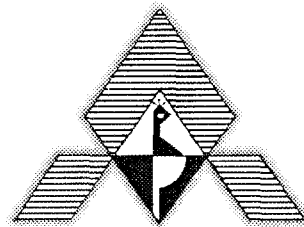


21st

ANNUAL REPORT

2010 - 2011



Manraj Housing Finance Ltd.

● **Registered Office :**

3, Pushpa Apartment,
General Vaidya Chowk,
Jalgaon - 425 002.

● **Board of Directors :**

Shri. Ishwarlal S. Jain	Chairman & Managing Director
Shri. Manish I. Jain	Director
Shri. Pramod N. Mehta	Director
Shri. Suganchand K. Raka	Director
Shri. Ramvilas K. Rathi	Director
Shri. Prashant J. Agrawal	Director
Shri. Purushottam T. Wani	Director

● **Bankers :**

State Bank of India
Axis Bank Ltd.
ICICI Bank Ltd.
Jalgaon Peoples Co-op Bank Ltd.
Shri. Mahavir Sahakari Bank Ltd.

● **Registrar & Share Transfer Agents :**

Bigshare Services Private Limited.
E - 2/3, Ansa Industrial Estate,
Sakivihar Road, Sakinaka,
Andheri (E)
MUMBAI - 400 072.

TRUE COPY
MANRAJ HOUSING FINANCE LTD.



MANAGING DIRECTOR

● **Auditors :**

N.S.Doshi & Co.
Chartered Accountants
18, Visanji Nagar, Jalgaon - 425 001.

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● **NOTICE :**

Notice is hereby given that 21st Annual General Meeting of the members of Manraj Housing Finance Limited will be held at 3, Pushpa Apartment, General Vaidya Chowk, Jalgaon – 425 002 on Saturday the 24th September 2011 at 10.00 a.m. to transact with or without modification as may be permissible the following business.

● **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Profit and Loss Account for the Financial year ended 31st March, 2011 and the Balance Sheet as at that date and the report of the Auditors and Directors thereon.
2. To appoint Auditors for the year 2011-2012 and authorize the Board of Directors to fix their remuneration. M/s. N. S. Doshi & Co. Chartered Accountants, Auditors of the company retire at the conclusion of ensuing Annual General Meeting and are eligible for reappointment.
3. To appoint Director in place of Mr. Suganchand K. Raka who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Director in place of Mr. Ramvilas K. Rathi who retires by rotation and being eligible offers himself for reappointment.
5. Any other Subject with the permission of Chair.

Jalgaon
1st August, 2011

By Order of the Board
For MANRAJ HOUSING FINANCE LTD.

Registered Office
3, Pushpa Apartment, General Vaidya Chowk,
Jalgaon - 425 002.

ISHWARLAL S. JAIN
Chairman and Managing Director

● **NOTES :**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member.
2. Members are requested to notify immediately any change in their addresses to the company.
3. Members desirous of having any clarification or additional information on the accounts of the company, may please write to the company at least one week before the date of Annual General Meeting.
4. As a measure of economy, copies of Annual Report will not be distributed at the meeting. Members are therefore requested to bring their copies of the Annual Report.

DIRECTORS' REPORT

To
The Members,
MANRAJ HOUSING FINANCE LIMITED,
3 PUSHPA APARTMENT,
GEN VAIDYA CHOWK,
JALGAON.

Your Directors have pleasure in presenting the 21st Annual Report together with the Audited Accounts for the year ended 31st March 2011.

1. FINANCIAL RESULTS

Particulars	(Rupees in Lakhs)	
	Year ended 31 st March 2011	Year ended 31 st March 2010
Gross Income	191.20	679.46
Profit Before Depreciation and Income Tax	65.62	90.65
Depreciation	0.22	0.25
Provision for Tax	17.74	13.94
Net Profit After Tax	47.66	76.45
Deferred Tax Credit (Current Year)	(3.73)	(14.51)
Add : Amount B/F from previous year	47.66	35.71
Amount available for appropriation	91.59	97.66
Transfer to Special Reserve under Sec. 36(1)(viii) of the Income Tax Act, 1961.	50.00	50.00
Balance Carried Forward	41.59	47.66

2. OPERATIONS

During the year under review the gross income of the company amounted to Rs. 191.20 Lacs. After charging all expenses, the company has earned a profit of Rs. 47.66 Lacs. as against Rs. 76.45 lacs in the preceding year.

Your directors consider this performance as satisfactory.

3. DIVIDEND

To conserve the resources your Directors are not recommending payment of any dividend to the shareholders.

4. DIRECTORS:

Shri. Suganchand K. Raka and Shri. Ramvilas K. Rathi retire by rotation and being eligible offer themselves for re-appointment at the ensuing Annual General Meeting. Brief resume

of the above Directors, nature of their expertise in specific functional areas as stipulated under clause 49 of the Listing Agreement with Stock Exchange are given in the section on Corporate Governance elsewhere in the Annual Report.

5. UNCLAIMED DEPOSITS

As of 31st March 2011 there are no outstanding deposits.

6. AUDITORS

The auditors M/s. N. S. Doshi & Co., Chartered Accountants, retire at the ensuing Annual General meeting and are eligible for re-appointment.

7. AUDITORS REPORT

(i) Grant of Loans.

Attention is drawn to the auditors' remarks regarding grant of loans of Rs. 3,81,74,000 to certain parties only on the basis of an agreement to create security as and when required.

In this respect your Directors would like to clarify that all borrowers are known parties and have agreed to create security when required. This apart, the borrowers have already repaid Rs. 80,15,000/- till 31-3-2011 and the management expects to recover the entire dues in the near future.

(ii) Write off of Bad Debts of Rs. 25,43,272/-

As for the auditor's remarks regarding writing off of bad debts of Rs. 25,43,272/- your Directors would like to state that recovery of bad debts through legal process is not considered commercially viable taking into account the possible cost and long drawn litigation, besides uncertainties involved in such matters. Despite this, steps would be taken to recover the dues to the maximum possible extent, with minimum possible cost.

**8. DIRECTORS' RESPONSIBILITY STATEMENT
PERSUANT TO SECTION 217 (2AA):**

In terms of the amendment to Section 217 of the Companies Act 1956, your directors have to state as under in respect of the Audited Accounts for the year ended 31st March 2011.

- i) That in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed to the extent applicable along with proper explanation relating to material departures if any;
- ii) That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company of that period;
- iii) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) That the directors have prepared the annual accounts on a going concern basis.

9. CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion and Analysis Report a separate report on Corporate Governance., Managing Director's certificate together with a certificate from the Company's Auditors and on compliance is set out in the annexure forming part of Annual Report.

**10. CONSERVATION OF ENERGY TECHNOLOGY ABSORPTION
FOREIGN EXCHANGE EARNINGS AND OUTGOINGS**

The Company is not engaged in manufacturing activities and therefore, there is no information required to be furnished in respect of conservation of energy and absorption of technology. The information in respect of foreign Exchange earnings/outgoings is NIL.

