



Nitin Alloys Global Limited

27th Annual Report

2009-2010

Board of Directors

Mr. Nirmal B. Kedia	–	Chairman
Mr. S. L. Agarwal	–	Wholetime Director
Mr. Nitin S. Kedia	–	Director
Mr. Deven M. Doshi	–	Director
Mr. Arvind B. Jalan	–	Director

Bankers

State Bank of India
Indian Overseas Bank

Auditors

Jajodia & Company
Chartered Accountants

Legal Advisors

Narayanan & Narayanan
Advocate & Solicitor

Office

Prestige Precinct, 3rd Floor,
Almeida Road, Thane (West),
Thane – 400 601

Works

Plot No. 183/1, Surangi, Silvassa,
Dadra & Nagar Haveli – 396 230

Registrar & Share Transfer Agent

Sharex Dynamic (India) Pvt. Ltd.
Unit No. 1, Luthra Industrial Premises,
Andheri-Kurla Road, Safed Pool,
Andheri (East), Mumbai – 400 072

NOTICE

Notice is hereby given that the **Twenty Seventh Annual General Meeting** of the **Nitin Alloys Global Limited**, the Company will be held at **Hotel Sharranam**, Eastern Express Highway, Service Road, Near New R.T.O. Opp. Ramkrishna Nagar, Thane (West) – 400 604 on **Tuesday the 10th August, 2010 at 10.30 a.m.**, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2010 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Deven M. Doshi who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Nitin S. Kedia who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.
5. To consider, discuss, approve and / or pass any other matter with the permission of chairman of the meeting.

Special Business:

6. To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:
 - a) "RESOLVED THAT pursuant to the provisions of Section 314 and other applicable provisions, if any, of the Companies Act, 1956 and rules and regulations there under, or any statutory modification(s) or any amendment or substitution or re-enactment thereof, consent of the Company be and is hereby accorded to appointment of Mr. Nipun Kedia (a relative of Company's Director Mr. Nitin Kedia) to hold and continue to hold an office or place of profit in the Company as a Director, for a monthly salary of Rs. 22,000/- (Rs. Twenty Two Thousand only) and other allowances, perquisites, benefits, and other amenities, with effect from 1st June, 2010."
 - b) "RESOLVED FURTHER THAT the Board and is hereby authorized to settle any question, difficult or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto."

By Order of the Board of Directors

Nirmal B. Kedia
Chairman

Thane, the 15th July, 2010

Notes:

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be the member of the Company. Proxies, in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, partnership firms etc., must be backed by appropriate resolution / authority as applicable, issued on behalf of the nominating organization.
2. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.
3. Members who hold shares in dematerialised form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their folio number on attendance slip while attending the Meeting.
4. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. The Company's Register of Members and share transfer books will remain closed from **3rd August, 2010 to 10th August, 2010** both days inclusive.
6. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Share Registrar of the Company.
7. Shareholders desiring any information as regards 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.

By Order of the Board of Directors

Nirmal B. Kedia
Chairman

Thane, the 15th July, 2010

Explanatory Statement:
(Pursuant to section 173(2) of the companies Act, 1956)

Mr. Nipun Kedia (a relative of Company's Director Mr. Nitin Kedia) has completed his Mechanical Engineering in the year 2008 from the Carnegie Mellon University, of Pittsburgh in U.S.A. The Board of Directors of the Company at its meeting held on 31st May, 2010 had approved, subject to the approval of the shareholders of the Company, the appointment of Mr. Nipun Kedia (a relative of Company's Director Mr. Nitin Kedia) as a Director of the Company with effect from 1st June, 2010, on the following remuneration structure.

Particulars	Amount in Rs.	
	Per month	Per annum
Basic Salary	22,000	264,000
House Rent Allowance	11,000	132,000
Conveyance Allowance	3,000	36,000
Medical Reimbursement	2,000	24,000
Special Allowance	2,000	24,000
Provident Fund Contribution	2,640	31,680
Total	42,640	511,680

In terms of section 314(1)(B) of the Companies Act, 1956, appointment of a relative of the Directors of a Company shall not hold any office or place of profit in that Company unless the same is approved by the shareholders by a Special Resolution at their meeting. Approval of the Central Government shall not be required for appointment of Mr. Nipun Kedia, under section 314(1B) of the Companies Act, 1956 and Director's Relatives (Office or Place of Profit) Rules, 2003, as the monthly remuneration payable to him does not Exceed Rs. 50,000/- (Rs. Fifty Thousand Only).

Accordingly, approval of the shareholders is sought under section 314 and any other applicable provisions, if any, of the Companies Act, 1956, for appointment of Mr. Nipun Kedia to hold an office or place of profit as a Director, with effect from 1st June, 2010.

Your Directors recommend the Special Resolution set out in the notice under Item No. 6 for approval of the shareholders.

Except Mr. Nitin Kedia, Director of the Company may be deemed to be interested or concerned in the Special Resolution under item no. 6, except as a member, if any, of the Company.

Directors' Report

To,
The Members,
Your Directors have the pleasure in submitting the **Twenty Seventh Annual Report** on the business and operation of the Company along with the Audited Accounts for the financial year ended 31st March, 2010.

Financial Result

The performance of the Company for the financial year ended 31st March, 2010 is summarized below:

Particulars	Rupees in Lacs	
	Current Year	Previous Year
Total Income	2,660.79	4,406.29
Total Expenditure	2,343.92	4,050.06
Profit before Depreciation & Taxes	316.87	356.23
Provision for Depreciation	83.78	80.70
Profit before Taxes	233.09	275.53
Provision for Taxes including FBT & Deferred Tax	78.35	93.50
Profit after Taxes	154.74	182.03
Add : Balance brought forward from previous year	863.53	681.50
Balance carried to Balance Sheet.	1,018.27	863.53

Global Economy

The slowdown in the global economy especially with respect to US still facing the heat all over the world, our country and industry also has felt the cascading effect of the same. The growth momentum in industry has been slow, as consumer and business sentiment has weakened.

Business Results

During the year under review, your Company has registered a turnover of Rs. 2,660.79 Lacs as against Rs. 4,406.29 Lacs in the previous year. The Profit before taxes are Rs. 233.09 Lacs and profit after taxes are Rs 154.74 Lacs.

The decrease in turnover was due to the fall in the price of raw material and due to the global slowdown. In fact the performance of company has improved in terms of profitability margin due to effective cost controls.

Dividend

Your Directors have not recommended any payment of dividend during the financial year ended 31st March, 2010. Your Directors are of the opinion that plough back of profit into the business will reward share holders suitably in future.

Listing of Shares and Dematerialization

The Company's shares are listed and traded at Bombay Stock Exchange (BSE) and its scrip code is 508875 and ISIN No. INE861H01012

Safety

The Management is committed to ensure safety of its employees, plant and community at all its operations. The safety Management system has been established, communication, involvement, motivation, skill development, training and health have been identified as the key drivers for safe working environment. These initiatives have resulted in reducing the injuries and lost time significantly.

Future Outlook

The Management of the Company is of the opinion that the future outlook is bright for sustaining the growth in the current year. Your Company has already established its position in the market and does expect better results.

Fixed Deposit

During the year under review, the Company did not raise funds by way of fixed deposits and, as such, no amount of principal or interest was outstanding as on the balance sheet date.

Environment Protection and Pollution Control

The Company has always been socially conscious corporate, and has always carried forward all its operations and procedures following environment friendly norms with all necessary clearances. Your Company has taken the following steps towards environment and Ecological balance in manufacturing of Castings.

- Continuous plantation activities in and around the Factory as usual has helped in keeping the environment pollution free.

