

INDIAN INCOME TAX RETURN VERIFICATION FORM
ITR-V [Where the data of the Return of Income/Fringe Benefits in Form ITR-1, ITR-2, ITR-3, ITR-4, ITR-5, ITR-6 & ITR-8 transmitted electronically without digital signature]
 (Please see Rule 12 of the Income-tax Rules, 1962)

Assessment Year
2008-09

PERSONAL INFORMATION AND THE DATE OF ELECTRONIC TRANSMISSION	Name MODI HOUSING PVT LTD		PAN AADCM5906D	
	Flat/Door/Block No 5-4-187/3 AND 4 3RD FLOOR	Name Of Premises/Building/Village SOHAM MANSION		Form No. which has been electronically transmitted (fill the code) ITR-6
	Road/Street/Post Office M.G.ROAD	Area/Locality RANIGUNJ		
	Town/City/District SECUNDERABAD	State ANDHRA PRADESH	Pin 500003	Status (fill the code) PVT COMPAN'
	E-filing Acknowledgement Number 39973850260908			Date(DD/MM/YYYY) 26-09-2008
	Designation of Assessing Officer WARD16(1)/HYD			

COMPUTATION OF INCOME AND TAX THEREON	1	Gross total income	1	0
	2	Deductions under Chapter-VI-A	2	0
	3	Total Income	3	0
	a	Current Year loss, if any	3a	1033157
	4	Net tax payable	4	0
	5	Interest payable	5	0
	6	Total tax and interest payable	6	0
	7	Taxes Paid		
	a	Advance Tax	7a	0
	b	TDS	7b	0
c	TCS	7c	0	
d	Self Assessment Tax	7d	0	
e	Total Taxes Paid (7a+7b+7c+7d)	7e	0	
8	Tax Payable (6-7d)	8	0	
9	Refund (7e-6)	9	0	
COMPUTATION OF FRINGE BENEFITS AND TAX THEREON	10	Value of Fringe Benefits	10	0
	11	Total fringe benefit tax liability	11	0
	12	Total interest payable	12	0
	13	Total tax and interest payable	13	0
	14	Taxes Paid		
	a	Advance Tax	14a	0
	b	Self Assessment Tax	14b	0
	c	Total Taxes Paid (14a+14b)	14c	0
15	Tax Payable (13-14c)	15	0	
16	Refund	16	0	

VERIFICATION

I, **SOURABH MODI** (full name in block letters), son/ daughter of **SATISH MODI** solemnly declare to the best of my of solemnly declare to the best of my knowledge and belief, the information given in the return and the schedules thereto which have been transmitted electronically by me vide acknowledgement number mentioned above is correct and complete and that the amount of total income, fringe benefits and other particulars shown therein are truly stated and are in accordance with the provisions of the Income-tax Act, 1961, in respect of income and fringe benefits chargeable to income-tax for the previous year relevant to the assessment year 2008-09. I further declare that I am making this return in my capacity as authorized signatory and I am also competent to make this return and verify it.

Sign here **Sourabh Modi** Date **26-09-2008** Place **SECUNDERABAD**
Managing Director

If the return has been prepared by a Tax Return Preparer (TRP) give further details as below:

Identification No. of TRP	Name of TRP	Counter Signature of TRP

For Office Use Only
 Receipt No
 Date
 Seal and signature of receiving official

1099008045



AADCM5906D639973850260908F2CEE9AD6A4A3C0CE5EA7AEAF5F6EF158D1D61D23

INWARD NO. 1099008045
 FILLED ON. 29/09/2008

MODI HOUSING PVT LTD
5-4-187/3 & 4, 3rd Floor, Soham Mansion, M.G.Road
Secunderabad - 500 003.
Assessment Year -2008- 2009

Accounting Year : 01.04.2007 To 31.03.2008
Status : Pvt Ltd Co/Resident
PAN : : AADCM 5906 D/ Ward 2 (1)/Hyd.
Nature of Business : Real Estate Developers/Managers/Underwriters
Date of Incorporation 31.12.2002

