ANNUAL REPORT

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of ARVIND ACCEL LIMITED will be held on Friday, the 28th September, 2012 at 1.00 p.m. at the Registered Office of the Company at Arvind Mills Premises, Naroda Road, Ahmedabad-380 025 to transact the following Business:-

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Report of the Directors and the Auditors thereon.
- To appoint a Director in place of Mr. Jayesh K. Shah, who retires by rotation in terms
 of Article 149 of the Articles of Association of the Company and being eligible, offers
 himself for reappointment.
- 3. To appoint Auditors of the Company to hold office up to the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

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

RESOLVED THAT Mr. Punit S. Lalbhai be and is hereby appointed as an Additional Director on the Board of the Company with effect from 21st November, 2011, pursuant to Articles of Association of the Company and Section 260 of the Companies Act, 1956, and will hold the office till the conclusion of the next Annual General Meeting.

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.

Registered Office Arvind Mills Premises Naroda Road, Ahmedabad-380 025

Date: 21st April, 2012

BY ORDER OF THE BOARD

Jayesh K. Shah

Director

Punit S. Lalbhai

Director

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956

Item No. 4

The Board of Directors at their meeting held on 21st November, 2011 appointed Mr. Punit S. Lalbhai as additional Director of the Company. The said appointment was in pursuance of the provisions of Section 260 of the Companies Act, 1956 and Article 137 of the Articles of the Association of the Company and accordingly the said Director holds office only upto the date of this Annual General Meeting. The Company has received notice in writing alongwith the necessary amounts as a deposit from a member proposing candidature of Director in accordance with the requirements of Section 257 of the Companies Act, 1956.

The Board commends the resolution at item No. 4 for approval of members. Mr. Punit S. Lalbhai may be deemed to be concerned or interested in the said resolution relating to his appointment. No other Directors are in any manner concerned or interested in the said resolution.

Registered Office Arvind Mills Premises Naroda Road, Ahmedabad-380 025

Date: 21st April, 2012

BY ORDER OF THE BOARD

Jayesh K. Shah

Director

Punit S. Lalbhai

Director

DIRECTORS' REPORT

To, The Members,

Your Directors present their FOURTH Annual Report together with the Audited Financial Statements for the year ended on 31st March, 2012.

1. FINANCIAL RESULTS:

During the year your Company has incurred a net loss of Rs. 5,00,37,266/- after depreciation and amortization of Rs. 7,15,647/- and provision of Taxation for Rs. 2,22,287/- and the same is carried forward to the Balance Sheet.

2. OPERATIONS:

Income from Operations and Other Income for the year ended 31st March, 2012 is Rs. 17,45,50,589/-.

3. DIVIDENDS:

In view of loss for the year, your Directors do not recommend any dividend on Equity Shares.

4. DEPOSITS:

The Company has not accepted any Deposits under the Companies Acceptance of Deposits Rules, 1975.

5. SUBSIDIARY:

The Company has a wholly owned subsidiary Arvind Envisol Private Limited.

6. DIRECTORS:

During the year under review, Mr. Jagdish G. Dalal has resigned from the Directorships of the Company.

Mr. Jayesh K. Shah, the Director of the Company, retires by rotation at the ensuing Annual General Meeting pursuant to Articles 149 of the Articles of Association of the Company and being eligible for re-appointment, offers himself for re-appointment.

Mr. Punit S. Lalbhai has been appointed by the Board as an Additional Director at the meeting of the Board of Directors held on 21st November, 2011 and holds the office upto the date of this ensuing Annual General Meeting. The Company has received notice in writing Under Section 257 from a member proposing his candidature as Director.

7. DIRECTORS' RESPONSIBILITY STATEMENT:

In compliance of Section 217(2AA) of the Companies Act, 1956, the Directors state that:

 In the preparation of the annual accounts, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards.

- 2. Such accounting policies have been selected and applied consistently and such judgements and estimates have been made as 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 profit of the Company for the year.
- 3. Proper and sufficient care has been taken 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 preventing and detecting fraud and other irregularities; and
- 4. The attached statements of accounts for the period ended on 31st March, 2012 have been prepared on a going concern basis.

8. PARTICULARS OF EMPLOYEES:

Information in terms of the provisions of Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, forms part of this report. However, as per the provisions of Section 219(1)(b)(iv) of the said act, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Board at the Registered Office of the Company.

9. INFORMATION REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information in accordance with the under 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 regarding conservation of energy and technology absorption are not being given as the Company has not undertaken any manufacturing activity.

During the year under review the details of foreign exchange earning & outgo were as under:

Foreign exchange Earning: ₹ 9.28 lacs Foreign exchange outgo: ₹ 16.24 lacs

10. AUDITORS:

The Company's Auditors M/s G. K. Choksi & Co., Chartered Accountants, Ahmedabad retire at the conclusion of forthcoming Annual General Meeting and being eligible, offer themselves for reappointment. You are requested to appoint Auditors and to fix their remuneration.

11. ACKNOWLEDGEMENTS:

Your Directors wish to convey their deep sense of gratitude to all associated with it for the support extended by them and also look forward to their continued co-operation in future.

FOR AND ON BEHALF OF THE BOARD

Punit S. Lalbhai

Director

ayesh K. Shah

Director

Date: 21.04.2012 Place: Ahmedabad

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G. K. Choksi & Co.

