

*Symbol of*

**RELIABILITY,**

**TRUTH &**

**LOYALTY**

**RAJASTHAN**

**RTL**

# **ANNUAL REPORT 2008-2009**



**Rajasthan Tube**

**Manufacturing Company Ltd.**

## **ANNUAL REPORT 2008-09**

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### **BOARD OF DIRECTORS :**

**SHRI HARISH CHAND JAIN**

(CHAIRMAN & MANAGING DIRECTOR)

**SHRI RAJENDRA KUMAR JAIN**

**SHRI SUNIL KUMAR JAIN**

**SHRI DEEPESH JAIN**

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### **AUDITORS :**

**PRAMOD & ASSOCIATES**

CHARTERED ACCOUNTANTS

JAIPUR

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### **CORPORATE ADVISOR :**

**V. M. & ASSOCIATES**

COMPANY SECRETARIES

JAIPUR

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### **BANKERS :**

**STATE BANK OF BIKANER & JAIPUR**

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### **SHARE TRANSFER AGENT :**

**BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.,**

BEETAL HOUSE , 3rd FLOOR, 99, MADANGIR,

BEHIND LOCAL SHOPPING CENTRE,

NEAR DADA HARSUKH DAS MANDIR,

NEW DELHI .

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### **REGISTERED OFFICE :**

404, SHEKHAWATI COMPLEX,

STATION ROAD, JAIPUR

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### **WORKS :**

B-61, AMBAJI INDUSTRIAL AREA,

ABU ROAD (SIROHI)

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### **E-MAIL ID FOR INVESTORS GRIEVANCE -**

[www.rajtube@hotmail.com](mailto:www.rajtube@hotmail.com)

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# **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

## **NOTICE**

Notice is hereby given that the 23rd Annual General Meeting of RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED will be held at **ANOKHA GAON**, Near Road No.14, Vishwakarma Industrial Area, Sikar Road, Jaipur on **Saturday the 26th September, 2009 at 10 A.M.** to transact the following business:

### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Profit & Loss Account for the year ended on 31st March, 2009, Balance Sheet as on that date, the Directors' Report and Auditors' Report thereon.
2. To appoint Directors in place of those retiring by rotation.
3. To appoint Auditors of the company and to fix their remuneration from the conclusion of this meeting until the conclusion of the next Annual General Meeting, M/s Pramod & Associates, Chartered Accountants, Jaipur, the retiring auditors of the company are eligible for reappointment.

### **SPECIAL BUSINESS**

4. To consider and if thought fit to pass with or without modifications the following Resolution as a Special Resolution :

**"RESOLVED THAT** in accordance with the provisions of sections 198, 269, 309, 310, 314 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof, for the time being in force) and as recommended by the Remuneration Committee and approved by Board of Directors Mr. Harish Chand Jain be and is hereby re-appointed as Managing Director, designated as Chairman & Managing Director, of the Company for a further period of five years from 1st October, 2009 on remuneration and upon the terms and conditions set out in the Explanatory Statement relating to this resolution with power to the Board of Directors to alter and vary the terms & conditions and remuneration of the said appointment in such manner as the Board of Directors may deem fit and as is acceptable to Shri Harish Chand Jain and that the consent of the Company be and is hereby accorded to the said Shri Harish Chand Jain to continue to hold such office or place of profit in the Company as a Managing Director."

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

"**RESOLVED FURTHER** that in the event of any statutory amendment or modification or relaxation by the Central Government to Schedule XIII to the Companies Act, 1956 the Board of Directors be and is hereby authorised to vary or increase the remuneration, including salary, perquisites, allowances etc., within such prescribed limit or ceiling and the terms and conditions including remuneration be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Members of the Company in General Meeting.

"**RESOLVED FURTHER** that the Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

**Registered Office :**

404, Shekhawati Complex,  
Station Road, JAIPUR

By order of the Board

Sd/-

**(SUNIL KUMAR JAIN)**

DIRECTOR

Dated :12th August, 2009

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

### **Notes :**

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on a poll instead of himself and the proxy need not be a member of the company. The proxy form duly completed and stamped must reach the Registered Office of the company at 404, Shekhawati Complex, Station Road, Jaipur not less than 48 hours before the time of holding the aforesaid meeting.
2. Shareholders are requested to advise the company immediately of any change in their addresses.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2009 to 26th September, 2009 (both dates inclusive).
4. Members are requested to quote their folio numbers in all their correspondence.
5. Members are requested to bring their copies of Annual Report to the meeting.
6. The shareholders desiring any information as regards accounts are requested to write to the Company at an early date so as to enable the Management to keep information ready.
7. Members are requested to bring with them the attendance slip and hand it over at entrance duly signed by them.
8. **Information provided as per clause 49VI(A) of the listing Agreement**

The following are the details of the Directors seeking reappointments or recommended to be appointed as Director. Shri Sunil Kumar Jain has been director of the company since July, 2000. He is member of company's Directors audit, remuneration and shareholders, grievance committee. He has vast experience of 10 years in the field of Finance & Liaison with Govt. Department.

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

The following Explanatory statements pursuant to section 173 of the Companies Act, 1956 set out all material facts relating to the special business mentioned in the accompanied notice dated 12th August, 2009.

### **Item nos. 4 :**

At the Annual General Meeting held on 25-09-2004 necessary resolutions were passed according approval of the reappointment and remuneration of Mr. Harish Chand Jain as the Managing Director of the Company for a period of five year with effect from 1st October, 1999. The term of his office expires on 30th September, 2009. The remuneration committee has recommended his remuneration and Board of Directors at the Board Meeting held on 12-08-2009 reappointed Mr. Harish Chand Jain as Managing Director, (designated as Chairman & Managing Director) for a further period five year with effect from 1st October, 2009 on the following terms and condition.

1. Period of Agreement : Five year w.e.f. 01-10-2009
2. Remuneration :
  - (a) Salary : Rs. 60,000/- (Rupees Sixty Thousand Only)
  - (b) Perquisites :

### **PART-A :**

#### **(a) Housing :**

- (i) The expenditure by the Company on hiring furnished accommodation for Mr. Harish Chand Jain will subject to the following ceiling i.e. 40% of the salary over and above 10% payable by Shri Harish Chand Jain.
- (ii) In case of accommodation provided to Mr. Harish Chand Jain is owned by the company 10% of the salary of Mr. Harish Chand Jain shall be deducted by the company.
- (iii) In case no accommodation is provided by the Company Mr. Harish Chand Jain shall be entitled to house rent allowance subject to the ceilings laid down in Housing (1).

- (b) Gas, Electricity : As per Income Tax Rules, 1962 Water & Furnishing Subject to a ceiling of 10% of the salary.
- (c) Medical Reimbursement : For self and family subject to a ceiling of one month salary in a year or 3 months salary over period of three year.
- (d) Leave Travel Concession : For self and family once a year in accordance with the rules of the Company.
- (e) Personal Accident : For an amount the premium in respect of which shall not exceed Rs. 4000- per annum.
- (f) Club Fee : Subject to maximum of two Clubs.

### **PART-B :**

- (a) Contribution to the Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put singly together are not taxable under the Income Tax Act.

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

- (b) Gratuity not exceeding half a month's salary for each completed year of service subject to a ceiling of Rs.3,50,000/-

### **PART-C :**

- (a) Provision of car for use on Company's Business and telephone at residence will not be considered perquisites, Personal long distance calls and use of car for private purpose shall be billed the Company to the Managing Director.
- (b) No sitting fees shall be paid for attending the meeting of Board of Directors or committee thereof
3. Not with standing anything above wherein any financial year Company has no profit ,profits are inadequate the company will pay the remuneration by way of salary and perquisite ,not exceeding the limits prescribed in the Schedule XIII of the Companies Act ,1956.
4. The Managing Director shall be in overall charge of the management and general administration of the affairs of the company subject to superintendence, control and directions of the Board and/ or committee(s) of the Board and Memorandum and Articles of Association of the Company subject to such restriction as may be prescribed by the Board of Directors from time to time.
5. Letter of reappointment referred to above will be issued at appropriate time

The particulars set out above may be treated as an abstract of the terms of the contract for reappointment of the Managing Director which is required to be given to every member under the provision of Section 302 (2) of the Companies Act ,1956.

Shri Harish Chand Jain is deemed to be concerned or interested in the resolution which pertains to his appointment and remuneration payable to him .

Your Directors recommends the resolution set out at item no. 4 of the notice for your approval.



