

Urban Infrastructure Venture Capital Limited

Accounts for the year ended

2011-2012

Urban Infrastructure Venture Capital Limited

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 7th Annual Report and the audited accounts for the year ended March 31, 2012.

1. Financial Results:

The performance of the Company during the financial year ended March 31, 2012 is summarized below:

Particulars	2011-12	2010-11
	Rs.	Rs.
Gross Profit Before Interest and depreciation	59,25,24,292	55,53,78,829
Less: Interest	1,94,58,801	1,78,96,949
Less: Depreciation	15,65,691	13,48,607
Profit before tax	57,14,99,800	53,61,33,273
Less: Provision for tax (Net of deferred tax credit)	18,46,53,868	17,98,31,842
Profit after tax	38,68,45,932	35,63,01,431
Less: Gratuity for earlier years	-	23,84,054
Less: Prior Period Expenditures	-	10,000
Add: Balance in Profit & Loss Account	41,70,41,707	31,66,21,005
Profit available for Appropriation	80,38,87,638	67,05,28,382
Less: Appropriations:		
Transfer to General Reserves	25,00,00,000	25,00,00,000
Proposed dividend on Equity	40,00,000	30,00,000
Tax on Proposed Dividend	6,48,900	4,86,675
Surplus carried to Balance Sheet	54,92,38,738	41,70,41,707

2. Operations:

Your Company has been acting as an Investment Manager to Urban Infrastructure Venture Capital Fund (“**the Fund**”), a Venture Capital Fund registered with Securities and Exchange Board of India (“**SEBI**”). Your Company is also acting as an Indian Advisor to Urban Infrastructure Capital Advisors (“**UICA**”), Mauritius.

During the year under review the Net Asset Under the Management (AUM) of your Company was Rs. 2248,41,04,181 in respect of the Fund and your Company has also advised to Urban Infrastructure Real Estate Fund (**UIREF**) in respect of asset of USD \$ 220392229 managed by UICA Mauritius.

During the year, Profit before tax has increased to Rs. 57,14,99,800/- from Rs. 53,61,33,273/- in F. Y. 2010-11 mainly on account of increase in interest income. The Profit after tax has increased to Rs. 38,68,45,932/- compared to Rs. 35,63,01,431/- in F. Y. 2010-11.

3. Dividend:

Your Directors are pleased to recommend a final dividend of Rs. 4/- per Equity Share of face value of Rs.10/- each, for the year ended March 31, 2012. The proposed dividend amounts to Rs. 40,00,000/- and a Dividend Distribution Tax of Rs. 6,48,900/- shall be paid.

Urban Infrastructure Venture Capital Limited

4. Directors:

In terms of Articles of Association of the Company, Shri S.S. Thakur, Director retires by rotation and being eligible offers himself for reappointment at the ensuing Annual General Meeting.

5. Auditors:

M/s Chaturvedi & Shah, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of ensuing Annual General Meeting and are eligible for re-appointment. The Company has received consent from them to act as the Statutory Auditors of the Company.

6. Auditors' Report:

There are no qualifications and / or observations in the Auditors' Report, calling for any explanations from the Board.

7. Subsidiaries

The Annual Accounts of UI Wealth Advisors Limited, the subsidiary of the Company are attached with the Annual Report herewith in terms of Section 212(1) of the Companies Act, 1956.

8. Directors Responsibility Statement:

As required under Section 217 (2AA) of the Companies Act, 1956, it is hereby stated that, to the best of our knowledge and belief:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) we have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give 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) we have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d) We have prepared the annual accounts on a going concern basis.

9. Fixed Deposits:

The Company has not accepted any fixed deposits during the year under review.

10. Particulars of Employees:

The particulars as required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 is attached as **Annexure – A.**

Urban Infrastructure Venture Capital Limited

11. Conservation of Energy, Research and Development, Technology absorption and Foreign Exchange Earnings and Outgoings:

As regards the additional information required by the Companies [Amendment] Act, 1988, regarding Conservation of Energy, the same is not required to be given by the Company, as the Company is not listed in the Schedule to the Companies [Disclosure of particulars in the Report of Board of Directors] Rules, 1988.

Energy Conservation Measures, Progress made in Technology Absorption and Foreign Exchange Earning & Outgo as required by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are as under:-

Energy Conservation Measures	:	Not Applicable
Progress made in Technology Absorption	:	Not Applicable
Foreign Exchange Earning & Outgo	:	

Earnings	-	Rs. 10,88,73,471 /-(Previous Year Rs. 10,30,53,708/-)
Outgo	-	Rs. 6,54,715/- (Previous Year Rs. 1,16, 633/-)

12. Secretarial Compliance Certificate

The Secretarial Compliance Certificate received from Ms. Perila Sheth, Practicing Company Secretaries for financial year 2011-12 in accordance with Section 383A(1)(a) of the Companies Act 1956 read with the Companies (Compliance Certificate) Rules, 2001 is annexed and forms part of this report.

13. Acknowledgements and Appreciation:

The Directors take this opportunity to thank Contributors of the Urban Infrastructure Opportunities Fund, Shareholders & Bankers for their consistent support to the Company.

For and on behalf of the Board of Directors

**Sd/-
Anand Jain
Chairman**

Date: 21st May 2012
Place: Mumbai

Urban Infrastructure Venture Capital Limited
 Particulars of Employees under Section 217 (2A) during the Financial Year ended 31.03.2012

S.No.	Name of Employee	Designation/Nature of Duties of the employee	Nature of Emp.	Qualifications	Exp.	Date of Joining	Date of Resignation	Age (Yrs.)	Date of Birth	LAST EMPLOYMENT	% OF Equity Shares held by Employee	Total Gross Remuneration
1	Mr.PARAG PAREKH	MANAGING DIRECTOR & CEO	CONTRACTUAL	CA.,LLB	26	21.10.2006	-	50	23.06.1961	Reliance Industries Ltd.	Nil	1 53 42 173
2	Ms.DEEPA SANGHANI	HEAD - CORP.DEVELOPMENT	PERMANENT	CA	22	04.04.2006	-	44	01.09.1966	NMSEZ Ltd.	Nil	72 42 339
3	Mr.TREVOR MACHADO	VP - INVESTMENT	PERMANENT	B.Sc. MBA	19	01.08.2006	-	44	13.02.1967	Reliance Industries Ltd.	Nil	54 19 508
4	Mr.BITTAL SINGHI	VP - INVESTMENT	PERMANENT	CA	15	01.05.2006	-	37	08.07.1973	Darshan Securities Ltd.	Nil	71 84 996
5	Mr.RAJEEV BHANDARI	VP - INVESTMENT	PERMANENT	B.E.(Mech)	26	01.07.2009	-	51	16.12.1959	Reliance Global Management Services Ltd.	Nil	73 68 741

* Part of the year

Mumbai
 Date: 21st May 2012

For Urban Infrastructure Venture Capital Limited

Sd/-
 Anand Jain
 Chairman

STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956
RELATING TO SUBSIDIARY COMPANY

