

# **SIKOZY REALTORS LIMITED**

642, Laxmi plaza Industrial Estate, New Link Road, Andheri (West), Mumbai – 400053  
TEL : 022 42646681 / 42646682 / 42646683 FAX : 42646684

**20<sup>th</sup> Annual Report  
2011 - 2012**

**NOTICE**

Notice is hereby given that the 20<sup>th</sup> Annual General Meeting of the Members of **SIKOZY REALTORS LIMITED** will be held on Saturday, the 29<sup>th</sup> September, 2012 at 11.30 a.m. at Registered Office of the Company situated at, 642, Laxmi Plaza, Laxmi Industrial Estate, Link Road, Andheri (West), Mumbai - 400 053, to transact the following business :

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2012, and the Profit & Loss Account for the year ended on that date and the reports of Directors' and Auditors' thereof.
2. To appoint a director in place of Shri Kamlesh Desai, who retires by rotation and being eligible and offer himself for re-appointment.
3. To appoint a director in place of Shri Sunil Kacha, who retires by rotation and being eligible and offer himself for re-appointment.
4. To appoint Auditors of the Company and fix their remuneration.

**SPECIAL BUSINESS :**

5. To consider and if thought fit, to pass with or without modification, the following Resolution as a **Ordinary Resolution** :

**“RESOLVED THAT** pursuant to the provisions of the Articles of Association of the Company and Section 94 and all other applicable provisions, if any, of the Companies Act, 1956, (including any amendments thereto or re-enactment thereof) and subject to such approvals, consents, permissions and sanctions, if any, as may be required from any authority, and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall also include any committee thereof), consent of the Members be and is hereby accorded for sub-dividing the Equity Shares of the Company, including the paid-up shares, such that each existing Equity Share of the Company of the face value of Rs. 10/- (Rupees Ten) each be sub-divided into 1 Equity Shares of the face value Rs. 1/- (Rupee One) each and consequently, the Authorized Share Capital of the Company of Rs. 8,00,00,000 (Rupees Eight Crore) would comprise of 8,00,00,000 (Eighty Crore) Equity Shares of Rs. 1/- each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of the Equity Shares of the Company, the issued, subscribed and paid up Equity Shares of face value Rs. 10 /- (Rupees Ten) each, shall stand sub-divided into Equity Shares of face value of Rs. 1/- (Rupee One) each, fully paid-up.

**RESOLVED FURTHER THAT** the existing/ original Share Certificates shall be treated as cancelled and that new certificates in respect of the Equity Shares of Re 1/- each be issued in lieu of the existing Equity Shares of Rs. 10/- each in accordance with the provisions of the Companies (Issue of Share Certificates) Rules, 1960.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do, perform and execute all such acts, deeds, matters and things as it may consider necessary, expedient, usual or proper to give effect to this resolution including but not limited to fixing of the record date as per the requirement of the Listing Agreement, execution of all necessary documents with the Stock Exchanges and the Depositories, Reserve Bank of India and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the subdivision of the equity shares as aforesaid or for any matters connected herewith or incidental hereto.”

6. To consider and if thought fit, to pass with or without modification, the following Resolution as a **Ordinary Resolution** :

**"RESOLVED THAT** pursuant to the provisions of section 16, 94 and all other applicable provisions, if any, of the Companies Act, 1956 (including any Statutory modification or re-enactment thereof for the time being in force), the existing **Clause V** of the Memorandum of Association of the Company be and is hereby substituted by the following:

**V.** The Authorized Share Capital of the Company is **Rs. 8,00,00,000/- (Rupees Eight Crore only) divided into 8,00,00,000 (Eight Crore only) Equity Shares of Re. 1/- (Rupee One only)** each with the rights, privileges and conditions attaching thereto as are provided by the regulation of the Company for the time being with power from time to time to increase or reduce its capital and to divide the shares in the original or increased capital for the time into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 1956 or provided by the Articles of Association of the Company for the time being.

**RESOLVED FURTHER THAT** any of the Director of the Company be and is hereby authorized to do perform and execute all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto.”

7. To consider and if thought fit, to pass with or without modification, the following Resolution as a **Ordinary Resolution** :

“Resolved that pursuant to Section 257 of the Companies Act, 1956, Shri Mukesh Padhya be and is hereby appointed as a Director, who was appointed as an additional director in the Board of Directors Meeting and as such who holds office up to the date of ensuing Annual general Meeting.”

8. To consider and if thought fit, to pass with or without modification, the following Resolution as a **Ordinary Resolution** :

“Resolved that pursuant to Section 257 of the Companies Act, 1956, Shri Parasmal Jain be and is hereby appointed as a Director, who was appointed as an additional director in the Board of Directors Meeting and as such who holds office up to the date of ensuing Annual general Meeting.”

By order of the Board  
For **Sikozy Realtors Limited**

Place : Mumbai  
Dated :27<sup>th</sup> August, 2012

**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 A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The register of Members and the Share Transfer Book will remain closed from 24<sup>th</sup> September, 2012 to 29<sup>th</sup> September, 2012 (both days inclusive) for the purpose of ensuing Annual General Meeting.
3. Members are requested to notify any changes in their address quoting their folio number to the Company's share department.
4. Members are requested to bring their copies of the Annual Report at the Meeting.
5. We request our member to convert their physical shares in demat form.

**Explanatory Statement, as required under Section 173 (2) of the Companies Act, 1956.**

**ITEM NO. 5**

The Sub-division of Equity Shares has been proposed with a view to broaden its Shareholders/ investors base by encouraging the participation of the retail investors and also with a view to increase the liquidity of the Equity Shares of the Company. Further, the proposed Sub-division of Shares will reduce the nominal value and trading price of each Share and increase the total number of Shares in the issue. The Board of the Directors at its meeting held on 27<sup>th</sup> August, 2012, recommended sub-division of each Equity Shares of the Company of the face value of Rs. 10/- each to the face value of Re.1/- each.

Other than the expenses incurred by the Company in relation to the Sub-division of Shares, the Sub-division of shares will not, by itself, alter the underlying assets, business operations, management or financial position of the Company or the proportionate interest of the Shareholders. The Board considers the Sub-division of Shares to be in the interests of the Company and its Shareholders as a whole.

As per the provisions of the Section 94 of the Companies Act, 1956, approval of the members is required for sub-division of the Shares.

None of your Directors are in any way interested in the above resolution, except to the extent of their shareholding in the Company.

Your Board of Directors recommends the Ordinary Resolution for your approval as set out under item No. 5 of the Notice of the Annual General Meeting.

**ITEM NO. 6**

Your Board at its meeting held on 27<sup>th</sup> August, 2012, subject to the approval of the members, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to alter the authorized share capital of the Company as the Company has proposed for Sub-division of the existing Equity Shares of face value of Rs. 10/- each to face value of Re. 1/- each, due to which, the existing Capital Clause no. V of the Memorandum of Association of the Company needs to be altered.

The Proposed resolution under this item No. 6 seeks to obtain members' approval to alter Capital Clause as mentioned above in the Memorandum of Association of the Company. Pursuant to section 16 of the Companies Act, 1956 if the Memorandum is to be altered, an Ordinary Resolution is required to be passed by the members of the Company.

A Copy of the Memorandum of Association of the Company with the proposed amendment will be available for inspection by the members at the Registered Office of the Company between 12.00 p.m. and 2.00 p.m. on all working days except Sundays & Public holidays up to the date of this Annual General Meeting.

None of your Directors are in any way interested in the above resolution, except to the extent of their shareholding in the Company.

Your Board of Directors recommends the Ordinary Resolution for your approval as set out under item No. 6 of the Notice of the Annual General Meeting.

**ITEM NO. 7 & 8**

As the members are aware that Company has engaged in construction activity and to expand the area of operation the Company has appointed Shri Mukesh Padhya and Shri Parasmal Jain as additional director on 7<sup>th</sup> November, 2011. It would be in the interest of the Company to re-appoint them as regular director. The Board therefore recommends to members for their approvals to the above resolutions. None of the Directors are interested in or concerned with the said resolution.

