

**19<sup>th</sup>**

**ANNUAL REPORT  
2010-2011**

# **SCAN PROJECTS LIMITED**

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**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

VILLAGE SOHANA, HEMA MAJRA ROAD, P.O. MULLANA-133203 DISTT. AMBALA (HARYANA)

# SCAN PROJECTS LIMITED

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## **BOARD OF DIRECTORS**

SH. SUNIL CHANDRA, DIRECTOR

SH. KRISHAN KUMAR, DIRECTOR

SH. PARDEEP KUMAR, DIRECTOR

## **AUDITORS**

JAYANT BANSAL & CO.

CHARTERED ACCOUNTANTS,

320- MAHESH NAGAR,

AMBALA CANTT. -133001

PHONE:- 0171-2642401, 2661320

## **REGISTERED OFFICE**

VILL. JORIAN

DELHI ROAD,

YAMUNA NAGAR-135001

## **WORKS**

VILL. SOHANA

HEMA MAJRA ROAD,

P.O. MULLANA-133203

DISTT. AMBALA, HARYANA

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**SCAN PROJECTS LIMITED**

**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

Regd Office: Village Jorian, Delhi Road, Yamunanagar (Haryana)

Works: Village Sohana, Hema Majra Road, Tehsil Barara, Distt Ambala (Haryana)

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**Notice: Convening 19<sup>th</sup> Annual General Meeting**

Notice is hereby given that 19<sup>th</sup> Annual General Meeting of the members of the Company “**Scan Projects Limited (Formerly Known as Ambala Cements Limited)**” will be held on Thursday 29<sup>th</sup> day of September 2011 at 10:30 A.M. at the registered office of the Company, address, given above to transact the following ordinary business with or without modification.

**Ordinary Business: Ordinary Resolutions:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31-03-2011 and the Profit and Loss Account ended on that date along with the Auditors’ and Directors’ Report thereon.
2. To re-appoint Sh. Krishna Kumar, Director who retires by rotation at this meeting and being eligible has offered himself for re-election.
3. To appoint Auditors for the year ended 31<sup>st</sup> March 2012 and fix their remuneration. M/s Jayant Bansal & Co., Chartered Accountants, Ambala Cantt, who retire on the date of Annual General Meeting and being eligible offer themselves for re-appointment.

**By Order of the Board of**

**Place: Ambala Cantt**

**Dated: 26-08-2011**

**Sd/-  
Sunil Chandra**

**(Chairman)**

**NOTES:**

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend and vote at the meeting in his/her stead. A proxy need not be a member of the Company. A proxy in order to be valid must be deposited at the registered office of the company at least 48 hours before the time fixed for the commencement of the meeting. A proxy form is enclosed.
2. All documents referred to in this meeting, notice and the accompanying statements are open for inspection at the Registered Office of the company on all working days (except Saturdays and holidays) between 10.30 A.M. to 12.30 P.M. up to the date of Annual General Meeting.
3. Members are requested to notify to the company immediately the changes in their registered address, if any.

4. Members having any queries relating to the Annual Report are requested to write to the company at least 7 days before the date of Annual General Meeting so as to enable the Management to keep the information ready.
5. Members are requested to bring their copies of Annual report to the meeting.
6. The members/proxies should bring attendance slip sent herewith duly filled and stamped for attending the meeting.
7. Members may please note that no gifts or coupon will be distributed at the Annual General Meeting.

## SCAN PROJECTS LIMITED

(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)

Regd Office: Village Jorian, Delhi Road, Yamunanagar (Haryana)

Works: Village Sohana, Hema Majra Road, Tehsil Barara, Distt Ambala (Haryana)

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### Directors' Report

#### To The Members,

The Directors have pleasure in presenting their 19<sup>th</sup> Annual Report along with the Audited Annual Statements of Accounts for the financial year ended on 31-03-2011:

1. **Financial Highlights:**

	(Rs. In Lacs)	
	2010-11	2009-10
<u>Receipts:</u>		
-Net Sales/Income from Traded Goods	244.71	145.89
-Errection, Commissioning, Supervision, Project Drawing and Designing Service Charges Received	231.67	26.00
	<b>476.38</b>	<b>171.89</b>
Other Income	7.39	3.86
Profit/(Loss) Before exceptional items and depreciation	138.36	20.18
Depreciation	4.62	1.89
Profit/(Loss) Before Tax and exceptional items	133.74	18.29
<u>Exceptional Items:</u>		
-Profit/(loss) on sales of Fixed Assets	(7.31)	(8.10)
-Profit/(Loss) on sale of substantial part of assets acquired under capital work in progress i.e. new expansion scheme and Technology Development Assistance Scheme	0.00	(3.53)
-Adjustment of unpaid interest waived by Lloyd Finance Limited under one time settlement	2.66	0.00
	<b>(4.65)</b>	<b>(11.63)</b>
Profit/(Loss) Before Tax	129.09	6.66

Provision for Taxation (Net of Deferred tax)	0.24	0.00
Profit/(Loss) after tax	128.85	6.66
Reserves and Surplus	15.00	15.00
Accumulated Profit/(Loss)	(273.61)	(402.46)

2. **Operations and Out Look for the Current Year:**

In view of re-structured process initiated by the management of the company, the company has re-established its business activities, which has led to the revival of the company. The Company had discontinued its main manufacturing activities (i.e. manufacturing of ordinary Portland cement) since Jan' 2002. Previously the company has commenced new activities i.e. Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. Accordingly, the management has changed the name and main objects of the company as per their present activities and all the current year revenue is related to new activities. During the current year the Company has done business activities of Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. and achieved the turnover of Rs.231.67 Lacs and Rs.244.71 Lacs respectively. The overall net profit after tax of the company is Rs.128.85 Lacs against Rs.6.66 Lacs in the previous year. Due to these and other substantial factors, the accumulated losses of the company have been reduced to some extent and the net worth of the company has become positive in current year as compared to preceding year. All these above efforts reflect that the management of the Company is serious for revival of the company from the existing crisis. Hence, the management is hopeful to achieve better results in the ensuing year with new business activities.

3. **Dividend & Reserves:**

No dividend has been recommended by the Directors and consequently no amounts have been transferred to general reserves.

4. **Deposits:**

The company did not accept or renewed deposits from any one during the year under review.

5. **Directors:**

Sh. Krishna Kumar, Director retires by rotation at the forthcoming meeting and being eligible has offered himself for re-election. The Board recommends his re-appointment.

6. **Auditors' Report:**

The Auditors' Report is self-explanatory and the notes contained therein are mutually inclusive.

7. **Auditors:**

M/s Jayant Bansal & Co., Chartered Accountants, Ambala Cantt, presents Auditors of the company; vacate their office at the conclusion of the forthcoming Annual General Meeting. They being eligible have offered themselves for re-appointment for another term. The Directors recommend their re-appointment.

8. **Listing:**

The stocks of the Company are listed on Delhi Stock Exchange (RSE), Stock Exchange Mumbai, Stock Exchange, Ahmadabad and Jaipur Stock Exchange

9. **Listing Fees:**

The details of fees outstanding to be paid by the Company to the different Stock Exchanges are as below: -

S.NO.	NAME OF THE STOCK EXCHANGE	YEAR	AMOUNT DUE (IN RS.)
1.	Ahmedabad Stock Exchange, Ahmedabad	1997-98 to 2011-12	157500.00
2.	Jaipur Stock Exchange Limited, Jaipur	1997-98 to 2011-12	150000.00
		<b>TOTAL</b>	<b>307500.00</b>

10. **Corporate Governance:**

Pursuant to clause 49 of the Listing Agreement with the Stock Exchanges, the company has implemented the code of Corporate Governance during the year. The reports on Corporate Governance and Management Discussion and Analysis together with Compliance Certificate on the same are attached to this report.

Audit Committee, Remuneration committee and Shareholder's / Investor's grievances committee have been reconstituted / formed as per the SEBI / Stock Exchange Regulations.

11. **Particulars Pursuant to Section 217(I)(e) of the Companies Act, 1956:**

**(A)** Conservation of Energy & Technology Absorption: The Company has not been carrying on any manufacturing activities, hence this information is not applicable on the company during the year under review.

**(B.)** Foreign Exchange Earnings and Outgo: The Company did not spend any foreign exchange and also, did not earn any foreign exchange during the year under review.

12. **Particulars of Employees:**

There was no employee on the rolls of the company who drew remuneration in excess of the limits prescribed by the provisions of Section 217(2A) of the Companies Act, 1956 and the rules framed there under and hence, the particulars and NIL.

13. **Employer-Employee Relations:**

The employer-employee relations remained cordial during the year under review.