1	Name of the Subsidiary	: UI Wealth Advisors Limited
2	Financial year of the Subsidiary Company ended on	: 31 st March, 2012
3	Holding Company's interest	
	i) No. of Equity Shares	: 21,00,000
	ii) Face Value	: Rs. 10/-
	iii) Extent of Holding	: 100 %
4	The net aggregate amount of Subsidiary's Profit / (Losses) so far as it concerns the members of the Holding Company not dealt with in the Holding Company's Accounts	
	i) For the Current Financial Year (Rs.)	: Rs.8 lakh (FY 2011-12)
	ii) For the previous Financial year since it become a subsidiary (Rs.)	: Rs. 9.96 lakh (17/10/2008 to 31 st March 2011)
5	Net aggregate amount of Profit / (Losses) of the subsidiary which has been dealt with in the accounts of the Holding Company	
	i) For the Current financial Year (Rs.)	: Nil
	ii) For the previous Financial Year (Rs.)	: Nil

Date of becoming subsidiary of Urban Infrastructure Venture Capital Ltd. and in turn of Jai Corp Ltd.-17th October 2008

SECRETARIAL COMPLIANCE CERTIFICATE

Registration No. : U67190MH2005PLC158049

Authorized Capital: 1,00,00,000

To
The Members
Urban Infrastructure Venture Capital Ltd
Mumbai

I have examined the Registers, records, books and papers of **M/s Urban Infrastructure Venture Capital Ltd** as required to be maintained under the Companies Act, 1956(The Act) and the Rules made thereunder and also the provisions contained in the Memorandum and Article of Association of the company for the financial year ended on **31st March, 2012**. In my opinion and to the best of my information and according to the examination carried out by me and explanation furnished to me by the company, its officers and agents. I certify in respect of the aforesaid financial year:

1. The Company has kept and maintained all Registers and Returns as stated in **ANNEXURE-A** to this Certificate, as per the provisions of The Act and the Rules made thereunder and all entries therein have been duly recorded.
2. The Company duly filed the Forms and the Returns as stated in **ANNEXURE-B** to this Certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other Authorities within the time prescribed under The Act and the Rules made thereunder.
3. The Company being a public limited company, has a paid up capital of Rs. 1,00,00,000.
4. The Board of Directors duly met **five (5) times on 24.5.2011, 01.07.2011, 08.08.2011, 20.12.2011 and 29.03.2012** respectively which meetings proper notices were given and proceedings were properly recorded and signed including the circular resolutions passed in the Minutes books maintained for the purpose.
5. The Company has not closed its Register of Members and/or Debentures holders during the year.
6. The Annual General Meeting for the financial year ended on 31st March, 2011 was held on **30th August, 2011** after proper notices were given and proceedings were properly recorded and signed in the Minutes books maintained for the purpose.
7. During the financial year, one Extra Ordinary Meetings was held **on 1st July, 2011** after giving due notice to the members of the company and the resolution passed thereat were duly recorded in the minutes book maintained for the purpose.
8. The Company has not advanced loan to Directors and /or persons or firms or companies referred in the Section 295 of the ACT.
9. The Company has not entered into any contract specified under Section 297 of the Act during the financial year.
10. The Company has made necessary entries in the Register maintained under Section 301 of The Act.

11. There were no instances during the financial year falling within the purview of section 314 of the Act, hence Company was not required to obtain any approvals from the Board of Directors, members and previous approval of the Central Government pursuant to Section 314 of the Act.
12. The company has not issued any duplicate share certificate during the financial year.
13. The Company has:
 - (i) Delivered all the certificates on lodgement thereof for transfer in accordance with the provisions of the Act.
 - (ii) Deposited in a separate bank account, the amount declared as dividend during the financial year.
 - (iii) Posted warrants for dividend to all members within a period of 30 thirty days from the date of declaration during the financial year.
 - (iv) Not transferred any amount to Investor Education and Protection Fund as there are no amounts in unpaid dividend account, application money due for refund, matured deposits, debentures and the interest accrued thereon which have remain unclaimed/unpaid for a period of seven years.
 - (v) Duly complied with the requirement of Section 217 of The Act.
14. The Board of Directors of the Company is duly constituted and no appointment or cessation of directors was done during the financial year.
15. The appointment of Managing Director is in compliance with the provisions of section 269 read with schedule XIII of the Act and the approval of the Central government is not required.
16. The Company has not appointed any Sole-selling agents during the financial year.
17. As confirmed by the Management, the Company was not required to obtain approvals of the central Government; Company Law Board, Regional Directors, Registrar of Companies or such authorities as may be prescribed under the provisions of The Act during the financial year.
18. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and Rules made thereunder.
19. The Company has not issued shares/debentures/other securities during the financial Year.
20. The Company has not bought back shares during the financial year ending 31.3.2012.
21. The Company has not issued redeemable preference share/debentures during the financial year
22. There was no transaction necessitating company to keep in abeyance rights to dividend, Rights Share and bonus share pending registration of shares in compliance with the provisions of the Act.
23. As confirmed by the management, the company has not accepted any deposit from the public during the financial year.
24. The amount borrowed by the company from Directors, members, public, financial institutions, banks and others during the year ending 31.3.2012 is are within the borrowing limits of the company and the necessary resolutions as per Section 293 (1) (d) of the Act have been passed in duly convened annual/extra ordinary general meeting.

25. The company has made loans and investment to other Bodies corporate in compliance with the Provisions of the Act and has made necessary entries in the Register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the company during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the company during the financial year.
28. The Company has not altered the provisions of the Memorandum with respect to Name of the company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to Share capital of the company during the financial year.
30. The Company has not altered its Article of Association during the financial year.
31. As informed to us by the Management, there is no prosecution initiated against or show cause notices received by the company for alleged offences under the Act and no fines and penalties or any other punishment was imposed on the company during the financial year.
32. The Company has not received any amount as security from its employees during the year.
33. The Company has deposited both employees and employer's contribution to provident Fund with prescribed authorities pursuant to section 418 of the Act.

PLACE: Mumbai
DATE: 15/05/2012

Sd/-
(Perila Sheth)
COMPANY SECRETARY
C. P No. : 10620

ANNEXURE-A**REGISTER VERIFIED****1. Name of the Company: Urban infrastructure Venture Capital Limited****2. Date of Verification : 04.05.2012**

Registers verified with the relevant Forms, wherever applicable. N.A., if not applicable.

