



**Innovate Conserve Prosper**

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# **ANNUAL REPORT**

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**2013-14**







Signature Estates

Guwahati

Jagriti Dham

Diamond Harbour Road, Kolkata





## INFINITY INFOTECH PARKS LIMITED

# 23RD ANNUAL REPORT 2013 - 2014

### DIRECTORS

**Mr. Ravindra Chamaria**, *Chairman & Managing Director*

**Mr. Pulak Chamaria**, *Executive Director*

**Mr. Bikram Dasgupta**

**Mr. P C Chatterjee**

**Mr. Ramesh Khemka**

**Mrs. Ranjana Dasgupta**

**Mr. Sekhar Ganguly** (*Nominee of WEBEL*)

**Mr. R K Khanna**

**Mr. Sujit Poddar**

**Mr. Sunand Sharma**

### CFO & COMPANY SECRETARY

**Mr. N K Chandak**

### AUDITORS

**R Kothari & Company**

**Chartered Accountants**

**16A, Shakespeare Sarani**

**Kolkata 700071**

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## **NOTICE**

NOTICE is hereby given that the **23rd Annual General Meeting** of the members of the Company will be held on Tuesday, 30th day of September, 2014 at 10:00 a.m. at the registered office of the Company at INFINITY, Plot- A3, Block GP, Sector-V, Salt Lake, Kolkata 700 091, to transact the following business :

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2014 together with reports of the Board of Directors and Auditors thereon.
2. To declare dividend on the equity shares of the Company.
3. To appoint a Director in place of Mr. Bikram Dasgupta, (DIN:00200742) who retires from the office by rotation and being eligible, offers himself for re-election.
4. To appoint a Director in place of Mr. Pulak Chamaria, (DIN: 00276186) who retires from the office by rotation and being eligible, offers himself for re-election.
5. To appoint Auditors and 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** pursuant to Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and pursuant to the recommendations of Audit Committee of the Board of Directors, M/s. R. Kothari & Company, Chartered Accountants, ( Firm Registration No : 307069E) be and are hereby re-appointed as Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, in addition to reimbursement of all out-of pocket expenses as may be incurred in connection with the audit of the accounts of the Company.

### **SPECIAL BUSINESS:**

#### **Item No. 6: To appoint Independent Director of the Company**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Sunand Sharma (DIN:00275238), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto 31<sup>st</sup> March, 2019.”

#### **Item No. 7: To appoint Independent Director of the Company**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Ramesh Khemka (DIN:00096724), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013



from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to 31<sup>st</sup> March, 2019.”

**Item No. 8: To appoint Independent Director of the Company**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Probir C Chatterjee (DIN:00436800), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation and in respect of whom the Company has received notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to 31<sup>st</sup> March, 2019.”

**Item No. 9: To empower the Board of Directors of the Company to borrow funds**

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and Section 180 (2) of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) the Company hereby accords its consent, authority and approval to the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute) of the Company, for borrowing any sum or sums of money from time to time from any one or more Banks, NBFCs, Financial Institutions, Bodies Corporate, Mutual Funds and /or from any one or more entity or other source whether by way of advances, loans, debentures, bonds or otherwise and whether unsecured or secured notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from the temporary loans obtained by the Company) may exceed the aggregate paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose provided that the total amount upto which the moneys may be borrowed by the Board of Directors and/or outstanding shall not exceed the sum of Rupees 500 Crores (Rupees Five Hundred Crores Only) at any time.

“**FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowings aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**Item No. 10: To empower the Board of Directors of the Company to create charge over assets of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) the Company hereby accords its consent, authority and approval to the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute) of the Company to create charge/mortgage/ encumbrance and or hypothecate, in addition to the mortgages/ charges created/ to be created by the Company in such form and manner and with such ranking and at such time or to transfer, sell, lease, assign, deliver or otherwise dispose off, all or any of the present and future movable and/or immovable properties belonging to/or belong to the Company, including the whole or substantially the whole of the undertaking of the Company or of any one or

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more of its undertakings, if there be more than one, in favour of any Bank, NBFCs, Financial Institution, Bodies Corporate, Mutual Funds, Firms or any other entity or person whatsoever or as the case may be, Trustees for holders of any Debentures for securing any loan or financial accommodation granted or to be granted or Debentures issued or to be issued by or any obligation incurred or to be incurred towards such Bank, NBFCs, Financial Institution Bodies Corporate, Mutual Funds, Firms or any other entity or person or Trustees, as the case may be, for securing the borrowings availed/ to be availed by the Company and/or any of the Company's subsidiary(ies)/affiliate(s)/associate Company(ies), which shall not exceed the borrowing limit of Rupees 500 Crores (Rupees Five Hundred Crores Only) as approved by the members from time to time under Section 180(1)(c) of the Companies Act, 2013, together with interest, compound interest, additional interest, liquidated damages, commitment charges, premium on prepayment or redemption, costs, charges, expenses and any monies payable in connection therewith."

**"FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things including finalization of documents in relation to or for creating the mortgages and/or charges as aforesaid, execution of any documents and writings as may be necessary or expedient and to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of creation of charge/mortgage as aforesaid as may be necessary, proper, desirable or expedient to give effect to this resolution."

### **Item No. 11: To empower the Board of Directors of the Company to contribute to bonafide charitable funds etc.**

To consider and, if thought fit, to pass with or without modification(s), the following resolutions as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 181 of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) the Company hereby accords its consent, authority and approval to the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute) of the Company to contribute to bonafide charitable or other funds not directly related to the Company's business or to the welfare of its employees, from time to time in any financial year, which may exceed five percent of its net profits for the three immediately preceding financial years provided that the total amount upto which money may be contributed by the Board of Directors shall not exceed the sum of Rupees 500 Lakhs (Rupees Five Hundred Lakhs Only) at any time."

### **Item No. 12 : To empower the Board of Directors of the Company to invest in and/or to give loans or advances to any other company, body corporate, trust, mutual funds and/or any other person.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and subject to all necessary statutory consents or approvals, the Company hereby accords its consent, authority and approval to the Board of Directors (hereinafter referred to as the Board which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute) to make any loan(s) (including advances) to, and/or give any guarantee(s), and/or provide any security in connection with the loan(s) made by any other person to, or to any other person by, and /or to acquire, by way of subscription, purchase, conversion or otherwise, the Equity Shares, Preference Shares, Bonds & Debentures (whether redeemable, convertible or non-convertible) or any other securities of any body corporate or company or any other entity or by contribution to the capital of LLPs in one or more tranches (other than companies/bodies corporate for which specific approval of members have separately been taken) upto an amount not exceeding Rupees 50 Crore (Rupees Fifty Crores Only) notwithstanding the fact that the aggregate of the investments made or loans & advances given or security or guarantee so far provided, along



with the proposed investments, loans, advances, security or guarantee, may exceed 60% of the paid-up share capital and free reserves of the Company or 100% of its free reserve, whichever is more, in one or more tranches and on such terms and conditions as board of directors (including any committee the Board may have constituted or hereinafter constitute) may deem fit and proper.

**“FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorised to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and also to delegate all or any of the above powers to the Director(s) of the Company or any person nominated by Directors and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

**Item No. 13: To authorise a Director to hold place of profit and payment of Legal fees**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 and Section 314(1) of the Companies Act, 1956 to the extent applicable (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) read with Rules made thereunder and in accordance with the approval granted by the Board at its meeting held on 25th March, 2014 based on the recommendations of the Remuneration Committee, the Company hereby accords its approval to the appointment of M/s. Khanna & Co. Advocates, Solicitors & Notary, a firm in which Mr. Rajeshwar Kumar Khanna, a Director of the Company is a Partner, as a Legal Retainer of the Company for a period of two years with effect from 1<sup>st</sup> January, 2014 at a retainership fee of Rupees 50,000 (Rupees Fifty Thousand Only) per month together with out of pocket and traveling expenses, if any incurred for rendering legal advisory services from time to time.

**“FURTHER RESOLVED THAT** in addition to above and pursuant to the applicable provisions of the Companies Act, 2013 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) read with Rules made thereunder and in accordance with the approval granted by the Board at its meeting held on 25th March, 2014 based on the recommendations of the Remuneration Committee, consent of the Company be and is hereby also accorded for payment of a sum not exceeding Rupees 1,00,000 (Rupees One Lakh Only), per appearance, as legal fees to Mr. Rajeshwar Kumar Khanna, Advocate & Solicitor for his appearance before any of the competent court, tribunal, arbitrators, other legal authorities or forum, in connection with the legal matters for and on behalf of the Company from time to time.”

**“FURTHER RESOLVED THAT** the Board be and is hereby authorized, in its absolute discretion, to do all such acts, things or deeds or take any such steps or actions as it may deem appropriate and necessary in order to give effect to the aforesaid resolutions”.

**Item No. 14: To amend Article of Association of Company**

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

**“RESOLVED THAT** pursuant to Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and the Rules made thereunder and subject to all necessary statutory consents or approvals, the Articles of Association of the Company be and is hereby altered in the following manner:

**a) A new Article 111A is being inserted after Article 111 which is as under:**

“111A. Participation in Meeting of the Board by Directors through electronic mode

Notwithstanding anything contained herein, the director(s) may participate in the meeting(s) of the Board or any Committee thereof through electronic mode by video conferencing or other audio visual modes as may be prescribed,

## INFINITY INFOTECH PARKS LTD.

and the Director(s) so participating shall be deemed to be present at the meeting for the purposes of quorum, voting, recording of minutes and all other relevant provisions in this regard by following procedure specified under applicable laws for the time being in force and rules, regulations, circulars, notifications, guidelines etc. issued / to be issued from time to time by competent/statutory authority (ies).”

**b) A new Article 176A is being inserted after Article 176 which is as under:**

“176A. Maintenance of registers and records in electronic mode

Notwithstanding anything contained in these Articles, Registers, Index, Agreement, Memorandum, Minutes, Books of Accounts or any other document required to be kept by the company under the Companies Act, 2013 may be kept in electronic form in such form and manner as may be prescribed under Section 120 of the Companies Act, 2013 and rules made thereunder.”

**c) A new Article 166A is being inserted after Article 166 which is as under:**

“166A. Service of documents through electronic mode

Notwithstanding anything contained in these Articles and as per Section 20 & 134 of the Companies Act, 2013 read with rules made thereunder, a Company may serve copies of the Balance Sheet, Statement of Profit and Loss, Auditors’ Report, Directors’ Report, Notice of the General Meeting along with Explanatory Statements etc. and any other documents to the members through electronic mode, by following the conditions laid down under the relevant Rules.”

**d) A new Article 186 is being inserted after Article 185 which is as under:**

186. “General Clause”

The intention of these Articles is to be in consonance with the contemporary Act, Rules and Regulations prevailing in India. If there is an amendment in any Act, Rules and Regulations allowing what was not previously allowed under the Statute, the Articles herein shall be deemed to have been amended to the extent that Articles will not be capable of restricting what has been allowed by the Act by virtue of an amendment subsequent to registration of the Articles. In case of any of the provisions contained in these Articles are inconsistent or contrary to the provisions of the Companies Act, 2013 and rules made thereunder, the provisions of the Companies Act, 2013 and rules made thereunder shall override the provisions of these Articles and these Articles shall be deemed to have been amended to include such provisions of the Companies Act, 2013. All references to sections of Companies Act, 1956 shall be deemed to include the corresponding sections/provisions of the Companies Act, 2013, if any.

**Registered Office :**

INFINITY, Plot A3,  
Block GP, Sector V  
Salt Lake  
Kolkata 700 091

**By Order of the Board**

**N K CHANDAK**  
CFO & Company Secretary

**Dated : the 5th day of September, 2014**



## NOTES:

1. **A member entitled to attend and vote at the annual general meeting (the “meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.**

**A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Brief profile of Directors, proposed to be appointed/ re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold Directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between Directors inter-se, forming part of the Notice. The Directors have furnished the requisite information's for their appointment/re-appointment.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
6. All the documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the members at the Registered Office of the Company between 11:00 am to 1:00 pm on all working days, except Saturdays, till the date of the Meeting.
7. The dividend as recommended by the Board, if declared at the meeting, will be paid to those members whose names appear on the Company's register of members as on the record date 19th September, 2014, in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by Depository and Registrar & Share Transfer agent M/s. Link Intime India Private Limited as beneficial owners as on the record date.
8. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, no unpaid or unclaimed dividends amounts lying with the Company for transfer to the Investor Education and Protection Fund (the IEPF) established by the Central Government.
9. Copy of the Annual Report for 2014 and Notice of the 23rd Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members at their communication address as registered with the Company.
10. Members are requested to notify immediately any change in their e-mail and communication address to the Company.
11. Members may also note that the Notice of the 23rd Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website [www.infinityitpark.com](http://www.infinityitpark.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id: [nkchandak@infinityitpark.com](mailto:nkchandak@infinityitpark.com).

## EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### **Item No. 6 to 8**

Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir C Chatterjee, are Non-Executive (Independent) Directors of the Company. They have joined the Board of Directors of your Company on 27th December, 2002, 15th October, 2004 and 27th December, 2006 respectively. Thereafter, members of the Company had appointed them as Directors and their period of office was liable to determination by retirement of Directors by rotation, as per the applicable provisions of the Companies Act, 1956.

The provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors have come into force with effect from 1<sup>st</sup> April, 2014. In terms of provisions of Sections 149, 152, Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, all Public company having paid-up share capital of Rupees 10 Crore or more or having turnover of Rupees 100 Crore or more or which have aggregate, outstanding loans, debentures and deposits, exceeding Rupees 50 Crore, shall have at least two independent Directors on its Board. Accordingly, it is proposed to appoint Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir C Chatterjee, as Independent Directors of the Company for a term up to 31<sup>st</sup> March, 2019.

All the aforesaid Independent Directors have given declarations to the Board of Directors to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, based on the recommendation of the Nomination and Remuneration Committee, the abovesaid Independent Directors fulfill the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and such Independent Directors are independent of the management.

The Company has received notices in writing from member(s) alongwith deposit(s) of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidatures of Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir C Chatterjee, for the office of the Directors of the Company.

Brief resume of proposed Independent Directors, nature of their expertise in specific functional areas and names of companies in which they hold Directorships and Memberships / Chairmanships of Board Committees, their shareholding in the Company, has been annexed herewith and forming part of the notice for the information of the shareholders.

Draft Letters of Appointment for Independent Directors, setting out terms and conditions of their appointment, are available for inspection at the Registered Office of the Company between 11:00 am and 1:00 pm on all working days except Saturdays, till the date of Annual General Meeting and it shall also be made available on the website of the Company [www.infinityitpark.com](http://www.infinityitpark.com).

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir C Chatterjee, as Independent Directors. Accordingly, the Board recommends the Ordinary Resolutions as set out at Item Nos. 6 to 8 of this Notice for approval of the members of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Independent Directors for their respective appointment, are concerned or interested, financially or otherwise, in these Resolutions.

### **Item No. 9 & 10**

The Members of the Company in their Annual General Meeting held on 21<sup>st</sup> August, 2010 had accorded their consent by way of an Ordinary Resolution under Section 293(1)(d) of the Companies Act, 1956, to the Board for borrowing money up to a limit of Rupees 500 Crores (Rupees Five Hundred Crores Only) (excluding temporary loans obtained from the Company's bankers in the ordinary course of business), considering the fund requirements for growth and expansion programs being contemplated and undertaken by the Company and to cater to the working capital needs. Further, the Members of the Company in their Annual General Meeting held on 3<sup>rd</sup> September, 2011 had accorded their consent by way of Ordinary Resolution under Section 293(1) (a) of the Companies Act, 1956, to the Board of Directors for creation of security through mortgage or pledge or hypothecation or otherwise or through combination of all or any of the movable and immovable properties of the Company present and future and/or the whole or substantially the whole of the undertaking of the Company in any other form whatsoever for securing loans or financial accommodations.



However, Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013, provides that the Board of Directors shall exercise the said powers only with the consent of the members of the Company by way of Special Resolutions.

The Ministry of Corporate Affairs has vide its Circular No.4/2014 dated 25th March, 2014 clarified that the Resolution passed under Section 293 of the Companies Act, 1956 prior to 12th September, 2013 with reference to borrowings and creation of security will be valid for a period of one year from the date of notification of Section 180 the Companies Act, 2013. Pursuant to the above clarification, it is proposed to seek approval of the Members under Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013.

The Board recommends these resolutions by way of Special Resolutions as set out in Item No. 9 & 10 of this Notice for approval of the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution.

#### **Item No. 11**

The Members of the Company in their Annual General Meeting held on 3rd September, 2011 had accorded their consent by way of an Ordinary Resolution under Section 293(1)(e) of the Companies Act, 1956, to the Board for contributing to charitable or other funds not directly related to the Company's business or to the welfare of its employee, from time to time in any financial year to the extent of Rupees 500 Lakhs (Rupees Five Hundred Lakhs Only), considering the Company's commitment to the Society at large. However, Section 181 of the Companies Act, 2013, provides that the Board of Directors shall exercise the said power only with the consent of the Company. Hence, the Ordinary Resolution at Item No.11 is intended for this purpose.

The Board recommends the resolution by way of Ordinary Resolution as set out in Item No.11 of this Notice for approval of the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution.

#### **Item No. 12**

Your Company being one of the leading players in the Real Estate Infrastructure Industry has been pursuing various growth opportunities in its core sector, which interalia contemplates promotion of and/or development/entering into agreements with, subsidiaries/Joint Ventures/ Associates for undertaking the IT, ITES and other infrastructure project(s) including promotion & development of township(s), residential building(s), complex(es) etc, being infrastructure facilities as contemplated under Schedule VI of the Companies Act, 2013. Accordingly, your Company has been investing fund in such subsidiaries/JVs/Associates and/or giving guarantees or providing securities in connection with loans/credit facilities given to such subsidiaries/JVs/Associates, from time to time, in accordance with the applicable provisions of the Companies Act, 1956. Besides the above, the Company has also given loan/ advances to various companies/firms/bodies corporate and invested in shares/securities/units of various companies/mutual funds.

Your Company is, therefore, engaged in the business of providing infrastructural facilities as defined in Schedule VI to the Companies Act, 2013 (effective from 1<sup>st</sup> April, 2014). Clause (a) of Sub-section (11) of Section 186 of the Act provides exemption to such Companies from complying with the requirements of Section 186 [except sub-section (1) of Section 186] in relation to making loan/ providing guarantee or security in connection with loan and hence, the Company shall continue making such loans and investments or giving guarantees or providing securities to its wholly owned subsidiaries without any specific approvals. The Company, also makes investments, gives loans and provides guarantees and securities to joint ventures and other entities. Therefore, it is proposed to take approval of the members by way of Special Resolution for making such loans and investments or giving guarantees or providing securities as set out in **Item no. 12.**

The Board recommends the resolution by way of Special Resolution as set out in Item No.12 of this Notice for approval of the members of the Company.

Except Directors or Key Managerial Personnel of the Company who are / may be Directors / shareholders in the bodies corporate in which investments may be made by Company, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested in the said resolution.

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### **Item No. 13**

Mr. Rajeshwar Kumar Khanna, Director of the Company is Bar-at-law and is an enrolled Attorney-at-law & advocate with Hon'ble High court at Calcutta and Hon'ble Supreme Court of India and is serving as senior partner of M/s. Khanna & Co., Advocates, Solicitors & Notary and president of Intellectual Property Law Practitioners Association.

M/s. Khanna & Co. has been providing legal services to the Company on case to case basis. However off late the services of M/s. Khanna & Co. is being availed on regular basis and accordingly the Board of Directors in their meeting held on 25th March, 2014, based on recommendation of Remuneration Committee, have decided to take services of M/s. Khanna & Co. on regular basis by appointing them as legal retainers on a monthly remuneration of Rs. 50,000/- per month effective from 1<sup>st</sup> January, 2014 for a period of two years and shall also be reimbursed out of pocket and traveling expenses, if any.

As per the provisions of Section 314 of the Companies Act 1956 applicable till 31<sup>st</sup> March, 2014 as well as Section 188 of the Companies Act, 2013 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) read with Rules made thereunder, appointment of any firm in which a Director is a partner requires approval of the members by way of special resolution.

Further, Mr. Rajeshwar Kumar Khanna, is also appearing before the competent court, tribunal, arbitrators, authorities or forum and senior legal counsel, in connection with the legal matters for and on behalf of the Company on case to case basis, on such sum as set out in the resolution as legal fees.

The Board recommends the resolution by way of Special Resolution as set out in Item No.13 of this Notice for approval of the members of the Company.

Except Mr. Rajeshwar Kumar Khanna, for the self and being a Partner in M/s. Khanna & Co, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the said resolution.

Members may further note that the relevant Related Party are not entitled to vote on the aforesaid resolution.

### **Item No. 14**

Due to the enactment of majority provisions of the Companies Act, 2013, certain changes are required to be made in the Articles of Association of the Company. Some new articles/clauses are proposed to be inserted in relation to use of electronic mode for participation in meeting of the Board by Directors, service of documents and maintenance of registers and records.

A general clause is also proposed to be inserted to the effect that if any provision as mentioned in the articles is inconsistent with the provisions of the Companies Act, 2013 and Rules made therein, then the provisions of the Companies Act, 2013 and rules made therein shall override the provisions of these Articles.

The Board recommends the resolution as a Special Resolution for as set out in Item No.14 of this Notice for approval of the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution.

A copy of the Articles of Association of the Company together with the proposed alterations is available for inspection by the members of the Company at the Registered Office of the Company between 11:00 am and 1:00 pm on all working days except Saturdays, till the date of Annual General Meeting.

#### **Registered Office :**

INFINITY, Plot A3,  
Block GP, Sector V  
Salt Lake  
Kolkata 700 091

#### **By Order of the Board**

**N K CHANDAK**  
CFO & Company Secretary

**Dated : the 5th day of September, 2014**

**DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN FORTHCOMING ANNUAL GENERAL MEETING**

| Name of Director  | Mr. Bikram Dasgupta   | Mr. Pulak Chamarla   | Mr. Sunand Sharma  | Mr. P.C.Chatterjee  | Mr. Ramesh Khemka  |
|---|---|--|--|---|--|
| Date of Birth   | 29.10.1951  | 04.12.1978   | 11.05.1949   | 22.07.1950  | 04.08.1945   |
| Qualifications  | Engineering Graduate from Indian Institute of Technology, Kharagpur   | Bachelor of Science in Business Administration from Bobson College, USA  | Mechanical Engineering Graduate from Osmania University  | Mechanical Engineering Graduate from Kolkata University, member of ICWAI & MBA from IIM, Ahmedabad  | B. Com (Graduate) from Calcutta University   |
| Experience  | Over 33 years of experience in the field of IT industry & was Chairman of IT Asia for 4 years. Currently Chairman & Managing Director of Globsyn Technologies Ltd | Over 13 years of work experience in the field of strategic planning, project execution, marketing & budgeting. Currently working as Executive Director of Infinity Infotech Parks Ltd. | Over 42 years of experience in India and abroad. Led the Business Development effort of G.E. in India in the '80s & '90s. Currently Country President of ALSTOM in India and Chairman of ALSTOM Projects India Limited. Also a member of the National Executive Committee of the Federation of Indian Chambers of Commerce & Industry (FICCI), Chairman of the Northern Region of the Indo-French Chamber of Commerce & Industry (IFCCI), besides holding membership of various councils & committees of the Confederation of Indian Industry (CII). | Over 31 years of work experience in India & abroad in the fields of Finance, Accounts, Corporate Restructuring / Re-engineering, Project Management. Earlier associated with Unilever Plc, UK and Robert Bosch GmbH, West Germany. Currently serving as one of the Directors in the Board of CGS International FZE Dubai. | Over 40 years of experience in Real Estate Business and 20 years of work experience in the field of finance. |
| Directorship held in other public companies*                      | Globsyn Technologies Ltd – Executive Chairman<br>Global Synergies Ltd.<br>Globsyn Education Ltd.  | NIL  | NIL  | NIL   | NIL  |
| Membership / Chairmanship of Committees of other public companies | NIL   | NIL  | NIL  | NIL   | NIL  |
| No. of shares held in the company as on 31.03.2014                | 1,54,100  | 10,32,000  | 1,250  | 2,500   | 2,500  |

\*Excludes Directorships in associations, private, foreign and Section 8 Companies under the Companies Act, 2013



## **DIRECTORS' REPORT TO THE MEMBERS**

Your Directors have pleasure in presenting the 23rd Annual Report together with the Audited Accounts for the Financial Year Ended 31<sup>st</sup> March, 2014.

### **FINANCIAL RESULTS**

The financial performance of the Company for the year under review is as follows:

|   | <b>Year Ended<br/>31.03.2014<br/>Amount in Rs.</b> | <b>Year Ended<br/>31.03.2013<br/>Amount in Rs.</b> |
|---|--|--|
| <b>Total Revenue</b>                        | <b>828,761,632</b>                                 | <b>760,121,495</b>                                 |
| Profit Before Tax                           | 67,629,292   | 50,254,853   |
| <b><u>Tax Expenses</u></b>                  |  |  |
| Current Tax                                 | 13,531,100   | 10,060,000   |
| Deferred Tax                                | (12,621,382)                                       | (14,149,401)                                       |
| Excess Income Tax Provided in Earlier Years | (184,959)  | (19,949)   |
| Mat Credit Entitlement                      | (13,531,100)                                       | (10,054,865)                                       |
| <b>Profit After Tax</b>                     | <b>80,435,633</b>                                  | <b>64,419,068</b>                                  |
| Balance Brought Forward from Previous Year  | 80,455,238   | 49,631,770   |
| <b><u>Appropriations</u></b>                |  |  |
| Transfer to General Reserve                 | 15,000,000   | 15,000,000   |
| Proposed Dividend                           | 16,000,000   | 16,000,000   |
| Corporate Dividend Tax                      | 2,719,200  | 2,595,600  |
| <b>Balance to be Carried Forward</b>        | <b>127,171,671</b>                                 | <b>80,455,238</b>                                  |

### **DIVIDEND**

Your directors are pleased to recommend a dividend of 8 % (Previous Year 8%) on the equity share capital amounting to Rupees 160 Lacs (excluding Corporate Dividend Tax of Rupees 27.19 Lacs). The dividend payout is subject to the approval of Shareholders at the ensuing Annual General Meeting.

### **PROJECT AND GENERAL REVIEW**

Your directors have pleasure in informing you that "The IT Lagoon, IT Office infrastructure project undertaken through Infinity BNKe Infocity Pvt. Ltd., a wholly owned subsidiary of the Company has become operational during the year under review. Signature Estates in Ulubari, Guwahati, the residential facilities, another green initiative of your Company being implemented through its wholly owned subsidiary Infinity Townships Pvt. Ltd. is also progressing well. During the year under review the Company conceptualized and made necessary ground work for starting projects at Ranchi and Vrindavan. The projects are expected to be launched during the current financial year. During the year under review, the Company has restated its Fixed Assets (Buildings) to reflect the true value of the assets and the resultant increase in view of the restatement amounting to Rupees 32,041 Lacs has been shown under the Capital Reserve.

Fiscal 2014 was a challenging year for the Indian economy, with continued moderation in economic growth, persistent inflation, high interest rates and significant volatility in global and domestic financial markets. Global economic growth remained subdued during Fiscal 2014, while global financial markets witnessed volatility in response to the commencement of withdrawal of quantitative easing of the US Federal Reserve. Growth in the Indian economy remained below 5.0% for the second consecutive year, along with subdued investment activity and consumer demand. Uncertainties regarding the



global recovery, concerns over domestic growth and volatility in financial markets were the key features of the economic environment in Fiscal 2014. The GDP growth in India during the year was around 4.70% compared to growth of 4.50% during Fiscal 2013. Inflation was at very high levels during the first half of the year, but gradually came down to 6% by the end of the year. The Indian Rupees recent depreciation against the US \$ has also enhanced the effective cost of borrowings for Indian corporate. Owing to the impact of the challenging macro economic factors the Financial year 2014 was quite challenging for the sector in which the Company operates. Your Company calibrated its strategy to the environment, adopting a balanced approach to growth, profitability and risk management. With inflation on rise once again and no significant signs of improvement in investment demand, the prospects of the Indian industry in 2014-15 too look dull. Your Company anticipates that the moderation in the growth rates will show steady recovery in the short to medium term and the growth momentum will revive soon and it remains continue to be optimistic about the market it operates, inspite of the macroeconomic uncertainties and regulatory hurdles being faced by the sector as a whole.

In this locale of volatile environment your Company is continuously focusing ahead and is constantly asking itself how it can create values to ensure long term profitable and sustainable growth, it has. Your Company maintained a forward looking approach to ensure that it is well prepared to seize new opportunities and handle new challenges with speed and is focusing on consolidating its position of providing quality infrastructure by minutely looking into the intricacies of designing, developing and constructing each project with an eye of perfection thereby setting newer benchmarks for design, technology & services. The emphasis has been on reorienting its business strategy and enhancing its internal capabilities. Your Company intends to carry forward this ability and expertise and is evaluating various opportunities in the business verticals in which it operates to ensure sustainable growth in assets and revenue and to strengthen the long term prospects thus creating values for all its stakeholders. Your Company has several projects under implementation and continues to explore newer opportunities in the strategic interest of the Company and for enhancing the long-term shareholders' value. Your directors feel that your Company has progressed well on all key business parameters that have been set and the future growth plans will be more robust and will have improved margins which will result in tangible and intangible benefits for all its stakeholders.

## **AWARDS & RECOGNITIONS**

During year under review, Infinity "IT Lagoon" project has been awarded as 'Best Commercial Project' by Crisil Credai Realty Award 2014.

## **THE COMPANIES ACT, 2013**

The Ministry of Corporate Affairs (MCA) has notified 282 sections of the Companies Act, 2013 in tranches in September, 2013 and March 2014 with majority of the Sections as well as the rules being notified in March 2014 and made effective from 1<sup>st</sup> April, 2014. The Companies Act, 1956 continues to be in force to the extent of the corresponding provisions of the new Act which are yet to be notified. MCA vide its circular dated April 4, 2014 has clarified that the Financial statements and documents annexed thereto, auditor's report and board's report in respect of the Financial year that has commenced earlier than April 1, 2014 shall be governed by the provisions of the Companies Act, 1956 and accordingly, the Financial statements and documents annexed thereto, auditor's report and board's report and the attachments thereto have been prepared in accordance with the provisions of the Companies Act, 1956. With respect to the other provisions of the Act, appropriate references have been made in this report to the extent these provisions have become applicable effective April 1, 2014.

