

BOARD OF DIRECTORS

Mr. Kamal Manchanda	Whole Time Director
Mrs. Aruna Manchanda	Director
Mr. Surendra Kancheti	Director
Mr. Nalin Mohan Mathur	Additional Director

AUDITORS

M/S. R. Rastogi & Co.
F-106/12, Aditya Complex
Preet Vihar Community Center,
Preet Vihar, Delhi-110092
Ph: 011-22509184, 43545927

BANKERS

HDFC Bank Ltd
Ansal Fortune Arcade, K-Block
Sector-18, Noida
State Bank of Bikaner and Jaipur
G-14-15, Sector-18, Noida

REGISTERED OFFICE

S-8 & S-2, DDA Shopping Complex,
Opp. Pocket-1, Mayur Vihar, Phase-I
Delhi-110091

CORPORATE OFFICE

G- 10 & 11, Sector-18, Noida- 201301,
(U.P)

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
44, Community Centre, 2ndFloor,
Naraina Industrial Area, Phase-I, New Delhi-110028

CONTENTS	PAGE
Notice	2
Director's Report	4
Auditor's Report	14
Balance Sheet	16
Statement of Profit & Loss	17
Cash Flow Statement	18
Notes to the Financial Accounts	19

BRAND REALTY SERVICES LIMITED

NOTICE

NOTICE is hereby given that the Nineteenth Annual General Meeting of the Members of **BRAND REALTY SERVICES LIMITED** will be held on Monday, 30th day of September, 2013 at 11.00 A.M. at the Registered office of the Company situated at S8 & S2, DDA SHOPPING COMPLEX, OPP POCKET 1, MAYUR VIHAR, PHASE-I, DELHI -110091 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2013 and the Statement of Profit & Loss for the year ended on that date and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Aruna Manchanda who retires by rotation and being eligible, offers herself for re- appointment.
3. To re-appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

4. To Consider and if thought fit, to pass with or without modification (s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** in accordance with the provisions of Section 257 and other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification (s) or re-enactment thereof, Shri. Nalin Mohan Mathur, who was appointed as an Additional Director pursuant to provisions of Section 260 of the Companies Act 1956 and according to Articles of Association of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”
5. To Ratify earlier resolution without any modification for paying remuneration of Rs.1.50 lacs p.m. to Mr. Kamal Manchanda, when profits are inadequate/insufficient during a financial year as **Special Resolution** :
“**RESOLVED THAT** pursuant to the provisions of sections 198, 269, 309 and 310 read with Schedule XIII, and other applicable provisions of the Companies Act, 1956, approval of the Company be and is hereby accorded for payment of managerial remuneration amounting to Rs. 1.50 lacs p.m. to Mr. Kamal Manchanda when profits are inadequate /insufficient during a financial year.
RESOLVED FURTHER THAT the Company has not made any default in repayment of any of its debts (including public deposits) or debentures or interest payable thereon.
RESOLVED FURTHER THAT Mrs. Aruna Manchanda, Director of the Company, be and is hereby authorized to sign the relevant forms required to file to Registrar of Companies and to do all such other acts, deeds as required in this regard.”

By order of Board of Directors
FOR BRAND REALTY SERVICES LTD

Place: Delhi
Date : 31/08/2013

KAMAL MANCHANDA
(Whole Time Director)

NOTES:

- I) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxy Form in order to be effective must be received by the company not less than 48 hours before the meeting.
- II) Register of Members and Share Transfer Book shall remain close from 23rd September 2013 to 30th September 2013 (both days inclusive).
- III) (a) Members are requested to notify immediately any change of address:
(i) to their Depository Participants (DPs) in respect of their electronic share accounts; and
(ii) to the Company to its Share Transfer Agents in respect of their physical share folios, if any.
(b) In case the mailing address on this Annual Report is without the PINCODE, Members are requested to kindly inform their PINCODE immediately.
- IV) Non-resident Indian Shareholders are requested to inform Share Transfer Agents immediately:
(a) the change in the residential status on return to India for permanent settlement.
(b) the particulars of NRE Account with Bank in India, if not furnished earlier.
- V) All documents referred to in the accompanying notice are open for inspection at the Registered office of the Company on all working days, except Saturdays between 11.00 a.m. to 1.00 p.m.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956;

ITEM NO. 2

Mrs. Aruna Manchanda, aged 43 years, is an Arts Graduate and has wide experience in the field of education and financial sector. She is also Director in other Companies viz. Era Resorts Private Limited, Sahil Securities Private Limited, Brand Realty Private Limited and Tradewell Portfolios Private Limited. She is also a member of Share Transfer and Investor Grievance Committee of your Company. She holds 7,55,760 Equity Shares in your Company.

ITEM NO. 4

Shri. Nalin Mohan Mathur appointed as an Additional Director of the Company with effect from 31st July, 2013 on the Board of the Company pursuant to the provisions of section 260 of the Companies Act, 1956 (the Act) and Articles of Association of the Company.

In terms of provisions of section 260 of the Act, Shri. Nalin Mohan Mathur would hold office upto the date of this Annual General Meeting.

Shri. Nalin Mohan Mathur, is not disqualified to from being appointed as Director in terms of section 274(1) (g) of the Act and has complied with the requirement of obtaining the Director Identification number in terms of section 266 A of the Act. The Company has received Form 'DD-A' from Shri. Nalin Mohan Mathur, in terms of the Companies (Disqualification of Directors under Section 274(1)(g) of the Companies Act, 1956) Rules, 2003, confirming his eligibility for such appointment.

BRAND REALTY SERVICES LIMITED

ITEM NO. 5

The Board of Directors of your Company strongly recommended appointment of Mr. Kamal Manchanda as a Whole-Time Director of your Company. The Board of Directors proposed at its meeting held on 31st March, 2011, to appoint Mr. Kamal Manchanda as a Whole-Time Director subject to the approval of shareholders.

Mr. Kamal Manchanda appointed as Whole-Time Director for a period of five years with effect from 01.04.2011 on terms and condition as approved by the Board of Directors and Remuneration was set at Rs. 1.50 lacs p.m. when your Company had insufficient profits during the financial year and Remuneration Committee has already accorded for its approval for payment of Managerial Remuneration amounting to Rs. 1.50 lacs to Mr. Kamal Manchanda.

So, it is being proposed to ratify earlier resolution as specified in Item No. 5 as Special Resolution pursuant to applicable provisions of the Companies Act, 1956.

None of the Directors except Mr. Kamal Manchanda, himself is interested in the resolution except to the extent of their shareholding in the Company. Following is the statement of information for the shareholders pursuant to Paragraph (B) of section II of Part II of schedule XIII of Companies Act, 1956.

I. GENERAL INFORMATION

1. Nature of Industry : Real Estate
2. Date of commencement of Business in real estate : 08.12.2008
3. In case of new Companies Expected date of Commencement of activities as per project approved by financial institutions appearing in the prospectus : Not applicable
4. Financial performance based on given indicators:

(Rs. in Lacs)

Particulars	2010-11	2011-12	2012-13
Net Turnover	183.98	231.73	202.18
Profit/(Loss) Before Tax	65.20	76.50	29.16
Profit/(Loss) after Tax	41.24	55.81	18.58

5. Export performance and net foreign exchange collaborations: Not Applicable
6. Foreign investments or collaboration, if any for the financial year 2012-2013:-
The Company did not have any fresh foreign investment or collaboration.

II. INFORMATION ABOUT THE APPOINTEE

Background details:

Mr. Kamal Manchanda, aged 51 years, is a B. Tech. Graduate and has wide experience in the field of Real Estate and financial sector. He is also Director in other Companies viz. Era Resorts Private Limited, Sahil Securities Private Limited, Brand Realty Private Limited, Tradewell Portfolios Private Limited, KR Buildtech Private Limited, Geek Securities(India) Private Limited, Picasso Hospitality Private Limited, Elite Realty Infratech Private Limited, GSU E Consulting Private Limited, Indura Finlease Private Limited, Tradexpan (INDIA) Private Limited, Centre Point Hospitality Management Private Limited And Sahil and Elite Stock Broking Limited. He is also a member of Share Transfer and Investor Grievance Committee and audit committee of your Company. He holds 1,220,651 Equity Shares in your Company.

III. OTHER INFORMATION

1. Reasons for loss or inadequate profits.
Low profit margin and interest cost are the major factors for calculation of inadequate profits.
2. Steps taken or proposed to be taken for improvement.
The Company is taking several steps to improve its marketing strategies and drive the buyers towards a good deal.
3. Expected increase in productivity and profits in measurable terms.
The Company is hiring real estate professionals and brokers who will study our market area in order to specialize in a niche market thereby improving its capacity to cater to the market demand.
Except Mr. Kamal Manchanda, none of the Directors is interested in the resolution.

IV. DISCLOSURES

Remuneration package as mentioned in the explanatory statement to the special Resolution. The members are requested to ratify the remuneration of Mr. Kamal Manchanda.

The draft agreement entered into between the company and Mr. Kamal Manchanda is available for inspection at the Registered Office of the company between 11.00 am to 1.00 pm on any working day of the Company up to the date of the meeting.