S.No.	Name of Register	Requirement of Section/Rule	Requirement of Certification Report. Para No.	Period upto which the Register maintained	Remarks
1	Register of Charges & Copies, Instrument Creating Charges	Section 143 Section 136	First	31.3.2012	
2	Register of Members	Section 150	First	31.3.2012	
3	Index Of Members	Section 151	First	31.3.2012	
4	Register and Returns	Section 163	First	31.3.2012	
5	Minute Books containing minutes of: > Board Meeting > General Meeting > Committee Meeting	Section 193	First	31.3.2012	
6	Books of Accounts	Section 209	First	31.3.2012	
7	Register of particulars of contracts in which Directors are interested	Section 301	First	31.3.2012	
8	Register of Directors / Manager / Secretary	Section 303	First	31.3.2012	
9	Register of Director Shareholding	Section 307	First	31.3.2012	
10	Register of Investment, Loan made	Section 372A	First	31.3.2012	

ANNEXURE-B**VERIFICATION OF RETURNS AND DOCUMENTS FILED WITH THE REGISTRAR OF COMPANIES
& OTHER AUTHORITIES****1. Name of the Company : Urban Infrastructure Venture Capital Limited****2. Date of Verification : 04.05.2012**

Filing of Forms and Returns to the Registrar of Companies and other authorities

S. No	Particulars	Requirement of Section	Requirement of Report Para No.	Due date of Filing	Filed On	SRN No.	Remarks
1.	Annual Return	Sec 160 (Form 20B)	Second	30.10.11	21.10.11	P74086315	Filed within due date
2.	Balance Sheet	Sec 220 (Form 23AC & 23ACA)	Second	31.12.2011	23.12.11	P83604058	Filed within due date
3.	Secretarial Compliance Certificate	Sec 383-A (Form 66)	Second	30.10.2011	27.9.11	P71089692	Filed within due date
4.	Particulars of appointment of Director/Manager / Secretary and change therein	Sec 303(2) Form No. 32	Second	18.2.2011	1.4.2011	B09126988	Filed with late fee
5.	Registration of Charges ➤ Modification	Sec 125 to 130 Form No. 8	Second	04.1.12	04.1.12	B28711281	Filed within due date

AUDITORS' REPORT

To,
The Members of
Urban Infrastructure Venture Capital Ltd.

We have audited the attached Balance Sheet of 'Urban Infrastructure Venture Capital Limited' ("the Company"), as at 31st March 2012, the statement of Profit and Loss and also the Cash Flow Statement 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.

1. 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 from material misstatement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. Without qualifying our report we draw attention to the note no.16 to the financial statements, in respect of the balances of Inter Corporate Deposits and interest accrued & due for which confirmations are not received.
3. As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in paragraph 2 and the Annexure referred to in paragraph 3 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 those books;
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;



- d) In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956;
- e) On the basis of the written representations received from the directors as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2012 from being appointed as a director in terms of Clause (g) of sub-Section (1) of Section 274 of the Companies Act 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with Significant Accounting Policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India: -
- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
 - (ii) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
 - (iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For CHATURVEDI & SHAH
(Registration No. 101720W)
Chartered Accountants

Sd/-
R. KORIA
Partner
Membership No. 35629



Place: Mumbai
Date: 21.05.2012

ANNEXURE TO AUDITOR'S REPORT

Re: Urban Infrastructure Venture Capital Ltd.

Referred to in paragraph 3 of our report of even date

- i. In respect of its fixed assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. As explained to us, the fixed assets have been physically verified by the management in accordance with the programme of verification, which in our opinion is reasonable, considering the size and nature of its assets. No discrepancies were noticed on such verification as compared with the available records.
 - c. In our opinion and according to the information & explanations given to us, the Company has not disposed off substantial part of fixed assets during the year and the going concern status of it is not affected.
- ii. In respect of its inventories:

The Company does not have any inventory. Therefore the provisions of Clause 4 (ii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- iii. According to the information and explanations given to us, during the year, the Company has neither granted nor taken any loan, secured or unsecured to/from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore the provisions of Clause 4 (iii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and for sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.
- v. In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:



- a) The particulars of contracts or arrangements referred to in Section 301 that needed to be entered in the Register maintained under the said Section have been so entered.
- b) In our opinion and according to the information and explanations given to us, the transactions made during the year in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs for each party, have been made at prices which are prima facie reasonable having regard to the prevailing market price at the relevant time.
- vi. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public and therefore directives issued by the Reserve Bank of India and the provisions of Sections 58A, and 58AA of the Companies Act, 1956 and rules framed there under are not applicable for the year under audit.
- vii. In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- viii. According to the information and explanations given to us, Central Government has not prescribed maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956 in respect of activities carried on by the Company. Therefore the provisions of Clause 4 (viii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- ix. According to the information & explanations given to us, and the records of the Company examined by us:
- a. The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Custom Duty, Excise Duty and other material statutory dues as applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding, as at 31st March 2012 for a period of more than six months from the date they became payable.



- b. The disputed statutory dues aggregating Rs. 74 25 998 as at 31.03.2012, that have not been deposited on account of matter pending before appropriate authorities, is as under:

Name of the Statute	Nature of the Dues	Amount in Rs.	Period to which the amount relates	Forum where dispute is pending
Income Tax Act	Income Tax	23 42 299*	A.Y. 08-09	Commissioner of Income Tax(Appeals)
		50 83 699*	A.Y.09-10	Commissioner of Income Tax(Appeals)

*Net of amount Rs.40,00,000 deposited under protest

- x. The Company does not have accumulated losses at the end of financial year. It has not incurred any cash losses during the financial year covered by audit and in the immediately preceding financial year.
- xi. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to banks. During the year the Company has no dues to financial institutions and debenture holders.
- xii. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a chit fund, a nidhi or a mutual benefit fund/society. Therefore, the provisions of Clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xiv. The Company has maintained proper records of transactions and contracts in respect of shares and other securities and timely entries have been made therein. All shares and other investments have been held by the Company in its own name.
- xv. According to the information and explanations given by the management, the Company has not given any guarantee for loans taken by others from banks and financial institutions.

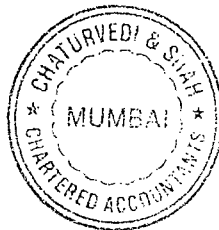


- xvi. According to the information & explanations given to us, term loan were prima facie applied for the purpose for which the loan were obtained.
- xvii. According to the information and explanations given to us and on the basis of review of utilization of funds, which is based on overall examination of the Balance sheet as at 31st March 2012 of the Company, related information as made available to us and as represented to us, by the management, there are no funds raised on short term basis that have been used for long term investment.
- xviii. During the year the Company has not made any preferential allotment of shares to the parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix. The Company has not issued any debentures during the year. Therefore the provision of Clause 4 (xix) of the Companies (Auditor's Report) Order 2003 is not applicable.
- xx. The Company has not raised any monies by way of public issues during the year.
- xxi. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financials statements and as per the 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.

For CHATURVEDI & SHAH
(Registration No. 101720W)
Chartered Accountants

Sd/-

R. KORIA
Partner
Membership No. 35629



Place : Mumbai
Date : 21.05.2012

Urban Infrastructure Venture Capital Limited
Balance Sheet as at 31st March 2012

(Amount in Rs.)
As at 31st March, 2011

EQUITY AND LIABILITIES	Note	As at 31st March, 2012		As at 31st March, 2011	
SHAREHOLDERS' FUNDS					
Share capital	2	1 00 00 000		1 00 00 000	
Reserves and surplus	3	<u>129 92 38 739</u>	130 92 38 739	<u>91 70 41 707</u>	92 70 41 707
NON-CURRENT LIABILITIES					
Long-term provisions	4		61 59 875		49 64 202
CURRENT LIABILITIES					
Short-term borrowings	5	23 27 55 796		25 00 00 000	
Trade payables	6	92 60 354		90 61 317	
Other current liabilities	7	1 16 72 285		47 66 854	
Short-term provisions	8	<u>1 11 76 991</u>	26 48 65 426	<u>80 06 110</u>	27 18 34 281
TOTAL			<u>158 02 64 040</u>		<u>120 38 40 190</u>
ASSETS					
NON-CURRENT ASSETS					
Fixed assets -					
Tangible Assets					
Tangible Assets	9	1 20 05 466		1 34 17 357	
Non-current investments	10	56 31 46 748		2 34 16 976	
Deferred tax assets (Net)	11	29 71 461		21 25 329	
Long-term loans and advances	12	<u>97 68 515</u>	58 78 92 190	<u>1 04 15 828</u>	4 93 75 490
CURRENT ASSETS					
Current Investments	13	8 07 10 364		7 81 49 126	
Trade receivables	14	3 29 33 783		2 71 84 358	
Cash and Cash Equivalents	15	7 64 122		4 06 67 294	
Short-term loans and advances	16	83 50 09 975		100 84 63 922	
Other Current Asset	17	<u>4 29 53 606</u>	99 23 71 850	<u>-</u>	115 44 64 700
TOTAL			<u>158 02 64 040</u>		<u>120 38 40 190</u>
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	1				
NOTES TO THE FINANCIAL STATEMENTS	1 -- 31				

