



<b>Board of Directors</b>	Mr. Raj Kumar Gupta, Chairman Mr. Mithan Lal Singla, Vice Chairman Mr. Madan Mohan Singla, Managing Director Mr. Vijay Singla Mr. Vikram Bansal Mr. Rakesh Garg
<b>Company Secretary</b>	Mr. Ashok Swami
<b>Auditors</b>	S. Kumar Gupta & Associates Chartered Accountants S.C.O. 35, 1 <sup>st</sup> Floor, Madhya Marg, Sector-26, Chandigarh-160026.
<b>Bankers</b>	Punjab National Bank Sector-26, Madhya Marg, Chandigarh-160026.
<b>Works</b>	Gholumajra, Derabassi, Ambala-Chandigarh Highway, Distt. SAS Nagar (Punjab)
<b>Registered Office</b>	S.C.O. 18-19, Sector-28C, Chandigarh-160 002

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**NOTICE**

Notice is hereby given that 20th Annual General Meeting of the shareholders of the company will be held on 24th day of September' 2011 at 11.00 A.M. at the registered office of the company to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2011 and Profit & Loss Account for the year ending on that date together with Auditors' report and Directors' report thereon.
2. To appoint a Director in place of Sh. Vijay Singla, Director of the Company and is eligible for reappointment.
3. To appoint a Director in place of Sh. Rakesh Garg, Director of the Company and is eligible for reappointment.
4. To reappoint the retiring auditors M/s S. Kumar Gupta & Associates, Chartered Accountants as Auditors for the current year and 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 in accordance with the provisions of section 257 and all other applicable provisions of Companies Act,1956 Sh. Vikram Bansal who has been appointed by the Board of Directors as an additional director of the company and who holds office upto the date of this Annual General Meeting under section 260 of the Companies Act,1956 and in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of Director, 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 in accordance with the provisions of section 257 and all other applicable provisions of Companies Act,1956 Sh. Raj Kumar Gupta who has been appointed by the Board of Directors as an additional director of the company and who holds office upto the date of this Annual General Meeting under section 260 of the Companies Act,1956 and in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a director of the company liable to retire by rotation."

By order of the Board

PLACE: CHANDIGARH  
DATE : 30/08/2011

-sd-  
ASHOK SWAMI  
COMPANY SECRETARY



## NOTES:

1. The relevant Explanatory Statements, pursuant to Section 173 of the Companies Act, 1956 in respect of special businesses is annexed hereto and forms part of the notice.
2. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself. The proxy so appointed need not to be a member of the Company. The proxy in order to be effective must be received by the company not less than 48 hours before the commencement of the meeting.
3. Members/proxies should bring the Attendance Slip duly filled in to attend the meeting.
4. The Register of Members & Share Transfer Books will remain closed from Saturday 17<sup>th</sup> September 2011 to Saturday 24<sup>th</sup> September 2011 (both days inclusive) for the purpose of Annual General Meeting.
5. Members are requested to notify immediately any change of address:
  - To their Depository Participants (DPs) in respect of their electronic share accounts; and
  - To Registrar and Share Transfer Agent of the Company in respect of their physical shares folios along with bank particulars.
6. All documents referred to in the accompanying notice and explanatory statements are open for inspection at the registered office of the Company on all working days, between 11.00 a.m. to 1 p.m. prior to the date of AGM.
7. Members are requested to bring copies of the Annual Report and Attendance Slips duly filled for attending the meeting, as the same will not be supplied again at the meeting as a measure of economy.
8. All requests for transfer / demat of Equity Shares and allied matters along with relevant transfer deeds and share certificates should preferably be sent to the Company's Registrar, namely 'Beetal Financial & Computer Services Pvt. Ltd.', Beetal House, 99, Madangir, behind Local Shopping Centre, New Delhi – 110062. Tel: (91) 11 29961281-84. Fax: (91) 11 29961284. E-mail: beetal@rediffmail.com.
9. Members who hold the shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the AGM.
10. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the shareholders in respect of the shares held by them in physical mode. Nomination form can be obtained from the Registrar of the Company.
11. Queries on accounts and operations of the Company, if any, should be sent to the Company at least seven days before the date of Annual General Meeting so that answers may be made readily available at the meeting.



12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd.
13. The details of Directors seeking appointment/reappointment at the forthcoming Annual General Meeting (pursuant to clause 49 of the listing agreement) are furnished as under:

Name of the Director	Sh Vijay Singla	Sh. Rakesh Garg	Sh. Vikram Bansal	Sh. Raj Kumar Gupta
Date of Birth	26/12/1966	08/01/1970	24/09/1971	20/11/1940
Date of Appointment	SINCE INCORPORATION	SINCE INCORPORATION	09/03/2011	09/03/2011
Qualifications	B.COM, DIPLOMA IN BUSINESS MANAGEMENT	B.A.	B.COM (HONS.)	MATRIC
List of other Indian Public Limited Companies in which Directorship held	03	02	01	NIL
Chairman/Member of the Committee of Board of other Public Limited Companies	02	02	04	NIL
Equity Shares held in the Company as on 29/08/2011	1467600	1418700	10	49000



**ANNEXURE TO THE NOTICE**

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

**Item No. 5 & 6**

The Board of Directors of the company appointed Sh. Vikram Bansal and Sh. Raj Kumar Gupta as additional directors of the company with effect from 9/3/2011 and pursuant to provisions of section 260 of the Companies Act, 1956 both hold their office upto the date of the forthcoming Annual General Meeting. The Company has received a notice in writing from a member proposing the candidature of Mr. Vikram Bansal and Mr. Raj Kumar Gupta for the office of Directors under the provisions of section 257 of the Act.

Mr. Vikram Bansal aged 38 years is a commerce (with honors) and law graduate and has been nominated on the board of some public sector banks e.g. Canara Bank, Oriental Bank Commerce and their committees etc. He has wide experience of around 18 years to his credit.

Mr. Raj Kumar Gupta aged 71 years is an educationist and businessman with variety of business exposure. He is also on management social and religious bodies.

Except Sh. Vikram Bansal and Sh. Raj Kumar Gupta being the appointee himself no other Director is concerned or interested in the resolution.

Your directors commend the passing of resolutions.

By order of the Board

PLACE: CHANDIGARH  
DATE : 30/08/2011

-sd-  
ASHOK SWAMI  
COMPANY SECRETARY

**DIRECTORS' REPORT**

Dear Shareholders,

Yours directors have pleasure in presenting their 20<sup>th</sup> (Twentieth) Annual Report together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March 2011.

**FINANCIAL HIGHLIGHTS**

<b>PARTICULARS</b>	<b>(₹ In lacs)</b>	
	<b>31.03.2011</b>	<b>31.03.2010</b>
Gross Turnover	10205.04	9341.52
Less Excise Duty	822.11	615.75
Net Sales	9282.93	8725.77
Misc. Income	71.95	14.45
EBIDT	194.68	225.49
Profit Before Tax	54.77	92.08
Profit After Tax	39.98	59.81
Profit brought forward from previous year/s	336.78	306.25
Profit available for appropriation	376.76	366.06
Appropriation to:		
Proposed Dividend	0	25.02
Corporate Tax on Dividend	0	4.25
Balance carried to Balance Sheet	376.76	336.79

**REVIEW OF OPERATIONS AND BUSINESS PERFORMANCE**

Kindly refer to the Management Discussion & Analysis Report which forms part of this report.

**DIVIDEND**

Your directors do not recommend any dividend for the year ended 31<sup>st</sup> March, 2011 in view of pressure on profitability of the company.

**DIRECTORS**

During the year Sh. Mithan Lal Singla resigned as Chairman and whole time director of the company. However he continues to be on the board of the company. The Board acknowledges his contribution in providing leadership during his tenure as Chairman of the Board.

Sh. Raj Kumar Gupta and Sh. Vikram Bansal were appointed as additional directors w.e.f. 9/3/2011 and vacates their office on the conclusion of the Annual General Meeting. Sh. Raj Kumar Gupta and Sh. Vikram Bansal being eligible offer themselves for directorship on the Board of the Company. The Company has received notices from members of the company under section 257 of the Companies Act, 1956 alongwith the requisite deposit in respect Sh Raj Kumar Gupta and Sh. Vikram Bansal proposing them as directors of the Company.



Sh. Vijay Singla and Sh. Rakesh Garg retire by rotation and being eligible offer themselves for appointment.

Brief details of the Directors being appointed / reappointed have been incorporated in the Notice for the forthcoming Annual General Meeting.

## **NATURE OF BUSINESS**

There has been no change in the nature of business of the company during the year.

## **CORPORATE GOVERNANCE**

As per schedule of implementation of Corporate Governance Code mentioned in the clause 49 of listing Agreement, the company has implemented the mandatory requirements of the Code.

Compliance Report on Corporate Governance and a certificate from Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges is attached herewith and forms part of this report.

## **DEPOSITS**

The company has not accepted any deposits from public during the year under review.

## **CREDIT RATING**

The Company has achieved NSIC-CRISIL rating of SE 2B indicating 'High Performance Capability and Moderate Financial Strength'.

## **AUDITORS & AUDITORS' REPORT**

M/s S. Kumar Gupta & Associates, Chartered Accountants, the statutory auditors of the company, retires at the forthcoming Annual General Meeting and being eligible and offers themselves for reappointment as Statutory Auditors. The said firm has furnished a certificate to the company to the effect that the proposed appointment, if made, will be in accordance with Section 224 (1B) of the Companies Act, 1956 and they are not disqualified for such appointment within the meaning of Section 226 of the Companies Act, 1956.

As regards their observation in the Auditors Report, the respective notes to the accounts are self-explanatory and therefore do not call for any further comments.



## **DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to sub section (2AA) of Section 217 of the Companies Act, your directors confirm that:

- (i) In the preparation of Balance Sheet and the Profit & Loss Account of the Company, the applicable accounting standards have been followed and there are no material departures.
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that 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 the financial year and of the Profit or Loss of the company for that year.
- (iii) The Directors have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities.
- (iv) The annual accounts have been prepared on a going concern basis.

