

A N N U A L R E P O R T 2 0 0 9 - 1 0

JINDAL
D.P. JINDAL GROUP

... building **relationship**



MAHARASHTRA SEAMLESS LIMITED

We build relationship...

To grow an amicable relationship one needs to have a good reputation. Which is one of the most valuable assets, that is not an entitlement. It is something that we have earned in course of time through relentless interaction with all our stakeholders.





... through our conducts

Guided by our values and commitments that are ingrained in our everyday code of conduct, we are now achieving a higher level of transparency, integrity and discipline in all our relationships.

A positive relationship- inspiring trust, that will serve us well in years ahead.



Our relationship grows into long term bond...

In today's competitive global marketplace, simply being the low cost producer isn't a strategy for long-term sustenance.

That's why we're focusing on:

- Higher quality products
- Advanced technology and
- Expertise.

It's a focus that will enable us to pay big dividends in the form of lower costs, higher quality, and industry leading profitability.



... for optimized operational efficiency.

There was a time, companies only had to worry about a handful of local competitors. Today, they're competing with hundreds and thousands from around the world besides domestic competition.

Driven by a commitment to continuous improvement, we're now putting the finishing touches on implementing ERP for a comprehensive information flow across the organization.



We lead the pipe industry ...

Manufacturing pipes and tubes in various grades and sizes, offering large diameter upto 16" OD in Seamless and 20" OD in ERW; MSL- the leader in Indian industry, is working to become one of the world's leading pipe makers.

We are securing industry leadership and enhancing business performance with advanced technology, increased efficiencies and a keen eye for market opportunities.



... with innovative process development and value addition.

Besides manufacturing pipes and tubes MSL is geared up in providing value addition in its products. Our Coating plant is well equipped with 3 layer PE/PP and internal epoxy coating facilities.

Our horizontal expansion plans at Mangaon to make Seamless as well as Drill pipes will commission in 6 months time. This plant will add another 2.0 lac tonnes to our existing capacity.

New modifications and development during 2009-10

SEAMLESS MILL

7" Mill

- Alloy steel grade T5 production established in 2" and 4 1/2" pipe size.
This will increase our business on alloy steel tubes and pipes for Boiler sector and better realization
- The Crimp End Loss has been reduced by 30%.
Which in turn will increase the yield of hot mill and reduce the production cost.

14" Mill

- 3 Roll Sizing Mill to produce pipe upto Dia 16" has been successfully commissioned in our 14" mill
This will increase the productivity, better quality of the pipe and reduce the size changing time.
With this Sizing Mill our input size of billets will also be optimized, reducing the number of sizes of tooling and inventories.

ERW MILL

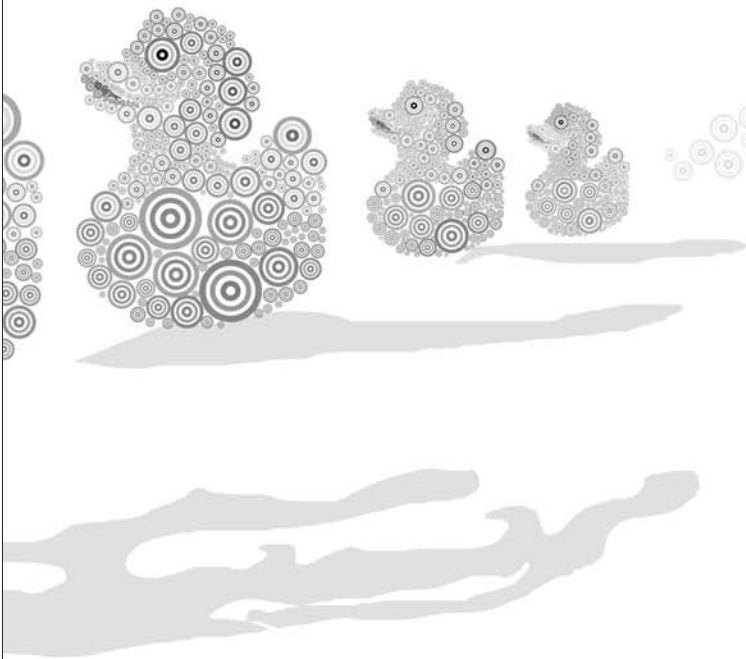
- In ERW Pipe we have developed Casing pipes in J-55 grade - in rolled condition and N-80 by Q&T process.
- MSL has developed Connectors Welded Casing pipes in 20" Casing and approved by ONGC.

COATING PLANT

- The conveyor system is improved extensively. All the runway of the pipe up to heating were replaced by polyurethane strips, which has improved the quality of the coating and the % of rejection reduced.
- Dia. 3" pipe size 3LP Coating first time established in Line No. I, which was designed for minimum 4" pipe. With a little modifications pipe size of 3" also accommodated in the same line.

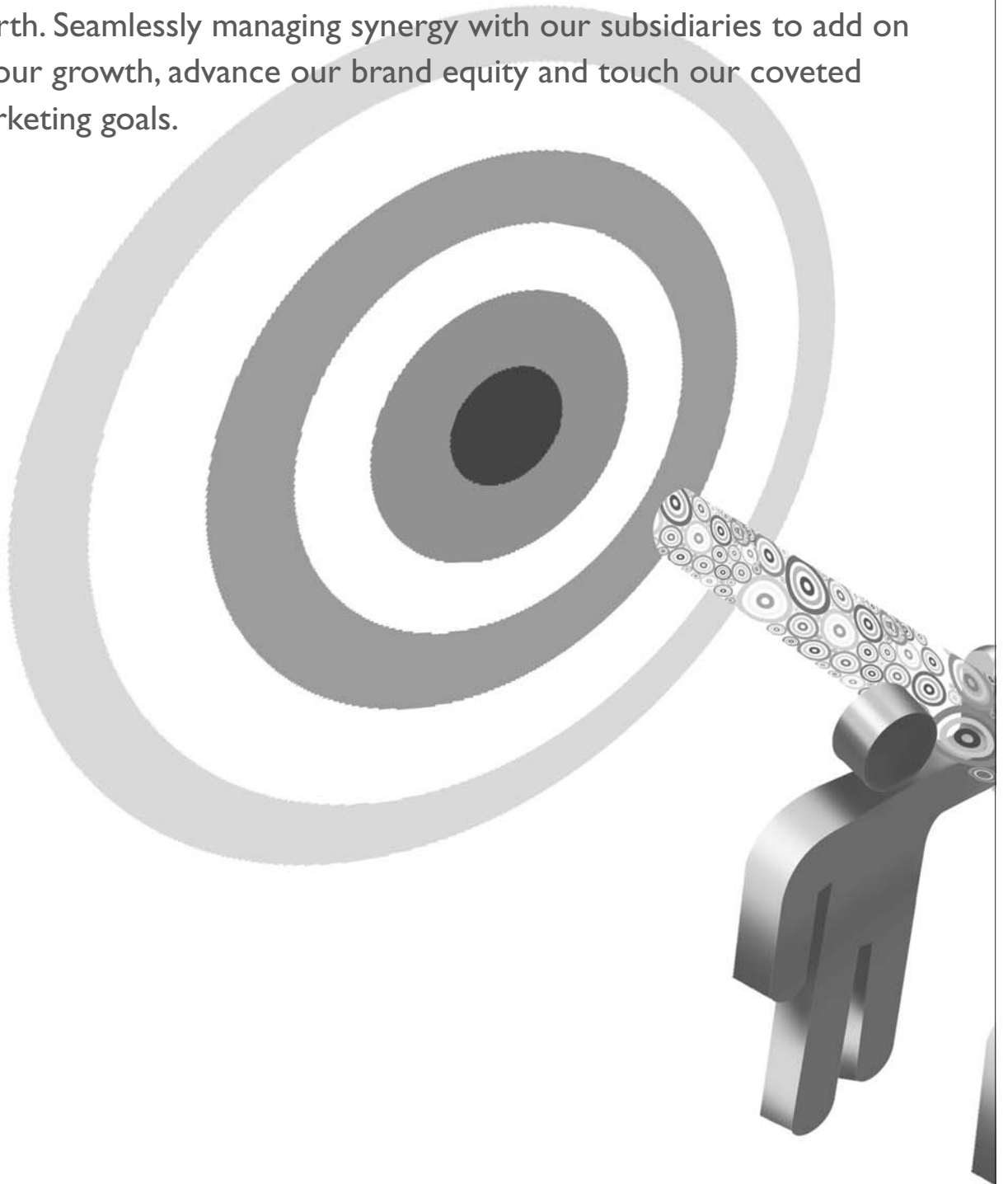
R & D

- Our newly constructed centralized lab & Metallurgical R & D building has started functioning in the new location.



We have achieved our highest ever goal...

We are fueling new growth dynamics and leveraging on the significant growth in all related business sectors and substantially realizing our worth. Seamlessly managing synergy with our subsidiaries to add on to our growth, advance our brand equity and touch our coveted marketing goals.



... by leveraging on market opportunities

MARKETING HIGHLIGHTS IN FY 2009-10

Power Sector:

Growth in Indian power sector has created large demands for seamless pipes. MSL continued to be the leading supplier of seamless boiler tubes & header pipes to this sector and has become a preferred source of companies in this field like Techpro Ashtech, BGR Energy, MECON. Towards the end of 09-10, MSL was approved by BHEL, Trichy for seamless pipes upto a max size of 370 mm x 36 mm, the largest size to be manufactured by any Indian Manufacturer.

MSL also received orders for 2300 MT of seamless pipes from BHEL, Trichy in 09-10. MSL is now set to be the major seamless pipes supplier to BHEL, Trichy which was largely dependent on imports so far.

Petro Chemical Sector:

As usual MSL remained the dominant suppliers to Refineries & Petro Chemicals sectors in 09-10 with some of the prominent customers like HP Mittal Energy, MRPL 3rd expansion (8525 MT- Rs. 39 crore), Essar (13325 MT- Rs. 64 crore), ONGC Petro Additions Ltd, Brahmaputra Cracker Complex. With large investments lined up for mega projects like IOCL Paradip Refinery, Nagarjuna Oil Refinery the demand for seamless pipes in this sector has a high potential in the near future.

Infrastructure Sector:

Growth of infrastructure sector in India also creating demand of seamless pipes. The mammoth TCS IT Park at Siruseri (3000 MT) & the modernized Wankhede stadium, Mumbai are two of the notable landmarks, where MSL seamless pipes are used.

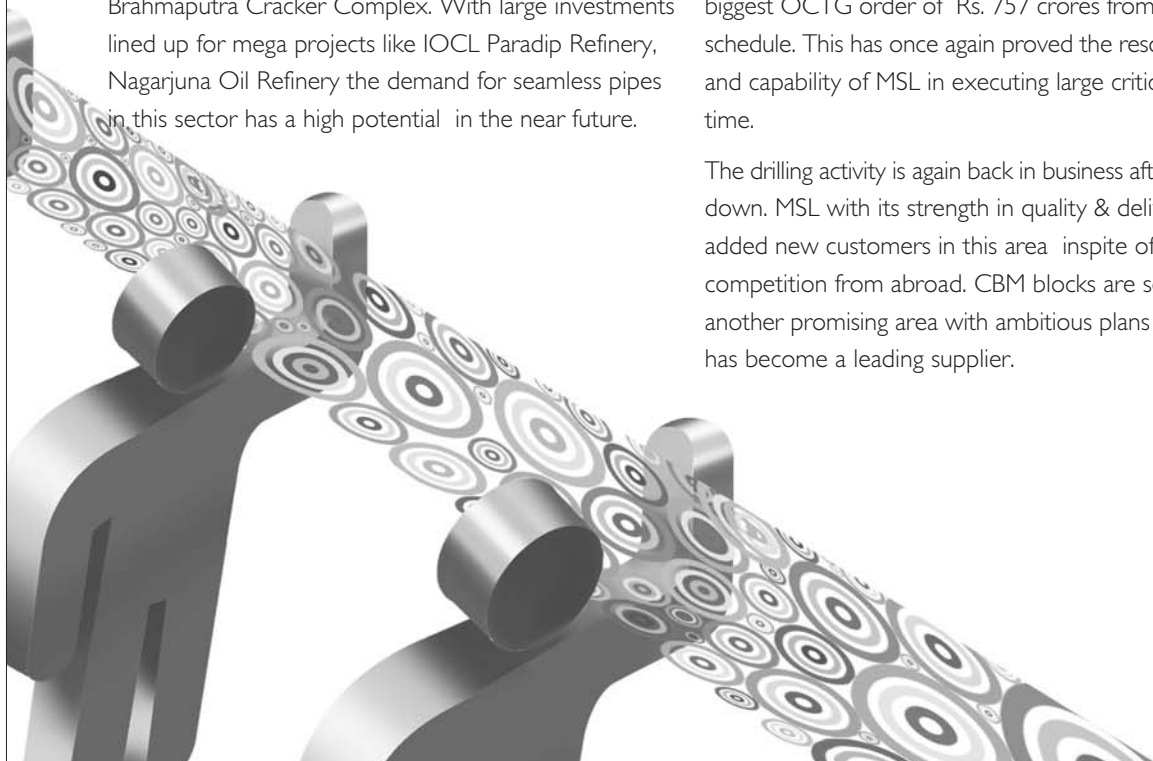
Coated pipe:

Recently the demand for 3 LPP seamless pipes are increasing because of higher temperature environment in many places. In 09-10 MSL has supplied substantial quantity 3 LPP seamless pipes to Cairn for their Rajasthan project & BHEL for their Sudan project. The opportunity in this sector looks promising and MSL with its own coating facilities has the upper edge over other seamless pipe manufacturers.

MSL's achievements:

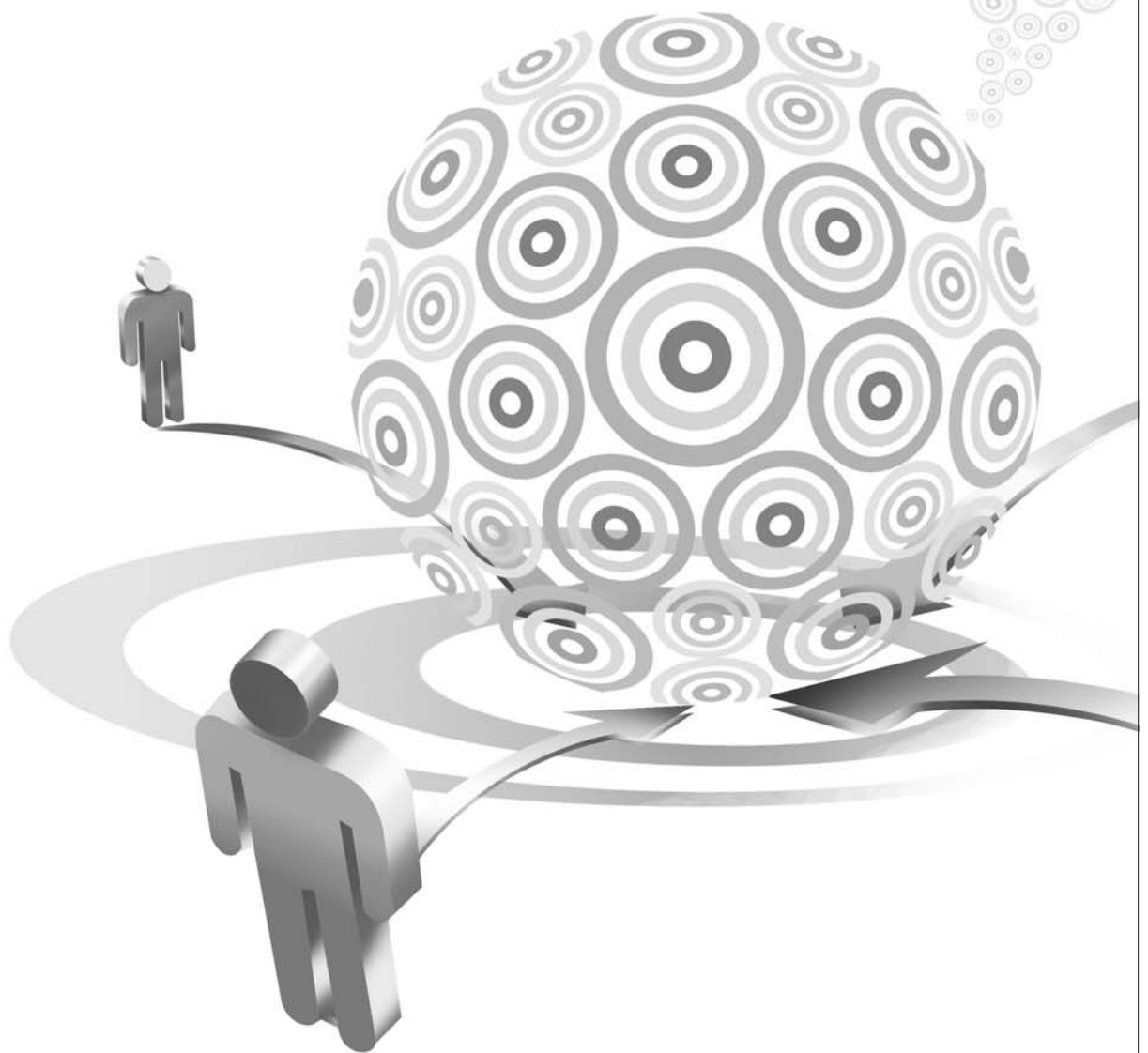
MSL has successfully completed the execution of the biggest OCTG order of Rs. 757 crores from ONGC on schedule. This has once again proved the resourcefulness and capability of MSL in executing large critical orders in time.

The drilling activity is again back in business after the slow-down. MSL with its strength in quality & delivery has added new customers in this area inspite of stiff competition from abroad. CBM blocks are set to be another promising area with ambitious plans where MSL has become a leading supplier.



We set new benchmark ...

We are continually implementing breakthrough technologies and products that maximize our strategic core businesses. MSL is expanding its pipe business in markets around the globe for which required approvals are in place.





... with sustainable
growth for everyone.

Contributing to a better life

We're proud that our steelworks are among the most eco-friendly in the industry, and we continue to aggressively eliminate pollution at the source by following strict international norms.

We've also developed a strong tradition of community service over the years. And that's the kind of sharing that's bringing many more smiles to life.

We are dedicated to delivering greater value to our shareholders and to the world beyond.



Chairman's Statement



Dear Shareholders,

The global economic meltdown witnessed during the last two years has somehow receded, as major global economies are slowly heralding signs of economic recovery. However, consumer demand though recovering slowly is yet to come back to heydays of earlier years. Emerging markets like India and China, however, have demonstrated high resilience and could be able to recover faster from the economic meltdown with favorable signs of upturn in economic growth indices.

India registered a strong come back in 2009-10 displaying its ability to withstand extreme external adversities, which destabilized major economies. India recorded a GDP growth of 7.2% in 2009-10 against 6.7% in 2008-09. This was largely due to timely economic stimulus fuelling investments and growth. It is further expected to grow in around 8.5% during the current year.

Steel is the Raw Material for your Company and its prices have a direct bearing on the profitability. In recent times steel prices have been quite volatile and putting a fresh challenges to the businesses worldwide. Even in domestic market in the last one year, the steel prices have swung both ways, requiring a new skillset to manage / mitigate the price volatility risk. Your Company has, however, successfully managed this and came out with increased profitability. Though in the long run, this risk can be completely mitigated, if your Company has its own steel.

