

NOTICE

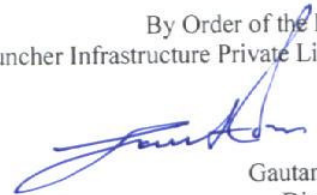
NOTICE is hereby given that the **5th ANNUAL GENERAL MEETING** of the members of Career Launcher Infrastructure Private Limited shall be held on Saturday, the 29th day of September, 2012 at 1:30 P.M. at the Registered Office of the Company at R-90, 1st Floor, Greater Kailash, Part-I, New Delhi – 110048 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2012 and Profit & Loss Account for the period ended on that date together with the report of Board of Directors and the report of Auditors thereon.
2. To appoint a director in place of Mr. Shiva Kumar Ramachandran, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr. Sreenivasan .R, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration and to pass, with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT M/s. Haribhakti & Co., Chartered Accountants, Company's Retiring Auditors, being eligible and offering themselves for reappointment, be and are hereby reappointed as Auditors of the Company to hold the office until the conclusion of the next Annual General Meeting on the remuneration as may be decided by the Board of Directors of the Company along with permissible traveling and out of pocket expenses.”

By Order of the Board
For Career Launcher Infrastructure Private Limited



Gautam Puri
Director

Date: 31.07.2012

Place: New Delhi

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him / her on a poll only and such proxy so appointed need not be a member of the company. However proxy forms should be deposited with the company at least 48 hours before the commencement of the meeting.

CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED

DIRECTORS' REPORT 2012

Your directors are pleased to present their report on the business and operations of your Company for the year ended March 31, 2012.

FINANCIAL HIGHLIGHTS

	Figures For the Year ended:	
	March 31 2012	March 31 2011
Total Income	19,857,441	4,691,206
Total expenditure	49,911,683	21,470,338
Profit / Loss before tax	(30,247,662)	(22,756,151)
Provision for tax	0	0
Profit / Loss after tax	(30,247,662)	(22,756,151)
Profits brought forward from previous year	(23,599,472)	(843,321)
Carried to Balance sheet	(53,847,134)	(23,599,472)

OPERATIONAL REVIEW

During the year under review, your Company earned a Total Income of Rs. 198.57 Lacs, as against an income of Rs. 46.91 Lacs during FY 2010-11. The Company incurred a net Loss of Rs. 3.02 Crores in FY 11-12 as against a Net loss of Rs. 2.27 Crores in the year 2010-11. This loss is due to Interest paid on Term Loan taken for construction of two schools at Raipur & Indore respectively and depreciation charged on school Assets.

Your Directors are optimistic about the Company's current year performance, and they expect the Company to do much better in the years to come keeping in view the commissioning of the two school buildings which will result in additional admissions to these schools, in addition the stabilization of Aurangabad, Ludhiana, Sohna Road and Pune schools will result in the increase in revenue share to your Company from these schools.

DIVIDEND

No Dividend is recommended for the year.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE COMPANY'S FINANCIAL POSITION

There has been no material change/commitment in the Company's financial position between the financial year ended 31st March 2012 till the date of this report.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Information in accordance with the provisions of section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the report of Board of Directors) rules, 1988, regarding

conservation of energy and technology absorption, Foreign Exchange earning and outgo is not applicable to your Company.

PARTICULARS OF EMPLOYEES

None of the employees of the Company were in receipt of remuneration in excess of the limits prescribed under Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, during the year 2011-12.

AUDITORS

M/s. Haribhakti & Co., Chartered Accountants, Statutory Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting (AGM 2012) and being eligible, have offered themselves for reappointment.

AUDITOR'S REPORT

Your Directors' explanations regarding the reservations and views of the auditors expressed in the Clauses of the auditors report are:

a) Clause (vii) of the Annexure to the Auditors' Report

In our opinion, the Company is in the process of strengthening the internal audit system of the Company to make it commensurate with the size and nature of its business as regards coverage of significant areas, that is, revenue, sale & purchase of fixed assets, CWIP management and reconciliation thereof with creditors.

Reply: The scope of internal audit has been enlarged to cover the areas, including revenue, sale and purchase of fixed assets, CWIP management and reconciliation debtors and creditors.

b) Clause (ix)(b) of the Annexure to the Auditors' Report

According to the information and explanations given to us, in respect to provident fund, investor education and protection fund, wealth tax, sales tax, custom duty, excise duty, cess and other statutory dues were outstanding at the year end for a period of more than six months from the date they became payable. Details of works contract tax and income tax deducted at source outstanding at the year end for a period of more than six months from the date it became payable are as follows:

Name of the Statute	Nature of dues	Amount (Rs.)	Period to which amount relates	Due Dates	Date of payment
Finance Act, 2004	Works Contract tax	377,000	July 2010 to March 2011	20 th of every month	Not paid
Finance Act, 2004	Works Contract tax	560,039	April 2011 to September 2011	20 th of every month	Not paid

Reply: The Management is committed and is regular in depositing all undisputed statutory payment to the Government Treasury. The Company is in the process of depositing the balance outstanding amount.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any public deposits in terms of the provisions of Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm that:

(i) in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;

(ii) They have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of the financial year and the profit and loss of the Company for that period;

(iii) They have taken proper and sufficient care for 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 fraud and other irregularities;

(iv) They have prepared the annual accounts on going concern basis;

STOCK OPTIONS DETAILS


The Company, Career Launcher Infrastructure Private Limited does not have any Stock Option Plan of its own, and has not granted any options or shares under any ESOP or any other plan to any of its Directors or employees.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's customers, shareholders, vendors and bankers for their support and look forward to their continued support in the future.

Your Directors also place on record their appreciation for the excellent contribution made by all employees who are committed to strong work ethics, excellence in performance and commendable teamwork and have thrived in a challenging environment.

For and on behalf of the Board of Directors
Career Launcher Infrastructure Private Limited


Satya Narayanan.R
Director
Gautam Puri
Director

Date: 31.07.2012
Place: New Delhi