Industrial Relation

Cordial industrial relation and improvement in production were maintained at the Company's plant. The management appreciates the support of employees at all level and looks forward to their full co-operation and involvement in years to come.

Directors

In pursuant to the provisions of the Companies Act, 1956 and the Articles of Associations of the Company, Mr. Deven M. Doshi and Mr. Nifin S. Kedia retires by rotation and being eligible, offer themselves for re-appointment. Further with a view to broad base its board the company has appointed Mr. Nipun N. Kedia as Director of the Company.

Internal Audit System

The Company's internal Auditors had conducted periodic audit to provide reasonable assurance that the Company's established policies and procedure have been followed.

Internal Control System and its Adequacy

The Company has a proper and adequate internal control system for all its activities including safeguarding and protecting its assets against any loss from its unauthorized use or disposition. All transaction are properly documented, authorized, recorded and reported correctly. The Company has well defined Management Reports on key performance indicators. The systems are reviewed continuously and its improvement and effectiveness is enhanced based on the reports from various fields. Normal foreseeable risks to the company's assets are adequately covered by comprehensive insurance.

Particulars of Employees

In terms of the provisions of Section 217(2A) of the Companies Act, 1956 and the Companies (Particulars of Employee) Rules, 1975, names and other particulars of the employees are required are not given as none of the employee is covered under the said provisions of the act.

Conservation of Energy and Technology Absorption and Foreign Exchange Earning & Outgo

The company has taken all possible measures for the conservation of energy by undertaking melting operations in consolidated and economical lot sizes for optimum utilizations of furnace.

The Company's in-house Research and Development Department is engaged in continuous up-gradation to take up the changing market demand and this has been well appreciated by the user industries. The Company has adopted modern technology in expansion of the capacity which has provided cost reduction and improvement in manufacturing processes to maintain highest standard in quality and customer satisfaction.

The information regarding the foreign exchange earnings and outgo is contained in note no. (i) of Schedule 18 to the Notes to Accounts.

Auditors' Report

The auditors' report is self explanatory. It does not require any comment as there is no qualification in reports.

Code of Conduct

In terms of requirement of Clause 49 of the Listing Agreement, the Company has received certificate from all its senior management personnel and member of the Board about the compliance of code of conduct as laid down by the Board.

Directors' Responsibility Statement

Pursuant to Section 217(2AA) of the Companies Act, 1956 the Directors, subscribe to the Directors Responsibility statement and Confirm as under:

- (i) That in presentation of the Annual Accounts, applicable accounting standards has been followed.

- (ii) That the accounting policies have been consistently applied and reasonable, prudent judgment and estimates are made so as to give a fair view of the state of affairs of your Company as at 31st March 2010.
- (iii) That the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of your company and for preventing and detecting frauds and other irregularities.
- (iv) That the annual accounts of your company have been prepared on going concern basis.

Auditors

M/s. Jajodia and Company, Chartered Accountants, Statutory Auditor of the Company, holds office until the conclusion of the ensuing Annual General Meeting and is recommended for re-appointment and to fix their remuneration. Certificate from the Auditors has been received to the effect that their re-appointment, if made, would be within the limits prescribed under section 224(1B) of the Companies Act, 1956.

Acknowledgements

The Directors wish to convey their appreciation to all of the Company's employees for their enormous personal efforts as well as their collective contribution to Company's record performance.

The Directors would also like to thank shareholders, customers, dealers, suppliers, bankers, financial institutions, Government authorities and all other business associates for the continued support given by them to the company and their confidence in management.

By Order of the Board of Directors

Thane, the 31st day of May, 2010

Nirmal B. Kedia
Chairman

Management Discussions and Analysis forming part of Directors' Report for the year ended 31st March, 2010.

Industry Structure and Development

The Company caters the need of core sector industries like Cement, Fertilizer, Iron & steel, Petrochemical and Engineering Industries etc. The customer base of Company is wide on selective basis hence it has been able to perform with better margin despite lower turnover.

Opportunities & threats

The Company's main thrust is to satisfy the requirement of existing and potential customer in timely manner and at reasonable price. The Company does not foresee any threat, as Company is working with modern technology and continues on development of quality products as per the need of market to averse the risk of slow down.

Outlook

The industrial indices of industry have started showing signs of recovery. The industry is on the path of recovery due to fiscal measures announced by the Government. The chances of achieving the desired growth rate is almost certain as the sectors served by your Company is on the right track of growth. With better cost control and management, the company expects better performance.

Risk and Concerns

The Company considers good corporate governance as a pre-requisite for meeting the needs and aspiration of its shareholders. The main risk to the Company which may arise is mainly due to Government policies and decisions, Fluctuations in prices of Raw materials, Exchange rate fluctuations, Industries demand etc.

Segment or Product wise Performance

The Company is operating in one segment known as Alloys Steel Castings in the range of static and centrifugal. The product wise comparison is not possible as every product is specific as per order and to the size, shape and alloy mix. Therefore performance of the Company has to be seen in overall manner.

Internal control System and their Adequacy

The Company has developed adequate internal control system commensurate to its size and business. The Company has appointed Internal Auditors, an outside independent agency to conduct the internal audit to ensure adequacy of internal control system, compliance of rules and regulations of the country and adherence to the management policies.

Financial Performance with respect to Operational Performance

The Company has registered a turnover of Rs. 2,660.79 Lacs and Profit before depreciation and tax of Rs. 316.87 Lacs. The depreciation provided during the year was Rs. 83.78 Lacs and provision for taxes was Rs 78.35 Lacs, the Net Profit for the year after tax was Rs. 154.74 Lacs.

Goal

The goal is to align all sections of the organization internally to generate even better customer value propositions and returns for share holders.

Human Resources

During the year, Company maintained harmonious and cordial industrial relations. No man days were lost due to strike, lock out etc.

Disclosure by the Senior Management Personnel i.e. one level below the board including all HOD's

None of the senior Management Personnel has financial and commercial transaction with the Company, where they have personal interest that would have a potential conflict with the interest of the Company at large.

Cautionary statement

The statements in this management discussion and analysis describing the outlook may be "forward looking statement" within the meaning of applicable laws and regulations. Actual result might differ substantially or materially from those expected due to the developments that could affect the company's operations. The factors like significant change in political and economic environment, tax laws, litigation, technology, fluctuations in material cost etc. may deviate the outlook and result.

Report on Corporate Governance forming part of Directors' Report

A Brief Statement on Company's' philosophy on code of Corporate Governance

The Philosophy of the Company in relation to Corporate Governance is to ensure transparent disclosures and reporting that conforms fully to law, regulations and guidelines, and to promote ethical conduct throughout the organization with the primary objective of enhancing shareholders value while being a responsible corporate citizen.

The Company firmly believes that any meaningful policy on the Corporate Governance must provide empowerment to the executive management of the Company and simultaneously create a mechanism of checks and balance which ensures that the decision making power vested in the executive management are used with care and responsibility to meet shareholders aspirations . The Company is committed to attain the highest standard of Corporate Governance.

Board of Directors

The total strength of the Board as on 31st March, 2010 was five Directors as detailed herein below:

Sr. No.	Name	Designation	Category (Wholetime / Executive / Non Executive / Independent)
1	Mr. Nirmal B. Kedia	Chairman	Executive
2	Mr. S. L. Agarwal	Whole-time Director	Whole time
3	Mr. Nitin S. Kedia	Director	Executive
4	Mr. Arvind B. Jalan	Director	Independent-Non Executive
5	Mr. Deven M. Doshi	Director	Independent- Non Executive

Board Meetings and Annual General Meeting

During the financial year 2009-10, Seven Board Meeting were held on 15th April, 2009, 20th June, 2009, 30th June, 2009, 31st July, 2009, 31st August, 2009, 31st October, 2009, 30th January, 2010, and the Annual General Meeting was held on 16th July, 2009.