## **PARTICULARS OF THE EMPLOYEES**

During the year no employee, whether employed for the whole or part of the year, was drawing remuneration exceeding the limits mentioned under Section 217 (2A) of the Companies Act, 1956. Hence, the information required under this Section read with the Companies (Particulars of Employees) Rules, 1975, is not given.

## **CONVERSION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars prescribed under the Disclosure of particulars in the Report of the Board of Directors Rule, 1988 are furnished in the Annexure to this Report.

## **INDUSTRIAL RELATIONS**

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the company to improve its position.

## **CASH FLOW STATEMENT**

As required under clause 32 of the Listing Agreement, a cash flow statement is appended.

## **ENVIRONMENT, HEALTH AND SAFETY MEASURES**

Adequate safety and environmental precautions have been implemented wherever deemed necessary.





Your company is having status of ISO 9001:2008 certification which is internationally recognized for the production, quality control etc. This certification gives the company international recognition and helps in boosting the export turnover.

**MANAGEMENT DISCUSSION AND ANALYSIS**

A Management discussion and Analysis as required under clause 49 of the Listing Agreement is annexed and form part of this Directors' Report.

**ACKNOWLEDGEMENT**

Yours Directors take this opportunity to thank the Company's customers, vendors, bankers, employees, shareholders and other business constituents for all time co-operation and support to the Company.

**FOR & ON BEHALF OF THE BOARD OF DIRECTORS**

PLACE: CHANDIGARH  
DATE : 30/05/2011

-sd-  
(MADAN MOHAN SINGLA)  
MANAGING DIRECTOR

-sd-  
(VIJAY SINGLA)  
DIRECTOR

**FORM-A**

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

**A. POWER AND FUEL CONSUMPTION**

	<b>Current Year</b>	<b>Previous Year</b>
<b>1. ELECTRICITY</b>		
(a) Purchased		
Units (No. in Lacs)	23.75	18.83
Total Amount (₹ In lacs)	126.94	89.41
Rate/Unit (₹)	5.34	4.75
(b) Own generation		
(i) Through Diesel Generator		
Units (No. in Lacs)	3.89	4.25
Total Amount (₹ In lacs)	42.59	39.12
Rate/Unit (₹)	10.95	9.20
(ii) Through steam turbine/generator		
Units (No. in Lacs)	NIL	NIL
Total Amount (₹ In lacs)	NIL	NIL
Rate/Unit (₹)	N.A.	N.A.



<b>2. COAL</b>	NIL	NIL
<b>3. FURNANCE OIL/L.D.O.</b>		
Quantity Purchased(Lt.)	400.78	375.32 MT
Total Cost(₹ In lacs)	125.16	101.54
<b>4. OTHERS</b>	NIL	NIL
<b>B. Consumption per kg. of Production:</b>		
Electricity (No.)	1.13	1.12
Furnace Oil (Lt.)	0.19	0.19
Coal	-	-
Others	-	-

**FORM-B**

## DISCLOSURE OF PARTICULARS WITH RESPECT TO R&amp;D AND ABSORPTION OF TECHNOLOGY

**A. RESEARCH AND DEVELOPMENT(R&D):**

The Company has not carried out any research & development activities during the year.

**B. TECHNOLOGY ABSORPTION:** NIL**FOREIGN EXCHANGE EARNING & OUTGO**

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

The company is regularly making efforts for increasing its markets. It is continuously widening its markets in several Asian, African and European countries.

(ii) Total foreign exchange used and earned:

	2010-11	2009-10
	(₹ In lacs)	
Total Foreign Exchange Earned	3759.52	3823.89
Total Foreign Exchange Used	Nil	Nil



## REPORT ON CORPORATE GOVERNANCE

### 1. Company's Philosophy on Corporate Governance

Corporate Governance is the system by which companies are directed, controlled and managed. In effect it is concerned with the set of systems, processes and principals which ensures that the Company is governed in the best interest of all the stakeholders of the Company.

In JTL, Corporate Governance is perceived as an endeavor to develop the systems that promote fairness, transparency and accountability in corporate behavior and establish a professionally managed environment thereby enhancing the stakeholders' value. The Board of the Company along with its different committees, dealing with the management processes ensures that the best interest of the stakeholders is met effectively.

The detailed compliance status of the Corporate Governance Guidelines in accordance with the clause 49 of the listing agreement as amended from time to time is given in this report.

### 2. Board of Directors

#### 2.1 Composition of Board

As on March 31, 2011 the company has six Directors on its Board with optimum combination of Executive and Non-executive Directors. Company's Board now comprises of four promoter directors (out of which three are executive directors and one is non executive director) and two independent non executive directors. One independent non executive director is the Chairman of the Board.

Note: Sh. Raj Kumar Gupta and Sh. Vikram Bansal were appointed on 9/3/2011. Sh. Mithan Lal Singla resigned as chairman of the Board on 9/3/2011 while he continued to be director on the Board of the company. Sh. Raj Kumar Gupta was also appointed as Chairman of the Board w.e.f.9/3/2011.

#### 2.2 Board Meetings

Minimum four prescheduled Board meetings are held every year. Additional meetings are held by giving appropriate notice to address specific needs of the company. The Board of Directors met 13 times during the year on 14/05/2010, 10/07/2010, 17/07/2010, 19/07/2010, 26/07/2010, 15/09/2010, 27/10/2010, 15/11/2010, 10/01/2011, 19/01/2011, 29/01/2011, 9/3/2011, 16/03/2011. The Company has held at least one Board meeting in every three months. The maximum gap between any two meetings was less than four months as stipulated under clause 49 of the listing agreement.

#### 2.3 Directors' Attendance Record and Directorship held

As mandated by clause 49, none of the Directors are members of more than 10 Board level committees, nor are they Chairman of more than five committees in which they are members.

Details of the Board as on March 31, 2011, attendance of Directors at the Board of Directors Meetings held during 2010-11 and the last Annual General Meeting (AGM) held on 14.08.2010 are as follows:



Sr. No.	Name of Director	Category#	Attendance Particulars			No. of other Directorships and Committee memberships/ chairmanships*		
			No. of Board Meetings attended		Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
			Held	Attended				
1	Sh. Raj Kumar Gupta	CHAIRMAN/ ID/ NED	2	2	N.A.	1	0	0
2	Sh. Madan Mohan Singla	ED/PD	13	13	Yes	5	0	0
3	Sh. Vijay Singla	ED/PD	13	13	Yes	7	0	0
4	Sh. Rakesh Garg	ED/PD	13	13	Yes	3	0	0
5	SH. Mithan Lal Singla	PD/ NED	13	13	Yes	3	0	0
6	Sh. Vikram Bansal	ID/NED	2	2	N.A.	4	4	0

#### 2.4 Shareholding and Remuneration of Non-Executive Directors(ED):

Name of Director	Category	No. of shares held (₹ 10/- paid up)	Remuneration
Sh. Mithan Lal Singla	PD/NED	372900	Nil (after ceasing as ED i.e. w.e.f. 9/3/2011)
Sh. Raj Kumar Gupta	ID/NED	49000	Nil
Sh. Vikram Bansal	ID/NED	10	Nil

#### 2.5 Role of Board Members:

The Board of Directors of the Company directs the Company by formulating and reviewing Company's policies, strategies and business plans. The Board of the Company provides leadership and strategic guidance to the Company and exercises control over the Company, while remaining at all times accountable to the shareholders.

The Board of Directors of the Company is constituted in compliance with the Corporate Governance principles. As on the date of adoption of Corporate Governance Report, the Board is having six members with Sh. Raj Kumar Gupta, chairing the Board.

The Company has not entered into any materially significant transaction with its Directors/Management or relatives etc. affecting the interest of the Company at large except in normal course of business.



## **2.6 Procedure of the Board Meetings:**

The meetings of the Board are convened by giving appropriate advance notice to the members of the Board.

The Secretary of the Company circulates internal notice to all the Board members and division heads asking for the suggestions/ details of any matter which requires discussion or approval of the Board so that the same could be incorporated in the agenda of the Board meeting. The date of the Board meeting is fixed taking into account convenience and availability of the Board members.

The agenda papers are circulated to the Directors in advance along with suitable explanatory notes. At each meeting detailed presentation and important documents are placed at the table of the meeting for discussion of individual agenda items. The minutes of the Committee of Board of Directors are taken as read at the meeting of Board for information of the members. The follow up actions of important agenda items of previous Board meeting are placed at the Board meeting for review of the Board.

The Secretary of the Company conducts the Board meetings and prepares all documents including minutes of the meeting in compliance with the provisions of the Companies Act and other statutory enactments.

## **3. Committees of the Board**

JTL has three Board level committees to discuss, deal with matters in detail and to monitor the activities falling within the terms of reference and to discharge the roles and responsibilities as prescribed under Listing Agreement and/or the Companies Act, 1956 from time to time.

The Board is responsible for constituting, assigning, co-opting and fixing the terms of reference for members of various committees. Details on the role and composition of these committees, including the number of committees held during the financial year and the related attendance are given below:

### **3.1 Audit Committee**

As of March 31, 2011 Audit Committee comprises of four directors out of which one is independent director. The Board is primarily responsible for internal controls and the financial reporting process. The Statutory Auditors are responsible for performing independent audits of the Company's financial statements in accordance with generally accepted auditing and accounting standards, and for issuing reports based on such audits. The Audit Committee has been entrusted by the Board of Directors to supervise these processes and reporting.

During the Financial Year 2010-11, 5 meetings of the Audit Committee were held on 13/05/2010, 9/07/2010, 24/07/2010, 26/10/2010 and 28/01/2011.



The details of present composition of the committee and attendance of the members at the meetings are as under:

Sr. No.	Name of Director	Category	Attendance Particulars	
			No. of Board Meetings attended	
			Held	Attended
1	SH. Mithan Lal Singla (resigned w.e.f.9/3/2011)	PD/ NED	5	5
2	Sh. Madan Mohan Singla	ED/PD	5	5
3	Sh. Rakesh Garg	ED/PD	5	5
4	Sh. Vikram Bansal, Chairman (w.e.f.9/3/2011)	ID/NED	NA	NA
5	Sh. Raj Kumar Gupta (w.e.f. 9/3/2011)	ID/NED	NA	NA

All members of the Audit Committee are financially literate and possess requisite accounting or financial management expertise.