COMPUTATION OF TOTAL INCOME

Income from Business

Net Profit as per Profit & Loss account 12,918,460

Less: Allowables/Items claimed seperately

i) Share of Profit from Partnership Firm

M/s. Modi & Modi Constructions exempt U/s.10 143,003.05

M/s. Green Wood Estates exempt U/s.10 1,335,642.33

M/s. Modi Ventures exempt U/s.10 12,282,834.81

Allowables U/s.40(a)(ia) for Accounting Year 2006-07 190,137.00 13,951,617

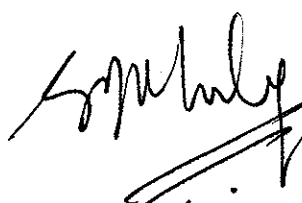

Total Loss (1,033,157)

Tax there on Nil

Taxes Paid Nil

Note: Statement of Un-absorbed Losses

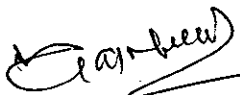
Assessment Year	Business Loss	Date of filing returns
2004-05	1,577	22-09-04
2005-06	5,760	07-10-05
2006-07	145,385	24-10-06
2007-08	27,701	27-10-07
2008-09	1,033,157	
Total Un-absorbed Losses	<u><u>1,213,580</u></u>	

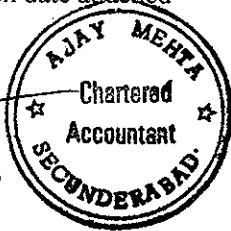

For MODI HOUSING PVT. LTD.

Managing Director

MODI HOUSING PVT LTD
BALANCE SHEET AS ON 31.03.2008


<u>Schedule</u>	<u>As on 31.03.2008</u>		<u>As on 31.03.2007</u>	
Sources of Funds				
Share Holders' Funds				
Share Capital	A	100,000.00	100,000.00	
Reserves & Surplus	B	<u>17,434,096.02</u>	<u>4,515,635.55</u>	4,615,635.55
Loan Funds				
Unsecured Loans	C	<u>25,115,047.12</u>		<u>21,658,425.12</u>
		<u>42,649,143.14</u>		<u>26,274,060.67</u>
Application of Funds				
Investments				
	D	51,191,204.43		37,355,195.77
Current Assets/Loans and Advances				
Loans & Advances	E	800.00	93,867.41	
Cash & Bank Balances	F	<u>347,339.56</u>	<u>1,341,452.15</u>	
		348,139.56	1,435,319.56	
Less: Current Liabilities & Provisions				
Net Current Assets	G	<u>8,899,032.85</u>		
		(8,550,893.29)	<u>12,528,230.66</u>	(11,092,911.10)
Misc. Expenditure				
To the extent not written off or Adjusted	H		<u>8,832.00</u>	<u>11,776.00</u>
		<u>42,649,143.14</u>		<u>26,274,060.67</u>

Notes to Accounts: I
As per my report of even date attached

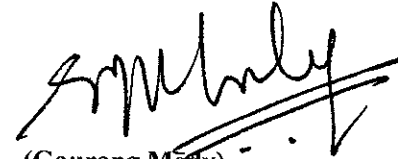

Ajay Mehta
(Chartered Accountant)
MMNo.035449
Place: Secunderabad.
Date: 03-09-2008.



for and on behalf of the Board


(Soham Modi)
Director

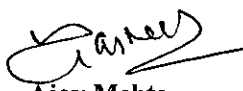
Place: Secunderabad.
Date: 03-09-2008.


