

# annual report

2012-13

Lumax Auto Technologies Limited

NEW TECHNOLOGY  
TEAM WORK  
CUSTOMER DELIGHT  
BEST FOR QUALITY





## Chairman's Message

Dear Shareholder Friends,

The last financial year has once again been extremely challenging year for Indian as well as Global economy. Growth slowdown, persistent inflation and the twin deficit risks i.e. fiscal deficit and current account deficit came to the fore during 2012-13 and weakened the Indian economy endangering the reversal of its declining growth path. The Global economic activity also remains subdued amidst signs of diverging growth paths across major economies.

The Indian Automobile Industry has registered a cumulative production growth of meager 1.20% during FY 2012-13, with passenger vehicle and two wheelers registering a growth of 2.78% and 1.90% respectively, while commercial vehicle and three wheelers de-grew by 10.48% and 4.50% respectively.

The ever rising interest rates, highest ever foreign exchange rate, steep hike in the fuel prices, inflation coupled with decelerating economy have resulted in the lowest growth in the last decade for the Indian Automobile Industry. These are the toughest times for the Indian Auto Industry. Subdued demand and lack of incentive to buy new vehicles may prove challenging that may keep sales lower for the rest of the fiscal.

In this backdrop, on consolidated basis, your Company has achieved Sales Turnover of Rs. 7663.04 Million as against Rs. 7503.00 Million in the corresponding previous year. The bottomline came under tremendous pressure due to increase in raw material prices. The Profit after Tax stood at Rs. 410.66 Million as compared to Rs. 507.27 Million during the previous year.

Friends, as is evident from the above figures, the Indian Automobile Industry is going through a turbulent patch. Lower projection of economic growth and continuing high inflation has dented customer sentiments and sales may decline further in coming months. However, the bold policy measures being taken by the Government are aimed at putting the economy in top gear and expected to revive the investor sentiment in the economy.

Despite the above difficult environment, we believe that the automotive industry has huge growth potential and is bound to grow on the back of supportive government policies, positive business environment and availability of reasonably priced talented workforce. The Government of India has formulated Automotive Mission Plan 2006-16, National Electric Mobility Mission Plan 2020 and National Automotive Board among others for achieving the sustained growth of the automotive industry. Therefore, it is the need of the hour for auto component companies to continue to make investments to create additional capacities for taking advantage of their position, once the growth is back on track. Your Company has continued its efforts in this direction by making investments towards setting up new plant and modernization of its existing manufacturing facilities. We are Confident that our large capital expenditure will enable us to take full advantage of our market leadership position and achieve our growth ambitions.

I am glad to inform that the Robotic Frame Welding plant at Waluj, Aurangabad has commenced manufacturing operations in November, 2012. Further, your company is in the process of setting up a dedicated manufacturing facility at Narsapur, Hobli, Karnataka with an estimated Project cost of Rs.800 Million, for supply of plastic moulded parts to Honda Motorcycle & Scooters India (HMSI) for its various models, to be manufactured at their new facility at Bangalore. The said facility is expected to become operational by July, 2013.

In the end, I would like to thank all the employees of Lumax for their encouragement, dedication and support, especially in these challenging times and to the shareholders for being associated with us, who have maintained their confidence in the company. We believe that we are well positioned to benefit from a future pick-up in market conditions, unlocking further value for our shareholders.

D. K. Jain  
Group Chairman

# Lumax Auto Technologies Limited

## BOARD OF DIRECTORS

Mr. D. K. Jain  
Mrs. Usha Jain  
Mr. Anmol Jain  
Mr. Manmohan Sachdev  
Mr. Sandeep Dinodia  
Mr. A. V. Alexander  
Mr. Dheeraj Dhar Gupta

(Chairman)  
(Managing Director)  
(Director)  
(Independent Director)  
(Independent Director)  
(Independent Director)  
(Independent Director)

## FINANCE HEAD

Mr. Ashish Dubey

## REGISTRAR & SHARE TRANSFER AGENT

Big Share Services Pvt. Ltd.  
E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka,  
Andheri (E) Mumbai – 400 072.  
E-mail : info@bigshareonline.com

## COMPANY SECRETARY

Ms. Swapnal B. Pawar

## AUDITORS

D. R. Barve & Co.  
Chartered Accountants,  
461/1, Sadashiv Peth,  
Tilak Road, Pune - 411030

## REGISTERED OFFICE

Plot 70, Sector 10, PCNTDA  
Bhosari, Pune,  
Maharashtra - 411026  
E-mail: shares@lumaxautotech.com  
Website: www.lumaxautotech.com

## BANKERS

Corporation Bank  
HDFC Bank  
ICICI Bank  
State Bank of India  
Syndicate Bank  
Axis Bank  
HSBC Bank

## WORKS

- 1) Plot No. 70, Sector-10, PCNTDA, Bhosari, Pune, Maharashtra
- 2) W-230-E, 'S' Block, M.I.D.C. Bhosari, Pune, Maharashtra
- 3) Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
- 4) A-8, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
- 5) K- 76, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
- 6) W-28, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
- 7) Plot No. 54/8, D-II, Block-2, M.I.D.C. Chinchwad, Pune, Maharashtra
- 8) G-1, Ranjangaon Industrial Area, Tal. Shirur, Pune, Maharashtra
- 9) Khasra No 817/73, Mauza - Moginand, Nahan, Sirmour, Himachal Pradesh
- 10) B-85, Mayapuri Industrial Area, Phase-I, New Delhi (Marketing Division)
- 11) Plot no. 165, Sector-5, IMT Manesar, Gurgaon, Haryana
- 12) Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bangalore, Karnataka\*

\* Will be operational In F.Y. 2013 -14

**32<sup>nd</sup>**  
**Annual Report**  
**2012-2013**

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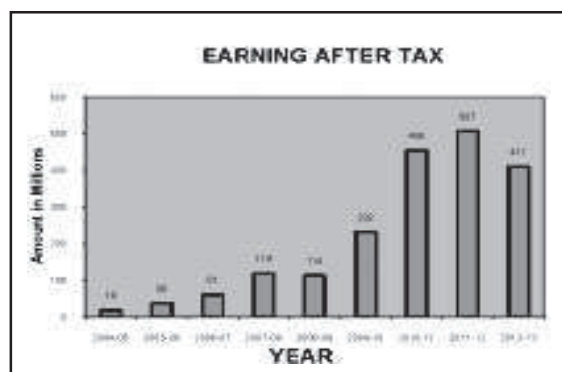
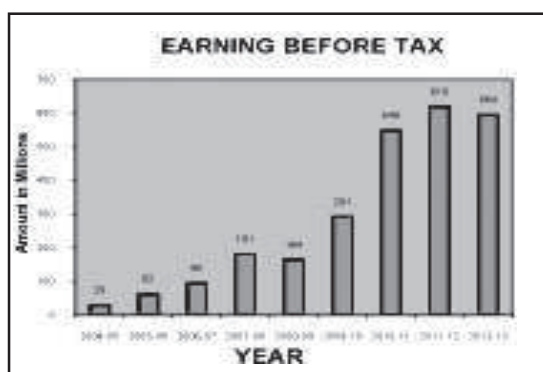
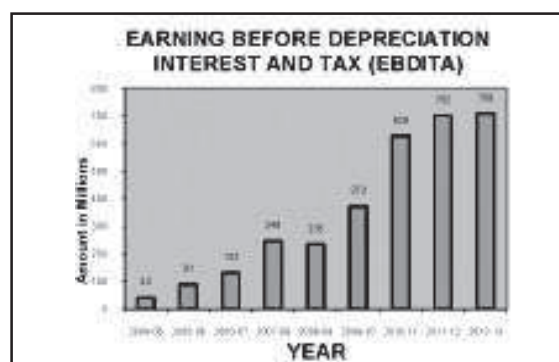
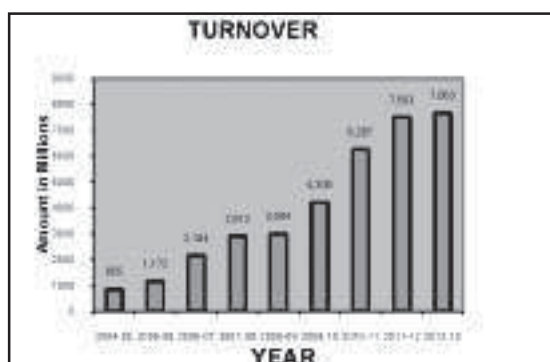
**ANNUAL GENERAL MEETING ON FRIDAY, AUGUST 23, 2013**

# Lumax Auto Technologies Limited

## FINANCIAL DATA AT A GLANCE

(Rs.in Million)

PARTICULARS	2012-13	2011-12	2010-11	2009-10	2008-09	2007-08	2006-07	2005-06	2004-05
Net Sales	7,663	7,503	6,267	4,208	3,004	2,912	2,164	1172	855
Growth (%)	2	20	49	40	3	35	85	37	45
Other Income	37	48	31	9	7	10	3	2	1
Total Income	7,700	7,551	6,298	4,217	3,011	2,922	2,167	1174	856
EBDITA	708	702	628	373	235	248	132	91	42
% to Net Sales	9.23	9.35	10.01	8.87	7.81	8.51	6.09	7.76	4.90
Earning Before Tax (EBT)	594	618	548	291	164	181	95	62	29
Earning After Tax (EAT)	411	507	455	232	114	119	61	38	19
Equity Share Capital	136	136	136	116	116	116	116	71	34
Earning Per Share (EPS) Rs.	30.13	37.21	35.23	19.92	9.80	10.24	6.90	7.57	55.91
Dividend (%)	60	60	60	40	15	15	15	30	20
Net Worth	2,113	1828	1415	819	638	544	448	133	48



Note: Figures for Financial Year 2009-10 onwards include results of 50% Joint Venture Company - Lumax Cornaglia Auto Technologies Pvt. Ltd. and Figures from Financial Year 2005-06 onwards are on consolidated basis.

## DIRECTORS' REPORT

### To The Members,

It is a great privilege for your Directors to present the 32nd Annual Report on the business and operations together with Audited Balance Sheet and Statement of Profit & Loss of your Company for the year ended March 31, 2013.

### FINANCIAL RESULTS

Your Company's performance during the year as compared with the previous year is summarized below:

(Rs. in Million)

PARTICULARS	2012-13	2011-12
<b>Sales</b> (Excluding Excise Duty)	<b>4328.52</b>	4366.05
<b>EBITDA</b>	<b>368.06</b>	374.97
Finance Expenses	1.55	2.28
Depreciation	<b>39.38</b>	31.59
<b>Profit Before Taxation (PBT)</b>	<b>327.13</b>	341.10
Provision for Taxation, Deferred Tax	<b>104.15</b>	106.82
<b>Profit After Tax (PAT)</b>	<b>222.98</b>	234.28
Balance of Profit brought forward	<b>200.21</b>	84.49
<b>Balance Available for Appropriation</b>	<b>423.19</b>	318.77
Proposed Equity Dividend	<b>81.79</b>	81.79
Corporate Dividend Tax	<b>13.90</b>	13.27
Transfer to General Reserve	<b>22.30</b>	23.50
<b>Balance carried forward to Balance Sheet</b>	<b>305.20</b>	200.21
	<b>423.19</b>	318.77
Dividend (%)	<b>60</b>	60
Basic and Diluted earning per Share (EPS) Rs.	<b>16.36</b>	17.19

### DIVIDEND

Keeping in view of the philosophy of the Company to reward its shareholders, the Board of Directors are pleased to recommend a Dividend of 60% (Rs. 6/- per equity share) for the Financial Year 2012-13 (Rs. 6/- previous year). The total amount of Dividend proposed to be distributed and tax thereon aggregates is Rs. 95.69 Million. The Dividend payout ratio comes to 43%.

An amount of Rs. 22.30 Million is proposed to be transferred to General Reserve of the Company. This reaffirms the inherent financial sustainability of your company.

### BUSINESS PERFORMANCE

The recent slowdown in the automobile industry for two consecutive years has raised concerns on the long-term growth prospects of the Indian automobile industry. Taking a closer look at the key factors affecting demand over the last few years, it is believed that some of these trends are reversing and the demand for automobiles will revive in the near term. However, the recovery may not be sharp.

Income and the cost of ownership - two key factors affecting demand for passenger vehicles, and both were negatively impacted during the last two years. These factors typically act counter cyclically, resulting in relatively stable growth for the industry. Post June 2010, the cost of ownership has risen sharply on account of deregulation of petrol prices. This along with the economic slowdown has resulted in a sharp decline in industry growth. The overall Indian Automobile Industry recorded a production growth of 1.20% in 2012-13 by producing around 20.62 million vehicles, majorly driven by demand for utility vehicles and two wheelers. Going forward, while economic recovery is likely to be weak, cooling of petrol prices and interest rates would support demand in 2013-14.

After rising by about 30% in 2009-10 and 2010-11, auto component production growth slowed down gradually, dropping to 13% in 2011-12. In 2012-13, the sector's revenue growth decelerated sharply to a 5 year low of 2-4% (last seen in 2008-09). Lackluster demand from automobile OEMs (which account for 70% of auto component demand) pulled down growth. Growth in exports is also estimated to have slowed to 0-3% y-o-y in 2012-13 on a higher base (41% in 2011-12) and also due to lower demand for key markets.<sup>1</sup>

In this backdrop, during the year under review, your Company has achieved Sales Turnover (Net of Excise) of Rs. 4,328.52 Million (on Standalone Basis) as against Rs. 4366.05 Million (on Standalone Basis) in the corresponding previous year.

The Profit before Tax stood at Rs. 327.13 Million (on Standalone Basis) as compared to Rs. 341.10 Million (on Standalone Basis) during the previous year.

<sup>1</sup> Crisil Customised Research Bulletin

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On Consolidated Basis, your Company registered a growth of 2% during the year under review by achieving a Sales Turnover (net of excise) of Rs. 7663.04 Million as against Rs. 7503.00 Million during the previous year.

On Consolidated Basis, your Company recorded a Profit before Tax of Rs. 594.02 Million during the year under review as compared to Rs. 617.99 Million during the previous year.

Though this is overall tough year for the Auto Industry, a moderate growth is achieved in supply of the certain products of the company such as Blinker, Head Lamp, Rear Fender, Chassis and Seat Frames etc. During the year under review, the company has started supply to Lear for their GM S2 Model and to Tata Johnson for Tata X1 model. After Market division registered a significant growth over the years, which is a result of its continues expansion of the network and focus on enhancement of its product range which is a blend of company's manufactured products i.e. lighting and outsourced i.e. filters, rear view mirrors, electronic items and other auto components. These are distributed in domestic & international market as well.

During the year under review, Company awarded by Lear Corporation with the trophy for the Best Development and Excellent Support for new launch.

Also, the Company's Chakan unit has received prestigious "Bronze Award" for Quality by Bajaj Auto at the BAVA Waluj Convention for maintaining ZERO PPM for last 6 months i.e. from October 2013 to March 2013.

## NEW PLANTS AND FACILITIES

The Robotic Frame Welding plant at Waluj, Aurangabad has commenced manufacturing operations in November, 2012.

Further, your company is in the final stages of setting up a dedicated manufacturing facility at Narsapur, Hobli, Karnataka with an estimated Project cost of Rs.800 Million, for supply of plastic moulded parts to Honda Motorcycle & Scooters India (HMSI) for its various models, to be manufactured at their new facility at Bangalore. The said facility is expected to become operational by July, 2013.

A detailed discussion on the business performance and future outlook is provided in the Chapter on Management Discussion and Analysis Report (MDA).

## SUBSIDIARY COMPANY

### 100% SUBSIDIARY- LUMAX DK AUTO INDUSTRIES LIMITED (LDK)

During the year under review, LDK has achieved net sales revenue of Rs. 3,238.65 Million as against Rs. 3106.57 Million in the previous year, showing a growth of 4 %. The Profit after Tax has however declined to Rs. 184.65 Million from Rs. 270.78 Million mainly due to higher income tax (Being Pantnagar facility shifted to 30% tax exemption from earlier 100%) and increase in deferred tax (due to higher capital investment during the year under review).

The Gear Shifter Division has received prestigious "Focused Cost Down Award" for Quality and best localization from M/s Maruti Suzuki India Limited and the "Yellow Belt Award" from Mahindra and Mahindra Limited for the year 2012-13.

The Pantnagar facility has received the JIPM TPM Excellence award from Japan Institute of Plant Maintenance (JIPM) possibly the first automotive lighting plant to achieve the same. This is one of the most significant achievements within Lumax group historically. The said facility has also received the Bajaj TPM excellence, Bajaj Quality Silver & Appreciation award from Bajaj Auto Limited.

During the year under review, LDK has acquired the 100% shares of M/s Lumax DK Electric Engineering India Private Limited (formerly known as Stanley Electric Engineering India Private Limited) for the expansion of its existing facility at Manesar.

## JOINT VENTURE COMPANY

### LUMAX CORNAGLIA AUTO TECHNOLOGIES PRIVATE LIMITED (LCAT)

During the year under review, LCAT has reported an impressive growth of 97% by recording net sales of Rs. 225.08 Million as against Rs. 114.38 Million in the previous year. The Profit after Tax has also increased by 90% to Rs. 8.42 Million from Rs. 4.43 Million during the previous year.

Presently, LCAT is supplying Air Intake System (AIS) to leading automobile manufacturers in India viz. TATA, FIAT, VOLKSWAGEN, SKODA & GENERAL MOTORS and during the year it has received LOI for Development of AIS for 2 new programs of Tata Motors, proto supplies for which have already been effected. LCAT has also started manufacturing & supplying CAC Ducts for General Motors SII (SAIL) platform.

LCAT is in the process of setting up a manufacturing facility at Chakan Industrial Area, Pune, Maharashtra, for supply of Exhaust System to Tata Motors Limited for its Nano diesel models. However, due to delay in customer program SOP, commercial production will start in 2014.

The Joint Venture partners had decided to invest Rs. 30 Million in the Exhaust System facility in phased manner by way of equity & debt (1:1), out of which Rs. 15 Million has already been invested by way of equity in the FY 2012-13 & Rs. 15 Million will be invested through debt in FY 2013-14.

LCAT is truly on course to achieve its VISION – 2015 i.e. to become a full service provider for Automotive Air Intake & Exhaust Systems with the application of innovative and cost effective solutions that will add value to the customers as well as to the organization.

#### **DIRECTORS**

In accordance with the provisions of Companies Act, 1956 and Articles of Association of the Company Mr. Anmol Jain and Mr. Sandeep Dinodia, Directors of the Company are retiring by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

Your Directors recommend the re-appointment of the above said Directors at the ensuing Annual General Meeting.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

As required under Section 217(2AA) of the Companies Act 1956, the Directors state:

- (i) That in the preparation of the Annual Accounts for the Financial Year ended March 31, 2013, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period;
- (iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the annual accounts on a going concern basis.

#### **FIXED DEPOSITS**

During the year under review the Company has not accepted any Deposit under Sections 58A and 58AA of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975.

#### **AUDITORS**

M/s D. R. Barve & Co, Chartered Accountants, having Firm Registration Number FRN 101034W, are proposed for re-appointment as Statutory Auditors of the Company, from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting. They have given their consent to act as Auditors of the Company and have further confirmed that their appointment, if made, would be in conformity with the provisions of Section 224(1B) of the Companies Act, 1956. The Board recommends their re-appointment for the approval of the Members in the ensuing Annual General Meeting.

During the year, all the recommendations of the Audit Committee were accepted by the Board. Hence there is no need for disclosure of the same in this Report.

#### **COST AUDITORS**

As per the provisions of Section 233B of the Companies Act, 1956 and in accordance with the Order F. No. 52/26/CAB-2010 dated January 24, 2012 issued by the Ministry of Corporate Affairs, audit of the Company's cost accounts has been made compulsory in respect of each of its financial year commencing on or after the April 01, 2012.

In conformity with the above order, the Company has appointed M/s Jitender, Navneet & Co., Cost Accountants having Firm Registration Number 000119, as the Cost Auditors for the audit of the cost accounts of the Company for the Financial Year 2012-13. The due date of filing the cost audit report for the financial year 2012-13 is September 30, 2013. The report will be filed within the stipulated period.

#### **CONSOLIDATED FINANCIAL STATEMENT**

The Consolidated Financial Statements of the Company are prepared in accordance with the Accounting Standards, Companies Act, 1956 and all other laws for the time being in force (if applicable) and the same forms part of this Annual Report.

Further, in accordance with the Circular issued by Ministry of Corporate Affairs (MCA), granting the general exemption from the provisions of Section 212 of the Companies Act, 1956, your Company is not attaching the Annual Accounts for the year ended March 31, 2013 and other related documents of its subsidiary Company Lumax DK Auto Industries Ltd (LDK) with this Annual Report. Any shareholder interested in obtaining a copy of the Annual Accounts of LDK may write to the Company Secretary at the registered office

# Lumax Auto Technologies Limited

of the Company and the company undertakes to supply the same along with all related detailed information. In addition, the Company shall also keep the same Annual Accounts for inspection by any shareholder at the registered office of the Company and LDK.

## **MATERIAL CHANGES AND COMMITMENTS**

No other material changes and commitments affecting the Financial position of the Company have occurred between April 1, 2013 and the date on which this Report has been signed.

## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Pursuant to the provisions of Clause 49 of the Listing Agreement, Management Discussion & Analysis Report is annexed as part of this report separately as **Annexure - A**.

## **OTHER INFORMATION**

Disclosure of information regarding Conservation of Energy, Research & Development, Technology Absorption and Foreign Exchange Earnings and Outgo etc. under Section 217(1)(e) of the Companies Act, 1956, is annexed separately as **Annexure - B**.

## **CORPORATE GOVERNANCE**

The report on Corporate Governance together with the Auditor's Certificate regarding the Compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement is annexed and forms part of this Annual Report as **Annexure C**.

## **PARTICULARS OF EMPLOYEES**

Information on Particulars of Employees as required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975 forms an integral part of this report. However, as per the provisions of Section 219(1)(b)(iv) of the Companies Act, 1956, the Annual Report is being sent to the shareholders of the Company excluding the Statement of Particulars of employees under Section 217(2A) of the Companies Act, 1956. Any shareholder interested in obtaining a copy of such statement may write to the Company Secretary at the registered office of the Company.

## **ACKNOWLEDGEMENT**

Your Directors place on record their sincere thanks to all its highly valued customers, its Technical Collaborators, Joint Venture Partners, all other business partners, all the Shareholders, Financial Institutions, Banks, Vendors and various Government agencies for the assistance, co-operation and encouragement they extended to the Company.

The Board would also like to acknowledge the co-operation and commitment rendered by all the associates and employees of the Company for their unstinted support shown during these challenging times.

**For and on behalf of the Board of Directors**

**Place : Gurgaon**  
**Dated : May 28, 2013**

**D. K. JAIN**  
**CHAIRMAN**

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****a) INDUSTRY STRUCTURE, DEVELOPMENTS AND OUTLOOK****ECONOMIC ENVIRONMENT****GLOBAL ECONOMY**

Despite improved global financial conditions and reduced short-term risks, the world economy continues to expand at a subdued pace. After a marked down-turn over the past two years, global economic activity is expected to slowly gain momentum in the second half of 2013-14 on the back of accommodative monetary policies in developed and developing economies. Growth of world gross product is projected at 2.3% in 2013, the same pace as in 2012, before gradually strengthening to 3.1% in 2014.<sup>1</sup>

**INDIAN ECONOMY**

Following the slowdown induced by the global financial crisis in 2008-09, the Indian economy responded strongly to fiscal and monetary stimulus and achieved a growth rate of 8.6% and 9.3% respectively in 2009-10 and 2010-11.

However, with the economy exhibiting inflationary tendencies, the Reserve Bank of India started raising policy rates in March 2010. High rates as well as policy constraints adversely impacted investment, and in the subsequent two years viz. 2011-12 and 2012-13, the growth rate slowed to 6.2% and 5.0% respectively.

The slowdown, especially in 2012-13, has been across the board, with no sector of the economy unaffected. The moderation in growth is primarily attributable to weakness in industry, which registered a growth rate of only 3.1%. Growth in agriculture has also been weak to 1.9%, following lower-than-normal rainfall. The growth rate of the services sector also declined to 6.6%.

India's situation is difficult but steps have been taken to bring the macro economy back into balance and growth on track. It is important to recognize that a lot needs to be done and the slowdown is a wake-up call for increasing the pace of actions and reforms. With the global economy also likely to recover somewhat in 2013, these measures should help in improving the Indian economy's outlook for 2013-14.<sup>2</sup>

**INDIA OUTLOOK FY 2013-14**

Over two decades, India has implemented wide-ranging reforms that opened up the economy, dismantled the old licensing system and introduced competition into a number of sectors that had previously been dominated by public monopolies. This decisive action has helped the Indian economy to narrow the gap in living standards with advanced economies. Supported by further reforms, convergence accelerated in the 2000s as growth averaged over 8% a year, one of the strongest performances in the world.

The Indian economy now ranks third largest in the world, measured in Purchase Power Parity terms, and world-leading Indian enterprises have emerged across a number of sectors, not least in information technology and business services.<sup>3</sup>

The Indian economy is now highly integrated with the global economy - in fact, more integrated than some of the major advanced economies are. Therefore, the uncertain global macroeconomic situation directly impacts the Indian economy through various channels. As global growth has slowed down significantly, it has obviously impacted India's growth.<sup>4</sup>

Uncertain global economic prospects do not augur well for India's exports and will limit external stimulus to its economy. India's growth prospects in 2013-14 will, therefore, be largely shaped by domestic factors.

An improvement in private consumption growth would be critical to revive GDP growth in 2013-14. Higher agriculture income - driven by normal monsoons, pre-election welfare spending by the government and lower interest rates will be key drivers of private consumption in 2013-14.<sup>5</sup> Further, the government has also taken a number of steps to revive investment and growth, which will help the overall economy to grow in the range of 6.1 to 6.7%.<sup>6</sup>

**AUTO AND AUTO COMPONENT INDUSTRY OUTLOOK**

The Indian automotive industry has emerged as a 'sunrise sector' in the Indian economy. India is emerging as one of the world's fastest growing passenger car market and second largest two wheeler manufacturer. It is also home for the largest motor cycle manufacturer and fifth largest commercial vehicle manufacturer.

India is emerging as an export hub for sports utility vehicles (SUVs). The global automobile majors are looking to leverage India's cost-competitive manufacturing practices and are assessing opportunities to export SUVs to Europe, South Africa and Southeast Asia. India can emerge as a supply hub to feed the world demand for SUVs.

<sup>1</sup> United Nations Report on World Economic Situation and Prospects 2013

<sup>2</sup> Economic Survey 2013

<sup>3</sup> OECD Report on India-Sustaining High and Inclusive Growth

<sup>4</sup> IMF Country Report-India

<sup>5</sup> RISIL Report on India Outlook, 2013

<sup>6</sup> Economic Survey 2013

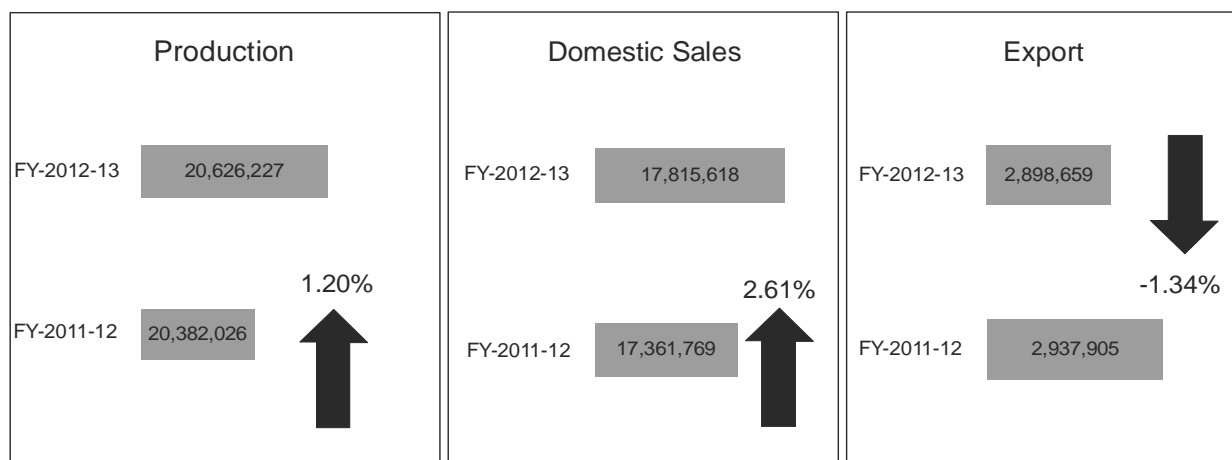
# Lumax Auto Technologies Limited

India also has the largest base to export compact cars to Europe. Moreover, hybrid and electronic vehicles are new developments on the automobile canvas and India is one of the key markets for them. Global and Indian manufacturers are focussing their efforts to develop innovative products, technologies and supply chains.

The automotive plants of global automakers in India rank among the top across the world in terms of their productivity and quality. Top auto multinational companies (MNCs) like Hyundai, Toyota and Suzuki rank their Indian production facilities right on top of their global pecking order.

The Indian automobiles industry witnessed a moderation in demand in 2012-13, after the double-digit growth in sales recorded in the preceding three years. Weak macroeconomic sentiment coupled with subdued consumer confidence pulled down sales. Overall Indian Automobile Industry has shown 2.61% growth in FY 2012-13 compared to previous FY 2011-12. Production and Domestic sales registered a growth of 1.20% and 2.61% respectively; however the exports de-grew by 1.34% due to negative global environment and fluctuation.<sup>7</sup>

## Automobile Industry Trend



In view of the current macro environment, both domestically and globally, Indian automobile industry's prospects in the near term are cautiously optimistic. As a result, achieving high growth rates is likely to be a major concern for the industry in 2013-14.