The Company Secretary acts as Secretary to the Committee. The powers, role and terms of reference of the Committee are as per Clause 49 of the Listing Agreement and the Committee reviews information as prescribed under Clause 49 at its meetings.

The broad terms of reference of the Audit Committee are:

1. Oversee the Company's financial reporting process and review its financial statements.
2. Recommend the appointment, re-appointment and if required, the replacement or removal of the statutory auditors and fixation of their fees.
3. Review of internal control and internal audit system.
4. Review of risk management policies and practices and also includes the following:
  - a. To investigate any activity within its terms of reference.
  - b. To seek information from any employee, if needed.
  - c. To obtain outside legal or other professional advice.
  - d. To secure attendance of outsiders with relevant expertise.

### **3.2 Share Transfer and Investors' Grievance (STIG) Committee**

The STIG Committee specifically looks in to redressal of shareholders and investors' complaints such as transfer of shares, non receipt of share certificates, non receipt of declared dividends and to ensure expeditious transfer process.



During the Financial Year 2010-11, 4 meetings of the committee were held on 5/5/2010, 31/5/2010, 30/6/2010, 28/2/2011.

The details of present composition of the STIG committee and attendance of the members at the meetings are as under:

Sr. No.	Name of Director	Category	Attendance Particulars	
			No. of Committee Meetings attended	
			Held	Attended
1	SH. Mithan Lal Singla (resigned w.e.f.9/3/2011)	PD/ NED	4	4
2	Sh. Madan Mohan Singla	ED/PD	4	4
3	Sh. Vijay Singla	ED/PD	4	4
4	Sh. Vikram Bansal, Chairman (w.e.f.9/3/2011)	ID/NED	NA	NA

The Company Secretary is also the Compliance Officer of the Company.

All complaints received from the shareholders were resolved to their satisfaction.

The minutes of this committee are placed in the subsequent Board meeting.

### **3.3 Remuneration Committee**

The Company has constituted Remuneration Committee to consider and fix the remuneration payable to the Executive Directors. The terms of reference of the Committee includes the determination of remuneration packages of the Executive Directors including remuneration policy, pension rights and any compensation payment or stock options and to approve the payment of managerial remuneration up to the limits specified therein. The Committee comprises of Sh. Vikram Bansal, Chairman, Sh. Madan Mohan Singla, Managing Director and Sh. Vijay Singla, Director.

During the year one meeting of the committee took place 21/12/2010 in which all the committees members were present.





#### 4. General Body Meetings

##### Particulars of General Meetings held in last three years:

AGM/EGM	Year	Venue	Day & Date	Time	No. of Special Resolution passed
19 <sup>th</sup> A.G.M.	2009-10	SCO 18-19, Sec-28C, Chandigarh	Saturday, the 14 <sup>th</sup> day of August 2010	11.00 AM	Nil
18 <sup>th</sup> A.G.M.	2008-09	SCO 18-19, Sec-28C, Chandigarh	Tuesday, the 29 <sup>th</sup> day of Sep., 2009	11.00 AM	Nil
17 <sup>th</sup> A.G.M.	2007-08	SCO 18-19, Sec-28C, Chandigarh	Friday, the 26 <sup>th</sup> day of Sep., 2008	11.00 AM	1
EGM	2007-08	SCO 18-19, Sec-28C, Chandigarh	Wednesday, the 12 <sup>th</sup> day of March, 2008	10.30 AM	4

No special resolution was put through Postal Ballot during the year 2010-11.

#### 5. Disclosures:

##### 5.1 Related Party Transactions

Related Party transactions as specified under Clause 49 of the Listing Agreement is placed before the Audit Committee.

A comprehensive list of Related Parties and their transactions as required by AS-18 issued by the Institute of Chartered Accountants of India, forms part of Note Schedule to the Accounts in the Annual Report.

##### 5.2 Disclosure of Accounting Treatment

The accounting treatment in the preparation of financial statements is in line with that prescribed by the Accounting Standards u/s 211(3C) of the Companies Act, 1956.

##### 5.3 Risk Management

The Company periodically identifies, assesses and monitors risks associated with project implementation, foreign exchange fluctuation, processes and systems, statutory compliances, HR policies etc. The Internal Auditor conducts periodical audits and reports to the Audit Committee at its meetings on the adequacy of the procedures.

**5.4 Details of use of proceeds from Public/Rights Issue**

During the year, the Company did not raise any money through public issue, right issues or preferential issues and there was no unspent money raised through such issues.

**5.5 Details of remuneration paid to the whole-time Director for the financial year ended 31<sup>st</sup> March, 2011**

The company has paid remuneration to the following directors by way of salary, special allowance, performance linked pay and perquisites. The payment of remuneration shall be within the overall limit as approved by the shareholders of the company.

<b>Sr. No.</b>	<b>Name</b>	<b>Salary &amp; Allowances</b>	<b>Other Benefits</b>
1.	Sh. Madan Mohan Singla	16.00	-
2.	Sh. Mithan Lal Singla	14.94	-
3.	Sh. Vijay Singla	16.00	-
4.	Sh. Rakesh Garg	15.00	-
	<b>TOTAL</b>	<b>61.94</b>	

**5.6 Details of Directors appointed/Reappointed**

Details of Directors being appointed / re-appointed, have been disclosed in the Notice for the AGM, i.e. a brief resume, nature of expertise in specific functional areas, names of directorships and committee memberships and their shareholding in the Company.

**5.7 Code of Conduct**

Commitment to ethical professional conduct is a must for every employee, including Board members and senior management JTL. The code is intended to serve as a basis of ethical decision making in conduct of professional work. The code of conduct enjoins that each individual in the must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline All Board members and senior Management personnel affirm compliance with the code of conduct annually. A declaration signed by the Chief Executive Officer (CEO) to this effect is given below:

"I hereby confirm that, the Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of the financial year 2010-11."

Place: Chandigarh  
Date : 30/05/2011

-Sd-  
Madan Mohan Singla  
Managing Director



**5.8** Details of non-compliance by the company, penalties, structures imposed on the company by Stock Exchange or SEBI, or any other statutory authority, or any matter related to capital markets, during the last three years. **-NIL**

### **5.9 MANAGEMENT**

The management discussion and analysis report giving an overview of the Industry, Company's Business and its financials is provided separately as a part of this Annual Report.

### **5.10 INSIDER TRADING**

Pursuant to Securities and Exchange Board of India [Prohibition of Insider Trading] Regulations 1992, the company has prescribed a Code of Conduct for Prevention of Insider Trading and a Code of Corporate Disclosure Practices.

### **5.11 SECRETARIAL AUDIT**

The company has appointed a qualified Practicing Company Secretary to carry out secretarial audit regarding the reconciliation of the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CSDL) and the total issued and listed capital.

## **6 SUBSIDIARY COMPANIES**

The Company does not have any subsidiary company.

## **7 MEANS OF COMMUNICATION**

The quarterly provisional financial results and annual financial results are filed in time with the Stock Exchange.

## **8. GENERAL SHAREHOLDERS' INFORMATION**

### **8.1 Annual General Meeting**

Day, Date & Time          Saturday, the 14<sup>th</sup> day of August 2010

Venue                                  SCO 18-19, Sector 28C, Chandigarh

**8.2 Financial year**                  1<sup>st</sup> April to 31<sup>st</sup> March

### **8.3 Financial Calendar 2011-2012 (Tentative)**

Results for the quarter ended 30 <sup>th</sup> June, 2011	By 30 <sup>st</sup> July, 2011
Results for the quarter ended 30 <sup>th</sup> Sep, 2011	By 30 <sup>st</sup> Oct, 2011
Results for the quarter ended 31 <sup>th</sup> Dec, 2011	By 30 <sup>th</sup> Jan, 2012
Results for the quarter ended 31 <sup>st</sup> March, 2012	By 30 <sup>th</sup> April, 2012

**8.4 Book Closure Dates :** Saturday 17<sup>th</sup> September 2011 to Saturday 17<sup>th</sup> September 2011 (Both days inclusive )



## 8.5 Listing on Stock Exchange

- 1) OTC Exchange of India, Mumbai
- 2) Delhi Stock Exchange Limited, Delhi

Annual Listing fee to the Stock Exchanges for the year 2010-11 has been paid by the Company.

## 8.6 Date of Transfer of Unclaimed Dividend

The dividends which remains unclaimed for seven years will be transferred to Investors Education and Protection Fund (IEPF) established by the Govt. of India. Shareholders who have not yet encashed their dividend warrants relating to the dividend are requested to immediately send their request for issue of duplicate warrants. Once unclaimed dividend is transferred to IEPF, no claim will lie in respect thereof either with the company or the IEPF. Unpaid Dividend for the year 2009-10 declared on 14/08/2010 will be due for transfer to IEPF on 20/09/2017.

## 8.7 Registrar and Share Transfer Agents

Beetal Financial & Computer Services (P) Ltd, Beetal House, 99, Madangir, Behind Local Shopping Centre, New Delhi.  
Tel (91) -11-29961281-83, Fax (91) -11-29961284, Email: [beetal@rediffmail.com](mailto:beetal@rediffmail.com)

## 8.8. Share Transfer System

The company has made arrangement with M/s Beetal Financial & Computer Service Pvt Ltd, the common agency for Share Transfer and depository services.

Pursuant to Clause 47C of the Listing Agreement, certificate on half yearly basis has been issued by the Company Secretary in Practice for due Compliance of Share Transfer Formalities by the Company. As per SEBI (Depositories & Participants) Regulations, 1996, Certificates have also been received from the Company Secretary in Practice for timely dematerialization of shares and conduct of Secretarial Compliance on quarterly basis for reconciliation of the Share Capital of the Company.