Growing oil and gas demand coupled with heavy investment in the Power Sector promises higher revenue for Indian steel pipe makers. A huge pent up in demand for pipes have cropped up over the last few months by both sectors. Globally, pipes are the most economical

D.P. Jindal
Chairman, DP JINDAL Group

way to transport oil and gas. Consistently rising global demand of energy, especially in a developing country like India, would continue growth momentum in the steel pipe industry. In addition, the number of blocks that have been offered under various rounds of NELP will come into Drilling / Production over next couple of years. This will also offer a huge demand for Seamless Pipes.

Major oil marketing / transportation companies like GAIL, IOCL etc. have plans to lay Pipelines across the length and breadth of the country and would result in a huge demand for welded pipes. The country's domestic gas availability is expected to increase manifold in couple of years and would require huge infrastructure for domestic Pipelines.

Your Company has seen a fall in the demand from US and Middle East markets owing to global financial turmoil in 2008, however, the situation has improved considerably subsequently and also the crude oil prices have moved up significantly from their lows. This has resulted into an increase in E & P Activities in the global market. Realising, this your Company has positioned itself well to capture this international business potential. Anti Dumping Duty on Chinese Pipes in US & European Market has vacated the market for other players and your Company has successfully increased its export activities.

Domestic Seamless Pipe Industry has also approached Government of India to ensure level playing field in the domestic market against cheaper imports of pipes from China. The Govt. of India has already initiated the investigation against dumping of Seamless pipes in the Country by China and Anti Dumping Duty is likely to be imposed.

These developments have strengthened the marketing efforts of the Company in a way and your Company is likely to achieve high scales of production for both Seamless & ERW Pipes.

The erection work of 6" Seamless Pipe Plant at Mangaon is going on and it is likely to be completed by the end

of this fiscal. This would also enable your Company to increase the total installed capacity to 5.5 Lac Ton for Seamless Pipes. This will also have the facility of manufacturing Drill Pipe, which is a value added product. The Project has got the status of "Mega Project" by State Govt. of Maharashtra.

Despite having lower turnover, the Company has posted an all time high Net Profit and EPS. Your Company has also given the highest Dividend of Rs. 6 per share (120%) in its history. The Company has also got its Fixed Assets revalued in the current year to showcase its fair valuation to all its stakeholders.

Your Company is fully committed to its social obligations. Besides opening of School, hospital the Company has adopted villages in and around the plant, providing the local villagers with basic necessities, distributing medicines, blankets etc.

Your Company is committed for its backward integration project as it offers the complete control on cost, price, quality and delivery of its Raw Material. A suitable location is being looked at for this Project. The Company is, however, successfully moving for its Coal Blocks Project near Nagpur in a Joint Venture Company named Gondkhari Coal Mining Ltd.

Your Company's ideology of having an eye on the horizon and not just the bottom line continues. Financial prudence, balanced approach and business acumen coupled with clear vision makes your Company fully prepared to take it to the next level of excellence.

As you have observed, the Company achieved significant growth during 2009-10 and I look forward for continued support, trust and participation of all going forward for the growth plans of the Company.

Thank you,

D.P. Jindal

Message from the Managing Director



Saket Jindal
Managing Director

Dear shareholders,

You shall be happy to note that MSL continues to maintain leadership position in the Indian seamless pipe market despite growing competition. Our results show an improvement in the bottom line; this has been possible in spite of stiff Chinese competition in domestic market as well as in Middle Eastern market. We have got approval from PDO, a joint venture of Shell in Oman, and are now in their vendor list. Saudi Aramco, another prominent oil major, has done an audit of our mill and we are confident of adding sizes and grades to the already approved list of products. Kelly pipe of USA had also done an audit to get us registered with Chevron, USA and we are optimistic to develop this customer as well.

The market in USA particularly has opened up for us, as there is now an antidumping duty in place, against China, thus helping us fetch better realisations. The domestic market is very competitive with ISMT and Jindal Saw putting up PQF mills and OCTL also gearing up to commission a seamless plant with Danieli technology in Hyderabad. China is already a big threat to us and we have moved a petition to impose antidumping duty, which should be forced soon as all domestic players are affected.

Our horizontal expansion to make seamless pipes as well as drill pipes is on track and we expect to

commission the production in another 6 months. This plant was imported from Romania and shall be upgraded with Chinese MPM technology; we expect to add another 2.0 lac tonnes of capacity with this expansion; the location is in Mangaon, which is around 35 km from existing facility. The additional production shall be largely exported and there is no shortfall for demand for our brand in export market as long as we maintain competitive prices.

Our ERP system is now fully functional along with videoconferencing facility; this helps in reducing cost as well as more efficiency and accountability across the organisation. Our CSR initiatives are always improving; we are developing a school for children near our Nagothane works; we also have facility for mobile medical help in and around Nagothane. The B.C. Jindal Charitable Trust is catering towards donations for welfare of needy people and for other generous social causes.

We went to the Tube and Wire Exhibition in Dusseldorf to look for new equipments like hydrotester, NDT machines and stenciling machines; it was a platform to meet our suppliers like Salzgitter and technology partners like SMS Meer; also we met our overseas customers to discuss further business opportunities. We are also gearing up to be environmentally responsible and to have ISO-14001 accreditation; overseas oil companies are very particular with respect to occupational health, safety and environment consciousness.

You company believes in executing projects at low CAPEX as against our competitors which gives us an

edge over others and gives us more sustaining power to capture the market; we also have lower overheads reflecting strong management and administrative capabilities. These principles along with continuous improvement are imbibed in our corporate culture under the guidance and leadership of our chairman, Sh D.P. Jindal. His vision and foresight and the zeal to be best and reach greater heights and not to compromise the quality in every sphere whether it is product performance, customer service, employee satisfaction or public relations.

Our backward integration to make steel billets have faced hurdles in terms of land acquisition; however we are determined to overcome these obstacles and identify a location suitable logistically and administratively. This fits into our strategy of producing pipes at low cost and industry practice worldwide to have own raw material source.

Finally, I would like to appreciate the efforts made by our employees at all levels to deliver the results and I hope we succeed in future to achieve our goals; I would also like to thank our bankers, collaborators, suppliers, customers and other stakeholders for their dedication to build a successful relationship with our organization. With their support we wish to set new benchmarks of performance in the times to come.

Thank You,

Saket Jindal

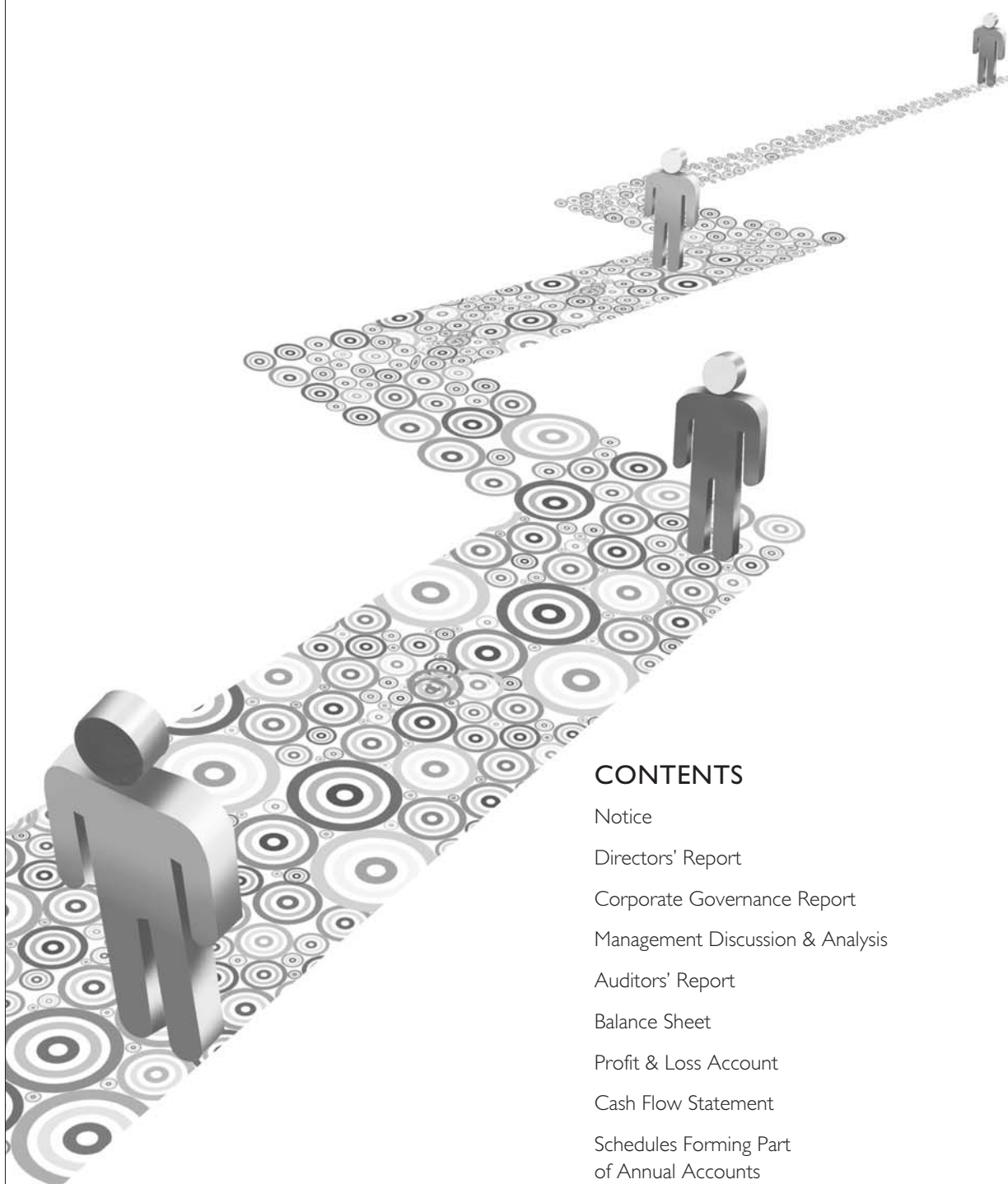
SELECTED FINANCIAL INDICATORS OF LAST 10 YEARS

Particulars		2001	2002	2003	2004	2005	2006	2007	2008	2009	2010*
Gross Turnover	(Rs. Lacs)	26541	37272	43563	55529	86724	107695	151961	164037	218351	169122
	(Times)	1.00	1.40	1.64	2.09	3.27	4.06	5.73	6.18	8.23	6.37
EBIDTA	(Rs. Lacs)	4218	7468	8406	10031	12851	20801	34101	29762	34244	39990
	(Times)	1.00	1.77	1.99	2.38	3.05	4.93	8.08	7.06	8.12	9.48
PBT	(Rs. Lacs)	4042	7186	9007	10507	12624	20685	35269	30190	38503	43109
	(Times)	1.00	1.78	2.23	2.60	3.12	5.12	8.73	7.47	9.53	10.67
PAT	(Rs. Lacs)	3196	5001	6209	7146	8488	13960	23384	19522	25784	28459
	(Times)	1.00	1.56	1.94	2.24	2.66	4.37	7.32	6.11	8.07	8.90
Gross Block (including Capital WIP)	(Rs. Lacs)	10594	14119	16064	26709	32768	35303	37416	44321	51441	139084
	(Times)	1.00	1.33	1.52	2.52	3.09	3.33	3.53	4.18	4.86	13.13
Net Block	(Rs. Lacs)	7734	10743	12023	21970	26992	28075	28579	33746	39064	120783
	(Times)	1.00	1.39	1.55	2.84	3.49	3.63	3.70	4.36	5.05	15.62

Share Capital

Equity Share Capital	(Rs. Lacs)	2882	2882	2882	2882	2882	2882	3497	3527	3527	3527
	(Times)	1.00	1.00	1.00	1.00	1.00	1.00	1.21	1.22	1.22	1.22
Preference Shares		-	-	1441	-	-	-	-	-	-	-
Reserves & Surplus	(Rs. Lacs)	9086	12239	15994	21527	28399	38509	88913	105814	127472	225230
	(Times)	1.00	1.35	1.76	2.37	3.13	4.24	9.79	11.65	14.03	24.79
Net Worth	(Rs. Lacs)	11968	15121	20317	24409	31281	41391	92410	109341	130999	228757
	(Times)	1.00	1.26	1.70	2.04	2.61	3.46	7.72	9.14	10.95	19.11
Book Value	(Rs.)	42.00	52.00	65.00	85.00	109.00	144.00	132.00	155.00	186.00	324.00
	(Times)	1.00	1.24	1.55	2.02	2.60	3.43	3.14	3.69	4.43	7.71
Equity Dividend	(Rs. Lacs)	383.59	576.40	1008.70	1152.80	1441.00	2131.55	3719.82	3526.67	3526.67	4232.01
Dividend on Equity Shares	%	15%	20%	35%	40%	50%	70%	110%	100%	100%	120%
Dividend Per Share	(Rs.)	1.50	2.00	3.50	4.00	5.00	7.00	5.50	5.00	5.00	6.00
Earning Per Share	(Rs.)	11.94	17.37	21.98	23.72	29.54	48.26	38.38	27.70	36.56	40.35

* Figures have been computed after considering the impact of Revaluation of Fixed Assets



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MAHARASHTRA SEAMLESS LIMITED

BOARD OF DIRECTORS

D.P. JINDAL	Chairman
SAKET JINDAL	Managing Director
U.C. AGARWAL	
D.K. PARIKH	
S.D. SHARMA	
S.P. RAJ	Wholetime Director

AUDIT COMMITTEE

U.C. AGARWAL	Chairman
D.P. JINDAL	
D.K. PARIKH	

CFO

ANIL JAIN

VP & COMPANY SECRETARY

D.C. GUPTA

AUDITORS

Kanodia Sanyal & Associates,
New Delhi

BANKERS

State Bank of Patiala
State Bank of Bikaner & Jaipur
Standard Chartered Bank
HDFC Bank Limited
ICICI Bank Limited
Yes Bank
Deutsche Bank
Corporation Bank
Kotak Mahindra Bank
UBS AG
Credit Suisse

REGISTERED OFFICE

Pipe Nagar, Village-Sukeli,
N.H.17, B.K.G. Road, Taluka Roha,
Distt. Raigad - 402 126, Maharashtra

HEAD OFFICE

1/23 B, Asaf Ali Road,
New Delhi - 110 002

CORPORATE OFFICE

Jindal Corporate Centre
Plot No. 30, Institutional Sector 44,
Gurgaon – 122 002, Haryana

MUMBAI OFFICE

402, Sarjan Plaza,
100, Dr. Annie Besant Road,
Opp. TELCO Showroom,
Worli, Mumbai - 400 018

KOLKATA OFFICE

Sukhsagar Apartment,
Flat No. 8A, 8th Floor,
2/5, Sarat Bose Road,
Kolkata - 700 020

CHENNAI OFFICE

3A, Royal Court,
44, Venkatanarayan Road,
T. Nagar, Chennai - 600 017

WORKS:

1. SEAMLESS & ERW PIPES:

- Pipe Nagar, Village - Sukeli,
N.H.17, B.K.G. Road,
Taluka Roha,
Distt. Raigad - 402 126
Maharashtra
- D 114, Industrial Area ,
Vile Bhagad,
Taluka Mangaon,
Distt. Raigad, Maharashtra

2. WIND POWER:

Village Nivkane, Taluka Patan,
District Satara,
Maharashtra

Website: www.jindal.com



NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the members of Maharashtra Seamless Limited will be held on Thursday, the 30th September, 2010 at 11.30 A.M. at the Registered Office of the Company at Pipe Nagar, Village-Sukeli, N.H. 17, B.K.G. Road, Taluka Roha, Distt. Raigad- 402 126, Maharashtra to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2010 and the Reports of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Shri U. C. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri D. K. Parikh, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint M/s. Kanodia Sanyal & Associates, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this meeting until conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution.

"RESOLVED THAT in accordance with the provisions of Sections 198, 269 and 309 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof, and subject to consent of other applicable authorities including Financial Institutions, etc., approval of the Company be and is hereby accorded to the re-appointment of and payment of remuneration to Shri Saket Jindal, as Managing Director of the Company, for a period of 5 (five) years with effect from 1st April, 2010 on the terms and conditions, as set out herein below, with liberty to the Board of Directors to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule XIII of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board of Directors and Shri Saket Jindal.

Salary

Rs. 8,50,000 (Eight Lac Fifty Thousand only) per month with such increase as may be decided by the Board of Directors from time to time in the grade of Rs. 8,50,000 - 20,00,000 per month.

Perquisites

- I The Managing Director shall be entitled to perquisites & benefits like furnished /non furnished accommodation or house rent allowance in lieu thereof, gas, electricity, water, medical reimbursement, leave travel concession for self & family, club fees, car with driver for business & personal use, facility of telephone installed at his residence, medical and personal accident insurance, education allowance, bonus/ex-gratia etc. as per rules of the Company. The value of perquisites shall be evaluated as per Income Tax Rules wherever applicable.
- II. The Managing Director shall be entitled to Company's contribution to Provident Fund, Superannuation Fund, Pension Fund, Gratuity, encashment of earned leave at the end of the tenure, as per the rules of the Company, and these shall not be included in the computation of perquisites.

Minimum remuneration

In the event of loss or inadequacy of profits, the remuneration including the perquisites as mentioned above shall be paid in accordance with Schedule XIII and other applicable provisions of the Companies Act, 1956 as amended from time to time.

Other Terms

- I. The Managing Director shall not be paid any sitting fees for attending the meeting(s) of the Board of Directors or Committees thereof.
- II. The Managing Director shall be entitled to reimbursement of entertainment, traveling and all other expenses incurred in the course of the Company's business. While traveling on Company's business purposes, the Managing Director will be entitled to be accompanied by his wife and the traveling and other incidental expenses incurred by his wife will also be borne / reimbursed by the Company.
- III. The appointment may be terminated by the Company or by the Managing Director by giving not less than three months' prior notice."



7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269 and 309 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof, and subject to consent of other applicable authorities including Financial Institutions, etc., approval of the Company be and is hereby accorded to the re-appointment of and payment of remuneration to Shri S. P. Raj, as Wholetime Director of the Company, for a period of 5 (five) years with effect from 1st October, 2010 on the terms and conditions, as set out herein below, with liberty to the Board of Directors to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule XIII of the Companies Act, 1956, or any statutory modification(s) or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments thereto as may be agreed to between the Board of Directors and Shri S. P. Raj.

Salary

Rs. 95,708 (Rs. Ninty Five Thousand Seven Hundred Eight only) per month with such increase as may be decided by the Board of Directors from time to time in the grade of Rs. 95,000 - 2,50,000 per month.

Perquisites

- I The Wholetime Director shall be entitled to perquisites & benefits like furnished /non furnished accommodation or house rent allowance in lieu thereof, gas, electricity, water, medical reimbursement, leave travel concession for self & family, club fees, car with driver for business & personal use, facility of telephone installed at his residence, medical and personal accident insurance, education allowance, bonus/ex-gratia etc. as per rules of the Company. The value of perquisites shall be evaluated as per Income Tax Rules wherever applicable.
- II. The Wholetime Director shall be entitled to Company's contribution to Provident Fund, Superannuation Fund, Pension Fund, Gratuity, encashment of earned leave at the end of the tenure, as per the rules of the Company, and these shall not be included in the computation of perquisites.

