

MARATHWADA REFRACTORIES LIMITED

**31st
ANNUAL
REPORT**

2009 - 2010

MARATHWADA REFRACTORIES LIMITED

BOARD OF DIRECTORS

Shri Sandip Jhunjhunwala
Shri H. B. Belwal
Shri Ashwani Bhatia

BANKERS

Union Bank of India, Aurangabad
Union Bank of India, Delhi

AUDITORS

Khandelwal Jain & Co.
Chartered Accountants, Aurangabad

REGISTERED OFFICE

F-4/1, Chikalhana,
Industrial Area, MIDC,
Aurangabad - 431 210

MARATHWADA REFRACTORIES LIMITED

Regd. Office: F- 4/1, Chikalthana, Industrial Area, MIDC, Aurangabad – 431 210

NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting of the Company will be held at its Registered Office at F- 4/1, Chikalthana, Industrial Area, MIDC, Aurangabad – 431 210 on Thursday, the 30th day of September, 2010 at 11.30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Profit and Loss Account for the year ended 31st March 2010, the Balance Sheet as at that date and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director, in place of Shri H. B. Belwal who retires at the forthcoming Annual General Meeting and being eligible offers himself for reappointment and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED that Shri H. B. Belwal be and is hereby appointed as a Director of the Company, liable to retire by rotation."

3. To appoint auditors and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as **ORDINARY RESOLUTION**:

"RESOLVED that pursuant to the provisions of Section 264(2), 266(1)(a) and other applicable provisions, if any, of the Companies Act, 1956, Shri Sandip Jhunjunwala, be and is hereby appointed as a Director of the Company liable to retire by rotation."

For **MARATHWADA REFRACTORIES LIMITED**

Place: New Delhi
Dated : 07.08.2010

H B Belwal
Director

NOTES:

- a) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, on a poll, in his/her stead and that the proxy need not be a member of the company. Proxies in order to be effective must be deposited at the Registered Office of the Company at least 48 hours before the commencement of the meeting.
- b) The Register of Members and share transfer books will remain closed from 16.09.2010 to 30.09.2010 (both days inclusive).
- c) The shares of the Company are registered in electronic form with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) under the ISIN- INE347D01011. The Members are requested to correspond with "M/s Link Intime India Private Limited" (formerly M/s Intime Spectrum Registry Limited), A-40, 2nd Floor, Naraina Industrial Area, Near Batra Banquet Hall, New Delhi - 110028, Registrar and Share Transfer Agent of the Company, to render services for share transfers in both physical and electronic segments and any other matter relating to their shares.
- d) Members are requested to notify immediately the change in their address, if any, to the Registrar and Share Transfer Agent / Registered Office or Head Office of the Company. Any communication with the Company will be greatly facilitated, if the Folio Number is quoted in all the correspondence.

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

Item No. 4

Shri Sandip Jhunjhunwala was appointed as an Additional Director of the Company w.e.f. 30.10.2009. Pursuant to the provisions of Section 260 of the Companies Act, 1956, Shri Sandip Jhunjhunwala holds the office upto the date of forthcoming Annual General Meeting. The Company has received a notice pursuant to Section 257 of the Companies Act, 1956 together with requisite deposit from a shareholder of the Company proposing the appointment of Shri Sandip Jhunjhunwala as a Director of the Company. Shri Sandip Jhunjhunwala has given a declaration in terms of Section 274 (1)(g) of the Companies Act, 1956 that he is not disqualified to be appointed as a Director of the Company.

Copy of the declaration received from Shri Sandip Jhunjhunwala and the notice under section 257 of the Companies act, 1956 are available for inspection at the Registered Office of the Company during all working hours upto the date of the meeting.

Apart from Shri Sandip Jhunjhunwala, no other Director is concerned or interested in the resolution.

For MARATHWADA REFRACTORIES LIMITED

Place: New Delhi
Dated: 07.08.2010

**H B Belwal
Director**

MARATHWADA REFRACTORIES LIMITED

DIRECTORS' REPORT

To,
The Members,
Marathwada Refractories Limited

Your Directors have pleasure in presenting the **Thirty First Annual Report** of your Company together with audited Accounts and Balance Sheet for the year ended 31st March, 2010.

1. Financial Results:

Particulars	Year ended 31.03.2010	Year ended 31.03.2009
Profit before Prior Period Items & Taxation	8109471	11082002
Add/(Less):		
Prior Period Items:		
Sales Tax	(7364477)	-
ESIC	(168678)	-
Others	-	(2400)
Refund of Income Tax - earlier year	-	2249394
Add/(Less): Provisions		
Income tax - earlier year	-	(6109)
Income Tax - current year	-	(3513986)
Deferred Tax Liability	173386	(23578)
Fringe Benefit Tax	-	(3028)
Profit after taxation	749702	9782295
Add: Profit brought forward	94684396	84902102
Balance carried to Balance Sheet	95434098	94684396

2. Operations:

During the year under consideration the company has earned income mainly from interest and dividend as it has already closed manufacturing operations at Aurangabad.

