



# TAMILNADU STEEL TUBES LIMITED

ANNUAL REPORT 2012-2013





**TAMILNADU STEEL TUBES LTD.**

Registered Office: No.15, Kondi Chetty Street, Hindustan Chamber Bldg., Chennai-1

Phone Nos. 2538 5653 / 2538 5673; Fax: 044-2538 7352

e-mail: [tnstl@vsnl.net](mailto:tnstl@vsnl.net), website: [www.tamilnadusteeltubesltd.com](http://www.tamilnadusteeltubesltd.com)

<b>C o n t e n t s</b>		<b>Page No.</b>
<b>1</b>	<b>Company Information</b>	<b>1</b>
<b>2</b>	<b>Letter to Shareholders</b>	<b>3</b>
<b>3</b>	<b>Notice of AGM</b>	<b>4</b>
<b>4</b>	<b>Report on Management Discussions &amp; Analysis</b>	<b>9</b>
<b>5</b>	<b>Report on Corporate Social responsibility</b>	<b>11</b>
<b>6</b>	<b>Ten Years at a Glance</b>	<b>12</b>
<b>7</b>	<b>Report on Corporate Governance</b>	<b>13</b>
<b>8</b>	<b>Directors' Report</b>	<b>20</b>
<b>9</b>	<b>Auditors' Certificate on Corporate Governance</b>	<b>24</b>
<b>10</b>	<b>Independent Auditors' Report on Financial Statements &amp; Annexure to Auditors' Report</b>	<b>25</b>
<b>11</b>	<b>Balance Sheet</b>	<b>30</b>
<b>12</b>	<b>Statement of Profit &amp; Loss</b>	<b>31</b>
<b>13</b>	<b>Cash Flow Statement</b>	<b>32</b>
<b>14</b>	<b>Significant Accounting Policies &amp; Notes on Accounts</b>	<b>33</b>
<b>15</b>	<b>Notes on Financial Statements</b>	<b>36</b>
<b>16</b>	<b>Business Responsibility Report</b>	<b>47</b>
<b>17</b>	<b>Members' Feedback Form</b>	<b>49</b>
<b>18</b>	<b>Green Initiative &amp; 'E' Communication Registration Form</b>	<b>51</b>
<b>19</b>	<b>Proxy Form</b>	<b>53</b>

---





## **TAMILNADU STEEL TUBES LTD.**

Registered Office: No.15, Kondi Chetty Street, Hindustan Chamber Bldg., Chennai-1  
Phone Nos. 2538 5653 / 2538 5673; Fax: 044-2538 7352  
e-mail: [tnsti@vsnl.net](mailto:tnsti@vsnl.net), website: [www.tamilnadustaeltubesltd.com](http://www.tamilnadustaeltubesltd.com)

### **ANNUAL REPORT 2012-2013**

#### **BOARD OF DIRECTORS**

**Sri. RAKESH GOYAL,  
Managing Director**

**Sri. M.J. LAKSHMI NARASIMHA RAO**

**Sri. MAHAVEER SINGH**

**Sri. VIKRAM SINGH**

**Sri. PRADIP KUMAR DUBEY**

**Sri. PRADEEP KUMAR TIWARI**

**LEGAL ADVISOR :** **Mr. P.R. SHANKAR, Advocate  
High Court of Madras  
CHENNAI – 600 104.**

**COMPANY SECRETARY :** **Mr. BIBHU KALYAN RAUTA  
Company Secretary  
CHENNAI - 600 001**

**STATUTORY AUDITORS :** **M/s. ABHAY JAIN & Co.,  
Chartered Accountants  
CHENNAI – 600 001.**

**COST AUDITORS :** **Mrs. LATHA VENKATESH  
Cost Accountant  
CHENNAI - 600 001**

**BANKERS :**

- 1. THE JAMMU & KASHMIR BANK LTD.,  
CHENNAI – 600 002.**
- 2. CITY UNION BANK LTD.  
CHENNAI - 600 001**

**WORKS :** **Plot : B-10,  
Maraimalai Nagar Industrial Complex  
M.M. NAGAR - 603 209  
Kancheepuram Dist., Tamil Nadu.**





## **LETTER TO SHAREHOLDERS:**

In 2012-13, " T.N.T. " delivered performance, robust business plans sound management practices that adapted rapidly to the changing environment and the contribution of our employees have collectively resulted in the Company performing well.

Our Company – " T.N.T. " remain committed our Goal of enriching the Customers experience, and providing quality merchandise at an attractive value proposition. T.N.T.'s introduction of Square & Rectangular Pipes have made a significant contribution and plays a vital role. We will continue to follow our successful strategy and actively shape our future. We will focus on improving our portfolio, increasing efficiency, product innovation and expanding our business in the Steel Pipe Industry in South India.

I am grateful to the Board of Directors for their unwavering support and guidance. I also take this opportunity to express my gratitude to all our stakeholders, who have reposed trust in us and extended their constant support .

With Best Wishes,

Sincerely,

**RAKESH GOYAL**  
Managing Director



**THIRTY FOURTH ANNUAL GENERAL MEETING**

**NOTICE**

**NOTICE** is hereby given that the 34<sup>th</sup> Annual General Meeting of the Company will be held at 10.00 a.m. on Wednesday, the 25<sup>th</sup> September 2013, at "RANI SEETHAI HALL" No. 603, Anna Salai, Chennai-600 006, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet of the Company as at 31<sup>st</sup> March 2013, the Statement of Profit and Loss for the year ended that date, and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Lakshmi Narasimha Rao, who retires by rotation at this Meeting and being eligible, offers himself for re-appointment.
3. To appoint Auditors to the Company to hold Office until the conclusion of the next Annual General Meeting, and to fix their remuneration. M/s. Abhay Jain & Co. Chartered Accountants, are proposed for re-appointment.
4. To appoint Cost Auditors to the Company to conduct Cost Compliance and to Audit Cost Records and to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration. Mrs. Latha Venkatesh, Cost Accountant is proposed for re-appointment.

**SPECIAL BUSINESS:**

**5. Appointment of Mr. Pradeep Kumar Tiwari as Director of the Company**

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

**"RESOLVED THAT** Mr. Pradeep Kumar Tiwari, who was appointed as an Additional Director pursuant to the provisions of section 260 of the Companies Act, 1956 at the meeting of the Board of Directors held on 31.05.2013 and hold office only to the date of the ensuing Annual General Meeting be and is hereby appointed as Director of the Company".

**6. Re-appointment of Mr. Vikram Singh as Whole Time Director of the Company:**

To consider and if thought fit, to pass with or without modifications the following resolution as a **Special Resolution**.

**"RESOLVED THAT** subject to the provisions of the Companies Act, 1956 approval of the Company be and is hereby accorded to the re-appointment of Mr. Vikram Singh as whole time Director of the Company for a further period of Five years from 31.05.2013, on the remuneration and such other terms and conditions as recommended by the Board of Directors at their meeting held on 31.05.2013, and set out in explanatory statement attached thereto with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

---

from time to time within the scope of Schedule XIII of the Companies Act, 1956, or any amendments thereto or any re-enactment thereof and as may be agreed to between the Board of Directors and Mr.Vikram Singh."

"**FURTHER RESOLVED THAT** in the event of loss or inadequacy of profit in any financial year, the Company shall pay to Mr.Vikram Singh, in respect of such financial year, remuneration by way of salary, allowances, perquisites and other benefits as the Board of Directors may deem fit, subject to the limits prescribed herein and in Schedule XIII of the Companies Act, 1956."

"**FURTHER RESOLVED THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution."

### **7. Re-appointment of Mr. Mahaveer Singh as Whole Time Director of the Company.**

To consider and if thought fit, to pass with or without modifications the following resolution as a **Special Resolution**.

"**RESOLVED THAT** subject to the provisions of the Companies Act, 1956 approval of the Company be and is hereby accorded to the reappointment of Mr. Mahaveer Singh as Whole Time Director of the Company for a period of Five years from 31.05.2013, on the remuneration and such other terms and conditions as recommended by the Board of Directors at their meeting held on 31.05.2013 and set out in explanatory statement attached thereto with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said reappointment from time to time within the scope of Schedule XIII of the Companies Act, 1956, or any amendments thereto or any re-enactment thereof and as may be agreed to between the Board of Directors and Mr. Mahaveer Singh."

"**FURTHER RESOLVED THAT** in the event of loss or inadequacy of profit in any financial year, the Company shall pay to Mr. Mahaveer Singh, in respect of such financial year, remuneration by way of salary, allowances, perquisites and other benefits as the Board of Directors may deem fit, subject to the limits prescribed herein and in Schedule XIII of the Companies Act, 1956."

"**FURTHER RESOLVED THAT** the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution."

By Order of the Board  
for **TAMILNADU STEEL TUBES LTD.**

Sd/-  
**RAKESH GOYAL**  
Managing Director

Place: CHENNAI  
Date : 31.05.2013

#### **Registered Office**

Hindustan Chamber of Commerce Building  
No.15, Kondi Chetty Street  
CHENNAI - 600 001.





**NOTE :-**

- i. The relevant Explanatory Statements, pursuant to Section-173(2) of the Companies Act, 1956, in respect of the business items No.4 to 6 above are annexed hereto.
- ii. A MEMBER ENTITLED TO JOIN AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. THE PROXY FORM IS ENCLOSED AT THE END OF ANNUAL REPORT.
- iii. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 18<sup>th</sup> day of September, 2013 to Wednesday, 25<sup>th</sup> day of September, 2013 (Both days Inclusive).
- iv. Only members carrying the attendance slips or holders of valid proxies registered with the Company will be permitted to attend the meeting.
- v. Members are requested to bring their copy of the Annual Report.
- vi. Members are requested to intimate any change in their addresses registered with the Company.
- vii. Members seeking further information on the Accounts or any other matter contained in the Notice, are requested to write to the Company at least 7 days before the meeting.
- viii. Green Initiative in Corporate Governance by Ministry of Corporate Affairs :-  

The Ministry of Corporate Affairs ("Ministry") has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the circulars issued by the Ministry of Corporate Affairs, companies can now send various notices/documents (including notice/s calling General Meeting/s, Audited Financial Statements, Directors' Report, Auditors' Report etc.) to their shareholders through electronic mode, to the registered e-mail addresses of the shareholders.
- ix. Members are requested to opt for receipt of the above notices/documents through electronic mode. They are requested to register their e-mail ID for this purpose with the Company's address given above or e-mail at [tnstl@vsnl.net](mailto:tnstl@vsnl.net).



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### BRIEF PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO THE CORPORATE GOVERNANCE CODE:

Name of the Director	Mr.M.J Lakshmi Narasimha Rao	Mr.Pradeep Kumar Tiwari
Age	75 years	43 Years
Qualifications	B.Com (Hons.), FCA	Graduate
Nature of Expertise	He had held several positions in Public Sector Financial Institutions till he switched over to Independent practice in the year 1986, and continues in practice.	An Experienced Technician particularly in ERW Tube Manufacturing having more than 10 years in the Industry
Date of First Appointment	10.03.1993	31.05.2013
Name of the Companies in which he holds Directorship of Boards	Nil	M/s. Venkateswara Conduits Pvt. Ltd.
Name of the Companies in which he holds Membership of the Committees of the Board	Nil	Nil
No. of Shares held in the Company	Nil	Nil
Nationality	Indian	Indian

### BRIEF PROFILE OF DIRECTORS SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO THE CORPORATE GOVERNANCE CODE:

Name of the Director	Mr.Vikram Singh	Mr.Mahaveer Singh
Age	53 Years	55 Years
Qualifications	Graduate	B.E.
Nature of Expertise	A Graduate having vast experience in Marketing in Steel Industry, and an experienced Technician particularly in ERW Tube Manufacturing Mills, for more than 23 years.	An Engineer and having vast experience particularly in ERW Tube Manufacturing Mills and having indepth knowledge in Steel Industry for more than 25 years.
Date of First Appointment	29.12.2003	29.06.1994
Name of the Companies in which he holds Directorship of Boards	Nil	Nil
Name of the Companies in which he holds Membership of the Committees of the Board	Nil	Nil
No. of Shares held in the Company	Nil	Nil
Nationality	Indian	Indian

**Explanatory Statement U/s 173(2) of the Companies Act 1956 In respect of the business Items No.5 to 7 above :-****Item No. 5**

Mr. Pradeep Kumar Tiwari has been appointed as Additional Directors of the Company by the Board of Directors of the Company at their meeting held on 31.05.2013. Pursuant to the provisions of section 260 of the Companies Act, 1956, read with Article No.50 of the Articles of Association of the Company they hold office up to the date of ensuing Annual General Meeting. In terms of Section 257 of the Companies Act, the Company has received notice in writing from a members signifying their intention to propose the candidature of Mr. Pradeep Kumar Tiwari, for the office of Director of the Company. He is a Graduate with more than 10 year experience in Steel Pipes Manufacturing Company as well as Marketing & Selling and he is not disqualified to act as a Director. The Board considers that it is in the interest of the Company to continue to have the benefit of rich experience and expertise knowledge of Mr. Pradeep Kumar Tiwari and accordingly the Board of Directors recommend the resolution as set out in item No.5 of the notice convening annual general meeting for approval of the shareholders as Ordinary Resolutions.

Relevant documents pursuant to Section 257 of the Companies Act are available for inspection at the registered office of the Company and venue of meeting.

