

Ashiana Housing Limited

Annual Report 2012-13



We've
EVOLVED

We've EVOLVED

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We've EVOLVED

As we look back, Ashiana's journey has been a great and enriching one. We have planned our businesses well, created sustainable strategies, chartered through economic cycles and maintained focus on our product quality. At the same time, we have also constantly adapted to the ever-changing business environment, as required by the exigencies of business.

But, despite the changes, we have not compromised on our core values, which have stayed with us since our inception in 1979.

In short, we have truly evolved.



Brand Ashiana

We have built over 13 million sq. ft. of area with more than 7500 families residing in the homes built under Ashiana name. We have pioneered concepts like senior living in India. We are also the first group housing developer in Patna, Bhiwadi, Jamshedpur and Neemrana and also the first to undertake the maintenance of its residential properties since 1992.

Ashiana was listed in the Forbes "Best Under a Billion" list for two years in a row. We are the only company in the real estate segment in India to achieve this honour.

It has been an exciting journey with new milestones every year. From being a two project company, constructing two lakhs sq. ft. per year, Ashiana currently is developing over 75 lakhs sq. ft. in eight projects across six cities.

As we expanded our presence in the existing markets and entered newer geographical territories we realized the need to make a stronger and a unique brand. There was an urgent need to differentiate our visual identity from other real estate companies and the companies that use the name Ashiana.

Also we understand, rebranding is not about crafting propaganda or marketing illusions, but fundamentally about our ethos, our character as a company, how we want to organize our purpose and how we want to be perceived in the world. Therefore, rebranding Ashiana, to us, involved an internal re-engineering of our worldview, and defining the core of the company.

We hired a brand consultant who researched through a scientific process, which involved in depth interviews of 129 stakeholders including employees, customers and vendors. The idea was to arrive at the answer to the question: "What does the brand Ashiana actually stand for?"

This inward journey to discover our brand core brought us to the following conclusion:

Brand Ashiana stands for honesty that re-defines expectations.

Here's how it works in our manifesto:

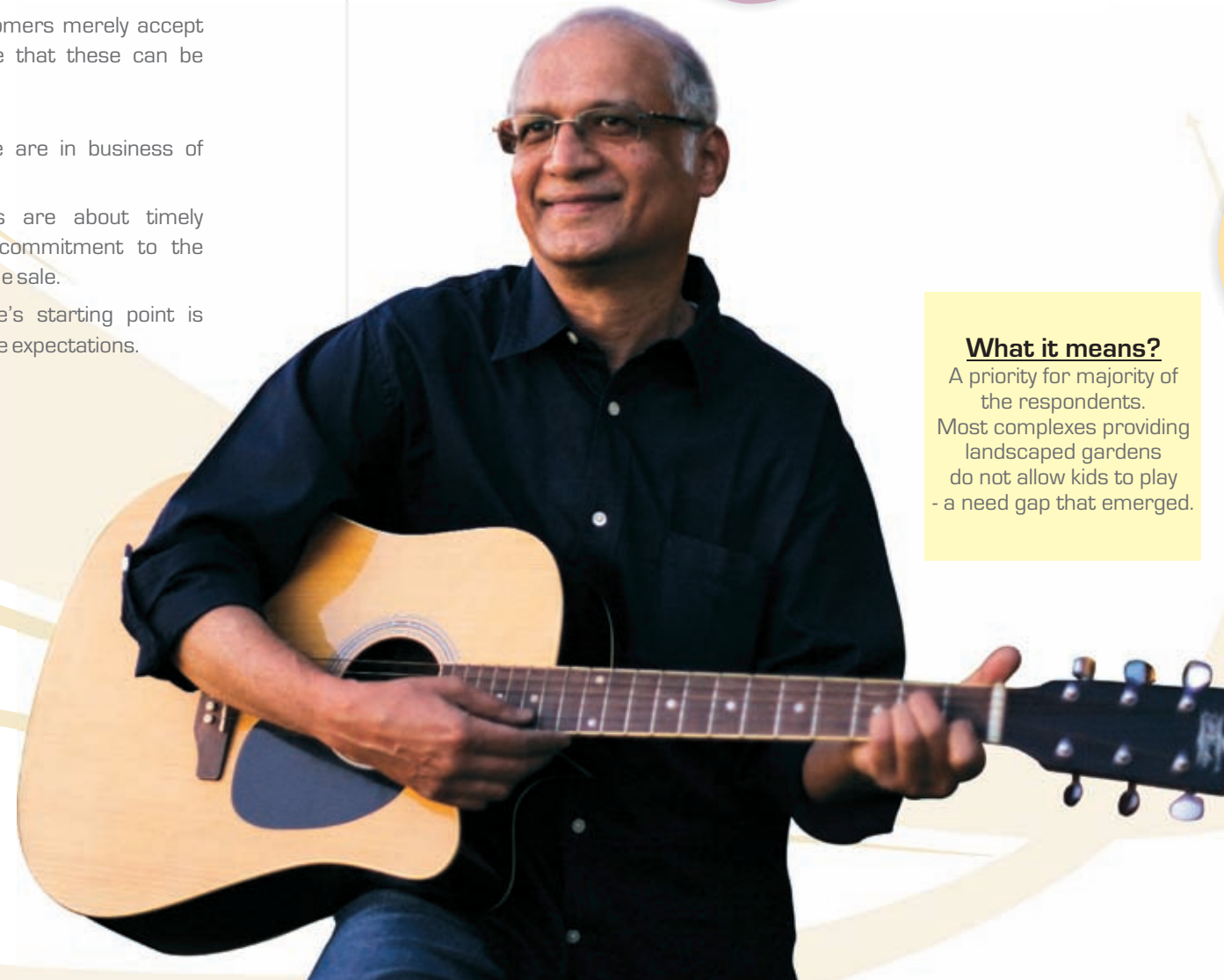
In every business, customers have a set of expectations:

- Expectations about quality
- Expectations in the context of behavior and ethics
- Expectations that customers merely accept as they are not aware that these can be exceeded

At, Ashiana we believe, we are in business of redefining expectations.

Whether the expectations are about timely delivery, transparency or commitment to the welfare of family even after the sale.

We believe that when one's starting point is honesty, it's easier to redefine expectations.



Expectation

"I am a very social person and I like celebrating with one and all, but you can not determine at the beginning stage if everyone is going to be the same way."

What it means?

Overall well being covers everything required by customers (community living and its benefits, all round development of kids). This social context resonated the most with the customers.

Expectation

I should be assured that my family is safe back home even if I have to be at work for long and odd hours, there should be no threat of any burglary when I am not around, I should be at peace that wherever I am, my family is safe." These are the reasons we buy a house.

What it means?

More than the community space, it is staying among like minded people which appeals to customers. This expectation is not necessarily a motivator (to buy) but a satisfier, post purchase.

Expectation Redefined

"People supporting each other, doing yoga and celebrating together is something which had been there when we bought our home in Ashiana."

Resident of Ashiana property

Expectation Redefined

"My family's well being is most important when considering a new home. And we got convinced when we lived here & experienced the secured living."

Resident of Ashiana property

Expectation

"Prior to this, I was living in a rented builder floor, we could not allow the kids to go out and play even if they wanted to because of the traffic on the streets and all types of people living in the area. This would have affected my son's development."

What it means?

A priority for majority of the respondents. Most complexes providing landscaped gardens do not allow kids to play - a need gap that emerged.

Expectation Redefined

"If my kids feel safe, I feel safe. This is important - a major reason for me to shift. Now my kids get a good and conducive atmosphere facilitating a better all round development."

Resident of Ashiana property

How it is reflected in our actions

These are examples that arose during discussions:

- The price lists regularly updated on the website and a transparent pricing policy followed.
- Quarterly work progress reports along with photos are sent to customers.
- Demand letters are sent only after completion of work.
- Maintenance costs and operating margins are shared with customers.
- Every sales executive talk to at least two customers every month after the sale.
- Senior management team talks to eight customers every month for their feedback and implement them accordingly.
- There is no sale related incentive in Ashiana. This ensures that all the sales executives are motivated by the customers' satisfaction and not by a sale.
- All vendor meetings start with a question that "Will the customer benefit from this?"
- The sample flat is designed keeping in mind the actual budget that the target group can afford.
- There is a single point of contact for customer for any issues post the sale.
- Ashiana does not involve brokers in the booking process at all.

“Ashiana means everything to be very systematic. Good staff people which guides us in a proper way at every point of time. A great amount of satisfaction level with the company and the people of the company. Regular updates of construction helps us to be in touch. Really very happy and appreciate to be a part of Ashiana.”

Maj. Hemant Mehta
Rangoli Gardens, Jaipur



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Distinct & Unique

Once we were clear & specific on the Brand promise, the next step towards differentiation was to translate it into a visual identity.

This was reflected in two parts:

- A visual that focuses on care and protection as a dimension of honesty - **a mother displaying her protective instincts as she holds her child**
- A brand line that re-assures the recipient of the communication - **you are in safe hands**

Therefore, what emerged was our new logo and the new tagline.

The initial impression the logo gives is an impression of 'a' from Ashiana. But if you look closely, it is also a baby in a mother's safe and comforting embrace, symbolizing the safety and trust that you have reposed in Ashiana.

The tagline below the logo 'You are in safe hands' specifies that once associated with Ashiana, you don't have to worry about deliveries, investments, safety, security and other issues related to housing.



is now



We've EVOLVED

What hasn't changed

Ashiana already had a strong, relevant and underlying differentiation; is currently doing everything right, and the sole purpose of rebranding was to reflect what the company is already doing in a much more compelling, persuasive manner.

What has not changed and shall not change is our continuous endeavor to provide safety of your investment, comfort to your families and our endless efforts to bring the smile of satisfaction in your experience. This is evident in our purpose, vision & mission.

Purpose:

- To bring a smile of satisfaction on people's faces.

Vision:

- To nurture an environment which brings a smile of satisfaction to people who meet us, who live in homes built by us, work with us, supply to us and invest in us.

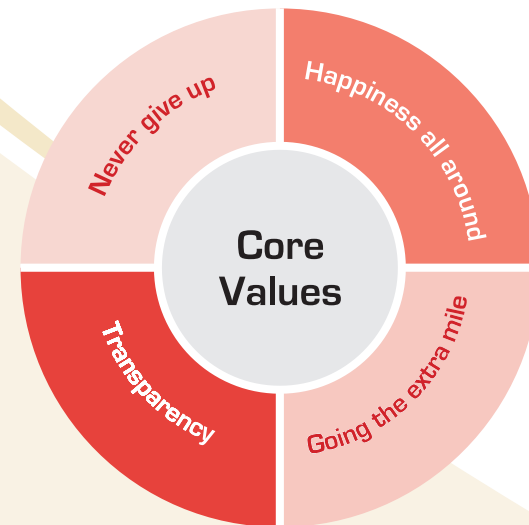
Mission:

- To develop & maintain homes which are functional, aesthetically pleasing and environment friendly for the middle income group.
- To create retirement communities where senior citizens can lead active, fun filled and a secured life with dignity.

Therefore, we have always worked hard to keep our core values in place. These are:

- Happiness All Around : means importance to all; freedom to work & speak; being able to make a mistake; family like environment, good inter-personal relationships

- Transparency : means honesty; sharing information regularly; self-belief; delivery on time
- Going the Extra Mile : means passion for everything; continuous improvement; adaptability to change.
- Never Give Up : means fulfilling commitment.



We've EVOLVED

Happiness all around

“ Ashiana adopted Thada Government School & Village development work like building road. Due to some reasons we were delayed in our target dates. Mr. Animesh (Site Engr.) took the charge & finished this difficult work on time. The smile of satisfaction on students face just paid us the right way. ”

Sunita Arora
Executive CSR

“ I really appreciate for what Ashiana is today. From top level till low level people are very sincere here. Its amazing that company is growing at rapid rate. Over the years the satisfaction level has increased to a great extent. Things have grown which maintained the regular faith. People are good and genuine over here. ”

Joy Mishra: Resident of Ashiana Aangan, Neemrana

Transparency

“ Mr. Suresh Sharma (Sr. Electrician) went to the ESIC Hospital for some treatment. On learning that he was an Electrician, he was asked to fix some wiring problem in the Air Cooler at the hospital. Mr. Sharma willingly did so and was offered some cash for having repaired the cooler. He refused the money saying that as an Ashiana employee, he was not supposed to work and earn outside the company. The same evening our Manager (Corporate HR) received a call from the ESIC Inspector, Bhiwadi. He called to say how impressed he was by Mr. Sharma's ethical attitude and also appreciated the manner in which Ashiana was able to pass on its Core Values to its employees. He congratulated the company for creating such committed employees. ”

Yuri: Manager at Ashiana Maintenance Services

“ Everything seems to be like an open book in Ashiana. Commitment towards the things generates a great amount of confidence among customers. Timely possession and the quality construction is the main plus point of yours. The project is environment healthy which keeps our mind at good state. The project status is being updated at all points of time. We are really happy to be a part of Ashiana family. ”

Dr. Balwant Singh: Resident of Rangoli Gardens, Jaipur

Going the extra mile

“ Once the registrar office in Bhiwadi caught fire at 9 p.m. Mr. Pankaj Joshi (Legal Officer) saw the fire & laid his helping hand to the staff. He helped them, till two in the morning in bringing out the land records. The staff & Subregistrar, Bhiwadi thanked him personally. ”

Om Prakash
Manager Legal

“ When we shift to a new place we have great expectation, in the form of facilities. My husband had a severe problem of high BP and low sugar; he became unconscious at 3:00 am and within 15-20 minutes, with the help of the people at Utsav Care Homes, we were at the Hway Hospital. Our AGM, Ms. Bulbul communicated with Dr. Sachin, Dr. Muralidhara and Dr. Ravi Ranjan and made things easier to manage at all levels during my husband's hospitalization. I feel, I was very fortunate to have been at Utsav and to have availed the facilities provided to us. This is the right place to be when we are alone and away from our children. After coming here, I have never felt that I was alone, or at a new place without any family member. One cannot expect anything better than this. ”

Sneh Singh: Resident of Ashiana Utsav, Bhiwadi

Never give up

“ In last 3 months we leased 6 shops in Village Center Bhiwadi, every customer best in his field. Everyone had different requirements, specifications, thoughts and time lines. Ms. Ashita Mujumdar (Site Engr.) who is the in-charge for Village Center construction took charge of finishing it on time. And after facing many obstacles, at last delivered shops on time. All customers/ shopkeepers are satisfied & praise her & Ashiana's commitments. ”

Vijay Sharma
Manger Purchase

“ At Ashiana Utsav, to keep all the seniors on one platform is very very difficult. Some prefer silence while others prefer fun. For some, religious activities give them peace, while social gatherings make others happy. When we shifted, then we realized that the management has such a strong will power to keep everyone happy. Their "never give up approach" allows us to have such a beautiful & peaceful life after retirement. ”

Resident, Ashiana Utsav



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Our Accolades

This year Ashiana has bagged four prestigious real-estate awards back-to-back. This achievement also brings with it a responsibility and a name to live up to. These awards mean that we are on the path where success is followed by the excellence and dedication & lead to great customer satisfaction.

Accolades till date:

- Best Affordable Housing in Delhi NCR for Ashiana Aangan, Bhiwadi by CNBC Awaz Real Estate Awards 2012
- Best Affordable Housing in India for Ashiana Aangan, Bhiwadi by CNBC Awaz Real Estate Awards 2012
- "Best Theme Based Township Non-Metros" for Utsav Bhiwadi by CREDAI Real Estate Awards 2012
- Received BMA - Siegwark Award for Corporate Social Responsibility 2012
- Forbes' rates Ashiana among Asia's 200 Best Under a Billion Dollar Companies twice in a row (2010 & 2011)
- Awarded as India's Best Residential Project in North - Ashiana Aangan by Zee-Business RICS Awards 2011
- Awarded as India's Best Residential Project in East - Ashiana Woodlands by Zee-Business RICS Awards 2011
- Received BMA - Siegwark Award for Corporate Social Responsibility 2010



“ These awards mean that we are on the path where success is followed by the excellence and dedication & lead to great customer satisfaction.”

Vishal Gupta
MD Ashiana

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Our Business

Business verticals

■ Comfort Homes:

Housing for the middle income group in upcoming industrial area and in towns with population of more than ten lakhs in India



■ Senior Living:

Active Senior Living for people over 55 in the middle income group in cities having population of more than 25 lakhs or in magnets/satellites of metros under the brand 'Ashiana Utsav'

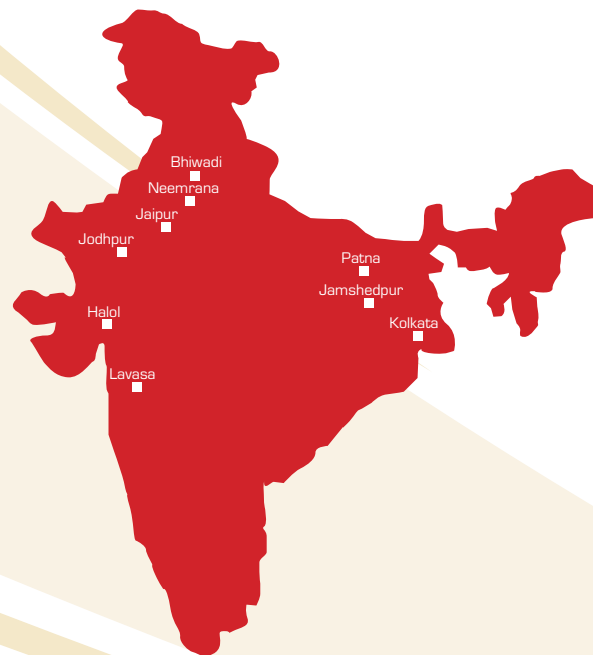
Assisted Living for people in advanced ages who require assistance in performing their daily living routine chores by the name 'Care Homes' in senior living complexes



Business reach

- 129.67 lakhs sq. ft. of area constructed till date.
- Managing and maintaining group housing complexes for over 17 years with 6,469 units under maintenance.

Geographical presence



10 Years at a Glance

₹ in Lakhs

Sl.no.	Particulars	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13
1	Share Capital	535.31	535.31	516.70	516.70	1,808.45	1,808.45	1,808.45	1,861.00	1,861.00	1,861.00
2	Reserves & Surplus	1,461.64	1,402.84	1,926.10	2,717.35	4,968.33	7,819.59	11,170.50	15,633.92	22,102.71	24,945.79
3	Net Worth	1,996.95	1,938.15	2,442.80	3,234.05	6,776.77	9,628.03	12,978.94	17,494.92	23,963.71	26,806.79
4	Long Term Debts	144.38	136.96	131.58	315.62	256.08	111.38	784.13	68.29	1,055.22	1,105.03
5	Gross Fixed Assets	358.43	430.79	596.00	1,396.92	2,804.81	3,211.93	3,434.15	4,809.41	5,293.63	5,740.66
6	Net Fixed Assets	244.11	300.97	441.48	1,227.58	2,539.79	2,822.16	2,910.22	4,153.26	4,399.32	4,586.26
7	Capital Work In Progress	0.00	21.12	217.71	621.67	255.12	518.73	1,304.63	46.60	0.00	12.66
8	Investments	1,157.46	1,885.03	2,322.08	2,694.97	4,572.07	4,068.38	4,985.43	7,481.59	9,116.16	5,468.27
9	Sales & Other Income	2,636.98	1,456.77	3,921.22	5,568.71	13,345.11	10,401.04	12,102.91	15,428.51	24,897.68	16,141.87
10	Operating Expenditure	1,994.70	1,437.67	3,294.61	4,446.70	8,860.73	7,026.58	7,411.18	9,578.31	15,930.36	11,374.91
11	EBITDA (Operating Profit)	642.28	19.10	626.61	1,122.01	4,484.38	3,374.46	4,691.73	5,850.20	8,967.32	4,766.96
12	Profit Before Tax	624.78	(0.41)	598.66	1,086.14	4,341.84	3,208.10	4,436.66	5,582.48	8,441.37	4,203.90
13	Profit After Tax	575.56	(12.63)	553.07	944.67	3,865.10	2,839.88	3,676.96	4,385.75	6,955.44	3,314.73
14	EPS	3.07	(0.07)	3.06	5.22	21.37	15.70	20.33	23.57	37.37	17.81
15	Dividend (₹ per Share)	0.29	0.29	0.57	0.71	1.50	-	1.50	1.75	2.25	2.25*
16	Return on Avg. Net Worth %	33%	[1%]	25%	33%	77%	35%	33%	29%	34%	13%
17	Gross Advances from Customers	1,758.85	4,687.08	6,916.94	8,895.29	7,600.07	13,671.32	11,921.64	12,046.18	24,333.19	9,022.25

*Recommended dividend per share

Operational Highlights 2012-13

Land Acquisitions

Neemrana:
acquired
9.67 acres
of land



Bhiwadi: Acquired
1.03 acres of land
opposite to existing
Treehouse Hotel
by Ashiana



Jodhpur: Entered into
area share agreement
for development of
8.56 acres of land



Mango, **Jamshedpur:**
Acquired development
rights for
4.026 acres of land

Jaipur: Entered into
partnership for
development of
residential project on
31 acres of land in
village Bhatawala



Jaipur: Joint venture
with Manglam group
on **20 acres** of land
in Saangner, Jaipur

New Launches



Mango,
Jamshedpur:
Launched residential
project "**Ashiana
Anantara**"

Bhiwadi: Launched
residential project
"**Ashiana Treehouse
Residences**"

Neemrana: Launched
residential project
"**Ashiana Aangan**"



Bhiwadi:
90A approval of
Ashiana Town



Approvals

Jodhpur:
90A approval
for Ashiana
Dwarka

Jodhpur:
90A approval
for Ashiana
Dwarka



Halol:
Non Agricultural
i.e **NA approval**
for Ashiana Navrang

Halol:
Non Agricultural
i.e **NA approval**
for Ashiana Navrang

Jaipur:
90A approval
for Gulmohar
Gardens

**Recognitions
During
2012-13**



BMA - Siegwark
award for
**Corporate Social
Responsibility
2012**



**Best Affordable
Housing** in NCR and
India for **Ashiana
Aangan**, Bhiwadi by
CNBC Awaaz Real
Estate Awards 2012

**Utsav Bhiwadi -
Best Theme Based
Township** (Non-Metro)
awarded by CREDAI Real
Estate Awards 2012



**Other
Developments**

Launch of Ashiana's
new identity
on
27.01.2013
ashianaTM
you are in safe hands

Launched phase-II of
Ustav Care Homes
in **Bhiwadi**



**Rangoli Gardens
phase I
handed over**
4 months
ahead of schedule &
phase V opened

Completion of
**Ashiana Brahmananda,
Jamshedpur** project in
respect of construction
and sales.

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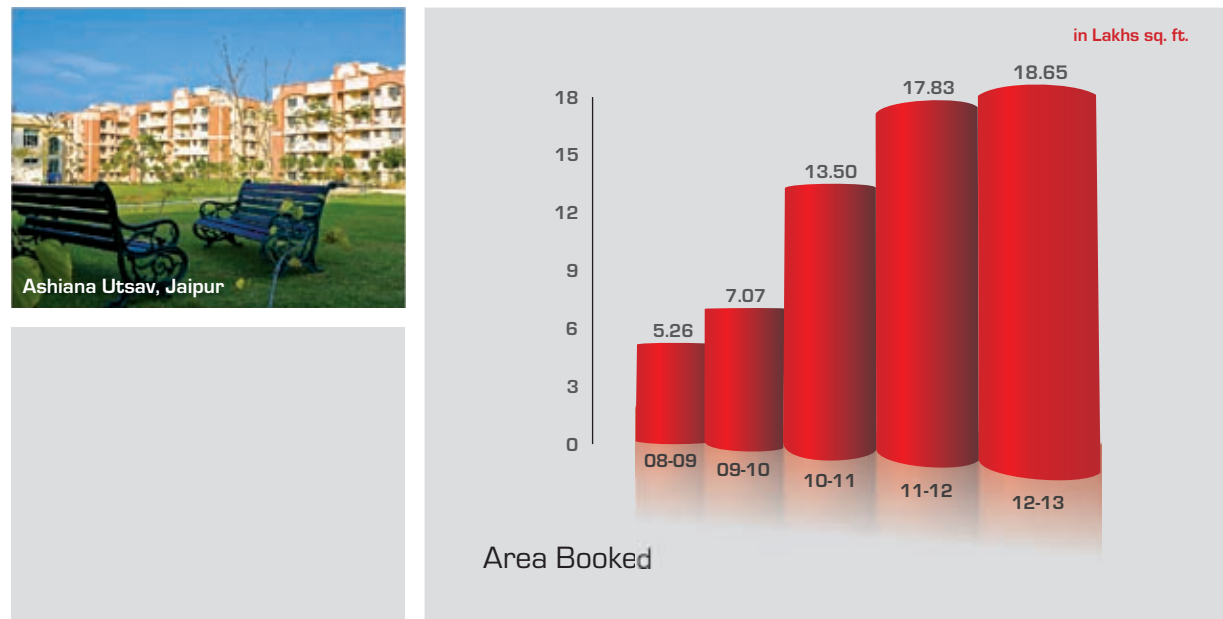
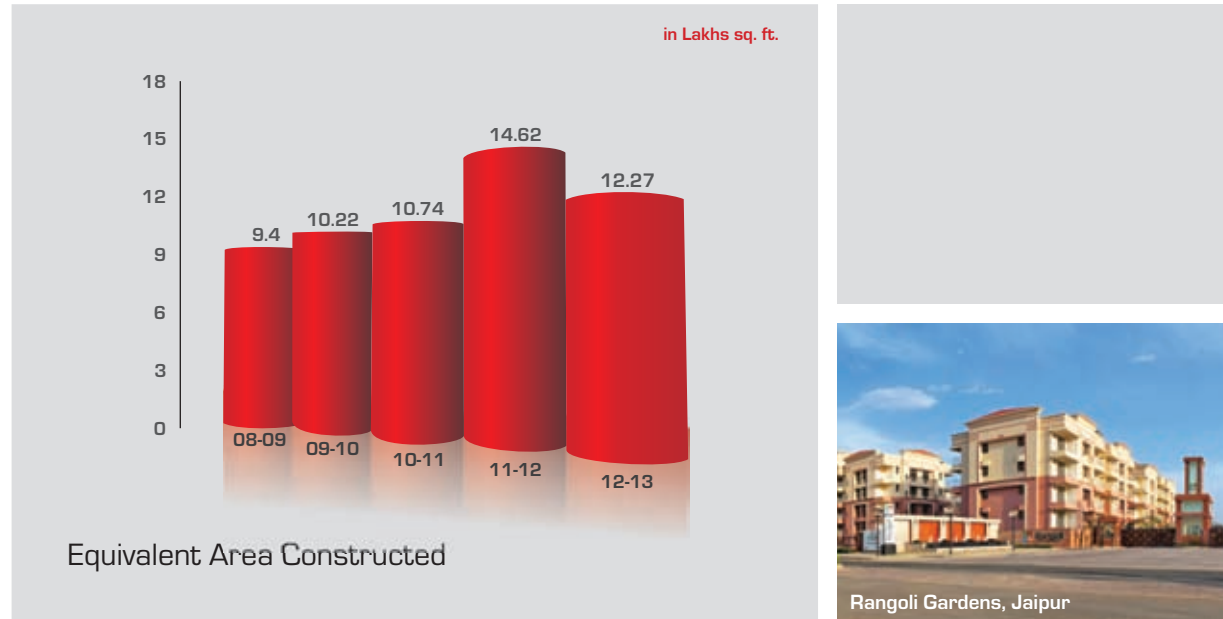


Recommencement of
**Ashiana Marine Plaza,
Jamshedpur**
construction after
five months, stopped
due to Govt. of
Jharkhand orders.