As per our report of even date
For CHATURVEDI & SHAH
Chartered Accountants

Sd/-
R. KORIA
Partner

Place : Mumbai
Date : 21st May, 2012

For & on behalf of the Board of Directors

Sd/-
Anand Jain
Chairman

Sd/-
S S Thakur
Director

Sd/-
Parag Parekh
Managing Director & CFO

Sd/-
P. Krishnamurthy
Director

Urban Infrastructure Venture Capital Limited
Statement of Profit and Loss for the year ended 31st March, 2012

Particulars	Note	(Amount in Rs.)	
		Year ended 31st March,2012	Year ended 31st March,2011
Revenue from Operations	18	62 38 49 163	64 94 31 899
Less :- Service Tax Recovered		4 80 72 744	5 10 21 717
Other income	19	19 53 54 939	16 19 86 824
Total Revenue		77 11 31 358	76 03 97 006
Expenses			
Employee benefits expenses	20	11 31 28 629	10 50 03 408
Finance costs	21	1 94 58 801	1 78 96 949
Depreciation	9	15 65 691	13 48 607
Administrative and Other Expenses	22	6 54 78 437	10 00 14 769
Total expenses		19 96 31 558	22 42 63 733
Profit before tax		57 14 99 800	53 61 33 273
Tax expenses			
Current tax		18 55 00 000	18 00 00 000
Deferred tax expenses / (Credit)		(8 46 132)	(1 68 158)
Profit after tax		38 68 45 932	35 63 01 431
Prior Period Items	23	-	23 94 054
Profit for the year		38 68 45 932	35 39 07 377
Basic & Diluted Earning Per Share of Rs. 10 each.	24	386.85	353.91
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	1		
NOTES TO THE FINANCIAL STATEMENTS	1 -- 31		

As per our report of even date
For CHATURVEDI & SHAH
Chartered Accountants

For & on behalf of the Board of Directors

Sd/-
R. KORIA
Partner

Sd/-
Anand Jain
Chairman

Sd/-
Parag Parekh
Managing Director & CEO

Place : Mumbai
Date : 21st May, 2012

Sd/-
S S Thakur
Director

Sd/-
P. Krishnamurthy
Director

Urban Infrastructure Venture Capital Limited

Cash Flow Statement for the year ended 31st March, 2012

(Amount in Rs.)

	For the year ended 31st March 2012	For the year ended 31st March 2011
Cash flow from operating Activities		
Profit before tax as per Statement of Profit and Loss	57 14 99 800	53 61 33 273
Prior Period Expenditure	-	23 94 054
	<u>57 14 99 800</u>	<u>53 37 39 219</u>
Adjustments for :		
Depreciation	15 65 691	13 48 607
Dividend from Investments	(10 29 867)	(13 35 354)
Interest on Inter Corporate Deposit/Investments	(19 20 13 247)	(12 14 29 634)
Finance Costs	1 94 58 801	1 78 96 949
Profit on Sale / Redemption of Current Investments (net)	-	(3 65 57 310)
Profit on Equity Derivatives (net)	-	(24 89 888)
Loss on sale of fixed assets	1 86 418	5 46 174
(Reversal) / Provision for Diminution in value of Investments (Net)	(22 89 604)	3 33 41 614
Operating profit before working capital changes	<u>39 73 77 992</u>	<u>42 50 60 377</u>
Trade and others Receivables	(1 31 16 796)	(79 73 003)
Trade and othes Payables	1 02 12 079	71 18 799
Cash generated from operations	<u>39 44 73 275</u>	<u>42 42 06 173</u>
Less: Taxes Paid	(18 88 15 171)	(18 48 87 998)
Net Cash from operating activities (A)	<u>20 56 58 104</u>	<u>23 93 18 175</u>
Cash flow from Investing Activities		
Purchase of fixed assets	(3 61 212)	(34 48 286)
Sale of Fixed Assets	20 994	91 720
Purchase of Investments	(56 45 01 406)	(29 80 00 543)
Sale / Redemption of Investments	2 45 00 000	36 28 65 862
Movement In loans	29 00 00 000	(26 89 71 885)
Interest Received	4 38 43 443	2 47 97 035
Dividend Received	10 29 867	13 35 354
Net Cash (used in) investing activities (B)	<u>(20 54 68 314)</u>	<u>(18 13 30 743)</u>
Cash flow from Financing Activities		
Short term loan (Net)	(1 72 44 204)	-
Dividend paid (Including Dividend Distribution tax)	(34 86 675)	(29 15 219)
Finance costs	(1 93 62 083)	(1 59 53 963)
Net Cash (used in) financing activities (C)	<u>(4 00 92 962)</u>	<u>(1 88 69 182)</u>
Net increase / (Decrease) in cash and cash equivalents (A+B+C)	<u>(3 99 03 172)</u>	<u>3 91 18 250</u>
Opening Balance of cash and cash equivalents*	4 06 67 294	15 49 044
Closing Balance of cash and cash equivalents*	7 64 122	4 06 67 294

*For components refer Note No.15

Notes:

1. The Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard 3 on "Cash Flow Statement" as notified in Companies (Accounting Standard) Rules, 2006.
2. The previous year's figures have been recast, rearranged and regrouped wherever considered necessary.
3. Figures in "()" indicates Cash outflow.

As per our report of even date
For CHATURVEDI & SHAH
Chartered Accountants

Sd/-

R. KORIA
Partner

Place : Mumbai
Date : 21st May, 2012

For & on behalf of the Board of Directors

Sd/-

Anand Jain
Chairman

Sd/-

S S Thakur
Director

Sd/-

Parag Parekh
Managing Director & CEO

Sd/-

P. Krishnamurthy
Director

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared as a going concern under the historical cost convention, in accordance with the notified Accounting Standards by Companies (Accounting Standards) Rules, 2006 (as amended) and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

1.2 USE OF ESTIMATE

The preparation of financial statements requires estimates and assumptions to be made that effect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognized in the period in which the results are known / materialized.

1.3 FIXED ASSETS

Fixed assets are stated at cost of acquisition less accumulated depreciation.

