



RE-IMAGINE THE WORLD



ANNUAL REPORT 2008-2009

As far back as 1960, John F Kennedy stated, “the supreme reality of our age is the vulnerability of our planet.” Today, various conservative estimates place the sustainability of the earth’s resources at no greater than fifty to seventy five years. If that’s not a wake up call, then what is?

Man’s imagination has catapulted him across astonishingly new frontiers every decade... in industry, in technology and in society. We have come a long way... much further down the road than we ever imagined. But we’ve been paying a price. And that price is placing our selves – and more importantly – future generations, at risk of inadequate resources to live life to the fullest.

All our progress is meaningless if we continue to dismantle the very home in which we live. The earth is our home and it is the only one we have. The earth is also finite. And that means its resources must be finite too. This is the truth we must be willing to face, consider and act on... today. This is a reality that can no longer be ignored if we care about our children and our children’s children. If we ignore this reality any longer, chances are there will be no one to pass the torch to at one of many frontiers we are yet to cross as a civilization.

At SPML, the work we do ensures the environment’s resources are utilized in a sustainable manner. Whether it involves channeling water from rivers to taps, bringing light to lakhs of homes, treating industry effluents or setting up the nation’s physical infrastructure... our work is rooted in environmental consciousness.

This year, we celebrate the environment and our ongoing efforts as a race to keep the lights on. We encourage you to join hands with us and do your bit to keep those lights on for many more generations. Use water and energy cautiously. Don’t litter the environment. Use biodegradable materials.

Treat the planet with love. Together, we can ensure our drive for progress doesn’t outstrip our planet’s capacity to sustain us. Together we can re-imagine the world.

What can be more important in these times?

Vision & Core Values

SPML Group

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We are inspired by our guiding light

Shri Punam Chand Sethi
Chairman Emeritus

VISION

BUILD WORLD-CLASS
INFRASTRUCTURE WITH
PASSION AND
INNOVATION TO
MAKE HUMAN LIFE
COMFORTABLE

CORE VALUES

CUSTOMER ORIENTATION
WEALTH CREATION
EMPLOYEE EMPOWERMENT
SYSTEM & PROCESSES
TEAMWORK & COOPERATION
PROACTIVENESS & INNOVATION

We never know the worth of water till the well is dry.

-Thomas Fuller, Gnomologia, 1732

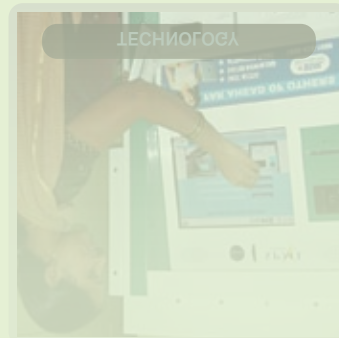
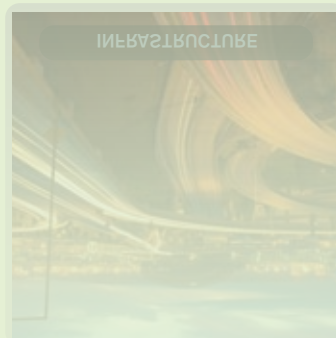
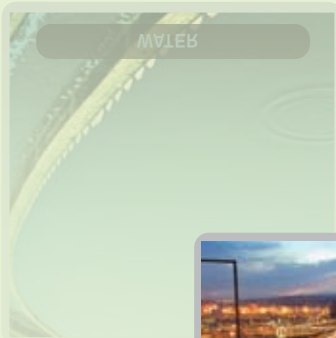
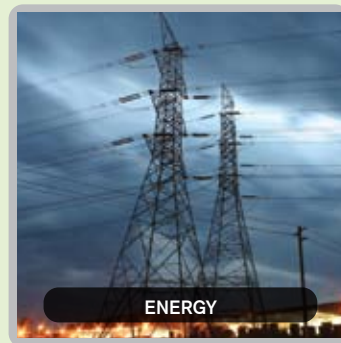
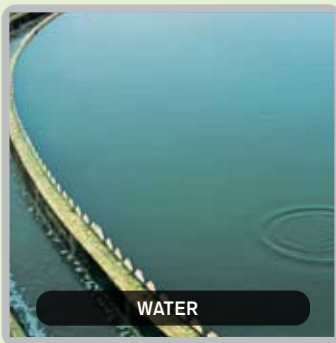


SPML Group Connects to the New Era

Subhash Projects And Marketing Limited (SPML) is a leading infrastructure development company with more than two and half decades of multi-disciplinary experience in Water, Power, Environment, Infrastructure, Manufacturing and Technology. Promoted by the Sethi family, the company that was incorporated in 1981 has evolved today into a multi-faceted conglomerate. SPML was converted as a public limited company in August 1983. An ISO - 9001: 2000 certified company, SPML has executed more than 400 projects across India.

Having established its leadership in the contracting business, SPML has proven business capabilities in the Water, Energy, Environment and Infrastructure domain, on a Public Private Partnership (PPP) & Build-Own-Operate-Transfer (BOOT) basis.

SPML's vision to become a force in the global infrastructure sector is supported by its core strengths - pan India presence, 28 years of experience in turnkey projects, innovative in-house designs and engineering solutions, highly skilled team of over 1500 professionals; complimented by its focus on innovation and cutting edge technology.



Subsidiaries / Associates / Joint Ventures

As on August 2009

Keeping in mind the specific needs of the respective domains; SPML consolidates its strength owing to the below listed group companies, to ensure delivery and business excellence.

SPML Group Companies in Water Sector

SPML Utilities Limited (formerly SPML Water Infra Limited): This holding company spearheads and leads activities pertaining to Integrated Bulk Water supply and Water Management projects through Public Private Partnership (PPP) and Build-Own-Operate-Transfer (BOOT) basis.

Latur Water Supply Management Company Limited: This Special Purpose Vehicle (SPV) leads the activities of the Latur water supply scheme project - Management Contract for 24 by 7 water supply to Latur City. The company is a Joint Venture(JV) between SPML, UPL and Hydro Comp Enterprises, Cyprus.

Hydro-Comp Enterprises (India) Private Limited: The company leads the activities of consulting, implementing and managing integrated water supply and management initiatives in the country. Currently, it is leading a prestigious initiative as the Operator Consultant for the Implementation of 24 x 7 Continuous Water Supply Project under the JNNURM Scheme for Madurai Municipal Corporation. The company is a JV between SPML & Hydro-Comp Enterprises, Cyprus.

SPML Bhiwandi Water Supply Infra Limited: This SPV leads the integrated bulk Water supply and water management project for Bhiwandi-Nizampur City Municipal Corporation under PPP scheme.

SPML Bhiwandi Water Supply Management Limited: This SPV leads the water management for Bhiwandi-Nizampur Municipal Corporation, which comprise the implementation of integrated information system consisting of customer information, operation & maintenance, demand management and network asset management system under PPP.

SPML Group Companies in Energy Sector

SPML Energy Limited: This holding company is managing and executing high value projects under Public Private Partnership (PPP) & Build Own Operate Transfer (BOOT) basis. The company leads the activities of developing, constructing and managing Hydro Power projects in various states across India.

Subhash Kabini Power Corporation Limited (SKPCL): The company leads the development and management of Kabini Hydro Power Project; the 2nd largest private sector mini hydel scheme in Karnataka, with an aggregate capacity of 20 MW and annual generation of approx. 65 MU. SKPCL has a fully-owned subsidiary company by name SPM Holdings Pte. Limited, Singapore.

- **Awa Power Company Private Limited**
- **Binwa Power Company Private Limited**
- **Iqu Power Company Private Limited**
- **Luni Power Company Private Limited**
- **Neogal Power Company Private Limited**

The above mentioned SPV's individually lead the development and management of 4.5 MW Mini Hydel Power Generation projects each, under Build Own Operate (BOO) & Design, Construction, Operation (DCO) basis, across the state of Himachal Pradesh.

- **Uttarkashi Tons Hydropower Private Limited**
- **Rupin Tons Power Private Limited**
- **Tons Valley Power Company Private Limited**

The above mentioned SPV's lead the development and management of Mini-Hydel Power Generation projects (Aggregate Capacity of 42 MW) under Build Own Operate (BOO) & Design, Construction, Operation (DCO) basis, in the state of Uttarakhand.

SPML Group Companies in Environment Sector:

SPML Urban Enviro Limited: This holding company spearheads and manages the initiatives pertaining to environmental services in private and public sectors. The company has a presence across the country, providing expert services in the collection, recycling and disposal of solid waste, waste to energy solutions, waste water treatment plants and water & sewer pipeline rehabilitation solutions.

Delhi Waste Management Limited: This SPV is one of India's leading waste management companies, handling Solid Waste Management in Delhi for Municipal Corporation of Delhi. It is responsible for providing services of waste collection, segregation, transportation and waste to resource services to over 5 million people and thousands of business establishments in Delhi. DWM manages 778 waste storage depots, around 80 hydraulic vehicles including compactors, dumper placers and hook loaders and handles approximately 5,40,000 Tons of solid waste annually.

Madurai Municipal Waste Processing Company Private Limited: This SPV is responsible for Survey, Design, Supply and Construction of waste processing and disposal facility of 350 tonnes of waste per day of Madurai, for Madurai Municipal Corporation. It is also responsible to manage an anticipated increase of approx.1000 tonnes of solid waste per day by the term end of the 20 years concession period.

Insituform Pipeline Rehabilitation Private Limited: The company is a JV between SPML and Insituform Technology Inc. USA. It is executing 5 mega-projects for Delhi Jal Board, to rehabilitate medium and large-diameter sewer pipelines with CIPP (Cured In Place Pipe) and other trenchless and non-trenchless technique.

SPML Group Companies in Infrastructure Sector:

SPML Infrastructure Limited: This holding company spearheads, develops and manages infrastructure projects such as Ports, SEZs, Integrated Industrial Townships, Urban Infrastructure, Automated Car Parking solutions, Toll/Link Roads amongst other mega-infrastructure projects.

Pondicherry Port Limited: The company has envisaged a world class deep water port at Puducherry to augment the economic needs and the opportunities available in the region. After completion of the port, it will handle containers, cars, general cargo, edible oil and general passengers. It is a JV between SPML and Om Metals Infraprojects Limited (OMIL).

Sanmati Infradevelopers Private Limited: This is a holding company for Pondicherry SEZ and other mega integrated townships and stand-alone infrastructure development initiatives across India. It is a JV between SPML, OMIL & Urban Ventures.

Pondicherry SEZ Company Limited: The company is developing a Multi-Product Special Economic Zone - an exclusive integrated industrial and residential township, christened as SEZ DE PONDY. The entire project is master planned by internationally acclaimed "Jurong Consultants Pte", Singapore with a well planned development schedule. It will ensure that the "City within City" develops in a planned and phased manner. It is a JV with Pondicherry Industrial Promotion Development and Investment Corporation Limited (PIPDIC).

Jaora-Nayagaon Toll Road Company Private Limited: The company leads the activity of developing a four lane 127 Kms highway between Jaora-Nayagaon for the Madhya Pradesh Road Development Corporation (MPRDC). The project comprises Design, Construction, Finance, Operation and Maintenance on BOOT basis. It is a JV between SPML, SREI Infrastructure Finance Ltd, VIVA Infrastructure Pvt. Limited and PNC Constructions Co. Limited.

Technology:

SPML Technologies Limited: The company is a pioneer in e-payment empowerment solutions. One of its proven solution is the unique multi-functional Anytime/Anywhere Payment Systems/Kiosks (24 hrs x 365 days) for collecting utility payments at user convenience through Cash / Cheque / Demand Draft / Credit / Debit Cards. The company takes care of the complete installation and management of these information touch-point kiosks. Spread over 6 states, the clientele includes Utility providers in the electricity, communication (telephone/broadband), transport / travel (railways / air-travel) and financial / insurance sectors.

Manufacturing:

SPML Industries Limited: To meet the growing demand of water supply and irrigation sector, the company ventured into the manufacture of Pre-Stressed Concrete (PSC), Mild Steel (MS) Pipes, Reinforced Cement Concrete (RCC) Poles, Pre-stressed Cement Concrete (PSC) Poles and allied products. It is an ISO 9001-2000 & ISI (product) certified company.

International Alliances / Ventures

- PT Bina Insan Sukses Mandiri (BISM), Indonesia
- SPM Holdings Pte. Ltd., Singapore
- Hydro Comp Enterprises, Cyprus
- Insituform Technologies Inc., USA
- Semitech Innovations Pty Ltd., Australia
- PTVardhaman Mining Services, Indonesia
- PTVardhaman Logistics, Indonesia
- RABAAN (S) Pte Ltd., Indonesia
- PT Sanmati Natural Resources, Indonesia

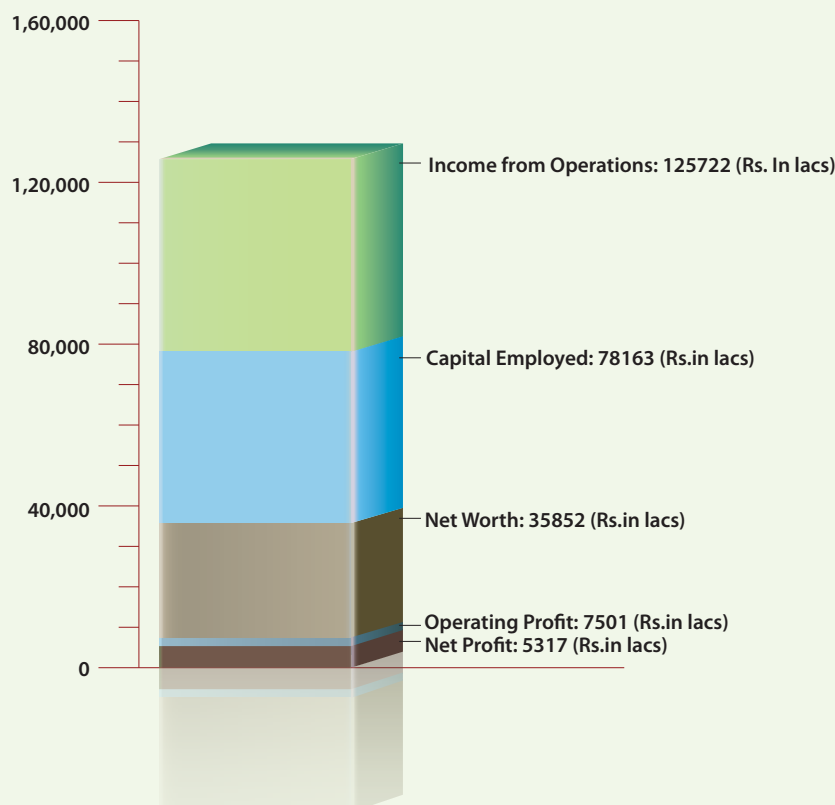
Credentials & Recognition

- Kabini Mini-hydel (20 MW capacity) plant accorded Enertia Award - Excellence in Project Management in Hydro Power Sector by **Enertia Publications, Falcon Media - Year 2008-09**
- Ranked at 272 amongst India's 1000 corporate giants based on Net Sales
Business Standard - Year 2008-09
- Ranked at 308 in the FE500 - top 500 companies in India based on composite ranking
Financial Express - Year 2008-09
- Ranked at 338 amongst the Top 500 Indian Companies
Economic Times 500 survey - Year 2008-09
- Ranked at 217 amongst top Billionaires of the country
Business Standard - Year 2007-08
- Rank 1- Fastest Growing Company of the year in the Large Category
Construction World & NICMAR - Year 2007-08
- One of the top 500 companies in India
Dun & Bradstreet & The Financial Express - Year 2007-08



Financial Highlights

(2008-09)



Chairman's Message



Dear Stakeholders,

Last year had been a testing time for the industry and SPML; but we as a team have taken this period as a time to retrospect and evolve long term strategies for the organization.

The financial year gone-by can be branded as the year of positive transformation for us at SPML; resource, effort and considerable time has been spent to restructure the various functions of the organization to align with the growth of the company - the sole objective of the initiative was to stay ahead of the curve.

As a preferred growth partner in the domains of Water, Power and Infrastructure; we have been relentlessly bringing value to every project that we have embraced.

The industry growth has been as envisioned and the future is a promise of unlimited opportunity for a company like ours.

We have seen a transition in the size and value of the projects that are being won by the company; from stand-alone package contracts for various infrastructure works to being single point solution providers to large high value comprehensive packages covering towns and cities - making a significant difference in human lives - SPML has definitely evolved in its journey of over two and half decades.

Project wins such as the Comprehensive Integrated Underground Sewerage System for Mira Bhayandar Municipal Corporation or the Sewer rehabilitation works for Delhi Jal Board or the prestigious Pranahitha Chevella Lift Irrigation Scheme from the Irrigation and CAD Department, Government of Andhra Pradesh, are testimony of the high value projects that are being built and managed by SPML.

In the Power domain, from contract projects in the generation, transmission and distribution side, to public private partnerships in Hydel plants across the country, to energy management solutions to utilities and systems integrators, we have seamlessly grown to be an Integrated Solutions Provider.

Further, we are pleased at the progress of our joint venture signature projects in the Infrastructure domain such as the Deep Sea Port and the Special Economic Zone at Pondicherry.

Our key assets - our resource pool of engineers and domain experts continue to ensure that we meet these growth aspirations and realities. As always, we have strived hard to sustain our environment for attracting and retaining the best talent - which is reflected in the way we have been delivering our promises.

The success of all our projects has been thanks to the collaborated efforts of our team. The consistent support that we have received from our stakeholders - esteemed clients, banks, investors, vendors, supply chain, partners, shareholders, media and general public at large, has been phenomenal and an inspiration.

As we tread into the next phase of our growth and destined position in the infrastructure development landscape, we would like to reiterate that though our eyes are always set on the next benchmark, milestone and innovation, our feet are firmly held to the ground, based on core fundamentals, values and ethics.

Arthur C. Clarke said that "The only way of finding the limits of the possible is by going beyond them into the impossible". We at SPML stand inspired and committed to making human lives better with world class infrastructure and a future which ensures sustainable development in the years to come. We believe, together, we can.

Sincerely
Anil Kr. Sethi
Chairman, SPML

Board of Directors



Mr. Anil Kr. Sethi
Chairman



Mr. Subhash Ch. Sethi
Vice Chairman and Managing Director



Mr. Sushil Kr. Sethi
Managing Director



Mr. Deepak Sethi
Director



Mr. T. S. Siva Shankar
Director



Mr. K. Mukhopadhyay
Director



Mr. B. B. Chakraborty
Director



Mr. R. L. Gagar
Director



Mr. A. Bhattacharjee
Director

Corporate Information

Executive Vice President (Finance)
And Company Secretary

B. N. Choudhary

Registered office

F-27/2, Okhla Industrial Area, Phase II, New Delhi - 110 020

Head office

Corporate : 22, Camac Street, Block - A, 3rd Floor, Kolkata - 700 017

Engineering : 113, Park Street, Poddar Point, South Block, 3rd Floor, Kolkata - 700 016

Corporate office

Mfar Silverline Tech Park, Plot No.180, EPIP 2nd Phase, Whitefield, Bangalore - 560 066

Regional office

(i) Fancy Bazar, Guwahati - 781 001

(ii) Om Tower, 3rd Floor, Church Road, M I Road, Jaipur - 302 001

(iii) Hem Plaza, 305-A, Frazer Road, Patna - 800 001

(iv) C, Kanha-Nirupam Tower, 62, Malviya Nagar, Bhopal - 462 003

(v) 101, Arvind Chamber, Western Express Highway, Andheri (East) Mumbai - 400 069

Bankers

- Andhra Bank
- Bank of Baroda
- Canara Bank
- IDBI Bank
- ICICI Bank
- Oriental Bank of Commerce
- Punjab National Bank
- State Bank of India
- State Bank of Travancore
- State Bank of Hyderabad
- State Bank of Mysore
- State Bank of Bikaner & Jaipur
- Syndicate Bank
- Yes Bank Ltd.

Auditors

S.R. Batliboi & Co.

Chartered Accountants

22, Camac Street, Block C, 3rd Floor, Kolkata - 700 016

Sunil Kumar Gupta & Co.

Chartered Accountants

B-2, Magnum House - 1, Karampura Commercial Complex, New Delhi - 110 015

Registrar & Share Transfer Agents

Maheshwari Datamatics (P) Ltd. 6, Mangoe Lane, 2nd Floor, Kolkata - 700 001.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors present their 28th Annual Report on your Company's operations and performance together with the audited statement of accounts for the year ended 31st March 2009.

Financial Results

The performance of the Company for the financial year ended March 31, 2009 is summarized below :

(Rs. in lakh)

PARTICULARS	For the year ended 31.03.2009		For the year ended 31.03.2008	
Gross Operating Revenue & Other Income		128323.31		118030.98
Profit before Interest and Depreciation		18818.34		12282.35
Less :- Interest and Financial Charges		1131.76		4104.13
Less :- Depreciation		860.63		1053.17
Profit Before Tax		6640.11		7724.75
Provision for Taxation	1119.33		1442.80	
Fringe Benefit Tax	126.32		53.10	
Provision for Deferred Tax	77.59	1323.24	408.00	1903.90
Profit After Tax		5316.87		5820.85
Add : Balance brought forward from previous year		11151.64		7345.34
Profit available for Appropriation		16468.51		13166.19
Appropriations :-				
Proposed Dividend	439.80		439.80	
Tax on Distributed Profits	74.74	514.54	74.74	514.54
Transfer to General Reserve		1500.00		1500.00
Surplus carried to Balance Sheet		14453.97		11151.65
Total :		16468.51		13166.19

Operating Results

Your company has achieved a turnover of Rs. 1257.22 Crores as against Rs.1166.92 Crores achieved in the previous year, registering a growth of 7%. The company earned a gross profit of Rs. 188.18 Crores before interest and depreciation as against Rs.128.82 Crores in the previous year. After deducting interest of Rs 113.18 Crores, providing a sum of Rs 8.61 Crores towards depreciation, tax provision of Rs 13.23 Crores, the operations resulted in a net profit of Rs. 53.17 Crores as against Rs.58.21 Crores in the previous year.

Management Discussion and Analysis of Financial condition and Operational Performance of the Company for the year under review, as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges in India, is given as a separate statement in the Annual Report.

Dividend

Your Directors have recommended a dividend of 60% (last year 60%) on 36650276 Equity Shares of Rs. 2/- each for the financial year ended March 31, 2009. The total dividend, including tax, amounts to Rs. 514.54 Lakhs, which is same as at last year.

The dividend payout for the year under review has been formulated in accordance with the Company's policy of striving to pay stable dividend linked to long term performance and growth plans.

Subsidiary Companies

Your Company has the following Subsidiary Companies:

- (i) Neogal Power Company Private Ltd.
- (ii) Awa Power Company Private Ltd.
- (iii) Luni Power Company Private Ltd.
- (iv) IQU Power Company Private Ltd.
- (v) Binwa Power Company Private Ltd.
- (vi) Tons Valley Power Company Private Ltd.
- (vii) Rupin Tons Power Private Ltd.
- (viii) Uttarkashi Tons Hydro Power Private Ltd.
- (ix) SPML Energy Ltd.
- (x) Subhash Kabini Power Corporation Ltd.
- (xi) Delhi Waste Management Ltd.
- (xii) SPML Industries Ltd.
- (xiii) SPML Technologies Ltd.
- (xiv) SPML Infrastructure Ltd.
- (xv) SPM Holdings Pte. Ltd. Singapore
- (xvi) Madurai Municipal Waste Processing Co. Pvt Ltd.
- (xvii) SPML Urban Enviro Ltd.
- (xviii) SPML Utilities Ltd.
- (xix) SPML Bhiwandi Water Supply Infra Ltd.
- (xx) SPML Bhiwandi Water Supply Management Ltd.

- Companies under Serial Nos. i to v are located in Himachal Pradesh. Out of these the projects under item (i) to (iv) are scheduled to be commissioned in April 2010 & M/s Binwa Power Company Pvt. Ltd. is slated to be commissioned in April 2011.
- Construction of Uttaranchal Hydro Projects under Serial Nos. vi to viii are awaiting requisite approvals from the Government and statutory authorities.
- Subhash Kabini Power Corporation Limited runs a 20 MW Hydro Power Plant in the state of Karnataka.

- Delhi Waste Management Limited has been awarded the contract for collection, segregation and disposal of waste from South, Central and City zones of Delhi.
- SPML Industries Limited is into manufacturing of pre stressed concrete pipes
- SPML Technologies Limited is into providing business solutions to utility Companies.
- SPML Infrastructure Limited is undertaking Port, SEZ and other Infrastructure Projects.
- SPM Holdings Pte. Limited, is a step down subsidiary (Subsidiary of Subhash Kabini Power Corporation Ltd.) and is in the business of general wholesale trade (including imports and exports).

A statement pursuant to Section 212 of the Companies Act, 1956, containing the details of the subsidiaries of the Company, forms part of the Annual Report.

The company has applied to the Ministry of Company Affairs, Government of India for according their approval under Section 212(8) of the Companies Act, 1956, exempting the Company from attaching the annual accounts of the subsidiary companies for the year ended March 31, 2009 with that of your Company.

A statement pursuant to Section 212 (8) of the Companies Act, 1956, containing the details of the subsidiaries of the Company forms part of the Annual Report.

Consolidated Financial Statements

In accordance with the Accounting Standard AS-21 on Consolidated Financial Statements read with Accounting Standard AS-23 on Accounting for Investments in associates, your Directors provide the audited Consolidated Financial Statements for the financial year ended 31st March, 2009 forming part of the Annual Report and Accounts.

The Company will make available the annual accounts of the aforesaid subsidiaries upon request by any member/investor of the company/subsidiary company. Further, the annual accounts of the subsidiary companies will also be kept open for inspection by any member/investor at the company's registered office and that of the subsidiaries concerned.

Directors

Shri Kalidas Mukhopadhyay & Shri. Deepak Sethi retire by rotation and being eligible, offer themselves for reappointment at the ensuing annual General Meeting.

Sri Vivek Chhachhi resigned from the Board of Directors w.e.f. 01.06.2009.

Sri T. S. Siva Shankar was appointed as an Additional Director of the Company w.e.f. 01.06.2009 and his appointment will be regularized in the ensuing Annual General Meeting of the Company.

Auditors and Auditors' Report

The joint statutory auditors of the Company, M/s. S.R. Batliboi & Company, Chartered Accountants and M/s. Sunil Kr. Gupta & Company, Chartered Accountants, retire at the conclusion of the 28th Annual General Meeting and being eligible have offered themselves for reappointment to hold office from the conclusion of the 28th Annual General Meeting upto the conclusion of the 29th Annual General Meeting..

The Notes on Accounts referred to in the Auditors' Report are self explanatory and therefore do not call for any further comments.

Deposits

During the year under review the Company has not accepted any public deposits.

Particulars of Energy Conservation, etc.

Your Company is not covered by schedule, which requires furnishing of details in Form A & B as per the provisions of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1968.