The execution of conveyance deed in respect of assignment of leasehold rights for the land situated at F-4/1, MIDC, Chikalhana, Aurangabad, in favour of Goldendreams Technopark Pvt. Ltd. in terms of agreement dated 19.12.2007, under which possession of the property has already been handed over by the Company to the buyer in earlier year, is still pending.

3. Dividend:

Your Directors have decided not to recommend dividend on shares.

4. Particulars under the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988:

A. Conservation of energy:

There is no manufacturing activity carried out during the year.

B. Foreign Exchange Earning and Outgo:

There are no foreign exchange earnings or outgoes.

5. Public Deposits:

The Company has not accepted any deposit within the meaning of section 58 A of the Companies Act, 1956.

6. Particulars of Employees:

None of the employees are covered under the provisions of Section 217 (2A) of the Companies Act, 1956.

7. Directors:

Shri H. B. Belwal retires by rotation and is eligible for reappointment. Shri V. D. Jhunjhunwala has resigned from the Board of Directors of the Company with effect from 28.10.2009.

Shri Sandip Jhunjhunwala has been appointed as Additional Director of the Company with effect from 30.10.2009, till the conclusion of next Annual General Meeting of the Company. Notice pursuant to Section 257 of the Companies Act, 1956 has been received from a member of the Company, proposing the candidature of Shri Sandip Jhunjhunwala as Director of the Company at the ensuing Annual General Meeting.

8. Listing of Shares:

In terms of clause 31 of the listing Agreement as amended it is confirmed that the shares of the Company are listed at the Bombay Stock Exchange & the Calcutta Stock Exchange Association Limited and the necessary listing fees have been paid.

9. Compliance Certificate

In terms of the proviso to Section 383A of the Companies Act, 1956, Compliance Certificate obtained from Shri B.D. Tapriya, a Company Secretary in practice, for the year ended 31st March, 2010, is annexed.

10. Director's Responsibility Statement:

The Directors confirm

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures.
- ii) that Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at 31st March 2010, and of the profit or loss of the Company for that year;
- iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding assets of the Company and preventing and detecting fraud and other irregularities;
- iv) that the directors have prepared the annual accounts on a going concern basis.

11. Auditors:

M/s Khandelwal Jain & Co., Chartered Accountants, retiring auditors, have advised that they are willing to be re-appointed as Auditors of the Company pursuant to section 224(1B) of the Companies Act, 1956. The Board recommends their appointment. The observations of the Auditors in their report are self-explanatory.

12. Disclosure of names of constituents of "Group" pursuant to Regulation 3 (1)(e)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.

"Shri M.H. Dalmia, Shri M.H. Dalmia (HUF), Smt. Abha Dalmia, Mridu Hari Dalmia Parivar Trust; Shri Gaurav Dalmia, Shri Gaurav Dalmia (HUF), Smt. Sharmila Dalmia, Sharmila Dalmia Parivar Trust, Km. Devanshi Dalmia, Km. Aanyapriya Dalmia, Mst. Aryaman Hari Dalmia, Devanshi Trust, Aanyapriya Trust, Aryaman Hari Trust, Smt. Kanupriya Somany, Kanupriya Trust Two, Kanupriya Parivar Trust, Shri R.H. Dalmia, Shri R.H. Dalmia (HUF), Smt. Padma Dalmia, R. H. Dalmia Trust, Raghu Hari Dalmia Parivar Trust, Smt. Shripriya Dalmia Thirani, Smt. Anuradha Jatia, Anuradha Dalmia Trust, Km. Vrinda Dalmia.

Swank Services Ltd., National Synthetics Ltd., First Capital India Ltd., Landmark Property Development Company Ltd., Kabirdas Investments Ltd., Dalmia Agencies Pvt. Ltd., Satya Miners & Transporters Ltd., Himalayan Natural Products Ltd., Hari Machines Ltd., Dapel Investments Pvt. Ltd., Kiran Resources Ltd."