1.4 REVENUE RECOGNITION

The investment management fees are recognized in accordance with management agreement entered into, for the period for which services are rendered. Other revenues are recognised when it is earned and no significant uncertainty exists as to its ultimate collection and includes, service tax, wherever applicable. Dividend is recognized when right to receive payment is established by balance sheet date. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

1.5 DEPRECIATION

Depreciation on fixed assets is provided on the straight-line method at the rates and in the manner prescribed under Schedule XIV to the Companies Act, 1956.

1.6 FOREIGN CURRENCY TRANSACTION

- i) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the date of the transaction.
- ii) Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of any item which is covered by forward exchange contract, the difference between the year end rate and the rate on the date of the contract is recognised as exchange rate difference and the premium paid on forward contracts not intended for trading or speculation purpose is amortised as expense over life of the contract.
- iii) Non monetary foreign currency items are carried at cost.
- iv) Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit & Loss.

1.7 INVESTMENTS

Current investments are carried at the lower of cost and quoted / fair value, computed scrip wise. Long Term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

1.8 EQUITY INDEX/STOCK FUTURES/OPTION

- i) Gains are recognized only on settlements / expiry of the derivative instruments.
- ii) All open positions are marked to market and the unrealized gains / loss are netted on a scrip wise basis. Mark to market gains, if any, are not recognized.
- iii) Debit / Credit balances on open positions are shown as current assets / current liabilities, as the case may be.

1.9 EMPLOYEE BENEFITS

- i) Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss of the year in which the related service is rendered.
- ii) Post employment and other long term employee benefits are recognized as an expense in the statement of profit and loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long term benefits are charged to the statement profit and loss.
- iii) Provision for compensated absences to employees is on actual basis for the portion of accumulated leaves which an employee can encash.

Urban Infrastructure Venture Capital Limited

Notes to Financial Statements for the year ended 31st March 2012

1.10 BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

1.11 PROVISION FOR CURRENT AND DEFERRED TAX

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from "timing difference" between book and taxable Profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

1.12 PRELIMINARY AND ISSUE EXPENSES

Preliminary and issue expenses are charged off to the statement of Profit and Loss in the year in which incurred.

1.13 IMPAIRMENT OF ASSETS

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal or external factors. An Asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment Loss is charged to statement of Profit & Loss in the year in which an asset is identified as impaired. The impairment Loss recognized in prior Accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.14 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

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

Note 2 Share Capital

Particulars	(Amount in Rs.)	
	As at 31 March 2012	As at 31 March 2011
Authorised		
10,00,000 (Previous Year 10,00,000) Equity Shares of Rs.10 each	1 00 00 000	1 00 00 000
Total	<u>1 00 00 000</u>	<u>1 00 00 000</u>
Issued Subscribed & Fully Paid up		
10,00,000 (Previous Year 10,00,000) Equity Shares of Rs.10 each, fully paid up	1 00 00 000	1 00 00 000
Total	<u>1 00 00 000</u>	<u>1 00 00 000</u>

2.1 The holder of equity share of the Company, having par value of Rs.10/- each, is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

2.2 10 00 000 (Previous year 10 00 000) Equity shares are held by Jai Corp Limited, the holding Company (including equity shares held jointly with the nominees)

2.3 The details of shareholder holding more than 5% Equity shares

Name of Shareholder	As at 31 March 2012		As at 31 March 2011	
	No. of shares	Percentage	No. of shares	Percentage
Jai Corp Limited	10 00 000	100%	10 00 000	100%

(including equity shares held jointly with the nominees)

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012
Note 3 Reserves and Surplus

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
General Reserves				
As per last Balance Sheet	50 00 00 000		25 00 00 000	
Add: Transferred from Surplus	25 00 00 000	75 00 00 000	25 00 00 000	50 00 00 000
Surplus				
As per last Balance Sheet	41 70 41 707		31 66 21 005	
Add:-Net Profit for the year	38 68 45 932		35 39 07 377	
Amount available for Appropriations	80 38 87 639		67 05 28 382	
Appropriations				
Transfer to General Reserve	25 00 00 000		25 00 00 000	
Proposed Dividend on Equity Shares	40 00 000		30 00 000	
Dividend Distribution Tax on Proposed Dividend	6 48 900	54 92 38 739	4 86 675	41 70 41 707
Total		1 29 92 38 739		91 70 41 707

Note 4 Long Term Provisions

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
Provision for employee benefits (Refer Note No.20.1)				
Gratuity		61 59 875		49 64 202
Total		61 59 875		49 64 202

Note 5 Short Term Borrowings

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
Secured				
Revolving Term Loan from a Bank		23 27 55 796		25 00 00 000
Total		23 27 55 796		25 00 00 000

5.1 Above loan is secured by hypothecation of first and exclusive charge on receivable (management fees and advisory fees) from Urban Infrastructure Opportunity Fund and Urban Infrastructure Real Estate Fund.

Note 6 Trade Payables

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
Trade payable*		92 60 354		90 61 317
Total		92 60 354		90 61 317

*The Company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, relating to amounts unpaid as at year end together with interest paid / payable under this Act have not been given.

Note 7 Other Current Liabilities

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
Interest accrued and due on borrowing		22 55 047		21 58 329
Statutory Liabilities		29 73 529		-
Other Payables*		64 43 709		26 08 525
Total		1 16 72 285		47 66 854

*includes mainly liability for Leave Travel Allowance and other expenses.

Note 8 Short Term Provisions

Particulars	As at 31 March 2012		(Amount in Rs.) As at 31 March 2011	
Proposed Dividend on Equity Shares		40 00 000		30 00 000
Tax on Proposed Dividend		6 48 900		4 86 675
Gratuity - (Refer Note No.20.1)		15 36 172		11 74 564
Compensated Absences		49 91 919		33 44 871
Total		1 11 76 991		80 06 110

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012
Note 9
FIXED ASSETS

(Amount in Rs.)

Particulars	GROSS BLOCK			DEPRECIATION					NET BLOCK	
	As At 01.04.2011	Additions	Deductions	As at 31.03.2012	Up to 31.03.2011	For the year	Deductions	Upto 31.03.2012	As At 31.03.2012	As At 31.03.2011
TANGIBLE										
Furniture	67 00 363	-	-	67 00 363	18 37 755	3 90 625	-	22 28 380	44 71 983	48 62 608
Office Equipments	49 30 123	2 98 069	2 55 128	49 73 064	7 47 459	2 38 335	47 716	9 38 078	40 34 986	41 82 664
Vehicles	21 96 756	-	-	21 96 756	52 030	2 08 692	-	2 60 722	19 36 034	21 44 726
Computers	44 58 633	63 143	-	45 21 776	22 31 274	7 28 039	-	29 59 313	15 62 463	22 27 359
Total	1 82 85 875	3 61 212	2 55 128	1 83 91 959	48 68 518	15 65 691	47 716	63 86 493	1 20 05 466	1 34 17 357
Previous Year	1 55 82 872	34 48 286	7 45 283	1 82 85 875	36 27 300	13 48 607	1 07 389	48 68 518	1 34 17 357	-

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

Note 10 - Non - Current Investments (Long Term)