Minimum remuneration

In the event of loss or inadequacy of profits, the remuneration including the perquisites as mentioned above shall be paid in accordance with Schedule XIII and other applicable provisions of the Companies Act, 1956 as amended from time to time.

Other Terms

- I. The Wholetime Director shall not be paid any sitting fees for attending the meeting(s) of the Board of Directors or Committees thereof.
- II. The Wholetime Director shall be entitled to reimbursement of entertainment, traveling and all other expenses incurred in the course of the Company's business.
- III. The appointment may be terminated by the Company or by the Wholetime Director by giving not less than three month's prior notice."

By order of the Board

D.C. GUPTA

Vice President &
Company Secretary

Place : Gurgaon
Dated : 31st August, 2010

NOTES:

1. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Special Business is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
Form of proxy is separately annexed. The proxy must be deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
3. Members / Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the meeting and also the Attendance Slip duly filled in for attending the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 25th September, 2010 to 30th September, 2010 (both days inclusive) for the purpose of determining the shareholders entitled to dividend, if any declared,



for the year ended March 31, 2010 at the Annual General Meeting on 30th September, 2010. Dividend on shares, when declared, will be paid only to those members whose names are registered as such in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company on or before 24th September, 2010 and to the Beneficial Holders as per the Beneficiary List as on 24th September 2010, provided by the NSDL and CDSL. Subject to the provisions of 206A of the Companies Act, 1956, Dividend as recommended by the Board of Directors, if declared at the meeting, will be payable on or after 4th October 2010.

5. Members holding shares in electronic form may please note that as per the regulations of National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL), the Company is obliged to print the bank details on the dividend warrants as furnished by these Depositories to the Company and the Company cannot entertain any request for deletion / change of bank details already printed on dividend warrants as per information received from the concerned Depositories. In this regard, Members should contact their Depository Participant (DP) and furnish particulars of any changes desired by them.
6. Members desirous of getting any information in respect of Accounts of the Company are requested to send their queries in writing to the Company at the Registered Office of the Company so as to reach at least 7 days before the date of the meeting so that the required information can be made available at the meeting.
7. In accordance with the provisions of the Companies Act, 1956, the amount of dividend which remains unpaid or unclaimed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company are transferred to the Investor Education and Protection Fund constituted by the Central Government and shareholders are not able to claim any amount of dividend so transferred to the fund.

Dividend for the financial year ended 31st March, 2003 (2002-03) shall be transferred to the Investor Education and Protection Fund of Central Government on 15th October, 2010. Shareholders who have not yet encashed their dividend warrants are requested in their own interest to claim the outstanding dividend before it falls due for transfer to the aforesaid Fund.

8. Details of the Directors seeking appointment/ re-appointment at the forthcoming Annual General Meeting (Pursuant to Clause 49 of the Listing Agreement):

Name	Shri U. C. Agarwal	Shri D. K. Parikh	Shri Saket Jindal	Shri S.P. Raj
Age	83 Years	77 Years	36 Years	56 Years
Qualifications	M.A. (Pol. Science), IAS (Retd.)	M. Sc. (Statistics), MBA (Finance)	BBA	BE (Mechanical)
Expertise in specific functional area	Extensive experience in administration at various and widely spread levels having held senior posts in Govt. of India. Held the post of Secretary to the Indian Govt. and Chairman to the Central Vigilance Commission.	Having considerable experience in Finance and Administration. Retd. as General Manager from ICICI Ltd.	Dynamic Industrialist having wide experience of managing industrial enterprises.	Having more than 3 decades of technical experience in seamless pipe industry & product development.
Date of appointment as Director of the Company	15.06.1990	24.09.1990	01.09.2001	20.10.2005
Directorship of other Companies	- Jay Bharat Maruti Ltd.	- Sudha Apparels Ltd.	- Haryana Capfin Ltd. - Jindal Pipes Ltd. - Hydriil Jindal International Pvt. Ltd. - Odd & Even Trades & Finance Pvt. Ltd.	Nil
Chairman/Member of Committees of other Companies	Chairman, Audit Committee, Shareholders'/Investors' Grievance Committee, Jay Bharat Maruti Ltd.	Chairman, Audit Committee, Sudha Apparel Ltd.	Chairman, Shareholders'/Investors' Grievance Committee, Haryana Capfin Ltd. Member, Audit Committee, Haryana Capfin Ltd.	Nil
No. of shares held	1,000	Nil	16,95,764	Nil
Inter-se relationship with other Directors	Nil	Nil	Shri D. P. Jindal (Father)	Nil



9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names recorded in the Register of Members will be entitled to vote. Corporate members intending to send their authorised representatives are requested to send a duly certified copy of the Board resolution authorising their representative to attend and vote at the meeting.
10. All documents referred to in the notice are open for inspection at the Registered Office of the Company between 10.00 A.M. and 1.00 P.M. on any working day upto the date of Annual General Meeting and also at the meeting.

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

Item No. 6

The Board of Directors of the Company has reappointed Shri Saket Jindal as Managing Director of the Company, on the revised remuneration w.e.f. 1st April, 2010, on the terms and conditions as set out in the resolution.

As per the provisions of the Companies Act, 1956, it is necessary to obtain consent of the shareholders for reappointment and payment of remuneration to Shri Saket Jindal as Managing Director of the Company. Accordingly, the Board recommends the resolution to be passed by the shareholders.

Shri Saket Jindal himself and Shri D. P. Jindal being related to Shri Saket Jindal are interested in the resolution.

The Board recommends the resolution set forth in Item No. 6 for approval of members.

Item No. 7

The present term of Shri S. P. Raj as Wholetime Director would expire on 30th September, 2010. The Board of Directors of the Company has reappointed Shri S. P. Raj as Wholetime Director of the Company, w.e.f. 1st October, 2010, on the terms and conditions set out in the resolution.

As per the provisions of the Companies Act, 1956, it is necessary to obtain consent of the shareholders for reappointment and payment of remuneration to Shri S. P. Raj as Wholetime Director of the Company. Accordingly, the Board recommends the resolution to be passed by the shareholders.

None of the Directors except Shri S. P. Raj is interested in the resolution.

The terms & conditions including remuneration given in the said resolution may be treated as abstract of the terms of appointment of Shri S. P. Raj under Section 302 of the Companies Act 1956.

The Board recommends the resolution set forth in Item No. 7 for approval of members.

By order of the Board

D.C. GUPTA
Vice President &
Company Secretary

Place : Gurgaon
Dated : 31st August, 2010



DIRECTORS' REPORT

To the Members,

Your Directors are pleased to present the 22nd Annual Report along with Audited Accounts of the Company for the year ended 31st March, 2010.

FINANCIAL RESULTS

The highlights of the financial results are as under:

	Year ended 31.03.2010	(Rs. in Crore) Year ended 31.03.2009
Gross Turnover	1691.22	2183.51
Depreciation	18.34	17.93
Profit Before Tax	431.10	385.03
Provision for Taxation		
- Current	145.80	124.10
- Fringe Benefit	-	0.26
- Deferred	0.70	0.76
Profit after Tax	284.60	259.91
Income Tax adjustments relating to earlier years	0.01	(2.07)
Profit after Tax & Adjustments	284.59	257.84
Balance brought forward from previous year	43.40	36.82
Profit available for appropriations	327.99	294.66
Appropriations:		
Proposed Dividend	42.32	35.27
Dividend Distribution Tax	7.03	5.99
Transfer to General Reserve	225.00	210.00
Balance carried to Balance Sheet	53.64	43.40
	327.99	294.66

DIVIDEND

Your Directors are pleased to recommend a dividend of Rs. 6/- (120%) per equity share of Rs. 5/- each for the year ended 31st March, 2010.

The proposed dividend including Dividend Distribution Tax will absorb Rs. 49.35 Crores.

RESULTS OF OPERATIONS

Total turnover of the Company during the year was Rs. 1691.22 Crore against Rs. 2183.51 Crore in the previous year. The profit before tax for the year was Rs. 431.10 Crore as against Rs. 385.03 Crore in the previous year. The profit after tax and adjustments for the year was Rs. 284.59 Crore as against Rs. 257.84 Crore in the previous year.

The lower turnover was mainly on account of reduced sale prices of the products owing to decline in raw material cost, without affecting the profitability margins.



The Company has primarily two segments - Steel Pipes & Tubes and Wind Power. Both segments contribute positively to the profitability of the Company. The contribution of Steel Pipes & Tubes Division is over 89% of the total Profit before Tax. Wind Power Project of the Company is meeting around 12 % of Power requirement and has helped in reducing over all cost of power.

EXPANSION PLANS

The erection work of 6" Seamless Pipe Plant at Mangaon is on schedule and is likely to be completed during the current fiscal. This would also enable your Company to increase the total installed capacity to 5.5 Lac Ton for Seamless Pipes. The plant has the facility to manufacture Drill Pipe, which is a value added product.

The Govt. of Maharashtra has conferred the status of "Mega Project" to Company's aforesaid project, which would enable the Company to avail various incentives from the Govt. of Maharashtra in due course of time.

BACKWARD INTEGRATION PROJECT

Your Company is committed for its backward integration project to make steel billets, with a capacity of 1.0 million ton in phases. A suitable location is being looked at for this Project.

Ministry of Coal, Govt of India, has also allocated a Non Coking Coal Block to MSL near Nagpur (Maharashtra), which is an important raw material to produce DRI required for Steel making. The Company is successfully moving for its Coal Blocks Project near Nagpur in a Joint Venture Company named Gondkhari Coal Mining Ltd.

Thus the Company will have better control on cost of production of Seamless pipes and poised for a good positioning in Seamless pipe industry.

DIRECTORS

Shri U. C. Agarwal and Shri D. K. Parikh, Directors of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

The Board of Directors has reappointed Shri Saket Jindal as Managing Director of the Company for a period of five years w.e.f. 1st April, 2010. The Board of Directors has also reappointed Shri S. P. Raj as Wholetime Director of the Company for a period of five years w.e.f. 1st October, 2010.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, 1956, your Directors state:

- (i) that in the preparation of the Annual Accounts for the year ended 31st March, 2010, the applicable accounting standards have been followed;
- (ii) that the accounting policies selected and applied are consistent and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period;
- (iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- (iv) that the Annual Accounts for the year ended 31st March, 2010 have been prepared on a going concern basis.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Corporate Governance Report along with Auditors' Certificate regarding Compliance of conditions of Corporate Governance has been annexed as part of this Annual Report.

AUDITORS

M/s Kanodia Sanyal & Associates, Chartered Accountants, the retiring Auditors, hold office until conclusion of the ensuing Annual General Meeting. The Statutory Auditors have confirmed their eligibility and willingness to accept the office on re- appointment.

The observations of the Auditors are explained wherever necessary in the appropriate Notes on Accounts.



FIXED DEPOSITS

The Company has not accepted any Deposits within the meaning of Section 58A of the Companies Act, 1956 and the Rules made there under.

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

The information in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is annexed hereto.

PARTICULARS OF EMPLOYEES

Particulars of employees, as required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended, forms part of this report. However, in pursuance of Section 219(1)(b)(iv) of the Companies Act, 1956, this report is being sent to shareholders of the Company excluding the aforesaid information. Any member interested in obtaining such particulars may write to the Company Secretary at the Corporate Office of the Company.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for the assistance and co-operation received from Central Government, State Government of Maharashtra, and all other Government agencies, ONGCL, Oil India, other PSUs, Banks, Insurance Companies, Credit rating agencies and Stakeholders.

Your Directors wish to place on record their deep sense of appreciation for the devoted contribution made by the employees at all levels.

For and on behalf of the Board

Place : Gurgaon
Dated : 31st August, 2010

D. P. JINDAL
Chairman



ANNEXURE TO DIRECTORS' REPORT

INFORMATION AS PER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2010.

A. CONSERVATION OF ENERGY

a) Energy Conservation measures taken:

1. Frequency Variable Drives used in more equipments wherever the equipments are not fully loaded to reduce the power consumption and to achieve speed effectiveness in operation.
2. Fuel Additives used in Heavier Oil are continuing to have proper combustion and also to have a controlled process parameters and fuel oil savings.

b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy.

Additional APFC panels added in the line to improve the power factor to near unity and Harmonic filters to reduce the harmonic distortion.

c) Impact of measures at a & b above for reduction of energy consumption and consequent impact on the cost of production of the goods.

The measures taken by the Company and the proposed measures will result in reduction of energy consumption and subsequent reduction in cost of the product.

d) Total energy consumption and energy consumption per unit of production.

As per Form-A annexed.

B. TECHNOLOGY ABSORPTION

- 3 Roll Sizing Mill
- Mandrel pipe mill technology is proposed to be introduced in 6" Seamless pipe unit located at Vile - Bhagad Industrial Area, Near Mangaon.

This will give better quality and higher productivity to take up the business in the competitive market.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans.

The Company is thrusting on export business in view of conducive market conditions overseas specially in USA. Even during recession period, our continuous efforts have been to produce quality product through our quality control systems and regular R & D and to reduce cost of production and make it available at competitive prices.

This also results in substantial foreign exchange earnings and also in import substitution and conservation of valuable foreign exchange.

Total foreign exchange used and earned

Used - **Rs. 236.85 Crore**

Earned* - **Rs. 334.77 Crore**

* Supplies to Oil Sector by the Company results in import substitution & consequent saving of substantial Foreign Exchange for the country.


FORM A
FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO :
CONSERVATION OF ENERGY
A. POWER AND FUEL CONSUMPTION

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
1. Electricity Purchased		
Units (KWH in lacs)*	667.83	695.56
Total Amount (Rs. In lacs)	3632.30	3682.74
Rate Per Unit (Rs.)	5.44	5.32
*Includes 77.73 lacs (previous year 95.29 lacs) units generated by Wind Power Project of the Company.		
2. Fuel Consumption		
a) LDO		
Quantity (KL)	25613.24	29581.72
Total Amount (Rs. in lacs)	7,098.34	9023.85
Average Rate per KL (Rs.)	27,713.56	30504.82
b) HSD		
Quantity (KL)	524.85	362.89
Total Amount (Rs. in lacs)	146.70	114.96
Average Rate per KL (Rs.)	27,950.84	31679.20
c) LPG		
Quantity (MT)	79.19	329.56
Total Amount (Rs. in lacs)	26.02	117.41
Average Rate Per MT (Rs.)	32857.68	35629.29
3. Other/Internal generation/Wind Power (Kwh in lakhs)	94.41	102.46

B. CONSUMPTION PER UNIT OF PRODUCTION

a) SEAMLESS PIPES (MT)		
Electricity (Units)	276.942	268.205
LDO/Furnace Oil (KL)	0.126	0.131
HSD (KL)	0.003	0.002
LPG (MT)	0.000	0.001
b) ERW PIPES (MT)		
Electricity (Units)	95.827	98.277
HSD/Furnace Oil (KL)	0.003	0.004

Note: The figures are re-grouped/re-arranged wherever considered necessary.



FORM B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO:

RESEARCH AND DEVELOPMENT (R&D)

I. Specific areas in which R&D carried out by the Company

- i) To improve the pipe quality, a new concept of quenching by immersion type is under implementation.
- ii) R&D activities of the Company remained centered around the development of new products, improvement of existing products and processes, problem solving, cost reduction, and as well as energy conservation & pollution control.

Activities carried out during the year:

Development and modifications during the year 2009-10

SEAMLESS 7" MILL

- Alloy steel grade T5 production established in 2" and 4 ½" pipe size.
This will increase our business on alloy steel tubes and pipes for Boiler sector and better realization
- The crimp end loss has been reduced by 30%, which in turn will increase the yield of hot mill and reduce the production cost.

SEAMLESS 14" MILL

- 3 Roll Sizing Mill to produce pipe upto Dia 16" has been successfully commissioned in our 14" mill
This will increase the productivity, better quality of the pipe and reduce the size changing time.
With this sizing mill, our input size of billet will also be optimized, which in turn would reduce the number of sizes of toolings and inventories.

ERW MILL

- In ERW Pipe we have developed Casing pipes in J55 grade in as rolled condition and N80 by Q&T process.
This will give additional leverage for the ERW Pipe business
- We have developed connectors welded casing pipes in 20" Casing and approved by ONGC

COATING PLANT

- The conveyor system is improved extensively. All the runway of the pipe up to heating were replaced by polyurethane strips, which has improved the quality of the coating and the % of rejection reduced.
- Dia. 3" pipe size 3LP Coating first time established in Line No. I, which was designed for minimum 4" pipe. With a little modifications pipe size of 3" also accommodated in the same line.

2. Benefits derived as a result of above R&D

As a result of the R&D activities, new products were developed viz. 13 Cr Casing and Tubing and Higher Grades for X70 ERW Pipes etc. were also developed, existing products and process were improved and costs were reduced through energy conservation and savings in the use of materials.

3 Future plan of action

- Development of Drill pipe in different API grades and sizes.
- 4 ½" tubing will be developed in the new finishing line
- Tube upto 24 Mtr long finishing is planned to cater to the requirement of Boiler Sector
- Converting the oil fired furnace into gas fired to reduce the pollution as well as to reduce the fuel cost.

4. Expenditure on R&D

Expenditure on R&D is not separately allocated and identified.



TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1. Efforts in brief made towards technology absorption, adaptation and innovation.

The production/Quality Control department absorbs the technology received from its own R&D efforts, Equipment Suppliers, etc. adopting the same to local conditions and uses its own experience to affect improvements in the products and manufacturing process.

2 Benefits derived as a result of the above efforts etc.

Through above measures, the Company has continued to achieve product improvement/ development of new products, process improvement, commercialization of technology, cost reduction, import substitution etc. The aforesaid efforts will also result in a vibrant organization ready to face the challenges of global market scenario and striving towards exceeding customer expectation.

3. In case of imported technology (Imported during the last 5 years reckoned from the beginning of the financial year) prescribed information may be furnished:

In continuation with the commissioning of 3 Layer Polyethylene, polypropylene and the Dual Layer Coating in the Coating Plant division, all required facilities for Laboratory testing of both raw material as well as finished products are well established and approved by the different inspection agencies.

The facilities are being used regularly to support the production and to maintain the quality of the products.

The products are approved and getting continuous support from the Oil and Gas pipe customers as well as other users.



CORPORATE GOVERNANCE REPORT

We believe that sound Corporate Governance is essential to enhance the shareholders' trust and value. Your Company conducts its affairs with the highest levels of integrity, with proper authorizations, accountability, disclosure and transparency. The Company strongly believes in maintaining a simple and transparent corporate structure driven solely by business needs. Shareholders interests are on utmost priority while protecting the interest of other stakeholders, customers, suppliers and its employees and the management is only a trustee to carry out the activities in a truthful and fruitful manner.

The details of the Corporate Governance compliance by the Company as per the Clause 49 of the Listing Agreement with Stock Exchanges are as under:

A COMPLIANCE OF MANDATORY REQUIREMENTS:

I. BOARD OF DIRECTORS

Composition

The Company's policy is to have appropriate mix of executive and non-executive/independent Directors on the Board. The Company has a Non-Executive Chairman who is also a promoter of the Company. One-half of the Board of the Company consists of Independent Directors. The number of Non-Executive Directors (NEDs) exceeds 50% of the total number of Directors. None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 49 of the Listing Agreement with Stock Exchanges), across all the companies in which they are Directors. The Directors have made necessary disclosures regarding their Committee positions.

