

PREMIER ENERGY AND INFRASTRUCTURE LIMITED

**Regd. Office: 18/4, II Floor, Balaiah Avenue,
Mylapore, Chennai 600 004**

NOTICE IS HEREBY GIVEN THAT THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD ON SATURDAY THE 18TH DECEMBER 2010 AT 11.00 A.M. AT MINI HALL, NEWS WOODLANDS HOTEL, 72-75 DR. RADHAKRISHNAN SALAI, MYLAPOARE, CHENNAI 600 004 TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance sheet as at 30th June 2010 and the Profit and Loss account of the Company for the fifteen months' period ended 30th June 2010, together with the Directors' Report and the Auditors' report thereon.
2. To appoint a Director in the place of Sri R Ramakrishnan who retires by rotation and being eligible offers himself for re appointment.
3. To appoint an Auditor and fix their remuneration – M/s PKF Sridhar and Santhanam, Chartered Accountants, Chennai retire at the ensuing Annual General Meeting and they are eligible for re-appointment.

“RESOLVED THAT M/s PKF Sridhar and Santhanam, Chartered Accountants (Registration No.003990S) be and are hereby reappointed as Statutory Auditors of the company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the company on such remuneration as may be fixed in this behalf by the Board of Directors of the company.

SPECIAL BUSINESS:

1. To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution

RESOLVED THAT Mr. Vathsala Ranganathan be and is hereby appointed as a Director of the company liable to retire by rotation of which notice has been received from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose the name of Mrs. Vathsala Ranganathan as a Director of the Company liable to retire by rotation.

2. To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution

RESOLVED THAT Mr. M Komariah be and is hereby appointed as a Director of the company liable to retire by rotation of which notice has been received from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose the name of Mr. M Komariah as a Director of the Company liable to retire by rotation.

3. To consider and if thought fit to pass with or without modification the following resolution as Special Resolution:

RESOVLED THAT pursuant to Section 295 of the Companies Act, 1956 and subject to the approval of such other authorities and the Central Government, consent of the Company be and is hereby accorded to the Board of Directors to give loan for an amount of Rs.50 Crores as per the terms and conditions as laid down in the agreement between the Company and M/s. Shriram Auto Finance, a Partnership Firm, in which Mrs. Vathsala Ranganathan, is a Partner and a Director of this Company.

Place: Chennai
Date: 15th November, 2010

By Order of the Board

K N NARAYANAN
DIRECTOR

NOTES:

1. The explanatory statement to section 173(2) of the companies act, 1956 in respect of the special business set out in item no. 4 to 6 are annexed hereto.
2. A member entitled to attend and vote at the above meeting may appoint one or more proxies to attend and vote instead of him. The proxy need not be a member of the company. Proxy to be valid shall be deposited with the company not later than 48 hours before the time of holding meeting.

3. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, the 13th December to Saturday the 18th December 2010 (both days inclusive)
4. Members are requested to notify the change in address if any to Cameo Corporate Services Limited, Subramaniam Buildings, 1, Club House Road, Chennai 600 002, the Registrar and Share Transfer Agent on or before 15th December 2010 or to the Company at its Registered Office
5. Members are requested to bring their copies of Annual Report to the meeting. The attendance slips duly completed should be handed over at the entrance of the meeting hall.
6. As per clause 49 of the listing agreement with Stock Exchanges, the brief resume and expertise of the directors proposed for reappointment are furnished below along with detail of Companies in which they are directors and the Board Committee of which they are members.

Details of Directors seeking reappointment at the forthcoming Annual General Meeting (pursuant to Clause 49 (IV) (G) of the Listing Agreement

(i) Ms. Vathsala Ranganathan, Non Executive and Non-Independent Director

She is M.A (Economics) by qualification. She has more than 20 years of experience in Shriram Group of Companies in various capacities. She has headed the Shriram Group of Companies as President for around ten years. She has the experience of working at senior management levels and has worked for large financial services companies as well as engineering companies engaged in turnkey contracts and automobile ancillaries. She also holds directorships in various other unlisted companies.

She joined the Board on 29th October 2009.

Details of Shares held by Mrs. Vathsala Ranganathan: – Nil.

Details of other Directorships and other Committee Memberships in other Companies as on 30.06.2010:

Position	Company
Chairman	Nil
Director	Shriram EPC Ltd
	Ennore Coke Ltd
	Orient Green Power Company Limited
	Global Power Tech Equipments Limited
	Haldia Coke and Chemicals Limited
	Shriram Auto Finance
	Shriram Auto Finance LLP
	Bharat Coal Chemicals Limited

(ii) Mr. M. Komariah, Non Executive and Independent Director

He is a Civil Engineer by qualification. He has more than 20 years of experience in the Energy and Power business. He is also directors in several unlisted companies.

He joined the Board on 29th October 2009.

Details of Shares held by Mr. M Komariah: – Nil.

Details of other Directorships and other Committee Memberships in other Companies as on 30.06.2010:

Position	Company
Chairman	Nil
Managing Director	Shalivahana Green Energy Limited
	Shalivahana (MSW) Green Energy Limited
Director	Konarak Power Projects Limited
	Shalivahana Power Corporation Limited
	Minerva Power Corporation Limited
	Rake Power Limited
	Pallavi Power & Mines Limited
	Shalivahana (BIOMASS) Power Projects Limited
	Shalivahana Cement Industries Limited
	Sri Phulaya Mines Project Limited
	Sahara Housing fina Corporation Limited
	Shalivahana Power and Infra Ventures Limited

(iii) Mr. R Ramakrishnan, Director retiring by rotation:

He is B.Com, M.A (Economics) by qualification. He had joined Indian Express Group of Newspapers in 1965 and rose to become the Chief Executive. He was appointed as Sheriff of Madras in 1974-75. He was elected in Rajya Sabha as a member of Indian Parliament in 1980. And was member of several Parliamentary Committees including prestigious COPU (Committee of Public Undertakings, Joint Select committee of Chit Funds). He was a member of Press Council of India, Coffee Board of India for two years each. He was appointed to Rajaji Institute of Public Affairs and Administration of Governing Council Member by the President of India. He was Chairman of Sir C.P.Ramaswamy Aiyar Educational Trust and Madras Race Club. He is currently committee member of Madras Race Club and Bangalore Turf Club.

Position	Company
Chairman	Nil
Director	TVS Motor Company Ltd
	TVS Credit Services Ltd
	Ennore Coke Ltd
	Bharath Coal Chemicals Ltd.
	Haldia Coke & Chemicals Ltd
	Swetha Enterprises (P) Ltd
Committee Member	Madras Race Club
	PT TVS Motor Co. Indonesia

No of Shares held by Mr. R Ramakrishnan - 470 Shares

Annexure to the Notice

<p>EXPLANATORY STATEMENT ANNEXED TO THE NOTICE OF THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE COMPANY AS REQUIRED UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956.</p>
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ITEM No. 4

Mrs. Vathsala Ranganathan was appointed as Additional Director at the Board Meeting held on 29th September, 2009. In terms of Section 260 of the Companies Act, 1956 she will hold office up to the date of the ensuing Annual General Meeting and is eligible for re-appointment.

The Company has received a notice pursuant to Section 257 of the Companies Act, 1956 from a member along with a deposit of Rs.500/- signifying his intention to propose the name of Mrs. Vathsala Ranganathan as a director liable to retire at the ensuing Annual General Meeting.

Accordingly, the ordinary resolution set out under item No.4 of the notice is submitted for approval of the members.

Interest of Directors

Mrs. Vathsala Ranganathan is interested in the resolution. None of the other Directors is interested or concerned in this resolution.

Item No. 5

Mr. M Komariah was appointed as an Additional Director at the board meeting held on 29th September, 2009. In terms of Section 260 of the Companies Act, 1956 he will hold office up to the date of the ensuing Annual General Meeting and is eligible for re-appointment.

The Company has received a notice pursuant to Section 257 of the Companies Act, 1956 from a member along with a deposit of Rs.500/- signifying his intention to propose the name of Mr. M Komariah as a director liable to retire at the ensuing Annual General Meeting.

Accordingly, the ordinary resolution set out under item No. 5 of the notice is submitted for approval of the members.

Interest of Directors

Mr. M Komariah is interested in the resolution. None of the other Directors is interested or concerned in this resolution.

Item No. 6

Shriram Auto Finance (SAF), a partnership Firm engaged in the business of investing in shares and Mrs. Vathsala Ranganathan is one of the partners of SAF and she is also a Director in our Company.

M/s Shri Housing Private Ltd. (SHPL) is the main promoter of our Company holding 68.63% of the paid up capital. SHPL is held 100% by SAF and Mrs. Vathsala Ranganathan is one of the Partners.

The following is the present share holding of our company.

	No of Shares	% of holding
Shri Housing Private Ltd.	132725880	68.63%
Public	6274120	31.37%

The shareholding of SHPL is: 100 % held by SAF.

