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KOLTE-PATIL DEVELOPERS LIMITED.

T : +91-90491 41000 / 90494 41000 | sales@koltepatil.com | www.koltepatil.com

JV Partner



LETTER TO SHAREHOLDERS



Dear Shareholders,

“Business is not just about doing great deals. Business is about having great products, providing tremendous service to customers, safeguarding the interest of stakeholders and valuing the efforts put in by employees. Finally, business is a cobweb of human relationships.”

We at KPDL, value human relationships! We have always focused our efforts on nurturing our relationships with our Customers, Employees, Shareholders, Vendors, Suppliers, etc.

KPDL has always strived to deliver quality to its Customers without compromising on deadlines. Project executions are now faster than ever before due to the implementation of modern techniques of construction such as “Aluminum Formwork Techniques”. This technique is simple, fast, adaptable and cost – effective for the construction of residential units and mass housing projects. We have also made concentrated efforts to make all our projects “Eco-friendly” to reduce our carbon footprint.

We believe that employees are the real driving force and the secret of KPDL’s stupendous growth. In order to ensure the development and stimulation of our workforce, we have revamped our Human Resource Policies and have organized several training programs and events that bring the employees together which enhances productivity and creates a positive work environment.

We have also formulated and adopted “Standard Operating Procedures” which have been introduced to ensure the streamlined and improved work practices. We have always endeavored to adapt and implement best work practices.

Our economy is still recovering from the setback it had received during recession and the development at macroeconomic level is still slow, but KPDL has grown steadily even in these adverse conditions. The faith reposed in KPDL by its Shareholders is the testimony to KPDL’s growth.

In a bid to make our tomorrow better, we have evolved a “Corporate Social Responsibility Program” which is proposed to be implemented from the fiscal year 2011-12. We propose to address several social causes such as illiteracy, health camps, tree plantations, etc.

As someone wise once said, *“While it is well enough to leave footprints on the sands of time, it is even more important to make sure they point in a commendable direction!”* KPDL in its journey of twenty years has left behind many footprints while delivering creations of unmatched standards! This has been possible with your support and I would like to thank you for making our journey of twenty years a success.

With best regards,

Sd/-

Rajesh Patil

Chairman and Managing Director

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88060 42000

*Conditions apply



KOLTE-PATIL DEVELOPERS LTD.

Sales & Marketing Off. - 'Bizzbay' The Mall, NIBM Road, Pune - 411 048.

Tel: 020 - 66808800 Email: sales.nibm@koltepatil.com Web.: www.koltepatil.com

Joint Venture Partner
PORTMAN HOLDINGS

KOLTE-PATIL DEVELOPERS LIMITED

BOARD OF DIRECTORS

Mr. Rajesh Patil

Chairman and Managing Director

Mr. Naresh Patil

Joint Managing Director

Mr. Milind Kolte

Executive Director

Mrs. Sunita Kolte

Executive Director

Mr. Jayant Pendse

Independent Director

Mr. Achyut Watve

Independent Director

Mr. G.L. Vishwanath

Independent Director

Mr. Manish Doshi

Independent Director

Mr. Siddharth Vaidya

Asst. Company Secretary and Compliance Officer

Registered Office

2nd Floor, City Point,
Dhole Patil Road,
Pune – 411 001 (Maharashtra)
Tel. No. +91-20-66226500
Fax No. +91-20-66226511
Website : www.koltepatil.com

Regional Office

22/11, 1st Floor,
Park West, Vittal Malya Road,
Bangalore – 560001
Tel. No. +91-080-22243135, 22242803
Fax No. +91-080-22120654

Bankers

IDBI Bank Limited
ICICI Bank Limited
HDFC Bank Limited
Axis Bank Limited
Corporation Bank Limited

Statutory Auditors

M/s. S P C M & Associates,
(Formerly known as Bora Kasat & Co.)
Chartered Accountants.
1211/B, Shukrawar Peth,
Subhash Nagar, Lane No.4,
Pune- 411 002
Tel: +91-20- 24479119
Fax: +91-20- 24486663
E-mail: accounts@spcm.co.in

