

Board of Directors	D.Sudhakara Reddy - Chairman & Managing Director D. Deeptha - Director Rukmini Roy Basu - Director
Annual General Meeting	30-09-2013
Venue	No.138, Nungambakkam High Road, Nungambakkam, Chennai – 600 034.
Compliance Officer	G. Sundaramurthi
Legal Advisor	Mr. George Cherian, No.16/2, 1 st Floor, Pycrafts Garden Road, Chennai – 600 006.
Auditors	M/s. B.B.Naidu & Co., Chartered Accountants Parkway, No.36, Marshalls Road, Egmore, Chennai – 600 008.
Bankers	Indian Bank
Registered Office	No. 138, Nungambakkam High Road, 2 nd Floor, Ameen Manor, “A’ Block, Nungambakkam, Chennai – 600 034.
Corporate Office	No. 138, Nungambakkam High Road, Nungambakkam, Chennai – 600 034. Ph : 044 – 28331454 / 55

E – mail	info@regaliaarealty.com
Website	www.regaliaarealty.com
CIN	L70101TN1994PLC028978
Listing of Equity Shares	Bombay Stock Exchange Ltd., No.25, P.J. Towers, Dalal Street, Mumbai – 400 001
	Madras Stock Exchange Ltd P.O. Box No. 183 No.11, Second Line Beach Chennai – 600 001
Stock Code	530807
ISIN No.	INE098H01011
Share Transfer Agent	Cameo Corporate Services Limited, Subramanian Building, No.1, Club House Road, Chennai – 600 002. Phone Number : 044 2846 0390.

NOTICE

NOTICE is hereby given that the Nineteenth Annual General Meeting of the Members of the Company will be held on Monday, the 30th September 2013 at 09.30 a.m. at No. 138, Nungambakkam High Road, Nungambakkam, Chennai – 600 034 to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors' Report and the Audited Profit and Loss Account for the financial year ended 31st March 2013 and the Balance Sheet as on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in the place of Ms. Deeptha who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

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

“RESOLVED THAT Ms. Rukmini Roy Basu was appointed as a Director, by the board of Directors of the company, in the casual vacancy caused by the resignation of Mr. Balraj Vasudevan, with effect from 01.12.2011 pursuant to Section 262 of the Companies Act, 1956 read with Article-107(b) of the Articles of the Association of the Company, who holds office up to the date of the forthcoming Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing, under Section 257 of the Companies Act, 1956, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company subject to retirement by rotation under the Articles of Association of the Company:.

For & on behalf of the Board

Place :- Chennai
Date :- 27-08-2013

D.Sudhakara Reddy
Chairman & Managing Director

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. A FORM OF PROXY IS ENCLOSED.
2. The Register of Members and the Transfer Books will remain closed from 25-09-2013 to 30-09-2013 (both days inclusive).
3. As per the provisions of the Companies Act, 1956 facility for making nominations is now available for shareholders in respect of shares held by them. Nomination forms can be obtained from the Corporate Office/Share Transfer Agents of the Company.
4. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting. ONLY MEMBERS/PROXIES WILL BE ADMITTED INTO THE HALL FOR THE MEETING.
5. Members desiring any information on accounts are requested to write to the Compliance Officer at an early date so as to enable the Management to reply.
6. Members are requested to intimate the Company regarding any change of address, if any. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General meeting. Shareholders are requested to kindly bring their copies to the meeting.
7. The shares of the Company can also be held in DEMAT Form with NSDL & CDSL. Any shareholder who is desirous of availing the facility, can contact the Registrar and Transfer Agents of the Company, M/s. Cameo Corporate Services Limited at No.1, Subramaniam Building, Club House Road, Chennai- 600002.
8. Pursuant to Clause 49 of the Listing Agreement, the particulars of Directors seeking appointment / reappointment at the meeting are annexed.
9. The Company has implemented the "Green Initiative" as per circular nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs to enable electronic delivery of notices/ documents and annual reports to shareholders. Henceforth, the email addresses indicating in your respective Depository Participant (DP) accounts will be deemed to be your registered email address for serving notices / documents including those covered under Section 219 of the Companies Act, 1956.

ANNEXURE TO NOTICE:**Details of Directors seeking re-appointment at the forthcoming Annual General Meeting of the Company (Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges)**

Name of the Director	Ms. D. Deeptha
Date of Birth	09.09.1978
Date of Appointment	24.01.2007
Expertise in specific functional Areas	Real Estate
Qualifications	Completed Graduation in a. Hotel Restaurant & Institutional Management. b. Marketing Management from University of Minnesota in USA.
Details of shares held in the Company	2,84,460 Shares (7.90%)
List of Companies in which outside Directorship held as on 31.03.2013 (including private and foreign companies)	NIL

DIRECTORS' REPORT:

Your Directors have pleasure in presenting the 19th Annual Report of the Company together with the audited statement of accounts for the year ending 31st March 2013.

FINANCIAL HIGHLIGHTS:

	31.03.2010	31.03.2009
	(Rs. in lakhs)	
Profit / Loss before depreciation & Interest	213.27	(120.59)
Depreciation	8.63	9.18
Interest	6.49	8.42
Provision for Tax	35.00	1.24
Deferred Tax Asset / Liability	(3.66)	42.70
Profit / (Loss) After Tax	159.49	(96.74)
Balance carried forward	28.83	(154.36)

OPERATIONS:

Though majority of the construction is completed in THE FERNS Project, the balance villas sold to the customers could not be handed over as the connected infrastructure was not ready and hence revenue on this account has not been included. In EKANTHA Project at Perungudi, the apartments could not be handed over for want of Power connection from Tamil Nadu Electricity Board and hence revenue on this account has not been included. The revenue of 1,62,77,323/- is earned from Serviced Apartment Division. The Company has incurred a total loss of Rs. 4,10,70,589/- and this is due to higher interest cost and nil income from Property Development Division.

