

CESC PROJECTS LIMITED

**ANNUAL REPORT AND ACCOUNTS
2011-12**

CESC PROJECTS LIMITED

DIRECTORS' REPORT

Your directors present their First Annual Report together with the Audited Accounts for the year ended 31 March, 2012.

Financial Results

	(Rs.)	
	2011-12	2010-11
(Loss) / Profit before Taxation	(1,66,035)	Nil
Provision for Income Tax for the Current year	Nil	Nil
(Loss) / Profit after Tax	(1,66,035)	Nil
Balance Profit brought forward from previous year	Nil	Nil
Balance carried down to Balance Sheet	(1,66,035)	Nil

Operations

The Company was incorporated on 13 June, 2011 as a Private Limited Company and was converted to a Public Limited Company on 7 July, 2011. The Company is a wholly owned subsidiary of CESC Limited.

The Company was exploring various opportunities for which it has been incorporated and did not carry out any commercial activity during the period under review.

Dividend

In view of the loss during the year, your Directors do not recommend any dividend for the period under review.

Directors

Mr. Subrata Talukdar retires by rotation and, being eligible, offers himself for re-appointment.

Particulars of Employees

The provisions of Section 217(2A) of the Companies Act, 1956 are not attracted as there is no employee in the Company.

Public Deposits

The Company has neither received nor accepted any deposits within the meaning of Section 58A of the Act and Rules made thereunder.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

During the period under review, your Company has not carried out any commercial activity and hence not consumed energy of any significant level. There was not much scope for taking any measures for energy conservation or for making any additional investment for reduction of energy consumption. There was no technology absorption nor any foreign exchange earnings or outgo during the year.

Director's Responsibility Statement

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

- i) in the presentation of the annual accounts, the applicable accounting standards had been followed along with proper explanations relating to material departures;
- ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the loss of the Company for that period;
- iii) proper and sufficient care had been taken for the maintenance of adequate 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) the annual accounts had been prepared on a going concern basis.

Compliance Certificate

Pursuant to Section 383A of the Companies Act, 1956 a certificate from Company Secretary in practice, is attached and forms part of this Report.

Auditors

Messrs Batliboi, Purohit & Darbari, Chartered Accountants, the Auditors of the Company, retire at the ensuing Annual General Meeting of the Company and are eligible for re-appointment.

On behalf of the Board of Directors

Sd/- S.Mitra

Sd/- S.Talukdar

Director

Director

Kolkata, 12 June, 2012



MANOJ SHAW & CO.
COMPANY SECRETARIES

"COMMERCE HOUSE", 8TH FLOOR, R. NO. 8C
2A, GANESH CHANDRA AVENUE, KOLKATA-700013
☎ : 033-3020-7963, Cell : 9830271137
e-mail : shawmanoj2003@yahoo.co.in
: shawmanoj2003@gmail.com

COMPLIANCE CERTIFICATE

CIN. No: - U74999WB2011PLC163658
Nominal Capital: - Rs 10,000,000.00
Paid Up Capital: - Rs 5,000,000.00

To,
The Members
CESC Projects Limited
CESC House, Chowringhee Square,
Kolkata- 700001

We have examined the registers, records, books and papers of **CESC Projects Limited** as required to be maintained under the Companies Act, 1956, (the Act) and the Rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the **financial year ended on 31st March, 2012**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:-

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the Rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities.
3. The company, being a public limited company having the minimum paid up capital, comments under this clause are not required.
4. The Board of Directors duly met Seven (7) times respectively on 13.06.2011, 14.06.2011, 11.07.2011, 29.09.2011, 30.12.2011, 05.03.2012 and 30.03.2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed.
5. The Company was not required to close its Register of Members during the financial year, pursuant to section 154 of the Act.
6. The Annual General meeting for the financial year ended on 31.03.2011 was not held as the Company was newly incorporated on 13.06.2011.
7. Two Extra Ordinary General Meeting was held on 16th June, 2011 and 30th March, 2012 after giving due notice to the members of the company and resolution passed thereat have been duly recorded in minutes books maintained for the purpose.
8. The Company has not entered into any contract during the financial year 2011-12 falling within the purview of section 297 of the Act.
9. The Company has not advanced any loans during the financial year 2011-12 to its Directors or persons or firms or Companies referred to under Section 295 of the Act.