11. PARTICULARS OF EMPLOYEES

The Company did not have any employee falling within the scope of section 217 (2A) of the Companies Act, 1956.

12. SECRETARIAL COMPLIANCE CERTIFICATE

Certificate obtained from M/s. A. S. Bohra & Associates, company secretaries, Pune U/S 383A of the companies Act, 1956 is attached to this report.

The Board proposes to reappoint M/S. A. S. Bohra & associates, Company secretaries in whole time practice for providing the compliance certificate and to fix their remuneration.

13. ACKNOWLEDGEMENT

Your Directors would like to thank the Company's Bankers, viz State Bank of India, Axis Bank and The Jalgaon Peoples' Co. op Bank Ltd., employees, the Shareholders of the Company and the authorities of the National Housing Bank for their continued support and co-operation.

FOR AND ON BEHALF OF THE BOARD

Jalgaon.
26th May 2011

ISHWARLAL S. JAIN.
(Managing Director)

PRAMOD MEHTA
(Director)

REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

It has been the continuous endeavor of the company to exceed and excel the laid down regulatory parameters through better Corporate Governance. The company follows fair and transparent governance practices. It is the desire of the Management to institutionalize the “Framework of Corporate Governance and Code of Practices.” The Management believes in leveraging the resources to translate dreams in to realities. During the year, the company has fine-tuned its governance and corporate practices in line with revised clause 49 of the listing agreement.

Your company continues to follow procedures and practices in conformity with the code of Corporate Governance as enunciated in the Listing Agreement. In keeping with the spirit of the Code, your Board constituted Committees such as an Audit Committee, Share Transfer Committee and Shareholders/Investors Grievance Committee. Details of the implementation of the Code follow in the paragraphs below.

BOARD OF DIRECTORS

Your Board of Directors monitors Company performance, closely watches the performance of the Management, approves and reviews strategy, and, through its various Committees, evaluates management. Your Board ensures legal and ethical conduct and accurate financial reporting. It holds itself accountable not only to the shareholders, but also to other stakeholders.

LIST OF BOARD OF DIRECTORS AS ON 1st MAY, 2011

Mr. Ishwarlal S. Jain	Managing Director
Mr. Manish I. Jain	Director.
Mr. Pramod N. Mehta	Director
Mr. Suganchand K. Raka	Director
Mr. Ramvilas Rathi	Director
Mr. Prashant Agrawal	Director
Mr. Purushottam Wani.	Director

The company has seven Directors out of which four are non- executive Directors. The Non-Executive Directors are professionals, with expertise and experience in general corporate management, legal, finance, banking and other allied fields.

The Company is managed by the Managing Director under the supervision and control of the Board of Directors.

The Company has not entered into any materially significant transactions with its promoters, directors or the management or relatives etc., which may have potential conflict with the interests of the Company at large.

The Constitution of the Board as on 1st May 2011.

Sr. No	Name of Director	Category	No. of Board Meeting Attended During - 10 -11	Total number of Outside Committee Memberships (Other than in private companies) as on 1/5/ 2011	Total number of Outside Chairmanships of Committees held (other than in private companies) as on 1/5/ 2011.	Number of directorships held (excluding alternate directorships and directorships in private companies) as on 1/5/ 2011	Whether At-tended Last AGM	Remarks
1.	Ishwarlal Jain	NI-E	10	NIL	NIL	NIL	YES	
2.	Manish Jain	NI-NE	10	NIL	NIL	NIL	YES	
3.	Pramod Mehta	NI-NE	11	NIL	NIL	NIL	YES	
4.	Suganchand Raka	IND-NE	10	NIL	NIL	NIL	YES	
5.	Ramvilas Rathi	IND-NE	10	NIL	NIL	NIL	YES	
6.	Prashant Agrawal	IND-NE	10	NIL	NIL	NIL	YES	
7.	Purushottam Wani	IND-NE	11	NIL	NIL	NIL	YES	

NI-E Non Independent Executive; NI-NE means Non-Independent Non-Executive; IND-NE means Independent Non Executive.

12 Board Meetings of the Company were held during the year 2010-11 and the gap between two meetings did not exceed four months. The Board Meetings of the company were held on following date and the individual attendance to the directors is as follows:

Date	Ishwarlal Jain	Manish Jain	Pramod Mehta	Suganchand Raka	Ramvilas Rathi	Prashant Agrawal	Purushottam Wani
16-04-2010	YES	YES	YES	YES	NO	YES	YES
23-04-2010	YES	YES	YES	NO	YES	YES	YES
14-05-2010	YES	YES	NO	YES	YES	YES	YES
28-05-2010	YES	YES	YES	YES	YES	YES	YES
30-06-2010	YES	YES	YES	NO	YES	YES	YES
31-07-2010	YES	YES	YES	YES	YES	YES	YES
27-08-2010	YES	YES	YES	YES	NO	YES	YES
30-10-2010	NO	NO	YES	YES	YES	YES	YES
09-01-2011	YES	YES	YES	YES	YES	NO	YES
29-01-2011	NO	NO	YES	YES	YES	YES	YES
12-02-2011	YES	YES	YES	YES	YES	YES	NO
24-03-2011	YES	YES	YES	YES	YES	NO	YES

BOARD PROCEDURE

To enable the Board discharge its responsibilities effectively, a detailed Agenda folder is sent to each Director in advance of Board and Committee meetings. The Managing Director briefs the Board at every meeting on the overall company performance and progress. A detailed functional report is also placed at every Board Meeting. The functions performed by the Board include reviews of:

- ❖ Strategy and business plans.
- ❖ Annual operating and capital expenditure budgets
- ❖ Compliance with statutory/regulatory requirements and review of major legal issues
- ❖ Adoption of quarterly/half yearly/annual results.
- ❖ Major accounting provisions and accounting policies.

DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

Shri. Suganchand K. Raka and Shri. Ramvilas K. Rathi, retire by rotation and being eligible offer themselves for re-appointment at the ensuing Annual General Meeting.

PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT

Shri. Suganchand K. Raka is an eminent Industrialist and recipient of various awards. He is the Director of the Company since 2003 and has contributed to the progress of the company in large measure.

Shri. Ramvilas K. Rathi was appointed & director in the year 2003. Since then he has been of immense help to the company. His experience in Banking/Industry has helped the company to a large extent.

REMUNERATION OF DIRECTORS

None of the Directors of the Board have been paid any remuneration/sitting fees during the year.

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

The company has constituted an Audit Committee as set out in clause 49 of Listing Agreements with the Stock Exchanges read with sec. 292A of the Companies Act, 1956. The terms of reference are broadly as follows:

- a) To review the companies financial reporting process
- b) To review the compliance of Internal Control System
- c) To review findings of Internal Auditors
- d) To discuss various aspects of accounts and audit with the Statutory Auditors and Internal Auditors
- e) To review quarterly, half yearly and annual financial results of the company
- f) To make recommendation on appointment of statutory auditors and fixation of their remunerations
- g) Details as per revised clause 49

The composition of Audit Committee and the details of meeting attended by the Directors are given below:

Sr. No.	Name of Member	Designation	No. of Committee meetings held	No. of Committee meetings attended
1.	Suganchand K. Raka	Chairman (Independent)	05	05
2.	Ramvilas Rathi	Member (Independent)	05	05
3	Prashant Agrawal	Member (Independent)	05	05
4	Purushottam Wani	Member (Independent)	05	05

During the year four committee meetings were held on following dates:

- (i) 28th May, 2010, (ii) 31st July, 2010 (iii) 30th October, 2010 (iv) 29th January, 2011
(v) 24th March, 2011.

