DIRECTORS' REPORT

To
THE MEMBERS,
Gayatri Infrastructure Ltd.

Your directors have pleasure in presenting 15th Annual Report of the Company together with audited statements of accounts for the Period ended on 31st March, 2014.

FINANCIAL RESULTS		(Rs in lacs)
	F.Y2013-2014	**F.Y 2012-2013**
Income from Construction and Development	1833.60	921.55
Total expenses	1678.93	828.54
Profit/(Loss) Before Depreciation	154.67	93.01
Less:Depreciation	6.03	6.31
Profit/(Loss) Before Tax	148.64	86.70
Less:Provision for Taxation	48.19	22.01
Profit for the year	100.45	64.69
Add:Balance brought forward from previous year		
Amount available for appropriation		
Less:Proposed dividend-Final		
Less:Dividend Distribution Tax		
Less:Transfer to General Reserve		
Less:Utilised for issue of bonus share		
Profit/(Loss) carried to balance sheet		

DIVIDEND:-

The Board of Directors of your company recommends a final dividend of Rs.0.40/- per share on 8,186,668 shares of Rs. 10/- each (Previous Year – Rs.0.4/- per share of Rs.10/- each).

PRESENT OPERATIONS AND FUTURE PROSPECTS:

Your Company is doing well in its present line of activities and the Board is taking all steps to expand its present business and add value to its shareholders.

DIRECTORS' RESPONSIBILITY STATEMENT - SECTION 217 (2AA) OF THE COMPANIES ACT, 1956:

The Board of Directors states:

1 that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

2 that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

3 that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

4 that the Directors had prepared the annul accounts on a going concern basis.

ACKNOWLEDGEMENT
Your Directors wish to thank the investors, company's Bankers & the statutory authorities for the consistent support received from them throughout the year.

For and on behalf of the Board

Place: Ahmedabad
Date: 02/09/2014

Chanderlal B. Ambwani
Managing Director
(DIN: 01390563)

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DIRECTORS:

Devendra Gopaldas Kodwani Director of the Company, liable to retire by rotation and being eligible offers herself for reappointment.

The Board of your Company recommends their re-appointment as Director under the category of liable to retire by rotation.

PUBLIC DEPOSITS:

During the year under review your company has neither invited nor accepted any public deposit or deposits from the private parties as defined under the Companies Act, 1956 or under the Reserve Bank of India Non Banking Financial Companies Acceptance of Public Deposit Rules and Regulations.

AUDITORS:

The present Auditors of the Company M/s. Shailesh Gandhi & Associates, Chartered Accountants', Ahmedabad were appointed as Auditors and will retire at the ensuing Annual General Meeting. M/s. Shailesh Gandhi & Associates, Chartered Accountants, have submitted certificate for their eligibility for appointment under Section 139 of the Companies Act, 2013. Board of Directors of your Company favour his re-appointment as Auditors of the Company from Fifteenth (15th) Annual General Meeting (AGM) till the conclusion of the Twentieth (20th) Annual General Meeting of the Company to be held in the year 2019 the Conclusion of next Annual General Meeting of the Company.

The notes and remarks of Auditors are self explanatory and therefore do not require any further clarification.

PARTICULARS OF EMPLOYEES:

Provisions of Section 217(2A) of the companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 are not applicable to the Company, Since none of the employees of the Company was in receipt of total remuneration of Rs.60,00,000/- p.a or Rs.5,00,000/- p.m during the financial year under review.

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

Particulars in respect of energy and technology absorption are not applicable to the company. Company has no foreign exchange earnings and expenditure during the year under report.

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Place: Ahmedabad
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