## 8.9 Dematerialization of shares and liquidity

The Equity Shares of the Company have been admitted by both depositories namely, NSDL and CDSL.

Demat ISIN No. : INE 391J01016

As on 31<sup>st</sup> March, 2011 4736700 equity shares representing 47.33% of the company's total paid up capital had been dematerialized.

## 8.10 Distribution of shareholding as at 31/03/2011:

Distribution of shareholding of the equity shares of the company by size and ownership class as on 31/03/2011 is as under:



(a) Shareholding pattern by size:

No. of Equity Shares held	No. of shareholders		Shares	
	Nos.	Percentage	Nos.	Percentage
Upto 500	370	65.03	18200	0.1819
501 to 1000	35	6.15	30100	0.3008
1001 to 2000	27	4.75	37200	0.3717
2001 to 3000	35	6.15	98100	0.9803
3001 to 4000	NIL			
4001 to 5000	12	2.11	51000	0.5096
5001 to 10000	15	2.64	92400	0.9233
10001 to above	75	13.18	9680430	96.7324
<b>Total</b>	<b>569</b>	<b>100.00</b>	<b>10007430</b>	<b>100.00</b>

(b) Shareholding Pattern by ownership:

Category	No of Shares held	Voting Strength (%)
Promoters Holding	6933400	69.283
Non-Promoter Holding	3074030	30.717

### 8.11 Plant Location

Gholumajra, Dera Bassi, Ambala-Chandigarh Highway, Distt. Patiala – 140506 (Punjab).  
Tel: (91) 1762 261261-63. Fax: (91) 1762 280720. E-mail: [info@jagan.in](mailto:info@jagan.in).

### 8.11 Address for Correspondence and Registered Office

SCO 18-19, Sector 28C, Chandigarh – 160002. Tel: (91) 172 4668000/222/333. Fax: (91) 172 4667111. E-mail: [chd@jagan.in](mailto:chd@jagan.in).

### 8.12 Non- Mandatory Requirements:

The Company is taking steps to comply with the non- mandatory requirements. The Board wishes to ensure that the non- mandatory disclosures requirements, would be complied in the near future.

**For J T L Infra Limited**

Place: Chandigarh  
Date: 30/05/2011

-sd-  
(Madan Mohan Singla)  
Managing Director



**AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF LISTING AGREEMENT**

We have examined the compliance of conditions of Corporate Governance by J T L INFRA LIMITED (formerly known as Jagan Tubes Limited) for the year ended on 31st March 2011 as stipulated in Clause 49 of the listing Agreement of the said company with Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the company.

On the basis of our review of the relevant records and documents maintained by the company and furnished to us for review and the information and explanation given to us by the company we certify that the company complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement with the Stock Exchange.

**FOR S. KUMAR GUPTA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
Regn No. 010069N

PLACE: CHANDIGARH  
DATE : 30/05/2011

-sd-  
(CA SUNIL GUPTA)  
PARTNER



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

### **A) INDUSTRY STRUCTURE AND DEVELOPMENT**

The Company's primary products ERW Steel pipes both Galvanised and Black is catering to the demand of construction, agriculture, oil and gas supply and distribution, public health and engineering industries both in domestic and international markets.

During the year under review, the steel prices continued to be volatile and the prices of pipes were market driven. For improving margins, Company took various steps for reduction in the cost of production and overheads. Company is optimising its capacity utilization for achieving the economies of scale.

### **B) OPPORTUNITIES AND THREATS**

Comparatively lower cost of manufacture, high quality and geographical advantages helped the Indian Pipe manufacturing industry to become a global hub. Besides this acquisitions of global accreditations and certifications by the Indian industry, made it a preferred suppliers to most of the world's leading oil and gas companies in the Middle East, North America and Europe.

Government of India's effort on infrastructure development, increased outlay for water supply and its management both for drinking and irrigation purposes, developed economies requirement for change in existing pipelines that were installed several decades ago are likely to provide good opportunities to the pipe industry.

However imbalance in demand and supply, high inflation and rising interest rates kept the prices and margins under pressure.

### **C) OUTLOOK**

The Company has established reputation of more than twenty years in pipe industry. It is the preferred supplier for its customers for its quality and capability to supply varied range of piping products to cater to their needs. The outlook for industry appears to be reasonable in view of projected modest growth rate of Indian economy and turn around in international markets. However due to imbalance in demand and supply the prices and margins are expected to remain under pressure in this segment.

### **D) RISKS & CONCERNS**

The business environment is ever changing and becoming more and more complex and challenging. High inflation and rising interests are matter of concerns. The Company has earned the confidence of the customers as a supplier of quality products. However, the competition intensifies every day throwing in challenges. The global economic recovery is slow and difficult. The input material prices remain volatile and uncertain. The Company is able to mitigate these by focussing on exports and controlling the input costs to some extent.

### **E) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The company has laid down well defined internal control systems to ensure safeguard of the company's assets and transaction authorisation. The system also aims at accurate



reporting of the financial transactions and required compliance of the applicable laws and regulations. The function is under supervision of the Audit Committee. The internal audit plan is reviewed and finalised annually by Audit Committee in consultation with the Statutory Auditors to keep pace with ever changing business and statutory environment

**F) FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The operating performance during the year remained under pressure though capacity utilisation was higher. During the year under review company's Gross Turnover increased by 9.25%. EBIDT for the year was ₹ 194.68 lacs against previous year of ₹ 225.49 lacs showing a decline of 13.67%. PBT for the year was ₹ 54.77 lacs against previous year of ₹ 92.08 lacs showing a decline of 40.52%. General inflationary trend prevalent in the country adversely affected the direct cost resulting into the lower profitability.

**G) SEGMENT REPORTING**

The main activity of the Company is to manufacture and sale of ERW Black and Galvanized steel pipes and all other activities revolve around that and henceforth, no product segment was made as per Accounting Standard 17.

**H) HUMAN RESOURCE AND INDUSTRIAL RELATIONS**

The company continues to take up various initiatives for bettering the working environment for its employees and upgrading and improving the soft and hard skills. This includes various in-house and outside training programmes and interactive sessions. The relations have remained very cordial at all organisational level and all work places.

**I) CAUTIONARY STATEMENT**

Statement given in this report may be construed forward looking statement within the meaning of applicable laws and/or regulations. Actual performance may differ materially from those either expressed and/ or implied. Important factors that could affect the working of the company include economic conditions, domestic as well as international, affecting demand and price conditions, raw material prices, interest costs, changes in the Government policies affecting investments changes in the Government regulations, tax laws and other statutes, high prices of Petro products affecting energy and transportation cost. Etc.

The information and opinions expressed are forward looking statement, which the management believes are true to the best of its knowledge at the time of its preparation. The management will not be liable for any loss which may arise as result of any actions taken on the basis of the information contained herein. The information contained here may not be disclosed, reproduced or used in whole or in part for any purpose or furnished to any other person without the express prior written permission of the company.



**AUDITOR'S REPORT**

Auditor's Report to the Members of **M/s JTL INFRA LIMITED.**

1. We have audited the attached Balance Sheet of **M/s JTL INFRA LIMITED, # 18-19, Sector 28C, CHANDIGARH** as at 31<sup>st</sup> March, 2011 and the Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order 2004 (together the 'Order'), issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956 ("the Act"), and on the basis of such checks 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 said Order to the extent applicable to the Company.
4. Further to our comments in the annexure referred to above, we report that :-
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b) In our opinion, proper books of accounts required by law have been kept by the company so far as appears from our examinations of those books;
  - c) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
  - d) In our opinion the Balance Sheet and the Profit and Loss Account dealt with by this report comply with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956, to the extent applicable subject to notes on accounts annexed to Balance Sheet.
  - e) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2011 from being appointed as director under clause (g) of sub section (1) of section 274 of the Companies Act, 1956.
  - f) In our opinion and to the best of our information and according to explanations

## **JTL INFRA LIMITED**

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given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the Accounting Principles generally accepted in India;

- 1) In the case of Balance Sheet, of the state of Affairs of the Company as at 31st March, 2011; and
- 2) In the case of the Profit and Loss Account, of the profit for the year ended on that date; and

**FOR S. KUMAR GUPTA & ASSOCIATES**  
CHARTERED ACCCOUNTANTS  
Regn No. 010069N

PLACE: CHANDIGARH  
DATED: 30/05/2011

-sd-  
(CA SUNIL GUPTA)  
PARTNER

**ANNEXURE TO THE AUDIT REPORT**

Referred to in paragraph 3 of our report of even date

1. a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.  
b) The fixed Assets have been physically verified by the management at reasonable intervals: no material discrepancies were noticed on such verification.  
c) No substantial part of the fixed assets have been disposed off during the year. That is why it has not affected the going concern.
2. a) As reported to us, the inventory has been physically verified by the management at reasonable intervals.  
b) The procedure of physical verification of inventory followed by management are adequate in relation to size of the company and the nature of its business: no material discrepancies were noticed in such procedures.  
c) The company is maintaining proper records of inventory and no material discrepancies were noticed on such verification.
3. (a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act. Accordingly Sub Clauses (b) to (d) are not applicable.  
(b) The Company has not received any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Act. Accordingly Sub Clauses (f) & (g) are not applicable.
4. The company is having adequate internal control procedure commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods.
5. a) According to the information and explanations given to us, particulars of Contract or Arrangement that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.  
b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rupees five lacs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. As Explained and Reported the company has not accepted deposits from the public, Accordingly directives issued by the Reserve Bank of India and the provisions of



- sections 58A and 58AA or any other relevant provision of the Act and the rules framed there under, are not applicable.
7. The internal audit system of the company is commensurate with the size & volume of company.
  8. Maintenance of cost records has been prescribed by the Central Govt. under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have broadly reviewed the books of accounts relating to material, labours and other items of cost maintained by the Company pursuant to the rules made by the Central Govt. for the maintenance of records u/s 209 (1) (d) of the Companies Act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We are however, not required to make a detailed examination of the records with a view to determine, whether they are accurate or complete.
  9. a) The company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax , Excise Duty, Cess and any other statutory dues with the appropriate authorities.  
b) There are no dues of sales tax/income tax/custom tax/wealth tax/cess that are pending on account of any dispute except as below:  
  
Cenvat Credit disallowed is pending in appeals is as follows:  
Rs. 20,49,691/- with Custom Excise & Sales Tax Appellate Tribunal, New Delhi.  
Rs. 11,03,619/- with Commissioner Appeal, Chandigarh.
  10. There are no accumulated losses at the end of the financial year and no cash losses have been incurred in the previous financial year or in the immediately preceding financial year.
  11. The company has not defaulted in repayment of dues to a financial institution or bank.
  12. The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
  13. The provisions of any special statute applicable to chit fund not applicable and Accordingly sub clauses (a ) to (d ) are not applicable.
  14. Proper records of the transactions have been made by the company and shares and securities held by the company in its name.
  15. The company has not given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company.
  16. The term loans taken by the company are applied for the purpose for which they were obtained.

