
FIFTEENTH ANNUAL REPORT

2010-2011

ARAMUSK INFRASTRUCTURE INVESTMENTS LIMITED

Regd.Off:

D-1, Srishti Crescendo, No.24, Desika Road,
Chennai - 600 004.

**ARAMUSK INFRASTRUCTURE INVESTMENTS LIMITED,
Regd.D1, "Srishti Crescendo" No.24, Desika Road, Chennai 600 004.**

NOTICE

NOTICE is hereby given that the Fifteenth Annual General Meeting of the Company will be held on 29th September, 2011 at the Registered Office of the Company at D1, "Srishti Crescendo" No.24, Desika Road, Chennai 600 004 at 10.00 a.m to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as on 31st March, 2011 together with the Directors' and Auditors Report thereon.
2. To appoint a Director in place of Mr V. Kunchithapatham, who retires by rotation and is eligible for re-election..
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and fix their remuneration. The retiring Auditors Mr. S. Ranganatha Guptha, Chartered Accountant, Chennai is eligible for re-appointment.

BY ORDER OF THE BOARD
For ARAMUSK INFRASTRUCTURE INVESTMENTS LTD,

Place: Chennai
Date : 27.08.2011

-sd-
V.Kunchithapatham
DIRECTOR.

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself and the Proxy need not be a member.
2. The instrument appointing a proxy to be effective should be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the Meeting.
3. The Register of Members and the Share Transfer Books of the Company will be closed from September 23 , 2011 to September 29, 2011 (both days inclusive).
4. Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 relating to the Special Business to be transacted at the meeting is annexed hereto.

BY ORDER OF THE BOARD

for ARAMUSK INFRASTRUCTURE INVESTMENTS LTD,

Place: Chennai
Date : 27.08.2011

-sd-
V.Kunchithapatham
DIRECTOR.

ARAMUSK INFRASTRUCTURE INVESTMENTS LIMITED

Regd. Off: D1, Srishti Crescendo, No.24, Desika Road,
Chennai – 600 004.

DIRECTORS REPORT

The Directors have pleasure in presenting their Fifteenth Report on the business and operations of the Company and the Financial Accounts for the year ending 31st March, 2011.

OPERATIONS:

During the year, the company has earned a net profit of Rs.228942/- after providing for taxation of Rs. 1,00,000/- The financial results are summarized below:

	2010-11(Rs.Lakhs)	2009-10(Rs.Lakhs)
Gross sales	6.51	5.61
Net Sales	6.51	5.61
Total Income	6.51	5.61
Profit Before Tax	3.29	2.21
Net Profit after Tax	2.29	1.53

DIRECTORS:

Mr V.Kunchithapatham, Director retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to sub-section (2AA) of Section 217 of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that :

(i) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

(ii) 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 profit of the company for that period.

(iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) the Directors had prepared the annual accounts on a going concern basis.

AUDIT COMMITTEE

The Audit Committee consists of Mr C.Jabaraj as Chairman with Mr.V.Kunchithapatham and Mr.P.Augustine, as members.

CORPORATE GOVERNANCE:

A report on Corporate Governance has been enclosed in the Annual Report in accordance with Clause 49 of the Listing Agreement. A Certificate from the Practising Company Secretary regarding compliance of conditions of corporate governance as stipulated in Clause 49 of the Listing Agreement is attached to this report.

AUDITOR:

The retiring Auditors Mr S. Ranganatha Guptha, Chartered Accountant, Chennai is eligible for reappointment and his remuneration has to be fixed.

FIXED DEPOSITS:

The Company has not accepted any Fixed Deposits from the Public during the financial year.

MANAGEMENT DISCUSSION AND ANALYSIS:

1. Industry structure and development:

The Indian economy is estimated to be growing by around 8% in 2011-12 GDP growth as also been note worthy.

2. Opportunities, threats and outlook:

The performance in the infrastructure sector is significant and the investment opportunities in this sector are promising. A judicious selection of liquidity and higher yield in the segment is both the threat and opportunity.

3. Segment-wise/product-wise performance:

The company is exploring opportunities for safe and profitable investment . Operates in one segment only.