Foreign Exchange Earnings and Outgo

The information is contained in Schedule 20 B, Item Nos 12 & 13 in Significant Accounting Policies and Notes on Accounts.

Particulars of Employees

Details in respect of remuneration paid to the employees as required under Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, as amended forms part of the Report. However, in pursuance of the provisions of section 219(1)(b)(iv) of the Companies Act, 1956, this Report is being sent to all the members of the Company excluding the aforesaid information and the said details are made available at the registered office of the Company. The members interested in obtaining such details may write to the Company Secretary at the registered office of the Company.

Employee Stock Option Scheme (ESOS)

No options were granted during the financial year ended 31st March, 2009.

Quality Management System

The Company has maintained strict Quality Management System in all aspects of EPC Contracts and has ISO 9001 certificate.

Transfer of Unpaid / Unclaimed amounts to IEPF

Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, the declared dividends which remained unpaid / unclaimed for a period of 7 years have been transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the said Act.

Corporate Governance

In pursuance of Clause 49 of the Listing Agreement entered into with the Stock Exchanges, a separate section on Corporate Governance has been incorporated in the Annual Report for the information of the Shareholders. A certificate from the auditors of the company regarding compliance of the condition of Corporate Governance as stipulated under the said Clause 49 also forms part of the Annual Report.

Employees Relations

The relations with the Employees have been cordial throughout the year under review. Your Directors place on record their sincere appreciation in respect of the services rendered by the Employees of the Company at all levels.

Directors' Responsibility Statement

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

- (i) In preparation of the annual accounts, the applicable accounting standards have been duly followed;
- (ii) 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 or loss of the Company for that period;
- (iii) The Directors had taken proper and sufficient care 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 Directors had prepared the annual accounts on a 'going concern' basis.

Acknowledgement

Your Directors wish to place on record their sincere appreciation and thanks for the valuable cooperation and support received from the Company's Bankers, Financial Institutions, Central and State Government Authorities, Joint Venture Partners, Clients, Consultants, Suppliers and Members of the Company and look forward for the same in greater measure in the coming years.

On behalf of the Board

Sd/-

**Anil Kr. Sethi
Chairman**

Place : Kolkata
Date : 28 August 2009

MANAGEMENT - DISCUSSION & ANALYSIS

ECONOMIC AND BUSINESS OVERVIEW

Owing to the severe economic downturn, India's GDP grew by 6.7% in 2008-09 compared to 9% in the preceding fiscal, which is commendable in comparison to most countries across the world.

The Indian construction industry grew by 7.2% in the last fiscal against 10.1% growth in 2007-08. The construction industry however is experiencing a great upsurge in the quantum of business opportunities available. The eleventh plan has envisaged growth avenues for the industry and has made allocations in the following sectors:

- (a) Road : Rs. 72,530 Crore
- (b) Urban Infrastructure: Rs. 70,000 Crore under JNNURM
- (c) Water Supply and Sanitation: Rs. 2,34,300 Crore
- (d) Electricity, (Developing Capacity of 78,000 MW): Rs. 5,54,766 Crore

RESULTS OF OPERATIONS

Income from Operations

During the year under review, the Company achieved a turnover of Rs. 1257.22 Crore, registering a growth of 7.17 % over last year's turnover of Rs.1166.92 Crore.

Gross profit

The Gross Profit of the Company increased by 46 % to Rs. 188.18 Crore during the current year as compared to Rs. 128.82 Crore during the preceding year. The gross margin of the Company increased to 15 % compared to 11% during the last year.

Profit After Tax

The Company's operations during the year under review resulted in a net profit of Rs.53.17 Crore as against Rs.58.20 Crore in 2007-08. The decline in net profit is due to competitive pricing pressure, volatile commodity prices and increase in finance costs.

Direct Cost

The direct cost for the year under review is 78.80 % of the turnover as against 82.76% last year.

Overheads

Overheads, comprising salaries and administrative expenses, is Rs.102.04 Crore for the last year under review as against Rs. 85.77 Crore in the previous year.

Interest and Finance Cost

During the year under review, there was an increase in the interest and Finance cost from Rs. 41.04 Crore to Rs.113.18 Crore. Owing to one time settlement of dispute with Rural Electrification Corp of India, managing higher amount of retention with clients and also on account of increase in the quantum of loans.

Depreciation

The Company's depreciation for the year was Rs. 8.61 Crore as against Rs.10.53 Crore in the previous year.

Provision for Tax

The Company provided for a sum of Rs. 11.19 Crore as current tax and Rs. 0.78 Crore as deferred tax liability for the year. The company also provided Rs 1.26 Crore as fringe benefit tax for the year.

Dividend

The Board of Directors recommended a dividend of 60 % (previous year 60%) and the total payout works out to Rs. 439.80 Lacs (previous year Rs. 439.80 Lacs).

FINANCIAL CONDITION

Reserves & Surplus

The Reserves & Surplus of the Company has increased to Rs. 350.32 Crore as on 31st March 2009 from Rs. 298.30 Crore at the end of the previous year.

Loan Funds

Secured loans as on 31st March 2009 stood at Rs. 290.65 Crore as compared to Rs. 194.51 Crore at the end of the previous year, thus making an increase of Rs. 96.14 Crore. This has been mainly due to the increased borrowings from Commercial Banks and loans against hypothecation of construction equipments.

Fixed Assets

The Company's fixed assets (gross block) increased by Rs 30.06 Crore in 2008-09 to Rs.145.68 Crore, mainly on account of additional machinery purchased for the Company's civil infrastructure projects.

Investments

Total investments as on 31st March 2009 stood at Rs 71.28 Crore as compared to Rs 62.67 Crore at the end of the previous year.

Inventories

Inventories have decreased by Rs.92.45 Crore to Rs.144.36 Crore as on 31st March, 2009 as compared to Rs. 236.81 Crore at the end of the previous year. The inventories are 11.50% of the revenues at the end of the financial year representing an Inventory Holding Period of 42 days as compared to 20.30% of the revenues at the end of preceding year representing a Inventory Holding Period of 74 days.

Sundry Debtors

Sundry Debtors as on 31st March 2009 stood at Rs 545.72 Crore (including Debtors over six months) as compared to Rs. 489.86 Crore (including Debtors over six months), thereby showing an increase of Rs 55.86 Crore over the previous year. The debtors of the Company are all Government Departments / Undertakings and Public Sector organizations.

The Debtor's component is 43.40 % of the revenues of the current year representing an outstanding period of 158 days as compared to 42 % of the revenues for the previous year representing an outstanding period of 153 days.

Loans and Advances

Loans and Advances increased from Rs. 195.54 Crore to Rs. 244.83 Crore during the year under review. The increase represents the advances made to subsidiaries besides increase in advances to suppliers, subcontractors, deposits with clients and advance taxes.

Net Worth

The Company's net worth increased from Rs. 310.50 Crore to Rs. 358.52 Crore primarily due to internal generation of profits.

REPORT ON CORPORATE GOVERNANCE

In terms of regulations of Clause 49 of the Listing Agreement entered into with Stock Exchanges, the Company hereby submits a report on the matters as mentioned in the said clause and practices followed by the Company.

The Company believes that good Corporate Governance is essential to achieve long term corporate goals and enhance stakeholders' value. The Company is committed to achieve good standard of Corporate Governance on continuous basis in such a way as to create value that can be sustained over the long term for all its stakeholders, including shareholders, employees, customers, government and the lenders.

1. BOARD OF DIRECTORS

Composition

The business of the Company is managed by the Board of Directors. The SPML Board is a balance Board comprising of Executive & Non-Executive Directors. The Non Executive Directors include independent professionals. The Chairman, Vice Chairman and Managing Director along with the senior executives manage the day to day operations of the Company.

The Board's policy is to maintain optimum combination of Executive, Non-Executive and Independent Directors. The Chairman is an Executive Director. The Board consists of 9 Directors, out of which 4 are Independent Directors. In order to meet the stipulated requirements of clause 49 of the Listing Agreements with the Stock Exchanges, the Company is in the process of appointing one Independent Director shortly. The Board consists of eminent persons with varied expertise. The composition and membership on other boards/committees of Directors is given here under:

No. of Directorships & Committee Memberships / Chairmanships

Sl.No	Name of the Directors	Category	Other Directorship	Committee Memberships	Committee Chairmanships
1.	Mr. Anil Kr. Sethi	Director & Chairman - Executive Director	10	1	-
2.	Mr. Subhash Ch. Sethi	Vice Chairman & Managing Director- Executive Director	12	1	-
3.	Mr. Sushil Kr. Sethi	Managing Director - Executive Director	8	1	-
4.	Mr. Deepak Sethi	Non-Executive Director	9	2	1
5.	Mr. R. L. Gaggar	Non-Executive & Independent Director	13	9	-
6.	Mr. Amalendu Bhattacharjee	Non-Executive & Independent Director	1	1	-
7.	Mr. Kalidas Mukhopadhyay	Non-Executive & Independent Director	-	2	1
8.	Mr. B. B. Chakraborty	Non-Executive & Independent Director	-	1	-
9.	Mr. Jayanta Kumar Basu *	Non-Executive Director	-	-	-
10.	Mr. Vivek Chhachhi **	Non-Executive Director	5	-	-

* Mr. Jayanta Kumar Basu resigned w.e.f 31.07.2008

** Mr. Vivek Chhachhi was appointed as an additional Director w.e.f. 01.08.2008 and the same was approved at the Annual General Meeting held on 30.09.2008.

Notes:

- The information provided above pertains to the following committees in accordance with the provisions of clause 49 of the Listing Agreement.
 - Audit Committee
 - Shareholders'/investors' grievances committee.
- Membership of committees includes chairmanship, if any.
- No. of Directorship in other Companies excludes Private Limited Companies,
- No Director holds membership of more than 10 committees of Boards nor any Director is a Chairman of more than 5 committees of boards.

Meetings & Attendance

Six (6) Board Meetings were held during the year. The Board Meetings were held on the following dates:

(i) 30.05.2008, (ii) 30.06.2008, (iii) 31.07.2008, (iv)29.08.2008 (v) 31.10.2008 and (vi) 30.01.2009. The maximum time gap between two meetings was not more than four calendar months.

The Annual General Meeting was held on 30th September, 2008.

CONTINGENT LIABILITIES

A major part of contingent liabilities of SPML is the performance & advance bank guarantees given by the bankers to the clients under the terms of contract. These are issued on the strength of counter-indemnities of SPML. Keeping in view the track record of SPML in meeting its contractual performance, the chances of contingent liabilities becoming real liabilities are remote. Due to an increased order book, the bank guarantee utilization with Banks has increased from Rs 933.38 Crore to Rs 1091.34 Crore during the year.

OPPORTUNITIES AND FUTURE OUTLOOK

The company at present has competencies, proven capabilities and experience in verticals comprising water, environment, electrical and civil infrastructure works. A diversified business portfolio which will help the company in mitigating the risk of slow down in any one particular segment. During the last 28 years, the company has executed various infrastructure projects across the country. The client list of the company includes most of the State Govts, Public Sector Undertakings and Government Organizations. It is well recognized for quality consciousness and timely completion of the projects without cost over run. The track record of the company and proven skills of its employees at various levels will be useful in further improving the performance of the company in the years to come.

During the year under review, the company bagged new orders valued at Rs.1650 Crore (including Rs.682 Crore for JVs). The order book of the company as on March 31, 2009 stood at Rs. 3500 Crore (approx.).

Major Orders Awarded

- i) Rs. 329.48 Crore from NTPC Ltd, for execution of Main plant works package for Bongaigaon Thermal Power Plant
- ii) Rs. 585.98 Crore from CAD & Irrigation Department, Govt of Andhra Pradesh, towards work of "Pranahitha - Chevella Lift Irrigation Scheme
- iii) Rs. 491.96 Crore from Mira Bhayandar Municipal Corporation, towards work of "Design Build and operate Contract (including O & M), for Underground Sewerage Scheme

The overall outlook of the industry looks positive in view of the current evolving economic scenario. Given the economic fundamentals and committed efforts of the Government to drive growth, the future of the Indian economy in general and that of infrastructure / construction industry in particular appears to be optimistic.

INTERNAL CONTROLS & ADEQUACY

SPML has adequate systems of internal controls to ensure that all the assets are secure, safeguarded and productive. Checks and balances are in place to ensure that transactions are properly authorized and accounted for. The internal control systems are reviewed at regular intervals by the Audit Committee and top management in consultation with the internal auditors and corrective action(s) are initiated, wherever deemed necessary.

HUMAN RESOURCES

Human resources are one of the biggest assets of the Company. The management has consistently focused and given special attention to various aspects like training, welfare and safety, thereby further nurturing and strengthening the human resources. Relations with the employees at all project sites remained cordial throughout the year. The total employee strength as of 31st March, 2009 was around 1500.

RISKS, CONCERNS AND THREATS

SPML follows a stringent process of risk management that comprises risk identification, risk analysis and measures for mitigation. The risks are discussed hereunder;

Industry Risk

Impact-A deceleration in the general economic conditions can adversely affect the company's business and its earnings.

Mitigation-Government is keen to continue economic reforms, encourage large investments in infrastructure and construction industries, which bodes well for the company. Besides, SPML has diversified interests across several verticals, reducing its excessive dependence on any single sector.

Strategy Risk

Impact-Skewed business strategy may result in lost opportunities.

Mitigation-A continuous top line growth over the last 5 years depicts company's clear vision and mission. Annual business plans and the long term business strategy are discussed thoroughly before vetting by the Board of Directors.

Competition Risk

Impact-Increasing competition from domestic and international companies affecting market share and profitability.

Mitigation-By leveraging newer technologies, forging alliances with large domestic and international players in bidding for large projects.

Liquidity Risk

Impact-Delays in recovery of dues has a direct impact on the liquidity position which will affect the operations and earnings of the company.

Mitigation-Effective measures are taken to collect the dues from clients to ensure smooth flow of funds. Short term gaps are bridged by working capital facilities from Banks.

Government Policy Risk

Impact-Uncertainties with government policies can significantly affect operations.

Mitigation-The Government has been giving priority to infrastructure investments, limiting the inherent policy risk. The residual risk is managed by proactive actions to control costs to limit the adverse policy changes.

Operational Risk

Impact-Competency gaps affecting company's operations

Mitigation-SPML provides adequate training to all its staff on operating procedures and policies. Crisis management teams have been established at all project sites to manage any eventuality.

Price Inflation Risk

Impact-Volatility in prices of inputs may cause cost overruns affecting the profitability.

Mitigation-Most of the contracts have inbuilt escalation clauses, which ensure to compensation for increase in input costs. In case of non escalation contracts, the bid estimate process is being carried out in a way, to insulate the possible increase in the inputs of the contracts. Further, the company has implemented adequate procurement procedures that include long term contracts to cover price volatilities.

SHAREHOLDER VALUE

Our aspiration is to be the "THE MOST PREFERRED ORGANISATION" we want our stakeholders across the country to associate the company with this perception. The creation of shareholder value is one of the prime objectives of the management. Towards this end, all efforts are being made to enhance the value through measures such as continuous cost control, improving company's position in strategic markets and strengthening its brand equity to improve the return to shareholders.

Attendance of Directors at Board Meetings and at the last Annual General Meeting:

Sl. No.	Name of the Directors	Category	No. of Board Meetings attended	Whether attended the AGM
1.	Mr. Anil Kr. Sethi	Director & Chairman - Executive Director	2	No
2.	Mr. Subhash Ch. Sethi	Vice Chairman & Managing Director- Executive Director	5	No
3.	Mr. Sushil Kr. Sethi	Managing Director - Executive Director	2	Yes
4.	Mr. Deepak Sethi	Non- Executive Director	1	No
5.	Mr. R. L. Gaggar	Non-Executive & Independent Director	4	No
6.	Mr. Kalidas Mukhopadhyay	Non-Executive & Independent Director	6	Yes
7.	Mr. B.B.Chakraborty	Non-Executive & Independent Director	6	No
8.	Mr. Amalendu Bhattacharjee	Non-Executive & Independent Director	6	No
9.	Mr. Jayanta Kumar Basu *	Non- Executive Director	1	No
10.	Mr. Vivek Chhachhi **	Non- Executive Director	1	No

* Mr. Jayanta Kumar Basu resigned w.e.f 31.07.2008

** Mr. Vivek Chhachhi was appointed as an additional Director w.e.f. 01.08.2008 and the same was approved at the Annual General Meeting held on 30.09.2008.

Notes:

- None of the Directors excepting Anil Kumar Sethi, Subhash Chand Sethi, Sushil Kumar Sethi and Deepak Sethi is related to any other Director.
- During the year, the Company did not have any material pecuniary relationship or transaction with its non executive/independent directors other than payment of fees for attending meeting of the Board and /or its Committee(s).

2. COMMITTEES OF THE BOARD

There are five committees of the Board - the Audit Committee, Shares Transfer / Investors' Grievance Committee., the Remuneration Committee and the Compensation Committee.

(i) Audit Committee

Terms of reference of the Audit Committee are as per the guidelines set out in the Listing Agreements with the Stock Exchanges that inter alia include the overview of the Company's financial reporting processes and review of the quarterly, half-yearly and annual financial statements, the adequacy of internal control systems, the financial and risk management policies and the significant findings and adequacy of internal audit function etc. in terms of the clause 49 of the Listing Agreement with the Stock Exchanges within the stipulated time.

Composition and Attendance

During the year, the Audit Committee met six times. The Audit Committee Meetings were held on (i) 30.05.2008, (ii) 30.06.2008, (iii) 31.07.2008, (iv) 29.08.2008, (v) 31.10.2008 and (vi) 30.01.2009. Mr. B.N. Choudhary, Executive Vice President (Finance) & Secretary acts as Secretary of the Committee.

Sl.No.	Name of the Director	No. of Meetings attended
1	Mr. Kalidas Mukhopadhyay, Chairman	6
2	Mr. A. Bhattacharjee	6
3	Mr. B. B. Chakraborty	6
4	Mr. Deepak Sethi	1

(ii) Share Transfer / Investors' Grievance Committee

Terms of reference of the Share Transfer / Investors' Grievance Committee are as per guidelines set out in the listing agreements with the Stock Exchanges and pursuant to Articles of Association of the Company. The Committee inter alia approves issue of duplicate certificates and registration of transfers / transmissions of Equity Shares of the Company. The Committee also looks into redressal of shareholders' / investors' complaints related to transfer of shares, non-receipt of declared dividends, etc. The Committee oversees performance of the Registrars and Transfer Agents of the Company, and recommends measures for overall improvement in the quality of investor services.

Composition and Attendance

During the year ended 31.03.2009, 12 Nos. of Share Transfer Committee meetings were held.

Sl.No.	Name of the Member	No. of Meetings attended
1.	Mr. Deepak Sethi - Chairman	12
2.	Mr. Anil Kr. Sethi	4
3.	Mr. Subhash Ch. Sethi	8
4.	Mr. Kalidas Mukhopadhyay	-

The Company attends to the investors' grievances / correspondence expeditiously, except in the cases that are constrained by disputes or legal impediments.

(a)	No. of shareholders complaints received during the year.	9
(b)	No. of complaints not resolved to the satisfaction of the shareholders.	Nil
(c)	No. of pending complaints as on 31.03.2009	Nil

Mr. B. N. Choudhary, Executive Vice President (Finance) & Secretary is the Compliance Officer of the Company.

(iii) Remuneration Committee

The Committee consists of three Non - Executive Independent Directors, namely, Mr. Kalidas Mukhopadhyay, Mr. B. B. Chakraborty and Mr. A. Bhattacharjee. The Chairman of the Committee is Mr. Kalidas Mukhopadhyay. The broad terms of reference of the Committee remain unchanged. The terms of reference are reviewing remuneration package, details of fixed components and performance linked incentives, service contracts, notice period, severance fees etc. One meeting was held during the year under review. Mr. B.N.Choudhary, Executive Vice President (Finance) & Secretary acts as Secretary of the Committee.

Composition and Attendance

Sl.No.	Name of the Member	No. of Meetings attended
1.	Mr. Kalidas Mukhopadhyay	1
2.	Mr. Amalendu Bhattacharjee	1
3.	Mr. B.B.Chakraborty	1

iv) Compensation Committee

The Committee comprises of three Directors namely Mr. Subhash Ch. Sethi, Mr. Amalendu Bhattacharjee and Mr. B.B. Chakraborty. The Chairman of the Committee is Mr. Amalendu Bhattacharjee, a Non-Executive Independent Director. There was no meeting held during the year under review. Mr. B.N. Choudhary, Executive Vice President (Finance) & Secretary acts as Secretary of the Committee.

(v) Committee for regular Banking Operational Matters

The Committee has been formed by the Board in its meeting held on 31.10.2008 to maintain large number of Bank Accounts to take care of the requirements of the Project Sites. The Committee comprises five Directors namely Mr. Anil Kr. Sethi, Mr. Subhash Ch. Sethi, Mr. Deepak Sethi, Mr. B.B.Chakraborty and Mr. Amalendu Bhattacharjee under the Chairmanship of Mr. Subhash Ch. Sethi. Three nos. of Committee meetings were held.

Sl.No.	Name of the Member	No. of Meetings attended
1.	Mr. Subhash Ch. Sethi - Chairman	3
2.	Mr. Amalendu Bhattacharjee	3
3.	Mr. B.B.Chakraborty	3
4.	Mr. Anil Kr. Sethi	-
5.	Mr. Deepak Sethi	-

3. REMUNERATION OF DIRECTORS

Details of Remuneration paid to the Whole-time Directors for the period from 01.04.2008 to 31.03.2009:

Name of the Director	Salary (Rs.)	Commission (Rs.)	Perquisites (Rs.)	Contribution to Provident Fund (Rs.)	Terms of Appointment
Mr. Anil Kr. Sethi	4800,000	7027,667	839,000	144,000	5 years from 01.04.2006
Mr. Subhash Ch. Sethi	4800,000	7027,667	573,000	144,000	5 years from 01.01.2005
Mr. Sushil Kr. Sethi	4800,000	7027,666	600,000	144,000	5 years from 01.01.2005

NOTES:

- Above excludes liability for personal accident, insurance premium and the liability for gratuity and en-cashable leave.
- The company does not have a stock option scheme.
- There is no notice period for severance of any of the executive directors and no severance fees are payable to any of the directors.

Details of sitting fees paid to non-executive directors for 2008 - 09

Sl. No.	Director	Board Meeting (Rs.)	Committee Meeting (Rs.)	Total (Rs.)
1	Mr. A. Bhattacharjee	30,000	12,000	42,000
2	Mr. R. L. Gaggar	20,000	-	20,000
3	Mr. B. B. Chakraborty	30,000	12,000	42,000
4	Mr. K. Mukhopadhyay	30,000	12,000	42,000

4. DISCLOSURES

(i) Equity shares held by Non - Executive Directors

Except Mr. Deepak Sethi who held 582250 equity shares and Mr. B.B.Chakraborty who held 1005 equity shares, no other independent Director of the Company held any equity shares of the Company.

(ii) Related Party Transactions

The Company has not entered into any transactions of a material nature with any of the related parties that may have potential conflict with the interests of the Company.

(iii) Compliances by the Company

There has been no instance of non-compliance by the Company with the requirements of the Stock Exchanges, Securities and Exchange Board of India and other statutory authorities on matters related to Capital Markets during the last three years.

The Company has adopted and complied with all the mandatory requirements under clause 49 of the listing agreement other than those disclosed elsewhere in the Corporate Governance.

(iv) The Company has adopted non-mandatory requirement under clause 49 of the listing agreement to the extent relating to setting up of Remuneration Committee. Please refer details provided under section "Remuneration Committee" of this report.

5. MEANS OF COMMUNICATION

- Quarterly results are published in Economic Times (English), as well as Nava Bharat Times (Hindi) daily in Delhi. The information of Quarterly Results is sent to stock exchanges to enable them to post it on their websites.
- The Management Discussion and Analysis Report forms part of the Directors' Report.

6. GENERAL BODY MEETINGS

Year	Venue	Date	Time	Special Resolution passed
2007-2008	PHD Chamber of Commerce, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi - 110 016	30th September, 08	11.30 AM	Yes
2006-2007	PHD Chamber of Commerce, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi - 110 016	28th September, 07	11.30 AM	Yes
2005-2006	Richi Rich Banquets, E-44/14, Lal Chawk, Okhla, Phase - II, New Delhi - 110 020	28th September'06	09.30 AM	Yes

Location and the time of Extraordinary general Body Meetings held:

Year	Venue	Date	Time	Special Resolution passed
2008	F - 27/2, Okhla Industrial Area- II New Delhi - 110 020	8th February'08	3.00 PM	Yes
2007	F - 27/2, Okhla Industrial Area- II New Delhi - 110 020	28th July'07	12 Noon	Yes

The following special resolutions were passed:

- Annual General Meeting held on 30th September, 2008
 - Approval for appointment of Chief Operating Officer (Corporate Planning) pursuant to the provisions of Section 314(1B) of the Companies Act,1956.
- Annual General Meeting held on 28th September 2007
 - Approval for appointment of Chief Executive Officer pursuant to the provision of Section 314(1B) of the Companies Act,1956.
 - Approval for Employees Stock Option Scheme.
 - Special Resolution for revision in the remuneration payable to Mr. Anil Kumar Sethi, Chairman, Mr. Subhash Chand Sethi, Vice- Chairman & Managing Director and Mr. Sushil Kumar Sethi, Managing Director.
 - Approval for incorporation of capital clause contained in the Articles of Association.
 - Approval for extension of benefits of the Employees Stock Option Scheme.
 - Approval for de-listing of shares from the Calcutta Stock Exchange Association.

C) Annual General Meeting held on 28th September, 2006

- To re-appoint Mr. Anil Kumar Sethi and fix his remuneration.

No special resolutions were required to be put through postal ballot last year, nor any proposed in the forthcoming Annual General Meeting.

D) Extra-Ordinary General Meeting held on 28th July, 2007.

- Approval for issue of allotment of Equity shares and Warrants on preferential basis to select investors.

E) Extra - Ordinary General Meeting held on 8th February, 2008.

- Approval for appointment of M/S Sunil Kumar Gupta & Company, Chartered Accountants as Joint Auditor

7. SHAREHOLDER INFORMATION

- (i) 28th Annual General Meeting : 30th September 2009 at 11.30 A.M.
PHD Chamber of Commerce, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110 016
- (ii) Financial Calendar : Financial Year April 1 to March 31
Adoption of Results
(a) For the Quarter Ending June 30, 2009 - Fourth week of July, 2009
(b) For the Quarter Ending September 30, 2009 - Fourth week of October, 2009
(c) For the Quarter Ending December 31, 2009 - Fourth week of January, 2010
(d) For the Quarter Ending March 31, 2010 (Audited) – Fourth week of June, 2010
Annual General Meeting – End of September, 2010
- iii) Book Closure Date : 29th September to 30th September, 2009
(Both days inclusive)
- iv) Dividend Payment Date : On or before 29th October 2009.
- v) Listing on Stock Exchanges : The Bombay Stock Exchange Limited
(BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

National Stock Exchange of India Ltd. (NSE), Exchange Plaza,
Bandra Kurla Complex, Bandra (E), Mumbai – 400051

The annual listing fee for the year 2008-2009 has been paid to the
Stock Exchanges.

