

## DIRECTORS' REPORT

To,

The Members,

The Directors of your Company are pleased to present the **Third Annual Report** together with the Audited Accounts of the Company for the year ended March 31, 2013.

### STATE OF AFFAIRS OF THE PROJECT

Jaypee Agra Vikas Limited was incorporated as a Special Purpose Vehicle for implementing Project for development of Inner Ring Road at Agra and other infrastructure facilities, under Integrated Urban Rejuvenation Plan on design, build, finance, operate and transfer basis.

During the year under report, the project almost halted as Agra Development Authority has not been able to fulfill its obligation in respect of 'Condition Precedent' viz handing over of 90% of ROW Land to Company by December 31, 2011. Due to change in State Government policies, there is a rethinking on the project.

### CHANGES IN SHARE CAPITAL

During the year under report, the existing Authorised Share Capital of the Company of Rs.850 Crores comprised of 85 (Eighty Five) Crore Equity Shares of Rs.10/- each was reclassified into 45 (Forty Five) Crore Equity Shares of Rs.10/- each and 4 (Four) Crore Preference Shares of Rs.100/- each.

Later on the Company issued and allotted 3,40,40,000 12% Non Cumulative Redeemable Preference Shares of Rs.100/-each to its Holding Company, Jaiprakash Associates Limited (JAL). Consequent to the said allotment, the Paid up Capital of the Company increased from Rs.273.80 Crores to Rs.614.20 Crores comprising of 27,38,00,000 Equity Shares of Rs.10/-each and 3,40,40,000 Preference Shares of Rs.100/- each. The Company continues to be wholly owned subsidiary of JAL.

### DIVIDEND

Since the Company is yet to commence its operations, no dividend for the year has been recommended.

## **DIRECTORATE**

Since the date of last Directors' Report, there is no change in the composition of the Board of Directors of the Company.

Shri Gaurav Jain and Shri Sunny Gaur, Directors being liable to retire by rotation at the forthcoming Annual General Meeting, offer themselves for re-appointment. Proposals for their re-appointment have been included in the Notice of the Annual General Meeting.

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## **AUDIT COMMITTEE OF DIRECTORS**

The Audit Committee of the Board of Directors of the Company in terms of Section 292A of the Companies Act, 1956 comprises of the following:

1. Shri Sameer Gaur, Chairman
2. Shri Gaurav Jain, Member
3. Ms. Sunita Joshi, Member

The Audit Committee members in their meeting held on April 30, 2013, reviewed the Annual Accounts of the Company duly examined by the Auditors.

## **AUDITORS**

M/s. Awatar & Co, Chartered Accountants, Statutory Auditors of the Company will retire at the conclusion of the forthcoming 3<sup>rd</sup> Annual General Meeting. Pursuant to Section 224(1B) of the Companies Act, 1956, they have furnished a certificate regarding their eligibility to be re-appointed as Statutory Auditors of the Company.

## **DEPOSITS**

The Company has neither invited nor accepted any deposit during the period under report within the meaning of Section 58A of Companies Act, 1956.

## **PARTICULARS OF EMPLOYEES**

During the period under report, none of the employees was in receipt of remuneration in excess of the limits prescribed under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

## **PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

Section 217(1)(e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, as amended, pertaining to disclosure of particulars of conservation of energy, technology absorption in the Report of the Board of Directors, is not applicable, as the Project of the Company is under implementation and is further not engaged in manufacturing activity.

There were no foreign exchange earnings or outgo during the year under report.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representation received from the operating management and after due enquiry, confirm in respect of the audited annual accounts for the period ended March 31, 2013 as under:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed and that there were no material departures;
- ii) that the Directors had, in consultation with the Statutory Auditors, selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company for the year ended on March 31, 2013 and of the Statement of Profit and Loss for that year;
- iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) that the Directors had prepared the annual accounts on a going concern basis.

### **NOTES ON ACCOUNTS**

There is no reservation, qualification or adverse remark made by the Auditors in their report on the accounts, which requires any explanation by the Board.

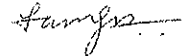
## ACKNOWLEDGEMENT

The Directors wish to thank Government Authorities, Government Agencies, ICICI Bank Limited, Axis Bank Limited and employees of the Company for their valuable support & continued co-operation to the Company.

The Directors also wish to place on record their appreciation of the whole hearted and continued support extended by the members which has been a source of inspiration and strength to the Board.

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On Behalf of the Board



**Sameer Gaur**  
(Chairman)



Place: Noida  
Date : April 30, 2013

# AWATAR & CO.

CHARTERED ACCOUNTANTS  
New Delhi - Alwar - Bhilai

## Head Office:

1203, Rohit House  
3, Tolstoy Marg  
New Delhi - 110 001  
Ph.: 23315870  
23320537  
Fax: 23358544

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF  
JAYPEE AGRA VIKAS LIMITED

### Report on the Financial Statements

We have audited the accompanying financial statements of **JAYPEE AGRA VIKAS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The 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 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### 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 Statement of Profit and Loss, of the result 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 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the Balance Sheet, Statement of Profit 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.