Except Mr. Pradeep Kumar Tiwari, none of the Directors are interested in the aforesaid resolution.

**Item No. 6**

Mr. Vikram Singh is a Graduate having vast experience in Marketing particularly in Steel pipe Industry, and an experienced Technician in ERW Tube Manufacturing Mills, for more than 23 Years. The Board recommends his name for re-appointment as Whole Time Director of the Company, for a period of Five years, with effect from 31.05.2013, subject to approval of the Members of the company at the ensuing Annual General Meeting to be held on 25.09.2013 and approval from necessary authorities concerned, wherever applicable. The said reappointment and remuneration are within the stipulations of the Companies Act, 1956. The Members of the Company are requested to pass the above resolution as a special resolution.

Except Mr. Vikram Singh, none of the other Directors of the company are concerned or interested in the said resolution.

Your Directors recommend this resolution for your approval.

**Item No. 7**

Mr. Mahaveer Singh is an Engineering Graduate and having vast experience particularly in ERW Tube Manufacturing Mills and having indepth technical knowledge in Steel Tube Industry for more than 25 years. The Board recommends his name for re-appointment as Whole Time Director of the Company, for a period of Five years, with effect from 31.05.2013, subject to approval of the Members of the company at the ensuing Annual General Meeting to be held on 25.09.2013 and approval from necessary authorities concerned, wherever applicable. The said reappointment and remuneration are within the stipulations of the Companies Act, 1956. The Members of the Company are requested to pass the above resolution as a special resolution.

Except Mr. Mahaveer Singh, none of the other Directors of the company are concerned or interested in the said resolution.

Your Directors recommend this resolution for your approval.



**REPORT ON MANAGEMENT DISCUSSION & ANALYSIS (MDAR)**

**1. Forward-looking Statements :** This report contains forward-looking statements, which may be identified by their use of words like "plans", "expects", "will", "anticipates", "believes", "intends", "estimates" or other words of similar meaning. Forward-looking statements are based on certain assumptions and expectations of future events.

**2. High Quality Portfolio :** TNT's strategy is to identify, evaluate and capture the highest quality resource opportunities at the most competitive cost in the Steel Pipes Industry. Incremental resource types includes products such as Square, Rectangular Pipes that can ensure profitable production systems. TNT's upstream approach is oriented towards ensuing greater value by sustained production growth accelerated development of discoveries already made. This has achieved accuracy in Production.

**3. Industry Structure & Developments :** The Steel Industry has been going through a major recession during the recent years. However, the Steel Markets have shown signs of recovery. With the current trend of prices, the Steel Companies hope to leave the worst behind and come up with positive results in the coming years.

**4. Continuing Success in Production :** This was yet another successful period for TNT's production business viz. Square, Rectangular Pipes.

**TNT's Production :** TNT maintained its leadership in the Steel Pipes Market with a major share. Production during the year ramped up registering a growth of 2 %.

**5. Financial Performance (Operational Performance):** YOUR Company has become a "Sick" Industrial Company within the meaning of Clause (O) of Sec.3 of the Sick Industrial Companies (Special Provisions) Act 1985, and has been Registered with BIFR (Board for Industrial & Financial Reconstructions), New Delhi. Indian Bank (H.O), Chennai-1, appointed as "Operating Agency" (O.A), by BIFR. The Hon'ble BIFR after examining the final report at their Final Hearing, passed Orders sanctioning the Rehabilitation Scheme by allowing certain concessions. As per the Sanctioned Scheme (SS), the company is acting on it by complying necessary formalities and regularly submitting Compliance Reports / Progress Reports periodically therefor.

In view of the present status of the Company, the Company has submitted the Modified Draft Rehabilitation Scheme (MDRS) Proposal to the Hon'ble BIFR, for inclusion of certain liabilities and requested to accept MDRS, and the same was also allowed by the Hon'ble BIFR. Hence, the Company has submitted the necessary MDRS proposal to the O.A. (Operating Agency) viz. Indian Bank, and the process is going on.

**6. Business Review:** The Financial Year 2012-13 was the year of steady growth. Pipes Production particularly Square and Rectangular Pipes were increased and sold to an extent of 10 % increase compared to the previous year.



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### 7. SALES :

(Rupees in Lacs)

Year:	2008-09	2009-10	2010-11	2011-12	2012-13
Rs.	6,314.20	7,276.89	7,760.20	8,087.43	10,354.56



**8. Performance :** TNT has the ability to place its products in the Steel Pipes Market all over Tamilnadu to generate the best Margins. TNT has a deep focus on quality products viz. Square, Rectangular Pipes in the Market.

**9. Opportunities :** TNT is a unique combination of play on local recovery through its Steel Pipes Products business. It has proven track record of best-in-class steel pipe production, achieving economies of scale, use of contemporary technology, and above all financial discipline. While demand for ERW Steel Pipes is expected to improve marginally over the coming years, the capacity addition is expected to grow faster. TNT's exposure to the Steel Pipes Business has increased following the introduction of various additional shapes viz. Square, Rectangular Pipes. The company's superior operational efficiency augurs with the Company's faster Growth.

**10. Challenges, Risks & Concerns :** The challenges for the company to ensure optimum level of production, a safe and steady ramp up towards achieving maximum level of production and 365 days of uninterrupted operations; while mandating the highest levels of health, safety and utmost care for the environment. The Steel Pipes Industry is a highly competitive. TNT competes locally for supplies of its products viz. Steel Tubes/Pipes in various sizes/shapes. TNT can compete effectively with its low cost operations, high complexity and ability to produce and place high quality products in the Steel Pipes Market. Prices and margins of steel pipes products are likely to be competitive due to demand concerns in the Steel Pipes Industry.

**11. Internal Controls :** TNT has a comprehensive system of internal controls to safeguard the Company's Assets against loss from unauthorized use and ensure proper authorisation of financial transaction. The Company has an exhaustive budgetary control system to monitor all expenditures on an ongoing basis.



TNT's accounting process is based on uniform accounting guideline that sets out accounting policies and significant processes and deadlines on a companywide / regular basis. The company maintains a system of internal controls designed to provide a high degree of assurance regarding the effectiveness and efficiency of operations, the reliability of financial controls, and compliance with laws and regulations.

TNT has well established policy towards maintaining the highest standards of health, safety and environmental norms while maintaining operational integrity. This policy is strictly adhered to TNT manufacturing facilities.

The Company has an Internal Audit function which is also responsible for assessing and improving the effectiveness of risk management, control and governance process.

The Management duly considers and takes appropriate action on the recommendations made by the Statutory Auditors, Internal Auditors and the Independent Audit Committee of the Board of Directors.

**12. Research & Developments, Technology Development :** Research & Developments (R&D), Technology Development and Innovation continues to be an integral part of TNT's agenda for achieving growth, business, profitability, sustainability and rural transformation. The Technology group consolidating various research and technology functions is helping create new opportunities at the interfaces, and continues to support improvements in manufacturing operations like implementation of advanced process control.

**13. Human Resources Development :** The business transformation initiative that we have embarked upon is the most significant project. Most of the transformation agenda is around and strongly interlinked with people practices and processes. The mandate is to build a world class HR organization with bench mark processes and systems around performance Management, Rewards and Recognition, Competency and Capability Building, Succession Planning, etc. amongst others.

**14. Awards & Recognition :** Some of the awards and recognitions conferred on TNT are as follows :

**a) Quality :** The Quality Control Dept. has obtained "Self Inspection Test" Certificate from the Director General of Supplies & Disposals (DGS & D).

**b) Exports :** The Company has obtained "Excellent" Award from the EEPC (Engg. Export Promotion Council) for Exports made during two consecutive years earlier.

### REPORT ON CORPORATE SOCIAL RESPONSIBILITY

TNT nurtures relationship across the entire range of stakeholders, which helps the Company understand pertinent issues, develop businesses, enhance shareholders value and manage risks better. TNT actively integrates stakeholder goals with its own and then pursues them collaboratively. TNT's commitment towards excellence in Health, Safety and Environment Performance is one of the Company's core values. The company is unwavering in its policy of "Safety of Persons overrides all production targets", which drives all employees to continuously break new grounds in safety management for the benefit of the people, property, environment and the communities in which TNT operates. This is the Company's responsibility as a National Corporate Citizen. The 'pursuit to achieve world class excellence' has been the key focus of the Company.



# TAMILNADU STEEL TUBES LIMITED, CHENNAI

## TEN YEARS AT A GLANCE STANDALONE OPERATING RESULTS – 2003-04 TO 2012-13

	RS. IN LAKHS									
YEAR ENDING 31ST MARCH	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13
<b>EQUITY :</b>										
SHARE CAPITAL	412.48	412.48	512.48	512.48	512.48	512.48	512.48	512.48	512.48	512.48
RESERVES & SURPLUS	-1675.20	-1685.21	-1638.22	-1490.25	-825.37	-543.92	-905.03	-904.17	-833.14	-617.26
SHAREHOLDERS' FUNDS	-1262.72	-1272.73	-1125.74	-977.77	-312.89	-31.44	-392.55	-391.69	-320.66	-104.78
<b>NON-CURRENT LIABILITIES :</b>										
LONG TERM BORROWINGS	1551.36	1300.36	1159.46	1004.66	522.72	327.87	299.00	191.74	191.57	216.79
DEFERRED TAX LIABILITIES(NET)	0.00	0.00	0.00	0.00	0.00	0.00	13.18	10.16	8.10	9.66
<b>CURRENT LIABILITIES :</b>										
SHORT TERM BORROWINGS	121.31	224.07	225.75	209.79	188.02	111.68	97.16	214.99	268.71	300.52
TRADE PAYABLES	672.35	750.37	703.08	1110.21	949.68	417.65	597.54	591.16	1130.30	707.79
CURRENT LIABILITIES (OTHERS)	197.31	197.54	303.62	261.39	222.42	340.39	994.60	1262.66	1461.00	1769.15
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1279.61</b>	<b>1199.61</b>	<b>1266.17</b>	<b>1608.28</b>	<b>1569.95</b>	<b>1166.15</b>	<b>1608.93</b>	<b>1879.02</b>	<b>2739.02</b>	<b>2899.13</b>
<b>NON CURRENT ASSETS :</b>										
FIXED ASSETS (GROSS)	685.39	685.23	685.86	688.27	726.65	754.83	763.87	804.33	836.43	962.49
ACCUMULATED DEPRECIATION	488.68	515.08	540.22	564.84	590.06	610.03	629.48	650.86	668.06	685.52
FIXED ASSETS (NET)	206.71	180.15	155.64	133.43	136.59	144.80	134.39	153.47	168.37	276.97
LONG TERM LOANS AND ADVANCES	55.72	47.26	40.64	39.76	40.51	29.23	26.11	33.94	37.42	43.43
NON CURRENT ASSETS (OTHERS)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	14.12	6.56	6.65
<b>CURRENT ASSETS :</b>										
INVENTORIES	508.66	477.27	514.24	740.78	555.36	414.49	600.58	655.05	978.63	875.56
TRADE RECEIVABLES	253.96	245.82	317.47	444.89	629.36	426.43	791.14	964.74	1494.63	1510.69
CASH AND CASH EQUIVALENTS	61.24	57.43	45.89	55.35	71.93	39.64	1.73	2.21	2.42	94.88
SHORT TERM LOANS & ADVANCES	193.32	191.68	192.29	194.07	136.20	111.56	54.98	55.49	50.99	90.95
<b>TOTAL ASSETS</b>	<b>1279.61</b>	<b>1199.61</b>	<b>1266.17</b>	<b>1608.28</b>	<b>1569.95</b>	<b>1166.15</b>	<b>1608.93</b>	<b>1879.02</b>	<b>2739.02</b>	<b>2899.13</b>



**REPORT ON CORPORATE GOVERNANCE**

**1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE**

The philosophy of the Company in relation to the Corporate Governance is to ensure disclosures transparency, and reporting that conforms fully with laws regulations and to promote ethical conduct in the business with the primary objective to enhance Shareholders' value. It recognizes that the Board is accountable to all shareholders and that each member of the Board owes his/her first duty for protecting, essential to achieve long term corporate goals and furthering the interest of the company.

**2. BOARD OF DIRECTORS**

**A. COMPOSITION OF BOARD**

The Company's current policy is to maintain the independence of the Board, and to separate the functions of Governance and Management. The Board consists of 6 (Six) Directors as on 31.05.2013.

**Board Agenda :** The Meetings are governed by a structured Agenda. The Board Members in consultation with the Chairman of the Meeting may bring up any matter for the considerations of the Board:

**Informations placed before the Board :** In addition to matters required to be placed before the Board under the Governance policy of the Company, the following are also to be tabled for the Board's approval, viz. Internal & External Audit, Status of safety legal compliances, and Risk Management Process.

During the period ended 31<sup>st</sup> March 2013, Five (5) Board Meetings were held on the following dates viz.12.05.12, 29.06.12, 08.08.12, 10.11.12, and on 04.02.13, presided by Sri MJ. Lakshmi Narasimha Rao, Director.

