



JINDAL
D.P. JINDAL GROUP

MAHARASHTRA SEAMLESS LIMITED

ANNUAL REPORT 2013-14

Raising the bar...






Celebrating our growth.

A journey spanning 25 years, we have come across, that gave us the fruit of leadership, and made us astute enough to reorganise our dynamics for development to drive forward our growth strategy. Having successfully integrated and transformed our sustainability through ethical governance and skillful management, we move to a streamlined forward path- adapting more easily to the global nature of our business.






Growing with enduring pursuit

Raising the bar to keep our pursuit high and agile. Always forward looking and aiming to conquer new heights.

We will maintain the fundamental drivers of our success with the perpetual emphasis on value creation, innovation, close relationships with our customers and premium services.

We are continuing to grow actively with three key goals:

- Keeping our production facilities in the vanguard of competitiveness
 - Strengthening our leadership in the Seamless Pipe sector in the country
 - Accompanying growth in country's emerging pipe consumption and securing access to competitive sources of raw materials
- 

Discovering new avenues

Our major initiative is to undertake several strategic investments, that we expect, will lay a strong foundation for future growth in the years ahead. One of our greatest achievements in this year is acquisition of 20% stake in an operational iron ore mine in Brazil.

Through it we envisage to establish a foothold in the global market, one that has high future growth potential. In addition to our already existing US market for Seamless pipes, we have just paved our way in creating a foundation for future growth by exploring into overseas ventures in new businesses.



Overseas
investment in
iron ore mine

70 million US\$

MSL has taken 20% stake in an iron ore mine in Amapa, Brazil with an estimated reserve of 250 million tons, one of the mines in close proximity to the port.



Investing in eco-friendly ventures

Fully operational 5 MW
Solar Power
generating plant at
Pokaran, Rajasthan



7 MW Wind Power
plant at Satara,
Maharashtra



Identifying growth opportunities

Our strategy- combining growth, product and service quality and innovative solutions has few main objectives:

- to maintain the highest levels of competitiveness in its production facilities
- to consolidate its leading position in the Seamless Pipe industry
- to support rising prospective consumption in the infrastructure and growth sector in our country



In response to highly competitive market demand MSL is offering increasingly innovative solutions and aiming to lead the market in terms of product offering, value addition and customer service.

In addition to the existing large dia. Seamless Pipe plant, equally important is our decision to move into to higher value-added products, such as **DRILL PIPES** for oil and gas sector. By focusing on products that demand a higher quality, we hope to increase sustainability of our operations and secure our position in a growing market.



6" seamless pipe mill at Mangaon

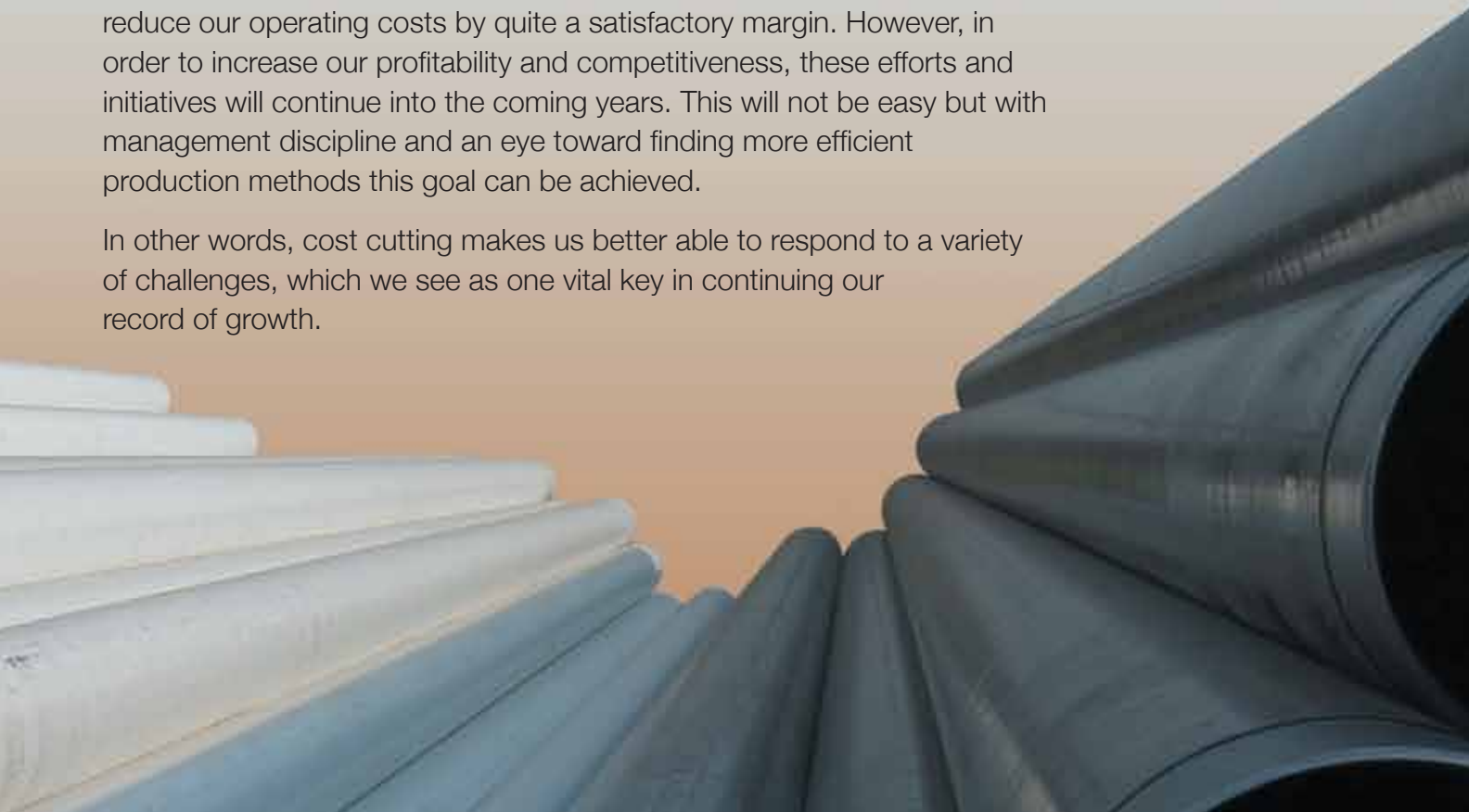
Mastering the right solution- Cost cutting

Increase in the input cost and threat from Chinese competition may have put little dent in demand for seamless pipes and put pressure on margins for the foreseeable future.

However, we are confident not only in our ability to overcome hurdles but to thrive on, despite them. Our aim, admittedly an ambitious one, is to reduce our costs and stay competitive.

With programmes employed throughout our company, we are able to reduce our operating costs by quite a satisfactory margin. However, in order to increase our profitability and competitiveness, these efforts and initiatives will continue into the coming years. This will not be easy but with management discipline and an eye toward finding more efficient production methods this goal can be achieved.

In other words, cost cutting makes us better able to respond to a variety of challenges, which we see as one vital key in continuing our record of growth.




Harvesting a caring attitude

MSL is committed to a sound, enduring and ethically driven growth path. In doing so it remains rooted to the origin of its guiding principles- namely respect for tough standards in terms of health, safety and sustainable development.

Central to our concern is meeting individual aspirations of our employee and help them to deliver their best according to the task assigned by taking up measures such as motivation and training.



The background of the page features a tall, silver industrial chimney with multiple ladders and platforms, extending from the bottom right towards the top right. In the bottom left, a man wearing a yellow hard hat and a light-colored short-sleeved shirt is smiling and looking towards the camera. He is holding a dark, cylindrical object. The sky is a clear, light blue, and the overall lighting suggests a bright, sunny day.

And the same commitment applies to ever demanding social and environmental standards throughout the Group.

Pursuing the corporate philosophy of bringing prosperity to all its stakeholders, MSL has been investing extensively in major CSR activities. The impact is visible in many vital areas such as healthcare and education.

Some of our CSR initiatives during the year are:

- Education - Schools / Scholarships
- Health - Hospitals / Medical Camps / Safe Drinking Water
- Helping old age/ Widows and Poors
- Animal Welfare Activities

Chairman's Statement



D.P. Jindal
Chairman- DP Jindal Group

Dear Shareholders,

It is my privilege to reach you through this report. It is time for us to review twenty five years of eventful journey and to set an agenda for the future. This occasion merits celebrations.

The year in progress is of utmost importance to us as we enter into Silver Jubilee year of our operations. There have been so many achievements and milestones in this journey, but the most significant one is the immense trust we enjoy from all our stakeholders. MSL's foundation has been wholly built on providing customer delight, anticipating future needs and developing competencies that enable our Customers and all our Stakeholders to gain from it.

MSL's 25th anniversary celebration signifies a story of transformation and growth. Your Company has transformed to a leading global manufacturer of seamless pipes and tubes.

Over the years, your Company has increased its focus and enhanced its offerings for the global markets and also maximized resource utilization across all operations. Thus, as we enter into Silver Jubilee Year, we maintain a strong financial position despite extremely challenging global and domestic environment. Your Company has made an enviable track record of consistent dividend payment even in extremely adverse situations.

The year under review has been a challenging year for your Company. The domestic economy was stuck at a sub-par growth rate of less than 5% amidst high inflation, sluggish demand, negative growth in capital goods sector and erratic exchange rate and political & economic uncertainty. Coupled with this was relentless dumping of pipes by foreign

manufacturers. This adversely affected domestic business environment. The domestic industry reeling under recessionary circumstances petitioned the Government for considering imposition of safeguard duty. The Government realized the adverse effects of such relentless dumping and negative impact on domestic economy and has finally imposed safeguard duty on such imports.

I am happy to inform you that your organization took the above mentioned challenges as opportunities and to mitigate these challenges, several steps were initiated like development of new markets and new products. Your Company has received orders for manufacturing of value added products like Drill Pipes which should provide improved profitability in future. The Company is continuously building new foundation for growth and simultaneously maintaining a prudent and conservative financial policy. This is affirmed by the fact that the Company continues to enjoy high credit rating with the Rating Agencies.

Your Company believes that employees form the basis for growth. The Company recognizes that people are its principal assets and continued growth is dependent upon its ability to attract and retain quality people. The Company is having concurrent programmes to upgrade skills of its employees.

Your Company recognizes the fact that beyond day to day conduct of its business as a responsible corporate, we have to discharge duties towards the larger society. Some of the core areas identified by your Company for CSR activities include education, health, environment, providing assistance to under privileged, women empowerment and development of area in which the company operates.

I am thankful to the customers, business partners, banks and employees of the Company for their sustained support and trusted relationship. I would also like to sincerely thank you for your confidence, for being a pillar of support in helping us accomplish our shared vision. We will continue to make every effort in years to come to maintain your confidence. As we move on, new ideas will lead us to new horizons.

Thank you,

D. P. Jindal

Message from the Managing Director



Saket Jindal
Managing Director

Dear shareholders,

The last financial year has been very challenging for your company. We have been facing stiff competition from Chinese pipes not only in India but in Middle East and other countries. Despite all odds, we have been able to manage our resources well and have done considerable cost cutting across various functions. Whether it is foreign currency booking, administration overheads, raw material cost or marketing expenses; we have been focusing on all avenues to cut costs. According to our petition, the Government has imposed safeguard duty on import of seamless pipes and tubes, thereby enabling your Company a level playing field viz-a-viz imported pipes from China and other countries.



You shall be pleased to know, your Company has gone for an overseas acquisition. We have taken a 20 percent stake in an iron ore mine in Amapa, Brazil involving investment of US\$ 70 million. This is a privately owned mine with an estimated reserves of more than 250 million tons. We have done full due diligence along with geological report before making this decision. Amapa is in the northern part of Brazil, near the Macapa port from where iron ore produced is exported.

We have streamlined our operations and IT systems to make it more systematic and trouble free. Although this is an ongoing task, we are making significant progress. Customer satisfaction is our prime concern, we want to improve the quality of our product and service offering. Also, due to domestic competition, we want to increase our thrust on exports specially to USA, Latin America, Canada and Europe. We have a sound track record in terms of brand equity and goodwill, we enjoy many loyal customers in USA and want to penetrate the market further. Our pricing policy is aggressive and we keep a track of the market on a continuous basis.

We have started production of Drill Pipes in our Mangaon plant. This is a specialized product required in oil and gas drilling and is sold at a premium price as compared to normal casings and tubings. We have also sorted out our technical difficulties in Mangaon plant and are gearing ourselves for more order booking. The new Government under Shri Narendra Modi should bring in more development in infrastructure sector and thereby opening up the demand for our pipes. Many power projects, refineries and construction projects are expected to come up.

You shall be happy to know, we are celebrating our silver jubilee this year and the last 25 year journey has been depicted in a book which is being launched for the occasion. The journey of MSL has been long, full of hard work and excitement. Without your support, it would not have been possible.

Thank you,

Saket jindal

Selected Financial Indicators of Last 10 Years

Particulars		2005	2006	2007	2008	2009	2010*	2011	2012	2013	2014
Gross Turnover	(Rs. Lacs)	86,724	107,695	151,961	164,037	218,351	169,122	188,741	242,820	183,782	130,674
EBIDTA	(Rs. Lacs)	12,851	20,801	34,101	29,762	34,244	39,990	42,331	39,129	17,083	8,783
PBT	(Rs. Lacs)	12,624	20,685	35,269	30,190	38,503	43,109	49,373	44,258	19,774	11,136
PAT	(Rs. Lacs)	8,488	13,960	23,384	19,522	25,784	28,459	34,166	31,073	15,332	9,711
Gross Block (including WIP)	(Rs. Lacs)	32,768	35,303	37,416	44,321	51,441	139,084	150,008	163,593	168,703	170,617
Net Block	(Rs. Lacs)	26,992	28,075	28,579	33,746	39,064	120,783	125,758	133,257	130,670	124,810

Equity Share Capital	(Rs. Lacs)	2,882	2,882	3,497	3,527	3,527	3,527	3,527	3,527	3,527	3,414
Reserves & Surplus	(Rs. Lacs)	28,399	38,509	88,913	105,814	127,472	225,230	250,389	272,454	278,745	275,696
Net Worth	(Rs. Lacs)	31,281	41,391	92,410	109,341	130,999	228,757	253,916	275,981	282,272	279,110
Book Value	(Rs.)	109	144	132	155	186	324	360	391	400	409
Equity Dividend	(Rs. Lacs)	1,441	2,132	3,720	3,527	3,527	4,232	4,232	4,232	4,232	3,984
Dividend on Equity Shares	%	50%	70%	110%	100%	100%	120%	120%	120%	120%	120%
Dividend Per Share	(Rs.)	5	7	6	5	5	6	6	6	6	6
Earning Per Share	(Rs.)	29.54	48.26	38.38	27.70	36.56	40.35	48.44	44.05	21.74	13.98

* Figures from the year 2010 onward have been considering the impact of Revaluation of Fixed Assets.

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BOARD OF DIRECTORS

D.P. JINDAL	Chairman
SAKET JINDAL	Managing Director
U.C. AGARWAL	
P.N. VIJAY	
SANJEEV RUNGTA	
N.C. JAIN	
Dr. ROMA KUMAR	
S.P. RAJ	Wholetime Director

AUDIT COMMITTEE

U.C. AGARWAL	Chairman
D.P. JINDAL	
SANJEEV RUNGTA	
N.C. JAIN	

CFO

RAVI GUPTA

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
State Bank of India
Corporation Bank
Kotak Mahindra Bank
Axis Bank
Citi Bank, N.A.
The Bank of Nova Scotia
IndusInd Bank Ltd.
DBS Bank Ltd.

REGISTERED OFFICE

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

HEAD OFFICE

2nd Floor, 5 Pusa Road,
New Delhi-110 005

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,
Distt. Satara, Maharashtra

3. SOLAR POWER:

Pokaran, Distt.- Jaisalmer,
Rajasthan

Website: www.jindal.com



MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,
Taluka-Roha, Distt. Raigad - 402 126, Maharashtra
Tel: 02194-238511-12, Fax: 02194-238513
E-mail: secretarial@mahaseam.com, website: www.jindal.com
CIN: L99999MH1988PLC080545

NOTICE

Notice is hereby given that the 26th Annual General Meeting of Maharashtra Seamless Limited will be held on Friday the 26th September, 2014 at 10.30 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, 2014 and the Reports of Directors and Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of, Shri S. P Raj who retires by rotation and being eligible, offers himself for re-appointment and in this regard to pass with or without modification(s) the following resolution as an ordinary resolution:
"RESOLVED that Shri S. P. Raj (DIN-000520481), who retires by rotation be and is hereby re-appointed as Director of the Company and such appointment would not have any effect on the continuity of his tenure as Wholetime Director of the Company."
4. To appoint M/s. Kanodia Sanyal & Associates, Chartered Accountants (Firm Regn. No. 008396N) 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

5. To consider, and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution:
"RESOLVED that Dr. Roma Kumar (DIN-02194012) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 6th August, 2014 and who holds office upto this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 and in respect of whom the Company has received notice under section 160 of the Companies Act, 2013, from a member, proposing her candidature be and is hereby appointed as a Director of the Company, liable to retire by rotation."
6. To consider, and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution:
"RESOLVED THAT pursuant to the provisions of section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (The Act) and the Rules framed thereunder, read with Schedule IV to the Act, as may be amended from time to time, Shri U C Agarwal (DIN - 00012468), be and is hereby appointed as Independent Director of the Company to hold office for a term of five consecutive years commencing from the date of 26th Annual General Meeting of the Company."
7. To consider, and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution:
"RESOLVED THAT pursuant to the provisions of section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (The Act) and the Rules framed thereunder, read with Schedule IV to the Act, as may be amended from time to time, Shri Sanjeev Rungta (DIN -00053602), be and is hereby appointed as Independent Director of the Company to hold office for a term of five consecutive years commencing from the date of 26th Annual General Meeting of the Company."
8. To consider, and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution:
"RESOLVED THAT pursuant to the provisions of section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (The Act) and the Rules framed thereunder, read with Schedule IV to the Act, as may be amended from time to time, Shri Naresh Chand Jain (DIN - 06549828), be and is hereby appointed as Independent Director of the Company to hold office for a term of five consecutive years commencing from the date of 26th Annual General Meeting of the Company."
9. To consider, and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:
"RESOLVED THAT pursuant to the provisions of section 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (The Act) and the Rules framed thereunder, read with Schedule IV to the Act, as may be amended from time to time, Shri P N Vijay (DIN -00049992), be and is hereby appointed as Independent Director of the Company to hold office for a term of five consecutive years commencing from the date of 26th Annual General Meeting of the Company."
10. To consider, and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:
"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Companies (Audit & Auditors) Rules, 2014 as may be amended from time to time M/s R. J. Goel & Co., Cost Accountants (Firm Regn. no. 00026), 31, Community Centre, Ashok Vihar, Phase-I, Delhi -110052, the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2014-15, be paid remuneration of ₹ 1,00,000/- (₹ One lac only), apart from reimbursement of actual expenses to be incurred by them in connection with conducting the audit of cost records of the Company."

By order of the Board

Place : Gurgaon
Dated : 14th August, 2014

D.C. GUPTA
Vice President &
Company Secretary


NOTES:

1. 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 instrument of Proxy, in order to be effective must be deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies/bodies corporate must be supported by an appropriate resolution/authority as applicable.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person and shareholder.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto.
3. Members / Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the meeting as also the Attendance Slip duly filled in for attending the meeting.
4. Pursuant to Section 108 of the Companies Act, 2013, read with the Companies (Management & Administration) Rules 2014, the Company has fixed 14th August, 2014 as the cut-of date to ascertain the entitlement of the Shareholders to cast their votes electronically at the 26th Annual General Meeting. Consequently the same cut-of date i.e. 14th August, 2014 would also be considered for entitlement of the Shareholders who do not cast their votes electronically, to cast their votes at the 26th Annual General Meeting on 26th September, 2014.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 26th August, 2014 to 28th August, 2014 (both days inclusive) for the purpose of ascertaining the shareholders entitled to dividend for the year ended 31st March, 2014, if declared, at the ensuing Annual General Meeting. 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 25th August, 2014 and to the Beneficial Holders as per the Beneficiary List as on 25th August, 2014, provided by the NSDL and CDSL. Dividend as recommended by the Board of Directors, if declared at the meeting, will be payable on or after 27th September, 2014.
6. 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 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.
7. In accordance with the provisions of the Companies Act, 1956, the Company has transferred the unpaid or unclaimed dividend upto Second Interim Dividend 2006-07 from time to time on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed dividends lying with the Company, as on 30th September, 2013 (date of last Annual General Meeting) on the website of the Company and also on the website of the Ministry of Corporate Affairs.

Details of dividend declared for the financial years from 2006-07 (Final) onwards are given below:

Year	Date of Declaration	Dividend (%)	Per share (₹)
2006-07(Final)	28.09.2007	30	1.50
2007-08	27.09.2008	100	5.00
2008-09	29.09.2009	100	5.00
2009-10	30.09.2010	120	6.00
2010-11	30.09.2011	120	6.00
2011-12	28.09.2012	120	6.00
2012-13	30.09.2013	120	6.00

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. National Electronic Clearing Service (NECS) Facility:
 - (a) Members holding shares in physical form who wish to avail NECS facility may authorize the Company with their NECS mandate in the prescribed form, which can be downloaded from the Company's website www.jindal.com or can be obtained from the Corporate Office of the Company. Requests for payment of dividend through NECS should be lodged latest by 10th September, 2014 at the Corporate Office the Company at Plot No. 30 Institutional Sector - 44, Gurgaon - 122002 (Haryana).
 - (b) Members holding shares in demat form who wish to avail NECS facility, may send mandate in the prescribed form to their respective Depository Participants.
9. 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 its Registered Office 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.



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

Name	Shri S. P. Raj	Dr. Roma Kumar	Shri U C Agarwal	Shri Sanjeev Rungta	Shri Naresh Chand Jain	Shri P. N. Vijay
Age	60 Years	50 Years	87 years	54 Years	60 Years	63 Years
Qualification	B.E. (Mechanical)	Ph. D.	M.A. (Pol. Science) IAS (Retd.)	B.S. (Mech. Engineering) Michigan, USA	B. Sc.	M. Sc.
Expertise in specific functional area	Having more than three decades of technical experience in seamless pipe industry and product development	Eminent Clinical Psychologist & Sr. Consultant	Extensive experience in administration at various and widely spread levels having held senior posts in Govt. of India. Held the post of Secretary to Indian Govt. and Chairman to the Central Vigilance Commission.	Wide experience in overall operations and management of chemical, engineering and textile industries.	Having wide business experience in Media, finance and other business activities.	Leading Investment Banker with wide experience in domestic and international banking and finance.
Date of appointment as Director of the Company	20.10.2005	06.08.2014	15.06.1990	03.08.2011	08.04.2013	08.08.2013
Directorship of other Companies	NIL	Rocke Talk India Pvt. Ltd.	Jay Bharat Maruti Ltd.	- Zenith Fibres Ltd. - Pearl Industries Ltd. - Zenith Ropes Pvt. Ltd.	NIL	- Religare Portfolio Managers and Advisors Pvt. Ltd. - ILearn Finance Academy Pvt. Ltd. - Dabur India Ltd. - Reed Relays & Electronics India Ltd.
Chairman/ Member of Committee of other Company	NIL	NIL	Chairman, Audit Committee, Remuneration Committee and Shareholders'/ Investors' Grievance Committee of Jay Bharat Maruti Ltd.	Member, Audit Committee and Shareholders' Grievance Committee of Zenith Fibres Ltd.	NIL	Chairman, Audit Committee, Shareholders' Grievance Committee and Remuneration cum Compensation Committee of Dabur India Ltd.
No. of shares held	NIL	NIL	1000	NIL	NIL	NIL
Inter-se relationship with other Directors	None	None	None	None	None	None

11. 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 representative are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the meeting.
12. All documents referred to in the accompanying notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company between 10.00 A.M. to 1.00 P.M. on any working day upto the date of the Annual General Meeting and also at the meeting.
13. Pursuant to Section 101 of the Companies Act, 2013 and rules made thereunder, the companies are allowed to send communication to shareholders electronically. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Reports, Notices, Circulars, etc. from the Company electronically.



14. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder and the listing agreement, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all resolutions set forth in this Notice.