Board Functioning & Procedure

During the year 2009-10, the Board of Directors met five times and the gap between two meetings did not exceed four months. The Board Meetings were held on 23rd April 2009, 22nd July 2009, 28th August 2009, 27th October 2009 and 27th January 2010. The names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships held by them in other companies are given below:

Directors	Category	Shares held	Attendance		No. of other Directorships and Committee Memberships/ Chairmanships held		
			Board Meeting	Last AGM	Director ships	Committee Memberships	Committee Chairmanships
Mr. D. P. Jindal	NE-P-C	43820	5	Yes	5	1	-
Mr. Saket Jindal	MD-P	1695764	5	Yes	4	2	1
Mr. S. P. Raj	WTD	-	5	Yes	-	-	-
Mr. U. C. Agarwal	NE-I	1000	5	Yes	1	3	3
Mr. D. K. Parikh	NE-I	-	5	Yes	1	1	1
Mr. S. D. Sharma	NE-I	-	5	Yes	1	1	-

C = Chairman, MD = Managing Director, WTD = Whole Time Director,
NE = Non-Executive, P = Promoter, I = Independent, NA = Not Applicable

Note:

1. Only Audit and Shareholders' / Investor's Grievance Committees are considered.
2. Excludes Directorships in private/foreign companies and alternate Directorship.
3. All the independent Directors fulfill the minimum age criteria i.e. 21 years as specified in Clause 49 of the listing agreement.

RELATIONSHIPS BETWEEN DIRECTORS

No Director is related to any other Director, except Shri D.P. Jindal, who is father of Shri Saket Jindal.



CODE OF CONDUCT

The Board of Directors has adopted the Code of Conduct and Ethics for Directors and Senior Management personnel. The Code has also been posted on the Company's website www.jindal.com.

The Code has been circulated to all members of the Board and senior management personnel and the compliance with the Code of Conduct and Ethics is affirmed by them annually.

A declaration signed by the CEO and Managing Director of the Company is given below:

This is to certify that, all Board members and Senior Management personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management for the financial year ended 31st March, 2010.

SAKET JINDAL
Managing Director

31st August, 2010

2. AUDIT COMMITTEE

The terms of reference of the Audit Committee mandated by the statutory and regulatory requirements viz. Listing Agreement, Companies Act, 1956 etc., which are also in line with the mandate given by your Board of Directors, are:

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;
- c. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- d. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - i. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (2AA) of Section 217 of the Companies Act, 1956;
 - ii. Changes, if any, in accounting policies and practices and reasons for the same;
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. Significant adjustments made in the financial statements arising out of audit findings;
 - v. Compliance with listing and other legal requirements relating to financial statements;
 - vi. Disclosure of any related party transactions; and
 - vii. Qualifications in the draft audit report;
- e. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- f. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- g. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
- h. Discussion with internal auditors any significant findings and follow up thereon;
- i. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- j. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- k. To look into the reasons for substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
- l. To review the functioning of the Whistle Blower mechanism, in case the same exists;
- m. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.



COMPOSITION

The Audit Committee of the Company comprises of three Directors consisting of one Promoter Non-executive Director and two Independent Non-executive Directors. All members of the Committee possess knowledge of Corporate Finance, Accounts and Company Law. The Chairman of the Committee is an Independent Non-executive Director and was present at the last Annual General Meeting of the Company. The Audit Committee meetings are held at the Corporate Office of the Company and are attended by the Auditors, Accounts and Finance Heads. The Company Secretary acts as the Secretary to the Audit Committee.

The minutes of the Audit Committee Meetings are noted by the Board of Directors at the subsequent Board Meeting.

During the year under review five meetings of the Audit Committee were held on 23th April 2009, 22nd July 2009, 28th August 2009, 27rd October 2009 and 27th January 2010. The composition, names of the members, chairperson, and particulars of the Meetings and attendance of the members during the year are as follows:

Members	Category	No. of meetings attended
Mr. U.C. Agarwal	Chairman	5
Mr. D.P. Jindal	Member	5
Mr. D. K. Parikh	Member	5

INTERNAL AUDITORS

The Company has appointed a firm of Chartered Accountants as Internal Auditors to review the internal control systems of the Company and to report thereon. The Audit Committee reviews the reports of the Internal Auditors periodically.

3. REMUNERATION TO DIRECTORS

The Company does not have a Remuneration Committee. Detailed terms of appointment of the Managing and Whole time Directors are governed under Board and Members' resolutions. None of the Non-Executive Directors draw any remuneration from the Company except sitting fee for attending meetings of the Board and Committees thereof.

Details of Directors Remuneration

- a) The Details of remuneration paid to Managing and Whole Time Directors during the year ended 31st March, 2010 are as under:-

(Rs.)

Name	Salary	Perquisites & other benefits	Total
Shri Saket Jindal, Managing Director	51,00,000	6,51,600	57,51,600
Shri S.P. Raj Whole Time Director	9,88,816	3,44,155	13,32,971

The tenure of appointment of the Managing Director and Whole time Director is for a period of 5 years from their respective dates of appointments.

- b) The Non-executive Directors are paid by way of sitting fees for each meeting of the Board of Directors and Audit Committee attended by them. The details of remuneration paid as sitting fee to Non-Executive Directors during the year ended 31st March, 2010 is as under: -

(Rs.)

Directors	Sitting Fees
Shri D. P. Jindal	75,000
Shri U. C. Agarwal	95,000
Shri D. K. Parikh	75,000
Shri S. D. Sharma	50,000

Apart from receiving Directors remuneration by way of sitting fee for attending meeting of Board and Audit Committee, none of the Non-Executive Director has any pecuniary relationship or transactions with the company during the year ended 31st March, 2010.



4. SHAREHOLDERS'/INVESTORS' GRIEVANCE CUM SHARE TRANSFER COMMITTEE

FUNCTIONS

The Board has constituted a Committee under the Chairmanship of a Non Executive Director. The Committee generally meets twice in a month, to approve inter-alia, transfer/transmission of shares, issue of duplicate share certificates and reviews the status of investors' grievances and redressal mechanism and recommends measures to improve the level of investor services. Also reviews the status of legal cases involving the investors where the Company has been made a party. Details of shares transfers/transmissions approved by the Committee are placed at the Board Meetings from time to time.

COMPOSITION

The constitution of the Shareholders'/ Investors' Grievance cum Share Transfer Committee is as under:-

Name of the Members	Designation
Mr. U.C. Agarwal	Chairman
Mr. Saket Jindal	Member

COMPLIANCE OFFICER

The Board has designated Mr. D.C. Gupta, Vice president & Company Secretary as Compliance Officer of the Company.

DETAILS OF SHAREHOLDERS' COMPLAINTS RECEIVED AND REPLIED TO THE SATISFACTION OF SHAREHOLDERS

Number of Shareholders complaints received during the period 01.04.2009 to 31.03.2010	: 09
Number of complaints not solved to the satisfaction of shareholders	: Nil
Number of pending complaints as on 31.03.2010 which were solved later on	: Nil

5. GENERAL BODY MEETINGS

(I) Details of the Location of the last three Annual General Meetings:

Financial year	Date	Location of the Meeting	Time
2006-07	28.09.2007	Registered Office of the Company at Pipe Nagar, Raigad	11.30 A.M.
2007-08	27.09.2008	Registered Office of the Company at Pipe Nagar, Raigad	11.30 A.M.
2008-09	29.09.2009	Registered Office of the Company at Pipe Nagar, Raigad	11.30 A.M.

(II) Special resolutions passed in the previous three Annual General Meetings:

- | | |
|-----------------------------------|---|
| a) In the AGM held on 28.09.2007: | i) Issuance of 1(one) equity share on preferential basis to Mr. Raghav Jindal belonging to the Category Promoter & Promoter Group, pursuant to Section 81 (1A) and other applicable provisions of the Companies Act, 1956.
ii) Alteration of Capital Clause of the Articles of Association of the Company.
iii) Enhancement of the limit for acquisition/purchase of Company's equity shares by Foreign Institutional Investors (FIIs) under Portfolio Investment Scheme (PIS) upto 40% of the paid-up equity capital of the Company. |
| b) In the AGM held on 27.09.2008: | Alteration of Article 3 of the Articles of Association of the Company to maintain the face value of Rs. 5/- per equity share. |
| c) In the AGM held on 29.09.2009: | None |

(III) During the last year, no Special resolution was put through Postal Ballot. No Special resolution is proposed to be conducted through Postal Ballot.

6. DISCLOSURES

i) Related Party Transactions

There have been related party transaction as reflected in notes to the accounts but they are not in conflict with the interest of the Company.

ii) Accounting Standards

The Company follows the Accounting Standards laid down by the Institute of Chartered Accountant of India and there has been no deviation during the year.



iii) Details on Non Compliance

There are no instances of non-compliance by the Company on any matter relating to the Capital Market during the last 3 years.

iv) CEO/CFO Certificate

Mr. Saket Jindal, Managing Director and Mr. Anil Jain, CFO have furnished the required certificate to the Board of Directors pursuant to Clause 49 of the Listing Agreement.

v) Whistle Blower Policy

The Company does not have any Whistle Blower Policy, however, no person has been denied access to Audit Committee.

7. MEANS OF COMMUNICATION

The Company's financial results are communicated forthwith to all Stock Exchanges with whom the Company has listing arrangements as soon as they are approved and taken on record by the Board of Directors of the Company. Thereafter the results are normally published in the Economic Times, Business Standard, Free Press Journal and Navshakti. The Financial Results, Press Releases, Investor Communiqué and Corporate Presentations made to institutional investors are also made available on the Company's website www.jindal.com.

Designated Exclusive e-mail ID: The Company has designated the following e-mail ID exclusively for investors' grievance redressal:- secretarial@mahaseam.com

8. GENERAL SHAREHOLDERS INFORMATION

a) Annual General Meeting :

Date & Time : 30th September, 2010 at 11.30 A.M.

Venue : Registered Office of the Company at Pipe Nagar,
Village Sukeli, N.H. 17, B.K.G. Road, Taluka-Roha,
Distt. Raigad, Maharashtra - 402126

b) Financial Year : 1st April, 2009 to 31st March, 2010

c) Book Closure : 25th September, 2010 to 30th September, 2010 (both days inclusive)

d) Dividend : A dividend of Rs. 6/- (120%) per equity share for the year ended 31st March, 2010, if approved by the members, would be payable on or after 4th October, 2010.

Financial Calendar (Tentative):

- Financial reporting for the quarter ended 30th June, 2010 July, 2010

- Financial reporting for the quarter ending 30th September, 2010 Oct/ Nov, 2010

- Financial reporting for the quarter ending 31st December, 2010 Jan/ Feb, 2011

- Financial reporting for the quarter ending 31st March, 2011 April/ May, 2011

Listing on Stock Exchanges:

The Equity Shares of the Company are listed on Bombay Stock Exchange Limited and National Stock Exchange of India Limited. Listing fee for the year 2010-11 has been paid to all the Stock Exchanges. During the year Equity Shares of the Company were voluntarily de-listed from The Madras Stock Exchange Limited.

Name & address of Stock Exchanges	Stock Code/Trading Symbol
Bombay Stock Exchange Limited P.J. Towers, 25th Floor, Dalal Street, Mumbai 400 001	500265
National Stock Exchange of India Limited Exchange Plaza, Plot no. C/I, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	MAHSEAMLES

ISIN for equity shares: INE 271B01025

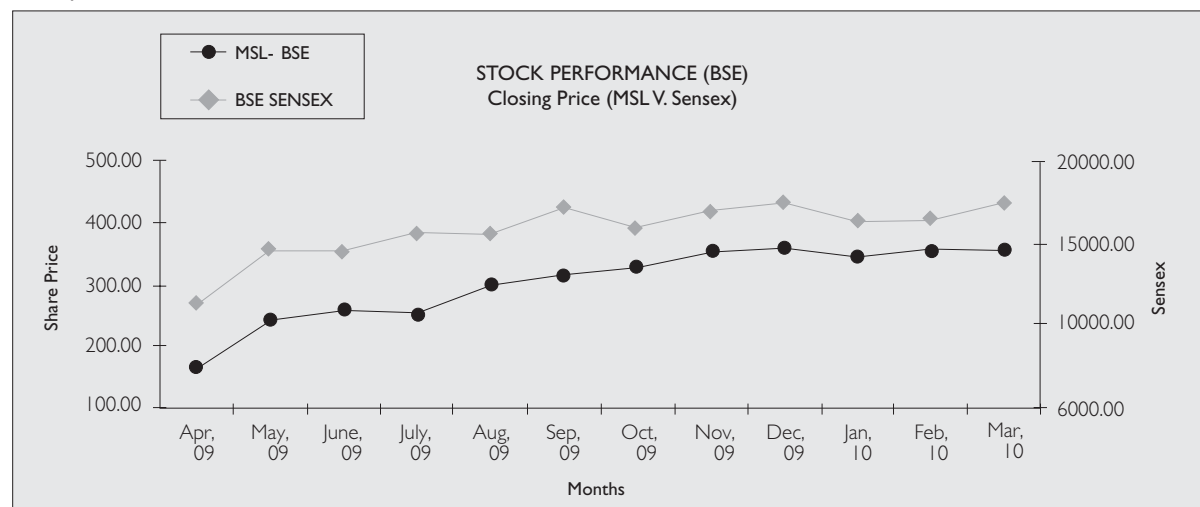


Stock Market Data

The monthly high and low quotations of shares traded on BSE is as under:-

MONTH	MSL BSE Price			BSE Sensex		
	HIGH (Rs)	LOW (Rs)	Month Close	HIGH	LOW	Month Close
April, 2009	184.90	140.95	160.30	11492.10	9546.29	11403.25
May, 2009	261.00	164.00	242.90	14930.54	11621.30	14625.25
June, 2009	325.00	242.50	257.90	15600.30	14016.95	14493.84
July, 2009	270.00	230.25	253.65	15732.81	13219.99	15670.31
Aug, 2009	310.00	247.80	299.00	16002.46	14684.45	15666.64
Sept.,2009	335.90	290.75	315.20	17142.52	15356.72	17126.84
Oct.,2009	346.00	310.00	327.20	17493.17	15805.20	15896.28
Nov.,2009	370.95	309.00	349.70	17290.48	15330.56	16926.22
Dec.,2009	365.00	337.00	360.15	17530.94	16577.78	17464.81
Jan.,2010	392.50	332.05	342.55	17790.33	15982.08	16357.96
Feb.,2010	380.00	326.10	353.35	16669.25	15651.99	16429.55
Mar.,2010	368.95	336.00	356.00	17793.01	16438.45	17527.77

Share performance chart



Distribution of shareholding as on 31st March, 2010

No. of Equity Shares held	No. of Shareholders	% of shareholders	No. of Shares held	% of Shareholding
Upto 500	25283	93.96	3553607	5.04
501 to 1000	985	3.66	782350	1.11
1001 to 5000	430	1.60	966881	1.37
5001 to 10000	57	0.21	420846	0.60
10001 to 50000	83	0.31	2024600	2.87
50001 to 100000	19	0.07	1397445	1.98
100001 to 500000	31	0.11	6810530	9.65
500001 & above	21	0.08	54577163	77.38
Grand Total	26909	100.00	70533422	100.00



MAHARASHTRA SEAMLESS LIMITED

Shareholding Pattern as on 31st March, 2010:

CATEGORY	NO. OF SHARES HELD	% OF HOLDING
(A) Promoters		
Indian	38022068	53.91
Foreign	Nil	Nil
Total (A)	38022068	53.91
(B) Public Shareholding		
Mutual Funds	8809475	12.49
Financial Institutions/Banks	120632	0.17
Insurance Companies	1447536	2.05
Foreign Institutional Investors	9408911	13.34
Bodies Corporate	4495483	6.38
Individuals	7292478	10.34
Trust	2739	0.00
Foreign Bodies Corporate	3248	0.00
NRIs	930852	1.32
Total (B)	32511354	46.09
Grand Total (A+B)	70533422	100.00

Dematerialisation of Shares

48.25% of the Company's Paid-up Equity Share Capital of the Company is in dematerialised form as on 31st March, 2010.

Outstanding GDR / ADR / Warrants and Convertible Bonds, conversion date and likely impact on equity:

The Company has no outstanding GDRs/ADRs/Warrants or any other convertible instruments as on 31st March, 2010.

Plant Locations:

1. Seamless & ERW Pipes:
Pipe Nagar, Village Sukeli,
N.H.17, B.K.G. Road, Taluka-Roha,
Distt.Raigad - 402 126, Maharashtra
2. Wind Power:
Village Nivkane, Taluka Patan,
District Satara, Maharashtra

Registrar and Share Transfer Agents:

Alankit Assignments Limited,
Alankit House,
2E/21, Jhandelwala Extension,
New Delhi - 110 055
Phone : 011-23541234, 42541234
Fax : 011-42541201
e-mail : rta@alankit.com

Share Transfer System:

Share transfer requests received in physical form are registered within 15 days from the date of receipt and demat requests are normally confirmed within the prescribed time from the date of receipt.

Investor correspondence address

Shareholders correspondence should be addressed to the Registrar and Transfer Agent at the address given above or to the Corporate Office of the Company.

Shareholders holding shares in dematerialized form should address all their correspondence to their respective Depository Participant.



B. NON-MANDATORY REQUIREMENTS

(1) a) CHAIRMAN OF THE BOARD

The Company has a Non-executive Chairman and expenses incurred in performance of his duties are paid by the Company.

b) TENURE OF INDEPENDENT DIRECTORS

In terms of the Governance policy of the Company, all Directors, including Independent Directors (excluding Managing Director & Wholetime Director being appointed for a tenure of 5 years) are subject to retirement by rotation. However, no maximum tenure, in the aggregate for independent directors has been specifically determined by the Board.

(2) REMUNERATION COMMITTEE

The Company does not have any Remuneration Committee. There are 6 members on the Board and remuneration of Managing Director/Whole-time Director is being approved by the Board of Directors and shareholders.

(3) SHAREHOLDERS RIGHTS

As the Company's quarterly results are published in leading English newspapers having circulation all over India and in a regional language newspaper widely circulated in the Region and posted on the website of the Company i.e. www.jindal.com, the same are not sent to each household of shareholders.

(4) AUDIT QUALIFICATIONS

There are no Audit Qualifications in the Auditors' Report.

(5) TRAINING OF BOARD MEMEBRS

At present, the Company does not have such a training programme for the Board Members.

(6) MECHANISM FOR EVALUATING NON-EXECUTIVE BOARD MEMBERS

At present, the Company does not have such a mechanism as contemplated for evaluating the performance of Non-Executive Board Members.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

TO THE MEMBERS OF

MAHARASHTRA SEAMLESS LIMITED

We have examined the compliance of conditions of corporate governance by Maharashtra Seamless Limited for the year ended on 31st March, 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange.

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

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.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that as per the records maintained by the Company, no investor grievance is pending for a period exceeding one month.

We 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 KANODIA SANYAL & ASSOCIATES

Chartered Accountants

FRN 008396N

R.K. KANODIA

Partner

Membership No. 016121

Place : New Delhi

Dated : 31st August, 2010



MANAGEMENT DISCUSSION AND ANALYSIS

FORWARD LOOKING STATEMENTS

The statement in the Directors' Report and Management Discussion and Analysis Report contains "forward-looking statements" about the business, financial performance, skills and prospects of the Company. Statements about the plans, intentions, expectations, beliefs, estimates, predictions or similar expression for future are forward-looking statements.