For and on behalf of the Board of Directors

Place: New Delhi

Date : 07.08.2010

**H. B. Belwal
Ashwani Bhatia
Directors**

B.D.TAPRIYA
LL.B., FCS,
Company Secretary

COMPLIANCE CERTIFICATE

CIN:L26900MH1979PLC021846

To,
The Members,
Marathwada Refractories Limited
F-4/1, Chikalthana, Industrial Area, MIDC,
Aurangabad – 431 210

I have examined the registers, records, books and papers of Marathwada Refractories Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2010. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company and its agents, I certify that in respect of the aforesaid financial year:-

1. The company has kept and maintained all registers as stated under, as per the provisions and the rules made thereunder and all entries therein have been duly recorded –
 - i) Register of Members u/s 150 & 151 (through the Registrar & Transfer Agent of the Company);
 - ii) Register of Share Transfer u/s 108(1-A) (through the Registrar & Transfer Agent of the Company);
 - iii) Register of issue of Duplicate Share Certificates (through the Registrar & Transfer Agent of the Company)
 - iv) Books of Accounts u/s 209;
 - v) Register of Contracts in which Directors are interested u/s 301;
 - vi) Register of Directors u/s 303;
 - vii) Register of Directors Shareholding U/s 307;
 - viii) Minutes book of Meetings of Board of Directors and Shareholders;
 - ix) Register of investments u/s 372A
 - x) Register of Directors Attendance in Board Meeting and shareholders attendance in General meetings.
2. The company has duly filed the forms and returns as stated under, with the Registrar of Companies:
 - i) Form 32 u/s 303(2);
 - ii) Annual Accounts U/s 220;
 - iii) Compliance Certificate U/s 383A; and
 - iv) Annual Return u/s 159.
3. The Company is a Public Limited Company and its paid-up capital is Rs.70 lacs. During the year, the Company: –
 - a) has not invited to subscribe for its shares;
 - b) has not invited or accepted any deposits from public.
4. The Board of Directors of the Company duly met on following dates:
Date of Meetings of Board / Committee
 - i) 26.05.2009
 - ii) 24.07.2009
 - iii) 30.10.2009
 - iv) 29.01.2010

5. The Company closed its Register of Members from 16th September, 2009 to 30th September, 2009 during the year.
6. The Annual General Meeting for the financial year ended on 31.3.2009 was held on 30th September, 2009.
7. No extraordinary general meeting was held during the financial year.
8. The Company has not advanced any loan to its directors and/or persons or firms or companies referred in Section 295 of the Act.
9. The Company has not entered into any contract covered under the provisions of Section 297 of the Act.
10. The Company has complied with the requirements of Section 301 of the Act.
11. The provisions of Section 314 of the Act were not applicable to the Company during the financial year.
12. The Company has not issued any duplicate share certificates.
13. The Company has:
 - i) Received shares for transfer/transmission during the year. The Company has delivered all the Certificates on the lodgment of Shares for transfer/transmission/ consolidation/split of Shares as per record of RTA.
 - ii) Not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - iii) Not posted warrants to any member of the Company as no dividend was declared during the financial year.
 - iv) No amounts unpaid in dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and hence transferring of the same to the Investor Education and Protection Fund does not arise.
 - v) Duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors is duly constituted and appointment of all directors has duly been made.
15. The Company has not appointed any Managing Director/Whole-time Director/Manager.
16. No sole selling agent has been appointed.
17. The Company was not required to obtain any approval from Central Government, Company Law Board, Regional Director, Registrar or such other authorities as prescribed under various provisions of the Act.
18. The Directors duly disclosed their interest in other firm/companies during the financial year 2009-10 and that is duly recorded in the register kept for that purpose.
19. The Company has not issued any shares.
20. The Company has not bought back any shares.
21. The Company has not issued any preference shares.
22. The Company was not required to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not taken deposits under the provisions of Section 58A and 58AA read with the Companies (Acceptance of Deposit) Rules, 1975/the applicable directions issued by the Reserve Bank of India/ any other authority.
24. No amount has been borrowed by the Company from Directors, members, Public Financial institutions, banks and others during the financial year ending 31st March, 2010.

25. The Company has made loan to other bodies corporate during the financial year in compliance of the Act.
26. The Company has not altered the provision of Memorandum with respect to situation of the Company's Registered Office from one state to another during the year under scrutiny after complying with the provisions of the Act.
27. The Company has not altered the provision of Memorandum with respect to objects of the Company during the year under scrutiny after complying with the provisions of the Act.
28. The company has not altered the provisions of the Memorandum of Association with respect to name of the company during the year under scrutiny.
29. The Company has not altered the provision of Memorandum with respect to share capital of the Company during the year under scrutiny after complying with the provisions of the Act.
30. The Company has not altered its Articles of Association during the year under scrutiny.
31. There was no prosecution initiated against or show cause notice received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year, for the offences under the Act.
32. No amount has been received as security from its employees during the year.
33. The Company has deposited contribution to Provident Fund with the prescribed authorities pursuant to Section 418 of the Act.

