

PRIYA CONSTRUCTIONS PRIVATE LIMITED

ANNUAL AUDITED ACCOUNTS

FOR THE YEAR ENDED 31st MARCH, 2012

M. A. PARIKH & CO.

Chartered Accountants
Yusuf Building, 2nd Floor,
Mahatma Gandhi Road,
Fort, Mumbai – 400 001.

Tel No.: 22041018 *22043850 *22029187
Fax: 22874524 *Email : maparikh@eth.net

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NOTICE

NOTICE is hereby given that the Twenty Sixth Annual General Meeting of the Members of Priya Constructions Private Limited will be held on Saturday, 1st September, 2012 at 4.00 p.m at the Registered Office of the Company at DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063 to transact the following business:

A G E N D A

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2012, the Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint Director in place of Mr. Ishaq Balwa, who retires by rotation and being eligible offers himself for re-appointment.
3. To re-appoint the Statutory Auditors and to fix their remuneration.

“RESOLVED THAT M/s. M. A. Parikh & Company, Chartered Accountants, (Regn.No. 107556W) the retiring Auditors of the Company, who are not disqualified to act as Auditors of the Company u/s 224(1B) of the Companies Act, 1956, be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board of Directors in consultation with the said auditors plus reimbursement of out of pocket expenses, if any, to be incurred by them in connection with the said audit exclusive of other fees payable for other services, if any, to be rendered by them.”

**By order of the Board of Directors
For Priya Constructions Private Limited**



**(N. P. Bajaj)
Director**

**Mumbai,
Date : 16-05-2012**

- NOTES:**
- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT A MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS HIS PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
 - 2) THE INSTRUMENT OF PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

PRIYA CONSTRUCTIONS PVT. LTD.

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DIRECTORS' REPORT

To,
The Members
Priya Constructions Private Limited

Your Directors are pleased to present the Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report for the financial year ended 31st March, 2012

NATURE OF OPERATION

The Company had executed a Memorandum of Understanding (MOU) with D B Realty Ltd., whereby it has agreed to grant development rights in respect of the unutilized development potential on the building constructed by it known as "Turf Estate", based on agreed terms and conditions as stated therein.

FINANCIAL RESULTS:

(Amount in Rs.)

Particulars	F.Y 2011-12		F.Y 2010-11	
	Standalone	Consolidated	Standalone	Consolidated
Gross Income	59,205	14,06,036	1,44,647	4,69,382
Less: Expenditure	13,75,333	27,22,164	41,68,483	44,93,218
Profit/(Loss) before taxation	(13,16,128)	(13,16,128)	(40,23,836)	(40,23,836)
Less : Tax provision	-	-	26,767	26,767
Profit/(Loss) after taxation	(13,16,128)	(13,16,128)	(39,97,069)	(39,97,069)
Balance brought forward	(49,66,862)	(49,66,862)	(9,69,793)	(9,69,793)
Balance carried to Balance Sheet	(62,82,990)	(62,82,990)	(49,66,862)	(49,66,862)

DIVIDEND

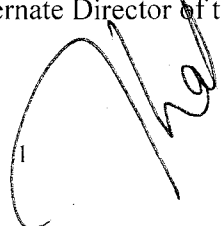
In absence of profit, your Directors have not recommended any dividend.

STATUS OF THE COMPANY:

The Company continues to be a subsidiary Company of D B Realty Limited.

DIRECTORS:

Mr. Salim Balwa who acted as an alternate Director to Mr. Ishaq Balwa, Director, vacated his office in terms of Section 313 of the Companies Act, 1956 with effect from 3rd December, 2011. The Board wishes to place on record its grateful appreciation and acknowledgement for the valuable contributions rendered by Mr. Salim Balwa during his tenure as alternate Director of the Company.



Handwritten signature of Mr. Salim Balwa, alternate Director, and a date stamp "2-12-11".

PRIYA CONSTRUCTIONS PVT. LTD.

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Mr. Ishaq Balwa, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT.

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

- (i) that in the preparation of the Accounts for the year ended on 31st March, 2012, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the Directors had prepared the Accounts for the financial year ended on 31st March, 2012 on a going concern basis.

