

**3<sup>rd</sup> Annual Report 2011-2012**

**MMS Infrastructure Limited**

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**BOARD OF DIRECTORS**

DR. KRISHNA KUMAR MENON	: DIRECTOR
MR. BALKRISHNA TENDULKAR	: DIRECTOR
MR. NITIN PARANJPE	: NON EXECUTIVE DIRECTOR
DR. VASUNDHARA ATRE	: NON EXECUTIVE DIRECTOR
MR. MURALIDHARAN NAIR	: NON EXECUTIVE DIRECTOR

**REGISTERED OFFICE**

PLOT NO. EL-63 T.T.C INDUSTRIAL AREA  
ELECTRONIC ZONE, M.I.D.C,  
MAHAPE, NAVI MUMBAI – 400 710.  
MAHARASHTRA  
TEL. NO.: +91-22-4119 3100 / 3200  
FAX NO.: +91-22-2762 2153  
E-MAIL: [accounts@maestros.net](mailto:accounts@maestros.net)  
WEBSITE: [www.medi-line.com](http://www.medi-line.com), [www.maestros.net](http://www.maestros.net)

**AUDITORS**

R A R & ASSOCIATES  
CHARTERED ACCOUNTANTS

**REGISTRAR & SHARE TRANSFER AGENTS**

LINK INTIME INDIA PRIVATE LIMITED  
C-13 PANNALAL SILK MILLS COMPOUND,  
L. B. S MARG, BHANDUP (WEST),  
MUMBAI – 400 078.  
TEL NO.: +91-22-5555 5454  
FAX NO.: +91-22-2567 2693.

**NOTICE**

NOTICE is hereby given that the Third Annual General Meeting of MMS Infrastructure Limited will be held at Hotel Celebrations, Plot no. L-1, Sector 19, Vashi, Navi Mumbai-400 705 on Friday December 07, 2012 at 3.30 p.m. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Directors' Report, Auditors' Report and Audited Balance Sheet and Profit and Loss Account for the year ended 31<sup>st</sup> March 2012.
2. To appoint statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to authorize the Board Directors to fix their remuneration. The retiring auditors M/s. R A R and Associates (Formerly known as M/s. Anil Goyal & Co.), Chartered Accountants are eligible for reappointment and have confirmed their willingness to accept office, if re-appointed.

**SPECIAL BUSINESS:**

3. To consider and, if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution:  
"RESOLVED that Dr. K. K. Menon, who was appointed as a Managing Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Articles of Association and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received notice in writing proposing his candidature for the Officer of a Director be and is hereby appointed a Managing Director of the Company"
4. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:  
"RESOLVED that Mr. Muralidharan Nair, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Articles of Association and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received notice in writing proposing his candidature for the Officer of a Director be and is hereby appointed a Director of the Company liable to retire by rotation"
5. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:  
"RESOLVED that Dr. Vasundhara Atre, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and Articles of Association and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received notice in writing proposing his candidature for the Officer of a Director be and is hereby appointed a Director of the Company liable to retire by rotation"
6. To consider and, if thought fit, to pass with or without modification, the following resolution as An Ordinary Resolution:  
"RESOLVED that pursuant to the provisions of Section 293 (1) (d) and other applicable provisions, if any of the Companies Act, 1956 the consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any time exceed the sum of Rs. 25.00 Crores ( Rupees Twenty Five Crores only), borrowed and to be borrowed from Indian / Foreign institutions / Mutual Funds / Development Agencies / Overseas Corporate Bodies and other persons / entities."
7. To consider and, if thought fit, to pass with or without modification, the following resolution as An Ordinary Resolution:  
"RESOLVED that pursuant to the provisions of section 293 (1) (a) and other applicable provisions, if any, of the Companies Act, 1956 the consent of the Company be and is hereby accorded to the creation by the Board of Directors of the Company of such mortgages, charges and / or hypothecation in addition to the existing mortgages / charges, hypothecations and other encumbrances, the sum or sums of moneys aggregating Rs.25.00 crores (Rupees Twenty Five Crores only) borrowed or to be borrowed by the Company from Banks, Financial Institutions and others as set out in the Resolution of item no.7 of the notice.  
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to finalize the documents for creating the aforesaid mortgages and / or charges and to do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this Resolution."

By Order of the Board of Directors

Mr. B. K. Tendulkar  
(Director)

**Registered Office:**

Plot no. EL-63, TTC Indl. Area, Electronic Zone,  
M.I.D.C., Mahape, Navi Mumbai - 400 710,  
Maharashtra.

Date: 31<sup>st</sup> October, 2012.

**ANNEXURE TO THE NOTICE**

Explanatory Statement as required under Section 173 of the Companies Act, 1956

**Item No. 3**

The Board of Directors of the Company at its meeting held on 14<sup>th</sup> February, 2012 appointed Dr. K. K. Menon as Managing Director subject to the approval of the shareholders at the General Meeting. The terms and conditions of their appointment are set out in the draft of the agreements to be entered into by the Company with them, which inter-alia contains the following terms and conditions:

1. Period of Agreement:

5 years from 14<sup>th</sup> February, 2012 respectively

**Item No. 4 & 5**

The Board of Directors of the Company at its meeting held on 14<sup>th</sup> February, 2012 appointed Mr. Muralidharan Nair and Dr. Vasundhara Atre as Director subject to the approval of the shareholders at the General Meeting.

