

DIRECTORS' REPORT

**To,
The members,
Mahima Real Estate Private Limited.**

Your Directors are pleased to present the Annual Report and the Audited Accounts of the Company for the year ended March 31, 2013.

FINANCIAL RESULTS

PARTICULARS	Financial year 2012-13	Financial year 2011-12
Total income	1,32,74,00,847	1,71,04,63,638
Total Expenditure including Depreciation	1,13,19,29,642	1,32,84,24,006
Profit /(loss) before taxation	19,54,71,206	38,20,39,632
Provision for taxes (Current Tax)	1,90,00,000	2,58,95,503
Profit /(loss) after tax	17,36,92,295	35,62,91,288

PERFORMANCE OF THE COMPANY

The total income is Rs. 1,32,74,00,847/- as compared to Rs. 1,71,04,63,638/- for the previous year. The Profit after Depreciation and tax for the year is Rs. 17,36,92,295/- as compared to Rs. 35,62,91,288/- during previous year. The decline in profit for Financial Year 2012-2013 is due to change in accounting policy coupled with the fact that each project turnovers have contributed differently.

Your Directors are hopeful for better results as regards to future prospects and profitability of the Company.

DIVIDEND

In view of the performance of the Company, your directors wish to conserve resources and do not recommend any dividend for the year under report.

CHANGE IN CAPITAL STRUCTURE

During the year there was no change in the paid up capital of the company.

AUDITORS AND AUDITORS' REPORT

The Statutory Auditors of the Company M/s Kalani & Co., Chartered Accountants, Jaipur, appointed as the auditor to fill the casual vacancy caused by the resignation of the existing auditor M/s M. Gupta & Co., Chartered Accountants, Jaipur.

The Statutory Auditors of the Company M/s Kalani & Co., Chartered Accountants, Jaipur, retire at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office of Auditors, if reappointed. The appointment of Statutory Auditors of the company shall be from the conclusion of the forthcoming Annual General Meeting till the conclusion of the next Annual General Meeting of the Company. Your Directors recommend their reappointment.

Auditors' Report is self-explanatory and does not call for any further clarification.

PARTICULARS OF EMPLOYEES

Details of the employee of the Company who was in receipt of remuneration exceeding the limits prescribed under Section 217 (2A) of the Companies Act, 1956, as amended read with Companies (Particulars of Employees) Rules 1975 is attached as annexure I and forms part of this report.

PUBLIC DEPOSIT

The Company has neither accepted nor renewed any deposit from the public under Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975 during the year under review.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars regarding foreign exchange earnings and expenditure are Nil. The other particulars relating to conservation of energy; research and developmental activities and technological absorption are not applicable. However, the management has taken all the necessary steps to conserve the resources to the extent possible.

SUBSIDIARY COMPANIES: During the period, the company has invested in Harekrishna BuildHome Developers Private Limited and Pinkcity Heritage Resorts Private Limited to make them wholly owned subsidiaries which are engaged in the activities related to Real estate.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, is hereby confirmed:

- i) that in preparation of the accounts for the financial year ended 31st March, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) that the Directors have selected such accounting policies and applied consistently and made judgements and estimates that were 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 the year under review;
- iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for

safeguarding the assets of the Company and for the preventing and detecting fraud and other irregularities;

- iv) that the Directors have prepared the accounts for the financial year ended on 31st March, 2013 on a 'Going concern basis'.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation of dedicated efforts of all concerned at all levels.

PLACE: JAIPUR
DATE: 19.08.2013

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

-Sd/-
KUSUM MADAN
WHOLE TIME DIRECTOR

-Sd/-
DHIRENDRA MADAN
MANAGING DIRECTOR

Annexure I to the Directors' Report

PARTICULARS OF EMPLOYEES AS REQUIRED UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (PARTICULARS OF EMPLOYEES) RULES, 1975 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED ON 31st March, 2013 .

(A) Employed throughout the financial year and was in receipt of remuneration in aggregate of not less Rs. 60,00,000/- per annum:-

Particulars	Dhirendra Madan
Designation of the employee	Managing director
Remuneration received.	Rs.60,00,000/-
Other terms and conditions.	-
Nature of duties of the employee.	Overall Management
Qualifications and experience of the employee.	GRADUATE
Date of commencement of employment.	06/03/1996
Age	55 Years
Last employment held by such employee before joining the company.	-
Percentage of equity shares held by the employee in the company within the meaning of sub-clause (iii) of clause (a) of sub-section (2A) of section 217 of the Act.	42.52%

(B) Employed for a part of the financial year and was in receipt of remuneration of not less than Rs. 5,00,000/- per month:- Nil

Notes:

1. Remuneration includes salary, allowances, perquisites, provident fund contribution payable as per terms and conditions of the appointment.
2. The appointment is on contractual basis.