

**ANNUAL REPORT**  
**2012-2013**

**INDIA INFRASPACE**  
**LIMITED**

**ANNUAL REPORT 2012- 2013**

**BOARD OF DIRECTORS**

VISHNUBHAI CHAUHAN	<i>DIRECTOR</i>
KINTU RAICHURA	<i>DIRECTOR</i>
NARESH BABULAL SHAH	<i>DIRECTOR (Appointed on 13.05.2013)</i>
PRADIP BABULAL SHAH	<i>DIRECTOR (Appointed on 13.05.2013)</i>
UMESH JOSHI	<i>DIRECTOR (Resigned on 13.05.2013)</i>

**AUDITORS**

M/s. PANKAJ K. SHAH ASSOCIATES  
Chartered Accountants.  
Ahmedabad

**BANKERS**

ICICI BANK LTD. Ahmedabad.  
Union Bank of India, Ahmedabad.

**REGISTERED OFFICE**

7th Floor, "A" Wing,  
Ashoka Chambers,  
Rasala Marg, Ellisbridge,  
Ahmedabad – 380 006

## Annual Report 2012-2013

### **NOTICE**

NOTICE is hereby given that the ANNUAL GENERAL MEETING of the Shareholders of INDIA INFRASPACE LIMITED will be held on 30<sup>th</sup> September, 2013 at 2:00 P.M. at 7th Floor, "A" Wing, Ashoka Chambers, Rasala Marg, Ahmedabad 380 006 to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit & Loss Account for the period ended on 31st March, 2013, Balance Sheet as on that date, Directors' Report and the Auditors' Report thereon.
2. To appoint director in place of Mr. Vishnu G. Chauhan, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

ON BEHALF OF THE BOARD OF DIRECTORS

Date : 30.05.2013

Place : Ahmedabad

**Vishnu G. Chauhan**

*DIRECTOR*

#### **ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING**

Details of Directors seeking Appointment/Reappointment in Annual General Meeting  
(In pursuance of Clause 49(VI) A of the Listing Agreements)

<b>Name of the Director</b>	<b>Vishnu G. Chauhan</b>
Age (Yrs.)	43
Qualifications	Graduate
Designation	Director
Chairman/Member of the Committee of the Board of Directors of the Company	Member –Audit committee &Shareholders committee
No. of Shares held in the Company	NIL

#### **NOTES :**

- a) A Shareholder is entitled to attend and vote at the meeting and is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Shareholder.
- b) Proxies in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting.
- c) Shareholders seeking any information with regards to accounts are requested to write to the Company latest by 20<sup>th</sup> September, 2013 so as to enable the management to keep the information ready.
- d) Shareholders are requested to intimate the change, if any, in their registered address at the earliest, quoting their folio number.
- e) Shareholders or Proxy are requested to bring along with them their copy of Annual Report at the meeting as extra copies will not be distributed.
- f) Members / Proxies should bring the duly filled attendance slip send herewith for attending the meeting
- g) Register of Shareholders shall remain closed from 24<sup>th</sup> September, 2013 to 30<sup>th</sup> September, 2013 (Both days inclusive).

ON BEHALF OF THE BOARD OF DIRECTORS

Date : 30.05.2013

Place : Ahmedabad

**Vishnubhai Chauhan**

*DIRECTOR*

**DIRECTORS' REPORT**

Dear Shareholders,  
**INDIA INFRA SPACE LIMITED, Ahmedabad.**

Your Directors hereby present their Annual report of the business and operation of the company and financial accounts for the year ended 31<sup>st</sup> March, 2013.

**FINANCIAL RESULTS:**

(Rs. In Lac)

PARTICULARS	2011-12	2012-13
Turnover & Other Income	8.77	961.05
Total Expenditure	11.17	958.61
Profit/(Loss) Before Tax	(2.40)	2.43
Provision for Taxation	—	0.46
Profit/(Loss) after Taxation	(2.40)	1.97

**DIVIDEND:**

The Directors are of the view that resources of the Company needs to be conserved for its future growth plans and hence do not recommend any dividend for the year under review.

**DEPOSIT:**

Company did not accept any deposit from public during the year under review.

**FUTURE OUTLOOK:**

During the year, the Hon'ble High Court of Gujarat has passed an order for the Revival and Reorganization of Share Capital of the Company on March 4, 2013. The Effective date is 30<sup>th</sup> April, 2013 being the date on which order of the High-Court has been filed with the Registrar of Companies, Gujarat consequently, the Paid up share capital of the Company stands reduced and every shareholder of the Company got 3 shares for every 20 shares held by them. Also, the Company had reissued forfeited shares as well as new shares to identified group of investors led by Mr. Pradip Shah to implement the business plans.

**DIRECTORS:**

Mr. Vishnu Chauhan retires by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.

**AUDITORS:**

The Shareholders are requested to appoint the auditors and to fix their remuneration. The retiring auditors M/s. Pankaj K. Shah Associates, Chartered Accountants, Ahmedabad, have indicated their willingness to act as auditors, if appointed.

**AUDITORS' REPORT:**

The observations made in the Auditors' Report, read with the relevant notes thereon are self-explanatory and therefore do not call for any further comments under Section 217 of the Companies Act, 1956.

## Annual Report 2012-2013

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### STATUTORY DISCLOSURE OF PARTICULARS:

There are no particulars to be disclosed for conservation of energy, technology absorption. There was no foreign exchange earnings and outgo during the year under review.

