



VAS INFRASTRUCTURE LIMITED

17TH ANNUAL GENERAL MEETING 2010-2011

CORPORATE INFORMATION

BOARD OF DIRECTORS

DR. JAYESH VINODRAI VALIA
Chairman

MR. AJAY NAUTAMLAL JANI
Director

MR. BABULAL BANSILAL JAIN
Director

MR. GANESAN VENKATRAMAN
Director

17TH ANNUAL GENERAL MEETING

DATE

August 26, 2011

DAY

Friday

TIME

11.00 a.m.

PLACE

The No.1 Party Hall, Building No.1,
Sumer Nagar, S. V. Road,
Kora Kendar Bus Stop,
Borivli (West), Mumbai 400 092.

STATUTORY AUDITORS

M/s. KAKARIA & ASSOCIATES
Chartered Accountants

REGISTERED OFFICE

401, Court Chambers, 4th Floor, S. V. Road,
Borivli (W), Mumbai - 400 092.

REGISTRARS & SHARE TRANSFER AGENTS

Sharex Dynamic (India) Pvt. Ltd.

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NOTICE

Notice is hereby given that the SEVENTEENTH ANNUAL GENERAL MEETING of the members of VAS INFRASTRUCTURE LIMITED will be held on Friday, August 26, 2011, at The No.1 Party Hall, Building No.1, Sumer Nagar, S. V. Road, Kora Kendar Bus Stop, Borivli (West), Mumbai 400 092, at 11.00 A.M. to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March 2011, and the Profit and Loss Account for the year ended on that date along with the Directors' Report and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. Ajay Nautamlal Jani, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Babulal Bansilal Jain, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint the Auditors' to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

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

APPOINTMENT OF DR. JAYESH VINODRAI VALIA

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and 310, read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to the approval of the Central Government and/or other authority, wherever applicable, consent of the members of the Company be and is hereby accorded to the Appointment of Dr. Jayesh Vinodrai Valia, as an Executive Chairman of the Company, and for which a proposal in writing in that behalf has been received by the Company from a member of the Company, for a period of five years with effect from January 1, 2012 to 31st December, 2016 and payment of remuneration and perquisites as set out in the draft agreement between the Company and Dr. Jayesh Vinodrai Valia which are broadly as under:

- A) i) A monthly salary at the rate of Rs.75,000/- (Rupees Seventy Five Thousand Only) payable on the last working day of each calendar month subject to deduction of all taxes which the Company is required to deduct plus other perquisites.
- ii) Free furnished residential accommodation, the Company paying all rents, rates taxes, electricity and fuel charges and other expenses for the upkeep and maintenance of such accommodation.
- iii) The use of the Company's car with chauffeur and expenses for the upkeep of a car which will be borne by the Company.
- iv) The expenses of telephone installed at the residence of the Executive Chairman.
- v) Reimbursement of medical expenses actually incurred for himself, wife and dependent children subject to maximum of one month salary in a year or five months salary for a period of five years and the excess amount in case of high medical cost to be reimbursed with the approval of the Board of Directors from time to time.

- vi) He shall be entitled to participate in the Provident Fund, Superannuation, Group Insurance, Retirement, Bonus and any other scheme or allowance provided by the Company for the benefit of its Senior Executives.
- vii) Reimbursement of cost of air ticket or train fare for self, wife and children once a year to and from any place in India or abroad when on leave. If he is accompanied by domestic servant then the train/bus fare of such domestic servant shall be borne by the Company. However, if on account of exigencies of the business he cannot be granted a long leave then the above facility shall be given twice a year instead of once a year.
- viii) Gratuity not exceeding 1/2 month salary for each completed year of service, subject to the statutory limit or actual whichever is lower.
- ix) Fees of clubs, subject to a maximum of two clubs (provided that no life membership fee or admission fee is paid).
- x) Personal accident insurance of an amount, the annual premium of which does not exceed Rs.1000/-.

