vi. Cost of leasehold land is amortised over the residual period of the lease.

vii. Assets taken on financial lease are depreciated over their useful life.

c. Impairment of Assets:

Impairment loss is provided to the extent the carrying amount of assets exceeds their recoverable amount and the same is charged to the Profit and Loss Account in the year in which an asset is identified as impaired.

d. Investments:

i. Investments are stated at cost as they are made with long-term perspective. Provision for diminution, if any, in value of investments is made to recognize a decline, other than temporary, in the value of the investment and valuation is done on global basis.

ii. Membership shares of a Co-operative Housing Society related to office premise are included under investments.

iii. Profit / Loss on sale of investments is computed on FIFO basis.

e. Income / Expenses:

i. Revenue / Income and Cost / Expenditure are generally accounted on accrual basis as they are earned / incurred, except those with significant uncertainties.



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SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

- ii. Amounts recovered towards demurrage and delivery charges are accounted at the time when they are ultimately realised. Freight includes amount recoverable on undelivered consignments as certified by the management and recoveries for other allied services.
- iii. Income on account of Co-Loading and Cargo division is recognized on booking of courier & cargo load.
- iv. Income from Money transfer business is accounted for when the remittance amount is paid to the receiving party.
- v. Dividend income from investment is recognised as and when received.
- vi. Other incomes are accounted for on accrual basis except when the recovery is uncertain, it is accounted for on receipt basis.
- vii. Claims made against the Company are evaluated as to type thereof, period for which they are outstanding and appropriate provision made. Claims are stated net of recoveries from Insurance Companies and others.
- viii. Administrative and other expenses are stated net of recoveries wherever applicable.
- f. Retirement Benefits (Staff Benefits):
 - i. The Company has taken a policy with Life Insurance Corporation of India under the Group Gratuity Scheme to cover gratuity liability to the extent of Rs.10,00,000/- per employee and the premium is accrued on yearly basis. Additional liability if any, in excess of Rs.10,00,000/- per Employee is provided for on payment basis in respect of gratuity entitlement.
 - ii. Leave encashment is accounted on the basis of actuarial valuation as at the close of the financial year.
- g. Foreign Currency Transactions:
 - i. Current Assets / Liabilities denominated in foreign currency are restated at the rates prevailing at the year end or at the rates at which forward cover has been booked, whichever is applicable.
 - ii. Difference, if any, on settlement / restatement is taken to Profit and Loss Account.
- h. Taxes on Income:
 - i. Current tax is determined as the amount of tax payable in respect of taxable income for the year.
 - ii. Deferred tax liabilities and assets are recognised at substantively enacted tax rates, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years. Deferred tax assets are recognised and carried forward only to the extent there is a reasonable certainty that sufficient future taxable income will be available against such deferred tax and can be realised.
- i. Provision and contingencies:

A provision is recognized when the company has legal and constructive obligation as a result of a past event, for which it is probable that cash outflow will be required and a reliable estimate can be made of the amount of the obligation. A contingent liability is disclosed when the company has possible or present obligation where it is not certain that an outflow of resources will be required to settle it. Contingent assets are neither recognized nor disclosed.

2. Scheme of Amalgamation of Springfield Hotels Pvt. Ltd with the Company :

During the previous year ended 31st March, 2010, Springfield Hotels Pvt. Ltd. (SHPL) has ceased to be a wholly owned subsidiary of the Company, as the Hon'ble High Court of Judicature at Bombay, vide its order dated 10th July 2009 has

SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

approved the Scheme of Amalgamation of SHPL with the Company. According to the scheme, SHPL stands dissolved without being wound up from the Effective Date i.e. from 20th August 2009.

3. Equity Shares and Warrants :

During the year 2007-08 the Company had received funds by way of Preferential Allotment of Equity shares and Equity warrants aggregating to Rs.13,91,20,000/-. Out of the said proceeds Rs.5,26,63,947/- has been utilized towards purchase of fixed assets, Rs.8,64,56,053/- has been utilized towards meeting capital expenditure and other Corporate Initiatives till date and balance now is NIL. Share Warrant application money of Rs.59,20,000/- has been forfeited during the previous year and consequently the amount has been transferred to Capital Reserve Account.