**Item No. 6 & 7**

Under Section 293(1) (d) of the Companies Act, 1956 the Board of Directors cannot, except with the approval of the shareholders in general meeting, borrow money in excess of the aggregate of the paid-up share capital and fees reserves of the Company. In view of the completion of the demerger for meeting further expansion of the divisions the Company feels that it may be required to approach various Banks, Financial Institutions, etc., for the borrowing of funds. It is therefore proposed to approve a limit of Rs.25 Crores.

Some of the borrowings of the Company are required to be secured by an appropriate mortgage or charge. As the documents may contain the power to sell, lease or otherwise dispose off the whole, or substantially the whole of the undertaking of the Company in certain events, it is necessary for the Members to pass a Resolution under Section 293 (1) (a) of the Companies Act, 1956.

The Board commends passing of the Ordinary Resolutions referred to in item nos. 6 and 7 None of the Directors of the Company is concerned or interested in the passing of the above resolutions.

**By order of the Board of Directors,**

**Mr. B. K. Tendulkar**  
(Director)

**Registered Office:**

Plot no. EL-63, TTC Indl. Area, Electronic Zone,  
M.I.D.C., Mahape, Navi Mumbai - 400 710,  
Maharashtra.

Date: 31<sup>st</sup> October, 2012

**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting their Third Annual Report together with the Audited Accounts of the Company for the period ended 31<sup>st</sup> March, 2012.

**Financial Results**

The "Infra Division" of the Company have been demerged and the same is transferred to MMS Infrastructure Ltd with effect from appointed date i.e.1<sup>st</sup> April, 2009. The Hon'ble High Court of Bombay has sanctioned the scheme of arrangement vide order dated 10<sup>th</sup> June, 2011, a certified true copy of which was received by the Company filed the said order with the Registrar of Companies, Bombay on dated 15<sup>th</sup> September, 2011. Financial statements for the year ended March 31, 2012 are presented without comparative figures of previous year.

[₹ In Thousands]

	Current Year	Previous Year
Total Income	41,217	-
Less: Expenditure	9,146	10
Profit before Depreciation, Finance Charges and Tax	32,071	(10)
Less: Interest and Financial Charges	19,697	-
Less: Depreciation	9,168	-
Profit before Tax	3,206	(10)
Less: Provision for Taxation	(768)	-
Profit / (Loss) after tax	3,974	(10)
Less: Short provision for tax on earlier years	-	-
Add: Prior period items	-	-
Add: Balance brought forward from previous year	(20)	(10)
Profit/ (Loss) available for appropriation (Appropriated as per Scheme of Arrangement)	22,910	(20)
Less: Appropriations Transfer to General Reserve	-	-
Balance carried forward	26,865	(20)

**Dividend**

The Company is a newly incorporated company and hence with a view to conserve resources for funding any future business requirements and expansion plans, your Directors have not recommended any dividend for the current period.

**Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

Disclosure of information in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo have not been provided as the Company has not yet commenced operational activities.

**Share Capital**

As on 31<sup>st</sup> March, 2012, the Authorised and Paid up Share capital of the Company were Rs. 9,00,00,000/- divided into 90,00,000 Equity Shares of Rs.10/- each.

**Demerger of Infrastructure Activities Pursuant to the Scheme**

Your Company was incorporated to carry out growth plans of Infrastructure activities have been demerged and the same is transferred from Maestros Mediline Systems Limited to "MMS Infrastructure Ltd" subject to sanction of scheme of Amalgamation by Hon'ble High Court, Bombay on dated 10<sup>th</sup> June, 2011. On sanctioning the scheme, all assets and liabilities of Infrastructure division of Maestros Mediline Systems Limited have been vested in to Company on going concern basis.

In pursuance of the said scheme, the Company has allotted and issued 87,46,520 [Eighty Seven Lakh Forty Six Thousand Five Hundred Twenty Only] Equity Shares of Rs. 10/- [Ten] each to the shareholders of Maestros Mediline Systems Limited, in the ratio of 2 [Two] Equity Shares of Rs. 10/- [Ten] each of the Company for every 1 [One] Equity Shares of Rs.10/- [Ten] each held in Maestros Mediline Systems Limited.

**Particulars of Employees**

There are no employees covered by the provision of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

**Directors**

Mr. N. P. Mahajani, Dr. N. S. Paranjape and Mr. B. K. Tendulkar, were the first Directors of the Company and have been so named in the Articles of Association.

**Directors Responsibility Statement**

Pursuant to the requirement of Section 217(2AA) of the Companies Act, 1956, and based on representations received from operating management, the Directors hereby confirm that:

- I. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- II. they have selected such accounting policies in consultation with the statutory auditors 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 as at March 31, 2012;
- III. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- IV. they have prepared the annual accounts on a going concern basis.

**Statutory Auditors**

M/s. RAR & Associates, Chartered Accountants, statutory auditors of the Company continue to hold office until conclusion of forthcoming Annual General Meeting and offer themselves for re-appointment.

The Board has duly reviewed the Statutory Auditors Report on the Accounts. The observations and comments, appearing in the Auditors Report are self-explanatory and do not call for any further explanation/clarification by the Board of Directors under Section 217(3) of the Companies Act, 1956.