Chartered Accountants

'Madhuban', Nr. Madalpur Underbridge, Ellisbridge, Ahmedabad - 380 006. Dial: 91 - 79 - 30012009, 9925174555-56 Fax: 91 - 79 - 26569929 E-mail: info@gkcco.com

AUDITORS' REPORT

To The Members, ARVIND ACCEL LIMITED Ahmedabad.

- 1. We have audited the attached Balance Sheet of Arvind Accel Limited as at 31st March, 2012. Statement of Profit and Loss and Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting, the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditors' Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, and on the basis of such checks as we considered appropriate and according to information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
- Further to our comments in the Annexure refer to above, we report that: 4.
 - We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books:
 - The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt C. with by this report are in agreement with the books of account;
 - In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow d. Statement comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act. 1956.
 - On the basis of written representation received from the directors of the company as at e. March 31st, 2012 and taken on record by the board of directors, we report that none of the directors is disqualified from being appointed as director of company under clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

708-709, Raheja Chambers, Free Press Journal Road, Nariman Point, MUMBAI - 400 924. Dial: 91-22-66324446/47 FAX: 91-22-22882133 Email: mumbai@gkcco.com

G.K. Chokse & Co.

- f. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i. in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012,
 - ii. in the case of the Statement of Profit and Loss, of the loss for the year ended on that date

and

iii. in the case of the Cash Flow Statements for the year ended on that date.

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W] Chartered Accountants

ROHIT K. CHOKSIV

Mem. No.: 31103

Place: Ahmedabad Date: 21st April, 2012



ANNEXURE TO THE AUDITORS' REPORT

The annexure referred to in the Auditors Report to the members of Arvind Accel Limited (the company) for the year ended 31st March 2012. We report that:

- 1 (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) The fixed assets have been physically verified by the management during the year at reasonable intervals and no material discrepancies were noticed on such verification.
 - (c) During the year the company has not disposed off any substantial/major part of fixed assets.
- 2 (a) In our opinion, physical verification of inventory comprising of construction materials and traded goods has been conducted by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) On the basis of our examination of records of inventory, in our opinion, the Company is maintaining proper records of inventory. No material discrepancy was noticed on physical verification of the inventory.
- 3 (a) The Company has not granted any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly in our opinion paragraphs 4(iii)(a) to 4(iii)(d) of the order are not applicable.
 - (b) The company has taken unsecured loan from the Holding company. The maximum amount involved during the year was ₹2142.39 lacs and the year end balance is ₹ 249.72 lacs.
 - (c) The terms and conditions of such loan are not prima facie prejudicial to the interest of the company.
 - (d) According to the information and explanations given to us, the principal amount of such loan is repayable on demand.
- In our opinion and according to information and explanation given to us; there is adequate internal control system commensurate with the size of the Company and the nature of its business, with regard to purchase of inventory comprising construction materials and traded goods, fixed assets and with regard to the sale of goods and services.

During the course of our audit, we have not observed any major weakness in the internal controls.

- 5 (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section.
 - (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements referred to in (a) above and exceeding the value of ₹ 5 lacs with any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- The company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of the Companies Act, 1956.
- According to information and explanations given to us, the company has set up an in house internal audit department the internal audit system is adequate looking to the size and nature of the business.
- According to information and explanation given to us, the central government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of services carried out by the company.
- 9 (a) According to information and explanation given to us, and on the basis of our examination of the books of accounts, the company has been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
 - (b) According to the information and explanations given to us, the Company had no disputed outstanding statutory dues as at 31st March, 2012.
- 10 Since the company has not completed five years of incorporation, the paragraph 4(iii)(x) is not applicable.
- According to the records of the company examined by us and on the basis of information and explanations given to us, the company has neither taken any loans from a financial institutions and a bank nor issued any debentures. Accordingly paragraph 4(xi) of the order is not applicable.
- 12. The company has not granted any loans and advances on the basis of securities by way pledge of shares, debentures and other securities. Accordingly paragraph 4(xii) of the order is not applicable.
- 13. The company is not Chit fund, Nidhi, Mutual Benefit Funds or a Society. Accordingly paragraph 4(xiii) of the order is not applicable.
- 14. The Company is not dealing or trading in shares, securities, debentures or other investments and hence the requirements of paragraph 4 (xiv) are not applicable to the company.

G. K. Cheksi & Co. Chartered Accountants

- 15. In our opinion and according to the information and explanation given to us, the company has not given any guarantee for loans taken by others from banks and financial institutions during the year. Accordingly paragraph 4(xv) of the order is not applicable.
- 16. On the basis of an overall examination of the balance sheet of the company in our opinion and according to the information and explanations given to us, we report that company has utilised funds raised on short term basis for long term investments to the tune of ₹ 1838.55 lacs (previous year ₹ 38.43 Lacs).
- 17. On the basis of an overall examination of the balance sheet of the company in our opinion and according to the information and explanations given to us, the company has not raised any funds on short term basis which has been used for long term investment.
- 18. The company has not made any preferential allotment to parties and companies covered under register maintained under section 301 of The Companies Act, 1956 during the year. Accordingly paragraph 4(xviii) of the order is not applicable.
- 19. During the period covered by audit report, the company has not issued any debentures. Accordingly paragraph 4(xix) of the order is not applicable.
- 20. The company has not raised any money by public issues during the year. Accordingly paragraph 4(xx) of the order is not applicable.
- 21. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the period under review.