4. Risks and concerns:

The company has not made any borrowings and efforts are made to reduce the risks associated with the existing portfolio of investments.

5. Internal control systems and their adequacy:

A system of internal control commensurate with the present activities is in place.

6. Discussion on financial performance with respect to operational performance:

Your company's financial performance during 2010-11 was to new avenues of investment and has resulted in a reasonable income and is likely to grow in the near future.

7. Human Resources:

The company is in the process of creating a conducive environment for attracting suitable talented candidates in tune with its business plans.

8. Cautionary Statement:

Certain statements in the Management Discussion and Analysis describing the company's views about the industry, expectations/predictions, objectives etc. may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Company's operations may be affected with the supply and demand situations, input prices and their availability, changes in government regulations, tax laws and other factors such as industrial relations and economic development etc. Shareholders are requested to bear the above in mind.

LISTING AGREEMENT REQUIREMENTS

The securities of your company are listed at Madras Stock Exchange and Mumbai Stock Exchange Trading in company's securities remain suspended at Stock Exchanges for various reasons including non-submission of documents and all possible steps are being taken by the management to get shares traded at the floor of the Exchange.

BUY-BACK OF SHARES

There was no buy-back of shares during the year under review.

PERSONNEL:

The particulars of employees as required under section 217(2A) of the Companies Act, 1956 and the Companies (Particulars of Employees) Rules, 1975 are not applicable as the Company has not employed anyone drawing more than the prescribed amount of remuneration.

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

Information required under Sec 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particular in the Report Directors) Rules 1988.

A) Conservation of Energy	:	Nil
B) Technology Absorption	:	Nil
C) Research & Development	:	Nil
D) Foreign Exchange Earnings Outgo	:	Nil

ACKNOWLEDGEMENTS

The Board of Directors wish to place on record their appreciation for the co-operation and support of the Company's Bankers, its valued customers, employees and all other intermediaries concerned with the company's business.

Your directors sincerely thank all members for supporting us during the difficult days. We look forward to your continued support and reiterate that we are determined to ensure that the plans are successfully implemented.

BY ORDER OF THE BOARD

for ARAMUSK INFRASTRUCTURE INVESTMENTS LTD.

-Sd-
PAugustine
Director

-Sd/-
V.Kunchithapatham
Director.

Place: Chennai
Date : 27.08.2011

Report on Corporate Governance

Report on the Corporate Governance of the Company for the financial year ended 31.3.2011 is submitted herewith:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Nurturing the core values of corporate governance in all its facets of operations would be the company's philosophy. Your company is fully committed to and continues to adopt procedures and practices in conformity with the Code of Corporate Governance besides recognizing the legitimate interest of the stakeholders.

2. BOARD OF DIRECTORS:

All the Directors are non executive independent Directors.

Name of the Director	Other Listed Companies where he is a Director	Where he is a committee Member	Where he is a chairman of the committee	Category	No. of Board Meeting held	No. of Board Meetings attended	Whether last AGM attended
1. V.Kunchitha-patham	1	Yes	Yes	Non Executive and Independent	7	7	Yes
P.Augustine	1	Yes	Yes	Non Executive Independent	7	7	Yes
3.C.Jabaraj	1	Yes	Yes	Non Executive and Independent	7	5	Yes

We have given the number of Board Meetings attended by each Director. The dates of the Board Meeting are as follows:

(1) 30.04.2010 (2) 31.07.2010 (3) 10.08.2010 (4) 12.08.2010 (5) 28.08.2010
(6) 30.10.2010 (7) 14.02.2011

The Board meets at least once a quarter to review the quarterly performance and the financial results. The Board meetings are generally scheduled well in advance and notice of each Board Meeting is communicated to each Director.

In addition to matters statutorily requiring Board's approval, all major decisions involving policy, strategy and business plans, annual budgets, new investments, compliance with regulatory/statutory requirements and write offs are considered by the Board.

Mr.V. Kunchithapatham is a administrative experience and his services are required by the company in choosing the right investment opportunities.

The Board of Directors are pleased to inform the members that Mr.C.Jabaraj and Mr.P.Augustine are contributing their mite to the company in the areas of operations and