- B) The Executive Chairman shall be entitled to such leave as the exigencies of the business shall permit and as may be mutually agreed upon. It is however, expressly provided that the Executive Chairman shall be entitled to one month's leave for every 11 months of service.
- C) Any other scheme that may in future be formulated for the benefits of the employees in the Senior Executive Cadre of the Company.
- D) That the total monetary value of the perquisites will be evaluated as per the Income-Tax rules and be subject to such ceiling as may be prescribed by the Central Government.
- E) The remuneration aforesaid including expressly the benefits perquisites and amenities shall nevertheless be paid and allowed as minimum remuneration for any year in the absence of or inadequacy of profits for such year or in a situation of accumulated losses.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the remuneration/perquisites payable to Dr. Jayesh Vinodrai Valia or other terms and conditions in such manner as may be agreed to between the Board of Directors and Dr. Jayesh Vinodrai Valia, within the limits laid down by the Central Government under the provisions of the Companies Act, 1956, and/or Schedule XIII thereto as amended from time to time, whichever is applicable".

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company".

"RESOLVED FURTHER THAT Dr. Jayesh Vinodrai Valia, in the capacity as an Executive Chairman of the Company with effect from January 1, 2012 to 31st December, 2016, for a period of 5 years unless otherwise provided for be paid a Monthly salary of Rs.75,000/-, the break up of the same shall be as

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follows (i.e. Rs.50,000/- as Basic + Rs.12,500/- as House Rent Allowance + Rs.12,500/- as Special Allowance) plus other perquisites inclusive of both taxable and non-Taxable and shall be entitled to superannuation benefits such as Provident fund, Gratuity, etc. and any other scheme in the nature of retirement benefits that may be introduced in future and made applicable to employees of the Company."

- F) "RESOLVED FURTHER that the Executive Chairman shall report to the Board of Directors."

In the event of any relaxation made by the Central Government in the guidelines Or ceilings on Managerial remuneration during the period of the agreement the remuneration including (minimum remuneration) payable to Dr. Jayesh Vinodrai Valia shall be increased as the Board of Directors may deem fit in accordance with the guidelines or ceilings, if applicable.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary the terms and conditions of the said appointment from time to time in such manner as may be agreed upon between the Company and Dr. Jayesh Vinodrai Valia and within the limits prescribed by the Companies Act, 1956 or by the Central Government, if applicable as the case may be. The duties, functions and other perquisites shall be in accordance with the agreement to be entered into by Dr. Jayesh Vinodrai Valia with the Company.

SPECIAL BUSINESS

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

DONATION u/s 293(1)(e) OF THE COMPANIES ACT 1956

"RESOLVED THAT pursuant to the provisions of Section 293 (1)(e) 1956 of the Companies Act and amendment, enactment made to it from time to time approval be and is hereby accorded to the Board of Directors of the Company to contribute to Charitable Trusts, Charitable purposes etc. an amount in the Financial Year in aggregate upto 5% of the average net profits as determined in accordance with the provisions of Section 349 and Section 350 of the Companies Act 1956 and amendment, enactment made thereto from time to time, during the three Financial Years immediately preceding or Rs.50,000/- (Rupees Fifty Thousand Only) whichever is higher.

"RESOLVED FURTHER that the donations made for charitable purposes to Charitable Trusts during the Financial Year ended 31st March, 2011, be and are hereby ratified".

"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to sub-delegate its powers to decide and determine donations to be made for Charitable purposes, Charitable Trusts etc. to Committee of Directors or Chairman of the Company".

SPECIAL BUSINESS

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

INTERCORPORATE LOANS AND INVESTMENTS

"RESOLVED THAT approval be and is hereby accorded to the Board of Directors of the Company :

- To make any loan to any other body corporate
- Give any guarantee or provide security in connection with a loan made by any other person to, or any other person or any body corporate and

- To acquire by way of subscription, purchase or otherwise the securities of any other bodies corporate, aggregate of the loans and investments so far made, the amounts for which guarantees or securities so far provided to or in all other bodies corporate along with the investments, loans, guarantees or securities proposed to be made or given by the board exceeding the limits of 60% of its paid up Share Capital and free reserves or 100% of free reserves whichever is higher as provided in Section 372A of the Companies Act, 1956 and amendments, enactments made thereto up-to-date".

"FURTHER RESOLVED THAT Approval be and is hereby accorded to the Board of Directors, to take/give/take inter-corporate Loans, Advances, Guarantees, make Investments etc. as detailed at (a), (b) and (c) above upto Rs. 100 crores (Rupees Hundred Crores only)."