The attendance of each Director in the Board Meeting and Annual General meeting is detailed herein below.

Sr. No.	Name of Directors	No. of meetings held during the tenure of Director in FY 2009-10	No. of Board Meetings attended during FY 2009-10	Attendance at the AGM held on 16-07-2009
1	Mr. Nirmal B. Kedia	3	3	Yes
2	Mr. S. L. Agarwal	7	4	Yes
3	Mr. Nitin S. Kedia	7	4	No
4	Mr. Arvind B. Jalan	7	7	Yes
5	Mr. Deven M. Doshi	7	4	Yes

As per clause 49 the above details are required to be disclosed for the following three committees

- 1) Audit Committee
- 2) Shareholders / Investors Grievance Committee
- 3) Remuneration Committee

None of the Director of the Board is a member of more than ten Committees and Chairman of more than five committees as per clause 49(IV)(B) across all companies in which they are Directors.

Board Committees

The Company in conformity with code of corporate Governance has constituted the following committees:

Audit Committee as at 31st March, 2010

The Details of Audit Committee meetings held and attended by the all Committee Members are as under.

The Audit committee comprises of three Directors and four meetings were held on 17th April, 2009, 23rd July, 2009, 21st October, 2009, and 17th January, 2010

Sr. No.	Name of Director	Category	No. of Audit Committee Meetings held in tenure	No. of Audit Committee Meetings attended
1	Mr. Nirmal B. Kedia	Chairman	1	1
2	Mr. Deven M. Doshi	Independent Director	4	4
3	Mr. S. L. Agarwal	Whole time Director	4	4

Brief Terms of Reference of Audit Committee

The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial reports and other financial information provided by the Company to any Govt. body or to the investors or public; the Company's system of internal controls regarding finance, accounting and legal compliances that Management and the Board have established.

Shareholders/Investors Grievance Committee

The Shareholders/Investors Grievance Committee comprises of three Directors and one meeting was held on 20th June, 2009

Sr. No.	Name of Director	Category	No. of Meetings held in tenure	No. of Meetings attended
1	Mr. S. L. Agarwal	Whole time Director	1	1
2	Mr. Deven M. Doshi	Independent Director	1	1
3	Mr. Arvind Jalan	Independent Director	1	1

In accordance with the Authority Granted by the Board of Share Transfer Committee, Mr. Sadashiv R. Sapaliga, deals with the following matters concerning shareholders once in a month.

Details of complaints received and redressed during the financial year ended 31st March, 2010

There were no complaints received during the financial year ended 31st March, 2010 and none of the complaints pending to be resolved.

The Board has consented to the understanding that complaints of non receipt of Annual Report will not be treated as Complaints under clause 49(g)(iii), as the Company's Liability is discharged when the relevant articles are posted at the last known address of the investor. And that in the above cases the letters received from the investors will be serviced in addition to the responsibility under clause 49 of the Listing Agreement as investor friendly measure beyond the legal obligation

Remuneration Committee

The Company is managed by the Board of Directors, a committee of Directors comprising of Mr. Nitin S. Kedia, Mr. S. L. Agrawal and Mr. Arvind B. Jalan.

Remuneration Policy

The meeting of the Remuneration Committee takes place as and when necessary. Within the overall limit fixed as per the Company Act and shareholders, the Board decides the remuneration of Executive Directors taking the performance into consideration so as to induce the concerned executive to put their best.

Sitting Fees

The Company has no provision of sitting fees to the Board of Directors and hence not paid any fees for attending each meeting of Audit Committee.

General Meetings

Location and Time of last three Annual General Meetings

Sr.	Financial year	Location	Day/ Date	Time	No. of Special Resolutions
1	2006-2007	Thane	Saturday, 14-07-2007	11.30 a.m.	2
2	2007-2008	Thane	Tuesday, 12-08-2008	10.30 a.m.	Nil
3	2008-2009	Thane	Thursday, 16-07-2009	11.00 a.m.	2

Extra Ordinary General Meeting(s) (EGMs)

During the year no Extra Ordinary General Meetings of the members of the Company was held.

Disclosures

Related Party Transactions

Related Party Transactions under clause 49 of the Listing Agreements are defined as the transaction of the Company of a material nature, with its promoters, the Directors or the management, their Subsidiaries or relatives etc that may have potential conflict with the interest of the Company at large.

Among the related party transactions are the contracts or arrangements made by the Company from time to time with companies in which the directors are interested. All these contracts or arrangements are entered in the Register of Contracts under section 301 of the Companies Act, 1956 and the register is placed before the Board from time to time. There were no material transactions with related parties during the year 2009-10 that are prejudicial to the interest of the Company.

Statutory Compliance

There has been no non compliance of the provisions / requirements of Stock Exchanges / SEBI or any other statutory authority on any matter relating to capital market.

General Shareholders Information

Means of Communication

The financial results are taken on record by Board of directors and submitted to Stock Exchange in terms of clause 49 of the Listing Agreement and published in "Free Press" and "Navshakti" news papers.

The Management Discussion and Analysis Report is Attached with the Director's Report in this 27th Annual Report of the Company delivered to the shareholders.

Annual General Meeting:

Date and time	:	10 th August, 2010, at 10.30 A.M.
Venue	:	Hotel SHARANAM, Eastern Express Highway, Service Road, Opp. Ramakrishna Nagar, Thane (West) – 400 604
Financial Year	:	Year ending 31 st March, 2010
Dates of Book Closure	:	3 rd August, 2010 to 10 th August, 2010 Both days inclusive
Listing on Stock Exchange	:	The Bombay Stock Exchange Ltd
Stock Codes (for shares)	:	508875

Market Price Data

Month - Year	High Rs.	Low Rs.
Apr, 2009	39.45	30.65
May, 2009	34.05	28.10
Jun, 2009	42.60	33.50
Jul, 2009	48.40	34.75
Aug, 2009	56.00	43.00
Sep, 2009	43.50	37.35
Oct, 2009	39.15	36.00
Nov, 2009	34.25	32.55
Dec, 2009	43.35	32.45
Jan, 2010	80.95	45.50
Feb, 2010	77.00	44.90
Mar, 2010	54.00	42.45

Distribution of share holding as on 31st March, 2010

Category (Amount)	No. of Shareholders	Percentage	No. of Shares	Percentage
Upto-5000	366	79.57	69,050	4.92
5001-10000	43	9.35	35,550	2.53
10001-20000	15	3.26	23,600	1.68
20001-30000	3	0.65	7,150	0.51
30001-40000	7	1.52	24,750	1.76
40001-50000	3	0.65	13,900	0.99
50001-100000	1	0.22	7,000	0.50
100001-Above	22	4.78	1,223,000	87.11
Total	460	100.00	1,404,000	100.00

Category of Shareholders as on 31st March, 2010

	Category	No. of Shares Held	% of Shareholding
A	Promoter's holding		
1	Promoters		
	- Indian Promoters	542450	38.64
	- Foreign Promoters	Nil	
	Sub - Total	542450	38.64
B	Non - Promoter's holding		
2	Institutional Investors		
a	Mutual Funds and UTI	Nil	
b	Banks, Financial Institutions	Nil	
c	Insurance Companies / Central / State Govt. Institutions / Non-government Institutions / Venture Capital Funds	Nil	
d	FII's (Including ADB holding)	Nil	
	Sub-Total		
3	Others		
a	Private Corporate Bodies	146850	10.46
b	Indian Public	714050	50.86
c	NRI's /OCB's(Including GDFI)	300	0.02
d	Any other (Clearing Members & Trusts)	350	0.02
	Sub-Total	861550	61.36
	GRAND TOTAL	1404000	100

Dematerialization of Shares and Liquidity

92.60% of the Company's shares capital is held in dematerialised form as on 31st March, 2010. The Company's shares are frequently traded on Bombay Stock Exchange Limited.