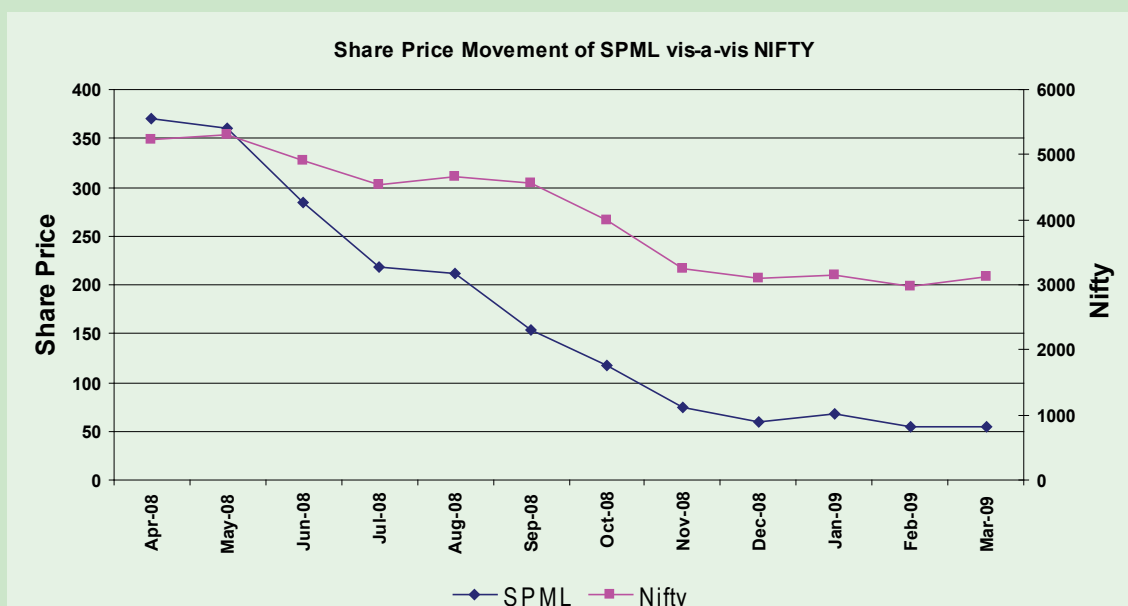
The Company has applied for delisting at Guwahati / Kolkata Stock Exchanges,
confirmation of delisting is awaited.
- vi) Stock Code : Stock Code – BSE '500402'
Trading Symbol – NSE
'SUBHASPROJ'
- vii) Registrar & Transfer Agents : Maheshwari Datamatics Pvt Ltd.
6, Mangoe Lane, 2nd Floor, Kolkata – 700 001
Phone: +91-33-2248 2248
- viii) Stock Prices data and performance of Company's share prices vis-a-vis NSE.

(a) Share Price Data

(Rs. Per Share)

Month	National Stock Exchange		Bombay Stock Exchange	
	High	Low	High	Low
April, 2008	370.00	276.65	369.80	315.20
May, 2008	360.00	256.50	387.00	241.00
June, 2008	285.00	193.00	284.00	200.00
July, 2008	218.90	172.10	216.95	158.05
August, 2008	212.00	144.00	198.00	142.00
September, 2008	154.00	100.00	154.00	91.00
October, 2008	118.10	45.60	114.40	51.65
November, 2008	75.00	36.50	76.00	35.65
December, 2008	58.80	39.00	57.95	40.00
January, 2009	68.00	49.10	69.70	47.00
February, 2009	55.30	38.60	58.00	38.65
March, 2009	54.90	37.00	55.70	35.50

b) Performance of Company's share prices (monthly high) vis-vis NSE Nifty



ix) Share Transfer System

The Board has constituted the Share Transfer Committee and delegated the power of transfer to the Committee. The Committee holds its meeting every fortnight to consider all matters concerning transfer and transaction of shares. The Company's shares are in compulsory Demat Mode. The shares received for transfer in physical mode by the Company are transferred expeditiously and the share certificates, duly transferred, are sent to the transferee(s).

The Company obtains from a Company Secretary in practice, half yearly certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing agreement with Stock exchanges and files a copy of the certificate with the Stock Exchanges.

x) Dematerialization of Shares

The Company's shares are available for trading in the depository systems of both the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL). As on 31st March, 2009 Equity Shares of the Company, forming 98.8070% of total shareholding stand dematerialized. Company's ISIN No. is 'INE 937A01015'.

xi) Liquidity of Shares

The Equity Shares of the Company have been included in the Sensex and are traded in the B2 Group at the Mumbai Stock Exchange. Its shares are also traded at the Stock Exchanges of Kolkata and National Stock Exchange.

(xii) Share Ownership Pattern as on March 31, 2009

Category	No. of Shares held	% shareholding
Promoters	21462960	58.5615
Mutual Funds	3358146	9.1627
Non-resident Indians	151905	0.4145
Banks & Financial Institutions	--	--
Foreign Institutional Investors	978103	2.6687
Insurance Companies	--	--
Corporate Bodies	8083128	22.0548
Public	2616034	7.1378
Total :	36650276	100.0000

(xiii) Distribution of Shareholding by size as on March 31, 2009

Shares held		Shareholders		Shares	
From	To	No.	% of Total Share Holders	No.	% of Shares
1	500	7056	88.2883	955973	2.6084
501	1000	453	5.6682	387157	1.0564
1001	2000	209	2.6151	317246	0.8656
2001	3000	83	1.0385	215992	0.5893
3001	4000	26	0.3253	94713	0.2584
4001	5000	23	0.2878	105381	0.2875
5001	10000	58	0.7257	421986	1.1514
10001	Above	84	1.0511	34151828	93.1830
	Total	7992	100.0000	36650276	100.0000

(xiv) Outstanding Warrant

The Warrant holders did not opt to subscribe for allotment of shares within the stipulated period of time i.e 21.02.2009. As such , 1046531 Warrants issued to CVCIGP II Client Rosehill Limited and 586122 Warrants issued to CVCIGP II Employee Rosehill Limited stand cancelled.

(xv) Address for Correspondence

The Shareholders may address their communication / suggestion / grievances / other queries to:

The Company Secretary
Subhash Projects and Marketing Ltd.
22, Camac Street, Block 'A', 3rd Floor, Kolkata – 700 016
Phone - (033) 4009 1202 / 1234
Fax - (033) 4009 1303
E-mail - info@spml.co.in
Website: www.spml.co.in

8. CODE OF CONDUCT

The SPML Code of Business Conduct and Ethics, as adopted by the Board of Directors is a comprehensive Code applicable to all Directors, Executive as well as Non-Executive as well as members of Senior Management. A copy of the Code has been put on the Company's website www.spml.co.in

The Code has been circulated to all members of the Board and Senior Management and the compliance of the same has been affirmed by them.

9. CEO / CFO CERTIFICATION

The Vice Chairman & Managing Director (CEO) and Executive Vice President (Finance) & Secretary (CFO) have certified to the Board in accordance with Clause 49(V) of the Listing Agreement pertaining to CEO / CFO certification for the financial year ended 31st March, 2009.

AUDITORS' CERTIFICATE

To
The Members of Subhash Projects And Marketing Limited

We have examined the compliance of conditions of corporate governance by Subhash Projects And Marketing Limited, for the year ended on March 31, 2009, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchange(s).

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 *except that the Board of Directors of the Company consists of four independent directors as against the minimum requirement of five independent directors as per the current constituent of the Board.*

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 S. R. BATLIBOI & COMPANY
Chartered Accountants

For Sunil Kumar Gupta & Co.
Chartered Accountants

Per R K Agrawal
a Partner
Membership No.: 16667

Per S K Gupta
a Partner
Membership No. : 82486

Kolkata
Date: 30 June 2009

**AUDITORS' REPORT TO THE MEMBERS OF
SUBHASH PROJECTS AND MARKETING LIMITED**

1. We have audited the attached Balance Sheet of Subhash Projects and Marketing Limited as at March 31, 2009 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. 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 the 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) issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) 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;
 - (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) 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;
 - (v) On the basis of the written representations received from the directors, as on March 31, 2009, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - (vi) 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;
 - a. in the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009;
 - b. in the case of Profit and Loss Account, of the profit for the year ended on that date; and
 - c. in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

S.R. BATLIBOI & CO.
Chartered Accountants

Per R.K.Agrawal
a Partner
Membership No.: 16667

Place: Kolkata
Dated: 30th June, 2009

Sunil Kumar GUPTA & CO.
Chartered Accountants

S. K. Gupta
a Partner
Membership No. : 82486

- (b) According to the information and explanations given to us, undisputed dues in respect of income-tax, wealth-tax, sales tax, customs duty, excise duty, cess and other statutory dues which were outstanding at the year end for a period of more than six months from the date they became payable, are as follows:

Name of the statute	Nature of the dues	Amount (Rs in thousands)	Period to which the amount relates
Sales Tax Act for various states	Sales Tax on sale of goods	7073	2003-04 to 2008-09
	Works Contract Tax deducted while payment to contractors	7381	2002-03 and 2006-07 to 2008-09
Employee's State Insurance, Act	Employers' and Employee's contribution towards Employee's State Insurance	246	April to Sept'08
Income Tax Act,1961	Tax Deducted at Source	255	2006-07
Income Tax Act,1961	Fringe Benefit Tax	1,241	2007-08
The Finance Act,1994	Service Tax on construction contracts	6,028	2008-09

- (c) According to the records of the Company, the outstanding dues of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in thousands)	Period to which amount relates	Forum where dispute is pending
West Bengal CST Act	Non submission of 'C' form	10,510	2005-06	Deputy Commissioner (Commercial Taxes)
Karnataka Sales Tax Act	VAT dues on sale of goods	112,630	2005-06, 2006-07	
Delhi Sales Tax Act	Non submission of 'C' forms	299 1405	1991-92 1999-00 and 1998-99	Deputy Commissioner (Commercial Taxes) Asstt. STO, Delhi
MP General Sales Tax Act	Demand due to Entry Tax Liability	3,467	2004-05	Joint Commissioner (Appeal)
UP Central Sales Tax Act	Demand due to CST sales not considered at UP	1,430	2004-05	

- (x) The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.
- (xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that, the Company during the year has delayed in repayment of dues including working capital facilities to certain banks to the extent of Rs. 3,651,477 thousands of which Rs.3,146,606 thousands was paid during the year and the balance Rs. 504,871 thousands which was due for repayment on 31st March 2009 has since been paid. Further, as indicated in note no. 21 on Schedule 20B, there was an amount of Rs. 222,681 thousands due to Rural Electrification Corporation Limited (REC) for which an "one time settlement" (OTS) was reached and the entire amount of Rs 222,681 thousands including interest of Rs. 132,713. thousands has been fully paid within the stipulated time frame during/after the close of the year. The Company has no outstanding dues in respect of debenture holders.
- (xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

ANNEXURE TO THE AUDITORS' REPORT
(Referred to in our report of even date to the members of Subhash Projects And Marketing Limited
as at and for the year ended March 31, 2009)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and as informed, no material discrepancies were identified on such verification.
- (c) There was no substantial disposal of fixed assets during the year.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year except for materials lying with third parties, a major part of which has, however been confirmed by the respective parties at the year end.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) In our opinion and according to the information and explanations given to us, the Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- (iii) (a) The Company has granted loan to five parties covered in the register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 833,751 thousands and the year end balance of loan granted to such party was Rs. 669, 542 thousands.
- (b) In our opinion and according to the information and explanations given to us, the rate of interest and the terms and conditions for the above loans are not prima facie prejudicial to the interest of the Company.
- (c) The above loans are stated to be repayable by the parties on demand. As informed, since the Company has not demanded repayment of the above loans during the year, there has been no default on the part of the parties to whom the money has been lent. The payment of interest with respect to such loans has been generally regular.
- (d) In view of the loan being repayable on demand, there is no overdue amount of loans granted to such parties.
- (e) The Company has taken loan from seven companies covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 260,269 thousands and the year-end balance was Rs. 103,493 thousands.
- (f) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the Company.
- (g) The above loans taken are stated to be re-payable by the Company on demand. As informed, since the lenders have not demanded repayment of the above loans during the year, there has been no default on the part of the Company. The payment of interest with respect to such loans has been generally regular.
- (iv) In our opinion and according to the information and explanations given to us, having regard to the explanation that some of the items purchased are of special nature and suitable alternative sources do not exist for obtaining comparable quotations thereof, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.
- (v) (a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 that need to be entered into the register maintained under section 301, have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding the value of Rupees Five lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) As informed, the Company has not accepted any deposits from the public during the year.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 in respect of wind power and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- (ix) (a) Undisputed statutory dues of provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess, etc. have generally been regularly deposited with the appropriate authorities although there have been certain cases of delays in deposit during the year.

- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Order are not applicable.
- (xv) According to the information and explanations given to us, the Company has given guarantees for loans taken by others from bank or financial institutions, the terms and conditions whereof, in our opinion, are not prima-facie prejudicial to the interest of the Company.
- (xvi) Based on the information and explanations given to us by the management, term loans were applied for the purpose for which these were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares during the year to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

S.R. BATLIBOI & CO.
Chartered Accountants

SUNIL KUMAR GUPTA & CO.
Chartered Accountants

Per R.K.Agrawal
a Partner
Membership No.: 16667

S. K. Gupta
a Partner
Membership No.: 82486

Place: Kolkata
Dated: 30th June 2009

SUBHASH PROJECTS AND MARKETING LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2009

	SCHEDULE	31st MARCH 2009 (Rs. In "000")	31st MARCH 2008 (Rs. In "000")
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
a. Share Capital	1	81,945	81,945
b. Equity Warrants (Ref. Note no. 26 on schedule 20B)		-	40,000
c. Reserves & Surplus	2	3503255	2,983,022
		3,585,200	3,104,967
LOAN FUNDS			
a. Secured Loans	3	2,906,565	1,945,061
b. Unsecured Loans	4	1,146,994	250,270
		4,053,559	2,195,331
DEFERRED TAX LIABILITY (NET)		177,515	169,756
TOTAL		7,816,274	5,470,054
APPLICATION OF FUNDS			
FIXED ASSETS			
a. Gross Block	5A	1,456,786	1,156,183
b. Less : Accumulated Depreciation		619,009	538,184
c. Net Block		837,777	617,999
d. Capital work in progress (including capital advances)	5B	195,510	92,545
		1,033,287	710,544
INVESTMENTS	6	712,815	626,731
CURRENT ASSETS, LOANS & ADVANCES			
a. Inventories	7	1,443,614	2,368,124
b. Sundry Debtors	8	5,457,255	4,898,589
c. Cash & Bank Balances	9	785,410	857,025
d. Other Current Assets	10	2,453,804	839,900
e. Loans and Advances	11	2,448,280	1,955,402
		12,588,363	10,919,040
LESS: CURRENT LIABILITIES & PROVISIONS			
a. Current Liabilities	12	6,425,505	6,696,309
b. Provisions		92,686	89,952
		6,518,191	6,786,261
NET CURRENT ASSETS		6,070,172	4,132,779
TOTAL		7,816,274	5,470,054
SIGNIFICANT ACCOUNTING POLICIES			
NOTES TO ACCOUNTS			
Schedules 1 to 12 and 20A & 20B referred to above form an integral part of the Balance Sheet.			

As per our report of even date.

For S. R. BATLIBOI & CO.
Chartered Accountants

Per R. K. AGRAWAL
a Partner
Membership No. 16667
Place : Kolkata
Date : June 30, 2009

For SUNIL KUMAR GUPTA & CO.
Chartered Accountants

Per S.K.GUPTA
a Partner
Membership No. 82486
Place : Kolkata
Date : June 30, 2009

For and behalf of the Board of Directors

Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and Managing Director

Sushil Kr. Sethi
Managing Director

B. N. Choudhary
Executive Vice President (Finance) &
Company Secretary

SUBHASH PROJECTS AND MARKETING LIMITED
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	SCHEDULE	2008-2009 (Rs in "000")	2007 - 2008 (Rs in "000")
INCOME			
Sales and Services	13	12,572,212	11,669,208
Other Income	14	260,119	133,890
TOTAL		12,832,331	11,803,098
EXPENDITURE			
Purchase of Trading Goods		33,257	622,257
Material Consumed & Direct Expenses	15	9,964,151	9,032,226
(Increase) / Decrease in Work in Progress	16	(90,740)	6,276
Personnel Expenses	17	489,395	411,716
Administration, Selling & Other Expenses	18	531,021	442,388
Interest & Finance Expenses	19	1,131,760	410,443
Depreciation		86,063	105,317
TOTAL		12,144,907	11,030,623
Profit Before Prior Period Items & Tax		687,424	772,475
Prior Period Items (Net) (Refer Note No 29 on Schedule 20B)		23,413	-
PROFIT BEFORE TAXATION		664,011	772,475
<i>Provision for Taxation</i>			
Current tax (including Rs 21,270 thousands (Rs. Nil) for earlier years)		111,720	144,280
Wealth Tax		213	-
Deferred Tax		7,759	40,800
Fringe Benefit Tax (including Rs 4431 thousands (Rs Nil) for earlier years)		12,632	5,310
		132,324	190,390
Profit after Taxation		531,687	582,085
Profit Brought Forward From Previous Year		1,115,164	734,534
Profit Available For Appropriation		1,646,851	1,316,619
APPROPRIATIONS			
General Reserve		150,000	150,000
Proposed Dividend		43,980	43,980
Tax on Dividend		7,474	7,475
Balance carried to Balance Sheet		1,445,397	1,115,164
		1,646,851	1,316,619
Basic and Diluted earning per share (Face Value of Rs 2. each)		14.51	16.87
SIGNIFICANT ACCOUNTING POLICIES	20A		
NOTES TO ACCOUNTS	20B		

Schedules 13 to 20 A & 20 B referred to above form an integral part of the Profit & Loss Account

As per our report of even date.

S. R. BATLIBOI & CO.
CHARTERED ACCOUNTANTS

Per R. K. AGRAWAL
a Partner
Membership No. 16667

Place: Kolkata
Date: June 30, 2009

SUNIL KUMAR GUPTA & CO.
CHARTERED ACCOUNTANTS

Per S. K. GUPTA
a Partner
Membership No. 82486
Place : Kolkata
Date: June 30, 2009

For and behalf of the Board
of Directors

Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and
Managing Director

Sushil Kr. Sethi
Managing Director

B. N. Choudhary
Executive Vice President (Finance)
& Company Secretary

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st MARCH 2009 (Rs. In "000")	31st MARCH 2008 (Rs. In "000")
SCHEDULE 1 : SHARE CAPITAL		
AUTHORIZED		
200,000,000 Equity Shares of Rs. 2/- each	400,000	400,000
1,000,000 Preference Shares of Rs.100/- each	100,000	100,000
	500,000	500,000
SUBSCRIBED & PAID-UP		
36,650,276 Equity Shares of Rs.2 each	73,301	73,301
Add : Forfeited Shares (Amount originally paid up)	8,644	8,644
	81,945	81,945
SCHEDULE 2 : RESERVES & SURPLUS		
a) CAPITAL RESERVE		
As per last account	48,573	48,573
Add : Amount arisen on forfeiture of Equity Warrants (Refer Note No.26 on Schedule 20B)	40,000	-
	88,573	48,573
b) SECURITIES PREMIUM ACCOUNT		
As per last Account	1,526,380	211,773
Add: Received during the year	-	1,335,012
Less: Utilised towards Share Issue Expenses		(20,405)
	1,526,380	1,526,380
c) GENERAL RESERVE		
As per last account	292,905	145,760
Less: Adjustment towards additional gratuity liability in terms of AS-15 (Revised)	-	(2,855)
Add: Transfer from Profit & Loss Account	150,000	150,000
	442,905	292,905
d) PROFIT & LOSS ACCOUNT BALANCE	1,445,397	1,115,164
	3,503,255	2,983,022
SCHEDULE 3 : SECURED LOANS		
A) TERM LOANS		
(i) From Rural Electrification Corporation Limited (Refer note no.21 on Schedule 20B) (Secured by by way of hypothecation of 11 Nos. Wind Electric Generating Sets of 4.51 MW capacity with accessories and personal guarantees of Promoter Directors of the Company)	89,968	89,968
Interest Accrued & due on above	79,820	-
(ii) From Scheduled Banks Includes: - Rs 181,276 thousands (Rs.83,839 thousands) secured against hypothecation of Construction equipments purchased against such loans and personal guarantee of promoter directors of the company. Of the above, Rs 59,900 thousands (Rs 22,500 thousands) are falling due for payment within one year - Rs 20,921 thousands (Rs Nil) secured by Second Pari passu charges over current assets and movable fixed assets of the company. And Exclusive charge over movable fixed assets and current assets(including receivables) of the car parking project being implemented by the company in Sector 17, Chandigarh	202,197	83,839
Interest Accrued & due on above	2,063	-

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st MARCH 2009 (Rs. In "000")	31st MARCH 2008 (Rs. In "000")
(iii) Deferred Payment Credits		
From Banks	41,869	68,280
From Others	54,788	34,814
[Secured against hypothecation of Vehicles / Construction equipments purchased against such loans. Of the above, Rs 58,426 thousands (Rs 47,779 thousands) are falling due for payment within one year]		
(iv) Others (Short Term)		
From Banks	150,000	300,514
(Secured by a subservient charge on current assets and movable fixed assets of the company and personal guarantees of Promoter Directors of the Company. In the previous year, such loans were secured by hypothecation of Stocks and Current Assets on paripassu basis with other Banks for Cash Credit Borrowings)		
	620,705	577,415
B) OTHER LOANS		
(i) From Banks on Cash Credit Account		
(Refer Note No. 25 on Schedule 20B)	2,285,860	1,367,646
	2,285,860	1,367,646
	2,906,565	1,945,061
SCHEDULE 4 : UNSECURED LOANS		
(i) From Banks (Short Term)		
(Secured by the personal guarantees of Promoter Directors of the Company)	937,128	250,000
(ii) From Bodies Corporate (Short Term)	206,208	270
Interest Accrued & Due on above	3,658	-
	1,146,994	250,270

**SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET**

SCHEDULE 5A: FIXED ASSETS

(RS IN 000)

DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	AS AT 01.04.2008	ADDITIONS	SALES/ ADJUSTMENTS	AS AT 31.03.2009	AS AT 01.04.2008	FOR THE YEAR	LESS ON SALES/ ADJUSTMENTS	AS AT 31.03.2009	AS AT 31.03.2008
FREE HOLD LAND	20,332	861	-	21,193	-	-	-	21,193	20,332
BUILDINGS	57,805	-	-	57,805	6,048	1,376	-	50,381	51,757
PLANT & MACHINERY	665,515	165,948	6,277	825,186	256,018	47,046	38	522,160	409,497
FURNITURE & FIXTURES	50,926	109,314	875	159,365	17,003	7,072	772	136,062	33,923
SITE/OFFICE EQUIPMENTS	84,566	27,928	1,922	110,572	33,065	10,172	939	68,274	51,501
TEMPORARY SITE SHED & SHUTTERING MATERIALS	203,015	11,553	-	214,568	195,235	13,381	-	5,952	7,780
VEHICLES	74,024	4,495	10,422	68,097	30,815	7,016	3,489	33,755	43,209
TOTAL	1,156,183	320,099	19,496	1,456,786	538,184	86,063	5,238	837,777	617,999
PREVIOUS YEAR'S TOTAL	885,120	299,466	28,403	1,156,183	456,372	105,317	23,505	617,999	538,184

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE 5B : CAPITAL WORK IN PROGRESS (INCLUDING CAPITAL ADVANCES)

(Rs. in '000)

DESCRIPTION	AS AT 01.04.2008	ADDITIONS	ADJUSTMENTS*	AS AT 31.03.2009	AS AT 31.03.2008
Land	25,125	-	-	25,125	25,125
Buildings	41,142	90,274	-	131,416	41,142
Plant & Machineries	868	2,612	868	2,612	868
Furniture, Fixtures & Fittings	25,410	61,649	87,059	-	25,410
Specialised Software	-	36,357	-	36,357	-
TOTAL	92,545	190,892	87,927	195,510**	92,545
PREVIOUS YEAR'S TOTAL	75,732	39,111	22,299	92,545	

*Represents amounts capitalised during the year.