While the long term fundamentals of the Indian economy remain robust, the sluggish global environment has impacted sentiments in the domestic market in the short term. But it is expected to be only a temporary phenomenon, and future prospects look better than this year. Growth in sales would be driven by the expected improvement in macro conditions on the domestic front, moderation in interest rates and revival in consumer confidence. Consequently, the deferred purchases witnessed in FY 2012-13 are expected to get converted into sales next year. The auto industry is likely to gain considerably from the various initiatives on infrastructure development, rural focus and the improved road infrastructure.<sup>8</sup>

## INDIAN PASSENGER VEHICLE INDUSTRY: SLOW BUT STEADY RECOVERY IN VOLUMES EXPECTED

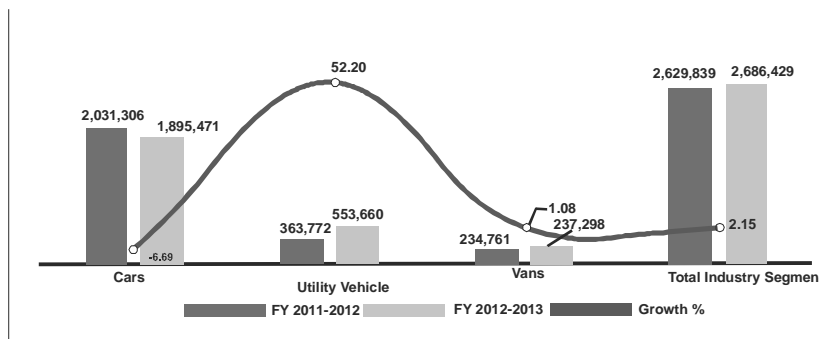
Two straight years of slowdown, the Indian PV industry is still trying to stave off the challenge, now apparently more intense, posed by protracted demand recovery as it enters fiscal 2013-14. In the last two years, the pendulum of growth for the domestic PV industry has turned to the other extreme – from 25%+ growth rates chronicled in 2009-10 and 2010-11, the domestic PV industry volume growth geared down to 4.7% in 2011-12 and 2.78% in 2012-13. While supply challenges arising from labour issues and natural calamities did shave-off potential output to an extent, the primary frictional cause for moderation in growth was a dull demand environment. This in turn was the outcome of the extended bout of high inflation, rising fuel prices and firm interest rates, resulting in deferment of buyers' purchase decision. While the festive months of October-November 2012 did bring about a sequential improvement in volume run-rate, the trend has failed to hold steam thereafter. The above trend shows a weak PV demand environment in 2013-14 as well.<sup>9</sup>

<sup>7</sup> SIAM

<sup>8</sup> Dun & Bradstreet Automobile Sector Outlook 2013

<sup>9</sup> ICRA report on Indian Passenger Vehicle Industry

### Passenger car segment



In the year ahead, increased marketing efforts by companies and launch of new models/variants would be directed at pulling customers into the showroom. However, the demand momentum is expected to gain momentum after the initial couple of quarters.<sup>10</sup>

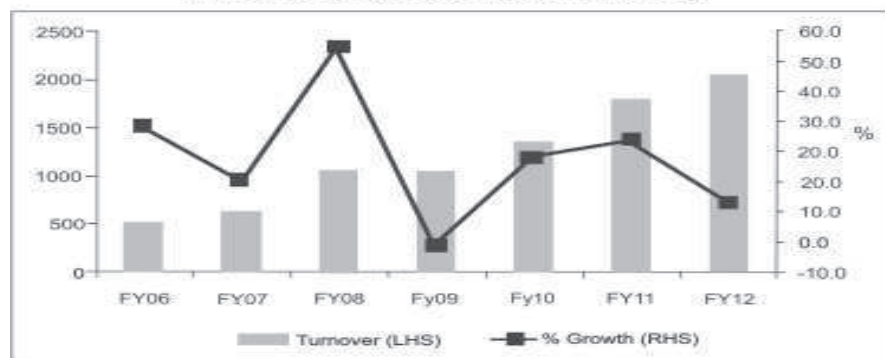
### AUTO COMPONENT INDUSTRY

The Indian auto component industry is one of the few sectors that have a distinct global competitive advantage in terms of cost and quality. It is also one among the fastest growing industries in India. The Indian auto component industry gradually transformed from a local supplier to a global auto parts supplier to major global automobile companies. India's cost competitiveness in raw material and labour and its established manufacturing base is a compelling attraction for global Original Equipment Manufacturers (OEMs) to outsource components from India.

### INDUSTRY STRUCTURE

The Indian auto component industry grew robustly at 27.1% CAGR over FY05-FY12 and reached Rs. 2,063 billion in FY12. The remarkable growth can be attributed to government initiatives and incentives, additional subsidies, formation of various clusters, gradual increase in the per capita income as well as disposable income giving a boost to the demand of automobile industry and in turn auto component industry. Moreover, innovative marketing strategies and increase in competition due to entry of various foreign players have further helped to drive the improvement in end products. Economic liberalization, coupled with technological, cost and manpower advantages, has made India one of the prime business destinations for many global automotive players. Indian auto components manufacturers can be broadly divided into organised and unorganized players. The organized sector accounts for three fourth of total production. The forte of the organised sector is high, value-added precision engineering products, a large unorganized sector characterises the lower value-added segments.<sup>11</sup>

### Size of Indian Auto Component Industry



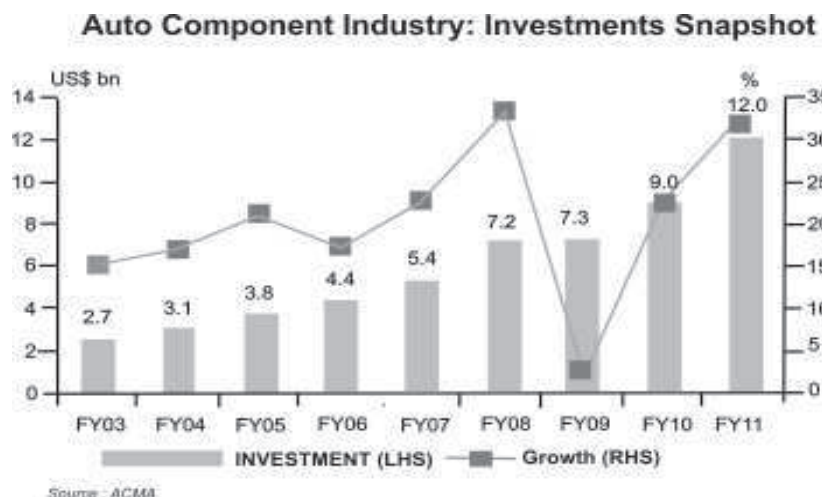
Source: ACMA

<sup>10</sup>Dun & Bradstreet Automobile Sector Outlook 2013

<sup>11</sup>Dun & Bradstreet Auto Component Industry Overview

# Lumax Auto Technologies Limited

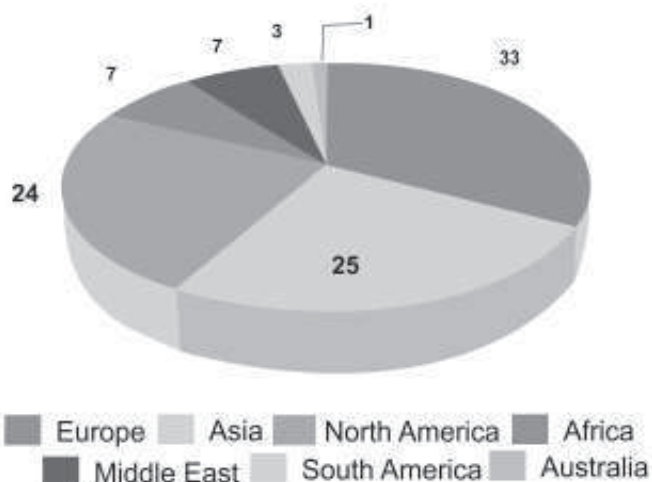
The Indian auto components industry continues to attract investments and the industry continues to add new capacities. Investments in the industry increased from US\$ 3.10 billion in FY04 to US\$ 9 billion in FY10, growing at 19.40% CAGR. Investments are estimated to have increased to US\$ 12.5 billion in FY12. Major foreign companies have been investing in the domestic industry through joint ventures and partnerships or setting up their own production plants. Domestic component players are also investing heavily in the industry to reap benefits of long-term growth prospects.



## Exports Scenario

Exports constitute 17% of the Indian Auto Components Industry's total turnover. Exports of auto components from India grew from Rs. 159.60 bn in FY 2007-08 to Rs. 334.8 bn by financial year 2011-12. Exports declined during financial year 2009-10 as compared to FY 2008-09 primarily due to slow recovery in developed countries. However, they once again bounced back in FY2010-11, registering sharp growth more than 45%. During FY 2011-12, global OEMs/ tier-I manufacturers accounted for 80% share in the Indian Auto Component Industry's exports and global aftermarkets accounted for the rest. Europe accounted for nearly 32.9% of India's exports and continues to be one of the major export destinations, followed by Asia.

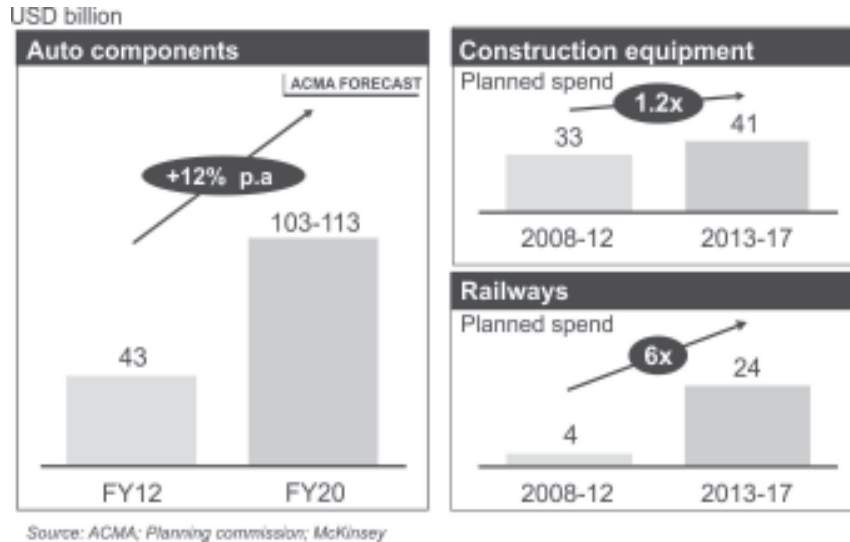
## Auto Components : Composition of export destinations(%)



Going forward, the Indian Auto Components Industry is well poised to achieve strong growth owing to rising domestic demand in the OEM market and expanding replacement market. The export market for auto components is likely to see strong traction once the global market stabilises and economic uncertainty diminishes. According to the Auto Components Manufacturers Association (ACMA), the Indian Auto Components Industry is likely to grow to US\$ 110 bn by 2020 with the domestic market share of ~US\$

80 bn. The share of the Auto Components Industry in the country's GDP is likely to increase to 3.60% by 2020, up from 2.40% in FY 2011-12. Given good long term demand prospects in the domestic market and with India emerging as a favoured low-cost sourcing destination, auto component manufacturers are likely to invest in increasing production capacities and technological capabilities. Further, companies would continue to diversify their product portfolio to de-risk their businesses. However, competition is expected to increase and prices of raw material are likely to follow an upward trend. This is expected to exert pressure on the Industry's profit margins. In such a scenario, cost control programmes would assume greater significance for the industry players, both big and small.<sup>12</sup>

**Domestic auto components is expected to continue its double digit of growth; auto-adjacent opportunities are also becoming sizeable**



## b) OPPORTUNITIES & THREATS

### SWOT Analysis of the Indian automotive industry

#### Strength

- . Investments by foreign car manufacturers
- . Increase in the export levels
- . Low cost and cheap labour
- . Rise in the working and middle class income
- . Increased demand for European quality
- . Expert skills in producing small cars-good for environment
- . Large pool of engineers

#### Opportunities

- . Growing population in the country
- . Focus from the government in improving the road infrastructure
- . Rising living standards
- . Increase in income level
- . Better car technology is demanded
- . Rising rural demand
- . The car is a status symbol
- . Women drivers have increased

#### Weaknesses

- . Low quality compared to other automotive countries
- . Low labour productivity
- . High interest rate and overhead level
- . Production cost are generally higher than some other Asian states, such as China
- . Low investment in R&D area
- . Local demand is still towards low cost vehicles, due to low income levels

#### Threats

- . Less skilled labour
- . Lack of technologies for Indian companies
- . Increase in the import tariff and technology cost
- . Imports of two wheelers from the Chinese market in India
- . Smaller players that do not fulfill international standards
- . Increased congestion in the urban areas

Source : DIBD report on Indian Automotive Industry

<sup>12</sup> Dun & Bradstreet Auto Component Industry Overview

# Lumax Auto Technologies Limited

## c) PRODUCT WISE PERFORMANCE

The Company is engaged only in one segment of products viz. manufacture of Auto Components. The Company continued to perform well during the year as shown below:

S.No.	Products	Turnover (Rs. In Million)
1.	Head Lamp	1,334.85
2.	Tail Lamp	301.38
3.	Frame Chassis	742.94
4.	Adjustor Motor	509.40
5.	Other	1,439.95
	<b>Total</b>	<b>4,328.52</b>

## d) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Based on the nature of business and size of operations, the Company's internal control system has been designed to provide for:

- Accurate recording of transactions with Internal Checks and prompt reporting.
- Adherence to applicable Accounting Standards and Policies.
- Review of Capital Investments and Long Term Business Plans.
- Periodic review meetings to guide optimum utilization of resources.
- Compliance with applicable statutes, policies, listing requirements and management policies and procedures.
- Effective use of resources and safeguarding of Assets.

The Company has appointed Independent firm of Internal Auditors who regularly conducts Audit of all the functional areas and is responsible to examine the adequacy and the compliance with policies and plans of the Company. Continuous audit and verification of the systems enables the various business groups to plug any shortcomings sooner rather than later. The summary of the Internal Audit observations is submitted to Audit Committee. The status of implementation of the recommendations is reviewed by the Committee on a regular basis and concerns, if any, are reported to the Board.

The company has ERP system for manufacturing plants to improve the controls and data transparency in the company.

## e) RISK AND CONCERN

The Company is exposed to external and internal risks associated with the business. The operations of the Company are directly dependent on the Automobile manufacturer's (OEMs) growth and business plans. General economic conditions impact the automotive industry, and in turn, the operations as well. To counter these risks, your company continues to broaden the product portfolio, increase customer profile and geographic reach and also entry into After Market Segment, which now constitutes approximately 50% of the total revenue.

The Company is exposed to strong competitive pressures both domestic and overseas. Your company's established reputation, close customer relationships, ability to provide higher level of engineering, design support and relentless drive for improvement gives it a competitive edge. The Company is also exposed to financial risk from changes in interest rates, foreign exchange rates and commodity prices.

## f) DISCUSSION ON FINANCIAL PERFORMANCE WITH REFERENCE TO OPERATIONAL PERFORMANCE

### REVENUE

Your company's business is directly dependent on the Original Equipment Manufacturer(s) of Automobiles (OEM's) and After Sales Market. Your Company has achieved a Net Sales of Rs. 4,328.52 Million for the year ended March 31, 2013 as against Rs. 4,366.05 Million in the corresponding previous year.

### PROFITS

Your Company has recorded a Profit before Tax of Rs. 327.13 Million for the year ended March 31, 2013 as against Rs. 341.10 Million in the corresponding previous year.

### DIVIDEND

Keeping in view of the philosophy of the Company to reward its shareholders and to continue the tradition of recommending dividend, your Directors are pleased to recommend a Dividend of 60% (Rs. 6/- per Equity Share) for the Financial Year 2012-13 (Rs. 6/- per Equity share in the previous year).

<sup>13</sup> CARE report on Indian Auto Component Industry

**g) HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The company believes that the company's growth and future success depend in large part on the skills of the company's workforce, including executives and officers, as well as the designers and engineers.

Your Company has a policy of enhancing the individual's growth potential within the framework of corporate goals. Therefore the employees of your Company have always been the most valuable resource. Your Company continues to develop the skill and knowledge of its employees from time to time so as to meet the technological and other changes in the auto component sector.

Further the improvement activities through Kaizen, Quality Circles, Total Productivity Maintenance, Total Quality Management, 6 sigma, 5-S, 7-W processes are being done throughout the Company to enhance the productivity and efficiency of the employees.

The Directors acknowledge and appreciate the contribution of all employees towards the performance of the Company. During the year under review the Company maintained cordial relationship with all employees.

During the year under review the Company employed 486 numbers of employees.

**CAUTIONARY STATEMENT**

*The above mentioned statements are only "forward looking statements" based on certain assumptions/expectations. The Company's actual performance could differ materially from those expressed/projected depending upon changes in various factors. The Company does not assume any responsibility to any change(s) in "forward looking statements", on the basis of subsequent development, information or events etc.*

# Lumax Auto Technologies Limited

## ANNEXURE - B

Information as per Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules 1988, and forming part of Directors' Report for the year ended March 31, 2013

### A. CONSERVATION OF ENERGY

Though the Company does not come under the category of power intensive unit, adequate measures have been taken for energy conservation and thereby to reduce energy cost.

#### (a) Energy Conservation Measures taken and their impact.

1. In PCNTDA plant, the Company has successfully installed Sodium Vapor Lamps for Overhead Lighting by replacing existing CFL lamps, resulted in savings of approximately 20 to 30 units of electricity consumption per day.
2. In PCNTDA plant, Hot Water Generator loading & unloading time reduced by 20 minutes with Circuit conversion on Temperature controller, resulted in 10% saving of Natural gas per day.
3. In PCNTDA Plant, MIG welding machine fan on-off linked with actual welding operations, which prevents idle running of machine and will save approximately 5 units of electricity consumption per day.
4. In Chakan Plant, the Company has successfully installed Sodium Vapor Lamps for street lights by replacing existing CFL lamps, resulted in savings of approximately 20 units of electricity consumption per day.
5. In Chakan Plant, the Company has installed High HP motors by replacing Low HP motors during Pumping System modification in Moulding Shop, resulted in savings of approximately 75 Units of electricity consumption per day.

#### (b) Additional Investments and Proposals being implemented for reduction of consumption of Energy.

At PCNTDA Plant, the Company is in the process of installing auto sensors at Office area for Lights & Fan Auto ON-OFF, which will save approximately 30% electricity consumption. Further, at Pre Treatment line of Powder Coating Shop, the Company is planning to install Auto Sensors for Pump ON-OFF linked to actual working, which will save approximately 20% of energy consumption .

At Bhosari Plant, the company is in the process of modifying the baking oven with more width of conveyor, which will increase the production by 30% of current capacity and will save 50 units of energy consumption per day.

#### (c) Impact of measures at (a) and (b) for reduction of energy consumption and consequent impact on the cost of production of Goods.

It is difficult to quantify the impact of individual energy reduction measures on the Cost of Production of Goods. The above measures of energy reduction will reduce overall cost of energy.

#### (d) Total Energy Consumption and Energy Consumption per Unit of production.

Being not applicable to Auto Components Sector, the Form A is not furnished.

### B. TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT

The company does not have any imported technology and hence the details required to be given for the imported technology are not applicable.

As a trend in the Auto Industries is changing from import in technology to provide and develop local competency, the Company has taken the initiatives to improve local technical capabilities.

#### RESEARCH & DEVELOPMENT

##### a) Specific Areas in which R & D carried out by the Company

- Developed Assembly Lines for one of its Customer manufacturing 1st Row & 2nd Row Seating Assembly. We have developed the seat frame assemblies with complete tools, Jigs and Fixture development for total car set.

##### b) Benefits derived as a result of the above R & D

- Reinforced knowledge and Technology involving New Technology & Diversification from Two to Four Wheeler Segments.
- Robotic Assembly Process benefits in the improved accuracy and quality, also, reduction in manpower cost. it also improved the plant efficiency.

##### c) Future Plan of Action

- To upgrade our existing design and development infrastructure.
- To start in-house designing of new generation automotive lamps for Automotive OEMs (located in Pune region).

d) Expenditure on Research & Development

(Amount in Million)

(i)	Capital	NIL
(ii)	Recurring	2.7
	<b>Total</b>	<b>2.7</b>
(iii)	Total R & D Expenditure as a percentage of Total Turnover	0.06

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

**(a) Activities relating to exports; initiatives taken to increase exports; development of new export markets for products and services; and export plans :**

Your Company has been continuously striving for opportunities for growth in export business. During the year under review the following export development and promotion measures were taken:

1. The Company has developed 14 new products for export market with additional sales of USD 150,000 and continued exports to its existing customers in various countries.
2. The Company has added customers in 3 new countries to its portfolio and started exporting various products to these customers.
3. The Company continues to target new customers and products to increase the Exports.

**(b) Total Foreign Exchange used and earned**

This information is given in Notes to financial statements at S. No. 35.

# Lumax Auto Technologies Limited

## ANNEXURE - C

### CORPORATE GOVERNANCE REPORT

The Securities and Exchange Board of India (SEBI) regulates Corporate Governance Practices of Companies Listed on the Indian Stock Exchanges. These regulations are notified under Clause 49 of the Listing Agreement of all the Stock Exchanges. This clause specifies the standards that Indian Companies have to Comply and the disclosures that they have to make with regards to Corporate Governance. Your Company has established systems and procedures to comply with the amended provisions of the Code of Corporate Governance and is complying with the same in its letter and spirit.

#### 1. COMPANY'S PHILOSOPHY

Corporate Governance is about commitment to values and ethical business conduct. It is a set of laws, regulations, processes and customs, affecting a way the company is directed, administered, controlled and managed.

We at Lumax, believes that Good Corporate Governance is essential to achieve long term Corporate Goals, to enhance Shareholders Value and attain highest level of transparency. The essence of Corporate Governance for the company lies in promoting and maintaining integrity, transparency and accountability though out the organization. Therefore, your Company is committed to achieve the maximum standard of Corporate Governance, Accountability and Equity in all facets of its operations and in all interfaces with shareholders. Further, all of its operations and actions are served with the undefined goal of enhancing customer's satisfaction and shareholder's value over a sustained period of time.

Consequently, the Board of Directors is at the core of our Corporate Governance Practice, which administers how the management should serve and protects the long term interest of all the customer and hence the stakeholders of the Company.

#### 2. BOARD OF DIRECTORS

The policy of the company is to have an appropriate mix of Executive and Non Executive Directors to maintain the independence of the Board, and to separate the Board functions of Management and Governance. The Board consists of seven Directors comprising of One Executive Director, Six Non-Executive Directors out of which four are Independent Directors. The composition of the Board is in conformity with the requirements of Clause 49 of the Listing Agreement and the details of Directors are as follows:

S. No	Name of the Director	Category of Directorship	No. of Board Meetings Attended	No. of Directorships in other public companies	No. of Committee positions held in other public Companies*		Last AGM Attended	Relationship Interse
					Chairman	Member		
1	Mr. D.K. Jain	Non-Executive Director (Chairman)	4	3	-	1	Yes	Related as Husband to Mrs. Usha Jain and as Father to Mr. Anmol Jain
2	Mrs. Usha Jain	Executive Director (Managing Director)	2	-	-	-	No	Related as Wife to Mr. D.K Jain and as Mother to Mr. Anmol Jain
3	Mr. Anmol Jain	Non- Executive Director	3	3	-	-	No	Related as Son to Mr. D.K Jain and Mrs. Usha Jain
4	Mr. Manmohan Sachdev	Non- Executive Independent Director	3	-	-	-	No	Not related to any Director
5	Mr. Sandeep Dinodia	Non- Executive Independent Director	4	3	3	1	Yes	Not related to any Director
6	Mr. A.V. Alexander	Non- Executive Independent Director	4	-	-	-	No	Not related to any Director
7	Mr. Dhiraj Dhar Gupta	Non- Executive Independent Director	0	5	1	2	No	Not related to any Director

\*As per amended guidelines, Committee here means "Audit Committee" and "Shareholders / Investors Grievance Committee" and excludes the committee positions held in Lumax Auto Technologies Ltd.

**a) Board Meetings and Attendance**

The Board of Directors met Four times during the financial year ended March 31, 2013. The intervening period between two Board Meetings was well within the maximum time gap of 4 months, as prescribed under Code of Corporate Governance. The details of Board Meetings held during the year are as under:

S. No	Date of Board Meeting	Board's Strength	No of Directors Present
1	30.05.2012	7	5
2	21.07.2012	7	6
3	10.11.2012	7	5
4	13.02.2013	7	4

**b) Board's Processes**

It is always been the Company's policy and practice that apart from matter requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture / group companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations etc, as and when applicable, are placed before the Board.

The minimum information required as per Code of Corporate Governance, is being made available to the Board as and when applicable. The Board meets at least once a Quarter. The Board Meetings are generally scheduled well in advance and the notice of each Board Meeting is given in writing to each Director. The items placed at the Meeting of the Board include the following:-

- General Notices of Interest of Directors.
- Minutes of Meetings of Audit Committee and other Committees of the Board, as also resolutions passed by circulation.
- Annual Operating Plans of Businesses, Capital Budgets and any updates.
- Quarterly results for the Company and its operating divisions or business segments.
- Dividend declaration.
- Sale of material nature, of Investments, Subsidiaries, Assets, which is not in normal course of business, if any.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Internal Audit findings and Statutory Auditor Reports (through the Audit Committee).
- Details of any Joint Venture, Acquisitions of Companies or Collaboration Agreement, if any
- Non-Compliance of any Regulatory, Statutory or Listing requirements and shareholders service such as Non-Payment of Dividend, delay in share transfer (if any), etc
- Show cause, demand, prosecution notices and penalty notices which are materially important.
- Fatal or Serious Accidents, Dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the Company, or substantial non payment for goods sold by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order, which may have passed strictures on conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources / Industrial Relations front like implementation of Voluntary Retirement Scheme etc.
- Transactions that involve substantial payment towards Goodwill, Brand Equity or Intellectual Property.
- Brief on statutory developments, changes in Government policies etc. with impact thereof, Directors' responsibilities arising out of any such developments.

# Lumax Auto Technologies Limited

- The Information on recruitment and remuneration of senior officers just below the board level, including appointment or removal of Chief Financial Officer and the Company Secretary.

All the items in agenda are accompanied by notes giving comprehensive information on related subject and in certain matters such as financial/business plans, financial results, detailed presentations are made. The agenda and relevant notes are given to each Director separately at the Board Meeting to enable the Board to take informed decisions.

The minutes of the Meeting of the Board are circulated to all Directors and confirmed at the subsequent Meeting. The minutes of the Audit Committee, Remuneration Committee and Shareholders/ Investors Grievance and Shares Transfer Committee are also individually given to the Members of the Committee and thereafter placed before the Board at the subsequent Board Meeting for taking on record.

### 3. COMMITTEES OF THE BOARD

**Currently, the Board has three Committees:**

- Audit Committee.
- Remuneration Committee.
- Shareholders/ Investors Grievance and Share Transfer Committee.

The brief details of the various committees of the Board and their constitution and functions are as under:

#### A. Audit Committee

##### a) Composition and Attendance

The Audit Committee comprises of three Non-Executive Independent Directors. The Audit Committee had met four times during the Financial Year April 1, 2012 to March 31, 2013. The Composition and attendance of the meetings of the Audit Committee is as follows:

S. No.	Name of Directors	Status	Category of Membership	No. of Meetings attended
1	Mr. Sandeep Dinodia	Chairman	Non-Executive Independent Director	4
2	Mr. Manmohan Sachdev	Member	Non-Executive Independent Director	3
3	Mr. A.V. Alexander	Member	Non-Executive Independent Director	4

Statutory Auditors, Internal Auditors and Managing Director are permanent invitees to the Audit Committee Meetings. The Company Secretary acts as the Secretary to the Audit Committee.

The Chairman of the Audit Committee attended the last Annual General Meeting, held on 24-08-2012.

The Audit Committee has been constituted as per Section 292A of the Companies Act, 1956 and the guidelines set out in the Listing Agreement. The Audit Committee of the Company, inter-alia, provides assurance to the Board on the existence and adequacy of an effective Internal Control systems that ensures:

- \* Efficiency and effectiveness of operations.
- \* Safeguarding of assets and adequacy of provisions for all liabilities.
- \* Reliability of all financial and other management information and adequacy of disclosures.
- \* Compliance with all relevant statutes.

The Committee has powers as envisaged under Clause 49(II) of the Listing Agreement and as specified by the Board of Directors of the Company.

##### b) Powers of Audit Committee

Audit Committee shall have following Powers:

- To investigate any activity within its terms of reference.
- To seek any information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if considered necessary.

**c) Role of Audit Committee**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditor and the fixation of audit fees.
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
4. Reviewing, with management, the annual financial statements before submission to the Board for approval with particular reference to:
  - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (2AA) of Section 217 of the Companies Act, 1956.
  - b. Changes, if any, in accounting policies and practices and reasons for the same.
  - c. Major accounting entries involving estimates based on the exercise of judgment by management.
  - d. Significant adjustments made in the financial statements arising out of audit findings.
  - e. Compliance with Listing and other legal requirements relating to financial statements.
  - f. Disclosure of any related party transactions.
  - g. Qualifications in draft Audit Report.
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing, with the management, if any, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing with the management, performance of the Statutory and Internal Auditors, adequacy of the Internal Control systems.
8. Reviewing the adequacy of Internal Audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
9. Discussion with Internal Auditors on any significant findings and follow-up thereon.
10. Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
13. To Review the functioning of Whistle Blower mechanism, in case the same is existing.
14. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

**d) Review of information by Audit Committee**

The Audit Committee shall mandatorily review the following information:-

1. Management discussion and analysis of financial conditions and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters/ letters of internal control weakness if any issued by the Statutory Auditors;

# Lumax Auto Technologies Limited

4. Internal Audit Reports relating to internal control weakness; and
5. The appointment, removal and terms of remuneration of the Chief Internal Auditors shall be subject to review by the Audit Committee.

**e) Any other matter with the specific permission of the Board.**

**f) Subsidiary Company**

Lumax DK Auto Industries Limited (LDK) is a material non-listed wholly owned Indian subsidiary Company in terms of Clause 49 (III) of the listing agreement. Accordingly, Mr. Dhiraj Dhar Gupta, Director has been appointed on the Board of LDK.

The Company monitors performance of LDK, *inter alia*, by the following means:

- a) Financial statements, in particular the investments made by LDK are reviewed quarterly by the Audit Committee of the Company.
- b) Minutes of the meetings of the Board of Directors of LDK are placed before the Company's Board regularly.
- c) A statement containing all the significant transactions and arrangements entered into by the LDK is placed before the Company's Board / Audit Committee.

**B. Remuneration Committee**

The Remuneration Committee consists of Independent Non-Executive Directors to review and recommend payment of annual salaries, commission, service agreements and other employment conditions of the Executive Directors of the Company. The committee fixes the remuneration after taking into consideration remuneration practices followed by Companies of similar size and standing in the Industry.

The Remuneration Committee comprises of Four Directors as its members. All the members of the Committee are Non-Executive Independent Director and have sound knowledge of management practices. The Chairman of the Committee, Mr. Sandeep Dinodia is a Non-Executive Independent Director nominated by the Board. The power and role of the Remuneration Committee is as per guidelines set out in the Listing Agreement.