10. The company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate shares certificates during the financial year.
13. The Company:
 - a. Has delivered all the certificates on lodgment thereof for transfer wherever applicable, in accordance with the provisions of the act during the financial year.
 - b. Has not deposited any amount in separate Bank Account as no Dividend was declared during the Financial Year.
 - c. Has not posted Warrants to any Members of the Company as no Dividend was declared during the Financial Year.
 - d. Duly complied with the requirements of section 217 of the act.
14. The Board of Directors of the company is duly constituted. During the financial year 2011- 12, Mr. Utpal Bhattacharya was appointed as Additional Director of the Company w.e.f 29.02.2012 and Mr. A. Bhargava resigned from the board w.e.f 29.02.2012.
15. The Company has not appointed any Managing Director/ Whole time Director/ Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies or such other authorities as may be prescribed under the various provisions of the Act during the period under scrutiny.
18. The directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to Section 299 of the Act and rules made thereunder.
19. The Company has allotted shares as enumerated below in compliance with the provisions of the Act during the financial year-
 - i. 40,000 Equity shares of Rs.10/- each at par on 14.06.2011
 - ii. 450,000 Equity shares of Rs.10/- each at par on 30.03.2012
20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares/debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the right to rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The total borrowings of the Company were within the limits of 293(1) (d) of the Act.



25. The company has made Loans and Investments, or given guarantees or Provided Securities to other Body Corporate in compliance with the Provision of the Act and has made necessary entries in the register kept for the purpose.
26. The company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The company has not altered the provisions of the Memorandum with respect to the objects of the company during the period under scrutiny.
28. The company has altered the provisions of the Memorandum with respect to name of the company during the year under scrutiny.
29. The company has altered the provisions of the Memorandum with respect to share capital of the company during the financial year under scrutiny.
30. The company has altered its Article of Association during the period under scrutiny.
31. There were no prosecutions initiated against or show cause notices received by the company and no fines or penalties for any other punishment was imposed on the company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company was regular in deposit of contribution to Provident Fund with prescribed authorities pursuant to section 418 of the Act.

It is stated that the compliance of all the applicable provisions of the Companies Act, 1956 is the responsibility of the management. Our examination, on a test-check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We 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 its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities/ statements of the Company. Moreover, we have not covered any matter related to any other law which may be applicable to the Company except the Companies Act, 1956.

Note: In terms of circular dated 05.01.2009 this company is not required to employ a Whole time Secretary w.e.f 15.03.2009. Since the paid up Capital of the Company is Rs. 5,000,000.00/- which is less than Rs 5 Crore, a Compliance Certificate from Practicing Company Secretary has been obtained in terms Section 383 (A) of the Companies Act 1956.

Dated: 12/06/2012

For MANOJ SHAW & CO
(Company Secretaries)
Manoj Prasad Shaw
MANOJ PRASAD SHAW, FCS
C.P. No. 4194



Registers as maintained by the Company:

ANNEXURE 'A'

1. Register of Transfers u/s 108
2. Register of Members u/s 150
3. Minutes of Share Holders Meeting u/s 193
4. Minutes of Board Meeting u/s 193
5. Register of Contracts u/s 301
6. Register of Directors etc. u/s 303
7. Register of Directors' Shareholding u/s 307
8. Register of Charges u/s 143
9. Register of Loans, Investment, Guarantees and Securities.
10. Register of Directors Disclosures u/s 301(3)

ANNEXURE 'B'

Form and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on **31st March 2012**:

Sl No.	Forms & Returns	Filed U/S	Details of filing	Date of Filing	Whether filed within Due date	If No whether additional Fees have been paid
1.	Form 2	75	Return of Allotment for issue of 40,000 Equity Shares of Rs 10/- each share made on 14.06.2011	16.06.2011	Yes	NA
2.	Form 23	192	For registration of special resolution for EGM held on 16.06.2011 passed in connection with Section 21 of the Companies Act, 1956.	21.06.2011	Yes	NA
3.	Form 62	44(2)	For filing of Statement in lieu of prospectus as per schedule IV for conversion of the Company from Private to Public Limited.	05.07.2011	Yes	NA
4.	Form 32	303(2)	Appointment of Mr. Utpal Bhattacharya as Additional Director and Cessation of Mr. A. Bhargava w.e.f 29.02.2012	20.03.2012	Yes	NA



