



**JMT AUTO LIMITED**

**An Amtek Group Company**

**30th ANNUAL REPORT**

***2016 - 2017***



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## **IMPORTANT COMMUNICATION TO MEMBERS**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The e-voting period commences on Monday, September 25, 2017 (9:00 a.m. IST) and will end on Wednesday, September 28, 2017 (5:00 p.m. IST).

Visit us at: [www.jmtauto.com](http://www.jmtauto.com)

email Id: [jmt.auto@amtek.com](mailto:jmt.auto@amtek.com)



## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Chairman & Independent Director

**Mr. Sanjay Chhabra**

CEO & Whole Time Director

**Mr. Sanjay Tiku**

Director

**Mr. John Ernest Flintham**

Director

**Mr. Gautam Malhotra**

Director

**Mr. Aditya Malhotra**

Independent Director

**Ms. Ankita Wadhawan**

Company Secretary  
& Compliance Officer

**Ms. Mona K Bahadur**

Chief Financial Officer

**Mr. Sandeep Singh Surya**

Statutory Auditors

**M/s A C Gupta & Associates,  
Chartered Accountants  
New Delhi**

Bankers

**Axis Bank  
Bank of India  
HDFC Bank  
IDBI Bank Limited  
L & T Finance Limited  
State Bank of India**

Registrar & Share Transfer

**M/s C B Management Services (P) Ltd  
P- 22, Bondel Road, Kolkata- 700 019**

Registered Office

**3, LSC, Pamposh Enclave,  
Guru Nanak Market, Opp. LSC Market  
New Delhi – 110 048**

Corporate & Administrative Office

**C-19 & 20, NS – 29-34, D-8-12  
7th Phase, Industrial Area, Adityapur,  
Jamshedpur – 832 109**

Corporate Identification Number (CIN)

**L42274DL1997PLC270939**



## FINANCIAL HIGHLIGHTS

(Rs. in Lakhs)

DESCRIPTION	2016-17*	2015-16	2014-15	2013-14	2012-13
SALES & JOB WORK	31416.34	33594.31	43008.32	28579.55	30684.65
DEPRECIATION	2932.86	2758.23	2505.20	1829.08	2162.67
FINANCE COST	2139.25	1922.89	1913.76	2148.50	1906.50
EBIDTA	5648.52	5423.89	5599.58	4582.54	5601.00
PBT	576.41	742.77	1180.62	604.96	1531.83
PAT	420.69	485.65	947.55	705.61	1202.08
DIVIDEND	—	—	—	—	5%
<b>DIVIDEND PAYOUT</b>	—	—	—	—	<b>71.98</b>

\*Standalone figures

(Rs. In Lakhs)

DESCRIPTION	As on 31.03.2017	As on 31.03.2016	As on 31.03.2015	As on 31.03.2014	As on 31.03.2013
Net Fixed Asset	15510.58	17453.43	19730.94	21089.40	21480.01
Share Capital	5038.32	5038.32	5038.32	1439.52	1439.52
Reserves & Surplus	11923.67	11537.97	11052.33	13518.90	12802.37
Net worth	16961.99	16576.29	16090.65	14958.42	14241.89
<b>Borrowings</b>	<b>16725.06</b>	<b>16923.68</b>	<b>16376.59</b>	<b>17179.09</b>	<b>15837.66</b>

## KEY INDICATORS

DESCRIPTION	As on 31.03.2017	As on 31.03.2016	As on 31.03.2015	As on 31.03.2014	As on 31.03.2013
EPS	0.08*	0.19*	1.88*	4.90	8.35
Book Value per Share	3.37*	6.58*	31.94*	103.91	98.93
Debt: Equity ratio	0.98:1	1.02:1	1.02:1	1.15:1	1.11:1
<b>Net Profit Margin %</b>	<b>1.34</b>	<b>1.45</b>	<b>2.20</b>	<b>2.47</b>	<b>3.92</b>

\* - Reason for huge difference in EPS & Book value per share – On 22nd September, 2016, the company split its stock of Rs. 2 per share into Rs. 1 per share.



## NOTICE

Notice is hereby given that the **30<sup>th</sup> Annual General Meeting** of JMT AUTO LIMITED will be held at Mapple Emerald, NH8, Rajokri, New Delhi-110038 on Thursday, the **28<sup>th</sup> day of September, 2017** at **9.30 A.M.** to transact the following business:-

### ORDINARY BUSINESS

#### Item No.1- ADOPTION OF ACCOUNTS

To consider and adopt :-

- (a) the audited financial statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017, and the reports of the Auditors thereon;

And in this regard pass the following resolution as Ordinary Resolutions:

- a) **“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”
- b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the reports thereon laid before this meeting, be and are hereby considered and adopted.”

#### Item No. 2 – RE-APPOINTMENT OF GAUTAM MALHOTRA

To Appoint a Director in place of Mr. **Gautam Malhotra (DIN-00157488)**, who retires by rotation and being eligible offer himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Gautam Malhotra (DIN-00157488) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

#### Item No. 3 – RE-APPOINTMENT OF JOHN E FLINTHAM

To Appoint a Director in place of Mr. John E Flintham (DIN-01463500), who retires by rotation and being eligible offer himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. John E Flintham (DIN-01463500) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

### SPECIAL BUSINESS

#### Item No. 4 – APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY

To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 140 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the appointment of M/s. Raj Gupta & Co., Chartered Accountants (Firm Registration No.000203N), as Statutory Auditors of the Company to fill up the casual vacancy caused by resignation of M/s A C Gupta & Associates, Chartered Accountants, previous auditors of the Company, be and is hereby approved upon such terms and conditions as may be mutually decided between the Board of Directors of the Company and M/s. Raj Gupta & Co., Chartered Accountants.”



