

A.K. Jindal & Associates
Chartered Accountants

201, Suchet Chambers, 1224/5, Naiwala, Bank Street, Karol Bagh, Delhi 110005, Tel : 28750239, 41548454

INDEPENDENT AUDITOR'S REPORT

To
The Members of
High Land Meadows Private Limited

Report of the Financial Statement

We have audited the accompanying financial statements of "**High Land Meadows Private Limited**" ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit & Loss Account and Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statement

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain a reasonable assurance about whether the financial statements are free from material misstatement.

An audit includes performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act, 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 31,2013 and
- b) In case of the statement of Profit and Loss Account, of the loss Incurred by the Company for the year ended on that date and
- c) In case of the Cash Flow Statement, of the cash flows of the company for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
2. As required by section 227(3) of the Act, 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 purpose 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 the books.
 - (c). The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (d). In our opinion, the Balance Sheet, Statement of Profit and Loss account and Cash Flow 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 31,2013 and taken on record by the Board of Directors , none of the directors is disqualified as on March 31, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies act, 1956;

Place: Delhi
Dated: 18.05.2013

For A. K. Jindal & Associates
Chartered Accountants
Firm Registration No. 006659N




(Ashok Gupta)
Partner

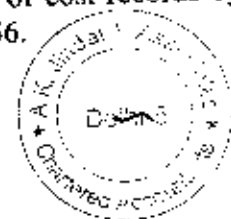
Membership No. 085175

**Annexure to the Auditor's Report of High Land Meadows Pvt Ltd
for the year ended 31st March 2013**

Referred to in Paragraph 1 of our Report of even date.

1. As the Company had no fixed Assets during the year, the provisions of clause 4(i) of the Order are not applicable.
2. As the Company does not carry any inventory the provisions of clause 4(ii) of the Order are not applicable.
3. (a) In our opinion and according to information and explanations given to us the company had taken unsecured loan from parties covered in the register maintained under Section 301 of the Companies Act 1956. The maximum amount involved during the year was Rs. 10,76,60,000/- and year end balance of loans taken from such parties was Rs. 4,73,60,000/-. The rate of interest and other terms and conditions of loan taken by the company are prima facie not prejudicial to the interest of the company. There is no overdue amount.

(b) According to information and explanations given to us the company had granted loans to one company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs 27,00,95,000/- and year end balance from such parties was Rs 27,00,95,000/-
4. In our opening and according to the information and explanation given to us, there are adequate internal control procedures, commensurate with the size of the company and the nature of its business .
5. Based on the audit procedure applied by us and according to the information and explanations provided by the management, we are of the opinion that all the transactions that need to be entered in the register in pursuance of Section 301 of the Act have been so entered.
These transactions have been made at a prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The company has not accepted any deposits from the public during the year.
7. In our opinion, the company has an internal audit system commensurate with the size of the company and nature of the business.
8. The Central Government has not prescribed the maintenance of cost records by the company under section 209(1)(d) of the companies Act.1956.



9. According to information and explanations given to us, in respect of statutory dues and other dues:
- a. According to records examined by us the company is regular in depositing undisputed statutory dues. There is no arrear of any of the statutory dues at the last day of financial year for a period of more than six months from the date they become payable.
 - b. According to the information and explanation given to us, there are no undisputed amounts outstanding on 31-3-2013 in respect of sales tax/custom duty/wealth tax/excise duty/cess.
10. The Company does not have accumulated losses at the end of the financial year. The company has incurred a Cash loss of Rs. 9,388/- in the current financial year and Rs. 14,628/- in the financial year (immediately preceding financial year).
11. Based on our audit procedure and on the information and explanation given by the management, the company had not taken any loan from any of the financial institution, bank or through debentures.
12. The company has not granted 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, nidhi or mutual benefit fund/society. Therefore the provisions of clause 4 (xiii) of the order are not applicable to the company.
14. On the basis of examination it is reported that the company has maintained Records of its investment in shares of subsidiary companies.
15. According to the information and explanation given to us, the company has not given any guarantee during the year, for loans taken by others from banks or financial institutions.
16. The company has neither raised any term loan during the year nor any unutilized amount was left on this account, as at the beginning of the year. Therefore the provisions of clause 4(xvi) of the order are not applicable to the company.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that the funds raised on short term basis have not been utilized for long term investment and vice-versa
18. The Company had not made any preferential allotment of shares to the parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.