Forward-looking statements should be viewed in the context of many risk issues, and events that could cause the actual performance to be different from that contemplated in the Directors' Report and Management Discussion and Analysis Report, including but not limited to, the impact of changes in oil, Steel prices worldwide and domestic, economic and political conditions. We cannot assure that outcome of this forward-looking statements will be realized. The Company disclaims any duty to update the information given in the aforesaid reports.

INDUSTRY STRUCTURE AND DEVELOPMENT

Global sentiments have shown slight recovery towards the beginning of 2009 after the steep slowdown. However demand recovery is still undermined by short to medium term uncertainties emerging from global market conditions. The demand for raw materials and employment in US is still facing setback, which is being debated at different forums.

India continues to be a major export hub to countries like the US, Europe and the Middle East. In Asia, since China has experienced rapid economic growth, China's pipe demand in general construction, as well as oil pipeline, electrical, water pipe and highway construction usages, has continued to increase, China's pipe mills have exported lots of pipe to overseas markets. This has caused many countries to start limiting China's exportation of pipe to their countries. The US government has given final approval to anti-dumping duties on welded Steel line pipe from China which was being sold at unfairly low prices. Also, according to the news reports, European Union member States have approved a European Commission proposal to impose punitive tariffs on import of steel pipes from China.

EXPANSION PLANS

The erection work of 6" Seamless Pipe Plant at Mangaon is in progress and is likely to be completed by the end of this fiscal. This would also enable your Company to increase the total installed capacity to 5.5 Lac Ton for Seamless Pipes. This will also have the facility of manufacturing Drill Pipe, which is a value added product. The Project has been awarded the status of "Mega Project" by State Govt. of Maharashtra.

BACKWARD INTEGRATION PROJECT

Your Company is committed for its backward integration project and planning a Integrated Steel plant with an annual capacity of 1.0 million ton per annum of steel billets in phases, as it would offer complete control on cost, price, quality and delivery of its raw material. A suitable location is being looked at for the Project. The Company is, however, successfully moving for its Coal Blocks Project near Nagpur in a Joint Venture Company named Gondkhari Coal Mining Ltd.

OPPORTUNITIES & THREATS

Growing energy demand coupled with heavy investment in the Power Sector promises higher revenue for Indian steel pipe makers. Globally, pipes are the most economical way to transport oil and gas. Consistently rising global demand of energy, especially in a developing country like India, would continue growth momentum in the steel pipe industry. In addition, the number of blocks, offered under various rounds of NELP will come into Drilling / Production over next couple of years. This will also offer a huge demand for Seamless Pipes.

Major oil marketing / transportation companies like GAIL, IOCL etc. have plans to lay Pipelines across the length and breadth of the country and would result in a huge demand for welded pipes. The country's domestic gas availability is expected to increase manifold in couple of years and would require huge infrastructure for domestic Pipelines.

Domestic Seamless Pipe Industry has approached Government of India to ensure level playing field in the domestic market against the cheaper imports of pipes from China. The Govt. of India has already initiated the investigation against dumping of Seamless pipes in the Country by China and Anti Dumping Duty is likely to be imposed.

SEGMENT-WISE PERFORMANCE

The Company has primarily two segments - Steel Pipes & Tubes and Wind Power. Both segments contribute positively to the profitability of the Company. The contribution of Steel Pipes & Tubes Division is over 89 % of the total Profit before Tax. Wind Power Project of the Company is meeting around 12 % of Power requirement and has helped in reducing over all cost of power.

OUTLOOK

Global demand for Seamless Pipes from Oil & Gas Industry has recovered owing to increase in Rig counts and E&P activities. Domestic Oil companies are also moving on with their ongoing project and Exploration & production activities. Some competition



in the Domestic market for Seamless Pipe is expected from Imports, which could have bearing on both revenues and margins. The company is now putting up intensive and aggressive marketing approach by expanding customer base both in domestic as well as international markets to improve its competitive edge.

RISKS AND CONCERNS

Steel is the raw material for your Company and its prices have a direct bearing on the profitability. In recent times steel prices have been quite volatile and putting a fresh challenges to the businesses worldwide. Even in domestic market in the last one year, the steel prices have swung both ways, requiring a new skillset to manage / mitigate the price volatility risk.

Demand for Seamless Pipes from the oil and gas industry has historically been volatile and depends primarily upon the number of oil and natural gas wells being drilled, completed and reworked, and the depth and drilling conditions of these wells. The level of exploration, development and production activities of, and the corresponding capital spending by, oil and gas companies (National & International), depends primarily on current and expected future prices of oil and natural gas. Several factors, such as the supply and demand for oil and gas, and political and global economic conditions, affect these prices. When the price of oil and gas falls, oil and gas companies generally reduce their production/exploration activities.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has robust internal systems and processes in place for the smooth conduct of its businesses. Our internal control systems are regularly checked by both external and internal auditors, who have access to all records and information about our Company. The Board and the management reviews the findings and recommendations of the Auditors and take corrective actions wherever necessary.

An independent firm of Chartered Accountants carries out an extensive internal audit. The Audit Committee reviews the Audit Reports submitted by the Internal Auditors, suggestions for improvements and the Audit Committee follows up on the implementation of the corrective actions.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year the Total Turnover was Rs. 1691.22 Crore against Rs. 2183.51 Crore. The profit before tax for the year was Rs. 431.10 Crore as against Rs.385.03 Crore in the previous year. The profit after tax and adjustments for the year had been Rs. 284.59 Crore as against Rs. 257.84 Crore in the previous year.

FINANCE COST

Interest and finance charges for the year ended 31st March, 2010 were Rs. 3.40 Crore as against Rs. 11.56 Crore in the previous year.

PAID-UP SHARE CAPITAL

Paid-up Share Capital of the Company comprises Equity Share Capital of Rs.35.27 Crore as on 31st March, 2010.

RESERVES & SURPLUS

Reserves & Surplus of the Company were Rs. 2252.30 Crore as on 31st March, 2010 as against Rs. 1274.72 Crore in the previous year.

EARNING PER SHARE

Earning per share for the financial year 2009-10 was Rs. 40.35 as against Rs. 36.56 in the previous year.

Key features of the Company's performance during the year were:

- Record profit
- Continued focus on cost effectiveness
- Prudent management of working capital
- Strong cash generation, thereby making sufficient provision for future capital investments, enabled the Company to reward its shareholders with 120% dividend.

Maharashtra Seamless approach to Business

MSL's Vision is to;

- Maintain & strengthen leadership position in Seamless Industry with continued focus on innovation and value addition.



- A highly respected industry leader with which all stakeholders are proud to be associated. Constantly endeavor to make all its stakeholders and customers to be proud of their association with the Company.
- Building relationship.

All manufacturers provide some form of value to their customers - MSL aspires to be the partner of choice for its Seamless and ERW pipe customers through adding extra value to its customers than other competitors.

MSL has a wide range of stakeholders including its shareholders, the investor community, customers, suppliers, bankers, employees & their families and the local community within which its operations are situated. MSL always strives to make all its stakeholders proud of their relationship with the Company.

Business strategy that will take the Company towards its Vision is:

- Deliver better value products to customers
- "Solution partnership strategy" through proactive approach towards customers
- Constant up-gradation of technology so as to expand product applications and highest quality standards.

The only true and ultimate measure of MSL's success is the extent to which it improves the business performance of its customers. The way in which MSL strives to achieve this is through its "Solutions Partner strategy" wherein MSL and its customers:

- Work in partnership to address performance improvement opportunities of highest priority to the customer.
- Combine customer's expertise with MSL's proprietary technology, process and product application knowledge.

In addition to its Vision and Business Strategy, at the core of MSL's approach to business is:

TOTAL QUALITY MANAGEMENT

The very foundation of MSL's activities is Total Quality Management. TQM means that all employees strive for excellence in every aspect of the Company's operations. MSL is an organization consistently seeking better ways of doing things to improve quality, efficiency and to reduce cost and thereby ultimately to provide greater customer satisfaction. TQM will be part of every activity and every process that the Company operates, an integral part of the way that every employee works. The Company is accredited to the international **ISO: 9001: 2000** standards.

HUMAN RESOURCE MANAGEMENT AND INDUSTRIAL RELATION

Your Company's human capital remains its key strength. The employees have a definite role in significantly accelerating its growth and transformation. Moreover, industrial relations at all units of the Company remained cordial and harmonious throughout the year. The Company's Human Resource Management system and procedures are formulated to create a responsive, customer centric, markets focused culture and enhance organizational vitality. The Company has successfully managed to attract, retain and nurture talent of high quality and has witnessed significant prospects from the human resource and industrial relations perspective. The Company continues to focus on training its employees on a continuation basis, both on the job and through training programmes by internal and external agencies. The employee strength of the Company as on 31st March, 2010 was 1165, including 437 workers.

AUDITORS' REPORT

To The Members of

Maharashtra Seamless Limited

We have audited the attached Balance Sheet of M/S MAHARASHTRA SEAMLESS LIMITED as at 31st March 2010 and also the annexed Profit and Loss Account and the Cash Flow Statement for the year ended on that date (together referred to as 'financial statements'). 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.

We conducted our audit in accordance with the auditing standards generally accepted in India. These 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 the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government of India in terms of Section 227(4A), of the Companies Act 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of such books.
- c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash flow Statement dealt with by this report have been prepared in compliance with the Accounting standards referred to in Sub Section (3C) of Section 211 of the Companies Act, 1956.
- e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, we report that none of the said directors are disqualified as on 31st March 2010, from being appointed as directors in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read together with significant accounting policies and notes thereon in Schedule '20' give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i. In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2010 and,
 - ii. In the case of the Profit & Loss Account, of the Profit of the Company for the year ended on that date.
 - iii. In case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

FRN 008396N

R.K. KANODIA

Partner

Membership No. 016121

Place : New Delhi

Dated : 31st August, 2010

ANNEXURE TO AUDITORS' REPORT OF MAHARASHTRA SEAMLESS LIMITED

(Annexure referred to in our report of even date)

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) The company has a phased programme of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As explained to us, the management during the year has physically verified all the fixed assets of the Company and no material discrepancies between the book records and the physical verification were noticed on such verification.
(c) Fixed assets disposed off during the year, were not substantial and, therefore, it does not affect the going concern assumption.
2. (a) As explained to us, the inventories of finished goods, semi finished goods, stores, spare parts and raw materials except raw material in transit, lying with the third parties, have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) The company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
3. In respect of loans, secured or unsecured, granted or taken by the company to / from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
(a) The company has granted loans to two companies during the year. The maximum amount involved during the year was Rs.190,456,278/- the year end balance of loan granted to such companies was Rs. 39,213,376/-. The company has not taken any loans during the year secured or unsecured to any Company, firm or party covered in register maintained under section 301 of the companies act, 1956.
(b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions are not prima facie prejudicial to the interest of the company.
(c) In respect of loans granted by the company the interest payments are regular and the principal amounts are being received /renewed on the due dates.
(d) There is no overdue amount in respect of the above loans.
4. In our opinion, there is an adequate internal control procedure commensurate with the size of the Company and the nature of its business for the purchase of stores, raw material including components, plant and machinery, equipment and other assets, and for the sale of goods. Further, on the basis of our examination of the books and records of the company in accordance with the generally accepted auditing practices, we have neither come across, nor have we been informed the existence of major weakness in the internal control procedures and systems.
5. (a) As per the audit procedures applied by us, and according to the information and explanations given to us by the management, the transactions which are required to be entered in the register maintained under section 301 of the Act have been so entered.
(b) As per the audit procedures applied by us and as per the information and explanations given to us, with respect to the transactions as entered in the register maintained under section 301, with any party during the financial year, the prices at which these have been made are reasonable having regard to the prevailing, market prices at that time.
6. According to the information and explanations given to us, the company has not accepted any deposits during the year from the public within the provisions of Section 58A & 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposit) rules 1975 have been complied with.
7. In our opinion the company has an internal audit system commensurate with the nature and size of its business.

8. We have broadly reviewed the cost records maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records, u/s 209(1)(d) of the Companies Act, 1956 and are of opinion that prima -facie the prescribed records and accounts have been maintained by the company. However, we have not made a detailed examination of these records to verify whether they are accurate or complete.
9. (a) The company is generally regular in depositing the undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-Tax, Sales Tax, Wealth-tax, Custom Duty, Excise Duty, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2010 for a period of more than six months from the date of becoming payable.
- (b) According to the information and explanations given to us, details of dues of Income Tax, Sales Tax, Custom Duty, Wealth Tax, Excise Duty and Cess which have not been deposited as on 31st March, 2010 on account of any dispute are given below:

Name of the Statute	Nature of Dues	Forum where dispute is pending	Period of which the amount relates	Amount (Rs.in Lacs)
Sales Tax	Demand for Sales Tax	Maharashtra Sales Tax Authority (Appellate Tribunal)	1992-1993	4.65
Excise Duty	Demand for Excise Duty	CESTAT	Jan.1998-June 1999	18.70
		CESTAT	May1998-Feb.1999	6.73
		Commissioner Appeal	Feb.1999-Mar. 1999	0.84
		CESTAT	Dec.1999	2.42
		CESTAT	Apr. 2000-July 2000	5.03
		CESTAT	May 2000-Aug. 2001	3.74
		CESTAT	Oct.2002	0.37
		CESTAT	2001-2002	3.58
		Commissioner Appeal	Jan. 2005 - Sep. 2005	1.64
		Additional Commissioner	2005 - 2006	3.46
			2006 - 2007	179.12
		Commissioner Appeal	2007 - 2008	135.39
			2008 - 2009	599.58
			2009 - 2010	425.05
Income Tax	Demand for Income Tax	Commissioner Appeal	2006 - 2007	35.58

10. There are no accumulated losses at the end of the year. There are no cash losses during the financial year and the immediately preceding financial year.
11. According to the information and explanations given to us and as per the books of accounts examined by us, the company has not defaulted in the repayment of dues to the financial institutions / banks.
12. According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the company is not a Chit Fund/Nidhi/Mutual Fund/ Society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
15. According to the information and explanations given to us, the Company has not given any guarantees against loans taken by others from banks & financial institutions.
16. According to the information and explanations given to us, the Company has not obtained any term loan during the year; accordingly clause (xvi) of paragraph 4 of the Order is not applicable to the Company.

17. According to the information and explanations given to us and as per the books and records examined by us, as on the date of Balance Sheet, the funds raised by the Company on short-term basis have not been applied for long-term investments and vice versa.
18. According to the information and explanations given to us, during the year, the Company has not made preferential allotment of shares to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The company does not have any debentures outstanding, as on the Balance Sheet Date, hence, the clause 4(xix) of the order is not applicable.
20. The company has not raised any money through the public issue during the year. Accordingly, clause 4(xx) of the order is not applicable.
21. According to the information and explanations given to us, and on the basis of our examination of the books and records of the company carried out in accordance with the generally accepted auditing practices in India, we have not come across any such instance of fraud on or by the company, noticed and reported during the year.

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

FRN 008396N

R.K. KANODIA

Partner

Membership No. 016121

Place : New Delhi

Dated : 31st August, 2010



MAHARASHTRA SEAMLESS LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2010

	Schedules	As At 31.03.2010 (Rs.)	As At 31.03.2009 (Rs.)
I. SOURCES OF FUNDS			
1. Shareholders' Funds			
a) Share Capital	1	352,667,110	352,667,110
b) Reserves and Surplus	2	22,523,065,614	12,747,174,025
		22,875,732,724	13,099,841,135
2. Loan Funds			
a) Secured Loans	3	18,682,437	1,101,003
b) Unsecured Loans	4	782,315,998	822,611,496
		800,998,435	823,712,499
3. Deferred Tax Liabilities		434,387,560	427,411,030
TOTAL		24,111,118,719	14,350,964,664
II. APPLICATION OF FUNDS			
1. Fixed Assets	5		
a) Gross Block		12,001,191,222	4,075,146,622
Less : Depreciation		1,830,090,385	1,237,654,345
Net Block		10,171,100,837	2,837,492,277
b) Capital work in progress		1,907,181,988	1,068,919,226
		12,078,282,825	3,906,411,503
c) Silver Coins in hand		29,313	27,113
		12,078,312,138	3,906,438,616
2. Investments	6	6,283,963,041	4,198,698,869
3. Current Assets, Loans & Advances			
a) Inventories	7	5,140,016,332	3,520,802,679
b) Sundry Debtors	8	1,825,546,779	2,787,729,307
c) Cash and Bank Balances	9	83,807,184	1,106,339,793
d) Loans and Advances	10	428,636,322	617,168,513
		7,478,006,617	8,032,040,292
Less : Current Liabilities & Provisions	11	1,729,163,077	1,786,213,113
Net Current Assets		5,748,843,540	6,245,827,179
TOTAL		24,111,118,719	14,350,964,664
Significant Accounting Policies & Notes on Accounts	20		
As per our report of even date attached			

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 31st August, 2010

ANIL JAIN
CFO

D.C. GUPTA
VP & Company Secretary

For & on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
D.K. PARIKH
S.D. SHARMA
Directors

S.P. RAJ
Wholetime Director



MAHARASHTRA SEAMLESS LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010

	Schedules	Year Ended 31.03.2010 (Rs.)	Year Ended 31.03.2009 (Rs.)
<u>INCOME</u>			
Sales & Income From Operations	12	16,912,190,553	21,835,073,697
Less : Excise Duty		980,464,640	1,446,464,934
Net Sales & Income From Operations		15,931,725,913	20,388,608,763
Other Income	13	529,393,236	720,834,395
Increase/(Decrease) in Stock	14	(1,901,669)	(434,055,118)
		16,459,217,480	20,675,388,040
<u>EXPENDITURE</u>			
Materials & Manufacturing Expenses	15	11,258,998,689	15,217,379,931
Employees' Remuneration & Benefits	16	272,886,211	238,632,296
Administrative Expenses	17	100,518,118	95,650,131
Selling & Distribution Expenses	18	298,428,115	978,506,589
Interest & Financial Charges	19	34,032,416	115,610,308
Depreciation		592,343,887	
Less : Depreciation charged from Revaluation Reserve		(408,934,046)	
		183,409,841	179,279,748
		12,148,273,390	16,825,059,003
Profit before tax		4,310,944,090	3,850,329,037
Provision for taxation - Current		1,457,900,000	1,241,000,000
- Fringe Benefit		-	2,565,000
- Deferred		6,976,530	7,613,500
Profit after tax		2,846,067,560	2,599,150,537
Income Tax Adjustment relating to earlier years / Wealth Tax		(128,503)	(20,740,478)
Profit after tax and adjustment		2,845,939,057	2,578,410,059
Balance brought forward from previous year		433,978,755	368,171,581
Profit available for appropriation		3,279,917,812	2,946,581,640
<u>APPROPRIATIONS</u>			
Proposed Dividend		423,200,532	352,667,110
Dividend Distribution Tax on Proposed Dividend		70,288,318	59,935,775
Transfer to General Reserve		2,250,000,000	2,100,000,000
Balance carried to Balance Sheet		536,428,962	433,978,755
		3,279,917,812	2,946,581,640
Earning Per Share (Basic/Diluted)		40.35	36.56
Significant Accounting Policies & Notes on Accounts	20		
As per our report of even date attached			

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

ANIL JAIN
CFO

R.K. KANODIA
Partner
Membership No. 016121

D.C. GUPTA
VP & Company Secretary

Place : Gurgaon
Dated : 31st August, 2010

For & on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
D.K. PARIKH
S.D. SHARMA
Directors

