


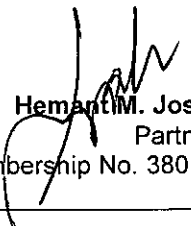




Creation, not Construction

**FORM A**

**Covering letter of the annual audit report to be filed with the stock exchanges  
(Pursuant to Clause 31 (a) of Listing Agreement)**

|    |   |  |
|----|---|--|
| 1. | Name of the Company                                       | Kolte-Patil Developers Limited   |
| 2. | Annual Standalone Financial Statements for the year ended | March 31, 2014   |
| 3. | Type of Audit observation                                 | Un-qualified   |
| 4. | Frequency of observation                                  | Not Applicable   |
| 5. | To be signed by –   |  |
|    | • Mr. Rajesh Patil<br>Chairman and Managing Director      |   |
|    | • Mr. Vasant Gaikwad<br>Chief Financial Officer           |   |
|    | • Mr. Prakash Gurav<br>Chairman of Audit Committee        | <br>Place : Pune<br>Date : 22 <sup>nd</sup> August, 2014  |
|    | • Auditor of the company                                  | Refer our Audit Report dated May 20, 2014 on the<br>standalone financial statements of the Company<br><br><b>For DELOITTE HASKINS &amp; SELLS LLP</b><br>Chartered Accountants<br>Firm's Registration No. 117366W/W-100018<br><br><br><b>Hemant M. Joshi</b><br>Partner<br>Membership No. 38019<br>Place : Pune<br>Date : 25 <sup>th</sup> August, 2014 |

**KOLTE-PATIL DEVELOPERS LTD.**

CIN : L45200PN1991PLC129428



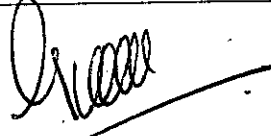
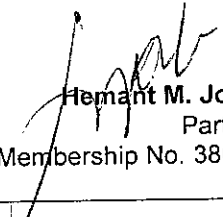
Pune Regd. Office : 2nd Floor, City Point, Dhole Patil Road, Pune - 411 001, Maharashtra, India Tel.: +91 20 6622 6500 Fax : +91 20 6622 6511 Web : [www.koltepatil.com](http://www.koltepatil.com)  
Bangalore Office : 22 / 11, 1st Floor, Park west, Vittal Malya Road, Bangalore - 560 001 India Tel. : + 91 - 080 - 2224 3135, 2224 2803, 4937 4444 Fax : + 91 - 080 - 2212 0654



Creation, not Construction

**FORM A**

**Covering letter of the annual audit report to be filed with the stock exchanges  
(Pursuant to Clause 31 (a) of Listing Agreement)**

|    |   |   |
|----|---|---|
| 1. | Name of the Company   | Kolte-Patil Developers Limited  |
| 2. | Annual consolidated Financial Statements for the year ended | March 31, 2014  |
| 3. | Type of Audit observation                                   | Un-qualified  |
| 4. | Frequency of observation                                    | Not Applicable  |
| 5. | To be signed by –   |   |
|    | • Mr. Rajesh Patil<br>Chairman and Managing Director        |    |
|    | • Mr. Vasant Gaikwad<br>Chief Financial Officer             |    |
|    | • Mr. Prakash Gurav<br>Chairman of Audit Committee          | <br>Place : Pune<br>Date : 22 <sup>nd</sup> August, 2014   |
|    | • Auditor of the company                                    | Refer our Audit Report dated May 20, 2014 on the consolidated financial statements of the Company<br><br><b>For DELOITTE HASKINS &amp; SELLS LLP</b><br>Chartered Accountants<br>Firm's Registration No. 117366WW-100018<br><br><br>Place : Pune<br>Date : 28 <sup>th</sup> August, 2014<br>Hemant M. Joshi<br>Partner<br>Membership No. 38019 |

**KOLTE-PATIL DEVELOPERS LTD.**

CIN : L45200PN1991PLC129428

Pune Regd. Office : 2nd Floor, City Point, Dhole Patil Road, Pune - 411 001. Maharashtra, India Tel.: +91 20 6622 6500 Fax : +91 20 6622 6511 Web : www.koltepatil.com  
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**ANNUAL REPORT  
2013-2014**

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# Have a fresh view on life at the largest gated community in Eastern Pune.