By order of the Board  
For **Sikozy Realtors Limited**

Place : Mumbai  
Dated : 27<sup>th</sup> August, 2012

**Managing Director**

**Regd Office :**

642, Laxmi Plaza. Laxmi Industrial Estate,  
Link Road, Andheri (West),  
Mumbai – 400 053.

**Details of Director Appointed /Seeking re-appointment in forthcoming Annual General Meeting :****The brief resume of Directors seeking re-appointment :****1. Parasmal Jain (50)**

Date of Appointment : 07/11/2012

Date of Birth : 29/09/1962

Directorship in other Company : Two

Other Committee Membership : Nil

Education : B.Com.

**2. Mukesh Padhya (53)**

Date of Appointment : 07/11/2012

Date of Birth : 10/07/1959

Directorship in other Company : Two

Other Committee Membership : Two

Education : B.Com.

**3. Kamlesh Desai (53)**

Shri Kamlesh Desai is instrumental person and promoter director of the Company. He is highly experienced person and having tremendous knowledge of construction sector. He hold directorship in other companies.

**4. Sunil Kacha (48)**

Shri Sunil Kacha is well versed with construction sector and having enough knowledge of developing constructing sector. He is developed and completed various projects.

**DIRECTORS' REPORT**

Your Directors have pleasure in presenting to you the 20<sup>th</sup> Annual Report together with the Audited Statement of Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2012.

**FINANCIAL PERFORMANCE**

As members are aware that last year Company had purchased three projects and the same are under construction, therefore the expenses incurred on the same will be capitalized and finally adjusted the same once the sales has been started against these projects. Further during the Company has settled its term liability, therefore, there is a gross income of Rs. 22.91 lacs compare to previous year Rs. Nil. Further due to deferred tax assets Company has shown net loss of Rs. 57.62 lacs compare to previous year losses of Rs. 15.57 Lacs. However, the management is confident in achieving better result in coming financial year.

**FINANCIAL RESULTS**

Particulars	Rs. In Lacs	
	For the year ended on	
	31.03.12	31.03.11
Total Income	22.92	0.00
Total Expenditure	19.37	13.85
PBDIT	3.55	15.57
Non Cash Charges	1.34	1.72
Interest	0.01	0.00
PBT	2.20	(15.57)
Tax Provision / Deferred Tax	59.82	0.74
Profit / (Loss) After Tax	(57.62)	(14.84)
Equity Share Capital	445.83	370.83

**DIVIDEND**

Your directors do not recommend any dividend for the year.

**DIRECTORS**

Shri Kamlesh Desai and Shri Sunil Kacha, retire by rotation at the ensuing annual general meeting and offer themselves for re-appointment. You are requested to reappoint them. Further, during the year under review Shri Mukesh Padhya and Shri Parasmal Jain were appointed as additional director on 7<sup>th</sup> November, 2011. It would be in the interest of the company to appoint them as a regular director and therefore, you are requested to consider and approve the resolution of appointing them as regular director. Further Smt. Rasika Ranadive resigned from the board due to pre-occupation. Board wishes to express their sincere thanks for their contribution and support.

**FIXED DEPOSITS**

Your Company has not accepted any fixed deposit during the year under review which falls under the definition of Section 58 A of the Companies Act, 1956.

## **CORPORATE GOVERNANCE**

In terms of Listing Agreement with Stock Exchanges, the Company is required to comply with the Corporate Governance provisions and the Company is complied with the same and attached separate annexure for the same.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

As required under Clause 49 of the Listing, the Management Discussion and Analysis Report for the financial year ended on 31<sup>st</sup> March, 2012 is annexed to this report.

## **AUDITORS**

The Auditors M/s Gupta Shyam & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and are eligible offer themselves for reappointment. You are requested to consider their reappointment for the next financial year and fix their remuneration.

The Specific notes forming part of the Accounts referred to in the Auditors' Report are self-explanatory and do not require any further elucidation.

## **LISTING**

The shares of the Company are listed at the Bombay, Pune and Ahmedabad Stock Exchanges. The Company has paid the annual listing fees to Bombay Stock Exchange for the year 2012-2013.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to provisions of Section 217 (2AA) of the Companies (Amendment) Act, 2000, the Directors confirm :

1. that in the preparation of Annual Accounts, the applicable accounting standards had been followed along with the proper explanation relating to material departures if any.
2. that the Directors had selected such accounting policies and applied them consistently and made judgements 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 the end of the Financial year and of the Profit & Loss of the Company for that period.
3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act so to prevent and detect fraud and other irregularities.
4. that the Directors had prepared the accounts on a going concern basis.



**STATUTORY DISCLOSURES**

- A) Particulars of the employees of the Company pursuant to Section 217 (2A) of the Companies Act, 1956 is not required to be given as there is no employee draw salary in excess of the limit specified in the said Section.
- B) Particulars required to be furnished by the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988:
- i) Part A relating to Conversion of Energy - The company engaged in construction activity therefore consumption of energy is not applicable.
  - ii) Part B relating to technology Absorption - Nil
  - iii) Foreign Exchange Earning and Outgo :- The Company has neither consumed nor earned any foreign exchange during the year under review.

**SUB-DIVISION OF SHARES**

The Sub-division of Equity Shares has been proposed with a view to broaden its Shareholders/ investors base by encouraging the participation of the retail investors and also with a view to increase the liquidity of the Equity Shares of the Company. Further, the proposed Sub-division of Shares will reduce the nominal value and trading price of each Share and increase the total number of Shares in the issue. The Board of the Directors at its meeting held on 27<sup>th</sup> August, 2012, recommended sub-division of each Equity Shares of the Company of the face value of Rs. 10/- each to the face value of Re.1/- each.

**FURTHER ISSUE OF SHARES**

During the year under review Company has issued 7,50,000 equity shares on preferential basis to other than promoters on preferential basis and completed the required formality as specified under Listing Agreement of stock exchanges.

**ACKNOWLEDGEMENT**

Your Directors place on records their grateful appreciation for the assistance and co-operation received from banks, clients, staff and you the shareholders.

For and on behalf of the Board of  
**SIKOZY REALTORS LIMITED**

**Managing Director**

**Director**

Place : Mumbai,

Dated : 27<sup>th</sup> August, 2012

**ANNEXURE TO DIRECTOR'S REPORT****Corporate Governance Report****a) Company's philosophy on code of Governance**

Sikozy Realtors believes that good corporate governance is essential to achieve long term goals and also to enhance the shareholders value. The Company is presently engaged in construction activity to create value that can be sustained over a long term for its shareholders, employees, customers, government and others.

**b) Board of Directors :**

The Board of your Company consists of Six Directors including non-executive independent Director. Your Company has an optimum combination of Executive and Non-Executive Directors with not less than 50% of the Board of Directors comprising of Non-Executive Directors. All the members of the Board are eminent with sound knowledge and background in different field.

The Board is headed by Shri Kamlesh Desai. The non executive director constitutes more than half of the total numbers of directors.

**Board Meetings and procedure**

The Board of Directors of your Company met Sixth Times during the year on 30<sup>th</sup> June, 2011, 11<sup>th</sup> August, 2011, 5<sup>th</sup> September, 2011, 7<sup>th</sup> November, 2011, 21<sup>st</sup> December, 2012 and 9<sup>th</sup> February, 2012.