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W] Chartered Accountants

ROHIT K. CHOKSI

Mem. No.: 31103

Place: Ahmedabad Date: 21st April, 2012



Balance Sheet as at 31st March, 2012

[Amount in ₹]

Particulars	Notes	31st Marc	h, 2012	31st March, 201
Equity and Liabilities				
Shareholders' Fund				
Share Capital	2.1	5 00 000		5 00 000
Reserves and Surplus	2.2	(4 93 50 622)		6 86 644
			(488 50 622)	11 86 644
Non-Current liabilities				
Deferred tax liabilities (Net)	2.3	5 65 532		3 43 245
Long term provisions	2.4	7 74 389		1 09 680
Other Long term Liabilities	2.5	8 61 792		
			22 01 713	4 52 925
Current liabilities				
Short term borrowings	2.6	19 04 30 300		1 29 00 000
Trade payables	2.7	1 05 65 651		1 59 00 934
Other current liabilities	2.8	7 57 38 283		6 87 47 88
Short term provisions	2.9	1 62 927		63 42
			27 68 97 161	9 76 12 24
	Total		23 02 48 252	9 92 51 814
Assets				
Non-Current assets				
Fixed assets				
Tangible assets	2.10	1 08 85 858		49 50 552
Intangible assets	2,11	4 18 035		79 220
Intangible assets under development	2.12	12 42 42 254		
			13 55 46 147	50 29 772
Non-current investments	2.13		1 00 000	
Current Assets				
Inventories	2.14	1 06 64 732		1 66 26 85
Trade receivables	2.15	2 86 06 061		2 82 05 86
Cash & cash equivalents	2.16	68 30 506		92 58 69
Short term - Loans & advances	2.17	2 32 00 598		1 76 07 769
Other current assets	2.18	2 53 00 208		2 25 22 86
	-	20000	9 46 02 105	9 42 22 042
	Total:		23 02 48 252	9 92 51 812

Significant Accounting Policies Notes forming part of accounts

2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W] Charlered Accountants

Place: Ahmedabad

Date: 21st April, 2012

FOR AND ON BEHALF OF THE BOARD

Director

Punil Salbhai

Place: Ahmedabad Date: 21st April, 2012

Annual Report 2011-2012

Statement of Profit and Loss for the year ended 31st March, 2012

[Amount in ₹]

Particulars	Notes	31st Marc	ch, 2012	31st March, 2011
Continuing Operations				A Series
Income				
Revenue from operations	2.19	17 40 17 915		17 13 15 170
Other Income	2.20	5 32 674		12 33 781
Total Revenue			17 45 50 589	17 25 48 951
Expenses				
Operating Expenses	2.21	17 31 57 701		13 89 88 646
Purchase of Traded Goods		64 47 427		22 63 782
Changes in inventories	2.22			10 86 234
Employee benefits expenses	2.23	1 63 42 901		1 66 70 390
Finance costs	2.24	1 26 49 425		50 75 909
Depreciation and amortization expenses		7 15 647		3 54 200
Administrative and other expenses	2.25	1 50 52 467		74 40 349
Total Expenses			22 43 65 568	17 18 79 510
Profit before Tax			(498 14 979)	6 69 441
Tax Expenses				
Current Tax				1 11 000
Deferred Tax		2 22 287	7.5	4 24 235
			2 22 287	5 35 235
Profit for the year from continuing operation			(5 00 37 266)	1 34 206
Earnings per equity share: Basic and diluted (₹)			(1 000.75)	2.68
Significant Accounting Policies	1			
Notes forming part of accounts	2			

The accompanying notes are an integral part of the financial statements.

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As per our report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W] Charlered Accountants

Place: Ahmedabad Date: 21st April, 2012 FOR AND ON BEHALF OF THE BOARD mit Halblai

Director

Place: Ahmedabad Date: 21st April, 2012

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2012

				[Amount in 4]
	Particulars		For the year ended 31/03/2012	For the year ended 31/03/2011
Α.	Cash flow from operating activities			
	Profit/(Loss) for the year before taxation and exceptional items	3	(4 98 14 979)	6 69 441
	Adjustments for Depreciation and amortisation Loss on Sale of Assets Interest Expenses Interest Income Operating profit before working capital changes		7 15 647 1 35 330 1 26 49 425 (2 88 920) (3 66 03 497)	3 54 200 1 80 247 50 75 909 (3 05 474) 59 74 323
	Adjustments for Inventories Trade and other receivables Short term Loans and Advances Current Liabilities and long term provisions		59 62 120 (4 00 201) (64 44 120) 18 08 11 417	(1 01 61 501) (1 20 21 770) (2 55 08 387) 5 12 14 961
	Cash generated from operations Direct taxes Refund/(paid) Net Cash from Operating Activities	[A]	14 33 25 719 (22 47 103) 14 10 78 616	94 97 626 (29 55 663) 65 41 964
В.	Cash flow from investing activities			
	Purchase of Fixed Assets Intangible Asset under development Sale of Fixed Assets Interest Received Net cash used in investing activities	[B]	(72 12 898) (12 42 42 254) 87 800 6 09 972 (13 07 57 379)	(24 71 977) 0 1 84 446 1 13 541 (21 73 990)
c.	Cash flow from financing activities			
	Purchase of investment Interest Paid Net cash flow from financial activitiesr	[C]	(1 00 000) (1 26 49 425) (1 27 49 425)	(50 75 909) (50 75 909)
	Net Increase/(Decrease) in cash and cash equivalents	[A+B+C]	(24 28 188)	(707936)
	Cash and cash equivalents opening Cash and cash equivalents closing		92 58 694 68 30 506	99 66 630 92 58 694