4. Contingent Liabilities

- i. Estimated amount of contracts remaining to be executed on capital account and not provided for as on 31st March, 2011 Rs.20,77,420/- (Previous Year Rs.21,77,420/-).
 - ii. Counter guarantees given to banks and others for guarantees provided by them against credit facilities Rs.52,93,74,970/- (Previous Year Rs.4,66,58,045/-).
 - iii. Claims against the Company not acknowledged as debts Rs.49,62,000/- (Previous Year Rs. 54,00,000/-).
5. The Company has not received any intimation from its Vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosures, if any under the said Act have not been made.
 6. Fixed Deposits of Rs. 3,41,47,337/- (Previous Year Rs. 3,31,75,127/-) has been placed as security with the banks against bank guarantees / credit facilities extended by them.
 7.
 - a) Sundry debtors include overdue lease debtor of Rs.5,00,000/- (Previous Year Rs.15,00,000/-). The management is confident of recovery and has taken steps to recover the same, including legal action against the party. Considering the security available with the Company and the outcome of recovery process, no provision is considered necessary by the management against the said outstanding.
 - b) Sundry Debtors against whom the Company has filed the legal suits for recovery are being reviewed by the legal department on year-to-year basis. The Company is hopeful of recovery of these amounts. Accordingly no provision has been made for any loss, which may occur on this account.
 8. Classification of debtors as secured and debtors / loans and advances as unsecured considered good are as evaluated and certified by the management, which has been relied upon by the auditors.
 9. Balances of sundry debtors, sundry creditors and certain loans and advances are subject to confirmation / reconciliation and adjustments, if any in respect thereof.
 10. Loans & advances includes inter corporate deposits (along with interest accrued and due thereon) aggregating to Rs. 4,12,98,447/- (Previous Year Rs. 4,00,19,181/-) due from certain companies. Having regards to the long-term involvement in these companies, the management is of the view that no provision is considered necessary on these accounts.
 11. Miscellaneous operating expenses and sundry expenses include fines and penalties of Rs 2,800/- (Previous Year Rs. 5,800/-).



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SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

12. Segment Reporting -

Segment	Surface Transportation	Co-Loading of Courier	Consolidation of Cargo	Total
Segment Revenue				
External Sales	1461117394	387282764	2435820324	4284220482
	(1242350201)	(560201689)	(1530436534)	(3332988424)
Inter - Segment Sales	—	—	—	—
	—	—	(133935732)	(133935732)
Total Revenue	1461117394	387282764	2435820324	4284220482
	(1242350201)	(560201689)	(1664372266)	(3466924156)
Segment Result	97209736	24394986	181314051	302918773
	(90883511)	(50897078)	(170977205)	(312757794)
Unallocated corporate expenses				203154585
				(233317191)
Operating Profits				99764188
				(79440603)
Interest expenses				74049339
				(57581360)
Interest / dividend income				11807351
				(10494669)
Other Income				12641694
				(29366038)
Net Profit				50163894
				(61719950)
Other Information				
Segment assets	733698008	103862265	504379642	1341939915
	(637493535)	(115436862)	(452474362)	(1205404759)
Unallocated corporate assets				481624281
				(579672428)
Total Assets	733698008	103862265	504379642	1823564196
	(637493535)	(115436862)	(452474362)	(1785077187)
Segment Liabilities	172904249	10326607	70215562	253446418
	(200310946)	(29010879)	(68729304)	(298051129)
Unallocated corporate liabilities				1570117778
				(1487026058)
Total Liabilities	172904249	10326607	70215562	1823564196
	(200310946)	(29010879)	(68729304)	(1785077187)

**SCHEDULE FORMING PART OF THE ACCOUNTS FOR
THE YEAR ENDED 31ST MARCH, 2011 (Contd..)**

Segment	Surface Transportation	Co-Loading of Courier	Consolidation of Cargo	Total
Capital Expenditure	29423052 (1361381)	92450 (153800)	2426215 (215075)	31941717 (1730256)
Unallocated corporate capital expenditure				34374837 (26814518)
Total Capital expenditure	29423052 (1361381)	92450 (153800)	2426215 (215075)	66316554 (28544774)
Depreciation and amortization	13956514 (14538247)	995343 (1043309)	539114 (260013)	15490971 (15841569)
Unallocated depreciation and amortization				23384803 (21369618)
Total depreciation and amortization	13956514 (14538247)	995343 (1043309)	539114 (260013)	38875774 (37211187)

13. Break up of Deferred tax -

(Amt. in Rs.)

