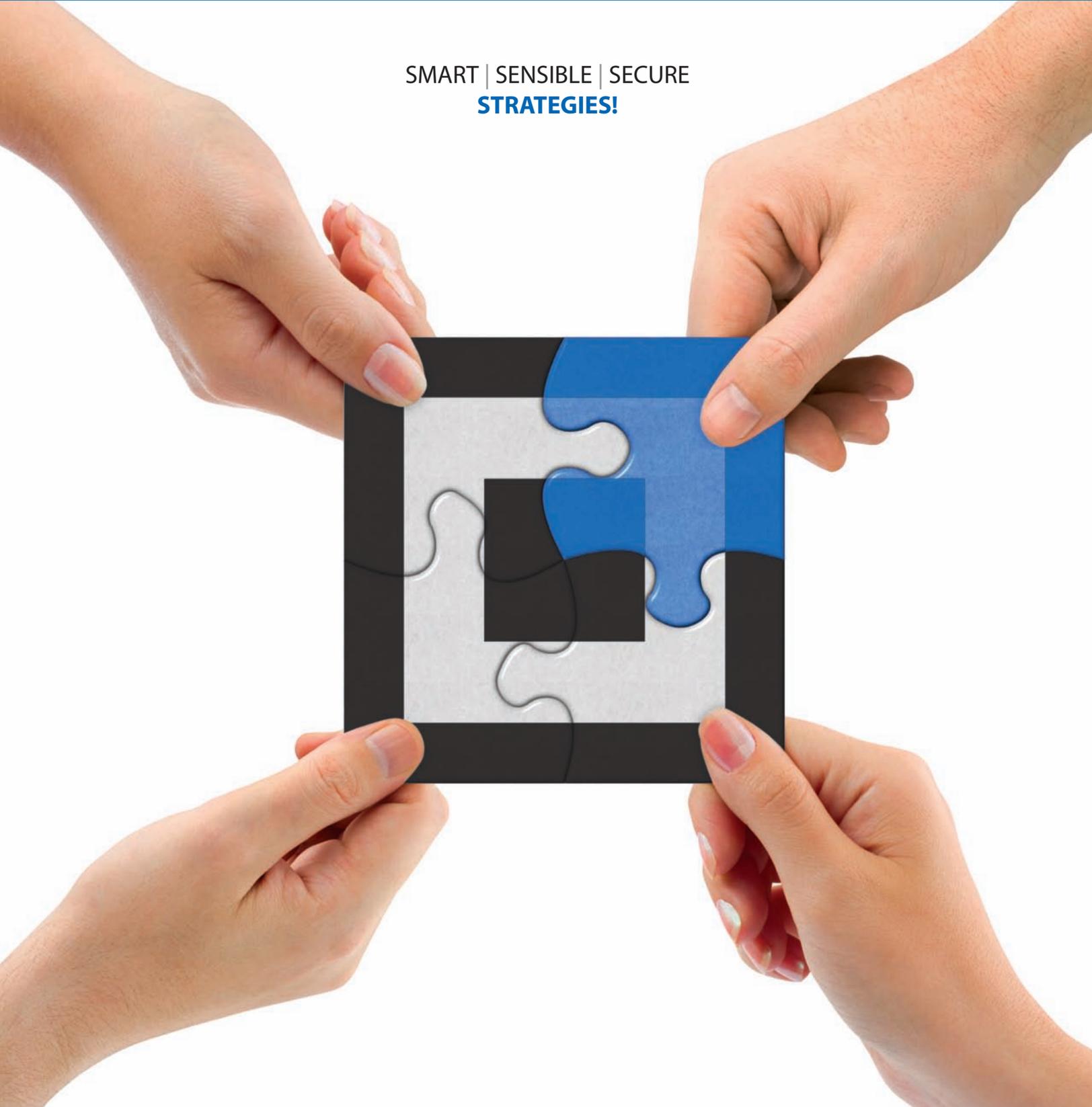


SMART | SENSIBLE | SECURE  
**STRATEGIES!**



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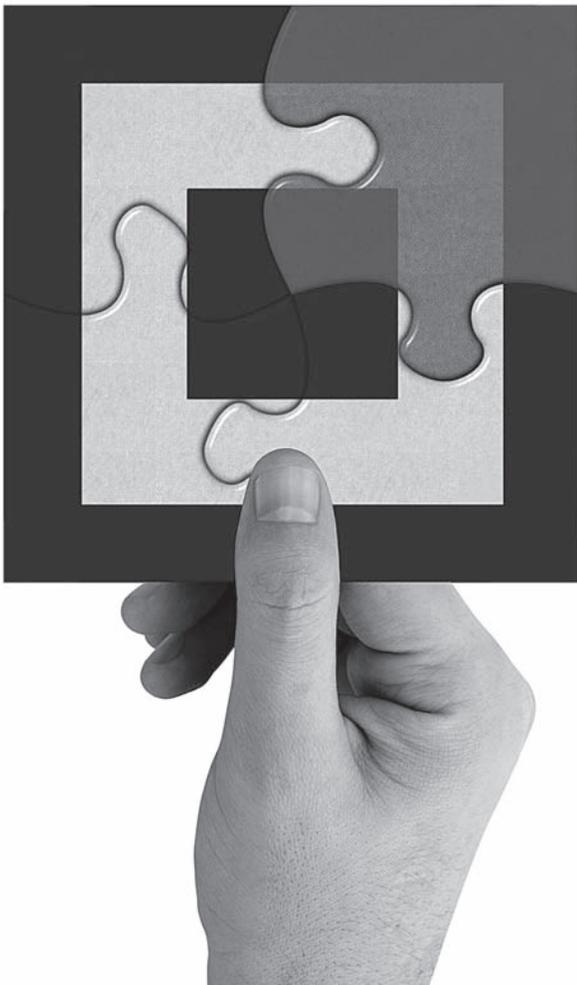
# Smart, Sensible, Secure Strategies!

Our Vision: ***To create international landmarks through innovation and best practices thereby enhancing value to our customers.***

The vision establishes first and foremost, our commitment to value creation and enhancement for our customers. We have structured our business and built an organization fully imbibing the vision in word and spirit and aligned all our strategies to it. After understanding customer needs, we employ industry best practices for creating innovative designs and executing our projects to the highest quality. Seamlessly aligned to achieve the objectives stated in the vision, our strategies provide us the roadmap to channelize our resources, effectively providing a blueprint of our future course of action. These strategies play a pivotal role in ensuring our long-term growth and sustainability.

Customer-centricity, execution excellence and fiscal prudence form critical pillars of our business strategy. With a clear understanding of our target segment, the modern, upwardly mobile Indian high income demographic, we design to meet the aspirations of these consumers. We constantly innovate to fulfill their implicit requirements by exploring new themes, materials and also employ top rated Indian and International architects. Customer-centricity provides us a framework to align our customer offerings with our long-term business objectives. An unwavering focus on attaining excellence in execution allows us to create signature properties that cater to the tastes of our discerning customers. These, in turn, ensure our strong branding that helps in faster monetization of our projects and fosters goodwill. Fiscal prudence governs us in pursuing profitable value creation while taking measured risks coupled with adequate mitigation measures.

Business strategies together with an unwavering focus on our vision have helped us deliver strong business results even in most difficult times. With a longstanding legacy of 142 years and a clear understanding that real estate is a long-term play, we continue to be governed by our tested business strategies. Strategies which are smart, sensible and secure!





# Message

## from the Chairperson

### Urvi Piramal

Dear Shareholders,

It is a matter of privilege to present to you the Company's performance for financial year 2011-12. During the year, the deteriorating global economy impacted the real estate sector in India as well. However, even in a hostile environment, Peninsula Land executed its projects in time and launched projects in new cities.

#### **World Economy**

The last one year has been tougher than what we expected. The world economy has gone through a very tough time. It clocked an annualized growth of 3.9% in 2011 and the fourth quarter last financial year has been pretty bad.

The debt crisis in Spain, Greece and Italy impacted the stronger countries like Germany, France and UK. Nine Eurozone nations were downgraded by Standard & Poor (S&P).

Over the last few weeks, there have been some positive developments and the financial indicators seem to have stabilized, especially in the US. The US economy has regained some traction but there are concerns about its sustainability. Even as the prospects for recovery have improved a bit, significant risk still remains.

Real GDP growth should pick up gradually during 2012-13. It is forecast to slow to about 3.5% in 2012, from about 3.9% in 2011, and to return to 4% in 2013 as against the 3.6% projected earlier for both years.

#### **Indian Economy**

During the year, Indian economy grew at a nine-year low of 6.9% in 2011-12, which can be attributed to external as well as domestic issues. International crude oil prices

have surged and have been consistently over \$100 per barrel for most part of last year. Exports from India to Europe were also affected due to the financial crises in Europe.

During the year, the Inflation has been a major cause of concern and has been on the rise. The Reserve Bank of India did intervene and implemented measures such as increase in interest rates and CRR. Food inflation, after a seasonal decline, rose again. The growth rate of investment in the economy is estimated to have registered a significant decline during the current year.

The Indian economy is estimated to have grown by 6.9% per cent during the financial year 2011-12, after growing at the rate of 8.4% in each of the two preceding years. Agriculture is estimated to grow at 2.5% for 2011-12, a little lower than expected.

The International Monetary Fund (IMF) as well as Asian Development Bank (ADB) has projected only a 6.9% economic growth for India in 2012. This is below the 7% projected in January this year.

India is the only emerging economy for which growth projection has been pared.

#### **Real Estate Sector in India**

Over the last one and a half years, though the real estate sector witnessed a gradual consolidation, according to reports by rating agency Fitch: demand for office space is likely to be maintained at 2011 levels. This momentum in demand will basically be driven by the additional hiring momentum by IT/ITeS sector which is the major consumer of office space in India.

Though the real estate sector contributed only 5% of India's overall GDP in 2011-12 as compared to a contribution of 10.6% in FY 2010-11, according to ULI-PricewaterhouseCoopers (PwC) report, India still leads the pack of top real estate investment markets in Asia.

According to industry experts, the real estate sector in India is being recognized as an infrastructure service that is driving the economic growth engine of the country. In fact, foreign direct investment (FDI) in the sector is expected to increase to US\$ 25 billion in the next 10 years, from present US\$ 4 billion, according to a latest industry body report.

### **Peninsula Land: Way Forward**

Peninsula Land has completed and executed 6.4 million sq ft of development in the residential, commercial and retail space till date.

During the year, having completed Mumbai projects, the company spread its wings and launched projects outside Mumbai in new cities like Nasik, Pune, Goa, and Lonavala. With the launch of these projects, the company has undertaken an additional development close to 3 million sq ft in these cities. And the value of these projects will be about ₹1500 crores.

In Goa, Peninsula Land is constructing premium residential development – Ashok Beleza, which is expected to be completed by the end of 2013. Since its launch, this project has received a favourable response from customers.

Ashok Astoria, the residential projects at Nasik has already been launched and part of the project has already been sold. At Lonavala, work has started at Ashok Nirvaan, a second home project which will have modern contemporary villas.

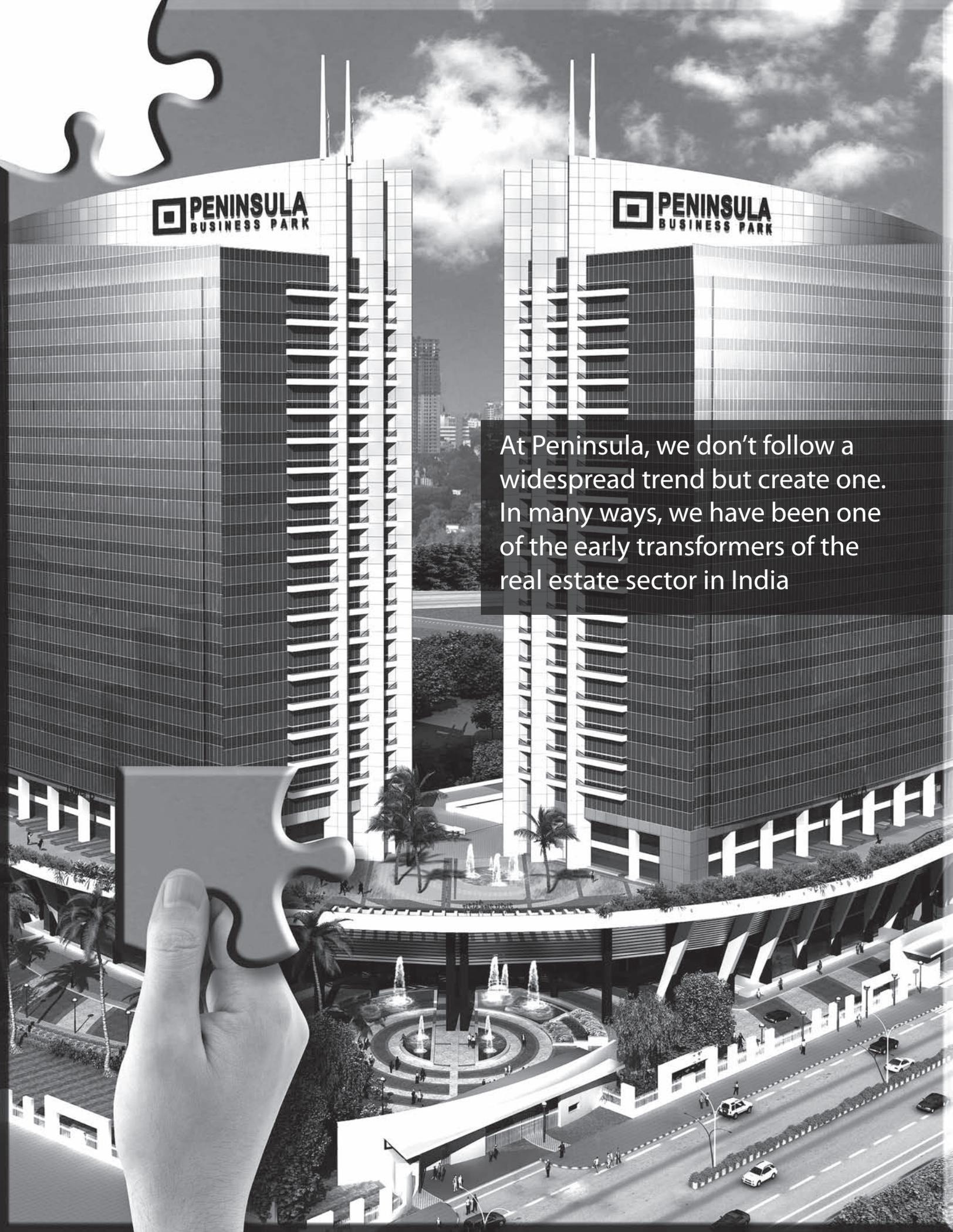
Even as the company is busy breaking ground and launching new projects, acquiring land had been the focus for the last 18-24 months. Over the last two years, the company has strengthened its land bank and acquired land parcels to the tune of ₹1150 crores. During the year, the company acquired properties in Mumbai, Pune and Bengaluru.

With all this, Peninsula Land has embarked on the second phase of growth. And going forward, we will focus on monetizing our land parcels and executing our projects in time that will further strengthen our financial position. The company has a surplus of cash and healthy debt-equity ratio.

Let me thank all of you for the immense support and faith reposed in the company that has helped us to move closer to our goal. I am confident that this continued support will help us sustain our growth.

Yours sincerely

Urvi Piramal

A hand holding a puzzle piece in the foreground, with a large building in the background. The building is a modern skyscraper with a curved facade and a grid-like pattern of windows. The sky is cloudy. The text "PENINSULA BUSINESS PARK" is visible on the building's facade.

**PENINSULA**  
BUSINESS PARK

**PENINSULA**  
BUSINESS PARK

At Peninsula, we don't follow a widespread trend but create one. In many ways, we have been one of the early transformers of the real estate sector in India

# Smart Strategies!

The Law of the Vital Few' serves a decisive insight into segmentation. India, with its diversity as well as vastness of its consumer markets, offers a sea of opportunities for all businesses, including real estate. The rapid economic growth witnessed over the last two decades in India has resulted in an ever expanding pool of achievers. These are discerning customers, with wide exposure to the best of international lifestyles. They expect living with superior design and amenities, conveniences and comforts, at par with the world's best, at their homes in India.

At Peninsula Land, they form the core of our target customers. Getting the segmentation right is our first critical differentiator and the same helps us in playing to our strengths. Our business strategy is created keeping in mind their expectations at every stage of development and delivering accordingly. From land acquisition being in locations suitable for premium developments, design development employing renowned architects and designers, execution by reputed contractors, construction quality control, to having a dedicated handover cell for customer possession and a post-possession customer support setup at our sites.

We leave no stone unturned. We deploy contemporary architecture and spacious designs to deliver a fulfilling living experience.

We believe that a home should be part of a vibrant community that brings opportunities and comforts at the doorstep - for children to play and make friends, for families to meet, bring leisure and entertainment to everyone to unwind and facilities to stay fit. Our endeavor is to provide best in class amenities with play areas, ample open spaces coupled with club houses, coffee shops and recreation centers that creates a sense of belongingness.



We also strive to provide a host of additional services for our customers and give them a wholesome Peninsula Land experience. For instance, Venitas, our interior decor service offers tasteful design and furnishing options to complete the home. Sourced from a wide global network, these products are offered at competitive prices to our customers.

Similarly, Peninsula Facility takes over the responsibility of keeping the customers environs safe, secure and clean. Or for that matter, customers can call on the concierge from the Serviens desk for completing daily chores, booking tickets, making restaurant reservations or planning for vacations. Not to forget, pay the bills and file in the taxes.

At Peninsula Land, we know what our customers want and we ensure that they get it. We approach our business as one that provides lifestyle solutions. Having delivered many landmark projects in Mumbai based on these principles, we have expanded our footprints in western and southern India to deliver the same.

Smartly, focusing on our strengths and accelerating business growth.



We do not getting swayed  
by short term movements in  
business cycle but maintain  
a longer term focus on our  
profitability and growth



The image shows a modern living room with a white sectional sofa, a black coffee table, and a large window with a balcony. A hand is shown placing a puzzle piece into a ceiling structure, symbolizing strategic focus. A dark puzzle piece is also visible in the bottom right corner.

# Sensible Strategies!

Focusing on our thoughtfully chosen segment of customers, we act like a deft artisan in executing our projects with precision and efficiency. Choice of the locations of our projects is driven by a clear understanding of the pulse of our valued customers. With an increasing number of Indians seeking a second home away from the fast-paced and busy city life, we were prompted to make pioneering entry into the emerging segment of vacation homes. The development work on vacation homes in serene surroundings of three exotic locations namely Alibaug, Lonavala and Goa is progressing.

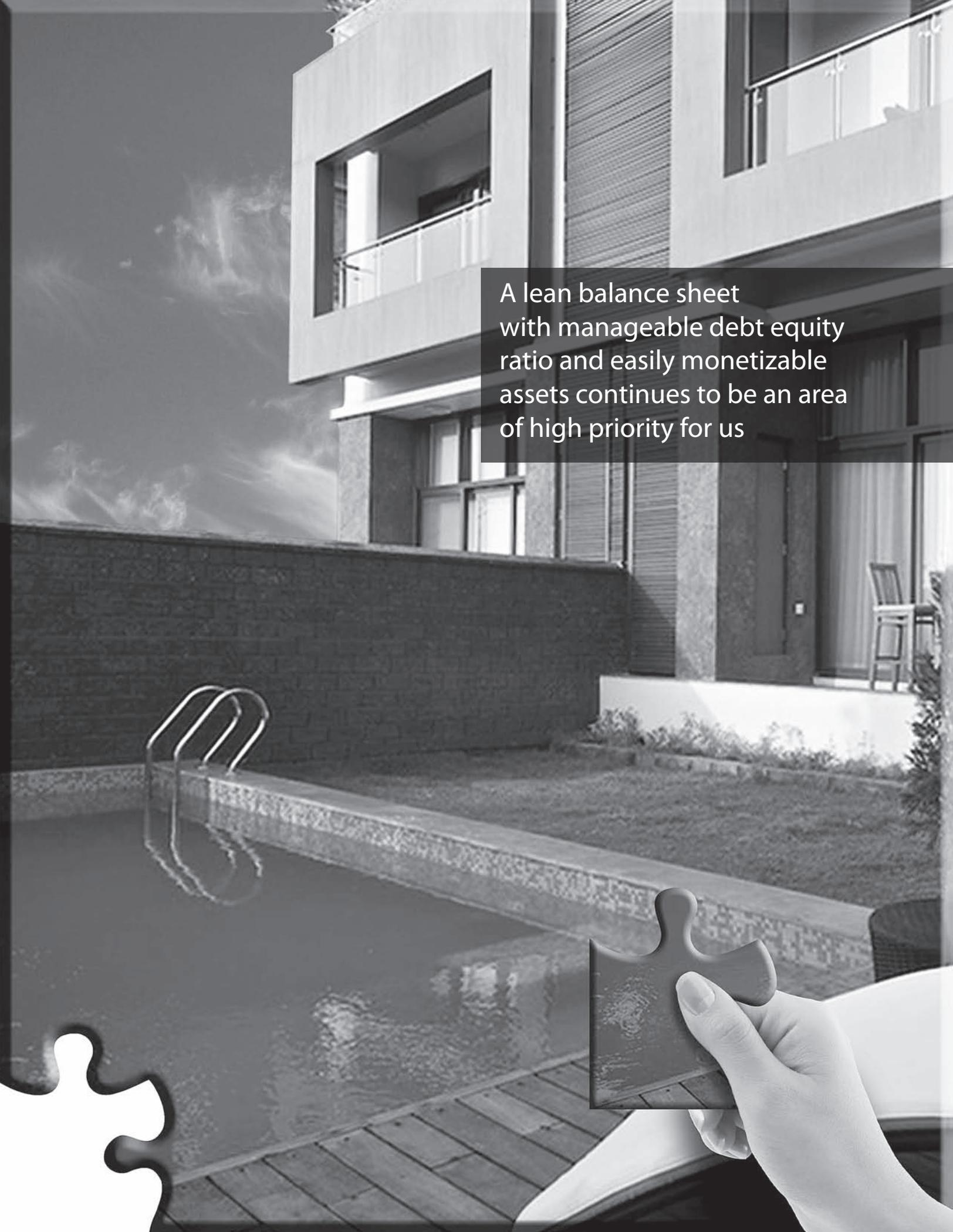
We distinguish our diverse business offerings with distinct brands. Courtesy our impeccable execution excellence and proven track record, residential customers vouch for brand 'Ashok' and commercial customers aspire for brand 'Peninsula' in our geographies of operations. To ensure flawless execution, we deploy complementing functions in a cohesive and integrated manner. Our land acquisition team scouts for locations that meet our customer needs and also our business guidelines in terms of value creation and development potential. While Concept & Design function undertakes the responsibility of architecture, sourcing and commercial aspects; Project function undertakes the responsibility of quality assurance and timely execution. Sales & Marketing function ensures customer engagement and relationship including sales while Facility Management function takes charge of value-added services as the project approaches possession hand-over stage. A robust Performance Management System motivates each member of cross-functional teams to deliver customer delight every time.



Out three guiding principles for customer centricity are defined by TIE (Trust, Innovation & Engagement). Gaining customer Trust by delivering on our promises, value addition through adoption of Innovation in business practices and design and keeping abreast with our customer's needs, wants and pains through continuous Engagement. These principles are woven into the fabric of our organization. Every employee works in a manner to achieve TIE.

At Peninsula Land, harboring the requisite skill-sets in-house and honing them further is viewed as a sensible business strategy. Setting higher internal benchmarks for ethical conduct, pursuit of excellence and collaborative working helps us enhance our brand equity for external audience. Internally, it inspires our employee pool to engage better and helps us align them with the overall business vision of the organization.

Our customers are at centre of everything we do and we ensure that they remain glad to be associated with Peninsula, today, tomorrow and forever. That's Sensible.

A black and white photograph of a modern, multi-story house with a swimming pool in the foreground. A hand is holding a puzzle piece in the bottom right corner, symbolizing a missing piece or a key element. The house has balconies and large windows. The pool has a metal ladder. The sky is cloudy.

A lean balance sheet with manageable debt equity ratio and easily monetizable assets continues to be an area of high priority for us

# Secure Strategies!

Sustainable and profitable growth is of paramount importance to us, at Peninsula Land. Leveraging the experience from successful navigation through varied economic environments, we make prudent strategic investments aimed at sustained value creation. We follow a risk averse and conservative business approach with clear focus on current deliverables.

The same principle guides us to stay away from assimilation of land bank at speculative cost or unrealistically longer timeframe. At Peninsula Land, we invest in land parcels that possess a clear monetization timeframe of 3-5 years. It helps us maintain a favorable leverage and strengthened balance sheet positions at all times.

We leverage our brand equity and know-how of real estate development in creating and sharing value. We distinguish ourselves in the competitive arena with very high standards of quality and operational excellence. We also deploy the collaborative approach towards faster creation of value. Collaborative development of projects with right minded and endowed partners forms a substantive chunk of our project pipeline.

Our philosophy of collaborative growth and tall stature amidst Indian real estate spectrum has led to the formation of a Joint Venture with Brookfield Asset Management Inc, a global asset manager with over USD 68 billion of property assets, to launch a ₹500 crore



domestic real estate fund. We are ready to leverage our domain experience and maturity with Brookfield's global expertise in real estate and private fund management. The same would enable us make additional returns by investing in various Indian real estate projects.

Our internal prudential norms ensure optimum debt exposure and risk minimization through risk sharing and time bound asset monetization. That's Secure.

At Peninsula, we believe that only a satisfied customer can drive our growth and profitability. Over the years we have been continuously investing to gain an in-depth understanding of our customer, their desires and to create resources that can fulfill their desires project after project. Our aspirations are backed by our strong internal processes and controls that ensure that decade after decade our unblinking focus remain on providing value living to our customers.

# Corporate

## Social Responsibility

### CSR Initiatives

At Peninsula Land Ltd., it is our endeavor to create a positive impact on the environment and society we operate in. Over the last few years, we have taken several initiatives focused towards betterment of people within and outside the Group, conservation of the environment and development of communities. PLL has decided to set aside 0.5% of its PBT every year for CSR activities. Our HR policy encourages employees to volunteer for at least two days in a year for social activities. All our CSR initiatives are implemented along with Urvi Ashok Piramal Foundation (UAPF).

We have already reached out to over 350 villages through our various CSR initiatives. During the year, we undertook several initiatives for the improvement of the environment, health and livelihood segments. Over 100 of our employees volunteered in many such activities.

### Environment Initiatives

During the year, our environment initiatives ranged from community based solid-waste management to creating a green village and environment awareness among villagers and school children.

In Goa, we undertook a community based solid waste management project at village Raise Magos. As part of this project 200 kg of dry garbage was converted into manure while recycling the remaining dry garbage. The result was that the village became cleaner due to proper disposition of the garbage. The villagers have accepted the recycling initiative and now regularly practicing garbage segregation at their homes.



In Rajasthan, we launched a Green village project on a pilot basis in a village called Pratapura in Jhunjhunu district. Various initiatives that will reduce the carbon footprint have been implemented and it started with planting 200 saplings. This was followed by installing 15 street solar lights, promoting wormi-composting for proper management of garbage and constructing 40 soak pits to manage waste water. To address the water scarcity, we constructed a rainwater harvesting and percolation tank with a large storage capacity as the starting point.

While we initiated projects in villages, we also decided to look at communities living in the forests. We initiated a project around the PENCH forest area in Madhya Pradesh to educate the locals about preserving the flora and fauna. A base camp has been created and 300 school children have been educated through workshops on the importance of biodiversity conservation, preservation and sustainability which will be a win-win situation for the locals as well as tigers living in this forest.

### Health Care Initiative

In this sector, the focus was on children and women. The biggest achievement in this sector was the launch of a 25-bed maternity hospital for mother and child care in Bagar district of Jhunjhunu, Rajasthan. This hospital caters to people in 100 villages in and around Bagar. This hospital is well-equipped with an operation theater, neo-natal care unit, spacious and comfortable wards, sonography facility, 24 hours residential gynaecologist and trained nursing staff. Around 60 deliveries have already been conducted and three health camps were organized in this hospital. Along with this, we have started community based awareness programme on mother and child care.



We also launched programmes for the families of the employees working at our construction sites. We started a creche at our construction site in Nasik which takes care of all the requirements of the children while their parents are at work. Apart from the food and medical care, the children are also provided basic education.

For the workers at the construction sites, we have set up health clinics at some of our construction sites that provide health care facility to our laborers including medical examination, laboratory tests, necessary medication and if needed referral to specialists.

Apart from this, we also organized a week of wellness for our employees where specialist conducted basic medical check-ups including dental care, education on eating habits, body fitness, stress management and early detection of cancer. They also conducted lectures and workshop on healthy eating habits, aerobics and yoga.

While doing these activities at our sites, for the communities living on the peripheries, we started mobile health care vans for 30 neighboring villages and slums in Nasik city. We have similar vans in Nagpur and Jhunjhunu district in Rajasthan. Each van covers 3-4 villages daily and is equipped to conduct general check-up, laboratory and diagnostic testing and offer treatment. They also conduct health education. We have treated more than 25,000 patients and reached out to people in over 150 villages.

### Livelihood Initiatives

Realizing that trained work-force is one of the major requirements today, we decided to create livelihood opportunities for the underprivileged youth and set up



vocational and skill development training centers. The objective is aligned with the Millennium Development Goals to eradicate extreme poverty and hunger. We have set up 6 centers at SantaCruz (Mumbai), Safale (Thane), Nagpur, Ankleshwar and Bagar. These centers offer various courses and training option to students who aspire to become electricians, beauticians, tailors, artificial jewelry makers and two wheeler mechanics etc. More than 400 students have been trained through these centers. After completing the training at these centres, some of them have started their own entrepreneurial activities. These centers are certified by NCVT (National Council for Vocational Training).

We along with UAPF initiated micro entrepreneurship for women and youth from urban and rural communities. To start with, we organized a summit on micro entrepreneurship where bankers, representative from NABARD, MAVIM, marketing companies, and NGOs addressed the community based NGOs from Maharashtra. Over 40 NGOs participated in this meet.

### Employee Engagement Program

To further our commitment for an equitable and inclusive growth, more than 100 of our employees participated in various community development programmes such as health camps at old age homes, sharing of books and toys with the underprivileged children, raising donations for HIV infected children and support to the underprivileged by participating in the Mumbai Marathon 2012.



# Financial

## Snapshot

(₹ in Crores)

Particulars	2007 - 08	2008 - 09 (12 Months)	2009 - 10 (12 Months)	2010 - 11 (12 Months)	2011-12 (12 Months)
Sales	363.37	595.95	817.05	611.05	618.83
EBITDA	159.78	201.32	389.88	307.14	187.22
Profit /(Loss) Before Tax	147.95	181.51	335.67	302.51	182.36
Profit /(Loss) After Tax	129.79	149.52	290.86	245.78	156.89
Total Assets	1,223.53	1,419.36	1,773.92	2,611.25	2,968.25
Shareholders' Fund	875.64	1,011.77	1,299.48	1,490.10	1,611.31
Borrowings	270.88	343.16	466.53	944.13	1,141.66
Debt Equity Ratio	0.31	0.34	0.36	0.63	0.71
Earnings Per Share (₹)	5.35*	5.36*	10.42*	8.80*	5.62*
Face Value in ₹ (fully paid up)	2	2	2	2	2
Equity Dividend (%)	40	45	75	85	55
Book Value Per Share (₹)	31 .36*	36 .24*	46 .54*	53 .37*	57 .71*

\*Adjusted for face value of ₹ 2/- per share

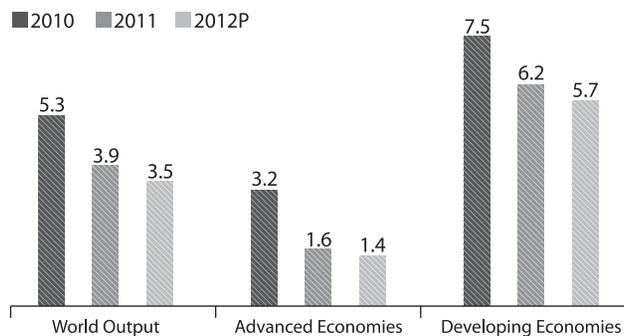
# Management Discussion & Analysis

## ECONOMIC OVERVIEW

### Global Economy

2011 was a year of mixed fortunes for the global economy. Global economic recovery, which maintained its momentum in the first half, moderated sharply in the latter half of 2011. Consequently, the world output growth dropped down to 3.9% in 2011 from 5.3% achieved in 2010. While the economic activities showed encouraging improvements in the US, the contraction in the Euro zone – led by sovereign debt crisis in some countries – set-off the gains made in the US. The advanced economies are estimated to have grown by 1.6% for 2011.

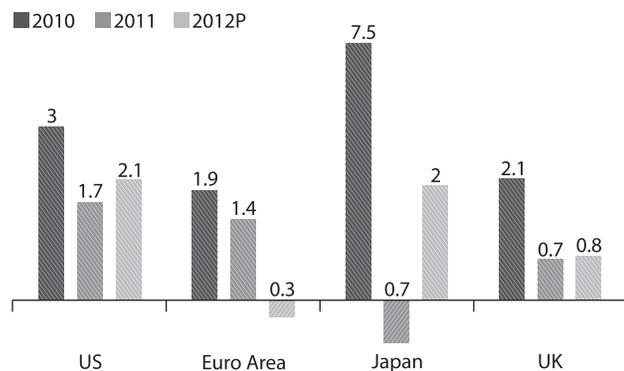
Global Output Growth (YoY, %)



Source: World Economic Outlook April 2012



Advanced Economies Output Growth (YoY, %)



Source: World Economic Outlook April 2012

The deceleration in developed economies impacts developing economies through trade and financial channels directly besides weakening the business and investment sentiments. GDP growth of developed economies slipped to 6.2% in 2011, down from 7.5% recorded in 2010. Catastrophic tsunami in Japan and geopolitical challenges in some countries in MENA region further added to headline inflation leading to monetary tightening and thus impacting growth momentum in developing economies.

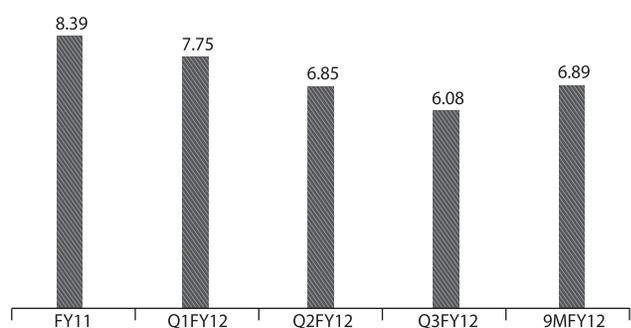
The timely intervention by European Banking Authority towards arresting the debt crisis has helped. Aimed at improving fiscal governance and policy coordination at the EU level and strengthening fiscal balance and introducing structural reforms at countries' level; several steps have been taken. These include the decision to combine the European Stability Mechanism and the European Financial Stability Facility, the introduction of three-year LTROs by the ECB, and the decision to advance the implementation of the ESM treaty to mid-2012.

In 2012, global GDP growth is projected to slip to 3.5% with advanced economies growing by 1.4% and developed economies growing by 5.7%.

## Indian Economy

But for its strong fundamentals, Indian economy had many challenges in the financial year 2011-12 (FY12). Inflation staggering at a significantly higher level, unabated sequential increase in policy rates, slow down in the reform process, overall drop in investment climate, significant drop in demand – Indian economy countered many challenges. Riding on the favorable demography and the resilience displayed by its fast maturing services sector; Indian economy is estimated to have grown by 6.9% in FY12, down from 8.4% recorded in FY11 as per the Advance Estimates recently released by the Central Statistical Office.

Indian Quarterly Output Growth (YoY, %)



Source: <http://dbie.rbi.org.in/DBIE/dbie.rbi?site=home>

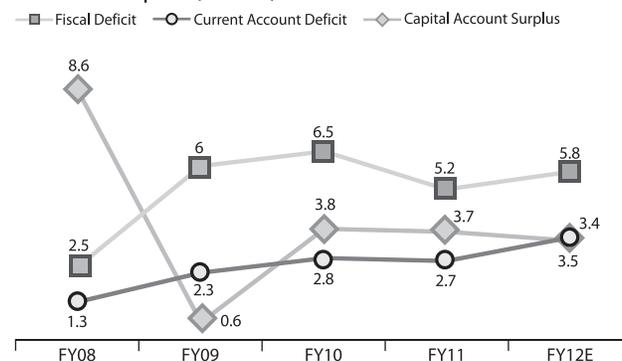


While the rising cost of living is adversely impacting the disposable income, the median age of an earning member has come down to 26 years. The National Council of Applied Economic Research (NCAER) forecasts the number of middle class households to grow from 46 million in 2003 to 124 million in 2012. Increasing penetration of media and infrastructure facilities will expose more and more households in smaller cities to urban lifestyle and gradually fuel their latent desire for improved standards of living in the coming years.

India's fiscal deficit is projected at 5.9% for 2011-12. India is now targeting a fiscal deficit of 5.1% of gross domestic product (GDP) for 2012-13. Higher fiscal deficit also led to widening of trade deficit to around 10% of GDP and current account deficit to 4% of GDP. Global rating agency S&P has downgraded India's credit rating from stable to negative, citing the slow pace of consolidation and raising doubts on its ambitious fiscal deficit reduction targets.

With inflation expected to remain under control, consolidation in fiscal deficit, peaking of interest rate and RBIs pro-growth stand should gradually improve investment sentiments, going forward.

Deficit / Surplus (%GDP)



Source: [http://www.ficci.com/SEdocument/20184/Central\\_Budget.pdf](http://www.ficci.com/SEdocument/20184/Central_Budget.pdf)



## INDUSTRY OVERVIEW

The real estate sector in India is at a crucial juncture of its evolution. While a significantly large portion of the industry is still dominated by unorganized and marginal players; there has been a consistent rise in share of organized players with number of listed companies growing over the recent years. Arrival of foreign direct investment, spreading national or regional footprints of organized players from their traditional city or region of dominance, development breaching the confinement of metropolitan cities to get reach tier I and tier II cities, rise of commercial and retail segments together with already residential segment, and fast emergence of holiday or second home as a category have contributed to a faster transformation of real estate sector in India over the past decade.

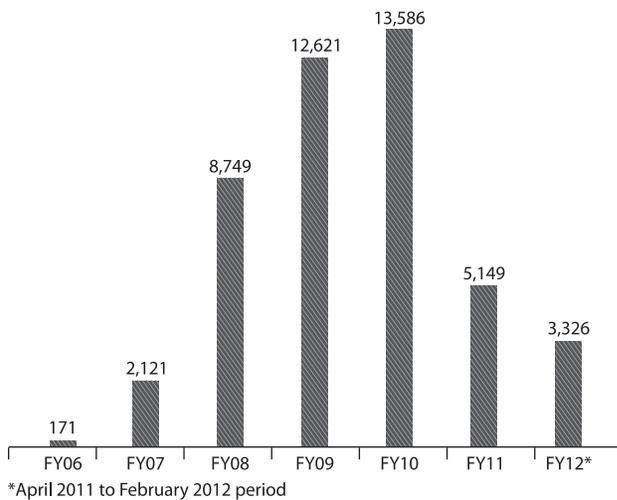
Setting aside the small portion that hospitality segment constitutes, the real estate sector in India can be classified across Residential Segment, Commercial Segment and Retail Segment. On the one hand real estate sector has ridden the wave of India's economic transformation in the 21st century to grow to its current stature. Yet at the other hand, it has made a three pronged contribution

in strengthening India's economic progress. Firstly by raising its direct contribution to a significant 4-5% of country's GDP, then by helping the financial sector grow its revenues and earnings from home loan products, and finally by adding to the overall wealth creation at the level of its citizens. Besides these, it has also helped in creating millions of direct and indirect jobs in the country.

Having witnessed accelerated growth between 2003 and 2008, the real estate sector in India was hit hard by the financial crisis of 2008-09. Having recovered from sudden jolt, the sector has fast consolidated itself since then. Being a capital intensive sector; access to and cost of funds plays a significant role for the sellers as well as the buyers. For the sector, not only has the cost of funding increased but also access to debt and equity funds have got measured in the recent times. Last year RBI had increased the standard asset provisioning by commercial banks for teaser home loans from 0.4 % to 2%, capped the loan to value (LTV) ratio to 80% and increased the risk weight on loans of more than ₹75 lakh to above 125%. On equity side also the funds availability was limited.

- Very few real estate companies opted to raise capital through IPO route recently. As a result IPOs markets for the sector has been completely dry since 2011
- FDI in real estate & housing dropped down to ₹3326 crore in April 2011 to February 2012 period, from ₹5149 crore in the previous financial year.