## **DIRECTORS**

In accordance with the provisions of Section 149, 152, Schedule IV of the Companies Act, 2013 ('Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of Directors of your Company has appointed Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir C Chatterjee as Independent Directors of the Company for a term upto March 31, 2019, subject to approval of members in the ensuing Annual General Meeting. Independent directors are no longer liable to retire by rotation. All the aforesaid Independent Directors have given declarations to the Board of Directors to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In

## **INFINITY INFOTECH PARKS LTD.**

the opinion of the Board based on the recommendation of the Nomination and Remuneration Committee, the aforesaid Independent Directors fulfill the conditions specified in Sections 149, 152 and Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force).

The Company has received notices in writing from member(s) alongwith deposit(s) of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidatures of Mr. Sunand Sharma, Mr. Ramesh Khemka and Mr. Probir CChatterjee, for the office of the Directors of the Company.

In accordance with the provisions of Section 152 of the Act, Mr. Bikram Dasgupta and Mr. Pulak Chamaria, retire by rotation at the ensuing Annual General Meeting and being eligible, offer them for reappointment.

The brief resume / details relating to Directors who are to be appointed / reappointed are annexed with the Notice of the ensuing Annual General Meeting and form part of this Report. The Board of Directors of your Company recommends the appointment/re-appointment of all the aforesaid Directors at the ensuing Annual General Meeting.

### **CONSOLIDATED ACCOUNTS**

The Audited Consolidated Financial Statements of the Company and its subsidiaries and step down subsidiaries including treatment of investments in the associate companies/ joint ventures companies prepared in accordance with the prescribed Accounting Standards issued by the Institute of Chartered Accountants of India is annexed herewith and form part of the Annual Report.

### **SUBSIDIARY COMPANIES**

During the year under review, Brainspace Management And Skill Education Limited, became the subsidiary company w.e.f. 30th August, 2013 and subsequently became the wholly owned subsidiary company w.e.f. 26th February, 2014. Trisakti Infradev Private Limited, ceased to be the wholly owned subsidiary company of Infinity Townships Private Limited, and consequently also ceased to be the step-down subsidiary of your Company w.e.f. 25th February, 2014.

A statement pursuant to Section 212 of the Companies Act, 1956, relating to Subsidiary Companies, is annexed to the Directors' Report and form part of this Annual Report. In terms of General Exemption, under Section 212(8) of the Companies Act, 1956, granted by Ministry of Corporate Affairs vide its circular no. 02/2011 dated 8th February, 2011, and in compliance with the conditions enlisted therein, the Audited Statement of Accounts, Auditors' Reports thereon and the Reports of the Board of Directors of the Company's subsidiaries for the financial year ended 31<sup>st</sup> March, 2014, have not been annexed to the Annual Report of the Company. The Annual Accounts and related documents of the Subsidiary Companies shall be kept open for inspection at the Registered Office of the Company and that of the Subsidiaries concerned during business hours. The Company will also make available these documents upon request by any Member of the Company interested in obtaining the same and it shall also be made available on the Company's website [www.infinityitpark.com](http://www.infinityitpark.com).

In compliance with the abovesaid circular, the financial data of the subsidiaries have been furnished separately and forming part of this Annual Report. Further, pursuant to Accounting Standard (AS-21) issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company in this Annual Report include the financial information of its subsidiaries.

### **PUBLIC DEPOSITS**

Your Company has not accepted any deposits under Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules, 1975.

### **DEPOSITORY SYSTEM**

Your Company has made arrangements for dematerialization of shares with National Securities Depository Limited (NSDL).



As on the balance sheet date, shareholders holding 89.95% equity shares of the Company have dematerialized their holding in the Company.

## **CORPORATE SOCIAL RESPONSIBILITY**

As a responsible corporate citizen your Company firmly believes in contributing to improve lives and create a healthier world. Your company remains committed to its Corporate Social Responsibility (CSR) objectives and upholds a deep conviction in it. Your Company is committed to make a positive contribution to the community where it operates. Your Company's endeavour is to make a constructive contribution to the underprivileged communities by supporting socio-economic initiatives. To attain the said objectives your Company has contributed to various schemes in education, healthcare, rural development and environment protection. It invests in nutrition and education programme with the aim to bring definite change to the lives of the marginalised sections of the society and, in the long run, help in creation of healthy, inclusive and progressive nation. The Company, inspired by 3Ps – Profit, People & Planet, believes that its contribution towards social welfare initiatives must result in long-term sustainable economic and social growth of the society at large.

During the year, your company has extensively worked for betterment of underprivileged children. Your Company has a dream of seeing that no child is deprived of education because of hunger and for this reason Infinity is an active supporter of The Akshaya Patra Foundation, world's largest NGO-run mid-day school meal program. Anant Education another CSR Initiative of the Infinity, which started with a vision to promote and reach higher education to deserving students from the economically weaker sections of the society across West Bengal irrespective of any caste, creed, faith or race by offering academic scholarships to a large number of meritorious students scaled newer heights during the year under review.

Besides the above stated initiatives, your Company continued to pledge its support to the other initiatives like BMVSS Jaipur foot, Vedanta Cultural Foundation, Ramakrishna Sarada Mission Matri Bhavan, & Lions Calcutta Greater Education Trust and other NGOs like earlier years.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

In compliance with Section 217(2AA) of the Companies Act, 1956 the Directors, to the best of their knowledge and belief confirm:

1. That for the preparation of the Accounts for the financial year ended 31<sup>st</sup> March, 2014 the applicable accounting standards have been followed along with proper explanations relating to material departures.
2. That the Directors have selected such accounting policies as mentioned in Note No. I of the Annual Accounts and applied them consistently and made such judgments and estimates that were reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company as at 31<sup>st</sup> March, 2014 and of the Profit of the Company for the Financial year ended on that date.
3. 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 safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities.
4. That the Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March, 2014 on a "going concern basis."

## **CORPORATE GOVERNANCE**

Corporate Governance is a key to improving efficiency, transparency, accountability and growth as well as enhancing investor's confidence. The Company believes that Corporate Governance is rather a way of life. Keeping this spirit, your Company has voluntarily adopted Corporate Governance Code as prescribed by the Securities & Exchange Board of India (SEBI) under Clause 49 of the Listing Agreement which is mandatory for listed companies only. Accordingly, the Compliance Report on Corporate Governance forms part of the Annual Report. The Auditors' Certificate on compliance of the provisions of Corporate Governance is also annexed herewith and forms part of this report.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The statement of particulars pursuant to 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 annexed hereto and forms part of the report.

## **PARTICULARS OF EMPLOYEES**

During the year under review, none of the employee was employed at remuneration exceeding the amount as specified in sub-section 2A of Section 217 of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended.

## **AUDITORS' REPORT**

The notes to the financial statements referred to by the Auditors in their Report are self-explanatory and require no further explanations.

## **AUDITORS**

M/s. R Kothari & Company, Chartered Accountants, (Firm Registration No. 307069E) the Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

As required under the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 the Company has obtained written consent from the Auditors to such re-appointment and also a certificate to the effect that their re-appointment, if made, would be in conformity within the limits specified in the said Section and that they are not disqualified for re-appointment pursuant to Section 141 of the Companies Act, 2013. Your Directors recommended their re-appointment as the Statutory Auditors for the Financial Year 2014-15 at the ensuing Annual General Meeting.

## **ACKNOWLEDGEMENT**

Your directors place on record their sincere appreciation to the Government of West Bengal and WEBEL for their continued support to our projects right from the beginning. Your Directors also record their appreciation for the assistance and support extended by Institutions, Banks and Government Authorities. The Directors expressed their appreciation to the employees of the Company for their dedicated and sincere services for the execution of the Company's projects.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**P C CHATTERJEE**

Director

**PULAK CHAMARIA**

Executive Director

**RAVINDRA CHAMARIA**

Chairman & Managing Director

**Place : Kolkata**

**Dated : the 5th day of September, 2014**

## **DISCLOSURE OF THE PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER COMPANIES (DISCLOSURE OF PARTICULARS IN REPORT OF THE BOARD OF DIRECTORS) RULES, 1988**

### **A) CONSERVATION OF ENERGY:**

Your Company is into real estate business and is not included in the list of industries under Schedule to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988. Therefore, Form A and the disclosures contained therein are not applicable to the Company.

Nonetheless, your Company has been taking the following Energy Conservation and Technology Absorption measures in respect of its projects :

- Use of Energy Efficient and Eco-friendly equipment, Use of CFL & LED lights in most areas.
- Use of VFDs in AHUs, Pumps and Cooling Towers. Improvement in compressor efficiency by reducing air losses and optimum setting of pressure switch.
- Reduced overall conductance of the building envelopes using Insulation.
- High Performance Glass with optimum visual light transmittance.
- Efficient Chiller than the conventional one, Variable flow Secondary Chilled water system and Treated Fresh Air unit.
- Integrated BMS (Building Management System).
- The landscaping and irrigation systems have been designed to reduce water consumption.
- Use of Low water consuming plants (species), re-use of rain-water and efficient use of water by use of low flow urinals, low flow lavatories, low flow showers, low flow kitchen and janitor sink and health faucet in order to minimize misuse of water.
- Use of recycled, Non - Toxic and Environmental friendly Building materials
- On-site Sewage Treatment Plant- STP Plant in order to treat and 100% re-use the grey water generated at site
- Use of High efficiency transformers, DG sets and other equipments
- Use of separate energy meters for major common area loads so that power consumption can be monitored and efforts can be made to minimize the same.

The Company as a matter of policy has a regular and ongoing programme for investments in energy saving devices, wherever possible, however the impact of the measures taken can not be quantified as the benefit thereof accrues to the clients occupying space at Infinity.



**B) TECHNOLOGY ABSORPTION:****From B: Disclosure of particulars with respect to absorption****Research & Development (R & D)-**

| Specific areas in which R & D carried out by the company  |   | The Company has not undertaken any activity relating to research and development during the year under review. |                  |
|---|---|--|------------------|
| Benefits derived as a result of the above R&D   |   |  |                  |
| Future plan of action   |   |  |                  |
| Sr. No.   | Expenditure on R & D                                      | 2013-14<br>(Rs.)   | 2012-13<br>(Rs.) |
| 1   | Capital Expenditure                                       | NIL  | NIL              |
| 2.  | Recurring Expenditure                                     | NIL  | NIL              |
|   | Total   | NIL  | NIL              |
|   | Total R & D expenditure as a percentage of total turnover | N.A.   | N.A.             |
| <b>Technology absorption, adaptation and innovation</b>   |   |  |                  |
| Efforts, in brief, made towards technology absorption, adaptation and innovation  |   | Not Applicable   |                  |
| Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc   |   |  |                  |
| In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished:<br>(a) Technology imported.<br>(b) Year of import.<br>(c) Has technology been fully absorbed?<br>(d) If not fully absorbed, areas where this has not taken place, reasons there for and future plans of action |   | Not Applicable   |                  |

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO:**

|   |   |                   |
|---|---|-------------------|
| activities relating to exports; initiatives taken to increase exports ; development of new export markets for products and services ;and export plans | The operations of the Company are confined within the territory of India. |                   |
| <b>Total foreign exchange used and earned</b>   | <b>FY 2013-14</b>   | <b>FY 2012-13</b> |
| Foreign Exchange earnings   | NIL   | NIL               |
| Foreign Exchange outgo*   | Rs.125.18 Lakhs   | Rs. 1031.51 Lakhs |
| * includes investments of the year in overseas Subsidiary/Joint Venture.  |   |                   |

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING TO COMPANY'S INTEREST IN SUBSIDIARY COMPANIES AS ON 31<sup>ST</sup> MARCH, 2014**

| Particulars  | Country | Number of Shares Held by the Company | Face Value of Shares Held by the Company | Extent of Holding | Net Aggregate Amount of Subsidiary's Profit/(Loss) Not Dealt With in the Company's Accounts: (Rs.) |   | Net Aggregate Amount of Subsidiary's Profit/(Loss) Dealt With in the Company's Accounts: (Rs.) |   |
|--|---------|--------------------------------------|--|-------------------|--|---|--|---|
|  |         |                                      |  |                   | For the Subsidiary's Financial Year Ended 31 <sup>st</sup> March, 2014                             | For the Previous Financial Years of the Subsidiary Since It Became the Company's Subsidiary | For the Subsidiary's Financial Year Ended 31 <sup>st</sup> March, 2014                         | For the Previous Financial Years of the Subsidiary Since It Became the Company's Subsidiary |
| <b>Subsidiaries:</b>   |         |                                      |  |                   |  |   |  |   |
| Infinity Townships Private Limited                             | India   | 85100                                | Equity Shares of Rs.10 each              | 100%              | 606,618  | 17,639  | NIL  | NIL   |
| Infinity Finance Limited                                       | India   | 850,000                              | Equity Shares of Rs.10 each              | 100%              | 2,086,169  | 254,327   | NIL  | NIL   |
| Infinity BNKE Infocity Private Limited                         | India   | 10,000                               | Equity Shares of Rs.10 each              | 100%              | (24,883,456)   | (7,297,530)   | NIL  | NIL   |
| Infinity Jaipur Knowledge City Pvt. Ltd.                       | India   | 10,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Knowledge City Private Limited                        | India   | 10,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Griha Nirmaan Private Limited                         | India   | 10,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Villa Private Limited                                 | India   | 10,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Brainspace Management And Skill Education Limited *            | India   | 4,030,000                            | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Infrastructure Limited**                              | U.A. E. | 14,000                               | Shares of 1,000 AED each                 | 100%              | (141,897)  | (277,800)   | NIL  | NIL   |
| <b>Subsidiaries of Infinity Townships Private Limited:</b>     |         |                                      |  |                   |  |   |  |   |
| Infinity Housing Projects Private Limited                      | India   | 1,000,000                            | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| <b>Subsidiaries of Infinity BNKE Infocity Private Limited:</b> |         |                                      |  |                   |  |   |  |   |
| Infinity Ashiana Private Limited                               | India   | 49,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Residences Private Limited                            | India   | 45,500                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Infinity Knowledge City Projects Pvt. Ltd.                     | India   | 95,000                               | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Snowwhite Infrastructure Private Limited                       | India   | 1,000,000                            | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |
| Magnitude Infrastructure Private Limited                       | India   | 842,952                              | Equity Shares of Rs.10 each              | 100%              | NIL  | NIL   | NIL  | NIL   |

**Note : \* subsidiary company w.e.f. 30th August, 2013 and subsequently became the wholly owned subsidiary company w.e.f. 26th February, 2014.**

**\*\* Net Aggregate Profit & Loss of Foreign Subsidiary are translated at average exchange rate at AED = Rs. 14.32**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**P C CHATTERJEE**  
Director

**PULAK CHAMARIA**  
Executive Director

**RAVINDRA CHAMARIA**  
Chairman & Managing Director



## **REPORT ON CORPORATE GOVERNANCE**

### **I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Infinity's business philosophy appreciates the need of upholding the highest standard of corporate governance in its operations. The management of the Company believes that strong and sound corporate governance is an important instrument of protection of stakeholders and good corporate governance practices would enable it to face the challenges of growth effectively and successfully. Infinity's Board of Directors, Management and Employees consistently envisage attainment of the highest level of transparency, Integrity and equity in all facets of the operation of the Company. Infinity is committed to benchmark itself with the best standards of corporate governance not only in form but in spirit too.

### **2. BOARD OF DIRECTORS**

Presently, the Board comprises of two whole time directors, including Chairman & Managing Director and eight Non-Executive directors, out of which three are independent. All directors on the Board of the Company have wide experience in their respective fields. The Board has formed the following Committees for effective implementation of its functions and to comply with the provisions of the applicable law:

1. Audit Committee.
2. Nomination and Remuneration Committee (formerly Remuneration Committee)
3. Shareholders & Investors Grievances Committee. (dissolved/discontinued w.e.f. 30.06.2014)
4. Corporate Social Responsibility ("CSR") Committee ( w.e.f. 25.03.2014)

The Companies Act, 2013 provides that the Board should have an appropriate combination of executive and independent director to maintain the independence of the Board, and separate its functions of governance and management from control.

### **CODE OF CONDUCT FOR DIRECTORS & SENIOR EXECUTIVES**

A Code of Ethics namely "Code of Conduct for Directors and Senior Management Executives" including "Code for Independent Directors" as applicable to the Directors and Senior Executives has been approved by the Board at their meeting held on September 5, 2014. The said Code has also been displayed on the Company's website [www.infinityitpark.com](http://www.infinityitpark.com).

#### **Details of Directors as on 31.03.2014**

| Sl No | Name of Director      | Category                      | Directorships* | Committee Chairmanship** | Committee Membership** |
|-------|-----------------------|-------------------------------|----------------|--------------------------|------------------------|
| 1.    | Mr. Ravindra Chamaria | CMD                           | Nil            | Nil                      | Nil                    |
| 2.    | Mr. Pulak Chamaria    | Executive                     | Nil            | Nil                      | Nil                    |
| 3.    | Mr. Bikram Dasgupta   | Non-Executive                 | Three          | Nil                      | Nil                    |
| 4.    | Mr. P C Chatterjee    | Independent                   | Nil            | Nil                      | Nil                    |
| 5.    | Mr. Ramesh Khemka     | Independent                   | Nil            | Nil                      | Nil                    |
| 6.    | Mrs. Ranjana Dasgupta | Non-Executive                 | Three          | One                      | Three                  |
| 7.    | Mr. R K Khanna        | Non-Executive                 | Nil            | Nil                      | Nil                    |
| 8.    | Mr. Sujit Poddar      | Non-Executive                 | Seven          | One                      | Four                   |
| 9.    | Mr. Sunand Sharma     | Independent                   | Three          | Nil                      | Nil                    |
| 10.   | Mr. Sekhar Ganguly    | Non-Executive (Webel Nominee) | Five           | Nil                      | Nil                    |

\* In other Indian Public Companies,

\*\* In any committee of other Indian Public Companies & Membership includes Chairmanship.



### Details of Board meeting held during the year and attendance of Directors

During the year under review, the Board of Directors met four times on 29.06.2013, 28.09.2013, 23.12.2013 and 25.03.2014.

Particulars of directors attending the Board meeting are as follows:

| SI No. | Name of the Director  | No. of Board Meeting Held during the Year | No. of Board Meeting attended | Attendance in Last AGM (Yes / No) |
|--------|-----------------------|---|-------------------------------|-----------------------------------|
| 01     | Mr. Ravindra Chamaria | 04  | 04                            | Yes                               |
| 02     | Mr. Pulak Chamaria    | 04  | 04                            | Yes                               |
| 03     | Mr. Bikram Dasgupta   | 04  | 01                            | No                                |
| 04     | Mr. P C Chatterjee    | 04  | 04                            | Yes                               |
| 05     | Mr. Ramesh Khemka     | 04  | 04                            | No                                |
| 06     | Mrs. Ranjana Dasgupta | 04  | NIL                           | No                                |
| 07     | Mr. R K Khanna        | 04  | 02                            | No                                |
| 08     | Mr. Sujit Poddar      | 04  | 04                            | No                                |
| 09     | Mr. Sunand Sharma     | 04  | 01                            | No                                |
| 10     | Mr. Sekhar Ganguly    | 04  | 03                            | No                                |

### 3. AUDIT COMMITTEE

As on March 31, 2014, the Audit Committee consists of Mr. P C Chatterjee - Chairman, Mr. Sujit Poddar, Mr. Ramesh Khemka and Mr. R K Khanna. Mr. R K Khanna has subsequently stepped down from the Committee w.e.f. September 5, 2014. The majority of the members of Audit Committee is Independent Directors and possesses accounting and financial management knowledge. In accordance with Section 177(1) of the Companies Act, 2013, the Board of Directors of the Company at their meeting held on June 30, 2014, have approved new terms of reference for the Audit Committee and thereupon the revised terms of reference of the Audit Committee are in conformity with the requirements of Section 177(1) of the Companies Act, 2013.

The terms of reference of the Audit Committee includes the following:

1. To recommend for appointment, remuneration and terms of appointment of auditors.
2. To review and monitor the auditor's independence and performance and effectiveness of audit process.
3. To call for the comments of auditors about internal control systems, the scope of audit, including observations of auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and management of Company.
4. To examine financial statement and the report of auditors.
5. To evaluate internal control and risk management systems.
6. To investigate into any matters in relation to matters abovementioned or any other matters referred to it by Board and for these purpose to obtain external professional advice and have full access to the information and records.
7. To look in to the reasons for substantial defaults in the payment to the depositors, debenture holders, share holders (in case of non-payment of declaration dividends) and creditors.
8. The auditors of a Company and the key managerial personnel shall have a right to be heard in the meetings of the Audit Committee when it considers the auditor's report but shall not have the right to vote.
9. To approve of any subsequent modification of transactions of the Company with related parties.
10. Scrutiny of inter corporate loans and investments.
11. Valuation of undertakings or assets of Company wherever necessary.
12. To monitor end use of funds raised through public offers and related matters.
13. To review the functioning of the Whistle Blower Policy/Vigil mechanism.

Number of meetings held and the dates on which they were held and attendance of the members.

| Name of the Director and Position | Date<br>29.06.2013 | Date<br>28.09.2013 | Date<br>23.12.2013 | Date<br>25.03.2014 |
|-----------------------------------|--------------------|--------------------|--------------------|--------------------|
| Mr. P C Chatterjee, Chairman      | Yes                | Yes                | Yes                | Yes                |
| Mr. Sujit Poddar, Member          | Yes                | Yes                | Yes                | Yes                |
| Mr. R K Khanna, Member            | No                 | Yes                | Yes                | No                 |
| Mr. Ramesh Khemka, Member         | Yes                | Yes                | Yes                | Yes                |

#### Whistle Blower Policy/Vigil Mechanism

The Company has formulated a “Whistle Blower Policy/Vigil Mechanism” that provides a formal mechanism for all employees of the Company to approach the Vigilance and Ethics Officer and Chairman of the Audit Committee of the Company and make protective disclosures about the unethical behaviour, actual or suspected fraud or violation of the Company’s Code of Conduct. The Whistle Blower Policy/Vigil Mechanism is an extension of the Code of Conduct for Directors and Senior Management Executives adopted by the Company, which requires every employee to promptly report to the Management any actual or possible violation of the Code or an event he becomes aware of that could affect the business or reputation of the Company. The disclosures reported are addressed in the manner and within the time frames prescribed in the policy. Under the Policy, each employee of the Company has an assured access to the Vigilance and Ethics Officer and Chairman of the Audit Committee. The “Whistle Blower Policy/Vigil Mechanism” of the Company is available on Company’s website [www.infinityitpark.com](http://www.infinityitpark.com).

#### 4. NOMINATION AND REMUNERATION COMMITTEE (formerly termed as Remuneration Committee)

As on March 31, 2014, the Nomination & Remuneration Committee consisted of Mr. P C Chatterjee - Chairman, Mr. Ramesh Khemka and Mr. Sujit Poddar, majority of them are Independent Directors of the Company. In accordance with Section 178 of the Companies Act, 2013, the Board of Directors of the Company at their meeting held on June 30, 2014, have approved the change in nomenclature of the Remuneration Committee to Nomination and Remuneration Committee and have revised their role/ terms of reference as under :

The revised role/ terms of reference of the Nomination and Remuneration Committee, inter-alia, includes the following:

1. The Committee shall formulate criteria for determining qualifications, positive attributes and independence of Directors and recommend to the Board a policy relating to remuneration for Directors, KMP and other employees.
2. The Committee shall, while formulating the policy, ensure reasonableness and sufficiency of remuneration to attract, retain and motivate Directors of the quality to run Company successfully, relationship of remuneration with performance and remuneration of Directors, KMP and other Senior Management.
3. The Committee shall identify persons who are qualified to become Directors including Independent Directors or may be appointed in senior management in accordance with criteria laid down, recommend to the Board for their appointment or removal and shall carry out their evaluation.
4. The Chairperson of Committee or, in his absence, any other member of the Committee authorized by him in this behalf shall attend the general meetings of the Company.
5. The Committee shall review Appointment and Remuneration policy along with the organization Structure for defining one level below KMPs and shall be empowered to formulate scheme for and grant Stock Options to employees including MD/WHD.

Number of meetings held and the dates on which they were held and attendance of the members.

| Name of the Director         | No. of Meeting Held during the Year | No. of Meeting attended | Date of meeting 25.03.2014 |
|------------------------------|-------------------------------------|-------------------------|----------------------------|
| Mr. P C Chatterjee, Chairman | One                                 | One                     | Yes                        |
| Mr. Ramesh Khemka            | One                                 | One                     | Yes                        |
| Mr. Sujit Poddar             | One                                 | One                     | Yes                        |

Details of Remuneration to the Directors

| SI No | Name                   | Basic Salary (Rs.) | Allowances & Other Benefits (Rs.) | Sitting Fees (Rs.) | Total (Rs.) | Service Contract period |
|-------|------------------------|--------------------|-----------------------------------|--------------------|-------------|-------------------------|
| 01    | Mr. Ravindra Chamaria* | 2,613,600          | 2,975,060                         | Nil                | 5,588,660   | 3 Years                 |
| 02    | Mr. Pulak Chamaria*    | 2,207,040          | 2,868,697                         | Nil                | 5,075,737   | 3 Years                 |
| 03    | Mr. Bikram Dasgupta    | Nil                | Nil                               | 20,000             | 20,000      | Nil                     |
| 04    | Mr. P C Chatterjee     | Nil                | Nil                               | 130,000            | 130,000     | Nil                     |
| 05    | Mr. Ramesh Khemka      | Nil                | Nil                               | 130,000            | 130,000     | Nil                     |
| 06    | Mrs. Ranjana Dasgupta  | Nil                | Nil                               | Nil                | Nil         | Nil                     |
| 07    | Mr. R K Khanna         | Nil                | Nil                               | 60,000             | 60,000      | Nil                     |
| 08    | Mr. Sujit Poddar       | Nil                | Nil                               | 130,000            | 130,000     | Nil                     |
| 09    | Mr. Sunand Sharma      | Nil                | Nil                               | 20,000             | 20,000      | Nil                     |
| 10    | Mr. Sekhar Ganguly     | Nil                | Nil                               | 60,000             | 60,000      | Nil                     |

\*As the future liability for gratuity is provided on an actuarial basis for the Company as a whole, the amount pertaining to the CMD and ED is not ascertainable separately and, therefore, not included above.

\*\*In addition to above gross sitting fees paid, the Company has deposited Govt. service tax @12.36% vide Reverse Charge Mechanism and as per applicable provisions of Income Tax, TDS @10% has been deducted on sitting fees paid.

## 5. SHAREHOLDERS & INVESTORS GRIEVANCES COMMITTEE

The Company has constituted a Shareholders' & Investors' Grievances' Committee on June 28, 2007 but till date no meeting of the said Committee has taken place in view of non- receipt of any grievances from any shareholders. In accordance with Section 178 of the Companies Act, 2013, formation of such committee is required by a company having more than 1000 shareholders, debenture holders, deposit holders and any other security holders at any time during the financial year. Presently, The Company has 48 shareholders and 89.95% shares are held in Demat form and is, accordingly, not required to continue with the Shareholders' & Investors' Grievances' Committee.

In view of above the Board of Directors of the Company at their meeting held on June 30, 2014, has decided to dissolve/ discontinue with the existing Shareholders' & Investors' Grievances' Committee.

## 6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board of Directors of the Company at their meeting held on March 25, 2014 has constituted the Corporate Social Responsibility ("CSR") Committee in terms of the provisions of Section 135 of the Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014 comprising of Mr Ramesh Khemka as Chairman of the Committee, and Mr Sujit Poddar, Mr R Chamaria, Chairman & Managing Director & Mr Pulak Chamaria, Executive Director, as other members. The Website of the Company has a separate section on CSR displaying the comprehensive information of Corporate Social Responsibility ("CSR") Activities of the Company and the "CSR Policy" of the Company is available on Company's website [www.infinityitpark.com](http://www.infinityitpark.com).

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The terms of reference of the Corporate Social Responsibility (“CSR”) Committee includes the following:

1. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013,
2. Recommend the amount of expenditure to be incurred on the activities referred in the CSR policy,
3. Evaluate and Monitor the CSR Policy of the Company and its implementation from time to time, and
4. Such other functions in respect of the above which the Board may deem fit and delegate to them from time to time.

No meeting of the CSR Committee was held during the period under review.

## 7. GENERAL BODY MEETINGS

Details of the General Meetings held in the last three years:

### I. Annual General Meetings

Locations and time, where last three AGMs were held.

| Financial Year | 2010-11   | 2011-12   | 2012-13   |
|----------------|---|---|---|
| Date:          | 03.09.2011  | 25.08.2012  | 03.08.2013  |
| Time:          | 11:30 AM  | 11:30 AM  | 11:30 AM  |
| Venue:         | “Infinity Building”<br>Plot-A3, Block-GP<br>Salt Lake, Sector-V,<br>Kolkata-700 091 | “Infinity Building”<br>Plot-A3, Block-GP<br>Salt Lake, Sector-V,<br>Kolkata-700 091 | “Infinity Building”<br>Plot-A3, Block-GP<br>Salt Lake, Sector-V,<br>Kolkata-700 091 |

Special Resolution passed in previous three AGMs.

| Financial Year                                   | 2010-11 | 2011-12  | 2012-13 |
|--|---------|--|---------|
| Special Resolution passed (Yes/No)               | No      | Yes  | No      |
| Details of Special Resolutions Passed in the AGM | -NA-    | 1. Approval for re-appointment of Mr. R. Chamaria as Chairman and Managing Director with effect from 16.06.2012 for a period of 3 years subject to necessary approvals if any.<br><br>2. Approval for re-appointment of Mr. Pulak Chamaria as Executive Director with effect from 27.06.2012 for a period of 3 years | -NA-    |

### II. Extra Ordinary General Meetings

Details of EGM's held and Special Resolutions passed thereat:

| Financial Year                                   | 2010-11                          | 2011-12                          | 2012-13                          |
|--|----------------------------------|----------------------------------|----------------------------------|
| Date of EGM :                                    | No EGM was held during this year | No EGM was held during this year | No EGM was held during this year |
| Time of EGM:                                     |                                  |                                  |                                  |
| Venue of EGM:                                    |                                  |                                  |                                  |
| Details of Special Resolutions Passed in the EGM | -NA-                             | -NA-                             | -NA-                             |

## 8. DISCLOSURES

1. Related party transactions have been disclosed in Note No. 2.24 of the financial statements.
2. Details of non-compliance by the Company and penalties imposed on the Company by any Statutory Authority for last three years on the matters related to Capital markets: NIL.