Place: Delhi
Date: 08.06.2010

Name : **B.D. Tapriya**
C.P. No.2059

MARATHWADA REFRACTORIES LIMITED
AUDITORS' REPORT

To,
The Shareholders,
Marathwada Refractories Limited.
Aurangabad.

We have audited the attached Balance Sheet of Marathwada Refractories Limited as at 31st March, 2010 and also the annexed Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Statement on the Companies (Auditor's Report) Order, 2003 issued by the Government of India in terms of sub section (4A) of Section 227 of the Companies Act, 1956, on the basis of such checks as considered appropriate and according to the information and explanation given to us during the course of the audit, we give in the Annexure hereto a statement on the matters specified in Paragraphs 4 and 5 of the Order.
2. Further to our comments in the annexure referred to in paragraph 1 above we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by the report are in agreement with the books of accounts;
 - d) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956, to the extent applicable;
 - e) On the basis of our review of the confirmations received from the companies in which the directors of the Company are directors and the information and explanations given to us, none of the directors of the Company are disqualified under section 274 (1) (g) of the Companies Act 1956, from being appointed as director;
 - f) In our opinion, and to the best of our information and according to the explanations given to us, the said financial statements give the information required by the Companies Act, 1956 in a manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
 - i. in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010;
 - ii. in the case of the Profit and Loss Account, of the Profit of the year ended on that date; and
 - iii. in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For Khandelwal Jain & Co.
Firm Registration No. : 105049W
Chartered Accountants

G.M.Bothara
Partner
Membership No. 16119

Place : Aurangabad
Date : 09 August, 2010

MARATHWADA REFRACTORIES LIMITED
ANNEXURE TO AUDITORS' REPORT

Annexure to Auditors' Report of even date referred in Paragraph (1) therein

- i) The nature of the Company's Business during the year is such that clause (ii), (viii), (x), (xi), (xii), (xiii), (xv), (xvi), (xvii), (xviii), (xix) and (xx) of CARO are not applicable.
- ii) In respect of fixed assets:
 - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
 - (c) The fixed assets not utilized in business activity have been disposed off during the year.
- iii) In respect of loans, secured or unsecured, to or from companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956, according to the information and explanations given to us:
 - (a) The company has granted loan to one party. At the year-end, the outstanding balance of such loan aggregated Rs. NIL (number of parties-one) and the maximum amount involved during the year was Rs. 915/- Lacs.
 - (b) The rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the company.
 - (c) The Receipt of principal amount & interest has during the year been regular.
 - (d) There is no over due amount in respect of loans granted to the company listed in the register maintained under Section 301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control procedure, commensurate with the size of the Company and the nature of its business, for the sale of fixed assets.
- v) In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanation given to us:
 - (a) The particulars of contracts or arrangements referred to in Section 301 that needed to be entered into the Register maintained under the said Section have been so entered.
 - (b) As explained to us, each of these transactions has been made at prices which are reasonable having regard to the prevailing market price at the relevant time.
- vi) According to the information and explanations given to us, the Company has not accepted any deposits covered under the provisions of Section 58A and 58AA of the Companies Act 1956 and rules framed there under.
- vii) In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.
- ix) The Company is regular in depositing undisputed statutory dues including Provident fund, Employees State Insurance, Income Tax, Sales Tax, Cess and any other statutory dues with appropriate authorities.
- xiv) The company is holding shares and securities as investments. Proper records have been maintained of the transactions and contracts and timely entries have been made therein. The company in its own name has held the shares and other securities.
- xxi) During the year the company has no notice or no reported case of any fraud on or by the company.

For KHANDELWAL JAIN & CO.
Firm Registration No. : 105049W
CHARTERED ACCOUNTANTS

G.M. BOTHARA
Partner
Membership No. : 16119

Place : Aurangabad
Date : 09 August, 2010

MARATHWADA REFRACTORIES LIMITED
Balance Sheet as at 31st March,2010

Particulars	Schedule	As at 31.03.2010 (Rs.)	As at 31.03.2009 (Rs.)
I. SOURCES OF FUNDS			
1 Shareholders' Funds:			
a) Capital	1	7000000	7000000
b) Reserves & Surplus	2	101457911	100708208
2 Deferred Tax Liability (Net)		2008	175394
		108459918	107883602
II. APPLICATION OF FUNDS:			
1 Fixed assets			
a) Gross Block	3	1627754	1680914
b) Less: Depreciation		1603260	1631768
c) Net Block		24,493	49142
2 Investments	4	20769	20769
3 Current Assets, Loans and Advances	5		
a) Sundry Debtors		626729	626729
b) Cash and Bank Balances		104954625	106302411
c) Loans and Advances		2970785	991340
		108552139	107920480
Less: Current Liabilities & Provisions	6		
a) Current Liabilities		112038	86764
b) Provisions		25445	20025
		137483	106789
Net Current Assets		108414656	107813691
		108459918	107883602
Notes Forming Part of accounts	10		