14. **Directors' Responsibility Statement:**

In compliance with the provisions of Section 217(2AA) of the Companies Act, 1956, the directors hereby confirm that:

- i) in preparing the Annual accounts of the year ending 31-03-2011 the applicable accounting standard have been followed and that no material departure have been made from the same;
- ii) they have 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 as at 31<sup>st</sup> March 2011 and of the profit of the Company for the period from 1<sup>st</sup> April 2010 to 31<sup>st</sup> March 2011;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities and
- iv) that the Directors have prepared the annual accounts on the going concern basis.

15. **Acknowledgements:**

The Directors wish to place on record their sincere thanks to the Bankers of the Company for their kind co-operation and the assistance extended to them. The Directors, also, wish to appreciate the dedicated work done by the Executives, Officers and Employees of all levels.

**Place: Ambala Cantt**

*Dated: 26-08-2011*

*By Order of the Board of*

*Sd/-*

Sunil Chandra  
**(Chairman)**



**SCAN PROJECTS LIMITED**  
**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**  
**REPORT ON CORPORATE GOVERNANCE (2010-11)**

1. **Company's Philosophy on code of Corporate Governance:**

Scan Projects Limited (Formerly Known as Ambala Cements Limited) believes that the code of corporate governance is a necessary discipline and a means of achieving and attaining the goals and objectives of the company and only proper governance implemented in the true spirit would lead to effectiveness and transparency in the functioning of a corporate. The Board of Directors supports the broad principles of corporate governance. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability and integrity.

2. **Board of Directors:**

The Company has a Non-executive Chairman. The Board of the company has a combination of Executive and Non-executive directors with a minimum of 50% of the board comprising of the non-executive directors. The Independent directors constitutes minimum one-third of the board's strength.

Composition and category of directors is as follows:

<b><u>Category</u></b>	<b><u>Name of the Director</u></b>
1. Executive directors	
• Promoters	Sh. Sunil Chandra (Managing Director)
	Sh. Pardeep Kumar Gupta (Director)
2. Non-Executive director	Sh. Krishan Kumar Gupta (Chairman)
3. Non-Executive Independent directors	Sh. Sanjay Sharma Sh. Om Parkash Bhola

3. **Attendance of each director at the board of directors meetings and the last annual**

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**general meeting:**

<b>Name of the Director</b>	<b>Board Meeting held</b>	<b>Board Meeting Attended</b>	<b>Attendance at Last AGM/EOGM</b>
Sh. Sunil Chandra	9	9	Present
Sh. Krishan Kumar	9	9	Present
Sh. Pardeep Kumar	9	9	Present
Sh. Sanjay Sharma	9	9	Present
Sh. Om Parkash Bhola	9	9	Present

4. **Number of other board of directorships, board committees he is a member or chairperson of:**

None of the directors on the Board are members or chairman of the committee of other companies in which they are directors.

5. **Number of Board Meetings held and the dates on which held:**

During the year the company has held nine boards of directors meetings. The dates on which the meetings were held are given below:

29-04-2010, 28-05-2010, 06-07-2010, 30-07-2010, 27-08-2010, 24-09-2010, 29-10-2010, 29-01-2011 and 24-03-2011

6. **Audit Committee:**

The company has an Audit Committee of the Board comprising of 3 Directors including 2 independent Directors. The member of the committee are as given below:

1. Sh. Sanjay Sharma [Chairman (independent)]
2. Sh. Om Parkash Bhola [Member (independent)]
3. Sh. Krishan Kumar Gupta [Member (Non-Executive Director)]

Sh. Sanjay Sharma is the chairman of the committee. The audit committee meets the requirements of both section 292 A of the Companies Act, 1956 and clause 49 of the listing Agreement. The committee has all the powers, duties and obligations conferred upon and vested in it in terms of Section 292A of the Companies Act, 1956 as amended from time to time and also such additional powers, functions/features, duties, obligations and discretions as is contained in Clause 49 of the listing agreement from time to time and as entered into by the company are listed and /or any other powers, duties and obligations that may be assigned from time to time by the Board of Directors and the said committee shall submit its reports, recommendations etc., to the Board of Directors on all matters.

The Audit Committee met Eight times during the year on 29-04-2010, 28-05-2010, 30-07-2010, 27-08-2010, 24-09-2010, 29-10-2010, 29-01-2011 and 24-03-2011. All the members of the committee were present at all the meetings held during the year.

7. **Remuneration Policy:**

On account of re-establishment of its business activities the volume of work of the company has been increased gradually. However, the management of the company has decided not to give any remuneration to the Executive or non-executive directors of the company in the current year. The remuneration policy are decided and approved by the Board of directors, hence a Remuneration Committee has not been constituted.

8. **Shareholder's/Investor's Grievance Committee:**

The Board has constituted a Share Transfer & Shareholders/Investors Grievance Committee to approve the Share Transfer, Transmission, Transposition of Name, Issue of Split/Duplicate Certificate and to review the status report on redressal of Shareholder and Investor complaints received by the company/Share Transfer Agent.

Composition, Name of Members and Chairman:

1. Sh Om Parkash Bholra (Non-Executive Independent Director) : Chairman
2. Sh. Pardeep Kumar Gupta (Director) : Member
3. Sh. Krishan Kumar Gupta (Non-Executive Director) : Member

Name & Designation of Compliance Officer: Sh. Sunil Chandra (Managing Director)

During the year the company has neither received any complaint from the shareholders nor received any request for Share Transfer from the shareholders of the company.

9. **General Body Meetings:**

Location and time, where last three Annual General Meetings were held:

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Year	Type of Meeting	Venue	Date	Time
2008-09	AGM	Village Jorian, Delhi Road, Yamunanagar	30-09-2008	10.30 A.M.
2009-10	AGM	Village Jorian, Delhi Road, Yamunanagar	25-09-2009	10.30 A.M.
	EGM	Village Jorian, Delhi Road, Yamunanagar	29-12-2009	3.00 P.M.
2010-11	AGM	Village Jorian, Delhi Road, Yamunanagar	30-09-2010	10.30 A.M.
	EOGM	Village Jorian, Delhi Road, Yamunanagar	04-11-2010	3.00 P.M.

- **Annual General Meeting:** No postal ballots were used/invited for voting at the last annual general meeting in respect of special resolution passed (if any). There are no special resolutions, which are proposed to be passed through postal ballot for the year under review.
- **Extraordinary General Meeting:** The postal ballots were used/invited for voting at this meeting in respect of following special resolutions, which were duly passed: -
  - Alteration of Objects Clause III (A) of Memorandum of Association of the Company.
  - Alteration of Objects Clause III (C) of Memorandum of Association of the Company.
  - Change in Name of the Company from “Ambala Cements Limited” to “Scan Projects Limited”
  - Commencement of Business contained in Clause III (C) of the Memorandum of Association.
  - Authorization to Board of Directors to give Loans to Chanderpur Renewal Power Company Private Limited and Chanderpur Works Private Limited.

The postal ballot were used for voting at the extraordinary general meeting in respect of above said special resolutions as per the provisions of the Companies Act, 1956 and the same has duly been passed in this meeting. The voting result of the postal ballot in respect of these special resolutions were favorable and the details of the same are as under: -

Voting pattern: 58 Members having paid-up value of the shares Rs.14602000/- (i.e. No. of shares 1460200 of Rs. 10/- each fully paid-up) have used the postal ballot right and received 100% voting in favor of the above said special resolution.

#### 10. **Disclosures:**

- Disclosures on materially significant related party transactions that may have potential conflict with the interests of the company at large:**  
During the year ended 31-03-2011, there were no materially significant related party transactions that may have potential conflict with the interest of the company at large. Other related party transactions have been reported at SI. No. 18 of Notes to Accounts.  
**Transactions with Non-executive Directors:**  
During the year, there are no transactions with non-executive directors.
- Details of non-compliance by the company:**  
There were neither instances of non-compliance by the company nor penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

11. **Means of Communication:**

Quarterly and Half-yearly results has been regularly prepared and submitted to the respective authorities well in time. However in respect of publication of the same in the News paper the same has not been done regularly, due to low volume of its transactions.

Management discussion and analysis forms part of the Director's Report.

12. **General Shareholder Information:**

<b>Annual General Meeting</b>	19 <sup>th</sup> Annual General Meeting
Day and Date	Thursday, 29 <sup>th</sup> September 2011
Time	10.30 A.M.
Venue	Village Jorian, Delhi Road, Yamunanagar – 135 001 (Haryana)

**Financial Calendar**

Un-audited Financial Results	
-First Quarter (30-06-2010)	Last week of July, 2010
-Half yearly (30-09-2010)	Last week of October, 2010
-Third Quarter (31-12-2010)	Last week of January, 2011

**Audited Financial Results**

-Fourth Quarter (31-03-2011)	Last week of May, 2011
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**Day of book Closure**

-Physical mode	24-09-2011 to 29-09-2011 (Both day inclusive)
Dividend	No dividend has been recommended by the Directors.

