



KOLTE-PATIL DEVELOPERS LTD.

ANNUAL REPORT
2012-13

**LEAPING
FORWARD**



Unapologetically rich.



24K Allura is crème de la crème project with 3.5 acres of ready amenities that seek to add a world-rich edge to the most premium lifestyle. The different residences with areas ranging from 1,600 to 3,000 sq.ft. make intelligent use of space and also offer a breathtaking view of the hills. At 24K Allura, even the minutest detail is underlined by a delicate blend of good taste, worldliness, sophistication and subtlety. Unapologetically so.

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| | • Kid's Play Area & Toddler's | |

Sales Lounge: 24K Allura, Hillsl & Dales Society,
Off NIBM Road, Undri, Pune - 411 060
Call: +91 90491 24000 / 90493 24000
sales@24kliving.com
www.koltepatil.com/allura

24K ALLURA
BY KOLTE-PATIL

THE FIRST 24K PROJECT IS HERE. BEHOLD THE EXPERIENCE!



NOT EVERYONE FATHOMS WHAT LUXURY TRULY IS. NOT EVERYONE UNDERSTANDS THAT IT'S A MINDSET VERY FEW HAVE. EXACTLY THE REASON WHY 24K IS NOT DESIGNED FOR EVERYONE.

24K IS KOLTE-PATIL DEVELOPERS' NICHE BRAND THAT OFFERS SUPER LUXURIOUS HOMES IN PROMINENT CITIES ACROSS INDIA. 24K'S VERY FIRST OFFERING, 24K GLITTERATI IS GETTING READY IN PUNE AND HAS ALREADY BECOME A BENCHMARK OF LIFESTYLE.

THE THINKING GONE BEHIND EVERY SINGLE ASPECT, DEFINED AS 24K DESIGN THINKING, IS UNLIKE ANYTHING SEEN BEFORE. THE LIFESTYLE 24K GLITTERATI PROMISES IS SURELY NOT FOR EACH AND EVERY PERSON OUT TO BUY A HOME.

VERY FEW PEOPLE WILL BE A PART OF 24K, JUST THOSE WHO BELONG.

SALES LOUNGE: WAKAD-BANER LINK ROAD,
PIMPLE NILAKH, PUNE 411 027,
MAHARASHTRA, INDIA.

T: + 91 91589 24000, +91 91580 24000

SMS 24KTO 52424

info@24kliving.com | www.koltepatil.com/glitterati

24K GLITTERATI
BY KOLTE-PATIL

THE NEW PRECEDENT OF LUXURY LIVING

Our accolades...

24K Glitterati
Premium Apartment
of the year 2013
- NDTV Award



24K Glitterati
Luxury Project
of the year 2013
- Realty Plus



Ivy Estate
Residential Property
of the year 2013
- Realty Plus



Umang Homes
Best Housing Developer
(West India) of 2012
- Bloomberg TV Group



Umang Homes
Best Housing
Project 2012
- CNBC Awaaz Group



From the CMD's Desk...

Dear Shareholders,

It gives me immense pleasure to report that 2012-13 was another year of strong financial performance and project execution. Despite muted macroeconomic growth, Kolte-Patil maintained its leadership position in Pune's real estate market while setting new benchmarks in terms of construction quality and delivery timelines. We sold 2.65 million square feet in the year 2012-13 at a substantial price premium compared to the average market rate; this followed on the back of our strong performance in the prior financial year when we sold 2.85 million square feet. Our revenue and profit after tax in the year 2012-13 increased by about three times. We further remain well-placed to sustain this growth momentum in FY 2013-14 and beyond.

The macroeconomic growth outlook remained weak through FY 2012-13. However, the economy appears to have bottomed out and we should see some signs of recovery in growth in FY 2013-14. Despite the muted growth outlook, we saw improved traction in our local markets as projects offering value to customers across segments continued to see demand from both investors and end users. Interest rates saw some decline based on the cool-down in inflation but higher absorption rates reappeared only selectively at every price point.

We continue to see robust sales off-take and strong realizations in our key markets of Pune and Bengaluru – our construction quality and delivery timelines have stood us in good stead over these last few months and customers have been willing to pay a premium for a trusted brand like Kolte-Patil. We have five new projects lined up for launch in the coming fiscal year as well as additional phases in four existing projects including Life Republic and Tuscan. Overall, we expect to commence construction on around nine million square feet this year.

In FY 2013-14, we also expect to see greater contribution from our ongoing projects in Bengaluru, and sign more redevelopment projects in Mumbai which should contribute to financial performance from FY 2014-15. As we expand and move into other local markets, we continue to invest in developing internal processes and controls in order to sustain our construction quality across projects, manage costs and reduce cost inefficiencies. In the last financial year, we undertook standardization of contracting clauses and rates across the group and established a central contract department to set cost parameters and guidelines, along with improved documentation and processes. We also undertook surprise quality checks and performance analysis of incoming material to ensure continued adherence to our strict quality standards. In the current year, we expect to launch several additional initiatives to streamline our processes to drive growth to the next level and support our margin improvement initiatives.