**The composition and Category of Members of the Board are as under :**

Sl. No.	Name of the Director	Category of Directorship [all Non-Executive Dirs.]	No. of Board Meetings Attended	Attendance at last AGM	No. of other Directorship held as on 31.05.2013
01	Mr. Rakesh Goyal	Managing Director	05	Yes	-
02	Mr. MJ Lakshmi Narasimha Rao	Director (Independent)	05	Yes	-
03	Mr. Mahaveer Singh	Director	05	Yes	-
04	Mr. Vikram Singh	Director	05	Yes	-
05	Mr. Pradip Kumar Dubey	Director (Independent)	04	Yes	-
06	Mr. Pradeep Kumar Tiwari	Director (Independent)	-	-	1

**B. PECUNIARY RELATIONSHIP [ as per Clause 49(IV)(E)( i ) ]**

Non Executive Directors/Independent Directors are committed to the high level of Corporate Governance and as such, they do not have any material pecuniary relationship with the Company.





**C. DETAILS OF REMUNERATION PAID TO DIRECTORS :**

01.	Mr Rakesh Goyal	-	Rs. 18,00,000
02.	Mr Mahaveer Singh	-	Rs. 6,74,500
03.	Mr Vikram Singh	-	Rs. 3,41,350

The Company pays Sitting Fees of Rs.200/- each to the Director Mr. MJ. Lakshmi Narasimha Rao, and Mr. Pradip Kumar Dubey, for each Board Meeting and Committee Meetings attended.

None of the directors have disqualified as directors under Sec.274(1)(g) of the companies Act,1956.

**D. CODE OF CONDUCT & ETHICS**

The Company adopted the Code of Conduct and Ethics for Directors and Senior Management Personnel. The Code has been circulated to all the members of the Board and Senior Management. The Board of Directors and Senior Management Personnel have affirmed their compliance with the Code and a declaration along with certificate of compliance appears in the annexure to the Corporate Governance Report.

**3. COMMITTEE OF THE BOARD**

**I - AUDIT COMMITTEE**

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's overview responsibilities, an Audit Committee has been constituted as a Sub-Committee of the Board.

**a) Functions of the Committee :**

- i) Reviewing the Company's Financial and Risk Management Policies.
- ii) Reviewing the adequacy of Internal Control Systems and Internal Audit Reports, and their Compliance thereof.
- iii) Oversight of the Company's Financial Reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- iv) Reviewing Audit plans, audited and unaudited financial results and finding of Auditors and recommends to the Board for its approval.

**b) Composition of the Committee :**

Sl. No.	Names of the Committee Members	No. of Meetings held during the period	
		Held	Attended
01	Mr. MJ Lakshmi Narasimha Rao (Chairman)	04	04
02.	Mr. Mahaveer Singh	04	04
03.	Mr. Vikram Singh	04	04
04.	Mr. Pradip Kumar Dubey	04	03
05.	Mr. Pradeep Kumar Tiwari (fr.31.05.13)	-	-



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

Mr. Vikram Singh, Mr. Mahaveer Singh (Directors) and Mr. Pradip Kumar Dubey, & Mr. Pradeep Kumar Tiwari (both Independent Directors/Non Executive Directors on the Board) are Members of the Audit Committee, and Mr. M J Lakshmi Narasimha Rao, (Independent Director) is the Chairman of the Audit Committee. Dates of Audit Committee Meeting held: 30.04.12, 29.06.12, 10.11.12 & 04.02.2013.

### II - SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE

The Company has constituted a Shareholders' Grievances Committee as a Sub-Committee to the Board of Directors, consisting of Mr. MJ Lakshmi Narasimha Rao (Independent Director) as Chairman, Mr. Mahaveer Singh, Mr. Vikram Singh (Directors) and Mr. Pradip Kumar Dubey, & Mr. Pradeep Kumar Tiwari (both Independent/Non-Executive Directors) as Committee Members, having regard to Annexure-2 under Clause-49 of the Listing Agreement, to consider matters regarding redressal of Shareholders' complaints/grievances, and any other matters that may be considered necessary in relation to the shareholders of the company under the provisions of the Corporate Governance. There was no complaint pending, redressed as on 31.03.2013.

Grievances Committee E-mail ID : [tnt.share@yahoo.in](mailto:tnt.share@yahoo.in) The company is also having website address: (i.e) [www.tamilnadusteeltubesltd.com](http://www.tamilnadusteeltubesltd.com)

### 4. GENERAL BODY MEETING

Venue and time of the last three Annual General Meetings as under:

Fin. Year	Date	Time	Venue
2009-2010	29.09.2010	10.00 a.m.	RANI SEETHAI HALL 603, Anna Salai, Chennai – 600 006
2010-2011	29.09.2011	10.00 a.m.	RANI SEETHAI HALL 603, Anna Salai, Chennai – 600 006
2011-2012	29.09.2012	10.00 a.m.	SIR PITY THYAGARAYA COMMUNITY CENTRE, GN Chetty Road T.Nagar, Chennai – 600 017

### 5. DISCLOSURES:

#### A) RELATED PARTY TRANSACTIONS:-

The Company do not have any transactions with any related parties during the year, except Salary to Managing Director (MD) and Loans taken from Managing Director and relatives, as indicated in the "Notes on Accounts" the disclosure on this subject may not apply to the company for the present.

#### B) DISCLOSURES OF ACCOUNTING TREATMENT:-

The Accounting Standards are being followed by the Company in accordance with Indian GAAP, provisions of the Companies Act 1956, and comply in material aspects with the Accounting Standards notified U/S 211(3C) of the Act read with companies (Accounting) Standard Rules, 2006. There is no change in the Accounting Standard & Policies.



Transactions related to "Accounting" during the period are disclosed under Heading "Notes on the Financial Statements" attached to the Accounts in the Annual Report.

**C) RISK MANAGEMENT**

In order to ensure that management controls risk through means of properly defined frame work a report on Risk Management as received from the Individual functional heads of the Company is placed before the Board of Directors of the Company.

**D) CODE OF CONDUCT FOR THE DIRECTORS AND SENIOR MANAGEMENT PERSONNEL**

The Company has laid down a Code of Conduct for all the Board Members and Senior Management Personnel of the Company. All Board Members and Senior Management Personnel have affirmed their compliance with the Code for the financial year ended 31st March, 2013.

**E) C.E.O./C.F.O. CERTIFICATION :** A Certificate from the Managing Director of the Company was placed before the Board, which is also furnished as Annexure to this Report.

**F) PROCEEDS FROM PUBLIC/ RIGHTS/ PREFERENTIAL ISSUES, ETC.,**

The Company does not have any unutilized money raised through Public/ Rights/ Preferential Issues, etc.

**G) COMPLIANCES BY THE COMPANY**

The Board of Directors is periodically reviewing the Compliance Reports of the Laws applicable to the Company and the Company initiates requisite actions for strengthening of its statutory compliance procedures as may be suggested by the Board from time to time.

**H) DETAILS OF NON-COMPLIANCES WITH REGARD TO CAPITAL MARKET.**

There were no instances of non-compliance by the Company on any matter related to Capital Markets during the last three years. Hence there was no penalty, strictures imposed by SEBI/Stock Exchange or any other statutory/local authorities against the Company.

**I) NUMBER OF SHARES/CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS AS PER CLAUSE-49(IV)(E)(IV) OF THE LISTING AGREEMENT**

None of the Executive/Non-Executive Directors of the company are holding Shares/Convertible Debentures.

**6. REPORT ON MANAGEMENT DISCUSSION & ANALYSIS (MD & AR) :** This Report in detail is annexed in this Annual Report.



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

**7. MEANS OF COMMUNICATIONS:** Quarterly Results have been published in prominent daily News Papers as per requirements on the following dates:

<b>Quarter Ending:</b>	30.06.2012	30.09.2012	31.12.2012	31.03.2013
<b>Date of Publication :</b>	08.08.2012	10.11.2012	04.02.2013	31.05.2013
<b>Name of the News papers :</b>	Makkal Kural (Tamil)	Makkal Kural	Makkal Kural	Makkal Kural
	Trinity Mirror (Eng)	Trinity Mirror	Trinity Mirror	Trinity Mirror

### 8. GENERAL SHAREHOLDERS' INFORMATION:-

**a) Annual General Meeting**

Date & Time : 25.09.2013, Wednesday, 10.00 a.m.  
Venue : "Rani Seethai Hall", 603, Anna Salai  
Chennai-600 006

**b) Tentative Financial Calendar for the Fin. Year 2013-2014**

**On or Before**  
Financial Reporting for the  
Quarter Ended : 30.06.2013 : 14.08.2013  
Quarter Ended : 30.09.2013 : 15.11.2013  
Quarter Ended : 31.12.2013 : 15.02.2014  
Quarter Ended : 31.03.2014 : 31.05.2014

**c) Date of Book Closure** : 18.09.2013 to 25.09.2013  
(Both days inclusive)

**d) Dividend Payment Date** : Not applicable

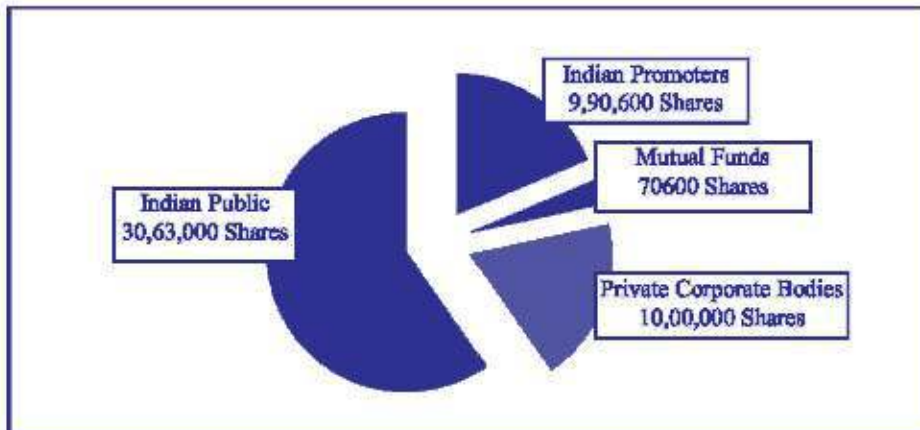
**e) Listing on Stock Exchanges** : 1. Madras Stock Exchange Ltd. (Regional)  
2. Bombay Stock Exchange Ltd.  
3. Ahmedabad Stock Exchange Ltd.

**f) Registrar & Transfer Agents** : The Company is having their own  
in-house Shares Dept.

**g) Share Transfer System** : All the Share Transfers are done in physical  
form within 15 days from the date of receipt  
of Share Transfer Requests.

**h) Shareholding Pattern as on 31.03.2013**

S.No.	Category	No. of Shares Held	% of Share Holdings
01.	Indian Promoters	9,90,600	19.33
02.	Mutual Funds	70,600	1.38
03.	Private Corporate Bodies	10,00,000	19.51
04.	Indian Public	30,63,600	59.78
	<b>Total</b>	<b>51,24,800</b>	<b>100.00</b>



Our shares are presently in the form of Physical condition and as per the listing agreements of the stock exchange are concerned, only those dematerialized stocks alone will be allowed for transaction. At present your company is in the process of dematerialization of Shares.

**i) Distribution of Shareholding as on 31.03.2013**

No. of Shares	Share Holders		Total No. of Shares	Percentage of Holding
	Number	%		
1 to 5,000	14,239	99.62	23,91,700	46.67
5,001 to 10,000	22	0.16	1,70,590	3.33
10,001 to 20,000	12	0.08	1,74,000	3.40
20,001 to 30,000	2	0.01	51,400	1.00
30,001 to 40,000	2	0.01	80,000	1.56
40,001 to 50,000	1	0.01	50,000	0.98
50,001 to 1,00,000	6	0.04	4,67,100	9.11
above 1,00,000	10	0.07	17,40,010	33.95
<b>TOTAL</b>	<b>14,294</b>	<b>100.00</b>	<b>51,24,800</b>	<b>100.00</b>

**j) Dematerialization of Shares :-**

The Company has approached CDSL and NSDL and the necessary action for dematting is in the process.

**k) Address for Correspondence**

For any assistance with regard to Share Transfers, Transmission, issue of Duplicate Certificates, Change of Address, Non-receipt of Annual Reports etc., Investors are requested to write to the Regd. Office of the Company, viz. Tamilnadu Steel Tubes Ltd., Hindustan Chamber of Commerce Bldg., No. 15, Kondi Chetty Street, Chennai-600 001.

**l) Company's C.I.N.**

**[Corporate Identity Number] : L27110TN1979PLC007887**

**m) Plant Location**

**: B-10, Maraimalai Nagar Industrial Complex  
M.M. NAGAR – 603 209  
Kancheepuram District., Tamil Nadu.**

**n) Legal Proceedings:**

The Company has preferred an appeal against the Income Tax, Service Tax, Customs Tax and Sales Tax which are in detail in the auditor's report. Apart from that no other litigation are pending against the Company.



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

---

**o) Address for Communication :** Hindustan Chamber of Commerce Building  
No. 15, Kondi Chetty Street  
Chennai – 600 001, Tamil Nadu.

**9. C.E.O. / C.F.O. CERTIFICATION :**  
[ As per Clause-49 (V) of the Listing Agreement ]

### **CERTIFICATE**

This is to certify that to the best of our knowledge and belief,

a) We have reviewed the Balance Sheet of the Company as at 31<sup>st</sup> March 2013, the Profit & Loss Account and all its Schedules and Notes on Accounts as well as the Cash Flow Statements for the year ended that date, and the Directors' Report ;

b) these Statements do not contain any materially untrue statement or omit any material fact nor do they contain statements that might be misleading ;

c) these statements together present a true and fair view of the company, and are in compliance with the existing accounting standards and/or applicable laws and regulations

d) we are responsible for establishing and maintaining internal controls and have evaluated the effectiveness of internal control systems of the company; and they have also disclosed to the Auditors and the Audit Committee and confirm them to be adequate

e) there is no instances of significant fraud involving management or the significant role of employees in the Company's internal control systems, to be disclosed to the Auditors as well as the Audit Committee ;

f) we have indicated to the Auditors, the Audit Committee and in the Notes on Accounts as to the Accounting Policies being followed by the company during the year, and there were no changes in the Accounting Policies.