(Gaurang Modiy)
Director

MODI HOUSING PVT LTD
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2008

	<u>As on 31.03.2008</u>	<u>As on 31.03.2007</u>
<u>Income</u>		
Share of Profit from Modi & Modi Constructions	143,003.05	-
Share of Profit from Modi Ventures	12,282,834.81	4,589,061.12
Share of Profit from Mayflower Heights	-	273,636.72
Share of Profit from Green Wood Estates	1,335,642.33	-
Sundry balances written off	0.28	-
	13,761,480.47	4,862,697.84
<u>Expenditure</u>		
<u>A) Administration & Other Expenses</u>		
1. Bank Charges	3,300.00	-
2. Audit Fee	3,367.00	8,427.00
3. Filing Fee	-	10,000.00
4. Printing & Stationery	345.00	620.00
5. Legal Expenses	-	5,710.00
6. Interest Paid	833,064.00	190,137.00
7. Preliminary Expenses written-off	2,944.00	2,944.00
	843,020.00	217,838.00
B) Share of Loss from Partnership Firms:		
2. Modi & Modi Constructions	-	1,507.95
	-	1,507.95
Net Profit/(loss) carried to Balance Sheet	12,918,460.47	4,643,351.89

Notes to Accounts I
As per my report of even date attached



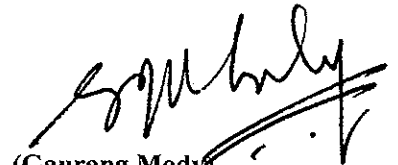
Ajay Mehta
Chartered Accountant
MMNo.035449
Place: Secunderabad.
Date: 03-09-2008.





(Soham Modi)
Director

Place: Secunderabad
Date: 03-09-2008.



(Gaurang Modys)
Director

MODI HOUSING PVT LTD

5-4-187/3 & 4,
3rd Floor,
Soham Mansion,
M. G. Road,
SECUNDERABAD - 500 003.
Ph.No. 55335551/2/3/4

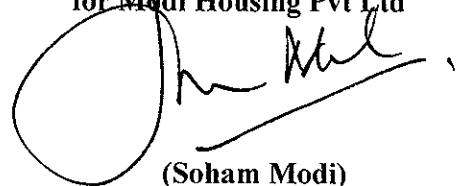
NOTICE:

NOTICE is hereby given that the Fifth Annual General Meeting of Modi Housing Pvt. Ltd., will be held at registered office of the Company at 5-4-187/3 & 4, Soham mansion, M. G. Road, Secunderabad - 500 003 on 28th September 2008 at 11:00 am, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited balance sheet as on 31/03/2008 and the reports of the directors and auditor's thereon.
2. To re-appoint Ajay Mehta, Chartered Accountant, the retiring auditors of the Company and to fix his remuneration.

By Order of the Board
for Modi Housing Pvt Ltd



(Soham Modi)
Director

Place : Secunderabad.

Date :

NOTE:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

MODI HOUSING PVT LTD

5-4-187/3 & 4,
3rd Floor,
Soham Mansion,
M. G. Road,
SECUNDERABAD - 500 003.
Ph.No. 55335551/2/3/4

DIRECTORS REPORT

To,
The Members,

The Directors have pleasure in presenting the Fifth Annual Report and the audited accounts for the year ended 31.03.2008, together with auditor's report thereon.

1. The Company is incorporated on 31.12.2002. The Company is a 100% subsidiary company to M/s. Modi Properties & Investments Pvt Ltd.
2. The Company has entered into partnerships with certain persons. The partnership firms are engaged in the business of real estates.
3. Mr. Ajay Mehta Chartered Accountant will retire at the ensuing annual general meeting and is eligible for re-appointment.
4. The Company has no employees in category specified u/s.217 (2 A) of the Companies Act, 1956.
5. The company has not accepted or invited deposits from the public.
6. There are no particulars to be reported in respect of conservation of energy and technology absorption as required under section 217 (1) (e) of Companies Act, 1956 read with rule 2 of the Companies Disclosure of particulars in the report of Board of Directors) Rules 1988.