**Acknowledgement**

The Board of Directors of the Company wish to place on record their thanks and appreciation to Government agencies, all the members and executives for their contribution and support to the Company.

**For and on behalf of the Board of Directors**

**Mr. B. K. Tendulkar**  
[Director]

**Dr. K. K. Menon**  
[Director]

**Addendum to Director's Report**

Point No. (ix) of Annexure to the Auditor's Report

There were certain defaults in remittances of undisputed outstanding tax liabilities.

However, arrangements are being made to settle the dues.

**For and on behalf of the Board of Directors**

**Mr. B. K. Tendulkar**  
[Director]

**Dr. K. K. Menon**  
[Director]

Place: Navi Mumbai

Date: September 20, 2012

**AUDITORS' REPORT**

To the Members of

**MMS Infrastructure Limited.**

1. We have audited the attached balance sheet of MMS Infrastructure Limited, as at 31<sup>st</sup> March 2012, the profit and loss account and also the cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standard 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 statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 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 the books and records of the company as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to above, we report that:
  - (i) 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;
  - (ii) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received.
  - (iii) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account;
  - (iv) In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
  - (v) On the basis of written representations received from the directors, as on 31<sup>st</sup> March 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2012 from being appointed as a 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 explanation given to us, and subject to our comments in the Annexure, and subject to the representations and confirmations received by the management, the said accounts give the information required by the Companies Act 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
    - (a) in the case of the balance sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2012;
    - (b) in the case of the profit and loss account, of the profit for the year ended on that date; and
    - (c) in the case of the cash flow statement, of the cash flows for the year ended on that date.

For **RAR & Associates.**  
Chartered Accountants  
Firm Regn No. 100431w

**Anil Goyal.**  
(Partner)  
Membership No. 43429

Place : Mumbai.  
Date : 20<sup>th</sup> Sept., 2012

**Annexure to the Auditors' Report**

Referred to in paragraph 3 of our report of even date,

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets.
- (c) The company has not disposed off a substantial part of fixed assets during the year and accordingly going concern is not affected.
- (ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (d) In our opinion and according to the information and explanations given to us the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (e) We have relied upon the management regarding the confirmations of debtors outstanding for more than six months and creditors and inventories, as it was not possible for us to verify the same, nor we have received the confirmations of balances.
- (iii) In our opinion and according to the information and explanations given to us, the company has not taken or granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained u/s 301 of the Companies Act, 1956. Accordingly, clauses (iii) b, (iii) c and (iii) d of the Order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there are not adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) According to the information and explanations given to us, there have been no contracts or arrangements referred to in Section 301 of companies' Act during the year to be entered in the register required to be maintained under that section. Accordingly the question of commenting the same does not arise.
- (vi) The company has not accepted any deposits from public.
- (vii) In our opinion, the company does not have an internal audit system commensurate with the size and nature of its business.
- (viii) In our opinion and according to the information and explanations given to us the maintenance of cost records has not been prescribed by the Central Government under section 209 (1) (d) of the Companies Act, 1956.
- (ix) (a) The company is not regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employee's state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it. The details are as under:-

Particulars	Amount Outstanding	Amount Outstanding
	as on 31.03.2012	as on Date of Signing
Cess	1,25,677	1,25,677
Sales Tax	NIL	NIL
Property Tax	5,87,392	5,87,392
PF-ESIC-PT	NIL	NIL
Service Tax	23,66,965	23,66,965
TDS	50,944	50,944

- (b) According to the information and explanations given to us, no disputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31<sup>st</sup> March, 2012 for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are certain dues payable of cess, property tax, service tax, TDS and the same has not been paid till the date of Signing the audit report.
- (x) In our opinion, the company does not have accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.
- (xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a nidhi mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) In respect of company's dealing in or trading in its investments, proper records have been maintained of transactions and contracts and timely entries have been made. The investments have been held by the company in its own name.
- (xv) In our opinion and according to the information and explanations given to us the company has not given guarantees for loans taken by others from banks or financial institutions.
- (xvi) In our opinion, the term loans have been applied for the purpose for which they were raised.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- (xvii) 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.
- (xviii) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
- (xix) The company has not raised any money by public issues during the year.
- (xx) The company has not issued any debentures during the year and there are no debentures outstanding at the year end.

**For RAR & Associates.**  
Chartered Accountants  
Firm Regn No. 100431w

**Anil Goyal**  
(Partner)  
Membership No. 43429

Place : Mumbai.