The instructions for e-voting are as under:

- A. In case a Member receives an e-mail from NSDL (for Members whose e-mail addresses are registered with the Company/Depositories):
- Open the e-mail and also open PDF file namely "MSL e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
 - Open the internet browser and type the following URL: <https://www.evoting.nsdl.com>.
 - Click on Shareholder - Login.
 - If you are already registered with NSDL for e-voting then you can use your existing user ID and password.
 - If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.
 - The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please take utmost care to keep your password confidential.
 - Once the e-voting home page opens, click on e-voting> Active Voting Cycles.
 - Select "EVEN" (E-Voting Event Number) of Maharashtra Seamless Limited. Now you are ready for e-voting as Cast Vote page opens.
 - Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - Upon confirmation, the message "Vote cast successfully" will be displayed.
 - Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
 - Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to scrutinizer@csmanishb.in, with a copy marked to evoting@nsdl.co.in.
 - In case of any queries, you may refer the Frequently Asked Questions (FAQs) - Shareholders and e-voting user manual - Shareholders, available at the downloads section of www.evoting.nsdl.com.
- B. In case a Member receives physical copy of the Notice of AGM (for Members whose email addresses are not registered with the Company/Depositories):
- Initial password is provided in the enclosed ballot form: EVEN (E-Voting Event Number), user ID and password.
 - Please follow all steps from Sl. No. (ii) to Sl. No. (xiii) above, to cast vote.
- C. Other Instructions:
- The e-voting period commences on Wednesday, 17th September, 2014 (9.00 A.M. IST) and ends on Friday, 19th September, 2014 (5.00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on 14th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
 - The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on 14th August, 2014.
 - Mr. Manish Baldeva, Practicing Company Secretary (Membership No. FCS 6180), has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
 - The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
 - Members who do not have access to e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Manish Baldeva, Practicing Company Secretary, (Membership No. FCS 6180), at the Registered Office of the Company not later than Friday, 19th September, 2014 (5.00 p.m. IST).
- Members have the option to request for physical copy of the Ballot Form by sending an e-mail to secretarial@mahaseam.com by mentioning their Folio / DP ID and Client ID No. However, the duly completed Ballot Form should reach the Registered Office of the Company not later than Friday, 19th September, 2014 (5.00 P.M. IST).
- Ballot Form received after this date will be treated as invalid.
- A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jindal.com and on the website of NSDL www.evoting.nsdl.com within two days of the passing of the resolutions at the twenty sixth AGM of the Company on 26th September, 2014 and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 5

Dr. Roma Kumar was co-opted as an Additional Director of the Company on 6th August, 2014. Pursuant to Section 161 of the Companies Act, 2013, (the Act) she holds office upto the date of the ensuing Annual General Meeting.

The Company has received notice in writing from a member, along with the deposit of the requisite amount under Section 160 of the Act, proposing the candidature of Dr. Roma Kumar a Director of the Company. She is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director of the Company.

Except Dr. Roma Kumar and her relatives, none of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the resolution.

The Board recommends the resolution as set out in Item no. 5 of the Notice for your approval.

Item no. 6 to 9

In terms of Section 149 of the Companies Act, 2013, (the Act) read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is required to appoint Independent directors, who shall hold office for a period of upto five consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of upto five years each. In terms of revised Clause 49 of the listing agreement, which will be applicable from 1st October, 2014, persons who have already served as Independent Directors on the Board of a Company for five years or more can be appointed for only one term of five years.

Shri U C Agarwal, Shri Sanjeev Rungta, Shri Naresh Chand Jain and Shri P N Vijay are Independent Directors of the Company and have been holding the office of directorship for period ranging from one year to twenty four years. As per their existing terms of appointment, they are liable to retire by rotation.

The Company has received notices, in writing, from a member, alongwith the deposit of the requisite amount under Section 160 of the Act, proposing the candidature of each of the abovementioned Director for appointment as Independent Directors of the Company. They are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has also received declarations from these Directors that they meet with the criteria of independence as prescribed under Section 149 (6) of the Act and Clause 49 of the listing agreement.

The Board of Directors, considers that their continued association would be of immense benefit to the Company and has proposed their appointments as Independent Directors under Section 149 of the Act to hold office for a term of five consecutive years commencing from the date of 26th Annual General Meeting of the Company. In the opinion of the Board all the above mentioned Directors fulfill conditions of appointment as Independent Director as specified in the Act and the listing agreement.

Details of the Independent Directors, whose appointment is proposed at item nos. 6 to 9 of the accompanying Notice have been given in the Notes to the Notice.

A copy of their draft letters of appointment as Independent Directors, setting out the terms and conditions are available for inspection by the members at the registered office of the company on all working days between 10.00 A. M. to 1.00 P. M. upto the date of Annual General Meeting

None of the Directors/ Key Managerial Personnel and their relatives thereof other than Shri U. C. Agarwal, Shri Sanjeev Rungta, Shri Naresh Chand Jain and Shri P. N. Vijay and their relatives are concerned or interested in the respective resolutions for their appointment.

The Board recommends the resolutions as set out in the item nos. 6 to 9 of this notice for your approval.

Item no. 10

Pursuant to Section 148 (3) of the Companies Act 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules 2014 and Companies (Cost Records and Audit) Rules 2014, the remuneration payable to Cost Auditors should be ratified by the Shareholders of the Company. The Board of Directors at its meeting held on 6th August, 2014, on the recommendation of the Audit Committee, had appointed M/s R. J. Goel & Co., Cost Accountants (Firm Regn. no. 00026), 31, Community Centre, Ashok Vihar, Phase-I, Delhi-110052 as Cost Auditors to conduct audit of cost records of the Company for the financial year 2014-15 and subject to ratification of shareholders, fixed their remuneration at ₹ 1,00,000 (One Lac only) in addition to reimbursement of actual expenses to be incurred by them in connection with conducting the said audit.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolutions. The Board recommends the resolution as set out in the item no. 10 of this notice for your approval.

By order of the Board

Place : Gurgaon
Dated : 14th August, 2014

D.C. GUPTA
Vice President &
Company Secretary

**DIRECTORS' REPORT**

To the Members,

Your Directors are pleased to present the 26th Annual Report along with Audited Accounts of the Company for the year ended 31st March 2014.

FINANCIAL RESULTS

The highlights of the financial results are as under:

	(₹ in Crore)	
	Year Ended 31.03.2014	Year Ended 31.03.2013
Revenue from Operations	1205.17	1722.02
Depreciation	36.95	36.53
Profit Before Tax	111.36	197.74
Provision for Taxation		
- Current/Earlier years	23.04	37.57
- MAT Credit	(11.37)	(4.25)
- Deferred	2.58	11.10
Profit after Tax & adjustments	97.11	153.32
Balance brought forward from previous year	161.48	107.67
Profit available for appropriations	258.59	260.99
Appropriations:		
Proposed Dividend	39.84	42.32
Dividend Distribution Tax	6.77	7.19
Transfer to General Reserve	20.00	50.00
Transfer to Capital Redemption Reserve	1.13	-
Balance carried to Balance Sheet	190.85	161.48
	258.59	260.99

DIVIDEND

Your Directors are pleased to recommend a dividend of ₹ 6/- (120 %) per equity share of ₹ 5/- each for the year ended 31st March, 2014.

RESULTS OF OPERATIONS

Revenue from Operations during the year was ₹ 1205.17 Crore against ₹ 1722.02 Crore in the previous year. Profit before tax for the year was ₹ 111.36 Crore as against ₹ 197.74 Crore in the previous year. Profit after tax and adjustments for the year was ₹ 97.11 Crore as against ₹ 153.32 Crore in the previous year.

The operations, during the year were adversely affected due to surge in imports at lower prices from other countries consequently affecting domestic market and restricting utilisation of capacity. General slowdown of industry and negative growth in capital goods sector also affected general business environment. Taking cognizance of the representations made by industry for imposition of safeguard duty on import of cheap seamless pipes into the country, Directorate General of Safeguards had recommended imposition of safeguard duty on such imports. Your Directors are pleased to state that the Government has accepted these recommendations and imposed safeguard duty of 20% on such imports. This would provide level playing field to your Company by restricting dumping from foreign suppliers.

Further, general slowdown of Industry and negative growth in capital goods sector also affected general business environment.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Accounting Standard AS - 21 on Consolidated Financial Statements read with Accounting Standard AS-23 on Accounting for Investments in Associates and AS - 27 on Financial Reporting of Interest in Joint Ventures, the Audited Consolidated Financial Statements are provided in the Annual Report.

SUBSIDIARY COMPANIES

Your Company had three wholly owned subsidiaries, as on 31st March, 2014, namely Maharashtra Seamless (Singapore) Pte. Ltd., Singapore, Maharashtra Seamless Finance Ltd. and Discovery Oil & Mines Pte. Ltd., Singapore.



In accordance with the general circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit & Loss Account and other documents of the Subsidiary Companies are not being attached with the Balance Sheet of the Company. However the financial information of the Subsidiary Companies is disclosed in the Annual Report in compliance with the said circular. The Company will make available the Annual accounts of the Subsidiary Companies and the related detailed information to any member of the Company on requisition. The Annual accounts of the Subsidiary Companies will also be kept open for inspection at the registered office of the Company and that of the respective Subsidiary Companies. The Consolidated Financial Statements presented by the Company include the financial results of the Subsidiary Companies.

During the current year, a subsidiary of the Company has acquired 20 percent stake in an Iron ore mine in Amapa, Brazil with estimated reserves of more than 250 million tons.

DIRECTORS

As per provisions of the Companies Act, 2013, not less than two third of the Directors, other than Independent Directors would be liable to retire by rotation. In compliance of the said provisions, Shri S. P. Raj, Wholetime Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Dr. Roma Kumar was co-opted as an Additional Director of the Company on 6th August, 2014. She holds office upto the date of the ensuing Annual General Meeting.

Pursuant to Section 149 of the Companies Act, 2013, the Board recommends appointment of Shri U. C. Agarwal, Shri Naresh Chand Jain, Shri Sanjeev Rungta and Shri P. N. Vijay as Independent Directors for a period of five years.

The Company has received notices under Section 160 of the Companies Act, 2013 along with deposit of requisite amount from members proposing the candidature of above Directors of the Company.

Items seeking your approval on the above are included in the Notice convening the Annual General Meeting.

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, 2014, the applicable accounting standards had 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, 2014 have been prepared on a going concern basis.

BUYBACK OF SHARES

The Board of Directors of the Company at its meeting held on 8th April, 2013 had approved the buyback of its equity shares of the face value of ₹ 5/- each from the open market through stock exchanges for an amount upto ₹ 100 crore, and at a price not exceeding ₹ 300/- per share, payable in cash. The Company commenced its scheme of buyback of shares from 14th May, 2013 and closed on 7th April, 2014. The Company has bought back total of 35,33,796 shares for ₹ 69.21 Crore at an average price of ₹ 195.85. All shares bought back have been extinguished. The paid up capital of the Company after buyback is ₹ 33,49,98,130/-

AUDIT COMMITTEE

The Audit Committee of the Company consists of Shri U. C. Agarwal, Chairman, Shri D. P. Jindal, Shri Sanjeev Rungta and Shri Naresh Chand Jain, as its other members. The Board of Directors of your Company has revised its terms of reference to be in conformity with the requirements of Section 177 of the Companies Act, 2013 and revised clause 49 of the Listing Agreement.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Directors have constituted the Corporate Social Responsibility Committee, comprising Shri. D. P. Jindal as the Chairman and Shri Naresh Chand Jain and Shri S. P. Raj as its other members.

The said Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

NOMINATION AND REMUNERATION COMMITTEE

Your Directors have constituted the Nomination and Remuneration Committee, comprising Shri. U. C. Agarwal as the Chairman and Shri Sanjeev Rungta and Shri Naresh Chand Jain, as its other members.

The said Committee has been entrusted to formulate the criteria for determining qualification, positive attributes and independence of a Director and recommend to the Board a policy relating to remuneration for the Directors, key managerial personnel and other employees, formulation of criteria for evaluation of independent Directors and the Board, devising a policy on Board diversity,



identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal etc.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Your Directors have renamed the 'Shareholders'/Investors Grievance cum Share Transfer Committee' as 'Stakeholders' Relationship Committee', with revised terms of reference in accordance with provisions of the Companies Act, 2013 and Clause 49 of the listing agreement.

CORPORATE GOVERNANCE REPORT

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.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed analysis of your company's performance is discussed in the Management Discussion and Analysis Report which forms part of this Annual Report.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to provisions of Section 205A(5) and 205C of the Companies Act, 1956, relevant amounts, which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to Investor Education and Protection Fund.

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amount lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 28th September, 2013 (date of last Annual General Meeting) on the Company's website (www.jindal.com) as also on the Ministry of Corporate Affairs' website.

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.

COST AUDIT

In conformity with the directives of the Central Government, the Company has appointed R.J. Goel & Co. Cost Accountants as Cost Auditors under Section 148 of the Companies Act, 2013, for audit of cost records of the Company for the year ending 31st March, 2015.

FIXED DEPOSITS

The Company has not accepted any Public Deposits and as such, no amount either on account of Principal or Interest on Public Deposit was outstanding as on the date of the Balance Sheet.

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 : 14th August, 2014

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, 2014

A. CONSERVATION OF ENERGY

a) Energy Conservation measures taken:

- I. 7" and 14" Hot rolling mill furnaces combustion changed over to natural gas as a fuel.

Though the furnaces were changed over to natural gas combustion, alternative of oil combustion system also kept for emergency reason so that the production should not suffer.

This conversion of oil to gas gives substantial savings on the fuel cost.

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

Harmonic filters with LT capacitor added in Mangaon plant to improve the power factor and to utilize the high power factor tariff from the power supply Company.

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 production

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

As per Form-A annexed.

B. TECHNOLOGY ABSORPTION

- Alloy steel grade P91 in smaller diameter has been successfully rolled in 6" pipe mill (Mangaon)
- API Grade C110, T95 were developed with special heat treatment and selected chemical composition of raw material grade. These grades are mainly for corrosion resistance application in oil well.

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 South America and Canada. Even during recession period, our continuous efforts have been to produce quality products 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 94.25 Crore

Earned* - Rs. 12.30 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 31.03.2014	Year ended 31.03.2013
1.	Electricity Purchased Units (KWH in lacs)* Total Amount (₹ In lacs) Rate Per Unit (₹) *Includes 88.28 lacs (previous year 85.80 lacs) units generated by Wind Power Mill of the Company.	609.93 4424.38 7.25	787.00 5984.50 7.60
2.	Fuel Consumption a) LDO/ Furnace Oil/ Bottom Oil Quantity (KL) Total Amount (₹ in lacs) Average Rate per KL (₹) b) HSD Quantity (KL) Total Amount (₹ in lacs) Average Rate per KL (₹) c) LPG Quantity (MT) Total Amount (Rs. in lacs) Average Rate Per MT (₹) d) Natural Gas Quantity ('000 SM ³) Total amount (₹ In lacs) Average rate per '000 SM ³	16823.95 7943.86 47217.57 249.01 138.31 55543.95 177.01 117.86 66583.81 1533.50 648.73 42303.85	27361.08 12504.20 45700.68 243.47 133.24 54725.43 146.24 92.07 62958.15 0.00 0.00 0.00
3.	Other/Internal generation/Wind Power (Kwh in lacs)	98.30	95.75

B. CONSUMPTION PER UNIT OF PRODUCTION

a)	SEAMLESS PIPES (MT) Electricity (Units) LDO/ Furnace Oil/ Bottom Oil (KL) HSD (KL) LPG (MT) Natural Gas (SM ³)	358.169 0.117 0.002 0.001 0.001	339.452 0.135 0.001 0.001 0.000
b)	ERW PIPES (MT) Electricity (Units) HSD/Furnace Oil (KL)	178.067 0.000	119.839 0.001

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)

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

- i) Corrosion resistance casing pipes as per API 5CT grade C110 and T95 were developed and established.
- ii) The rust preventive coating material (varnish) were developed to give long life and better finish to the pipe surface and also to improve the protection from corrosion.

Activities carried out during the year:

Development and modifications during the year

- * Pipe ID coating with flow improvement material has been added in drill pipes to improve the life of pipes and also to improve the fluid flow during operation.
- * An additional heating system has been added in 14" mill before the plug mill to improve the hollow temperature and to reduce the tool wear. Also a chain system added on the transport skid to speed up the hot hollow to transfer from the elongator to the plug mill.
- * Drill pipe Dia 5" has been successfully developed, produced and supplied.
- * Thick wall pipes in 4 1/2 " line pipe (double strong) developed first time successfully.
- * Special process/procedure were developed for the MPM mandrel inspection and repair to increase the life of the mandrel in 6" mill.
- * The complete electronics of mother tube forming mill (push bench) in CPE has been replaced with ABB DC drives. The torque of the motor has increased which has helped increasing the input weight of the pipe, which in turn improve the yield by using more input weight for same process losses.

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

As a result of the R&D activities, new toolings for hot mill and higher dia pipes in seamless were also developed and 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

- * 5 1/2" and 2 3/8" drill pipes development taken in 6" pipe mill
- * Thick wall pipes in 3 1/2" and 2" line pipe planned to develop.
- * Mechanical abrasion resistance coating facility for drill pipe internal coating planned to develop.
- * Additional ultrasonic testing machine for smaller diameter boiler pipes planned to install
- * The crimping press of CPE to be newly modified to reduce the crimp end loss thereby to reduce the scrap and production cost.

4. Expenditure on R&D

(₹ in lacs)

A Capital	Nil
B Revenue	383.00
C Total	383.00
D Total R&D expenditure is 0.32 % of total turnover	

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 the 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 challenge 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:

Mandrel pipe mill technology has been adopted in 6" pipe Plant. With a new technology the product quality improved very well and we were able to meet the present demand of the market with closer tolerances on dimensions and special grade steel pipes.

The development has to be continued further to fulfill the demand of Oil & Gas and other Industries



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. 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. 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 2013-14, the Board of Directors met five times and the gap between two meetings did not exceed four months. The Board Meetings were held on 8th April, 2013, 24th May, 2013, 8th August, 2013, 2nd November, 2013 and 24th January, 2014. 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 as on 31st March, 2014 are given below:

Directors			Attendance		No. of other Directorships and Committee Memberships/ Chairmanships held		
	Category	Shares held	Board Meeting	Last AGM	Directorships	Committee Memberships	Committee Chairmanship
Mr. D.P. Jindal	NEC	51355	5	Yes	7	1	-
Mr. Saket Jindal	MD	1731625	5	Yes	3	2	1
Mr. S. P. Raj	WTD	-	4	Yes	-	-	-
Mr. U. C. Agarwal	Independent	1000	5	No	1	2	2
Mr. Sanjeev Rungta	Independent	-	3	No	2	2	-
Mr. N. C Jain *	Independent	-	5	Yes	-	-	-
Mr. P. N. Vijay **	Independent	-	2	Yes	2	2	2

NEC = Non - Executive Chairman, MD = Managing Director, WTD=Whole Time Director,

Note:

- only Audit and Shareholders' / Investor's Grievance Committees are considered.
- excludes directorships in private/foreign companies and alternate directorship.

* Appointed as Director w.e.f. 8.4.2013.

** Appointed as Director w.e.f. 8.8.2013

No Director is related to any other Director, except Shri Saket Jindal, who is the son of Shri D. P. 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 2014.

SAKET JINDAL

Managing Director

Date : 6th August, 2014

2. AUDIT COMMITTEE

The terms of reference of the Audit Committee are as per guidelines set out in the revised Listing agreement read with Section 177 of the Companies Act, 2013. The Audit Committee provides directions to the audit functions and monitors the quality of internal and statutory audit.

The responsibilities of the Audit Committee include overseeing the financial reporting process, to ensure fairness, sufficiency and credibility of financial statements, review findings of internal auditors relating to various functions, recommendation of appointment and removal of statutory auditors, internal auditors and cost auditors and fixation of their remuneration; review of the quarterly and annual financial statements before submission to the Board, with particular reference to matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013; review of adequacy and compliance of internal control systems and the internal audit function; review of compliance with laws; inspection of records and audit reports and reports of statutory auditors; review of findings of internal investigations; review of statement of significant related party transactions; review of management letters/letter of internal control, weaknesses issued by statutory auditors, discussion on the scope of audit with external auditors and examination of reasons for substantial defaults, if any in the payment to shareholders; review the functioning of the Whistle Blower mechanism etc.

COMPOSITION

The Audit Committee of the Company is comprised of four Directors consisting of one Promoter Non-executive Director and three 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. The Audit Committee meetings 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 meetings of the Audit Committee were held on 24th May, 2013, 8th August, 2013, 2nd November, 2013 and 24th January, 2014. The composition, names of the members, chairperson, and particulars of the meetings and attendance of the members during the year are as follows:

Members	Designation	No. of meetings attended
Mr. U.C. Agarwal	Chairman	4
Mr. D.P. Jindal	Member	4
Mr. Sanjeev Rungta	Member	2
Mr. N.C. Jain*	Member	4

*Appointed as member of the Committee w.e.f. 8th April, 2013.



INTERNAL AUDITORS

The Company has appointed 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. NOMINATION AND REMUNERATION COMMITTEE

During the current year the Board has constituted the Nomination and Remuneration Committee, comprising of Shri. U. C. Agarwal as the Chairman and Shri Sanjeev Rungta and Shri Naresh Chand Jain, as its other members.

The said Committee has been entrusted to formulate the criteria for determining qualification, positive attributes and independence of a Director and recommend to the Board a policy relating to remuneration for the Directors, key managerial personnel and other employees, formulation of criteria for evaluation of independent Directors and the Board, devising a policy on Board diversity, identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal etc.

REMUNERATION TO DIRECTORS

Detailed terms of appointment of the Managing Director and Whole-time Director 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 Director and Whole Time Director during the year ended 31st March, 2014:-

(₹)

Name	Salary	Perquisites & other benefits	Total
Mr. Saket Jindal, Managing Director	10,800,000	3,974,400	14,774,400
Mr. S. P. Raj Whole -Time -Director	1,689,420	1,015,789	2,705,209

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, Audit Committee and Shareholders' / Investors' Grievance cum Share Transfer Committee attended by them. Details of remuneration paid as sitting fee to Non-Executive Directors during the year ended 31st March, 2014: -

(₹)

Director	Sitting Fees
Mr. D. P. Jindal	1,40,000
Mr. U. C. Agarwal	1,85,000
Mr. Sanjeev Rungta	80,000
Mr. N.C. Jain	1,40,000
Mr. P.N. Vijay	40,000

Apart from receiving Directors' remuneration by way of sitting fee for attending meetings of Board, Audit Committee and Shareholders' / Investors' Grievance cum Share Transfer Committee, none of the Non-Executive Directors had any pecuniary relationship or transactions with the Company during the year ended 31st March 2014.



4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Your Directors have constituted the Corporate Social Responsibility Committee, comprising Shri. D. P. Jindal as the Chairman and Shri Naresh Chand Jain and Shri S. P. Raj as its other members.

The said Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

FUNCTIONS

The Board has renamed the Shareholders'/Investors' Grievance cum Share Transfer Committee as Stakeholders Relationship Committee to align it with the requirements of the Companies Act, 2013. The Committee meets periodically, 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 Stakeholders Relationship Committee is as under:-

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 01.04.2013 to 31.03.2014	1
Number of complaints not solved to the satisfaction of shareholders	Nil
Number of pending complaints as on 31.03.2014	Nil

6. GENERAL BODY MEETINGS

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

Financial year	Date	Location of the Meeting	Time
2010-11	30.09.2011	Registered Office of the Company at Pipe Nagar, Raigad	11.30 A.M.
2011-12	28.09.2012	Registered Office of the Company at Pipe Nagar, Raigad	11.30 A.M.
2012-13	30.09.2013	Registered Office of the Company at Pipe Nagar, Raigad	10.30 A.M.

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

- | | |
|----------------------------------|--|
| a) In the AGM held on 30.09.2011 | Pursuant to provisions of Section 314, of the Companies Act, 1956 appointment of Smt. Shruti Raghav Jindal to hold an office of profit in the Company as Chief Executive |
| b) In the AGM held on 28.09.2012 | None |
| c) In the AGM held on 30.09.2013 | None |

7. DISCLOSURES

i) Related Party Transactions

There have been related party transactions 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 Accountants 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. Ravi Gupta, CFO have furnished the required certificate to the Board of Directors pursuant to Clause 49 of the Listing Agreement.

7. MEANS OF COMMUNICATION

The Company's financial results are communicated forthwith to all Stock Exchanges where at the Company's shares are listed, 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 Business Standard, Free Press Journal and Navshakti. The Financial results, Press Releases, Investor Communique 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 : 26th September, 2014 at 10.30 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, 2013 to 31st March, 2014

c) Book Closure : 26th August, 2014 to 28th August, 2014 (Both days inclusive)

d) Dividend Dividend of ₹ 6/- (120 %) per equity share for the year ended 31st March, 2014, if approved by the members, would be payable on or after 27th September, 2014.

Financial Calendar (Tentative):

- Financial reporting for the quarter ended 30th June, 2014	Aug, 2014
- Financial reporting for the quarter ending 30th September, 2014	Oct/ Nov, 2014
- Financial reporting for the quarter ending 31st December, 2014	Jan/ Feb, 2015
- Financial reporting for the quarter/year ending 31st March, 2015	April/ May, 2015

Listing on Stock Exchanges:

The Equity Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited. Listing fee for the year 2014-15 has been paid to all Stock Exchanges.

