

RE-IMAGINE THE WORLD



As far back as 1960, John F Kennedy stated, "the supreme reality of our age is the vulnerability of our planet." Today, various conservative estimates place the sustainability of the earth's resources at no greater than fifty to seventy five years. If that's not a wake up call, then what is?

Man's imagination has catapulted him across astonishingly new frontiers every decade... in industry, in technology and in society. We have come a long way... much further down the road than we ever imagined. But we've been paying a price. And that price is placing our selves – and more importantly – future generations, at risk of inadequate resources to live life to the fullest.

All our progress is meaningless if we continue to dismantle the very home in which we live. The earth is our home and it is the only one we have. The earth is also finite. And that means its resources must be finite too. This is the truth we must be willing to face, consider and act on... today. This is a reality that can no longer be ignored if we care about our children and our children's children. If we ignore this reality any longer, chances are there will be no one to pass the torch to at one of many frontiers we are yet to cross as a civilization.

At SPML, the work we do ensures the environment's resources are utilized in a sustainable manner. Whether it involves channeling water from rivers to taps, bringing light to lakhs of homes, treating industry effluents or setting up the nation's physical infrastructure... our work is rooted in environmental consciousness.

This year, we celebrate the environment and our ongoing efforts as a race to keep the lights on. We encourage you to join hands with us and do your bit to keep those lights on for many more generations. Use water and energy cautiously. Don't litter the environment. Use biodegradable materials.

Treat the planet with love. Together, we can ensure our drive for progress doesn't outstrip our planet's capacity to sustain us. Together we can re-imagine the world.

What can be more important in these times?

Vision & Core Values

SPML Group

Credentials

Financial Highlights

Chairman's Message

Board of Directors

Corporate Information

Directors' Report

Management Discussion and Analysis

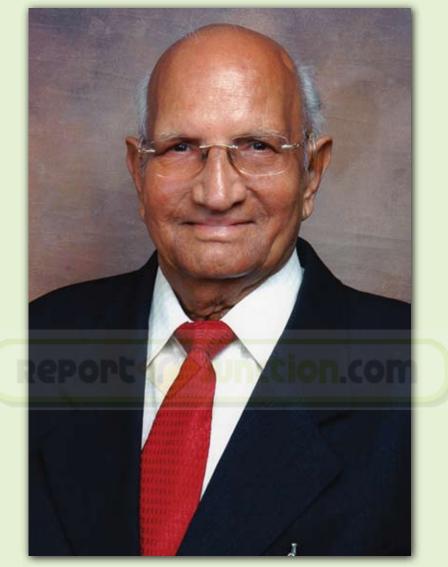
Corporate Governance

Auditors' Report

Accounts

Statements U/S 212

Consolidated Accounts



We are inspired by our guiding light

Shri Punam Chand Sethi Chairman Emeritus

VISION

BUILD WORLD-CLASS INFRASTRUCTURE WITH PASSION AND INNOVATION TO MAKE HUMAN LIFE COMFORTABLE

CORE VALUES

CUSTOMER ORIENTATION WEALTH CREATION EMPLOYEE EMPOWERMENT SYSTEM & PROCESSES TEAMWORK & COOPERATION PROACTIVENESS & INNOVATION

We never know the worth of water till the well is dry.