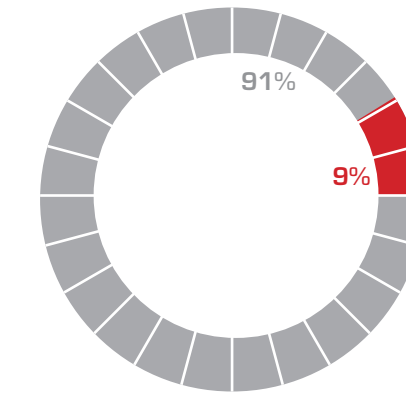


Possession started in
**Ashiana Utsav,
Lavasa** phase - I

Operational Highlights 2012-13

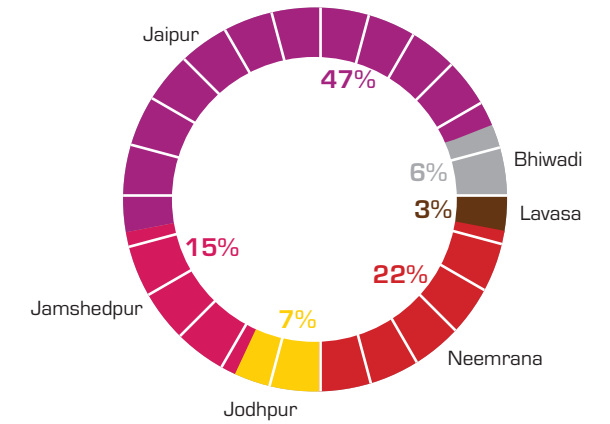


Area booked by type of housing
Year 2012-13

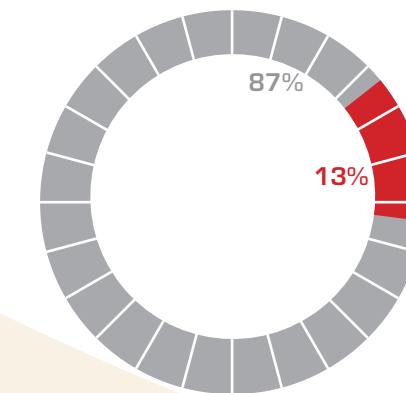


Comfort Homes
Senior Living

Area booked by location
Year 2012-13

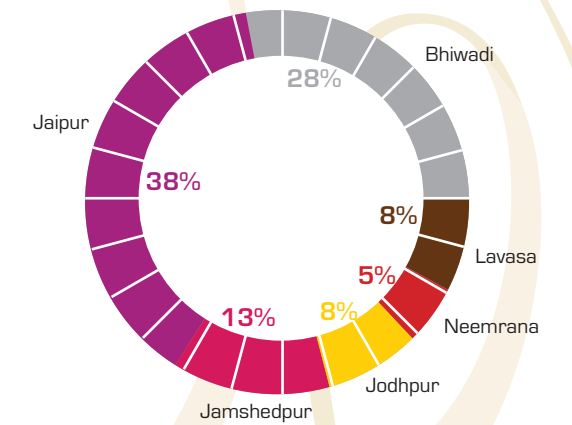


Saleable area by type of housing
Year 2012-13

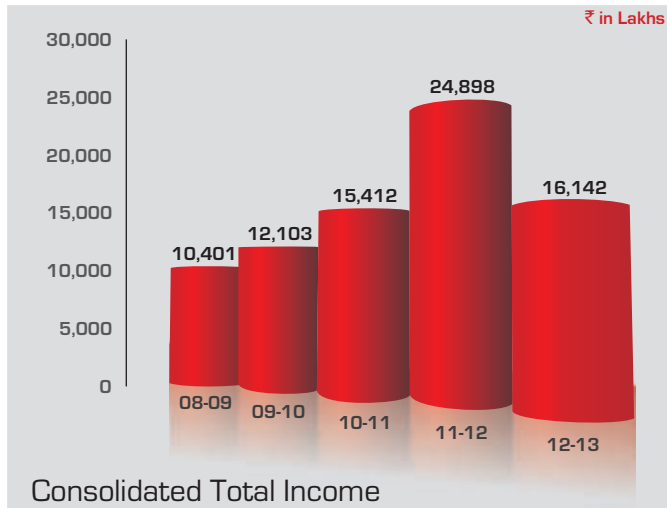
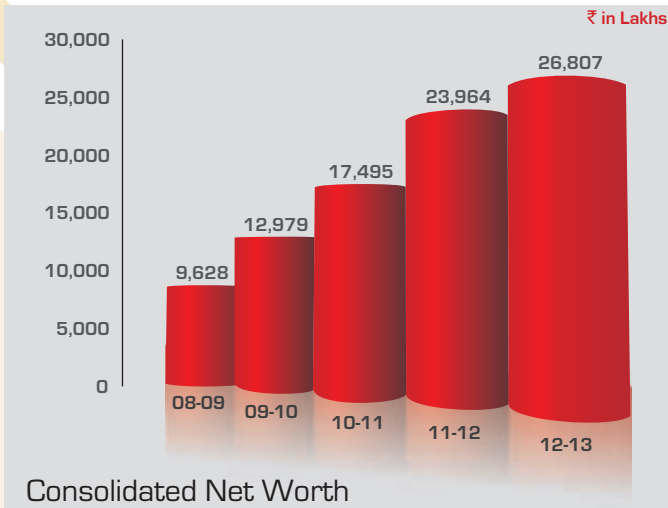


Comfort Homes
Senior Living

Saleable area by location
Year 2012-13

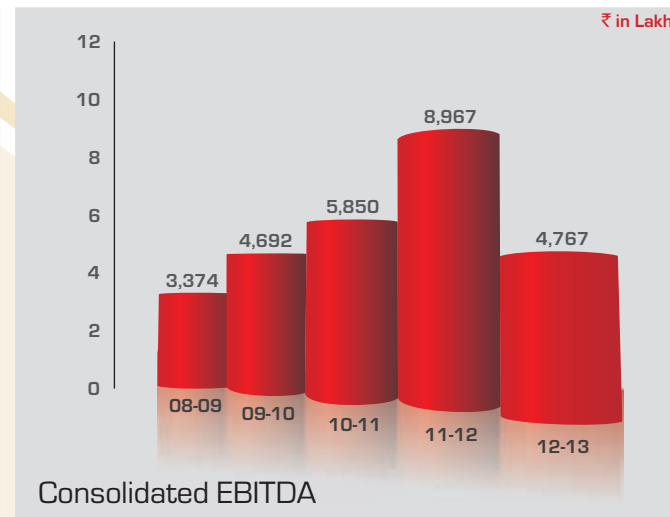


Financial Highlights 2012-13

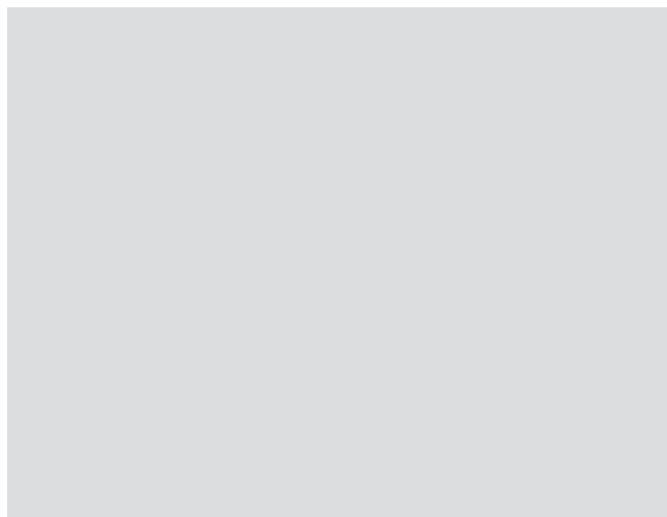


Consolidated Net Worth

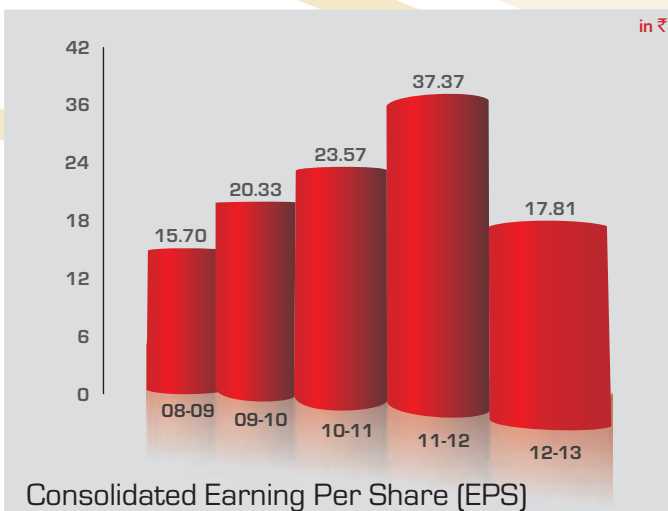
Consolidated Total Income



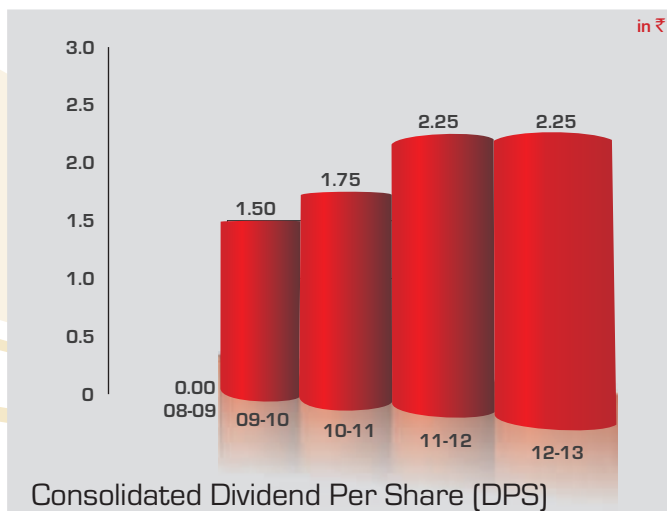
Consolidated EBITDA



Consolidated Net Profit



Consolidated Earning Per Share (EPS)



Consolidated Dividend Per Share (DPS)



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23%

**Average realization went up to
₹ 2,699 per sq. ft. in 2012-13
from ₹ 2,190 per sq. ft. in 2011-12**

One reason for premium in our product is our superior quality with enhanced service standards. We have built a strong presence in Jaipur and Jodhpur in the last three years, complementing our leading position in Jamshedpur and Bhiwadi.



Letter from MD

Dear friends,

We have had an interesting year. We had a lot of challenges regarding land conversions and launch of projects but despite it we were able to sell more than what we did last year. We were not able to achieve our construction target but we did a lot of preparatory work in projects which we are on the verge of launching: From getting our site offices ready to land development to WOW factors and database management.

Financial performance for the year 2012 was low as expected. The reason being the change in accounting policy from POC (percentage of completion) to the contract completion method. The year was a transition phase when the projects nearing delivery have been accounted under POC method and most of the projects under contract completion were in early stages of construction. Net income was ₹ 33.15 crores on the sales and other operating revenues of ₹ 161.42 crores, amounting to 13% percent return on average net worth.

On operations, we constructed an equivalent area of 12.27 lakhs sq. ft. We booked 18.65 lakhs sq. ft. of area, with an average realization of ₹ 2,699 per sq. ft. There was a good price appreciation in all the projects around.

One reason for premium in our product is our superior quality with enhanced service standards. We have built a strong presence in Jaipur and Jodhpur in the last three years, complementing our leading position in Jamshedpur and Bhiwadi. We are now a leader in most of the markets we operate. The positions that we have in these markets are also deep-rooted thanks to our sales and customer feedback system, which enable us to match and exceed local competitors when it comes to meeting the customer expectations.

Last year we lost our chairman, my dad Mr. Om Gupta. He had built the company to what it is today from scratch, and all of us have resolved to carry his legacy forward. He was a person who just did not change the way people think of business and real estate but taught us how to live a life full of smiles. Though he had moved away from the day to day functioning of the company three years back, but emotionally and strategically it has created a big void for us. He has built the company for the long term and we want to use the platform he has given us to build the brand, to be honest in our dealings and to nurture the smiles by building homes that are functional, pleasing and aesthetic.

We went through a rebranding exercise during the year and launched the new logo and tagline for Ashiana which is aligned directly to our core values and also differentiates our brand from other companies in a powerful manner. There was a need for doing the same as our company is continuously expanding into newer geographies.

All this showed a lot of conviction from us to make sure we are getting prepared. This year, we are ready to launch multiple projects and all the productive work of preparation done last year should give us good returns.

Nevertheless, our sales and construction target are very challenging and would require a lot more extra effort even after all the preparatory work. This will also require skilled manpower from labor to senior management. We had already established skill development modules for the masons and started skill & technical enhancement program for supervisors (STEPS) last year. And for this year, the company's priority is to establish a leadership development program.

The purpose of this leadership development program will be to create leaders from within. It is our belief that we can create more and more leaders from within who will manage the growing needs of the company and preserve our core. For this we all need to spend a lot more time in grooming, training and giving additional responsibility to people. As we look at growing at annual rate of 20-25%, we will need to spend a lot more time and effort in grooming our next line. I hope to see an Ashiana which creates leaders regularly and makes sure people grow not just in designation alone, but in knowledge, ability, skills and responsibility.

Hope to have a great year ahead full of learning and fun.

Thank you for investing in Ashiana.

Always keep smiling.

Vishal Gupta
Managing Director

Q&A with Joint Managing Director

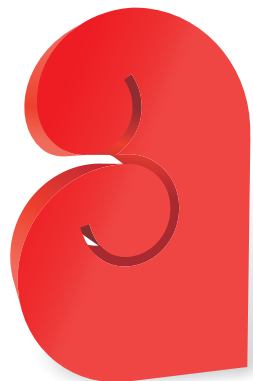
Why did Ashiana go in for rebranding?

First reason being the changing contours of the real estate business. We realized that the real estate business was no longer only about products with four walls and a roof; that it was a service business. It was therefore necessary to first discover the unchanging idea, the higher purpose, of this service business, and then, a sharper promise to customers.

The other reason was to create differentiation. It was necessary to differentiate Ashiana in the context of its expansion into newer geographical markets, and the presence of many other real estate companies with the brand name Ashiana in these markets.

What does your logo stand for? How does it highlight the core values of the company?

All along, our customers have believed they are in safe



hands. Our new identity reflects this very truth. At first glance, the visual looks like the letter 'a': a for ashiana. But a deeper gaze and you will see a baby in a mother's safe embrace.

Ashiana in one line stands for 'Honesty that redefines expectations'. We live upto this claim by practicing four values in our everyday lives (Transparency, going the extra mile, never giving up and spreading happiness all around).

All of this helps us make our customers feel that they are in safe hands.

This year the company has initiated land

acquisitions / JVs in a number of new locations? What is the vision for this strategy?

Our unit sales have increased at a CAGR of 29% over the last five years, with the company having sold 18.65 lakhs sq. ft. of area in FY 2012-13. This momentum has rapidly shrunk our land inventory of saleable projects. Over the last two years, we have constituted a land acquisition team of three people at head office & supporting staff at each location. We have had reasonable success in acquiring land parcels in Bhiwadi, Jaipur, Jamshedpur, Jodhpur, Neemrana, Halol & Kolkata.



Our philosophy around land acquisition is pretty straightforward and built on the following tenets. Land for us is just inventory. We want to block minimum amount of cash in it and at any given time have saleable land inventory of 5-7 times the sales run rate in any given year.

The other thing we look for is that our final land cost per sq. ft. should not be more than 25% of the final selling price.

The company had a great response to the Neemrana launch? In what ways this launch was different? Are there any lessons for the future?



Q&A with Joint Managing Director

In Neemrana we were able to sell over 236 units out of total 336 units in the first month of launch. This is unprecedented in company's history and we are pleasantly surprised by the vote of confidence that people showed in the company, even though we launched a project after a long gap of six years in that location.

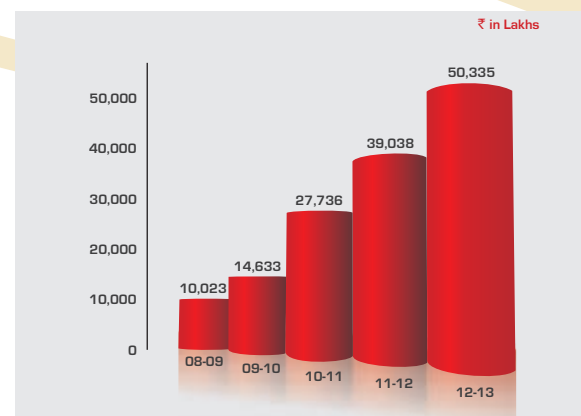
The biggest lesson for us as a company is that people repose a great faith in Ashiana brand and what it stands for. It validates our belief that it's the trust that the Ashiana brand inspires that will differentiate us from other competitors in the long term.

The Indian economy has slowed down considerably over the last year? How has that impacted your business?

There is definitely a slowdown in business activity in India, in the past few years. We read it in the media and many dinner conversations are centred around it. While on one hand, it has helped us as the cost pressures in the construction activity have eased a bit, there is a clear impact on the end buyer sentiment about the slowing state of affairs.

In our case, we have not felt a dramatic impact on our sales. Our sales run rate across the various sites while being slower than our expectations, are steady. Partly our sales have also suffered because of the delay in the approval of our projects.

Value of Area Booked



We firmly believe that in our target segment, which is the mid income housing in the price range of ₹ 15-60 lakhs, there is less impact of a slowdown given its concentration on first time home buyers. Our sales however can get impacted if our target segment starts feeling insecure about their jobs. However, based on our interaction with customers we feel that is not the case right now.

We can start feeling the pinch if the slowdown continues in the coming year and further decreases economic activity and job prospects.

Over the past few years there been a high cost inflation in the construction & labor costs? How have you tackled them & will such cost pressures continue for the future?

There has been some easing of the constant increase in labor and material costs. For high-rise structures, our construction cost per sq. ft. of saleable area has gone up from ₹ 900 to over ₹ 1,250 per sq. ft. now. As for labor, not only have the costs gone up, there is an acute shortage of skilled labor due to changes in migratory pattern of workers from Bihar, Bengal & Odisha.

To tackle this, we are focussed on increasing the efficiency in the entire value chain. One tracking parameter we use to track labor efficiency is the area constructed per man day. This parameter which was 0.83, 2 years back is currently at 0.95 and we aim to increase it to 1.20.

Another effort is on increasing the mechanization in the entire construction process. We have made decent progress there and while earlier we were able to complete projects from launch to finish in 33 months, we have reduced it to 30 months and further aim to reduce it to 27 months. This will not only help us save on costs but also will increase the velocity of cash flows in the systems and hence result in better return on investments.

What drives your capital allocation decisions while going in for new projects? What are the IRRs that

you look for while looking for new projects?

As a company we want to have limited investment in land assets only enough to help service our current/planned level of sales. This strategy has helped us grow at a fast clip, without using too much capital. We feel that our capital efficiency is one of the best in the industry largely because of this strategy.

We want to acquire land in areas of economic activity, and always consider a project after assessing the feasibility of purchasing power of the target customers. We have an in-house team that surveys potential areas, and makes assessment on the capacity of that micro market to absorb home units. It's only if we find the demographics and economic activity of an area favorable, that we will look for a land parcel in that area.

We broadly look for an IRR of over 30% in any project we choose to invest.

Referral sales are a big part of your sales numbers? Could you explain why this is so high & what all company does to ensure these high rates?

One of the biggest strength that our company has is the large number of referral sales. The entire ethos of this trust has been built on a philosophy of honest and transparent dealings with customers.

Of our total sales, over 50% are through referrals. This has been a big differentiator for us and helped us maintain our growth momentum even in markets where overall sales are slowing down.

We understand that the sales process of the company is quite different & not incentive driven? Could you explain the process & the thought process that drives this?

We have built our sales force in a way that there is no sales incentive in making more sales. We feel that if we give incentive, then there is a strong motive for a sales guy to do everything to meet his target. If they are missing targets, they could misinform or misrepresent to customers, which will hit the very foundation of the trust that customers have in the Ashiana brand. This policy has held us in good stead

and has helped us build a sales team, whose working ethos is very different, from the general trend. It has helped us build our brand for the long term.

Your average realizations have grown to about ₹ 2,600 per sq. ft. What has driven this big jump in realizations?

We started our journey in real estate by selling units at about ₹ 450 per sq. ft. way back in 1991. Since then we have come a long way and last year sold 18.65 lakh sq. ft. at an average realization of about ₹ 2,699 per sq. ft.

There has been a good jump in realizations over the last 2 years. We are seeing that our brand is trusted for good quality, timely delivery and honest dealing and that in turn is helping us command a premium in the market of 5-7%. However, we cannot extrapolate this trend and say that the premium will continue to rise.

What are the key parameters that the investor community should use to track the progress of the company?

We have changed our accounting standard from a percentage completion method to contract completion method. This has resulted in the deferring of our revenue recognition and both this year (FY2012-13) and next year (FY2013-14) will see an impact, in terms of reduced top-line and bottom-line.

For the investors to track the performance of our company we are reporting the following figures every quarter in earnings report:

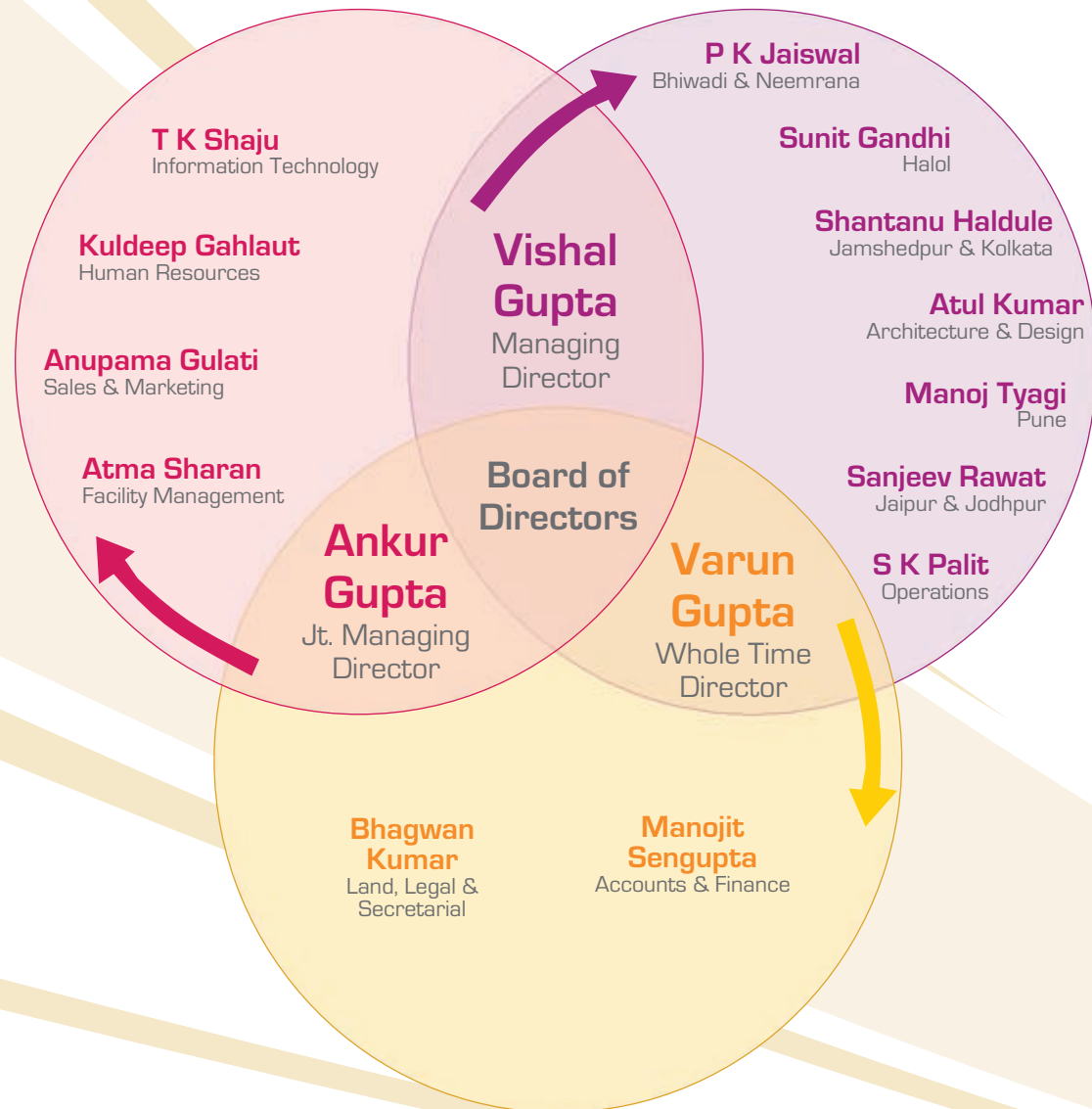
- Total area sold in sq. ft.
- Total equivalent area constructed (EAC) in sq. ft.
- Average realization per sq. ft.
- Pre tax operating cash flow for the period

By tracking these metrics, the investor can track the performance of the company. Whatever is sold has to be delivered with a time lag of 18-24 months.

Over the time we aim to disclose more metrics, which we hope will help our investors to track our operational and financial performance in detail.

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Organizational Structure



Key Management Team

The operations of the company are overseen by a professional management team under the guidance of its Managing Director, Vishal Gupta. The top management team has the requisite experience and qualification for their respective responsibilities. A brief profile of the top management team is as follows:

1. Vishal Gupta

He is the Managing Director of the company. Vishal Gupta is a graduate from Sydenham College (Mumbai) and an MBA from FORE School of Management (Delhi). Vishal Gupta is acknowledged for his in depth understanding of the real estate business, customer psychology and market behavior. He has a great eye for detail and takes a keen interest in the conceptualization and planning of new housing projects for the company. He is associated with Ashiana for the last 18 years and actively involved in finance, marketing, project execution and general administration. He has been instrumental in present growth of the company.

2. Ankur Gupta

He is the Joint Managing Director of the company. Ankur Gupta is a Bachelor in Business Administration from Fairleigh Dickinson University (USA) and an MS in Real Estate from New York University (USA). Ankur Gupta focused on residential projects for senior citizens during his research work at University. His experience was put to good use at Utsav and currently he leads sales & marketing, HR and IT of the company. He also looks after hotel and facility management segments. He has around 13 years of experience and is actively associated with Ashiana for the last 11 years.

3. Varun Gupta

He is the Whole Time Director of the company. Varun Gupta is a Bachelor in Science from Stern School of Business, New York University (USA). Varun Gupta majored in Finance and Management and graduated with the high academic distinction, 'Magna Cum Laude'. He then joined Citigroup in Commercial Mortgage Backed Securities where he was underwriting commercial real estate. After a year and a half of this rich experience, he joined Ashiana where he is looking after land, legal, strategy and finance for the last five years.

Note: Vishal Gupta, Ankur Gupta and Varun Gupta are brothers in relation.

4. Pramod Kumar Jaiswal

53 years, is our Vice President. He holds a degree of Bachelor of Engineering (Civil) and has over 29 years of experience out of which 24 years are with Ashiana. He is responsible for implementation and execution of company's projects in Bhiwadi & Neemrana. P. K. Jaiswal has many successful projects in his name. He was also instrumental in completing the Tataward Hospital - medical college project at Patna, in the record time of ninety days. Prior to Ashiana he was associated with Vishnu Sugar Mills at a senior position.



5. Sanjeev Rawat

52 years, is our Vice President. He is looking after the entire project implementation, execution and other senior managerial work in Jaipur and Jodhpur (Rajasthan). He had been in Indian Navy and retired from the post of Commander. He is a Master of Science in Defence and Strategic Studies and has around 32 years of experience. He is associated with Ashiana for the last five years.

6. Shantanu Haldule

This 46 year old retired Army officer is B.A. with Industrial Relations & Personnel Management and has a post graduate Diploma in Industrial Security & Corporate Intelligence. He is our Vice President heading Jamshedpur and Kolkata, responsible for project implementation, revenue generation and to lead Jamshedpur and Kolkata team towards achieving the assigned targets. He brings his rich experience of 22 years in uniform and has been with Ashiana for the last three years.

7. Manoj Tyagi

42 years, is our Vice President. He is looking after the entire project implementation, execution and other senior managerial work in Lavasa (Maharashtra). He holds the degree of Bachelor in Technology from Institute of Technology Banaras Hindu University and Post Graduate Diploma in Management from Indian Institute of Management, Indore. He has around 18 years of rich experience. Prior to Ashiana he was working with Bharat Heavy Electricals Ltd. He has been associated with Ashiana for the last five years.

8. Shyamal Kumar Palit

51 years, is our Vice President (Operations). He is in charge of construction and planning activities of the company and has 27 years of rich experience in this field. He holds a degree in Civil Engineering. He was previously employed with Hyundai Corporation in Kuwait. He is associated with Ashiana for the last 21 years.

9. Atma Sharan

53 years, is the Vice President heading our facility management and senior living business. He is an alumnus of IIM, Ahmedabad, and holds a diploma in Automotive Engineering. After a career in the defence forces, he joined Ashiana Housing Ltd. in Oct. 2007. For two years he headed the sales and marketing operations of the company before taking up the present assignments since Feb. 2010.

10. Kuldeep Gahlaut

49 years, is our Vice President. He is looking after the Human Resource department of the company. Gahlaut is a retired Colonel from Indian Army. He holds a Master of Science degree in Defence Studies and a Post Graduate Diploma in Business Management from XLRI, Jamshedpur. He has 28 years of

Key Management Team

rich experience. He joined Ashiana as Vice President, Jamshedpur in January 2009 and moved on to head the company's HR operations from April, 2011.

11. Sunit Gandhi

37 years, joined Ashiana in July 2012 as Vice President and is primarily responsible for the township development in Halol, Vadodara. Prior to joining Ashiana, Sunit has worked at Colliers International, DLF Retail Developers Limited, Sheraton and Sarovar Hotels. In his previous stint at Colliers, Sunit was heading the north region and was actively involved in managing malls, commercial buildings and mega size townships. He is a Bachelor of Commerce and Hotel Management and has done Post Graduation in Retail Management.

12. Bhagwan Kumar

42 years, is the GM - Corporate Affairs of the company. He is an associate member of the Institute of Company Secretary of India and a law graduate from Delhi University. He is responsible for land, legal & secretarial functions of the company and its associates. He has rich experience of over 18 years. Earlier he had worked with Modi group at a senior level. He has been associated with Ashiana for the last 8 years.

13. Manojit Sengupta

With over 19 years of experience in leadership positions in the the corporate finance, accounts & auditing team, Manojit Sengupta (40 years) plays the role of the Head of Finance & Accounts of all the group companies and associates of Ashiana. Being member of Internal audit committee, he ensures internal control system of the company. Manojit Sengupta was appointed in August 2008. He has rich and versatile experience in different industries with reputed organizations.

14. Anupama Gulati

44 years, is our General Manager, Sales & Marketing. She is a Bachelor of Engineering in Electronics and Tele - communications. She comes from the senior most batch of the 'Women Officers' in the Indian Air Force and brings in a rich experience of over 20 years. She joined Ashiana on 30th November, 2009.



Key Management Consultants

15. Sushil Kumar Trishal

70 years, is the technical advisor of the company. He holds a Bachelor Degree in Engineering (Civil) and has a rich experience of 51 years. He has worked with reputed groups like Ahluwalia Constructions (I) Ltd. on a senior level. Prior to that he was working with the Government of J&K and has been associated with many prestigious projects. He has been associated with Ashiana for the last six years.

16. Biswajit Sengupta

65 years, is a senior consultant on the panel of the company. He holds a bachelor degree in architecture from IIT and has rich experience of over 42 years. He has been associated with Ashiana since its inception.

17. Atul Kumar

60 years, is the architect advisor of the company. He holds a bachelor degree in architect and has rich experience of 38 years. He has been associated with Ashiana for the last seven years.

18. Ashok Gongopadhyay

67 years, is our Consultant and looks after CSR activities of the company. He has served in the army and para military organizations for 25 years. He has an experience of over 47 years and in Ashiana has over 20 years of experience with distinguished career. Prior to Ashiana he was associated with the Indian Institute of Security and Safety Management at a senior level.

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Management Discussion & Analysis

Economy

The year under review was marked by a series of negative developments that together have adversely affected the economic growth in India, especially in the manufacturing economy. Industrial activity in India remained sluggish in 2012 and based on advanced CSO estimates, the Reserve Bank of India has estimated the GDP growth at 5.0% for 2012-13. Rising energy costs, increasing raw material prices, high interest rates and falling rupee had the effect of depressing consumer demand and the industrial production was almost stagnant. Many sectors have shown negative growth in the year under review.

2012 was a challenging year in many aspects. In that while economic growth decelerated, the inflation remained stubbornly high for most part of the year. It's only now towards the end of the period under review that core inflation has started to come down. This has greatly impacted industrial demand and the growth for the year was estimated at 2%.

Industry

Globally, the volume of under-construction activity in real estate in India is second only to China. The ongoing economic slowdown has had a mixed impact on property markets in India.

In the residential markets, the capital value in many micro markets across cities had already crossed their previous peak levels of 2008. There is still a lot of end-user and investor demand unmet in all the cities. Though some micro markets in the metro cities of Mumbai and Delhi are facing slowing sales and have unsold stocks, it's largely the result of oversupply. Most large real estate firms focused more on project execution and debt reduction in the year gone by, high interest rates, a slowdown in approvals and a drop in the number of launches has impacted overall volumes in the industry.

Uncertainty in approvals and delay in formulating policies across states still remained the major

concern in industry. In Rajasthan, when the conversion laws were revised, they took over a year and conversions were on halt in the whole state for that period.

The real estate sector in India has come a long way from being dominated by a handful of players in the 90s to an expanding base of developers, investors and global stakeholders buoyed by the growing construction industry in the country. The sector has been undergoing corporatization and professionalism and recognized as a key sector contributing to the economic development of the country.

Operating in a dynamic environment, the success of real estate companies depend, in large part, on their ability to deliver innovative, user-accepted products and services in a timely, seamless manner.

Operational Review

The target segment for Ashiana remains the same but has been re-categorized under the branding initiative as:

- **Comfort Homes:** Housing for the middle income group in upcoming industrial areas and in towns with population of more than ten lakhs in India.
- **Senior Living:** Active Senior Living for people over 55 in the middle income group in cities having population of more than 25 lakhs or in magnets / satellites of metros under the brand 'Ashiana Utsav'.

