



SUJANA METAL PRODUCTS LIMITED

23rd
ANNUAL
REPORT
2012-2013



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SMART
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Customer Service • Construction • Engineering

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STRUCTURAL
STEEL

CORPORATE INFORMATION

BOARD OF DIRECTORS

CHAIRMAN	:	Shri Y.S. Chowdary
MANAGING DIRECTOR	:	Shri R.K.Birla
DIRECTORS	:	Shri G.Srinivasa Raju Shri S.Hanumantha Rao Shri J. Ramakrishnan* Dr. K.Srinivasa Rao* Dr. V.Malakonda Reddy* Shri Ashok Kumar De*, IDBI Nominee * Independent & Non-Executive Directors

MANAGEMENT COMMITTEE	:	Shri Y.S.Chowdary Shri G.Srinivasa Raju Shri R.K.Birla Shri S.Hanumantha Rao
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AUDIT COMMITTEE	:	Dr.K.Srinivasa Rao Shri S.Hanumantha Rao Dr.V.Malakonda Reddy Shri Ashok Kumar De
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SHARE TRANSFER COMMITTEE	:	Shri Y.S.Chowdary Shri G.Srinivasa Raju Shri R.K.Birla
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SHAREHOLDERS' GRIEVANCES COMMITTEE	:	Shri S.Hanumantha Rao Shri Y.S.Chowdary Shri G.Srinivasa Raju
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REMUNERATION COMMITTEE	:	Dr.K.Srinivasa Rao Shri J.Ramakrishnan Dr. V. Malakonda Reddy
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COMPANY SECRETARY	:	Shri Shaik Ibraheem
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VICE PRESIDENT (FINANCE & ACCOUNTS)	:	Shri Ch. Narayana Rao
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STATUTORY AUDITORS	:	M/s.CRK & Associates Chartered Accountants, Hyderabad
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COST AUDITORS	:	M/s Nageswara Rao & Co Cost Accountants, Secunderabad
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BANKERS	:	Andhra Bank Bank of Baroda Bank of India IDBI Bank Limited Indian Overseas Bank Indian Bank Karnataka Bank Limited State Bank of Patiala Punjab National Bank Lakshmi Vilas Bank Oriental Bank of Commerce
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SUJANA METAL PRODUCTS LIMITED

REGISTERED OFFICE
& CORPORATE OFFICE
WORKS

: Plot No. 41, Nagarjuna Hills, Panjagutta
Hyderabad-500082, Andhra Pradesh

Hyderabad:

- (i) Survey No.296/7/9,
- (ii) Plot No. 4, Survey No.296/7/7, 8 & 11,
- (iii) Survey No. 296/7/7, 296/7/8, 296/7/11,
- (iv) Survey No. 296/7/7, 8 & 11,
IDA Bollaram, Jinnaram Mandal,
Medak District - 502325, (A.P).
- (v) Survey No. 196 & 197, Parigi Road,
Elikatta Village, Shadnagar,
Mahaboobnagar District, Andhra Pradesh.
- (vi) Cut and Bend Division: Survey No. 204,
205 & 206 Elakatta Gram Panchayat,
Farooq Nagar Mandal,
Mahaboob Nagar District-509216,
Andhra Pradesh.
- (vii) Trading Division : Plot No. 4, Survey No.296/7/7A,
IDA Bollaram, Jinnaram Mandal,
Medak District - 502325, Andhra Pradesh.

Chennai :

- (i) Survey No. 204/8B, Manjankaranai Village,
Chengai, M.G.R. District - 620 502, Tamilnadu
- (ii) Plot No. B-20E, SIPCOT IndustrialComplex,
Gummidi Pondi, Chennai, Tamilnadu.

Visakhapatnam:

Sanivada Village, Rajeevnagar, Visakhapatnam-530046.

LISTING

: **Equity**
Bombay Stock Exchange Limited (BSE)
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
National Stock Exchange of India Ltd (NSE)
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.
The Madras Stock Exchange Limited (MSE)
Exchange Building, P.Box 183, 11, 2nd Line
Beach, Chennai – 600 001.
Global Depository Receipts (GDRs)
Luxembourg Stock Exchange,
Societe De La Bourse De Luxembourg,
B.P.165, L-2011, Luxembourg.