PROPERTY DEVELOPMENT DIVISION

Though our Company has completed the construction of the 1st lot of 29 villas of the THE FERNS project and also EKANTHA apartment projects during the year 2012-13, the Company is now working on taking up the construction of the balance villas.

HOMCOURT – Nungambakkam High Road is doing well and has achieved an occupancy rate of 71%. The occupancy during the first four months of this year has been 62% and it is estimated the same level of occupancy as last year will be maintained for the rest of the year despite adverse market conditions.

DIVIDEND:

No provision has been made for dividend as the Company has incurred huge losses for the year ended 31st March 2013.

FIXED DEPOSITS:

Liability on account of Fixed Deposit held by the Company as on 31st March 2013 is **Rs. 57,90,000/-**. The Company has not accepted any Fixed Deposits during the year under review.

LISTING:

The Equity shares of your Company are listed on the Bombay Stock Exchange Ltd., Mumbai and Madras Stock Exchange Ltd. Listing fees for the year 2012-13 has been paid tot the stock exchanges. The Board would like to inform the shareholders that the shares of the company are also available in DEMAT form and shareholders are requested to make use of this opportunity.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors, based on the representations received from the Operating Management, confirm.

- a. That in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- b. That they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
- c. That they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. That they have prepared the annual accounts on a going concern basis.

AUDITORS:

The Auditors M/s. B.B. Naidu & Co., Chartered Accountants retire at the forthcoming Annual General Meeting and have confirmed that they are eligible for reappointment. Your Directors recommend the re-appointment of M/s. B.B. Naidu & Co., Chartered Accountants, as statutory Auditors to hold office until the conclusion of the next Annual General Meeting of the Company. The members are requested to authorize the Board to fix their remuneration.

ENERGY CONSERVATION, TECHNOLOGY TRANSFER AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under Section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is furnished hereunder:

- A. Details of Conservation of Energy: The Company tries to conserve energy wherever possible. The activity of the Company is not covered under the list of specified industries in the Schedule and rules as stated above.
- B. Research and Development: The Company has not undertaken any R&D activity in any specific area during the year under review and hence no cost has been incurred towards the same.
- C. Technology Absorption: Nil
- D. Foreign Exchange Earnings and Outgo:

Foreign Exchange Earnings – Nil & Outgo – Rs.36,822/- & Outgo - Nil

SECRETARIAL COMPLIANCE CERTIFICATE:

The Company has obtained a Secretarial Compliance Certificate as required under Section 383A of the Companies Act, 1956 from a Practicing Company Secretary.

PARTICULARS OF EMPLOYEES:

The provisions under Section 217(2A) of the Companies Act, 1956 and the rules framed there under are not applicable since none of the employees were in receipt of remuneration in excess of the limits prescribed therein.

CORPORATE GOVERNANCE:

As required by Clause 49 of the Listing Agreement with the Stock Exchanges, the report on Management Discussion and Analysis, Corporate Governance as well as the Auditor's certificate on the compliance of Corporate Governance, form part of the Annual Report.

ACKNOWLEDGEMENTS:

Your Directors thank the Company's Customers, Vendors and Investors for their continued support during the year. Your Directors place on record their appreciation of the excellent contribution made by employees at all levels.

For and on behalf of the Board of Directors

Place: Chennai
Date : 27-08-2013

D. Sudhakara Reddy
Chairman and Managing Director

MANAGEMENT DISCUSSION & ANALYSIS

This discussion covers the financial results for the Financial Year April 2012 – March 2013 taking into account the recent few months and the likely economic growth in both Global & Indian Economy.

GLOBAL & INDIAN ECONOMY

The Global Economy has been going through very difficult times due to the crisis in Euro zone and several countries being compelled to resort the crisis management with other economics.

The BRIC nations have recorded the reasonable growth during the earlier year but however not comparable to the growth by them in the prior years. In fact, the growth has started slowing down in the recent past with no signs of recovery in the immediate future.

Indian Economy, though has recorded a growth of little less than 7% of the GDP during the Financial Year, there has been a short fall in the industrial growth thus bringing down the GDP growth 5.5% during the first quarter.

Due to increasing interest cost and tightening of money flow by the RBI to control inflation, availability of funds at lower cost became impossible and thus has impacted the Realty Industry substantially as there was a drag in the market specially for high end products.

Ministry of Tourism has indicated that there has been a 8.9% increase in foreign tourist arrivals in India during the year 2011 as compared to 2010. However, the growth in Hospitality Industry during the year was static with the overall rates, occupancies being stagnate mainly due to the increasing supply in the market and the general recessionary environment.

FUTURE PROSPECTS :

The county is facing a difficult economic situation due to the tight money policy of RBI, escalating interest rate and inflation. The prospects for the present year do not look bright and it may be the most difficult year for the Realty Industry.

OPPORTUNITIES :

The Company is looking at the possibility of developing the next lot of Villas in its Project “The Ferns” considering the fact that all the infrastructure has been completed.

The Govt. of Tamilnadu in working towards improving infrastructure in greater Chennai and expanding the present area to atleast 4,000 sq.kms., if not. 8,000 sq.kms. Plans are being drawn and this offers immense opportunities for Realty Sector.

THREATS :

The interest rate on Housing Loan steadily increasing and there are signs that the RBI may put fresh restrictions on lending to this sector. The competition is increasing almost every month in the city of Chennai.