Assisted Living for people in advanced ages who require assistance in performing their daily living routine chores by the name 'Care Homes' in Senior living complexes.

Lifetime commitment to the customers is provided through **Ashiana Maintenance Services Limited**; a wholly owned subsidiary of Ashiana Housing Limited which provides quality maintenance to all Ashiana properties. It currently maintains over 6,469 units in

Management Discussion & Analysis

21 complexes, covering an area of 8.6 million sq. ft. In addition all the residents are assisted with resale & rental services after they have bought with Ashiana.

On operational front, your company had a mixed response. While expected launches got delayed due to slower conversion process across cities, the projects which were launched received extraordinary response. Two new projects in Neemrana and Jamshedpur respectively were launched and both of which received fabulous response and got almost fully sold in a month after launch.

Booking targets for the year were revised in the third quarter from 16 to 18 lakhs sq. ft. and the actual sales closed down at 18.65 lakhs sq. ft. for the year 2012-13, which is much higher than our stated target for the year.

The average realization per sq. ft. in your company in 2012-13 was ₹ 2,699 per sq. ft. as compared to that of ₹ 2,190 per sq. ft. last year.

On construction front, an equivalent area of 12.27 lakhs sq. ft. was constructed in the year. The numbers are lower than the targets primarily due to non-availability of buildable inventory as land conversion process in Bhiwadi got delayed. Approvals in Kolkata have also not been received as of yet. The approvals saw movement in the fourth quarter with land use conversions happening in Ashiana Town (Bhiwadi), Ashiana Navrang (Halol) and Ashiana Dwarka (Jodhpur). We expect construction to pick up in this financial year and cover the backlog happened in 2012-13.

Meanwhile in order to improve operational productivity, processes have been built and specific task forces are assigned for planning launch of new acquisitions including areas like design and schedules, cashflows, material and labor planning, supervisors' availability etc. Various schemes and programs targeted to increase the supervisor productivity have been adopted.

Project Overview

As on March 31, 2013

Project	Type	Location	Saleable Area (Lakhs sq. ft.)	Area Launched (Lakhs sq. ft.)	Area Booked (Lakhs sq. ft.)	Expected Completion Time
Aangan	Comfort Homes	Bhiwadi	20.56	20.56	20.56	Handed over first five phases, phase VI in Q1FY14
Aangan	Comfort Homes	Neemrana	4.20	4.20	4.19	Construction has commenced. Handing over in CY15
Amarbagh	Comfort Homes	Jodhpur	5.95	5.95	5.87	Handed over first five phases, phase VI in Q1FY14
Anantara	Comfort Homes	Jamshedpur	4.69	2.51	2.05	Construction has commenced. Handing over in two years
Brahmananda	Comfort Homes	Jamshedpur	4.80	4.80	4.75	Handed over phase I, started handing over phase II, Phase III in CY13
Marine Plaza	Retail	Jamshedpur	0.83	0.82	0.19	Construction has commenced. Handing over in two years
Rangoli Gardens	Comfort Homes	Jaipur	26.06	23.53	18.78	Handed over phase I, phase II & III in CY13 & Other phases between CY14 and Cy15
Treehouse Residences	Comfort Homes	Bhiwadi	1.28	1.20	0.46	Construction has commenced. Handing over in two years
Utsav	Senior Living	Japur	3.70	3.70	2.82	Phase I, II & III handed over, started handing over phase IV
Utsav	Senior Living	Lavasa	6.22	3.90	2.70	Started handing over first phase, Other phases between CY13 and Cy15
Grand Total			78.29	71.16	62.36	

CY=Calendar Year

■ Comfort Homes

Rangoli Gardens, Jaipur: Rangoli Gardens in Jaipur saw increased momentum in bookings as possessions of initial phases have been happening and people have started moving in the project. There was a good price appreciation in the project as well. Occupancy, we have seen over years, helps increasing the customers' satisfaction manifold. This is Ashiana's largest project in Jaipur; spread over 26 acres with 8.8 acres of parks within the complex.

Ashiana Aangan, Bhiwadi: Ashiana Aangan, the 20.56 lakhs sq. ft. project in Bhiwadi got completely booked and delivered. The project has come out really well in terms of aesthetics and occupancies and the average realizations in the project went up to ₹ 3,644 per sq. ft. by end of 2012-13 from ₹ 2,384 per sq. ft. in 2011-12.

■ New Launches:

Ashiana Aangan, Neemrana was launched during the year consisting of 336 units. Out of those, 335 units were booked by March 31, 2013 itself. There was a delay in approvals, that has led to the unlocking of pent-up demand and given the large industrial activity happening in Neemrana, there were a lot of new customers as well.

Ashiana Anantara, Jamshedpur was launched in Jan 2013. We have booked 82% of phase I in two months itself, which again is a great customer response. Located on the Jamshedpur- Kolkata highway (N.H.-33) and opposite to commercial developments like Eyeplex Multiplex and Big Bazaar, the project falls under prime residential area. It is also in close vicinity to Brahmananda Hospital and MGM College.

■ Senior Living

Ashiana Utsav, Lavasa: Construction picked the momentum during the year and your company has started giving possessions for phase I of the project. Sales also have improved as the possessions are happening and customer is regaining confidence in the project.

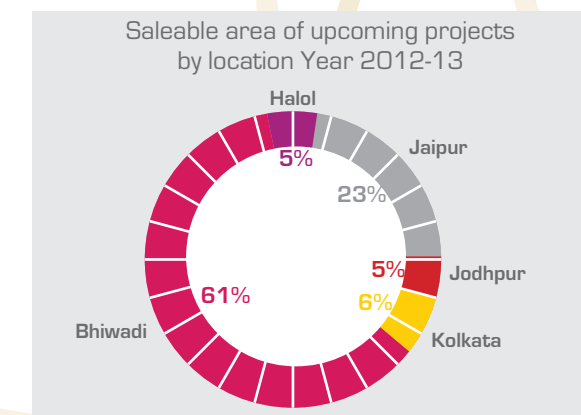
Assisted Living (Ashiana Care Homes): Assisted Living launched in Bhiwadi last year was a great success. We had started with just 10 units with services designed for people who require supervision or assistance in performing their daily living routine chores, and hence do not find independent living arrangement suitable.

We hired professional staff trained to render discreet supervision and help with dressing, bathing, eating, or using the bathroom. Senior citizens who need professional care have found the facility very appropriate and useful. Services being shared make it economical and also specific to their needs.

Looking at the success, phase - II for Ashiana Care Homes was launched in Bhiwadi. In Jaipur also, specific space has been allocated in the Ashiana Utsav campus for assisted living and we plan to launch the same in all the senior living complexes built by Ashiana.

Land Aquisitions

Much progress was made on land acquisitions during the last year. There was a need to have access to more land parcels as a lot of the ongoing projects were nearing completion and inventory was required to keep the momentum going. In all, five new land parcels were acquired this year:



Treehouse Residences, Bhiwadi: This is a small project comprising of 36 units catering to upper

Management Discussion and Analysis

middle segment in Vasundhra Nagar, Bhiwadi (Distt. Alwar, Rajasthan). The land was acquired in an auction conducted by UIT (Urban Improvement Trust), Bhiwadi and project got launched in first quarter itself comprising of 4 & 5 BHK flats with retail on the ground floor.

Ashiana Anantara, Jamshedpur: Another acquisition was done in Mango, Jamshedpur (Jharkhand) for 4.026 acres of land parcel. Located on the Jamshedpur - Kolkata highway (N.H.- 33) and opposite to commercial developments like Eyelex Multiplex and Big Bazaar, it falls under prime residential area. It is also in close vicinity to Brahmananda Hospital and MGM College.

Ashiana Aangan, Neemrana - I & II: Two land parcels were acquired in Neemrana of sizes 5.67 acres and 4 acres. The first parcel was already converted for non-agricultural purposes under the section '90 B' of Rajasthan Land Revenue Act and was launched during the year itself. The second one was bought in Feb 2013 adjacent to the first piece of land. It is currently 'Agricultural' and the company plans to receive the requisite clearances and start development thereafter. The total saleable area will be in the range of 8-8.5 lakhs sq. ft. approximately.

Vista Gardens, Jaipur: Vista Gardens is a 20 acre land parcel located in Saangner Tehsil of Jaipur. This project is in joint venture with Manglam Group. It is proposed to have comfort homes with two & three BHK options and a total saleable area of 15 lakhs sq. ft.

Ashiana Dwarka, Jodhpur: This land is situated in Tehsil Pal, Jodhpur, Rajasthan and will be utilized to develop a group housing project with total saleable area of approximately 5.25 lakhs sq. ft. It was earlier 'Agricultural' and has now received the 'Non-Residential' clearance under section 90A of Rajasthan Land Revenue Act. The company expects to receive the remaining approvals and launch the project shortly.

Financial Review

For the year ending March 2013, Consolidated Sales

and Other Income was recorded as ₹ 16,412 lakhs as against ₹ 24,898 lakhs during the previous year. Further, consolidated Profit after Tax closed at ₹ 3,315 lakhs for FY 2012-13 as compared to ₹ 6,955 lakhs in FY 2011-12.

Net worth of the company has grown 24 times in ten years from ₹ 11.06 crores as on March 31, 2002 to ₹ 268.07 crores as on March 31, 2013 without any dilution of equity or leveraging balance sheet. The current Debt-Equity ratio for the company is 0.04:1 as on March 31, 2013.

As disclosed earlier, revenue recognition and profits are weak for FY12-13 as the company is in transition phase to contract completion method of accounting from percentage of completion method.

This method of accounting more accurately reflects the assets and liabilities of the company. This will make it easy to understand the operating cash flows of the company, which is one of the most important parameter to appreciate the financial health of the company. It also better reflects the margins of the company, as they are directly linked to the delivered homes and square footage and not subject to future estimations of project cost. The full effect of new method will start reflecting in the financials FY 2014-15 onwards.

The best way for now is to look at key growth drivers: sales booked, construction done and operating cash flows generated.

Cash flow

As initiated last year, we prepared the modified statement of cash flows which is different from cash flow statement as per AS-3 this year as well. This statement reflects the pre-tax operating cash flows generated from ongoing projects by the company. It also indicates funds deployed in new land acquisition which will create pipeline of projects for the company.

Pre-tax operating cash flows from ongoing projects this year were ₹ 8,381 lakhs as compared to ₹ 10,967 lakhs last year due to delay in approvals which led to delayed launches and cashflows. Momentum is expected to pick up in 2013-14.

Modified Cash Flow Statement (Consolidated)

For the year ended March 31, 2013

PARTICULARS	2012-2013 ₹	2011-2012 ₹
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	420,390,545	844,137,448
Adjusted for :		
Depreciation	26,004,622	23,982,313
Depreciation charged to project expenses	581,428	673,304
Interest Income (other than from customers)	(45,785,820)	(20,241,551)
Income from Long Term Investments	(53,088,570)	(16,218,952)
Sale of Land	(75,000,663)	-
Provision for Diminution in value of Investment	(919,008)	291,049
Interest Paid	30,301,156	28,620,262
Preliminary Expenses written off	14,176	14,176
Minority Interest	1,415	1,773
(Profit) / Loss on sale of Fixed Assets	746,616	1,761,218
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	303,245,897	863,021,040
Adjusted for :		
Trade and other receivables	(142,628,414)	(103,210,981)
Inventories	(208,792,115)	938,578
Trade Payables and advances from customers	623,944,461	3,148,252
Withdrawal/(Deployment) in Operating Partnership firms (Project launched)	262,330,149	330,999,394
CASH GENERATED FROM OPERATIONS BEFORE NEW LAND ACQUISITION	838,099,978	1,094,896,283
Adjusted for :		
Advance Against Land	(135,029,615)	(13,106,976)
Purchase of Land	(468,943,057)	(489,665,759)
Deployment in New Partnership firm (Project not launched)	(47,522,829)	(40,000,000)
CASH GENERATED FROM OPERATIONS	186,604,477	552,123,548
Direct Taxes paid / adjusted	(117,708,018)	(219,866,320)
Cash flow before extra ordinary items	68,896,460	332,257,228
Extra Ordinary items		
Net cash from Operating activities (A)	68,896,460	332,257,228
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(46,332,367)	(49,377,891)
Sale of Fixed Assets	306,306	3,014,830
Net Purchase/ sale of Investments	48,424,134	3,629,383
Interest Income	45,785,820	20,241,551
Other Income from Long Term Investments	6,347,123	5,503,050
Net Cash from investing activities (B)	54,531,016	(16,989,077)
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from long term and other borrowings	(40,229,174)	231,580,704
Interest paid	(30,301,156)	(28,620,262)
Dividend paid	(46,864,056)	(36,435,919)
Change in Minority Interest	(14,301,074)	251,185
Net Cash used in Financing activities (C)	(131,695,460)	166,775,708
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	(8,267,984)	482,043,859
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	967,628,343	485,584,484
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	959,360,359	967,628,343

Management Discussion and Analysis

The company deployed ₹ 6,515 lakhs in land acquisitions this year as compared to ₹ 5,440 lakhs previous year. Out of this major amount is towards purchase of land (₹ 4,689 lakhs) and rest in advance paid for acquisitions and investments in partnership firms. We announced acquisitions of six land parcels this year most of which have been paid for entirely. The pipeline will serve the future growth as the ongoing projects are nearing completion now.

Total cash and cash equivalents at the end of the year amounted to ₹ 9,594 lakhs, almost same as of the last year. This provides us sufficient funds to acquire additional land and expand further.

Recommended Dividend for the year 2012-13 is ₹ 2.25 per share. Also recommended is that authorized share capital of the company be subdivided into 93,049,775 number of shares of ₹ 2 each.

New Initiatives

Branding

As also mentioned at the start of this report, your company went through a rebranding initiative this year. The management felt a need for creating a strong differentiation and aligning the brand to the values we stand for.



We hired a brand consultant who interviewed 129 stakeholders across the board, including customers, employees and vendors. They followed a detailed

methodical process to arrive at the answer to the question: "What does the brand Ashiana actually stand for?"

This inward journey to discover our brand core brought us to the following conclusion:

"Brand Ashiana stands for honesty that re-defines expectations."

In every business, customers have a set of expectations and Ashiana is a company that redefine those expectations. It is reflected into the company's actions be it the price lists or the construction updates on websites, the no-broker/no-commission model or the regular customer feedbacks.

The logo and the tag line were then designed to translate the brand core into a visual identity. It says that once associated with Ashiana, you don't have to worry about deliveries, investments, safety, security and other issues related to housing. 'You are in safe hands'.

Also it came out that the company's core values are the ones which have helped in creating the identity.

Recognitions

Double delight was the flavor for us at the CNBC Awaaz Real Estate Awards 2012 as Ashiana Aangan's name was called twice to pick up the awards for The Best Affordable Housing in India as well as in the NCR. 8000 projects across 12 cities were evaluated on the basis of 'on-ground performance', features and amenities offered in the project, construction progress, timely delivery, inhabitability and customer's satisfaction.

We also won the prestigious CREDAI Real Estate Award 2012 for Utsav Bhiwadi as the Best Theme Based Township across India in the Non-Metro category. Utsav Bhiwadi was selected for the honour from amongst India's leading real estate and infrastructure companies in over a 100 cities. In the face of such an extensive competition, we were happy when we saw our name in the shortlist in the first round and overjoyed when we were declared the

Winners!

The CREDAI team visited the township and attended a presentation made by the Ashiana team in Delhi before arriving at their verdict.



HR Initiatives

As we continue to grow and have reached the league of mid-sized companies, to keep growing further, the most important asset we need is the people. To ensure that we have the right kind of people to fill the gaps that occur at the right time and that their goals are aligned with the company's; regular initiatives have been taken over the last couple of years.

We have been implementing skill development modules for the masons and started skill & technical enhancement program for supervisors (STEPS) last year. Management conversations have been introduced for employees to pave a way for people development & to establish a channel of communication & feedback. These conversations focus on individual development plan, linking them to organization's goals, identifying challenges and hence way forward. It also includes listing of training requirements for enhancement of technical /behavioral skills to achieve the goals.

And for this year, the company's priority is to establish a leadership development program. The purpose of the leadership development program is that we look

at creating leaders from within. It is our belief that we can create more and more leaders from within who will manage the growing needs of the company and preserve Ashiana's core values.

Last year (2012-13) an average of 17.47 training hours per employee was achieved and a target of 20 training hours per employee has been taken for 2013-14.

Ashiana took another step towards technical upgradation by introducing payroll software and centralizing the salaries at Corporate HR with a motive of and improving accuracy and streamlining the payroll processes.

CSR

Education

■ Phoolwari School:

For the year 2012-2013 an average of 300 students were provided basic education and other education related facilities. 65 Phoolwari students were further sent to Govt. Upper Primary School at Thada Village Bhiwadi and Panchayawala Village at Jaipur to acquire further education.



■ Project taken under Education:

There are many government schools in India which do not have adequate facilities for children to avail. We are focusing on infrastructure development of such

Management Discussion and Analysis

Govt. Schools so that through our initiative we can bring some changes in the society.

We had collaborated with CEE "Centre for Environment Education" for Govt. Upper Primary School with a view to promote the conservation and sustainable use of nature and natural resources leading to a better environment and a better quality of life. CEE develops innovative programmes and educational material and builds capacity in the field of education for sustainable development.

Skill Training:

For the Year 2012-13 beside Bhiwadi, we were able to start skill training at Jaipur, Jamshedpur and Lavasa. Proper syllabus and examination for all our courses, with Certification by CIDC (Construction Industry Development Council) Govt. of India was started. At Lavasa we are imparting skills training through "Khushal", Khushal an organization under NSDC and CREDAI.



Women Empowerment:

This year we were also able to start skill training for women. A sizable number of women laborer works at construction sites but they are employed only for side working or as a helper. We have started skill training for women laborer as well, to give equal opportunity to women laborer for better employability and better wage earning. A total of 12 women labor trained this year.

Outside Development:

- Developed community facility established at Jaipur for the use of local people.
- To benefit the villagers, water facilities were provided through deep tube well at Village Balram Basti, Jamshedpur, and current strength of the village is 1000 people.
- Manju Gupta Memorial Scholarship was rolled out to children of employees studying in class 9th onwards which was earlier 11th & above, and disbursed a total amount of ₹ 2,200,000.
- Ashiana's employees and residents contributed to "Joy of Giving" by providing items useful for poor and needy Children. A total of Rupees six lakhs was donated to various social organizations.

Accolades:

Ashiana has been awarded BMA - Siegwark award 2012 for CSR Work at Bhiwadi for the second time. The company since its presence in Bhiwadi has been indulging in various CSR activities in infrastructural development, area beautification, greenery, basic education for children and such other activities. This award is in recognition of company's participation in developing Bhiwadi as a whole which has received the nod from the industrial sector of Bhiwadi.

Sustainability

Tree Plantation:



This year we organized Go Green walk cum plantation event with Bal Bharti Public School for the noble cause of conserving environment. Around 500 local residents and School Children joined the programme.

Financial Year	Amount ₹ in lakhs	Trees Planted
2007-08	0.63	200
2008-09	1.56	500
2009-10	7.54	600
2010-11	7.77	919
2011-12	16.28	1097
2012-13	15.38	602
G/Total	49.16	3918

Save Water:

Ashiana has incorporated this important aspect in all its projects by installing Rain Water Harvesting concept and recycling of used water for horticulture and cleaning purposes. The decision has culminated in saving colossal quantity of potable water and thus joined the government policy in letter and spirit. Through this activity we are saving 54,395 KL of water per month which amounts to 85% of the total water consumed per month by residents.

At Sites:

- Instead of plastic hose pipes for watering plaster, Sprinklers are used.
- Water meters installed to keep a check on daily usages of water in construction.

Save Electricity:

The company in conjunction with the government policy has incorporated solar heating system in toilets of its present and future residential complexes in order to save electricity.

We are saving electricity consumption @ 3 units (minimum) per flat per day in Ashiana Aangan (ONE OF OUR PROJECT). Presently total occupancy being

909 in Ashiana Aangan, there is a saving of 81,810 units money value of which works out to ₹ 461,408 per month.

Garbage Recycling:

We are also involved in collecting garbage from the residential projects and collect it and recycle it and use it further for making manure. This manure is used for plantation. Per day garbage collection - approx 700 KG from all our projects, where 20 % garbage is degradable and we are using it for plantation purpose in the form of manure. 80 % is non degradable which is disposed off through Kabadi.

Risk & Concerns

With inflation rate remaining sticky, the cost of construction is rising. The industry is also seeing shortfall in skilled workers. There are some projects which have been stalled due to non-cooperation of the local government (like Kolkata). There are large numbers of vacant residential units which may force the prices to come down.

Some of the key risks that we see in our business are:

Labor - Over the last few years there has been a shortfall of skilled workers. The migration from key states like Bihar, Odisha & Bengal has reduced and that has also resulted in a huge spike in labor costs. Earlier one could find deploy people at project sites at minimum wages, but now the wages have spiked. This is resulting in cost inflation and delays in project timelines.

The company has been able to handle this challenge quite well. The company has been a good paymaster and pays all its labor dues in time. It has also been working on increasing its labor efficiency and has been able to make remarkable progress in that. The company is also looking at mechanization and pre fabrication options to cut down the labor intensity at its project sites.

Regulatory Approvals - A real estate project from buying the land parcel to final delivery goes through multiple channels of regulatory approvals. That

Management Discussion and Analysis

number is over 20 approvals, and any delay in any one of them can have an impact on the construction schedule. This is a huge risk in the business and delay in these approvals resulted in the company running out of saleable inventory.

The company is keenly aware of this risk and in order to reduce these risks is aiming to spread its sales mix to more projects spread to multiple states. Over the time it aims to build a pan India presence with presence in more than 10 cities, so that any adverse regulatory delays impact the overall sales of the company to a small extent only. From operating in 3 cities five years back, the company has now built presence in over 7 cities.

Interest Rates – In India most of the incremental residential sales are happening through home loan mortgages. In such a scenario, the monthly payout for the buyer is his EMI on the home loan, and the monthly amount is largely dependent on the Interest Rates. Over the last couple of years RBI has kept the interest rates very high to reduce the high inflation rates, which has been contrary to what the central banks in many other countries have been doing. This has resulted in gradual slowing in demand for residential homes with incremental residential sales reducing on a pan India basis reducing on a year-on-year basis.

Ashiana is focused on timely delivery of its projects and its sales momentum has continued even though it had limited inventory to sell in its largest market, namely Bhiwadi. Our brand has built upon its reputation and people feel more comfortable in dealing with us, when they take the big decision around buying a property. At the price point at which a typical Ashiana home sells ₹ 15-60 lakhs, and as long as the property price is below 6 times the annual median income of the target segment, we feel that slight increase or decrease in interest rates will not make a big difference in our sales momentum.

Business Outlook

We feel that Ashiana unlike last year would have adequate inventory to sell across multiple projects. We definitely will be able to construct at a faster rate than last year, and if the approvals on our new projects come in time, we should be able to sell more than two million sq. ft. in the coming financial year. Also construction targets are very challenging and a lot of preparatory work will be required. We will need skilled manpower from labor to senior management. Therefore, this year we have made establishing a leadership development program, a company priority.

We are increasingly building the organization to be process driven, decentralized and cost efficient. We aim to enter one new city, in a financial year and working towards build Ashiana as a pan India brand in mid income housing.



Company Information

Company Secretary
Bhagwan Kumar

Auditors
M/s. B. Chhawchharia & Co., DTJ 422,
DLF Tower B, Jasola District Centre, Jasola,
New Delhi - 110 025.

Registered Office
5F Everest, 46/C, Chowringhee Road,
Kolkata - 700 071. Ph: (033) 2288 3786.
Fax No: 033- 2288 4774

Head Office
304, Southern Park, Saket District Centre,
Saket, New Delhi - 110 017.
Ph: (011) 4265 4265,
Fax: (011) 4265 4200

Bankers
HDFC Bank Ltd., State Bank of Bikaner & Jaipur,
Punjab National Bank, Kotak Mahindra Bank

Website
www.ashianahousing.com

Registrar & Share Transfer Agent
M/s. Beetal Financial & Computer Services Pvt. Ltd.,
Beetal House, 99, Madangir, Behind Local Shopping
Centre, Near Dada Harsukh Dass Mandir,
New Delhi - 110 062.
Ph: (011) 2996 1281 - 82,
Fax: (011) 2996 1284

Listing
Shares listed at BSE (Stock code - 523716) and NSE
(Stock code - ASHIANA)

Board of Directors

Vishal Gupta
Managing Director

Ankur Gupta
Joint Managing Director

Varun Gupta
Whole Time Director

Ashok Kumar Mattoo
Independent Director

Abhishek Dalmia
Independent Director

Lalit Kumar Chhawchharia
Independent Director

Sonal Mattoo
Independent Director

Notice

NOTICE is hereby given that the 27th Annual General Meeting of the members of **ASHIANA HOUSING LIMITED** will be held on Tuesday, August 27, 2013 at 'Kalakunj' (Basement-Kalamandir), 48, Shakespeare Sarani, Kolkata-700 017 at 10.30 A.M. to consider and transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2013, the Profit & Loss Account for the year ended on that date and the Report of the Board of Directors' and Auditors' thereon.
2. To declare dividend.
3. To appoint a Director in place of Abhishek Dalmia, who retires by rotation and being eligible for re-appointment.
4. To appoint a Director in place of Lalit Kumar Chhawchharia, who retires by rotation and being eligible for re-appointment.
5. To appoint a Director in place of Sonal Mattoo, who retires by rotation and being eligible for re-appointment.
6. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

7. Appointment of Hemant Kaul as Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

"RESOLVED THAT Hemant Kaul, who was appointed as an Additional Director under section 260 of the Companies Act, 1956 by the Board of Directors of the company and holds office upto the date of this Annual General Meeting and in respect of whom the company has received a notice from a member proposing the candidature of Hemant Kaul for the office of Director under section 257 of the Companies Act, 1956, be and is hereby appointed as a Director of the company, liable to retire by rotation, for a period of three years starting from the date of this Annual General Meeting i.e. August 27, 2013."

8. To consider and approve payment of remuneration to Ashok Kumar Mattoo, Non Executive Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to section 309(4) of the

Companies Act, 1956 and article 93 of the Articles of Association of the company consent of members of the company be and is hereby accorded to pay to Ashok Kumar Mattoo, Non Executive Independent Director of the company, such commission as the Board of Directors may determine from time to time, but so that such commission shall not exceed ₹18 lakhs per annum commencing from April 01, 2013."

"RESOLVED FURTHER THAT where in any financial year, the company has no profits or its profits are inadequate, the remuneration aforesaid, shall be paid as minimum remuneration for such year."

9. To consider and approve payment of remuneration to Hemant Kaul, Non Executive Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to section 309(4) of the Companies Act, 1956 and article 93 of the Articles of Association of the company consent of members of the company be and is hereby accorded to pay to Hemant Kaul, Non Executive Independent Director of the company, such commission as the Board of Directors may determine from time to time, but so that such commission shall not exceed ₹ 8 lakhs per annum commencing from May 30, 2013."

"RESOLVED FURTHER THAT where in any financial year, the company has no profits or its profits are inadequate, the remuneration aforesaid, shall be paid as minimum remuneration for such year."

10. To consider and approve sub division of Equity shares of the company from existing Rupees ten per share to Rupees two per share

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 1956 or any other law for the time being in force (including any statutory modification or re-enactment thereof) and the provisions of the Articles of Association of the company and subject to such approval(s), consent(s), permission(s) and sanction(s), as may be necessary, from the appropriate authorities or bodies, the consent of the company be and is hereby accorded for sub-division of the existing Equity Shares of face value of ₹ 10/- each of the company into 5 (Five) Equity Shares of ₹ 2/- (Rupee two only) each fully paid up."

"RESOLVED FURTHER THAT in lieu of 1,86,09,955 issued, subscribed and fully paid up equity shares of ₹ 10/- (Rupees Ten) each, the Board be and is hereby authorized to issue 9,30,49,775 fully paid Equity Shares of ₹ 2/- (Rupees Two Only) each of the aggregate value equal to the amount paid by each shareholder on his/her existing fully paid equity shares."

"RESOLVED FURTHER THAT upon sub-division of Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the face value of ₹ 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date to be fixed by the Board of Directors, and without requiring the surrender of the existing share certificate(s), the company will directly issue and dispatch the new share Certificate(s) of the company, in lieu of such existing Share Certificate(s) and in the case of shares held in dematerialized form, the corresponding number of sub-divided Equity Shares be credited to the respective demat account of the beneficiaries in lieu of existing shares held by them."

"RESOLVED FURTHER THAT the Board of Directors (Board) / duly constituted committee of the Board, be and is hereby authorized to take such steps and actions and give such directions as it may in its absolute discretion deem necessary and to issue new share certificates, wherever required, in the aforesaid proportion, in cancellation of existing shares, subject to the rules as laid down in the Companies (Issue of Share Certificates) Rules, 1960, and the Articles of Association of the company and to settle any question that may arise in this regard and to finalize and execute all documents, deeds and writings as may be necessary, which includes but not limited to preparing, executing and filing necessary applications/ forms/ returns/ documents to the Registrar of Companies, Stock Exchanges (BSE & NSE), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and /or such other statutory authorities as may be necessary from time to time and to delegate all or any of the powers to any authorized person(s) to give effect to the above resolution and to comply with necessary formalities in this regard."

11. To alter the Memorandum of Association of the company

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 16 and all other applicable provisions of the Companies Act, 1956 and the Articles of Association of the company and other applicable provisions, if any, the existing Clause V of the Memorandum of Association of the company be and is hereby substituted by the following new clause:

V. The Authorised Share Capital of the company is

₹ 35,00,00,000/- (Rupees Thirty Five Crores only) divided into 17,50,00,000 (Seventeen Crores Fifty Lakhs) Equity Shares of ₹ 2/- (Rupees Two only) each, with power to increase or reduce in accordance with the provisions of the Act."

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxy form duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
3. The relevant details of Directors seeking appointment/ re-appointment as required by clause 49 of the Listing Agreement entered into with the Stock Exchange are annexed.
4. The Register of Members and Share Transfer Books shall remain closed from August 21, 2013 to August 27, 2013 (both days inclusive).
5. If the resolution relating to dividend on equity shares as recommended by the Board of Directors if passed at the meeting, payment of such dividend shall be made on or after August 27, 2013 to those members whose names are on the company's register of members on August 27, 2013. In respect of shares held in electronic form, the dividend will be payable to the beneficial owners as at the end of business hours on August 20, 2013 as per details furnished by the depositories for this purpose.
6. Members holding shares in electronic form may note that (a) the dividend, when declared will be credited to their respective bank accounts as furnished to the respective Depository Participants, through Electronic Clearing Service (ECS), where this facility is available; (b) in other cases bank details as furnished to the respective Depository Participants will be printed on the dividend warrants as per the applicable regulations. The company shall not entertain any direct request from such members for deletion of/change of such bank details. Further, it may be noted that instructions, if any, already given by the members in respect of shares held in physical form will not automatically applicable to the dividend paid on their holdings in electronic form.
7. Members desiring any further information on the business to be transacted at the Meeting should write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.

