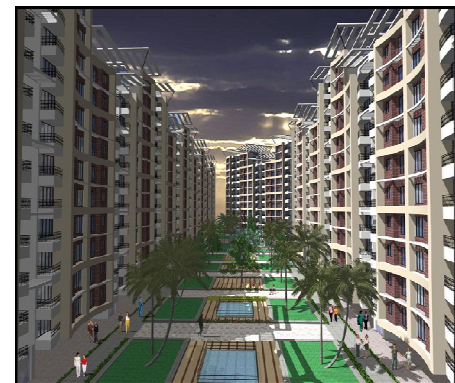




**19TH**

# **ANNUAL REPORT 2011-2012**



**Building, Constructions & media**

**Bombay Stock Exchange Listed Co.**



# **FACT ENTERPRISE LIMITED**

## **19 TH ANNUAL REPORT**

**2011-2012**

## **CORPORATE INFORMATION**

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### **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  
Union Bank of India, Juhu Tara Road, 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

<b>Sr. No</b>	<b>Particulars</b>	<b>Page Nos.</b>
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<b>2.</b>	<b>Notice of Annual General Meeting</b>	<b>6-8</b>
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<b>4.</b>	<b>Management Discussion &amp; Analysis Report</b>	<b>13-17</b>
<b>5.</b>	<b>Corporate Governance Report</b>	<b>18-25</b>
<b>6.</b>	<b>Auditors Certificate</b>	<b>26</b>
<b>7.</b>	<b>Auditors Report and Annexure attached thereto</b>	<b>27-31</b>
<b>8.</b>	<b>CEO Certification</b>	<b>32</b>
<b>9.</b>	<b>Audited Annual Accounts for year ended 31<sup>st</sup> March, 2012</b>	<b>33-46</b>

## **CHAIRMAN'S ADDRESS TO SHAREHOLDERS**

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Dear Shareholders,



I look forward to your continued support in the year ahead and wish you the very best. It gives me great pleasure to welcome all of you at the 19<sup>th</sup> Annual General Meeting of YOUR COMPANY.

At a time when the Indian economy is experiencing a slowdown due to global and domestic turbulence and policy formulations aimed at curbing inflationary pressures having a depressing impact on productivity and growth the real estate sector too is faced with formidable challenges.

Uninterrupted access to affordable finance is vital for the health of the urban infrastructure and housing sector. In my view, care should be taken in formulating monetary policies to ensure that tightening of credit aimed at combating inflation does not have the unintended side-effect of stunting the growth of the real estate development industry.

It is my firm belief that the housing and construction sector is poised to become the next big driver of growth in India. The Economic Survey for 2011-12 credits the housing sector for contributing about 5 percent to India's GDP. With linkages to more than 250 ancillary industries, the housing and urban infrastructure sector has a major multiplier effect on the entire economy, providing jobs across the spectrum, right from highly qualified engineers and architects to unskilled labourers, thereby promoting the cause of inclusive growth.

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 2", Fact Supermodels 2.

## **CHAIRMAN'S ADDRESS TO SHAREHOLDERS**

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Company has tied up with one of the known production house to produce movies. Company has completed production of Movie 'Main Krishna Hoon.' And movie will be releasing soon by Eros International. Company has also started production of another Movie "Kaanch" of which first schedule has already been finished and company will be scheduling next schedule in coming months and company expected to complete this movie in next year. 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.

Your Company remains committed to the underlying values of providing exemplary customer service, achieving business objectives with social responsibility and enhancing stakeholder value.

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: 2<sup>nd</sup> September, 2012.



## **NOTICE TO THE MEMBERS**

**Notice** is hereby given that the Nineteenth Annual General Meeting of **FACT ENTERPRISE LIMITED** will be held on Saturday, 29<sup>th</sup> September, 2012 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 31<sup>st</sup> March 2012 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. Praful Rane, who retires by rotation and being eligible offers himself for re-appointment.
3. To reappoint Auditors and fix their remuneration.
4. Any other businesses.

**FOR AND ON BEHALF OF THE BOARD**

Sd/-

**(RAJIV KASHYAP)  
MANAGING DIRECTOR**

Place: Mumbai

Date: 2<sup>nd</sup> September, 2012

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 26<sup>th</sup> September 2012 to 29<sup>th</sup> September 2012 (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:** 2<sup>nd</sup> September, 2012.

**Mr. RAJIV KASHYAP**  
**CHAIRMAN & MANAGING DIRECTOR**





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

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

**DIRECTORS SEEKING RE-APPOINTMENT**

<b>Name of the Director:</b>	Mr. Praful Rane
<b>Date of Birth:</b>	21-04-1954
<b>Date of Appointment:</b>	23-07-2007.
<b>Expertise in any specific functional area:</b>	Mr. Praful Rane has extensive experience in construction related activities for more than 15 years.
<b>Qualification:</b>	B.COM
<b>Directorships held in other companies:</b> (excluding foreign Companies)	NIL
<b>Committee Positions held in other Companies:</b>	NIL

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

Sd/-

Place: Mumbai  
Dated: 2<sup>nd</sup> September, 2012

**Mr. RAJIV KASHYAP**  
**CHAIRMAN & MANAGING DIRECTOR**

To,

The Members of **Fact Enterprise Limited**

Your Directors are pleased to present the 19<sup>th</sup> Annual Report together with the Audited Accounts for the year ended 31<sup>st</sup> March 2012.

**I. FINANCIAL HIGHLIGHTS:**

<b>Particulars</b>	<b>Year ended 31-3-2012 (Rs. in Lacs)</b>	<b>Year ended 31-3-2011 (Rs. in Lacs)</b>
Turnover	19.92	34.59
Profit before Interest, Depreciation and Tax	1.84	2.56
<b>Less:</b>		
(i) Interest:	0.66	1.22
(ii) Depreciation	0.24	0.24
Profit after Interest and Depreciation	0.94	1.10
Profit before Taxation	0.94	1.10
Provision for Taxation (after adjustment of deferred Tax)	(0.49)	0.03
Profit after Tax	1.43	1.07
<b>Add:</b> Amount brought Forward from last year	34.19	33.12
Amount Available for Appropriation	35.62	34.19
<b>Less:</b> Appropriations:		
Amount Transferred to General Reserve	0.00	0.00
Interim Dividend / Proposed Dividend	0.00	0.00
Provision for tax on proposed Dividend	0.00	0.00
Balance carried to Balance Sheet	35.62	34.19