KRUPA REALTORS LIMITED

Regd. Office: 11B, Mittal Towers, Nariman Point. Mumbai - 400021. Tel: (022) 61155300 Fax: (022) 22875197.

DIRECTORS' REPORT

Your Directors are pleased to present the Fourth Annual Report and the Audited Accounts for the year ended 31st March, 2011.

FINANCIAL RESULTS:

	Amount in Rupees			
Particulars	Year Ended <u>31-03-2011</u>	Year Ended <u>31-03-2010</u>		
Total Income	Nil	Nil		
Total Expenditure including Depreciation	20,388	18,585		
Profit/(Loss) before Tax	(20,388)	(18,585)		
Less: Provision for Tax	Nil	Nil		
Profit/(Loss) after Tax	(20,388)	(18,585)		

OPERATIONS:

Your Company has received further amount of Rs. 18.17 lakhs as unsecured interest free loans from its holding Company, Jai Realty Ventures Limited.

DIVIDEND:

In view of the loss for the year, your Directors do not recommend any dividend.

DIRECTORS:

Mr. L. M. Dhanda retires by rotation and being eligible has offered himself for re-appointment.

The Director who is being re appointed has intimated to your Company that he is eligible for being re appointed.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- (i) that in the preparation of the accounts for the financial year ended 31st March, 2011, applicable accounting standards have been followed along with proper explanation relating to material departure;
- (ii) that appropriate accounting policies have been selected and applied consistently and judgments and estimate have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2011 and of the loss of the Company for the year ended on that date;

- (iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that accounts for the financial year ended 31st March, 2011 have been prepared on a 'going concern' basis.

AUDITORS AND AUDITORS' REPORT:

Messrs Pathak H.D & Associates, Chartered Accountants, Mumbai, hold office as statutory auditors of the Company until the conclusion of the ensuing Annual General Meeting. It is proposed to re-appoint them as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting. Pursuant to the provisions of Section 224 (1B) of the Companies Act, 1956 your Company has received a certificate from Messrs Pathak H.D & Associates, Chartered Accountants confirming their eligibility for re-appointment.

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

Nil

FIXED DEPOSIT:

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

PARTICULARS OF EMPLOYEES:

There are no employees whose remuneration requires disclosure in terms of the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

ACKNOWLEDGEMENT:

Your Directors express their grateful appreciation for the assistance and co-operation received from the Banks, Institutions, Government Authorities and Shareholders during the year under review.

For and on behalf of the Board of Directors

Director

Date: 21.05.2011 Place: Mumbai

AUDITORS' REPORT

To the Members of Krupa Realtors Limited

- We have audited the attached Balance Sheet of 'KRUPA REALTORS LIMITED' as at 31st March, 2011, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government of India in terms of Sub-section (4A) of Section 227 of the Companies Act, 1956, 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 Annexure referred to in paragraph 3 above, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account, as required by law, have been kept by the Company, so far as appears from our examination of those books;

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- c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement referred to in this report are in agreement with the books of account;
- d) In our opinion the Balance Sheet, Profit and Loss Account and Cash Flow Statement as referred in this report comply with the mandatory Accounting Standards referred to in Sub-section (3C) of Section 211 of the Companies Act, 1956;
- e) On the basis of the written representations received from the directors as on 31st March, 2011 and taken on records by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with significant accounting policies and other notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India: -
- In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011;
- (ii) In the case of Profit and Loss Account, of the loss of the Company for the year ended on that date; and
- (iii) In the case of the Cash Flow Statement, of the Cash Flows of the Company for the year ended on that date.