Notice

8. Members are requested to notify the company their change of address, if any, to its Head Office at Unit No. 4&5, 3rd Floor, Plot No. D-2, Southern Park, Saket District Center, Saket, New Delhi - 110017, or to the Registrar & Share Transfer Agent of the company, M/s. Beetal Financial & Computer Services (Pvt.) Ltd., 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi - 110 062.
9. Members are requested to bring their copy of the Annual Report with them at the Annual General Meeting.
10. All correspondence relating to shares may be addressed to the Head office of the company or to the Registrar & Share Transfer Agent of the company.
11. Members holding shares in more than one folio in identical order of names are requested to write to Registrar and Share Transfer Agent enclosing their share certificates to enable them to consolidate the holdings in one folio to facilitate better service.
12. Members desiring any information/clarification on the Accounts are requested to write to the company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
13. As per provisions of the Companies Act, 1956 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registrar and Share Transfer Agent of the company.
14. Members who have not yet encashed their dividend warrant(s) for the financial year ended 31.03.2006, 31.03.2007, 31.03.2008, 31.03.2009, 31.03.2010, 31.03.2011 and 31.03.2012 are requested to make their claims to the company, without any delay. Members who have not yet dematerialized their physical share holding are requested to get it done early.
15. Pursuant to Section 205C (2) of the Companies Act, 1956, unpaid/unclaimed dividends for the financial year ended on March 31, 2006 is due for transfer to the investor Education and Protection Fund this year in the month of October, 2013.

By order of the Board

Bhagwan Kumar
Company Secretary

Place: New Delhi
Date: May 30, 2013

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956

ITEM NO. 7.

The Board of Directors of the company had appointed Hemant Kaul as an Additional Director of the company with effect from May 30, 2013, and as such he holds office upto the date of this Annual General Meeting. A notice under section 257 of the Companies Act, 1956 has been received by the company from a member signifying his intention to propose the candidature of Hemant Kaul as a Director of the company. The resolution at item no. 7 is, therefore, recommended for approval of the members by means of Ordinary Resolution as required under the Companies Act, 1956.

None of the Directors of the company is concerned or interested in the said resolution.

ITEM NO. 8.

Ashok Kumar Mattoo is a Non Executive Independent Director of the company. He is a Mechanical Engineer, has over 45 years of experience in project planning, engineering and administration. He has served in major organisations like Border Roads, BHEL, and Tata Steel. He has also served as Director, Town Services, Jamshedpur and as Chairman of the Jamshedpur Notified Area Committee. Keeping in view his qualification, knowledge, experience and contribution to the company, the Board of Directors of the company, on recommendation of the Remuneration Committee, has approved to pay him remuneration by way of commission. The remuneration payable to all the non executive independent directors of the company shall not exceed 1% of net profits of the company calculated in accordance with section 349 & 350 of the Companies Act, 1956.

None of the Directors of the company, except Ashok Kumar Mattoo, is concerned or interested in the said resolution.

ITEM NO. 9.

The Board of Directors of the company had appointed Hemant Kaul as an Additional Director of the company with effect from May 30, 2013. Prior to joining Ashiana Housing Ltd., he was the Managing Director & CEO of Bajaj Allianz General Insurance Co Ltd. He had also served Axis Bank as Executive Director. He was also a part of the initial team that set up UTI Bank in 1994. During his tenure in UTI/Axis Bank he had stints in Branch Banking and also headed the Human Resource Development and Marketing functions. He also led the rebranding exercise of the bank from UTI to Axis Bank. In addition to the business functions in UTI, he was also responsible for the investor relations and corporate communications. He had also served on the Board of Bussan Auto Finance India Pvt. Ltd. (A JV between Mitsui, Axis Bank and Yamaha India) - an NBFC for

financing of two wheelers. Prior to joining Axis Bank, he was an officer with State Bank of Bikaner & Jaipur (1977-1994). Presently, he is an independent management consultant advising financial institutions.

He has done B.Sc. (Hons.) from the University of Rajasthan and holds a Management degree from Poddar Institute of Management, Jaipur.

Keeping in view the qualification, knowledge, experience of Hemant Kaul, the Board of Directors of the company, on recommendation of the Remuneration Committee, has approved to pay him remuneration by way of commission.

The remuneration payable to all the non executive independent directors of the company shall not exceed 1% of net profits of the company calculated in accordance with section 349 & 350 of the Companies Act, 1956.

None of the Directors of the company, except Hemant Kaul, is concerned or interested in the said resolution.

ITEM NO. 10.

In order to improve the liquidity of your company's Equity Shares in the Stock Markets with higher floating stock in absolute numbers and to make them more affordable for the small retail investors to invest in the company, the Board of Directors at its meeting held on May 30, 2013 has approved the proposal for sub-division (stock split) of each Equity Share of the company having a face value of ₹10/- each into 5 (Five) Equity Shares of the face value of ₹ 2/- (Rupee two only) each, subject to the approval of shareholders and all statutory authorities concerned. The company's Equity Shares are listed on BSE & NSE. The Record Date for the aforesaid sub-division of the Equity Shares will be fixed by the Board of Directors after the receipt of approval of the shareholders of the company.

The Directors of the company are deemed to be concerned or interested in the aforesaid resolution to the extent of their respective shareholdings in the company.

The Board recommends the resolution as set out in Item No. 10 for approval of the shareholders.

ITEM NO. 11.

As per the provisions of Section 94 of the Companies Act, 1956, approval of the Shareholders is required for subdivision of shares. Further, approval is also being sought for alteration in Clause V of Memorandum of Association of the company, pursuant to sub-division. Hence, the said resolution, as set out under Item No.11 of the Notice, is hereby recommended for your approval.

The Directors of the company are deemed to be concerned or interested in the said resolution to the extent of their respective shareholdings in the company.

By order of the Board

Bhagwan Kumar
Company Secretary

Place: New Delhi

Date: May 30, 2013

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 27TH ANNUAL GENERAL MEETING AS REQUIRED IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT.

At the ensuing Annual General Meeting Abhishek Dalmia, Lalit Kumar Chhawchharia and Sonal Mattoo shall retire by rotation. The retiring directors are eligible for re-appointment and offer themselves for the same. A brief profile of retiring directors, as required under Corporate Governance Code, is as under:

1. Abhishek Dalmia

Abhishek Dalmia is a Chartered Accountant. He is 44 years of age. He belongs to well known Industrial House. He has a brilliant educational as well as professional track record. He is having more than 22 years of rich experience of different organisations at different position. He worked for Capital Ideas India Ltd., OCL India Ltd., Khammam Granite India Ltd. at a very senior position and presently associated with Renaissance Group and is the Chairman of Revathi Equipment Ltd. Presently he does not hold any share in Ashiana Housing Ltd.

He is also director on the Board of the following companies:

1. Revathi Equipment Ltd.,
2. Rajratan Global Wire Ltd.,
3. Rajratan Thai Wire Company Ltd.
4. Netcarrots Com Pvt. Ltd.,
5. Asra Plantations Pvt. Ltd.,
6. Sohna Agri Farms Pvt. Ltd.,
7. Avalokiteshvar Valinv Ltd.
8. Priyadarshanay Agri Farms Pvt. Ltd.,
9. Sunglow Agriculture Farms Pvt. Ltd.,
10. Monarch Catalyst Pvt. Ltd.,
11. Satellier India Pvt. Ltd.
12. Satellier Holding Inc.
13. Renaissance Stocks Ltd.,
14. Renaissance Asset Management Company Pvt. Ltd.,
15. Shogun Organics Ltd.
16. Semac Consultants Pvt. Ltd.

2. Lalit Kumar Chhawchharia

Lalit Kumar Chhawchharia, Director of the company retires by rotation at the ensuing Annual General Meeting of the company and is eligible for re-appointment. Lalit Kumar Chhawchharia, a Non Executive and Independent Director, is the Chairman of the Audit Committee of the company. He has diversified experience of 41 long years of various industries. He is associated with the company for long time. He has been looking after legal matters of the company at Kolkata. Keeping in view his experience and expertise, the Board of the company has recommended his re-appointment. Lalit Kumar Chhawchharia holds

Notice

directorship in following other companies:

Ashiana Maintenance Services Ltd; Karma Hospitality Ltd.; OPG Realtors Ltd.; RG Woods Ltd.; Spectrum Commercials Ltd.; Kamper Finance and Securities Ltd.; Elite Leasings Ltd.; Patson Global Ltd. Worldwide Leather Exports Ltd.; Saaket Estates Ltd.; Kusum Dealcom Pvt. Ltd.; Liberson Agencies Pvt. Ltd.; Nirvan Merchandise Pvt. Ltd.; Nilgiri Mercantiles Pvt. Ltd.; Ambe Properties Pvt. Ltd.; Dalson Marketing Pvt. Ltd.; Priya Viniyog Pvt. Ltd.; K.L. Investment Pvt. Ltd.; PKS Nirmaan Pvt. Ltd.; Penguin Securities Pvt. Ltd.; Shadal Real Estate Pvt. Ltd.; Starpoint Financial Services Pvt. Ltd.; Raghuvir Suppliers Pvt. Ltd.; Greencity Management Pvt. Ltd.; Greenpark Leafin Pvt. Ltd.; Parichiti Textiles Pvt. Ltd.; Givetake Trade and Credit Pvt. Ltd.; Raina Merchandise Pvt. Ltd.; Vijaypath Trade Link Pvt. Ltd.; Vijaypath Combine Pvt. Ltd.; Priya Purnima Investments Pvt. Ltd.; Preeti Vanijya Pvt. Ltd.; Grace Suppliers Pvt. Ltd.; Melinex Traexim Pvt. Ltd.; Mintu Textile Mills Pvt. Ltd.; Ativir Fincon Pvt. Ltd.; Samtel Vinimay Pvt. Ltd.; Target Trades Pvt. Ltd.; Pranay Vinimay Pvt. Ltd.; Sidhi Vinimay Pvt. Ltd.; Gegacorp Enterprises Pvt. Ltd.; Pitambera Polymers Industries Pvt. Ltd.; APSA Combines Pvt. Ltd.; Labh Combines Pvt. Ltd.; Jacob Vincom Pvt. Ltd.; Glycosic Merchants Pvt. Ltd.; Ashiana Homes Pvt. Ltd.; Shadal Properties Pvt. Ltd.; Kaushal Vincom Pvt. Ltd.; Nipro Trexim Pvt. Ltd.; Kamakhya Vyapar Pvt. Ltd.; Ashirbad Nirman Pvt. Ltd.; Ashirbad Ashiana Pvt. Ltd.; Black Cadillac Trade Link Pvt. Ltd.; Energetics Investments and Consultants Pvt. Ltd.; Monogram Dealcom Pvt. Ltd.; Petal Vinimay Pvt. Ltd.; Roselab Commodities Pvt. Ltd.; Shivasthal Ashiyana Pvt. Ltd.; Xerxes Traders Pvt. Ltd.; Vintage Nirman Pvt. Ltd.; Rainbow Ventures Pvt. Ltd.; Ridhi Vinimay Pvt. Ltd.; Shell Business Pvt. Ltd.; Satyam Combines Pvt. Ltd.; Citra Vyapaar Pvt. Ltd.; Madhuraj Infrastructure Pvt. Ltd.; Apsa Realtors Pvt. Ltd.; Natraj Technosoft Pvt. Ltd.; BG Estates Pvt. Ltd.; Jagdamba Telecom Pvt. Ltd.; Ritu Collections Pvt. Ltd.; Blackberry Property Advisory Pvt. Ltd.; Brahma International Pvt. Ltd.; Buildmat Traders Pvt. Ltd.; Fairlink Properties Consultant Pvt. Ltd.; GD Enterprise Pvt. Ltd.; Jiva International Pvt. Ltd.; Latest Developers Advisory Pvt. Ltd.; Palco Manufacturing (India) Pvt. Ltd.; Sheetla Vintrade Pvt. Ltd.; Skylark Commerce Pvt. Ltd.; Sukiran Enterprises Pvt. Ltd.; Topwell Projects Consultants Pvt. Ltd.; Petals Polymers Pvt. Ltd.; Bahula Resources Pvt. Ltd.; Goodfaith Commosale Pvt. Ltd.; Liberson Industries Pvt. Ltd.; Manvi Estate Management Pvt. Ltd.; AHL Group Investments Pvt. Ltd.; AHPL Group Holding Pvt. Ltd.; Halwasiya Group Holdings Pvt. Ltd.; Mukut House Developers Pvt. Ltd.; Lighthouse Design Pvt. Ltd.; Vedik Green Farms Pvt. Ltd.; Vedik Housing Pvt. Ltd.; Viroma Developers Pvt. Ltd.; Readyware Casuals Pvt. Ltd.; Hi-tec Precision Engineering Pvt. Ltd.; Maa Bhagwati Land & Development Ltd.; OPMG Investments Pvt. Ltd.; Bector Core Investments Pvt. Ltd.; Jeevanrekha Medihealth Services Pvt. Ltd.; Neelsimana Realtors Pvt. Ltd.

Presently he does not hold any share in Ashiana Housing Ltd.

3. Sonal Mattoo

Sonal Mattoo, Director of the company, is retiring by rotation at the ensuing Annual General Meeting of the company and is being eligible for re-appointment. Sonal Mattoo is a law graduate from National Law School of India, Bangalore and practicing as an Advocate. She has rich professional experience in corporate matters. She is Chairman of the Transfer/ Investor's Grievance Committee and member of the Audit Committee and Remuneration Committee of the Directors. Sonal Mattoo holds directorship in the following other companies:

Ashiana Maintenance Services Ltd; Helping Hands (Charitable Trust).

Presently she does not hold any share in Ashiana Housing Ltd.

4. Hemant Kaul

Hemant Kaul was the Managing Director & CEO of Bajaj Allianz General Insurance Co Ltd. He had also served Axis Bank as Executive Director. He was also a part of the initial team that set up UTI Bank in 1994. During his tenure in UTI/Axis Bank he had stints in Branch Banking and also headed the Human Resource Development and Marketing functions. He also led the rebranding exercise of the bank from UTI to Axis Bank. In addition to the business functions in UTI, he was also responsible for the investor relations and corporate communications. He had also served on the Board of Bussan Auto Finance India Pvt. Ltd. (A JV between Mitsui, Axis Bank and Yamaha India) - an NBFC for financing of two wheelers. Prior to joining Axis Bank, he was an officer with State Bank of Bikaner & Jaipur (1977-1994). Presently, he is an independent management consultant advising financial institutions.

He has done B.Sc. (Hons.) from the University of Rajasthan and holds a Management degree from Poddar Institute of Management, Jaipur.

Hemant Kaul holds directorship in Jaipur Advisory Group Pvt. Ltd.

Presently he does not hold any share in Ashiana Housing Ltd.

Directors' Report

To the member(s),

Your Directors have pleasure in presenting the 27th Annual Report together with the audited statement of accounts for the year ending March 31, 2013.

1. FINANCIAL RESULTS

The financial results of the company for the year ended March 31, 2013 are as follows:-

₹ in lakhs			
Sl. No.	Particulars	CURRENT YEAR	PREVIOUS YEAR
1.	Sales and other income	13,112.90	22,316.04
2.	Profit before Depreciation	4,006.03	8,542.00
3.	Depreciation	256.11	237.76
4.	Profit after Depreciation but before Taxation	3,749.92	8,304.24
5.	Provision for Taxation	540.26	1,439.21
6.	Profit after Depreciation and Taxation	3,209.66	6,865.03
7.	Surplus brought forward from previous year	1,737.80	353.88
8.	Profit available for Appropriation	4,947.46	7,218.91
9.	Proposed Dividend	418.72	418.72
10.	Tax on Proposed Dividend	43.59	54.14
11.	Transfer to General Reserve	2,350.00	5,008.25
12.	Balance Surplus carried to Balance Sheet	2,135.14	1,737.79

For the year under review company's turnover and profits are lower as compared to previous year. This is because there is change in the accounting methodology of sales recognition from POC (Percentage of Completion) to Contract Completion Method adopted by the company in the previous financial year. Therefore, the results for the current financial year are not comparable with the reported figures for the previous financial year for both standalone and consolidated.

Operations

A brief summary of on-going projects is as follows:

Project Name & Location	Type	Saleable Area (Lakhs sq. ft.)	Area Booked as on 31-03-2013 (Lakhs sq. ft.)
Ashiana Aangan BHIWADI	Comfort Homes	20.56	20.56
Utsav* JAIPUR	Senior Living	3.70	2.82
Ashiana Brahmananda JAMSHEDPUR	Comfort Homes	4.80	4.75
Ashiana Amarbagh* JODHPUR	Comfort Homes	5.95	5.87
Utsav LAVASA	Senior Living	6.22	2.70

Project Name & Location	Type	Saleable Area (Lakhs sq. ft.)	Area Booked as on 31-03-2013 (Lakhs sq. ft.)
Rangoli Gardens* JAIPUR	Comfort Homes	26.06	18.78
Marine Plaza JAMSHEDPUR	Retail	0.83	0.19
Treehouse Residences BHIWADI	Comfort Homes	1.28	0.46
Ashiana Aangan NEEMRANA	Comfort Homes	4.20	4.19
Ashiana Anantara JAMSHEDPUR	Comfort Homes	4.69	2.05

*In Partnership

KEY HIGHLIGHTS OF THE BUSINESS AND OPERATIONS

Some of the key highlights pertaining to the business of your company, including its subsidiaries and partnerships, for the year 2012-13 and period subsequent thereto are given hereunder:

Acquisitions, launches and approvals:

- Treehouse Residences, Bhiwadi (Rajasthan):** Acquired land parcel of 1.03 acres of land in Bhiwadi, Rajasthan, and launched comfort homes project consisting 4 & 5 BHK apartments with retail units having around 1.28 lakhs sq. ft. saleable area.
- Ashiana Aangan, Neemrana (Rajasthan):** Acquired two land parcels of 5.67 acres and 4 acres in Neemrana, Rajasthan, and launched comfort homes project consisting 2 & 3 BHK apartments on 5.67 acres of land having around 4.20 lakhs sq. ft. saleable area. The company has applied for conversion for 4 acres of land from agricultural to non agricultural.
- Ashiana Anantara, Jamshedpur (Jharkhand):** Acquired development rights for 4.026 acres of land in Mango, Jamshedpur, and launched comfort homes project consisting 2 & 3 BHK apartments having around 4.69 lakhs sq. ft. saleable area.
- Gulmohar Gardens, Jaipur (Rajasthan):** Entered into partnership for development and construction of comfort homes project, consisting villas and 2 & 3 BHK apartments on 31 acres of land in Jaipur, Rajasthan having around 15 lakhs sq. ft. saleable area. This project has received conversion approval from agricultural to non agricultural under section 90A of the Rajasthan Land Revenue Act.
- Ashiana Town, Bhiwadi (Rajasthan):** Conversion approval from agricultural to non agricultural under section 90A of the Rajasthan Land Revenue Act has been received in respect of 51.45 acres of land situated at Bhiwadi, Rajasthan. This land was acquired by two wholly owned subsidiary companies of Ashiana Housing Ltd. and has total saleable area of approximately 39 lakhs sq. ft.
- Ashiana Dwarka, Jodhpur (Rajasthan):** Entered into area share agreement for development and construction of comfort homes project, on 8.56 acres of land in Jodhpur, Rajasthan having around

Directors' Report

5.25 lakhs sq. ft. saleable area. This project has received conversion approval from agricultural to non agricultural under section 90A of the Rajasthan Land Revenue Act.

- g) Ashiana Navrang, Halol (Gujarat):** Conversion approval from agricultural to non agricultural have been received in respect of 10.65 acres of land situated at Halol, Gujarat. This land is to be utilized for development of comfort homes project and has total saleable area of approximately 6.40 lakhs sq. ft.
- h) Vista Gardens, Jaipur (Rajasthan):** Entered into partnership for development and construction of comfort homes project, on 20 acres of land in Jaipur, Rajasthan having around 15 lakhs sq. ft. saleable area. This project has received conversion approval from agricultural to non agricultural under section 90A of the Rajasthan Land Revenue Act.

Other developments:

- a)** The company unveiled its new identity to create a much stronger and differentiated brand.
- b)** Handed over phase I of Rangoli Gardens project in Jaipur (Rajasthan), 4 months ahead of schedule.
- c)** Launched Phase V of Rangoli Gardens project in Jaipur (Rajasthan).
- d)** Completed Ashiana Brahmananda project in Jamshedpur (Jharkhand) in terms of construction and sales.
- e)** Construction work of Marine Plaza Jamshedpur (Jharkhand) resumed.
- f)** Started handing over of units in phase I of Utsav project in Lavasa (Maharashtra).
- g)** Launched phase II of Utsav Care Homes (Bhiwadi).

Recognitions:

During the year under review your company was accorded the following awards:

- a)** "Best Affordable Housing award in NCR and India" for its project Ashiana Aangan in Bhiwadi (Rajasthan) by CNBC Awaaz Real Estates Awards 2012.
- b)** "Best Theme Based Township (Non Metro)" for its project Ashiana Utsav, in Bhiwadi (Rajasthan) by CREDAI India Real Estates Awards 2012.
- c)** BMA - Siegwark award for Corporate Social Responsibility 2012

2. Section 80(IB) Projects

Your Directors have pleasure in reporting that following projects are eligible for claiming deduction under Section 80 (IB) of the Income Tax Act, 1961:

Sl. Project Name

1. Ashiana Aangan, Bhiwadi
2. Ashiana Utsav, Jaipur
3. Ashiana Amarbagh, Jodhpur

3. DIVIDEND

The Board of Directors of the company has recommended a dividend @ 22.5% i.e. ₹ 2.25/- (Rupee two and twenty five paise) per equity share of the company for the Financial Year 2012-13.

4. DIRECTORS

There are seven Directors on the Board of the company and there is no change in the directorship during the year under review. Abhishek Dalmia, Lalit Kumar Chhawchharia and Sonal Mattoo, Directors are retiring by rotation at the ensuing Annual General Meeting of the company and are eligible for re-appointment.

5. AUDITORS

M/s. B. Chhawchharia & Co., Chartered Accountants, Auditors of the company, retires at the conclusion of ensuing Annual General Meeting and being eligible, offer them for re-appointment. The company has received a certificate to the effect that their re-appointment, if made, will be within the prescribed limit under Section 224 (1B) of the Companies Act, 1956. The Directors and the Audit Committee recommends their re-appointment.

6. FIXED DEPOSITS

The company had neither invited nor accepted any deposits from the public within the meaning of the companies (Acceptance of Deposits) Rules 1975.

7. SUBSIDIARY COMPANIES

There are three wholly owned subsidiary companies namely Ashiana Maintenance Services Ltd; Latest Developers Advisory Ltd. and Topwell Projects Consultants Ltd. However, in terms of general circular No. 2/2011 dated February 08, 2011 read with clarification in respect of above circular vide general circular No. 22/2011 dated May 02, 2011, the Board of Directors of the company has consented for not attaching the annual accounts of the subsidiary companies and instead has incorporated financial information of subsidiaries in the Notes to the Consolidated Accounts prepared in compliance with the applicable accounting standards and Listing Agreement which have been duly audited by Statutory Auditors B. Chhawchharia & Co.

The company further undertakes that annual accounts of the subsidiary companies and the related detailed information shall be made available to the shareholders of Ashiana Housing Ltd. seeking such information at any point of time. The annual accounts

of the subsidiary companies are also available for inspection by any shareholder at the head office of the company.

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Annual Report also contains a separate section on the 'Management Discussion and Analysis' which is a part of the Directors' Report.

9. CORPORATE GOVERNANCE

As required under clause 49 of the Listing Agreement with the Stock Exchanges, the Report on Corporate Governance together with Auditors Certificate regarding Compliance of the SEBI Code of Corporate Governance is annexed herewith.

A certificate from M/s. B. Chhawchharia & Co., Chartered Accountants confirming compliance of conditions of corporate governance as stipulated under clause 49 of the Listing Agreement executed with Bombay Stock Exchange and National Stock Exchange is also annexed to the Report on Corporate Governance.

10. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A statement giving information on Conservation of Energy and Technology Absorption as required under section 217 (1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is annexed hereto and forms part of this report.

There have been no foreign exchange earnings whereas expenditure of ₹ 63,21,687/- (Rupees Sixty Three Lakhs Twenty One Thousand Six Hundred and Eighty Seven only) had been incurred in foreign currency during the year under review.

11. PARTICULARS OF EMPLOYEES

None of the employees of your company is drawing remuneration exceeding limits laid down under the provisions of section 217(2A) of the Companies Act, 1956 read with the companies (Particulars of Employees) Amendment Rules, 2011.

12. DIRECTORS' RESPONSIBILITY STATEMENT

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

- (I) In the preparation of annual accounts, applicable accounting standards have been followed by the company;
- (II) Such accounting policies have been selected and consistently applied and judgments & estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2013 and of the profit of the company for the year ended on that date;

(III) Proper and sufficient care has been taken 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;

(IV) Annual accounts have been prepared on a going concern basis.

13. CODE OF CONDUCT AND ETHICS

The Board of Directors of the company has adopted a Code of Conduct and Ethics for the Directors and Senior Executives of the company. The object of the code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty. The code sets out a broad policy for one's conduct in dealing with the company, fellow Directors and with the environment in which the company operates. The code is available on the company's website (www.ashianahousing.com).

14. ACKNOWLEDGMENTS

The Board of Directors takes this opportunity to express its grateful thanks and wish to place on record its appreciation to the Government of India, The Govt. of Rajasthan, the Government of Maharashtra, the Govt. of Jharkhand and the Govt. of Gujarat and their agencies for providing us excellent business opportunities, to our bankers for their continued support and guidance from time to time and to the employees of the company at all levels for the continued co-operation and unstinted support extended to the company. The Directors also express their sincere thanks to all the shareholders for the continued support and trust they have reposed in the Management.

On behalf of the Board of Directors

Vishal Gupta
Managing
Director

Ankur Gupta
Jt. Managing
Director

Place: New Delhi
Dated: May 30, 2013

Annexure to the Directors' Report

Statement of Particulars under Section 217(1) (e) of the Companies Act, 1956 read with the companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 forming a part of Directors' Report for the year ended 31st March, 2013.

1. Conservation of Energy:

The company's energy consumption is minimal. We continually strive to reduce energy consumption in our developments by following the enhanced energy conservation measures. Company's projects are created with following energy conserving feature:

- Gearless lifts – It saves power consumption because it runs on Permanent Magnet Synchronous Technology. Due to removal of gear box, it reduces pollution. Hence it is called as Green Elevator. Also it reduces power loss in speed reduction.
- Solar geysers – We are installing/fitting solar energy heated water into the geysers of individual apartments. This activity reduces consumption of power required for heating water during winter.
- Use of LED lights – We have replaced all sodium vapor or metal halide lights fixtures by CFL and LED lights which consumes much lower energy.

- We installed FAB reactor band STP where power consumption is less in comparison to conventional extended aerated system.
- We leave very minimum open paved hard space. We cover area by grass/ shrubs/ ground which consumes solar energy and supply oxygen. This affects ambient temperature within the premise.
- We plan, design and plant trees along the roads in such manners that car parking in open air parks under trees. This keeps the car cooler and reduces energy consumption of air-condition.

2. Technology absorption:

- We have installed FAB reactor band STP where power consumption is less in comparison to conventional extended aerated system.
- We have adopted semi automatic irrigation system in our projects which reduces water wastage and manpower.

Corporate Governance (Forming part of Directors' Report)

1. Company's Philosophy on Code of Governance

The company firmly believes in good Corporate Governance and has made Corporate Governance a practice and continuous process of development right across the company. The company's philosophy on corporate governance envisages the attainment of the highest levels of transparency and accountability in the functioning of the company and conduct of business.

The company's corporate philosophy is focused on its people who are the most important assets. The company values its employee's integrity, creativity and ability who in turn demonstrate the highest ethical standard and responsibility towards the shareholders. The company believes that over a period of time all its operations and actions must serve the underlying goal of enhancing overall shareholder value.

Our company is in compliance with the guidelines on Corporate Governance stipulated under various clauses of Listing Agreement with Stock Exchanges and in this regards, we submit a report on the matters mentioned in the said clauses and practices followed by the company.

2. Board of Directors

The company has optimum combination of Executive and Non-Executive Directors. The Board consists of seven Directors out of which three are Executive Directors, four are Non-Executive & Independent Directors. None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than five Committees (as specified in the Clause 49 of the Listing Agreement), across all the companies in which they are Directors. The necessary disclosures regarding Committee positions have been made by the Directors.

As per the declaration received by the company, none of the Director are disqualified under section 274(1)(g) of the companies Act, 1956 read with Companies (Disqualification of Director under section 274(1)(g) of the Companies Act, 1956) Rules 2003.

(a) The composition of the Board of Directors as on March 31, 2013 is as under:-

Sl. No.	Name of Director	Executive/ Non Executive	No. of other Directorship	No. of other Committee Membership
1.	Vishal Gupta	Executive	10	-
2.	Ankur Gupta	Executive	10	-
3.	Varun Gupta	Executive	9	-
4.	Ashok Kumar Mattoo	Non Executive & Independent	2	-
5.	Abhishek Dalmia	Non Executive & Independent	16	2
6.	Lalit Kumar Chhawchharia	Non Executive & Independent	104	0
7.	Sonal Mattoo	Non Executive & Independent	1	-

Note: - As per clause 49 of the Listing Agreement membership of Audit Committee Shareholders/ Investors Grievance Committee are required to be disclosed.

(b) Board Meeting held in Financial Year 2012 – 2013 and attendance of Directors:

Meetings of the Board and its Committee/s are generally held in New Delhi and scheduled well in advance. The Company Secretary in consultation with Managing Director drafts the agenda for each Board Meeting along with explanatory notes and distributes these in advance to the Directors. Normally the Board meets at least once in a quarter and the maximum time gap between any two meetings is not more than four months to consider amongst other businesses, quarterly performance of the company and financial results. Detailed agenda notes with MIS reports, charts etc. are circulated well in advance. The Directors actively participate in the deliberation at these meetings. During the year, four Board Meetings were held on May 30, 2012, July 27, 2012, October 30, 2012, and on February 13, 2013.

The attendance of each Director in the Board Meetings is detailed herein below:

Name of Director	Executive/ Non Executive	Designation	No. of Board Meetings held during 2012-13	No. of Board Meetings attended during 2012-13	Attendance at the last AGM held on August 08, 2012
Vishal Gupta	Executive	Managing Director	4	4	Not Present
Ankur Gupta	Executive	Jt. Managing Director	4	4	Not Present
Varun Gupta	Executive	Whole Time Director	4	4	Present
Ashok Kr. Mattoo	Non Executive & Independent	Independent Director	4	4	Not Present
Abhishek Dalmia	Non Executive & Independent	Independent Director	4	4	Not Present
Lalit Kr. Chhawchharia	Non Executive & Independent	Independent Director	4	3	Present
Sonal Mattoo	Non Executive & Independent	Independent Director	4	3	Not Present

(c) Resolution passed by circulation

During the financial year 2012-2013, no resolution was passed by the Board of Directors as resolutions by circulation.