## 9. MEANS OF COMMUNICATION

The company regularly interacts with the shareholders through the multiple channels of communication such as Annual Report and the Company's website.

### Website

The Company's website [www.infinityitpark.com](http://www.infinityitpark.com) contains comprehensive information about the Company. An exclusive section is for investors wherein Annual Reports, Notices, and Polices among others are available in a downloadable format and of CSR displaying the comprehensive information of Corporate Social Responsibility ("CSR") activities of the Company.

## 10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### (i) Industry Structure and Developments

Infrastructure and real estate sector in India has been most dynamic sectors of the economy, becoming driving force for economic growth in the country and has been witnessing changing trends with every passing day. Real estate companies are coming up with various residential and commercial projects to fulfill the demand in Tier II & III cities. The growth therein is mainly due to increase in demand for organized reality and availability of land at affordable prices.

The year 2013-14 was mired in existing challenges such as subdued sales, piles of unsold inventory and builders going bankrupt. These problems will continue in 2014 as well, and, given economic instability, matters could become worse. A great degree of political uncertainty, liquidity issues, high interest rates and cautious sentiments are expected to underpin the real estate sector in 2014 too. Towards the close of 2013, the Indian economy has displayed a growth of 4.5% y/y. The recent election results (giving clear mandates), and with formation of stable government at the center, it is expected that the economy will improve, while significant fall in trade deficit (owing to rise in exports) and partial recovery of the rupee have helped revive business sentiment to some extent.

However, as repeatedly highlighted by the RBI, inflation continues to remain a threat despite the index falling gradually in the interim months during the year. As labour wages are directly linked to inflation, any rise in generalised prices would mean further increases in the cost of construction. Levy of various taxes such as Service Tax & Vat have also added further to the rising construction cost of units. Absolute cost of construction has already increased by 25-30% over the last four years across leading cities. Also, the cost of finance has increased in the light of banks' reluctance to fund what is currently perceived as a high-risk sector.

The lukewarm absorption of office spaces is likely to remain until uncertainty over some of the abovementioned headwinds dissipates. However, during 2014, businesses are likely to show greater confidence in terms of investing in their expansion plans. This would result in increased office space absorption. Overall, it is reasonable to expect better growth in rental and capital values in 2014 as against the current year. However, yields are likely to compress further as capital growth may continue to rise a bit faster than rentals.

### (ii) Opportunities

India is likely to witness upsurge in demand for office space in 2014 and absorption is expected to reach across the major metros like Delhi-NCR, Mumbai, Bangalore, Chennai, Hyderabad and Kolkata as the business sentiments



are going to improve because of a stable government at centre. The Indian retail realty sector is projected to grow at around 15 per cent year-on-year over the next few years. Moreover, as the Indian government plans to relax a few FDI related policies pertaining to the retail sectors, investment in back end infrastructure development like logistics is bound to increase. Furthermore, under the automatic route in built-up infrastructure, as much as 100% FDI is also permitted. This is likely to enhance the development of the city and regional level infrastructure. While the economic challenges continue, we move into new fiscal with a renewed sense of confidence on most fronts. The general consensus remains optimistic about long term growth. Positive Government action in the reform process is extremely encouraging. The construction development sector, including townships, housing, built-up infrastructure and construction-development projects garnered total FDI worth US\$ 22,994.20 million in the period April 2000–December 2013. Construction (infrastructure) activities during the period received FDI worth US\$ 2,352.64 million, according to the Department of Industrial Policy and Promotion (DIPP).

The Ministry of Commerce and Industry has speeded up the development of special economic zones (SEZs) by making the procedure of getting the tax-free industrial enclaves notified easier thereby easing the developers. The Real Estate (Regulation and Development) Bill, 2013, as approved by the Union Cabinet is a pioneering initiative aimed at delivering a uniform regulatory environment to protect the consumer, help in quick verdicts of disputes and ensure systematic growth of the sector. As the Finance Act 2014 finally provided the tax pass through for the REITs mechanism, market regulator SEBI has approved the REITs regulation, the development of REITs instrument and its far reaching positive effects have made this instrument popular worldwide for both the investor and for the industry as well. These are considered as the best instruments for the real estate sector in terms of its transparency, liquidity and smooth operations. The year 2014 is expected to see a lot of action on the retail front due to the possible entry of multi-brand retailers. The growth is expected to set in from the second half of 2014 when an increase in leasing activities both on account of entry of new companies into the country, expansion of existing companies and indeed relocation and consolidation activities that are expected to continue.

**Opportunities seen by the Company are as follows:**

The strength of the Company lies in identification, execution and successful implementation of the projects in infrastructure space. While most of industries halt their growth and confined to their ongoing projects, the Company has managed its financial position by leveraging the existing assets. By utilizing the funds available the Company is continuing to develop projects. The Company's business model is very robust and pragmatic and it enjoys a leadership position in the arena of providing quality infrastructure for IT/ITeS industry. The Company is trying to diversify its business not only geographically but also to different verticals of Real estate like residential, setting up of infrastructure for knowledge based industries, SEZs etc. in view of its Brand- Equity of constructing innovative, revolutionary and benchmark buildings.

**(iii) Threats**

India's real estate market is largely unorganized and dominated by a large number of small players. Key risks synonymous to the real estate industry include the global recessionary trend, economic slowdown, increase in finance charges, increase in input cost because of inflationary pressure coupled with fluctuation in market to higher extent and the panic among the investors to lose their funds.

**(iv) Segment wise performance**

The Company (and its subsidiaries) has two principal streams of activities, viz. infrastructure development projects and maintenance thereof and development of residential projects, both forming part of real estate segment. Therefore no separate reportable segmental disclosure is given. The Company is known to deliver products that answer to the highest benchmarks of quality and class, and run on a business model that is proprietary, value based and time tested in real estate.

**(v) Outlook**

The real estate sector is poised for a recovery due to pick-up in demand, driven by an improving economy and IT/ITeS sector, along with signs of recovery in the commercial segment. At present, The Company has business in Eastern India and would like to diversify it geographically by expanding its horizon to other locations of India and even, beyond the boundaries of India. Further, the Company also would like to diversify its business to different verticals of Real estate like residential, setting up of infrastructure for knowledge based industries, SEZs etc. in view of its Brand- Equity of constructing innovative, revolutionary and benchmark buildings.

Through its subsidiary companies, the Company is developing residential projects at Guwahati, Vrindaban & Ranchi and an integrated IT Park at Sector V, Kolkata. The outlook for the industry in the medium to long term looks very good and the Company has firm plans to take advantage of the same by consolidating its position.

**(vi) Risks and Concerns**

The Indian Real Estate market is still in its infancy, largely unorganized and dominated by a large number of small regional players, with very few corporate or large players having national presence. The Company do not apprehend any inherent risk in the Real Estate industry in the long run except for certain primary concerns that have afflicted the progress of the Real Estate industry like increased cost of financing, increasing competition, change in government policies including change in tax structure, stamp duty, etc. The need of the hour for the Real Estate sector in India is to continue its forward march by implementing necessary reforms and transparency in the sector. The establishment of the Real Estate Regulatory Authority (RERA) will serve as an important step towards advancement. The need for streamlining approval procedures with a 'Single window clearance' structure is also essential. However, the Company is confident of overcoming these concerns as the Company annually reviews risk maps to identify potential business threats. The Company employs strict internal and budgetary controls adequately supported with an effective Management Information System (MIS) to keep costs at low levels. Further, the Company enjoys excellent relationships with its bankers and has been able to mobilize funds at competitive rates.

**(vii) Internal Control Systems and their adequacy**

The Company believes in formulating adequate and effective Internal Control systems and implementing the same strictly to ensure that assets and interests of the Company are safeguarded and transactions are authorized, recorded and reported properly and reliability of accounting data and its accuracy are ensured with proper checks and balances. The Company has engaged a Chartered Accountants firm to do Internal Audit, which conducts Internal Audit to examine and evaluate the adequacy and effectiveness of Internal Control Systems. The Internal Audit ensures that the Systems designed and implemented provide adequate Internal Control commensurate with the size and operations of the Company.

The Audit Committee of the Board, Statutory Auditors and the top management are periodically apprised of its activities. The Audit Committee of the Board periodically reviews and recommends the quarterly, half yearly and annual financial results/ statements to the Board of Directors. A note on the functioning of the Audit Committee has been separately provided at Sl. No. 3 of the Corporate Governance Report.

**(viii) Operational Performance**

The Company is developing projects across verticals with prime focus on IT Parks, Knowledge Cities, Premium residential etc. and has various ongoing IT Parks projects developed either by itself or through joint developments. The Company has formed various SPVs to execute the projects and has also entered into Joint development / joint venture agreements with other parties of repute. The IT Lagoon, another IT Office infrastructure project undertaken through Infinity BNKe Infocity Pvt. Ltd., a wholly owned subsidiary of the Company has been operation during the year under review. Signature Estates in Ulubari, Guwahati, the residential facilities, another green initiative of your Company being implemented through its wholly owned subsidiary Infinity Townships Pvt. Ltd. is also progressing well.

**(ix) Human Resources**

People are the key to driving the performance of any company and Infinity believes that human resource is the most important asset of the organization. Your Company has continuously focused its efforts to empower them more effectively. During the financial year, the Company continued its efforts on the HR policies front and tried to streamline the processes further in tune with the overall changes taking place in the HR activities happening across. During the year, the focus was on Executive Development Programme to create a ready talent pool across all functions.

The Company presently has about 123 employees on the roster of the company propelling harmonious and admirable management and employee relations at all levels of working in the Company.

**CAUTIONARY STATEMENT**

Statements made in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be forward-looking statements within the meaning of applicable laws and regulation. Such statements reflect the Company's current views with respect to the future events and are subject to risks and uncertainties.

Many factors could cause the actual result to be materially different from those projected in this report, including among others, changes in the general economic and business conditions affecting demand/ supply and price conditions in the segment in which the Company operates, changes in business strategy, changes in interest rates, inflation, deflation, foreign exchange rates, changes in competition in our industry, changes in the government regulations, tax laws & other statutes & other incidental factors.

We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.

**II. General Shareholders Information**

- |                                      |   |   |
|--------------------------------------|---|---|
| i. AGM: Date, Time and Venue         | : | Tuesday, the 30th day of September, 2014 at 10:00 AM<br>"Infinity Building"<br>Plot-A3, Block-GP<br>Salt Lake, Sector-V, Kolkata-700 091  |
| ii. Financial Year                   | : | 1 <sup>st</sup> April to 31 <sup>st</sup> March   |
| iii. Record Date                     | : | 19th September, 2014  |
| iv. Dividend payment date            | : | Within 30 days from the date of declaration   |
| v. Market Price Data                 | : | N.A. as the Company's shares are not listed.  |
| vi. Registrar & Share Transfer Agent | : | M/s Link Intime India Private Limited<br>59C Chowringhee Road, 3rd floor<br>Kolkata – 700 020<br>(all work related to share registry, both in physical and electronic form, are handled by them). |

vii. Categories of Shareholders as on 31<sup>st</sup> March, 2014 are as under

| Category             | No. of shares     | % of shareholding |
|----------------------|-------------------|-------------------|
| Individuals          | 222,000           | 1.11              |
| Corporates           | 1,884,350         | 9.42              |
| Government Companies | 2,006,350         | 10.03             |
| Promoters            | 15,873,050        | 79.37             |
| Others - Employees   | 14,250            | 0.07              |
| <b>Total</b>         | <b>20,000,000</b> | <b>100.00</b>     |

viii. Distribution of Equity Shareholding as on 31<sup>st</sup> March, 2014 are as under

| Nos. of shares held | Folios    |               | Shares            |               |
|---------------------|-----------|---------------|-------------------|---------------|
|                     | Numbers   | %             | Numbers           | %             |
| Upto 250            | 1         | 2.08          | 100               | 0.00          |
| 251 to 500          | 3         | 6.25          | 1,500             | 0.01          |
| 501 to 1000         | 1         | 2.08          | 1,000             | 0.01          |
| 1001 to 2000        | 11        | 22.92         | 14,550            | 0.07          |
| 2001 to 3000        | 14        | 29.17         | 34,600            | 0.17          |
| 3001 to 10000       | 5         | 10.42         | 23,750            | 0.12          |
| 10001 and above     | 13        | 27.08         | 19,924,500        | 99.62         |
| <b>Total</b>        | <b>48</b> | <b>100.00</b> | <b>20,000,000</b> | <b>100.00</b> |

ix. Dematerialisation of Shares : As on 31<sup>st</sup> March, 2014, 1,79,89,650 equity shares (89.95% of Share Capital) are in demat form. The ISIN allotted to the Company's equity Shares is INE185G01018 (NSDL).

x. Company's Registered and Corporate office is situated at "Infinity Building", Plot-A3, Block-GP, Salt Lake, Sector-V, Kolkata-700 091.

xi. Investors' correspondence may be addressed to :

M/s Link Intime India Private Limited  
 (Unit : Infinity Infotech Parks Limited)  
 59C Chowringhee Road, 3rd floor  
 Kolkata – 700 020  
 Phone : 033-22890540 | Fax : 033-22890539  
 Email : kolkata@linkintime.co.in

CFO & Company Secretary  
 Infinity Infotech Parks Limited  
 Infinity Building, Plot-A3, Block-GP, Salt Lake,  
 Sector-V, Kolkata-700 091  
 Fax : 033-23573687  
 Email : nkchandak@infinityitpark.com

## 12. MANAGEMENT RESPONSIBILITY STATEMENT

The Management confirms that the financial statements are in full conformity with requirements of the Companies Act, 1956 and the Applicable Accounting Standards in India. The Management accepts responsibility for the integrity and objectivity of these financial statements as well as for estimates and judgments relating to matters not concluded by the year-end. The Management believes that the financial statements of operation reflect fairly the form and substance of transactions and reasonably present the Company's financial condition and the results of operation. The Company has a system of internal control, which is reviewed, evaluated and updated on an ongoing basis. The Internal Auditors have conducted audits to provide reasonable assurance that the Company's established policy and procedures have been followed.

The financial statements have been audited by M/s. R. Kothari & Co., Chartered Accountants and have been discussed with the Audit Committee.

**CEO/CFO CERTIFICATION**

Mr. Ravindra Chamaria, CMD & Mr. N K Chandak, CFO & Company Secretary have certified to the Board that:-

- (a) They have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

The above certificate was placed before the Board meeting on 5th September, 2014.





## **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members of  
Infinity Infotech Parks Limited

We have reviewed the records concerning the Company's compliance with the Clause 49 of Listing Agreement for the Financial Year beginning on 1<sup>st</sup> April 2013 and ending on 31<sup>st</sup> March 2014.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for review, and the information and explanations given to us and representations made by the Company. Based on such review, in our opinion, the Company has complied with the conditions of Corporate Governance as stipulated.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **R Kothari & Company**  
Chartered Accountants  
(Firm Registration No.307069E)

**SANJEEB AGARWAL**  
Partner  
(Membership No.056400)

Place : Kolkata

Date: the 5th day of September, 2014

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF INFINITY INFOTECH PARKS LIMITED

#### Report on the Financial Statements

We have audited the accompanying financial statements of INFINITY INFOTECH PARKS LIMITED ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

#### Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 notified under the Companies Act, 1956 ("the Act") read with the general circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2014;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
  - (a) 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 it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013;
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2014 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2014 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For **R Kothari & Company**  
Chartered Accountants  
(Firm Registration No. 307069E)

**SANJEEB AGARWAL**  
Partner  
(Membership No.056400)

Place : Kolkata

Date : the 5th day of September, 2014

## ANNEXURE TO INDEPENDENT AUDITORS' REPORT

### Referred to in Paragraph I under the heading of "Report on Other Legal and Regulatory Requirement" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanation given to us, we state that:-

1. (a) The Company has maintained proper records showing full particulars, including including quantitative details and situation of fixed assets;  
(b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased verification programme, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its business. According to the information and explanation given to us, no material discrepancies were noticed on such verification;  
(c) During the year, the Company has not disposed off any substantial part of the fixed assets, which would affect the going concern of the Company;
2. The company has no inventory as on date therefore, accordingly the provisions of Clauses (ii) (a), (b) & (c) of paragraph 4 of the Order are not applicable to the Company;
3. (a) According to the information and explanation given to us, during the year, the Company has not granted any loan secured or unsecured to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and as such, the provisions of clauses (iii) (a) to (iii) (d) of paragraph 4 of the Order, are not applicable;  
(b) According to the information and explanation given to us, the Company has not taken any loan, secured or unsecured from Companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956 and as such, the provisions of clauses (iii) (e) to (iii) (g) of paragraph 4 of the Order, are not applicable;
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and with regard to the sales. During the course of our audit, no major persistent weakness has been noticed in the internal controls;
5. (a) On the basis of the audit procedures applied by us, and according to the information, explanations and representations given to us, we are of the opinion that , the particulars of contracts or arrangements in which directors were interested as contemplated under Section 297 and sub-section (6) of Section 299 of the Companies Act, 1956 and which were required to be entered into the register maintained under Section 301 of the said Act, have been so entered;  
(b) In our opinion and according to the information and explanations given to us that no transactions were made in pursuance of such contracts or arrangements exceeding the value of Rupees Five Lakhs in respect of any party during the year;
6. The Company has, during the year, not accepted any deposit from the public. Therefore, the provisions of clause (vi) of paragraph 4 of the Order are not applicable to the company;
7. On the basis of internal audit reports broadly reviewed by us, we are of the opinion that, the coverage of the internal audit functions carried out by a firm of Chartered Accountants appointed by the management, is commensurate with the size of the company & the nature of its business;
8. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209 (1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed accounts and records have generally been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete;
9. (a) According to the records of the Company, it has generally been regular in depositing undisputed statutory dues including provident fund, income tax and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of above were in arrears, as at March 31, 2014 for a period of more than six months from the date they became payable;  
(b) According to the information and explanations given and the records of the Company examined by us, the particulars of service tax as at 31<sup>st</sup> March, 2014 which have not been deposited on account of a dispute is as follows:

| Name of Statute   | Nature of Dues | Amount(Rs.)   | Period to which the amount relates | Forum where dispute is pending                             |
|-------------------|----------------|---|------------------------------------|--|
| Finance Act, 1994 | Service Tax    | 6,44,85,340 Plus interest to be computed as per rules on disposal | 2008-2009                          | Customs Excise and service Tax Appellate Tribunal, Kolkata |

10. The Company neither has accumulated losses at the end of financial year nor has incurred cash losses, both, in the financial year under report and the immediately preceding financial year;
11. On the basis of the records examined by us and the information and explanations given by the Management, we are of the opinion that the Company has generally repaid the dues to financial institutions or banks in time except delay in some cases.
12. As explained to us, the Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or any other securities;
13. In our opinion, the company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of clause (xiii) of paragraph 4 of the Order is not applicable to the company;
14. The company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name except exemption provided u/s. 49 of the Companies Act, 1956;
15. The company has given guarantee for loan taken by one of its wholly owned subsidiary from bank. According to the information and explanations given to us, and the representations made by the management, we are of the opinion that the terms & conditions thereof are not prima facie prejudicial to the interest of the Company;
16. On the basis of the records examined by us, we have to state that, the Company has, prima facie, applied the term loans for the purposes for which they were obtained;
17. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we are of the opinion that, prima facie no funds raised on short term basis have been used for long-term purposes;
18. We report that, during the year, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act;
19. According to the information and explanations given to us, during the period covered by our audit, the company has not issued any debentures;
20. The Company has not raised any money by public issue during the year under report;
21. According to the information and explanations given by the Management, and to the best of our knowledge and belief, we report that no fraud on or by the Company has been noticed or reported during the course of our audit carried in accordance with accepted auditing techniques including test checks.

For **R Kothari & Company**  
Chartered Accountants  
(Firm Registration No. 307069E)

**SANJEEB AGARWAL**  
Partner  
(Membership No.056400)

Place : Kolkata

Date : the 5th day of September, 2014



**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2014**

|                                      | Note No. | As at 31.03.2014<br>Rs. |                      | As at 31.03.2013<br>Rs. |                      |
|--------------------------------------|----------|-------------------------|----------------------|-------------------------|----------------------|
| <b><u>EQUITY AND LIABILITIES</u></b> |          |                         |                      |                         |                      |
| <b>SHARE HOLDERS' FUNDS</b>          |          |                         |                      |                         |                      |
| Share Capital                        | 2.01     | 200,000,000             |                      | 200,000,000             |                      |
| Reserves & Surplus                   | 2.02     | 3,437,258,288           |                      | 171,455,238             |                      |
|                                      |          |                         | 3,637,258,288        |                         | 371,455,238          |
| <b>NON CURRENT LIABILITIES</b>       |          |                         |                      |                         |                      |
| Long Term Borrowings                 | 2.03     | 2,041,181,633           |                      | 2,102,937,095           |                      |
| Deferred Tax Liabilities (Net)       |          | 85,044,410              |                      | 97,665,792              |                      |
| Other Long Term Liabilities          | 2.04     | 275,074,568             |                      | 215,931,604             |                      |
| Long Term Provisions                 | 2.05     | 14,934,879              |                      | 12,192,216              |                      |
|                                      |          |                         | 2,416,235,490        |                         | 2,428,726,707        |
| <b>CURRENT LIABILITIES</b>           |          |                         |                      |                         |                      |
| Short Term Borrowings                | 2.06     | 135,836,943             |                      | 34,665,021              |                      |
| Trade Payables                       |          | 12,646,439              |                      | 17,384,982              |                      |
| Other Current Liabilities            | 2.07     | 893,798,808             |                      | 987,265,082             |                      |
| Short Term Provisions                | 2.08     | 93,787,137              |                      | 92,319,205              |                      |
|                                      |          |                         | 1,136,069,327        |                         | 1,131,634,290        |
| <b>TOTAL</b>                         |          |                         | <b>7,189,563,105</b> |                         | <b>3,931,816,235</b> |
| <b><u>ASSETS</u></b>                 |          |                         |                      |                         |                      |
| <b>NON CURRENT ASSETS</b>            |          |                         |                      |                         |                      |
| Fixed Assets                         |          |                         |                      |                         |                      |
| Tangible Assets                      | 2.09     | 4,156,402,135           |                      | 1,098,159,719           |                      |
| Capital Work in Progress             |          | 38,329,907              |                      | 29,223,258              |                      |
|                                      |          | 4,194,732,042           |                      | 1,127,382,977           |                      |
| Non Current Investments              | 2.10     | 338,139,831             |                      | 225,083,901             |                      |
| Long Term Loans & Advances           | 2.11     | 5,924,413               |                      | 7,235,916               |                      |
|                                      |          |                         | 4,538,796,286        |                         | 1,359,702,794        |
| <b>CURRENT ASSETS</b>                |          |                         |                      |                         |                      |
| Trade Receivables                    | 2.12     | 155,058,215             |                      | 274,180,353             |                      |
| Cash and Cash Equivalents            | 2.13     | 43,594,163              |                      | 54,802,502              |                      |
| Short Term Loans and Advances        | 2.14     | 2,445,981,068           |                      | 2,237,812,315           |                      |
| Other Current Assets                 | 2.15     | 6,133,373               |                      | 5,318,271               |                      |
|                                      |          |                         | 2,650,766,819        |                         | 2,572,113,441        |
| <b>TOTAL</b>                         |          |                         | <b>7,189,563,105</b> |                         | <b>3,931,816,235</b> |

The accompanying notes are an integral part of these financial Statements 1 & 2

As per our report of this date attached  
For **R KOTHARI & COMPANY**  
Chartered Accountants

**SANJEEB AGARWAL**  
Partner

Place : Kolkata  
Dated : the 5th day of September, 2014

**N K CHANDAK**  
CFO & Company Secretary

**P C CHATTERJEE**  
Director

**PULAK CHAMARIA**  
Executive Director

**RAVINDRA CHAMARIA**  
Chairman & Managing Director

## STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

|  | Note No. | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|--|----------|---------------------------------|---------------------------------|
| <b>REVENUE</b>   |          |                                 |                                 |
| Revenue from Operations  | 2.16     | 824,604,495                     | 756,109,818                     |
| Other Income   | 2.17     | 4,157,137                       | 4,011,677                       |
| <b>Total Revenue</b>   |          | <b>828,761,632</b>              | <b>760,121,495</b>              |
| <b>EXPENSES</b>  |          |                                 |                                 |
| Employee Benefits Expenses                                       | 2.18     | 86,433,759                      | 80,782,787                      |
| Finance Costs  | 2.19     | 398,601,529                     | 351,108,371                     |
| Depreciation and Amortization Expense                            | 2.09     | 35,841,319                      | 41,160,200                      |
| Other Expenses   | 2.20     | 240,255,733                     | 200,987,670                     |
| <b>Total Expenses</b>  |          | <b>761,132,340</b>              | <b>674,039,028</b>              |
| <b>Profit before Exceptional and Extraordinary Items and Tax</b> |          | <b>67,629,292</b>               | <b>86,082,467</b>               |
| <b>Exceptional Items</b>   |          |                                 |                                 |
| Project Expenses Written off                                     |          | -                               | 35,827,614                      |
| <b>Profit before Tax</b>   |          | <b>67,629,292</b>               | <b>50,254,853</b>               |
| <b>Tax Expenses</b>  |          |                                 |                                 |
| Current Tax  |          | 13,531,100                      | 10,060,000                      |
| Deferred Tax   |          | (12,621,382)                    | (14,149,401)                    |
| Excess Income Tax provided in earlier years                      |          | (184,959)                       | (19,949)                        |
| MAT Credit Entitlement   |          | (13,531,100)                    | (10,054,865)                    |
| <b>Profit / (Loss) for the Year</b>                              |          | <b>80,435,633</b>               | <b>64,419,068</b>               |
| <b>Earnings per Equity Share :</b>                               |          |                                 |                                 |
| Basic  | 2.25     | 4.02                            | 3.22                            |
| Diluted  |          | 4.02                            | 3.22                            |

The accompanying notes are an integral part of these financial Statements I & 2

As per our report of this date attached

For **R KOTHARI & COMPANY**

Chartered Accountants

**SANJEEB AGARWAL**

Partner

Place : Kolkata

Dated : the 5th day of September, 2014

**N K CHANDAK**

CFO & Company Secretary

**P C CHATTERJEE**

Director

**PULAK CHAMARIA**

Executive Director

**RAVINDRA CHAMARIA**

Chairman & Managing Director

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

|   | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|---------------------------------|---------------------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>               |                                 |                                 |
| <b>Net Profit before Extra Ordinary Items</b>               | <b>67,629,292</b>               | <b>50,254,853</b>               |
| Adjustment for :  |                                 |                                 |
| Depreciation / Amortisation                                 | 35,841,319                      | 41,160,200                      |
| Finance Charges   | 398,601,529                     | 351,108,371                     |
| Bad Debts Written Off                                       | 21,972,478                      | -                               |
| Loss / (Profit) on Sale of Fixed Assets (Net)               | 1,287,876                       | 203,971                         |
|   | 457,703,202                     | 392,472,542                     |
| <b>Operating Profit before Working Capital Changes</b>      | <b>525,332,494</b>              | <b>442,727,395</b>              |
| Adjustment for :  |                                 |                                 |
| Loans and Advances / Other Assets                           | (177,739,012)                   | (474,449,809)                   |
| Trade Receivable  | 97,149,660                      | (174,131,783)                   |
| Trade / Other Payable                                       | (38,784,997)                    | 69,642,396                      |
| <b>Cash Generated from / (used) in Operating Activities</b> | <b>405,958,145</b>              | <b>(136,211,801)</b>            |
| Direct Taxes  | (28,737,281)                    | (21,648,721)                    |
| <b>Net Cash from/(used) in Operating Activities</b>         | <b>377,220,864</b>              | <b>(157,860,522)</b>            |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>               |                                 |                                 |
| Purchase of Fixed Assets / Capital Work in Progress         | (11,999,928)                    | (10,049,438)                    |
| Sale of Fixed Assets  | 111,608,285                     | 151,923,710                     |
| Investment in Subsidiaries & Joint Ventures                 | (113,055,930)                   | (100,790,219)                   |
| Investment in Bank Deposits                                 | 914,122                         | (1,515,301)                     |
| <b>Net Cash from/(used) Investing Activities</b>            | <b>(12,533,451)</b>             | <b>39,568,752</b>               |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>               |                                 |                                 |
| Increase in Bank Borrowings                                 | 39,215,499                      | 107,606,522                     |
| Increase in Other Borrowings                                | 3,000,000                       | 5,000,000                       |
| Finance Charges   | (398,601,529)                   | (351,108,371)                   |
| Dividend Paid   | (16,000,000)                    | (20,000,000)                    |
| Dividend Tax Paid   | (2,595,600)                     | (3,244,500)                     |
| <b>Net Cash from / (used) in Financing Activities</b>       | <b>(374,981,630)</b>            | <b>(261,746,349)</b>            |
| <b>INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>   | <b>(10,294,217)</b>             | <b>(380,038,119)</b>            |
| Cash and Cash Equivalents at the Beginning                  | 13,928,804                      | 393,966,923                     |
| Cash and Cash Equivalents at the Close                      | <b>3,634,587</b>                | <b>13,928,804</b>               |

This is the cash flow statement referred to in our report on even date

As per our report of this date attached

For **R KOTHARI & COMPANY**

Chartered Accountants

**SANJEEB AGARWAL**

Partner

Place : Kolkata

Dated : the 5th day of September, 2014

**N K CHANDAK**

CFO & Company Secretary

**P C CHATTERJEE**

Director

**PULAK CHAMARIA**

Executive Director

**RAVINDRA CHAMARIA**

Chairman & Managing Director

## **NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

### **NOTE – I : SIGNIFICANT ACCOUNTING POLICIES**

#### **I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

- a) The financial statements have been prepared under historical cost accounting, in accordance with the generally accepted accounting principles and provisions of the Companies Act, 1956.
- b) The Books of Accounts are maintained on accrual concept, unless stated otherwise.
- c) Accounting Policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

#### **II. FIXED ASSETS:**

Fixed Assets have been stated at cost or substituted cost less accumulated depreciation. Interest on borrowings for acquisition and / or construction of fixed assets and revenue expenses incurred at Project sites are capitalised as part of asset cost in so far as such interest and expenses relates to the period prior to the completion of the Project.