Name & address of Stock Exchanges	Stock Code/Trading Symbol
BSE 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

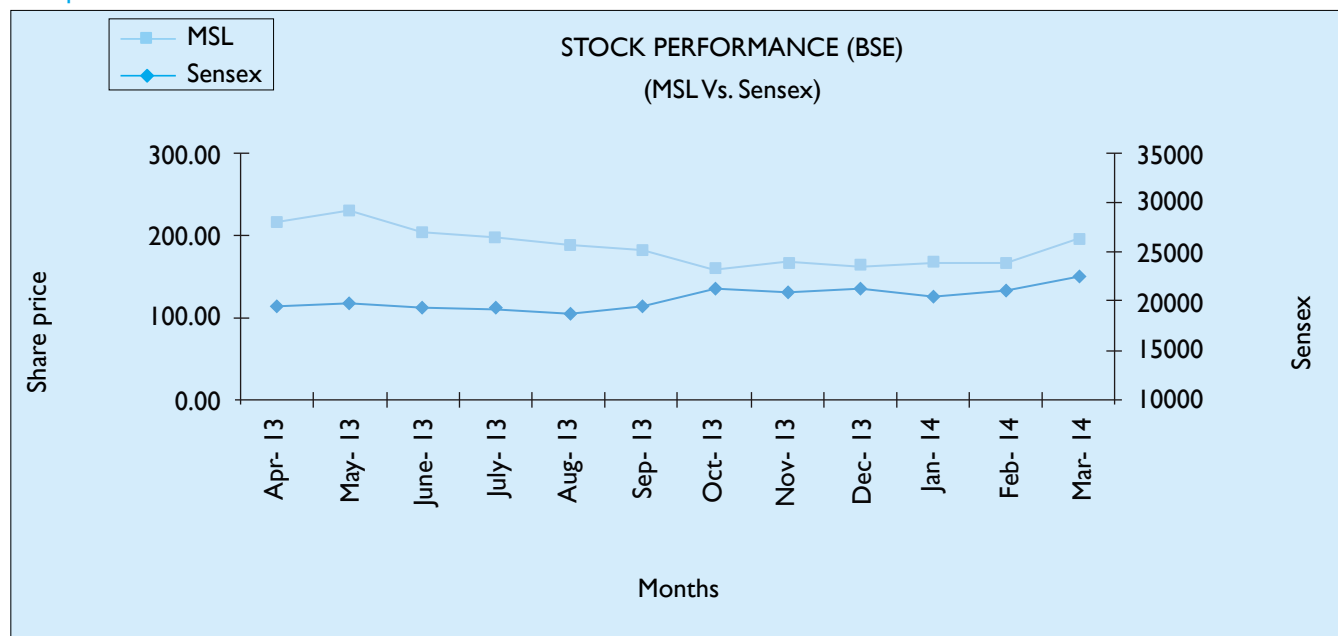


Stock Market Data

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

Month	MSL BSE Price (₹)		BSE Sensex	
	High	Low	High	Low
April, 2013	244.00	202.15	19622.68	18144.22
May, 2013	236.00	215.00	20443.62	19451.26
June, 2013	233.00	202.25	19860.19	18467.16
July, 2013	210.00	194.00	20351.06	19126.82
Aug, 2013	199.95	185.05	19569.20	17448.71
Sept.,2013	190.00	177.95	20739.69	18166.17
Oct.,2013	183.80	157.55	21205.44	19264.72
Nov.,2013	181.00	151.05	21321.53	20137.67
Dec.,2013	185.00	162.05	21483.74	20568.70
Jan.,2014	198.00	162.00	21409.66	20343.78
Feb.,2014	169.00	155.00	21140.51	19963.12
Mar.,2014	196.95	162.00	22467.21	20920.98

Share performance chart



Distribution of shareholding as on 31st March, 2014

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Upto 500	22219	93.85	3197604	4.68
501 to 1000	895	3.78	702751	1.03
1001 to 10000	448	1.89	1180984	1.73
10001 to 100000	76	0.32	2527970	3.70
100001 to 500000	20	0.09	4648655	6.81
500001 & above	17	0.07	56025160	82.05
Total	23675	100.00	68283124	100.00

**Shareholding Pattern as on 31st March, 2014**

Category	No. of shares held	% of holding
Promoters	39184687	57.39
Mutual Funds/UTI	4139820	6.06
Financial Institutions/Banks	38724	0.06
Insurance Companies	952564	1.40
Foreign Institutional Investors	9274542	13.58
Bodies Corporate	6345805	9.29
Resident Individuals	6159801	9.02
NRIs	418138	0.61
Trusts	1769043	2.59
Total	68283124	100.00

Dematerialisation of Shares

97.63 % of the Paid-up Equity Share Capital of the Company is in dematerialised form as on 31st March 2014.

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 2014.

Plant Locations:**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

3. Solar Power

Pokaran, Distt- Jaisalmer
Rajasthan

Registrar and Share Transfer Agents:

Alankit Assignments Limited, Alankit House,
2E/21, Jhandelwala Extension,
New Delhi – 110 055
Phone: 011-23541234, 42541234
Fax : 011-42541967
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 generally 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 provisions of the Companies Act, 2013, and the revised Clause 49 of the listing agreement, the Independent Directors are proposed to be appointed for a period of five years at the ensuing Annual General Meeting.

(2) **REMUNERATION COMMITTEE**

The Company has constituted a Nomination and Remuneration Committee.

(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 MEMBERS**

At present, the Company does not have such a training program for the Board Members. However, the same would be implemented during the current year in compliance with revised Clause 49 of the listing agreement.

(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. However, the same would be implemented during the current year in compliance with revised Clause 49 of the listing agreement.



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 2014, 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: 6th August, 2014



MANAGEMENT DISCUSSION & ANALYSIS

Introduction

The year under review has been extremely challenging due to dumping by foreign suppliers and lower demand in domestic market. The demand was further affected due to initiation of investigation of levy of anti-dumping duty by US Government. In this backdrop, the operations for the year have been challenging.

Summary of Operative Performance

	2013-14	2012-13
Gross Sales (Rs. in Lacs)	130,674	183,782
Earnings per share (in Rs.)	13.98	21.74
Book value per share (in Rs.)	409	400

Financial Position

The Company remains a zero debt company with no long-term borrowings. The credit rating for the Company is reaffirmed at AA+ for long term bank facilities and for short term bank facilities in the highest category at P1+ by both CRISIL & ICRA. This endorses the confidence on the financial standing of the Company. Short-term bank borrowings are restricted to the need based working capital requirements. Funds surplus to the operational needs have been prudently invested to earn reasonable returns with a high degree of safety.

Economic Environment

The Indian economy witnessed a rather challenging year with GDP growth slowing down to sub-5% for the second year in succession. The slowdown in the pace of growth is largely attributable to weakness in industry which grew by only 0.7% during the year as per Advance Estimates released by the Ministry of Statistics and Programme Implementation. The Manufacturing sector, which accounts for 55% of industry, de-grew by 0.2%. Growth in the Services sector stood at 6.9%, well below the trend growth levels. The only bright spot in an otherwise lackluster economy was the Agriculture sector which grew by 4.6% with record agricultural output.

Inflation remained high and sticky for most part of the year leading to the RBI hiking the Repo rate by 75 basis points since May' 13. While headline inflation has moderated in recent months, Core CPI inflation remains elevated at around 8% leaving little room for the RBI to ease policy rates to spur growth. Food inflation remains a key monitorable in the ensuing months given the likelihood of El Nino weather conditions and sub-par rainfall.

There was good news on the 'twin deficit' front. Fiscal Deficit for the year was contained within target at 4.6% of GDP. Such fiscal consolidation was, in large measure, driven by a significant compression in Government expenditure rather than buoyancy in revenue collection given the slowdown in economic activity. The quality of fiscal consolidation leaves room for improvement with further curtailment of non-essential subsidies and better targeting of major subsidies being the key imperatives. The Current Account Deficit recorded significant improvement during the year, narrowing to an estimated 2.0% of GDP as compared to 4.7% in the previous year. Regulatory curbs on gold imports, higher exports on the back of a weak Rupee and import compression aided such improvement. Measures announced by the Ministry of Finance and the RBI during the year to attract capital flows, particularly from non-resident Indians, helped shoring up foreign exchange reserves and arresting the sharp depreciation of the Rupee Vs. the US Dollar witnessed during the period May' 13 to August' 13, and restoring stability in the currency markets.

As per median estimates, based on the Survey of Professional Forecasters conducted by RBI, the Indian economy is likely to post a moderate recovery in 2014-15. GDP growth is estimated to improve to around 5.5% supported by an anticipated pick up in investment activity in view of the part resolution of stalled projects, improved business and consumer confidence and expectation of lower inflation. External demand is expected to improve further during 2014-15 stemming from encouraging growth prospects in Advanced Economies. Tighter global financial and monetary conditions, risks to agricultural growth due to the likelihood of sub-normal monsoons given the impending El Nino weather conditions, possibility of a reversal in capital flows with the interest rate cycle picking up in Advanced Economies represent some of the key downside risks going forward. A stable government at the Centre, greater clarity and certainty in policies and fast track clearances of large projects would go a long way in engendering a much needed boost to investor sentiment and reviving the private investment cycle in particular.



Industry Profile and Outlook

Pipelines are the most preferred mode of transport for Oil & Gas all over the world for its economy, uninterrupted supply, anti-spillage & anti-pilferage qualities. But in India still a major part of oil & gas is transported by tankers on road & rail mode as our network of pipelines for transportation of oil & gas is skeletal & grossly inadequate. This network eventually is going to be made extensive criss-crossing the country like the rail net-work in coming years.

Power sector consume large quantities of steel pipes and is an important sector for steel pipe manufactures. With rapid development, the demand for power is going up exponentially in India. A huge numbers of power projects both in Government & Private sectors have been planned but most of them are stuck due to one or the other reason. This is worsening the power situation day-by-day. As the pressure grows all these projects as well as new projects will be cleared & executed on urgency.

The Government has finally realized the damage of dumping of cheap products on the Indian industry and has imposed Safeguard Duty on import of seamless pipes. This should curb the import of cheap seamless pipes and improve the position of domestic industry.

In its continuous pursuit of excellence MSL has been adding new sizes & grades to its product portfolio. We have been approved by API for Drill Pipe and developed some thicker & higher alloy grade pipes. A few NDT (Non Destructive Testing) machines are being added to meet the requirement of small diameter pipes in Power, Auto & Bearing sectors.

Growth is the main agenda of this Government now. In the coming days we expect the Government to roll out a number of development plans, which should boost the demand of basic industries including steel pipes.

As growth and development is the basic driving force, more & active participation of bidders is expected in the exploration & development rounds of country's Oil & Gas resources. This would push the demand for pipes which are used in large quantities in this sector.

Important Events affecting present and future operations

Imposition of Safeguard Duty on Imports of Seamless Pipes and Tubes into India

During the year Directorate General of Safeguards India (DGSGI) had initiated an investigation for imposition of safeguard duty on imports of Seamless Pipes and Tubes into India. The Government has now imposed Safeguard Duty on import of Seamless Pipes and Tubes into India. This would have positive effect on domestic industry and the economy.

USA Antidumping Investigation into Imports of OCTG from India

Department of Commerce of United States of America had initiated an investigation against nine countries including India for imposition of Anti-Dumping and Countervailing duties on imports of Oil Country Tubular Goods (OCTG) into the country. The Company has strongly defended this investigation and was levied only 2.05% anti-dumping duty (effectively NIL duty) and 5.67% Countervailing duty giving the company a competitive edge over its domestic and international competitors who were levied duties ranging between 10% to 118%. Final hearing of United States International Trade Commission (USITC) is expected by the end of August, 2014.

Human Resources

The Company believes that its employees are the key to driving sustainable performance and developing competitive advantage. The emphasis has been given to recruit the best talent, nurture, motivate and empower. Hence the Company's approach is to unlock the potential of people while continuously developing their functional, operational and behavioral competencies. The company aims to build a team of dedicated employees who work with passion, zeal and a sense of belongingness and play a defining role in significantly accelerating the growth and transformation of the Company.

Risk Management

Adequate measures have been adopted by the Company to anticipate, plan and mitigate the spectrum of risks it faces. All manufacturing sites are analyzed to minimize risk associated with protection of environment, safety of operations and health of people at work and monitored regularly with reference to statutory regulations and guidelines. The Company fulfills its legal requirements concerning emission, waste water and waste disposal. Improving work place safety continued to be top priority at manufacturing site.



The Company's business operations are exposed to a variety of financial risks such as market risk (foreign exchange risk, interest rate risk and price risk), liquidity risk etc. The group's overall risk management program focuses on unpredictability of financial markets and seeks to reduce potential adverse effects on the financial performance.

Environment, Corporate Sustainability and Social Responsibility

Corporate management plays a key role in helping the company grow its business operations. Our ability to treat customers, employees, neighbours and environment in a responsible way is not only ethically correct but also strengthens our partnership with those stakeholders upon whom our success as a Company ultimately depends. The Company is providing strong emphasis for protection of environment, health and safety risks, optimization of energy and resources and continuous improvement of our processes to minimize the impact of our activities on the environment

Corporate social responsibility is an integral component of our corporate philosophy and the Company strives for enhanced participation in CSR activities, in the area of education and health.

INDEPENDENT AUDITORS' REPORT

To the Members of
Maharashtra Seamless Limited

1) **Report on the Financial Statements**

We have audited the accompanying financial statements of Maharashtra Seamless Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

2) **Management's Responsibility for the Financial Statements**

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 of India (the "Act") read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3) **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

4) An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an effectiveness of Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

5) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

6) **Opinion**

In our opinion, and to the best of our information and according to the explanations given to us, the accompanying financial statements give the information required by the Act 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 the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- ii) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

7) **Emphasis of Matter**

We draw attention to Note No 2.37 and 2.33 to the Financial Statements, relating to the company has given interest free loan of ₹ 26,578,714/-, ₹ 44,702,852/- and ₹ 586,000,000/- to the Jindal Premium Connection Pvt. Ltd. (formally known as Hydri Jindal international Pvt. Ltd.) , Gondkhari Coal Mining Ltd. and Maharashtra Seamless Ltd. Employee Welfare Trust respectively. Further we draw attention to Note No. 2.29 to the financial statements, relating to accounting policy followed by the Company in respect of mega project subsidy received/receivable under the Package Scheme of Incentive 2007 approved by the Government of Maharashtra.

8) **Report on Other Legal and Regulatory Requirements**

As required by 'the Companies (Auditor's Report) Order, 2003 , as amended by 'the Companies (Auditor's Report) (Amendment) Order, 2004 , issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

9) **As required by Section 227(3) of the Act, we report that:**

- i) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit;
- ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- iii) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- iv) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with Accounting Standards notified under the act read with the e General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act 2013. and ;
- v) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of Section 274(1) (g) of the Act.

For **KANODIA SANYAL & ASSOCIATES**

Chartered Accountants

FRN 008396N

R.K. KANODIA

Partner

Membership No.016121

Place: New Delhi

Dated: 24th May, 2014

ANNEXURE TO INDEPENDENT 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 Six companies during the year. The maximum amount involved during the year was Rs. 26,953.48 lacs the yearend balance of loan granted to such companies was Rs. 21,554.80 lacs. The company has taken loan during the year from one company. The maximum amount involved during the year was Rs. 111.60 lacs, the yearend balance of loan taken from such company was Rs. 82.85 lacs.
(b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions, except as refer in Note no.37 to the Financial Statement of the Company, are not prima facie prejudicial to the interest of the company
(c) In respect of loans granted by the company the interest payments, except as refer in Note no.37 to the Financial Statement of the Company, are regular and the principal amounts are being received /renewed on the due dates. In respect of loans taken by the company, the interest payments are regular and the principal amount is repayable on demand.
(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 2014 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, 2014 on account of any dispute are given below:

Name of the Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Amount (₹ in Lacs)
Sales Tax	Demand for Sales Tax	Maharashtra Sales Tax Authority (Appellate Tribunal)	2001-2002	4.65
Excise Duty	Demand for Excise Duty	Commissioner Appeal	Jan.1998 - June 1999	18.70
		CESTAT	May1998 - Feb.1999	6.73
		CESTAT	Feb.1999 - March 1999	0.84
		CESTAT	Dec.1999	2.42
		CESTAT	April 2000 - July 2000	5.03
		CESTAT	May 2000 - Aug. 2001	3.74
		CESTAT	Oct.2002	0.37
		CESTAT	2001-2002	3.61
		Commissioner Appeal	2002-2003	12.12
		Additional Commissioner	2005-2006	3.46
			2006-2007	199.67
		CESTAT	2006-2007	68.36
			2007-2008	341.86
			2008-2009	545.50
Income Tax	Demand for Income Tax	Commissioner Appeal	2009-2010	4.53
			2010-2011	4.92

10. There are no accumulated losses at the end of the year. There are no cash losses during the financial year and in 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 are 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. In our opinion and according to the information and explanations given to us, the terms and conditions of the corporate guarantees given by the company for loan taken by other company from banks are not prima facie prejudicial to the interest of the company.
16. According to the information and explanations given to us, the company has not obtained any term loan during the year; accordingly clauses (xvi) of paragraph 4 of the Order are 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 any 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: 24th May, 2014

FINANCIAL STATEMENTS

**BALANCE SHEET AS AT 31ST MARCH, 2014**

	Note No.	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
I. EQUITY AND LIABILITIES			
I Shareholders' Funds			
(a) Share Capital	2.1	341,415,620	352,667,110
(b) Reserves and Surplus	2.2	27,569,627,719	27,874,574,016
		<u>27,911,043,339</u>	<u>28,227,241,126</u>
2 Non - Current Liabilities			
(a) Long - Term Borrowings	2.3	5,421,360	8,284,080
(b) Deferred Tax Liabilities (Net)	2.4	730,861,120	705,040,760
(c) Other Long - Term Liabilities	2.5	494,956,096	573,617,985
		<u>1,231,238,576</u>	<u>1,286,942,825</u>
3 Current Liabilities			
(a) Short - Term Borrowings	2.6	69,691,300	37,944,900
(b) Trade Payables	2.7	1,462,344,412	384,389,002
(c) Other Current Liabilities	2.8	869,628,682	1,020,456,043
(d) Short - Term Provisions	2.9	63,614,637	95,118,972
		<u>2,465,279,031</u>	<u>1,537,908,917</u>
TOTAL		<u>31,607,560,946</u>	<u>31,052,092,868</u>
II. ASSETS			
I Non - Current Assets			
(a) Fixed Assets	2.10		
(i) Tangible Assets		6,513,416,215	6,338,549,348
(ii) Intangible Assets		4,661,984	8,182,142
(iii) Revalued Assets		5,787,355,178	6,196,254,196
(iv) Capital Work in Progress		175,562,278	524,040,746
(v) Silver Coins in Hand		153,213	78,893
(b) Non - Current Investments	2.11	1,097,919,423	1,310,186,270
(c) Long - Term Loans and Advances	2.12	874,529,267	888,361,983
		<u>14,453,597,558</u>	<u>15,265,653,578</u>
2 Current Assets			
(a) Current Investments	2.11	5,880,099,473	5,661,426,216
(b) Inventories	2.13	4,352,118,557	5,132,949,612
(c) Trade Receivables	2.14	3,419,247,289	3,215,536,260
(d) Cash and Cash Equivalents	2.15	292,655,173	78,309,135
(e) Short - Term Loans and Advances	2.16	3,047,986,705	1,646,456,979
(f) Other Current Assets	2.17	161,856,191	51,761,088
		<u>17,153,963,388</u>	<u>15,786,439,290</u>
TOTAL		<u>31,607,560,946</u>	<u>31,052,092,868</u>

Significant Accounting Policies and
Notes on Financial Statements

I-2.51

As per our report of even date attached
For **KANODIA SANYAL & ASSOCIATES**
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

RAVI GUPTA
CFO

D.C. GUPTA
VP & Company Secretary

Place : Gurgaon
Dated : 24th MAY, 2014

For and on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
P.N.VIJAY
N.C. JAIN
Directors

S.P. RAJ
Wholetime Director

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014**

	Note No.	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
I. Revenue From Operations	2.18	12,051,668,880	17,220,223,955
II. Other Income	2.19	632,077,437	695,809,795
III. Total Revenue (I + II)		12,683,746,317	17,916,033,750
IV. Expenses:			
Cost of Materials Consumed	2.20	8,165,294,078	11,927,694,954
Changes in Inventories of Finished Goods, Work - in - Process and Stock - in - Trade	2.21	385,510,567	128,735,225
Employee Benefits Expense	2.22	397,723,117	437,052,540
Finance Costs	2.23	27,322,734	61,481,852
Depreciation and Amortization Expense	2.10	369,493,746	365,251,979
Other Expenses	2.24	2,224,811,165	3,018,447,101
Total Expenses		11,570,155,407	15,938,663,651
V. Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		1,113,590,910	1,977,370,099
VI. Exceptional Items		-	-
VII. Profit Before Extraordinary Items and Tax (V - VI)		1,113,590,910	1,977,370,099
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII-VIII)		1,113,590,910	1,977,370,099
X. Tax Expenses:			
(a) Current Tax		228,900,000	392,100,000
(b) Deferred Tax		25,820,360	111,020,610
(c) MAT Credit		(113,743,210)	(42,535,918)
(d) Earlier Years		1,357,009	(16,528,221)
(e) Wealth Tax		141,392	141,762
XI. Profit for the Year (IX - X)		971,115,359	1,533,171,866
XII. Earnings Per Equity Share (Par value ₹ 5/-)			
(1) Basic		13.98	21.74
(2) Diluted		13.98	21.74
Significant Accounting Policies and Notes on Financial Statements	I-2.51		

As per our report of even date attached
For KANODIA SANYAL & ASSOCIATES
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 24th MAY, 2014

RAVI GUPTA
CFO
D.C. GUPTA
VP & Company Secretary

For and on Behalf of the Board

D.P. JINDAL
Chairman
SAKET JINDAL
Managing Director
U.C. AGARWAL
P.N.VIJAY
N.C. JAIN
Directors
S.P. RAJ
Wholetime Director

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014**

	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
A. Cash Flow from Operating Activities		
Net Profit before Extraordinary Items and Tax	1,113,590,910	1,977,370,099
Adjustments for:		
Depreciation and Amortisation	369,493,746	365,251,979
(Profit) on Sale / Write off of Assets (Net)	(53,024)	(15,540)
Income Tax Adjustment Relating to Earlier Years / Wealth Tax	(141,392)	16,386,459
Finance Costs	16,556,530	49,069,451
Interest Income	(133,624,392)	(172,208,849)
Dividend Income	(2,989,739)	(4,159,793)
Net Gain on Sale of Investments	(429,014,382)	(382,850,407)
Rental Income from Investment Properties	(6,726,338)	(6,043,784)
Cash Flow from Operating Activities before Working Capital Changes	927,091,919	1,842,799,615
Changes in Working Capital:		
Adjustments for (Increase) / Decrease in Operating Assets:		
Inventories	780,831,055	2,038,913,302
Trade Receivables and Other Receivables	(36,696,335)	344,664,261
Short - Term Loans and Advances	(1,581,067,318)	312,154,520
Long - Term Loans and Advances	(16,659,604)	(118,028,109)
Adjustments for Increase / (Decrease) in Operating Liabilities:		
Trade Payables and Other Liabilities	840,226,750	(1,099,237,698)
Cash Flow from Operating Activities after Working Capital Changes	913,726,467	3,321,265,891
Cash Flow from Extraordinary Items	-	-
Cash Generated from Operations	913,726,467	3,321,265,891
Net Income Tax (Paid) / Refunds	(182,576,752)	(460,216,051)
Net Cash Flow from / (used in) Operating Activities (A)	731,149,715	2,861,049,840
B. Cash Flow from Investing Activities		
Capital Expenditure on Fixed Assets	(192,489,950)	(518,710,942)
Proceeds from Sale of Fixed Assets	106,667	3,177,109
Current Investments not considered as Cash and Cash Equivalents		
- Purchased	(4,024,166,673)	(5,208,344,716)
- Proceeds from Sale	4,217,408,133	3,204,966,412
Purchase of Long - Term Investments		
- Subsidiaries	(144,007,500)	(34,508,000)
- Joint ventures	-	(132,159,125)
- Others	(20,279,207)	(73,553,825)
Proceeds from Sale of Long - Term Investments		
- Joint ventures	64,731,000	-
- Others	328,922,219	390,715,754
Interest Received	135,615,490	174,948,989
Dividend Received	2,989,739	4,159,793
Rental Income from Investment Properties	6,726,338	6,043,784
Net Cash Flow from / (used in) Investing Activities (B)	375,556,256	(2,183,264,767)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014**

	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
C. Cash Flow from Financing Activities		
Proceeds / (Repayment) of Long - Term Borrowings	(2,862,720)	(2,150,820)
Buy Back of Equity Shares	(415,290,547)	-
Proceeds / (Repayment) of other Short - Term Borrowings	31,746,400	(260,669,172)
Finance Costs	(16,556,530)	(49,069,451)
Dividend Paid	(418,081,626)	(420,342,255)
Tax on Dividend	(71,314,910)	(68,653,706)
Net Cash Flow from / (used in) Financing Activities (C)	(892,359,933)	(800,885,404)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	214,346,038	(123,100,331)
Cash and Cash Equivalents at the Beginning of the Year	78,309,135	201,409,466
Cash and Cash Equivalents at the End of the Year	292,655,173	78,309,135
Notes forming part of accounts (Ref - Note No. 2.15)		

As per our report of even date attached
For KANODIA SANYAL & ASSOCIATES
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 24th MAY, 2014

RAVI GUPTA
CFO

D.C. GUPTA
VP & Company Secretary

For and on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
P.N. VIJAY
N.C. JAIN
Directors

S.P. RAJ
Wholetime Director

**I SIGNIFICANT ACCOUNTING POLICIES****a) Basis of Preparation of Financial Statements**

The financial statements are prepared under the historical cost convention except for certain fixed assets which had been revalued on accrual basis and in accordance with the requirements of the Companies Act, 1956 and in compliance with the applicable Accounting Standards referred to in sub - section (3C) of the section 211 of the said Act and the other relevant provisions of Companies Act, 1956. The Accounting policies, except otherwise stated, have been consistently applied by the company.