Particulars	31.03.2011	31.03.2010
Deferred tax asset :		
Liabilities that are deducted for tax purpose when paid i.e. Timing Difference.	1313048	569843
Total Deferred Tax Asset.	1313048	569843
Deferred tax liability :		
Additional depreciation on fixed assets for tax purposes due to higher tax depreciation rates.	51961200	51961200
Total Deferred Tax Liability.	51961200	51961200
Net Deferred Tax Liability.	50648152	51391357

14. In accordance with the Accounting Standard on Leases (AS 19) issued by the Institute of Chartered Accountants of India the following disclosures in respect of hire purchase agreements (Deemed to be Financial Lease) are made :

(Amt. in Rs.)

Particulars	Total MLP	Interest	Principal
Not later than one Year	2,78,08,062 (2,24,53,832)	47,49,996 (32,53,227)	2,30,58,066 (1,92,00,605)
Later than one year but not later than 5 years	3,94,62,056 (1,98,55,412)	39,96,124 (19,27,855)	3,54,65,932 (1,79,27,557)
Total	6,72,70,118 (4,23,09,244)	87,46,120 (51,81,082)	5,85,23,998 (3,71,28,162)

Figures in bracket indicate previous years figure.



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SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

15. Disclosure as per Accounting Standard – 29 – Provisions, Contingent Liabilities and Contingent Assets issued by the Institute of Chartered Accountants of India :

(Amt in Rs.)

Particulars	Claims for Damages (legal or otherwise)
Opening Balance	7,24,77,848
Additions	79,04,480
Utilizations and Reversals	87,84,403
Closing Balance	7,15,97,925

Provisions for claims for damage obligations (legal or otherwise) including provision for claims for damages, leakages, shortage and non-delivery of consignments are on account of routine matters where the Company anticipates probable outflow. The claims in respect of which legal suits are filed against the company are fully provided on the basis of legal suit amounts. For the other claims the amount of provision is based on the estimate made by the Company considering the facts and circumstances of each case. The timing and the amount of cash outflows that will arise from these matters will be determined only on settlement of actual cases and claims with the respective parties.

16. Earnings and Expenditure in Foreign Currency:

(Amt in Rs.)

Particulars	Year ended 31.03.2011	Year ended 31.03.2010
Earnings in Foreign Currency:		
Air Freight Billing and Other expenses (Net)	4,02,985	3,65,847
Total	4,02,985	3,65,847
Expenditure in Foreign Currency:		
Freight Charges	1,17,372	4,26,809
Travelling	10,45,410	5,32,535
Total	11,62,782	9,59,344

17. Managerial Remuneration:

(Amt in Rs.)

Particulars	For the year ended on	
	31.03.2011	31.03.2010
Salary, HRA and other perquisites	39,19,600	38,49,709
Employer's contribution to provident fund	3,81,600	3,81,600
Total	43,01,200	42,31,309

The Managerial Remuneration paid to Mr. Areef Patel, Whole-time Director, designated as Executive Vice Chairman, for the year ended March 31, 2011 is under provision of section 269 read with Schedule XIII of the Companies Act, 1956 and is within the limits envisaged under part B of Clause 1 of Section II of Part II of the said Schedule XIII.

SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

18. Auditors' Remuneration :-

(Amt. in Rs.)

Particulars	Year Ended 31-03-2011	Year Ended 31-03-2010
Audit Fees	8,82,400*	8,82,400*
Tax Audit Fees	1,65,450*	1,65,450*
Certification Fees including Limited Review	1,93,025*	1,93,025*
Out of Pocket Expenses	27,575*	27,575*
	12,68,450	12,68,450

* includes service tax and education cess of Rs.1,18,450/- (Previous Year Rs.1,18,450/-).

19. Earnings per share :-

(Amt. in Rs.)

Particulars	Year ended 31.03.2011	Year ended 31.03.2010
a) Calculation of weighted Average Number of Equity Shares of Rs.10 each.		
i) Number of shares at the beginning of the year	1,50,79,412	1,50,79,412
ii) Total number of Shares outstanding at the end of the year.	1,50,79,412	1,50,79,412
iii) Weighted average number of Equity Shares outstanding during the year.	1,50,79,412	1,50,79,412
iv) Total Number of Shares.	1,50,79,412	1,50,79,412
b) Net Profit After Tax	3,18,79,806	4,56,22,867
Basic and Diluted Earning per Share (in Rupees).	2.11	3.03
c) Nominal Value of Share	10.00	10.00

20. Related party disclosures

Related Parties have been classified as per Accounting Standards of Institute of Chartered Accountants of India as under :

- A) Individuals owning directly or indirectly an interest in the voting power of the reporting enterprise that gives them significant influence over the enterprise, and relative of such individual (Clause 3(c) of AS 18).