Keeping our focus intact on maximizing shareholder wealth, Kolte-Patil was perhaps one of the first companies in the real estate sector to institute a dividend policy. We aim is to distribute 15-25% of profit after tax each year as dividend while the balance of profits will be used for land acquisition and other business-related purposes. We have proposed a dividend of Rs. 3.50 per share in FY 2012-13 and going forward, our focus will remain on maintaining shareholder friendly initiatives. These will include enhancing our information disclosure policies and strengthening our corporate governance practices.

With best wishes,

Rajesh Patil
Chairman and Managing Director





**Be the first to
reap the benefits**

Please sign up for regular updates
on Kolte-Patil Group properties at

www.koltepatil.com/signup

You will be the first to know about the
pre-launch offers, easy-purchase schemes
and also the elite corporate events.



KOLTE-PATIL DEVELOPERS LTD.

COMPANY INFORMATION**BOARD OF DIRECTORS:**

Mr. Rajesh Patil	: Chairman and Managing Director
Mr. Naresh Patil	: Vice Chairman
Mr. Milind Kolte	: Executive Director
Mrs. Sunita Kolte	: Executive Director
Mrs. Vandana Patil	: Executive Director
Mr. Manish Doshi	: Independent Director
Mr. G. L. Vishwanath	: Independent Director
Mr. Achyut Watve	: Independent Director
Mr. Jayant Pendse	: Independent Director
Mrs. Manasa Vishwanath	: Independent Director

COMPANY SECRETARY: Mr. Atul Bohra

REGISTERED OFFICE:

2nd Floor, City Point,
Dhole Patil Road,
Pune – 411001
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.: +91-80-22243135, 22242803
Fax No. +91-80-22120654

BANKERS:

IDBI Bank Limited
ICICI Bank Limited
HDFC Bank Limited
Vijaya Bank
State Bank of India
Axis Bank Limited

STATUTORY AUDITORS:

M/s. S P C M & Associates
(Formerly known as Bora Kasat & Co.)
Chartered Accountants,
Firm Registration No. 112165W,
1211/B, Shukrawar Peth, Subhash Nagar,
Pune- 411002
Tel. No. +91-20-24479119
Fax No. +91-20-24486663
Email:- accounts@spcm.co.in

REGISTRAR AND SHARE TRANSFER AGENT:

Bigshare Services Private Limited
E/2 &3, Ansa Industrial Estate
Sakivihar Road, Sakinaka,
Andheri (E), Mumbai- 400072
Tel. No. +91-22-40430200
Fax No. +91-22-28475207
Website: - www.bigshareonline.com
Email: - investor@bigshareonline.com

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Attendance Slip/Proxy Form.....	

NOTICE

Notice is hereby given that the **22nd ANNUAL GENERAL MEETING** of **KOLTE-PATIL DEVELOPERS LIMITED** will be held at Mahratta Chamber of Commerce Industries & Agriculture, Sumant Moolgaonkar Auditorium, Ground Floor, A Wing, MCCIA Trade Tower, Senapati Bapat Road, Pune – 411016, Maharashtra, India, on Saturday, 27th July, 2013 at 11.30 AM to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Statement of Profit and Loss for the year ended on that date and the Report of the Directors' and Auditors' thereon.
2. To confirm the payment of Interim Dividend on Equity Shares for the financial year 2012-13 and to declare a final dividend on Equity Shares for the financial year 2012-13.

"RESOLVED THAT the interim dividend of Rs. 2 per share declared by the Board of Directors in their meeting held on October 22, 2012; on 7,57,74,909 equity shares of Rs. 10 each fully paid, absorbing Rs. 17.74 Crores (including dividend distribution tax) out of the profits of the Company, paid on November 09, 2012, be and is hereby approved.

FURTHER RESOLVED THAT the final dividend of Rs. 1.5 per share on 7,57,74,909 equity shares of Rs. 10 each fully paid as recommended by the Board of Directors of the Company for the financial year 2012-13 be and is hereby declared."

3. To appoint a Director in place of Mr. Milind Kolte, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mrs. Sunita Kolte, who retires by rotation and being eligible, offers herself for re-appointment.
5. To appoint a Director in place of Mr. G. L. Vishwanath, who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

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

"RESOLVED THAT the approval of the members be and is hereby accorded for the appointment of M/s. Deloitte Haskins & Sells (FRN 117366W), Chartered Accountants, Pune as Statutory Auditors of the Company in place of retiring auditors M/s. S P C M & Associates, Chartered Accountant, Pune to hold the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, on such remuneration as may be agreed between the Board and/or Audit Committee and the Auditors."