Explanatory Notes to Cash Flow Statement

- 1 The Cash Flow Statement is prepared in accordance with the format prescribed by Accounting Standard 3 as prescribed by The Institute of Chartered Accountants of India.
- 2 In Part A of the Cash Flow Statements, figures in brackets indicates deductions made from the net profit for deriving the cash flow from operating activities. In part B & part C, figures in brackets indicates cash outflows.
- 3 Figures of the previous year have been regrouped wherever necessary, to confirm to current years presentation.

As per our attached report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]

Chartered Accountants

Partier
Place: Ahmedabad

Date: 21st April, 2012

Annual Report 2011 - 2012

FOR AND ON BEHALF OF THE BOARD

Director

Place: Ahmedabad Date: 21st April, 2012 PSL Ralbhai Director

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NOTE - '1': SIGNIFICANT ACCOUNTING POLICIES

(i) Accounting Conventions

These financial statements have been prepared on the accrual basis of accounting, under the historical cost convention, in accordance with the Companies Act, 1956, the applicable accounting standards notified by The Companies Accounting Standard Rules, 2006 and the Guidance note issued by the Institute of Chartered Accountants of India.

(ii) Use of Estimates

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reported period. Differences between the actual result and estimates are recognized in the period in which the results are known/ determined.

(iii) Inventories

Inventory comprising of construction materials at site and traded goods are valued at cost. Shuttering Materials are amortized over a period of three years.

(iv) Recognition of Revenue from Contractual Projects:

- (a) Revenues from consultancy services are recognized when services are rendered.
- (b) Contract revenue and contract cost associated with the construction contracts and project contracts are recognized as revenue and expense respectively by reference to the stage of completion of the contract activity at the reporting date.

The expenditure incurred for construction contracts and project contracts that relate to future activity on the contract considered and classified as contract work in progress. The expenditures which are incurred for construction contract but yet to be billed are considered and classified as unbilled contract cost.

Percentage of completion is determined by the proportion that contract cost incurred for work performed up to reporting date bears to the estimated total contract cost.

(c) Sale of traded goods is recognized when the company has transferred to the buyer, the property in the goods, for a price, or all significant risks and rewards of ownership have been transferred to the buyer without the company retaining any effective control over the goods. Sales are stated at contractual realizable values, net of trade discounts.

(v) Fixed Assets

Fixed Assets are stated at their original cost including incidental expenses related to acquisition and installation, less accumulated depreciation. Cost comprises of the purchase price and any other attributable cost of bringing the assets to its working condition for its intended use.

At the balance sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of Company's fixed assets. If any such indication exists, the asset's recoverable amount is estimated .An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount.

NOTE - '1': SIGNIFICANT ACCOUNTING POLICIES

After recognition of impairment loss, the depreciation charge for the assets is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on straight line basis over its remaining useful life.

(vi) Depreciation

Depreciation on Fixed Asset is provided, pro rata for the period of use, on Straight Line Method (SLM), as per rates specified in the Schedule XIV to the Companies Act, 1956.

(vii) Investments

Investment has been stated at the cost price. Provision for diminution in the value of Long Term Investment is made only if; such decline is not temporary in nature in the opinion of the management.

(viii) Retirement Benefits

- (a) Contributions to provident fund are made at predetermined rates to Government Authority and charged to profit and loss account.
- (b) Retirement Benefits being Gratuity are accounted for based on actuarial valuation by the independent valuer.
- (c) Leave Encashment which has been en cashable within one year has been accounted on actual basis.

(ix) Segment Reporting

The accounting policies adopted for segment reporting are in the line with accounting policy of the company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities."

(x) Taxation

Provision for income tax is based on the assessable profits computed in accordance with the provisions of the Income-tax Act, 1961.

Deferred income taxes are recognised for the future tax consequences attributable to timing differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. The effect on deferred tax assets and liabilities of a change in the tax rates is recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets arising from unabsorbed depreciation or carry forward losses under tax laws are recognised only to the extent that there is virtual certainty of realisation. Other deferred tax assets are recognised and carried forward to the extent that there is reasonable certainty of realisation.