Auditor's Report

To the Members of

CESC PROJECTS LIMITED

1. We have audited the attached Balance Sheet and cash flow statement of **CESC Projects Limited** as at 31st March, 2012 and the related Profit & Loss Account as on that date, all of which have been signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the "Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, and on the basis of such verification of the books of records as considered appropriate and available and according to the information and explanations given to us, we report that:
 - i) The Company does not have any fixed assets, accordingly, sub-clause (a), (b) and (c) of clause (i) are not applicable.
 - ii) The Company does not have any inventory, accordingly, sub-clause (a), (b) and (c) of clause (ii) are not applicable.
 - iii) (a) The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained u/s 301 of the Act. As such information in terms of clause (b), (c) and (d) are not required for disclosure.
(b) The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained u/s 301 of the Act. As such information in terms of clause (f) and (g) are not required for disclosure.



- iv) The Company does not have any inventory, fixed assets and sale of goods and services accordingly clause (iv) is not applicable.
- v) In our opinion and according to the information and explanations given to us and based on the representations by the management, there is no contract or arrangement that needs to be entered in the register maintained under Section 301 of the Act. Accordingly sub clause (b) of Clause (v) of the Order is not applicable for the company for the current year.
- vi) The company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA of the Act and the rules framed there under.
- vii) As the Company is not listed on any stock exchange or the paid-up capital and reserves as at the commencement of the financial year did not exceed Rupees Fifty Lakhs and the company does not have any turnover, clause (vii) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 in respect of Internal Audit is not applicable for the period.
- viii) The Central Government of India has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Act for any of the products of the company.
- ix) According to the information and explanations given to us, the Company does not have any statutory dues payable during the period, hence clause (ix) of paragraph 4 of the Companies (Auditors' Report) (Amendment) Order, 2004 is not applicable.
- x) As the Company is registered for a period less than five years, clause (x) of paragraph 4 of the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amended) Order, 2004, in respect of accumulated losses and cash loss is not applicable for the period.
- xi) According to the records of the company examined by us and the information and explanation given to us, during the period the company has not obtained any loan from any financial institution or bank or debenture holders.
- xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) The provisions of any special statute applicable to chit fund / nidhi / mutual benefit fund / societies are not applicable to the company.
- xiv) In our opinion, the company is not a dealer or trader in shares, securities, debentures and other investments, hence disclosure not required.
- 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 bank or financial institutions during the year.



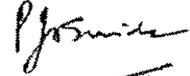
- xvi) In our opinion, and according to the information and explanations given to us, the company has not obtained any term loans during the year.
 - xvii) On the basis of an overall examination of the balance sheet of the company, in our opinion and according to the information and explanations given to us, we report that the company has not used funds raised on short term basis for long term purposes.
 - xviii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
 - xix) The company has not issued any debenture during the year and accordingly the question of creation of security or charge does not arise.
 - xx) The company has not raised any money by public issues during the year, hence disclosure not required.
 - xxi) During the course of our examinations of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report that;
- (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the 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 such books.
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report is in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.



(f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- i) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
- ii) In the case of the Profit and Loss Account, of the Loss for the year ended on 31st March, 2012; and;
- iii) In the case of the Cash Flow Statement, of the cash flows for the period ended on 31st March, 2012.

For Batliboi, Purohit & Darbari
Chartered Accountants
Firm Registration Number: 303086E



(CA P.J. Bhide)

Partner

M. No. 004714

Kolkata

Dated: 12-6-2012



CESC Projects Limited

Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Balance Sheet as at 31st March, 2012

Particulars	Note No	As at 31st March, 2012 Rs.
I. EQUITY AND LIABILITIES		
Shareholders' funds		
Share Capital	2.1	5,000,000
Reserves and Surplus	2.2	(166,035)
Current liabilities		
Other Current Liabilities	2.3	152,472
TOTAL		4,986,437
II. ASSETS		
Current assets		
Cash and bank balances	2.4	4,986,437
TOTAL		4,986,437
Significant Accounting Policies	1	
Notes 1 - 2.11 form an integral part of the Accounts		

This is the Balance Sheet referred to in our Report of even date.

For Batliboi, Purohit & Darbari
Firm Registration Number:303086E
Chartered Accountants

CA P.J. Bhide
Partner
Membership.No. 004714

Place: Kolkata

Date: 12.6.2012

For and on behalf of the Board

Director

Director



CESC Projects Limited
Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Profit and Loss Statement for the period 13th June, 2011 to 31st March, 2012

Particulars	Note No	2011-12
Total Revenue		
Expenses		
Administrative and other expenses	2.5	166,035
Total Expenses		166,035
Loss for the period		(166,035)
Earnings per equity share: (Face Value of Rs. 10 per share)		
Basic and Diluted	2.7	(3.93)
Significant Accounting Policies	1	
Notes 1 - 2.11 form an integral part of the Accounts		

This is the Profit and Loss Statement referred to in our report of even date.