Listing on Stock Exchange	<ul style="list-style-type: none"><li>• Bombay Stock Exchange, Mumbai</li><li>• The Delhi Stock Exchange Association Limited</li><li>• Ahmedabad Stock Exchange, Ahmedabad (Listing fee for the period 1997-98 to 2011-12 is pending)</li><li>• Jaipur Stock Exchange Limited, Jaipur (Listing fee for the period 1997-98 to 2011-12 is pending)</li><li>•</li></ul>
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Registrar and Share Transfer Agents and Share Transfer System	The Company has not appointed any Share Transfer Agent and is having an in-house Share Transfer System.
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Market Price date-High/Low during each month of the year 2010-11	There is no trading in the shares of the company at the listing stock exchange since last so many years; hence this information is not available.
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**Distribution of Shareholding as on 31-03-2011**

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No. of Shares		No. of Shareholders		Shareholdings	
Form	To	Nos.	% to Total	Nos.	% to Total
1	500	94	35.61	36010	1.25
501	1000	76	28.79	71300	2.48
1001	2000	18	6.82	29900	1.04
2001	3000	9	3.41	23800	0.83
3001	4000	6	2.27	21200	0.74
4001	5000	12	4.54	58400	2.03
5001	10000	17	6.44	138600	4.82
10001	Above	32	12.12	2494090	86.81
		264	100.00	2873300	100.00

Factory Location

Hema Majra Road, Village Sohana  
P.O. Mullana, Distt. Ambala  
(Haryana)

Registered Office

Village Jorian, Delhi Road,  
Yamunanagar – 135 001  
(Haryana))

**SCAN PROJECTS LIMITED**

**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

**MANAGEMENT DISCUSSION AND ANALYSIS**

**1. INDUSTRY STRUCTURE AND DEVELOPMENTS:**

The Company had discontinued its main manufacturing activities (i.e. manufacturing of ordinary Portland cement) since Jan' 2002. Previously the company has started the new activities i.e. Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. and has achieved encouraging results since last year. The prospects of the present activities (i.e. erection, commissioning, installation and project drawing and designing work for setting up of projects related to cement, fertilizers, renewal power energy and other allied industries project) is good and encouraging. The company is already having good orders in hand at different locations and also expects to get better opportunities in the ensuing period. On the basis of that, the management of the company is quite hopeful to achieve better results in the coming years.

**2. OPPORTUNITIES, THREATS, RISKS AND CONCERN:**

In view of re-structured process initiated by the management of the company for its revival, the company has re-established its business activities during the previous year, by starting new business activities i.e. Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. Accordingly, the management has changed the name and main objects of the company as per their present activities. The Company has achieved the turnover of Rs.153.65 Lacs and Rs.476.38 Lacs during the year 2009-10 and 2010-11 respectively from these new business activities. All these above efforts reflect that the Management of the Company is serious for revival of the company from the existing crisis. Hence, the management is hopeful to achieve better results in the ensuing year with new business activities.

**3. SEGMENT WISE OR PRODUCT-WISE PERFORMANCE:**

The Company is engaged in single business activity (i.e. Erection, commissioning, supervision, project drawing and designing and trading of fabricating material, equipment parts and other material etc.) and there is no separate reportable segment. The Company has achieved the turnover of Rs.153.65 Lacs and Rs.476.38 Lacs during the year 2009-10 and 2010-11 respectively from its present business activities.

4. **OUTLOOK:**

In view of restructuring process initiated by the management of the company, the Company has already repaid all the dues towards Financial Institution/Bank under one time settlement scheme after disposing off substantial part of the fixed assets. Previously the company has started the new activities i.e. Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. and has achieved encouraging results since last year. The prospects of the present activities are encouraging. All these above efforts reflect that the Management of the Company is serious for revival of the company from the existing crisis. Hence, the management is hopeful to achieve better results in the ensuing year with new business activities.

5. **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

On account of re-establishment of its business activities by starting new business, the volume of work of the company has been increased gradually. Accordingly, the company has adopted adequate system of internal control commensurate with the size of the company and the nature of its business. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use or losses executing transactions with proper authorization and ensuring compliance of corporate policies. The company has an audit committee, the details of which are provided in the Corporate Governance Report. The audit committee reviews the internal control system and follows up on the implementation of corrective actions, if required. The committee also meets the company's statutory auditors to ascertain, inter alia their views on the adequacy of internal control system in the Company and keeps the Board of Directors informed of its major observations from time to time. The management also regularly reviews the utilization of fiscal resource, compliance with law, efficiencies, so as to ensure optimum utilization of resources and achieve better efficiencies.

6. **MATERIAL DEVELOPMENT IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:**

Due to starting of new business activities and re-establishing itself, the company, in order to meet its requirement, has increased its work force from 4 employees to 11 employees, in the year 2010-11. The company has taken efforts to set up and maintain an efficient work force. The company is taking steps towards maintaining a low attrition rate which it believes shall be achieved by investing in learning and development programmes for employees, competitive compensation, creating a compelling work environment, empowering



employees at all levels as well as a well-structured reward and recognition mechanism.

7. **CAUTIONARY STATEMENT:**

Statements in the management discussion and analysis may be “forward looking” statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company’s operations include economic conditions affecting demand/supply and price conditions in the domestic and international markets, changes in the Government regulations, tax laws, other statutes and other incidental factors.

**By Order of the Board of**

*Place: Ambala Cantt*  
**Dated: 26-08-2011**

*Sd/-*  
**Sunil Chandra**  
**(Chairman)**

## **CERTIFICATE**

To,

**The Member of**

**Scan Projects Limited.**

**(Formerly Known as Ambala Cements Limited),**

We have examined the compliance of conditions of corporate governance by **SCAN PROJECTS LIMITED (FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**, for the year ended on 31<sup>st</sup> March, 2011, as stipulated in clause 49 the Listing Agreement of the said company with stock exchanges.

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, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31<sup>st</sup> March, 2011 no investor grievances are pending against the Company for a period exceeding one month as per the records maintained by the company which are presented to the Shareholders/Investors Grievance Committee.

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.

**Place: Ambala City**

**for J. P. Jagdev & Co.,**

**Company Secretaries,**

**Date: 26-08-2011**

**Sd/-**

**(J. P. Jagdev)**

**Prop.**

**C. P. No. 2056**

To,

**The Members of,  
Scan Projects Limited  
(Formerly Known as Ambala Cements Limited),  
Village Jorian, Delhi Road,  
Yamuna Nagar-135 001  
(Haryana)**

**Ref.: Audit of accounts for the year ended 31<sup>st</sup> March 2011.**

**Gentlemen,**

We have audited the attached Balance Sheet of **SCAN PROJECTS LIMITED (FORMERLY KNOWN AS AMBALA CEMENTS LIMITED), YAMUNANAGAR** as at 31<sup>st</sup> March, 2011 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.

1. We conducted the audit in accordance with 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.
2. As required by the Companies (Auditors' Report) Order, 2003 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-I a statement on the matters specified in paragraphs 4 and 5 of the said order.
3. Further to our comments in the Annexure referred to above, we report that: -
  - (i) We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit;

- (ii) In our opinion, proper books of accounts as required by the law, has been kept by the company so far as appears from our examination of those books of the company;
- (iii) The Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
- (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 3(C ) of section 211 of the Companies Act, 1956;
- (v) On the basis of the written representations received from the directors, as on 31<sup>st</sup> March, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2011 from being appointed as a director under Section 274(1)(g) of the Companies Act, 1956;
- (vi) In our opinion and to the best of our information and according to the explanation given to us, the said financial statements read together with the notes thereon, 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 31<sup>st</sup> March 2011 and
  - (b) In the case of Profit and Loss Account, of the Profit for the year ended on that date.
  - (c) In the cash flow statement, of the cash flow for the year ended on that date.

**Place: Ambala Cantt**

**Date: 27-05-2011**

**For Jayant Bansal & Co.,**

**Chartered Accountants**

**Sd/-**

**JAYANT BANSAL**

**(PARTNER)**

**ANNEXURE I REFERRED TO IN PARAGRAPH 2 OF AUDITOR'S REPORT OF EVEN DATE ON THE  
ACCOUNTS OF AMBALA CEMENTS LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2011**

1.
  - (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets
  - (b) As explained to us that, the Company has regular programme of physical verification of its assets. In accordance with this programme the fixed assets were verified by the responsible staff during the year at regular intervals of time. No material discrepancies were noticed on such verification. In our opinion, this periodicity of verification is reasonable having regard to the size of the company and nature of its assets.
  - (c) In view of re-structured process initiated by the management of the company, the company has re-established its business activities by starting new activities on regular basis during the previous year which has led to the revival of the company. The company has not disposed off substantial part of fixed assets during the year which affect the going concern concept of the company.
  