Mrs. Vathsala Ranganathan being a Director in our Company is also a partner in SAF and controlling 68.63% through SAF,.

As per Section 295 of the Companies Act, 1956, any loan given by our Company to SAF would attract the provisions of Section 295

As per the provisions of Section 295 no company without obtaining the previous approval of the Central Government in that behalf shall, directly or indirectly make any loan to or give any guarantee or provide any security in connection with a loan made by any other person to, or to any other person to any firm in which any such Director or relative is a partner.

Since the Company regularly has business transaction with SAF and also in the process of giving loans as and when needed in the course of business to SAF the company has to obtain approval of the shareholders under section 295 for giving loan to SAF.

As per the Agreement entered between SAF and the Company, the Company has to give loan for an amount of Rs. 50 Crores to SAF and hence Section 295 of the Companies Act is attracted and the Company has to get the prior approval of the Share Holders and the Central Government before giving such Loan.

Accordingly, a Special Resolution under Section 295 of the Companies Act is placed before the Share Holders for approval.

Mrs. Vathsala Ranganathan, being a Director in our Company and also a Partner in SAF is interested in this Resolution to the extent of Loan/Guarantee given to SAF.

No other Director of the Company is interested in this Resolution.

For and on behalf of the Board

K N Narayanan
Director

Chennai
15th November 2010

PREMIER ENERGY AND INFRASTRUCTURE LIMITED

Directors' Report

Your Directors have pleasure in presenting their Report together with the Audited Accounts for the Fifteen months period ended 30th June 2010.

The performance highlights of the Company for the year are summarized below:

Financial Results

	For the period ended 30.06.10	For the year ended 31.03.09
	(Rs. in Lacs)	(Rs. in Lacs)
Profit before Interest & Depreciation	181.82	147.23
Interest		56.67
Depreciation	13.08	35.27
Profit before Tax	168.74	55.29
Tax and Fringe Benefit Tax	34.02	26.79
Profit after Tax	134.72	28.50
Balance brought forward from previous year	175.42	146.92
Profit / -Loss Carried to Balance Sheet	310.14	175.42

Performance:

The Company has made an income of Rs.134.72 lacs as compared to Rs. 28.50 lacs during the previous year. Due to the recession in the Property Development sector the Company did not venture into new business this year. The Company is looking for new projects in the field of Power Sector for production of Electricity by both conventional and non-conventional methods and also the Company is venturing into infrastructure business.

RIGHTS ISSUE:

The Company has come out with a rights issue of one crore equity shares of 10% at a premium of Rs. 10/- per share aggregating to 20 crores. The rights issue was successfully completed and shares were allotted to the share holders.

EMAS ENGINEERS AND CONTRACTORS PVT LTD

During the year our company has invested an amount of Rs. 1850 lacs in Emas Engineers and Contractors Pvt Ltd, Chennai, by acquiring 60,24,050 Equity shares which represent 50.10% of Equity Share Capital of Emas. EMAS is engaged in the business of real estate development and contractor primarily having its operation in the state of Tamil Nadu, Karnataka and Andhra Pradesh. EMAS is an ISO 9001:2000 company certified by TUV agency. EMAS has executed various residential, industrial and commercial projects and has diversified work experience in the construction sector which includes Hospitality, Industrial, Commercial, Industrial, Educational and IT.

AMALGAMATION OF VALAGAM POWER PORJECTS LIMITED:

The Board of Directors at their meeting held on 25th June 2010 have approved a Scheme of Amalgamation under Section 391 and 394 of the Companies Act 1956 for the merger of Valagam Power Projects Pvt. Limited (Transferor Company) with Premier Energy and Infrastructure Ltd. (Transferee Company). The Company has made an application to Bombay Stock Exchange Ltd. for in-principle approval for the Scheme of Amalgamation. The Company is also in the process of submitting necessary Petition to Hon'ble High Court of Madras.

DIVIDENDS

Since the company has made only a marginal profit, your Directors have not recommended any Dividend for the year.

DIRECTORS

Mr. R Ramakrishnan, Director retires by rotation as per Article 121 of the Articles of Association of the Company and being eligible offers himself for re-appointment. A brief resume, expertise and details of other directorships of Mr. R Ramakrishnan, Director are provided in the Notice of the ensuing Annual General Meeting.

Mrs. Vathsala Ranganathan and Mr. M Komariah were appointed as Additional Director under section 260 of the Companies Act, 1956 at the Board Meeting held on 29th September 2009. In terms of Section 260 of the Companies Act, 1956, they will hold office up to the date of the ensuing Annual General Meeting.

Mr. M Narayanamurthi, Mr. A Sriram, Mr. T R Murali and Mr. S Jagannathan resigned from the Board during the year. The Board wishes to place on record the services rendered by Mr. M Narayanamurthi, Mr. A Sriram, Mr. T R Murali and Mr. S Jagannathan as a Directors of the Company.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, a Management Discussion Analysis Report, Corporate Governance Report and Auditor's Certificate regarding Compliance of Corporate Governance are made a part of the Annual Report.

CEO/ CFO CERTIFICATION

Mr. K N Narayanan, Director has given a Certificate to the Board as contemplated in Clause 49 of the Listing Agreement.

DEPOSITS

The Company has not accepted deposits from the public during the period under review.

PARTICULARS OF EMPLOYEES

As required under the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employee) Rules 1975 as amended, the names and other particulars of employees are set out in Annexure to this Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- a) That in preparation of accounts for the 15 months period ended, 30th June, 2010, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of these state of affairs of the company at the end of the financial year and of the profit of the company for the year under review;
- c) 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

- d) That the Directors have prepared the accounts for the 15 months period ended 30th June 2010 on a going concern basis.

AUDITOR

M/s P K F Sridhar and Santhanam, Chartered Accountants, Chennai the Company's Auditors, retire at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

AUDITORS REPORT

The Auditor's Report is self explanatory and does not require any further comments under section 217 (3) of the companies Act, 1956 except that.

- 5 (a) The Company has invested an amount of Rs. 13,78,03,255 during the period under review. Also the Company has granted loan to another Company and has not charged interest for the period under review. As per Section 372 A of the Companies Act, 1956, the Company is entitled to invest in acquire by way of Subscription, purchase or otherwise 60% of the paid up capital and free reserves of the Company or 100% of the free reserves of the Company, whichever is higher. Since the Company has not obtained the prior approval of the shareholders before making such investments, the company has made an application to Registrar of Companies, Tamilnadu, Chennai and also made a petition to the Company Law Board, Southern Region Bench for a suo-motto compounding of offences under that provision.
- 5 (b) The Company has also granted an advance in the nature of loan to a Partnership Firm in which one of the Directors of the Company is a Partner in the Partnership Firm without obtaining prior approval of the shareholders and the Central Government in this regard. The Company is of the opinion that the advance had been paid only for a short term purpose and the same was returned by SAF also .Since the Auditors have made an observation that the provision of Section 295 under the Companies Act 1956, has not been followed, the Company has made an application to the Registrar of Companies, Tamilnadu, Chennai and also to the Company Law Board, southern Region Bench for compounding of offences.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS.

These particulars required under Section 217 (1)(e) of the Companies Act, 1956 are not applicable to the company, not being Industrial Company.

ACKNOWLEDGEMENT

The Directors thank the Company's Bankers, Shareholders, the Registrars and the employees for their continued support to the Company's progress during the period under review.

On behalf of the Board

Vathasala Ranganathan
Director

K N Narayanan
Director

Place: Chennai
Date: 15.11.2010

PREMIER ENERGY AND INFRASTRUCTURE LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry and Structure

The real estate market is not doing well due to the general global recession. The company is looking for new projects in the field of Power Sector for production of Electricity by both conventional and non-conventional methods and also Infrastructure business.

Opportunities and Threats

Your company has got potential to grow in the business of Infrastructure and Power Sector.

Outlook, Opportunities, Threats, Risk and concerns

The Power Sector is becoming attractive and Infrastructure business is likely to come out of the recession in the industry very soon and there are good opportunities for the company to grow.

Internal control systems and their adequacy.

The company has adequate internal control systems commensurate within its size and nature of business. The Management has overall responsibility for the Company's internal control system to safeguard the assets, usage of resources, compliance with applicable laws & regulations and to ensure reliability of financial records. The internal auditors and the auditors and the audit committee review all financial statements and ensure adequacy on internal control systems.

Discussion of Financial Performance with respect to Operational Performance

The company will now start looking for new projects and business in the field of Power Sector and Infrastructure.

Material Development in Human Resources / Industrial Relations Front. Including number of people employed.

There has been no material changes / developments in Human relation front.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may constitute "forward looking statement" within the meaning of the applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

On behalf of the Board

K N Narayanan
Director

Place: Chennai
Date: 15.11.2010

Information as per Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees Rules, 1975 and forming part of the Directors Report for the period ended March, 2010.