# **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

## **DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting their 23rd Annual Report on the operations of your company together with audited statement of accounts for the year ended on 31st March, 2009.

### **1. FINANCIAL RESULTS :**

	<b>For the year ended on 31.3.2009 (Rs.in lacs)</b>	<b>For the year ended on 31.3.2008 (Rs.in lacs)</b>
Total Sales & Other Income	5462.83	6041.38
Profit Before Interest & Depreciation	74.77	208.32
Interest	139.80	123.48
Profit/(loss) Before Depreciation	(65.03)	85.91
Loss on Sale of Fixed Assets	-	1.07
Depreciation	30.98	33.88
Net Profit/(Loss) before Taxation	(96.01)	50.96
Provision for Taxation	0.60	24.00
Deferred Tax (Net)	(3.36)	(7.03)
Net Profit/(Loss) after Taxation	(93.25)	33.99

### **2. DIVIDEND :**

Your Directors are unable to recommend any dividend during the year under review due to loss.

### **3. YEAR IN RETROSPECT:**

During the year under review, the sales and other income during the year decreased to Rs.5462.83 Lacs as compared to Rs.6041.38 Lakh in the previous year. The Loss after tax during the year was Rs.93.25 lacs as compared to profit of Rs.33.99 lacs in the previous year.

### **4. MANAGMENT DISCUSSION & ANYLYSIS REPORT:**

#### **(a) INDUSTRY STRUCTURE & DEVELOPMENT :**

Activities of your company come under the category of steel tube industry. With the increased activity in housing and agriculture, the future of the steel tube industry shall continue to remain encouraging.

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

### **(b) OPPORTUNITIES, THREATS RISK & CONCERNS:**

Presently major requirements of pipes in Rajasthan are being met through units situated outside Rajasthan. The pipes manufactured by the company would be able to compete effectively in the market as they would have a clear price advantage over the other outside suppliers because of lower transportation cost benefits applicable to the company.

The company's product shall enjoy 4% price preference and 80% purchase preference in all Govt. & semi Govt. organisation of Rajasthan Govt.

Steel Tube and pipe industry is expected to show good prospects in view of increased availability of H.R. Coils being basic raw material to manufacture M.S. Steel Tube.

More units with similar facility may come up resulting in greater competition and lower price realisation.

Changed state Govt. policies may affect the profitability of the company.

The steel tube industry is subject to market cycle and as constituent of the industry. Your company is also exposed to these constituent. Rise in price H.R. Coils, Zinc are also a matter of concern.

### **(c) SEGMENT :**

The operations of the company is covered in one segment only i.e. steel tube segment.

### **(d) OUTLOOK :**

Having regard to the prevailing circumstances your company visualizes a hopeful growth in the industry.

### **(e) INTERNAL CONTROL SYSTEM :**

Your company maintain an internal control system in different areas like purchases billing for the jobs etc. moreover there are internal auditors who make a consent monitoring to have proper and sufficient care for maintenance of adequate accounting records required for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

### **(f) DEVELOPMENT : HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT :**

Your Board has nothing to report on the development in human resource as well industrial relations front which have a material bearing on the business of the company.

### **(g) DISCLOSURE BY THE MANAGEMENT :**

Your board has not received any disclosure by the management relating to any material financial and commercial transactions where any of the managerial staff has personal interest that may have a potential conflict with the interest of the company at large.

### **5. FUTURE PROSPECTS:**

The Board of Directors of the Company in its meeting held 24-01-2009 decided to shift its manufacturing facilities of Abu Road Plant to its new Works at Village : Dehra, Maharkala, Teh.Chomu, Distt. Jaipur due to freight cost advantage beside marketing issue and the company has started production in its new works. During the year turnover & Profit shall increase substantially due to the above freight cost advantage and tapping of new markets.

## **RA. IASTHAN TUBE MANUFACTURING COMPANY LIMITED**

### **6. EXPANSION/DIVERSIFICATION**

The company has also planned to diversify in rigid PVC PIPE project.

### **7. DISCLOSURE UNDER THE LISTING AGREEMENTS:**

#### **LISTING OF SHARES**

Presently the equity shares of the company are listed at the following recognised Stock Exchanges.

(i) The Jaipur Stock Exchange Limited, Jaipur

(ii) The Stock Exchange /Mumbai, Mumbai.

(iii) The Delhi Stock Exchange Association Limited, New Delhi.

The application of the company dated:10.06.1999 for delisting of shares from the The Delhi Stock Exchange Association Limited, New Delhi is still pending with the concerned Exchange.

The company has paid the annual listing fees for the year 2008-2009 to the stock exchanges except to stock exchange where the company has applied for delisting of shares of the company.

### **8. FIXED DEPOSITS:**

The Company has not accepted any fixed deposit during the year under report.

### **9. DIRECTOR' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of section 217(2AA) of the Companies Act, 1956 your Directors confirm that:

- (i) In the preparation of the annual accounts, the applicable accounting standards have been followed;
- (ii) They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2009 and of the Loss of the Company for the year ended on that date;
- (iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) They have prepared the annual accounts on a going concern basis.

### **10. PARTICULARS OF EMPLOYEES:**

Particulars of employees as required under section 217 (2A) of the Companies Act, 1956 read with companies particulars of employees rules, 1975 as amended and information as per Companies disclosure of particulars in the report of Board of Director Rules, 1988 is nil

### **11. PARTICULARS OF ENERGY CONSUMPTION ETC:**

The information pursuant to sub-section 1(e) of the section 217 of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 is either nil or not applicable.

### **12. DIRECTORS:**

Shri Sunil Kumar Jain, Director of the Company retire by rotation at the forthcoming Annual General Meeting and being eligible offer himself for reappointment.

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

### **13. AUDITORS:**

M/s Pramod & Associates, Chartered Accountants, Jaipur retire and being eligible, offer themselves for reappointment. The observations of the Auditors have been suitably dealt with in the notes on accounts.

### **14. CORPORATE GOVERNANCE :**

Corporate Governance Report is set out as a separate Annexure-1 which forms part of this report.

### **15. SECRETARIAL AUDIT :**

Secretarial Audit was conducted and a certificate from Messrs V.M. & ASSOCIATES, Company Secretaries, obtained certifying that the Company has complied with the provisions of the Companies Act, 1956 is given in the Annexure-II and forms part of this Report.

### **16. COMPLIANCE CERTIFICATE :**

As per Revised Clause 49 of the listing Agreement with the Stock Exchanges, the Compliance Certificate from Chairman and Managing Director and CFO is given as Annexure " III " to the Director Report.

### **17. ACKNOWLEDGEMENTS:**

Your Directors are grateful to the Government authorities, financial institutions, bankers, business constituents for their continued co-operation and timely support to the company. Your Directors also express their deep appreciation for the devoted services by workers, staff and executives at all levels of operations in achieving the results for the year.

Industrial relations continued to remain happy and cordial.

### **Registered Office :**

404, Shekhawati Complex,  
Station Road, JAIPUR

For and on Behalf of the Board

Sd/-

**(HARISH CHAND JAIN)**

**CHAIRMAN & MANAGING DIRECTOR**

Dated : 12th August, 2009

## REPORT ON CORPORATE GOVERNANCE

(As per clause 49 of the listing agreement Stock Exchanges)

### 1. COMPANY'S PHILOSOPHY :

Your company believes in conducting its affairs with the highest levels of integrity, with proper authorisations, accountability and transparency. The business operations of your company are conducted not to benefit any particular interest but for the benefit of all shareholders.

### 2. BOARD OF DIRECTORS :

The Company has Executive Chairman and the number of independent Directors exceed 1/2 of the total number of Directors. The number of Non-Executive Directors exceeds 50% of the total number of Directors. 6 (Six) Board Meetings were held during 2008-2009 and the gap between two meetings did not exceed four months. The date on which the Board Meeting were held were 26.4.2008, 28.7.2008, 14.08.2008, 25.10.2008, 24.01.2009, 31.03.2009.