FDI Inflow in Housing and Real Estate Sector (₹ in Crore)



(Source: Dept. of Industrial Policy & Promotion, Govt. Of India-Apr,2012)

- Private equity financing in real estate sector improved in 2011 with infusion of \$2.68 billion through 53 deals as against \$1.58 billion through 58 deals in 2010. On the flip side, though, a total of 14 divestments from real estate were also announced by PE financing companies with a combined value of \$603 million.
- During 2011 NRI share in real estate investment increased from an average of 4% to 8% primarily due to sharp depreciation in INR against most other currencies.

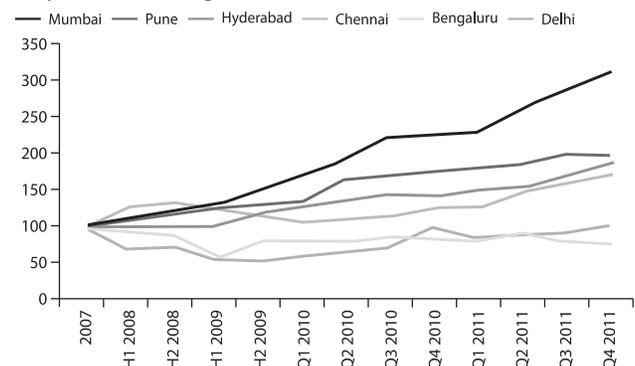
### Residential Segment:

Favorable demographics of the country have led to a healthy growth of real estate market in the residential

sector. Improving socio-economic factors are leading to a consistent fall in the average age of ownership of the first house and consistent increase in the number of house owned. The rising demand and limited availability of the dwelling units within the city limits will continue and the same would result in higher prices of residential real estate. A recent study by CRISIL estimates the overall housing shortage in India to reach 75.5 million units by the end of 2014 and suggests the housing prices to consolidate between 2010 and 2014 period.

During the financial year 2011-12, led by hardening of interest rate, macro uncertainties and sharp increase in capital value of residential units post 2008-09 financial crisis slowed down the demand momentum in most cities. Despite that, the capital value of residential market in most cities continued to remain stable with a positive bias. While in cities like Bangalore and Hyderabad the prices are still at or below the 2007 level, in most other cities prices have more than doubled during the same period.

### City Wise Housing Price Index



Source: <http://www.nhb.org.in/Residex/Data&Graphs.ph>

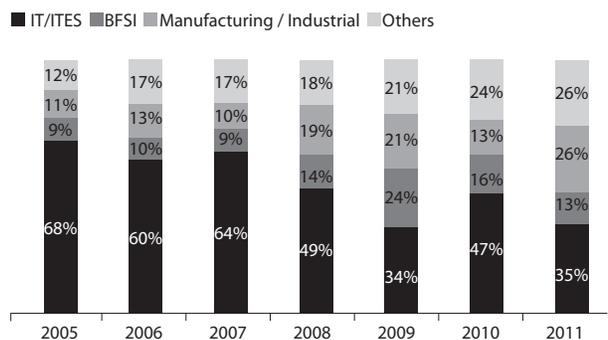
### Commercial Space:

The commercial office space in India has fast evolved over recent years with the emergence of India as an IT/ITeS hub. As shown in the graph below, the demand of commercial real estate has been driven largely by services sectors.

Commercial properties earlier were majorly concentrated towards Central Business District areas in large cities. However, with the huge office space requirement, commercial development started moving towards other areas like Lower Parel & BKC in Mumbai, Gurgaon near New Delhi and the Electronic city in Bengaluru (Bangalore). In addition locations such as Bengaluru, Gurgaon, Hyderabad, Chennai and Pune have established themselves as emerging destinations for commercial development.

During 2011 while the new completion increased by 9.1% to 44.5 msf, the demand grew by 20.3% to 36.7 msf. As per JLL report, in 2012 while the new completion would increase by 20%, the demand would contract by 7%, driving vacancy rates further up.

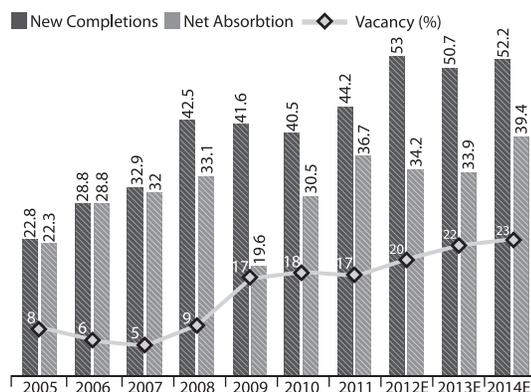
#### Leasing of Offices Space by Various Sectors



Source: Real Estate Intelligence Service (JLL), 4Q11



#### Supply and Demand of Office Space (msf)



Source: Real Estate Intelligence Service (JLL), 4Q11

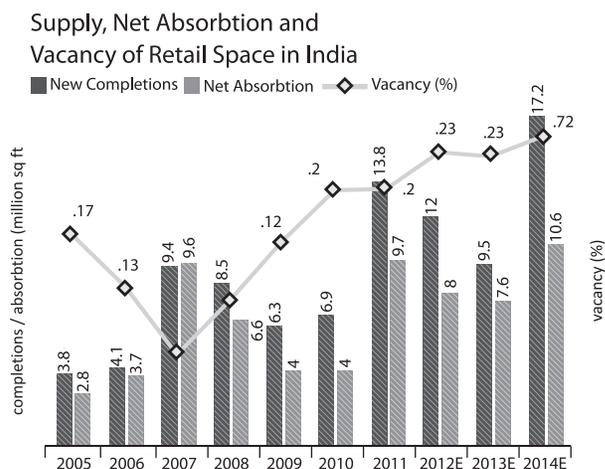
According to CRISIL Research in 2010, commercial office lease rentals may show an additional correction of another 3-10% in most of micro markets primarily due to the considerable oversupply across cities and lack of adequate demand.

#### Retail:

Organized retail penetration has grown to about 5.6 % in 2009-10, which is further expected to increase to about 7.3 % by 2012-13, according to a CRISIL report for real estate. In the past few years, India's organized retail industry has posted high growth rates giving improvement in key driving factors namely, lavish lifestyles and high disposable incomes. The US-based global management consulting firm, A T Kearney, in its Global Retail Development Index (GRDI) 2011, has ranked India as the fourth most attractive nation for retail investment, among 30 emerging markets.

After growing at high rate over the last decade, the organized retail industry in India witnessed a sudden slowdown in investments after financial crisis in 2008-09 which led to large build up in supply. During 2011, fresh completion doubled to 13.8 msf and absorption increased by over 140% to 9.7 msf. This also led to

further increase in vacancy rate. As per JLL report in 2012 the demand is expected to slow down to 8 msf. Going forward, due to weak demand environment and lack of any evident demand trigger, the lease rentals are expected to remain under pressure.



Source: Real Estate Intelligence Service (JLL), 4Q11

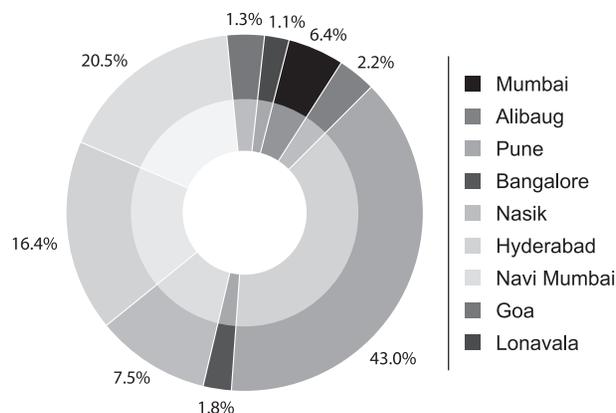
The absence of a clear approval towards FDI in multi-brand retail segment has also played a key role in disturbing the demand-supply curve, as fresh demand has slowed down. Corrective measures such as reforms from government and right pricing of lease rentals & selling prices may help in due course of time.

## BUSINESS OVERVIEW

Peninsula Land Limited is a leading Indian real estate developer headquartered at Mumbai and is a part of Ashok Piramal Group, a leading Indian conglomerate having business interests in textiles, engineering, family entertainment, and sports besides real estate.

With many firsts to its credit, the Company has set trends and global benchmarks in the Indian real estate

Location Wise Saleable Area (%)



sector – from developing the first shopping mall par international standards, Crossroads to becoming the first listed Company in real estate sector to the first Company to develop the textile mill land at Mumbai to becoming the first Indian Company to offer integrated services to real estate customers including facility management services, concierge services, and home décor services.

Having attained significant foothold in the real estate map of Mumbai, the Company is fast spreading its wings to encompass newer geographies and markets in Western and Southern India. It has strategically planned its footprint expansion to include the commercial cities of Bengaluru, Hyderabad and Pune, as well as popular vacation destinations like Alibaug, Lonavala and Goa. The Company's product portfolio includes luxury apartments, vacation homes, weekend villas, state-of-the-art commercial complexes, IT Parks and Retail Spaces.

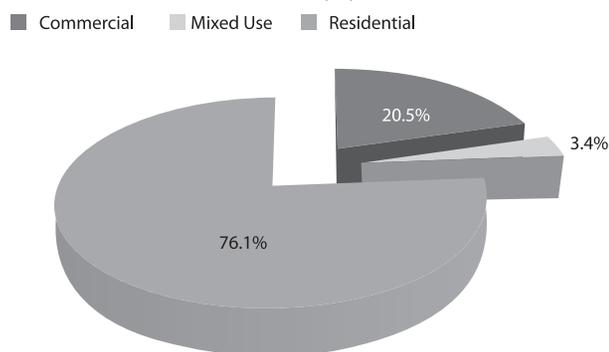
To further leverage on its deep understanding of Indian real estate sector, the Company runs an India focused real estate fund named Peninsula Realty Fund.

## Business Model

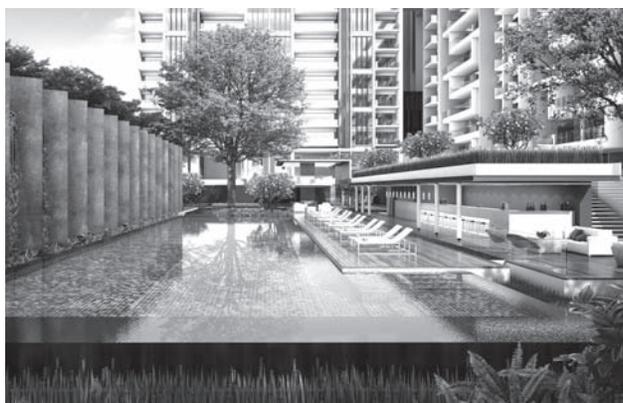
The Company has focused on all the three major business segments viz. Residential, Retail and Commercial. In residential segment, the Company has delivered projects measuring about 2 msf till date. It has projects totaling 2.9 msf under various stages of execution besides another 21 msf of saleable area in pipeline across in 6 cities in India.

In commercial segment, the Company has delivered projects measuring 3 msf and possesses another 5.8 msf of saleable area in its pipeline. In retail segment, it has completed two premium malls namely Crossroads and CR2 at Mumbai.

Product Wise Saleable Area (%)



SEGMENT	BRAND	USP	PRODUCTS	LOCATION
Residential	 <b>ASHOK</b>	<ul style="list-style-type: none"> <li>Supreme Living Spaces with world class amenities and facilities</li> <li>Key Locations</li> <li>Renowned architects</li> </ul>	Ashok Towers, Ashok Gardens, Ashok Astoria, Ashok Nirvaan, Ashok Beleza	Mumbai, Nasik, Lonavala, Goa
Commercial	 <b>PENINSULA</b>	<ul style="list-style-type: none"> <li>Pioneer in Next gen/ workspaces/work meets life</li> <li>Work-Life Balance</li> </ul>	Peninsula Corporate Park, Peninsula Business Park and Peninsula Technopark	Mumbai
Retail	 <b>crossroads</b>	<ul style="list-style-type: none"> <li>India's first organized retail mall</li> </ul>	Crossroads - retail mall Cr2	Mumbai



The Company deploys a highly customer-centric approach to its business. Besides quality construction and timely deliveries, transparency in customer dealings and end-to-end offerings has helped the Company generate tremendous goodwill with customers. The Company has made prudent investment in leveraging this goodwill into superior brand preference of its offerings. Deploying a segment specific brand approach, the Company operates its residential business under 'Ashok' brand, commercial business under 'Peninsula' brand and Retail business under 'Crossroads' brand. These vibrant brands not only help the Company with a distinguished identity in an ever crowded real estate market but also enable it to command premium over its peers.

## Business Strategy

Company's success over the recent years and its growth prospects can be attributed to its strategic superiority and focus. Its lineage of Ashok Piramal Group has helped create a new benchmark of corporate practices and ethos in the real estate sector in India. Freshness in its approach to business that balances current deliverables with long term sustained value creation has helped it deliver remarkable results even in the times of recessionary headwinds. It deploys a pool of qualified and proven professional from the field of real estate development. Company's business strategy proves to be a critical



differentiator. The pillars of its strategic superiority include:

- Liquid Assets: While acquiring premium land bank, Company selectively pursues only those options that can be monetised quickly at an assured premium and realised at a faster pace.
- Diversified Portfolio: In order to de-risk itself from cyclical, segment-specific or city-specific slowdown, the Company maintains a diversified portfolio of residential, commercial and retail projects. In order to further lower its risk profile, it is fast spreading its project base in non-Mumbai locations which include metro, tier I and tier II cities. The strong business vertical of vacation homes adds further diversity to Company's offerings.
- Vibrant bouquet of Brands: Company's segment-specific brands rest on strong foundations of its track record, strong heritage, choice of globally renowned architects and associates, and a higher level of customer satisfaction and referrals.
- Lean Balance Sheet: Maintaining debt equity ratio to a manageable level continues to be an area of high priority for Peninsula Land. The Company's approach to execute its projects – from land acquisition to final delivery–enables to minimize any long term



blocking of capital. It leverages the prime locations of its projects together with its brand preference in realizing substantial part of the project cost through pre-selling. Company continues to maintain a low leverage ratio with strong focus on cash generation.

- Integrated Services: Company's extended scope of services like facility management, concierge services and interior designing enables a longer term engagement with customers, creating revenue opportunities and future growth through value added services. It also helps in enhancing the experiential aspect of the brand for the customer.

The hallmark of Company's strategies has been its ability to identify premium liquid land parcels at an inexpensive price. Land for development of Crossroads was one of the pride possessions, which has further strengthened Company's belief in carrying forward with the similar vision. In line with it, during the year the Company acquired a premium land parcel in Bishop Gates, a property located in one of the most prime locations in South Mumbai.

## Projects

Over the last fifteen years, the Company has developed cumulatively over 6.4 mn sq ft landmark properties across all three segments in the financial capital of India, Mumbai, as listed below:

### Past Projects

PROJECTS	LOCATION	TYPE
Crossroads	Mumbai	Retail
Peninsula Corporate Park	Mumbai	Commercial
Palm Beach	Mumbai	Residential
Kanjur Marg	Mumbai	Low income housing project
Peninsula Centre	Mumbai	Commercial
Bayside Mall	Mumbai	Retail
CR2	Mumbai	Retail
Center Point	Mumbai	Commercial
Ashok Towers	Mumbai	Residential

### Projects completed in FY 12

PROJECTS	LOCATION	TYPE
Ashok Gardens	Mumbai	Residential
Peninsula Business Park	Mumbai	Commercial
Peninsula Technopark	Mumbai	Commercial

### Projects currently under Execution

Listed below are the projects which are currently under execution, aggregating to approx. 2.9 mn sq ft of saleable area:

PROJECTS	LOCATION	TYPE
Ashok Astoria	Nasik	Residential
Ashok Beleza	Goa	Residential
Ashok Nirvaan	Lonavala	Residential
Ashok Grande	Hinjewadi	Residential

### Future Projects

Following table gives the snapshot of the project that the Company plans to start over the next few years, aggregating close to 27 mn sq ft of saleable area:

LOCATION	TYPE
Napeansea Road - Mumbai	Residential
Carmichael Road -Mumbai	Residential
Bhulabaidesai Road - Mumbai	Residential
Central Mumbai	Residential
Central Mumbai	Residential
Alibaug Samira - Sogaon	Residential
Pune	Mixed Use
Pune	Residential
Bangalore	Residential
Nasik - Gangapur Road	Group Housing
Hyderabad - Mehadipatnam	Residential
Hyderabad - Patancheru	Residential
Navi Mumbai - Ghansoli	Commercial

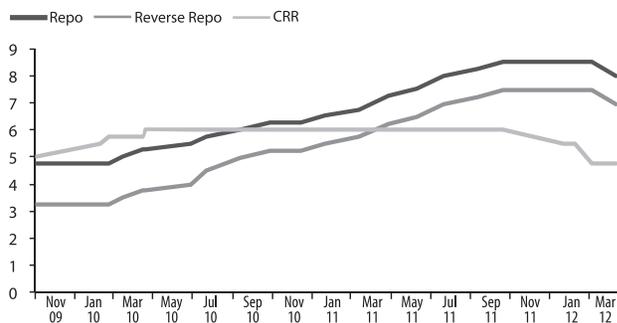
### Outlook

The real estate sector has stepped into the new financial year on an optimistic note. The RBI has made the first move towards softening the interest regime, by slashing



the repo rates by 50 bps in April, after a 75 bps cut in CRR in the previous month. This has paved way towards a softer interest regime in months ahead.

#### Key Policy Rates



Source: <http://dbie.rbi.org.in/DBIE/dbie.rbi?site=home>

While the demand is expected to improve gradually, the Company believes that Indian story like its people is pretty young with enormous potential. Over the medium term the Company is optimistic on the demand outlook. Through years of hard work, meticulous planning and

high customer satisfaction at every stage, the Company has created a strong brand in each of its business segment. Going forward, the Company plans to leverage upon these brands to create a new pool of satisfied customer base in cities outside Mumbai as well.

Over the last few years, the Company has made significant investments in acquiring land assets in South and West India. Driven by strong service led growth, the real estate demand in South India is relatively stable. Sensing the growing demand of vacation home, the Company has launched projects in Goa, Nasik, Lonavala, Hinjewadi. The Company plans to launch residential projects in other cities as well like Mumbai, Alibaug, Pune, Nasik, Bengaluru and Hyderabad which would help Company to achieve higher sales revenues and profits in years ahead

## Risk & Concerns

The Company deploys a robust risk management framework and keeps reviewing and updating this framework from time to time. The framework facilitates risk assessment and mitigation procedure, lays down reporting procedure and enables timely reviews by the management. Company's key risk areas are similar to other players in the business of real estate development. These include:

**Economic Risk:** Any adverse change in macroeconomic environment – interest rate, GDP Growth, employment, purchasing power, inflation, et al – may adversely impact Company's business prospects.

**Mitigation Measures:** Company strategies to maintain a low debt equity ratio, liquid land bank, strong brand premium and focus on fast growing established markets in order to not only minimise the impact in adverse economic environment but also maximise in promising times.

**Execution Risk:** Any drop in project quality, delay in completion, rise in input cost, difficulty in accessing funds etc. may adversely impact Company's business.

**Mitigation Measures:** The Company puts emphasis on comprehensive project planning and management covering the issues of quality, cost and delivery. It deploys a well-defined standard operating procedure – from project planning to delivery – and adheres to internal checks and balances with regard to every project.

**Land Acquisition Risk:** Ambiguity in title or underdeveloped nature of acquired land may adversely impact Company's business by causing delays or increasing the cost of development.

**Mitigation Measures:** The Company undertakes meticulous due diligence and multi layered verification of title ownership. It deploys its pool of competent counsels. It also undertakes physical verification of the land to be acquired for ascertaining the development status.

**Credit Risk:** Customers' inability to make timely payments in line with their contractual or pre-agreed obligations

may unsettle Company's projected cash flow. The same can adversely impact its project completion timeframe.

**Mitigation Measures:** The Company has clearly defined booking and construction linked plans where the money is collected in advance of each stage and hence the credit risk is minimized.

**Input cost Risk:** Most of the projects are usually sold on "no price escalation" basis, leaving the adverse impact of rise in input cost to be borne by the Company.

**Mitigation Measures:** Peninsula Land takes this risk into account at the time of launch, and usually sells the projects it offers, in a phased manner. The phases launched later cover the rise in cost of construction due to higher ticket size.

## Internal Control Systems

Peninsula Land has always understood the importance of internal control systems, since they are critical to the Company's growth and expansion plans. The Company has a well defined organizational structure, documented guidelines on its policy, structured and definite authority matrix. These ensure efficiency of operations, compliance with internal policies and applicable regulations in markets in which the Company has got presence.



The Company already has got a professionally managed internal team in place, which carries out the internal audits from time to time. The team reviews the practices carried out by Company in following various regulations and while executing projects. It suggests benchmark policies followed in the sector, to upgrade the methods followed by Company.

The Company has also extended its technical expertise which it built up in Mumbai projects, for designing and execution of new projects to other cities and towns, to prop up the cost efficiency and ensure timely delivery of projects. This is likely to boost the outlook and help building the Company's brand across southern and western parts of country.

## Human Resource

The talent, commitment and enthusiasm of our people provide the winning combination behind the Company's unbroken record of growth. Whatever the scope of project Peninsula Land undertakes, its location or its complexity,

it will involve the team members exercising individuality, flair and a commitment to achieving success. The Company has employee appraisal schemes in place that facilitate the review of employees' performance with their managers and which seek to identify training and development needs and opportunities.

The management understands that motivated and appropriately qualified employees are key to the success of its business. The human resource policy ensures that the Company provides a safe, professional and stable working environment, that all employees are afforded equal opportunities. The Company aims to become a preferred employer and employ best-in-class talent. To facilitate the same, it has a well drawn recruitment policy and a performance-based compensation policy including an 'Employee Stock Option Plan', which enables the employees to develop a sense of ownership with the organization.

As on 31st March 2012, Peninsula Land had 360 employees on its payrolls.



# Directors' Report

Dear Shareholders,

- The Directors have pleasure in presenting their 140<sup>th</sup> Annual Report and the Audited Accounts for the year ended 31<sup>st</sup> March, 2012 together with the Auditor's Report thereon.
- Financial Results**

(₹ in Crores)

Particulars	For the year ended 31 <sup>st</sup> March, 2012	For the year ended 31 <sup>st</sup> March, 2011
Total Income	618.83	611.05
Profit Before Tax	182.36	302.51
Less : Tax	25.47	56.73
Profit after Tax	156.89	245.78
Balance of Profit and Loss Statement Previous Year	549.46	408.84
Net Profit available for appropriation	706.35	654.62
<b>Appropriation :</b>		
Transfer to General Reserve	30.00	50.00
Proposed Dividend on Preference Shares	0	0
Proposed Dividend on Equity Shares	30.71	47.46
Distribution Tax Thereon	4.98	7.70
Balance of Profit and Loss Statement	640.66	549.46

### 3. Dividend

#### Preference Shares

The Board of Directors have recommended dividend of ₹ 0.50/- per Preference Share of ₹ 10/- each for the year ended 31<sup>st</sup> March, 2012.

#### Equity Shares

The Board of Directors have recommended dividend of ₹ 1.10/- per Equity Share of ₹ 2/- each for the year ended 31<sup>st</sup> March, 2012.

The dividend will be free of tax in the hands of the shareholders. Total cash outflow on account of these dividend payments together with distribution tax will be ₹ 35.69 crores.

### 4. Operations of the Company

During the year ended 31<sup>st</sup> March, 2012, the Company has earned revenue of ₹ 618.83 crores as compared to ₹ 611.05 crores for the previous year ended 31<sup>st</sup> March, 2011. Profit after Tax was ₹156.89 crores as against ₹ 245.78 crores in the previous year ended 31<sup>st</sup> March, 2011.

### 5. Management Discussion and Analysis Report

As required by Clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report is appended to this report.

### 6. Corporate Governance

As required by Clause 49 of the Listing Agreement, a Report on Corporate Governance is appended together with a Certificate on Corporate Governance from M/s. Nilesh G. Shah, Practising Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49.

As a part of good Corporate Governance, the Board of Directors of the Company has appointed M/s. Mahesh S. Darji, Practising Company Secretary to conduct Secretarial Audit of the Company. The Secretarial Compliance Certificate which entails the compliance of all rules, regulations under the various applicable provisions of the Companies Act, 1956, SEBI Regulations and the applicable regulations under the Listing Agreement entered with the Stock Exchanges has been enclosed in the Annual Report.

### 7. Directorate

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Jaydev Mody, Mr. C. M Hattangdi and Mr. Sudhindar Khanna Directors of the Company retire by rotation at this Annual General Meeting and being eligible, offer themselves for re-appointment.

### 8. Auditors

The Auditors, M/s. Haribhakti & Co., retire at this Annual General Meeting and are eligible for re-appointment. The Board recommends their re-appointment as Auditors to audit the accounts of the Company for the financial year 2012- 2013.

The Company has received letter from the Auditors to the effect that their re-appointment, if made, will be within the prescribed limits under Section 224(1B)

of the Companies Act, 1956 and that they are not disqualified for re-appointment within the meaning of Section 226 of the said Act.

## 9. Particulars of Employees

The Directors acknowledge with thanks the contribution made by employees towards the growth of the Company and appreciate their unstinted co-operation and support to the Management.

Any member interested in obtaining a copy of the statement of particulars of employees referred to in Section 217(2A) of the Companies Act, 1956, may write to the Company Secretary at the Registered Office of the Company.

## 10. Subsidiary Companies

The Company has 4 Subsidiary Companies and 19 step-down Subsidiary Companies, names of which have been entailed below:

1. Peninsula Holdings and Investments Private Limited
2. Peninsula Mega Properties Private Limited
3. Renato Finance & Investments Private Limited
4. Peninsula Crossroads Private Limited

Peninsula Holdings and Investments Private Limited, in turn, holds the investments of the Company in the following Subsidiary Companies:

- (i) City Parks Private Limited
- (ii) Goodtime Real Estate Development Private Limited
- (iii) Inox Mercantile Company Private Limited
- (iv) Peninsula Facility Management Services Limited
- (v) Peninsula Investment Management Company Limited
- (vi) Peninsula Mega-City Development Private Limited
- (vii) Peninsula Mega Township Developers Private Limited
- (viii) Peninsula Pharma Research Centre Private Limited
- (ix) Peninsula Real Estate Management Private Limited
- (x) Peninsula Trustee Limited
- (xi) Planetview Mercantile Company Private Limited

- (xii) RR Mega Property Developers Private Limited
- (xiii) RR Real Estate Development Private Limited
- (xiv) Takenow Property Developers Private Limited
- (xv) Flaxo Real Estate Private Limited
- (xvi) Wismore Real Estate Private Limited
- (xvii) Bridgeview Real Estate Development Private Limited
- (xviii) Pavurotti Finance And Investments Private Limited
- (xix) HEM Infrastructure and Property Developers Private Limited

**Details of the significant operational Subsidiary / Step-down Subsidiary Companies are as under:**

### i. Peninsula Crossroads Private Limited (“Peninsula Crossroads”)

Peninsula Crossroads total revenue was ₹ 4.50 crores as against the previous year’s revenue of ₹ 5.39 crores. The profit after tax for the current year was ₹ 1.83 crores as against ₹ 3.65 crores for the previous year.

### ii. Peninsula Facility Management Services Limited (“PFMS”)

PFMS is into the business of Facility Management Services. During the year ended 31<sup>st</sup> March 2012, PFMS earned total revenue of ₹ 33.15 crores and profit after tax of ₹ 1.67 crores as against the total revenue of ₹ 20.68 crores and profit of ₹ 0.16 crores for the previous year.

### iii. Peninsula Investment Management Company Limited (“PIMCL”)

PIMCL functions as an Asset Management Company, rendering mainly investment advisory services to the Peninsula Realty Fund. During the year ended 31<sup>st</sup> March, 2012, PIMCL earned total revenue of ₹ 4.20 crores and profit of ₹ 1.52 crores as against the total revenue and profit of ₹ 3.68 crores and ₹ 1.08 crores respectively for the previous year.

### iv. Peninsula Mega Township Developers Private Limited (“PMTDPL”)

PMTDPL is into real estate development and is presently engaged in the development of its project at Nashik named Ashok Astoria. The project comprises of Residential Apartment buildings, Town houses, row houses and

amenity buildings aggregating to around 5.88 lac sq. feet till 31<sup>st</sup> March 2012. During the year, the Company achieved 34% project completion and also sold around 27% of the saleable area for ₹ 50.19 crores. Accordingly, PMTDPL recognised total revenue of ₹ 17.07 crores and posted an operating loss of ₹ 5.40 crores as against the total revenue and losses of ₹ Nil and ₹ 0.58 crores respectively for the previous year. The interim loss during the current year was attributable largely due to lower sales realisation at launch stage which is expected to be re-couped from future sales at better rates.

In accordance with the general circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit and Loss Account and other documents of the subsidiary / step-down Subsidiary Companies are not being attached with the Balance Sheet of the Company. The Company will make available the Annual Accounts of the Subsidiary Companies / step-down Subsidiary Companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The annual accounts of the subsidiary companies / step-down Subsidiary Companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary / step-down Subsidiary Companies. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary / step-down Subsidiary Companies.

The Annual Report will also be displayed on our website [www.peninsula.co.in](http://www.peninsula.co.in)

## 11. Directors' Responsibility Statement

Pursuant to Section 217(2AA) of the Companies Act, 1956 ("the Act"), we hereby state that :

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed with proper explanation relating to material departures, if any;
- ii) your Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup>

March, 2012 and its profit for the year ended on that date;

- iii) your Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) your Directors have prepared the Annual Accounts for the year ended 31<sup>st</sup> March, 2012 on a going concern basis.

## 12. Employee Stock Option Scheme

During the year under review, the Company has not granted any options. Disclosures as required by Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines – 1999 are attached herewith and marked as Annexure A.

## 13. Conservation of energy and technology absorption

In view of the nature of activities which are being carried on by the Company, particulars required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, read with Section 217(1)(e) of the Companies Act, 1956, are not applicable.

## 14. Foreign Exchange earning and outgo

There was no Foreign Exchange earning during the year under review. In respect of the Foreign Exchange outgo, disclosure of information as required under Rule 2(C) of Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is already given in Para 20 of Note No. 23 Notes forming part of Financial Statements.

## 15. Acknowledgement

The Directors express their deep gratitude and thank the Central and State Governments as well as their respective Departments and Development Authorities connected with the business of the Company, contractors and consultants and also Banks, Financial Institutions, shareholders and employees of the Company for their continued support and encouragement.

By Order of the Board

**Urvi A. Piramal**  
Chairperson

Mumbai: 17<sup>th</sup> May, 2012

## ANNEXURE – “A”

### DISCLOSURES REGARDING STOCK OPTIONS

Disclosure pursuant to the provisions of Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (“the SEBI Guidelines”), as on 31<sup>st</sup> March, 2012 are given below:

	Grant 3 <sup>rd</sup> October, 2006	Grant 25 <sup>th</sup> October, 2007	Grant 6 <sup>th</sup> June, 2008	Grant 27 <sup>th</sup> June, 2010
Options granted	11,25,000	1,17,500	7,70,000	75,000
The pricing formula	The options were granted at a consideration of ₹ 70/- per option.			
Options vested during the year	NIL	NIL	NIL	NIL
No. of Options exercised and the total number of shares arising as a result of exercise of options	NIL	NIL	NIL	NIL
Options Lapsed till date	11,16,337	1,17,500	3,51,725	75,000
Variation of terms of options	NIL	NIL	NIL	NIL
Money realised by exercise of options	NIL	NIL	NIL	NIL
Total number of options in force	8,663	NIL	4,18,275	NIL
Employee wise details of options granted to				
(i) Senior managerial personnel;	All Stock Options as a foresaid, have been granted to Senior Management Personnel of the Company.			
(ii) Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year;	The following employees received a grant amounting to 5% or more of the options granted during the period 2006-2007	Only Mr. Anil Pandit, the then Chief Operating Officer received a grant amounting to 5% or more of options granted during the year 2007-2008.	Only Mr. Rajesh Jaggi, Managing Director received a grant amounting to 5% or more of options granted during the year 2008-2009.	Only Mr. Vinay Pandya, the then Group CFO received a grant amounting to 5% or more options granted during the year 2010-2011.
	i. Mr. Rajesh Jaggi – Managing Director			
	ii. Mr. Giridhar Rajagopalan – Vice President – Projects			
	iii. Mr. Sanjay Mhapankar – Chief Executive Officer			

	Grant 3 <sup>rd</sup> October, 2006	Grant 25 <sup>th</sup> October, 2007	Grant 6 <sup>th</sup> June, 2008	Grant 27 <sup>th</sup> June 2010
(iii) Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	NIL	NIL	NIL	NIL
Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with Accounting Standard (AS) 20 "Earnings Per Share"	₹ 5.62			
Where the Company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed.	Had the Company followed fair value method for accounting the cost of stock options, there would have been no impact on the employee compensation expense for the year or on the EPS.			
	Risk free Interest Rate - 7.1%	Risk free Interest Rate - 7.7%	Risk free Interest Rate - 7.25%	Risk free Interest Rate - 7.5%
	Expected life - 3 years	Expected life - 3 years	Expected life - 3 years	Expected life - 3 years
	Volatility - 121%	Volatility - 36.20%	Volatility- 45.26%	Volatility- 70.13%
	Dividend Yield - 0.61%	Dividend Yield - 0.71%	Dividend Yield - 1.28%	Dividend Yield - 1.50%
	Market price of share at the time of grant - ₹ 61.28	Market price of share at the time of grant - ₹ 131.30	Market price of share at the time of grant - ₹ 71.50	Market price of share at the time of grant - ₹ 74.40
Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock on the grant date.	Weighted average exercise price of options is ₹ 70/-	Weighted average fair value of options is ₹ 27.58/-		

# Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended on 31<sup>st</sup> March, 2012.

## 1. Company's Philosophy on Corporate Governance

Corporate Governance is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organization. Good Corporate Governance leads to long term shareholder value and enhances interest of other stakeholders. It brings into focus the fiduciary and the trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value.

## 2. Board of Directors ("Board")

### 2.1 Composition and size of the Board

The Board has a combination of Executive Directors and Non-Executive Directors. The Board, as on 31<sup>st</sup> March, 2012, comprised 11 Directors of whom 6 are Independent Directors. The Board, headed by Ms. Urvi A. Piramal as the Executive Chairperson, consists of eminent personalities with expertise and experience in diversified fields of specialization. Except for Ms. Urvi A. Piramal, Executive Chairperson, Mr. Rajeev A. Piramal, Executive Vice Chairman, Mr. Mahesh S. Gupta, Group Managing Director and Mr. Rajesh Jaggi, Managing Director, all other members of the Board are Non-Executive Directors.

The composition of the Board and category of Directors as on 31<sup>st</sup> March, 2012 are given below:

Category	Name of Directors	Designation	No. of shares held as on 31 <sup>st</sup> March, 2012
Promoter Directors	Ms. Urvi A. Piramal	Executive Chairperson	27,92,015
	Mr. Rajeev A. Piramal	Executive Vice Chairman	9,21,365
Executive Directors	Mr. Mahesh S. Gupta	Group Managing Director	300
	Mr. Rajesh Jaggi	Managing Director	65,000
Non-Executive Non-Independent Director	Mr. Jaydev Mody	Director	28,170
Independent Directors	Mr. Amitabha Ghosh	Director	NIL
	Ms. Bhavna Doshi	Director	500
	Mr. C. M. Hattangdi	Director	500
	Mr. D. M. Popat	Director	5,535
	Lt. Gen. Deepak Summanwar(Retired)	Director	NIL
	Mr. Sudhindar Khanna	Director	NIL

### 2.2 Directors Profile

Brief Resume of the Directors, nature of their expertise in specific areas is given below:

#### Ms. Urvi A. Piramal

The Chairperson of Ashok Piramal Group, Ms. Urvi A. Piramal is 59 years of age and oversees a professionally managed business conglomerate in India which is present in real estate, textiles, engineering, infrastructure, education, entertainment and sports sectors. She is the guiding force behind the group's sustained and profitable growth; which is bringing the Group Companies closer to realizing her vision of touching the lives of one in five people around the globe.

She has a Bachelor of Science degree and has attended the Advanced Management Program at Harvard Business School.

She joined the Group's Textile division in 1984 and modernized the operations while focusing on higher levels of quality and productivity. Ms. Piramal plays a leading role in envisioning and formulating the Group's strategies in the businesses.

She has been a member of Technology and Quality Improvement Committee of the Indian Merchants' Chamber since its inception in 1994, and also the Chairperson of Supply Chain and Retail Business (Internal Trade) Committee (2004-2005).

Ms. Piramal has received a number of awards for her contribution to business. She was awarded the Qimpro Gold Standard Award for excellence in Managing Quality Improvement programmes across the Group. She has won the Outstanding Woman Industrialist Award presented by the Marinelines Junior Chamber and the Yami Woman Award for her outstanding contribution to business by The ITC Grand Central. She also has to her credit the Cheminor Award from the Indian Institute of Materials Management.

She is a Trustee of the Piramal Education Trust, Ashok G. Piramal Trust and Urvi Ashok Piramal Foundation which has been set up for the underprivileged. Piramal Education Trust runs a childrens' school at Bagar in Rajasthan. Urvi Ashok Piramal Foundation runs a 25-bed maternity hospital in Bagar and vocational skill training institutes at Bagar, Nagpur and Ankleshwar.

She is on the board of Population First, an NGO working on population and health issues within the framework of women's rights and social development.

Ms. Piramal is a keen wild lifer and spends her leisure time reading, listening to music and traveling extensively.

#### **Mr. Rajeev A. Piramal**

Mr. Rajeev A. Piramal, Executive Vice Chairman of the Company is 36 years of age and holds a BBA (Bachelor in Business Administration) from Baldwin Wallace College, Cleveland, USA. Mr. Piramal spearheads the real estate business of the Ashok Piramal Group. He is the chief strategist and leverages his in-depth understanding of the business to enhance the growth of the Company.

Mr. Piramal leads a strong team of managers with a mission of delivering premium value to all stakeholders.

With a vision and keen understanding of the dynamic market trends, Mr. Piramal has grown Peninsula Land from Mumbai-based to six cities in Western and Southern India. Mr. Piramal was a part of the team that developed the first textile mill land in Mumbai, after it was opened up for development in Mumbai. Peninsula Corporate Park was developed on textile mill land in Central Mumbai and this project transformed Lower Parel into a new age business district.

His implicit sense of business has enabled Peninsula Land to carve a niche for itself in the real estate sector. With a strong business strategy, Mr. Piramal has ensured that the Company has been consistently growing.

Amongst other accolades, Mr. Piramal was featured in the Top 50 Young Achievers selected by one of the India's largest circulating business magazines.

#### **Mr. Mahesh S. Gupta**

Mr. Mahesh S. Gupta, Group Managing Director of the Company is 55 years of age. As the Group Managing Director, Mr. Gupta oversees all the businesses of Ashok Piramal Group which comprises mainly Real Estate (Peninsula Land Limited), Textiles (Morarjee Textiles Limited, Integra Apparels), Engineering (PMP Auto Components Private Limited, Miranda Tools and PMP PAL International s.r.o.) and Infrastructure (Piramal Roads Infra Private Limited). Mr. Gupta plays the role of formulating the Group's business strategy and steering the Group to achieve its goals.

As a senior member in the Group, he plays a very significant role in guiding each business to attain their goals. In the last five years, under his leadership, the Group formulated an aggressive plan which has seen the businesses grow few folds.

Mr. Gupta's expertise in mergers and acquisitions has further accelerated growth in all the businesses, particularly in the real estate and auto-components businesses. Under his stewardship, the Group made two acquisitions in the auto-components business in Europe. In 2007, PMP Auto acquired Bakony Wipers from Hungary and the following year, PAL International from the Czech Republic was acquired.

Mr. Gupta has over 3 decades of professional experience in business management and in all aspects of Corporate Finance such as treasury management, mergers and acquisitions, strategic planning, direct taxation, Company law matters etc.

He is in the current position for more than 5 years and formerly he has worked with the Piramal Group for over 22 years including 9 years as Group CFO and whole-time director of Nicholas Piramal (India) Limited. He has also worked with RPG group as Group CFO and Management Board Member and as CEO-Welspun India Ltd.

Mr. Gupta has received a number of recognitions for his business and professional acumen. He was awarded the CFO of the Year Award, 2001, Special Commendation for Financial Excellence (Mergers and Acquisitions Category) by IMA (formerly known as EIU), New Delhi.

He is on the Board of several Public Listed Companies such as Morarjee Textiles Limited, Ceat Limited, RPG Life Sciences Limited, Delta Corp Limited etc. From time to time, he has also been associated with various Committees of The Institute of Chartered Accountants of India (ICAI), Member Governing Council of Indian Association Corporate CFOs and Treasurers (In ACT), Advisory Board of Chennai Business School.

Mr. Gupta, has an Honours Degree in B.Com; L.L.B (Gen). Fellow Member of The Institute of Chartered Accountants and The Institute of Company Secretaries of India. He had an outstanding academic record and rank holder and a Silver Medalist in Company Secretaries Final examination.