Employee Name	Designation	Qualification	Age	Joining Date	Experience (Years)	Gross Remuneration	Previous Employment/ Designation
R. Ramakrishnan	President	B.Com	61	01.07.2009	25	36,00,000	Business

REPORT ON CORPORATE GOVERNANCE

The Directors have pleasure in presenting the Corporate Governance Report for the period ended 30th June 2010.

1. The Company's Corporate Governance Philosophy

Premier Energy and Infrastructure Limited is committed to the highest standards of Corporate Governance in all its activities and processes.

PEIL looks at corporate governance as the cornerstone for sustained superior financial performance and for serving all its stakeholders. The entire process begins with the functioning of the Board of Directors, with professionals and experts serving as independent directors and represented in various Board Committees. Systematic attempt is made to ensure symmetry of information.

2. Board of Directors

a). Composition:

The Board consists of 4 members as on 30th June 2010. The Board has been constituted in a manner, which will result in an appropriate mix of executive and independent directors. This has been done to preserve the independence of the Board and to separate the Board functions of governance and management.

b). Board Meetings:

The Board has a formal schedule of matters reserved for its consideration and decision. These include setting performance targets, reviewing, approving investments, ensuring adequate availability of financial resources overseeing risk management and reporting to the shareholders.

The Board periodically reviews the compliance of all applicable laws and gives appropriate directions wherever necessary.

Thirteen Board Meetings were held during the year on 30th May 2009, 3rd June 2009, 15th June 2009, 30th June 2009, 30th July 2009, 28th August 2009, 29th October 2009, 28th January 2010, 24th April 2010, 15th May 2010, 31st May 2010, 25th June 2010, and 30th June 2010.

The attendance of each Director at the Board Meeting, the last annual general meeting and number of other directorships held by them as on 30.06.2010 are as under.

Name	Category	No. of Board Meetings attended	No of Directorship (a) (out of which as Chairman)*	Attendance at the Last AGM
Mr. R Ramakrishnan	Non Executive Independent Director	6	13	Present
Mrs. Vathsala Ranganathan	Non Executive Non Independent Director	7	6	Not a director in the last AGM
Mr. M Komaraiah	Non Executive Independent Director		12	Not a director in the last AGM
Mr. K N Narayanan	Non Executive Independent Director	9	2	Present
Mr.M.Narayanamurthi	Promoter & Non Executive Director	7	10	Present
Mr. A.Sriram	Non Executive Independent Director	8	11	Present

Mr. T.R.Murali	Non Executive Independent Director	8	9	Present
Mr. S.Jagannathan	Non Executive Independent Director	10	2	Present

*Directorship in private limited companies, foreign companies and companies under Section 25 of the Companies Act are excluded.

Only Membership in Audit Committee, Share transfer Committee and Remuneration Committee are considered for this purpose.

Code of Conduct

The Board has adopted a Code of Conduct, which serves as a guide for your company and its employees on the standards of values, ethics and business principles, which should govern their conduct. The Company operates within accepted standards of propriety, fair play and justice and aims at creating a culture of openness in relationships between itself and its stakeholders. A Declaration signed by the Managing Director is forming part of this report.

3. Audit committee:

Role:

The Audit committee has been formed to monitor and provide effective supervision of the Financial and reporting process. Their terms of reference of the Committee is to review the financial reporting process, inter audit process, accounting policies, adequacy of internal control systems, management audit and recommend appointment of the statutory/internal Auditors and to fix their remuneration.

Meetings and Attendance during the year

The committee met on six occasions during the period. The dates on which the said meetings were held are : 28th April 2009, 30th July 2009, 29th October 2009, 28th January 2010 and 15th May 2010.

Name & Category	Whether Chairman/ Member	No of Meetings attended during the year 2009-2010
Mr. M.Narayanamurthi Promoter & Non Executive Director	Member	4

Mr. A.Sriram Non Executive Independent Director	Chairman	4
Mr. T.R.Murali Non Executive Independent Director	Member	4
Mr. R Ramakrishnan Non Executive Independent Director	Chairman	4
Mr. K N Narayanan Non Executive Independent Director	Member	4
Mr. M Komaraiah Non Executive Independent Director	Member	-

4. Remuneration Committee & Policy

Our company has a duly constituted Remuneration Committee. Since none of the directors draw remuneration from the company the company did not meet during this year.

The following Directors are the members of the Remuneration Committee:

Mr. R Ramakrishnan Non Executive Independent Director	Chairman
Mr. K N Narayanan Non Executive Independent Director	Member
Mr. M Komaraiah Non Executive Independent Director	Member

5. Shareholders' / Investors Service

The Company promptly attends to investors' queries or grievances. In order to provide timely service, the power to approve the transfer of shares had been delegated by the board to the share transfer and investors grievance committee. The Board has also authorized the directors and executives of the company to approve the transfer/transmissions. Share transfer requests are processed within 15 days from the date of receipt. Cameo Corporate Services Ltd, Chennai is the company's Registrar and Share Transfer Agent and Depository registrar.

The following directors are the members of Shareholders / Investors Grievances Committee.

Name & Category	Whether Chairman/ Member	No of Meetings attended during the period 2009 - 10
Mr. R Ramakrishnan Non Executive Independent Director	Chairman	11
Mr. M Komaraiah Non Executive Independent Director	Chairman	-
Mr. K N Narayanan Non Executive Independent	Member	11

6. General Body Meetings:

The location and time where the last three Annual General Meetings were held are given below:

For the year ended 31st March	Date	Time	Venue
2009	29 ^h September 2009	10.00 a.m.	Bharatiya Vidya Bhavan (Mini Hall) 18,20,22 East Mada Street, Mylapore, Chennai 600 004
2008	30 th September 2008	10.00 a.m.	Bharatiya Vidya Bhavan (Mini Hall) 18,20,22 East Mada Street, Mylapore, Chennai 600 004
2007	28 th September 2007	2.00 p.m.	Bharatiya Vidya Bhavan (Mini Hall) 18,20,22 East Mada Street, Mylapore, Chennai 600 004

There is no resolution, requiring postal ballot, is being proposed at the ensuing Annual General Meeting.

The company will seek shareholder's approval through postal ballot in respect of resolutions relating to such business as prescribed in the Companies (Passing of Resolution by Postal Ballot) Rules, 2001, as and when the occasion arises.

Information about Directors proposed to be appointed / re-appointed as required under Clause 49 IV (G) (i) of the Listing Agreement with the stock exchanges is furnished in the Notice convening the Annual General Meeting.

7. Disclosures:

Disclosures on materially significant related party transactions i.e. transactions of the company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc that may have potential conflict with the interest of the company at large:

None of the transactions with any of the related parties were in conflict with the interest of the company.

Related party transactions during the year have been disclosed as a part of the accounts required under Accounting Standard 18 issued by The Institute of Chartered Accountants of India.

Details of non – compliance by the company, penalties, and strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to the capital markets, during the last three years.

No penalties or strictures have been imposed by any statutory authority on any matter related to capital markets during the last three years.

The Company has taken steps to establish the whistle blower policy as is stipulated in the clause 49 of the listing agreement.

8. Compliance with Corporate Governance Norms

The Company has complied with majority clauses of the listing agreement of corporate norms as enumerated in clause 49 of the listing agreement. The company has always been committed to transparency in governing the company. The company has complied with majority of the mandatory requirements of corporate norms as enumerated in clause 49 of the Listing Agreement with the Stock Exchanges.

Mr. K N Narayanan, Director is the Compliance Officer of the Company.

The company has its e-mail premierinfra@gmail.com for all correspondences and queries / clarifications.

9. Management Discussion and Analysis Report

A management discussion and analysis report highlighting individual business, forms part of the Annual Report.

10. General Shareholder Information

A separate section has been annexed to the annual report furnishing various details viz., AGM venue, share price movement, distribution of shareholding, location of factories, means of communication etc.,

On Behalf of the Board

Chennai
15th November 2010

K N Narayanan
Director

SHAREHOLDER'S INFORMATION

Annual General Meeting:

Day : Saturday
Date : 18.12.2010
Time : 11.00 a.m.
Venue : Mini Hall
New Woodlands Hotel
Mylapore, Chennai 600 004.

Book Closure : 11th December to 18th December 2010

Listing on stock exchanges and stock code

Bombay Stock Exchange Limited,
Madras stock Exchange Limited,
Bangalore Stock Exchange limited.