The details pertaining to the name and category of Directors on the Board, their attendance at the Board Meetings held during the financial year 2011 – 12 and at the last Annual General Meeting of the Company and the no. of Directorship on the Board or membership/chairmanship in committee held by them across all the Companies are as under :

Name of Directors	Position / Status	Attended		Directorship	No. of other	
		Board Meeting	Last AGM		Committee Membership/	Chairmanship
Mr. Kamlesh Desai	ENI	6	Y	2	1	1
Mr. Rajan Ranadive	NEI	6	Y	-	1	1
Ms. Rasika Ranadive*	NEI	2	N	-	1	1
Mr. S. Vaidyanathan	NEI	1	N	-	-	-
Mr. Sunil Kacha	NEI	6	N	-	-	-
Mr. Parasmal Jain**	NEI	3	N	2	1	-
Mr. Mukesh Padhya**	NEI	3	N	2	2	-

ENI = Executive Not Independent, NEI = Non-executive Independent Director

\* Resigned w.e.f. 07/11/2011 \*\* Appointed w.e.f. 07.11.2011

**c) Audit Committee**

The Board of Directors has constituted Audit committee of Directors to exercise powers and discharge function as stipulated in Section 292A of the Companies Act, 1956 During the year four meetings were

held on 30.06.2011, 11.08.2011, 07.11.2011 and 09.02.2012, all the members had attended all meeting. The role and terms of reference of the audit committee covers the matter specified for audit committees under clause 49 of the listing agreement and provisions of Companies Act, 1956. The committee comprises of three Directors who are Non-executive and majority of them are independent Director.

The Composition of Audit Committee is as under :

S. No.	Name of the members	Status	Director Status
1.	Rajan Ranadive	Chairman	Non-Executive & Independent
2.	Rasika Ranadive*	Member	Non-Executive & Independent
3.	Sunil Kacha	Member	Non-Executive & Independent
4.	Parasmal Jain **	Member	Non-Executive & Independent

\* Resigned w.e.f. 07/11/2011 \*\* Appointed w.e.f. 07.11.2011

Terms of reference :

The terms of reference of this committee are wide enough covering the matters specified for Audit Committee under Clause 49 of the Listing Agreement as amended.

- Overseeing of the Company's financial reporting process and disclosure of financial information.
- Review of quarterly financial statement ensuring compliances with regulatory guidelines before submission to the Board
- Assistance in financial planning
- Recommended appointment, removal of statutory auditors and payment of fees to them.
- Statement of significant related party transactions.
- Recommended appointment, removal of statutory auditors and payment of fees to them.

#### d) Remuneration Committee

The Board has constituted Remuneration Committee however Company has not paid any remuneration to its director for the year 2011 – 12.

#### e) Shareholders Committee

The Board has constituted a share transfer committee consisting of Mr. Kamlesh Desai, Mr. Rajan Ranadive and Mr. Parasmal Jain and Mr. Jigar Desai is designated as Compliance Officer. As on 31<sup>st</sup> March, 2012 there were no complaints pending regarding share transfer registration for more than 30 days as on the said date.

**f) General Body Meeting**

Location and time where last three Annual General Meeting (AGMs) and Extra Ordinary General Meeting (EOGM) were held :

EOGM/ AGM held	Day, Date & Time	Venue
EOGM	Friday, 2 <sup>nd</sup> Dec., 2011, 1.00 p.m.	Registered Office
AGM	Friday, 30 <sup>th</sup> Sept. 2011, 10.00 a.m.	Registered Office
AGM	Thurs., 30 <sup>th</sup> Sept, 2010, 2.00 p.m..	Registered Office
EOGM	Tuesday, 1 <sup>st</sup> June, 2009, 11.00 a.m.	Registered Office
AGM	Wednes., 30 <sup>th</sup> Sept, 2009, 2.00 p.m..	Registered Office

Further no special resolution were put through postal ballot during the year.

**g) Disclosures****i) Related Party Transaction :**

There are no materially significant transactions with related parties, viz. Promoters, directors or the management, their subsidiaries or relatives conflicting with company's interests. However the necessary details are given in notes to accounts of the Company.

**ii) Compliances by the Company**

The Company has complied with Stock Exchange and Securities Exchange Board of India (SEBI) and other statutory authorities on all the matter related to capital market. No penalty or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years.

**iii) Code of Conduct**

The Company has laid down the code of conduct for its Director and Senior Management personnel of the Company. The Company will soon posted the same on its official website which is under preparation.. A declaration to adhere to this has been annexed and signed by the Director of the Company.

**iv) Disclosure of Accounting Treatment**

In the preparation of financial statement Company has followed the required accounting standard issued by the Institute of Chartered Accountants of India to the extent it is applicable.

**v) CEO / CFO Certification**

The CEO and CFO of the Company have given their certificate on financial statement to the Board for the financial year ended on 31<sup>st</sup> March, 2012. in terms of Clause 41 of the Listing Agreement.

**h) Means of Communication**

The Company published its quarterly results in the “Fress Press Journal” and “Lokshakti” newspapers. The Company does not have any website for displaying results or official news.

Management Discussion and Analysis is a part of the Annual Report.

**i) General Shareholders Information****1) AGM – Date, time and venue :**

Date : 29<sup>th</sup> September, 2012  
 Time : 11.30 a.m.  
 Venue : 642, Laxmi Plaza, Laxmi Ind. Estate, Link Road,  
 Andheri (West), Mumbai – 400 053.

**2) Financial year ending : 31<sup>st</sup> March****3) AGM : September****4) Date of book closure from 24<sup>th</sup> September, 12 to 29<sup>th</sup> September, 12. (both days inclusive.)****5) Dividend payment date : Not applicable as no dividend is recommended by the Board.****6) ISIN No. : INE528E01014****7) Depository Connectivity : NSDL and CDSL****8) Reporting of Un-audited Financial Result : In respect of year 12 – 13**

a) First quarter	:	Last week of July, 12
b) Second quarter	:	Last week of October, 12
c) Third quarter	:	Last week of January, 13
d) Fourth quarter	:	Last week of April, 13
e) Annual General Meeting (For 12 – 13)	:	By August / September, 13

**9) Listing on Stock Exchanges: Ahmedabad, Bombay and Pune Stock Exchanges.**

10) Stock Code : The Stock Exchange, Mumbai	-	524642
The Stock Exchange, Ahmedabad	-	94G109
The Stock Exchange, Pune	-	N.A.

11) Market Price Data – High/Low during the each month of the financial year 2011 – 2012 at BSE is as under.

<u>Month</u>	<u>High</u>	<u>Low</u>
April, 11	22.45	18.05
May, 11	19.70	15.25
June, 11	20.85	18.95
July, 11	20.75	18.35
August, 11	19.30	18.40
September, 11	33.80	33.80
October, 11	33.95	31.85
November, 11	33.90	31.90
December, 11	36.75	36.10
January, 12	36.90	35.50
February, 12	36.50	33.10
March, 12	34.10	29.80

12) Registrar & Share Transfer agent (RTA) : M/s Bigshare Services Pvt. Ltd.  
(for physical & demat shares) E/2, Ansa Industrial Estate, Saki Vihar Rd.,  
Sakinaka, Andheri (East),  
Mumbai – 400 072.

13) Share Transfer System : Share transfers are registered and returned within a period of 30 days except few transfer, from the date of receipt, if the documents are cleared in all respects by the Committee.

14) Distribution of Shareholding as on 31.03.2012

Shareholding of Nominal Value	Shareholders No.	% of Total	Share Amount Rs.	% of Total
1 – 500	6375	90.41	1465403	32.87
501 – 1000	378	5.36	303149	6.80
1001 – 2000	147	2.08	216286	4.85
2001 – 3000	36	0.51	89376	2.00
3001 – 4000	15	0.21	51873	1.16
4001 – 5000	19	0.27	90908	2.04
5001 – 10000	27	0.38	205347	4.61
More than 100001	54	0.77	2035958	45.67
	7,051	100.00	4,45,83,000	100.00

15) Shareholding pattern as on 31.03.2012

Category	No. of Shares	% of Total
Director & their Relatives	781759	17.53
Other Bodies Corporate	409271	9.18
Public	2399353	73.14
NRI / OCBs	6617	0.15
Total	44,58,300	100.00

16) Dematerialisation of shares and liquidity: Appx. 55% of the share capital has been dematerialised as on 31<sup>st</sup> March, 2012.

17) None of shares held by non-executive directors in their name as on 31<sup>st</sup> March, 2012.

18) The Company has not issued any GDRs/ADRs/Warrants. None of the instruments issued by the Company is pending for conversion into equity shares.