Place : Chennai  
Date : 31.05.2013

Sd/-  
**RAKESH GOYAL**  
Managing Director

**10. Declaration regarding compliance by Board Members and Senior Management Personnel with the Code of Conduct & Ethics :** [As per Clause-49(I)(D)(ii) of Listing Agreement ]

This is to inform you that the Company has adopted a Code of Conduct & Ethics applicable to all the Members of the Board of Directors and Senior Management Personnel of the Company. I confirm that the company in respect the financial year ended March 31, 2013 received from all the Members of the Board of Directors and Senior Management Personnel of the Company, a declaration of compliance with the Code of Conduct and Ethics as applicable to them.

Place : Chennai  
Date : 31.05.2013

Sd/-  
**RAKESH GOYAL**  
Managing Director

**11. NON-MANDATORY REQUIREMENTS**

The Directors have not at the moment concentrated on "Non-Mandatory" requirements of the Stock Exchanges.



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### DIRECTORS' REPORT

To: The Members,

**YOUR** Directors have pleasure in presenting the 34<sup>th</sup> Annual Report of the Company together with Audited Accounts for the Year ended 31<sup>st</sup> March 2013.

**FINANCIAL REVIEW** : Your Company increased production of Steel Pipes and achieved saleable Pipes of 19,000 MTs representing 50 % of Capacity Utilization. With the help of various management initiatives taken, your Company reached a Turnover of Rs.103 Crores during the financial year 2012-13 which is higher by 20 % over the last year. The Profit of your Company for the year 2012-13, was affected adversely mainly due to adverse impact of input prices.

This Year      Previous Year  
2012-2013      2011-2012  
(Rupees in Lacs)

**RESULTS :-**

Revenue from Operations & other Income	10,360.70	8,088.60
Cost of Materials consumed	9,157.88	7,364.27
Purchase of Stock in Trade	30.06	128.78
Changes in inventories of Finished Goods	15.37	(112.48)
Payment to Employees	164.10	88.46
Financial Expenses	117.22	79.65
Depreciation	20.03	21.56
Amortization Expenses	-	-
Other Expenses	523.52	422.63
Exceptional items	-	-
Extraordinary items	-	-
Profit before Tax	332.53	95.73
Current Tax	115.10	26.75
Deferred Tax	1.55	(2.05)
Profit / (Loss) for the period	215.87	71.03

The trend indicates a slight improvement in the operational results in spite of fall in global recession, fall in demand, and violent fluctuations in Steel Prices. Further improvement is expected in the coming year with revival of economy.

**PRODUCTION REVIEW** : In the year 2012-13 your Company continued with their Journey of relentless improvement in production, product mix and efficiency parameters. Your Company recorded higher volume of Saleable Pipe Production registering a growth of 20 % over corresponding period of last year, with a capacity utilization of 50 % during the year.

**RAW MATERIAL** : During the year, 2012-13, almost total requirements of Coils was met out from indigenous sources.

**SALES & MARKETING REVIEW**: Your company has achieved and strengthened its presence in the local as well as in the neighbouring States during the year.

**GROWTH PLAN** : Keeping in view the acceleration in demand for Steel Pipes in the Southern States your Company is currently producing Square & Rectangular Pipes in a phased manner.

**DIVIDEND**: In order to conserve the liquid resources no Dividend has been declared by the company. Your Directors believe that this will enhance Shareholders value.



### STATUTORY STATEMENTS :

**REPORT ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC. :** Information in accordance with the provisions of Sec.217(1)(e) of the Companies Act 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of Energy, Technology Absorption, is given in the Annexure to this Report.

**PARTICULARS OF EMPLOYEES:** - There was no employees of the Company who received remuneration in excess of the limits prescribed under Sec.217(2A) of the Companies Act 1956 read with the Companies (Particulars of Employees) Rules 1975.

**DIRECTORS' RESPONSIBILITY STATEMENT :-** In terms of Sec.217(2AA) read with Section 292A of the Companies Act 1956, we, the Directors of Tamilnadu Steel Tubes Ltd., state in respect of Financial Year 2012-13 that ;

- a) in the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures ;
- b) 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 of the Company for that period ;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities ;
- d) the Directors have prepared the Annual Accounts on a "going concern" basis;

**INTERNAL CONTROLS AND THEIR ADEQUACY:** The internal control systems are commensurate to the size of the operations of the Company. Whenever it is required, the systems and procedures are upgraded to suit the changing business needs.

**CORPORATE COMMUNICATION:** Communication, both internal and external plays a pivotal role in keeping well connected to our Stake-holders and in brand building exercise of organisation. The company has ensured publications of advertisements in leading newspapers.

**AUDITORS' REPORT :** The Statutory Auditors' Report on the accounts of your Company for the Financial Year Ended 31<sup>st</sup> March 2013 along with the Management's replies thereon is enclosed as per annexure.

**COST AUDITOR :** The Central Govt. had directed an Audit of the Cost Accounts maintained by the Companies in respect of Steel Industries Business as per their circular No.1/27011/2/2012-coord., Dt. 23.02.2012. Accordingly, your Company has appointed Mrs.Lata Venketesh, the Cost Auditor for the Financial Year 2012-13 to audit cost account records.

**REPORT ON CORPORATE SOCIAL RESPONSIBILITY:** TNT nurtures relationship across the entire range of stakeholders, which helps the Company understand pertinent issues, develop businesses, enhance shareholders value and manage risks better. TNT actively integrates stakeholder goals with its own and then pursues them collaboratively. TNT's commitment towards excellence in Health, Safety and Environment Performance is one of the Company's core values. The company is unwavering in its policy of "Safety of Persons overrides all production targets", which drives all employees to continuously break new grounds in safety management for the benefit of the people, property, environment and the communities in which TNT operates. This is the Company's responsibility as a National Corporate Citizen. The 'pursuit to achieve world class excellence' has been the key focus of the Company.





## TAMILNADU STEEL TUBES LIMITED, CHENNAI

---

**ENVIRONMENTAL MANAGEMENT:** The Corporate Environmental Policy of your Company emphasizes on conducting our operation in an environmentally responsible manner to comply with applicable regulations and striving to go beyond. Your Company has attained improvement in major environmental parameter by continuous efforts.

**REPORT ON MANAGEMENT DISCUSSION & ANALYSIS (MDAR):**The Management Discussion and Analysis Report covering the performances and outlook of the company is as per annexure to this report.

**REPORT ON CORPORATE GOVERNANCE:** - In terms of the Listing Agreement with the Stock Exchanges a Compliance Report on Corporate Governance is given annexure to this Report. A Certificate from the Auditors of the Company regarding compliance of the Corporate Governance is also annexed to the Report.

**CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS:** A detailed report on Corporate Governance as updated with the particulars of this Financial year, together with Report of the Auditors and a Report of Management Discussion and Analysis is also annexed separately.

**EXPORT:** No Export has been done during the year as well as in the previous year. The absence in Exports is due to un-remunerative overseas pricing and fall/variations in Dollar (\$) prices

**LISTING FEES :** Listing Fees has been paid up to date for the Financial Year 2013-14 for all the Stock Exchanges viz. Madras (Regional) Mumbai and Ahmedabad.

**DIRECTORS:** Mr. MJ Lakshmi Narasimha Rao, & Mr. Pradeep Kumar Tiwari, Directors, who retires by rotation at this Annual General Meeting, have been proposed for re-appointment. Mr.Mahaveer Singh and Mr.Vikram Singh, are recommended as Whole Time Directors of the Company.

**INDUSTRIAL RELATIONS:** Industrial Relations have continued to be good during the year.

**"SICK" INDUSTRY :** Your Company has become a "Sick" Industrial Company within the meaning of Clause (O) of Sec.3 of the Sick Industrial Companies (Special Provisions) Act 1985, and has been Registered with BIFR (Board for Industrial & Financial Reconstructions), New Delhi. Indian Bank (HO), Chennai-1 appointed as "Operating Agency" (O.A), by BIFR. The Hon'ble BIFR after examining the final report at their final hearing, passed Orders sanctioning the Rehabilitation Scheme by allowing certain concessions. As per the Sanctioned Scheme (SS), the company is acting on it by complying necessary formalities and regularly submitting Compliance Reports / Progress Reports periodically therefor. In view of the present status of the Company, the Company has submitted the Modified Draft Rehabilitation Scheme (MDRS) Proposal to the Hon'ble BIFR, for inclusion of certain non statutory liabilities and requested to accept MDRS, and the same was also allowed by the Hon'ble BIFR. Hence, the Company has submitted the necessary MDRS proposal to the O.A. (Operating Agency) viz. Indian Bank, and the process is going on.

**ACKNOWLEDGEMENT :** The Board of Directors wish to place on record their appreciation for the support and co-operation extended by every member of the Company. The Board of Directors also wish to acknowledge the continued support and guidance received from the Central Govt., State Govt., and the Bankers.

PLACE: CHENNAI  
DATE : 31.05.2013

For and on Behalf of the Board  
Sd/- Sd/-  
**RAKESH GOYAL**      **MAHAVEER SINGH**  
Managing Director      Director



# TAMILNADU STEEL TUBES LIMITED, CHENNAI

## ANNEXURE

Form for disclosure of particulars with respect to conservation of Energy:

	2012-2013	2011-2012
<b>A. POWER &amp; FUEL CONSUMPTION :</b>		
<b>1. ELECTRICITY</b>		
a) Purchased Unit KWH	9,70,512	13,22,908
Total Amount	70,37,196	68,87,371
Rate / Unit	7.25	5.21
b) Own Generation	-	-
i. Through Diesel Generator Units	6,33,023	3,09,355
Units per Ltr. of Diesel Oil	2.50	2.50
Cost / Unit	19.10	15.80
ii. Through Steam Turbine/Generator Units	-	-
Units per Ltr. of Fuel Oil Gas Cost/Unit	-	-
<b>2. COAL (Specify quality and where used)</b>	-	-
Qty. (Tonnes)	-	-
Total Cost	-	-
Average Rate	-	-
<b>3. FURNACE OIL</b>	-	-
Qty. (Ltrs./MTs)	318.189 MT	297.900 MT
Total Cost	157,17,955	97,90,432
Average Rate per Ltr./Kg.	49.40/Kg.	32.86/Kg.
<b>4. OTHER INTERNAL GENERATION</b>	-	-
Qty.	-	-
Total Cost	-	-
Rate / Unit	-	-

### B. CONSUMPTION PER UNIT PRODUCTION

PRODUCT DETAILS : E.R.W. MS PIPES AND GALVANIZED PIPES

UNIT	STANDARD	2012-2013	2011-2012
ELECTRICITY	-	86.45 UNIT/M.T. OF BLACK PIPES PRODUCTION	105.28 UNIT/M.T. OF BLACK PIPES PRODUCTION
FURNACE OIL	-	28.48 LTR/M.T. OF BLACK PIPES GALVANIZED	33.44 Kg./M.T. OF BLACK PIPES GALVANIZED
COAL / OTHERS	-	-	-

For and on behalf of the Board

PLACE : CHENNAI  
DATE : 31.05.2013

Sd/-  
**RAKESH GOYAL**  
Managing Director

Sd/-  
**MAHAVEER SINGH**  
Director



**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE  
Under Clause 49 of the Listing Agreement**

To:  
The Members of  
Tamilnadu Steel Tubes Limited  
CHENNAI.

We have examined the compliance of conditions of corporate governance by Tamilnadu Steel Tubes Limited, for the year ended 31<sup>st</sup> March 2013, as stipulated in Clause-49 of the Listing Agreement of the said company with stock exchanges in India.

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 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 information and according to the explanations given to us, we Certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**for ABHAY JAIN & Co.,  
Chartered Accountants  
FRN No. : 000008S**

**Place : Chennai  
Date : 31.05.2013**

**Sd/-  
(A. K. JAIN)  
Partner  
M.No 70224**



**INDEPENDENT AUDITORS' REPORT**  
**TO THE MEMBERS OF TAMILNADU STEEL TUBES LIMITED**

**REPORT ON FINANCIAL STATEMENTS :** We have audited the accompanying Financial statements of TAMILNADU STEEL TUBES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2013, and 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.

**MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS :** The 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 referred to in Sub-section (3C) of Section-211 of the Companies Act 1956 ("the Act"). 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.

**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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's 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 auditor considers 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

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

**OPINION :** In our opinion and to the best of our information and according to the explanations given to us, the 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

a) In the case of the Balance Sheet, of the state of affairs of the Company at 31.03.2013;

b) In the case of the Profit and Loss account, of the profit for the year ended on that date and ;

c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



**REPORT ON OTHER LEGAL REGULATORY REQUIREMENTS** : As required by the Companies' (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of Sub-section (4A) of Section-227 of the Act, we give in the Annexure a statement on the matters specified in Paragraphs-4 and 5 of the Order.