The luxurious **Botanica** at Ivy Estate.



The Botanica towers, amidst the lavish 85 acre **Ivy Estate**, have homes that take luxury living to another level. With contemporary lifestyle features like modular kitchen, piped gas, wooden flooring in master bedroom, solar water connection, video door phone and many more, these homes are suited for evolving sensibilities. And the best part is that Botanica comes with ready internal infrastructure. All of it to make sure luxury comes to you, naturally.

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ENTERTAINMENT  
AND  
RECREATION

EDUCATION

## Dear Shareholders,

It is a pleasure to write to you once again to provide you with an update on the progress made by the Company during the year gone by and the strategies and growth outlook going forward.

### Sales Performance

I am pleased to share with you that FY2014 marked the third consecutive year in which our sales volume exceeded over 2 million square feet with sustained double-digit increase in average price realization. This achievement is testimony to the strong recognition of and customers' trust in the Kolte-Patil brand. The regulatory scenario remained challenging through most of the year, adversely affecting new project launches. Despite a tough regulatory framework with approval delays resulting in deferred launches, we have registered new sales volumes of over 2.1 million square feet with the limited inventory at hand. Average price realization during the year increased over 14% year on year to Rs. 5,412/sft.

### Strong Launch Pipeline

Towards the end of the last year, we have seen marked improvement in the approval scenario and have secured approvals of several key projects translating into a strong launch pipeline for FY2015.

The most noteworthy development that took place was the receipt of 'Locational Clearance' for the second phase of our Township project, Life Republic, which will provide a great fillip to our growth in coming years. We have also received further approvals to the tune of 5 million square feet across key projects translating into a strong launch pipeline for FY2015. We are at an inflection point and remain fully confident of executing our vision on the back of a well-articulated strategy, strong fundamentals and presence in attractive end-user driven markets.

### Strong Execution

In FY14, we handed over completed projects aggregating to 3.6 million square feet thereby crossing a major landmark of completing over 10 million square feet of construction since our inception. This is a significant milestone in our journey throughout which we have focused on enhancing customer satisfaction through timely delivery of a superior quality product at the right price. We further expect deliveries of almost 5 million square feet to take place over FY2015-16.

### Land Replenishment

During the year, we took a contrarian view to the market and leveraged the strength of our balance sheet to close two city-limit land deals in Pune at prime locations on attractive terms to replenish the stock we have executed over the past three years. This was in line with our

judicious approach to land acquisitions, investing in land parcels devoid of title issues and where most approvals are already in place. The first deal was in Wakad where we purchased a 34 acre land parcel for a consideration of Rs. 350 crore. For the second deal, we have partnered with ASK Real Estate Special Opportunities Fund to acquire a 30 acre land parcel at Kondhwa in South Pune for Rs. 160 crore.

### Mumbai Foray

Further, we have also had an encouraging Mumbai foray, winning three redevelopment projects at prime locations in the first year of operations, which will diversify our business, boost profitability and improve the working capital cycle over the coming years.

### Robust Balance Sheet

Despite being an investment year where we incurred our highest ever capital expenditure in a particular year, we have maintained a robust balance sheet with our net debt/equity at 0.17x as on 31st March, 2014. During the year, CRISIL Ratings also endorsed our healthy financial risk profile, marked by comfortable capital structure, and assigned an A+/Stable rating to the long-term bank facilities and any future non-convertible debenture (NCD) issuance of Kolte-Patil Developers Ltd. With this maiden rating, we are optimistic of bringing down the cost of our existing debt going forward.