The competition is increasing almost every month in the city of Chennai with several new Builders coming in from various parts of the country with established brand names.

The CREDAI has been taking up to the Govt. to streamline the approval process and until a systematic approval process is in place, this is a major threat to Realty Industry.

There has been a substantial increase in the cost of labour and material during the last 12 months and the labour cost is expected to go up. Further considering the fact that the availability of migrant labour is becoming more and more difficult.

RISK MANAGEMENT:

The Company has in place a risk management policy which lays down a vigorous and active process for identification and mitigation for risks. The Policy has been adopted by the Board of Directors of the Company and the Audit Committee reviews the risk management on the mitigation plan from time to time.

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2012-13**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

The Company is committed to enhance the shareholders value by adopting transparent practices and through prudent business decisions.

2. BOARD OF DIRECTORS:

a. Composition and category of Directors

Name of the Director	Category	No. of Board meetings attended during 2012/13	Whether attended last AGM on 23.9.2012	No. of Directorships in other Companies		No. of Audit / Investor Grievance Committee positions held in other Public Companies	
				Indian	Foreign	Chairman	Member
Mr.D.Sudhakara Reddy	Promoter, Chairman & Managing Director	4	YES	3	3	1	-
Ms.D Deeptha	Promoter Director	4	YES	-	-	-	-
Mrs. Rukmini Roy Basu (Joined on 01-12-2011)	Independent Director	1	NA	-	-	-	-

b. Board Meetings:

During the year under review, the Board of Directors of the Company met four times on the following dates:

NO.	Date of Meeting	For the Quarter
1	30-05-2012	April to June
2	28-07-2012	July to September
3	29-10-2012	October to December
4	30-01-2013	January to March

3. AUDIT COMMITTEE:Constitution:

The Committee consists of 3 Directors

1. Mr. D. Sudhakara Reddy - Chairman
2. Ms. D. Deeptha - Director
3. Mrs. Rukmini Roy Basu - Director

The Committee is chaired by Mr. D. Sudhakara Reddy.

Terms of Reference

The charter of the Committee is as prescribed under Clause 49 of the listing agreement with the Stock Exchanges.

Meetings & Attendance

During the year under review four meetings of the Audit Committee were held on 30-05-2012, 28-07-2012, 29-10-2012 & 30-01-2013. Necessary quorum was present for all the meetings.

Name of the Member	Category	No. of meetings attended
Mr. D Sudhakara Reddy	Promoter, Chairman & Managing Director	4
Ms. D. Deeptha	Promoter	4
Mrs. Rukmini Roy Basu	Independent	4

4. REMUNERATION COMMITTEE:

- i. The Listing Agreement with the Stock Exchanges provides that a Company may appoint a Committee for recommending managerial remuneration payable to the Directors. The Company has in place a Remuneration Committee for the said purpose.
- ii. The Remuneration Committee constituted as per the requirements of the Listing Agreement and the provisions of the Companies Act, 1956, determines the remuneration payable to the Managing Director, with agreed terms of reference and reviews the Company's policy on specific remuneration packages for Managing Director which may include pension rights and compensation payments, on behalf of the Board of Directors and the shareholders of the Company.

- iii. The composition of the Remuneration Committee and particulars of meetings attended by Members of the Committee are as under :

Members	Category	Whether attended the Meetings held on 30-05-2012
Mr. D. Sudhakara Reddy	Promotor	Yes
Ms. D. Deeptha	Promoter	Yes
Ms. Rukmini Roy Basu	Independent Director	Yes

Remuneration to Mr.D.Sudhakara Reddy, Chairman & Managing Director : During the year 2009-10 Mr. D Sudhakara Reddy was paid a consolidated salary of Rs. 9,00,000/-.

Remuneration to Non-executive Directors:

Name of the Director	Sitting Fees Paid
Ms. D. Deeptha	
Ms. Rukmini Roy Basu	
Total	

5. INVESTOR'S GRIEVANCE COMMITTEE:

Constitution:

The Committee consists of 2 directors:

1. Mr. D. Sudhakara Reddy - Chairman
2. Ms. D. Deeptha - Director

The Committee is chaired by Mr. D. Sudhakara Reddy.

Terms of Reference

The Committee has the required powers to carry out the handing of shareholders' / investors' grievances. The brief terms of reference of the Committee include redressing of complaints of shareholders and investors relating to transfer of shares, non-receipt of Annual Report, dividends etc.

Meetings & Attendance

During the year under review the Committee met on 29-10-2012. The composition and the attendance of members of the Committee at the meeting is given below:

Name of the Member	Category	Whether attended the Meeting held on 29-10-2012
Mrs. Rukmini Roy Basu	Independent	Yes
Mr. D Sudhakara Reddy	Promoter	Yes

The status of complaints received from shareholders during the year 2011-12 is as under:

Complaints outstanding at the beginning of the year	Complaints received during the year	Complaints disposed off during the year	Complaints unresolved at the end of the year
Nil	Nil	Nil	Nil

As per the provisions of Section 205A read with Section 205C of the Companies Act, 1956 the Company is required to transfer dividends and matured deposits that remain unclaimed for a period of seven years from the date of declaration and from the due date for repayment respectively, to the Investor Education and Protection Fund (IEPF) established and administered by the Government of India.

Contact details of Compliance Officer:

Mr.Sundaramurthi, Director – Finance & Admn.

Regaliaa Realty Limited

No. 138, Nungambakkam High Road,

Nungambakkam,

Chennai – 600 034

Phone: (044) 28331454

Email id: info@regaliaarealty.com

Email id designated for investor complaints : info@regaliaarealty.com

Pending Share Transfers: There are no pending share transfers as on 31st March 2013.