As required by Section-227(3) of the Act, 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 as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
- d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in Sub-section-(3C) of Section-211 of the Companies Act 1956;
- e) On the basis of written representations received from the directors as on March 31, 2013 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013 from being appointed as a Director in terms of Clause-(g) of Sub-section-(1) of Section-274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the Cess is to be paid under Section 441A of the Companies Act, 1956 nor has it issued any Rules under the said Section, prescribing the manner in which such Cess is to be paid, no cess is due and payable by the Company.

**Place : Chennai**  
**Date : 31.05.2013**

**for ABHAY JAIN & CO.,**  
**Chartered Accountants**  
**FRN No. : 000008S**  
**Sd/-**  
**(A. K. JAIN)**  
**Partner**  
**Membership No. 070224**

**ANNEXURE REFERRED TO IN PARAGRAPH 1 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF TAMILNADU STEEL TUBES LIMITED, CHENNAI, ON THE ACCOUNTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH 2013.**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- 1) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Fixed Assets.
  - (b) As explained to us, all the Fixed Assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
  - (c) In our opinion, the Company has not disposed off any substantial part of its fixed assets during the year and the going concern status of the Company is not affected.
- 2) (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
  - (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) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to the Book Records.
- 3) (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the Register maintained under Section-301 of the Companies Act, 1956. Consequently, the provision of Clauses-iii(b), iii(c) and iii(d) of the orders are not applicable to the Company.
  - (b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has taken loans from an individual covered in the Register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.100.82 Lakhs and the year end balance of loans taken from such parties was Rs.100.82 Lakhs.
  - (c) In our opinion, the rate of interest and other terms and conditions on which loans have been taken from an individual covered in the Register maintained under Section-301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
  - (d) The Company is regular in repaying the principal amount as stipulated and has been regular in the payment of interest.
- 4) In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

- (5) a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in Section-301 of the Act have been entered in the Register required to be maintained under that section.
- b) As per information and explanations given to us, and in our opinion, the transaction entered into by the Company with parties covered u/s 301 of the Act and exceeding Rupees Five Lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the time.
- (6) The Company has not accepted any deposits from the public covered under section-58A and 58AA of the Companies Act, 1956..
- (7) As per information and explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
- (8) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section-209(1)(d) of the Companies Act 1956 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (9) (a) According to the records of the company undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, VAT, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities..
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Service Tax, Sales-tax, Customs Duty and Excise Duty and Cess were in arrears, as on 31<sup>st</sup> March 2013, for a period of more than six months from the date they became payable.
- (c) The disputed statutory dues aggregating to Rs.286.77 Lakhs that have not been deposited on account of disputed matters pending before the appropriate authorities, are as under :

S.No	Nature of Disputed Statutory Dues	Amount (Rs. in Lacs)	Forum where the Dispute Is Pending
1.	<b><u>INCOME TAX DUES:</u></b> i) Block Assessment ii) AY 1997-1998 iii)AY 1999-2000	143.29 37.28 88.22	Appeal pending before the Hon'ble Madras High Court
2.	<b><u>SERVICE TAX DUES:</u></b> (From Nov. 1997 to June 1998)	1.60	Pending for inclusion in Modified Draft Rehabilitation Scheme (MDRS) before BIFR
3.	<b><u>SALES TAX DUES :</u></b> (Including interest and penalty) i) AY 2004-05 ii) AY 2005-06 iii) AY 2006-07	6.44 5.84 4.04	Appeal pending before Appellate Assistant Commissioner of Commercial Taxes, Chennai



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

---

- (10) The Company has accumulated loss but has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
- (11) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (12) According to the information and explanations given to us, 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 Company is not a Chit Fund or Nidhi / Mutual Benefit Fund / Society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
- (14) According to the information and explanations given to us, the Company is Trading in Shares, Mutual Funds & Other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
- (15) According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
- (16) Based on our audit procedures and on the information given by the management, we report that the Company has not raised any terms loans during the year.
- (17) Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31<sup>st</sup> March 2013, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
- (18) Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
- (19) The Company has no outstanding debentures during the period under audit.
- (20) The Company has not raised any money by public issue during the year.
- (21) Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

Place: Chennai  
Date : 31.05.2013

for **ABHAY JAIN & CO.,**  
**Chartered Accountants**  
**FRN No. : 000008S**  
Sd/-  
**(A. K. JAIN)**  
**Partner**  
**Membership No. 070224**





## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### BALANCE SHEET AS AT 31<sup>st</sup> MARCH 2013

Particulars	Notes	Amount Rs. In Thousands			
		As at March 31 <sup>st</sup> 2013		As at March 31 <sup>st</sup> 2012	
<b>(I) EQUITY AND LIABILITIES :</b>					
<b>(1) SHAREHOLDERS' FUNDS</b>					
(a) SHARE CAPITAL	3	51,248.00		51,248.00	
(b) RESERVES & SURPLUS	4	(81,728.31)		(83,313.54)	
(c) MONEY RECEIVED AGAINST SHARE WARRANTS		NIL	(10,478.31)	NIL	(32,065.54)
<b>(2) SHARE APPLICATION MONEY PENDING ALLOTMENT</b>					
-					
<b>(3) NON-CURRENT LIABILITIES :</b>					
(a) LONG TERM BORROWINGS	5	21,678.86		19,156.53	
(b) DEFERRED TAX LIABILITIES (NET)	6	965.54		810.22	
(c) OTHER LONG TERM LIABILITIES		NIL		NIL	
(d) LONG TERM PROVISIONS		NIL	22,644.40	NIL	19,986.75
<b>(4) CURRENT LIABILITIES</b>					
(a) SHORT TERM BORROWINGS	7	30,052.26		26,871.17	
(b) TRADE PAYABLES	8	70,778.88		113,029.58	
(c) OTHER CURRENT LIABILITIES	9	176,914.74		146,100.30	
(d) SHORT TERM PROVISION		NIL	277,745.88	NIL	286,001.06
<b>TOTAL</b>			<b>289,911.98</b>		<b>273,902.27</b>
<b>(II) ASSETS</b>					
<b>(1) NON CURRENT ASSETS</b>					
<b>(a) FIXED ASSETS</b>					
(i) TANGIBLE ASSETS	10	27,697.11		16,837.30	
(b) LONG TERM LOANS AND ADVANCES	11	4,343.22		3,741.67	
(c) OTHER NON-CURRENT ASSETS	12	684.66	32,704.99	655.68	21,234.64
<b>(2) CURRENT ASSETS</b>					
<b>(a) CURRENT INVESTMENTS</b>					
-					
(b) INVENTORIES	13	87,555.61		97,864.60	
(c) TRADE RECEIVABLES	14	151,068.57		149,462.59	
(d) CASH & CASH EQUIVALENTS	15	9487.64		241.80	
(e) SHORT TERM LOANS AND ADVANCES	16	9,095.17		5,098.66	
(f) OTHER CURRENT ASSETS		NIL	257,206.99	NIL	252,667.64
<b>TOTAL</b>			<b>289,911.98</b>		<b>273,902.27</b>

Significant Accounting Policies and Notes of Financial Statements 1 to 31 as per our Report of even date

for ABHAY JAIN & Co.  
Chartered Accountants  
FRN No. :0000085  
Sd/-  
(A.K. JAIN)  
Partner  
M.No. 070224

Sd/-  
Bibhu Kalyan Rauta  
Asst. Company Secretary  
M.No. ACS 31315

Sd/-  
Rakesh Goyal  
Managing Director

Sd/-  
Mahaveer Singh  
Director

Place: Chennai  
Date : 31.05.2013



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>st</sup> March 2013

Particulars	Notes	Year Ended	Year Ended
		31.03.2013	31.03.2012
		(Rs. In '000)	(Rs. In '000)
REVENUE FROM OPERATIONS	17	1,035,455.82	808,742.95
OTHER INCOME	18	614.57	117.22
<b>TOTAL REVENUE</b>		<b>1,036,070.39</b>	<b>808,860.17</b>
<b>EXPENSES :</b>			
COST OF MATERIAL CONSUMED	19	915,788.11	736,427.21
PURCHASE OF STOCK-IN-TRADE	20	3,005.87	12,876.17
CHANGES IN INVENTORY OF FINISHED GOODS	21	1,536.53	(11,248.24)
PAYMENTS TO EMPLOYEES	22	16,409.89	8,845.73
FINANCIAL EXPENSES	23	11,722.22	7,965.47
DEPRECIATION	24	2,003.25	2,156.13
OTHER EXPENSES	25	52,352.17	42,282.93
<b>TOTAL EXPENSES</b>		<b>1,002,817.85</b>	<b>799,287.40</b>
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX		33,252.54	9,572.77
EXCEPTIONAL ITEMS	26	-	-
PROFIT BEFORE EXTRAORDINARY ITEMS		33,252.54	9,572.77
EXTRAORDINARY ITEMS	27	-	-
PROFIT BEFORE TAX		<b>33,252.54</b>	<b>9,572.77</b>
CURRENT TAX	28	11,510.00	2,875.00
DEFERRED TAX	29	155.32	(205.34)
<b>PROFIT ( LOSS ) FOR THE PERIOD</b>		<b>21,587.22</b>	<b>7,103.11</b>

EARNINGS PER EQUITY SHARE		
(1) BASIC	4.21	1.39
(2) DILUTED	4.21	1.39

Significant Accounting Policies and Notes of Financial Statements 1 to 31 as per Report of even date.

for **ABHAY JAIN & Co.**  
Chartered Accountants  
FRN No. :000008S

Sd/-  
**Bibhu Kalyan Rauta**  
Asst. Company Secretary  
M.No. ACS 31315

Sd/-  
**Rakesh Goyal**  
Managing Director

Sd/-  
**(A.K. JAIN)**  
Partner  
M.No. 070224

Sd/-  
**Mahaveer Singh**  
Director

Place: Chennai  
Date : 31.05.2013



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>st</sup> MARCH 2013

CASH FLOW FROM OPERATING ACTIVITIES	AMOUNT Rs. in '000	
	F.Y. 2012-2013	F.Y. 2011-2012
NET PROFIT BEFORE TAX	33,252.54	9,572.77
DEPRECIATION	2,003.25	2,156.13
INTEREST PAID	11,722.22	7,965.47
LOSS ON SALE OF FIXED ASSETS	4,848.69	263.64
INTEREST RECEIVED	(109.97)	(72.25)
OTHER INCOME	(314.13)	(44.97)
PROFIT ON SALE OF FIXED ASSETS	(190.48)	13,595.88
<b>OPERATING PROFIT BEFORE CHANGE OF WORKING CAPITAL</b>	<b>46,848.40</b>	<b>19,840.79</b>
<b>ADJUSTMENT FOR :</b>		
INVENTORIES	10,308.99	(32360.00)
TRADE RECEIVABLES	(1,605.98)	(52988.94)
SHORT TERM LOANS & ADVANCES	(3996.51)	450.39
TRADE PAYABLES	(42250.70)	53913.31
OTHER CURRENT LIABILITIES	3081.44	19834.70
	(6728.76)	(11,150.54)
<b>CASH GENERATED FROM OPERATION</b>	<b>40,118.64</b>	<b>8,690.25</b>
LESS: TAX PAID	11,510.00	2,675.00
<b>NET CASH FROM OPERATING ACTIVITY</b>	<b>28,608.64</b>	<b>6015.25</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
SALE OF FIXED ASSETS	1037.24	597.53
PURCHASE OF FIXED ASSETS	(14194.79)	(4507.82)
ADD: INSURANCE CLAIM RECEIVED	14.67	44.97
ADD: SUNDRY BALANCE WRITTEN BACK	299.45	-
LONG TERM DEPOSITS	(601.55)	(379.95)
OTHER NON-CURRENT ASSETS	(9.00)	789.12
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(13453.97)</b>	<b>(3456.15)</b>
<b>CASH FLOW FROM FINANCIAL ACTIVITIES</b>		
PROCEED FROM LONG TERM BORROWINGS SECURED LOAN	2522.33	(17.70)
PROCEEDS FROM SHORT TERM BORROWINGS	3181.09	5372.59
INTEREST RECEIVED	109.97	72.25
INTEREST PAID	(11722.22)	(7965.47)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(5908.83)</b>	<b>(2538.33)</b>
<b>NET INCREASE / (DECREASE) IN CASH &amp; CASH EQUIVALENTS</b>	<b>9245.84</b>	<b>20.76</b>
ADD: OPENING BALANCE OF CASH & CASH EQUIVALENTS	241.80	221.04
<b>CLOSING BALANCE OF CASH &amp; CASH EQUIVALENTS</b>	<b>9487.64</b>	<b>241.80</b>

As per our report of even date.

**for ABHAY JAIN & Co.**  
Chartered Accountants  
FRN No. :0000088

Sd/-  
**Bibhu Kalyan Rauta**  
Asst. Company Secretary  
M.No. ACS 31315

Sd/-  
**Rakesh Goyal**  
Managing Director

Sd/-  
**(A.K. JAIN)**  
Partner  
M.No. 070224

Sd/-  
**Mahaveer Singh**  
Director

Place: Chennai  
Date : 31.05.2013



### 1) CORPORATE INFORMATION

TAMILNADU STEEL TUBES LTD. (the Company) is a Public Limited Company domiciled in India and incorporated under the provisions of the Companies Act 1956. under RC No.L27110TN1979PLC007887. Its shares are listed on Stock Exchanges in India. The Company is engaged in manufacturing and selling a reputed Brand of Black Pipe (ERW Pipe) & G.I. Pipe. The Company caters only domestic market.