For **AWATAR & CO.**  
Chartered Accountants  
Firm Registration No. 000726N

*Brijendra Agrawal*

**Brijendra Agrawal**  
Partner  
Membership No. : 087787



Place : NOIDA  
Date : April 30, 2013

## ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph 1 of our report of even date)

- (i) In respect of its fixed assets:
  - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
  - (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - (c) In our opinion, the Company has not disposed off a substantial part of its fixed assets during the year and the going concern status of the Company is not affected.
- (ii) The Company does not have any inventories. Therefore, the provisions of clause (ii) of paragraph 4 of the Order are not applicable to the Company.
- (iii) In our opinion and according to the information and explanations given to us, the Company has not entered into loan transactions to which provisions of Sections 297 and 299 of the Companies Act, 1956 are applicable. Therefore, the provisions of clause (iii) of paragraph 4 of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchases of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
- (v) According to the information and explanations given to us, Company has not entered into any contract or arrangement to which provisions of Sections 297 and 299 of the Companies Act, 1956 are applicable. Therefore, the provisions of clause (v) of paragraph 4 of the Order are not applicable to the Company.
- (vi) According to the information and explanations given to us, the Company has not accepted deposits from public. Therefore, the provisions of clause (vi) of paragraph 4 of the Order are not applicable to the Company.
- (vii) *The Company does not have a formal internal audit system.* However, in our opinion, there are adequate internal control systems commensurate with the size and nature of its business.
- (viii) The maintenance of cost records pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956, is not applicable to the Company.
- (ix) In respect of statutory dues:
  - (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities.
  - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2013 for a period of more than six months from the date of becoming payable.
- (x) The Company's accumulated losses at the end of the year are less than fifty per cent of its net worth. The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xi) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.



- (xii) In our opinion and according to the information and explanations given to us and based on the information available, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the Company is not a chit fund / nidhi / mutual benefit fund / society. Therefore, provisions of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.
- (xiv) In our opinion and according to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Therefore, the provisions of clause (xiv) of paragraph 4 of the Order are not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from the banks or financial institutions. Therefore, provisions of clause (xv) of paragraph 4 of the Order are not applicable to the Company.
- (xvi) The Company has not raised new term loans during the year.
- (xvii) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short-term basis that have been used for long-term investment.
- (xviii) The Company has made preferential allotment of shares to its holding company that is covered in the Register maintained under section 301 of the Companies Act, 1956, which in our opinion is prima facie not prejudicial to the interest of the Company.
- (xix) According to the information and explanations given to us, the Company has not issued any debentures during the year under audit report.
- (xx) The Company has not raised any monies by way of public issue during the year.
- (xxi) In our opinion and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the year.

For **AWATAR & CO.**

Chartered Accountants  
Firm Registration No. 000726N

*Brijendra Agrawal*

**Brijendra Agrawal**  
Partner  
Membership No. : 087787



Place : NOIDA  
Date : April 30, 2013



**JAYPEE AGRA VIKAS LIMITED**  
Balance Sheet as at March 31, 2013

	Notes	March 31, 2013 in ₹	March 31, 2012 in ₹
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2	6,142,000,000	2,738,000,000
Reserves and surplus	3	(20,018,278)	(20,018,278)
		<u>6,121,981,722</u>	<u>2,717,981,722</u>
<b>Share application money pending allotment</b>		-	3,201,000,000
<b>Non - current liabilities</b>			
Long-term borrowings	4	1,250,000,000	1,250,000,000
Deferred tax liabilities (Net)		-	-
Long-term provisions	5	137,183	107,969
		<u>1,250,137,183</u>	<u>1,250,107,969</u>
<b>Current liabilities</b>			
Trade payables	6	304,956	284,344
Other current liabilities	7	961,164	983,193
Short-term provisions	8	9,644	7,097
		<u>1,275,764</u>	<u>1,274,634</u>
<b>Total</b>		<u><b>7,373,394,669</b></u>	<u><b>7,170,364,325</b></u>
<b>ASSETS</b>			
<b>Non - current assets</b>			
<b>Fixed assets</b>			
- Tangible assets	9	824,986	895,410
- Incidental expenditure during Construction	10	1,698,544,272	1,490,779,847
Long-term loans and advances	11	1,892,058,788	1,892,058,788
		<u>3,591,428,046</u>	<u>3,383,734,045</u>
<b>Current assets</b>			
Cash and cash equivalents	12	1,329,305	2,469,647
Short-term loans and advances	13	3,780,626,856	3,784,155,260
Other current assets	14	10,462	5,373
		<u>3,781,966,623</u>	<u>3,786,630,280</u>
<b>Total</b>		<u><b>7,373,394,669</b></u>	<u><b>7,170,364,325</b></u>