Mr. Asgar S. Patel and his relatives within the meaning of section 6 read with Schedule IA of the Companies Act, 1956.

- B) Key Management Personnel and relatives of such personnel (Clause 3(d) of AS18)

Mr. Areef Patel and his relatives within the meaning of section 6 read with Schedule IA of the Companies Act, 1956.

- C) Enterprises over which any person described in (A) or (B) is able to exercise significant influence (Clause 3(e) of AS 18)

- Wall Street Securities & Investment (India) Ltd.
- Transways Combines Pvt. Ltd.
- Patel Real Estate Developers Pvt. Ltd.
- One Capitall Ltd.
- Patel Holdings Ltd.
- Wall Street Derivatives and Financial Services (India) Pvt. Ltd.
- Natasha Constructions Pvt. Ltd.
- Natasha Homes Pvt. Ltd.
- Natasha Construction Projects Pvt. Ltd.
- A. S. Patel Trust
- Goldman (Patel Family) Beneficiaries Trust



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SCHEDULE FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011 (Contd..)

(Amt. in Rs.)

Sr.	Nature of Transactions	A		B		C	
		10-11	09-10	10-11	09-10	10-11	09-10
1.	Rent Paid	72000	72000	—	—	496485	861000
2.	Remuneration Paid	—	—	4301200	4231309	—	—
3.	Reimbursement of Expenses Paid	20560	19030	—	—	1039527	612499
4.	Reimbursement of Expenses charged	—	—	—	—	3498528	1513489
5.	Adjustment Against Deposits	—	—	—	—	—	120000
6.	Advance Repaid	—	—	—	—	—	300000
7.	Inter Corporate Deposit Repaid	—	—	—	—	42500000	8547138
8.	Inter Corporate Deposit Taken	—	—	—	—	38000000	—
9.	Interest on ICD paid	—	—	—	—	3281111	—

NOTES :

- i. Mr. Areef Patel, Executive Vice Chairman has given his personal guarantee in favour of Banks against overdrafts and cash credit facilities to the extent of Rs.47,85,00,000/- sanctioned to the Company, for which no monetary benefit has accrued to him.
- ii. There are no provisions for doubtful debts or amounts written off or written back during the year for debts due from or to related parties.
21. In the opinion of the Board, current assets, loans and advances have a value of at least equal to the amounts shown in the Balance Sheet, if realised in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of amount considered reasonably necessary. There are no contingent liabilities other than those stated in Note No. 4.
23. Previous year's figures are regrouped/restated wherever required.

SIGNATURE TO SCHEDULES "A" TO "O"

For and on behalf of the Board,

A. S. PATEL
Chairman

A. A. PATEL
Executive Vice Chairman

P. S. G. NAIR
Director

M. L. UKIDAVE
Chief Financial Officer

N. B. AKOLKAR
Company Secretary

Mumbai,
Dated : 30th August, 2011

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

		Year ended 31.03.2011 Rupees	Year ended 31.03.2010 Rupees
A. Cash Flow arising from Operating Activities :			
Net Profit before tax and extraordinary items		5,01,63,892	6,17,19,950
Add Back :			
a) Depreciation charge	3,88,75,774	3,72,11,188	
b) Interest charge	7,40,49,339	5,75,81,360	
c) Loss on sale of Assets	24,54,495	—	
		11,53,79,608	9,47,92,548
		16,55,43,500	15,65,12,498
Deduct :			
a) Dividend Income	5,59,511	5,06,127	
b) Interest	1,12,47,840	99,88,542	
c) Profit on sale of assets	—	1,83,82,566	
d) Profit on sale of Investment	7,14,228	—	
		1,25,21,579	2,88,77,235
Operating Profit before Working Capital changes		15,30,21,921	12,76,35,263
Deduct :			
a) Increase in trade & other receivables	4,22,57,628	2,90,38,164	
b) Decrease in trade payables	14,40,930		
		4,36,98,558	2,90,38,164
		10,93,23,363	9,85,97,099
Add :			
a) Increase in trade payables	—	5,88,66,375	
b) Decrease in trade & Other receivables	—	—	5,88,66,375
Cash inflow / (outflow) from operations		10,93,23,363	15,74,63,474
Deduct :			
a) Direct taxes paid (net)	1,30,43,402	7,32,50,657	
		1,30,43,402	7,32,50,657
Net cash inflow / (outflow) in course of operating activities		9,62,79,961	8,42,12,817
B. Cash Flow arising from Investing Activities :			
Outflow :			
a) Acquisition of fixed assets	6,63,16,554	2,85,44,774	
b) Purchase of investments	12,48,63,926	19,501	
c) Increase in Capital Work in Progress	1,00,000	1,97,982	
		19,12,80,480	2,87,62,257
Inflow :			
a) Sale of fixed assets	37,16,300	2,54,30,500	
b) Interest received	97,12,882	91,28,657	
c) Dividend received	5,59,511	5,06,127	
d) Sale of Investments	12,52,82,707	—	
e) Fixed Deposits matured	2,16,45,548	1,35,82,397	
		16,09,16,948	4,86,47,681
Net cash inflow / (outflow) from investing activities		(3,03,63,532)	1,98,85,424