By order of Board of Directors
FOR BRAND REALTY SERVICES LTD

Place: Delhi
Date : 31/08/2013

KAMAL MANCHANDA
(Whole Time Director)

DIRECTORS' REPORT

To

The Members,

Your Directors take pleasure in presenting the 19th Annual Report together with Audited Statements of Accounts for the year ended 31ST March 2013.
Amount in lakhs

FINANCIAL RESULTS	2012-13	2011-12
Income/(Loss) from Operation	202.18	231.73
Expenditure	164.27	148.04
Gross Profit/(Loss) after Interest but before Depreciation and Tax	37.91	83.69
Depreciation	8.75	7.19
Profit/(Loss) after Depreciation	29.16	76.50
Provision for Tax	8.17	19.28
Less/ Add:-Income Tax paid/W.Back	2.41	1.41
Profit available for appropriation	18.58	55.81
Transfer to General Reserve	0.00	0.00
Balance retained in Profit & Loss Account	18.58	55.81

Review of Operations and Future Outlook

The Company has made a profit during the year. The Company is hopeful of maintaining and improving its positions in the future.

Directors

In accordance with the Companies Act, 1956, Articles of Association of the Company and other applicable provisions, Smt. Aruna Manchanda, Director of the Company, retire by rotation and being eligible, offer herself for re-appointment and Shri Nalin Mohan Mathur, Additional Director of the Company is proposed to be regularized and to be appointed as Director of the Company. Mr. Yogesh Kumar has expressed his unwillingness to continue to remain on the Board of the Company w.e.f 02/08/2013.

Auditors

The auditors of the company M/s R.Rastogi & Co.,Chartered Accountants retire at this meeting and are eligible for re-appointment,which if made will be in accordance with sub-section (1B) of section 224 of the Companies Act,1956.

Outlook on Opportunities, Threats, Risks and Concerns

While risk continues to dominate the business agenda, competition is becoming just as dominant a feature. Market volatility, pricing pressure, variations in market performance, demanding stakeholders all have contributed to a global economy that encourages competitive drive and with that drive comes opportunity. For that reason, we have broadened the scope of what has traditionally been our Business Risk report to incorporate both risks and opportunities.

The Company continues its focus on the introduction of new services, building brands and tapping new markets to enhance business opportunities. Growth in Real Estate Sector has been phenomenal and company wishes to consolidate its position in this sector.

Dividend

Your directors do not recommend any dividend at this stage.

Statutory Statement

The statements, pursuant to Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, with respect to the conservation of energy, technology absorption, foreign exchange earnings and outgo, and pursuant to Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, with respect to the employee(s) of the Company drawing remuneration exceeding the sum prescribed therein, are not applicable to your Company.

Public Deposits

The Company has not accepted deposits pursuant to Section 58-A of the Companies Act. 1956. Hence no information is required to be appended to this report in terms of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank of India Directions, 1998).

Management Discussion and Analysis

The year under review was eventful for Indian markets with activity picking up in Capital market and Real Estate apart from other sectors of the economy. Barring unforeseen circumstances, your Company is expected to maintain and improve its working in the current year.

The internal control systems and procedures adopted by the Company are adequate and commensurate with the size of operations of the company. These systems and procedures are fine tuned from time to time to meet the requirements.

Statements made in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. However, these statements would be subject to conditions of the stock market, changes in the policies of the government, economic development, reforms and various other factors.

BRAND REALTY SERVICES LIMITED

Subsidiary Company

The Company does not have any subsidiary company.

Directors' Responsibility Statement

Your Directors confirm:

- (i) That in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- (ii) That the Directors 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 at the end of the financial year ended 31st March 2013, and of the profit of the Company for that year;
- (iii) That the Directors 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 a going concern basis.

Corporate Governance

Reports on Corporate Governance in accordance with Clause 49 of the Listing Agreements with Stock Exchanges, along with a certificate from Auditors are given separately in this Annual Report.

Risk and Internal Adequacy

The Company has adequate internal control procedures commensurate with its size and nature of business. The Board of Directors periodically reviews the audit plans, internal audit reports, adequacy of internal controls and risks management.

Status of Listing

The company's shares are listed at Bombay Stock Exchange, Mumbai. The company has paid listing fees to The Stock Exchange, Mumbai for the year 2013-2014.

The Company's shares are currently trading in compulsory DMAT Segment in BSE.

Compliance Certificate

A Secretarial Compliance Certificate issued by M/s. Parveen Rastogi & Co., Company Secretaries, in terms of the provisions of Section 383A of the Companies Act, 1956, to the effect that the Company has complied with the applicable provisions of the said Act is attached to the Report.

Acknowledgement

Your Directors would like to express their grateful appreciation for the assistance, co-operation and trust reposed in your Company by the Investors, Banks, Securities and Exchange Board of India, Reserve Bank of India, Stock Exchanges and other Government Authorities during the financial year under review. Your Directors wish to place on record their deep sense of appreciation for its clients and for the devoted services of the young team of professionals of the Company for its success.

Your Directors also wish to place on record their sincere appreciation of the contribution made by the employees of the Company and are thankful to the Shareholders for their continued patronage and support.

For and on behalf of the Board

KAMAL MANCHANDA
(WHOLE TIME DIRECTOR)

ARUNA MANCHANDA
(DIRECTOR)

Place: Delhi
Date: 31.08.2013

BRAND REALTY SERVICES LIMITED

CORPORATE GOVERNANCE REPORT

In compliance with Clause 49 of the Listing Agreement with Stock Exchanges, the Company submits the following report:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to good Corporate Governance and has complied in all material respects with the requirements specified in the Listing Agreement with the Stock Exchanges.

2. BOARD OF DIRECTORS

Board composition and category of Directors

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors.

The composition of the Board and category of Directors is as follows:

Category	Name of Directors
Promoter Director	Kamal Manchanda
Chairman and Whole Time Director	
Non-Executive Directors	Surendra Kancheti Nalin Mohan Mathur
Promoter Director	Aruna Manchanda

DIRECTOR'S PROFILE

A brief resume of all the Directors, nature of their expertise in specific functional areas and names of companies in which they hold directorships, memberships/ chairmanships of Board Committees and their shareholding in the Company are provided below:

Mr. Kamal Manchanda, aged 51 years, is a B. Tech. Graduate and has wide experience in the field of Real Estate and financial sector. He is also Director in other Companies viz. Era Resorts Private Limited, Sahil Securities Private Limited, Brand Realty Private Limited, Tradewell Portfolios Private Limited, KR Buildtech Private Limited, Geek Securities(India) Private Limited, Picasso Hospitality Private Limited, Elite Realty Infratech Private Limited, GSU E Consulting Private Limited, Indura Finlease Private Limited, Tradexpan (INDIA) Private Limited, Centre Point Hospitality Management Private Limited And Sahil and Elite Stock Broking Limited. He is also a member of Share Transfer and Investor Grievance Committee and audit committee of your Company. He holds 1,220,651 Equity Shares in your Company.

Mr. Surendra Kancheti, age 54 years, is a Chartered Accountant and has wide experience in the field of accounts, financial market and wealth management. He is also a Director in other companies viz. Sri Agencies & Logistics Private Limited and Wealth Creators Private Limited. He is also a member of Audit Committee of your Company. He does not hold any share in your Company.

Mr. Nalin Mohan Mathur, age 59 years is a M.A. Post Graduate in Economics and has wide experience in the field of export management. He is not a director in any other company. He does not hold any share in your Company. He is director of your company from 31st July 2013. He is also a member of Audit Committee of your Company.

Mrs. Aruna Manchanda, age 43 years, is an Arts Graduate and has wide experience in the field of education and financial sector. She is also Director in other Companies viz. Era Resorts Private Limited, Sahil Securities Private Limited, Brand Realty Private Limited and Tradewell Portfolios Private Limited. She is also a member of Share Transfer and Investor Grievance Committee of your Company. She holds 7,55,760 Equity Shares in your Company.

3. Attendance of Directors at Board meetings, last Annual General Meeting (AGM) and number of other Directorships and Chairmanships / Memberships of Committees of each Director in various companies

During the Financial Year 2012-13, 12 Board Meetings were held on 14th April, 2012, 30th April, 2012, 31st May, 2012, 14th July, 2012, 31st July, 2012, 20th August, 2012, 15th September, 2012 15th October 2012, 31st October, 2012, 12th January, 2013, 31st January, 2013 and 28th February 2013.

Sr No.	Name	Category	No of BM attended	Attendance at last AGM	No of Directorships held as on 31st March 2013 in other companies*	No of committee Positions held in other companies	
						Memberships	Chairmanships
1	Mr. Kamal Manchanda	ED (P)	12	YES	13	2	NIL
2	Mrs. Aruna Manchanda	NED(P)	12	YES	4	2	2
3	Mr. Yogesh Kumar	NED(I)	11	YES	2	1	NIL
4	Mr. Surendra Kancheti	NED(I)	10	YES	2	NIL	NIL
5	Mr. Nalin Mohan Mathur	NED(I)	0	NO	0	NIL	NIL

* Including Directorships held in Private Limited Companies, alternate Directorships and Directorships in bodies incorporated outside India.

ED – Executive Director, ED (P) – Executive Director, Promoter, NED (P) – Non-executive Director, Promoter, NED (I) – Non-executive Director, Independent.

4. BOARD COMMITTEES

A. Audit Committee

The Audit committee of the company comprises of 3 directors i.e. Mr. Yogesh Kumar, Mr. Kamal Manchanda and Mr. Surendra Kancheti . Mr. Yogesh Kumar and Mr. Surendra Kancheti being non-executive directors and independent directors. Mr. Yogesh Kumar is heading the committee. The terms of reference of the Audit Committee is as contained in Corporate Governance clause of the Listing Agreement.