**Address for Correspondence :**

- Shareholders holding shares in physical Mode are requested to lodge share transfer, transmission and intimate changes if any in their registered addresses, residential status etc. quoting their folio no to Company's Registrar and Share Transfer Agent.
- Query on Annual Report be addressed to Company's registered office.

**Compliance :**

This section of the report together with the information given under Management Discussion and Analysis and brief resume of Directors constituted a detailed report on Corporate Governance.

The Company has complied with Mandatory requirement of Corporate Governance. The Board would review implementation of Non – Mandatory Requirements of Corporate Governance Code in due course of time.

Auditors Certificates regarding compliances of conditions of corporate Governance is annexed to this report.

**For Sikozy Realtors Limited**

Place : Mumbai  
Date : 27<sup>th</sup> August, 2012

**Kamlesh Desai**  
**Managing Director**

**Declaration on Compliance of the Company's Code of Conduct:**

The Company has framed a Code of Conduct for the Members of the Board of Directors and the Senior Management personnels of the Company pursuant to Clause 49 of the Listing Agreement with Stock Exchanges to further strengthen corporate governance practice in the Company. They have affirmed compliance with the said code.

**For Sikozy Realtors Limited**

Place : Mumbai  
Date : 27<sup>th</sup> August, 2012

**Kamlesh Desai**  
**Managing Director**

**CEO & CFO CERTIFICATION**

The Board of Directors  
Sikozy Realtors Ltd.  
Mumbai

Re- Financial Statements for the year 2011-12 – Certification

We, Kamlesh Desai, Managing Director and Mr. Jigar Desai, Compliance officer, on the basis of the review of the financial statements and the cash flow statement for the financial year ending March 31, 2012 and to the best of our knowledge and belief, thereby certify that: -

1. These statements do not contain any materially untrue statements or omit any material fact or contains statements that might be misleading.
2. 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.
3. There are to the best of our knowledge and belief, no transaction entered into by the company during the year ended March 31, 2012 which are fraudulent, illegal or violate of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that :
  - a) There have been no significant changes in the internal control over financial reporting during this year.
  - b) There have been no significant changes in accounting policies during this year and that the same have been disclosed in the notes to the financial statements.
  - c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

**Kamlesh Desai**  
**Managing Director**

**Jigar Desai**  
**Compliance Officer**

Place : Mumbai  
Date : 27<sup>th</sup> August, 2012



## Management Discussion and Analysis

### Business of the Company

The Company presently engaged in construction and its related activity.

### Industry Structure & Development

Investment in the infrastructure as a percentage of GDP has increased from 4.5% in FY04 to 7.9% in FY11. The Planning Commission has estimated that, for the GDP to continue to grow at 9%, the proportion of investment in infrastructure as a percentage of GDP is required to increase from the targeted 8.4% in FY12 to 10.7 % by the terminal year of Twelfth Five Year Plan i.e. FY17.

Apart from infrastructure projects, the construction industry also receives orders from different manufacturing industries to execute construction work for industrial plants and related civil construction. The construction industry had been benefiting from the rise in industrial production in the past few years. As on June 30, 2011, the total outstanding investment in the industrial sector stood at about Rs.35, 000 bn. Omitting the investment which is already under implementation from the total outstanding investment, CARE Research estimates the effective construction investment of more than Rs.4,200 bn during the next 4-5 years period.

Even though, the construction opportunity from both infrastructure and industrial sectors looks immense; order inflow in the near term is likely to be affected due to slowdown in capex cycle and awarding of infrastructure projects by the government.

### Opportunities and Threats

The Indian economy has witnessed considerable progress in the past few decades. Most of the infrastructure development sectors moved forward, but not to the required extent of increasing growth rate up to the tune of 8 to 10 per cent. The Union Government has underlined the requirements of the construction industry.

The Company target domestic customers for its various projects, since Company having good relation ship with various brokers and associates engaged same line. Looking the existing response from buyers the Company has started to develop its Karjat Project. The same project will suited to current market situation and medium income group. Beside this Company is also planning to construct projects located at Vapi and as well as other part in nearby vicinity of Mumbai in coming years and expect good turnover and profitability.

The major threats for this sector is slow down of industrial growth and reduction in property prices, higher bank / financial institutions interest rates are major threats for the industry. Further the movement of Stock Market is also play a vital role in property market, beside any major changes by the Government in relation with its policy decision.

However, the Company is planning such a way that even do affected by such above threats but has come out with positive developments against such threats and has been successful in marketing its product demand in market.

### **Segmentwise Performance and reporting**

The Company is engaged in construction and sale of industrial as well residential plots only, hence the segment wise performance is not applicable. Financial Performance of the Company for the year under review has already covered under the Directors' Report.

### **Cautionary Statement**

Statements in Management Discussion and Analysis describing the Company's objective, expectations, estimates or prediction may be forward looking within the meaning of applicable securities and laws and regulations. Actual result may differ materially from those either expressed or implied in the statement. Important factor that could influence the Company's operations include demand and supply scenario, changes in Government Policies, tax laws, economic development with in the country and other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statement, on the basis, of any subsequent development, events or information.

**Compliance Certificate from the Auditor of the Company**

The Members of  
**Sikozy Realtors Ltd.**  
Mumbai

We have reviewed the implementation of Corporate Governance producers by M/s Sikozy Realtors Limited (the Company) during the year ended 31<sup>st</sup> March, 2012 with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The compliances of condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuing the compliance of the condition of the Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for the review, and the information and explanations given to us by the Company.

Based upon such a review, in our opinion, the Company has complied with the conditions of Corporate Governance, as stipulated in Clause 49 of the Listing Agreement.

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

**For Gupta Shyam & Co.**  
**Chartered Accountants**

**Shyamsunder Gupta**  
**Proprietor**

Place : Mumbai  
Dated : 27<sup>th</sup> August, 2012



**GUPTA SHYAM & Co**  
**Chartered Accountants**

11, Sukhsagar, Akurli X Rd no1, Kandivali (E), Mumbai-101.

E-mail: [kapildhara@mtnl.net.in](mailto:kapildhara@mtnl.net.in) Phone/Telefax: 2887 0869.

**Ref: SSG/ Audit / 20012-13**

**CA. Shyamsunder Gupta**  
**{B Com (Hon.), FCA, DISA, (ICAI)}**

**Date: 27-08-2012**

### **AUDITOR'S REPORT**

To,  
Stakeholders  
**SIKOZY REALTORS LIMITED**  
(Formerly: Griffin Chemicals Ltd.)  
Mumbai

We have audited the attached Balance Sheet as at 31st March, 2012 and also the Profit and Loss Account of the Company 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.

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 statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion. We further report as follows:

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Govt in terms of section 227 (4A) of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, during the course of audit we further report herein below on the matters specified in paragraphs 4 & 5 of the said order to the extent applicable to the Company.
2. Further to our comments in the Annexure referred to in para1 above, we report that:
  - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books;
  - (c) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with books of accounts;
  - (d) In our opinion & explanation given the P & L a/c & Balance Sheet complied with the accounting standard referred to in clause (C) of the sub-section 3 of section 211 of the Companies Act, 1956 to the extent applicable.

(e) On the basis of the written representation received from the Directors of the Company as at 31<sup>st</sup> March 2012 and taken on record by the Board of Directors, and as per information and explanations given to us, none of the Directors of the Company is disqualified as on 31<sup>st</sup> March 2012, from being appointed as a Director of the Company under clause (g) of sub-section (1) of section 274 of Companies Act, 1956.

(f) In our opinion and to the best of our information and according to the explanations given to us and read together with the accounting policies and notes thereon given in Significant Accounting Policies and Notes on Accounts under "1" give the information required by Company's Act 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

i) In the case of Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March 2012

ii) In the case of Profit and Loss Account, of profit for the year ended on that date.

iii) In the case of Cash Flow Statement, of the Cash Flow for the year ended on that date.