The name and categories of the directors on the board, their attendance at board meetings during the year and at the last Annual General Meeting and also the number of Directorships held by them in other companies are given below :

Name	Category	No. of Board Meetings attended 2008-09	Whether Attended AGM Held on Dt: 27.09.2008	No. of Directorship in other Companies	
				Chairman	Member
Mr. Harish Chand Jain (Chairman)	Non Independent/ Executive Chairman	6	Yes	-	1
Mr. Sunil Kumar Jain	Independent/ Non Executive/	6	Yes	-	1
Mr. Deepesh Jain	Independent/ Non Executive	6	No	-	-
Mr. Rajendra kumar Jain	Independent/ Non Executive	6	No	-	-

### 3. AUDIT COMMITTEE :

The Company constituted an Audit Committee consisting of Non-executive Directors during 2002-2003, five Meeting's were held during the year from 1.04.2008 to 31.03.2009. The said meeting's were held on 26-04-2008, 28-07-2008, 14-8-2008, 25-10-2008, 24-01-2009. The constitution of committee and attendance of each member of the committee as on March 31, 2009 are given below :-

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

SL. No.	Names Of Members	Category	No. of Meetings attend during the year 2008-2009	
			Held	Attending
1.	Mr.Sunil Kumar Jain (Chairman)	Independent/ Non executive	5	5
2.	Mr.Deepesh Jain (Having expert financial and accounting knowledge)	Independent/ Non executive	5	5
3.	Mr.Rajendra Kumar Jain	Independent/ Non executive	5	5

The Audit committee has been vested with the following powers :

1. To investigate any activities within its terms of reference
2. To seek information from any employee
3. To obtain outside legal or other professional advice
4. To secure attendance of outsiders with relevant expertise if it considers necessary

### TERMS OF REFERENCE :

1. Overseeing the company's financial reporting process and disclosure of its financial information ensure that financial statement is correct sufficeint and credible
2. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other services
3. Reviewing with managment the annual financial statements before submission to the board focussing primarily on :
  - \* Any changes in accounting policies and practices
  - \* Major accounting entries based on exercise of judegment by managment
  - \* Qualification in draft audit report
  - \* Significant adjustments arising out of audit
  - \* The going concern assumption
  - \* Compliance with accounting standards
  - \* Compliance with Stock Exchanges and legal requirements concerning financial statements
  - \* Any related party transactions i.e. transaction of the company of material nature with promotors or the managment their subsidiaries or relative etc. that may have potential confilicat with the interest of company at large
4. Reveiwing with the managment. external and internal auditors the adequacy of internal control systems
5. Reveiwing the adequacy of internal audit funtion including the structure of the internal

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

audit department staffing of the official headings the department reporting structure coverage and frequency of internal audit

6. Discussion with internal auditors any significant findings and follow up thereon
7. Reviewing the findings of any internal investigations by the internal auditors into matter where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board
8. Discussion with external auditors before the audit commences nature and scope of audit as well as have post audit discussion to ascertain any area of concern
9. Reviewing the company's financial and risk management policies
10. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payments of declared dividends) and creditors

### **4 REMUNERATION COMMITTEE :**

The Remuneration Committee determines and recommends to the Board of Directors, Remuneration payable to the Managing Director. The Board of Directors approves the remuneration to the Directors on the basis of their performance as well as Company's performance, subject to consents as may be required.

The Non-Executive Director are not paid any remuneration except for the sitting fees for attending the Board Meeting / Committee Meetings.

The resolutions for the appointment and remuneration payable including commission to the Directors are approved by the share-holders of the Company.

The remuneration to the Directors consists of a fixed salary and other perquisites. The Leave Travel allowance, is paid as per the Company rules. Provident Fund and superannuation are provided for as per the Company's policy. Wherever applicable the perquisites are considered a part of remuneration and taxed as per Income laws. The commission recommended by the Remuneration Committee to the Board are paid in accordance with the provisions of the Companies Act, 1956.

The Remuneration Committee presently consist of Mr. Deepesh Jain Mr. Sunil Kumar Jain & Mr. Rajendra Kumar Jain.

### **5. SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE :**

Presently, the committee comprised of three non executive directors chaired by Shri Rajendra Kumar Jain beside Shri Sunil Kumar Jain and Shri Deepesh Jain are member of the committee. Shri Harish Chand Jain, Managing Director is the compliance officer of the company. The committee constituted to specifically look into the redressing of shareholders and investors complaints like transfer of shares, non receipt of balance sheet, non receipt of declared dividend etc.

The committee meets every fortnight.

There is no investor complaint pending as on 30th June, 2009.

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

### **6. GENERAL BODY MEETINGS :**

The details of last three Annual General Meetings are as under:

<b>AGM No.</b>	<b>Date</b>	<b>Time</b>	<b>Vanue.</b>
20th AGM	30th Sept., 2006	10.00 AM	ANOKHA GAON, Near Road No.14, V.K.I.A., Sikar Road, Jaipur
21st AGM	29th Sept., 2007	10.00 AM	ANOKHA GAON, Near Road No.14, V.K.I.A., Sikar Road, Jaipur
22nd AGM	27th Sept., 2008	10.00 AM	ANOKHA GAON, Near Road No.14, V.K.I.A., Sikar Road, Jaipur

Ordinary/Special resolution were passed at the meeting by show of hands/ unanimously/ through ballot. There were no special resolution passed by the company through postal ballot at any of the above meetings.

### **7. DISCLOSURES :**

The Company has complied with the provisions of law and no penalties or strictures have been imposed by the Stock Exchanges or SEBI or any other statutory authority, on any matter related to the capital markets, during the last 3 years. the Directors did not incur any disqualification under section 274 (1)(g) or under any other law applicable to the company. Disclosures on material significant related party transaction are as under:

The following transactions were carried out with related parties in the financial year 2008-2009.

1. Hiring charges: Rs.72000/-paid to M/s Tridev Finance Co. Ltd.
2. Managerial Remuneration: Rs. 480000/-was paid to Shri Harish Chand Jain
3. Rent: Rs. 48000/-paid to Smt. Kanta Devi Jain.
4. Board Meeting Fees: Rs.12100/- paid to key Managment Personel.
5. Salary Rs.180000/- Paid to Shri Pradeep Jain .
6. Salary Rs.180000/- Paid to Shri Sourabh Jain .

### **8. MEANS OF COMMUNICATION :**

The Board of Directors of the Company approves and take on record un-audited financial results with in one month of the close every quarter and announces forthwith the results to all the Stock Exchanges in the format prescribed by SEBI, where the shares of the Company are listed. Shareholders are intimated through print media of quarterly financial results and performance besides significant matters, with in time period stipulated from time to time by stock exchanges. The quarterly Un-audited financial results are published in leading national newspaper i.e. The Hindustan Times (English) and Khabaron ki Dunia (Hindi)



## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

### 9. GENERAL SHAREHOLDERS INFORMATION :

S.No.	Slient Items of interest	Particulars
1.	AGM Date, Time and venue	26th Sept., 2009 ( 10:00 AM ) Anokha Gaon, V.K.I.A, Sikar Road, Jaipur
2.	Financial calendar	Year ending March 31, 2009
3.	Date of book closure	24th Sept. to 26th Sept. 2009 (both days inclusive)
4.	Dividend payment date	No dividend was declared
5.	Listing on Stock Exchanges	<ol style="list-style-type: none"> <li>1. THE STOCK EXCHANGE, MUMBAI Phiroze Jee Jeebhoy Towers, Dalal street, Mumbai-400001 Tel. : +91-22-22721233/34 Fax : +91-22-22723677</li> <li>2. THE DELHI STOCK EXCHANGE ASSOCIATION LTD. DSE House, 3/1 Asaf Ali Road, New Delhi-110002, Tel. : +91-11-46470000, 46470033/34 Fax : +91-11-46470053/54</li> <li>3. JAIPUR STOCK EXCHANGE LTD. Stock Exchange Building, J.L.N Marg, Malviya Nagar, Jaipur-302017 Tel.: +91-141-2729041/94 Fax : +91-141-2729082</li> </ol>
6.	Stock Code	530253 (BSE), 8343 (Delhi) & 567 (Jaipur)
7.	Registrar & Share Transfer agents	BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD., BEETAL HOUSE 3rd FLOOR, 99, MADANGIR BEHIND LOCAL, SHOPPING CENTRE NEAR DADA, HARSUKH DAS MANDIR, NEW DELHI - 110062 .
8.	Share Transfer System	Share lodged in physical form with the Company /its Registrar & Share transfer Agents are processed and returned, duly transfered with in 30 days normally, except in cases where litigation is involved. In respect of share held in dematerialized mode, the transfer takes place instantaneously between the transferor, transferee and depository participant through electronic debit/ credit of the accounts involved.
9.	Dematerialisation of shares and liquidity	As at 31st March, 2009, 3538875 share were held in dematerialized mode.
10.	Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity	There are no outstanding instruments and hence there will be no dilution of the equity.
11.	Plant locations	Your company's product plant was located at the following address:

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

B-61, Ambaji Industrial Area, Abu Road,  
Distt-Sirohi, Rajasthan

The Plant situated at above address has been shifted at the following new address Some of Machines have been shifted and some will be shifted in due course.