The Audit Committee invites the Managing Director and other Directors of the Company to the Meetings. The representatives of auditors also attend the meetings.

The broad terms of reference of the audit committee are, to review the internal controls, to meet statutory auditors and discuss their findings, suggestions and other issues relating to company operations. The scope also includes areas prescribed by clause 49II (D) of listing agreement.

Shareholders' Grievance Committee

The Shareholders Grievance Committee was constituted for redressal of Investors' Complaints. The composition and role of committee is as under:

Sr. No.	Name of Member	Designation
1.	Suganchand K. Raka	Chairman
2.	Manish I. Jain	Member
3	Prashant J. Agrawal	Member

One meeting of the Shareholders' Grievance Committee was held on 26th March 2011.

The committee oversees all matters encompassing the Shareholders/Investors related issues. Given below is the table of grievances received and resolved:

Received/Referred From	Total Complaints Received during the year 2010-2011	Total Complaints Resolved	Pending Complaints As on 01.04.2011
Investor	NIL	NIL	NIL
SEBI	1	1	NIL
Stock Exchanges	NIL	NIL	NIL

There is no grievance from shareholders remaining unresolved as every effort is made to immediately redress investors' grievances without loss of time.

* One Complaint was answered / resolved from the company's end. However as per the SEBI Letter dated 30th November 2009 . Ref No. IM/PEND/11/2009 the status of the complaint is still pending.

Share Transfer Committee

The Share Transfer Committee of the Board of Directors has been delegated the powers to attend to share transfer/transmission approvals etc. The constitution of share transfer committee comprises of Mr. Ishwarlal S. Jain M.D. Mr. Prashant J Agrawal, Mr. Purushottam Wani Directors of the Company.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report forms a part of Directors' Report. All the matters pertaining to the said report are discussed in the Directors' Report

IMPLEMENTING INSIDER TRADING CODE OF CONDUCT

The Company follows strict guidelines in respect of insiders stock trading and related disclosures. The code is based on the same SEBI framework and is more stringent than the statutory Code being enforced by the SEBI. The Board of Directors and the Audit Committee have implemented the code observance in the Company. Mr. D. B. Patil, General Manager of the company is the designated Compliance Officer to oversee its implementation. All the concerned people have been identified and required disclosures are obtained.

GENERAL SHAREHOLDER INFORMATION

1. Means of Communication.

Newspaper: The company publishes its quarterly results in the following newspapers :

	Name of Newspaper	Area of Circulation
1	Free Press Journal	Whole of India
2	Nav Shakti	Maharashtra
3	Gavkari	Jalgaon District

2. Details of non-compliance

There was no non-compliance by the Company on any matters related to capital markets during the last three years.

3. Compliance Officer.

Mr. D. B. Patil
General Manager.

Address:- 3, Pushpa Apartment,
Gen. Vaidya Chowk
Jalgaon.
Ph. No. 0257-2226681
Fax.: 0257- 2226482
E-Mail: mhfljal@rediffmail.com

4. General Meeting (AGM)

Last three years AGM Date & place of meeting.

Annual General Meeting		
YEAR	DATE	ADDRESS
20 th AGM	25 th Sept. 2010	3 Pushpa Apartment, Gen. Vaidya Chowk, Jalgaon
19 th AGM	30 th Sept. 2009	3 Pushpa Apartment, Gen. Vaidya Chowk, Jalgaon
18 th AGM	30 th Sept. 2008	3 Pushpa Apartment, Gen. Vaidya Chowk, Jalgaon

Special Resolution if any passed by postal ballot: NIL

5. Shareholders information

A	Date of AGM & Time & Venue	24 th September 2011 3, Pushpa Apartment, Akashwani Chowk, Jalgaon.								
B	Financial Year	1st April, 2010 to 31st March, 2011								
C	Date of Book Closure	NA.								
D	Dividend Payment Date	N.A.								
E	Stock Exchange Listing	The company's equity is listed on Bombay Stock Exchange Ltd., Ahmedabad Stock Exchange Ltd., Jaipur Stock Exchange Ltd. The Annual listing fees of all the stock exchange have been paid.								
F	Stock exchange code of the Company (Script code)	BSE - 530537								
G	No of shares in Demat form	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">NSDL</td> <td style="text-align: right;">57,300</td> </tr> <tr> <td>CDSL</td> <td style="text-align: right;">14,09,300</td> </tr> <tr> <td>Physical Mode</td> <td style="text-align: right; border-top: 1px solid black;">35,33,400</td> </tr> <tr> <td>Total</td> <td style="text-align: right; border-top: 1px solid black;">50,00,000</td> </tr> </table>	NSDL	57,300	CDSL	14,09,300	Physical Mode	35,33,400	Total	50,00,000
NSDL	57,300									
CDSL	14,09,300									
Physical Mode	35,33,400									
Total	50,00,000									

H Stock Exchange Data for the year 2010-2011

Company has listed its shares on Bombay Stock Exchange Limited, Ahamdabad Stock Exchange Limited, Ahamdabad. Jaipur Stock Exchange Limited, Jaipur.

The shares of company are not regularly traded and as such particulars of High/Low Price and Quantity traded are not available.

I REGISTRAR & SHARE TRANSFER AGENT DETAILS :

Big share Services Pvt. Ltd.,
E/2, Ansa Industrial Estate,
Saki Vihar Road, Saki Naka,
Andheri, (E) Mumbai. 400 072.
Ph No: 022-28470652, Fax No: 022-28475207
Email:- info@bigshareonline.com.

J Distribution Schedule As on 31st March 2011

Share holding of Nominal Value Rs.	No. of Share Holders	Amount in Rs.	% to total Share Capital
1 TO 500	386	10,13,000	2.026
501 TO 1000	140	12,07,000	2.414
1001 TO 2000	57	4,38,000	1,676
2001 TO 3000	19	4,79,000	0.958
3001 TO 4000	08	2,80,000	0.560
4001 TO 5000	3	1,35,000	0.270
5001 TO 10000	14	9,98,000	1.996
10001 AND ABOVE	22	45,05,0000	90.100
TOTAL	649	5,00,00,000	100.000

K Shareholding Pattern As on 31.03.2011

	Category	No. of Shares held	Percentage of Shareholding
A	Promoter's holding		
1	Promoters		
	- Indian Promoters	31,41,300	62.826
	- Foreign Promoters/Holding Company	---	---
2	Persons acting in Concert	---	---
	SUB TOTAL	31,41,300	62.826
B	Non-Promoters Holding	NIL	NIL
3	Institutional Investors	NIL	NIL
a	Banks, Financial Institution, Insurance Companies (Central/State Govt. Institutions/ Non-Government Institutions)	NIL	NIL
	SUB TOTAL	NIL	NIL
4	Others (Employees/Relatives)		
a	Private Corporate Bodies	359200	7.184
b	Indian Public	14,99,500	29.990
c	NRIs / OCBs FIIS	NIL	0.00
	SUB TOTAL	18,58,700	37.174
	GRAND TOTAL	50,00,000	100.00

L Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, likely to impact on equity. NIL

M Address for Correspondence

3, Pushpa Apartment,
Gen. Vaidya Chowk,
JALGAON.
JALGAON. (M.S)
Ph.No:-0257-2226681,82
Fax No:- 0257- 2226482
E-Mail: mhfljal@rediffmail.com

FOR AND ON BEHALF OF THE BOARD,

Jalgaon.
26th May, 2011

Ishwarlal S. Jain
(Chairman & M. D.)