(d) Remuneration paid to Executive Directors and sitting fees to the Non-executive Directors

Remuneration to Managing Director, Joint Managing Director and Whole Time Directors is being paid as per terms of their appointment. The remuneration committee of Board of Directors reviews and recommends to the Board of Directors, remuneration payable to the Managing Director and the Whole Time Director. The Executive Directors of the company are not entitled to sitting fee for attending the Board meeting or Committee meeting.

Corporate Governance

The details of remuneration paid to the Managing Director/ Joint Managing Director /Whole Time Director during the year are stated herein below:

Sl. No.	Name	Designation	Salaries & Allowances (₹ in lakhs)	Commission (₹ in lakhs)	Total (₹ in lakhs)
1.	Vishal Gupta	Managing Director	24.00	17.16	41.16
2.	Ankur Gupta	Jt. Managing Director	24.00	17.16	41.16
3.	Varun Gupta	Whole Time Director	24.00	17.16	41.16

(e) Terms of appointment of Managing Director, Joint Managing Director and Whole Time Director

The current term of appointment of Vishal Gupta, Managing Director and Ankur Gupta, Joint Managing Director is upto March 31, 2016 and the current term of Varun Gupta, Whole Time Director is upto June 30, 2014.

(f) Independent Director's Remuneration

Apart from the sitting fee for attending Board Meetings, no remuneration to any of the independent directors is being paid.

(g) Shareholding of Directors in the company as on March 31, 2013

Sl. No.	Name of Director	No. of Shares	% of Total Shareholding
1.	Vishal Gupta	2,793,866	15.01
2.	Ankur Gupta	4,036,599	21.69
3.	Varun Gupta	4,037,328	21.69
4.	Ashok Kumar Mattoo	Nil	0.00
5.	Abhishek Dalmia	Nil	0.00
6.	Lalit Kumar Chhawchharia	Nil	0.00
7.	Sonal Mattoo	Nil	0.00

(h) Committees of Board

The Board of Directors of the company has constituted the following Committees namely (i) Audit Committee (ii) Investors Grievances Committee/Share Transfer Committee (iii) Remuneration Committee.

3. Audit Committee

The company has an Audit Committee of the Board since January 2000 in accordance with provision of clause 49 of the Listing Agreement. The Audit Committee comprises of three Non-Executive Independent Directors, namely Lalit Kumar Chhawchharia - Chairman, Ashok Kumar Mattoo - Member, and Sonal Mattoo - Member. The quorum of the Audit Committee is two members. The Company Secretary is the secretary of the Audit Committee. The composition, powers, role and term of reference of the Committee are in consonance with the requirements mandated under section 292A of the

Companies Act, 1956 and Clause 49 of the Listing Agreement.

Four Audit Committee meetings were held during the financial year 2012-13, the date of which are as follows:

1. May 30, 2012
2. July 27, 2012
3. October 30, 2012
4. February 13, 2013

The main object of Audit Committee is to ensure the credibility and correctness of the company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, and other associated matters.

The attendance of members of the Audit Committee as on March 31, 2013 is as follows:

Sl. No.	Name	Number of Meetings Attended
1.	Lalit Kumar Chhawchharia	4
2.	Ashok Kumar Mattoo	4
3.	Sonal Mattoo	3

Brief Terms of Reference of Audit Committee:

The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial reports and other financial information provided by the company to any statutory authority or to the investors or the public, the company's system of internal controls regarding finance, accounting and legal compliances that Management and the Board have established.

The terms of reference of Audit Committee include inter-alia the followings:

- a. Discussion with the auditor, periodically about the internal control systems, the scope of audit including the observation of the auditors.
- b. To review the quarterly, half yearly and annual financial statements before submission to the Board.
- c. To review and take on record the unaudited quarterly results of the company before publication.
- d. To ensure compliance of Internal Control System.
- e. Oversight of the company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- f. Noting appointment and removal of external auditors. Recommending the fixation of audit fees of external auditors and also approval for payment for any other services.
- g. Reviewing with Management the annual financial statements before submission to the Board.
- h. Change in accounting policy from Percentage on Completion (POC) to Contract Completion.

4. Remuneration Committee

The company has a duly constituted "Remuneration Committee". The Committee consists of three (3) Non Executive Independent Directors. All matters relating to finalization of remuneration of Directors are being taken to the Committee for their consideration and approval.

The following Directors are the members of the Remuneration Committee:

Sl. No.	Name	Designation
1.	Ashok Kumar Mattoo	Chairman
2.	Lalit Kumar Chhawchharia	Member
3.	Sonal Mattoo	Member

During the financial year 2012-13, no meeting of Remuneration Committee held.

5. Shareholder/Investors' Grievance Committee cum Share Transfer Committee

The following Directors are members of the Shareholder's/Investor Grievances Committee cum Share Transfer Committee:

Sl. No.	Name	Designation
1.	Sonal Mattoo	Chairperson
2.	Vishal Gupta	Member
3.	Varun Gupta	Member

The scope of the "Shareholders'/Investors' Grievance Committee cum Share Transfer Committee" was enlarged to monitor investors' grievances /complaints along with the share transfer. The Committee approved the share transfer at its meeting which was held once or twice or thrice in a month. The Transfer and Shareholders'/Investors' Grievance Committee also took the note of the findings of audit carried out by practicing Company Secretary and implemented the suggestions. The quorum of the meeting shall be any two members present at the meeting.

As required by the Listing Agreement executed with Stock Exchanges, Bhagwan Kumar, Company Secretary, was appointed as a 'Compliance Officer' and entrusted to monitor the share transfer process and liaise with the regulatory authorities.

There has been no complaint that has not been resolved to the satisfaction of the shareholders nor are there any pending complaints.

6. General Body Meetings

The details of last three Annual General Meetings are as mentioned below:

Annual General Meetings

For the Year	Venue	Date	Day & Time	Whether Special Resolution
2009-10	Kalakunj - Kalamandir, 48, Shakespeare Sarani, Kolkata	August 20, 2010	Friday, 11.00 am.	No
2010-11	Kalakunj - Kalamandir, 48, Shakespeare Sarani, Kolkata	August 19, 2011	Friday, 11.30 am.	Yes
2011-12	Kalakunj - Kalamandir, 48, Shakespeare Sarani, Kolkata	August 08, 2012	Wednesday, 10.30 am.	Yes

Extra Ordinary General Meeting

Details of the Extraordinary General Meetings of the last three years are as follows:

For the Year	Venue	Date	Day & Time	Whether Special Resolution
2009-10	Kalakunj - Kalamandir, 48, Shakespeare Sarani, Kolkata	May 02, 2009	Saturday, 10.30 am.	No
2010-11	Kalakunj - Kalamandir, 48, Shakespeare Sarani, Kolkata	Nov 27, 2010	Saturday, 11.00 am.	Yes

No resolutions requiring postal ballot as recommended under Companies (Passing of Resolution by Postal Ballot) Rules, 2001 have been placed for shareholders' approval at the last Annual General Meeting.

7. Disclosures

a. Materially Significant Related Party Transactions

During the year 2012-13, there were no materially significant related party transactions with its promoters, Directors or the management that may have potential conflict with the interest of the company at large except that the company acquired Thada/ Udaipur Business Division alongwith land admeasuring 22.296 hectares situated at Thada and Udaipur villages, District Alwar (Rajasthan) from its wholly owned subsidiaries namely Topwell Projects Consultants Ltd. and Latest Developers Advisory Ltd. by way of slump sale.

b. Subsidiary Companies

The company does not have any material non-listed Indian subsidiary company whose turnover or net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

c. Insider Trading Code

The company has adopted the Employee Share Dealing Code in terms of the SEBI (Prohibition of Insider Trading) Regulations 1992. This code is applicable to all Directors and Designated employees of the company. The code seeks to prevent dealing in company's share by persons having access to unpublished, price sensitive information. The company regularly monitors the transaction in terms of this code.

d. Non-Compliance/Strictures/Penalties

There was no instance of non-compliance by the

Corporate Governance

company on any matters related to Capital markets and therefore, no penalties and/or strictures have been imposed on the company by Stock Exchange or SEBI or any statutory authority during the last three years.

8. CEO/CFO Certification

In terms of revised clause 49 of Listing Agreement, the certification by Whole Time Director / Managing Director has been obtained.

9. Means of Communication

The quarterly Unaudited Financial Results and Annual Financial Results are published in leading national newspapers, i.e., Business Standard/Financial Express (English)/Economic Times and Kalantar (Bengali). It is also displayed on company's website at www.ashianahousing.com. The company has been conducting conference call since last three and half year after every quarterly Board meeting on financial results and issuing corporate presentation informing thereby the investor at large the detailed information about the company, its business, current scenario, sales targets/ achievements, construction targets/ achievements, future outlook etc. During the financial year 2012-13, the company conducted three conference calls for the analyst and investors on August 01, 2012, November 01, 2012, and on February 14, 2013. In almost all conference calls a good number of analysts and investors participated. The company has not made any representation to any Institutional Investor. The Management Discussion and Analysis report prepared by the Management, forms part of the Annual Report.

10. General Shareholder's Information

(a) Annual General Meeting Information

Day, Date : Tuesday, August 27, 2013

Time : 10.30 A.M.

Venue : Kalakunj, (Basement- Kalamandir) 48, Shakespeare Sarani, Kolkata - 700071

(b) Financial Calendar

Ashiana Housing Ltd. follows the financial year from April to March. The Unaudited Financial Results for the first three quarters and the Audited Financial Results for the year ended March 31, 2013 were taken on record and approved by the Board of Directors in its meeting(s) held on the following dates:

Quarter Ended	Date of Board Meeting
April - June, 2012	July 27, 2012
July - September, 2012	October 30, 2012
October - December, 2012	February 13, 2013
Year Ended March 31, 2013	May 30, 2013

(c) Book Closure

The company's Register of Members and Share Transfer books will remain closed from August 21, 2013 to August 27, 2013 (both days inclusive) for the purpose of Annual General Meeting of the company.

(d) Stock Exchanges

The company's equity shares are listed on the NSE & BSE the details of which are as follows:

Sl. No.	Name and address of the Stock Exchange	Security Code No.
1.	National Stock Exchange of India Exchange Plaza, Plot no. C/ 1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051	ASHIANA
2.	Bombay Stock Exchange, P.J. Towers, Dalal Street, Mumbai - 400 001	523716

There is no outstanding listing fees payable to Bombay Stock Exchange and National Stock Exchange.

(e) Dividend paid for the last three years

Sl. No.	Date of Declaration	Dividend in %	Total Amount of Dividend (₹)
1.	August 20, 2010	15	28,103,775
2.	August 19, 2011	17.5	32,567,421
3.	August 08, 2012	22.5	41,872,399

(f) Market Price Data

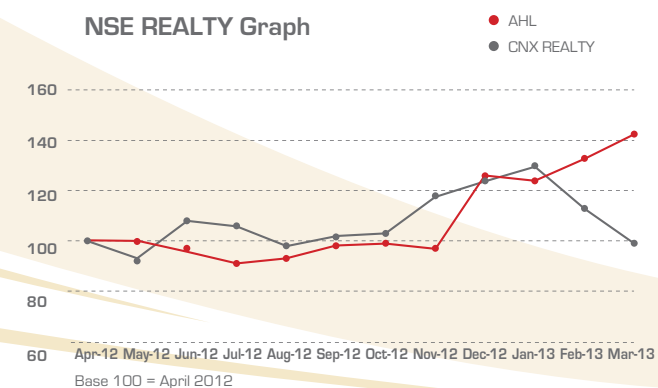
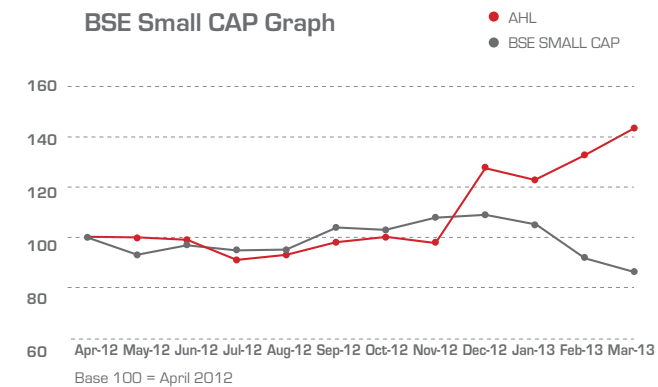
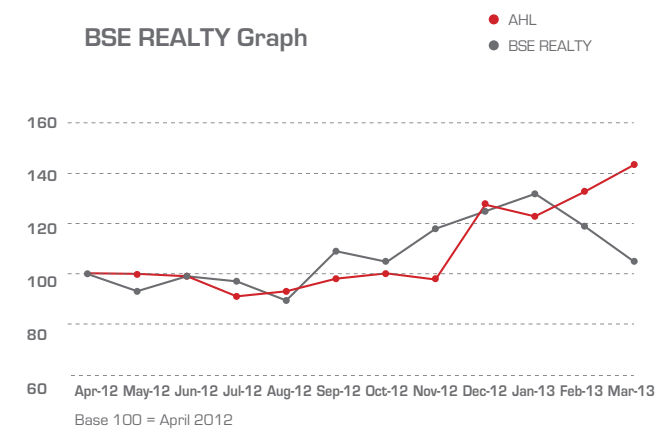
Monthly High and Low quotation of shares traded in Mumbai Stock Exchange and National Stock Exchange for the financial year 2012-2013 is given below:

The company has its ISIN No. INE 365D 01013 for dematerialization of equity shares.

Month	National Stock Exchange Ltd.			Bombay Stock Exchange Ltd.		
	High ₹	Low ₹	Volume No. of Shares	High ₹	Low ₹	Volume No. of Shares
April, 2012	180.50	162.15	21,120	178.00	165.00	19,989
May, 2012	182.00	160.50	41,410	180.50	160.05	25,190
June, 2012	176.75	162.40	30,022	175.00	163.75	26,423
July, 2012	180.00	158.05	74,090	180.00	156.25	41,019
August, 2012	162.90	148.00	188,915	164.80	148.00	135,271
September, 2012	175.00	156.00	39,078	175.00	152.05	26,251
October, 2012	181.45	167.00	48,363	182.00	145.10	31,049
November, 2012	184.70	157.70	39,698	181.00	155.05	53,893
December, 2012	249.80	166.05	242,829	249.75	165.00	155,996
January, 2013	252.00	209.10	111,006	238.95	212.50	94,162
February, 2013	242.70	215.00	101,455	243.00	213.30	53,434
March, 2013	260.00	230.00	113,479	260.55	204.00	64,913

(g) Share Performance Chart

Performance in comparison to broad based indices



h) Registrar & Transfer Agent :

M/s. Beetal Financial & Computer services Pvt. Ltd., having its address at Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi - 110 062 has been appointed by the company for registration of share transfer and other related work.

(i) Share Transfer Process

The company's shares being in compulsory demat list are transferable through the depository system. Shares in Demat Form are processed by the Registrar & Transfer Agent - M/s Beetal Financial & Computer Service Pvt. Ltd., Beetal House, 99, Madangir, Near Dada Harsukh Dass Mandir, Behind Local Shopping Centre, New Delhi - 110 062. Transfer of shares both by Demat and Physical mode are approved by the 'Transfer and Shareholders/Investors Grievance Committee'.

(j) Distribution of Shareholding as on 31.03.2013

Range	Shareholders		Shares	
	No. of Shares	Numbers	% to Total	Numbers
UPTO 500	8119	85.24	1,863,627	10.0141
501 TO 1000	1008	10.58	725,972	3.9010
1001 TO 2000	208	2.18	298,466	1.6038
2001 TO 3000	58	0.61	146,118	0.7852
3001 TO 4000	28	0.29	98,631	0.5300
4001 TO 5000	19	0.20	90,746	0.4876
5001 TO 10000	37	0.39	282,729	1.5192
10001 AND ABOVE	48	0.50	15,103,666	81.15691
TOTAL	9525	100.00	18,609,955	100.00

(k) Shareholding Pattern as on 31.03.2013

Sl. No.	Shareholders	No. of shares	Percentage
A. Promoter's Holding			
1.	Indian Promoters	12,457,547	66.94
B. Non-Promoter's Holding			
1.	Banks, FIs, Insurance Cos., Central/ State Govt. Institutions/ Non-Govt. Institutions	800	0.004
2.	Foreign Institutional Investors	266,133	1.43
C. Others			
1.	Private Corporate Bodies	1,542,751	8.290
2.	Indian Public (including HUF)	4,252,775	22.852
3.	NRIs/OCBs	83,479	0.449
4.	Trust	-	-
5.	Others (Shares in transit)	6,470	0.035
	Grand Total	18,609,955	100.00%

Corporate Governance

(l) Dematerialization of Shares and Liquidity

The shares of the company are compulsorily traded in dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scripless trading, the company has enlisted its shares with National Securities Depository Ltd. and Central Depository Services (India) Ltd. Out of 18,609,955 Equity Shares of the company, 16,828,588 Equity shares have been dematerialized as on March 31, 2013.

(m) Secretarial Audit Report

As stipulated by the Securities and Exchange Board of India, M/s. B. Chhawchharia and Co. Chartered Accountants, Statutory Auditors of the company, carries out the Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Audit Committee. The audit, inter alia confirms that the total listed and paid up capital of the company is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and the total number of shares in physical form.

(n) Offices Locations

Registered Office: 5F, Everest 46/C, Chowringhee Road, SaketKolkata-700 071	Head Office & Share Dept.: Unit No. 4&5, 3rd Floor, Plot No. D-2 Saket District Center, New Delhi - 110 017
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Branch Offices:

- (a) 4th Floor, Ashiana Village Centre, Ashiana Village, Vasundhara Nagar, Bhiwadi, Rajasthan - 301 019
- (b) Ashiana Trade Centre, Adityapur, Jamshedpur - 831 013

(c) 3rd Floor, Apex Mall, Lal Kothi, Tonk Road, Jaipur - 302 015

(d) Village Kuri Bhagtasani, Pali Road, Jodhpur - 342 001

(e) The Business Centre, Office No. 2, 2nd Floor, Purushottam Plaza, Baner Road, Pune - 411 045

(f) 502, The Avenue Shelter, Sahar Road, Opposite Leela Kempinski Hotel, Andheri (East), Mumbai - 400 069

(g) Balaji Krupa Estate, Old Jyoti Ltd., Halol - Godhra Road, Halol (Gujarat) - 389 350

Address for correspondence

Shareholders are advised to correspond the Registrar & Share Transfer Agent - M/s. Beetal Financial & Computer Services Private Ltd., Beetal House, 99, Madangir, Near Dada Harsukh Dass Mandir, Behind Local Shopping Centre, New Delhi - 110 062 for any query regarding share transfer / transmission etc. and other related matter or may contact Bhagwan Kumar, Company Secretary and Compliance Officer on phone no. 011-42654265 ; fax no. 011-42654200; and e-mail: bhagwan@ashianahousing.com.

(o) Compliance with Non Mandatory Requirements

The Board has already formed a Remuneration Committee. Other non-mandatory requirements are yet to be adopted.

On behalf of the Board of Directors

Vishal Gupta
Managing Director

Place: New Delhi
Dated: May 30, 2013

Auditors' Certificate

To the Members of
Ashiana Housing Limited

We have examined the compliance of conditions of corporate governance by Ashiana Housing Limited for the year ended 31st March 2013 as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges in India.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate governance (as stipulated in Clause 49 of the Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management, we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned Listing Agreement.

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 B. CHHAWCHHARIA & Co.
Chartered Accountants

Abhishek Gupta
Partner

Place: New Delhi
Date: May 30, 2013

Auditors' Report

To the Members of ASHIANA HOUSING LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of ASHIANA HOUSING LIMITED, which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and 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

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. 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.

Auditor's 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 auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2013;
- (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. 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 Act, 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 account as required by law have been kept by the company so far as appears from our examination of those books;
 - c) The Balance Sheet and Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches visited by us;
 - d) In our opinion, the Balance Sheet and Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

- e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

For B. CHHAWCHHARIA & Co.
Chartered Accountants

Abhishek Gupta
Partner

Firm Registration No: 305123E
Membership Number: 529082

Place: New Delhi
Date: May 30, 2013

Annexure to the Auditors' Report

Referred to in our report of even date for the year ended 31st March, 2013.

1.
 - a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) According to the information and explanation given to us, all the fixed assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. As explained, no material discrepancies were noticed on such verification.
 - c) In our opinion and according to the information and explanations given to us, the company has not disposed substantial part of its fixed assets during the year.
2.
 - a) According to the information and explanations given to us, the management has physically verified the inventory during the year. In our opinion, the frequency of verification is reasonable.
 - 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) On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
3. The company has not taken/given unsecured loans from/ to companies, firms and other parties covered in the Register maintained under Section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory and fixed assets and with regard to the sale of constructed units and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5.
 - a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts and arrangements referred to in Section 301 of the Companies Act, 1956 that need to be entered into the register maintained under that Section have been so entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions that were made in pursuance of contracts or arrangements that need to be entered into the register maintained in pursuance of Section 301 of the Companies Act, 1956 and aggregating during the year to ₹ 500,000/- or more, in respect of each party, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. As certified by a Cost Accountant, the company has maintained cost records for the year under review, as prescribed under section 209(1)(d) of the Companies Act, 1956 read with Companies(Cost Accounting records) Rules, 2011 to the extent applicable to the company. We have, however, not made a detailed examination of such records.
9.
 - a) According to the records of the company, generally 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, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues, as applicable, and no such statutory dues were outstanding as at the last day of the financial year under review for a period of more than six months from the date they became payable.
 - b) There are no dues of income tax, sales tax, wealth tax, service tax, customs duty, excise duty and cess, as applicable, which have not been deposited on account of any dispute.

10. The company does not have accumulated losses. The company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holder.
12. As per information and explanations provided 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.
13. In our opinion the company is not a chit fund or a nidhi/ mutual benefit fund/ society.
14. The company is not dealing or trading in shares, securities, debentures and other investments. However, Investments of the company are held in its own name.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or Financial Institutions as at the close of the year.
16. In our opinion and according to the information and explanation given to us, term loan have been applied for the purpose for which they were obtained.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment.
18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. During the period covered by our audit report, the company has not issued any debentures.
20. The company has not raised money by public issues during the financial year concerned.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Place: New Delhi
 Date: May 30, 2013

For B. CHHAWCHHARIA & Co.
 Chartered Accountants

Abhishek Gupta
 Partner

Firm Registration No: 305123E
 Membership Number: 529082

Balance Sheet

as at 31st March, 2013

Particulars	Notes	₹	As at	
			31.03.2013 ₹	31.03.2012 ₹
EQUITY AND LIABILITIES				
Shareholders' Funds				
Share Capital	1	186,099,550		186,099,550
Reserves & Surplus	2	<u>2,479,413,730</u>	<u>2,665,513,280</u>	2,390,779,311
Non-current Liabilities				
Long Term Borrowings	3	110,502,784		105,521,533
Deferred Tax Liabilities (Net)	4	37,287,000		31,924,000
Other Long Term Liabilities	5	56,700,875		56,800,753
Long Term Provisions	6	<u>14,495,704</u>	<u>218,986,363</u>	204,933,018
Current Liabilities				
Short Term Borrowings	7	223,384		-
Advance from Customers	8	650,072,644		127,828,061
Trade Payables	9	68,661,565		63,028,124
Other Current Liabilities	10	111,278,163		195,643,767
Short-term Provisions	11	<u>34,899,971</u>	<u>865,135,727</u>	467,171,457
			<u>3,749,635,370</u>	<u>3,062,883,786</u>
ASSETS				
Non-current Assets				
Fixed Assets:				
Tangible Assets	12	429,851,008		429,248,919
Intangible Assets		17,056,646		4,296,377
Intangible Assets under development		<u>1,266,000</u>		-
		<u>448,173,654</u>		433,545,296
Non-Current Investments	13	<u>365,779,310</u>	<u>813,952,964</u>	1,445,785,634
Current Assets				
Current Investments	14	304,496,873		486,091,087
Inventories	15	1,661,087,992		563,775,722
Trade Receivables	16	86,301,568		15,658,449
Cash & Cash Equivalents	17	494,119,722		362,009,130
Short Term Loans & Advances	18	<u>389,676,251</u>	<u>2,935,682,406</u>	1,617,098,152
			<u>3,749,635,370</u>	<u>3,062,883,786</u>

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES TO THE ACCOUNTS

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO
Chartered Accountants.
Firm Registration No: 305123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Profit & Loss Account

for the year ended 31st March, 2013

Particulars	Notes	2012-2013	
		₹	2011-2012 ₹
INCOME			
Revenue from Operations	19	987,740,943	2,011,311,212
Income from Partnership	20	204,038,254	168,657,096
Other Income	21	119,511,253	51,635,975
		<u>1,311,290,450</u>	<u>2,231,604,283</u>
EXPENSES			
Direct Costs:			
Purchases	22	428,977,649	40,853,947
Project Expenses	23	676,447,397	12,028,141
Ongoing Project Expenses Adjusted		26,470,721	888,512,754
Changes in Inventories	24	(546,000,256)	77,390,065
Hotel & Club Expenses	25	<u>60,303,063</u>	<u>56,974,815</u>
		<u>646,198,574</u>	<u>1,075,759,721</u>
Employee Benefits Expense	26	111,789,976	123,128,610
Advertisement & Business Promotion		31,949,006	61,178,108
Finance Costs	27	30,254,620	28,393,791
Other Expenses	28	90,495,624	88,944,201
Depreciation & Amortization expenses		<u>25,610,820</u>	<u>23,775,842</u>
		<u>936,298,620</u>	<u>1,401,180,273</u>
Profit before tax		<u>374,991,830</u>	<u>830,424,010</u>
Tax Expenses	29		
i) Current Tax		48,663,087	145,061,000
ii) Deferred Tax		5,363,000	(1,140,000)
		<u>54,026,087</u>	<u>143,921,000</u>
Profit for the Year after tax		<u>320,965,743</u>	<u>686,503,010</u>
Earning Per Share (On Shares of nominal value of ₹ 10/- each)			
Basic and Diluted		17.25	36.89

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO
Chartered Accountants.
Firm Registration No: 305123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Notes to the Accounts

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹		
1. SHARE CAPITAL				
Authorised :				
35000000 Equity shares of ₹ 10/- each	<u>350,000,000</u>	<u>350,000,000</u>		
Issued, Subscribed and Paid up :				
18609955 Equity shares of ₹ 10/- each fully paid up	<u>186,099,550</u>	<u>186,099,550</u>		
	<u>186,099,550</u>	<u>186,099,550</u>		
a) Details of shareholders holding more than 5% of the Equity Shares in the company:				
	As at 31.03.2013		As at 31.03.2012	
Name of Shareholder	Nos.	% holding	Nos.	% holding
Vishal Gupta	2793866	15.01	2743866	14.74
Ankur Gupta	4036599	21.69	3985963	21.42
Varun Gupta	4037328	21.69	3985964	21.42
Rachna Gupta	1242097	6.67	1242097	6.67
b) Term / Rights attached to Equity Shares				
The company has only one class of Equity Share having a par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year ended 31 March 2013, the amount of per share dividend recognized as distributions to equity shareholders was ₹2.25 (31 March 2012: ₹2.25) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
2 RESERVES & SURPLUS				
Capital Reserve	<u>1,500,000</u>	<u>1,500,000</u>		
	<u>1,500,000</u>	<u>1,500,000</u>		
Securities Premium Reserve	<u>14,400,000</u>	<u>14,400,000</u>		
	<u>14,400,000</u>	<u>14,400,000</u>		
General Reserve				
As per last Account	2,015,000,000	1,514,174,627		
Add : Amount transferred from surplus in Profit & Loss Account	235,000,000	500,825,373		
	<u>2,250,000,000</u>	<u>2,015,000,000</u>		
Surplus in the statement of Profit and Loss				
As per last Account	173,779,761	35,388,360		
Profit for the Year	320,965,743	686,503,010		
Less: Appropriations				
Proposed Equity Dividend	(41,872,399)	(41,872,399)		
Tax on Proposed Equity Dividend	(4,359,375)	(5,413,837)		
Transfer to General Reserve	(235,000,000)	(500,825,373)		
Net Surplus in the statement of Profit and Loss	<u>213,513,730</u>	<u>173,779,761</u>		
	<u>2,479,413,730</u>	<u>2,204,679,761</u>		
3 LONG -TERM BORROWINGS:				
SECURED LOANS				
Term Loan				
a) From Bank				
Corporate Loan - From AXIS Bank Limited	133,333,336	-		

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
Secured by exclusive mortgage on "Treehouse" Hotel with 101 rooms and retail mall of 38,687 sq. ft. at Village Centre, Vasundhara Colony, Bhiwadi Dist. Alwar		
Terms of Repayment : 72 equal monthly installments commencing from 31.08.2012		
b) From Others		
(i) Construction Loan - From HDFC limited	-	107,764,151
Secured by (i) first exclusive mortgage on land admeasuring 86717.5 sq. mtr. in Ashiana Aangan Project along with construction thereon, both present and future and (ii) assignment of receivables including booking amount relating to Ashiana Aangan (Phase IV, V & VI) and all insurance proceeds, present & future.		
Terms of Repayment : 10% of all sale receipts of Ashiana Aangan project (Phase IV, V & VI) towards principal repayment to be completed within 24 months from the date of disbursement. (19.05.2011)		
(ii) Corporate Loan -From HDFC Limited	-	100,000,000
Secured by (i) first exclusive mortgage on land admeasuring 3774.80 sq. mtr. at Village Centre, Vasundhara Colony, Bhiwadi Dist. Alwar along with construction thereon, both present and future. (ii) Assignment of all receivables accruing from the hotel cum club facility and Retail Commercial Space situated at The Treehouse and Village Centre, Vasundhara Colony, Phase-2, Bhiwadi.		
Terms of Repayment : 120 EMI Starting from the date of complete disbursement.		
Vehicle Loan		
a) From Banks:		
Axis Bank Limited	-	83,647
HDFC Bank Limited	4,576,028	8,485,895
b) From Others:		
Tata Capital Ltd	945,502	1,524,663
Secured against hypothecation of vehicles financed by them.		
Terms of Repayment:		
₹ 4,519,386/- Under 36 EMI Scheme		
₹ 659,803/- Under 48 EMI Scheme		
₹ 342,341/- Under 60 EMI Scheme		
	<u>138,854,866</u>	<u>217,858,356</u>
Less : Current Maturity (Refer Note No. 10)	<u>28,352,082</u>	<u>112,336,823</u>
	<u>110,502,784</u>	<u>105,521,533</u>
4 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability on Fiscal allowance of fixed assets	41,990,000	35,391,000
Less: Deferred Tax Assets on Employee Benefits	4,703,000	3,467,000
	<u>37,287,000</u>	<u>31,924,000</u>
5 OTHER LONG TERM LIABILITIES		
Security Deposit from Treehouse Members	23,412,895	23,562,782
Security Deposit against rent	10,000,000	10,000,000
Lease Rent Deposit	23,287,980	23,237,971
	<u>56,700,875</u>	<u>56,800,753</u>
6 LONG TERM PROVISIONS		
Provision for Gratuity	14,495,704	10,686,732
	<u>14,495,704</u>	<u>10,686,732</u>