Date : 20<sup>th</sup> Sept., 2012

**MMS INFRASTRUCTURE LTD**  
**Balance Sheet as at 31st March, 2012**

[All Amounts In ₹]

	Note	As at 31st March, 2012	As at 31st March, 2011
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Fund</b>			
Share Capital	1	87,465,200	500,000
Reserve And Surplus	2	84,081,281	(20,000)
<b>Non-Current Liabilities</b>			
Long Term Borrowings	3	119,966,288	-
Deffered Tax Liability (net)	4	29,081,847	-
<b>Current Liabilities</b>			
Trade Payables	5	2,353,252	-
Other Current Liabilities	6	16,224,982	20,000
<b>Total</b>		<b>339,172,850</b>	<b>500,000</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
<b>Fixed Assets:</b>			
Tangible Assets	7	171,311,877	-
Non-Current Investments	8	3,094,410	-
Long Term Loans And Advances	9	162,191,780	-
<b>Current Assets</b>			
Trade Receivables	10	491,839	-
Cash and Bank Balances	11	345,163	456,000
Short Term Loans and Advances	12	1,737,783	44,000
<b>Total</b>		<b>339,172,850</b>	<b>500,000</b>
Significant Accounting Policies			
Notes on Financial Statements	19		

Schedules referred to above form an integral part of the Balance Sheet

As per our attached report of even date

For and on behalf of R A R &amp; Associates

Chartered Accountants

For and on behalf of Board of Directors

Anil Goyal

(Partner)

Membership No. 43429

Mumbai, 20th Sept., 2012

Mr. B. K. Tendulkar

[Director]

Dr. K. K. Menon

[Director]

## MMS INFRASTRUCTURE LTD

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

[All Amounts in ₹]

	Note	2011-12	2010-11
<b>INCOME</b>			
Revenue From Operations	13	40,800,240	-
Other Income	14	416,949	-
<b>Total Revenue</b>		<b>41,217,189</b>	<b>-</b>
<b>EXPENDITURE</b>			
Employee Benefit Expense	15	1,020,779	-
Finance Costs	16	19,696,823	-
Depreciation and Amortisation Expense	17	9,168,497	-
Other Expenses	18	8,124,857	10,000
<b>Total Expenses</b>		<b>38,010,956</b>	<b>10,000</b>
<b>Profit before exceptional and extraordinary items and tax</b>		<b>3,206,233</b>	<b>(10,000)</b>
Profit before extraordinary items and tax		3,206,233	(10,000)
Profit Before Tax		3,206,233	(10,000)
Tax Expenses:			
Current Tax		-	
Deferred Tax		(768,153)	
<b>Profit / (Loss) for the period from continuing operations</b>		<b>3,974,386</b>	<b>(10,000)</b>
<b>Earnings per equity share:</b>			
Basic		0.45	
Diluted		0.45	
Significant Accounting Policies			
Notes on Financial Statements	19		

Schedules referred to above form an integral part of the Profit and Loss Account

As per our attached report of even date

For and on behalf of R A R &amp; Associates

Chartered Accountants

Anil Goyal

(Partner)

Membership No. 43429

Mumbai, 20<sup>th</sup> Sept., 2012

For and on behalf of Board of Directors

Mr. B. K. Tendulkar

[Director]

Dr. K. K. Menon

[Director]

## MMS INFRASTRUCTURE LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2012

[All Amounts in ₹]

Particulars		YEAR ENDED	YEAR ENDED
		31st MARCH, 2012	31st MARCH, 2011
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Cash generated from operations	a	61,987,598	-
<b>Net cash inflow from operating activities</b>	<b>A</b>	<b>61,987,598</b>	-
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Capital expenditure		(338,409)	-
<b>Net cash inflow/(Outflow) from investing activities</b>	<b>B</b>	<b>(338,409)</b>	-
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds from long-term borrowing		119,966,288	-
Loans and advances to related parties		(142,123,183)	-
Loans and advances		(20,068,597)	-
Financial charges paid		(19,696,823)	-
<b>Net cash inflow/(outflow) from financing activities</b>	<b>C</b>	<b>(61,922,314)</b>	-
<b>Net Increase/(Decrease) in cash and cash equivalents [A+B+C]</b>		<b>(273,125)</b>	-
Cash and cash equivalents at the beginning of the year		618,288	456,000
<b>Cash and cash equivalents at the end of the year</b>	<b>b</b>	<b>345,163</b>	<b>456,000</b>

For and on behalf of Board of Directors

Mr. B.K. Tendilkar

[Director]

Dr. K.K. Menon

[Director]

Mumbai, 20<sup>th</sup> Sept., 2012

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2012

[All Amounts in ₹]

		YEAR ENDED 31st MARCH, 2012	YEAR ENDED 31st MARCH, 2011
<b>a</b>	<b>CASH GENERATED FROM OPERATIONS</b>		
	Net Profit before taxation	3,206,233	(10,000)
	Adjustments For :		
	Depreciation and Amortisation Expense	9,168,497	-
	Financial charges	19,696,823	-
	Working capital changes (note a.1)	29,916,045	10,000
		<b>61,987,598</b>	-
<b>a.1</b>	<b>Working capital changes</b>		
	<u>(Increase) / Decrease in current assets</u>		
	(Increase) / decrease trade debts	3,667,036	-
	(Increase) / decrease short-term loans and advances	54,589,281	-
		<b>58,256,318</b>	-
	<u>Increase/(Decrease) in current liabilities</u>		
	Increase / (decrease) in trade payables	286,070	-
	Increase / (decrease) in other current liability	(28,626,343)	10,000
		<b>(28,340,273)</b>	<b>10,000</b>
		<b>29,916,045</b>	<b>10,000</b>
<b>b</b>	<b>CASH AND CASH EQUIVALENTS</b>		
	Cash and bank balances	345,163	456,000
		<b>345,163</b>	<b>456,000</b>

For and on behalf of R A R &amp; Associates

Chartered Accountants

Anil Goyal

(Partner)