Directors Responsibility Statement:

- a) In the preparation of Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures:
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the company for that year.
- c) The directors had 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;
- d) The directors had prepared the annual accounts on a going concern basis.

Place: Secunderabad

Date :

For and on behalf of the Board.



SOHAM MODI.
Director



CA. *Ajay Mehta* B.Com. F.C.A.
Chartered Accountant

AUDITORS' REPORT

TO THE MEMBERS OF MODI HOUSING PRIVATE LIMITED

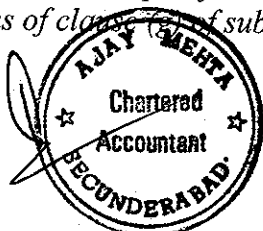
I have audited the attached balance sheet of MODI HOUSING PRIVATE LIMITED, as at 31st March 2008, and also the profit and loss account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I have conducted my audit in accordance with the auditing standards generally accepted in India. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

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, I enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.

Further to my comments in the Annexure referred to above, I report that:

- 1. I have obtained all the information and explanations, which to the best of my knowledge and belief were necessary for the purposes of my audit.*
- 2. In my opinion, proper books of account as required by law have been kept by the company so far as appears from my examination of those books.*
- 3. The balance sheet and profit and loss account dealt with by this report are in agreement with the books of accounts.*
- 4. In my opinion, the balance sheet, and profit and loss account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.*
- 5. On the basis of written representations received from the directors as on 31st March 2008 and taken on record by the Board of Directors, I report that none of the directors is disqualified as on 31st March 2008 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.*





CA. *Ajay Mehta* B.Com. F.C.A.
Chartered Accountant

6. *In my opinion and to the best of my information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:*


(a) *In the case of the balance sheet, of the state of affairs of the company as at 31st March 2008:*

and

(b) *In the case of the profit and loss account of the profit for the year ended on that date.*

Place: Secunderabad
Date: 03.09.2008.

Ajay Mehta
(AJAY MEHTA)
Chartered Accountant





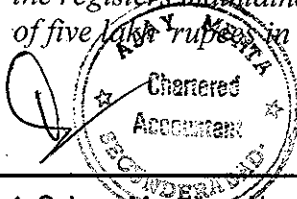
ANNEXURE TO THE AUDITORS' REPORT
(Referred to in paragraph 3 of my report of even date)

- (i) The company has no fixed assets and such the paragraph 4(i) of the order is not applicable.
- (ii) The company has not stock of inventories/store and as such the paragraph 4(ii) of the order is not applicable.
- (iii) (a) The company has not granted loans to companies, firms and other parties covered in the Register maintained under Section 301 of the Companies Act, 1956. The Company has taken unsecured loans from companies, firms and other parties in the Register maintained under Section 301 of the Companies Act, 1956.

Unsecured loans taken

No. of Parties	Amount Outstanding as on 31.03.2008
3	Rs.25,115,047

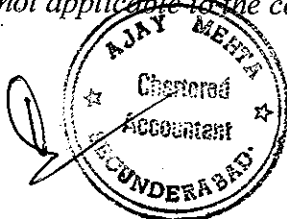
- (b) The unsecured loans taken are without any specific terms and conditions except for rate of interest and such rate of interest is, prima facie, not prejudicial to the interests of the company.
- (c) There is no overdue amount determined in respect of unsecured loans taken as there are no specific terms and conditions of repayment.
- (iv) In my opinion and according to the information and explanations given to me, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory, fixed assets and for the sale of goods. During the course of my audit, I have not observed nor have been informed of any continuing failure to correct major weakness in internal control procedures.
- (v) (a) Based on the audit procedures applied by me and according to the information and explanations provided by the management, I am of the opinion that the transactions that need to be entered into the register maintained under Section 301 of the Act have been so entered.
- (b) In my opinion and according to the information and explanations given to me, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 of the Act and exceeding the value of five lakh rupees in respect of any party during the year have been made at





Alphabets of Trust prices which are reasonable having regard to prevailing market price at the relevant time.

