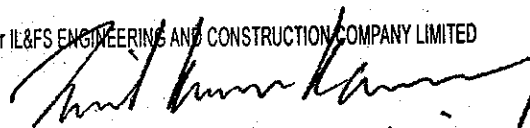


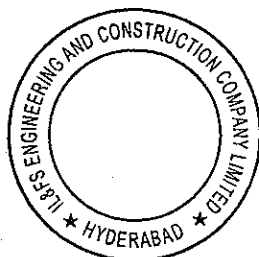
IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED (Formerly known as Maytas Infra Limited) Regd Office: 6-3-1186/1&2, IL&FS Engineering House, Begumpet, Hyderabad - 500016, India AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2011 (Rs. In Lakhs, unless otherwise stated)				
Particulars	Standalone for the year ended		Consolidated for the year ended	
	31.03.2011	31.03.2010	31.03.2011	31.03.2010
1. (a) Net Sales/Income from Operations	104,497.66	95,544.10	111,003.24	109,878.22
(b) Other Operating Income	2,319.03	3,871.92	2,319.24	3,936.05
2. Expenditure				
a. Decrease in work in progress	9,570.61	7,034.89	9,868.04	6,826.46
b. Consumption of materials	34,592.73	25,870.48	34,593.52	26,757.52
c. Contract Expenses	54,573.17	63,427.41	60,192.75	73,438.36
d. Employees cost	5,822.83	5,329.91	5,865.92	5,550.55
e. Depreciation/ Amortisation	5,696.36	8,367.25	5,705.38	9,677.97
f. Other expenditure	4,759.74	4,344.09	4,811.39	4,508.83
Total	115,015.44	114,374.03	121,037.00	126,759.69
3. Loss from Operations before Other Income, Interest, Exceptional Items and Prior period Items (1-2)	(8,198.75)	(14,958.01)	(7,714.52)	(12,945.42)
4. Other Income	2,688.67	1,160.00	2,690.63	1,180.49
5. Net Loss before Interest, Exceptional Items and Prior period Items (3+4)	(5,510.08)	(13,798.01)	(5,023.89)	(11,764.93)
6. Interest	6,748.45	14,129.37	6,790.95	15,527.20
7. Net Loss after Interest but before Exceptional Items and Prior period Items (5-6)	(12,258.53)	(27,927.38)	(11,814.84)	(27,292.13)
8. Exceptional Items (Net)	12,908.19	3,948.05	12,884.23	3,462.44
9. Net Profit / (Loss) from Ordinary Activities before tax and Prior period Items (7+8)	649.66	(23,979.33)	1,069.39	(23,829.69)
10. Tax expense				
a) Current Tax	-	-	151.98	365.00
b) Deferred Tax	-	-	(2.34)	-
c) Fringe Benefit Tax	-	-	-	0.04
d) Taxes for earlier years	(606.92)	-	(497.01)	186.87
Total Tax Expense/(Credit)	(606.92)	-	(347.37)	551.91
11. Net Profit / (Loss) from Ordinary Activities after tax and before Prior period items (9-10)	1,256.58	(23,979.33)	1,416.76	(24,381.60)
12. Prior period Items (Expenses)/ Income (Net)	(1,172.37)	(805.00)	(1,172.37)	(805.00)
13. Company's share in Profit/(Loss) in Integrated Joint Ventures	206.85	(180.26)	-	-
14. Net Profit / (Loss) for the Year	291.06	(24,964.59)	244.39	(25,186.60)
15. Paid-up equity share capital				
(Face Value of each Share : Rs 10 each)	7,737.00	5,885.09	7,737.00	5,885.09
16. Reserve excluding Revaluation Reserves as per balance sheet	19,717.93	(14,541.03)	19,636.23	(14,576.28)
17. Earnings Per Share (EPS) share of Rs. 10 each				
Basic and diluted (Rs.)	(2.64)	(42.42)	(2.71)	(42.80)
18. Public Shareholding				
- No. of shares	55,590,401	37,071,232	55,590,401	37,071,232
- Percentage of shareholding	71.85%	62.99%	71.85%	62.99%
19. Promoters and promoter group Shareholding				
a) Pledged/Encumbered				
- Number of shares	-	-	-	-
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-
b) Non-encumbered				
- Number of Shares **	21,779,624	21,779,624	21,779,624	21,779,624
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the Company)	28.15%	37.01%	28.15%	37.01%