The constitution of the Remuneration Committee and attendance of Meeting of remuneration committee is as follows:

S. No.	Name of Directors	Status Membership	Category of attended	No. of Meetings
1	Mr. Sandeep Dinodia	Chairman	Non-Executive Independent Director	2
2	Mr. Manmohan Sachdev	Member	Non-Executive Independent Director	1
3	Mr. Dhiraj Dhar Gupta	Member	Non-Executive Independent Director	0
4	Mr. A.V. Alexander	Member	Non-Executive Independent Director	2

The Remuneration Committee met twice during the year Financial Year 2012-13, to consider and recommend the payment of commission to Non Executive Directors for the Financial Year 2011 -2012 & to recommend to the Board the waiver of recovery of excess remuneration during the Financial Year 2012-13 paid to Mrs. Usha Jain, Managing Director and payment of revised remuneration for the Financial Year 2013-14.

**a) Remuneration Policy:**

The Remuneration Committee fixes the remuneration of the Executive Directors after considering various factors such as qualification, experience, expertise, and the prevailing remuneration in the competitive industries, financial position of the Company, etc. The remuneration structure comprises of Basic Salary, Commission, Perquisites and Allowances, contribution to Provident Fund etc.

The remuneration policy for Executive Directors is directed towards rewarding performance, based on review of achievements of Executive Directors. The Non-Executive Directors have not drawn any remuneration from the Company, except sitting fees for attending meetings of the Board and Committees.

The remuneration of the Non-Executive Directors (NEDs) of the Company is decided by the Board of Directors. The NEDs are paid remuneration by way of Commission. In terms of the approval of the members at the 30<sup>th</sup> Annual General Meeting of the Company held on August 17, 2011, commission is paid at a rate not exceeding

1% of the net profits of the Company calculated in accordance with the provisions of Sections 198, 349 and 350 of the Companies Act, 1956 for a period of 5 years w. e. f. April 1, 2011. The distribution of the commission amongst the NEDs is determined by the Board and is broadly based on attendance, contribution at the Board Meetings and various Committee Meetings as well as time spent on operational matters.

The Company did not have any pecuniary relationship or transactions with the Non Executive Directors during the financial year 2012-2013.

**b) Details of Remuneration paid to Managing Director during the financial year ended March 31, 2013 are as under:**

(Amount in Rs.)

Name of Director	Salary	Perquisites & Allowances	Commission	Total
Mrs. Usha Jain	2,604,965	14,811,646	NIL	17,416,611

**c) Details of Commission paid to Non Executive Directors during the financial year ended March 31, 2013 are as under:**

(Amount in Rs.)

S. No.	Name of Director	Commission
1.	Mr. D.K. Jain	1,741,661
2.	Mr. Anmol Jain	1,741,661

**d) The number of shares held by Non-Executive Directors in the Company is mentioned below:**

S. No.	Name of Directors	No of shares held as on March 31, 2013	Percentage
1	Mr. D K Jain	1,655,257	12.14%
2	Mr. Anmol Jain	862,240	06.33%
3	Mr. Sandeep Dinodia	-	-
4	Mr. Manmohan Sachdev	-	-
5	Mr. A V Alexander	200	0.001%
6	Mr. Dhiraj Dhar Gupta	-	-

There is no Stock Option Scheme of the Company for any Director and there are no Security / Investment of the Company pending for conversion into Equity Shares.

**C. Shareholders / Investors Grievance & Share Transfer Committee**

The Company has a Shareholders / Investors Grievance & Share Transfer Committee to oversee Investors Grievances and Redressal mechanism and recommends measures to improve the level of Investors' services and to look into the matters pertaining to share, transfers, duplicate share certificates and related matters. The Committee comprises of three Non Executive Directors, with two of them being Independent Directors. During the year four meetings of Committee were held. The following is the attendance record at the Committee during the year:

S. No.	Name of Directors	Status	Category of Membership	No. of Meetings attended
1	Mr. D. K. Jain	Chairman	Non-Executive Director	4
2	Mr. Sandeep Dinodia	Member	Non-Executive Independent Director	4
3	Mr. Manmohan Sachdev	Member	Non-Executive Independent Director	3

The functioning and terms of reference of the Committee are, as prescribed under the Listing Agreement entered with the Stock Exchanges, with particular reference to transfer, dematerialization and complaints of Shareholders etc.

The Quorum for the functioning of the Committee is any two Members present. The Share Transfer Committee meets normally once in a Quarter. The total complaints received and replied to the shareholders during the year ended March 31, 2013 were 11. There were no complaints which were not resolved to the satisfaction of the shareholders and pending during the year.

# Lumax Auto Technologies Limited

## 4. COMPLIANCE OFFICER OF THE COMPANY

Ms. Swapnal B. Pawar, Company Secretary is the Compliance Officer of the Company. She is primarily responsible to ensure compliance with applicable statutory requirements and is the interface between the management and regulatory authorities for governance matters.

## 5. GENERAL BODY MEETING

The details of Annual General Meeting (AGMs) held in the last three years are as follows:

Financial Year	Date	Time	Location
2009-10	26-07-2010	3.00 P.M.	Plot No.70, Sector 10,PCNTDA, Bhosari, Pune, Maharashtra - 411026
2010-11	17-08-2011	3.00 P.M.	Plot No.70, Sector 10,PCNTDA, Bhosari, Pune, Maharashtra - 411026
2011-12	24-08-2012	3.00 P.M.	Spree Shivai Hotel, Celebrate Hall, 1st floor, H-Block, A-70, MIDC, Pimpri, Pune-411018

Special Resolutions passed in previous three General Meetings

- i. AGM held on July 26, 2010
  - a) Revised Payment of Remuneration to Mrs. Usha Jain, Managing Director.
  - b) Further Issue of Equity Shares on Preferential Basis.
- ii. AGM held on August 17, 2011
  - a) Payment of Commission to Non Executive Director(s)
- iii. AGM held on August 24, 2012
  - a) Re-appointment of Mrs. Usha Jain as Managing Director of the Company
- iv. Postal Ballot Resolutions proposed in the Board Meeting dated February 13, 2012 :

During the year the Company has proposed two Special Resolution for waiver of recovery of excess remuneration paid to the Managing Director during 2012-2013 under section 309 (5B) of the Companies Act,1956 and payment of remuneration in excess of the ceiling limit of 5% to the Managing Director during F.Y. 2013-14 through Postal Ballot mechanism. Mr. Mandar Jog, Practising Company Secretary from Pune was appointed as Scrutinizer. The Company has followed the procedure as prescribed under the Companies Act, 1956 read with The Companies (Passing of resolution by postal ballot), Rules, 2011 for conducting the Postal Ballot process. Mr. D.K Jain, Chairman, Mr. Anmol Jain, Director, Ms. Swapnal B. Pawar, Company Secretary and Mr. B.S. Bhadauriya, Authorized Signatory were authorised by the Board of Directors to conduct the Postal Ballot Process and were responsible for the entire postal ballot process.

The details of the Special Resolutions passed through Postal Ballot are as follows:

Date of Notice	Date of passing Resolution	Particulars of the Resolution	percentage of votes cast in favour
February 13, 2013	May 16, 2013	Resolution for waiver of the recovery of excess remuneration paid to Mrs. Usha Jain, Managing Director of the Company, pursuant to the provisions of Section 309(5B) and other applicable provisions, if any, of the Companies Act,1956.	99.10
February 13, 2013	May 16, 2013	Resolution for payment of revised remuneration to Mrs.Usha Jain, Managing Director of the Company, for the Financial Year 2013 - 2014 pursuant to provisions of Sections 198, 269,309, 310 and 311 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956.	99.10

## 6. CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board Members and Senior Management of the Company. All Board Members and Senior Management Personal have affirmed compliance with the Code of Conduct on annual basis. The Annual Report contains a declaration to this effect signed by the Managing Director. The code of conduct has also been posted on Company's website: [www.lumaxautotech.com](http://www.lumaxautotech.com).

## 7. DISCLOSURES

- a. During 2012-13, other than the transactions entered in the normal course of business and reported as the related party transactions in the annual accounts, the Company had not entered any materially significant related party transactions i.e. transaction of the Company of material nature with its Promoters/ Directors/Senior Management or Relatives etc., which could have a potential conflict with the interest of Company at large.
- b. The Audit Committee is briefed with all related party transaction undertaken by the Company.
- c. The Senior Management has made disclosures to Board that they did not have personal interest in any material financial and commercial transactions that could result in a conflict with the interest of the Company at large.
- d. The Company has a Code of Conduct for its Board and Senior Management (as per Corporate Governance Code) and the same is available at the Company's website. The Company has obtained a compliance certificate from all concerned.
- e. There has been no non-compliance penalties/strictures imposed on the Company by Stock Exchange(s) or SEBI or any other statutory authority, on any matter related to capital markets, during the last three years.
- f. The Company follows the Accounting Standards laid down by the Institute of Chartered Accountants of India, and there has been no deviation in the accounting treatment during the year, except as provided in this report.
- g. The Company does not have any Whistle Blower Policy. However, the Company promotes a favourable environment for employees to have an open access to the respective functional heads and Managing Director, so as to ensure ethical and fair conduct of the business of the Company.
- h. The Company has complied with all the mandatory requirements of the Clause 49 of the Listing Agreement.
- i. The Company has formulated a Code of Conduct for prevention of Insider Trading in the Shares of the Company in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 1992.

## 8. MEANS OF COMMUNICATION

The Annual / quarterly results of the Company are published in leading and widely circulated English dailies viz. (1) Economic Times (Delhi, Chandigarh, Lucknow, Mumbai-English & Gujarati, Pune) (2) Nav Bharat Times (Delhi, Mumbai) (3) Financial Times (Delhi) (4) Mumbai Mirror (Mumbai) (5) Financial Express – All Editions (English) (6) Loksatta (Pune, Edition). The results are also faxed and mailed to the Stock Exchanges where the Equity Shares of the Company are listed, in accordance with the provisions of the Listing Agreement.

The Company's financial results are displayed on the Company's website at [www.lumaxautotech.com](http://www.lumaxautotech.com).

Pursuant to Clause 52 of the Listing Agreement, all data related to quarterly as well as annual financial results, shareholding pattern etc. are updated on the Corporate Filing and Dissemination System website [www.corpfiling.co.in](http://www.corpfiling.co.in).

## 9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT FORMS PART OF THE DIRECTORS REPORT

## 10. GENERAL SHAREHOLDERS INFORMATION

- a) **Annual General Meeting** : The 32<sup>nd</sup> Annual General Meeting is scheduled as under:  
 Date : August 23, 2013  
 Time : 3.00 P.M  
 Venue : Spree Shivai Hotel, Celebrate Hall, 1<sup>st</sup> Floor,  
 H-Block, A-70, MIDC, Pimpri, Pune-411018
- b) **Date of Book Closure** : August 17, 2013 to August 23, 2013 (both days inclusive)
- c) **Registered Office** : LUMAX AUTO TECHNOLOGIES LTD  
 Plot No. 70, Sector 10, PCNTDA, Bhosari, Pune – 411026
- d) **Financial Year** : April 01 to March 31

# Lumax Auto Technologies Limited

e) **For the Financial Year 2012-13 results were announced on:**

Adoption of Quarterly Results Ended	Date
June 30, 2012	July 21, 2012
September 30, 2012	November 10, 2012
December 31, 2012	February 13, 2013
March 31, 2013 (Audited Annual Accounts)	May 28, 2013

f) **Financial Calendar for 2013-14 (Provisional)**

Adoption of Quarterly Results Ended	Tentative calendar#
June 30, 2013	2 <sup>nd</sup> week of August 2013
September 30, 2013	2 <sup>nd</sup> week of November 2013
December 31, 2013	2 <sup>nd</sup> week of February 2014
March 31, 2014 (Audited Annual Accounts)	4 <sup>th</sup> week of May 2014

# Within 45 days at the end of the Quarter as per clause 41 of the Listing Agreement.

g) **Dividend & Dividend Payment Date**

A dividend of ₹ 6/- per share (60%) has been recommended by the Board of Directors for the Financial Year 2012-13, which is subject to the approval of the Shareholders at the ensuing Annual General Meeting. For demat shareholders and physical shareholders who have opted for NECS / ECS, Dividend Amount of Rs. 6/- per share will be credited directly to their respective bank accounts through NECS / ECS, wherever such facilities are available, soon after the declaration of dividend in the AGM. For others, Dividend Warrants will be posted by September 16, 2013 (tentative).

h) **Share Transfer System:**

All work related to Share Registry, both in physical form and electronic form, is handled by the Company's Registrar and Share Transfer Agent. The Company has appointed Bigshare Services Private Limited as the Registrar & Share Transfer Agent. SEBI vide Circular No.CIR/MIRSD/8/2012 Dated July 05, 2012 has reduced the time-line for registering the transfer of shares to 15 days instead of the existing provision of 30 days from the date of lodgment w.e.f. October 01, 2012. To adhere to the aforesaid time-line, our Registrar & Share Transfer Agent has changed the processing cycle to once in a week instead of 15 days. The Share transfers in physical form are approved by the Chairman, Managing Director and Company Secretary on fortnightly basis and the same were approved and ratified by the Shareholders/Investors Grievance & Share Transfer Committee.

i) **Registrars and Share Transfer Agent (For Physical as well as for Demat Segment)**

Address: Bigshare Services Private Limited  
Unit: Lumax Auto Technologies Limited  
E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (E), Mumbai 400 072  
Tel: +91-22-43430306  
Fax: +91-22-2847 5207  
Email: info@bigshareonline.com  
Website: www.bigshareonline.com  
Contact Person: Ms. Shubhangi Wanivadekar

j) **Investors Correspondence**

All queries of Investors regarding the Company's shares in Physical / Demat form may be sent either to the Registrar & Share Transfer Agent or to the Secretarial Department of the Company at the following address:

Address: **LUMAX AUTO TECHNOLOGIES LIMITED**  
Plot No. 70, Sector-10, PCNTDA,  
Bhosari, Pune, Maharashtra - 411026  
Tel: 91-20-66304606, 66304617  
Fax: 91-20-66304624  
E-mail: shares@lumaxautotech.com  
Website: www.lumaxautotech.com

k) **Listing on Stock Exchanges**

Stock Exchange	Scrip Code
Bombay Stock Exchange Limited	532796
National Stock Exchange of India Limited	LUMAXTECH

l) **ISIN No: INE872H01019**

Listing Fees for the year 2013-14 has been paid to The Bombay Stock Exchange Ltd. and National Stock Exchange of India Ltd.

m) **Outstanding GDR's/ ADR's/ Warrants or any Convertible Instruments, Conversion Date and Likely impact on Equity:**

There are no convertible instruments which could result in increasing the Equity Capital of the Company and the Company has not issued any GDR / ADR / FCCB etc.

n) **Dematerialisation of Shares:**

As per notifications issued by the Securities and Exchange Board of India (SEBI), the trading in Company's shares is permitted only in dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scripless trading, the Company has enlisted its shares with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

o) **Status of Dematerialisation and Liquidity as on March 31, 2013:**

**Dematerialisation**

The shares of the Company are under compulsory Demat segment and are listed on Bombay Stock Exchange Limited, Mumbai and National Stock Exchange of India Limited, Mumbai. The Company's shares are available for trading in the Depository of both NSDL & CDSL:

Category	No. of Shares
Shares in Demat mode with NSDL	12,869,596
Shares in Demat mode with CDSL	637,731
Shares in Physical mode	124,214
<b>Total</b>	<b>13,631,541</b>

**Liquidity:**

The Number of Shares of the Company traded in the Stock Exchange for the financial year 2012-2013 is given below:

Particulars	BSE	NSE	TOTAL
Number of shares Traded	1,127,957	2,792,858	<b>3,920,815</b>
% of total Equity	8.27%	20.49%	<b>28.76%</b>

p) **Share Holding Pattern of the Company as on March 31, 2013**

	Category	No. of shares held	Shareholding (%)
<b>A.</b>	<b>Promoters' holding</b>		
<b>1.</b>	<b>Promoters</b>		
	a Indian Promoters	7,588,666	55.67
	b Foreign Promoters	-	-
<b>2.</b>	<b>Persons acting in concert</b>	-	-
	<b>SUB – TOTAL (A)</b>	<b>7,588,666</b>	<b>55.67</b>

(cont...)

# Lumax Auto Technologies Limited

<b>B.</b>	<b>Non-Promoters Holding</b>		
<b>3.</b>	<b>Institutional Investors</b>		
	a Mutual Funds and UTI	-	-
	b Banks, Financial Institutions, Insurance Companies, Central/State Govt. Institutions/ Non-Government Institutions.	-	-
	c FIs	2,339,862	17.17
	<b>SUB – TOTAL (B3)</b>	<b>2,339,862</b>	<b>17.17</b>
<b>4.</b>	<b>Others:-</b>		
	a Bodies Corporate & Clearing Member	1,265,689	9.28
	b Indian Public	2,207,294	16.19
	c NRIs	229,830	1.69
	d Any other	200	0.00
	<b>SUB – TOTAL(B4)</b>	<b>3,703,013</b>	<b>27.17</b>
	<b>SUB – TOTAL(B) [3 + 4]</b>	<b>6,042,875</b>	<b>44.33</b>
	<b>GRAND TOTAL (A+B)</b>	<b>13,631,541</b>	<b>100.00</b>

## q) Distribution of Shareholding as on March 31, 2013

Range of Shares	No. of Shareholders	% of Shareholders	Amount (Rs.)	% of Shareholding
1 ——— 5000	4214	88.34	4909540	3.63
5001 ——— 10000	196	4.11	16554120	1.21
10001 ——— 20000	132	2.77	2072810	1.52
20001 ——— 30000	44	0.92	1129780	0.83
30001 ——— 40000	23	0.48	807780	0.59
40001 ——— 50000	38	0.80	1811690	1.33
50001 ——— 100000	48	1.01	3716680	2.73
100001 & above	75	1.57	120213010	88.19
<b>Total</b>	<b>4770</b>	<b>100.00</b>	<b>136315410</b>	<b>100</b>

## r) Stock Market Data during the Financial Year 2012-13

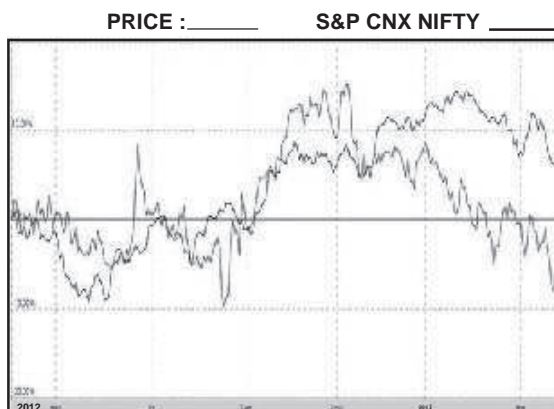
The monthly High and Low Prices of the Shares of the Company Listed on Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) along with the BSE "Sensex" and NSE "Nifty" are as follows.

Month	BSE				NSE			
	Share Price		Sensex		Share Price		S&PCNX Nifty	
	High(Rs.)	Low(Rs.)	High	Low	High(Rs.)	Low(Rs.)	High	Low
April 2012	157.75	141.00	17664.10	17010.16	156.00	142.30	5342.45	5154.30
May 2012	151.00	136.00	17432.33	15809.71	152.00	133.85	5279.60	4788.95
Jun 2012	168.00	137.80	17448.48	15748.98	165.65	138.00	5286.25	4770.35
July 2012	152.00	135.90	17631.19	16598.48	153.85	131.35	5336.45	5032.40
Aug 2012	156.00	132.45	17972.54	17026.97	155.00	132.20	5448.60	5164.65
Sep 2012	165.35	143.00	18869.94	17250.80	166.00	144.95	5735.15	5217.65
Oct 2012	173.95	158.35	19137.29	18393.42	170.00	155.00	5815.35	4888.20
Nov 2012	170.45	148.65	19372.70	18255.69	170.45	150.80	5885.25	5549.25
Dec 2012	168.00	150.25	19612.18	19149.03	160.00	150.65	5965.15	5823.15
Jan 2013	163.95	142.65	20203.66	19508.93	161.00	144.15	6111.80	5935.20
Feb 2013	151.00	135.25	19966.69	18793.97	154.90	136.00	6052.95	5671.90
Mar 2013	148.50	130.00	19754.66	18568.43	147.90	129.10	5971.20	5604.85

- s) The details of the Stock performance vis-a-vis S&P CNX Nifty in graphical manner and monthly closing share price on BSE and NSE from April 2012 to March 2013 is given below:

**Stock Performance vis- a- Vis S&P CNX Nifty**

The performance of the Company's share related to Nifty is given in the charts below:



**Monthly Closing Share Price on BSE & NSE along with Sensex and Nifty Points (April 2011 to March 2012)**

Month	BSE (Rs.)	Sensex	NSE (Rs.)	Nifty
April 2012	146.10	17318.81	145.25	5248.15
May 2012	143.10	16218.53	142.45	4924.25
June 2012	147.25	17429.98	148.55	5278.90
July 2012	139.00	17236.18	140.90	5229.00
August 2012	150.40	17429.56	149.00	5258.50
September 2012	164.65	18762.74	163.20	5703.30
October 2012	161.95	18505.38	160.60	5619.70
November 2012	155.10	19339.90	157.70	5879.85
December 2012	156.90	19426.71	158.40	5905.10
January 2013	147.25	19894.98	146.00	6034.75
February 2013	146.25	18861.54	146.25	5693.05
March 2013	132.00	18835.77	133.75	5682.55

- t) **Plant Locations of the Company as on March 31, 2013 :**

The Company has the following manufacturing units:

S. NO.	PLANT LOCATIONS
1)	Plot No. 70, Sector-10, PCNTDA, Bhosari, Pune, Maharashtra
2)	W-230-E, 'S' Block, M.I.D.C. Bhosari, Pune, Maharashtra
3)	Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
4)	A-8, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
5)	K- 76, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
6)	W-28, M.I.D.C., Waluj, Industrial Area Aurangabad, Maharashtra
7)	Plot No. 54/8, D-II, Block-2, M.I.D.C. Chinchwad, Pune, Maharashtra
8)	G-1, Ranjangaon Industrial Area, Tal. Shirur, Pune, Maharashtra
9)	Khasra No 817/73, Mauza - Moginand, Nahan, Sirmour, Himachal Pradesh
10)	B-85, Mayapuri Industrial Area, Phase-I, New Delhi (Marketing Division)
11)	Plot no. 165, Sector-5, IMT Manesar, Gurgaon, Haryana
12)	Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bangalore, Karnataka*

\* Will be operational In F.Y. 2013 -14

**11. UNCLAIMED SUSPENSE ACCOUNT**

Pursuant to Clause 5A (II) of the Listing Agreement, the company has opened a demat account named "Lumax Auto Technologies Limited - Unclaimed Suspense Account" with Bigshare Services Private Limited. The details of unclaimed shares of the Company are as under

S. No	Description	No of Shareholders	No of Shares
1	Aggregate No. of shareholders & Shares pending as on 01.04.2012	5	1123
2	No. of shareholders who approached for transfer of shares from Demat suspense account during the year.	-	-
3	No. of shareholders and shares transferred from Demat suspense account during the year.	-	-
4	No. of shareholders and shares outstanding at the . end of year in March 31, 2013	5	1123

# Lumax Auto Technologies Limited

The members who have not claimed the shares from the above returned undelivered cases are requested to contact the Registrar- Bigshare Services Private Limited at the address given above. The voting rights on the 1,123 shares shall remain frozen till the rightful owner of such shares claims the shares.

## 12. NON-MANDATORY REQUIREMENTS

The Company is complying with mandatory requirements and partly complying with the Non-Mandatory requirements such as:

The Company has constituted a Remuneration Committee of Independent & Non-Executive Directors. A detailed note on the Remuneration Committee has already provided in the foregoing paras of the report.

## 13. CEO & CFO CERTIFICATE

The Managing Director, Mrs. Usha Jain and the Head Finance, Mr. Ashish Dubey have furnished the requisite certificate to the Board of Directors pursuant to Clause 49 (V) of the Listing Agreement.

## 14. OTHER INFORMATION

### Electronic Clearing Service (ECS) / National Electronic Clearing Service (NECS)

SEBI had vide its Circular No.DCC/FITTCIR-3/2001 dated October 15, 2001 advised that all Companies should mandatorily use ECS facility, wherever available.

In the absence of ECS facility, companies may use warrants for distributing the dividends and vide its Circular No. D&CC/FITTCIR- 04/2001 dated November 13, 2001 had advised companies to mandatorily print the Bank Account details furnished by the Depositories, on the dividend warrants. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors.

As per RBI circular no RBI/2008-2009/509/DPSS (CO) EPPD No 2283/04.01.04/2008-2009 dated June 25, 2009, RBI has introduced National Electronic Clearing System (NECS) which aims at increasing efficiency and simplification of the ECS process. However, members who wish to receive dividend in an account other than the one specified while opening the Depository Account, may notify their DP's about any change in the Bank Account details.

### Nomination Facility

Shareholders holding Shares in Physical Form and desirous of making a Nomination in respect of their Shareholding in the Company, as permitted under Section 109A of the Companies Act, 1956, are requested to submit to the Company nomination in the prescribed Form 2B for this purpose.

**CEO & CFO Certification under Clause 41 & 49(V) of the Listing Agreement to be placed before the Board along with Audited Annual Accounts for the year ended March 31, 2013.**

- a. We certify to the Board that we have reviewed Financial Statements and Cash Flow Statement for the year ended March 31, 2013 and that to the best of our knowledge and belief;
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) 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.
- b. 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 violative of Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for 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 such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies, if any.
- d. We have indicated to the Auditors and the Audit Committee
- (i) Significant changes in internal control over financial reporting during the year, if any;
  - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any;
  - (iii) There were no instances of 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.

**Place : Gurgaon**  
**Date : May 28, 2013**

**ASHISH DUBEY**  
**(HEAD FINANCE)**

**USHA JAIN**  
**(MANAGING DIRECTOR)**

**Certificate of Compliance of Code of Conduct by Board of Directors and Senior Management Personnel**

I, Usha Jain, Managing Director of the Company hereby certify that the Board of Directors and the Senior Management Personnel have affirmed compliance of the Code of Conduct of the Company for the Financial Year-2012-13.

**Place : Gurgaon**  
**Date : May 28, 2013**

**USHA JAIN**  
**(MANAGING DIRECTOR)**

**Auditors' Certificate on Corporate Governance**

To  
The Members of  
THE LUMAX AUTO TECHNOLOGIES LIMITED

We have examined the compliance of conditions of Corporate Governance by Lumax Auto Technologies Limited, for the year ended on March 31, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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 D.R. Barve & Co**  
**Chartered Accountants**  
**Firm Registration No. 101034W**

**C A D.R. Barve**  
**Proprietor**  
**Membership No.:17661**

**Place : Pune**  
**Date : May 28, 2013**

# Lumax Auto Technologies Limited

## Independent Auditors' Report on Accounts

To,  
The Members of  
**Lumax Auto Technologies Limited**

### 1) Report on the Financial Statements

We have audited the accompanying financial statements of Lumax Auto Technologies Limited which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

### 2) Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### 3) Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### 4) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### 5) Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in the paragraphs 4 and 5 of the said Order.
- 2. As required by Section 227(3) of the Act, 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 our 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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act;
  - e. On the basis of the written representations received from the directors as on March 31, 2013, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of Section 274(1)(g) of the Act.