All Assets and Liabilities have been classified as current or non - current as per company's normal operating cycle of 12 months and other criteria set - out in revised Schedule VI 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 dispatch 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) Tangible Fixed Assets**

Tangible 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. Tangible 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 including revalued assets has been 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. The additional depreciation on account of Revaluation has been adjusted from 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 completion / erection.

iv) Impairment of Assets

An Asset is stated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the statement of Profit and Loss in the year in which an assets is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

v) Intangible Assets

Intangible Assets are stated at cost of acquisition less accumulated Depreciation / Amortization. This includes computer software packages.

e) Investments

Investments are classified as Non - Current or Current based on the Management intention at the time of purchase. Non-Current 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 (Weighted Average Method) 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.

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.
- iii) Minimum Alternate Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal tax during the specified period.

k) **Financial Derivatives Transactions**

In respect of forward exchange contracts entered into to hedge foreign currency risks, the difference between the forward rate and exchange rate at the inception of the contract is recognized as income or expense over the life of the contract. Further, the exchange differences arising on such contracts are recognised as income or expense along with the exchange differences on the underlying assets / liabilities. Further, in case of other contracts with committed exchange rates, the underlying is accounted at the rate so committed. Profit or loss on cancellations / renewals of forward contracts is recognised during the year.

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

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 FINANCIAL STATEMENTS

	As At 31.03.2014		As At 31.03.2013	
	No. of Shares	(₹)	No. of Shares	(₹)
NOTE : 2.1				
SHARE CAPITAL				
a) Authorised Share Capital				
Equity Shares (Par value ₹ 5/-)				
At the Beginning of the Year	80,000,000	400,000,000	80,000,000	400,000,000
Add : Additions during the year	-	-	-	-
Less : Reduction during the year	-	-	-	-
At the End of the Year	80,000,000	400,000,000	80,000,000	400,000,000
Preference Shares (Par value ₹ 10/-)				
At the Beginning of the Year	20,000,000	200,000,000	20,000,000	200,000,000
Add : Additions during the year	-	-	-	-
Less : Reduction during the year	-	-	-	-
At the End of the Year	20,000,000	200,000,000	20,000,000	200,000,000
b) Issued, Subscribed and Paid up				
Equity Shares (Par value ₹ 5/-)				
At the Beginning of the Year	70,533,422	352,667,110	70,533,422	352,667,110
Add : Additions during the year	-	-	-	-
Less : Reduction during the year on account of buy back	2,250,298	11,251,490	-	-
At the End of the Year	68,283,124	341,415,620	70,533,422	352,667,110

Terms / Rights attached to Equity Share

The company has only one class of Equity Shares having a par value of ₹ 5/-. Each holder of Equity Shares is entitled to one vote per share.

The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of Directors, in their meeting on May 24, 2014, proposed a dividend of ₹ 6/- per Equity Share. The proposal is subject to the approval of shareholders at the Annual General Meeting. The total dividend appropriation for the year ended March 31, 2014 amounted to ₹ 470,317,275/- including corporate dividend tax of ₹ 68,319,519/-. The dividend pay-out is calculated on 66,999,626 no. of shares to the member whose name appear in the register of member as on 24th May 2014.

In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of Equity Shares held by the shareholders.



NOTES ON FINANCIAL STATEMENTS

	As At 31.03.2014		As At 31.03.2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
c) List of shareholders holding more than 5% shares				
Franklin Templeton Investment Funds	5,342,961	7.82	4,959,584	7.03
Global Jindal Fin-Invest Ltd.	5,424,944	7.94	5,424,944	7.69
Brahmadev Holding & Trading Ltd.	5,758,992	8.43	5,758,992	8.16
Stable Trading Company Ltd.	11,285,544	16.53	11,285,544	16.00
Odd & Even Trades And Finance P. Ltd.	11,690,000	17.12	11,690,000	16.57

- d) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date: Nil
- e) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash during the period of five years immediately preceding the reporting date: Nil

- f) The company has bought back following Equity Shares during the last five years preceding the Balance Sheet Date
- | | |
|----------------|---------------|
| Financial Year | No. of Shares |
| 2013-14 | 2,250,298 |

Pursuant to the approval of the Board of Directors of the company, for buy back of Equity Shares U/s 77A of the Companies Act, 1956, during the financial year 2013-14 the company has bought 2,250,298 the Equity Shares and extinguished the same. Consequently a sum of ₹ 11,251,490/- has been reduced from Share Capital & ₹ 404,039,057/- has been reduced from Securities Premium Account.

Capital Redemption Reserve has been created of ₹ 11,251,490/- being nominal value of shares bought back U/s. 77A of the Companies Act, 1956.

	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.2		
RESERVES & SURPLUS		
Capital Redemption Reserve:		
As per Last Balance Sheet	144,112,800	144,112,800
Add : Transferred from Profit & Loss A/c on buy back of Equity Shares	11,251,490	-
	155,364,290	144,112,800
Securities Premium:		
As per Last Balance Sheet	3,257,131,073	3,257,131,073
Less : On buy back of Equity Shares	404,039,057	-
	2,853,092,016	3,257,131,073
Capital Investment Subsidy	2,500,000	2,500,000
Capital Reserve	3,008,030	-
General Reserve:		
As per Last Balance Sheet	16,659,843,415	16,159,451,397
Add : Transferred from Revaluation Reserve	-	392,018
Add : Transferred from Profit & Loss A/c	200,000,000	500,000,000
	16,859,843,415	16,659,843,415



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
Profit and Loss Account:		
As per Last Balance Sheet	1,614,732,532	1,076,684,128
Add: Profit for the Year	971,115,359	1,533,171,866
Less : Transfer to Capital Redemption Reserve on buy back of Equity Shares	11,251,490	-
Less : Transfer to General Reserve	200,000,000	500,000,000
Less : Proposed Dividend *	398,420,112	423,200,532
Less : Tax on Proposed Dividend *	67,711,499	71,922,930
	<u>1,908,464,790</u>	<u>1,614,732,532</u>
Revaluation Reserve:		
As per Last Balance Sheet	6,196,254,196	6,605,573,290
Less : Loss on Sale of Revalued Assets	-	27,110
Less : Transfer to General Reserve	-	392,018
Less : Depreciation on Revalued Assets	408,899,018	408,899,966
	<u>5,787,355,178</u>	<u>6,196,254,196</u>
	<u>27,569,627,719</u>	<u>27,874,574,016</u>

* Proposed Dividend on Equity Shares and Tax on Dividend are net of reversal of excess provision of previous year pertaining to Equity Shares bought back before the record date of Dividend aggregating to ₹ 41.86 Lacs.

NOTE : 2.3

LONG - TERM BORROWINGS

Term Loan

- From other parties*	5,421,360	8,284,080
	<u>5,421,360</u>	<u>8,284,080</u>

*Loan repayable in 7 yearly instalments from the date of disbursement of loan

NOTE : 2.4

DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liabilities

	As at 31.03.2013 (₹)	During the Year (₹)	As At 31.03.2014 (₹)
Fixed Assets	716,357,424	113,160,673	829,518,097
Deferred Tax Assets			
Others	11,316,664	87,340,313	98,656,977
	<u>705,040,760</u>	<u>25,820,360</u>	<u>730,861,120</u>

NOTE : 2.5

OTHER LONG - TERM LIABILITIES

	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
Deferred Sales Tax	494,956,096	573,617,985
	<u>494,956,096</u>	<u>573,617,985</u>



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.6		
SHORT - TERM BORROWINGS		
Loans repayable on demand from Banks		
- Secured*	55,492,886	22,327,382
- Unsecured	14,198,414	15,617,518
	<u>69,691,300</u>	<u>37,944,900</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 and negative lien on immovable fixed assets.

NOTE : 2.7
TRADE PAYABLES

Micro , Small & Medium Enterprises (Refer Note No. 2.32)	3,780,310	6,076,476
Creditors	1,458,564,102	378,312,526
	<u>1,462,344,412</u>	<u>384,389,002</u>

NOTE : 2.8
OTHER CURRENT LIABILITIES

Current Maturity of Long - Term Borrowings	2,863,950	2,876,326
Current Maturity of Other Long - Term Liabilities	72,536,866	59,250,735
Statutory Dues	134,376,568	207,323,433
Payable to Employees	52,784,216	61,439,899
Security Deposit	17,041,276	17,950,867
Advance from Customers	91,314,807	149,638,859
Unpaid Dividend	28,393,724	26,852,462
Proposed Dividend	401,997,756	423,200,532
Tax on Proposed Dividend	68,319,519	71,922,930
	<u>869,628,682</u>	<u>1,020,456,043</u>

NOTE : 2.9
SHORT - TERM PROVISIONS

Provision for Expenses	63,614,637	95,118,972
	<u>63,614,637</u>	<u>95,118,972</u>


**NOTE : 2.10
FIXED ASSETS**
(₹)

Description	Gross Block (At Cost)				Depreciation				Net Block	
	As At 01.04.2013	Additions	Sales/ Adjustments	As At 31.03.2014	As At 31.03.2013	For The Year	Sales/ Adjustments	Upto 31.03.2014	As At 31.03.2014	As At 31.03.2013
Tangible Assets:										
Freehold - Land	71,382,035	-	-	71,382,035	-	-	-	-	71,382,035	71,382,035
Leasehold - Land	97,711,360	4,652,300	-	102,363,660	-	-	-	-	102,363,660	97,711,360
Land Site & Development	148,035,745	12,514,603	-	160,550,348	-	-	-	-	160,550,348	148,035,745
Shed & Building	1,746,668,249	28,526,541	-	1,775,194,790	243,180,775	49,163,186	-	292,343,961	1,482,850,829	1,503,487,474
Plant & Machinery	6,175,655,137	491,175,383	-	6,666,830,520	1,807,477,083	295,382,896	-	2,102,859,979	4,563,970,541	4,368,178,054
Office Equipment	45,892,987	2,062,417	-	47,955,404	14,536,000	2,129,828	-	16,665,828	31,289,576	31,356,987
Computer	44,821,840	548,055	-	45,369,895	25,186,837	5,107,792	-	30,294,629	15,075,266	19,635,003
Furniture & Fixtures	59,985,410	364,604	-	60,350,014	18,145,377	3,648,732	-	21,794,109	38,555,905	41,840,033
Vehicles	100,110,457	611,295	1,072,855	99,648,897	43,187,800	10,102,254	1,019,212	52,270,842	47,378,055	56,922,657
Total (A)	8,490,263,220	540,455,198	1,072,855	9,029,645,563	2,151,713,872	365,534,688	1,019,212	2,516,229,348	6,513,416,215	6,338,549,348
Previous Year	8,403,900,215	93,508,400	7,145,395	8,490,263,220	1,794,756,889	361,332,827	4,375,844	2,151,713,872	6,338,549,348	6,609,143,326
Intangible Assets:										
Software	24,192,117	438,900	-	24,631,017	16,009,975	3,959,058	-	19,969,033	4,661,984	8,182,142
Total (B)	24,192,117	438,900	-	24,631,017	16,009,975	3,959,058	-	19,969,033	4,661,984	8,182,142
Previous Year	24,192,117	-	-	24,192,117	12,090,823	3,919,152	-	16,009,975	8,182,142	12,101,294
Tangible Assets on account of Revaluation										
Freehold - Land	384,039,102	-	-	384,039,102	-	-	-	-	384,039,102	384,039,102
Shed & Building	1,984,703,009	-	-	1,984,703,009	179,378,976	44,844,744	-	224,223,720	1,760,479,289	1,805,324,033
Plant & Machinery	5,463,108,156	-	-	5,463,108,156	1,456,217,095	364,054,274	-	1,820,271,369	3,642,836,787	4,006,891,061
Total (C)	7,831,850,267	-	-	7,831,850,267	1,635,596,071	408,899,018	-	2,044,495,089	5,787,355,178	6,196,254,196
Previous Year	7,832,375,428	-	525,161	7,831,850,267	1,226,802,138	408,899,966	106,033	1,635,596,071	6,196,254,196	6,605,573,290
Total (A+B+C)	16,346,305,604	540,894,098	1,072,855	16,886,126,847	3,803,319,918	778,392,764	1,019,212	4,580,693,470	12,305,433,377	12,542,985,686
Previous Year	16,260,467,760	93,508,400	7,670,556	16,346,305,604	3,033,649,850	774,151,945	4,481,877	3,803,319,918	12,542,985,686	13,226,817,910
Capital Work - in - Progress										
Land	5,554,277	11,557,342	13,611,619	3,500,000	-	-	-	-	3,500,000	5,554,277
Shed & Building	121,047,416	24,015,252	72,135,405	72,927,263	-	-	-	-	72,927,263	121,047,416
Plant & Machinery	383,373,298	136,046,327	425,004,514	94,415,111	-	-	-	-	94,415,111	383,373,298
Preoperative Expenses	13,889,123	-	9,663,475	4,225,648	-	-	-	-	4,225,648	13,889,123
Others	176,632	317,624	-	494,256	-	-	-	-	494,256	176,632
Total (D)	524,040,746	171,936,545	520,415,013	175,562,278	-	-	-	-	175,562,278	524,040,746
Previous Year	98,852,834	452,065,768	26,877,856	524,040,746	-	-	-	-	524,040,746	98,852,834
Current Year (A+B+C+D)									12,480,995,655	13,067,026,432
Previous Year									13,067,026,432	13,325,670,744



	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	Amount (₹)	No. of Shares /Units	Amount (₹)
Note : 2.11				
INVESTEMENTS				
(Fully paid up unless otherwise specified)				
I. Non - Current				
A. Trade				
Un-Quoted				
Equity Shares of Joint Venture Companies				
₹ 10/- each of Gondkhari Coal Mining Ltd.	15,150	151,500	15,150	151,500
₹ 10/- each of Jindal Premium Connection Pvt. Ltd. (Formerly known as Hydril Jindal International Pvt. Ltd.)	-	-	4,389,095	43,890,950
Equity Shares of Subsidiary Company				
USD 1/- each Maharashtra Seamless (Singapore) Pte. Ltd.	3,150,000	166,105,000	700,000	33,952,000
Equity Shares of Associate Company				
₹ 10/- each of Jindal Premium Connection Pvt. Ltd. (Formerly known as Hydril Jindal International Pvt. Ltd.)	4,389,095	43,890,950	-	-
B. Non- Trade				
Un-Quoted				
Equity Shares of Subsidiary Companies				
₹ 10/- each of Maharashtra Seamless Finance Ltd.	2,500,000	25,000,000	2,500,000	25,000,000
USD 1/- each of Discovery Oil and Mines Pte. Ltd.	2,000,000	11,854,500	-	-
Equity Shares of Joint Venture Company				
USD 1/- each of Dev Drilling Pte Ltd.	-	-	2,450,000	132,159,125
Equity Shares of Associate Companies				
USD 1/- each of Jindal Pipes (Singapore) Pte. Ltd. (Refer Note No. 2.26)	4,500,000	222,581,250	4,500,000	222,581,250
USD 1/- each of Dev Drilling Pte. Ltd.	1,250,000	67,428,125	-	-
Debentures				
₹ 2,500,000/- each of 18.65% NCD 05NV14 Tricone Projects India Ltd.	16	40,000,000	16	40,000,000
₹ 5,000,000/- each of 18.65% NCD 03JLI5 Antarctica Properties Company Ltd.	4	20,000,000	-	-
Bonds				
6.85% India Infrastructure finance Company Ltd. - Trench I Tax Free Bonds	-	-	2,000	205,700,000
₹ 1,000,000/- each of 10.30% Yes Bank Bonds	10	10,000,000	10	10,000,000
Equity Shares				
₹ 10/- each of Welspun Enterprises Ltd.*	1,760	279,207	-	-
Quoted				
Equity Shares				
₹ 10/- each of Coal India Ltd.	15,016	5,585,493	15,016	5,585,493
₹ 10/- each of Electro Steels Ltd.	22,300,000	139,726,927	22,300,000	139,726,927
₹ 5/- each of ISMT Ltd.	1,445,000	50,119,132	1,445,000	50,119,132
₹ 10/- each of Jindal South West Holding Ltd.	14,923	14,593,073	14,923	14,593,073
₹ 10/- each of JSW Steel Ltd.	70,000	55,099,885	170,212	133,980,882
₹ 10/- each of JSW Energy Ltd.	194,875	10,121,521	194,875	10,121,521
₹ 10/- each of Videocon Industries Ltd.	46,018	8,852,579	56,018	10,776,299



	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	Amount (₹)	No. of Shares /Units	Amount (₹)
₹ 10/- each of Monnet Ispat & Energy Ltd.	499,977	200,946,147	499,977	200,946,147
₹ 5/- each of Welspun Corp Ltd.	35,200	5,584,134	35,200	5,863,341
₹ 10/- each of Reliance Industries Ltd.	-	-	29,800	25,038,630
		<u>1,097,919,423</u>		<u>1,310,186,270</u>

II. CURRENT

Non - Trade

Quoted

Mutual Funds

BNP Paribas Fixed Term Fund Ser 26 A - Growth	15,250,000	152,500,000	-	-
BOI AXA FMP Series 10 - 368 Days - Growth	5,000,000	50,000,000	-	-
BOI AXA FMP Series 11 - 368 Days Regular - Growth	5,000,000	50,000,000	-	-
BOI AXA FMP - Series 5 - 366 Days - Growth	10,000,000	100,000,000	-	-
BOI AXA FMP - Series 9 - 366 Days - Regular - Growth	5,000,000	50,000,000	-	-
Edelweiss Short Term Income Fund - Growth	-	-	7,431,574	100,000,000
HDFC FMP 369D February 2014 (1) Series 29 - Regular - Growth	28,000,000	280,000,000	-	-
HDFC FMP 369D February 2014 (2) Series 29 - Regular - Growth	35,000,000	350,000,000	-	-
HDFC FMP 370D March 2014 (1) Series 29 - Regular - Growth	60,000,000	600,000,000	-	-
HDFC FMP 371D February 2014 (1) Series 29 - Regular - Growth	16,000,000	160,000,000	-	-
HDFC FMP 371D January 2014 (2) Series 29 - Regular - Growth	30,000,000	300,000,000	-	-
HDFC FMP 372D February 2014 (1) Series 29 - Regular - Growth	40,000,000	400,000,000	-	-
HDFC FMP 434D February 2014 (1) Series 29 - Regular - Growth	15,000,000	150,000,000	-	-
ICICI Prudential Short Term Plan - Cumulative - Growth	-	-	2,162,826	50,000,000
ICICI Prudential Ultra Short Term Plan - Growth	-	-	4,222,295	50,000,000
IDBI FMP - 370 Days Series - III (August 2013) - I - Regular - Growth	7,500,000	75,000,000	-	-
IDBI Liquid Fund - Regular - Bonus Plan - Growth	49,766	50,000,000	-	-
Indiabulls FMP - 377 Days March 2012 (2) - Growth	-	-	5,000,000	50,000,000
Indiabulls FMP Series III - 370 Days July 2013 (3) - Regular - Growth	5,000,000	50,000,000	-	-
Indiabulls Income Fund - Regular - Growth	-	-	15,000,000	150,000,000
Indiabulls Ultra Short Term Fund - Existing Plan - Growth	-	-	178,503	200,000,000
JP Morgan India - Short Term Income Fund - Regular - Growth	9,219,989	120,000,000	-	-
JP Morgan India FMP Series 12 - Regular - Growth	12,500,000	125,000,000	12,500,000	125,000,000
Kotak FMP Series 106 - Growth	10,000,000	100,000,000	-	-
Kotak FMP Series 107 - Growth	10,000,000	100,000,000	-	-
Kotak FMP Series 136 - Growth	20,000,000	200,000,000	-	-
Kotak FMP Series 137 - Growth	25,000,000	250,000,000	-	-
Kotak FMP Series 94 - Growth	-	-	20,000,000	200,000,000



	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	Amount (₹)	No. of Shares /Units	Amount (₹)
L&T Floating Rate Fund - Growth	2,307,867	26,666,673	-	-
L&T Triple Ace Bond Fund - Bonus - Original - Growth	1,607,459	20,000,000	-	-
LIC Nomura MF FMP Series 60 - 397 Days - Growth	30,000,000	300,000,000	30,000,000	300,000,000
LIC Nomura MF FMP Series 52 - 367 Days - Growth	-	-	6,000,000	60,000,000
LIC Nomura MF FMP Series 56 - 18 Months - Growth	25,000,000	250,000,000	25,000,000	250,000,000
Peerless Ultra Short Term Fund - Super Institutional - Growth	36,029,259	500,932,800	58,888,143	740,860,858
Pramerica Fixed Duration Fund - Series 14 - Growth	40,000	40,000,000	-	-
Pramerica Fixed Duration Fund - Series 7 - Growth	50,000	50,000,000	-	-
Principal Cash Management Fund - Growth	-	-	26,953	30,000,000
Principal PNB FMP Series A4 - 367 Days - FMP-77 - Regular - Growth	-	-	15,000,000	150,000,000
Reliance Fixed Horizon Fund - XXIII - Series 4 - Growth	10,000,000	100,000,000	10,000,000	100,000,000
Reliance Income Fund - Growth - Bonus Option	-	-	10,298,139	112,500,000
Religare Credit Opportunities Fund - Growth	-	-	26,004,465	336,606,703
Religare FMP Series XV - Plan F - 369 Days - Growth	-	-	3,000,000	30,000,000
Religare FMP Series XVIII - Plan C - 25 Months - Growth	13,000,000	130,000,000	13,000,000	130,000,000
Religare FMP Series XV - Plan E - 367 Days - Growth	-	-	5,000,000	50,000,000
Religare FMP Series XI - Plan F - 15 Months - Growth	-	-	7,000,000	70,000,000
Religare FMP Series XII - Plan B - 14 Months - Growth	-	-	6,308,150	63,081,500
Religare FMP Series XIII - Plan E - 13 Months - Growth	-	-	6,000,000	60,000,000
Religare FMP Series XIV - Plan E - 370 Days - Growth	-	-	5,000,000	50,000,000
Religare Invesco FMP Series XIX - Plan C - 367 Days - Growth	10,000,000	100,000,000	-	-
Sundaram Money Fund - Regular - Growth	-	-	9,113,758	225,050,595
Sundaram Ultra Short Term Fund - Regular - Growth	-	-	34,020,374	530,000,000
TATA FMP Series 42 Scheme D - Plan A - Growth	20,000,000	200,000,000	20,000,000	200,000,000
TATA FMP Series 42 Scheme F - Plan A - Growth	25,000,000	250,000,000	25,000,000	250,000,000
TATA Income Fund Appreciation - Bonus - Growth	-	-	737,535	7,777,778
Taurus FMP - 369 Days Series U - Growth	-	-	5,000,000	50,000,000
Taurus Short Term Income Fund - Growth	-	-	129,563	255,548,782
Templeton India Short Term Income - Retail - Growth	-	-	30,365	70,000,000
Union KBC Dynamic Bond Fund - Growth	8,676,037	100,000,000	-	-
Union KBC Ultra Short Term Debt Fund - Growth	84,106	100,000,000	-	-
UTI Bond Fund - Growth - Regular	-	-	6,195,787	215,000,000
UTI Fixed Term Income Fund Series XIV-I - 366 Days - Growth	-	-	40,000,000	400,000,000
		5,880,099,473		5,661,426,216
Aggregate Value of Quoted Investments		6,370,728,364		6,258,177,661
Aggregate Value of Un-Quoted Investments		607,290,532		713,434,825
Market Value of Quoted Investments		6,375,089,616		6,197,145,793

*During the year 1,760 Equity Shares of Welspun Enterprises Ltd. were allotted against 35,200 Equity Shares of Welspun corp Ltd. pursuant to Scheme of Demerger, wherein for every 20 shares of Welspun Corp Ltd. 1 share of Welspun Enterprises Ltd. was allotted.