### **Mr. Rajesh Jaggi**

Mr. Rajesh Jaggi, Managing Director of the Company is 43 years of age and a Management professional from Babson Graduate School of Business, Boston.

Mr. Rajesh Jaggi is responsible for the performance of the real estate business of the Ashok Piramal Group: Peninsula Land Limited, the Peninsula Realty Fund and Peninsula Facility Management Services Limited.

Under Mr. Jaggi's leadership, Peninsula Land Limited has extended its reach from solely a Mumbai based developer to extending its presence across western and southern India. Under Mr. Jaggi's guidance, the Company has diversified from Commercial, Residential and Retail to SEZ, Townships and IT Parks.

At Peninsula Land, he has been instrumental in developing over 6.4 mn sq. ft. of real estate in the residential, commercial and retail space. He is currently spearheading the development of close to 30 million sq. ft. over the last 18 months, along with execution of projects, he has played a vital role in acquiring land parcels for the company, amounting to over 1000 crores.

Mr. Jaggi has over thirteen years of experience in every sector of the real estate business, from sourcing new ventures, construction management, facility management, marketing and sales.

In real estate since 1996, Mr. Jaggi's previous experience as Executive Director at Orbit Group of Companies has equipped him with the knowledge and operational skills required to make a difference in the running of the Company.

Mr. Jaggi has been a major driving force in developing the Facility Management Business and also in the launch of the Real Estate Fund.

Mr. Jaggi has been featured as one of India's Hottest Young Executives by Business Today in their 8<sup>th</sup> February, 2009 issue, for his contribution in expanding Peninsula Land's reach out of Mumbai.

**Mr. Jaydev Mody**

Mr. Jaydev Mody, 56 years of age, is a well known businessman and has been in business for more than 35 years. He has over 25 years of experience in the field of real estate development and has played a key role in building and developing Crossroads, one of the first shopping malls of international standards in India. A graduate in Arts from Mumbai University, Mr. Mody has been instrumental in the development of several large residential complexes, office complexes and retail destinations in and around Mumbai. He has been responsible for developing Ashok Towers, Ashok Gardens, Peninsula I.T. Park and other landmark projects of global standard.

**Mr. Amitabha Ghosh**

Mr. Amitabha Ghosh, Non Executive Independent Director and Chairman of the Audit Committee of the Company is 81 years of age. Mr. Amitabha Ghosh is a member of The Institute of Chartered Accountants of India with rich experience in Finance, Banking and Administration extending over a period of six decades by virtue of his association with important institutions and committees. He held senior positions like Chairman and Managing Director of Allahabad Bank, Deputy Governor and Governor of Reserve Bank of India. He was also the Chairman of Reserve Bank of India Services Board. He served on the Board of Reserve Bank of India, Industrial Development Bank of India, National Institute of Banking Management, EXIM Bank as well as Deposit Insurance Corporation. He headed and was also member of a number of important committees set up by Government of India and Reserve Bank of India in the area of Finance, Banking and Foreign Exchange. He had the distinction of participating as a panelist as well as addressing several important programs organized by international bodies like International Monetary Fund (IMF), South East Asia, New Zealand and Australia (SEANZA), United Nations Conference on Trade and Development (UNCTAD), etc. He is presently a director on the Boards of a number of reputed companies.

**Ms. Bhavna Doshi**

Ms. Bhavna Doshi, Non Executive Independent Director of the Company is 58 years of age. Ms. Bhavna Doshi is a Fellow Member of the Institute of Chartered Accountants of India and holds a Masters Degree in Commerce from Mumbai University. She ranked second, at both, Intermediate and Final Examinations conducted by the Institute of Chartered Accountants of India (ICAI) and was also awarded the prize for the Best Lady Candidate at the Final Examination at ICAI.

Ms. Doshi is currently a Senior Advisor to KPMG. She is an elected member of the Council of the Institute of Chartered Accountants of India (ICAI) and chairs Research Committee and Committee for Members in Public Service and Entrepreneurship. She was an elected member of the Central Council for three terms earlier and has served on majority of the Committees of ICAI including as the Chairperson of the Accounting Standards Board. She was member of Western Regional Council of ICAI for two terms of 3 years each and Chairperson during 1991.

Ms. Doshi was the President of the Indian Merchants' Chamber. Ms. Doshi was a member of the Compliance Advisory Panel of International Federation of Accountants headquartered at New York and has also served on the Government Accounting Standards Advisory Board of the Comptroller and Auditor General of India.

During her professional career of over 25 years, Ms. Doshi has advised national and multinational companies on varied matters of taxation, restructuring, valuation of shares and businesses, family partitions, arbitration, accounting matters and joint ventures.

**Mr. C. M. Hattangdi**

Mr. C. M. Hattangdi, Non Executive Independent Director of the Company is 81 years of age and has graduated from Bombay University with Chemistry and Physics as his major. Mr. C. M. Hattangdi started his career with Pfizer India Limited and rose to the position of Marketing Director of pharmaceuticals and agricultural business in India and Vice President - Agricultural business in Philippines. He joined Parke Davis as the Chairman and Managing Director from 1977 to 1988. In 1988, he joined, Nicholas Laboratories India Limited (now Piramal Healthcare Limited) as Managing Director and continued till June 1998. He was inducted on the Board of the Company in February 1993.

### **Lt. Gen. Deepak Summanwar**

Lt. Gen. Deepak Summanwar, Non Executive Independent Director of the Company is 65 years of age. Lt. Gen. Deepak Summanwar holds a Post Graduate Diploma in Marketing with distinction and also has a post graduate degree in Business Administration with specialization in Finance from Vrije University of Brussels. In addition, he has graduated from the Defence Services Staff Colleges, Wellington and was awarded a Masters Degree in Defence and Strategic studies from Madras University. He has successfully completed the Higher Command course from the Army War College, Mhow, this course is equated with a M. Phil in Strategy and Management by the Ahillia Devi University, Indore.

Lt. Gen. Deepak Summanwar has retired from the Army after forty years of service. He has commanded a Mountain Division in Kargil during Operation Parakram and has been the Director General of Military Intelligence during his Army Career. He possesses wide expertise and skills in management, environmental security and risk assessment and analysis, leadership and decision making. He has been decorated five times for his gallantry and distinguished service.

Deepak is a graduate of the National Defence Academy, Defence Services Staff College and the Army War College. He has schooled at the Doon School Dehra Dun India, has got a post graduate degree from the University of Madras in Defence Studies, a Masters in Business Administration with a specialization in Marketing and Finance from the Vrije University and the Solvay Business School Brussels. He has completed a course at the Army War College that is equated to M.Phil. In Management by the Ahillia Devi University, Indore. He has also participated in a program for independent directors conducted by the All India Management Association's Strategic Management course.

Post retirement, Deepak, has been nominated as an Independent Director on the Board of The Peninsula Lands Limited The Great Offshore Limited, Waterbase Limited all companies listed on the Bombay stock exchange. He is also a Director with PICA Corporation of USA, Regional Director India ESI Georgia USA and a Senior Advisor to GSA Exhibitions UK and a Trustee of The Kunzru Institute of Defence Studies, India and a member of the Institute of Defence and Strategic Analysis. He has an extremely broad network of contacts, is as an independent consultant and advisor.

### **Mr. D. M. Popat**

Mr D M Popat, Non Executive Independent Director of the Company is 78 years of age. Mr. D. M. Popat has completed his B.A., B.Com. and LL.B. and is an Attorney at Law. Since 1969, Mr. D. M. Popat is a Partner of M/s. Mulla & Mulla & Craigie Blunt & Caroe, Advocates, Solicitors and Notaries Firm and currently, he is Senior - Most Partner of that Firm. He represents India as a member of the International Court of Arbitration of the International Chamber of Commerce ("ICC") at Paris and also works as a Nominee on ICC's Commission on International Arbitration.

Mr. Popat, has since 1993, been, and continues to be, a member of the Governing Body of Indian Council of Arbitration ("ICA"), as also its Vice President for several years. He is also the President of Western Regional Branch of ICA. Mr. Popat has been identified as a "resource person" in the field of arbitration by National Law Academy. Mr. Popat had been a member of the National Executive Committee of FICCI (Federation of Indian Chambers of Commerce and Industry) for last several years and he had been co-opted in the category of Experts in Economics / Law / Accounts and Consultancy.

Mr. Popat is a member of Managing Committee and former Vice President of Bombay incorporated Law Society. He was on the Senate of University of Bombay and a member of its Board of Studies in Law. He has been for several years, and continues to be a member of the Managing Committee of Indian Merchants' Chamber ("IMC") and of the Executive Committee of ICC-India. He was, for several years, Chairman of IMC's Committee on Law : Review, Reforms and Rationalisation. He has been, for several years and continues to be Chairman of the IMC's Court of Arbitration and Conciliation Committee. He has expertise in Corporate Laws, Real Estate, Arbitration and Foreign Collaboration matters.

### **Mr. Sudhinder Khanna**

Mr. Sudhinder Khanna, Non-Executive Independent Director of the Company is 59 years of age. Mr. Khanna is a Chartered Accountant from the Institute of Chartered Accountants of England and Wales (after being

placed first in the UK Financial exams and 3<sup>rd</sup> in the Intermediate exams/Best paper in Law) and received a First Class Bachelor in Economics from St. Stephens College, New Delhi. Mr. Khanna joined Accenture, London in the year 1977 and spent the next ten years working for major public sector clients and almost all major banks and insurance companies in the UK. He was admitted to the partnership in 1986.

Mr. Khanna was responsible for the start of Accenture offshore IT and BPO in India, which has since grown to over 60,000 people. Mr. Khanna possesses wide experience in advising clients in strategy, re-engineering and technology across a range of industries at the Chairman / CEO level in approximately 20 countries. Mr. Khanna retired from Accenture after 30 years of service. His last position in Accenture was that of Global Managing Partner, based in London.

Mr. Khanna speaks at a variety of global conferences and interacts with the media globally. He serves on the boards of United Spirits, HCL Technologies and HSBC Insurance. Mr. Khanna is currently Chairman and Managing Director of IEP Fund Advisors Private Limited, a private equity fund with offices in Mumbai, New York and Mauritius.

2.3 The details of directorship of the Company's Directors in other Limited Companies and subsidiaries of Public Limited Companies as on 31<sup>st</sup> March, 2012 are given below:

Sr. No.	Name of Directors	Other Directorships held
1	Ms. Urvi A. Piramal	Ashok Piramal Management Corporation Limited Delta Magnets Limited Just Textiles Limited Morarjee Textiles Limited Peninsula Trustee Limited Pune Football Club Limited Peninsula Crossroads Private Limited Pavurotti Finance and Investments Private Limited Peninsula Brookfield Capital Advisors Limited
2	Mr. Rajeev A. Piramal	Ashok Piramal Management Corporation Limited Inox Mercantile Company Private Limited Peninsula Investment Management Company Limited Delta Corp Limited (formerly known as Arrow Webtex Limited) Peninsula Pharma Research Centre Private Limited Planetview Mercantile Company Private Limited Peninsula Mega Properties Private Limited Peninsula Mega Township Developers Private Limited Pune Football Club Limited Rockfirst Real Estate Limited RR Mega Property Developers Private Limited RR Real Estate Development Private Limited Takenow Property Developers Private Limited Peninsula Brookfield Capital Advisors Limited

Sr. No.	Name of Directors	Other Directorships held
3	Mr. Mahesh S. Gupta	Ashok Piramal Management Corporation Limited Ceat Limited City Parks Private Limited Delta Corp Limited Delta Magnets Limited Just Textiles Limited Morarjee Textiles Limited Peninsula Holdings and Investments Private Limited Peninsula Investment Management Company Limited Renato Finance & Investments Private Limited RPG Life Sciences Limited Peninsula Real Estate Management Private Limited
4	Mr. Rajesh Jaggi	City Parks Private Limited. Delta Corp Limited Delta Magnets Limited Highstreet Cruises & Entertainment Private Limited Inox Mercantile Company Private Limited Peninsula Holdings and Investments Private Limited Peninsula Investment Management Company Limited Peninsula Mega Township Developers Private Limited Planetview Mercantile Company Private Limited Rockfirst Real Estate Limited RR Real Estate Development Private Limited Takenow Property Developers Private Limited Peninsula Brookfield Capital Advisors Limited Peninsula Crossroads Private Limited.
5	Mr. Jaydev Mody	Arrow Textiles Limited Ashok Piramal Management Corporation Limited Delta Corp Limited Delta Magnets Limited Peninsula Investment Management Company Limited MMG India Private Limited Peninsula Crossroads Private Limited Royale Western India Trust Club Limited

Sr. No.	Name of Directors	Other Directorships held
6	Mr. Amitabha Ghosh	Kesoram Industries Limited Heidelberg Cement India Limited Orient Paper & Industries Limited Palit Consultancy Private Limited Shreyas Shipping and Logistics Limited Shreyas Relay System Ltd Sahara India Life Insurance Co. Limited Sahara Prime City Limited Joonktolle Tea & Industries Limited Xpro India Limited Zenith Fibres Limited Sahara Infrastructure & Housing Limited Sahara Hospitality Limited Centenary Advisory Services Private Limited.
7	Ms. Bhavna Doshi	LIC Pension Fund Limited Peninsula Investment Management Company Limited SEAMAC Limited
8	Mr. C. M. Hattangdi	The Swastik Safe Deposit and Investments Limited
9	Mr. D. M. Popat	Hindustan Construction Company Limited Hindoostan Mills Limited The Ruby Mills Limited
10	Lt. Gen. Deepak Summanwar	The Great Offshore Limited Waterbase Limited
11	Mr. Sudhinder Khanna	Blue Star Design and Engineering Limited Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited HCL Technologies Limited United Spirits Limited

## 2.4 Attendance at Board Meetings and Last Annual General Meeting

Attendance of each Director at the Board Meetings and last Annual General Meeting (AGM) and the number of Companies and Committees where she/he is a Director / Member.

Name	Category	Relationship with other directors	Attendance		No. of Board / Committees (other than Peninsula Land Limited) as at 31 <sup>st</sup> March, 2012		
			Board Meetings	A.G.M. (held on 11 <sup>th</sup> August, 2011)	No. of other directorships	Committees Chairperson / Chairman	Member
Ms. Urvi A Piramal	Executive Chairperson	Mother of Mr. Rajeev A. Piramal and Sister of Mr. Jaydev Mody	4	Yes	9	-	-
Mr. Rajeev A Piramal	Executive Vice Chairman	Son of Ms. Urvi A. Piramal	4	Yes	14	1	1
Mr. Mahesh S. Gupta	Group Managing Director	None	4	Yes	12	4	5
Mr. Rajesh Jaggi	Managing Director	None	3	Yes	14	-	2
Mr. Jaydev Mody	Non-Executive Non-Independent Director	Brother of Ms. Urvi A. Piramal	1	Yes	8	3	-
Mr. Amitabha Ghosh	Independent Director	None	2	Yes	14	4	5
Ms. Bhavna Doshi	Independent Director	None	4	No	3	1	2
Mr. C. M. Hattangdi	Independent Director	None	4	Yes	1	-	-
Mr. D. M. Popat	Independent Director	None	3	Yes	3	-	-
Lt. Gen. Deepak Summanwar	Independent Director	None	4	Yes	2	1	1
Mr. Sudhindar Khanna	Independent Director	None	2	No	4	1	-

The Directorships held by Directors as mentioned above, do not include Alternate Directorships and Directorships in Foreign Companies, Companies registered under Section 25 of the Companies Act, 1956 and Private Limited Companies other than Subsidiaries of Public Limited Company.

None of the Directors is a member in more than 10 committees nor is Chairperson / Chairman of more than 5 committees amongst the Companies mentioned above. The Committees considered for the above purpose are those specified in the existing Clause 49 of the Listing Agreement i.e. Audit Committee and Shareholders' / Investors' Grievance Committee.

## 2.5 Meetings of the Board of Directors

Four Board Meetings were held during the financial year 2011-2012 and the gap between two Board Meetings did not exceed four calendar months.

The dates on which the meetings were held were as follows:

Sr. No.	Date of Meeting	Board Strength	No. of Directors present
1	12 <sup>th</sup> May, 2011	11	8
2	25 <sup>th</sup> July, 2011	11	8
3	17 <sup>th</sup> October, 2011	11	8
4	19 <sup>th</sup> January, 2012	11	11

## 2.6 Board Procedures

The Company Secretary prepares the Agenda in consultation with the Chairperson of the Board of Directors, the Chairperson / Chairman of the various Committees and the Vice Chairman, Group Managing Director and Managing Director. The information as required under Annexure IA to Clause 49 of the Listing Agreement is made available to the Board. The Agenda for the Meetings of the Board and its Committees, together with the appropriate supporting documents and papers are circulated well in advance of the meetings to enable the Board to take informed decisions.

The meetings are generally held in Mumbai.

## 2.7 Details of Directors being re-appointed

As per the statute, two-thirds of the total number of Directors should be retiring Directors. One-third of these retiring directors are required to retire every year, and if eligible, these directors qualify for re-appointment.

- A detailed profile of Directors eligible for re-appointment alongwith additional information required under Clause 49 of the Listing Agreement is provided separately by way of an Annexure to the Notice for the Annual General Meeting.
- Mr. Jaydev Mody, Mr. C. M. Hattangdi and Mr. Sudhinder Khanna retire by rotation at the ensuing Annual General Meeting, and being eligible, offer themselves for re-appointment.

## 2.8 Directors with materially significant related party transactions, pecuniary or business relationship with the Company

There have been no materially significant related party transactions, pecuniary transactions or relationships between the Company and its Directors that may have potential conflict with the interests of the Company at large.

## 3. Audit Committee

### 3.1 Composition, Meetings and Attendance

The Audit Committee of the Company comprises of 3 Directors, all of whom are Independent Directors namely Mr. Amitabha Ghosh (Chairman), Ms. Bhavna Doshi and Mr. C. M. Hattangdi. They all have expert knowledge of Finance and Accounting. Mr. Amitabha Ghosh, the Chairman of the Audit Committee was present at the last Annual General Meeting held on 11<sup>th</sup> August, 2011. The Managing Director, Group CFO, Chief Financial Officer

and Company Secretary are permanent invitees for the meetings. The Statutory Auditors and the Internal Auditors are also invited for the meetings. The Company Secretary functions as Secretary to the Committee. The Committee oversees the accounting and financial reporting process of the Company, the performance of the internal auditors, performance and remuneration of the statutory auditors and the safeguards employed by them.

During the financial year 2011-2012, the Audit Committee met 4 (four) times on 12<sup>th</sup> May, 2011, 22<sup>nd</sup> July, 2011, 17<sup>th</sup> October, 2011 and 19<sup>th</sup> January, 2012. The attendance details are given below:

Name of the Directors	Designation	No. of meetings during the year	
		Held	Attended
Mr. Amitabha Ghosh	Chairman	4	3
Ms. Bhavna Doshi	Member	4	4
Mr. C. M. Hattangdi	Member	4	4

### 3.2 Terms of reference

The terms of reference of this Committee are wide enough to cover the matters specified for Audit Committees under Clause 49 of the Listing Agreement, as well as in Section 292A of the Companies Act, 1956 and are as follows :

1. oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. to review with the management, the financial statements at the end of the quarter, half year and the annual financial statements before submission to the Board for approval, focusing particularly on:
  - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of sub-section (2AA) of Section 217 of the Companies Act, 1956;
  - b. Changes, if any, in accounting policies and practices and reasons for the same;
  - c. Major accounting entries involving estimates based on the exercise of judgment by management;
  - d. Significant adjustments made in the financial statements arising out of audit findings;
  - e. Compliance with listing and other legal requirements relating to financial statements;
  - f. Disclosure of any related party transactions;
  - g. Qualifications in the draft audit report.
3. to recommend to the Board the appointment, re-appointment, replacement, removal of the statutory auditors, the audit fee, any question of resignation or dismissal and payment to statutory auditors for any other services rendered by them;
4. to discuss with the statutory auditors before the audit commences, about the nature and scope of the audit as well as post-audit discussion to ascertain any area of concern (in absence of management, wherever necessary);
5. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
6. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems and discuss the same periodically with the statutory auditors prior to the Board making its statement thereon;

7. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
8. discussion with internal auditors any significant findings and follow up there on;
9. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
10. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
11. to review the functioning of the Whistle Blower mechanism, in case the same is existing;
12. to approve the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
13. to consider other topics, as defined by the Board;
14. to review the following information:
  - a. Management discussion and analysis of financial condition and results of operations;
  - b. Statement of significant related party transactions, submitted by the management;
  - c. Management letters / letters of internal control weakness issued by the statutory auditors;
  - d. Internal audit reports relating to internal control weakness; and
  - e. The appointment, removal and terms of remuneration of the Internal Auditor.

#### 4. Remuneration Committee

##### 4.1 Composition, Meeting and Attendance

The Remuneration Committee comprises of 4 (four) Directors of which 3 (three) are Independent Directors, namely, Mr. D. M. Popat (Chairman), Mr. C. M. Hattangdi and Mr. Amitabha Ghosh and one Executive Director, namely Ms. Urvi A. Piramal. During the financial year 2011 – 2012, the Remuneration Committee met twice on 12<sup>th</sup> May, 2011 and 25<sup>th</sup> July, 2011 to recommend commission to Executive and Independent Directors and other related issues thereto. The details are given below :

Name of the Director	Designation	No. of meetings during the year	
		Held	Attended
Mr. D. M. Popat	Chairman	2	1
Mr. C. M. Hattangdi	Member	2	2
Mr. Amitabha Ghosh	Member	2	1
Ms. Urvi A. Piramal	Member	2	2

##### 4.2 Terms of reference & Remuneration Policy

The Committee decides the remuneration of the Executive Directors and commission to Non-Executive Directors. The broad terms of reference of the Remuneration Committee are to recommend to the Board, salary (including annual increments), perquisites and commission to be paid to the Executive Directors and to suggest the package of perquisites within the overall ceiling fixed by the Board and also to formulate and administer the Employee Stock Option Scheme including the review and grant of options to eligible employees under this Scheme.

Remuneration to Executive Directors and Commission to Non-Executive Independent Directors is determined after taking into account their valuable guidance received for the various business initiatives and decisions at the Board level.

## 5. Investors' Grievance Committee

### 5.1 Composition, Meeting and Attendance

The Committee comprises of one Non-Executive Independent Director i.e. Mr. C. M. Hattangdi, Chairman and one Executive Director i.e. Ms. Urvi A. Piramal. During the financial year 2011-2012, the Investors' Grievance Committee met 4 (four) times on 12<sup>th</sup> May, 2011, 25<sup>th</sup> July, 2011, 17<sup>th</sup> October, 2011 and 19<sup>th</sup> January, 2012. The attendance details are given below:

Name of the Director	Designation	No. of meetings during the year	
		Held	Attended
Mr. C. M. Hattangdi	Chairman	4	4
Ms. Urvi A. Piramal	Member	4	4

### 5.2 Terms of Reference

The Investors' Grievance Committee specifically looks into the redressal of investors' complaints like transfer of shares, non-receipt of annual reports, non-receipt of declared dividends, non-receipt of interest / redemption on debentures. In addition, the Committee also looks into matters which can facilitate investors' services and relations.

### 5.3 Details of Shareholders' Complaints

The Company had 2 complaints outstanding as on 1<sup>st</sup> April, 2011 and received 25 Complaints during the year ended 31<sup>st</sup> March, 2012 and all 27 Complaints were replied to the satisfaction of the shareholders. There were no complaints outstanding as on 31<sup>st</sup> March, 2012.

### 5.4 Company Secretary & Compliance Officer.

Name of the Company Secretary and the Compliance Officer	Mr. Kausik Nath (upto 29 <sup>th</sup> February, 2012) Mr. Pradeep Pasari (with effect from 1 <sup>st</sup> March, 2012)
Address	Peninsula Spenta, Mathuradas Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.
Telephone Number	+91-22-6615 4651-53
Fax Number	+91-22-6615 4593
E-mail ID	investor@peninsula.co.in

## 6. Remuneration of Directors

### 6.1 Remuneration paid to Non-Executive Directors of the Company

The Non-Executive Directors of the Company are paid sitting fees for attending each meeting of the Board of Directors and Committees thereof. During the year 2011-2012, commission for the year ended 31<sup>st</sup> March, 2011 was paid to the Non-Executive Independent Directors. Commission is determined after taking into account their valuable guidance received for the various business initiatives and decisions at the Board level.

The Company has not granted any stock option to any of its Non-Executive Directors.

The details of the sitting fees paid and commission payable for the year 2011-12 are given below:

Name of the Director	Sitting Fees (₹)	Commission (₹)
Mr. Jaydev Mody	20,000	6,00,000
Mr. Amitabha Ghosh	80,000	8,00,000
Ms. Bhavna Doshi	1,20,000	7,30,000
Mr. C. M. Hattangdi	1,40,000	8,00,000
Mr. D. M. Papat	70,000	6,70,000
Lt. Gen. Deepak Summanwar	80,000	6,00,000
Mr. Sudhindar Khanna	40,000	6,00,000

## 6.2 Remuneration paid to the Executive Directors of the Company

The remuneration of the Promoter Directors and other Executive Directors are decided on the recommendation of the Remuneration Committee and approved by the Board of Directors and shareholders. Any change in remuneration is also effected in the same manner and/or in line with the applicable statutory approvals.

The remuneration package of the Executive Directors comprises of salary and allowances, contribution to provident fund and superannuation fund and commission. No bonus, pension or incentive is paid to any of the Executive Directors.

The details are summarized below:

Name of the Directors	Designation	Salary & Allowances (₹)	Company's contribution to Provident Fund and Superannuation Fund (₹)	Commission (₹)
Ms. Urvi A. Piramal	Executive Chairperson	3,65,16,939	64,80,000	3,00,00,000
Mr. Rajeev A Piramal	Executive Vice-Chairman	1,82,89,600	48,60,000	2,05,00,000
Mr. Mahesh S. Gupta	Group Managing Director	2,32,93,164	61,56,000	2,05,00,000
Mr. Rajesh Jaggi	Managing Director	1,92,19,600	8,20,000	94,00,000

The tenure of office of the Executive Directors of the Company is for a period of 5 years from their respective date of appointments and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees.

## 6.3 Employee Stock Option Scheme

During the year, the Company had not granted Employee Stock Options of face value of ₹ 2/- each to a Senior Employee of the Company under the Employee Stock Option Scheme.

## 7. General Body Meetings and Postal Ballot:

### 7.1 Location and time, where Annual General Meeting (AGM) / Extra Ordinary General Meeting (EGM) for the last 3 years were held are given below:

Financial Year	AGM / EGM	Date	Time	Location
2008-09	137 <sup>th</sup> AGM	10 <sup>th</sup> August, 2009	3.00 p.m.	Walchand Hirachand Hall, Indian Merchants' Chamber Building, Churchgate, Mumbai 400 020.
2009-10	138 <sup>th</sup> AGM	5 <sup>th</sup> August, 2010	3.00 p.m.	
2010-11	139 <sup>th</sup> AGM	11 <sup>th</sup> August, 2011	11.00 a.m	

All the resolutions set out in the respective notice were passed by the majority of the shareholders.

### 7.2 Special Resolutions passed in the previous Annual General Meetings (AGM) and Extra Ordinary General Meeting (EGM) :

AGM	Date of AGM	Special Resolution
137 <sup>th</sup> AGM	10 <sup>th</sup> August, 2009	Resolution No. 7 : Issue of Fresh Securities by way of QIP / ADR / GDR / FCCB to domestic / foreign investors / foreign institutional investors / qualified institutional buyers, etc.  Resolution No. 9 : Increase in the limits of FII holding to 40% of the paid up equity share capital of the Company.
138 <sup>th</sup> AGM	5 <sup>th</sup> August, 2010	Resolution No. 12 : Issue of Fresh Securities by way of QIP / ADR / GDR / FCCB to domestic / foreign investors / foreign institutional investors / qualified institutional buyers, etc.
139 <sup>th</sup> AGM	11 <sup>th</sup> August, 2011	Resolution No. 7: Approve Payment of remuneration by way of commission to the Non-executive Directors of the Company.  Resolution No. 8: Alteration of Articles of Association of the Company.

EGM	Date of EGM	Special Resolution
EGM	5 <sup>th</sup> January, 2011	Reduction of Share Capital pursuant to a merger of Topstar Mercantile Private Limited into Peninsula Land Limited

### 7.3 Postal Ballot

No postal ballot was conducted during the year under review. At present, there is no proposal for passing any Special Resolution through Postal Ballot. None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing a special resolution through Postal Ballot.

## 8. Disclosures

### 8.1 Statutory Compliance, Penalties and Strictures

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

### 8.2 Materially significant related party transactions

The transactions between the Company and the Directors and Companies in which the directors are interested are disclosed in Para 12 of Note No. 23 Notes forming part of Financial Statements in the Annual Report in compliance with the Accounting Standard relating to "Related Party Disclosures". There is no materially

significant Related Party Transaction that may have potential conflict with the interest of the Company at large.

### 8.3 Code of Conduct

All the members of the Board and the Senior Management Personnel of the Company have affirmed compliance to the Code of Conduct of the Company as on 31<sup>st</sup> March, 2012. The Code of Conduct has been posted on the Company's website ([www.peninsula.co.in](http://www.peninsula.co.in))

A declaration to this effect signed by the Managing Director is appended to this Report.

### 8.4 Listing Agreement Compliance

The Company complies with all the requirements of the Listing Agreement including the mandatory requirements of Clause 49 of the Listing Agreement.

### 8.5 Risk Management

The Audit Committee and the Board of Directors regularly review the risk management strategy of the Company to ensure the effectiveness of the risk management policy and procedures. The Company has set up a system to appraise the Board of Directors of the Company on the key risk assessment areas and suggestive risk mitigation mechanism.

### 8.6 CEO and CFO Certification

The CEO and the CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Clause 49 of the Listing Agreement with the Stock Exchanges.

### 8.7 Corporate Social Responsibility Policy

The Company has undertaken various initiatives in Corporate Social Responsibility, as entailed below:

- Environment Initiatives
- Health Care Initiatives
- Livelihood Initiatives

A detailed report on the above has already been mentioned elsewhere in this Annual Report.

## 9. Monitoring of Subsidiary Companies

The Company monitors the performance of Subsidiary Companies, inter alia, by the following means :

- (a) Financial statements, in particular the investments made by the unlisted Subsidiary Companies, are reviewed regularly by the Audit Committee of the Company.
- (b) All minutes of the Board meetings of the unlisted Subsidiary Companies are placed before the Board regularly.

The Company does not have any material unlisted subsidiary and hence is not required to nominate an independent director of the Company on the Board of any subsidiary.

## 10. Means of communication

The quarterly results and annual results are generally published in Economic times, Hindu Business Line and Maharashtra Times and simultaneously posted on the Company's website ([www.peninsula.co.in](http://www.peninsula.co.in)). The Management Discussion and Analysis Report have been included in the Annual Report.

The Company's website [www.peninsula.co.in](http://www.peninsula.co.in) contains a separate dedicated section 'Investors Relations' where shareholders information is available. The Annual Report of the Company is also available on the website in a user friendly and downloadable form.

The Company makes presentations to the Institutional Investors and Analyst.

## 11. General Shareholder Information

### 11.1 140<sup>th</sup> Annual General Meeting

Date	Time	Venue
16 <sup>th</sup> August, 2012	3.30 p.m	Walchand Hirachand Hall, Indian Merchants' Chamber Building, Churchgate, Mumbai 400 020.

### 11.2 Financial Calendar for the Year 2012 -2013

Financial year	1 <sup>st</sup> April, 2012 to 31 <sup>st</sup> March, 2013
Book Closure Dates	Thursday, 9 <sup>th</sup> August, 2012 to Thursday, 16 <sup>th</sup> August, 2012 (both days inclusive) to determine the entitlement of shareholders to receive the dividend as may be declared for the year ended 31 <sup>st</sup> March, 2012.
Payment of Dividend	The Final Dividend if declared by the Shareholder at the AGM shall be paid / credited on or before Monday, 27 <sup>th</sup> August, 2012 i.e. within 30 days of declaration.

Financial reporting for the quarter ending (tentative and subject to change)

30 <sup>th</sup> June, 2012	: By 15 <sup>th</sup> August, 2012
30 <sup>th</sup> September, 2012	: By 15 <sup>th</sup> November, 2012
31 <sup>st</sup> December, 2012	: By 15 <sup>th</sup> February, 2012
Year ending 31 <sup>st</sup> March, 2013	: By 30 <sup>th</sup> May, 2013, Audited Results
Annual General Meeting for the year ending 31 <sup>st</sup> March, 2013	: By September, 2013

### 11.3 Dividend History

Sr. No.	Financial year	Dividend per share (₹)	Date of Declaration (Annual General Meeting)	Date of payment (Date of Dividend Warrant)
1	2008-2009 (12 months period)	0.90	10 <sup>th</sup> August, 2009	13 <sup>th</sup> August, 2009
2	2009-10 (12 months period)	1.50	5 <sup>th</sup> August, 2010	6 <sup>th</sup> August, 2010
3	2010 – 11 (12 months period)	1.70	11 <sup>th</sup> August, 2011	12 <sup>th</sup> August, 2011

The dividend for the financial year 2008-2009, 2009-10 and 2010-11 was declared on face value of ₹ 2/- per share.

#### 11.4 Unclaimed dividends

All the shareholders whose dividend is unclaimed are requested to claim their dividend. Under the Transfer of Unclaimed Dividend Rules, it would not be possible to claim the dividend amount once deposited in Investor Education & Protection Fund.

The statement of Unclaimed Dividend as per clause 5A of the Listing agreement is mentioned below:

- I. Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year as on 1<sup>st</sup> April, 2011 – NIL;
- II. Number of shareholders who approached issuer for transfer of shares from suspense account during the year 2012 - NIL;
- III. Number of shareholders to whom shares were transferred from suspense account during the year 2012- NIL;
- IV. Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year 2012 - NIL;
- V. That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

#### 11.5 Transfer to Investor Education & Protection Fund

During the year under review, the Company has credited ₹73,103/- lying in the unclaimed / unpaid dividend account to the Investor Education & Protection Fund pursuant to Section 205C of the Companies Act, 1956, read with Investor Education & Protection Fund (Awareness and Protection of Investors) Rules, 2001.

#### 11.6 Registered Office

The Registered Office of the Company is situated at :

Peninsula Spenta,  
Mathuradas Mills Compound,  
Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013.

#### 11.7 Listing of Equity Shares on Stock Exchanges and Stock Code

Listing on Stock Exchanges	Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 023.
	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai 400 051.

Name of the Exchange	Stock Code
Bombay Stock Exchange Limited	503031
National Stock Exchange of India Limited	PENINLAND
ISIN Demat	INE138A01028

The Company has been regular in paying the Annual Listing Fees to the Stock Exchanges. Listing fees for the year 2012 – 2013 have been paid within the due date.

## 11.8 Stock Market Data

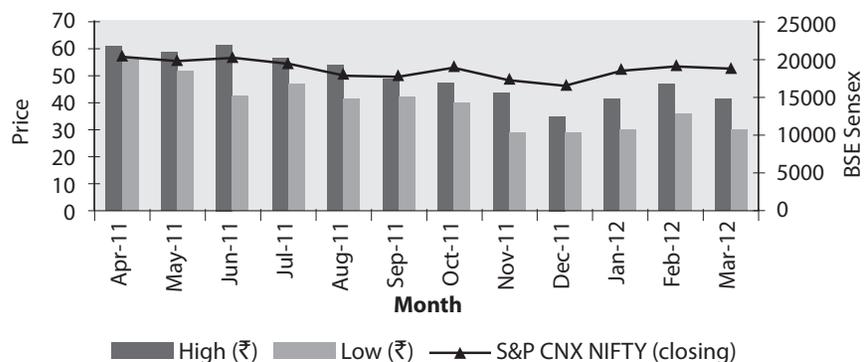
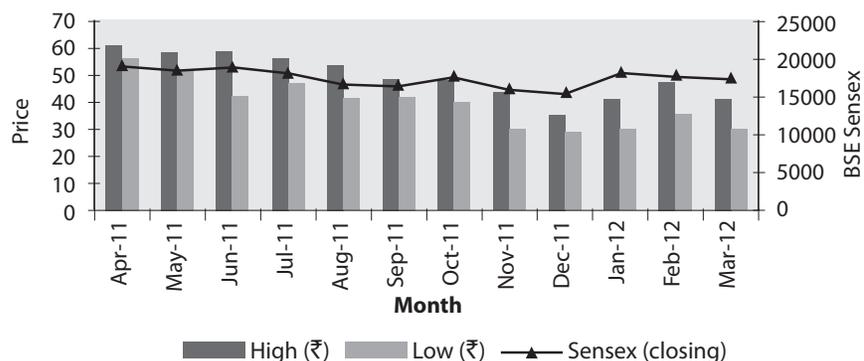
The high / low of the market price of the shares of the Company is given below:

Month	Bombay Stock Exchange Limited (BSE)				National Stock Exchange of India Limited (NSE)			
	High (₹)	Low (₹)	Monthly volume	Sensex (closing)	High (₹)	Low (₹)	Monthly volume	S&P CNX NIFTY (Closing)
April, 2011	61.00	56.25	1614543	19135.96	60.90	56.10	2197244	5749.50
May, 2011	58.75	51.80	4362720	18503.28	58.70	52.00	2708804	5560.15
June, 2011	59.25	42.60	628984	18845.87	61.80	43.00	870177	5647.40
July, 2011	56.50	47.05	422319	18197.2	56.35	47.00	516998	5482.00
August, 2011	53.90	41.80	419288	16676.75	53.50	42.00	3375313	5001.00
September, 2011	48.50	42.00	126032	16453.76	48.90	42.30	800615	4943.25
October, 2011	48.30	40.00	1626929	17705.01	46.95	40.00	1184592	5326.60
November, 2011	43.55	30.05	523358	16123.46	43.75	29.00	2280168	4832.05
December, 2011	35.35	29.10	381874	15454.92	35.20	29.10	909293	4624.30
January, 2012	41.40	30.06	359914	17193.55	41.35	30.65	597730	5199.25
February, 2012	47.45	35.90	624420	17752.68	47.20	36.00	884831	5385.20
March, 2012	41.25	30.20	260043	17404.20	41.80	30.25	558697	5295.55

Sources : BSE, NSE, Sensex and S&P CNX Nifty websites

### Stock Performance v/s BSE Sensex and S & P CNX Nifty

The performance of Peninsula Land Limited's Equity Shares relative to the BSE Sensex and S & P CNX Nifty is given in the charts below:



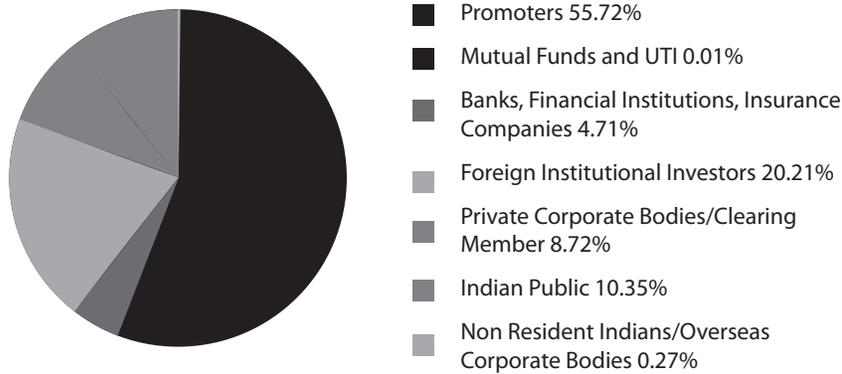
**11.9 Distribution of shareholding as on 31<sup>st</sup> March, 2012**

Slab of shareholding	No. of shareholders	% of shareholders	No. of shares	% of shares held
1 to 5000	51106	98.72	18960338	6.79
5001 to 10000	358	0.69	2601833	0.93
10001 to 20000	163	0.31	2293742	0.82
20001 to 30000	59	0.11	1484167	0.53
30001 to 40000	15	0.03	530875	0.19
40001 to 50000	9	0.02	425444	0.15
50001 to 100000	18	0.03	1197508	0.43
100001 & Above	40	0.08	251707313	90.15
	53532	100	279201220	100

**11.10 Shareholding Pattern as on 31<sup>st</sup> March, 2012**

Category	No. of shares held	% of shares held
<b>A Promoters Holding</b>		
1 Indian promoters	155581772	55.72
Foreign promoters	--	--
2 Persons acting in concert	--	--
<b>Sub total (1 + 2)</b>	<b>155581772</b>	<b>55.72</b>
<b>B Non Promoters Holding</b>		
<b>3 Institutional Investors</b>		
a Mutual Funds and UTI	25795	0.01
b Banks, Financial Institutions, Insurance Companies (Central/State Government Institutions / Non Government Institutions)	13141994	4.71
c Foreign Institutional Investors	56417978	20.21
<b>Sub-total (3)</b>	<b>69585767</b>	<b>24.92</b>
<b>4 Others</b>		
a Private Corporate Bodies	24319642	8.72
b Indian Public	28917294	10.35
c Non Resident Indians	514922	0.18
d Overseas Corporate Bodies	250000	0.09
e Clearing Members	31823	0.01
<b>Sub total (4)</b>	<b>54033681</b>	<b>19.35</b>
<b>Total B</b>	<b>123619448</b>	<b>44.28</b>
<b>Grand total (1 + 2 + 3 + 4)</b>	<b>279201220</b>	<b>100.00</b>

### % of Shareholding



#### 11.11 Share Transfers (Physical Form)

The Board has delegated the authority for approving transfer, transmission, etc. of the Company's equity shares to a Share Transfer Committee comprising of Ms. Urvi A. Piramal, Mr. Rajeev A. Piramal, Mr. Mahesh S. Gupta and Mr. Rajesh Jaggi. The share certificates in physical form are generally processed and returned within 30 days from the date of receipt, if the documents are clear in all respects.