		As at 31 st March 2012			As at 31st March 2011	
		Face Value	No. of Shares/Units	Rs.	No. of Shares/Units	Rs.
(A)	Long Term Trade Investments					
	(a) In Equity Shares					
	Unquoted Fully Paid up Subsidiary Company					
	UI Wealth Advisors Ltd. of Rs. 10 each	10	21 00 000	2 10 00 000	21 00 000	2 10 00 000
	(b) In Venture Capital Fund					
	Unquoted Fully Paid up					
	Urban Infrastructure Venture Capital Fund - Class "B"	100	20 000	20 00 000	20 000	20 00 000
	Total Trade Investments (A)			2 30 00 000		2 30 00 000
(B)	Other Than Trade Investments					
	(a) In Equity Shares					
	Quoted Fully Paid up					
	Others					
	Akruti City Ltd.	10	10	4 238	10	4 238
	Ajmera Realty & Infra India Ltd.	10	1	135	1	135
	Alpine Industries Ltd.	10	1	26	1	26
	Anant Raj Industries Ltd.	2	5	1 323	5	1 323
	Ansal Buildwell Ltd.	10	100	17 341	100	17 341
	Ansal Housing & Construction Ltd.	10	100	34 675	100	34 675
	Ansal Properties & Infrastructure Ltd.	5	1	278	1	278
	Arihant Foundation & Housing Ltd.	10	1	308	1	308
	Ashiana Housing Ltd.	10	3	190	3	190
	Asahi Infrastructure & Projects Ltd.	1	1	2	1	2
	Asian Hotels Ltd.	10	1	313	1	313
	Bl Kashyap & Sons Ltd.	1	10	352	10	352
	BSEL Infrastructure Reality Ltd.	10	10	704	10	704
	D.S.Kulkarni Developers Ltd.	10	10	2 429	10	2 429
	DLF Ltd.	2	1	634	1	634
	DB Realty Ltd.	10	1	419	1	419
	Diwan Housing and Finance Ltd.	10	1	70	1	70
	DMC Education Ltd.	5	1	8	1	8
	EIH Ltd.	2	1	134	1	134
	EIH Associated Hotels Ltd.	10	1	98	1	98
	Eideco Housing & Industries Ltd.	10	1	113	1	113
	ERA Infra Engineering Ltd.	2	1	362	1	362
	Ganesh Housing Corporation Ltd.	10	1	420	1	420
	GIC Housing Finance Ltd.	10	1	54	1	54
	Gruh Finance Ltd.	10	1	180	1	180
	HB Estate Developers Ltd.	10	1	32	1	32
	Hotel Leela Venture Ltd.	2	1	32	1	32
	Housing Development Finance Corporation Ltd.	2	5	2 534	5	2 534
	Hindusthan Construction Company Ltd.	1	10	576	10	576
	Housing Development & Infrastructure Ltd.	5	2	536	1	536
	Indiabulls Real Estate Ltd.	2	1	648	1	648
	Indo-Asian Projects Ltd.	10	1	39	1	39
	IVRCL Assets & Holdings Ltd.	10	1	380	1	380
	IVRCL Infrastructure & Project Ltd.	2	2	362	2	362
	Jaypee Infratech Ltd.	10	1	84	1	84
	Kadamb Constructions Ltd.	2	5	38	5	38
	Kamawala Housing Constructions Ltd.	10	1	29	1	29
	Kolte Patil Developers Ltd.	10	1	45	1	45
	KSL & Industries Ltd.	4	11	577	11	577
	Lanco Infratech Ltd.	10	10	294	10	294
	Lancor Holdings Ltd.	2	1	42	1	42
	LIC Housing Finance Ltd.	2	5	235	5	235
	Lok Housing & Construction Ltd.	10	5	749	5	749
	Mahendra Lifespace Developers Ltd.	10	100	89 399	100	89 399
	Marg Ltd.	10	1	102	1	102
	Narendra Properties Ltd.	10	1	23	1	23
	Nila Infrastructure Ltd.	1	1	2	1	2
	Nitesh Estate	10	1	39	1	39
	Omaxe Ltd.	10	450	1 39 500	450	1 39 500
	Orbit Corporation Ltd.	10	10	1 269	10	1 269
	Brigade Enterprises Ltd.	10	1	117	1	117
	The Ruby Mills Ltd.	10	1	725	1	725
	Pantaloan Retail (India) Ltd.	2	1	452	1	452
	Parsvnath Developers Ltd.	5	200	46 570	200	46 570
	Peninsula Land Ltd.	2	10	1 019	10	1 019
	Prajay engineers Syndicate Ltd.	10	5	1 252	5	1 252
	Prime Property Development Corp.Ltd.	5	1	113	1	113
	Provogue (India) Ltd.	2	5	488	5	488
	Purvankara Projects Ltd.	5	1	375	1	375
	Radhe Developers (India) Ltd.	10	100	157	100	157
	Regalia Realty Ltd.	10	1	8	1	8
	Rainbow Foundations Ltd.	10	1	10	1	10
	Rajeswari Foundations Ltd.	10	1	16	1	16

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

Note 10 - Non - Current Investments (Long Term)

Particulars	As at 31 st March 2012			(Amount In Rs.) As at 31st March 2011		
	Face Value	No. of		Rs.	No. of	
		Shares/Units	Rs.		Shares/Units	Rs.
SAAG RR Infra Ltd.	10	1	22	1	22	
Shopper's Stop Ltd.	5	2	598	2	598	
Simplex Realty Ltd.	10	1	164	1	164	
Sobha Developers Ltd.	10	10	7 928	10	7 928	
Sunteck Realty Ltd.	2	5	1 986	5	1 986	
Taj GVK Hotels & Resorts Ltd.	2	1	80	1	80	
The Phoenix Mills Ltd.	2	5	2 108	5	2 108	
Trent Ltd.	10	1	708	1	708	
Tribhuvan Housing Ltd.	1	5	14	5	14	
Unitech Ltd.	2	200	48 861	200	48 861	
Vijay Shanti Builders Ltd.	10	1	27	1	27	
Vipul Ltd.	1	10	806	10	806	
Godrej Properties Ltd.	10	1	807	-	-	
Morpel Hotel Ltd.	10	1	205	-	-	
Oberio Realty Ltd.	10	1	238	-	-	
Prestige Ltd.	10	1	130	-	-	
Gravis Hospitality Ltd.	2	1	25	-	-	
Total			4 18 381		4 16 976	
Less: Provision for the diminution in the value of the investment			2 71 633		-	
Total Equity Shares (a)			1 46 748		4 16 976	
(b) In Debentures						
Unquoted Fully Paid up						
Ozone Propex Pvt. Ltd.	100	54 00 000	54 00 00 000	-	-	
Total Debentures (b)			54 00 00 000		-	
Total Other Than Trade Investments (a+b) (B)			54 01 46 748		4 16 976	
Total Non - Current Investments (A+B)			56 31 46 748		2 34 16 976	

10.1 Non-Current Investment are stated at cost. Provision for dimlution in the value of Non Current Investment is made only if such decline is other than temporary in the opinion of the management.