Promod N. Mehta
(Director)

AUDITORS' CERTIFICATION ON CORPORATE GOVERNANCE

To
The Members of
Manraj Housing Finance Ltd.

1. We have examined the compliance of conditions of corporate governance by Manraj Housing Finance Ltd. for the year ended on 31st March 2011, as stipulated in Clause 49 of the Listing Agreement of the said company with Stock Exchanges.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor expression of opinion on the financial statements of the company.
3. **We state that one investor grievance is pending for a period exceeding one month against the company which was resolved during the year under review as per the records maintained by the company.**
4. Subject to (3) above, in our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of the Corporate Governance as stipulated in the above mentioned Clause of the Listing Agreement.
5. 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 N.S. Doshi & Co.,
Chartered Accountants

(N.S. Doshi- Proprietor)
M. No. 10212

Jalgaon
26th May 2011

CEO/CFO CERTIFICATION TO THE BOARD

I Certify that...

- a. I have reviewed the financial statements and the cash flow statement for the year 2010-11 and that to the best of my 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 my knowledge and belief, no transactions entered during the year 2010-11 which are fraudulent, illegal or violative of the Company's code of conduct ;
- c. I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Company and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which I am aware of and the steps I have taken or propose to take to rectify these deficiencies.
- d. I have indicated to the Auditors and the Audit Committee -
 - i) Significant changes in internal control over the financial reporting during the year 2010-11;
 - ii) Significant changes in accounting policies during the year 2010-11 and that the same have been disclosed in the notes to the financial statements ; and
 - iii) Instance of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over the financial reporting.

Sd/-

Shri. ISHWARLAL S. JAIN
MANAGING DIRECTOR

Place : Jalgaon

Date : 26th May 2011

Registration No. - 055000

Nominal Capital -

(Equity share Rs. 7,49,90,000 Preference share Rs: 10,000)

FORM

[SEE RULE 3]-

**Under Section 383 A of the Companies Act, 1956 & Rule 3 of the Companies
(Compliance Certificate) Rules, 2001**

Compliance Certificate

To,

The Members

Manraj Housing Finance Limited.

**3, Pushpa Apartment, General Vaidya Chowk,
Jalgaon-425002**

I have examined the registers, records, books and papers of Manraj Housing Finance Limited as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2011.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being Listed Public Limited Company has the minimum prescribed paid-up capital of above Rupees five lacs and comments are not required for the number of members.
4. The Board of Directors duly met 12 times on 16/04/2010, 23/04/2010, 14/05/2010, 28/05/2010, 30/06/2010, 31/07/2010, 27/08/2010, 30/10/2010, 09/01/2011, 29/01/2011, 12/02/2011, 24/03/2011 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members during the year under scrutiny.
6. The Annual General Meeting for the financial year ended on 31st March, 2010 was held on 25th September 2010 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-ordinary general meeting was held for the said period.
8. The Company has not advanced any loans to Directors and or person or firms or Companies referred to in Section 295 of the Act.
9. The Company has not entered into the contract in which attracted the provisions of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. The Company was not required to obtain any approvals from the Board of Directors, members and previous approval of the Central Government pursuant to section 314 of the Act wherever applicable.
12. The Board of Directors has issued Duplicate Share Certificates during the year under scrutiny.
13. The Company has:
 - i. The Company has not made any new allotments. The Company has transferred the shares as per the provisions of Companies act during the year under review / transmitted any shares/ securities during the year through their Agent;

- ii. Not deposited any amount in a separate Bank Account as no dividend was declared during the financial year under scrutiny.
- iii. Not Paid/posted warrants for dividends as no dividend was declared during the financial year under scrutiny.
- iv. Not transferred any amounts to Investor Education and Protection Fund since there are no such unclaimed amounts.
- iv. Duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointment / reappointment of Additional Directors have been duly made, there was no appointment of alternate directors and director to fill casual vacancy during the financial year.
15. The appointment of Managing Director/ Whole time Director/ manager was made as per provisions of section 269 read with Schedule XIII to the Act
16. The Company has not appointed any sole-selling agent during the year under scrutiny.
17. The Company was not required to obtain any approvals from the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year under review.
20. The Company has not bought back any shares during the year under scrutiny.
21. There was no redemption of any preference shares or debentures during the year.
22. There was no transaction necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits as referred under sections 58A and 58AA read with Companies (Acceptance of Deposit) Rules, 1975 during the financial year.
24. The Company has not made any borrowings under the provisions of section 293 (1) (d) of the Act during the financial year.
25. The Company has not given any loans and not made any Investments in other bodies corporate during the financial year which attracts provisions of Section 372A of the act
26. The Company has not altered the provisions of the memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the company, during the year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered the provisions of the Articles of Association of the Company during the year under scrutiny.
31. According to the Information and records available for our verification and representation received from the Directors of the Company there was No prosecution initiated against or shows because notices received by the Company for alleged offences under the Act and also no fines and penalties or any other punishment were imposed on the Company in such cases.
32. The Company has not received any security from its employees during the year under certification.
33. The Company has constituted its Provident Fund under section 418 of the Companies Act, 1956.

Place: Jalgaon.