### PARTICULARS OF EMPLOYEES:

Presently the company has no employee whose details are required to be furnished under a statement giving particulars of employees under section 217(2A) of the Companies Act, 1956 and the rules made there under.

### DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm:

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed,
- ii) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31<sup>st</sup> March, 2013 and of the profit or loss of the company for that year,
- iii) that the directors 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, if any.
- iv) that the directors have prepared the annual accounts on a going concern basis.

### CORPORATE GOVERNANCE:

Pursuant to Clause 49 of the Listing Agreement, a report on Corporate Governance is given in Annexure – II.

### MANAGEMENT DISCUSSION & ANALYSIS:

Management Discussion & Analysis is given separately and forms part of this annual report.

### ACKNOWLEDGMENTS:

Your Directors wish to place on record their appreciation for whole hearted Co-operation received from Bankers, Financial Institutions and Employees of the Company.

### ON BEHALF OF THE BOARD OF DIRECTORS

Date : 30.05.2013

Place : Ahmedabad

**Pradip B. Shah**  
*DIRECTOR*

**Vishnu G. Chauhan**  
*DIRECTOR*

**REPORT ON CORPORATE GOVERNANCE**

(Pursuant to clause 49 of the Listing Agreement)

**1. Company's Philosophy:**

The Company is committed to ethical values and self discipline through standards of good Corporate Governance involving a high level of transparency, integrity, accountability and responsibility in all areas of its operations for ensuring protection of the rights and interest of its stakeholders. In order to achieve the objective, the company continuously endeavors to improve on these aspects on an ongoing basis.

**2. Board of Directors:**

The Board of Director of the company comprises of Three Directors including two non-executive Independent Directors.

The Present Strength as on 31.03.2013 of Board of Directors of your company is as under.

Name of the Director	Category	No. of Board Meeting		Attendance at the last AGM	No. of Outside Directorship held	No. of other Outside Board Committees members
		Held	Attanded			
Vishnubhai Chauhan	Independent Non-Executive	6	6	Y	—	—
Umesh V. Joshi	Promoter Non- Executive	6	6	Y	—	—
Kintu M. Raichura	Independent Director Non-Executive	6	6	Y	—	—

The day-to-day management of the company is conducted by the Promoter Director subject to the supervision and control of the Board of the Directors.

During the financial year under review, 6 Board meetings were held on following date.

17.04.2013, 15.05.2012, 14.08.2012, 03.09.2012, 10.11.2012 and 15.02.2013.

The time gap between any two meetings was less than 4 months. The Board monitors the business operations.

**3. Audit Committee:**

The Board of the company has constituted an Audit Committee, comprising of three Directors out of which two are non-executive director viz., Mr. Vishnubhai Chauhan & Mr. Umesh Joshi are the members and Mr. Kintu Raichura is the Chairman of the committee is non – executive independent Director. The terms of reference stipulated by the Board to the Audit committee covers the matters specified under clause 49 of the Listing Agreement as well as section 292A of the companies Act 1956. The Committee also act as a link between the statutory auditor and the Board of Directors. The committee meets the statutory auditor periodically and reviews the quarterly / half –yearly and Annual Report of Auditor's on financial statements and discusses their findings and suggestions and seeks clarifications thereon.

Five Audit Committee Meetings were held during the year ended 31<sup>st</sup> March 2013. The dates on which Meetings held are as follows, 15.05.2012, 14.08.2012, 03.09.2012 10.11.2012, And 15.02.2013.

**4. Remuneration of Directors:**

The Company has not set up a Remuneration committee. As the Company does not pay any remuneration or sitting fees to any Directors.

## Annual Report 2012-2013

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### 5. Shareholders / Investor's Grievance Committee:

The Board of the company has constituted a Shareholders/investors' Grievance Committee, comprising of three Directors viz., Mr. Vishnubhai Chauhan & Mr. Umesh Joshi are the members and Mr. Kintu Raichaura is the Chairman of the committee. The committee, interalia, approves issue of duplicate certificates and oversees and reviews all matters connected with the transfer of securities. The committee also looks into shareholders' complaints like transfer of shares, non receipts of balance sheet, etc.

### 6. General Body Meeting:

The location and time of the last three Annual General Meeting are as under:

Financial Year	AGMDate	Time	Venue	No. of special resolution
2009-10	30.09.2010	11:00 a.m.	Corporate Office	Nil
2010-11	30.09.2011	11:00 a.m.	Registered Office	Nil
2011-12	30.09.2012	11:00 a.m.	Registered Office	Nil

Extra Ordinary General Meeting held during the last 3 years:

#### July 15, 2010

Resolution passed for Appointment of Auditor as on 15.07.2010.

#### February 26, 2011

Resolution Passed through Postal Ballot: Appointment of Mr. Umesh Joshi as Promoter of the Company under Regulation 12 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 and Change in the object of the Company as on 26.02.2011.

Resolution Passed as Special Resolution: Change in Name of the Company and resolution ratifying appointment of Mr. Umesh Joshi as Director of the Company under Regulation 12 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 as on 26.02.2011.

#### May 9, 2012

Resolution Passed as Special Resolution: Court Convened meeting for approval of shareholder and Creditors for Scheme of Re – organization of Share Capital and Arrangement for revival of the Company.

### 7. Code of Conduct:

The Board of Directors has adopted the code of Business Conduct and Ethics for Directors and Senior Management. The said code has been communicated to the Directors and members of the Senior Management.

### 8. Disclosures :

#### a) Disclosure on materially significant related party transactions that may have potential conflict with the interests of the Company at large.