The Audit Committee met four times during the year. The attendance of the members of the committee during the financial year 2012-2013 is given as below:

BRAND REALTY SERVICES LIMITED

Committee Member	Category	No. of meetings attended
Yogesh Kumar	Member, Chairman	4
Kamal Manchanda	Member, Director	4
Surendra Kancheti	Member, Director	4

*The Audit committee of the company has been reconstituted which now comprises of 3 directors i.e., Mr. Kamal Manchanda, Mr. Nalin Mohan Mathur and Mr. Surendra Kancheti. Mr. Surendra Kancheti being non-executive independent director is heading the committee.

Terms of Reference:-

The terms of reference of the audit committee are in accordance with those specified in Clause 49 of the Listing agreement and Sections 292A of the Companies Act, 1956.

B. REMUNERATION COMMITTEE

The Remuneration Committee has been constituted to recommend/ review remuneration of Whole Time Directors, Based on their Performance and defined assessment criteria.

Committee Member	Category	No. of meetings attended
Surendra Kancheti	Member, Director	1
Aruna Manchanda	Member, Director	1

Remuneration Policy, Details of Remuneration and Other Terms of Appointment of Directors

Name of Director	Salary	Perquisites and allowances	Retiral Benefits	Commission payable	Total
Mr. Kamal Manchanda	Rs.1,50,000 p.m.	NIL	NIL	NIL	Rs.1,50,000 p.m.

Kamal Manchanda, Whole time Director's compensation has been set at Rs. 18.00 Lacs (p.a.) that he is eligible as per the shareholders' approval, reflecting his desire to continue to set a personal example for moderation in managerial compensation levels.

The performance criteria for the Executive Directors who are entitled for Performance Linked Incentive (PLI) is determined by the Remuneration Committee. The tenure of office of the aforesaid Whole-time Directors is for a period of 5 years from their respective dates of appointments and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees.

Terms of Reference

The committee discharges the role assigned to it under Part-II, Section-II of Schedule XIII of the companies Act, 1956. It formulates and approves, in accordance with the parameters set out in the said Schedule, a minimum remuneration structure for the whole time Directors in case the Company has nil or inadequate profits during a financial year.

C. SHARE TRANSFER AND INVESTOR GRIEVANCE COMMITTEE

The Company has an Investors Grievance Committee under the nomenclature Share Transfer and Investor Grievance Committee. The Committee looks after the redressal of Shareholders and Investors Grievances and approves transfer/transmission, sub-division and issue of duplicate share certificates etc.

During the year, four meeting of the Committee was held. The following table shows the details of attendance of members of the committee in its meeting:

The Committee consists of two Directors namely Mr. Kamal Manchanda Executive Director and Mrs. Aruna Manchanda, Non Executive Director and acts as Chairperson of the Committee.	No. of meetings attended
Mr. Kamal Manchanda	4
Mrs. Aruna Manchanda	4

The Company did not receive any shareholders complaint during the year.

Terms of Reference

In accordance with the provisions of clause 49IV(G)(iv) of the listing agreement, the power to approve transfers, transmissions, etc of shares in the physical form has been delegated to a committee of executives.

Compliance Officer:

Shri Kamal Manchanda, Whole Time Director of the Company, is the Compliance Officer for complying with the requirements of the Securities Laws and the Listing Agreements with the Stock Exchange.

5. GENERAL BODY MEETINGS

The Annual General Meetings of the last three years of the Company have been held as under:

For the Year	Location	Day and Date	Time	No. of Resolutions passed for special business
2011-2012	S-8 , DDA Shopping Complex, Mayur Vihar-I , Delhi- 91	Friday, 28th Sept., 2012	11:00 A.M.	0
2010-2011	S-8 & 2, DDA Shopping Complex, Mayur Vihar-I , Delhi- 91	Thursday, 29th Sept., 2011	11:00 A.M.	4
2009-2010	S-8 & 2, DDA Shopping Complex, Mayur Vihar-I , Delhi- 91	Thursday, 30th Sept., 2010	9:00 A.M.	1

BRAND REALTY SERVICES LIMITED

6. DISCLOSURES

- There were no materially significant related party transactions which have potential conflict with the interest of the Company at large. The transactions with related parties are disclosed in Notes to account no 22 in the Annual Report.
- The Company has complied with all requirements of the Listing Agreements with the Stock Exchanges as well as the regulations and guidelines of SEBI. Consequently, no penalties were imposed or strictures passed against your Company by SEBI, Stock Exchanges or any other statutory authority on any matter relating to capital markets during the last 3 years.
- Company has complied with all applicable mandatory requirements of Clause 49 of the Listing Agreement.

7. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly un-audited/Audited financial results of the Company were published in leading newspapers viz. Pioneer (English), Vir Arjun (Hindi). Half yearly results were not sent to each shareholder's address.

8. INFORMATION RELATING TO DIRECTORS

Information relating to Directors seeking appointment / reappointment as required under clause 49(IV)G(i) of the Listing Agreement is given in the Notice of the Annual General Meeting.

9. Code of Business Conduct & Ethics for Directors/ Management Personnel

The Code of Business Conduct & Ethics for Directors/Management Personnel ('the Code'), as recommended by the Corporate Governance and Stakeholders' Interface Committee and adopted by the Board, is a comprehensive Code applicable to all Directors and Management Personnel. The Code while laying down, in detail, the standards of business conduct, ethics and governance, centres around the following theme: "The Company's Board of Directors and Management Personnel are responsible for and are committed to setting the standards of conduct contained in this Code and for updating these standards, as appropriate, to ensure their continuing relevance, effectiveness and responsiveness to the needs of local and international investors and all other stakeholders as also to reflect corporate, legal and regulatory developments. This Code should be adhered to in letter and in spirit."

A copy of the Code has been put on the Company's website <http://www.brandrealty.in>. The Code has been circulated to all the Directors and Management Personnel and the compliance of the same is affirmed by them annually.

A declaration signed by the Chairman and Executive Director of the Company is given below:

We hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the Code of Business Conduct & Ethics for Directors/Management Personnel in respect of financial year 2012-13.

10. COMPANY UNDER THE SAME GROUP

Company under the same Group with your company are

TRADEWELL PORTFOLIOS PRIVATE LIMITED
BRAND REALTY PRIVATE LIMITED
K R BUILDTECH PRIVATE LIMITED
INDURA FINLEASE PRIVATE LIMITED
SAHILAND ELITE STOCK BROKING LIMITED
TRADEXPAN (INDIA) PRIVATE LIMITED
ERA RESORTS PRIVATE LIMITED
PICASSO HOSPITALITY PRIVATE LIMITED

All the transactions with the company are treated as inter group transactions and have been included in the Auditor's report as Related Party Transactions.

11. GENERAL SHAREHOLDERS INFORMATION

- | | | | |
|-----|--|---|---|
| 1) | Annual General Meeting | | |
| | -Day, Date and Time | : | Monday, 30th September, 2013 At 11.00 A.M. |
| | -Venue | : | S-8 & 2, DDA Shopping Complex, Mayur Vihar, Phase-I, Delhi-91 |
| 2) | Financial Calendar | | |
| (a) | Financial Year | : | April to March |
| (b) | First quarter Results | : | July |
| (c) | Second Quarter Results | : | October |
| (d) | Third Quarter Results | : | January |
| (e) | Fourth Quarter Results for the Year Ending | : | April |
| (f) | AGM for the year ending March 31, 2013 | : | 30th September 2013 |
| 3) | Face Value of the Equity Share | : | Rs. 10 per share |
| 4) | Date of Book Closure | : | 23rd September, 2013 to 30th September, 2013 (both days inclusive) |
| 5) | Dividend Payment Date | : | NA |
| 6) | Listing on Stock Exchanges | | |
| | The Stock Exchange, Mumbai | : | Rotunda Building, 1st Floor, New Trading ring, Dalal Street, Mumbai – 400 001 |

BRAND REALTY SERVICES LIMITED

7) Market Price Data

Month	Bombay Stock Exchange Code 531203	
	High (Rs.)	Low (Rs.)
March 13	48.80	46.50
February 13	47.40	45.15
January 13	43.10	40.50
December 12	46.00	38.00
November 12	47.00	47.00
October 12	48.35	48.35
September 12	48.35	48.35
August 12	46.05	43.90
July 12	44.00	41.85
June 12	50.40	45.00
May 12	64.05	47.10
April 12	66.00	61.00

8) Registrar & Share Transfer Agent

M/s Link Intime India Pvt. Ltd.,
44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028

9) Share Transfer System

All valid transfer of shares is registered with the approval of the share transfer committee constituted by the Board of Directors. The Share Transfer Section of the Company looks after all the matters relating to the Transfer, Transmission, etc. of Equity shares of the Company.