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CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

		Year ended 31.03.2011 Rupees	Year ended 31.03.2010 Rupees
C. Cash Flow arising from Financing Activities :			
Inflow :			
a) Proceeds from public deposit	1,24,99,000	49,23,000	
b) Proceeds from Other Loans	2,13,95,836	1,40,74,101	
c) Proceeds from overdrafts	3,34,53,443	3,79,913	
		6,73,48,279	1,93,77,014
Outflow :			
a) Interest paid	7,46,90,394	5,71,21,730	
b) Borrowings paid off	45,00,000	85,47,138	
c) Dividend paid	1,50,79,412	1,50,79,412	
d) Term Loan Repaid	72,75,829	-	
e) Hire Purchase Loan Repaid (Net)	-	1,37,26,003	
f) Dividend Tax paid	25,04,690	25,62,746	
		10,40,50,325	9,70,37,029
Net cash inflow/(outflow)from financing activities		(3,67,02,046)	(7,76,60,015)
Net increase in cash/ cash equivalents (A + B + C)		2,92,14,383	2,64,38,226
Add: Balance at the beginning of the year		10,34,25,138	7,69,86,912
Cash/ cash equivalents at the close of the year		13,26,39,521	10,34,25,138

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

For and on behalf of the Board,

A. S. PATEL
Chairman

A. A. PATEL
Executive Vice Chairman

P. S. G. NAIR
Director

Mumbai,
Dated : 30th August, 2011

M. L. UKIDAVE
Chief Financial Officer

N. B. AKOLKAR
Company Secretary

**STATEMENT PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

I. Registration Details

Registration No.

			1	2	3	9	6
--	--	--	---	---	---	---	---

State Code

1	1
---	---

Balance Sheet Date

3	1	0	3	2	0	1	1
---	---	---	---	---	---	---	---

Date Month Year

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

Public Issue

N	I	L
---	---	---

 Right Issue

N	I	L
---	---	---

Bonus Issue

N	I	L
---	---	---

 Private Placement

N	I	L
---	---	---

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

Total Liabilities

1	3	3	1	9	9	5
---	---	---	---	---	---	---

 Total Assets

1	3	3	1	9	9	5
---	---	---	---	---	---	---

Sources of Funds

Paid-up-Capital

1	5	1	2	4	2
---	---	---	---	---	---

 Reserves and Surplus

7	1	8	5	9	1
---	---	---	---	---	---

Secured Loans

2	6	7	6	8	5
---	---	---	---	---	---

 Deferred Payment Liability

5	8	5	2	4
---	---	---	---	---

Unsecured Loans

8	5	3	0	5
---	---	---	---	---

 Net Deferred Tax Liability

5	0	6	4	8
---	---	---	---	---

Application of Funds

Net Fixed Assets

4	5	9	2	3	3
---	---	---	---	---	---

 Investments

4	0	6	9	2
---	---	---	---	---

Net Current Assets

8	3	2	0	7	0
---	---	---	---	---	---

Accumulated Losses

N	I	L
---	---	---

 Miscellaneous Expenditure

N	I	L
---	---	---

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

Turnover (Total Income)

4	3	0	8	6	7	0
---	---	---	---	---	---	---

+ - Profit (Loss) Before Tax

✓	
---	--

5	0	1	6	4
---	---	---	---	---

(Please tick Appropriate box (+) for profit, (-) for loss)

Earnings Per Share in Rs.