-Thomas Fuller, Gnomologia, 1732

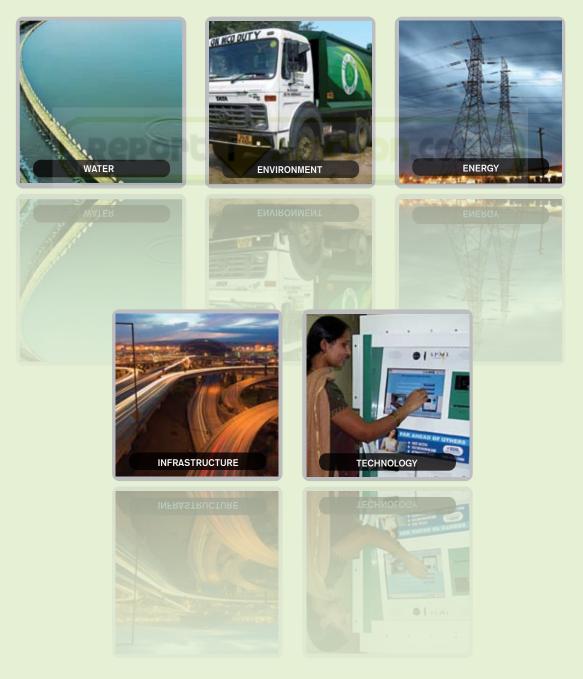


SPML Group Connects to the New Era

Subhash Projects And Marketing Limited (SPML) is a leading infrastructure development company with more than two and half decades of multi-disciplinary experience in Water, Power, Environment, Infrastructure, Manufacturing and Technology. Promoted by the Sethi family, the company that was incorporated in 1981 has evolved today into a multi-faceted conglomerate. SPML was converted as a public limited company in August 1983. An ISO - 9001: 2000 certified company, SPML has executed more than 400 projects across India.

Having established its leadership in the contracting business, SPML has proven business capabilities in the Water, Energy, Environment and Infrastructure domain, on a Public Private Partnership (PPP) & Build-Own-Operate-Transfer (BOOT) basis.

SPML's vision to become a force in the global infrastructure sector is supported by its core strengths - pan India presence, 28 years of experience in turnkey projects, innovative in-house designs and engineering solutions, highly skilled team of over 1500 professionals; complimented by its focus on innovation and cutting edge technology.



Subsidiaries / Associates / Joint Ventures

As on August 2009

Keeping in mind the specific needs of the respective domains; SPML consolidates its strength owing to the below listed group companies, to ensure delivery and business excellence.

SPML Group Companies in Water Sector

SPML Utilities Limited (formerly SPML Water Infra Limited): This holding company spearheads and leads activities pertaining to Integrated Bulk Water supply and Water Management projects through Public Private Partnership (PPP) and Build-Own-Operate-Transfer (BOOT) basis.

Latur Water Supply Management Company Limited: This Special Purpose Vehicle (SPV) leads the activities of the Latur water supply scheme project - Management Contract for 24 by 7 water supply to Latur City. The company is a Joint Venture(JV) between SPML, UPL and Hydro Comp Enterprises, Cyprus.

Hydro-Comp Enterprises (India) Private Limited: The company leads the activities of consulting, implementing and managing integrated water supply and management initiatives in the country. Currently, it is leading a prestigious initiative as the Operator Consultant for the Implementation of 24 x 7 Continuous Water Supply Project under the JNNURM Scheme for Madurai Municipal Corporation. The company is a JV between SPML & Hydro-Comp Enterprises, Cyprus.

SPML Bhiwandi Water Supply Infra Limited: This SPV leads the integrated bulk Water supply and water management project for Bhiwandi-Nizampur City Municipal Corporation under PPP scheme.

SPML Bhiwandi Water Supply Management Limited: This SPV leads the water management for Bhiwandi-Nizampur Municipal Corporation, which comprise the implementation of integrated information system consisting of customer information, operation & maintenance, demand management and network asset management system under PPP.

SPML Group Companies in Energy Sector

SPML Energy Limited: This holding company is managing and executing high value projects under Public Private Partnership (PPP) & Build Own Operate Transfer (BOOT) basis. The company leads the activities of developing, constructing and managing Hydro Power projects in various states across India.

Subhash Kabini Power Corporation Limited (SKPCL): The company leads the development and management of Kabini Hydro Power Project; the 2nd largest private sector mini hydel scheme in Karnataka, with an aggregate capacity of 20 MW and annual generation of approx. 65 MU. SKPCL has a fully-owned subsidiary company by name SPM Holdings Pte. Limited, Singapore.

- Awa Power Company Private Limited
- Binwa Power Company Private Limited
- Iqu Power Company Private Limited
- Luni Power Company Private Limited
- Neogal Power Company Private Limited

The above mentioned SPV's individually lead the development and management of 4.5 MW Mini Hydel Power Generation projects each, under Build Own Operate (BOO) & Design, Construction, Operation (DCO) basis, across the state of Himachal Pradesh.

- Uttarkashi Tons Hydropower Private Limited
- Rupin Tons Power Private Limited
- Tons Valley Power Company Private Limited

The above mentioned SPV's lead the development and management of Mini-Hydel Power Generation projects (Aggregate Capacity of 42 MW) under Build Own Operate (BOO) & Design, Construction, Operation (DCO) basis, in the state of Uttarakhand.