## **JTL INFRA LIMITED**

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17. As reported the funds raised on Short Term basis have not been used for long term investment.
18. The company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
19. No debenture has been issued by the company.
20. The management has not made any Public Issue of Shares during the year.
21. No fraud on or by the company has been noticed or reported during the year.

**FOR S. KUMAR GUPTA & ASSOCIATES**  
CHARTERED ACCCOUNTANTS  
Regn No. 010069N

PLACE: CHANDIGARH  
DATED: 30/05/2011

-sd-  
(CA SUNIL GUPTA)  
PARTNER


**BALANCE SHEET AS AT 31.03.2011**

<b>PARTICULARS</b>	<b>SCHEDULE NO.</b>	<b>31.03.2011 ₹</b>	<b>31.03.2010 ₹</b>
<b>SOURCES OF FUNDS:</b>			
SHAREHOLDERS' FUNDS			
CAPITAL	I	10,00,74,300	10,00,74,300
RESERVES & SURPLUS	II	4,02,25,337	3,62,27,150
LOAN FUNDS			
SECURED LOAN	III	16,95,48,810	17,46,62,898
UNSECURED LOAN	IV	49,42,680	79,34,569
DEFERRED TAX		8,34,954	9,14,368
<b>TOTAL</b>		<b>31,56,26,081</b>	<b>31,98,13,285</b>
<b>APPLICATION OF FUNDS</b>			
FIXED ASSETS			
GROSS BLOCK	V	8,71,02,192	8,65,88,677
LESS DEPRECIATION		3,56,57,295	3,15,39,369
NET BLOCK		5,14,44,897	5,50,49,308
CAPITAL WORK IN PROGRESS		83,30,417	-
CURRENT ASSETS, LOAN AND ADVANCES			
INVENTORIES	VI	7,17,36,014	4,57,55,102
SUNDRY DEBTORS		17,76,24,963	14,03,09,724
CASH AND BANK BALANCES		65,21,825	10,71,82,850
OTHER CURRENT ASSETS		12,86,519	35,31,370
LOANS AND ADVANCES		7,18,75,879	4,90,04,762
		32,90,45,200	34,57,83,808
LESS :			
CURRENT LIABILITIES & PROVISIONS:			
LIABILITIES	VII	6,65,18,652	7,09,63,410
PROVISIONS		66,75,781	1,00,56,421
		7,31,94,433	8,10,19,831
NET CURRENT ASSETS		25,58,50,767	26,47,63,977
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS			
	XVI		
<b>TOTAL</b>		<b>31,56,26,081</b>	<b>31,98,13,285</b>
* Schedules referred above form an integral part of Balance Sheet.			
* As per our report attached.			
FOR S.KUMAR GUPTA & ASSOCIATES		FOR AND ON BEHALF OF THE	
CHARTERED ACCOUNTANTS		BOARD OF DIRECTORS	
Firm Regn No. 010069N		-sd-	
		MADAN MOHAN SINGLA	
		MANAGING DIRECTOR	
-sd-		-sd-	
DATE : 30.05.2011	CA SUNIL GUPTA	ASHOK SWAMI	VIJAY SINGLA
PLACE: Chandigarh	PARTNER	COMPANY SECRETARY	DIRECTOR

**J T L INFRA LIMITED**

**MANUFACTURING, TRADING AND PROFIT & LOSS ACCOUNT  
FOR THE FINANCIAL YEAR ENDED ON 31.03.2011**

<b>PARTICULARS</b>	<b>SCHEDULE NO.</b>	<b>31.03.2011 ₹</b>	<b>31.03.2010 ₹</b>
<b>INCOMES</b>			
GROSS TURNOVER	VIII	1,02,05,04,165	93,41,52,357
LESS: EXCISE DUTY		8,22,11,085	6,15,75,739
NET SALES		93,82,93,080	87,25,76,618
INCREASE/(DECREASE IN STOCKS)	IX	(25,73,057)	(55,57,317)
MISCELLANEOUS INCOMES	X	71,94,778	14,45,500
<b>TOTAL</b>		<b>94,29,14,801</b>	<b>86,84,64,801</b>
<b>EXPENDITURE</b>			
MATERIAL, MANUFACTURING & OTHER OPERATING EXPENSES	XI	89,29,99,836	80,87,18,260
ADMINISTRATIVE & SELLING EXPS.	XII	1,85,62,631	2,63,35,279
PERSONNEL EXPENSES	XIII	28,52,411	27,08,224
DIRECTORS REMUNERATION	XIV	61,93,548	45,00,000
FINANCE CHARGES	XV	1,20,53,508	1,25,12,202
<b>TOTAL</b>		<b>93,26,61,934</b>	<b>85,47,73,965</b>
<b>NET PROFIT BEFORE TAX &amp; DEP.</b>		<b>1,02,52,867</b>	<b>1,36,90,836</b>
LESS: DEPRECIATION	V	47,75,879	44,82,401
<b>NET PROFIT BEFORE TAX</b>		<b>54,76,988</b>	<b>92,08,435</b>
LESS: PRIOR PERIOD ADJUSTMENTS		-	4,52,382
LESS: PROVISION FOR TAX (CURRENT YEAR)		15,58,215	27,30,000
LESS : PROV. FOR DEFERRED TAX		(79,414)	44,796
LESS: PROVISION FOR CDT @ 16.995%		-	4,25,191
NET PROFIT AFTER TAX		39,98,187	55,56,066
PROPOSED DIVIDEND @ 2.5%		-	25,01,858
NET RETAINED EARNINGS AFTER DIVIDEND & TAX		39,98,187	30,54,208
ADD: PROFIT & LOSS BROUGHT FORWARD FROM LAST YEAR		3,36,78,769	3,06,24,561
BALANCE CARRIED TO BALANCE SHEET		3,76,76,956	3,36,78,769
Basic E.P.S.		0.40	0.56
Diluted E.P.S.		0.40	0.56
*As per our report attached.			
*Schedules referred above form an integral part of Manufacturing, Trading & Profit & Loss A/c.			
FOR S.KUMAR GUPTA & ASSOCIATES CHARTERED ACCOUNTANTS Firm Regn No. 010069N		FOR AND ON BEHALF OF THE BOARD OF DIRECTORS	
		-sd-	
		MADAN MOHAN SINGLA MANAGING DIRECTOR	
-sd-		-sd-	
DATE : 30.05.2011	CA SUNIL GUPTA	ASHOK SWAMI	VIJAY SINGLA
PLACE: Chandigarh	PARTNER	COMPANY SECRETARY	DIRECTOR

**J T L INFRA LIMITED****SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011**

<b>PARTICULARS</b>	<b>31.03.2011</b>	<b>31.03.2010</b>
	<b>₹</b>	<b>₹</b>
<b><u>SCHEDULE - I</u></b>		
<b><u>SHARE CAPITAL</u></b>		
<b><u>AUTHORISED SHARE CAPITAL</u></b>		
12500000 EQUITY SHARES OF ₹ 10/- EACH (P.Y.12500000 EQUITY SHARES OF ₹ 10/- EACH)	12,50,00,000	12,50,00,000
<b><u>ISSUED, SUBSCRIBED &amp; PAID UP SHARE CAPITAL</u></b>		
10007430 EQUITY SHARES OF ₹ 10/- EACH (OUT OF ABOVE 4431620 SHARES ALLOTTED AS BONUS SHARES BY CAPITALISATION OF GENERAL AND CAPITAL RESERVES)	10,00,74,300	10,00,74,300
<b>TOTAL</b>	<b>10,00,74,300</b>	<b>10,00,74,300</b>
<b><u>SCHEDULE - II</u></b>		
<b><u>RESERVE &amp; SURPLUS</u></b>		
PROFIT & LOSS A/C	3,76,76,956	3,36,78,769
CAPITAL RESERVES	13,20,012	13,20,012
SECURITIES PREMIUM	12,28,369	12,28,369
<b>TOTAL</b>	<b>4,02,25,337</b>	<b>3,62,27,150</b>
<b><u>SCHEDULE - III</u></b>		
<b><u>SECURED LOAN</u></b>		
WORKING CAPITAL FROM BANK:		
CASH CREDIT	10,80,87,541	6,79,37,026
PACKING	6,00,00,000	7,73,11,450
BILLS SENT FOR COLLECTIONS	-	2,59,01,369
VEHICLE LOAN FROM BANK	14,61,269	35,13,053
<b>TOTAL</b>	<b>16,95,48,810</b>	<b>17,46,62,898</b>
<b><u>SCHEDULE - IV</u></b>		
<b><u>UNSECURED LOAN</u></b>		
INTER -CORPORATE LOANS	49,42,680	79,34,569
<b>TOTAL</b>	<b>49,42,680</b>	<b>79,34,569</b>