2	.	1	1
---	---	---	---

Total Expenditure

4	2	5	8	5	0	6
---	---	---	---	---	---	---

+ - Profit (Loss) After Tax

✓	
---	--

3	1	8	8	0
---	---	---	---	---

Dividend rate % Equity

1	0
---	---

 Preference

-	-
---	---

V. Generic Names of Three Principal Products/Service of Company (As per monetary terms)

Item Code No.(ITC Code)

N	.	A
---	---	---

Product Description

(i)

T	R	A	N	S	P	O	R	T	A	T	I	O	N
O	F		G	O	O	D	S						

(ii)

A	I	R	F	R	E	I	G	H	T				
---	---	---	---	---	---	---	---	---	---	--	--	--	--

(iii)

C	A	R	G	O									
---	---	---	---	---	--	--	--	--	--	--	--	--	--

For and on behalf of the Board,

A. S. PATEL

Chairman

A. A. PATEL

Executive Vice Chairman

P. S. G. NAIR

Director

M. L. UKIDAVE

Chief Financial Officer

N. B. AKOLKAR

Company Secretary

Mumbai,

Dated : 30th August, 2011

August 30, 2011

Dear Shareholder(s)

Sub.: NECS Mandate / Bank account details to be submitted by shareholders.

Securities and Exchange Board of India (SEBI) has directed the Companies to remit the dividend to their shareholders by way of National Electronic Clearing Service (NECS). If a shareholder does not opt for the NECS then the Company is required to print the bank account details of the shareholder on the dividend warrant.

We have the NECS facility for our shareholders and the coverage of the facility depends upon the response of shareholders.

The dividend of shareholders who have decided to opt for the NECS facility, will be directly credited to their bank account of which details are submitted by them. An intimation will be separately sent to shareholders giving the details of the credit of dividend, after the same is credited to their bank accounts.

If you decide to avail of the NECS facility, you are requested to fill up the enclosed 'NECS Mandate form' and send the same on or before 26th September 2011 to your Depository Participant (DP) in case you hold the shares of the Company in the dematerialized form AND to the Share Transfer Agents of the Company if you hold the shares of the Company in the physical form.

Even if you decide not to avail of the NECS facility to be extended by the Company, you are still requested to fill up the enclosed 'Bank Account Details Mandate form' and send the same on or before 26th September 2011, to the Share Transfer Agents of the Company, so that your bank account details can be printed on your dividend warrant to avoid fraudulent encashment.

Thanking you,

Yours' faithfully,

For PATEL INTEGRATED LOGISTICS LIMITED

(NITIN B. AKOLKAR)

Company Secretary

NECS MANDATE FORM

To,
Computronics Financial Services (I) Ltd.
Unit : Patel Integrated Logistics Ltd.
No.1, Mittal Chambers,
Nariman Point,
Mumbai – 400 021.

Dear Sirs,

Re.: Payment of Dividend through NECS (NECS Mandate Form)

I/We hereby give my/our mandate to credit my/our Dividend on the shares held by me/us under the below mentioned folio, directly to my/our bank account through the National Electronic Clearing Service (NECS).

The details of my/our bank account for direct credit under NECS are given below:

1.	Name of the first / Sole shareholder (IN BLOCK LETTERS)											
2.	Folio No. (Use separate form for each folio)											
3.	Name of the Bank (full)											
4.	Bank Branch identification											
5.	Address and telephone no. of the Bank / Branch											
6.	9 digit code no. of the Bank and Branch as appearing on the MICR Cheque issued by the Bank	<table border="1"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>										
7.	Tick the type of Account of which code is given above	a) Savings b) Current c) Cash Credit										
8.	Bank account no. as appearing on the cheque book											
9.	Bank ledger no. / bank ledger folio no., if any, as appearing on the cheque book											

I/We enclose a blank cancelled cheque / xerox copy of cheque to enable you to verify the details of the bank account.

I/We hereby declare that the particulars given hereinabove are correct and complete. If any transaction is delayed or is not effected at all because of incomplete or incorrect information, I/We will not hold the Company/the user institution/bank responsible for the same. I/We undertake to inform any subsequent changes in the above particulars before the relevant book closure date(s). I/We understand and agree that, the above details shall be maintained by you till I/We hold the shares in physical mode under the captioned folio(s). I/We hereby agree to avail the NECS facility provided by RBI and implemented by the Company.