** Previous year numbers are based on updated corporate filing to stock exchange in August 2010

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED




VIMAL KISHORE KAUSHIK
MANAGING DIRECTOR

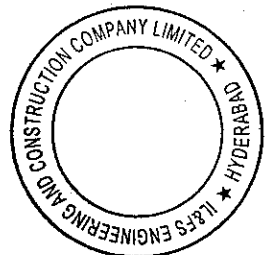


IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED
(Formerly known as Maytas Infra Limited)
Regd Office: 6-3-1186/1&2, IL&FS Engineering House, Begumpet, Hyderabad - 500016, India

Particulars	STATEMENT OF ASSETS AND LIABILITIES AS AT THE FINANCIAL YEAR ENDED MARCH 31, 2011 (Rs. in Lakhs, unless otherwise stated)			
	Standalone		Consolidated	
	As at 31.03.2011 (Audited)	As at 31.03.2010 (Audited)	As at 31.03.2011 (Audited)	As at 31.03.2010 (Audited)
SHAREHOLDERS FUND:				
(a) Capital *	38,486.50	41,344.85	38,486.50	41,344.85
(b) Reserves and Surplus	62,960.03	28,992.00	62,960.03	28,992.00
MINORITY INTEREST	-	-	-	-
LOAN FUNDS	84,746.10	90,007.85	86,627.81	93,548.64
DEFERRED TAX LIABILITY	-	-	-	1.94
Total	186,192.63	160,344.70	188,074.34	163,887.43
FIXED ASSETS	29,592.30	33,536.20	30,628.10	35,759.00
INVESTMENTS	15,836.91	3,665.16	15,179.77	3,038.00
DEFERRED TAX ASSET (NET)	-	-	-	725.60
CURRENT ASSETS, LOANS AND ADVANCES				
(a) Inventories	24,434.27	15,396.69	24,544.19	16,819.12
(b) Sundry Debtors	56,644.92	55,010.50	58,702.02	67,195.24
(c) Cash and Bank balances	6,761.82	5,229.03	6,995.45	5,984.28
(d) Other Current Assets	4,579.99	3,352.98	4,578.99	3,353.00
(e) Loans and Advances	68,938.91	58,791.65	74,727.06	63,586.11
Less: Current Liabilities and Provisions				
(a) Liabilities	55,499.84	51,702.21	61,901.00	68,710.44
(b) Provisions	8,338.75	6,468.33	8,704.04	7,430.48
MISCELLANEOUS EXPENDITURE (NOT WRITTEN OFF OR ADJUSTED)	-	-	-	-
PROFIT AND LOSS ACCOUNT	43,242.10	43,533.03	43,323.80	43,568.00
Total	186,192.63	160,344.70	188,074.34	163,887.43

* includes share application money and ESOPs outstanding Rs. Nil, (March 31, 2010- Rs.35426.50) and Rs. Nil (March 31, 2010 Rs.33.00) respectively in standalone results and share application money and ESOPs outstanding Rs. Nil, (March 31, 2010- Rs.35426.50) and Rs. Nil (March 31, 2010 Rs.33.00) respectively in consolidated results.

For IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED

VIMAL KISHORE KAUSHIK
 MANAGING DIRECTOR



Notes :

- 1) The above financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on May 25, 2011. The financial results were audited by the Statutory Auditors of the Company
- 2) The name of the Company has been changed to IL&FS Engineering and Construction Company Limited from Maytas Infra Limited with effect from January 7, 2011 .Also, the Company has shifted its Registered Office from 6-3-1186/5/A, 3rd Floor, Amogh Plaza, Begumpet, Hyderabad – 500 016 to 6-3-1186/1&2, IL&FS Engineering House, Begumpet, Hyderabad – 500 016 with effect from April 21, 2011
- 3) a) During the year, the Company has allotted 15,459,133 Equity shares of Rs.10 each at a premium of Rs.185.30 per share against receipt of an amount of Rs.30,193 lakhs from SBG Projects Investments Limited (SBGPIL) on July 30, 2010. The Company Law Board has approved induction of four nominee Directors of SBGPIL on the Board of the Company. Pursuant to this Investment, SBGPIL and IL&FS have announced an Open Offer to acquire further 20% of the Equity Shares of the Company as per SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 1997. The Open Offer commenced on March 30, 2011 and closed on April 18, 2011. SBGPIL and IL&FS acquired 14,563,755 equity shares of the Company in the Open Offer. Consequently, SBGPIL and IL&FS currently hold 25,059,881 and 26,742,631 equity shares of the company constituting 32.39% and 34.56% respectively

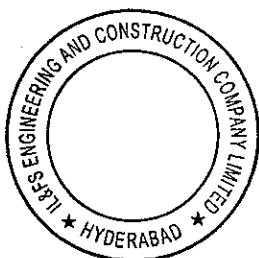
b) The Hon'ble Company Law Board (CLB) passed an Order on November 4, 2010 stating that the sole Management Control of the Company should vest with IL&FS as per the CLB Order dated August 31, 2009. Further the Securities Exchange Board of India has advised that the entire shareholding of SBGPIL should be classified under public holding. The Promoters' shareholding stated in the financial results for the year ended March 31, 2011 is that of IL&FS
- 4) The Company's business activity falls within a single business segment in terms of Accounting Standard 17 on Segment Reporting
- 5) Employee Stock Options (ESOPs):

(a) ESOP 2007:

Out of the 644,967 options granted under ESOP 2007, 582,714 options expired as on March 31, 2011. No stock options were exercised during the year. 856 options were exercised in earlier years. The outstanding balance of grants are 61,397

(b) ESOP 2008:

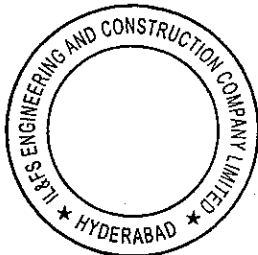
The ESOP 2008 was extinguished by the Remuneration Committee of the Company as all the beneficiaries of the scheme have left from the services of the Company



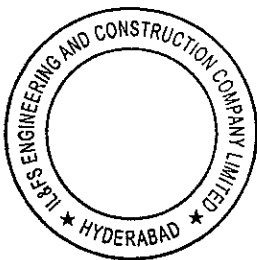
(C) ESOP 2009:

Out of the 1,201,407 options granted under ESOP 2009, 299,193 options expired as at March 31, 2011. No stock options were exercised during the year. The outstanding balances of grants are 902,214