Date : 12 /05/2011

Signature :

Name : ATUL BOHRA

C.P. No. : 6715

Annexure A

Registers as maintained by the Company during the financial year ending 31st March 2011

1. Register of Members and Index u/s 150 & 151 of the Act.
2. Minutes Book of Board of Directors Meetings u/s 193 of the Act.
3. Minutes Book of General Meetings of the Members u/s 193 of the Act.
4. Register of Applications for and Allotment of Shares
5. Register of Directors' Shareholdings u/s 307 of the Act.
6. Register of Share transfers u/s 108 of the Act.
7. Register of Directors, Managing Directors and Secretary u/s 303 of the Act.
8. Register of Particulars of Contracts / names of Firms or Body Corporate of which notice u/s 299 was given u/s 301 of the Act.
9. Books of Accounts & Records u/s 209 of the Act.
10. Register of Charges u/s 143 of the Act.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March, 2011 :

Sr. No.	Form No./ Return	Filed under Section	Date of Filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes/No.
2.	Form No 23	192	25/10/2010	No	Yes
3	Form 66	383A	20/10/2010	Yes	No
4.	Form No. 23AC & ACA- Balance sheet and Profit & loss a/c	220	20/10/2010	Yes	No
5.	Form No. 20B – Annual Return	159	24/11/2010	Yes	No

Place: Jalgaon
Date: 12/05/2011

Signature :
Name : ATUL BOHRA
C.P. No. : 6715

Auditors' Report

**To the Members of
Manraj Housing Finance Limited.**

- 1) We have audited the attached Balance Sheet of Manraj Housing Finance Limited, as at 31st March 2011 and also the Profit And Loss Account for the year ended on that date annexed thereto. These statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report) Amendment Order, 2004 (together the 'Order') issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 and on the basis of such checks of books and records of the company as we considered appropriate and according to the information and explanations given to us, we enclose in annexure 'A' a statement on the matters specified in paragraph 4 and 5 of the said Order.
- 4) The Company has granted loans to certain parties during the year under review aggregating to Rs. 3,81,74,000/- only on the basis of an agreement to create security as and when required. However no such security is created till date.
- 5) Attention is drawn to Note No. 7 to Notes on Accounts regarding writing off of certain housing loans aggregating to Rs. 25,43,272/-.
- 6) Further to our comments in para 5 and the Annexure referred to in para 3 above and subject to our comments in para 4 above, we report that:
 - i. We have obtained all the information and explanations, which to the best of our knowledge and belief which were necessary for the purposes of our audit;
 - ii. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books;

- iii. The Balance Sheet and Profit and Loss Account dealt with by this report in agreement with the books of account;
 - iv. In our opinion, The Balance Sheet and Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of the section 211 of the Companies Act 1956 to the extent applicable.
 - v. On the basis of written representations received from the directors, as on 31st March, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2011 from being appointed as director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - vi. In our opinion and to the best of our information and according to the explanations given to us, the accounts together with the notes thereon and attached thereto give the information required by the Companies Act, 1956, in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India:
 - a) In case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2011; and
 - b) In the case of the Profit and Loss Account of the **Profit** for the year ended on that date;
- And
- c) In case of cash flow statement, of the cash flow for the year ended on that date.

For N.S. Doshi & Co.,
Chartered Accountants

Jalgaon
26th May 2011

(N.S.Doshi-Proprietor)
M. No. 10212
FRN. 102738W

Annexure referred to in paragraph 3 of the Auditors' Report of even date

- i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- c) During the year, the Company has not disposed off any substantial / major part of fixed assets.
- ii) a) The Management has conducted physical verification of inventory at reasonable intervals ;
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- c) The company has maintained proper records of inventory and no material discrepancies were noticed on physical verification;
- iii) a) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 and hence sub clauses (b), (c) and (d)are not applicable
- b) The company has not taken any loan secured or unsecured from any company, firm or other parties covered in the register maintained under section 301 of the Companies Act, 1956 and hence sub clauses (f) and (g) are not applicable.
- iv) There is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods & services.
- v) According to the information and explanation given to us the company has not entered in to any transactions during the relevant financial year that need to be entered into a register in pursuance of section 301 of the Act;
- vi) The company has not accepted deposits from the public during the financial year and there are no outstanding deposits at the year end.
- vii) The company does not have a formal internal audit system. However, in our opinion there are adequate internal control procedures commensurate with its size and nature of its business.

- viii) Maintenance of cost records has not been prescribed by the Central Government under section 209 (1) (d) of the Companies Act, 1956.
- ix) a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income-tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it with the appropriate authorities.
 - b) There are no dues of Income tax/MVAT/Wealth tax/ Service tax/Custom Duty/Excise duty/cess that have not been deposited on account of any dispute.
- x) The company has no accumulated losses as at 31st March 2011 and has not incurred any cash loss during the financial year ended on that date or in the immediately preceding financial year.
- xi) According to the information and explanation given to us the company has not defaulted in repayment of dues to a financial institution or bank at the balance sheet date.
- xii) The company has not granted any loans and advances on the basis of security by way of pledge of fixed deposits, shares, debentures and other securities.
- xiii) The provisions of any special statute applicable to Chit Fund, Nidhi or Mutual Fund/ Societies are not applicable to the company.
- xiv) The company is not dealing or trading in shares, securities, debentures and other investments.
- xv) According to the information and explanation given to us the company has not given any guarantee for loans taken by others from bank or financial institutions;
- xvi) The Company has not obtained any term loan and hence the question its utilisation does not arise;
- xvii) According to the information and explanations given to us, the funds raised on short term basis have not been used for long-term investments.
- xviii) The company has not made any fresh allotment of shares during the year and hence question of allotting them on preferential basis to parties and companies covered in the Register maintained under section 301 of the Companies Act 1956 does not arise.

- xix) The Company has not issued any debentures during the year under review and hence question of creating securities in respect thereof does not arise.
- xx) The Company has not raised any money by public issues during the year under review;
- xxi) According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For N.S. Doshi & Co.,
Chartered Accountants

Jalgaon
26th May, 2011

(N.S.Doshi-Proprietor)
M. No. 10212
FRN. 102737W

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31st March 2011

	Sch. No.	31st March 2011	31st March 2010
INCOME			
Operating Income	8	12,043,183	12,766,203
Sale of Shops /Flats / Land	9	5,895,891	54,011,000
Other Income	10	1,180,725	1,168,862
Povision for doubtful debts written back		1,245,469	415,928
	Total Rs.	20,365,268	68,361,993
EXPENDITURE			
Cost of Shops / Flats Sold / Land	11	3,962,080	48,364,378
Interest	12	4,498,593	8,050,687
Staff Cost	13	1,259,509	1,162,196
Administrative, Operational and Other Expenses	14	4,082,916	1,720,035
Depreciation	4	21,674	24,927
	Total Rs.	13,824,772	59,322,223
Profit Before Tax		6,540,496	9,039,770
Provision for Taxation (Earlier Years)		(26,164)	44,434
Provision for Taxation		1,800,000	1,350,000
	NET PROFIT	4,766,660	7,645,336
Add: Balance B/f from Previous year (Incl. Deferred Tax Reserve)		4,765,611	3,571,282
Less/ Add: (Deferred Tax Liability) Deferred Tax Credit		(373,015)	(1,451,007)
Profit Available for Appropriation		9,159,256	9,765,611
APPROPRIATIONS			
Transfer to Special Reserve U/s 36(1)(viii)		5,000,000	5,000,000
Balance carried to Balance Sheet		4,159,256	4,765,611
	Total Rs.	9,159,256	9,765,611
<u>NOTES ON ACCOUNTS</u>	15		

The schedules referred to above form an integral part of the Profit & loss Account
This is the Profit and Loss Account referred to in our report of even date

FOR N. S. DOSHI & CO.
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(N.S.Doshi-Proprietor)
M. No. 10212

ISHWARLAL S. JAIN
(MANAGING DIRECTOR)