REGISTRAR & SHARE TRANSFER
AGENTS

: M/s. Bigshare Services Pvt.Ltd.
306, Right Wing, 3rd Floor, Amrutha Ville,
Opp: Yashoda Hospital, Raj Bhavan Road, Somajiguda,
Hyderabad - 500 082. Phone No : 040 – 2337 4967.
e-mail : bsshyd@bigshareonline.com
Website : www. bigshareonline.com

NOTICE

NOTICE is hereby given that the Twenty Third Annual General Meeting of the members of the Company will be held on Monday, the 30th day of September, 2013 at "Hotel Sitara Residency" Beside Chandana Brothers, Ameerpet, Hyderabad - 500 016, Andhra Pradesh at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013 and the Statement of Profit and Loss Account for the year ended 31st March, 2013 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Dr. K.Srinivasa Rao, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Y. S. Chowdary, who retires by rotation and being eligible, offers himself for re-appointment.
4. To reappoint Statutory Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s CRK & Associates, Chartered Accountants, Hyderabad (Regn. No. 010004S), be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors".

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, read with Schedule XIII and 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 approval of the Central Government, if necessary, Shri

R.K.Birla, Managing Director of the Company be and is hereby re-appointed as Managing Director of the Company for a period of 5(Five) years commencing from 28.01.2013."

"RESOLVED FURTHER THAT Shri S.Hanumantha Rao, Director (Finance) and Shri Shaik Ibraheem, Company Secretary of the Company be and are hereby severally authorized to file necessary forms with Registrar of Companies, to complete all the formalities and compliances and to do all such acts, deeds and things as may be necessary in this regard."

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

"RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, read with Section II of Part II of Schedule XIII and 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 approval of the Central Government, if necessary, the remuneration of Shri R.K.Birla, Managing Director, be fixed on the following terms and conditions, with effect from 01.04.2013 for a period not exceeding three years:

1. Salary : Rs.8,50,000/- per month.
The perquisites are classified into three categories A , B and C as follows:

Category A:

1. Housing:

- (i) The expenditure incurred by the Company on hiring furnished accommodation will be subject to a ceiling of 18% of the salary.
- (ii) In case no accommodation is provided by the Company, the Managing Director shall be entitled to house rent allowance subject to the ceiling laid down in (i) above.

2. **Club Fees:** Fees of Clubs subject to a maximum of one club. This will not include admission and life membership fees.

SUJANA METAL PRODUCTS LIMITED

Category B:

Contribution to provident fund superannuation or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act 1961.

Gratuity payable at a rate not exceeding half a month's salary for each completed year of service subject to a ceiling of Rs.10,00,000/-

Earned/privilege leave:

On full pay and allowances as per the rules of the Company, but not more than 15 days leave for every twelve months of service. Leave accumulated but not availed of will be allowed to be encashed at the end of the tenure.

The aforesaid perquisite stated in Category B will not be included in the computation of the aforesaid ceiling on perquisites.

Category C:

Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be billed by the Company to the Managing Director.

Ceiling:

Subject to the Provisions of Section 198 and 309 and other applicable provisions, if any, of the Companies Act, 1956 when the profits in a financial year are adequate, the remuneration payable by way of salary, perquisites and other allowances shall not exceed five percent of the Company's net profits, provided that if there are more than one managerial person, it shall not exceed ten percent for all of them together in a financial year.

Minimum Remuneration:

In case of loss or inadequacy of profits in any financial year during his tenure as Managing Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Sub-Section 1(C) of Section II of Part II of Schedule XIII to the Companies Act, 1956 as amended from time to time subject to the Compliance thereof but in any event shall not exceed the

remuneration payable when the profits of the Company are adequate.

"RESOLVED FURTHER THAT Shri. S. Hanumantha Rao, Director (Finance) and Shri Shaik Ibraheem, Company Secretary of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies (ROC), to complete all the formalities and compliances and to do all such acts, deeds and things as may be necessary in this regard."

7. To consider and if though fit, to pass with or without modifications, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, read with Section II of Part II of Schedule XIII and 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 approval of the Central Government, if necessary, the remuneration of Shri S.Hanumantha Rao, Director (Finance), be fixed on the following terms and conditions, with effect from 01.04.2013 for the balance tenure of his office:

1. Salary : Rs.1,15,000/- per month

The perquisites are classified into three categories A,B & C:

Category A:

1. Housing: No Housing is provided.
2. Medical Reimbursement: Reimbursement of expenses incurred for self and family subject to a ceiling of Rs.15,000/- in a year or Rs. 45,000/- for a period of three years.
3. Reimbursement of Expenses: Reimbursement of expenses incurred for personal secretary subject to ceiling of Rs.5000/- per month or Rs. 60,000/- per annum.