Notes to the Accounts

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
7 SHORT-TERM BORROWINGS		
SECURED LOANS		
Loan repayable on demand:		
From HDFC Bank Limited - Bank Overdraft	223,384	-
Secured against pledge of Fixed Deposit Receipts		
	<u>223,384</u>	<u>-</u>
8 ADVANCE FROM CUSTOMERS		
Customer Advance	715,564,627	2,255,224,086
Less: Ongoing Projects Adjustment Account	65,491,983	2,127,396,025
	<u>650,072,644</u>	<u>127,828,061</u>
9 TRADE PAYABLES		
Sundry Creditors	68,661,565	63,028,124
	<u>68,661,565</u>	<u>63,028,124</u>
10 OTHER CURRENT LIABILITIES		
Current maturities of long-term borrowings (Refer Note No. 3)	28,352,082	112,336,823
Interest accrued but not due on borrowings	36,454	62,874
Interest accrued and due on borrowings on 31.03.2013 (Auto debited on 01.04.2013)	1,523,145	-
Unclaimed Dividends	8,579,523	6,778,430
Security deposits	9,411,808	12,389,403
Due against slump sale - to subsidiary companies	2,681,327	-
Other liabilities	60,693,823	64,076,237
	<u>111,278,163</u>	<u>195,643,767</u>
11 SHORT-TERM PROVISIONS		
For Taxation (Net of advances)	(11,331,803)	33,385,269
For Proposed Dividend	41,872,399	41,872,399
For Corporate Dividend Tax	4,359,375	5,413,837
	<u>34,899,971</u>	<u>80,671,505</u>

12 FIXED ASSETS

Particulars	GROSS BLOCK			DEPRECIATION / AMORTIZATION			NET BLOCK	
	As at 01.04.2012 ₹	Additions/ (Deductions) ₹	As at 31.03.2013 ₹	Up to 31.03.2012 ₹	For the year/ (Adjustments) ₹	Up to 31.03.2013 ₹	As at 31.03.2013 ₹	As at 31.03.2012 ₹
TANGIBLE ASSETS								
BUILDING	230,506,938	-	230,506,938	23,714,222	6,619,629	30,333,851	200,173,087	206,792,716
PLANT & MACHINERY	156,849,903	15,723,445	172,573,348	27,134,074	7,739,589	34,873,663	137,699,685	129,715,829
FURNITURE & FIXTURES	41,904,052	2,392,048	44,296,100	11,742,782	2,655,754	14,398,536	29,897,564	30,161,270
VEHICLES	27,230,221	51,837	26,432,520	5,120,549	2,539,975	7,325,177	19,107,343	22,109,672
		(849,538)			(335,347)			
ELECTRICAL INSTALLATIONS EQUIPMENTS AND FACILITIES	13,179,238	282,769	13,462,007	2,796,362	601,928	3,398,290	10,063,717	10,382,876
	26,454,135	2,261,693	28,036,049	4,249,756	1,294,493	5,403,201	22,632,848	22,204,379
		(679,779)			(141,048)			
COMPUTERS- HARDWARE	17,213,422	5,104,717	22,318,139	9,331,245	2,710,130	12,041,375	10,276,764	7,882,177
TOTAL (A)	513,337,909	25,816,509	537,625,101	84,088,990	24,161,498	107,774,093	429,851,008	
		(1,529,317)			(476,395)			
INTANGIBLE ASSETS								
TRADEMARK AND LOGO	-	11,143,152	11,143,152	-	195,387	195,387	10,947,765	-
GOODWILL	100,000	2,045,374	2,045,374	100,000	-	-	2,045,374	-
		(100,000)			(100,000)			
COMPUTERS - SOFTWARE	5,824,430	1,021,065	6,845,495	1,528,053	1,253,935	2,781,988	4,063,507	4,296,377
TOTAL (B)	5,924,430	14,209,591	20,034,021	1,628,053	1,449,322	2,977,375	17,056,646	-
		(100,000)			(100,000)			
TOTAL(A+B)	519,262,339	40,026,100	557,659,122	85,717,043	25,610,820	110,751,468	446,907,654	-
		(1,629,317)			(576,395)			
INTANGIBLE ASSETS UNDER DEVELOPMENT								
COMPUTER - SOFTWARE	-	1,266,000	1,266,000	-	-	-	1,266,000	-
GRAND TOTAL	519,262,339	41,292,100	558,925,122	85,717,043	25,610,820	110,751,468	448,173,654	-
		(1,629,317)			(576,395)			
PREVIOUS YEAR FIGURES	484,138,828	51,903,818	519,262,339	65,331,902	23,775,842	85,717,043	-	433,545,296
		(16,780,307)			(3,390,701)			

Particulars	Face Value Per Shares/ Debentures ₹	No. of Shares/ Debentures	As at 31.03.2013 ₹	No. of Shares/ Debentures	As at 31.03.2012 ₹
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13 NON-CURRENT INVESTMENTS

Trade

In Immovable Properties:

Retail space at Village Centre, Bhiwadi			88,515,920		88,515,920
Building at W-177, Greater Kailash - II, New Delhi			32,939,879		32,939,879
Land at RIICO Industrial Area, Bhiwadi, Rajasthan			3,613,539		1,782,139
Building at Ashiana Plaza, Patna			1,616,571		1,616,571
Roof rights, Ashiana Trade Centre, Jamshedpur			1,500,000		1,500,000
Bageecha office, Bhiwadi			313,042		313,042
Flats at Utsav, Bhiwadi			7,432,216		7,432,216
Shops, Ashiana Trade Centre, Jamshedpur			313,186		313,186
			<u>136,244,353</u>		<u>134,412,953</u>

In Fully paid up Equity Shares:

Subsidiary Companies (Unquoted)					
Ashiana Maintenance Services Ltd. (Formerly Vatika Marketing Ltd.)	10	50,000	520,120	50,000	520,120
Latest Developers Advisory Ltd	10	50,000	500,502	50,000	500,502
Topwell Projects Consultants Ltd.	10	50,000	500,502	50,000	500,502
			<u>1,521,124</u>		<u>1,521,124</u>

Notes to the Accounts

Particulars	Face Value Per Shares/ Debentures ₹	No. of Shares/ Debentures	As at 31.03.2013 ₹	No. of Shares/ Debentures	As at 31.03.2012 ₹
In Partly Paid Debentures:					
Subsidiary Companies (Unquoted)					
Zero Interest Unsecured Optionally Fully Convertible Debentures of ₹ 100/- each					
(i) Topwell Projects Consultants Ltd (paid up Nil per debenture PY ₹ 76/-)	100	-	-	5000000	380,000,000
(ii) Latest Developers Advisory Ltd (paid up Nil per debenture PY ₹ 30/-)	100	-	-	5000000	150,000,000
					<u>530,000,000</u>
+ In Partnership Firms:					
Ashiana Amar Developers			(14,709,529)		66,718,503
Ashiana Manglam Developers			115,626,694		147,054,098
Ashiana Greenwood Developers			13,544,648		16,301,435
Megha Colonizers - Rangoli Division			(188,708,742)		39,437,216
Ashiana Manglam Builders			87,522,829		40,000,000
Vista Housing			148,342,785		-
			<u>161,618,685</u>		<u>309,511,252</u>
+ In Limited Liability Partnerships:					
Neemrana Builders LLP			13,145,513		13,173,247
MG Homecraft LLP			52,252,478		22,593,272
+ Particulars of Partnership firm and Limited Liability Partnerships are given below.			<u>65,397,991</u>		<u>35,766,519</u>
(A)			<u>364,782,153</u>		<u>1,011,211,848</u>
Others:					
In Fully paid up Equity Shares:					
i. Quoted					
IFGL Refractories Ltd	10	10224	790,939	10224	790,939
S.M. Telesys Ltd.	10	-	-	2500	25,000
Timken India Ltd.	10	-	-	54	3,696
Modern Woolen Ltd.	10	-	-	50	1,575
Ispat Profile Ltd.	10	-	-	100	782
Modern Threads Ltd.	10	-	-	23	280
Elite Leasings Ltd.	10	3750	6,218	3750	6,218
ii. Unquoted					
Adityapur Toll Bridge Company Ltd.	10	20000	200,000	20000	200,000
(B)			<u>997,157</u>		<u>1,028,490</u>
Total (A) + (B)			<u>365,779,310</u>		<u>1,012,240,338</u>
Aggregate amount of Quoted investments			797,157		822,272
Aggregate amount of Unquoted investments			364,982,153		1,011,418,066
Market Value of Quoted investments			322,140		439,776

The particulars of partnership firms and limited liability partnerships are given below :-

a) Ashiana Amar Developers

Name of Partners	Share	Capital (₹)
Ashiana Housing Ltd.	95%	(14,709,529)
Ashiana Maintenance Services Ltd. (Formerly Vatika Marketing Ltd)	5%	2,020,472

b) Ashiana Manglam Developers

Name of the Partner	Share	Balance	Capital (₹)
Ashiana Housing Ltd.	-	65.00%	115,626,694
Rajkumari Garg	33.00%	11.55%	15,475,371
Sangeeta Agarwal	17.00%	5.95%	9,672,156
Sanjay Gupta	33.00%	11.55%	15,475,360
Vinod Goyal	17.00%	5.95%	9,672,155

c) Ashiana Greenwood Developers

Name of the Partner	Share	Balance	Capital (₹)
Shubhlabh Buildhome Private Ltd	100%	50%	13,544,646
Ashiana Housing Ltd.	-	50%	13,544,648

d) Megha Colonizers - Rangoli Division

Name of Partners	Share	Balance	Capital (₹)
N.K. Gupta	15.00%	7.50%	(110,922,002)
Vinod Goyal	15.50%	7.75%	(114,622,404)
Ram Babu Agarwal	7.50%	3.75%	(55,461,001)
Ajay Gupta	15.00%	7.50%	(110,922,002)
Ritesh Agarwal	33.00%	16.50%	(244,025,403)
Manglam Build-developers P Ltd	6.00%	3.00%	(44,368,800)
Rajendra Agarwal	8.00%	4.00%	(59,158,400)
Ashiana Housing Ltd.	-	50.00%	(188,708,742)

e) Ashiana Manglam Builders

Name of Partners	Share	Balance	Capital (₹)
Ashiana Housing Ltd.	-	50.00%	87,522,829
Manglam Build-developers P. Ltd.	50.00%	48.08%	(57,483,317)
Ram Babu Agarwal	50.00%	1.92%	96,925,714

f) Vista Housing

Name of Partners	Share	Balance	Capital (₹)
Ashiana Housing Ltd.	-	50.00%	148,342,785
Manglam Build-developers P. Ltd.	100.00%	46.875%	(14,299,658)
Ram Babu Agarwal	-	3.125%	-

g) Neemrana Builders LLP

Name of Partners	Share	Capital (₹)
Ashiana Housing Limited	98.5%	13,145,513
Vishal Gupta	0.5%	66,602
Ankur Gupta	0.5%	66,602
Varun Gupta	0.5%	66,602

h) MG Homecraft LLP

Name of Partners	Share	Capital (₹)
Ashiana Housing Limited	98.5%	52,252,478
Vishal Gupta	0.5%	114,483
Ankur Gupta	0.5%	114,483
Varun Gupta	0.5%	114,483

+ on the basis of audited Balance Sheet as at 31.03.2013

Notes to the Accounts

Particulars	Face Value Per Unit ₹	No. of Unit	As at 31.03.2013 ₹	No. of Unit	As at 31.03.2012 ₹
14 CURRENT INVESTMENTS					
(i) In Mutual Funds (Unquoted)					
Birla SL Dynamic Bond Fund - Retail - Growth	-	-	9,012,121.957	157,000,000	
BNP Paribas Short Term Income Fund - Inst Growth	-	-	4,269,374.190	50,000,000	
JP Morgan India Short Term Income Fund	-	-	11,770,821.015	135,000,000	
Morgan Stanley Liquid Fund- Daily Dividend	-	-	899.553	900,000	
DSP Black Rock Income Opportunity - IP- Growth	1000	89,372.371	141,696,873	-	-
HSBC Flexi Debt Fund - Growth	10	3,027,919.731	47,000,000	-	-
SBI Dynamic Bond Fund - Reg Growth	10	5,621,055.050	77,800,000	-	-
UTI Treasury Advantage Fund - IP - Growth	1000	2,531.232	4,000,000	-	-
UTI Treasury Advantage Fund - IP - DP - Growth	1000	21,526.024	34,000,000	73,134.863	104,182,887
			304,496,873		447,082,887
(ii) In Bonds (unquoted)					
Air India Bonds	1000000	-	-	38	39,008,200
			304,496,873		486,091,087
Aggregate amount of Unquoted Investments			304,496,873		486,091,087
Repurchase Price of units of mutual funds			320,609,819		458,198,968

15 INVENTORIES

Stock (As taken, valued and certified by the management)				
Land/Development Rights :				
Project Launched		430,429,664		70,544,448
Others*		545,191,337		89,132,806
Unsold completed constructions		127,161,728		119,880,982
Work-in-progress*		527,180,928		234,315,494
Construction materials*		29,885,064		48,794,706
Hotel & club consumables		1,239,271		1,107,286
		1,661,087,992		563,775,722
*Include acquired under slump sale		576,603,366		-

16 TRADE RECEIVABLES

(Unsecured, Considered Good)				
Due for more than six months		21,537,795		2,613,401
Other Debts		64,763,773		13,045,048
		86,301,568		15,658,449

17 CASH AND BANK BALANCES

Cash-in-hand		2,605,688		1,746,313
Cheques-in-hand		1,173,453		26,049,907
Balances with Scheduled Banks :				
In Current Account		113,333,383		96,829,602
In Unclaimed Dividend Account		8,579,523		6,778,430
In Fixed Deposit Account*		368,427,675		230,604,878
		494,119,722		362,009,130
*Pledged		157,426,019		43,330,955
*Maturing after 12 months from close of the year		140,308,575		178,638,917

18 SHORT TERM LOANS AND ADVANCES

(Unsecured, considered good)				
Advance/Deposit against land/development rights:				
Project Launched		51,505,820		40,050,658
Others		168,715,804		44,956,582
Advances recoverable in cash or in kind or for value to be received		121,816,481		86,678,466
Due from a Subsidiary Company		-		2,309,887
Loan to Other		1,600,000		-

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
Unaccrued Selling Expenses	38,525,704	7,871,514
Deposits	7,512,442	7,696,657
	389,676,251	189,563,764
Includes due from a related party	895,778	3,179,041

19 REVENUE FROM OPERATIONS

	2012-2013 ₹	2011-2012 ₹
Real Estate:		
a) Completed Projects (on Possession)	751,346,221	239,618,857
b) Ongoing Projects	45,757,604	1,652,725,748
c) Sale of Land	75,000,663	-
Hotel & club:		
Rooms, Restaurant, Banquets and other services	115,636,455	118,966,607
	987,740,943	2,011,311,212

20 INCOME FROM PARTNERSHIP

Share of Profit	135,364,054	116,476,796
Project Management Fee	68,674,200	52,180,300
	204,038,254	168,657,096

21 OTHER INCOME

Interest (Includes TDS ₹ 3,223,865/- P.Y. ₹ 1,634,297/-)	44,560,575	24,915,379
Income from Investments:		
Rent	6,922,493	5,520,971
Dividend	8,598,997	3,008,052
Profit on sale of investments	44,852,911	10,019,042
Fee and Subscription	1,490,778	1,372,103
Rent and Hire charges	3,533,641	1,420,721
Miscellaneous Income	8,963,927	5,136,629
Liabilities Written Back	587,931	243,078
	119,511,253	51,635,975

22 PURCHASES

Land / Development Rights	424,557,649	32,929,076
Flats/ Bungalows/ Shops	4,420,000	7,924,871
	428,977,649	40,853,947

23 PROJECT EXPENSES

Consumption of construction materials (Indigenous)	367,018,258	507,009,529
Wages	71,082,696	94,454,123
PRW Charges	56,397,680	87,676,901
Other Direct Construction Expenses	67,974,644	86,187,323
Power & Fuel	7,370,624	10,053,171
Architects' Fee & Consultancy Charges	13,132,450	10,702,497
Salary, Wages, Bonus and Allowances	40,914,673	-
Staff welfare expenses	5,815,603	-
Rent	140,500	-
Insurance	453,786	71,487
Repair & Maintenance		
To Machineries	1,311,929	-
To Others	1,308,053	-
Loan Processing and Other Financial Charges	9,687,812	-
Miscellaneous project expenses	57,824,408	35,530,264

Notes to the Accounts

Particulars	2012-2013 ₹	2011-2012 ₹
	700,433,116*	831,685,295
Less: Ongoing Project Adjustment	<u>23,985,719</u>	<u>819,657,154</u>
	676,447,397	12,028,141
* Include Project Post - Completion Expenses	<u>4,770,671</u>	-
24 CHANGES IN INVENTORIES		
Opening Stock :		
Land/Development Rights		
Project Launched*	69,259,577	50,164,431
Less: Transfer to investments	-	(571,278)
	<u>69,259,577</u>	<u>49,593,153</u>
Others	<u>89,132,806</u>	<u>89,132,806</u>
	158,392,383	138,725,959
Unsold completed construction*	118,680,851	158,173,406
Less: Transfer to investments	-	(6,860,938)
	<u>118,680,851</u>	<u>151,312,468</u>
Work-in-progress	<u>234,315,494</u>	<u>301,225,368</u>
	511,388,728	591,263,795
Less: Closing Stock:		
Land/Development Rights		
Project Launched	430,429,664	70,544,448
Others	36,344,900	89,132,806
Unsold completed construction	127,161,728	119,880,982
Work-in-progress	<u>463,452,692</u>	<u>234,315,494</u>
	1,057,388,984	513,873,730
	(546,000,256)	77,390,065
* Net of ongoing project adjustment	<u>2,485,002</u>	<u>68,855,600</u>

25 HOTEL & CLUB EXPENSES

Consumables (indigenous)	18,168,462	16,657,029
Personnel	12,993,958	13,473,646
Power & fuel	11,260,232	9,949,394
Other running expenses	<u>17,880,410</u>	<u>16,894,746</u>
	60,303,063	56,974,815

26 EMPLOYEE BENEFIT EXPENSE

Salary, Wages, Bonus and Allowances (includes Gratuity Provision ₹ 3,808,972/-; PY ₹ 2,163,461/-)	73,595,427	84,185,513
Directors' Remuneration	12,348,724	19,830,186
Contribution to Provident & Other Funds	1,881,589	2,134,000
Staff Welfare Expenses	<u>23,964,236</u>	<u>16,978,911</u>
	111,789,976	123,128,610

27 FINANCE COSTS

Interest		
- On Term Loans	27,690,600	23,494,919
- Others	<u>1,721,320</u>	<u>776,444</u>
Loan Processing & Other Financial Charges	<u>842,700</u>	<u>4,122,428</u>
	30,254,620	28,393,791

28 OTHER EXPENSES

Rent	12,752,029	12,335,533
Rates and Taxes	1,745,990	1,404,077
Insurance	471,139	458,830
Travelling and Conveyance	13,170,430	11,261,716
Legal and Professional expenses	<u>10,809,884</u>	<u>15,789,691</u>

Particulars	2012-2013 ₹	2011-2012 ₹
Commission	1,647,559	889,545
Telephone, Telex & Fax	3,328,350	4,274,464
Printing & Stationery	3,754,723	3,011,382
Repairs and Maintenance :		
To Machineries	1,324,053	3,341,992
To Building	13,762,351	9,791,565
To Others	3,717,654	8,679,660
Directors' Fees	14,000	16,000
Auditors' Remuneration :		
For Statutory Audit	1,250,000	786,520
For Internal Audit	429,334	676,873
For Tax Audit	200,000	196,630
For Other Services	942,021	420,142
Miscellaneous expenses	20,139,738	13,406,923
Irrecoverable Balances Written off	216,887	412,199
Investments written off	31,333	-
Loss on sale of Fixed Assets	746,616	1,761,218
Items relating to previous year (Net)	41,533	29,241
	90,495,624	88,944,201

29 TAX EXPENSES

Current tax		
Income Tax	46,600,000	144,700,000
Wealth Tax	597,000	361,000
Tax Adjustments	<u>1,466,087</u>	<u>-</u>
	48,663,087	145,061,000
Deferred Tax		
Deferred Tax	5,363,000	(1,140,000)
	54,026,087	143,921,000

30 NOTES ON ACCOUNTS

1) SIGNIFICANT ACCOUNTING POLICIES

SYSTEM OF ACCOUNTING :

The company adopts accrual basis of accounting in the preparation of accounts.

FIXED ASSETS :

1. Fixed assets are valued at cost less depreciation/amortization.
2. Capital work-in-progress is valued at cost.
3. Intangible assets under development is valued at cost.

DEPRECIATION AND AMORTIZATION :

1. Depreciation on tangible assets is provided on straight line basis in accordance with the provisions of Schedule XIV of the Companies Act, 1956.
2. Intangible assets are amortized over the period of useful life of the assets as estimated by the management.

INVENTORIES :

Inventories are valued as follows:

Construction Material and Hotel & Club consumables	At Lower of cost and net realizable value. However, materials and other items are not written down below cost if the constructed units/food and beverages in which they are used are expected to be sold at or above cost. Cost is determined on FIFO basis.
Leasehold and Freehold Land	At Lower of cost and net realizable value.
Unsold Completed Construction and work in Progress	At Lower of cost and net realizable value. Cost includes direct materials, labor and project specific direct and indirect expenses.

Notes to the Accounts

REAL ESTATE PROJECTS :

- Revenue in respect of the projects undertaken before 31st March, 2006 and the projects which have not reached the level of completion as considered appropriate by the management within 31st March, 2011, as discussed in (b) below, is accounted for (i) on delivery of absolute physical possession of the respective units on completion, or (ii) on deemed possession of the respective units on completion or (iii) on physical possession for fitout, as considered appropriate by the management based on circumstantial status of the project.
- Revenue in respect of projects undertaken on or after 1st April, 2006 which have reached the level of construction as considered appropriate by the management within 31st March, 2011 is recognized on the "Percentage of Completion Method" (POC) of accounting and represents value of units contracted to be sold to the extent of actual work done against total estimated cost of execution. The corresponding cumulative amount at the close of the year appears under 'Current Liabilities' as deduction from "Advance from customers".
The estimates of saleable area and Construction cost are reviewed periodically by the management and effect of any change in estimates is recognized in the period such changes are determined.
- Selling Expenses related to specific Projects/Units are being charged to Profit and Loss Account in the year in which Sale thereof is offered for taxation.
- Interest on delayed payments and other charges are accounted for on certainty of realization.

HOTEL & CLUB :

Revenue from rooms, food and beverages, club and other allied services, is recognized upon rendering of the services.

OTHER INCOME :

Other income is accounted on accrual basis except where the receipt of income is uncertain.

TAXES ON INCOME :

- Current Tax is determined as the amount of tax payable in respect of taxable income for the year.
- Deferred Tax is recognized, subject to consideration of prudence, in respect of deferred tax Assets/ Liabilities arising on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax in respect of differential income due to accounting of sales on percentage completion basis, being not determinate, is not recognized.

INVESTMENTS :

- Long term investments are carried at acquisition cost and investments intended to be held for less than one year are classified as current investments and are carried at lower of cost and market value. Long Term Investments which have attained the stage of permanent diminution in their value are revalued at their current value.
- Value of Intangible capital rights created in favor of the company in the process of Real Estate activities, being not determinate, are not shown in the books of accounts

FOREIGN CURRENCY TRANSACTIONS :

Income and Expenditure in foreign currency is converted into rupee at the rate of exchange prevailing on the date of the transactions. All payables and receivables related to foreign currency transactions outstanding at the year end are translated at exchange rates prevailing at the year end. The resultant translation differences are recognized in the Profit & Loss Account.

EMPLOYEE BENEFITS :

- Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.
- Post employment and other long term employee benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gain and losses in respect of post employment and other long term benefits are charged to Profit and Loss Account.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates/ assumption to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period in which the results are known/ materialized.

IMPAIRMENT OF ASSETS :

Impairment Loss in the value of assets, as specified in Accounting Standard -28 is recognized whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.

2) Contingent Liability, not provided for, in respect of :

- Claims not acknowledged as debts

Cess - Sonari land	₹ 45.91 lakhs (₹ 37.53 lakhs)
Bank Guarantee	₹ 0.25 lakhs (₹ 0.25 lakhs)
 - Contested claim of the Government of Rajasthan for refund of State Capital Subsidy including interest ₹55.79 lakhs (₹54.75 lakhs) against which the company has deposited ₹ 55.79 lakhs (₹ 15 lakhs) under protest.
 - Contested claim of Secretary, UIT, Bhiwadi for payment of Completion Certificate Charges amounting to ₹12.53 lakhs (₹12.53 lakhs) against which the company has deposited ₹12.53 lakhs (₹ 12.53 lakhs) under protest.
 - Contested claim of a customer pursuant to the order of the District Consumer Forum ₹2.66 lakhs (Nil) against which the company has deposited ₹ 2.66 lakhs (Nil) under protest.
- 3) Estimated amount of contract remaining to be executed on capital account and not provided for amounts to ₹182.86 lakhs (P.Y. Nil); against which the company has given advance of ₹15.10 lakhs (P.Y. Nil).
- In view of non confirmation/ response from the suppliers regarding their status as SSI units, the amount due to Small Scale Industrial undertaking can not be ascertained.
 - Due to non receipt of confirmation/ response from the suppliers for compliance under the Micro, Small and Medium Enterprises Development Act, 2006, the company is unable to provide the information required under the said act.

	2012-2013	2011-2012
	₹	₹
5) Expenditure in Foreign Currency:		
Travelling Expenses	2,956,286	3,955,857
Medical Expenses	2,356,802	Nil
Conference and Meeting expenses	1,008,599	Nil

- The company's Writ Petition before the Hon'ble Rajasthan High Court, challenging applicability of service tax to the company under the category 'Construction of Residential Complex Services', has been dismissed by the Court. In view of this, the amounts of 'Service Tax Received from customers (subjudice)' and 'Service Tax paid under Protest' appearing under the heads "Other Current Liabilities" and "Short Term Loans and Advances" respectively in the previous year accounts have been regrouped/ recasted.
- The company has acquired Thada/ Udaipur Business Divisions alongwith land admeasuring 22.296 hectares situated at Thada and Udaipur villages, District Alwar, Rajasthan from its wholly owned subsidiaries namely M/s Topwell Projects Consultants Limited and M/s Latest Developers Advisory Limited by way of slump sale during the year, and assets and liabilities acquired thereof have been considered in these accounts accordingly. The company plans to launch project 'Ashiana Town' on the aforesaid land.
- In accordance with Accounting Standard 17 "Segment Reporting" as prescribed under Companies (Accounting Standards) Rules, 2006, the company has determined its business segment as Real Estate Business. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.
- Related parties and transactions with them as specified in the Accounting Standard 18 on "Related Parties Disclosures" prescribed under Companies (Accounting Standards) Rules, 2006 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

	2012-2013	2011-2012
Particulars	₹ Lakhs	₹ Lakhs
Related Parties & Relationship		
a) Enterprises that directly, or indirectly through one or more intermediaries, Control or are controlled by or are under common control with the company (including holding companies, subsidiaries and fellow Subsidiaries) :		
	Transactions	
i) Ashiana Maintenance Services Limited (Formerly Vatika Marketing Ltd.)	Sale of Flat Rent Received Hire Charges Received Maintenance charges paid Cafe Exp Year end Payable/ (Receivable) Security Deposit against Rent Management Deposit- Utsav	Nil 13.20 1.80 89.41 0.13 (23.10) 100.00 (6.75)
	30.86	
	16.80	
	1.80	
	135.69	
	0.99	
	Nil	
	100.00	
	(3.54)	
ii) Latest Developers Advisory Ltd	Zero Interest Unsecured Optionally Fully Convertible Debentures Year end Payable/ (Receivable)	Nil 1500.00 Nil
	Nil	
	7.00	

Notes to the Accounts

Particulars	2012-2013 ₹ Lakhs	2011-2012 ₹ Lakhs
iii) Topwell Projects Consultants Ltd.		
Hire Charges Received	0.92	Nil
Zero Interest Unsecured Optionally Fully Convertible Debentures	Nil	3800.00
Year end Payable/ (Receivable)	19.81	Nil
iv) Neemrana Builders LLP		
Year end Investment	As per note 13	As per note 13
v) MG Homecraft LLP		
Year end Investment	As per note 13	As per note 13
vi) Ashiana Amar Developers		
Year end Investment	As per note 13	As per note 13
vii) Vista Housing		
Year end Investment	As per note 13	As per note 13
b) Associates and joint ventures		
i) Ashiana Greenwood Developers		
Hire charges received	Nil	0.22
Year end Investment	As per note 13	As per note 13
ii) Megha Colonizers		
Management Fee Received	686.67	521.80
Rent received	13.50	Nil
Hire charges received	12.56	8.72
Year end Investment	As per note 13	As per note 13
iii) Ashiana Manglam Developers		
Hire charges received	Nil	1.01
Year end Investment	As per note 13	As per note 13
iv) Ashiana Manglam Builders		
Year end Investment	As per note 13	As per note 13
c) Individuals owning directly or indirectly, an interest in the voting power of the company that gives them control or significant influence over the company, and relatives of any such individual.		
d) Key management personnel and their relatives		
i) Vishal Gupta, Managing Director		
Remuneration	24.00	24.00
Commission	17.16	42.10
Purchase of Flat	44.20	Nil
Year End Payable/(Receivable)	8.17	42.10
ii) Ankur Gupta, Jt. Managing Director		
Remuneration	24.00	24.00
Commission	17.16	42.10
Year End Payable/(Receivable)	8.17	42.10
iii) Varun Gupta, Whole Time Director		
Remuneration	24.00	24.00
Commission	17.16	42.10
Sale of Flat	67.66	Nil
Year End Payable/(Receivable)	8.17	42.10
Advance from Customers	Nil	67.66
iv) Hem Gupta (Proprietor of Coffee Quotient) Relative of Directors		
Staff Welfare Expenses	6.01	4.73
Year End Payable/(Receivable)	0.39	0.35
e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence :		
i) OPG Realtors Limited		
Rent	32.64	20.16
Year End Payable/(Receivable) - Deposit	(5.04)	(5.04)
ii) Karma Hospitality Limited		
Management Fee Paid	64.74	71.01
Year End Payable/(Receivable)	4.79	7.95
iii) R G Woods Limited		
Sale of Flat	20.66	Nil
Purchase of Construction Material	66.28	0.54

Particulars	2012-2013 ₹ Lakhs	2011-2012 ₹ Lakhs
Year end Payable/ (Receivable)	(0.38)	(20.00)
Advance from Customers	2.59	20.66
iv) B.G. Estates Limited		
Year end Payable/ (Receivable)		
Advance from Customers	187.26	102.02
v) OPMG Investments Private Limited		
Commission paid	8.51	Nil
f) Amount Written off in respect of above parties	-	-
10) The earning per share has been calculated as specified in Accounting Standard 20 on "Earnings Per Share" issued by ICAI and related disclosures are as below:		
a) Amount used as numerator in calculating basic and diluted EPS:		
Profit after tax (₹ in lakhs)	3,209.66	4894.61
Less: Extra-ordinary Items (Net of taxes)	-	516.89
	<u>3,209.66</u>	<u>4377.72</u>
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos. in lakhs).		
Opening Balance	186.10	187.36
Less: cancellation on amalgamation	-	1.26
	<u>186.10</u>	<u>186.10</u>
11) The disclosure required under Accounting Standard -15, Employees Benefit, notified in the Companies (Accounting Standard) Rules, 2006 are given below:		
Defined Contribution Plan		
Contribution to Defined Contribution Plan, recognised are charged off for the year are as under:		
Employer's Contribution to Provident & Pension Fund	18.82	21.34
Defined Benefit Plan		
The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes 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.		
a. Reconciliation of opening and closing balances of Defined Benefit obligation		
Gratuity (Unfunded)		
Defined Benefit obligation at beginning of the year	106.86	85.23
Current Service Cost	20.24	15.42
Interest Cost	9.30	6.90
Actuarial (gain)/loss	13.94	6.43
Benefits (paid)	(5.38)	(7.12)
Defined Benefit obligation at year end	144.96	106.86
b. Reconciliation of fair value of assets and obligations		
Present value of obligation as at end of the year	144.96	106.86
Amount recognized in Balance Sheet	144.96	106.86
c. Expenses recognized during the year		
Current Service Cost	20.24	15.42
Interest Cost	9.30	6.90
Actuarial (gain) / loss	13.94	6.43
Net Cost	43.48	28.75
d. Actuarial assumptions		
Mortality Table (L.I.C.)	1994-96	1994-96
Discount rate (per annum) compounded	8.10%	8.70%
Rate of escalation in salary (per annum)	5.00%	5.00%
The estimates of future salary increase considered in the actuarial valuation takes into account factors like inflation, seniority, promotion and other relevant factors. The above information is certified by the Actuary.		