### Financial Performance

FY2014 marked the end of a 3-year growth cycle during which we have reported robust revenue, EBITDA and PAT CAGR of 57%, 37% and 24% respectively. In FY2014, revenue was up 5% at Rs. 764 crore. EBITDA margins expanded 250 bps to 29%, despite investments made in selling and marketing towards brand building in Mumbai and activating the network of channel partners.

### Sustainable Development

I am also pleased to share with you that both of our Pune townships, Life Republic and Sanjivani, have received the Gold certification from the Indian Green Building Council (IGBC). Our other projects, Downtown (City Vista) and Giga Residency, have also received Gold certification from IGBC and you will see several such initiatives over the coming 12 months highlighting our commitment towards responsible, sustainable growth.

### People and Processes

We are also focused on building our organization on multiple growth pillars and will continue to invest judiciously in brand building, technology enablement and people development. We are strengthening our internal processes and systems, building the engine to deliver on our strategic objectives. We have appointed a Chief People Officer during the course of the year to build

greater capability for change management and talent management throughout the business. These are just as critical to our future growth and success as any other element of our commercial strategy. We will continue to make such investments in people and processes to support our next phase of growth.

#### Corporate Governance

We recognize the importance of corporate governance in building long term value and are actively taking several steps to strengthen compliance, clarifying management responsibilities to ensure rapid, effective decision-making and business execution, and strengthening the information disclosure system.

#### Growth Outlook

With approvals in place and a healthy mix of township and non-township projects in our launch pipeline, the Company is geared to drive into its next three-year growth cycle. After achieving 7.6 million square feet of new area sales worth Rs. 3,500 crore between FY2012-14, the next three years we have set out to achieve new area sales of 12 million square feet of Rs. 7,200 crore. The sales value is more than double what we achieved between FY2012-14.

We are taking multiple initiatives simultaneously across each of our markets to meet our growth objectives but will continue to allocate capital judiciously based on future cash flow visibility across every new initiative and new project. We are firmly entrenched in high growth markets with a strong pipeline of projects with approvals in place. Over the next three years, we will consolidate our stronghold in a stable Pune market that continues to be

driven by strong employment and economic drivers. In Bengaluru, we are building our brand presence and will see increased contribution as many projects that are in our pipeline get activated. In Mumbai, we will add new projects in the redevelopment space while launching projects won last year.

#### Dividend

In line with our commitment to shareholders, the Board has declared a final dividend of Rs. 1.60/share, taking the total dividend for FY2014 to Rs. 3.10/share, amounting to a payout of 25% of profit after tax (PAT) and minority interests at the upper end of the stated dividend policy (15-25% of annual PAT). It reflects our confidence that the successful execution of our strategic plan will continue to generate strong cash flows, enabling us to strike a balance between investing in the business and regularly returning a larger proportion of cash to our shareholders.

I would like to take this opportunity to thank our shareholders, valued customers and business associates for their continuing trust and support in us. We also recognize the contribution and commitment of our staff, management and Board of Directors. Let us work together to scale greater heights in the years to come.

With best regards and wishes,

**Rajesh Patil**

Chairman and Managing Director





# OUR CREATIONS ARE PREFERRED BY PEOPLE AND THE JURY ALIKE.



**24K GLITTERATI**  
Premium Project 2013  
NDTV Award



**24K GLITTERATI**  
Luxury Project 2013  
Realty Plus



**24K GLITTERATI**  
Luxury Residential Project 2013  
Estate Awards



**24K ALLURA**  
Best Luxury Segment Project 2013  
CNBC Awaaz



**24K ALLURA**  
Mid-range Housing 2014  
Siliconindia India



**IVY ESTATE**  
Residential Property 2013  
Realty Plus



**FLORENCE**  
100% Complete Residential 2013  
CNBC Awaaz



**UMANG**  
Best Housing Project 2012  
CNBC Awaaz



**UMANG**  
Best Housing Developer (West India) 2012  
Bloomberg TV Group



**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. G. L. Vishwanath   | : Independent Director           |
| Mr. Achyut Watve       | : Independent Director           |
| Mr. Jayant Pendse      | : Independent Director           |
| Mrs. Manasa Vishwanath | : Independent Director           |
| Mr. Prakash Gurav      | : Independent Director           |