10) Distribution of Shareholding as on 31st March 2013

SHAREHOLDING	NO.OF SHAREHOLDERS	%AGE	NO.OF SHARES	%AGE
01-500	931	93.380	143287	4.769
501-1000	13	1.303	11238	0.374
1001-2000	6	0.601	8794	0.292
2001-3000	7	0.702	17500	0.582
3001-4000	7	0.702	24270	0.807
4001-5000	6	0.601	27750	0.923
5001-10000	8	0.802	61770	2.056
10001 & Above	19	1.909	2709791	90.197
Total	997	100.00	3004400	100.00

Categories of shareholders as on 31 st March 2013

Sr.No.	Particulars	No.of Holders	Holding/Shares Held	% to Capital
1	Promoters	2	1976411	65.78
2	Financial Institution	1	400	0.01
3	Bodies Corporate	15	120971	4.03
4	Individuals and others	979	906618	30.18
Totals		997	3004400	100.00

11) Dematerialisation of Shares

The company's shares are Dematerized and are currently trading in compulsory DMAT Segment in BSE.

12) Address for correspondence

Shareholders correspondence may be addressed to:

- The Registrar & Transfer Agent– M/s Link Intime India Pvt Ltd, 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028 OR
- Brand Realty Services Ltd, G-10 & 11, Sector-18, Noida

CEO/CFO CERTIFICATION

A certificate from Mr. Kamal Manchanda, Executive Director and also the CFO of the company as per the requirement of Paragraph V of the revised clause of the Listing Agreement was placed before the table.

FOR AND ON BEHALF OF THE BOARD

Place: Delhi
Date: 31.08.2013

Kamal Manchanda
Whole Time Director

BRAND REALTY SERVICES LIMITED

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

We have examined the compliance of conditions of Corporate Governance procedures implemented by Brand Realty Services Limited for the year ended on March 31, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management.

Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our review and according to the information and explanation given to us, we certify that the company has complied with the mandatory conditions of corporate governance as stipulated in the above mentioned listing agreement.

On the basis of records maintained of the Investors'/ Shareholders' Grievance cum Share Transfer Committee of the Company information provided by the management, we state that no investor grievance(s) is/are pending for a period exceeding one month against the Company.

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 R Rastogi & Co.
Chartered Accountants
(Registration No. 007527N)

Place: Delhi
Date: 20/05/2013

Rajesh Rastogi
Proprietor
M.No.86270

CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members,

BRAND REALTY SERVICES LIMITED

We have examined the compliance of the conditions of Corporate Governance by Brand Realty Services Limited for the year ended March 31st, 2013 as stipulated in clause 49 of the listing Agreements of the said company with the Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an 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, the Company has complied with the conditions of Corporate Governance.

We state that no investor grievance is pending against the Company as on 31.03.2013 as per the records maintained by the Company.

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 PARVEEN RASTOGI & CO.
Company Secretaries
Proprietor
C. P. No. 2883

Place : New Delhi
Date : 31.08.2013

BRAND REALTY SERVICES LIMITED

CERTIFICATION BY WHOLE TIME DIRECTOR / CEO / CFO OF THE COMPANY

I, Kamal Manchanda, Whole Time Director of BRAND REALTY SERVICES LIMITED, to the best of our knowledge and belief certify that:

1. I have reviewed the Balance Sheet & Statement of Profit & Loss of the company for the year ended 31st March, 2013 and all its schedules and notes on accounts and that they are true to the best of my knowledge and belief.
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made.
3. Based on our knowledge and information, the financial statements and other financial information included in this report fairly present in all material respects the financial condition, result of operations and Cash Flow of the company as of and for the period presented in this report and are in compliance with the existing Accounting Standards and applicable laws and regulations.
4. To the best of our knowledge and information:
 - a) these statements do not contain any materially untrue statement or omit to state a material fact or contains statements that might be misleading.
 - b) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
5. We also certify that based on our knowledge and the information provided to us, there are no transactions entered into by the Company, which are fraudulent or illegal.
6. The Company's other certifying officers and we are responsible for establishing and maintaining internal controls and procedures for the Company and have evaluated the effectiveness of the Company's internal control and procedures and confirm them to be adequate.
7. The Company's other certifying officers and we have disclosed based on our most recent evaluation of Internal Control and systems and have to state:
 - a) That there were no deficiencies in the design or operation of internal controls which we are aware.
 - b) That there have been adequate Internal Controls in the company.
 - c) That there was no fraud, which we have become aware of and that involved management or other employees who have significant role in the Company's internal control system.
8. That there were no changes in accounting policies during the year.

Place: Delhi
Date: 31.08.2013

Kamal Manchanda
Whole Time Director

BRAND REALTY SERVICES LIMITED

PARVEEN RASTOGI & CO.
COMPANY SECRETARIES

Tel: Off: 232556168, 23621222

Mobile: 9811213445

Add: Flat No. 3, Sood Building, Tel Mill Marg, Ram Nagar, New Delhi-55

SECRETARIAL COMPLIANCE CERTIFICATE

Registration No. : 55-064237

Nominal Capital: Rs. 160,000,000/-

To,
The Members
BRAND REALTY SERVICES LIMITED
S-8 & S-2, DDA SHOPPING COMPLEX
OPPOSITE POCKET-1, MAYUR VIHAR-1, NEW DELHI 110091

I have examined the registers, records, books and papers of **BRAND REALTY SERVICES LIMITED** (the Company) as required to be maintained under the Companies Act, and the rules made thereunder and also the provision contained in the Memorandum and Articles of Association of the company for the financial year ended on **31st March, 2013**. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained the applicable statutory registers as stated in **Annexure 'A'** to this certificate, as per the provision of the Act and the rules made thereunder and all entries there in have been duly recorded.
2. The Company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies.
3. The Company, being a Limited Company, has the paid-up Share Capital of **Rs 30,044,000/-** and it has required members during the said financial year excluding its present and past employees was within the limit as prescribed by the company during the year under scrutiny.
4. The Board of Directors duly met Twelve times on in respect of which meetings proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Registers of Members from 22nd day of September, 2012 to 28th day of September 2012 both days inclusive during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on **28th September, 2012** after giving due notice to the members of the Company and the resolutions passed there at were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra-ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred u/s 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. The Company made all necessary entries in the Register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The Company has not issued any Duplicate Share Certificates during the financial year.
13. The Company has:
 - (i) not made allotment /transfer/transmission of Shares during the financial year
 - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
 - (iii) not posted warrants to any member of the Company as no dividend was declared during the financial year.
 - (iv) not transferred any amount to Investor Education and Protection Fund., as there was no unpaid dividend account, application money due for refund, matured deposits, matured Debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
 - (v) duly complied with the requirement of Section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of Additional Director/ Alternate Director/ Director to fill casual vacancy during the financial year under review.
15. There was no appointment of Managing Director/ Whole Time Director/ Manager during the financial year under review.
16. The Company has not appointed any sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director and Registrar of Companies as prescribed under various provisions of the Companies Act, 1956.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provision of the Act and the rules made there under.
19. The Company has not issued any shares or debentures or other securities during the financial year.
20. The Company has not bought-back share during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.

BRAND REALTY SERVICES LIMITED

22. There were no transaction necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The Company has not made borrowings u/s 293 (1)(d) of the Companies Act, 1956 during the financial year.
25. The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provision of the Memorandum with respect to situation of the company's registered office.
27. The Company has not altered the provision of the Memorandum with respect to the object of the company during the year under scrutiny.
28. The Company has not altered the provision of the Memorandum with respect to name of the Company during the year.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year.
30. The Company has not altered provisions of the Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notice received by the company and no fines or penalties or any other punishment imposed on the Company during the financial year, for Offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Provident Fund Act and the ESI Act were not applicable to the company during the financial year.

Place: New Delhi
Date: 31/08/2013

For Parveen Rastogi & Co.
Name: Parveen Rastogi
C.P. No. - 2883

Annexure 'A'

Name of the company: **BRAND REALTY SERVICES LIMITED**

Registration Number: **55-064237**

Registers as maintained by the Company:-

1. Register of Directors u/s 303.
2. Register of Directors' Shareholding u/s 307.
3. Registers and Returns u/s 163.
4. Minutes Book of meetings.
5. Books of Accounts u/s 209.
6. Register of Share transfer u/s 108.
7. Register u/s 372A.
8. Register of Charges.
9. Register of Fixed Assets.

Annexure 'B'

Forms and Returns as filed by the company with the Registrar of Companies during the financial year ending on 31st March, 2013:

1. Annual Accounts u/s 220(1) for the year ended 31st March, 2012 was filed on 12th day of January, 2013.
2. Annual Return u/s 159(1) for the Annual General Meeting held on 28th September, 2012 was filed on 27th day of November, 2012.
3. Compliance Certificate u/s 383A for the year ended 31st March, 2012 was filed on 22nd day of November, 2012.

Place: New Delhi
Date: 31/08/2013

For Parveen Rastogi & Co.
Name: Parveen Rastogi
C.P. No. - 2883

INDEPENDENT AUDITORS' REPORT

To
The Members,
Brand Realty Services Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Brand Realty Services Ltd ("the Company")**, which comprise the Balance sheet as at 31st March, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) In the case of the Balance sheet, of the state of affairs of the Company as at 31st March, 2013;
- (ii) In the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date and
- (iii) In the case of Cash Flow Statement, of cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) Order, 2003 (" the Order"), issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by Section 227 (3) of the Act, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company, so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow statement dealt with by this report of the company are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the Statement of Profit & Loss and the Cash Flow Statement comply with Accounting Standards referred to in Sub Section (3C) of Section 211 the Companies Act, 1956.
 - e) On the basis of the written representations received from the directors as on March 31, 2013, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as director in terms of Section 274 (1) (g) of the Companies Act 1956.