**ORDINARY BUSINESS**

**Item No. 5 – RE-APPOINTMENT OF STATUTORY AUDITORS**

To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. Raj Gupta & Co., Chartered Accountants (Firm Registration No.000203N), who was appointed in the Board Meeting dated 18th August, 2017, in casual vacancy caused by resignation of M/s. A C Gupta & Associates, Statutory Auditors, be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting of the Company, subject to ratification by members at each annual general meeting, at such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors, in addition to the reimbursement of service tax and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company.”

**SPECIAL BUSINESS**

**Item No. 6 – Appointment of Anuradha Kapur as Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 149 and Section 152 of Companies Act, 2013 read with Schedule IV of Companies Act, 2013 and other applicable provisions and rules made thereunder of Companies Act, 2013 Anuradha Kapur, (DIN: 01646928) in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of 5 years till the date of the 35th AGM, not liable to retire by rotation.

**Item No. 7 – RATIFICATION OF REMUNERATION OF THE COST AUDITORS**

To ratify the remuneration of Cost Auditors and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

“**RESOLVED THAT** pursuant to section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 40,000/- (Rupees Forty Thousand only) plus out-of-pocket expenses payable to Yash Pal Sardana, Cost Accountants & Management Consultants (Membership No – 17996), Cost Auditor of the Company who is appointed by Board of Directors of the Company to conduct cost audit of all business of the Company for the financial year 2017-18.”



**NOTES:**

1. The Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special business under Item Nos. 5 above, is annexed hereto. The relevant details of Directors seeking appointment/ re-appointment under Item Nos. 2 & 3 as required Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 'SEBI Listing Regulations' are also annexed.
  2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
  3. The instrument appointing the Proxy, in order to be effective, must be deposited at the Company's Registered Office not less than **48 hours** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
  4. Pursuant to 205A(5) and 205C of the Companies Act, 1956, Unclaimed final dividend for the year 2009-10 and onwards is due for transfer to Investors' Education and Protection Fund (IEPF) established by Govt. of India. All Shareholders, whose dividend is unpaid for the year 2009-10 and onwards, are requested to lodge their claim by submitting an application at the earliest date, with either of the following:
    - i. M/s C.B. Management Services Private Limited (RTA)  
P- 22, Bondel Road, Kolkata- 700 019
    - ii. The Company-Secretary,  
JMT AUTO Limited,  
Corporate and Administrative office,  
C-19-20, 7<sup>th</sup> Phase Industrial Area,  
Adityapur, Jamshedpur-832109
- Kindly note that no claims will lie against the Company or the IEPF once the dividend amount is deposited in IEPF.
5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, M/s. C B Management Services (P) Ltd. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and M/s. C B Management Services (P) Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. C B Management Services (P) Ltd.
  6. The Register of Members and Share Transfer Books of the Company shall remain closed from **September 22, 2017 to September 28, 2017 (both days inclusive)** for the purpose of compliance with the annual closure of Books as per Companies Act, 2013.
  7. As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
  8. In accordance with the Companies Act, 2013 read with the Rules and in support of the 'Green Initiative in Corporate Governance' the Annual Reports are sent by electronic mode to those members whose shareholding is in dematerialised format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to



register their email ID addresses with C B Management Services Pvt. Ltd., the Company's Registrars and Share Transfer Agents.

9. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, NECS, mandates, nominations, power of attorney, change of address/name, PAN details, etc. to their Depository Participant only and not to the Company's Registrars and Transfer Agents. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrars and Transfer Agents to provide efficient and better service to the Members.
10. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to C B Management Services (P) Ltd. for consolidation into a single folio.
11. Members/ Proxies are requested to bring the Attendance Slip duly filled in for attending the meeting.
12. Pursuant to Section 103 of Companies Act, 2013 at least 30 Members should be personally present to form quorum for meeting of the Company.
13. **Members desirous of asking any questions at the General Meeting are requested to send in their questions so as to reach the Company registered office at least 7 days before the General Meeting so that the same can be suitably replied to.**
14. Pursuant to Section 108 and other applicable rules & provisions issued in that behalf, your Company is offering e-Voting Facility for all shareholders of the Company. as an alternate, to all its members to enable them to cast their votes electronically instead of casting their vote at the Meeting. Please note that the voting through electronic means is optional. The members who wish to vote through physically in Meeting (instead of e- voting) can do the same.
15. The Voting through an electronic means will commence on **Monday, September 25, 2017 (9:00 a.m. IST) and will end on Wednesday, September 27, 2017 (5:00 p.m. IST)**. The members will not be able to cast their electronically beyond the date and time as aforesaid mentioned.

#### **E-Voting:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The e-voting period commences on Monday, September 25, 2017 (9:00 a.m. IST) and will end on Wednesday, September 27, 2017 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on September 21, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a Member, he shall not be allowed to change it subsequently.