For administrative convenience and to facilitate speedy approvals, authority has also been delegated to Senior Executives to approve share transfers upto specified limits.

A summary of the transfer / transmission so approved by the Committee and the authorized Executives is placed at every Board Meeting.

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

The Company conducts a Secretarial Audit on a quarterly basis in accordance with SEBI requirements. M/s Haribhakti & Co., Chartered Accountants has been appointed by the Company to conduct such audit. The Secretarial Audit Reports of M/s. Haribhakti & Co., which have been submitted to the Stock Exchanges within the stipulated period, inter alia confirms that the equity shares of the Company held in dematerialized form and in physical form tally with the issued and paid-up equity share capital of the Company.

#### 11.12 Dematerialization of shares and liquidity

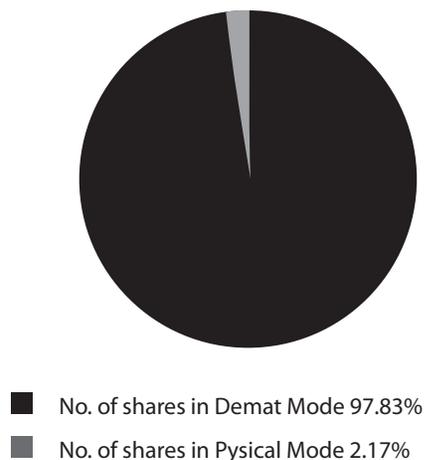
As at 31<sup>st</sup> March, 2012, 27,31,42,345 Equity Shares representing 97.83% of the Company's paid-up Equity Share Capital have been dematerialized.

Trading in Equity Shares of the Company is permitted only in dematerialized form as per the notification issued by SEBI.

Shareholders seeking demat / remat of their shares need to approach their Depository Participants (DP) with whom they maintain a demat account. The DP will generate an electronic request and will send the physical share certificates to the Share Transfer Agent of the Company. Upon receipt of the request and share certificates, the Share Transfer Agent will verify the same. Upon verification, the Share Transfer Agent will request National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) to confirm the demat request. The demat account of the respective shareholder will be credited with equivalent number of shares. In case of rejection of the request, the same shall be communicated to the shareholder.

In case of remat, upon receipt of the request from the shareholder, the DP generates a request and verification of the same is done by the Share Transfer Agent. The Share Transfer Agent then request NSDL / CDSL to confirm the same. Approval of the Company is sought and equivalent numbers of shares are issued in physical form to the shareholder. The share certificate is dispatched within one month from the date of issue of shares.

#### No. of shares in Demat & Physical Mode



#### 11.13 Share Transfer Agent

Freedom Registry Limited has been appointed as one point agency for dealing with shareholders. Shareholders' correspondence should be addressed to the Company's Share Transfer Agent at the address mentioned below :

Registered Office	Freedom Registry Limited Plot No. 101/102, 19th Street, MIDC Area, Satpur, Nashik 422 007. Tel (0253) - 2354 032 Fax (0253) - 2351 126 E-mail : support@freedomregistry.in
Mumbai Liaisoning Office	Freedom Registry Limited 104, Bayside Mall, 35, C. M. M. Malviya Marg, Tardeo Road, Haji Ali, Mumbai 400 034. Tel : (022) - 2352 5589

#### 11.14 Investor Helpdesk

Share transfers, dividend payments and all other investor related activities are attended to and processed at the office of the Share Transfer Agent, Freedom Registry Limited.

For lodgement of transfer deeds and other documents or for any other grievance / complaints, shareholders / investors may contact Share Transfer Agent, Freedom Registry Limited at the address mentioned above.

Any queries relating to share transfers, dividend payments, annual report, etc. may be mailed at investor@peninsula.co.in

### 11.15 Investor Correspondence

Shareholders can also contact the following Official for Secretarial matters of the Company

Name	E-mail ID	Telephone No	Fax No
Mr. Pradeep Pasari Head - Group Legal, Taxation & Company Secretary	investor@peninsula.co.in	+91-22-66154651- 53	+91-22-6615 4593

Shareholders can contact the following Officials for Financial matters of the Company:

Name	E-mail ID	Telephone No	Fax No
Mr. Pramod Akhramka Group CFO	info@peninsula.co.in	+91-22-6615 4651 - 53	+91-22-6615 4593
Mr. Bharat Sanghavi Chief Financial Officer		+91-22-6622 9300	+91-22-6622 9302

**Correspondence address:** Peninsula Land Limited  
Peninsula Spenta,  
Mathuradas Mills Compound,  
Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013.

### 11.16 Plant Location

The Company has no manufacturing plant.

### 11.17 Outstanding GDRs / ADRs / Warrants or any Convertible Instruments

There are no outstanding convertible warrants / instruments.

### 11.18 Status of Compliance with Non Mandatory Requirements

- For Remuneration Committee, please refer No. 4 above.
- Since the financial results are published in newspapers having wide circulation, only the annual accounts are sent to each of the shareholders.
- The provisions relating to postal ballot shall be complied with on matters as may be applicable.

## 12. Code for Prevention of Insider Trading

The Company has adopted a Code for Prevention of Insider Trading in the shares of the Company which is in line with the Model Code as prescribed by the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended. The said Code inter alia prohibits purchase / sale of shares of the Company by Directors and Employees while in possession of unpublished price sensitive information in relation to the Company.

## Declaration regarding Compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

To,

The Members of Peninsula Land Limited

Declaration by the Managing Director under Clause 49 of the Listing Agreement

I, Rajesh Jaggi, Managing Director of Peninsula Land Limited hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year ended 31<sup>st</sup> March, 2012

Rajesh Jaggi  
Managing Director

Mumbai, 7<sup>th</sup> May, 2012

# Certificate

## on Corporate Governance

To the Members of

### **Peninsula Land Limited**

We have examined the compliance of conditions of Corporate Governance by Peninsula Land Limited (the 'Company'), for the year ended on 31<sup>st</sup> March, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges in India.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

Based on the representation received from the Company and certified by the Share Transfer Agent of the Company, no investor grievance is pending for a period exceeding one month as on 31<sup>st</sup> March, 2012 against the Company and the Share Transfer Agent have reported to the Shareholders / Investors Grievances Committee on the status of the grievances.

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

For Nilesh Shah & Associates  
Company Secretaries

(Nilesh Shah)  
Partner (FCS - 4554)  
C.P.No: 2631

Place : Mumbai

Date : 17<sup>th</sup> May, 2012

# Secretarial Compliance Certificate

To,  
The Board of Directors,  
Peninsula Land Limited  
Mumbai

We have examined the necessary registers, records, books and papers of Peninsula Land Limited (the 'Company') as required to be maintained under the Companies Act, 1956, (the 'Act') and the Rules made thereunder, Listing Agreement, applicable SEBI Rules and Regulations and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31<sup>st</sup> March 2012. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained the requisite statutory registers as per the provisions of the Act and the Rules made there under either in physical or electronic mode as applicable.
2. The Company has filed the requisite forms and returns as required to be filed with the Registrar of Companies, Maharashtra, Mumbai with additional filing fees, as may be applicable, as prescribed under the Act and the Rules made thereunder.
3. The Board of Directors of the Company is duly constituted.

The Board of Directors duly met 4 times for meetings held on 12.05.2011, 25.07.2011, 17.10.2011 and 19.01.2012 respectively, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

4. As required under the Listing Agreement and the Companies Act, 1956, the Company has the following Committees. Minutes of these committee meetings were properly recorded.
  - Audit Committee: The Committee had met 4 times during the year under review.
  - Investor Grievance Committee: The Committee had met 4 times during the year under review.
  - Remuneration Committee: The Committee had met twice during the year under review.

The Committee Meeting held on 12.05.2011 had considered and approved the agenda for payment of commission to Executive Directors and Non-Executive Directors. The Committee Meeting held on 25.07.2011 had considered and approved increase in remuneration of Executive Directors within the limits as approved by the Members at the General Meeting.

- Besides the above, the Company has also non-mandatory committees like Share Transfer Committee, Committee of Directors (Borrowings), Committee of Directors (Bank Accounts), Committee of Directors (Amalgamation), Committee of Directors (QIP), Committee of Directors (Debentures), Management Committee and Investment and Loan Committee.

5. The Company closed its Register of Members from 06.08.2011 to 11.08.2011 (Both Days Inclusive) and necessary compliance of Section 154 of the Companies Act, 1956 has been made in respect of the same.
6. The Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2011 was held on 11<sup>th</sup> August, 2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.

The Company has passed following special resolutions at the Annual General Meeting held on 11<sup>th</sup> August, 2011:

- Payment of commission to Non-Executive Directors; and
- Alteration of certain clauses of Articles of Association.

The Company has not passed any resolution by Postal Ballot process during the financial year under review.

7. The Company has complied with the requirements of the Depositories Act, 1996 pertaining to dematerialization of shares and wherever required, share certificates have been issued and delivered to the shareholders and the transfers / transmissions thereof have been carried out and registered as per requirements.

8. Declaration and payment of dividend for the previous financial year was made during the year under review and amount lying in unclaimed dividend account has been transferred to the Investor Education and Protection Fund as per the requirements of the Act.
9. Charges created, modified or satisfied by the Company were filed and noted and entered in the Register maintained for the purpose during the financial year under review.
10. The directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the Rules made thereunder.
11. The Company has issued and allotted 11,68,82,052 Equity Shares pursuant to High Court Order approving merger of Topstar Mercantile Private Limited with the Company in compliance with the provisions of the Act.
12. The Company has not redeemed any preference shares during the financial year under review.
13. The Company has not accepted any fresh Fixed Deposits. The dividend declared had been transferred / paid during the year in accordance with the provisions of the Act. The Annual Return and Annual Reports have been filed as required under the Act. The Company has, therefore not defaulted in provisions of Section 274(1)(g) of the Act, which may otherwise disqualify the Directors of the Company from acting as a Director of any other Public Company.
14. The amount borrowed by the Company from various sources is within the borrowing limits of the Company.
15. The Company had complied with the provisions of Section 372A and other provisions of the Act in respect of guarantees given, loans granted, investments made during the financial year under review, wherever applicable.
16. The Company has substantially complied with SEBI Takeover Regulations as amended from time to time.
17. The Company has not granted any new options under ESOP Scheme during the financial year under review. However, 462225 Options which were granted earlier had lapsed during the year under review.
18. The Company has substantially complied with the provisions of the Listing Agreement with the Stock Exchanges pertaining to submissions of the statements, documents, disclosure requirements, publication in newspapers, Corporate Governance Standards as prescribed in Clause 49 of Listing Agreement.
19. The Company has substantially complied with the provisions of SEBI (Provisions of Insider Trading) Regulations, 1992 as amended from time to time.
20. The Company has instituted the codes for Directors and Senior Executives of the Company and has complied with the Code of Conduct for Directors and other Senior Executives as required under Clause 49 of the Listing Agreements.
21. The Company has not altered the provisions of Memorandum of Association during the financial year under review.
22. The Company has altered provisions of its Articles of Association during the financial year under review in compliance with the provisions of the Act.

(MAHESH M. DARJI)  
Company Secretary  
C.P.No: 7809

Place: Mumbai

Date: 17<sup>th</sup> May, 2012

# Auditors' Report

To

The Members of PENINSULA LAND LIMITED

1. We have audited the attached Balance Sheet of Peninsula Land limited ('the Company') as at March 31, 2012 and also the Statement of Profit and Loss 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 conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended 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' of India (the 'Act') 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 give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the paragraph 3 above, we 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, statement of profit and loss and cash flow statement dealt with by this report are in agreement with the books of account;
- iv. In our opinion, the balance sheet, the statement of profit and loss and cash flow statement dealt with by this report, except for non disclosure of category of plan assets and other disclosures in accordance with AS-15 (Revised) "Employee Benefits" as stated in Para No.11 of Note No.23 to Accounts, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
- v. Without qualifying our opinion, attention is invited to recognition of income and expenses for ongoing projects which is based upon estimated costs, as per the judgment of management and certificate of architect, which have been relied upon by us, these being technical matters.
- vi. On the basis of the written representations received from the directors, as on March 31, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- vii. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with para (iv) above, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
  - a) in the case of the balance sheet, of the state of affairs of the Company as at March 31, 2012;
  - b) in the case of the statement of profit and loss, of the profit for the year ended on that date; and
  - c) in the case of cash flow statement, of the cash flows for the year ended on that date.

For Haribhakti & Co.  
Chartered Accountants  
Firm's Registration No.103523W

Chetan Desai  
Partner  
Membership No.17000

Place: Mumbai  
Date: 17th May, 2012

## Annexure to Auditors' Report

[Referred to in paragraph 3 of the Auditors' Report of even date to the members of Peninsula Land limited on the financial statements for the year ended March 31, 2012]

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) We are informed that the fixed assets of the company are physically verified by the management according to phased programme designed to cover all the items over a period of the three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, physical verification has been carried out during the year, as informed, no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the company during the year.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification carried out at the end of the year.
- (iii) (a) The Company has granted loan to twenty three companies covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹ 1333 Crores and the year-end balance of loans granted to such parties was ₹ 1312 Crores.
- (b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are prima facie, not prejudicial to the interest of the Company.
- (c) The loans granted are repayable on demand. As informed, the company has not demanded repayment of any such loan and interest during the year, thus, there has been no default on the part of the parties to whom the money has been lend. The payment of interest has been regular.
- (d) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- (e) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 that need to be entered into the register maintained under section 301 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA of the Act and the rules framed there under.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) Based on the opinion obtained by the Company, the Company is of the view that the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Act is not applicable for the activities carried out by the Company. Hence, such records have not been maintained.
- (ix) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor

education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax and other material statutory dues applicable to it. However, there have been few delays in depositing tax deducted at source and service tax. As explained to us, the provisions regarding custom duty and excise duty are presently not applicable to the company.

- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute except for the dues in relation to income tax as disclosed hereunder:

Name of the statute	Nature of dues	Amount (₹ In Crores)	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Income Tax	31.80	2008-09	Commissioner of Income Tax (Appeals)

- (x) The company does not have any accumulated losses at the year end. Further, the company has not incurred cash losses during the financial year covered by our audit and 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 a financial institution, bank or debenture holders.
- (xii) According to the records of the Company and according to the information and explanations provided to us, we are of the opinion that the company has not granted 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 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.

(xiv) In respect of dealing / trading in shares, securities, debentures and other investments, in our opinion and according to the information and explanations given to us, generally the Company did not deal or trade in it. However, on short term basis, surplus funds were invested in mutual fund for which proper records for the transaction and contracts have been maintained and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company, in its own name.

(xv) In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.

(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 loans were raised. However, on short term basis, excess borrowings were parked in fixed deposits of various banks.

(xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.

(xviii) According to the information and explanations given to us, the company had not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.

(xix) The Company did not issue any debentures during the year.

(xx) During the year the company has not raised any money through public issue.

(xxi) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For Haribhakti & Co.  
Chartered Accountants  
Firm's Registration No.103523W

Chetan Desai  
Partner

Membership No.17000

Place: Mumbai  
Date: 17th May, 2012

# Balance sheet

## as at 31st March 2012

(₹ in Crores)

	Note No.	As at 31st March 2012	As at 31st March 2011
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	55.90	55.90
Reserves & Surplus	2	1,555.41	1,434.20
<b>Total (A)</b>		<b>1,611.31</b>	<b>1,490.10</b>
<b>Non-Current Liabilities</b>			
Long Term Borrowings	3	611.32	148.41
Deferred tax liabilities (Net) (Refer Para no .14 Of Note 23)		7.72	7.79
Long-term Provisions	4	4.10	3.56
<b>Total (B)</b>		<b>623.14</b>	<b>159.76</b>
<b>Current Liabilities</b>			
Short Term Borrowings	5	35.53	-
Trade payables	6	63.88	76.46
Other current liabilities	7	598.66	829.72
Short-term provisions	8	35.73	55.21
<b>Total (C)</b>		<b>733.80</b>	<b>961.39</b>
<b>Total (A)+(B)+(C)</b>		<b>2,968.25</b>	<b>2,611.25</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed Assets	9		
Tangible assets		56.42	43.95
Capital work In Progress		0.22	-
<b>Total (A)</b>		<b>56.64</b>	<b>43.95</b>
Non-Current investments	10	232.98	219.89
Advance to Employees ESOP Trust		27.74	28.34
Long term loans and advances	11	1,590.73	1,122.77
<b>Total (B)</b>		<b>1,851.45</b>	<b>1,371.00</b>
<b>Current assets</b>			
Current investments	12	2.70	-
Inventories	13	277.33	294.88
Trade Receivables	14	321.38	189.56
Cash and Bank Balances	15	336.17	502.49
Short-term Loans and advances	16	69.46	184.45
Other current assets	17	53.12	24.92
<b>Total (C)</b>		<b>1,060.16</b>	<b>1,196.30</b>
<b>Total (A)+(B)+(C)</b>		<b>2,968.25</b>	<b>2,611.25</b>
<b>Significant accounting policies</b>	22		
<b>Notes forming part of accounts</b>	23		

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

# Statement of Profit and Loss

for the year ended 31st March 2012

(₹ in Crores)

	Note No.	2011-2012	2010-2011
<b>INCOME</b>			
Revenue from operations (Gross) (Refer para 4 of Note 23)		477.98	478.90
Other Income	18	140.85	132.15
<b>Total Revenue (A)</b>		<b>618.83</b>	<b>611.05</b>
<b>EXPENSES:</b>			
Cost of realty and changes in inventory (Refer para 17 of Note 23)		202.19	200.39
Employee Benefit expenses	19	57.15	51.02
Finance costs	20	134.45	19.30
Depreciation	9	4.85	4.62
Other Expenses	21	37.83	33.21
<b>Total Expenses (B)</b>		<b>436.47</b>	<b>308.54</b>
<b>Profit before Tax ( C)=( A-B)</b>		<b>182.36</b>	<b>302.51</b>
Less : Tax expense:			
Current tax		36.40	58.45
MAT credit entitlement		(10.87)	(1.59)
Deferred tax		(0.06)	(0.13)
<b>Total (D)</b>		<b>25.47</b>	<b>56.73</b>
<b>Net Profit after tax ( C ) -(D)</b>		<b>156.89</b>	<b>245.78</b>
Earning Per Equity Share of face value ₹ 2 (P.Y. ₹ 2) (Refer Para no 15 of Note no. 23)			
Basic		5.62	8.80
Diluted		5.62	8.80
<b>Significant accounting policies</b>	22		
<b>Notes forming part of accounts</b>	23		

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

# Note

## to Balance Sheet

### Note No. 1 Share Capital

(₹ in Crores)

	31-Mar-12	31-Mar-11
<b>1 SHARE CAPITAL</b>		
Authorised:		
37,49,95,000 (P.Y. 37,49,95,000 Shares of ₹ 2/- Each) Equity Shares of ₹ 2/- Each	75.00	75.00
1000 (P.Y. 1000) 5% Cumulative Redeemable Preference Shares of ₹ 10/- each.	0.00	0.00
	<b>75.00</b>	<b>75.00</b>
Issued, Subscribed and paidup		
(a) Balance at the Beginning of the year	55.84	55.84
27,92,01,220 Equity Shares ₹ 2/- Each Fully paid up (P.Y. 27,92,01,220 Equity Shares ₹ 2/- Each Fully paid up)		
Includes 13,33,20,055 Shares of ₹ 2/- Each ( P.Y. 13,33,20,055 Shares of ₹ 2 /- Each) issued pursuant to Schemes of Arrangement for consideration other than cash.		
<b>Less :</b> Cancellation of 11,68,82,052 Equity Shares of ₹ 2/- each Acquired in Amalgamation scheme as per Honourable Bombay High Court Order	23.38	-
<b>Add :</b> Issue of 11,68,82,052 Equity shares of ₹ 2/- each to erstwhile share holder of Topstar Mercantile Private Limited as per Amalgamation scheme approved by Honourable Bombay High Court	23.38	-
<b>Add :</b> Forfeiture of Shares	0.06	0.06
<b>Balance at the end of the Year</b>	<b>55.90</b>	<b>55.90</b>
(b) Balance at the Beginning of the year	0.00	0.00
1,000 (P. Y. 1,000) 5% Cumulative Redeemable Preference Shares of ₹ 10/- each pursuant to Scheme of Arrangement for consideration other than cash		
Balance at the end of the year	0.00	0.00
<b>Balance at the end of the year total share capital- (a) +(b)</b>	<b>55.90</b>	<b>55.90</b>

Note :

#### a Terms /rights attached to Equity shares

The Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. All shares rank pari passu with regard to dividend .

Board of Director's have recommended a dividend of ₹ 1.10 (P.Y. ₹1.70 ) per equity share (55%(P.Y. 85%) of Face value of equity share ₹ 2 )

#### b Terms /rights attached to 5% Cumulative Redeemable Preference Shares :

The Company has only one class of Preference shares having par value of ₹ 10 each

Preference shares are redeemable on the expiry of ten years from the date of allotment,with an option for the Company for early redemption but not before 18 months from the date of allotment 25th January 2006. The preference shareholder do not have any voting right.

Equity Shares in the Company held by each shareholders holding more than 5% shares specifying the number of shares held:

Sr No.	Name of Share holder	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	14,89,28,691	53.34	3,05,23,730	10.93
2	Topstar Mercantile Private Limited	-	-	11,68,82,052	41.86
3	Franklin templeton investment funds	2,79,19,414	10.00	2,76,91,449	9.92
4	Templeton Emerging Markets Investment Trust PLC	1,55,95,175	5.59	1,21,71,235	4.36

5% Cumulative Redeemable Preference Shares in the Company held by each shareholders holding more than 5% shares specifying the number of shares held:

Sr No.	Name of Share holder	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	1 000	100%	-	-
2	Topstar Mercantile Private Limited	-	-	1,000	100%

Details of Shares Held by Controlling entity

Sr No.	Shares Held by Controlling entity	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	14,89,28,691	53.34	3,05,23,730	10.93
2	Topstar Mercantile Private Limited *	-	-	11,68,82,052	41.86

\* Ultimate Controlling entity -Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal

## Note No.2 Reserves and Surplus

	(₹ in Crores)	
	31-Mar-12	31-Mar-11
Capital Reserve	1.85	1.85
Capital Redemption Reserve	0.17	0.17
Securities Premium Reserve	640.32	640.32
General Reserve	242.40	192.40
Add: Transfer from Profit & Loss Statements	30.00	50.00
	272.40	242.40
Profit and Loss Statements		
As per last Balance Sheet	549.46	408.84
Add : Profit for the year	156.89	245.78
Less : Proposed Dividend on Equity Shares	30.71	47.46
Less : Distribution Tax thereon	4.98	7.70
Less : Proposed Dividend on Preference Shares	0.00	0.00
Less : Distribution Tax thereon	0.00	0.00
Less : Transfer to General Reserve	30.00	50.00
	640.66	549.46
<b>Total</b>	1,555.41	1,434.20

## Note No. 3 Long Term Borrowings

	(₹ in Crores)	
	31-Mar-12	31-Mar-11
<b>Secured Loan</b>		
From Bank ( Term Loan )	336.32	148.41
From Financial Institution	275.00	-
<b>Total</b>	611.32	148.41

	(₹ in Crores)	
	31-Mar-12	31-Mar-11
<b>I The term loans from Banks are :</b>		
<b>1 From Bank 1</b>		
a Terms of Loan Repayment		
Outstanding balance as at balance sheet date is repayable over a period of 18 months in varying monthly instalments	-	123.00
b Security		
Exclusive Charge on the immovable property (held for real estate development) belonging to the Company and on the revenues receivables from projects undertaken.		
<b>2 From Bank 2</b>		
a Terms of Loan Repayment		
Outstanding balance as at balance sheet date is repayable within 45 months in equal monthly instalments	-	8.29
Outstanding balance as at balance sheet date is repayable within 71 months in equal monthly instalments	-	17.12

		(₹ in Crores)	
		31-Mar-12	31-Mar-11
b	Security By way of mortgage on the company's immovable property located at Mumbai and charge on the rent receivable therefrom		
<b>3</b>	<b>From Bank 3</b>		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable over a period of 36 months in varying monthly instalments	223.00	-
b	Security Secured against charge of Immovable property (held for real estate development) belonging to Subsidiaries Companies and other Companies for whom the Company has undertaken the project development and execution.		
<b>4</b>	<b>From Bank 4</b>		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable within 107 months in equal monthly instalments	113.32	-
b	Security By way of mortgage on the company's immovable property and charge on the rent receivable therefrom		
<b>II</b>	<b>The term loans from Financial Institution :</b>		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable over a period of 23 months in varying periodic instalments	275.00	-
b	Security Mortgage of the company's immovable property comprising land and present and future construction thereon at its project Peninsula Business Park at Lower Parel, Mumbai and a charge on the Receivable from the said project		

#### Note No. 4 Long Term Provision

		(₹ in Crores)	
		31-Mar-12	31-Mar-11
	Employee Benefits (Refer para 11 of Note 23)	4.10	3.56
	<b>Total</b>	<b>4.10</b>	<b>3.56</b>

#### Note No. 5 Short Term Borrowings

		(₹ in Crores)	
		31-Mar-12	31-Mar-11
	Unsecured		
	Bank Overdraft	35.53	-
	Terms of Loan Repayment :		
	Bank Overdraft is repayable on demand		
	<b>Total</b>	<b>35.53</b>	<b>-</b>

**Note No. 6 Trade Payables**

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	MSMED	-	-
b	Others - trade payables	63.88	76.46
	<b>Total</b>	<b>63.88</b>	<b>76.46</b>

**Note No. 7 Other Current Liabilities**

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Current Maturities of Long term debt	530.34	795.73
b	Trade Deposit & Advances	8.65	8.00
c	Interest accrued but not due on borrowings	3.08	4.53
d	Income Received in Advance	0.64	6.40
e	Unpaid Dividends	1.44	1.18
f	Other Current Liabilities	50.84	10.43
g	Statutory Dues payable	3.29	3.45
h	Payable to subsidiaries	0.38	-
	<b>Total</b>	<b>598.66</b>	<b>829.72</b>

**Note No. 8 Short Term Provision**

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Employee Benefits (Refer para 11 of Note 23)	0.04	0.05
b	Proposed Dividend on Equity Shares	30.71	47.46
c	Proposed Dividend on Preference Shares	0.00	0.00
d	Tax Payable on Proposed Dividend	4.98	7.70
	<b>Total</b>	<b>35.73</b>	<b>55.21</b>

**Note No. 9 Fixed Assets (At Cost)**

(₹ in Crores)

Description	GROSS BLOCK				As on 31.03.2012	DEPRECIATION			NET BLOCK		
	As on 1.04.2011	Additions during Year	Acquired under Merger Scheme	Deductions during Year		Upto 1.04.2011	Additions during Year	Deductions during Year	Upto 31.03.2012	As on 31.03.2012	As on 31.03.2011
<b>Tangible Assets</b>											
Leasehold Land	0.13	-	-	0.13	-	0.13	-	0.13	-	-	-
Freehold Land	0.24		0.06	0.24	0.06	-	-	-	-	0.06	0.24
Building	38.74	13.27	-	0.09	51.92	6.81	1.59	0.05	8.35	43.58	31.93
Office Equipments & Computers	8.26	3.16	-	-	11.43	3.91	1.29	-	5.20	6.23	4.36
Constuction Equipments	6.50	-	-	-	6.50	1.30	1.30	-	2.60	3.90	5.20
Furniture & Fixtures	3.10	0.91	-	0.02	3.99	1.10	0.57	0.02	1.65	2.33	2.00
Motor Vehicles	0.78	0.16	-	-	0.94	0.56	0.06	-	0.62	0.32	0.22
<b>TOTAL (A)</b>	<b>57.75</b>	<b>17.50</b>	<b>0.06</b>	<b>0.48</b>	<b>74.84</b>	<b>13.81</b>	<b>4.81</b>	<b>0.20</b>	<b>18.42</b>	<b>56.42</b>	<b>43.95</b>
Previous Year (A)	50.58	7.30	0.00	0.12	57.75	9.41	4.48	0.09	13.80	43.95	41.16

Note No. 10 Non Current Investments

(₹ in Crores)

	Nos.	Face Value (Rupees)	31-Mar-12	31-Mar-11
<b>NON -CURRENT INVESTMENTS (AT COST)</b>				
<b>LONG TERM INVESTMENTS : ( NON TRADE)</b>				
<b>A. INVESTMENTS IN EQUITY INSTRUMENTS-UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>				
<b>I) Subsidiary Companies (Equity Instruments)</b>				
Peninsula Crossroads Private Limited	1800000	10	16.34	16.28
	(1800000)	(10)		
Peninsula Mega Properties Private Limited	10000	10	0.01	0.01
	(10000)	(10)		
Peninsula Holdings & Investments Private Limited	10000	10	0.01	0.01
	(10000)	(10)		
Renato Finance and Investments Private Limited	1000000	10	1.00	1.00
	(1000000)	(10)		
<b>II) Associate Companies (Equity Instruments)</b>				
JM Realty Management Private Limited	2500	10	0.00	0.00
	(2500)	(10)		
Sew Engineering (India) Private Limited	989300	10	6.54	6.54
	(989300)	(10)		
<b>III) Others (Equity Instruments)</b>				
Aero Ports & Infrastructure projects Private Limited	43750	10	0.04	0.04
	(43750)	(10)		
JM Township & Real Estate Private Limited	175000	10	0.18	0.18
	(175000)	(10)		
Rockfirst Real Estate Limited	14000	10	0.01	0.01
	(14000)	(10)		
Sukh Sagar Premises Co-operative Hsg. soc. Limited	5	50	0.00	0.00
	(5)	(50)		
The Shamrao Vithal Co operative Bank Limited	25	25	0.00	0.00
	(25)	(25)		
			24.14	24.07

Note No. 10 Non Current Investments

(₹ in Crores)

	Nos.	Face Value (Rupees)	31-Mar-12	31-Mar-11
<b>NON -CURRENT INVESTMENTS (AT COST)</b>				
Balance Broght down			24.14	24.07
<b>LONG TERM INVESTMENTS : ( NON TRADE)</b>				
<b>B. INVESTMENTS IN DEBENTURE UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>				
GoodHome Realty Limited 18% Unsecured Redeemable Optionally Fully Convertible Debentures	5958330	100	59.58	59.58
	(5958330)	(100)		
GoodHome Realty Limited -18% Unsecured Redeemable Optionally Fully Convertible Debentures Partly paid up (₹ 69 per Debenture P.Y. ₹ 50 per Debenture)	6722000	100	46.38	33.61
	(6722000)	(100)		
JM Township & Real Estate Private Limited-0% Unsecured Redeemable Optionally Fully Convertible Debentures	9896855	10	9.90	9.90
	(9896855)	(10)		
Rockfirst Real Estate Limited - 18%Unsecured Redeemable Optionally Convertible Debentures	3488450	100	34.88	34.88
	(3488450)	(100)		
RR Mega City Builders Limited-15% Unsecured Redeemable Optionally Fully Convertible Debentures	5486981	100	54.87	54.87
	(5486981)	(100)		
<b>C. INVESTMENTS IN PREFERENCE SHARES UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>				
Rock first Real Estate Limited -2% Redeemable Non- Cumulative Redeemable Preference Shares	10150	100	0.10	0.10
	(10150)	(100)		
<b>D. Investments in AOP</b>				
Peninsula GSG MHP Project- Note 1 given below			1.42	1.00
Less : Share of Loss from Association of Person ( AOP)			(0.14)	-
<b>E. INVESTMENTS PROPERTY</b>				
Less : Depreciation on Immovable property			(0.18)	(0.15)
			232.98	219.89
<b>Aggregate amount of Quoted Investments &amp; Market value thereof</b>				
Investments in Immovable Properties (At Cost)			1.85	1.88
Investments in AOP			1.28	1.00
Aggregate amount of Unquoted Investments			229.85	217.01
			232.98	219.89
		<b>Total</b>	232.98	219.89

**Note 1**

Name of Partner	2011-2012		2010-2011	
	Profit Sharing Ratio	Contribution	Profit Sharing Ratio	Contribution
Peninsula Land Limited-After Adjusting Loss of current Year	50%	1.28	50%	1.00
GSG Builders and Infrastructure Private Limited-After Adjusting Loss of current year	50%	0.86	50%	1.00
	100%	2.14	100%	2.00

**Note No. 11 Long Term Loans and Advances**  
(Unsecured Considered Good)

Particulars	(₹ in Crores)	
	31-Mar-12	31-Mar-11
a Security Deposit with Public Bodies	1.52	1.36
b Loans and Advances to Subsidiaries [ Including for Projects ₹ 1181.88 Crores (P.Y. ₹ 868.49 Crores)]	1,225.64	920.62
c Advance for project to joint venture	69.09	-
d Advance Tax ( Net of Provision)	16.77	10.22
e MAT Credit Entitlement	26.79	15.92
f Advances for Project	133.42	110.78
g Advances for Project to Associates Companies	107.09	57.90
h Advance Recoverable in cash or in kind for value to be received	5.31	5.97
i Capital Advances	5.11	-
<b>Total</b>	<b>1,590.73</b>	<b>1,122.77</b>
NOTE : Total Project related advances are	1,491.48	1,037.17

**Note No. 12 Current Investments**

	Nos.	NAV	(₹ in Crores)	
			31-Mar-12	31-Mar-11
<b>A CURRENT INVESTMENTS (AT MARKET VALUE)</b>				
<b>SHORT TERM INVESTMENTS</b>				
<b>A. Investments in Mutual Funds (Quoted)</b>				
ICICI Prudential Floating rate Plan D-Daily Dividend	49,227.520	100.053	0.49	-
	(-)	(-)		
ICICI Prudential Institutional Liquid plan Super Inst. Daily Dividend	220,892.642	100.023	2.21	-
	(-)	(-)		
<b>Total</b>			<b>2.70</b>	<b>-</b>
Aggregate amount of Quoted Investments & Market value thereof			2.70	-
Aggregate amount of Unquoted Investments (at cost)			-	-
<b>Total</b>			<b>2.70</b>	<b>-</b>

### Note No. 13 Inventories

(Valued at Cost)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Finished Good (Realty Stock)	4.90	1.05
b	Work in progress (Realty Stock)	272.43	293.83
	<b>Total</b>	<b>277.33</b>	<b>294.88</b>

### Note No.14 Trade Receivable

(Unsecured considered good)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
	Trade Receivable more than six month	3.03	0.51
	Trade Receivable -Others	318.35	189.05
	<b>Total</b>	<b>321.38</b>	<b>189.56</b>

### Note No. 15 Cash and Bank Balances

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
I	Cash and Cash Equivalents		
a	Balances with Banks in Current Account	79.28	85.06
b	Balance with Banks in Deposit Account (Maturity less than three months)	170.37	225.86
c	Cash on Hand	0.04	0.05
II	Unpaid Dividend	1.44	1.18
III	Balance in Deposit Account as Margin money	0.33	3.48
	<b>Other Bank Balances</b>		
a	Balance with Banks in Deposit Account (Maturity more than three months but upto twelve months)	64.90	177.39
b	Balance with Banks in Deposit Account (Maturity more than twelve months)	19.81	9.47
	<b>Total</b>	<b>336.17</b>	<b>502.49</b>

### Note No. 16 Short term loans and advances

(Unsecured Considered Good)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Loans & Advances to Companies (Where Director is member or Director)	0.49	0.18
b	Loans & Deposit with others	32.47	151.00
c	Advances Recoverable in cash or kind or for value to be received	36.36	33.22
d	Loans to staff	0.14	0.05
	<b>Total</b>	<b>69.46</b>	<b>184.45</b>

Note No. 17 Other Current Assets  
(Unsecured Considered Good)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
	Interest Receivable	53.12	24.92
	<b>Total</b>	<b>53.12</b>	<b>24.92</b>

Note No. 18 Other Income

(₹ in Crores)

Particulars	2011-2012	2010-2011
Dividend on Mutual Fund	3.59	9.28
Dividend on shares	0.49	0.30
Miscellaneous Income	0.03	0.07
Profit on sale of assets	1.66	0.16
Share of Profit /(Loss) of AOP	(0.14)	-
Interest Income	135.22	122.34
<b>Total</b>	<b>140.85</b>	<b>132.15</b>

Note No. 19 Employee benefit Expenses (Including Managerial Remuneration)

(₹ in Crores)

Particulars	2011-2012	2010-2011
Salaries, Wages and Bonus	38.40	32.45
Contributions To ESIS, Provident Fund, Super Annuation fund etc.	5.83	3.69
Staff & Labour Welfare	4.88	2.77
Executive Director's Commission	8.04	12.11
<b>Total</b>	<b>57.15</b>	<b>51.02</b>

Note No. 20 Finance Cost

(₹ in Crores)

Particulars	2011-2012	2010-2011
Interest Expenses	130.98	69.32
Less : Transfer to Work -In-Progress	-	60.91
	130.98	8.41
Other Borrowing Cost	3.47	10.89
<b>Total</b>	<b>134.45</b>	<b>19.30</b>

## Note No.21 Other Expenses

Particulars	₹ in Crores)	
	2011-2012	2010-2011
Power and Fuel	0.79	0.82
Repairs & Maintenance -Buildings	0.87	2.28
Repairs & Maintenance - Others	1.59	1.79
Insurance	0.07	0.04
Rent	1.23	1.57
Rates & Taxes (excluding income tax)	1.11	2.08
Legal & Professional Fees	7.31	8.23
Advertisement and Sales Promotions	9.79	6.87
Brokerage & Commission	3.73	0.25
Donations	3.27	2.30
Miscellaneous Expenses	7.23	5.94
Loss on Sale of Fixed Assets	-	0.01
Loss on sale of Investments	-	0.25
Director's Sitting Fees	0.06	0.06
Non-Executive Director's Commission	0.48	0.72
Loss on Foreign currency translation -realised	0.30	-
		-
	37.83	33.21

## Note No. 22 Significant Accounting Policies

### I Basis of Accounting

The Financial statements have been prepared and presented under historical cost convention on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ("GAAP") and comply with the mandatory accounting standards ("AS") as notified by the Companies Accounting Standard (Rules), 2006 to the extent applicable and with the relevant provisions of the Companies Act, 1956.

### II Use of Estimates

The preparation of financial statements in conformity with GAAP requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and reported amount of revenue and expenses for the year. Actual results could differ from these estimates. Difference between the actual result and estimates are recognised in the year in which results are known /materialized. Any revision to an accounting estimate is recognised prospectively in the year of revision.

### III Revenue Recognition

- The Company is in the business of Property Development. Revenue from sale of properties under construction is recognised on the basis of actual bookings done (provided the significant risks and rewards have been transferred to the buyer and there is reasonable certainty of realisation of the monies) proportionate to the percentage of physical completion of construction/ development work as certified by the Architect.
- Revenue from sale of completed properties (Finished Realty Stock) is recognised upon transfer of significant risks and rewards to the buyer.
- Revenue on Development Rights is recognised on the basis of our revenue share receivable from the related projects as per agreed terms and conditions.

- (d) Income from Operations include Realty Sales, Lease Rentals, Service Fees, Signages, Car Park and PMC/ Marketing Fees.
- (e) Interest income is recognised on time basis determined by the amount outstanding and the rate applicable.
- (f) Dividend income is recognised when the right to receive the payment is established.

#### **IV Inventories**

- (a) Inventories comprise of: (i) Finished Realty Stock representing unsold premises in closed projects and (ii) Realty Work in Progress representing properties under construction / development.
- (b) Inventories are valued at lower of cost and net realisable value.
- (c) Cost of Realty construction / development is charged to the Profit & Loss Account in proportion to the revenue recognised during the period and the balance cost is carried over under Inventory as part of either Realty Work- in- Progress or Finished Realty Stock. Cost of Realty construction / development includes all costs directly related to the Project and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries/receipts) upto the date of receipt of occupancy certificate from the relevant authorities.