2.
  - (a) As explained to us that, the Company is engaged in new business activities (i.e. Errection, commissioning & supervision services and trading of fabricating material, machinery parts and other items etc) and holds stock of consumable stores & spares and finished/traded goods, which have been physically verified at frequent intervals during the year by the management and in our opinion, the frequency of verification is reasonable.
  - (b) The procedure of physical verification of inventories followed by the management regarding new activities, are reasonable and adequate in relation to the size of the company and the nature of its business.
  - (c) The company has maintained proper records of inventories and the discrepancies noticed on the physical verification of stocks as compared to book records, which in our opinion were not material, have been properly dealt with in the books of accounts.
  
3.
  - (a) The company has not granted any loans, secured or unsecured, to companies, firms and other parties listed in the register maintained under section 301 of the Companies Act, 1956, where the rate of interest and other terms and conditions are, prima facie, prejudicial to the interest of the company.
  - (b) The company has not taken loans, secured or unsecured, from companies, firms and other parties listed in the register maintained under section 301 of the Companies Act, 1956, where the rate of interest and terms and conditions are, prima facie, prejudicial to the interest of the company.
  
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls with regards to purchase of inventories, fixed assets and for sale of goods and services.

5.
  - (a) According to the information and explanation given to us and as confirmed by the Managing Director of the company, we are of the opinion that the particulars of contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956, have been so entered.
  - (b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956, have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
  
6. In our opinion and according to the information and explanation given to us, the company has complied with the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975, with regard to the deposits accepted from the public. We are also informed that, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or Any Court or any other Tribunal.
  
7. In our opinion and according to the information and explanation given to us, the company has internal audit system commensurate with the size of the company and nature of its business.
  
  
  
  
  
  
  
  
  
  
8. According to the information and explanations given to us, in respect of the company the Central Government has not prescribed rules for maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any products of the company's new business activities.
  
  
  
  
  
  
  
  
  
  
9.
  - (a) According to the records of the company and as per information and explanation given to us, the company is generally regular in depositing undisputed statutory dues including Provident Fund, investor education and protection fund, Employee's State Insurance Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with appropriate authorities.
  
  - (b) According to the information and explanation given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess applicable to it were in arrears, as at 31-03-2011 for a period more than six months from the date they became payable except Central Excise Duty amounting to Rs. 357489.19 (for the year 2002-03) against which the company has paid Rs. 200000.00 and the balance is yet to be paid, because the case is pending before the appellat authority

for settlement. The details of the other cases are given below: -

<b>PARTICULARS</b>	<b>PERIOD</b>	<b>AMOUNT DUE</b>	<b>STATUS AS ON 31/03/2011</b>
<u>-Stock exchange listing fee:</u>			
The Stock Exchange Ahmedabad	1997- 2011	147000.00	Yet to be paid
Jaipur Stock Exchange	1997- 2011	140000.00	-do-

(C ) According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess applicable to it, which have not been deposited on account of any dispute as on 31-03-2011 except excise duty. The details of which are given below: -

<b>PARTICULARS</b>	<b>NATURES OF DUES</b>	<b>YEAR TO WHICH IT RELATES</b>	<b>AMOUNT</b>	<b>FORUM WHERE DISPUTE IS PENDING</b>
Central Excise Duty	Difference in rate of excise duty	1991-1993  (arising in the year 2002-03)	357489.19  (against that Rs. 200000/- has been paid)	Central Excise and Service Tax Appellate Tribunal

10. As per the information and explanation given to us and on an overall examination of the financial statements of the company for the current and immediately preceding financial year, we report that the total accumulated losses of the company as on 31-03-2011 is Rs.27360452.09 (Previous year Rs.40245684.89). The net worth of the company has become positive, due to earning of profits during the current year. However, the total accumulated losses at the end of the financial year are still more than 50% of the total net worth. The company has incurred cash profit of Rs.13347587.80 in the current year and Rs.854874.90 in the immediately preceding financial year.
  
11. As per the information and explanation given to us, that the company had repaid all its old dues towards Lloyd Finance Ltd., Chandigarh under one time settlement during the year. In

respect of new loans raised by the company during the year from the bank, the company has not defaulted in the payment of dues and the dealings are regular. However, the company does not have any borrowings in the form of debentures.

12. As per the information and explanation given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities to anybody during the year.
13. 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 Companies (Auditors' Report) Order, 2003 are not applicable to the company.
14. According to the information and explanation given to us, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.
15. According to the information and explanation given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.
16. According to the records of the company the term loan raised during the year has been applied for the purpose for which they were raised.
17. According to the information and explanation 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 has been used for long term investments.
18. According to the information and explanations given to us, during the year the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The company has not issued any debentures during the year which requires the creation of security. Therefore, paragraph 4(xix) of the Companies (Auditors' Report) Order, 2003 is not applicable to the company.
20. The company has not raised any money by way of public issues during the year for which the



management has to disclose the end use of money raised through the public issue. Therefore, paragraph 4(xx) of the Companies (Auditors' Report) Order, 2003, is not applicable to the company.

21. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

**Place: Ambala Cantt**

**Date: 27-05-2011**

**For Jayant Bansal & Co.,**

**Chartered Accountants**

**Sd/-**

**JAYANT BANSAL**

**(PARTNER)**

**M/S SCAN PROJECTS LIMITED,  
YAMUNANAGAR  
(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)  
BALANCE SHEET AS ON 31ST MARCH 2011**

PARTICULARS	SCHEDULE	AS AT 31/03/2011 (RS.)	AS AT 31/03/2010 (RS.)
<b><u>SOURCES OF FUNDS</u></b>			
<u>Shareholders' fund</u>			
-Share Capital	<b>A</b>	39990500.00	39990500
-Reserves and Surplus	<b>B</b>	<u>1500000.00</u>	<u>1500000</u>
		41490500.00	41490500
<u>Loan Funds</u>			
-Secured Loans	<b>C</b>	<u>595134.71</u>	<u>1298601</u>
		595134.71	1298601
Deferred Tax Liability (Net)		24048.00	0
	<b>TOTAL RS.</b>	<u><u>42109682.71</u></u>	<u><u>42789101</u></u>
<b><u>APPLICATION OF FUNDS</u></b>			
<u>Fixed Assets</u>			
-Gross Block	<b>D</b>	10699139.77	8948311
Less : Depreciation		<u>5523248.81</u>	<u>5060894</u>
-Net Block		5175890.96	3887417
-Agriculture expenses incurred		<u>29172.00</u>	<u>29172</u>
		5205062.96	3916589
<u>Current Assets, Loans and Advances</u>			
-Inventories	<b>E</b>	112910.00	63410
-Cash and Bank Balances		8747357.23	18691316
-Sundry Debtors		2971257.00	10974768
-Loans and Advances		<u>10238219.89</u>	<u>568750</u>
		22069744.12	30298244
<u>Less: Current Liabilities and Provisions</u>			
-Liabilities	<b>F</b>	12100818.27	31313928
-Provisions		<u>424758.19</u>	<u>357489</u>
		12525576.46	31671417
Net Current Assets		9544167.66	(1373173)
Balance as per Profit and Loss Account		27360452.09	40245685
	<b>TOTAL RS.</b>	<u><u>42109682.71</u></u>	<u><u>42789101</u></u>

**Notes on Accounts**

**M**

0.00

0

**As per our report on even dated attached  
For Jayant Bansal & Co.,**

**Chartered Accountants**

**(JAYANT BANSAL)**

**PARTNER**

**Place: Ambala Cantt**

**Dated: 27/05/2011**

**For and on behalf of the Board**

**SUNIL  
CHANDRA  
(MANAGING DIRECTOR)**

**KRISHAN  
KUMAR  
(DIRECTOR)**

**M/S SCAN PROJECTS LIMITED,  
YAMUNANAGAR  
(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)  
PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2011**