19. The Company did not issue any debentures during the year.
20. The Company had not raised any money through a public issue during the year.
21. Based on the Audit procedures performed and 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.

Place: Delhi
Dated: 18.05.2013



For A. K. Jindal & Associates
Chartered Accountants
Firm Registration No. 006659N
By the hand of


(Ashok Gupta)
Partner

Membership No. 085175

HIGH LAND MEADOWS PVT. LTD.
E-2, Jhandewalan, New Delhi
Balance Sheet As At March 31, 2013

Particulars	Note No.	As at March 31st March 2013	As at March 31st March 2012
I EQUITY AND LIABILITIES			
(1) Shareholders Funds	1	625,000.00	625,000.00
(a) Share capital	2	499,325,227.99	499,334,615.99
(b) Reserves and surplus			
(2) Non-current liabilities	3	47,360,000.00	22,660,000.00
(a) Long term borrowings			
(3) Current Liabilities	4	7,500.00	7,500.00
(a) Other Current liabilities			
TOTAL		547,317,727.99	522,627,115.99
II ASSETS Non-Current assets			
(1) Non-Current assets	5	252,500,000.00	252,500,000.00
(a) Non Current Investment	6	294,795,000.00	270,075,000.00
(b) Long-term loans and Advances			
(2) Current Assets	7	22,727.99	52,115.99
(a) Cash and cash equivalents	8	-	-
(b) Other Current Assets			
TOTAL		547,317,727.99	522,627,115.99
Significant accounting Policies and Notes on Accounts			
	10		

This is the Balance Sheet referred to in our report of even date.

For and on behalf of the Board of Directors

For A.K. Jindal & Associates
 Firm Registration No. 006659N
 Chartered Accountants

Place: Delhi
 Dated: 18.05.2013

(Ashok Gupta)
 Partner

Membership No. 085175



DIRECTORS

(Amit Sarin)

(Pankaj Nakra)

HIGH LAND MEADOWS PVT. LTD.**E-2, Jhandewalan, New Delhi****Statement of Profit And Loss Account For the Year Ended March 31, 2013**

Particulars	Note No.	For the year Ended 31.3.2013	For the year Ended 31.3.2012
I Revenue from operations			
II Other Income			
III Total Revenue (I+II)			
IV Expenses :			
Other Expenses	9	9,388.00	524,628.00
Total Expenses		9,388.00	524,628.00
V. Profit before exceptional and extraordinary item and tax (III-IV)		(9,388.00)	(524,628.00)
VI. Exceptional Items			
VII Profit before Extraordinary Items and tax (V-VI)		(9,388.00)	(524,628.00)
VIII Extraordinary Items			
IX Profit before tax (VII-VIII)		(9,388.00)	(524,628.00)
X Tax expense			
XI Profit /(Loss) for the period from Continuing operations(IX-X)			
XII Profit /(Loss) from discontinuing operations			
XIII Tax Expenses of discontinuing operations			
XIV Profit /(Loss) from discontinuing operations (after tax XII-XIII)			
XV Profit/(Loss) for the period (XII-XIV)		(9,388.00)	(524,628.00)
XVI Earning per equity share:			
(1) Basic		(1.50)	(83.94)
(2) Diluted		(1.50)	(83.94)
Significant accounting Policies and Notes on Accounts As per our Report of even date attached	10		

For and on behalf of the Board of Directors

For A.K. Jindal & Associates

Firm Registration No. 006659N

Chartered Accountants

Place: Delhi

Dated: 18.05.2013


(Ashok Gupta)

Partner

Membership No. 085175


DIRECTORS

(Amit Sarin)


(Pankaj Nakar)

NOTE NO.**31.03.2013**
Rupees**31.03.2012**
Rupees**1 SHARE CAPITAL**

a) Authorised 10000 (10000) Equity Shares of Rs.100 (Rs. 100) each	<u>1,000,000.00</u>		<u>1,000,000.00</u>	
b) Issued,Subscribed & paid up 6250 (6250) Equity Shares of Rs.100/- each fully paid-up	<u>625,000.00</u>		<u>625,000.00</u>	
c) Reconciliation of equity share capital	As at March 31, 2013		As at March 31, 2012	
	Number	Amount	Number	Amount
Number of shares outstanding at the beginning of the year	6250	625000	6250	625000
Number of shares outstanding at the end of the year	<u>6250</u>	<u>625000</u>	<u>6250</u>	<u>625000</u>
d) Shares held by <i>Holding Company</i> , Anant Raj Limited				
i) 5000 (5000) Equi. Shares		500000		500000
Shares held by Nilgiri Infrastructure Development Ltd.				
ii)1250 (1250) Equity Shares		125000		125000
e) Shares in the company held by each share holder holding more than 5% shares				
<u>Name of Shareholders</u>				
1) Anant Raj Limited				
a) Number of equity shares held		5000		5000
% of shareholding		80%		80%
2) Nilgiri Infrastructure Development Ltd.				
a) Number of equity shares held		1250		1250
% of shareholding		20%		20%