For PATHAK H.D. & ASSOCIATES Chartered Accountants (Firm Registration No -107783W)

Anuj Bhatia Partner

Membership No. 122179 Place: Mumbai Dated: 21st May, 2011

ANNEXURE TO AUDITOR'S REPORT Referred to in paragraph 3 of our report of even date

- In respect of its fixed assets: The Company does not have any fixed assets, hence the provisions of the clause 4 (i) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- ii. In respect of its inventories: The Company has inventories only in relation to the development projects in progress including Land. It does not have any other inventories during the year. The management has physically verified the project under development and no discrepancies were noticed. The Company has maintained the proper records for these projects.
- iii. The Company has not granted or taken any loan, secured or unsecured, to/from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 and hence provisions of Clause 4 (iii) of the Companies (Auditor's Report) Order 2003, are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory. During the year, the Company did not undertake any activity of purchase of fixed assets, inventory, sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls system.
- v. According to the information and explanation given to us, there are no contracts or arrangements referred to in section 301 of the Companies Act, 1956 that need to be entered in the register required to be maintained under that section.
- vi. The Company has not accepted any deposits and hence provisions of the clause 4 (vi) of the Companies (Auditor's report) Order, 2003 are not applicable to the Company.

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- vii. As the Company is not listed on any stock exchange or the paid up capital and reserves as at the Commencement of the financial year did not exceed Rupees fifty lacs or average annual turnover for a period of three consecutive financial years immediately preceding the financial year did not exceed Rupees Five Crores, hence provisions of clause 4 (vii) of the Companies (Auditor's Report) order, 2003 are not applicable to the Company.
- viii. The Central Government has not prescribed maintenance of cost records in terms of clause (d) of sub-section (1) of Section 209 of the Companies Act 1956 in respect of activities carried on by the Company, hence the provisions of the clause 4 (viii) of the Companies (Auditor's Report) order, 2003 are not applicable to the Company.
 - ix. According to the information & explanations given to us in respect of statutory and other dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Investor Education & Protection Fund, and Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Customs Duty, Excise Duty, Cess and any other material statutory dues as applicable with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding, as at 31st March, 2011, for a period of more than six months from the date they became payable

Further, since the Central Government has till date not prescribed the amount of cess payable under section 441A of the Companies Act, 1956, we are not in a position to comment upon the regularity or otherwise of the Company in depositing the same.

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b. The disputed dues aggregating to Rs. 1,14,79,794 that have not been deposited on account of matters pending before appropriate authorities are as under :

Name of	Name of	Amount in	Period	Forum where dispute
the Statue	the Dues	Rs.		is pending
Income Tax	Income	1,14,79,794*	A. Y.	Commissioner of
Act, 1961	Tax		2008-09	Income Tax (Appeal)
			&	
			2009-10	
Total		1,14,79,794		

(*) Net of amount Rs. 18,00,000 deposited under protest.

- x. The Company has been registered for a period of less than five years and hence the provisions of clause 4 (x) of the Companies (Auditor's Report) order 2003 are not applicable to the Company.
- xi. Based on our audit procedures and on the information and explanations given by the management, the Company has not taken any borrowings from financial institutions, banks or debenture holders, hence the provisions of the clause 4 (xi) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xii. In our opinion and according to the explanations given to us and based on the information available to us, no loans and advances have been granted by the Company 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, hence provisions of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xiv. The Company has no transactions and contracts in respect of dealing and trading in shares and other securities, hence the provisions of the clause 4 (xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.

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- xv. As per the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- xvi. To the best of our knowledge & belief and according to the information & explanations given to us, the Company has not taken any term loan.
- xvii. During the year the Company has not raised any short term funds.
- xviii. During the year the Company has not made any preferential allotment of shares to the parties covered in the register maintained under section 301 of the Companies Act, 1956.
- xix. The Company has not issued any Debentures during the year.
- xx. The Company has not raised any money by way of Public issue during the year.
- xxi. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For PATHAK H.D. & ASSOCIATES Chartered Accountants (Firm Registration No-107783W)

Anuj Bhatia Partner Membership No. 122179 Place: Mumbai Dated: 21st May, 2011

BALANCE SHEET AS AT 31st MARCH, 2011

Amount in (Rs.)