All the shares received from the Share Holders are processed, transferred and despatched by the Share Transfer Agent - M/s. Cameo Corporate Services Ltd., within one month from the date of receipt.

6. GENERAL BODY MEETINGS:

The last three Annual General Meetings of the Company were held at the date, time and location metioned below:

Date & Time	Location
1) 9 th September 2010 09.30 A.M.	138, Nungambakkam High Road Nungambakkam Chennai – 600 034
2) 23 rd September 2011 10.00 A.M.	138, Nungambakkam High Road Nungambakkam Chennai – 600 034
3) 23 rd September 2012 09.30 A.M.	138, Nungambakkam High Road Nungambakkam Chennai – 600 034

Mr. D Sudhakara Reddy, Chairman and Managing Director chaired the last Annual General Meeting held on 23rd September 2012.

7. DISCLOSURES

a) Related Party Transaction:

There have been no materially significant related party transactions with the Company's Promoters, Directors, and the Management, the subsidiaries or relatives which may have potential conflict with the interest of the Company at large.

b) Compliances of the Company:

There have been no instances of non compliance by the Company on any matters related to the capital markets nor have any penalty/strictures been imposed on the Company by the Stock Exchange or SEBI or any other statutory authority on such matters.

c) Whistle Blower Policy:

The Company is yet to establish a mechanism for Whistle Blower Policy which is a non-mandatory requirement.

d) Access to Audit Committee:

No person has been denied access to the audit committee on any matter on any matter related to the Company.

e) Non-mandatory requirements:

- i. The Board : The Company has an Executive Chairman. The composition of the Board of Directors and Committees of the Board are in line with the provisions of the Companies Act, 1956, Listing Agreement and other applicable provisions.
- ii. Remuneration Committee : The Company has set up a Remuneration Committee with specific terms of reference.
- iii. Shareholder rights : The quarterly / annual financial results of the Company are published in one English and one Tamil newspaper. Hence half-yearly financial performance of the Company is not sent individually to the household of shareholders.
- iv. The Directors are taking steps to remit all the statutory dues in the current year.
- v. Training of Board members and Mechanism for evaluating non-executive Board members : The Directors on the Board are from diverse fields and have long standing experience and expertise in their respective fields.

8. COMMUNICATION:

The Board of Directors of the Company approves and takes on record the un-audited/audited financial results and accounts in the proforma prescribed by the Listing Agreement with Stock Exchanges after the financial results were reviewed by the Audit Committee and thereafter, announces forthwith the results to all the Stock Exchanges where the shares of the Company are listed. The financial results are published in the 'News today' and 'Maalaichudar'.

9. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

Date : 28-09-2013

Time : 09:30 a.m.

Venue : No.138, Nungambakkam High Road,
Nungambakkam, Chennai 600 034

Financial year: 1st April to 31st March

Book Closure Date: 28-09-2013 to 28-09-2013 (both days included)

Stock Code (BSE): 530807

ISIN No. INE098H01011

CIN : L70101TN1994PLC028978

Registered Office:
No. 10, Harrington Road,
Tarapore Avenue,
Chennai : 600 031

Corporate Office:
No.138, Nungambakkam High Road,
Nungambakkam,
Chennai 600 034
Phone No.: 044 - 28331454
Fax No.: 044 - 28331453

Registrar and Share Transfer Agent:
Cameo Corporate Services Limited,
Subramanian Building,
No.1, Club House Road,
Chennai - 600 002.
Phone Number : 044 2846 0390

STOCK MARKET DATA

MONTH	SENSEX		COMPANY	
	HIGH	LOW	HIGH	LOW
Apr 12				
May 12				
Jun 12				
Jul 12				
Aug 12				
Sep 12				
Oct 12				
Nov 12				
Dec 12				
Jan 13				
Feb 13				
Mar 13				

LISTING**Name and address of Stock Exchange**

Bombay Stock Exchange Ltd., P.J. Towers, Dalal Street, Mumbai – 400 001

Madras Stock Exchange Ltd., 11, Second Line Beach, Chennai – 600001

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2010

Category	No. of Holders	% of Holders	No. of Shares	% of Shares
Upto 100	374.00	33.92	28,311.00	0.79
101 – 500	520.00	45.77	1,60,609.00	4.46
501 – 1000	105.00	9.24	88,541.00	2.46
1001 – 2000	55.00	4.84	87,387.00	2.43
2001 - 3000	20.00	1.76	52,275.00	1.45
3001 – 4000	5.00	0.44	17,400.00	0.48
4001 - 5000	18.00	1.58	89,414.00	2.48
5001 – 10000	19.00	1.67	1,53,150.00	4.25
10001 – above	20.00	1.76	29,22,913.00	81.20
Total	1136.00	100.00	36,00,000.00	100.00

SHAREHOLDING PATTERN AS ON 31ST MARCH 2013:

Shares Held by	No. of Shares	Percentage
Promoters	166670	4.63
Banks	3400	0.09
Bodies Corporate	2211942	61.45
NRI	62715	1.74
Public	1155022	32.08
Total	36,00,000	100.00

Dematerialisation of Shares:

As on 31st March 2013, a total number of 2784600 shares, representing 77.35% are in dematerialised form as compared to 2774500 equity shares (77.07%) in the previous year.

Investor Correspondence:

For any queries, shareholders are requested to either write to the Corporate Office of the Company or to the Company's Registrar and Transfer Agents, M/s Cameo Corporate Services Limited.

DECLARATION REGARDING COMPLIANCE WITH CODE OF CONDUCT:

All the members of the Board of Directors and Senior Management have affirmed compliance with the code of conduct, laid down by the Board, for the financial year ended 31st March 2013.