FIXED DEPOSIT

During the year ended 31st March, 2012 the Company has not accepted any fixed deposit.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 217(1)(e) of the Companies Act, 1956 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. Further during the year under review, the Company has neither earned nor used any foreign exchange.

PARTICULARS OF EMPLOYEES

There is no employee in the Company whose particulars are required to be given under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended.



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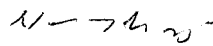
AUDITORS

M/s. M. A. Parikh & Co., Chartered Accountants, the Auditors of the Company, retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

You are requested to appoint the Auditors for the year 2012-2013 and to fix their remuneration.

**On behalf of the Board of Directors
for Priya Constructions Private Limited**


**Ishaq Balwa
Director**


**N.P. Bajaj
Director**

**Mumbai
Date: 16.05.2012**

M. A. PARIKH & CO.
CHARTERED ACCOUNTANTS

AUDITORS' REPORT

To the Members of Priya Constructions Private Limited

1. We have audited the attached Balance Sheet of Priya Constructions Private Limited ('the Company') as at March 31, 2012 and the Statement of Profit and Loss and the Cash Flow Statement of the Company for the year ended on that date, both 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 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. As required by the Companies (Auditor's Report) Order, 2003 ('Order') issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph 3 here-in-above, we report that:
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - (e) On the basis of written representations received from the directors as on March 31, 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;



- (f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read with significant accounting policies and notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- (i) In the case of the Balance Sheet, of the State of Affairs of the Company as at March 31, 2012;
- (ii) In the case of the Statement of Profit and Loss Account, of the Loss for the year ended on that date, and
- (iii) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

For M.A.Parikh & Co.
Chartered Accountants
(Registration No. 107556W)



C. Ghelani

Partner
Name: Chintan Ghelani
Membership No. 132791

Mumbai, Dated: 16 MAY 2012

ANNEXURE TO THE AUDITORS' REPORT
(Referred to in paragraph 3 of our report of even date)

1. Fixed Assets

The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

Fixed Assets have been physically verified by the management as of the year-end. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

No fixed assets have been disposed off during the year.

2. Inventories

Inventory consists of units of office premises, which has been physically verified by the management as of year-end. In our opinion, having regard to the nature of inventory, the procedure followed by the management for physical verification of the said inventory is reasonable and adequate in relation to the size of the Company and the nature of its business. The Company has maintained proper records for the said inventory. No discrepancies were noticed on physical verification of the inventory as compared to the book records.

3. The Company has not granted/taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the requirements of clause 4(iii) of the Order are not applicable.

4. During the year, there were no transactions for purchase of fixed asset, inventory and for sale of units/services. Therefore, the requirements of clause 4(iv) of the order are not applicable.

5. During the year, there were no contracts or arrangements that were needed to be entered in the register required to be maintained under section 301 of the Companies Act 1956. Therefore, the requirements of Clause 4(v) of the Order are not applicable.

6. The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India and the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under are not applicable.

7. *The Company does not have a separate internal audit system.* In the opinion of the management of the Company, having regard to the activities of the Company during the year, a separate internal audit system was not called for as the internal control procedures and systems in vogue were adequate.



8. The Company's object is to engage in construction activities. However in view of the quantitative criteria's being not satisfied, the maintenance of cost records prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956 are not applicable.
9. Statutory Dues
- (a). According to the information and explanations given to us and according to the books and records as produced before us, in our opinion, the Company is regular in depositing the undisputed statutory dues including Income Tax and Profession Tax dues with the appropriate authorities. According to the information and explanations given to us and according to the books and records as produced before us, no undisputed amounts payable in respect of the applicable statutory dues were in arrears as at March 31, 2012 for a period of more than six months from the date they became payable.
- (a) According to the information and explanations given to us, there are no disputed dues of Income – tax / Value Added tax / Wealth tax / Service tax / Custom duty / Excise duty / Cess and hence, the requirements of disclosure with respect to the amounts involved and the forums where the disputes are pending are not applicable.
10. The accumulated losses of the Company at the end of the financial year are more than 50% of its net worth. The Company has incurred cash losses in the current financial year as well as in the immediately preceding financial year.
11. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the requirements of Clause 4(xii) of the Order are not applicable.
12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the requirements of Clause 4(xiii) of the Order are not applicable.
14. The Company is not dealing or trading in shares, securities, debentures and other investments. Therefore, the requirements of Clause 4(xiv) of the Order are not applicable.
15. 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. Therefore, the requirements of Clause 4(xv) of the Order are not applicable.
16. The Company has not obtained any term loan. Therefore, the requirements of Clause 4(xvi) of the Order are not applicable.



17. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we are of the opinion that the funds raised on short – term basis by way of unsecured loans repayable on demand from the holding company have been used for making capital contributions in a partnership firm, wherein the Company is one of the Partner. The amount standing to Company's account in these entities as of the year-end was Rs. 16,73,77,425/-.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the requirements of Clause 4(xviii) of the Order are not applicable.
19. The Company has not issued any debentures. Therefore, the requirements of Clause 4(xix) of the Order are not applicable.
20. The Company has not raised any monies by way of Public Issue. Therefore, the requirements of Clause 4(xx) of the Order are not applicable.
21. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

**For M.A.Parikh & Co.
Chartered Accountants
(Registration No. 107556W)**



C. Ghelani

**Partner
Name: Chintan Ghelani
Membership No. 132791**

Mumbai, Dated: 16 MAY 2012

PRIYA CONSTRUCTIONS PRIVATE LIMITED

BALANCE SHEET AS AT 31ST MARCH 2012

Particulars	Note No	As at	As at
		31st March,2012	31st March,2011
		Amount in ₹	Amount in ₹
I. EQUITY AND LIABILITIES			
1 Shareholders' funds:			
(a) Share Capital	3	100,000	100,000
(b) Reserves and Surplus	4	(6,282,990)	(4,966,962)
2 Non-current liabilities:			
(b) Other Long term liabilities	5	3,423,405	3,361,871
(c) Long-term provisions	6	-	345,735
3 Current liabilities			
(a) Short-term borrowings	7	216,461,152	216,011,152
(b) Trade payables	8	165,747	146,259
(c) Other Current Liabilities	9	9,990,233	740,780
(d) Short-term provisions	10	346,130	-
TOTAL		224,203,677	215,738,935
II. ASSETS			
1 Non-current assets			
(a) Fixed Assets	11		
(i) Tangible assets		5,617	6,241
(ii) Intangible assets		10,531,740	10,531,740
(b) Non-current investments	12	167,377,425	168,533,365
2 Current assets			
(a) Inventories	13	46,080,014	11,300,000
(b) Trade receivables	14	-	25,000,000
(c) Cash and cash equivalents	15	529	41,141
(d) Short-term loans and advances	16	208,352	302,021
(e) Other current assets	17	-	24,426
TOTAL		224,203,677	215,738,935

See accompanying notes forming part of financial statements

1 to 27

In terms of our report of even date attached

For.M.A PARIKH & CO.
Chartered Accountants

C. Ghelani

PARTNER
Name : Chintan Ghelani
Membership No. : 132791



For and Behalf of Board of Directors

(Signature)
Director

(Signature)
Director

Place :Mumbai

Date : 16 MAY 2012

PRIYA CONSTRUCTIONS PRIVATE LIMITED

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

Particulars		Note No.	For the Year Ended 31st March,2012	For the Year Ended 31st March,2011
			Amount in ₹	Amount in ₹
1	Other Income	18	59,205	144,647
2	Total Revenue		59,205	144,647
3	Expenses:			
	Purchase of Units		34,780,014	-
	Changes in Inventories	19	(34,780,014)	-
	Employees' benefits expenses	20	-	36,179
	Share of Loss in Partnership Firm		624,200	2,989,281
	Depreciation	11	624	694
	Other expenses	21	750,509	1,142,329
	Total expenses		1,375,333	4,168,483
4	(Loss) before tax		(1,316,128)	(4,023,836)
5	Tax expense:			
	Current tax		-	26,767
6	(Loss) for the year		(1,316,128)	(3,997,069)
7	Earnings per equity share:			
	- Basic		(131.61)	(399.71)