Notes to the Accounts

12) These accounts have been prepared as per the revised Accounting Standard (AS) 9 on "Revenue Recognition" and the Guidance note on "Recognition of Revenue by Real Estate Developers" in respect of projects undertaken on or after 1st April, 2006 which have reached the level of construction as considered appropriate by the management within 31st March, 2011.

Since, in terms of provisions of the Income Tax Act, 1961 the income accrues upon delivery of physical possession/ deemed possession of constructed unit and as deduction u/s 80IB (10) is claimed by the company after completion of construction, 'Net Profit' for computing Total Income under the said Act is as follows: -

	₹	₹
Net Profit as per Profit & Loss Account		374,991,830
Less:- Sales Real Estate- ongoing projects	45,757,604	
Less: Ongoing project expenses adjusted	26,470,721	<u>19,286,883</u>
		355,704,947
Add:- As per Income Tax Act:		
Sales Real Estate – ongoing projects completed (upon delivery of physical possession)	2,107,661,646	
Less: Cost of Sales	1,148,437,473	<u>959,224,173</u>
Net Profit for Income Tax Purpose		<u>1,314,929,120</u>

13) Unabsorbed MAT credit to be allowed in future years amounts to ₹ 259,435,295/- (₹ 362,982,478/-)

14) The following changes in the accounting policies have been adopted during the year:

- The project specific indirect expenses are being included in the cost in valuing Unsold Completed Construction and work in Progress.
- Selling Expenses related to Specific Projects are being charged to Profit & Loss Account in the year in which sale thereof is offered for taxation.

Due to the aforesaid changes, profit for the year is higher by ₹ 717.97 lakhs.

15) On the basis of physical verification of assets, as specified in Accounting Standard - 28 and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2013.

16) During the year, the company has incurred ₹ 79.00 lakhs (P.Y. ₹ 37.92 lakhs) towards Corporate Social Responsibility which has been charged to the respective heads of accounts.

- Previous year figures above are indicated in brackets.
- Previous year figure have been regrouped/rearranged, wherever found necessary.
- In view of changes in accounting policies as stated in Note No. 14 above, corresponding previous year figures are not comparable to that extent.

Signatures to Note 1 to 30

In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO
Chartered Accountants.
Firm Registration No: 305123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Cash Flow Statement

For the year ended 31st March 2013

	2012-2013 ₹	2011-2012 ₹
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	374,991,830	830,424,010
Adjusted for :		
Depreciation	25,610,820	23,775,842
Interest Income (other than from customers)	(40,851,666)	(16,815,739)
Dividend Income	(8,598,997)	(3,008,052)
Income from Investments	(187,139,458)	(132,016,809)
Investments written off	31,333	-
Interest Paid	30,254,620	28,393,791
(Profit) / Loss on sale of Fixed Assets	746,616	1,761,218
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	195,045,098	732,514,261
Adjusted for :		
Trade and other receivables	(270,755,606)	(120,739,115)
Inventories	(1,097,312,270)	159,998,078
Trade Payables and advances from customers	529,728,424	(84,274,391)
CASH GENERATED FROM OPERATIONS	(643,294,354)	687,498,833
Direct Taxes paid / adjusted	(93,380,159)	(214,664,714)
Net cash from Operating activities (A)	(736,674,513)	472,834,119
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(41,292,100)	(43,290,263)
Sale of Fixed Assets	306,306	3,014,833
Net change in Investments	1,008,240,874	(601,024,449)
Interest Income	40,851,666	16,815,739
Other Income from Investments	15,521,490	8,529,023
Net Cash from investing activities (B)	1,023,628,236	(615,955,117)
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from long term and other borrowings	(79,103,368)	210,353,098
Interest Paid	(30,254,620)	(28,393,791)
Dividend paid	(45,485,143)	(35,949,244)
Net Cash from Financing activities (C)	(154,843,131)	146,010,063
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	132,110,592	2,889,065
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	362,009,130	359,120,065
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	494,119,722	362,009,130

- Proceeds from long term and other borrowings are shown net of repayment.
- Cash and Cash equivalents represent cash and bank balances only.

In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO
Chartered Accountants.
Firm Registration No: 305123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Statement pursuant to Section 212 of the Companies Act, 1956

Relating to company's interest in the Subsidiary Companies

	Ashiana Maintenance Services Ltd.	Topwell Projects Consultant Ltd.	Latest Developers Advisory Ltd.
1. Financial Year of the Subsidiary Company ended on	31.03.2013	31.03.2013	31.03. 2013
2. a. No. of shares held by the holding co. (Holding Company) in the subsidiary at the end of the financial year of the subsidiary	50,000 Equity Shares of ₹10/- each	50,000 Equity Shares of ₹ 10/- each	50,000 Equity Shares of ₹ 10/- each
b. Extent of interest of Holding Company at the end of the financial year of the subsidiary :	100%	100%	100%
3. The net aggregate amount of subsidiary's profit/(Loss) not dealt with in the company's accounts.			
a. for the financial year of the subsidiary (in ₹)	18,975,399	1,405,920	611,759
b. for the all previous financial years of the subsidiary since it became the Holding Company's subsidiary	6,597,080	(140,390)	(140,326)
4. The net aggregate amount of subsidiary's profit/(Loss) dealt with in the company's accounts.			
a. for the financial year of the subsidiary (in ₹)	8,500,000	Nil	Nil
b. for the all previous financial years of the subsidiary since it became the Holding Company's subsidiary	6,000,000	Nil	Nil
5. Changes in the Holding Company's interest, in the Subsidiary between the end of the Financial Year of the Subsidiary and the end of the Holding Company's Financial Year.	Nil	Nil	Nil
6. Material Changes between the end of the Financial Year of the Subsidiary and the end of the Holding Company's financial year in respect of			
a. the subsidiary's fixed assets	Nil	Nil	Nil
b. its investments	Nil	Nil	Nil
c. the money lent by it, and	Nil	Nil	Nil
d. the money borrowed by it for any purpose other than that of meeting current liabilities.	Nil	Nil	Nil

Vishal Gupta
Managing Director

Varun Gupta
Wholetime Director

Place : New Delhi
Date : May 30, 2013

Statement of Subsidiaries' Financials

Particulars	Ashiana Maintenance Services Ltd. ₹	Topwell Projects Consultants Ltd. ₹	Latest Developers Advisory Ltd. ₹	Neemrana Builders LLP* ₹	MG Homecraft LLP* ₹	Ashiana Amar Developers* ₹	Vista Housing* ₹
Capital	500,000	500,000	500,000	13,345,319	52,595,928	(12,689,057)	134,043,127
Reserves	8,157,104	1,265,530	471,433	N.A.	N.A.	N.A.	N.A.
Total Assets	226,003,498	2,506,444	1,187,339	13,410,964	52,731,116	163,208,242	137,071,822
Total Liabilities	217,346,394	740,915	215,906	65,645	135,188	175,897,299	3,028,695
Investments (except investment in subsidiaries)	84,730,425	Nil	Nil	Nil	Nil	Nil	Nil
Turnover/Total Income	149,075,063	2,173,228 [#]	1,104,138 [#]	Nil	Nil	244,803,257	Nil
Profit/ (Loss) before taxation	26,503,691	1,993,920	838,259	(53,569)	(40,736)	91,381,948	Nil
Provision/ (Loss) for taxation	7,320,000	588,000	226,500	Nil	Nil	26,550,000	Nil
Profit/ (Loss) after taxation	18,975,399	1,405,920	611,749	(53,569)	(40,736)	64,831,948	Nil
Proposed dividend	15,000,000	Nil	Nil	Nil	Nil	Nil	Nil

#Includes extra ordinary income

1,579,397 465,977

*Since the subsidiaries also includes partnership firms/ limited liability firms, capital represents both initial capital as well as reserves over the period.

Auditors' Report

TO THE BOARD OF DIRECTORS OF ASHIANA HOUSING LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of ASHIANA HOUSING LIMITED and its subsidiaries, which comprises the consolidated Balance Sheet as at March 31, 2013, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the company in accordance with the Accounting Principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the consolidated financial statements that give a true and fair view 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 consolidated 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 consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the consolidated Balance Sheet, of the state of affairs of the company as at March 31, 2013;
- (b) in the case of the consolidated Profit and Loss Account, of the profit for the year ended on that date; and
- (c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Place: New Delhi
Date: May 30, 2013

For B. Chhawchharia & Co.
Chartered Accountants
Firm Registration No: 305123E

Abhishek Gupta
Partner
Membership Number: 529082

Balance Sheet

as at 31st March, 2013

Particulars	Notes	As at 31.03.2013 ₹	As at 31.03.2012 ₹
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	186,099,550	186,099,550
Reserves & Surplus	2	<u>2,494,579,308</u>	<u>2,211,771,375</u>
		2,680,678,858	2,397,870,925
Non-current Liabilities			
Long Term Borrowings	3	110,502,784	105,521,533
Deferred Tax Liabilities (Net)	4	36,667,000	31,110,000
Other Long Term Liabilities	5	188,519,870	149,745,554
Long Term Provisions	6	<u>17,813,377</u>	<u>12,697,050</u>
		353,503,031	299,074,137
Current Liabilities			
Short Term Borrowings	7	223,384	-
Advance from Customers	8	836,732,846	225,729,710
Trade Payables	9	84,114,895	74,103,600
Other Current Liabilities	10	129,378,715	213,972,044
Short-term Provisions	11	<u>48,935,890</u>	<u>83,282,029</u>
		1,099,385,730	597,087,383
Minority Interest		<u>(13,756,404)</u>	544,670
		4,119,811,215	3,294,577,115
ASSETS			
Non-current Assets			
Fixed Assets:			
Tangible Assets	12	442,259,661	435,508,806
Intangible Assets		15,100,085	4,423,545
Intangible Assets under development		<u>1,266,000</u>	-
		458,625,746	439,932,351
Non-Current Investments	13	<u>165,340,439</u>	<u>380,911,438</u>
		623,966,185	820,843,789
Current Assets			
Current Investments	14	382,986,827	532,204,288
Inventories	15	1,992,305,333	1,239,569,498
Trade Receivables	16	140,855,293	54,937,340
Cash & Cash Equivalents	17	576,373,532	435,424,055
Short Term Loans & Advances	18	403,295,693	211,555,617
Other Current Assets	19	<u>28,352</u>	<u>42,528</u>
		3,495,845,030	2,473,733,326
		4,119,811,215	3,294,577,115

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES TO THE ACCOUNTS

The Notes referred above form an integral part of the accounts. In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO.
Chartered Accountants
Firm Registration No: 3055123E

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May, 2013

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Profit & Loss Account

for the year ended 31st March, 2013

Particulars	Notes	2012-2013 ₹	2011-2012 ₹
INCOME			
Revenue from Operations	20	1,344,010,261	2,354,122,947
Income from Partnership	21	142,540,792	79,090,204
Other Income	22	<u>127,635,895</u>	<u>56,555,186</u>
		1,614,186,948	2,489,768,337
EXPENSES			
Direct Costs:			
Purchases	23	617,874,519	547,805,386
Project Expenses	24	868,645,027	158,786,733
Ongoing Project Expenses Adjusted		26,470,721	931,144,002
Changes in Inventories	25	(780,886,501)	(466,357,849)
Hotel and Club Expenses	26	57,883,460	56,974,814
Real Estate Support Operations Expenses	27	<u>61,807,152</u>	<u>46,621,032</u>
		851,794,378	1,274,974,116
Employee Benefit Expense	28	144,210,775	149,788,432
Advertisement & Business Promotion		38,802,819	69,170,149
Finance Costs	29	30,301,156	28,620,262
Other Expenses	30	102,682,653	99,095,617
Depreciation & Amortization expenses		<u>26,004,622</u>	<u>23,982,313</u>
		1,193,796,403	1,645,630,890
Profit before extraordinary items and tax		420,390,545	844,137,448
Tax Expenses :			
	31		
i) Current Tax		83,361,879	149,923,000
ii) Deferred Tax		<u>5,557,000</u>	<u>(1,328,000)</u>
Total Tax Expense		88,918,879	148,595,000
Less : Minority Interest		<u>(1,415)</u>	<u>(1,773)</u>
Profit for the Year after tax		331,473,081	695,544,221
Earning Per Share		17.81	37.37
(On Shares of nominal value of ₹ 10/- each)			
Basic and Diluted			

The Notes referred above form an integral part of the accounts. In terms of our report of even date attached herewith.

For B. CHHAWCHHARIA & CO.
Chartered Accountants
Firm Registration No: 3055123E

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May, 2013

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Notes to the Accounts

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
1 SHARE CAPITAL		
Authorised :		
35000000 Equity shares of ₹ 10/- each	<u>350,000,000</u>	<u>350,000,000</u>
Issued, Subscribed and Paid up :		
18609955 Equity shares of ₹ 10/- each fully paid up	<u>186,099,550</u>	<u>186,099,550</u>
2 RESERVES & SURPLUS		
Capital Reserve	<u>1,518,000</u>	<u>1,518,000</u>
Securities Premium Reserve	<u>1,518,000</u>	<u>1,518,000</u>
As per Last Account	<u>14,400,000</u>	<u>14,400,000</u>
General Reserve	<u>14,400,000</u>	<u>14,400,000</u>
As per last Account	<u>2,020,600,000</u>	<u>1,518,474,627</u>
Add: Transfer from Consolidated Surplus in Profit & Loss Account	<u>237,000,000</u>	<u>502,125,373</u>
	<u>2,257,600,000</u>	<u>2,020,600,000</u>
Surplus/(Deficit) in the statement of Profit and Loss		
As per last Account	<u>175,253,375</u>	<u>30,499,676</u>
Profit for the Year	<u>331,473,082</u>	<u>695,544,221</u>
Less: Appropriations		
Proposed equity dividend	<u>(41,872,399)</u>	<u>(41,872,399)</u>
Tax on Proposed Equity dividend	<u>(6,792,750)</u>	<u>(6,792,750)</u>
Transfer to General Reserve	<u>(237,000,000)</u>	<u>(502,125,373)</u>
Net Surplus in the statement of Profit and Loss	<u>221,061,308</u>	<u>175,253,375</u>
	<u>2,494,579,308</u>	<u>2,211,771,375</u>
3 LONG-TERM BORROWINGS:		
SECURED LOANS		
Term Loan		
a) From Bank		
Corporate Loan-From AXIS Bank Limited	<u>133,333,336</u>	-
Secured by exclusive mortgage on "TreeHouse" Hotel with 101 rooms and retail mall of 38,687 sq. ft. at Village Centre, Vasundhara Colony, Bhiwadi Dist. Alwar		
Terms of Repayment : 72 equal monthly installments commencing from 31.08.2012		
b) From Others		
(i) Construction Loan -From HDFC limited	-	<u>107,764,151</u>
Secured by (i) first exclusive mortgage on land admeasuring 86717.5 Sq. Mtr. in Ashiana Aangan Project along with construction thereon, both present and future and (ii) assignment of receivables including booking amount relating to Ashiana Aangan (Phase IV, V & VI) and all insurance proceeds, present & future.		
Terms of Repayment : 10% of all sale receipts of Ashiana Aangan project (Phase IV, V & VI) towards principal repayment to be completed with in 24 months from the date of disbursement. (19.05.2011)		

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
(ii) Corporate Loan -From HDFC Limited	-	<u>100,000,000</u>
Secured by (i) first exclusive mortgage on land admeasuring 3774.80 sq. mtr. at Village Centre, Vasundhara Colony, Bhiwadi Dist. Alwar along with construction thereon, both present and future. (ii) Assignment of all receivables accruing from the hotel cum club facility and Retail Commercial Space situated at The treehouse and Village Centre, Vasundhara Colony, Phase-2, Bhiwadi .		
Terms of Repayment : 120 EMI Starting from the date of complete disbursement.		
Vehicle Loan		
a) From Banks:		
Axis Bank Limited	-	<u>83,647</u>
HDFC Bank Limited	<u>4,576,028</u>	<u>8,485,895</u>
b) From Others:		
Tata Capital Ltd	<u>945,502</u>	<u>1,524,663</u>
Secured against hypothecation of vehicles financed by them.		
Terms of Repayment:		
₹ 45,19,386/- Under 36 EMI Scheme		
₹ 6,59,803/- Under 48 EMI Scheme		
₹ 3,42,341/- Under 60 EMI Scheme		
	<u>138,854,866</u>	<u>217,858,356</u>
Less : Current Maturity (Refer Note No. 10)	<u>28,352,082</u>	<u>112,336,823</u>
	<u>110,502,784</u>	<u>105,521,533</u>
4 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability on Fiscal allowance of fixed assets	<u>42,512,000</u>	<u>35,593,000</u>
Less: Deferred Tax Assets on		
Unabsorbed losses and provisions	<u>66,000</u>	<u>364,000</u>
Employee Benefits	<u>5,779,000</u>	<u>4,119,000</u>
	<u>36,667,000</u>	<u>31,110,000</u>
5 OTHER LONG TERM LIABILITIES		
Security Deposit from Treehouse Members	<u>23,412,895</u>	<u>23,562,782</u>
Lease Rent Deposit	<u>23,287,980</u>	<u>23,237,971</u>
Deposit from Customers	<u>141,818,995</u>	<u>102,944,801</u>
	<u>188,519,870</u>	<u>149,745,554</u>
6 LONG TERM PROVISIONS		
Provision for Gratuity	<u>17,813,377</u>	<u>12,697,050</u>
	<u>17,813,377</u>	<u>12,697,050</u>
7 SHORT-TERM BORROWINGS		
SECURED LOANS		
Loan Repayable on Demand		
From HDFC Bank Limited - Bank Overdraft	<u>223,384</u>	-
(Secured against pledge of Fixed Deposit Receipts)		
	<u>223,384</u>	-
8 ADVANCE FROM CUSTOMERS		
Customer Advance	<u>902,224,829</u>	<u>2,443,318,904</u>
Less: Ongoing Projects Adjustment Account	<u>65,491,983</u>	<u>2,217,589,194</u>
	<u>836,732,846</u>	<u>225,729,710</u>
9 TRADE PAYABLES		
Sundry Creditors	<u>84,114,895</u>	<u>74,103,600</u>
	<u>84,114,895</u>	<u>74,103,600</u>

Notes to the Accounts

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
10 OTHER CURRENT LIABILITIES		
Current maturities of long-term debt (Refer Note No. 3)	28,352,082	112,336,823
Interest accrued but not due on borrowings	36,454	62,874
Interest accrued and due on borrowings on 31.03.2013 (Auto debited on 01.04.2013)	1,523,145	-
Unclaimed Dividends	8,579,523	6,778,430
Security deposits	11,314,694	14,796,136
Other liabilities	71,818,566	74,869,837
Maintenance Fund	7,754,250	5,127,944
	129,378,715	213,972,044
11 SHORT-TERM PROVISIONS		
Provision for Taxation - Net	270,741	34,616,880
Proposed Dividend	41,872,399	41,872,399
Corporate Dividend Tax	6,792,750	6,792,750
	48,935,890	83,282,029

12 FIXED ASSETS

	GROSS BLOCK			DEPRECIATION / AMORTIZATION			NET BLOCK	
	As at 01.04.2012 / ₹	Additions (Deductions) ₹	As at 31.03.2013 ₹	Up to Last year ₹	For the year ₹	Up to 31.03.2013 ₹	As at 31.03.2013 ₹	As at 31.03.2012 ₹
TANGIBLE ASSETS								
BUILDING	230,506,938	2,563,746	233,070,684	23,714,222	6,661,054	30,375,276	202,695,408	206,792,716
PLANT & MACHINERY	160,079,448	16,294,427	176,373,875	28,636,243	8,064,945	36,701,188	139,672,687	131,443,205
FURNITURE & FIXTURES	44,162,435	4,098,424	48,260,859	12,027,007	2,799,656	14,826,663	33,434,196	32,135,428
ELECTRICAL INSTALLATIONS	13,415,563	773,792	14,189,355	2,843,174	615,150	3,458,324	10,731,031	10,572,389
EQUIPMENTS AND FACILITIES	28,067,767	3,695,685	31,083,673	4,470,417	1,395,031	5,724,400	25,359,273	23,597,350
		(679,779)			(141,048)			
COMPUTERS	19,312,794	5,424,239	24,737,033	10,647,342	2,992,788	13,640,130	11,096,903	8,665,452
VEHICLES	27,692,164	51,837	26,894,463	5,389,898	2,569,749	7,624,300	19,270,163	22,302,266
		(849,538)			(335,347)			
TOTAL (A)	523,237,109	32,902,150	554,609,942	87,728,303	25,098,373	112,350,281	442,259,661	435,508,806
		(1,529,317)			(476,395)			
INTANGIBLE ASSETS								
TRADEMARK AND LOGO	-	11,143,152	11,143,152	-	195,387	195,387	10,947,765	-
GOODWILL	100,000	-	-	100,000	-	-	-	-
		(100,000)			(100,000)			
GOODWILL ON CONSOLIDATION	21,124	-	21,124	-	-	-	21,124	21,124
SOFTWARE	6,005,173	1,021,065	7,026,238	1,602,752	1,292,290	2,895,042	4,131,196	4,402,421
TOTAL (B)	6,126,297	12,164,217	18,190,514	1,702,752	1,487,677	3,090,429	15,100,085	4,423,545
		(100,000)			(100,000)			
TOTAL (A+B)	529,363,406	45,066,367	572,800,456	89,431,055	26,586,050	115,440,710	457,359,746	439,932,351
		(1,629,317)			(576,395)			
INTANGIBLE ASSETS - UNDER DEVELOPMENT		1,266,000	1,266,000	-	-	-	1,266,000	-
GRAND TOTAL	529,363,406	46,332,367	574,066,456	89,431,055	26,586,050*	115,440,710	458,625,746	-
		(1,629,317)			(576,395)			
PREVIOUS YEAR FIGURES	491,191,144	54,952,569	529,363,406	68,166,139	24,655,617	89,431,055	-	439,932,351
		(16,780,307)			(3,390,701)			

* Includes ₹ 581,428/- (P.Y. ₹ 673,304/-) Charged to Project Expenses.

Particulars	As at 31.03.2013 ₹	As at 31.03.2012 ₹
13 NON-CURRENT INVESTMENTS		
In Immovable Properties:		
Retail space at Village Centre, Bhiwadi	88,515,920	88,515,920
Building at W-177, Greater Kailash - II, New Delhi	32,939,879	32,939,879
Land at RIIICO Industrial Area, Bhiwadi, Rajasthan	3,613,539	1,782,139
Building at Ashiana Plaza, Patna	1,616,571	1,616,571
Roof rights, Ashiana Trade Centre, Jamshedpur	1,500,000	1,500,000
Bageecha office, Bhiwadi	313,042	313,042
Flats at Utsav, Bhiwadi	7,432,218	7,432,216
Shops, Ashiana Trade Centre, Jamshedpur	313,186	313,186
Activity Centre, Utsav Bhiwadi *	-	2,563,744
21 nos single room flats in Rangoli-II at Bhiwadi	93,500	93,500
	136,337,853	137,070,197
In Capital of Partnership Firms:		
Ashiana Manglam Developers	115,626,694	147,054,098
Ashiana Greenwood Developers	13,544,648	16,301,435
Megha Colonizers - Rangoli Division	(188,708,742)	39,437,216
Ashiana Manglam Builders	87,522,829	40,000,000
	27,985,429	242,792,749
	164,323,282	379,862,946

* Transferred to Fixed Assets

(A)

Particulars	Face Value per share ₹	No. of Shares/ Units	As at 31.03.2013 ₹	No. of Shares/ Units	As at 31.03.2012 ₹
In fully paid up equity shares					
Quoted					
IFGL Refractories Ltd	10	10,224	790,939	10,224	790,939
S.M. Telesys Ltd.	10	-	-	2,500	25,000
Timken India Ltd.	10	-	-	54	3,696
Modern Woolen Ltd.	10	-	-	50	1,575
Ispat Profile Ltd.	10	-	-	100	782
Modern Threads Ltd.	10	-	-	23	280
Elite Leasings Ltd.	10	3,750	6,218	3,750	6,218
			797,157		828,490
Unquoted					
Adityapur Toll Bridge Company Ltd.	10	20,000	200,000	20,000	200,000
			997,157		1,028,490
In Government Securities					
National Saving Certificate(Pledged)			20,000		20,000
(B)			1,017,157		1,048,490
Total (A) + (B)			165,340,439		380,911,436

Particulars	Face Value per share ₹	No. of Shares/ Units	As at 31.03.2013 ₹	No. of Shares/ Units	As at 31.03.2012 ₹
14 CURRENT INVESTMENTS					
1. In Fully paid up Equity Shares					
Quoted					
Alstom Projects India Limited	-	-	-	235	140,552
Areva T&D India Limited	-	-	-	202	52,030
Bajaj Finance Limited	-	-	-	159	119,100
BGR Energy Systems Limited	10	362	-	362	189,368

Notes to the Accounts

Particulars	Face Value per share ₹	No. of Shares/ Units	As at 31.03.2013 ₹	No. of Shares/ Units	As at 31.03.2012 ₹
Bharat Heavy Electricals Limited	10	520	-	520	207,437
Cholamandalam Investment and Finance co.Limited	-	-	-	347	63,286
City Union Bank Limited	-	-	-	2,237	106,074
Crompton Greaves Limited	2	383	-	383	97,282
Cummins India Limited	-	-	-	360	139,437
Dewan Housing Finance Corporation Limited	10	383	-	383	119,676
Diamond Power Infrastructure Limited	10	362	-	362	74,603
Edelweiss Capital Limited	1	2,747	-	2,747	154,395
Emkay Global Finance Services Limited	10	493	-	493	51,955
Federal Bank Limited	-	-	-	253	107,897
GEI Industrial Systems Limited	10	215	-	215	38,052
Geojit Financial Services Limited	10	1,933	-	1,933	73,604
GIC Housing Finance Limited	10	749	-	749	99,293
GOLDMAN SACHS MF	-	-	-	1	1,000
India Infoline Limited	2	1,066	-	1,066	122,548
Indian Bank Limited	10	456	-	456	117,405
LIC housing Finance Limited	-	-	-	455	122,247
Mahindra & Mahindra Financial Services Limited	10	142	-	142	112,677
Manappuram General Finance & Leasing Limited	10	1,714	-	1,714	121,276
Motilal Oswal Financial Services Limited	1	620	-	620	110,379
Phoenix Mills Limited	-	-	-	483	101,711
Power Grid Corporation of India Limited	-	-	-	906	93,911
Savita Oil Technologies Limited	10	199	-	199	106,221
Shriram City Union Finance Limited	10	35	-	35	24,079
Shriram Transport Finance Company Limited	10	91	-	91	64,216
South Indian Bank Ltd.	10	3,814	-	3,814	88,676
Sundaram Finance Limited	-	-	-	112	73,907
Techno Electric & Engineering Company Limited	2	396	-	396	107,747
Thermax Limited	10	296	-	296	196,120
Yes Bank Limited	10	444	-	444	124,683
					3,522,843
2. In Mutual Funds (Unquoted)					
<i>Debt Funds/ Liquid Funds/ FMPs</i>					
Birla SL Dynamic Bond Fund - Retail - Growth	10	-	-	9,012,121.96	157,000,000
DSP Black Rock Income Opportunity - IP - Growth	1000	89,372.37	141,696,873	-	-
HSBC FLEXI DEBT FUND	10	3,027,919.73	47,000,000	-	-
BNP Paribas Short Term Income Fund - Inst Growth	10	-	-	4,269,374.19	50,000,000
JP Morgan India Short Term Income Fund	10	-	-	11,770,821.02	135,000,000
SBI Dynamic Bond Fund	10	5,621,055.05	77,800,000	-	-
Morgan Stanley Liquid Fund - Daily Dividend	10	-	-	899.55	900,000
UTI Treasury Advantage Fund - IP - Growth	1000	2,531.23	4,000,000	-	-
UTI Treasury Advantage Fund Institutional Plan	1000	21,526.02	34,000,000	73,134.86	104,182,887
BNP Paribas Fixed Term Fund - Sr 21 F - Growth	10	-	-	114,400.00	1,144,000
BSL Dynamic Bond Fund	10	482,965.29	-	482,965.29	5,572,048
DSP Black Rock Income Opportunity Fund	10	1,503,579.00	-	-	-
DSP Black Rock Liquidity Fund - Regular Plan - Growth	10	62,341.29	-	62,341.29	1,500,000
DSP Black Rock Liquidity Fund - DP - Growth	10	4,801.99	8,006,627	-	-
DSP Black Rock Income Opportunity Fund - RP - Growth	10	1,764,606.11	31,535,798	-	-
DSP Black Rock Micro Cap Fund - Regular - Growth	10	154,960.30	2,500,000	-	-
DSP Black Rock Micro Cap Fund - Regular - Growth	10	154,960.30	-	154,960.30	2,500,000
HDFC FMP 25M September 2010 - Growth Option	10	300,000.00	-	300,000.00	3,000,000
HDFC Mid - Cap Opportunities - G	10	230,506.39	3,499,700	230,506.39	3,499,700
HDFC Top 200 Fund - Growth Option	10	21,315.00	4,386,900	13,147.16	2,502,539
HDFC Top 200 Fund - Growth Option	10	17,934.93	3,553,813	17,934.93	3,499,700
Kotak FMP 24M Series 2 - Growth	10	-	-	300,000.00	3,000,000
Morgan Stanley Short Term Bond Fund	10	20,969.55	214,326	-	-