10.2 Aggregate Amount of Non - Current Investments:

Particulars	(Amount In Rs.)			
	As at 31 st March 2012		As at 31st March 2011	
	Book Value	Market value	Book Value	Market value
Quoted Investments	4 18 381	1 50 799	4 16 976	1 40 865
Unquoted Investments	56 27 28 367	-	2 30 00 000	-

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

Note 11 Deferred Tax Assets (Net)

Particulars	(Amount In Rs.)	
	As at 31st March,2012	As at 31st March,2011
(a) Deferred Tax Liability Related to fixed assets	(9 06 875)	(9 50 015)
(b) Deferred Tax Assets Disallowance under Section 43B of the Income Tax Act 1961	38 78 336	30 75 344
Total	29 71 461	21 25 329

Note 12 Long Term Loans and Advances

Particulars	(Amount in Rs.)	
	As at 31 st March 2012	As at 31 March 2011
Unsecured, Considered good Loans and Advances to Related party (Refer Note No.25)	1 00 000	1 00 000
Other loans and advances Staff Advances	96 62 165	54 79 278
Rental & Other deposits	6 350	48 36 550
Total	97 68 515	1 04 15 828

Note 13- Current Investments

Particulars	(Amount In Rs.)					
	As at 31 st March 2012			As at 31st March 2011		
	Face Value	No. of Shares/Units	Rs.	No. of Shares/Units	Rs.	
In Equity Shares						
Quoted Fully Paid up						
Ansal Properties & Infrastructure Ltd.	5	7 62 608	2 68 43 627	7 62 608	2 85 97 560	
Bajaj Holdings & Investment Ltd.	10	4 500	36 68 175	4 500	35 80 875	
Bombay Dyeing & Mfg.Co. Ltd	10	35 200	2 04 23 040	35 200	1 29 09 600	
Cinemax India Ltd.	10	7 815	2 62 975	7 815	3 28 621	
Electrotherm (India) Ltd.	10	2 500	1 57 375	2 500	5 14 625	
Essar Shipping Ltd.	10	14 498	3 89 997	43 494	17 43 968	
Essar Ports Ltd.	10	28 996	5 98 437	-	-	
The Indian Hotels Company Ltd.	1	1 94 532	1 23 91 688	1 94 532	1 40 85 227	
Tata Communication Ltd.	10	58 700	1 32 60 350	58 700	1 40 29 300	
Bajaj Finserve Ltd.	5	4 500	27 14 720	4 500	23 59 350	
Total Current Investments			8 07 10 364		7 81 49 126	

13.1 The Aggregate amount of Provision for Diminution in Value of Current Investments is Rs.7 20 35 502/-(Previous Year Rs. 7 45 96 739/-).

13.2 Current Investment are carried at cost or Market value / NAV , whichever is lower.

13.3 Aggregate Amount of Current Investments

	As at 31st March,2012		As at 31st March,2011	
	Book Value	Market value	Book Value	Market value
	Rs.	Rs.	Rs.	Rs.
Quoted Investments	8 07 10 364	8 25 39 886	7 81 49 126	8 27 55 857

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

Note 14 Trade receivables

Particulars	As at 31 March 2012	(Amount in Rs.) As at 31 March 2011
Unsecured, Considered good and for a period of less than Six months	3 29 33 783	2 71 84 358
Total	3 29 33 783	2 71 84 358

Note 15 Cash and Cash Equivalents

Particulars	As at 31 March 2012	(Amount in Rs.) As at 31 March 2011
Balance with banks in Current Accounts	7 36 336	4 04 71 749
Cash on hand	27 786	1 95 545
Total	7 64 122	4 06 67 294

Note 16 Short term Loans and Advances

Particulars	As at 31 March 2012	(Amount in Rs.) As at 31 March 2011
Unsecured, Considered good		
Loans and Advances to Related party (Refer Note No.25)	24 73 299	10 94 495
Others		
Inter-corporate Deposits*	59 96 71 885	88 96 71 885
Interest accrued & Due on above*	20 29 75 843	9 77 59 645
Income Tax-Advance Tax & TDS (Net)	1 71 65 619	1 38 50 448
Staff Advances	28 85 315	21 29 929
Service Tax Receivable	88 397	54,868
Balance with Service Tax Authorities	12 68 725	15 68 235
Prepaid expenses	10 67 168	1 53 166
Rental & Other deposits	48 30 200	-
Others**	25 83 524	21 81 251
Total	83 50 09 975	1 00 84 63 922

* Subject to Confirmations

** Includes mainly advance to suppliers and Service Tax receivable.

Note 17 Other Current Asset

Particulars	As at 31 March 2012	(Amount in Rs.) As at 31 March 2011
Interest accrued on Investments	4 29 53 606	-
Total	4 29 53 606	-

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

- Note 18 Gross revenue from operations

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
<u>Sale of services</u>		
Investment Management Fees	50 34 16 135	53 81 13 835
Advisory Fees	12 04 33 028	11 13 18 064
Total	<u>62 38 49 163</u>	<u>64 94 31 899</u>

Note 19 Other Income

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
Interest income on:-		
Loans	14 42 87 019	12 14 36 456
Long Term Investment	4 77 26 228	-
Dividend from		
Current Investment	10 28 884	13 33 924
Long Term Investment	983	1 430
Profit on Sale / Redemption of Current Investments (Net)	-	3 65 57 310
Profit on Equity Derivatives (Net)	-	24 89 888
Reversal of Provision for Diminution in the value of Investments (Net)	22 89 604	-
Miscellaneous Income	22 221	1 67 816
Total	<u>19 53 54 939</u>	<u>16 19 86 824</u>

NOTE 20 Employee Benefits Expenses

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
Salaries and Perquisites	10 32 12 246	9 66 96 540
Contribution to Provident Fund, Superannuation Fund and Pension Scheme	56 46 149	52 83 623
Gratuity	21 64 151	11 21 628
Employees Welfare and Amenities	21 06 083	19 01 617
Total	<u>11 31 28 629</u>	<u>10 50 03 408</u>

20.1 The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below :

Defined Contribution Plan	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
Contribution to Defined Contribution Plan, recognised and charged off for the year are as under :		
Employer's Contribution to Provident Fund	44 64 309	40 99 405
Employer's Contribution to Superannuation Fund	9 24 591	8 99 633
Employer's Contribution to Pension Scheme	2 57 249	2 84 585

Defined Benefit Plan

The present value of Employees' Gratuity obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Year ended 31 March 2012	Gratuity (Unfunded)	
		(Amount in Rs.)	
		Year ended 31 March 2012	Year ended 31 March 2011
a) Reconciliation of opening and closing balances of Defined Benefit obligation			
Defined Benefit obligation at beginning of the year		61 38 766	29 42 888
Current Service Cost		6 68 833	7 13 062
Interest Cost		4 91 405	2 68 758
Actuarial (gain)/loss		10 03 913	1 39 808
Benefits paid		(6 06 870)	(3 09 804)
Past Service Cost		-	23 84 054
Defined Benefit obligation at year end -			
- Current		15 36 172	11 74 564
- Non Current		<u>61 59 875</u>	<u>49 64 202</u>
		76 96 047	61 38 766