**For D. R. Barve & Co.**  
**Chartered Accountants**  
**Firm Registration No. 101034W**

**CA. D. R. Barve**  
**(Proprietor)**  
**Membership No.17661**

**Place: Pune**  
**Date: May 28, 2013**

## Annexure To Independent Auditors' Report

**Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date**

**Re: Lumax Auto Technologies Limited**

- i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

- (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
- (c) Based on our scrutiny of the records of the Company and the information and explanations received by us, we report that there were sales of fixed assets during the year, but the fixed assets disposed off did not constitute a substantial part of the fixed assets of the Company. Hence, the question of reporting whether the sale of any substantial part of fixed assets has affected the going concern of the Company does not arise.
- ii) (a) As explained to us, the inventories have been physically verified by the management at reasonable intervals during the year. Further, for materials lying with third parties, certificates confirming the stock held by them have been obtained periodically in most of the cases. The frequency of verification is reasonable.
- (b) In our opinion and according to the explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and according to the explanations given to us, the company is maintaining proper records of inventory. We have been informed that no material discrepancies have been noticed on physical verification of inventory as compared to book records.
- iii) (a) According to the information and explanations given to us, the company has not granted any loan, secured or unsecured to parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence, the question of reporting whether the terms & conditions of such loans are prejudicial to the interest of the Company, whether reasonable steps are taken for recovery of over-dues of such loans granted, maximum amount outstanding during the year and year-end balance does not arise.
- (b) During the year the Company has not taken any loans, secured or unsecured from parties covered in the Register maintained u/s 301 of the Companies Act 1956. Hence, the question of reporting whether the terms & conditions of such loans are prejudicial to the interest of the Company, whether reasonable steps are taken for repayment of over-dues of such loans taken, maximum amount outstanding during the year and year-end balance does not arise.
- iv) 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, with regard to purchases of inventory and fixed assets and for sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- v) (a) According to the information and explanations given to us, we are of the opinion that transactions that need to be entered into the register in pursuance of section 301 of the of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts / arrangements entered in the Register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5,00,000 in respect of each party during the year have been made at prices which appear reasonable as per the information available with the Company.
- vi) According to the information and explanations provided by the management, the company has not accepted deposits which are deposits within the meaning of Rule (2b) of the Companies (Acceptance of Deposits) Rules, 1975.
- vii) In our opinion, the Company has an Internal Audit System commensurate with the size of the Company and nature of its business.
- viii) We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie, the prescribed accounts and records have been maintained. However, we have not made detailed examination of the records with a view to determine whether they are accurate or complete.
- ix) According to the information and explanations given to us:
- (a) the company is generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education & Protection Fund, Employees' State Insurance, Income Tax, Wealth Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Cess or any other statutory dues with the appropriate authorities during the year;
- (b) no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty, Excise Duty and Cess and any other undisputed statutory dues were outstanding at the year end, for a period of more than six months from the date they became payable;
- (c) there are no disputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Customs Tax, Excise Duty or Cess, by the Company except following:
- |                                    |                                       |
|------------------------------------|---------------------------------------|
| Name of the Statute                | Income Tax Act, 1961.                 |
| Nature of Dues                     | Income Tax                            |
| Amount/Rs. Lacs                    | 1.18                                  |
| Period to which the amount relates | Financial Year 2009-10                |
| Forum where the dispute is pending | Commissioner of Income Tax (Appeals). |

# Lumax Auto Technologies Limited

- x) The company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.
- xi) As informed to us, the company has not defaulted in repayment of dues to financial institutions, banks.
- xii) As informed to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
- xiii) In our opinion, and to the best of our information and according to the explanations provided by the management, we are of the opinion that the company is not a chit-fund, nidhi or mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the company.
- xiv) According to the information and explanations given to us by the management of the Company, the company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the company.
- xv) According to the information and explanations given to us by the management of the Company, the Company has given guarantee for loans taken by others from bank and financial institution, the terms and conditions whereof are not *prima facie* prejudicial to the interest of the company.
- xvi) As informed to us, the proceeds of the term loans taken by the company are applied for the purpose for which the loans were obtained.
- xvii) In our opinion and according to the explanations given to us, the funds raised by the company on short term basis have not been used for long-term investment.
- xviii) According to the records of the company and the information & explanations provided by the management, the company has not made any preferential allotment of shares to parties & companies covered in the register maintained under section 301 of the Companies Act, 1956.
- xix) According to the records of the Company, the Company has not issued any debentures during the year
- xx) The company has not raised any money by public issues during the period covered by our audit report.
- xxi) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

**For D. R. Barve & Co.  
Chartered Accountants  
Firm Registration No. 101034W**

**Place: Pune  
Date: May 28, 2013**

**CA. D. R. Barve  
Proprietor  
Membership No.17661**

## Balance Sheet as at March 31, 2013

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2013	As at March 31, 2012
<b>Equity &amp; Liabilities</b>			
<b>Shareholders' funds</b>			
(a) Share Capital	3	136,315,410	136,315,410
(b) Reserves and Surplus	4	839,658,057	712,364,274
		<b>975,973,467</b>	<b>848,679,684</b>
<b>Non-current liabilities</b>			
(a) Long-term borrowings	5	253,296,868	8,056,836
(b) Deferred tax liabilities (Net)	6	32,476,038	27,365,404
(c) Other long term liabilities	7	32,505,893	32,351,277
		<b>318,278,799</b>	<b>67,773,517</b>
<b>Current liabilities</b>			
(a) Trade payables	8	726,243,054	677,274,662
(b) Other current liabilities	9	185,809,456	60,298,241
(c) Short-term provisions	10	178,455,865	186,658,434
		<b>1,090,508,375</b>	<b>924,231,337</b>
<b>TOTAL</b>		<b>2,384,760,641</b>	<b>1,840,684,538</b>
<b>Assets</b>			
<b>Non-current Assets</b>			
(a) Fixed Assets	11		
(i) Tangible Assets		403,698,173	309,744,497
(ii) Intangible Assets		9,020,464	9,012,166
(iii) Capital work-in-progress		361,165,630	49,907,654
(b) Non-current Investments	12	262,977,692	255,477,780
(c) Long-term loans and advances	13	219,094,215	67,937,113
(d) Other non-current assets	14	1,723,822	10,853,833
		<b>1,257,679,996</b>	<b>702,933,043</b>
<b>Current assets</b>			
(a) Inventories	15	175,311,663	139,501,948
(b) Trade receivables	16	829,359,578	743,016,114
(c) Cash and Bank Balances	17	47,500,429	213,669,132
(d) Short-term loans and advances	18	72,961,507	30,343,042
(e) Other current assets	19	1,947,468	11,221,259
		<b>1,127,080,645</b>	<b>1,137,751,495</b>
<b>TOTAL</b>		<b>2,384,760,641</b>	<b>1,840,684,538</b>

See accompanying notes to the financial statements

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As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

**CA D. R. Barve**  
Proprietor  
Membership. No. 17661

**D. K. Jain**  
Chairman

**Usha Jain**  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

**Ashish Dubey**  
Head Finance

**Swapnal B Pawar**  
Company Secretary

# Lumax Auto Technologies Limited

## Statement of Profit & Loss for the year ended March 31, 2013

(Amount in Rs.)

Sr. No	Particulars	Note No.	For the year ended March 31, 2013	For the Year ended March 31, 2012
I.	Revenue from operations (Gross )	20	4,679,984,617	4,643,271,902
	Less: Excise Duty		351,463,661	277,224,477
	Revenue from operations (Net)		4,328,520,956	4,366,047,425
II.	Other income	21	18,370,059	33,924,452
III.	<b>Total Revenue (I + II)</b>		<b>4,346,891,015</b>	<b>4,399,971,877</b>
IV.	<b>Expenses</b>			
	Cost of materials consumed	22	1,780,721,750	1,677,374,617
	Purchases of Stock-in-trade		1,568,002,881	1,739,194,421
	Changes in inventories of finished goods work-in-progress and stock-in-trade	23	(39,970,086)	9,830,572
	Manufacturing expenses	24	187,758,635	180,700,276
	Employee benefits expenses	25	283,994,161	251,353,514
	Finance cost	26	1,550,730	2,283,772
	Depreciation and amortization expenses		39,377,247	31,586,260
	Other expenses	27	198,273,990	177,519,729
	<b>Total expenses</b>		<b>4,019,709,308</b>	<b>4,069,843,161</b>
V.	<b>Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>327,181,707</b>	<b>330,128,716</b>
VI.	Exceptional items	28	47,335	(10,970,562)
VII.	<b>Profit before extraordinary items and tax (V - VI)</b>		<b>327,134,372</b>	<b>341,099,278</b>
VIII.	<b>Profit before tax</b>		<b>327,134,372</b>	<b>341,099,278</b>
IX	<b>Tax expense</b>			
	(1) Earlier Year's tax		(436,374)	-
	(2) Current Year's tax		99,477,000	105,934,000
	(3) Deferred tax		5,110,634	887,862
X	<b>Profit for the period from continuing operations (VIII-IX)</b>		<b>222,983,112</b>	<b>234,277,416</b>
XI	<b>Profit for the period</b>		<b>222,983,112</b>	<b>234,277,416</b>
XII	<b>Earning per equity share</b>			
	(1) Weighted Average number of Equity Shares outstanding during the year		13,631,541	13,631,541
	(2) Nominal Value per share		10	10
	(3) Basic & Diluted Earning per share		16.36	17.19

See accompanying notes to the financial statements

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As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

**CA D. R. Barve**  
Proprietor  
Membership. No. 17661

**D. K. Jain**  
Chairman

**Usha Jain**  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

**Ashish Dubey**  
Head Finance

**Swapnal B Pawar**  
Company Secretary

## Cash Flow Statement for the year ended March 31, 2013

(Amount in Rs.)		
Sr. Particulars No	Year ended March 31, 2013	Year ended March 31, 2012
<b>A. Cash flow from Operating Activities :</b>		
Profit before Tax	327,134,372	341,099,278
Adjustments for		
Depreciation & amortization of assets	39,377,247	31,586,260
Loss/(Profit) on sale of fixed assets	47,335	(6,878,378)
Dividend & interest income	(10,155,579)	(22,078,781)
Tax related expenses	380,488	-
Interest expense	1,550,730	3,431,376
Operating profit before working capital changes	358,334,593	347,159,755
Adjustments for		
Inventories	(35,809,715)	3,680,840
Trade & other receivables	(86,343,464)	(225,407,106)
Trade & other payables	160,652,362	159,743,337
Other loans & advances ( Net )	(175,875,395)	(40,150,844)
Cash generated from operations	220,958,381	245,025,982
Direct taxes paid	(93,979,726)	(106,728,126)
<b>Net cash from operating activities</b>	<b>126,978,655</b>	<b>138,297,856</b>
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets	(136,668,936)	(37,967,127)
Proceeds from sale of fixed assets	3,282,378	53,608,200
Purchase of investment	(7,499,912)	(12,499,954)
Dividend & interest received	10,006,213	22,078,781
Decrease / (increase) in capital W.I.P.	(311,257,976)	(48,994,631)
<b>Net Cash From Investing Activities</b>	<b>(442,138,233)</b>	<b>(23,774,731)</b>
<b>C. Cash Flow From Financing Activities</b>		
Increase/(decrease) in borrowings	245,465,145	(20,115,781)
Interest paid	(1,550,730)	(3,431,376)
Dividend paid	(81,655,280)	(81,515,586)
Tax on distributed profits	(13,268,260)	(13,268,260)
<b>Net Cash From Financing Activities</b>	<b>148,990,875</b>	<b>(118,331,003)</b>
Net increase/(decrease) in cash & cash equivalents	<b>(166,168,703)</b>	<b>(3,807,878)</b>
Cash & cash equivalents at the beginning of the year	213,669,132	217,477,010
Cash & cash equivalents at the end of the year	47,500,429	213,669,132

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

**CA D. R. Barve**  
Proprietor  
Membership. No. 17661

**D. K. Jain**  
Chairman

**Usha Jain**  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

**Ashish Dubey**  
Head Finance

**Swapnal B Pawar**  
Company Secretary

# Lumax Auto Technologies Limited

## Notes to financial Statement for the year ended March 31, 2013

### 1 Company Information

Lumax Auto Technologies Limited is a public limited company located in India and incorporated under the Companies Act, 1956. The company is engaged in dealing & manufacturing of automotive components. The shares of the company are listed on the Bombay Stock Exchange Ltd. (BSE) and the National Stock Exchange of India Ltd. (NSE).

### 2 Significant Accounting Policies

#### 2.1 Basis of preparation

These financial statements have been prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the Accounting Standards notified under Section 211(3C) of the Companies Act 1956 and Companies (Accounting Standards) Rules, 2006, as amended and the other relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current and non-current.

Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

#### 2.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of reporting period. Although these estimates are based on management's best knowledge of current events & actions, uncertainty about these assumptions and estimates could result in the outcome requiring a material adjustment to the carrying amounts of assets or liabilities in future period. These differences between actuals & estimates are recognized in the period in which the results are known/materialized.

#### 2.3 Inventories

- a) Raw materials and components, stores & spares (including packing materials), stock-in-trade goods (including moulds & dies) valued at lower of landed cost (net of taxation credits, if any) and net realizable value, after making provision for obsolescence wherever necessary.

Cost comprises of cost of purchase & other costs incurred in bringing them to their respective present location and condition and is determined on First-in-First-Out (FIFO) basis.

- b) Work-in-progress, Finished Goods - Valued at lower of cost and Net realizable value, after making provision for obsolescence wherever necessary. Cost of work-in-progress & finished goods includes direct material, Labour and proportion of manufacturing overheads.

- c) Scrap  
At net realizable value\*.

#### 2.4 Cash & cash equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

##### Cash flow statement

Cash flow statement has been prepared by following the indirect method set out in the Accounting Standard - 3 of "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.

#### 2.5 Events subsequent to the balance sheet date

Events occurring after the Balance Sheet date, which have a material impact on the financial affairs of the Company, are taken into cognisance while presenting the financial statements of the company.

#### 2.6 Prior period and extraordinary items

Prior period and extraordinary items and changes in accounting policies, having a material impact on the financial affairs of the company are disclosed, wherever required.

---

\* Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make sale.

## 2.7 Depreciation & amortization of tangible & intangible assets

Depreciation is provided on a pro-rata basis by the straight-line method as per the rates prescribed under Schedule XIV of the Companies Act, 1956, read with relevant circulars issued by the department of company affairs from time to time.

Depreciation on additions to / disposal from tangible fixed assets made during the year is provided on pro-rata basis from/ upto the date of such additions / disposal, as the case may be. Intangible assets are amortized as follows :

- a) Leasehold land : Over the period of lease
- b) Specialized software : Over the estimated economic useful life.
- c) Technical knowhow : Over a period of technical assistance agreement i.e. 8 years.

## 2.8 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

### Sale of goods

Revenue from operations is recognized when all the significant risks and rewards of the ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects Sales Taxes and Value Added Taxes on behalf of the government and , therefore, these are not economic benefits following to the company. Hence , they are excluded from revenue. Excise duty deducted from revenue (Gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year.

### Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head of "other Income" in the statement of profit and loss.

### Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

## 2.9 Tangible assets

Tangible assets are stated at acquisition cost, net of eligible CENVAT , cess , deferred excise duty, VAT setoff and accumulated depreciation. Cost includes purchase cost together with inward freight, duties, taxes & incidental cost of acquisition, installation & eligible borrowing cost. It also includes pre-operative expenses incurred during the construction, trial & stabilization period until the time such assets are put to commercial use.

## 2.10 Foreign currency transactions

- a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- b) Monetary items denominated in foreign currencies at the year end are restated at year end rates.
- c) Non monetary foreign currency items are carried at cost.
- d) Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Statement of Profit and Loss except in case of liabilities, where it relates to acquisition of fixed assets, in that case it is adjusted to the carrying cost of such assets.

- 2.11 Government grants are recognized only if there is reasonable assurance as to its receipt and that the conditions attached there to shall be complied with.

## 2.12 Investment

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprise purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partially acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another assets, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

## 2.13 Employee benefits

- a) **Short term benefits** : Short term employee benefits are recognized as an expense at the undiscounted amount in

# Lumax Auto Technologies Limited

the statement of Profit & Loss of the year in which the related service is rendered. These benefits include salaries, bonus, medical expenses etc.

## b) Long term benefits

**Defined Contribution Plan :** Employees' benefits in the form of ESIC, provident fund & labour welfare fund are considered as defined contribution plan and the contributions are charged to the statement of Profit & Loss for the year, on accrual basis, when the contributions to the respective funds are due.

**Defined Benefit plan :** Gratuity Benefits in the form of gratuity are considered as defined benefit obligations and are provided on the basis of an actuarial valuation by using the projected unit credit method as at the date of Balance Sheet.

**Leave Encashment :** Benefits in the form of leave encashment on account of un-availed leave at the year end are also considered as defined benefit obligations and are provided as per the actuarial valuation according to projected Unit cost method.

Actuarial gains / losses , if any, are immediately recognized in the Statement of Profit & Loss.

## 2.14 Borrowing [finance] cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs are directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed out into the Statement of Profit & Loss.

## 2.15 Segment reporting

The company has identified its primary business segment as dealing & manufacturing of "Automotive components". All activities of the company revolve around the above segment. The entire operations are governed by the same set of risks and returns. Hence it is considered as single primary business segment.

The company sells its products in domestic as well as overseas markets. However, the exports of the company have not been identified as separate geographical segment for reporting purpose as it does not fulfill the criteria as laid down in AS - 17 segment reporting issued by the Institute of Chartered Accountants of India. Hence operations have been considered as representing a single geographical segment.

## 2.16 Lease

Assets taken on lease under which all risks and rewards of the ownership are effectively retained to the lessor are classified as operating lease. Lease payments under Operating Leases are recognized as expenses on Straight Line Basis as per the terms of lease.

## 2.17 Earning per share

In the earning per share, the Company considers the Net Profit or Loss for the year attributable to the Equity Shareholders. The number of shares used in computing basic earning per share is the weighted average number of equity shares outstanding during the year.

The number of shares used in computing diluted earning per share is the weighted average number of equity shares outstanding during the year after adjusting for the effects of all dilutive potential equity shares.

## 2.18 Current & deferred tax

Tax expenses for the period , comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period

Provision for current tax is made by taking into account the admissible deductions/allowances under the provisions of Income Tax Act 1961, as applicable for respective financial year.

Deferred tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets and liabilities are measured by using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company reassesses unrecognized deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legal enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax assets and deferred tax liabilities are offset when there is a legal enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

#### **2.19 Intangible assets**

Intangible assets acquired separately are measured on initial recognition at cost. By following initial recognition, intangible assets are carried at cost less accumulated amortization as per the criteria specified in Accounting Standard (AS) 26 "Intangible Assets" issued by the Institute of Chartered Accountants of India.

#### **2.20 Accounting for interest in Joint Ventures**

Interest in joint venture is accounted as follows:

Jointly Controlled Entities - Income on investments in incorporated jointly controlled entities is recognized when the right to receive the same is established. Investment in such joint ventures is carried at cost after providing for any permanent diminution in value.

#### **2.21 Impairment of tangible & intangible assets**

An asset is treated as impaired when the carrying cost of such asset exceeds its recoverable value. An impairment loss is charged to the statement of Profit & loss in the year in which the assets are identified as impaired. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

#### **2.22 Provisions and contingent liabilities**

**Provisions :** Provisions, involving substantial degree of estimation in measurement, are recognised if :

- a) the Company has a present obligation as a result of a past event and
- b) it is probable that there will be an outflow of resources and
- c) the amount of the obligation can be reliably estimated.

Provisions are not discounted to its present value and are determined based on the best management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Warranty expenses are provided in the year of sales based on technical estimates.

**Contingent liabilities :** Contingent liabilities are disclosed in case of :

- a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation,
- b) a present obligation when no reliable estimate is possible; and
- c) a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Liabilities are reviewed at each Balance Sheet date.

Contingent Assets are neither recognized nor disclosed.

# Lumax Auto Technologies Limited

## 3. Share Capital

Particulars	Par Value per share (Rs.)	Balance Outstanding as at March 31, 2013		Balance Outstanding as at March 31, 2012	
		No. of Shares	Value (Rs.)	No. of Shares	Value (Rs.)
<b>Equity share capital</b>					
Authorised	10	15,000,000	150,000,000	15,000,000	150,000,000
Issued, Subscribed and Paid-up	10	13,631,541	136,315,410	13,631,541	136,315,410

Note: Issues/(reductions) in equity share capital during the year is Nil.

### 3.1 Rights, preferences & restrictions attached to shares

The company has only one class of equity shares having a par value of Rs.10/- per share. Each equity shares holder is entitled to one vote per share. The company declares dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

### 3.2 Details of Dividend Distribution

Particulars	2012-13 (Rs.)	2011-12 (Rs.)
Amount of per share dividend recognized as distribution to equity shareholders	6	6

### 3.3 Details of shareholders holding more than 5% shares in the company at the end of current/previous year

Name	As At March 31, 2013		As At March 31, 2012	
	No. of Shares	Holding (%)	No. of Shares	Holding (%)
Dhanesh Kumar Jain	1,655,257	12.14	1,880,257	13.79
Lumax Finance Private Limited	2,422,264	17.77	1,620,714	11.89
Dhanesh Kumar Jain (HUF)	1,180,971	8.66	1,180,971	8.66
Deepak Jain	914,652	6.71	914,652	6.71
Anmol Jain	862,240	6.33	862,240	6.33

## 4. Reserves & Surplus

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Securities premium account</b>		
Balance at the beginning of the year	452,854,525	452,854,525
	452,854,525	452,854,525
<b>General reserve</b>		
Balance at the beginning of the year	59,300,000	35,800,000
Add : Transferred from Surplus in Statement of Profit & Loss during the year	22,300,000	23,500,000
	81,600,000	59,300,000
<b>Statement of profit and loss</b>		
Balance as at the beginning of the year	200,209,749	84,489,839
Add: Profit for the year	222,983,112	234,277,416
Less: Appropriations		
Transfer to general reserve	22,300,000	23,500,000
Proposed dividend on equity shares @Rs. 6 /-(Previous year Rs. 6/-) per share	81,789,246	81,789,246
Dividend distribution tax on proposed dividend on equity shares	13,900,083	13,268,260
Balance as at the end of the year	305,203,532	200,209,749
<b>Total Reserves &amp; Surplus</b>	<b>839,658,057</b>	<b>712,364,274</b>

## 5. Long Term Borrowings

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Secured-</b>		
Term loans		
- from banks	247,747,897	56,108
- from other parties	111,030	745,754
<b>Unsecured -</b>		
Deferred sales tax loan	5,437,941	7,254,974
<b>Total</b>	<b>253,296,868</b>	<b>8,056,836</b>

5.1 Term loan from Bank , includes loan taken for purchase of assets for Company's Narsapur, Hobli plant and is secured by exclusive first charge a) on movable fixed assets to be financed by the Bank b) by way of equitable mortgage [ EQM ] over Land & Building situated at Narsapur Hobli

5.2 Other Term Loans are secured by hypothecation of underlying assets.

5.3 Details of term loan and payment schedule

Name of Lender	No. of Installments	Rate of Interest (in %)	Installments Due (in Rs.)	No. of Installment due as on March 31, 2013
Term Loan for Purchase of Assets	16 Qtrs. [Starting from 15th month from the date of disbursment]	10.50% [Bank Base rate + 0.75 % per annum]	246,846,514	16 Qtrs./ 36 months
<b>Term Loan taken for Purchase of Vehicles</b>				
HDFC Bank Ltd.	36	11.50	1,111,842	29
HDFC Bank Ltd.	36	11.50	374,022	26
HDFC Bank Ltd.	35	8.50	56,108	6
Kotak Mahindra Prime Limited	36	11.00	352,529	15
Kotak Mahindra Prime Limited	35	11.00	172,345	15
Kotak Mahindra Prime Limited	35	8.50	102,800	11
Kotak Mahindra Prime Limited	35	8.50	41,966	3
Kotak Mahindra Prime Limited	35	8.50	62,242	2
Kotak Mahindra Prime Limited	35	8.50	15,039	1

5.4 Interest free deferred sales tax loan received for 15 years and is repayable in 5 annual installments after completion of 10 years.

## 6. Deferred Tax Liabilities

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Deferred Tax Liabilities</b>		
Depreciation	37,759,834	31,932,520
Total	37,759,834	31,932,520
<b>Deferred Tax Assets</b>		
Provision for doubtful trade receivables & advances	1,217,353	1,096,136
Disallowance u/s 43B	3,271,191	2,158,567
Disallowance u/s 40 (a)	795,252	1,312,413
Total	5,283,796	4,567,116
<b>Deferred Tax Liability (Net)</b>	<b>32,476,038</b>	<b>27,365,404</b>
<b>Deferred Tax Expense / (Income)</b>		
Subsequent to Accounting Standard - 22 "Accounting for Taxes on Income, issued by Institute of Chartered Accountants of India, deferred tax expense / (Income) has been recognized in the Statement of Profit & Loss.	5,110,634	887,862

# Lumax Auto Technologies Limited

## 7. Other long term liabilities

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Unsecured deposits from customers	32,505,893	32,351,277
<b>Total</b>	<b>32,505,893</b>	<b>32,351,277</b>

## 8. Trade Payables

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Micro, small and medium enterprises	-	-
Others	726,243,054	677,274,662
<b>Total</b>	<b>726,243,054</b>	<b>677,274,662</b>

8.1 The details of amount outstanding to micro, small and medium enterprises based on available information with the Company are as under : -

	Particulars	As At March 31, 2013	As At March 31, 2012
i)	Principal amount due and remaining unpaid to any supplier as at the end of accounting year	Nil	Nil
ii)	Interest due on principal amount remaining unpaid as at the end of accounting year	Nil	Nil
iii)	Amount of interest alongwith principal amount paid to Supplier beyond due date of payment.	Nil	Nil
iv)	Amount of interest accrued / due and remaining unpaid at the end of accounting year	Nil	Nil
v)	Amount of further interest remaining due and payable even in succeeding year, until such date when the interest dues as above are actually paid to the small enterprises	Nil	Nil

## 9. Other Current Liabilities

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Current maturities of long term debt	1,276,480	1,258,034
Current maturities of deferred sales tax loan	1,817,033	1,610,366
Unpaid dividends	539,843	405,877
Unsecured advances from customers	4,949,163	21,142,045
For capital purchase	142,593,269	8,390,663
For others	34,633,668	27,491,256
<b>Total</b>	<b>185,809,456</b>	<b>60,298,241</b>

## 10. Short Term Provisions

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Provision for employee benefits	28,622,780	33,449,422
Provision for gratuity	2,127,019	2,021,263
Provision for earned leave	3,634,681	1,018,811
Provision for proposed dividend @ Rs. 6/- (Previous year Rs. 6/- ) per share	81,789,246	81,789,246
Tax on proposed dividend	13,900,083	13,268,260
Provision for income tax (Net of tax paid)	8,255,303	3,646,959
Provision for wealth tax	25,430	-
Others provisions	40,101,323	51,464,473
<b>Total</b>	<b>178,455,865</b>	<b>186,658,434</b>

# 11. Fixed Assets

(Amount in Rs.)

Name of Assets	Gross Block				Depreciation				Net Block	
	As At April 1, 2012	Additions	Disposal/ Sale	As At March 31, 2013	Upto March 31, 2012	For the year	Depreciation on disposal	Upto March 31, 2013	As at March 31, 2013	As at March 31, 2012
<b>Tangible Assets</b>										
Land	761,200	-	-	761,200	-	-	-	-	761,200	761,200
Buildings	86,028,097	6,409,142	-	92,437,239	23,943,678	3,031,737	-	26,975,415	65,461,824	62,084,419
Plant and Equipment	349,786,325	113,333,136	(5,720,953)	457,398,508	150,356,010	30,159,033	(2,448,536)	178,066,507	279,331,997	199,430,315
Furniture and Fixtures	6,997,861	7,552,954	-	14,550,815	4,601,966	630,455	-	5,232,421	9,318,394	2,395,895
Vehicles	10,549,592	2,504,749	-	13,054,341	4,057,764	1,108,680	-	5,166,444	7,887,897	6,491,828
Office Equipment	3,363,212	1,260,991	-	4,624,203	1,241,909	155,609	-	1,397,518	3,226,685	2,121,303
Computers	10,928,738	2,836,659	(102,713)	13,662,684	6,645,962	1,314,795	(45,418)	7,915,339	5,747,345	4,251,824
<b>Total</b>	468,415,025	133,897,631	(5,823,666)	596,488,990	190,847,289	36,400,309	(2,493,954)	224,753,644	371,735,342	277,536,784
<b>Assets under Lease</b>										
Land	33,358,966	-	-	33,358,966	1,151,254	244,881	-	1,396,135	31,962,831	32,207,713
<b>Total</b>	33,358,966	-	-	33,358,966	1,151,254	244,881	-	1,396,135	31,962,831	32,207,713
<b>Total Tangible Assets</b>	501,773,991	133,897,631	(5,823,666)	629,847,956	191,998,543	36,645,190	(2,493,954)	226,149,779	403,698,173	309,744,497
<b>Intangible Assets</b>										
Computer Software	3,644,276	2,616,394	-	6,260,670	2,125,470	1,167,481	-	3,292,951	2,967,719	1,549,758
Technical Knowhow	12,282,734	154,913	-	12,437,647	4,820,326	1,564,576	-	6,384,902	6,052,745	7,462,408
<b>Total Intangible Assets</b>	15,927,010	2,771,307	-	18,698,317	6,945,796	2,732,057	-	9,677,853	9,020,464	9,012,166
<b>Grand Total</b>	517,701,001	136,668,938	(5,823,666)	648,546,273	198,944,339	39,377,247	(2,493,954)	235,827,632	412,718,637	318,756,663
<b>Total (Previous Year)</b>	527,191,009	37,967,127	(47,457,135)	517,701,001	168,085,392	31,586,260	(727,313)	198,944,339	318,756,663	359,105,618

# 12. Non-Current Investments

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Non-trade Investments</b>		
<b>Investments in Equity Instruments</b>		
<b>Unquoted</b>		
<b>Subsidiary Company</b>		
<b>(Lumax DK Auto Industries Ltd.)</b>		
4,240,313 (previous year 4,240,313) equity shares of Rs. 10/- Each fully paid up (acquired in consideration of issue of 1,272,222 equity shares of the company @ Rs. 10/- each fully paid-up)	12,722,220	12,722,220
<b>Joint Venture</b>		
<b>(Lumax Cornaglia Auto Technologies Pvt. Ltd.)</b>		
31,85,609 (previous year 29,93,303) equity shares of Rs. 10/- each fully Paid up	56,471,366	46,471,454
Share application money	-	2,500,000
<b>Others</b>		
<b>Shares of Rupee Co-op Bank Ltd</b>		
20 (previous year 20) equity shares of Rs. 50/- each fully paid-up	1,000	1,000

(continued)

# Lumax Auto Technologies Limited

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Quoted</b> <b>Lumax Industries Ltd.</b> 525,000 (previous year 5,25,000) equity shares of Rs. 10/- each fully Paid up	<b>193,783,106</b>	193,783,106
<b>Total</b>	<b>262,977,692</b>	255,477,780
<b>Aggregate cost of quoted investments</b>	<b>193,783,106</b>	193,783,106
<b>Aggregate cost of unquoted investments</b>	<b>69,194,586</b>	61,694,674
<b>Aggregate market value of quoted investments</b>	<b>183,671,250</b>	194,223,750

## 12.1 Disclosure of Standalone Results of Subsidiary Company:

The Ministry of Company Affairs, Government of India, vide its General Circular no. 2/2011 dated February 08, 2011, issued under section 212(8) of the Companies Act, 1956, has exempted the company from attaching the Balance sheet and Statement of Profit and Loss of its subsidiary under section 212(1) of the Companies Act, 1956.

## 12.2 Interest in Joint Venture Companies

Pursuant to Accounting Standard 27 on financial report of interests in joint ventures, the relevant information relating to the joint venture company, is given as below:

Name of the Joint Venture Company	Country of Incorporation	Proportion of Ownership interest
Lumax Cornaglia Auto Technologies Private Limited	India	50:50

### Description of Interest :

Joint venture is established principally for manufacturing, assembly and sale of automotive components

Proportion of company's interest in joint venture	2012-13 (Audited)	2011-12 (Audited)
<b>Assets</b>		
Tangible assets	<b>45,756,125</b>	44,391,358
Intangible assets	<b>2,129,982</b>	1,712,193
Capital works in progress	<b>3,756,334</b>	3,429,131
Long term loans & advances	<b>1,859,986</b>	769,785
Inventories	<b>23,351,350</b>	14,356,828
Trade receivables	<b>24,029,477</b>	12,041,881
Cash and Bank balances	<b>6,041,255</b>	3,214,991
Short-term loans and advances	<b>9,905,801</b>	8,000,857

Proportion of Company's Interest in Joint Venture	2012-13 (Audited)	2011-12 (Audited)
<b>Liabilities</b>		
Long-term borrowings	-	137,291
Deferred tax liabilities (Net)	<b>4,630,898</b>	2,504,911
Long term provisions	<b>253,262</b>	342,295
Short term borrowings	<b>1,919,906</b>	86,468
Trade payables	<b>34,435,706</b>	18,878,173
Other current liabilities	<b>4,478,325</b>	7,894,001
Short-term provisions	<b>2,332,300</b>	1,002,911
Capital commitments	<b>2,606,736</b>	730,916

Proportion of Company's Interest in Joint Venture	2012-13 (Audited)	2011-12 (Audited)
<b>Income</b>		
Revenue from operations (Net of excise)	112,539,700	57,188,464
Other income	55,713	156,605

Proportion of Company's Interest in Joint Venture	2012-13 (Audited)	2011-12 (Audited)
<b>Expenses</b>		
Cost of material consumed	86,860,946	39,668,572
Changes in inventories of finished goods, work-in-progress and Stock-in-trade	(1,449,766)	(801,745)
Employee benefit expenses	6,542,212	5,841,740
Finance cost	310,991	114,605
Depreciation and amortization expenses	2,943,822	1,601,058
Other expenses	10,975,571	7,610,025
Provision for current and deferred tax	2,202,613	1,094,498

### 13. Long Term Loans & Advances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Unsecured, considered good</b>		
a) Capital advances	187,591,964	38,797,921
b) Security deposits	31,502,251	29,139,192
<b>Unsecured considered doubtful</b>		
a) Security deposit	500,000	500,000
Less: Provision for bad & doubtful debts	(500,000)	(500,000)
<b>Total</b>	<b>219,094,215</b>	<b>67,937,113</b>

### 14. Other Non-Current Assets

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Long term bank deposits</b> maturity more than 12 months	1,723,822	10,853,833
<b>Total</b>	<b>1,723,822</b>	<b>10,853,833</b>

#### 14.1 Balance in Deposit Accounts includes:-

- Rs. 2,50,000/- is deposited towards guarantee in Central Excise Delhi for removal of goods without payment of excise duty under Bond ( CT-1 form) for export.
- Rs. 50,000/- is deposited towards gurantee in Sales Tax department (Nahan Kala-amb) .