Category B:

No Contribution to provident fund superannuation or annuity fund.

Gratuity payable at a rate not exceeding half a month's salary for each completed year of service subject to a ceiling of Rs.10,00,000/-

Earned/privilege leave:

On full pay and allowances as per the rules of the Company, but not more than 15 days leave for every twelve months of service. Leave accumulated but not availed of will be allowed to be encashed at the end of the tenure

The aforesaid perquisite stated in Category B will not be included in the computation of the aforesaid ceiling on perquisites.

Category C:

Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be billed by the Company to the Director.

Subject to the Provisions of Section 198 and 309 and other applicable provisions, if any, of the Companies Act, 1956 when the profits in a financial year are adequate, the remuneration payable by way of salary, perquisites and other allowances shall not exceed five percent of the Company's net profits, provided that if there are more than one managerial person, it shall not exceed ten percent for all of them together in a financial year.

Minimum Remuneration:

In case of loss or inadequacy of profits in any financial year during his tenure as Executive Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Sub-Section 1(A) of Section II of Part II of Schedule XIII to the Companies Act, 1956 as amended from time to time subject to the Compliance thereof but in any event shall not exceed the remuneration payable when the profits of the Company are adequate.

"RESOLVED FURTHER THAT Shri.R.K.Birla, Managing Director and Shri Shaik Ibraheem, Company Secretary of the Company be and are hereby severally authorized to file necessary forms with ROC, to complete all the formalities and compliances and to do all such acts, deeds and things as may be necessary in this regard."

8. To consider and if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution through postal ballot:

"RESOLVED THAT pursuant to the provisions of Section 293(1)(a) and other applicable provisions if any of the Companies Act, 1956 any new enactments and amendments thereof and subject to the consent of CDR lenders/CDR EG as may be required , the Board of Directors/Management Committee of the Board of Directors of the Company be and is hereby authorised to transfer by way of slump sale, business sale on "on going concern basis" or any other mode and to lease, mortgage and/or charge in addition to the mortgages/charges created/to be created by the Company in such form and manner and with such ranking and at such time and on such terms as the Board/Management Committee may determine, all or any of the movable or immovable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company together to any of its subsidiaries present and future or to any other body corporate whether registered in India or elsewhere,".

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board/Management Committee be and is hereby authorized to determine the terms and conditions including consideration, mode of transfer and to do all such acts, deeds, matters and things, as it may in its absolute discretion consider necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard thereto".

BY ORDER OF THE BOARD

R.K.BIRLA
MANAGING DIRECTOR

PLACE: Hyderabad
DATE: 13.08.2013

SUJANA METAL PRODUCTS LIMITED

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES DULY STAMPED AND SIGNED MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.
 2. Members/Proxies are requested to bring along with them Annual Reports being sent to them.
 3. The Share transfer books and Register of Members of the Company will remain closed on 26.09.2013 (one day only).
 4. Shareholders desiring any information as regards to the accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.
 5. The Register of Directors' Shareholding maintained under Section 307 of the Companies Act, 1956, will be available for inspection at the venue of the Annual General Meeting of the Company during the Annual General Meeting. The Register of Directors' Shareholding is also available for inspection of the Members at the registered office of the Company, fourteen days before and three days after, the date of the Annual General Meeting of the Company.
 6. The registration of share transfers and other related correspondence will be dealt with by the Company at M/s. Bigshare Services Private Limited of Mumbai, having its branch office at 306, Right Wing, Amruta Ville, Opp: Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad - 500 082.
 7. The shareholders / members of the Company, who are having equity shares of the Company in physical form are advised to get dematerialized of their respective equity shares by way of surrendering their physical share certificates to the Registrar and Share Transfer Agents (RTA) of the Company (i.e., M/s Bigshare Services Pvt. Ltd., Hyderabad) through their respective Depository Participants. The shareholders /members, who are not having demat accounts are requested to open the demat accounts and thereafter approach the RTA for dematerialization of their equity shares.
- Some of the advantages to the investors who are having the shares in demat mode are :
- a. There is no scope of any risk of loss, theft, damage or fraud and bad deliveries are eliminated;
 - b. Shareholders no longer have to wait for the shares transferred in his name. Delay is almost eliminated;
 - c. This system totally eliminates risks associated with loss/fraudulent interception of share certificates in postal transit;
 - d. In the physical mode, shares may only be sold and bought at marketable lot. No such hassle is experienced in the demat mode;
 - e. Genuineness is always guaranteed in the demat mode.
8. Explanatory Statement pursuant to the provisions of Section 173(2) of the Companies Act, 1956 is enclosed.
 9. The resolution in item no 8 is proposed to be passed by the shareholders by way of exercising the voting by them by postal ballot, for which postal ballot form along with instructions and the calendar of events can be found on Page Nos. 109 & 110.
 10. The relevant details of Directors seeking re-appointed under Item Nos. 2 & 3 of this notice as required clause 49 of listing agreements entered with Stock Exchange are also annexed.
 11. The Ministry of Corporate Affairs (MCA) has taken an initiative in respect of 'Green Initiative in the Corporate Governance' by allowing the Companies to send the notices/ documents including annual reports to the members through electronic mode by giving an advance opportunity to the members for registering their e-mail addresses with the Company/Depository from time to time for