**Includes advances against capital goods Rs. 27,738 (Rs 25,994) thousands

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE 6 : INVESTMENTS

	No. of Shares / Unit / Debentures	Face Value Per Share/Unit/ Debentures (Rs.)	31st March 2009 (Rs.in 000)	31st March 2008 (Rs.in 000)
Long Term				
(A) Other Than Trade				
Quoted				
(a) Equity Shares (Fully Paid-up)				
Arihant Leasing & Holding Limited	24,000	10	75	75
Indian Arcylics Limited	100	10	1	1
Petrochem Industries Limited	500	10	14	14
Best & Crompton Engineering Limited	200	10	10	10
SPML India Limited	10,000	10	150	150
Malanpur Steels Limited	15	10	1	1
Hindustan Engineering & Industries Limited (Bonus Shares)	4	10	-	-
b) Debentures (Fully Paid-up)				
Escorts Tractors Limited	25		1	1
Hindustan Engineering & Industries Limited	110		6	6
			258	258
Less Provision for Diminution in Value of investment			256	239
Net Quoted Investment			2	19
Unquoted				
(a) Investment in Units of UTI-64	-		-	92
	(5,920)			
			-	92
(B) Trade				
Unquoted				
Equity Shares (Fully paid up)				
Abhinandan Enterprises (P) Limited	-	100	-	50
	(500)			
Rishabh Commercial (P) Limited	20	100	2	50
	(500)			
Insituform Pipelines Rehabilitation Pvt Ltd	9,802	10	98	-
	(-)			
Bharat Hydro Power Corporation Limited (Company under the same management)	3,294,150	10	21,185	21,185
Pondichery Port Limited	-	10	-	250
	(24,996)			
Subhash Systems (P) Limited	-	100	-	45
	(450)			
HYDRO Comp Enterprises (India) Limited	-	1	-	50
	(50,000)			
SPML Realty Limited	-	1	-	75
	(75,000)			
			21,285	21,705

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE 6 : INVESTMENTS - Contd:

	No. of Shares/ Units/ Debentures	Face Value Shares/ Units/ Debentures (Rs.)	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
Equity Shares in Subsidiary Companies(Fully Paidup)				
Neogal Power Co. (P) Limited	3,031,250	1	41,765	29,647
	(2,273,875)			
Awa Power Company (P) Limited	2,779,500	1	37,737	27,907
	(2,165,125)			
Luni Power Company (P) Limited	2,852,625	1	38,907	18,129
	(1,554,000)			
IQU Power Company (P) Limited	2,744,500	1	37,177	28,411
	(2,196,625)			
Subhash Kabini Power Corporation Limited *	13,586,300	10	135,863	135,863
SPML Industries Limited	1,243,618	10	21,182	21,182
Binwa Power Company (P) Limited	2,948,340	1	43,609	35,679
	(2,453,240)			
SPML Technologies (P) Limited	3,990,000	10	39,900	39,900
SPML Energy Limited	99,550,000	1	99,550	99,550
SPML Infrastructure Limited	525,000	1	525	525
Delhi Waste Management Limited	573,750	10	5,738	5,738
Madurai Municipal Waste Processing Co. P Ltd	10,000	10	100	-
	(-)			
SPML Urban Environ Ltd	500,000	1	500	-
	(-)			
SPML Water Infra Ltd	500,000	1	500	-
	(-)			
			503,053	442,531
Investment in Joint Ventures				
Om Metal Consortium JV			124,423	107,185
SPML - CISC JV			29,397	30,501
SPML - Degroment - JV			2,355	2,353
Subhash Simplex JV			11,717	11,760
Insituform - SPML JV			17,484	9,598
Siddharth- Mahavir- SPML JV			2,112	-
			187,488	161,397
			711,828	625,744
Current Investments				
Unquoted				
National Savings Certificates			482	487
Indira Vikas Patra			5	-
Units of PNB Mutual Fund	50,000	10	500	500
			987	987
Total			712,815	626,731
Aggregate Value of Investments				
(I) Quoted (net of provision)			2	19
(II) Unquoted			712,813	626,712
Market Value of Quoted Investments			2	5

* 13,273,800 (13,273,800) No. of Shares are pledged with IDBI Bank against loan obtained by the aforesaid Company. The Company has also given an undertaking to the bank not to sell its above share holding till the full repayment of the loan.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
SCHEDULE 7 : INVENTORIES (Refer note no.7 in Schedule 20A) Stores, Components etc.	-	143
Material at sites	905,112	1,920,219
Work-in-Progress	538,502	447,762
	1,443,614	2,368,124
SCHEDULE 8 : SUNDRY DEBTORS (Unsecured) Debts outstanding for a period exceeding six months		
- Considered Good	2,939,054	1,769,291
- Considered Doubtful	24,503	-
	2,963,557	1,769,291
Other Debts	2,518,201	3,129,298
	5,481,758	4,898,589
Less: Provision for Doubtful Debts	24,503	-
	5,457,255 *	4,898,589 *
* includes retention deposits Rs 19,40,882 thousands (Rs 16,27,873 thousands)		
SCHEDULE 9 : CASH & BANK BALANCES		
Cash-on-hand [including in transit Rs. 1,341 thousands (Rs. 11,733 thousands)]	47,532	58,059
Cheques on Hand	89,223	133,129
Balances with Scheduled Banks on :		
Current Accounts	105,261	127,381
Fixed Deposit Accounts (Receipts lying with banks as security against Letters of Credits and Guarantees issued by them and with clients)	543,068	537,920
Unpaid Dividend Account	326	536
	785,410	857,025
SCHEDULE 10 : OTHER CURRENT ASSETS (Considered Good)		
Unbilled Revenue on Construction Contracts	2,424,723	807,671
Accrued interest on Deposits	29,081	32,229
	2,453,804	839,900
SCHEDULE 11 : LOANS AND ADVANCES (Unsecured, Considered good) Loans (including Interest)		
- to Subsidiaries	625,370	48
- to Others	57,518	106,502
Advances Recoverable in Cash or in Kind or for Value to be received	672,895	668,231
Advance Tax [net of provisions Rs 242,117 thousands (Rs 221,202 thousands)]	150,320	57,925
Balance with Excise, Customs, Port Trust and other Government Authorities	157,181	14,979
Trade & Other Deposits	239,687	271,340
VAT Credit Input Receivable	165,201	83,488
Advance towards Share Application Money		
(a) Subsidiaries	301,709	748,940
(b) Other Companies	78,399	3,949
	2,448,280	1,955,402

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE BALANCE SHEET

	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
SCHEDULE 12 : CURRENT LIABILITIES & PROVISIONS		
CURRENT LIABILITIES		
Acceptances	1,947,103	2,507,901
Sundry Creditors for Goods, Services, Expenses etc.		
- Dues to Micro and Small Enterprises (Refer Note No. 10 on Schedule 20B)	7,188	20,317
- Dues to Other Creditors [Including Rs 9,030 thousands (Rs. 3,627 thousands) due to subsidiaries]	2,149,104	1,823,999
Advance against sale of Fixed Assets (Refer note no 22 on Schedule 20B)	103,421	12,297
Mobilisation advance from Customers (Partly bearing interest)	2,074,068	2,216,609
Other Liabilities	111,072	68,414
Investor Education and Protection Fund: Unpaid Dividend (Payable when due)	326	536
Temporary Book Overdraft in Current Accounts with banks	33,223	46,236
	6,425,505	6,696,309
PROVISIONS		
Fringe Benefit Tax [Net of Advance Tax Rs.6,390 thousands (Rs 8,778 thousands)]	9,062	494
Gratuity	21,322	24,130
Earned Leave	10,848	13,874
Proposed Dividend	43,980	43,980
Tax on Proposed Dividend	7,474	7,474
	92,686	89,952
	6,518,191	6,786,261

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF PROFIT & LOSS ACCOUNT

	2008- 2009 (Rs in "000")	2007-2008 (Rs in "000")
SCHEDULE 13: SALES & SERVICES		
SALES		
- Construction Contracts	12,314,275	10,965,656
- Trading	33,257	626,839
- Power Generation	15,120	27,249
Services- Operation & Maintainance	209,560	49,464
	12,572,212	11,669,208
SCHEDULE 14: OTHER INCOME		
Dividend Received on Long Term Investments (Trade)		
From Subsidiaries	-	1,245
From Others	-	153
Interest Received (Gross) [Tax Deducted at Source Rs.24,604 thousands Rs.9,458 thousands]]	152,146	60,312
Company's share in profit of Joint Ventures	19,495	3,904
Sundry Balances/Liabilities written back	46,891	14,480
Insurance Claim received	32,603	2,263
Profit on Sale of Current Investments	-	21,809
Exchange Difference (Net)	-	10,561
Miscellaneous Receipts	8,984	19,163
	260,119	133,890
SCHEDULE 15: MATERIALS CONSUMED & DIRECT EXPENSES		
Materials Consumed		
Opening Stock	1,920,219	550,374
Add: Purchases	6,182,811	8,290,278
Less : Closing Stock	905,112	1,920,219
	7,197,918	6,920,433
Direct Expenses:		
Subcontractor Expenses	2,619,708	1,972,119
Drawing & Designing	1,134	2,744
Equipment Hire and Running Charges	33,633	39,479
Other Direct Expenses	111,758	97,451
	2,766,233	2,111,793
	9,964,151	9,032,226
SCHEDULE 16:(Increase)/Decrease in Work-in-Progress		
- Opening Work in Progress	447,762	454,038
- Closing Work in Progress	(538,502)	(447,762)
	(90,740)	6,276

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF PROFIT & LOSS ACCOUNT

	2008- 2009 (Rs in "000")	2007-2008 (Rs in "000")
SCHEDULE 17: PERSONNEL EXPENSES		
Salaries, Wages and Allowances	403,821	326,743
Director's Remuneration*	35,629	39,050
Contribution to Provident & Other Funds	25,492	19,046
Gratuity	7,908	13,545
Staff Welfare Expenses	16,545	13,332
	489,395	411,716
* Including Directors' Sitting Fees	146	155
SCHEDULE 18: ADMINISTRATION, SELLING & OTHER EXPENSES		
Rent	65,036	57,033
Rates and Taxes	16,045	29,181
Repairs and Maintenance		
- Building	6,952	1,959
- Plant & Machinery	4,133	6,757
- Others	10,296	7,403
Insurance	48,736	47,095
Advertisement expenses	12,220	11,850
Professional Charges & Consultancy Fees	75,775	55,993
Vehicle Running and Maintenance	57,929	44,402
Travelling & Conveyance (Including Rs. 4,427 thousands (Rs 12,071 thousands) for Directors)	43,124	51,547
Communication Expenses	17,143	15,974
Power and Fuel	14,876	11,131
Charity & Donations	4,563	8,113
Auditor's Remuneration		
- Audit Fee	3,050	2,600
- Limited Review Fee	2,100	1,441
- Tax Audit Fee (including Rs 850 thousands for earlier years)	1,300	-
- Out of Pocket Expenses	289	167
Selling Expenses	22,811	34,391
Provision for Diminution in value of Investments	17	239
Exchange Difference (Net)	19,834	-
Loss on Sale/Discard of Fixed Assets (net)	667	2,304
Provision for Doubtful Debts	24,503	-
Bad Debts Written Off	4,543	-
Sundry Balances Written Off	5,297	3,169
Miscellaneous Expenses	69,782	49,639
	531,021	442,388
SCHEDULE 19:		
INTEREST & FINANCE EXPENSES (NET)		
Interest on		
- Term Loans		
- Banks	261,277	15,979
- Others (including Rs.111,452 thousands for earlier years - Refer note no. 21 on schedule 20B)	291,056	8,353
- Other Loans, Mobilisation Advances etc		
- Banks	254,993	173,426
- Others	141,314	73,010
	948,640	270,768
Bank Charges	183,120	139,675
	1,131,760	410,443

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

Schedule 20 A : Significant Accounting Policies

1. Basis of preparation

The financial statements have been prepared to comply in all material respects with the accounting standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis except in respect of insurance claims which on the ground of prudence or uncertainty in realisation, are accounted for on acceptance / actual receipt basis. The accounting policies applied by the Company are consistent with those used in the previous year.

2. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates.

3. Fixed Assets

- (a) Fixed assets are stated at cost of acquisition inclusive of duties (net of CENVAT / VAT), taxes, incidental expenses, erection/commissioning expenses upto the date the asset is ready to be put to use.
- (b) Machinery spares which can be used only in connection with an item of fixed assets and whose use as per technical assessment is expected to be non-regular, are capitalized and depreciated prospectively over the useful life of the respective assets.
- (c) The carrying amount of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their 'value in use'. The estimated future cash flows are discounted to their present value at appropriate rate arrived at after considering the prevailing interest rates and weighted average cost of capital.

4. Depreciation

Depreciation on fixed assets is provided using the Straight Line Method at the rates prescribed under Schedule XIV of the Companies Act, 1956.

In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

Assets costing Rs.7,500 or less are depreciated @100% in the year of purchase.

5. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

6. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current quoted investments are carried at lower of cost and fair value determined on individual investment basis. Long term investments are considered at cost, unless there is an "other than temporary" decline in value thereof, in which case, adequate provision for diminution is made in the accounts.

7. Inventories

Stores, components, etc. and materials at sites to be used in contracts are valued at cost which is ascertained on First in First Out (FIFO) basis. Stores components, etc. at wind farms are valued at lower of cost and net realisable value.

Work-in-progress is valued at cost. However, in case of jobs where losses are likely to occur, the stock is considered at net realisable value. Cost include materials, labour and appropriate portion of construction overheads.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

8. Revenue recognition

(a) Construction contracts

Revenue on contracts is recognised on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bear to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied on by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which however cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Disputed claims towards extra work, damages etc. are accounted for on settlement of the arbitration proceedings / legal cases.

(b) Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of returns, claims, trade discounts etc.

(c) Income from Services

Revenues from operation and maintenance contracts are recognised on rendering of services as per the terms of contract.

(d) Interest

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

9. Liquidated damages

No provision is made for liquidated damages deducted by the customers, wherever these have been refuted by the Company and it expects to settle them without any loss. Pending settlement of these claims, the relative sundry debtors are shown in the accounts as fully recoverable and the corresponding amounts are reflected as contingent liability in terms of the provisions contained in Accounting Standard – 29.

10. Foreign currency translations

Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange Differences

Exchange differences arising on the settlement/conversion of monetary items are recognized as income or expenses in the year in which they arise.

Forward Exchange Contracts

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year.

11. Retirement and other employee benefits

Retirement benefits in the form of Provident Fund being a defined contribution scheme, are charged to Profit and Loss Account of the year when the contributions to the funds are due. There are no obligations other than the contribution payable to the fund.

Gratuity being a defined benefit obligation, is provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Long term compensated absences are provided for based on actuarial valuation, which is done as per the projected unit credit method.

Actuarial gain and losses are recognized immediately in the statement of Profit & Loss Account as income or expenses.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

12. Income taxes

Tax expense comprises of current and deferred income tax and fringe benefit tax. Current income tax and fringe benefit tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that these can be realised against future taxable profits.

The carrying amount of deferred tax assets are reviewed at each Balance Sheet date. The company writes down the carrying amount of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realised. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

13. Segment Reporting

Identification of Segments

The Company has identified that its business segments are the primary segments. The Company's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

The Company at present, primarily operates in India and therefore the analysis of geographical segments is not applicable to the Company.

Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated - Common".

14. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

15. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

16. Cash and Cash Equivalents

Cash and cash equivalents as indicated in the Cash Flow Statements comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

17. Contingent liabilities

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of notes to the accounts.

18. Accounting for interests in joint ventures

In respect of joint ventures entered into with other parties in the form of 'integrated joint ventures', the accounting treatment is done as below in terms of Accounting Standard 27 issued by the Institute of Chartered Accountants of India:

- (a) Company's share in profits and losses is accounted on determination of profits or losses by the Joint Ventures;
- (b) Investments are carried at cost, net of the Company's share of profits or losses, recognized in the accounts.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

Schedule 20 B. Notes on accounts

1. Contingent liabilities not provided for in respect of

(Rs in'000)

	As at 31st March, 2009	As at 31st March, 2008
Claims against the Company not acknowledged as debts	11,887	2,250
Claims towards liquidated damages not acknowledged as debts by the Company. Against the above, debts of the like amount are withheld by the customers. However, the Company expects no liability to accrue on account of these claims.	580,647	427,738
Outstanding bank guarantees and Letters of Credit (including Rs. 393,409 thousands (Rs. Nil) given for Joint Ventures)	11,804,268	10,026,230
Corporate guarantees given for subsidiaries and other body corporates*	2,045,800	537,000
Disputed Income Tax and sales tax demands under appeal	129,741	48,040

- * Includes Rs.90,000 thousands (Rs.90,000 thousands) in relation to which the original title deeds of the property situated at 8/2, Ulsoor Road, Bangalore is lying with Gauhati High Court as security on behalf of Bharat Hydro Corporation Limited.

(Rs in'000)

2. Estimated amount of contracts remaining to be executed on Capital Account and not provided for [Net of Advances]	16,823	19,140
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3. In respect of cancellable operating leases taken by the Company, the significant leasing agreements relate to premises etc. which are renewable on expiry at mutually acceptable terms. Such lease payments of Rs. 49,768 thousands (Rs. 38,866 thousands) are recognized in the profit & loss account as rent and the particulars of future lease payments are as under:

(Rs in'000)

Up to 1 year		Later than 1 year and not later than 5 years		More than 5 years	
2008 - 09	2007 - 08	2008 - 09	2007 - 08	2008 - 09	2007 - 08
38,986	43,879	136,287	135,352	Nil	7,180

4. In terms of Accounting Standard - 22, net deferred tax liability (DTL) of Rs.1,77,515 thousands (including Rs. 7,759 thousands during the year) has been recognized in the accounts up to 31st March 2009.

The break-up of DTL is as follows:

(Rs in'000)

Particulars	As at 31st March 2009	As at 31st March 2008
Deferred Tax Liability		
On timing differences of depreciable assets	79,089	61,929
On retentions by the customers	154,927	127,013
Deferred Tax Assets		
Expenses allowable against taxable income in future years	56,501	19,186
Deferred Tax Liability (Net)	177,515	169,756

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

5. The break up of Earnings per Share (EPS) in terms Accounting Standard 20 is as follows:

	2008-09	2007-08
Profit after tax ('000)	531,687	582,085
Weighted average number of equity shares outstanding during the year	36,650,276	34,518,772
Nominal value per share (Rs.)	2	2
Basic and Diluted EPS (Rs.)	14.51	16.87

6. Segment information

Business segment: The business segments have been identified on the basis of the activities undertaken by the company. Accordingly, the Company has identified 'Construction' and 'Wind Power' as the business segments.

Construction – Consists of execution of turnkey projects

Wind Power – Consists of electricity generated from wind farms

Geographical segment : The Company primarily operates in India and therefore the analysis of geographical segments is not applicable to the Company. The particulars of segment information are as follows:

(Rs in '000)

	CONSTRUCTION		WIND POWER		TOTAL	
	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08
(a) Revenue						
External sales	1,25,57,093	11,641,959	15,120	27,249	1,25,72,212	11,669,208
Inter Segment sales	-	-	-	-	-	-
Total Revenue	1,25,57,093	11,641,959	27,249	27,249	1,25,72,212	11,669,208
(b) Results						
Segment Results	1,562,113	1061,837	(5,332)	1,851	15,56,781	1,063,688
Unallocated Income (Net of unallocated expenses)					86,845	58,919
Operating Profit					16,43,626	1,122,607
Interest & Finance Exp (net)					979,615	350,132
Profit before tax					664,011	772,475
Provision for Taxation (Current Tax, Deferred Tax, Fringe Benefit Tax and adjustments on account of Previous years)					132,324	190,390
Profit after tax					531,687	582,085

OTHER INFORMATION

(a) Total Assets						
Segment Assets	1,15,10,857	9,798,217	117,665	135,091	11,628,522	9,933,308
Unallocated Corporate/ other Assets					2,705,943	2,356,384
Total					14,334,465	12,289,692
(b) Total Liabilities						
Segment Liabilities	65,39,975	6,864,733	109,765	28,881	6,649,740	6,893,614
Unallocated Corporate/other Liabilities					4,099,525	2,291,110
Total					10,749,265	9,184,725
(c) Capital Expenditure	401,381	316,253	-	-	423,064	316,253
(d) Depreciation/ Amortisation	67,741	86,962	18,322	18,355	86,063	105,317
(e) Non cash expenses other than depreciation included in segment expenses for arriving at Segment Results	24,520	239	-	-	24,520	239

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

7. Related Parties Disclosures:

(a) Particulars of related parties

Subsidiary Companies	<p>Subhash Kabini Power Corporation Ltd. SPML Industries Ltd. SPML Energy Ltd. SPML Technologies Ltd SPML Infrastructure Ltd. SPM Holdings Pte. Ltd. Binwa Power Corporation (P) Ltd. Awa Power Company (P) Ltd. IQU Power Company (P) Ltd. Neogal Power Company (P) Ltd. Luni Power Company (P) Ltd. Tons Valley Power Company (P) Ltd. Rupin Tons Power Company (P) Ltd. Uttarkashi Tons Hydro Power (P) Ltd. Delhi Waste Management Ltd. Madurai Municipal Waste Processing Co. (P) Ltd. SPML Urban Enviro Ltd SPML Utilities Ltd. SPML Bhiwandi Water Supply Infra Ltd SPML Bhiwandi Water Supply Management Ltd.</p>
Associate companies	<p>Pondicherry Port Ltd. Pondicherry SEZ Co. Ltd. Sanmati Infra Developers Pvt. Ltd. HYDRO Comp Enterprises India Pvt. Ltd.</p>
Joint Ventures	<p>Om Metal Consortium SPML – CISC JV SPML – Simplex JV SPML – Degroment JV Insituform – SPML JV SPML – HCIL JV Siddharth Mahavir SPML JV</p>
Key Management Personnel (KMP)	<p>Mr. Anil Kr. Sethi – Chairman Mr. Subhash Ch. Sethi – Vice Chairman and Managing Director Mr. Sushil Kr. Sethi – Managing Director Mr. Deepak Sethi – Director</p>

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

Relatives of Key Management Personnel

Mr. P. C. Sethi	Father of Chairman, Vice Chariman and Managing Director and Managing Director
Mrs. Maina Devi Sethi	Mother of Chairman, Vice Chariman and Managing Director and Managing Director
Mrs. Preeti Devi Sethi	Wife of Chairman
Mrs. Vineetha Sethi	Wife of Director
Mrs. Suman Sethi	Wife of Vice Chairman and Managing Director
Mr. Harshavardhan Sethi	Son of Vice Chairman and Managing Director
Mr. Abhinandan Sethi	Son of Vice Chairman and Managing Director
Mrs. Sandhya Rani Sethi	Wife of Managing Director
Mr. Rishabh Sethi	Son of Managing Director

**Enterprises owned by KMPs
or their relatives**

Arihant Leasing and Holdings Ltd.
Rishabh Commercial (P) Ltd.
Abhinandan Enterprise (P) Ltd.
Subhash Systems (P) Ltd.
Bharat Hydro Power Corporation Ltd.
International Constructions Ltd.
SPM Engineers Ltd.
Zoom Industrial Services Ltd.
20th Century Engineering Ltd.
Suraksha Insurance Brokers (P) Ltd.
Subhash Power Company Ltd.
SPML India Ltd.
Subhash Yurim Textiles Ltd.
Subhash International (P) Ltd.
Sanmati Power Co. Pvt. Ltd.
SPML Realty Ltd.
Sanmati Lesiures Ltd.
Latur Water Supply Mgmt Co. Ltd.
SPML Keerthi Hole Power Co. Ltd.
Sonal Agencies Pvt Ltd
Instituform Pipeline Rehabilitation (P) Ltd.
Sanmati Homes Ltd.
Sanmati Corporate Investments (P) Ltd.
SPML Semitech (India) (P) Ltd
SPML Industrial Park (Tamil Nadu) Ltd.
SPMI Tamilnadu Integrated Infrastructure Ltd.
Anil Kumar Sethi (HUF)
Subhash Chand Sethi (HUF)
Sushil Kumar Sethi (HUF)
Punam Chand Sethi (HUF)

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure:		(Transactions have taken place on arm's length basis)							(Rs'000)
(b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009		Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total	
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	
Sale of Goods & services									
SPML Industries Ltd.	2,226 (129,855)	-	-	-	-	-	-	2,226 (129,855)	
SPML HCIL JV	-	867,482 (122,864)	-	-	-	-	-	867,482 (122,864)	
Awa Power Company (P) Ltd.	118,818 (32,624)	-	-	-	-	-	-	118,818 (32,624)	
IQU Power Company (P) Ltd.	76,889 (21,438)	-	-	-	-	-	-	76,889 (21,438)	
Luni Power Company (P) Ltd.	54,824 (39,102)	-	-	-	-	-	-	54,824 (39,102)	
Neogal Power Company (P) Ltd.	74,497 (50,087)	-	-	-	-	-	-	74,497 (50,087)	
Siddharth Mahavir-SPML JV	-	101,147	-	-	-	-	-	101,147	
Madurai Municipal Waste Processing Co. (P) Ltd.	124,441	-	-	-	-	-	-	124,441	
Delhi Waste Management Ltd.	47,652 (28,653)	-	-	-	-	-	-	47,652 (28,653)	
Pondicherry Special Economic Zone Co. Ltd	-	-	-	-	-	-	-	-	
Sanmati Infradevelopers Pvt. Ltd.	-	-	(318)	-	-	-	-	(318)	
SPML - CISC JV	-	33,889	(705)	-	-	-	-	33,889 (705)	
- Total	499,347 (301,759)	1,002,518 (122,864)	(1,023)	-	-	-	-	1,501,865 (425,646)	
Dividend Paid									
Mr. P. C. Sethi	-	-	-	-	-	1,041	-	1,041	
Mr. Anil Kr. Sethi	-	-	-	2,685	-	(868)	-	(868) 2,685	
Mr. Subhash Ch. Sethi	-	-	-	(2,238)	-	-	-	(2,238)	
	-	-	-	2,368	-	-	-	2,368	
	-	-	-	(1,973)	-	-	-	(1,973)	

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)		(Rs,000)					
	Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value
Purchase of Goods & Services							
SPML Industries Ltd	91,135 (332,889)	-	-	-	-	-	91,135 (332,889)
International Constructions Ltd.	-	-	-	-	-	-	-
Zoom Industrial Services Ltd.	-	-	-	-	-	-	-
Subhash Yurim Textiles Ltd.	-	-	-	-	-	-	-
SPM Engineers Ltd.	-	-	-	-	-	-	-
SPML Technologies Ltd. (Subhash Utility Management)	50,358 (27,061)	-	-	-	-	-	50,358 (27,061)
SPML India Ltd	-	-	-	-	-	-	-
SPML Infrastructure Ltd	1,800	-	-	-	-	-	1,800
- Total	143,294 (359,950)	-	-	-	-	6,701 (64,551)	149,995 (424,501)
Interest Income							
Delhi Waste Management Ltd.	-	-	-	-	-	-	-
International Constructions Ltd.	(1,434)	-	-	-	-	-	(1,434)
SPML India Ltd	-	-	-	-	-	-	-
Subhash Power Company Ltd.	-	-	-	-	-	-	-
SPML Industries Ltd.	6,854	-	-	-	-	-	6,854
- Total	6,854 (1,434)	-	-	-	-	9,387 (12,258)	16,241 (13,692)

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March, 2009 (Transactions have taken place on arm's length basis)								(Rs'000')
		Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	
Interest Paid								
Bharat Hydro Power Corporation Ltd	-	-	-	-	-	943	943	
International Construction Ltd	(-)	(-)	(-)	(-)	(-)	(-)	(-)	
Spml India Ltd	-	-	-	-	-	5,840	5,840	
Subhash Kabini Power Corporation Ltd.	80,121	(-)	(-)	(-)	(-)	(-)	(-)	
	(-)	(-)	(-)	(-)	(-)	111	111	
- Total	80,121	(-)	(-)	(-)	(-)	6,894	87,015	
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	
Rent Paid								
Arihant Leasing and Holdings Ltd.	-	-	-	-	-	600	600	
Sonal Agencies Pvt. Ltd.	(-)	(-)	(-)	(-)	(-)	(600)	(600)	
Subhash International (P) Ltd.	-	-	-	-	-	1,094	1,094	
	(-)	(-)	(-)	(-)	(-)	(1,054)	(1,054)	
	-	-	-	-	-	3,408	3,408	
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	
SPML Keerthi Hole Power Co Ltd	-	-	-	-	-	25,514	25,514	
	(-)	(-)	(-)	(-)	(-)	(11,343)	(11,343)	
Mrs. Sandhya Rani Sethi	-	-	-	-	2,726	-	2,726	
	(-)	(-)	(-)	(-)	(2,704)	(-)	(2,704)	
Mr. Anil Kr. Sethi	-	-	-	2,073	-	-	2,073	
	(-)	(-)	(-)	(2,240)	(-)	(-)	(2,240)	
Mr. Subhash Ch. Sethi	-	-	-	2,075	-	-	2,075	
	(-)	(-)	(-)	(2,135)	(-)	(-)	(2,135)	
Mrs.Preeti Devi Sethi	-	-	-	-	2,555	-	2,555	
	(-)	(-)	(-)	(-)	(2,425)	(-)	(2,425)	
Mrs.Suman Sethi	-	-	-	-	2,323	-	2,323	
	(-)	(-)	(-)	(-)	(307)	(-)	(307)	
Mr. Sushil Kr. Sethi	-	-	-	2,007	-	-	2,007	
	(-)	(-)	(-)	(2,082)	(-)	(-)	(2,082)	
Others	-	-	-	-	974	742	1,716	
	(-)	(-)	(-)	(-)	(974)	(288)	(1,262)	
- Total	-	(-)	(-)	6,155	8,578	31,358	46,091	
	(-)	(-)	(-)	(6,457)	(6,410)	(13,285)	(26,152)	