PARTICULARS	SCHEDULE	FOR THE YEAR ENDED 31/03/2011 (RS.)	FOR THE YEAR ENDED 31/03/2010 (RS.)
<b><u>INCOME</u></b>			
-Sales (Traded goods)		24470577.40	14589149
-Errection, Commissioning, Supervision, Project Drawing and Designing Charges Received		23167500.00	2600000
-Other Income	L	738738.17	385841
-Increase/(Decrease) in stocks (I.e. finished/semi-finished goods)	G	0.00	(2294633)
	<b>TOTAL RS...</b>	<b>48376815.57</b>	<b>15280358</b>
<b><u>EXPENDITURE</u></b>			
-Raw Material Consumed (Traded Goods)	H	19699582.00	12151816
-Direct Operation Expenses against Errection, Commissioning, Supervision, Project Drawing and Designing Services	I	13366743.00	889537
-Administrative, Selling and Other Expenses	J	1434002.14	220869
-Interest and Other Financial Charges	K	39938.33	625
-Depreciation		462355.00	188971
	<b>TOTAL RS...</b>	<b>35002620.47</b>	<b>13451818</b>
<b>NET PROFIT BEFORE TAX AND EXCEPTIONAL ITEMS</b>		<b>13374195.10</b>	<b>1828540</b>
<b>Add/(Less) : Exceptional items</b>			
- Profit/(Loss) on sale of fixed assets [Refer Note No. 11]		(730535.28)	(809971)
-Profit/(Loss) on sales of assets under capital work in progress i.e. new expansion scheme		0.00	(352665)
-Adjustment of unpaid interest waived by the Lloyd Finance Limited under one time settlement [Refer Note No.10]		265620.98	0
		(464914.30)	(1162636)
<b>NET PROFIT FOR THE YEAR BEFORE TAX</b>		<b>12909280.80</b>	<b>665904</b>
LESS : Provision for Current Taxation [Refer Note No. 15]		0.00	0
Provision for Deferred Tax Liability (Net) [Refer Note No.15]		24048.00	0
<b>NET PROFIT FOR THE YEAR AFTER TAX</b>		<b>12885232.80</b>	<b>665904</b>
<b>BALANCE CARRIED FORWARD FROM LAST YR. BALANCE SHEET</b>		<b>(40245684.89)</b>	<b>(40911589)</b>
<b>BALANCE AVAILABLE FOR APPROPRIATIONS</b>		<b>(27360452.09)</b>	<b>(40245685)</b>
APPROPRIATIONS (if any)		0.00	0

**BALANCE CARRIED OVER TO BALANCE SHEET**

(27360452.09)

(40245685)

**EARNING PER SHARES:**

-Basic and Diluted EPS before Exceptional items  
(not to be annualized)

4.65

0.64

-Basic and Diluted EPS after Exceptional items  
(not to be annualized)

4.48

0.23

-Number of Shares used in computing earning per  
Share

2873300

2873300

**NOTES ON ACCOUNTS**

**M**

**As per our report on even dated attached  
For Jayant Bansal & Co.,**

**Chartered Accountants**

**(JAYANT BANSAL)**

**PARTNER**

**Place: Ambala Cantt**

**Dated: 27/05/2011**

**For and on behalf of the Board**

**SUNIL  
CHANDRA  
(MANAGING DIRECTOR)**

**KRISHAN  
KUMAR  
(DIRECTOR)**

**M/S SCAN PROJECTS LIMITED, YAMUNANAGAR**  
**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**  
**STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2011**

	<b>YEAR ENDED</b> <b>31-03-2011</b>	<b>YEAR ENDED</b> <b>31-03-2010</b>
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
-Net Profit/(Loss) before tax	12909281	665904
-Adjustment for:-		
Depreciation	462355	188971
Provision for Retirement Gratuity Benefit to employees	67269	0
Interest Expenses	39938	625
( Profit)/Loss on Sale of Assets	730535	1162636
Interest Income	(423738)	(9041)
	<u>876359</u>	<u>1343191</u>
<b>Operating profit before working capital changes</b>	<b>13785640</b>	<b>2009094</b>
<b>Adjustment for changes in working capital:-</b>		
-(Increase)/Decrease in Sundry Debtors	8003511	(9919630)
-(Increase)/Decrease in Inventories	(49500)	3337977
-(Increase)/Decrease in Loans & Advances	(8886769)	1646480
-Increase/(Decrease) in Current Liabilities	(19213109)	28791598
	<u>(20145867)</u>	<u>23856425</u>
<b>Cash generated from operation</b>	<b>(6360227)</b>	<b>25865519</b>
i) Interest paid	(39938)	(625)
ii) Direct taxes paid	(564701)	(14000)
	<u>(604639)</u>	<u>(14625)</u>
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(6964866)</b>	<b>25850894</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
-Sale Proceed of fixed assets/refund of Capital advances received	0	2293530
-Investment in Fixed Deposits with bank	(381364)	(5509041)
-Purchase of Fixed Assets	(2481364)	(41391)
-Increase in Security Deposits	(218000)	0
-Agriculture expenditure incurred	0	(29172)
-Interest Income	423738	9041
	<u>(2656990)</u>	<u>(3277033)</u>
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>(2656990)</b>	<b>(3277033)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
-Proceeds from long term borrowings	660000	0
-Repayment of long term borrowings	(1097845)	0
-Amount of unpaid interest waived by the Bank/Lloyd Finance Ltd. under one time		

settlement scheme	(265621)	(60000)
-Increase/(Decrease) in Bank Borrowings	<u>0</u>	<u>(10239832)</u>
	(703466)	(10299832)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b><u>(703466)</u></b>	<b><u>(10299832)</u></b>
<b>NET CASH FLOW DURING THE YEAR (A+B+C)</b>	<b>(10325323)</b>	<b>12274030</b>
<b>Cash and Cash Equivalent (Opening Balance)</b>	<b>13182275</b>	<b>908245</b>
<b>Cash and Cash Equivalent (Closing Balance)</b>	<b>2856952</b>	<b>13182275</b>
	0	0

As per our report on even dated attached  
For Jayant Bansal & Co.,  
Chartered Accountants

(JAYANT BANSAL)  
PARTNER

Place: Ambala Cantt  
Dated: 27/05/2011

For and on behalf of the Board

SUNIL CHANDRA  
(MANAGING DIRECTOR)

KRISHAN KUMAR  
(DIRECTOR)

M/S SCAN PROJECTS LIMITED,  
YAMUNANAGAR

**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

**SCHEDULE ATTACHED TO AND FORMING PART OF THE BALANCE SHEET AND PROFIT & LOSS ACCOUNT**

PARTICULARS	SCHEDULE	AS AT 31/03/2011 (RS.)	AS AT 31/03/2010 (RS.)
<b><u>SCHEDULE "A" SHARE CAPITAL</u></b>			
<b><u>Authorised</u></b>			
6000000 Equity Shares of Rs. 10/- each		<u>60000000.00</u>	<u>60000000</u>
<b><u>Issued, Subscribed and paid up</u></b>			
2873300 Equity Shares of Rs. 10/- each fully paid up		28733000.00	28733000
Add : Forfeited 2138400 Equity shares (Amount originally paid up)		11257500.00	11257500
	<b>TOTAL RS.</b>	<u><b>39990500.00</b></u>	<u><b>39990500</b></u>

Note: The Company has forfeited 2138400 Equity Shares (against which the call money amounting to Rs.10126500.00 were in arrears) in the Board of Directors meeting held on 24/03/2001, in the terms of Articles of Association of the company, in consequence of having failed to pay the call money due thereon on 12/03/2001.

**SCHEDULE "B" RESERVES & SURPLUS**

**Capital Reserves: -**

-Capital Investment Subsidy received		1500000.00	1500000
	<b>TOTAL RS.</b>	<u><b>1500000.00</b></u>	<u><b>1500000</b></u>

**SCHEDULE "C" SECURED LOANS**

**HIRE PURCHASE LOAN FROM:**

-Lloyd Finance Ltd., Chandigarh		0.00	1298601
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**TERM LOANS:**

-HDFC Bank Limited, Yamunanagar (Crane Loan)		595134.71	0
	<b>TOTAL RS.</b>	<u><b>595134.71</b></u>	<u><b>1298601</b></u>

Notes 1) The Crane Loan from HDFC Bank Limited, Yamunanagar are secured against hypothecation of crane along with the personal guarantee given by the directors of the company.