Share holding pattern /Distribution of shareholding

Shareholding pattern as on 30.06.2010

Category	No of shares	% of shareholding
Promoters holding	1,37,25,880	68.63
Persons acting in concert	-	
Mutual Fund	57,100	0.29
Banks, financial institution, insurance companies, (central / state govt institutions / non govt institutions)	400	-
Foreign Institutional Investment	1,54,100	0.77
Private Bodies Corporate	11,28,793	5.64
Indian Public	48,81,215	24.41
Clearing Members	2,962	0.01
Hindu Undivided families	47,550	0.24
Non Resident Undivided families	2,000	0.01
NRIs / OCBs		
Clearing Member		
	2.00.00.000	100.00

Distribution of shareholding as on 30.06.2010

Category		Number of holders	% on total	No of shares	% on total
1	100	5971	50.97	536874	2.68
101	500	4637	39.59	1240847	6.20
501	1000	642	5.48	513322	2.57
1001	2000	223	1.90	330908	1.66
2001	20000	63	0.54	158374	0.79
3001	30000	29	0.25	101579	0.51
4001	40000	52	0.44	251340	1.26
5001	50000	39	0.33	283327	1.42
10001	& above	58	0.50	16583429	82.91
Total					
		11714	100.00	2,00,00,000	100.00

Nomination Facility

The shareholders may avail themselves of the nomination facility under section 109A of the Companies Act, 1956. The nomination form (Form 2B) along with instruction will be provided to the members on request. In case the members wish to avail of this facility, they are requested to write to the company's registered office.

The facility of nomination is not available to non-individuals shareholders such as societies, trust, bodies corporate, Karta of Hindu Undivided Families and holders of Power of Attorney.

Investors are advised to avail this facility, especially investors holding securities in single name, to avoid the process of transmission by law. Investors holding shares held in electronic form, the nomination has to be conveyed to your Depository participants directly, as per the format prescribed by them.

Dematerialisation

The company shares have been Dematerialised with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) for holding of shares by the shareholders electronically. Code number is INE429K01012. The company has appointed Registrar and Share Transfer agents for handling fiscal transfers. The details of Share transfer agents are as detailed below:

M/s Cameo Corporate Services Ltd
"Subramaniam Building"
1 Club House Road
Chennai- 600 002

Investor Services – Complaints Status Report

The company had received 27 Complaints during the year period ended 30th June 2010 and all have been redressed. There were no queries pending to be replied / addressed as at 30th June 2010.

Investor Query / Address for Correspondence

Compliance Officer

Premier Energy and Infrastructure Limited

18/4 II Floor

Balaiah Avenue, Mylapore, Chennai – 600 004

Phone No: 044-24661980, Email id: investors.premierenergy@gmail.com

DECLARATION OF CODE OF CONDUCT

The Board of Directors
Premier Energy and Infrastructure Limited
18/4, II Floor, Balaiah Avenue
Mylapore, Chennai – 600 004

Dear Sirs,

This is to confirm that the Board has laid down a code of conduct for all Board Members and senior management of the Company.

It is further confirmed that all the directors and senior management personnel of the company have affirmed compliance with the code of conduct of the company for the year ended 31st March 2009, as envisaged in Clause 49(I) (D) (ii), of the Listing Agreement.

On Behalf of the Board

K N Narayanan
Director

Place : Chennai
Date : 15th November 2010

**CERTIFICATE FROM COMPANY SECRETARY IN WHOLE TIME PRACTICE
ON CORPORATE GOVERNANCE**

We have examined the compliance of conditions of corporate governance of **Premier Energy and Infrastructure Limited** for the period ended on 30th June, 2010 as stipulated in the Clause 49 of the Listing Agreement of the said company with stock exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof. This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We 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.Sridharan & Associates
Company Secretaries

CS R SRIDHARAN
CP No.3239
FCS No.4775

Place : Chennai
Date : 11th November 2010

AUDITOR'S REPORT TO THE MEMBERS OF
PREMIER ENERGY AND INFRASTRUCTURE LIMITED

1. We have audited the attached **Balance Sheet of Premier Energy and Infrastructure Limited**, as at **30th June 2010**, the **Profit and Loss Account** and also the **Cash Flow Statement** for the fifteen month period ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. We have relied on the valuation report provided by an expert relating to Property held for Development during the reporting period.
5. Attention is drawn to the following without qualifying our report:
 - (a) Non compliance with the provisions of Section 372 A of the Companies Act, 1956 for the excess loans given & investments Rs 67,309,392 (Maximum loan & investments during the year Rs. 137,803,225) made during the year of which loans outstanding as on 30th June, 2010 aggregate to Rs 85,000,000 & investments as at 30th June, 2010 aggregate to Rs 34,147,483 and for non charging of interest on loans.
 - (b) Not obtaining Central Government approval as required by provisions of Section 295 of the Companies Act, 1956 for the loans given to a partnership firm in which a director of the company is a partner amounting to Rs 352,541,019 (Outstanding as on 30th June,2010 – Rs 48,300,000)
6. Further to our comments in the Annexure referred to in paragraph 3 above, we report that:

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (ii) In our opinion, proper books of account as required by law have been kept by the company, so far as appears from our examination of the books.
- (ii) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account;
- (iii) In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
- (iv) On the basis of written representations obtained from the directors as on 30th June, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 30th June, 2010, from being appointed as directors in terms of Clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- (v) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required ;

In view of our inability to express an opinion

- *on the computation of cost of opening inventory of Rs 92,470,000 and*
- *on the correctness of fixed assets revaluation reserve created in the past, in the absence of complete details.*

We are unable to state if the said accounts 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 30th June, 2010;
- (b) in the case of the profit and loss account, of the profit of the Company for the fifteen month ended on that date; and
- (c) in the case of the cash flow statement, of the cash flows for the fifteen month ended on that date.

For PKF Sridhar & Santhanam

Chartered Accountants
Firm Registration No : 003990S

Place: Chennai
Date: 31.08.2010

S. Prasana Kumar
Partner
M. No : 212354

ANNEXURE REFERRED TO IN PARAGRAPH '3' OF THE AUDITORS' REPORT TO THE MEMBERS OF PREMIER ENERGY AND INFRASTRUCTURE LIMITED ON THE ACCOUNTS FOR THE FIFTEEN MONTH ENDED 30th JUNE 2010

- (i) Fixed assets:
- (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets;
- (b) The fixed assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification except that fixed assets which were physically not available have been removed from cost and accumulated depreciation to the extent of Rs.53, 992, 800.
- (c) The fixed assets disposed / exchanged during the year, in our opinion do not constitute substantial part of the fixed assets of the company and such disposal in our opinion, has not affected the going concern status of the company.
- (ii) Inventories (included under Property Held for Development)

- (a) The inventory had been physically verified by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the company & the nature of its business.
- (c) The Company had maintaining proper quantitative records on inventory. No discrepancy noticed on such verification.

(iii)

- (a) The Company has granted unsecured loans to a firm covered in the register maintained under section 301 of the Act. The maximum amount involved during the year and the year end balance of such loans aggregates to Rs 206,325,656 and Rs 48,300,000 respectively. In our opinion since such loans were granted without any stipulations as regards repayment of principal or interest, we are unable to comment on whether the rate of interest, repayment terms are prima facie prejudicial to the interest of the company and reporting on whether they are overdue does not arise.

The Company has not taken unsecured loans from companies/ firms covered in the register maintained under section 301 of the Act.

- (iv) The activities of the company during the year did not involve purchase of inventory and fixed assets and sale of goods and services. Accordingly, commenting on clause (iv) of this order is not applicable.
- (v) The particulars of contracts or arrangements referred to in Section 301 of the Act have been so entered in the register and the transactions exceeding five lacs have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The company has not accepted deposits from public within the meaning of section 58A & 58 AA of the Act and the rules made there under.
- (vii) The Company does not have an internal audit system commensurate with its size and nature of its business.
- (viii) The company is not required to maintain cost records prescribed by the central government under clause (d) of sub-section (1) of sec.209 of the act.

- (ix) Undisputed statutory dues including income-tax, service tax, cess have not been regularly deposited with the appropriate authorities though the delays in deposit have not been serious except in case of service tax collected Rs 246,248 on account of rental income which has not been deposited for more than six months from the date it become payable. Statutory dues in respect of provident fund, customs duty, excise duty, investor education and protection fund and employees state insurance are not applicable to the company.
- (ix) The Company has no accumulated losses at the end of the year and has not incurred cash losses in the current year and the immediately preceding financial year. (For the purpose of this clause the audit qualifications have not been considered).
- (x) Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to financial institution or bank or debenture holders except that the company has a liability to pay to HUDCO of Rs 56 lacs pursuant to a scheme of arrangement approved by the Court in February 2007, which is being contested by HUDCO and hence the payment for the same is being rejected by the party.
- (xi) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities, accordingly paragraph 4(Xii) of the order is not applicable.
- (xii) The Company is not a chit fund / nidhi / mutual benefit fund / society to which the provisions of special statute relating to chit fund etc., are applicable, accordingly paragraph 4 (xiii) of the Order is not applicable.
- (xiii) The company is dealing or trading in shares, securities, debentures and other *investments*. Proper records have been maintained of the transactions and contracts and timely entries have been made therein; the shares, securities, debentures and other *investments* have been held by the company, in its own name.
- (xiv) According to the information and explanations given to us, the company has not given any guarantee during the year for loans taken by others from banks or financial institutions.