(xi) Provisions, Contingent Liabilities and Contingent Assets

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Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the Notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

2 Notes forming part of accounts

2.1	Share Capital		[Amount in ₹]
	Particulars	2011-2012	2010-2011
(a)	Authorised 50,000 (P.Y.50,000) Equity Shares of ₹10/- each	5 00 000	5 00 000
(b)	Issued, Subscribed and fully Paidup 50,000 (P.Y.50,000) Equity Shares of `10/- each Fully Paid up	5 00 000	5 00 000

Note

During the period of five financial years immediately preceeding the Balance Sheet date, the company has not:

- (i) allotted any fully paidup equity shares by way of bonus shares;
- (ii) allotted any equity shares pursuant to any contract without payment being received in cash;
- (iii) brought back any equity shares

(c) Reconciliation of number of shares

	Number of Equ	ity Shares
Particulars	2011-2012	2010-2011
As at April 1, 2011	50000	500000
Add		
Shares issued for Cash or Right Issue or Bonus	0	0
Exercise of Share Option under ESOS / ESOP	0	0
Shares issued in Business Combination	0	0
	50000	500000
Less		
Shares bought back / Redemption etc.	0	0
As at March 31, 2012	50000	500000

(d) Rights, Preferences and Restrictions

- (i) The company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. However no equity shareholder shall exercise any voting rights in respect of any shares registered in his name on which any calls or other sums presently payable by him have not been paid or in regard to which the Company has exercised any right of lien. Further a member paying the whole or part of amount remaining unpaid on any shares held by him although no part of that amount has been called up shall not be entitled to vote.
- (ii) The holders of equity shares are entitled to receive dividends as declared from time to time. No dividend shall be payable except out of profits of the Company arrived at in the manner provided for in Section 205 of the Companies Act.
- (iii) All shares rank equally with regard to Company's residual assets, except that preference shareholders participate only to the extent of the face value of shares. Accordingly in the event of liquidation of the company the holders of the equity shares will be entitled to received any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amount exist currently. The distribution will be in proportion to the number of equity shares held by shareholders.

2 Notes forming part of accounts

(e) Details of Shareholdings

Number of Shares held by Holding Enterprise

	Number of Equi	ty Shares	Value	₹
Partiuclars	2011-2012	2010-2011	2011-2012	2010-2011
Arvind Limited	50000	50000	5 00 000	5 00 000

Shareholders holding more than 5% shares

	Number of Equi	ity Shares	Value !	₹
Partiuclars	2011-2012	2010-2011	2011-2012	2010-2011
Arvind Limited (100%)	50000	50000	5 00 000	5 00 000

- (f) The company has not issued any share capital which may be used for specific purpose as on balance sheet date.
- (g) The company does not have any shares which have been reserved for issue under options and contract / commitments for the sale of share / disinvestment.
- (h) The company has not issued any preference shares either convertible in to equity or non convertible.
- (i) The Company does not have any calls in arrears / unpaid calls and has not forfeited any shares at balance sheet date.

2.2 Reserves and surplus

		[Amount in <]
Particulars	2011-2012	2010-2011
Surplus / (Deficit) in Statement of Profit & Loss		
Balance as per previous financial statements Add : Profit for the year	6 86 644 (5 00 37 266)	5 52 438 1 34 206
Balance available for appropriation Less: Appropriations	(4 93 50 622)	6 86 644
Net Surplus / (Deficit)	(4 93 50 622)	6 86 644

2.3 Deferred tax liabilities (Net)

		[Amount in ₹]
Particulars	2011-2012	2010-2011
Deferred Tax Liabilities Difference of book depreciation and tax depreciation	5 65 532	3 43 245
Net Deferred Tax Liability / (Asset)	5 65 532	3 43 245



2 Notes forming part of accounts

2.4	Long term provisions		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	For Employee Benefits		4 00 000
	Gratuity (Net)	7 74 389	1 09 680 1 09 680
		1/7/303	1.00.000
2.5	Other Long term Liabilities		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Security deposits - Employees	8 61 792	
		8 61 792	
2.6	Short term borrowings		[Amount in ₹
	Particulars	2011-2012	2010-2011
	Unsecured Loans Repayable on demand Related parties	1 18 30 300	1 29 00 000
	Other - Intercorporate Deposit	17 86 00 000	
		19 04 30 300	1 29 00 000
2.7	Trade payables		[Amount in ₹
	Particulars	2011-2012	2010-2011
	For Goods and Services		4.04.474
	From Related Party From Others	1 05 65 651	1 91 174 1 57 09 760
		1 05 65 651	1 59 00 934
	(Refer Note No. 2.35 for Micro, Small and Medium Enterprise)	CHOKS & CO.	

2 Notes forming part of accounts

2.8	Other current liabilities		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Advances from Customers		January 1
	Related parties	5 38 59 560	1 36 50 000
	Others	40 93 860	4 54 28 743
		5 79 53 420	5 90 78 743
	Interest Accrued and due on short term borrowings		
	Related parties	1 31 42 062	33 09 392
	Other parties - Intercorporate Deposit	2 69 735	
		1 34 11 797	33 09 392
	Other Payables		
	Retention money	26 15 939	12 61 959
	Statutory dues	17 57 127	50 97 789
		43 73 066	63 59 748
		7 57 38 283	6 87 47 883
2.9	Short term provisions		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Employee Benefits		
	Leave Encashment	1 62 927	63 428
		1 62 927	63 428