2 RESERVE & SURPLUS**Securities Premium Reserve**

Share Premium 499,875,000.00 499,875,000.00

Profit & Loss Account

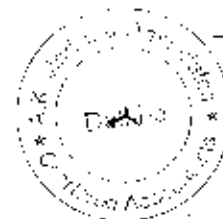
Opening Balance	(540,384.01)	(15,756.01)
Add: Profit/Loss during the year	(9,388.00)	(524,628.00)
Closing Balance	<u>(549,772.01)</u>	<u>(540,384.01)</u>
	<u>499,325,227.99</u>	<u>499,334,615.99</u>

3 LONG TERM BORROWINGS

1) Loans & advances from Related Parties	<u>47,380,000.00</u>	<u>22,660,000.00</u>
Unsecured From Holding Company		
- The Above loan is not guaranteed by Directors/Others		
- Term of Repayment Interest Free		
- Long Term Loan		
- As on Balance Sheet Date there is no default in payment of loans & interest.		

4 OTHER CURRENT LIABILITIES

Expenses Payable 7,500.00 7,500.00



5 NON CURRENT INVESTMENT
INVESTMENT IN EQUITY INSTRUMENT (UNQUOTED)

a) Trade Investments

2500000 Equity Shares of Rs. 10 each of Vishwas Marketing Services Pvt.Ltd.	250,000,000.00	250,000,000.00
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Long term trade investments - Unquoted

b) Investment in Subsidiaries

50000 Equity Shares of Rs. 10 each of Capital Buildcon Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Krishna Buildtech Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Rising Realty Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Advance Buildcon Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Ankur Buildcon Pvt. Ltd.	500,000.00	500,000.00
	<u>500,000.00</u>	<u>500,000.00</u>
	<u>252,500,000.00</u>	<u>252,500,000.00</u>

6 LONG TERM LOANS & ADVANCES
(Unsecured)

i) Loans & Advances to Related Parties

Loan to Subsidiaries	270,095,000.00	270,075,000.00
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ii) Others

Advance Recoverable in Cash Kind	24,700,000.00	-
	<u>294,795,000.00</u>	<u>270,075,000.00</u>

7 CASH AND CASH EQUIVALENTS

Cash in Hand	2,422.00	2,422.00
Bank balance in current account with State Bank of India	20,305.99	49,693.99
	<u>22,727.99</u>	<u>52,115.99</u>

8 OTHER CURRENT ASSETS

Unamortised Expenditure

Opening Balance	-	510,000.00
Add: Amount Written off during the year	-	510,000.00
	<u>-</u>	<u>-</u>

9 OTHER EXPENSES

Filing Charges	607.00	3,300.00
Legal & Professional	1,281.00	3,828.00
Auditor's Remuneration		
Audit Fee	7,500.00	7,500.00
Unamortised Expenditure written off	-	510,000.00
	<u>9,388.00</u>	<u>524,628.00</u>



10 Notes to Accounts

Accounting Policies and Notes on accounts

(A) Significant Accounting Policies

1 Conventions

The Accounts have been prepared Primarily under the historical Cost Convention and on the accrual basis of accounting

2 Investment

Investment in Subsidiaries are stated at cost and diminution in value if any is provided.