# Lumax Auto Technologies Limited

## 15. Inventories

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Raw materials		
- Goods in transit	-	-
- Others	65,953,004	70,565,561
Work-in-progress	7,076,002	5,925,643
Finished goods		
- Goods in transit	8,629,238	5,482,149
- Others	-	1,198,483
Stock-in-trade (in respect of goods acquired for trading)		
- Goods in transit	-	-
- Others	90,396,729	53,525,608
Stores and spares		
- Packing material	812,769	808,801
- Consumables	2,443,921	1,995,703
<b>Total</b>	<b>175,311,663</b>	<b>139,501,948</b>

## 16. Trade Receivables

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Unsecured</b>		
Debts outstanding for a period exceeding six months from the date they are due for payment		
- Considered good	15,420	912
- Considered doubtful	3,081,502	2,878,442
- Other Debts		
- Considered good	829,344,158	743,015,202
	832,441,080	745,894,556
Less: Provision for doubtful debts	3,081,502	2,878,442
<b>Total</b>	<b>829,359,578</b>	<b>743,016,114</b>

## 17. Cash & Bank Balances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Cash &amp; cash equivalents</b>		
- Cash on hand	810,421	380,080
- in current accounts	31,483,660	30,652,227
- in cash credit account	40,320	2,690,004
- Cheques, drafts on hand	-	40,944
<b>Total Cash &amp; Cash Equivalents (A)</b>	<b>32,334,401</b>	<b>33,763,255</b>
<b>Other Bank balances</b>		
- in Deposit accounts	14,626,185	179,500,000
- in Dividend accounts	539,843	405,877
<b>Total other bank balances (B)</b>	<b>15,166,028</b>	<b>179,905,877</b>
<b>Total (A+B)</b>	<b>47,500,429</b>	<b>213,669,132</b>

# 18. Short Term Loans & Advances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Loans and advances - unsecured considered good</b>		
Advance to suppliers	5,789,353	10,378,545
Excise duty & service tax receivables	48,712,441	10,948,378
Income tax receivables	1,774,086	2,277,716
Other loans & advances	16,685,627	6,738,403
<b>Total</b>	<b>72,961,507</b>	<b>30,343,042</b>

18.1 During the year an amount of Rs.97.92 Lacs paid to Mrs. Usha Jain – Managing Director of the Company, in excess of the limits specified by the relevant provisions of the Companies Act, 1956 on account of the overseas medical treatment.

The Company had got approval from the shareholders for waiver of the said excess remuneration to the Managing Director through Postal Ballot and application to the Central Government was filed by the company for approval of the said proposal. Subsequently, a letter was received from the Managing Director requesting the company to accept the refund of excess remuneration paid to her on account of her overseas medical treatment. The Board of Directors of the Company accepted the said request and decided to drop the applications filed with the Central Government for approval of the said proposal. The Company is in process to withdraw the application made to the Central Government in this respect as the amount has been refunded.

# 19. Other Current Assets

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Interest receivable on fixed deposit	1,947,468	11,221,259
<b>Total</b>	<b>1,947,468</b>	<b>11,221,259</b>

# 20. Revenue from Operations

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Sale of products</b>		
Manufactured goods	2,713,865,093	2,556,356,327
Stock-in-Trade	1,928,718,625	2,072,333,745
<b>Sale of services</b>		
Labour charges	7,318,495	1,372,652
<b>Other operating revenues</b>		
Scrap sale	4,877,960	5,677,953
Die & tool sale	25,204,444	7,531,225
<b>Gross sales and services</b>	<b>4,679,984,617</b>	<b>4,643,271,902</b>
Less : excise duty	351,463,661	277,224,477
<b>Total</b>	<b>4,328,520,956</b>	<b>4,366,047,425</b>

# Details of Goods Sold

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Finished goods sold</b>		
Head Lamp	446,919,330	425,292,525
Tail Lamp	62,634,540	163,537,394
Frame Chassis	742,937,157	757,086,292
Seat Frame	138,336,025	127,574,218
Adjustor Motor	509,400,075	404,961,390
Others	503,619,843	401,151,256
<b>Sub-Total [A]</b>	<b>2,403,846,970</b>	<b>2,279,603,075</b>
<b>Stock-in-trade</b>		
Head Lamp	887,927,643	915,631,258
Tail Lamp	238,748,763	251,375,380
Adjustor Motor	-	148,963,664

(cont....)

# Lumax Auto Technologies Limited

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Steel Sheet	173,304,865	199,636,988
Steel Tube	25,279,131	102,355,889
Plastic Powder	8,669,680	4,777,411
Others	553,852,135	449,593,155
<b>Sub-Total [B]</b>	<b>1,887,782,217</b>	<b>2,072,333,745</b>
<b>Others</b>		
Labour charges	7,318,495	1,372,652
Scrap sales	4,397,815	5,677,953
Die & tools sale	25,175,459	7,060,000
<b>Sub-Total [C]</b>	<b>36,891,769</b>	<b>14,110,605</b>
<b>Total</b>	<b>4,328,520,956</b>	<b>4,366,047,425</b>

## 21. Other Income

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Interest Income	7,005,579	18,928,781
Dividend Income	3,150,000	3,150,000
Discount received	2,335,826	5,490,851
Miscellaneous balances/ previous year balance written back	3,049,478	1,666,917
Miscellaneous income	1,356,741	4,083,323
Net gain on foreign currency transaction and translation	1,472,435	604,580
<b>Total</b>	<b>18,370,059</b>	<b>33,924,452</b>

## 22. Cost of Materials Consumed

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Raw material consumed</b>		
Opening inventory	70,565,561	64,748,851
Add : Purchases (net)	1,774,813,628	1,683,191,327
Less : Inventory at the end of the year	64,657,439	70,565,561
<b>Cost of raw materials consumed during the year</b>	<b>1,780,721,750</b>	<b>1,677,374,617</b>

### Break up of raw material, spare parts and components consumed

Imported	25,610,270	19,564,740
Indigeneous	1,755,111,480	1,657,809,877
<b>Total</b>	<b>1,780,721,750</b>	<b>1,677,374,617</b>

### Details for consumption of raw materials

Steel Sheet	12,961,355	184,730,103
Steel Tube	226,889,400	268,479,500
Plastic Powder	64,392,415	60,851,256
Others	1,476,478,580	1,163,313,758
<b>Total</b>	<b>1,780,721,750</b>	<b>1,677,374,617</b>

### 23. Changes in Inventories

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>(Increase)/Decrease in stocks</b>		
Stock at the end of the year		
Manufactured goods & stock-in-trade	<b>90,396,729</b>	54,724,091
Goods in transit of manufactured goods & stock in trade	<b>8,629,238</b>	5,482,149
Work-in progress	<b>7,076,002</b>	5,925,643
Total A	<b>106,101,969</b>	66,131,883
Stock at the beginning of the year		
Manufactured goods & stock-in-trade	<b>54,724,091</b>	64,597,427
Goods in transit of manufactured goods & stock-in-trade	<b>5,482,149</b>	4,837,343
Work-in progress	<b>5,925,643</b>	6,527,685
Total B	<b>66,131,883</b>	75,962,455
<b>(Increase)/Decrease in Stocks (B-A)</b>	<b>(39,970,086)</b>	9,830,572

### 24. Manufacturing Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Consumables	<b>68,290,756</b>	64,153,055
Packing material	<b>24,973,270</b>	26,637,837
Job-work	<b>40,249,793</b>	38,883,047
Electricity, light & power	<b>28,141,019</b>	24,224,670
Freight and cartage	<b>16,985,427</b>	17,113,285
Water charges	<b>1,064,569</b>	973,185
Repairs & maintenance - plant & machinery	<b>4,331,577</b>	4,789,989
Miscellaneous manufacturing expenses	<b>3,722,224</b>	3,925,208
<b>Total</b>	<b>187,758,635</b>	180,700,276

### 25. Employee Benefit Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Salaries & wages	<b>236,426,533</b>	205,681,172
Bonus	<b>3,976,189</b>	3,794,185
Provident fund contribution	<b>8,909,783</b>	7,619,082
Welfare expenses	<b>9,241,354</b>	8,311,134
E.S.I. contribution	<b>837,432</b>	927,549
Gratuity	<b>3,895,898</b>	4,137,508
Directors' remuneration including commission	<b>20,706,972</b>	20,882,884
<b>Total</b>	<b>283,994,161</b>	251,353,514

### 26. Finance Cost

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Interest on term loans	-	1,609,305
Interest paid to others	<b>1,448,855</b>	674,467
Finance charges	<b>101,875</b>	-
<b>Total</b>	<b>1,550,730</b>	2,283,772

# Lumax Auto Technologies Limited

## 27. Other Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Rates & taxes	4,319,460	3,507,708
Repairs to buildings	3,229,147	818,324
Rent	7,154,480	5,958,335
Repairs others	3,313,150	3,147,439
Insurance charges	2,256,064	1,582,157
Travelling & conveyance	11,198,868	10,655,235
Security charges	5,716,362	4,641,665
Printing & stationery	2,064,691	1,527,990
Postage & telephones	3,138,191	2,557,496
Office expenses	286,104	796,567
Advertisement	4,484,857	3,408,367
Vehicle expenses	2,104,122	1,649,110
Legal & professional fees	8,840,779	9,588,820
Carriage outward	87,011,452	65,085,941
Miscellaneous expenses	8,341,554	8,092,645
Meeting fees	47,500	59,500
Breakage & sales incentive	22,569,726	30,721,327
Discounts	17,827,157	18,055,416
Commission to selling agent	1,690,974	1,110,213
Royalty	552,959	1,895,248
Bank charges	1,022,286	1,147,604
Bad & doubtful debts/advances written off	101,547	937,622
Provision for doubtful debts/advances (Net)	203,060	-
<b>Payments to the auditor</b>		
(a) as auditor	600,000	400,000
(b) for taxation matters	120,000	80,000
(c) for other services	79,500	95,000
<b>Total</b>	<b>198,273,990</b>	<b>177,519,729</b>

## 28. Exceptional Items

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Loss/(Profit) on sale of assets	47,335	(6,878,278)
Provision for doubtful debts no longer required	-	(4,092,284)
<b>Total</b>	<b>47,335</b>	<b>(10,970,562)</b>

## 29. Statement showing the use of proceeds from preferential allotment of shares

During the year ended March 31, 2011 the company had issued 20,00,000 equity shares of Rs. 10/- each on preferential basis at a premium of 109.10 per share. The net proceeds of the issue have been utilized for the objects of the issue as detailed below

(Rs. in Lacs)

Sr. No.	Description	Year Ended March 31, 2013	Year Ended March 31, 2012
a)	Total Proceeds from the allotment	2,382	2,382
b)	Utilized :-		
	Purchase of 525,000 Equity Shares of Rs.10/- each fully paid up of Lumax Industries Limited	1,938	1,938
	Paid for booking of apartment	250	100
	Amount paid for purchase of Capital Equipments in Narsapura Plant	194	-
c)	<b>Balance lying in Fixed Deposit with HDFC Bank as on the Balance Sheet Date</b>	<b>Nil</b>	<b>344</b>

### 30. Gratuity and Other Post-employment Benefit Plans

Liability for employee benefits has been determined by an actuary, in conformity with the principles set out in the Accounting Standard 15 (revised) which are as hereunder :

**(a) During the year, the company has recognized the following amounts in the statement of Profit and Loss Defined Contribution Plans (Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Employer's contribution to provident fund	8,909,783	7,619,082
Employer's contribution to employee state insurance	837,432	927,549

**Defined benefit plans**

**(Amount in Rs.)**

Particulars	Gratuity Year Ended March 31, 2013	Gratuity Year Ended March 31, 2012	Leave Encashment Year Ended March 31, 2013	Leave Encashment Year Ended March 31, 2012
Current service cost	2,810,136	2,278,056	2,147,904	1,468,469
Interest	1,953,309	1,429,575	885,701	671,304
Expected return on plan assets	(2,050,233)	(1,637,850)	(787,798)	(601,564)
Actuarial (gain)/loss	1,035,595	2,026,447	324,292	123,671
Short term	-	-	-	-
<b>Net cost</b>	<b>3,748,807</b>	<b>4,096,228</b>	<b>2,570,099</b>	<b>1,661,880</b>

**(b) The assumptions used to determine the benefit obligations are as follows**

**(in %)**

Particulars	Gratuity Year Ended March 31, 2013	Gratuity Year Ended March 31, 2012	Leave Encashment Year Ended March 31, 2013	Leave Encashment Year Ended March 31, 2012
Discount rate	8.00	8.50	8.00	8.50
Expected rate of increase in compensation levels	6.50	6.50	6.50	6.50
Expected rate of return on plan assets	9.00	9.00	9.00	9.00
Expected average remaining working lives of employees (years)	9.17	9.07	9.17	9.07

**(c) Reconciliation of opening and closing balances of benefit obligations and plan assets**

Particulars	Gratuity Year Ended March 31, 2013	Gratuity Year Ended March 31, 2012	Leave Encashment Year Ended March 31, 2013	Leave Encashment Year Ended March 31, 2012
Change in Projected benefit obligation (PBO)				
Projected benefit obligation at the beginning of the year	23,226,466	17,815,787	10,541,956	8,326,075
Current service cost	2,810,136	2,278,056	2,147,904	1,468,469
Interest cost	1,953,309	1,429,575	885,701	671,304
Benefit paid	(492,715)	(333,428)	(243,890)	(76,746)
Actuarial (gain)/Loss	958,757	2,036,476	396,652	152,854
<b>Projected benefit obligation at year end &amp; change in plan assets:</b>				
Present value of obligation at the year end	28,455,953	23,226,466	13,728,323	10,541,956
Fair value of plan assets at the year end long term	26,328,934	21,205,203	10,093,642	8,273,145
Net funded status of the plan	2,127,019	2,021,263	3,634,681	2,268,811
Net amount recognized	(2,127,019)	(2,021,263)	(3,634,681)	(2,268,811)

# Lumax Auto Technologies Limited

## 31. Capital Commitments

(Rs. in Lacs)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Estimated amount of contracts remaining to be executed on capital account and not provided for Net of {advance paid Rs.1875.10 Lacs (previous year Rs.50.51 Lacs)}	2558.96	1461.57

## 32. Contingent Liabilities

(Rs. in Lacs)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Income Tax Demand is pending for A.Y. 2010-2011 with Commissioner of Income Tax (Appeals) *	1.18	Nil
Disallowance of Cenvat credit for F.Y. 2010-2011 raised by the Assistant Commissioner of Central Excise Pune *	1.78	Nil
Disallowance of Cenvat credit for F.Y. 2008 - 09 to 2012 - 13 raised by the Assistant Commissioner of Central Excise Pune *	27.18	Nil
Balance outstanding against Corporate Guarantee of Rs. 2,020 /- Lacs has given to Bank & Financial Institution against loan taken by Subsidiary Company Lumax DK Auto Industries Limited	Nil	22.85

\* Based on the favorable decisions in similar cases/advice taken by the Company, the Company believes that it has good cases in respect of these items mentioned above and hence no provision there against is considered necessary.

## 33. Particulars in respect of purchase of stock-in-trade

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Head Lamp	712,680,741	717,051,806
Tail Lamp	181,216,551	192,854,171
Motor adjuster	-	382,293,460
Others	674,105,589	446,994,984
<b>Total</b>	<b>1,568,002,881</b>	<b>1,739,194,421</b>

## 34. Value of Imports calculated on CIF

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Raw material & components	52,311,516	40,419,566
Capital goods & accessories [ include capital W.I.P.]	137,081,074	5,163,040

## 35. Earning & Expenditure in Foreign Currency (on Accrual Basis)

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Expenditure in Foreign Currency</b>		
Travelling	2,576,718	873,124
Commission to agents	948,110	196,613
Royalty	552,959	1,895,248
<b>Total</b>	<b>4,077,787</b>	<b>2,964,985</b>
<b>Earning in Foreign currency</b>		
Export of finished goods at F.O.B. value	84,998,397	89,028,951

**36. Net Dividend remitted in foreign exchange**
**(Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Period to which it related	<b>2011-2012</b>	2010-2011
Number of non-resident shareholders	<b>2</b>	2
Number of Equity Shares held on which dividend was due	<b>124,210</b>	124,210
Amount remitted	<b>745,260</b>	745,260
<b>Amount remitted(USD)</b>	<b>13,146</b>	15,938

**37. The total expenditure incurred on Research and Development**
**(Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Expenditure charged to the statement of profit and loss	<b>2,739,624</b>	3,751,316
Expenditure capitalized during the year	<b>Nil</b>	Nil

**38. Related Party Disclosure**

- (A) Subsidiary
  - (i) Lumax DK Auto Industries Limited
- (B) Key Management Personnel
  - (i) Mrs. Usha Jain ( Managing Director)
- (C) Relative Of Key Management Personnel
  - (i) Mr. D.K. Jain (Husband of Mrs. Usha Jain)
  - (ii) Mr. Deepak Jain (Son of Mrs. Usha Jain)
  - (iii) Mr. Anmol Jain (Son of Mrs. Usha Jain)
- (D) Enterprises Owned or Significantly Influenced by Key Management Personnel
  - (i) Lumax Industries Limited
  - (ii) Lumax Finance Private Limited
  - (iii) Lumax Ancilliary Limited
  - (iv) Lumax Automotive System Limited
  - (v) Lumax Filters Private Limited
  - (vi) Mahavir Udyog
  - (vii) D. K. Jain & Sons ( HUF)
  - (viii) Bharat Enterprises
  - (ix) D. K. Jain & Family Trust
  - (x) Lumax Tours & Travels Limited
  - (xi) Vardhman Agencies Private Limited
- (E) Joint venture
  - (i) Lumax Cornaglia Auto Technologies Private Limited

# Lumax Auto Technologies Limited

## 38.1. Detail of Related Parties Transactions for the Financial Year 2012-13

(Amount in Rs.)

S. No.	Account Head	Subsidiary		Key Management Personnel		Relatives of Key management personnel		Enterprises owned or significantly influenced by key Management personnel or their relatives		Joint Venture		TOTAL	
		2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
A)	TRANSACTIONS												
	<b>Sale of Raw Materials and Components</b>												
	Lumax DK Auto Industries Ltd.	13,748,687	22,292,375	-	-	-	-	-	-	-	-	13,748,687	22,292,375
	Lumax Industries Ltd	-	-	-	-	-	-	588,125	679,359,950	-	-	588,125	679,359,950
	Lumax Ancillary Ltd	-	-	-	-	-	-	2,606,928	818,775	-	-	2,606,928	818,775
	<b>Total</b>	<b>13,748,687</b>	<b>22,292,375</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,195,053</b>	<b>680,178,725</b>	<b>-</b>	<b>-</b>	<b>16,943,740</b>	<b>702,471,100</b>
	<b>Sale of finished goods</b>												
	Lumax DK Auto Industries Ltd.	1,263,973	4,813,036	-	-	-	-	-	-	-	-	1,263,973	4,813,036
	Lumax Industries Ltd	-	-	-	-	-	-	819,293,452	319,216,079	-	-	819,293,452	319,216,079
	Lumax Ancillary Ltd	-	-	-	-	-	-	7,660,259	5,163,804	-	-	7,660,259	5,163,804
	<b>Total</b>	<b>1,263,973</b>	<b>4,813,036</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>826,953,711</b>	<b>324,379,883</b>	<b>-</b>	<b>-</b>	<b>828,217,684</b>	<b>329,192,919</b>
	<b>Job work/ others</b>												
	Lumax Dk Auto Industries Ltd.	-	2,000	-	-	-	-	-	-	-	-	-	2,000
	Lumax Industries Ltd .	-	-	-	-	-	-	1,332,400	45,807	-	-	1,332,400	45,807
	Lumax Ancillary Ltd	-	-	-	-	-	-	-	380	-	-	-	380
	<b>Total</b>	<b>-</b>	<b>2,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,332,400</b>	<b>46,187</b>	<b>-</b>	<b>-</b>	<b>1,332,400</b>	<b>48,187</b>
	<b>Purchase of Raw Materials and Components</b>												
	Lumax Dk Auto Industries Ltd.	2,244,652	1,159,075	-	-	-	-	-	-	-	-	2,244,652	1,159,075
	Bharat Enterprises	-	-	-	-	-	-	22,379,250	30,026,740	-	-	22,379,250	30,026,740
	Lumax Industries Ltd.	-	-	-	-	-	-	72,005,092	112,822,533	-	-	72,005,092	112,822,533
	Lumax Ancillary Ltd	-	-	-	-	-	-	181,208,992	164,149,719	-	-	181,208,992	164,149,719
	<b>Total</b>	<b>2,244,652</b>	<b>1,159,075</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>275,593,334</b>	<b>306,998,992</b>	<b>-</b>	<b>-</b>	<b>277,837,986</b>	<b>308,158,067</b>
	<b>Purchase of Finished Goods</b>												
	Lumax DK Auto Industries Ltd.	2,868,273	12,771,439	-	-	-	-	-	-	-	-	2,868,273	12,771,439
	Lumax Industries Ltd .	-	-	-	-	-	-	473,181,032	459,346,118	-	-	473,181,032	459,346,118
	Lumax Ancillary Ltd	-	-	-	-	-	-	12,947,363	15,011,825	-	-	12,947,363	15,011,825
	<b>Total</b>	<b>2,868,273</b>	<b>12,771,439</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>486,128,395</b>	<b>474,357,943</b>	<b>-</b>	<b>-</b>	<b>488,996,668</b>	<b>487,129,382</b>
	<b>Purchase of other &amp; Jobwork</b>												
	Lumax Industries Ltd	-	-	-	-	-	-	584,759	303,104	-	-	584,759	303,104
	Lumax Ancillary Ltd	-	-	-	-	-	-	-	14,810	-	-	-	14,810
	Lumax Tours & Travels Ltd	-	-	-	-	-	-	4,208,585	2,382,771	-	-	4,208,585	2,382,771
	Mahavir udyog	-	-	-	-	-	-	657,575	277,556	-	-	657,575	277,556
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,450,919</b>	<b>2,978,241</b>	<b>-</b>	<b>-</b>	<b>5,450,919</b>	<b>2,978,241</b>
	<b>Sale of Capital Goods-</b>												
	Lumax Industries Ltd.	-	-	-	-	-	-	732,798	52,931,000	-	-	732,798	52,931,000
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>732,798</b>	<b>52,931,000</b>	<b>-</b>	<b>-</b>	<b>732,798</b>	<b>52,931,000</b>
	<b>Purchase of Capital Goods</b>												
	Lumax Industries Ltd.	-	-	-	-	-	-	3,614,956	564,903	-	-	3,614,956	564,903
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,614,956</b>	<b>564,903</b>	<b>-</b>	<b>-</b>	<b>3,614,956</b>	<b>564,903</b>
	<b>Lease Rent</b>												
	Lumax DK Auto Industries Ltd.	108,000	60,970	-	-	-	-	-	-	-	-	108,000	60,970
	Mr. Deepak Jain	-	-	-	-	-	180,000	-	-	-	-	-	180,000
	Lumax Industries Ltd.	-	-	-	-	-	-	2,879,671	2,915,132	-	-	2,879,332	2,915,132
	Mrs. Usha Jain	-	-	2,052,000	1,485,000	-	-	-	-	-	-	2,052,000	1,485,000
	<b>Total</b>	<b>108,000</b>	<b>60,970</b>	<b>2,052,000</b>	<b>1,485,000</b>	<b>-</b>	<b>180,000</b>	<b>2,879,671</b>	<b>2,915,132</b>	<b>-</b>	<b>-</b>	<b>5,039,671</b>	<b>4,641,102</b>
	<b>Managerial Remuneration</b>												
	Mrs. Usha Jain	-	-	17,223,650	3,016,761	-	-	-	-	-	-	17,223,650	3,016,761
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>17,223,650</b>	<b>3,016,761</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,223,650</b>	<b>3,016,761</b>
	<b>Provident Fund &amp; Perquisites</b>												
	Mrs. Usha Jain	-	-	192,961	-	-	-	-	-	-	-	192,961	-
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>192,961</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>192,961</b>	<b>-</b>
	<b>Commission Paid</b>												
	Mrs. Usha Jain	-	-	-	14,546,442	-	-	-	-	-	-	-	14,546,442
	Mr D K Jain	-	-	-	-	1,741,661	1,756,321	-	-	-	-	1,741,661	1,756,321
	Mr Anmol Jain	-	-	-	-	1,741,661	1,756,320	-	-	-	-	1,741,661	1,756,320
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>14,546,442</b>	<b>3,483,322</b>	<b>3,512,641</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,483,322</b>	<b>18,059,083</b>

(Amount in Rs.)

S. No.	Account Head	Subsidiary		Key Management Personnel		Relatives of Key management personnel		Enterprises owned or significantly influenced by key Management personnel or their relatives		Joint Venture		TOTAL	
		2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
	<b>Dividend Paid</b>												
	Mr D K Jain	-	-	-	-	11,281,542	11,281,542	-	-	-	-	11,281,642	11,281,542
	Mrs Usha Jain	-	-	2,782,272	2,782,272	-	-	-	-	-	-	2,782,272	2,782,272
	Mr Anmol Jain	-	-	-	-	5,173,440	5,173,440	-	-	-	-	5,173,440	5,173,440
	Mr Deepak Jain	-	-	-	-	5,487,912	5,487,912	-	-	-	-	5,487,912	5,487,912
	D.K. Jain and Family Trust	-	-	-	-	-	-	244,740	244,740	-	-	244,740	244,740
	D K Jain and Sons (HUF)	-	-	-	-	-	-	7,085,826	7,085,826	-	-	7,085,826	7,085,826
	Mrs. Shivani Jain	-	-	-	-	270,000	270,000	-	-	-	-	270,000	270,000
	Lumax Finance Pvt. Ltd.	-	-	-	-	-	-	9,724,284	9,724,284	-	-	9,724,284	9,724,284
	Vardhman Agencies Pvt. Ltd.	-	-	-	-	-	-	25,560	25,560	-	-	25,560	25,560
	<b>Total</b>	-	-	2,782,272	2,782,272	22,212,894	22,212,894	17,080,410	17,080,410	-	-	42,075,576	42,075,576
	<b>Dividend Received</b>												
	Lumax Industries Ltd.	-	-	-	-	-	-	3,150,000	3,150,000	-	-	3,150,000	3,150,000
	<b>Total</b>	-	-	-	-	-	-	3,150,000	3,150,000	-	-	3,150,000	3,150,000
<b>B)</b>	<b>BALANCES AT THE YEAR END</b>												
	<b>Receivables</b>												
	Lumax DK Auto Industries Ltd.	1,365,203	-	-	-	-	-	-	-	-	-	1,365,203	-
	Lumax Industries Ltd	-	-	-	-	-	-	292,379,269	85,132,142	-	-	292,379,269	85,132,142
	Lumax Automotive Systems Ltd	-	-	-	-	-	-	-	295,446	-	-	-	295,446
	Lumax Ancillary Ltd	-	-	-	-	-	-	2,759,083	1,810,090	-	-	2,759,083	1,810,090
	<b>Total</b>	1,365,203	-	-	-	-	-	295,138,352	87,237,678	-	-	296,503,555	87,237,678
	<b>Security Deposit</b>												
	Lumax Industries Ltd	-	-	-	-	-	-	25,000,000	25,000,000	-	-	25,000,000	25,000,000
	Lumax Industries Ltd - Maximum Amount outstanding during the year	-	-	-	-	-	-	25,000,000	25,000,000	-	-	25,000,000	25,000,000
	<b>Total</b>	-	-	-	-	-	-	25,000,000	25,000,000	-	-	25,000,000	25,000,000
	<b>Investment</b>												
	Lumax DK Auto Industries Ltd.	12,722,220	12,722,220	-	-	-	-	-	-	-	-	12,722,220	12,722,220
	Lumax Cornaglia Auto Technologies Pvt. Ltd.	-	-	-	-	-	-	-	56,471,366	46,471,454	-	56,471,366	46,471,454
	Share Application Money [LCAT]	-	-	-	-	-	-	-	-	2,500,000	-	-	2,500,000
	Lumax Industries Ltd.	-	-	-	-	-	-	193,783,106	193,783,106	-	-	193,783,106	193,783,106
	<b>Total</b>	12,722,220	12,722,220	-	-	-	-	193,783,106	193,783,106	56,471,366	48,971,454	262,976,692	255,476,780
	<b>Total (Receivable)</b>	14,087,423	12,722,220	-	-	-	-	513,921,458	306,020,784	56,471,366	48,971,454	584,480,248	367,714,458
	<b>Payables</b>												
	Lumax DK Auto Industries Ltd.	1,471,723	4,648,131	-	-	-	-	-	-	-	-	1,471,723	4,648,131
	Lumax Industries Ltd	-	-	-	-	-	-	145,002,775	153,443,825	-	-	145,002,775	153,443,825
	Lumax Ancillary Ltd	-	-	-	-	-	-	64,186,657	11,973,970	-	-	64,186,657	11,973,970
	Bharat Enterprises	-	-	-	-	-	-	5,653,213	2,071,267	-	-	5,653,213	2,071,267
	Lumax Automotive Systems Ltd	-	-	-	-	-	-	-	226,599	-	-	-	226,599
	Lumax Filters Pvt. Ltd	-	-	-	-	-	-	-	22,231	-	-	-	22,231
	Lumax Tours and Travels Ltd.	-	-	-	-	-	-	541,653	388,251	-	-	541,653	388,251
	Mahavir Udyog	-	-	-	-	-	-	179,615	-	-	-	179,615	-
	Mrs. Usha Jain	-	-	-	14,546,442	-	-	-	-	-	-	-	14,546,442
	Mr. D.K. Jain	-	-	-	-	1,741,661	1,756,321	-	-	-	-	1,741,661	1,756,321
	Mr. Anmol Jain	-	-	-	-	1,741,661	1,756,320	-	-	-	-	1,741,661	1,756,320
	<b>Total (Payable)</b>	1,471,723	4,648,131	-	14,546,442	3,483,322	3,512,641	215,563,913	168,126,143	-	-	220,518,958	190,833,357

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

For D. R. Barve & Co.