S.P. RAJ
Wholetime Director


**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH 2010**

	Year Ended 31.03.2010 (Rs.)	Year Ended 31.03.2009 (Rs.)
A. Cash Flows from Operating Activities		
Net Profit before tax and extraordinary items	4,310,944,090	3,850,329,037
Adjusted for:		
Depreciation	185,937,639	179,279,748
Dividend Received	(14,911,196)	-
Income Tax Adjustment relating to earlier years / Wealth Tax	(128,503)	(20,740,478)
Interest Received	(39,240,418)	(173,701,998)
Interest Paid	11,150,187	77,853,936
Loss on Sale of Fixed Assets (Net)	200,934	16,581
Profit on Sale of Investments (Net)	(58,072,188)	(87,750,316)
Operating Profit before Working Capital Changes	4,395,880,545	3,825,286,510
Adjusted for:		
Trade & Other Receivables	1,123,103,022	297,808,503
Inventories	(1,619,213,653)	281,938,291
Trade Payables & Others	(80,806,167)	(215,248,035)
Cash Generated from operations	3,818,963,747	4,189,785,269
Direct taxes Paid	(1,517,438,492)	(1,165,104,229)
Cash Flow before extraordinary items	2,301,525,255	3,024,681,040
Extraordinary item	-	-
Net Cash From Operating Activities	A 2,301,525,255	3,024,681,040
B. Cash Flows from Investing Activities		
Purchase of Fixed Assets	(936,006,269)	(711,441,166)
Sale of Fixed Assets	1,435,556	302,001
Purchase of Investments	(14,154,402,818)	(13,695,896,592)
Sale of Investments	12,127,210,834	10,478,731,908
Interest Received	66,852,115	151,099,008
Dividend Received	14,911,196	-
Net Cash used in Investing Activities	B (2,879,999,386)	(3,777,204,841)
C. Cash Flows from Financing Activities		
Proceeds from Long Term Borrowings	(35,772,537)	(79,999,464)
Proceeds from Short Term Borrowings	13,279,366	(121,295,636)
Interest Paid	(11,150,187)	(77,853,936)
Dividend Paid	(350,479,345)	(350,701,641)
Tax paid on dividend	(59,935,775)	(59,935,775)
Net Cash used in Financing Activities	C (444,058,478)	(689,786,452)
Net increase in Cash & Cash Equivalents (A+B+C)	(1,022,532,609)	(1,442,310,253)
Opening Balances of Cash and Cash Equivalents	1,106,339,793	2,548,650,046
Closing Balances of Cash and Cash Equivalents	83,807,184	1,106,339,793
Change in Cash and Cash Equivalents	(1,022,532,609)	(1,442,310,253)

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 31st August, 2010

ANIL JAIN
CFO

D.C. GUPTA
VP & Company Secretary

For & on Behalf of the Board
D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
D.K. PARIKH
S.D. SHARMA
Directors

S.P. RAJ
Wholetime Director


SCHEDULES FORMING PART OF THE FINANCIAL STATEMENTS

	As At 31.03.2010 (Rs.)	As At 31.03.2009 (Rs.)
<u>SCHEDULE : I</u>		
<u>SHARE CAPITAL</u>		
<u>Authorised</u>		
80,000,000 (Previous Year - 80,000,000) Equity Shares of Rs. 5/- each	400,000,000	400,000,000
20,000,000 (Previous Year - 20,000,000) Preference shares of Rs.10/- each	200,000,000	200,000,000
	<u>600,000,000</u>	<u>600,000,000</u>
<u>Issued, Subscribed and Paid up</u>		
70,533,422 (Previous Year - 70,533,422) Equity Shares of Rs. 5/- each fully paid up	352,667,110	352,667,110
Includes 6,645,120 Equity Shares of Rs. 5/- each (Originally 3,322,560 Equity Shares of Rs. 10/- each) fully paid up issued / converted for consideration other than cash in terms of approved scheme of amalgamation in Financial Year 1995-96		
	<u>352,667,110</u>	<u>352,667,110</u>
<u>SCHEDULE : 2</u>		
<u>RESERVES & SURPLUS</u>		
Capital Redemption Reserve	144,112,800	144,112,800
Securities Premium	3,257,131,073	3,257,131,073
Revaluation Reserve :		
Created During the Year	7,832,375,428	-
Less : Additional Depreciation due to Revaluation of Fixed Assets	(408,934,046)	-
	<u>7,423,441,382</u>	<u>-</u>
Capital Investment Subsidy	2,500,000	2,500,000
General Reserve :		
As per last Balance Sheet	8,909,451,397	6,809,451,397
Add : Transferred from Profit & Loss Account	2,250,000,000	2,100,000,000
	<u>11,159,451,397</u>	<u>8,909,451,397</u>
Profit and Loss Account	536,428,962	433,978,755
	<u>22,523,065,614</u>	<u>12,747,174,025</u>



SCHEDULES FORMING PART OF THE FINANCIAL STATEMENTS

	As At 31.03.2010 (Rs.)	As At 31.03.2009 (Rs.)
<u>SCHEDULE : 3</u>		
<u>SECURED LOANS</u>		
<u>Working Capital Borrowings</u>		
From Banks	13,058,473	-
From Others	5,623,964	1,101,003
	<u>18,682,437</u>	<u>1,101,003</u>

The borrowings for working capital are secured by hypothecation of inventories, book debts & all other current assets other than those specifically excluded and second charge on moveable fixed assets ranking pari passu.

SCHEDULE : 4

UNSECURED LOANS

From Banks	601,462	99,080
Security Deposit	250,000	3,813,285
Deferred Sales Tax	781,464,536	818,699,131
	<u>782,315,998</u>	<u>822,611,496</u>



SCHEDULE : 5

FIXED ASSETS

(Rs.)

DESCRIPTION	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2009	ADDITIONS	SALES/ ADJUST- MENTS	AS AT 31.03.2010	UPTO 31.03.2009	FOR THE YEAR *	SALES/ ADJUST- MENTS	UPTO 31.03.2010	AS AT 31.03.2010	AS AT 31.03.2009
Land	141,190,436	-	-	141,190,436	-	-	-	-	141,190,436	141,190,436
Shed & Building	847,937,612	51,012,235	-	898,949,847	121,896,903	22,897,542	-	144,794,445	754,155,402	726,040,709
Plant & Machinery	2,904,519,996	26,490,591	-	2,931,010,587	1,072,350,431	147,255,902	-	1,219,606,333	1,711,404,254	1,832,169,565
Office Equipments	34,859,118	2,427,420	-	37,286,538	7,292,206	1,609,456	-	8,901,662	28,384,876	27,566,912
Computer	40,858,012	2,804,699	-	43,662,711	11,416,171	5,894,492	-	17,310,663	26,352,048	29,441,841
Furniture & Fixtures	39,488,522	1,541,086	-	41,029,608	8,035,957	1,207,802	-	9,243,759	31,785,849	31,452,565
Vehicles	66,292,926	13,465,276	4,072,135	75,686,067	16,662,677	7,072,445	2,435,645	21,299,477	54,386,590	49,630,249
Total (A)	4,075,146,622	97,741,307	4,072,135	4,168,815,794	1,237,654,345	185,937,639	2,435,645	1,421,156,339	2,747,659,455	2,837,492,277
Previous Year	3,742,084,525	333,674,903	612,806	4,075,146,622	1,057,502,988	180,445,581	294,224	1,237,654,345	2,837,492,277	2,684,581,537
ADDITIONS CONSEQUENT TO REVALUATION										
Land	-	384,039,102	-	384,039,102	-	-	-	-	384,039,102	-
Shed & Building	-	1,984,703,009	-	1,984,703,009	-	44,844,744	-	44,844,744	1,939,858,265	-
Plant & Machinery	-	5,463,633,317	-	5,463,633,317	-	364,089,302	-	364,089,302	5,099,544,015	-
Total (B)	-	7,832,375,428	-	7,832,375,428	-	408,934,046	-	408,934,046	7,423,441,382	-
Previous Year	-	-	-	-	-	-	-	-	-	-
Total (A+B)	4,075,146,622	7,930,116,735	4,072,135	12,001,191,222	1,237,654,345	594,871,685	2,435,645	1,830,090,385	10,171,100,837	2,837,492,277
Previous Year	3,742,084,525	333,674,903	612,806	4,075,146,622	1,057,502,988	180,445,581	294,224	1,237,654,345	2,837,492,277	2,684,581,537
CAPITAL WORK IN PROGRESS										
Land & Site Development	11,021,064	25,640,880	-	36,661,944	-	-	-	-	36,661,944	11,021,064
Shed & Building	234,704,490	336,475,671	50,653,235	520,526,926	-	-	-	-	520,526,926	234,704,490
Plant & Machinery	620,552,481	438,922,120	20,221,782	1,039,252,819	-	-	-	-	1,039,252,819	620,552,481
Preoperative Expenses	21,492,821	34,835,595	-	56,328,416	-	-	-	-	56,328,416	21,492,821
Capital Advances	177,142,616	64,023,995	-	241,166,611	-	-	-	-	241,166,611	177,142,616
Others	4,005,754	13,776,715	4,537,197	13,245,272	-	-	-	-	13,245,272	4,005,754
Total (C)	1,068,919,226	913,674,976	75,412,214	1,907,181,988	-	-	-	-	1,907,181,988	1,068,919,226
Previous Year	689,989,319	601,576,770	222,646,863	1,068,919,226	-	-	-	-	1,068,919,226	689,989,319
Total (A+B+C)									12,078,282,825	3,906,411,503
Previous Year									3,906,411,503	3,374,570,856
* During the year the depreciation has been capitalised amounting to Rs. 2,527,798/- (Previous Year Rs. 1,165,833/-) & shown under preoperative expenses. Accordingly, depreciation to be charged to Profit & Loss Account has been netted off with this amount & shown at Rs. 183,409,841/- (Previous Year Rs. 179,279,748/-).										



MAHARASHTRA SEAMLESS LIMITED

	As At 31.03.2010		As At 31.03.2009	
	Number of Shares / Units	Rs.	Number of Shares / Units	Rs.
SCHEDULE : 6				
INVESTMENTS				
(Fully paid up unless otherwise specified)				
I. LONG TERM				
A. Trade				
Un-Quoted				
Equity Shares Of Joint Venture Company				
Rs. 10/- each of Hydril Jindal International Pvt. Ltd.	4,389,095	43,890,950	4,389,095	43,890,950
Rs. 10/- each of Gondkhari Coal Mining Ltd.	15,150	151,500	-	-
B. Non - Trade				
Un-Quoted				
Equity Shares				
Rs. 10/- each of Jindal Mines & Minerals Ltd.	10,000	100,250	10,000	100,250
Bonds				
5.50% Rural Electrification Corp. Ltd.	5,150	51,500,000	5,150	51,500,000
6.85% India Infrastructure Finance Company Ltd.	1,000	103,100,000	-	-
II. CURRENT				
Non - Trade				
Quoted				
Mutual Funds				
AXIS Short Term Fund- Inst.- Growth	1,500,164	15,001,641	-	-
AXIS Treasury Advantage Fund- Inst.- Growth	22,391	22,501,961	-	-
Birla Sun Life Income Fund- Growth	2,564,371	86,352,326	892,562	30,000,000
Birla Sun Life Income Plus- Growth	4,090,539	162,510,957	2,058,254	80,000,000
Birla Sun Life Savings Fund- Inst.-Growth	8,357,534	145,013,129	18,299,147	300,048,072
Birla Sun Life Short Term Fund- Inst.- Growth	-	-	6,876,431	70,000,000
Canara Robeco Income Fund- Growth	4,131,217	80,005,965	-	-
Canara Robeco Treasury Advantage Fund- Inst.- Growth	1,826,135	27,502,763	-	-
DSP Black Rock Bond Fund- Regular Plan- Growth	5,942,728	175,008,525	5,942,728	175,008,525
DSP Black Rock Short Term Fund- Growth	18,274,330	282,523,521	-	-
DWS Premier Bond Fund- Inst.- Growth	10,947,812	110,000,000	10,947,812	110,000,000
DWS Short Maturity Fund- Inst.- Growth	36,272,067	370,687,683	22,645,079	228,183,135
Fidelity Ultra Short Term Debt Fund- Inst.- Growth	20,281,937	222,533,093	17,751,306	192,527,578
Fortis Money Plus- Inst.- Growth	30,068,739	397,555,578	15,520,270	202,535,630
HDFC High Interest Fund- Growth	5,359,283	160,013,916	2,080,624	60,000,000
HDFC High Interest Fund- Short Term Plan -Growth	4,586,617	80,011,234	-	-
HDFC Short Term Plan- Growth	24,581,911	410,068,061	24,581,911	410,068,061
ICICI Prudential Flexible Income Plan- Growth	-	-	12,844,952	207,541,204
ICICI Prudential Inst. Income Plan- Growth	9,964,075	295,035,344	5,364,570	155,017,055
ICICI Prudential Inst. Short Term Plan- Cumulative Option	15,884,651	295,043,180	-	-
IDFC- Super Saver Income Fund- Short Term- Plan D- Growth	19,618,825	226,617,049	19,618,825	226,617,049
IDFC Money Manager Fund- Treasury Plan- Super Inst. Plan C- Growth	4,802,640	50,006,528	-	-
IDFC Super Saver Income Fund- Investment Plan B- Growth	5,747,927	60,007,785	-	-



MAHARASHTRA SEAMLESS LIMITED

	As At 31.03.2010		As At 31.03.2009	
	Number of Shares / Units	Rs.	Number of Shares / Units	Rs.
IDFC Super Saver Income Fund- Investment Plan C- Growth	10,038,415	100,019,751	10,038,415	100,019,751
JM Money Manager Fund- Super Plus Plan- Growth	-	-	3,241,907	40,007,730
JP Morgan India Active Bond Fund- Inst.- Growth	14,920,381	157,244,403	-	-
Kotak Bond- Regular - Growth	13,744,942	350,310,833	4,407,217	110,021,879
Kotak Bond Short Term Fund- Growth	20,323,076	336,532,499	14,417,666	236,521,807
LIC MF Savings Plus Fund- Growth	2,401,535	35,003,435	-	-
LIC MF Income Plus Fund- Growth	-	-	9,443,863	110,024,897
Principal Floating Rate Fund- Flexible Maturity Plan- Inst.- Growth	-	-	6,312,805	87,501,196
Principal Income Fund- Short Term- Inst. Plan- Growth	2,629,451	40,000,000	-	-
Principal Income Fund Inst. Plan- Growth	6,937,345	105,013,804	3,891,543	57,509,217
Principal Ultra Short Term Fund- Growth	24,549,253	277,531,847	12,745,622	142,525,766
Reliance Income Fund- Retail Plan- Growth	8,277,089	250,032,060	-	-
Reliance Short Term Fund- Retail Plan- Growth	14,428,541	240,018,753	-	-
TATA Floater Fund- Growth	5,116,075	70,011,146	20,274,514	264,013,237
Templeton India Short Term Income Plan- Inst.- Growth	284,887	386,995,235	-	-
Templeton India Ultra Short Bond Fund- Super Inst. Plan- Growth	5,396,087	62,506,336	27,939,036	312,490,460
UTI Bond Fund- Regular - Growth	-	-	3,138,235	80,009,399
UTI Treasury Advantage Fund- Inst.- Growth	-	-	98,952	115,016,021
		6,283,963,041		4,198,698,869
Aggregate Value of Quoted Investments		6,085,220,341		4,103,207,669
Aggregate Value of Unquoted Investments		198,742,700		95,491,200
Market Value of Quoted Investments		6,377,963,748		4,121,985,809

SCHEDULE :7

INVENTORIES

(As Verified, Valued and Certified by the Management)

	As At 31.03.2010 (Rs.)	As At 31.03.2009 (Rs.)
Raw Materials	3,892,471,891	2,287,769,811
Work in Process	338,425,143	313,139,333
Finished Goods	626,599,509	683,408,118
Scrap	45,514,784	8,971,546
Stores & Spares	237,005,005	227,513,871
	5,140,016,332	3,520,802,679

SCHEDULE :8

SUNDRY DEBTORS

(Unsecured, Considered Good)

Debts outstanding for a period exceeding six months	161,962,566	186,192,028
Other debts (Includes amount receivable from Joint Venture Company Rs. 120,841/-, Previous Year Rs. 94,549,852/-)	1,663,584,213	2,601,537,279
	1,825,546,779	2,787,729,307



MAHARASHTRA SEAMLESS LIMITED

	As At 31.03.2010 (Rs.)	As At 31.03.2009 (Rs.)
SCHEDULE :9		
CASH AND BANK BALANCES		
Cash in hand	1,692,297	1,879,715
Balances with Scheduled Banks :		
- In Fixed Deposit Accounts	59,460,899	948,706,005
- In Current Accounts	1,825,652	3,372,642
- In Cash Credit Accounts	-	10,658,014
- In Unclaimed Dividend Accounts	17,375,746	15,187,981
- In Unclaimed Preference Share Redemption Account	2,302,060	2,341,810
Balances with Non Scheduled Banks (Refer Note No. 6) :		
- In Current Accounts	1,150,530	124,193,626
	83,807,184	1,106,339,793
SCHEDULE :10		
LOANS AND ADVANCES		
(Unsecured, Considered Good)		
Loans (Includes amount receivable from Joint Venture Company Rs. 36,593,501/- , Previous Year Rs. 86,956,278/-)	39,213,376	142,720,918
Advances Recoverable in Cash or in kind or for value to be received	359,144,304	419,819,680
Interest Accrued on fixed deposits but not due	3,167,665	30,779,362
Security Deposits	27,110,977	23,847,506
Balance with Government Authorities	-	1,047
	428,636,322	617,168,513
SCHEDULE : 11		
CURRENT LIABILITIES & PROVISIONS		
Current Liabilities		
Sundry Creditors	944,764,077	971,373,076
Other Liabilities	67,774,991	66,674,828
Bank Overdraft	220,893	-
Advance From customers	96,343,300	151,600,881
Investor Education and Protection Fund: (Appropriate amount shall be transferred to Fund as & when due)		
- Unclaimed Dividend	17,375,746	15,187,981
- Unclaimed Preference Share Redemption Account	2,302,060	2,341,810
	1,128,781,067	1,207,178,576
Provisions		
Taxation (Net of Advance Tax & TDS)	106,893,160	166,431,652
Proposed Dividend	423,200,532	352,667,110
Dividend Distribution Tax on Proposed Dividend	70,288,318	59,935,775
	600,382,010	579,034,537
	1,729,163,077	1,786,213,113