2 Notes forming part of accounts

2.10 Non Currrent Assets

		Gross Blo	Gross Block at Cost			Depr	Depreciation		Net Book Value	k Value
Description of Assets	As at April 01, 2011	Additions during the year	Deletions/ As a Adjustment March 31, during the		Up to 2012 March 31, 2011	For the year	Deletions/ Adjustment during the year	1	Up to As at As at March 31, 2012 March 31, 2011	As at March 31, 2011
Plant and Machinery	36 87 027	2 47 618	2 41 500	36 93 145	187 461	1 82 382	25 802	3 44 041	33 49 104	34 99 566
Furniture & Fixture	1 28 058	2 56 087		3 84 145	11 504	14 112	ı	25 616	3 58 529	1 16 554
Office Equipments	62 500	83 083	7 800	1 37 783	3 196	4 378	368	7 206	1 30 577	59 304
Computer	5 99 252	20 89 281		26 88 533	58 041	2 04 376	T	2 62 417	24 26 116	5 41 211
Vehicle	8 29 138	41 53 068		49 82 206	95 221	2 65 453		3 60 674	46 21 532	7 33 917
Total:	53 05 975	68 29 137	2 49 300	1 18 85 812	3 55 423	6 70 701	26 170	9 99 954	1 08 85 858	49 50 552
Previous Year	33 86 014	23 88 243	4 68 282	53 05 975	1 09 326	3 49 686	1 03 589	3 55 423	49 50 552	



Notes forming part of accounts

2.11 Non Currrent Assets

Intangible assets

		Gross Blo	Gross Block at Cost			Amortisation	sation		Net Book Value	/alue
Description o Assets	Assets Asset Asset Assets	Additions during the year	Deletions/ Adjustment during the year	Deletions/ As at Up to Adjustment March 31, 2012 March 31, 2011 during the year	Up to March 31, 2011	For the year	Deletions/ Adjustment Maduring the	Up to arch 31, 2012	Deletions/ Up to As at As at As at Adjustment March 31, 2012 March 31, 2011 during the year	As at arch 31, 2011
Softwares	83 734	3 83 761	,	4 67 495	4 514	44 946	,	49 460	4 18 035	79 220
Total:	al: 83 734	3 83 761		4 67 495	4 514	44 946	1	49 460	4 18 035	79 220
Previous Year	ar	83 734		83 734		4514		4 514	79 220	



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2 Notes forming part of accounts

2.12 Intangible Asset Under Development

	Asat		Deductions/		As at
Particulars	01/04/2011	Additions	Adjustment	Capitalised	31/03/2012
Technical Know-How		12 42 42 254			12 42 42 254
	Total: 0.00	12 42 42 254	0.00	00.00	12 42 42 254



Notes forming part of accounts

2.13	Non current investments		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Unquoted, Trade		
	Refer Note No. 1(vii) In Subsidiary Company Arvind Envisol Private Limited (10,000 Equity Shares at ₹ 10 each)	1 00 000	
		1 00 000	
.14	Inventories (As taken, valued and certified by the Management)		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Stores Stock of Shuttring Materials At site	67 87 767 38 76 965	94 26 059 72 00 793
	(Refer Note 1(iii)) for mode of valuation	1 06 64 732	1 66 26 852
.15	Trade Receivable (Unsecured, considered good, unless otherwise stated)		[Amount in ₹
	Particulars	2011-2012	2010-2011
	Debt outstanding for the period exceeding six months Others debts	24 74 021 2 61 32 040	24 71 877 2 57 33 983
		2 86 06 061	2 82 05 860
	Amount due from Directors and Officers ₹ NIL (P.Y. ₹ NIL)		
.16	Cash and Cash Equivalents		
			[Amount in ₹

Balances with scheduled banks Current 37 39 742 32 94 827 Cash in hand 4 14 201 9 63 868 CHOK Other bank Balances Fixed Deposit as margin Money (3 to 12 Months) 50 00 000 26 76 563 50 00 000 26 76 563 Annual Report 2011-2012 68 30 506 92 58 695

Notes forming part of accounts

.17 Short-term loans and advances (Considered good, unsecured unless otherwise stated)		[Amount in ₹]
Particulars	2011-2012	2010-2011
Advances		
Related Party	19 62 339	5 92 661
Others	48 13 666 67 76 005	38 64 470 44 57 131
	The state of the s	
Advances to Staff	43 741	1 11 730
Advance Tax & TDS (Net of Provision)	67 96 645	45 49 542
Others		
Balance with Revenue Authorities	87 62 403	80 46 897
Prepaid Expenses	8 21 804	4 42 469

05 94 207

2 32 00 598

24 20 366

1 76 07 769

2.18 Other Current Assets

2011-2012	2010-2011
29 942	3 50 994
2 44 84 936	2 14 43 042
7 12 180	2 15 250
63 150	5 03 580
7 75 330	7 18 830
10 000	10 000
2 53 00 208	2 25 22 866
	29 942 2 44 84 936 7 12 180 63 150 7 75 330