The Company has appointed M/s S Khurana & Associates, Practicing Company Secretaries (CP No-13212) as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

#### **The instructions for shareholders voting electronically are as under:-**

- i) The voting period begins on Monday, September 25, 2017 (9:00 a.m. IST) and will end on Wednesday, September 27, 2017 (5:00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 21, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period
- iii) Click on "Shareholders" tab.
- iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,





- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant <b>can enter in the PAN field 10 characters as First 2 alphabets of the first Holder's Name followed by 8 characters consisting of Folio Number prefix by '0' (or 8 characters from right of BO_ID). No special characters will be taken from the name and folio number.</b></li> <li>● In case the <b>folio</b> number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters.</li> </ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi) Click on the EVSN for the relevant <Company Name>on which you choose to vote.
- xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.



- xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) Note for Institutional Shareholders Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- xx) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the company as on September 21, 2017.
13. The Results of e-voting shall be declared on the date of the AGM of the Company by the Chairman or by any other person duly authorised in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.jmtauto.com](http://www.jmtauto.com) and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

**By Order of the Board of Directors**

**Place : New Delhi**  
**Date : 18.08.2017**

**Sd/-**  
**Mona K Bahadur**  
**Company Secretary & Compliance Officer**



**Annexure to Notice**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

As required by Section 102 of the Companies Act, 2013, (hereinafter referred to as "the Act") the following Explanatory Statements set out all material facts relating to the business mentioned under Item Nos. 4, 6 & 7 of the accompanying Notice dated 18<sup>th</sup> August, 2017.

**ITEM NO. 4**

M/s. A C Gupta & Associates, Chartered Accountants, existing auditors of the Company had tendered their resignation from the position of Statutory Auditor due to unavoidable circumstances, resulting into a casual vacancy in the office of Statutory Auditor of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Accordingly the Board proposes that M/s. Raj Gupta & Co., Chartered Accountants, Mumbai, be appointed as the Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s. A C Gupta & Associates, Chartered Accountants.

M/s. Raj Gupta & Co., Chartered Accountants, Mumbai, have conveyed their consent to be appointed as the Statutory Auditor of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013. The appointment of Statutory Auditor caused by resignation of existing auditor needs to be approved by members of the Company within a period of 3 months from the recommendation of the Board. Hence the resolution for appointment of M/s. Raj Gupta & Co., Chartered Accountants as Statutory Auditor of the Company is proposed in this Annual General Meeting for the consent of the members. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**ITEM NO. 6**

In the wake of resignation tendered by the Independent Director Ankita Wadhawan, followed by a special notice received by the Company for the candidature of Mrs. Anuradha Kapur, (DIN: 01646928) for appointment as Director, the Company proposes to appoint Mrs. Kapur on Board as Independent Director.

As per the provisions of Section 149 of the Companies Act, 2013 an independent director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mrs. Kapur has given a declaration to the Board that she meets the criteria of independence as provided under Section 149 (6) of the Act. The matter regarding appointment of Mrs. Kapur as Independent Director was placed before the Nomination & Remuneration Committee, which commends her appointment as an Independent Director up to 26th September, 2020.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mrs. Kapur as Independent Director is now being placed before the Members in general meeting for their approval.

None of the Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 6 of the Notice.

**ITEM NO. 7**

As per Section 148 of the Companies Act, 2013, read with Companies (Audit & Auditors) Rules, 2014, and other applicable provisions, if any the remuneration of the Cost Auditor needs to be ratified by the shareholders. Yash Pal Sardana, Cost Accountant & Management Consultant, was appointed as Cost Auditor of the company for the financial year 2017-18 at a remuneration of Rs. 40,000/- plus out of pocket expenses.

The proposed resolution is necessary to meet statutory obligation relating to appointment of Cost Auditor and is in the interest of the Company. Your Directors commend resolution at item No. 7 for your approval.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested in the Resolution mentioned at item No. 7 of the notice.

**By Order of the Board of Directors**

**Place : New Delhi**  
**Date : 18.08.2017**

**Sd/-**  
**Mona K Bahadur**  
**Company Secretary & Compliance Officer**



**Details of Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting  
(In pursuance of Regulation 36(3) of SEBI Listing Regulations)**

<b>Name of Director</b>	<b>Gautam Malhotra</b>	<b>John Ernest Flintham</b>
Date of Birth	03.03.1979	16.09.1952
Date of Appointment	19.08.2013	19.08.2013
Expertise in specific functional areas	Experience in Marketing & Finance	Experience in fields of manufacturing in Automotive components and commercial sales.
Qualifications	B.E., MBA – Manchester, UK	Mechanical Engineer – Lincoln, UK
Directorship held in other public companies (excluding foreign companies)	Amtek Auto Limited Metalyst Forgings Limited Castex Technologies Limited Amtek Laboratories Limited	Metalyst Forgings Limited Castex Technologies Limited Amtek Laboratories Limited Amtek Tekfor Automotive Limited Amtek Powertain Limited
Shareholdings in the Company	NIL	NIL



## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have immense pleasure in presenting their 30th Annual Report along with the Audited Results of the Company for the year ended 31st March, 2017.