				Amount in (Rs.)
Particulars	Schedule	As at 31.03.2011		As at
Faiticulais	Schedule			31.03.2010
SOURCES OF FUNDS				
Shareholders 'Funds				
Share Capital	Α		500,000	500,000
Loan Fund:	В			
Unsecured Loan			73,728,000	71,911,000
Total			74,228,000	72,411,000
APPLICATION OF FUNDS				
Current Assets, Loans and Advances:				
Inventories	С	9,002,000		9,002,000
Cash & Bank Balances		7,875		11,263
Loans & Advances		65,143,775		63,343,775
		74,153,650		72,357,038
Less: Current Liabilities & Provisions	D			
Current Liabilities		13,788		13,788
		13,788		13,788
Net Current Assets			74,139,862	72,343,250
Profit & Loss Account			88,138	67,750
Total			74,228,000	72,411,000
Significant Accounting Policies & Notes on				
Accounts	E			

As per our report of even date For Pathak H. D. & Associates Chartered Accountants

For and on behalf of the Board of Directors

Anuj Bhatia Partner Place : Mumbai Date: 21st May 2011 L.M.Dhanda Director Subodh Agarwal Director

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st March, 2011

Amount in (Rs.)

			Amount in (RS.)
Particulars	Schedule	Year Ended	Year Ended
	Schedule	31.03.2011	31.03.2010
A) INCOME			
		-	-
B) EXPENDITURE			
Payment to Auditors		13,788	13,788
Filling Fees		900	1,800
Other Expenses		5,700	2,997
'		20,388	18,585
Loss Before Tax		(20,388)	(18,585)
Less: Provision for Income Tax		-	-
Loss After Tax		(20,388)	(18,585)
Balance as per the last balance sheet		(67,750)	(49,165)
Balance Carried to Balance Sheet		(88,138)	(67,750)
Basic & Diluted earning per Equity Share of Rs.10 each (Refer Note No. 3 of the Schedule " E")		(0.41)	(0.37)
Significant Accounting Policies & Notes on Accounts	E		

As per our report of even date

For Pathak H. D. & Associates

For and on behalf of the Board of Directors

Chartered Accountants

Anuj Bhatia Partner Place : Mumbai Date: 21st May 2011 L.M.Dhanda Director Subodh Agarwal Director

SCHEDULE FORMING PART OF THE BALANCE SHEET

	1		Amount in (Rs.)
		As at 31.03.2011	As at 31.03.2010
SCHEDULE "A" SHARE CAPITAL AUTHORISED			
85,000 (Previous Year 85,000) Equity shares of Rs 10 each		850,000	850,000
15,000 (Previous Year 15,000) Redeemable Preferance Shares of Rs.10 each		150,000	150,000
ISSUED, SUBSCRIBED AND PAIDUP		1,000,000	1,000,000
50,000 (Previous Year 50,000) Equity Shares of Rs 10 each fully paid up (Above shares are held by Jai Realty Ventures Ltd., the holding company including 100 shares held jointly with nominees.)		500,000	500,000
,		500,000	500,000
SCHEDULE "B" UNSECURED LOAN			
Long Term Loan From Holding Company		73,728,000	71,911,000
		73,728,000	71,911,000
SCHEDULE "C" CURRENT ASSETS, LOANS & ADVANCES CURRENT ASSETS INVENTORIES (As Certified & Valued by the Management) Work In Progress		9,002,000	9,002,000
CASH AND BANK BALANCES Balance with a Scheduled Bank In Current Account		7,875	11,263
LOANS & ADVANCES (Unsecured, Considered Good and Subject to Confirmation) Advances towards Purchase of Land	63,343,680		63,343,680
Income Tax (Net)	1,800,095	65,143,775	95 63,343,775
		74,153,650	72,357,038
SCHEDULE "D" CURRENT LIABILITIES AND PROVISIONS			
CURRENT LIABILITIES Other Liabilities		13,788	13,788
		13,788	13,788

Krupa Realtors Ltd.