New Address :-

28-37, Jatawali Mod, Maharkala, Dehra,  
Tehsil: Chomu, Distt. Jaipur

12. Address for correspondence Reg. Off. 404, Shekhawati Complex, Station Road, Jaipur-302006, Rajasthan.

13. Market Price Data: High/Low during 2008-2009 on the following exchanges:

The Shares of the Company are frequently traded in Mumbai Stock Exchanges and there has been no trading in Delhi and Jaipur Stock Exchanges during the year 2008-2009.

High :- Rs. 16.75/-

Low :- Rs. 7.03/-

14. Distribution of shareholding as on March 31, 2009

Range of shares	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
1 -500	2358	75.60	543312	12.05
501 -1000	397	12.72	346501	7.69
1001-2000	188	6.03	305144	6.77
2001-3000	51	1.64	134347	2.98
3001-4000	24	0.77	87864	1.95
4001-5000	24	0.77	113775	2.52
5001-10000	33	1.06	244865	5.43
Over 10000	44	1.41	2731992	60.61
<b>Total</b>	<b>3119</b>	<b>100.00</b>	<b>4507800</b>	<b>100.00</b>

15. Categories of Shareholding as on March 31, 2009

Category	No. of share held	% of shareholding
Individuals	3589034	79.62
NRI's	56667	1.26
Companies	862099	19.12
<b>Total</b>	<b>4507800</b>	<b>100.00</b>

## **AUDITORS CERTIFICATE**

To  
the Members of Rajasthan Tube Mfg. Co. Ltd.

We have examined the compliance of conditions of corporate governance by Rajasthan Tube Mfg. Co. Ltd., for the year ended on March 31, 2009, as stipulated in Clause 49 of the listing agreement of the said company with the stock exchanges.

The compliance of conditions of corporate governance is the responsibility of management. our examination was limited to procedures and implementation thereof, adopted by the company to ensure compliance with the conditions of corporate governance. it is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned Clause 49 of the listing agreement.

We state that no investor grievances are pending for a period exceeding one month against the company as per the records maintained by the investor grievances committee.

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 **PRAMOD & ASSOCIATES**  
Chartered Accountants

Jaipur  
Dated: 12th August, 2009

Sd/-  
**(RAVINDRA RANIWALA)**  
Partner

## **SECRETARIAL AUDIT**

To,  
The Members,  
RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED  
404, Shekhawati Complex, Station Road,  
JAIPUR

We have examined the registers, records, books and papers of **Rajasthan Tube Manufacturing Company Limited** (the Company) as required to be maintained under the Companies Act, 1956, and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2009**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate with the Registrar of Companies through Ministry of Corporate Affairs with additional filing fees as prescribed under the Act and the rules made thereunder. However, no forms and returns were required to be filed with the Regional Director, Central Government, Company Law Board or other authorities.
3. The Board of Directors duly met **6 (six)** times respectively, on 26.04.2008, 28.07.2008, 14.08.2008, 25.10.2008, 24.01.2009 and 31.03.2009 in respect of which meetings proper notices were given and the proceedings were properly recorded in the minute books maintained for this purpose. However, no circular resolution has been passed by the Company.
4. The company closed its Register of Members from 25th September, 2008 to 27th September, 2008 (both days inclusive) and necessary compliance of Section 154 of the Act has been made.
5. The Annual General Meeting for the financial year ended on **31st March, 2008** was held on **27th Sept., 2008** after giving due notice to the members of the company and the resolution passed thereat were duly recorded in minutes book maintained for the purpose.
6. The company has made necessary entries in the register maintained under Section 301 of the Act.

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

7. The company :
  - (i) has delivered all the certificates on lodgment thereof for transfer in accordance with the provisions of the Act.
  - (ii) has duly complied with the requirements of section 217 of the Act.
8. The Board of Directors of the company is duly constituted.
9. The directors have disclosed their interest in other firms/companies to the board of directors pursuant to the provisions of the Act and the rules made thereunder.
10. The company has complied with the provisions of Section 58A and 58AA read with Rule 2(b)(iv) of the Companies (Acceptance of Deposit) Rules, 1975, only to the extent of unsecured loans taken from body corporates, being exempted.
11. The amount borrowed by the Company from banks and others during the financial year ending 31st March, 2009 is within the borrowing limits of the company.
12. The company has made loans and investments; or provided guarantees or provided securities to other body corporates in compliance with the provisions of the Act and made necessary entries in the register kept for the purpose.
13. The company has deposited both employee's and employer's contribution to provident fund with the prescribed authorities pursuant to section 418 of the act.
14. Other paras of the Companies (Compliance Certificate) Rules, 2001 are either NIL or NOT APPLICABLE for the financial year under review.

**For V.M. & ASSOCIATES**

Company Secretaries

Sd/-

**MANOJ MAHESHWARI)**

PARTNER  
C.P.No. 1971

Place : Jaipur

Dated : 12th August, 2009

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## Annexure A

- (1) Register of Members and their Index u/s 150 & 151.
- (2) Minutes Books of Meetings of Directors & Members u/s 193.
- (3) Register of Particulars of Contracts in which Directors are interested u/s 301.
- (4) Register of Directors, Managing Directors, manager & Secretary u/s 303.
- (5) Registers of Directors Shareholding u/s 307.
- (6) Register of all investment and loans made, guarantee given or security provided to any body corporate u/s 372A.
- (7) Register of Charges u/s 143.

## Other Registers

- (1) Register of Director's Attendance.
- (2) Register of Share holder's Attendance.
- (3) Register of Transfer of Shares.
- (4) Annual Return filed with ROC.

## Annexure B

Forms and Returns as filed by the Company with the Register of Companies through Ministry of Corporate Affairs, during the financial year ending on 31st March, 2009.

Sr. No.	Form No./ Return	Filed Under Section	For	Date of Filing	Whether Filed within prescribed time Yes/No	If delay in whether requisite additional fee paid Yes/No
1.	Form No. 20B along with Annual Return under Schedule V	159	Annual General Meeting held on 27/09/2008	19/11/2008	YES	NO
2.	Form No, 23AC & 23ACA along with Balance Sheet and Profit & Loss Account	220	Year ended 31/03/2008	19/11/2008	NO	YES
3.	Form No. 66 along with Compliance Certificate	383A(1)	Year ended 31/03/2008	19/11/2008	NO	YES
4.	Form No. 8	135	As per requirement	20/09/2008	YES	NO

## **CERTIFICATION BY MANAGING DIRECTOR OF THE COMPANY**

We hereby certify that for the financial year ending 31st March, 2009 on the basis of the review of the financial statements and the cash flow statement and to the best of our knowledge and belief that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These Statements together present a true and fair view of the Company's affairs and are compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of my knowledge and belief, no transaction entered into by the company during the 2008-2009 which are fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept the responsibility for establishing and maintaining internal control. We have evaluated the effectiveness of the Internal control systems of the Company and we have disclosed to the auditors and the Audit committee those deficiencies, of which we are aware, in the design or operation of the internal systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that:
  - a. There have been no significant changes in internal control during this year.
  - b. There have been no significant change in accounting policies during this year.
  - c. There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employees having a significant role in the Company's internal control system.

**Registered Office :**

404, Shekhawati Complex,  
Station Road, JAIPUR

Sd/-

**(HARISH CHAND JAIN)**

**CHAIRMAN & MANAGING DIRECTOR**

Dated : 12th August, 2009

## **AUDITORS' REPORT**

To  
The Members of  
RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

We have audited the attached Balance Sheet of RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED as at 31st March, 2009 and Profit & Loss Account for the year ended on that date annexed thereto and the Cash Flow Statement for the period ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.:-

1. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 we give in the annexure statement on the matters specified in paragraphs 4 and 5 of the said order.
2. Further to our comments in the annexure referred to in paragraph 1 above.
  - (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 the books.
  - (c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement referred to in this report are in agreement with the books of accounts.
  - (d) In our opinion the Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards (AS) referred to in Section 211(3C) of the Companies Act, 1956
  - (e) On the basis of the written representations received from directors as on 31st March, 2009 and taken on record by the board of directors, we report that none of the directors is disqualified as on 31st March, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
  - (f) In our opinion and to the best of our information and according to the explanation given to us, the said accounts read with notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view.
    - (1) In the case of Balance Sheet, of the state of affairs of the company as at 31st March, 2009.
    - (2) In the case of the Profit & Loss Account of the loss of the company for the year ended on that date.
    - (3) In the case of cash flow statement of the cash flow for the year ended on that date

**For PRAMOD & ASSOCIATES**  
Chartered Accountants

Jaipur  
Dated : 12th August, 2009

**(RAVINDRA RANIWALA)**  
Partner



## **ANNEXURE TO THE AUDITORS' REPORT**

Statement referred to in paragraph of report of even date to the members of Rajasthan Tube Manufacturing Company Limited of the accounts for the year ended on 31st March, 2009.