#### **III. DEPRECIATION AND AMORTISATION:**

- a) Depreciation has been provided on prorata basis on Straight Line Method as per the rates prescribed under Schedule XIV of the Companies Act, 1956.
- b) Pro-rata amortization has not been made for leasehold land.

#### **IV. BORROWING COST:**

Borrowing cost attributable to the construction of qualifying assets as defined in Accounting Standard-16 on borrowing cost, are capitalised as part of the cost of construction. Other borrowing costs are expensed as incurred.

Interest relating to earlier years assessed upon account confirmation and reconciliation with the institutions/banks is being treated and expensed out in the year of such assessment.

Allocation of interest to Qualifying Asset and Revenue is based upon accounting practices followed with refinement thereof based upon evaluation, management perception and assessment in the particular context to the extent they relate to the period till such qualifying asset are ready to be put to use.

#### **V. EMPLOYEE BENEFITS**

- a) Contribution to Provident Fund/ Employee's State Insurance Fund / Pension scheme is accounted for on accrual basis and charged to Statement of Profit & Loss.
- b) The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The Company makes annual contributions to gratuity fund established as a trust. In respect of gratuity, the Company fully contributes all ascertained liabilities in the respective employee trusts. Trustees administer contributions made to the Trusts and contributions are invested in specific instruments, as permitted by the law.
- c) Provision for Leave Entitlement is accrued and provided on the basis of balance leave at the close of the year.
- d) Long term disability benefit is recognised when an event occurs that causes long term disability.

#### **VI. REVENUE RECOGNITION**

Revenues are recognized on virtual certainties and expenses are considered on their accrual, net of rebates, remissions etc., if any, with necessary provision for all known liabilities and losses. Long Term Lease Premium Gain is net of proportionate cost of Building and Plant & Machinery, wherever such block exist, except in the case of Infinity Think Tank & Godrej Waterside Project where it is net of proportionate Building cost.

Due Diligence expenses for business development is charged out as an expense through the natural heads of Accounts in the year in which incurred until it is crystallized. Expenditure which results in the creation of capital assets is taken as Pre-operative, C.W.I.P. or Fixed Assets, as the case may be.

**VII. ACCOUNTING OF CLAIMS**

- a) Claims receivable are accounted at the time when such income has been earned by the Company depending on the certainty of receipts. Claims payable are accounted at the time of acceptance.
- b) Claims raised by Government Authorities regarding taxes and duties, which are disputed by the Company, are accounted based on the merits of each claim.

**VIII. FOREIGN CURRENCY TRANSACTIONS**

Transactions denominated in foreign currency are recorded at the rates prevailing on the date of the transaction. Any income or expenses on account of exchange differences either on settlement or on translation of transactions is recognized in the Statement of Profit & Loss.

Monetary assets and liabilities denominated in foreign currency are translated at the rate of exchange prevailing on the date of the balance sheet and resultant gain or loss is recognized in the Statement of Profit & Loss.

Gains / Losses on the settlement and translation on foreign exchange liabilities incurred to acquire fixed assets from a country outside India are adjusted in the carrying cost of such fixed assets.

**IX. TAXATION**

- a) Provision for Income Tax has been made by the Company as per the interpretation and expert advice received which is subject to assessment procedure under the Income Tax Act, 1961.
- b) Deferred Tax resulting from timing difference between book profits and taxable profits are accounted for to the extent deferred tax liabilities are expected to crystallise with reasonable certainty. However, in case of deferred tax assets (representing unabsorbed depreciation or carried forward losses) they are recognised, only if there is virtual certainty that there would be adequate future taxable income against which such deferred tax assets can be realised. At each balance sheet date, recognised & unrecognised deferred tax assets are reviewed.

**X. IMPAIRMENT OF ASSETS**

The Company identifies impairable assets based on cash generating unit concept at the year end for the purpose of arriving at impairment loss thereon, if any, being the difference between the book value and recoverable value of the relevant asset. Impairment loss when crystallizes is charged against revenue of the year.

**XI. PROVISIONS AND CONTINGENT LIABILITIES**

A Provision is recognised when there is a present obligation as a result of past events for which it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed after an evaluation of the facts and legal aspects of the matters involved.

**XII. INVESTMENTS**

Long term Investments are stated at cost. Provision for diminution in the value of Long term Investments is made only if such a decline is other than temporary in nature.

**XIII. USE OF ESTIMATES**

The preparation of financial statements in conformity with generally accepted accounting principles require management to make estimates and assumption that affect the reported amounts of assets and liabilities, the reported amounts of revenues and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.



|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.01 : SHARE CAPITAL</b>   |                            |                            |
| <b>Authorised</b>  |                            |                            |
| 30,000,000 (Previous Year 30,000,000) Equity Shares of Rs.10/- each  | 300,000,000                | 300,000,000                |
| <b>Issued, Subscribed &amp; Paid Up</b>  |                            |                            |
| 20,000,000 (Previous Year 20,000,000) Equity Shares of Rs.10/- each fully paid up  | 200,000,000                | 200,000,000                |
|  | <b>200,000,000</b>         | <b>200,000,000</b>         |
| <b>Shareholders Holding more than 5% Shares (in Numbers)</b>   |                            |                            |
| Alternative Power & Fuel (India) Pvt. Ltd.   | 7,746,450                  | 7,746,450                  |
| Forum Real Estate Pvt. Ltd.  | 5,484,600                  | 5,484,600                  |
| West Bengal Electronics Industry Development Corporation Limited   | 2,006,350                  | 2,006,350                  |
| Pulak Chamaria   | 1,032,000                  | 1,032,000                  |
| <b>Reconciliation of Share Capital (in Numbers)</b>  |                            |                            |
| At the Beginning of the Year   | 20,000,000                 | 20,000,000                 |
| Add : Share Issued during the Year   | -                          | -                          |
| Less : Shares Bought Back during the Year  | -                          | -                          |
| At the End of the Year   | 20,000,000                 | 20,000,000                 |
| <b>Reconciliation of Share Capital</b>   |                            |                            |
| At the Beginning of the Year   | 200,000,000                | 200,000,000                |
| Add : Share Issued during the Year   | -                          | -                          |
| Less : Shares Bought Back during the Year  | -                          | -                          |
| At the End of the Year   | 200,000,000                | 200,000,000                |
| <b>Rights, Preference and Restriction attached to Equity Shares:</b>   |                            |                            |
| The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion of their shareholding. |                            |                            |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.02 : RESERVES &amp; SURPLUS</b>                             |                            |                            |
| <b>Capital Reserve</b>  |                            |                            |
| Opening Balance   | -                          | -                          |
| Add : Additions During the Year   | 3,204,086,617              | -                          |
| Less : Deductions During the Year                                       | -                          | -                          |
| Closing Balance   | <b>3,204,086,617</b>       | -                          |
| <b>Revaluation Reserve</b>  |                            |                            |
| Opening Balance   | -                          | -                          |
| Add : Additions During the Year   | 3,204,086,617              | -                          |
| Less : Deductions During the Year                                       | 3,204,086,617              | -                          |
| Closing Balance   | -                          | -                          |
| <b>General Reserve</b>  |                            |                            |
| Opening Balance   | 91,000,000                 | 76,000,000                 |
| Add : Additions During the Year   | 15,000,000                 | 15,000,000                 |
| Less : Deductions During the Year                                       | -                          | -                          |
| Closing Balance   | <b>106,000,000</b>         | <b>91,000,000</b>          |
| <b>Surplus in Statement of Profit &amp; Loss</b>                        |                            |                            |
| Opening Balance   | 80,455,238                 | 49,631,770                 |
| Add : Profit for the Year   | 80,435,633                 | 64,419,068                 |
|   | <b>160,890,871</b>         | <b>114,050,838</b>         |
| Less : Appropriations -   |                            |                            |
| Transfer to General Reserve   | 15,000,000                 | 15,000,000                 |
| Proposed Dividend [Dividend per Share Re.0.80 (Previous year Re.0.80 )] | 16,000,000                 | 16,000,000                 |
| Corporate Dividend Tax  | 2,719,200                  | 2,595,600                  |
| Closing Balance   | <b>127,171,671</b>         | <b>80,455,238</b>          |
|   | <b>3,437,258,288</b>       | <b>171,455,238</b>         |

|  |             |             |
|--|-------------|-------------|
| <b>NOTE - 2.03 : LONG TERM BORROWINGS</b>  |             |             |
| <b>SECURED</b>   |             |             |
| <b>TERM LOANS</b>  |             |             |
| <b>FROM BANKS</b>  |             |             |
| <b>Vijaya Bank</b>   |             |             |
| [Secured by Securitisation of future rental on the diverse floors in Infinity Think Tank, Tower-I & Tower-II situated at Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091, measuring about 61,838.76 sq.ft. (Previous Year 108,440.94 sq.ft.) including equitable mortgage thereon along with personal guarantee of Chairman & Managing Director of the Company (Refer Note No.2.32 (xi))] | 130,751,559 | 211,848,001 |
| [Amount due within next 12 months Rs.43,552,850 (Previous Year Rs.57,142,153) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |             |             |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <p><b>Allahabad Bank</b></p> <p>[Secured by exclusive charge on movable assets both present and future of Infinity Benchmark Tower situated at Plot-G- I,Block-EP &amp; GP,Sector-V,Salt Lake,Kolkata-700091 and mortgage of diverse office space admeasuring about NIL (Previous Year 155,272 sq.ft.) in the said Tower together with undivided proportionate share in land being leasehold land (admeasuring 1.006 acres) along with personal guarantee of Chairman &amp; Managing Director of the Company]</p> <p>[Amount due within 12 months Rs.NIL (Previous Year Rs.NIL ) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p> <p>[Secured by Securitisation of future rental on the diverse floors in Infinity Benchmark Tower situated at Plot-G- I,Block-EP &amp; GP,Sector-V,Salt Lake,Kolkata-700091, admeasuring about 33,878 sq.ft. (Previous Year 33,878 sq.ft.) including equitable mortgage thereon together with personal guarantee of Chairman &amp; Managing Director of the Company]</p> <p>[Amount due within 12 months Rs.14,341,527 (Previous Year Rs.9,256,450) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p>   | -                          | 150,507,299                |
| <p><b>Axis Bank</b></p> <p>[Secured by exclusive charge in the form of Hypothecation of Lease Rentals accruing from office spaces admeasuring about 58,758 sq.ft (Previous Year 58,758 sq.ft) on diverse floors in Infinity Think Tank,Tower-II situated at Plot-A3,Block-GP,Sector-V,Salt Lake,Kolkata-700091,including equitable mortgage thereon along with personal guarantee of Chairman &amp; Managing Director of the Company (Refer Note No.2.32 (xi))]</p> <p>[Amount due within 12 months Rs.17,492,596 (Previous Year Rs.13,082,182 ) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p> <p>[Secured by exclusive charge in the form of Hypothecation of Lease Rentals accruing from office spaces admeasuring about 72,465 sq.ft.on diverse floors plus 47 car parking space (Previous Year 72,465 sq.ft.on diverse floors plus 47 car parking space) in Infinity Benchmark Tower situated at Plot-GI,Block-EP &amp; GP,Sector-V,Salt Lake,Kolkata-700091,including equitable mortgage thereon along with personal guarantee of Chairman &amp; Managing Director of the Company]</p> <p>[Amount due within 12 months Rs.17,959,839 (Previous Year Rs.11,133,629) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p> | 128,146,973                | 141,326,962                |
| <p><b>United Bank of India</b></p> <p>[Secured by equitable mortgage on office space admeasuring about 181,521 sq.ft. (Previous Year 296,405 sq.ft.) on diverse floors in Godrej Waterside Tower-I &amp; Tower-II situated at Plot No.-5, Block-DP, Sector-V, Salt Lake, Kolkata-700091 along with personal guarantee of Chairman &amp; Managing Director of the Company]</p> <p>[Amount due within 12 months Rs.337,500,000 (Previous Year Rs.325,000,000) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p>  | 112,904,192                | 128,937,555                |
|   | 305,386,071                | 321,588,696                |
|   | 157,500,000                | 440,000,000                |

**INFINITY INFOTECH PARKS LTD.**

|   | <b>As at<br/>31.03.2014<br/>Rs.</b> | <b>As at<br/>31.03.2013<br/>Rs.</b> |
|---|-------------------------------------|-------------------------------------|
| <p><b><u>Dena Bank</u></b><br/>[Secured by Securitisation of future rental and equitable mortgage on diverse floors in Godrej Waterside Tower-I situated at Plot No.-5, Block-DP, Sector-V, Salt Lake, Kolkata-700091, admeasuring about NIL (Previous Year 49,337 sq.ft. and 56 nos. of car parking space) as Primary Security including equitable mortgage thereon along with personal guarantee of Chairman &amp; Managing Director of the Company]<br/><br/>[Amount due within 12 months Rs. NIL (Previous Year Rs. 12,820,774) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p>  | -                                   | 129,446,783                         |
| <p><b><u>ING Vysya Bank Ltd.</u></b><br/>[Secured by Securitisation of future rental and Service/Maintenance receivables and registered mortgage on office space admeasuring about 49,337 sq.ft. (Previous Year NIL) on diverse floors in Godrej Waterside Tower-I situated at Plot No.-5, Block-DP, Sector-V, Salt Lake, Kolkata-700091 &amp; 10,966 sq.ft. (Previous Year NIL) at 5th Floor in Infinity Think Tank, Tower-II situated at Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 as Security along with personal guarantee of Chairman &amp; Managing Director of the Company]<br/><br/>[Amount due within 12 months Rs. 21,265,042 (Previous Year Rs. NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p> | 214,854,020                         | -                                   |
| <p><b><u>Indusind Bank</u></b><br/>[Security for the above loan is yet to be executed, however as per terms of sanction the Company has to mortgage office space. Also, Chairman &amp; Managing Director of the Company has given personal guarantee for the above loan]<br/><br/>[Repayment schedule will be finalized upon final disbursement of the Loan proceeds]</p>   | 22,472,000                          | -                                   |
| <b><u>FROM NON BANKING FINANCE COMPANIES (NBFC)</u></b>   |                                     |                                     |
| <p><b><u>HDB Financial Services Ltd.</u></b><br/>[Secured by registered mortgage on office space admeasuring about 16,302.14 sq.ft. (Previous Year NIL) on diverse floors in Tower-I &amp; Tower-II of Infinity Think Tank, Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 as Security along with personal guarantee of Chairman &amp; Managing Director of the Company]<br/><br/>[Amount due within 12 months Rs. 10,763,875 (Previous Year Rs. NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p>  | 56,770,333                          | -                                   |
| <p><b><u>Tata Capital Financial Services Ltd.</u></b><br/>[Secured by hypothecation of lease rentals &amp; registered mortgage on office space admeasuring about 23,372 sq.ft. (Previous Year NIL) on diverse floors in Tower-II of Infinity Think Tank, Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 as Security]<br/><br/>[Amount due within 12 months Rs. 3,794,890 (Previous Year Rs. NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]</p>   | 67,539,006                          | -                                   |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b><u>TERM LOAN IN THE FORM OF OVERDRAFT - FROM BANKS</u></b>   |                            |                            |
| <b><u>Dena Bank</u></b>   |                            |                            |
| [Secured by equitable mortgage on office space admeasuring about 21,130 sq.ft.on diverse floors and 77 car parking space (Previous Year 65,826 sq.ft.on diverse floors and 117 car parking space) in Godrej Waterside Tower-I situated at Plot No.-5,Block-DP,Sector-V,Salt Lake,Kolkata-700091 along with personal guarantee of Chairman & Managing Director of the Company]   | 71,545,686                 | 150,000,000                |
| [Amount due within 12 months Rs.NIL (Previous Year Rs.42,372,457) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |
| [Secured by equitable mortgage on office space admeasuring about 184,815 sq.ft.on diverse floors as Security (Previous Year 211,797 sq.ft.) in Godrej Waterside Tower-II situated at Plot No.-5,Block-DP,Sector-V,Salt Lake,Kolkata-700091 along with personal guarantee of Chairman & Managing Director of the Company]  | 354,718,295                | 425,000,000                |
| [Amount due within 12 months Rs.75,000,000 (Previous Year Rs.80,153,529) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| <b><u>Allahabad Bank</u></b>  |                            |                            |
| [Secured by equitable mortgage on retail / office space admeasuring about 68,656 sq.ft. on diverse floors along with 175 nos.of Car Parking space (Previous Year NIL) in Infinity Benchmark situated at Plot G-I, Block-EP & GP, Sector-V, Salt Lake, Kolkata-700091 and office space of 9,638 sq.ft. (Previous Year NIL) at 16th floor of Infinity Think Tank, Tower-II situated at Plot-A3, Block-GP, Sector-V, Salt Lake,Kolkata-700091 together with extension of equitable mortgage on office spaces admeasuring 33,878 sq.ft. (Previous Year NIL) on diverse floors in Infinity Benchmark along with personal guarantee of Chairman & Managing Director of the Company] | 416,311,747                | -                          |
| [Amount due within 12 months Rs.11,908,638 (Previous Year Rs.NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |
| <b><u>CAR LOAN</u></b>  |                            |                            |
| <b><u>Corporation Bank</u></b>  |                            |                            |
| [Secured against the hypothecation of Car financed]   | 2,281,751                  | 4,281,799                  |
| [Amount due within 12 months Rs.2,471,465 (Previous Year Rs.2,290,509) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
|   | <b>2,041,181,633</b>       | <b>2,102,937,095</b>       |
| [Refer Note No. 2.31 for Maturity Profile & Rate of Interest]   |                            |                            |
| <b><u>NOTE - 2.04 : OTHER LONG TERM LIABILITIES</u></b>   |                            |                            |
| Security Deposit  | 252,188,017                | 209,405,612                |
| Sinking Fund  | 22,886,551                 | 6,525,992                  |
|   | <b>275,074,568</b>         | <b>215,931,604</b>         |
| <b><u>NOTE - 2.05 : LONG TERM PROVISIONS</u></b>  |                            |                            |
| <b><u>Provision for Employee Benefits</u></b>   |                            |                            |
| Leave Encashment  | 14,700,693                 | 11,889,538                 |
| Gratuity  | 234,186                    | 302,678                    |
|   | <b>14,934,879</b>          | <b>12,192,216</b>          |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.06 : SHORT TERM BORROWINGS</b>  |                            |                            |
| <b>SECURED</b>  |                            |                            |
| <b>FROM BANKS</b>   |                            |                            |
| <b>OVERDRAFT</b>  |                            |                            |
| <b>Axis Bank</b>  |                            |                            |
| [Secured by extension of equitable Mortgage of office spaces admeasuring about 58,758 sq.ft (Previous Year 58,758 sq.ft) on diverse floors in Infinity Think Tank, Tower-II situated at Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 (Refer Note No.2.32 (xi))]   | 16,832,542                 | 19,665,021                 |
| <b>Karnataka Bank Ltd.</b>  |                            |                            |
| [Secured by Hypothecation on Book Debts / Account Receivable, Work in Progress, Unsold stocks of the Developed Assets, advances for Projects of the Company together with Collateral security of Equitable Mortgage of diverse land parcels admeasuring about 5.693 Acres (Previous Year Nil), Situated in Village Sunrakh Bangar, Pargana Vrindhavan, Sadar Mathura, Tehsil & Dist. Mathure, U.P., standing in the name of M/S Snowwhite Infrastructure Pvt.Ltd., a step down Subsidiary of the Company] | 101,004,401                | -                          |
| <b>UNSECURED</b>  |                            |                            |
| Loans from Bodies Corporate   | 18,000,000                 | 15,000,000                 |
|   | <b>135,836,943</b>         | <b>34,665,021</b>          |

|  |                    |                    |
|--|--------------------|--------------------|
| <b>NOTE - 2.07 : OTHER CURRENT LIABILITIES</b>             |                    |                    |
| Current Maturities of Long Term Debt [Refer Note No. 2.03] | 556,050,722        | 553,251,683        |
| Advance Lease Premium                                      | 120,134,000        | 238,645,650        |
| Advance from Clients                                       | 9,499,591          | 831,896            |
| Advance Rent   | 72,493             | 72,493             |
| Expenses Payable   | 75,558,671         | 60,242,845         |
| Interest Accrued and Due                                   | 18,672,378         | -                  |
| Interest Accrued but not Due                               | 30,703,896         | 34,016,836         |
| Statutory Liabilities                                      | 4,323,958          | 3,838,136          |
| Security Deposit   | 78,689,360         | 96,036,170         |
| Creditors for Capital goods                                | 93,739             | 329,373            |
|  | <b>893,798,808</b> | <b>987,265,082</b> |

|  |                   |                   |
|--|-------------------|-------------------|
| <b>NOTE - 2.08 : SHORT TERM PROVISIONS</b>         |                   |                   |
| Provision for Employee Benefits - Leave Encashment | 1,996,837         | 1,663,605         |
| Provision for Taxation                             | 73,071,100        | 72,060,000        |
| Proposed Dividend                                  | 16,000,000        | 16,000,000        |
| Corporate Dividend Tax                             | 2,719,200         | 2,595,600         |
|  | <b>93,787,137</b> | <b>92,319,205</b> |



**NOTE - 2.09 : FIXED ASSETS**
**TANGIBLE ASSETS**

| Description of Assets                 | GROSS BLOCK (AT COST/ RESTATED VALUE)<br>Rs. |                                       |                                      |  | DEPRECIATION<br>Rs.                  |                                    |                                    |                                      | NET BLOCK<br>Rs.<br>As at 31.03.2014     |
|---------------------------------------|--|---------------------------------------|--------------------------------------|--|--------------------------------------|------------------------------------|------------------------------------|--------------------------------------|--|
|                                       | As at 01.04.2013                             | Additions/<br>Adjustments             | Deductions/<br>Adjustments           | As at 31.03.2014                         | Upto<br>31.03.2013                   | Additions                          | Deductions/<br>Adjustments         | Upto<br>31.03.2014                   |  |
| Land - Leasehold                      | 12,370,365<br>(12,370,365)                   | -<br>(-)                              | -<br>-                               | 12,370,365<br>(12,370,365)               | -<br>(-)                             | -<br>(-)                           | -<br>(-)                           | -<br>(-)                             | 12,370,365<br>(12,370,365)               |
| Building (Refer<br>Note No.2.32 (vi)) | 885,424,379<br>(998,863,258)                 | 3,204,086,617<br>(986,182)            | 106,201,494<br>(114,425,061)         | 3,983,309,502<br>(885,424,379)           | 93,994,826<br>(86,134,919)           | 13,451,174<br>(15,948,040)         | 12,688,613<br>(8,088,133)          | 94,757,387<br>(93,994,826)           | 3,888,552,115<br>(791,429,553)           |
| Plant & Machinery                     | 307,130,039<br>(355,072,843)                 | 47,172<br>(9,647,830)                 | 22,509,955<br>(57,590,634)           | 284,667,256<br>(307,130,039)             | 100,090,905<br>(95,329,386)          | 14,026,962<br>(16,775,371)         | 5,213,551<br>(12,013,852)          | 108,904,316<br>(100,090,905)         | 175,762,940<br>(207,039,134)             |
| Furniture, Fixtures<br>& Equipments   | 100,152,692<br>(94,750,107)                  | 2,238,797<br>(5,744,754)              | 1,448,523<br>(342,169)               | 100,942,966<br>(100,152,692)             | 27,246,691<br>(21,016,504)           | 6,472,719<br>(6,358,385)           | 676,932<br>(128,198)               | 33,042,478<br>(27,246,691)           | 67,900,488<br>(72,906,001)               |
| Motor Vehicles                        | 21,935,066<br>(21,619,159)                   | 607,310<br>(315,907)                  | 3,763,649<br>-                       | 18,778,727<br>(21,935,066)               | 7,520,400<br>(5,441,996)             | 1,890,464<br>(2,078,404)           | 2,448,364<br>-                     | 6,962,500<br>(7,520,400)             | 11,816,227<br>(14,414,666)               |
| <b>Total</b>                          | <b>1,327,012,541<br/>(1,482,675,732)</b>     | <b>3,206,979,896<br/>(16,694,673)</b> | <b>133,923,621<br/>(172,357,864)</b> | <b>4,400,068,816<br/>(1,327,012,541)</b> | <b>228,852,822<br/>(207,922,805)</b> | <b>35,841,319<br/>(41,160,200)</b> | <b>21,027,460<br/>(20,230,183)</b> | <b>243,666,681<br/>(228,852,822)</b> | <b>4,156,402,135<br/>(1,098,159,719)</b> |

Note: Figures in bracket represent previous year's amounts.

**INFINITY INFOTECH PARKS LTD.**

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.10 : NON CURRENT INVESTMENTS</b>   |                            |                            |
| <b>AT COST IN EQUITY INSTRUMENTS</b>   |                            |                            |
| <b>IN SUBSIDIARY COMPANIES</b>   |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>  |                            |                            |
| Infinity Townships Pvt.Ltd.<br>[85,100 (Previous Year 85,100) Equity shares of Rs.10 each]   | 1,601,256                  | 1,601,256                  |
| Infinity Finance Ltd.<br>[850,000 (Previous Year 850,000) Equity shares of Rs.10 each]   | 21,303,125                 | 21,303,125                 |
| Infinity BNKe Infocity Pvt.Ltd.<br>[10,000 (Previous Year 10,000) Equity shares of Rs.10 each]   | 100,130                    | 100,130                    |
| Infinity Jaipur Knowledge City Pvt.Ltd.<br>[10,000 (Previous Year 10,000) Equity shares of Rs.10 each]                                     | 100,255                    | 100,255                    |
| Infinity Knowledge City Pvt.Ltd.<br>[10,000 (Previous Year 10,000) Equity shares of Rs.10 each]  | 100,256                    | 100,256                    |
| Infinity Griha Nirmaan Pvt.Ltd.<br>[10,000 (Previous Year 10,000) Equity shares of Rs.10 each]   | 100,560                    | 100,560                    |
| Infinity Villa Pvt.Ltd.<br>[10,000 (Previous Year 10,000) Equity shares of Rs.10 each]   | 100,300                    | 100,300                    |
| Infinity Infrastructure Ltd.<br>[100 (Previous Year 100) Shares of AED 1,000 each]   | 1,268,000                  | 1,268,000                  |
| Brainspace Management & Skill Education Ltd.<br>[4,030,000 (Previous Year NIL) Equity shares of Rs.10 each]                                | 101,001,930                | -                          |
| <b>(TRADE, UNQUOTED, PARTLY PAID-UP)</b>   |                            |                            |
| Infinity Infrastructure Ltd.<br>[13,900 (Previous Year 13,900) Shares of AED 1,000 each, paid up @AED 700<br>(Previous Year AED 700) each] | 145,365,019                | 145,365,019                |
| <b>IN ASSOCIATE COMPANIES</b>  |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>  |                            |                            |
| Kolkata IT SEZ Pvt.Ltd.<br>[500,000 (Previous Year 500,000) Equity shares of Rs.10 each]   | 5,000,000                  | 5,000,000                  |
| Kolkata Knowledge City Pvt.Ltd.<br>[5,000 (Previous Year 5,000) Equity shares of Rs.10 each]   | 50,000                     | 50,000                     |
| Navyuga Infinity Infrastructure Pvt.Ltd.<br>[5,000 (Previous Year 5,000) Equity shares of Rs.10 each]                                      | 50,000                     | 50,000                     |
| <b>IN JOINT VENTURE</b>  |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>  |                            |                            |
| Bhutan Education City Pvt.Ltd.<br>[269,990 (Previous Year 149,450) Shares of NU 100 each]  | 26,999,000                 | 14,945,000                 |
| <b>AT COST IN PREFERENCE SHARES</b>  |                            |                            |
| <b>IN ASSOCIATE COMPANY</b>  |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>  |                            |                            |
| Kolkata IT SEZ Pvt.Ltd.<br>[350,000 (Previous Year 350,000), 7% Non-Cumulative Redeemable Preference shares<br>of Rs.100 each]             | 35,000,000                 | 35,000,000                 |
|  | <b>338,139,831</b>         | <b>225,083,901</b>         |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.11 : LONG TERM LOANS &amp; ADVANCES</b> |                            |                            |
| <b>Unsecured, Considered Good</b>                   |                            |                            |
| Advances to Employees                               | 4,170,346                  | 5,085,237                  |
| Capital Advances                                    | 1,455,451                  | 1,484,401                  |
| Security Deposit                                    | 298,616                    | 666,278                    |
|   | <b>5,924,413</b>           | <b>7,235,916</b>           |

|   |                    |                    |
|---|--------------------|--------------------|
| <b>NOTE - 2.12 : TRADE RECEIVABLES</b>        |                    |                    |
| <b>Unsecured, Considered Good</b>             |                    |                    |
| Outstanding for a period exceeding six months | 56,634,025         | 58,261,724         |
| Others  | 98,424,190         | 215,918,629        |
|   | <b>155,058,215</b> | <b>274,180,353</b> |

|  |                   |                   |
|--|-------------------|-------------------|
| <b>NOTE - 2.13 : CASH &amp; CASH EQUIVALENTS</b>   |                   |                   |
| Cash on Hand   | 8,668             | 76,666            |
| Bank Balances in Current Accounts *  | 3,625,919         | 13,852,138        |
| Other Bank Balances :  |                   |                   |
| Fixed Deposits (Pledged with Bank)**   |                   |                   |
| - As Margin Money  | 31,659,576        | 32,573,698        |
| - As Security against Borrowings   | 8,300,000         | 8,300,000         |
|  | <b>43,594,163</b> | <b>54,802,502</b> |
| * It includes balances in Escrow A/c.  |                   |                   |
| ** Fixed deposits with banks include Rs.28,359,576/- (Previous Year Rs.13,823,698/-) with original maturity of more than 12 months |                   |                   |

|   |                      |                      |
|---|----------------------|----------------------|
| <b>NOTE - 2.14 : SHORT TERM LOANS AND ADVANCES</b>                            |                      |                      |
| <b>Unsecured, Considered Good</b>   |                      |                      |
| Advances to Related Parties [Refer Note No. 2.24]                             | 2,243,829,146        | 2,078,084,278        |
| Advance against Project/ Property/ Space                                      | 21,750,000           | 24,157,060           |
| Advance Income Taxes including Tax Deducted at Source                         | 98,083,704           | 81,681,464           |
| Others Advances (Recoverable in Cash or in kind, or for Value to be received) | 16,452,303           | 5,172,756            |
| MAT Credit Entitlement  | 55,415,793           | 41,884,693           |
| Security Deposits   | 10,450,122           | 6,832,064            |
|   | <b>2,445,981,068</b> | <b>2,237,812,315</b> |

|   |                  |                  |
|---|------------------|------------------|
| <b>NOTE - 2.15 : OTHER CURRENT ASSETS</b> |                  |                  |
| Interest Receivable                       | 9,169            | 12,031           |
| Prepaid Expenses                          | 6,124,204        | 5,306,240        |
|   | <b>6,133,373</b> | <b>5,318,271</b> |