Chartered Accountants

Firm Registration No. 101034W

CA D. R. Barve  
Proprietor  
Membership. No. 17661

Place : Gurgaon  
Date : May 28, 2013

D. K. Jain  
Chairman

Ashish Dubey  
Head Finance

Usha Jain  
Managing Director

Swapnal B Pawar  
Company Secretary

# Lumax Auto Technologies Limited

## Summary of Financial Statement of Subsidiary Company For the Financial Year 2012 - 13

Pursuant to the exemption by the Ministry of Company affairs, Government of India, the Company is presenting summary financial information about individual subsidiary as at March 31, 2013. The detailed financial statements, directors' report and auditors' report of the individual subsidiaries are available for inspection at the registered office of the Company. Upon written request from a shareholder we will arrange to deliver copies of the financial statement, directors' report and auditors' report for the individual subsidiary.

(Amount in Rs.)

S.No.	Particulars	
1	Name of Subsidiary	<b>Lumax DK Auto Industries Limited</b>
2	Financial year ending on	<b>March 31, 2013</b>
3	Share Capital	<b>4,24,03,130</b>
4	Share Application Money	-
5	Reserves	<b>1,12,58,47,611</b>
6	Liabilities	<b>76,18,74,582</b>
7	Total Liabilities	<b>1,93,01,25,323</b>
8	Total Assets	<b>1,93,01,25,323</b>
9	Investments	<b>NIL</b>
10	Turnover	<b>3,25,82,90,567</b>
11	Profit Before Taxation	<b>26,16,58,880</b>
12	Provision for Taxation	<b>7,70,09,504</b>
13	Profit After Taxation	<b>18,46,49,376</b>
14	Proposed Dividend	-

(Amount in Rs.)

S. No.	Name of Subsidiary	Lumax DK Auto Industries Limited
(1)	(2)	(3)
1	Financial Year of the subsidiary	<b>01.04.2012 - 31.03.2013</b>
2	Share of the subsidiary held by the company on the above date: (a) Number and face value (b) Extent of holding	<b>4,240,313 Equity Shares of Rs. 10/- each fully paid up 100%</b>
3	Net aggregate amount of profits/(losses) of the subsidiary for the above financial year of the subsidiary not dealt with in the company's accounts: (a) for the financial year of the subsidiary - Profit/(Loss) (b) for the previous financial years since it become a subsidiary - Profit/(Loss)	<b>184,649,376</b> <b>945,545,447</b>
4	Net aggregate amount of profits/(losses) of the subsidiary dealt with in the company's accounts: (a) for the financial year of the subsidiary - Profit/(Loss) (b) for the previous financial years since it becomes a subsidiary - Profit/(Loss)	- <b>28,834,129</b>

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
**Chartered Accountants**  
**Firm Registration No. 101034W**

**CA D. R. Barve**  
**Proprietor**  
**Membership. No. 17661**

**D. K. Jain**  
**Chairman**

**Usha Jain**  
**Managing Director**

**Place : Gurgaon**  
**Date : May 28, 2013**

**Ashish Dubey**  
**Head Finance**

**Swapnal B Pawar**  
**Company Secretary**

## Auditors' Report on Accounts

To

**The Board of Directors of  
Lumax Auto Technologies Limited  
Report on the Consolidated Financial Statements**

1. We have audited the accompanying consolidated financial statements of **Lumax Auto Technologies Limited** along with its subsidiary viz., Lumax DK Auto Industries Limited and jointly controlled entity viz, Lumax Cornaglia Auto Technologies Private Ltd., which comprise the Consolidated Balance Sheet as at March 31, 2013, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Consolidated Financial Statements:**

2. Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility:**

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion:**

5. In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of the other auditors on the financial statements of the subsidiary and jointly controlled entity as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
  - (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2013;
  - (b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date and
  - (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

### **Other Matters:**

6. We did not audit the financial statements of the subsidiary as well as the jointly controlled entity, whose financial statements reflect total assets (net) of Rs. 204.70 crore as at March 31, 2013, total revenues (net) of Rs. 337.09 crore and net cash flows amounting to Rs. (14.50) crore for the year ended on that date. These financial statements have been audited by other independent auditors, whose reports have been furnished to us and our opinion, is based solely on the reports of the other independent auditors.

**For D. R. Barve & Co.  
Chartered Accountants  
Firm Registration No. 101034W**

**CA. D. R. Barve  
(Proprietor)  
Membership No.17661**

**Place: Pune  
Date: May 28, 2013**

# Lumax Auto Technologies Limited

## Consolidated Balance Sheet as at March 31, 2013

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2013	As at March 31, 2012
<b>Equity &amp; Liabilities</b>			
<b>Shareholders' funds</b>			
(a) Share Capital	3	136,315,410	136,315,410
(b) Reserves and Surplus	4	1,976,631,828	1,691,342,943
		<u>2,112,947,238</u>	<u>1,827,658,353</u>
<b>Non-current liabilities</b>			
(a) Long-term borrowings	5	258,381,303	14,262,060
(b) Deferred tax liabilities (Net)	6	101,212,907	63,654,303
(c) Other long term liabilities	7	49,115,147	43,716,731
		<u>408,709,357</u>	<u>121,633,094</u>
<b>Current liabilities</b>			
(a) Short-term borrowings	8	1,833,438	137,291
(b) Trade payables	9	1,240,033,743	1,103,169,065
(c) Other current liabilities	10	381,019,291	225,601,385
(d) Short-term provisions	11	183,930,751	190,153,946
		<u>1,806,817,223</u>	<u>1,519,061,687</u>
<b>TOTAL</b>		<u>4,328,473,818</u>	<u>3,468,353,134</u>
<b>Assets</b>			
<b>Non-current Assets</b>			
(a) Fixed assets	12		
(i) Tangible Assets		1,539,411,060	872,881,259
(ii) Intangible Assets		90,016,961	25,309,905
(iii) Capital work-in-progress		376,403,685	218,384,962
(b) Non-current investments	13	193,784,106	193,784,106
(c) Long-term loans and advances	14	236,945,747	120,769,110
(d) Other non-current assets	15	110,722,852	113,801,104
		<u>2,547,284,411</u>	<u>1,544,930,446</u>
<b>Current assets</b>			
(a) Inventories	16	288,403,437	225,812,241
(b) Trade receivables	17	1,286,385,929	1,242,091,277
(c) Cash and Bank Balances	18	98,038,567	386,218,888
(d) Short-term loans and advances	19	105,220,229	51,443,060
(e) Other current assets	20	3,141,245	17,857,222
		<u>1,781,189,407</u>	<u>1,923,422,688</u>
<b>TOTAL</b>		<u>4,328,473,818</u>	<u>3,468,353,134</u>

See accompanying notes to the financial statements

31-42

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

CA D. R. Barve  
Proprietor  
Membership. No. 17661

D. K. Jain  
Chairman

Usha Jain  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

Ashish Dubey  
Head Finance

Swapnal B Pawar  
Company Secretary

## Consolidated Statement of Profit & Loss for the year ended March 31, 2013

(Amount in Rs.)

Sr. No.	Particulars	Note No.	For the year Ended March 31, 2013	For the year ended March 31, 2012
I.	Revenue from operations (Gross )	21	8,156,279,949	7,875,734,518
	Less: Excise Duty		493,239,360	372,730,588
	Revenue from operations (Net)		7,663,040,589	7,503,003,930
II.	Other income	22	36,771,220	47,762,634
III.	<b>Total Revenue (I + II)</b>		<b>7,699,811,809</b>	<b>7,550,766,564</b>
IV.	<b>Expenses</b>			
	Cost of materials consumed	23	4,362,461,718	4,143,117,061
	Purchases of Stock-in-trade		1,597,748,470	1,773,978,922
	Changes in inventories of finished goods work-in-progress and stock-in-trade	24	(48,327,503)	9,610,438
	Manufacturing expense	25	302,065,091	269,695,911
	Employee benefits expense	26	482,960,630	408,493,565
	Finance cost	27	5,316,379	3,926,585
	Depreciation and amortization expense		108,297,900	79,761,662
	Other expense	28	274,131,753	235,103,713
	R&D Expense	29	20,973,956	19,249,138
	<b>Total expenses</b>		<b>7,105,628,394</b>	<b>6,942,936,995</b>
V.	<b>Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>594,183,415</b>	<b>607,829,569</b>
VI.	Exceptional items	30	160,914	(10,169,001)
VII.	<b>Profit before extraordinary items and tax (V - VI)</b>		<b>594,022,501</b>	<b>617,998,570</b>
VIII.	<b>Profit before tax</b>		<b>594,022,501</b>	<b>617,998,570</b>
IX.	<b>Tax expense</b>			
	(1) Earlier Year's tax		57,877	(407,826)
	(2) Current Year's tax		145,746,896	120,798,533
	(3) Deferred tax		37,558,604	(9,663,423)
X.	<b>Profit for the period from continuing operations (VIII-IX)</b>		<b>410,659,124</b>	<b>507,271,286</b>
XI.	<b>Profit for the period</b>		<b>410,659,124</b>	<b>507,271,286</b>
XII.	<b>Earning per equity share</b>			
	(1) Weighted Average number of Equity Shares outstanding during the year		13,631,541	13,631,541
	(2) Nominal Value per share		10	10
	(3) Basic & Diluted Earning per share		30.13	37.22
	<i>See accompanying notes to the financial statements</i>	31-42		

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

**CA D. R. Barve**  
Proprietor  
Membership. No. 17661

**D. K. Jain**  
Chairman

**Usha Jain**  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

**Ashish Dubey**  
Head Finance

**Swapnal B Pawar**  
Company Secretary

# Lumax Auto Technologies Limited

## Consolidated cash flow statement for the year ended March 31, 2013

(Amount in Rs.)		
Sr. Particulars No.	Year ended March 31, 2013	Year ended March 31, 2012
<b>A. Cash Flow From Operating Activities :</b>		
Profit Before Tax	594,022,501	617,998,570
Adjustments For:		
Depreciation	108,297,900	79,761,662
Loss/(Profit) on Sale of Fixed Assets	160,914	(6,076,716)
Dividend/Intrest Income	(15,688,662)	(31,933,296)
Interest Expenses	5,316,379	5,074,189
Rent Received	(8,360,100)	(165,305)
Deferred Expenditure Written off	-	4,317
Operating Profit Before working Capital changes	683,748,932	664,663,421
Adjustments For:		
Inventories	(62,591,196)	(4,551,893)
Trade & Other Receivables	(42,832,097)	(260,037,246)
Trade & Other Payables	273,364,116	238,150,349
Other Loan & Advance (Net)	(178,050,924)	(44,374,316)
Provision for Leave Encashment, Gratuity & Excise Duty	6,162,070	2,404,085
Cash Generated from Operations	679,800,901	596,254,400
Direct Taxes paid	(151,241,997)	(168,413,091)
<b>Net Cash from Operating Activities</b>	<b>528,558,904</b>	<b>427,841,309</b>
<b>B. Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	(556,667,013)	(352,545,454)
Proceeds from Sales of Fixed Assets	19,485,952	62,156,100
Dividend / Interest Received	15,539,296	31,933,296
Rent Received	83,60,100	165,305
Decrease/(Increase) in Capital W.I.P.	(311,585,179)	(31,391,279)
Investment in Stanley Electric Engg. India Pvt. Ltd.	(143,367,207)	-
Net Cash from Investing Activities	(968,234,051)	(289,682,032)
<b>C. Cash Flow from Financing Activities</b>		
Increase/(Decrease) in Borrowings	251,544,698	(10,881,863)
Interest Paid	(5,126,332)	(5,074,189)
Dividend Paid	(81,655,280)	(81,515,586)
Tax on Distributed Profits	(13,268,260)	(13,268,260)
Net Cash from Financing Activities	151,494,826	(110,739,898)
Net Increase /(Decrease) in Cash & Cash Equivalents	(288,180,321)	27,419,379
Cash & Cash Equivalents at the beginning of the year	386,218,888	358,799,509
Cash & Cash Equivalents at the end of the year	98,038,567	386,218,888

As per our report of even date

For and on behalf of the Board of Directors of Lumax Auto Technologies Limited

**For D. R. Barve & Co.**  
Chartered Accountants  
Firm Registration No. 101034W

CA D. R. Barve  
Proprietor  
Membership. No. 17661

D. K. Jain  
Chairman

Usha Jain  
Managing Director

Place : Gurgaon  
Date : May 28, 2013

Ashish Dubey  
Head Finance

Swapnal B Pawar  
Company Secretary

## Notes to Consolidated Financial Statements for the year ended March 31, 2013

### Note No.

#### 1 Information regarding Holding Company , its 100% Subsidiary & Joint Venture Company.

Lumax Auto Technologies Limited (Holding Company) is a public limited company located in India and incorporated under the Companies Act, 1956. The shares of the company are listed on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Ltd.(NSE).

Lumax DK Auto Industries Limited is a 100% subsidiary company of Lumax Auto Technologies Limited.

Lumax Cornaglia Auto Technologies Private Limited is a 50% joint venture company of Lumax Auto Technologies Limited. This company is an SMC as defined in the general instructions in respect of Accounting Standards notified under the Companies Act 1956 of the company is engaged in manufacturing & selling of automotive parts.

#### Principles of Consolidation

The financial statements of the Holding Company and its 100% Subsidiary (Lumax DK Auto Industries Limited ) have been consolidated on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and any unrealized gain/losses on balances remaining with the group in accordance with the Accounting Standard (AS-21) "Consolidated Financial Statements".

Interest in its 50% joint venture (Lumax Cornaglia Auto Technologies Pvt. Limited) have been accounted by using the proportionate consolidation method as per Accounting Standard (AS-27) "Financial Reporting of Interest in Joint Ventures".

The financial statements of the holding company, its subsidiary company and joint venture company have been consolidated by using uniform accounting policies for transactions and other events in similar circumstances, except valuation of inventory and accounting for preliminary/pre-operative expenses.

The excess of equity capital in the subsidiary company over and above the cost to the holding company towards investment in the subsidiary company is recognized in the consolidated financial statement as "Capital Reserve".

#### 2 Significant Accounting Policies

##### 2.1 Basis of preparation

These consolidated financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on accrual basis. These consolidated financial statements have been prepared to comply in all material aspects with the Accounting Standards notified under section 213(C) of Companies Act, 1956 & companies (Accounting Standards) Rules, 2006 as amended, and the other relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI of the Companies Act, 1956. The Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.

##### 2.2 Use of Estimates

The preparation of consolidated financial statements in conformity with Indian GAAP requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, and the disclosure of contingent liabilities, at the end of reporting period. Although these estimates are based on management's best knowledge of current events & actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. These differences between actuals & estimates are recognized in the period in which the results are known/materialized.

##### 2.3 Inventories

- a) Raw Materials and components, stores & spares (Including packing materials), stock-in-trade (including moulds & dies) - valued at lower of landed cost (net of taxation credits, if any) and net realizable value, after making provision for obsolescence wherever necessary.

Cost comprises cost of purchase & other costs incurred in bringing them to their respective present location and condition and is determined on First-in-First-Out (FIFO) basis for holding company & joint venture company. In case of subsidiary company, cost is determined on weighted average basis or net realizable value whichever is lower.

# Lumax Auto Technologies Limited

## b) Work-in-Progress, Finished Goods

Valued at lower of cost and Net Realizable Value, after making provision for obsolescence wherever necessary. Cost of Work-in-Progress & Finished Goods include Direct Material, Labour and proportion of manufacturing overheads. In case of Subsidiary company, value of work in progress is determined on weighted average basis or net realizable value whichever is lower.

## c) Scrap -

At Net Realizable Value\*.

## 2.4 Cash & Cash Equivalents

In the consolidated cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

### Consolidated Cash Flow Statement

Consolidated Cash Flow Statement has been prepared by following the indirect method set out in the Accounting Standard - 3 on "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.

## 2.5 Events Subsequent to the Balance Sheet Date

Events Subsequent to the Balance Sheet Date, which have a material impact on the financial affairs, are taken into cognizance while presenting the Consolidated Financial Statements.

## 2.6 Prior period and Extraordinary items

Prior period and extraordinary items and changes in accounting policies having a material impact on the financial affairs are disclosed, wherever required.

## 2.7 Depreciation & Amortization of Tangible & Intangible Assets:

Depreciation is provided on a pro-rata basis on the straight-line method as per the rates prescribed under Schedule XIV of the Companies Act, 1956, read with relevant circulars issued by the department of Company Affairs from time to time.

Depreciation on additions to / deletions from Tangible fixed assets made during the year is provided on pro-rata basis from / upto the date of such additions / deletions, as the case may be.

Intangible Assets are Amortized as follows

- |                         |   |  |
|-------------------------|---|--|
| a) Leasehold land       | : | Over the period of lease   |
| b) Specialized software | : | Over the Estimated Economic useful life.   |
| c) Technical Knowhow    | : | Over a period of Technical assistance agreement i.e. 8 years in case of Holding & Joint Venture Company and 5 years in case of Subsidiary Company. |

## 2.8 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

### a) Sale of Goods

Revenue from sale of goods is recognized when all the significant risks and rewards of the ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects Sales Tax and Value Added Taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year. Revenue from Logistics activity is recognized on the basis of contract entered into by the company on accrual basis.

### b) Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other Income" in the statement of profit and loss.

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\*Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the Sale.

### c) Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

## 2.9 Tangible Assets

Tangible Assets are stated at acquisition cost, net of eligible CENVAT, cess, deferred excise duty, VAT setoff and accumulated depreciation. Cost includes purchase cost together with inward freight, duties, taxes, incidental cost of acquisition, installation & eligible borrowing cost. It also includes pre-operative expenses incurred during the construction, trial & stabilization period until the time such assets are put to commercial use.

## 2.10 Foreign Currency Transactions

- (a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- (b) Monetary items denominated in foreign currencies at the year end are restated at year end rates.
- (c) Non monetary foreign currency items are carried at cost.
- (d) Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss account except in case of liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying cost of such assets.

## 2.11 Government Grants

Government grants are recognized only if there is reasonable assurance as to its receipt and that the conditions attached there to shall be complied with.

## 2.12 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

## 2.13 Employee Benefits

- a) **Short Term Benefits:** Short term Employee Benefits are recognized as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered. These benefits include Salaries, Bonus, medical care expenses etc.

- b) **Long Term Benefits**

**Defined Contribution plan:** Employees' benefits in the form of ESIC, Provident Fund & Labour Welfare Fund are considered as defined contribution plan and the contributions are charged to the Profit & Loss Account of the year, on accrual basis, when the contributions to the respective funds are due.

**Defined Benefit Plan:** Gratuity: Benefits in the form of Gratuity are considered as defined benefit obligations and are provided for on the basis of an actuarial valuation, using the Projected Unit Credit Method as at the date of Balance Sheet.

**Leave Encashment:** Benefits in the form of Leave Encashment on account of un-availed leave at the year end are also considered as defined benefit obligations and is provided as per the actuarial valuation according to Projected Unit Cost Method. Actuarial Gains /Losses, if any, are immediately recognized in the Profit & Loss Account.

## 2.14 Borrowing Costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed out to the Statement of Profit & Loss.

## 2.15 Segment Reporting

The Company Operates in two primary Business segment viz

- a) "Manufacturing of Automotive Parts";
- b) "Trading of Automotive Parts"

## 2.16 Leases

Assets taken on lease under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease payments under Operating Leases are recognized as expenses on straight Line Basis as per the terms of lease.

## 2.17 Earnings Per Share

In considering the Earnings Per Share, the Company considers the Net Profit or Loss for the year attributable to the Equity Shareholders. The number of shares used in computing Basic Earnings per share is the Weighted Average number of Equity Shares outstanding during the year.

The number of shares used in computing Diluted Earnings per share is the Weighted Average number of Equity Shares outstanding during the year after adjusting for the effects of all dilutive potential Equity Shares.

## 2.18 Current & Deferred Tax

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period.

Provision for Current Tax is made by taking into account the admissible deductions/allowances under the provisions of Income Tax Act 1961, as applicable for respective Financial Year.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such Deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company reassesses unrecognized deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

## 2.19 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization as per the criteria specified in Accounting Standard (AS- 26) "Intangible Assets" issued by the Institute of Chartered Accountants of India.

## 2.20 Impairment of Tangible & Intangible Assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An Impairment Loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## 2.21 Preliminary Expenses

In case of Joint Venture Company, Preliminary Expenses are being written off in equal installment over a period of Five Financial Years.

## 2.22 Deferred Revenue Expenditure

In case of Subsidiary Company, expenditure incurred on know-how for modification of existing products along with any future expenditure is appropriately amortized on the commencement of commercial production of the modified products as the benefit of expenditure is expected in future years.

## 2.23 Pre-Operative Expenses

The expenditure incurred by the Subsidiary Company from the date of setting up of a new unit, upto the date of commencement of commercial production of the unit is treated as pre-operative expenditure to be capitalized as a part of the indirect cost of construction. The amount of such expenditure is to be apportioned over the individual assets in an equitable manner. The amount not directly attributable to fixed assets are charged to the Profit and Loss account in the year in which such expenditure is incurred.

## 2.24 Warranty

In case of Subsidiary Company, provision for warranty is based on technical estimates.

### 2.25 Research & Development

In case of Subsidiary Company, revenue expenditure on research and development is charged under respective heads of account. Capital expenditure on research and development is included as part of fixed assets and depreciated on the same basis as applied for other fixed assets.

### 2.26 Provisions and Contingent Liabilities

**Provisions:** Provisions, involving substantial degree of estimation in measurement, are recognised if :

- a) the Company has a present obligation as a result of a past event and
- b) it is probable that there will be an outflow of resources and
- c) the amount of the obligation can be reliably estimated.

Provisions are not discounted to its present value and are determined based on best Management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Warranty expenses are provided in the year of Sales based on technical estimates.

**Contingent liabilities:** Contingent liabilities are disclosed in case of

- a) The present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation,
- b) The present obligation when no reliable estimate is possible; and
- c) The possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Liabilities are reviewed at each Balance Sheet date.

Contingent Assets are neither recognized nor disclosed.

# Lumax Auto Technologies Limited

## 3. Share Capital

(Amount in Rs.)

Particulars	Par Value per share (Rs.)	Balance Outstanding as at March 31, 2013		Balance Outstanding as at March 31, 2012	
		No of Shares	Value	No of Shares	Value
<b>Equity Share Capital</b>					
Authorised	10	15,000,000	150,000,000	15,000,000	150,000,000
Issued, Subscribed and Paid-up	10	13,631,541	136,315,410	13,631,541	136,315,410

Note: Issues/(reductions) in equity share capital during the year is Nil.

### 3.1 Rights, preferences & restrictions attached to shares

The company has only one class of equity shares having a par value of ₹10 per share. Each equity shares holder is entitled to one vote per share. The company declares dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

### 3.2 Details of Dividend Distribution

(Amount in Rs.)

Particulars	2012-13	2011-12
Amount of per share dividend recognized as distribution to equity shareholders	6	6

### 3.3 Details of shareholders holding more than 5% shares in the company at the end of current/previous year

Name	As At March 31, 2013		As At March 31, 2012	
	No of Shares	Holding (%)	No of Shares	Holding (%)
Dhanesh Kumar Jain	1,655,257	12.14	1,880,257	13.79
Lumax Finance Private Limited	2,422,264	17.77	1,620,714	11.89
Dhanesh Kumar Jain (HUF)	1,180,971	8.66	1,180,971	8.66
Deepak Jain	914,652	6.71	914,652	6.71
Anmol Jain	862,240	6.33	862,240	6.33

## 4. Reserves & Surplus

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Capital Reserve</b>		
Balance as per last balance sheet	29,680,910	29,680,910
Less: Adjusted against goodwill	(29,680,910)	
	-	29,680,910
<b>Securities Premium Account</b>		
Balance at the beginning of the year	452,854,525	452,854,525
	452,854,525	452,854,525
<b>General Reserve</b>		
Balance at the beginning of the year	78,400,000	54,900,000
Add : Transferred from surplus in statement of profit & loss during the year	22,300,000	23,500,000
	100,700,000	78,400,000
<b>Statement of Profit and Loss</b>		
Balance as at the beginning of the year	1,130,407,508	741,693,728
Add: Profit for the year	410,659,124	507,271,286
Less: Appropriations		
Transfer to general reserve	22,300,000	23,500,000
Proposed dividend on equity shares @Rs. 6/- (Previous year Rs. 6/-) per share	81,789,246	81,789,246
Dividend distribution tax on proposed dividend on equity shares	13,900,083	13,268,260
Balance as at the end of the year	1,423,077,303	1,130,407,508
<b>Total Reserves &amp; Surplus</b>	<b>1,976,631,828</b>	<b>1,691,342,943</b>

## 5. Long Term Borrowings

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Secured</b>		
Term loans		
- from banks	248,151,593	466,197
- from other parties	163,965	1,139,389
<b>Unsecured</b>		
- Deferred sales tax loan	5,437,941	7,254,974
- Deffered credit HSIIDC (Avg. Demand for Land)	4,627,804	-
- Deffered credit SIDCUL (Avg. Allotment for Land)	-	5,401,500
<b>Total</b>	<b>258,381,303</b>	<b>14,262,060</b>

5.1 Term loan from bank, includes loan taken for purchase of assets for company's narsapur, hobli plant and is secured by exclusive first charge a) on movable fixed assets to be financed by the bank b) by way of equitable mortgage over land & building

5.2 Other term loans are secured by hypothecation of underlying assets.

### 5.3 Details of term loan & payment schedule

Name of Lender	No. of Installments	Rate of Interest (in %)	Installments Due (in Rs.)	No. of Installment due as on March 31, 2013
Term Loan for purchase of assets	16 Qtrs. (Starting from 15 month from the date of disbursement)	10.50 (Bank Base rate +0.75% per annum)	246,846,514	16 Qtrs.
<b>Term loan taken for purchase of vehicles</b>				
HDFC Bank Ltd.	36	11.50	1,111,842	29
HDFC Bank Ltd.	35	11.00	439,139	32
HDFC Bank Ltd.	36	11.50	374,022	26
HDFC Bank Ltd.	36	12.00	323,621	18
HDFC Bank Ltd.	35	8.50	56,108	6
Kotak Mahindra Prime Limited	36	11.00	352,529	15
Kotak Mahindra Prime Limited	35	11.00	172,345	15
Kotak Mahindra Prime Limited	35	11.25	349,947	14
Kotak Mahindra Prime Limited	35	8.50	102,800	11
Kotak Mahindra Prime Limited	35	8.50	41,966	3
Kotak Mahindra Prime Limited	35	9.25	43,688	2
Kotak Mahindra Prime Limited	35	8.50	62,242	2
Kotak Mahindra Prime Limited	35	8.50	15,039	1

5.4 Interest free deferred sales tax loan received for 15 years and is repayable in 5 annual installments after completion of 10 years.

5.5 Deferred credit from HSIIDC against allotment of land repayable in 5 equal half yearly installment of Rs.2,313,902/- (Rate of interest is 12% p.a)- 4 EMI are outstanding as on March 31, 2013.

5.6 Deferred credit from SIDCUL against allotment of land repayable in 4 equal half yearly installment of Rs. 2,700,750/- (Rate of interest is 9% p.a)- 2 EMI are outstanding as on March 31, 2013.

# Lumax Auto Technologies Limited

## 6. Deferred Tax Liabilities (Net)

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Deferred tax liabilities</b>		
Depreciation	111,466,951	72,409,814
<b>Total</b>	<b>111,466,951</b>	<b>72,409,814</b>
<b>Deferred Tax Assets</b>		
Provision for doubtful trade receivables & advances	3,557,679	1,096,136
Unabsorbed depreciation	-	612,277
Disallowance u/s 43B	3,731,106	5,734,685
Disallowance u/s 40 (a)	2,965,259	1,312,413
<b>Total</b>	<b>10,254,044</b>	<b>8,755,511</b>
<b>Deferred Tax Liability (Net)</b>	<b>101,212,907</b>	<b>63,654,303</b>
<b>Deferred Tax Expense / (Income)</b>		
Subsequent to Accounting Standard - 22 "Accounting for Taxes on Income, issued by Institute of Chartered Accountants of India, Deferred Tax expense / (income) has been recognized in the Statement of Profit & Loss.	37,558,604	(9,663,423)

## 7. Other Long Term Liabilities

(Amount in Rs.)

Particulars	As at March 31, 2013	As at March 31, 2012
Unsecured Deposits from Customers	32,505,893	32,351,277
Gratuity	7,728,483	5,214,652
Leave	8,880,771	6,150,802
<b>Total</b>	<b>49,115,147</b>	<b>43,716,731</b>

## 8. Short Term Borrowings

(Amount in Rs.)

Particulars	As at March 31, 2013	As at March 31, 2012
Term Loan Secured From Bank	- 1,833,438	137,291 -
<b>Total</b>	<b>1,833,438</b>	<b>137,291</b>

## 9. Trade Payables

(Amount in Rs.)

Particulars	As at March 31, 2013	As at March 31, 2012
Goods purchase Micro, small and medium enterprises To others	10,614,964 1,229,418,779	8,581,801 1,094,587,264
<b>Total</b>	<b>1,240,033,743</b>	<b>1,103,169,065</b>

9.1 The details of amount outstanding to micro small and medium Enterprises based on available information with the company are as below :

Particulars	As at March 31, 2013	As at March 31, 2012
i) Principal amount due and remaining unpaid to any supplier as at the end of accounting year	10,614,964	8,581,801
ii) Interest due on principal amount remaining unpaid as at the end of Accounting year.	Nil	Nil
iii) Amount of interest alongwith principal amount paid to Supplier beyond due date of payment	Nil	Nil
iv) Amount of interest accrued / due and remaining unpaid at the end of Accounting Year	Nil	Nil
v) Amount of further interest remaining due and payable even in succeeding year, until such date when the interest dues as above are actually paid to the small enterprises	Nil	Nil

## 10. Other Current Liabilities

(Amount in Rs.)

Particulars	As at March 31, 2013	As at March 31, 2012
Current maturities of long term debt	12,092,014	2,330,884
Current maturities of deferred sales tax loan	1,817,033	7,011,866
Unpaid dividends	539,843	405,877
Unsecured advances from customers	16,567,932	51,581,196
Payable to capital purchase	254,251,666	73,178,132
Others ( Including contractual obligations)	46,184,654	27,491,256
Payable to others	49,566,149	63,602,174
<b>Total</b>	<b>381,019,291</b>	<b>225,601,385</b>

## 11. Short Term Provisions

(Amount in Rs.)