SPML Group Companies in Environment Sector:

SPML Urban Enviro Limited: This holding company spearheads and manages the initiatives pertaining to environmental services in private and public sectors. The company has a presence across the country, providing expert services in the collection, recycling and disposal of solid waste, waste to energy solutions, waste water treatment plants and water & sewer pipeline rehabilitation solutions.

Delhi Waste Management Limited: This SPV is one of India's leading waste management companies, handling Solid Waste Management in Delhi for Municipal Corporation of Delhi. It is responsible for providing services of waste collection, segregation, transportation and waste to resource services to over 5 million people and thousands of business establishments in Delhi. DWM manages 778 waste storage depots, around 80 hydraulic vehicles including compactors, dumper placers and hook loaders and handles approximately 5,40,000 Tons of solid waste annually.

Madurai Municipal Waste Processing Company Private Limited: This SPV is responsible for Survey, Design, Supply and Construction of waste processing and disposal facility of 350 tonnes of waste per day of Madurai, for Madurai Municipal Corporation. It is also responsible to manage an anticipated increase of approx.1000 tonnes of solid waste per day by the term end of the 20 years concession period.

Insituform Pipeline Rehabilitation Private Limited: The company is a JV between SPML and Insituform Technology Inc. USA. It is executing 5 mega-projects for Delhi Jal Board, to rehabilitate medium and large-diameter sewer pipelines with CIPP (Cured In Place Pipe) and other trenchless and non-trenchless technique.

SPML Group Companies in Infrastructure Sector:

SPML Infrastructure Limited: This holding company spearheads, develops and manages infrastructure projects such as Ports, SEZs, Integrated Industrial Townships, Urban Infrastructure, Automated Car Parking solutions, Toll/Link Roads amongst other mega-infrastructure projects.

Pondicherry Port Limited: The company has envisaged a world class deep water port at Puducherry to augment the economic needs and the opportunities available in the region. After completion of the port, it will handle containers, cars, general cargo, edible oil and general passengers. It is a JV between SPML and Om Metals Infraprojects Limited (OMIL).

Sanmati Infradevelopers Private Limited: This is a holding company for Pondicherry SEZ and other mega integrated townships and stand-alone infrastructure development initiatives across India. It is a JV between SPML, OMIL & Urban Ventures.

Pondicherry SEZ Company Limited: The company is developing a Multi-Product Special Economic Zone - an exclusive integrated industrial and residential township, christened as SEZ DE PONDY. The entire project is master planned by internationally acclaimed "Jurong Consultants Pte", Singapore with a well planned development schedule. It will ensure that the "City within City" develops in a planned and phased manner. It is a JV with Pondicherry Industrial Promotion Development and Investment Corporation Limited (PIPDIC).

Jaora-Nayagaon Toll Road Company Private Limited: The company leads the activity of developing a four lane 127 Kms highway between Jaora-Nayagaon for the Madhya Pradesh Road Development Corporation (MPRDC). The project comprises Design, Construction, Finance, Operation and Maintenance on BOOT basis. It is a JV between SPML, SREI Infrastructure Finance Ltd, VIVA Infrastructure Pvt. Limited and PNC Constructions Co. Limited.

Technology:

SPML Technologies Limited: The company is a pioneer in e-payment empowerment solutions. One of its proven solution is the unique multi-functional Anytime/Anywhere Payment Systems/Kiosks (24 hrs x 365 days) for collecting utility payments at user convenience through Cash / Cheque / Demand Draft / Credit / Debit Cards. The company takes care of the complete installation and management of these information touch-point kiosks. Spread over 6 states, the clientele includes Utility providers in the electricity, communication (telephone/broadband), transport / travel (railways / air-travel) and financial / insurance sectors.

Manufacturing:

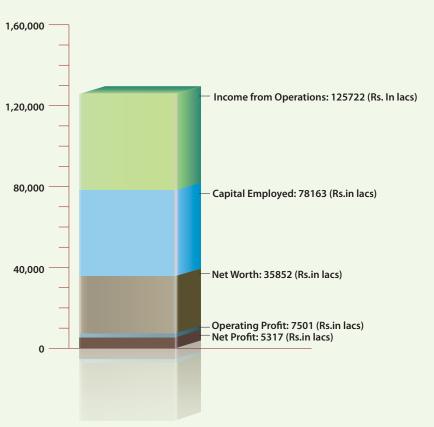
SPML Industries Limited: To meet the growing demand of water supply and irrigation sector, the company ventured into the manufacture of Pre-Stressed Concrete (PSC), Mild Steel (MS) Pipes, Reinforced Cement Concrete (RCC) Poles, Pre-stressed Cement Concrete (PSC) Poles and allied products. It is an ISO 9001-2000 & ISI (product) certified company.