INFINITY INFOTECH PARKS LTD.

|  | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|--|---------------------------------|---------------------------------|
| <b>NOTE- 2.16 : REVENUE FROM OPERATIONS</b>    |                                 |                                 |
| <b>Sale of Services</b>                        |                                 |                                 |
| Lease Rent Receipts                            | 220,994,313                     | 219,203,932                     |
| Parking Fee Receipts                           | 14,548,236                      | 11,544,998                      |
| Connectivity Infrastructure Charges Receipts   | 630,284                         | 813,384                         |
| Maintenance Charges Receipts                   | 103,462,103                     | 117,266,821                     |
| <b>Other Operating Revenues</b>                |                                 |                                 |
| Long Term Lease Premium Gain                   | 483,469,559                     | 405,780,683                     |
| Project Management & Consultancy Fees Received | 1,500,000                       | 1,500,000                       |
|  | <b>824,604,495</b>              | <b>756,109,818</b>              |

|                                   |                  |                  |
|-----------------------------------|------------------|------------------|
| <b>NOTE - 2.17 : OTHER INCOME</b> |                  |                  |
| Interest on Fixed Deposit         | 3,663,384        | 3,828,423        |
| Interest - Others                 | 240,082          | 110,000          |
| Miscellaneous Income              | 253,671          | 73,254           |
|                                   | <b>4,157,137</b> | <b>4,011,677</b> |

|   |                   |                   |
|---|-------------------|-------------------|
| <b>NOTE - 2.18 : EMPLOYEE BENEFITS EXPENSES</b>   |                   |                   |
| Salaries  | 76,326,293        | 69,891,010        |
| Contribution to Provident, Gratuity & Other Funds | 4,241,526         | 4,284,583         |
| Workmen & Staff Welfare Expenses                  | 5,865,940         | 6,607,194         |
|   | <b>86,433,759</b> | <b>80,782,787</b> |

|                                    |                    |                    |
|------------------------------------|--------------------|--------------------|
| <b>NOTE - 2.19 : FINANCE COSTS</b> |                    |                    |
| Interest Expenses                  | 379,547,777        | 343,165,481        |
| Other Borrowing Costs              | 19,053,752         | 7,942,890          |
|                                    | <b>398,601,529</b> | <b>351,108,371</b> |

|   | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|---------------------------------|---------------------------------|
| <b>NOTE - 2.20 : OTHER EXPENSES</b>           |                                 |                                 |
| Advertisement & Publicity Expenses            | 8,642,429                       | 6,097,635                       |
| Auditors Remuneration                         | 647,500                         | 616,500                         |
| Bad Debts Written Off                         | 21,972,478                      | -                               |
| Bank Charges                                  | 1,835,252                       | 1,782,145                       |
| Business Promotion Expenses                   | 1,092,594                       | 2,876,751                       |
| Commission & Brokerage                        | 15,639,273                      | 7,570,516                       |
| Donation                                      | 29,187,500                      | 28,253,000                      |
| Electricity,Fuel & Water Consumption Expenses | 32,681,057                      | 31,855,369                      |
| Insurance Premium                             | 2,280,159                       | 2,085,318                       |
| Legal & Professional Fees                     | 22,879,862                      | 20,282,225                      |
| Loss on Sale of Fixed Assets                  | 1,287,876                       | 203,971                         |
| Miscellaneous Expenses                        | 4,201,899                       | 4,469,134                       |
| Motor Car Expenses                            | 4,372,780                       | 4,660,186                       |
| Operation & Maintenance Expenses              | 60,167,131                      | 55,410,759                      |
| Printing & Stationery Expenses                | 1,060,319                       | 2,089,370                       |
| Rates & Taxes                                 | 9,375,227                       | 9,183,550                       |
| Rent Paid                                     | 15,025,442                      | 9,103,897                       |
| Service Charges                               | 768,504                         | 813,468                         |
| Telephone, Postage & Courier Expenses         | 2,155,396                       | 2,685,957                       |
| Travelling Expenses                           | 4,983,055                       | 10,947,919                      |
|   | <b>240,255,733</b>              | <b>200,987,670</b>              |

**NOTE - 2.21 : CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**

- (i) Letters of Credit opened by the Company's Bankers in favour of various parties for Rs.26,351,000/- (Previous Year Rs.26,351,000/-) and keeping fixed deposit of Rs.26,600,000/-(Previous Year Rs.26,600,000/-) as margin money.
- (ii) Bank Guarantee given by the Company's Bankers amounting to Rs.5,044,000/- (Previous Year Rs.3,523,500/-) and keeping fixed deposit of Rs.5,044,000/- (Previous Year Rs.3,523,500/-) as margin money.
- (iii) Estimated amount of contracts remaining to be executed on capital account (net of advances) as on 31.03.2014 Rs.93,448,854/- (Previous Year Rs.99,902,744/-).
- (iv) 13,900 partly paid-up Shares of AED 1,000/- each equivalent to Rs.68,184,921/- (AED 700/- each paid-up, equivalent to Rs.145,365,019/- ), (Previous Year AED 700/- each paid-up, equivalent to Rs.145,365,019/-)
- (v) Corporate guarantee given to the bankers of Infinity BNKe.Infocity Pvt.Ltd. a wholly owned subsidiary for term loan to be availed by them amounting to Rs.671,800,000/- (Previous Year Rs.671,800,000/-).
- (vi) The Commissioner, Service Tax, Kolkata, vide its order has confirmed demand amounting to Rs.32,242,670/- along with penalty & interest thereon for utilization of the Cenvat Credit in respect of the projects against its service tax liabilities for which, the company has preferred appeal before the Customs Excise and Service Tax Appellate Tribunal (CESTAT), Kolkata. The Hon'ble CESTAT, upon hearing of the stay petition has ordered to deposit Rs. 40 Lacs and granted stay for recovery of the balance amount till pendency of the appeal. Company has duly complied with the said order.

**NOTE – 2.22 : EMPLOYEE BENEFITS**

In accordance with the revised Accounting Standard 15 issued by the ICAI, the requisite disclosures are as follows:

**a) Accounting policy for recognising actuarial gains and losses**

Actuarial gains and losses arising from experience adjustment and effects of changes in actuarial assumptions are immediately recognised in the Statement of Profit and Loss as income or expenses.

**b) Description of the type of plan(s)****i) Gratuity plan**

The Gratuity liability arises on retirement, withdrawal, resignation and death of an employee. The aforesaid liability is calculated on the basis of actuarial valuation.

**ii) Long term compensated absences plan**

The earned leave liability arises as and when services are performed by an employee. The aforesaid liability is calculated for leave balance outstanding as on reporting date which is higher than the actuarial valuation as required under above said Accounting Standard.

**c) Change in the Present value of obligation**

| Particulars  | Gratuity<br>(Rs.) |                  | Compensated Absences<br>(Rs.) |                   |
|--|-------------------|------------------|-------------------------------|-------------------|
|  | 2013-14           | 2012-13          | 2013-14                       | 2012-13           |
| Present value of obligations at the beginning of the year  | 3,056,716         | 3,223,425        | 13,553,143                    | 11,405,600        |
| Interest Cost  | 244,537           | 257,874          | -                             | -                 |
| Current Service Cost                                       | 444,700           | 389,084          | 3,869,455                     | 3,788,548         |
| Less: Benefits paid  | 180,924           | NIL              | 725,068                       | 1,641,005         |
| Actuarial (gain) / loss on obligations                     | 283,125           | (813,667)        | -                             | -                 |
| <b>Present value of obligations at the end of the year</b> | <b>3,848,154</b>  | <b>3,056,716</b> | <b>16,697,530</b>             | <b>13,553,143</b> |

**d) Change in the fair value of Plan Assets**

| Particulars  | Gratuity<br>(Rs.) |                  | Compensated Absences<br>(Rs.) |          |
|--|-------------------|------------------|-------------------------------|----------|
|  | 2013-14           | 2012-13          | 2013-14                       | 2012-13  |
| Fair value of Plan Assets as at the beginning of the year  | 2,754,038         | 1,935,737        | -                             | -        |
| Expected Return on Plan Assets                             | 294,170           | 206,499          | -                             | -        |
| Contributions  | 746,684           | 611,802          | -                             | -        |
| Less: Benefits paid  | 180,924           | NIL              | -                             | -        |
| <b>Fair Value of Plan Assets as at the end of the year</b> | <b>3,613,968</b>  | <b>2,754,038</b> | <b>-</b>                      | <b>-</b> |

**e) Reconciliation of Present Value of defined benefit obligation and the fair value of Assets**

| Particulars   | Gratuity<br>(Rs.) |                  | Compensated Absences<br>(Rs.) |                      |
|---|-------------------|------------------|-------------------------------|----------------------|
|   | 2013-14           | 2012-13          | 2013-14                       | 2012-13              |
| Present value of funded / (unfunded) obligation as at the end of the year | 3,848,154         | 3,056,716        | (16,697,530)                  | (13,553,143)         |
| Fair value of plan Assets as at the end of the year                       | 3,613,968         | 2,754,038        | -                             | -                    |
| <b>Funded /Unfunded- Net Assets / (Liability)</b>                         | <b>(234,186)</b>  | <b>(302,678)</b> | <b>(16,697,530)*</b>          | <b>(13,553,143)*</b> |

\* included in Long Term Provisions (Refer Note 2.05) & Short Term Provisions (Refer Note 2.08)



**f) Expenses recognised in the Statement of Profit and Loss**

| Particulars   | Gratuity<br>(Rs.) |           | Compensated Absences<br>(Rs.) |             |
|---|-------------------|-----------|-------------------------------|-------------|
|   | 2013-14           | 2012-13   | 2013-14                       | 2012-13     |
| Current Service Cost                                  | 444,700           | 389,084   | 3,869,455                     | 3,788,548   |
| Interest Cost   | 244,537           | 257,874   | -                             | -           |
| Expected return on Plan Assets                        | 294,170           | 206,499   | -                             | -           |
| Net actuarial (gains) / losses                        | 283,125           | (813,667) | -                             | -           |
| Expenses recognised in the Statement of Profit & Loss | 808,712*          | 967,101*  | 3,869,455**                   | 3,788,548** |

\* included in contribution to Provident Gratuity & Other Funds (Refer Note 2.18)

\*\* included in Salaries (Refer Note 2.18)

**g) Principal actuarial assumptions**

| Sl.No. | Particulars                             | Rate %  |         |
|--------|---|---------|---------|
|        |   | 2013-14 | 2012-13 |
| i      | Discount rate as at the end of the year | 8.00    | 8.00    |
| ii     | Future salary increase                  | 3.00    | 3.00    |
| iii    | Estimated Rate of Return on Plan Assets | 8.75    | 9.00    |

**NOTE – 2.23 : SEGMENT REPORTING**

The Company is engaged in single segment of activity namely infrastructure development projects and maintenance thereof. Therefore, no separate reportable segmental disclosure is given as per the requirement of Accounting Standard – 17 issued by the ICAI.

**NOTE – 2.24 : RELATED PARTY DISCLOSURES**
**I. Relations**
**A. Enterprises where control exists:-**

| Sl.No.                                       | Relationship         | Name of the Party  |
|--|----------------------|--|
| (i)  | Subsidiary Companies | Infinity Townships Pvt. Ltd.   |
|  |                      | Infinity Finance Ltd.  |
|  |                      | Infinity BNKe Infocity Pvt.Ltd.  |
|  |                      | Infinity Jaipur Knowledge City Pvt.Ltd   |
|  |                      | Infinity Knowledge City Pvt.Ltd  |
|  |                      | Infinity Griha Nirmaan Pvt.Ltd.  |
|  |                      | Infinity Infrastructure Ltd.   |
|  |                      | Infinity Villa Pvt.Ltd.  |
|  |                      | Infinity Residences Pvt.Ltd.   |
|  |                      | Brainspace Management & Skill Education Ltd. (Subsidiary w.e.f.30.08.2013 & Wholly owned Subsidiary w.e.f. 26.02.2014) |
|  |                      | Infinity Ashiana Pvt.Ltd.  |
|  |                      | Infinity Knowledge City Projects Pvt.Ltd.  |
|  |                      | Snowwhite Infrastructure Pvt.Ltd.  |
|  |                      | Magnitude Infrastructure Pvt.Ltd.  |
|  |                      | Infinity Housing Projects Pvt.Ltd.   |
| Trisakti Infradev Pvt.Ltd. (Upto 25.02.2014) |                      |  |

**INFINITY INFOTECH PARKS LTD.**

| SI.No. | Relationship  | Name of the Party                                 |
|--------|---------------|---|
| (ii)   | Associates    | Kolkata IT SEZ Pvt. Ltd.                          |
|        |               | Kolkata Knowledge City Pvt.Ltd. (Upto 01.03.2014) |
|        |               | Navyuga Infinity Infrastructure Pvt.Ltd.          |
| (iii)  | Joint Venture | Bhutan Education City Pvt.Ltd.                    |

**B. Other related parties :-**

| SI.No.                 | Relationship   | Name of the Party   |
|------------------------|--|---|
| (i)                    | Joint Venturer's   | West Bengal Electronics Industry Development Corporation Ltd.         |
|                        |  | India Power Corporation Ltd. (Formerly DPSC Limited, Upto 30.06.2013) |
|                        |  | Siliguri Jalpaiguri Development Authority (Upto 24.06.2013)           |
|                        |  | Databazaar India Pvt.Ltd.   |
|                        |  | IL&FS Township & Urban Assets Ltd.                                    |
| (ii)                   | Others   | Alternate Power & Fuel (India) Pvt. Ltd.                              |
|                        |  | Forum Real Estate Pvt. Ltd.   |
| (iii)                  | Key Management Personnel (KMP)   | Mr. Ravindra Chamaria, Chairman & Managing Director                   |
|                        |  | Mr. Pulak Chamaria, Executive Director                                |
| (iv)                   | Enterprises over which Key Management Personnel (KMP) have significant influence | Kolkata IT Park Pvt.Ltd. (Upto 18.12.2013)                            |
|                        |  | Profile Infinity Infrastructure Pvt.Ltd.                              |
|                        |  | Bhubaneswar IT Parks Projects Pvt.Ltd.                                |
|                        |  | Virtuoso Infrabuild Pvt.Ltd.  |
|                        |  | Raigarh Infrastructure Development Pvt.Ltd. (Upto 05.10.2013)         |
|                        |  | Infinity Education Infrastructure Pvt. Ltd. (Upto 03.10.2013)         |
|                        |  | Jaipur Knowledge & Education City Pvt.Ltd.                            |
|                        |  | Environmental Creation Pvt.Ltd.                                       |
|                        |  | PS Infinity Knowledge City Developers Pvt. Ltd.                       |
|                        |  | Infinity Education Foundation   |
|                        |  | Jeevan Sandhya Foundation   |
| RC Infinity Foundation |  |   |
| (v)                    | Employees benefit trust where control exists                                     | Infinity Infotech Parks Limited Employees Gratuity Fund               |

*Note : Related party relationship is as identified by the Company and relied upon by the Auditors.*

**2. Transactions carried out with related parties referred in I above, in ordinary course of business:**

| Nature of Transactions             | Related Parties                |                            |                             |                               |                            |                             |                            |                           |
|------------------------------------|--------------------------------|----------------------------|-----------------------------|-------------------------------|----------------------------|-----------------------------|----------------------------|---------------------------|
|                                    | Referred in I(A)(i) above      | Referred in I(A)(ii) above | Referred in I(A)(iii) above | Referred in I(B)(i) above     | Referred in I(B)(ii) above | Referred in I(B)(iii) above | Referred in I(B)(iv) above | Referred in I(B)(v) above |
| Income and other charges           | –<br>(–)                       | –<br>(–)                   | –<br>(–)                    | –<br>(7,943,565)              | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Remuneration                       | –<br>(–)                       | –<br>(–)                   | –<br>(–)                    | –<br>(–)                      | –<br>(–)                   | 10,664,397<br>(11,377,580)  | –<br>(–)                   | –<br>(–)                  |
| Other receipts                     | 15,153,222<br>(–)              | –<br>(–)                   | –<br>(6,265,459)            | –<br>(–)                      | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Advances Given / Repaid            | 765,593,261<br>(1,123,426,001) | –<br>(200,000)             | 4,500,000<br>(4,900,000)    | –<br>(–)                      | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Advances Received / Refunded       | 533,498,346<br>(601,972,298)   | –<br>(–)                   | –<br>(–)                    | 52,624,445<br>(–)             | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Trade Receivable / Realized        | –<br>(–)                       | –<br>(–)                   | –<br>(–)                    | –<br>(2,738,260)              | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Investments (Purchase of shares)   | –<br>(85,845,219)              | –<br>(–)                   | 7,154,000<br>(14,945,000)   | –<br>(–)                      | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Investments (Sale of shares)       | –<br>(–)                       | –<br>(–)                   | –<br>(–)                    | –<br>(–)                      | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Commitments given                  | –<br>(–)                       | –<br>(–)                   | –<br>(–)                    | Refer note no. 2.32 (ii to v) | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Expenses Incurred / Other Payments | 15,153,222<br>(–)              | –<br>(–)                   | 157,900<br>(–)              | 2,187,447<br>(9,436,323)      | 10,584,840<br>(13,231,050) | 905,600<br>(1,132,000)      | 16,900,000<br>(14,900,000) | 808,712<br>(664,423)      |

**Note: Figures in bracket represent previous year's amounts.**

**3. Balance due from / to the related parties at the end of the year:**

| Nature of Transactions       | Related Parties                  |                            |                             |                            |                            |                             |                            |                           |
|------------------------------|----------------------------------|----------------------------|-----------------------------|----------------------------|----------------------------|-----------------------------|----------------------------|---------------------------|
|                              | Referred in I(A)(i) above        | Referred in I(A)(ii) above | Referred in I(A)(iii) above | Referred in I(B)(i) above  | Referred in I(B)(ii) above | Referred in I(B)(iii) above | Referred in I(B)(iv) above | Referred in I(B)(v) above |
| Advances / Deposits given    | 2,194,930,000<br>(1,962,835,085) | 27,775,000<br>(27,775,000) | 6,423,359<br>(11,165,459)   | 10,000,000<br>(72,925,343) | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Trade Receivable             | –<br>(–)                         | –<br>(–)                   | –<br>(–)                    | –<br>(8,227,617)           | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Advances / Deposits received | –<br>(–)                         | –<br>(–)                   | –<br>(–)                    | –<br>(72,813,380)          | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |
| Trade Payable                | –<br>(–)                         | –<br>(–)                   | –<br>(–)                    | 2,470,019<br>(2,470,019)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                   | –<br>(–)                  |

**Note: Figures in bracket represent previous year's amounts.**

**NOTE – 2.25 : EARNING PER SHARES (EPS)**

| <b>Particulars</b>  | <b>2013-2014</b> | <b>2012-2013</b> |
|---|------------------|------------------|
| Profit After tax considered for calculating EPS             | Rs.80,435,633    | Rs.64,419,068    |
| Weighted average number of Ordinary Shares of Rs. 10/- each | 20,000,000       | 20,000,000       |
| Earnings Per Share (Basic and Diluted)                      | Rs.4.02          | Rs.3.22          |

**NOTE – 2.26 : ACCOUNTING FOR TAXES ON INCOME**

The Company has recognized in the financial statements the Deferred Tax Assets / Liabilities, in accordance with AS-22 'Accounting for Taxes on Income' issued by ICAI. During the year the company has credited to the Statement of Profit & Loss with Deferred Tax Assets of Rs. 12,621,382/- (Previous year Assets of Rs.14,149,401/-).

The break up of net Deferred Tax liability in to measure components of the respective balances are as follows:-

| <b>Particulars</b>                              | <b>2013-14<br/>(Rs.)</b> | <b>2012-13<br/>(Rs.)</b> |
|---|--------------------------|--------------------------|
| <b>Deferred Tax Liability</b>                   |                          |                          |
| On account of timing difference in Depreciation | 145,190,999              | 155,619,348              |
| <b>Deferred Tax Assets</b>                      |                          |                          |
| <b>On account of timing difference on :</b>     |                          |                          |
| Expenses allowed on payment basis               | (5,467,262)              | (4,474,596)              |
| Unabsorbed Depreciation and Loss                | (54,679,327)             | (53,478,960)             |
| <b>Net Deferred Tax Liability</b>               | <b>85,044,410</b>        | <b>97,665,792</b>        |

**NOTE – 2.27 : INFORMATION ON JOINT VENTURE**

- (i) The Company in consortium with IL&FS Township & Urban Assets Ltd. has been awarded a project for developing Education City in Bhutan and for the same SPV company in the name of Bhutan Education City Pvt. Ltd. has been incorporated in Bhutan wherein the 49% of the shares are held by the Company and the balance 51% of the shares are held by IL&FS Township & Urban Assets Ltd. The Capital commitment of the Company in the above project remains unascertained.
- (ii) In accordance with AS- 27 the Company has following investment in a jointly controlled entity :

| <b>I</b> | <b>Jointly Controlled Entity</b>  | <b>Country of Incorporation</b> | <b>Percentage of Ownership Interest</b>                      |
|----------|---|---------------------------------|--|
|          | Bhutan Education City Pvt. Ltd.   | Bhutan                          | 49%  |
|          | Functional Currency   | NU                              |  |
|          | Conversion Rate (for 1 INR) as on 31.03.2014  | 1.0000                          |  |
|          |   |                                 | <b>As at 31<sup>st</sup> December, 2013<br/>Amount (Rs.)</b> |
| <b>2</b> | <b>Contingent Liabilities in respect of the Joint Venture</b>   |                                 | 49,000,000   |
| <b>3</b> | <b>Capital commitments in respect of Joint Venture</b>  |                                 | Nil  |
| <b>4</b> | <b>Interest in the assets, liabilities, income &amp; expenses with respect to jointly controlled entities</b> |                                 |  |
|          | <b>A. Assets</b>  |                                 |  |
|          | Fixed Assets  |                                 |  |
|          | (i) Capital Work-in-Progress  |                                 | 41,677,133   |

|  |                                    |  |            |
|--|------------------------------------|--|------------|
|  | Current Assets, Loans and Advances |  |            |
|  | (i) Cash and Bank Balances         |  | 124,586    |
|  | (ii) Loans and Advances            |  | 4,579      |
|  | <b>B. Liabilities</b>              |  |            |
|  | Current Liabilities and Provisions |  |            |
|  | (i) Current Liabilities            |  | 15,060,901 |
|  | <b>C. Income</b>                   |  | Nil        |
|  | <b>D. Expenditure</b>              |  |            |
|  | (i) Operating and Other Expenses   |  | 253,113    |

This is the first accounting year of the Joint Venture and hence current year figures are for the period from 23rd August, 2012 till 31<sup>st</sup> December, 2013 and accordingly previous year figures are not applicable.

#### **NOTE – 2.28 : IMPAIRMENT OF ASSETS**

In the opinion of the Management, there is no impairment of the assets to which Accounting Standard – 28 applies requiring any recognition.

#### **NOTE – 2.29 : ADDITIONAL INFORMATION AS REQUIRED IN PART II OF REVISED SCHEDULE VI OF THE COMPANIES ACT, 1956.**

| Particulars |  | 31.03.2014<br>Rs. | 31.03.2013<br>Rs. |
|-------------|--|-------------------|-------------------|
| a)          | <b>Value of Imports calculated on C.I.F. basis:</b>    |                   |                   |
|             | Capital Goods  | 2,871,756         | NIL               |
| b)          | <b>Expenditure in Foreign Currency:</b>                |                   |                   |
|             | i) Travelling Expenses                                 | 198,715           | 419,683           |
|             | ii) Others   | 265,646           | 1,940,910         |
| c)          | <b>Auditors' Remuneration (including service tax):</b> |                   |                   |
|             | 1) Audit Fees  | 533,710           | 533,710           |
|             | 2) Tax Audit Fees                                      | 140,450           | 140,450           |
|             | 3) Other Services                                      | 56,949            | 18,538            |

#### **NOTE – 2.30 : DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MSMED ACT, 2006**

As per information available with the company, the Trade Payable do not include any amount due to Micro, Small and medium Enterprises registered under "The Micro, Small and medium Enterprises Development Act" as at 31<sup>st</sup> March, 2014.

#### **NOTE – 2.31 : LONG TERM BORROWINGS MATURITY PROFILE & RATE OF INTEREST**

##### **Term Loan**

| Residual Maturity | 2013-14<br>Balance Outstanding (Rs.) | 2012-13<br>Balance Outstanding (Rs.) |
|-------------------|--------------------------------------|--------------------------------------|
| Above 5 Years     | 805,838,630                          | 746,389,436                          |
| 3-5 Years         | 185,129,109                          | 430,523,770                          |
| 1-3 Years         | 223,078,985                          | 346,742,090                          |
| <b>Total</b>      | <b>1,214,046,724</b>                 | <b>1,523,655,296</b>                 |

All loans are under floating rate of interest ranging from 12.20% to 14.50% as on 31.03.2014 & ranging from 11.80% to 14.45% as on 31.03.2013

**Term Loan in the form of Overdraft**

| Residual Maturity | 2013-14<br>Balance Outstanding (Rs.) | 2012-13<br>Balance Outstanding (Rs.) |
|-------------------|--------------------------------------|--------------------------------------|
| Above 5 Years     | 771,030,042                          | 575,000,000                          |
| 3-5 Years         | 71,545,686                           | NIL                                  |
| <b>Total</b>      | <b>842,575,728</b>                   | <b>575,000,000</b>                   |

All loans are under floating rate of interest from 13.20% to 13.25% as on 31.03.2014 & of 13.25% as on 31.03.2013

**Car Loan**

| Residual Maturity | 2013-14<br>Balance Outstanding (Rs.) | 2012-13<br>Balance Outstanding (Rs.) |
|-------------------|--------------------------------------|--------------------------------------|
| 3-5 Years         | 388,137                              | -                                    |
| 1-3 Years         | 1,893,614                            | 4,281,799                            |
| <b>Total</b>      | <b>2,281,751</b>                     | <b>4,281,799</b>                     |

All loans are under floating rate of interest ranging from 10.45% to 13.75% as on 31.03.2014 & from 12.35% to 13.75% as on 31.03.2013

**NOTE – 2.32 : OTHER DISCLOSURES**

- i. Capital Work-in-progress pending allocation for ongoing projects of the Company and amounting to Rs.38,329,907/- (Previous year Rs.29,223,258/-) includes pre-operative expenses.
- ii. The Company has been awarded two projects for development from West Bengal Electronics Industry Development Corporation Ltd. (WEBEL) at Salt Lake, Sector V, Kolkata, whereby the Company will incur all developmental cost as envisaged in the letter of Intent and in consideration thereof shall be entitled to retain the proportionate of total built-up area as well as total parking area. The development agreement for India Design Centre (IDC) Project has been executed and the agreement for I.T.Park Project is yet to be executed. The capital commitment of the Company in the aforesaid projects remain unascertained.
- iii. In respect of development agreement with India Power Corporation Limited (Formerly DPSC Limited) for construction & development of modern IT Complex at Salt Lake, Sector-V, Kolkata, and in order to settle all legal disputes with the said Company, the Company has during the year, nominated all its right, title and interest obligations and benefits of the project for construction & development of modern IT Complex at Salt Lake, Sector-V, Kolkata in favour of Infinity BNKe Infocity Pvt. Ltd, a wholly owned Subsidiary of the Company and accordingly recovered all the sum incurred from the said Subsidiary.
- iv. The project for setting up of IT Park at Siliguri with Siliguri Jalpaiguri Development Authority (SJDA), West Bengal has been terminated during the year and accordingly the SJDA has refunded the entire payment made to them earlier.
- v. The Company has entered into development agreement with Databazaar India Pvt.Ltd. at New Town, Rajarhat, Kolkata, whereby the Company will incur all developmental cost as envisaged in the said agreement and in consideration thereof shall be entitled to the 75% of total built-up area as well as total parking area with a right to control the management and maintenance of the project commercially. The capital commitment of the Company in the project remains unascertained.
- vi. The Company has revalued on 31.03.2014 its Fixed Assets consisting of Building, based on the Market Value Method of approved valuer & management perception to show the Fixed Assets (Building) at its fair value. The Building were valued at Rs.3,888,552,115/- & is shown under the head Fixed Assets- Building and the consequent appreciation of amount of Rs.3,204,086,617/- over the book value has been credited to Revaluation Reserve Account.