"FURTHER RESOLVED THAT action taken by the Board of Directors of the Company in the previous years/past with respect to provisions of Section 372A of the Companies Act, 1956, referred to above resolution be and they are hereby approved and ratified."

BY ORDER OF THE BOARD

**(DR. JAYESH V. VALIA)
CHAIRMAN**

REGISTERED OFFICE :

401 Court Chambers, 4th Floor,
S.V. Road, Borivli (West),
MUMBAI 400 092

PLACE : MUMBAI

DATED : 15.7.2011

NOTES :

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY SHOULD HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- The Register of Members and The Share Transfer Registers will remain closed between Friday, August 19, 2011, and Friday, August 26, 2011 (both days inclusive).
- An Explanatory Statement under Section 173 of the Companies Act, 1956, Dated 15.7.2011 and forming part of this Notice dated 15.7.2011 is enclosed herewith.
- The members are requested to :
 - Intimate changes, if any, in their registered addresses at an early date.
 - Quote ledger folio nos. in all their correspondence.
 - Bring copies of the Annual Report and the Attendance Slips at the Annual General Meeting.



EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956, AND FORMING PART OF THE NOTICE CONVENING, THE 17TH ANNUAL GENERAL MEETING AND DATED 15.7.2011

ITEM No. 5

APPOINTMENT OF EXECUTIVE CHAIRMAN & PAYMENT OF REMUNERATION & PERQUISITES FOR DR. JAYESH V. VALIA EXECUTIVE CHAIRMAN from 1st January, 2012 to 31st December, 2016

I Information about the Appointee:

i) Background Details:

Dr. Jayesh Vinodrai Valia aged 50 years is possessing qualification of B.Com. He is the Promoter Director of the Company. He is having vast experience in infrastructure industry. He is associated with the company for quite a long period.

ii) Past remuneration drawn by Dr. Jayesh Vinodrai Valia:

Dr. Jayesh Vinodrai Valia at present is not drawing any remuneration from the company.

iii) Job Profile and Suitability:

During the tenure of Dr. Jayesh Vinodrai Valia, as a Promoter Director, the Company made rapid strides. The Turnover of the Company as well as the profits increased manifold.

iv) Remuneration Proposed:

Name : Dr. Jayesh Vinodrai Valia

Salary : Rs.75,000/-p.m. plus Perquisites & Allowance Free Furnished residential accommodation, use of Company's car expenses of telephone, reimbursement of medical expenses, participation in PF, Gratuity, etc. and reimbursement of travelling expenses, club membership and personal accident insurance etc. as detailed in the agreement between the Company and the appointee as well as mentioned in the resolution in the Notice convening Annual General Meeting

Minimum Remuneration in the absence of or inadequacy of profit in any financial year or in a situation of accumulated losses : Rs.75,000 per month plus Perquisites.

Directors recommend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution, other than Dr. Jayesh Vinodrai Valia who can be deemed as interested or concerned to the extent of his appointment as an Executive Chairman.

ITEM NO. 6

DONATION u/s 293 (1) (e) OF THE COMPANIES ACT, 1956

Your Company proposes to make donations for Charitable purposes through Charitable Trusts, directly as it is committed to spend part of its profit as a mark of fulfillment of social responsibility. Towards this goal, Company has donated funds to Charitable Trusts during the Year 2010-2011 too. Provisions of Sec 293(1) (e) of the Companies Act, 1956, permit the companies to give donations towards charitable purposes or

other funds upto Rs.50,000/- (Rupees Fifty Thousand only) or 5% average net profit as computed under Sec 349 and 350 of the Companies Act, 1956, during the preceding three Financial Years subject to approval of the same by the members in the General Meeting of the Company. It is also proposed to authorise Board of Directors to sub-delegate its power in this regard to Committee of Directors or Chairman of the Company.

Directors recommend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution.