### 2) SIGNIFICANT ACCOUNTING POLICIES

#### a) **Change In Presentation of Financial Statement :**

During the year ended 31<sup>st</sup> March 2013, the Revised Schedule VI Notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its Financial Statements. However, it has significant impact on presentation and disclosures made in the Financial Statements. The Company has also re-classified the previous year figures in accordance with the requirement applicable in the current year.

#### b) **Basis of Preparation of Financial Statements :**

The Financial Statements are prepared under historical cost convention in accordance with the generally accepted Accounting Principles in India and the provision of the Companies Act, 1956.

#### c) **Use of Estimates :**

The preparation of Financial statements in conformity with Indian GAAP requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reported period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

#### d) **Tangible Fixed Assets :**

The fixed assets, acquired are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalized criteria are met and directly attributable cost or bringing the assets to its working conditions for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to the item of fixed assets is added to its book value only if it increases the future benefits from the existing assets beyond its previously assessed standard performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

**e) Depreciation on Tangible Assets :**

Depreciation on fixed assets is calculated on Straight Line Value method (SLV) on the fixed assets using the rates arrived at based on the useful lives estimated by the management or those prescribed under the Schedule XIV to the Companies Act, 1956. Depreciation for additions to / deletions from owned Assets is calculated on prorata basis from/to the day of addition / deletion.

**f) Inventories :**

Raw materials, components, store and spares are valued at lower of cost and net realizable value. However, materials and other items held for the use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Work in progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity.

Scrap is valued at net realizable value. Net realizable value is estimated at selling price in the ordinary course of business.

**g) Revenue Recognition :**

Revenue from sale of products is recognized when practically all obligations connected with the transaction risks and rights to the buyer have been fulfilled and excluded sales tax and state value added taxes. This usually occurs upon despatch and collection of the receivable is reasonably certain.

Interest income is recognized using time proportion method based on the rates implicit in the transaction.

**h) Employees' Benefits :**

a) Contribution to Provident Fund and other recognized fund is charged to Profit & Loss Account.

b) Liability for Leave Encashment is provided for as and when the entitlement is ascertained.

c) In respect of Gratuity, the Company offers a non contributory defined benefit plan to its Employees. The liability for the same as at the year end is provided for on the basis of Actuarial Valuation. But during the year under audit, no provision is made as there is an excess provision.

**i) Excise Duty / Service Tax / Sales Tax and Value Added Tax :**

Excise Duty / Service Tax is accounted on the basis of both, payments made in respect of goods cleared/service provided as also provision made for goods lying in bonded warehouse if there is Sales Tax/Value added Tax is charged to Profit & Loss Account.

**j) Provision for Current Tax and Deferred Tax :**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income Tax Act, 1961.

**Deferred Taxes :**

Deferred tax resulting from "Timing Difference" between taxable and accounting income is accounted for using the tax rate and loss that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the assets will be realized in future.



**k) Segment Reporting :**

The accounting policies adopted for the segment reporting are in line with the accounting policies stipulated. The Company primarily operates in single business segment which is Steel Tubes (Black & GI Pipes), and accordingly there is no primary segments to be reported as per Accounting Standard 17 "Segment Reporting".

**l) Earning per Share :**

The basic earning per equity share is computed by dividing the net profit or loss for the attributable to the equity share holders by the weighted average number of equity shares outstanding during the reported period. The number of shares used in computed diluted earnings per share and also the weighted average number of shares considered for deriving basic earnings per share which may be issued on the conversion of all dilutive potential shares, unless the results would be anti-dilutive.

**m) The Company has been declared by the Board for Industrial Financial Reconstruction as a Sick industrial company within the meaning of Sec-3(1)(o) of Sick Industrial Companies (Special Provisions) Act 1985.**

**n) Provision for rates and taxes (under current liability) includes a sum of Rs.3,08,44,000/- being Stamp Duty payable on acquisition of Factory Land situated at Maraimalai Nagar Industrial Estate, Chengleput Tk., Kancheepuram Dist, which was recognised as Revenue Expenses in the Financial Year 2009-10.**

**o) Impairment of Assets (AS-28) :**

In the opinion of the company, the recoverable amount of fixed assets of the company will not be lower than the book value of the fixed assets. Hence no provision has been made for impairment.

**p) The Company has paid in full the agreed liability of Rs.10 Crores as per the One Time Settlement (OTS) entered into with Jammu & Kashmir Bank Ltd, together with interest and the Company is in the process of obtaining closure letter / NOC from the Bank**

The balance of Rs.1.44 Crores in Capital Loan Account and Rs.0.35 Crore in Packing Credit Account due to Jammu & Kashmir Bank are not yet confirmed.

**q) The Company is in the process of appointing a full time Company Secretary**

**r) CONTINGENT LIABILITIES :**

**1) Appeals for sales tax dues (including interest and penalty) that are pending before Appellate Assistant Commissioner of Commercial Taxes, Chennai as follows:-**

Assessment Years	Amount ( in Lakhs)
i. A/Y. 2004-05	6.44
ii. A/Y. 2005-06	5.84
iii. A/Y. 2006-07	4.04

**2) Service Tax due for the period November 1997 to June 1998 is Rs.1.60 Lakhs.**

**s) The Company has addressed letters to the suppliers and service provider seeking information from them as to whether they fall under the categories of "Micro Small and Medium Enterprises". The Company is yet to receive replies from them.**

**t) Other Current liabilities includes a sum of Rs.49.41 Lakhs towards Interest payable on Customs Duty as per JDGFT Letter F.No.04/88/40/00090/AM00 dt.08.03.2011 which was debited to General Expenses in the Financial Year Ended 31.03.2011.**



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2013

<u>NOTES</u>	<u>NOTES ON FINANCIAL STATEMENTS</u>	<u>As On</u> 31.03.2013 (Rs IN '000)	<u>As On</u> 31.03.2012 (Rs IN '000)
<b>3</b>	<b><u>SHARE CAPITAL</u></b>		
	<b><u>AUTHORISED CAPITAL</u></b>		
	11,000,000 EQUITY SHARES OF RS.10/- EACH	110,000.00	110,000.00
	40,000 6% REDEEMABLE CUMULATIVE PREFERENCE SHARES OF RS.10/- EACH	4,000.00	4,000.00
		<u>114,000.00</u>	<u>114,000.00</u>
<b>3.1</b>	<b><u>ISSUED, SUBSCRIBED &amp; PAID-UP CAPITAL</u></b>		
	5,124,800 EQUITY SHARES OF RS.10/- EACH FULLY PAID UP IN CASH	51,248.00	51,248.00
	<b>TOTAL</b>	<u>51,248.00</u>	<u>51,248.00</u>
<b>3.2</b>	DETAILS OF SHAREHOLDINGS MORE THAN 5% SHARES	NIL	NIL
<b>3.3</b>	THE RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW :		
	EQUITY SHARES AT THE BEGINNING OF THE YEAR	51,248.00	51,248.00
	ADD: SHARES ISSUED ON PREFERANTIAL ALLOTMENT	-	-
	ADD: BONUS SHARES ISSUED	-	-
	<b>EQUITY SHARES AT THE END OF THE YEAR</b>	<u>51,248.00</u>	<u>51,248.00</u>
<b>4</b>	<b><u>RESERVES &amp; SURPLUS</u></b>		
<b>4.1</b>	<b><u>CAPITAL RESERVE</u></b>		
	RESERVE STATE SUBSIDY	1,178.00	1,178.00
	FORFEITED SHARES	1,999.89	1,999.89
	<b>TOTAL</b>	<u>3,177.89</u>	<u>3,177.89</u>
<b>4.2</b>	<b><u>GENERAL RESERVE</u></b>		
	BALANCE B/F	-	7,814.23
	LESS: TRANSFERRED TO PROFIT AND LOSS A/C	-	(7,814.23)
	<b>TOTAL</b>	<u>-</u>	<u>-</u>
<b>4.3</b>	<b><u>PROFIT AND LOSS ACCOUNT</u></b>		
	PROFIT AND LOSS ACCOUNT DEBIT	(86,491.42)	(93,594.53)
	LESS: ADJUSTED AGAINST GENERAL RESERVE	-	-
	PROFIT FOR THE YEAR	21,587.22	7,103.11
	<b>TOTAL</b>	<u>(64,904.20)</u>	<u>(86,491.42)</u>
	<b>TOTAL</b>	<u>(61,726.31)</u>	<u>(83,313.53)</u>



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

### NOTES

### NOTES ON FINANCIAL STATEMENTS

#### LONG TERM BORROWINGS :

5

#### SECURED :

CAPITAL LOAN WITH J & K BANK	14,425.00	14,425.00
PACKING CREDIT LOAN WITH J & K BANK	3,455.00	3,455.00

#### SECURITIES OFFERED :

( Secured by Hypothecation of Stock-in-Trade, Stores, Spares & Consumables, Book Debts & Receivables, both present & future and further secured by residual charge on Fixed Assets)

#### SECURED :

#### HDFC CAR LOANS

( Secured by hypothecation of Motor Car Under Hire Purchase Agreement)

3,798.86 1,276.53

#### TOTAL

**21,678.86 19,156.53**

6

#### DEFERRED TAX LIABILITY (NET)

Deferred Tax Liability related to Fixed Assets	810.22	1,015.56
Deferred Tax Liability for the year	155.32	(205.34)

#### TOTAL

**965.54 810.22**

7

#### SHORT TERM BORROWINGS :

#### SECURED

HDFC CAR LOANS	3,270.33	1,889.25
----------------	----------	----------

#### TOTAL

**3,270.33 1,889.25**

7.1

#### SECURITIES OFFERED :

( Secured by Hypothecation of Motor Car Under Hire Purchase Agreement)

- -

7.2

#### UNSECURED

FROM DIRECTOR	10,081.93	10,081.93
INTER CORPORATE LOANS	16,700.00	14,900.00

#### TOTAL

**26,781.93 24,981.92**

#### TOTAL OF SHORT TERM BORROWINGS

**30,052.26 26,871.17**

8

#### TRADE PAYABLES :

TRADE CREDITORS RAW MATERIAL & GENERAL PURCHASE

51,640.60 98,938.33

TRADE CREDITORS EXPENSES

19,138.28 14,091.25

#### TOTAL

**70,778.88 113,029.58**

9

#### OTHER CURRENT LIABILITIES :

DEPOSIT TRADE SECURITY 66,701.71 43,948.94

OTHER LIABILITIES 38,206.53 37,248.56

ADVANCE FROM CUSTOMERS 2,388.90 783.40

TDS PAYABLE 3,528.44 1,973.39

CITY UNION BANK - 2,470.11

PROVISION FOR GRATUITY 1,994.55 2,055.07

PROVISION FOR TAXATION 64,094.61 57,820.83

#### TOTAL

**1,76,914.74 1,46,100.30**





# TAMILNADU STEEL TUBES LIMITED, CHENNAI

## NOTES 10

### FIXED ASSETS

Rs. In '000

PARTICULARS	Rate %	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		COST AS ON 01.04.2012	ADDITIONS DURING THE YEAR	DELETION	TOTAL AS ON 31.3.2013	AS ON 01.4.2012	FOR THE YEAR	DELETION	TOTAL AS ON 31.03.2013	AS ON 31.03.2013	AS ON 31.3.2012
Land			-	-	2,461.14	-	-	0.00	-	2,461.14	2,461.14
Building	3.34%	5,783.60	-	-	5,783.60	4,686.45	193.17	0.00	4,879.62	903.98	1,097.15
Plant & Machinery	4.75%	62,358.01	3,886.35	-	66,244.35	56,353.72	808.68	0.00	57,162.40	9,081.95	6,004.29
Elec. Installation	4.75%	2,740.57	817.10	-	3,357.67	2,740.57	20.18	0.00	2,760.73	596.94	-
Air conditioner	4.75%	741.17	117.68	-	858.85	267.89	28.22	0.00	296.11	562.74	473.28
Office Equipment	4.75%	911.44	8.30	-	919.75	543.97	20.44	0.00	564.41	355.34	367.48
Computer	16.21%	1,171.33	46.20	29.00	1,188.11	980.73	44.53	22.51	1,002.75	185.38	190.81
Furniture & Fittings	6.33%	383.02	-	-	383.02	331.42	4.37	0.00	335.79	47.23	51.60
Vehicle	9.50%	7,093.41	9,519.17	1,560.00	15,052.12	801.64	883.68	235.64	1549.68	13,502.44	6,191.77
<b>T O T A L</b>		<b>83,643.69</b>	<b>14,194.79</b>	<b>1,590.00</b>	<b>96,248.60</b>	<b>66,806.39</b>	<b>2,003.25</b>	<b>258.15</b>	<b>88,551.49</b>	<b>27,897.11</b>	<b>16,837.30</b>
<b>PREVIOUS YEAR FIGURES</b>		<b>80,433.17</b>	<b>4,507.82</b>	<b>1,297.30</b>	<b>83,643.69</b>	<b>65,086.39</b>	<b>2,156.13</b>	<b>436.13</b>	<b>66,806.39</b>	<b>16,837.30</b>	