As per our report of even date attached
For Khandelwal Jain & Co.
Firm Registration No.: 105049W
Chartered Accountants

For and on behalf of the Board of Directors

G.M. Bothara
Partner
Membership No. 16119

H. B. Belwal
Ashwani Bhatia
Directors

Place: Aurangabad
Date : 09 August 2010

Place : New Delhi
Date : 06.08.2010

MARATHWADA REFRACTORIES LIMITED
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010

Particulars	Schedule	As on 31.03.2010 Rs.	As on 31.03.2009 Rs.
INCOME			
Interest (Gross)		6775889	10776987
(TDS Rs.13,15,380/-; Previous Year 24,42,366/-)			
Dividend		1819204	765512
Other Income	7	88461	535839
Profit on Sale of Fixed Assets		187554	111783
		8871108	12190121
EXPENDITURE			
Administrative & Other Exp.	8	750433	1095309
Depreciation	3	11204	12811
		761637	1108120
Profit before Prior Period Items		8109471	11082002
<u>Less: Prior Period Items</u>			
- Sales Tax for earlier year		(7364477)	0
- ESIC for earlier year		(168678)	0
- Others		0	(2400)
Profit before taxation		576316	11079602
Add: Income Tax Refund of Earlier Year		0	2249394
Provison for Taxation			
Income Tax for earlier year		0	(6109)
Income Tax		0	(3513986)
Deferred Tax (Liability) / Asset		173,386	(23578)
Fringe Benefit Tax		0	(3028)
Profit after taxation		749702	9782295
Add: Profit brought forward		94684396	84902102
Balance carried to Balance Sheet		95434098	94684396
Basic & Diluted Earning per Share		1.07	13.97
Notes Forming part of accounts	10		

As per our report of even date attached
For Khandelwal Jain & Co.
Firm Registration No.: 105049W
Chartered Accountants

For and on behalf of the Board of Directors

G.M. Bothara
Partner
Membership No. 16119

H. B. Belwal
Ashwani Bhatia
Directors

Place: Aurangabad
Date : 09 August 2010

Place : New Delhi
Date : 06.08.2010

MARATHWADA REFRACTORIES LIMITED
SCHEDULE FORMING PART OF BALANCE SHEET

Particulars	As at 31.03.2010	As at 31.03.2009
	Rs.	Rs.
<u>SCHEDULE-1: SHARE CAPITAL:</u>		
Authorised		
850000 Equity Shares of Rs. 10/- each	8500000	8500000
15,000 11% Redeemable Cumulative Preference Shares of Rs. 100/- each.	1500000	1500000
	10000000	10000000
<u>SCHEDULE-2: RESERVES & SURPLUS:</u>		
15% Central Invest. Subsidy	1500000	1500000
Investment Allowance Utilised	1523812	1523812
Capital Redemption Reserve	1000000	1000000
General Reserve	2000000	2000000
Profit & Loss A/c	95434099	94684396
	101457911	100708208
<u>SCHEDULE-4: INVESTMENTS (At Cost)</u>		
QUOTED:-	Face Value Rs.	
4000 Equity Shares of 10/- each of APT Packaging Ltd. # (Formerly known as Anil Chemicals and Industries Ltd.)	4000	
		16000
100 Equity Shares of Rs. 10/- each of Machhar Industries Ltd. (Formerly Machhar Infrastructure Ltd.)#	1000	
		4000
50 Equity Shares of 10/- each of Raasi Refractories Ltd.	500	
		469
50 Equity Shares of 10/- each of Ispat Industries Ltd. (Formerly known as Nippon Denro Ispat Ltd.)	500	
		300
		20769
Book Value of Quoted Investments	20769	20769
Market Value of Quoted Investments	6682	5425
# Market value not available, hence Face Value taken.		
<u>SCHEDULE-5: CURRENT ASSETS, LOANS AND ADVANCES</u>		
a) Sundry Debtors		
(Unsecured, Considered Good)		
(Outstanding for a period exceeding 6 Months)	626729	626729
Maximum outstanding during the year Rs. 626729/- (Previous Year Rs. 626729/-)		
	626729	626729