1. The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. According to the information and explanations given to us, most of the fixed assets have been physically verified by the Management during the year. In our opinion, the frequency of such physical verification is reasonable having regard to the sizes of the Company and the nature of its assets. No material discrepancies were noticed on such verification as compared to the available records. There was no disposal of fixed assets during the year.
2. Physical verification of Inventory has been conducted by the Management at reasonable intervals. The procedures for physical verification of stocks followed by the Management are reasonable and adequate in relation to the size of the company and nature of its business. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
3.
  - a) The Company has not granted any loans from/to companies under the same management, firms or other parties listed in the Register maintained under section 301 of the Companies Act 1956.
  - b) Not applicable.
  - c) Not applicable.
  - d) Not applicable.
  - e) The Company has not taken any loans secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Act.
  - f) Not applicable.
  - g) Not applicable.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
5. In our opinion and according to the information and explanation given to us, the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered. In respect of transactions with parties with whom transactions exceeding value of Rupees five lakh have been entered into during the financial year, are of prices which are reasonable having regard to the prevailing market prices of the relevant time.
6. The Company has not accepted any deposits from the public.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. As informed to us, the central Government has not prescribed maintenance of cost records by the small scale industry units under Section 209 (1) (d) of the Companies Act, 1956, Hence the company has not maintained these records being a SSI unit.

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

9. The company is regular in depositing undisputed Statutory Dues including Provident Fund, Investor education and protection fund, Employees' state insurance, income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues applicable to it with the appropriate authorities, According to the information and explanations given to us, no undisputed amounts payable in respect of sales tax, Income tax, Wealth Tax, Service Tax, Custom tax, Excise Duty and Cess were outstanding of the year end for a period of more than six months from the date they became payable, According to the records of the company, there are no disputed amounts that have not been deposited with appropriate authorities on account of Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Sales Tax, Cess and Service Tax except the following.

Name of the Statute	Nature of the Dues	Period to which the amt. Relates	Amount Rs.	Forum where the dispute is pending
Employees State Insurance Act.	ESI	1998-2000	94087	Employees State Insurance Court

10. The company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current and immediately preceding financial year.
11. Based in 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 payment of dues to financial institutions and banks. The company does not have any borrowings by way of debentures.
12. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion and according to the information and explanations given to us, the nature of activities of the company does not attract any special statute applicable to chit fund and nidhi/ mutual fund/societies.
14. Based on our examination of records and the information and explanations given to us the company has not dealt/traded in shares, securities, debentures and other securities during the year.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
16. The Company has not taken any term loans during the year covered by our audit and there is no term loan outstanding at the year end which was taken in earlier year except Vehicle Loans.
17. Based on our examination Cash Flow Statement of the Company, we are of the opinion that funds raised on short term basis have not been used for long term investments.
18. The company has not made any preferential allotment of shares during the year.
19. The company did not have any outstanding debentures during the year.
20. The company has not raised any money through public issue during the year.
21. Based on the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For **PRAMOD & ASSOCIATES**  
Chartered Accountants

Sd/-

**(RAVINDRA RANIWALA)**

Partner

Jaipur:

Dated: 12th August, 2009

**RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

**RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

**BALANCE SHEET AS AT 31ST MARCH, 2009**

	Sch.	Rupees	As at 31.03.2009 (Rs.)	As at 31.3.2008 (Rs.)
<b>I. SOURCES OF FUNDS</b>				
<b>1. Shareholders' Funds</b>				
A) Share Capital	1	4,49,98,500		4,49,98,500
B) Reserves & Surplus	2	4,87,66,574		5,80,91,963
			9,37,65,074	10,30,90,463
<b>2. Loan Funds</b>				
A) Secured Loans	3	11,54,90,631		9,00,29,451
B) Unsecured Loans	4	11,85,000		11,85,000
			11,66,75,631	9,12,14,451
<b>3. Deferred Tax Liability (Net)</b>			19,60,853	22,96,718
			21,24,01,558	19,66,01,632
<b>II. APPLICATION OF FUNDS</b>				
<b>1 Fixed Assets</b>	5			
A) Gross Block		8,79,79,718		8,65,56,197
B) Less: Depreciation		5,79,40,624		5,48,42,357
C) Net Block			3,00,39,094	3,17,13,840
D) Work-in-Progress			16,99,376	-
<b>2. Investment</b>	6		9,07,000	5,45,000
<b>3. Current Assets, Loans &amp; Advances</b>	7			
A) Inventories		7,98,87,124		8,58,06,344
B) Sundry Debtors		9,88,33,799		12,92,01,697
C) Cash & Bank Balances		73,20,100		97,33,282
D) Loans & Advances		4,05,10,027		4,45,66,643
			22,65,51,050	26,93,07,966

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

	Sch.	Rupees (Rs.)	As-at 31.03.2009 (Rs.)	As at 31.3.2008
<b>Less :</b>				
<b>Current Liabilities &amp; Provisions</b>	8			
A) Current Liabilities		3,77,62,604		9,60,03,401
B) Provisions		90,32,358		89,61,773
		<u>4,67,94,962</u>	17,97,56,088	<u>10,49,65,174</u>
				<u>16,43,42,792</u>
			<u>21,24,01,558</u>	<u>19,66,01,632</u>

**Accounting Policies  
& Notes to the Accounts** 13

FOR AND ON BEHALF OF THE BOARD

IN TERMS OF OUR REPORT OF  
EVEN DATE ANNEXED.

For **PRAMOD & ASSOCIATES**  
Chartered Accountants

**(HARISH CHAND JAIN)**  
CHAIRMAN & MANAGING DIRECTOR

JAIPUR,  
12th August, 2009

**(RAVINDRA RANIWALA)**  
PARTNER

**(SUNIL KUMAR JAIN)**  
DIRECTOR

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2009

	Sch.	Rupees	As at 31.03.2009 (Rs.)	As at 31.3.2008 (Rs.)
<b>I. INCOME</b>				
Turnover	—	54,56,86,536		60,32,89,754
Other Income	—	5,96,290		8,48,267
			54,62,82,826	60,41,38,021
<b>II. EXPENDITURE</b>				
Cost of Materials consumed	9	52,26,20,473		56,98,15,182
Manufacturing Exp.	10	42,52,431		30,73,547
Employees Emoluments	11	30,56,472		24,89,150
Other Expenses	12	2,28,56,437		2,01,68,728
			55,27,85,813	59,55,46,607
Profit/(Loss) Before Depreciation			(65,02,987)	85,91,414
Less: Depreciation			30,98,267	33,88,166
Less: Loss on Sale of Fixed Asset			—	1,07,393
<b>NET PROFIT/(LOSS) BEFORE TAXATION</b>			(96,01,254)	50,95,855
Less: Provision for taxation				
Current Tax			60,000	24,00,000
Deferred Tax (Net)			(3,35,865)	(7,03,424)
<b>NET PROFIT/(LOSS) AFTER TAXATION</b>			(93,25,389)	33,99,279
Balance Brought Forward from previous years			3,46,58,015	3,12,58,736
<b>Net Profit Carried over to Balance Sheet</b>			<u>2,53,32,626</u>	<u>3,46,58,015</u>
Basic and Diluted Earnings per Shares (in Rs.)/3			—	0.75
Cash Earning per Share (in Rs.)			—	1.91
(Before depreciation and Tax accounting polices 13 & Notes to the Account)				

IN TERMS OF OUR REPORT OF  
EVEN DATE ANNEXED.  
For **PRAMOD & ASSOCIATES**  
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(**HARISH CHAND JAIN**)  
CHAIRMAN & MANAGING DIRECTOR