- vii. As per agreements with the occupiers and leaseholders, municipal taxes are to be borne by them, unless agreed otherwise. In respect of Company's vacant area of Infinity Think Tank Tower/s, Infinity Benchmark Tower and Company share in Godrej Waterside Tower/s liability with respect to municipal tax has been calculated on estimate basis as per the practice followed by the competent authority i.e. Nabadiganta Industrial Township Authority (NDITA) in this regard. Any difference in the actual liability and estimate amount will be accounted for in the year of final assessment.
- viii. Pursuant to agreement with various occupiers and space owners for replacement of maintenance equipments, the Company is in the process to open separate Bank Account to keep the Sinking Fund Deposit outstanding as on Balance Sheet date amounting to Rs.14,743,312/- (Previous Year Rs.1,405,548/-).
- ix. Balance standing to the debit and credit of the parties are subject to their confirmation.
- x. Revenue from differential maintenance receipt is being recognized and accounted for as and when ascertained and settled with the respective clients.
- xi. Lease Premium Gain includes gain in respect of office space admeasuring about 22,221.69 sq. ft. given on long term sub lease and lying mortgaged to Banks against the credit facilities availed by the Company. The Company has applied to the mortgagee banks for release of the said area, out of which area admeasuring about 11,865.69 sq. ft. mortgaged to Vijaya Bank was discharged subsequent to the Balance Sheet date & balance office space admeasuring about 10,356.00 sq. ft. mortgaged to Axis Bank is still awaited.
- xii. During the year Company has written off Trade Receivable amounting to Rs.21,972,478/- against which legal cases has been filed by the Company.
- xiii. Revaluation Reserve amounting to Rs.3,204,086,617/- has been transferred to Capital Reserve as on Balance Sheet date in the terms of the Board Resolution.
- xiv. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of this date attached

For **R KOTHARI & COMPANY**  
Chartered Accountants

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**P C CHATTERJEE**  
Director

**PULAK CHAMARIA**  
Executive Director

**SANJEEB AGARWAL**  
Partner

**N K CHANDAK**  
CFO & Company Secretary

**RAVINDRA CHAMARIA**  
Chairman & Managing Director

Place : Kolkata

Dated : the 5th day of September, 2014





# CONSOLIDATED FINANCIALS 2013-2014



PLOT A-3, BLOCK-GP SECTOR V, SALLAKE ELECTRONIC COMPLEX, KOLKATA 700 091



## **INDEPENDENT AUDITORS' REPORT**

**TO THE BOARD OF DIRECTORS OF  
INFINITY INFOTECH PARKS LIMITED**

### **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of **INFINITY INFOTECH PARKS LIMITED** ( the "Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2014, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **Management's Responsibility for the Consolidated Financial Statements**

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on the financial statements / financial information of the subsidiaries, jointly controlled entities and associates referred to below in the Other Matter paragraph, the aforesaid consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31<sup>st</sup> March, 2014;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

### **Other Matter**

We did not audit the financial statements / financial information of 1 subsidiary whose financial statements / financial information reflect total assets of Rs.1,40,123,935/- as at 31<sup>st</sup> March, 2014, total revenues of Rs.NIL and net cash flows amounting to Rs.790,335/-for the year ended on that date, as considered in the consolidated financial statements whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors. Our opinion is not qualified in respect of this matter.

For **R Kothari & Company**  
Chartered Accountants  
(Firm Registration No. 307069E)  
**SANJEEB AGARWAL**  
Partner  
(Membership No.056400)

Place : Kolkata

Date : the 5th day of September, 2014

**CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2014**

|                                | Note No. | As at 31.03.2014<br>Rs. |                      | As at 31.03.2013<br>Rs. |                      |
|--------------------------------|----------|-------------------------|----------------------|-------------------------|----------------------|
| <b>EQUITY AND LIABILITIES</b>  |          |                         |                      |                         |                      |
| <b>SHARE HOLDERS' FUNDS</b>    |          |                         |                      |                         |                      |
| Share Capital                  | 2.01     | 200,000,000             |                      | 200,000,000             |                      |
| Reserves & Surplus             | 2.02     | 3,401,466,668           |                      | 162,753,203             |                      |
|                                |          |                         | 3,601,466,668        |                         | 362,753,203          |
| <b>NON CURRENT LIABILITIES</b> |          |                         |                      |                         |                      |
| Long Term Borrowings           | 2.03     | 2,660,917,113           |                      | 2,733,948,898           |                      |
| Deferred Tax Liabilities (Net) |          | 85,099,612              |                      | 97,665,792              |                      |
| Other Long Term Liabilities    | 2.04     | 296,495,232             |                      | 217,218,233             |                      |
| Long Term Provisions           | 2.05     | 18,313,326              |                      | 14,337,182              |                      |
|                                |          |                         | 3,060,825,283        |                         | 3,063,170,105        |
| <b>CURRENT LIABILITIES</b>     |          |                         |                      |                         |                      |
| Short Term Borrowings          | 2.06     | 455,836,943             |                      | 721,135,021             |                      |
| Trade Payables                 |          | 109,489,277             |                      | 164,539,045             |                      |
| Other Current Liabilities      | 2.07     | 1,308,713,843           |                      | 1,548,123,153           |                      |
| Short Term Provisions          | 2.08     | 95,802,630              |                      | 93,424,781              |                      |
|                                |          |                         | 1,969,842,693        |                         | 2,527,222,000        |
| <b>TOTAL</b>                   |          |                         | <b>8,632,134,644</b> |                         | <b>5,953,145,308</b> |
| <b>ASSETS</b>                  |          |                         |                      |                         |                      |
| <b>NON CURRENT ASSETS</b>      |          |                         |                      |                         |                      |
| Fixed Assets                   |          |                         |                      |                         |                      |
| Tangible Assets                | 2.09     | 5,358,759,726           |                      | 2,365,208,874           |                      |
| Capital Work in Progress       |          | 80,007,040              |                      | 29,223,258              |                      |
|                                |          | 5,438,766,766           |                      | 2,394,432,132           |                      |
| Non Current Investments        | 2.10     | 432,865,788             |                      | 486,235,588             |                      |
| Goodwill on Consolidation      |          | 2,842,317               |                      | 2,799,262               |                      |
| Long Term Loans & Advances     | 2.11     | 119,784,554             |                      | 18,521,970              |                      |
| Other Non Current Assets       | 2.12     | 11,409,458              |                      | 10,572,140              |                      |
|                                |          |                         | 6,005,668,883        |                         | 2,912,561,092        |
| <b>CURRENT ASSETS</b>          |          |                         |                      |                         |                      |
| Inventories                    | 2.13     | 935,313,401             |                      | 953,454,233             |                      |
| Trade Receivables              | 2.14     | 166,024,198             |                      | 274,369,677             |                      |
| Cash and Cash Equivalents      | 2.15     | 58,442,465              |                      | 58,423,680              |                      |
| Short Term Loans and Advances  | 2.16     | 1,321,080,971           |                      | 1,721,518,955           |                      |
| Other Current Assets           | 2.17     | 1,45,604,726            |                      | 32,817,671              |                      |
|                                |          |                         | 2,626,465,761        |                         | 3,040,584,216        |
| <b>TOTAL</b>                   |          |                         | <b>8,632,134,644</b> |                         | <b>5,953,145,308</b> |

The accompanying notes are an integral part of these financial Statements I & 2

As per our report of this date attached  
For **R KOTHARI & COMPANY**  
Chartered Accountants

**SANJEEB AGARWAL**  
Partner

Place : Kolkata  
Dated : the 5th day of September, 2014

**N K CHANDAK**  
CFO & Company Secretary

**P C CHATTERJEE**  
Director

**PULAK CHAMARIA**  
Executive Director

**RAVINDRA CHAMARIA**  
Chairman & Managing Director



**CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014**

|   | Note No. | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|----------|---------------------------------|---------------------------------|
| <b>REVENUE</b>  |          |                                 |                                 |
| Revenue from Operations   | 2.18     | 1,069,127,953                   | 822,502,818                     |
| Other Income  | 2.19     | 16,499,807                      | 16,572,827                      |
| <b>Total Revenue</b>  |          | <b>1,085,627,760</b>            | <b>839,075,645</b>              |
| <b>EXPENSES</b>   |          |                                 |                                 |
| Cost of Materials Consumed /Constructions                                     |          | 208,037,172                     | 58,817,200                      |
| Purchase of Stock-in-Trade  |          | -                               | 10,000,000                      |
| Changes in Inventories of Finished Goods, Work-in Progress and Stock-in-Trade | 2.20     | -                               | (10,000,000)                    |
| Employee Benefits Expenses  | 2.21     | 88,646,102                      | 83,117,600                      |
| Finance Costs   | 2.22     | 505,189,819                     | 364,321,952                     |
| Depreciation and Amortization Expense   |          | 61,774,787                      | 44,224,830                      |
| Other Expenses  | 2.23     | 270,233,494                     | 206,828,026                     |
| Contingent Provision against Standard Assets                                  |          | -                               | 344,264                         |
| Provision for Bad & Doubtful Assets   |          | 533,342                         | -                               |
| <b>Total Expenses</b>   |          | <b>1,134,414,716</b>            | <b>757,653,872</b>              |
| <b>Profit before Exceptional and Extraordinary Items and Tax</b>              |          | <b>(48,786,956)</b>             | <b>81,421,773</b>               |
| <b>Exceptional Items</b>  |          |                                 |                                 |
| Compensation for termination of project                                       |          | 94,846,778                      | -                               |
| Project Expenses Written off  |          | -                               | 35,827,614                      |
| <b>Profit before Tax</b>  |          | <b>46,059,822</b>               | <b>45,594,159</b>               |
| <b>Tax Expenses</b>   |          |                                 |                                 |
| Current Tax   |          | 14,764,944                      | 10,660,059                      |
| Deferred Tax  |          | (12,566,180)                    | (14,149,401)                    |
| Excess Income Tax provided in earlier years                                   |          | (182,780)                       | (19,949)                        |
| MAT Credit Entitlement  |          | (13,803,639)                    | (10,095,585)                    |
| <b>Profit / (Loss) for the Period</b>   |          | <b>57,847,477</b>               | <b>59,199,035</b>               |
| <b>Earnings per Equity Share :</b>  |          |                                 |                                 |
| Basic   | 2.28     | 2.89                            | 2.96                            |
| Diluted   |          | 2.89                            | 2.96                            |

The accompanying notes are an integral part of these financial Statements I & 2

As per our report of this date attached

For **R KOTHARI & COMPANY**

Chartered Accountants

**SANJEEB AGARWAL**

Partner

**N K CHANDAK**

CFO & Company Secretary

**P C CHATTERJEE**

Director

**PULAK CHAMARIA**

Executive Director

**RAVINDRA CHAMARIA**

Chairman & Managing Director

Place : Kolkata

Dated : the 5th day of September, 2014

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2014

|   | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|---------------------------------|---------------------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>               |                                 |                                 |
| <b>Net Profit before Extra Ordinary Items</b>               | <b>46,059,822</b>               | <b>45,594,159</b>               |
| Adjustment for :  |                                 |                                 |
| Depreciation / Amortisation                                 | 61,791,787                      | 44,241,830                      |
| Finance Charges   | 505,189,819                     | 364,321,952                     |
| Loss / (Profit) on Sale of Fixed Assets (Net)               | 1,287,876                       | 203,971                         |
| Bad Debts Written Off                                       | 21,972,478                      | -                               |
| Provision for Bad & Doubtfull Assets                        | 533,342                         | -                               |
| Contingent Provision against Standard Assets                | -                               | 344,264                         |
|   | 590,775,302                     | 409,112,017                     |
| <b>Operating Profit before Working Capital Changes</b>      | <b>636,835,124</b>              | <b>454,706,176</b>              |
| Adjustment for :  |                                 |                                 |
| Loans and Advances/Other Assets                             | 218,106,302                     | (336,113,447)                   |
| Trade Receivable  | 86,373,001                      | (174,321,107)                   |
| Inventories   | 18,140,832                      | (208,881,851)                   |
| Trade/Other Payable   | (221,798,722)                   | 361,492,129                     |
| <b>Cash Generated from / (used) in Operating Activities</b> | <b>737,656,537</b>              | <b>96,881,900</b>               |
| Direct Taxes  | (31,621,102)                    | (22,904,836)                    |
| <b>Net Cash from/(used) in Operating Activities</b>         | <b>706,035,435</b>              | <b>73,977,064</b>               |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>               |                                 |                                 |
| Purchase of Fixed Assets/Capital Work in Progress           | (54,786,138)                    | (378,108,108)                   |
| Sale of Fixed Assets  | 150,977,658                     | 151,923,710                     |
| Increase in Goodwill on Consolidation                       | 43,055                          | -                               |
| Investment in Shares  | 48,873,284                      | (100,729,916)                   |
| Investment in Bank Deposits                                 | 914,122                         | (1,515,301)                     |
| <b>Net Cash from/(used) Investing Activities</b>            | <b>146,021,981</b>              | <b>(328,429,615)</b>            |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>               |                                 |                                 |
| Increase in Bank Borrowings                                 | 36,180,377                      | 235,801,838                     |
| Increase in Other Borrowings                                | (363,470,000)                   | 13,120,000                      |
| Finance Charges   | (505,189,819)                   | (364,321,952)                   |
| Dividend Paid   | (16,000,000)                    | (20,000,000)                    |
| Dividend Tax Paid   | (2,595,600)                     | (3,244,500)                     |
| <b>Net Cash from /(used) in Financing Activities</b>        | <b>(851,075,042)</b>            | <b>(138,644,614)</b>            |
| <b>INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>   | <b>982,374</b>                  | <b>(393,097,165)</b>            |
| <b>Cash and Cash Equivalents at the Beginning</b>           | <b>17,549,982</b>               | <b>410,647,147</b>              |
| <b>Transfer on Disinvestment in Subsidiary</b>              | <b>(49,467)</b>                 | <b>-</b>                        |
| <b>Cash and Cash Equivalents at the Close</b>               | <b>18,482,889</b>               | <b>17,549,982</b>               |

This is the cash flow statement referred to in our report on even date

As per our report of this date attached

For **R KOTHARI & COMPANY**

Chartered Accountants

**SANJEEB AGARWAL**

Partner

Place : Kolkata

Dated : the 5th day of September, 2014

**N K CHANDAK**

CFO & Company Secretary

**P C CHATTERJEE**

Director

**PULAK CHAMARIA**

Executive Director

**RAVINDRA CHAMARIA**

Chairman & Managing Director

## **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

### **NOTE – I : SIGNIFICANT ACCOUNTING POLICIES**

#### **A. Principles of Consolidation**

The consolidated financial statements relate to Infinity Infotech Parks Limited (“the Company”) and its subsidiary companies. The consolidated financial statements have been prepared on the following basis:

- a. The financial statements of the company and its subsidiaries companies are combined on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra –group transactions resulting in unrealized profit or losses in accordance with Accounting Standard (AS) 21 on “Consolidated Financial Statements”.
  - b. In case of associates where the company directly or indirectly through subsidiaries holds more than 20% of equity, Investments in associates are accounted for using equity method in accordance with Accounting Standard (AS) 23 on “Accounting for Investment in Associates in consolidated financial statements.
  - c. The difference between the cost of Investment in the associates and the share of net assets in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
  - d. Interest in Joint ventures are accounted for using the proportionate consolidation method as per Accounting Standard (AS) 27 on “Financial reporting of interest in Joint Ventures”.
  - e. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company’s separate financial statements.
- B. Investment other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on “Accounting for Investments”.
- C. Other “significant accounting policies”

#### **I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

- a) The financial statements have been prepared under historical cost accounting, in accordance with the generally accepted accounting principles and provisions of the Companies Act, 1956.
- b) The Books of Accounts are maintained on accrual concept, unless stated otherwise.
- c) Accounting Policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

#### **II. FIXED ASSETS:**

Fixed Assets have been stated at cost or substituted cost less accumulated depreciation. Interest on borrowings for acquisition and / or construction of fixed assets and revenue expenses incurred at Project sites are capitalised as part of asset cost in so far as such interest and expenses relates to the period prior to the completion of the Project.

#### **III. DEPRECIATION AND AMORTISATION:**

- a) Depreciation has been provided on prorata basis on Straight Line Method as per the rates prescribed under Schedule XIV of the Companies Act, 1956.
- b) Pro-rata amortization has not been made for leasehold land.

#### **IV. BORROWING COST:**

Borrowing cost attributable to the construction of qualifying assets as defined in Accounting Standard-16 on borrowing cost, are capitalised as part of the cost of construction. Other borrowing costs are expensed as incurred.

Interest relating to earlier years assessed upon account confirmation and reconciliation with the institutions/banks is being treated and expensed out in the year of such assessment.

## **INFINITY INFOTECH PARKS LTD.**

Allocation of interest to Qualifying Asset and Revenue is based upon accounting practices followed with refinement thereof based upon evaluation, management perception and assessment in the particular context to the extent they relate to the period till such qualifying asset are ready to be put to use.

### **V. EMPLOYEE BENEFITS**

- a) Contribution to Provident Fund/ Employee's State Insurance Fund / Pension scheme is accounted for on accrual basis and charged to Statement of Profit & Loss.
- b) The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The Company makes annual contributions to gratuity fund established as a trust. In respect of gratuity, the Company fully contributes all ascertained liabilities in the respective employee trusts. Trustees administer contributions made to the Trusts and contributions are invested in specific instruments, as permitted by the law.
- c) Provision for Leave Entitlement is accrued and provided on the basis of balance leave at the close of the year.
- d) Long term disability benefit is recognised when an event occurs that causes long term disability.

### **VI. REVENUE RECOGNITION**

Revenues are recognized on virtual certainties and expenses are considered on their accrual, net of rebates, remissions etc., if any, with necessary provision for all known liabilities and losses. Long Term Lease Premium Gain is net of proportionate cost of Building and Plant & Machinery, wherever such block exist, except in the case of Infinity Think Tank & Godrej Waterside Project where it is net of proportionate Building cost.

Due Diligence expenses for business development is charged out as an expense through the natural heads of Accounts in the year in which incurred until it is crystallized. Expenditure which results in the creation of capital assets is taken as Pre-operative, C.W.I.P or Fixed Assets, as the case may be.

### **VII. ACCOUNTING OF CLAIMS**

- a) Claims receivable are accounted at the time when such income has been earned by the Company depending on the certainty of receipts. Claims payable are accounted at the time of acceptance.
- b) Claims raised by Government Authorities regarding taxes and duties, which are disputed by the Company, are accounted based on the merits of each claim.

### **VIII. FOREIGN CURRENCY TRANSACTIONS**

Transactions denominated in foreign currency are recorded at the rates prevailing on the date of the transaction. Any income or expenses on account of exchange differences either on settlement or on translation of transactions is recognized in the Statement of Profit & Loss.

Monetary assets and liabilities denominated in foreign currency are translated at the rate of exchange prevailing on the date of the balance sheet and resultant gain or loss is recognized in the Statement of Profit & Loss.

Gains / Losses on the settlement and translation on foreign exchange liabilities incurred to acquire fixed assets from a country outside India are adjusted in the carrying cost of such fixed assets.

### **IX. TAXATION**

- a) Provision for Income Tax has been made by the Company as per the interpretation and expert advice received which is subject to assessment procedure under the Income Tax Act, 1961.
- b) Deferred Tax resulting from timing difference between book profits and taxable profits are accounted for to the extent deferred tax liabilities are expected to crystallise with reasonable certainty. However, in case of deferred tax assets (representing unabsorbed depreciation or carried forward losses) they are recognised, only if there is virtual certainty that there would be adequate future taxable income against which such deferred tax assets can be realised. At each balance sheet date, recognised & unrecognised deferred tax assets are reviewed.

## X. IMPAIRMENT OF ASSETS

The Company identifies impairable assets based on cash generating unit concept at the year end for the purpose of arriving at impairment loss thereon, if any, being the difference between the book value and recoverable value of the relevant asset. Impairment loss when crystallizes is charged against revenue of the year.

## XI. PROVISIONS AND CONTINGENT LIABILITIES

A Provision is recognised when there is a present obligation as a result of past events for which it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed after an evaluation of the facts and legal aspects of the matters involved.

## XII. INVESTMENTS

Long term Investments are stated at cost. Provision for diminution in the value of Long term Investments is made only if such a decline is other than temporary in nature.

## XIII. USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles require management to make estimates and assumption that affect the reported amounts of assets and liabilities, the reported amounts of revenues and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

## D. NOTES ON ACCOUNTS

- I. The subsidiaries companies considered in the consolidated financial statements are :

| Name of the Subsidiaries  | Country of Incorporation | Proportion of Ownership Interest |
|---|--------------------------|----------------------------------|
| Infinity Townships Pvt. Ltd.                                    | India                    | 100.00%                          |
| Infinity Finance Ltd.   | India                    | 100.00%                          |
| Infinity BNKe Infocity Pvt.Ltd.                                 | India                    | 100.00%                          |
| Infinity Jaipur Knowledge City Pvt.Ltd.                         | India                    | 100.00%                          |
| Infinity Knowledge City Pvt.Ltd.                                | India                    | 100.00%                          |
| Infinity Villa Pvt.Ltd.   | India                    | 100.00%                          |
| Infinity Griha Nirmaan Pvt.Ltd.                                 | India                    | 100.00%                          |
| Infinity Infrastructure Ltd.                                    | UAE                      | 100.00%                          |
| Brainspace Management & Skill Education Ltd. (w.e.f.30.08.2013) | India                    | 100.00%                          |
| Infinity Housing Projects Pvt.Ltd.*                             | India                    | 100.00%                          |
| Trisakti Infradev Pvt.Ltd.* (upto 25.02.2014)                   | India                    | 100.00%                          |
| Infinity Ashiana Pvt.Ltd.*                                      | India                    | 100.00%                          |
| Infinity Residences Pvt.Ltd.*                                   | India                    | 100.00%                          |
| Infinity Knowledge city Projects Pvt.Ltd.*                      | India                    | 100.00%                          |
| Snowwhite Infrastructure Pvt.Ltd.*                              | India                    | 100.00%                          |
| Magnitutde Infrastructure Pvt.Ltd.*                             | India                    | 100.00%                          |

\*Through Wholly Owned Subsidiaries

## INFINITY INFOTECH PARKS LTD.

2. The significant associate companies considered in the consolidated financial statements are:

| Name of the Associates                           | Country of Incorporation | Proportion of Ownership Interest |
|--|--------------------------|----------------------------------|
| Kolkata IT Sez Pvt. Ltd.                         | India                    | 50.00%                           |
| Kolkata Knowledge City Pvt.Ltd.(upto 01.03.2014) | India                    | 50.00%                           |
| Navayuga Infinity Infrastructure Pvt.Ltd.        | India                    | 50.00%                           |
| IKC Holdings Ltd.*                               | UAE                      | 23.00%                           |
| Videocon Infinity Infrastructure Pvt. Ltd.*      | India                    | 50.00%                           |
| Capstone Developer Pvt.Ltd.*                     | India                    | 50.00%                           |
| Inthink Enginnering Services Pvt.Ltd.*           | India                    | 37.50%                           |
| Infinity Odysa Home Pvt.Ltd.*                    | India                    | 50.00%                           |
| Raigarh Properties Pvt.Ltd.*                     | India                    | 37.50%                           |
| Brajbhumi Nirmaan Pvt.Ltd.*                      | India                    | 25.00%                           |

\*Through Wholly owned subsidiaries.

3. The significant Joint Venture company considered in the consolidated financial statements is:

|                                | Country of Incorporation | Proportion of Ownership Interest |
|--------------------------------|--------------------------|----------------------------------|
| Bhutan Education city Pvt.Ltd. | Bhutan                   | 49%                              |

4. Associate Companies as stated above are yet to start their operations and hence there is no Goodwill or Capital Reserve as required to be identified in the consolidated financial statements. Further in respect of a Joint Venture company necessary adjustment has been made in the consolidated financial statements, however in the previous year no adjustment has been made as the JV company has prepared its first financial statement only during accounting year Jan-Dec,2013.

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.01 : SHARE CAPITAL</b>   |                            |                            |
| <b>Authorised</b>  |                            |                            |
| 30,000,000 (Previous Year 30,000,000) Equity Shares of Rs.10/- each  | 300,000,000                | 300,000,000                |
| <b>Issued, Subscribed &amp; Paid Up</b>  |                            |                            |
| 20,000,000 (Previous Year 20,000,000) Equity Shares of Rs.10/- each fully paid up  | 200,000,000                | 200,000,000                |
|  | <b>200,000,000</b>         | <b>200,000,000</b>         |
| <b>Shareholders Holding more than 5% Shares (in Numbers)</b>   |                            |                            |
| Alternative Power & Fuel (India) Pvt. Ltd.   | 7,746,450                  | 7,746,450                  |
| Forum Real Estate Pvt. Ltd.  | 5,484,600                  | 5,484,600                  |
| West Bengal Electronics Industry Development Corporation Limited   | 2,006,350                  | 2,006,350                  |
| Pulak Chamaria   | 1,032,000                  | 1,032,000                  |
| <b>Reconciliation of Share Capital (in Numbers)</b>  |                            |                            |
| At the Beginning of the Year   | 20,000,000                 | 20,000,000                 |
| Add : Share Issued during the Year   | -                          | -                          |
| Less : Shares Bought Back during the Year  | -                          | -                          |
| At the End of the Year   | 20,000,000                 | 20,000,000                 |
| <b>Reconciliation of Share Capital</b>   |                            |                            |
| At the Beginning of the Year   | 200,000,000                | 200,000,000                |
| Add : Share Issued during the Year   | -                          | -                          |
| Less : Shares Bought Back during the Year  | -                          | -                          |
| At the End of the Year   | 200,000,000                | 200,000,000                |
| <b>Rights, Preference and Restriction attached to Equity Shares:</b>   |                            |                            |
| The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion of their shareholding. |                            |                            |



| <b>NOTE - 2.02 : RESERVES &amp; SURPLUS</b>                                |                      |                    |
|--|----------------------|--------------------|
| <b>Capital Reserve</b>   |                      |                    |
| Opening Balance  | -                    | -                  |
| Add : Additions During the Year  | 3,204,086,617        | -                  |
| Less : Deductions During the Year  | -                    | -                  |
| Closing Balance  | <b>3,204,086,617</b> | -                  |
| <b>Revaluation Reserve</b>   |                      |                    |
| Opening Balance  | -                    | -                  |
| Add : Additions During the Year  | 3,204,086,617        | -                  |
| Less : Deductions During the Year  | 3,204,086,617        | -                  |
| Closing Balance  | -                    | -                  |
| <b>General Reserve</b>   |                      |                    |
| Opening Balance  | 91,000,000           | 76,000,000         |
| Add : Additions During the Year  | 15,000,000           | 15,000,000         |
| Less : Deductions During the Year  | -                    | -                  |
| Closing Balance  | <b>106,000,000</b>   | <b>91,000,000</b>  |
| <b>Special Reserve</b>   |                      |                    |
| Opening Balance  | 565,000              | 120,000            |
| Add/(Less) : Changes During the Year                                       | 420,000              | 445,000            |
| Closing Balance  | <b>985,000</b>       | <b>565,000</b>     |
| <b>Foreign Currency Translation Reserve</b>                                |                      |                    |
|  | <b>(5,900,100)</b>   | <b>(1,398,671)</b> |
| <b>Surplus in Statement of Profit &amp; Loss</b>                           |                      |                    |
| Opening Balance  | 72,586,874           | 47,428,439         |
| Add : Profit for the Year  | 57,847,477           | 59,199,035         |
|  | <b>130,434,351</b>   | <b>106,627,474</b> |
| Less : Appropriations -  |                      |                    |
| : Transfer to General Reserve  | 15,000,000           | 15,000,000         |
| : Special Reserve  | 420,000              | 445,000            |
| : Proposed Dividend [Dividend per Share Re. 0.80 (Previous year Re.0.80 )] | 16,000,000           | 16,000,000         |
| : Corporate Dividend Tax   | 2,719,200            | 2,595,600          |
| Closing Balance  | <b>96,295,151</b>    | <b>72,586,874</b>  |
|  | <b>3,401,466,668</b> | <b>162,753,203</b> |