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	<u>NOTES ON FINANCIAL STATEMENTS</u>	As On	As On
		31.03.2013 (Rs In '000)	31.03.2012 (Rs. In '000)
<b>11</b>	<b><u>LONG TERM DEPOSITS WITH GOVT. &amp; OTHERS :</u></b>		
11.1	<b><u>DEPOSIT WITH GOVT. &amp; SEMI-GOVT</u></b>		
	INPUT SERVICE TAX	2,516.17	1,893.87
	FBT EXCESS PAID FY 2007-08	29.29	29.29
	FBT EXCESS PAID FY 2008-09	7.98	7.98
	IT ADVANCE	-	231.72
	ITTDS(CESS) RECEIVABLE	0.49	1.54
	ITTDS RECEIVABLE	76.33	136.21
	ITTDS SURCHARGE RECEIVABLE	-	1.68
	SALES TAX APPEAL DEPOSIT 04-05 (SCH III)	113.62	113.62
	SALES TAX APPEAL DEPOSIT 05-06 (SCH III)	118.73	118.73
	SALES TAX APPEAL DEPOSIT 06-07 (SCH III)	80.67	80.67
	TELEPHONE DEPOSIT	1.00	1.00
	DEPOSIT TELEPHONE & TELEX	71.21	71.21
	SALES TAX DEPOSIT	4.00	4.00
	DEPOSIT E.B METER C.D.	35.00	35.00
	DEPOSIT H.T SERVICE.	1,267.63	1,210.87
	DEPOSIT M.E.S.	4.30	4.30
	REFUND RECEIVABLE F/Y 2011-12	6.80	-
	DEPOSIT - TN WASTE MANAGEMENT	10.00	-
	<b>TOTAL</b>	<b>4,343.22</b>	<b>3,741.69</b>
<b>12</b>	<b><u>OTHER NON CURRENT ASSETS :</u></b>		
12.1	<b><u>DEPOSIT OTHERS</u></b>		
	EXPORT INS AGENCY (ISFTA)	4.71	4.71
	DEPOSIT SAIL	-	-
	HINDUSTAN ZINC LTD MOU DEPOSIT	300.21	300.21
	DEPOSIT CELL PHONE	8.50	8.50
	DEPOSIT OFFICE RENT	218.00	218.00
	DEPOSIT FOR PETROL	15.00	15.00
	DEPOSIT SECURITY DEPOSIT	75.24	75.24
	DEPOSIT FOR GAS	43.00	34.00
	<b>TOTAL</b>	<b>664.66</b>	<b>655.66</b>



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	<u>NOTES ON FINANCIAL STATEMENTS</u>	As On	As On
		31.03.2013	31.03.2012
		(Rs In '000)	(Rs. In '000)
13	<b><u>INVENTORIES :</u></b>		
	RAW MATERIALS (VALUED AT COST)	39,057.17	47,738.71
	FINISHED PRODUCT (VALUED AT COST OR MARKET VALUE WHICHEVER IS LESS)	46,469.61	48,681.46
	OTHER GOODS	828.40	151.07
	STORES AND SPARES	1,202.43	1,293.35
	<b>TOTAL</b>	<b>87,555.61</b>	<b>97,864.59</b>
14	<b><u>TRADE RECEIVABLES :</u></b>		
	(UNSECURED CONSIDERED GOOD)		
	MORE THAN SIX MONTHS	168.71	27.99
	LESS THAN SIX MONTHS	1,50,899.86	1,49,434.60
	<b>TOTAL</b>	<b>1,51,068.57</b>	<b>1,49,462.59</b>
15	<b><u>CASH &amp; CASH EQUIVALENTS</u></b>		
	CASH ON HAND	532.97	196.80
	BALANCE WITH BANK (IN CURRENT ACCOUNT)	8,954.67	45.00
	<b>TOTAL</b>	<b>9,487.64</b>	<b>241.80</b>
16	<b><u>SHORT TERM LOANS &amp; ADVANCES :</u></b>		
	(UNSECURED CONSIDERED GOOD, RECEIVABLES IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED)		
	ADVANCE TO SUPPLIERS	3,145.03	2,896.58
	ADVANCE FOR EXPENSES TO SUPPLIERS	808.04	5.00
	ADVANCES TO OTHERS	349.18	204.88
	RECEIVABLES FROM ICICI(GABSON)	-	4.89
	PREPAID EXPENSES	122.72	220.02
	CENVAT CREDIT AND P&L ACCOUNT	755.80	1,368.82
	SALES TAX	97.73	397.96
	OTHER RECEIVABLES	316.66	0.51
	ADVANCE INCOME TAX	3,500.00	-
	<b>TOTAL</b>	<b>9,095.17</b>	<b>5,098.66</b>
17	<b><u>REVENUE FROM OPERATIONS :</u></b>		
	SALES	11,64,458.10	8,93,801.82
	LESS: EXCISE DUTY	1,29,002.29	85,058.87
	<b>TOTAL</b>	<b>10,35,455.81</b>	<b>8,08,742.95</b>



# TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	Notes on Financial Statements for the Year ended 31st March 2013	As On 31.03.2013 (Rs. In '000)	As On 31.03.2012 (Rs. In '000)
18	<b>OTHER INCOME :</b>		
	INTEREST RECEIVED	109.97	72.25
	INSURANCE CLAIM RECEIVED	14.67	44.97
	SUNDRY BALANCE WRITTEN BACK	299.45	-
	PROFIT ON SALE OF FIXED ASSETS	190.48	-
	<b>TOTAL OTHER INCOME</b>	<b>614.57</b>	<b>117.22</b>
	<b>TOTAL INCOME</b>	<b>10,36,070.39</b>	<b>8,08,860.17</b>
19	<b>COST OF MATERIALS CONSUMED :</b>		
19.1	<b>COST OF RAW MATERIALS CONSUMED :</b>		
	OPENING STOCK	47,738.71	25,777.01
	ADD: PURCHASE	8,35,359.92	698,220.63
		<b>8,83,098.63</b>	<b>7,23,997.64</b>
	LESS: CLOSING STOCK	39,057.17	47,738.71
	<b>RAW MATERIAL CONSUMED</b>	<b>8,44,041.46</b>	<b>676,258.93</b>
19.2	<b>MANUFACTURING EXPENSES:</b>		
	CARRIAGE INWARD	5,949.03	5,064.98
	LABOUR CHARGES	9,827.85	14,234.12
	CONSUMPTION OF STORES	31,412.26	25,764.05
	POWER & FUEL	19,985.44	11,888.98
	MACHINERY MAINTENANCE	4,772.07	3,037.22
	SECURITY CHARGES	-	178.94
	<b>TOTAL</b>	<b>71,746.65</b>	<b>60,168.28</b>
	<b>TOTAL COST OF MATERIALS CONSUMED (19.1+19.2)</b>	<b>9,15,788.11</b>	<b>736,427.21</b>
20	<b>PURCHASE OF STOCK- IN-TRADE</b>		
	PURCHASE OF BLACK PIPE – CST	-	648.06
	PURCHASE OF BLACK PIPE – TNGST	3,005.67	12,230.11
	<b>TOTAL</b>	<b>3,005.67</b>	<b>12,878.17</b>
21	<b>CHANGES IN INVENTORIES OF FINISHED GOODS</b>		
	<b>STOCK IN PROCESS &amp; STOCK-IN-TRADE</b>		
	<b>CLOSING INVENTORIES :</b>		
	FINISHED GOODS	46,469.61	48,681.46
	OTHER GOODS	826.39	151.07
	<b>TOTAL</b>	<b>47,296.00</b>	<b>48,832.53</b>
	<b>OPENING INVENTORIES :</b>		
	FINISHED GOODS	48,681.46	37,443.17
	OTHER GOODS	151.07	141.12
	<b>TOTAL</b>	<b>48,832.53</b>	<b>37,584.29</b>
	<b>CHANGE IN INVENTORIES</b>	<b>1,536.53</b>	<b>(11,248.24)</b>



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	<u>Notes on Financial Statements for the year ended 31<sup>st</sup> March 2013.</u>	As On	As On
		31.03.2013 (Rs. In '000)	31.03.2012 (Rs. In '000)
22	<b><u>EMPLOYEE BENEFITS EXPENSES :</u></b>		
	SALARY	11,678.05	5,831.50
	LEAVE SALARY	519.64	244.05
	BONUS	649.54	305.06
	P.F. COMPANY'S CONTRIBUTION	752.72	442.12
	E.S.I COMPANY'S CONTRIBUTION	306.23	285.87
	GRATUITY	-	-
	STAFF WELFARE	2,503.71	1,637.13
	<b>TOTAL</b>	<b>16,409.89</b>	<b>8,845.73</b>
23	<b><u>FINANCIAL EXPENSES :</u></b>		
	INTEREST TO BANK	432.24	270.18
	BANK CHARGES	16.98	14.36
	INTEREST TO OTHERS	11,273.00	7,680.93
	FINANCE COST PRIOR YEAR	-	-
	<b>TOTAL</b>	<b>11722.22</b>	<b>7,965.47</b>
24	<b><u>DEPRECIATION (A)</u></b>		
	DEPRECIATION FOR THE YEAR	2,003.25	2,156.13
	<b>TOTAL</b>	<b>2,003.25</b>	<b>2,156.13</b>
24.1	<b><u>AMORTIZATION EXPENSES (B)</u></b>		
	AMORTIZATION EXPENSES FOR THE YEAR	-	-
	<b>TOTAL</b>		
	<b>TOTAL (A + B)</b>	<b>2,003.25</b>	<b>2,156.13</b>



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	NOTES ON FINANCIAL STATEMENTS	As On 31.03.2013 (Rs. In '000)	As On 31.03.2012 (Rs. In '000)
25	<b>OTHER EXPENSES :</b>		
	RENT & LEASE RENT	611.46	605.75
	POSTAGE & TELEGRAM	65.75	57.40
	TELEPHONE	443.78	346.29
	INSURANCE	447.61	456.24
	CONVEYANCE	831.66	513.16
	TRAVELLING EXPENSES	514.15	447.85
	PRINTING & STATIONERY	414.83	335.34
	SUBSCRIPTION & MEMBERSHIP FEES	142.07	120.15
	OFFICE MAINTENANCE	1,249.89	231.33
	DONATION	1,236.73	651.35
	VEHICLE MAINTENANCE	92.51	522.50
	MISCELLANEOUS EXPENSES	255.78	134.00
	PROFESSIONAL CHARGES	712.65	579.15
	AMC CHARGES	1,249.07	1,151.86
	SALES TAX	206.77	164.36
	RATES & TAXES	20.04	28.02
	REPAIRS & MAINTENANCE	1,812.73	645.36
	LOSS ON SALE OF FIXED ASSETS	9,164.60	1,817.26
	AUDIT FEES, IT MATTERS & OTHER SERVICES	484.97	263.64
	DIRECTORS SALARY	232.36	220.00
	DIRECTORS' SITTING FEES	2,815.85	2,616.67
	BAD DEBTS	3.20	3.00
	FREIGHT & TRANSPORTATION	-	1970.23
	EXCISE DUTY	6,017.52	4,819.19
	ADVERTISEMENT	442.89	202.45
	SALES PROMOTION	213.33	95.62
	COMMISSION & BROKERAGE	2,776.81	3,116.08
	I.T. PAID FOR FY 2011-12	19,804.80	20,348.66
		88.58	-
	<b>TOTAL</b>	<b>52352.17</b>	<b>42,262.93</b>
25.1	<b>PAYMENT TO AUDITORS :</b>		
	AUDIT FEES	75.00	75.00
	TAX AUDIT FEES	25.00	25.00
	IT MATTERS & OTHER SERVICES	120.00	120.00
	SERVICE TAX	12.36	-
	<b>TOTAL</b>	<b>232.36</b>	<b>220.00</b>
26	<b>EXCEPTIONAL ITEMS :</b>		
	Exceptional Items for the year	-	-
	<b>TOTAL</b>	<b>-</b>	<b>-</b>
27	<b>EXTRAORDINARY ITEMS :</b>		
	Extraordinary Items for the year	-	-
	<b>TOTAL</b>	<b>-</b>	<b>-</b>



## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	Notes on Financial Statements for the Year ended 31st March 2013	As On	As On
		31.03.2013 (Rs. In '000)	31.03.2012 (Rs. In '000)
28	<b>CURRENT TAX :</b> CURRENT TAX FOR THE YEAR	11,510.00	2,675.00
		<b>11,510.00</b>	<b>2,675.00</b>
29	<b>DEFERRED TAX</b>	155.32	(205.34)
30	<b>RELATED PARTY DISCLOSURE</b>		
30.1	<b>NATURE OF RELATIONSHIP</b>		
	<b>KEY MANAGERIAL PERSON</b>		
	i) HOLDING COMPANY	NIL	NIL
	ii) SUBSIDIARIES	NIL	NIL
	<b>iii) KEY MANAGERIAL PERSONNEL :</b> RAKESH GOYAL MAHAVEER SINGH VIKRAM SINGH		
	<b>iv) RELATIVES OF KEY MANAGERIAL PERSONNEL :</b> DURGA DEVI GOYAL DRISHYA GOYAL SAATVIK GOYAL SAACHI GOYAL INDERSAIN GOYAL INDERSAIN GOYAL HUF (S) RAKESH GOYAL (HUF)		



# TAMILNADU STEEL TUBES LIMITED, CHENNAI

AMOUNT (Rs.'000)

NOTES	Notes on Financial Statements for the Year ended 31 <sup>st</sup> March 2013	Key Managerial Personnel	As at 31 <sup>st</sup> March 2013								
			Salary	Loan Taken	Loan Repaid	Lease Rent	EMD Advance	Sale of Pipe	Interest Paid		
30.2	<b>Nature of Transaction of Key Managerial Personnel &amp; Relatives</b>										
	Rakesh Goyal, Mahavir Singh, Vikram Singh	2,815.85 2,616.67	-	-	-	-	-	-	-	-	-
	<b>Relative of Key Managerial Person</b>										
	Saachi Goyal	140.00 489.36	-	-	-	-	-	-	-	-	-
	Indersain Goyal & Sons HUF	-	-	165.00	-	-	-	-	-	-	575.72 454.01
	Indersain Goyal HUF (S)	-	-	-	-	-	-	-	-	-	417.78 299.23
	Indersain (Rakesh Goyal)*	-	-	35.00	300.00	-	-	-	-	-	1,881.33 825.18
	Durgadevi Goyal	-	19,300.00	1,300.00	-	-	-	-	-	-	3,087.91 916.86
	Seema Goyal	-	1,575.00	-	-	-	-	500.00	-	-	-
	Rakesh Goyal HUF	-	1,265.00	-	-	-	-	-	-	-	-
	Drishya Goyal	-	6,550.00	-	-	-	-	-	-	-	-
	Saatvik Goyal	-	1,000.00	500.00	-	-	-	-	-	-	-
		-	500.00	-	-	-	-	-	-	-	-

Note: \* Mr. Indersain Goyal expired during the year under review and the amount outstanding on his name is transferred to Mr. Rakesh Goyal, S/o Late Sri Indersain Goyal, the Legal Heir.