As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
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NOTE : 2.12
LONG - TERM LOANS AND ADVANCES

(Unsecured, Considered good)

Capital Advances	217,247,701	247,740,021
Loan to Related Parties	71,281,566	44,621,962
Loan to Body Corporates	586,000,000	596,000,000
	<u>874,529,267</u>	<u>888,361,983</u>

NOTE : 2.13
INVENTORIES

(As Verified Valued and Certified by the Management)

Raw Material including Material in Transit	1,963,920,870	2,320,151,440
Finished Goods	1,044,052,910	1,636,034,399
Work - in - Process	830,906,002	665,045,161
Scrap	31,502,463	56,399,868
Stores & Spares	481,736,312	455,318,744
	<u>4,352,118,557</u>	<u>5,132,949,612</u>

NOTE : 2.14
Trade Receivables

(Unsecured, Considered good)

Over six months	242,577,696	191,166,925
Others	3,176,669,593	3,024,369,335
	<u>3,419,247,289</u>	<u>3,215,536,260</u>

NOTE : 2.15
CASH AND CASH EQUIVALENTS

Cash in hand	1,326,898	1,263,998
Balances with Scheduled Banks		
- In Current Accounts	102,880,254	1,204,616
- In Unclaimed Dividend Accounts	26,182,214	24,632,452
- In Unclaimed Redemption Dividend Accounts	2,211,510	2,220,010
- In Fixed Deposit Account (Maturity within 1 year)	151,370,000	43,065,800
- In Fixed Deposit Account	8,684,297	5,922,259
	<u>292,655,173</u>	<u>78,309,135</u>


NOTE : 2.16
SHORT - TERM LOANS AND ADVANCES

	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
Advances recoverable in cash or in kind	359,180,379	358,238,652
Loan to Related Parties	1,711,642,304	197,574,087
Loan to Body Corporates	766,019,326	699,020,225
Share Application Money Pending Allotment	-	132,153,000
Security Deposit paid	63,708,361	65,711,432
Income Tax (Net of Provisions)	147,436,335	193,759,583
	<u>3,047,986,705</u>	<u>1,646,456,979</u>

NOTE : 2.17
OTHER CURRENT ASSETS

Balance with Excise and Sales Tax Authorities	-	300,000
MAT Credit Entitlement	154,922,119	42,535,918
Interest Accrued but not due	6,934,072	8,925,170
	<u>161,856,191</u>	<u>51,761,088</u>

NOTE : 2.18
REVENUE FROM OPERATIONS
Sale of Products:

Manufacturing	12,732,076,069	17,638,304,282
Scrap	321,970,767	652,032,661
	<u>13,054,046,836</u>	<u>18,290,336,943</u>
Less : Excise Duty	1,015,754,334	1,157,940,516
	<u>12,038,292,502</u>	<u>17,132,396,427</u>
Income from Services	13,376,378	87,827,528
	<u>12,051,668,880</u>	<u>17,220,223,955</u>

NOTE : 2.19
OTHER INCOME

Dividend Received - Non Trade - Non Current	2,989,739	4,159,793
Interest Received	133,624,392	172,208,849
Profit on Sale of Non Current Investments (Net) - Non Trade	17,099,665	-
Profit on Sale of Current Investments (Net) - Non Trade	411,914,717	383,684,783
Foreign Exchange Fluctuation (Net)	-	62,830,248
Rent Received	6,726,338	6,043,784
Miscellaneous Income	59,669,562	66,866,798
Profit on Sale of Tangible Fixed Assets (Net)	53,024	15,540
	<u>632,077,437</u>	<u>695,809,795</u>



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
NOTE : 2.20		
COST OF MATERIALS CONSUMED		
Opening Stock	2,157,041,430	4,282,026,728
Add : Purchase (Including Direct Expenses)	7,010,760,229	9,802,709,656
	<u>9,167,801,659</u>	<u>14,084,736,384</u>
Less : Closing Stock	1,002,507,581	2,157,041,430
	<u>8,165,294,078</u>	<u>11,927,694,954</u>

NOTE : 2.21
**CHANGES IN INVENTORIES OF FINISHED GOODS,
WORK - IN - PROCESS AND STOCK - IN - TRADE**

Closing Stock:		
Finished Goods	1,044,052,910	1,636,034,399
Work - in - Process	830,906,002	665,045,161
Scrap	31,502,463	56,399,868
	<u>1,906,461,375</u>	<u>2,357,479,428</u>
Opening Stock:		
Finished Goods	1,636,034,399	1,353,428,327
Work - in - Process	665,045,161	1,068,346,790
Scrap	56,399,868	34,574,424
	<u>2,357,479,428</u>	<u>2,456,349,541</u>
Excise Duty on Differential Stock of Finished Goods	(65,507,486)	29,865,112
	<u>385,510,567</u>	<u>128,735,225</u>

NOTE : 2.22
EMPLOYEE BENEFITS EXPENSE

Salary, Wages & Other Allowances	376,956,308	416,044,304
Contribution to PF & Other Funds	11,847,964	12,242,547
Staff Welfare Expenses	8,918,845	8,765,689
	<u>397,723,117</u>	<u>437,052,540</u>

NOTE : 2.23
FINANCE COSTS

Interest to Banks:		
- Working Capital Borrowings	5,877,352	24,671,159
- Others	10,679,178	24,398,292
Foreign Exchange Fluctuation Loss	6,169,878	-
Bank Charges & Commission	4,596,326	12,412,401
	<u>27,322,734</u>	<u>61,481,852</u>



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
NOTE : 2.24		
OTHER EXPENSES		
Manufacturing Expenses:		
Stores & Spares Consumed	411,905,651	690,257,468
Power & Fuel	1,327,314,363	1,866,610,117
Water Charges	6,014,195	4,148,966
Repair & Maintenance (Plant & Machinery)	33,312,666	18,720,082
Repair & Maintenance (Building)	1,894,680	3,550,880
Job Work Charges	31,136,919	62,045,192
	1,811,578,474	2,645,332,705
Administrative Expenses:		
Rent	26,063,400	26,053,500
Rates & Taxes	8,652,407	7,669,340
Telephone & Communication Expenses	8,846,024	8,922,803
Printing & Stationery	1,800,367	1,247,582
Travelling & Conveyance:		
- Directors	6,436,650	6,993,638
- Others	27,733,854	24,470,452
Vehicle Upkeep & Maintenance	15,723,160	13,084,084
Directors' Fee	585,000	592,500
Insurance	7,179,414	7,039,915
Staff Recruitment & Training Expenses	452,146	874,531
Repair & Maintenance (Others)	18,735,111	17,701,697
Legal & Professional Charges	17,723,542	12,216,469
Fees & Subscription	7,281,514	6,299,166
Electricity Charges	11,386,144	11,840,787
Auditors' Remuneration :		
- Audit Fee	800,000	800,000
- Tax Audit Fee	200,000	200,000
- Company Law Matters	34,663	134,508
- Other Expenses	46,362	96,781
Internal Audit Fees	1,012,500	750,676
Cost Audit Fees	100,000	60,000
Foreign Exchange Fluctuation Loss (Net)	51,488,189	-
Contribution to Political Party	2,000,000	-
General Expenses	15,863,974	11,707,713
Loss on Sale of Non Current Investment (Net) - Non Trade	-	834,376
	230,144,421	159,590,518
Selling & Distribution Expenses:		
Tender Fee	317,160	767,429
Advertisement & Business Promotion	38,213,444	11,884,755
Freight Outward & Claims (Net)	75,703,541	86,727,720
Commission & Discount	58,599,592	93,511,759
Testing & Inspection charges	10,254,533	20,632,215
	183,088,270	213,523,878
	2,224,811,165	3,018,447,101


2.25 CONTINGENT LIABILITIES

- a) Letter of Credit - ₹ 763,605,220/- (Previous Year ₹ 391,604,808/-)
 - b) Guarantees: Bank & Others - ₹ 8,549,752,190/- (Previous Year ₹ 6,585,365,409/-)
 - c) Sales Tax Demand under Appeal - ₹ 465,199/- (Previous Year ₹ 465,199/-)
 - d) Income Tax Demand under Appeal - ₹ 945,537/- (Previous Year ₹ 453,210/-)
 - e) Excise Duty Demand under Appeal - ₹ 188,917,922/- (Previous Year ₹ 190,325,905/-)
 - f) Indian Oil Corporation Ltd. (IOCL) had raised a claim of ₹ 179,848,064/- during the financial year 2008-09 & against this claim a performance bank guarantee of ₹ 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.
- 2.26 The company has pledged 4,500,000 Equity Shares of USD 1/- each held in Jindal Pipes (Singapore) Pte. Ltd. in favour of Standard Chartered Bank (Hong Kong) Limited acting as Security Agent towards Loan availed by Associate Company Jindal Pipes (Singapore) Pte. Ltd.
- 2.27 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 ₹ 21,073,185/- (Previous Year ₹ 37,139,095/-) and for this the company is under an obligation to export goods amounting to ₹ 168,585,480/- (Previous Year ₹ 222,834,570/-), within a period of eight years, commencing from the date of issue of licenses. The company has, however, fulfilled, the export obligation till date to the extent of ₹ 168,585,480/- (Previous Year ₹ 222,834,570/-), 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 ₹ Nil (Previous Year ₹ Nil).
- 2.28 Estimated amount of contracts remaining to be executed on Capital Account, net of advances, and not provided for ₹128,962,357/- (Previous Year ₹ 119,296,437/-).
- 2.29 The company is entitled to Mega Project Industrial Promotion Subsidy under the Package Scheme of Incentive 2007 approved by the Govt of Maharashtra, to the extent of 75% of the eligible fixed capital investment at Mangaon or to the extent of taxes paid to the State Govt. less incentive of stamp duty and electricity duty exemption, within a period of 7 years from the date of approval, whichever is lower.
As per AS -12 & accounting policy followed by the company the amount of such subsidies receivable during the year is considered as Capital Receipt and is credited to Capital Reserve amounting to ₹ 3,008,030/-.
- 2.30 Tangible Fixed 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 ₹ 7,832,375,428/- , and additional depreciation of ₹ 408,899,018/- (Previous Year ₹ 408,899,966/-) provided on increased amount of assets due to revaluation computed on the basis of straight line method has been adjusted from Revaluation Reserve.
- 2.31 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.
- 2.32 The company owes ₹ 3,427,545/- (Previous Year ₹ 736,497/-) to Micro and Small Enterprises which are outstanding for more than 45 days as at March 31, 2014. 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.
- 2.33 The company has given interest free loan of ₹ 58.60 crores during the previous years to Maharashtra Seamless Limited Employee Welfare Trust which had been formed with the sole objective of employee welfare.
- 2.34 During the year the company made a contribution to political party (Bhartiya Janta Party).
- 2.35 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.
- 2.36 Financial reporting of Interest in Joint Ventures as per Accounting Standard - 27:

Name of the Companies	Date of Incorporation	Country of Incorporation	% Ownership Interest	
			As At 31.03.2014	As At 31.03.2013
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.)#	10th February, 2005	India	N/A	49.89%
Gondkhari Coal Mining Ltd	26th February, 2010	India	30.30%	30.30%
Dev Drilling Pte. Ltd. ##	31st January, 2013	Singapore	N/A	49.00%



Earlier the company was having a joint venture agreement with Hydril Jindal International Pvt. Ltd. which was discontinued during the financial year w.e.f 29th August, 2013 as the stake of Hydril Company Lp, USA in Hydril Jindal International Pvt. Ltd. was acquired by another company, due to this change the new company became as associate company. Further name of the company has been changed to Jindal Premium Connections Pvt. Ltd.

Earlier the company was holding 49% with Dev Drilling Pte. Ltd. and having status of JV Company. However, during the year due to change in stake it becomes an associate company.

The Company's share of the Assets and Liabilities as on 31st March 2014 and share of Income & Expenses for the year ended on that date in respect of Joint Venture Companies (on the basis of their Un-audited statement of accounts) are given below:

Gondkhari Coal Mining Ltd.

Particulars	2013-14	2012-13
Company's Share	30.30%	30.30%

(₹)

Assets		
Non - Current Assets	42,942,391	42,943,935
Current Assets	40,053	2,016,053
Total Assets	42,982,444	44,959,988
Equity and Liabilities		
Share Capital	151,500	151,500
Reserves & Surplus	(2,369,169)	(2,287,453)
Non - Current Liabilities	44,821,578	44,821,580
Current Liabilities	378,535	2,274,361
Total Equity and Liabilities	42,982,444	44,959,988
Income	Nil	Nil
Expenditure	81,716	869,976
Aggregate amount of Contingent Liability - Bank Guarantee	35,969,130	35,969,130
Aggregate amount of Commitment on account of Capital Expenditure remaining to be executed (net of advances)	Nil	Nil

2.37 Gondkhari Coal Mining Ltd. (Joint Venture Company) & Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.) (Associate Company) had not paid interest on loan due to inadequacy of profit nor the company had charged / provides the interest during the year. Management is considering loan and investments made in the companies as good and recoverable.

2.38 Pre-operative expenses forming part of Capital Work - in - Progress consists of :

(₹)

Particulars	As At 31.03.2014	As At 31.03.2013
Amount Brought Forward from Last Year	13,889,123	1,004,490
Addition During the Year	-	12,884,633
Amount Capitalised/ Adjusted During the Year	9,663,475	-
Closing Balance	4,225,648	13,889,123
Represented By:		
Legal & Professional Charges	911,490	911,490
Miscellaneous Expenses	93,000	1,436,076
Salaries, Wages & Other Allowances	2,996,728	7,757,451
Travelling & Conveyance	-	2,886,386
Water & Electricity Charges	224,430	897,720
Total	4,225,648	13,889,123



2.39 The Loss of Foreign Exchange Fluctuation (Net) ₹ 51,488,189/- (Previous Year Gain ₹ 62,830,248/-) ,as shown in Profit & Loss Account, has been arrived at after considering loss of ₹ 93,400,085/- (Previous Year ₹ 103,196,743/-) and gain of ₹ 41,911,896/- (Previous Year ₹ 166,026,991/-) .Further, mark to market gain/(loss) has been recognised by the company of ₹ Nil (Previous Year ₹ 2,662,384/-) as specified in Accounting Standard 30" Financial Instruments: Recognition and Measurement" issued by ICAI.

2.40 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")

(₹)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013-14	2012-13	2013-14	2012-13
Current Service Cost	8,134,854	8,892,764	2,682,583	2,961,472
Interest Cost	6,205,172	4,649,197	1,003,546	685,344
Expected return on plan assets	(5,380,750)	(5,593,130)	-	-
Actuarial (gain)/loss recognised in the period	(8,244,144)	2,473,151	(1,792,302)	461,892
Net Cost	715,132	10,421,982	1,893,827	4,108,708

ii) Net Asset/Liability recognised in the Balance Sheet as at year end

(₹)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013-14	2012-13	2013-14	2012-13
Fair value of plan assets as at March 31	68,694,197	67,753,384	-	-
Present value of obligation as at March 31	71,121,360	72,308,782	12,097,075	11,150,508

iii) Reconciliation of opening and closing balances of Defined Benefit obligation

(₹)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013-14	2012-13	2013-14	2012-13
Defined Benefit obligation as at April 1	68,946,358	59,716,323	11,150,508	8,307,200
Current Service Cost	8,134,854	8,892,764	2,682,583	2,961,472
Interest Cost	6,205,172	4,649,197	1,003,546	685,344
Actuarial (gain)/loss on obligation	(7,864,470)	2,124,295	(1,792,302)	461,892
Benefit paid	(4,300,554)	(3,073,797)	(947,259)	(1,265,400)
Defined Benefit obligation as at March 31	71,121,360	72,308,782	12,097,076	11,150,508


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

(₹)

Particulars	Gratuity (Funded)	
	2013-14	2012-13
Fair value of plan assets at beginning of the year	58,665,087	56,493,653
Expected return on plan assets	5,380,750	5,593,130
Actuarial gain / (loss)	379,673	(348,856)
Employer contribution	8,569,241	9,089,254
Benefit paid	(4,300,554)	(3,073,797)
Fair value of plan assets at year end	68,694,197	67,753,384
Actual Return on plan assets	5,760,423	5,244,274

v) Investment details

(₹)

Particulars	Gratuity (Funded)	
	2013-14	2012-13
Insurer Managed Funds	68,694,197	67,753,384

vi) Actuarial assumptions

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013-14	2012-13	2013-14	2012-13
Discount rate (per annum)	9.00%	8.25%	9.00%	8.25%
Expected rate of return on plan assets (per annum)	8.85%	9.40%	NA	NA
Rate of escalation in salary (per annum)	8.00%	7.50%	8.00%	7.50%

- 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 :

(₹)

Particulars	2013-14	2012-13
Employer's Contribution to Provident Fund	4,357,756	3,534,178
Employer's Contribution to Pension Scheme	7,490,208	8,708,369

2.41 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 Power - Electricity.

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:

(₹ in lacs)

Particulars	Steel Pipes & Tubes	Power - Electricity	Others	Total
Revenue from Operations	118,834 (170,330)	1,683 (1,871)	6,321 (6,951)	126,838 (179,152)
Inter - Segment Sales	- (-)	545 (743)	- (-)	545 (743)
Segment Results	4,151 (12,227)	938 (1,210)	6,321 (6,951)	11,410 (20,388)
Finance Costs	273 (614)	- (-)	- (-)	273 (614)
Other Un-allocable Expenditure				- (-)
Profit Before Tax	3,878 (11,613)	938 (1,210)	6,321 (6,951)	11,137 (19,774)
Segment Assets (Including Capital Work- in - Progress, excluding Revaluation)	144,578 (151,006)	11,197 (11,414)	102,730 (87,059)	258,505 (249,479)
Segment Liabilities	24,897 (16,136)	3,383 (3,395)	- (-)	28,280 (19,531)
Un-allocable Liabilities				8,988 (9,638)
Capital Employed				221,237 (220,310)

2.42 Related Parties Disclosures as per Accounting Standard – 18.

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

a) Joint Venture Company

Gondkhari Coal Mining Ltd.

b) Subsidiary Companies (Wholly owned)

Maharashtra Seamless (Singapore) Pte. Ltd.

Maharashtra Seamless Finance Ltd.

Discovery Oil & Mines Pte. Ltd.

c) Associate Companies

Jindal Pipes (Singapore) Pte. Ltd.

Star Drilling Pte. Ltd.

Jindal Premium Connection Pvt. Ltd.

(Formally known as Hydri Jindal International Pvt. Ltd.)

Dev Drilling Pte. Ltd.

d) Key Management Personnel

Shri Saket Jindal

Shri S. P. Raj


e) Relatives of Key Management Personnel

Shri D.P. Jindal

Smt. Savita Jindal

Shri Raghav Jindal

Smt. Rachna Jindal

Smt. Shruti Raghav Jindal

Details of Transactions during the year are as follows:

(₹)

	Particulars	2013-14	2012-13
i)	Purchase & Other Services from Related Parties		
	Joint Venture Companies	-	7,415,167
	Associate Companies	13,975,026	-
	Relatives of Key Management Personnel	120,514	118,184
ii)	Sales & Other Services to Related Parties		
	Joint Venture Companies	-	2,540,962
	Associate Companies	12,481,335	2,088,906
	Subsidiary Companies	25,749,158	645,546
iii)	Investment in Related Parties		
	Subsidiary Companies	144,007,500	34,508,000
	- Share Application Money Pending Allotment	-	132,153,000
	Joint Venture Companies	-	132,159,125
iv)	Loans/Inter Corporate deposits given (Maximum Outstanding)		
	Joint Venture Companies	44,702,852	145,997,314
	Associate Companies	344,075,729	404,794,531
	Subsidiary Companies	1,536,539,183	3,321,450
v)	Guarantees & Collateral Securities (Maximum Outstanding)		
	Joint Venture Companies	-	1,747,149,877
	Associate Companies	5,686,809,751	3,045,800,800
	Subsidiary Companies	1,201,996,000	543,893,000
vi)	Interest Received from Related Parties		
	Joint Venture Companies	-	1,365,238
	Associate Companies	7,343,655	7,550,937
	Subsidiary Companies	25,749,158	86,509
vii)	Rent paid to Related Parties		
	Relatives of Key Management Personnel	300,000	300,000
viii)	Remuneration & Others		
	Key Management Personnel	17,479,609	17,581,358
	Relatives of Key Management Personnel	2,249,360	2,259,360
ix)	Dividend Paid		
	Key Management Personnel	10,421,364	10,421,364
	Relatives of Key Management Personnel	2,613,438	2,203,044
x)	Balance Payable by the Company at the year end		
	Relatives of Key Management Personnel	51,457	25,920
xi)	Balance Receivable by the Company (including loans if any) at the year end		
	Joint Venture Companies	44,702,852	117,064,539
	Associate Companies	357,599,575	203,559,040
	Subsidiary Companies	1,490,124,838	3,994,244

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.


2.43 Earning Per Equity Share computed in accordance with Accounting Standard – 20

Particulars	31.03.2014	31.03.2013
Net Profit available for Equity Shareholders (₹) (a)	971,115,359	1,537,171,866
Weighted average number of Equity Shares of ₹ 5/- each (b)	69,475,225	70,533,422
Basic / Diluted Earning per Equity Share (₹) (a/b)	13.98	21.74

2.44 Disclosure of loan / advances and investment in its own shares by the Company ,its Subsidiaries, Associates etc. as per requirement of clause 32 of the listing agreement :

Name of Companies	Balance As At (₹)		Maximum outstanding (₹)	
	31.03.2014	31.03.2013	31.03.2014	31.03.2013
A) Loan and advances in the nature of loan given to Subsidiary, Associate Companies				
Jindal Pipes (Singapore) Pte. Ltd.	243,404,190	193,082,015	317,497,015	404,794,531
Maharashtra Seamless (Singapore) Pte. Ltd.	266,242,114	3,263,358	307,714,183	3,321,450
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.)	26,578,714	N/A	26,578,714	N/A
Discovery Oil & Mines Pte. Ltd	1,201,996,000	N/A	1,228,825,000	N/A
B) Loan and advances where repayment schedule is not specified / is not beyond 7 years				
Jindal Pipes (Singapore) Pte. Ltd.	243,404,190	193,082,015	317,497,015	404,794,531
Maharashtra Seamless (Singapore) Pte. Ltd.	266,242,114	3,263,358	307,714,183	3,321,450
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.)	26,578,714	1,228,714	26,578,714	56,094,461
Gondkhari Coal Mining Ltd.	44,702,852	44,621,962	44,702,852	89,902,853
Discovery Oil & Mines Pte. Ltd	1,201,996,000	N/A	1,228,825,000	N/A
C) Loans and advances in the nature of loans where interest is not charged or charged below bank rate				
Gondkhari Coal Mining Ltd.	44,702,852	44,621,962	44,702,852	89,902,853
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.)	26,578,714	1,228,714	26,578,714	56,094,461
Maharashtra Seamless Limited Employee Welfare Trust*	586,000,000	596,000,000	596,000,000	631,000,000
D) Investments made in Equity Share of the company by Maharashtra Seamless Limited Employee Welfare Trust* (" a Loanee") during the year of ₹ Nil (Previous year ₹ 126,056,954/-)				

* Maharashtra Seamless Limited Employee Welfare Trust is not a Related Party as per AS - 18, issued by ICAI


2.45 RAW MATERIALS CONSUMED

(₹)

Items	Year Ended 31.03.2014	Year Ended 31.03.2013
Round Billets	5,926,736,873	8,562,505,447
HR Coils	2,025,925,446	3,242,562,450
Others	212,631,759	122,627,057
Total	8,165,294,078	11,927,694,954

2.46 VALUE OF IMPORTED & INDIGENOUS RAW MATERIALS, STORES & SPARES PARTS CONSUMED
a) RAW MATERIALS CONSUMED

Particulars	Year Ended 31.03.2014		Year Ended 31.03.2013	
	(%)	(₹)	(%)	(₹)
Imported	26.62	2,173,353,187	39.40	4,699,965,812
Indigenous	73.38	5,991,940,891	60.60	7,227,729,142
Total	100.00	8,165,294,078	100.00	11,927,694,954

b) STORES & SPARES PARTS CONSUMED

Particulars	Year Ended 31.03.2014		Year Ended 31.03.2013	
	(%)	(₹)	(%)	(₹)
Imported	21.19	87,279,292	12.29	84,858,114
Indigenous	78.81	324,626,359	87.71	605,399,354
Total	100.00	411,905,651	100.00	690,257,468

2.47 CIFVALUE OF IMPORTS

(₹)

Particulars	Year Ended 31.03.2014	Year Ended 31.03.2013
Raw Materials	783,864,348	4,686,379,747
Stores & Spares	69,780,987	78,378,886
Capital Goods	81,430,904	58,209,917

2.48 EXPENDITURE IN FOREIGN CURRENCY

(₹)

Particulars	Year Ended 31.03.2014	Year Ended 31.03.2013
Travelling	4,653,149	3,355,009
Interest	-	8,048,986
Others	2,741,705	720,947


2.49 EARNINGS IN FOREIGN CURRENCY

(₹)

Particulars	Year Ended 31.03.2014	Year Ended 31.03.2013
FOB Value of Physical / Deemed Exports	76,576,014	2,791,383,369
Interest	33,092,814	7,637,446
Others	13,366,069	2,970,849

2.50 Paise have been rounded off to the nearest rupee.

2.51 Previous year figures have been regrouped / recast, where necessary, to conform to the current year figures.

As per our report of even date attached

For KANODIA SANYAL & ASSOCIATES

Chartered Accountants

R.K. KANODIA

Partner

Membership No. 016121

Place : Gurgaon

Dated : 24th MAY, 2014

RAVI GUPTA

CFO

D.C. GUPTA

VP & Company Secretary

For and on Behalf of the Board
D.P. JINDAL

Chairman

SAKET JINDAL

Managing Director

U.C. AGARWAL
P.N. VIJAY
N.C. JAIN

Directors

S.P. RAJ

Wholtime Director

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT

To The Board of Directors of Maharashtra Seamless Limited

We have audited the accompanying consolidated financial statements (the "Consolidated Financial Statement") of Maharashtra Seamless Limited (the "Company"), and its Subsidiaries, Joint Venture and Associates Companies; hereinafter referred to as the "Group" which comprise the Consolidated Balance Sheet as at March 31, 2014, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the consolidated financial position, consolidated performance and consolidated cash flows of the Group in accordance with the Accounting principal generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

We report that Consolidated that Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS - 21), "Consolidated Financial Statements", Accounting Standard (AS - 27) on "Financial Reporting of Interests in Joint Ventures" and an Associates Company accounted on the equity method in accordance with Accounting Standards (AS - 23) "Accounting for Investments in Associates " as notified by the Companies (Accounting Standards) Rules, 2006 and on the basis of the separated Financial Statements of Maharashtra Seamless Limited and its Subsidiaries, Associates and Joint Venture included in the consolidated Financial Statements.