**For Gupta Shyam & Company**  
**Chartered Accountants**  
**FRN;103450W**

**CA Shyamsunder Gupta**  
**(Proprietor)**  
**M.N.038484**  
**Mumbai, 27<sup>th</sup> August, 2012**

## ANNEXURE TO THE AUDITORS REPORT

Referred to in Paragraph 1 of our report of even date on the accounts of **SIKOZY REALTORS LIMITED** (Formerly: Griffin Chemicals Ltd.) for the year ended March 31, 2012;

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets .
  - (b) The fixed assets have been physically verified by the management. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies reported on such verifications were not material and have been properly dealt with in the books of accounts.
  - (c) As per the record available no part of the fixed assets is disposed off during the year which affects the going concern of the company.
- ii. (a) The management has conducted physical verification of major items of building materials & stores at reasonable intervals during the year. In our opinion having regard to the nature of inventory, the frequency of verification is reasonable.
  - (b) In our opinion, the procedure followed by the management for such physical verifications are reasonable and adequate in relation to the size of the company and nature of its business.
  - (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between physical stock and the book records were not material in relation to the operation of the Company and the same have been properly dealt with in the books of accounts.
  - (d) The valuation of inventory is fair & proper and inaccordance of the normally accepted accounting principles and as on the same basis as in the preceding year.
- iii. (a) The company has accepted unsecured loan from two the parties listed in the register maintained under section 301 of the Companies Act,1956 during the year involving amount of Rs.833919 and having aggregate balance of Rs. 2144083  
The Company has granted unsecured loan and advances of Rs. 11366731 to the two parties listed in the register maintained under section 301 of the Companies Act, 1956 and have aggregate outstanding of Rs. 6897532 at the year end.
  - (b) In our opinion loan taken and given are interest free and to the related companies and other term and conditions of the loans taken & granted is not prime-facie, prejudicial to the interest of the company.
  - (d) As per the information given the loan taken and advances given are payable and recoverable on demand , hence question of overdue is not arise.
- iv. In our opinion and according to the information and explanations given to us, internal control procedures are in commensurate with the size of the Company and the nature of its business with regards to the purchase of construction materials and the fixed assets and

with regards to sale of units. Further we have not observed any continuing failure or major weakness in the internal controls during the year.

- v. (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management , we are of the opinion that all transactions that need to be entered in the register in pursuance of section 301 of the Act, have been so entered.
- (b) Based on the information and explanations given to us, the transactions made in pursuance to the contract or arrangements entered in the register maintained under section 301 and exceeding the value of Rs. 5 lacs in respect of any party during the year have been made at price which are reasonable having regard to the prevailing market prices at the relevant time.
- vi. In our opinion and according to the information and explanations given to us , the Company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Companies Act , 1956 and the rules framed there under.
- vii. In our opinion & as per the information given to us, the company do not have an internal audit system but internal controls are in commensurate with the size and nature of its business.
- viii. As informed to us, the maintenance of cost records has not been prescribed by the Central Govt u/s 209(1) (d) of the Companies Act, 1956 in respect of the activities carried on by the Company.
- ix. (a) According to the records of the Company, the company is not regular in depositing the statutory dues of TDS with the appropriate authorities , however there is no other statutory dues of tax & duties which are outstanding for more than six months as on 31<sup>st</sup> March,12 , except Rs 413899 on account of I Tax & FBT.
- (b) According to the Information and explanation given to us, there are no disputed amounts payable in respect of Income Tax , Sales Tax , Professional Tax , Wealth Tax, Custom Duty, Excise Duty, Cess as on 31<sup>st</sup>, March, 2012
- x. Company has accumulated losses at the end of the financial year of Rs. 164.13 lacs which less than 50 % of the net worth of the company, however the company has not incurred cash losses during the year but has incurred in the preceding financial year
- xi. According to the information and explanations given to us and the records examined by us , Company has not defaulted in repayment of dues to a bank, financial Institution or Debenture holders during the year, except amount related to one time settlement entered with a bank
- xii. According to the information and explanations given to us and the records examined by us , no loan has been granted by the Company on the basis of security by way of pledge of shares.

- xiii. In our opinion and according to the information and explanations given to us, the nature of activities of the Company does not attract any special statute applicable to chit fund and nidhi /mutual benefit fund/societies.
- xiv. In our opinion & according to the information given to us, the Company has to strengthen the maintained of records in respect of investments in shares. All securities are held by the company in its own name except to the extent of exemptions granted under section 49 .
- xv. According to the information and explanations given to us and the records examined by us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
- xvi. As per examination of record company have utilized the term loan taken from banks for the purpose it is taken.
- xvii. On the basis of the overall examination of the balance sheet and cash flows of the Company and the information and explanation given to us, we report that the Company has not utilized any funds raised on short term basis for the long term investments and vice-versa.
- xviii. The Company has come out with a preferential issue of shares during the year, however not made any preferential allotment of shares to parties or Companies covered under Section 301 of the Act .
- xix. According to the information and explanations given to us, no debentures is issued by the Company during the year.
- xx. The Company has not raised any money through a public issue during the year.
- xxi. Based on the audit procedures performed and the information given by the management, we report that no fraud of material significance on or by the Company has been noticed or reported during the course of audit.

**For Gupta Shyam & Company**  
**Chartered Accountants**  
**FRN;103450W**

**CA Shyamsunder Gupta**  
**(Proprietor)**  
**M.N.038484**  
**Mumbai, 27<sup>th</sup> August, 2012**



**SIKOZY REALTORS LIMITED**  
**Balance Sheet as at 31st March, 2012**

Particulars	Note No	As at March 2012	As at March 2011
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	44583000	37083000
(b) Reserves and Surplus	3	1648148	-650927
			0
<b>(2) Current Liabilities</b>			
(a) Short-term borrowings	4	2107584	31192518
(b) Trade payables	5	22444943	14282035
(c) Other current liabilities	6	1079546	608659
(d) Short-term provisions	7	466509	356299
<b>Total</b>		<b>72329731</b>	<b>82871584</b>
<b>II.Assets</b>			
<b>(1) Non-current assets</b>			
<i>(a) Fixed assets</i>			
(i) Tangible assets	8	501348	635479
(b) Non-current investments	9	22380000	22380000
(c) Deferred tax Assets (Net)	10	372737	6355216
<b>(2) Current assets</b>			
(a) Inventories	11	14490952	6272000
(b) Trade receivables	12	22876321	38221909
(c) Cash and cash equivalents	13	723851	284834
(d) Short-term loans and advances	14	10984522	8722146
<b>Total</b>		<b>72329731</b>	<b>82871584</b>

The Significant Accounting Policies & accompanying notes (1-20) are integral part of the Financial Statements

In terms of our report attached of even date

For Gupta Shyam & Co  
Chartered Accountants  
FRN: 103450W

For and on behalf of the Board

CA Shyamsunder Gupta  
(Proprietor)  
M.N.: 038484  
Mumbai, 27th August 2012

( Kamlesh Desai) ( Paras Jain)  
( Directors)

**SIKOZY REALTORS LIMITED**  
**Statement Profit and Loss Account for the year ended 31st March, 2012**

Particulars	Note No	As at March 2012	As at March 2011
<b>I. Revenue from operations</b>			
Other operational Income	15	2291853	0
<b>II. Total Revenue</b>		<b>2291853</b>	<b>0</b>
<b>III. Expenses:</b>			
Project expenses	16	8218952	6430391
Change in Inventory of Project Work In Progress	17	-8218952	-6272000
Employee benefit expense	18	691686	419846
Depreciation and amortization expense	8	134132	171874
Administrative & Other expenses	19	1233215	794729
Finance Cost	20	13136	12632
<b>Total Expenses</b>		<b>2072169</b>	<b>1557472</b>
IV . Profit (loss) before exceptional items & tax	(II - III)	219684	-1557472
V. Exceptional Items		0	0
VI. Profit (Loss) from Ordinary Activity before tax	(IV- V)	<b>219684</b>	<b>-1557472</b>
VII Tax expense:			
Current tax		0	0
Deferred tax	10	5982479	-73920
VIII. Net Profit/(Loss) for the period (VII-VIII)		<b>-5762795</b>	<b>-1483552</b>
IX. Earning per equity share:			
(1) Basic	1(B) (d) (iii)	-1.47	-0.40
(2) Diluted		-1.47	-0.40