During the year, there were no materially significant transaction with related parties except disclosed in notes on accounts as per accounting standard 18 viz. its promoters, the Directors or the Management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of the Company at large.

#### b) Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India. The significant accounting policies which are consistently applied are set out in the Notes to the Accounts.

**c) Details of non-compliance by the company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:**

The Company has complied with all requirements of the Listing Agreements entered into with the Stock Exchanges as well as the regulations and guidelines of SEBI, Consequently, there were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three years.

**9. Means of Communication:**

The Unaudited quarterly / half yearly results are announced within 45 days from the end of the quarter as stipulated under the Listing Agreement with the Stock Exchanges. Further these results are published within 48 hours in to news papers-one in English and one in Gujarati.

Financial Results are also available on the Company's website [www.indiainfraspace.com](http://www.indiainfraspace.com)

**10. General Share Holder Information:**

Financial Calendar for the Financial Year 2012-13

a. Annual General Meeting	
- Date	30 <sup>th</sup> September, 2013
- Time	2.00 P.M.
- Venue	7th Floor, "A" wing, Ashoka Chambers, Rasala Marg, Ahmedabad 380 006
b. Book Closure Dates	24.09.2013 to 30.09.2013 (both days inclusive)
c. Financial Calendar 2013-14	Tentative Schedule
a) Unaudited results for quarter ending 30-06-2013	August 2013
b) Unaudited results for half year/ quarter ending 30-09-2013	November 2013
c) Unaudited financial results for quarter ending 31-12-2013	February 2014
d) Audited resulted for the year quarter ending 31-03-2014	May 2014
d. Nos. of Share Holder	10238 Share holders as on 31-03-2013
e. Listing of Equity Shares	Stock Exchange – Mumbai & Ahmedabad
f. Stock Code	531343 (BSE)
g. Scrip Code	INDINFRA
h. ISIN No.	INE954M01015

**Listing Fees:**

The company has paid listing fees to Bombay Stock Exchange Limited.

**Share Transfer System:**

The Company had appointed M/s. Purva Sharegistry (India) Pvt. Ltd. as the Registrar and Transfer Agents. Valid Share transfers in physical form and complete in all respects were approved and registered within the stipulated period.



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### Market Price Data:

The Share price for the month in which the shares were traded are as below:

Monthly High / low Closing Stock Quotation at BSE:

Month	Share Prices	
	High	Low
February, 2013	42.10	42.10

### Distribution of Shareholding as on 31st March, 2013

No. of Equity Shares	No. of Shareholders	% of total Shareholders	No. of Shares	% to total Capital
Upto – 5000	1005	97.72	53597570	66.83
5001 – 10000	48	0.47	419000	0.52
10001- 20000	101	0.99	1624000	2.02
20001 – 30000	18	0.18	468000	0.58
30001 – 40000	12	0.12	443000	0.55
40001 – 50000	9	0.09	433000	0.54
50001 – 100000	17	0.17	127900	1.59
100001 - above	28	0.27	22178000	27.57
Total	10,238	100.00	80,44,157	100.00

### Dematerialization of shares and liquidity

The shares of the company are permitted for demat on NSDL

Issued, Subscribed and Paid up Capital as on March 31, 2013 : 8,044,157

A. Electronic Holding in NSDL : 5,79,600

B. Physical Holding : 7,464,557

### Category of shareholders as on March 31, 2013

Category	No of Shares held	% age of shareholding
Promoter's & Promoters Group	12,00,000	14.92
Public :		
Bodies Corporate	67,100	0.83
Individuals/Others	67,74,057	84.21
NRI	3,000	0.04
Total	80,44,157	100.00

Address for Correspondence :

*For Shares held in Physical & Demat form*

**PURVA SHAREGISTRY (INDIA) PVT. LTD.**

(Unit : India Infraspace Limited)

Shiv Shakti Industrial Estates, Unit No. 9

7-B, J. R. Boricha Marg, Sitaram Mill Compound, Mumbai – 400 011

Any Query on Annual Report

**INDIA INFRA SPACE LIMITED**

7th Floor, "A" wing, Ashoka Chambers, Rasala Marg, Ahmedabad 380 006

For any other queries: email : [info@indiainfraspace.com](mailto:info@indiainfraspace.com)

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**DECLARATION**

As provided under clause 49 of the Listing Agreement with the Stock Exchanges, all Board members and Senior Management Personnel have affirmed compliance with India Infraspace Limited code of Business conduct and Ethics for the year ended March 31, 2013.

For and on Behalf of the Board of Directors

Place : Ahmedabad

Date : 30.05.2013

**Pradip B. Shah**

*Director*

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**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Shareholders of India Infraspace Limited.

We have examined the compliance of conditions of corporate governance by India Infraspace Limited, for the year ended on March 31, 2013 as stipulated in clause 49 of the Listing Agreement entered in to with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an 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, the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned Listing Agreements.

We state that in respect of investor grievances received during the year ended 31<sup>st</sup> March 2013, no investor grievances are pending against the Company for a period exceeding one month as per the records maintained by the Company and presented to the investors/Shareholders Grievance 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 PANKAJ K. SHAH ASSOCIATES**

Firm Registration No. 107352W

*CHARTERED ACCOUNTANTS*

**(PANKAJ K. SHAH)**

*PROPRIETOR*

M. No. 34603

Place : Ahmedabad

Date : 30.05.2013

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## Annual Report 2012-2013

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### CEO CERTIFICATE

(As per Clause 49(v) of the Listing Agreement)

To,  
The Board of Directors,  
India Infraspace Limited  
Ahmedabad.