JAIPUR,  
12th August, 2009 (**RAVINDRA RANIWALA**)  
PARTNER

(**SUNIL KUMAR JAIN**)  
DIRECTOR

**RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

**RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED  
SCHEDULES 1 TO 13 : FORMING PART OF THE BALANCE SHEET  
AND PROFIT & LOSS ACCOUNT**

	As at 31.03.2009 (Rs.)	As at 31.3.2008 (Rs.)
<b>SCHEDULE-1 : SHARE CAPITAL</b>		
Authorised :		
80,00,000 Equity Shares of Rs.10/- each	8,00,00,000	8,00,00,000
	=====	=====
Issued, Subscribed & Paid up :		
45,07,800 Equity Shares of Rs.10/- each fully paid up	4,50,78,000	4,50,78,000
Less : Allotment Money due towards Capital A/c	79,500	79,500
	-----	-----
	4,49,98,500	4,49,98,500
	-----	-----

**SCHEDULE-2 : RESERVES & SURPLUS**

**General Reserve**

Opening balance	22,99,869	19,70,718
Add : transferred from revaluation Reserve	3,29,151	3,29,151
	-----	-----
	26,29,020	22,99,869
	-----	-----

**Revaluation Reserve**

Opening Balance	28,74,089	32,03,240
Less : Transferred to General Reserve	3,29,151	3,29,151
	-----	-----
	25,44,938	28,74,089
	-----	-----

Investment Allowance Utilisation Reserve	17,47,490	17,47,490
	-----	-----

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

(Rs.)	As at 31.03.2009 (Rs.)	As at 31.3.2008
<b>Share Premium</b>		
Opening Balance	1,65,39,000	1,65,39,000
Less : Allotment Money	26,500	26,500
Due towards Premium Account	<u>1,65,12,500</u>	<u>1,65,12,500</u>
<b>Profit &amp; Loss A/c</b>	<u>2,53,32,626</u>	<u>3,46,58,015</u>
	<u>4,87,66,574</u>	<u>5,80,91,963</u>

## SCHEDULE-3 : SECURED LOANS

From Banks :

On Cash Credit Account  
(See Note :1 below)

11,36,41,447      8,67,97,613

Vehicle Loan

18,49,184      32,31,838

(See Note :2 below)

11,54,90,631      9,00,29,451

## SCHEDULE-4 : UNSECURED LOANS

From Companies

11,85,000      11,85,000

11,85,000      11,85,000

### NOTE :

- Working Capital Loan is secured by way of first charge as hypothecation over all the current assets of the company including its book Debts. This loan is further secured by First Charge in respect of other movable and immovable assets of Company and personal guarantees of Shri Harish Chand Jain, Managing Director of the company.
- Vehicle (Car) Loan is Secured against hypothecation of Car & Trucks which is taken on Hire Purchase basis.

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## SCHEDULE-5 : FIXED ASSETS

Particulars	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As at 31.3.2008 (Rs)	Addition (Rs)	Deduction (Rs)	As at 31.3.09 (Rs)	As at 31.3.08 (Rs)	For the period (Rs)	Deduction (Rs)	As at 31.3.09 (Rs)	As at 31.3.2009 (Rs)	As at 31.3.2008 (Rs)
Leasehold Land	9653995	-	-	9653995	-	-	-	-	9653995	9653995
Buildings	18886159	-	-	18886159	11074858	554646	-	11629504	7256655	7811301
Plant & Machinery	46860846	1387000	-	48247846	35229608	1862900	-	37092508	11155338	11631238
Furniture & Fixtures	323296	-	-	323296	162374	20465	-	182839	140457	160922
Vehicles	10195078	36521	-	10231599	7885172	632953	-	8518125	1713474	2309906
Office Equipments	636823	-	-	636823	490345	27303	-	517648	119175	146478
<b>TOTAL</b>	<b>86556197</b>	<b>1423521</b>	<b>-</b>	<b>87979718</b>	<b>54842357</b>	<b>3098267</b>	<b>-</b>	<b>57940624</b>	<b>30039094</b>	<b>31713840</b>
Previous Year	87075695	158620	678118	86556197	51974916	3388166	520725	54842357	31713840	35100779
Capital Work-in-Progress	-	1699376	-	1699376	-	-	-	1699376	1699376	-



# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

Rupees	As at 31.3.2009 (Rs.)	As at 31.3.2008 (Rs.)
--------	-----------------------------	-----------------------------

## SCHEDULE-6 : INVESTMENTS (LONG TERM)

### A) QUOTED (TRADE)

54500 Equity Share of Rs.10 each fully paidup of M/s Tridev Finance Company Limited. (Previous year 54500 Equity Shares of Rs.10/- each fully paidup) (Market value of Quoted investment Rs.545000/- Previous year Rs.545000/-) N.S.C.	5,45,000	5,45,000
	3,62,000	-
	9,07,000	5,45,000

## SCHEDULE-7 : CURRENT ASSETS, LOANS & ADVANCES

### A) INVENTORIES

(Taken as valued & certified  
by the Management)

Stores	59,29,120	62,28,300
Loose Tools	1,86,319	1,86,319
Raw Materials	1,80,66,683	3,76,38,769
Stock in process	1,21,16,298	34,74,369
Finished Stock	4,35,88,704	3,82,78,587
	7,98,87,124	8,58,06,344

### B) SUNDRY DEBTORS

(Unsecured, considered)

Debts outstanding for a period exceeding six months	82,88,170	89,87,090
Other Debts	9,05,45,629	12,02,14,607
	9,88,33,799	12,92,01,697

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

	Rupees	As at 31.3.2009 (Rs.)	As at 31.3.2008 (Rs.)
<b>C) CASH &amp; BANK BALANCES</b>			
Cash in hand	8,64,293		11,75,166
Balances with scheduled Commercial Banks			
In Current Accounts	67,547		2,39,502
In Fixed Deposits	62,49,000		82,46,000
Interest Accrued & Due thereon	1,39,260		72,614
		73,20,100	97,33,282
<b>D) LOANS &amp; ADVANCES</b>			
(Unsecured, considered good)			
Advances recoverable in cash or in kind or for value to be received	4,01,46,138		4,41,96,454
Sundry Deposits	3,63,889		3,70,189
		4,05,10,027	4,45,66,643
		22,65,51,050	26,93,07,966

## SCHEDULE-8 : CURRENT LIABILITIES & PROVISIONS

### A) CURRENT LIABILITIES

Sundry Creditors	3,35,07,257	3,44,81,771
Other Liabilities	42,55,347	6,15,21,630
		3,77,62,604
		9,60,03,401

### B) PROVISIONS

Provision for Taxation	89,30,000	88,70,000
Provision for Gratuity	1,02,358	91,773
		90,32,358
		4,67,94,962
		10,49,65,174

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

	Rupees	Year ended 31.3.2009	Year ended 31.3.2008
<b>SCHEDULE-9: COST OF MATERIALS CONSUMED, INCREASE/DECREASE IN STOCK</b>			
A) Raw Materials consumed		53,65,72,519	56,63,85,989
B) (Increase)/Decrease in Stock:			
<b>Closing Stock</b>			
Finished Goods	4,35,88,704		3,82,78,587
Stock in process	1,21,16,298		34,74,369
	<u>5,57,05,002</u>		<u>4,17,52,956</u>
Less:			
<b>Opening Stock</b>			
Finished Goods	3,82,78,587		4,35,31,827
Stock in process	34,74,369		16,50,322
	<u>4,17,52,956</u>		<u>4,51,82,149</u>
		<u>(1,39,52,046)</u>	<u>34,29,193</u>
		<u>52,26,20,473</u>	<u>56,98,15,182</u>

## SCHEDULE-10: MANUFACTURING EXPENSES:

Stores, Loose Tools consumed	22,66,563	11,72,028
Power, Fuel & Water	18,10,109	18,42,525
Repairs to Plant & Machinery	1,75,759	58,994
	<u>42,52,431</u>	<u>30,73,547</u>

## SCHEDULE-11: EMPLOYEES EMOLUMENTS:

Salaries, Wages & Bonus	29,36,665	23,93,454
Employees State Insurance Premium	17,825	12,481
Staff Welfare Expenses	51,804	48,812
Provident Fund	50,178	34,403
	<u>30,56,472</u>	<u>24,89,150</u>

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

	Rupees	Year ended 31.3.2009	Year ended 31.3.2008
<b>SCHEDULE-12 : OTHER EXPENSES</b>			
Printing & Stationery		45,050	41,729
Postage, Telegram & Telephone		1,43,228	1,80,773
Rates & Taxes		93,659	97,309
Insurance		1,86,585	2,38,768
Traveling Expenses & Conveyance		85,029	2,75,095
Interest others		1,39,80,482	1,23,47,811
Professional Charges		1,84,000	80,427
Rent		48,000	48,000
Miscellaneous Expenses		11,14,782	5,71,723
Excise Duty on Closing Stock of Finished Goods(Net)		(22,50,945)	(16,41,480)
Bank Commission		23,73,760	26,29,348
Consignment Commission & Other Exp.		3,82,038	1,24,703
Remuneration to Auditor's		35,000	31,700
Vehicle Running & Maintenance		64,23,669	51,30,722
Board Meeting Expenses		12,100	12,100
		<u>2,28,56,437</u>	<u>2,01,68,728</u>

# **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

## **SCHEDULE-13 : ACCOUNTING POLICIES AND NOTES ON ACCOUNTS**

### **I. SIGNIFICANT ACCOUNTING POLICIES :**

#### **(1) CONVENTION**

The accounts are prepared under the historical cost convention and on the basis of a going on concern and on the accrual system of accounting.