ITEM NO. 7

INTER-CORPORATE LOANS AND INVESTMENTS

The Board of the Directors of the Company are required to take the decision in the Ordinary course of business to make inter-corporate Loans, give guarantees, make investments, subscribe or purchase securities, shares etc. to the/of the other bodies corporate, provisions of Sec. 372(A) of the Companies Act 1956, permits to(a) make any loan to any other body corporate (b) give any guarantee or provide security, in connection with a loan made by any other person to or any other person by any body corporate (c) acquire by way of subscription purchase or otherwise the security of any other corporate upto 60% of its paid up capital and free reserves or 100% of its free reserves whichever is higher. If the inter-corporate loans, guarantees, investments referred at (a), (b) and (c) exceeds these limits special resolution is required to be passed in the general meeting by the members of the company. Your Companies inter-corporate loans, guarantees, investments have exceeded these limits and in future also they may exceed to meet exigencies of business for smooth operations Board is seeking approval to take/give Inter-corporate Loans, Advances, Guarantees at (a), (b) and (c) above upto Rs.100 crores. Hence this Special Resolution

Directors recommend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution, other than Dr. Jayesh Vinodrai Valia who can be deemed as interested or concerned to the extent of his holding in the Group Companies.

BY ORDER OF THE BOARD

**(DR. JAYESH V. VALIA)
CHAIRMAN**

REGISTERED OFFICE

401, Court Chambers, 4th Floor,
S.V. Road, Borivli (West),
MUMBAI 400 092

PLACE : MUMBAI

DATED : 15.7.2011

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DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting their Seventeenth Annual Report and the Statement of Audited Accounts of your Company for the year ended on 31st March, 2011.

FINANCIAL RESULTS

	(Amount in Rupees)	
	Year ended 31/3/2011 Rs.	Year ended 31/3/2010 Rs.
Turnover	35,17,62,744	18,37,03,050
Profit/(Loss) Before Depreciation, Interest & Taxation	1,35,39,112	4,47,99,953
Profit/(Loss) before Depreciation & Taxation	1,35,39,112	4,47,99,953
Profit/(Loss) after Depreciation & Taxation	82,32,939	4,15,44,784
Surplus (Deficit) of Profit and Loss Account of earlier year	4,15,70,747	(27,93,796)
Balance carried over to Balance Sheet	82,32,939	4,15,70,747

DIVIDEND

During the year under consideration, Company has made profit. However the Company has not recommended Dividend during the year under consideration to plough back the profits to meet expansion of activities.

FIXED DEPOSITS

The company has not invited or accepted any Fixed Deposits from the public during the year under review.

DIRECTORS

During the year under review Mr. Ajay Nautamlal Jani, retires by rotation at the conclusion of this meeting and being eligible offers himself for re-election.

During the year under review Mr. Babulal Bansilal Jain, retires by rotation at the conclusion of this meeting and being eligible offers himself for re-election.

Mr. Shashikant Krishna Kittur who held the Directorship of the Company has ceased to be the Director with effect from August 11, 2010 due to his sad demise on that day. The Board places on record its appreciation for the valuable services rendered by him during his tenure as Director of the Company.

PARTICULARS OF EMPLOYEES

There were no employees who were in receipt of remuneration in excess of the amount prescribed under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975, during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

Statement under sub-section (2AA) of Section 217 of the Companies Act, 1956 :

In the preparation of the Annual Accounts :

- the applicable accounting standards have been followed and Wherever required, proper explanations relating to material departures have been given.
- the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- the Accounts have been prepared on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Information in accordance with Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is given in the Annexure 'B' forming part of this report. Form 'A' requiring disclosure of particulars with respect to Conservation of Energy is not applicable in the case of your company.

STOCK EXCHANGE

The Company is listed on the following Stock Exchange.

- Bombay Stock Exchange Ltd.

Your Company is listed on Bombay Stock Exchange Ltd. and the Annual Listing fee has been paid.

AUDITORS

The Statutory Auditors M/s. Kakaria & Associates, Chartered Accountants, Vapi are eligible to be re-appointed. The Directors recommend M/s. Kakaria & Associates, Chartered Accountants, Vapi, to be re-appointed as Statutory Auditors.



VAS INFRASTRUCTURE LIMITED

CORPORATE GOVERNANCE REPORT

Pursuant to Clause 49 of the Listing Agreement with the Bombay Stock Exchange Ltd., the Management Discussion and Analysis and the Report on Corporate Governance together with Auditors Certificate form a part of the Annual Report.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere appreciation of the dedicated and devoted services rendered by the employees of the Group of Companies at all levels. Your Directors also thank the Bankers, customers, shareholders and the suppliers of services of your Company for their co-operation and valuable support.