MARATHWADA REFRACTORIES LIMITED
SCHEDULE FORMING PART OF BALANCE SHEET

b) Cash and Bank Balance		
Cash on Hand	10435	6781
Cheques in Hand	0	90709409
Balances with Scheduled Banks - In Current Account	104944190	15586221
	104954625	106302411
c) Loans And Advances		
Advance to Staff and other receivables (Considered Good)	20536	23330
Deposits	24010	24010
Refund due - FBT (A.Y.09-10)	972	972
Refund due - FBT (A.Y.07-08)	0	8140
Refund due - FBT (A.Y.08-09)	27	27
Income Tax Refund Due (A.Y.08-09)	6480	6480
Income Tax Refund Due (A.Y.09-10)	928380	928380
Advance Tax & TDS (A.Y.10-11)	1990380	0
	2970785	991340
SCHEDULE-6: CURRENT LIABILITIES & PROVISIONS		
A) Current Liabilities:		
i) Other Liabilities	100469	73566
ii) Statutory Liabilities	11569	4753
iii) Payable to Directors (Maximum amount outstanding during the year Rs.8445/-) (Previous Year Rs.8445/-)	0	8445
	112038	86764
B) Provisions:		
Provision for Gratuity	25445	20025
	25445	20025

SCHEDULE - NO. 3 : FIXED ASSETS

Sr. No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As on 1/4/2009	Addition/ during the year	Sales/ Transfer during the year	Total as on 31/3/2010	Upto 31/03/2009	For the year	Adjustment for Transfer Sales during the yr.	Total upto 31/3/2010	As on 31/3/2010	As on 31/3/2009
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
1.	Building	53160	0	53160	0	39188	528	39716	0	0	13792
2.	Plant & Machinery	1048030	0	0	1048030	1028748	7713	0	1036461	11569	19282
3.	Furniture & Fixtures	574724	0	0	574724	559954	2673	0	562627	12096	14770
4.	Vehicle	5000	0	0	5000	3882	289	0	4171	828	1118
	Total	680914	0	53160	1627754	1631772	11204	39716	1603260	24493	49142
	Previous year	703164	10645	32895	1680914	1638633	12811	19672	1631772	49142	64531

MARATHWADA REFRACTORIES LIMITED

SCHEDULE FORMING PROFIT & LOSS ACCOUNT

Particulars	Year ended 31/03/2010 Rs.	Year ended 31/03/2009 Rs.
SCHEDULE NO.7		
Other Income:		
House Rent from Others	0	2100
Other Misc. Receipts	79358	27877
Sundry Balances written up	0	250
Interest on IT Refund	510	500388
Profit on Redemption of Units	8593	5224
	<hr/>	<hr/>
	88461	535839

SCHEDULE NO.8

ADMINISTRATIVE & OTHER EXPENSES

Salaries and Wages etc.

-Salaries, Wages and Bonus	126086	120025
-Contribution to ESI, PF & etc.	13226	14772
-Gratuity	5420	3914
-Ex-Gratia	44000	0
Water & Electricity Charges	1921	- 0
Rates and Taxes	7568	58529
Office expenses	17063	24000
Printing & stationery	11085	9380
Traveling expenses	22605	22411
Auditors' Remuneration	36123	36123
Advertisement & Publicity	62479	44250
Telephone & Telex	17069	29422
Postage & telegram	9462	5457
Legal Expenses	85296	306
Professional Charges	179132	141791
Professional Tax (Company)	2500	2500
General Expenses	23748	14557
Sales Tax	0	112715
Miscellaneous Expenses	1250	2794
Conveyance charges	12475	9517
Filing & Listing Fees	19409	28998
BSE reinstatement charges	0	361400
Bank charges	16517	16398
Office Rent	36000	36050
	<hr/>	<hr/>
	750433	1095309

SCHEDULE – 10: NOTES FORMING PART OF ACCOUNTS:

Notes Annexed to and forming part of the Balance Sheet as at 31-03-2010 and Profit and Loss Account for the year ended on that date:

1. Corresponding figures of the previous year have been regrouped to confirm with this year's grouping wherever necessary.
2. CONTINGENT LIABILITY NOT PROVIDED FOR IN RESPECT OF:

Particulars	Current Year Rs.	Previous Year Rs.
Claims against the Company not acknowledged as debts - Kalpana Enterprises	50580	50580

3. Writ/petitions filed by the Company in the Aurangabad bench of Hon' ble Bombay High Court regarding Sales tax demands of the Sales tax Department & Octroi Refunds claims of the Company have been withdrawn and sales tax liability as per the Maharashtra Sales Tax Amnesty Scheme was paid by the Company in full and final settlement.
4. The information pursuant to part II of Schedule VI.