Registrar and Share Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED
E/2 and 3, Ansa Industrial Estate,
Sakivihar Road, Sakinaka,
Andheri (E), Mumbai - 400 072
Tel: +91-22-40430200
Fax: +91-22-28475207
Website: www.bigshareonline.com
E-mail: investor@bigshareonline.com

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NOTICE

Notice is hereby given that the **TWENTIETH ANNUAL GENERAL MEETING** of **KOLTE-PATIL DEVELOPERS LIMITED** will be held at Maharatta Chamber of Commerce Industries & Agriculture, Sumant Moolgaonkar Auditorium, Ground Floor, A Wing, MCCIA Trade Tower, Senapati Bapat Road, Pune - 411 016, Maharashtra, India, on Saturday, 30th July, 2011 at 12.00 noon to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2011 and Profit and Loss Account for the year ended on that date and the Report of the Directors' and Auditors' thereon.
2. To declare dividend on Equity Shares for the financial year ended on 31st March, 2011.
3. To appoint a Director in place of Mr. G. L. Vishwanath, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Jayant Pendse, who retires by rotation and being eligible, offers himself for re-appointment.
5. To re-appoint Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Registered Office:
2nd Floor, City Point, Dhole Patil Road,
Pune – 411 001

By Order of the Board
For KOLTE-PATIL DEVELOPERS LIMITED

Place: Pune
Date: May 30, 2011

Siddharth Vaidya
Asst. Company Secretary

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, on a poll, instead of himself and the proxy need not be a member of the Company. The proxy form, in order to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. Blank proxy form is attached to the Annual Report.**
2. Brief profile of Directors retiring by rotation and seeking re-appointment as required under Clause 49 of the Listing Agreement is annexed to the Notice.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 23rd July, 2011 to Saturday, 30th July, 2011 (both days inclusive).

4. The Register of Directors' Shareholding, maintained under Section 307 of the Companies Act, 1956, will be available for inspection by the members at the Annual General Meeting.
5. The Register of Contracts, maintained under Section 301 of the Companies Act, 1956, will be available for inspection by the members at the Registered Office of the Company.
6. The Dividend would be payable on 26th August, 2011 to the shareholders whose names appear in the Register of Members on 23rd July 2011.
7. Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified true copy of Board Resolution authorizing their representatives to attend and vote on their behalf in the meeting.
8. Members holding shares in physical form are requested to intimate the following directly to the Company's Registrar and Share Transfer Agent:
 - (a) Change if any, in their address with Pin Code Number.
 - (b) Quote their Ledger Folio No. in all their correspondence.
 - (c) Send their Share Certificates for consolidation.
 - (d) Request for nomination forms for making nominations as per Section 109A of the Companies Act, 1956, if not already intimated.
9. The Beneficial Owner(s) of dematerialized shares are requested to intimate change in their address to the concerned Depository Participant.
10. Applicants/Members wishing to claim IPO refund money or unclaimed dividend are requested to correspond with the Compliance Officer / Registrar and Share Transfer Agent of the Company i.e. Bigshare Services Private Limited. Members are requested to note that dividend and IPO refund not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account and Unpaid IPO Refund Account will, as per Section 205C of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.
11. **The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by permitting Companies to communicate with its Shareholders through electronic mode. For registering/changing email address, Shareholders are requested to complete the online registration form- "Form for Registering/Changing E-mail Address" on the website of the Company www.koltepatil.com under the Investors section.**

REQUEST TO MEMBERS

Members desirous of getting any information / clarification on the Accounts and operations of the Company or intending to raise any query, are requested to forward the same at least 10 days in advance of the meeting to the Compliance Officer so that, the same may be attended appropriately.

Members are requested to bring the Attendance Slip duly filled in for attending the meeting, with identity proof.