Plant Location

Plot No. 183/1, Surangi, Silvassa, Dadra & Nagar Haveli – 396 230

Address for Correspondence

Prestige Precinct, 3rd Floor, Almeida Road, Thane (West), Thane – 400 601

Address for Correspondence for Share related work

Registrar & Share Transfer Agent Sharex Dynamic (India) Pvt. Ltd. Unit No. 1, Luthra Industrial Premises, Andheri-Kurla Road, Safed Pool, Andheri (East), Mumbai – 400 072

Email Id of Investor's Complaint: naglmum@gmail.com

Declaration by the Managing Director under clause 49 of the Listing agreement regarding compliance with Code of Conduct

In accordance with Clause 49 1(D)(ii) of the Listing Agreement with the Stock Exchange, I hereby confirm that ,all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct ,as applicable to them , for the Financial year ended 31st March, 2010.

For Nitin Alloys Global Limited

For Nitin Alloys Global Limited

**S. L. Agarwal
Wholetime Director**

**Ashwini Pareek
Manager-Accounts & Finance**

Thane, the 31st day of May, 2010

Certification by Wholetime Director and Senior Management Officer Pursuant to Clause 49 of the Listing Agreement

We, Mr. S. L. Agrawal, Wholetime Director and, Mr. Ashwini Pareek, Manager-Accounts & Finance, in our capacity as Senior Management Executive respectively of the Company hereby certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March 2010 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the Auditor's and the Audit committee:

- a) significant changes in internal control over financial reporting during the year ;
- b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
- c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Nitin Alloys Global Limited

For Nitin Alloys Global Limited

**S. L. Agarwal
Wholetime Director**

**Ashwini Pareek
Manager-Accounts & Finance**

Thane, the 31st day of May, 2010

Auditor's Certificate on Compliance with the conditions of Corporate Governance under clause 49 of the Listing Agreements

To the Shareholders of Nitin Alloys Global Limited

1. We have examined the compliance of conditions of Corporate Governance by Nitin Alloys Global Limited ("the Company") for the year ended 31st March, 2010, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.
2. The Compliance of Conditions of the Corporate Governance is the responsibility of the Company's management. Our examination was limited to the review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.
3. In our opinion and to the best of our information and according to the explanation given to us, we certify that Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
4. 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 Jajodia & Company
Chartered Accountants

Dinesh Jajodia
Proprietor
Membership No. 101008
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

Auditors' Report

The Members,
Nitin Alloys Global Limited
Thane

- 1) We have audited the attached Balance Sheet of **Nitin Alloys Global Limited** as at 31st March 2010, and the related Profit and Loss Account and Cash Flow Statement for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the management of the Company. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with the 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 mis-statements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of The Companies Act, 1956' and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in the attached **Annexure** a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4) Further to our comments in the Annexure referred to in paragraph 3 we report as follows:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purpose of 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 and Profit and Loss Account and Cash Flow statement dealt with by this report are in agreement with the books of account ;
 - d) In our opinion, the Balance Sheet and the Profit and Loss Account and Cash Flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - e) Based on the written representations made by the Directors as on 31st March, 2010 and taken on record by the Board of Directors of the Company and the information and explanations given to us, none of the directors is, as on 31st March, 2010, prima-facie disqualified from being appointed as 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 explanations given to us, the said financial statements read together with the significant accounting policies and notes thereon, give the information required by the Companies Act, 1956, in the manner so required and present a true and fair view in conformity with the generally accepted accounting principles in India:
 - (i) In the case of Balance Sheet of the state of affairs of the Company as at 31st March, 2010;
 - (ii) In the case of Profit and Loss Account of the profit of the Company for the year ended on that date.
 - (iii) In the case of the Cash Flow statement, of the cash flows for the year ended on that date.

For Jajodia & Company
Chartered Accountants

Dinesh Jajodia
Proprietor
Membership No. 101008
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

Annexure to the Auditors' Report
Referred To in Paragraph 3 of our Report of Even Date

1. As per the information and explanations given to us, the Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
2. We have been informed that the respective heads of the department at reasonable intervals conducted physical verification of fixed assets. In respect of assets physically verified, the details has been compared with the books records and discrepancies noticed thereof were not material and have been properly dealt with in the books of accounts.
3. Substantial parts of the fixed assets have not been disposed of during the year so as to affect its going concern.
4. As explained to us, the management at regular intervals during the year has physically verified inventories.
5. The procedures explained to us, which are followed by the management for physical verification of the inventories, are in our opinion, reasonable and adequate in relation to the size of the company and the nature of its business.
6. The Company is maintaining proper records of the inventories. As explained to us and according to the records produced to us for our verification, discrepancies, which were noticed on physical verification of inventories, as compared to book records, have been properly dealt with in the books of account.
7. The Company has maintained necessary records to show full particulars of loans accepted and granted to/from companies, firms or other parties listed in the register maintained u/s 301 of the Companies Act, 1956. As there is no stipulation regarding repayment of principal and payment of interest, there are no overdue amounts of loans more than one lacs rupee.
8. According to information and explanations given to us by the management of the Company, the terms and conditions of such loans given and taken are prima-facie not prejudicial to the interest of the company.
9. In our opinion, and according to the information and explanations 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 stores, raw material including components, plant and machinery, equipments and other assets and for the sale of goods. During the course of our audit we have not observed any major weakness in internal control.
10. In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
11. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements and exceeding the value of Rupees Five lacs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
12. In our opinion and according to the information and explanations given to us by the Company, the provision of section 58A and section 58AA of the Companies Act, 1956 and the rules framed thereunder in respect of acceptance of deposits are not applicable to the company.
13. The Company has an internal audit system commensurate with its size and nature of its business.
14. As explained to us, the maintenance of cost records has not been prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956 in respect of the Company's products.
15. According to the information and explanations given to us and as per records of the Company, undisputed statutory dues including Provident fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanation given to us, no undisputed amount payable in respect of the aforesaid dues were outstanding as at 31st March, 2010 for a period more than six months from the date they become payable.

as at 31st March, 2010 for a period more than six months from the date they become payable.