receiving the same. In this connection, the members are requested to register their e mail addresses by sending an e-mail with the following details to 'cssmpl@sujana.com' or by visiting our website 'www.sujana.com' or register the same with the Company's Registrar and Share Transfer Agents "Bigshare Services Private Limited".

Name of the member	Son of/ Daughter of/ Wife of	Client ID/ Ledger Folio No.	No. of Shares held	Pan No. (mandatory in case of Demat holders)	E-mail address

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 173(2) OF THE COMPANIES ACT, 1956:

Item No. 5 & 6 :

Shri R.K.Birla, was re-appointed as Managing Director of the Company for a period of 5 years with effect from 28.01.2013. Shri R.K.Birla is an able and efficient person to shoulder the responsibilities and duties of the Managing Director of the Company. Shri R.K.Birla did his Bachelor Degree Course in arts and Master of Business Administration (MBA) from BITS, Pilani.

During the current financial year, your Company has incurred net loss of Rs.20.26 crores. In case of loss or inadequacy of profits in any financial year during his tenure as Managing Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Section II of Part II of Schedule XIII of the Companies Act, 1956 as amended from time to time subject to the Compliance thereof but in any event shall not exceed the remuneration payable when the profits of the Company are adequate.

As per the provisions of Sub-Clause 1(C) of Section II of Part II of Schedule XIII of the Companies Act, 1956, the remuneration payable to the managerial person should not exceed 3 years and prior approval of Central Government is required for payment of remuneration exceeding Rs.400,000/- per month. However, as per Ministry of Corporate Affairs Circular dated: 14.07.2011, no approval of Central Government will be required by the listed companies and their subsidiary companies, which are not having profits or having inadequate profits for payment of remunerations exceeding Rs. 4 lakh p.m., if the managerial person is a professional managerial person and :-

- is not having any direct or indirect interest in the capital of the company or its holding company or through any other statutory structures at any time during last two years before or on the date of appointment and
- is having a graduate level qualification with expert and specialized knowledge in the field of his profession.

Shri R.K.Birla is a professional managerial person with expert and specialized knowledge in the field of his profession. Hence, prior approval of the

SUJANA METAL PRODUCTS LIMITED

Central Government is not required. Approval of shareholders is required to fix the remuneration of Shri. R. K. Birla, Managing Director, for a period not exceeding three Years with effect from 01.04.2013.

Statement as per Sub-Clause C(IV), Section II, Part II of Schedule XIII of the Companies Act, 1956 is as follows:

I. General Information:

- (1) Nature of industry : Iron & Steel Industry.
- (2) Date or expected date of commencement of commercial production : Not applicable (Company is an existing Company).
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : N.A.
- (4) Financial performance based on given indicators :

Particulars	FY 2012-13 (12 months) (Rs in lakhs)	FY 2011-12 (12 months) (Rs in lakhs)	FY 2009-11 (18 months) (Rs in lakhs)
Total Revenue	366527.07	356169.01	426298.83
Total Expenses	368573.19	353637.01	419760.92
Profit/Loss after Tax	(2026.11)	2083.02	3868.69
Dividend Rate	Nil	Nil	Nil

- (5) Export performance and net foreign exchange collaborations. :

Particulars	FY 2012-13 (12 months) (Rs in lakhs)	FY 2011-12 (12 months) (Rs in lakhs)	FY 2009-11 (18 months) (Rs in lakhs)
Export FOB Value	68586.03	27016.91	50894.84
Earnings in Foreign Exchange	68586.03	27016.91	51621.58

- (6) Foreign investments of collaborators, if any. :

Investments in subsidiaries during 2012-13 : Nil

Loans and advances to subsidiaries during 2012-13 : Rs.2607.28 lakhs

Investment in Share capital by Foreign Companies : FII- 3.62%

Foreign Collaborations : None

II. Information about the appointee:

- (1) Background details:

Name of the Director : Shri R.K. Birla

Age : 61 years

Qualification: MBA from BITS Pilani

Expertise and experience in specified functional areas:

He has worked with Poddar Products Limited as Chief Executive for 8 years and later in the year 1992 he joined the Company as Director (Operations). His vast experience in the Steel industry has helped the Company strategically, resulting in the Company to expand rapidly and benefit from key opportunities in the Indian and overseas steel industry.