(B) Notes Forming part of accounts:

1 In the opinion of the Board of Directors all assets other than fixed assets and non current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are

2 The company is a subsidiary Company of M/s. Anant Raj Limited since 5000 Equity Shares of Rs. 100/- each fully paid up are held by them. (Out of total No. of 6250 Equity Shares fullt paid up of Rs. 100/- each)

Share holding pattern

<u>S N</u>	<u>Name of the Company</u>	<u>% holding</u>
1	Anant Raj Limited	80
2	Nilgiri Infrastructure Development Ltd.	20

3 Related Party Disclosures

i. Name of related parties and description of relationship:

1. Holding Company	Anant Raj Limited
2. Subsidiary Company	Capital Buildcon Pvt. Ltd. Krishna Buildtech Pvt.Ltd. Rising Realty Pvt. Ltd. Advance Buildcon Pvt.Ltd. Ankur Buildcon Pvt.Ltd.

ii. Transactions with related parties

Particulars	Holding Company Rs.	Subsidiary Company Rs.
Loan Received	95000000 (P.Y. 59375000)	NIL (PY. 35625000)
Loan Repaid	70300000 (P.Y. 59825000)	20000(PY. 59405000)

iii Closing Balances with related parties:

Name of Transactions	Holding Company	Subsidiaries Co. Trade
Outstanding payable		
Anant Raj Limited	47360000 (P.Y. 22660000)	NIL (P.Y. NIL)
Outstanding Receivable		
Rising Realty Pvt. Ltd.		103,170,000 (P.Y. 103170000)
Krishna Buildtech Pvt. Ltd.		101,970,000



	(P.Y. 101950000)	
Ankur Buildcon Pvt. Ltd.	12,325,000 (P.Y.12325000)	
Capital Buildcon Pvt. Ltd.	52,630,000 (P.Y. 52630000)	
Advance Buildcon Pvt. Ltd.	NIL (P.Y. NIL)	
Investments	No. of Shares 25,000,000 (P.Y. 25000000)	Amount 250000000 (P.Y. 250000000)

4 Segment Reporting

The company has no reportable Business or Geographical segment

5 Earning per Shares

Particulars		2011-2012	2011-2012
Profit attributable in the Shareholders	(A)	(9388.00)	(524628.00)
Basic/Weighted average number of Equity Shares outstanding during the year	(B)	6250	6250
Nominal Value of Equity Shares		100	100
Basic Diluted Earnings per Shares A/B		(1.50)	(83.94)

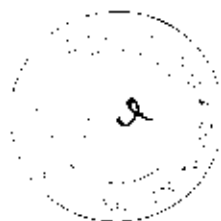
6 The statement required under-section 212 of the Companies Act. 1956 of the Company's subsidiaries are are appended .

7 Previous year figures have been regrouped wherever found necessary .

8 Signature to the above Schedules which form an integral Part of the Balance Sheet and Statement of Profit & Loss Account.

Place : Delhi

Dated: 18.05.2013



DIRECTORS

(Amit Sarin)

(Pankaj Nakra)

HIGHLAND MEADOWS PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2013

Particulars	For the year ended March 31, 2013 Rs.	For the year ended March 31, 2012 Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and extraordinary items	(9,388)	(524,628)
Adjustment for:		
Unamortised Expenditure Written off	-	510,000
Depreciation	-	-
Interest paid	-	-
Interest received	-	-
Operating profit before working capital changes	(9,388)	(14,628)
Adjustment for:		
Inventories	-	-
Sundry creditors and other payables	-	2,500
Trade and other receivables	-	-
Long term Loans & Advances	(20000)	(23,780,000)
Cash generated from operations	(29,388)	(23,792,128)
Taxes Paid including TDS	-	-
NET CASH FROM OPERATING ACTIVITIES	(A) (29,388)	(23,792,128)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Additions to fixed assets including project in progress	-	-
Capital Advances for Property Purchase	-	-
Investment made in Shares	-	(250000000)
Advance Recoverable	(24700000)	250000000
Interest received	-	-
NET CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES	(B) (24,700,000)	-
C. CASH FLOW FROM FINANCE ACTIVITIES		
Proceeds from issue of Share Capital	-	-
Proceeds from Share Premium on issue of share	-	-
Increase in unsecured loans	24,700,000	23,250,000
Interest paid	-	-
NET CASH FLOW FROM FINANCE ACTIVITIES	(C) 24,700,000	23,250,000
D. NET INCREASE IN CASH AND CASH EQUIVALENTS	(A+B+C) (29,388)	(542,128)
Cash and cash equivalents opening balance	52,116	594,244
Cash and cash equivalents closing balance	22,728	52,116

Note: Figures in brackets indicate cash outflow.

This is the cash flow statement referred to in our report of even date

For A K Jindal & Associates
Chartered Accountants


Ashok Gupta
Partner




(Amit Sarin)


(Pardeep Nakra)

Place New Delhi.
Date : 18.05.2013