Cash Flow Statement for the year ended 31st March, 2011

	Cash now Statement for the year ended STSt Match, 2011		
		A	mount in (Rs.)
		2010-2011	2009-2010
Α.	Cash Flow from Operating Activities		
	Net Loss before tax as per P & L Account	(20,388)	(18,585)
	Operating Loss before Working Capital Changes	(20,388)	(18,585)
	Adjusted for Inventories	-	_
	Cash Generated from Operation	(20,388)	(18,585)
	Direct Taxes Paid	(1,800,000)	-
	Net Cash from / (used in) Operating Activities	(1,820,388)	(18,585)
В.	Cash Flow from Investing Activities	_	-
	Net Cash From / (used in) Investing Activities	-	-
C.	Cash Flow from Financing Activities		
	Proceeds from Long Term Loans	1,817,000	11,000
	Net Cash From /(used in) Financing Activities	1,817,000	11,000
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(3,388)	(7,585)
	Opening Balance of Cash and Cash Equivalents	11,263	18,848
	Closing Balance of Cash and Cash Equivalents	7,875	11,263
	Ciusing Dalance ul Casil and Casil Equivalents	1,015	11,203

Notes :

1 The above Cash Flow Statements has been prepared under the "Indirect Method" as set out in Accounting

Standard-3 "Cash Flow Statement" as notified in the Companies (Accounting Standards) Rules, 2006.

2 Bracket indicates cash outflow.

3 The Previous year's figures have been regrouped, rearranged, restated and reclassified, wherever necessary.

As per our report of even date For Pathak H. D. & Associates Chartered Accountants

For and on behalf of the Board of Directors

Anuj Bhatia Partner Place : Mumbai Date: 21st May 2011 L.M.Dhanda Director Subodh Agarwal Director

SCHEDULES FORMING PART OF THE BALANCE SHEET AND PROFIT AND LOSS ACCOUNT SCHEDULE "E" SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

A SIGNIFICANT ACCOUNTING POLICIES

1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under historical Cost convention, in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 as adopted consistent by the company.

2 USE OF ESTIMATES

The presentation of financial statements in confirmity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognised in the period in which the results are known/materialised.

3 PRELIMINARY AND SHARE ISSUE EXPENSES

Preliminary and share issue expenses are charged to the Profit & Loss account in the year in which they are incurred.

4 INVENTORIES

Cost of inventories consists of cost of land, land development expenses, material services, consturction cost, interest and financial charges and other expenses related to project under development.

5 PROVISION FOR CURRENT AND DEFERRED TAX

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961. Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the assets will be realized in future.

6 PROVISION , CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes on Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

7 EQUITY INDEX / STOCK FUTURES

Profit or loss on sale of stock future on final settlement or squaring –up of contracts is calculated as the difference between the settlement / squaringup price and the contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract in "Mark to Market Margin- Equity Index/Stock Futures Account" after adjustment of provision for anticipated losses is recognized in the Profit & Loss Account.

B NOTES ON ACCOUNTS

1 In the opinion of the Management, the Current Assets, Loans and Advances are approximately of the value stated, if realized in the ordinary course of business.

2 Auditor's Remuneration Amount in (Rs.) 2010-11 2009-10 Audit Fees 13,788 13,788 13,788 13,788 **Basic & Diluted Earnings per Share** 2010-11 2009-10 3 Net Loss available for equity Shareholders (a) (Amount used as numerator) (20, 388)(18.585)(b) Weighted Average Number of equity shares used as denominator for calculating EPS 50,000 50,000 Basic and diluted Earning Per Share (Rs.) (0.41)(0.37)(c) Amount in (Rs.) The deferred tax Assets comprises of the following: As on As on 31.03.2011 31.03.2010 (i) Deferred Tax Liability Related to fixed assets (ii) **Deferred Tax Assets** 309 Disallowance under the Income Tax Act, 1961 618

	309	618
Deferred tax Assets (net)	309	618

Note: As at 31st March 2011 the Company has net Deferred Tax Assets of Rs.309. However in absence of virtual certanity that sufficient future taxable income will be available agaisnt which such Deferred tax Assets can be realised the same has not been recognised in the books of accounts in line with Accounting Standard 22 dealing with "Accounting For Taxes on Income"

- 5 As per Accounting Standard 18,"Related Party disclosures " the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:
 - (i) List of related parties and relationship.
 - (i)
 Holding Companies: Jai Realty Ventures Limited Jai Corp Limited

 Transactions during the year with related parties :
 Amount in Rs.