FOR AND ON BEHALF OF THE BOARD

**(DR. JAYESH V. VALIA)
CHAIRMAN**

PLACE : MUMBAI
DATED : 15.7.2011

ANNEXURE B TO THE DIRECTORS' REPORT

Particulars as required under Companies (Disclosure of Particulars in the Report of Directors) Rules, 1988 and forming part of Directors' Report for the year ended 31st March, 2011.

I. RESEARCH & DEVELOPMENT (R & D)

- | | |
|--|------|
| a) Specific areas in which R & D carried out by the Company. | None |
| b) Benefits derived as a result of the above R & D | None |
| c) Further plan of action | None |
| d) Expenditure on Research & Development | Nil |

II. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

- | | |
|--|-----|
| a) Efforts in brief made towards Technology, Absorption, Adaptation and Innovation | Nil |
| b) Benefit derived as a result of the above effort | Nil |
| c) Particulars of Technology imported during the last 5 years | Nil |

III. FOREIGN EXCHANGE EARNINGS & OUTGO

- | | | |
|--|------------------|-------------------|
| a) Activities relating to exports and export plans | Nil | |
| | | |
| | Current Year Rs. | Previous Year Rs. |
| b) Total Foreign Exchange Used & Earned : | | |
| i) Foreign Exchange Used | 7,34,208 | 1,46,425 |
| ii) Foreign Exchange Earned | Nil | Nil |

FOR AND ON BEHALF OF THE BOARD

**(DR. JAYESH V. VALIA)
CHAIRMAN**

PLACE : MUMBAI
DATED : 15.7.2011

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CORPORATE GOVERNANCE REPORT

1. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

VAS INFRASTRUCTURE LIMITED (VIL) firmly believes that good Corporate Governance results in regulation of the affairs of your Company in a most transparent, ethical and accountable manner. This is not only the need of the hour but also a means to satisfy the aspirations of all those concerned with the Corporate World.

Adherence to Corporate Governance ensures greater level of transparency and accountability, fairness in operations, full disclosure, integrity and compliance of laws. Your Company is committed to administer good Corporate Governance.

VAS INFRASTRUCTURE LIMITED recognizes the value of adherence to Corporate Governance in its true sense which alone can ensure continuation of belief and the trust reposed by one and all in your company.

2. TABLE OF DETAILS OF DIRECTORS, NO. OF MEETINGS HELD, FEES PAID AND ATTENDANCE AT THE AGM AS ON 31/3/2011

	Name of Directors	AGM Held on 30/09/2010	No. of Meetings in a Year	Attendance	Fees
1)	Dr. Jayesh Vinodrai Valia - Chairman	Yes	8	7	Nil
2)	Mr. Ajay Nautamlal Jani - Director	No	8	2	Nil
3)	Mr. Babulal Bansilal Jain - Independent Director	Yes	8	7	18,000
4)	Mr. Ganesh Venkatraman - Independent Director	Yes	8	5	16,000

2. AUDIT COMMITTEE

TABLE OF DETAILS OF DIRECTORS, NO. OF AUDIT COMMITTEE MEETINGS HELD, FEES PAID AND ATTENDANCE AS ON 31/3/2011

	Name of Directors	No. of Meetings in a Year	Attendance	Fees
1)	Mr. Ajay Nautamlal Jani - Member/Director	1	0	Nil
2)	Mr. Babulal Jain - Member/Independent Director	1	1	Nil
3)	Mr. Ganesan Venkatraman - Chairman of Committee/Independent Director	1	1	Nil

2.1 Terms of Reference to Audit Committee in Brief

The Terms of the reference of the Audit Committee are those prescribed under clause 49 of the Listing Agreement including inter-alia the review of financial results before submission to the Board for approval to ensure that the financial statements are correct and present true and fair view, interaction with Statutory Auditors, recommendation of appointment and payment of audit fees to the Auditors and to review the adequacy of internal control systems.