In our opinion and to the best of our information and according to the explanations given to us, we are of the opinion that the said consolidated financial statements give a true and fair view in conformity with the accounting principal generally accepted in India:

- i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- ii) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note No 2.32 and 2.36 to the Financial Statements, relating to interest free loan of ₹ 26,578,714/-, ₹ 44,702,852/- and ₹ 586,000,000/- to the Jindal Premium Connection Pvt. Ltd. (formally known as Hydril Jindal International Pvt. Ltd.), Gondkhari Coal Mining Ltd. and Maharashtra Seamless Limited Employee Welfare Trust respectively. Further we draw attention to Note No. 2.29 to the financial statements, relating to accounting policy followed by the Company in respect of Mega Project Subsidy received/receivable under the Package Scheme of Incentive 2007 approved by the Government of Maharashtra

Other Matters

We did not audit the Financial Statements of two Subsidiary Companies, and one Joint Venture Company, whose Financial Statements reflects total assets of ₹ 29,524 Lacs as at 31st March 2014, and total revenues of ₹ 358 Lacs for the year ended 31st March 2014 and four Associates Companies which constitute net profit of ₹ 477 Lacs for the year then ended. These Financial Statements are considered in these consolidated financial statements

The Financial Statements of Joint Venture Gondkhari Coal Mining Ltd., the subsidiary Companies Maharashtra Seamless (Singapore) Pte. Ltd., Discovery Oil And Mines Pte. Ltd. and Associates Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd) , Dev Drilling Pte. Ltd., Jindal Pipes (Singapore) Pte. Ltd. and Star Drilling Pte. Ltd. for the year ended 31st March 2014 is reflected in Consolidated Financial Statements on the basis of unaudited financial information certified by the Management of the Subsidiaries, Joint Venture and Associates companies

For **KANODIA SANYAL & ASSOCIATES**

Chartered Accountants
Firm Registration No. 008396N

R.K. KANODIA

Partner

Membership No.016121

Place: New Delhi

Dated: 24th May, 2014


CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH ,2014

	Note No.	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
I. EQUITY AND LIABILITIES			
I Shareholders' Funds			
(a) Share Capital	2.1	341,415,620	352,667,110
(b) Reserves and Surplus	2.2	27,645,509,371	27,794,045,146
		<u>27,986,924,991</u>	<u>28,146,712,256</u>
2 Non - Current Liabilities			
(a) Long - Term Borrowings	2.3	33,860,938	36,723,656
(b) Deferred Tax Liabilities (Net)	2.4	730,663,280	704,790,488
(c) Other Long - Term Liabilities	2.5	497,817,646	576,479,535
(d) Long - Term Provisions	2.6	-	403,718
		<u>1,262,341,864</u>	<u>1,318,397,397</u>
3 Current Liabilities			
(a) Short - Term Borrowings	2.7	1,271,687,300	1,408,011,367
(b) Trade Payables	2.8	1,466,981,976	415,616,513
(c) Other Current Liabilities	2.9	872,287,771	1,028,157,289
(d) Short - Term Provisions	2.10	63,614,637	95,152,182
		<u>3,674,571,684</u>	<u>2,946,937,351</u>
TOTAL		<u>32,923,838,539</u>	<u>32,412,047,004</u>
II. ASSETS			
I Non - Current Assets			
(a) Fixed Assets	2.11		
(i) Tangible Assets		6,518,291,167	6,396,098,994
(ii) Intangible Assets		4,661,984	8,182,142
(iii) Revalued Assets		5,787,355,178	6,196,254,196
(iv) Capital Work - in - Progress		343,803,570	1,502,919,397
(v) Silver Coins in Hand		153,213	78,893
(b) Non - Current Investments	2.12	2,454,890,678	1,739,814,884
(c) Long - Term Loans and Advances	2.13	861,190,617	875,863,667
		<u>15,970,346,407</u>	<u>16,719,212,173</u>
2 Current Assets			
(a) Current Investments	2.12	5,880,099,473	5,661,426,216
(b) Inventories	2.14	4,352,118,557	5,140,058,653
(c) Trade Receivables	2.15	3,424,335,999	3,184,739,379
(d) Cash and Cash Equivalents	2.16	359,171,293	126,716,296
(e) Short - Term Loans and Advances	2.17	2,775,111,265	1,525,539,460
(f) Other Current Assets	2.18	162,655,545	54,354,827
		<u>16,953,492,132</u>	<u>15,692,834,831</u>
TOTAL		<u>32,923,838,539</u>	<u>32,412,047,004</u>

Significant Accounting Policies and
Notes on Financial Statements

I-2.46

As per our report of even date attached
For **KANODIA SANYAL & ASSOCIATES**
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

RAVI GUPTA
CFO

D.C. GUPTA
VP & Company Secretary

Place : Gurgaon
Dated : 24th MAY, 2014

For and on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
P.N.VIJAY
N.C. JAIN
Directors

S.P. RAJ
Wholetime Director


CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

	Note No.	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
I. Revenue From Operations	2.19	12,082,995,270	17,293,623,834
II. Other Income	2.20	639,104,914	705,289,440
III. Total Revenue (I + II)		12,722,100,184	17,998,913,274
IV. Expenses:			
Cost of Materials Consumed	2.21	8,165,294,078	11,930,973,778
Changes in Inventories of Finished Goods, Work - in - Process and Stock - in - Trade	2.22	385,510,567	165,071,704
Employee Benefits Expense	2.23	400,524,427	446,360,701
Finance Costs	2.24	55,680,452	74,798,800
Depreciation and Amortization Expense	2.11	371,211,804	379,036,464
Other Expenses	2.25	2,231,977,163	3,033,884,455
Total Expenses		11,610,198,491	16,030,125,902
V. Profit Before Exceptional and Extraordinary Items and Tax (III - IV)		1,111,901,693	1,968,787,372
VI. Exceptional Items		-	-
VII. Profit Before Extraordinary Items and Tax (V - VI)		1,111,901,693	1,968,787,372
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII-VIII)		1,111,901,693	1,968,787,372
X Tax Expense:			
(1) Current Tax		230,974,633	392,100,000
(2) Deferred Tax		25,872,792	110,770,338
(3) MAT Credit		(113,774,601)	(42,535,918)
(4) Earlier Years		1,357,009	(16,528,221)
(5) Wealth Tax		141,392	141,762
XI Profit for the Year (IX-X)		967,330,468	1,524,839,411
XII Share in Profit / (Loss) of Associate Companies		47,676,064	(476,060)
XIII Profit carried to Balance Sheet		1,015,006,532	1,524,363,351
XIV Earnings Per Equity Share (Par Value ₹ 5/-)			
(1) Basic		14.61	21.61
(2) Diluted		14.61	21.61

Note:

Total Income includes ₹ Nil (Previous Year ₹ 66,788,104/-) share of Jointly Controlled Entities

Total Expenditure includes ₹ 81,715/- (Previous Year ₹ 74,275,885/-) share of Jointly Controlled Entities

Significant Accounting Policies and
Notes on Financial Statements

1-2.46

As per our report of even date attached
For **KANODIA SANYAL & ASSOCIATES**
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 24th MAY, 2014

RAVI GUPTA
CFO
D.C. GUPTA
VP & Company Secretary

For and on Behalf of the Board

D.P. JINDAL
Chairman
SAKET JINDAL
Managing Director
U.C. AGARWAL
P.N.VIJAY
N.C. JAIN
Directors
S.P. RAJ
Wholetime Director


CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
A. Cash Flow from Operating Activities		
Net Profit before Extraordinary Items and Tax	1,111,901,693	1,968,787,372
Adjustments for:		
Depreciation and Amortisation	371,211,804	379,036,464
(Profit) / Loss on sale / write off of Assets (Net)	(53,024)	17,671
Income Tax Adjustment relating to Earlier Years / Wealth Tax	(141,392)	16,386,459
Finance Costs	44,912,563	62,317,607
Share in Profit / (Loss) of Associate Companies	47,676,064	(476,060)
Interest Income	(135,723,990)	(174,222,895)
Dividend Income	(2,989,739)	(4,159,793)
Net Gain on Sale of Investments	(429,014,382)	(382,850,407)
Rental Income from Investment Properties	(6,726,338)	(6,043,784)
Cash Flow from Operating Activities before Working Capital Changes	1,001,053,259	1,858,792,634
Changes in Working Capital:		
Adjustments for (Increase) / Decrease in Operating Assets:		
Inventories	780,831,055	2,076,174,386
Trade Receivables and Other Receivables	(35,334,419)	449,769,015
Short - Term Loans and Advances	(1,323,142,054)	284,784,006
Long - Term Loans and Advances	(16,659,604)	(114,150,234)
Other Non - Current assets	(77,168)	-
Adjustments for Increase / (Decrease) in Operating Liabilities:		
Trade Payables and Other Liabilities	864,044,467	(1,091,777,438)
Other Current Liabilities	2,462,469	-
Cash Flow from Operating Activities after Working Capital Changes	1,273,178,005	3,463,592,369
Cash Flow from Extraordinary Items	-	-
Cash Generated from Operations	1,273,178,005	3,463,592,369
Net Income Tax (Paid) / Refunds	(184,618,385)	(461,332,045)
Net Cash Flow from / (used in) Operating Activities (A)	1,088,559,620	3,002,260,324
B. Cash Flow from Investing Activities		
Capital Expenditure on Fixed Assets	(319,236,522)	(1,465,120,838)
Proceeds from Sale of Fixed Assets	106,667	3,283,159
Current Investments not Considered as Cash and Cash Equivalents		
- Purchased	(4,024,166,673)	(5,208,344,716)
- Proceeds from Sale	4,217,408,133	3,204,966,412
Purchase of Long - Term Investments		
- Subsidiaries	(144,007,500)	-
- Others	(903,724,773)	(206,331,550)
Proceeds from Sale of Long - Term Investments		
- Joint ventures	64,731,000	-
- Others	328,922,219	390,715,754
Interest Received	137,715,088	176,948,386
Dividend Received	2,989,739	4,159,793
Rental Income from Investment Properties	6,726,338	6,043,784
Net Cash Flow from / (used in) Investing Activities (B)	(632,536,284)	(3,093,679,816)



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
C. Cash Flow from Financing Activities		
Proceeds / (Repayment) of Long - Term Borrowings	(2,862,720)	(487,563)
Buy Back of Shares	(415,290,547)	-
Proceeds / (Repayment) of other Short - Term Borrowings	689,849,400	580,443,450
Finance Costs	(44,912,563)	(62,317,607)
Dividends Paid	(418,081,626)	(420,342,255)
Tax on Dividend	(71,314,910)	(68,653,706)
Net Cash Flow from / (used in) Financing Activities (C)	(262,612,966)	28,642,319
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	193,410,370	(62,777,173)
Cash and Cash Equivalents at the Beginning of the Year	126,716,296	227,043,294
Effect of Change in Group Interest (Ref: Note No. 2.33 & 2.34)	(24,158,254)	-
Effect of exchange differences on restatement of Foreign Currency Cash and Cash Equivalents	63,202,881	(37,549,825)
Cash and Cash Equivalents at the End of the Year	359,171,293	126,716,296
Notes forming part of accounts (Ref: Note No. 2.16)		

As per our report of even date attached
For KANODIA SANYAL & ASSOCIATES
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 24th MAY, 2014

RAVI GUPTA
CFO
D.C. GUPTA
VP & Company Secretary

For and on Behalf of the Board

D.P. JINDAL
Chairman
SAKET JINDAL
Managing Director
U.C. AGARWAL
P.N.VIJAY
N.C. JAIN
Directors
S.P. RAJ
Wholetime Director



SIGNIFICANT ACCOUNTING POLICIES

A Principles of Consolidation

- a) The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS 21) on 'Consolidated Financial Statements', Accounting Standard 23 (AS 23) on 'Accounting for Investments in Associates in Consolidated Financial Statements' and Accounting Standard 27 (AS 27) on 'Financial Reporting of Interests in Joint Venture' as notified under section 211 of the Companies Act, 1956 and on the basis of separate audited financial statements of Maharashtra Seamless Limited, its Subsidiaries, Associates and Joint Ventures. Reference in the notes to "Group" shall mean to include Maharashtra Seamless Limited, and its Subsidiaries, Associates and Joint Ventures consolidated in these Financial Statements, unless otherwise stated.
- b) The Consolidated Financial Statements have been prepared on the following basis:
- i) The Financial Statements of the company and its Subsidiary companies are combined on a line by line basis, by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra-group transactions in accordance with AS - 21 on 'Consolidated Financial Statements'.
 - ii) In case of foreign subsidiaries, being non-integral operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the foreign currency translation reserve.
In case of foreign associate companies, profit / (loss) are consolidated at the average rate prevailing during the year.
Investments other than in subsidiaries and associates have been accounted as per AS - 13 on "Accounting for Investments".
 - iii) Investment in Associate Companies has been accounted under the Equity method as per AS - 23 on "Accounting for Investments in Associates in Consolidated Financial Statements", and accordingly, the Share of Profit/ Loss of each of the Associate Companies (the loss being restricted to the cost of Investment) has been added to / deducted from the cost of Investments.
 - iv) The Financial Statement of jointly controlled entity have been combined by applying proportionate consolidation method on line by line basis on items of the assets, liabilities, income and expenses after eliminating proportionate share of unrealised profits or losses in accordance with AS - 27 on "Financial Reporting of Interests in Joint Ventures"
 - v) The difference between the cost of investments in the Subsidiaries / Joint Ventures, over the net assets at the time of acquisition of the investment in the Subsidiaries / Joint Ventures is recognized in the Financial Statements as Goodwill or Capital Reserve in consolidation, as the case may be.
 - vi) The Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and necessary adjustments required for deviations, if any, have been made in the Consolidated Financial Statements.

B Other Significant Accounting Policies

These are set out under "Significant Accounting Policies" as given in the Company's Standalone Financial Statements.



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

NOTE : 2.1 SHARE CAPITAL	As At 31.03.2014		As At 31.03.2013	
	No. of Shares	(₹)	No. of Shares	(₹)
a) Authorised Share Capital				
Equity Shares (Par value ₹ 5/-)				
At the Beginning of the Year	80,000,000	400,000,000	80,000,000	400,000,000
Add : Additions during the Year	-	-	-	-
Less : Reduction during the Year	-	-	-	-
At the End of the Year	80,000,000	400,000,000	80,000,000	400,000,000
Preference Shares (Par value ₹ 10/-)				
At the Beginning of the Year	20,000,000	200,000,000	20,000,000	200,000,000
Add : Additions during the Year	-	-	-	-
Less : Reduction during the Year	-	-	-	-
At the End of the Year	20,000,000	200,000,000	20,000,000	200,000,000
b) Issued, Subscribed and Paid up				
Equity Shares (Par value ₹ 5/-)				
At the Beginning of the Year	70,533,422	352,667,110	70,533,422	352,667,110
Add : Additions during the Year	-	-	-	-
Less : Reduction during the year on account of buy back	2,250,298	11,251,490	-	-
At the End of the Year	68,283,124	341,415,620	70,533,422	352,667,110

Terms / Rights attached to Equity Share

The company has only one class of Equity Shares having a par value of ₹ 5/-. Each holder of Equity Shares is entitled to one vote per share.

The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of Directors, in their meeting on May 24, 2014, proposed a dividend of ₹ 6/- per Equity Share. The proposal is subject to the approval of shareholders at the Annual General Meeting. The total dividend appropriation for the year ended March 31, 2014 amounted to ₹ 470,317,275/- including corporate dividend tax of ₹ 68,319,519/-. The dividend pay-out is calculated on 66,999,626 no. of shares to the member whose name appear in the register of member as on 24th May 2014.

In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

c) List of shareholders holding more than 5% shares	As At 31.03.2014		As At 31.03.2013	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Franklin Templeton Investment Funds	5,342,961	7.82	4,959,584	7.03
Global Jindal Fin-Invest Ltd.	5,424,944	7.94	5,424,944	7.69
Brahmadev Holding & Trading Ltd.	5,758,992	8.43	5,758,992	8.16
Stable Trading Company Ltd.	11,285,544	16.53	11,285,544	16.00
Odd & Even Trades And Finance P. Ltd.	11,690,000	17.12	11,690,000	16.57



- d) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date: Nil
- e) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash during the period of five years immediately preceding the reporting date: Nil

- f) The company has bought back following Equity Shares during the last five years preceding the Balance Sheet Date
- | | |
|----------------|---------------|
| Financial Year | No. of Shares |
| 2013-14 | 2,250,298 |

Pursuant to the approval of the Board of Directors of the company, for buy back of Equity Shares U/s 77A of the Companies Act, 1956, during the financial year 2013-14 the company has bought 2,250,298 the Equity Shares and extinguished the same. Consequently a sum of ₹ 11,251,490/- has been reduced from Share Capital & ₹ 404,039,057/- has been reduced from Securities Premium Account.

Capital Redemption Reserve has been created of ₹ 11,251,490/- being nominal value of shares bought back U/s. 77A of the Companies Act, 1956.

	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.2		
RESERVES & SURPLUS		
Capital Redemption Reserve :		
As per Last Balance Sheet	144,112,800	144,112,800
Add : Transferred from Profit & Loss A/c on buy back of Equity Shares	11,251,490	-
	<u>155,364,290</u>	<u>144,112,800</u>
Securities Premium:		
As per Last Balance Sheet	3,257,131,073	3,257,131,073
Less : On buy back of Equity Shares	404,039,057	-
	<u>2,853,092,016</u>	<u>3,257,131,073</u>
Capital Investment Subsidy	2,500,000	2,500,000
Capital Reserve	3,008,030	-
General Reserve:		
As per Last Balance Sheet	16,659,843,415	16,159,451,397
Add : Transferred from Revaluation Reserve	-	392,018
Add : Transferred from Profit & Loss A/c	200,000,000	500,000,000
	<u>16,859,843,415</u>	<u>16,659,843,415</u>
Profit and Loss Account:		
As per Last Balance Sheet	1,569,889,087	1,040,649,198
Add : Profit/ (Loss) for the Year	1,015,006,532	1,524,363,351
Add : Effect of Change in Group Interest (Refer Note No: 2.33 & 2.34)	50,407,483	-
Less : Transfer to Capital Redemption Reserve on buy back of Equity Shares	11,251,490	-
Less : Transfer to General Reserve	200,000,000	500,000,000
Less : Proposed Dividend *	398,420,112	423,200,532
Less : Tax on Proposed Dividend *	67,711,499	71,922,930
	<u>1,957,920,001</u>	<u>1,569,889,087</u>

Note: Loss of ₹ 3,627,660/- (Previous Year ₹ 54,126,387/-) towards share of Jointly Controlled Entities



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
Revaluation Reserve:		
As per Last Balance Sheet	6,196,254,196	6,605,573,290
Less: Loss on Sale of Revalued Assets	-	27,110
Less: Transfer to General Reserve	-	392,018
Less: Depreciation on Revalued Assets	408,899,018	408,899,966
	5,787,355,178	6,196,254,196
Foreign Currency Translation Reserve	26,426,441	(35,685,425)
	27,645,509,371	27,794,045,146

* Proposed Dividend on Equity Shares and Tax on Dividend are net of reversal of excess provision of previous year pertaining to Equity Shares bought back before the record date of Dividend aggregating to ₹ 41.86 Lacs.

NOTE : 2.3

LONG - TERM BORROWINGS

Term Loan:		
- From other parties	33,860,938	36,723,656
	33,860,938	36,723,656

Note: Includes ₹ 28,439,576/- (Previous Year ₹ 28,439,576/-) share of Jointly Controlled Entities.

NOTE : 2.4

DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liabilities

	As At 31.03.2013 (₹)	During the Year (₹)	As At 31.03.2014 (₹)
Fixed Assets	716,357,424	113,160,673	829,518,097
Deferred Tax Assets			
Others	11,566,936	87,287,881	98,854,817
	704,790,488	25,872,792	730,663,280

NOTE : 2.5

OTHER LONG - TERM LIABILITIES

	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
Deferred Sales Tax	494,956,096	573,617,985
Interest Accrued and due on borrowings	2,861,550	2,861,550
	497,817,646	576,479,535

Note: Interest Accrued and due on borrowing includes ₹ 2,861,550/- (Previous Year ₹ 2,861,550/-) share of Jointly Controlled Entities

NOTE : 2.6

LONG - TERM PROVISIONS

Provision for Employee Benefits	-	403,718
	-	403,718

Note: Includes ₹ Nil (Previous Year ₹ 403,718/-) share of Jointly Controlled Entities.



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.7		
SHORT - TERM BORROWINGS		
Loans repayable on demand from Banks		
- Secured	1,257,488,886	1,392,393,849
- Unsecured	14,198,414	15,617,518
	<u>1,271,687,300</u>	<u>1,408,011,367</u>

Note: Includes ₹ Nil (Previous Year ₹ 826,173,467/-) share of Jointly Controlled Entities.

NOTE : 2.8
TRADE PAYABLES

Micro , Small & Medium Enterprises (Refer Note No. 2.31)	3,780,310	6,076,476
Creditors	1,460,335,026	406,445,327
Accrued Expenses	2,866,640	3,094,710
	<u>1,466,981,976</u>	<u>415,616,513</u>

Note: Includes ₹ 370,959/- (Previous Year ₹ 26,094,902/-) share of Jointly Controlled Entities.

NOTE : 2.9
OTHER CURRENT LIABILITIES

Current Maturity of Long - Term Borrowings	2,863,950	2,876,326
Current Maturity of Other Long - Term Liabilities	72,536,866	59,250,735
Statutory Dues	136,889,517	211,568,133
Payable to Employees	52,917,716	61,561,899
Security Deposit	17,041,276	18,057,175
Advance from Customers	91,314,807	149,638,859
Unpaid Dividend	28,393,724	26,852,462
Proposed Dividend	401,997,756	423,200,532
Tax on Proposed Dividend	68,319,519	71,922,930
Others	12,640	3,228,238
	<u>872,287,771</u>	<u>1,028,157,289</u>

Note: Includes ₹ 7,575/- (Previous Year ₹ 7,511,648/-) share of Jointly Controlled Entities.

NOTE : 2.10
SHORT - TERM PROVISIONS

Provision for Expenses	63,614,637	95,118,972
Provision for Employee Benefits	-	33,210
	<u>63,614,637</u>	<u>95,152,182</u>

Note: Includes ₹ Nil (Previous Year ₹ 33,210/-) share of Jointly Controlled Entities.