Membership No. 43429

Mumbai, 20<sup>th</sup> Sept., 2012

## SIGNIFICANT ACCOUNTING POLICIES &amp; NOTES TO THE ACCOUNTS:

1 SHARE CAPITAL	[All Amounts in ₹]	
	As at 31st March, 2012	As at 31st March, 2011
Authorised Share Capital: 90,00,000 Equity Shares of ₹ 10 each.	<u>90,000,000</u>	<u>500,000</u>
Issued, Subscribed and Paid up: 87,46,520 [2011:- 5,00,000] Equity Shares of ₹ 10 each fully paid up.	87,465,200	500,000
<b>Total</b>	<u><b>87,465,200</b></u>	<u><b>500,000</b></u>

## a] Reconciliation of the number of shares outstanding at the beginning and end of the reporting period :

	As at 31st March, 2012		As at 31st March, 2011	
	No. of Shares	₹	No. of Shares	₹
Shares outstanding at the beginning of the year	8,746,520	87,465,200	50,000	500,000
Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the period of the year	<u>8,746,520</u>	<u>87,465,200</u>	<u>50,000</u>	<u>500,000</u>

## b] Terms and Rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of the equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company the holders of Equity shares are entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2 RESERVES AND SURPLUS	[All Amounts in ₹]	
	As at 31st March, 2012	As at 31st March, 2011
a] Capital Reserves		
Balance as per Last financial statement	57,216,485	-
b] General Reserves		
General Reserve	87,465,200	-
Less: Transferred to Equity Capital	<u>87,465,200</u>	-
c] Surplus in the Statement of Profit & Loss Account		
Surplus at the Beginning of the year	22,890,410	(10,000)
Add: Profit/[Loss] for the Year	<u>3,974,386</u>	<u>(10,000)</u>
		(20,000)
<b>Total</b>	<u><b>84,081,281</b></u>	<u><b>(20,000)</b></u>

**3 LONG-TERM BORROWINGS**

[All Amounts in ₹]

	As at 31st March, 2012	As at 31st March, 2011
From Banks	119,966,288	-
<b>Total</b>	<b>119,966,288</b>	<b>-</b>

- a] ₹ 11.99 [₹ Nil] Crore secured by way of, exclusive mortgage/charge of certain immovable properties situated at, Building No.2, Sector 2, Millenium Business Park, Mahape, Navi Mumbai, Maharashtra. The Loan carries interest rate of 13.25% p.a. and repayment is to be done in 62 monthly installments commencing from 15th month from date of disbursement and last installment of ₹ 31 Lacs. The first disbursement is availed in the month of July 2011; repayment will commence from F.Y. 2012-2013. There are no continuing default as on balance date in repayment of interest.

**4 DEFERRED TAX LIABILITY**

[All Amounts in ₹]

	As at 31st March, 2012	As at 31st March, 2011
Deferred Tax Liability Related to fixed assets	29,081,847	-
<b>Total</b>	<b>29,081,847</b>	<b>-</b>

**5 TRADE PAYABLES**

[All Amounts in ₹]

	As at 31st March, 2012	As at 31st March, 2011
Sundry Creditors	2,353,252	-
<b>Total</b>	<b>2,353,252</b>	<b>-</b>

**6 OTHER CURRENT LIABILITY**

[All Amounts in ₹]

	As at 31st March, 2012	As at 31st March, 2011
Income received in advance	1,221,834	-
Deposits	11,872,171	-
Other payables	3,130,977	20,000
<b>Total</b>	<b>16,224,982</b>	<b>20,000</b>

## MMS INFRASTRUCTURE LIMITED

## SCHEDULES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2012

## 7. FIXED ASSETS

[All Amounts in ₹]

SR. NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK			
		AS AT	ADDITIONS	SALES /	AS AT	FOR THE	ADJUST-	SALES	TOTAL	AS AT	AS AT		
		01.04.2011	DURING THE YEAR	ADJUST- MENTS	31.03.2012	YEAR	MENTS			31.03.2012	31.03.2011		
1	LEASEHOLD LAND	-	-	-	-	-	-	-	-	-	-	-	-
2	FACTORY PREMISES	-	-	-	-	-	-	-	-	-	-	-	-
3	OFFICE PREMISES	-	140,420,009	-	140,420,009	2,288,846	18,271,651	-	20,560,497	-	119,859,512	-	-
4	PLANT & MACHINERY	-	-	-	-	-	-	-	-	-	-	-	-
5	ELECTRICAL INSTALLATION	-	15,786	-	15,786	15,675	-	-	15,675	-	111	-	-
6	FURNITURE & FIXTURES	-	98,518,321	-	98,518,321	6,588,976	44,396,796	-	50,985,772	-	47,532,549	-	-
7	AIR CONDITIONERS	-	5,586,050	-	5,586,050	271,436	2,142,413	-	2,413,850	-	3,172,200	-	-
8	OFFICE EQUIPMENTS	-	170,743	-	170,743	3,564	1,600	-	5,164	-	165,579	-	-
9	COMPUTERS & SOFTWARE	-	-	-	-	-	-	-	-	-	-	-	-
10	VEHICLES	-	1,075,980	-	1,075,980	-	494,054	-	494,054	-	581,926	-	-
	<b>TOTAL</b>	-	<b>245,786,889</b>	-	<b>245,786,889</b>	<b>9,168,497</b>	<b>65,306,515</b>	-	<b>74,475,012</b>	-	<b>171,311,877</b>	-	-
	<b>CAPITAL WORK IN PROGRESS</b>	-	-	-	-	-	-	-	-	-	-	-	-
	<b>TOTAL ASSETS</b>	-	<b>245,786,889</b>	-	<b>245,786,889</b>	<b>9,168,497</b>	<b>65,306,515</b>	-	<b>74,475,012</b>	-	<b>171,311,877</b>	-	-
	<b>PREVIOUS PERIOD</b>	-	-	-	-	-	-	-	-	-	-	-	-