I hereby certify that :

- a. I have reviewed the financial statement and the cash flow statements for the year 2012-13 and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violent of the Company's Code of Conduct.
- c. I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and has disclosed to the Auditors and the Audit Committee that there have been no deficiencies in the design or operation of internal controls, prevailing in the Company.
- d. I hereby certify that:
  - i. There have been no significant changes in internal control during the year.
  - ii. There have been no significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the Financial Statement and
  - iii. No instances of fraud were observed in the Company by the management or an employee having a significant role in the Company's internal control systems.

**FOR INDIA INFRASPACE LIMITED**

Place: Ahmedabad  
Date : 30.05.2013

**Pradip B. Shah**  
*DIRECTOR*

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**MANAGEMENT DISCUSSION AND ANALYSIS**

The operational performance and future outlook of the business has been reviewed by the management based on current resources and future development of the Company.

**Internal Control System:**

Your Company has clearly laid down policies, guidelines and procedures that form part of the internal control system which provide for automatic checks and balances. All operating parameters are monitored and controlled. Regular internal audit and checks ensure the effectiveness and efficiency of these systems to ensure that all assets are protected against loss and that the financial and operational information is complete and accurate.

**Corporate Governance:**

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, a management discussion and analysis report, Corporate Governance report and auditors' certificate regarding compliance of conditions of Corporate Governance are made as a part of the Annual Report.

**CEO and CFO Certification:**

Mr. Pradip B. Shah, Promoter Director, have given certificate to the Board as contemplated in sub-clause (V) of clause 49 of the Listing Agreement.

Health, safety and environmental protection:

Your Company has complied with all the applicable environmental laws and labour laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

**Cautionary Statement:**

Statements in the Management Discussion & Analysis describing the Company's objectives, projections, estimates, expectations, predictions etc. may be "Forward Statement" within the meaning of applicable laws and regulations. actual results, performance or achievements may vary with those expressed or implied, depending upon the economic conditions, Government policies and other incidental/ unforeseeable factors. Important factors that could influence the Company's operations include domestic supply and demand affecting pricing of finished goods in the Company's principal markets, changes in Government regulations, tax laws, economic developments within the Country and other incidental factors.

**FOR INDIA INFRA SPACE LIMITED**

Place: Ahmedabad  
Date : 30.05.2013

**Pradip B. Shah**  
*DIRECTOR*

## **INDEPENDENT AUDITORS' REPORT**

To,  
The Members,  
**INDIA INFRASPACE LIMITED**  
Ahmedabad.

### **Report on the Financial Statements**

We have audited the accompanying Financial Statements of M/s. INDIA INFRASPACE LIMITED (the "Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2013, the Statement of Profit & Loss and also the Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 of India (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.

### **Auditors' Responsibility**

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.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' 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 auditors consider 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, and to the best of our information and according to the explanations given to us, the accompanying 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.

- i) In the case of Balance Sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2013.
- ii) In the case of Statement of Profit & Loss, of the Profit for the year ended on that date and,
- iii) In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

**Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003, as amended by the companies (Auditor's Report) (amendment) order, 2004 issued by the Central Government of India, in terms of Section 227(4A) 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.
2. 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 accounts 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 & 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 to the extent applicable.
  - e) On the basis of written representations received from the Directors and taken on record by the Board of Directors, none of the Directors of the company are prima facie disqualified as on 31<sup>st</sup> March 2013 from being appointed as Directors of the company in terms of clause (g) of Section 274(1) of the Companies Act, 1956.

**FOR PANKAJ K. SHAH ASSOCIATES**  
Firm Registration No. 107352W  
*CHARTERED ACCOUNTANTS*

**(PANKAJ K. SHAH)**  
*PROPRIETOR*  
M. No. 34603

Place : Ahmedabad  
Date : 30.05.2013

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### **ANNEXURE TO INDEPENDENT AUDITORS' REPORT**

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date.

1.
  - a. The Inventories lying with the company have been physically verified by the management to the extent practicable at reasonable interval during the year or at the year end.
  - b. In our opinion the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - c. In our opinion and according to the information and explanations given to us, the company is maintaining proper records of inventories. The discrepancies noticed on verification between physical stocks and the book records were not material having regard to the size of operation of the company.
2.
  - (a) According to the information and explanations given to us, the Company has taken/granted unsecured loans from/to companies covered in the Register maintained under Section 301 of the Companies Act, 1956;
    - (i) The Company has taken interest free loans from Two party covered in the aforesaid Register. The amount involved (i.e. the maximum amount outstanding during the year was Rs. 0.83 lacs). Rs. NIL were payable to these parties as at the close of the accounting year.
    - (ii) The company has granted interest free loan to Two Parties covered in the Register maintained u/s 301 of the Companies Act, 1956. The amount involved (i.e. the maximum amount outstanding during the year was Rs. 128 lacs). Rs. 127.60 lacs were due from these parties as at the close of the accounting year.
  - (b) According to the information and explanation given to us, the terms and conditions in respect of unsecured loans taken / given by the Company are not prima-facie prejudicial to the interest of the Company.
  - (c) In our opinion and according to the information and explanations given to us, the payment of principle amount are on demand.
  - (d) In our opinion and according to the information and explanation given to us, there are no overdue amounts in respect of the transactions listed in clause (a) above.
3. In our opinion and according to the information and explanation 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 purchase of inventory . During the course of audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
4. According to the information and explanations given to us, there have been no contracts or arrangements that need to be entered in the register maintained under section 301 of the Companies Act, 1956.
5. According to the information and explanation given to us, the Company has not accepted any deposits attracting the provisions of Section 58A and 58AA of the Companies Act, 1956 and rules framed there under.
6. The Company did not have any formal internal audit system during the year. In the opinion of the management the existing operations are very limited and internal procedure are adequate and hence separate internal audit System do not called for.
7. We are informed that the central government has not prescribed the maintenance of cost records under the provision of Section 209(1)(d) of the Companies Act, 1956 in respect of the company's activities.