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

"RESOLVED THAT in accordance with the provisions of Sections 198, 269 and 309 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, approval be and is hereby accorded to the appointment of Mrs. Vandana Patil as a Whole-Time Director designated as Executive Director of the Company, for a period of 5 (five) years with effect from July 28, 2012 on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Schedule XIII of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do such acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution"

Registered Office:

2nd Floor, City Point, Dhole Patil Road,
Pune - 411001

Mumbai
Date : June 21, 2013

By Order of the Board

For KOLTE-PATIL DEVELOPERS LIMITED

Rajesh Patil
Chairman and Managing Director

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. The relevant Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the Special Business in the notice is annexed hereto.
3. Profile of Directors seeking appointment/re-appointment, as required in terms of Clause 49 of the Listing Agreement entered into with Stock Exchanges, are annexed to this Notice.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, July 05, 2013 to Friday, July 12, 2013 (both days inclusive).
5. 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.
6. 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.
7. The Dividend would be payable on August 01, 2013 to the shareholders whose names appear in the Register of Members on July 05, 2013.
8. Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
9. 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.
10. The Beneficial Owner(s) of dematerialized shares are requested to intimate change in their address to the concerned Depository Participant.

Members are requested to note that dividend and IPO refund money not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Account will, as per Section 205C of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund (IEPF).

The details of unclaimed amounts are as follows:-

Unclaimed Accounts	Date of transfer to unclaimed account	Amount unclaimed as on 31.03.2013 (Amount in INR)	Date of transfer to IEPF
IPO Refund Account	1 st January 2008	562,600/-	31 st December 2014
Final dividend for FY 07-08	16 th September 2008	495,345/-	15 th September 2015
Final dividend for FY 08-09	16 th September 2009	481,146/-	15 th September 2016
Final dividend for FY 09-10	16 th September 2010	298,322/-	15 th September 2017
Final dividend for FY 10-11	16 th September 2011	440,617/-	15 th September 2018
Final dividend for FY 11-12	16 th September 2012	460,675/-	15 th September 2019
Interim dividend for FY 12-13	30 th November 2012	676,100/-	29 th November 2019

The list of investors or shareholders, who have not claimed, the IPO Refund and unclaimed dividend, is available on the Company's website www.koltepatil.com under Investor Section.

The applicants/Members wishing to claim IPO refund money or unclaimed dividend are requested to correspond with the Compliance Officer or Registrar and Share Transfer Agent of the Company i.e. M/s. Bigshare Services Private Limited.

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.

Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956

Item No. 6

The Statutory Auditors of the Company M/s. S P C M & Associates, Chartered Accountants, Pune has express their unwillingness to continue as Statutory Auditors of the Company. Hence, the Board of Directors of the Company on the recommendation of Audit Committee, subject to the approval of members, has consider the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Pune as Statutory Auditors of the Company in place of retiring auditors M/s. S P C M & Associates, Chartered Accountant, Pune to hold the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be agreed between the Board and/or Audit Committee and the Auditors.

The Board/audit committee recommends the resolution for the approval of the members.

Item No. 7

The Board, at its meeting held on July 28, 2012 on the recommendation of the Remuneration and Compensation Committee, appointed Mrs. Vandana Patil as Whole Time Director designated as Executive Director of the Company w.e.f. July 28, 2012 for a period of 5 (five) years on the terms and conditions mentioned herein below:-

I. Salary and Allowance:

Salary Per Month: In the scale of Rs. 5,00,000/- to Rs. 12,00,000/-

Salary of Rs. 5,00,000/- per month with such increment(s) as the Board may decide from time to time, however subject to a ceiling of Rs. 12,00,000/- per month.

Salary includes Basic salary, House Rent Allowance, Medical Allowance and Other Allowance as per Company policy.

II. Perquisites:

- a. Leave Travel concession for self and family once in a year incurred in accordance with the rules of the Company.
- b. Fees of clubs subject to maximum of two clubs. No admission and life membership fee will be paid.
- c. Personal accident insurance as per Company policy.
- d. Contribution towards Provident Fund, Superannuation Fund or Annuity Fund as per rules of the Company but to the extent these either singly or put together are not taxable under the Income Tax Act.
- e. Gratuity as per the rules of the Company but shall not exceed one half month's salary for each completed year of service.
- f. Free Telephone cell at residence subject to long distance personal call charges being reimbursed to the Company.
- g. Use of own car for official purpose subject to payment of appropriate conveyance allowance by the Company.
- h. Earned leave as per the rules of the Company not exceeding one month's salary leave for every eleven months of service.

The appointee will be entitled to the perquisites and allowances as per the Company rules.

In arriving at the value of perquisites, the value shall be determined on the basis of actual cost to the Company from time to time.

III. Commission

The Board of Directors/Remuneration and Compensation Committee of the Company will decide from time to time the percentage of Commission payable on Net profit of the Company for the respective financial year. For this purpose, Net profit shall be computed in accordance with the provisions of Section 349 and 350 of the Companies Act, 1956.

IV. Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in the financial year during the currency of the tenure of Executive Director, the Company has no profit or profits are inadequate, the Company may pay minimum remuneration by way of salary, perquisite and allowances as per Schedule XIII of the Companies Act, 1956.