Place : Delhi
Date : 20/05/2013

FOR R . RASTOGI & CO.
Chartered Accountants,
(Registration No. 007527N)

RAJESH RASTOGI
(Proprietor)
M.No. 86270

BRAND REALTY SERVICES LIMITED

ANNEXURE TO INDEPENDENT AUDITORS' REPORT OF BRAND REALTY SERVICES LIMITED FOR THE YEAR ENDED 31ST MARCH, 2013.

Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" our report of even date

- I. (a) The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets on the basis of available information.
- (b) As explained to us all the assets have been physically verified by the management during the year and there is a regular program of periodical verification of all the fixed assets which in our opinion is reasonable having regard to the size of the company and nature of its fixed assets. No material discrepancies were noticed on such verification.
- (c) In our opinion no substantial part of fixed assets has been disposed off during the year & going concern status of the company is not affected.
- II. (a) According to the information & explanation given to us, physical verification of inventories of flats/shops has been conducted at reasonable intervals by the management during the year. In our opinion the frequency of verification is reasonable.
- (b) In our opinion the Company has maintained proper records of inventories of flats/shops and according to the information and explanation given to us no material discrepancies were noticed on the physical verification conducted by the management.
- III. (a) According to the information and explanations given to us, the Company has not granted any secured or unsecured loan to companies, firms and other parties covered in the register maintained Under Section 301 of the Companies Act, 1956, therefore other provisions of this clause of the order are not applicable.
- (b) The company has taken unsecured loan from four parties listed in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was rupees 400,20,000.00, during the year the amount of loan received from parties was of rupees 435,73,722.00 and the year end balance of loan taken from such parties was rupees 400,20,000.00
- (c) No interest was paid on this loan taken from the related parties, since there is no schedule of repayment of principal on the loan taken by the company, therefore other provisions of this clause of the order are not applicable.
- IV. In our opinion and according to the information and explanations given to us, there are adequate internal control system commensurate with the size of the company and the nature of its business, with regard to purchase of property, for purchase of shares and fixed assets and with regard to sale of property, shares and fixed assets, we have not observed any continuing failure to correct major weaknesses in internal control system.
- V. (a) In our opinion and according to the information and explanations given to us, there is no transaction that needs to be entered into the Register in pursuance of Section 301 of the Companies Act, 1956.
- (b) Other provision of this clause of the order is not applicable, hence not commented upon.
- VI. The company has not accepted deposits from the public within the meaning of section 58A & 58AA or any other relevant provisions of the Act.
- VII. In our opinion, the company has an internal audit system commensurate with size of the company and the nature of its business.
- VIII. In the case of company the maintenance of cost record has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- IX. (a) According to the records of the company examined by us, in our opinion, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including income tax, service tax, wealth tax and other material statutory dues applicable to it.
- (b) According to information and explanations given to us, there were no undisputed amounts payable in respect of Income tax, service tax, wealth tax and other material statutory dues applicable to it, which have remained outstanding as at 31st March 2013 for a period of more than six months from the date they became payable.
- (c) According to information and explanations given to us, there were no dues of Income tax, service tax, wealth tax and other material statutory dues applicable to it, which has not been deposited on account of any dispute.
- X. The Company does not have accumulated losses at the end of the current financial year and has not incurred cash losses either during the year or during the immediately financial year.
- XI. The Company has not taken any loan from financial institutions but an OD limit of rupees 84 lakhs was sanctioned against Fixed Deposits by SBBJ in the previous year and there was no default in repayment of dues to bank.
- XII. The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. The company is not a chit fund or a nidhi mutual benefit fund / society. Therefore the provision of this clause of the order are not applicable to the company.
- XIV. The Company is dealing on investments in shares, proper records have been maintained of the transactions and contracts and timely entries have been made therein, also shares have been held by the company in its own name.
- XV. The Company has not given any guarantee for loans taken by others from bank or financial institutions during the year.
- XVI. The Company has not raised new term loan during the year except an outstanding loan against vehicle at the beginning of the year and there was no default in repayment of principal and interest.
- 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 the nature of business is such that it is not possible to classify the deployment of funds into long term and short term.
- XVIII. The company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act 1956.
- XIX. No debentures were issued by the company during the year.
- XX. No money was raised by way of public issue during the year.
- XXI. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

. FOR R . RASTOGI & CO.
Chartered Accountants
(Registration No. 007527N)

Place : Delhi
Date : 20/05/2013

RAJESH RASTOGI
(Proprietor)
M.No. 86270

BRAND REALTY SERVICES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2013

PARTICULARS	Note No.	As at March 31, 2013 (Amount in Rupees)	As at March 31, 2012 (Amount in Rupees)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	3,00,44,000.00	3,00,44,000.00
(b) Reserves and Surplus	2	4,05,83,451.64	3,87,25,119.95
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	3	4,03,00,788.23	8,02,845.52
(b) Deferred Tax Liabilities (Net)	4	21,06,835.00	19,27,612.00
(c) Other Long Term Liabilities	5	1,12,54,900.47	19,19,349.00
(3) Current Liabilities			
(a) Trade Payable		94,284.00	53,734.00
(b) Short-Term Borrowings	6	6,12,202.81	2,87,43,866.98
(c) Other Current Liabilities	7	13,79,886.20	1,46,70,004.30
(d) Short-Term Provisions	8	2,37,514.00	6,19,950.00
Total		12,66,13,862.35	11,75,06,481.75
II. Assets			
(1) Non-Current Assets			
(a) Fixed Assets			
Tangible Assets	9	1,15,63,564.45	1,25,04,158.09
(b) Non-Current Investments	10	1,72,46,335.55	1,64,63,580.29
(c) Long Term Loans and Advances	11	5,63,24,617.27	4,85,73,978.27
(2) Current Assets			
(a) Inventories	12	1,57,07,582.97	1,57,07,582.97
(b) Trade Receivables	13	1,33,33,929.45	1,30,97,632.50
(c) Cash and Cash Equivalents	14	1,24,37,832.66	1,11,59,549.63
Total		12,66,13,862.35	11,75,06,481.75
The notes and Significant Accounting Policies as per Annexure-I form an integral part of the financial statements	1-33		

As per our Audit Report of even date attached

for R.RASTOGI & CO.
CHARTERED ACCOUNTANTS
(Registration No. 007527N)

For and on behalf of the Board
FOR BRAND REALTY SERVICES LTD.

RAJESH RASTOGI
(Proprietor)
M.No. 86270

NIKHIL AGARWAL KAMAL MANCHANDA ARUNA MANCHANDA
(Manager-Finance) (Whole Time Director) (Director)

Place : Delhi
Date : 20.05.2013

BRAND REALTY SERVICES LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2013

PARTICULARS	Note No	March 31, 2013 (Amount in Rupees)	March 31, 2012 (Amount in Rupees)
I. Revenue from Operations	15	1,70,21,176.00	2,08,50,866.00
II Increase/(Decrease) in Stock in Trade		-	-
III Other Income	16	31,97,043.96	23,22,127.31
IV Total Revenue (I to III)		2,02,18,219.96	2,31,72,993.31
V Expenses:			
Brokerage and Commission Paid		9,62,422.00	13,15,513.00
Employee Benefit Expense	17	95,45,557.00	78,04,835.00
Financial Costs	18	7,39,080.50	3,01,358.55
Depreciation and Amortization Expenses	9	8,75,178.00	7,18,920.00
Other Expense	19	51,79,812.77	53,82,587.39
VI Total Expenses		1,73,02,050.27	1,55,23,213.94
VII Profit Before Tax (IV-VI)		29,16,169.69	76,49,779.37
VIII Tax Expense:			
(1) Current Tax		8,17,227.00	24,43,614.00
Less:- MAT Credit		-	5,17,462.00
(2) Current Tax Relating to Prior Years W/off		61,388.00	(12,10,882.74)
(3) Deferred Tax	4	1,79,223.00	13,53,593.00
IX Profit/(Loss) After Tax for the Period (VII-VIII)		18,58,331.69	55,80,917.11
Earnings per equity share of Rs. 10 each			
(1) Basic		0.62	1.86
(2) Diluted		0.62	1.86
Weighted Average Number of Shares Outstanding		30,04,400	30,04,400
The notes and Significant Accounting Policies as per Annexure-I form an integral part of the financial statements			
	1-33		

As per our Audit Report of even date attached

for R.RASTOGI & CO.
CHARTERED ACCOUNTANTS
(Registration No. 007527N)

For and on behalf of the Board
FOR BRAND REALTY SERVICES LTD.