- (xv) In our opinion and according to the information and explanations given to us, the Company has not taken any term loan during the year and hence this clause is not applicable.
- (xvi) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that, during the year, short-term funds have not been used to finance long-term investments.
- (xvii) The Company has not made any preferential allotment of shares to parties covered in the Register maintained under Sec 301 of the Companies Act 1956 during the year.
- (xviii) The Company has not issued any debentures during the year.
- (xix) The management has disclosed on the end use of money raised by rights issues and the same has been verified ;
- (xx) Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the period ended 30th June 2010.

For PKF Sridhar & Santhanam
Chartered Accountants
Firm Registration No 003990S

Place: Chennai
Date: 31.08.2010

CA S. Prasana Kumar
Partner
Membership No : 212354

Premier Energy and Infrastructure Limited
Balance Sheet as at June 30, 2010

(In Rupees)

Particulars	Sch No	As at June 30,2010		As at March 31,2009	
I.Sources of Funds					
(1) Shareholders' Funds:					
(a) Capital	A	200,000,000		99,948,000	
(b) Reserves & Surplus	B	148,167,544	348,167,544	38,480,917	138,428,917
			348,167,544		138,428,917
(2) Loan funds:					
(a) Secured Loans		-		-	
(b) Unsecured Loans	C	56,997,005	56,997,005	82,137,758	82,137,758
(3) Deferred Tax Liabilities			1,322,675		-
Total			406,487,224		220,566,675
II.Application of Funds					
(1) Fixed Assets					
(a) Gross Block	D	54,955,822		109,003,384	
(b) Less: Depreciation		5,394,505		56,767,731	
(c) Net Block			49,561,317		52,235,653
(2) Investments	E		34,147,483		33,324,806
(3) Current Assets, Loans & Advances					
(a) Property Held for Development	F	92,470,000		92,470,000	
(b) Cash and Bank Balances		26,805,895		2,004,982	
(c) Loans and Advances		329,460,568		290,366,228	
Less:		448,736,463		384,841,210	
Current Liabilities & Provisions	G				
(a) Liabilities		125,622,022		247,644,473	
(b) Provisions		336,017		2,190,521	
Net Current Assets		125,958,039	322,778,424	249,834,994	135,006,216
Total			406,487,224		220,566,675
Statement of Significant Accounting Policies and Notes to Accounts	J				

The Schedules referred to above form an integral part of the Balance sheet. This is the Balance Sheet referred to in our report of even date

For and on behalf of
PKF Sridhar & Santhanam
Chartered Accountants
Firm No 003990S

For and on behalf of the Board of Directors

S.Prasana Kumar
Partner
M.No: 212354
Place : Chennai
Date : 31.08.2010

R.Ramakrishnan
(Director)

Vathsala Ranganathan
(Director)

K.N.Narayan
(Director)

Premier Energy and Infrastructure Limited
Profit & Loss for the fifteen month ending June 30, 2010

(In Rupees)

Particulars	Sch No	For the Fifteen month period ended June 30,2010		For the twelve month ended March 31,2009	
I. Income					
(a) Operating Income					14,584,900
(b) Other Income	H		36,445,898		9,341,125
Total Income			36,445,898		23,926,025
II. Expenditure:					
(a) Operating Expenses			16,125,973		8,729,500
(b) Administration & Other Expenses					3,999,999
(c) Depreciation		2,619,574			
Less: Withdrawal for Revaluation Reserve		743,360			
		568,110	1,308,104		
(d) Interest					5,666,905
			17,434,077		18,396,404
III. Profit Before Taxation before prior period item			19,011,821		5,529,621
Prior year expenses			2,136,864		-
Profit Before taxation and after prior period item			16,874,957		5,529,621
IV. Profit After Taxation					
(a) Provision for Taxation					
- Current Year			2,821,901		2,525,000
- Previous Year			2,079,617		-
- Deferred Tax (relating to previous year)			1,322,675		-
- Mat Credit Entitlement account			(2,821,901)		-
- FBT					154,451
IV. Profit After Taxation			13,472,665		2,850,170
Surplus brought forward from previous year			17,541,774		14,691,603
V. Profit available for Appropriation & Surplus carried to Balance Sheet			31,014,439		17,541,774
Earnings per Share (In Rupees)					
Basic Earning per Share			0.85		0.18
Diluted Earning per Share			0.85		0.18
Statement of Significant Accounting Policies and Notes to Accounts	J				

The Schedules referred to above form an integral part of the Profit & Loss Account . This is the Profit & Loss Account referred to in our report of even date

For and on behalf of
PKF Sridhar & Santhanam
Chartered Accountants
Firm No 003990S

For and on behalf of the Board of Directors

S.Prasana Kumar
Partner
M.No: 212354

R.Ramakrishnan
(Director)

Vathsala Ranganathan
(Director)

K.N.Narayan
(Director)

Place : Chennai
Date : 31.08.2010

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

(In Rupees)

Schedule "A" Capital	As at June 30,2010		As at March 31,2009	
Authorised 2,70,00,000 Equity shares (Previous Year 2,70,00,000 of Rs 10/- each) of Rs. 10/- each		270,000,000		270,000,000
Issued & Subscribed: 2,00,00,000 Equity shares (Previous Year 1,00,00,000 of Rs 10/- each) of Rs. 10/- each		200,000,000		100,000,000
Paid up: 2,00,00,000 Equity shares (Previous Year 1,00,00,000 of Rs 10/- each) of Rs. 10/- each	200,000,000		100,000,000	
Less: Calls in arrears (other than Directors) Nil (Previous Year 10,400 shares)	-	200,000,000	52,000	99,948,000
		200,000,000		99,948,000

Notes:

- (i) The Company issued 10,000,000 Equity Shares of Rs 10/- each at a premium of Rs 10/- each to the existing Equity Shareholders of the Company on a Rights basis in the ratio of 1:1 as on the Record date i.e May 7,2010.
(ii) Equity Shares held by Shri Housing Private Limited (Holding Company) - 13,725,880.

Schedule "B" Reserves and Surplus	As at June 30,2010		As at March 31,2009	
Fixed Assets Revaluation Reserve:				
Balance as per last account	20,939,144		-	
Add: Fixed Assets revalued (net)	-		20,939,144	
Less: Incremental depreciation for the year on revaluation	743,360	20,195,784	-	20,939,144
Securities Premium Account:				
Balance as per last account	-		-	
Add: Amount received on Rights Issue	100,000,000		-	
Less: Expenses related to Rights Issue	3,042,679	96,957,321	-	-
Profit and Loss Account Balance Carried forward		31,014,439		17,541,773
		148,167,544		38,480,917

Schedule "C" Unsecured Loans	As at June 30,2010		As at March 31,2009	
Short Term Borrowings:				
(a) Banks				
- Temporary Overdraft from HDFC Bank		-		2,872,623
(b) Other than Bank				
- Sriram Auto Finance		-		14,268,129
Other than Short term borrowings		56,997,005		64,997,006
		56,997,005		82,137,758

Notes:

- (i) Other than Short Term Borrowings represents settlement pending under Scheme of Arrangement vide court order dated 3rd Feb, 2004 vide Company petition No. 367 of 2003

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

Schedule "F" Current Assets,Loans & Advances	As at June 30,2010		As at March 31,2009	
Property Held for Development		92,470,000		92,470,000
Cash and Bank Balances				
(a) Cash in hand	191,329		5,767	
(b) Balances in Scheduled Banks (in current account)				
- HDFC Bank, Mylapore	22,376,207		547,790	
- HDFC Bank, Mount Road	3,974,816		-	
- Axis Bank, Mylapore	105,164		1,073,046	
- City Union Bank, Mandaveli	63,045		63,670	
- City Union Bank, Mandaveli	95,334	26,805,895	314,709	2,004,982
Loans & Advances: (Unsecured Considered Good unless otherwise stated)				
(a) Advances recoverable in cash or in kind to be received	273,366,080		288,318,948	
(b) Advance Income tax net of provisions	3,607,738		-	
(c) Interest free ICD to firms / companies in which directors are interested ** - Shriram Auto Finance (Partnership Firm)	48,300,000		-	
(d) Deposits	4,186,750	329,460,568	2,047,280	290,366,228
		448,736,463		384,841,210

Notes:

(ii) Maximum amount outstanding & closing balance are as follows:-

	As at June 30,2010		As at March 31,2009	
	Closing Balance	Maximum Balance	Closing Balance	Maximum Balance

(iii) (a)** Interest free Loans to firms / companies in which directors are interested

- Shriram Auto Finance 48,300,000 206,325,656

(iii)(b)** Advances includes payment made to Shriram Auto Finance - Rs 18.5 Crores towards proposed purchase of 6,024,050 fully paid up equity shares of Rs 10/ each at a premium of 20.71/- shares (50.10%) of EMAS Engineers & Contractors Private Limited as per Share Purchase Agreement dated 20th November, 2009. The payment made out of proceeds realised from Rights issue. The necessary formalities for Share transfer are yet to be completed. The shares proposed to be purchased is for intended purposes disclosed in Letter of Offer dated 31st May 2010.