Particulars	Face Value per share ₹	No. of Share	As at 31.03.2013 ₹	No. of Share	As at 31.03.2012 ₹
Morgan Stanley Multi Assets Fund - QD	10	759,546.32	7,604,411	714,904.30	7,148,900
Morgan Stanley Multi Assets Plan A - G	10	329,939.67	3,500,000	-	-
Reliance Dual Advantage FTF Plan B - Growth	10	159,540.00	1,595,400	159,540.00	1,595,400
Reliance FHF Series 12 - G	10	345,950.00	-	345,950.00	3,459,500
Religare FMP Series XI Plan C - G	10	529,050.00	-	529,050.00	5,290,600
SBI Dynamic Growth Fund	10	857,270.31	12,296,000	-	-
			383,189,848		490,795,274
Bonds					
Air India Bonds	1000000	38.00	-	-	39,008,200
			383,189,848		533,326,317
Less: Provision for diminution in value			203,021		1,122,029
			382,986,827		532,204,288

15 INVENTORIES

Stock					
Land :					
Project Launched			441,851,063		93,875,911
Others			741,869,401		605,760,437
Unsold completed constructions			127,161,728		133,545,501
Work-in-progress			645,001,320		344,300,165
Construction materials			34,443,161		60,560,343
Other Consumables			1,978,660		1,527,141
			1,992,305,333		1,239,569,498

16 TRADE RECEIVABLES

(Unsecured, Considered Good)					
Due for more than six months			34,482,563		12,041,415
Other Debts			106,372,730		42,895,925
			140,855,293		54,937,340

17 CASH AND BANK BALANCES

Cash-in-hand			3,105,613		2,111,090
Cheques-in-hand			1,402,382		26,049,907
Balances with Scheduled Banks :					
In Current Account			147,402,298		124,453,651
In Unclaimed Dividend Account			8,579,523		6,778,430
In Fixed Deposit Account*			415,883,716		276,030,977
			576,373,532		435,424,055
* Pledged			158,926,019		44,830,955
* Maturing after 12 months from close of the year			141,778,942		211,087,508

18 SHORT TERM LOANS AND ADVANCES

(Unsecured, considered good)					
Advance/Deposit against land/development rights					
Project Launched			51,505,820		40,050,658
Others			168,715,804		58,248,309
Advances recoverable in cash or in kind or for value to be received			129,444,965		90,731,749
Loan to Other			1,600,000		-
Unaccrued Selling Expenses			44,132,557		13,991,571
Deposits			7,896,547		8,533,330
			403,295,693		211,555,617

19 OTHER CURRENT ASSETS

Preliminary Expenses			28,352		42,528
(To the extent not written off or adjusted)			28,352		42,528

Notes to the Accounts

Particulars	2012-2013 ₹	2011-2012 ₹
20 REVENUE FROM OPERATIONS		
Real Estate:		
a) Completed Projects (on Possession)	990,006,736	421,650,172
b) Ongoing Projects	45,757,604	1,723,122,469
c) Sale of Land	75,000,663	-
Real Estate Support Operations	117,648,556	90,383,699
Hotel & club:		
Rooms, Restaurant, Banquets and other services	115,596,702	118,966,607
	1,344,010,261	2,354,122,947
21 INCOME FROM PARTNERSHIP		
Share of profit	73,866,592	26,909,904
Project Management Fees	68,674,200	52,180,300
	142,540,792	79,090,204
22 OTHER INCOME		
Interest	54,474,214	30,103,865
Income from Investments:		
Rent	5,437,718	4,492,267
Dividend	909,405	1,010,783
Profit on sale of investments	46,741,447	10,715,902
Fee and Subscription	1,490,778	1,372,103
Rent and Hire charges	3,353,641	1,240,721
Miscellaneous Income	12,975,680	7,333,454
Liabilities Written Back	1,334,004	286,092
Provision for Diminution in Value of Investment written back	919,008	-
	127,635,895	56,555,186
23 PURCHASES		
Land / Development Rights	613,454,519	522,594,835
Flats/ Bungalows/ Shops	4,420,000	25,210,551
	617,874,519	547,805,386
24 PROJECT EXPENSES *		
Consumption of construction materials (Indigenous)	470,084,491	600,239,908
Wages	91,979,201	109,988,463
PRW Charges	81,384,633	111,152,763
Other Direct Construction Expenses	75,280,051	86,187,323
Power & Fuel	9,137,339	10,867,749
Architects' Fee & Consultancy Charges	15,218,002	11,271,845
Salary, Wages, bonus and allowances	49,429,790	8,109,323
Staff welfare expenses	6,782,407	1,002,661
Rent	338,975	225,600
Insurance	453,786	71,487
Loan Processing Charges	9,687,812	-
Repair & Maintenance		
To Machineries	1,485,317	131,459
To Building	-	1,676,573
To Others	1,736,976	249,947
Miscellaneous project expenses	79,050,538	56,264,599
Depreciation	581,428	673,304
	892,630,746	998,113,004
Less: Ongoing Project Adjustment	23,985,719	839,326,271
	868,645,027	158,786,733
* Includes Project Post - Completion Expenses	4,770,671	-

Particulars	2012-2013 ₹	2011-2012 ₹
25 CHANGES IN INVENTORIES		
Opening Stock :		
Land/Development Rights		
Project Launched *	92,591,040	79,032,986
Less: Transfer to investments	-	(571,278)
Others	605,760,437	116,094,678
	698,351,477	194,556,386
Unsold completed construction *	132,345,370	190,470,896
Less: Transfer to investments	-	(6,860,938)
Work-in-progress	344,300,165	332,957,820
	1,174,997,012	711,124,164
Less: Closing Stock:		
Land/Development Rights		
Project Launched	441,851,063	93,875,911
Others	741,869,401	605,760,437
Unsold completed construction	127,161,728	133,545,501
Work-in-progress	645,001,321	344,300,165
	1,955,883,513	1,177,482,014
	(780,886,501)	(466,357,849)
* Net of ongoing project adjustment	2,485,002	91,817,731
26 HOTEL & CLUB EXPENSES		
Consumables (indigenous)	18,168,462	16,657,029
Personnel	12,993,958	13,473,646
Power & fuel	11,260,232	9,949,394
Other running expenses	15,460,807	16,894,746
	57,883,460	56,974,814
27 REAL ESTATE SUPPORT OPERATIONS EXPENSES		
Consumption of Maintenance Materials (Indigenous)	6,856,772	4,729,554
Work Charges	24,714,413	17,379,988
Power & Fuel (net)	4,971,017	5,534,884
Repairs and Maintenance - To Machineries	5,259,209	3,137,857
Security charges	15,530,698	12,463,928
Other Maintenance Expenses	4,475,043	3,374,821
	61,807,152	46,621,032
28 EMPLOYEE BENEFIT EXPENSE		
Salary, Wages, bonus and allowances	103,470,615	108,679,692
Directors' Remuneration	12,348,724	19,830,186
Contribution to Provident & Other Funds	2,876,869	2,882,618
Staff & Labour welfare expenses	25,514,567	18,395,936
	144,210,775	149,788,432
29 FINANCE COSTS		
Interest		
- On Term Loan	27,690,600	23,494,919
- Others	1,767,856	1,002,915
Loan Processing & Other Financial Charges	842,700	4,122,428
	30,301,156	28,620,262
30 OTHER EXPENSES		
Rent	12,764,029	12,155,533
Rates and Taxes	2,402,407	1,556,361
Insurance	588,350	492,511
Travelling and Conveyance	16,242,997	13,656,873

Notes to the Accounts

Particulars	2012-2013 ₹	2011-2012 ₹
Legal and Professional expenses	11,715,652	16,550,537
Commission	1,647,559	889,545
Repairs and Maintenance :		
To Machineries	1,324,053	3,341,992
To Building	3,989,601	3,257,026
To Others	9,674,071	13,741,392
Directors' Fees	29,000	34,750
Miscellaneous expenses	41,251,972	30,874,335
Irrecoverable Balances Written off	219,304	444,578
Investment written off	31,333	-
Loss on Sale of fixed assets	746,616	1,761,218
Items relating to previous year (Net)	41,533	33,741
Preliminary Expenses written off	14,176	14,176
Provision for Diminution in value of current Investment	-	291,049
	102,682,653	99,095,617

31 TAX EXPENSES

<u>Current tax</u>		
Income Tax	81,284,500	149,562,000
Wealth Tax	597,000	361,000
Income tax Adjustments	1,480,379	-
	83,361,879	149,923,000
<u>Deferred Tax</u>		
Deferred Tax	5,557,000	(1,328,000)
	88,918,879	148,595,000

32 NOTES ON ACCOUNTS

1) SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

The Consolidated Financial Statements include the financial statements of Ashiana Housing Limited and its subsidiaries. The Consolidated Financial Statements of the Group have been prepared in accordance with Accounting Standard AS - 21 'Consolidated Financial Statements', issued by the Institute of Chartered Accountants of India ('ICAI') and notified pursuant to the Companies (Accounting Standards) Rules, 2006. The Consolidated Financial Statements are prepared on the following basis:

- Consolidated Financial Statements normally include consolidated Balance Sheet, consolidated statement of Profit & Loss, consolidated statement of Cash flows and notes to the Consolidated Financial Statements and explanatory statements that form an integral part thereof. The Consolidated Financial Statements are presented, to the extent possible, in the same format as that adopted by the parent for standalone financial statements.
- The Consolidated Financial Statements include the financial statements of the company and all its subsidiaries.
- The Consolidated Financial Statements have been combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after eliminating inter-group balances / transactions and resulting elimination of unrealised profits in full. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the parent company and its share in the post-acquisition increase in the relevant reserves of the entity to be consolidated.
- Minority interest represents the amount of equity attributable to minority shareholders / partners at the date on which investment in a subsidiary is made and its share of movements in equity since that date.
- Notes to the Consolidated Financial Statements represents notes involving items which are considered material and are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the Consolidated Financial Statements. Further, additional statutory information disclosed in separate financial statements of the subsidiary and / or a parent having no bearing on the true and fair view of the Consolidated Financial Statements have not been disclosed in the Consolidated Financial Statements.

SYSTEM OF ACCOUNTING :

The company adopts accrual basis of accounting in the preparation of accounts.

FIXED ASSETS

- Fixed assets are valued at cost less depreciation/ amortization
- Capital Work in progress is valued at cost
- Intangible Assets under Development is valued at cost.

DEPRECIATION AND AMORTIZATION

- Depreciation on tangible asset is provided on straight line basis in accordance with the provision of Schedule XIV of Companies Act, 1956 except that depreciation on the Fixed Assets held by Subsidiary Partnership Firms and Limited Liability Partnership firms, is provided at the rate as specified in Income Tax Rules, 1962.
- Intangible assets are amortised over the period of useful life of the assets as estimated by the management except that depreciation on intangible assets held by Subsidiary Partnership Firms and Limited Liability Partnership firms, is provided at the rate as specified as Income Tax Rule, 1962.

INVENTORIES :

Inventories are valued as follows:

Construction Material and Other consumables	At Lower of cost and net realizable value. However, materials and other items are not written down below cost if the constructed units/food, beverages etc. in which they are used are expected to be sold at or above cost. Cost is determined on FIFO basis.
Leasehold and Freehold Land	At Lower of cost and net realizable value.
Unsold Completed Construction and Work in Progress	At Lower of cost and net realizable value. Cost includes direct materials, labor and Project specific direct and indirect expenses, except in Subsidiary Partnership Firms wherein all expenses are included in such cost.

REAL ESTATE PROJECTS AND SALES

- Revenue in respect of the projects undertaken before 31st March, 2006 and the projects which have not reached the level of completion as considered appropriate by the management within 31st March, 2011, as discussed in (b) below, is accounted for (i) on delivery of absolute physical possession of the respective units on completion, or (ii) on deemed possession of the respective units on completion or (iii) on physical possession for fitout, as considered appropriate by the management based on circumstantial status of the project.
- Revenue in respect of projects undertaken on or after 1st April, 2006 which have reached the level of construction as considered appropriate by the management within 31st March, 2011 is recognized on the "Percentage of Completion Method" (POC) of accounting and represents value of units contracted to be sold to the extent of actual work done against total estimated cost of execution. The corresponding cumulative amount at the close of the year appears under 'Current Liabilities' as deduction from "Advance from customers".
The estimates of saleable area and construction cost are reviewed periodically by the management and effect of any change in estimates is recognized in the period such changes are determined.
- Selling Expenses related to specific projects/units are being charged to Profit and Loss account in the year in which sale thereof is offered for taxation.
- Revenue from rooms, food and beverages, club and other allied services, is recognized upon rendering of the services.
- Project maintenance charges and Other income is accounted for on accrual basis except where the receipt of income is uncertain.
- Interest on delayed payments and other charges are accounted for on certainty of realization.

OTHER INCOME

Other income is accounted on accrual basis except where the receipt of income is uncertain.

TAXES ON INCOME :

- Current Tax is determined as the amount of tax payable in respect of taxable income for the year.
- Deferred Tax is recognized, subject to consideration of prudence, in respect of deferred tax Assets/Liabilities arising on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax in respect of differential income due to accounting of sales on percentage completion basis, being not determinate, is not recognized.

INVESTMENTS :

- Long term investments are carried at acquisition cost and investments intended to be held for less than one year are classified as current investments and are carried at lower of cost and market value. Long Term Investments which have attained the stage of permanent diminution in their value are revalued at their current value.
- Value of Intangible capital rights created in favor of the company in the process of Real Estate activities, being not determinate, are not shown in the books of accounts.

FOREIGN CURRENCY TRANSACTIONS :

Income and Expenditure in foreign currency is converted into rupee at the rate of exchange prevailing on the date of the transactions.

EMPLOYEE BENEFITS

- Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.
- Post employment and other long term employee benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gain and losses in respect of post employment and other long term benefits are charged to Profit and Loss Account.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates/ exemptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period in which the results are known/ materialized.

Notes to the Accounts

IMPAIRMENT OF ASSETS:

Impairment Loss in the value of assets, as specified in Accounting Standard -28 is recognised whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.

- 2) Contingent Liability, not provided for, in respect of:
- a) Claims not acknowledged as debts
- | | 2012-2013
₹ Lakhs | 2011-2012
₹ Lakhs |
|------------------|----------------------|----------------------|
| Cess-Sonari land | ₹45.91 lakhs | (₹37.53 lakhs) |
| Service Tax | ₹6.92 lakhs | (Nil) |
| Bank Guarantee | ₹0.25 lakhs | (₹0.25 lakhs) |
| Income Tax | ₹12.45 lakhs | (Nil) |
| Entry Tax | ₹9.35 lakhs | (Nil) |
- b) Contested claim of the Government of Rajasthan for refund of State Capital Subsidy including interest ₹ 55.79 lakhs (₹ 54.75 lakhs) against which the company has deposited ₹ 55.79 lakhs (₹15 lakhs) under protest.
- c) Contested claim of Secretary, UIT, Bhiwadi for payment of Completion Certificate Charges amounting to ₹ 12.53 lakhs (₹12.53 lakhs) against which the company has deposited ₹ 12.53 lakhs (₹ 12.53 lakhs) under protest.
- d) Contested claim of a customer pursuant to the order of the District Consumer Forum ₹ 2.66 lakhs (Nil) against which the company has deposited ₹ 2.66 lakhs (Nil) under protest.
- 3) Estimated amount of contract remaining to be executed on capital account and not provided for amounts to ₹182.86 lakhs (Nil) against which the company has given advance of ₹ 15.10 lakhs (Nil).
- 4) The company's Writ Petition before the Hon'ble Rajasthan High Court, challenging applicability of service tax to the company under the category 'Construction of Residential Complex Services', has been dismissed by the Court. In view of this, the amounts of 'Service Tax Received from customers (subjudice)' and 'Service Tax paid under Protest' appearing under the heads "Other Current Liabilities" and "Short Term Loans and Advances" respectively in the previous year accounts have been regrouped/recasted.
- 5) In accordance with Accounting Standard 17 "Segment Reporting" as prescribed under Companies (Accounting Standards) Rules, 2006, the company has determined its business segment as Real Estate Business. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.
- 6) Related parties and transactions with them as specified in the Accounting Standard 18 on "Related Parties Disclosures" prescribed under Companies (Accounting Standards) Rules, 2006 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

Related Parties & Relationship	Transactions	2012-2013 ₹ Lakhs	2011-2012 ₹ Lakhs
a) Associates and joint ventures			
i) Ashiana Greenwood Developers	Hire charges received	Nil	0.22
	Maintenance charges received	1.98	15.78
	Referral Fees	1.75	0.25
	Purchase of Flat	Nil	130.43
	Year end Investment	135.45	163.01
ii) Megha Colonizers	Management Fee Received	686.67	521.80
	Rent received	13.50	Nil
	Hire charges received	12.56	8.72
	Year end Investment	(1887.09)	(394.37)
iii) Ashiana Manglam Developers	Hire charges received	Nil	1.01
	Year end Investment	1156.27	1470.54
iv) Ashiana Manglam Builders	Year end Investment	875.29	400.00
b) Individuals owning directly or indirectly, an interest in the voting power of the company that gives them control or significant influence over the company, and relatives of any such individual.			
c) Key management personnel and their relatives			
i) Vishal Gupta, Managing Director	Remuneration	24.00	24.00
	Commission	17.17	42.10
	Purchase of Flat	44.20	Nil
	Year End Payable/(Receivable)	8.17	42.10

Related Parties & Relationship	Transactions	2012-2013 ₹ Lakhs	2011-2012 ₹ Lakhs
ii) Ankur Gupta, Jt. Managing Director	Remuneration	24.00	26.25
	Commission	17.17	42.10
	Year End Payable/(Receivable)	8.17	42.10
iii) Varun Gupta, Whole Time Director	Remuneration	30.00	29.50
	Commission	17.17	42.10
	Sale of Flat	67.66	Nil
	Year End Payable/(Receivable)	8.17	42.10
	Advance from Customers	Nil	67.66
iv) Hem Gupta (Proprietor of Coffee Quotient) Relative of Directors	Staff Welfare Expenses	6.01	4.73
	Year End Payable/(Receivable)	0.39	0.35
d) Enterprises over which any person described in (b) or (c) is able to exercise significant influence :			
i) OPG Realtors Limited	Rent	32.64	20.16
	Year End Payable/(Receivable) - Deposit	(5.04)	(5.04)
ii) Karma Hospitality Limited	Management Fee Paid	64.74	71.01
	Year End Payable/(Receivable)	4.79	7.95
iii) R G Woods Limited	Sale of Flat	20.66	Nil
	Purchase of Construction Material	66.28	0.54
	Year end Payable/ (Receivable)	(0.38)	(20.00)
	Advance from Customers	2.59	20.66
iv) B.G. Estates Limited	Year end Payable/ (Receivable)	Nil	Nil
	Advance from Customers	187.26	102.02
v) OPMG Investments Private Limited	Commission paid	8.51	Nil
f) Amount Written off in respect of above parties		-	-
7) The earning per share has been calculated as specified in Accounting Standard 20 on "Earnings Per Share" issued by ICAI and related disclosures are as below :			

	2012-2013	2011-2012
a) Amount used as numerator in calculating basic and diluted EPS:		
Profit after tax (₹ in lakhs)	3,314.73	6,955.44
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos. in lakhs).		
Opening Balance	186.10	186.10
	186.10	186.10

- 8) On the basis of physical verification of assets, as specified in Accounting Standard -28 and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2013.
- 9) The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS 21) - "Consolidated Financial Statements" issued by The Institute of Chartered Accountants of India. The subsidiaries (which along with Ashiana Housing Ltd., the parent, constitute the Group) considered in the preparation of these consolidated financial statements are:

Name	Country of Incorporation/Formation	Percentage of voting power/ Profit sharing as at 31st March, 2013	Percentage of voting power/ Profit sharing as at 31st March, 2012
Ashiana Maintenance Services Limited (Formerly Vatika Marketing Ltd.)	India	100%	100%
Latest Developers Advisory Ltd	India	100%	100%
Topwell Projects Consultants Ltd.	India	100%	100%
Neemrana Builders LLP	India	98.50%	98.50%
MG Homecraft LLP	India	98.50%	98.50%
Ashiana Amar Developers	India	100% *	100% *
Vista Housing	India	50% **	N/A

* 5% Held by Ashiana Maintenance Services Limited (Formerly Vatika Marketing Ltd.), a wholly owned Subsidiary Company.

** Ashiana Housing Limited controls the composition of the Governing Body.

Notes to the Accounts

	2012-2013 ₹	2011-2012 ₹
10) Payment to Auditors:		
For Statutory Audit	1,652,922	1,044,948
For Internal Audit	736,815	1,022,935
For Tax Audit	240,000	241,574
For Other Services	1,180,458	641,608
11) The following changes in the accounting policies of the parent company have been adopted during the year:		
a) The project specific indirect expenses are being included in the cost in valuing Unsold Completed Construction and work in Progress.		
b) Selling Expenses related to specific projects are being charged to Profit and Loss account in the year in which sale thereof is offered for taxation.		
Due to the aforesaid changes, profit for the year is higher by ₹ 717.97 lakhs.		
12) During the year, the company has incurred ₹ 79.00 lakhs [₹ 37.92 lakhs] towards Corporate Social Responsibility which has been charged to the respective heads of accounts.		
13) a) Previous year figures above are indicated in brackets.		
b) Previous year figure have been regrouped/rearranged, wherever found necessary.		
c) In view of changes in accounting policies as stated in Note No. 11 above, corresponding previous year figures are not comparable to that extent.		
d) This being first year of consolidation of Vista Housing, previous year figures of the said firm are not consolidated hence, figures for the current year are not comparable with previous year figures to such extent.		

Signature to Notes "1 to 32"

In terms of our report of even date attached herewith

For B. CHHAWCHHARIA & CO.
Chartered Accountants
Firm Registration No: 3055123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May, 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

Cash Flow Statement

For the year ended 31st March 2013

	2012-2013 ₹	2011-2012 ₹
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	420,390,545	844,137,448
Adjusted for :		
Depreciation	26,004,622	23,982,313
Depreciation charged to Project Expenses	581,428	673,304
Interest Income (other than from customers)	(45,785,820)	(20,241,551)
Income from Investments	(126,955,162)	(43,128,856)
Provision for Diminution in value of Investments/ (written back)	(919,008)	291,049
Interest Paid	30,301,156	28,620,262
Preliminary Expenses written off	14,176	14,176
Investment written off	31,333	-
Minority Interest	1,415	1,773
(Profit) / Loss on sale of Fixed Assets	746,616	1,761,218
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	304,411,301	836,111,136
Adjusted for :		
Trade and other receivables	(277,658,029)	(116,317,957)
Inventories	(752,735,835)	(488,727,181)
Trade Payables and advances from customers	623,944,461	3,148,249
CASH GENERATED FROM OPERATIONS	(102,038,102)	234,214,247
Direct Taxes paid / adjusted	(117,708,017)	(219,866,320)
Net cash from Operating activities (A)	(219,746,119)	14,347,927
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(46,332,367)	(49,377,891)
Sale of Fixed Assets	306,306	3,014,833
Net change in Investments	486,284,174	(126,121,534)
Interest Income	45,785,820	20,241,551
Other Income from Investments	6,347,123	5,503,050
Net Cash from investing activities (B)	492,391,056	(146,739,991)
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from long term and other borrowings	(40,229,174)	231,580,704
Interest Paid	(30,301,156)	(28,620,262)
Dividend paid	(46,864,056)	(36,435,919)
Change in Minority Interest	(14,301,074)	251,185
Net Cash used in Financing activities (C)	(131,695,460)	166,775,708
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	140,949,477	34,383,644
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	435,424,055	401,040,411
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	576,373,532	435,424,055
O1. Proceeds from long term and other borrowings are shown net of repayment.		
O2. Cash and Cash equivalents represent cash and bank balances only.		

In terms of our report of even date attached herewith

For B. CHHAWCHHARIA & CO.
Chartered Accountants
Firm Registration No: 3055123E

Vishal Gupta
Managing Director

Ankur Gupta
Jt. Managing Director

Varun Gupta
Wholetime Director

Abhishek Gupta
Partner
Membership No: 529082
Place: New Delhi
Date: 30th May, 2013

Bhagwan Kumar
Company Secretary

Manojit Sengupta
General Manager - F&A

ASHIANA HOUSING LIMITED

Registered Office: 5F, Everest, 46/C, Chowringhee Road, Kolkata - 700 071

PROXY FORM

I/We.....

of.....being a member(s) of the above mentioned company hereby

Appoint Mr./Mrs./Miss.....

ofor failing him / her, Mr./Mrs./Miss.....

of

 As my/our Proxy to attend and vote for me/us on my behalf at the 27th Annual General Meeting of the company to be held on Tuesday, August 27, 2013 at 10:30 A.M. at 'Kalakunj' (Basement - Kalamandir), 48, Shakespeare Sarani, Kolkata - 700 017.

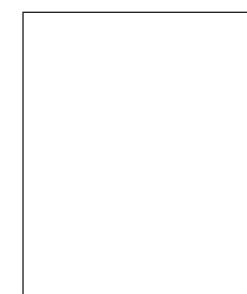
Signed this.....day of.....2013.

Signature.....

Registered Folio No. /Client ID No.....No. of Shares.....

D.P. ID No.....

- Note: 1. Any member entitled to attend and vote at the meeting is entitled to attend or either vote in person or by proxy and the proxy need not be a member.
2. The Proxies, in order to be effective, must be received by company not less than 48 hours before the time of the Meeting at the Registered Office: Registered Office : 5F, Everest, 46/C, Chowringhee Road, Kolkata - 700 071


ASHIANA HOUSING LIMITED

Registered Office: 5F, Everest, 46/C, Chowringhee Road, Kolkata - 700 071

ATTENDANCE SLIP
TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL

 Name of the attending member.....
 (in Block Letters)

Members registered folio number.....

Name of the Proxy (in Block Letters)

(To be filled in if the proxy attends instead of the Members)

No. of Shares held.....

 I hereby record my presence at the 27th Annual General Meeting of the company held at 'Kalakunj' (Basement - Kalamandir), 48, Shakespeare Sarani, Kolkata - 700 017 on Tuesday, August 27, 2013 at 10:30 A.M

Member's Proxy's Signature

(To be signed at the time of handing over the slip)

NOTE: Copy of the Annual Report may please be brought to the meeting hall.

A Tribute

As a visionary, you enhanced the quality of life for everyone. You gave middle income housing a unique stature in India; Pioneered retirement housing that went beyond security and comfort; Created free training centres for unskilled and semi-skilled workers. Your concern and affection for customers, residents, vendors and staff members was always evident in your perceptive, queries and insightful actions.

You will continue to inspire us with your vision, mission & principles. We pledge to build upon what you started.

Om Prakash Gupta
1947 - 2013
Founder - Ashiana Housing Limited



Never call a problem if you do not have solution
 Great idea we get from ops to succeed in life
 Sleep in peace and watch over us while we sleep in heaven. we will always love you and keep you close to our heart
 May you glow a bright light in our hearts
 Sir, you are a legend
 A heart full of things from you, but the two things which touched me most were keep smiling under all circumstances and always believe your people. A Lona Mantra from the most admirable Guru. V. Jay Mahan

A visionary who created a business with love affection & sincerity as his capital and made a mark in the hearts of people - GONGO PADHYAY

अच्छे लोगों की एक खुबी ये भी होती है कि उन्हें आदर रखना नहीं पड़ता, वो आदर रह जाते हैं।
 So the 'OM' sir was an Institution. Biggest learnings - 'Enjoy life, keep smiling & be positive'.
 Anu

Nothing was a miracle yet everything was a miracle
 Main Zindagi ke Chakra Gaya
 ON HIS CONVICTIONS IN LIFE & BUSINESS IN SUCCESS :- DETERMINATION MAGNANIMITY
 Santosh K. Sharma

Quarman will be an exemplary vision and who always worked for the upliftment of all segments of society.
 He will always be a source of inspiration for me, for bringing quality is everything do with honesty - Abid Nasar
 You guided us to be precise & honest in our work. You taught us to be honest & to do our work with honesty. You taught us to be honest & to do our work with honesty. You taught us to be honest & to do our work with honesty.
 Love u Sir. Sir, you are a legend. Sir, you are a legend. Sir, you are a legend.



He always believed that example is leadership, the first practised what he wanted others to follow. He always did and will continue to keep up this important value he taught us.
 PK Jaiswal
 your ever lasting smile will always be a source of inspiration, motivation and courage for all of us.
 Shripada Kumar

When we lose some one whom we love - their memories becomes treasure.
 I was smiling yesterday, I am smiling today, and I will smile tomorrow. simply because he told me to keep smiling always. I know he is also smiling wherever he is.
 - USHA KHETRA
 Every corner reflects your love, every gesture your respect, every smile your love, every coming person, you will always remain my ideal. You are a soul.
 He was a leader and a father figure. We taught us to be professional, to be perfect, to be happy. He taught us to be professional, to be perfect, to be happy. He taught us to be professional, to be perfect, to be happy.

You are an 'Inspiration' a divine personality with charming face unforgettable smile...
 Chandra
 Fundamental Know How of Construction management got from him - D.N. Sengupta
 Respected Sir was an excellent human being and an outstanding leader. For him his people were the most important asset. He nurtured and continuously propelled them to aim for higher goals. These highly motivated people comprise the core what he named "The Ashiana Family".
 - VIKRANT GUPTA

1st thing which comes to mind when we talk about OM Sir, is his smiling face. He taught us to work with a smiling face even if we have work pressure. Always close to our heart! Blessy.
 An ideal Engineer for a great person.
 He will always be remembered as great person.
 You had the inner pledge to be a change and make an impact, to be under control in life to be prepared for its innumerable surprises. Guided by your smile & inspiring words.
 With love - Pruthi
 The man who taught how to go extra mile even for others. - Manojit
 Our chairman, fondly known as OPG, was an institution by himself...
 SANJEEV RAWAT
 He taught me how to come out from difficult situations and how to progress in professional & personal life. He is my role model.
 - Sunil Sinha

Disclaimer: Some of the statements in this communication may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ substantially or materially from those expressed or implied. Important developments that could affect the company's operations include changes in industry structures, significant changes in political and economic environment in India and overseas, tax laws, import duties, litigation and labor relations.



Head Office

ASHIANA HOUSING LIMITED

304, Southern Park,

Saket District Centre, Saket,

New Delhi - 110 017.

Ph: (011) 4265 4265

Web: www.ashianahousing.com