### OPERATING AND FINANCIAL REVIEW

(Rs. in Lakhs)

PARTICULARS	Standalone		Consolidated	
	Year ended 31.03.2017	Year ended 31.03.2016	Year ended 31.03.2017	Year ended 31.03.2016
Gross Turnover*	34612.59	37191.47	34612.59	36926.43
Earnings before Interest, Tax & Depreciation and Amortization (EBITDA)	5648.53	5423.89	5657.16	5498.44
Finance Cost	2139.25	1922.89	2139.25	1953.84
Depreciation	2932.86	2758.23	2932.86	2761.55
Tax Expenses	155.72	257.12	155.72	273.60
Net Profit After Tax	420.69	485.65	429.32	509.45

\***Note:** Gross Turnover for the year ended 31.03.2017 includes excise duty amounting to INR 3196.25 Lakhs.

Gross Turnover for the year ended 31.03.2016 includes excise duty amounting to INR 3597.16 Lakhs.

### DIVIDEND

The Board has not recommended any dividend for the year ended 31st March 2017.

### COMPANY'S PERFORMANCE

Revenue from operations for the financial year 2016-17 at Rs. 34612.59 Lakhs was lower by 6.93% over last year (Rs. 37191.47 lakhs in 2015-16). Profit before tax (PBT) for the year is Rs. 576.41 Lakhs from Rs. 742.77 lakhs in 2015-16. Profit after tax (PAT) for the year is Rs.420.69 Lakhs recording a decline of 13.38% over the PAT of Rs. 485.65 lakhs in 2015-16.

Reserves and surplus of the Company has increased from Rs.11,537.97 Lakhs in 2015-16 to Rs. 11923.67 Lakhs in the financial year 2016-17. The Company has a Net worth of Rs. 16,961.99 Lakhs as on 31st March, 2017 in comparison to Rs. 16576.29 Lakhs as on 31st March, 2016.

### CHANGES IN SHARE CAPITAL

During the Financial Year 2016-17, there has been sub-division of shares in the ratio 2:1, whereby the face value of the shares has become Re 1/- and the number of Equity Shares comprising the share capital of the Company has increased from 2519 Lakhs to 5038 Lakhs, the value remaining the same.

### DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued any Equity Shares with Differential Rights.

### DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES

The Company has not issued any Sweat Equity Shares.



**STOCK EXCHANGE REQUIREMENTS**

The Equity shares of the Company are being traded at **Bombay Stock Exchange**, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai and at **National Stock Exchange of India Limited**, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai.

**CREDIT RATING**

In order to comply with BASEL – II Guidelines your Company has got the rating done by M/s ICRA LIMITED.

CREDIT RATING AGENCY	LONG TERM/ MEDIUM TERM BANK FACILITIES	SHORT TERM BANK FACILITIES
ICRA	[ICRA] BB-	[ICRA]A4

**DEPOSITS**

As in the previous year your Company has not accepted any Deposits within the meaning of Section 73 of the Companies Act, 2013 from the Shareholders/Public during the year under review.

**ENVIRONMENT PROTECTION AND POLLUTION CONTROL**

Company is compliant with all the rules and regulations of the Jharkhand State Pollution Control Board and regularly monitors and keeps the effluents, emissions and waste disposals from the works well within the stipulated parameters as per the Environment Conservation & Pollution Control Laws.

The Company is of ISO 14001/2004 and OHSAS 18001/2007 certified and maintains its commitment towards according priority to Environment, Occupational Health and Safety as part of its work culture.

**DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Gautam Malhotra retires by rotation and being eligible offers himself for re-appointment at the ensuing annual general meeting.

Mr. John Ernest Flintham also retires by rotation and being eligible offers himself for re-appointment at the ensuing annual general meeting.

Pursuant to the provisions of Section 149 of the Act, which came into effect from April 1, 2014, Mr. Sanjay Chhabra was appointed as independent director, for five years, at the 27<sup>th</sup> AGM of the Company held on September 27, 2014 and Ms. Ankita Wadhawan was appointed as independent director, for five years, at the 29<sup>th</sup> AGM of the Company held on September 29, 2016. The terms and conditions of appointment of the independent directors are as per Schedule IV of the Act. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

Mr. Ashok Mittal was appointed as Non-Executive Independent Director at the 27<sup>th</sup> AGM of the Company held on September 27, 2014 for a term of five years. He resigned from the directorship of the Company on April 17, 2017.

**NUMBER OF BOARD MEETINGS**

Five meetings of the board were held during the year 2016-17. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

**PERFORMANCE EVALUATION OF BOARD**

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by SEBI Listing Regulations.



The performance of the Independent Directors was evaluated by the Board after seeking inputs from all the directors on the effectiveness and contribution of the Independent Directors.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2003 the Directors hereby confirm:

1. That in the preparation of Annual Accounts, the applicable Accounting Standards have been followed and there has been no material departure.
2. That the selected accounting policies were applied consistently and the directors 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 as at 31st March, 2017 and of the profits for the year ended on that date.
3. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2003 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the annual accounts have been prepared on a going concern basis.
5. That internal financial controls have been laid down to be followed by the Company and such internal financial controls are adequate and operating effectively.
6. That proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2016-17.

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which forms part of the Boards' Report.