- (2) Past Remuneration:

As Chief Executive Officer and Managing Director, Shri R.K.Birla has been receiving remuneration as approved by the members at their 22nd Annual General Meeting held on 22nd September, 2012 for the period from 01.11.2011 to 27.01.2013. Your Board of Directors at their meeting held on 13.02.2013 has approved the re-appointment of Shri R.K.Birla as a Managing Director for a period of 5 years w.e.f. 28.01.2013 with the existing remuneration.

- (3) Recognition or awards : Nil
- (4) Job profile and his suitability: Chief Executive Office and Managing Director
- (5) Remuneration proposed : Already given in the resolution.
- (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin).

Shri R.K.Birla has held key positions in the Company ever since his employment in the year 1992. His vast experience in the steel industry has helped the Company strategically, resulting in the Company to expand rapidly and benefit from key opportunities in the Indian and overseas steel industry.

His skill set and his experience places him in a correspondingly equal position to major steel companies in India. Considering the general industry and the specific company profile, the proposed remuneration is in line with the industry levels and that of comparatively placed companies in India.

- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. : Except for receiving remuneration from the Company as Managing Director, Shri R.K.Birla and his relatives had no other pecuniary relationship with the Company.

III. Other information:

- (1) Reasons of loss or inadequate profits : During the current financial year, your Company has incurred net loss of Rs.20.26 crores due to the following reasons:

Due to recent slowdown in the economy, the credit cycle to customers has been stretched and generally there were delays in realization from debtors and still the commitment for payment to creditors/LC was kept, which resulted in mismatch of cash flow.

Power cuts in Andhra Pradesh and Tamil Nadu are hampering the production process forcing the Company to buy private power at high cost. The power cut is imposed in three days in a week.

Political unrest in Andhra Pradesh in the form of Telangana agitation badly affected the working of the units in Bollaram area.

Increase in cost of borrowing due to increase in interest rates charged by Banks.

Delay in Sanction of adequate working capital by Banks. Non Release of working capital sanctioned by the banks. which is severely affecting the operations of the Company.

- (2) Steps taken or proposed to be taken for improvement:

Based on the internal research for reducing the energy cost, the company has taken up modification of the billet charging facilities to 'hot charging' at two of its plants at Shadnagar and Bollaram, Hyderabad. This expected

to reduce significantly the fuel consumption in the reheating furnaces and also reduce burning loss. Simultaneously, investment in balancing equipment is also planned to increase the operating capacities and reduce the operating costs.

- 3 Expected increase in productivity and profits in measureable terms:

Upon completion of the hot charging facilities, the cost of production is expected to come down by 1.5-2% at these two plants. Product rationalization and de-bottlenecking is expected to improve the productivity by about 2% overall.

Therefore, your directors recommend the resolution for your approval.

None of the Directors except Shri R.K.Birla is interested or concerned in the aforesaid resolution.

Item No. 7:

Your Board of Directors in their meeting held on 13.08.2013 had recommended the proposal of enhancing the remuneration of Shri S.Hanumantha Rao, Director (Finance) of the Company and considering the background, competence and experience of Shri S.Hanumantha Rao, Director (Finance) of the Company and also by considering the guidance and advices provided by him during his tenure as Director (Finance) of the Company and in accordance with the provisions of Sections 198, 269, 309 and Section II of Part II of Schedule XIII of the Companies Act, 1956, approval of the shareholders is required for enhancement of his remuneration w.e.f:01.04.2013 for the balance of his office.

Your Directors recommend the resolution for your approval.

None of the other Directors of the Company, except Shri S.Hanumantha Rao, is concerned or interested in the above resolution.

Item No. 8

In order to carry on the business of trading in various commodities including steel and steel related products and the business of manufacturing steel products more efficiently, it is contemplated to transfer the manufacturing facilities of your company to its subsidiaries and/or any other body corporates.