**The Significant Accounting Policies & accompanying notes (1-20) are integral part of the Financial Statements**

**In terms of our report attached**

**For Gupta Shyam & Co**  
**Chartered Accountants**  
**FRN: 103450W**

**For and on behalf of the Board**

**CA Shyamsunder Gupta**  
**(Proprietor)**  
**M.N.: 038484**  
**Mumbai, 27th August 2012**

**( Kamlesh Desai) ( Paras Jain)**  
**( Directors)**

**CASH FLOW STATEMENT ANNEXED TO FINANCIAL STATEMENTS**

	Amount in Rs.	
	As At 31-03-2012	As At 31-03-2011
<b>A. Cash Flow From Operating Activities</b>		
Net Profit /(Loss) Before Tax & Extraordinary Items	2,19,684	(15,57,471.70)
Adjusted for depreciation, Misc. Exp written off, interest exp.	1,34,132	1,71,874.00
Operating Profit/(Loss) before working capital changes	3,53,816	(13,85,597.70)
Adjustment for		
Trade and Other Receivables	1,53,45,588	10,89,160.00
Inventories	(82,18,952)	(62,72,000.00)
Loans & Advances	(22,62,376)	(3,95,000.00)
Deferred Assets	(59,82,479)	8,000.00
Trade Payables	87,44,005	(80,76,173.30)
Short Term Loans	4,66,919	49,721.00
Net Adjusted For	80,92,705	(1,35,96,292.30)
Cash Generated from operations	84,46,521	(1,49,81,890.00)
Interest, direct taxes paid and net prior year adj.	0.00	0.00
Net Cash from Operating Activities	84,46,521	(1,49,81,890.00)
<b>B. Cash Flow From Investing Activities</b>		
Purchase of Fixed Assets	0	(77,850.00)
Purchase of Investment	0	1,56,00,000.00)
Net Cash used in Investing Activities	0	1,55,22,150.00
<b>C. Cash Flow From Financing Activities</b>		
Proceeds from Issue of Share Capital	2,62,50,000	0.00
Secured Loans & Other Share Premium	(3,42,57,504)	(3,29,300.68)
Net Cash used in Financing Activities	(80,07,504)	(3,29,300.68)
<b>NET INCREASE IN CASH &amp; CASH EQUIVALENTS (A+B+C)</b>	<b>2,84,834</b>	<b>2,10,959.32</b>
<b>OPENING BAL. OF CASH &amp; CASH EQUIVALENTS</b>	<b>4,39,017</b>	<b>73,875.56</b>
<b>CLOSING BAL. OF CASH &amp; CASH EQUIVALENTS</b>	<b>7,23,851</b>	<b>2,84,834.88</b>

We have examined the Cash Flow Statement of Sikozy Realtors Limited for the year ended 31<sup>st</sup> March, 2012. The statement has been prepared in accordance with the requirements of the Listing Agreement with the Stock Exchanges and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our Report of 27<sup>th</sup> August, 2012 to the members of the Company.

**For Gupta Shyam & Co.**  
**Chartered Accountants**

Place : Mumbai  
Dated: 27<sup>th</sup> August, 2012

**Shyamsunder Gupta**  
**Proprietor**

## **SIKOZY REALTORS LIMITED**

### **Significant Accounting Policies & Notes forming part of the Financial Statement for the year ended on 31<sup>st</sup>, March, 2012**

#### **Note 1: SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS**

##### **A SIGNIFICANT ACCOUNTING POLICIES:**

###### **a) BASIS OF ACCOUNTING**

The financial statements are prepared in accordance with the historical cost convention & applicable accounting standards & generally accepted accounting principles. The company follows mercantile system of accounting generally & recognizes income & expenditure on accrual basis.

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles

###### **b) USE OF ESTIMATES**

The preparation of financial statement in conformity with generally accepted accounting principles requires management to make estimates and assumptions that effect the reported amount and assets and liabilities & disclosure of contingent liabilities at the date of financial statement and result of the operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. difference between the actual results and an estimate is recognized in the period in which the results are known.

###### **c) REVENUE RECOGNITION**

Revenue from construction, development and sale of residential, commercial and other units and projects is to be considered on percentage of completion method as per the Guidance Notes on Revenue Recognition issued by the ICAI,. Accordingly amount received from the customers which does not qualify for revenue recognition is accounted as Current Liability titled as Advance from Customers under the sub-head of other current liability

###### **d) FIXED ASSETS & DEPRECIATION**

Fixed asset are stated at cost less depreciation. The cost is inclusive of interest and incidental expenses incurred during the construction period

Depreciation on fixed assets is provided on S.L.M method at the rate prescribed in Schedule XIV of the Companies Act, 1956. Depreciation on additions during the year have been provided on pro-rata basis.

###### **e) INVENTORIES**

Inventories comprises finished property and properties under construction (WIP). Work In Progress comprise the cost of land, development rights, TDR, Construction & Development Cost, cost of materials, services and other overheads related to the projects under construction. Inventory is valued at cost including all incidental cost or net realizable value whichever is lower.

#### **f) LEASE**

In respect of operating leases, lease rentals are expensed with reference to the term of Lease and other considerations except lease rentals pertaining to the period up to the assets put to use, are capitalized.

#### **g) BORROWING COST**

Borrowing costs attributes to fixed assets during construction period are capitalized. Other borrowing costs a recognized as an expense in the profit and loss account

#### **h) EMPLOYEES RETIREMENT BENEFITS**

Employer contributions towards PF & ESIC are charged to the P&L Account.

Liabilities on account of retirement benefits such as Gratuity is charged to the P&L on the basis of Valuation done by independent actuaries at the close of the year.

Leave encashment calculated at the end of every financial year for the leave not availed during the year is encashed and paid off to the employee as per companies rule.

#### **i) INVESTMENTS**

Investments are accounted and valued at cost plus incidental expenses incurred for acquisition All investments are classified in in two categories t.e. Long term investments and current investments . Further in case of long term investment diminution, if any, other than temporary, is provided.

#### **j) IMPAIRMENT**

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

#### **k) ACCOUNTING FOR TAXES ON INCOME**

The provision for taxation is ascertained on the basis of assessable profits computed in accordance with the provision of the I. Tax Act, 1961.

Deferred tax is recognized, subject to the consideration of prudence, on timing difference, being the difference taxable incomes & accounting incomes that originate in one period & are capable of reversal in one or more subsequent period.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of Profit & Loss as current Tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward.

#### **l) Provisions, contingent liabilities & assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of any past events and it is probable that there will be outflow of resources. Contingent liabilities are not recognized, but are disclosed in the notes. Contingent assets are neither recognized, nor disclosed in the financial statement.

**m) Cash Flow Statement:**

Cash flow are reported using the indirect method, whereby profit(loss) before extra ordinary items is adjusted for the effects of the transactions on non cash nature. The cash flow from operating, investing and financing activities of the company are segregated based on available information.

**n) Earnings Per Share**

The Earning considered in ascertaining the Company's earning per Shares (EPS) comprise of the net profit after tax to equity shares holders. Basic earnings per share are calculated by dividing the Net Profit or Loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profits attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

**B : NOTES ON ACCOUNTS:**

- a). As informed by the management there is no contingent liabilities to be provided for.
- b) As per the information provided to us by the management, none of the employees are entitled for the gratuity & other retirement benefits hence same is not provided for in the accounts.
- c) As informed by the management the company has not received any information from the suppliers & others regarding their status under MSME Development Act, 2006 , hence disclosure relating to amount unpaid at the year end together with interest payable under the Act, have not been given
- d) Information desired under relevant Accounting Standards referred to in Section 211(3C ) of the Companies Act,1956 to the extent applicable:

**i) Related party Disclosure (As-18)**

a) Information about the related party .

Sr. No.            Particulars

1 Key management personnel

    a. Kamlesh Desai – M.D.