### **INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis Report, which forms part of this report.

### **AUDITORS**

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, M/s. A C Gupta & Associates, Chartered Accountants, were appointed as statutory auditors of the Company from the conclusion of the twenty-seventh annual general meeting (AGM) of the Company held on September 27, 2014 till the conclusion of the thirty-first AGM to be held in the year 2018, subject to ratification of their appointment at every AGM.



## **MATERIAL CHANGES & COMMITMENTS**

Except, as disclosed elsewhere in the Report, there have been no material changes and commitments, which can affect the financial position of the Company between the end of the financial year and the date of report.

As required under Section 134(3) of the Companies Act, 2013, the Board of Directors informs the shareholders that during the period under review, no changes have occurred in the nature of the Company's business or in the nature of the business carried on by them and generally in the classes of business in which the Company has an interest.

## **RISK MANAGEMENT**

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

## **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

## **ENVIRONMENT, HEALTH AND SAFETY**

Company has made significant contribution towards conservation of energy. Innovation and technological up gradation of processes and methods have made significant impact in the overall consumption of natural resources, energy, fuel etc.

Company's management is consistently involved in promoting eco-friendly measures like planting of trees in and around the Work units, creating new gardens, Rain Water Harvesting, usage of transparent sheets for natural sunlight inside the plant, use of turbo ventilators for ventilation purpose and for minimizing the carbon footprints, use of propane gas in the heat treatment plants for reducing the carbon emissions, minimizing effluents through better monitoring and corrective measures, reduction of quantum of input material, whether it is steel, or usage of inert gases for welding through Value Analysis/Value Engineering activities.

All Statutory safety norms are diligently followed by the Company. Safety is accorded prime importance in the organization. Each Plant has Safety Committee to oversee the safety of the workforce through ensuring safe working conditions and well informed and duly trained workers. Safety audits and evacuation drills are conducted regularly and all staff members are encouraged to take part in the same and training for the awareness of the employees are conducted at regular intervals.

Company has a personal Accident Insurance Policy (group) for ensuring welfare and security to the employees and their families.

## **CORPORATE GOVERNANCE**

The Company is committed to maintain high standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI. The Report on Corporate Governance as stipulated under SEBI Listing Regulations is attached to this Report.

## **ANNUAL RETURN EXTRACT**

As provided under Section 92(3) of the Act, the extract of annual return is given as **Annexure-I** in the prescribed Form MGT-9, which forms part of this report.





## **CORPORATE SOCIAL RESPONSIBILITY**

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure-II** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The policy is available on the website of the Company.

## **EMPLOYEE STOCK OPTIONS**

Pursuant to the provisions of the Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999, as amended from time to time, the details of stock options as on March 31, 2017 under the "JMT ESOP Plan- 2012" are set out as **Annexure-III** to this Directors' Report.

## **SUBSIDIARY AND ASSOCIATES**

During the year, the Board of Directors ('the Board') reviewed the affairs of the subsidiary company. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company, which forms part of this Annual Report. Further, a statement containing the salient features of the financial statement of the subsidiary and joint venture company in the prescribed **Form AOC-1** is annexed herewith as **Annexure-IV** and forms part of the Annual Report which covers the financial position of subsidiary and associate company and hence not repeated here for the sake of brevity.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries, are available on our website, [www.jmtauto.com](http://www.jmtauto.com). These documents will also be available for inspection during business hours at our registered office in New Delhi.

## **RELATED PARTY TRANSACTIONS**

None of the transactions with related parties falls under the scope of section 188(1) of the Act. All RPTs entered during the financial year by the Company are in ordinary course of business and on an arms' length basis. No material RPTs were entered during the financial year. Accordingly, the disclosure required u/s 134(3)(h) of the Act in Form AOC-2 is not applicable to your Company.

## **PARTICULARS OF EMPLOYEES AND REMUNERATION**

- (a) The ratio of remuneration of each director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Board's report as **Annexure - V**.
- (b) The statement containing particulars of employees as required under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable as there are no employees falling in the category.

## **SECRETARIAL AUDIT REPORT**

The auditors' report and secretarial auditors' report does not contain any qualifications, reservations or adverse remarks. Report of the secretarial auditor is given as **Annexure-VI** which forms part of this report.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO**

The relevant data regarding the above is given in the **Annexure-VII** hereto and forms part of this report.

## **MANAGEMENT DISCUSSION & ANALYSIS**

A detailed review of operations, performance and future outlook of the Company is given separately under the head "Management Discussion and Analysis Report" and forms a part of the Annual Report.

## **DISCLOSURE REQUIREMENTS**

As per SEBI (LODR) Regulations, 2015, Corporate Governance report with Auditors' certificate thereon and management discussion and analysis and business responsibility report are attached, which form part of this report.



Details of the Familiarization Programme of the independent directors are available on the website of the Company (URL: [www.jmtauto.com/investors](http://www.jmtauto.com/investors)).

Policy on dealing with related party transactions is available on the website of the Company (URL: [www.jmtauto.com/investors](http://www.jmtauto.com/investors)).

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and SEBI (LODR) Regulations, 2015 (URL: [www.jmtauto.com/investors](http://www.jmtauto.com/investors)).

#### **ACKNOWLEDGEMENTS**

The Board of Directors place on record their gratitude for the co-operation, patronage and support received from Financial Institutions, Bankers, Government Bodies and employees at all levels.