8. (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income-tax, VAT, wealth tax, custom duty, service tax, excise duty, cess and any other statutory dues applicable to it.  
  
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, VAT, wealth tax, custom duty, service tax, excise duty, cess were in arrears, as at 31st March, 2013 for a period of more than six months from the date they become payable except outstanding demand of Income Tax of Rs. 1256098/- for A.Y. 1996-97 & 2002-03 and Income Tax Penalty of Rs. 88594/- for A.Y. 2002-03.
9. The Company has accumulated losses of Rs. 160.50 lacs at the end of the year which is more than 50% of Net worth of the company. The company has not incurred any cash loss during the financial year under audit, however the company had incurred cash loss of Rs. 2.41 lacs during immediately preceding financial year.
10. In our opinion, and according to the information and explanation given to us, the company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
11. In our opinion, the company has not granted any 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 chit fund or nidhi mutual fund/society.
13. According to the information and explanation given to us, the company is not dealing or trading in shares, securities and / or debentures.
14. In our opinion, and according to information and explanations given to us, the Company has not given guarantee for loans taken by others from banks or financial institutions.
15. Company has not availed any term loan during the year.
16. According to the information and explanation given to us, and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets.
17. According to the information and explanations given to us, the Company has not made any preferential allotment of shares during the year to parties and companies covered in the register maintained under Section 301 of the Act.
18. According to the information and explanations given to us, the Company has not issued any debenture.
19. Company has not raised any money by public issue during the year.
20. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial 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.
21. Since the company has no Fixed Assets, the Clause (i) of the aforesaid order is not applicable to the company.

**FOR PANKAJ K. SHAH ASSOCIATES**  
Firm Registration No. 107352W  
*CHARTERED ACCOUNTANTS*

**(PANKAJ K. SHAH)**  
*PROPRIETOR*  
M. No. 34603

Place : Ahmedabad  
Date : 30.05.2013



# Annual Report 2012-2013

## BALANCE SHEET AS AT 31ST MARCH, 2013

Particulars	Note No	As at 31st March, 2013	As at 31st March, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
(a) Share Capital	1	22,827,740.00	91,203,070.00
(b) Reserves and Surplus	2	(16,050,324.66)	(65,367,916.25)
<b>2 Current Liabilities</b>			
(a) Short-term Borrowings	3	76,473,800.00	12,357,207.00
(b) Trade Payables		134,336,953.61	2,490,213.61
(c) Other Current Liabilities	4	204,918.00	223,004.00
(d) Short-term Provisions	5	46,385.00	—
TOTAL RS...		<u>217,839,471.95</u>	<u>40,905,578.36</u>
<b>II. ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Fixed Assets			
i) Intangible Assets - Goodwill		—	19,254,767.00
(b) Long-term Loans and Advances	6	259,559.00	239,559.00
<b>2 Current Assets</b>			
(a) Inventories	7	30,426,437.50	—
(b) Trade Receivables	8	110,505,452.00	9,650,797.00
(c) Cash and Cash Equivalents	9	157,116.45	410,268.36
(d) Short-term Loans and Advances	10	73,171,700.00	8,030,980.00
(e) Other Current Assets	11	3,319,207.00	3,319,207.00
TOTAL RS...		<u>217,839,471.95</u>	<u>40,905,578.36</u>

The notes form an integral part of these financial statements 19

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**FOR PANKAJ K. SHAH ASSOCIATES**

Firm Registration No. 107352W  
CHARTERED ACCOUNTANTS

(PANKAJ K. SHAH)  
PROPRIETOR  
M. No. 34603

PLACE : AHMEDABAD  
DATE : 30.05.2013

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**FOR INDIA INFRASPACE LIMITED**

DIRECTOR

DIRECTOR

PLACE : AHMEDABAD  
DATE : 30.05.2013

**INDIA INFRA SPACE LIMITED**

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

Particulars	Note No	As at 31st March, 2013	As at 31st March, 2012
<b>I. INCOME</b>			
Revenue from operations	12	96,105,388.00	275,000.00
<b>II Other Income</b>	13	—	602,127.39
<b>III Total Revenue (I + II)</b>		<u>96,105,388.00</u>	<u>877,127.39</u>
<b>IV Expenses</b>			
- Purchases of Stock-in-Trade	14	125,568,323.00	—
- Changes in Inventories of Finished goods,	15	(30,426,437.50)	—
- Employee Benefit Expenses	16	60,000.00	—
- Finance Costs	17	3,711.91	3,998.00
- Other Expenses	18	656,377.00	1,113,803.00
Total Expenses		<u>95,861,974.41</u>	<u>1,117,801.00</u>
<b>V Profit before exceptional items and tax (III - IV)</b>		243,413.59	(240,673.61)
<b>VI Exceptional items</b>		—	—
<b>VII Profit/(Loss) before tax (V - VI)</b>		243,413.59	(240,673.61)
<b>VIII Tax Expense :</b>			
(1) Current Tax		46,385.00	—
<b>IX Profit / (Loss) for the year (VII - VIII)</b>		<u>197,028.59</u>	<u>(240,673.61)</u>
<b>X Earnings per Equity Share of Rs. 10 each</b>			
- Basic & Diluted		0.163	(0.030)