**J T L INFRA LIMITED****SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011**

<b>PARTICULARS</b>	<b>31.03.2011</b>	<b>31.03.2010</b>
	<b>₹</b>	<b>₹</b>
<b><u>SCHEDULE - VI</u></b>		
<b><u>CURRENT ASSETS, LOANS &amp; ADVANCES</u></b>		
<b><u>CURRENT ASSETS :</u></b>		
<b>INVENTORIES</b>		
RAW MATERIAL	3,22,12,203	1,61,09,184
FINISHED GOODS	1,92,37,892	2,16,60,158
SCRAP	7,73,405	6,83,920
CONSUMABLE STORES	61,09,550	50,00,400
STOCK IN TRADE (PROPERTY )	1,13,41,800	-
EXCISE DUTY ON CLOSING STOCK	20,61,164	23,01,440
	<b>7,17,36,014</b>	<b>4,57,55,102</b>
<b>SUNDRY DEBTORS</b>		
MORE THAN 6 MONTHS OLD	89,76,827	48,50,346
OTHERS	16,86,48,136	13,54,59,378
	<b>17,76,24,963</b>	<b>14,03,09,724</b>
<b>CASH &amp; BANK BALANCE</b>		
CASH IN HAND	6,78,447	21,18,812
BALANCES WITH SCHEDULED BANKS		
-IN CURRENT ACCOUNTS	1,84,207	77,748
-IN FIXED DEPOSITS	11,20,100	-
CHEQUES SENT FOR COLLECTION	45,39,071	10,49,86,290
	<b>65,21,825</b>	<b>10,71,82,850</b>
<b>OTHER CURRENT ASSETS</b>		
SECURITY DEPOSIT	12,86,519	35,31,370
	<b>12,86,519</b>	<b>35,31,370</b>
<b><u>LOAN &amp; ADVANCES :</u></b>		
(UNSECURED AND CONSIDERED GOOD UNLESS STATED OTHERWISE)		
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED		
-ADVANCE TO EMPLOYEES	1,49,438	2,87,852
-BALANCE WITH CENTRAL EXCISE / SERVICE TAX AUTHORITIES	1,48,47,681	1,08,70,075
-ITC REFUNDABLE	1,18,19,887	78,48,953
-PREPAID EXPENSES	82,580	1,11,194
-ADVANCE INCOME TAX	17,00,000	14,35,000
-T.D.S. DEDUCTED BY THE PARTIES	50,400	1,55,100
-IMPRESTS A/c	1,07,000	-
-OTHERS	1,56,15,395	71,47,076
-ACCRUED INTEREST	91,075	1,52,505
-EXPORT INCENTIVES RECEIVABLE	2,74,12,423	2,09,97,007
	<b>7,18,75,879</b>	<b>4,90,04,762</b>
<b>TOTAL</b>	<b>32,90,45,200</b>	<b>34,57,83,808</b>

**J T L INFRA LIMITED****SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011**

<b>PARTICULARS</b>	<b>31.03.2011</b>	<b>31.03.2010</b>
	<b>₹</b>	<b>₹</b>
<b>SCHEDULE - VII</b>		
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>		
<b>CURRENT LIABILITIES :</b>		
SUNDRY CREDITORS		
DUE TO OTHER THAN MICRO, SMALL & MEDIUM ENTERPRISES		
-FOR RAW MATERIAL	1,57,07,605	1,26,26,518
-OTHER CREDITORS	31,83,599	27,84,234
CHEQUES ISSUED BUT NOT PRESENTED	90,06,394	1,33,71,445
ADVANCES FROM CUSTOMERS	3,86,21,054	4,21,81,213
	<b>6,65,18,652</b>	<b>7,09,63,410</b>
<b>PAYABLES &amp; PROVISIONS:</b>		
-PROVISION FOR TAXATION/TDS	37,88,186	57,19,449
-PROVISION FOR PROVIDENT FUND	17,912	13,474
-PROVISION FOR EMPLOYEES DUES	14,41,154	6,53,401
-PROVISION FOR OTHER EXPENSES	14,28,529	11,68,239
-PROPOSED DIVIDEND	-	25,01,858
	<b>66,75,781</b>	<b>1,00,56,421</b>
<b>TOTAL</b>	<b>7,31,94,433</b>	<b>8,10,19,831</b>
<b>SCHEDULE -VIII</b>		
<b>GROSS TURNOVER</b>		
EXPORT TURNOVER:		
GALVANISED PIPES	34,13,81,458	28,38,65,272
BLACK PIPES	-	23,43,943
TRADING	6,65,97,075	10,47,08,846
DOMESTIC TURNOVER:		
BLACK PIPES	20,45,81,259	15,66,89,377
GALVANISED PIPES	32,71,66,904	31,07,04,853
WASTE & SCRAP	2,75,12,753	2,33,89,220
BARS/FLATS/ZINC	80,14,525	5,24,223
SALE DEP/FOCUS MARKET LICENSE	2,16,31,162	2,04,29,773
EXPORT INCENTIVES	64,15,416	85,75,568
ADD SALES - STOCKS IN TRANSIT & AT PORT	-	67,21,959
CONSIGNMENT TRANSFER	1,45,69,084	1,18,70,548
RENT COLD STORE	25,36,490	43,28,775
OTHERS	98,039	-
<b>TOTAL</b>	<b>1,02,05,04,165</b>	<b>93,41,52,357</b>
<b>SCHEDULE - IX</b>		
<b>INCREASE/(-DECREASE) IN STOCKS</b>		
CLOSING STOCK	2,20,72,461	2,46,45,518
LESS : OPENING STOCK	2,46,45,518	3,02,02,835
<b>TOTAL</b>	<b>(25,73,057)</b>	<b>(55,57,317)</b>
<b>SCHEDULE - X</b>		
<b>MISCELLANEOUS INCOMES</b>		
INTEREST RECEIVED	2,53,977	7,35,263
SERVICE TAX CREDIT AVAILED	-	4,66,942
PROFIT FROM SALE OF SHARES	6,02,639	89,264
PROFIT ON SALE OF FIXED ASSETS	88,584	1,25,744
SHORT & EXCESS RECOVERY	-	13,284
EXCHANGE RATE DIFFERENCE	61,18,446	-
COMMISSION RECEIVED	1,31,132	15,003
<b>TOTAL</b>	<b>71,94,778</b>	<b>14,45,500</b>

**J T L INFRA LIMITED****SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011**

<b>PARTICULARS</b>	<b>31.03.2011</b>	<b>31.03.2010</b>
	<b>₹</b>	<b>₹</b>
<b><u>SCHEDULE - XI</u></b>		
<b><u>MATERIAL MANUFACTURING &amp; OTHER OPERATING EXPENSES</u></b>		
RAW MATERIAL CONSUMED	79,61,99,206	68,99,21,647
PURCHASES TRADING	6,01,57,800	9,01,54,775
POWER & FUEL	1,69,52,676	1,28,53,137
WAGES	18,84,042	17,07,262
LOADING AND UNLOADING	22,01,808	16,64,070
CARTAGE & FREIGHT	51,05,836	49,71,897
EXCISE DUTY	26,73,478	30,788
EXCISE DUTY ON ACCRETION TO C/STOCK OF F.G.	(2,40,276)	(6,41,824)
CONSUMABLE STORES	78,20,456	67,00,607
MACHINE REPAIR	70,629	2,41,758
CUSTOMS DUTY	-	9,50,085
SLITTING CHARGES	1,74,181	1,64,058
<b>TOTAL</b>	<b>89,29,99,836</b>	<b>80,87,18,260</b>
<b><u>SCHEDULE - XII</u></b>		
<b><u>ADMINISTRATIVE &amp; SELLING EXPENSES</u></b>		
ADVERTISEMENT EXP.	44,184	84,495
AUDIT FEE	20,000	20,000
BUILDING & GENRAL REPAIR	95,198	-
CAR EXPENSES	4,15,554	4,60,084
CARTAGE & FREIGHT	1,36,80,336	1,79,91,950
COMPUTER EXPENSES	60,970	46,940
DISCOUNT	7,71,551	25,88,626
DONATION	-	2,000
ELECTRICITY EXPENSES (OFFICE )	9,710	17,620
ENTERTAINMENT EXPENSES	26,421	35,543
FEE & TAXES	14,88,642	5,95,707
INSURANCE	2,60,944	1,95,063
LEGAL & PROFESSIONAL FEE	1,33,864	35,930
MISC. EXP.	21,025	35,449
MOTOR CYCLE & SCOOTER EXP.	76,382	77,579
POSTAGE & TELEGRAM	1,34,185	1,70,100
PRINTING & STATIONERY	1,44,659	1,19,748
SALES TAX/ENTRY TAX	126	12,34,522
INTERNET & TELEPHONE EXPENSES	6,00,702	6,01,263
COMMISSION/BROKERAGE	1,25,108	2,46,666
TRAVELLING EXPENSES	3,66,153	3,15,260
FOREIGN EXCHANGE RATE DIFFERENCE	-	14,60,734
COMPENSATION (COLD STORE)	47,425	-
SHORT & EXCESS RECOVERY	39,492	-
<b>TOTAL</b>	<b>1,85,62,631</b>	<b>2,63,35,279</b>

**J T L INFRA LIMITED****SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011**

PARTICULARS	31.03.2011	31.03.2010
	₹	₹
<b><u>SCHEDULE - XIII</u></b>		
<b><u>PERSONNEL EXPENSES</u></b>		
SALARIES	20,08,360	19,25,070
E.S.I. CONTRIBUTION	1,48,121	1,18,334
PROVIDENT FUND	99,591	96,311
BONUS	2,80,950	2,45,400
EARNED LEAVE ENCASHMENT	1,96,059	1,00,825
WORKERS COMPENSATION	-	1,10,000
STAFF & LABOUR WELFARE	1,19,330	1,12,284
<b>TOTAL</b>	<b>28,52,411</b>	<b>27,08,224</b>
<b><u>SCHEDULE - XIV</u></b>		
DIRECTORS REMUNERATION	61,93,548	45,00,000
<b>TOTAL</b>	<b>61,93,548</b>	<b>45,00,000</b>
<b><u>SCHEDULE - XV</u></b>		
<b><u>FINANCE CHARGES</u></b>		
BANK INTEREST	84,69,771	81,31,193
BANK CHARGES	28,38,658	36,54,177
INTEREST ON VEHICLE LOANS	2,08,056	3,06,964
INTEREST OTHERS	5,37,023	4,19,868
<b>TOTAL</b>	<b>1,20,53,508</b>	<b>1,25,12,202</b>