Your directors also wish to acknowledge the contribution made by the employees at all levels and above all the trust and confidence reposed by the shareholders.

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

**Place : New Delhi**  
**Date : 18.08.2017**

Sd/-  
**Sanjay Tiku**  
**CEO & Whole Time Director**  
**DIN – 00300566**



**ANNEXURE TO DIRECTORS' REPORT**

ANNEXURE-I

**FORM NO. MGT 9**

**EXTRACT OF ANNUAL RETURN as on financial year ended on 31.03.2017**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014**

**I. REGISTRATION & OTHER DETAILS:**

- i. CIN: L42274DL1997PLC270939
- ii. Registration Date: January 16, 1997
- iii. Name of the Company: JMT AUTO Limited
- iv. Category/Sub-category of the Company: Company Limited by Shares, Indian Non-Government Company
- v. Address of the Registered office & contact details:  
3, LSC, Pamposh Enclave, Guru Nanak Market,  
Opp LSC Market, New Delhi – 110 048  
Tel: 011-41649391  
Email: [jmt.auto@amtek.com](mailto:jmt.auto@amtek.com)
- vi. Whether listed company: Yes, listed on Bombay Stock Exchange & National Stock Exchange of India
- vii. Name, Address & contact details of the Registrar & Transfer Agent, if any:  
C B Management Services Pvt. Limited  
P-22, Bondel Road, Kolkata – 700 019  
Tel: 033-40116722  
Email: [rta@cbmsl.com](mailto:rta@cbmsl.com)

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated

S. No	Name & Description of main products /services	NIC Code of the Product/ services	% to total turnover of the company
1	Motor Vehicle Part and accessory manufacturing Services	9988813	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –**

S. NO	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Amtek Auto Limited	L27230HR1988PLC030333	Holding	66.77	2(46)
2	Amtek Machining Systems Pte Ltd	Incorporated in Singapore	Subsidiary	100	2(87)
3	Amtek Riken Casting Pvt Ltd	U35990DL2014PTC272515	Joint Venture	35	2(6)



**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as % of total Equity)**  
**i) CATEGORY-WISE SHAREHOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year	
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	Increase	Decrease
<b>A. Promoters</b>										
<b>(1) Indian</b>										
a) Individual/HUF	0	0	0	0	0	0	0	0	0	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	180706100	0	180706100	71.73	361412200	0	361412200	71.73	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0	0
<b>Sub-total (A)(1):-</b>	<b>180706100</b>	<b>0</b>	<b>180706100</b>	<b>71.73</b>	<b>361412200</b>	<b>0</b>	<b>361412200</b>	<b>71.73</b>	<b>0</b>	<b>0</b>
<b>(2) Foreign</b>										
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0	0
e) Any Other...	0	0	0	0	0	0	0	0	0	0
<b>Sub-total (A)(2)</b>	<b>180706100</b>	<b>0</b>	<b>180706100</b>	<b>71.73</b>	<b>361412200</b>	<b>0</b>	<b>361412200</b>	<b>71.73</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>180706100</b>	<b>0</b>	<b>180706100</b>	<b>71.73</b>	<b>361412200</b>	<b>0</b>	<b>361412200</b>	<b>71.73</b>	<b>0</b>	<b>0</b>
<b>B. Public Shareholding</b>										
<b>1. Institutions</b>										
a) Mutual Funds	0	14000	14000	0.006	0	28000	28000	0.006	-	0
b) Banks / FI	0	0	0	0	0	0	0	0	-	0
c) Central Govt	0	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0	0
g) FIIs	45156709	0	45156709	17.93	80390727	0	80390727	15.96	-	1.97
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	<b>45156709</b>	<b>0</b>	<b>45156709</b>	<b>17.93</b>	<b>80390727</b>	<b>0</b>	<b>80390727</b>	<b>15.97</b>	<b>-</b>	<b>1.97</b>



<b>2. Non Institutions</b>										
a) Bodies Corp.										
i) Indian	7285919	170260	7456179	2.96	14346301	340520	14686821	2.92	-	0.04
ii) Overseas	0	0	0	0	0	0	0	0	0	0
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	6856939	9148445	16005384	6.353	23544669	17920990	41465659	8.23	1.87	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	1397311	0	1397311	0.55	3412213	0	3412213	0.68	0.13	-
c) Others (specify)										
NRI	315329	354250	669579	0.26	1031573	621000	1652573	0.33	0.07	-
Clearing Member	510808	0	510808	0.20	699991	0	699991	0.14	-	0.06
<b>Sub-total (B)(2):-</b>	<b>16366306</b>	<b>9672955</b>	<b>26039261</b>	<b>10.339</b>	<b>43034747</b>	<b>18882510</b>	<b>61917257</b>	<b>12.30</b>	<b>-</b>	<b>-</b>
<b>Total Public Shareholding (B)= (B)(1)+ (B)(2)</b>	<b>61523015</b>	<b>9686955</b>	<b>71209970</b>	<b>28.27</b>	<b>123505430</b>	<b>18914510</b>	<b>142419940</b>	<b>28.27</b>	<b>0</b>	<b>0</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>242229115</b>	<b>9686955</b>	<b>251916070</b>	<b>100</b>	<b>484917630</b>	<b>18914510</b>	<b>503832140</b>	<b>100</b>	<b>0</b>	<b>0</b>