#### **(2) FIXED ASSETS AND DEPRECIATION**

Fixed Assets are stated at cost and amount added/adjusted on revaluation less accumulated depreciation in the books of account. The company capitalises all costs incidental to acquisition and installation of fixed assets.

Depreciation on fixed assets is charged on straight line method at the rates prescribed in Schedule XIV of the Companies Act, 1956 as amended by circular No. 1/12/92/CLV/ dated 16.12.93 except on GI Plant and Building which have commenced commercial production w.e.f. 16th February, 1996, and vehicals purchased after 01-04-1998 depreciation has been provided on written down value method at the rates prescribed in Schedule XIV of the Company Act, 1956.

The amount of Depreciation on increase due to revaluation is being directly transferred to General Reserve from Revaluation Reserve.

#### **(3) VALUATION OF INVENTORIES :**

Inventories are valued as under :

- |                      |   |   |
|----------------------|---|---|
| (a) Stores           | : | At cost.                                  |
| (b) Loose tools      | : | At cost.                                  |
| (c) Raw materials    | : | At cost                                   |
| (d) Stock in process | : | At estimated cost                         |
| (e) Finished goods   | : | At lower of cost or net realisable value. |

As per the consistent practice of the company, while valuing stocks, the relative impact/ incidence of manufacturing, administrative and financial expenses has been considered. Cost includes estimated apportioned overheads. Finished goods lying in factory premise are valued inclusive of excise duty. Goods sent on Consignment held in stock has been valued at the Invoice Price.

#### **(4) SALES :**

Sales are inclusive of conversion sale net of return, excise duty, rebate, claims, Freight and discount etc. Consignment Sales are recognised on receipt of statement of account from the Agent.

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

**(5) EXCISE DUTY**

Excise duty is accounted for at the time of removal of the goods.

**(6) INVESTMENT**

Investment are valued at cost.

**(7) RETIREMENT BENIFITS :**

Provision for gratuity has been made on the basis of actuarial valuation in the accounts in respect of employees who has completed qualifying period of service.

**(8) DEFERRED TAX :**

Deferred tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets arising from temporary timing differences are recognised to the extent there is reasonable certainty that the assets can be realised in future.

**(9) CONTINGENT LIABILITIES :**

Contingent liabilities are not provided for in the accounts and are separately shown in the notes to the accounts.

**II. NOTES ON ACCOUNTS :**

(1) Contingent liabilities not provided for :

	As at 31.3.2009 (Rs.)	As at 31.3.2008 (Rs.)
(i) Guarantee given by Bank against which the Directors have given counter guarantees.	1,63,31,854	23,31,854
(ii) Letter Credit Outstanding	4,59,70,000	5,65,50,000
(2) Payment to Auditors.		

	Current Year (Rs)	Previous Year (Rs)
(i) Audit fees	14,500	14,500
(ii) Tax Audit	5,000	5,000
(iii) Reimbursement of Expenses	15,500	12,200
(3) Sundry Debtors and Creditors balances are subject to confirmation from respective parties.		
(4) The company extends the benefit of encashment of leave to its employees while in service as well as on retirement. As the company does not have any defined retirement		

## **RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED**

benefit scheme in the respect, Accounting Standard AS-15 issued by the Institute of Chartered Accountants of India is not considered applicable, encashment of leave accumulated while in service is at the option of employees and is accounted for as and when claimed hence not provided for.

- (5) In the opinion of the management the Current Assets and Advances are approximately of the value stated, if realised in the ordinary course of business unless otherwise stated. The provisions for all liabilities are adequate.
- (6) Provision for taxation for the current year has been made after taking into consideration benefits admissible under the provision of the Income Tax Act, 1961 and as per section 115 JB of the Income Tax Act, 1961.
- (7) Lease hold Land, Building and Plant & Machinery located at factory premises at B-61, Ambaji Industrial Area, Abu Road as on 01-04-94 have been revalued as per valuation report of approved valuer and difference between revaluation cost and cost as per books has been incorporated in books and the corresponding amount of net increase Rs.1,57,33,295/- has been transferred in revaluation reserve account.
- (8) The information regarding SSI units is under compilation and hence dues to such units can not be readily determined hence the same was not disclosed in balance sheet. Normally dues to all the creditors are paid in accordance with the agreed credit terms.
- (9) The Company operates solely in the Steel Tube/Pipes and Sheets segment hence no separate information for segment wise disclosure is required.
- (10) Related Party Transactions:
  - (a) Relationship:
    - (i) Company under common Control of the Promoters.
      - (a) Tridev Finance Company Limited.
    - (ii) Key Management Personnel
      - (a) Shri Harish Chand Jain (Managing Director)
      - (b) Shri Sunil Kumar Jain (Director)
  - (b) The Following Transactions were carried out with related parties in the Financial year 2008-2009
    1. Hiring Charges :Rs.72000/- paid to M/s Tridev Finance Co. Ltd.
    2. Managerial Remuneration :Rs.480000/- was paid to Shri Harish Chand Jain
    3. Rent: Rs.48000/- paid to Smt. Kanta Devi Jain Relative of Shri Harish Chand Jain.
    4. Board Meeting Fees : Rs.12100/- paid to Key Management Personnel.
    5. Salary Rs.180000/- Paid to Shri Pradeep Jain.
    6. Salary Rs.180000/- Paid to Shri Sourabh Jain.
  - (c) The following balance were due from/to the related parties as on 31.03.2009
    1. Investment in Equity share of M/s Tridev Finance Co. Ltd. Rs.5,45,000/-.

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

- (11) Gross book value of Fixed Assets includes the net incremental effect on revaluation of Land, Building, Plant and Machinery located at B-61, Ambaji Industrial Area, Abu Road, which were revalued as per valuation made as on 1-04-94 by approved Valuer.

	Current year	Previous year
Land	81,53,840	81,53,840
Building	19,24,184	19,24,184
Plant & Machinery	56,55,271	56,55,271

- (12) Depreciation includes Rs 3,29,151 against revalued amount of fixed assets and equivalent amount has been withdrawn from revaluation reserve and transferred to general reserve.
- (13) The managing director has been paid Rs 480000/- (previous year RS.480000/-) as remuneration as per schedule XIII of the Companies Act, 1956. Computation of net profit for the purpose, of managerial remuneration in accordance with the Companies Act, 1956 has not been given as no commission by way of a percentage of profit is payable for the year under review.
- (14) Tax deducted at source on interest income included in other income is Rs.124774/- (Previous year Rs.156534/-).
- (15) Inventory includes goods in transit and consignment stock pending sale.
- (16) Details of licensed capacity, installed capacity and actual production of Steel pipes and M.S. Sheet.