See accompanying notes forming part of financial statements

1 to 27

In terms of our report of even date attached

For M.A PARIKH & CO.
Chartered Accountants

C. Ghelani



PARTNER

Name : Chintan Ghelani
Membership No. : 132791

For and Behalf of Board of Directors

(Signature)
Director

(Signature)
Director

Place : Mumbai

Date : 16 MAY 2012

PRIYA CONSTRUCTION PRIVATE LIMITED

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

Particulars	For the Year Ended 31st March, 2012		For the Year Ended 31st March, 2011	
	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹
(A) Cash Flow From Operating Activities:				
(Loss) as per Statement of Profit and Loss		(1,316,128)		(4,023,836)
Add: Depreciation	624		694	
Share of Loss in a Partnership Firm	624,200	624,824	2,989,281	2,989,975
Operating Income before working capital Changes		(691,304)		(1,033,861)
Adjustments for changes in Working Capital :				
Inventories	(34,780,014)		-	
Sundry Debtors	25,000,000		-	
Loans and Advances	118,095		2,333,660	
Liabilities	9,780,871	118,952	(253,196)	2,080,464
Cash Flow from Operating Activities:		(572,352)		1,046,603
Less: Income Tax paid for earlier year				(275,733)
Net Cash Flow from Operating Activities:		(572,352)		770,870
(B) Cash Flow From Investing Activities:				
Contribution made in partnership firm	531,740		(882,000)	
Net Cash used in Investing Activities		531,740		(882,000)
(C) Cash Flow From Financing Activities:				
Net Cash Generated from Financing Activities		-		-
Net Increase in Cash and Cash Equivalents		(40,612)		(111,130)
Add: Cash and Cash Equivalents (Opening)		41,141		152,271
Cash and Cash equivalents (Closing)		529		41,141
Cash and Cash equivalents includes				
Cash on hand		529		6,448
Bank balances				34,693
		529		41,141

In terms of our report of even date attached

For M.A.PARIKH & CO
Chartered Accountants

C. Ghelani

PARTNER
Name : Chintan Ghelani
Membership No. : 132791



For and Behalf of Board of Directors

[Signature]
Director

[Signature]
Director

Place : Mumbai
Dated:

16 MAY 2012

PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financial statements

1 NATURE OF OPERATIONS

The Company is a subsidiary of D B Realty Limited, w.e.f. 25-09-2009 which has become a "public company" w.e.f. 23rd September 2009. Therefore, w.e.f. the said date, the Company has become a private company which is a subsidiary of a public company and accordingly, by virtue of provision of section 3(1)(iv)(c) of the Companies Act, 1956, the Company is a public company. The Company continues to use the word "Private Limited" as permitted by law.

2 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of Financial Statements

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ("GAAP") under the historical cost convention on an accrual basis, to comply in all material aspects with the mandatory Accounting Standards and the relevant provisions of the Companies Act, 1956.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria's set out in the Schedule VI to the Companies Act, 1956.

2.2 Use of Estimates

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

2.3 Fixed Assets and Depreciation

Tangible Assets:

Fixed Assets are capitalized at cost of acquisition, net of accumulated depreciation. Cost includes cost incurred to bring the assets to their present location and condition. Depreciation on fixed assets has been provided for on written down value method at the rates and in the manner as specified in Schedule XIV to the Companies Act, 1956.

Intangible Assets:

Intangibles represent cost of obtaining assignment of rights (assignment right) in respect of plot of a leasehold land and is stated at its cost of acquisition. No amount is amortized in respect of said assignment right.

2.4 Investment

Investment is carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of investment.

2.5 Inventories

Inventories are valued at lower of cost or estimated net realizable value. Cost includes the cost of purchase and cost incurred in bringing the inventories to their present location and condition.



2.6 Taxes on Income

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with income tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between the accounting income and taxable income for the period.)