- (vi) Based on my audit procedures and according to the information and explanations given to me, the company has not accepted any deposits from public and hence complying with the provisions of Section 58A and Section 58AA of the Companies Act, 1956 and the rules framed there under is not applicable.
- (vii) In my opinion, the company has no formal internal audit system commensurate with its size and nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records u/s 209(1)(d) of the Companies Act, 1956.
- (ix) (a) According to the records of the company, the company is regular in depositing the undisputed statutory dues including provident fund, Employees' state insurance, income-tax, sales-tax, wealth-tax, custom duty, excise-duty, cess and any other statutory dues with the appropriate authorities, and there are no arrears of outstanding statutory dues with the appropriate authorities, and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the records of the company, there are no dues of sales tax, customs duty, wealth-tax, excise duty or cess which have not been deposited on account of any dispute.
- (x) The company does not have accumulated losses as at 31st March, 2008 and has not incurred cash losses in the financial year covered by my audit and also in the immediately preceding financial year.
- (xi) Based on my audit procedures and on the information and explanations given by the management, I am of the opinion that the company has not defaulted in repayment of dues to any financial institution or bank. The company has not issued any debentures.
- (xii) Based on my examination of documents and records, I am of the opinion that the company has not granted any loans and advances on the basis of the security by way of pledge of shares, debentures and other securities.
- (xiii) The provisions of any special statute as specified under Clause (xiii) of the Order are not applicable to the company.

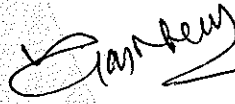





CA. *Ajay Mehta* B.Com. F.C.A.
Chartered Accountant

- (xiv) ~~In my opinion and according to the information and explanations given to me the company is not dealer or trader in securities.~~
- (xv) In my opinion and according to the information and explanations given to me, the company has not given any guarantee for loans taken by others from banks and financial institutions during the year.
- (xvi) According to the information and explanations given to me, no term loans were availed by the company during the year.
- (xvii) According to the information and explanations furnished to me, and overall examination of the Balance Sheet of the company the funds raised on short term basis have not been used for long term investment and vice versa.
- (xviii) According to the information and explanations given to me, 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.
- (xix) According to the information and explanations furnished to me and based on the records verified by me, the company has not issued any debentures during the year.
- (xx) The company has not raised any money through public issue.
- (xxi) Based upon the audit procedures performed and information and explanations given by the management I report that no fraud on or by the company has been noticed or reported during the year.

Place: Secunderabad.
Date: 03.09.2008.