PRAMOD MEHTA
(DIRECTOR)

Jalgaon.
26th May, 2011

BALANCE SHEET AS AT 31ST MARCH, 2011

	Sch. No.	31st March 2011	31st March 2010
<u>SOURCES OF FUNDS</u>			
<u>Shareholders' Funds</u>			
Share Capital	1	50,000,000	50,000,000
Reserves and Surplus	2	24,270,568	19,876,923
<u>Loan Funds</u>			
Secured Loan	3	34,314,649	33,752,260
Total Rs.		108,585,217	103,629,183
<u>APPLICATION OF FUNDS</u>			
<u>Fixed Assets</u>			
Gross Block	4	1,317,464	1,317,464
Less Depreciation		1,226,144	1,204,470
Net Block		91,320	112,994
Housing Loans		1,202,224	3,893,162
Investments	5	764,451	764,451
<u>Current Assets, Loans and Advances</u>			
Current Assets, Loans and Advances	6	116,501,667	112,027,140
Less:- Current Liabilities and Provisions	7	10,192,818	13,759,953
Net Current Assets		106,308,849	98,267,187
Deferred Tax Asset		218,373	591,388
NOTES ON ACCOUNTS	15		
Total Rs.		108,585,217	103,629,183

The Schedules referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date

FOR N. S. DOSHI & CO.
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(N.S.Doshi-Proprietor)
M. No. 10212

ISHWARLAL S. JAIN
(MANAGING DIRECTOR)

PRAMOD MEHTA
(DIRECTOR)

Jalgaon.
26th May, 2011

SCHEDULES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	31st March 2011	31st March 2010
1		
<u>SHARE CAPITAL</u>		
<u>AUTHORISED</u>		
74,99,000 Equity Shares of Rs. 10 each	74,990,000	74,990,000
100 Preference Share of Rs. 100 each	10,000	10,000
	-----	-----
	75,000,000	75,000,000
	-----	-----
<u>ISSUED, SUBSCRIBED AND FULLY PAID-UP</u>		
50,00,000 Equity Shares of Rs. 10/- each fully paid-up	50,000,000	50,000,000
	-----	-----
Total Rs.	50,000,000	50,000,000
	-----	-----
2		
<u>RESERVES AND SURPLUS</u>		
a) General Reserve	34,312	34,312
b) Special Reserve	20,077,000	15,077,000
U/s (36)(1)(viii) of Income Tax, 1961.		
c) Balance in Profit and Loss account	4,159,256	4,765,611
	-----	-----
Total Rs.	24,270,568	19,876,923
	-----	-----
3		
<u>SECURED LOAN</u>		
Jalgaon Peoples Co.Op. Bank Ltd. (Cash Credit Against Mortgage of Sillod Property)	34,314,649	33,752,260
	-----	-----
Total Rs.	34,314,649	33,752,260
	-----	-----

4) Fixed Assets

Sr. No.	Particular	Gross Block				Depreciation				Net Block		
		As on 1.4.2010	Addition	Sales Adjustment	As on 31.3.2011	Up to 1.4.2010	During the Year	on Asset Sold	Up to 31.3.2011	31.3.2011	31.3.2011	31.3.2010
1	Furniture & Fixture	99,078	-	-	99,078	96,059	3,019	-	99,078	-	-	3,019
2	Office Equipments	947,753	-	-	947,753	937,494	6,225	-	943,719	4,034	-	10,259
3	Equipments (other)	99,701	-	-	99,701	42,152	4,735	-	46,887	52,814	-	57,549
4	Motor Cars	81,000	-	-	81,000	38,833	7,695	-	46,528	34,472	-	42,167
5	Other Vehicles	89,932	-	-	89,932	89,932	-	-	89,932	-	-	-
	Current Year	1,317,464	-	-	1,317,464	1,204,470	21,674	-	1,226,144	91,320	-	112,994
	Previous Year	1,317,464	-	-	1,317,464	1,179,543	24,927	-	1,204,470	112,994	-	137,921

5 INVESTMENTS

<u>(A) Equity Shares of other companies</u> <u>(fully paid Unless otherwise stated)</u>	No.	Face Value	31-Mar-11	31-Mar-10
Sharyans Resources Ltd *(Incd. Bonus Share - 7,500)	13541*	10	264,501	264,501
Jalgaon peoples Co-operative Bank (8,000 shares purchases in F.Y.2009-10)	9999	50	499,950	499,950
			764,451	764,451

Note :

Investments are not meant for trading and are intended to be held on long term basis

Quoted Investments (Long Term)

Book Value	264,501	264,501
Market Value	(1,079,218)	(1,230,877)

Unquoted Investments

Jalgaon peoples Co-operative Bank	499,950	499,950
	764,451	764,451

6 CURRENT ASSETS AND LOANS AND ADVANCES

A) CURRENT ASSETS

At Arya Auto Point

___ Land	2,389,770	2,389,770
___ Construction at Arya Auto Point at Jalgaon (Including Exp: Capitalized)	1,112,499	1,390,625

At Sillod

___ Land	-	-
___ Shopping cum residential Complex Building Under Construction held as stock in trade	13,276,920	16,692,624
	305,891	574,141

Sundry Debtor :

Unsecured and considered good :

Debt outstanding over six months*	31,630,338	43,696,561
Cash in hand	49,793	207,073

Balance with Scheduled Banks

___ In Current accounts	176,447	202,408
-------------------------	---------	---------

Balance with Other Banks

___ In Current accounts	3,940	3,628
Prepaid Insurance Charges	642	818
Terrace Rent Receivable	-	8,500

(A) **48,946,240** **65,166,148**

(*Due from a relative of director against Cancellation of
Development agreement at R.L.Park Sillod)

31st March 2011

31st March 2010

B) LOANS & ADVANCES

(Unsecured unless otherwise stated
and considered good)

Advances recoverable In cash or In kind or for value to be received (Net)	67,401,487	46,007,236
Advance tax & tax deducted at source		
TDS (08-09)	-	86,520
TDS (09-10)	-	613,296
Deposits	153,940	153,940
	-----	-----
(B)	67,555,427	46,860,992
	-----	-----
Total (A) + (B)	116,501,667	112,027,140
	-----	-----

7 CURRENT LIABILITIES AND PROVISIONS

A) CURRENT LIABILITIES

Sundry Creditors & Other Liabilities	8,201,589	10,293,372
--------------------------------------	-----------	------------

B) PROVISIONS

Provision for Income Tax	1,290,117	1520,000
Provision for doubtful debts	701,112	1,946,581
	-----	-----
	10,192,818	13,759,953
	-----	-----

8 OPERATING INCOME

Interest on Housing Loans (Tax deducted at source Rs.NIL/- Pr. Year Rs.NIL/-)	268,335	83,955
Interest on Other Loans (Tax Deducted at source Rs. NIL/- Pr. Year Rs.NIL/-)	7,055,815	12,682,248
Interest on Debtor	4,719,033	--
	-----	-----
	12,043,183	12,766,203
	-----	-----