The deferred tax charge or credit and the corresponding 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 that there is reasonable certainty that the assets can be realised in future. However, where there is unabsorbed depreciation or carried forward losses under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

2.7 Provision and Contingent Liabilities

Provisions are recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible or present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.8 Earnings per Share

The Company reports basic and diluted Earnings per Share (EPS) in accordance with Accounting Standard 20 on Earnings Per Share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating dilute earnings per share, the net profit or loss for the period attributable to equity shareholders and weightage average number of shares outstanding for the period is adjusted for the effects of all dilutive potential equity shares.

2.9 Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard 3 on Cash Flow Statements and present the cash flows by operating, investing and financing activities of the Company.

2.10 Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financials statements

3 Share Capital

Particulars	As at 31 March 2012		As at 31 March 2011	
	Number	Amount in ₹	Number	Amount in ₹
Authorised Equity Shares of Rs.10/- each	500,000	5,000,000	500,000	5,000,000
	500,000	5,000,000	500,000	5,000,000
Issued Equity Shares of Rs.10/- each fully paid-up	10,000	100,000	10,000	100,000
	10,000	100,000	10,000	100,000
Subscribed & Paid up Equity Shares of Rs.10/- each fully paid-up	10,000	100,000	10,000	100,000
	10,000	100,000	10,000	100,000

3.1 There is no movement in the number of equity shares during the year ended 31st March, 2012 as well as during the year ended 31st March, 2011.

3.2 Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share.

3.3 10,000 Equity Shares (Previous Year -10,000) are held by D B Realty Limited, the holding company and its nominee.

3.4 Details of Shareholders holding more than 5 % of the aggregate shares in the Company:

Name of Shareholder	As at 31 March 2012		As at 31 March 2011	
	No. of Shares	% of Holding	No. of Shares	% of Holding
DB Realty Limited and its nominee	10,000	100%	10,000	100%
Total	10,000	100%	10,000	100%

4 Reserves & Surplus

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Surplus as per Statement of Profit & Loss		
Opening balance	(4,966,862)	(969,793)
Add: (Loss) for the year	(1,316,128)	(3,997,069)
Closing Balance	(6,282,990)	(4,966,862)
Total	(6,282,990)	(4,966,862)

5 Other Long Term Liabilities

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Society Dues payable	3,423,405	3,361,871
Total	3,423,405	3,361,871



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financials statements

6 Long Term Provisions

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Provision for Income Tax (Net of Payment made thereagainst)	-	345,735
Total	-	345,735

7 Short Term Borrowing

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Unsecured From the holding Company (Refer note below)	216,461,152	216,011,152
Total	216,461,152	216,011,152

Above loan is interest free and repayable on demand.

8 Trade Payables

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Sundry Creditors (Refer Note No. 23)	165,747	146,259
Total	165,747	146,259

9 Other Current Liabilities

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Statutory dues payable	21,773	9,295
Other payables	9,968,460	731,485
Total	9,990,233	740,780

10 Short Term Provisions

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Provision for Income Tax (Net of Payment made thereagainst)	346,130	-
Total	346,130	-



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financials statements

11 Fixed Assets:

Fixed Assets	Gross Block		Accumulated Depreciation			Net Block	
	Balance as at 1 April 2011	Balance as at 31 March 2012	Balance as at 1 April 2011	Depreciation charge for the year	Balance as at 31 March 2012	Balance as at 31 March 2012	Balance as at 31 March 2011
	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹	Amount in ₹
a Tangible Assets							
Temporary Structure	38,542	38,542	32,301	624	32,925	5,617	6,241
Furniture and Fixtures	9,860	9,860	9,860	-	9,860	-	-
Total	48,402	48,402	42,161	624	42,785	5,617	6,241
Previous Year	48,402	48,402	41,467	694	42,161	6,241	-
b Intangible Assets							
Rights in respect of plot of Leasehold Land	10,531,740	10,531,740	-	-	-	10,531,740	10,531,740
Total	10,531,740	10,531,740	-	-	-	10,531,740	10,531,740
Previous Year	10,531,740	10,531,740	-	-	-	10,531,740	-