- 6) Prior to April 01, 2009 the erstwhile promoters had given inter Corporate Deposits aggregating to Rs.39,164 lakhs to various companies. As at March 31, 2011, the outstanding balance of Inter Corporate Deposits to various companies aggregated to Rs 41,563 lakhs and Rs.40,721 at the stand-alone and consolidated financial statements level [including Rs. 7,185 lakhs to Maytas Properties Ltd (MPL)]. In addition the Company has outstanding share application money aggregating to Rs. 2,770 lakhs in the consolidated financial statements. Of the foregoing, documentary evidences had been established that, for an amount of Rs 32,378 lakhs and Rs. 34,211 lakhs at stand-alone entity and consolidated level, Satyam Computer Services Limited (SCSL) is the ultimate beneficiary and for which a claim together with interest receivable had been lodged by the Company. SCSL had accounted certain liability in its Audited Consolidated Statement of Assets and Liabilities as at March 31, 2011 as "Amounts Pending Investigation Suspense Account (Net) Rs. 123,040 lakhs". Management is of the opinion that the claim made by the Company on SCSL is included in the amount disclosed by them in their Audited Accounts. The Company is confident of recovering the Inter Corporate Deposits together with interest due thereon. In continuation of previous year, the Auditors have qualified their standalone and consolidated Audit Reports for the year ended March 31, 2011. During the year, the auditors have restricted the qualification to the extent of Rs. 34,378 lakhs and Rs. 36,236 in the standalone and consolidated Audit Reports in lieu of acquisition of MPL by IL & FS Group (Refer Note 14). Further, during the year the Company has accrued gross interest income of Rs.2,359 lakhs on Inter Corporate Deposit given to MPL
- 7) In the previous year, pursuant to the Debt Restructuring Programme, the Company had settled an irrevocable trust, namely, Maytas Investment Trust (Trust). The Company had transferred its investments at fair value to the Trust and the Trust, in turn, had issued Pass Through Certificates (PTC) to the Lenders. During the year, the Trust has redeemed the PTC along with accrued yield issued to the lenders by divesting some of its investments and by issuing fresh series of PTC of which the Company has contributed Rs. 15,000 lakhs. The Company is liable for short fall, if any, that may arise in eventual settlement of the PTCs. The Company does not currently envisage any shortfall on this account
- 8) The company has obtained an approval for restructuring of debt from the CDR empowered group and the master restructuring agreement was executed on September 27, 2010 by the Company. Pursuant to this CDR Scheme, 3,060,036 Equity shares of Rs. 10/- each at a price of Rs. 187.89 per share, 5,749,500 6% Cumulative Redeemable Preference Shares of Rs. 100 each at face value and 25,000,000 6% Optionally Convertible Cumulative Redeemable Preference Shares of Rs. 100 each at face value were issued to the CDR lenders during the year

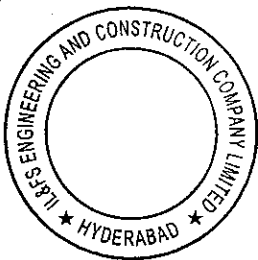


- 9) During the year, the Company has executed One Time Settlement Agreements with five banks. The impact of these One Time Settlements is Rs.11,021 lakhs and the same has been considered in the above financial results. According to the One Time Settlement Agreements, the Company has to pay 50% of the principal amount outstanding as on January 01,2009. The balance 50% of the Principal amount and interest from January 01,2009 till the date of payment has been waived by the banks. With these One time settlements, the Company has completed settlements with all banks which were outside the purview of CDR Package
- 10) In the previous year, the auditors have invited attention in their report – a) with regard to the preparation of the financial statement on a going concern basis; and b) regarding recoverability of certain current and fixed assets aggregating to Rs. 6,370 lacs. These matters were either settled/adjusted or resolved during the year
- 11) In continuation of previous year, the auditors have modified their stand-alone and consolidated Audit report for the year ended March 31, 2011, that the remuneration paid to the directors was in excess of the limits specified under Schedule XIII of the Companies Act, 1956 by Rs. 187 lakhs, Rs.16 lakhs and Rs. 48 lakhs for the years ended March 31, 2009, March 31, 2010 and March 31, 2011 respectively, for which the Company has filed applications to the Central Government for its approval, which is awaited
- 12) (a) The Auditors of the Company have qualified their standalone and consolidated Audit Report for the year ended March 31, 2011, that the financial statements do not include Company's share of profit/(loss) from one of the Joint Venture's as they have not prepared their financial statements for the year
- (b) The Auditors of the Company have qualified their standalone Audit Report for the year ended March 31, 2011, that the financial statements include companies share of profit and (loss) from one of the joint ventures based on unaudited financial statement
- (c) In continuation of previous year, the Auditors have qualified their consolidated report for the year ended March 31, 2011 stating that (i) they were unable to obtain clarifications/ representations from the auditors of some of the subsidiaries/associates/ Joint venture entities however, the Management arranged for audited financial statements in respects of these entities; (ii) some of entities have been consolidated based on unaudited financial statements, whose accounts reflects assets of Rs. 1,167 lakhs, revenues of Rs. Nil and cash flows of Rs. 49 lakhs