Summary of significant accounting policies 1.1  
The accompanying notes are an integral part of the financial statements

As per our report of even date  
attached to the Balance Sheet

For and on behalf of the Board of Directors

For Awatar & Company  
Chartered Accountants

*Brijendra Agrawal*

Brijendra Agrawal  
Partner

M.No. : 087787

Firm R.No. : 000726N



Place : Noida

Date : 30th April, 2013

*Sameer Gaur*

Sameer Gaur  
Director

*Deepak Banga*  
Deepak Banga  
Company Secretary

*Gaurav Jain*

Gaurav Jain  
Director

JAYPEE AGRA VIKAS LIMITED

Statement of Profit and loss for the year ended March 31, 2013

	Notes	For the Year	For the Year
		March 31, 2013	March 31, 2012
		in ₹	in ₹
<b>Income</b>			
Revenue from operations		NIL	NIL
		-	-
<b>Expenses</b>			
Other expenses		NIL	NIL
		-	-
Profit/( Loss)before exceptional and extraordinary items and tax		-	-
Exceptional items		NIL	NIL
Profit/( Loss) before extraordinary items and tax		-	-
Extraordinary Items		NIL	NIL
Profit/( Loss) before tax		-	-
Tax expense			
Current tax		NIL	NIL
Deferred tax		NIL	NIL
Profit /(Loss) for the year		NIL	NIL

Earnings per equity share

Basic	-	-
Diluted	-	-

Summary of significant accounting policies 1.1

The accompanying notes are an integral part of the financial statements

As per our report of even date  
attached to the Balance Sheet

For and on behalf of the Board of Directors

For Awatar & Company  
Chartered Accountants

*Brijendra Agrawal*

Brijendra Agrawal

Partner

M.No. : 087787

Firm R.No. : 000726N



*Sameer Gaur*

Sameer Gaur

Director

*Deepak Banga*  
Deepak Banga  
Company Secretary

*Gaurav Jain*

Gaurav Jain

Director

Place : Noida

Date : 30th April, 2013

## JAYPEE AGRA VIKAS LIMITED

### Notes to the financial statements for the year ended March 31, 2013

#### Corporate Information

Jaypee Agra Vikas Limited is a wholly owned subsidiary of Jaiprakash Associates Limited. Company was incorporated as a special purpose vehicle for development of 6-lane (extendable to 8-lanes) Inner Ring Road for Agra City and 4-lane elevated road plus two lane service roads on either side of Fatehabad Road and the Development and upgradation of existing Fatehabad Road to 4-lane facility on Design, Build, Finance, Operate and Transfer (DBFOT) basis for a concession period of 35 years including development rights for 90 years in respect of development of land. The Company signed a Concession Agreement dated 4th February, 2010 with Agra Development Authority for implementation of the Agra Inner Ring Road Package as per the provisions of the Concession Agreement. The project has almost halted as Agra Development Authority has not been able to fulfill its obligation in respect of 'Condition Precedent' viz handing over of 90% of ROW Land to Company by December 31, 2011. However, due to change in state Government policies, there is a rethinking on the project.

#### Note 1. Basis of Preparation

The financial statements are prepared on the historical cost basis and on the principles of a going concern, on accrual basis, in accordance with the Generally Accepted Accounting Principles, the relevant Accounting Standards and the relevant Guidance Notes issued by The Institute of Chartered Accountants of India and the applicable provisions of The Companies Act, 1956.

#### 1.1 Summary of significant accounting policies

##### (a) Use of estimates

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

##### (b) Fixed Assets

Fixed Assets are stated at cost of acquisition or construction inclusive of freight, erection and commissioning charges, duties and taxes and other incidental expenses related thereto. Capital work-in-progress comprises of the cost of fixed assets that are not yet ready for their intended use at the reporting date.

##### (c) Depreciation

Depreciation on Fixed Assets is provided on Straight Line Method as per the classification and in the manner specified in Schedule-XIV to The Companies Act, 1956. Individual low cost assets (acquired for ₹ 5,000/- or less) are depreciated fully in the year of acquisition.

##### (d) Employee Benefits

Employee Benefits are provided in the books as per AS-15 (revised) in the following manner:

Gratuity and Leave Encashment is a Defined Benefit Obligation. The liability is provided for on the basis of actuarial valuation made at the end of each financial year. The actuarial valuation is made on Projected Unit Credit method.

##### (e) Preliminary Expenditure

Preliminary Expenditure is written off in the year in which it is incurred, in terms of Accounting Standard (AS-26).