RAJESH RASTOGI
(Proprietor)
M.No. 86270

NIKHILAGARWAL KAMAL MANCHANDA ARUNA MANCHANDA
(Manager-Finance) (Whole Time Director) (Director)

Place : Delhi
Date : 20.05.2013

BRAND REALTY SERVICES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Prepared Pursuant to Listing Agreement)	As at 31st March 2013 (Rupees)	As at 31st March 2012 (Rupees)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax & Extraordinary Items	29,16,169.69	76,49,779.37
Add:-		
a) Depreciation	8,75,178.00	7,18,920.00
b) Loss on sale of Car	1,47,236.00	65,417.00
c) Interest Paid	7,28,708.50	2,91,746.25
Less:		
a) Gain on Sale of Assets/Investments on Shares	(81,939.32)	1,87,482.06
b) Dividend Income	59,442.40	42,305.60
c) Interest Received	10,92,371.88	7,54,642.00
Operating Cash Profit before Working Capital Changes	35,97,417.23	9,84,429.66
Add:-		
(a) Long Term Loans and Advances	(77,50,639.00)	1,60,21,747.89
(b) Trade & Other Receivable	(2,36,296.95)	(71,52,526.76)
(c) Deferred Tax Liabilities	1,79,223.00	13,53,593.00
(d) Other Long Term Liabilities	93,35,551.47	(95,000.00)
(e) Trade Payable	40,550.00	(2,48,845.37)
(f) Other Current Liabilities	(1,33,42,947.05)	(1,63,17,666.61)
(g) Short-Term Provisions	(3,82,436.00)	(2,10,916.00)
Cash Flow from Operations	(85,59,577.30)	10,91,819.11
Less:		
a) Direct Tax	8,17,227.00	19,26,152.00
b) Deferred Tax	1,79,223.00	9,96,450.00
CashFlow before Prior Period Adjustments	(95,56,027.30)	(21,87,925.89)
Add:- Prior Period Adjustments	61,388.00	12,10,882.74
Cash Generated from Operation after tax (A)	(96,17,415.30)	(9,77,043.15)
B. CASH FLOW FROM INVESTING ACTIVITIES		
a) Dividend Received	59,442.40	42,305.60
b) Sale of Fixed Assets(Car)	1,85,000.00	50,000.00
c) Sale of Investments(Shares) net of STT	2,71,790.42	1,59,62,824.89
d) Purchase of Fixed Assets	(2,66,820.36)	(36,91,030.00)
e) Purchase of Investments in shares	0.00	(12,25,903.42)
f) Purchase in Properties	(11,36,485.00)	(1,08,77,538.90)
Net Cash Flow from Investing Activities (B)	(8,87,072.54)	2,60,658.17
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest Received	10,92,371.88	7,54,642.00
Long Term Borrowings from Banks during the year	0.00	8,02,845.52
Long Term Borrowing from Others during the year	1,76,25,000.00	0.00
Current Maturities of LongTerm Loan increased	52,828.95	39,48,866.98
Long Term Borrowings from Banks repaid during the year	(5,22,057.29)	0.00
Short Term Borrowings from Banks repaid during the year	(57,36,664.17)	0.00
Interest Paid	(7,28,708.50)	(2,91,746.25)
Net Cash Flow from Financial Activities (C)	1,17,82,770.87	52,14,608.25
Cash & Cash Equivalent (Op.Balance)	1,11,59,549.63	66,61,326.36
Net Increase/(Decrease) in Cash & Cash Equivalent (A+B+C)	12,78,283.03	44,98,223.27
Cash & Cash Equivalent (Closing Balance)	1,24,37,832.66	1,11,59,549.63

For and on behalf of the Board

Place : Delhi
Date : 20.05.2013

NIKHIL AGARWAL
(Manager-Finance)

KAMAL MANCHANDA
(Whole Time Director)

ARUNA MANCHANDA
(Director)

AUDITORS CERTIFICATE

We have verified the above statement with books maintained by Brand Realty Services Ltd and certify that in our opinion and according to the information and explanations given, the above statement is in accordance there with.

Place : Delhi
Date : 20.05.2013

For R.RASTOGI & CO.
CHARTERED ACCOUNTANTS
(Registration No. 007527N)

RAJESH RASTOGI
(Proprietor)
M.No. 86270

BRAND REALTY SERVICES LIMITED

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

Note No	AS AT 31st MARCH, 2013 Rupees	AS AT 31st MARCH, 2012 Rupees
1 Share Capital		
Equity Share Capital		
Authorised Share capital		
160,00,000 Equity shares of Rs.10 each (Prev. Year 160,00,000 Equity shares of Rs.10 each)	16,00,00,000.00	16,00,00,000.00
Issued, subscribed & fully paid share capital		
30,04,400 (Previous year 3004400) Equity Shares of Rs. 10/- each	3,00,44,000.00	3,00,44,000.00
Total	3,00,44,000.00	3,00,44,000.00

The Company has only one class of equity share having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders except in case of interim dividend. In the Event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

Name Of the Shareholder	As at 31st march 2013		As at 31st march 2012	
	Number of Share held	% of holding	Number of Share held	% of holding
Kamal Manchanda	12,20,651	40.62	12,42,851	41.36
Aruna Manchanda	7,55,760	25.16	7,55,760	25.16
Ravinder Parkash Seth	2,37,000	7.89	3,12,000	10.38
2 Reserves and Surplus				
i) General Reserve		34,33,083.00		34,33,083.00
ii) Surplus				
Opening balance		3,52,92,036.95		2,97,11,119.84
Add:- Net Profit for the year		18,58,331.69		55,80,917.11
Closing Balance		3,71,50,368.64		3,52,92,036.95
Total(i+ii)		4,05,83,451.64		3,87,25,119.95

Note:- Company does not have any other type of reserves except as above.

3 Long-Term Borrowings		
Secured		
HDFC Bank *	2,80,788.23	8,02,845.52
Unsecured		
From Director	1,76,25,000.00	-
From Company(associates)	2,23,95,000.00	-
Total	4,03,00,788.23	8,02,845.52

* The Term Loan of rupees 15,00,000/- was sanctioned against the car on dated 12-11-2011 and the loan is repayable in 36 equally monthly installment commencing from 20-10-2011 alongwith interest.

4 Deferred Tax Liabilities		
On account of Business Losses	-	(35,297.00)
On account of Depreciation	21,06,835.00	19,62,909.00
Total	21,06,835.00	19,27,612.00

5 Other Long Term Liabilities		
Earnest Money and Security Deposit	1,12,54,900.47	19,19,349.00

6 Short-Term Borrowings		
Secured		
Working Capital Loan from Bank*		
Bank O.D A/C.with SBBJ	6,12,202.81	63,48,866.98
Unsecured		
From Company(associates)	-	2,23,95,000.00
Total	6,12,202.81	2,87,43,866.98

Note:-* The limit of OD Rs. 84 Lakhs was sanctioned by SBBJ against the pledge of FDRs of Rs.99 Lakhs with bank

7 Other Current Liabilities		
Current Maturities of Secured Long Term Borrowing from HDFC (also refer to note 3)	5,20,057.00	4,67,228.05
Earnest Money and Security Deposit	4,47,516.00	1,37,42,116.47
Statutory Dues	2,73,777.00	3,20,602.00
Other Payable	1,38,536.20	1,40,057.78
Total	13,79,886.20	1,46,70,004.30

BRAND REALTY SERVICES LIMITED

8	Short-Term Provisions		
	i) Provision for Employee Benefits	1,20,577.00	1,14,231.00
	ii) Others		
	Provision of Income Tax(Net of Advance Income Tax & TDS)	-	3,97,412.00
	Wealth Tax Provision	1,16,937.00	1,08,307.00
	Total(i+ii)	2,37,514.00	6,19,950.00
9	FIXED ASSETS		

Particulars	Gross Block (At Cost)				Depreciation				Net Block	
	Op. Bal. as on 01.04.2012	Additions during the year	Adj./Sales during. the year	Total as om 31.03.2013	Op. Bal. as on 01.04.2012	Depr during. the year	Adjust during. the year	Total as on 31.03.2013	W.D.V. as on 31.03.2013	W.D.V. as on 31.03.2012
Tangible Assets										
Land										
Leasehold	369079.00			369079.00		-		-	369079.00	369079.00
Building	5648300.00			5648300.00	309496.00	92068.00		401564.00	5246736.00	5338804.00
Furniture & Fixture	1718968.00			1718968.00	276770.00	108811.00		385581.00	1333387.00	1442198.00
Vehicles	5147732.00		1446209.00	3701523.00	1293626.00	410396.00	1113973.00	590049.00	3111474.00	3854106.00
Office Equipment	1221022.09	84800.00		1305822.09	169766.00	59579.00		229345.00	1076477.09	1051256.09
Computer Hardware	1124509.00	182020.36		1306529.36	675794.00	204324.00		680118.00	426411.36	448715.00
Total Current year	15229610.09	266820.36	1446209.00	14050221.45	2725452.00	875178.00	1113973.00	2486657.00	11563564.45	12504158.09
Previous Year	11788580.09	3691030.00	250000.00	15229610.09	2141115.00	718920.00	134583.00	2725452.00	12504158.09	9647465.09

10	Non-Current Investments		
	A) Shares		
	i) Quoted		
	Axis IT & T Ltd	0.00	2,41,426.05
	EIH Ltd	19,12,046.13	19,12,046.13
	Gati Ltd	12,25,903.42	12,25,903.42
	Geometric Ltd	2,49,458.33	2,49,458.33
	Precision Pipes & Profile Co.Ltd	0.00	1,12,303.69
	TRF Ltd	16,44,903.77	16,44,903.77
		50,32,311.65	53,86,041.39
	ii) Unquoted		
	Indura Finlease (P) Ltd	75,000.00	75,000.00
	Tradexpan India(P) Ltd	50,000.00	50,000.00
	Tradexpan India(P) Ltd	25,000.00	25,000.00
	SRJAN Technologies Pvt.Ltd	0.00	0.00
	Sugam Finvest (P) Ltd	50,000.00	50,000.00
		2,00,000.00	2,00,000.00
	Sub Total (i+ii)	52,32,311.65	55,86,041.39
	(The cost price of unquoted shares and market value of quoted shares as on 31-03-2013 is Rs.22,05,404/-and cost price of unquoted shares and market value of quoted shares as on 31-3-2012 was Rs.32,41,056/-)		
	B) Properties		
	i) 18GF, Omaxe Mall Patiala	47,19,898.90	47,19,898.90
	ii) Noida Plot, A-105, Sector-136	72,94,125.00	61,57,640.00
	Sub Total (i+ii)	1,20,14,023.90	1,08,77,538.90
	Total (A+B)	1,72,46,335.55	1,64,63,580.29
11	Long Term Loans and Advances		
	Secured Considered Good		
	Unsecured Considered Good		
	Security Deposits	4,85,391.00	4,85,391.00
	Share Application Money (pending for allotment)	4,65,000.00	4,65,000.00
	Income tax refund due(Net of Income tax Provision)	16,01,252.00	-
	Prepaid Expenses	94,722.00	64,205.00
	Other Loans and Advances	5,36,78,252.27	4,75,59,382.27
	Total	5,63,24,617.27	4,85,73,978.27

Note:- No Loans is receivable from any related party, director or officers of the company severally or jointly with other parties.