**(ii) SHAREHOLDING OF PROMOTERS**

S.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the End of the year			% change in share holding during the year
		No. of shares	% of total Shares of the company	% of Shars Pledgd/ encubered to total shares	No. of shares	% of total Shares of the compay	% of Shares Pledged/ encumbered to total shares	
1	Amtek Auto Limited	168206100	66.77	100%	336412200	66.77	66.77	0
2	WLD Investments Pvt. Ltd.	12500000	4.96	100%	25000000	4.96	4.96	0
	<b>Total</b>	<b>180706100</b>	<b>71.73</b>	<b>100%</b>	<b>361412200</b>	<b>71.73</b>	<b>100%</b>	<b>0</b>



**(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)**

S.No	Name of Promoters	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
1.	Amtek Auto Limited	168206100	66.77%	336412200	66.77%
2.	WLD Investments Pvt. Ltd.	12500000	4.96%	2500000	4.96%
	<b>Total</b>	<b>180706100</b>	<b>71.73%</b>	<b>361412200</b>	<b>71.73%</b>
<p><b>No change in the %age of Shareholding during the year. Number of shares increased due to sub-division of shares in the ratio 1:2</b></p>					

**(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS)**

S.No	For Each of the Top Ten Shareholders	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding at the end of the year 31.03.2017	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
1	LTS INVESTMENT FUND LTD	19172480	7.61	42197960	8.38
2	HYPNOS FUND LIMITED	21206224	8.41	30660920	6.09
3	ELARA INDIA OPPORTUNITIES FUND LIMITED	0	0	7331838	1.46
4	AVON MARKTRADE PRIVATE LIMITED	191600	0.08	4689212	0.93
5	VISHWAS MARKETING SERVICES PVT. LTD.	1103635	0.44	2207270	0.44
6	SIDDHARTH BASSI	450845	0.18	901690	0.18
7	ANOOP JAIN	253138	0.10	856276	0.17
8	A. JAIN & CO. PVT LTD	337605	0.13	747410	0.15
9	CNB FINWIZ PRIVATE LIMITED	375760	0.15	640940	0.13
10	MEHJABEEN MOIZ BORIAWALA	216394	0.09	432788	0.09

The Shares of the company are frequently traded and hence date wise increase/decrease in shareholding is not indicated. The result in changes in the top 10 shareholders is due to trading in securities by the shareholders



**(v) SHAREHOLDING OF DIRECTORS & KMPS**

S.No	Director & Key Managerial Persons	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding during the year 31.03.2017	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
	None of the Directors or KMPS hold any shares of the Company	0	0	0	0

**V) INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	16,904.18	–	–	16,904.18
ii) Interest due but not paid	85.51	–	–	85.51
iii) Interest accrued but not due	6.12	–	–	6.12
<b>Total (i+ii+iii)</b>	<b>16,995.81</b>	<b>–</b>	<b>–</b>	<b>16,995.81</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	–	–	–	–
Reduction	(1,73.05)	–	–	(1,73.05)
<b>Net Change</b>	<b>(173.05)</b>	<b>–</b>	<b>–</b>	<b>(173.05)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	16,725.06	–	–	16,725.06
ii) Interest due but not paid	44.69	–	–	44.69
iii) Interest accrued but not due	3.01	–	–	3.01
<b>Total (i+ii+iii)</b>	<b>16,772.76</b>	<b>–</b>	<b>–</b>	<b>16,772.76</b>



**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		<b>Sanjay Tiku CEO &amp; WTD</b>	
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	55.08	55.08
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.40	0.40
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	...	...
2	Stock option	...	...
3	Sweat Equity	...	...
4	Commission	...	...
	as % of profit	...	...
	others (specify)	...	...
5	Others, please specify	...	...
	<b>Total (A)</b>	<b>55.08</b>	<b>55.08</b>
	<b>Ceiling as per the Appointment by Shareholders as per Sec 198 &amp; Schedule V</b>		<b>60.00</b>

**B. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

Sl. No	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Sandeep Singh Surya CFO	Ms. Mona K Bahadur Company Secretary	Total
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	13.04	5.07	18.11
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	1.48	1.14	2.62
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	...	...	...
2	Stock Option	...	...	...
3	Sweat Equity	...	...	...
4	Commission as % of profit	...	...	...
5	Others, please specify	...	...	...
	<b>Total</b>	<b>14.52</b>	<b>6.22</b>	<b>20.73</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES**

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2017.





## REPORT ON CSR ACTIVITIES

### 1. A brief outline of the Company's CSR Policy:

The Corporate Social Responsibility (CSR) Policy of the Amtek Group is aligned with its overall commitment to maintaining the highest standards of business performance. We recognize that our business activities have direct and indirect impact on the society. The Company strives to integrate its business values and operations in an ethical and transparent manner to demonstrate its commitment to sustainable development and to meet the interests of its stakeholders.

Accordingly, the company has CSR Policy ("the Policy") duly approved by the Board of Directors with a view to provide a mechanism for meeting its social responsibility in an effective manner and to provide optimum benefits to various deserving sections of the society.