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financial statements

12 Non-current investments

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Investment in Firm Name: Evergreen Industrial Estate	167,377,425	168,533,365
Name of the Partners	Share of Profit/Loss %	Capital as at
Priya Construction Private Limited	66	167,377,425
Jony Estate Pvt. Ltd.	33	82,213,582
Truf Estate Joint Venture (AOP)	1	6,318,928
Total	167,377,425	168,533,365

13 Inventories

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Closing Stock (Premises)	46,080,014	11,300,000
Total	46,080,014	11,300,000

14 Trade Receivables

Particulars	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
(Unsecured and considered good)		
- For a period more than six months from the date they are due for payment	-	25,000,000
- Others	-	-
Total	-	25,000,000

15 Cash and cash equivalents

Particular	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
(a) Cash on hand	529	6,448
(b) Bank Balance in Current Account	-	34,693
Total	529	41,141

16 Short-Term loans and advances

Particular	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
(Unsecured and considered good)		
Advance recoverable in cash or in kind	208,352	302,021
Total	208,352	302,021



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financials statements

17 Other Current Assets

Particular	As at 31 March 2012	As at 31 March 2011
	Amount in ₹	Amount in ₹
Prepaid expenses		24,426
Total	-	24,426

18 Other Income

Particular	For the year ended 31 March 2012	For the year ended 31 March 2011
	Amount in ₹	Amount in ₹
Liabilities Written Back	59,205	
Miscellaneous Receipts		144,647
Total	59,205	144,647

19 Changes in Inventories

Particular	For the year ended 31 March 2012	For the year ended 31 March 2011
	Amount in ₹	Amount in ₹
Balance as at commencement of the year:		
- Stock of Premises	11,300,000	11,300,000
Less:		
Balance as of end of the year :		
- Stock of Premises	46,080,014	11,300,000
Total	(34,780,014)	-

20 Employees' Benefits Expenses

Particular	For the year ended 31 March 2012	For the year ended 31 March 2011
	Amount in ₹	Amount in ₹
Salaries and Staff Welfare Expenses	-	36,179
Total	-	36,179

21 Other Expenses

Particular	For the year ended 31 March 2012	For the year ended 31 March 2011
	Amount in ₹	Amount in ₹
Repairs & Maintainance	24,427	74,480
Legal and Professional Charges	76,168	107,853
Advertisement and Sales Promotion	-	1,850
Communication Expenses	100	1,476
Conveyance and Travelling	274	138
Remuneration to Auditors'		
- Audit Fees	28,660	27,575
-Taxation Matters	79,416	-
-Other Services	21,508	19,854
Miscellaneous Expenses	519,956	909,103
Total	750,509	1,142,329



PRIYA CONSTRUCTIONS PRIVATE LIMITED

Notes forming part of financial statements

- 22 The Company had executed a Memorandum of Understanding (MOU) dated 5th August, 2009 with DB Realty Ltd., whereby it has agreed to grant development rights in respect of the unutilised development potential on the building constructed by it known as "Turf Estate", based on agreed terms and conditions as stated therein. In terms of the MOU, the Company was entitled to receive Rs. 25,00,000/- on execution and balance amount of Rs. 75,00,000/- on execution of the Development Agreement, which is pending as of year end. The amount of Rs. 25,00,000/- has been credited to Profit & Loss Account under the captioned heading "Compensation for Granting Development Rights" in the accounts for the year ended 31st March, 2010.

- 23 Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006

(Amount in Rupees)

Particulars	For the Year ended 31st March, 2012	For the Year ended 31st March, 2011
Principal Amount outstanding to suppliers under MSMED Act, 2006 beyond the appointed date	-	-
Interest accrued on the due to suppliers under MSMED Act on the above amount	-	-
Payment made to suppliers (Other than interest) beyond the appointed date, during the year	-	-
Interest paid to suppliers under MSMED Act (other than Section 16)	-	-
Interest paid to suppliers under MSMED Act (Section 16)	-	-
Interest due and payable to suppliers under MSMED Act for payments already made	-	-
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED	-	-

Note: The above information is compiled by the Company on the basis of the information made available by vendors and the same has been relied upon by the Auditors.