For REGALIAA REALTY LTD

Place: Chennai
Date: 29th July 2010

D. Sudhakara Reddy
Chairman & Managing Director

**CERTIFICATE OF COMPLIANCE FROM AUDITORS AS STIPULATED UNDER
CLAUSE 49 OF THE LISTING AGREEMENT OF THE STOCK EXCHANGES IN INDIA**

C E R T I F I C A T E

To
The Members
Regaliaa Realty Limited

We have examined the compliance of conditions of Corporate Governance by Regaliaa Realty Limited for the year ended on 31st March 2013, as stipulated in Clause 49 of the Listing Agreement of the said company with Stock Exchange in India.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March 2013, non investor grievances are pending against the Company as per the records maintained by the Company and presented to the Investor Services Committee.

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

For M/s. B. B. Naidu & Co.,
Chartered Accountants
Firm Regn. No. 002291S

Chennai
31st May 2013

(A.Sandeep Thiru)
Partner
Mem. No. 201168

AUDITORS' REPORT

To

The Members,
Regaliaa Realty Limited.

1. We have audited the accompanying financial statements of **Regaliaa Realty Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.
2. Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
3. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
 - (b) in the case of the Profit and Loss Account, of the loss for the year ended on that date; and
 - (c) in the case of cash flow statement, of the cash flows for the year ended on that date;
7. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. As required by section 227(3) of the Act, we report that:
- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) the Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For M/s. B.B. Naidu &
Co.
Chartered Accountants
Firm Regn. No: 002291S

Chennai
31-05-2013

(A. Sandeep Thiru)
Partner
M.No: 201168

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in paragraph 3 of our report of even date:

1. (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 programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) During the year, the company has not disposed off a major part of the plant and machinery.
2. During the year the Company has not taken any loans, secured or unsecured, from parties listed in the register maintained under section 301 of the Companies Act, 1956 and the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
3. In our opinion and according to the information and explanations given to us, there are 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, no major weakness has been noticed in the internal controls.
4. (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 the transactions that need to be entered into the register maintained under section 301 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 and exceeding the value of five lakh rupees in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
5. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 58A and 58AA of the Companies Act 1956 and the companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public.
6. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.

7. The Central Government has not prescribed maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 for the company.
8. (a) According to the records of the company, the company has not been regular in depositing the provident fund dues with the appropriate authorities.
- (b) According to the records of the company, there are no dues of sale tax, income-tax, customs tax/wealth-tax, excise duty/cess which have not been deposited on account of any dispute.
- (c) According to the information and explanations given to us, undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty were outstanding, as at 31st March 2013 for a period of more than six months from the date they became payable are :

<u>S. No.</u>	<u>Nature of the statute</u>	<u>Nature of the Dues</u>	<u>Amount</u> (Rs. in lacs)
1.	Income Tax Act, 1961	Income Tax	24.29
2.	Income Tax Act, 1961	TDS	12.54
3.	Employees State Insurance Act, 1948	ESI	0.26
4.	Provident Fund Act, 1952	PF	1.62
5.	Andhra Pradesh Tax on Luxuries Act, 1987	Luxury Tax	4.41
6.	Chapter V of Finance Act, 1994	Service Tax	0.96
			73.28

9. The Company does not have accumulated losses. The Company has incurred cash loss during the financial year covered by our audit, but has not incurred cash loss in the immediately preceding financial year.
10. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to financial institutions, banks and debenture holders, in accordance with freshly negotiated terms and conditions of borrowings.
11. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
12. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditors' Report) Order 2003 is not applicable to the Company.

13. In our opinion and according to the information and explanations given by the management, the company is not dealing or trading in securities.
14. According to the information and explanations given by the management, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
15. The company has obtained term loan during the year and according to the information and explanations given by the management, the Company has put to use the loan for the purpose for which it was taken.
16. In our opinion, the funds raised on short-term basis have not been used for long-term investment and vice-versa.
17. 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.
18. During the period covered by our audit report, the Company has not issued any debentures.
19. The company has not raised any money by way of public issues during the year.
20. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
21. In our opinion, clause (ii) of para 4 of the Companies (Auditors' Report) Order 2003 are not applicable to the Company at present.

For M/s. B.B. Naidu &
Co.
Chartered Accountants
Firm Regn. No: 002291S

Chennai
31-05-2013

(A. Sandeep Thiru)
Partner
M.No: 201168

Regaliaa Realty Limited
138, NUNGABMAKKAM HIGH ROAD, CHENNAI - 600 034
BALANCE SHEET AS AT 31ST MARCH 2013