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

b)	Amount to be recognised in Balance Sheet			
	Present value of obligation		76 96 047	61 38 766
	Amount recognised in Balance Sheet		76 96 047	61 38 766
c)	Expenses recognized during the year			
	Current Service Cost		6 68 833	7 13 062
	Interest Cost		4 91 405	2 68 758
	Actuarial (gain) / loss		10 03 913	1 39 808
	Total		<u>21 64 151</u>	<u>11 21 628</u>
d)	Actuarial Assumptions			
	Mortality Table (LIC)		1994-96	1994-96
	Discount Rate (per annum)		8.50%	7.90%
	Rate of escalation in salary (per annum)		10% for the first 3 year & 6% thereafter	10% for the first year & 6% thereafter
e)	Expenses Adjustments			
			Period Ended	
			2011-12	2010-11
			2009-10	2008-09
			2007-08	
	Defined Benefit Obligation		76 96 047	61 38 766
	Plan Assets		-	-
	Surplus/(Deficit)		(76 96 047)	(61 38 766)
	Expenses Adjustments on Plan Liabilities		8 60 340	2 76 274
	Expenses Adjustments on Plan Assets		-	-
			(29 42 888)	(27 89 273)
			(9 40 023)	8 77 865
				3 98 644

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

NOTE 21 Finance Costs

Particulars	(Amount in Rs.)	
	Year ended 31 March 2012	Year ended 31 March 2011
Interest Expenses	1 94 58 801	1 78 96 949
Total	<u>1 94 58 801</u>	<u>1 78 96 949</u>

NOTE 22 Administrative and Other expenses*

Particulars	(Amount in Rs.)	
	Year ended 31 March 2012	Year ended 31 March 2011
Rent (Under cancelable operating lease)	1 91 30 531	1 90 80 000
Rates & Taxes	29 575	28 423
Repairs & Maintenance :		
- Building	4 99 184	5 40 723
- Other	2 33 037	4 99 181
Legal & Professional	3 46 23 272	3 47 15 811
Traveling & Conveyance	4 74 197	7 40 221
Telephone Expenses	6 54 106	7 69 216
Business Promotion	4 99 990	11 93 713
Electricity Expenses	10 43 758	12 27 064
Director Sitting Fees	2 00 000	2 00 000
Auditor's Remuneration	5 25 000	5 85 000
Provision for Diminution in the value of Current Investments (Net)	-	3 33 41 614
Net loss on Foreign currency transactions	7 53 572	1 07 356
Loss on sale of Fixed Assets (Net)	1 86 418	5 46 174
Bank Charges	12 821	10 016
Other Expenses	66 12 976	64 30 257
Total	<u>6 54 78 437</u>	<u>10 00 14 769</u>
* Net of recovery		

22.1 Details of Auditor's Remuneration

Audit Fees	4 00 000	4 00 000
Tax Audit Fees	1 00 000	1 00 000
Certification charges	25 000	-
Taxation and Related Matters	-	85 000
Total	<u>5 25 000</u>	<u>5 85 000</u>

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012
Note 23 Prior Period Items

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
Prior Period Expenses		
Professional Tax	-	10 000
Gratuity for earlier years	-	23 84 054
Total	-	23 94 054

Note 24 Basic and Diluted Earning per share (EPS)

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
i. Profit as per statement of profit and loss	38 68 45 932	35 39 07 377
ii. Weighted average number of equity shares used as denominator for calculating EPS	10 00 000	10 00 000
iii. Basic and diluted EPS of face value of Rs. 10, each	386.85	353.91

Note 25 Related Party Transaction

As per Accounting Standard – 18 on Related Party disclosures as notified by the Companies (Accounting Standard) Rules,

List of Related Party and relation.

Name of the Party	Relation
i. Jai Corp Limited	Holding Company
ii. Urban Infrastructure Venture Capital Fund	Associate
iii. Urban Infrastructure Venture Capital Fund - II	Associate
iv. Urban Infrastructure Venture Capital Fund - III	Associate
v. Urban Infrastructure Trustees Limited	Fellow Subsidiary Company
vi. UI Wealth Advisors Limited	Subsidiary Company
vii. Mr. Anand Jain	Key Management Personnel
viii. Mr. Parag Parekh	Key Management Personnel
ix. Mr. Satyapal Jain	Relative of Mr. Anand Jain
x. Mrs. Rina Jain	Relative of Mr. Anand Jain

Transaction during the year with related parties

Particulars	Year ended 31 March 2012	(Amount in Rs.)
		Year ended 31 March 2011
1 Jai Corp Limited		
Equity Share Capital		
Closing Balance as at 31st March	1 00 00 000	1 00 00 000
Income		
Advisory fees (including service tax)	1 13 82 268	82 64 356
Trade receivable		
Closing Balance as at 31st March	51 46 224	19 42 195
2 Urban Infrastructure Venture Capital Fund		
Income		
Investment Management Fees(including service tax)	50 34 16 135	53 81 13 835
Reimbursement of the Expenditure	44 45 690	53 47 926
Short Term loans and advances		
Closing Balance as at 31st March	24 73 299	10 94 495
3 Urban Infrastructure Venture Capital Fund - II		
Long Term loans and advances		
Closing Balance as at 31st March	1 00 000	1 00 000
4 UI Wealth Advisors Limited		
Investment in Equity Shares		
Closing Balance as at 31st March	2 10 00 000	2 10 00 000
5 Mr. Anand Jain		
Rent	70 35 000	70 35 000
6 Mr. Parag Parekh		
Remuneration	1 51 07 813	1 47 41 700
7 Mr. Satyapal Jain		
Rent	66 75 000	66 75 000
8 Mrs. Rina Jain		
Rent	53 40 000	53 40 000

Urban Infrastructure Venture Capital Limited
Notes to Financial Statements for the year ended 31st March 2012

Note 26 Expenditure in Foreign Currency

Particulars	(Amount in Rs.)	
	Year ended 31 March 2012	Year ended 31 March 2011
Books & Periodicals	13 619	19 349
Training Expenses	4 97 000	-
Exchange on line Service	1 44 096	97 284
Total	<u>6 54 715</u>	<u>1 16 633</u>

Note 27 Earning in Foreign Currency

Particulars	(Amount in Rs.)	
	Year ended 31 March 2012	Year ended 31 March 2011
Advisory Fees	10 88 73 471	10 30 53 708
Total	<u>10 88 73 471</u>	<u>10 30 53 708</u>

Note 28 Disclosure on Financial Instruments

Particulars	(Amount in Rs.)	
	Year ended 31 March 2012	Year ended 31 March 2011
Unhedge foreign currency exposure receivable	2 77 87 559	2 52 42 163

Note 29 Contingent liability

The Income - Tax assessments of the Company have been completed up to Assessment Year 2010-11. The disputed demand outstanding up to the said Assessment Year is Rs.1 14 25 998/- (Previous year Rs.53 42 299/-). Based on the decisions of the Appellate authorities and the interpretations of other relevant provisions, the company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision has been made.

Note 30 The Revised Schedule VI has become effective from 1st April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figure have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure.

Note 31 The company is primarily engaged in the investment management business. As such, there is one reportable segment, as per Accounting Standards on "Segment Reporting" (AS 17) notified by the Companies (Accounting Standard) Rules 2006.

As per our report of even date
For CHATURVEDI & SHAH
Chartered Accountants

Sd/-

R. KORIA
Partner

Place : Mumbai
Date : 21st May, 2012

For & on behalf of the Board of Directors

Sd/-

Anand Jain
Chairman

Sd/-
S.S. Thakur
Director

Sd/-

Parag Parekh
Managing Director & CEO

Sd/-
P. Krishnamurthy
Director