##### (f) Expenditure during Construction Period

Expenditure incurred on projects/assets during construction/implementation is capitalized and apportioned to projects/assets on commissioning.



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**JAYPEE AGRA VIKAS LIMITED**

**Notes to the financial statements for the year ended March 31, 2013**

**(g) Borrowing Costs**

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

**(h) Taxes on Income**

Current Tax is determined as per the provisions of the Income Tax Act, 1961 in respect of Taxable Income for the year. Deferred Tax Liability is computed as per Accounting Standard (AS-22). Deferred Tax Assets and Deferred Tax Liabilities are computed by applying tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet Date.

**(i) Provisions, Contingent Liabilities and Contingent Assets(AS-29)**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes .Contingent Assets are neither recognized nor disclosed in the financial statements. The Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

**(j) Cash and cash equivalents**

Cash and cash equivalents comprise cash and cash on deposit with banks. The Company considers all investments that are readily convertible to known amounts of cash to be cash equivalents.

**(k) Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**(l) Earnings Per Share**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing adjusted net profit after tax by the aggregate of weighted average number of equity shares and dilutive potential equity shares outstanding during the year.



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JAYPEE AGRA VIKAS LIMITED

Notes to the financial statements for the year ended March 31, 2013

Note 2. Share capital	March 31,2013		March 31,2012	
	No. of shares	In ₹	No. of shares	In ₹
<b>Authorised shares</b>				
Equity shares of ₹10 each	450,000,000	4,500,000,000	850,000,000	8,500,000,000
Preference shares of ₹100 each	40,000,000	4,000,000,000	-	-
		<u>8,500,000,000</u>		<u>8,500,000,000</u>
<b>Issued, Subscribed and Fully Paid-up Shares</b>				
Equity shares of ₹10 each	273,800,000	2,738,000,000	273,800,000	2,738,000,000
Redeemable Preference shares of ₹100 each	34,040,000	3,404,000,000	-	-
		<u>6,142,000,000</u>		<u>2,738,000,000</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Equity shares	March 31,2013		March 31,2012	
	No. of shares	In ₹	No. of shares	In ₹
At the beginning of the year	273,800,000	2,738,000,000	273,800,000	2,738,000,000
Issued during the year	-	-	-	-
At the end of the year	<u>273,800,000</u>	<u>2,738,000,000</u>	<u>273,800,000</u>	<u>2,738,000,000</u>

Preference shares	March 31,2013		March 31,2012	
	No. of shares	In ₹	No. of shares	In ₹
At the beginning of the year	-	-	-	-
Issued during the year	34,040,000	3,404,000,000	-	-
At the end of the year	<u>34,040,000</u>	<u>3,404,000,000</u>		

(b) Terms/ rights attached to equity shares

The company has equity shares 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 dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

(c) Terms of redemption / rights attached to Preference shares

The Company has issued 12% Non Cumulative Redeemable Preference Shares of Rs. 100/- each fully paid up for a period of 10 years extendable up to 20 years, redeemable at any time at the option of the Company and including, inter alia that the Preference Share holders shall have priority over equity share holders in the payment of dividend and repayment of capital in case of liquidation of the Company.

(d) Shares held by holding / ultimate holding company and /or their subsidiaries / associates

	March 31,2013		March 31,2012	
	No. of shares	% holding	No. of shares	% holding
Jaiprakash Associates Limited- Holding Company				
Equity shares of ₹10 each fully paid up	273,800,000	100	273,800,000	100
Redeemable Preference shares of ₹100 each	34,040,000	100	-	-

Note 3. Reserves and surplus

	March 31, 2013	March 31, 2012
	in ₹	in ₹
<b>Surplus</b>		
Opening Balance	(20,018,278)	(20,018,278)
Profit/ (Loss) for the year	-	-
Closing Balance	<u>(20,018,278)</u>	<u>(20,018,278)</u>
<b>Total Reserves and Surplus</b>	<u>(20,018,278)</u>	<u>(20,018,278)</u>



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JAYPEE AGRA VIKAS LIMITED

Notes to the financial statements for the year ended March 31, 2013

Note 4. Long-term borrowings	Non-current portion		Current maturities	
	March 31,2013	March 31,2012	March 31,2013	March 31,2012
	In ₹	In ₹	In ₹	In ₹
Term loans				
Secured loan from ICICI Bank Limited *	1,250,000,000	1,250,000,000	-	-
	<u>1,250,000,000</u>	<u>1,250,000,000</u>	<u>-</u>	<u>-</u>

\*The financial assistance sanctioned and disbursed by ICICI Bank Limited by way of Rupee Term Loan together with all interest, liquidated damages, additional interest, default interest, premia on prepayment, commission, costs, charges, expenses and other monies payable, under the Facility Agreement, remuneration payable to the trustees or agents or affiliates, is secured by way of first charge over all rights, title and interest on movable, immovable assets and other assets, both present and future and also pledge of 8,21,40,000 number equity shares of Rs. 10 each by Jaiprakash Associates Limited .Loan is repayable in 32 structured quarterly installment starting from 30.06.2014 .