8	NON-CURRENT INVESTMENT [Long Term Investments]	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	<b>Trade Investment</b>		
	Quoted:		
	Nil [2011:1] Share in BPL Limited	27	-
	Nil [2011:800] Shares In Bank of Maharashtra	18,400	-
	Nil [2011:100] Shares in Biocon Limited	31,500	-
	Nil [2011:60] Shares in Central Bank of India	6,120	-
	Nil [2011:1550] Shares in Datamatics	234,500	-
	Nil [2011:200] Shares In Dredging Corporation	21,600	-
	Nil [2011:5000] Shares in Finolex	511,443	-
	Nil [2011:200] Shares in Foursoft Ltd	5,000	-
	Nil [2011;800] Shares in Great East.Shipping Co. Ltd.	288,682	-
	Nil [2011:20] Shares in Indo Count. Ind. Ltd.	530	-
	Nil [2011:672] Shares in J.K. Cement Limited	99,456	-
	Nil [2011:35] Shares in Mahindra & Mahindra Financial Ser. Ltd.	7,000	-
	Nil [2011:1500] Shares in MTNL	331,442	-
	Nil [2011:90] Shares in ONGC Ltd	42,750	-
	Nil [2011:66] Shares in Patel Engineering Limited	29,040	-
	Nil [2011:850] Shares in Patni Computers Sys. Ltd	258,310	-
	Nil [2011:3400] Shares in Petronet LNG Ltd	51,000	-
	Nil [2011:20] Shares in Plethico Pharmaceuticals Limited	6,000	-
	Nil [2011:125] Shares in Power Grid Corp Of India Ltd.	6,500	-
	Nil [2011:200] Shares in Power Trading Corp. Ltd.	3,200	-
	Nil [2011:3000] Shares in Punjab Chem & PH. Ltd.	733,715	-
	Nil [2011:1500] Shares in Tata Chem	408,194	-
	[Market Value as on 31-03-2012 : ₹ 25,38,551]	3,094,410	-
	<b>Total</b>	<b>3,094,410</b>	<b>-</b>
9	<b>LONG-TERM LOANS AND ADVANCE</b> [Unsecured, considered good]	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Loans and Advance to Related Parties	142,123,183	-
	Other Loans and Advance	20,068,597	-
	<b>Total</b>	<b>162,191,780</b>	<b>-</b>
10	<b>TRADE RECEIVABLES</b> [Unsecured, considered good]	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Other receivables	491,839	-
	<b>Total</b>	<b>491,839</b>	<b>-</b>
11	<b>CASH AND CASH EQUIVALENTS</b>	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Balance with banks	342,945	456,000
	Others:		
	Bank deposits [more than 12 months maturity]	2,218	-
	<b>Total</b>	<b>345,163</b>	<b>456,000</b>

12	SHORT-TERM LOANS AND ADVANCE [Unsecured, considered good]	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Deposits	1,146,955	-
	Advance to Suppliers	590,828	-
	Other Advances	-	44,000
	<b>Total</b>	<b>1,737,783</b>	<b>44,000</b>
13	REVENUE FROM OPERATION	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Sales of Services	40,800,240	-
	<b>Total</b>	<b>40,800,240</b>	<b>-</b>
	Details of sale of products and services	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Income from Infrastructure Activities	40,800,240	-
	<b>Total</b>	<b>40,800,240</b>	<b>-</b>
14	OTHER INCOME	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	<b>Interest income :</b>		
	Bank deposits	53,619	-
	<b>Dividened income :</b>		
	From current investment	50,153	-
	Other non-operating income [net of expenses]	313,178	-
	<b>Total</b>	<b>416,949</b>	<b>-</b>
15	EMPLOYEE BENEFIT EXPENSES	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Salaries and Wages	774,200	-
	Staff Welfare Expenses	246,579	-
	<b>Total</b>	<b>1,020,779</b>	<b>-</b>

16	FINANCE COSTS	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Interest Expenses	3,585,641	-
	Other borrowing costs	16,111,182	-
	<b>Total</b>	<b>19,696,823</b>	<b>-</b>

17	DEPRECIATION AND AMORTISATION EXPENSE	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	Depreciation and Amortisation	9,168,497	-
	Less: Transferred from revaluation reserve	-	-
	<b>Total</b>	<b>9,168,497</b>	<b>-</b>