CLAUSE 49 OF THE LISTING AGREEMENT

**Brief profile of Directors seeking re-appointment at the forthcoming Annual General Meeting
(Item No. 3 and 4 of the Notice)**

| Name of Director | Mr. G. L. Vishwanath | Mr. Jayant Pendse |
|--|-----------------------------|--|
| Age | 49 years | 65 years |
| Date of Appointment | December 26, 2006 | October 29, 2009 |
| Directorships held in other Companies | NIL | 1) Finprop Advisory Services Limited 2) Magnum Machines Private Limited 3) Corrugated Box Industries (India) Private Limited |
| Committee Positions held in other Companies | NIL | NIL |
| Relationship with other Directors | NA | NA |
| Number of Shares held | NIL | NIL |

Expertise in functional areas

Mr. G. L Vishwanath is a practicing Senior Lawyer from Bengaluru. He has 25 years of experience in legal field. He appears before various fora such as High Court, Civil, Criminal and Consumer Courts, Tribunals, State Commission and the Supreme Court of India. His areas of practice are Constitutional Law, Corporate Law, M & A, Trade Marks, IPR, Contracts and disputes relating to Land and Property matters. He has worked previously for three years with ITC Limited, Kolkata.

Mr. Jayant Pendse holds Bachelors' Degree in Science (Geology) and Masters' Degree in Exploration Geophysics from Indian Institute of Technology, Kharagpur. After completing his Masters degree, he joined Indian Revenue Service in 1969. He worked as an Officer of Income Tax Department in various cities and was promoted as Commissioner of Income Tax in 1991 and was posted in Hyderabad, Chennai and Pune. During the service in Income Tax Department, he was also on deputation to Oil and Natural Gas Commission (ONGC) where he handled development of Bombay High from 1978 to 1984. He was also on deputation as member of Income Tax Appellate Tribunal. He was then promoted as Chief Commissioner of Income Tax at Madurai and as Director General Investigation at Hyderabad. Thereafter, he was appointed as an Additional Secretary to Government of India and was posted as the Member of Central Board of Direct Taxes (CBDT). In 2006, he was appointed as the member of Income Tax Settlement Commission (ITSC) promoted in February 2007 as Vice Chairman - ITSC and further promoted in October 2007 as Chairman - ITSC, a post equivalent to the Secretary to Government of India. After retirement in June 2008, he is practicing as an Advocate in Pune, mostly engaged in chamber practice.

DIRECTORS' REPORT

To

The Members,

In the Company's twentieth year of uncompromised standards of service and with a motto of "**Creation, not Construction**" as the foundation of our every endeavor, we have grown strength by strength in the last two decades. Your Directors take great pleasure in presenting the Twentieth Annual Report on the business and operations of the Company, together with the audited Financial Statements for the financial year ended on 31st March, 2011.

The Company is engaged in various segments namely Real Estate Development, Hospitality and Retail. However, in the financial year 2010-2011, there was only one reportable segment namely Real Estate Development.

Financial Highlights

(Rs. in Lakhs)

| Particulars | 2010-2011 | 2009-2010 |
|--|-----------|-----------|
| Net Sales and Other Income | 15,144.50 | 9,021.93 |
| Less: Expenditure | 7,074.80 | 4,957.04 |
| Less: Financial Charges | 466.27 | 639.29 |
| Less: Depreciation/Amortization | 116.56 | 112.71 |
| Profit Before Tax | 7,486.86 | 3,312.89 |
| Less: Provision for taxation | 2,222.29 | 547.26 |
| Profit After Tax | 5,264.57 | 2,765.63 |
| Add: Prior Period adjustments | - | (5.49) |
| Add: Balance of Profit and Loss Account brought forward from the previous year | 26,349.29 | 24,654.02 |
| Profit available for appropriation | 31,613.87 | 27,414.16 |
| Appropriations: | | |
| Transfer to General Reserve | 400.00 | 180.00 |
| Proposed Dividend (includes tax on dividend) | 1,409.08 | 884.86 |
| Balance carried to Balance Sheet | 29,804.79 | 26,349.29 |

Performance Review

Your Company has always endeavored to conceptualize projects, keeping in mind a wide array of customer requirements such as affordable housing, luxury incarnate, eco-friendly homes, etc.

We believe in the concept of - "A Home for Everyone", from providing facilities for simple living to providing a bouquet of amenities; we try to cater the needs of every class/category of buyers.