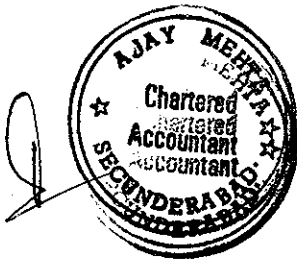

(AJAY MEHTA)
Chartered Accountant



MODI HOUSING PVT LTD

Schedules Forming Part of Accounts for the year Ended 31st March 2008

	<u>As on 31.03.2008</u>	<u>As on 31.03.2007</u>
Schedule - "A"		
Share Capital		
Authorised		
10,000 equity shares of Rs. 10/- each.	100,000.00	100,000.00
Issued, Subscribed and Paid up		
10,000 equity Shares of Rs. 10/- each fully paid up.	100,000.00	100,000.00
	<u>100,000.00</u>	<u>100,000.00</u>
Schedule - "B"		
Reserves & Surplus		
Profit & Loss Account		
Profit for the year	4,515,635.55	4643351.89
Add: Profit during the year	12,918,460.47	
Less: Balance as per last Balance Sheet	-	-127716.34
	<u>17,434,096.02</u>	<u>4515635.55</u>
Schedule "C"		
a) Unsecured Loans from Directors/Share Holders		
1. Soham Modi	17,953,005.12	15,215,966.12
2. Modi Properties & Investments Pvt Ltd	5,862,042.00	5,142,459.00
b) Unsecured loans from Others:		
1) Paramount Estates	1,300,000.00	1,300,000.00
	<u>25,115,047.12</u>	<u>21,658,425.12</u>
Schedule - "D"		
a) Capital in Partnership Firms		
1. Modi & Modi Constructions	34,134,380.10	7,791,377.05
2. May Flower Heights	-	14,012,636.72
3. Green Wood Estates	16,966,824.33	15,506,182.00
b) Share Capital in Pvt. Ltd. Co. (Trade-unquoted)		
. Summit Housing Pvt Ltd (450 Equity shares of Rs.100/- each)	45,000.00	45,000.00
. Pramont Avenue Pvt. Ltd. (450 Equity shares of Rs.100/- each)	45,000.00	-
	<u>51,191,204.43</u>	<u>37,355,195.77</u>



S. Sunderabadi

For MODI HOUSING PVT. LTD.

[Signature]

Managing Director

Schedule "E"**Loans & Advances**

Modi developers	-		93,867.41
Phani Kumar	800.00		-
	<u>800.00</u>		<u>93,867.41</u>

Schedule "F"**Current Assets/Loans & Advances****Cash & Bank Balances**

Cash on Hand	331,490.00		1,325,415.00
Cash at Bank			
With Schedule Bank in Current A/c			
1. State Bank of India	5,779.15		5,779.15
2. HDFC Bank Ltd	10,070.41	347,339.56	10,258.00
		<u>347,339.56</u>	<u>1,341,452.15</u>

Schedule "G"**Current Liabilities & Provisions**

1. TDS Payable	107,805.00		39,168.00
2. Audit Fee Payable	8,427.00		8,427.00
3. Modi Ventures	8,782,800.85		12,480,635.66
	<u>8,899,032.85</u>		<u>12,528,230.66</u>

Schedule "H"**Misc Expenditure (To the extent not written off or adjusted)**

1. Preliminary Expenses			
Balance as per last year	11,776.00		14,720.00
Less: Written off 1/5th	<u>2,944.00</u>	8,832.00	<u>2,944.00</u>
		<u>8,832.00</u>	<u>11,776.00</u>



[Signature]

[Signature]
 For MODI HOUSING PVT. LTD.
 Managing Director

Schedule "I" Notes to Accounts

1. Significant Accounting Policies.

a) Accounting Conventions

The Accounts have been prepared using historical cost conventions and on the basis of a going concern concept and in accordance with generally accepted accounting principles in India (GAAP India). The revenues recognized and expenses incurred on accrual basis.

b) Misc. Expenditure:

Preliminary expenses are written off over a period of 5 years beginning from the year in which commercial activity is commenced.

c) Taxation:

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The deferred tax for timing difference between the book and tax profit for the year is accounted using tax rates and tax laws that have been enacted or substantially enacted at the Balance Sheet date. Deferred Tax assets arising from the timing difference are recognized to the extent that there is reasonable certainty that sufficient future taxable income will be available.

2. The company is a small and medium sized company (SMC) as defined in the general instruction in respect of accounting standards notified under companies / accounting standards Rules 2006. Accordingly, the company has complied with the accounting standards as applicable to a small and medium sized company.