#### **V Fixed Assets**

##### **(a) Tangible Assets**

- (i) Tangible assets are carried at cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to acquisition or construction of fixed assets which takes substantial period of time to get ready for their intended use is capitalised.
- (ii) Expenses incurred for acquisition of capital assets along with advances paid towards the acquisition of fixed assets outstanding at each Balance Sheet date are disclosed under Capital Work in Progress.

##### **(b) Intangible Assets**

Intangible Assets are recorded at the consideration paid for the acquisition.

#### **VI Leases**

- (a) Assets acquired on lease where a significant portion of risks and rewards of ownership are retained by the Lessor are classified as Operating Leases. Lease Rentals are charged to Profit and Loss Account on accrual basis.
- (b) Assets leased out under Operating Leases are capitalised. Rental Income is recognised on accrual basis over the Lease term.

#### **VII Depreciation / Amortization**

##### **(a) Depreciation**

- (i) Depreciation has been charged on SLM basis for the assets acquired from erstwhile Piramal Holdings Limited (PHL) and Piramyd Retail and Merchandising Private Limited (PRMPL).
- (ii) For all other assets depreciation is provided on WDV basis.
- (iii) Depreciation is provided at the rates and in the manner specified under Schedule XIV of the Companies Act, 1956.
- (iv) Depreciation is calculated on a pro-rata basis from the date of installation / acquisition till the date the assets are sold or disposed.
- (v) Individual assets costing less than ₹ 5000/- are depreciated fully in the year of acquisition.

**(b) Amortization**

- (i) Leasehold assets are amortized over the period of lease.
- (ii) Intangible assets are amortized over their estimated useful lives on a straight line basis, commencing from the date the asset is available to the Company for its use.

**VIII Investments**

Long term investments are carried at cost less any permanent diminution in value. Current investments are carried at the lower of cost and fair value.

Carrying amount of the individual investment is determined on the basis of the average carrying amount of the total holding of the investments.

**IX Foreign Currency Transactions**

- (a) Foreign exchange transactions are recorded at the closing rate prevailing on the dates of the respective transaction or at the contracted rates as applicable. Exchange difference arising on foreign exchange transactions settled during the year, if any is recognised in the Profit and Loss account.
- (b) Monetary assets and liabilities denominated in foreign currencies are converted at the closing rate as on Balance Sheet date. The resultant exchange difference is recognised in the Profit and Loss account.
- (c) Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

**X Employee Benefits**

**(a) Short Term Employee Benefits**

Short term employee benefits are recognised as an expense at the undiscounted amount in Profit and Loss account of the year in which the related service is rendered.

**(b) Post Employment Benefits**

Contribution to Provident Fund and Superannuation Scheme are charged against revenue. Provision for Gratuity is recorded on the basis of actuarial valuation certificate, provided by the actuary.

**(c) Other Long Term Employees Benefits**

Company's liability towards earned leave is determined by an independent actuary using Projected Unit Credit Method. Past services are recognised on a straight line basis over the average period until the benefits become vested. Actuarial gains and losses are recognised immediately in the Profit and Loss account as income or expense. Obligation is measured at the present value of the estimated future cash flows using a discounted rate that is determined by reference to the market yields at the Balance Sheet date on Government Bonds where the currency and terms of the Government Bonds are consistent with the currency and estimated terms of the defined benefit obligation.

**XI Taxation**

Tax expenses are the aggregate of current tax and deferred tax charged or credited in the statement of Profit and Loss for the year.

**(a) Current Tax**

The current charge for Income Tax is calculated in accordance with the relevant tax regulations applicable to the Company.

**(b) Deferred Tax**

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the year. The deferred tax charge or credit and the deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future, however where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date.

### (c) Minimum Alternate Tax (MAT)

In case the Company is liable to pay income tax u/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realisation of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

## XII Borrowing Cost

Borrowing cost attributable to the individual Projects have been treated as Project Cost and added to Stock in Trade. Other borrowing costs are charged to Profit and Loss account in the year in which they are incurred.

## XIII Employee Stock Option

Employee Compensation Cost, if any, arising on account of option granted to employees is recognised in the financial statements. It is the difference between the intrinsic value and the exercise price of options.

## XIV Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the assets belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit and Loss account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

## XV Provisions and Contingent Liabilities

The Company creates a provision when there is a present obligation as a result of past events that probably requires an outflow of resources and reliable estimates can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognised nor disclosed.

## Note No. 23 Notes forming part of Financial Statements

1 In the opinion of the Board, the current assets, loans and advances are approximately of the value stated if realised in the ordinary course of business. The provisions for all known liabilities are adequate.

### 2 Commitments and Contingent Liabilities

(₹ in Crores)

	As At 31.03.2012	As At 31.03.2011
<b>a. Claims against the Company not acknowledged as debts in respect of</b>		
i Unsustainable income tax demand under appeal (excluding contingent interest)	31.81	6.43
<b>b. Estimated amount of contracts remaining to be executed on capital account and not provided for (Net off Advances ₹ 5.00 Crores)</b>	8.70	-

3 Recognition of Income and Expenses for ongoing projects are based upon actual sales value and estimated costs and work completion status as certified by architects, which being a technical matter, has been relied upon by the auditors.

#### 4 Income From Operations

(₹ in Crores)

	Year Ended 31.03.2012	Year Ended 31.03.2011
<b>a Sale of Products</b>		
Realty Sales	450.32	426.35
<b>b Sale of Services</b>		
Realty Rentals	22.59	44.60
<b>c Other Operating Revenue</b>	5.07	7.95
	<b>477.98</b>	<b>478.90</b>

#### 5 Foreign Currency Exposure

Particulars of year end foreign currency exposure on loans denominated in foreign currency

(In Crores)

Particulars	As At 31.03.2012		As At 31.03.2011	
	Amt in USD	Amt in ₹	Amt in USD	Amt in ₹
Hedged by derivatives or otherwise *	5.63	250.00	3.76	175.00
Not hedged	-	-	-	-

\* The above foreign currency exposure is hedged by way of forward contracts as well as arrangement with SPVs for reimbursement of losses due to foreign currency fluctuations.

- 6 Donation includes ₹ 0.05 Crores (Previous Year ₹ 0.07 Crores) paid to political parties. The details of the same are as under:

(₹ In Crores)

	Year Ended 31.03.2012	Year Ended 31.03.2011
Shivsena	0.03	0.02
Maharashtra Navnirman Sena	0.01	0.05
Maharashtra Navnirman Vahtuk Sena	-	0.00
Maharashtra Navnirman Kamgar Sena	-	0.00
Dakshin Mumbai Jilha Yuvak Congress	0.00	-
Republican Party of India	0.00	0.00
Rashtravadi Congress Party	-	0.00
Bharatiya Janata Party	0.00	0.00
<b>Total</b>	<b>0.05</b>	<b>0.07</b>

## 7 Employee Stock Option Scheme (ESOS)

- During the year, the Company has granted NIL (Previous Year - 75000) Employee Stock Options to some employees of the Company.
- The company has granted stock options to employees under the Employees Stock Option Scheme at grant price of ₹ 70/- (face value ₹ 2/-)

The details of options granted, lapsed and in force at the end of the year are as under

	Current year	Previous year
Option in force at the beginning of the year (face value ₹ 2/-)	889,163	877,502
Add : Granted during the year	-	75,000
Less : Lapsed during the year	462,225	63,339
Option vested during the year	-	229,275
Option in force at the end of the year	426,938	889,163

- As the options are granted using the fair value, no compensation cost will arise.

## 8 Payment of Auditors included in Miscellaneous Expenses

(₹ In Crores)

	Year Ended 31.03.2012	Year Ended 31.03.2011
As Auditors		
a Statutory Audit Fees (including limited review and consolidation fees)	0.21	0.15
b Tax Audit Fees	0.07	0.06
c For Certification and Other Services	0.01	0.06
d For Reimbursement of Expenses	0.00	0.00
e Service Tax on Fees and Reimbursement	0.03	0.03
	0.32	0.30

## 9 Loans and Advances to Subsidiary and Companies / Enterprises under the same Management

Outstanding Balances as at March 31, 2012

(₹ In Crores)

	As At 31.03.2012	As At 31.03.2011	Max O/s during the year	
			31.03.2012	31.03.2011
<b>a) Subsidiaries</b>				
(i) Peninsula Mega Properties Private Limited	0.02	0.02	0.02	0.02
(ii) Peninsula Holdings and Investments Private Limited	441.08	323.30	441.08	484.70
(iii) Renato Finance and Investments Private Limited	7.80	6.75	7.80	6.75
(iv) Peninsula Crossroads Private Limited	-	-	0.00	-
<b>Total (a)</b>	<b>448.90</b>	<b>330.07</b>		

Outstanding Balances as at March 31, 2012

(₹ in Crores)

	As At	As At	Max O/s during the year	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
<b>b) Step Down Subsidiaries</b>				
(i) City Parks Private Limited	152.94	94.91	158.32	94.91
(ii) Goodtime Real Estate Development Private Limited	0.01	0.00	0.01	0.00
(iii) Inox Mercantile Company Private Limited	87.74	87.36	88.40	87.75
(iv) Peninsula Facility Management Services Limited	0.13	16.93	16.21	16.93
(v) Peninsula Investment Management Company Limited	(0.00)	0.03	0.06	0.06
(vi) Peninsula Mega City Development Private. Limited	11.39	0.02	11.39	12.62
(vii) Peninsula Mega Township Developers Private Limited	163.20	138.22	163.20	138.22
(viii) Peninsula Pharma Research Centre Private Limited	35.46	35.88	36.38	35.88
(ix) Peninsula Real Estate Management Private Limited	9.10	9.10	9.10	37.61
(x) Peninsula Trustee Limited	-	-	0.00	-
(xi) Planetview Mercantile Company Private Limited	28.17	30.18	30.57	30.18
(xii) RR Mega Property Developers Private Limited	151.34	149.49	151.34	149.49
(xiii) R R Real Estate Development Private Limited	34.67	29.36	34.67	29.36
(xiv) Takenow Property Developers Private. Limited	1.27	0.04	1.27	0.18
(xv) Flaxo Real Estate Private Limited	42.42	-	42.42	-
(xvi) Wismore Real Estate Private Limited	28.87	-	28.87	-
(xvii) Pavurotti Finance and Investments Private Limited	30.14	-	30.16	-
<b>Total (b)</b>	<b>776.85</b>	<b>591.52</b>		
<b>c) Companies in which any Director is a Director / Member</b>				
(i) Peninsula SA Realty Private Limited	0.04	0.00		
(ii) Peninsula Townships Development Private Limited	0.02	0.00		
(iii) Ashok Piramal Mega City Development Private Limited	0.00	0.00		
(iv) Ashok Piramal Mega Properties Private Limited	0.00	0.00		
(v) Ashok Piramal Townships Developments Private Limited	0.00	0.00		
(vi) Goldlife Mercantile Company Private Limited	0.05	0.05		
(vii) Jammin Recreation Private Limited	0.00	0.00		
(viii) CAMS Learning Private Limited	0.00	-		
(ix) Edustar Learning Private Limited	0.00	-		
(x) Bridgepoint Learning Private Limited	0.00	0.00		
(xi) Piramal Land Private Limited	0.00	-		
(xii) APG Infrastructure Private Limited	0.00	-		
(xiii) Cromwell Tools (I) Private Limited	0.00	0.00		
(xiv) Miranda Few Tools Private Limited	0.00	-		
(xv) Peninsula Brookfield Trustee Private Limited	0.00	-		
(xvi) Peninsula Brookfield Investment Managers Private Limited	0.07	-		

Outstanding Balances as at March 31, 2012

(₹ in Crores)

	As At	As At	Max O/s during the year	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
(xvii) PMP Auto Components Private Limited	0.00	-		
(xviii) Piramal Roads Infra Private Limited	0.00	-		
(xix) Peninsula Project Management Private Limited	0.02	-		
(xx) Peninsula Integrated Land Developers Private Limited	0.00	-		
(xxi) Ashok Piramal Management Corporation Limited	0.14	0.09		
(xxii) Morarjee Textiles Limited	0.10	0.03		
(xxiii) Peninsula Football Club	0.01	-		
(xxiv) Pune Football Club Limited	0.04	-		
<b>Total (c)</b>	<b>0.49</b>	<b>0.18</b>		
<b>d) Enterprises under the same Management</b>				
(i) Peninsula GSG MHP Project - AOP (50% share)	0.28	-	0.28	-
(ii) Argento Real Estate LLP	0.00	-	0.00	-
(iii) Gorena Real Estate LLP	0.00	-	0.00	-
(iv) Maxis Real Estate LLP	0.00	-	0.00	-
(v) Nebustar Real Estate LLP	0.00	-	0.00	-
(vi) Regena Real Estate LLP	0.00	-	0.00	-
(vii) Eastgate Real Estate LLP	0.00	-	0.00	-
(viii) Westgate Real Estate Developers LLP	0.29	0.13	0.29	0.13
(ix) Peninsula Land Limited ESOP Trust	27.74	28.34	28.35	28.86
<b>Total (d)</b>	<b>28.31</b>	<b>28.47</b>		
<b>e) Joint Venture</b>				
(i) Bridgeview Real Estate Development Private Limited	69.09	-	77.00	-
<b>Total (e)</b>	<b>69.09</b>	<b>-</b>		
<b>Grand Total (a+b+c+d+e)</b>	<b>1,323.64</b>	<b>950.24</b>		

(₹ in Crores)

	Year Ended	Year Ended
	31.03.2012	31.03.2011
<b>10 Borrowing Cost</b>		
Borrowing Cost treated as project cost during the year	-	60.91

**11 Employee Benefit Plans**

The Company has classified various benefit plans as under:

**a Defined Contribution Plan**

The Company has recognised the following amounts in Profit and Loss Account which are included under Contributions to Funds

Particulars	Amount ₹ in Crores	
	Current Year	Previous Year
Employer's contribution to Provident Fund	2.57	1.86
Employer's contribution to Superannuation Fund	1.57	1.20
Employer's contribution to Employees State Insurance	0.01	0.01

**b Defined Benefit Plan:**

- i. Gratuity (Funded)
- ii. Leave Encashment (Non funded)

In terms of the Guidance on implementing the revised AS 15, issued by the Accounting Standards Board of the Institute of Chartered Accountants of India, the Gratuity Trust set up by the Company is treated as defined benefit plan since the Company has to meet the shortfall, if any. However at the year end, no shortfall remains unprovided for.

Leave encashment is payable to eligible employees who have earned leaves, during the employment and / or separation as per the Company's policy.

Valuations in respect of Gratuity and Leave Encashment, as at the Balance Sheet date, are based on the following assumptions.

**i The disclosures of Gratuity are as under:**

The Company has funded its gratuity obligation under Group Gratuity Policy managed by LIC. The disclosures stated below have been obtained from independent actuary, as the figures from LIC were not available. In view of this, certain disclosures could not be provided. The other disclosures in accordance with AS -15 (revised) pertaining to Defined Benefit Plan are given below:

Particulars	As at 31.03.2012 (₹ in Crores)	As at 31.03.2011 (₹ in Crores)	As at 31.03.2010 (₹ in Crores)	As at 31.03.2009 (₹ in Crores)	As At 31.03.2008 (₹ in Crores)
<b>Assumptions</b>					
Discount rate	8.50%	8%	8%	8%	8%
Salary escalation	6%	6%	6%	6%	6%
Employee Turnover Ratio	" 3% at younger ages 1% at older Ages"	" 3% at younger ages 1% at older Ages"	" 3% at younger ages 1% at older Ages"	" 2% at younger ages 1% at older Ages"	" 2% at younger ages 1% at older Ages"
Expected Rate of Return on Planned Assets	9%	9%	9%	9%	9%
Retirement Age	58 years				
<b>Changes in Present Value of Obligations</b>					
Present value of obligations as at beginning of the year	3.42	2.62	2.13	1.43	0.93
Interest cost	0.27	0.21	0.52	0.46	0.07
Current service cost	0.81	0.59	0.17	0.11	0.31
Benefits paid	(0.26)	(0.07)	(0.02)	(0.11)	(0.05)
Actuarial (gain) / loss on obligations	0.73	0.07	(0.18)	0.24	0.17
Present value of obligations as at end of the year	4.98	3.42	2.62	2.13	1.43

Particulars	As at 31.03.2012 (₹ in Crores)	As at 31.03.2011 (₹ in Crores)	As at 31.03.2010 (₹ in Crores)	As at 31.03.2009 (₹ in Crores)	As At 31.03.2008 (₹ in Crores)
<b>Actuarial Gain / Loss recognised</b>					
Actuarial gain / (loss) for the year – Obligations	(0.73)	(0.07)	0.18	(0.24)	(0.17)
Actuarial gain / (loss) for the year – Plan Assets	(0.03)	(0.05)	(0.01)	-	-
Total gain / (loss) for the year	(0.77)	(0.12)	0.17	(0.24)	(0.17)
Actuarial gain / (loss) recognised in the year	(0.77)	(0.12)	0.17	(0.24)	(0.17)
<b>The amounts to be recognised in the Balance Sheet and Statement of Profit &amp; Loss</b>					
Present value of obligations as at the end of the year	4.98	3.42	2.62	2.13	1.43
Fair value of plan assets as at end of the year	2.22	1.57	0.28	-	-
Funded status	2.22	1.57	0.28	-	-
Net assets (liability) recognised in Balance Sheet	(2.76)	(1.85)	(2.34)	(2.13)	(1.43)
<b>Expenses recognised in Statement of Profit &amp; Loss</b>					
Current service cost	0.81	0.59	0.52	0.46	0.31
Interest cost	0.27	0.21	0.17	0.11	0.07
Expected return on plan assets	(0.16)	(0.08)	(0.01)	-	-
Net actuarial (gain) / loss recognised in the year	0.77	0.12	(0.17)	0.24	0.17
Expenses recognised in statement of Profit and Loss	1.69	0.84	0.51	0.81	0.55
<b>Pattern of Investment</b>					
Central & State Government Securities	-	-	56%	71%	-
Bonds/Debentures	-	-	36%	22%	-
Equity Shares	-	-	6%	5%	-
Money Market Instrument	-	-	2%	2%	-
As per Investment policy of the insurer within IRDA Regulations	100%	100%	-	-	100%

## ii Leave Encashment (Unfunded)

Value of liability for leave encashment has been carried out by an independent actuary, as at the Balance Sheet date based on the following

Particulars	As at 31.03.2012 (₹ in Crores)	As at 31.03.2011 (₹ in Crores)	As at 31.03.2010 (₹ in Crores)	As at 31.03.2009 (₹ in Crores)	As At 31.03.2008 (₹ in Crores)
<b>Assumptions</b>					
Discount rate (per annum)	8.50%	8%	8%	8%	8%
Rate of increase in compensation levels	6%	6%	6%	6%	6%
Rate of return on plan assets	-	-	-	-	-
Retirement Age	58 years				
<b>Changes in present value of obligation</b>					
Present value of obligation as at 1st April 2011	1.76	1.31	0.53	0.77	0.70
Interest Cost	0.14	0.10	0.04	0.06	0.06
Current Service Cost	0.29	0.26	0.29	0.25	0.29
Contributions by plan participants	-	-	-	-	-
Curtailement Cost / (Credit)	-	-	-	-	-
Settlement Cost / (Credit)	-	-	-	-	-
Benefits Paid	(0.36)	(0.07)	(0.03)	(0.19)	(0.34)
Actuarial (Gains) / Loss	(0.45)	0.15	0.48	(0.36)	0.07
Present value of obligation as at 31st March 2012	1.38	1.76	1.31	0.53	0.77
<b>Amounts recognised in Balance Sheet</b>					
Present value of obligation as at 31st March 2012	1.38	1.76	1.31	0.53	0.77
Fair value of plan assets as at 31st March 2012	-	-	-	-	-
(Asset) / Liability recognised in the Balance Sheet	1.38	1.76	1.31	0.53	0.77
<b>Classification of Liability</b>					
Current	0.04	0.04			
Non Current	1.34	1.72			
<b>Expenses recognised in Statement of Profit &amp; Loss Account</b>					
Current service cost	0.29	0.26	0.29	0.25	0.29
Past service cost	-	-	-	-	-
Interest Cost	0.14	0.10	0.04	0.06	0.06
Expected return on plan assets	-	-	-	-	-
Curtailement Cost / (Credit)	-	-	-	-	-
Settlement Cost / (Credit)	-	-	-	-	-
Net Actuarial (Gain) / Loss	(0.45)	0.15	0.48	(0.36)	0.07
Employee's Contribution	-	-		-	-
Total expenses recognised in Profit & Loss account	(0.02)	0.52	0.82	(0.06)	0.42

Note: As the Company does not have plan assets for leave encashment policy, disclosures pertaining to plan assets are not shown.

## 12 List of Related Parties and Transactions during the year.

### I Controlling Companies / Enterprises

- (i) Ashok Piramal Group Real Estate Trust
- (ii) Topstar Mercantile Private Limited (ceased wef 27th October 2010 by way of merger with Peninsula Land Limited)

### II Subsidiary Companies

- (i) Peninsula Mega Properties Private Limited
- (ii) Peninsula Holdings and Investments Private Limited (formerly known as Boom Realty Private Limited)
- (iii) Renato Finance and Investments Private Limited
- (iv) Peninsula Crossroads Private Limited (Formerly known as L & T Crossroads Private Limited)

### III Step Down Subsidiary Companies

- (i) City Parks Private Limited
- (ii) Goodtime Real Estate Development Private Limited
- (iii) Inox Mercantile Company Private Limited
- (iv) Peninsula Facility Management Services Limited (formerly known as Peninsula Facility Management Services Private Limited)
- (v) Peninsula Investment Management Company Limited
- (vi) Peninsula Mega City Development Private Limited
- (vii) Peninsula Mega Township Developers Private Limited
- (viii) Peninsula Pharma Research Centre Private Limited
- (ix) Peninsula Real Estate Management Private Limited
- (x) Peninsula Trustee Limited
- (xi) Planetview Mercantile Company Private Limited
- (xii) RR Mega Property Developers Private Limited
- (xiii) RR Real Estate Development Private Limited
- (xiv) Takenow Property Developers Private Limited
- (xv) Hem Infrastructure and Property Developers Private Limited
- (xvi) Flaxo Real Estate Private Limited
- (xvii) Wismore Real Estate Private Limited
- (xviii) Pavurotti Finance and Investments Private Limited

### IV Associate Companies with whom the Company had transactions during the year

- (i) JM Realty Management Private Limited
- (ii) SEW Engineering (India) Private Limited
- (iii) RA Realty Ventures Private Limited
- (iv) Peninsula Integrated Land Developers Private Limited (formerly known as Peninsula Real Estate Management Services Private Limited)

### V Companies where Key Management Personnel /their relatives exercise significant influence

- (i) Ashok Piramal Management Corporation Limited
- (ii) Freedom Registry Limited (formerly known as Amtrac Management Services Limited)
- (iii) Morarjee Textiles Limited
- (iv) Onestar Mercantile Company Private Limited
- (v) Thundercloud Technologies (India) Private Limited

- (vi) RR Mega City Builders Private Limited
- (vii) Peninsula SA Realty Private Limited
- (viii) Peninsula Townships Development Private Limited
- (ix) Delta Corp Limited
- (x) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)
- (xi) Ashok Piramal Mega City Development Private Limited
- (xii) Ashok Piramal Mega Properties Private Limited
- (xiii) Ashok Piramal Township Development Private Limited
- (xiv) Goldlife Mercantile Company Private Limited
- (xv) Jammin Recreation Private Limited
- (xvi) Pune Football Club Limited
- (xvii) Topvalue Brokers Private Limited
- (xviii) Integra, a division of Morarjee Textiles Limited (Formerly known as Integra Apparels and Textiles Limited)
- (xix) Truewin Realty Private Limited
- (xx) Topvalue Real Estate Development Limited (Formerly known as Topvalue Real Estate Development Private Limited)
- (xxi) CAMS Learning Private Limited
- (xxii) EDUSTAR Learning Private Limited
- (xxiii) Bridgepoint Learning Private Limited
- (xxiv) Rockfield Trading Private Limited
- (xxv) Red Rocket Entertainment Private Limited
- (xxvi) Piramal Land Private Limited
- (xxvii) Piramal Road Infra Private Limited
- (xxviii) Antartica Trading Company Private Limited
- (xxix) APG Infrastructure Private Limited
- (xxx) Cromwell Tools (I) Private Limited
- (xxxi) Miranda Few Tools Private Limited
- (xxxii) Miranda Ultra Tools Private Limited
- (xxxiii) Peninsula Brookfield Trustee Private Limited
- (xxxiv) Peninsula Brookfield Investment Managers Private Limited
- (xxxv) PMP Auto Components Private Limited

**VI Joint Venture**

- (i) Bridgeview Real Estate Development Private Limited

**VII Enterprises where Key Management Personnel /their relatives exercise significant influence**

- (i) Ashok G. Piramal Trust
- (ii) Peninsula Land Limited ESOP Trust
- (iii) Urvi Ashok Piramal Foundation

**VIII Enterprises over which Company exercise significant control**

- (i) Peninsula GSG MHP Project - AOP (50% share)
- (ii) Argento Real Estate LLP
- (iii) Gorena Real Estate LLP

- (iv) Maxis Real Estate LLP
- (v) Nebustar Real Estate LLP
- (vi) Regena Real Estate LLP
- (vii) Eastgate Real Estate LLP
- (viii) Westgate Real Estate Developers LLP

#### **IX Key Management Personnel**

- (i) Ms. Urvi A. Piramal - Executive Chairperson
- (ii) Mr. Rajeev A. Piramal- Executive Vice Chairman
- (iii) Mr. Mahesh S. Gupta - Group Managing Director
- (iv) Mr. Rajesh Jaggi - Managing Director

#### **X Relatives of Key Management Personnel**

- (i) Mr. Harshvardhan A. Piramal - Son of Executive Chairperson
- (ii) Mr. Nandan A. Piramal - Son of Executive Chairperson
- (iii) Mr. Jaydev Mody - Brother of Executive Chairperson
- (iv) Ms. Sunita Gupta - Spouse of Group Managing Director
- (v) Ms. Kalpana Singhania - Sister of Executive Chairperson

		(₹ in Crores)	
		2011-2012	2010-2011
Details of Transactions are as Follows :			
<b>I</b>	<b>Purchase of Investments</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	RR Mega City Builders Private Limited	-	54.87
<b>II</b>	<b>Advance received from</b>		
<b>a</b>	<b>Subsidiary Companies</b>		
(i)	Peninsula Crossroads Private Limited	7.00	-
<b>III</b>	<b>Income received from</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Rent from Morarjee Textiles Limited	1.45	1.23
(ii)	Rent from Piramal Road Infra Private Limited	0.05	-
(iii)	PMC Fees from Rockfirst Real Estate Limited	0.59	-
(iv)	Debenture Interest from Rockfirst Real Estate Limited	6.28	6.28
(v)	Debenture Interest from R R Mega City Builders Limited	-	4.17
<b>IV</b>	<b>Receipt of Services from</b>		
<b>a</b>	<b>Step Down Subsidiary Companies</b>		
(i)	Peninsula Facility Management Services Limited	2.03	2.91
<b>b</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Freedom Registry Limited	0.06	0.04
(ii)	Pune Football Club Limited		
	-Advertisement	4.50	3.50

(₹ in Crores)

	2011-2012	2010-2011
<b>V Purchase from</b>		
<b>a Associate Companies</b>		
(i) SEW Engineering (India) Private Limited	13.97	32.65
<b>b Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Integra Apparels and Textiles Limited	-	0.38
<b>VI Reimbursement made to</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Ashok Piramal Management Corporation Limited	0.90	0.01
<b>b Step Down Subsidiary Companies</b>		
(i) Peninsula Investment Management Company Limited	0.02	0.02
<b>VII Donation paid to</b>		
<b>a Companies/Enterprises where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Ashok G. Piramal Trust	0.60	2.07
(ii) Urvi Piramal Foundation	2.59	-
<b>VIII Loan given to</b>		
<b>a Subsidiary Companies</b>		
(i) Renato Finance and Investments Private Limited	0.20	0.06
(ii) Peninsula Mega Properties Private Limited	0.00	-
(iii) Peninsula Holdings and Investments Private Limited	185.62	449.11
<b>b Step Down Subsidiary Companies</b>		
(i) City Parks Private Limited	64.61	21.94
(ii) Inox Mercantile Company Private Limited	1.05	11.80
(iii) Peninsula Facility Management Services Limited	2.20	-
(iv) Peninsula Pharma Research Centre Private Limited	0.50	5.53
(v) Planetview Mercantile Company Private Limited	0.39	4.24
(vi) RR Real Estate Development Private Limited	2.22	2.87
(vii) Peninsula Mega Township Developers Private Limited	26.88	14.48
(viii) RR Mega Property Developers Private Limited	1.86	1.43
(ix) Takenow Property Developers Private Limited	1.23	0.03
(x) Peninsula Mega City Development Private Limited	11.37	12.60
(xi) Peninsula Real Estate Management Private Limited	0.00	46.60
(xii) Goodtime Real Estate Development Private Limited	0.01	-
(xiii) Flaxo Real Estate Private Limited	45.92	-
(xiv) Wisemore Real Estate Private Limited	30.87	-
(xv) Pavurotti Finance and Investments Private Limited	30.16	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>c</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	39.62	68.72
(ii)	JM Realty Management Private Limited	0.00	-
<b>d</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Onestar Mercantile Company Private Limited	-	0.00
(ii)	RR Mega City Builders Private Limited	-	120.05
(iii)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	17.81	1.11
(iv)	Truwin Realty Private Limited	-	3.00
(v)	Thundercloud Technologies (India) Private Limited	0.01	0.01
(vi)	Piramal Land Private Limited	0.00	-
(vii)	APG Infrastructure Private Limited	0.00	-
(viii)	Cromwell Tools (I) Private Limited	0.00	0.00
(ix)	Miranda Few Tools Private Limited	0.00	-
(x)	Miranda Ultra Tools Private Limited	0.00	-
(xi)	Peninsula Brookfield Trustee Private Limited	0.00	-
(xii)	Peninsula Brookfield Investment Managers Private Limited	0.07	-
(xiii)	PMP Auto Components Private Limited	0.00	-
(xiv)	Piramal Road Infra Private Limited	1.05	-
<b>e</b>	<b>Enterprise over which Company exercise significant control</b>		
(i)	Peninsula GSG MHP Project - AOP (50% share)	0.42	0.11
(ii)	Argento Real Estate LLP	0.00	-
(iii)	Gorena Real Estate LLP	0.00	-
(iv)	Maxis Real Estate LLP	0.00	-
(v)	Nebustar Real Estate LLP	0.00	-
(vi)	Regena Real Estate LLP	0.00	-
(vii)	Westgate Real Estate Developers LLP	0.17	0.13
<b>f</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	133.84	-
<b>IX</b>	<b>Loan repaid by</b>		
<b>a</b>	<b>Subsidiary Companies</b>		
(i)	Renato Finance and Investments Private Limited	0.09	0.44
(ii)	Peninsula Holdings and Investments Private Limited	89.44	267.86

(₹ in Crores)

	2011-2012	2010-2011
<b>b Step Down Subsidiary Companies</b>		
(i) City Parks Private Limited	31.62	0.89
(ii) Peninsula Facility Management Services Limited	19.16	0.19
(iii) Inox Mercantile Company Private Limited	0.66	13.50
(iv) Peninsula Pharma Research Centre Private Limited	0.92	7.89
(v) RR Real Estate Development Private Limited	0.51	0.30
(vi) Peninsula Mega Township Developers Private Limited	28.86	3.66
(vii) RR Mega Property Developers Private Limited	-	1.65
(viii) Planetview Mercantile Company Private Limited	2.40	0.34
(ix) Takenow Property Developers Private Limited	-	0.14
(x) Peninsula Mega City Development Private Limited	-	12.58
(xi) Peninsula Real Estate Management Private Limited	0.00	37.50
(xii) Flaxo Real Estate Private Limited	3.50	-
(xiii) Wisemore Real Estate Private Limited	2.00	-
(xiv) Pavurotti Finance and Investments Private Limited	0.02	-
<b>c Associate Companies</b>		
(i) RA Realty Ventures Private Limited	1.06	20.15
<b>d Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	2.55	5.41
(ii) Truewin Realty Private Limited	-	3.00
(iii) RR Mega City Builders Private Limited	-	68.57
(iv) Thundercloud Technologies (India) Private Limited	0.01	0.01
(v) Miranda Few Tools Private Limited	0.00	-
(vi) Miranda Ultra Tools Private Limited	0.00	-
(vii) PMP Auto Components Private Limited	0.00	-
(viii) Piramal Road Infra Private Limited	1.05	-
<b>e Joint Venture</b>		
(i) Bridgeview Real Estate Development Private Limited	68.24	-
<b>X Expenses incurred on behalf of</b>		
<b>a Subsidiary Companies</b>		
(i) Peninsula Mega Properties Private Limited	0.00	0.00
(ii) Peninsula Holdings and Investments Private Limited	-	0.00
(iii) Peninsula Crossroads Private Limited	0.62	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>b</b>	<b>Step Down Subsidiary Companies</b>		
(i)	Peninsula Facility Management Services Limited	-	0.77
(ii)	Peninsula Investment Management Company Limited	0.02	0.08
(iii)	City Parks Private Limited	-	0.08
(iv)	RR Real Estate Development Private Limited	-	0.00
(v)	Peninsula Mega Township Developers Private Limited	-	0.00
(vi)	RR Mega Property Developers Private Limited	-	0.00
(vii)	Takenow Property Developers Private Limited	0.00	0.02
(viii)	Peninsula Mega City Development Private Limited	0.22	0.00
(ix)	Peninsula Real Estate Management Private Limited	-	0.00
(x)	Goodtime Real Estate Development Private Limited	-	0.00
(xi)	Peninsula Trustee Limited	0.00	-
<b>c</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Peninsula Townships Development Private Limited	0.00	0.00
(ii)	Ashok Piramal Mega City Development Private Limited	0.00	0.00
(iii)	Ashok Piramal Mega Properties Private Limited	0.00	0.00
(iv)	Ashok Piramal Township Development Private Limited	0.00	0.00
(v)	Topvalue Brokers Private Limited	0.00	0.00
(vi)	CAMS Learning Private Limited	0.00	0.00
(vii)	Edustar Learning Private Limited	0.00	0.00
(viii)	Bridgepoint Learning Private Limited	-	0.00
(ix)	Morarjee Textiles Limited	0.06	0.07
(x)	Ashok Piramal Management Corporation Limited	0.06	0.05
(xi)	Pune Football Club Limited	0.05	0.05
(xii)	RR Mega City Builders Private Limited	-	0.00
(xiii)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	-	0.10
(xiv)	Topvalue Real Estate Development Private Limited	-	0.28
(xv)	Truwin Realty Private Limited	-	0.27
(xvi)	Peninsula SA Realty Private Limited	0.00	0.00
(xvii)	Onestar Mercantile Company Private Limited	0.00	-
(xviii)	Jammin Recreation Private Limited	0.00	-
<b>d</b>	<b>Associate Companies</b>		
(i)	Peninsula Integrated Land Developers Private Limited	0.00	0.00

(₹ in Crores)

	2011-2012	2010-2011
<b>XI Expenses incurred on behalf reimbursed by</b>		
<b>a Subsidiary Companies</b>		
(i) Peninsula Holdings and Investments Private Limited	-	0.00
(ii) Peninsula Mega Properties Private Limited	-	0.00
(iii) Peninsula Crossroads Private Limited	0.62	-
<b>b Step Down Subsidiary Companies</b>		
(i) Takenow Property Developers Private Limited	-	0.01
(ii) Peninsula Mega City Development Private Limited	-	0.02
(iii) Peninsula Real Estate Management Private Limited	-	0.01
(iv) Goodtime Real Estate Development Private Limited	-	0.00
(v) Peninsula Investment Management Company Limited	0.06	-
(vi) Peninsula Trustee Limited	0.00	-
<b>c Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	-	0.10
(ii) Truewin Realty Private Limited	-	0.27
(iii) Topvalue Real Estate Development Private Limited	-	0.28
(iv) RR Mega City Builders Private Limited	-	0.00
(v) Peninsula Land Limited ESOP Trust	0.62	-
(vi) Goldlife Mercantile Company Private Limited	-	0.01
(vii) Topvalue Brokers Private Limited	-	0.00
(viii) Peninsula Townships Development Private Limited	-	0.00
(ix) CAMS Learning Private Limited	-	0.00
(x) Edustar Learning Private Limited	-	0.00
(xi) Morarjee Textiles Limited	-	0.05
(xii) Pune Football Club Limited	0.01	0.06
(xiii) Onestar Mercantile Company Private Limited	0.00	-
(xiv) Jammin Recreation Private Limited	0.00	-
<b>d Associate Companies</b>		
(i) Peninsula Integrated Land Developers Private Limited	-	0.00
<b>XII Advance Repaid to</b>		
<b>a Subsidiary Companies</b>		
(i) Peninsula Crossroads Private Limited	7.00	0.01
<b>XIII Interest income from</b>		
<b>a Subsidiary Companies</b>		
(i) Renato Finance and Investments Private Limited	0.93	0.83
(ii) Peninsula Holdings and Investments Private Limited	23.99	22.42

		(₹ in Crores)	
		2011-2012	2010-2011
<b>b</b>	<b>Step Down Subsidiary Companies</b>		
(i)	Inox Mercantile Company Private Limited	-	9.60
(ii)	Peninsula Facility Management Services Limited	-	0.42
(iii)	Peninsula Pharma Research Centre Private Limited	-	4.08
(iv)	Planetview Mercantile Company Private Limited	-	3.09
(v)	City Parks Private Limited	25.05	8.78
(vi)	Peninsula Mega Township Developers Private Limited	26.96	14.06
(vii)	RR Mega Property Developers Private Limited	-	16.16
(viii)	RR Real Estate Development Private Limited	3.61	2.78
<b>c</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	3.87	-
<b>d</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	10.63	1.54
<b>e</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Rockfirst Real Estate Limited	0.47	0.32
<b>XIV</b>	<b>Remuneration to Key Management Personnel (Includes Commission)</b>		
(i)	Ms. Urvi A. Piramal	7.30	8.54
(ii)	Mr. Rajeev A. Piramal	4.36	5.16
(iii)	Mr. Mahesh S. Gupta	4.99	5.48
(iv)	Mr. Rajesh Jaggi	2.94	3.41
<b>XV</b>	<b>Dividend Paid to Key Management Personnel</b>		
(i)	Ms. Urvi A. Piramal	0.47	0.42
(ii)	Mr. Rajeev A. Piramal	0.16	0.35
(iii)	Mr. Mahesh S Gupta	0.00	0.00
(iv)	Mr. Rajesh Jaggi	0.01	0.01
<b>XVI</b>	<b>Dividend Paid to Relatives of Key Management Personnel</b>		
(i)	Mr. Harshvardhan A. Piramal	0.16	0.25
(ii)	Mr. Nandan A. Piramal	0.16	0.38
(iii)	Mr. Jaydev Mody	0.00	0.00
(iv)	Ms. Kalpana Singhanian	0.01	0.00
(v)	Ms. Sunita Gupta	0.15	0.13
<b>XVII</b>	<b>Dividend Paid to Controlling Entity</b>		
(i)	Topstar Mercantile Private Limited	-	17.53
(ii)	Ashok Piramal Group Real Estate Trust through its trustees Ms. Urvi A. Piramal and Mr. Harshvardhan A. Piramal (Equity)	25.32	3.38
(iii)	Morarjee Goculdas Spinning & Weaving Company Limited Senior ESOP Trust through its trustees Ms. Urvi A. Piramal and Mr. Mahesh S. Gupta	0.17	0.15
(iv)	Ashok Piramal Group Real Estate Trust through its trustees Ms. Urvi A. Piramal and Mr. Harshvardhan A. Piramal (Preference)	0.00	0.00

(₹ in Crores)

	2011-2012	2010-2011
<b>XVIII Sale to Company where Key Management Personnel / their relatives exercise significant influence</b>		
(i) Delta Corp Limited	-	2.86
<b>XIX Outstanding balances as at March 31,2012</b>		
<b>I Payable by Company to</b>		
<b>A For Services received</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Freedom Registry Limited	0.01	0.00
<b>b Step Down Subsidiary Companies</b>		
(i) Peninsula Facility Management Services Limited	0.43	1.03
<b>II Receivable by Company</b>		
<b>A Loans</b>		
<b>a Associate Companies</b>		
(i) JM Realty Management Private Limited	7.79	7.79
(ii) RA Realty Ventures Private Limited	99.30	50.11
<b>b Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rockfirst Real Estate Limited	16.71	0.29
(ii) RR Mega City Builders Private Limited	-	51.47
(iii) Topvalue Real Estate Development Private Limited	0.34	-
(iv) Thundercloud Technologies (India) Private Limited	0.00	0.00
(v) Piramal Land Private Limited	0.00	-
(vi) APG Infrastructure Private Limited	0.00	-
(vii) Cromwell Tools (I) Private Limited	0.00	0.00
(viii) Miranda Few Tools Private Limited	0.00	-
(ix) Miranda Ultra Tools Private Limited	(0.00)	-
(x) Peninsula Brookfield Trustee Private Limited	0.00	-
(xi) Peninsula Brookfield Investment Managers Private Limited	0.07	-
(xii) PMP Auto Components Private Limited	0.00	-
(xiii) Piramal Road Infra Private Limited	0.00	-
<b>c Subsidiary Companies</b>		
(i) Renato Finance and Investments Private Limited	7.80	6.75
(ii) Peninsula Holdings and Investments Private Limited	441.08	323.30
<b>d Step Down Subsidiary Companies</b>		
(i) Peninsula Mega City Development Private Limited	11.17	0.02
(ii) City Parks Private Limited	152.94	76.26
(iii) Inox Mercantile Company Private Limited	87.74	87.36
(iv) Peninsula Facility Management Services Limited	0.00	16.21