	Particulars	Note No.	AS AT 31-03-2013 Rs.	AS AT 31-03-2012 Rs.
	1	2	3	4
I	<u>EQUITY AND LIABILITIES</u>			
	(1) <u>Shareholder's Funds:</u>			
	(a) Capital	1	36,000,000	36,000,000
	(b) Reserves and Surplus	2	(34,552,523)	(22,894,653)
	(C) Money received against share Warrants		-	-
	(2) Share Application Money Pending Allotment		-	-
	(3) <u>Non-Current Liabilities</u>			
	(a) Long Term Borrowings	3	83,568,027	83,214,725
	(b) Deferred Tax Liabilities (Net)		-	-
	(c) Other Long Term Liabilities		-	-
	(d) Long Term Provisions		-	-
	(4) <u>Current Liabilities</u>			
	(a) Short Term Borrowings		14,402,500	14,405,000
	(b) Trade Payables	4	5,899,702	38,826,738
	(c) Other Current Liabilities	5	50,730,343	48,145,044
	(d) Short Term Provisions	6	5,900,000	5,900,000
	Total		161,948,050	203,596,854
II	<u>ASSETS</u>			
	(1) <u>Non - Current Assets</u>			
	(a) Fixed Assets			
	(i) Tangible Assets	7	7,903,855	9,664,367
	(ii) Intangible Assets	7	-	13,972
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(b) Non Current Investments		-	-
	(c) Deferred tax Assets (Net)	8	6,349,497	6,460,426
	(d) Long term Loans and Advances		-	-
	(e) Other non-current assets		-	-
	(2) <u>Current Assets</u>			
	(a) Current Investments		-	-
	(b) Inventories	9	125,495,509	155,638,615
	(c) Trade Receivables	10	4,466,172	15,523,986
	(d) Cash and Cash equivalents	11	1,836,332	937,863
	(e) Short Term Loans and Advances	12	15,896,685	15,357,625
	(f) Other current assets	13	-	-
	Total		161,948,050	203,596,854
	Notes on accounts	18		

As per our report of even date
For B.B.NAIDU & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 002291S

For REGALIAA REALTY LIMITED

A.SANDEEP THIRU
Partner
M.No : 201168

Director

Managing Director

Date : 31/05/2013
Place: Chennai

Date : 31/05/2013
Place: Chennai

Date : 31/05/2013
Place: Chennai

Regaliaa Realty Limited
138, NUNGABMAKKAM HIGH ROAD, CHENNAI - 600 034

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

	Particulars	Note No.	For the year ended 31-03-2013 Rs.	For the year ended 31-03-2012 Rs.
I	Revenue from Operations		38,169,343	16,032,403
II	Other Income	14	2,724,650	244,920
III	Total Revenue (I+II)		40,893,993	16,277,323
IV	Expenses			
	Cost of Raw Material Consumed		30,395,722	-
	Purchase of Stock in trade		-	-
	Changes in Finished Goods,WIP and Stock in Trade		-	-
	Employee Benefits Expenses	15	5,898,937	11,476,596
	Finance Cost	16	6,992,549	19,010,052
	Depreciation and Amortisation Expenses	7	691,067	2,156,229
	Other Expenses	17	8,462,658	23,805,036
	Total Expenses		52,440,933	56,447,913
V	Profit before exceptional and extraordinary items and taxes (III - IV)		(11,546,940)	(40,170,590)
VI	Exceptional Items		-	-
VII	Profit before extra ordinary items and taxes (V-VI)		(11,546,940)	(40,170,590)
VIII	Extra ordinary Items		-	-
IX	Profit before Tax		(11,546,940)	(40,170,590)
X	Tax Expenses			
	(i) Current Tax		-	-
	(ii) Deferred Tax		110,929	(256,555)
XI	Profit/(Loss) for the period from continuing operations (VII-VIII)		(11,657,869)	(39,914,035)
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expenses of Discontinuing Operations		-	-
XIV	Profit and Loss from Discontinuing Opearations (after Tax) (XII-XIII)		-	-
XV	Profit / (Loss) for the Period (XI+XIV)		(11,657,869)	(39,914,035)
XVI	Earning Per Equity Shares (Face Value Rs. 10/-)			
	Basic		-	-
	Diluted EPS		-	-
	Notes on Accounts	18		

As per our report of even date

For B.B.NAIDU & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 002291S

A.SANDEEP THIRU
Partner
M.No : 201168

For REGALIAA
REALTY LIMITED

Director

Managing Director

Date : 31/05/2013

Place: Chennai

Date :

31/05/2013

Place: Chennai

Date : 31/05/2013

Place: Chennai

Regaliaa Realty Limited

138, NUNGABMAKKAM HIGH ROAD, CHENNAI - 600 034

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2013

Particulars	As at 31-03-2013 Rs.	As at 31-03-2012 Rs.
<u>NOTE 1: CAPITAL</u>		
Authorised Share Capital		
72,00,000 Equity Shares of Rs.10/= each	72,00,000	72,00,000
3,60,000 Preference Shares of Rs.100/= each	36,00,000	36,00,000
	108,00,000	108,00,000
Issued, Subscribed & Paid-up		
36,00,000 Equity Shares of Rs.10/= each	36,00,000	36,00,000
	36,00,000	36,00,000
<u>NOTE 2: RESERVES AND SURPLUS</u>		
<u>a) Profit & Loss a/c</u>		
Opening Balance	(27,539,853)	12,374,182
Addition During the Year	(11,657,869)	(39,914,035)
Total	(39,197,723)	(27,539,853)
<u>b) Securities Premium a/c</u>		
Opening Balance	745,200	745,200
Addition During the Year	-	-
Total	745,200	745,200
<u>c) General Reserve a/c</u>		
Opening Balance	3,900,000	3,900,000
Addition During the Year	-	-
Total	3,900,000	3,900,000
	(34,552,523)	(22,894,653)
<u>NOTE 3: LONG TERM BORROWINGS</u>		
<u>a) Term Loans</u>		

Regaliaa Realty Ltd.