- 24 Rights in respect of a Plot of a Leasehold Land:

The Company, vide Deed of Assignment, has been assigned rights, in respect of a Plot of a Leasehold Land situated at Haines Road, Mahalaxmi, Mumbai, together with buildings and structures thereon, with all the estate, rights, title, interest, claim and demand of whatsoever, for an aggregate consideration of Rs.1,00,00,000/-. At present, the premises forming part of buildings on the said land are occupied by Sub-lessee/tenants/occupants.

- 25 Related Party Disclosure:

As per Accounting Standard 18 (AS-18) 'Related Party Disclosure', the disclosure of transactions with the related parties as defined in AS-18 is given below:

- A List of Related Parties with whom transactions have taken place and their relationship:

Holding Company
D B Realty Limited.

Enterprises on which Director(s) of the Company exercise significant influence (Associated Enterprises)

Evergreen Industrial Estate
DB Hi Sky Constructions Pvt.Ltd
Jony Estates Pvt.Ltd
Turf Estate JV

- B Transactions with Related Parties and outstanding balance as of year-end:-

(Amount in ₹)

Particulars	Holding Company	Associated Enterprises
Loan Taken		
Opening Balance	216,011,152	-
	(213,000,000)	(-)
Taken during the year	450,000	100,000
	(109,060,000)	(-)
Repaid during the year	-	100,000
	(106,048,848)	(-)
Closing Balance	216,461,152	-
	(216,011,152)	(-)



Reimbursement of Statutory Obligations		
Opening Balance	-	2,021
	(-)	(74,813)
Statutory obligation paid on behalf of the Company	-	33,500
	(-)	(990,792)
Payment made	-	34,469
	(-)	(918,000)
Closing Balance	-	1,052
	(-)	(2,021)
Contribution in the capital of a Partnership Firm		
Opening Balance	-	168,533,365
	(-)	(170,640,646)
Contribution during the year	-	-
	(-)	(882,000)
Withdrawal during the year	-	531,740
	-	(-)
Share of loss in Partnership Firm	-	624,200
	(-)	(2,989,281)
Balance in Capital Account of the Firm	-	167,377,425
	(-)	(168,533,365)

Notes:

- (i) The aforesaid related parties are as identified by the Company and relied upon by the Auditors.
(ii) Figures in bracket refer to previous year's figures.

26 **Earnings Per Share:**

The Profit/ (Loss) considered in ascertaining the Company's Earnings Per Share comprises of Net Profit/ (Loss) After Tax. The number of shares used in computing basic and diluted Earnings Per Share is the weighted average number of shares outstanding during the year.

Particulars	(Amount in ₹)	
	Current Year	Previous Year
Net Profit/ (Loss) after Tax as per Profit & Loss	(1,316,128)	(3,997,069)
Weighted number of shares outstanding during the	10,000	10,000
Basic & Diluted Earnings per Share	(131.61)	(399.71)
Face Value per Equity Share	10	10

27 **Previous Year figures:**

The financial statements for the year ended March 31, 2011 had been prepared as per the then applicable, pre-revised Schedule VI to the Companies Act, 1956. Consequent to the notification of Revised Schedule VI under the Companies Act, 1956, the financial statements for the year ended March 31, 2012 are prepared as per Revised Schedule VI. Accordingly, the previous year figures have also been reclassified to confirm to this year's classification. The adoption of Revised Schedule VI for previous year figures does not impact recognition and measurement principles followed for preparation of financial statements.

Signature to Notes 1 - 27

In terms of our report of even date attached

For M.A. PARIKH & CO.
Chartered Accountants

C. Ghelani
PARTNER
Name : Chintan Ghelani
Membership No. : 132791



FOR AND BEHALF OF BOARD OF DIRECTORS

[Signature]
Director

[Signature]
Director

Place : Mumbai

Dated : 16 MAY 2012