18	OTHER EXPENSES	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	<b>Manufacturing Expenses:</b>		
	Other Operating Expenses	46,110	-
	Electric Power, Fuel and Water	1,181,189	-
	Repairs To Building	13,200	-
	Repairs To Machinery	293,422	-
	Repairs To Others	1,254,705	-
	Duties & Taxes	72,873	-
	<b>Selling and Distribution Expenses:</b>		
	Other Selling and Distribution Expenses	2,109,563	-
	<b>Other Expenses:</b>		
	Professional Fees	61,136	-
	General Expenses	76,070	-
	Insurance	2,151,032	-
	Rates & Taxes	593,402	-
	Travelling Expenses	5,488	-
	<b>Total</b>	<b>7,858,190</b>	<b>-</b>

18.1	PAYMENT TO AUDITORS AS:	[All Amounts in ₹]	
		As at 31st March, 2012	As at 31st March, 2011
	<b>Auditor:</b>		
	Statutory Audit Fees	266,667	10,000
	<b>Total</b>	<b>266,667</b>	<b>10,000</b>

**19. SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS:****1. SIGNIFICANT ACCOUNTING POLICIES:****i) Basis of Accounting**

The financial statements of the Company are prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act 1956. The financial statements are prepared on an accrual basis and under the historical cost convention.

**ii) Presentation and disclosure of financial statements**

During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI did not have any impact on recognition and measurement principles followed for preparation of financial statements. However, it has significantly impacted the presentation and disclosures made in the financial statements. The Company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

**iii) Revenue Recognition**

The Company follows the mercantile system of accounting and recognises income and expenditure on accrual basis. The principles of revenue recognition are given below:

- (a) Dividend income is recognised when the right to receive dividend is established.
- (b) Incomes from services rendered are booked based on agreements/arrangements with the concerned parties.

**iv) Use of Estimates**

The preparation of financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

**v) Fixed Assets and Depreciation****a) Fixed Assets**

All fixed assets are stated at cost of acquisition/construction less depreciation. Cost includes acquisition and all identifiable expenditure incurred to bring the assets to its present condition and location.

Fixed Assets are eliminated from financial statements, either on disposal or when retired from active use. Such assets are removed from fixed asset records on disposal.

**b) Depreciation**

Depreciation is provided (except in case of Leasehold Land which is being amortised over the period of lease) on straight-line method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956. Depreciation on additions/deletions to assets during the period is provided on a pro-rata basis from / up to date of addition or deletion, as the case may be.

**c) Capital Work –In –Progress**

Capital Work-in–progress includes all the expenses and payments incurred / made for fixed assets under construction, till such assets are ready for intended use.

**vi) Investments**

Long Term investments are stated at cost. Provision for diminution in value of long- term investments is made only if such a decline is other than temporary.

**vii) Borrowing Costs**

Borrowing costs attributable to the acquisition and construction of assets are capitalised as part of the cost of respective assets up to the date when such assets are ready for its intended use. Other borrowing costs are charged to the revenue in the period in which they are incurred.

**viii) Income Tax**

Income Tax is accounted for in accordance with Accounting Standard 22 (AS 22) on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India. Tax expense comprises both current and deferred tax. Current tax is measured at the amount expected to be paid to / recovered from the tax authorities using the applicable tax rates. Deferred tax assets and liabilities are recognised for future tax consequences attributable to timing differences between taxable income and accounting income that are capable of reversing in one or more subsequent periods and are measured using the relevant enacted tax rates. At each Balance Sheet date, the Company reassesses unrealised deferred tax assets to the extent they have become reasonably certain or virtually certain of realisation, as the case may be.

**ix) Contingencies & Events Occurring after the Balance Sheet Date**

(a) Accounting for contingencies (gains and losses) arising out of contractual obligations, are made only on the basis of mutual acceptances. These are disclosed by way of notes to the Balance Sheet.

(b) Provision is made in the accounts in respect of those contingencies which are likely to materialise into liabilities after the year-end, till the date of approval of the accounts by the Board of Directors and have material effect on the position stated in the Balance Sheet.

**2. NOTES TO THE ACCOUNTS:****i) Contingent Liabilities**

a Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous year Rs. Nil).

b Guarantees issued by banks on behalf of the Company, counter guaranteed by the Company Rs. NIL (Previous year Rs. NIL).

**ii) Payment to Auditors**

[All Amounts in ₹, except share data]

	Current Year	Previous Year
Audit fees	266,667	10,000
Tax Audit fees		
<b>Total</b>	<b>266,667</b>	<b>10,000</b>

**iii) Amounts due to small scale industrial undertaking**

Amount, due to small scale industrial undertaking if any could not be disclosed as such parties could not be identified from the records of the Company.

**iv) Related Party Disclosure**

Information pursuant to "Accounting Standard 18" issued by the Institute of Chartered Accountants of India is as follows

**Key managerial personnel:**

Dr. K. K. Menon. - Director.  
Mr. Balkrishna Tendulkar. - Director.

**v) Leases**

Leasehold Land includes land taken on lease and Office Premises includes building taken on lease from Maharashtra Industrial Development Corporation for a period of 95 years.