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure:		(Transactions have taken place on arm's length basis)						(Rs'000)
(b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009		Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total
		Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value
Investments in JV								
	SPML - CISC JV	-	(1,104)	-	-	-	-	(1,104)
		(-)	(18,603)	(-)	(-)	(-)	(-)	(18,603)
	Insituform - SPML JV	-	7,886	-	-	-	-	7,886
		(-)	(9,598)	(-)	(-)	(-)	(-)	(9,598)
	Om metal Consortium	-	17,239	-	-	-	-	17,239
		(-)	(26,901)	(-)	(-)	(-)	(-)	(26,901)
	Others	-	2,072	-	-	-	-	2,072
		(-)	(2,322)	(-)	(-)	(-)	(-)	(2,322)
	- Total	-	26,093	-	-	-	-	26,093
		(-)	(57,424)	(-)	(-)	(-)	(-)	(57,424)
Loans & Advances Taken								
	Bharat Hydro Power Corporation Ltd.	-	-	-	-	-	21,894	21,894
		(-)	(-)	(-)	(-)	(-)	(3,117)	(3,117)
	Abhinandan Enterprises (Pvt.) Ltd.	-	-	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)	(30)	(30)
	International Constructions Ltd.	-	-	-	-	-	226,604	226,604
		(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Luni Power Company (P) Ltd.	-	-	-	-	-	-	-
		(3,579)	(-)	(-)	(-)	(-)	(-)	(3,579)
	Neogal Power Company (P) Ltd.	-	-	-	-	-	-	-
		(18,196)	(-)	(-)	(-)	(-)	(-)	(18,196)
	IQU Power Company (P) Ltd.	48,192	-	-	-	-	-	48,192
		(13,654)	(-)	(-)	(-)	(-)	(-)	(13,654)
	Awa Power Company (P) Ltd.	29,576	-	-	-	-	-	29,576
		(18,893)	(-)	(-)	(-)	(-)	(-)	(18,893)
	Madurai Municipal Waste Processing Co. (P) Ltd	36,668	-	-	-	-	-	36,668
		(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Binwa Power Company Pvt. Ltd.	1,106	-	-	-	-	-	1,106
		(9,370)	(-)	(-)	(-)	(-)	(-)	(9,370)
	SPML Realty Ltd.	-	-	-	-	-	31,200	31,200
		(-)	(-)	(-)	(-)	(-)	(-)	(-)
	- Total	115,543	-	-	-	-	279,698	395,241
		(63,692)	(-)	(-)	(-)	(-)	(3,147)	(66,839)

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)								(Rs,000')
Subsidiaries	Transactions Value	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total	
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	
Loans & Advances Given								
Luni Power Company (P) Ltd.	37,405	-	-	-	-	-	37,405	
Neogal Power Company (P) Ltd.	30,829	(-)	(-)	(-)	(-)	(-)	(-)	
Subhash Power Company Ltd.	-	(-)	(-)	(-)	-	10,445	10,445	
Zoom Industrial Services Ltd.	-	(-)	(-)	(-)	(-)	(10,137)	(10,137)	
International Constructions Ltd.	-	(-)	-	-	(-)	-	-	
SPML Industries Ltd	125,858	-	-	-	-	(20,677)	(20,677)	
SPML Realty Ltd.	(190,688)	(-)	-	-	(-)	6,500	6,500	
SPML India Ltd	-	(-)	-	-	(-)	(117,542)	(117,542)	
Subhash International (P) Ltd. (Reimbursement of Expenses)	-	(-)	-	-	-	125,858	125,858	
SPM Engineers Ltd.	-	(-)	-	-	(-)	(190,688)	(190,688)	
Subhash Kabini Power Corporation Ltd.	216,417	-	-	-	-	43,278	43,278	
SPML CISC JV	(585,581)	(-)	-	-	(-)	(3,256)	(3,256)	
SPML Instituform JV (Reimbursement of Expenses)	-	(-)	-	-	-	-	-	
Pondicherry Port Ltd.	-	(-)	-	-	-	(35,400)	(35,400)	
SPML Water Infra Ltd	52,107	(-)	-	-	-	767	767	
SPML Energy Ltd	11,687	(-)	-	-	-	(202,317)	(202,317)	
SPML Technologies Ltd	(124,608)	(-)	-	-	-	-	-	
	(44,074)	(-)	-	-	-	-	-	
	(44,074)	(-)	-	-	-	-	(44,074)	

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)								(Rs'000)
	Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total	
								Transactions Value
	Bharat Hydro Power Corporation Ltd.	-	-	-	-	90,000	90,000	
	Neogal Power Company Pvt. Ltd.	(-)	(-)	(-)	(-)	(90,000)	(90,000)	
	Iqu Power Company Private Ltd.	1500	-	-	-	-	1,500	
	Luni Power Company Private Ltd.	(-)	(-)	(-)	(-)	(-)	(-)	
	Binwa Power Company Pvt. Ltd.	1500	-	-	-	-	1,500	
	SPML-HCIL JV	(-)	350,995	-	-	(-)	350,995	
	Delhi Waste Management Ltd.	(-)	(-)	(-)	(-)	(-)	(-)	
	Awa Power Company (P) Ltd	145,800	-	-	-	-	145,800	
	SPM Holdings Pte Ltd, Singapore	(145,000)	(-)	(-)	(-)	(-)	(145,000)	
	Siddharth Mahavir-SPML JV	186,500	-	-	-	-	186,500	
	SPML Technologies Ltd.	(185,000)	(-)	(-)	(-)	(-)	(185,000)	
	SPML Industries Ltd.	1,507,500	-	-	-	-	1,507,500	
		(-)	323	(-)	(-)	(-)	323	
		(-)	(-)	(-)	(-)	(-)	(-)	
		92,500	-	-	-	-	92,500	
		(92,500)	(-)	(-)	(-)	(-)	(92,500)	
		25,000	-	-	-	-	25,000	
		(25,000)	(-)	(-)	(-)	(-)	(25,000)	
	- Total	1,963,300	393,409	-	-	90,000	2,446,709	
		(447,500)	(-)	(-)	(-)	(90,000)	(537,500)	
	Share in profit/(loss) of JV							
	SPML - CISC JV	-	(10,638)	-	-	-	(10,638)	
	SPML - Simplex JV	(-)	(-640)	(-)	(-)	(-)	(-640)	
		-	(43)	-	-	-	(43)	
	Insituform - SPML JV	(-)	(4,053)	(-)	(-)	(-)	(4,053)	
		-	17,484	-	-	-	17,484	
		(-)	(-)	(-)	(-)	(-)	(-)	

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)	(Rs'000)						
	Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value
Om metal Consortium	-	-	-	-	-	-	-
SPML - HCIL JV	(-)	(501)	(-)	(-)	(-)	(-)	(501)
Others	-	(90)	-	-	-	-	(90)
	(-)	(-8)	(-)	(-)	(-)	(-)	(-8)
	-	2,111	-	-	-	-	2,111
	(-)	(-3)	(-)	(-)	(-)	(-)	(-3)
- Total	-	8,824	-	-	-	-	8,824
	(-)	(3,903)	(-)	(-)	(-)	(-)	(3,903)
Remuneration							
Anil Kr. Sethi -	-	-	12,811	-	-	12,811	
	(-)	(-)	(-)	(13,724)	(-)	(-)	(13,724)
Subhash Ch. Sethi	-	-	-	11,972	-	-	11,972
	(-)	(-)	(-)	(12,965)	(-)	(-)	(12,965)
Sushil Kr. Sethi	-	-	-	11,972	-	-	11,972
	(-)	(-)	(-)	(12,965)	(-)	(-)	(12,965)
- Total	-	-	-	36,755	-	-	36,755
	(-)	(-)	(-)	(39,654)	(-)	(-)	(39,654)
Balance Outstanding as at the year end - Debit							
International Constructions Ltd.	-	-	-	-	-	52,766	52,766
	(-)	(-)	(-)	(-)	(-)	(113,712)	(113,712)
Subhash International (P) Ltd.	-	-	-	-	-	102,706	102,706
	(-)	(-)	(-)	(-)	(-)	(111,063)	(111,063)
SPML - CISC JV	-	6,957	-	-	-	-	6,957
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
SPML - HCIL JV	-	14,653	-	-	-	-	14,653
	(-)	(195,043)	(-)	(-)	(-)	(-)	(195,043)
Preeti Devi Sethi	-	-	-	-	135	-	135
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Sandhya Rani Sethi	-	-	-	-	138	-	138
	(-)	(-)	(-)	(-)	(257)	(-)	(257)

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31st MARCH, 2009

	Related party disclosure: (b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)										(Rs'000')			
	Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total	Subsidiaries	Joint Ventures	Associate Companies	Key Management Personnel (KMP)	Relatives of KMP	Enterprises owned by KMP or their relatives	Total
	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value	Transactions Value
SPM Engineers Ltd.	-	-	-	-	-	-	-	-	-	-	-	-	7,665	7,665
SPML India Ltd	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Zoom Industrial Services Ltd.	-	-	-	-	-	-	-	-	-	-	-	-	3,740	3,740
Subhash Yurim Textiles	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-22,144)	(-22,144)
	-	-	-	-	-	-	-	-	-	-	-	-	7,545	7,545
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-4,542)	(-4,542)
	-	-	-	-	-	-	-	-	-	-	-	-	10,390	10,390
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-10,390)	(-10,390)
SPML Instituform JV	-	178	-	-	-	-	-	-	-	-	-	-	-	178
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Subhash Ch. Sethi	-	-	-	-	-	-	-	7,346	-	-	-	-	-	7,346
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(8,425)	(-)	(-)	(-)	(-)	(-)	(8,425)
Sushil Kr. Sethi	-	-	-	-	-	-	-	7,549	-	-	-	-	-	7,549
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(8,539)	(-)	(-)	(-)	(-)	(-)	(8,539)
Anil Kr. Sethi -	-	-	-	-	-	-	-	7,144	-	-	-	-	7,144	7,144
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(8,165)	(-)	(-)	(-)	(-)	(-)	(8,165)
Rishabh Sethi	-	-	-	-	-	-	-	-	-	-	-	272	-	272
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-120)
Delhi Waste Management Ltd.	19,592	-	-	-	-	-	-	-	-	-	-	-	-	19,592
	(-48)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-48)
Subhash Systems (P) Ltd.	-	-	-	-	-	-	-	-	-	-	-	-	49	49
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-11)	(-11)
- Total	19,592	178	-	-	-	-	-	22,039	272	-	-	272	45,459	87,540
	(-48)	(-)	(-)	(-)	(-)	(-)	(-)	(25,129)	(-120)	(-)	(-)	(-120)	(-51,212)	(-26,251)

Also refer Schedule 3 & 4 and Note no. 25 below as regards loans and other funded facilities personally guaranteed by certain directors of the company

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

8. Interest in Joint Ventures:

Particulars of the Company's interest in integrated Jointly Controlled Entities are as below:

Name of Joint Venture	Proportion of Interest	Country of	
		Incorporation	Residence
Om Metal Consortium	10%	India	India
SPML – CISC JV	50%	India	India
SPML – Simplex JV	50%	India	India
SPML – HCIL JV	33%	India	India
Insituform – SPML JV	50%	India	India
SPML Degroment JV	95%	India	India
Siddharth Mahavir SPML JV	10%	India	India

The Company's share of assets, liabilities, income and expenses in the jointly controlled entities as at and for the year ended 31st March, 2009 is as follows :-

(Rs. in '000)

Name of the joint venture	Company's share in				
	Assets	Liabilities	Income	Expenses	Profit / Loss (-) after tax
Om Metal Consortium **	112,642 (110,681)	5,774 (16,576)	- (501)	- (-)	- (501)
SPML - CISC**	53,719 (48,053)	25,339 (36,992)	57,387 (13,731)	57,354 (14,371)	-10,638* (-640)
SPML - Simplex	18,486 (18,543)	6,769 (6,783)	- (59,314)	43 (55,261)	-43 (4,053)
SPML - HCIL**	70,227 (254,137)	37,189 (254,145)	26,734 (122,864)	26,824 (122,872)	-90 (-8)
Insituform - SPML **	372,463 (5,027)	354,979 (227)	228,317 (-)	210,833 (-)	17,484 (-)
SPML Degroment	2,262 (2,262)	26 (26)	- (-)	- (3)	- (-3)
Siddharth Mahavir - SPML **	35,979 (-)	33,867 (-)	60,242 (-)	58,131 (-)	2,111 (-)
Total	665,777 (438,703)	463,943 (314,749)	372,680 (1,96,410)	353,185 (192,507)	8,824* (3,904)
Share of Net Assets / Profit after tax	201,834 (123,954)			8,824* (3,904)	

Capital Expenditure Commitments and Contingent Liabilities of the Joint Ventures – NIL (NIL)

* Includes loss of Rs. 10,671 (Nil) thousands pertaining to earlier years and considered as prior period items in the accounts.

** Based on provisional Balance Sheet as certified and furnished by the management.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

Managerial remuneration

(a) Details of managerial remuneration to Executive Chairman and Managing Directors are as follows:

(Rs. in '000)

	2008 - 09	2007 - 08
Salary *	14,400	14,400
Contribution to provident fund	432	432
Commission	21,083	24,495
Perquisites	2,012	2,270
Total	37,927	41,597

* As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

(b) Computation of net profit under Section 349 of the Companies Act, 1956 for calculation of commission payable to directors

(Rs. in '000)

	2008-09	2007-08
Profit before taxation as per Profit & Loss Account	664,011	772,195
Add: Remuneration to Directors	37,927	41,597
Directors' Sitting Fees	146	-
Loss on sale/discard of Fixed Assets	667	2,725
Net Profit for the purpose of Directors' Commission	702,751	816,516
Directors' commission @ 3% of net profits as calculated above	21,083	24,495

10. Based on the information / documents available with the Company, information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006 are as under:

(Rs. in '000)

		2008-09	2007-08
(i)	Principal amount remaining unpaid to suppliers at the end of accounting year	7,188	20,317
(ii)	Interest due on above	67	496
	Total of (i) & (ii)	7,255	20,813
(iii)	Amount of interest paid by the Company to the suppliers	Nil	Nil
(iv)	Amounts paid to the suppliers beyond the respective due date	21,694	10,516
(v)	Amount of interest due and payable for the period of delay in payments (which have been paid beyond the due date during the year) but without adding the interest specified under the Act	1,300	-
(vi)	Amount of interest accrued and remaining unpaid at the end of accounting year	3,151	1,784
(vii)	The amount of further interest remaining due and payable even in the Succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	1,367	464

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

11. Particulars of unhedged Foreign Currency Exposure at the Balance sheet date:

Particulars	Foreign Currency (in '000)		Equivalent INR (in '000)	
	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008
Current liabilities	Nil	EURO 377	Nil	23,906
	Nil	USD28,115	Nil	111,077
Advances	Nil	EURO 69	Nil	4,368

12. Earnings in foreign currency (Accrual basis)

(Rs. in '000)

	2008-09	2007-08
F.O.B. Value of exports	Nil	Nil

13. Expenditure in foreign currency (Accrual basis)

	2008-09	2007-08
Traveling	1,232	6,489
Consultancy Remittance	1,872	-

14. Value of imports calculated on CIF basis

	2008-09	2007-08
Direct materials	92,319	423,458
Capital Goods	51,607	21,974
Total	143,926	445,432

15. Amounts remitted in foreign currency on account of dividend:

	2008-09	2007-08
i) No. of non-resident shareholders	Nil	Nil
ii) No. of shares (equity) held	Nil	Nil
iii) Amount remitted as dividend (Rs.)	Nil	Nil

16. Quantitative information in respect of installed capacity, licensed capacity and goods manufactured, sold and in stock in relation to wind power

	2008-09		2007-08	
	Units in '000	Rs. in '000	Units in '000	Rs. in '000
Installed Capacity	69,730	Not Applicable	69,730	Not Applicable
Power generated	9,302	Not Applicable	10,134	Not Applicable
Power sold	9,302	15,120	10,134	27,249

17. According to the Company, construction activity is a service activity and therefore, in terms of para 3(ii)(c) of Part II of Schedule VI to the Companies Act, 1956, the gross income determined from construction activity has been duly disclosed vide Schedule -13.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

18. Imported and indigenous materials consumed

	2008-09		2007-08	
	Percentage of total consumption	Value (Rs.'000)	Percentage of total consumption	Value (Rs.'000)
Imported	1.57%	114,661	5.50%	379,597
Indigenous	98.43%	7,083,257	94.50%	6,540,836
Total	100.00%	7,197,918	100.00%	6,920,433

19. Trading Goods

	2008-09		2007-08	
	Quantity(MT)	Value (Rs.'000)	Quantity (MT)	Value (Rs.'000)
Steel products				
Opening Stock	-	-	-	-
Purchases	752	33,257	25,565	622,257
Sales	752	33,257	25,565	626,839
Closing stock	-	-	-	-

20. Construction contracts disclosure

Information relating to Construction contracts as per Accounting Standard 7 (Revised) are given below:

(Rs. in '000)

	2008-09	2007-08
Contract income recognized as revenue during the year	12,314,275	10,965,656
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	33,267,605	22,252,415
Advances received (unadjusted)	2,074,068	2,216,609
Retention amount	1,940,882	1,627,873
Gross amount due from customers for contract work	4,191,541	3,322,083
Gross amount due to customers for contract work	2,92,292	245,776

- 21.** The Company has entered into One Time Settlement (OTS) with Rural Electricity Corporation Ltd. (REC) vide their approval dated 29.01.2009 for an amount at Rs. 211,573 thousands representing principal and interest outstanding till 30.09.2008. The Company has paid off the full OTS amount on 24th April 2009 and consequently court cases filed by the respective parties are withdrawn / settled. During the year, the Company has paid / accrued interest of Rs. 132,713 thousands including for previous years Rs. 111,452 thousands, based on the above OTS.
- 22.** The Company had entered into an agreement in the past to sell 11nos. of Windmills and an advance of Rs.103,421 thousands (Rs.12,297 thousands) was received there against. Since the above assets are hypothecated with Rural Electrification Corporation Limited (REC) against loans obtained from them, the Company could not transfer these assets to the buyer. Accordingly, no adjustment has been made in the accounts for the above sale of assets and the same would be carried out in due course. The income and expenses in relation to these assets continue to be accounted for in the Company's Books.
- 23.** Sales include Rs. 6,421 thousands (Rs. 3,336 thousands) comprising of interest Rs. 628 thousands (Rs. 275 thousands) and other claims Rs.5,793 thousands (Rs. 3,061 thousands) received during the year on settlement of Arbitration awards.
- 24.** The Company is in the process of obtaining confirmations with respect to its debtors, creditors and advances. Adjustments, if any, arising out of such confirmations will be considered in subsequent period.
- 25.** Cash credit facilities from banks are secured by hypothecation of stock and book debts of the Company and also by hypothecation of plant and machinery, furniture & fixtures and office equipments exclusive of wind electric generation sets hypothecated to REC. These loans are additionally secured by the guarantees of promoter directors of the Company.
- 26.** 1,632,653 equity warrants issued by the Company in the previous year have been forfeited during the year since the conversion of the same has not been exercised by the warrant holders within the stipulated time. Accordingly, Rs. 40,000 thousands being the advance received against such equity warrants, has been accounted as capital reserve.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

27. (a) Included in Sundry Debtors.

(Rs. in '000)

	March 31, 2009		March 31, 2008	
	Balance Outstanding	Maximum Amount Outstanding during the year	Balance Outstanding	Maximum Amount Outstanding during the year
Amount due from a company under the same management				
Bharat Hydro Power Corporation Ltd.	-	3,407	3,399	14,215

(b) Loans & Advances include the following (including advance given towards share application money):

(i) Amounts due from Subsidiaries / Associates

(Rs. in '000)

Name	Relationship	31 March 2009		31 March 2008	
		Balance Outstanding	Maximum Amount Outstanding during the year	Balance Outstanding	Maximum Amount Outstanding during the year
Subhash Kabini Power Corporation Ltd.	Subsidiary	612,023	612,023	585,581	585,581
SPML Industries Ltd	Subsidiary	37,283	137,741	137,570	137,570
SPML Infrastructure Ltd.	Subsidiary	136,871	136,871	35,950	41,694
IQU Power Company (P) Ltd	Subsidiary	10,446	12,101	-	-
Luni Power Company (P) Ltd	Subsidiary	16,940	16,940	-	-
Awa Power Company (P) Ltd	Subsidiary	7,625	8,401	-	20,000
Neogal Power Company (P) Ltd	Subsidiary	18,711	18,711	-	300
SPML Energy Ltd	Subsidiary	58,260	124,608	124,608	124,608
SPML Water Infra Ltd	Subsidiary	52,107	75,798	-	-
SPML Technologies Ltd	Subsidiary	2,800	2,800	2,800	44,074
Delhi Waste Management	Subsidiary	-	-	48	35,380
Pondichery Port Ltd	Associates	-	-	-	3,402
HYDRO Comp Enterprises (India) Ltd	Associates	-	3,990	3,949	3,949
Madurai Municipal Waste Processing Co.(P) Ltd.	Subsidiary	-	3,555	-	-
SPML Urban Enviro Limited	Subsidiary	-	576	-	-
SPML Bhiwandi Water Supply Infra Ltd.	Subsidiary	-	8,083	-	-
SPML Bhiwandi Water Supply Management Ltd.	Subsidiary	-	44,735	-	-
Pondicherry SEZ Limited	Associates	-	568	-	-

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

(ii) Amounts due from Companies under the same management

(Rs. in '000)

Name	31 March 2009		31 March 2008	
	Balance Outstanding	Maximum Amount Outstanding during the year	Balance Outstanding	Maximum Amount Outstanding during the year
Abhinandan Enterprises (P) Ltd.	9	25	-	-
International Constructions Ltd.	52,766	82,321	73,646	155,506
Rishabh Commercial (P) Ltd.	195	195	-	-
Sonal Agencies (P) Ltd.	500	1,434	1,510	2,001
SPML India Ltd	-	23,030	22,144	22,374
Subhash International (P) Ltd.	102,706	112,285	111,063	202,317
Subhash Power Co. Ltd.	72	9,549	9,549	9,549
Zoom Industrial Services Ltd.	-	2,854	4,542	12,956
Arihant Leasing & Holding Ltd	-	1,232	1,272	1,460
Suraksha Insurance Advisors (P) Ltd.	-	252	-	-
Subhash Yurim Textiles	-	10,390	-	-
SPML Realty Ltd.	-	30,000	-	3,256
SPM Engineers Ltd.	-	-	4,565	11,563
20th Century Engineering Ltd	-	-	28	28
Latur Water Supply Mgt. (P) Ltd	-	10,051	7,550	7,550
Sanmati Infradevelopers Ltd	-	-	-	130
Sanmati Lesiures (P) Ltd.	-	-	-	22
SPML Keerthi Hole Power Co. Ltd.	17,735	17,735	2,127	26,793
Subhash Systems (P) Ltd	-	-	-	247
Sanmati Power Ltd	-	637	-	627
SPML Semitech(India) Private Limited	6550	6550	-	-
SPML Industrial Park (Tamilnadu) Limited	-	4	-	-
Sanmati Homes Ltd	-	559	-	-

(iii) Amounts due from an officer of the Company Rs Nil (Rs.13 thousands).

Maximum amount outstanding from the officers during the year Rs.13 thousands (Rs. 27 thousands)

(c) Disclosures of outstanding loans and advances given and investments made by the Company together with maximum amount thereof as required under clause 32 of the Listing Agreement are as below:

(Rs. in '000)

Particulars	Amount outstanding at year end	Maximum outstanding during the year
Loans and advances in the nature of loans to subsidiaries and associates by name and amount (including advances given towards share application money)	As given in Note 27(b)(i) above	
Loans and advances in the nature of loans where there is (i) no repayment schedule or repayment beyond seven years	Loans given to parties given in 27(b)(i) & (ii) above are repayable on demand	
(ii) no interest or interest below section 372A of Companies Act by name and amount	Nil	
Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount	As given in 27(b)(ii) above	
Investments made by the loanee in the shares of parent company, when the company has made a loan or advance in the nature of loan.	Nil	

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

28. (a) Gratuity and leave benefit plans (AS 15 Revised)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is unfunded.

The Company has a defined benefit plan for leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement. The scheme is unfunded.

The following tables summarise the components of net benefit expenses recognized in the profit & loss account and amounts recognized in the balance sheet for the respective plans. (Rs. in '000)

	2008-09		2007-08	
	Gratuity	Leave	Gratuity	Leave
(i) Net employee benefit expense (recognised in Employee Cost)				
Current service cost	6,090	1,656	7,662	1,539
Interest cost on benefit obligation	1,818	989	1,409	789
Net Actuarial (gains) / losses recognised in the year	(9,247)	(4,412)	4,474	6,007
Total employer expense recognised in Profit and Loss Account	(1,339)	(1,767)	13,545	8,335
(ii) Actual return on plan assets	N.A	N.A	N.A	N.A
(iii) Benefit Asset / (Liability)				
Defined benefit obligation	(21,322)	(10,848)	(24,130)	(13,874)
Benefit Asset / (Liability)	(21,322)	(10,848)	(24,130)	(13,874)
(iv) Movement in benefit liability				
Opening defined benefit obligation	24,130	13,874	11,095	5,843
Interest cost	1,818	989	1,409	789
Current service cost	6,090	1,656	7,662	1,539
Benefit paid	(1,469)	(1,259)	(510)	(305)
Actuarial (gains)/losses on obligation	(9,247)	(4,412)	4,474	6,007
Closing benefit obligation	21,322	10,848	24,130	13,874
(v) Movement in fair value of plan assets	N.A	N.A	N.A	N.A
(vi) The major categories of plan assets as a percentage of the fair value of total plan assets	N.A	N.A	N.A	N.A

The Principal assumptions used in determining gratuity and leave benefit obligation for the Company's plan are shown below:

	Gratuity	Leave
Discount rate	7.50% (7.50%)	7.50% (7.50%)
Withdrawal Rate	Varying between 2% per annum and 1% per annum depending on duration and age of employees	Varying between 2% per annum and 1% per annum depending on duration and age of employees
Expected rate of return on Plan assets	N.A	N.A
Expected Average remaining working lives of employees (years)	23.72 (23.37)	23.74 (23.39)
Experience Adjustments on Plan Liabilities	Not Available	Not Available

(b) Amount incurred as expense for defined contribution plans

(Rs. in '000)

	2008-09	2007-08
Contribution to Provident Fund	24,235	18,435

Notes:

- The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Since the Company has adopted AS-15 (revised) on employee benefits with effect from April 1, 2007, the disclosures as mentioned in (A) above are given for the year 2007-08 onwards.
- The information in respect of defined benefit obligation for years prior to 2007-08 are not available and hence not furnished.
- The gratuity and leave liabilities are unfunded. Accordingly, information regarding planned assets are not applicable.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE STATEMENT OF ACCOUNTS AS AT AND
FOR THE YEAR ENDED 31st MARCH, 2009

29. Prior period items as indicated in the Profit & Loss Account comprise of the following:

(Rs. in '000)

Particulars	2008-09	2007-08
Debit:		
Share of Loss from SPML CISC JV	10,671	-
Materials consumed	31,973	-
Interest on Mobilisation advance	23,777	-
Others	1,246	-
Total (A)	67,667	-
Credit:		
Purchase/Expenses wrongly recorded in earlier years now written back	44,254	-
Total (B)	44,254	-
Net (A-B)	23,413	-

30. The Company has claimed 80IA benefits of Rs.442,672 thousands (Rs. 713,250 thousands) approx. having tax impact of Rs.150,464 thousands (Rs.247,956 thousands) approx. under Income Tax Act, 1961 on construction contracts for certain infrastructure projects executed on behalf of various departments / agencies of different State Governments during the financial years 2003-04 onwards. The tax assessments for the financial years upto 2006-07 are already completed and the above claims have been fully allowed by the Tax Authorities. The Company does not expect any tax liability in this regard in spite of the recent amendment in Sec 80IA, based on the opinion obtained from the Tax Consultants.