2) Amount due within one year on HDFC Bank Limited Crane Loan is Rs.209967.73



**M/S SCAN PROJECTS LIMITED,  
YAMUNANAGAR  
(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

PARTICULARS	SCHEDULE	AS AT 31/03/2011 (RS.)	AS AT 31/03/2010 (RS.)
<b><u>SCHEDULE "E" CURRENT ASSETS, LOANS AND ADVANCES</u></b>			
<b><u>CURRENT ASSETS</u></b>			
-Inventories (as taken, valued and certified by the Management)			
Finished/Traded goods	0.00		0
Consumable Stores and spares etc.	112910.00		63410
		112910.00	63410
<b>Sundry Debtors</b> (unsecured but considered good)			
-Debts outstanding for a period exceeding six months			
	3225878.50		1633720
-Other Debts	1218626.00		10814296
	4444504.50		12448016
Less : Provision for bad and doubtful debts	1473247.50		1473248
		2971257.00	10974768
<b>Cash and Bank Balances</b>			
-Cash in hand			
	19113.67		157024
-Balances with Banks in current accounts			
	2837838.10		12705251
-Fixed Deposit with HDFC Bank Ltd., Yamuna Nagar (including interest)			
	5890405.46		5509041
-Fixed deposit with Lloyd Finance Ltd., Chandigarh (Interest free)			
	0.00		320000
		8747357.23	18691316
<b><u>LOANS AND ADVANCES</u></b>			
(Unsecured but considered good)			
-Security Deposits			
	228126.00		10126
-Advance recoverable in cash or kind or for value to be received			
	8389722.07		326442
-MODVAT on capital goods receivable			
	0.00		16980
-Central Excise Duty recoverable (i.e. against disputed liability for year 2002-03)			
	200000.00		200000
-Prepaid expenses			
	339283.00		1202
-Income tax deducted at source (Including earlier year Rs.14000.00)			
	578700.82		14000
-Balance of Service Tax Recoverable from the Department			
	502388.00		0
		10238219.89	568750
<b>TOTAL RS.</b>		<b>22069744.12</b>	<b>30298244</b>

**SCHEDULE "F" OF CURRENT LIABILITIES AND PROVISIONS****CURRENT LIABILITIES**

-Sundry Creditors for Raw Material and stores	1738623.27		11494597
-Advance received from customers	8415874.00		18235200
-Other Creditors	526041.00		354138
-Expenses Payable	1225102.00		1168537
-Income Tax deducted at source payable	195178.00		61456
		12100818.27	31313928

**PROVISIONS**

-Provision for disputed excise duty for the yr (2002-03)	357489.19		357489
-Provision for Retirement Gratuity Benefit to Employees	67269.00		0
		424758.19	357489
<b>TOTAL RS.</b>		<b>12525576.46</b>	<b>31671417</b>

**SCHEDULE "G" INCREASE/(DECREASE) IN STOCKS****FINISHED GOODS**

-Opening Stock (as on 01-04-10)	0.00		37500
Less : Closing Stock	0.00		0
		0.00	(37500)

**SEMI-FINISHED GOODS**

-Opening Stock (as on 01-04-10)	0.00		2257133
Less : Closing Stock	0.00		0
		0.00	(2257133)
<b>TOTAL RS.</b>		<b>0.00</b>	<b>(2294633)</b>

**SCHEDULE "H" RAW MATERIAL CONSUMED****RAW MATERIAL CONSUMED**

-Opening Stock (as on 01-04-10)	0.00		759457
Add : Purchases during the year	0.00		0
	0.00		759457
Less : Closing Stock	0.00		0
		0.00	759457

**SEMI-FINISHED GOODS CONSUMED (CLINKER)**

-Opening Stock (as on 01-04-10)	0.00		283887
Add : Purchases during the year	0.00		0
	0.00		283887
Less : Closing Stock	0.00		0

0.00 283887

**TRADED GOODS**

-Opening Stock (as on 01-04-10)	0.00	0
Add : Purchases during the year	19699582.00	11108472
	<u>19699582.00</u>	<u>11108472</u>
Less : Closing Stock	0.00	0
	<u>19699582.00</u>	<u>11108472</u>
<b>TOTAL RS.</b>	<b><u>19699582.00</u></b>	<b><u>12151816</u></b>

**SCHEDULE "I" DIRECT OPERATION EXPENSES AGAINST ERRECTION COMMISIONING, SUPERVISION, PROJECT DRAWING AND DESIGNING SERVICES**

-Salary & Wages with Amenities to Staff	4433890.00	252413
-Staff and Labour Welfare	246667.00	0
-Travelling and Conveyance Charges	531795.00	22568
-Errection and Commissioning Charges paid	5687695.00	0
-Civil Drawing and Designing Charges paid	370085.00	614556
-Machinery and Equipment Running and Maintenance/Hire Charges	1103140.00	0
-Consumable Store and Spares Consumed	749104.00	0
-Insurance Charges	186477.00	0
-Telephone Expenses at Site	28150.00	0
-Electricity Charges at site	29740.00	0
	<u>13366743.00</u>	<u>889537</u>
<b>TOTAL RS.</b>	<b><u>13366743.00</u></b>	<b><u>889537</u></b>

**SCHEDULE "J" ADMINISTRATIVE, SELLING AND OTHER EXPENSES**

-Salary and Amenities to Staff	303918.00	72000
-Staff and Labour Welfare	0.00	874
-Provision for Retirement Gratuity Benefit to Employees	67269.00	0
-Travelling and Conveyance Expenses (Others)	202303.00	33297
-Printing and Stationery	32395.00	4028
-Postage and Courier Charges	1336.00	4147
-Telephone Expenses	948.00	0
-Electricity Charges	8021.00	0
-Legal and Professional Charges	36135.00	31545
-Auditor's Remuneration	85000.00	19500
-Office Rent	447000.00	30000
-Office Repair and Maintenance	171637.00	0
-Insurance Charges	1590.00	98
-Stock Exchange Listing Fee	49054.00	49318
-National Securities Depository Limited Fee	16545.00	16545
-Miscellaneous Expenses	34234.00	17530

-Duties and Taxes	814.00	0
-Subscription and Membership Fee	2206.00	1103
-Advertisement and Publicity	0.00	7474
-Additional Sales Tax paid (A.Y. 2006-07)	0.00	15300
-Short and Excess Recoveries	0.97	194
	<u>1460405.97</u>	<u>302953</u>
<u>Less :</u>		
-Unrecoverable balances written back	26403.83	82085
<b>TOTAL RS.</b>	<b><u>1434002.14</u></b>	<b><u>220869</u></b>

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**SCHEDULE "K" INTEREST AND OTHER FINANCIAL CHARGES**

**-Interest Paid to:**

Bank on Crane Loan	24134.71	0
Bank on Overdraft Facility	12302.62	0
Department on late payment of Tax Deducted at Source	<u>1482.00</u>	<u>18</u>
	37919.33	18
-Bank Charges	2019.00	607
<b>TOTAL RS.</b>	<b><u>39938.33</u></b>	<b><u>625</u></b>

**SCHEDULE "L" OTHER INCOME**

-Machinery/Equipment Lease Rent Received	210000.00	200000
-Land and Building Lease Rent Received	105000.00	146800
-Miscellaneous Income (i.e. agriculture income old trees)	0.00	30000
-Interest received on Fixed Deposit with Bank	423738.17	9041
<b>TOTAL RS.</b>	<b><u>738738.17</u></b>	<b><u>385841</u></b>

As per our report on even dated attached

For Jayant Bansal & Co.,

Chartered Accountants

(JAYANT BANSAL)

PARTNER

Place: Ambala Cantt

Dated: 27/05/2011

For and on behalf of the Board

SUNIL  
CHANDRA  
(MANAGING DIRECTOR)

KRISHAN  
KUMAR  
(DIRECTOR)

**SCAN PROJECTS LIMITED, YAMUNANAGAR**  
**(FORMERLY KNOWN AS AMBALA CEMENTS LIMITED)**

**SCHEDULE "M" NOTES ON ACCOUNTS ANNEXED TO AND FORMING PART OF THE**  
**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2011 AND THE PROFIT AND LOSS ACCOUNT FOR THE**  
**YEAR ENDED ON THAT DATE**

1.

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A) FIXED ASSETS:**

- i) Fixed Assets have been stated at historical cost less depreciation. Expenses directly related to the construction or acquisition of the fixed assets have been capitalized and added to the particular assets. Pre-operative expenses incurred till the date of capitalization have been apportioned on pro-rata basis. Items of fixed assets not capitalized and other pre-operative expenses to the extent not apportioned are shown under the head "Capital work in progress".
- ii) The depreciation has been provided on fixed assets on W.D.V. basis at the rates specified in Schedule XIV of the Companies Act, 1956 as revised vide notification no. GSR No. 756 (E) dated 16-12-1993 issued by the Department of Company Affairs. Depreciation in respect of addition/deduction to fixed assets during the year has been charged on pro-rata basis.

**B)**

**GENERAL**

- i) The accounts of the company are prepared on historical cost basis and on the accounting principles of going concern concept.
- ii) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

**C)**

**REVENUE RECOGNITION**

- i) Revenues from the sale of traded goods i.e. fabricating material, equipment parts and other items etc. are recognized upon delivery, which is when title passes to the customer.
- ii) Revenue from erection, commissioning, supervision, project drawing and designing services/related project is recognized as follows:
  - a) Cost plus contracts: Contract revenue is determined by adding the aggregate cost plus proportionate margin as agreed with the customer.
  - b) Fixed price contract revenue is recognized by adding the aggregate cost and proportionate margin using the percentage completion method. Percentage of completion is determined as a proportion of cost incurred-to-date to the total estimated contract cost.
  - c) Full provision is made for any loss in the period in which it is foreseen.
- iii) Revenue from maintenance contracts are recognized pro-rata over the period of contract.
- iv) Interest income is accounted at applicable rates on respective investment.
- v) Other items of income are accounted as and when the right to receive arises.