<b>JTL INFRA LIMITED</b>											
<b>SCHEDULES FORMING INTEGRAL PART OF BALANCE SHEET AS AT 31.03.2011</b>											
<b>SCHEDULE - V</b>											
<b>FIXED ASSETS (₹)</b>											
<b>SR. NO.</b>	<b>PARTICULARS</b>	<b>ORIGINAL</b>	<b>ADDITION</b>	<b>SALES/</b>	<b>TOTAL ORIGINAL</b>	<b>TOTAL DEP.</b>	<b>DEPRECIATION</b>	<b>ADJUSTMENTS</b>	<b>TOTAL DEP.</b>	<b>W.D.V.</b>	<b>W.D.V.</b>
		<b>COST AS ON</b>	<b>DURING</b>	<b>TRANSFER</b>	<b>COST AS ON</b>	<b>AS ON</b>	<b>DURING</b>	<b>DURING</b>	<b>AS ON</b>	<b>AS ON</b>	<b>AS ON</b>
		<b>01.04.2010</b>	<b>THE YEAR</b>	<b>DURING YEAR</b>	<b>31.03.2011</b>	<b>01.04.2010</b>	<b>THE YEAR</b>	<b>THE YEAR</b>	<b>31.03.2011</b>	<b>31.03.2011</b>	<b>31.03.2010</b>
1	LAND (FREEHOLD)	8,68,708	-	-	8,68,708	-	-	-	-	8,68,708	8,68,708
2	FACTORY BUILDING	1,73,02,067	-	-	1,73,02,067	42,60,094	5,77,889	-	48,37,983	1,24,64,084	1,30,41,973
3	BUILDING( DELHI OFFICE)	1,71,750	-	-	1,71,750	19,535	2,800	-	22,334	1,49,416	1,52,215
4	PLANT & MACHINERY	5,05,72,546	13,28,980	-	5,19,01,526	2,26,58,255	25,16,449	-	2,51,74,704	2,67,26,822	2,79,14,292
5	FURNITURE & FIXTURES	4,39,280	-	-	4,39,280	1,11,516	27,806	-	1,39,322	2,99,958	3,27,764
6	TRUCKS	21,49,518	-	-	21,49,518	10,01,506	2,43,110	-	12,44,616	9,04,902	11,48,012
7	MOTOR CAR & SCOOTERS	1,48,94,242	3,05,505	11,36,970	1,40,62,777	34,66,130	13,98,386	6,57,954	42,06,562	98,56,215	1,14,28,112
8	COMPUTERS	1,90,566	16,000	-	2,06,566	22,334	9,439	-	31,773	1,74,793	1,68,232
					-						
					-						
	<b>TOTAL:</b>	<b>8,65,88,677</b>	<b>16,50,485</b>	<b>11,36,970</b>	<b>8,71,02,192</b>	<b>3,15,39,370</b>	<b>47,75,879</b>	<b>6,57,954</b>	<b>3,56,57,295</b>	<b>5,14,44,897</b>	<b>5,50,49,308</b>
	CAPITAL WORK IN PROGRESS	-	83,30,417	-	83,30,417				-	<b>83,30,417</b>	
	<b>TOTAL:</b>	<b>8,65,88,677</b>	<b>99,80,902</b>	<b>11,36,970</b>	<b>9,54,32,609</b>	<b>3,15,39,370</b>	<b>47,75,879</b>	<b>6,57,954</b>	<b>3,56,57,295</b>	<b>5,97,75,314</b>	<b>5,50,49,308</b>
	PREVIOUS YEAR	7,86,46,955	1,16,19,550	36,77,828	8,65,88,677	2,79,97,540	44,82,401	9,40,573	3,15,39,368	5,50,49,308	5,06,49,415



## SCHEDULE XVI

### I) SIGNIFICANT ACCOUNTING POLICIES.

#### A. Basis of Preparation of Financial Statements

- (a) The Financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principals, provisions of the companies Act, 1956 and Accounting Standards issued by the Institute of Chartered Accountants of India.
- (b) Accounting Policies not specifically referred to otherwise are consistent with generally accepted accounting principals followed by the company.

#### B. Fixed Assets and depreciation

- (a) Fixed Assets are stated at their original cost (net of Cenvat Credit where applicable) including freight, duties and other incidental expenses relating to installation and acquisition.
- (b) Depreciation on Fixed assets are provided on Straight Line Method at the rate and in the manner prescribed under Schedule XIV of Companies Act, 1956.

#### C. Revenue Recognition:

- a) Sales are net of sales tax, claims, returns and are recognized at the time of dispatch.
- b) Interest are recognized on a proportionate basis taking into account the amount outstanding and the rate applicable.

#### D. Investment:

Investments are classified into current and long term investments. Current investments are stated at lower of cost and fair market value. Any reduction in fair value and any reversal is included in Profit & Loss A/c. Long term investments are stated at cost. A provision for diminution is made to recognize a decline, other than temporary in the value of long term investment. The resultant reduction in carrying cost is charged to Profit and Loss Account.

#### E. Inventories:

- a) Raw Material, Consumables Stores and WIP are valued at cost.
- b) Finished Goods, Traded Goods and scrap are valued at cost or net realizable value whichever is less.
- c) Cost is calculated on weighted average method. In respect of WIP and Finished Goods appropriate overheads are considered.

#### F. Foreign Currency Transactions:

Transactions denominated in foreign currencies are normally recorded at the exchange rates prevailing at the time of transaction.



Monetary items denominated in foreign currencies at the year end are translated at year end exchange rate/or forward contract rates.

Any income or expenses on account of exchange rate difference either on settlement or on translation is recognized in the profit and loss account except where it relates to fixed assets. There were no foreign exchange transactions relating to fixed assets during the year.

## **G. Borrowing Cost**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as a part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

## **H. Taxes on Income**

Provision for current tax is made for the amount of tax payable in respect of taxable income for the year under the Income Tax Act, 1961.

Deferred Tax is recognized subject to consideration of prudence on timing difference, being the differences between book profit and tax profit that originate in one period and are capable of reversal in one or more subsequent period. Deferred tax asset are not recognized on unabsorbed depreciation and carry forward of losses unless there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

## **I. Impairment of assets**

An asset is treated as impaired, when carrying cost of the asset exceeds its recoverable amount. An impaired loss is charged to profit & loss account in the year in which it is identified as impaired.

## **J. Provisions, Contingent liabilities and contingent assets**

Provision involving substantial degree of estimation in measurement are recognized when there is a present obligation as result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

## **K. Employee Benefits**

- a) The Company's Contribution to Provident Fund and Family Fund are charged to Profit & Loss Account.
- b) Encashment of earned leave/Bonus has been paid to employees on yearly basis.
- c) Gratuity Liability has neither determined nor provided for. Same is accounted for as and when payable.

## **L. Cash & Cash Equivalent**

Cash & cash equivalent in balance sheet comprises of cash in hand, cash at Bank and Cheques under collection.

**II) NOTES TO ACCOUNTS****1. Secured Loans Includes:****a) Credit facilities from Punjab National Bank:**

The working capital facilities are secured on 1<sup>st</sup> charge basis by :

- (i) hypothecation of all goods i.e. stocks of raw material, stocks in process, semi finished and finished goods, Book debts, all assets and moveable property stored or to be stored at company's godown or in transit and
- (ii) equitable mortgage of (i) company's land at Gholumajra, Derabassi, Punjab, (ii) residential property at Panchkula, Haryana belonging to one of the directors of the company and his brother (iii) land at Derabassi belonging to the Directors' partnership firm and (c) personal guarantees of all the directors and co owners of the property mortgaged to the bank

**b) Vehicle loans from HDFC Bank Ltd.**

These are secured by hypothecation of respective vehicles.

**2. Contingent liabilities not provided for:**

	31.03.2011 (₹ in lacs)	31.03.2010
a) Bank Guarantees Outstanding:	12.50	12.48
b) Excise & Service Tax matters regarding Disallowance of cenvat credit in appeal Before the Customs, Excise & Service Tax Authorities at different levels	32.53	7.43
c) The Income Tax and Sales Tax liabilities has been provided based on the returns filed with the authorities. The additional liability, if any arising at the time of finalization of assessment year will be provided in the year of completion of assessment proceedings.		

**3. Managerial Remuneration:**

	31.03.2011 (₹ in lacs)	31.03.2010
Salary & Allowances	61.94	45.00
Perks	Nil	Nil

**4. Auditors' Remuneration:**

	31.03.2011 (₹ in lacs)	31.03.2010
Statutory Audit Fees	0.15	0.15
Tax Audit Fees	0.05	0.05

**5. Sundry Debtors, Creditors & Loans & Advances:**

All the Sundry Debtors, Creditors and Loan & Advances are subject to Confirmation and Reconciliation.





6. In the opinion the management, the current assets, loans and advances have a value which on realization in the ordinary course of business would be at least equal to that which these have been stated in the accounts
7. The company has not received information from creditors regarding their status under the Micro, Small and Medium Enterprises Development, 2006 and hence disclosures relating to amount unpaid at the end of the year under this act has not been given. There are no claims for interest on delayed payments.