31. Previous year's figures including those given in brackets, have been regrouped / re-arranged wherever considered necessary.

As per our report of even date

For S. R. BATLIBOI & CO.
CHARTERED ACCOUNTANTS

Per R K Agrawal
a Partner
Membership No.16667
Place : Kolkata
Date : June 30,2009

For SUNIL KUMAR GUPTA & CO.
CHARTERED ACCOUNTANTS

Per S. K. GUPTA
a Partner
Membership No.82486
Place: Kolkata
Date: June 30,2009

As Approved
For and on behalf of the Board

Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and Managing Director

Sushil Kr. Sethi
Managing Director

B N Choudhary
Executive Vice President (Finance) & Company Secretary

SUBHASH PROJECTS AND MARKETING LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

	2008-09 Rs.in '000	2007-08 Rs. in '000
A. Cash flow from operating activities		
Net profit before taxation, and extraordinary items	664,011	772,475
Adjustments for:		
Depreciation	86,063	105,317
Loss on Sale/Discard of Fixed Assets (net)	667	2,304
Interest Expenses (Net)	948,640	234,090
Interest Income	(152,146)	(60,312)
Bad Debts/Sundry balances Written off	9,840	-
Provision for Doubtful Debts	24,503	-
Sundry balances Written back	(46,891)	-
Dividend income	-	(1,398)
Provision for Diminution in Value of investments	17	239
Profit on Sale of Current Investments	-	(21,809)
	870,693	258,431
Operating profit before working capital changes	1,534,704	1,030,906
Movements in working capital :		
Decrease / (Increase) in sundry debtors	(587,712)	(1,628,072)
Decrease / (Increase) in inventories	924,510	(1,362,889)
Decrease / (Increase) loans and advances	(1,819,273)	(1,197,254)
Increase / (Decrease) in current liabilities	(223,704)	2,014,325
Increase / (Decrease) in provisions	(5,834)	21,104
	(1,712,013)	(2,152,786)
Cash generated from / (used in) operations	(177,309)	(1,121,880)
Direct taxes paid (net of refunds)	(204,328)	(161,234)
Fringe Benefit Tax Paid	(4,064)	(6,441)
Net cash from / (used in) operating activities	(385,701)	(1,289,555)
B. Cash flows from investing activities		
Purchase of fixed assets (including capital work in progress)	(423,064)	(316,255)
Proceeds from sale of fixed assets	13,591	2,593
Purchase of investments (Net)		
Subsidiaries	(60,522)	(30,525)
Others	(25,579)	(36,153)
Loans given /Advance against share application money	(203,557)	(628,376)
Interest received	155,294	60,312
Dividends received	-	1,398
Investment in Bank Fixed Deposit	(5,148)	(146,647)
Net cash from / (used in) investing activities	(548,985)	(1,093,653)
C. Cash flows from financing activities		
Proceeds from Share Equity & Premium(Net of expenses)	-	1,325,595
Proceeds from Share Warrants	-	40,000
Proceeds from borrowings (Net of Payment)	1,772,687	1,241,716
Interest paid	(863,099)	(234,090)
Dividends paid	(44,190)	(30,954)
Tax on dividend paid	(7,475)	(5,295)
Net cash from financing activities	857,923	2,336,972
Net increase in cash and cash equivalents (A + B + C)	(76,763)	(46,236)
Cash and cash equivalents at the beginning of the year	319,105	365,341
Cash and cash equivalents at the end of the year	242,342	319,105

SUBHASH PROJECTS AND MARKETING LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

	2008-09 Rs.in '000	2007-08 Rs. in '000
Components of Cash & Cash Equivalents*		
Cash-on-hand	47,532	58,059
Cheques on Hand	89,223	133,129
Balances with Scheduled Banks on :		
Current Accounts	105,261	127,381
Unpaid Dividend Account	326	536
	242,342	319,105
Details of restricted cash: Unpaid Dividend Account	326	536
*Excluding fixed deposits with banks having maturity of more than three month	543,068	537,920

For S. R. BATLIBOI & CO.
CHARTERED ACCOUNTANTS

For and behalf of the Board
of Directors

Per R. K. AGRAWAL
a Partner
Membership No. 16667
Place: Kolkata
Date: June 30, 2009

Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and Managing Director

For SUNIL KUMAR GUPTA & CO.
CHARTERED ACCOUNTANTS

Sushil Kr. Sethi
Managing Director

Per S.K.GUPTA
a Partner
Membership No. 82486
Place: Kolkata
Date: June 30, 2009

B. N. Choudhary
Executive Vice President (Finance) &
Company Secretary

SUBHASH PROJECTS AND MARKETING LTD.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Detail

Registration No.	12228	State Code	55
Balance Sheet Date	31	03	2009
	Date	Month	Year

II. Capital raised during the year

(Amount in Thousand)

Public Right Issue	Bonus Issue	Private Placement
NIL	NIL	Nil

III. Position of Mobilisation and Deployment of Funds

(Amount in Thousand)

Total Liabilities		Total Assets	
7,816,274		7,816,274	

Sources of Funds

Paid-up Share Capital	Reserves & Surplus	Secured Loans	Unsecured Loans
81,945	3,503,255	2,906,565	1,146,994
Deferred Tax			
1,77,515			

Application of Funds

Net Fixed Assets	Investment	Net Current Assets	Miscellaneous Expenditure
1,033,287	712,815	6,070,172	0

IV. Performance of Company

Turnover	Total Expenditure	Profit/Loss before Tax	Profit/Loss after Tax
12,832,331	12,144,907	664,011	531,687
		Earning per Share (in Rs.)	Dividend Rate (%)
		14.51	60%

V. Generic Names of three principle Product/Services of Company

(As per monetary terms)

Item Code No. (ITC Code)	Product Description
NIL	Engineering, General Procurement, Construction & Wind Power Generation

AUDITORS' REPORT

TO

BOARD OF DIRECTORS

SUBHASH PROJECTS AND MARKETING LIMITED

1. We have audited the attached Consolidated Balance Sheet of Subhash Projects And Marketing Limited, its subsidiaries and joint ventures as at 31st March 2009 and also the Consolidated Profit and Loss Account and Consolidated Cash Flow Statement for the year then ended, annexed thereto and prepared in accordance with the accounting principles generally accepted in India. These consolidated financial statements are the responsibility of Subhash Projects and Marketing Limited'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. These standards require that we plan and perform the audit to obtain reasonable assurance 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 the management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.
3. (a) The financial statements of subsidiaries and joint ventures of the Company, whose financial statements reflect total assets of Rs. 2,396,454 thousands as at 31st March 2009 and total revenue of Rs.680,143 thousands and net cash flows of (Rs. 3,878 thousands) for the year then ended, have been audited by one of the joint auditors and other auditors, whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of these subsidiaries and joint ventures, is based solely on these reports, except that the audited financial statements of certain subsidiaries and joint ventures as detailed in Note No. 1(l) on Schedule 20A to the financial statements which reflect total assets, total revenue and net cash flows of Rs. 1,448,808 thousands, Rs.227,909 thousands and (Rs. 5,777 thousands) respectively, have not been received and these have been incorporated in the accounts on the basis of unaudited financial statements produced to us.

(b) The audited financial statements in respect of the associates as detailed in Note No. 1(l) on schedule 20A, whose financial statements reflect the Company's share of profit of Rs.584 thousands for the year ended March 31, 2009, have not been received and these have been incorporated in the accounts on the basis of unaudited financial statements produced to us.
4. We report that the consolidated financial statements have been prepared by Subhash Projects and Marketing Limited's management in accordance with the requirements of Accounting Standard (AS) 21, "Consolidated Financial Statements", Accounting Standard (AS) 23, "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard (AS) 27, "Financial Reporting of Interests in Joint Ventures" issued by the Institute of Chartered Accountants of India.
5. On the basis of information and explanations given to us and on consideration of the separate audit reports on individual audited financial statements of Subhash Projects and Marketing Limited and its subsidiaries, subject to our observations in Para 3 above, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. in the case of consolidated balance sheet, of the state of affairs of Subhash Projects and Marketing Limited, its subsidiaries and joint ventures as at 31st March 2009;
 - b. in the case of consolidated profit and loss account, of the profit of Subhash Projects and Marketing Limited, its subsidiaries and joint ventures for the year ended on that date; and
 - c. in the case of consolidated cash flow statement, of the cash flows of Subhash Projects and Marketing Limited, its subsidiaries and joint ventures for the year ended on that date.

S.R. BATLIBOI & CO.
Chartered Accountants

Sunil Kumar GUPTA & CO.
Chartered Accountants

Per R.K.Agrawal
a Partner
Membership No.: 16667

S. K. Gupta
a Partner
Membership No. : 82486

Place: Kolkata
Dated: 28 August, 2009

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

	SCHEDULES	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
a. Share Capital	1	81,945	81,945
b. Equity Warrants (Refer Note no. 15 on Schedule 20B)		-	40,000
c. Reserves & Surplus	2	3,959,849	3,377,727
		4,041,794	3,499,672
Minority Interest		720,090	530,316
LOAN FUNDS			
a. Secured Loans	3	3,746,028	2,427,616
b. Unsecured Loans	4	1,285,069	280,983
		5,031,097	2,708,599
DEFERRED TAX LIABILITY (NET)		168,355	165,544
TOTAL		9,961,336	6,904,131
APPLICATION OF FUNDS			
FIXED ASSETS			
a. Gross Block	5A	3,052,814	2,501,109
b. Less : Accumulated Depreciation / Amortization		1,038,391	837,191
c. Net Block		2,014,423	1,663,918
d. Capital work in progress (including capital advances)	5B	1,174,819	547,816
		3,189,242	2,211,734
INVESTMENTS	6	150,782	187,204
CURRENT ASSETS, LOANS & ADVANCES			
a. Inventories	7	1,589,613	2,599,339
b. Sundry Debtors	8	5,610,245	5,041,280
c. Cash & Bank Balances	9	875,359	950,852
d. Other Current Assets	10	2,454,273	679,207
e. Loans and Advances	11	2,861,406	1,953,525
		13,390,896	11,224,203
LESS : CURRENT LIABILITIES & PROVISIONS	12		
a. Current Liabilities		6,667,784	6,625,567
b. Provisions		101,800	93,443
		6,769,584	6,719,010
NET CURRENT ASSETS		6,621,312	4,505,193
TOTAL		9,961,336	6,904,131
SIGNIFICANT ACCOUNTING POLICIES	20A		
NOTES TO ACCOUNTS	20B		

Schedules 1 to 12 and 20A & 20B referred to above form an integral part of the Balance Sheet.
As per our report of even date.

For **S. R. BATLIBOI & CO.**
Chartered Accountants

Per **R. K. AGRAWAL**
a Partner
Membership No. 16667

Place : Kolkata
Date : August 28, 2009

For **SUNIL KUMAR GUPTA & CO.**
Chartered Accountants

Per **S. K. GUPTA**
a Partner
Membership No. 82486
Place : Kolkata
Date : August 28, 2009

As Approved
For and behalf of the Board Directors
Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and Managing Director

Sushil Kr. Sethi
Managing Director

B. N. Choudhary
Executive Vice President (Finance)
& Company Secretary

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	SCHEDULES	2008-09 (Rs in "000")	2007-08 (Rs in "000")
INCOME			
Sales and Services	13	13,252,355	11,860,591
Other Income	14	303,433	133,832
TOTAL		13,555,788	11,994,423
EXPENDITURE			
Purchase of Trading Goods		33,257	492,402
Material Consumed & Direct Expenses	15	10,033,873	8,962,994
Increase/Decrease in Stocks	16	(24,874)	(84,904)
Personnel Expenses	17	595,616	448,274
Administration, Selling & Other Expenses	18	685,773	533,427
Interest & Finance Expenses	19	1,201,969	514,216
Depreciation /Amortisation		206,649	192,784
Less: Transfer from Revaluation Reserve		(443)	(341)
TOTAL		12,731,820	11,058,852
Profit Before Prior Period Items & Tax		823,968	935,571
Prior Period Items (Net) (Refer Note no 17 on Schedule 20B)		23,531	-
PROFIT BEFORE TAXATION		800,437	935,571
Provision for Taxation			
Current tax [Includes proportionate share in Joint ventures Rs. 8,976 thousands (Rs Nil)]		110,625	155,919
Deferred Tax		2,811	35,859
Fringe Benefit Tax [Includes Proportionate Share in joint Ventures Rs. 365 thousands (Rs. 36 thousands)]		14,388	5,992
Tax for earlier years		21,804	(764)
Wealth Tax		213	-
		149,841	197,006
Profit after Tax but before share of Associates and Minority Interest		650,596	738,565
Add: Share in Net profit of Associates		584	-
		651,180	738,565
Less: Minority Interest		(86,793)	(84,109)
Net Profit		564,387	654,456
Profit Brought forward From Pervious Year		1,390,980	937,978
Profit Available For Appropriation		1,955,367	1,592,434
APPROPRIATIONS			
General Reserve		150,000	150,000
Proposed Dividend		43,980	43,980
Dividend Tax		7,474	7,474
Balance carried to Balance Sheet		1,753,913	1,390,980
		1,955,367	1,592,434
Basic and diluted earning per share (Face Value of Rs.2 each) (Refer Note No. 5 on Schedule 20 B)		15.40	18.95
SIGNIFICANT ACCOUNTING POLICIES	20A		
NOTES TO ACCOUNTS	20B		

Schedules 13 to 20A and 20B referred to above form an integral part of the Profit & Loss Account As per our report of even date.

As approved

For S. R. BATLIBOI & CO.
Chartered Accountants

For and behalf of the Board Directors

Per R. K. AGRAWAL
a Partner
Membership No. 16667

Anil Kr. Sethi
Chairman

Place: Kolkata
Date: August 28, 2009

Subhash Ch. Sethi
Vice Chairman and
Managing Director

SUNIL KUMAR GUPTA & CO.
CHARTERED ACCOUNTANTS

Sushil Kr. Sethi
Managing Director

Per S. K. GUPTA
a Partner
Membership No. 82486
Place : Kolkata

B. N. Choudhary
Executive Vice President (Finance)
& Company Secretary

Date : August 28, 2009

**SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET**

	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
SCHEDULE 1 : SHARE CAPITAL		
AUTHORIZED		
200,000,000 Equity Shares of Rs. 2/- each	400,000	400,000
1,000,000 Preference Shares of Rs.100/- each	100,000	100,000
	500,000	500,000
SUBSCRIBED & FULLY PAID-UP		
36,650,276 Equity Shares of Rs.2 each	73,301	73,301
Add : Forfeited Shares (Amount originally paid)	8,644	8,644
	81,945	81,945
SCHEDULE 2 : RESERVES & SURPLUS		
a) CAPITAL RESERVE		
As per last account	48,573	48,573
Add: Amount arisen on forfeiture of Equity Warrants (Refer Note no. 15 on Schedule 20 B)	40,000	-
	88,573	48,573
CAPITAL RESERVE ON CONSOLIDATION		
As per Last Account	42,777	42,898
Less: Arisen on acquisition / charge in ownership interest in Subsidiaries	(1,460)	(121)
	41,317	42,777
	129,890	91,350
b) SECURITIES PREMIUM ACCOUNT		
As per last account	1,526,380	211,773
Add : Received during the year	-	1,335,012
Less: Utilised towards share issue expenses	-	(20,405)
	1,526,380	1,526,380
c) GENERAL RESERVE		
As per last account	294,114	145,760
Less : Adjustment towards Gratuity & Leave Encashment liability in terms of AS-15 (Revised)	-	(1,646)
Add: Transferred from Profit & Loss Account	150,000	150,000
	444,114	294,114
d) FOREIGN CURRENCY TRANSLATION RESERVE		
As per last account	(3,431)	-
Arisen on consolidation during the year (Refer Note No. 1 (d) of Schedule 20A)	31,092	(3,431)
	27,661	(3,431)
e) REVALUATION RESERVE		
As per Last Account	78,334	78,675
Less: Transfer to Profit & Loss Account	(443)	(341)
	77,891	78,334
f) PROFIT & LOSS ACCOUNT BALANCE	1,753,913	1,390,980
	1,753,913	1,390,980
	3,959,849	3,377,727
SCHEDULE 3 : SECURED LOANS		
A) TERM LOANS		
(i) From Rural Electrification Corporation Limited (Refer note no. 11 on Schedule 20 B) (Secured by way of hypothecation of 11 Nos. Wind Electric Generating Sets of 4.51 MW capacity with accessories and personal guarantees of Promoter Directors of the Company)	89,968	89,968
Interest Accrued but not due on above	79,820	-
(ii) From Scheduled Banks (Refer Note below) Of the above, Rs. 179,715 thousands (Rs.148,420 thousands) are falling due for payment within one year)	922,758	503,060
Interest Accrued & due on above	2,063	-

**SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET**

	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
(iii) Deferred Payment Credits		
From Banks	46,088	71,509
From Others	60,915	50,097
[Secured against hypothecation of Vehicles / Construction equipments purchased against such loans. Of the above, Rs.64,947 thousands (Rs.62,500 thousands) are falling due for payment within one year]		
(iv) Other Short Term loans	150,000	300,514
From Banks (Secured by a subservient charge on current assets and movable fixed assets of the company and personal guarantees of Promoter Directors of the Company.)		
Total	1,351,612	1,015,148
B) OTHER LOANS		
(i) From Banks on Cash Credit Account (Secured by hypothecation of stock and book debts of the Company and also by hypothecation of plant and machinery, furniture & fixtures and office equipments exclusive of wind electric generation sets hypothecated to REC. These loans are additionally secured by the guarantees of promoter directors of the Company.)	2,356,286	1,394,677
	2,356,286	1,394,677
	3,707,898	2,409,825
Add: Proportionate Share in Joint Ventures	38,130	17,791
	3,746,028	2,427,616
Note:		
Details of Securities offered for Term Loans from Scheduled Banks:		
- Rs 181,276 thousands (Rs.83,839 thousands) secured against hypothecation of Construction equipments purchased against such loans and personal guarantee of promoter directors of the company.		
- Rs 20,921 thousands (Rs Nil) secured by Second Pari passu charges over current assets and movable fixed assets of the company and an Exclusive charge over movable fixed assets and current assets(including receivables) of the car parking project being implemented by the company in Sector 17, Chandigarh		
- Rs 720,561 thousands (Rs. 419,221 thousands) secured by Charge over all the moveable and immovable assets, present & future assignment of all project contracts and a charge on all future receivable as well as guarantees of the promoter directors of the respective subsidiary Companies.		
SCHEDULE 4 : UNSECURED LOANS		
Short Term		
(i) From Banks (Secured by personal guarantee of Promoter Directors of the Company)	937,128	250,000
(ii) From Bodies Corporate	243,912	7,399
Interest accrued and due on above	3,658	-
	1,184,698	257,399
Add: Proportionate Share in Joint Ventures	100,371	23,584
	1,285,069	280,983

**SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET**

SCHEDULE 5A: FIXED ASSETS

(Rs. in "000")

DESCRIPTION	GROSS BLOCK			DEPRECIATION / AMORTIZATION					Net Block	
	AS AT 1/4/2008	ADDITIONS	SALES/ ADJUSTMENTS	AS AT 3/31/2009	AS AT 1/4/2008	FOR THE YEAR	On SALES/ ADJUSTMENTS	AS AT 3/31/2009	AS AT 3/31/2009	AS AT 3/31/2008
GOODWILL ON CONSOLIDATION	44,268	26,055	-	70,323	-	-	-	-	70,323	44,268
FREE HOLD LAND	102,010 (b)	1,787	-	103,797	-	-	-	-	103,797	102,010
BUILDINGS	223,989 (b)	83,105	-	307,094	31,672	16,971	-	48,643	258,451	192,317
PLANT & MACHINERY	1,681,208	224,233	6,277	1,899,164	520,438	133,894	38	654,294	1,244,870	1,160,770
FURNITURE & FIXTURES	59,188	111,386	885	169,689	18,173	7,572	782	24,963	144,726	41,015
VEHICLES	80,723	4,887	12,201	73,409	32,473	7,343	4,036	35,780	37,629	48,250
OFFICE & OTHER EQUIPMENTS	94,036	34,634	1,925	126,745	36,659	13,887	941	49,605	77,140	57,377
TEMPORARY SITE SHEDS & SHUTTERING MATERIALS	203,015	11,553	-	214,568	195,861	13,381	-	209,242	5,326	7,154
INTANGIBLE ASSETS	3,150	46	-	3,196	1,342	1,051	-	2,393	803	1,808
	2,491,587	497,686	21,288	2,967,985	836,618	194,099 (a)	5,797	1,024,920	1,943,065	1,654,969
Add: Proportionate Share in Joint Ventures	9,522	75,307	-	84,829	573	12,898	-	13,471	71,358	8,949
TOTAL	2,501,109	572,993	21,288	3,052,814	837,191	206,997	5,797	1,038,391	2,014,423	1,663,918
PREVIOUS YEAR'S TOTAL	2,139,169	397,816	35,876	2,501,109	671,021	192,972	26,802	837,191	1,663,918	

(a) Includes Rs. 348 thousands (Rs. 188 thousands) Charged to Capital Work in Progress during the year

(b) Freehold land and Buildings, in case of certain subsidiaries, were revalued on net replacement cost basis on March 2, 2007 and the surplus arising thereon were transferred to Revaluation Reserve

**SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET**

SCHEDULE 5B : CAPITAL WORK IN PROGRESS (INCLUDING CAPITAL ADVANCES)

(Rs. In "000")

DESCRIPTION	AS AT 01/04/2008	ADDITIONS	ADJUSTMENT	AS AT 31/03/2009	AS AT 31/03/2008
Land	25,125	-	-	25,125	25,125
Buildings	311,688	232,398 (a)	-	544,086	311,688
Plant & Machineries	17,792	332,275	1,780	348,287	17,792
Furniture, Fixtures & Fittings	25,410	61,649	87,059	-	25,410
Specialised Software	-	36,357	-	36,357	-
	380,015	662,679	88,839	953,855	380,015
Project Development Expenditure (Refer Note No. 20 of Schedule 20B)	57,330	50,640	-	107,970	57,330
Total	437,345	713,319	88,839	1,061,825 (b)	437,345
Add: Proportionate Share in Joint Ventures	110,471	2,523	-	112,994	110,471
	547,816	715,842	88,839	1,174,819	547,816
PREVIOUS YEAR'S TOTAL	196,331	373,784	22,299	547,816	-

Notes:

a) After adjusting capital subsidy of Rs. 14,571 thousands (NIL).

b) Includes advances against capital goods Rs. 27,738 (Rs. 25,994) thousands.