Particulars	As at March 31, 2013	As at March 31, 2012
Provision for employee benefits:	29,206,097	35,805,321
Provision for gratuity	3,241,355	2,021,263
Provision for earned leave	4,856,832	1,018,811
Provision for proposed dividend @ Rs. 6/- (Previous year Rs. 6/- ) per share	81,789,246	81,789,246
Tax on proposed dividend	13,900,083	13,268,260
Provision for income tax	8,345,918	3,843,383
Provision for wealth tax	40,779	15,003
Provision for statutory liabilities	790,750	14,066,982
Others provisions	41,759,691	38,325,677
<b>TOTAL</b>	<b>183,930,751</b>	<b>190,153,946</b>

## 12. Fixed Assets

(Amount in Rs.)

Name of Asset	Gross Block					Depreciation				Net Block	
	As At April 1, 2012	Additions	Sales/ Adjustments/ Disposal	Adjustments Amortisation	As At March 31, 2013	Upto March 31, 2012	For the year	Adjustments	Upto March 31, 2013	As at March 31, 2013	As at March 31, 2012
<b>TANGIBLE ASSETS</b>											
Free Hold Land	50,016,694	11,569,508	-	28,924,174	90,510,376	-	-	-	-	90,510,376	50,016,694
Lease Hold Land	75,548,640	-	-	-	75,548,640	2,307,062	713,186	-	3,020,248	72,528,392	73,241,578
Buildings	245,844,157	223,316,246	(5,720,953)	28,238,448	491,677,898	45,020,391	9,770,985	8,822,702	63,614,078	428,063,820	200,823,766
Plant & Machinery	770,287,126	481,871,808	(23,747,316)	-	1,228,411,618	279,717,297	82,444,941	(9,878,699)	352,283,539	876,128,079	490,569,829
Furniture & Fixtures	13,866,909	8,308,143	-	-	22,175,052	6,795,192	1,094,358	-	7,889,550	14,285,502	7,071,717
Bins & Crates	273,248	13,300	-	-	286,548	146,614	70,808	-	217,422	69,126	126,634
Vehicles	18,511,262	3,103,123	-	-	21,614,385	6,067,250	1,884,194	-	7,951,444	13,662,941	12,444,012
Computers	20,973,853	4,569,912	(102,713)	-	25,441,052	10,430,432	2,921,799	(45,418)	13,306,813	12,134,239	10,543,421
Office Equipment	10,180,489	2,592,186	-	-	12,772,675	2,827,455	516,385	-	3,343,840	9,428,835	7,353,034
Lease Hold Improvements	508,256	32,500	-	-	540,756	170,416	104,447	-	274,863	265,893	337,840
<b>TANGIBLE R &amp; D</b>											
Plant & Machinery	12,827,864	2,919,279	-	-	15,747,143	1,082,428	638,535	-	1,720,963	14,026,180	11,745,436
Furniture & Fixtures	4,648,830	-	-	-	4,648,830	308,467	293,986	-	602,453	4,046,377	4,340,363
Vehicles	557,779	-	-	-	557,779	190,833	52,989	-	243,822	313,957	366,946
Computers	1,698,209	497,795	-	-	2,196,004	487,850	315,055	-	802,905	1,393,099	1,210,359
Office Equipment	2,876,825	-	-	-	2,876,825	187,195	135,386	-	322,581	2,554,244	2,689,630
<b>Total Tangible Assets</b>	<b>1,228,620,141</b>	<b>738,793,800</b>	<b>(29,570,982)</b>	<b>57,162,622</b>	<b>1,995,005,581</b>	<b>355,738,882</b>	<b>100,957,054</b>	<b>(1,101,415)</b>	<b>455,594,521</b>	<b>1,539,411,060</b>	<b>872,881,259</b>
<b>INTANGIBLE ASSETS</b>											
Computer Software	7,010,911	7,389,598	-	-	14,400,509	2,465,789	2,279,540	-	4,745,329	9,655,180	4,545,122
Computer Software [ R&D]	13,727,168	818,033	-	-	14,545,201	3,281,063	2,783,849	-	6,064,912	8,480,289	10,446,105
Goodwill on consolidation	-	92,748,391	(29,680,910)	-	63,067,481	-	-	-	-	63,067,481	-
Technical Know how	22,189,318	772,787	-	-	22,962,105	11,870,640	2,277,457	-	14,148,097	8,814,011	10,318,678
<b>Total Intangible Assets</b>	<b>42,927,397</b>	<b>101,728,809</b>	<b>(29,680,910)</b>	<b>-</b>	<b>114,975,296</b>	<b>17,617,492</b>	<b>7,340,846</b>	<b>-</b>	<b>24,958,338</b>	<b>90,016,961</b>	<b>25,309,905</b>
<b>Grand Total</b>	<b>1,271,547,538</b>	<b>840,522,609</b>	<b>(59,251,892)</b>	<b>57,162,622</b>	<b>2,109,980,877</b>	<b>373,356,374</b>	<b>108,297,900</b>	<b>(1,101,415)</b>	<b>480,552,859</b>	<b>1,629,428,021</b>	<b>898,191,164</b>
<b>Total (previous year)</b>	<b>1,184,015,324</b>	<b>150,293,996</b>	<b>(62,761,785)</b>	<b>-</b>	<b>1,271,547,538</b>	<b>300,277,212</b>	<b>79,761,662</b>	<b>(6,682,501)</b>	<b>373,356,374</b>	<b>898,191,164</b>	<b>883,738,114</b>

# Lumax Auto Technologies Limited

## 13. Non-Current Investments

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>NON-TRADE INVESTMENTS</b>		
<b>Investments in Equity Instruments</b>		
<b>Unquoted</b>		
<b>Shares of Rupee Co-op Bank Limited</b>	<b>1,000</b>	<b>1,000.00</b>
20 (previous year 20) equity shares of ₹ 50/- each fully paid-up		
<b>Quoted</b>		
<b>Lumax Industries Limited</b>	<b>193,783,106</b>	<b>193,783,106</b>
525,000 (previous year 5,25,000) equity shares of Rs. 10/- each fully paid up		
<b>Total</b>	<b>193,784,106</b>	<b>193,784,106</b>
<b>Aggregate cost of quoted investments</b>	<b>193,783,106</b>	<b>193,783,106</b>
<b>Aggregate cost of unquoted investments</b>	<b>1,000</b>	<b>1,000</b>
<b>Aggregate market value of quoted investments</b>	<b>183,671,250</b>	<b>194,223,750</b>

## 14. Long Term Loans & Advances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Unsecured, considered good:</b>		
Capital advances	199,849,961	87,503,424
Security deposits	37,032,725	33,167,509
Prepaid expenses	63,061	98,177
<b>Unsecured considered doubtful</b>		
Security deposit	996,210	500,000
Less: Provision for bad & doubtful debts	(996,210)	(500,000)
<b>Total</b>	<b>236,945,747</b>	<b>120,769,110</b>

## 15. Other Non-Current Assets

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Long term bank deposits (maturity more than 12 months)	1,723,822	10,853,833
ESI recoverable (Deposited under protest)	77,557	77,557
MAT credit entitlement	108,921,473	102,869,714
<b>Total</b>	<b>110,722,852</b>	<b>113,801,104</b>

## 16. Inventories

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Raw materials</b>		
- Goods in transit	1,135,325	230,193
- Others	148,100,120	137,884,347
<b>Work-in-progress</b>	<b>17,644,886</b>	<b>11,614,730</b>
<b>Finished goods</b>		
- Goods in Transit	8,629,238	5,482,149
- Others	10,704,478	8,425,341
<b>Stock-in-trade (in respect of goods acquired for trading)</b>		
- Goods in Transit	-	-
- Others	90,396,729	53,525,608
<b>Stores and spares</b>		
- Packing material	2,720,459	2,173,133
- Consumables	9,072,202	6,476,740
<b>Total</b>	<b>288,403,437</b>	<b>225,812,241</b>

## 17. Trade Receivables

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Unsecured</b>		
Debts outstanding for a period exceeding six months from the date they are due for payment:		
Considered good	1,105,758	2,399,297
Considered doubtful	3,081,502	2,878,442
Other debts		
Considered good	1,285,280,171	1,239,691,980
Considered doubtful	20,081	-
	1,289,487,512	1,244,969,719
Less: Provision for doubtful debts	3,101,583	2,878,442
<b>Total</b>	<b>1,286,385,929</b>	<b>1,242,091,277</b>

## 18. Cash & Bank Balances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Cash &amp; cash equivalents</b>		
- Cash on hand	1,304,372	718,678
- in current accounts	65,229,723	85,368,562
- in Cash Credit account	40,320	2,690,004
- Cheques, drafts on hand	20,000	60,944
<b>Total Cash &amp; Cash Equivalents (A)</b>	<b>66,594,415</b>	<b>88,838,188</b>
<b>Other Bank Balances</b>		
- in Deposit Accounts	30,904,309	296,974,823
- in Dividend accounts	539,843	405,877
<b>Total Other Bank Balances (B)</b>	<b>31,444,152</b>	<b>297,380,700</b>
<b>Total (A+B)</b>	<b>98,038,567</b>	<b>386,218,888</b>

### 18.1 Balance in deposit accounts includes:-

- Rs. 2,50,000/- is deposited towards guarantee in Central Excise Delhi for removal of goods without payment of excise duty under bond ( CT-1 form) for Export.
- Rs. 50,000/- is deposited towards guarantee in Sales Tax department (Nahan kala -amb) .
- Rs. 1,62,78,124/- is margin money deposited.

## 19. Short Term Loans & Advances

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
<b>Loans and advances - unsecured considered good</b>		
Advance to suppliers	9,357,404	16,280,504
Excise Duty & Service Tax Receivables	65,506,379	22,326,019
Income tax receivables	5,914,120	2,277,716
Other loans & advances	24,442,326	10,449,922
Received from related parties	-	108,899
<b>Loans and advances - Unsecured Considered Doubtful</b>		
Excise Duty & Service Tax Receivables	154,035	-
Income tax receivables	2,062,263	-
Security deposit	351,699	-
Less: Provision for doubtful loans, advances & deposit	(2,567,997)	-
<b>Total</b>	<b>105,220,229</b>	<b>51,443,060</b>

### 19.1 During the year an amount of Rs.97.92 Lacs paid to Mrs. Usha Jain – Managing Director of the Company, in excess of the limits specified by the relevant provisions of the Companies Act, 1956 on account of the overseas medical treatment.

The Company had got approval from the shareholders for waiver of the said excess remuneration to the Managing Director through Postal Ballot and application to the Central Government was filed by the company for approval of the said proposal. Subsequently,

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a letter was received from the Managing Director requesting the company to accept the refund of excess remuneration paid to her on account of her overseas medical treatment. The Board of Directors of the Company accepted the said request and decided to drop the applications filed with the Central Government for approval of the said proposal. The Company is in process to withdraw the application made to the Central Government in this respect as the amount has been refunded.

## 20. Other Current Assets

(Amount in Rs.)

Particulars	As At March 31, 2013	As At March 31, 2012
Interest receivable on fixed deposit	2,193,370	17,857,222
Fixed Assets held for sale	747,900	-
Others recoverables -sales of fixed assets	199,975	-
<b>Total</b>	<b>3,141,245</b>	<b>17,857,222</b>

## 21. Revenue from Operations

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Sale of products</b>		
Manufactured goods	6,050,438,309	5,677,934,041
Stock-in-trade	1,964,909,493	2,091,988,769
<b>Sale of services</b>		
Labour charges	7,318,495	1,372,652
<b>Other operating revenues</b>		
Scrap sale	7,344,879	7,289,294
Die & tool sale	68,529,444	11,125,576
New product development	4,177,048	1,276,833
Sale of raw material	53,562,281	84,747,353
<b>Gross Sales and Services</b>	<b>8,156,279,949</b>	<b>7,875,734,518</b>
Less : Excise duty	493,239,360	372,730,588
<b>Total</b>	<b>7,663,040,589</b>	<b>7,503,003,930</b>

### 21.1 Details of Goods Sold

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Finished Goods Sold</b>		
Head Lamp	1,968,379,293	1,864,726,615
Tail Lamp	558,609,650	739,157,227
Frame Chassis	742,937,157	757,086,292
Seat Frame	138,336,025	127,574,218
Adjustor Motor	509,400,075	404,961,390
Gear Shifter Assembly	353,589,299	272,863,737
Knob	57,521,342	49,278,206
Parking Brake	36,724,818	57,252,356
Warning Triangle	49,485,130	49,051,645
Molded Parts	402,783,469	291,798,705
Air Intake Systems [AIS]	58,370,587	23,146,724
Element Assembly	26,080,578	12,134,640
Tools	6,500,000	9,836,138
Others	689,927,064	620,130,436
<b>Sub-Total [A]</b>	<b>5,598,644,487</b>	<b>5,278,998,329</b>
<b>Stock-in-Trade goods sold</b>		
Head Lamp	887,927,643	915,631,258
Tail Lamp	238,748,763	251,375,380
Adjustor Motor	-	148,963,664
Steel Sheet	173,304,865	199,636,988
Steel Tube	25,279,131	102,355,889
Plastic Powder	8,669,680	4,777,411
Gear Shifter Assembly	41,938,730	35,699,848

(Contd.)

Particulars	Year ended March 31, 2013	Year ended March 31, 2012
Knob	6,966,528	5,043,087
Others	541,137,745	449,593,155
<b>Sub-Total [B]</b>	<b>1,923,973,085</b>	<b>2,113,076,680</b>
<b>Others</b>		
Labour Charges	7,318,495	1,372,652
Scrap Sales	6,864,734	5,677,953
Die & Tools Sale	68,500,459	7,060,000
Others	57,739,329	96,818,316
<b>Sub-Total [C]</b>	<b>140,423,017</b>	<b>110,928,921</b>
<b>Total [ A+B+C]</b>	<b>7,663,040,589</b>	<b>7,503,003,930</b>

## 22. Other Income

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Interest Income	12,538,662	28,783,296
Dividend Income	3,150,000	3,150,000
Discount received	2,335,826	6,316,416
Miscellaneous balances written back	3,049,478	1,666,917
Miscellaneous income	5,127,585	7,680,700
Rent received	8,360,100	165,305
Net gain on foreign currency transaction and translation	2,209,569	-
<b>Total</b>	<b>36,771,220</b>	<b>47,762,634</b>

## 23. Cost of Materials Consumed

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Raw material consumed		
Opening inventory	134,636,558	126,792,546
Add : Purchases (net)	4,372,103,708	4,150,961,073
Less : Inventory at the end of the year	144,278,548	134,636,558
<b>Cost of raw materials consumed during the year</b>	<b>4,362,461,718</b>	<b>4,143,117,061</b>

### Break up of raw material, spares parts and components consumed

(Amount in Rs.)

Imported	39,706,193	54,747,321
%	0.91	1.32
Indigeneous	4,322,755,525	4,088,369,740
%	99.09	98.68
<b>Total</b>	<b>4,362,461,718</b>	<b>4,143,117,061</b>

### Details for Consumption of raw materials

Steel Sheet	12,961,355	184,730,103
Steel Tube	226,889,400	268,479,500
Plastic Powder	64,392,415	60,851,256
Housing Assembly	84,332,478	55,485,134
Knob	35,793,494	5,589,917
Outer Boot	2,875,435	7,282,164
Sheet Metal	347,066,682	39,250,400
Rotula	1,404,891	15,903,361
Plastic Dana	560,847,070	548,936,085
Bulb	90,314,378	75,947,581
Cowl	220,173,395	202,970,668

(Contd.)

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Fender	34,417,148	36,646,234
Speedometer	329,657,745	285,770,270
Head Lamp	106,868,234	57,389,424
Laquar	17,988,605	14,341,833
PCB Assembly	8,806,612	101,318,844
Stay CP B/L	186,294,130	158,347,222
Blinker Assembly	39,832,368	22,900,584
Speedo Cable	24,717,715	22,133,025
Lock Kit	213,338,907	249,324,754
Filter Body & Cover	10,489,419	8,705,145
Clean Air Duct	1,517,714	2,625,628
Filter Paper	10,373,630	4,218,098
Tooling	8,929,110	-
Others	1,722,179,388	1,713,969,832
<b>Total</b>	<b>4,362,461,718</b>	<b>4,143,117,061</b>

## 24. Changes in Inventories

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>(Increase)/Decrease in stocks</b>		
Stock at the end of the year		
Manufactured goods & stock in trade	100,699,885	61,950,949
Goods in transit of manufactured goods & stock in trade	9,030,560	5,482,149
Work-in progress	17,644,886	11,614,730
<b>Total A</b>	<b>127,375,331</b>	<b>79,047,828</b>
Stock at the beginning of the year		
Manufactured goods & stock in trade	61,950,949	71,285,501
Goods in transit of manufactured goods & stock in trade	5,482,149	4,837,343
Work-in progress	11,614,730	12,535,422
<b>Total B</b>	<b>79,047,828</b>	<b>88,658,266</b>
<b>(Increase)/Decrease in Stocks (B-A)</b>	<b>(48,327,503)</b>	<b>9,610,438</b>

## 25. Manufacturing Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Consumables	76,939,752	72,752,071
Packing material	42,043,923	37,545,443
Job-work	44,583,804	44,420,944
Electricity, light & power	93,634,785	71,673,434
Freight and cartage	18,665,570	20,381,543
Water charges	1,064,569	973,185
Repairs & maintenance - plant & machinery	17,876,893	16,480,120
Miscellaneous manufacturing expenses	7,255,795	5,469,171
<b>Total</b>	<b>302,065,091</b>	<b>269,695,911</b>

## 26. Employee Benefit Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Salaries & wages	375,651,210	314,769,189
Bonus	6,084,468	2,290,673
Provident fund contribution	12,708,071	10,495,526
Welfare expenses	27,058,520	19,198,055
E.S.I. contribution	1,784,844	1,506,014
Gratuity	6,541,617	5,347,159
Directors' remuneration including commission	53,131,900	54,886,949
<b>Total</b>	<b>482,960,630</b>	<b>408,493,565</b>

**27. Finance Cost**
**(Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Interest on term loans	-	1,634,028
Interest on working capital advance	1,811,760	9,399
Interest paid to others	3,187,347	1,214,341
Bank charges	317,272	1,068,817
<b>Total</b>	<b>5,316,379</b>	<b>3,926,585</b>

**28. Other Expense**
**(Amount in Rs.)**

Particular	Year Ended March 31, 2013	Year Ended March 31, 2012
Rent	9,202,013	3,996,962
Rates & taxes	5,319,742	8,212,686
Repairs to buildings	6,090,195	2,867,805
Repairs others	20,120,106	15,491,986
Insurance charges	3,994,395	2,480,912
Travelling & conveyance	18,719,127	16,509,836
Security charges	10,331,498	8,112,552
Printing & stationery	3,426,993	2,676,404
Postage & telephones	5,417,675	4,978,455
Office expenses	286,104	796,567
Advertisement	4,484,857	3,408,367
Amount written off [Net]	107,588	-
Vehicle expenses	3,302,778	4,016,727
Legal & professional fees	10,137,537	10,467,264
Carriage outward	100,309,338	74,074,744
Miscellaneous expenses	16,638,681	12,501,319
Meeting fees	47,500	59,500
Breakage & sales incentive	22,569,726	30,721,327
Discounts	21,938,649	21,617,615
Commission to selling agent	1,690,974	1,110,213
Royalty	6,352,135	6,236,939
Bank charges	1,022,286	1,147,604
Foreign exchange loss	391,638	532,926
Bad & doubtful debts/advances written off	101,547	-
Provision for doubtful debts/advances	203,060	1,671,380
Less: Provision no longer required	-	-
<b>Payments to the auditor</b>		
(a) as statutory auditor fees	1,091,995	1,087,523
(b) for taxation matters fees	220,000	175,000
(c) for limited review fees	261,000	-
(d) for other services	352,616	151,100
<b>Total</b>	<b>274,131,753</b>	<b>235,103,713</b>

\* Includes Prior Period Adjustments (Net)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Expenditure</b>		
Legal & professional fees	-	27,000
Welfare expenses	118,536	-
Carriage outward	13,470	-
Freight expenses	-	65,450
Royalty	-	79,337
Service tax	162,027	-
<b>Total expenditure</b>	<b>294,033</b>	<b>171,787</b>
<b>Income</b>		
Travelling & conveyance	7,509	-
<b>Total income</b>	<b>7,509</b>	<b>-</b>
<b>Total (expenditure less income)</b>	<b>286,524</b>	<b>171,787</b>

# Lumax Auto Technologies Limited

## 29. Research & Development Expenses

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Cost of materials consumed	115,087	2,271,433
Employee benefits expense	12,437,596	11,628,673
Finance cost	-	889
Other expenses **	8,460,273	7,381,046
<b>Total</b>	<b>21,012,956</b>	<b>21,282,041</b>
Sale of Prototype Tool / Miscellaneous income	(39,000)	(2,032,903)
<b>Total</b>	<b>20,973,956</b>	<b>19,249,138</b>
<b>** Other Expenses (R&amp;D)</b>		
<b>Manufacturing Expenses</b>		
Repair & Maintenance - plant & machinery	191,772	87,937
Consumption of stores & spares	53,763	11,230
Electricity & generator operating expenses	708,477	287,724
Freight & cartage inward	16,048	9,331
Testing charges	70,239	200,492
<b>Administrative Expenses</b>		
Repair others	1,207,325	662,212
Bank charges	-	9,029
Insurance charges	8,037	9,863
Rent	-	123,177
Travelling & conveyance	4,501,710	4,336,295
Postage & telephones	933,126	991,676
Audit certification charges	16,854	38,914
Printing & stationery	35,591	72,990
Security expenses	75,866	44,602
Vehicle expenses	277,478	372,415
Foreign exchange difference (net)	-	(9,112)
Forwarding expenses	110,552	-
Miscellaneous expenses	253,435	132,271
<b>Total</b>	<b>8,460,273</b>	<b>7,381,046</b>

## 30. Exceptional Item

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Loss/(Profit) on sale of assets	160,914	(6,076,716)
Provision for doubtful debts no longer required	-	(4,092,285)
<b>Total</b>	<b>160,914</b>	<b>(10,169,001)</b>

## 31. Statement showing the use of proceeds from preferential allotment of shares

During the year ended March 31, 2011, the company had issued 20,00,000 equity shares of Rs.10/- each on preferential basis at a premium of Rs.109.10 per share. The net proceeds of the issue have been utilized for the objects of the issue as detailed below:

(cont..)

(Amount in Lacs)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
a ) Total proceeds from the allotment	2,382	2,382
b ) Utilized		
Purchase of 525,000 equity shares of Rs.10/- each fully paid of Lumax Industries Limited	1,938	1,938
Paid for booking of apartment	250	100
Amount paid for purchase of capital equipments in narsapura plant	194	
c ) Balance lying in fixed deposit with HDFC bank as on the balance sheet date	Nil	344

### 32. Gratuity and other post-employment benefit plans :

Liability for employee benefits has been determined by an actuary, in conformity with the principles set out in the accounting Standard 15 (revised) the details of which are as hereunder :

(a) During the year, the company has recognized the following amounts in the Statement of Profit and Loss Account

#### Defined Contribution Plans

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Employer's contribution to provident fund	13,434,234	10,972,373
Employer's contribution to employee state insurance	1,597,650	1,521,955

#### (b) Defined Benefit Plans

(Amount in Rs.)

Particulars	Gratuity Year Ended March 31, 2013	Gratuity Year Ended March 31, 2012	Leave Encashment Year Ended March 31, 2013	Leave Encashment Year Ended March 31, 2012
Current service cost	4,413,682	3,567,883	5,034,036	3,824,218
Interest	2,462,203	1,864,098	1,356,695	1,024,720
Expected return on plan assets	(2,066,096)	(1,660,474)	(787,798)	(601,564)
Actuarial (gain)/loss	1,814,694	1,797,488	43,243	(352,366)
Short term	-	-	-	-
Net cost	6,624,483	5,568,995	5,646,176	3,895,008

(c) The assumptions used to determine the benefit obligations are as follows

Particulars	Gratuity / Leave Encashment Year Ended March 31, 2013	Gratuity / Leave Encashment Year Ended March 31, 2012
<b>Discount Rate (%)</b>		
LATL	8.00	8.50
LDK	8.20	8.75
LCAT	8.10	8.50
<b>Expected Rate of increase in Compensation Levels (%)</b>		
LATL	6.50	6.50
LDK	10.00	10.00
LCAT	12.00	12.00
<b>Expected Rate of Return on Plan Assets (%)</b>		
LATL	9.00	9.00
LCAT (Only for Gratuity fund)	9.00	9.00
<b>Expected Average remaining working lives of employees (years)</b>		
LATL	9.17	9.00
LDK	26.11	25.63
LCAT	11.70	11.70

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## (d) Reconciliation of opening and closing balances of benefit obligations and plan assets ( Funded Status)

(Amount in Rs.)

Particulars	Gratuity Year Ended March 31,2013	Gratuity Year Ended March 31,2012	Leave Encashment Year Ended March 31,2013	Leave Encashment Year Ended March 31,2012
<b>Change in Projected Benefit Obligation (PBO)</b>				
Projected benefit obligation at the beginning of the year	23,476,298	18,183,724	10,541,956	8,326,075
Current Service cost	2,910,069	2,472,734	2,147,904	1,468,469
Interest Cost	1,974,545	1,460,114	885,701	671,304
Benefits Paid	(492,715)	(333,428)	(243,890)	(76,746)
Acturial (gain)/Loss	819,644	1,942,986	396,652	152,854
<b>Projected benefit obligation at the year end &amp; change in plan assets:</b>				
Fair Value of plan assets at theyear end long term	28,687,841	23,726,130	13,728,323	10,541,956
Fair Value of plan assets at the year end short term	26,563,196	21,205,203	10,093,642	8,273,145
<b>Net funded status of the plan</b>	<b>2,124,645</b>	<b>2,520,927</b>	<b>3,634,681</b>	<b>2,268,811</b>
<b>Net amount recognized</b>	<b>(2,124,645)</b>	<b>(2,520,927)</b>	<b>(3,634,681)</b>	<b>(2,268,811)</b>

## (d - 1) Reconciliation of opening and closing balances of benefit obligations and plan assets : ( Unfunded Status )

(Amount in Rs. )

Particulars	Gratuity Year Ended March 31,2013	Gratuity Year Ended March 31,2012	Leave Encashment Year Ended March 31,2013	Leave Encashment Year Ended March 31,2012
<b>Change in Projected Benefit Obligation (PBO)</b>				
Projected benefit obligation at the beginning of the year	5,963,662	4,633,921	6,150,802	4,546,512
Current Service cost	1,503,613	1,095,149	2,886,132	2,355,749
Interest Cost	487,658	403,984	470,994	353,416
Benefits Paid	(33,230)	(33,923)	(51,589)	(194,096)
Acturial (gain)/Loss	921,116	(135,469)	(281,048)	(476,037)
<b>Projected benefit obligation at the year end &amp; change in plan assets:</b>				
Fair Value of plan assets at the year end long term	8,842,819	5,963,662	9,175,291	6,458,352
Fair Value of plan assets at the year end short term	1,114,336	783,754	1,222,151	1,028,841
<b>Net Unfunded status of the plan</b>	<b>7,728,483</b>	<b>5,179,908</b>	<b>7,953,140</b>	<b>5,429,511</b>
<b>Net amount recognized</b>	<b>(7,728,483)</b>	<b>(5,179,908)</b>	<b>(7,953,140)</b>	<b>(5,429,511)</b>

## 33. Capital Commitments

(Amount in Lacs)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Estimated amount of contracts remaining to be executed on capital account and not provided for net of advance paid Rs. 1997.68 Lacs (previous year Rs. 50.51 Lacs)	2,735.56	2,964.42

## 34. Contingent Liabilities

(Amount in Rs.)

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Income Tax Demand is pending for A.Y. 2010-2011 with Commissioner of Income Tax (Appeals)*	1.18	Nil
Disallowance of Cenvat credit for F.Y. 2010-2011 raised by the Assistant Commissioner of Central Excise Pune *	1.78	Nil
Disallowance of Cenvat credit for F.Y. 2008 - 09 to 2012 - 13 raised by the Assistant Commissioner of Central Excise Pune *	27.18	Nil
ESI Demand	0.90	1.92
Income Tax Matters (refer Note a & b)		

(cont..)

- a) In case of subsidiary company - Lumax DK - In an earlier year Income Tax Department had filed an appeal with the Income Tax Appellate Tribunal (ITAT) against the order of Commissioner of Income Tax Appeals - (CIT Appeals), for the Assessment Year 2003-04. CIT Appeals in its order dated December 3, 2007 decided in favor of the Company by treating the various disallowances made by the Assessing Officer amounting to Rs.30,379,880 as admissible expenditure.
- b) Lumax DK - Subsidiary company, had received an order from Deputy Commissioner of Income Tax (DCIT) for the Assessment Year 2007-08 making an addition of Rs.15,317,438 on account of additions proposed by TP Officer. The Company has filed an appeal with the ITAT against the Assessment Order passed by the DCIT and the matter is currently pending before the ITAT.

\* Based on the favorable decisions in similar cases/advice taken by the Company, the Company believes that it has good cases in respect of these items mentioned above and hence no provision there against is considered necessary.

**35. Particulars in respect of Purchase of Stock-in-Trade (Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Head Lamp	712,680,741	717,051,806
Tail Lamp	181,216,551	192,854,171
Motor Adjusters	-	382,293,460
Gear Shifter Assembly	35,918,668	30,614,142
Knob	6,541,311	4,170,359
Others	674,105,589	446,994,984
<b>Total</b>	<b>1,610,462,860</b>	<b>1,773,978,922</b>

**36. Value of Imports calculated on CIF (Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Raw material & components	78,702,633	110,976,581
Capital goods & accessories(including capital WIP)	247,241,159	11,213,852
<b>Total</b>	<b>325,943,792</b>	<b>122,190,433</b>

**37. Earning & Expenditure in Foreign Currency (on Accrual Basis) (Amount in Rs.)**

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
<b>Expenditure in Foreign Currency</b>		
Travelling	3,466,232	1,561,961
Commission to agents	948,110	196,613
Royalty	6,352,135	6,157,602
Technical / design fee	3,259,253	872,071
Cost of samples	1,772	-
Tools development charges	-	717,570
Installation and commissioning charges	-	2,084,370
<b>Total</b>	<b>14,027,502</b>	<b>11,590,187</b>
<b>Earning in Foreign Currency</b>		
Export of finished goods at a F.O.B. value	92,262,388	90,168,798
Other receipts	2,306,895	-
<b>Total</b>	<b>94,569,283</b>	<b>90,168,798</b>

**38. Net Dividend remitted in foreign exchange (Amount in Rs.)**

Nature of Expenses	Year Ended March 31, 2013	Year Ended March 31, 2012
Period to which it related	2011-2012	2010-2011
Number of non-resident shareholders	2	2
Number of equity shares held on which dividend was due	124,210	124,210
Amount remitted	745,260	745,260
Amount remitted(USD)	13,146	15,938

# Lumax Auto Technologies Limited

## 39. Total expenditure incurred on Research and Development for holding company

(Amount in Rs.)