		(₹ in Crores)	
		2011-2012	2010-2011
(v)	Peninsula Pharma Research Centre Private Limited	35.46	35.88
(vi)	Planetview Mercantile Company Private Limited	28.17	30.18
(vii)	Peninsula Mega Township Developers Private Limited	163.20	138.11
(viii)	RR Mega Property Developers Private Limited	151.34	149.42
(ix)	RR Real Estate Development Private Limited	34.67	27.60
(x)	Takenow Property Developers Private Limited	1.27	0.03
(xi)	Goodtime Real Estate Development Private Limited	0.01	-
(xii)	Peninsula Real Estate Management Private Limited	9.10	9.10
(xiii)	Flaxo Real Estate Private Limited	42.42	-
(xiv)	Wisemore Real Estate Private Limited	28.87	-
(xv)	Pavurotti Finance and Investments Private Limited	30.14	-
<b>e</b>	<b>Enterprise over which Company exercise significant control</b>		
(i)	Peninsula GSG MHP Project - AOP (50% share)	0.42	-
(ii)	Argento Real Estate LLP	0.00	-
(iii)	Gorena Real Estate LLP	0.00	-
(iv)	Maxis Real Estate LLP	0.00	-
(v)	Nebustar Real Estate LLP	0.00	-
(vi)	Regena Real Estate LLP	0.00	-
(vii)	Eastgate Real Estate LLP	0.00	-
(viii)	Westgate Real Estate Developers LLP	0.29	0.13
<b>f</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	69.09	-
<b>B</b>	<b>For Reimbursement of Expenses</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Ashok Piral Management Corporation Limited	0.14	0.08
(ii)	Morarjee Textiles Limited	0.10	0.03
(iii)	Onestar Mercantile Company Private Limited	0.00	0.00
(iv)	Peninsula SA Realty Private Limited	0.04	0.04
(v)	Peninsula Townships Development Private Limited	0.02	0.02
(vi)	Ashok Piral Mega City Development Private Limited	0.00	0.00
(vii)	Ashok Piral Mega Properties Private Limited	0.00	0.00
(viii)	Ashok Piral Township Development Private Limited	0.00	0.00
(ix)	Jammin Recreation Private Limited	0.00	0.00
(x)	Pune Football Club Limited	0.04	-
(xi)	Goldlife Mercantile Company Private Limited	0.05	0.05
(xii)	CAMS Learning Private Limited	0.00	-
(xiii)	EDUSTAR Learning Private Limited	0.00	-
(xiv)	Bridgepoint Learning Private Limited	0.00	-

(₹ in Crores)

	2011-2012	2010-2011
<b>b Subsidiary Companies</b>		
(i) Peninsula Mega Properties Private Limited	0.02	0.02
<b>c Step Down Subsidiary Companies</b>		
(i) Peninsula Facility Management Services Limited	0.13	0.72
(ii) Takenow Property Developers Private Limited	0.00	-
(iii) Peninsula Mega City Development Private Limited	0.22	-
(iv) Peninsula Investment Management Company Limited	(0.00)	0.06
<b>d Associate Companies</b>		
(i) Peninsula Integrated Land Developers Private Limited	0.00	-
<b>C Towards Sales/Services</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Morarjee Textiles Limited	0.13	0.01
(ii) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	0.53	-
(iii) Piramal Road Infra Private Limited	0.05	-
(iv) Delta Corp Limited	0.22	0.22
<b>D Towards Advance against services/supplies</b>		
<b>a Associate Companies</b>		
(i) SEW Engineering (India) Private Limited	1.48	0.60
<b>E Towards Debentures and Accrued Interest</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) RR Mega City Builders Private Limited	-	58.63
(ii) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	54.62	48.96
<b>XX Resources/Premises sharing with related parties Transactions involving resource/premise sharing with undermentioned related parties which are for non monetary consideration</b>		
<b>a Subsidiaries and Step Down Subsidiaries</b>		
(i) Peninsula Mega Properties Private Limited	-	-
(ii) Peninsula Holdings and Investments Private Limited	-	-
(iii) Renato Finance and Investments Private Limited	-	-
(iv) City Parks Private Limited	-	-
(v) Inox Mercantile Company Private Limited	-	-
(vi) Peninsula Facility Management Services Limited	-	-
(vii) Peninsula Investment Management Company Limited	-	-
(viii) Peninsula Mega Township Developers Private Limited	-	-
(ix) Peninsula Pharma Research Centre Private Limited	-	-
(x) Peninsula Trustee Limited	-	-

		(₹ in Crores)	
		2011-2012	2010-2011
(xi)	Planetview Mercantile Company Private Limited	-	-
(xii)	RR Mega Property Developers Private Limited	-	-
(xiii)	RR Real Estate Development Private Limited	-	-
(xiv)	Takenow Property Developers Private Limited	-	-
(xv)	Peninsula Mega City Development Private Limited	-	-
(xvi)	Peninsula Real Estate Management Private Limited	-	-
(xvii)	Peninsula Crossroads Private Limited (Formerly known as L & T Crossroads Private Limited)	-	-
(xviii)	Goodtime Real Estate Development Private Limited	-	-
(xix)	Flaxo Real Estate Private Limited	-	-
(xx)	Wismore Real Estate Private Limited	-	-
<b>b</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	-	-
<b>c</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Ashok Piramal Management Corporation Limited	-	-
(ii)	Onestar Mercantile Company Private Limited	-	-
(iii)	Thundercloud Technologies (India) Private Limited	-	-
(iv)	RR Mega City Builders Private Limited	-	-
(v)	Peninsula SA Realty Private Limited	-	-
(vi)	Peninsula Townships Development Private Limited	-	-
(vii)	Rockfirst Real Estate Limited	-	-
(viii)	Ashok Piramal Mega City Development Private Limited	-	-
(ix)	Ashok Piramal Mega Properties Private Limited	-	-
(x)	Ashok Piramal Township Development Private Limited	-	-
(xi)	Goldlife Mercantile Company Private Limited	-	-
(xii)	Jammin Recreation Private Limited	-	-
(xiii)	Pune Football Club Limited	-	-
(xiv)	Topvalue Brokers Private Limited	-	-
(xv)	Truwin Realty Private Limited	-	-
(xvi)	Topvalue Real Estate Development Private Limited	-	-
(xvii)	Peninsula Mega City Development Private Limited	-	-
(xviii)	CAMS Learning Private Limited	-	-
(xix)	EDUSTAR Learning Private Limited	-	-
(xx)	Bridgepoint Learning Private Limited	-	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>d</b>	<b>Enterprises over which Company exercise significant control</b>		
(i)	Peninsula GSG MHP Project - AOP (50% share)	-	-
(ii)	Argento Real Estate LLP	-	-
(iii)	Gorena Real Estate LLP	-	-
(iv)	Maxis Real Estate LLP	-	-
(v)	Nebustar Real Estate LLP	-	-
(vi)	Regena Real Estate LLP	-	-
(vii)	Eastgate Real Estate LLP	-	-
<b>e</b>	<b>Associate Companies</b>		
(i)	Peninsula Integrated Land Developers Private Limited	-	-

### 13 Leases

#### a Assets taken on Operating Lease

Future minimum lease payments under non - cancellable operating lease are as under:

		(₹ in Crores)	
		As At 31.03.2012	As At 31.03.2011
	Not later than one year	1.11	1.03
	Later than one year and not later than five years	1.43	1.87
	Later than five years	-	-
	<b>Total</b>	<b>2.54</b>	<b>2.90</b>

Total lease rental cost recognised in the financial statement is ₹ 1.23 Crores [Previous Year ₹ 1.57 Crores]. This rental cost is inclusive of service tax.

General Terms of Lease Rentals:

- Lease Rentals are charged on the basis of agreed terms.
- Assets are taken on lease over a period of 4 to 5 years.

#### b Assets given on Operating Lease

Future minimum lease income under operating lease are as under:

		(₹ in Crores)	
		As At 31.03.2012	As At 31.03.2011
	Not later than one year	22.34	22.21
	Later than one year and not later than five years	0.43	0.65
	Later than five years	-	-
	<b>Total</b>	<b>22.77</b>	<b>22.86</b>

Total lease rental income recognised in the financial statement is ₹ 22.59 Crores [Previous Year ₹ 44.60 Crores].

General Terms of Lease Rentals:

- Lease Rentals are given on the basis of agreed terms.
- Assets are given on lease for a period upto 12 months.
- The lease agreements can be renewed on mutually agreed terms with the lessee.

**14 Major components of deferred tax assets and liabilities are:**

	(₹ in Crores)	
	As at 31.03.2012	As at 31.03.2011
Opening Deferred Tax Liability	7.79	7.91
Add: Difference between book WDV and WDV as per Income Tax Act 1961	0.07	(0.72)
Add: Short Term & Long Term Capital Loss Set Off	-	-
Less: VRS unamortised	(0.04)	(0.01)
Less: Deferred Tax Asset as per Section 43B	0.18	(0.05)
Add: Business Loss	-	0.54
Closing Deferred tax Liability	7.72	7.79

**15 Earnings Per Share (EPS)**

In determining earnings per share, the Company considers the net profit after tax and includes the post tax effect of any extra - ordinary / exceptional items. The number of shares in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair price (ie the average market value of outstanding shares). Statement showing the computation of EPS is as under:

	(₹ in Crores)	
	2011-2012	2010-2011
a Profit after tax before extraordinary item	156.89	245.78
Less: Preference Share Dividend and Dividend Distribution tax thereon	0.00	0.00
	156.89	245.78
b Profit after tax after extraordinary item	156.90	245.78
Less: Preference Share Dividend and Dividend Distribution tax thereon	0.00	0.00
	156.90	245.78
c Weighted Average Number of Shares		
Basic	279,201,220	279,201,220
Diluted	279,201,220	279,201,220
d. Basic EPS (₹) (After Extraordinary & Prior Period Items)	5.62	8.80
e Basic EPS (₹) (Before Extraordinary & Prior Period Items)	5.62	8.80
f Diluted EPS (₹) (After Extraordinary & Prior Period Items)	5.62	8.80
g Diluted EPS (₹) (Before Extraordinary & Prior Period Items)	5.62	8.80
h Face value of share in ₹	2	2

**16 The Micro, Small and Medium Enterprises Development Act, 2006**

Company has sent letters to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Development Act 2006 as well as they have filed required memorandum with the prescribed authorities. Out of the letters sent to the parties, some confirmations have been received till the date of finalisation of Balance Sheet. Based on the confirmations received, the details of outstandings are as under:

	(₹ in Crores)	
	As at 31.03.2012	As at 31.03.2011
The principal amount remaining unpaid at the end of the year	-	-
The interest amount remaining unpaid at the end of the year	-	-
The balance of MSMED parties as at 31/03/2012	-	-

**17 The details of cost of Realty Sales and Work in Progress (Realty Stock) are as under:**

	(₹ in Crores)	
	2011-2012	2010-2011
Realty Costs incurred during the year		
Material Costs	31.94	42.60
Other Development Expenses	144.82	182.96
Interest Expense	-	60.91
Statutory Fees	2.65	12.09
Allocated Expenses	20.40	11.39
<b>Total Realty Costs for the year</b>	<b>(A) 199.81</b>	<b>309.95</b>
<b>Changes in Inventory :</b>		
Opening Inventory :		
Finished Realty stock	1.05	11.53
Work in Progress	293.83	173.79
Sub-total (i)	294.88	185.32
Closing Inventory :		
Finished Realty stock	4.90	1.05
Work in Progress	272.43	293.83
<b>Sub-total (ii)</b>	<b>277.33</b>	<b>294.88</b>
<b>(Increase) / Decrease in Inventory</b>	<b>(B) = (i-ii) 17.55</b>	<b>(109.56)</b>
<b>Costs capitalised / Transferred to P&amp;L</b>	<b>(C) (15.17)</b>	<b>-</b>
<b>Cost of Realty Sales (Revenue Recognised)</b>	<b>(A+B+C) 202.19</b>	<b>200.39</b>

**18 Value of Direct Imports calculated on C.I.F. basis**

	(₹ in Crores)	
	2011-2012	2010-2011
Raw Materials	1.63	0.28
Capital Goods	-	-

**19 Expenditure in Foreign Currency**

	(₹ in Crores)	
	2011-2012	2010-2011
Consultancy & Professional Fees	0.14	1.91
Others	0.51	0.27

## 20 Dividend to NRI / OCB

	(₹ in Crores)	
	2011-2012	2010-2011
Dividend	0.13	0.11
Number of Shareholders (Nos)	392	387
Total number of Shares (Nos)	760,401	749,977

## 21 Segment Reporting

Since the financial statements contain both consolidated and standalone financials, segment reporting disclosure is provided in notes to consolidated financial statements.

**22** Pursuant to a Scheme of Amalgamation ("the Scheme") under Sections 391 to 394 read with Section 100 to 103 of the Companies Act, 1956, sanctioned by the Honorable Bombay High Court vide Order dated 29th April, 2011 and filed with the Registrar of Companies (RoC) on 17th May, 2011 (Effective Date), Topstar Mercantile Private Limited ("TMPL") has been amalgamated with the Company with effect from the Appointed Date of 27th October, 2010. Accordingly, all the assets and liabilities as appearing in the books of TMPL as on the Appointed Date have been recorded by the Company at the respective book values under the purchase method in line with Indian Accounting Standard AS-14. The equity shares held by TMPL in the Company have been cancelled and the Company has issued and allotted an equivalent number of equity shares (i.e. 11, 68, 82,052 equity shares of ₹ 2 each) to the shareholders of TMPL as on the Effective Date. As provided in the said Scheme, the difference in the net value of assets and liabilities of TMPL transferred to the Company, of ₹ 6.65 crores, has been adjusted towards expenses incurred in relation to the amalgamation. There is no adverse impact of the Scheme on the financial position or operating results of the Company.

**23** As notified by Ministry of Corporate Affairs, Revised Schedule VI under the Companies Act, 1956 is applicable to the Financial Statements for the financial year commencing on or after 1st April, 2011. Accordingly, the financial statements for the year ended March 31, 2012 are prepared in accordance with the Revised Schedule VI. The amounts and disclosures included in the financial statements of the previous year have been reclassified to conform to the requirements of Revised Schedule VI."

## 24 Interest in Joint Venture

	(₹ in Crores)	
	2011-2012	2010-2011
Assets	160.54	-
Liabilities	160.49	-
Income	-	-
Expense	0.00	-

**25** The figures have been rounded off to two decimals in crores.

Signatures to Schedules 1 to 21

For and on behalf of the Board of Directors

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

Mumbai : 17<sup>th</sup> May, 2012

## Cash flow statements for the year ended 31st March 2012

(₹ in Crores)

	2011-2012	2010-2011
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net profit before Tax</b>	182.36	302.51
<b>Adjustments for :</b>		
<b>Add :</b>		
Depreciation	4.85	4.62
Interest expenses	134.45	19.30
(Profit)/Loss on sale of assets	(1.66)	0.10
	137.64	24.02
<b>Less:</b>		
Dividend Income	4.08	9.58
Interest Income	135.22	122.34
	139.30	131.92
Operating profit before working capital changes	180.70	194.61
<b>Adjustments for :</b>		
<b>Less:</b>		
(Incease)/Decrease in Trade Receivables	(131.81)	51.98
(Incease)/Decrease in Inventories	17.54	(48.64)
(Incease)/Decrease in Loans & Advances (Long term)	(258.80)	4.58
(Incease)/Decrease in Loans & Advances (Short term)	42.96	(177.31)
(Incease)/Decrease in Other current Assets	-	0.16
Increase/(Decrease) in Trade Payables	(12.58)	6.32
Increase/(Decrease) in Long Term Provision	0.54	(0.50)
Increase/(Decrease) in Other Current Liabilities	35.50	4.01
Increase/(Decrease) in Short term provision	(0.02)	0.44
	(306.67)	(158.96)
Cash Generated from Operations	(125.97)	35.65
Less : Direct Tax paid net of Tax Refund	(42.95)	(58.58)
<b>Net cash flow from Operating Activities - ( A )</b>	(168.92)	(22.93)
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Addition to fixed assets	(22.89)	(7.30)
Sale of Fixed Assets	1.94	0.18
Investments in Debenture	(12.77)	(148.06)
Investments in Mutual fund	(2.70)	
Refund of Debenture /Share Application Money	-	9.59
(Purchase)/Sale of Investments in Subsidiaries	(0.07)	(4.03)
Refund of advance to Employee's ESOP Trust	0.60	
(Purchase)/Sale of Investments in AOP	(0.28)	(1.00)
(Purchase)/Sale of Investments in Equity Instruments	0.00	-
Loans & Advances	(114.60)	(433.71)
Investments in Fixed Deposit	102.18	18.12
Dividend Income	4.08	9.58
Interest Received	107.02	108.12
<b>Net cashflow from Investing Activities - (B )</b>	62.51	(448.51)

(₹ in Crores)

	2011-2012	2010-2011
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Dividend paid	(47.20)	(41.46)
Dividend Tax Paid	(7.70)	(6.96)
Interest paid	(135.90)	(77.54)
Repayment of Current maturities of Long term Loans	(265.39)	(79.90)
Proceeds from Short Term Borrowings from Banks	35.53	-
Proceeds from Borrowings from Banks	187.92	482.50
Proceeds from Borrowings from Financial Institution	275.00	75.00
<b>Net cashflow from Financing Activities - (C)</b>	42.26	351.64
<b>Net Increase in Cash and Cash Equivalents (A+B+C)</b>	(64.15)	(119.80)
<b>Cash and cash Equivalent at the Beginning of the year</b>	315.62	435.42
Balances with Banks in Current Account	79.28	85.06
Balance with Banks in Deposit Account	170.37	225.86
Cash on Hand	0.04	0.05
Unpaid Dividend	1.44	1.18
Balance in Deposit Account as Margin money	0.33	3.48
<b>Cash and cash Equivalent at the End of the year</b>	251.47	315.62

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer



As per the general exemption given by Central Government (Ministry of corporate affairs), statement under Section 212 of the Companies Act, 1956 as given below.

Particulars	(₹ in Crores)														
	Peninsula Real Estate Management Private Limited	Goodtime Real Estate Development Private Limited	Peninsula Crossroads Private Limited	Peninsula Westgate Real Estate Developers LLP	Peninsula GSG MHP Project - (AOP)	Argento Real Estate LLP	Eastgate Real Estate Developers LLP	Gorena Real Estate LLP	Maxis Real Estate LLP	Nebustar Real Estate LLP	Regena Real Estate LLP	Hem Infrastructure and Property developers Private Limited	Pavurotti finance and Investments Private Limited	Flavo Real Estate Development Private Limited	Wismore Real Estate Private Limited
Financials as on	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12	31-Mar-12
Capital/Contribution	0.01	0.01	18.00	38.83	2.42	0.01	0.01	0.01	0.01	0.01	0.01	1.61	0.10	0.01	0.01
Reserves & Surplus*	(0.01)	(0.01)	7.12	(0.03)	(0.28)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	100.84	(0.07)	(0.01)	(0.01)
Total Assets	9.10	0.01	39.98	39.25	2.40	0.01	0.01	0.01	0.01	0.01	0.01	102.50	54.63	42.50	28.87
Total Liabilities	9.10	-	21.83	0.45	0.25	0.00	0.00	0.00	0.00	0.00	0.00	0.05	54.59	42.50	28.88
Investments	-	-	6.97	-	-	-	-	-	-	-	-	-	-	-	-
Turnover	-	-	4.50	-	0.01	-	-	-	-	-	-	0.01	-	-	-
Profit/(Loss) Before Taxation	(0.00)	(0.00)	2.75	(0.03)	(0.28)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.14)	(0.05)	(0.01)	(0.01)
Provision for Tax	-	-	(0.92)	-	-	-	-	-	-	-	-	(0.00)	(0.02)	-	-
Profit/(Loss) After Taxation	(0.00)	(0.00)	1.83	(0.03)	(0.28)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.14)	(0.03)	(0.01)	(0.01)
Proposed / Interim Dividend	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

# Consolidated

## Auditors' Report

### To the Board of Directors of Peninsula Land Limited

1. We have audited the attached Consolidated Balance Sheet of Peninsula Land Limited ("the Company") Group, as at 31st March, 2012 and also the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. (a) We did not audit the financial statements of four subsidiaries and twenty two step-down subsidiaries and one joint venture for the year ended 31st March, 2012, whose financial statements reflect total assets of ₹. 533.07 Crores, ₹ 481.73 Crores and ₹ 321.07 Crores, total revenue of ₹ 25.15 Crores, ₹ 4.29 Crores and ₹ NIL and net cash flows of ₹ 1.36 Crores, ₹ 0.81 Crores and ₹ NIL respectively, for the year ended on that date. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.
  - (b) We did not audit the financial statements of one associate Company in whose financial statements the Group's share of loss is ₹ 0.00 Crores for the year ended 31st March, 2012. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.
  - (c) We also did not audit financial statements of three other associate companies whose financial statements are unaudited, where the Group's share of profit is ₹ 0.23 Crores for the year ended 31st March, 2012. These unaudited financial statements have been compiled and approved by the management of these associate companies and have been relied upon by us.
4. We report that the consolidated financial statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS) 21, 'Consolidated Financial Statements', Accounting Standard (AS) 23, 'Accounting for Investments in Associates in Consolidated Financial Statements' and Accounting Standard (AS) 27, 'Financial Reporting of interest in Joint Ventures' issued by the Institute of Chartered Accountants of India and on the basis of separate financial statements and other information referred to in paragraph 3 above.
5. Without qualifying our opinion, attention is invited to:
  - (a) Recognition of income and expenses for ongoing projects which is based upon estimated costs, as per the judgment of management and certificate of architect, which have been relied upon by us, these being technical matters.
  - (b) Para No.13 of Note No.23 to Accounts with regard to disclosure requirement of AS-15 (Revised) "Employee Benefits".
6. Based on our audit and on consideration of reports of other auditors on separate financial statements

and on the other financial information of the components, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- i. in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
- ii. in the case of the Consolidated Statement of Profit & Loss, of the profits for the year ended on that date; and

- iii. in the case of Consolidated Cash Flow Statements, of the cash flows for the year ended on that date.

For Haribhakti & Co.,  
Chartered Accountants  
Firm's Registration No.103523W

Chetan Desai  
Partner  
Membership No. 17000

Place: Mumbai

Date: 17th May, 2012

# Consolidated

## Balance Sheet as at 31st March 2012

(₹ in Crores)

	Note No.	As at 31st March 2012	As at 31st March 2011
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	55.90	55.90
Reserve & Surplus	2	1,454.16	1,338.42
Capital Reserve on Consolidation		3.47	3.54
Minority Interest		82.34	4.46
<b>Total (A)</b>		<b>1,595.87</b>	<b>1,402.32</b>
<b>Non-Current Liabilities</b>			
Long Term Borrowings	3	764.34	148.41
Deferred tax liabilities (Net) ( Refer Para 16 of Note 23)		9.33	8.97
Long-term Provisions	4	4.45	3.77
<b>Total (B)</b>		<b>778.12</b>	<b>161.15</b>
<b>Current Liabilities</b>			
Short Term Borrowings	5	35.53	-
Trade payables	6	96.51	93.28
Other current liabilities	7	716.40	870.35
Short-term provisions	8	35.74	55.46
<b>Total (C)</b>		<b>884.18</b>	<b>1,019.09</b>
<b>Total (A)+(B)+(C)</b>		<b>3,258.17</b>	<b>2,582.56</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
<b>Fixed Assets</b>			
Goodwill on Consolidation	9	161.68	77.23
Tangible assets		88.16	76.14
Intangible assets		0.27	0.06
Capital Work In Progress		0.22	0.07
Intangible Assets under Development		0.06	-
<b>Total (A)</b>		<b>250.39</b>	<b>153.50</b>
Non-Current investments	10	481.91	384.03
Advance to Employees ESOP Trust		27.74	28.34
Long term loans and advances	11	418.41	262.45
<b>Total (B)</b>		<b>928.06</b>	<b>674.82</b>
<b>Current assets</b>			
Current investments	12	18.76	8.96
Inventories	13	1,101.60	733.58
Trade Receivables	14	334.88	198.41
Cash and Bank Balances	15	375.70	520.73
Short-term Loans and advances	16	131.94	207.58
Other current assets	17	116.84	84.98
<b>Total (C)</b>		<b>2,079.72</b>	<b>1,754.24</b>
<b>Total (A)+(B)+(C)</b>		<b>3,258.17</b>	<b>2,582.56</b>
<b>Significant accounting policies</b>	22		
<b>Notes forming part of accounts</b>	23		

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

# Consolidated

## Statement of Profit and Loss for the year ended 31st March 2012

(₹ in Crores)

	Note No.	2011-2012	2010-2011
<b>INCOME:</b>			
Revenue from operations (Gross) (Refer para 5 of Note 23)		532.29	500.95
Other Income	18	140.88	83.59
<b>Total Revenue (A)</b>		<b>673.17</b>	<b>584.54</b>
<b>EXPENSES:</b>			
Purchase of Traded Goods		0.05	-
Changes in inventory (traded goods)		(0.05)	-
Cost of realty and changes in inventory ( Refer para 19 of Note 23)		222.57	200.39
Employee Benefit expenses	19	64.27	56.86
Finance costs	20	134.73	24.29
Depreciation	9	5.52	4.87
Other Expenses	21	67.55	49.44
<b>Total Expenses (B)</b>		<b>494.64</b>	<b>335.85</b>
<b>Net Profit before Tax C= (A) -(B)</b>		<b>178.53</b>	<b>248.69</b>
<b>Less : Tax expense</b>			
Current tax		37.75	59.57
MAT credit entitlement		(11.08)	(1.74)
Deferred tax		0.36	(0.13)
		<b>27.03</b>	<b>57.70</b>
Profit after tax Before Minority Profit and Share in Associates Profit		151.50	190.99
<b>Add:</b> Share in Profit/(Loss) of Associates Companies		0.23	4.02
<b>Less :</b> Share of Minority in Profit /(Loss)		(0.23)	(0.28)
Net Profit After Tax Before Extra ordinary and Prior Period Items		151.50	194.73
Prior Period Items (Expenses)		-	0.45
Reversal of( Excess) /Short Provision of Tax of Earlier Years		0.06	0.00
<b>Net Profit After Tax</b>		<b>151.44</b>	<b>194.28</b>
Earning Per Equity Share of face value ₹ 2 (P.Y. ₹ 2): (Refer para 17 of Note no. 23)			
Basic		5.43	6.96
Diluted		5.43	6.96
<b>Significant accounting policies</b>	22		
<b>Notes forming part of accounts</b>	23		

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

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Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

Note No.1 Share Capital

(₹ in Crores)

		31-Mar-12	31-Mar-11
<b>1</b>	<b>SHARE CAPITAL</b>		
	Authorised:		
	37,49,95,000 (P.Y. 37,49,95,000 Shares of ₹ 2/- Each) Equity Shares of ₹ 2/- Each	75.00	75.00
	1000 (P.Y. 1000) 5% Cumulative Redeemable Preference Shares of ₹ 10/- each.	0.00	0.00
		75.00	75.00
	Issued , Subscribed and paidup		
(a)	Balance at the Beginning of the year	55.84	55.84
	27,92,01,220 Equity Shares ₹ 2/- Each Fully paid up (P.Y. 27,92,01,220 Equity Shares ₹ 2/- Each Fully paid up)		
	Includes 13,33,20,055 Shares of ₹ 2/- Each ( P.Y. 13,33,20,055 Shares of ₹ 2 /- Each) issued pursuant to Schemes of Arrangement for consideration other than cash.		
	<b>Less :</b> Cancellation of 11,68,82,052 Equity Shares of ₹ 2/- each Acquired in Amalgamation scheme as per Honourable Bombay High Court Order	23.38	-
	<b>Add :</b> Issue of 11,68,82,052 Equity shares of ₹ 2/- each to erstwhile share holder of Topstar Mercantile Private Limited as per Amalgamation scheme approved by Honourable Bombay High Court	23.38	-
	<b>Add :</b> Forfeiture of Shares	0.06	0.06
	<b>Balance at the end of the year</b>	55.90	55.90
(b)	Balance at the Beginning of the year	0.00	0.00
	1,000 (P.Y. 1,000) 5% Cumulative Redeemable Preference Shares of ₹ 10/- each pursuant to Scheme of Arrangement for consideration other than cash		
	Balance at the end of the year	0.00	0.00
	Balance at the end of the year total share capital- (a) +(b)	55.90	55.90

Note :

**a Terms /rights attached to Equity shares**

The Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. All shares rank pari passu with regard to dividend .

Board of Director's have recommended a dividend of ₹ 1.10 (P.Y. ₹1.70 ) per equity share (55%(P.Y. 85%) of Face value of equity share ₹ 2 )

**b Terms /rights attached to 5% Cumulative Redeemable Preference Shares :**

The Company has only one class of Preference shares having par value of ₹ 10 each

Preference shares are redeemable on the expiry of ten years from the date of allotment,with an option for the Company for early redemption but not before 18 months from the date of allotment 25th January 2006. The preference shareholder do not have any voting right.

Equity Shares in the Company held by each shareholders holding more than 5 % shares specifying the number of shares held:

Sr No.	Name of Share holder	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	14,89,28,691	53.34	3,05,23,730	10.93
2	Topstar Mercantile Private Limited		-	11,68,82,052	41.86
3	Franklin templeton investment funds	2,79,19,414	10.00	2,76,91,449	9.92
4	Templeton Emerging Markets Investment Trust PLC	1,55,95,175	5.59	1,21,71,235	4.36

5% Cumulative Redeemable Preference Shares in the Company held by each shareholders holding more than 5% shares specifying the number of shares held:

Sr No.	Name of Share holder	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	1 000	100%	-	-
2	Topstar Mercantile Private Limited	-	-	1,000	100%

Details of Shares Held by Controlling entity

Sr No.	Name of Share holder	31-Mar-12		31-Mar-11	
		No. of shares held	% of Holding	No. of shares held	% of Holding
1	Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal	14,89,28,691	53.34	3,05,23,730	10.93
2	Topstar Mercantile Private Limited *	-	-	11,68,82,052	41.86

\* Ultimate Controlling entity -Ashok Piramal Group Real Estate Trust through its Trustee Ms. Urvi A. Piramal

Note No. 2 Reserves and surplus

(₹ in Crores)

	31-Mar-12	31-Mar-11
<b>RESERVES AND SURPLUS</b>		
Capital Reserve	1.85	1.85
Capital Redemption Reserve	0.17	0.17
Securities Premium Reserve	640.32	640.33
General Reserve	242.40	192.40
Add: Transfer from Profit & Loss Statement	30.00	50.00
	272.40	242.40
Reserve Funds in terms of section 45IC(1) RBI ACT	0.59	0.56
Add : Transfer from Profit and Loss Statement	0.02	0.03
	0.61	0.59
Profit and Loss Statement		
As per last Balance Sheet	453.08	363.99
Add : Profit for the year	151.44	194.28
Less : Proposed Dividend on Equity Shares	30.71	47.46
Less : Distribution Tax thereon	4.98	7.70
Less : Proposed Dividend on Preference Shares	0.00	0.00
Less : Distribution Tax thereon	0.00	0.00
Less : Transfer to Reserve fund in terms of 45IC (1)	0.02	0.03
Less : Transfer to General Reserve	30.00	50.00
	538.81	453.08
<b>Total</b>	<b>1,454.16</b>	<b>1,338.42</b>

Note No. 3 Long Term Borrowings

(₹ in Crores)

	31-Mar-12	31-Mar-11
<b>3 Long Term Borrowings</b>		
<b>a Secured Loan</b>		
I From Bank ( Term Loan )	403.83	148.41
II From Financial Institution	295.00	-
III Others	56.25	-
	755.08	148.41
<b>b Unsecured Loan</b>		
I Others	9.26	-
	9.26	-
<b>Total Long Term Borrowings ( a+b)</b>	<b>764.34</b>	<b>148.41</b>

(₹ in Crores)

	31-Mar-12	31-Mar-11
<b>I The term loans from Banks are</b>		
<b>1 From Bank 1</b>		
a Terms of Loan Repayment		
Outstanding balance as at balance sheet date is repayable over a period of 18 months in varying monthly instalments	-	123.00
b Security		
Exclusive Charge on the immovable property (held for real estate development) belonging to the Company and on the revenues receivables from projects undertaken.		
<b>2 From Bank 2</b>		
a Terms of Loan Repayment		
- Outstanding balance as at balance sheet date is repayable within 45 months in equal monthly instalments	-	8.29
- Outstanding balance as at balance sheet date is repayable within 71 months in equal monthly instalments	-	17.12
b Security		
By way of mortgage on the company's immovable property located at Mumbai and charge on the rent receivable therefrom		
<b>3 From Bank 3</b>		
a Terms of Loan Repayment		
Outstanding balance as at balance sheet date is repayable over a period of 36 months in varying monthly instalments	223.00	-
b Security		
Secured against charge of Immovable property (held for real estate development) belonging to Subsidiaries Companies and other Companies for whom the Company has undertaken the project development and execution.		
<b>4 From Bank 4</b>		
a Terms of Loan Repayment		
- Outstanding balance as at balance sheet date is repayable within 107 months in equal monthly instalments	113.32	-

		(₹ in Crores)	
		31-Mar-12	31-Mar-11
b	Security By way of mortgage on the company's immovable property and charge on the rent receivable therefrom		
<b>5</b>	<b>From Bank 5</b>		
a	Terms of Loan Repayment Loan of ₹ 6750 Lakhs as at balance sheet date is payable in 12 Equally installments	67.50	-
b	Security Secured Against immovable property(held for real estate development) and present and future receivables arising out of the project under execution.		
<b>II</b>	<b>The term loans from Financial Institution are</b>		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable over a period of 23 months in varying periodic instalments	275.00	-
b	Security Mortgage of the company's immovable property comprising land and present and future construction thereon at its project Peninsula Business Park at Lower Parel, Mumbai and a charge on the Receivable from the said project		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable over a period of 31 months in varying monthly instalments	20.00	-
b	Security Secured by mortgage of the Company's immovable property (held for real estate development ) and charge on receivables from the said project and insurance proceeds		
<b>III</b>	<b>Others</b>		
a	Terms of Loan Repayment Outstanding balance as at balance sheet date is repayable over a period of 22 months in equal quarterly instalments	56.25	-
b	Security Secured against charge of Immovable property (held for real estate development ) belonging to Subsidiaries Companies and other Companies for whom the Company has undertaken the project development and execution.		
	<b>UNSECURED LOAN</b>		
<b>I</b>	<b>Others</b>		
a	Terms of Loan Repayment Loan is repayable from the project inflow of the company	9.27	-

#### Note No. 4 Long Term Provision

		(₹ in Crores)	
Sr No.	Particulars	31-Mar-12	31-Mar-11
	Employee Benefits ( Refer para 13 of Note 23)	4.45	3.77
	<b>Total</b>	4.45	3.77

## Note No. 5 Short Term Borrowings

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
	Unsecured		
	Bank Overdraft	35.53	-
	Terms of Loan Repayment		
	Bank Overdraft is repayable on demand		
	<b>Total</b>	<b>35.53</b>	<b>-</b>

## Note No. 6 Trade Payables

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	MSMED	0.13	0.01
b	Others - trade payables	96.38	93.27
	<b>Total</b>	<b>96.51</b>	<b>93.28</b>

## Note No. 7 Other Current Liabilities

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Current Maturities of Long term debt	549.09	795.77
b	Trade Deposit & Advances	59.43	9.41
c	Interest accrued but not due on borrowings	3.08	4.53
d	Income Received in Advance	5.32	10.54
e	Unpaid Dividends	1.44	1.18
f	Other Current Liabilities	85.79	37.00
g	Statutory Dues payable	12.25	11.92
	<b>Total</b>	<b>716.40</b>	<b>870.35</b>

## Note No. 8 Short Term Provision

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Employee Benefits ( Refer para 13 of Note 23)	0.05	0.30
b	Proposed Dividend on Equity Shares	30.71	47.46
c	Proposed Dividend on Preference Shares	0.00	0.00
d	Tax Payable on Proposed Dividend	4.98	7.70
	<b>Total</b>	<b>35.74</b>	<b>55.46</b>

**Note No. 9 Fixed Assets (at cost)**

Description	GROSS BLOCK						DEPRECIATION						NET BLOCK	
	As on 1.04.2011	Additions During Year	Acquired Under Merger Scheme	Additions During Year Subsidiary	Deductions During Year Subsidiary	As on 31.03.2012	Upto 1.04.2011	Additions During Year Subsidiary	Deductions During Year Subsidiary	Deductions During Year Subsidiary	Impairment Amortisation Adjustment	Upto 31.03.2012	As on 31.03.2012	As on 31.03.2011
<b>Intangible Assets</b>														
Goodwill	0.50	-	-	-	-	0.50	0.30	-	-	-	0.10	0.40	0.10	0.20
Goodwill on Consolidation	77.23	-	-	84.45	-	161.68	-	-	-	-	-	-	161.68	77.23
Computer Software	0.31	0.15	-	-	-	0.46	0.25	0.04	-	-	-	0.29	0.17	0.06
<b>Tangible Assets</b>														
Leasehold Land	0.13	-	-	-	0.13	-	0.13	-	0.13	-	-	-	-	-
Freehold Land	0.24	-	0.06	-	0.24	0.06	-	-	-	-	-	-	0.06	0.24
Building	72.52	13.29	-	-	0.09	85.72	9.25	1.98	0.05	-	-	11.18	74.54	63.27
Office Equipments & Computers	9.42	3.41	-	-	-	12.83	4.46	1.40	-	-	-	5.86	6.97	4.95
Construction Equipments	6.50	-	-	-	-	6.50	1.30	1.30	-	-	-	2.60	3.90	5.20
Furniture & Fixtures	3.17	0.91	-	-	0.02	4.06	1.13	0.58	0.02	-	-	1.69	2.37	2.04
Motor Vehicles	0.78	0.16	-	-	-	0.94	0.56	0.06	-	-	-	0.62	0.33	0.22
<b>TOTAL (A)</b>	<b>170.80</b>	<b>17.92</b>	<b>0.06</b>	<b>84.45</b>	<b>0.48</b>	<b>272.75</b>	<b>17.38</b>	<b>5.36</b>	<b>0.20</b>	<b>0.10</b>	<b>22.64</b>	<b>250.12</b>	<b>153.42</b>	<b>142.70</b>
Previous Year (A)	157.58	7.45	-	11.71	0.43	170.81	10.33	4.72	2.55	21.82	17.39	153.42	142.70	

Note No. 10 Non-Current Investments

(₹ in Crores)

	Nos.	Face Value (Rupees)	31-Mar-12	31-Mar-11
<b>LONG TERM INVESTMENTS : ( NON TRADE)</b>				
<b>A. INVESTMENTS IN EQUITY INSTRUMENTS-UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>				
<b>I) Associate Companies (Equity Instruments)</b>				
JM Realty Management Private Limited	5000 (5000)	10 (10)	0.00	0.00
Peninsula Integrated Land Developers Private Limited (Till Previous year Wholly owned Subsidiary)	250000	10	0.24	-
Sew Engineering (India) Private Limited	989300 (989300)	10 (10)	9.84	10.07
RA Realty Ventures Private Limited	399960 (399960)	10 (10)	0.36	0.39
<b>II) Others (Equity Instruments)</b>				
Aero Ports & Infrastructure projects Private Limited	43750 (43750)	10 (10)	0.04	0.04
Goodhome Realty Limited	14000 (14000)	10 (10)	0.01	0.01
Hem Infrastructure and property Developers Private Limited (Subsidiary Company during current year)	- (63653)	- (10)	-	0.06
JM Township & Real Estate Private Limited	175000 (175000)	10 (10)	0.18	0.18
Keti Construction Limited	1700000 (-)	10 (-)	20.00	-
Piramal Infrastructure Private Limited	5380000 (-)	10 (-)	8.07	-
Rockfirst Real Estate Limited	14000 ( 14000 )	10 (10)	0.01	0.01
RR Mega City Builders Limited	14000 ( 14000 )	10 (10)	0.01	0.01
Sukh Sagar Premises Co-operative Hsg. soc. Limited	5 (5)	50 (50)	0.00	0.00
Top Value Real Estate Limited	14000 ( 14000 )	10 (10)	0.01	0.01
Truwin Realty Limited.	14000 ( 14000 )	10 (10)	0.01	0.01
The Shamrao Vithal Co operative Bank Limited	25 (25)	25 (25)	0.00	0.00