	Unit	Current Year	Previous Year
Licensed/Registered capacity	MT	50000.000	50000.000
Installed capacity	MT	45000.000	45000.000
Actual Production	MT	7945.255	12347.365

- (17) Details of stocks and turnover of Steel Pipes and M.S. Sheet:

	Unit	CURRENT YEAR		PREVIOUS YEAR	
		Qty(MT)	Value(Rs)	Qty(MT)	Value(Rs)
<b>Opening Stock</b>					
Steel Pipes & Sheet	MT	930.506	37392461	1207.195	41036243
Repairable goods	MT	25.815	886126	107.125	2495584
Slitted Material (in process)	MT	102.480	344369	58.005	1650322
<b>Turnover</b>					
Steel Pipes & Sheet	MT	14017.235	545686536	19613.508	603289754
<b>Closing Stock</b>					
Steel pipes	MT	1222.616	41546704	930.506	37392461
Repairable goods	MT	81.680	2042000	25.815	886126
Slitted Material	MT	381.125	12116298	102.480	344369



# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## NOTE:-

- (a) Production include M.S.Sheet production of 1392.310 (Previous year 7621.890)  
 (b) production does not include outside purchase of 5393.440 MT pipe(previous year 6448.474 MT.)

### (18) Details of raw materials consumed :-

	Unit	CURRENT YEAR		PREVIOUS YEAR	
		Qty(MT)	Value(Rs)	Qty(MT)	Value(Rs)
a) HR Coils,Pipes & Sockets	MT	14033.745	533767046	18987.098	559004594
b) Zinc	MT	20.115	2805473	45.435	7381395

### (19) Deferred Tax Liabilities (Net)

	Deferred Tax Liability/Assets as at 31-03-2009	Deferred Tax Liability/Assets as on 31-03-2008
Deferred Tax Liabilities		
1) Depreciation	19,71,438.00	23,27,609.00
(A)	19,71,438.00	23,27,609.00
Deferred Tax Assets		
1) Gratuity Provision	10,585.00	30,891.00
(B)	10,585.00	30,891.00
Deferred Tax Liability(Net)(A-B)	19,60,853.00	22,96,718.00

Persuant to accounting standard (AS)22 Accounting for taxes on incomes, the Company has recorded a net cumulative deferred tax liability of Rs.5059337 upto 31-03-2003 as reduction in general reserve. Further the impact of Deferred Tax Liability of (Rs.335865) for the year ended 31.03.2009 has been credited to Profit and Loss Account.

- (21) All raw materials, stores and spares consumed are indigenous.  
 (22) C.I.F.value of imports : Rs. Nil (Previous year Nil)  
 (23) F.O.B. value of exports : Rs. Nil (Previous year Nil)  
 (24) Corresponding figures of the previous year have been regrouped to confirm with this year's grouping wherever necessary.  
 (25) Figures have been rounded off to the nearest rupee.  
 (26) Additional information pursuant to Part IV of Schedule VI of the Companies Act, 1956.

**RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED****BALANCE SHEET ABSTRACT AND  
COMPANY'S GENERAL BUSINESS PROFILE****I. Registration Details :**

Registration No.

3370

State Code

17

Balance Sheet Date

31-03-2009

**II. Capital Raised During the year (Amount in Rs.Thousands)**

Public Issue

NIL

Rights Issue

NIL

Bonus Issue

NIL

Private Placement

NIL

**III. Position of Mobilisation and Deployment of Funds(Amount in Rs.Thousand)**

Total Liabilities

212401

Total Assets

212401

**SOURCES OF FUNDS**

Paid-up-Capital

44998

Reserves &amp; Surplus

48766

Secured Loans

115491

Unsecured Loans

1185

**DEFERRED TAX LIABILITIES**

1961

**APPLICATION OF FUNDS**

Net Fixed Assets

31738

Investments

907

Net Current Assets

179756

Misc.Expenditure

NIL

## RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

Accumulated Losses

NIL

### IV. Performance of the Company (Amount in Rs.Thousand) :

Turnover (Gross Revenue)

546283

Total Expenditure

552786

Profit/(Loss) Before Tax

Profit/(Loss) after Tax

+ -

1 - 1

6503

+ -

1 - 1

9325

42

Earning per Share in Rs.(Annualised) Dividend Rate %

NIL

NIL

### V. Generic Name of Three Principal Products/Services of Company: (As per Monetary Terms) :

Item Code No.(ITC Code)  
Product Description

730410.01

STEEL TUBES AND PIPES

Item Code No.(ITC Code)  
Product Description

Item Code No.(ITC Code)  
Product Description

### SIGNED SCHEDULES 1 TO 13.

IN TERMS OF OUR REPORT OF  
EVEN DATE ANNEXED.

For **PRAMOD & ASSOCIATES**  
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

(**HARISH CHAND JAIN**)  
CHAIRMAN & MANAGING DIRECTOR

JAIPUR,

Dated : 12th August, 2009 ( **RAVINDRA RANIWALA** )  
PARTNER

( **SUNIL KUMAR JAIN** )  
DIRECTOR

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

	Year Ended 31-3-2009 (Rs."000)	Year Ended 31.3.2008 (Rs."000)
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax and Extra-ordinary Items	(9601)	5096
Adjustment for:		
Depreciation	3098	2867
Loss on Sale of Fixed Assets	-	107
Investment Income(Interest on Deposits etc.)	(596)	(848)
Interest	13980	12348
Operating Profit before working Capital Changes	6881	19570
Adjustment for:		
Trade and other Receivables	30368	417
Inventories	5919	(20987)
Trade Payables	(58170)	12722
Cash Generated from Operations	(15002)	11722
Interest Paid	(13980)	(12348)
Direct Taxes Paid	(60)	(2400)
<b>Cash Flow before Extra-Ordinary Items</b>	(29042)	(3026)
<b>Extra-Ordinary Items - Revaluation Reserve</b>	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	(29042)	3026
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>		
(Purchase)/Sales of Fixed Assets	(3123)	520
Purchase of Investments	(362)	-
Loss on Sale of Fixed Assets	-	(107)
Interest / Dividends Received	596	848
(Increase)/Decrease in Loans and Advances	(4057)	(5257)
Increase in Interest Accrued on Investment	-	-
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	(1168)	(3996)

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

## C. CASH FLOW FROM FINANCING ACTIVITIES:

Proceeds from issue of Share Capital	-	-
Proceeds from Long Term Borrowings	25461	2634
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>25461</b>	<b>2634</b>
<b>Net Increase/Decrease in Cash and Cash Equivalents</b>	<b>(2413)</b>	<b>(4388)</b>
<b>Cash and Cash Equivalents as at (Opening Balance)</b>	<b>9733</b>	<b>14121</b>
<b>Cash and Cash Equivalents as at (Closing Balance)</b>	<b>7320</b>	<b>9733</b>

Note: Figures in Brackets Represent Outflows.

IN TERMS OF OUR REPORT OF  
EVEN DATE ANNEXED.

For **PRAMOD & ASSOCIATES**  
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

**(HARISH CHAND JAIN)**  
CHAIRMAN & MANAGING DIRECTOR

JAIPUR,

Dated: 12th August, 2009 **(RAVINDRA RANIWALA)**  
PARTNER

**(SUNIL KUMAR JAIN)**  
DIRECTOR

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

**Regd. Office :**

404, Shekhawati Complex, Station Road, Jaipur

PLEASE COMPLETE THIS ATTENDANCE SLIP AS PER THE DETAILS ON THE ENVELOPE AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

I hereby record my presence at the 23rd ANNUAL GENERAL MEETING on Saturday 26th September, 2009 at 10.00 A.M. at "ANOKHA GAON" Near Road No.14, Vishwakarma Industrial Area, Sikar Road, Jaipur.

NAME OF THE SHARE HOLDER/PROXY .....  
(IN BLOCK LETTERS)

SIGNATURE OF THE SHAREHOLDER/PROXY .....

Ledger Folio No. ...., No. of Share held .....

DP Id No. .... Client Id.No. ....

## FORM OF PROXY

# RAJASTHAN TUBE MANUFACTURING COMPANY LIMITED

**Regd. Office :**

404, Shekhawati Complex, Station Road, Jaipur

Ledger Folio No.: .....

DP Id No. ....

Client Id.No. ....

I/We ..... of .....

being a Member/ Members of **Rajasthan Tube Manufacturing Company Limited** here appoint of ..... (or failing him ..... of ..... or failing him ..... of ..... ) as my/our Proxy to attend and vote for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company to be held on Saturday, the 26th September, 2009 at 10.00 A.M. and at any adjournment thereof.

Signed this ..... day of ..... 2009.

Signed by the said .....

One Rupee  
Revenue  
Stamp

**Note :** This Form in order to be effective should, completed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

## **BOOK POST**

*If undelivered please return to :*

**RAJASTHAN TUBE MANUFACTURING COMPANY LTD.**

**404, Shekhawati Complex,**

**Station Road,**

**Jaipur-302006**