16. According to the information and explanations given to us, the Income-Tax liability for Assessment Year 1998-99 amounting to Rs. 5,52,702/- is pending before the appropriate authorities.
17. The Company has raised new term loans during the year. The term loans outstanding at the beginning of the year and those raised during the year have been applied for the purpose for which they were raised.
18. The Company has neither accumulated losses at the end of the financial year nor has it incurred cash losses, both, in the financial year under report and the immediately preceding financial year.
19. On the basis of the records examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
20. As explained to us, the Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or any other securities.
21. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditors Report) Order, 2003 is not applicable to the Company.
22. In respect of shares, securities, debentures and other investments dealt or traded by the Company, proper records are maintained in respect of transactions and contracts and timely entries have been made therein. The Company in its own name holds all the investments.
23. According to the information and explanations given to us, and the representation made by the management, the company has neither given any guarantee for loans taken by others from any bank or financial institution.
24. According to the information and explanations given to us and on an overall examination of the financial statements of the Company and after placing reliance on the reasonable assumptions made by the Company for classification of long term and short term usage of funds, we are of the opinion that, prima-facie, short term funds have not been utilized for long term purpose and vice-versa.
25. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year and therefore paragraph 4 (xviii) of the Order is not applicable.
26. The company has not issued any debentures during the year and therefore paragraph 4 (xix) of the Order is not applicable.
27. The company has not raised any money by public issue during the year and therefore paragraph 4 (xx) of the Order is not applicable.
28. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For Jajodia & Company
Chartered Accountants

Dinesh Jajodia
Proprietor
Membership No. 101008
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

Nitin Alloys Global Limited
Balance Sheet as at 31st March, 2010

Particulars	Shed	Current Year		Previous Year	
		Rupees	Rupees	Rupees	Rupees
Sources of Funds					
<u>Shareholders Fund</u>					
Share Capital	1	14,040,000		14,040,000	
Reserves and Surplus	2	157,683,231	171,723,231	142,208,964	156,248,964
<u>Loans Fund</u>					
Secured Loans	3	75,171,982		88,410,386	
Unsecured Loans	4	838,895	76,010,877	5,313,895	93,724,281
<u>Deferred Tax Liabilities</u>					
			7,443,763		6,124,186
			<u>255,177,871</u>		<u>256,097,431</u>
Application of Funds					
<u>Fixed Assets</u>					
Gross Block (At Cost)	5	180,047,724		178,168,380	
Less- Depreciation		40,341,237		32,274,953	
Net Block			139,706,487		145,893,427
<u>Investments</u>					
	6		455,365		455,365
<u>Current Assets, Loans & Advances</u>					
Stock in Trade	7	52,790,725		77,568,126	
Cash & Bank Balances		2,881,677		7,662,322	
Sundry Debtors		53,233,157		52,260,315	
Loans & Advances		24,193,967		3,313,708	
Other Current Assets		19,654,741	152,754,267	16,474,156	157,278,627
<u>Less-Current Liabilities & Provisions</u>					
Sundry Creditors	8	6,254,622		21,624,536	
Other Current Liabilities		7,179,215		14,267,544	
Provisions		26,931,435	40,365,272	15,578,443	51,470,523
<u>Net Current Assets</u>					
			112,388,995		105,808,104
<u>Deferred Revenue Expenditure</u>					
(To the extent not Written Off)	9		2,627,024		3,940,535
			<u>255,177,871</u>		<u>256,097,431</u>

Significant Accounting Policies and Notes on Accounts

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As Per Our Report of Even Date Attached

For Jajodia & Company

Chartered Accountants

For Nitin Alloys Global Limited

Dinesh Jajodia

Proprietor

Membership No. 101008

Firm Regn. No. 121911W

Mumbai, the 31st day of May, 2010

Nirmal B. Kedia
Chairman

S. L. Agarwal
Wholetime Director

Nitin Alloys Global Limited
Profit & Loss Account For the year ended 31st March, 2010

Particulars	Shed	Current Year		Previous Year	
		Rupees	Rupees	Rupees	Rupees
Income					
Income from Operation					
Sales & Other Income	10		266,079,174		440,628,786
Increase / (Decrease) in Stock	11		(18,498,057)		8,491,020
			247,581,117		449,119,806
Expenditure					
Consumption of Raw Material & Stores	12	142,303,159		280,873,984	
Manufacturing Expenses	13	42,365,110		88,258,080	
Salary and Other Benefits to Staff	14	14,029,797		16,484,385	
Administrative & Other Expenses	15	4,968,468		11,394,912	
Auditors' Remuneration	16	222,705		188,335	
Financial Charges	17	10,691,793		14,984,175	
Deferred Revenue Expenses W/Off		1,313,511		1,313,511	
Depreciation		8,377,730		8,070,322	
			224,272,273		421,567,704
Profit / (Loss) Before Taxation			23,308,844		27,552,102
Less - Deferred Tax Liabilities		1,319,577		2,278,046	
Less - Fringe Benefit Tax		-		194,195	
Less - Provision for Taxation		6,515,000		6,740,000	
Less - Tax Provision of prior years adjusted		-	7,834,577	137,376	9,349,617
Profit / (Loss) After Taxation			15,474,267		18,202,485
Balance Carried Forward to Balance Sheet			15,474,267		18,202,485

Significant Accounting Policies and Notes on Accounts

18

As Per Our Report of Even Date Attached

For Nitin Alloys Global Limited

For Jajodia & Company

Chartered Accountants

Nirmal B. Kedia
Chairman

S. L. Agarwal
Wholetime Director

Dinesh Jajodia
Proprietor
Membership No. 101008
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

Nitin Alloys Global Limited

Schedule 1 to 18 Forming Part of the Accounts as at 31st March, 2010

Particulars	Current Year	Previous Year
	Rupees	Rupees
Schedule - 1		
Share Capital		
A. Authorised Capital		
20,00,000 Equity Shares of Rs. 10/- Each	20,000,000	20,000,000
B. Issued Subscribed & Paid Up Capital		
14,04,000 Equity Shares of Rs.10/- Each Fully Paid Up	14,040,000	14,040,000
Total Rs. =>	14,040,000	14,040,000
Schedule - 2		
Reserves & Surplus		
A. Profit / (Loss) Brought forward		
Add-Profit / (Loss) Current year	86,352,964	68,150,479
	15,474,267	18,202,485
	101,827,231	86,352,964
B. Capital Reserves		
B. General Reserves	2,750,000	2,750,000
B. General Reserves	7,500,000	7,500,000
C. Share Premium		
	45,606,000	45,606,000
Total Rs. =>	157,683,231	142,208,964
Schedule - 3		
Secured Loans		
Term Loan Account	64,061,339	84,529,328
Cash Credit Accounts	11,110,643	3,881,058
Total Rs. =>	75,171,982	88,410,386
Schedule - 4		
Unsecured Loans		
From Companies	78,318	4,553,318
From Others	760,577	760,577
Total Rs. =>	838,895	5,313,895

Nitin Alloys Global Limited

Schedule 5

Schedule of Fixed Assets as at 31st March, 2010

S.L.M.

Description	Gross Block				Depreciation			Net Block		
	Opening 1-Apr-09	Addition	Deduction	Closing 31-Mar-10	Opening 1-Apr-09	Addition	Deduction	Closing 31-Mar-10	As on 31-Mar-10	As on 31-Mar-09
Building	51,736,560	898,727		52,635,287	5,663,283	1,740,445	-	7,403,728	45,231,559	46,073,277
Pattern	3,779,960	-		3,779,960	2,911,097	427,513	-	3,338,610	441,350	868,863
Land	1,678,845	-		1,678,845	-	-	-	-	1,678,845	1,678,845
Plant & Machinery	95,510,890	1,125,136	77,520	96,558,506	16,753,904	4,540,422	7,665	21,286,661	75,271,845	78,756,986
Energy Saving Equipments	1,802,318	-		1,802,318	181,540	85,610		267,150	1,535,168	1,620,778
Furniture & Fixtures	3,513,193	-		3,513,193	414,799	222,385	-	637,184	2,876,009	3,098,394
Office Equipments	355,356	-		355,356	73,048	22,494		95,542	259,814	282,308
Electrical Installation	12,531,215	-		12,531,215	3,787,533	595,232	-	4,382,765	8,148,450	8,743,682
Air Conditioner & Refrigeration	401,151	-		401,151	22,661	19,055		41,716	359,435	378,490
Computers	1,328,675	-		1,328,675	1,100,245	215,378	-	1,315,623	13,052	228,430
Vehicles	5,530,217	996,929	1,053,928	5,463,218	1,366,843	509,196	303,781	1,572,258	3,890,960	4,163,374
Total	178,168,380	3,010,792	1,131,448	180,047,724	32,274,953	8,377,730	311,446	40,341,237	139,706,487	145,893,427
Previous Year	161,968,391	17,990,415	1,790,426	178,168,380	24,563,942	8,070,322	359,311	32,274,953	145,893,427	137,404,449