<u>i) Secured Loans</u>		
From Banks - HDFC Bank Car Loan	241,657	464,725
Karvy Financial Services Ltd	70,000,000	70,000,000
	70,241,657	70,464,725
<u>ii) Unsecured Loans</u>		
Others	13,326,370	12,750,000
	13,326,370	12,750,000
	83,568,027	83,214,725

Regaliaa Realty Limited
138, NUNGABMAKKAM HIGH ROAD, CHENNAI - 600 034

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2013

<u>NOTE 4: TRADE PAYABLES</u>		
- Creditors for Trade	335,504	30,459,132
Mrs. Neetha Reddy	2,594,477	-
Creditors for Trade	2,969,722	8,367,606
	5,899,702	38,826,738
<u>NOTE 5: OTHER CURRENT LIABILITIES</u>		
- Creditors for Expenses	28,618,351	30,634,951
Other Liabilities	22,111,992	17,510,093
	50,730,343	48,145,044
<u>NOTE 6: SHORT TERM PROVISIONS</u>		
Other Provisions	-	-
Provision for Taxation	5,900,000	5,900,000
	5,900,000	5,900,000
<u>NOTE 8: DEFERRED TAX ASSETS:</u>		
As per last year's Balance Sheet	6,460,426	6,203,871
For the period transferred from Profit & Loss A/c	(110,929)	256,555
	6,349,497	6,460,426
<u>NOTE 9: INVENTORIES</u>		
THE FERNS -WIP	111,190,210	68,752,685
The FERNS Land	-	44,769,196
Ekantha - WIP (Perungudi Project)	-	20,941,093
Ekantha - Advance (Perungudi Project)	-	6,870,342
Bangalore Link Land	1,305,299	1,305,299
Hyderabad Property (Saifabad)	9,500,000	9,500,000
Land Advance - (Thirupathy Project)	3,500,000	3,500,000
	125,495,509	155,638,615

Regaliaa Realty Ltd.

<u>NOTE 10: TRADE RECEIVABLES</u>		
[considered good & in respect of which the company holds no security other than debtors personal security]		
Outstanding over Six Months	-	-
Other Debts	4,466,172	15,523,986
	4,466,172	15,523,986
<u>NOTE 11: CASH AND CASH EQUIVALENTS</u>		
Cash in Hand	1,715,273	730,8
Development Credit Bank	-	4,9
HDFC Bank	944	68,4
Indian Bank - Homcourt A/c.	4,875	131,2
Indian Bank	115,240	1,9
Indian Bank - Hom Court (Hyd. Branch)	-	5
	1,836,332	937,863
<u>NOTE 12: SHORT TERM LOANS AND ADVANCES</u>		
[considered good & in respect of which the company holds no security other than personal security]		
- Advances recoverable in cash or in kind	11,287,865	7,550,376
- Balance with Statutory Authorities	-	-
- Advances and Deposit - Others	92,500	3,307,500
- Advance Tax ,TDS	4,516,320	4,499,749
	15,896,685	15,357,625
<u>NOTE 13 : OTHER CURRENT ASSETS</u>		
Office Interior	-	-
	-	-

Regaliaa Realty Limited

138, NUNGABMAKKAM HIGH ROAD, CHENNAI - 600 034

SCHEDULES TO PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH , 2013

Particulars	Current Year 31-03-2013 Rs.	Previous Year 31-03-2012 Rs.
<u>NOTE 14: OTHER INCOME</u>		
- The Ferns - Infrastructure Fees	1,700,000	175,000
- Thr Ferns - Enterance Fees	1,020,000	-
- Scrap sale	4,650	69,920
	2,724,650	244,920
SCHEDULE 16: CONSUMPTION		

Regaliaa Realty Ltd.

Opening Stock		1,860,389
Add : Purchases		#REF!
		#REF!
Less : Closing Stock		2,080,649
		2,080,649
		#REF!
<u>NOTE 15: EMPLOYEE BENEFITS EXPENSES</u>		
Managerial Remuneration	-	1,800,000
Salary	4,883,794	5,871,736
Bonus & Exgratia	-	5,024
Staff Welfare	233,898	236,201
Salary - HC - Chen.	568,825	1,096,085
Bonus & Exgratia - HC-Chen.	-	-
Salary-HC-HYD	-	2,006,406
Bonus & Exgratia-HC-HYD	-	-
Staff Welfare-HC-HYD	8,900	7,459
Uniforms & Shoes-HC-HYD	-	-
PF Contribution	65,180	325,638
ESI Contrbution	132,100	116,797
Leave Encashment	6,240	11,250
	5,898,937	11,476,596
<u>NOTE 16: FINANCE COST</u>		
- Bank Charges	96,751	172,464
- Processing Fees	-	330,900
- Interest	6,895,798	18,506,688
	6,992,549	19,010,052
<u>NOTE 17: OTHER EXPENSES</u>		
- Homcourt Expenses	2,788,052	15,860,721
Advertisement	95,661	57,160
AMC Charges	9,500	-
Auditors Remuneration	-	61,695
Books & Periodicals	299	2,645
Brokerage	-	50,000
Conveyance	243,949	141,855
Electricity Charges	708,970	489,038
Filing Fee	622	10,210
Freight & Cartage (Transportation)	11,829	12,850

Regaliaa Realty Ltd.

Insurance Premium	44,605	12,664
Interest on TDS	64,429	-
Legal Expenses	95,000	-
Listing Fee	47,687	54,709
Misc. Expenses	1,665	-
Office Interior Written off	-	600,000
Parking / Toll Charges	16,020	11,704
Pooja Expenses	28,896	23,700
Postage & Courier	10,027	15,446
Printing & Stationery	30,004	70,417
Professional Charges	538,681	89,431
Rates & Taxes	9,619	17,847
Repairs & Maintenance	430,820	579,076
Security Charges	230,253	214,864
Service Charges	33,708	96,007
Sitting Fee	-	16,000
Subscription, Membership & Regn. Fees	131,880	103,767
Telephone Charges	296,602	277,165
Travelling Expenses	168,755	593,797
Rent	1,896,747	2,532,148
Loss on sale of Homcourt, Chennai assets	528,379	1,810,121
	8,462,658	23,805,036