**NOTE : 2.11
FIXED ASSETS**
(₹)

Description	Gross Block (At Cost)				Depreciation				Net Block	
	As At 01.04.2013	Additions	Sales/ Adjustment	As At 31.03.2014	Upto 31.03.2013	For The Year	Sales/ Adjustment	Upto 31.03.2014	As At 31.03.2014	As At 31.03.2013
Tangible Assets:										
Freehold - Land	72,071,144	-	689,109	71,382,035	-	-	-	-	71,382,035	72,071,144
Leasehold - Land	97,711,360	4,652,300	-	102,363,660	-	-	-	-	102,363,660	97,711,360
Land Site & Development	148,035,745	12,514,603	-	160,550,348	-	-	-	-	160,550,348	148,035,745
Shed & Building	1,771,527,939	28,526,541	24,859,690	1,775,194,790	249,218,210	49,163,186	6,037,435	292,343,961	1,482,850,829	1,522,309,729
Plant & Machinery	6,294,100,786	491,175,383	110,287,254	6,674,988,915	1,888,932,271	297,099,411	79,880,881	2,106,150,801	4,568,838,114	4,405,168,515
Office Equipment	46,115,526	2,062,417	222,539	47,955,404	14,638,785	2,129,828	102,785	16,665,828	31,289,576	31,476,741
Computer	45,118,931	548,055	295,424	45,371,562	25,416,948	5,107,905	229,886	30,294,967	15,076,595	19,701,983
Furniture & Fixtures	60,430,856	364,604	436,507	60,358,953	18,299,315	3,650,162	152,479	21,796,998	38,561,955	42,131,541
Vehicles	101,433,387	611,295	2,395,785	99,648,897	43,941,151	10,102,254	1,772,563	52,270,842	47,378,055	57,492,236
Total (A)	8,636,545,674	540,455,198	139,186,308	9,037,814,564	2,240,446,680	367,252,746	88,176,029	2,519,523,397	6,518,291,167	6,396,098,994
Previous Year	8,542,159,757	101,695,498	7,309,581	8,636,545,674	1,869,730,137	375,117,312	4,400,769	2,240,446,680	6,396,098,994	6,672,429,620
Intangible Assets:										
Software	24,192,117	438,900	-	24,631,017	16,009,975	3,959,058	-	19,969,033	4,661,984	8,182,142
Total (B)	24,192,117	438,900	-	24,631,017	16,009,975	3,959,058	-	19,969,033	4,661,984	8,182,142
Previous Year	24,192,117	-	-	24,192,117	12,090,823	3,919,152	-	16,009,975	8,182,142	12,101,294
Tangible Assets on account of Revaluation										
Freehold - Land	384,039,102	-	-	384,039,102	-	-	-	-	384,039,102	384,039,102
Shed & Building	1,984,703,009	-	-	1,984,703,009	179,378,976	44,844,744	-	224,223,720	1,760,479,289	1,805,324,033
Plant & Machinery	5,463,108,156	-	-	5,463,108,156	1,456,217,095	364,054,274	-	1,820,271,369	3,642,836,787	4,006,891,061
Total (C)	7,831,850,267	-	-	7,831,850,267	1,635,596,071	408,899,018	-	2,044,495,089	5,787,355,178	6,196,254,196
Previous Year	7,832,375,428	-	525,161	7,831,850,267	1,226,802,138	408,899,966	106,033	1,635,596,071	6,196,254,196	6,605,573,290
Total (A+B+C)	16,492,588,058	540,894,098	139,186,308	16,894,295,848	3,892,052,726	780,110,822	88,176,029	4,583,987,519	12,310,308,329	12,600,535,332
Previous Year	16,398,727,302	101,695,498	7,834,742	16,492,588,058	3,108,623,098	787,936,430	4,506,802	3,892,052,726	12,600,535,332	13,290,104,204
Note:- Net Block Includes ₹ 7,377/- (Previous Year ₹ 50,965,558/-) Share of Jointly Controlled Entities.										
Capital Work - in - Progress										
Land	5,554,277	11,557,342	13,611,619	3,500,000	-	-	-	-	3,500,000	5,554,277
Shed & Building	121,047,416	24,015,252	72,135,405	72,927,263	-	-	-	-	72,927,263	121,047,416
Plant & Machinery	383,373,298	262,792,899	425,004,514	221,161,683	-	-	-	-	221,161,683	383,373,298
Preoperative Expenses	13,889,123	-	9,663,475	4,225,648	-	-	-	-	4,225,648	13,889,123
Others	979,055,283	317,624	937,383,931	41,988,976	-	-	-	-	41,988,976	979,055,283
Total (D)	1,502,919,397	298,683,117	1,457,798,944	343,803,570	-	-	-	-	343,803,570	1,502,919,397
Previous Year	139,508,687	1,390,288,566	26,877,856	1,502,919,397	-	-	-	-	1,502,919,397	139,508,687
Current Year (A+B+C+D)									12,654,111,899	14,103,454,729
Previous Year									14,103,454,729	13,429,612,891
Note:- Includes ₹ 41,494,720/- (Previous Year ₹ 978,878,651/-) Share of Jointly Controlled Entities.										


NOTE : 2.12
INVESTMENTS

(Fully paid up unless otherwise specified)

I. Non - Current
A. Trade
Un-Quoted
Equity Shares of Associate Company

₹ 10/- each of Jindal Premium Connection Pvt. Ltd.
(Formally known as Hydri Jindal International Pvt. Ltd.)

Add: Share in Profit / (Loss) of Associate

As At 31.03.2014		As At 31.03.2013	
No. of Shares /Units	(₹)	No. of Shares /Units	(₹)
4,389,095	43,890,950	-	-
-	(6,152,655)	-	-
4,389,095	37,738,295	-	-

B. Non - Trade
Un-Quoted
Equity Shares of Associate Companies

₹ 10/- each of Dev Drilling (Singapore) Pte. Ltd.

Add: Share in Profit / (Loss) of Associate

1,250,000	67,428,125	-	-
-	(232,230)	-	-
1,250,000	67,195,895	-	-

USD 1/- each of Jindal Pipes (Singapore) Pte. Ltd.
(Refer Note No. 2.27)

Add: Share in Profit / (Loss) of Associate

4,500,000	221,911,030	4,500,000	222,408,291
-	54,494,598	-	(497,261)
4,500,000	276,405,628	4,500,000	221,911,030

USD 1/- each of Star Drilling Pte. Ltd.

Add: Share in Profit / (Loss) of Associate

1,250,000	75,149,030	2,450,000	133,253,785
-	(433,649)	-	21,201
1,250,000	74,715,381	2,450,000	133,274,986

Equity Shares of Other Companies

Discovery Drilling Pte. Ltd.

Virtue Drilling Pte. Ltd.

3,812,610	636,239,441	3,812,610	532,177,423
4,661,125	801,687,940	-	-

Debentures

₹ 2,500,000/- each of 18.65% NCD 05NV14 Tricone Projects
India Ltd.

₹ 5,000,000/- each of 18.65% NCD 03JL15 Antarctica Properties
Company Ltd.

16	40,000,000	16	40,000,000
4	20,000,000	-	-

Bonds

6.85% India Infrastructure Finance Company Ltd. - Trench I Tax
Free Bonds

₹ 1,000,000/- each of 10.30% Yes Bank Bonds

-	-	2,000	205,700,000
10	10,000,000	10	10,000,000

Equity Shares

₹ 10/- each of Welspun Enterprises Ltd.*

1,760	279,207	-	-
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	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	(₹)	No. of Shares /Units	(₹)
Quoted				
Equity Shares				
₹ 10/- each of Coal India Ltd.	15,016	5,585,493	15,016	5,585,493
₹ 10/- each of Electrosteel Steels Ltd.	22,300,000	139,726,927	22,300,000	139,726,927
₹ 5/- each of ISMT Ltd.	1,445,000	50,119,132	1,445,000	50,119,132
₹ 10/- each of Jindal South West Holding Ltd.	14,923	14,593,073	14,923	14,593,073
₹ 10/- each of JSW Steel Ltd.	70,000	55,099,885	170,212	133,980,882
₹ 10/- each of JSW Energy Ltd.	194,875	10,121,521	194,875	10,121,521
₹ 10/- each of Videocon Industries Ltd.	46,018	8,852,579	56,018	10,776,299
₹ 10/- each of Monnet Ispat & Energy Ltd.	499,977	200,946,147	499,977	200,946,147
₹ 5/- each of Welspun Corp Ltd.	35,200	5,584,134	35,200	5,863,341
₹ 10/- each of Reliance Industries Ltd.	-	-	29,800	25,038,630
		<u>2,454,890,678</u>		<u>1,739,814,884</u>

II. CURRENT

Non - Trade

Quoted

Mutual Funds

BNP Paribas Fixed Term Fund Ser 26 A - Growth	15,250,000	152,500,000	-	-
BOI AXA FMP Series 10 - 368 Days - Growth	5,000,000	50,000,000	-	-
BOI AXA FMP Series 11 - 368 Days Regular - Growth	5,000,000	50,000,000	-	-
BOI AXA FMP - Series 5 - 366 Days - Growth	10,000,000	100,000,000	-	-
BOI AXA FMP - Series 9 - 366 Days - Regular - Growth	5,000,000	50,000,000	-	-
Edelweiss Short Term Income Fund - Growth	-	-	7,431,574	100,000,000
HDFC FMP 369D February 2014 (1) Series 29 - Regular - Growth	28,000,000	280,000,000	-	-
HDFC FMP 369D February 2014 (2) Series 29 - Regular - Growth	35,000,000	350,000,000	-	-
HDFC FMP 370D March 2014 (1) Series 29 - Regular - Growth	60,000,000	600,000,000	-	-
HDFC FMP 371D February 2014 (1) Series 29 - Regular - Growth	16,000,000	160,000,000	-	-
HDFC FMP 371D January 2014 (2) Series 29 - Regular - Growth	30,000,000	300,000,000	-	-
HDFC FMP 372D February 2014 (1) Series 29 - Regular - Growth	40,000,000	400,000,000	-	-
HDFC FMP 434D February 2014 (1) Series 29 - Regular - Growth	15,000,000	150,000,000	-	-
ICICI Prudential Short Term Plan - Cumulative - Growth	-	-	2,162,826	50,000,000
ICICI Prudential Ultra Short Term Plan - Growth	-	-	4,222,295	50,000,000
IDBI FMP - 370 Days Series - III (August 2013) - I - Regular - Growth	7,500,000	75,000,000	-	-
IDBI Liquid Fund - Regular - Bonus Plan - Growth	49,766	50,000,000	-	-
Indiabulls FMP - 377 Days March 2012 (2) - Growth	-	-	5,000,000	50,000,000
Indiabulls FMP Series III - 370 Days July 2013 (3) - Regular - Growth	5,000,000	50,000,000	-	-
Indiabulls Income Fund - Regular - Growth	-	-	15,000,000	150,000,000



	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	(₹)	No. of Shares /Units	(₹)
Indiabulls Ultra Short Term Fund - Existing Plan - Growth	-	-	178,503	200,000,000
JP Morgan India - Short Term Income Fund - Regular - Growth	9,219,989	120,000,000	-	-
JP Morgan India FMP Series 12 - Regular - Growth	12,500,000	125,000,000	12,500,000	125,000,000
Kotak FMP Series 106 - Growth	10,000,000	100,000,000	-	-
Kotak FMP Series 107 - Growth	10,000,000	100,000,000	-	-
Kotak FMP Series 136 - Growth	20,000,000	200,000,000	-	-
Kotak FMP Series 137 - Growth	25,000,000	250,000,000	-	-
Kotak FMP Series 94 - Growth	-	-	20,000,000	200,000,000
L&T Floating Rate Fund - Growth	2,307,867	26,666,673	-	-
L&T Triple Ace Bond Fund - Bonus - Original - Growth	1,607,459	20,000,000	-	-
LIC Nomura MF FMP Series 60 - 397 Days - Growth	30,000,000	300,000,000	30,000,000	300,000,000
LIC Nomura MF FMP Series 52 - 367 Days - Growth	-	-	6,000,000	60,000,000
LIC Nomura MF FMP Series 56 - 18 Months - Growth	25,000,000	250,000,000	25,000,000	250,000,000
Peerless Ultra Short Term Fund - Super Institutional - Growth	36,029,259	500,932,800	58,888,143	740,860,858
Pramerica Fixed Duration Fund - Series 14 - Growth	40,000	40,000,000	-	-
Pramerica Fixed Duration Fund - Series 7 - Growth	50,000	50,000,000	-	-
Principal Cash Management Fund - Growth	-	-	26,953	30,000,000
Principal PNB FMP Series A4 - 367 Days - FMP - 77 - Regular - Growth	-	-	15,000,000	150,000,000
Reliance Fixed Horizon Fund - XXIII - Series 4 - Growth	10,000,000	100,000,000	10,000,000	100,000,000
Reliance Income Fund - Growth - Bonus Option	-	-	10,298,139	112,500,000
Religare Credit Opportunities Fund - Growth	-	-	26,004,465	336,606,703
Religare FMP Series XV - Plan F - 369 Days - Growth	-	-	3,000,000	30,000,000
Religare FMP Series XVIII - Plan C - 25 Months - Growth	13,000,000	130,000,000	13,000,000	130,000,000
Religare FMP Series XV - Plan E - 367 Days - Growth	-	-	5,000,000	50,000,000
Religare FMP Series XI - Plan F - 15 Months - Growth	-	-	7,000,000	70,000,000
Religare FMP Series XII - Plan B - 14 Months - Growth	-	-	6,308,150	63,081,500
Religare FMP Series XIII - Plan E - 13 Months - Growth	-	-	6,000,000	60,000,000
Religare FMP Series XIV - Plan E - 370 Days - Growth	-	-	5,000,000	50,000,000
Religare Invesco FMP Series XIX - Plan C - 367 Days - Growth	10,000,000	100,000,000	-	-
Sundaram Money Fund - Regular - Growth	-	-	9,113,758	225,050,595
Sundaram Ultra Short Term Fund - Regular - Growth	-	-	34,020,374	530,000,000
TATA FMP Series 42 Scheme D - Plan A - Growth	20,000,000	200,000,000	20,000,000	200,000,000
TATA FMP Series 42 Scheme F - Plan A - Growth	25,000,000	250,000,000	25,000,000	250,000,000
TATA Income Fund Appreciation - Bonus - Growth	-	-	737,535	7,777,778
Taurus FMP - 369 Days Series U - Growth	-	-	5,000,000	50,000,000
Taurus Short Term Income Fund - Growth	-	-	129,563	255,548,782
Templeton India Short Term Income - Retail - Growth	-	-	30,365	70,000,000



	As At 31.03.2014		As At 31.03.2013	
	No. of Shares /Units	(₹)	No. of Shares /Units	(₹)
Union KBC Dynamic Bond Fund - Growth	8,676,037	100,000,000	-	-
Union KBC Ultra Short Term Debt Fund - Growth	84,106	100,000,000	-	-
UTI Bond Fund - Growth - Regular	-	-	6,195,787	215,000,000
UTI Fixed Term Income Fund Series XIV-I - 366 Days - Growth	-	-	40,000,000	400,000,000
		<u>5,880,099,473</u>		<u>5,661,426,216</u>
Aggregate Value of Quoted Investments		6,370,728,364		6,258,177,661
Aggregate Value of Un-Quoted Investments		1,964,261,787		1,143,063,439
Market Value of Quoted Investments		6,375,089,616		6,197,145,793

*During the year 1,760 Equity Shares of Welspun Enterprises Ltd. were allotted against 35,200 Equity Shares of Welspun Corp Ltd. pursuant to Scheme of Demerger, wherein for every 20 shares of Welspun Corp Ltd. 1 share of Welspun Enterprises Ltd. was allotted.

As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
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NOTE : 2.13

LONG - TERM LOANS AND ADVANCES

(Unsecured, Considered good)

Capital Advances	217,429,501	247,921,821
Loan to Related Parties	57,761,116	31,101,508
Loan to Body Corporates	586,000,000	596,000,000
Security Deposit	-	840,338
	<u>861,190,617</u>	<u>875,863,667</u>

NOTE : 2.14

INVENTORIES

(As Verified Valued and Certified by the Management)

Raw Material including Material in Transit	1,963,920,870	2,326,740,613
Finished Goods	1,044,052,910	1,636,535,298
Work - in - Process	830,906,002	665,045,161
Scrap	31,502,463	56,418,837
Stores & Spares	481,736,312	455,318,744
	<u>4,352,118,557</u>	<u>5,140,058,653</u>

Note: Includes ₹ Nil (Previous Year ₹ 7,109,041/-) share of Jointly Controlled Entities.



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.15		
TRADE RECEIVABLES		
(Unsecured, Considered good)		
Over Six Months	242,577,696	191,166,925
Others	3,181,758,303	2,993,572,454
	<u>3,424,335,999</u>	<u>3,184,739,379</u>

NOTE : 2.16
CASH AND CASH EQUIVALENTS

Cash in Hand	1,333,800	1,315,067
Balances with Scheduled Banks:		
- In Current Accounts	146,289,472	26,560,708
- In Unclaimed Dividend Accounts	26,182,214	24,632,452
- In Unclaimed Redemption Dividend Accounts	2,211,510	2,220,010
- In Fixed Deposit Account (Maturity within 1 year)	174,470,000	66,065,800
- In Fixed Deposit Account	8,684,297	5,922,259
	<u>359,171,293</u>	<u>126,716,296</u>

Note: Includes ₹ 30,963/- (Previous Year ₹ 24,212,412/-) share of Jointly Controlled Entities.

NOTE : 2.17
SHORT - TERM LOANS AND ADVANCES

Advances Recoverable in cash or in kind	336,193,662	369,274,477
Loan to Related Parties	243,404,190	193,697,769
Loan to Body Corporates	766,019,326	699,020,225
Share Application Money Pending Allotment	1,218,412,441	-
Security Deposit Paid	63,708,361	65,711,432
Balance with Revenue Authorities	-	4,075,974
Income Tax (Net of Provisions)	147,373,285	193,759,583
	<u>2,775,111,265</u>	<u>1,525,539,460</u>

Note: Includes ₹ 9,090/- (Previous Year ₹ 4,188,853/-) share of Jointly Controlled Entities.



	As At 31.03.2014 (₹)	As At 31.03.2013 (₹)
NOTE : 2.18		
OTHER CURRENT ASSETS		
Balance with Excise and Sales Tax Authorities	-	300,000
MAT Credit Entitlement	154,953,510	42,535,918
Other Balances	767,963	2,530,242
Interest Accrued but not due	6,934,072	8,988,667
	<u>162,655,545</u>	<u>54,354,827</u>

Note: Includes ₹ Nil (Previous Year ₹ 2,016,303/-) share of Jointly Controlled Entities.

	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
NOTE : 2.19		
REVENUE FROM OPERATIONS		
Sale of Products:		
Manufacturing	12,732,076,069	17,693,938,734
Scrap	321,970,767	652,891,513
	<u>13,054,046,836</u>	<u>18,346,830,247</u>
Less : Excise Duty	1,015,754,334	1,158,029,816
	<u>12,038,292,502</u>	<u>17,188,800,431</u>
Income from Services	44,702,768	104,823,403
	<u>12,082,995,270</u>	<u>17,293,623,834</u>

Note: Includes ₹ Nil (Previous Year ₹ 59,073,685/-) share of Jointly Controlled Entities.

NOTE : 2.20		
OTHER INCOME		
Dividend Received: Non Trade - Non Current	2,989,739	4,159,793
Interest Received	135,723,990	174,222,895
Profit on Sale of Non Current Investments (Net) - Non Trade	17,099,665	-
Profit on Sale of Current Investments (Net) - Non Trade	411,914,717	383,684,783
Foreign Exchange Fluctuation (Net)	-	66,050,446
Transport Charges Reimbursement	-	39,750
Rent Received	6,726,338	6,043,784
Miscellaneous Income	64,597,441	71,087,989
Profit on Sale of Tangible Fixed Assets (Net)	53,024	-
	<u>639,104,914</u>	<u>705,289,440</u>

Note: Includes ₹ Nil (Previous Year ₹ 7,714,419/-) share of Jointly Controlled Entities.



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
NOTE : 2.21		
COST OF MATERIALS CONSUMED		
Opening Stock	2,163,630,603	4,289,540,506
Add : Purchases (Including Direct Expenses)	7,010,760,229	9,805,063,875
Less : Effect of Change in Group Interest (Refer Note No. 2.34)	6,589,173	-
	<u>9,167,801,659</u>	<u>14,094,604,381</u>
Less : Closing Stock	1,002,507,581	2,163,630,603
	<u>8,165,294,078</u>	<u>11,930,973,778</u>

Note : Includes ₹ Nil (Previous Year ₹ 3,278,824/-) share of Jointly Controlled Entities.

NOTE : 2.22
**CHANGES IN INVENTORY OF FINISHED GOODS,
WORK - IN - PROCESS AND STOCK - IN - TRADE**

Closing Stock:		
Finished Goods	1,044,052,910	1,636,535,298
Work - in - Process	830,906,002	665,045,161
Scrap	31,502,463	56,418,837
	<u>1,906,461,375</u>	<u>2,357,999,296</u>
Opening Stock:		
Finished Goods	1,636,535,298	1,363,750,268
Work - in - Process	665,045,161	1,094,492,277
Scrap	56,418,837	34,963,343
	<u>2,357,999,296</u>	<u>2,493,205,888</u>
Less: Effect of Change in Group Interest (Refer Note No. 2.34)		
Finished Goods	(500,899)	-
Scrap	(18,969)	-
	<u>(519,868)</u>	<u>-</u>
Excise Duty on Differential Stock of Finished Goods	(65,507,486)	29,865,112
	<u>385,510,567</u>	<u>165,071,704</u>

Note: Includes decrease in inventory of ₹ Nil (Previous Year ₹ 36,336,479/-) share of Jointly Controlled Entities.

NOTE : 2.23
EMPLOYEE BENEFITS EXPENSE

Salary, Wages & Other Allowances	379,659,033	425,013,377
Contribution to PF & Other Funds	11,946,549	12,451,704
Staff Welfare Expenses	8,918,845	8,895,620
	<u>400,524,427</u>	<u>446,360,701</u>

Note: Includes ₹ Nil (Previous Year ₹ 7,073,295/-) share of Jointly Controlled Entities.



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
NOTE : 2.24		
FINANCE COSTS		
Interest to Banks & Financial Institutions		
- On Term Loan (Rupee)	8,885,080	11,919,446
- Working Capital Borrowings	5,877,352	25,201,715
- Others	10,679,178	25,108,499
Foreign Exchange Fluctuation Loss	6,169,878	-
Shareholders Loan	19,470,953	87,947
Bank Charges & Commission	4,598,011	12,481,193
	55,680,452	74,798,800

Note: Includes ₹ Nil (Previous Year ₹ 1,308,423/-) share of Jointly Controlled Entities.

NOTE : 2.25
OTHER EXPENSES
Manufacturing Expenses:

Stores & Spares Consumed	414,996,636	690,257,468
Power & Fuel	1,327,314,363	1,872,904,455
Water Charges	6,014,195	4,183,875
Repair & Maintenance (Plant & Machinery)	33,312,666	18,788,042
Repair & Maintenance (Building)	1,894,680	3,550,880
Guage Charges	-	1,543,157
Labour Charges	-	275,761
Job Work Charges	31,136,919	62,045,491
Other Manufacturing Expenses	2,274,038	1,185,401
	1,816,943,497	2,654,734,530

Note: Includes ₹ Nil (Previous Year ₹ 3,425,207/-) share of Jointly Controlled Entities

Administrative Expenses:

Rent	26,173,844	26,270,271
Rates & Taxes	8,652,407	7,883,732
Royalty	-	3,572,906
Telephone & Communication Expenses	8,976,421	9,006,253
Printing & Stationery	1,802,217	1,271,778
Travelling & Conveyance:		
- Directors	6,436,650	6,993,638
- Others	27,776,355	24,518,815
Vehicle Upkeep & Maintenance	15,723,160	13,425,480
Directors' Fee	611,148	592,500



	Year Ended 31.03.2014 (₹)	Year Ended 31.03.2013 (₹)
Insurance	7,197,781	7,061,287
Staff Recruitment & Training Expenses	452,146	874,531
Repair & Maintenance (Others)	18,735,111	17,707,002
Legal & Professional Charges	19,128,095	12,704,058
Fees & Subscription	7,283,800	6,375,808
Electricity Charges	11,386,144	7,052,561
Auditors' Remuneration:		
- Audit Fee	814,045	995,667
- Tax Audit Fee	200,000	200,000
- Company Law Matters	34,663	142,083
- Other Expenses	46,362	104,271
Internal Audit Fees	1,012,500	750,676
Cost Audit Fees	100,000	60,000
Foreign Exchange Fluctuation (Net)	51,488,189	-
Contribution to Political Party	2,000,000	-
Provision for Bad & Doubtful Debts	-	4,201,594
General Expenses	15,914,358	12,762,481
Loss on Sale of Non Current Investment (Net) - Non Trade	-	834,376
Loss on Sale of Tangible Fixed Assets (Net)	-	17,671
	231,945,396	165,379,439

Note: Includes ₹ 80,172/- (Previous Year ₹ 10,396,871/-) share of Jointly Controlled Entities.

Selling & Distribution Expenses:

Tender Fee	317,160	767,429
Advertisement & Business Promotion	38,213,444	11,884,755
Freight Outward & Claims (Net)	75,703,541	86,974,328
Commission & Discount	58,599,592	93,511,759
Testing & Inspection Charges	10,254,533	20,632,215
	183,088,270	213,770,486

Note: Includes ₹ Nil (Previous Year ₹ 246,608/-) share of Jointly Controlled Entities.