Note 5. Long term provisions

	March 31,2013	March 31,2012
	In ₹	In ₹
Provision for employee benefits		
Gratuity	16,745	-
Leave encashment	120,438	107,969
	<u>137,183</u>	<u>107,969</u>

Note 6. Trade Payables

	March 31,2013	March 31,2012
	In ₹	In ₹
Total outstanding dues of creditors other than micro , small and medium enterprises ( Refer Note 20)	304,956	284,344
	<u>304,956</u>	<u>284,344</u>

Note 7. Other current liabilities

	March 31,2013	March 31,2012
	In ₹	In ₹
Other payables		
- TDS payable	17,500	76,500
- Audit fees payable	112,360	112,360
- Others	831,304	794,333
	<u>961,164</u>	<u>983,193</u>

Note 8. Short term provisions

	March 31,2013	March 31,2012
	In ₹	In ₹
Provision for employee benefits		
- Gratuity	384	-
- Leave encashment	9,260	7,097
	<u>9,644</u>	<u>7,097</u>



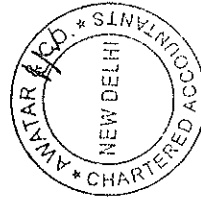
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JAYPEE AGRA VIKAS LIMITED  
Notes to the financial statements for the year ended March 31, 2013

Note 9 . FIXED ASSETS - TANGIBLE

( in ₹ )

Description	Gross carrying amount			Depreciation			Net carrying amount		
	As at March 31, 2012	Additions / Adjustments during the year	Sale/Transfer/ Disposal / Discard during the year	As at March 31, 2013	As at March 31, 2012	Provided during the year	Sale/ Adjustment	As at March 31, 2013	As at March 31, 2012
Plant and equipment	380,250	-	-	380,250	32,360	18,062	-	329,828	347,890
Furniture and Fixtures	180,776	-	-	180,776	13,970	11,441	-	155,365	166,806
Vehicles	39,170	-	-	39,170	7,981	3,471	-	27,718	31,189
Office equipments	267,045	-	-	267,045	41,931	11,379	-	213,735	225,114
Computers	171,967	-	-	171,967	47,556	26,071	-	98,340	124,411
Total	1,039,208	-	-	1,039,208	143,798	70,424	-	824,986	895,410
Previous Year	713,220	325,988	-	1,039,208	57,443	86,355	-	895,410	655,777



**JAYPEE AGRA VIKAS LIMITED**

**Notes to the financial statements for the year ended March 31, 2013**

**Note 10. STATEMENT OF INCIDENTAL EXPENDITURE DURING CONSTRUCTION (IEDC )**

	March 31, 2013 ( in ₹ )	March 31, 2012 ( in ₹ )
Opening Incidental Expenditure During Construction	1,490,779,847	1,293,829,386
<u>Addition during the year :</u>		
Salary, Wages and other Benefits	3,409,515	4,915,102
Travelling & Conveyance Expenses	156,226	318,443
Postage Telephone and Rates & Taxes	30,229	42,807
Bank Guarantee Charges & Expenses	3,460,613	6,070,639
Miscellaneous Expenses	160,710	3,593,194
Design & Project Consultancy	1,157,935	4,110,591
Interest & Financial Charges	199,212,335	179,511,993
Depreciation	70,424	86,355
Auditors' Remuneration		
Audit Fees	112,360	112,360
<b>Total</b>	<b>1,698,550,194</b>	<b>1,492,590,870</b>
Less : Interest on Fixed Deposits with Banks - TDS Nil, (Previous Year Rs 1,78,993)	5,922	1,811,023
<b>Project in progress at the end of the year</b>	<b>1,698,544,272</b>	<b>1,490,779,847</b>

**Note 11. LONG TERM LOANS AND ADVANCES**

	March 31, 2013 ( in ₹ )	March 31, 2012 ( in ₹ )
<b>A) SECURITY DEPOSITS</b>		
Unsecured, considered good	25,000	25,000
	<b>25,000</b>	<b>25,000</b>
<b>B) OTHER LOANS AND ADVANCES</b>		
Unsecured, considered good	-	-
Advance for land purchase - ( Right of way )	1,892,033,788	1,892,033,788
	<b>1,892,033,788</b>	<b>1,892,033,788</b>
	<b>1,892,058,788</b>	<b>1,892,058,788</b>

