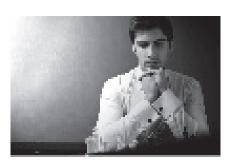




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"Chess, like any creative activity, can exist only through the combined efforts of those who have creative talent, and those who have the ability to organize their creative work." Mikhail Botvinnik

At Manjeera, creativity is in thinking without restraints. In letting the mind roam free. In accepting seemingly radical ideas, and in making such ideas work well for clients. Our capacity to make the right moves at the right time, the openness with which we choose our projects these are what that make us independent, and invincible.

The rationale that planning makes perfect, guides our every move. Because, in business, as in chess, forethought wins. Our cost-effective, plus-quality deliveries have their roots in the meticulous adherence to standard, and the periodical measurement of performance against predetermined benchmarks.

We believe, teamwork, with every member of the team playing his / her assigned role to the hilt, can never go wrong. Team Manjeera works as one, fighting the odds, forcing the moves, taking studied chances... to maximise returns, to make lives elevated.

The results are here for you to see...

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Mr. G YOGANAND
Managing Director Ms. T DEEPTHI Mr. G SHIVA LEELANAND
Director STATUTORY AUDITORS Mr. K KRISHNAMURTHY
Director M/s. A.K.SABAT & CO.
Chartered Accountants Mr. DLS SRESHTI
Director BANKERS

ICICI Bank Oriental Bank of Commerce Canara Bank HDFC Bank YES Bank

COMPANY SECRETARY &

REGISTRAR & SHARE TRANSFER AGENTS

BOARD OF DIRECTORS



M/s. XL Softech Systems Limited Plot No. 3, Sagar Society, Banjara Hills Road No. 2, Hyderabad – 500 034 T: +91 40 2354 5913/14/15 F: +91 40 2355 3214 E: xlsoft@org.com W: www.xlsoftech.org Contact Person: Mr. R Ram Prasad

REGISTERED OFFICE

304, Aditya Trade Centre Aditya Enclave Road, Ameerpet Hyderabad – 500 038 T: +91 40 2373 5194/0231, 2374 3017 F: +91 40 2373 3763 E: manjeera_group@yahoo.com W: www.manjeera.com

VISION

To be synonymous with life-enriching spaces & structures and to ascend to industry leader status

MISSION

Manjeera is a construction, real estate, hospitality and infrastructure conglomerate, with a strong lineage focusing on quality, innovation, cost-effectiveness, eco-consciousness, customer delight and adding value to stakeholders' interests

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VALUES

Integrity First time right Proactive Teamwork Accountability Learning Innovative



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Dear Shareholders,

In the last 15 months, the world has got used to waking up to dramatic headlines of corporate and financial icon collapses. The unprecedented headwinds being encountered by the global economy are putting the resilience of virtually every business to an acid test.

Even in the face of this volatility, your company continues to be in a good financial position. We belong to a select clutch of companies that continue to declare dividends - we have done so consistently for the last three years - even in the teeth of this violent gale. In fact, Manjeera has an unbroken record of posting profits every year since its inception.

For one, the business model of Manjeera Constructions - low-risk investments, short gestation projects, faster finance generation - has held it in good stead. The Company's strategic framework of investing in low-risk, clear-titled sites - in prime locations - amenable to immediate developmental activity is valid more than ever before, in the current scenario. And our endeavours to create long term, sustainable value by tenaciously focusing on what we know best - property, its acquisition, development, construction and sale have ensured assured returns for our investors. Today, we are confident that the value we are creating by way of various projects on hand - aggregating to a builtup area of over 6 million sft. (approx.) through own development / contracts / joint ventures with foriegn / domestic investors / partners - will reward our shareholders amply in the years to come.

In our chosen industry verticals - residential, commercial, hospitality and retail developments we enjoy a well-identified competitive advantage. We are partnering with some of the best architects, retailers and consultants in the Country...associations that are laying the foundation for our sustained growth in what are undoubtedly testing times. A 64.12% jump in turnover and a 90% leap in profits over the last financial year are ample proof of how Manjeera has smartly leveraged its core competencies.

We are consciously making the move to 'complete and consolidate' our current project portfolio in order that we are ready and prepared for the next big opportunity. Our consistent financial performance earned for us a listing on the prestigious Bombay Stock Exchange in June this year. This listing is a means to enhance the national liquidity of our shares,

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We make sustainable moves

and open up greater financing options to sustain our expansion plans. It is also a means to welcome a wider investor base into the Company. An enhanced national profile will help support the development of Indiawide & NRI markets for our commercial, corporate, hospitality and residential projects.

As a conscientious corporate citizen, your company already has green components in its existing building standards, but we strive for continuous improvement. Our focus is on innovation and efficiency in the design and construction, reduction of energy and water use, incorporation of green décor in the interiors, and features that enhance indoor air quality and promote natural lighting.

All our learning in these 25 years and our sustained growth graph, have made us confident of playing a larger role - as infrastructure developers - in the near future. Initially, our foray will be into the hi-growth, hi-potential sectors of Power and Transportation. For which, we are preparing the ground by infusing fresh blood into the team. We are well on our way to building a team brimming over with talent, technological expertise and the thirst for innovation to capture emerging opportunities.

In conclusion, I'd like to acknowledge the contribution of all individuals, institutions and organizations to our standing today. My sincere gratitude to all Manjeera's customers for their belief in us. To all my colleagues for their professionalism and commitment to pursue our corporate goals and achieve high standards of excellence. To the members of the Board, for their guidance and encouragement. To financial institutions, banks, vendors and regulatory authorities for their support and cooperation. And most of all, to you, shareholders, for trusting Manjeera with your hard earned savings. I look forward to your continued support in making Manjeera a conglomerate with a promising future.

Sincerely,

G Yoganand Managing Director

NOTICE TO MEMBERS

Notice is hereby given that the 22nd Annual General Meeting of the Members of "MANJEERA CONSTRUCTIONS LIMITED" will be held on Wednesday, the 30th day of September, 2009 at 10:30 AM at Aditya Park Hotel, Ameerpet, Hyderabad-500 038 to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2009 and the Profit & Loss Account of the Company for the year ended on that date together with the Reports of the Directors and Statutory Auditors thereon.
- 2. To consider and approve declaration of Final Dividend for the financial year 2008 09
- 3. To consider and appoint a Director in place of Mr. G. Shiva Leelanand, who retires by rotation and being eligible, offers himself for re-appointment.
- 4. To appoint Statutory Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s. A K Sabat & Co., Chartered Accountants, Hyderabad, the retiring Auditors of the Company be and are 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 next Annual General Meeting of the Company on such remuneration as may be fixed and approved by the Board of Directors of the Company."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** subject to the provisions of the Companies Act, 1956, and the rules framed there under, Listing Agreement, SEBI (Delisting of Equity Shares) Regulations, 2009, and such other applicable laws, rules, regulations and guidelines, and subject to such approvals, permissions and sanctions, as may be necessary, the consent of the company be and is hereby accorded to the Board of Directors of the company to seek voluntary delisting of its securities from Bangalore Stock Exchange Limited, Ahmedabad Stock Exchange Limited and Madras Stock Exchange Limited."