2,231,977,163	3,033,884,455
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**2.26 CONTINGENT LIABILITIES**

- a) Letter of Credit - ₹ 763,605,220/- (Previous Year ₹ 391,604,808/-)
 - b) Guarantees: Bank & Others - ₹ 8,549,752,190/- (Previous Year ₹ 6,628,012,093/-)
 - c) Sales Tax Demand under Appeal - ₹ 465,199/- (Previous Year ₹ 465,199/-)
 - d) Income Tax Demand under Appeal - ₹ 945,537/- (Previous Year ₹ 453,210/-)
 - e) Excise Duty Demand under Appeal - ₹ 188,917,922/- (Previous Year ₹ 190,325,905/-)
 - f) Indian Oil Corporation Ltd. (IOCL) had raised a claim of ₹ 179,848,064/- during the financial year 2008-09 & against this claim a performance bank guarantee of ₹ 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.
- 2.27 The company has pledged 4,500,000 Equity Shares of USD 1/- each held in Jindal Pipes (Singapore) Pte. Ltd. in favour of Standard Chartered Bank (Hong Kong) Limited acting as Security Agent towards Loan availed by Associate Company Jindal Pipes (Singapore) Pte. Ltd.
- 2.28 Estimated amount of contracts remaining to be executed on Capital Account, net of advances, and not provided for ₹ 128,962,357/- (Previous Year ₹ 3,855,519,362/-)
- 2.29 The company is entitled to Mega Project Industrial Promotion Subsidy under the Package Scheme of Incentive 2007 approved by the Govt of Maharashtra, to the extent of 75% of the eligible fixed capital investment at Mangaon or to the extent of taxes paid to the State Govt. less incentive of stamp duty and electricity duty exemption, within a period of 7 years from the date of approval, whichever is lower.
- As per AS -12 & accounting policy followed by the company the amount of such subsidies receivable during the year is considered as Capital Receipt and is credited to Capital Reserve amounting to ₹ 3,008,030/-.
- 2.30 The Loss of Foreign Exchange Fluctuation (Net) ₹ 51,488,189/- (Previous Year Gain ₹ 66,050,446/-) ,as shown in Profit & Loss Account, has been arrived at after considering loss of ₹ 93,400,085/- (Previous Year ₹ 103,200,189/-) and gain of ₹ 41,911,896/- (Previous Year ₹ 169,250,635/-) .Further, mark to market gain/ (loss) has been recognised by the company of ₹ Nil (Previous Year ₹ 2,662,384/-) as specified in Accounting Standard 30" Financial Instruments: Recognition and Measurement" issued by ICAI.
- 2.31 The company owes ₹ 3,747,685/- (Previous Year ₹ 736,497/-) to Micro and Small Enterprises which are outstanding for more than 45 days as at March 31, 2014. 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.
- 2.32 Gondkhari Coal Mining Ltd. (Joint Venture Company) & Jindal Premium Connection Pvt. Ltd. (Formally known as Hydril Jindal International Pvt. Ltd.) (Associate Company) had not paid interest on loan due to inadequacy of profit nor the company had charged / provides the interest during the year. Management is considering loan and investments made in the companies as good and recoverable.
- 2.33 Earlier the company was holding 49% with Dev Drilling Pte. Ltd. and having status of JV Company. However, during the year due to change in stake it becomes an associate company.
- 2.34 Earlier the company was having a joint venture agreement with Hydril Jindal International Pvt. Ltd. which was discontinued during the financial year w.e.f 29th August, 2013 as the stake of Hydril Company Lp, USA in Hydril Jindal International Pvt. Ltd. was acquired by another company, due to this change the new company became as associate company. Further name of the company has been changed to Jindal Premium Connections Pvt. Ltd.
- 2.35 The Joint Venture Company Gondkhari Coal Mining Ltd. has not recognised Deferred Tax Asset on accumulated losses in the Financial Statements in the absence of virtual uncertainty of realisation of such assets.
- 2.36 The company has given interest free loan of ₹ 58.60 crores during the previous years to Maharashtra Seamless Limited Employee Welfare Trust which had been formed with the sole objective of employee welfare.



- 2.37 During the year the company made a contribution to political party (Bhartiya Janta Party).
- 2.38 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.

2.39 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 Power-Electricity

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:

(₹ in lacs)

Particulars	Steel Pipes & Tubes	Power-Electricity	Others	Total
Revenue from Operations	118,834 (170,921)	1,683 (1,871)	6,704 (7,189)	127,221 (179,981)
Inter - Segment Sales	- (-)	545 (743)	- (-)	545 (743)
Segment Results	4,151 (12,099)	938 (1,210)	6,587 (7,126)	11,676 (20,435)
Finance Costs	273 (627)	- (-)	284 (120)	557 (747)
Other Un-allocable Expenditure				- (-)
Profit Before Tax	3,878 (11,472)	938 (1,210)	6,303 (7,006)	11,119 (19,688)
Segment Assets (Including Capital Work - in - Progress, excluding Revaluation)	144,578 (151,643)	11,197 (11,414)	115,916 (100,558)	271,691 (263,615)
Segment Liabilities	24,897 (16,837)	3,383 (3,395)	12,405 (14,241)	40,685 (34,473)
Un-allocable Liabilities				9,009 (9,638)
Capital Employed				221,997 (219,504)

2.40 Related Parties Disclosures as per Accounting Standard – 18.

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

a) Associate Companies

Jindal Pipes (Singapore) Pte. Ltd.

Star Drilling Pte. Ltd.



Jindal Premium Connection Pvt. Ltd.
(Formerly known as Hydril Jindal International Pvt. Ltd.)
Dev Drilling Pte. 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
Smt. Shruti Raghav Jindal

Details of Transactions during the year are as follows:

	Particulars	2013-14	2012-13
i)	Purchase & Other Services from Related Parties Associate Companies Relatives of Key Management Personnel	13,975,026 120,514	- 118,184
ii)	Sales & Other Services to Related Parties Associate Companies	12,481,335	2,088,90
iii)	Loans/Inter Corporate deposits given (Maximum Outstanding) Associate Companies	344,075,729	404,794,531
iv)	Guarantees & Collateral Securities (Maximum Outstanding) Associate Companies	5,686,809,751	3,045,800,800
v)	Interest Received from Related Parties Associate Companies	7,343,655	7,550,937
vi)	Rent paid to Related Parties Relatives of Key Management Personnel	300,000	300,000
vii)	Remuneration Key Management Personnel Relatives of Key Management Personnel	17,479,609 4,349,360	17,581,358 4,209,360
viii)	Dividend Paid Key Management Personnel Relatives of Key Management Personnel	10,421,364 2,613,438	10,421,364 2,203,044
ix)	Balance Payable by the Company at the year end Relatives of Key Management Personnel	51,457	25,920
x)	Balance Receivable by the Company (including loans if any) at the year end Associate Companies	357,599,575	203,559,040

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.

Transaction with Subsidiaries and Joint Ventures are eliminated.


2.41 Earning Per Equity Share computed in accordance with Accounting Standard – 20

Particulars	31.03.2014	31.03.2013
Net Profit available for Equity Shareholders (₹) (a)	1,015,006,532	1,524,363,351
Weighted average number of Equity Shares of ₹ 5/- each (b)	69,475,225	70,533,422
Basic / Diluted Earning per Equity Share (₹) (a/b)	14.61	21.61

2.42 The list of Subsidiaries/Associates/Joint Ventures consolidated in the Financials are:

Name of the Companies	For the Year Ended March 31, 2014 (%)	For the Year Ended March, 2013 (%)	Date of Incorporation	Country
Subsidiaries				
Maharashtra Seamless (Singapore) Pte. Ltd. *	100.00	100.00	8-Jun-11	Singapore
Maharashtra Seamless Finance Ltd.	100.00	100.00	8-Feb-12	India
Discovery Oil & Mines Pte. Ltd.*	100.00	N/A	27-Jun-13	Singapore
Associates				
Jindal Pipes (Singapore) Pte. Ltd.*	30.00	30.00	8-Jun-11	Singapore
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydri Jindal International Pvt. Ltd.) *	49.89	N/A	10-Feb-05	India
Dev Drilling Pte. Ltd.*	25.00	N/A	31-Jan-13	Singapore
Star Drilling Pte. Ltd.*	25.00	49.00	31-Jan-13	Singapore
Joint Ventures				
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydri Jindal International Pvt. Ltd.)*	N/A	49.89	10-Feb-05	India
Gondkhari Coal Mining Ltd.*	30.30	30.30	26-Feb-10	India
Dev Drilling Pte. Ltd.*	N/A	49.00	31-Jan-13	Singapore

* Audited financials as at March 31, 2014 were not available and the same have been consolidated on the basis of provisional financials as certified by the Management.

2.43 The company has applied AS - 23, "Accounting for Investments in Associates" in the Consolidated Financial Statements issued by ICAI. In accordance with the disclosure requirement of AS - 23 relating to Associate Companies are given below:-

The company recognise those investee entities as associates which are not considered as subsidiary, but in which it hold directly or indirectly (through subsidiaries) 20% or more voting power:-

Name of Associate Companies	% of voting power	% of shareholding	Share of Profit / (Loss) in Current Year	Share of Profit / (Loss) in Previous Year
Jindal Pipes (Singapore) Pte. Ltd.	30.00	30.00	54,494,598	(497,261)
Star Drilling Pte. Ltd.	25.00	25.00	(433,649)	21,201
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydri Jindal International Pvt. Ltd.)	49.89	49.89	(6,152,655)	N/A
Dev Drilling Pte. Ltd.	25.00	25.00	(232,230)	N/A
Total			47,676,064	(476,060)



2.44 Disclosure of loan / advances and investment in its own shares by the company, its Subsidiaries, Associates etc. as per requirement of clause 32 of the listing agreement :

Name of Associate Companies	Balance As At		Maximum outstanding	
	31.03.2014	31.03.2013	31.03.2014	31.03.2013
A) Loan and advances in the nature of loan given				
Jindal Pipes (Singapore) Pte. Ltd.	243,404,190	193,082,015	317,497,015	404,794,531
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydriil Jindal International Pvt. Ltd.)	26,578,714	N/A	26,578,714	N/A
B) Loan and advances where repayment schedule is not specified / is not beyond 7 years				
Jindal Pipes (Singapore) Pte. Ltd.	243,404,190	193,082,015	317,497,015	404,794,531
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydriil Jindal International Pvt. Ltd.)	26,578,714	N/A	26,578,714	N/A
C) Loans and advances in the nature of loans where interest is not charged or charged below bank rate				
Jindal Premium Connection Pvt. Ltd. (Formally known as Hydriil Jindal International Pvt. Ltd.)	26,578,714	N/A	26,578,714	N/A

Intra group transaction with Subsidiaries and Joint Ventures are eliminated

2.45 Paise have been rounded off to the nearest rupee.

2.46 Previous year figures have been regrouped / recast, where necessary, to conform to the current year figures.

As per our report of even date attached
For KANODIA SANYAL & ASSOCIATES
Chartered Accountants

R.K. KANODIA
Partner
Membership No. 016121

Place : Gurgaon
Dated : 24th MAY, 2014

RAVI GUPTA
CFO

D.C. GUPTA
VP & Company Secretary

For and on Behalf of the Board

D.P. JINDAL
Chairman

SAKET JINDAL
Managing Director

U.C. AGARWAL
P.N. VIJAY
N.C. JAIN
Directors

S.P. RAJ
Wholetime Director


Information Regarding Subsidiary Companies for the Year Ended 31st March 2014

S.No.	Particulars	Reporting Currency	Name of Subsidiary Companies					
			Maharashtra Seamless (Singapore) Pte. Ltd.		Discovery Oil and Mines Pte. Ltd.		Maharashtra Seamless Finance Ltd.	
			2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
1	Capital (Incl. Share Application Money)	INR USD	189,314,370 3,150,000	171,326,295 3,150,000	12,019,960 200,000	N/A N/A	25,000,000 -	25,000,000 -
2	Reserves	INR USD	11,198,877 186,338	11,894,015 218,683	(1,540,298) (25,629)	N/A N/A	(444,027) -	(559,669) -
3	Total Assets	INR USD	1,682,380,733 27,993,117	732,245,920 13,463,051	1,228,892,103 20,447,524	N/A N/A	24,547,178 -	24,629,929 -
4	Total Liabilities	INR USD	1,682,380,733 27,993,117	732,245,920 13,463,051	1,228,892,103 20,447,524	N/A N/A	24,547,178 -	24,629,929 -
5	Investments	INR USD	1,512,620,915 25,168,485	709,061,665 13,036,786	- -	N/A N/A	- -	- -
6	Turnover	INR USD	37,660,638 626,635	14,856,600 273,153	- -	N/A N/A	2,499,598 -	1,772,737 -
7	Profit/(Loss) before Taxation	INR USD	654,547 10,891	(563,256) (10,356)	(1,540,298) (25,629)	N/A N/A	169,683 -	(527,202) -
8	Provision for Taxation	INR USD	2,142,979 35,657	- -	- -	N/A N/A	54,041 -	(250,272) -
9	Profit/(Loss) before Taxation	INR USD	(1,488,432) (24,766)	(563,256) (10,356)	(1,540,298) (25,629)	N/A N/A	115,642 -	276,930 -
10	Proposed Dividend	INR USD	- -	- -	- -	N/A N/A	- -	- -
11	Country		Singapore		Singapore		India	

MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,
Taluka-Roha, Distt. Raigad - 402 126, Maharashtra
Tel: 02194-238511-12, Fax: 02194-238513,
E-mail: secretarial@mahaseam.com, website: www.jindal.com
CIN: L99999MH1988PLC080545

ATTENDANCE SLIP

Folio No

DP Id*

Client Id*

I hereby record my presence at the 26th 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 10.30 A.M. on Friday, the 26th September, 2014.

Name of the attending Member
(in Block Letters)

Name of the 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.

MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,
Taluka-Roha, Distt. Raigad - 402 126, Maharashtra
Tel: 02194-238511-12, Fax: 02194-238513,
E-mail: secretarial@mahaseam.com, website: www.jindal.com
CIN: L99999MH1988PLC080545

PROXY FORM

(Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules 2014)

Name of the member(s):

Registered address

E-mail ID:

Folio No. / DP ID and Client ID:

I/We, being the member(s) of..... shares of Maharashtra Seamless Limited, hereby appoint :

1) Name :E-mail id

Address:

Signature :....., or failing him/her

2) Name :E-mail id

Address:

Signature :....., or failing him/her

3) Name :E-mail id

Address:

Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General meeting of the Company, to be held on Friday, 26th September, 2014 at 10.30 a.m. at Pipe Nagar, Village-Sukeli, N.H. 17, B.K.G. Road, Taluka Roha, Distt. Raigad - 402126, Maharashtra and at any adjournment thereof, in respect of such resolutions as are indicated below :

* I/ we wish my/ our above Proxy (ies) to vote in the manner as indicated in the box below :-

Resolutions		For	Against
1.	Adoption of the Audited Balance Sheet as on 31st March, 2014, the Statement of Profit and Loss for the year ended 31st March 2014, the report of Directors and Auditors there on.		
2.	Declaration of Dividend on Equity Shares.		
3.	Re-appointment of Shri S. P. Raj who retires by rotation.		
4.	Appointment of Auditors and fixing their remuneration.		
5.	Appointment of Dr. Roma Kumar as a Director of the Company.		
6.	Appointment of Shri U. C. Agarwal as an Independent Director of the Company.		
7.	Appointment of Shri Sanjeev Rungta as an Independent Director of the Company.		

Resolutions		For	Against
8.	Appointment of Shri Naresh Chand Jain as an Independent Director of the Company.		
9.	Appointment of Shri P. N. Vijay as an Independent Director of the Company.		
10.	Approval of the Remuneration of the Cost Auditors M/s R. J. Goel & Co., Cost Accountants.		

*Applicable for investors holding shares in electronic form.

Signed this Day of 2014

Affix a
Revenue
Stamp

Signature of shareholder

.....
Signature of first proxy holder

.....
signature of second proxy holder

.....
Signature of third proxy holder

*Please put a (✓) in the appropriate column against the resolution indicator in the box. Alternatively, you may mention the no. of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Notes :

- (1) **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.**
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) In Case the member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

MAHARASHTRA SEAMLESS LIMITED

Registered Office: Pipe Nagar, Village Sukeli, N.H.17, B.K.G. Road,

Taluka-Roha, Distt. Raigad - 402 126, Maharashtra

Tel: 02194-238511-12, Fax: 02194-238513,

E-mail: secretarial@mahaseam.com, website: www.jindal.com

CIN: L99999MH1988PLC080545

E-COMMUNICATION REGISTRATION FORM

To,

M/s Alankit Assignments Ltd.

Alankit House, 2E/21, Jhandelwala Ext.

New Delhi - 110055

I/we hereby exercise my/our option to receive all communications from the Company such as Notice of General Meeting, Explanatory Statement, Audited Financial Statements, Balance Sheet, Statement of Profit & Loss, Directors' Report and Auditor's Report etc. in electronic mode pursuant to the 'Green Initiative in Corporate Governance' taken by the Ministry of Corporate Affairs vide circular No. 17/2011 dated 21st April, 2011.

Please register my e-mail ID as given below, in your records, for sending the communication:

Folio No./DP ID & Client ID No. :

Name of 1st Registered Holder :

Name of Joint Holder(s), if any :

Registered Address of the Sole/ 1st Registered Holder :

.....

.....

No. of Shares held :

E-mail ID (to be registered) :

Date :

Signature :

Notes :

- 1) On registration, all communication will be sent to the e-mail ID registered.
- 2) The form is also available on the website on the Company www.jindal.com under the section 'Shareholder's Information'.
- 3) Shareholders are requested to keep the Company's Registrar - M/s Alankit Assignments Ltd. informed as and when there is any change in the e-mail address.

MAHARASHTRA SEAMLESS LIMITED

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E-mail: secretarial@mahaseam.com, website: www.jindal.com
CIN: L99999MH1988PLC080545

BALLOT FORM (in lieu of E-Voting) (To be returned to the Scrutinizer appointed by the Company)

Name of Member(s) :

Registered Address :

Folio No./DP ID & Client ID No. :

No. of Equity Shares held :

I/we hereby exercise my/our vote in respect of the following resolutions to be passed at the 26th Annual General Meeting of the Company, to be held on Friday, 26th September, 2014 at Pipe Nagar, Village-Sukeli, N.H. 17, B.K.G. Road, Taluka Roha, Distt. Raigad - 402126, Maharashtra. In respect of the businesses as stated in the Notice dated 14th August, 2014 by conveying my/our assent or dissent to the said resolution(s) by placing the tick (✓) mark at the box against the respective matters:

S.No.	Description of the business as set out in the Notice dated 14th August, 2014	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Adoption of the Audited Balance Sheet as on 31st March, 2014, the Statement of Profit and Loss for the year ended 31st March 2014, the report of Directors and Auditors there on.			
2.	Declaration of Dividend on Equity Shares.			
3.	Re-appointment of Shri S. P. Raj who retires by rotation.			
4.	Appointment of Auditors and fixing their remuneration.			
5.	Appointment of Dr. Roma Kumar as a Director of the Company.			
6.	Appointment of Shri U. C. Agarwal as an Independent Director of the Company.			
7.	Appointment of Shri Sanjeev Rungta as an Independent Director of the Company.			
8.	Appointment of Shri Naresh Chand Jain as an Independent Director of the Company.			
9.	Appointment of Shri P. N. Vijay as an Independent Director of the Company.			
10.	Approval of the Remuneration of the Cost Auditors M/s R. J. Goel & Co., Cost Accountants.			

Place :

Date :

Signature :

Note : Please read the Instructions given overleaf and in the Notice dated 14th August, 2014 carefully before exercise your Vote.

INSTRUCTIONS

- I. A member desiring to exercise vote by Ballot Form may complete this Ballot and send it to the scrutinizer at the registered office of the company. Envelopes containing Ballot Form(s), if deposited in person or sent by courier or registered / speed post will also be accepted.
- II. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ Registrar / Depository Participants). In case of Joint holding, this Form should be completed and signed by the first named Member and in his / her absence by the next named Member.
- III. In case of shares held by Companies, Trusts, Societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of Board Resolution / Authority letter duly attested by authorized signatory(ies).
- IV. Duly completed Ballot Form should reach Scrutinizer on or before the close of working hours on Friday 19th September, 2014 at 5.00 P.M. All Ballot Forms received after this date will be strictly treated as if reply from such Members has not been received.
- V. The Company will not be responsible if the envelope containing the Ballot form is lost in transit.
- VI. There will be only one Ballot Form for every Folio irrespective of numbers of joint holder(s).
- VII. A Member need not use all the votes or cast all the votes in the same way. The voting rights of the members shall be in proportion to their shares in total paid up equity share capital of the company as on 14th August, 2014.
- VIII. Incomplete, unsigned or incorrect Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Ballot will be final and binding on the concerned Member and the Company.
- IX. The Company is providing this facility as an alternate to e-voting facility provided for all its Members to cast their votes electronically instead of using the Ballot Form. The detailed procedure for e-voting has been enumerated in Notes to the Notice dated 14th August, 2014 convening the 26th Annual General Meeting of the Company.
- X. In the event Members casts his / her votes through both the processes i.e. E-Voting and Ballot Form, the Votes in the electronic system would be considered and the Ballot Form would be ignored.

ERW Pipes manufactured by
Maharashtra Seamless Limited
are branded as



Trust The Leader



MAHARASHTRA SEAMLESS LIMITED

Corporate Office

JINDAL CORPORATE CENTRE

Plot No. 30, Institutional Sector - 44, Gurgaon-I 22. 002, Haryana (India)

Tel.: +91 124 2574325 / 26, 4624000 Fax: +91 124 2574327

e-mail: contact@mahaseam.com

Regd. Office & Works

Pipe Nagar, Village Sukeli, N.H.-17, B.K.G. Road, Distt. Raigad - 402 126, Maharashtra (India)

Tel.: +91 2194 238511 / 12 / 16, Fax: +91 2194 238513

website: www.jindal.com



MAHARASHTRA SEAMLESS LIMITED

CORPORATE OFFICE : Plot No. 30, Institutional Sector-44, Gurgaon-122 002 Haryana (India)
Phone No. : 91-124-4624000, 2574326, 2574325, 2574728 • Fax : 91-124-2574327
E-mail : contact@mahaseam.com Website : www.jindal.com

CIN No: L99999MH1988PLC080545

24th May, 2014

The Secretary
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
P J Tower, Dalal Street,
Mumbai – 400001

The Manager
The National Stock Exchange of India Ltd.
Exchange Plaza, C -1, Block G
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

Stock Code : 500265

Scrip ID : MAHSEAMLES

FORM A

(Pursuant to Clause 31(a) of the Listing Agreement)

1	Name of the Company	Maharashtra Seamless Limited Pipe Nagar, Village Sukeli, N.H. 17, B.K.G. Road, Taluka Roha, Distt. Raigad, Maharashtra - 402126
2	Annual Financial Statement For the year ended	31 st March, 2014
3	Type of Audit observations	Un-qualified Audit Report
4	Frequency of Observations	Not Applicable

For Maharashtra Seamless
Ltd.


SAKET JINDAL
Managing Director

For Maharashtra Seamless
Ltd


U.C. AGARWAL
Chairman, Audit Committee

For Maharashtra Seamless
Ltd.


RAVI GUPTA
Chief Financial Officer

For Kanodia Sanyal & Associates
Chartered Accountants
FRN 008396N




R. K. KANODIA
Partner
Membership No. 016121

JINDAL
D.P. JINDAL GROUP

REGD. OFF. & WORKS : Pipe Nagar, Village, Sukeli, N.H.17, B.K.G. Road, Taluka-Roha, Distt. Raigad-402 126 (Maharashtra)
Phone : 02194-238511, 238512, 238567, 238569 • Fax : 02194-238513
MUMBAI OFFICE : 402, Sarjan Plaza, 100 Dr. Annie Besant Road, Opp. Telco Showroom, Worli, Mumbai-400 018
Phones : 022-2490 2570 /72 /74 • Fax : 022-2492 5473
HEAD OFFICE : 5, Pusa Road, 2nd Floor, New Delhi-110005 Phones : 011-28752862, 28756631 Email : jpldelhi@bol.net.in
KOLKATA OFFICE : Sukhsagar Apartment, Flat No. 8A, 8th Floor, 2/5, Sarat Bose Road, Kolkata - 700 020
Phone : 033-2455 9982, 2454 0053, 2454 0056 • Fax : 033 - 2474 2290 E-mail : msl@cal.vsnl.net.in
CHENNAI OFFICE : 3A, Royal Court. 41, Venkatnarayana Road, T. Nagar Chennai-600017
Phone : 044-2434 2231 • Fax : 044-2434 7990