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.03 : LONG TERM BORROWINGS</b>  |                            |                            |
| <b>SECURED</b>   |                            |                            |
| <b>FROM BANKS</b>  |                            |                            |
| <b>TERM LOANS</b>  |                            |                            |
| <b>Vijaya Bank</b>   |                            |                            |
| [Secured by Securitisation of future rental on the diverse floors in Infinity Think Tank, Tower-I & Tower-II situated at Plot-A3,Block-GP,Sector-V,Salt Lake,Kolkata-700091,admeasuring about 61,838.76 sq.ft. (Previous Year 108,440.94 sq.ft.) including equitable mortgage thereon along with personal guarantee of Chairman & Managing Director of the Company (Refer Note No.2.33 (ix))]  | 130,751,559                | 211,848,001                |
| [Amount due within next 12 months Rs.43,552,850 (Previous Year Rs.57,142,153 ) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |
| <b>Allahabad Bank</b>  |                            |                            |
| [Secured by exclusive charge on movable assets both present and future of Infinity Benchmark Tower situated at Plot-G-I,Block-EP & GP, Sector-V, Salt Lake,Kolkata-700091 and mortgage of diverse office space admeasuring about NIL (Previous Year 155,272 sq.ft.) in the said Tower together with undivided proportionate share in land being leasehold land (admeasuring 1.006 acres) along with personal guarantee of Chairman & Managing Director of the Company] | -                          | 150,507,299                |
| [Amount due within 12 months Rs.NIL (Previous Year Rs.NIL ) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| [Secured by Securitisation of future rental on the diverse floors in Infinity Benchmark Tower situated at Plot-G-I, Block-EP & GP,Sector-V, Salt Lake, Kolkata-700091,admeasuring about 33,878 sq.ft. (Previous Year 33,878 sq.ft.) including equitable mortgage thereon together with personal guarantee of Chairman & Managing Director of the Company]  | 128,146,973                | 141,326,962                |
| [Amount due within 12 months Rs.14,341,527 (Previous Year Rs.9,256,450) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| [ Secured by first charge on all movable assets both present & future of IT lagoon project and mortgage of all immovable properties of the said project being leasehold land (admeasuring 1.12 acres) belonging to M/s Gopi Vallabh Solutions Pvt Ltd.(Formerly BNKe Solutions Pvt Ltd.) situated at Plot No. E-2-2/1, Block-EP & GP, Sector-V, Saltlake, Kolkata-700 091 and structure thereon ].   | 618,870,575                | 629,889,376                |
| [ Personal guarantee of Mr. G S Bajoria & Mr. P Kedia,directors of the subsidiary company, Personal guarantee of Mr.Ravindra Chamaria & Mr. Pulak Chamaria, CMD & ED of the Company & Corporate guarantee of the Company & Gopi Vallabh Solutions Pvt Ltd. (Formerly BNKe Solutions Pvt Ltd.) to the extent of the value of Land ].  |                            |                            |
| [ Amount Due within 12 months Rs.31,200,000/- (Previous Year Rs.22,800,000) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07 & 2.33(xx)) ].  |                            |                            |



|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.03 : LONG TERM BORROWINGS (Contd.)</b>  |                            |                            |
| <b>Indusind Bank</b>  |                            |                            |
| [Security for the above loan is yet to be executed, however as per terms of sanction the Company has to mortgage office space. Also, Chairman & Managing Director of the Company has given personal guarantee for the above loan]   | 22,472,000                 | -                          |
| [Repayment schedule will be finalized upon final disbursement of the Loan proceeds]   |                            |                            |
| <b>FROM NON BANKING FINANCE COMPANIES (NBFC)</b>  |                            |                            |
| <b>HDB Financial Services Ltd.</b>  |                            |                            |
| [Secured by registered mortgage on office space admeasuring about 16,302.14 sq.ft (Previous Year NIL) on diverse floors in Tower-I & Tower-II of Infinity Think Tank, Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 as Security along with personal guarantee of Chairman & Managing Director of the Company]  | 56,770,333                 | -                          |
| [Amount due within 12 months Rs.10,763,875 (Previous Year Rs.NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |
| <b>Tata Capital Financial Services Ltd.</b>   |                            |                            |
| [Secured by hypothecation of lease rentals & registered mortgage on office space admeasuring about 23,372 sq.ft. (Previous Year NIL) on diverse floors in Tower-II of Infinity Think Tank, Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 as Security]  | 67,539,006                 | -                          |
| [Amount due within 12 months Rs.3,794,890 (Previous Year Rs.NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| <b>TERM LOAN IN THE FORM OF OVERDRAFT-FROM BANKS</b>  |                            |                            |
| <b>Dena Bank</b>  |                            |                            |
| [Secured by equitable mortgage on office space admeasuring about 21,130 sq.ft. on diverse floors and 77 car parking space (Previous Year 65,826 sq.ft. on diverse floors and 117 car parking space) in Godrej Waterside Tower-I situated at Plot No.-5, Block-DP, Sector-V, Salt Lake, Kolkata-700091 along with personal guarantee of Chairman & Managing Director of the Company]   | 71,545,686                 | 150,000,000                |
| [Amount due within 12 months Rs.NIL (Previous Year Rs.42,372,457) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |
| [Secured by equitable mortgage on office space admeasuring about 184,815 sq.ft. on diverse floors as Security (Previous Year 211,797 sq.ft.) in Godrej Waterside Tower-II situated at Plot No.-5, Block-DP, Sector-V, Salt Lake, Kolkata-700091 along with personal guarantee of Chairman & Managing Director of the Company]   | 354,718,295                | 425,000,000                |
| [Amount due within 12 months Rs.75,000,000 (Previous Year Rs.80,153,529) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| <b>Allahabad Bank</b>   |                            |                            |
| [Secured by equitable mortgage on retail / office space admeasuring about 68,656 sq.ft. on diverse floors along with 175 nos. of Car Parking space (Previous Year NIL) in Infinity Benchmark situated at Plot G-1, Block-EP & GP, Sector-V, Salt Lake, Kolkata-700091 and office space of 9,638 sq.ft. (Previous Year NIL) at 16th floor of Infinity Think Tank, Tower-II situated at Plot-A3, Block-GP, Sector-V, Salt Lake, Kolkata-700091 together with extension of equitable mortgage on office spaces admeasuring 33,878 sq.ft. (Previous Year NIL) on diverse floors in Infinity Benchmark along with personal guarantee of Chairman & Managing Director of the Company] | 416,311,747                | -                          |
| [Amount due within 12 months Rs.11,908,638 (Previous Year Rs.NIL) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]  |                            |                            |

|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.03 : LONG TERM BORROWINGS (Contd.)</b>  |                            |                            |
| <b>CAR LOAN</b>   |                            |                            |
| <b>Corporation Bank</b>   |                            |                            |
| [Secured against the hypothecation of Car financed]   | 2,561,450                  | 4,291,902                  |
| [Amount due within 12 months Rs.2,553,433 (Previous Year Rs.2,405,171) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
| <b>ICICI Bank</b>   |                            |                            |
| [Secured against the hypothecation of Car financed]   | 585,206                    | 1,112,324                  |
| [Amount due within 12 months Rs.527,118 (Previous Year Rs.653,227) is shown under Current Maturities of Long Term Debt (Refer Note No. 2.07)]   |                            |                            |
|   | <b>2,660,917,113</b>       | <b>2,733,948,898</b>       |
| [Refer Note No. 2.32 for Maturity Profile & Rate of Interest]   |                            |                            |
| <b>NOTE - 2.04 : OTHER LONG TERM LIABILITIES</b>  |                            |                            |
| Security Deposit  | 273,499,442                | 210,692,241                |
| Sinking Fund  | 22,995,790                 | 6,525,992                  |
|   | <b>296,495,232</b>         | <b>217,218,233</b>         |
| <b>NOTE - 2.05 : LONG TERM PROVISIONS</b>   |                            |                            |
| Provision for Employee Benefits   | 16,982,654                 | 13,539,852                 |
| Contingent Provision against Standard Assets  | 797,330                    | 797,330                    |
| Provision for Bad & Doubtful Assets   | 533,342                    | -                          |
|   | <b>18,313,326</b>          | <b>14,337,182</b>          |
| <b>NOTE - 2.06 : SHORT TERM BORROWINGS</b>  |                            |                            |
| <b>SECURED</b>  |                            |                            |
| <b>FROM BANKS</b>   |                            |                            |
| <b>OVERDRAFT</b>  |                            |                            |
| <b>Axis Bank</b>  |                            |                            |
| [Secured by extension of equitable Mortgage of office spaces admeasuring about 58,758 sq.ft (Previous Year 58,758 sq.ft) on diverse floors in Infinity Think Tank,Tower-II situated at Plot-A3,Block-GP,Sector-V,Salt Lake,Kolkata-700091 (Refer Note No.2.33 (ix))]  | 16,832,542                 | 19,665,021                 |
| <b>Karnataka Bank Ltd.</b>  |                            |                            |
| [Secured by Hypothecation on Book Debts / Account Receivable,Work in Progress, Unsold stocks of the Developed Assets, advances for Projects of the Company together with Collateral security of Equitable Mortgage of diverse land parcels admeasuring about 5.693 Acres (Previous Year Nil),Situated in Village Sunrakh Bangar, Pargana Vrindhavan, Sadar Mathura, Tehsil & Dist. Mathure, U.P.,standing in the name of M/S Snowwhite Infrastructure Pvt.Ltd.,a step down Subsidiary of the Company] | 101,004,401                | -                          |
| <b>FROM OTHER PARTIES</b>   |                            |                            |
| [Secured by Mortgage of Land (admeasuring 5.443 acres) situated at Vrindavan ,Distt. Mathura, U.P.]   | 120,000,000                | 120,000,000                |
| <b>UNSECURED</b>  |                            |                            |
| Loans from Bodies Corporate   | 218,000,000                | 581,470,000                |
|   | <b>455,836,943</b>         | <b>721,135,021</b>         |

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.07 : OTHER CURRENT LIABILITIES</b>             |                            |                            |
| Current Maturities of Long Term Debt [Refer Note No. 2.03] | 587,859,812                | 576,819,572                |
| Advance Lease Premium                                      | 120,134,000                | 238,645,650                |
| Advance from Clients                                       | 214,861,770                | 303,410,955                |
| Advance Rent   | 72,493                     | 72,493                     |
| Expenses Payable   | 84,180,281                 | 63,618,345                 |
| Interest Accrued and Due                                   | 43,135,049                 | 8,339,675                  |
| Interest Accrued but not Due                               | 31,505,187                 | 35,213,793                 |
| Statutory Liabilities                                      | 6,939,095                  | 7,382,826                  |
| Security Deposit   | 78,689,360                 | 96,036,170                 |
| Creditors for Capital goods                                | 93,739                     | 329,373                    |
| Other Payable  | 141,243,057                | 218,254,301                |
|  | <b>1,308,713,843</b>       | <b>1,548,123,153</b>       |

|  |                   |                   |
|--|-------------------|-------------------|
| <b>NOTE - 2.08 : SHORT TERM PROVISIONS</b> |                   |                   |
| Provision for Employee Benefits            | 2,361,550         | 2,003,122         |
| Provision for Taxation                     | 74,721,880        | 72,826,059        |
| Proposed Dividend                          | 16,000,000        | 16,000,000        |
| Corporate Dividend Tax                     | 2,719,200         | 2,595,600         |
|  | <b>95,802,630</b> | <b>93,424,781</b> |

**NOTE - 2.09 : FIXED ASSETS****TANGIBLE ASSETS**

| Description of Assets                  | Gross Block (At Cost/ Restated Value)<br>Rs.   |  |  | Depreciation<br>Rs.                            |  |  | Net Block<br>Rs.<br>As at 31.03.2014       |
|--|--|--|--|--|--|--|--|
|  | As at 01.04.2013                               | Additions/<br>Adjustments                      | Deductions/<br>Adjustments                 | As at 31.03.2014                               | Upto<br>31.03.2013                         | Additions/<br>Adjustments                |  |
| Land - Freehold                        | 224,674,730<br>(192,267,320)                   | -<br>(32,407,410)                              | -<br>-                                     | 224,674,730<br>(224,674,730)                   | -<br>-                                     | -<br>-                                   | 224,674,730<br>(224,674,730)               |
| Land - Leasehold                       | 12,370,365<br>(12,370,365)                     | -<br>-   | -<br>-                                     | 12,370,365<br>(12,370,365)                     | -<br>-                                     | -<br>-                                   | 12,370,365<br>(12,370,365)                 |
| Building [Refer<br>Note No.2.33 (vii)] | 1,642,618,955<br>(998,863,258)                 | 3,204,086,617<br>(758,180,758)                 | 135,670,044<br>(114,425,061)               | 4,711,035,528<br>(1,642,618,955)               | 95,043,074<br>(86,134,919)                 | 25,617,160<br>(16,996,288)               | 4,603,408,756<br>(1,547,575,881)           |
| Plant & Machinery                      | 581,602,024<br>(356,902,043)                   | 63,987<br>(282,290,615)                        | 33,117,355<br>(57,590,634)                 | 548,548,656<br>(581,602,024)                   | 101,510,937<br>(95,536,057)                | 26,906,408<br>(17,988,732)               | 425,706,590<br>(480,091,087)               |
| Furniture, Fixtures<br>& Equipments    | 108,884,158<br>(102,915,553)                   | 2,581,934<br>(6,310,774)                       | 1,448,523<br>(342,169)                     | 110,017,569<br>(108,884,158)                   | 28,519,203<br>(21,676,860)                 | 7,127,514<br>(6,970,541)                 | 75,047,784<br>(80,364,955)                 |
| Motor Vehicles                         | 29,050,780<br>(27,960,246)                     | 1,356,435<br>(1,090,534)                       | 3,763,649<br>-                             | 26,643,566<br>(29,050,780)                     | 8,918,924<br>(6,169,173)                   | 2,621,505<br>(2,749,751)                 | 17,551,501<br>(20,131,856)                 |
| <b>Total</b>                           | <b>2,599,201,012</b><br><b>(1,691,278,785)</b> | <b>3,208,088,973</b><br><b>(1,080,280,091)</b> | <b>173,999,571</b><br><b>(172,357,864)</b> | <b>5,633,290,414</b><br><b>(2,599,201,012)</b> | <b>233,992,138</b><br><b>(209,517,009)</b> | <b>62,272,587</b><br><b>(44,705,312)</b> | <b>274,530,688</b><br><b>(233,992,138)</b> |

Note: Depreciation for the year amounting to Rs.497,800/- (Previous Year Rs.480,482/-) included in Work in Progress (refer note no.2.13)

**Note: Figures in bracket represent previous year's amounts.**



|   | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|---|----------------------------|----------------------------|
| <b>NOTE - 2.10 : NON CURRENT INVESTMENTS</b>  |                            |                            |
| <b>AT COST IN EQUITY INSTRUMENTS</b>  |                            |                            |
| <b>IN JOINT VENTURE</b>   |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>   |                            |                            |
| Bhutan Education City Pvt.Ltd.<br>[269,990 (Previous Year 149,450) Shares of NU 100 each](Refer Note no.1D)                     | -                          | 14,945,000                 |
| <b>IN ASSOCIATE COMPANIES</b>   |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>   |                            |                            |
| Kolkata IT SEZ Pvt.Ltd.<br>[500,000 (Previous Year 500,000) Equity shares of Rs.10 each]  | 5,000,000                  | 5,000,000                  |
| Kolkata Knowledge City Pvt.Ltd.<br>[5,000 (Previous Year 5,000) Equity shares of Rs.10 each]                                    | 50,000                     | 50,000                     |
| Navyuga Infinity Infrastructure Pvt.Ltd.<br>[5,000 (Previous Year 5,000) Equity shares of Rs.10 each]                           | 50,000                     | 50,000                     |
| Capstone Developer Pvt.Ltd.<br>[2,475,000 (Previous Year 24,75,000) Equity shares of Rs.10 each]                                | 24,811,875                 | 24,811,875                 |
| Inthink Engineering Services Pvt.Ltd.<br>[7,500 (Previous Year 7,500) Equity shares of Rs.10 each]                              | 75,063                     | 75,063                     |
| Infinity Odysa Home Pvt.Ltd.<br>[203,500 (Previous Year 203,500) Equity shares of Rs.10 each]                                   | 9,975,125                  | 9,975,125                  |
| Learning Revolution Pvt.Ltd.<br>[40,000 (Previous Year 40,000) Equity shares of Rs.10 each]                                     | 10,000,000                 | 10,000,000                 |
| Raigarh Properties Pvt.Ltd.<br>[750,000 (Previous Year 750,000) Equity shares of Rs.10 each]                                    | 43,825,000                 | 43,825,000                 |
| Videocon Infinity Infrastructure Pvt.Ltd.<br>[5,000 (Previous Year 5,000) Equity shares of Rs.10 each]                          | 50,125                     | 50,125                     |
| Databazar Infinity Info Pvt.Ltd.<br>[10,500 (Previous Year NIL) Equity shares of Rs.10 each]                                    | 105,000                    | -                          |
| Brajbhumi Nirmaan Pvt. Ltd.<br>[ 750,000 (Previous Year 1,000,000) Equity Shares of Rs.10/- each ].                             | 37,500,000                 | 50,000,000                 |
| Bahubali Tradecom Pvt. Ltd.<br>[ NIL (Previous Year 5,000) Equity Shares of Rs.10/- each ].                                     | -                          | 50,000                     |
| <b>(TRADE, UNQUOTED, PARTLY PAID-UP)</b>  |                            |                            |
| IKC Holdings Ltd.<br>[15,000 (Previous Year 15,000) Shares of AED 1,000 each,<br>paid up @AED 649 (Previous Year AED 649) each] | 139,333,600                | 143,809,400                |
| <b>IN OTHER COMPANIES</b>   |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>   |                            |                            |
| Goodlook Infracon Pvt.Ltd.<br>[360,000 (Previous Year 360,000) Equity shares of Rs.10 each]                                     | 9,000,000                  | 9,000,000                  |
| Pushpanjali Abasan Pvt.Ltd.<br>[360,000 (Previous Year 360,000) Equity shares of Rs.10 each]                                    | 9,000,000                  | 9,000,000                  |

**INFINITY INFOTECH PARKS LTD.**

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.10 : NON CURRENT INVESTMENTS (Contd.)</b>  |                            |                            |
| Status Multiplex Pvt.Ltd.<br>[360,000 (Previous Year 360,000) Equity shares of Rs.10 each]   | 9,000,000                  | 9,000,000                  |
| Forum Retail & Entertainment Pvt. Ltd.<br>[ 235,400 (Previous Year 235,400) Equity Shares of Rs.10/- each ].   | 23,540,000                 | 23,540,000                 |
| Impression Distributors Pvt. Ltd.<br>[ NIL (Previous Year 10,000) Equity Shares of Rs.10/- each ].   | -                          | 5,000,000                  |
| Kalanidhi Commercial Pvt. Ltd.<br>[NIL (Previous Year 40,000) Equity Shares of Rs.10/- each ].   | -                          | 10,000,000                 |
| Mayapur Commercial Pvt. Ltd.<br>[ NIL (Previous Year 100) Equity Shares of Rs.10/- each ].   | -                          | 1,000                      |
| Neobeam Agents Pvt. Ltd.<br>[ NIL (Previous Year 100) Equity Shares of Rs.10/- each ].   | -                          | 1,000                      |
| Rosewood Agencies Pvt. Ltd.<br>[ NIL (Previous Year 100) Equity Shares of Rs.10/- each ].  | -                          | 1,000                      |
| Nexus Vintrade Pvt. Ltd.<br>[ NIL (Previous Year 100) Equity Shares of Rs.10/- each ].   | -                          | 1,000                      |
| <b>AT COST IN PREFERENCE SHARES</b>  |                            |                            |
| <b>IN ASSOCIATE COMPANY</b>  |                            |                            |
| <b>(TRADE, UNQUOTED, FULLY PAID-UP)</b>  |                            |                            |
| Kolkata IT SEZ Pvt.Ltd.<br>[350,000 (Previous Year 350,000),7% Non-Cumulative Redeemable Preference shares of Rs.100 each]                                 | 35,000,000                 | 35,000,000                 |
| Inthink Engineering Services Pvt.Ltd.<br>[3,305,000 (Previous Year 3,305,000) 14% Cumulative Redeemable Preference Shares of Rs.10 each]                   | 33,050,000                 | 33,050,000                 |
| Brajbhumi Nirmaan Pvt. Ltd.<br>[ 435,000 (Previous Year 500,000) 1% Redeemable Non Cumulative Optionally Convertible Preference Shares of Rs.100/- each ]. | 43,500,000                 | 50,000,000                 |
|  | <b>432,865,788</b>         | <b>486,235,588</b>         |

| <b>NOTE - 2.11 : LONG TERM LOANS &amp; ADVANCES</b>                   |                    |                   |
|---|--------------------|-------------------|
| <b>Unsecured, Considered Good</b>                                     |                    |                   |
| Advances (Recoverable in Cash or in kind or for value to be received) | 105,928,524        | 3,313,796         |
| Advances to Employees   | 4,170,346          | 5,085,237         |
| Capital Advances  | 7,882,168          | 8,038,159         |
| Security Deposit  | 1,803,516          | 2,084,778         |
|   | <b>119,784,554</b> | <b>18,521,970</b> |

|  | As at<br>31.03.2014<br>Rs. | As at<br>31.03.2013<br>Rs. |
|--|----------------------------|----------------------------|
| <b>NOTE - 2.12 : OTHER NON -CURRENT ASSETS</b>   |                            |                            |
| <b>Unsecured, Considered Good</b>  |                            |                            |
| Pre Operative Expenses   | 9,831,795                  | 9,495,814                  |
| Preliminary Expenses   | 1,577,663                  | 1,076,326                  |
|  | <b>11,409,458</b>          | <b>10,572,140</b>          |
| <b>NOTE - 2.13 : INVENTORIES</b>   |                            |                            |
| <b>Stock -In Trade</b>   |                            |                            |
| Shares   | 338,866,725                | 338,866,725                |
| Work In Progress   | 596,446,676                | 614,587,508                |
|  | <b>935,313,401</b>         | <b>953,454,233</b>         |
| <b>NOTE - 2.14 : TRADE RECEIVABLES</b>   |                            |                            |
| <b>Unsecured, Considered Good</b>  |                            |                            |
| Outstanding for a period exceeding six months  | 56,819,067                 | 58,261,724                 |
| Others   | 109,205,131                | 216,107,953                |
|  | <b>166,024,198</b>         | <b>274,369,677</b>         |
| <b>NOTE - 2.15 : CASH &amp; CASH EQUIVALENTS</b>   |                            |                            |
| Cash on Hand   | 1,320,503                  | 1,349,391                  |
| Bank Balances in Current Accounts*   | 17,162,386                 | 16,200,591                 |
| Other Bank Balances :  |                            |                            |
| Fixed Deposits (Pledged with Bank)**   |                            |                            |
| - As Margin Money  | 31,659,576                 | 32,573,698                 |
| - As Security against Borrowings   | 8,300,000                  | 8,300,000                  |
|  | <b>58,442,465</b>          | <b>58,423,680</b>          |
| * It includes balances in Escrow A/c.  |                            |                            |
| ** Fixed deposits with banks include Rs.28,359,576/- (Previous Year Rs.13,823,698/-) with original maturity of more than 12 months |                            |                            |
| <b>NOTE - 2.16 : SHORT TERM LOANS AND ADVANCES</b>   |                            |                            |
| <b>Unsecured, Considered Good</b>  |                            |                            |
| Advances to Related Parties [Refer Note No. 2.27]  | 158,355,092                | 253,899,139                |
| Advance against Project/ Property/ Space   | 110,330,721                | 177,931,679                |
| Advance Income Taxes including Tax Deducted at Source  | 102,674,467                | 83,739,708                 |
| Others Advances (Recoverable in Cash or in kind, or for Value to be received)  | 643,081,538                | 798,300,655                |
| MAT Credit Entitlement   | 55,545,929                 | 41,925,413                 |
| Service Tax Receivables  | 5,862,999                  | 4,250,796                  |
| Security Deposits  | 245,230,225                | 361,471,565                |
|  | <b>1,321,080,971</b>       | <b>1,721,518,955</b>       |
| <b>NOTE - 2.17 : OTHER CURRENT ASSETS</b>  |                            |                            |
| Interest Receivable  | 9,169                      | 12,031                     |
| Unbilled Receivable  | 137,444,731                | 26,599,944                 |
| Prepaid Expenses   | 8,133,826                  | 6,188,696                  |
| Preliminary Expenses   | 17,000                     | 17,000                     |
|  | <b>145,604,726</b>         | <b>32,817,671</b>          |

|   | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|---------------------------------|---------------------------------|
| <b>NOTE- 2.18 : REVENUE FROM OPERATIONS</b>       |                                 |                                 |
| <b>Revenue from Resedential Project</b>           | 215,318,169                     | 66,224,835                      |
| <b>Sale of Services</b>                           |                                 |                                 |
| Lease Rent Receipts                               | 230,813,341                     | 219,352,402                     |
| Parking Fee Receipts                              | 15,184,236                      | 11,544,998                      |
| Connectivity Infrastructure Charges Receipts      | 630,284                         | 813,384                         |
| Maintenance Charges Receipts                      | 109,893,839                     | 117,286,516                     |
| <b>Other Operating Revenues</b>                   |                                 |                                 |
| Long Term Lease Premium Gain                      | 495,788,084                     | 405,780,683                     |
| Project Management & Consultancy Fees Received    | 1,500,000                       | 1,500,000                       |
|   | <b>1,069,127,953</b>            | <b>822,502,818</b>              |
| <b>NOTE - 2.19 : OTHER INCOME</b>                 |                                 |                                 |
| Interest on Fixed Deposit                         | 3,663,384                       | 3,828,423                       |
| Interest - Others                                 | 12,189,127                      | 12,671,150                      |
| Profit on Sale of Shares                          | 393,625                         | -                               |
| Miscellaneous Income                              | 253,671                         | 73,254                          |
|   | <b>16,499,807</b>               | <b>16,572,827</b>               |
| <b>NOTE - 2.20 : CHANGE IN STOCK IN TRADE</b>     |                                 |                                 |
| Shares  | -                               | (10,000,000)                    |
|   | -                               | <b>(10,000,000)</b>             |
| <b>NOTE - 2.21 : EMPLOYEE BENEFITS EXPENSES</b>   |                                 |                                 |
| Salaries  | 78,296,775                      | 71,971,542                      |
| Contribution to Provident, Gratuity & Other Funds | 4,445,498                       | 4,483,705                       |
| Workmen & Staff Welfare Expenses                  | 5,903,829                       | 6,662,353                       |
|   | <b>88,646,102</b>               | <b>83,117,600</b>               |
| <b>NOTE - 2.22 : FINANCE COSTS</b>                |                                 |                                 |
| Interest Expenses                                 | 485,406,597                     | 356,379,062                     |
| Other Borrowing Costs                             | 19,783,222                      | 7,942,890                       |
|   | <b>505,189,819</b>              | <b>364,321,952</b>              |

|   | Year Ended<br>31.03.2014<br>Rs. | Year Ended<br>31.03.2013<br>Rs. |
|---|---------------------------------|---------------------------------|
| <b>NOTE - 2.23 : OTHER EXPENSES</b>           |                                 |                                 |
| Advertisement & Publicity Expenses            | 8,642,429                       | 6,097,635                       |
| Auditors Remuneration                         | 647,500                         | 616,500                         |
| Bad Debts Written Off                         | 21,972,478                      | -                               |
| Bank Charges                                  | 1,835,252                       | 1,782,145                       |
| Business Promotion Expenses                   | 1,092,594                       | 2,876,751                       |
| Commission & Brokerage                        | 22,152,385                      | 7,867,456                       |
| Donation                                      | 29,187,500                      | 28,253,000                      |
| Electricity,Fuel & Water Consumption Expenses | 40,175,400                      | 32,483,127                      |
| Insurance Premium                             | 2,970,670                       | 2,699,769                       |
| Legal & Professional Fees                     | 22,879,862                      | 20,282,225                      |
| Loss on Sale of Fixed Assets                  | 1,287,876                       | 203,971                         |
| Miscellaneous Expenses                        | 14,268,102                      | 8,252,927                       |
| Motor Car Expenses                            | 4,372,780                       | 4,660,186                       |
| Operation & Maintenance Expenses              | 65,380,723                      | 55,928,173                      |
| Printing & Stationery Expenses                | 1,060,319                       | 2,089,370                       |
| Rates & Taxes                                 | 9,375,227                       | 9,183,550                       |
| Rent Paid                                     | 15,025,442                      | 9,103,897                       |
| Service Charges                               | 768,504                         | 813,468                         |
| Telephone, Postage & Courier Expenses         | 2,155,396                       | 2,685,957                       |
| Travelling Expenses                           | 4,983,055                       | 10,947,919                      |
|   | <b>270,233,494</b>              | <b>206,828,026</b>              |

**NOTE – 2.24 : CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)**

- (i) Letters of Credit opened by the Company's Bankers in favour of various parties for Rs.26,351,000/- (Previous Year Rs.26,351,000/-) and keeping fixed deposit of Rs.26,600,000/-(Previous Year Rs.26,600,000/-) as margin money.
- (ii) Bank Guarantee given by the Company's Bankers amounting to Rs.5,044,000/- (Previous Year Rs.3,523,500/-) and keeping fixed deposit of Rs.5,044,000/- (Previous Year Rs.3,523,500/-) as margin money.
- (iii) Estimated amount of contracts remaining to be executed on capital account (net of advances) as on 31.03.2014 Rs.93,448,854/- (Previous Year Rs.99,902,744/-).
- (iv) Bank Guarantee given by the Bankers of a Subsidiary Company amounting to Rs.408,000/- (Previous Year Rs. 15,709,000/-).
- (v) Estimated amount of contracts remaining to be executed on capital account (net of advances) in respect of Subsidiary Companies as on 31.03.2014 is Rs.400,720,829/- (Previous Year Rs.437,404,667/-).
- (vi) 13,900 partly paid-up Shares of AED 1,000/- each equivalent to Rs.68,184,921/- (AED 700/- each paid-up, equivalent to Rs.145,365,019/- ), (Previous Year AED 700/- each paid-up, equivalent to Rs.145,365,019/- )
- (vii) Corporate guarantee given to the bankers of Infinity BNKe.Infocity Pvt.Ltd. a wholly owned subsidiary for term loan to be availed by them amounting to Rs.671,800,000/- (Previous Year Rs.671,800,000/-).
- (viii) The Commissioner, Service Tax, Kolkata, vide its order has confirmed demand amounting to Rs.32,242,670/- along with penalty & interest thereon for utilization of the Cenvat Credit in respect of the projects against its service tax liabilities for which, the company has preferred appeal before the Customs Excise and Service Tax Appellate Tribunal (CESTAT), Kolkata. The Hon'ble CESTAT, upon hearing of the stay petition has ordered to deposit Rs. 40 Lacs and granted stay for recovery of the balance amount till pendency of the appeal. Company has duly complied with the said order.

**NOTE – 2.25 : EMPLOYEE BENEFITS**

In accordance with the revised Accounting Standard 15 on Employee Benefits , the requisite disclosures are as follows:

- a) **Accounting policy for recognising actuarial gains and losses**  
Actuarial gains and losses arising from experience adjustment and effects of changes in actuarial assumptions are immediately recognised in the Statement of Profit and Loss as income or expenses.
- b) **Description of the type of plan(s)**
  - i) **Gratuity plan**  
The Gratuity liability arises on retirement, withdrawal, resignation and death of an employee. The aforesaid liability is calculated on the basis of actuarial valuation.
  - ii) **Long term compensated absences plan**  
The earned leave liability arises as and when services are performed by an employee. The aforesaid liability is calculated for leave balance outstanding as on reporting date which is higher than the actuarial valuation as required under above said Accounting Standard.
- c) **Change in the Present value of obligation**

| Particulars  | Gratuity (Rs.)   |                  | Compensated Absences (Rs.) |                   |
|--|------------------|------------------|----------------------------|-------------------|
|  | 2013-14          | 2012-13          | 2013-14                    | 2012-13           |
| Present value of obligations at the beginning of the year  | 3,056,716        | 3,223,425        | 13,553,143                 | 11,405,600        |
| Interest Cost  | 244,537          | 257,874          | -                          | -                 |
| Current Service Cost                                       | 444,700          | 389,084          | 3,869,455                  | 3,788,548         |
| Less: Benefits paid  | 180,924          | NIL              | 725,068                    | 1,641,005         |
| Actuarial (gain) / loss on obligations                     | 283,125          | (813,667)        | -                          | -                 |
| <b>Present value of obligations at the end of the year</b> | <b>3,848,154</b> | <b>3,056,716</b> | <b>16,697,530</b>          | <b>13,553,143</b> |

**d) Change in the fair value of Plan Assets**

| Particulars  | Gratuity<br>(Rs.) |                  | Compensated Absences<br>(Rs.) |         |
|--|-------------------|------------------|-------------------------------|---------|
|  | 2013-14           | 2012-13          | 2013-14                       | 2012-13 |
| Fair value of Plan Assets as at the beginning of the year  | 2,754,038         | 1,935,737        | -                             | -       |
| Expected Return on Plan Assets                             | 294,170           | 206,499          | -                             | -       |
| Contributions  | 746,684           | 611,802          | -                             | -       |
| Less: Benefits paid  | 180,924           | NIL              | -                             | -       |
| <b>Fair Value of Plan Assets as at the end of the year</b> | <b>3,613,968</b>  | <b>2,754,038</b> | -                             | -       |

**e) Reconciliation of Present Value of defined benefit obligation and the fair value of Assets**

| Particulars   | Gratuity<br>(Rs.) |                  | Compensated Absences<br>(Rs.) |                      |
|---|-------------------|------------------|-------------------------------|----------------------|
|   | 2013-14           | 2012-13          | 2013-14                       | 2012-13              |
| Present value of funded / (unfunded) obligation as at the end of the year | 3,848,154         | 3,056,716        | (16,697,530)                  | (13,553,143)         |
| Fair value of plan Assets as at the end of the year                       | 3,613,968         | 2,754,038        | -                             | -                    |
| <b>Funded /Unfunded- Net Assets / (Liability)</b>                         | <b>(234,186)</b>  | <b>(302,678)</b> | <b>(16,697,530)*</b>          | <b>(13,553,143)*</b> |

\* included in Long Term Provisions (Refer Note 2.05) & Short Term Provisions (Refer Note 2.08)

**f) Expenses recognised in the Statement of Profit and Loss**

| Particulars  | Gratuity<br>(Rs.) |                 | Compensated Absences<br>(Rs.) |                    |
|--|-------------------|-----------------|-------------------------------|--------------------|
|  | 2013-14           | 2012-13         | 2013-14                       | 2012-13            |
| Current Service Cost   | 444,700           | 389,084         | 3,869,455                     | 3,788,548          |
| Interest Cost  | 244,537           | 257,874         | -                             | -                  |
| Expected return on Plan Assets                                   | 294,170           | 206,499         | -                             | -                  |
| Net actuarial (gains) / losses                                   | 283,125           | (813,667)       | -                             | -                  |
| <b>Expenses recognised in the Statement of Profit &amp; Loss</b> | <b>808,712*</b>   | <b>967,101*</b> | <b>3,869,455**</b>            | <b>3,788,548**</b> |

\* included in contribution to Provident Gratuity & Other Funds (Refer Note 2.21)

\*\* included in Salaries (Refer Note 2.21)

**g) Principal actuarial assumptions**

| Sl. No. | Particulars                             | Rate %  |         |
|---------|---|---------|---------|
|         |   | 2013-14 | 2012-13 |
| i       | Discount rate as at the end of the year | 8.00    | 8.00    |
| ii      | Future salary increase                  | 3.00    | 3.00    |
| iii     | Estimated Rate of Return on Plan Assets | 8.75    | 9.00    |

**NOTE – 2.26 : SEGMENT REPORTING**

The Company is engaged in single segment of activity namely infrastructure development projects and maintenance thereof. Therefore, no separate reportable segmental disclosure is given as per the requirement of Accounting Standard – 17 issued by ICAI.