**vi) Earnings / (Loss) Per Share**

Earning / (Loss) per share is calculated by dividing the profit / (loss) attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period as under:

[All Amounts in ₹, except share data]

	Current Year	Previous Year
Profit/(Loss) after Tax	3,974,386	(10,000)
Profit/(Loss) attributable to Equity Shareholders	3,974,386	(10,000)
Weighted average number of shares outstanding		
During the period	8,746,520	8,746,520
Basic/Diluted Earning/(Loss) Per Share	4.54	-
Nominal Value per share	10.00	-

**vii) Deferred Tax Liability**

The Deferred tax Assets/(liabilities) arising out of timing difference comprise of the following major components:

[All Amounts in ₹, except share data]

	Current Year	Previous Year
Depreciation	(768,153)	-

**viii) Segment Information for the Period Ended**

The Company's financial reporting has one segment i.e. Infrastructure Activities. The composition of this segment is given below

**i) Type of services:**

Business Segment	Type of Services
Infrastructure Activity	Income from Infrastructure Facilities.

**ii) Primary Segment :**

[All Amounts in ₹, except share data]

Sr. No.	Particulars	Current Year	Previous Year
A.	Segment Revenue		
	i) Infrastructure Activities	40,800,240	--
	ii) Others	--	--
	<b>Total</b>	<b>40,800,240</b>	--
	Less: Inter Segment Revenue	--	--
	<b>Net Sales/Income from operations</b>	<b>40,800,240</b>	--
B.	Segment Results (Profit (+)/Loss (-) before tax and interest)*		
	i) Infrastructure Activities	9,772,327	--
	ii) Others	--	--
	<b>Total</b>	<b>9,772,327</b>	--
	Less: i) Interest	19,696,823	--
	ii) Other unallocable expenditure net of unallocable income	8,124,857	10,000
	<b>Total Profit Before Tax and Prior Period Adjustments</b>	<b>3,206,233</b>	<b>(10,000)</b>

**iii) Segment capital employed :**

Fixed assets used in Company's business or liabilities have not been identified to any reportable segment, as the fixed assets are used for only one segment.

**ix) Prior Year Comparatives**

Figures for the previous year have been regrouped and rearranged wherever necessary.

**x) Balance Confirmations**

Sundry Debtors, Sundry Creditors and Loans and Advances, are subject to confirmation.

**xi) Current Assets, Loans and Advances**

Current assets, loans and advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

**xii) Additional information pursuant to the provisions of paragraph 3 (i) & (ii) of Part II of the Schedule VI to the Companies Act, 1956:****1) Sales Turnover**

[All Amounts in ₹, except share data]

Sr. No.	Particulars	Current Year	Previous Year
		Value	Value
		Rs.	Rs.
1	Infrastructure Activities.	40,800,240	--
	<b>Total</b>	<b>40,800,240</b>	<b>--</b>

**As per our report of even date**

For and on behalf R A R & Associates.  
Chartered Accountants

**Anil Goyal**  
(Partner)  
Membership No. 43429  
Mumbai, September 20, 2012

**For and on behalf of Board of Directors**

**Mr. B. K. Tendulkar**  
(Director)

**Dr. K. K. Menon**  
(Director)

3,04

# MMS INFRASTRUCTURE LIMITED

Regd. Office: Plot No.EL-63, TTC Industrial Area, Electronic Zone, M.I.D.C., Mahape, Navi Mumbai – 400 710, Maharashtra, India

## ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL.

Regd. Folio No./DP ID/Client ID : .....

Name of Shareholder(s) : .....

Address : .....

.....

.....

I hereby record my presence at the **Third Annual General Meeting** of the Company at Hotel Celebrations, Plot No.L-1, Sector 19, Near Truck Terminal, Opp. Modern College, Near Palm Beach Marg, Vashi, Navi Mumbai – 400 705 on Friday, December 7, 2012 at 3:30 p.m.

.....  
(Signature of the shareholder or proxy)

### Notes:

1. Shareholders/Proxy holders are requested to bring the attendance slip with them when they come to the meeting and hand it over at the gate after affixing their signature on it.
2. Shareholders who come to attend the meeting are requested to bring their copies of the Annual Report with them.
3. Shareholders are requested to intimate, indicating their Folio No., change in their address, if any, to the Company's R & T agents – Link Intime Spectrum Registry Ltd., C-13 Pannalal Silk Mills Compound, L. B. S Marg, Bhandup (West), Mumbai – 400 078.

----- (TEAR HERE) -----

# MMS INFRASTRUCTURE LIMITED

Regd. Office: Plot No.EL-63, TTC Industrial Area, Electronic Zone, M.I.D.C., Mahape, Navi Mumbai – 400 710, Maharashtra, India.

## FORM OF PROXY

I/We ..... of .....

Being member(s) of MMS Infrastructure Limited hereby appoint ..... of .....  
or failing him ..... of ..... as my/our proxy to vote for me/  
us and on my/our behalf at the **Third Annual General Meeting** of the Company to be held on Friday, December 7, 2012 at 3:30  
p.m. and at any adjournment thereof.

Regd. Folio No./DP ID/Client ID : .....

Address : .....

As witness my/our hand(s) this ..... day of ..... 2012.

Signed by the said .....

Affix  
Re. 1/-  
Revenue  
Stamp

### Note:

The Proxy form to be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

**If undelivered, please return to**

**MMS Infrastructure Limited**

**Registered Office:**

**Plot no. EL-63, TTC Indl. Area, Electronic Zone,  
M.I.D.C., Mahape, Navi Mumbai - 400 710,  
Maharashtra.**