	31st March 2011	31st March 2010
9	<u>SALE OF SHOPS/ FLATS / LAND AT</u>	
- Shops (R. L. Park Sillod)	1,760,000	6,736,000
- Flats (R.L. Park Sillod)	3,059,891	1,575,000
- Land (R.L. Park Sillod)	-	44,100,000
- Shops (Arya Auto Point Jalgaon)	726,000	1,200,000
- Flats (Building Under Construction)	350,000	-
- Shops (Jamner)	5,895,891	400,000
	5,895,891	54,011,000
10	<u>OTHER INCOME</u>	
Surplus on sale of property acquired against loan (Parvati Appt.)	228,510	-
Dividend	60,312	35,312
Miscellaneous Receipts	891,903	1,133,550
	1,180,725	1,168,862
11	<u>COST OF SHOPS/FLATS/LAND SOLD</u>	
- Shops (R. L. Park)	611,400	2,323,320
- Flats (R. L. Park)	2,804,304	1,402,152
- Land (R. L. Park)	---	43,705,704
- Shops (Arya Auto Point)	278,126	556,252
- Flats (Building Under Construction)	268,250	---
- Shops (Jamner)	---	376,950
	3,962,080	48,364,378
12	<u>INTEREST</u>	
<u>Paid on</u>		
T.D.S.	151	150
Loan from Bank	4,498,442	8,050,537
	4,498,593	8,050,687

	31st March 2011	31st March 2010
13 STAFF COST		
Salaries	1,189,450	1,085,677
Bonus & Ex-Gratia	29,447	32,012
Contribution to Providend Fund	40,612	44,507
	-----	-----
	1,259,509	1,162,196
	-----	-----
14 ADMINISTRATIVE, OPERATIONAL AND OTHER EXPENSES		
Advertisement	66,834	66,210
Auditors Remuneration	76,253	76,253
Bad Debts	2,543,272	306,950
Bank Charges	3,221	155,221
Conveyance	18,475	14,045
Custodial Fee	13,236	13,236
D Mat Account Charges	662	672
Maintainance Charges at R.L.Park, Sillod	907,344	591,130
Maintainance Charges at Arya Auto Point, Jalgaon	1,800	50,400
Insurance Charges	2,181	1,734
Legal Expenses	61,320	5,050
Interest on listing fees	3,750	11
Fringe Benefit Tax	-	13,903
Municipal Tax	28,539	12,004
N. A. Tax	4,084	--
Listing Fees	25,603	26,530
Other Expenses	6,711	6,756
Postage & Telegram	8,090	8,405
Printing & Stationery	6,251	6,046
Professional Charges	105,000	124,000
Repairs to Maintainence	--	19,507
Repairs to Computers	6,825	2,370
Share Transfer Charges	64,935	78,976
Shop Act License Fees	--	1,800
Telephone & Mobile Charges	77,319	81,426
Travelling Expenses	2,936	12,207
Vehicle Expenses	43,275	45,193
Voluntary Delisting Application Process Charges	5,000	--
	-----	-----
TOTAL Rs.	4,082,916	1,720,035
	-----	-----

15) NOTES TO ACCOUNTS

1) Significant Accounting Policies

A) Accounting Methodology

The accounts have been prepared on historical cost basis of accounting in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956. The Company adopts the accrual concept in the preparation of accounts, unless otherwise stated.

B) Investments

Investments classified as long term investments are carried at cost. Provision for diminution, if any, in the value of investments is made to recognize a decline, other than, that of a temporary nature.

C) Revenue Recognition

Repayment of housing loans is by way of equated monthly installments (EMIs) comprising principal and interest. Interest is calculated with monthly rests on the balance outstanding. The Company's income from this operation is accounted for on an accrual basis, wherever applicable determined in accordance with the prudential norms prescribed by the National Housing Bank for the Housing Finance Companies. Other Revenue/Income and Costs/expenditure (other than dividend) are accounted for on accrual basis, except in cases where prudential norms prescribed by NHB are otherwise required to be observed.

Dividend is accounted for on cash basis.

D) Fixed Assets

1. All the fixed assets have been stated at cost inclusive of incidental expenses less accumulated depreciation less impairment if any.
2. Depreciation on Fixed Assets is provided on Straight Line Method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.

E) Inventories

Inventories are valued at lower of cost and net realizable value.

2) Unclaimed Dividend and Transfer of Dividend to Investor Protection Fund

Unclaimed Dividend of Rs. NIL (P.Y. Rs. NIL/-)

3) As certified by the management loans granted by the Company are secured by –

- Simple / equitable mortgage of the property and/or
- Assignment of Life Insurance Policy and/or
- Personal Guarantees and/or
- Undertaking to create a security and/or
- Promissory Note.

And are considered good except in the cases where the provisions have been made.

4) Borrowing Costs

There are no borrowing costs that are attributable to the acquisition or construction of qualifying assets. A Qualifying asset is one that necessarily takes substantial period of time to get ready for intended use.

5) Provision for Current and Deferred Tax.

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent there is a reasonable certainty that the assets will be realised in future.

6) Transfer to Special Reserve

The company has transferred Rs. 50,00,000 /-(P.Y. Rs.50,00,000) to Special Reserve Account during the current year.

7) Bad Debts

Company has written off certain Housing loans without enforcing security on the ground that recovery steps would not be commercially viable.

8) Current assets, loans and advances

In the opinion of the board, the current assets, loans and advances, subject to the provision, have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

9) Amount due to micro & small enterprises:

The company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, disclosures relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given.

10) Contingent Liability

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) Rs. NIL /-. (P.Y. Rs. NIL).

11) Auditors' Remuneration

Particulars	2010-2011	2009-2010
Audit Fees	25,000	25,000
Company Law matters	5,000	5,000
Income Tax matters	15,000	15,000
Certification charges	6,000	6,000
Service Tax	5,253	5,253
Tax Audit Fees	20,000	20,000
Total	76,253	76,253

12) Disclosure in respect of Related Parties pursuant to Accounting Standard 18

- 1) List of Related Parties
(As identified by the Management)

- i) Enterprises that directly or indirectly exercise control NIL
- ii) Key Managerial Personnel and Enterprises
(having common Key Management Personnel or their relatives)

Key Management Personnel

- | | | |
|---|------------------------|-------------------|
| 1 | Shri Ishwarlal S. Jain | Managing Director |
| 2 | Shri Manish I. Jain | Director |

Relatives of Key Management Personnel

- | | | |
|---|---------------------|------------------------------|
| 1 | Shri Amrish Jain | (son of Shri Iswarlal Jain) |
| 2 | Mrs Pushpadevi Jain | (wife of Shri Iswarlal Jain) |
| 3 | Mrs. Nitika Jain | (wife of Shri Manish Jain) |

Enterprises having common Key Management Personnel (Associates)

Name of the Related Party	Relationship
Arya Automobiles	Proprietary concern of Shri I. S. Jain
Rajmal Lakhichand (Jalgaon)	Partner ship firm in which directors are partners
Rajmal Lakhichand & Sons	
Arya Impex	
Manraj Travels	
Manraj Construction	
Manraj Green Gold	
Rajmal Lakhichand Jewellers (Pune)	
R. L. Commodities Pvt. Ltd.	
Manraj Jewellers Pvt. Ltd.	
R. L. Jewels Pvt. Ltd.	
Ajanta Health Resort Pvt. Ltd.	
R.L. Gold Pvt. Ltd.	
Rajmal Lakhichand Jewellers Pvt. Ltd.	
Manraj Motors Pvt. Ltd.	
Manavi Holdings Pvt. Ltd.	