**NOTE – 2.27 : RELATED PARTY DISCLOSURES****I. Relations****A. Enterprises where control exists:-**

| SI.No. | Relationship | Name of the Party                         |
|--------|--------------|---|
| (i)    | Associates   | Kolkata IT SEZ Pvt. Ltd.                  |
|        |              | Kolkata Knowledge City Pvt.Ltd.           |
|        |              | Navayuga Infinity Infrastructure Pvt.Ltd. |
|        |              | IKC Holdings Ltd.                         |
|        |              | Capstone Developer Pvt.Ltd.               |
|        |              | Inthink Engineering Services Pvt.Ltd.     |
|        |              | Infinity Odysa Home Pvt.Ltd.              |
|        |              | Learning Revolution Pvt.Ltd.              |
|        |              | Raigarh Properties Pvt.Ltd.               |
|        |              | Videocon Infinity Infrastructure Pvt.Ltd. |
|        |              | Brajbhumi Nirmaan Pvt. Ltd.               |

**B. Other related parties :-**

| SI.No. | Relationship   | Name of the Party   |
|--------|--|---|
| (i)    | Joint Venturer's   | West Bengal Electronics Industry Development Corporation Ltd.         |
|        |  | India Power Corporation Ltd. (Formerly DPSC Limited, Upto 30.06.2013) |
|        |  | Siliguri Jalpaiguri Development Authority (Upto 24.06.2013)           |
|        |  | Databazaar India Pvt.Ltd.   |
|        |  | IL&FS Township & Urban Assets Ltd.                                    |
| (ii)   | Others   | Alternate Power & Fuel (India) Pvt. Ltd.                              |
|        |  | Forum Real Estate Pvt. Ltd.   |
| (iii)  | Key Management Personnel (KMP)   | Mr. Ravindra Chamaria, Chairman & Managing Director                   |
|        |  | Mr. Pulak Chamaria, Executive Director                                |
| (iv)   | Enterprises over which Key Management Personnel (KMP) have significant influence | Kolkata IT Park Pvt.Ltd. (Upto 18.12.2013)                            |
|        |  | Profile Infinity Infrastructure Pvt.Ltd.                              |
|        |  | Bhubaneswar IT Parks Projects Pvt.Ltd.                                |
|        |  | Virtuoso Infrabuild Pvt.Ltd.  |
|        |  | Raigarh Infrastructure Development Pvt.Ltd. (Upto 05.10.2013)         |
|        |  | Infinity Education Infrastructure Pvt. Ltd. (Upto 03.10.2013)         |
|        |  | Jaipur Knowledge & Education City Pvt.Ltd.                            |
|        |  | Environmental Creation Pvt.Ltd.                                       |
|        |  | PS Infinity Knowledge City Developers Pvt. Ltd.                       |
|        |  | Infinity Education Foundation   |
|        |  | Jeevan Sandhya Foundation   |
|        |  | RC Infinity Foundation  |
|        |  | Anant Education Initiative  |
| (v)    | Employees benefit trust where control exists                                     | Infinity Infotech Parks Limited Employees Gratuity Fund               |

Note : Related party relationship is as identified by the Company and relied upon by the Auditors.

**2. Transactions carried out with related parties referred in I above, in ordinary course of business:**

| Nature of Transactions                | Related Parties             |  |                            |                             |                             |                            |
|---------------------------------------|-----------------------------|--|----------------------------|-----------------------------|-----------------------------|----------------------------|
|                                       | Referred in I(A)(i) above   | Referred in I(B)(i) above                                  | Referred in I(B)(ii) above | Referred in I(B)(iii) above | Referred in I(B) (iv) above | Referred in I(B) (v) above |
| Income and other charges              | –<br>(–)                    | –<br>(7,943,565)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Remuneration                          | –<br>(–)                    | –<br>(–)   | –<br>(–)                   | 10,664,397<br>(11,377,580)  | –<br>(–)                    | –<br>(–)                   |
| Other receipts                        | –<br>(–)                    | –<br>(–)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Advances Given / Repaid               | 10,196,000<br>(107,789,946) | –<br>(–)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Advances Received / Refunded          | 39,390,000<br>(46,458,458)  | 52,624,445<br>(–)  | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Trade Receivable / Realized           | –<br>(–)                    | –<br>(2,738,260)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Investments<br>(Purchase of shares)   | –<br>(–)                    | –<br>(–)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Investments<br>(Sale of shares)       | 54000<br>(–)                | –<br>(–)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Commitments given                     | –<br>(–)                    | Refer note no.2.33<br>(ii to iv,xi to xiii &<br>xv to xix) | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Expenses Incurred / Other<br>Payments | –<br>(–)                    | 2,187,447<br>(9,436,323)                                   | 10,584,840<br>(13,231,050) | 905,600<br>(1,132,000)      | 16,900,000<br>(14,900,000)  | 808,712<br>(664,423)       |

**Note: Figures in bracket represent previous year's amounts.**

**3. Balance due from / to the related parties at the end of the year:**

| Nature of Transactions          | Related Parties              |                            |                            |                             |                             |                            |
|---------------------------------|------------------------------|----------------------------|----------------------------|-----------------------------|-----------------------------|----------------------------|
|                                 | Referred in I(A)(i) above    | Referred in I(B)(i) above  | Referred in I(B)(ii) above | Referred in I(B)(iii) above | Referred in I(B) (iv) above | Referred in I(B) (v) above |
| Advances / Deposits given       | 137,230,946<br>(166,424,946) | 10,000,000<br>(72,925,343) | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Trade Receivable                | –<br>(–)                     | –<br>(8,227,617)           | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Advances / Deposits<br>received | –<br>(–)                     | –<br>(72,813,380)          | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |
| Trade Payable                   | –<br>(–)                     | 2,470,019<br>(2,470,019)   | –<br>(–)                   | –<br>(–)                    | –<br>(–)                    | –<br>(–)                   |

Note: Figures in bracket represent previous year's amounts.

**NOTE – 2.28 : EARNING PER SHARES (EPS)**

| Particulars   | 2013-2014     | 2012-2013     |
|---|---------------|---------------|
| Profit After tax considered for calculating EPS             | Rs.57,847,477 | Rs.59,199,035 |
| Weighted average number of Ordinary Shares of Rs. 10/- each | 20,000,000    | 20,000,000    |
| Earnings Per Share (Basic and Diluted)                      | Rs.2.89       | Rs.2.96       |

**NOTE – 2.29 : ACCOUNTING FOR TAXES ON INCOME**

The Company has recognized in the financial statements the Deferred Tax Assets / Liabilities, in accordance with AS-22 'Accounting for Taxes on Income' issued by ICAI. During the year the company has credited to the Statement of Profit & Loss with Deferred Tax Assets of Rs. 12,566,180/- (Previous year Assets of Rs.14,149,401/-).

The break up of net Deferred Tax liability in to measure components of the respective balances are as follows:-

| Particulars                                     | 2013-14<br>(Rs.)  | 2012-13<br>(Rs.)  |
|---|-------------------|-------------------|
| <b>Deferred Tax Liability</b>                   |                   |                   |
| On account of timing difference in Depreciation | 145,371,626       | 155,619,348       |
| <b>Deferred Tax Assets</b>                      |                   |                   |
| <b>On account of timing difference on :</b>     |                   |                   |
| Expenses allowed on payment basis               | (5,543,127)       | (4,474,596)       |
| Unabsorbed Depreciation and Loss                | (54,728,887)      | (53,478,960)      |
| <b>Net Deferred Tax Liability</b>               | <b>85,099,612</b> | <b>97,665,792</b> |

**NOTE – 2.30 : IMPAIRMENT OF ASSETS**

In the opinion of the Management, there is no impairment of the assets to which Accounting Standard – 28 applies requiring any recognition.

**NOTE – 2.31 : DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MSMED ACT, 2006**

As per information available with the company, the Trade Payable do not include any amount due to Micro, Small and medium Enterprises registered under "The Micro, Small and medium Enterprises Development Act" as at 31st March, 2014.

**NOTE – 2.32 : LONG TERM BORROWINGS MATURITY PROFILE & RATE OF INTEREST****Term Loan**

| Residual Maturity | 2013-14                   | 2012-13                   |
|-------------------|---------------------------|---------------------------|
|                   | Balance Outstanding (Rs.) | Balance Outstanding (Rs.) |
| Above 5 Years     | 1,424,709,205             | 1,376,278,812             |
| 3-5 Years         | 185,129,109               | 430,523,770               |
| 1-3 Years         | 223,078,985               | 346,742,090               |
| <b>Total</b>      | <b>1,832,917,299</b>      | <b>2,153,544,672</b>      |

All loans are under floating rate of interest ranging from 12.20% to 14.50% as on 31.03.2014 & ranging from 11.80% to 14.45% as on 31.03.2013

**Term Loan in the form of Overdraft**

| Residual Maturity | 2013-14                   | 2012-13                   |
|-------------------|---------------------------|---------------------------|
|                   | Balance Outstanding (Rs.) | Balance Outstanding (Rs.) |
| Above 5 Years     | 771,030,042               | 575,000,000               |
| 3-5 Years         | 71,545,686                | NIL                       |
| <b>Total</b>      | <b>842,575,728</b>        | <b>575,000,000</b>        |

All loans are under floating rate of interest from 13.20% to 13.25% as on 31.03.2014 & of 13.25% as on 31.03.2013

**Car Loan**

| Residual Maturity | 2013-14                   | 2012-13                   |
|-------------------|---------------------------|---------------------------|
|                   | Balance Outstanding (Rs.) | Balance Outstanding (Rs.) |
| 3-5 Years         | 388,137                   | –                         |
| 1-3 Years         | 2,758,519                 | 5,404,226                 |
| <b>Total</b>      | <b>3,534,793</b>          | <b>5,404,226</b>          |

All loans are under floating rate of interest ranging from 10.45% to 13.75% as on 31.03.2014 & from 12.35% to 13.75% as on 31.03.2013

**NOTE – 2.33 : OTHER DISCLOSURES**

- i. Capital Work-in-progress pending allocation for ongoing projects of the Company and amounting to Rs.29,223,258/- (Previous year Rs.35,868,493/-) includes pre-operative expenses.
- ii. The Company has been awarded two projects for development from West Bengal Electronics Industry Development Corporation Ltd. (WEBEL) at Salt Lake, Sector V, Kolkata, whereby the Company will incur all developmental cost as envisaged in the letter of Intent and in consideration thereof shall be entitled to retain the proportionate of total built-up area as well as total parking area. The development agreement for India Design Centre (IDC) Project has been executed and the agreement for I.T.Park Project is yet to be executed. The capital commitment of the Company in the aforesaid projects remain unascertained.
- iii. The Company has entered into development agreement with Databazaar India Pvt.Ltd. at New Town, Rajarhat, Kolkata, whereby the Company will incur all developmental cost as envisaged in the said agreement and in consideration thereof shall be entitled to the 75% of total built-up area as well as total parking area with a right to control the management and maintenance of the project commercially. The capital commitment of the Company in the project remains unascertained.
- iv. The Group has during the year entered into development agreement with India Power Corporation Ltd. (formerly DPSC Ltd.) for construction & development of modern IT complex at Salt Lake, Sector-V, Kolkata. The said agreement has been terminated by India Power Corporation Ltd. and being aggrieved the company has referred the matter for Arbitration. In terms of the Arbitration Award the company has received a sum of Rs. 110,000,000/- as compensation towards settlement of its claim which included the refund of Deposit and reimbursement of expenses incurred towards development of the project. As per Accounting Standard issued by ICAI the balance amount of Rs. 94,846,778/- has been shown as exceptional item in the statement of profit and loss.
- v. The project for setting up of IT Park at Siliguri with Siliguri Jalpaiguri Development Authority (SJDA), West Bengal has been terminated during the year and accordingly the SJDA has refunded the entire payment made to them earlier.
- vi. During the year Company has written off Trade Receivable amounting to Rs.21,972,478/- against which legal cases has been filed by the Company.
- vii. The Company has revalued on 31.03.2014 its Fixed Assets consisting of Building, based on the Market Value Method of approved valuer & management perception to show the Fixed Assets (Building) at its fair value. The Building were valued at Rs.3,888,552,115/- & is shown under the head Fixed Assets- Building and the consequent appreciation of amount of Rs.3,204,086,617/- over the book value has been credited to Revaluation Reserve Account.

## INFINITY INFOTECH PARKS LTD.

- viii. As per agreements with the occupiers and leaseholders, municipal taxes are to be borne by them, unless agreed otherwise. In respect of Company's vacant area of Infinity Think Tank Tower/s, Infinity Benchmark Tower and Company share in Godrej Waterside Tower/s liability with respect to municipal tax has been calculated on estimate basis as per the practice followed by the competent authority i.e. Nabadiganta Industrial Township Authority (NDITA) in this regard. Any difference in the actual liability and estimate amount will be accounted for in the year of final assessment.
- ix. Lease Premium Gain includes gain in respect of office space admeasuring about 22,221.69 sq. ft. given on long term sub lease and lying mortgaged to Banks against the credit facilities availed by the Company. The Company has applied to the mortgagee banks for release of the said area, out of which area admeasuring about 11,865.69 sq. ft. mortgaged to Vijaya Bank was discharged subsequent to the Balance Sheet date & balance office space admeasuring about 10,356.00 sq. ft. mortgaged to Axis Bank is still awaited.
- x. Revaluation Reserve amounting to Rs.3,204,086,617/- has been transferred to Capital Reserve as on Balance Sheet date in the terms of the Board Resolution.
- xi. The Group has entered into joint development agreement with Assam Plywood Ltd. for construction of residential project at Guwahati, Assam, whereby the Company will incur all developmental cost as envisaged in the said agreement and in consideration thereof shall be entitled to the proportionate of total built-up area as well as of total parking area with a right to control the management and maintenance of the project commercially and has agreed in principal to contribute Rs.143,000,000/-. Work-in-progress pending allocation for ongoing projects of the Company and amounting to Rs.454,918,943/- (Previous year Rs.532,019,013/-) is net of cost of percentage of completed contract charged to Statement of Profit and Loss Rs.208,037,172/- (Previous year Rs. 58,817,200/-).
- xii. The Group has entered into joint development agreement with India Carbon Ltd. for construction of project at Guwahati, Assam, whereby the Company will incur all developmental cost as envisaged in the said agreement and in consideration thereof shall be entitled to the proportionate of total built-up area as well as of total parking area with a right to control the management and maintenance of the project commercially and has agreed in principal to contribute Rs.162,000,000/-, however the Capital commitment of the Company in the project remain unascertained.
- xiii. The Group has entered into joint development agreement with Bengal Waterproof Ltd. for construction of Residential Project at Panihati, P.S.Khardah, West Bengal, whereby the company will incur all developmental cost as envisaged in the said agreement and in consideration thereof shall be entitled to the 75% of total constructed areas including car parking and common areas and has agreed in principal to contribute Rs.60,000,000/-, however the Capital commitment of the Company in the project is Rs.440,000,000/-.
- xiv. The Group in terms of development agreement with M/s. Gopi Vallabh Solutions Pvt. Ltd. (formerly M/s BNKe Solutions Private Limited) the Sub-lease right holder of land at Salt Lake, Sector V, Kolkata, has completed the construction of the commercial project "IT Lagoon" and on the basis of Completion certificate obtained from the competent authority, the construction cost incurred for completion of the Commercial Project has been capitalized in the F.Yr.2012-13.
- xv. The Group has entered into development agreement for development of Residential Housing Complex with Pranami Estates Pvt. Ltd., Pranami Builders Pvt. Ltd. & Lohia Holdings Pvt. Ltd. for the 3,440.86 Decimals of land at Village – Pundag, Thana No.228, P.S. Ranchi, Jharkhand, whereby the Company will incur all developmental cost as envisaged in the said agreement and upon completion of construction the company shall be entitled to the 72.50 % of total constructed area. Work-In-Progress pending allocation for the ongoing project amounting to Rs.49,539,410/- (Previous Year Rs.25,575,646/-) includes pre-operative expenses amounting to Rs.19,541,497/- (Previous Year Rs.9,201,544/-). However, the Capital Commitment of the Company in the Project remains unascertained.
- xvi. The Group has entered into development agreement for development of Commercial & Shopping Complex with Pranami Estates Pvt. Ltd. and Others for the 83 Kottahs, 15 Chittacks and 7 Sq.ft. of land at Village – Ranchi, Ratu Road, P.S. Sukhdev Nagar Thana, Ranchi, Jharkhand, whereby the Company will incur all developmental cost as envisaged in the said agreement and upon completion of construction the company shall be entitled to the proportionate of total constructed area including car parking areas. Work-In-Progress pending allocation for the ongoing project amounting to Rs.2,582,621/- (Previous Year Rs.459,013/-) includes pre-operative expenses amounting to Rs.1,310,915/- (Previous Year Rs.216,000/-). However, the Capital Commitment of the Company in the Project remain unascertained.

- xvii. The Group has entered into development agreement for development of Integrated Financial Growth Centre and its supporting infrastructure with Bengal Orion Financial Hub Ltd. for the 10 Acres of land at plot No. I/FH situated in MOUZA-Reckjuani, under Rajarhat No.1 Gram Panchayt, P.S. Rajarhat, A.D.S.R.-Bidhannagar, District-24 Parganas North, whereby the Company will incur all developmental cost as envisaged in the said agreement and upon completion of construction, the Company will be entitled to the 70% of the total constructed area. As per Joint Development Agreement executed between the parties, the Company has so far paid Security deposit of Rs. 10,000,000/- towards total deposit payable of Rs. 300,000,000/-. Work-In-Progress pending allocation for the ongoing project amounting to Rs. 252,400/- (Previous Year Rs. 212,306/-) includes pre-operative expenses amounting to Rs. 146,657/- (Previous Year Rs. 106,563/-). However, the Capital Commitment of the Company in the Project remains unascertained.
- xviii. The Group has entered into development agreement for development of Modern Housing Complex with B. K. Planners Pvt. Ltd. for the 60 Bighas, 1 Cottah of land at Village – Dharapur, Town Guwahati, District Kamrup, Assam, whereby the Company will incur all developmental cost as envisaged in the said agreement and upon completion of construction the company shall be entitled to the 76% of total constructed area. Work-In-Progress pending allocation for the ongoing project amounting to Rs. 6,258,621/- (Previous Year Rs. 4,628,263/-) includes pre-operative expenses amounting to Rs. 4,253,139/- (Previous Year Rs. 4,177,609/-). However, the Capital Commitment of the Company in the Project remains unascertained.
- xix. The Group has entered into agreement for development of Housing Complex with Hare Krishna Movement, Vrindavan for 13.397 Acres of land at village – Sunrakh Bangar and Chhatikara, Pargana Vrindavan, District- Mathura, Uttar Pradesh, whereby the company will incur all development costs as envisaged in the said agreement and upon completion of construction the Company shall be entitled to the proportionate of total constructed area including car parking areas. Work in Progress pending allocation for the ongoing amounting to Rs. 6,010,489/- (Previous Year Rs. 2,222,786/-) includes pre-operative expenses amounting to Rs. 670,029/- (Previous Year Rs. 262,948/-).
- xx. Term Loan from Allahabad Bank is further secured by undivided proportionate share of Leasehold land (admeasuring 1.12 acre) belonging to M/s. Gopi Vallabh Solutions Pvt.Ltd.(formerly BNKe Solutions Pvt.Ltd.) Situated at Plot No. E-2-2/1, Block-EP & GP, Sector-V, Saltlake, Kolkata-700 091.
- xxi. The Consolidated results for the year are not comparable with the previous year, due to the following :
- Investment in Brainspace Manangement & Skill Education Ltd., subsidiary w.e.f. 30.08.2013
  - Divestment by Infinity Townships Pvt.Ltd. in Trisakti Infradev Pvt.Ltd. upto 25.02.14
- xxii. Balance standing to the debit and credit of the parties are subject to their confirmation.
- xxiii. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of this date attached

For **R KOTHARI & COMPANY**  
Chartered Accountants

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**P C CHATTERJEE**  
Director

**PULAK CHAMARIA**  
Executive Director

**SANJEEB AGARWAL**  
Partner

**N K CHANDAK**  
CFO & Company Secretary

**RAVINDRA CHAMARIA**  
Chairman & Managing Director

Place : Kolkata

Dated : the 5th day of September, 2014

The Details of Subsidiaries in terms of General Circular No. 2/2011 Dated 8th February, 2011 issued by the Government of India, Ministry of Corporate Affairs under Section 212 (8) of the Companies Act, 1956, is as Under:-

| Name of Company                                  | Share Capital | Reserves and Surplus | Total Assets  | Total Liabilities | Investments | Turnover    | Profit / (Loss) before Taxation | Provision for Taxation | Profit / (Loss) after Taxation | Proposed Dividend |
|--|---------------|----------------------|---------------|-------------------|-------------|-------------|---------------------------------|------------------------|--------------------------------|-------------------|
| <b>Subsidiaries</b>                              |               |                      |               |                   |             |             |                                 |                        |                                |                   |
| Infinity Townships Private Limited               | 851,000       | 1,374,257            | 1,012,648,331 | 1,012,648,331     | 301,794,313 | 215,318,169 | 656,845                         | 50,227                 | 606,618                        | -                 |
| Infinity Finance Limited                         | 8,500,000     | 14,709,844           | 407,851,223   | 407,851,223       | 148,892,188 | 5,743,340   | 3,054,628                       | 968,459                | 2,086,169                      | -                 |
| Infinity BNKe Infocity Private Limited           | 100,000       | (32,180,986)         | 1,723,607,372 | 1,723,607,372     | 288,155,200 | 29,205,289  | (24,883,456)                    | -                      | (24,883,456)                   | -                 |
| Infinity Jaipur Knowledge City Pvt. Ltd.         | 100,000       | -                    | 316,854       | 316,854           | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Knowledge City Pvt. Ltd.                | 100,000       | -                    | 56,960,186    | 56,960,186        | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Griha Nirmaan Private Limited           | 100,000       | -                    | 227,767,880   | 227,767,880       | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Villa Private Limited                   | 100,000       | -                    | 110,326,854   | 110,326,854       | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Infrastructure Limited                  | 140,765,600   | (698,945)            | 140,123,935   | 140,123,935       | 139,333,600 | -           | (141,897)                       | -                      | (141,897)                      | -                 |
| Brainspace Management & Skill Education Ltd.     | 40,300,000    | 59,700,000           | 105,715,056   | 105,715,056       | -           | -           | -                               | -                      | -                              | -                 |
| <b>Fellow Subsidiaries</b>                       |               |                      |               |                   |             |             |                                 |                        |                                |                   |
| Infinity Housing Projects Pvt. Ltd.              | 10,000,000    | 291,793,750          | 354,226,241   | 354,226,241       | 23,540,000  | -           | -                               | -                      | -                              | -                 |
| Infinity Ashiana Private Limited                 | 490,000       | 9,360,000            | 23,215,112    | 23,215,112        | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Residences Private Limited              | 455,000       | 6,745,000            | 7,290,112     | 7,290,112         | -           | -           | -                               | -                      | -                              | -                 |
| Infinity Knowledge City Projects Private Limited | 950,000       | 9,350,000            | 11,210,112    | 11,210,112        | -           | -           | -                               | -                      | -                              | -                 |
| Snowwhite Infrastructure Pvt. Ltd.               | 10,000,000    | 166,249,800          | 497,053,081   | 497,053,081       | -           | -           | -                               | -                      | -                              | -                 |
| Magnitude Infrastructure Pvt. Ltd.               | 8,429,520     | 74,965,680           | 90,505,436    | 90,505,436        | 81,000,000  | -           | -                               | -                      | -                              | -                 |





# Infinity Infotech Parks Limited

Infinity Plot A3, Block Gp, Sector V, Salt Lake Electronics Complex, Kolkata 700 091

T: +91(33) 2357 3686 F: +91(33) 2357 3687 e: info@infinityitpark.com

w: www.infinityitpark.com CIN : U17122WB1991PLC053828

## Proxy Form

[MGT-11]

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

|                                       |   |  |
|---------------------------------------|---|--|
| Regd.Folio No./ DP Id – Client Id No. | : |  |
| Name of the Registered Holder         | : |  |
| Address                               | : |  |
| No. of Shares                         | : |  |

I/We, being the member(s) of ..... shares of the above named Company, hereby appoint:

(1) Name ..... Address .....

Email Id..... Signature ..... or failing him

(2) Name ..... Address .....

Email Id..... Signature .....or failing him

(3) Name ..... Address .....

Email Id..... Signature ..... or failing him

as my/our Proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 23rd Annual General Meeting of the Company, to be held on Tuesday, 30th day of September, 2014 at 10:00 a.m. at INFINITY, Plot- A3, Block GP, Sector- V, Salt Lake, Kolkata 700091 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sl. No.                  | RESOLUTIONS  |
|--------------------------|--|
| <b>Ordinary Business</b> |  |
| 1.                       | Adoption of Audited Financial Statements for the year ended 31st March, 2014 together with the Director's Report & Auditor's Report. |
| 2.                       | Declaration of Dividend on the Equity Shares of the Company  |
| 3.                       | Re-appointment of Mr. Bikram Dasgupta, as Directors of the Company, who retires by rotation,   |
| 4.                       | Re-appointment of Mr. Pulak Chamaria, as Directors of the Company, who retires by rotation,  |
| 5.                       | Appointment of M/s. R. Kothari & Company, Chartered Accountants, as Auditors and fixing their their remuneration                     |

**INFINITY INFOTECH PARKS LTD.**

| <b>Sl. No.</b>          | <b>RESOLUTIONS</b>   |
|-------------------------|--|
| <b>Special Business</b> |  |
| 6.                      | Appointment of Mr. Sunand Sharma as an Independent Director  |
| 7.                      | Appointment of Mr. Ramesh Khemka as an Independent Director  |
| 8.                      | Appointment of Mr. Probir C Chatterjee as an Independent Director  |
| 9.                      | Authorisation to Board under the provisions of Section 180(c) of the Companies Act,2013, to borrow funds   |
| 10.                     | Authorisation to Board under the provisions of Section 180(a) of the Companies Act, 2013, to create charge over the assets of the Company.   |
| 11.                     | Authorisation to Board under the provisions of Section 181 of the Companies Act, 2013, to contribute to bonafide charitable funds.   |
| 12.                     | Authorisation to Board under the provisions of Section 186 of the Companies Act,2013, to invest in and/or to give loans or advances to any other company, body corporate, trust, mutual funds and/or any other person. |
| 13.                     | Authorise a Director to hold place of profit and payment of Legal fees.  |
| 14.                     | Alteration of Articles of Association of Company   |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

\_\_\_\_\_  
Signature of Member

Affix  
Revenue  
Stamp here

\_\_\_\_\_  
Signature of Proxy holder(s)

**NOTE: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**



## Infinity Infotech Parks Limited

Infinity Plot A3, Block Gp, Sector V, Salt Lake Electronics Complex, Kolkata 700 091

T: +91 (33) 2357 3686 F: +91 (33) 2357 3687 e: info@infinityitpark.com

w: www.infinityitpark.com CIN : U17122WB1991PLC053828

### ATTENDANCE SLIP

Regd.Folio No./ DP Id – Client Id No. :

Name of the Attending Member :

Address :

No. of Shares :

I/We, hereby record my presence the 23rd Annual General Meeting of the Company, to be held on Tuesday, 30th day of September, 2014 at 10:00 a.m. at INFINITY, Plot- A3, Block GP, Sector-V, Salt Lake, Kolkata 700 091.

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Signature of the attending Member/Proxy

**NOTE: Member/Proxyholder wishing to attend the 23rd Annual General Meeting must bring the Attendance Slip to the meeting and hand over at the entrance duly signed.**







Godrej Waterside

Salt Lake, Sector V, Kolkata

Infinity Benchmark

Salt Lake, Sector V, Kolkata







infinity

**INFINITY INFOTECH PARKS LTD.**

INFINITY Tower II, Plot A3, Block GP, Sector-V  
Salt Lake Electronics Complex, Kolkata - 700 091, India  
Tel: +91-33-23573686, Fax: +91-33-23573687  
Website: [www.infinityitpark.com](http://www.infinityitpark.com)