**D)**

**VALUATION OF INVENTORIES**

Inventories are valued as under: -

-Stores, spares, loose tools and other items                      At cost or net realizable value whichever is less.

-Finished/Traded goods    At cost or net realizable value whichever is less.

Project and erection/commissioning related work-in-progress is valued at cost till such time the outcome of the job cannot be ascertained reliably and at realizable value thereafter.

E) **MISCELLANEOUS EXPENDITURE**

- i) Preliminary expenses are being written off over a period of 10 years.
- ii) Share issue expenditure is being amortized from the year of commercial production over a period of 10 years.

F) **EXCISE AND OTHER DUTIES**

Excise duty is accounted on finished goods on clearance thereof. CENVAT benefit is accounted for by reducing the purchase cost of material/fixed assets.

G) **GOVERNMENT GRANTS/SUBSIDY**

The grants relating to particular fixed assets are shown as deduction from the gross value of fixed assets and those of the nature of Project Subsidy (capital investment state subsidy) are credited to capital reserves.

H)

**ACCOUNTING STANDARDS**

The Accounts for the year ended 31-03-2011 have been prepared in compliance with the applicable accounting standards referred to in section 211(3C) of the Companies Act, 1956.

I)

**CONTINGENT LIABILITIES**

Un-provided contingent liabilities are disclosed in the accounts by way of notes, giving nature and quantum of such liability.

J)

**RETIREMENT BENEFIT**

- (i) Retirement benefits in the form of Provident Fund and Family Pension Fund schemes whether in pursuance of any law or otherwise is accounted on accrual basis and charged to the Profit and Loss Account of the year.
- (ii) The retirement gratuity benefits to employees under the Payment of Gratuity Act, 1972 has been accounted for on accruing basis.
- (iii) Leave encashment benefit is considered and provided, based on actual as at the end of the financial year.

K) **PROJECT DEVELOPMENT EXPENSES PENDING ADJUSTMENT**

Expenditure incurred during the developmental and preliminary stages of the Company's new expansion/diversification project are carried forward. However, if any project is abandoned, the expenditure relevant to such project is written off through the natural heads of expenses in which it is so abandoned.

L)

**TAXATION**

- (i) Provision is made for current income tax liability, which is likely to arise as the results for the period at the current rate of tax in accordance with the provisions of the Income Tax Act, 1961.
- (ii) Provisions is made for taxation deferred as a result of material timing difference between the incidence of income and expenditure for taxation and accounts purposes, using the liability/assets method, only to the extent that, in the opinion of the directors, there is a reasonable probability that a liability/asset will

crystallize in the near future.

- (iii) In the event of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realize these assets.

#### M) IMPAIRMENT

At each Balance Sheet date, the management reviews the carrying amounts of its assets to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the assets and from its disposal and discounted to their present value using a pre-tax discounted rate that reflects the current market assessments of time value of money and risks specific to the asset.

Reversal of impairment loss is recognized immediately as income in the Profit and loss Account.

2. Contingent liabilities not provided as on 31-03-2011 is NIL.
3. Previous year figures have been regrouped and rearranged to make their classification comparable with that of the current year.
4. In the opinion of the Board, the current assets, loans and advances are approximately of the value as stated, if realized in the ordinary course of business. The provisions for all known liabilities are adequate and not in excess of the amount considered necessary.
5. Sundry Debtors/loans and advances includes:

	Current Year	Previous year
Debts due by company/firm in which some of the directors of the company have substantial interest	1218626.00	8821365

6. The balance appearing under the head Sundry Creditors, other creditors, advances recoverable and sundry debtors are subject to confirmation.
7. As explained to us, the company has no confirmed information with respect to all of its suppliers, whether they constitute Micro, small & medium enterprises and therefore the amount due to these suppliers cannot be ascertained.
8. The name of the Company has been changed from "Ambala Cements Limited" to "Scan Projects Limited" vide special Resolution dated 4/11/2010 passed by way of Postal Ballot, and fresh certificate of incorporation has been issued by the Registrar of Companies NCT of Delhi & Haryana on 9<sup>th</sup> December 2010.
9. The main objects of the company has also been altered according to the present activities conducted by the company vide special Resolution dated 04/11/2010 passed by way of Postal Ballot and the same has duly been registered by the Registrar of Companies NCT of Delhi & Haryana on 25<sup>th</sup> November 2010.
10. During the year, the company has repaid all the dues of the Lloyd Finance Limited under one time settlement scheme. Out of the total outstanding amount of Rs.1298600.98 (i.e. overdue interest amounting to Rs.364310.00 and principal Rs.934290.98) towards Lloyd Finance Limited, the company has repaid Rs.1032980.00 (i.e. Principal Rs.934290.98 and overdue interest Rs.98689.02) under one time settlement. The balance unpaid interest of Rs.265620.98 has been waived off by lending company. So, the amount of unpaid interest waived off by Lloyd Finance Limited has been written back by the Company by crediting to profit & loss account as exceptional items during the current period.
11. During the year the company has transferred all the assets of Independent Electric Feeder line (11KV) worth Rs.730535.28 to Electricity Board due to surrender of Electric connection by the company. Hence Rs.730535.28

has been debited to Profit and Loss account as loss during the year.

12. In respect of provision for retirement gratuity benefits to employees, the company has decided to give the benefit out of its own funds and creates the provision of Rs.67269.00 by charging to profit and loss account as accruing liability during the year. Due to few persons being employed in the company, the accruing liability has been calculated as per method on the assumption that such benefits are payable to all the employees at the end of the accounting year, reviewable every year.
13. The Company had discontinued its main manufacturing activities (i.e. manufacturing of ordinary Portland cement) since Jan' 2002. Previously the company has started the new activities i.e. Erection, commissioning, supervision, project drawing and designing services and trading of fabricating material, equipment parts and other items etc. Accordingly, the management has changed the name and main objects of the company as per their present activities and all the current year revenue is related to new activities.
14. The Company is engaged in single business activity (i.e. Erection, commissioning, supervision, project drawing and designing and Trading of fabricating material, equipment parts and other material etc.) and there is no separate reportable segment as per AS-17.

15. **Deferred Tax Liability (Net)**

a) In accordance with the Accounting Standard 22 "Accounting for taxes on income" the deferred taxation Rs.24048.00 has been created by debiting to Profit and Loss Account during the current year and the total accumulated deferred taxation (Net) as on 31-03-2011 amounts to Rs.24048.00 The details are as under: -

	<b>Deferred Tax Liability as on</b>	
	<b>31-03-2011</b>	<b>31-03-2010</b>
<b><u>DEFERRED TAX LIABILITY</u></b>		
As at the beginning		
(due to difference between book and income tax depreciation)	0.00	0.00
Add: Deferred Tax Liability Created / (Adjusted) during the current year due to difference between book and income tax depreciation)	44834.00	0.00
	44834.00	0.00
Less: Deferred Tax Assets Created / (Adjusted) during the current year due to provision for Retirement Gratuity Benefit to employees)	20786.00	0.00
<b>Deferred Tax Liability (Net)</b>	<b>24048.00</b>	<b>0.00</b>

b) The Company has not made the provision for Deferred Tax Assets against unabsorbed depreciation/business losses, the same has not been recognized due to uncertainty in future taxable income.



c) Provision for taxation on current profits: No provision for taxation has been made in view of nil taxable income due to unabsorbed depreciation/business losses. Moreover, the provision for taxation under MAT as per Income Tax Act, 1961 under section 115JB is also not required in view of nil book profit due to unabsorbed depreciation/business losses.