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

Schedule "G" Current Liabilities & Provisions	As at June 30,2010		As at March 31,2009	
Current Liabilities				
Sundry Creditors:				
(a) dues to small and micro enterprises	-		-	
(b) for accrued salaries	1,211,495		1,521,861	
(c) for other liabilities	2,249,968	3,461,463	36,975	1,558,836
Advances & Deposits received		36,281,400	3,334,316	3,334,316
Other Payables		85,879,159		242,751,321
Provisions:				
Provision for Gratuity	336,017		45,720	
Provision for taxation	-	336,017	2,144,801	2,190,521
		<u>125,958,039</u>		<u>249,834,994</u>

Note: Dues to Investors Protection & Education fund during the year - NIL

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

Schedule "H" Income	For the fifteen month ended on 30th June,2010		For twelve month ended on 31st March,2010	
Dividend from Current Investments (Trade) -Gross		49,638		4,875
Profit on Sale of Shares from Current Investments (Trade)- Gross		24,057,494		
Interest Income -Gross (Tax Deducted at Source Rs. 11,24,568/-(Previous Year - Rs 3,70,659/-)		5,388,043		5,901,150
Rental Income -Gross (Tax Deducted at Source Rs.6,23,446/-(Previous Year - Rs. 8,02,092/-)		4,277,625		3,422,100
Write back of Creditors / Trading Liabilities		2,673,098		13,000
		<u>36,445,898</u>		<u>9,341,125</u>

Schedule "I" Administration and Other Expenses	For the fifteen month ended on 30th June,2010		For twelve month ended on 31st March,2010	
Expenditure on Employees		9,017,036		-
Advertisement & Publicity		472,515		33,867
Legal & Professional Fees		1,221,909		1,384,423
Rent		600,000		267,750
Rates & Taxes		756,185		1,659,774
Repairs & Maintenance		379,278		302,117
Printing & Stationery		397,575		257,651
Communication expenses		348,670		145,559
Travelling & Conveyance		752,895		2,020,518
Listing & Depository Fees		345,407		149,000
Training Expenses		100,000		-
Sitting Fees to Directors		85,000		-
Auditors' Fees		691,800		44,000
Electricity Expenses		97,697		55,647
Miscellaneous Expenses		159,950		871,953
Project Expenses		300,000		879,872
Provision for Diminution in Value of Investments		109,759		-
Provision for Gratuity		290,297		
Loss on Sale of Investments		-		657,369
		<u>16,125,973</u>		<u>8,729,500</u>

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

Schedule "D" Fixed Assets

(In Rupees)

	Gross Block	Depreciation/Amortisation	Net Block
--	-------------	---------------------------	-----------

Asset	As on 01-04-2009	Additions on account of revaluation	Additions	Deductions	As on 30-06-2010	Upto 31-03-2009	For the Year	On Deductions	Upto 30-06-2010	As on 30-06-2010	As on 31-03-2009
Tangible Assets: Buildings ****	2,329,741	-	-	-	2,329,741	79,742	47,469	-	127,211	2,202,530	2,249,999

Building (operating lease) ****	48,295,691			-	48,295,691	1,630,690	984,025		2,614,715	45,680,976	46,665,001
Assets Given on Lease - Machinery	52,303,770			52,303,770	-	52,303,770	-	52,303,770	-	-	-
Machinery	1,163,734	-	-	1,069,071	94,663	1,108,635	15,072	1,064,930	58,777	35,886	55,099
Vehicles	1,123,044	-	-	674,721	448,323	698,044	58,048	624,100.00	131,992	316,331	425,000
Intangible Assets:											
Goodwill ***	3,787,404	-	-	-	3,787,404	946,850	1,514,960	-	2,461,810	1,325,594	2,840,554
Total	109,003,384	-	-	54,047,562	54,955,822	56,767,731	2,619,574	53,992,800	5,394,505	49,561,317	52,235,653
Previous Year	89,156,038	20,939,144	54,250	1,146,048	109,003,384	53,033,908	3,999,999	266,176	56,767,731	52,235,653	

Notes:

- (i) Buildings: As at 31st March, 2009 the company had revalued its buildings in Nandanam (Karumuttu Center) & Thiruvottiyur. These were revalued to reflect the current value based on Valuation report given by Registered Valuer dated 30th March, 2009. The Valuation has been adopted based on Comparative Sale Method. The difference of Rs 20,939,144 between the revalued amount and book value thereof has been credited to Fixed Assets Revaluation Reserve (net).
- (ii) Vehicles: Fabia had been downward revalued to Rs 498,943 during 2008-09. Motor car (old) exchanged with new car. Refund on account of exchange has been deducted from the value of the asset.
- (iii) *** Goodwill will be amortised for a period of 5 years instead of 8 years hitherto. In view of the change Rs 568,110 relating to the period upto 1.4.09 has been debited to Prior Period expenditure. In view of this charge, the current year charges are higher by Rs 94685
- (iv) **** Depreciation on Buildings includes Rs 743,360 incremental depreciation for the year on revaluation.

Premier Energy and Infrastructure Limited
Schedules forming part of the Balance Sheet as at 30th June,2010

Schedule "E" Investments		June 30,2010		March 31,2009
I.Long Term Investments: (At Cost less Provision for Diminution in Value) Non Trade				
Shares - Unquoted				
Haldia Coke & Chemicals Limited - 2,000 Equity Shares of Rs 10/- each fully paid up (Previous Year Nil)	200,000		-	
Yogya Housing Finance Limited - 70 Equity Shares of Rs 10/- each fully paid up (Previous Year 70)	700	200,700	700	700
II.Current Investments: (At Lower of Cost or Fair Value)				
Shares - Quoted				
Shriram EPC Limited - 20,320 Equity Shares of Rs 10/- each fully paid up (Previous Year 36,346)	2,485,393		3,304,973	
Ennore Coke Limited - 420,620 Equity Shares of Rs 10/- each fully paid up (Previous Year 739,070)	30,459,354		24,624,420	
3i Infotech Limited - 1,000 Equity Shares of Rs 10/- each fully paid up (Previous Year Nil)	60,450		-	
ABG Shipyard Limited - 500 Equity Shares of Rs 10/- each fully paid up (Previous Year Nil)	130,650		-	
Balrampur Chini Mills Limited - 500 Equity Shares of Rs 1/- each fully paid up (Previous Year Nil)	42,100		-	
Bharti Airtel Limited - 400 Equity Shares of Rs 5/- each fully paid up (Previous Year Nil)	105,300		-	
Ranbaxy Laboratories Limited - 350 Equity Shares of Rs 5/- each fully paid up (Previous Year Nil)	161,210		-	
Reliance Communications Limited - 250 Equity Shares of Rs 5/- each fully paid up (Previous Year Nil)	46,009		-	
Reliance Industries Limited - 200 Equity Shares of Rs 10/- each fully paid up (Previous Year 1,000 shares)	120,962		1,318,712	
Reliance Natural Resources Limited - 1000 Equity Shares of Rs 5/- each fully paid up (Previous Year Nil)	66,000		-	
Tata Consultancy Services Limited - 100 Equity Shares of Rs 1/- each fully paid up (Previous Year Nil)	75,115		-	
Tata Steel Limited - 400 Equity Shares of Rs 10/- each fully paid up (Previous Year Nil)	194,240		-	
L & T Limited - Nil Equity Shares of Rs 2/- each fully paid up (Previous Year 4,000)	-		2,720,700	
ICICI Bank Limited - Nil Equity Shares of Rs 10/- each fully paid up (Previous Year 3,000)	-		1,048,706	
Satyam Computers Limited - Nil Equity Shares of Rs 2/- each fully paid up (Previous Year 10,000)	-	33,946,783	306,595	33,324,106
		<u>34,147,483</u>		<u>33,324,806</u>

Notes:		
Aggregate amount of Quoted Investments	33,946,783	33,324,106
Market Value as at 30th June,2010: Rs 47,478,780 (Previous Year - Rs 18,512,107)		
Aggregate amount of Unquoted Investments	200,700	700

	<u>34,147,483</u>	<u>33,324,806</u>
Provision for Diminution in Value of Investments (Previous year Nil Current Year Rs. 1,09,759)		