2 Relative key management personnel & Directors

    a.Smt Surbhi Desai-Wife

    b.Shri Jigar Desai – Son

    c.Smt Heena Desai

    d.S. Vaidyanathan

    e.Sunil Kacha

    f. Rajan Randive

    g. Paras H. Jain

    h.Mukesh J Padhya

3 Enterprises owned or Significantly influenced by any Management Personnel or their relatives

- a.Kriyashu Finvest Pvt. Ltd
- b.Krez Hotel & Realty Ltd
- c.Shanil Financial Services Ltd.

b) Information about related parties transactions with Personnel as specified above under:

Particulars of Payments/ Transaction	Sr.No a(1)	Sr.No 2	Sr.No 3 (Amt in Rs)
1. Salary		180000	
2. Loan given			11366731
3. Loan taken			833919
c) Aggregate Outstanding at the year end	(Cr)1639721		(Cr) 504362 (Dr) 6897532

## ii).Segment Reporting-AS-17

In the opinion of the management , the company is engaged mainly in one business segment of construction & development of buildings, hence no segment information is provided.

iii) .Earning per share AS-20:	March,12	March,11 (Amt in Rs.)
Profit after tax	-5762795	- 1557472
Weighted average number of equity shares outstanding	3927050	3708300
Basic & Diluted earning per share	-1.47	-0.40

## **iv) Impairment of Assets AS-28 :**

Management it has carried out an exercise of identifying the assets that may have been impaired in case of each cash generated unit. On the basis of the review the management has informed that there was no impairment loss on fixed assets during the year under review.

e) Balance of the sundry debtors & creditors, unsecured loans taken, Banks,loan & advances given are subject to the confirmation and reconciliation. Further in case of certain bank and other accounts we have been informed that no transaction is taken place in that a/c. since long, therefore same will be subjected to reconciliation if any.

f) As informed by the management secured loan from The CKP Co-Op Bank Ltd has been paid of under the scheme of One Time Settlement arrived with the said bank. Accordingly short payment of interest and other dues has been considered as income of the current year.

g) As informed by the management no revenue have been recognized in respect of ongoing construction projects as these have not been reached at the desired level of completion as per the accounting policy of the company.

h) Expenses incurred on Preferential Issue of Shares have been adjusted from the share premium received from the issue.

i) In the opinion of the board the assets & loans & advances shown in the balance sheet are not less than the value stated, if realized in the ordinary course of the business. Further all known liabilities with reasonable certainty have been provided in the Financial Statement.

j) The revised Schedule VI has become effectively from 1<sup>st</sup> April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification/ disclosure

**For Gupta Shyam & Co**  
**Chartered Accountants**  
**FRN: 103450W**

**For and on behalf of the Board**

**CA Shyamsunder Gupta**  
**(Proprietor)**  
**M.N.: 038484**  
**Mumbai, 27th August 2012**

**Kamlesh Desai      Parasmal H.Jain**  
**( M.D. )              ( Director )**



**SIKOZY REALTORS LIMITED**

Notes on accounts to the Financial Statement for the period ended on 31st, March,2012

**Note 2 :Share Capital**

	<b>Figures in Lac</b>	
	<b><u>31-03-2012</u></b>	<b><u>31-03-2011</u></b>
	<b><u>Rs</u></b>	<b><u>Rs</u></b>
<b><u>Authorised</u></b>		
8000000 equity shares of Rs 10 each	80000000	80000000
	<u>80000000</u>	<u>80000000</u>
<b>Issued , Subscribed &amp; fully paid up</b>		
437000(437000)equity share of Rs 10 each fully paid up (Issued for Consideration Other Than cash)	4370000	4370000
4021300(3271300) Equit Shares of Rs. 10/- each Fully Paid (Issued for cash)	40213000	32713000
	<u>44583000</u>	<u>37083000</u>

**Note no. 2(a) : Reconciliation of the shares at the begning and at the end of the reporting period**

**Equity Shares**

Shares outstanding at the beginning of the year	3708300	3708300
Shares Issued during the year	750000	0
Shares bought back during the year	0	0
Shares outstanding at the end of the year	<u>4458300</u>	<u>3708300</u>

**Note no. 2(b) : Term / right attached to the sahre**

The Company has one class of share , one is equity shares having par value of Rs. 10 each. Each equity share holder is entitled on vote.

**Note no. 2(c) : Details of shareholding more than 5%**

<b>Name of shareholder</b>	<b><u>No of Share held</u></b>	
	<b><u>As at March</u></b>	<b><u>As at March</u></b>
	<b><u>2012</u></b>	<b><u>2011</u></b>
Nil	Nil	Nil

**SIKOZY REALTORS LIMITED**

**Note 3 : Reserve & Surplus**

Amt. in Rs

	<u>As at 31st March 12</u>	<u>As at 31st March 11</u>
<b>a. Security Premium</b>		
Opening Balance	0	0
(+) Current year transfer	18750000	0
(-) Written Back/ Utilized in current year	688130	0
Closing Balance	18061870	0
<b>b.Revaluation Reserve</b>		
Opening Balance	10000000	10000000
(+) Current year transfer	0	0
(-) Written Back/ Utilized in current year	10000000	0
Closing Balance	0	10000000
<b>c. Surplus</b>		
Opening Balance	-10650927	-9167375
(+) Net profit/(Net Loss) for current year	-5762795	-1483552
Closing Balance	-16413722	-10650927
	<b>1648148</b>	<b>-650927</b>

**Current Liabilities**

**Note 4 : Short Term Borrowings**

**Secured**

From Bodies Corporates, Banks & Financial Institution  
 From HDFC Bank  
 From CKP Co-op Bank Ltd.  
 (Secured against Company's Ghatkoper project)

	944	944
	0	29551853
	944	29552797

**Unsecured**

**Loans & advances from related parties**

From Directors & Related Parties

	2106640	1639721
	2106640	1639721

**Total(a+b)** 2107584 31192518

**Note 5: Trade Payables**

(a) Trade Payables  
 (b) Others

	1437500	1440000
	21007443	12842035
	22444943	14282035

**Note 6: Other Current Liabilities**

(a) Creditors for expenses  
 (b) Duties & Taxes payable

	1025108	608659
	54438	0
	<b>1079546</b>	<b>608659</b>

**Note 7: Short Term Provisions**

**(a) Provisions for Employees benefit**

Salary & Reimbursements

	52610	22000
--	-------	-------

**(b) Others**

Provision for I.Tax & FBT

	413899	334299
--	--------	--------

**Total (a+b)**

	<b>466509</b>	<b>356299</b>
--	---------------	---------------

**NON CURRENT ASSETS**

**Note 8: Non Current - Fixed Assets**

**As annexed separately**

**SECOZY REALTOR LIMITED**

**Note 8: Fixed Assets**

Fixed Assets	Gross Block			Accumulated Depreciation					Net Block	
	As at April 2011	Additions/ (Disposals)	As at March 2012	As at April 2011	Depreciatn for the year	Adjustments due to revaluations	On disposals	As at March 2012	As at March 2012	As at March 2011
<b>a</b> <u><b>Tangible Assets</b></u>										
Computers	81092	0	81092	49381	13145	0	0	62526	18566	31711
Furniture & Fixtures	47530	0	47530	25939	3009	0	0	28948	18582	21591
Motor Car	1199977	0	1199977	679434	113998	0	0	793432 0	406545	520543
Office Equipments	72300	0	72300	21430	3434	0	0	24864	47436	50870
T.V	11490	0	11490	727	546	0	0	1273	10217	10763
<b>TOTAL</b>	<b>1412389</b>		<b>1412389</b>	<b>776911</b>	<b>134132</b>	<b>0</b>	<b>0</b>	<b>911043</b>	<b>501346</b>	<b>635478</b>
<b>b</b> <u><b>Intangible Assets</b></u>										
TOTAL	0	0	0	0	0	0	0	0	0	0
<b>c</b> <u><b>Capital Work in Progress</b></u>										
TOTAL	0	0	0	0	0	0	0	0	0	0
<b>Grand Total (a+b+c)</b>	<b>1412389</b>	<b>0</b>	<b>1412389</b>	<b>776911</b>	<b>134132</b>	<b>0</b>	<b>0</b>	<b>911043</b>	<b>501346</b>	<b>635478</b>