	Year Ended 31.03.2010 (Rs.)	Year Ended 31.03.2009 (Rs.)
<u>SCHEDULE : 12</u>		
<u>SALES & INCOME FROM OPERATIONS</u>		
Manufacturing	16,466,601,452	21,088,401,038
Scrap	369,955,074	583,292,027
Trading	3,293,320	757,056
Job Work Services	72,340,707	162,623,576
	<u>16,912,190,553</u>	<u>21,835,073,697</u>
<u>SCHEDULE : 13</u>		
<u>OTHER INCOME</u>		
Interest received (TDS Rs.7,728,422/- , Previous Year Rs. 28,316,682/-)	39,240,418	173,701,998
Dividend Received - Current (Non Trade)	14,911,196	-
Profit on Sale of Current (Non Trade) Investments (Net)	58,072,188	87,750,316
Income From DEPB Licence	108,484,420	252,775,147
Foreign Exchange Fluctuation (Net)	183,784,811	132,735,839
Rent Received (TDS Rs. Nil , Previous Year Rs. 1,529,915/-)	11,804,076	23,389,916
Miscellaneous Receipts	113,096,127	50,481,179
	<u>529,393,236</u>	<u>720,834,395</u>
<u>SCHEDULE : 14</u>		
<u>INCREASE / (DECREASE) IN STOCK</u>		
<u>Closing Stock</u>		
Finished Goods	626,599,509	683,408,118
Work in Process	338,425,143	313,139,333
Scrap	45,514,784	8,971,546
	<u>1,010,539,436</u>	<u>1,005,518,997</u>
<u>Opening Stock</u>		
Finished Goods	683,408,118	1,114,539,733
Work in Process	313,139,333	394,824,653
Scrap	8,971,546	14,476,933
	<u>1,005,518,997</u>	<u>1,523,841,319</u>
	5,020,439	(518,322,322)
Excise Duty on differential stock of Finished Goods	6,922,108	(84,267,204)
Increase / (Decrease) in Stock	<u>(1,901,669)</u>	<u>(434,055,118)</u>



	Year Ended 31.03.2010 (Rs.)	Year Ended 31.03.2009 (Rs.)
<u>SCHEDULE : 15</u>		
<u>MATERIALS & MANUFACTURING EXPENSES</u>		
<u>Raw Materials Consumed</u>		
Opening Stock	2,287,769,811	1,987,858,905
Add : Purchases	11,104,854,894	13,193,754,038
	13,392,624,705	15,181,612,943
Less : Closing Stock	3,892,471,891	2,287,769,811
	9,500,152,814	12,893,843,132
Trading Purchases	2,696,394	727,834
<u>Manufacturing Expenses</u>		
Stores & Spares Consumed	542,663,709	924,557,615
Power & Fuel	1,090,336,286	1,293,896,241
Water Charges	11,372,869	10,760,255
Repairs to Machinery	19,006,934	19,542,990
Repairs to Building	489,734	1,595,048
Job Work Charges	92,279,949	72,456,816
	11,258,998,689	15,217,379,931
<u>SCHEDULE : 16</u>		
<u>EMPLOYEES' REMUNERATION & BENEFITS</u>		
Salary, Wages & Other Allowances	243,403,825	215,657,983
Contribution to Provident & Other Funds	24,415,971	21,763,333
Staff Welfare Expenses	5,066,415	1,210,980
	272,886,211	238,632,296



	Year Ended 31.03.2010 (Rs.)	Year Ended 31.03.2009 (Rs.)
SCHEDULE: 17		
ADMINISTRATIVE EXPENSES		
Rent	9,055,059	9,309,508
Rates & Taxes	6,932,796	7,189,009
Telephone & Communication Expenses	7,679,473	6,757,691
Printing & Stationery	3,480,978	3,237,152
Travelling & Conveyance:		
- Directors	1,161,853	2,285,112
- Others	17,967,589	16,359,885
Vehicle Upkeep & Maintenance	7,439,955	6,099,877
Directors' Fee	295,000	295,000
Insurance	7,250,327	4,040,797
Staff Recruitment & Training Expenses	1,477,635	1,974,773
Repair & Maintenance (Others)	13,571,516	9,754,620
Legal & Professional Charges	9,146,274	12,321,813
Filing Fees	3,799	11,474
Fees & Subscription	3,106,246	5,976,371
Electricity Charges	4,859,554	3,414,527
Auditors' Remuneration :		
- Audit Fee	600,000	400,000
- Tax Audit Fee	75,000	75,000
- Company Law Matters	230,152	62,000
- Other Expenses	37,481	58,077
Internal Auditors' Remuneration	298,747	221,822
General Expenses	5,647,750	5,789,042
Loss on sale of Fixed Assets (Net)	200,934	16,581
	100,518,118	95,650,131

SCHEDULE: 18
SELLING & DISTRIBUTION EXPENSES

Commission & Discount	92,055,334	129,260,913
Freight Outward & Claims	173,713,865	829,193,153
Testing & Inspection Fees	22,503,442	9,113,981
Advertisement & Business Promotion	8,914,919	9,475,067
Tender Fees	1,240,555	1,463,475
	298,428,115	978,506,589

SCHEDULE: 19
INTEREST & FINANCIAL CHARGES

Interest :		
- Term Loan	-	556,723
- Others	2,606,628	1,622,108
- Working Capital Borrowing	8,543,559	76,231,828
Bank Charges	22,882,229	37,199,649
	34,032,416	115,610,308



SCHEDULE: 20

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation of Financial Statements

The financial statements are prepared under the historical cost convention, on accrual basis of accounting in accordance with the generally accepted accounting principles as applicable, accounting standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 1956.

b. Use of Estimates

The preparation of financial statements requires use of estimates and assumptions to be made that affect the reported amounts of assets, liabilities and disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

c. Revenue Recognition

Sale of goods is recognized at the point of despatch to customers and is stated net of Sales Return & Sales Tax and inclusive of Excise Duty. Inter division transfer of goods for captive consumption/ internal uses are at market value. Dividend income is accounted when right to receive the same is established. All other income is accounted for on accrual basis. Claims are accounted for, in the year of settlement.

d. Fixed Assets & Depreciation

i) Fixed Assets

Fixed Assets other than those, which have been revalued, are stated at cost of acquisition, construction less accumulated depreciation and impairment losses. The cost comprises of purchase price and any other directly attributable cost of bringing the assets to working condition for its intended use. Fixed Assets, which have been revalued, are stated at the revalued figures, on the basis of revaluation report of Approved Valuer, less depreciation.

ii) Depreciation & Amortisation

Depreciation on Fixed Assets is provided on Straight Line Method basis at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956. The additional depreciation on Revalued Assets has been calculated on the basis of Estimated Life of the assets Revalued on Straight Line Method. The additional depreciation on account of Revaluation has been adjusted to Revaluation Reserve.

iii) Expenditure during construction period

Expenditure incurred during implementation of new / expansion project is included under Capital Work in Progress and the same is allocated to the respective Fixed Assets on the completion / erection.

iv) Impairment of Assets

Impairment loss is recognized wherever the carrying amount of an asset is in excess of its recoverable amount and the same is recognized as an expense in the statement of profit and loss and carrying amount of the asset is reduced to its recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the asset over its remaining useful life.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset no longer exist or have decreased.

v) Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortization. These are amortized over a period of time on the basis of estimated useful life based on Managements' estimates.

e. Investments

Investments are classified as long-term or current based on the Management intention at the time of purchase. Long-term investments are valued at their acquisition cost. Current investments are stated at lower of cost or fair market value. The provision for diminution in the value of long- term investments is made only if such a decline is other than temporary in the opinion of the Management.

f. Inventories

Raw Materials are valued at lower of cost (FIFO basis) or net realisable value.



Work-in-process is valued at direct material cost plus conversion cost depending upon the stage of completion or estimated net realisable value whichever is lower.

Finished goods are valued at lower of cost or net realisable value. Cost for this purpose includes direct material cost plus conversion cost and other direct overheads incurred to bring the goods to their present location & conditions. Excise Duty on goods manufactured by the company and remaining in inventory is included as a part of valuation of finished goods.

Stores & Spare parts are valued at lower of cost or net realisable value.

Scrap is valued at net realisable value.

g. Employee Benefits

- i) Short term employee benefits are recognised as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered.
- ii) Post employment and other long term benefits are recognised as an expense in the Profit & Loss Account for the year in which the employee has rendered services. The expense is recognised at the present value of the amounts payable determined using actuarial valuation techniques at the end of Financial Year. Actuarial gains and losses in respect of post employment and other long term benefits are charged to the Profit & Loss Account.
- iii) Payment to defined contribution retirement benefit scheme, if any, is charged as expenses during the year in which related services are rendered.

h. Foreign Currency Transactions

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transactions. Monetary assets and liabilities related to foreign currency transactions remaining unsettled are translated at year end rate.

The differences in translation of Monetary assets and liabilities and realized gains and losses on foreign exchange transaction are recognized in profit & loss account.

Non-monetary items are carried at cost.

Premium / Discount on forward foreign exchange contracts are pro-rated over the period of contract.

i. Borrowing Cost

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of asset upto the date when such asset is ready for its intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

j. Income-Tax

- i) The company, in accordance with relevant tax provision and tax advices wherever considered necessary, calculates the current Income Tax liability.
- ii) Deferred tax assets and liabilities are recognised for future tax consequences attributable to the timing differences that results between the profits offered for income tax and profit as per the financial statements. Deferred tax assets and liabilities are measured as per the tax rates / laws that have been enacted or substantively enacted at the Balance Sheet date.

k. Accounting for Interest in Joint Venture

Accounting for Interest in Joint Venture is accounted for in accordance with AS -27 issued by The Institute of Chartered Accountants of India.

l. Events occurring after the Balance Sheet Date

Events occurring after the Balance Sheet Date and till the date on which the Financial Statement are approved, which are material in the nature and indicate the need for adjustments in the Financial Statements have been considered.

m. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Liabilities which are material, and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent, and disclosed by way of notes to the accounts.

Contingent Assets are neither recognized nor disclosed in the financial statement. Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.


NOTES ON ACCOUNTS
I. CONTINGENT LIABILITIES

- a) Letter of Credit - **Rs. 401,721,656/-** (Previous Year Rs. 383,197,500/-)
 - b) Bank Guarantees & Others - **Rs. 1,284,061,367/-** (Previous Year Rs. 824,188,827/-)
 - c) Sales Tax Demand under appeal - **Rs. 465,199/-** (Previous Year Rs. 465,199/-)
 - d) Income Tax Demand under appeal - **Rs. 3,558,098/-** (Previous Year Rs. Nil)
 - e) Excise Duty Demand under Appeal - **Rs. 138,564,315/-** (Previous Year Rs. 96,060,109/-)
 - f) Indian Oil Corporation Ltd. (IOCL) had raised a claim of Rs. 179,848,064/- during the financial year 2008-09 & against the above mentioned claim a performance bank guarantee of Rs. 85,279,100/- was given to IOCL, which was realized by them, and an equivalent amount is charged in the Profit & Loss Account in financial year 2008-09. The matter is still under dispute and arbitration proceeding is going on. Any further demand, if any, will be provided for on the date of final settlement.
2. The company has imported Capital Goods under the Export Promotion Capital Goods (EPCG) scheme of the Government of India, at concessional rate of duty against the Legal Undertaking (LUT) to fulfil Exports obligations. The duty saved on such import of capital goods during the year amounting to **Rs. 83,693,801/-** (Previous Year Rs. 162,629,058/-) and for this the company is under an obligation to export goods amounting to **Rs. 592,423,145/-** (Previous Year Rs. 1,301,032,469/-), within a period of eight years, commencing from the date of issue of licences. The company has, however, fulfilled, the export obligation till date to the extent of **Rs. 592,423,145/-** (Previous Year Rs. 118,333,384/-), for which the LUTs are to be discharged.
- Pending fulfilment of such future export obligations, entails Custom Department a right to enforce the LUT executed by us to the extent of **Rs. Nil** (Previous Year Rs. 1,182,699,085/-).
3. Estimated amount of contracts remaining to be executed on Capital Account, net of advances, and not provided for **Rs. 351,602,260/-** (Previous Year Rs. 374,843,571/-).
4. Assets namely Land, Factory Shed & Building and Plant & Machinery acquired upto 31st March, 2009 were revalued on 1st April, 2009. As a result of revaluation, Revaluation Reserve was created amounting to **Rs. 7,832,375,428/-**, and additional depreciation of **Rs. 408,934,046/-** provided on increased amount of assets due to revaluation computed on the basis of straight line method has also been adjusted to Revaluation Reserve.
5. Excise duty in respect of finished goods lying in factory premises and custom duty on goods lying in custom bonded warehouse are provided and included in the valuation of inventory. This accounting treatment has no impact on the profit for the year. Credit of taxes and duties availed is accounted for by reducing the purchase cost of the materials and fixed assets.
6. Detail of Bank balances with non scheduled bank as on Balance Sheet Date:

(Rs.)

Period	2009 - 10		2008 - 09	
Name of The Bank	Balances as at 31.03.2010	Max. Balances during the year	Balances as at 31.03.2009	Max. Balances during the year
A. Current Account				
Credit Suisse	666,450	123,642,423	123,642,423	126,920,419
ING Bank	264,219	299,820	299,820	327,136
UBS AG	219,861	251,383	251,383	251,383
Total	1,150,530	124,193,626	124,193,626	127,498,938
B. Fixed Deposit				
Credit Suisse	-	-	-	1,012,441,323
Total	-	-	-	1,012,441,323

7. There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2010. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. The Auditors have relied upon the same.
8. Stock includes material in transit.



9. In the opinion of the company, the value on realisation of current assets, loans & advances in the ordinary course of the business shall not be less than the amount at which they are stated in the Balance Sheet.
10. Financial reporting of Interest in Joint Ventures as per Accounting Standard - 27:

Name of the Company	Date of initial Investment	Country of Incorporation	% Ownership Interest	
			As At 31.03.2010	As At 31.03.2009
Hydril Jindal International Pvt. Ltd.	10th February, 2005	India	49.89%	49.89%
Gondkhari Coal Mining Ltd.	26th February, 2010	India	30.30%	-

The Company's share of the assets and liabilities as on 31st March, 2010 and share of Income & Expenses for the period ended on that date in respect of joint venture company (on the basis of their audited statement of accounts) are given below:

Joint Venture with M/s Hydril Jindal International Pvt. Ltd.

Particulars	2009-10	2008-09
Company's Share	49.89%	49.89%

(Rs.)

Assets		
Fixed Assets (Including CWIP)	86,170,777	97,994,844
Current Assets	24,742,585	123,336,398
Total Assets	110,913,362	221,331,242
Liabilities		
Share Capital	43,894,170	43,894,170
Profit & Loss Account	1,698,547	6,551,852
Secured Loan	32,416,458	38,413,214
Un-Secured Loan & Deferred Tax	20,498,239	45,303,772
Current Liabilities & Provisions	12,405,948	87,168,234
Total Liabilities	110,913,362	221,331,242
Income	75,648,168	253,771,623
Expenditure	80,190,461	240,285,728
Aggregate amount of Contingent Liability - Bank Guarantee	34,894,215	4,094,223
Aggregate amount of Commitment on account of Capital Expenditure remaining to be executed (net of advances)	Nil	Nil



MAHARASHTRA SEAMLESS LIMITED

Joint Venture with M/s Gondkhari Coal Mining Ltd.

Particulars	2009-10	2008-09
Company's Share	30.30%	-

(Rs.)

Assets		
Fixed Assets (Including CWIP)	512,527	-
Current Assets	21,607	-
Total Assets	534,134	-
Liabilities		
Share Capital	151,500	-
Profit & Loss Account	(143,379)	-
Current Liabilities & Provisions	526,013	-
Total Liabilities	534,134	-
Income	Nil	-
Expenditure	143,379	-
Aggregate amount of Contingent Liability - Bank Guarantee	35,966,100	-
Aggregate amount of Commitment on account of Capital Expenditure remaining to be executed (net of advances)	Nil	-

11. Pre-operative expenses forming part of capital work in progress consists of :

(Rs.)

Particulars	As At 31.03.2010	As At 31.03.2009
Amount Brought Forward From Last Year	21,492,821	3,377,476
Addition During The Year	34,835,595	18,269,236
Amount Capitalised/ Adjusted During The Year	-	153,891
Closing Balance	56,328,416	21,492,821
Represented By:		
Depreciation	3,717,573	1,189,775
Interest & Financial Charges	73,037	73,037
Legal & Professional Charges	3,862,297	3,599,615
Miscellaneous Expenses	3,887,523	2,374,925
Printing & Stationery	249,761	74,397
Salaries, Wages & Other Allowances	30,788,582	10,785,665
Travelling & Conveyance	3,917,358	2,223,128
Vehicle Upkeep & Maintenance	3,017,985	353,099
Water & Electricity Charges	6,814,300	819,180
Total	56,328,416	21,492,821

12. The amount of Exchange Difference (Net):

- The Foreign Exchange Fluctuation (Net - of) **Rs.183,784,811/-** (Previous Year Rs. 132,735,839/-), as shown in the Schedule - 13 of Profit & Loss Account, has been arrived at after considering gain / (losses) on account of mark to market adjustment of **Rs 1,911,009/-** (Previous Year (Rs. 279,059,000/-)) on forward cover contracts.



b) Detail of Forward contracts entered into for hedging purpose and outstanding as on 31st March, 2010:

Particulars	31.03.2010		31.03.2009	
	Amount in Foreign Currency (USD)	Equivalent Indian Rupees	Amount in Foreign Currency (USD)	Equivalent Indian Rupees
For Payables	Nil	Nil	Nil	Nil
For Receivables	2,000,000	91,180,000	35,000,000	1,801,820,000

c) Foreign Currency Exposure those are not hedged: **Rs. Nil** (Previous Year Rs. Nil).

13. a) The Accounting Standard 15 (Revised 2005) have been made applicable from F.Y. 2007-08, the requisite information and disclosure have been given separately for this year and previous year.
- b) The employees' gratuity fund scheme managed by LIC of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

Disclosure as per Accounting Standard 15:

(i) **Expenses recognised during the year (Under the head "Personnel Cost")** (Rs.)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2009-10	2008-09	2009-10	2008-09
Current Service cost	4,360,264	2,773,397	2,385,618	1,121,228
Interest Cost	1,816,816	1,348,929	357,257	267,850
Expected return on plan assets	(2,794,558)	(1,614,910)	-	-
Actuarial (gain)/loss recognised in the period	684,997	1,041,184	(495,203)	(230,453)
Net Cost	4,067,519	3,548,600	2,247,672	1,158,625

(ii) **Net Asset/Liability recognised in the Balance Sheet as at 31st March, 2010** (Rs.)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2009-10	2008-09	2009-10	2008-09
Fair value of plan assets as at March 31	33,663,484	29,082,211	-	-
Present value of obligation as at March 31	28,920,411	23,442,787	6,639,816	4,609,767

(iii) **Reconciliation of opening and closing balances of Defined Benefit obligation** (Rs.)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2009-10	2008-09	2009-10	2008-09
Defined benefit obligation as at April 1	23,442,787	19,270,410	4,609,767	3,826,425
Current service cost	4,360,264	2,773,397	2,385,618	1,121,228
Interest cost	1,816,816	1,348,929	357,257	267,850
Actuarial (gain)/loss on obligation	538,122	1,459,011	(495,203)	(230,453)
Benefit paid	(1,237,578)	(1,408,960)	(217,622)	(375,283)
Defined Benefit obligation as at March 31	28,920,411	23,442,787	6,639,816	4,609,767



(iv) Reconciliation of opening and closing balance of fair value of plan assets

(Rs.)

Particulars	Gratuity (Funded)	
	2009-10	2008-09
Fair value of plan assets at beginning of the year	29,082,211	17,364,627
Expected return on plan assets	2,794,558	1,614,910
Actuarial gain / (loss)	(146,875)	417,827
Employer contribution	3,171,168	11,093,807
Benefit paid	(1,237,578)	1,408,960
Fair value of plan assets at year end	33,663,484	29,082,211
Actual return on plan assets	2,647,683	2,032,737

(v) Investment details

(Rs.)