				(₹ in Crores)	
		Nos.	Face Value (Rupees)	31-Mar-12	31-Mar-11
<b>B. INVESTMENTS IN DEBENTURE UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>					
GoodHome Realty Limited- 18% Unsecured Redeemable Optionally Fully Convertible Debentures	5958330	100	59.58	59.58	
	(5958330)	(100)			
GoodHome Realty Limited -18% Unsecured Redeemable Optionally Fully Convertible Debentures Partly paid up (₹ 69 per Debenture P.Y. ₹ 50 Per Debenture Paid up )	6722000	100	46.38	33.61	
	(6722000)	(100)			
JM Township & Real Estate Private Limited-0% Unsecured Redeemable Optionally Fully Convertible Debentures	9896855	10	9.90	9.90	
	(9896855)	(10)			
Rockfirst Real Estate Limited - 18%Unsecured Redeemable Optionally Convertible Debentures	3488450	100	34.88	34.88	
	(3488450)	(100)			
RR Mega City Builders Limited-15% Unsecured Redeemable Optionally Fully Convertible Debentures	5486981	100	54.87	54.87	
	(5486981)	(100)			
Top Value Real Estate Limited.Formerly-18% Unsecured redeemable Optionally convertible Debentures	11669510	100	116.70	116.70	
	(11669510)	(100)			
Truwin Realty Limited -18% Unsecured Redeemable Optionally Convertible Debentures	897135	100	8.97	8.97	
	(897135)	(100)			
<b>C. INVESTMENTS IN PREFERENCE SHARES UNQUOTED (FULLY PAID UNLESS STATED OTHERWISE)</b>					
Goodhome Realty Limited-2% Non Cumulative Participating Preference Shares	35270	100	0.35	0.35	
	(35270)	(100)			
Hem Infrastructure and property Developers Private Limited (Subsidiary Company during current year)	-	-	-	49.94	
	(341235)	(10)			
Piramal Infrastructure Private Limited-1% Non Cumulative Non-Participating Non- Convertible Redeemable Preference shares	5000000	10	5.00	-	
	(-)	-			
Rockfirst Real Estate Limited -2% Redeemable Non- Cumulative Preference Shares	10150	100	0.10	0.10	
	(10150)	(100)			
RR Mega City Builders Limited-2% Non Cumulative Participating Redeemable Preference shares	11619	100	0.12	0.12	
	(11619)	(100)			
Top Value Real Estate Limited -2% Non cumulative Participating Redeemable Preference shares	29090	100	0.29	0.29	
	(29090)	(100)			

		(₹ in Crores)		
	Nos.	Face Value (Rupees)	31-Mar-12	31-Mar-11
Truewin Realty Limited -2% Non cumulative Participating Redeemable Preference shares	1465	100	0.01	0.01
	(1465)	(100)		
<b>D. INVESTMENTS PROPERTY</b>			4.15	4.15
Less : Accumulated Depreciation on Investments Property			(0.40)	(0.33)
<b>E. INVESTMENTS IN REALTY FUND</b>				
Peninsula Realty Fund Scheme Pref Indigo fund			0.10	0.10
<b>F. INVESTMENTS IN AOP</b>				
Hem Bhattad			102.13	-
			481.91	384.03
Aggregate amount of Quoted Investments & Market value thereof				
Investments in Immovable Properties (At Cost)			3.75	3.82
Investments in AOP			102.13	-
Aggregate amount of Unquoted Investments			376.03	380.21
			<b>Total</b>	<b>Total</b>
			481.91	384.03

**Note No. 11 Long Term Loans and advances**  
(Unsecured, Considered Good)

		(₹ in Crores)	
Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Security Deposit with Public Bodies	1.85	1.68
b	Loans and Advances to Joint Venture	34.54	-
c	Loans and Advances -Others	9.15	7.84
d	Advance Tax ( Net of Provision)	23.70	21.10
e	MAT Credit Entitlement	27.44	16.54
f	Advances for Project	188.36	139.72
g	Advances for Project-Associates Companies	117.13	66.90
h	Advance Recoverable in cash or in kind for value to be received	6.08	6.01
i	Capital Advances	10.16	2.66
		<b>Total</b>	<b>Total</b>
		418.41	262.45

Note No.12 Current Investments

(₹ in Crores)

	Nos.	NAV (Rupees)	31-Mar-12	31-Mar-11
<b>CURRENT INVESTMENTS (AT COST)</b>				
<b>SHORT TERM INVESTMENTS (Non-Trade)</b>				
<b>Investments in Mutual Funds (Quoted)</b>				
ICICI Prudential Floating rate Plan Daily Dividend	99,064.943 (70761.142)	100.053 (100.023)	0.99	0.71
ICICI Prudential Institutional Liquid plan	270,183.131	100.023	2.70	-
ICICI Prudential Flexi Income Plan Premium Daily Div.	945347.956 (318641.452)	105.735 (105.735)	10.00	3.37
LIC MF Liquid Fund	1362826.590	10.980	1.50	-
Reliance Money Manager Fund- Daily Dividend	11954.963 (11186.423)	1001.122 (1001.122)	1.20	1.12
Reliance Medium Term Fund-Daily Dividend	1383792.945 (1294363.868)	17.096 (17.096)	2.37	2.21
LIC MF Daily Dividend Scheme	- (145800.000)	- (10.000)	-	0.15
LIC MF Daily Dividend Scheme	- (1278065.405)	- (10.980)	-	1.40
			18.76	8.96
Aggregate amount of Quoted Investments & Market value thereof			18.76	8.96
Aggregate amount of Unquoted Investments (at cost)			-	-
<b>Total</b>			18.76	8.96

Note No. 13 Inventories (Valued at cost)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Finished Good ( Realty Stock)	4.91	1.05
b	Work in progress ( Realty Stock)	1,096.64	732.53
c	Stock of Traded Goods	0.05	-
	<b>Total</b>	1,101.60	733.58

Note No. 14 Trade Receivable

(Unsecured and considered Good unless stated otherwise)

(₹ in Crores)

Particulars	31-Mar-12	31-Mar-11
Trade Receivable more than six month	6.96	7.44
Provision for Doubtfull debt	(0.64)	(0.67)
	6.32	6.77
Trade Receivable -Others	328.56	191.64
<b>Total</b>	334.88	198.41

Note No. 15 Cash and Bank Balances

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
I	Cash and Cash Equivalents		
a	Balances with Banks in Current Account	95.98	90.99
b	Balance with Banks in Deposit Account	179.50	233.78
c	Cash on Hand	0.31	0.28
II	Unpaid Dividend	1.44	1.18
III	Balance in Deposit Account as Margin money	0.43	3.53
	<b>Other Bank Balance</b>		
a	Balance with Banks in Deposit Account ( Maturity more than three months but upto twelve months)	78.23	181.49
b	Balance with Banks in Deposit Account ( Maturity more than twelve months)	19.81	9.48
	<b>Total</b>	<b>375.70</b>	<b>520.73</b>

Note No. 16 Short Term Loans and Advances

(Unsecured considered good)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Loans & Advances to Companies (Company in which Director is member or Director)	0.49	0.18
b	Loans & Deposit with others	71.22	151.00
c	Advance Recoverable in cash or in kind for value to be received	60.06	56.35
d	Loans to staff	0.17	0.05
	<b>Total</b>	<b>131.94</b>	<b>207.58</b>

Note No. 17 Other Current Assets

(Unsecured considered good)

(₹ in Crores)

Sr No.	Particulars	31-Mar-12	31-Mar-11
a	Interest Receivable	99.19	49.22
b	Share Application Money	-	20.00
c	Other Receivable	17.62	15.76
d	Earnest Money	0.03	-
	<b>Total</b>	<b>116.84</b>	<b>84.98</b>

Note No. 18 Other Income

(₹ in Crores)

Particulars	2011-2012	2010-2011
Dividend on Mutual Fund	4.62	11.37
Miscellaneous Income	0.46	0.35
Profit on sale of assets	1.66	0.16
Profit on sale of Investments	-	2.92
Interest Income	134.14	68.79
<b>Total</b>	<b>140.88</b>	<b>83.59</b>

Note No. 19 Employee benefit expenses (Including Managerial Remuneration)

(₹ in Crores)

Particulars	2011-2012	2010-2011
Salaries, Wages and Bonus	44.97	38.08
Contributions To ESIS, Provident Fund, Super Annuation fund etc.	6.12	3.83
Staff & Labour Welfare	5.14	2.84
Executive Director's Commission	8.04	12.11
<b>Total</b>	<b>64.27</b>	<b>56.86</b>

Note No. 20 Finance Expenses

(₹ in Crores)

Particulars	2011-2012	2010-2011
Interest Expenses	191.20	74.32
Less : Transfer to Work -In-Progress	60.04	60.91
	131.16	13.40
Other Borrowing Cost	3.57	10.89
<b>Total</b>	<b>134.73</b>	<b>24.29</b>

Note No. 21 Other Expenses

(₹ in Crores)

Particulars	2011-2012	2010-2011
Power and Fuel	1.01	0.97
Repairs & Maintenance -Buildings	0.73	1.95
Repairs & Maintenance - Others	8.37	5.40
Insurance	0.32	0.16
Rent	1.28	1.57
Rates & Taxes (excluding income tax)	1.15	1.10
Legal & Professional Fees	9.28	8.68
Advertisement and Sales Promotions	10.65	6.86
Brokerage & Commission	3.73	0.25
Donations	3.27	2.29
Miscellaneous Expenses	8.88	8.17
Loss on Sale of Fixed Assets	-	0.01
Loss on sale of Investments	-	0.18
Directors' Sitting Fees	0.06	0.09
Non-Executive Director's Commission	0.48	0.72
Loss on Foreign currency translation -realised	0.30	-
Common Area Maintenance Expenses	6.86	4.62
House Keeping, Security and Car park Services	11.18	6.42
<b>Total</b>	<b>67.55</b>	<b>49.44</b>

## Note No. 22 Significant Accounting Policies

### I Basis of Accounting

The Financial statements have been prepared and presented under historical cost convention on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ("GAAP") and comply with the mandatory accounting standards ("AS") as notified by the Companies Accounting Standard (Rules), 2006 to the extent applicable and with the relevant provisions of the Companies Act, 1956.

### II Use of Estimates

The preparation of financial statements in conformity with GAAP requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and reported amount of revenue and expenses for the year. Actual results could differ from these estimates. Difference between the actual result and estimates are recognised in the year in which results are known /materialized. Any revision to an accounting estimate is recognised prospectively in the year of revision.

### III Revenue Recognition

- (a) The Company is in the business of Property Development. Revenue from sale of properties under construction is recognised on the basis of actual bookings done (provided the significant risks and rewards have been transferred to the buyer and there is reasonable certainty of realisation of the monies) proportionate to the percentage of physical completion of construction/ development work as certified by the Architect.
- (b) Revenue from sale of completed properties (Finished Realty Stock) is recognised upon transfer of significant risks and rewards to the buyer.
- (c) Revenue on Development Rights is recognised on the basis of our revenue share receivable from the related projects as per agreed terms and conditions.
- (d) Income from Operations include Realty Sales, Lease Rentals, Service Fees, Signages, Car Park and PMC/ Marketing Fees.
- (e) Interest income is recognised on time basis determined by the amount outstanding and the rate applicable.
- (f) Dividend income is recognised when the right to receive the payment is established.

### IV Inventories

- (a) Inventories comprise of: (i) Finished Realty Stock representing unsold premises in closed projects and (ii) Realty Work in Progress representing properties under construction / development.
- (b) Inventories are valued at lower of cost and net realisable value.
- (c) Cost of Realty construction / development is charged to the Profit & Loss Account in proportion to the revenue recognised during the period and the balance cost is carried over under Inventory as part of either Realty Work- in- Progress or Finished Realty Stock. Cost of Realty construction / development includes all costs directly related to the Project and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries/receipts) upto the date of receipt of occupancy certificate from the relevant authorities.

### V Fixed Assets

#### (a) Tangible Assets

- (i) Tangible assets are carried at cost of acquisition or construction less accumulated depreciation. The cost of fixed assets includes non refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to acquisition or construction of fixed assets which takes substantial period of time to get ready for their intended use is capitalised.

- (ii) Expenses incurred for acquisition of capital assets along with advances paid towards the acquisition of fixed assets outstanding at each Balance Sheet date are disclosed under Capital Work in Progress.

**(b) Intangible Assets**

Intangible Assets are recorded at the consideration paid for the acquisition.

**VI Leases**

- (a) Assets acquired on lease where a significant portion of risks and rewards of ownership are retained by the Lessor are classified as Operating Leases. Lease Rentals are charged to Profit and Loss Account on accrual basis.
- (b) Assets leased out under Operating Leases are capitalised. Rental Income is recognised on accrual basis over the Lease term.

**VII Depreciation / Amortization**

**(a) Depreciation**

- (i) Depreciation has been charged on SLM basis for the assets acquired from erstwhile Piramal Holdings Limited (PHL) and Piramyd Retail and Merchandising Private Limited (PRMPL).
- (ii) For all other assets depreciation is provided on WDV basis.
- (iii) Depreciation is provided at the rates and in the manner specified under Schedule XIV of the Companies Act, 1956.
- (iv) Depreciation is calculated on a pro-rata basis from the date of installation / acquisition till the date the assets are sold or disposed.
- (v) Individual assets costing less than ₹ 5000/- are depreciated fully in the year of acquisition.
- (vi) Depreciation on Post Investment Tracker software ('PIT') is provided on straight line basis over a period of 36 months commencing from the month of acquisition.

**(b) Amortization**

- (i) Leasehold assets are amortized over the period of lease.
- (ii) Intangible assets are amortized over their estimated useful lives on a straight line basis, commencing from the date the asset is available to the Company for its use.

**VIII Investments**

Long term investments are carried at cost less any permanent diminution in value. Current investments are carried at the lower of cost and fair value.

Carrying amount of the individual investment is determined on the basis of the average carrying amount of the total holding of the investments.

As regards investments in AOP, Company's share of Profit / Loss from AOP are accounted in respect of the year ended as on the Balance Sheet date, on the basis of their audited financial statements.

**IX Foreign Currency Transactions**

- (a) Foreign exchange transactions are recorded at the closing rate prevailing on the dates of the respective transaction or at the contracted rates as applicable. Exchange difference arising on foreign exchange transactions settled during the year, if any is recognised in the Profit and Loss account.
- (b) Monetary assets and liabilities denominated in foreign currencies are converted at the closing rate as on Balance Sheet date. The resultant exchange difference is recognised in the Profit and Loss account.
- (c) Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

## **X Employee Benefits**

### **(a) Short Term Employee Benefits**

Short term employee benefits are recognised as an expense at the undiscounted amount in Profit and Loss account of the year in which the related service is rendered.

### **(b) Post Employment Benefits**

Contribution to Provident Fund and Superannuation Scheme are charged against revenue. Provision for Gratuity is recorded on the basis of actuarial valuation certificate, provided by the actuary.

### **(c) Other Long Term Employees Benefits**

Company's liability towards earned leave is determined by an independent actuary using Projected Unit Credit Method. Past services are recognised on a straight line basis over the average period until the benefits become vested. Actuarial gains and losses are recognised immediately in the Profit and Loss account as income or expenses. Obligation is measured at the present value of the estimated future cash flows using a discounted rate that is determined by reference to the market yields at the Balance Sheet date on Government Bonds where the currency and terms of the Government Bonds are consistent with the currency and estimated terms of the defined benefit obligation.

## **XI Segment Reporting**

### **(a) Segment Revenue and Expense**

Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprises as a whole and are not allocable to a segment on a reasonable basis have been disclosed as "Unallocable".

### **(b) Segment Assets and Liabilities**

Segment assets and segment liabilities represent assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

### **(c) Intersegment Transfers**

Segment revenue, segment expenses and segment results include transfer between business segments, such transfers are eliminated in consolidation.

### **(d) Accounting Policies**

The accounting policies consistently used in the preparation of the financial statements are also applied to item of revenue and expenditure in individual segments.

## **XII Taxation**

Tax expenses are the aggregate of current tax and deferred tax charged or credited in the statement of Profit and Loss for the year.

### **(a) Current Tax**

The current charge for Income Tax is calculated in accordance with the relevant tax regulations applicable to the Company.

### **(b) Deferred Tax**

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the year. The deferred tax charge or credit and the deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future, however where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date.

**(c) Minimum Alternate Tax (MAT)**

In case the company is liable to pay income tax u/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realisation of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

**XIII Borrowing Cost**

Borrowing cost attributable to the individual Projects have been treated as Project Cost and added to Stock in Trade. Other borrowing costs are charged to Profit and Loss account in the year in which they are incurred.

**XIV Employee Stock Option**

Employee Compensation Cost, if any, arising on account of option granted to employees is recognised in the financial statements. It is the difference between the intrinsic value and the exercise price of options.

**XV Impairment of Assets**

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the assets belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit and Loss account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

**XVI Provisions and Contingent Liabilities**

The Company creates a provision when there is a present obligation as a result of past events that probably requires an outflow of resources and reliable estimates can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognised nor disclosed.

**Note No. 23 Notes forming part of Consolidated Financial Statements****1 Principles of Consolidation**

- a The Consolidated Financial statements are based on the Audited financial statements of the subsidiaries / associates / joint venture for the period / year ended 31st March, 2012. No significant transactions have occurred after the Balance Sheet date of subsidiaries.
- b The Financial statements of the company and its subsidiaries have been combined to the extent possible on a line by line basis by adding together like items of assets, liabilities, income and expenses. All intra group balances and have been eliminated on consolidation as per Accounting Standard AS 21 "Consolidated Financial Statements".
- c The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the company's financial statements.
- d Minority interest in the net income and net assets of the consolidated financial statements are computed and shown separately.
- e In case of Associate Company, the Audited financial statements as on 31st March, 2012 have been consolidated as per Accounting Standard - AS 23 "Accounting For Investments in Associates in Consolidated Financial Statements".
- f In case of joint venture, the audited financial statements as on 31st March, 2012 have been consolidated as per accounting standard AS -27 "Financial Reporting of Interest in joint ventures" using proportionate consolidation method.

- 2 In the opinion of the Board, the current assets, loans and advances are approximately of the value stated if realised in the ordinary course of business. The provisions for all known liabilities are adequate.

(₹ in Crores)

	As At 31.03.2012	As At 31.03.2011
<b>3 Commitments and Contingent Liabilities</b>		
<b>a. Claims against the Company not acknowledged as debts in respect of</b>		
i Unsustainable income tax demand under appeal (excluding contingent interest)	31.81	6.43
ii Unsustainable and disputed service tax demand	0.23	-
<b>b. Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)</b>	14.75	3.39

- 4 Recognition of Income and Expenses for ongoing projects are based upon actual sales value and estimated costs and work completion status as certified by architects, which being a technical matter, has been relied upon by the auditors.

(₹ in Crores)

	Year Ended 31.03.2012	Year Ended 31.03.2011
<b>5 Income From Operations</b>		
<b>a Sale of Products</b>		
Realty Sales	467.38	426.35
<b>b Sale of Services</b>		
Realty Rentals	21.52	44.60
<b>c Other Operating Income</b>	43.39	30.00
	532.29	500.95

- 6 The Company has entered in partnership as an AOP named Peninsula GSG MHP Project with a party named GSG Builders and Infrastructure Private Limited with a total investment of ₹ 1.00 crores constituting 50% of the total capital of the AOP. The Profit & Loss from such AOP are shared in the ratio of 50:50. Profit of current year of ₹ 0.00 crores from the AOP is recognised, which is to the extent of our share in the said AOP.

## 7 Foreign Currency Exposure

Particulars of year end foreign currency exposure on loans denominated in foreign currency

(In Crores)

Particulars	As At 31.03.2012		As At 31.03.2011	
	Amt in USD	Amt in ₹	Amt in USD	Amt in ₹
Hedged by derivatives or otherwise *	2.40	106.52	3.76	175.00
Not hedged	3.23	143.48	-	-

\* The above foreign currency exposure is hedged by way of forward contracts.

- 8 Donation includes ₹ 0.05 Crores (Previous Year ₹ 0.07 Crores) paid to political parties. The details of the same are as under:

(₹ in Crores)

	Year Ended 31.03.2012	Year Ended 31.03.2011
Shivsena	0.03	0.02
Maharashtra Navnirman Sena	0.01	0.05
Maharashtra Navnirman Vahtuk Sena	-	0.00
Maharashtra Navnirman Kamgar Sena	-	0.00
Dakshin Mumbai Jilha Yuvak Congress	0.00	-
Republican Party of India	0.00	0.00
Rashtravadi Congress Party	-	0.00
Bharatiya Janata Party	0.00	0.00
<b>Total</b>	<b>0.05</b>	<b>0.07</b>

## 9 Employee Stock Option Scheme (ESOS)

- During the year, the Company has granted NIL (Previous Year - 75,000) Employee Stock Options to some employees of the Company.
- The company has granted stock options to employees under the Employees Stock Option Scheme at grant price of ₹ 70/- (face value ₹ 2/-)

The details of options granted, lapsed and in force at the end of the year are as under

	Current year	Previous year
Option in force at the beginning of the year (face value ₹ 2/-)	889,163	877,502
Add : Granted during the year	-	75,000
Less : Lapsed during the year	462,225	63,339
Option vested during the year	-	229,275
Option in force at the end of the year	426,938	889,163

- As the options are granted using the fair value, no compensation cost will arise.

## 10 Payment of Auditors included in Miscellaneous Expenses

(₹ in Crores)

As Auditors	Year Ended 31.03.2012	Year Ended 31.03.2011
a Statutory Audit Fees (including limited review and consolidation fees)	0.33	0.28
b Tax Audit fees	0.09	0.07
c For Certification and Other Services	0.01	0.06
d For Reimbursement of Expenses	0.01	0.00
e Service Tax on Fees and Reimbursement	0.05	0.04
	<b>0.49</b>	<b>0.45</b>

## 11 Loans and Advances to Subsidiary and Companies / Enterprises under the same Management

(₹ in Crores)

	As At 31.03.2012	As At 31.03.2011
<b>a) Companies in which any Director is a Director / Member</b>		
(i) Peninsula SA Realty Private Limited	0.04	0.00
(ii) Peninsula Townships Development Private. Limited	0.02	0.00
(iii) Ashok Piramal Mega City Development Private Limited	0.00	0.00
(iv) Ashok Piramal Mega Properties Private Limited	0.00	0.00
(v) Ashok Piramal Townships Developments Private Limited	0.00	0.00
(vi) Goldlife Mercantile Company Private Limited	0.05	0.05
(vii) Jammin Recreation Private Limited	0.00	0.00
(viii) CAMS Learning Private Limited	0.00	-
(ix) Edustar Learning Private Limited	0.00	-
(x) Bridgepoint Learning Private Limited	0.00	0.00
(xi) Piramal Land Private Limited	0.00	-
(xii) APG Infrastructure Private Limited	0.00	-
(xiii) Cromwell Tools (I) Private Limited	0.00	0.00
(xiv) Miranda Few Tools Private Limited	0.00	-
(xv) Peninsula Brookfield Trustee Private Limited	0.00	-
(xvi) Peninsula Brookfield Investment Managers Private Limited	0.07	-
(xvii) PMP Auto Components Private Limited	0.00	-
(xviii) Piramal Roads Infra Private Limited	0.00	-
(xix) Peninsula Project Management Private Limited	0.02	-
(xx) Peninsula Integrated Land Developers Private Limited	0.00	-
(xxi) Ashok Piramal Management Corporation Limited	0.14	0.09
(xxii) Morarjee Textiles Limited	0.10	0.03
(xxiii) Peninsula Football Club	0.01	-
(xxiv) Pune Football Club Limited	0.04	-
<b>Total (a)</b>	<b>0.49</b>	<b>0.18</b>

(₹ in Crores)

	As At 31.03.2012	As At 31.03.2011	Max O/s during the year	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
<b>b) Enterprises under the same Management</b>	31.03.2012	31.03.2011	-	-
(i) Peninsula GSG MHP Project - AOP (50% share)	0.42	-	0.42	-
(ii) Argento Real Estate LLP	0.00	-	0.00	-
(iii) Gorena Real Estate LLP	0.00	-	0.00	-
(iv) Maxis Real Estate LLP	0.00	-	0.00	-
(v) Nebustar Real Estate LLP	0.00	-	0.00	-
(vi) Regena Real Estate LLP	0.00	-	0.00	-
(vii) Eastgate Real Estate LLP	0.00	-	0.00	-
(viii) Westgate Real Estate Developers LLP	0.29	0.13	0.29	0.13
(ix) Peninsula Land Limited ESOP Trust	27.74	28.34	28.35	28.86
<b>Total (b)</b>	<b>28.45</b>	<b>28.47</b>		
<b>c) Joint Venture</b>				
(i) Bridgeview Real Estate Development Private Limited	34.54	-	38.50	-
<b>Total (c)</b>	<b>34.54</b>	<b>-</b>	<b>38.50</b>	<b>-</b>
<b>Grand Total (a+b+c)</b>	<b>63.48</b>	<b>28.65</b>		

	(₹ in Crores)	
	31.03.2012	31.03.2011
<b>12 Borrowing Cost</b>		
Borrowing Cost treated as project cost during the year	60.04	60.91
This includes ₹ 25.59 Crores (Previous year Nil) being the loss on translation of corresponding foreign currency borrowing as at March 31, 2012 of the ultimate holding Company in respect of their USD denominated loan.		

### 13 Employee Benefit Plans

The Company has classified various benefit plans as under:

#### a Defined Contribution Plan

The Company has recognised the following amounts in Profit and Loss Account which are included under Contributions to Funds

	(₹ in Crores)	
Particulars	Current Year	Previous Year
Employer's contribution to Provident Fund	2.90	2.12
Employer's contribution to Superannuation Fund	1.60	1.24
Employer's contribution to Employees State Insurance	0.02	0.03

#### b Defined Benefit Plan:

- i. Gratuity (Funded)
- ii. Leave Encashment (Non funded)

In terms of the Guidance on implementing the revised AS 15, issued by the Accounting Standards Board of the Institute of Chartered Accountants of India, the Gratuity Trust set up by the Company is treated as defined benefit plan since the Company has to meet the shortfall, if any. However at the year end, no shortfall remains unprovided for.

Leave encashment is payable to eligible employees who have earned leaves, during the employment and / or separation as per the Company's policy.

Valuations in respect of Gratuity and Leave Encashment, as at the Balance Sheet date, are based on the following assumptions.

#### i The disclosures of Gratuity are as under:

The Company has funded its gratuity obligation under Group Gratuity Policy managed by LIC. The disclosures stated below have been obtained from independent actuary, as the figures from LIC were not available. In view of this, certain disclosures could not be provided. The other disclosures in accordance with AS -15 (revised) pertaining to Defined Benefit Plans are given below:

	(₹ in Crores)				
Particulars	As at 31.03.2012	As at 31.03.2011	As at 31.03.20110	As at 31.03.2009	As at 31.03.2008
<b>Assumptions</b>					
Discount rate	8.50%	8%	8%	8%	8%
Salary escalation	6%	6%	6%	6%	6%

(₹ in Crores)

Particulars	As at 31.03.2012	As at 31.03.2011	As at 31.03.20110	As at 31.03.2009	As at 31.03.2008
Employee Turnover Ratio	3% at younger ages 1% at older Ages	3% at younger ages 1% at older Ages	3% at younger ages 1% at older Ages	2% at younger ages 1% at older Ages	2% at younger ages 1% at older Ages
Expected Rate of Return on Planned Assets	9.00%	9.00%	9.00%	9.00%	9.00%
Retirement Age	58 years				
<b>Changes in Present Value of Obligations</b>					
Present value of obligations as at beginning of the year	3.63	2.81	2.32	1.53	1.02
Interest cost	0.29	0.23	0.19	0.12	0.08
Current service cost	0.88	0.65	0.58	0.52	0.33
Benefits paid	(0.31)	(0.11)	(0.03)	(0.11)	(0.05)
Acturial (gain)/ loss on obligations	0.70	0.05	(0.24)	0.26	0.15
Present value of obligations as at end of the year	5.19	3.63	2.81	2.32	1.53
<b>Actuarial Gain / Loss recognised</b>					
Actuarial gain/(loss) for the year –Obligations	(0.79)	(0.05)	0.24	(0.26)	(0.15)
Actuarial gain/(loss) for the year –plan assets	(0.03)	(0.05)	-	-	-
Total gain/(loss) for the year	(0.82)	(0.10)	0.24	(0.26)	(0.15)
Actuarial gain/(loss) recognised in the year	(0.82)	(0.10)	0.24	(0.26)	(0.15)
<b>The amounts to be recognised in the Balance Sheet and</b>					
Statement of Profit & Loss					
Present value of obligations as at end of the year	5.19	3.63	2.62	2.32	1.53
Fair value of plan assets as at end of the year	2.22	1.57	0.28	-	-
Funded status	2.22	1.57	0.28	-	-
Net assets (liability) recognised in balance sheet	(2.97)	(2.06)	(2.34)	(2.32)	(1.53)
<b>Expenses recognised in Statement of Profit &amp; Loss</b>					
Current service cost	0.88	0.65	0.58	0.52	0.33
Interest cost	0.29	0.23	0.19	0.12	0.08
Expected return on plan assets	(0.16)	(0.08)	-	-	-
Net actuarial (gain)/loss recognised in the year	0.73	0.10	(0.24)	0.26	0.15
Expenses recognised in statement of profit and loss	1.74	0.89	0.52	0.90	0.55

(₹ in Crores)

Particulars	As at 31.03.2012	As at 31.03.2011	As at 31.03.20110	As at 31.03.2009	As at 31.03.2008
<b>Pattern of Investment</b>					
Central & State Government Securities	-	-	56%	71%	-
Bonds/Debentures	-	-	36%	22%	-
Equity Shares	-	-	6%	5%	-
Money Market Instrument	-	-	2%	2%	-
As per Investment policy of the insurer within IRDA Regulations	100%	100%	-	-	100%

**ii Leave Encashment (Unfunded)**

Value of liability for leave encashment has been carried out by an independent actuary, as at the Balance Sheet based on the following

(₹ in Crores)

Particulars	As at 31.03.2012	As at 31.03.2011	As at 31.03.2010	As at 31.03.2009	As at 31.03.2008
<b>Assumptions</b>					
Discount rate (per annum)	8.50%	8.50%	8%	8%	8%
Rate of increase in compensation levels	6%	6%	6%	6%	6%
Rate of return on plan assets	-	-	-	-	-
Retirement Age	58 years				
<b>Changes in present value of obligation</b>					
Present value of obligation as at 1st April 2011	1.97	1.50	0.69	0.84	0.71
Interest Cost	0.16	0.12	0.06	0.07	0.06
Current Service Cost	0.32	0.30	0.33	0.28	0.30
Contributions by plan participants	-	-	-	-	-
Curtailement Cost / (Credit)	-	-	-	-	-
Settlement Cost / (Credit)	-	-	-	-	-
Benefits Paid	(0.44)	(0.13)	(0.09)	(0.20)	(0.34)
Actuarial (Gains) / Loss	(0.48)	0.18	0.51	(0.36)	0.10
Present value of obligation as at 31st March 2012	1.52	1.97	1.50	0.63	0.84
<b>Amounts recognised in Balance Sheet</b>					
Present value of obligation as at 31st March 2012	1.52	1.97	1.50	0.63	0.84
Fair value of plan assets as at 31st March 2012	-	-	-	-	-
(Asset) / Liability recognised in the Balance Sheet	1.52	1.97	1.50	0.63	0.84
<b>Classification of Liability</b>					
Current	0.04	0.05			
Non Current	1.48	1.92			

(₹ in Crores)

Particulars	As at 31.03.2012	As at 31.03.2011	As at 31.03.2010	As at 31.03.2009	As at 31.03.2008
<b>Expenses recognised in Statement of Profit &amp; Loss</b>					
Current service cost	0.32	0.30	0.33	0.28	0.30
Past service cost	-	-	-	-	-
Interest Cost	0.16	0.12	0.06	0.07	0.06
Expected return on plan assets	-	-	-	-	-
Curtailement Cost / (Credit)	-	-	-	-	-
Settlement Cost / (Credit)	-	-	-	-	-
Net Actuarial (Gain) / Loss	(0.48)	0.18	0.51	(0.36)	0.10
Employee's Contribution	-	-	-	-	-
Total expenses recognised in Profit & Loss account	(0.00)	0.60	0.90	(0.01)	0.45

Note: As the Company does not have plan assets for leave encashment policy, disclosures pertaining to plan assets are not shown.

#### 14 List of Related Parties and Transactions during the year.

##### I Controlling Companies / Enterprise

- (i) Ashok Piramal Group Real Estate Trust
- (ii) Topstar Mercantile Private Limited (ceased wef 27th October 2010 by way of merger with Peninsula Land Limited)

##### II Associate Companies with whom the Company had transactions during the year

- (i) JM Realty Management Private Limited
- (ii) SEW Engineering (India) Private Limited
- (iii) RA Realty Ventures Private Limited
- (iv) Peninsula Integrated Land Developers Private Limited (formerly known as Peninsula Real Estate Management Services Private Limited)

##### III Companies where Key Management Personnel /their relatives exercise significant influence

- (i) Ashok Piramal Management Corporation Limited
- (ii) Freedom Registry Limited (formerly known as Amtrac Management Services Limited)
- (iii) Morarjee Textiles Limited
- (iv) Onestar Mercantile Company Private Limited
- (v) Thundercloud Technologies (India) Private Limited
- (vi) RR Mega City Builders Private Limited
- (vii) Peninsula SA Realty Private Limited
- (viii) Peninsula Townships Development Private Limited
- (ix) Delta Corp Limited
- (x) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)
- (xi) Ashok Piramal Mega City Development Private Limited
- (xii) Ashok Piramal Mega Properties Private Limited
- (xiii) Ashok Piramal Township Development Private Limited
- (xiv) Goldlife Mercantile Company Private Limited

- (xv) Jammin Recreation Private Limited
- (xvi) Pune Football Club Limited
- (xvii) Topvalue Brokers Private Limited
- (xviii) Integra, a division of Morarjee Textiles Limited (Formerly known as Integra Apparels and Textiles Limited)
- (xix) Truewin Realty Private Limited
- (xx) Topvalue Real Estate Development Limited (Formerly known as Topvalue Real Estate Development Private Limited)
- (xxi) CAMS Learning Private Limited
- (xxii) EDUSTAR Learning Private Limited
- (xxiii) Bridgepoint Learning Private Limited
- (xxiv) Rockfield Trading Private Limited
- (xxv) Red Rocket Entertainment Private Limited
- (xxvi) Piramal Land Private Limited
- (xxvii) Piramal Road Infra Private Limited
- (xxviii) Antartica Trading Company Private Limited
- (xxix) APG Infrastructure Private Limited
- (xxx) Cromwell Tools (I) Private Limited
- (xxxi) Miranda Few Tools Private Limited
- (xxxii) Miranda Ultra Tools Private Limited
- (xxxiii) Peninsula Brookfield Trustee Private Limited
- (xxxiv) Peninsula Brookfield Investment Managers Private Limited
- (xxxv) PMP Auto Components Private Limited

**IV Enterprises where Key Management Personnel /their relatives exercise significant influence**

- (i) Ashok G. Piramal Trust
- (ii) Peninsula Land Limited ESOP Trust
- (iii) Urvi Ashok Piramal Foundation

**V Enterprises over which Company exercise significant control**

- (i) Peninsula GSG MHP Project - AOP (50% share)
- (ii) Argento Real Estate LLP
- (iii) Gorena Real Estate LLP
- (iv) Maxis Real Estate LLP
- (v) Nebustar Real Estate LLP
- (vi) Regena Real Estate LLP
- (vii) Eastgate Real Estate LLP
- (viii) Westgate Real Estate Developers LLP

**VI Key Management Personnel**

- (i) Ms. Urvi A. Piramal - Executive Chairperson
- (ii) Mr. Rajeev A. Piramal- Executive Vice Chairman
- (iii) Mr. Mahesh S. Gupta - Group Managing Director
- (iv) Mr. Rajesh Jaggi - Managing Director

**VII Relatives of Key Management Personnel**

- (i) Mr. Harshvardhan A. Piramal - Son of Executive Chairperson
- (ii) Mr. Nandan A. Piramal - Son of Executive Chairperson
- (iii) Mr. Jaydev Mody - Brother of Executive Chairperson
- (iv) Ms. Sunita Gupta - Spouse of Group Managing Director
- (v) Ms. Kalpana Singhania - Sister of Executive Chairperson

(₹ in Crores)

	2011-2012	2010-2011
Details of Transactions are as Follows :		
<b>I Purchase of Investments</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) RR Mega City Builders Private Limited	-	54.87
<b>II Loan taken from</b>		
<b>a Associate Companies</b>		
(i) RA Realty Ventures Private Limited	0.43	-
<b>III Income received from</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rent from Morarjee Textiles Limited	1.45	1.23
(ii) Rent from Piramal Road Infra Private Limited	0.05	-
(iii) PMC Fees from Rockfirst Real Estate Limited	0.59	-
(iv) Debenture Interest from Rockfirst Real Estate Limited	6.28	6.28
(v) Debenture Interest from R R Mega City Builders Limited	-	4.17
<b>IV Receipt of Services from</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Freedom Registry Limited	0.06	0.04
(ii) Pune Football Club Limited -Advertisement	4.50	3.50
(iii) Piramal Road Infra Private Limited	0.47	-
<b>V Purchase from</b>		
<b>a Associate Companies</b>		
(i) SEW Engineering (India) Private Limited	13.97	32.65
<b>b Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Integra Apparels and Textiles Limited	-	0.38
<b>VI Reimbursement made to</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Ashok Piramal Management Corporation Limited	0.90	0.01
<b>VII Donation paid to</b>		
<b>a Companies/Enterprises where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Ashok G. Piramal Trust	0.60	2.07
(ii) Urvi Piramal Foundation	2.59	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>VIII</b>	<b>Loan given to</b>		
<b>a</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	39.62	261.22
(ii)	JM Realty Management Private Limited	0.00	-
<b>b</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Onestar Mercantile Company Private Limited	-	0.00
(ii)	RR Mega City Builders Private Limited	-	120.05
(iii)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	17.81	1.11
(iv)	Truwin Realty Private Limited	-	3.00
(v)	Thundercloud Technologies (India) Private Limited	0.01	0.01
(vi)	Piramal Land Private Limited	0.00	-
(vii)	APG Infrastructure Private Limited	0.00	-
(viii)	Cromwell Tools (I) Private Limited	0.00	0.00
(ix)	Miranda Few Tools Private Limited	0.00	-
(x)	Miranda Ultra Tools Private Limited	0.00	-
(xi)	Peninsula Brookfield Trustee Private Limited	0.00	-
(xii)	Peninsula Brookfield Investment Managers Private Limited	0.07	-
(xiii)	PMP Auto Components Private Limited	0.00	-
(xiv)	Piramal Road Infra Private Limited	1.05	-
<b>c</b>	<b>Enterprise over which Company exercise significant control</b>		
(i)	Peninsula GSG MHP Project - AOP (50% share)	0.42	0.11
(ii)	Argento Real Estate LLP	0.00	-
(iii)	Gorena Real Estate LLP	0.00	-
(iv)	Maxis Real Estate LLP	0.00	-
(v)	Nebustar Real Estate LLP	0.00	-
(vi)	Regena Real Estate LLP	0.00	-
(vii)	Westgate Real Estate Developers LLP	0.17	0.13
<b>d</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	66.92	-
<b>IX</b>	<b>Loan repaid by</b>		
<b>a</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	1.19	210.15
<b>b</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	2.55	5.41
(ii)	Truwin Realty Private Limited	-	3.00
(iii)	RR Mega City Builders Private Limited	-	68.57
(iv)	Thundercloud Technologies (India) Private Limited	0.01	0.01
(v)	Miranda Few Tools Private Limited	0.00	-
(vi)	Miranda Ultra Tools Private Limited	0.00	-
(vii)	PMP Auto Components Private Limited	0.00	-
(viii)	Piramal Road Infra Private Limited	1.05	-
<b>c</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	34.12	-

(₹ in Crores)