2 Notes forming part of accounts

2.19	Revenue from operations		
			[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Contract Revenue	15 84 95 067	16 55 59 485
	Sale od Traded Goods Consultancy	74 22 250 23 31 004	38 08 618 16 41 711
	Other Operating Revenue		
		9 28 304	3 05 356
	Commission		3 05 350
	Scrap Sales	48 41 290	
		57 69 594	3 05 356
		17 40 17 915	17 13 15 170
2.20	Other Income		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	interest Income		
	From Bank	2 88 920	3 05 474
	Other Non-Operating Income Sundry Credit Balance Written Back Excess Provision for Income Tax	2 13 849 29 747	9 02 797
	Miscellaneous	158	25 510
	IMIOGRALIO CONTRACTOR	2 43 754	9 28 307
2.21	Operating Expenses	5 32 674	12 33 781
las a dan 1	Operating Expended		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Contract Expenses	16 86 29 198	13 70 93 705
	Labour charges	1 03 544	58 161
	Liquidated damages	26 00 000	1 80 216
	Site Expenses	3 51 133	2 91 101
	Retainership Expenses		7 30 513
	Consultancy Charges	14 73 828 17 31 57 701	6 34 950 13 89 88 646
2.22	Changes in Inventories		
			[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Closing Stock		
	Traded Goods	CHOKS/#	
	Opening Stock	3	40.00.00
	Traded Goods	Who co	10 86 234
	Decrease / (Increase) in Inventories		10 86 234
		CUED VCOO	

2 Notes forming part of accounts

2.23	Employees Benefits Expenses		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Salary, Allowances, Wages & Bonus Contribution to Provident & other funds	1 49 08 809 14 34 092	1 59 36 116 7 34 274
		1 63 42 901	1 66 70 390
2.24	Finance Cost		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Interest on: Short Term Borrowings	1 12 24 895	36 77 102
	Other Borrowings Cost Bank Guarantee Commission	14 24 530	13 98 807
		1 26 49 425	50 75 909
2.25	Administration and other Expenses		[Amount in ₹]
	Particulars	2011-2012	2010-2011
	Rent Repairs and Maintenance:	82 000	13 000
	Buildings Equipments Others	87 970 41 680	1 68 983 25 060
	3.10.0	1 29 650	1 94 043
	Insurance Raes and Taxes Auditors Remuneration	2 28 925 86 58 107 1 10 300	72 015 47 15 218 1 00 000
	Travelling Expenses Selling and Distribution Expense	10 61 871	10 35 415
	Advertisement Others	3 89 352 18 170 4 07 522	78 552 11 150 89 702
	Interest on Payment of Service Tax	15 77 643	90 213
	Excees provision of income written off Loss on Sale of Fixed assets Miscellaneous Expenses	10 92 397 1 35 330 15 68 722	1 80 247 9 50 496
		GHOX: 1 50 52 467	74 40 349

NOTE - '2': NOTES FORMING PART OF THE ACCOUNTS

2.26 Contingent Liabilities and Capital commitments

[Amount in ₹]

Particulars	2011-2012	2010-2011
Contingent Liabilities	NIL	NIL
Bank Gaurantee	2,25,99,796	4,12,99,749
Capital Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	NIL	NIL

2.27 The disclosure in respect of contract revenue recognized cost incurred and other details as required under AS 7 on Construction Contracts are given as under:

[Amount in ₹]

Particulars	2011-2012	2010-2011
Contract Revenue recognized as revenue in the year	15,84,95,067	16,55,59,484
Contract Cost incurred and recognized Profits (less recognized losses) upto the reporting date	15,84,95,067	16,55,59,484
Advance Received	5,79,53,420	5,70,79,244
Gross amount due from customers for contract work including unrealized debtors	2,,86,06,061	2,82,05,860

Contract Revenue and Contract Costs are recognised on the basis of percentage completion method and percentage of completion is determined by the proportion that contract cost incurred for work performed up to reporting date bears to the estimated total contract cost.

2.28 Employee Benefits

(a) Defined contribution to Provident fund

The company makes contribution towards employees' provident fund. Under the rules of this scheme, the Company is required to contribute a specified percentage of payroll costs. The Company during the year recognized ₹13,62,811/- (P. Y. ₹ 6,09,912/-) as expense towards contribution to this plan.

NOTE - '2': NOTES FORMING PART OF THE ACCOUNTS

(b) Liability for gratuity

The company has provided for employee gratuity benefits liability based on the actuarial valuation done Life Insurance Corporation of India.

Disclosures for defined benefit plans based on actuarial reports as on March 31, 2012:

[Amount in ₹]

Particulars	2011-2012	2010-2011
Changes in Present Value of Obligations		
Present Value of Obligation as at the beginning of the year	2,42,133	1,10,318
Interest Cost	NIL	NIL
Current Service Cost	6,49,992	1,31,815
Actuarial (gain) / Loss on obligations	1,50,316	NIL
Benefits paid	NIL	NIL
Present value of Obligation as at the end of the year	10,42,441	2,42,133
Changes in fair value of plan assets		
Fair Value of Plan Assets at the beginning of the year	1,32,453	NIL
Expected Return on Plan Assets	10,599	7,453
Contributions	1,25,000	1,25,000
Actuarial Gain / (loss) on Plan Assets	NIL	NIL
Benefits paid Fair Value of Plan Assets at the end of the year	NIL 2,68,052	NIL 1,32,453
Tall value of Flan Assets at the end of the year	2,00,002	1,32,433
Amount recognized in balance sheet		
Present Value of Obligations as at the end of the year	10,42,441	2,42,133
Fair value of plan Assets as at the end of the year	2,68,052	1,32,453
Net Liability / (Asset) recognized in Balance sheet	7,74,389	1,09,680
Expenses recognized in the Profit and loss account		
Current Service Cost	6,49,992	1,31,815
Interest Cost	NIL	NIL
Expected Return on Plan Assets	10,599	7,453
Net actuarial (gain) / loss recognized in the year	1,50,316	NIL
Expenses Recognized in the statement of Profit & Loss*	7,89,709	1,24,362
Assumptions		
Discount rate	8.00%	8.00%
Rate of increase in compensation levels	7%	7%
Rate of return on plan assets	6.75%	6.75%
Age of Retirement	58 Years	58 Years

2.29 Segment Reporting

During the year under review, the Company operates within a solitary business segment i.e. execution of projects on turnkey basis, the disclosure requirements of Accounting Standard – 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India is not applicable.