3.1 Shareholders/Investor Grievances Committee

Shareholders/Investor Grievances Committee consists of Mr. Babulal Bansilal Jain, Mr. Ajay Nautamlal Jani and Dr. Jayesh Vinodrai Valia.

3.2 Broad terms of Reference to Shareholders/Investor Grievances Committee

To approve Share Transfers, to review and advise the Company on any Grievances in relation to

- (a) Non-transfer of shares
- (b) Non-receipt of Annual Report
- (c) any other grievance raised by any shareholder

3.3 Status of Investor Complaints

No complaints were received from the Investors during the year under review.

3.4 Compliance Officer - Dr. Jayesh Vinodrai Valia

3.5 MARKET PRICE DATA : high, low, during each month (Bombay Stock Exchange Ltd.) from April 2010 to March 2011

MONTH	HIGH (RS)	LOW (RS)
APRIL	79.70	45.65
MAY	69.85	51.80
JUNE	65.45	48.10
JULY	70.55	56.10
AUGUST	67.45	50.50
SEPTEMBER	65.00	52.10
OCTOBER	98.80	54.30
NOVEMBER	188.90	82.05
DECEMBER	135.15	79.50
JANUARY	97.50	64.85
FEBRUARY	86.40	54.35
MARCH	92.85	59.95



Details of Annual General Meeting held in three previous years

DATE	TIME	VENUE OF AGM
Tuesday, 30th September, 2008	10.00 a.m.	Shree Rajasthan Jain Sangh Hall, Jamballi Galli, Borivli (West), Mumbai 400 092.
Wednesday, 30th September, 2009	11.00 a.m.	Shree Rajasthan Jain Sangh Hall, Jamballi Galli, Borivli (West), Mumbai 400 092.
Thursday, 30th September, 2010	11.00 a.m.	Shree Rajasthan Jain Sangh Hall, Jamballi Galli, Borivli (West), Mumbai 400 092.

4. Financial Calendar (2010 - 2011)

Annual General Meeting for the year ended 31st March, 2011.

Date : Friday 26th August, 2011 at 11.00 a.m. : Information sent by separate Communication.

- 5. Book Closure Date** : 19.8.2011 to 26.8.2011 (both days inclusive)
- 6. Dividend Payment Date** : Not applicable since dividend not declared.
- 7. Registered Office** : 401, Court Chambers, S. V. Road, Borivli (West), Mumbai 400 092.
- 8. Listing on Stock Exchange** : Equity Shares
Bombay Stock Exchange Ltd.,
Dalal Street, Mumbai 400 001.
- 9. Stock Market Information**
- i) Stock Code : 531574
Bombay Stock Exchange Ltd.
- 10. Registrars & Transfer Agents** : M/s. Sharex Dynamic (India) Pvt. Ltd., Unit-1, Luthra Industrial Premises,
Safeed Pool, Andheri Kurla Road, Andheri (East), Mumbai - 400 072.

Share Transfer System : Your Company's Equity Shares are admitted with the Depository System of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as an eligible security under the Depositories Act, 1996. As such, facilities for dematerializations of your Company's Equity Shares are available vide INE No.192 CO 10 13 at both the depositories. Your Company's Equity Shares are under compulsory dematerialization.

11. a. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2011 OF EQUITY SHARES OF RS. 10/- EACH FULLY PAID UP

No. of Equity Shares held	No. of Share Holders	% of Holders	No. of Shares Held	% of Shares Held
001- 5000	3150	94.14	1587549	12.70
5001-10000	84	2.51	608312	4.86
10001-100000	94	2.81	2707401	21.66
100001-above	18	0.54	7597138	60.78
TOTAL	3346	100.00	12500400	100.00

b. CATEGORIES OF SHAREHOLDERS AS ON 31ST MARCH, 2011 OF EQUITY SHARES OF RS.10/- EACH FULLY PAID UP

Particulars	No. of Shares	% to Total Share Holding
Promoters group	6731554	53.85
Financial Institutions/Banks/Insurance Companies/Mutual Funds	345989	2.77
FII's/NRI's/OCBs/Other Foreign Shareholders (Other than Promoter Group)	—	—
Bodies Corporate	1507300	12.06
Public & Others	3915557	31.32
TOTAL	12500400	100.00