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET

SCHEDULE 6 : INVESTMENTS

	No. of Shares	Face Value per Share / Unit/ Debenture Rs.	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
Long Term				
(A) Other than Trade				
Quoted				
(a) Equity Shares (Fully Paid - up)				
Arihant Leasing & Holding Limited	24,000	10	75	75
Indian Arcyls Limited	100	10	1	1
Petrochem Industries Limited	500	10	14	14
Best & Crompton Engineering Limited	200	10	10	10
SPML India Limited	10,000	10	150	150
Malanpur Steels Limited	15	10	1	1
Hindustan Engineering & Industries Limited (Bonus Shares)	4	10	-	-
(b) Debentures (Fully Paid - up)				
Escorts Tractors Limited	25		1	1
Hindustan Engineering & Industries Limited	110		6	6
			258	258
Less: Provision for Diminution in Value of investments			256	239
Net Quoted Investments			2	19
Unquoted				
Investments in Units of UTI-64	- (5,920)		-	92
			-	92
B) Trade				
Unquoted				
In Equity Shares (Fully paid up)				
Associate Companies				
Pondichery Port Limited	24,996	10	250	250
HYDRO Comp Enterprises (India) Limited (Includes Rs. 1,087 thousands towards Goodwill)	2,296,265 (50,000)	1	2,296	50
Add/Less : Share in Profit/(loss) of the Associate Company			304	-
			2,601	50
Sanmati Infra Developers Private Limited (Includes Rs. 16 thousands towards Goodwill)	500,000	10	5,000	5,000
PT Vardhaman Mining Services (Includes Rs. 4,507 thousands towards Goodwill)	457 (-)	USD 1	23,259	-
Add/Less : Share in Profit/(loss) of the Associate Company			(25)	-
			23,234	-
PT Vardhman Logistics (Includes Rs. 1,013 thousands towards Goodwill)	130,000 (-)	USD 1	6,624	-
Add/Less : Share in Profit/(loss) of the Associate Company			398	-
			7,022	-
Rabaan (S) Pte. Ltd. (Includes Rs. 377 thousands towards Goodwill)	11,413 (-)	SGD 1	399	-
Add/Less : Share in Profit/(loss) of the Associate Company			(93)	-
			306	-

SUBHASH PROJECTS AND MARKETING LIMITED
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET

	No. of Shares	Face Value per Share / Unit / Debenture Rs.	31st MARCH 2009 (Rs in "000")	31st MARCH 2008 (Rs in "000")
Others				
Abhinandan Enterprises (P) Limited	- (500)	100	-	50
Rishabh Commercial (P) Limited	20 (500)	100	2	50
Insituform Pipelines Rehabilitation Pvt Ltd	9,802 (-)	10	98	-
Bharat Hydro Power Corporation Limited	3,294,150	10	21,185	21,185
Subhash Systems (P) Limited	- (450)	100	-	45
SPML Reality Limited	- (75,000)	1	-	75
PT Bina Insan Sukses Mandiri-Indonesia (10% Option - Convertible into 250 Shares)			-	159,400
Jarora Nayagaon Toll Road Company Pvt. Ltd.	8,559,500 (-)	10	85,595	-
In Share Warrants				
Sanmati Infra Developers Private Limited	450,000 (-)	10	4,500	-
			111,380	180,805
CURRENT INVESTMENTS				
Unquoted				
National Savings Certificates			482	488
Indira Vikas Patra			5	-
Units of PNB Mutual Fund	50,000	10	500	500
			987	988
TOTAL			150,782	187,204
AGGREGATE VALUE OF INVESTMENTS				
(I) QUOTED (Net of Provision)			2	19
(II) UNQUOTED			150,780	187,185
Market Value of Quoted Investments			2	5

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET

	31st MARCH 2009 (Rs. In "000")	31st MARCH 2008 (Rs. In "000")
SCHEDULE 7 : INVENTORIES		
(Refer note no 8 on Schedule 20 A)		
Stores, Components, Consumables etc.	17,927	18,823
Materials at sites	905,112	1,920,219
Raw Materials	2,583	40,968
Finished Goods	1,457	2,347
Work-in-Progress	545,990	613,877
	1,473,069	2,596,234
Add: Proportionate Share in Joint Ventures	116,544	3,105
	1,589,613	2,599,339
SCHEDULE 8 : SUNDRY DEBTORS		
(Unsecured)		
Debts outstanding for a period exceeding six months		
- Considered Good	2,206,531	1,917,424
- Considered Doubtful	24,503	-
	2,231,034	1,917,424
Other Debts - Considered Good	3,165,851	3,087,728
	5,396,885	5,005,152
Less: Provision for doubtful Debts	24,503	-
	5,372,382	5,005,152
Add: Proportionate Share in Joint Ventures	237,863	36,128
	5,610,245 *	5,041,280 *
* Includes retention deposits Rs.1,940,882 thousands (Rs.1,627,873 thousands)		
SCHEDULE 9 : CASH AND BANK BALANCES		
Cash-on-hand		
[Including in transit Rs. 1,341 thousands (Rs. 11,733 thousands)]	53,870	73,166
Cheques on Hand	139,372	133,129
Balances with Scheduled Banks on :		
Current Accounts	125,375	198,413
Fixed Deposit Accounts		
(Receipts lying with banks as security against Letters of Guarantees issued by them and with clients)	552,374	540,898
Unpaid Dividend Account	326	536
	871,317	946,142
Add: Proportionate Share in Joint Ventures	4,042	4,710
	875,359	950,852
SCHEDULE 10 : OTHER CURRENT ASSETS		
(Unsecured, Considered good)		
Un billed Revenue on Construction Contracts	2,425,192	646,977
Accrued interest on Deposits	29,081	32,230
	2,454,273	679,207

**SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF CONSOLIDATED BALANCE SHEET**

	31st MARCH 2009 (Rs. In "000")	31st MARCH 2008 (Rs. In "000")
SCHEDULE 11 : LOANS AND ADVANCES		
(Unsecured, Considered good)		
Loans (including Interest)	979,437	143,978
Advances recoverable in cash or in kind or for Value to be received	-	1,244,601
Balance with Excise, Customs, Port Trust and other Government Authorities	157,181	18,261
Advance Tax / Fringe Benefit Tax (net of provisions)	149,870	79,373
Trade & Other Deposits	255,379	277,280
VAT Credit Input Receivable	169,767	83,488
Advance towards Share Application Money	163,919	26,249
	2,719,489	1,873,230
Add: Proportionate Share in Joint Ventures	141,917	80,295
	2,861,406	1,953,525
SCHEDULE 12 : CURRENT LIABILITIES & PROVISIONS		
CURRENT LIABILITIES		
Acceptances	1,947,103	2,507,901
Sundry Creditors for Goods, Services, Expenses etc.		
- Dues to Micro, Small and Medium Enterprises (Refer note no. 8 on Schedule 20B)	8,160	27,617
- Dues to Other Creditors	2,178,407	1,898,752
Advance against sale of Fixed Assets (Refer note no. 12 on Schedule 20B)	103,421	12,297
Mobilisation advance from Customers (Partly bearing interest)	1,875,345	1,779,369
Other Liabilities	182,672	79,453
Investor Education and Protection Fund		
Unpaid Dividend (Payable when due)	326	536
Temporary Book Overdraft in current account with banks	33,223	46,236
	6,328,657	6,352,161
Add: Proportionate Share in Joint Ventures	339,127	273,406
	6,667,784	6,625,567
PROVISIONS		
Gratuity	26,408	26,289
Earned Leave	12,738	15,699
Proposed Dividend	43,980	43,980
Tax on Proposed Dividend	7,474	7,474
	90,600	93,442
Add: Proportionate Share in Joint Ventures	11,200	1
	101,800	93,443
	6,769,584	6,719,010

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED PROFIT & LOSS ACCOUNT

	2008-09 (Rs. In "000")	2007-08 (Rs. In "000")
SCHEDULE 13: SALES & SERVICES		
SALES		
Construction Contracts	11,143,297	10,640,894
Power Generation	214,723	295,181
Trading	34,686	496,984
SERVICES		
Operation & Maintenance	629,859	353,986
	12,022,565	11,787,045
Add: Proportionate Share in Joint Ventures	1,229,790	73,546
	13,252,355	11,860,591
SCHEDULE 14: OTHER INCOME		
Dividend Received on Long Term Investments (Trade)	-	154
Interest Received	61,708	65,040
Profit on Sale of Current Investments (Non - Trade)	-	21,809
Insurance Claim Received	32,603	-
Sundry Balances/Liabilities written back	46,891	-
Exchange Differences (Net)	138,800	10,561
Miscellaneous Receipts	22,974	36,268
	302,976	133,832
Add: Proportionate Share in Joint Ventures	457	-
	303,433	133,832
SCHEDULE 15: MATERIALS CONSUMED & DIRECT EXPENSES		
Materials Consumed:		
Opening Stock:		
Materials at sites	1,920,219	550,374
Raw Materials	40,968	
Add: Acquired from Subsidiaries on Consolidation	-	10,372
	1,961,187	560,746
Add: Purchases	5,803,464	8,032,401
Less : Closing Stock:		
Materials at sites	905,112	1,920,219
Raw Materials	2,583	40,968
	6,856,956	6,631,960
Direct Expenses:		
Stores, Spares and tools Consumed	4,655	5,565
Sub-contracting Expenses	2,661,532	2,059,217
Drawing & Designing	1,134	2,744
Equipment Hire and Running Charges	40,876	51,186
Other Direct Expenses	187,079	141,998
	2,895,276	2,260,710
	9,752,232	8,892,670
Add: Proportionate Share in Joint Ventures	281,641	70,324
	10,033,873	8,962,994

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED PROFIT & LOSS ACCOUNT

	2008-09 (Rs. In "000")	2007-08 (Rs. In "000")
SCHEDULE 16 : (INCREASE) / DECREASE IN STOCKS		
a) Work In Progress		
-Opening	613,877	467,051
-Closing	(545,990)	(613,877)
	67,887	(146,826)
b) Finished Goods		
-Opening	2,347	66,519
-Closing	(1,457)	(2,347)
	890	64,172
Add: Proportionate Share in Joint Ventures	(93,651) *	(2,250)
* Net of Rs. 19,788 thousands being the impact of prior year adjustments arising due to non - consideration of stocks in a Joint Venture as at March 31, 2008	(24,874)	(84,904)
SCHEDULE 17: PERSONNEL EXPENSES		
Salaries, Wages and Allowances	481,101	363,032
Director's Remuneration	35,629	39,050
Contribution to Provident & Other Funds	26,579	19,864
Gratuity	11,131	14,324
Staff Welfare Expenses	18,787	11,862
	573,227	448,132
Add: Proportionate Share in Joint Ventures	22,389	142
	595,616	448,274
SCHEDULE 18: ADMINISTRATION, SELLING & OTHER EXPENSES		
Power and Fuel	17,446	14,640
Rent	70,880	59,791
Rates and Taxes	18,099	35,544
Insurance	57,288	53,818
Repairs and Maintenance		
- Buildings	6,952	1,959
- Plant and Machinery	4,133	28,701
- Others	12,395	8,480
Vehicle Running and Maintenance	61,131	46,838
Travelling & Conveyance	49,319	57,613
Professional Charges & Consultancy Fess	94,671	67,801
Communication Expenses	20,255	17,838
Advertisement expenses	13,703	12,768
Charity & Donations	8,391	12,846
Loss on sale/ discard of fixed assets	711	3,568
Auditor's Remuneration		
As Auditors:		
- Audit Fee	4,314	3,023
- Limited Review Fee	2,100	1,441
- Tax Audit Fee (includes Rs. 850 thousands for earlier years)	1,348	43
In other Capacity for Certificates and Other Services	-	549
- Out of Pocket Expenses	301	28

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED PROFIT & LOSS ACCOUNT

	2008-09 (Rs. In "000")	2007-08 (Rs. In "000")
Selling Expenses	22,811	36,983
Bad Debts Written off	4,543	-
Sundry Balances Written Off	5,297	-
Provision for Doubtful debts	24,503	-
Provision for Diminution in value of Investments	17	239
Miscellaneous Expenses	109,295	67,921
	609,903	532,432
Add: Proportionate Share in Joint Ventures	75,870	995
	685,773	533,427
SCHEDULE 19:		
INTEREST & FINANCE EXPENSES		
Interest on:		
Term Loans		
- Banks	320,560	28,397
- Others		
(Including Rs 111,452 thousands for earlier years - Refer note no. 11 on Schedule 20B)	291,056	8,353
Others Loans, Mobilisation Advance etc		
- Banks	254,993	258,691
- Others	141,314	71,576
	1,007,923	367,017
Bank Charges	186,235	147,141
	1,194,158	514,158
Add: Proportionate Share in Joint Ventures	7,811	58
	1,201,969	514,216

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

Schedule 20 A : Significant Accounting Policies

1. Principles of consolidation

The Consolidated Financial Statements which relate to Subhash Projects and Marketing Limited, (the Company) and its Subsidiaries, Associates and Joint Ventures have been prepared in accordance with the applicable Accounting Standards issued by the Institute of Chartered Accountants of India on the following basis:

(a) The financial statements of the Company and its subsidiaries have been consolidated, in terms of Accounting Standard (AS) 21 'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India, on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances, intra-group transactions and unrealized profits/losses. The excess/shortfall of cost to the Company of its investments in the Subsidiary Companies as on the date of investment is recognised in the financial statements as Goodwill/Capital Reserve as the case may be.

The subsidiary companies considered in the financial statements are as follows:

Name of the Subsidiary	Country of Incorporation	Proportion of Ownership Interest	
		31st March, 2009	31st March, 2008
Subhash Kabini Power Corporation Ltd.	India	56.70	59.78
SPML Industries Ltd.	India	51.00	51.00
SPML Energy Ltd.	India	99.55	99.55
SPML Technologies Ltd.	India	97.91	97.91
Binwa Power Company (P) Ltd.	India	83.97	85.83
Awa Power Company (P) Ltd.	India	81.18	82.78
IQU Power Company (P) Ltd.	India	81.46	83.03
Neogal Power Company (P) Ltd.	India	81.74	83.60
Luni Power Company (P) Ltd.	India	87.40	94.79
Rupin Tons Power Company (P) Ltd.	India	59.99	59.99
Tons Valley Power Company (P) Ltd.	India	59.99	59.99
Uttarkashi Tons Hydro Power (P) Ltd.	India	59.99	59.99
Delhi Waste Management Ltd.	India	56.28	56.28
SPML Infrastructure Ltd.	India	100.00	100.00
SPM Holdings PTE Ltd.	Singapore	100.00	100.00
SPML Water Infra Ltd.	India	100.00	-*
SPML Urban Enviro Ltd.	India	100.00	-*
Madurai Municipal Waste Processing Co Pvt Ltd.	India	99.90	-*
SPML Bhiwandi Water Supply Management Ltd.	India	99.94	-*
SPML Bhiwandi Water Supply Infra Ltd.	India	99.94	-*

* No previous year's figures are given since these Companies became Subsidiaries during the year.

(b) Minorities' interest in net profit/loss of subsidiaries consolidated during the year has been identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the Company. Their share of net assets has been identified and presented in the Consolidated Balance Sheet separately.

(c) The financial statements of SPM Holdings Pte. Ltd. have been prepared in accordance with Singapore Financial Reporting Standard (SFRS). This subsidiary is not significant as compared to the Company's consolidated operation and hence, the impact thereof, if any, on account of any differences due to adoption of different Accounting Standards as stated above, in comparison to the Indian Generally Accepted Accounting Principles (IGAAP) is not material.

(d) In translating the financial statements of the non-integral foreign subsidiary for incorporation in the consolidated financial statements, the assets and liabilities, both monetary and non-monetary are translated at the closing exchange rate, while income and expenses are translated at average exchange rate and all resulting exchange differences are accumulated in Foreign Currency Translation Reserve in Schedule 2.

(e) The effect of acquisition of stakes during the year in subsidiary companies on the financial statements is as follows:

Name of Subsidiary	Effect on Consolidated Profit/Loss for the year (after Minority Interest)	(Rs.'000)
		Effect on Net Assets as at March 31, 2009
SPML Water Infra Ltd.	42	542
SPML Urban Enviro Ltd.	(86)	500
Madurai Municipal Waste Processing Co Pvt Ltd.	Nil	(84,252)
SPML Bhiwandi Water Supply Management Ltd.	Nil	500
SPML Bhiwandi Water Supply Infra Ltd.	Nil	500

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

(f) Investments in Associates have been accounted for using the equity method in accordance with Accounting Standard (AS) 23 'Accounting for Investments in Associates in Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India.

(g) The Company accounts for its share in the change in the net assets of associates, post acquisition, after eliminating unrealised profit and losses resulting from the transactions between the Company and its associates to the extent of its share, through its Profit & Loss Account to the extent such change is attributable to the associate's Profit & Loss Account. The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in associates is identified in the financial statements as Goodwill or Capital Reserve, as the case may be, and the same remains included in the carrying values of investments in associates

(h) The associate companies considered in the financial statements are as follows:

Name of the Associates	Country of Incorporation	Proportion of Ownership Interest	
		31st March 2009	31st March, 2008
Pondicherry Port Ltd.	India	49.99%	49.99%
Hydrocomp Enterprises (India) Ltd.	India	50.00%	50.00%
Sanmati Infra Developers Pvt. Ltd.	India	25.00%	25.00%
PT Vardhman Mining Services	Indonesia	45.65%	-*
PT Vardhman Logistics	Indonesia	26.00%	-*
Rabaan (S) Pte Ltd.	Singapore	45.65%	-*

* No previous year's figures given since these companies became joint ventures during the year.

(i) In terms of Accounting Standard (AS) 27 'Financial Reporting of Interests in Joint Venture' issued by the Institute of Chartered Accountants of India, the Company's proportionate interests in the Joint Ventures are consolidated as separate line items in the financial statements along with the book values of assets, liabilities, income and expenses, after eliminating intra-group balances/transactions and unrealized profit and losses resulting from the transactions between the Company and the joint ventures.

(j) The particulars of interest in joint ventures are given below:

Name of Joint Venture	Country of Incorporation	Proportion of Ownership Interest	
		31st March 2009	31st March 2008
Om Metal Consortium	India	10%	10%
SPML - CISC JV	India	50%	50%
SPML - Simplex JV	India	50%	50%
SPML - HCIL JV	India	33%	100%
Insituform - SPML JV	India	50%	50%
SPML - Degroment JV	India	95%	95%
Siddartha- Mahavir - SPML (JV)	India	10%	-*

* No previous year's figures are given since the entity became joint venture during the year.

(k) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and are presented, to the extent possible, in the same manner as the Company's separate financial statements.

(l) The Consolidated Financial Statements are based on audited Financial Statements of subsidiaries, associates and joint ventures except in the following cases where figures have been incorporated based on unaudited financial statements

	31st March, 2009
Subsidiary	SPML Holdings Pte. Ltd.
Associates	Pondicherry Port Ltd.
	Sanmati Infra Developers Pvt. Ltd.
	PT Vardhman Mining Services
	PT Vardhman Logistics
	Rabaan (S) Pte Ltd
	Hydrocomp Enterprises (India) Ltd.
Joint Ventures	Om Metal Consortium
	SPML Degroment JV
	Insituform -SPML JV

2. Basis of Preparation

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis except in respect of insurance claims which on the ground of prudence or uncertainty in realisation, are accounted for on acceptance / actual receipt basis. The accounting policies applied by the Company are consistent with those used in the previous year.

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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3. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates.

4. Fixed Assets

(a) Fixed assets are stated at cost of acquisition inclusive of duties (net of CENVAT / VAT), taxes, incidental expenses, erection/commissioning expenses upto the date the asset is ready to be put to use.

(b) Machinery spares which can be used only in connection with an item of fixed assets and whose use as per technical assessment is expected to be non-regular, are capitalized and depreciated prospectively over the useful life of the respective assets.

(c) The carrying amount of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their 'value in use'. The estimated future cash flows are discounted to their present value at appropriate rate arrived at after considering the prevailing interest rates and weighted average cost of capital

5. Depreciation

Depreciation on fixed assets is provided using the Straight Line Method at the rates prescribed under Schedule XIV of The Companies Act, 1956, except in case of Delhi Waste Management Limited, a subsidiary, where depreciation is provided using the Straight Line Method over a period of nine years being the concession period as per the Concession Agreement with the Principal.

In case of impairment, if any, depreciation is provided on the revised carrying amount of the assets over their remaining useful life.

Assets costing Rs.7,500 or less are depreciated @100% in the year of purchase.

Goodwill arising on consolidation is stated at cost and impairment, if any, is recognised.

6. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

7. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current quoted investments are carried at lower of cost and fair value determined on individual investment basis. Long term investments are considered at cost, unless there is an "other than temporary" decline in value thereof, in which case, adequate provision for diminution is made in the accounts.

8. Inventories

Raw Materials, components, stores, spares etc. and materials at sites to be used in contracts are valued at cost which is ascertained on First in First Out (FIFO) basis. Materials, components, and stores and spares at wind farms and other manufacturing activities are valued at lower of cost and net realizable value.

Stocks of finished goods and goods under process are valued at estimated cost (inclusive of excise duty on purchases) or net realizable value, whichever is lower.

Work-in-progress is valued at cost. However, in case of jobs where losses are likely to occur, the stock is considered at net realisable value. Cost include materials, labour and appropriate portion of construction overheads.

9. Revenue recognition

(a) Construction contracts

Revenue on contracts is recognised on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bear to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied on by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which however cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Disputed claims towards extra work, damages etc. are accounted for on settlement of the arbitration proceedings / legal cases.

b) Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of returns, claims, trade discounts etc.

(c) Income from Services

Revenues from operation and maintenance contracts are recognised on rendering of services as per the terms of contract.

(d) Interest

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

10. Liquidated damages

No provision is made for liquidated damages deducted by the customers, wherever these have been refuted by the Company and it expects to settle them without any loss. Pending settlement of these claims, the relative sundry debtors are shown in the accounts as fully recoverable and the corresponding amounts are reflected as contingent liability in terms of the provisions contained in Accounting Standard – 29.

11. Foreign currency translations

Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange Differences

Exchange differences arising on the settlement/conversion of monetary items are recognized as income or expenses in the year in which they arise.

Forward Exchange Contracts

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year.

Foreign Operation

Financial statements of overseas non-integral operations are translated as under:

- (i) Assets and Liabilities at the rate prevailing at the end of the year.
- (ii) Revenues and expenses at yearly average exchange rates prevailing during the year.

Exchange differences arising on translation of non-integral foreign operations are accumulated in the Foreign Currency Translation Reserve until the disposal of such operations.

12. Retirement and other employee benefits

Retirement benefits in the form of Provident Fund being a defined contribution scheme, are charged to Profit and Loss Account of the year when the contributions to the funds are due. There are no obligations other than the contribution payable to the fund.

Gratuity being a defined benefit obligation, is provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Long term compensated absences are provided for based on actuarial valuation, which is done as per the projected unit credit method.

Actuarial gain and losses are recognized immediately in the statement of Profit & Loss Account as income or expenses.

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13 Income taxes

Tax expense comprises of current and deferred income tax and fringe benefit tax. Current income tax and fringe benefit tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that these can be realised against future taxable profits.

The carrying amount of deferred tax assets are reviewed at each Balance Sheet date. The company writes down the carrying amount of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realised. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period

14. Segment Reporting

Identification of Segments

The Company has identified that its business segments are the primary segments. The Company's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

The Company at present, primarily operates in India and therefore the analysis of geographical segments is not applicable to the Company.

Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated - Common".

15. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

16. Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to its present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

17. Cash and Cash Equivalents

Cash and cash equivalents as indicated in the Cash Flow Statements comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

18. Contingent liabilities

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty are treated as contingent and disclosed by way of notes to the accounts.

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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Schedule 20 B: Notes on accounts (Rs. '000)

	As at 31st March, 2009	As at 31st March, 2008
1. Contingent Liabilities not provided for		
Claims against the Company not acknowledged as debts	11,887	2,250
Claims towards liquidated damages not acknowledged as debts by the Company. Against the above, debts of the like amount are withheld by the customers. However, the Company expects no liability to accrue on account of these claims.	5,80,647	427,738
Outstanding Bank Guarantees and Letters of Credit (including Rs. 393,409 thousands (Rs. Nil) for Joint Ventures)	11,891,793	10,124,753
Corporate Guarantees given *	2,045,800	537,000
Disputed Income Tax and sales tax demands under appeal	157,585	53,236
Share in Joint Ventures	Nil	Nil

* Includes Rs.90,000 thousands (Rs.90,000 thousands) in relation to which the original title deeds of the property situated at 8/2, Ulsoor Road, Bangalore are lying with Guwahati High Court as security on behalf of Bharat Hydro Corporation Limited.

2. Estimated amount of contracts remaining to be executed on Capital Account and not provided for [Net of Advances] [Share in Joint Ventures - Rs. Nil (Rs. Nil)]	566,448	1,103,345
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3. In respect of cancellable operating leases taken by the Company, the significant leasing agreements relate to premises etc. which are renewable on expiry at mutually acceptable terms. Such lease payments of Rs.52,196 thousands (Rs.38,866 thousands) and Rs.574 thousands (Rs.610 thousands) are recognized in the profit & loss account and capital work in progress respectively as rent. The particulars of future lease payments are as under:

Up to 1 year		Later than 1 year and not later than 5 years		More than 5 years	
2008-09	2007-08	2008-09	2007-08	2008-09	2007-08
39,377	45,445	138,003	139,740	5,663	7,180

4. In terms of Accounting Standard - 22, net deferred tax liability (DTL) of Rs. 168,355 thousands (including Rs.2,811 thousands during the year) has been recognized in the accounts up to 31st March 2009. The break-up of DTL is as follows:

Particulars	As at 31st March 2009	As at 31st March 2008
Deferred Tax Liability		
On timing differences of depreciable assets	80,861	66,626
On retentions by the customers	154,927	127,012
Deferred Tax Assets		
Carry forward of Losses	8	7,628
Expenses allowable against taxable income in future years	67,425	20,466
Deferred Tax Liability (Net)	168,355	165,544

5. The break up of Earnings per Share (EPS) in terms of Accounting Standard 20 is as follows: Rs. ('000)

Particulars	2008 - 09	2007 - 08
Profit after Minority Interest	564,387	654,456
Weighted average No. of Equity Shares outstanding during the period	36,650,276	34,518,772
Nominal value of Shares (Rs.)	2.00	2.00
Basic and Diluted EPS (Rs.)	15.40	18.95

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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6. Related Parties	
(a) Particulars of related parties	
Associate companies	Pondicherry Port Ltd. Pondicherry SEZ Ltd. (Up to 19-07-2007) Sanmati Infra Developers Private Ltd. Hydro Comp Enterprises (India) Ltd. P.T. Vardhman Mining Services P.T. Vardhman Logistics
Joint Ventures	Rabaaan (S) Pte Ltd. Om Metal Consortium SPML - CISC JV SPML - Simplex JV SPML - Degroment JV Insituform - SPML JV SPML - HCIL JV
Key Management Personnel (KMP)	Siddharth Mahavir SPML JV Mr. Anil Kr. Sethi - Chairman, Mr. Subhash Ch. Sethi - Vice Chairman and Managing Director Mr. Sushil Kr. Sethi - Managing Director Mr. Deepak Sethi - Director
Relatives of Key Management Personnel	
Mr. P. C. Sethi Mrs. Maina Devi Sethi Mrs. Preeti Devi Sethi Mrs. Vineetha Sethi Mrs. Suman Sethi Mr. Harshavardhan Sethi Mr. Abhinandan Sethi Mrs. Sandhya Rani Sethi Mr. Rishabh Sethi	Father of Chairman, Vice Chairman and Managing Director and Managing Director Mother of Chairman, Vice Chairman and Managing Director and Managing Director Wife of Chairman Wife of Director Wife of Vice Chairman and Managing Director Son of Vice Chairman and Managing Director Son of Vice Chairman and Managing Director Wife of Managing Director Son of Managing Director
Enterprises owned by KMPs or their relatives	Arihant Leasing and Holdings Ltd. Rishabh Commercial (P) Ltd. Abhinandan Enterprise (P) Ltd. Subhash Systems (P) Ltd. Bharat Hydro Power Corporation Ltd. International Constructions Ltd. SPM Engineers Ltd. Zoom Industrial Services Ltd. 20th Century Engineering Ltd. Suraksha Insurance Brokers (P) Ltd. Subhash Power Company Ltd. SPML India Ltd. Subhash Yurim Textiles Ltd. Subhash International (P) Ltd. Sanmati Power Co. Pvt. Ltd. SPML Realty Ltd. Sanmati Lesiures Ltd. Latur Water Supply Mgmt Co. Ltd. SPML Keerthi Hole Power Co. Ltd. Sonal Agencies Pvt Ltd. Insituform Pipeline Rehabilitation (P) Ltd. Sanmati Homes Ltd. Sanmati Corporate Investments (P) Ltd. SPML Semitech (India) (P) Ltd. SPML Industrial Park (Tamil Nadu) Ltd. SPML Tamilnadu Integrated Infrastructure Ltd. Anil Kumar Sethi (HUF) Subhash Chand Sethi (HUF) Sushil Kumar Sethi (HUF) Punam Chand Sethi (HUF)