BRAND REALTY SERVICES LIMITED

12	Inventories		
	Details of Stock in Trade		
	In Properties	1,57,07,582.97	1,57,07,582.97
	(Valued at cost and certified by management)		
	Total	1,57,07,582.97	1,57,07,582.97
13	Trade Receivables		
	Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	1,21,78,636.45	94,55,833.76
	Unsecured, Considered Doubtful	-	-
	Sub Total	1,21,78,636.45	94,55,833.76
	Trade receivables outstanding for a period less than six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	11,55,293.00	36,41,798.74
	Unsecured, Considered Doubtful	-	-
	Sub Total	11,55,293.00	36,41,798.74
	Total	1,33,33,929.45	1,30,97,632.50
	Note:- No debt is receivable from any related party, director or officers of the company severally or jointly with other parties.		
14	i) Cash and Cash Equivalents		
	Balances with Banks	7,22,858.78	4,13,434.63
	Cash on Hand	5,84,770.00	6,04,802.00
	ii) Other Bank Balances		
	Balances with Banks to the Extent of Margin Money	1,11,30,203.88	1,01,41,313.00
	Total	1,24,37,832.66	1,11,59,549.63
15	Revenue from Operations		
	(i) Brokerage & Commission	1,59,41,176.00	1,63,46,706.00
	Sub Total	1,59,41,176.00	1,63,46,706.00
	(ii) Other Operating Revenues		
	Capital Gain on Sale of Property	-	13,33,961.00
	Membership Fees	-	31,70,199.00
	Others	10,80,000.00	-
	Sub Total	10,80,000.00	45,04,160.00
	Total(i+ii)	1,70,21,176.00	2,08,50,866.00
16	Other Income		
	Dividend Income	59,442.40	42,305.60
	Interest Received on FDR	10,92,371.88	7,54,642.00
	(TDS deducted of rupees 1,03,481/- previous year TDS deducted rupees 73,672/-)		
	Interest on I. Tax Refund	-	38,836.00
	Profit on Shares Trading	-	2,57,361.65
	Net Gain on Sale of Investments on Shares	(81,939.32)	1,87,482.06
	Rent Received (TDS deducted rupees 1,28,100/- previous year TDS deducted rupees 112,676/-)	12,98,419.00	10,41,500.00
	Prior Period Income(Rental and Maintenance exp reimbursement) (TDS deducted rupees 65,401/-)	7,50,060.00	-
	Miscellaneous (reimbursement of expenditure) (TDS deducted rupees 8,845/-)	78,690.00	-
	Total	31,97,043.96	23,22,127.31
17	Employee Benefits Expense		
	Directors Remuneration	18,00,000.00	18,00,000.00
	Salaries	31,46,357.00	24,78,647.00
	HRA	14,84,500.00	12,16,287.00
	Gratuity Expenses	6,346.00	21,911.00
	Conveyance Allowance	1,72,000.00	1,52,800.00
	Staff Welfare	2,51,512.00	1,17,408.00
	Variable Allowance	26,84,842.00	20,17,782.00
	Total	95,45,557.00	78,04,835.00

BRAND REALTY SERVICES LIMITED

18	Finance Costs		
	Interest Expenses		
	TO Bank	7,28,708.50	2,90,576.25
	TO Others	-	1,170.00
	Bank Charges	10,372.00	9,612.30
	Total	7,39,080.50	3,01,358.55
19	Other Expenses		
	Advertisement	7,98,459.00	7,75,854.70
	Annual Function	4,443.00	29,284.05
	AGM Expenses	2,845.00	4,580.00
	Annual Listing Fees	17,004.00	16,545.00
	Annual Custodian Fees	13,482.00	13,236.00
	Auditor's Remuneration		
	Audit Fees	23,163.00	23,163.00
	Taxation Matter Fees	34,193.00	34,193.00
	Books and Periodicals	306.00	7,243.50
	Business Promotion Expenses	47,663.57	2,88,520.00
	Computer Maintenance	1,13,503.00	1,79,367.00
	Conveyance Reimbursement	5,08,381.00	3,34,748.00
	Electricity/Diesel Expenses	5,00,738.00	3,67,121.00
	Insurance	41,582.00	22,197.00
	Loss on Sale of Car	1,47,236.00	65,417.00
	Office Repairs & Maintenance	2,59,313.50	3,00,391.00
	Office Maintenance	4,24,092.00	4,86,505.00
	Postage & Courier	12,305.00	21,710.76
	Printing and Stationery	1,57,453.31	1,36,034.00
	Professional Charges	1,87,281.00	84,000.00
	Rates & Taxes and Filing Charges	26,233.00	4,79,970.00
	Rent Paid	9,76,800.00	11,79,122.00
	Share Transfer Agent	20,225.00	19,854.00
	Software Expense	8,421.00	60,307.00
	STT on Del	272.00	2,687.00
	Serv. Tax on F&O	-	490.00
	STT on F&O	-	4,645.00
	Tran. Tax on F & O	-	1,605.00
	Telephone, Telex etc.	5,50,186.39	4,38,145.38
	Tour & Travel	64,423.00	28,964.00
	Wealth Tax	1,16,937.00	1,08,307.00
	Prior Period Expenses	40,056.00	38,381.00
	Sundry Balances W/off	82,816.00	(1,70,000.00)
	Total	51,79,812.77	53,82,587.39

NOTES TO ACCOUNT AND OTHER DISCLOSURE

20. Contingent Liability not provided for:-
a) Bill discounted with the Bank Rs.: - Nil
b) Bank guaranty outstanding as on 31-03-2013 Rs.: - Nil
21. Deferred Tax Liabilities/(Assets)
a) The company is liable to regular tax and the provision of income tax of Rs.8,17,227/- has been made out of current profit. Provision has also been done for the Deferred Tax Liabilities net of Deferred Tax Assets amounting to a sum of Rs.1,79,223/- out of current year profit.
b) The Composition of timing difference of Deferred Tax is as under :
- | | |
|--|---------------------|
| - On account of brought losses | - |
| - On account of Depreciation & Current Period depreciation | 21,06,835.00 |
| Total Deferred Tax Liabilities | 21,06,835.00 |
22. As per Accounting Standard 18 issued by the ICAI the Companies/related parties and transaction with them are disclosed below:

Related Parties

Key Management Personnel	Relative to Key Management Personnel	Enterprises over which (a) and (b) have significant influence
(a)	(b)	(c)
Sh Kamal Manchanda Smt Aruna Manchanda		Associates Companies Brand Realty Private Limited Tradewell Portfolios Private Limited

BRAND REALTY SERVICES LIMITED

Transactions with Related Parties

Name of Parties	Nature of Transaction	Volume of transaction	Amt.o/s as on 31-03-2013
Aruna Manchanda	Loan recvd from Director	83,00,000.00	69,50,000.00
	Adv recvd against purchase of properties recd	0.00	52,24,100.00
Kamal Manchanda	Loan recd from Director	1,28,78,722.33	1,06,75,000.00
	Director Remuneration	18,00,000.00	0.00
	Adv recvd against purchase of properties recd	0.00	23,25,000.00
Brand Realty Pvt.Ltd	Inter Corporate Loan recd	0.00	2,18,70,000.00
	Others	0.00	11,51,451.47
Tradewell Portfolios Pvt.Ltd	Inter Corporate Loan recd	-	5,25,000.00
23. Segment Revenues, Results and Capital Employed			
Particulars	Real Estate Business	Share & Others Business	Totals
Segment Revenue			
Segment Results			
Profit/(Loss)before Tax	(2,80,874.27)	31,97,043.96	29,16,169.69
Other Liabilities			
Provision for Tax			8,17,227.00
Deferred Tax			1,79,223.00
Prior Period Income/Exp W/off			61,388.00
Profit after Taxation			18,58,331.69
Segment Assets	12,66,13,862.35		12,66,13,862.35
Segment Liabilities	1,56,85,622.48		1,56,85,622.48
Long Term Borrowings	4,03,00,788.23		4,03,00,788.23
Depreciation	8,75,178.00		8,75,178.00
24. Value of imports (including in-transit) calculated on C.I.F. basis:		Nil	Nil
25. Expenditure in Foreign Currency on account of:		Nil	Nil
26. Earnings in Foreign Currency:		Nil	Nil
27. a) The balance of some accounts in Long Term Loans & Advances given, Trade Receivable, Long Term Liabilities, Long Term Borrowings, Short Term Borrowings and Other Current Liabilities are subject to reconciliation/confirmation and have been shown as per values appearing in the books of accounts as good for recovery/payment unless specifically provided for.			
b) In the opinion of the board, the Current Asset and Loans & Advances would be, in the ordinary courses of business realize not less than the value stated in the balance sheet.			
c) The TDS receivable and brokerage income are subject to reconciliation with 26 AS of Income Tax Act.			
d) Service Tax paid/payable on commission/brokerage income and rental income are subject to reconciliation with service tax return.			
28. The company had invested Rs.465,000/- with Sahil and Elite Stock Broking Pvt.Ltd - for share allotment money in the year 1997-1998 but the shares were not allotted till date and amount shown under the share application money (Pending for allotment). No business was done in the company for last many years.			
29. The Company had signed lease deed for property no.GF-18, at Omaxe Mall, Patiala on 29-02-2012 with Titan Industries Ltd. As per Clause No. 4(a) of the deed lease rent @ Rs.1,05,000/- per month was due from 16 Aug, 2011. The same was not provided in the book of accounts in the previous year and now the same has been provided in the books of accounts and shown in current year as prior period income.			
30. Prior period income includes rental income received from Titan Industries Limited rupees 6,30,000/- and rupees 1,20,060/- as maintenance charges reimbursed from Titan Industries Ltd.			
31. The Company has not received any information from parties, whether they are covered under the MICRO, Small and Medium Enterprises (Development) Act, 2006. Disclosure relating to amount unpaid at the year-end together with interest payable, if any, as required under the said Act are not ascertainable.			
32. Previous year's figures have been regrouped/reclassified, wherever necessary, to correspond with the current year's classification / disclosure.			
33. Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as Annexure I.			