16. Schedule "A" to "L" are the integral part of the accounts of the company and the same have been duly authenticated by us.
17. Additional information pursuant to the provisions of paragraph 3,4C and 4D of the part II of the Schedule VI of the Companies Act, 1956 is given below: -

A. **Licensed/Installed Capacity** **NIL**

B. **Actual Production**

	<u>CURRENT YR.</u>		<u>PREVIOUS YR.</u>	
	<u>QTY.</u>	<u>VALUE (RS.)</u>	<u>QTY.</u>	<u>VALUE (RS.)</u>
-Opening Stock	0.000	0.00	50.000	37500
-Purchases	0.000	0.00	0.000	0
-Shortage	0.000	0.00	6.800	0
-Sales	0.000	0.00	43.200	21600
-Closing stock	0.000	0.00	0.000	0

C. **Semi-finished goods (clinker)**

-Opening Stock	0.000	0.00	1943.846	2541019
-Purchases	0.000	0.00	0.000	0
-Manufactured during the year	0.000	0.00	0.000	0
-Consumed during the year	0.000	0.00	0.000	0
-Shortage	0.000	0.00	226.346	0
-Sales	0.000	0.00	1717.500	1301130
-Closing stock	0.000	0.00	0.000	0

- E. Value of imported and indigenous raw material and consumable stores and spares consumed: -

	<u>CURRENT YEAR</u>		<u>PREVIOUS YEAR</u>	
	<u>Value (Rs.)</u>	<u>%age</u>	<u>Value (Rs.)</u>	<u>%age</u>
a) <b>Raw Material</b>	NIL	Nil	759457	100
b) <b>Consumable stores and spares</b>	749104.00	100	Nil	Nil

- F. Value of import of C.I.F. basis in respect of

i) Raw Material	Nil	Nil	Nil	Nil
ii) Components	Nil	Nil	Nil	Nil
iii) Capital goods	Nil	Nil	Nil	Nil

- G. Break up of expenditure incurred on employees who were in receipt of remuneration aggregating to Rs. 2400000.00 per annum or more employed throughout the year or Rs. 200000.00 per month if employed for part of the year.

	<b>CURRENT YEAR</b>	<b>PREVIOUS YEAR</b>
a) Employed throughout the year	NIL	NIL
b) Employed for part of the year		
-No. of employees	NIL	NIL
-Salary and perquisites	NIL	NIL

- H. Expenditure incurred in foreign exchange on:

i) Royalty, knowhow and professional consultation fee.	NIL	NIL
ii) Interest and other matters	NIL	NIL
iii) Foreign traveling	NIL	NIL
iv) Dividends	NIL	NIL

- I. Earning in foreign exchange on account of:

i) Export of goods on F.O.B. basis	NIL	NIL
------------------------------------	-----	-----

ii) Royalty, knowhow and professional consultation fee.	NIL	NIL
iii) Interest and dividend etc.	NIL	NIL

J. The Auditors remuneration includes payment and provision as follows: -

-Statutory Audit fee	70000.00	14500.00
-Tax Audit Fee	15000.00	5000.00
	<b>85000.00</b>	<b>19500.00</b>

18 **RELATED PARTY DISCLOSURES:**

During the year, the company has carried out some transactions with the following persons, firms (in which the directors of the company are interested) related to expenditure and other transactions. The details of the same are as under: -

A. **Related parties and their relationship**

1. **Key Management Personnel**

-Sh. Sunil Chandra (Managing Director)

-Sh. Krishan Kumar (Director)

-Sh. Pardeep Kumar (Director)

2. **Relatives of Key Personnel**

-Smt. Kavita Chandra w/o Sh. Sunil Chandra

-Smt. Alka Chandra w/o Sh. Sudhir Chandra

-Sh. Sudhir Chandra brother of Sh. Sunil Chandra

3. **Enterprises owned or significantly influenced by key management personnel or their relatives**

M/s Chanderpur Works, Yamuna Nagar

M/s Chanderpur Renewal Power Company Private Limited, Yamunanagar

**B. Transactions with related parties for the year ended 31<sup>st</sup> March 2011**

Particulars	<b>(Rs. In Lacs)</b>			
	Key Management Personnel	Relative of Key Management Personnel	Enterprises owned or significantly influenced by key management personnel or their relatives	Total
<b>A. <u>Sales</u></b>				
-Trading Sales	-	-	190.86	190.86
	(-)	(-)	(132.76)	(132.76)
-Errection and Commissioning Charges received	-	-	90.09	90.09
	(-)	(-)	(0.00)	(0.00)
-Fixed Assets	-	-	0.00	0.00
	(-)	(-)	(18.72)	(18.72)
-Lease Rent	-	-	3.15	3.15
	(-)	(-)	(3.00)	(3.00)
<b>B. Office Rent</b>	-	1.20	-	1.20
	(-)	(0.30)	(-)	(0.30)
<b>C. Other Creditors (Concerns)</b>	1.00	0.00	0.00	1.00
	(1.00)	(0.00)	(0.00)	(1.00)
<b>D. Sundry Debtors</b>	-	-	12.19	12.19
	(-)	(-)	(88.21)	(88.21)

**Note: Figures given in the bracket pertains to previous year**

**18. BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS PER SCHEDULE VI, PART IV OF THE COMPANIES ACT, 1956****I. REGISTRATION DETAILS**

-Registration No.	31576
-State Code	05
-Balance Sheet Date	31-03-2011

II.	<b>CAPITAL RAISED DURING THE YEAR</b>	(Rs. In Lacs)
	-Public Issue	NIL
	-Right Issue	NIL
	-Bonus Issue	NIL
	-Private Placement	NIL
III.	<b>POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS</b>	
	-Total Liabilities	421.09
	-Total Assets	421.09
	<u>Sources of Funds: -</u>	
	-Paid up capital	399.90
	-Reserves and Surplus	15.00
	-Secured Loans	5.95
	-Unsecured Loans	0.00
	-Deferred Tax Liability	0.24
		<hr/> <b>421.09</b> <hr/>
	<u>Application of Funds:</u>	
	-Net Fixed Assets	52.05
	-Investments	0.00
	-Net Current Assets	95.44
	-Miscellaneous Expenditure	0.00
	-Accumulated losses	273.60
		<hr/> <b>421.09</b> <hr/>
IV.	<b>PERFORMANCE OF THE COMPANY</b>	
	-Turnover (Including Receipts)	476.38
	-Total Expenditure	350.03

-Other Income/(Loss)	2.74
-Profit/(Loss) before tax	129.09
-Profit/(Loss) after tax	128.85
-Earning per share (After exceptional items) in Rs.	Rs. 4.48
-Dividend Rate%	-

V. **GENERIC NAME OF THREE PRINCIPAL PRODUCTS /SERVICES OF THE COMPANY**

-Item Code No.

-Product Description

- a) Trading of Fabricating Material, Machinery Parts and other items
- b) Errection, Commissioning, Supervision, Project Drawing and Designing Services

**SUNIL CHANDRA**  
**(Managing Director)**

**KRISHAN KUMAR**  
**(Director)**

**Place: Ambala Cantt**

**For Jayant Bansal & Co.,**  
**Chartered Accountants**

**Date: 27-05-2011**

**Sd/-**

**JAYANT BANSAL**  
**(PARTNER)**

**SCAN PROJECTS LIMITED, AMBALA CANTT.**

**SCAN PROJECTS LIMITED**

Regd. Office: vill Jorian, Delhi Road,  
Yamuna Nagar-135001.

**PROXY FORM**

I/We \_\_\_\_\_ of  
\_\_\_\_\_ in the district of  
\_\_\_\_\_ being a Member/ members of  
SCAN PROJECTS LIMITED.

Hereby appointed \_\_\_\_\_  
(Full Name)

Of \_\_\_\_\_ in the district of \_\_\_\_\_  
(Full Name)

Of failing him \_\_\_\_\_  
(Full Name)

Of \_\_\_\_\_ in the district of \_\_\_\_\_  
(Full Name)

as my/ or proxy to vote for me/ us on my/ our behalf at the 19<sup>th</sup> Annual General Meeting  
of the Company to be held on Friday, the 26<sup>th</sup> August, 2011 and at adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011.

Affix a 1  
Rupees  
revenue  
stamp

Proxy's Signature \_\_\_\_\_ Shareholder's Signature \_\_\_\_\_

Note: A member entitled to attend and vote at the meeting is entitled to appoint proxy to  
attend and vote instead of himself on a poll only. The proxy need not be a member of the  
Company. The proxy must be deposited at the Registered Office of the Company not less  
than 48 hours before time of the meeting.

## SCAN PROJECTS LIMITED

Regd. Office: Vill Jorian, Delhi Road,  
Yamuna Nagar-135001.

### ATTENDANCE SHEET

19<sup>th</sup> Annual General Meeting 26<sup>th</sup> August, 2011

**TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL**

Full Name of the member attending : \_\_\_\_\_

Full Name of the first joint - holder : \_\_\_\_\_

(To be filled in if first named holder does not attend the meeting)

Name of Proxy: \_\_\_\_\_

(To be filled in Proxy form has been duly deposited with the Company)

I hereby record my presence at the 19<sup>th</sup> Annual General Meeting of the company held at Regd. Office: Village Jorian, Delhi Road, Yamuna Nagar-135001. On Friday, the 26<sup>th</sup> August 2010.

Ledger Folia No. \_\_\_\_\_

Member's Proxy's Signature

No. of Shares held: \_\_\_\_\_ (To be signed at the time of handing over this slip)