Nitin Alloys Global Limited

Schedule 1 to 18 Forming Part of the Accounts as at 31st March, 2010

Particulars	Current Year	Previous Year
	Rupees	Rupees
Schedule - 6		
a) Unquoted Investment (At Cost)		
72,000 Eq. Sh. of Ridhi Sidhi Commercial Co. Ltd. (FV 10/- each)	167,150	167,150
10,000 Eq. Sh. of Ariel Estate investment Pvt. Ltd. (FV 10/- each)	100,000	100,000
1,000 Eq. Sh. of Prescon Builders Pvt. Ltd. (FV 100/- each)	100,000	100,000
	367,150	367,150
b) Quoted Investments (At Cost)		
100 Eq. Sh. of Unibex Alloys Ltd. (FV 10/- each)	5,455	5,455
325 Eq. Sh. of J.K. Synthetic Ltd. (FV 10/- each)	12,695	12,695
2,595 Eq. Sh. of Dena Bank (FV 10/- each)	70,065	70,065
	88,215	88,215
Total Rs. =>	455,365	455,365
Schedule - 7		
Current Assets, Loans & Advances		
a) Stock in Trade		
<i>Refer Notes to the accounts Point No.1(e)</i>		
Raw Material	23,423,690	29,563,050
Stores & Spares	2,142,283	2,282,267
Work in Progress	27,224,752	45,722,809
	52,790,725	77,568,126
b) Cash & Bank Balances		
Cash/Cheques in hand	566,003	1,358,564
Bank Balance in Current Account	(1,561,002)	663,223
Bank Balance in Margin Money	3,876,676	5,640,535
	2,881,677	7,662,322
c) Sundry Debtors		
<i>(Unsecured considered good unless otherwise stated)</i>		
Debts Outstanding for the period more than six months	7,797,752	3,511,030
Debts Outstanding for less than six months	45,435,405	48,749,285
	53,233,157	52,260,315
d) Loans And Advances		
<i>(Unsecured considered good unless otherwise stated)</i>		
Advances recoverable in cash or kind	22,551,237	3,174,478
Sundry Deposits	1,642,730	139,230
	24,193,967	3,313,708
e) Other Current Assets		
Balance with Central Excise, Sales Tax, etc.	498,458	4,272,495
Advance Income Tax and TDS/TCS	19,156,283	12,201,661
	19,654,741	16,474,156
Total Rs. =>	152,754,267	157,278,627

Nitin Alloys Global Limited

Schedule 1 to 18 Forming Part of the Accounts as at 31st March, 2010

Particulars	Current Year	Previous Year
	Rupees	Rupees
Schedule - 8		
Current Liabilities & Provisions		
a) Current Liabilities		
Sundry Creditors	6,254,622	21,624,536
Advance received from Customers	6,894,170	13,892,647
Statutory Liabilities	181,515	142,396
Others Liabilities	103,530	232,501
	13,433,837	35,892,080
b) Provisions		
Provision for Expenses	8,811,435	3,973,443
Provision for Income Tax	18,120,000	11,605,000
	26,931,435	15,578,443
Total Rs. =>	40,365,272	51,470,523
Schedule - 9		
Deferred Revenue Expenditure		
Deferred Revenue Expenditure	3,940,535	5,254,046
Less -Expenses written off during the year	1,313,511	1,313,511
Total Rs. =>	2,627,024	3,940,535
Schedule - 10		
Income Operations		
Sales Income (Less Return)	263,258,770	437,991,331
Other Income	2,820,404	2,637,455
Total Rs. =>	266,079,174	440,628,786
Schedule - 11		
Increase / Decrease in Stock		
Work in Progress		
Opening Stock of Work in Progress	45,722,809	36,766,459
Less-Closing Stock of Work in Progress	27,224,752	45,722,809
	(18,498,057)	8,956,350
Shares in Hand		
Opening Stock of Shares in Hand	-	465,330
Less-Closing Stock of Shares in Hand	-	-
	-	(465,330)
Total Rs. =>	(18,498,057)	8,491,020

Nitin Alloys Global Limited

Schedule 1 to 18 Forming Part of the Accounts as at 31st March, 2010

Particulars	Current Year	Previous Year
	Rupees	Rupees
Schedule - 12		
Consumption of Material		
Consumption of Raw Material	138,460,419	274,439,670
Consumption of Stores & Spares	3,842,740	6,434,314
Total Rs. =>	142,303,159	280,873,984
Schedule - 13		
Manufacturing Expenses		
Excise Expenses	19,063,978	51,673,259
Power & Fuel	11,007,052	15,827,234
Custom Duty	395,595	2,687,632
Freight, Clearing & Forwarding Charges	1,443,306	2,706,997
Job Work / Labour Charges	7,486,208	10,814,685
Packing & Pattern Charges	2,072,568	3,127,547
Loading/Unloading, Octroi & Testing Charges	180,638	459,689
Repairs & Maintenance (Plant & Machinery)	715,765	961,037
Total Rs. =>	42,365,110	88,258,080
Schedule - 14		
Salary & Other Benefits to Employees		
Staff Remuneration	10,168,424	11,777,472
Worker Remuneration	3,422,779	4,260,794
Statutory Contribution	206,810	231,468
Staff Welfare Expenses	231,784	214,651
Total Rs. =>	14,029,797	16,484,385
Schedule - 15		
Administrative & Other Expenses		
Communications & Telephone Expenses	99,919	168,439
Repairs & Maintenance Charges	435,271	1,535,905
Selling & Distribution Expense	669,247	493,165
Vehicle, Traveling & Conveyance Expenses	1,001,425	2,279,666
General Administration Expenses	1,318,517	1,722,928
Sundry Balances W/off	(216,444)	2,236,252
Insurance Expenses	617,234	1,446,205
Legal & Professional Charges	702,097	1,296,209
Loss on Sale Assets	341,202	216,143
Total Rs. =>	4,968,468	11,394,912

Nitin Alloys Global Limited

Schedule 1 to 18 Forming Part of the Accounts as at 31st March, 2010

Particulars	Current Year	Previous Year
	Rupees	Rupees
Schedule - 16		
Auditors Remuneration		
Statutory Audit Fees	65,000	55,000
Internal Audit Fees	60,000	55,000
Income Tax Audit Fees	50,000	40,000
Certification Charges	20,000	15,000
Audit Expenses	27,705	23,335
Total Rs. =>	222,705	188,335
Schedule - 17		
Financial Charges		
Bank Charges	1,090,958	1,726,566
Interest on Term Loan Account	9,556,635	12,388,479
Interest on CC Account	12,583	512,686
Interest on Unsecured Loan & Others	31,617	356,444
Total Rs. =>	10,691,793	14,984,175

Schedule – 18

Notes to the Accounts Annexed to and Forming Part of the Balance Sheet as at 31st March, 2010 and the Profit & Loss Account for the year ended on the date:

1. Significant Accounting Policies

a) Basis of Accounting

The financial statements are consistently prepared on the basis of historical cost convention, in accordance with the applicable accounting standards and on the accounting principles of a going concern. All expenses and income to the extent ascertainable with reasonable certainty are accounted for on accrual basis and are in accordance with the requirements of the Companies Act, 1956.

b) Uses of Estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and during the reporting year. Difference between the actual result and estimates are recognized in the year in which the results are known / materialized.