Particulars	Current Year (Rs.)	Previous Year (Rs.)
A. CLAUSE 4A	Nil	Nil
B. CLAUSE 4B		
PAYMENT TO AUDITORS		
a) Audit Fees	16706	16706
b) Tax audit fees	5464	5464
c) Taxation matters	11088	11088
d) Management services	2865	2865
C. CLAUSE 4C	Nil	Nil
D. CLAUSE 4D	Nil	Nil

As per our report of even date attached
For Khandelwal Jain & Co.
Chartered Accountants

G.M. Bothara
Partner
Membership No. 16119

Place: Aurangabad
Date: 09 August 2010

For and on behalf of the Board of Directors

H. B. Belwai
Ashwani Bhatia
Directors

Place: New Delhi
Date : 06 August 2010

MARATHWADA REFRACTORIES LIMITED

SIGNIFICANT ACCOUNTING POLICIES:

A) Accounting Convention:

The financial statements are prepared under the historical cost convention on an accrual basis of accounting and in accordance with the standards on accounting issued by the Institute of Chartered Accountants of India and referred to in section 211 (3C) of the Companies Act, 1956.

B) Fixed Assets:

Fixed Assets are stated at historical cost. Historical cost is inclusive of pre-operative expenses, installation cost, duties and taxes and other incidental expenses incurred towards acquisition and installation of Fixed Assets reduced by CENVAT of excise duty available.

C) Depreciation:

- i) The Company follows the written down value method of depreciation.
- ii) The rates of depreciation charged on all fixed assets are in accordance with the notification dated 16th December, 1993 issued under Companies Act., 1956.
- iii) On assets sold, discarded etc. during the year depreciation is not provided during the year of sale/ discarded

D) Investments:

Investments are stated at cost of acquisition

E) Deferred Tax Liability:

The Deferred tax charge or credit and the corresponding deferred tax liability or asset are recognised using the tax rates have been enacted or substantively enacted by the balance sheet date. The company recognized the deferred tax liability on date of balance sheet as per Accounting Standard 22 issued by the Institute of Chartered accountants of India.

As per Accounting Standard (AS) 22 being mandatory an amount of Rs.1,73,386/- (Previous year 23578/-) has been credited (Previous Year debited) to profit and Loss Account as deferred tax liability.

F) Contingencies and Events Occurring After the Date Of Balance Sheet:

- i) Accounting for contingencies (gains and losses) arising out of contractual obligation are made only on the basis of mutual acceptance.
- ii) Material events occurring after the date of balance sheet are considered up to the date of adoption of the Accounts.

G) Gratuity:

Provision for gratuity is made on accrual basis for one employee presently working with the company.

H) Leave Encashment:

There is only one employee. As per terms of appointment there is no entitlement of Leave encashment.

l) Other Accounting Policies:

- i) These are consistent with the generally accepted accounting practices.
- ii) The outstanding balance of Debtors, Creditors, Deposits and advances are subject to confirmation.
- iii) In the opinion of the Board and to the best of their knowledge and belief the value on realisation on current assets, loans and advances in the ordinary course of business is not less than the amount at which they are stated in the Balance Sheet.

**As per our report of even date attached
For Khandelwal Jain & Co.
Chartered Accountants**

**G.M. Bothara
Partner
Membership No. 16119**

**Place: Aurangabad
Date: 09 August 2010**

For and on behalf of the Board of Directors

**H. B. Belwal
Ashwani Bhatia
Directors**

**Place: New Delhi
Date : 06 August 2010**

MARATHWADA REFRACTORIES LIMITED

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I) Registration Details			
Registration No. 21846 State Code (Refer Code List) 0011			
Balance Sheet	31	03	2010
	Date	Month	Year
II) Capital raised during the year (Amount in Rs. Thousand)			
Public Issue		Right Issue	
Nil		Nil	
Bonus Issue		Private Placement	
Nil		Nil	
III) Position of Mobilization and Deployment of Funds (Amount in Rs. Thousand)			
Total Liabilities	108460	Total Assets	108460
<u>Sources of Funds</u>			
Paid up Capital	7000	Reserve & Surplus	101458
Secured Loan	Nil	Unsecured Loans	NIL
Deferred Tax Liabilities	2		
<u>Application of Funds</u>			
Net Fixed Assets	24	Investments	21
Net Current Assets	108415	Misc. Exps.	Nil
Accumulated Losses	Nil		
IV) Performance of Company (Amount in Rs. Thousand)			
Turnover	8871	Total Expenditure	8295
Profit before tax	576	Profit after tax	750
Earning per share			
in Rs.	1.07	Dividend	Nil
V) Generic Names of three Principal Products/ Services of Company (as per monetary terms)			
item code No (ITC Code)		320201000	
product Description		i) Managesite Ramming Mass	
Item Code No. (ITC Code)		320201008	
Product Description		ii) Magnesia Carbon Bricks	
Item Code No. (ITC Code)		320201008	
Product Description		iii) Chemically Bonded Steel clad Bricks	