**Note 9: Non-Current Investments****Other than Trade (Unquoted)**Un-Quoted Investment**Shares & Securities**

11000 equity shares of A.H Properties Pvt Ltd	1100000	1100000
100000 equity shares of Ambee Investment & Finance (p) Ltd	1000000	1000000
50000 equity shares of Ambuja Ind.& Tea (p). Ltd	500000	500000
55000 equity shares of Harshdeep Impex (p). Ltd	550000	550000
200000 equity shares of Kasturi housing (p)Ltd	2000000	2000000
150000 equity shares of Keta Properties (p). Ltd	1500000	1500000
50000 equity shares of Kriyasu Finvest (p) Ltd	500000	500000
300000 equity shares of Meet Marketing (India) (P).Ltd	3000000	3000000
50000 equity shares of Meticulous Trusteeship & Consultants Ltd	500000	500000
40000 equity shares of Nana Fintrade (p) Ltd	400000	400000
300 shares of Punjab & maharastra Co-Op. Bank Ltd	30000	30000
250000 equity shares of Radiance Axim (p). Ltd	2500000	2500000
150000 equity shares of Resurgent Impex P.Ltd	1500000	1500000
50000 equity shares of R.J Innovative Fabrics (p) Ltd	500000	500000
50000 equity shares of Shardchandra P. Shah (p) Ltd	500000	500000
100000 equity shares of Siddharth Realtors (p) Ltd	1000000	1000000
35000 equity shares of Subham Commercial (p) Ltd	350000	350000
120000 equity shares of Symate Consiltant (p) Ltd	1200000	1200000
100000 equity shares of Tamil Nadu Steel Tube (p) Ltd	1000000	1000000
7500 equity shares of The CKP Co-Op Bank Ltd. (Investment)	750000	750000
200000 equity shares of Vinita Ent India Pvt Ltd.	2000000	2000000
	22380000	22380000
Less : Provision for dimunition in the value of Investments	0	0
<b>Total</b>	<b>22380000</b>	<b>22380000</b>

**Note 10 : Deferred tax aSSETS (Net)****Deferred Tax Liability**

Depreciation	88962	0
Others	0	0
	88962	0

**Deferred Tax Assets**

B/f losses	461699	6355216
Otheres	0	0
	461699	6355216
<b>Net deferred tax Assets</b>	<b>372737</b>	<b>6355216</b>

**Current Assets****Note 11: Inventories**

Projects Work In Progress	14490952	6272000
	14490952	6272000

**Note 12: Trade Receivables**

(a) Trade receivables outstanding for a period less than six months from the date they are due for payment

	0	0
	0	0

(b) Trade receivables outstanding for a period exceeding six months from the date they are due for payment

Unsecured, considered good	22876321	38221909
Less: Provision for doubtful debts	0	0
	22876321	38221909

**Total (a+b)** **22876321** **38221909**

**Note 13: Cash & cash equivalents**

a. Balances in current a/c with Banks	128718	15134
b. Cash on hand* ( As verified & certified by a director)	595133	269700
	723851	284834

**Note 14: Short Term loans & advances****a. Loans and advances to related parties**

Unsecured, considered good	7197532	4223656
Doubtful	0	0
Less: Provision for doubtful loans and advances	7197532	4223656

**b. Others (specify nature)**

Advance Income tax & TDS	285963	285963
Advance recoverable in cash or for value to be received	3501027	4212527

**Total(a+b)**

	3786990	4498490
	10984522	8722146

**Note 15 : Revenue from Operation****b) Other Operational Income**

Bank Interest W/back a/c	2291853	0
--------------------------	---------	---

	<b>2291853</b>	<b>0</b>
--	----------------	----------

**Note 16: Project Expenses**

Rivera Project Exp -Karjat I	5034550	3724000
Vapi Project Exp.	2284402	2318000
Mundre-Karjat Plot-II	900000	388391
	8218952	6430391

**Note 17: Change in Inventory of Project WIP**

Opening WIP	6272000	0
Closing WIP	14490952	6272000
	-8218952	-6272000

**Note 18: Employees Benefit Expenses**

(a) Salaries and incentives	673020	413566
(b) Staff welfare expenses	18666	6280

	<b>691686</b>	<b>419846</b>
--	---------------	---------------

**Note 19: Administrative, Selling & Other expenses**

Office Repairs & Maintenance	68220	15466
Office Rent	120000	120000
Electricity charges	50792	64970
Printing & Stationery	27662	41119
Telephone & mobile Exp.	63959	55778
Legal & Professional Fees	158000	25000
Registration & Transfer Charges	119744	77610
Auditor,s Remuneration		
a. For audit Fee	60000	15000
b. For certification matters	54000	0
Demat Charges	26472	47435
Motar car Expenses	228441	168771
Busines Promotion	48931	40611
Listing Fees	16545	11030
Conveyance Exp	36268	8265
Travelling Expenses	36390	34095
Advertisement Expenses	11943	38017
Miscellaneous expenses	105848	31562

	<b>1233215</b>	<b>794729</b>
--	----------------	---------------

**Note 20: Financial Cost**

Bank Charges

13136

4932

Interest Charges

0

7701

---

**13136**

---

**12632**

**For Gupta Shyam & Co**

**Chartered Accountants**

**FRN: 103450W**

**For and on behalf of the Board**

**CA Shyamsunder Gupta**

**(Proprietor)**

**M.N.: 038484**

**Mumbai, 30th August 2012**

**( Kamlesh Desai) ( Paras Jain)**

**( Directors)**

## SIKOZY REALTORS LIMITED

Regd. Office : 642, Laxmi plaza Industrial Estate, New Link Road, Andheri (West), Mumbai – 400053

Regd. Folio No. \_\_\_\_\_

### ATTENDANCE SLIP

DP ID \_\_\_\_\_

Client ID \_\_\_\_\_

No. Of Shares held \_\_\_\_\_

I hereby record my presence at the 20<sup>th</sup> Annual General Meeting of the company held at 642, Laxmi Plaza, Laxmi Ind. Estate, Link Road, Andheri (West), Mumbai – 400 053 on Saturday, the 29<sup>th</sup> September, 2012 at 11.30 a.m.

1. Full Name of the member (In Block Letter) \_\_\_\_\_
2. Full Name of the joint –Holders (s) (In Block Letter) \_\_\_\_\_
3. Full Name of the Proxy (In Block Letter) \_\_\_\_\_
4. Signature of the Member/Proxy attending the Meeting \_\_\_\_\_

-----Tear Here-----

## SIKOZY REALTORS LIMITED

Regd. Office : 642, Laxmi plaza Industrial Estate, New Link Road, Andheri (West), Mumbai – 400053

Regd. Folio No. \_\_\_\_\_

### PROXY FORM

DP ID \_\_\_\_\_

Client ID \_\_\_\_\_

No. Of Shares held \_\_\_\_\_

I /We \_\_\_\_\_ of \_\_\_\_\_ being a Member / Members of Sikozy realtors Limited, hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him/her of \_\_\_\_\_ as my / our Proxy to vote for me / us on my/our behalf at the 20<sup>th</sup> Annual General meeting of the company to be held on Saturday, the 29<sup>th</sup> September, 2012 at 642, Laxmi Plaza, Laxmi Ind. Estate, Link Road, Andheri (west), Mumbai – 400 053 at 11.30 a.m. and at any adjourned thereof.

Signed this \_\_\_\_\_ Day \_\_\_\_\_ 2012.

Affix  
One Rs.  
Revenue  
Stamp

Signature

Note: Member/Proxy attending the Meeting must fill – in this Attendance Slip and hand it over at the entrance of the venue of the meeting.

**If undelivered, please return to**

**SIKOZY REALTORS LIMITED**

642, Laxmi Plaza, Laxmi Industrial Estate,  
Link Road, Andheri (W),  
Mumbai- 400 053.