13) Exceptional items (Net) :

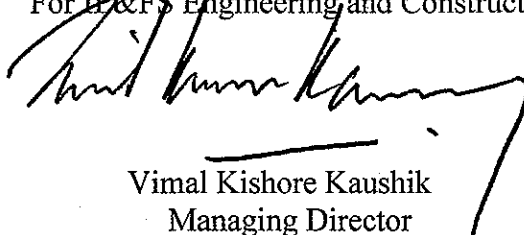
Particulars	Stand alone for the year ended		Consolidated for the year ended	
	31.03.2011 (Audited)	31.03.2010 (Audited)	31.03.2011 (Audited)	31.03.2010 (Audited)
1. Reversal of CDR Interest	-	2,103.95	-	2,103.95
2. Gains on transfer of Investments	-	26,500.00	-	25,560.39
3. Gain on One Time Settlement with banks (Refer Note 9 above)	11,021.10	12,163.04	11,021.10	12,163.04
4. Interest others	1,574.87	-	1,574.87	
5. Compensation on Settlement	1,342.89	-	1,342.89	
6. Liabilities no longer required written back	2,015.63	-	2,015.63	
7. Reversal / (Provision) for Performance Bank Guarantee invoked	1,640.89	(5,469.39)	1,640.89	(5,469.39)
8. Write offs / Provision for Advances, Debtors and Current Assets	(2677.07)	(22,858.23)	(2701.03)	(22,397.06)
9. Stock and Work-in-progress written off	(1879.37)	(8,035.49)	(1879.37)	(8,035.49)
10. Others	(130.75)	(455.83)	(130.75)	(463.00)
Total	12,908.19	3,948.05	12,884.23	3,462.44



- 14) During the year, the Company has invested Rs.10 lakhs in equity shares of Maytas Properties Limited (MPL) constituting 40% of the post issue paid up share capital of MPL pursuant to the order passed by the Honorable Company Law Board on January 13, 2011 allowing IL&FS group (consisting of IL&FS, IL&FS Financial Services Limited and the Company) to be the new promoters of MPL. Further, the Company has acquired 100% stake in Angeerasa Greenfields Pvt Ltd., Ekadanta Greenfields Pvt Ltd. and Saptaswara Agro-farms Pvt Ltd.
- 15) During the year, the company has changed its accounting policy for recognition of revenue in case of long term construction contract with respect to the computation of percentage of completion method as this would result in more appropriate representation of contract revenue. The stage of completion of the project is determined by the proportion that contract costs incurred for work performed upto the balance sheet date bear to the estimated total contract costs wherein the percentage of completion method in the previous year was determined on the basis of surveys performed. Had the company continued to use the earlier policy, the revenue for the year would have been lower by Rs. 17,179 Lakhs , the work in progress would have been lower by Rs. 14,656 lakhs , the future loss provision would have been lower by Rs. 2,584 lakhs and profit after tax for the current year would have been higher by Rs.61 lakhs
- 16) During the year, based on technical estimates, the Company has re-estimated the useful lives for certain category of fixed assets with effect from April 1, 2010. The management believes that such change will give a systematic basis of depreciation charge more representative of the time pattern in which the economic benefits will be derived from the use of such assets. Had the Company continued to use the earlier basis of providing depreciation, the depreciation and profit for the current year would have been lower by Rs. 665 lakhs and net block for the current year would have been higher by Rs. 665 lakhs
- 17) During the year, the Company has received 10 investor complaints and all of them have been resolved. There were no pending complaints to be resolved as on April 1, 2010 or as on March 31, 2011
- 18) Previous year figures have been regrouped and/or rearranged wherever necessary

Place: Mumbai
Date : May 25, 2011

By order of Board
For IL&FS Engineering and Construction Company Limited


Vimal Kishore Kaushik
Managing Director