for R.RASTOGI & CO.
CHARTERED ACCOUNTANTS
 (Registration No. 007527N)

For and on behalf of the Board
FOR BRAND REALTY SERVICES LTD.

RAJESH RASTOGI
 (Proprietor)
 M.No. 86270

NIKHIL AGARWAL
 (Manager-Finance)

KAMAL MANCHANDA
 (Whole Time Director)

ARUNA MANCHANDA
 (Director)

Place : Delhi
 Date : 20.05.2013

BRAND REALTY SERVICES LIMITED

ANNEXURE-I

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

SIGNIFICANT ACCOUNTING POLICIES:

a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

i) The financial statements have been prepared under the historical cost convention basis and generally accepted accounting principles and the Accounting Standards referred under section 211(3C) of Companies Act, 1956 and disclosures made in accordance with the requirements of schedule VI of the Companies Act, 1956.

ii) The accounting policies not specifically referred to otherwise, are consistent with the generally accepted accounting policies.

b) FIXED ASSETS AND DEPRECIATION:

i) Fixed assets are stated at cost less accumulated depreciation.

ii) Depreciation on fixed assets has been charged on straight line basis as per the rates prescribed in Schedule XIV of the Companies Act, 1956.

iii) Land: The company had purchased a residential plot in NOIDA. The matter is in dispute regarding ownership and allotment. The company is taking suitable legal action for this. The amount had been shown as fixed assets in the Balance Sheet.

c) FOREIGN EXCHANGE TRANSACTION: Not Applicable.

d) BASIS OF ACCOUNTING: Revenues/Incomes and Cost/Expenditures are being accounted on accrual basis, as they are earned or incurred.

e) EMPLOYEES RETIREMENT BENEFITS : Liability on account of retirement benefits such as provident fund are not applicable, however the gratuity is accrued on actuarial valuation basis and charged to Profit and Loss account at the year end.

f) PRELIMINARY EXPENSES AND PUBLIC ISSUE EXPENSES: Not Applicable

g) INVESTMENTS: Investments in Quoted and Unquoted shares are long term investments and valued at cost basis unless there is permanent fall in the values thereof, Investment in Properties are valued at cost.

h) STOCK IN TRADE : Closing stock of properties have been valued at lower of cost or net realisable value.

i) CASH FLOW STATEMENT : The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard 3 on Cash Flow Statement and presents the cash flows by operating, investing and financing activities of the Company. Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand and demand deposits with banks.

j) SEGMENT REPORTING: The segments of the company have been identified in line with the Accounting Standard on segment reporting (AS17) taking into account the organisation structure as well as the differential risks and returns of these segments.

The company's reportable operating segments consist of the following business group :

* Real Estate/Shares sale purchase business and Miscellaneous income.

Segment revenues, results and capital employed include the respective amounts identifiable to each of the segments. Other unallocable expenditure includes expenses incurred on common services provided to the segments which are not directly identifiable.

k) IMPAIRMENT OF FIXED ASSETS: An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the profit and loss account in the period in which an assets is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

l) EARNING PER SHARE: Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

m) TAXATION : Tax expense for the period, comprises current tax and deferred tax for determining the net Profit/(Loss) for the year. Current tax is determined on the basis of tax liability on the total income computed under the provision of Income Tax Act, 1961, or tax for the year. Deferred Tax is recognised as timing difference. Deferred Tax charges is recognized by using current tax rates. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized if there is virtual certainty of realization of such assets. Other deferred tax assets are recognised only to extent if there is reasonable certainty of realization of such assets. Such assets are reviewed at the end of each Balance Sheet to reassess realization.

for R.RASTOGI & CO.
CHARTERED ACCOUNTANTS
(Registration No. 007527N)

For and on behalf of the Board
FOR BRAND REALTY SERVICES LTD.

RAJESH RASTOGI
(Proprietor)
M.No. 86270
Place : Delhi
Date : 20.05.2013

NIKHIL AGARWAL
(Manager-Finance)

KAMAL MANCHANDA
(Whole Time Director)

ARUNA MANCHANDA
(Director)

BRAND REALTY SERVICES LIMITED

(To be handed over at the entrance of the Registered Office)

REGD. OFFICE : S-8 & S-2, DDA Shopping Complex, Opp. Pocket-1, Mayur Vihar Phase-I, Delhi-110 091

I hereby record my presence at the Nineteenth Annual General Meeting of the BRAND REALTY SERVICES LIMITED to be held on Monday, 30th day of September, 2013 at 11.00 A.M. at the Registered office of the Company : S 8 & S2, DDA Shopping Complex, Opp. Pocket 1, Mayur Vihar, Phase-I, Delhi-110091.

I am proxy for shareholders

Member's/Proxy Signature

(To be signed at the time of handling over the slip)

✂----- **TEAR HERE** -----✂

BRAND REALTY SERVICES LIMITED

(To be handed over at the entrance of the Registered Office)

REGD. OFFICE : S-8 & S-2, DDA Shopping Complex, Opp. Pocket-1, Mayur Vihar Phase-I, Delhi-110 091

PROXY FORM

I/We
of
..... being a member/members of above named Company hereby appoint
..... of
in the district of
as my/our
proxy to attend and vote for me/us and on my/our behalf at the Nineteenth Annual General Meeting of the Company to be held on on Monday, 30th day of September, 2013 at 11.00 A.M. at the Registered office of the Company : S 8 & S2, DDA Shopping Complex, Opp. Pocket 1, Mayur Vihar, Phase-I, Delhi-110091.

Name
Folio No.
Address
.....
.....

Affix a Re.1 Revenue Stamp

- Note:
1. The proxy need NOT be a member.
 2. The Proxy Form, duly signed across a revenue stamp of One Rupee as indicated, should reach the Company's Registered Office at least 48 hours before the time of the meeting.
 3. The Proxy form should be filled in completely including 'Folio No.' and 'Address'.

19th
Annual Report
2012-13

BRAND REALTY

BRAND REALTY SERVICES LIMITED

REGD. OFFICE : S-8 & S-2, DDA Shopping Complex, Opp. Pocket-1, Mayur Vihar Phase-I, Delhi-110 091
CORP. OFFICE : G-10 & 11, Sector-18, NOIDA-201301 (U.P.)

BOOK-POST

If Undelivered please return to :



BRAND REALTY SERVICES LIMITED

S-8 & S-2, DDA Shopping Complex, Opp. Pocket-1
Mayur Vihar, Phase-I, Delhi-110 091

FORM A

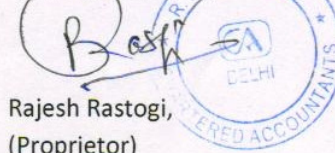
1. Name of the Company : Brand Realty Services Limited.
2. Annual financial statements for the year ended : 31st March 2013.
3. Type of Audit observation : Un-qualified.
4. Frequency of observation : Not Applicable.

For Brand Realty Services Limited,



Kamal Manchanda
(Whole time Director & Compliance Officer,
CFO & Audit Committee Chairman)

For R.Rastogi & Co.,
Chartered Accountants,
(FRN No.007527N)



Rajesh Rastogi,
(Proprietor)
M.No.86270

BRAND REALTY SERVICES LIMITED

Regd. Office: S-8 & 2, DDA Shopping Complex, Mayur Vihar, Phase -1, Delhi-110091
Corp. Office: G-10 & 11, Sector-18, Noida- 201301, Landline:0120-4310000, Fax: 0120-4319966
E-mail: info@brandrealty.in, www.brandrealty.in

CIN: L74899DL1995PLC064237, PAN:AABCS3166R, S.T. NO.:AABCS3166RST001

Personalized Solutions in : Original Bookings Leasing Buying / Selling