S.No	Scrip Name	Opening Stock		Purchases		Sales		Profit / (Loss) on Investments	Provision for dimunition in Investments	Closing Stock	
		Quantity	Value	Quantity	Value	Quantity	Value			Quantity	Value
	I Long Term Investments-Non trade										
	Shares - Unquoted										
	Haldia Coke & Chemicals Limited			2,000	200,000	-	-	-	-	2,000	200,000
	Yogya Housing Finance Limited	70	700	-	-	-	-	-	-	70	700
	Sub-Total		700		200,000						200,700
	II.Current Investments: Non Trade										
	Shares - Quoted										
	Shriram EPC Limited	36,346	3,304,973	5,453	1,254,837	21,479	4,170,264	2,095,847	-	20,320	2,485,393
	Ennore Coke Limited	739,070	24,624,420	151,550	22,235,775	470,000	35,548,453	19,147,612	-	420,620	30,459,354
	3i Infotech Limited	-	-	1,500	123,199	500	46,091	4,196	20,855	1,000	60,450
	ABG Shipyard Limited	-	-	700	208,582	200	64,485	2,481	15,928	500	130,650
	Balrampur Chini Mills Limited	-	-	1,000	110,026	500	63,778	3,078	7,226	500	42,100
	Bharti Airtel Limited	-	-	600	198,795	200	61,748	(4,517)	27,230	400	105,300
	Ranbaxy Laboratories Limited	-	-	450	219,349	100	46,839	(2,421)	8,879	350	161,210
	Reliance Communications Limited	-	-	500	92,018	250	48,051	2,042	-	250	46,009
	Reliance Industries Limited	1,000	1,318,711	3,700	6,479,731	4,500	8,137,967	460,487	-	200	120,962
	Reliance Natural Resources Limited	-	-	500	85,304	-	-	-	19,304	500	66,000
	Tata Consultancy Services Limited	-	-	1,100	678,711	1,000	612,928	14,486	5,154	100	75,115
	Tata Steel Limited	-	-	2,600	1,212,272	2,200	1,048,228	35,379	5,183	400	194,240
	L & T Limited	4,000	2,720,700	2,750	2,969,100	6,750	6,650,649	960,849	-	-	-
	ICICI Bank Limited	3,000	1,048,706	2,350	1,559,881	5,350	3,179,225	570,638	-	-	-
	Satyam Computers Limited	10,000	306,595	2,000	175,831	12,000	1,074,241	591,815	-	-	-
	ABB	-	-	500	395,657	500	402,734	7,077	-	-	-
	ACC	-	-	300	243,417	300	245,076	1,659	-	-	-
	Anant Raj Industries Limited	-	-	2,250	293,177	2,250	312,426	19,249	-	-	-
	Bajaj Hindustan Limited	-	-	500	105,848	500	113,539	7,691	-	-	-
	Carborandum Universal Limited	-	-	500	86,854	500	96,608	9,754	-	-	-
	Deccan Chronicle Limited	-	-	500	42,786	500	46,989	4,203	-	-	-
	Easun Reroll Limited	-	-	500	53,305	500	59,032	5,727	-	-	-
	Essar Oil Limited	-	-	750	108,961	750	113,617	4,656	-	-	-
	Gas Authority of India Limited	-	-	1,850	693,674	1,850	707,266	13,592	-	-	-
	Idea Cellular Limited	-	-	500	26,913	500	30,548	3,635	-	-	-
	India Cements Limited	-	-	500	58,466	500	58,509	43	-	-	-
	India Nippon Limited	-	-	350	79,786	350	87,007	7,221	-	-	-
	Indus Ind Bank Limited	-	-	1,000	94,871	1,000	101,280	6,409	-	-	-
	ITC Limited	-	-	250	64,039	250	62,496	(1,543)	-	-	-
	Lakshmi Energy Limited	-	-	1,000	121,247	1,000	133,601	12,354	-	-	-
	ONGC Limited	-	-	800	922,046	800	941,060	19,014	-	-	-
	Punjab National Bank Limited	-	-	900	830,745	900	840,226	9,481	-	-	-
	Shriram Transport Limited	-	-	300	157,633	300	162,118	4,485	-	-	-
	Strides Acrobal Limited	-	-	1,500	312,367	1,500	335,409	23,042	-	-	-
	Subbash Projects Limited	-	-	500	75,425	500	71,235	(4,190)	-	-	-
	Triveni Engineering Limited	-	-	500	66,808	500	67,975	1,167	-	-	-
	Walchand Nagar Limited	-	-	1,750	385,148	1,750	403,545	18,397	-	-	-
	Wipro Limited	-	-	350	236,032	350	238,431	2,399	-	-	-
	Sub-Total		33,324,105		43,058,616		66,383,674	24,057,494	109,759		33,946,783
	Total		33,324,805		43,258,616		66,383,674	24,057,494	109,759		34,147,483

Premier Energy and Infrastructure Limited
(Notes forming part of Financial Statement)

Schedule "J"

(1) Statement of Significant Accounting Policies

(i) Basis of preparation of financial statements

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting in accordance with Generally Accepted Accounting Principles (' Indian GAAP'), Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006, as applicable, and the relevant provisions of the Companies Act,1956.

(ii) Use of estimates

The preparation of financial statements is in conformity with Indian Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period reported. Actual results could differ from these estimates.

(iii) Revenue Recognition

Dividend Income on Investments is accounted for when the right to receive the payment is established.

Interest on short term investments are recognised on time proportion basis taking into account the amounts invested and the rate of interest.

Profit / (Loss) on Sale of Current Investments, being the difference between the contracted rate and the cost (determined on weighted average basis) of the investments and recognised on sale.

Rental income is recognised on straight line basis over the primary period of the arrangement.

(iv) Expenditure

Expenses are accounted for on accrual basis.

A Provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle an obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on a best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(v) Fixed assets

(a) Tangibles

Fixed Assets are stated at revalued amount less accumulated depreciation and impairment losses, if any.

(b) Intangibles:

Goodwill are amortised using Straight line method over a period of 5 years. Goodwill is tested for impairment every year.

(vi) Impairment:

All the fixed assets are periodically assessed using external (if need be) and internal sources for any indication of impairment at the end of each financial year. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss, if any, is determined as the excess of the carrying amount over the higher of the asset's net sales price or present value as determined above.

Contingencies are recorded when it is probable that a liability will be incurred and the amount can be reasonably estimated. Actual results could differ from these estimates.

(vii) Depreciation:

Depreciation on Fixed Assets is provided on Straight Line Method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956 except for Fixed Assets costing less than Rs 5,000/-, which are fully depreciated in the year of Purchase.

Incremental Depreciation on account of enhancement in value of Fixed Assets due to revaluation is charged against Fixed Assets Revaluation Reserve

(viii) Investments:

Long term Investments are valued at cost and provision for diminution in value is made for any decline, other than temporary, in the value of such Investments for each category. The Current Investments are valued at Cost or Fair value whichever is lower. Cost of Acquisition is inclusive of expenditure incidental to acquisition.

(ix) Property Held for Development:

Property held for Development has been stated at cost or net realisable value whichever is lower..

(x) Employee Benefits:

(a) Short term employee benefits:

Short term employee benefits are recognized as an expense as per Company's scheme based on the expected obligation on an undiscounted basis.

(b) Defined Contribution Plan:

The Company had only 11 employees during the reporting period. Due to number of employees being lesser threshold limit than required for Provident & Pension Fund, the provisions for retirement benefit as per AS 15 does not arise.

(c) Defined Benefit Plan:

The Company has provided for gratuity on the basis of actual payment due if all the employees retire on the Balance Sheet date.

(d) Other Long term Employee benefits:

Company does not extend any leave encashment benefits to employees. Hence, provision for retirement benefit as per AS 15 does not arise. (In view of this, no disclosure is made as required by AS-15)

Taxes on Income

Current tax is measured at the amount expected to be paid to tax authorities in accordance with the Income Tax Act, 1961.

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing difference of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax (MAT) Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay Normal Income tax during the specified period. In the year in which the MAT Credit becomes eligible to be recognized as an asset in accordance with the recommendation contained in the Guidance Note issued by the Institute of Chartered Accountants of India by way of credit to the Profit & Loss Account and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet Date and writes down the Carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

Contingent Asset and Liabilities:

Provision is not recognized for:-

(a) Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company; or

(b) Any present obligation that arises from past events but is not recognized because :-

- It is not probable that an outflow of resources embodying economic benefits will be required to settle an obligation ;or
- A reliable estimate of the amount of obligation cannot be made.

Such Obligations are recorded as Contingent Liabilities. These are assessed periodically and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no reliable estimate can be made.

Contingent Assets are recognized in the Financial Statements only when certainty of realization is ascertained.

(1) Contingent Liabilities:

Claims against the Company not acknowledged as debts:

(a) HUDCO has filed a case against the company for recovery of Rs 2.10 Crores as against Rs 56 lacs payable by the Company as per the Scheme sanctioned by Hon'ble High Court of Madras vide CP 367/2003. The company has won the case at the DRT, Chennai. Matter is now sub judice before DRAT Chennai.

b. The land at Luz Church Road purchased during the year 2007-08 (in joint name with another company) has not been registered . Liability of registration charges for land amount indeterminate.

(c) As per Scheme of Arrangement, the company needs to pay 70% of total liability to all creditors. However, in case of money due to a public limited company, the company shown payables as 100% (i.e Rs 12,500,000) instead of 70% payable (i.e 8,750,000) as per scheme of arrangement dated February, 2004.