**Note 12. CASH AND CASH EQUIVALENTS**

	March 31, 2013 ( in ₹ )	March 31, 2012 ( in ₹ )
<b>A) BALANCES WITH BANKS</b>		
In Current accounts		
(i) ICICI Bank Ltd	1,117,218	804,007
(ii) Axis Bank Ltd	165,240	1,629,446
	<b>1,282,458</b>	<b>2,433,453</b>
<b>B) CASH ON HAND</b>	<b>46,847</b>	<b>36,194</b>
	<b>1,329,305</b>	<b>2,469,647</b>



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JAYPEE AGRA VIKAS LIMITED

Notes to the financial statements for the year ended March 31, 2013

Note 13. SHORT TERM LOANS AND ADVANCES

A) LOANS AND ADVANCES TO OTHERS

Unsecured, considered good  
Advances to Suppliers & Others  
Income Tax recoverable (Tax Deducted at Source)  
Prepaid expenses  
Advance for Land Parcels  
Advances recoverable in cash or in kind or for value to be received

March 31, 2013 ( in ₹)	March 31, 2012 ( in ₹)
3,327,380	3,327,380
178,993	178,993
8,154	3,484,694
3,777,087,329	3,777,087,329
-	51,864
<u>3,780,601,856</u>	<u>3,784,130,260</u>

B) SECURITY DEPOSITS

Unsecured, considered good

25,000	25,000
<u>25,000</u>	<u>25,000</u>
<u>3,780,626,856</u>	<u>3,784,155,260</u>

Note 14 . OTHER CURRENT ASSETS

Interest accrued and due  
on Fixed deposit (Given as security deposits )

March 31, 2013 ( in ₹)	March 31, 2012 ( in ₹)
10,462	5,373
<u>10,462</u>	<u>5,373</u>



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**JAYPEE AGRA VIKAS LIMITED**

Notes to the financial statements for the year ended March 31, 2013

**Note 15 (a) Gratuity**

In accordance with applicable Indian Laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan). The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employees' last drawn salary and the years of employment with the Company. The Company provides the gratuity benefit through annual contribution to a fund managed by the insurer (SBI Life Insurance Company Limited). Under this plan, the settlement obligation remains with the Company, although the Employee Gratuity Trust administers the plan and determines the contribution premium required to be paid by the Company. During the year, the Company has paid a premium of ₹ NIL (Previous year ₹ NIL ) against liability of ₹ 62229/- (Previous Year ₹ 42,872/-) computed by an independent actuary. Necessary accounting treatment has been given in the books of account.

(b) Leave Encashment -Defined Benefit Plans - Provision has been made as per Actuarial Valuation

( In ₹ )

Sl.No.	Particulars	Year Ended 2012-13		Year Ended 2011-12	
		Funded Gratuity	Non-funded Leave Encashment	Funded Gratuity	Non-funded Leave Encashment
i	Expenses recognized in the Statement of Incidental Expenditure During Construction for the Year ended				
	1. Current Service Cost	27,150	56,976	29,911	77,668
	2. Interest Cost	3,644	9,781	2,702	5,308
	3. Expected Return on Plan Assets	(6,227)	-	(5,684)	-
	4. Employee Contribution	-	-	-	-
	5. Actuarial (Gains)/Losses	16,643	(52,125)	(21,678)	23,878
	6. Past Service Cost	-	-	-	-
	7. Settlement Cost	-	-	-	-
	8. Total Expenses	41,210	14,632	5,251	106,854
ii	Net Asset/ (Liability) recognized in the Balance Sheet				
	1. Present Value of Defined Benefit Obligation	62,229	129,698	42,872	115,066
	2. Fair Value of Plan Assets	45,100	-	66,953	-
	3. Funded Status [Surplus(Deficit)]	(17,129)	(129,698)	24,081	(115,066)
	4. Net Asset/(Liability)	(17,129)	(129,698)	24,081	(115,066)



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(In ₹)

Sl.No.	Particulars	Year Ended 2012-13		Year Ended 2011-12	
		Funded	Non-funded	Funded	Non-funded
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
III	Change in Obligation during the Year ended				
	1. Present value of Defined Benefit Obligation at the beginning of the year	42,872	115,066	31,783	62,442
	2. Current Service Cost.	27,150	56,976	29,911	77,668
	3. Interest Cost	3,644	9,781	2,702	5,308
	4. Settlement Cost	-	-	-	-
	5. Past Service Cost.	-	-	-	-
	6. Employee Contributions	-	-	-	-
	7. Actuarial (Gains)/Losses	14,308	(52,125)	(21,524)	23,878
	8. Benefit Payments	(25,745)	-	-	(54,230)
	9. Present Value of Defined Benefit Obligation at the end of the year	62,229	129,698	42,872	115,066
IV	Change in Assets during the Year ended				
	1. Plan Assets at the beginning of the year	66,953	-	61,115	-
	2. Assets acquired on amalgamation in previous year	-	-	-	-
	3. Settlements	-	-	-	-
	4. Expected return on Plan Assets	6,227	-	5,684	-
	5. Contribution by Employer	-	-	-	-
	6. Actual Benefit Paid	(25,745)	-	-	-
	7. Actuarial Gains/ (Losses)	(2,335)	-	154	-
	8. Plan Assets at the end of the year.	45,100	-	66,953	-
	9. Actual Return on Plan Assets	(5,838)	-	(3,892)	-