For and on behalf of the Board of Directors

**H. B. Belwal
Ashwani Bhatia
Directors**

Place: New Delhi

Date: 06 August, 2010

MARATHWADA REFRACTORIES LIMITED
CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2010

PARTICULARS	As at 31st March 2010 Rs.	As at 31st March 2009 Rs.
Net Profit/Loss before Taxes & Prior period items	8,109,471	11,082,002
Add : Depreciation	11,204	12,811
Sundry Balances W/off	-	741
Reinstatement Charges	-	361,400
Payment to DIC under Protest	-	51,171
Central Excise Balance w/f	-	5,424
Loss on sales of Fixed Assets	11,204	431,547
Less : Dividend on Investment	1,819,204	765,512
Interest Earned	6,775,889	10,776,987
Profit on Sale of fixed assets	187,554	111,783
Profit on Redemption	8,593	5,224
Sundry Balances W/up	-	250
Operating Profit /(Loss)	8,791,240	11,659,756
A. ADJUSTMENTS FOR WORKING CAPITAL CHANGES	(670,565)	(146,208)
(Increase) / Decrease in Trade and Other receivable	-	(224,749)
(Increase)/Decrease loans & Advances	2,794	(80,008,283)
(Increase)/Decrease Other Current Assets	-	(366,147)
(Decrease) / Increase in Trade Payables	25,274	97,891
(Decrease) / Increase in provision for Gratuity	5,420	(3,914)
Cash generated from operations	33,488	(80,505,202)
Add : Interest	6,775,889	10,776,987
Less : Sales Tax / ESI etc., for earlier year	(7,533,155)	(2,400)
Less : Taxes Paid (Net)	(1,982,240)	(2,458,081)
Net Cash (Utilised) / Generated in Operating Activities	(3,376,583)	80,358,994
B. CASH FLOW FROM INVESTMENT ACTIVITIES		88,675,500
Sale of Fixed Assets	201,000	121,000
Profit on Redemption	8,593	-
Purchase of Fixed Assets	-	(10,645)
Sale/ Purchase of Investment in ICICI Income Plan (net)	-	16,048,755
Dividend on Investment	1,819,204	765,512
Net Cash Generated from Investing Activities	2,028,797	16,924,622
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(Decrease) in Unsecured Loans	-	6,945
Reinstatement charges	-	(361,400)
Cash used for financing activities	-	(354,455)
Net Change in Cash and Cash Equivalents	(1,347,786)	105,245,667
Cash and Cash Equivalents Closing Balance	104,954,625	106,302,411
Cash and Cash Equivalents Opening Balance	106,302,411	1,056,744
	(1,347,786)	105,245,667

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal Jain & Co.

Firm Registration No.: 105049W

Chartered Accountants

G.M. Bothara

Partner

Membership No. 16119

Place: Aurangabad

Date: 09 August 2010

H. B. Belwal
Ashwani Bhatia
Directors

Place: New Delhi

Date : 06 August 2010

MARATHWADA REFRACTORIES LIMITED

F-4/1, Chikalhana, Industrial Area, MIDC, Aurangabad – 431 210

PROXY FORM

Folio No.....

No. of Shares.....

I/We, of in the District of being member/members of the above company, hereby appoint Sh. / Smt. of in the district of as my/our proxy to vote for me/us on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Thursday, the 30th day of September, 2010 at its Registered Office at F-4/1, Chikalhana, Industrial Area, MIDC, Aurangabad – 431 210 at 11.30 A.M. and any adjournment thereof.

Agenda Item No.	Vote* In favour	Vote* Against
1		
2		
3		
4		

Affix
Revenue
Stamp

Signed this day of 2010

Signature.....

Note: * Please tick (✓) in this column wherever applicable

The form should be signed across the stamp as per specimen signature with the Company. The proxy form must reach the Registered Office of the Company not less than 48 hours before the time fixed for holding the aforesaid meeting.

MARATHWADA REFRACTORIES LIMITED

F-4/1, Chikalhana, Industrial Area, MIDC, Aurangabad – 431 210

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

#Folio No.....

No. of Shares.....

Name of the Member.....

(In block letters)

Name of the Proxy.....

(if any)

I hereby record my presence at the 16th Annual General Meeting of the Company on Thursday the 30th day of September, 2010 at F-4/1, Chikalhana, Industrial Area, MIDC, Aurangabad – 431 210 at 11.30 A.M.

.....
Signature of the Member/Proxy's

#ADMISSION SLIPS WITHOUT THIS INFORMATION WILL NOT BE ACCEPTED.