(2) Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance) – nil

(3) Rights Issue

During the period ended 30th June,2010, pursuant to the decision of the shareholders of the company at the Extra Ordinary General Meeting held on December 22, 2009; 10,000,000 equity shares of Rs 10/- each for cash at a price of Rs 20/- per share (including a share premium of Rs 10/- per equity share) aggregating to Rs 200,000,000 on rights basis to the existing share holders (with renunciation rights) in the ratio of 1 equity shares for every 1 equity share held by the existing shareholders on the record date , i.e May 7,2010

The proceeds from Rights issue is for the following intended purposes:

S.No	Objects of the Rights Issue	Amount (Rs in lacs)
1	Investments in 50.1% Equity Shares of EMAS Engineers and Contractors Private Limited	1,850
2	General Corporate Expenses	100
3	Issue Expenses	50
Total		2,000

(4) Funds Utilisation from Rights Issue:

S.No	Objects Of the Rights issue	Amount (Rs in lacs)
1.	Advance to shriram Auto Finance for investment in EMAS as per the share purchase agreement entered into by the parties and as disclosed in the LOF	1,850.00
2.	Issue expenses	30.43
3.	Deposit with Bombay stock exchange for listing	20.00
Total funds utilised from Rights Issue		1,900.43
Unutilised Funds from Rights Issue (included in Bank Balances)		99.57

M/s Premier Energy and Infrastructure Limited entered into a Memorandum of Understanding dated September 14, 2009 with M/s EMAS Engineers and Contractors Private Limited for subscription of 6,024,050 equity shares fully paid up equity shares having face value of Rs 10/- each at a price of Rs 30.71/- per equity shares (including equity share premium of Rs 20.71/- per share) for Rs 1,850 lacs as per valuation report duly certified by a chartered accountant dated September 10, 2009. After investment of equity shares, Premier will hold and control 50.1% of equity share capital in M/s EMAS Engineers and Contractors Private Limited.

In order to meet the time schedule for investments under the aforesaid MOU, M/s Shriram Auto Finance has invested the said amount into M/s EMAS Engineers and Contractors Private Limited with an MOU to transfer the said shares at the same price to M/s Premier Energy and Infrastructure Limited. This is as per Letter of Approval filed with the SEBI dated May 31, 2010.

Out of the proceeds from Rights issue received on 30th June, 2010, M/s Premier Energy and Infrastructure Limited had paid an advance of Rs 1,850 lacs to M/s Shriram Auto Finance on 30th June, 2010 towards investments in M/s EMAS Engineers and Contractors Private Limited. The Share transfer formalities are yet to be completed.

(5) Unsecured Loans (Other than Short Term Borrowings) includes Rs 56,997,005/- represents settlement to be made to 5 parties under Scheme of Arrangement vide Court Order dated 3rd Feb,2004 Vide Company Petition No 367 of 2003.

(6) The Company (Transferor Company) in its Board Meeting held on June 25,2010 , have approved the Scheme of Amalgamation between Valagam Power Projects Limited ., (the Transferor Company) , subject to the approval of the Share holders, Creditors and the Statutory Authorities and sanction of the Hon'ble High Court of Madras for the development of 115 MW Putlur Wind Farm Project in terms of letter dated 25th June,2010.

(7) Segmental Reporting:

The Company has not carried out business operations during the reporting period. Hence, segmental reporting does not arise.

(8) Impairment of Assets:

There is no impairment of cash generating assets during the year in terms of Accounting Standards (AS -28) " Impairment of Assets".

(9) Deferred Tax Liability

Deferred Tax asset/(Liability) as at June 30,2010 comprises of:

Particulars	(In Rupees)	
	As at 30 th June, 2010	As at 31 st March, 2010
WDV as per Books without Revaluation	12,452,030	-
WDV as per IT Computation	8,470,167	-
Difference	3,981,863	-
Tax @ 33.2175%	1,322,675	-
Deferred Tax Liability for the year	1,322,675	-

(10) Related Party Disclosure

List of related parties and the relationship.

Shri Housing Private Limited - Holding Co.

Related Party Transactions:

Loan taken from Shri Housing Private Limited amounting to Rs. 3,000.000/-

(11) Earnings Per Share(EPS)

Calculation of EPS - (Basic and Diluted)

Particulars	For the 15 months period ending on 30.06.2010	For the 12 months period ending on 31.03.2009
Profit after Tax	13,472,665	2,850,170
Profit after Tax for diluted EPS	13,472,665	2,850,170
Weighted average number of shares for basic EPS	15,929,898	15,594,714
Weighted average number of shares for diluted EPS	15,929,898	15,594,714
Nominal value of shares	Rs.10	Rs.10
Basic Earnings per ordinary share	0.85	0.18
Diluted earnings per ordinary share	0.85	0.18

Note:

- (i) In accordance with Accounting Standard (AS) 20.EPS has been calculated taking the effects of Rights issue in the current and the previous year.
- (ii) Since the company did not have any dilutive securities, the basic and diluted earning per share are the same.

(12) Information regarding value of direct imports (CIF Value), expenditure , earnings in foreign currency – NIL (Previous year NIL)

(13) Exposure on Derivatives & Un hedged foreign currency exposure – NIL (Previous year NIL)

(14) Auditors' remuneration (Net of service tax):

Particulars	For fifteen month ended 30-6-2010 (Rs)	For twelve month ended 31-3-2009 (Rs)
Statutory Audit	600,000	44,000

(15) Managerial Remuneration: The Company has not appointed the Managing Director as required under Sec 269 of the Companies Act, 1956. Hence, no remuneration paid during the year (Previous Year – Nil)

(16) Prior Period Income & Expenditure:

(in Rupees)

S. No	Nature	For fifteen month ending on 30 th June, 2010	For twelve month ended on 31 st March, 2009
1	Prior period expenses:		Nil
	A) Goodwill pertaining to earlier years now written off	568,110	
	B) Expenses not accounted in earlier year	668,754	
	C) Legal Expenses not accounted in earlier year	900,000	

	Net effect in P & L Account	2,136,864	Nil

(17) Disclosure as per Clause 32 of the Listing Agreement (Loans & Advances to Subsidiaries, Associates & Others) – Nil

(18) Micro, Small and Medium Enterprises

The company has sought information from all its existing suppliers regarding their registration under Micro, Small and Medium Enterprises Development Act, 2006. Due to non receipt of information from suppliers, we could not identity / disclose the information sought for.

(19) Supplementary Profit and Loss information:

Information with regard to other matters specified in Part II of Schedule VI to the act is either nil or not applicable to the company for the period.

(20) Previous period comparatives:

Accounts have been drawn up for a cumulative period of 15 months and hence previous year figures are not comparable.

Previous year figures have been regrouped / rearranged wherever necessary to conform to current year classification.

For on and behalf of
PKF Sridhar & Santhanam
Registration No: 003990S

For and on behalf of
Premier Energy and Infrastructure Limited

S. Prasana Kumar
Narayanan
Partner
Membership No: 212354
Chennai
Date: 31.08.2010

R. Ramakrishnan Vathsala Ranganthan K N
(Director) (Director) (Director)

PREMIER ENERGY AND INFRASTRUCTURE LIMITED

Pursuant to Clause 32 of the Listing Agreement

Cash Flow Statement for the Year endd 30th June 2010

A. CASH FLOW FROM OPERATING ACTIVITIES	For the year ended 30.06.2010		For the year ended 31.03.2009	
	Profit before Tax and Extraordinary items		17646557	
Adjustments for Depreciation		1104614		3526574
Adjustments for		18751171		9529621
- Current Assets	39094339		-244661687	
- Current Liabilities	-123586658		-105911071	
- Grauity	-290297	-162971294	21029	138771645
Income Tax including Fringe Benefit Tax		-2079617		-2679451
Cash generated from operations		-146299740		145621815
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase / Sale of Investments		-822677		-31246866
Purchase / Sale of Fixed Asset		54762		825621
		-767915		-30421245
C. CASH FLOW FROM FINANCING ACTIVITIES				
Borrowings (Net)		-25140753		-113649435
Increase in Share Capital & Premium		197009321		
Net Cash from Financing Activities		171868568		-113649435
Net increase in Cash and Cash equivalent		24800913		1551135
Cash and Cash equivalent				
- at the beginning of the year		2004982		453847
- at the end of the year		26805895		2004982
		-24800913		-1551135

R Ramakrishnan
Director

Vathsala Ranganathan
Director

K N Narayanan
Director

Place: Chennai
Date : 31.08.2010

Auditor's Report

We have examined the attached Cash Flow Statement of Premier Energy and Infrastructure Limited for the year period ended 30th June 2010. The Statement has been prepared by the Company in accordance with therequirements of Clause 32 of the Listing Agreement with Stock Exchanges and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company by our Report dated 31st August, 2010 to the Members of the Company.

for and on behalf of
PKF Sridhar & Santhanam
Chartered Accountants
Firm No. 003990S

Place: Chennai
Date : 31.08.2010

S Prasana Kumar
Partner
Membership No. 212354