## Actuarial Assumptions :

(i) Discount Rate

Year Ended 2012-13

8.50%

Year Ended 2011-12

8.50%

(ii) Mortality

IALM [1994-96]

LIC [1994-96]

(iii) Turnover Rate

Up to 30 Years

2.00%

4.00%

From 31 to 44 years

5.00%

4.00%

Above 44 years

3.00%

4.00%

(iv) Future Salary Increase

6.00%

8.50%

(v) Rate of Return

9.30%

9.30%



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JAYPEE AGRA VIKAS LIMITED

Notes to the financial statements for the year ended March 31, 2013

Note 16. Related Party Disclosures as required in terms of "Accounting Standard [AS] – 18" are given below :

Relationships :

(a) Holding Company :

Jaiprakash Associates Limited

(b) Fellow Subsidiary Companies [including their subsidiaries] :

- 1 Jaiprakash Power Ventures Limited
- 2 Jaypee Infratech Limited
- 3 Himalyan Expressway Limited
- 4 Jaypee Sports International Limited
- 5 Bhilai Jaypee Cement Limited
- 6 Gujarat Jaypee Cement & Infrastructure Limited
- 7 Bokaro Jaypee Cement Limited
- 8 Jaypee Ganga Infrastructure Corporation Limited
- 9 Jaypee Fertilizers & Industries Limited
- 10 Jaypee Cement Corporation Limited
- 11 Himalyaputra Aviation Limited
- 12 Jaypee Assam Cement Limited
- 13 Jaypee Powergrid Limited (Subsidiary of Jaiprakash Power Ventures Limited )
- 14 Sangam Power Generation Company Limited (Subsidiary of Jaiprakash Power Ventures Limited)
- 15 Prayagraj Power Generation Company Limited (Subsidiary of Jaiprakash Power Ventures Limited)
- 16 Jaypee Meghalaya Power Limited (Subsidiary of Jaiprakash Power Ventures Limited)
- 17 Jaypee Arunachal Power Limited (Subsidiary of Jaiprakash Power Ventures Limited )
- 18 Jaypee Cement Cricket( India) Limited (Subsidiary of Jaypee Sports International Limited w.e.f. 20.10.2012 )
- 19 Jaypee Healthcare Limited (Subsidiary of Jaypee Infratech Limited w.e.f. 30.10.2012 )
- 20 Jaypee Cement Hockey ( India) Limited (Subsidiary of Jaypee Sports International Limited w.e.f. 05.11.2012 )
- 21 Jaiprakash Agri Initiatives Company Limited ( Subsidiary of Jaypee Cement Corporation Limited w.e.f 25.03.2013)

Associate Companies :

- 1 Jaypee Infra Ventures (A Private Company with unlimited liability) - ( JIV)
- 2 JIL Information Technology Limited ( Subsidiary of JIV)
- 3 Jaypee International Logistics Company Private Limited (Subsidiary of JIV)
- 4 Anvi Hotels Private Limited (Subsidiary of JIV)
- 5 Indesign Enterprises Private Limited (Subsidiary of JIV)
- 6 Jaypee Development Corporation Limited (JDCL) - (Subsidiary of JIV)
- 7 Andhra Cements Limited (Subsidiary of JDCL)
- 8 Tiger Hills Holiday Resort Private Limited (Subsidiary of JDCL)
- 9 Gaur & Nagi Limited (Subsidiary of JIL Information Technology Limited)
- 10 RPJ Minerals Private Limited
- 11 Sarveshwari Stone Products Private Limited (Subsidiary of RPJ Minerals Private Limited)
- 12 Rock Solid Cement Limited (Subsidiary of RPJ Minerals Private Limited)
- 13 Sonebhadra Minerals Private Limited
- 14 Jaiprakash Kashmir Energy Limited
- 15 Jaypee Uttar Bharat Vikas Private Limited
- 16 Kanpur Fertilizers & Cement Limited (Subsidiary of Jaypee Uttar Bharat Vikas Private Limited )
- 17 MP Jaypee Coal Limited
- 18 MP Jaypee Coal Fields Limited
- 19 Madhya Pradesh Jaypee Minerals Limited



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JAYPEE AGRA VIKAS LIMITED

Notes to the financial statements for the year ended March 31, 2013

The following transactions were carried out with Related Parties in the ordinary course of business.