Place :

Date :

(Signature of the Sole/First Shareholder)

BANK ACCOUNT DETAILS MANDATE FORM
(for shareholders who do not want to avail the NECS facility)

To,
Computronics Financial Services (I) Ltd.
Unit : Patel Integrated Logistics Ltd.
No.1, Mittal Chambers,
Nariman Point,
Mumbai – 400 021.

Dear Sirs,

Re.: Bank account details for printing on the dividend warrants

I/We hereby give details of my/our bank account which may be printed on my/our dividend warrant / other payment instrument for dividend, as we wish our dividend to be deposited in / credited to the said account.

1.	Name of the first / Sole shareholder (IN BLOCK LETTERS)	
2.	Folio No. (Use separate form for each folio)	
3.	Name of the Bank (full)	
4.	Bank Branch identification	
5.	Address and telephone no. of the Bank / Branch	
6.	Tick the type of Account	a) Savings b) Current c) Cash Credit
7.	Bank account no. as appearing on the cheque book	

I/We hereby declare that the particulars given hereinabove are correct and complete. If any transaction is delayed or is not effected at all because of incomplete or incorrect information, I/We will not hold the Company or the bank responsible for the same. I/We undertake to inform any subsequent changes in the above particulars before the relevant book closure date(s).

Place :

Date :

(Signature of the Sole/First Shareholder)



ATTENDANCE SLIP

Registered Office : "Patel House", 5th Floor, Plot No.48, Gazdarbandh,
North Avenue Road, Santacruz (W), Mumbai - 400 054.

L. F. No./ DP & Client ID No	
No. of Shares held	

I/We hereby record my/our presence at the 49th Annual General Meeting of the Company held at the Sheila Raheja Hall, Rotary Service Centre, Juhu-Tara Road, Santacruz (W), Mumbai - 400 049 on Wednesday, September 28, 2011 at 11.00 a.m.

Name of the Shareholder (In Block Letters)	
Signature of the Shareholder	
Name of the Proxy (In Block Letters)	
Signature of the Proxy	

NOTES :

1. You are requested to sign and hand over this slip at the entrance of the meeting venue.
2. If you intend to appoint proxy to attend the Meeting instead of yourself, the proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding Meeting.
3. Members are requested to bring their copy of the Annual Report with them to the Meeting as additional copies of the same will not be made available at the Meeting.

----- TEAR HERE -----



L. F. No./ DP & Client ID No	
No. of Shares held	

FORM OF PROXY

Registered Office : "Patel House" 5th Floor, Plot No.48, Gazdarbandh,
North Avenue Road, Santacruz (W), Mumbai - 400 054.

I/We _____ of _____
_____ in the district of _____
_____ being a member/members of the above named Company hereby appoint
_____ of _____
_____ in the district of _____
_____ or failing him _____
of _____ in the district of _____
_____ as my/our proxy

to vote for me / us on my / our behalf at the 49th Annual General Meeting of the Company to be held on Wednesday, September 28, 2011 at 11.00 a.m. at the Sheila Raheja Hall, Rotary Service Centre, Juhu-Tara Road, Santacruz (W), Mumbai - 400 049 and at any adjournment or adjournments thereof.

Signed this _____ day of _____ 2011.

Please
affix 1 rupee
Revenue
Stamp

Signature

Note : This form in order to be effective, shall be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.



- Leaders in surface transport
- Door-to-door express cargo service
- More than 350 Patel Roadways stations in India
- Delivery at more than 1000 stations across India
- Over 1000 trucks plying all over India everyday
- More than 300 owned vehicles
- Express cargo service at more than 250 stations
- Automated handling of cargo
- Advanced Vehicle Tracking System (VTS)
- Wide infrastructure nation-wide



- Undisputed leaders in domestic co-loading
- Operates 500 flights per day
- Moves 1,00,000 kgs. of couriers everyday
- 105 POBC branches in major Indian cities
- Major market share of international courier consolidation
- IATA certified cargo agency
- International Freight Forwarding
- Customized warehousing facility

To,



If undelivered, please return to :
COMPUTRONICS FINANCIAL SERVICES (INDIA) LTD.
Unit : Patel Integrated Logistics Ltd.
No. 1, Mittal Chambers,
Nariman Point,
Mumbai 400 021.