During the financial year under review, the total sales, other operating income and other income increased from Rs. 9,021.93 Lakhs to 15,144.50 Lakhs, a net increase of 68%. Similarly, the Profit before tax showed a phenomenal jump of 126%, rising from Rs. 3,312.89 Lakhs to Rs. 7,486.86 Lakhs and Profit after tax recorded a significant growth of 90% to Rs. 5,264.57 Lakhs from Rs. 2,765.63 Lakhs.

During the financial year 2010-2011, the Company amended its Main Objects Clause and Other Objects Clause of Memorandum of Association so as to cover the ancillary activities in Real Estate Development Business. Members of the Company accorded their consent through Postal Ballot for the said amendment and the resolutions were passed as Special Resolutions. Registrar of Companies, Pune has issued the Certificate of Registration of the Special Resolution confirming alteration of Objects Clause(s) of the Memorandum of Association on 3rd January,

2011. Also, the members passed an Ordinary Resolution by way of Postal Ballot authorizing the Board of Directors of the Company to mortgage and / or charge the properties of the Company to secure borrowings availed / to be availed not exceeding Rs. 600 Crores.

Dividend

Considering the financial position of the Company, your Directors have recommended a dividend of Rs.1.60 per equity share on 7,57,74,909 Equity Shares of the Company.

Projects

Green Olive is a 2 and 3 BHK Luxurious Apartments project which is located at Hinjewadi, where style and luxury merge beautifully to form the perfect home for you. This project has been launched recently and has received an overwhelming response.

Glitterati is an ongoing project of the Company which is located just 4 kms away from Pune's major IT hub, Hinjewadi Infotech Park, offers irresistible super lavish couture homes, flaunting unfathomable reservoir of luxury, style and beauty.

City Bay is a commercial project of the Company situated at Boat Club Road, Pune with total saleable area of approximately 95,000 sq.ft. Your Company has received an outstanding response to this new commercial project.

Alyssa is a commercial project of the Company situated at Richmond Road, Bengaluru with saleable area of approximately 43,475 sq. ft. Your Company has received good response for the project.

Koramangala project is a commercial project situated at Koramangala, Bengaluru with saleable area of approximately 1,98,000 sq. ft.

Joint Venture Projects

Corolla Realty Private Limited

Corolla Realty Private Limited is coming up with a project in Wagholi, Pune. The project consists of Twin Bungalows, Row Houses, Affordable Homes, Mid Income Group Housing, Residential cum Commercial Building, etc. During the year under review, the Company had received a good response for its affordable housing scheme "Umang Homes". The delivery of Umang Homes Phase-I is expected by July 2011, will see a boost for sale of the new phases in future. The Company had launched its new scheme "IVY Estate" consisting of Villas, Twin Bungalows, Row Houses and Luxury Apartments for which Company had received good response.

Kolte-Patil I-Ven Townships (Pune) Private Limited

Kolte-Patil I-Ven Townships (Pune) Private Limited is coming up with a residential project in Jambhe, Pune. During the year under review, the Company had pre-launched its Township Project Phase-I (approximately 150 acres) consisting Row Houses, Twin Bungalows and 1/2/3 BHK Apartments. During the pre-launch of the project, the Company had received a good response for the project.

Directors

During the year under review, there was no change in the composition of the Board of Directors of the Company.

Pursuant to Section 256 of the Companies Act, 1956 read with the Article 167 of Articles of Association of the Company, Mr. G. L. Vishwanath and Mr. Jayant Pendse; Directors, retire by rotation and being eligible, have offered themselves for re-appointment at the ensuing Annual General Meeting. The brief profile of the Directors seeking re-appointment has been annexed to the Notice of the Annual General Meeting.

Subsidiary Companies

The Company has 13 Subsidiary Companies as on 31st March, 2011 namely, Regenesys Project Management Company Private Limited, Yashowardhan Promoters and Developers Private Limited, Sylvan Acres Realty Private Limited, I-Ven Kolte-Patil Projects (Pune) Private Limited, Lilac Hospitality Private Limited, Olive Realty Private Limited, Bellflower Properties Private Limited, Jasmine Hospitality Private Limited, Oakwoods Hospitality Private Limited, Regenesys Facility Management Company Private Limited, PNP Retail Private Limited, Kolte-Patil Real Estate Private Limited and Snowflower Properties Private Limited.