 Name of the Party
 Nature of Transaction
 2010-11
 2009-10

Name of the Party		Nature of Transaction	2010-11	2009-10
1	Jai Realty Ventures Limited	(a) Unsecured loan		
		Opening Balance	71,911,000	71,900,000
		Received During the year	1,817,000	11,000
		Refund/Adjusted During the year	-	-
		Closing Balance	73,728,000	71,911,000

- 6 In the opinion of the Management and based on consideration of domiant source and nature of risk and returns, the Company's activities, during the year revolved around the single segment namely, "Builders and Developers". Considering the nature of Company's business and operations, there are no separate reportable segment (Business and/or Geographical) in accordance with the requirement of Accounting Standard 17-"Segment Reporting" as notified in the Companies (Accounting Standards) rules 2006.
- 7 There is no other information which is required to be disclosed in accordance with Para 3 & 4 of Part II of Schedule VI of the Companies Act, 1956.

8 Contingent Liabilities

(ii)

During the previous year Income tax department has carried out search and seizure actions under section 132 of the Income Tax Act, 1961 (" Act") in the case of the Company, its employees and close associates who were closely involved in the processing of acquiring the land. As a result, during the year, the Company has received demand of Rs. 1,32,79,794 under section 156 of the Act. The Company has disputed the same and paid Rs.18,00,000 under protest and filed an appeal against the above order with CIT (A). The company has been advised that the above demands are not likely to be resulted into any material tax liability and hence no provision is considered necessary in respect of the above matter.

9 The Previous year's figures have been regrouped, rearranged, restated and reclassified, wherever necessary.

As per our report of even date

For Pathak H. D. & Associates Chartered Accountants For and on behalf of the Board of Directors

Anuj Bhatia Partner Place : Mumbai Date: 21st May 2011 L.M.Dhanda Director Subodh Agarwal Director

BALANCE SHEET ABSTRACT AND COMPANY'S GENEREAL BUSINESS PROFILE					
Registration No .	1 7 3 3 1 2	State Code	1 1		
Balance Sheet Date 3	1 - 0 3 - 2 0 1 1				
CAPITAL RAISED DURING TH	IE YEAR (Amount in Rs Thousands) :				
Public Issue	NIL	Right Issue	NIL		
Bonus Issue	NIL	Private Placement	NIL		
POSITION OF MOBILISATION	AND DEPLOYEMENT OF FUNDS (Am	ount in Rs. Thousands)			
Total Liabilities	7 4 2 4 2	Total Assets	7 4 2 4 2		
Sources of Funds					
Paid-up Capital	5 0 0	Reserves and Surplus	NIL		
Secured Loans	NIL	Unsecured Loans	7 3 7 2 8		
Application of Funds					
Net Fixed Assets	NIL	Investments	NIL		
Net Current Assets	7 4 1 4 0	Misc . Expenditure	NIL		
Accumulated Losses	8 8				
PERFORMANCE OF COMPAN	IY (Amount in Rs. Thousand)				
Turnover (Net) & Other Income	NIL	Total Expenditure	2 0		
Profit before Tax	(2 0)	Profit after Tax	(2 0)		
Earning Per Share in Rs. (Basic & Diluted)		Dividend rate %	NIL		

GENERIC NAMES OF THREE PRINCIPAL PRODUCTS / SERVICES OF THE COMPANY (as per monetary terms) :

Not Applicable