c) Fixed Assets

- i. Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation.
- ii. The cost comprises the purchase price, duties, applicable taxes (net of cenvat availed) and any attributable cost of bringing the assets to its working condition for its intended use.
- iii. Depreciation on Fixed Assets is provided for on Straight Line Method at rates prescribed under Schedule XIV to the Companies Act, 1956.
- iv. Depreciation on the fixed assets added during the year is provided on pro-rata basis with reference to the days of addition.

d) Investments

Investments (all long term) are stated at cost of acquisition. No adjustment is made in the carrying cost for temporary decline, if any, in the value of these investments.

e) Inventories

Inventories are valued as under

- i. Stores and spares (for regular use) are stated at lower of cost or at net estimated realizable value on first-in-first-out basis.
- ii. Raw material, components are valued at lower of cost on first-in-first-out basis or estimated net realizable value basis.
- iii. Semi finished goods includes appropriate cost of conversion and other costs incurred in bringing the inventories to their present condition.
- iv. Stock in trade of shares are valued at cost and wherever applicable on First- in first -out basis.

f) Gratuity & Retirement benefit

- i. The Company has scheme of retirement benefits such as provident fund and gratuity fund and the Company's contributions are charged to the Profit and Loss Account.
- ii. In respect of staff and workmen, a contribution to Gratuity Scheme is made under the Group Gratuity Scheme of Life Insurance Corporation of India on the basis of actuarial valuation.
- iii. Leave encashment liability is accounted on actual payment basis and charged to the Profit and Loss Account in the year of payment.

g) **Revenue Recognition**

- i. Sales are recognized upon dispatch and are recorded inclusive of excise duty, service, and Labour charges but are net of returns, trade discount, late delivery charges and transport charges. The unit of the company situated at Silvassa is exempted from sales tax.
- ii. Dividend income is accounted on receipt basis.

h) **Purchase**

Purchase includes traded goods, custom duty, clearing and forwarding, Octroi and other expenses net of cenvat credit.

i) **Transactions in foreign exchange**

Rs. in Lacs

Sr.	Particulars	Current Year	Previous Year
1.	C.I.F. Value of Import	-	341.09
2.	Expenditure in Foreign Currency	-	348.63
3.	Earnings in Foreign Exchange	-	27.75

j) **Expenditure**

- i. All Expenses are accounted on accrual basis except leave travel allowances, medical reimbursement, and leave encashment, commission on bank guarantees, bank charges, rebate and discounts which are accounted on Cash basis.

k) **Contingent Liabilities**

Company has not recognized any Contingent Liabilities other than those specified below:

Rs. in Lacs

Sr.	Particulars	Current Year	Previous Year
1.	Letter of Guarantee given by the Bankers	112.69	218.43
2.	Letter of Credit issued by the Bankers	Nil	1.98
3.	Claims against the Company not acknowledge as debts	Nil	Nil

l) **Earnings per share**

Rupees

Sr.	Particulars	Current Year	Previous Year
1.	Net Profit / (Loss) after Tax as per Profit & Loss Account	15,474,267	18,202,485
2.	Number of Shares Outstanding during the year (weighted average in previous year)	1,404,000	927,711
3.	Basic & Diluted Earnings per shares on Weighted average Basis	11.02	19.62

m) **Taxes on Income**

- i. Current tax provision has been determined on the basis of relief and deductions available under the Income Tax Act, 1961.
- ii. There being deferred tax liability for the year ended 31st March, 2010 the same has been accounted for in the books of accounts as required by AS-22 of the Institute of Chartered Accountants of India.

n) **Loans from Banks**

- i. Secured Loans from Indian Overseas Bank and State Bank of India are secured by way of hypothecation of entire stocks of raw materials, semi-finished and finished goods, consumable stores and spares, debtors, plant and machineries, and charge on immovable properties at Silvassa Plant.
- ii. Car Loans are secured by hypothecation of motor vehicles purchased here-against.

- o) In the opinion of the Board, current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated. The balances of Sundry Debtors, Loans and advances, Deposits, some of the Sundry Creditors and Unsecured Loans are subject to confirmations and adjustments, if any.

p) None of the Company's suppliers have intimated of their being a Small Scale Industrial Undertaking and to the best of the company's knowledge and belief sundry creditors as at 31st March, 2010 does not include outstanding due to Small Scale Industries within the meaning of Section 3 of the Industries (Development and Regulation) Act, 1951.

q) Directors Remuneration of Rs. 18,91,500/- (Previous year Rs. 19,95,167/-)

r) **Payments to Auditors**

<i>Rupees</i>			
Sr.	Particulars	Current Year	Previous Year
1.	Statutory Audit Fees	65,000	55,000
2.	Internal Audit Fees	60,000	55,000
3.	Income Tax Audit Fees	50,000	40,000
4.	Certification Charges	20,000	15,000
5.	Audit Expenses	27,705	23,335

s) **Related Parties Disclosures**

				<i>Rupees</i>
Sr.	Particulars	Relationship	Nature of Transaction	Rupees
1.	Nitin Castings Limited	Significant Control of KMP	Sales	86,057,327
2.	Nitin Castings Limited	Significant Control of KMP	Purchase	208,313
3.	Nitin Castings Limited	Significant Control of KMP	Labour Charges	138,515
4.	Nitin S. Kedia	Director-KMP	Director Remuneration	1,200,000
5.	Nitin S. Kedia	Director-KMP	Sitting Fees	6,000
6.	Nirmal B. Kedia	Director-KMP	Director Remuneration	300,000
7.	Nirmal B. Kedia	Director-KMP	Sitting Fees	2,000
8.	Nirmal B. Kedia	KMP	Salary	600,000
9.	Nirmal B. Kedia	KMP	Fees	300,000
10.	Shyamlal K. Agarwal	Director-KMP	Director Remuneration	391,500
11.	Shyamlal K. Agarwal	Director-KMP	Sitting Fees	8,000
12.	Deven M. Doshi	Director	Sitting Fees	2,000
13.	Arvind B. Jalan	Director	Sitting Fees	2,000

t) **Additional Information pursuant to Part-II of schedule VI to the Companies Act, 1956.**

1) **Installed Capacities**

<i>Qty in MT</i>		
Description	Current Year	Previous Year
Alloys Steel Castings (Static & Centrifugal)	3,000	3,000

Note: Installed melting capacities are accepted by the auditors as certified by the Management

2) Particulars in respect of Stocks and Production

Description	Opening Stock		Production	Closing Stock	
	Quantity	Rupees	Quantity	Quantity	Rupees
Alloys Steel Castings	-	-	772.639	-	-
			(1,040.474)		

3) Particulars in respect of Sales, Services and Labour Charges

Rupees in Lacs		
Description	Qty in MT	Rupees
Alloys Steel Castings - Manufacturing	772.639	2,632.59
	(1,040.474)	(4,378.60)
Description	Qty in No.	Rupees
Shares in Stock	-	-
	(54,280)	(1.31)

Note: Sales included samples and replacements etc.

4) Consumption of Raw Materials and Components

Description	Qty (MT)	Amount
		(Rs. in Lacs)
- Ferro Alloys	50.145	67.25
	(166.086)	(277.30)
- S.S. Scrap	795.030	1,215.28
	(1,070.570)	(2,254.29)
- Others	-	102.07
	-	(212.81)
- Total	845.175	1,384.60
	(1,236.656)	(2,744.40)

5) Value of Imported and Indigenous raw materials and spares parts consumed.