Note: Bold figures pertain to Fin. Year: 2012-13 and other figures pertain to Fin. year 2011-12





## TAMILNADU STEEL TUBES LIMITED, CHENNAI

NOTES	Notes on Financial Statements for the Year ended 31st March 2013	As On 31.03.2013 (Rs. In '000)	As On 31.03.2012 (Rs. In '000)
31	<b>GENERAL :</b>		
a)	During the year the Hon'ble Tribunal of Income Tax has remanded back the case relating to the Asst. Year 1999-2000 and 2000-2001 to the concerned Assessing Officer for the re-assessment. The Company has preferred an Appeal before the Hon'ble High Court and numbered the Appeal, subsequently, the Assessing Officer has taken up for both the years for re-assessment. The Company has preferred an Appeal against re-assessment for the year 1999-2000 and obtained a Stay from the Hon' ble High Court. However, the Assessing Officer has concluded the hearing for the Asst. Year 2000-2001 in the month of March 2013 and the orders were received only in the month of April 2013.		
b)	Balance in Sundry Debtors / Creditors and advances are subject to confirmation.		
c)	Previous Year's Figures have been re-arranged and re-grouped wherever necessary.		
d)	Tax deducted at Source from the payment to contractors, professional charges and salaries have been deposited in time.		
e)	Earnings in Foreign Exchange	NIL	NIL
f)	Expenditure in Foreign Currency	NIL	AED 41.00Rs.520
		NIL	ERO57.00Rs.3811
		GBP334.45Rs.30222	NIL
		THB10910.22Rs.19688.48	

### SIGNATURE TO ACCOUNTS FROM No.1 to31

**for ABHAY JAIN & Co.**  
Chartered Accountants  
FRN No. :000008S

Sd/-  
**Bibhu Kalyan Rauta**  
Asst. Company Secretary  
M.No. ACS 31315

Sd/-  
**Rakesh Goyal**  
Managing Director

Sd/-  
**(A.K. JAIN)**  
Partner  
M.No. 070224

Sd/-  
**Mahaveer Singh**  
Director

**Place: Chennai**  
**Date : 31.05.2013**



**BUSINESS RESPONSIBILITY REPORT**

The Directors present the Business Responsibility Report for the Financial Year ended 31<sup>st</sup> March 2013.

**General Information :**

1. Corporate Identity Number (C.I.N.) : L27110TN1979PLC007887
2. Name of the Company : **TAMILNADU STEELTUBES LTD.**
3. Address of the Registered Office : Hindustan Chamber of Commerce Bldg.  
15, Kondi Chetty Street  
Chennai – 600 001  
Tamil Nadu  
  
Factory : Plot B-10, Industrial Complex  
M.M. Nagar – 603 209  
Kancheepuram Dist.  
Tamil Nadu
4. Phone No. / Fax No. : Phones: 2538 5653/2538 5673/  
2538 5733  
Fax : 44-2538 7352
5. e-mail Id : [instl@vsnl.net](mailto:instl@vsnl.net)  
[tnt.share@yahoo.in](mailto:tnt.share@yahoo.in)
6. Website address : [www.tamilnadusteeltubesltd.com](http://www.tamilnadusteeltubesltd.com)
7. Financial Year Reported : 2012-13
8. Key Products / Services  
Businesses : Steel Tubes & Pipes  
Fast Moving Products : Square & Rectangular Pipes
9. Location where business activities are undertaken by the Company : The Company's Business is generally spread across the Southern States of the Country





# TAMILNADU STEEL TUBES LIMITED, CHENNAI

**TAMILNADU STEEL TUBES LTD.**  
 Hindustan Chamber of Commerce Building, 15, Kondi Chetty Street,  
 CHENNAI - 600 001.  
 Phone Nos. 25385653/2538 5673 / 2538 5733 : Fax : 044-2538 7352  
[www.tamilnadusteeltubesltd.com](http://www.tamilnadusteeltubesltd.com)  
 e-mail id : [tnt.share@yahoo.in](mailto:tnt.share@yahoo.in)

Members  
 Feedback  
 Form  
 2013-14

Name : ..... e-mail id : .....

Address :  
 .....  
 .....

Folio No.  
 No. of equity shares held :  
 (the period for which held)

		Excellent	Very Good	Good	Satisfactory	Un-satisfactory
Directors' Report and Management's Discussion & Analysis	Contents					
	Presentation					
Report on Corporate Governance	Contents					
	Presentation					
Quality of Financial & Non-financial Information in the Annual Report.	Contents					
	Presentation					
Information on Company's Website	Contents					
	Presentation					

<b>INVESTOR SERVICES</b>
Turnaround time for response to Shareholder query.
Quality of response
Timely receipt of Annual Report
Conduct of Annual General Meeting
Promptness in confirming transfer.
Overall rating

View / Suggestions for improvement, if any

Members are requested to send this feed back form to the address given above.





# TAMILNADU STEEL TUBES LIMITED, CHENNAI

## TAMILNADU STEEL TUBES LTD.

Registered Office: No.15, Kondi Chetty Street,  
Hindustan Chamber of Commerce Building, Chennai -600 001.  
Phone Nos: 25385653 / 2538 5673 / 2538 5733 ; Fax: 44-2538 7352  
e-mail: [instl@vsnl.net](mailto:instl@vsnl.net) ; website: [www.tamilnadusteeltubesltd.com](http://www.tamilnadusteeltubesltd.com)

Date :

Dear Shareholder,

### RE : Green Initiative In Corporate : Go Paperless

The Ministry of Corporate Affairs ("Ministry") has taken a "Green Initiative In Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the recent Circulars bearing No.17/2011 dated 21.04.2011 issued by the Ministry, companies can now send various notices/documents (including notice calling Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report etc.) to their shareholders through electronic mode, to the registered e-mail addresses of the shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow public at large to contribute towards a greener environment.

This is also a golden opportunity for every shareholder of Tamilnadu Steel Tubes Limited (the Company) to contribute to the Corporate Social Responsibility initiative of the Company. All you have to do is to register your e-mail id with the Company to receive communication through electronic mode.

### ADVANTAGES OF REGISTERING FOR E-COMMUNICATION :

Receive communication promptly . Reduce paper consumption and save trees. Eliminate wastage of paper. Avoid loss of document in postal transit. Save costs on paper and postage.

We therefore, invite you to contribute to the cause by filling up the form given along with for registering your e-mail ID and send it back to us.

Kindly note that you still wish to get a hard copy/physical copy of all the communications, the Company undertakes to provide the same at no extra cost to you. In case you desire to receive the above mentioned documents in physical form, you are requested to send an e-mail to [instl@vsnl.net](mailto:instl@vsnl.net) or send a letter to the address as mentioned above.

Best Regards,

for TAMILNADU STEEL TUBES LIMITED

Sd/-  
(Rakesh Goyal)  
Managing Director.

### E-COMMUNICATION REGISTRATION FORM

To  
Tamilnadu Steel Tubes Ltd.  
No. 15, Kondy Chetty Street,  
Chennai – 600 001.

Dear Sir / Madam,

### RE : Green Initiative In Corporate Governance

I agree to receive all communication from the Company in electronic mode. Please register my e-mail id in your records for sending communication through e-mail.

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

Name of the 1<sup>st</sup> Registered Holder .....

Name of the Joint Holder (s) .....

Registered Address .....

e-mail ID .....

Date :

Signature of the First Holder .....





**ATTENDANCE SLIP**

Folio No.....

Name and Address :.....

I Certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 34<sup>th</sup> ANNUAL GENERAL MEETING of the Company, to be held on Wednesday, the 25<sup>th</sup> September 2013, at 10.00 a.m. at "Rani Seethai Hall", No. 603, Anna Salai, Chennai – 600 006 and at any adjournment thereof.

Member's/Proxy's Name (In block letters) \_\_\_\_\_

Member's/Proxy's Signature \_\_\_\_\_

**Note :**

1. Please sign this Attendance Slip and hand over at the Attendance Verification Counter at the entrance of the Meeting Hall.
2. This Attendance Slip is valid only in case Shares are held on the date of Meeting.
3. REGRET NO GIFTS.

**TAMILNADU STEEL TUBES LTD.**

Registered. office: 15, Kondi Chetty Street, Chennai-600001

**PROXY FORM**

I/We.....of.....in the District of.....hereby appoint

Mr/Mrs.....of.....or failing him Mr/Mrs..... of.....

as my/our Proxy and to vote for me/us on my/our behalf at the 34<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, the 25<sup>th</sup> September 2013, at 10.00 a.m.,at "Rani Seethai Hall", No. 603, Anna Salai, Chennai-600 006 and at any adjournment thereof.

Signed this.....day of .....2013.

Signature(s).....

Folio No.....

No. of Shares held.....

.....

Please affix Re.1/- Revenue Stamp
--

**Note :**

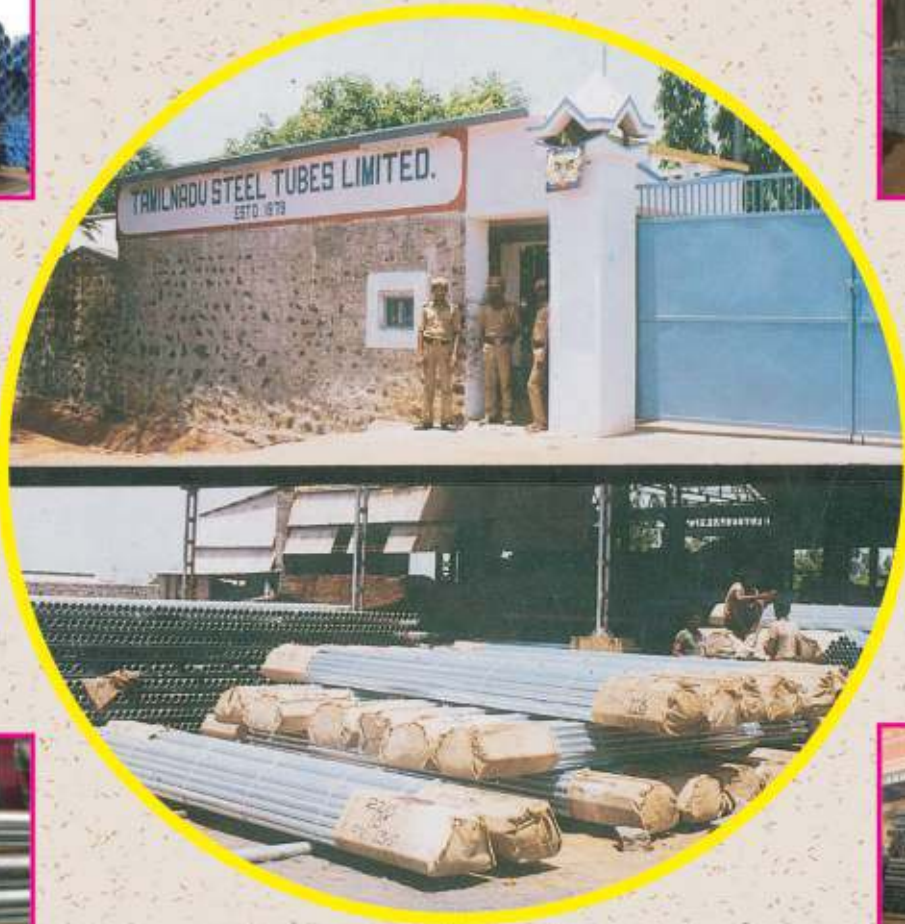
1. The Proxy need not be a member.
2. The Proxy Form signed across Re.1 Revenue Stamp should reach the Company's Registered Office at least 48 hours before the scheduled time of Meeting.
3. Please fill in full particulars.





**BOOK-POST  
PRINTED MATTER**

**To:**



If Undelivered Please Return to:

**TAMILNADU STEEL TUBES LTD.,**

Regd. Office : Hindustan Chamber of Commerce Bldg.  
15, Kondi Chetty Street, Chennai - 600 001.