3. The Company is a partner in the following partnership firms :

1. Modi Ventures:

Name of the Partner	Capital as on 31/03/2008	Share in Profit/ Loss
Modi Housing Pvt Ltd	(8782800.85)	45%
Ashish P. Modi	3482055.08	25%
Nirav P. Modi	12090256.07	25%
Gaurang Mody	876411.02	05%

2. Modi & Modi Constructions

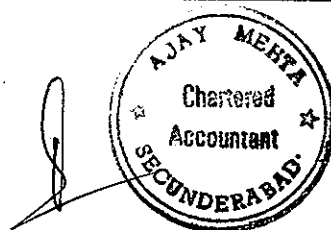
Name of the Partner	Capital as on 31/03/2008	Share in Profit/ Loss
Modi Housing Pvt Ltd	34134380.10	45%
Modi & Modi Real Estates Pvt Ltd	9246830.10	45%
Ashish P.Modi	216314.38	05%
Gaurang Mody	16314.43	05%

3. Mayflower Heights

Name of the Partner	Capital as on 31-03-2008	Share in Profit Loss
Modi Housing Pvt. Ltd.	0	25%
G.S. Kholi	0	25%
Tejas Mehta	0	25%
C. srinivas Rao	0	15%
Green Space Properties	0	10%

4. Green Wood Estates

Name of the Partner	Capital as on 31-03-2007	Share in Profit Loss
Meet B. Mehta	5901731.75	30%
K. Sridevi	1801731.75	30%
Modi Housing Pvt. Ltd.	16966824.33	40%

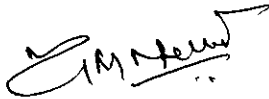


For MODI HOUSING PVT. LTD.

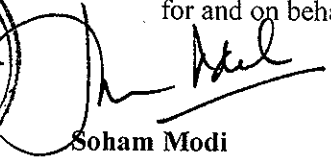
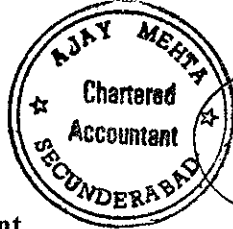
Managing Director

4. The additional information pursuant to the provisions of Schedule VI of the Companies Act, 1956 is either Nil or not applicable.
5. Previous year figures are regrouped/re-arranged, wherever necessary.

As per my report of
even date attached.



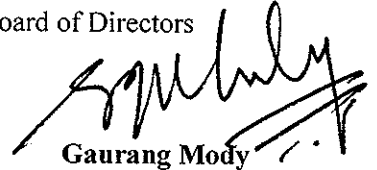
Ajay Mehta
Chartered Accountant
M.M.NO.035449.
Place : Secunderabad
Date : 03-09-2008.



Soham Modi
(Director)

Place : Secunderabad
Date : 03-09-2008.

for and on behalf of the Board of Directors



Gaurang Mody
(Director)



MODI
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Visit us at : www.modiproperties.com

MANAGEMENT REPRESENTATION LETTER

To,
Ajay Mehta
Chartered Accountant
5-4-187/3&4,
Soham Mansion,
Above Bank of Baroda,
M.G.Road,
Secunderabad - 500 003.

03.09.2008

Dear Sir,

This representation letter is provided in connection with your audit of the financial statements of **Modi Housing Private Limited** for the year ended 31.03.2008 for the purpose of expressing an opinion as to whether the financial statements give a true and fair view of the financial position as of 31.03.2008 and of the results of operations for the year then ended. We acknowledge our responsibility for preparation of financial statements in accordance with the requirements of the Companies Act, 1956 and recognized accounting policies and practices, including the Accounting Standards prescribed under Section 211(3C) of the companies Act, 1956.

We confirm, to the best of our knowledge and belief, the following representations:

ACCOUNTING POLICIES

1. The accounting policies which are material or critical in determining the results of operations for the year or financial position are set out in the financial statements and are consistent with those adopted in the financial statements for the previous year .The financial statements are prepared on accrual basis.

ASSETS

2. The company has a satisfactory title to all assets and there are no liens or encumbrances on the company's assets.

Fixed Assets

3. The Company does not own any fixed asset.



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Capital Commitments

4. At the balance date, there were no outstanding commitments for capital expenditure.

Inventories

5. The Company did not hold any inventory as on 31.03.2008.

Other Current Assets

6. In the opinion of the Board of Directors, other current assets have a value on realization in the ordinary course of the company's business, which is at least equal to the amount at which they are stated in the Balance Sheet.