REGALIAA REALTY LIMITED

Note -

6

Schedule For Fixed Asset

S.No.	Particulars	Depn. Rate	GROSS BLOCK				Upt
			Cost as on 01.04.2012	Additions	Deletions	Cost as on 31.03.2013	
(A)	<u>Tangible Assets</u>						
1	Land	0.00%	2869000.00	0.00	0.00	2869000.00	
2	Buildings	5.00%	5643909.00	0.00	0.00	5643909.00	1744
3	Plant and Machinery	13.91%	3600719.95	0.00	548264.68	3052455.27	2419
4	Office Equipment(Old)	13.91%	1858746.00	0.00	1858746.00	0.00	1777
5	Electrical Fittings	13.91%	1107037.93	0.00	996722.51	110315.42	507
6	Furnitures and Fittings(HC)	25.88%	609693.37	0.00	609693.37	0.00	403
7	Furnitures and Fittings(RRL)	18.10%	409402.00	0.00	0.00	409402.00	287
8	Vehicles	25.89%	947427.00	0.00	0.00	947427.00	444
9	Computers	40.00%	1073259.60	0.00	332661.55	740598.05	869
			18119194.85	0.00	4346088.11	13773106.74	8454
(B)	<u>Intangible Assets</u>						
1	Softwares	40.00%	94000.00	0.00	78160.56	15839.44	80

		Rs.	94000.00	0.00	78160.56	15839.44	80
	Total (A + B)		18213194.85	0.00	4424248.67	13788946.18	8534

REGALIAA REALTY LIMITED**CASH FLOW STATEMENT ANNEXED TO BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH 2013**

	<u>31/03/2013</u>	<u>31/03/2012</u>
	<u>Rs.(in lakhs)</u>	<u>Rs.(in lakhs)</u>
(A) Cash Flow from Operating Activities		
Net profit before Tax as per Profit & loss Account	(115.47)	(401.71)
<u>Adjusted for :</u>		
Depreciation	6.91	21.56
Interest Expenses	69.93	190.10
Loss on Sale of asset	5.28	18.10
	<u>82.12</u>	<u>229.76</u>
Operating Profit before Working Capital Changes	(33.35)	(171.94)
<u>Adjustment for Working Capital Changes</u>		
Inventories	301.43	(497.61)
Trade and Other Receivables	110.58	39.59
Short Term Loans & Advances	(5.39)	161.56
Other Current Assets	0.00	6.00
Short Term Borrowings	(0.03)	144.05
Trade Paybles	(329.27)	(3.60)
Other Current Liabilities	25.85	87.39
	<u>103.18</u>	<u>(62.63)</u>
Net Cash Used in Operating Activities	69.83	(234.57)
(B) Cash Flow from Investing Activities		
Sale proceeds form Fixed Assets	5.55	40.00
Purchase of Fixed Assets	0.00	(1.37)
Net Cash Used in Investing Activities	5.55	38.63
(C) Cash Flow from Financing Activities		
<u>Proceedings From</u>		

Regaliaa Realty Ltd.

Secured Loan	3.53	376.67
Interest Paid	<u>(69.93)</u>	<u>(190.10)</u>
Net Cash From/(used) financing Activities	<u>(66.39)</u>	<u>186.57</u>
 Net Increase/decrease in Cash & Cash Equivalents		
(A + B + C)	8.98	(9.37)
 Cash & Cash Equivalents as on 01.04.2010	9.38	18.75
 Cash & Cash Equivalents as on 31.03.2011	<u><u>18.36</u></u>	<u><u>9.38</u></u>

Director

Director

We have verified the above cash flow statement of REGALIAA REALTY LIMITED prepared in accordance with clause 32 of the listing agreement with stock exchange and is derived from the audited financial statements of the Company for the period ended 31.03.2011 and found the same in-agreement therewith.

Place : Chennai

Date : 5/30/2011

As per our report even date
For M/s. B.B.Naidu & Co.
Chartered Accountants
Firm Reg. No : 002291S

A. Sandeep Thiru
Partner
[M.No.201168]

REGALIAA REALTY LTD

Regd. Office: 10, Tarapore Avenue, Harrington Road, Chennai - 600 031.

PROXY FORM

I/We.....
of in the District of
..... being the Member(s) of Regaliaa Realty Ltd., hereby
appoint Mr./Ms.....of
in the District of
as my/our Proxy to attend and vote for me/us, on my/our behalf at the 16th Annual
General Meeting of the Company to be held on Thursday the 09th September' 2010,
at "Ameen Manor, No.138, Nungambakkam High Road, Nungambakkam,
Chennai - 600 034 at 09.30 A.M. and at any adjournment thereof.

Signed this 09th day of September' 2010

Affix
1.0 Re
Revenue
Stamp

The instrument appointing a Proxy must be deposited at
Office of the Company not less than Forty Eight hours
holding the Meeting.

the Registered
before the time of

REGALIAA REALTY LTD

Regd. Office: 10, Tarapore Avenue, Harrington Road, Chennai - 600 031.

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Full Name of the Member attending (in Block Letters)

Full Name of the First Joint-holder

(To be filled-in if first named joint-holder does not attend the Meeting)

Name of the Proxy

(To be filled-in if the Proxy Form has been duly deposited with the Company)

I hereby record my presence at the 16th Annual General Meeting of the Company on
Thursday the 09th September' 2010 at "Ameen Manor, No.138, Nungambakkam High Road,
Nungambakkam, Chennai - 600 034.

Regd. Folio No.....

No. of Shares held

Member's/Proxy's Signature
(to be signed at the time of handing over this slip)