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

	(Transactions have taken place on arm's length basis)					(Rs'000)	
	Joint Venture Companies	Associate Companies	Key Management Personnel (KMP)	Relatives of Key Management Personnel	Enterprises owned by Key Management Personnel or their relatives	Total	
	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value
Related party disclosure:							
(b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009							
Sale of Goods & services							
SPML HCIL JV	-	-	-	-	-	-	-
	(122,864)	(-)	(-)	(-)	(-)	(122,864)	
Siddharth Mahavir-SPML JV	91,032	-	-	-	-	91,032	
	(-)	(-)	(-)	(-)	(-)	(-)	
Pondicherry Special Economic Zone Co. Ltd.	(-)	(318)	(-)	(-)	(-)	(318)	
Sanmati Infradevelopers Pvt. Ltd.	-	-	-	-	-	-	
	(-)	(810)	(-)	(-)	(-)	(810)	
SPML - CISC JV	16,945	-	-	-	-	16,945	
	(-)	(-)	(-)	(-)	(-)	(-)	
SPML Realty Ltd.	-	-	-	-	27,600	27,600	
	(-)	(-)	(-)	(-)	(-)	(-)	
Pondicherry Port Ltd.	-	988	-	-	-	988	
	(-)	(4)	(-)	(-)	(-)	(4)	
- Total	107,977	988	-	-	27,600	136,565	
	(122,864)	(1,128)	(-)	(-)	(-)	(123,992)	
Dividend Paid							
Mr. P. C. Sethi	-	-	-	1,041	-	1,041	
	(-)	(-)	(-)	(868)	(-)	(868)	
Mr. Anil Kr. Sethi	-	-	2,685	-	-	2,685	
	(-)	(-)	(2,238)	(-)	(-)	(2,238)	
Mr. Subhash Ch. Sethi	-	-	2,368	-	-	2,368	
	(-)	(-)	(1,973)	(-)	(-)	(1,973)	
Mr. Sushil Kr. Sethi	-	-	1,755	-	-	1,755	
	(-)	(-)	(1,463)	(-)	(-)	(1,463)	
Mrs. Preeti Devi Sethi	-	-	-	1,736	-	1,736	
	(-)	(-)	(-)	(1,447)	(-)	(1,447)	
Mr. Deepak Sethi	-	-	699	-	-	699	
	(-)	(-)	(582)	(-)	(-)	(582)	
Mr. Harshvardhan Sethi	-	-	-	737	-	737	
	(-)	(-)	(-)	(614)	(-)	(614)	
Mr. Abhinandan Sethi	-	-	-	648	-	648	
	(-)	(-)	(-)	(540)	(-)	(540)	
Zoom Industrial Services Ltd.	-	-	-	-	3,688	3,688	
	(-)	(-)	(-)	(-)	(3,074)	(3,074)	
SPM Engineers Ltd.	-	-	-	-	1,536	1,536	
	(-)	(-)	(-)	(-)	(1,280)	(1,280)	

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

	(Rs'000')					
	Joint Venture Companies	Associate Companies	Key Management Personnel (KMP)	Relatives of Key Management Personnel	Enterprises owned by Key Management Personnel or their relatives	Total
	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value
Related party disclosure:						
(b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009 (Transactions have taken place on arm's length basis)						
International Construction Ltd.	-	-	-	-	5,840	5,840
SPML India Ltd.	(-)	(-)	(-)	(-)	(-)	(-)
	-	-	-	-	111	111
	(-)	(-)	(-)	(-)	(-)	(-)
- Total	-	-	-	-	6,894	6,894
Rent Paid	(-)	(-)	(-)	(-)	(-)	(-)
Arihant Leasing and Holdings Ltd.	-	-	-	-	600	600
	(-)	(-)	(-)	(-)	(600)	(600)
Sonal Agencies Pvt. Ltd.	-	-	-	-	1,094	1,094
	(-)	(-)	(-)	(-)	(1,054)	(1,054)
Subhash International (P) Ltd.	-	-	-	-	3,800	3,800
	(-)	(-)	(-)	(-)	(-)	(-)
SPML Keerthi Hole Power Co Ltd.	-	-	-	-	25,514	25,514
	(-)	(-)	(-)	(-)	(11,343)	(11,343)
Mrs. Sandhya Rani Sethi	-	-	-	2,726	-	2,726
	(-)	(-)	(-)	(2,704)	(-)	(2,704)
Mr. Anil Kr. Sethi	-	-	2,073	-	-	2,073
	(-)	(-)	(2,240)	(-)	(-)	(2,240)
Mr. Subhash Ch. Sethi	-	-	2,075	-	-	2,075
	(-)	(-)	(2,135)	(-)	(-)	(2,135)
Mrs. Preeti Devi Sethi	-	-	-	2,555	-	2,555
	(-)	(-)	(-)	(2,425)	(-)	(2,425)
Mrs. Suman Sethi	-	-	-	2,323	-	2,323
	(-)	(-)	(-)	(307)	(-)	(307)
Mr. Sushil Kr. Sethi	-	-	2,007	-	-	2,007
	(-)	(-)	(2,082)	(-)	(-)	(2,082)
Others	-	-	-	974	742	1,716
	(-)	(-)	(-)	(974)	(288)	(1,262)
- Total	-	-	6,155	8,578	31,750	46,483
	(-)	(-)	(6,457)	(6,410)	(13,285)	(26,152)
Reimbursement of Expenses						
Sanmati Infra Developers Pvt Ltd.	-	41	-	-	-	41
	(-)	(-)	(-)	(-)	(-)	(-)
Sushil Kr. Sethi	-	-	485	-	-	485
	(-)	(-)	(-)	(-)	(-)	(-)
Rishabh Sethi	-	-	-	848	-	848
	(-)	(-)	(-)	(-)	(-)	(-)

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

	(Transactions have taken place on arm's length basis)					(Rs:000)	
	Joint Venture Companies	Associate Companies	Key Management Personnel (KMP)	Relatives of Key Management Personnel	Enterprises owned by Key Management Personnel or their relatives	Total	Transaction Value
	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value
Outstanding Guarantees							
SPML-CISC JV	42,091	-	-	-	-	-	42,091
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Bharat Hydro Power Corporation Ltd.	-	-	-	-	90,000	-	90,000
	(-)	(-)	(-)	(-)	(1,391)	(-)	(1,391)
SPML-HCIL JV	350,995	-	-	-	-	-	350,995
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Siddharth Mahavir-SPML JV	323	-	-	-	-	-	323
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
- Total	393,409	-	-	-	90,000	(1,391)	483,409
	(-)	(-)	(-)	(-)	(1,391)	(-)	(1,391)
Remuneration							
Anil Kr. Sethi	-	-	12,811	-	-	-	12,811
	(-)	(-)	(13,724)	(-)	(-)	(-)	(13,724)
Subhash Ch.Sethi	-	-	11,972	-	-	-	11,972
	(-)	(-)	(12,965)	(-)	(-)	(-)	(12,965)
Sushil Kr. Sethi	-	-	11,972	-	-	-	11,972
	(-)	(-)	(12,965)	(-)	(-)	(-)	(12,965)
Deepak Sethi	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
- Total	-	-	36,755	-	-	-	36,755
	(-)	(-)	(39,654)	(-)	(-)	(-)	(39,654)
Balance Outstanding as at the year end - Debit							
International Constructions Ltd.	-	-	-	-	83,527	-	83,527
	(-)	(-)	(-)	(-)	(193,058)	(-)	(193,058)
Subhash International (P) Ltd.	-	-	-	-	102,706	-	102,706
	(-)	(-)	(-)	(-)	(111,063)	(-)	(111,063)
SPML - CISC JV	3,479	-	-	-	-	-	3,479
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
SPML - HCIL JV	9,818	-	-	-	-	-	9,818
	(195,043)	(-)	(-)	(-)	(-)	(-)	(195,043)
Preeti Devi Sethi	-	-	-	135	-	-	135
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Sandhya Rani Sethi	-	-	-	138	-	-	138
	(-)	(-)	(-)	(257)	(-)	(-)	(257)

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

	(Transactions have taken place on arm's length basis)						(RS,000)					
	Joint Venture Companies		Associate Companies		Key Management Personnel (KMP)		Relatives of Key Management Personnel		Enterprises owned by Key Management Personnel or their relatives		Total	
	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value
Related party disclosure:												
(b) Aggregated Related Party Disclosures as at and for the year ended 31st March 2009												
Suman Sethi	-	(-)	-	(-)	-	(-)	135	-	-	-	135	(-)
Punam Chand Sethi	-	(-)	-	(-)	-	(-)	(151)	-	-	-	(151)	-
Maina Devi Sethi	-	(-)	-	(-)	-	(-)	(130)	-	-	-	(130)	-
Harshvardhan Sethi	-	(-)	-	(-)	-	(-)	(121)	-	-	-	(121)	-
Abhinandan Sethi	-	(-)	-	(-)	-	(-)	(92)	-	-	-	(92)	-
Pondicherry Port Ltd.	-	(-)	34,872	(-)	-	(-)	-	-	-	-	34,872	(-)
SPML Keerthi Hole Power Co. Ltd.	-	(-)	(31,898)	(-)	-	(-)	(-)	17,735	(-)	-	(14,163)	(-)
	-	(-)	-	(-)	-	(-)	(-)	(2,127)	-	-	(2,127)	(-)
HYDRO Comp Enterprises (India) Ltd.	-	(-)	11,811	(-)	-	(-)	-	-	-	-	11,811	(-)
	-	(-)	(3,949)	(-)	-	(-)	(-)	(-)	(-)	-	(3,949)	(-)
SPML Realty Ltd	-	(-)	-	(-)	-	(-)	-	27,600	(-)	-	27,600	(-)
Sanmati Infra Developers Pvt. Ltd.	-	(-)	9,500	(-)	-	(-)	(-)	-	-	-	9,500	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-)	(-)	-	(-)	(-)
PT Vardhman Mining Services	-	(-)	23,259	(-)	-	(-)	-	-	-	-	23,259	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-)	(-)	-	(-)	(-)
PT Vardhman Logistics	-	(-)	6,624	(-)	-	(-)	-	-	-	-	6,624	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-)	(-)	-	(-)	(-)
Rabaan (S) Pte Ltd.	-	(-)	196,557	(-)	-	(-)	-	-	-	-	196,557	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-)	(-)	-	(-)	(-)
Others	-	(-)	-	(-)	-	(-)	-	17,738	-	17,738	-	(-)
	-	(-)	-	(-)	-	(-)	(-)	(19,995)	-	(19,995)	-	(-)
- Total	13,296	(195,043)	282,623	(35,847)	-	408	(751)	249,306	(326,243)	545,633	(557,884)	
Balance Outstanding as at the year end - Credit												
Bharat Hydro Power Corporation Ltd.	-	(-)	-	(-)	-	(-)	-	16,070	-	16,070	-	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-43,430)	-	(-43,430)	-	(-)
SPM Engineers Ltd.	-	(-)	-	(-)	-	(-)	-	7,665	-	7,665	-	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(1,500)	-	(1,500)	-	(-)
SPML India Ltd.	-	(-)	-	(-)	-	(-)	-	3,740	-	3,740	-	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-22,144)	-	(-22,144)	-	(-)
Zoom Industrial Services Ltd.	-	(-)	-	(-)	-	(-)	-	7,545	-	7,545	-	(-)
	-	(-)	(-)	(-)	-	(-)	(-)	(-4,542)	-	(-4,542)	-	(-)

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

7. Segment information

Business segment: The business segments have been identified on the basis of the activities undertaken by the company. Accordingly, the company has identified the following business segments:

Construction - Consists of execution of turnkey projects

Wind Power - Consists of electricity generated from wind farms

Hydro Power Generation - Consists of electricity generated from hydel projects and buying energy from seller/surplus power producers and selling to buyer/deficit state utilities

Others - Consists of manufacturing of pipes, management of waste and other utility management

Geographical Segment: The Company primarily operates in India and therefore the analysis of geographical segments is not applicable to the company.

Rs. ('000)

	CONSTRUCTION		WIND POWER		HYDRO POWER		OTHERS		TOTAL	
	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08
(a) Revenue										
External Sales	12,373,087	11,125,473	15,120	27,249	199,602	280,337	664,546	427,532	13,252,355	11,860,591
Intersegment Sales	-	-	-	-	-	-	-	-	-	-
Total Sales	12,373,087	11,125,473	15,120	27,249	199,602	280,337	664,546	427,532	13,252,355	11,860,591
(b) Results										
Segment Results	1,513,671	1,068,110	(5,332)	1,851	110,500	185,093	155,047	155,103	1,773,886	1,410,157
Unallocated Income / (Expenses) (net of unallocated Expenses / Income)									166,812	(25,410)
Operating Profit									1,940,698	1,384,747
Interest & Finance Expenses (net)									1,140,261	449,176
Profit before tax									800,437	935,571
Provision for taxation									149,841	197,006
(Current tax, Deferred tax, Wealth tax, Fringe benefit tax and adjustments on account of earlier years)									650,596	738,565
Profit after tax									584	-
Share of Net Profit from Associates									651,180	738,565
Profit after Taxation before Minority Interests										
OTHER INFORMATION										
(a) Total Assets										
Segment Assets	12,080,318	10,971,556	117,665	135,091	1,773,708	2,657,076	667,805	699,373	14,639,496	14,463,096
Less: Elimination									(260,069)	(2,171,971)
Unallocated Corporate / Other Assets									14,379,427	12,291,125
Total Liabilities									2,351,493	1,332,016
Segment Liabilities	6,793,440	6,915,865	109,765	28,881	192,751	138,860	81,144	206,252	7,177,100	7,289,858
Less: Elimination									(492,520)	(669,074)
Unallocated Corporate / Other Liabilities									6,684,580	6,620,784
(c) Capital Expenditure									5,284,456	2,972,369
(d) Depreciation / Amortisation	476,688	287,850	-	-	450,110	308,364	261,713	117,493	1,188,511	713,707
	78,653	104,830	18,322	487	46,572	46,152	62,659	40,974	206,206	192,443
(e) Non cash expenses other than Depreciation included in segment expenses for arriving at Segment Results	24520	239							24,520	239

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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8. Based on the information / documents available with the Company, information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006 are as under:

	2008 - 09	(Rs.000) 2007 - 08
Principal amount remaining unpaid to suppliers at the end of accounting year	8,160	27,617
Interest due on above	67	496
Total of (i) & (ii)	8,227	28,113
Amount of interest paid by the Company to the suppliers	Nil	Nil
Amounts paid to the suppliers beyond the respective due date	21,694	10,516
Amount of interest due and payable for the period of delay in payments (which have been paid beyond the due date during the year) but without adding the interest specified under the Act	1,300	-
Amount of interest accrued and remaining unpaid at the end of accounting year	3,151	1,784
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	1,367	496

9. Particulars of unhedged Foreign Currency Exposure at the Balance sheet date:

Particulars	Foreign Currency (in '000)		Equivalent INR (in '000)	
	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008
Current liabilities	Nil	EURO 377	Nil	23,906
	Nil	USD 28,115	Nil	111,077
Advances	Nil	EURO 69	Nil	4,368

10. Construction contracts disclosure

Information relating to Construction contracts as per Accounting Standard 7 (Revised) issued by The Institute of Chartered Accountants of India are given below:

	2008-09	(Rs. in '000) 2007-08
Contract income recognized as revenue during the year	12,373,087	11,125,473
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	33,267,605	22,458,684
Advances received (unadjusted)	1,875,345	1,779,369
Retention amount	1,940,882	1,627,873
Gross amount due from customers for contract work	4,191,541	3,322,083
Gross amount due to customers for contract work	2,92,292	245,776

11. The Company has entered into One Time Settlement (OTS) with Rural Electricity Corporation Ltd. (REC) vide their approval dated 29.01.2009 for an amount at Rs. 211,573 thousands representing principal and interest outstanding till 30.09.2008. The Company has paid off the full OTS amount on 24th April 2009 and consequently court cases filed by the respective parties are withdrawn / settled. During the year, the Company has paid / accrued interest of Rs. 132,713 thousands including for previous years Rs. 111,452 thousands, based on the above OTS.

12. The Company had entered into an agreement in the past to sell 11nos. of Windmills and an advance of Rs.103,421 thousands (Rs.12,297 thousands) was received there against. Since the above assets are hypothecated with Rural Electrification Corporation Limited (REC) against loans obtained from them, the Company could not transfer these assets to the buyer. Accordingly, no adjustment has been made in the accounts for the above sale of assets and the same would be carried out in due course. The income and expenses in relation to these assets continue to be accounted for in the Company's Books.

13. Sales include Rs.6421 thousands (Rs.3336 thousands) comprising of interest Rs.628 thousands (Rs 275 thousands) and other claims Rs.5793 thousands (Rs.3061 thousands) received during the year on settlement of Arbitration awards.

14. The Company and certain subsidiaries are in the process of obtaining confirmations with respect to its debtors, creditors and advances. Adjustments, if any, arising out of such confirmations will be considered in subsequent period.

15. 1,632,653 equity warrants issued by the Company in the previous year have been forfeited during the year since the conversion of the same has not been exercised by the warrant holders within the stipulated time. Accordingly, Rs. 40,000 thousands being the advance received against such equity warrants has been accounted as capital reserve

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
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16. (a) Gratuity and leave benefit plans (AS 15 Revised)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is unfunded.

The Company has a defined benefit plan for leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement. The scheme is unfunded.

The following tables summarise the components of net benefit expenses recognized in the Profit & Loss Account and amounts recognized in the Balance Sheet for the respective plans.

(Rs. in '000)

	2008-09		2007-08	
	Gratuity	Leave	Gratuity	Leave
(i) Net employee benefit expense (recognised in Employee Cost)				
Current service cost	9,220	2,358	8,385	1,996
Interest cost on benefit obligation	1,911	1,135	1,525	875
Net Actuarial (gain) / loss recognised in the year	(9,247)	(4,176)	4,414	5,920
Total employer expense recognised in Profit and Loss Account	1,884	(683)	14,324	8,791
(ii) Actual return on plan assets	N.A	N.A	N.A	N.A
(iii) Benefit Asset / (Liability)				
Defined benefit obligation	(26,408)	(12,732)	(26,289)	(15,699)
Benefit Asset / (Liability)	(26,408)	(12,732)	(26,289)	(15,699)
(iv) Movement in benefit liability				
Opening defined benefit obligation	26,289	15,699	12,358	7,265
Interest cost	1,911	1,135	1,624	875
Current service cost	9,220	2,358	8,385	1,996
Benefit paid	(1,765)	(2,278)	(492)	(357)
Actuarial (gains)/losses on obligation	(9,247)	(4,176)	4,414	5,920
Closing benefit obligation	26,408	12,738	26,289	15,699
(v) Movement in fair value of plan assets	N.A	N.A	N.A	N.A
(vi) The major categories of plan assets as a percentage of the fair value of total plan assets	N.A	N.A	N.A	N.A

The Principal assumptions used in determining gratuity and leave benefit obligation for the Company's plan are shown below:

	Gratuity	Leave
Discount rate	7.50% (7.50%)	7.50% (7.50%)
Withdrawal Rate	Varying between 2% per annum and 1% per annum depending on duration and age of employees	Varying between 2% per annum and 1% per annum depending on duration and age of employees
Expected rate of return on Plan assets	N.A	N.A
Expected Average remaining working lives of employees (years)	23.72 (23.37)	23.74 (23.39)
Experience Adjustments on Plan Liabilities	Not Available	Not Available

16. (b) Amount incurred as expense for defined contribution plans

(Rs. in '000)

	2008-09	2007-08
Contribution to Provident Fund	25,322	19,864

Notes:

- The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- Since the Company has adopted AS-15 (revised) on employee benefits with effect from April 1, 2007, the disclosures as mentioned in (A) above are given for the year 2007-08 onwards.
- The information in respect of defined benefit obligation for years prior to 2007-08 are not available and hence not furnished.
- The gratuity and leave liabilities are unfunded. Accordingly, information regarding planned assets are not applicable.

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17. Prior period items as indicated in the Profit & Loss Account comprise of the following:

(Rs. in '000)

Particulars	2008-09	2007-08
Debit:		
Share of Loss from SPML CISC JV	10,671	-
Materials consumed	31,973	-
Interest on Mobilisation advance	23,777	-
Others	1,364	-
Total (A)	67,785	-
Credit:		
Purchase/Expenses wrongly recorded in earlier years now written back	44,254	-
Total (B)	44,254	-
Net (A-B)	23,531	-

18. The Company has claimed 80IA benefits of Rs.442,672 thousands (Rs. 713,250 thousands) approx. having tax impact of Rs.150,464 thousands (Rs.247,956 thousands) approx. under Income Tax Act, 1961 on construction contracts for certain infrastructure projects executed on behalf of various departments / agencies of different State Governments during the financial years 2003-04 onwards. The tax assessments for the financial years upto 2006-07 are already completed and the above claims have been fully allowed by the Tax Authorities. The Company does not expect any tax liability in this regard in spite of the recent amendment in Sec 80IA, based on the opinion obtained from the Tax Consultants.

19. Subhash Kabini Power Corporation Limited (SKPCL), a Subsidiary, is developing Jetropha Plantation at Kayatar, Tamilnadu for generation of Bio-Diesel energy. The subsidiary had spent Rs. 8,103 thousands (Rs. 7357 thousands) up to 31-03-2009 and the same is being shown under 'Capital Work In Progress'.

20. Certain subsidiaries are in the process of construction and no commercial activity has been started from the date of their incorporation to 31st March, 2009. Accordingly no Profit & Loss Account has been prepared with respect to these Companies. However, the particulars of Project Development expense incurred so far, are given below which are pending allocation to various fixed assets and would be capitalized on the commissioning of the respective plants/projects.

(Rs. in '000)

Particulars of Expenses	As at March 31, 2009	As At March 31, 2008
Communication Expenses	579	424
Consultancy & Professional Charges	16,434	11,789
Depreciation	348	188
Employee Expenses	24,759	16,884
Finance Charges	23,403	1,700
Insurance Charges	2,304	1,172
Miscellaneous Expenses	13,569	7,178
Travelling & Conveyance Expense	10,554	6,163
Water & Electricity	632	107
Statutory Clearances & Rates and Taxes	10,562	8,993
Rent	1,895	1,121
Repairs & Maintenance	200	43
Donation	644	559
Advertisement	382	84
Equipment hire charges	1,942	1,485
Fringe Benefit Tax	55	3
Audit Fees	644	313
	108,906	58,206
Less: Income		
Tender Application Money	(875)	(875)
Interest on Fixed Deposit	(60)	-
Sale of Asset	(1)	(1)
	107,970	57,330

21. 1,32,73,800 No. of Shares of Subhash Kabini Power Corporation Limited (SKPCL), a subsidiary, are pledged with IDBI Bank against loan obtained by the said Company. The Company has also given an undertaking to the Bank not to sell its share holding till the full repayment of the Loan by SKPCL.

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS ACCOUNT

22. Certain subsidiary companies, the profit and loss accounts whereof have not been drawn for the year under review, have relied on the views given by Central Board of Direct Taxes (CBDT) vide its circular dated 29th August, 2005, that expenses on any capital assets in respect of which depreciation is allowable, do not fall within the scope of Fringe Benefit Tax (FBT). Since all the expenses incurred by such subsidiaries, are treated as incidental expenses during construction period and will be eventually capitalized and subsequently depreciated, no provision for FBT thereof has been made in the accounts.

23. Previous year's figures have been regrouped / re-arranged wherever considered necessary.

As per our report of even date

For and on behalf of the Board
of directors

For S. R. BATLIBOI & CO.
Chartered Accountants

Anil Kr. Sethi
Chairman

Per R. K. AGRAWAL
a Partner
Membership No. 16667
Place : Kolkata
Date : August 28, 2009

Subhash Ch. Sethi
Vice Chairman and Managing Director

For SUNIL KUMAR GUPTA & CO.
Chartered Accountants

Sushil Kr. Sethi
Managing Director

Per S.K.GUPTA
a Partner
Membership No. 82486
Place : Kolkata
Date : August 28, 2009

B. N. Choudhary
Executive Vice President (Finance) & Company Secretary

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

	2008-09 Rs.in '000	2007-08 Rs. in '000
A. Cash flow from operating activities		
Net profit before taxation, and extraordinary items	800,437	935,571
Adjustments for:		
Depreciation	206,206	192,443
Loss / (Profit) on sale of fixed assets	711	3,568
Interest Expense (Net)	954,026	265,298
Dividend income	-	(154)
Provision for Diminution in Value of investments	17	239
Profit on Sale of Current Investments	-	(21,809)
Provision for doubtful debts	24,503	-
Bad Debts/Sundry Balances written off	9,840	-
Sundry Balances/Liabilities written back	(46,891)	-
	1,148,412	439,585
Operating profit before working capital changes	1,948,849	1,375,156
Movements in working capital :		
Decrease / (Increase) in sundry debtors	(598,011)	(1,325,198)
Decrease / (Increase) in inventories	1,009,726	(1,479,737)
Decrease / (Increase) loans and advances	(1,647,767)	(1,679,929)
Increase / (Decrease) in current liabilities	89,319	2,057,181
Increase / (Decrease) in provisions	8,357	24,932
	(1,138,376)	(2,402,751)
Cash generated from / (used in) operations	810,473	(1,027,595)
Direct taxes paid (net of refunds)	(217,527)	(254,678)
Net cash from / (used in) operating activities	592,946	(1,282,273)
B. Cash flows from investing activities		
Purchase of fixed assets	(1,201,443)	(751,619)
Proceeds from sale of fixed assets	15,220	-
Sales/(Purchase) of investments (Net)	36,885	(143,080)
Loans Given (Net)	(835,459)	-
Advance Against Share Application Money	(137,670)	-
Interest received	64,856	65,040
Dividends received	-	154
Investment in Bank Fixed Deposit	(11,476)	(147,307)
Net cash from / (used in) investing activities	(2,069,087)	(976,812)
C. Cash flows from financing activities		
Proceeds from Share Equity & Premium(Net of expenses)	-	1,325,594
Proceeds from contribution by Minorities	102,981	6,075
Proceeds from Share Warrants	-	40,000
Proceeds from borrowings (Net of Payment)	2,236,957	893,996
Interest paid	(930,193)	(330,338)
Dividends paid including tax thereon	(51,665)	(36,865)
Net cash from financing activities	1,358,080	1,898,462
Net increase in cash and cash equivalents (A + B + C)	(118,061)	(360,623)
Cash and cash equivalents at the beginning of the year	409,954	774,008
Effect of Foreign currency Translation	31,092	(3,431)
Cash and cash equivalents at the end of the year	322,985	409,954

SUBHASH PROJECTS AND MARKETING LIMITED & ITS SUBSIDIARIES
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

	2008-09 Rs. in '000	2007-08 Rs. in '000
Components of Cash & Cash Equivalents*		
Cash-on-hand	53,870	73,166
Cheques on Hand	139,372	133,129
Balances with Scheduled Banks on :		
Current Accounts	125,375	198,413
Unpaid Dividend Account	326	536
Proportionate Share of Joint Ventures	4,042	4,710
	322,985	409,954
Details of restricted cash:		
Unpaid Dividend Account	326	526
*Excluding fixed deposits with banks having maturity of more than three months	552,374	540,898

For S. R. BATLIBOI & CO.
Chartered Accountants

Per R. K. AGRAWAL
a Partner
Membership No. 16667

Place : Kolkata
Date : August 28, 2009

For SUNIL KUMAR GUPTA & CO.
Chartered Accountants

Per S. K. GUPTA
a Partner
Membership No. 82486
Place : Kolkata
Date : August 28, 2009

As Approved

For and behalf of the Board of Director
Anil Kr. Sethi
Chairman

Subhash Ch. Sethi
Vice Chairman and
Managing Director

Sushil Kr. Sethi
Managing Director

B. N. Choudhary
Executive Vice President (Finance)
& Company Secretary

**OUR PEOPLE
MAKE IT POSSIBLE**





We make 'SPML, SPML makes' Us



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