Description	Raw Materials & Components		Stores & Spares Parts	
	% of Total	Amount	% of Total	Amount
	Consumption	(Rs. in Lacs)	Consumption	(Rs. in Lacs)
Imported	11.99	165.96	-	-
	(11.10)	(304.53)	(0.00)	(0.00)
Indigenous	88.01	1,218.64	100.00	38.43
	(88.90)	(2,439.87)	(100.00)	(64.34)
Total	100.00	1,384.60	100.00	38.43
	(100.00)	(2,744.40)	(100.00)	(64.34)

w) Figures in brackets relates to previous year. The previous year's figures have been regrouped, rearranged and classified wherever necessary.

As Per Our Report of Even Date Attached

For Jajodia & Company

Chartered Accountants

Dinesh Jajodia
Proprietor
Membership No. 101008.
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

For Nitin Alloys Global Limited

Nirmal B. Kedia
Chairman

S. L. Agarwal
Wholetime Director

CASH FLOW STATEMENT

Annexed to the Balance Sheet for the period April 2009 to March 2010

Particulars	(Rupees in Lacs)	
	Current	Previous
A. Cash flow from Operating Activities		
Net Profit as per Profit & Loss Account	233.09	275.52
Depreciation	83.78	80.70
Deferred Tax Liability / (Surplus)	13.20	22.78
Interest Expenses (net)	96.01	132.58
Operating profit before working capital changes Adjustment for :	426.07	511.58
(Increase) / Decrease in Sundry Debtors	(9.73)	243.19
(Increase) / Decrease in Loans & Advances	(208.80)	69.56
(Increase) / Decrease in Inventories	247.77	183.11
(Increase) / Decrease in Other Current Assets	(31.81)	33.04
Increase / (Decrease) in Sundry Creditors	(153.70)	(209.43)
Increase / (Decrease) in Other Liabilities & Provisions	42.65	34.89
Cash generated from operations	312.45	865.94
Direct taxes (paid/TDS deducted) / Refund received	(78.35)	(93.50)
Net Cash flow from Operating Activities	234.11	772.44
B. Cash flow from Investing Activities		
(Purchase) / Sale of Fixed Assets	(21.91)	(165.59)
(Purchase) / Sale of Investments	-	4.37
(Increase) / Decrease in Deferred Revenue Expenditure	13.14	13.14
Net Cash flow from investing Activities	(8.77)	(148.08)
C. Cash flow from Financing Activities		
Proceeds / (Repayment) of Secured Loans (net)	(132.38)	(581.79)
Proceeds / (Repayment) of Issue of Shares / Warrants	-	10.89
Proceeds / (Repayment) of Unsecured Loans (net)	(44.75)	(34.00)
Interest Paid	(96.01)	(132.58)
Net Cash flow from Financing Activities	(273.14)	(737.48)
Net Increase / (decrease) in cash and cash equivalent	(47.81)	(113.12)
Cash and cash equivalent as at the beginning of the year	76.62	189.74
Cash and cash equivalent as at the closing of the year	28.82	76.62

The above Cash Flow Statement has been compiled from and is based on the Balance Sheet as at 31st March, 2010 and the relative Profit and Loss Account for the year ended on the date. The above Cash Flow Statement has been prepared in consonance with the requirement of AS-3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India and the reconciliation required for the purpose is as made by Company.

As Per Our Report of Even Date Attached

For Jajodia & Company
Chartered Accountants

For Nitin Alloys Global Limited

Dinesh Jajodia
Proprietor
Membership No. 101008
Firm Regn. No. 121911W
Mumbai, the 31st day of May, 2010

Nirmal B. Kedia
Chairman

S. L. Agarwal
Wholetime Director

Nitin Alloys Global Limited

The Companies Act (1 OF 1956)

Schedule VI - Part-III

Balance Sheet Abstract and a Company's General Business Profile

1. Registration Detail

State Code : 11

Registration No. L65990MH1982PLC028822
 Balance Sheet Date 31 03 2010
 Date Month Year

2. Capital raised during the year (Amount in Rs. Lacs)

Public	:	Nil		Right Issue	:	Nil
Bonus Issue	:	Nil		Private Placements	:	Nil

3. Position of Mobilisation and Deployment of Funds (Amount in Rs. Lacs)

Total Liabilities	:	2,551.78		Total Assets	:	2,551.78
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Source of Funds

Paid-up Capital	:	140.40		Reserves & Surplus	:	1,576.83
Equity Share Warrants	:	-		Unsecured Loans	:	8.39
Secured Loans	:	751.72		Deferred Tax Liability	:	74.44

Application of Funds

Net Fixed Assets	:	1,397.07		Investments	:	4.55
Net Current Assets	:	1,123.89		Deferred Revenue Exp	:	26.27
Accumulated Losses	:	Nil		Misc. Expenditure	:	Nil

4. Performance of Company (Amount in Rs. Lacs)

Turnover	:	2,660.79		Total Expenditure	:	2,427.70
Profit / Loss before tax	:	233.09		Profit / Loss after tax	:	154.74
Earnings per share in Rs.	:	11.02		Total Dividend @ %	:	Nil

5. Generic Names of Three Principal Products / Service of Company (As per monetary terms)

Not Applicable

Nitin Alloys Global Ltd.

Regd. Office: Prestige Precinct, 3rd Floor, Almeida Road, Thane (W)-400 601, Mumbai, INDIA.
Tel.: 25342566 / 67 / 68 / 69 Fax: 00-91-22-25345854 E-mail: naglmum@gmail.com Website: www.nitinallloys.com

ATTENDANCE SLIP

TWENTY SEVENTH ANNUAL GENERAL MEETING
Tuesday, August, 10, 2010 at 10.30 am

Folio/DP & Client ID No.:

No. of Shares :

I/We hereby record my/our presence at the Twenty Seventh Annual General Meeting held at Hotel Sharranam, Eastern Express Highway, Service Road, Near NEW R.T.O., Opp. Ramakrishna Nagar, Thane (W), Thane – 400 604.

Member's/Proxy's Signature

Notes:

- Members holding shares in physical form are requested to advise the change in their address, if any, to our Registrars & Share Transfer Agent, M/s. Shares Dynamic (India) Pvt. Ltd., Unit No.1, Luthra Ind. Premises, Andheri-Kurla Road, Safed Pool, Andheri (E), MUMBAI – 400 072, quoting their Folio Number(s). Members holding shares in electronic form may update such details with their respective Depository Participant(s).
- Members are informed that no duplicate slips will be issued at the venue of the Meeting and they are requested to bring this slip for the Meeting.

Nitin Alloys Global Ltd.

Regd. Office: Prestige Precinct, 3rd Floor, Almeida Road, Thane (W)-400 601, Mumbai, INDIA.
Tel.: 25342566 / 67 / 68 / 69 Fax: 00-91-22-25345854 E-mail: nagimur@gmail.com Website: www.nitinallloys.com

FORM OF PROXY

I/We _____
Of _____ being a Member/Members of
Nitin Alloys Global Ltd, hereby appoint _____
of _____ or failing him/her _____
of _____ or failing him/her _____
of _____ as my/our Proxy to attend and vote for me/us and on my/our behalf at the
Twenty Seventh Annual General Meeting of the Company, to be held on Tuesday, August, 10, 2010 at 10.30 am and at
any adjournment thereof.

Dated this _____ day of _____ 2010

For Office Use only

Proxy No.: _____ No. of Shares: _____

Folio/DP & Client ID No.:

Affix
Re. 1.00
Revenue
Stamp

Notes:

- The Proxy Form should be signed across the Revenue Stamp as per specimen signature(s) registered with the Company.
- The Proxy Form must be deposited at the Registered/Corporate Office of the Company not less than 48 hours before the time fixed for holding the Meeting.
- A Proxy need not be a Member.