LIABILITIES

7. We have recorded all known liabilities in the financial statements
8. We have disclosed in notes to the financial statements all guarantees that we have given to third parties and all other contingent liabilities.
9. Contingent liabilities disclosed in the notes to the financial statements do not include any contingencies which are likely to result in a loss and which, therefore, require adjustment of assets or liabilities.

Provisions for Claims and Losses

10. Provision has been made in the accounts for all known losses and claims of material amounts
11. There have been no events subsequent to the balance sheet date which require adjustment of or disclosure in, the financial statements or notes thereto.



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PROFIT AND LOSS ACCOUNT

12. Except as disclosed in the financial statements, the results for the year were not materially affected by:
- (a) transactions of a nature not usually undertaken by the company;
 - (b) circumstances of an exceptional or non-recurring nature;
 - (c) charges or credits relating to prior years;
 - (d) Changes in accounting policies.

GENERAL

13. The following have been properly recorded and, when appropriate, adequately disclosed in the financial statements
- (a) Losses arising from sale and purchase commitments.
 - (b) Agreements and options to buy back assets previously sold.
 - (c) Assets pledged as collateral.
14. The financial statements and notes appended thereto, include all material disclosures necessary for these accounts to show a true and fair view of the state of affairs and the results of operations of the company (including those related to prior period items, extraordinary items, changes in accounting policies or changes in accounting estimates) and disclosures required to be made therein under the companies Act, 1956 and are free of material misstatements, including omissions.
15. The company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance. There has been no non-compliance with requirements of regulatory authorities that could have an effect on the financial statements in the event of non-compliance.
16. All events subsequent to the Balance Sheet date have been fully considered in preparing the accounts and no other matter has come to our attention up to the time of signing this letter which would materially affect the accounts and the related disclosures for the year ended 31st March, 2008.



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17. It is further confirmed that no expenses of personal nature (other than those payable under contractual obligations or in accordance with generally accepted business practice) and/ or not related to the Company's business have been charged to the Company's accounts.
18. No payment has been made during the year ended 31st March, 2008 whether directly or indirectly, by way of advertisement or otherwise to any political party in contravention of the provisions of the Companies Act, 1956.
19. We acknowledge our responsibility for the design and implementation of programs and controls to prevent and detect fraud. We have no knowledge of any fraud or suspected fraud on or by the Company, noticed or reported during the year, affecting the Company, involving management; employees who have significant roles in internal control; or others where the fraud could have a material effect on the financial statements.
20. We are not aware of any violations of laws or regulations the effect of which should be considered for disclosure in the financial statements or as a basis of recording a loss contingency. There has been no communication from regulatory agencies concerning non-compliance with or deficiencies in financial reporting practices that could have material effect on the financial statements in case of non-compliance.
21. Based on the written representations obtained from the directors and taken on record by the Board of directors, we confirm that none of the directors is disqualified under section 274 (1) (g) of the Companies Act 1956 as at the Balance Sheet date.
22. The Company is generally regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, income-tax, sales-tax, wealth tax, service tax, customs duty, Employees' state insurance, excise duty, cess and other material statutory dues as applicable with the appropriate authorities. There are no undisputed amounts outstanding in respect of these dues, which were due for more than six months as at the Balance Sheet date.
23. There are no dues on account of income-tax, sales-tax, wealth tax, service tax, customs duty, Employees' state insurance, excise duty, cess as at 31st March, 2008, which have not been deposited on account of any dispute.



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24. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
25. The Company has not dealt or traded in shares, securities, debentures or other investments during the year.
26. The Company has not given any guarantee for the loans taken by others from banks or financial institutions.
27. The provisions of any special statute applicable to chit fund / nidhi / mutual benefit fund / societies are not applicable to the Company.
28. We have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities reflected in the financial statements.

For Modi Housing Private Limited.

(Director)