	2011-2012	2010-2011
<b>X</b>		
<b>Expenses incurred on behalf of</b>		
<b>a</b>		
<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Peninsula Townships Development Private Limited	0.00	0.00
(ii) Ashok Piramal Mega City Development Private Limited	0.00	0.00
(iii) Ashok Piramal Mega Properties Private Limited	0.00	0.00
(iv) Ashok Piramal Township Development Private Limited	0.00	0.00
(v) Topvalue Brokers Private Limited	0.00	0.00
(vi) CAMS Learning Private Limited	0.00	0.00
(vii) Edustar Learning Private Limited	0.00	0.00
(viii) Bridgepoint Learning Private Limited	-	0.00
(ix) Morarjee Textiles Limited	0.06	0.07
(x) Ashok Piramal Management Corporation Limited	0.06	0.05
(xi) Pune Football Club Limited	0.05	0.05
(xii) RR Mega City Builders Private Limited	-	0.00
(xiii) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	-	0.10
(xiv) Topvalue Real Estate Development Private Limited	-	0.28
(xv) Truewin Realty Private Limited	-	0.27
(xvi) Peninsula SA Realty Private Limited	0.00	0.00
(xvii) Onestar Mercantile Company Private Limited	0.00	-
(xviii) Jammin Recreation Private Limited	0.00	-
<b>b</b>		
<b>Associate Companies</b>		
(i) Peninsula Integrated Land Developers Private Limited	0.00	0.00
<b>XI</b>		
<b>Expenses incurred on behalf reimbursed by</b>		
<b>a</b>		
<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	-	0.10
(ii) Truewin Realty Private Limited	-	0.27
(iii) Topvalue Real Estate Development Private Limited	-	0.28
(iv) RR Mega City Builders Private Limited	-	0.00
(v) Peninsula Land Limited ESOP Trust	0.62	-
(vi) Goldlife Mercantile Company Private Limited	-	0.01
(vii) Topvalue Brokers Private Limited	-	0.00
(viii) Peninsula Townships Development Private Limited	-	0.00
(ix) CAMS Learning Private Limited	-	0.00
(x) Edustar Learning Private Limited	-	0.00
(xi) Morarjee Textiles Limited	-	0.05
(xii) Pune Football Club Limited	0.01	0.06
(xiii) Onestar Mercantile Company Private Limited	0.00	-
(xiv) Jammin Recreation Private Limited	0.00	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>b</b>	<b>Associate Companies</b>		
(i)	Peninsula Integrated Land Developers Private Limited	-	0.00
<b>XII</b>	<b>Interest Paid to</b>		
<b>a</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	0.01	-
<b>XIII</b>	<b>Interest income from</b>		
<b>a</b>	<b>Associate Companies</b>		
(i)	RA Realty Ventures Private Limited	11.95	8.51
<b>b</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Rockfirst Real Estate Limited	0.47	0.32
<b>c</b>	<b>Joint Venture</b>		
(i)	Bridgeview Real Estate Development Private Limited	1.94	-
<b>XIV</b>	<b>Remuneration to Key Management Personnel (Includes Commission)</b>		
(i)	Ms. Urvi A. Piramal	7.30	8.54
(ii)	Mr. Rajeev A. Piramal	4.36	5.16
(iii)	Mr. Mahesh S. Gupta	4.99	5.48
(iv)	Mr. Rajesh Jaggi	2.94	3.41
<b>XV</b>	<b>Dividend Paid to Key Management Personnel</b>		
(i)	Ms. Urvi A. Piramal	0.47	0.42
(ii)	Mr. Rajeev A. Piramal	0.16	0.35
(iii)	Mr. Mahesh S Gupta	0.00	0.00
(iv)	Mr. Rajesh Jaggi	0.01	0.01
<b>XVI</b>	<b>Dividend Paid to Relatives of Key Management Personnel</b>		
(i)	Mr Harshvardhan A Piramal	0.16	0.25
(ii)	Mr Nandan A Piramal	0.16	0.38
(iii)	Mr Jaydev Mody	0.00	0.00
(iv)	Ms Kalpana Singhania	0.01	0.00
(v)	Ms Sunita Gupta	0.15	0.13
<b>XVII</b>	<b>Dividend Paid to Controlling Entity</b>		
(i)	Topstar Mercantile Private Limited	-	17.53
(ii)	Ashok Piramal Group Real Estate Trust through its trustees Ms Urvi A Piramal and Mr Harshvardhan A Piramal (Equity)	25.32	3.38
(iii)	Morarjee Goculdas Spinning & Weaving Company Limited Senior ESOP Trust through its trustees Ms Urvi A Piramal and Mr Mahesh S Gupta	0.17	0.15
(iv)	Ashok Piramal Group Real Estate Trust through its trustees Ms Urvi A Piramal and Mr Harshvardhan A Piramal (Preference)	0.00	0.00
<b>XVIII</b>	<b>Sale to Company where Key Management Personnel / their relatives exercise significant influence</b>		
(i)	Delta Corp Limited	-	2.86

(₹ in Crores)

	2011-2012	2010-2011
<b>XIX Outstanding balances as at March 31,2012</b>		
<b>I Payable by Company to</b>		
<b>A For Services received</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Freedom Registry Limited	0.01	0.00
<b>B For Loan Taken</b>		
<b>a Associate Companies</b>		
(i) RA Realty Ventures Private Limited	0.44	-
<b>II Receivable by Company</b>		
<b>A Loans</b>		
<b>a Associate Companies</b>		
(i) JM Realty Management Private Limited	14.29	14.29
(ii) RA Realty Ventures Private Limited	99.30	50.11
<b>b Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Rockfirst Real Estate Limited	16.71	0.29
(ii) RR Mega City Builders Private Limited	-	51.47
(iii) Topvalue Real Estate Development Private Limited	0.34	-
(iv) Thundercloud Technologies (India) Private Limited	0.00	0.00
(v) Piramal Land Private Limited	0.00	-
(vi) APG Infrastructure Private Limited	0.00	-
(vii) Cromwell Tools (I) Private Limited	0.00	0.00
(viii) Miranda Few Tools Private Limited	0.00	-
(ix) Miranda Ultra Tools Private Limited	(0.00)	-
(x) Peninsula Brookfield Trustee Private Limited	0.00	-
(xi) Peninsula Brookfield Investment Managers Private Limited	0.07	-
(xii) PMP Auto Components Private Limited	0.00	-
(xiii) Piramal Road Infra Private Limited	0.00	-
<b>c Enterprise over which Company exercise significant control</b>		
(i) Peninsula GSG MHP Project - AOP (50% share)	0.42	-
(ii) Argento Real Estate LLP	0.00	-
(iii) Gorena Real Estate LLP	0.00	-
(iv) Maxis Real Estate LLP	0.00	-
(v) Nebustar Real Estate LLP	0.00	-
(vi) Regena Real Estate LLP	0.00	-
(vii) Eastgate Real Estate LLP	0.00	-
(viii) Westgate Real Estate Developers LLP	0.29	0.13
<b>d Joint Venture</b>		
(i) Bridgeview Real Estate Development Private Limited	34.54	-

		(₹ in Crores)	
		2011-2012	2010-2011
<b>B</b>	<b>For Reimbursement of Expenses</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Ashok Piramal Management Corporation Limited	0.14	0.08
(ii)	Morarjee Textiles Limited	0.10	0.03
(iii)	Onestar Mercantile Company Private Limited	0.00	0.00
(iv)	Peninsula SA Realty Private Limited	0.04	0.04
(v)	Peninsula Townships Development Private Limited	0.02	0.02
(vi)	Ashok Piramal Mega City Development Private Limited	0.00	0.00
(vii)	Ashok Piramal Mega Properties Private Limited	0.00	0.00
(viii)	Ashok Piramal Township Development Private Limited	0.00	0.00
(ix)	Jammin Recreation Private Limited	0.00	0.00
(x)	Pune Football Club Limited	0.04	-
(xi)	Goldlife Mercantile Company Private Limited	0.05	0.05
(xii)	CAMS Learning Private Limited	0.00	-
(xiii)	EDUSTAR Learning Private Limited	0.00	-
(xiv)	Bridgepoint Learning Private Limited	0.00	-
<b>b</b>	<b>Associate Companies</b>		
(i)	Peninsula Integrated Land Developers Private Limited	0.00	-
<b>C</b>	<b>Towards Sales/Services</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	Morarjee Textiles Limited	0.13	0.01
(ii)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	0.53	-
(iii)	Piramal Road Infra Private Limited	0.05	-
(iv)	Delta Corp Limited	0.22	0.22
<b>D</b>	<b>Towards Advance against services/supplies</b>		
<b>a</b>	<b>Associate Companies</b>		
(i)	SEW Engineering (India) Private Limited	1.48	0.60
<b>E</b>	<b>Towards Debentures and Accrued Interest</b>		
<b>a</b>	<b>Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i)	RR Mega City Builders Private Limited	-	58.63
(ii)	Rockfirst Real Estate Limited (formerly known as Rockfirst Real Estate Private Limited)	54.62	48.96

(₹ in Crores)

	2011-2012	2010-2011
<b>XX Resources/Premises sharing with related parties</b>		
<b>Transactions involving resource/premise sharing with undermentioned related parties which are for non monetary consideration</b>		
<b>a Companies where Key Management Personnel /their relatives exercise significant influence</b>		
(i) Ashok Piramal Management Corporation Limited	-	-
(ii) Onestar Mercantile Company Private Limited	-	-
(iii) Thundercloud Technologies (India) Private Limited	-	-
(iv) RR Mega City Builders Private Limited	-	-
(v) Peninsula SA Realty Private Limited	-	-
(vi) Peninsula Townships Development Private Limited	-	-
(vii) Rockfirst Real Estate Limited	-	-
(viii) Ashok Piramal Mega City Development Private Limited	-	-
(ix) Ashok Piramal Mega Properties Private Limited	-	-
(x) Ashok Piramal Township Development Private Limited	-	-
(xi) Goldlife Mercantile Company Private Limited	-	-
(xii) Jammin Recreation Private Limited	-	-
(xiii) Pune Football Club Limited	-	-
(xiv) Topvalue Brokers Private Limited	-	-
(xv) Truewin Realty Private Limited	-	-
(xvi) Topvalue Real Estate Development Private Limited	-	-
(xvii) Peninsula Mega City Development Private Limited	-	-
(xviii) CAMS Learning Private Limited	-	-
(xix) EDUSTAR Learning Private Limited	-	-
(xx) Bridgepoint Learning Private Limited	-	-
<b>b Enterprises over which Company exercise significant control</b>		
(i) Peninsula GSG MHP Project - AOP (50% share)	-	-
(ii) Argento Real Estate LLP	-	-
(iii) Gorena Real Estate LLP	-	-
(iv) Maxis Real Estate LLP	-	-
(v) Nebustar Real Estate LLP	-	-
(vi) Regena Real Estate LLP	-	-
(vii) Eastgate Real Estate LLP	-	-
<b>c Associate Companies</b>		
(i) Peninsula Integrated Land Developers Private Limited	-	-

## 15 Leases

### a Assets taken on Operating Lease

Future minimum lease payments under non - cancellable operating lease are as under: (₹ in Crores)

	As At 31.03.2012	As At 31.03.2011
Not later than One Year	1.24	1.05
Later than One Year and not later than five years	1.69	1.93
Later than five years	-	-
<b>Total</b>	<b>2.93</b>	<b>2.98</b>

Total lease rental cost recognised in the financial statement is ₹ 1.31 Crores [Previous Year ₹ 1.57 Crores]. This rental cost is inclusive of service tax.

General Terms of Lease Rentals:

- Lease Rentals are charged on the basis of agreed terms.
- Assets are taken on lease over a period of 4 to 5 years.

### b Assets given on Operating Lease

Future minimum lease income under operating lease are as under: (₹ in Crores)

	As At 31.03.2012	As At 31.03.2011
Not later than One Year	24.46	22.21
Later than One Year and not later than five years	3.03	0.65
Later than five years	-	-
	<b>27.49</b>	<b>22.87</b>

Total lease rental income recognised in the financial statement is ₹ 25.89 Crores [Previous Year ₹ 44.60 Crores].

General Terms of Lease Rentals:

- Lease Rentals are charged on the basis of agreed terms.
- Assets are given on lease for a period upto 12 months.
- The lease agreements can be renewed on mutually agreed terms with the lessee.

## 16 Major components of deferred tax assets and liabilities are:

(₹ in Crores)

	As at 31.03.2012	As at 31.03.2011
Opening Deferred Tax liability	8.97	8.31
Add: Difference between book WDV and WDV as per Income Tax Act 1961	0.14	0.39
Add: Short Term & Long Term Capital Loss Set Off	-	-
Less: VRS unamortised	(0.04)	(0.02)
Less: Deferred tax asset as per Section 43B	(0.09)	2.77
Add: Business Loss	0.09	0.52
Closing Deferred tax liability	9.33	8.97

## 17 Earnings Per Share (EPS)

In determining earnings per share, the Company considers the net profit after tax and includes the post tax effect of any extra - ordinary / exceptional items. The number of shares in computing basic earnings per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted

earnings per share comprises weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair price (ie the average market value of outstanding shares). Statement showing the computation of EPS is as under:

(₹ in Crores)

	2011-2012	2010-2011
a Profit after tax before extraordinary items	151.44	194.28
Less: Preference Share Dividend and Dividend Distribution tax thereon	0.00	0.00
	151.44	194.28
b Profit after tax after extraordinary items	151.44	194.28
Less: Preference Share Dividend and Dividend Distribution tax thereon	0.00	0.00
	151.44	194.28
c Weighted Average Number of Shares		
Basic	279,201,220	279,201,220
Diluted	279,201,220	279,201,220
d Basic EPS (₹) (After Extraordinary & Prior Period Items)	5.43	6.96
e Basic EPS (₹) (Before Extraordinary & Prior Period Items)	5.43	6.96
f Diluted EPS (₹) (After Extraordinary & Prior Period Items)	5.43	6.96
g Diluted EPS (₹) (Before Extraordinary & Prior Period Items)	5.43	6.96
h Face value of share in ₹	2	2

#### 18 The Micro, Small and Medium Enterprises Development Act, 2006

Company has sent letters to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Development Act 2006 as well as they have filed required memorandum with the prescribed authorities. Out of the letters sent to the parties, some confirmations have been received till the date of finalisation of Balance Sheet. Based on the confirmations received, the details of outstandings are as under:

(₹ in Crores)

	As at 31.03.2012	As at 31.03.2011
The principal amount remaining unpaid at the end of the year	0.13	0.01
The interest amount remaining unpaid at the end of the year	-	-
The balance of MSMED parties as at 31/03/2012	0.13	0.01

#### 19 The details of cost of Realty Sales and Work in Progress (Realty Stock) are as under:

(₹ in Crores)

	2011-2012	2010-2011
Realty Costs incurred during the year		
Land Acquisition costs	252.95	44.33
Material Costs	46.06	47.89
Other Development Expenses	168.52	197.95
Interest Expense	60.04	60.91
Statutory Fees	2.81	12.20
Allocated Expenses	26.65	14.05
Realty costs from subsidiary acquired during the year	48.67	-
<b>Total Realty Costs for the year</b>	<b>(A) 605.70</b>	<b>377.33</b>

	(₹ in Crores)	
	2011-2012	2010-2011
<b>Changes in Inventory :</b>		
<b>Opening Inventory :</b>		
Finished Realty stock	1.05	11.53
Work in Progress	732.53	545.60
<b>Sub-total (i)</b>	733.58	557.13
<b>Closing Inventory :</b>		
Finished Realty stock	4.91	1.05
Work in Progress	1,096.63	732.53
<b>Sub-total (ii)</b>	1,101.54	733.58
<b>(Increase) / Decrease in Inventory</b>	<b>(B) = (i-ii)</b>	<b>(176.45)</b>
<b>Costs capitalised / Transferred to P&amp;L</b>	<b>(C)</b>	<b>(0.49)</b>
<b>Cost of Realty Sales (Revenue Recognised)</b>	<b>(A+B+C)</b>	<b>200.39</b>

## 20 Details of Subsidiary, Associates and Other Entities

	Country of Incorporation	% of Voting power as on 31.03.2012	% of Voting power as on 31.03.2011
<b>a Subsidiaries</b>			
Peninsula Holdings & Investments Private Limited	India	100%	100%
Renato Finance & Investments Private Limited	India	100%	100%
Peninsula Mega Properties Private Limited	India	100%	100%
Peninsula Crossroads Private Limited	India	100%	100%
<b>Other Entities</b>			
Peninsula GSG MHP Project (AOP)	India	50%	50%
<b>Step Down Other Entities</b>			
Argento Real Estate LLP	India	99%	-
Gorena Real Estate LLP	India	99%	-
Maxis Real Estate LLP	India	99%	-
Nebustar Real Estate LLP	India	99%	-
Regena Real Estate LLP	India	99%	-
Eastgate Real Estate LLP	India	99%	-
Westgate Real Estate Developers LLP	India	85%	85%
<b>b Step Down Subsidiaries</b>			
City Parks Private Limited	India	100%	100%
Inox Mercantile Company Private Limited	India	100%	100%
Peninsula Facility Management Services Limited	India	100%	100%
Peninsula Investment Management Company Limited	India	75%	75%
Peninsula Mega Township Developers Private Limited	India	100%	100%
Peninsula Pharma Research Centre Private Limited	India	100%	100%
Peninsula Trustee Limited	India	70%	70%
Planetview Mercantile Company Private Limited	India	100%	100%

	Country of Incorporation	% of Voting power as on 31.03.2012	% of Voting power as on 31.03.2011
RR Mega Property Developers Private Limited	India	100%	100%
RR Real Estate Development Private Limited	India	100%	100%
Takenow Property Developers Private Limited	India	100%	100%
Goodtime Real Estate Development Private Limited	India	100%	100%
Peninsula Mega City Development Private Limited	India	100%	100%
Peninsula Real Estate Management Private Limited	India	100%	100%
Flaxo Real Estate Private Limited	India	100%	-
Hem Infrastructure and Property Developers Private Limited	India	51%	-
Pavurotti Finance and Investments Private Limited	India	56%	-
Wismore Real Estate Private Limited	India	100%	-
<b>c Associates</b>			
JM Realty Management Private Limited.	India	50%	50%
SEW Engineering (India) Private Limited.	India	26%	26%
RA Realty Ventures Private Limited	India	40%	40%
Peninsula Integrated Land Developers Private Limited (PY 100% Subsidiary)	India	50%	100%
<b>d Joint Venture</b>			
Bridgeview Real Estate Development Private Limited	India	50%	-

## 21 Schedule of Investment in Associates

Current Year

Name of Associate	Original Cost of Investment	Goodwill/ (Capital Reserve) included in the original cost of Investments	Dividend	Investors Share in accumulated Profits/ Losses	Carrying Value
JM Realty Management Private Limited ( Principal Activity - Real Estate.) Owner ship Interest & Voting power - 50%	0.00	0.00			0.00
SEW Engineering (India) Private Limited. ( Principal Activity - Electrical Contracts.) Owner ship Interest & Voting power - 26%	6.54	4.53	0.49	8.33	9.84
Peninsula Integrated Land Developers Private Limited (Principal Activity - Real Estate, Ownership Interest & Voting Power 50%) (PY 100% Voting Power and Step down subsidiary)	0.25	0.00	-	(0.03)	0.21
RA Realty Ventures Private Limited (Principal Activity - Real Estate Ownership Interest & Voting Power 40%)	0.40	-	-	(0.04)	0.36
	7.19	4.54	0.49	8.25	10.41

Investments in associates include goodwill of ₹ 4.54 Crores (Previous Year ₹ 8.44 Crores) in respect of associate companies.

Previous Year

Name of Associate	Original Cost of Investment	Goodwill/ (Capital Reserve) included in the original cost of Investments	Dividend	Investors Share in accumulated Profits/ Losses	Carrying Value
JM Realty Management Private Limited ( Principal Activity - Real Estate.) Owner ship Interest & Voting power - 50%	0.00	0.00	-	(0.00)	0.00
SEW Engineering (India) Private Limited. ( Principal Activity - Electrical Contracts.) Owner ship Interest & Voting power - 26%	6.54	4.53	0.47	8.54	10.07
L & T Crossroads Private Ltd* (Principal Activity - Real Estate Ownership Interest)	12.00	3.91		7.39	15.49
RA Realty Ventures Private Limited (Acquired during the year) (Principal Activity - Real Estate Ownership Interest & Voting Power 40%)	0.40	-	-	(0.01)	0.39
	18.94	8.44	0.47	15.92	25.95

## 22 Segment Information

In accordance with AS-17, Segment Revenue, Segment results and other information are as under:

(₹ in Crores)

Particulars	Realty		Other Income		Unallocable		Eliminations		Total	
	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
Segment Revenue										
External Turnover	497.66	478.90	34.63	22.05	-	-	-	-	532.29	500.95
Inter Segment Turnover			1.07	1.41			(1.07)	(1.41)		-
Gross Turnover	497.66	478.90	35.70	23.46			(1.07)	(1.41)	532.29	500.95
Net Turnover	497.66	478.90	35.70	23.46			(1.07)	(1.41)	532.29	500.95
Expenditure	313.31	278.41	33.48	22.89	14.19	11.65	(1.07)	(1.41)	359.91	311.54
Segment Result Before Interest and Taxes	184.35	200.49	2.22	0.57	(14.17)	(11.65)			172.40	189.41
Interest and Taxes										
Interest Expense					163.26	24.29	(28.53)		134.73	24.29
Interest Income					162.67	68.79	(28.53)		134.14	68.79
Dividend Income					5.11	11.67	(0.49)	(0.30)	4.62	11.37
Other Income					2.12	3.43		-	2.12	3.43
Profit before tax	184.35	200.49	2.22	0.57	(7.55)	47.95	(0.49)	(0.30)	178.53	248.71

(₹ in Crores)

Particulars	Realty		Other Income		Unallocable		Eliminations		Total	
	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
Current tax					37.75	59.57			37.75	59.57
Deferred tax					0.36	(0.13)			0.36	(0.13)
MAT Credit Entitlement					(11.08)	(1.74)			(11.08)	(1.74)
Profit after tax before extraordinary items	184.35	200.49	2.22	0.57	(34.57)	(9.75)	(0.49)	(0.30)	151.50	191.01
Add: Share of Associates					0.23	4.02			0.23	4.02
Less: Minority Interest					0.23	(0.28)			0.23	(0.28)
Net Profit after tax before extraordinary items and prior period items	184.35	200.49	2.22	0.57	(34.57)	(6.01)	(0.49)	(0.30)	151.50	194.76
Extraordinary Expenses						0.00			-	
Prior Period Expense						0.45			-	0.45
Reversal of Excess Tax Provision of Earlier's Year's					0.06	(0.00)			0.06	(0.00)
Profit after tax after extraordinary items	184.35	200.49	2.22	0.57	(34.04)	(6.46)	(0.49)	(0.30)	151.44	194.30
Other Information										
Segment Assets	2,803.12	2344.10	46.24	18.70	408.81	219.72			3,258.17	2,582.52
Segment Liabilities										1,184.67
Borrowings	1,313.41	944.13	-	0.04	-	-			1,313.41	944.17
Trade Liabilities	270.38	122.51	8.74	5.22	152.11	112.76			431.23	240.50
Capital Expenditure	13.35	17.95	-	0.00	4.48	1.10			17.83	19.05
Depreciation/ amortization	5.41	4.74	0.11	0.13	-	-			5.52	4.87
Non cash expenses other than Depreciation									-	0.67

**23** Pursuant to a Scheme of Amalgamation ("the Scheme") under Sections 391 to 394 read with Section 100 to 103 of the Companies Act, 1956, sanctioned by the Honorable Bombay High Court vide Order dated 29th April, 2011 and filed with the Registrar of Companies (RoC) on 17th May, 2011 (Effective Date), Topstar Mercantile Private Limited ('TMPL') has been amalgamated with the Company with effect from the Appointed Date of 27th October, 2010. Accordingly, all the assets and liabilities as appearing in the books of TMPL as on the Appointed Date have been recorded by the Company at the respective book values under the purchase method in line with Indian Accounting Standard AS-14. The equity shares held by TMPL in the Company have been cancelled and the Company has issued and allotted an equivalent number of equity shares (i.e. 11, 68, 82,052 equity shares of ₹ 2 each) to the shareholders of TMPL as on the Effective Date. As provided in the said Scheme, the difference in the net value of assets and liabilities of TMPL transferred to the Company, of ₹ 6.65 crores, has been adjusted towards expenses incurred in relation to the amalgamation. There is no adverse impact of the Scheme on the financial position or operating results of the Company.

- 24** As notified by Ministry of Corporate Affairs, Revised Schedule VI under the Companies Act, 1956 is applicable to the Financial Statements for the financial year commencing on or after 1st April, 2011. Accordingly, the financial statements for the year ended March 31, 2012 are prepared in accordance with the Revised Schedule VI. The amounts and disclosures included in the financial statements of the previous year have been reclassified to conform to the requirements of Revised Schedule VI."
- 25** The net worth of the subsidiary Peninsula Facility Management Services Limited (PFMSL) has turned positive in current year as compared to previous year, due to infusion of equity by the parent company. Moreover, PFMSL has posted profits in the current year and its operations confer significant strategic advantages and value addition to the core real estate business of the Company. The management is also pursuing viable business development plans to sustain this turnaround and further improve the profitability of PFMSL. In view of this, no provision is made in the accounts towards impairment of Goodwill arising on account of the pre-acquisition losses of ₹ 6.96 crores.
- 26** The figures have been rounded off to two decimals in crores.

Signatures to Schedules 1 to 21

For and on behalf of the Board of Directors

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

## Cash flow statements for the year ended 31st March 2012

(₹ in Crores)

	2011-2012	2010-2011
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit before Tax	178.53	248.71
<b>Adjustments for :</b>		
<b>Add :</b>		
Depreciation	5.52	4.87
Adjustment on consolidation	0.11	-
Loss on sale of Long Term Investments	-	0.18
Interest expenses	134.73	24.29
(Profit)/Loss on sale of assets	-	-
	140.36	29.33
<b>Less:</b>		
Dividend Income	4.62	11.37
Profit on Sale of Investments	-	2.92
Profit on sale of assets	1.66	0.15
Prior Period Expenses	-	0.45
Interest Income	134.14	68.79
	140.42	83.68
Operating profit before working capital changes	178.47	194.36
<b>Adjustments for :</b>		
<b>Less:</b>		
(Incease)/Decrease in Trade Receivables	(136.47)	48.95
(Incease)/Decrease in Inventories	(92.62)	(176.44)
(Incease)/Decrease in Loans & Advances (Long term)	(270.61)	91.59
(Incease)/Decrease in Loans & Advances (Short term)	3.62	(203.37)
(Incease)/Decrease in Other current Assets	(1.96)	0.16
Increase/(Decrease) in Trade Payables	3.04	14.44
Increase/(Decrease) in Long Term Provision	0.68	(0.38)
Increase/(Decrease) in Other Current Liabilities	93.62	20.73
Increase/(Decrease) in Short term provision	(0.25)	0.60
	(400.95)	(203.73)
Cash Generated from Operations	(222.48)	(9.37)
Less : Direct Tax paid net of Tax Refund	(40.23)	(62.12)
Net cash flow from Operating Activities	(262.71)	(71.49)
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Addition to Fixed Assets	(25.68)	(10.13)
Sale of Fixed Assets	1.94	0.36
Purchase of Associates	(0.24)	(0.40)
Sale of Investments in Subsidiary	-	13.19
Purchase of additional stake in Subsidiary (Net of Cash Accruals)	-	0.21
Refund of Share Application Money	-	9.04
Investments in Equity Instruments-Others	(8.07)	-

	(₹ in Crores)	
	2011-2012	2010-2011
Investments in Preference Shares	(5.00)	(50.71)
Investments in Equity Instruments of Subsidiaries Companies ( Net of cash Accruals )	(65.33)	-
Investments in Preference shares of Subsidiaries Company	(10.44)	-
Share Application Money	-	(20.00)
Investments in Debentures	(12.77)	(250.38)
Investments in Equity Shares	-	(0.12)
Purchase of Investments in Mutual Fund	(9.80)	(2.93)
Refund of advance to Employee's ESOP Trust	0.60	
Contribution in LLP	(0.06)	-
Contribution of Minority in Firm/Association of Person	4.52	1.00
Investments in Fixed Deposit	92.92	14.05
Loans & Advances	72.02	(196.80)
Dividend Income	5.11	11.67
Interest Received	84.24	30.39
Net cashflow from Investing Activities	123.95	(451.55)
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Dividend Paid	(47.20)	(41.46)
Dividend Tax Paid	(7.70)	(6.96)
Interest paid	(136.19)	(21.62)
Proceeds from Borrowings ( Short Term Borrowings)	35.53	-
Proceeds from Borrowings	539.16	798.04
Repayment of Borrowings	(296.95)	(320.44)
<b>Net cashflow from Financing Activities</b>	86.65	407.56
Net Increase in Cash and Cash Equivalents (A+B+C)	(52.10)	(115.48)
<b>Cash and cash Equivalent at the Beginning of the year</b>	329.76	445.24
Balances with Banks in Current Account	95.98	90.99
Balance with Banks in Deposit Account	179.50	233.78
Cash on Hand	0.31	0.28
Unpaid Dividend	1.44	1.18
Balance in Deposit Account as Margin money	0.43	3.53
<b>Cash and Cash Equivalents at the end of the year</b>	277.66	329.76

As per our attached report of even date. For and on behalf of the Board of Directors

**For Haribhakti & Co.**  
Chartered Accountants

**Urvi A. Piramal**  
Chairperson

**Rajeev A. Piramal**  
Executive Vice Chairman

**Mahesh S. Gupta**  
Group Managing Director

**Chetan Desai**  
Partner

**Bhavna Doshi**  
Director

**C.M. Hattangdi**  
Director

**Deepak Summanwar**  
Director

Mumbai : 17<sup>th</sup> May, 2012

**Amitabha Ghosh**  
Director

**Pradeep Pasari**  
Head - Group Legal,  
Taxation & Company Secretary

**Bharat Sanghavi**  
Chief Financial Officer

# Notice

Notice is hereby given that the 140<sup>th</sup> Annual General Meeting (AGM) of the members of Peninsula Land Limited will be held at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Churchgate, Mumbai 400 020 on Thursday, the 16<sup>th</sup> day of August, 2012 at 3.30 p.m. to transact the following business :

## Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2012 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To declare dividend on preference and equity shares of the Company.
3. To appoint a Director in place of Mr. Jaydev Mody, who retires by rotation and is eligible for re-appointment.
4. To appoint a Director in place of Mr. C. M Hattangdi, who retires by rotation and is eligible for re-appointment.
5. To appoint a Director in place of Mr. Sudhindar Khanna, who retires by rotation and is eligible for re-appointment.
6. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.
4. Section 109A of the Companies Act, 1956 permits nomination by shareholders of the Company in prescribed Form No. 2B. Shareholders are requested to avail this facility. The duly filled in and signed Form No. 2B should be sent to the Share Transfer Agent of the Company at their Nashik address.
5. In order to render better and efficient services, we request you to consolidate the multiple folios which are in the same names and in identical order. Consolidation of folios does not amount to transfer of shares and therefore no stamp duty or other expenses are payable by you. In case you decide to consolidate your folios, you are requested to forward your share certificates to the Share Transfer Agent of the Company at their Nashik address.
6. To ensure against misappropriation of dividend warrants to be mailed to you, members holding shares in physical form who have not sent their bank details are requested to provide their bank account number, name and address of the bank branch to the Company's Share Transfer Agent for incorporating the same on the dividend warrants.

## NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 9<sup>th</sup> August, 2012 to Thursday, 16<sup>th</sup> August, 2012 (both days inclusive).
3. Payment of Dividend as recommended by the Board of Directors, if approved at the meeting, will be made on or after 17<sup>th</sup> August, 2012 to those members whose names appear on the Company's Register of Members on Wednesday, 8<sup>th</sup> August, 2012 for shares held in physical form and in respect of shares held in electronic form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories for this purpose as on Wednesday, 8<sup>th</sup> August, 2012. After dispatch of dividend warrants, any request for change in the bank account will not be entertained by the Company or its Share Transfer Agent.
7. Members whose shareholding is in electronic mode are requested to inform change of address and updates of bank account details to their respective depository participants. Members are requested to utilize Electronic Clearing Service (ECS) for receiving dividends.
8. Members holding shares in physical form are requested to immediately intimate to the Company / Share Transfer Agent, changes, if any, in their registered addresses alongwith the pin code number. Members holding shares in dematerialized mode are requested to forward intimation for change of address, if any, to their respective Depository Participants.
9. The Ministry of Corporate Affairs ("MCA") has, taken a Green initiative in Corporate Governance by allowing

Paperless Compliances by the Companies for legal validity of compliances under the Companies Act, 1956 through Electronic Mode.

Henceforth, service of documents through electronic mode would be deemed to be an accepted mode of service in accordance with Section 53 of the Companies Act, 1956, provided the Company has obtained the email address of its members for sending the notice/documents, etc. through e-mode.

The Company therefore requests its shareholders to register their e-mail address and changes therein from time to time with its Share Transfer Agent, so as to carry out this Green Drive of MCA.

10. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company Secretary, at the Company's Registered Office. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.
11. Trading in the Company's shares through Stock Exchanges is permitted only in dematerialized / electronic form. The equity shares of the Company have been inducted in both National Securities Depository Limited and Central Depository Services (India) Limited to enable members to hold and trade the securities in dematerialized / electronic form. In view of the numerous advantages offered by the Depository System, members holding shares of the

Company in physical form are requested to avail of the facility of dematerialization.

12. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.
13. Brief resume of all the Directors seeking re-appointment and other details as stipulated under Clause 49 of the Listing Agreement, are provided in the Annexure to the Notice.
14. Queries on accounts of the Company, if any, may be sent to the Company atleast 7 days in advance of the meeting so as to enable the management to keep the information ready at the meeting.

By Order of the Board

**Pradeep Pasari**

Head - Group Legal,  
Taxation & Company Secretary

**Registered Office :**

Peninsula Spenta,  
Mathuradas Mills Compound,  
Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013.

Mumbai : 17<sup>th</sup> May, 2012

**Additional information on directors recommended for re-appointment at the forthcoming Annual General Meeting (in pursuance of Clause 49 of the Listing Agreement)**

**Mr. Jaydev Mody**

**Date of Birth**

9<sup>th</sup> June, 1955

**Date of Appointment**

23<sup>rd</sup> January, 2002

**Qualification**

Mr. Jaydev Mody is a Graduate in Arts from the University of Bombay.

**Profile and Expertise**

Mr. Jaydev Mody, 57 years of age, is a well known businessman and has been in business for more than 35 years. He has over 25 years of experience in the field of real estate development and has played a key role in building and developing Crossroads, one of the first shopping malls of international standards in India. A graduate in Arts from Mumbai University, Mr. Mody has been instrumental in the development of several large residential complexes, office complexes and retail destinations in and around Mumbai. He has been responsible for developing Ashok Towers, Ashok Gardens, Peninsula I.T. Park and other landmark projects of global standard.

**Shareholding in the Company**

Mr. Jaydev Mody holds 28,170 equity shares of the Company.

**Directorship and committee memberships (excluding Peninsula Land Limited)**

**Directorships**

Alibagh Farming and Agriculturist Company Private Limited

Arrow Textiles Limited

Ashok Piramal Management Corporation Limited

Bayside Property Developers Private Limited

Cromwell Tools (India) Private Limited

Crossroads Shoppertainment Private Limited

Delta Corp Limited (formerly known as Arrow Webtex Limited)

Delta Magnets Limited (formerly known as G. P. Electronics Limited)

Delta Real Estate Consultancy Private Limited

Freedom Aviation Private Limited

Highland Resorts Private Limited

Highpoint Agro Star Private Limited

J M Livestock Private Limited

Peninsula Crossroads Private Limited

Peninsula Investment Management Company Limited

Peninsula Pharma Research Centre Private Limited

Peninsula SA Realty Private Limited

Peninsula Townships Development Private Limited

Piramyd Retail and Merchandising Private Limited

Providence Educational Academy Private Limited

MMG India Private Limited

Royal Western India Turf Club India Limited

Aryanish Finance and Investment Private Limited

Elixir Infotech Private Limited

Goodluck Renewable Energy Resources Private Limited

Royal Touch Real Estate Private Limited

**Chairman of Board Committees**

Arrow Textiles Limited - Shareholders' / Investors' Grievance Committee

Delta Corp Limited - Shareholders' / Investors' Grievance Committee

Delta Magnets Limited – Shareholders' / Investors' Grievance Committee

**Member of Board Committees**

None

**Mr. C M Hattangdi**

**Date of Birth**

20<sup>th</sup> July, 1930

**Date of Appointment**

26<sup>th</sup> February, 1993

**Qualification**

Mr. C. M. Hattangdi has completed his graduation from Bombay University with Chemistry and Physics as his major.

**Profile and Expertise**

Mr. C. M. Hattangdi started his career with Pfizer India Limited and rose to position of Marketing Director of pharmaceuticals and agricultural business in India and Vice President – Agricultural business in Phillipines. He joined Parke Davis as Chairman and Managing Director from 1977 to 1988. He joined in 1988 Nicholas Laboratories India Limited (now Piramal Healthcare Limited) as Managing Director and continued till June 1998. He was inducted on the Board of the Company in February, 1993.

**Shareholding in the company**

Mr. C. M. Hattangdi holds 500 equity shares of the Company.

**Directorship and committee memberships (excluding Peninsula Land Limited)****Directorships**

The Swastik Safe Deposit and Investments Limited

**Chairman of Board Committees**

None

**Member of Board Committees**

None

**Mr. Sudhindar Khanna****Date of Birth**

19<sup>th</sup> January, 1953

**Date of Appointment**

31<sup>st</sup> January, 2008

**Qualification**

Mr. Sudhindar Khanna is a Chartered Accountant from the Institute of Chartered Accountants of England and Wales (after being placed first in the UK Financial exams and 3<sup>rd</sup> in the Intermediate exams/Best paper in Law) and received a First Class Bachelor in Economics from St. Stephens College, New Delhi.

**Profile and Expertise**

Mr. Sudhindar Khanna, Non-Executive Independent Director of the Company is 59 years of age. Mr. Khanna is a Chartered Accountant from the Institute of Chartered Accountants of England and Wales (after being placed first in the UK Financial exams and 3<sup>rd</sup> in the Intermediate exams/Best paper in Law) and received a First Class Bachelor in Economics from St. Stephens College, New Delhi. Mr. Khanna joined Accenture, London in the year 1977 and spent the next ten years working for major public sector clients and almost all major banks and insurance companies in the UK. He was admitted to the partnership in 1986.

Mr. Khanna was responsible for the start of Accenture offshore IT and BPO in India, which has since grown to over 60,000 people. Mr. Khanna possesses wide experience in advising clients in strategy, re-engineering and technology across a range of industries at the Chairman / CEO level in approximately 20 countries. Mr. Khanna retired from Accenture after 30 years of service. His last position in Accenture was that of Global Managing Partner, based in London.

Mr. Khanna speaks at a variety of global conferences and interacts with the media globally. He serves on the boards of United Spirits, HCL Technologies and HSBC Insurance. Mr. Khanna is currently Chairman and Managing Director of IEP Fund Advisors Private Limited, a private equity fund with offices in Mumbai, New York and Mauritius.

**Shareholding in the company**

Mr. Sudhindar Khanna does not hold any equity shares of the Company.

**Directorship and committee memberships (excluding Peninsula Land Limited)****Directorships**

Blue Star Design and Engineering Limited

Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited

Facet Construction Engineering Private Limited

Navbharat Achieve Express Private Limited

United Spirits Limited

HCL Technologies Limited

**Chairman of Board Committees**

None

**Member of Board Committees**

None



# Corporate Information

## Board of Directors

Ms. Urvi A. Piramal  
(Executive Chairperson)

Mr. Rajeev A. Piramal  
(Executive Vice Chairman)

Mr. Mahesh S. Gupta  
(Group Managing Director)

Mr. Rajesh Jaggi  
(Managing Director)

Mr. Jaydev Mody

Mr. Amitabha Ghosh

Ms. Bhavna Doshi

Mr. C. M. Hattangdi

Mr. D.M. Popat

Lt. Gen. Deepak Summanwar

Mr. Sudhindar Khanna

## Group CFO

Mr. Pramod Akhramka

## CFO

Mr. Bharat Sanghavi

## Head - Group Legal, Taxation & Company Secretary

Mr. Pradeep Pasari

## Auditors

M/s. Haribhakti & Co.  
Chartered Accountants

## Bankers / Financial Institutions

Allahabad Bank  
HDFC Bank Limited  
HDFC Limited  
Standard Chartered Bank  
Kotak Mahindra Bank Limited  
ICICI Bank Limited  
Yes Bank Limited  
State Bank of India  
Deutsche Bank

## Registered Office

Peninsula Spenta  
Mathuradas Mills Compound  
Senapati Bapat Marg  
Lower Parel, Mumbai 400 013



Peninsula Spenta  
Mathuradas Mills Compound  
Senapati Bapat Marg  
Lower Parel, Mumbai 400 013  
Tel.: +91 22 66229300  
[www.peninsula.co.in](http://www.peninsula.co.in)