NOTE - '2': NOTES FORMING PART OF THE ACCOUNTS

2.30 Related Party Disclosures

As per Accounting Standard 18, issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

(a) List of related parties with whom transactions have taken place during the year and relationship:

Sr. No.	Name of related party	Relationship
1	Arvind Limited	Holding Company
2	Arvind Envisol Private Limited	Subsidiary
3	Anup Engineering Limited	Fellow Subsidiary
4	Arvind Infrastructure Limited	Fellow Subsidiary

(b) Transactions with related parties

[Amount in ₹]

Sr. No.	Nature of transaction	2011-2012	2010-2011
(i)	Purchase of Goods - Holding Company		80,368
(ii)	Interest Expense - Holding Company	1,09,25,189	36,77,102
(iii)	Reimbursement of Expenses - Holding Company	4,65,231	1,45,027
(iv)	Expense incurred on behalf of - Holding Company		2,02,564
(v)	Excess provision for income/(Expenses) written off - Holding Company - Fellow Subsidiary	4,38,662 6,53,735	-
(vi)	Sale of Goods - Holding Company	95,13,863	35,41,200
(vii)	Sale of Services - Holding Company	3,56,56,372	1,40,49,781
(viii)	Sale of Services - Fellow Subsidiary	4,09,491	1,84,587
(ix)	Loans Taken - Holding Company	25,26,50,189	9,65,77,102
(x)	Loans Repaid - Holding Company	24,38,87,219	8,03,67,710
(xi)	Reimbursement of Tax Deducted at Source - Holding Company	1,18,05,300	23 55
(xii)	Advances Given - Holding Company - Subsidiary Company	19,46,419 15,920	

NOTE - '2': NOTES FORMING PART OF THE ACCOUNTS

(b) Transactions with related parties.... Continued..

[Amount in ₹]

Sr. No.	Nature of transaction	2011-2012	2010-2011
(xiii)	Advance received from Customers - Holding Company - Subsidiary Company	3,85,67,210 1,50,00,000	1,36,50,000
(xiv)	Investment in Subsidiary Company	1,00,000	11
(xv)	Outstanding Balances as at March, 31st 2012		
	Due to Holding Company - Advances against contract - Unsecured Loans	3,85,67,210 2,49,72,362	1,36,50,000 1,62,09,392
	Due by Holding Company - As Short term Advances - As Sundry Debtors	19,46,419 17,70,027	5,92,661 17,58,168
	Due to Subsidiary Company - Advances against contract	1,50,00,000	
	Due to Subsidiary Company - As Short term Advances	15,920	-
	Investment in Subsidiary Company	1,00,000	-
	Due to Fellow Subsidiary Company - As Sundry Debtors		6,53,735

2.31 Particulars of Earning per Share:

Particulars	2011-2012	2010-2011
Net Profit/(Loss) for the year (Amount in ₹)	(5,00,37,266)	1,34,205
Number of equity shares (Weighted Average)	50000	50000
Nominal value of the share	10	10
Basic and diluted Earning per Share (₹)	(1000.75)	2.68

During the year under review the company has not issued any new equity shares.

2.32 Balances of debtors, creditors, loans, advances and deposits are subject to confirmation by the parties concerned.

2.33 Auditors' Remuneration is made up of :

[Amount in ₹]

Particulars	2011-2012	2010-2011
Statutory Audit Fees	1,10,300	1,00,000
Total:	1,10,300	1,00,000

NOTE - '2': NOTES FORMING PART OF THE ACCOUNTS

Statutory Audit Fees		1,10,300	1,00,000
	Total :	1,10,300	1,00,000

- 2.34 Additional information, to the extent applicable, required under para 5(8) of Part-II of the Schedule VI to the Companies Act, 9156.
 - (a) Value of Imports on CIF Basis: NIL
 - Expenditure in Foreign Currency (on payment basis):

[in lacs]

Punit Ralbhai

Director

Particulars	2011-2012	2010-2011
Technical know how	16.24	_

- Earnings in Foreign Exchange: `9.28 lacs (Previous year `3.05 lacs).
- 2.35 There are no Micro, Small and Medium Enterprises to whom the Company owes dues which are outstanding for more than 45 days as at the Balance Sheet date. Further, the company has neither paid or payable any interest to any Micro, Small and Medium Enterprise on the Balance Sheet date.

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

2.36 The previous year's figures have been reworked, regrouped and reclassified wherever necessary so as to make them comparable with those of the current year.

As per our attached report of even date.

FOR G. K. CHOKSI & Co.

Firm Registration No. 101895W Chartered Accountants

Place: Ahmedabad Date: 21st April, 2012 FOR AND ON BEHALF OF THE BOARD

Director

Place: Ahmedabad Date: 21st April, 2012