2. During the year, the following transactions were carried out with the related parties in the ordinary course of the business and at arms length price.

Name of Related Party	Nature of Transaction	Amount Rs.
MANRAJ MOTORS PVT LTD	Vehicle expenses paid	36371
Arya Automobiles	Vehicle expenses paid	4449
Shri. Amrish I. Lalwani	Cancellation of Development Agreement	3,16,30,338

13) Earnings Per Share

Particulars	31.03.2011	31.03.2010
Earning for the Year	47,66,660	76,45,336
Number of Shares: Basic/ Diluted	50,00,000	50,00,000
E P S : Basic/ Diluted	Rs. 0.95	1.53

14) Where changes in presentation are made, comparative figures for the previous year are re-grouped accordingly.

AS PER OUR REPORT OF EVEN DATE.

FOR N. S. DOSHI & CO.,
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(N.S. Doshi-Proprietor)
No. 10212
Jalgaon.
26th May, 2011.

ISHWARLAL S. JAIN
(Managing Director)

PRAMOD MEHTA
(Director)

CASH FLOW STATEMENT

	31st March 2011	31st March 2010
A Cash Flow From operation		
Net Profit Before Tax	6,540,496	9,039,770
<u>Adjustments for</u>		
Provision for Doubtful Debts (1,245,469)	(415,928)	
Bad debts 2,543,272		
Depreciation 21,674	24,927	
Dividend Income (60,312)	(35,312)	
	1,259,165	(426,313)
	-----	-----
<u>Operating Profit Before Working Capital Changes</u>	7,799,661	8,613,456
<u>Adjustment for</u>		
Trade and Other Receivables (4,657,456)	11,432,509	
Trade and Other Payables (2,321,666)	(6,979,122)	12,202,095
	-----	-----
<u>Cash Generated from Operations</u>	820,539	20,815,551
Housing Loan Recoveries	147,666	895,045
Income Tax (Net)	(1,773,836)	(1,394,434)
	-----	-----
<u>Net Cash From operating Activities</u>	(805,630)	20,316,162
B Cash Flow From Investing activities		
Purchase of fixed Assets	-	-
Dividend Income 60,312	35,312	
Purchases of Investments	60,312	(364,688)
	-----	-----
C Cash Flow From Financing Activities		
Increase (Decrease) in Secured Loans	562,389	(20,994,160)
	-----	-----

D	<u>Net Cash Flow during the Year</u>	<u>(182,929)</u>	<u>(1,042,687)</u>
	Cash and Cash Equivalents as at 1/04/2010	413,109	1,455,796
	Cash and Cash Equivalents as at 31/03/2011	230,180	413,109
	Net Increase (Decrease) in Cash and Cash Equivalents	(182,929)	(1,042,687)

Figures for the Previous Year have been regrouped and reclassified wherever necessary to conform to the classification of current year

This is the Cash Flow Statement referred to in our report of even date

FOR N. S. DOSHI & CO.,
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(N.S. Doshi-Proprietor)
M.No. 10212

ISHWARLAL S. JAIN
(Managing Director)

PRAMOD MEHTA
(Director)

Jalgaon
26th May, 2011.

BALANCE SHEET ABSTRACT AND A COMPANY'S GENERAL PROFILE

I REGISTRATION DETAILS

Registration No. 5 5 0 0 0 State Code 1 1
 Balance Sheet Date 3 1 0 3 2 0 1 1

II CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thousand)

Public Issue N I L Rights Issue N I L
 Bonus Issue N I L Private Placement N I L

III POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Amount in Rs. Thousand)

Total Liabilities 1 0 8 5 8 5 Total Assets 1 0 8 5 8 5

SOURCES OF FUNDS

Paid up Capital 5 0 0 0 0 Reserves & Surplus 2 4 2 7 1
 Secured Loans 3 4 3 1 5 Unsecured Loans N I L

APPLICATION OF FUNDS

Housing Loans 1 2 0 2 Investments 7 6 4
 Net Fixed assets 9 1 Net Current Assets 1 0 6 3 0 9
 Deferred Taxes 2 1 8 Misc. Expenditure N I L

IV PERFORMANCE OF THE COMPANY (Amount in Rs. Thousand)

Turnover 2 0 3 6 5 Total Expenditure 1 3 8 2 5
 Profit Before Tax 6 5 4 0 Profit Ater Tax 4 7 6 7
 Earning Per Share (in Rs.) 0 . 9 5 Dividend (%) N I L

V GENERIC NAMES OF THREE PRINCIPAL PRODUCTS / SERVICES OF COMPANY

(As per monetary terms)

Item Code No. (ITC Code) - - -
 Product Description
 Item Code No (ITC Code) - - -
 Product Description
 Item Code No. (ITC Code)
 Product Description

PROXY FORM
MANRAJ HOUSING FINANCE LIMITED
Registered Office: 3, Pushpa Apartment,
General Vaidya Chowk, Jalgaon.

I / We
of
being a Member / Members of MANRAJ HOUSING FINANCE LTD. JALGOAN, hereby appoint
..... of
or failing him of
as my / our proxy to vote for my/our behalf, at the **21st Annual General Meeting** of the Company to be held
on **Saturday, the 24th day of September, 2011** at **3, Pushpa Apartment, General Vaidya Chowk,**
Jaigaon - 425 002. at 10.00 a.m. and at any adjournment thereof.
Signed this day of 2011

Please Affix
1 Rs.
Revenue
Stamp Here

Signature(s) of Member(s)
Across the Stamp

Note : The Proxy must be deposited with the Registered Office of the Company at 3, Pushpa Apartment,
General Vaidya Chowk, JALGAON- 425 002. not less than 48 hours before the time for holding the meeting.

ATTENDANCE SLIP
MANRAJ HOUSING FINANCE LIMITED
Registered Office: 3, Pushpa Apartment,
General Vaidya Chowk, Jalgaon - 425 002.

Please complete this attendance slip and hand it over at the entrance of the Meeting Hall.

L.F.No.(s)

NAME OF THE SHAREHOLDER / PROXY
ADDRESS
No. of Shares held

I/We hereby record my/our presence at the **21st Annual General Meeting** of the Company being held at
3, Pushpa Apartment, General Vaidya Chowk, Jalgaon - 425 002 on **Saturday the 24th September**
2011 at 10.00 a.m.

SIGNATURE OF THE SHARE HOLDER / PROXY

*Strike out whichever is not applicable.

Manraj Housing Finance Limited

Administrative Office :- 169, Balaji Peth,
JALGAON - 425 001.