The notes form an integral part of these financial statements 19

**FOR PANKAJ K. SHAH ASSOCIATES**  
Firm Registration No. 107352W  
CHARTERED ACCOUNTANTS

(PANKAJ K. SHAH)  
PROPRIETOR  
M. No. 34603

PLACE : AHMEDABAD  
DATE : 30.05.2013

**FOR INDIA INFRA SPACE LIMITED**

DIRECTOR DIRECTOR

PLACE : AHMEDABAD  
DATE : 30.05.2013

## Annual Report 2012-2013

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

PARTICULARS	As at	
	31st March, 2013	31st March, 2012
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX	243,413.59	(240,673.61)
NON CASH ADJUSTMENT FOR- ACCOUNT /EXPENSES WRITTEN OFF	-	(602,127.39)
<b>Operating Profit/(Loss) before working capital changes</b>	<b>243,413.59</b>	<b>(842,801.00)</b>
INCREASE/(DECREASE) IN SHORT TERM BORROWING	64,116,593.00	(59,407,200.00)
INCREASE/(DECREASE) IN TRADE PAYABLES	131,846,740.00	244,624.00
INCREASE/(DECREASE) IN OTHER CURRENT LIABILITIES	(18,086.00)	(120,578.00)
(INCREASE)/DECREASE IN LONG TERM LOANS & ADVANCES	(20,000.00)	(25,000.00)
(INCREASE) /DECREASE IN SHORT TERM LOANS & ADVANCES	(65,140,720.00)	62,991,020.00
(INCREASE) /DECREASE IN INVENTORIES	(30,426,437.50)	-
(INCREASE) /DECREASE IN TRADE RECEIVABLES	(100,854,655.00)	-
(INCREASE) /DECREASE IN OTHER CURRENT ASSETS	-	(2,867,800.00)
<b>Cash generated from operations</b>	<b>(253,151.91)</b>	<b>(27,735.00)</b>
DIRECT TAX PAID (NET OF REFUND)	-	(10,000.00)
<b>[ A ] Net cash flow from operating activities</b>	<b>(253,151.91)</b>	<b>(37,735.00)</b>
<b>Cash Flow from Investing activity</b>		
<b>[ B ] Net Cash from Investing activity</b>	-	-
<b>Cash Flow from Finance activity</b>		
<b>[ C ] Net Cash used in financing activity</b>		
<b>NET INCREASE(DECREASE) IN CASH &amp; CASH EQUIVALENTS</b>	<b>(253,151.91)</b>	<b>(37,735.00)</b>
OPENING CASH AND BANK BALANCE	410,268.36	448,003.36
CLOSING CASH AND BANK BALANCE	157,116.45	410,268.36

**FOR PANKAJ K. SHAH ASSOCIATES**

Firm Registration No. 107352W  
CHARTERED ACCOUNTANTS

(PANKAJ K. SHAH)  
PROPRIETOR  
M. No. 34603

PLACE : AHMEDABAD  
DATE : 30.05.2013

**FOR INDIA INFRASPACE LIMITED**

DIRECTOR DIRECTOR

PLACE : AHMEDABAD  
DATE : 30.05.2013

**NOTES TO THE FINANCIAL STATEMENTS**

**Note - 1 : SHARE CAPITAL**

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1.	<b>AUTHORISED CAPITAL</b>		
-	1,50,00,000 Equity Shares of Rs. 10/- each.	150,000,000.00	150,000,000.00
2.	<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b>		
-	12,06,624 Equity Share (80,44,157 Equity Shares) of Rs.10/- each, fully paid.	12,066,240.00	80,441,570.00
-	Share Forfeiture A/c	10,761,500.00	10,761,500.00
		<b>22,827,740.00</b>	<b>91,203,070.00</b>

3. Reconciliation of the number of Shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2013		As at 31st March, 2012	
	No. of Share held	Amount	No. of Share held	Amount
Shares outstanding at the beginning of the year	8,044,157	80,441,570.00	8,044,157	80,441,570.00
Shares Issued during the year	—	—	—	—
Shares bought back during the year	—	—	—	—
Cancellation of Share capital as per Scheme of Re-organisation of Share Capital approved by the Hon'ble High Court of Gujarat.	6,837,533	68,375,330.00	—	—
Shares outstanding at the end of the year	1,206,624	12,066,240.00	8,044,157	80,441,570.00

4. The Company has only one class of equity shares having a par value of Rs. 10 per share, each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend in the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

5. Company has not allotted any bonus shares, Shares without consideration in cash and/or bought back any equity shares during the period of five years immediately preceding the Balance sheet date.

6. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholders	As at 31st March, 2013		As at 31st March, 2012	
	No. of Share held	% of Holding	No. of Share held	% of Holding
- Umesh Joshi	180,000	14.92	1,200,000	14.92

## Annual Report 2012-2013

### Note - 2 : RESERVES & SURPLUS

Sr. No.	Particulars	As at	As at
		31st March, 2013	31st March, 2012
1	Surplus in Statement of Profit & Loss		
	Opening Balance	(65,367,916.25)	(65,127,242.64)
	Less :Adj.against Share Capital as per Scheme (See Note No. 19 II(1) )	49,120,563.00	—
	Add/(Less) : Net Profit/ (Net Loss) for the year	197,028.59	(240,673.61)
	Closing Balance	(16,050,324.66)	(65,367,916.25)
		(16,050,324.66)	(65,367,916.25)

### Note - 3 : SHORT TERM BORROWINGS

Sr. No.	Particulars	As at	As at
		31st March, 2013	31st March, 2012
I.	UNSECURED		
	- Loans from Corporate Bodies & Directors	76,473,800.00	12,357,207.00
		76,473,800.00	12,357,207.00

### Note - 4 : OTHER CURRENT LIABILITIES

Sr. No.	Particulars	As at	As at
		31st March, 2013	31st March, 2012
1	Statutory Dues	—	12,726.00
2	Other Payables	204,918.00	210,278.00
		204,918.00	223,004.00

### Note - 5 : SHORT TERM PROVISIONS

Sr. No.	Particulars	As at	As at
		31st March, 2013	31st March, 2012
(a)	Others		
	- Provision for Tax	46,385.00	—
		46,385.00	—

### Note - 6 : LONG TERM LOANS AND ADVANCES

Sr. No.	Particulars	As at	As at
		31st March, 2013	31st March, 2012
A	Deposits		
	Unsecured, Considered good	25,000.00	25,000.00
B	Other Loans and Advances (Unsecured, Considered good)		
	Balance with Government Authority	234,559.00	214,559.00
		259,559.00	239,559.00

## INDIA INFRA SPACE LIMITED

### Note - 7 : INVENTORIES

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
A	Finished goods		
	- Steel	30,426,437.50	—
		30,426,437.50	—

### Note - 8 : TRADE RECEIVABLES

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
A)	Trade receivables outstanding for a period exceeding Six months from the date they are due for payment		
1	Unsecured, considered good	9,650,797.00	9,650,797.00
B)	Trade receivables outstanding for a period less than Six months from the date they are due for payment		
1	Unsecured, considered good	100,854,655.00	—
		110,505,452.00	9,650,797.00

### Note - 9 : CASH AND CASH EQUIVALENTS

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
I.	Cash and Bank Balances		
a.	Balances with Banks		
	- In Current Account	39,704.45	15,456.36
b.	Cash on hand	117,412.00	394,812.00
		157,116.45	410,268.36

### Note - 10 : SHORT TERM LOANS AND ADVANCES

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
A	Others - Unsecured, considered good		
	- Advance with - VAT & CST	—	20,000.00
	- Balance with VAT Department	1,513,150.00	—
	- Balance with Income Tax Department	16,000.00	—
	- Advance to Directors	300,000.00	300,000.00
	- Loan to Corporate Body	47,159,550.00	6,480,000.00
	- Other Loan & Advances	24,183,000.00	1,230,980.00
		73,171,700.00	8,030,980.00

## Annual Report 2012-2013

### Note - 11 : OTHER CURRENT ASSETS

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Pre-operative Expenses	3,319,207.00	3,319,207.00
		3,319,207.00	3,319,207.00

### Note - 12 : REVENUE FROM OPERATIONS

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
A)	Sale of Products		
-	Steel Products	95,305,388.00	—
B)	Sale of Services		
-	Land & Site Development	—	275,000.00
-	Software Development	800,000.00	—
		96,105,388.00	275,000.00

### Note - 13 : OTHER INCOME

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Accounts Written Off	—	601,967.39
2	Excess Provision	—	160.00
		—	602,127.39

### Note - 14 : PURCHASES OF STOCK-IN-TRADE

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Purchase of Steel	125,568,323.00	—
		125,568,323.00	—

**INDIA INFRASPACE LIMITED****Note - 15 : CHANGES IN INVENTORIES OF FINISHED GOODS**

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
<b>A</b>	<b>OPENING STOCK</b>	—	—
<b>B.</b>	<b>CLOSING STOCK</b>		
	Finished Goods		
-	Steel	30,426,437.50	—
		30,426,437.50	—
		(30,426,437.50)	—

**Note - 16 : EMPLOYEE BENEFITS EXPENSE**

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Salaries, Wages, Bonus etc	60,000.00	—
		60,000.00	—

**Note - 17 : FINANCE COSTS**

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Bank Charges	3,711.91	3,998.00
		3,711.91	3,998.00

**Note - 18 : OTHER EXPENSES**

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
1	Audit Fees	25,000.00	15,000.00
2	Jobwork Charges	291,400.00	100,484.00
3	Communication Exp.	9,269.00	5,997.00
4	Legal & Professional Charges	186,437.00	839,981.00
5	Rent Expenses	—	35,000.00
6	Miscellaneous Expenses	144,271.00	117,341.00
		656,377.00	1,113,803.00



## Annual Report 2012-2013

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### NOTE - 19 : NOTES TO ACCOUNTS

#### I. STATEMENT OF ACCOUNTING POLICIES :

##### A) Basis of preparation of Financial Statements:

- i) The financial statements have been prepared under the historical cost convention on accrual basis as a going concern in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 and in accordance with applicable accounting standard as prescribed by the Companies (Accounting Standard) Rules, 2006.
- ii) Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principles.

##### B) Revenue Recognition:

- i) All income and expenditure items having material bearing on the financial statements are recognised on accrual basis.
- ii) In case of Steel business, the purchase and sales are accounted net off of VAT receivable and payable.

##### C) Valuation of Closing Stock:

- 1) Stock of Steel Products is valued at cost or market price whichever is lower basis.

##### D) Provision, Contingent Liabilities and Contingent Assets:

Provisions 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 to settle the obligation that can be reliably estimated. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed.