International Alliances / Ventures

- PT Bina Insan Sukses Mandiri (BISM), Indonesia
- SPM Holdings Pte. Ltd., Singapore
- Hydro Comp Enterprises, Cyprus
- Insituform Technologies Inc., USA
- Semitech Innovations Pty Ltd., Australia
- PTVardhaman Mining Services, Indonesia
- PTVardhaman Logistics, Indonesia
- RABAAN (S) Pte Ltd., Indonesia
- PT Sanmati Natural Resources, Indonesia

Credentials & Recognition

- Kabini Mini-hydel (20 MW capacity) plant accorded Enertia Award -Excellence in Project Management in Hydro Power Sector by Enertia Publications, Falcon Media - Year 2008-09
- Ranked at 272 amongst India's 1000 corporate giants based on Net Sales
 Business Standard - Year 2008-09
- Ranked at 308 in the FE500 top 500 companies in India based on composite ranking
 Financial Express - Year 2008-09
- Ranked at 338 amongst the Top 500 Indian Companies
 Economic Times 500 survey Year 2008-09
- Ranked at 217 amongst top Billionaires of the country Business Standard - Year 2007-08
- Rank 1- Fastest Growing Company of the year in the Large Category
 Construction World & NICMAR Year 2007-08
- One of the top 500 companies in India
 Dun & Bradstreet & The Financial Express Year 2007-08



Financial Highlights (2008-09)

Chairman's Message



Dear Stakeholders,

Last year had been a testing time for the industry and SPML; but we as a team have taken this period as a time to retrospect and evolve long term strategies for the organization.

The financial year gone-by can be branded as the year of positive transformation for us at SPML; resource, effort and considerable time has been spent to restructure the various functions of the organization to align with the growth of the company - the sole objective of the initiative was to stay ahead of the curve.

As a preferred growth partner in the domains of Water, Power and Infrastructure; we have been relentlessly bringing value to every project that we have embraced.

The industry growth has been as envisioned and the future is a promise of unlimited opportunity for a company like ours.

We have seen a transition in the size and value of the projects that are being won by the company; from stand-alone package contracts for various infrastructure works to being single point solution providers to large high value comprehensive packages covering towns and cities - making a significant difference in human lives - SPML has definitely evolved in its journey of over two and half decades.

Project wins such as the Comprehensive Integrated Underground Sewerage System for Mira Bhayandar Municipal Corporation or the Sewer rehabilitation works for Delhi Jal Board or the prestigious Pranahitha Chevella Lift Irrigation Scheme from the Irrigation and CAD Department, Government of Andhra Pradesh, are testimony of the high value projects that are being built and managed by SPML.

In the Power domain, from contract projects in the generation, transmission and distribution side, to public private partnerships in Hydel plants across the country, to energy management solutions to utilities and systems integrators, we have seamlessly grown to be an Integrated Solutions Provider.

Further, we are pleased at the progress of our joint venture signature projects in the Infrastructure domain such as the Deep Sea Port and the Special Economic Zone at Pondicherry.

Our key assets - our resource pool of engineers and domain experts continue to ensure that we meet these growth aspirations and realities. As always, we have strived hard to sustain our environment for attracting and retaining the best talent - which is reflected in the way we have been delivering our promises.

The success of all our projects has been thanks to the collaborated efforts of our team. The consistent support that we have received from our stakeholders - esteemed clients, banks, investors, vendors, supply chain, partners, shareholders, media and general public at large, has been phenomenal and an inspiration.

As we tread into the next phase of our growth and destined position in the infrastructure development landscape, we would like to reiterate that though our eyes are always set on the next benchmark, milestone and innovation, our feet are firmly held to the ground, based on core fundamentals, values and ethics.

Arthur C. Clarke said that "The only way of finding the limits of the possible is by going beyond them into the impossible". We at SPML stand inspired and committed to making human lives better with world class infrastructure and a future which ensures sustainable development in the years to come. We believe, together, we can.

Sincerely Anil Kr. Sethi Chairman, SPML