(In ₹)

Description	Holding Company (a)		Fellow Subsidiary Companies (b)		Associate Companies (c)	
	31.03.2013	31.03.2012	31.03.2013	31.03.2012	31.03.2013	31.03.2012
Transactions during the year ended :						
Issue of Preference Shares	3,404,000,000	-	-	-	-	-
Receipts /( Refunds ) of share application money pending allotment	-	1,601,000,000	-	-	-	(1,500,000,000)
Other Miscellaneous expenditure	-	18,915	-	-	5,634	-
Balance as at end of the year :						
Share application money pending allotment	-	3,201,000,000	-	-	-	-
Redeemable Preference Shares	3,404,000,000	-	-	-	-	-
Trade Payable	-	-	-	-	5,634	-

Note 17. Contingent Liabilities not provided for in the books :

₹ NIL (Previous Year - ₹ NIL)

Note 18. Additional information pursuant to Clause (b) of Note 5(viii) of Part-II of Schedule – VI to The Companies Act, 1956.

(in ₹)

Particulars	Year Ended 2012-13	Year Ended 2011-12
Expenditure in Foreign Currency including expenditure during project implementation period.	Nil	Nil
Foreign Travel	Nil	Nil

Note 19. Details of auditors remuneration charged to incidental expenses during construction.

	(in ₹) Year Ended 2012-13	(in ₹) Year Ended 2011-12
Audit fee	100,000	100,000
Certification and other matters	-	-
Service tax	12,360	12,360
	<u>112,360</u>	<u>112,360</u>

Note 20. As per the information available with the company, the company has no dues to micro , small and medium enterprises during the year ended March 31, 2013 and March 31, 2012 .

Note 21. Previous year figures have been regrouped/rearranged wherever necessary to conform to this year's classification.

Note 22. All the figures have been rounded off to the nearest rupee .

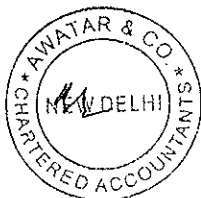
As per our report of even date attached to the Balance Sheet

For and on behalf of the Board of Directors

For Awatar & Company  
Chartered Accountants

*Brijendra Agrawal*

Brijendra Agrawal  
Partner  
M.No. : 087787  
Firm R.No. : 000726N



Place : Noida  
Date : 30th April, 2013

*Deepak Banga*  
Deepak Banga  
Company Secretary

*Sameer Gaur*  
Sameer Gaur  
Director

*Gaurav Jain*  
Gaurav Jain  
Director

JAYPEE AGRA VIKAS LIMITED

Cash Flow Statement for the year ended March 31, 2013

**A. CASH FLOW FROM OPERATING ACTIVITIES**

	March 31, 2013 in ₹	March 31, 2012 in ₹
Net profit (loss) before tax and prior period items	-	-
<b>Adjustment for :</b>		
(Increase)/ Decrease in Short-term loans and advances	3,528,404	(1,098,444)
(Increase)/ Decrease in Other Current assets	(5,089)	1,530,915
(Increase)/ Decrease in Long term Loans and advances	-	25,980
Increase/ (Decrease) in Trade payables & other liabilities	30,344	378,214
<b>Cash from operations</b>	<b>3,553,659</b>	<b>836,665</b>
Direct taxes paid (net of refunds)	-	-
<b>Net cash flow from operating activities</b>	<b>3,553,659</b>	<b>836,665</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Acquisition of fixed assets (including IEDC))	(207,694,001)	(197,190,094)
<b>Net cash used in investing activities</b>	<b>(207,694,001)</b>	<b>(197,190,094)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/ ( Refunds ) from issue of share capital / share application money pending allotment(Previous Year)	203,000,000	101,000,000
<b>Net cash flow from financing activities</b>	<b>203,000,000</b>	<b>101,000,000</b>
<b>Net Increase/(decrease) in cash and cash equivalents</b>	<b>(1,140,342)</b>	<b>(95,353,429)</b>
Cash and cash equivalents at the beginning	2,469,647	97,823,076
Cash and cash equivalents at the close	1,329,305	2,469,647
	<b>(1,140,342)</b>	<b>(95,353,429)</b>
Cash and bank balance (as per Note 12 to the Financial Statements)	<b>1,329,305</b>	<b>2,469,647</b>

As per our report of even date attached to the Balance Sheet

For Awatar & Company  
Chartered Accountants

*Brijendra Agrawal*

Brijendra Agrawal  
Partner

M.No. : 087787

Firm R.No. : 000726N

Place : Noida

Date : 30th April, 2013



For and on behalf of the Board of Directors

*Sameer Gaur*  
Sameer Gaur  
Director

*Deepak Banga*  
Deepak Banga  
Company Secretary

*Gaurav Jain*  
Gaurav Jain  
Director