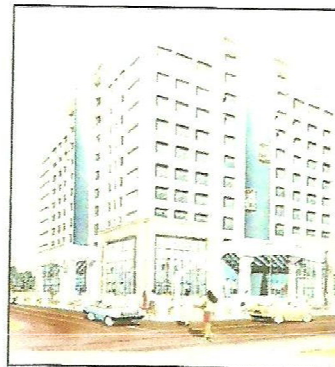


18TH ANNUAL REPORT



Building, Constructions & Media

Bombay Stock Exchange Listed co.
(ISO 9001 : 2000)

2010

2011



FACT ENTERPRISE LIMITED

18 TH

ANNUAL REPORT

2010-2011

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rajiv Kashyap	- Chairman cum Managing Director
Mr. Kunal Patil	- Director
Mr. Praful Sadanand Rane	- Director
Mr. Varun S.Gautam	- Director

REGISTERED OFFICE 51, Juhu Supreme Shopping Centre,
Gulmohar Cross Road No.9, Andheri (W), Mumbai – 400 049.

AUDITORS M.V. DAVE & CO.
Chartered Accountants, Mumbai

BANKERS Allahabad Bank, J.V.P.D Scheme
Oriental Bank of Commerce, Kandivali, Mumbai
Union Bank of India, Ville Parle (E), Mumbai
Union Bank of India, Malad (W), Mumbai

**REGISTRAR &
SHARE TRANSFER
AGENT** Big Share Services Pvt. Ltd, E-2/3, Ansa Industrial Estate,
Saki-Vihar Road, Saki Naka, Andheri (E), Mumbai – 400 072.

**CORPORATE
IDENTIFICATION
NUMBER(CIN)** L67190MH1993PLC071166

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CHAIRMAN'S ADDRESS TO SHAREHOLDERS

Dear Shareholders,



It gives me great pleasure to welcome all of you at the 18th Annual General Meeting of YOUR COMPANY.

The fortunes of every sectors of business and industry is virtually depends upon infrastructure. Without offices, retail shops, trade zones, roads, airports and other various infrastructure related activities without which economy will strive to achieve its goal.

We are seeing continuously global financial crisis across the world. India, being a 3rd largest Economy in the World has shown a good corporate performance which has driven the growth of our economy. Real estate sector have seen a phenomenal demand for good commercial as well as residential projects which helped companies like us to survive in the economic downturn.

By now you have had the opportunity to go through the audited annual accounts for financial year 2009-2010.

In the Financial Year 2009-2010, YOUR COMPANY'S performance had post a Net profit of Rs. 96.68 lacs with the Earning Per Share of Rs. 1.02. As we know the fact that slowdown in global economy has led to decrease in Turnover as well in profits. I would like to present in front all of you financial figures of this financial year 2010-11 where YOUR COMPANY'S Turnover has gone down and Earning Per Share has gone down to Rs. 0.01 from Rs. 1.02 of last year. I assure that YOUR Company's next financial performance will be substantially high in terms of Profits and turnover. Company has also raised Rs. 350 to 400 lacs by issuing equity shares on preferential basis which has resulted a lower Earning Per Share.

YOUR COMPANY under trying circumstances was focused on execution and demonstrated its capability by launching various construction projects. Company as also ventured into Media Segment where Company has successfully launched various teen pageants like "Fact Universal Teen Pageant", Fact Supermodels.

CHAIRMAN'S ADDRESS TO SHAREHOLDERS

Company has tied up with one of the known production house to produce movies. Company has started production process of Movie 'Main Krishna Hoon.' This diversification in media industry will give us good results and returns in years to come.

M/s. Fact Enterprise Limited enjoys excellent relations with its clients and with numerous institutions in and outside India. The Company has tremendous financial and managerial capabilities and our main stream of business is construction. The quality and reliability of the business has earned the Company an enviable reputation and goodwill. We believe in successfully completing all the assignments in a fixed and precise time frame.

Synergy and combination of capital intensive and time extensive projects gives YOUR COMPANY good profits and value for money. Due to this unique combination, costs of our projects are very low and the profits are high.

At the end, I would like to reinforce the uniqueness of our business model and various strategies will be to focus on executions and create wealth for shareholders. I take this opportunity to thank all the shareholders, customers, suppliers, bankers and employees for their continued support and co-operation. We share an everlasting bond with each other. I thank all my colleagues on the Board for their unanimous support and immense encouragement.

I am sure that with your best wishes and confidence shown in our capabilities, the Company will achieve new milestones.

With Best Wishes,

Sd/-

Chairman
Place: Mumbai

Date: 2nd September, 2011.