Particulars	Gratuity (Funded)	
	2009-10	2008-09
Insurer Managed Funds	33,663,484	29,082,211

(vi) Actuarial assumptions

(Rs.)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2009-10	2008-09	2009-10	2008-09
Mortality Table (LIC)	(1994-96) Ultimate Mortality Table	(1994-96) Ultimate Mortality Table	NA	NA
Discount rate (per annum)	7.75%	7%	7.75%	7%
Expected rate of return on plan assets (per annum)	9.30%	9.30%	NA	NA
Rate of escalation in salary (per annum)	6.50%	5%	6.50%	5%

- c) The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below:

Defined Contribution Plan

Contribution to Defined Contribution Plan recognised and charged in the Profit & Loss Account for the year are as under:

(Rs.)

Particulars	2009-10	2008-09
Employer's Contribution to Provident Fund	6,892,355	6,491,554
Employer's Contribution to Superannuation Fund	12,000,000	10,200,000
Employer's Contribution to Pension Scheme	5,523,616	5,071,779

14. Segment Reporting Policies

Identification of Segments

Primary Segment

Business segment: The Company's operating businesses are organised and managed separately according to the nature of products, with each segment representing a strategic business unit that offers different products. The two identified segments are Steel Pipes & Tubes and Wind Power.

Inter Division transfers of goods, as marketable products produced by separate divisions of the company for captive consumption are made as if sales were to third parties at current market prices and are included in turnover.


Segment Information

Segment Revenues, Results and Other Information:

(Rs. in lacs)				
Particulars	Steel Pipes & Tubes	Wind Power	Others	Total
Net External Sales/Income from operations	158,751 (203,403)	566 (484)	4,209 (4,681)	163,526 (208,568)
Other Operating Income	1,085 (2,528)	- (-)	- (-)	1,085 (2,528)
Inter-Segment Sales	- (-)	566 (484)	- (-)	566 (484)
Segment Results	39,930 (35,806)	315 (130)	4,209 (4,681)	44,454 (40,617)
Interest & Financial Charges	340 (1,156)	- (-)	- (-)	340 (1,156)
Other un-allocable expenditure	993 (935)	12 (23)	- (-)	1,005 (958)
Profit before tax	38,597 (33,715)	303 (107)	4,209 (4,681)	43,109 (38,503)
Segment Assets (Including Capital Work In Progress, Excluding Revaluation)	118,861 (104,900)	5,393 (5,579)	63,241 (54,183)	187,495 (164,662)
Segment Liabilities	19,277 (20,133)	3,347 (3,466)	- (-)	22,624 (23,599)
Un-allocable Liabilities				10,348 (10,065)
Capital Employed				154,523 (130,998)

Figures in bracket are for previous year.
15. Related Parties Disclosures as per Accounting Standard - 18.

List of Related Parties with whom transactions have taken place during the year:

a. Joint Venture Companies

Hydril Jindal International Pvt. Ltd.

Gondkhari Coal Mining. Ltd.

b. Key Management Personnel

Shri Saket Jindal

Shri S. P. Raj

c. Relatives of Key Management Personnel

Shri D.P. Jindal

Smt. Savita Jindal

Shri Raghav Jindal

Smt. Rachna Jindal



Details of Transactions during the year are as follows:

		(Rs.)	
	Particulars	2009-10	2008-09
a.	Purchase & Other Services from related parties		
	Joint Venture Company	33,519	888,403
	Relatives of Key Management Personnel	98,915	94,728
b.	Sales & Other Services to related parties		
	Joint Venture Company	92,379,379	361,243,673
c.	Investment in related parties		
	Joint Venture Company	151,500	-
d.	Loans/Inter Corporate deposits given (Maximum Outstanding)		
	Joint Venture Company	100,756,278	119,962,867
e.	Interest Received from related parties		
	Joint Venture Company	5,423,962	24,803,805
f.	Rent paid to related parties		
	Relatives of Key Management Personnel	300,000	300,000
g.	Remuneration		
	Key Management Personnel	7,084,571	7,939,818
h.	Dividend Paid		
	Key Management Personnel	8,478,820	8,728,820
	Relatives of Key Management Personnel	1,742,725	1,192,105
i.	Balance Payable by the Company at the year end		
	Relatives of Key Management Personnel	24,464	26,811
j.	Balance Receivable by the Company (including loans if any) at the year end		
	Joint Venture Company	38,515,248	182,231,220

No amount has been provided as doubtful debts or advances / written off or written back in the year in respect of debts due from or to any related parties.

16. In compliance with the AS - 22 relating to Accounting for Taxes on Income issued by The Institute of Chartered Accountants of India, the company has adjusted the deferred tax liability (net) arising out of timing differences accruing during the year aggregating to **Rs. 6,976,530/-** in the Profit & Loss Account.

Deferred Tax Liability

		(Rs.)	
Particulars	As At 31.03.2009	During the Year	As At 31.03.2010
Fixed Assets	429,908,070	9,105,630	439,013,700

Deferred Tax Assets

		(Rs.)	
Particulars	As At 31.03.2009	During the Year	As At 31.03.2010
Others	2,497,040	2,129,100	4,626,140
Net Deferred Tax Liability	427,411,030	6,976,530	434,387,560

17. Earning Per Share computed in accordance with Accounting Standard - 20 :

Particulars	31.03.2010	31.03.2009
Net Profit available for equity shareholders (Rs.) (a)	2,845,939,057	2,578,410,059
Weighted average number of equity shares of Rs. 5/- each (b)	70,533,422	70,533,422
Basic / Diluted Earning per share (Rs.) (a/b)	40.35	36.56



18. Further, Disclosure as required, under Clause 32 of Listing Agreement requirement relating to loans/advances/investments, are not applicable, as the company does not have any parent/ subsidiary company.

19. Additional information pursuant to the provisions of paragraph 3 & 4 of part II of Schedule VI to the Companies Act, 1956.

I. CAPACITY AND PRODUCTION

Seamless Pipe

(MT)

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Installed Capacity	350,000	350,000
Production	201,279	223,012

Includes Production of Pipe Fittings of **129.163 MT** (Previous Year 99,344 MT).

ERW Pipe

(MT)

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Installed Capacity	200,000	200,000
Production	115,210	99,140

Includes production of **25,386 MT** (Previous Year 17,710 MT) pipe by third party on job work basis as orders executed were not in our size range.

Wind Power

(KWH)

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Installed Capacity	61,320,000	61,320,000
Units Generated	7,773,116	9,529,043

The installed capacity is as certified by the Management.

II. OPENING STOCK, CLOSING STOCK & TURNOVER OF MANUFACTURED GOODS

Seamless Pipe

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	Qty. (MT)	Amt. (Rs.)	Qty. (MT)	Amt. (Rs.)
Opening Stock	15,625	580,649,872	17,708	852,582,398
Turnover*	206,242	11,885,750,949	225,095	16,345,039,837
Closing Stock	10,662	369,658,979	15,625	580,649,872

* It includes captive consumption of Seamless Pipes **58.915 MT (Rs. 2,114,149/-)** (Previous Year 145.390 MT (Rs. 4,561,243/-)).

* It Includes turnover of Pipe Fittings **135.176 MT (Rs. 12,157,869/-)** (Previous Year 98.670 MT (Rs. 10,044,571/-)).

Closing Stock Includes stock of Pipe Fitting **8.950 MT (Rs. 422,118/-)** (Previous Year 14.963 MT (Rs. 1,140,390/-)).

ERW Pipe

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	Qty. (MT)	Amt. (Rs.)	Qty. (MT)	Amt. (Rs.)
Opening Stock	3,723	102,758,246	6,249	261,957,335
Turnover*	110,939	4,524,225,187	101,666	4,694,953,663
Closing Stock	7,994	256,940,530	3,723	102,758,246

* It includes captive consumption of ERW Pipes **30.080 MT (Rs. 938,159/-)** (Previous Year 35.930 MT (Rs. 1,303,873/-)).

Wind Power

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	Units (KWH)	Amt. (Rs.)	Units (KWH)	Amt. (Rs.)
Income from Power Generation	7,773,116	56,625,316	9,529,043	48,407,538


III. OPENING STOCK, CLOSING STOCK & TURNOVER OF TRADING STEEL PIPES & TUBES

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	Qty. (MT)	Amt. (Rs.)	Qty. (MT)	Amt. (Rs.)
Opening Stock	Nil	Nil	Nil	Nil
Purchases	56	2,696,394	12	727,834
Turnover	56	3,293,320	12	757,056
Closing Stock	Nil	Nil	Nil	Nil

IV. RAW MATERIALS CONSUMED

Items	Year ended 31.03.2010		Year ended 31.03.2009	
	Qty. (MT)	Amt. (Rs.)	Qty. (MT)	Amt. (Rs.)
Round Billets	227,033	5,981,658,467	238,743	9,311,164,284
HR Coil	118,544	3,361,272,276	102,171	3,439,504,398
Zinc	709	64,904,835	358	33,453,282
Socket	12	587,754	11	474,877
Coating Material	1,187	91,729,482	974	109,246,291
Total		9,500,152,814		12,893,843,132

V. VALUE OF IMPORTED & INDIGENOUS RAW MATERIALS, STORES & SPARE PARTS CONSUMED
a) RAW MATERIALS CONSUMED

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	(%)	Amt. (Rs.)	(%)	Amt. (Rs.)
Imported	18.88	1,794,082,905	36.34	4,685,962,140
Indigenous	81.12	7,706,069,909	63.66	8,207,880,992
Total	100.00	9,500,152,814	100.00	12,893,843,132

b) STORES & SPARE PARTS CONSUMED

Particulars	Year ended 31.03.2010		Year ended 31.03.2009	
	(%)	Amt. (Rs.)	(%)	Amt. (Rs.)
Imported	26.79	145,394,380	27.08	250,395,767
Indigenous	73.21	397,269,329	72.92	674,161,848
Total	100.00	542,663,709	100.00	924,557,615

VI. CIF VALUE OF IMPORTS
(Rs.)

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Raw Materials	1,942,445,197	4,324,536,547
Stores & Spares	154,306,085	164,676,942
Capital Goods	255,725,179	185,199,048

**VII. EXPENDITURES IN FOREIGN CURRENCY****(Rs.)**

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Travelling	1,926,707	4,454,334
Interest	-	52,916,120
Ocean Freight	11,903,631	327,360,370
Legal & Professional	780,015	-
Others	1,394,731	2,058,872

VIII. EARNINGS IN FOREIGN CURRENCY**(Rs.)**

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
FOB Value of Physical/ Deemed Exports	3,347,668,946	8,642,106,628
Interest Received	-	38,037,296

IX. MANAGERIAL REMUNERATION

The Details of Managerial Remuneration is as under:

(Rs.)

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Salary	6,088,816	5,793,412
Contribution to PF & other Funds	864,876	794,822
Perquisites	130,879	1,351,584
Total	7,084,571	7,939,818

The Managing Director / Wholtime Directors of the Company were paid remuneration (without any commission) in accordance with the provision of Schedule XIII to the Companies Act, 1956. Therefore computation of the profit under section 198 of the Companies Act, 1956 is not applicable.

X. INVESTMENTS PURCHASED AND SOLD DURING THE YEAR

NAME OF THE INVESTMENTS	NO. OF UNITS	PURCHASE VALUE (RS.)	SALE VALUE (RS.)
AXIS Liquid Fund - Growth	37,252.704	37,500,000	37,503,602
Benchmark S&P CNX 500 Fund- Dividend Plan	2,209,066.007	40,000,000	24,662,499
Birla Sun Life Cash Plus- Inst. Premium- Growth	48,032,163.662	711,016,497	711,117,871
Birla Sun Life Savings Fund- Inst.- Growth	12,036,123.127	206,023,118	207,984,093
Canara Robeco Liquid- Inst.- Growth	898,650.227	15,000,000	15,001,528
Canara Robeco Liquid Super Inst.- Growth	6,094,076.373	67,500,000	67,507,201
DSP Black Rock Cash Manager Fund- Inst.- Growth	377,136.454	433,230,373	433,304,003
DSP Black Rock Floating Rate Fund- Inst.- Growth	39,349.586	50,008,287	50,115,715
DSP Black Rock Money Manager Fund- Inst.- Growth	161,611.029	200,115,715	201,382,513
DWS Insta Cash Plus Fund- Super Inst. Plan- Growth	2,842,847.396	32,500,000	32,504,549
Fidelity Cash Fund- Inst.- Growth	3,843,714.994	47,500,000	47,505,515
Fortis Overnight- Inst.- Growth	14,358,215.874	195,000,000	195,019,948
HDFC Cash Management Fund- Savings Plan- Growth	12,114,479.721	225,000,000	225,031,742
HDFC Cash Management Fund- Treasury Advantage Plan- Wholesale- Growth	2,335,626.702	45,006,592	45,932,201



NAME OF THE INVESTMENTS	NO. OF UNITS	PURCHASE VALUE (RS.)	SALE VALUE (RS.)
ICICI Prudential Inst. Liquid Plan- Super Inst.- Growth	29,743,975.590	425,000,000	425,061,468
IDFC Cash Fund- Super Inst. Plan C -Growth	10,223,618.828	110,000,000	110,014,313
JM High Liquidity Fund- Inst.- Growth	1,029,223.074	15,000,000	15,002,161
JM Money Manager Fund- Super Plus Plan- Growth	1,207,845.142	15,002,161	15,018,950
M Short Term Fund- Inst.- Growth	4,466,058.643	55,330,447	55,367,069
JP Morgan India Liquid Fund- Super Inst.- Growth	26,668,367.091	307,500,000	307,542,165
JP Morgan India Treasury Fund- Super Inst.- Growth	30,836,017.051	357,542,165	361,249,712
Kotak Floater Long Term- Growth	13,295,045.961	188,521,513	190,384,697
Kotak Liquid Fund- Inst. Premium -Growth	18,607,308.018	336,000,000	336,043,725
LIC MF Income Plus Fund- Growth	66,155,200.602	798,590,076	808,898,243
LIC MF Liquid Fund- Growth	78,823,686.162	1,307,433,706	1,307,630,671
LIC MF Savings Plus Fund- Growth	4,807,082.327	70,004,509	70,334,825
Principal Cash Management Fund Liquid Option- Inst. Plan- Growth	15,768,775.831	230,733,446	230,797,162
Reliance Liquid Fund- Treasury Plan- Inst. Option- Growth	36,686,308.562	802,746,454	802,863,447
Reliance Money Manger Fund- Inst.- Growth	414,870.135	510,043,915	512,016,451
Sundaram BNP Paribas Money Fund- Inst.- Apprn.	4,648,019.448	87,500,000	87,514,068
Sundaram BNP Paribas Ultra Short Term Fund- Inst.- Growth	4,564,002.774	55,005,117	55,443,493
Tata Floater Fund- Growth	50,561,616.999	679,769,939	684,071,928
Tata Liquid Super High Investment Fund- Appreciation	397,282.379	668,080,816	668,267,897
TATA Short Term Bond Fund- Growth	25,723,936.480	427,410,922	437,245,183
Templeton India Treasury Management Account Inst. Plan- Growth	19,512.328	27,500,000	27,502,917
Templeton India Treasury Management Account- Super Inst.- Growth	152,812.206	202,500,000	202,527,204
Templeton India Ultra Short Bond Fund- Super Inst.- Growth	14,698,543.182	167,523,785	168,300,884
UTI Cash Plan- Inst.- Growth	97,602.673	141,938,043	142,019,561
UTI Liquid Cash Plan- Inst.- Growth	51,934.909	75,395,788	75,417,758
UTI Treasury Advantage Fund- Inst.- Growth	42,330.140	50,007,384	50,135,649



Additional Information pursuant to Part IV of Schedule VI to the Companies Act, 1956.

Balance Sheet Abstract and Company's General Business Profile

I. Registration Details

Registration No.	80545
State Code	11
Balance Sheet Date	31-03-2010

II. Capital Raised during the year (Rs. in thousand)

Public Issue	Right Issue
Nil	Nil
Bonus Issue	Private Placement
Nil	Nil

III. Position of Mobilisation and Deployment of Funds (Rs. in thousand)

Total Liabilities	Total Assets
24,111,119	24,111,119

Sources of Funds (Rs. in thousand)

Paid Up Capital	Reserves & Surplus
352,667	22,523,066
Secured Loans	Unsecured Loans & Deferred Tax
18,682	1,216,704

Application of Funds (Rs. in thousand)

Net Fixed Assets	Investments
12,078,312	6,283,963
Net Current Assets	Misc. Expenditure
5,748,844	Nil
Accumulated Losses	
Nil	

**MAHARASHTRA SEAMLESS LIMITED****IV. Performance of Company (Rs. in thousand)**

Turnover (including other income)	Total Expenditure
16,461,119	12,150,175
Profit before tax	Profit after tax & adjustment
4,310,944	2,845,939
Earning per share (Basic / Diluted) (Rs)	Dividend (%)
40.35	120

V. Generic Names of Three Principal Products of Company (as per monetary terms)

Item Code No. (ITC Code) Product Description	7304.00 Seamless Pipes & Tubes
Item Code No. (ITC Code) Product Description	7305.11 ERW Pipes & Tubes
Item Code No. (ITC Code) Product Description	8502.31 Wind Power

20. Paise have been rounded off to the nearest rupee.

21. Previous years' figures have been re-grouped/re-arranged/re-classified wherever considered necessary.

22. Schedule I to 20 are annexed to and form part of the Statement of Accounts.

Signatures to Schedules I to 20

As per our report of even date attached

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

R.K. KANODIA

Partner

Membership No. 016121

Place : Gurgaon

Dated : 31st August, 2010

ANIL JAIN

CFO

D.C. GUPTA

VP & Company Secretary

For & on Behalf of the Board

D.P. JINDAL

Chairman

SAKET JINDAL

Managing Director

U.C. AGARWAL

D.K. PARIKH

S.D. SHARMA

Directors

S.P. RAJ

Wholetime Director



MAHARASHTRA SEAMLESS LIMITED

MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,
Taluka-Roha, Distt.Raigad – 402 126, Maharashtra

PROXY FORM

Folio No.

DP ID*

CLIENT ID*

I/We of being a member/members
of Maharashtra Seamless Limited do hereby appoint of or failing him/her
..... of as my / our proxy to attend and vote for me/us on my/our
behalf at the 22nd Annual General Meeting of the Company to be held on Thursday, the 30th September, 2010 and at any adjournment
thereof.

Date.....

Signature(s).....

Revenue
Stamp

.....

Note: This Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before
the time for commencement of the Meeting.

* Applicable for investors holding shares in demat form.

MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,
Taluka-Roha, Distt.Raigad – 402 126, Maharashtra

ATTENDANCE SLIP

Folio No.

DP ID*

CLIENT ID*

I hereby record my presence at the 22nd Annual General Meeting of the Company held at Pipe Nagar, Village Sukeli, N.H.17, B.K.G.
Road, Taluka-Roha, Distt. Raigad 402126, Maharashtra at 11.30 A.M. on Thursday, the 30th September, 2010.

Name of the attending Member
(in Block Letters)

Name of Proxy (in Block Letters)
(to be filled in, if the proxy attends instead of the member)

No. of Shares held

.....
Member's/Proxy's Signature

Note: This attendance slip duly filled in should be handed over at the entrance of the meeting hall.

* Applicable for investors holding shares in demat form.

BOOK POST



If undelivered, please return to:

MAHARASHTRA SEAMLESS LIMITED

Jindal Corporate Centre

Plot No. 30, Institutional Sector -44,

Gurgaon-122 002, Haryana (India)

Tel. : +91 124 2574325 / 26, 4624000