For Batliboi, Purohit & Darbari
Firm Registration Number: 303086E
Chartered Accountants

CA P.J. Bhide
Partner
Membership.No. 004714

Place: Kolkata
Date: 12.6.2012

For and on behalf of the Board

Director

Director



Cash Flow Statement for the period 13th June, 2011 to 31st March, 2012

Particulars	2011-12	
	Rs.	Rs.
Cash Flow from Operating Activities		
Net Profit/(Loss) before taxation	(166,035)	
Adjustment for :		
Interest Income	-	
Operating Profit/(Loss) before Working Capital Changes	(166,035)	
(Increase)/decrease in Loans and Advances		
Increase/(decrease) in Current Liabilities	152,472	
Net Cash from Operating Activities		(13,563)
Cash Flow from Investing Activities		
Purchase of Fixed Assets	-	
Increase in Capital Work in Progress	-	
Increase in Investments	-	
Interest Received	-	
Net Cash from Investing Activities		
Cash Flow from Financing Activities		
Issue of Share Capital	5,000,000	
Advance against Equity Shares received/(refunded)	-	
Increase/(decrease) in Secured Loan	-	
Increase/(decrease) in Unsecured Loan	-	
Net Cash from Financing Activities		5,000,000
Net Increase/(decrease) of Cash & Cash Equivalents		4,986,437
Cash & Cash Equivalents - Opening Balance		
Cash & Cash Equivalents - Closing Balance		4,986,437

Notes:

1. The above Cash Flow Statement has been prepared under "indirect Method" as set out in the Accounting Standard on Cash Flow Statement (AS 3)
2. The Cash Flow statement has been prepared for the period from 13th June, 2011 being the date of incorporation of the company to 31st March, 2012 and accordingly previous period's figures have not been given.

This is the Cash Flow Statement referred to in our Report of even date.

For Batliboi, Purohit & Darbari
 Firm Registration Number: 303086E
 Chartered Accountants

P. J. Bhide

CA P.J. Bhide
 Partner
 Membership No. 004714

Place: Kolkata

Date: 12-6-2012

For and on behalf of the Board

[Signature] *[Signature]*

Director

Director



CESC Projects Limited

Registered Office: CESC House, Chowringhee Square, Kolkata-700001

1. Significant Accounting Policies:

i) Accounting Convention

The financial statements have been prepared to comply in all material aspects with all the applicable accounting principles in India, including Accounting Standards notified under section 211(3C) of the Companies Act, 1956 and the relevant provisions of the Companies Act 1956. A summary of important accounting policies are set out below. During the period ended 31st March, 2012 the revised Schedule VI notified under the Companies Act, 1956 has been applicable for preparation and presentation of its financial statement and the above financial statements have been prepared in accordance with the relevant presentation requirement of the aforesaid revised schedule VI notified under Companies Act, 1956.

ii) Basis of Accounting:

The financial statements have been prepared under the historical cost convention.

iii) Tangible Assets:

Tangible Assets are stated at cost of acquisition together with any incidental expenditure for acquisition/installation.

iv) Taxation

Provision for current tax is made on the basis of estimated taxable income for the year.

Deferred Tax is recognized, subject to consideration of prudence, on timing difference, being the difference between Taxable Income and Accounting Income, which originate in one period and are capable of reversal in one or more subsequent years as per Accounting Standard 22 - "Accounting for Taxes on Income" as per Companies (Accounting Standards) Rules, 2006.



CESC Projects Limited
Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Note - 2.1 : Share Capital

Particulars	As at 31st March, 2012 Rs.
Authorised share capital	
1,000,000 Equity Shares of Rs 10/- each	10,000,000
Issued, subscribed and paid up capital	
500,000 Equity Shares of Rs 10/- each fully paid.	5,000,000
	<u>5,000,000</u>

(a) Term/rights attached to equity shares :

The Company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity is entitled to one vote per share. The company has not declared any dividend to its shareholders since inception. 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.