NOTICE TO THE MEMBERS

Notice is hereby given that the Eighteenth Annual General Meeting of **FACT ENTERPRISE LIMITED** will be held on Friday, 30th September, 2011 at 10.00 A.M. at the Conference Hall, Juhu Supreme Shopping Centre, JVPD Scheme, Andheri (w), Mumbai – 400049 to transact the following business:

ORDINARY BUSINESS:

1. To consider, approve and adopt the audited Balance Sheet as on 31st March 2011 and the Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Director in place of Mr. Varun Sadashiv Gautam, who retires by rotation and being eligible offers himself for re-appointment.
3. To reappoint Auditors and fix their remuneration.

SPECIAL BUSINESSES:

4. Appointment of Mr. Kunal Patil as Director:

To consider and, if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Kunal Patil has been appointed as an Additional Director of the Company with effect from 14th May, 2011 and who in terms of Section 260 of the Companies Act, 1956, holds office of Directorship upto the date of this Annual General Meeting and in respect of whom the Company has received Notice in writing from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose him as a candidate for the office of Director, be and is hereby appointed as a Director of the Company .”

FOR AND ON BEHALF OF THE BOARD

Sd/-

**(RAJIV KASHYAP)
MANAGING DIRECTOR**

Place: Mumbai

Date: 2nd September, 2011

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND VOTE IN HIS OR HER PLACE AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Register of Members and the Share Transfer Register of the Company shall remain closed from 28th September 2011 to 30th September 2011 (both days inclusive).
3. Members are requested to notify immediately any change in their address along with pin code numbers to the Company or the share transfer agent of the Company Registrar & Share Transfer Agent, Big Share Services Pvt. Ltd. E-2/3, Ansa Industrial Estate, Saki-Vihar Road, Saki Naka, Andheri (E), Mumbai – 400 072.
4. Individual shareholders can take the facility of nomination. For further detail in this regard shareholders may contact share transfer agent of the Company.
5. The shares of the Company are transacted in compulsory dematerialized form. Shareholders are requested to convert their shares in Demat form at the earliest possible.
6. Members are requested to quote their account/folio no. in all correspondence with the Company.
7. Members attending the annual general meeting are requested to bring along their copies of the annual report, as the same will not be distributed at the meeting.
8. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting so as to enable the management to keep the information ready at the meeting.

BY ORDER OF THE BOARD,
For FACT ENTERPRISE LTD

Sd/-

Place: Mumbai
Dated: 2nd September, 2011.

Mr. RAJIV KASHYAP
CHAIRMAN & MANAGING DIRECTOR

ANNEXURE TO THE NOTICE:**EXPLANATORY STATEMENT UNDER SECTION 173(2) OF THE COMPANIES ACTS, 1956.**

The following Explanatory Statement sets out the material facts relating to the business under items 4 of the accompanying Notice:

Mr. Kunal Patil was appointed as an Additional Director by the Board of Director w.e.f. May 14, 2011 in accordance with the provisions of Section 260 of the Companies Act, 1956.

Pursuant to Section 260 of the Companies Act, 1956 the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing her candidature for appointment as Director of the Company in accordance with the provisions of Section 257 and all other applicable provisions of the Companies Act, 1956.

The Board feels that presence of Mr. Kunal Patil on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 4 for adoption.

None of the Directors, except Mr. Kunal Patil is concerned or interested in this resolution.

The Board recommends resolutions under Item No. 4 to be passed as ordinary resolution.

For Fact Enterprise Limited

Place: Mumbai

Date: 2nd September, 2011

**Sd/-
Rajiv Kashyap
Managing Director**



**DETAILS OF THE DIRECTORS
SEEKING APPOINTMENT/RE-APPOINTMENT
AT THE FORTHCOMING ANNUAL GENERAL MEETING**

(In pursuance of Clause 49(VI) (A) of the Listing agreement)

DIRECTORS SEEKING RE-APPOINTMENT

Name of the Director:	Mr. Varun Sadashiv Gautam
Date of Birth:	28-11-1966
Date of Appointment:	28-11-2005.
Expertise in any specific functional area:	Mr. Varun Sadashiv Gautam has extensive experience in media and journalism field for more than 21 years.
Qualification:	B.COM
Directorships held in other companies: (excluding foreign Companies)	NIL
Committee Positions held in other Companies:	NIL

DIRECTORS SEEKING APPOINTMENT

Name of the Director:	Mr. Kunal P. Patil
Date of Birth:	20.12.1983
Date of Appointment:	14.05.2011.
Expertise in any specific functional area:	He is good experience in Construction related activities.
Qualification:	Diploma in Civil Engineer
Directorships held in other companies: (excluding foreign and Pvt. Ltd. Companies)	NIL
Committee Positions held in other Companies:	NIL

BY ORDER OF THE BOARD,
For **FACT ENTERPRISE LTD.**

Sd/-

Place: Mumbai
Dated: 2nd September, 2011

Mr. RAJIV KASHYAP
CHAIRMAN & MANAGING DIRECTOR