**COMPANY SECRETARY:** Mr. Vinod Patil

**REGISTERED OFFICE:**

2<sup>nd</sup> Floor, City Point,  
Dhole Patil Road,  
Pune – 411001  
Tel. No. +91-20-66226500  
Fax No. +91-20-66226511  
Website: - [www.koltepatil.com](http://www.koltepatil.com)

**REGIONAL OFFICE:**

22/11, 1<sup>st</sup> Floor,  
Park West, Vittal Malya Road,  
Bangalore- 560001  
Tel. No.:- +91-80-22243135, 22242803  
Fax No. +91-80-22120654

**BANKERS:**

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

**STATUTORY AUDITORS:**

M/s. Deloitte Haskins & Sells LLP  
Chartered Accountants,  
Firm Registration No. 117366W/W-100018  
706, B Wing, 7th Floor, ICC Trade Tower,  
International Convention Centre,  
Senapati Bapat Road, Pune - 411016  
Tel. No. +91-20-66244600  
Fax No. +91-20-66244605

**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](http://www.bigshareonline.com)  
Email: - [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

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**KOLTE-PATIL DEVELOPERS LIMITED**

Registered Office: 2nd Floor, City Point, Dhole Patil Road, Pune – 411001.

Website: www.koltepatil.com

Corporate Identity No. (CIN): L45200PN1991PLC129428

**NOTICE**

Notice is hereby given that the **23<sup>rd</sup> 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, September 13, 2014 at 11.00 AM to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2014 and Statement of Profit and Loss for the year ended on that date and the Report of the Directors' and Auditors' thereon.
2. To ratify the payment of Interim Dividend on Equity Shares for the financial year 2013-14 and to declare a final dividend on Equity Shares for the financial year 2013-14.

**"RESOLVED THAT** the interim dividend of ₹ 1.50 per share declared by the Board of Directors in their meeting held on October 26, 2013; on 7,57,74,909 equity shares of ₹ 10 each fully paid, absorbing ₹ 12.79 Crores (including dividend distribution tax) out of the profits of the Company, paid on November 22, 2013, be and is hereby ratified.

**FURTHER RESOLVED THAT** the final dividend of ₹ 1.60 per share on 7,57,74,909 equity shares of ₹ 10 each fully paid as recommended by the Board of Directors of the Company for the financial year 2013-14 be and is hereby declared."

3. To appoint a Director in place of Mrs. Vandana Patil (DIN - 00588888), who retires by rotation and being eligible, offers herself for re-appointment.
4. To re-appoint Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the fourth consecutive Annual General Meeting of the Company and to fix their remuneration and to pass the following resolution:

**"RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013 and the Rules made there under and pursuant to the recommendations of the Audit Committee, M/s. Deloitte Haskins & Sells LLP (LLP Registration No. AAB-8737, FRN - 117366W/W-100018), Chartered Accountants, Pune be and is hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the fourth consecutive Annual General Meeting of the Company (subject to ratification of the appointment by the members at every Annual General Meeting held after this AGM) and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the auditors and that such remuneration may be on progressive billing basis to be agreed upon between the auditors and the Board of Directors."

**Special Business:**

5. To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof, the approval be and is hereby accorded to amend the Articles of Association of the Company by inserting new Article 178A after existing Article 178 and before existing Article 179.

178A. The Same individual may, at the same time, be appointed as the Chairperson of the Company as well as Managing Director or Chief Executive Officer of the Company.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Articles of Association and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution."

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