Nature of Expenses	Year Ended March 31, 2013	Year Ended March 31, 2012
Expenditure charged to statement of profit and loss	2,739,624	3,751,316
Expenditure capitalized during the year	Nil	Nil

For subsidiary company - revenue expenditure on research and development is charged under respective heads of account ( Refer Note No. 29). Capital expenditure on research and development is included as part of fixed assets and depreciated on the same basis as other fixed assets.

## 40. Incase of Subsidiary company - Lumax DK Auto Industries Ltd. - Share Transfer Agreement

- Pursant to share Transfer Agreement dated December 12, 2012, the Company has acquired 1,610,000 equity shares of Rs.100 each (representing 100% paid-up share capital) of Lumax DK Electric Engineering India Pvt.Ltd.(formerly known as Stanley Electric Engineering India Private Limited) for Rs.143,702,426 on December 26, 2012. In compliance with Accounting Standard 21 on 'Consolidated Financial Statements' the said acquisition has resulted in creation of Goodwill amounting to Rs.92,748,391.
- The Name of Company has been changed from Stanley Electric Engineering India Pvt. Ltd. to Lumax DK Electric Engineering India Private Limited w.e.f. February 4, 2013.
- Analysis of Cash Flow on Acquisition

(Amount in Rs.)

Particulars	As determined on the date of acquisition	Year Ended March 31,2012
A) Cash consideration paid to acquire 100% Subsidiary Company- Lumax DK Electric Engineering India Pvt.Ltd (Formerly known as Stanley Electric Engineering India Pvt. Ltd)	143,702,426	-
B) Net Cash acquired in Subsidiary Company	335,219	-
Investment in Subsidiary Company Net of Cash acquired ( A - B )	143,367,207	-

## 41. Incase of Subsidiary company - Lumax DK Auto Industries Limited

### a) The Subsidiary company's foreign currency exposure on account of payables not hedged.

The Company's foreign currency exposure on account of payables not hedged as on March 31, 2013 & March 31, 2012 is as follows :

Particulars	Year Ended March 31,2013		Year Ended March 31,2012	
	Amount in Foreign Currency	Amount in Rupees	Amount in Foreign Currency	Amount in Rupees
US Dollar	1,722,917	94,466,344	108,240	5,389,245
Japanese Yen	819,360	436,338	1,746,363	1,125,093

### b) OPERATING LEASE - As a lessor

- During the year ended March 31, 2013, the subsidiary company had leased out 6000 sq.ft. & 90890 sq.ft.area of its premises and Machinery for the period of 11 months on renewable basis.
- The future minimum lease payments are

(Amount in Rs.)

Particulars	Year Ended March 31,2013	Year Ended March 31,2012
Future minimum lease payments		
- Not later than one year	3,185,800	-
- Later than one year but not later than five years	-	-
- Later than five years	-	-

c) The movement of provisions in accordance with Accounting Standard -29 ' Provisions,Contingent Liabilities and Contingent Assets notified under Companies Accounting Standard Rules 2006 ( as amended ) is given below

(Amount in Rs.)

Particulars	Year Ended March 31,2013	Year Ended March 31,2012
Opening Balance	184,128	1,275,806
Addition during the year	-	-
Less : Amount utilized	184,128	1,091,678
Less : unused amount reversed	-	-
Closing Balance	-	184,128

d ) During the year Company has recognized MAT Credit Entitlement, as given below

(Amount in Rs.)

Particulars	Year Ended March 31,2013	Year Ended March 31,2012
Opening Balance	102,869,714	61,992,341
Add : Entitlement during the year	6,092,071	39,966,754
Add : Adjustment during the year ( net )	(40,312)	910,619
Less : Credit utilized during the year	-	-
Closing Balance	108,921,473	102,869,714

**42. Related party disclosure**

**(A) Key Managerial Personnel**

- (a) Mrs. Usha Jain
- (b) Mrs.Poysha Goyal Jain
- (c) Mrs. Shivani Jain

**(B) Relatives of Key Management Personnel**

- (a) Mr. D K Jain (Husband of Mrs. Usha Jain)
- (b) Mr. Deepak Jain (Son of Mrs. Usha Jain and Husband of Mrs. Poysha Goel Jain)
- (c) Mr. Anmol Jain (Son of Mrs. Usha Jain and Husband of Mrs. Shivani Jain)

**(C) Enterprises Owned or Significantly Influenced by Key Management Personnel**

- (a) Lumax Industries Limited
- (b) Lumax Finance Private Limited
- (c) Lumax Ancillary Limited
- (d) Lumax Automotive Systems Limited
- (e) Lumax Filters Private Limited
- (f) Mahavir Udyog
- (g) Bharat Enterprises
- (h) Lumax Tours & Travels Limited
- (i) Vardhman Agencies Private Limited
- (j) Officine Metallurgiche G.Cornaglia SPA [Italy]
- (k) Cor-Filters (Italy)
- (l) Cor-Tubi (Italy)
- (m) D.K.Jain & Sons (HUF)
- (n) D.K.Jain Family Trust

# Lumax Auto Technologies Limited

## Detail of Related Parties ( Consolidated ) Transactions for the Financial Year 2012-13

(Amount in Rs.)

S. No.	Account Head	Key Management personnel		Relatives of Key management		Enterprises owned or significantly influenced by key management personnel or their relatives		Total	
		2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
A)	<b>TRANSACTIONS</b>								
	<b>Sale of Raw Materials and Components</b>								
	Lumax Industries Ltd	-	-	-	-	28,70,43,857	1,08,96,34,752	28,70,43,857	1,08,96,34,752
	Lumax Ancillary Ltd	-	-	-	-	1,00,23,880	97,92,207	1,00,23,880	97,92,207
	Officine Metallurgiche G. Cornaglia SPA ( Italy )	-	-	-	-	26,775	24,375	26,775	24,375
	<b>Total</b>	-	-	-	-	29,70,94,512	1,09,94,51,334	29,70,94,512	1,09,94,51,334
	<b>Sale of finished goods</b>								
	Lumax Industries Ltd	-	-	-	-	81,92,93,452	31,92,16,079	81,92,93,452	31,92,16,079
	Lumax Ancillary Ltd	-	-	-	-	76,60,259	51,63,804	76,60,259	51,63,804
	Cor-Filters ( Italy )	-	-	-	-	12,14,580	5,20,380	12,14,580	5,20,380
	<b>Total</b>	-	-	-	-	82,81,68,291	32,49,00,263	82,81,68,291	32,49,00,263
	<b>Sale - Job work/ others</b>								
	Lumax Industries Ltd .	-	-	-	-	13,58,823	45,807	13,58,823	45,807
	Lumax Ancillary Ltd	-	-	-	-	-	380	-	380
	<b>Total</b>	-	-	-	-	13,58,823	46,187	13,58,823	46,187
	<b>Purchase of Raw Materials and Components</b>								
	Bharat Enterprises	-	-	-	-	2,23,79,250	3,00,26,740	2,23,79,250	3,00,26,740
	Lumax Industries Ltd.	-	-	-	-	12,65,84,365	19,70,06,732	12,65,84,365	19,70,06,732
	Lumax Ancillary Ltd	-	-	-	-	35,01,70,516	32,79,97,431	35,01,70,516	32,79,97,431
	Mahavir Udyog	-	-	-	-	-	9,78,127	-	9,78,127
	Officine Metallurgiche G. Cornaglia SPA ( Italy )	-	-	-	-	16,72,002	23,17,334	16,72,002	23,17,334
	Cor-Filters ( Italy )	-	-	-	-	-	57,283	-	57,283
	Cor-Tubi ( Italy )	-	-	-	-	1,772	-	1,772	-
	<b>Total</b>	-	-	-	-	50,08,07,905	55,83,83,647	50,08,07,905	55,83,83,647
	<b>Purchase of Finished Goods</b>								
	Lumax Industries Ltd .	-	-	-	-	47,31,81,032	45,93,46,118	47,31,81,032	45,93,46,118
	Lumax Ancillary Ltd	-	-	-	-	1,29,47,363	1,50,11,825	1,29,47,363	1,50,11,825
	<b>Total</b>	-	-	-	-	48,61,28,395	47,43,57,943	48,61,28,395	47,43,57,943
	<b>Purchase of Other &amp; Jobwork</b>								
	Lumax Industries Ltd	-	-	-	-	4,12,217	6,30,115	4,12,217	6,30,115
	Lumax Ancillary Ltd	-	-	-	-	-	14,810	-	14,810
	Lumax Tours & Travels	-	-	-	-	88,57,961	56,75,244	88,57,961	56,75,244
	Mahavir udyog	-	-	-	-	19,00,993	10,06,168	19,00,993	10,06,168
	Officine Metallurgiche G. Cornaglia SPA ( Italy )	-	-	-	-	-	28,01,940	-	28,01,940
	<b>Total</b>	-	-	-	-	1,11,71,171	1,01,28,277	1,11,71,171	1,01,28,277
	<b>Sale of Capital Goods</b>								
	Lumax Industries Ltd.	-	-	-	-	1,78,78,687	5,38,57,225	1,78,78,687	5,38,57,225
	<b>Total</b>	-	-	-	-	1,78,78,687	5,38,57,225	1,78,78,687	5,38,57,225
	<b>Purchase of Capital Goods</b>								
	Lumax Industries Ltd.	-	-	-	-	83,62,984	5,64,903	83,62,984	5,64,903
	Officine Metallurgiche G. Cornaglia SPA ( Italy )	-	-	-	-	-	9,79,500	-	9,79,500
	Cor-Filters ( Italy )	-	-	-	-	-	16,72,757	-	16,72,757
	<b>Total</b>	-	-	-	-	83,62,984	32,17,160	83,62,984	32,17,160
	<b>Lease Rent - Paid</b>								
	Mr. Deepak Jain	-	-	-	1,80,000	-	-	-	1,80,000
	Lumax Industries Ltd.	-	-	-	-	46,07,671	46,43,132	46,07,671	46,43,132
	Mrs. Usha Jain	20,52,000	14,85,000	-	-	-	-	20,52,000	14,85,000
	<b>Total</b>	20,52,000	14,85,000	-	1,80,000	46,07,671	46,43,132	66,59,671	63,08,132
	<b>Lease Rent - Received</b>								
	Lumax Industries Ltd.	-	-	-	-	9,191,157	-	91,91,157	-
	Mahavir udyog	-	-	-	-	2,10,742	1,96,533	2,10,742	1,96,533
	<b>Total</b>	-	-	-	-	94,01,899	1,96,533	94,01,899	1,96,533
	<b>Managerial Remuneration</b>								
	Mrs. Usha Jain	1,74,16,611	30,16,761	-	-	-	-	1,74,16,611	30,16,761
	Mrs. Poysha Goel Jain	24,60,034	20,03,216	-	-	-	-	24,60,034	20,03,216
	Mrs. Shivani Jain	24,20,934	21,51,781	-	-	-	-	24,20,934	21,51,781
	<b>Total</b>	2,22,97,579	71,71,758	-	-	-	-	2,22,97,579	71,71,758
	<b>Commission Paid</b>								
	Mrs. Usha Jain	-	1,45,46,442	-	-	-	-	-	1,45,46,442
	Mr D K Jain	-	-	17,41,661	17,56,321	-	-	17,41,661	17,56,321
	Mr Deepak Jain	-	-	14,73,860	15,45,639	-	-	14,73,860	15,45,639
	Mr Anmol Jain	-	-	32,15,521	33,01,960	-	-	32,15,521	33,01,960
	Mrs. Poysha Goel Jain	1,22,78,570	1,34,53,177	-	-	-	-	1,22,78,570	1,34,53,177
	Mrs. Shivani Jain	1,23,17,670	1,33,04,612	-	-	-	-	1,23,17,670	1,33,04,612
	<b>Total</b>	2,45,96,240	4,13,04,231	64,31,042	66,03,920	-	-	3,10,27,282	4,79,08,151

(Amount in Rs.)

S. No.	Account Head	Key Management personnel		Relatives of Key management		Enterprises owned or significantly influenced by key management personnel or their relatives		Total	
		2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
	<b>Dividend Paid</b>								
	Mr D K Jain-	-	-	1,12,81,542	1,12,81,542	-	-	1,12,81,542	1,12,81,542
	Mrs Usha Jain	27,82,272	27,82,272	-	-	-	-	27,82,272	27,82,272
	Mr Anmol Jain	-	-	51,73,440	51,73,440	-	-	51,73,440	51,73,440
	Mr Deepak Jain	-	-	54,87,912	54,87,912	-	-	54,87,912	54,87,912
	D.K. Jain and Family Trust	-	-	-	-	2,44,740	2,44,740	2,44,740	2,44,740
	D K Jain and Sons (HUF)	-	-	-	-	70,85,826	70,85,826	70,85,826	70,85,826
	Mrs. Shivani Jain	2,70,000	2,70,000	-	-	-	-	2,70,000	2,70,000
	Lumax Finance Pvt. Ltd.	-	-	-	-	97,24,284	97,24,284	97,24,284	97,24,284
	Vardhman Agencies Pvt. Ltd.	-	-	-	-	25,560	25,560	25,560	25,560
	<b>Total</b>	<b>30,52,272</b>	<b>30,52,272</b>	<b>2,19,42,894</b>	<b>2,19,42,894</b>	<b>1,70,80,410</b>	<b>1,70,80,410</b>	<b>4,20,75,576</b>	<b>4,20,75,576</b>
	<b>Dividend Received</b>								
	Lumax Industries Ltd.	-	-	-	-	31,50,000	31,50,000	31,50,000	31,50,000
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>31,50,000</b>	<b>31,50,000</b>	<b>31,50,000</b>	<b>31,50,000</b>
B)	<b>BALANCES AT THE YEAR END</b>								
	<b>Receivables</b>								
	Lumax Industries Ltd	-	-	-	-	44,16,15,791	27,45,34,666	44,16,15,791	27,45,34,666
	Mahavir Udyog	-	-	-	-	-	1,03,439	-	1,03,439
	Lumax Automotive Systems Ltd.	-	-	-	-	-	2,95,446	-	2,95,446
	Lumax Ancillary Ltd	-	-	-	-	48,63,788	37,60,691	48,63,788	37,60,691
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>44,64,79,579</b>	<b>27,86,94,242</b>	<b>44,64,79,579</b>	<b>27,86,94,242</b>
	<b>Security Deposit</b>								
	Lumax Industries Ltd	-	-	-	-	2,50,00,000	2,50,00,000	2,50,00,000	2,50,00,000
	Lumax Industries Ltd - Maximum Amount Outstanding during the year	-	-	-	-	2,50,00,000	2,50,00,000	2,50,00,000	2,50,00,000
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,50,00,000</b>	<b>2,50,00,000</b>	<b>2,50,00,000</b>	<b>2,50,00,000</b>
	<b>Investment</b>								
	Lumax Industries Ltd.	-	-	-	-	19,37,83,106	19,37,83,106	19,37,83,106	19,37,83,106
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>19,37,83,106</b>	<b>19,37,83,106</b>	<b>19,37,83,106</b>	<b>19,37,83,106</b>
	<b>Payables</b>								
	Lumax Industries Ltd	-	-	-	-	16,29,77,536	17,02,26,381	16,29,77,536	17,02,26,381
	Lumax Ancillary Ltd	-	-	-	-	11,23,36,407	5,10,75,972	11,23,36,407	5,10,75,972
	Bharat Enterprises	-	-	-	-	56,53,213	20,71,267	56,53,213	20,71,267
	Lumax Automotive Systems	-	-	-	-	-	2,26,599	-	2,26,599
	Lumax Filter Pvt. Ltd	-	-	-	-	-	22,231	-	22,231
	Lumax Tours and Travels	-	-	-	-	8,91,719	7,13,376	8,91,719	7,13,376
	Mahavir Udyog	-	-	-	-	4,17,476	2,20,679	4,17,476	2,20,679
	Mrs. Usha Jain	-	1,45,46,442	-	-	-	-	-	1,45,46,442
	Mr. D.K. Jain	-	-	17,41,661	17,56,321	-	-	17,41,661	17,56,321
	Mr Deepak Jain	-	-	14,73,860	15,45,639	-	-	14,73,860	15,45,639
	Mr Anmol Jain	-	-	32,15,521	33,01,960	-	-	32,15,521	33,01,960
	Mrs.Poysha Goyal Jain	1,23,69,169	1,35,61,407	-	-	-	-	1,23,69,169	1,35,61,407
	Mrs. Shivani Jain	1,23,65,669	1,34,09,612	-	-	-	-	1,23,65,669	1,34,09,612
	<b>Total (Payable)</b>	<b>2,47,34,838</b>	<b>4,15,17,461</b>	<b>64,31,042</b>	<b>66,03,920</b>	<b>28,22,76,351</b>	<b>22,45,56,505</b>	<b>31,34,42,231</b>	<b>27,26,77,886</b>

As per our report of even date  
**For D. R. Barve & Co.**  
**Chartered Accountants**  
**Firm Registration No. 101034W**

**For and on behalf of the Board of Directors of Lumax Auto Technologies Limited**

**CA D. R. Barve**  
**Proprietor**  
**Membership. No. 17661**

**D. K. Jain**  
**Chairman**

**Usha Jain**  
**Managing Director**

**Place : Gurgaon**  
**Date : May 28, 2013**

**Ashish Dubey**  
**Head Finance**

**Swapnal B Pawar**  
**Company Secretary**

# Lumax Auto Technologies Limited

## Lumax Auto Technologies Limited

Registered Office: Plot No.70, Sector -10, PCNTDA, Bhosari, Pune -411026

### NOTICE TO MEMBERS

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of the Members of Lumax Auto Technologies Limited will be held as under:

Day : **Friday**  
Date : **August 23, 2013**  
Time : **3.00 P.M.**  
Venue : **Spree Shivai Hotel, Celebrate Hall, 1<sup>st</sup> Floor,  
H-Block, A-70, MIDC, Pimpri, Pune-411018.**

to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Annual Accounts for the year ended March 31, 2013 and the Auditors and Directors Reports thereon.
2. To declare Dividend on Equity Shares as recommended by the Board of Directors.
3. To appoint a Director in place of Mr. Anmol Jain, who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Sandip Dinodia, who retires by rotation and, being eligible, offers himself for re-appointment.
5. To re-appoint M/s D.R. Barve & Co., Chartered Accountants (Firm registration number 101034W) as Statutory Auditors of the company to hold office of Auditors from the conclusion of this Annual General meeting until the conclusion of the next Annual General meeting of the company and to authorize the Board of Directors to fix their remuneration.

BY ORDER OF THE BOARD

Place: **Gurgaon**  
Date : **May 28, 2013**

**Swapnal B. Pawar**  
Company Secretary

#### NOTES:

1. **Proxies:** *A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such a proxy need not be a member of the Company. A proxy to be effective shall be deposited at registered office of the Company not less than forty eight hours before the commencement of the meeting. Attendance cum Proxy Form is attached.*
2. **Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, August 17, 2013 to Friday, August 23, 2013 (both days inclusive).
3. **Annual Report:** The member or his proxy is requested to bring their copy of this annual report to the meeting as extra copies will not be distributed at the Venue of the meeting.
4. **AGM-Attendance Slip:** Members / Proxies should fill the attendance slip for attending the meeting. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. Entry to the meeting venue will be strictly against entry slips available at the counters at the venue and against exchange of valid attendance slip.
5. **Dividend Entitlement :** Dividend on Equity Shares, as recommended by the Directors, if declared at the meeting will be payable to those members whose names appear on the Register of Members of the Company, in the case of beneficial owners as at the close of August 16, 2013, as per the beneficial ownership data furnished by NSDL/CDSL for the purpose and in respect of Shares held in physical form after giving effect to all valid Share Transfers in physical form, which are lodged with the Company before August 17, 2013.

Dividend Amount of Shareholders holding shares in Electronic Form and to those Shareholders holding in Physical Form, who have given their Bank details, will be credited to their respective Bank Account through ECS / NECS, wherever such facilities are available, soon after the declaration of the Dividend in the AGM. Dividend Drafts in respect of Shareholders holding Shares in Physical Form will be sent through post by September 16, 2013 (tentative date). In order to avoid the fraudulent encashment, such Shareholders are requested to furnish their Bank Account Number and Bank's name so as to incorporate the same in the

Dividend Drafts, immediately, if not submitted earlier. If there is any change in the Bank Account of Demat Shareholders, they are requested to intimate the same to their respective Depository Participants for their further action.

Consequent upon the amendment to Section 205 A of the Companies Act, 1956 and introduction of Section 205C of the Companies Act, 1956 the amount of Dividend unclaimed or unpaid for a period of 7 years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education & Protection Fund set up by Government of India and no claim shall lie against the Fund or the Company after the transfer of Unpaid or Unclaimed dividend amount to the Government.

6. **Joint Holder:** In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
7. **Change of Address:** The Members holding shares in physical mode are requested to intimate to the Registrar and Share Transfer Agent M/s Bigshare Services Private Limited immediately, if there is any change in their registered address. Demat Shareholders should inform the change of address to their respective Depository Participants.
8. **Corporate Member:** Corporate member intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
9. **Gift:** No gift will be distributed at the Annual General Meeting.
10. **Security:** Owing to security concerns, brief cases, bags, eatables and the like are not allowed to be carried inside the meeting venue. Members attending are requested to make their own arrangement for the safe keeping of their belongings.
11. **Queries:** Members are requested to send their queries, if any, on the accounts and operations of the Company to the Company Secretary at least 15 days before the ensuing Annual General Meeting.
12. As a Green Initiative in the Corporate Governance, the Ministry of Corporate Affairs ("MCA") vide its circulars bearing nos. (i) 17/2011 dated April 21, 2011 and (ii) 18/2011 dated April 29, 2011, allowed the companies to send various notices/ documents (including Notice convening AGM, Audited Financial Statements, Auditors' Report, Directors' Report and other related documents) to shareholders through electronic mode, to the registered e-mail id of the shareholders. Pursuant to the said Green Initiative, the company has decided to send notice/documents including Annual Report etc. to the Shareholders in electronic form.  
  
Members who have still not registered their e-mail addresses are requested to register their e-mail addresses, in respect of shares held in electronic mode, with their depository participant and in respect of the shares held in physical mode, with the company/ Big Share Services Pvt. Ltd., the Registrar and Share Transfer Agent.
13. Notice of this Annual General Meeting, Audited Financial Statement for 2012-13 together with Directors' Report and Auditors' Report are available on the website of the Company [www.lumaxautotech.com](http://www.lumaxautotech.com).

**BY ORDER OF THE BOARD**

**Place: Gurgaon**  
**Date : May 28, 2013**

**Swapnal B Pawar**  
**Company Secretary**

# Lumax Auto Technologies Limited

**Brief details of Directors seeking Appointment / Re-Appointment as per Clause 49 (IV)(G) of the Listing Agreement.**

<b>PARTICULARS</b>	<b>ANMOL JAIN</b>	<b>SANDIP DINODIA</b>
Date of Birth & Age	29-04-1979 34 Years	07-04-1962 51 Years
Date of First Appointment	03-04-2004	15-06-2006
Qualification	B.B.A (Hons) from Michigan State University, U.S.A.	B.Com, L.L.B, FCA
Experience & Expertise	<p>He started his career as management Trainee in M/s GHSP, U.S.A. and thereafter joined M/s Lumax GHSP Industries Limited in India, as Vice President on 05-12-2000 one of the Group Companies. Mr. Anmol Jain joined the Lumax Industries Limited on 01-11-2003 as Vice President and was thereafter appointed as Executive Director on the Board of the Company on 23-07-2004. He holds following positions in different Associations:</p> <ol style="list-style-type: none"> <li>1. Past Chairman of Haryana State Council of Confederation of Indian Industry (CII).</li> <li>2. Regional Council Member &amp; Zonal Coordinator of Automotive Component Manufacturer Association of India (ACMA)– NR</li> <li>3. Member of Young Business Leaders Forum (YBLF) in ACMA.</li> </ol>	<p>Mr. Dinodia has rich experience in the fields of Assurance, Regulatory &amp; Financial Consulting. He has over twenty years experience in his areas of practice and has been instrumental in the setting up of various enterprises in India with the collaboration from International Association and companies.</p> <p>He provides valuable insights into how companies can grow, diversify, and prosper to maximize their shareholder's wealth.</p>
Name of Public Companies in which Directorship held other than Lumax Auto Technologies Limited.	<ol style="list-style-type: none"> <li>1) Lumax DK Auto Industries Ltd.</li> <li>2) Lumax Industries Ltd.</li> <li>3) Lumax Tours and Travels Ltd.</li> </ol>	<ol style="list-style-type: none"> <li>1 Hero Motors Limited</li> <li>2 Hi-Tech Gears Limited</li> <li>3 Hero Cycles Limited</li> </ol>
Chairman/Member of the Committee of the Board of Public Companies other than Lumax Auto Technologies Limited.	NIL	<ol style="list-style-type: none"> <li>1 Hero Motors Limited</li> <li>2 Hi-Tech Gears Limited</li> <li>3 Hero Cycles Limited</li> </ol>
Relationship with Directors Interse	Son of Mr. D. K. Jain, Chairman and Mrs. Usha Jain, Managing Director of the Company	Not related with any Director
No of Shares held in the Company	862,240	NIL

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# Lumax Auto Technologies Limited

**LUMAX AUTO TECHNOLOGIES LIMITED**  
**Regd. Office: PLOT NO.70, SECTOR 10, PCNTDA, BHOSARI, PUNE -411026**

## PROXY - FORM

### Thirty – Second Annual General Meeting

Regd. Folio No. \_\_\_\_\_  
DP. ID No \_\_\_\_\_

\*Demat A/c No. \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ (Address) being a member of the Company here by appoint Mr./Ms. \_\_\_\_\_  
of \_\_\_\_\_ (Address) or \_\_\_\_\_ failing him/her of Mr./Ms. \_\_\_\_\_ (Address)  
as my/our proxy to vote for me/us on my/ our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company to be held at Spree  
Shivai Hotel, Celebrate Hall, 1<sup>st</sup> Floor, H-Block, A-70, MIDC, Pimpri, Pune-411018 at 3.00 P.M. on Friday, August 23, 2013 or any  
adjournment's thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013

Affix One  
Rupee  
Revenue  
Stamp

Signature \_\_\_\_\_

#### Note:

This form in order to be valid & effective, should be duly stamped, completed, and signed and must be deposited at the  
Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

\*Those who hold shares in demat form must quote their Demat A/c No & Depository Participant (DP) ID No.

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**LUMAX AUTO TECHNOLOGIES LIMITED**  
**Regd. Office: PLOT NO.70, SECTOR 10, PCNTDA, BHOSARI, PUNE -411026**

## ADMISSION - SLIP

### Thirty – Second Annual General Meeting

Regd. Folio No. \_\_\_\_\_

\*Demat A/c No. \_\_\_\_\_

No. of Shares Held : \_\_\_\_\_

DP. ID No \_\_\_\_\_

I certify that, I am a member/ Proxy for the member of the company.

I hereby record my presence at the 32<sup>nd</sup> Annual General Meeting of the Company being held at Spree Shivai Hotel, Celebrate  
Hall, 1<sup>st</sup> Floor, H-Block, A-70, MIDC, Pimpri, Pune-411018 at 3.00 P.M on Friday, August 23, 2013 or any adjournment's thereof.

Members/ Proxy's name in  
BLOCK Letters

Signature of member/Proxy

#### Notes : -

Please fill this Admission Slip & hand over at the entrance of the Meeting Hall.  
Members are requested to bring their copy of the Annual Report to the Meeting.

\*Those who hold shares in demat form must quote their Demat A/c No. and Depository Participant (DP) ID No.

## NOTES

[illegible]

**Lumax Auto Technologies Limited**

## NOTES

[illegible]

## NOTES

[illegible]



NEW TECHNOLOGY  
TEAM WORK  
CUSTOMER DELIGHT  
QUEST FOR QUALITY

**LUMAX**

AUTO TECHNOLOGIES

Lumax Auto Technologies Limited

[www.lumaxautotech.com](http://www.lumaxautotech.com)





# Lumax Auto Technologies Limited



MARKET LISTING SHEET

B-70/1, Main Road, Indira Nagar, New Delhi - 110028  
Phone: 011-26106601, 26106602, 26106603, 26106604, 26106605, 26106606, 26106607, 26106608, 26106609, 26106610  
Fax: 011-26106611, 26106612, 26106613, 26106614, 26106615, 26106616, 26106617, 26106618, 26106619, 26106620  
Website: www.lumax.com

Our Ref:

Date:

## FORM A

(Pursuant to clause 31(a) of the Listing Agreement)

1	Name of the Company	LUMAX AUTO TECHNOLOGIES LIMITED
2	Annual Financial statements for the year ended	March 31, 2013
3	Type of Audit observation	Unqualified
4	Frequency of observation	
5	To be signed by	

Mrs. Usha Jain  
Managing Director

Mr. Ashish Dubey  
Finance Head

Mr. D.R. Barve  
Proprietor  
Membership No. 17661  
For D.R. Barve & Co  
Chartered Accountants  
Firm Registration No. 101034/W  
(Statutory Auditors)

Mr. Sandeep Dinodia  
Audit Committee Chairman

### REGD. CORP OFFICE

Plot No. 11, Sector No. 19, Noida, India. Phone: 011-26106601, 26106602, 26106603, 26106604, 26106605, 26106606, 26106607, 26106608, 26106609, 26106610  
www.lumax.com | www.lumaxauto.com | www.lumaxauto.co.uk | www.lumaxauto.co.in | www.lumaxauto.co.jp | www.lumaxauto.co.kr | www.lumaxauto.co.th | www.lumaxauto.co.id | www.lumaxauto.co.ph | www.lumaxauto.co.vi | www.lumaxauto.co.ua | www.lumaxauto.co.uz | www.lumaxauto.co.ve | www.lumaxauto.co.vg | www.lumaxauto.co.vi | www.lumaxauto.co.vu | www.lumaxauto.co.wf | www.lumaxauto.co.ws | www.lumaxauto.co.yu | www.lumaxauto.co.za | www.lumaxauto.co.zm | www.lumaxauto.co.zw