**8. Deferred liability comprises of the following:**

	31.03.2011	31.03.2010
	(₹ in lacs)	
a) Deferred Tax Liabilities		
Depreciation	8.35	9.15
b) Deferred Tax Assets	0	0
c) Net Assets/Liabilities	8.35	9.15
d) Accretion/(Decrease) In Deferred Tax Liability	(0.80)	0.45

**9. Foreign Exchange Transactions:**

- a) No expenditure has been incurred in foreign currency during the year on account royalty, know how, professional and consultation fee.
- b) No imports were made during the year.
- c) Particulars of amounts remitted during the year in foreign currency -Nil
- d) Particulars of Earning of the Company during the year in foreign currency

		31.03.2011	31.03.2010
		(₹ in lacs)	
1. Export Sales (FOB Value)	: US\$	2259.10	3661.11
	: EURO	1500.42	162.78
2. Interest or Dividend		Nil	Nil
3. Royalty, Know How & Professional Consultancy		Nil	Nil

**10. Particulars in respect of sales:**

Class of Goods	Units	31.03.2011		31.03.2010	
		Qty.	Value (₹ in lacs)	Qty.	Value (₹ in lacs)
a) Manufactured Goods:					
G.I. Pipes	M.T.	15215.631	6745.85	15025.08	6047.64
Black Pipes	M.T.	5513.551	2131.05	4763.715	1592.01
b) Trading	M.T.	1585.800	665.97	2659.91	1047.09
c) Others	M.T.	N.A.	662.08	N.A.	654.79



## 11. Particulars in respect of Raw Material Consumed:

Class of Goods	Units	31.03.2011		31.03.2010	
		Qty.	Value (₹ in lacs)	Qty.	Value (₹ in lacs)
Bars/Flats/Strips/ Pipes etc.	M.T.	21651.541	6751.60	20796.55	5773.18
Zinc	M.T.	1147.026	1210.39	1180.647	1126.04

## 12. Particular in respect of Finished Goods:

Class of Goods	Units	31.03.2011		31.03.2010	
		Qty.	Value (₹ in lacs)	Qty.	Value (₹ in lacs)
G.I. Pipes	M.T.	234.60 (151.135)	107.92 (61.97)	151.135 (150.76)	61.97 (51.17)
Black Pipes	M.T.	214.235 (390.82)	82.48 (138.74)	390.82 (511.98)	138.74 (148.50)
Others	M.T.	53.21 (123.685)	9.71 (22.73)	123.685 (92.35)	22.73 (16.18)

## 13. Particulars in respect of Goods Manufactured:

Item	Unit	Licensed Capacity		Installed Capacity		Actual Production	
		31.03.2011	31.03.2010	31.03.2011	31.03.2010	31.03.2011	31.03.2010
ERW Pipes (Galvanised and black)	M.T.	24000	24000	24000	24000	20636.06	19668.02

## 14. Value of Imports on C.I.F. basis: Nil

15. The Company's business operations predominantly relates to manufacture of single product i.e. ERW pipes for selling worldwide. In view of this there may be product as primary segment and geography as secondary segment. All the machines, building, other infrastructure, materials and consumables are used commonly/interchangeably and it is not possible and practical to allocate revenue, profit/loss, assets or liabilities to any particular size, customer market etc. nor the specified parameters are applicable to any particular size, customer, market etc. distinguishing it as a reportable item under specified headings. However revenue from export (outside India) and home (within India) is given under geographical segment as under.

(figures in parentheses are for previous year)

PARTICULARS	INDIA	OUTSIDE INDIA		TOTAL
		(₹ IN LACS)		
Segment Revenue	6125.26 (5432.35)	4079.78 (3909.17)		10205.04 (9341.52)

**16. Related Party Disclosures:**

- (a) List of related parties:
- i) Key Managerial Personnel:  
 Sh M.L. Singla Whole Time Director  
 Sh M.M. Singla Managing Director  
 Sh Vijay Singla Whole time Director  
 Sh Rakesh Garg Whole time Director
- ii) Associate Companies:  
 Chetan Industries Ltd.  
 Jagan Industries Ltd.
- (b) Transactions with Related Parties:

		31.03.2011	31.03.2010
		(₹ In lacs)	
1) Sales of goods	Chetan Industries Ltd.	0	0.12
2) Reimb. Of Exp. from	Chetan Industries Ltd.	0.08	11.99
3) Purchase of Material	Chetan Industries Ltd.	746.14	410.99
	Jagan Industries Ltd.	148.54	519.80
4) Purchase of Fixed Assets	Chetan Industries Ltd.	3.86	24.90
5) Managerial Remuneration	Sh. M.L. Singla	14.94	12.00
	Sh. M.M.Singla	16.00	12.00
	Sh. Vijay Singla	16.00	12.00
	Sh. Rakesh Garg	15.00	9.00

**17. Basic Earning Per Share**

	31.03.2011	31.03.2010
	(₹ In lacs)	
-Net Profit after tax	39.98	55.56
-Weighted average Nos. of Equity shares Outstanding (nos.)	10007430	10007430
-Basic & Diluted Earning Per share (Nominal value ₹ 10/- per share)	0.40	0.56

**18.** Previous year figures have been regrouped/ rearranged wherever necessary.

**J T L INFRA LIMITED****CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2011**

(PERSUANT TO AS-3) (INDIRECT METHOD)

	31.03.2011	31.03.2010
	₹	₹
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Adjustments		
Net Profit before tax	54,76,988	92,08,435
Add Depreciation	47,75,879	44,82,401
Add Interest on Term Liabilities	7,45,079	7,26,832
Less Profit on Sale of Fixed Assets	88,584	37,744
Less Prior Period Items	-	4,52,382
Less Taxes	15,58,215	31,55,191
Operating Profit before working capital changes	93,51,147	1,07,72,351
Less Increase/(Decrease) in Debtors	3,73,15,239	98,83,411
Less Increase/(Decrease) in other current assets	2,06,26,266	99,22,487
Less: Increase/(Decrease) in Inventory	2,59,80,912	(1,22,57,515)
Add Increase/(Decrease) in S. Creditors	(44,44,758)	(67,96,918)
Add Increase/(Decrease) in Other Current Liabilities	(33,80,640)	3,14,84,587
Add Increase/(Decrease) in working capital limits	(30,62,303)	6,18,94,188
Net Cash Flow from operating activities	(8,54,58,971)	8,98,05,825
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchases/(Sale) of Fixed Assets	(94,13,302)	(88,44,550)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase/(Decrease) in Term Loan	(20,51,784)	(6,65,476)
Increase/(Decrease) in Unsecured Loans	(29,91,889)	3,35,894
Less Interest on Term Liabilities	7,45,079	7,26,832
Net Cash Flow From Financing Activities	(57,88,752)	(10,56,414)
<b>Net increase/ (decrease) in cash and cash equivalent (A+B+C)</b>		
Net Cash flow during the year	(10,06,61,025)	7,99,04,861
Opening Cash & Cash Equivalent	10,71,82,850	2,72,77,989
Closing Cash & Cash Equivalent	65,21,825	10,71,82,850

FOR S.KUMAR GUPTA & ASSOCIATES  
 CHARTERED ACCOUNTANTS  
 Firm Regn No. 010069N

FOR AND ON BEHALF OF THE  
 BOARD OF DIRECTORS

-sd-  
 MADAN MOHAN SINGLA  
 MANAGING DIRECTOR

DATE : 30.05.2011  
 PLACE: Chandigarh

-sd-  
 CA SUNIL GUPTA  
 PARTNER

-sd-  
 ASHOK SWAMI  
 COMPANY SECRETARY

-sd-  
 VIJAY SINGLA  
 DIRECTOR



## J T L INFRA LIMITED

### Additional Information as required under Part IV of the Schedule VI to the Companies Act, 1956

Balance Sheet Abstract & Company's General Business Profile

#### **1. Registration Details**

Registration Number	11536
State Code	53
Balance Sheet Date	31.03.2011

#### **2. Capital Raised During the year**

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

#### **3. Position of Mobilisation & deployment of funds**

(₹ In Lacs)

Total Liabilities	3888.21
Total Assets	3888.21

#### **Sources of Funds**

Paid up Capital	1000.74
Share Application Money	Nil
Reserve & Surplus	402.25
Secured Loans	1695.49
Unsecured Loans	49.43
Deferred Tax Liabilities	8.35

#### **Application of Funds**

Net Fixed Assets	597.75
Investments	Nil
Net Current Assets	2558.51
Miscellaneous Expenditure	Nil

#### **4. PERFORMANCE OF THE COMPANY**

(₹ In Lacs)

Turnover including other income	9429.15
Total Expenditure	9374.38
Profit before tax	54.77
Profit after tax	39.98
Earning per Share	0.40
Dividend rate	0.00%

#### **5. GENERIC NAMES OF PRINCIPAL PRODUCTS, SERVICE OF THE COMPANY**

Description	ITC ( Code )
( I ) ERW Pipes (Black & Galvanized )	7306.9

FOR S.KUMAR GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Regn No. 010069N

FOR AND ON BEHALF OF THE  
BOARD OF DIRECTORS

-sd-  
MADAN MOHAN SINGLA  
MANAGING DIRECTOR

DATE : 30.05.2011  
PLACE: Chandigarh

-sd-  
CA SUNIL GUPTA  
PARTNER

-sd-  
ASHOK SWAMI  
COMPANY SECRETARY

-sd-  
VIJAY SINGLA  
DIRECTOR



**ATTENDANCE SLIP**

Folio / DP ID- Client ID No. ....

No. of Shares :

[Large empty box for signature]

I/ We certify that I/ we am/ are member(s) / proxy for the member (s) of the Company.  
I/we hereby record my/our presence at the 20<sup>th</sup> Annual General meeting of the Company at.....

First Holder/ Proxy .....  
1<sup>st</sup> Jointholder .....  
2<sup>nd</sup> Jointholder .....  
(Name in block letters) (Signature)

- Note(s):  
1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.  
2. THIS ATTENDENCE SLIP IS VALID ONLY IN CASE SHARES ARE HELD ON THE DATE OF MEETING.

**PROXY FORM**

Folio / DP ID- Client ID No. ....

No. of Shares :

I/we .....  
of ..... being a member/ members of JTL INFRA  
LIMITED hereby appoint .....  
of ..... or failing him .....  
Of ..... as my/ our proxy to attend and to vote for me / us on my/ our behalf at -----  
-----and at any adjoumment thereof.

Given this .....day of.....2011.

(Please sign across the stamp)

Affix Re.  
1/-  
Revenue  
Stamp

- NOTE (S):  
1. The proxy need NOT be a member.  
2. The proxy form signed across revenue stamp should reach Company's registered office at least 48 hours before the scheduled time of meeting.  
3. Company reserve the right to ask for indentification of the proxy.  
4. Proxy can not speak at the meeting or vote on a show of hands.