##### E) Prior Period Adjustment :

Expense and income pertaining to earlier/previous years are accounted as prior period item.

##### F) Deferred Tax :

There are no timing differences for tax liability and therefore Deferred Tax Assets / liability as on 31/03/2013 has not been recognised.

##### G) Employee Benefits :

The company is not liable to the provision of Provident Fund Act or ESI Act and no provision is required for Gratuity liability as non of the employee has completed eligible period of employment. Further the benefit in terms of Leave Encashment is paid during the same year as the employees are not allowed to accumulate the leaves entitled during the year.

#### II. ADDITIONAL NOTES (Forming an integral part of Accounts)

1. The Composite Scheme of Re-organisation of Share Capital and arrangement for revival of the company under the provision of Section 391 to 394 of the Companies Act was approved by Hon'ble High Court of Gujarat on 04.03.2013 and the Scheme is operative from the Current Financial Year, accordingly paid up share capital, balance in profit & loss account and Goodwill / amalgamation short fall account had been adjusted accordingly.
2. Wherever the vouchers / bills / invoices / challans etc. have not been adequately supported or are missing, the Management has certified that the transactions under question are genuine transactions. The Auditors have accepted such certification of the management.
3. In the opinion of the Board of Directors, the value of Current Assets, Loans and Advances have a value on realisation in the ordinary course of business atleast equal to the amount at which, they are stated in the Balance Sheet.
4. Sundry Debit and Credit balances are subject to confirmation and reconciliation.
5. Estimated amount of contract remaining to be executed on Capital Account and not provided for Rs. NIL.
6. **Segment Reporting:**  
Information given in accordance with the requirement of Accounting Standard 17, on "Segment Reporting".



## Annual Report 2012-2013

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### GREEN INITIATIVE IN CORPORATE GOVERNANCE

Dear Shareholders,

The Ministry of Corporate Affairs has taken “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies through electronic mode.

Clause 32 of the Listing Agreement as amended provides that the Company shall send soft copy of the Annual Report containing its Balance Sheet, Profit and Loss Statement and Directors Report to all those Shareholders who have registered their email address for the purpose.

Please note that as a Shareholders of the company, would be entitled to get free of cost a printed copy of the Annual Report upon receipt of a requisition from them, at any time.

Shareholders who have not registered their email address so far are requested to register their email addresses so that the Company can send the documents including Annual Report in Electronic Mode.

Shareholders can register their email address with their concerned DPs. Shareholders can also register their email address with Purva Sharegistry (India) Private Limited, R & T or by email us at [info@indiainfraspace.com](mailto:info@indiainfraspace.com) quoting your Folio No. / Client ID and DP ID.

Alternatively, Shareholders may also write to our R & T at the following Address:

PURVA SHAREGISTRY (INDIA) PVT. LTD.  
(Unit : India Infraspace Limited)  
Shiv Shakti Industrial Estates, Unit No. 9  
7-B, J. R. Boricha Marg, Sitaram Mill Compound, Mumbai – 400 011

We also request you to intimate changes in your email address / contact details as and when they change, to the R&T/DPs, as applicable.

The Annual Report would also be made available on the Company’s Website: [www.indiainfraspace.com](http://www.indiainfraspace.com)

Yours Faithfully,

**For India Infraspace Limited**

**Pradip B. Shah**

*Director*

**INDIA INFRASPACE LIMITED**

Regd. Office: 7th Floor, "A" Wing, Ashoka Chambers, Rasala Marg, Ellisbridge, Ahmedabad – 380 006

**ATTENDANCE SLIP**

Name of the attending Member/Proxy : \_\_\_\_\_

Member's Folio No./Client ID : \_\_\_\_\_

No. of Shares held : \_\_\_\_\_

I/We hereby record my/our presence at the Annual General Meeting held on 30<sup>th</sup> September 2013 at 7th Floor, "A" wing, Ashoka Chambers, Rasala Marg, Ahmedabad 380 006 at 2.00 P.M.

\_\_\_\_\_  
Signature of the Attending Member/Proxy

**Notes :**

1. Share holder/Proxy holder wishing to attend the meeting must bring the attendance slip to the Meeting and hand it over at the entrance duly signed.
2. Share holder/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting

**INDIA INFRASPACE LIMITED**

Regd. Office: 7th Floor, "A" Wing, Ashoka Chambers, Rasala Marg, Ellisbridge, Ahmedabad – 380 006

**PROXY FORM**

I/We \_\_\_\_\_ of \_\_\_\_\_ in the district  
of \_\_\_\_\_ being a shareholder/shareholders of the Company, hereby appoint  
\_\_\_\_\_ of \_\_\_\_\_ in failing him/her  
\_\_\_\_\_ of \_\_\_\_\_ as my/our Proxy to attend  
and vote for me/us on my/our behalf at the ANNUAL GENERAL MEETING of the Company to be held on 30<sup>th</sup>  
September, 2013 at 2.00 P.M. or any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013.

Reference Folio No. \_\_\_\_\_

Affix Signature Revenue Stamp
--

This form is to be used in favour of/against\* the resolution. Unless otherwise introduced, the Proxy will act as he thinks fit.

\* Strike out whichever is not desired.



**BOOK POST**

To,

If undelivered please return to:

**INDIA INFRASPACE LIMITED**  
7th Floor, "A" wing,  
Ashoka Chambers, Rasala Marg,  
Ahmedabad 380 006,  
Gujarat, INDIA