(b) Details of shareholder holding more than 5% shares in the company

As at 31st March, 2012		
Name of the shareholder	No. of shares	%
CESC Limited	500,000	100

CESC Limited is also the Holding Company of CESC Projects Limited and percentage of shares held is stated above.

(c) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

As at 31st March, 2012		
Particulars	No. of shares	Value (Rs)
Shares outstanding at the beginning of the period		
Add: Equity shares issued during the period	500,000	5,000,000
Shares outstanding at the end of the period	500,000	5,000,000



CESC Projects Limited
Registered Office:CESC House,Chowringhee Square,Kolkata-700001

Note - 2.2 : Reserves & Surplus

Particulars	As at 31st March, 2012 Rs.
Surplus	
Debit Balance in the Profit and Loss Statemet at the begining of the period	-
Add: (Loss) for the period	(166,035)
Debit Balance in the Profit and Loss Statement at the end of the period	(166,035)

Note - 2.3: Other Current Liabilities

Particulars	As at 31st March, 2012 Rs.
Other payables	152,472
	152,472

There is no amount due to Micro and Small Enterprises as referred in the Micro, Small and Medium Enterprise Development Act, 2006 based on the information available with the Company.



CESC Projects Limited

Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Note 2.4: Cash and Bank Balances

Particulars	As at 31st March, 2012 Rs.
Cash and Cash Equivalents	
Balances with Banks	4,986,437
	4,986,437

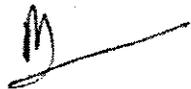


CESC Projects Limited

Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Note 2.5 : Administrative and other expenses

<u>Particulars</u>	<u>2011-12</u>
	<u>Rs.</u>
Filing Fee	130,000
Audit Fees	22,472
Rates & Taxes	2,758
General Charges	10,805
	<u>166,035</u>





CESC Projects Limited**Registered Office: CESC House, Chowringhee Square, Kolkata-700001****Note: 2.6 - Related Party Disclosure****2.6.1: Related Parties and their Relationships**

Name of Related Parties	Nature of Relationship
CESC Limited	Holding Company
Spencer's Retail Limited, CESC Properties Limited, Metromark Green Commodities Pvt. Ltd., Music World Retail Limited, Au Bon Pain Café India Limited, Nalanda Power Company Limited, Dhariwal Infrastructure Ltd, Haldia Energy Ltd, CESC Infrastructure Ltd, Surya Vidyut Limited, Bantal Singapore Pte.Ltd (w.e.f 30 th May, 2011)	Fellow Subsidiary Companies

2.6.2: Details of transaction between the company and related parties for the period ended on 31.03.12 are given as under:

In Rs.

Type of Transaction	Holding Company	
	31.03.12	
Advance received against equity shares	4,500,000	-
Issue of fully paid up equity shares	5,000,000	-
Balance as at 31.03.2012		
Debit:		
Credit:	-	-

Note: 2.7**Earnings per Share (EPS):**

Computation of Earnings per share

Particulars	2011 - 12
Loss attributable to Equity Shareholders (Rs.) (A)	(166,035)
Weighted Average Nos of Equity Shares for Earnings per share (B)	42,240
Basic and Diluted Earnings Per Share of Rs 10/-=[(A)/(B)] (RS)	(3.93)



CESC Projects Limited

Registered Office: CESC House, Chowringhee Square, Kolkata-700001

Note: 2.8

Auditors' Remuneration:

Rs.

Particulars	For the period 13 th June, 2011 to 31 st March, 2012.
Audit Fee (including service tax)	22,472

Note 2.9

The company has been set up to carry out advisory services in power and other infrastructure sector and does not operate in any other segment.

Note: 2.10

As a matter of prudence, Deferred Tax Assets have not been recognized.

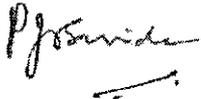
Note: 2.11

The Company was incorporated on 13th June, 2011 and hence Profit and Loss Statement has been prepared from the date of incorporation to 31st March, 2012. These being the Company's first financial statements, there are no corresponding figures for the previous period.

For Batliboi, Purohit & Darbari

Firm Registration Number: 303086E

Chartered Accountants



CA P.J. Bhide

Membership. No. 004714

Partner

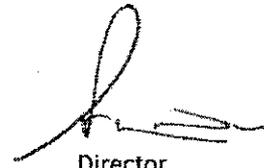
Place: Kolkata

Date: 12.6.2012

For and behalf of the Board



Director



Director