### 2. Composition of the CSR Committee:

The composition of the CSR Committee is as follows:

Mr. Gautam Malhotra (DIN: 00157488)	–	Chairman
Mr. Sanjay Tikku (DIN: 00300566)	–	Member
Mr. Sanjay Chhabra (DIN: 01237026)	–	Member

### 3. Average net profit of the Company for the last three financial years:

Financial Year	Net Profit (In Lakhs)
2013-14	705.61
2014-15	947.55
2015-16	485.65
<b>Total</b>	<b>2138.81</b>
<b>Average Net Profit</b>	<b>712.93</b>

### 4. Prescribed CSR Expenditure: 2% of Average Net Profit = Rs. 15 Lakhs

### 5. Manner in which amount spent during the Financial year is detailed below:

S. No	CSR Project or Activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or program was undertaken	Amount Outlay (budget) project or programs wise (Rs)	Amount spent on the projects or programs Subheads: (1) Direct Expenditure (2) Overheads (Rs)	Cumulative Expenditure upto the reporting period (Rs)	Amount Spent : Direct or through agency (Rs)
1	Tree Plantation	Ensuring environmental sustainability, ecological balance, protection of flora and fauna.	Adityapur, Jharkhand	50,000	40,000 10,000	50,000	50,000
2	Renovation & restoration of old building dedicated to tribal culture in rural area in Seraikella	Protection of art & Culture	Serailela-Kharsawan, Jharkhand	4,50,000	4,00,000 50,000	4,50,000	4,50,000



3	Projects with schools in local area.	Promoting Education	Notandih, Seraikella	9,00,000	4,00,000	4,00,000	4,00,000
	<b>Sub-total</b>			<b>14,00,000</b>	<b>8,50,000</b>	<b>8,50,000</b>	<b>8,50,000</b>
	<b>Overhead</b>			<b>1,00,000</b>	<b>50,000</b>	<b>50,000</b>	<b>50,000</b>
	<b>Total CSR</b>			<b>15,00,000</b>	<b>9,00,000</b>	<b>9,00,000</b>	<b>9,00,000</b>

6. As per the provisions of the Companies Act, 2013, the Company was required to spend Rs 15 Lakhs on CSR activities during the financial year 2016-2017. However, this amount remained unspent during the year. The Company, as per its CSR policy, is in the process of finalising the agency and has already earmarked the CSR activities on which CSR spend would be made in the near future.

7. Responsibility Statement by the CSR Committee:

We, hereby affirm that the CSR policy as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

**By order of the Board of Directors**

**Place: New Delhi**

**Date : 18.08.2017**

Sd/-

**Mona K Bahadur**  
**Company Secretary**



## ESOP DISCLOSURE IN DIRECTORS' REPORT

Details of Employee Stock Option Plan 2012 for the year ended March 31, 2017 (As per Clause 12 of SEBI (ESOS and ESPS) Guidelines, 1999)

### 1. Total No. of Options granted

A total of 4,00,000 equity shares equivalent to 2.78% of the total paid-up share capital has been earmarked for ESOP 2012. During the Financial Year 2013-14 a total of 2,10,000 options had been granted to the employees. During the current year 'Nil' options have been granted to employees. Cumulatively, till March 31, 2017, 'Nil' options, have been exercised by any employee of the Company.

### 2. Outstanding No of options as on April 1, 2017

As on April 1, 2017, a total of NIL options were outstanding.

### 3. Pricing formula

The grant price is determined based on the closing price of the Equity Shares of the Company on one of the days out of seven days prior to the date of grant of the options by the Remuneration Committee, on the stock exchange with which the Company's shares are listed and on which the maximum volume of shares of the Company are traded that day. The closing price of 27th July, 2012 as on National Stock Exchange Limited was taken to fix the price of the option.

### 4. Options vested

Under the above mentioned Scheme, 2,10,000 options were vested till March 31, 2017.

### 5. Options exercised

Under the above mentioned Scheme, 'Nil' options were exercised till March 31, 2017.

### 6. Total number of options lapsed/forfeited/cancelled as on March 31, 2017

'Nil' options have been cancelled till March 31, 2017.

### 7. Total number of Equity shares arising due to exercise of options

As on March 31, 2017, 'Nil' equity shares would arise due to exercise of the options granted under the scheme (since nil options have been exercised till 31.03.2017)

### 8. Variation of terms of options

No variations have been made to the terms of the options with respect to the original grant.

### 9. Money realized by exercise of options

As "Nil" options have vested till date, so 'nil' options have been exercised and hence no money has been realized till date.

### 10. Total number of options in force

NIL valid options were in force on March 31, 2017.

For and on behalf of the Board of Directors

Place: New Delhi  
Date : 18.08.2017

Sd/-  
Sanjay Tiku  
CEO & Whole Time Director  
DIN – 00300566



**AOC-1**

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

**Part A : Subsidiaries**

1. Name of Parent Company - JMT AUTO Limited
2. Name of the subsidiary – Amtek Machining Systems Pvt Limited
3. The date since when subsidiary was acquired – 25<sup>th</sup> June, 2015
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period. April-March
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. - Euro
6. Share capital – 0.005
7. Reserves and surplus – (27,828)
8. Total assets – 87,467.00
9. Total Liabilities – 87,467.00
10. Investments - Nil
11. Turnover – 230,930.08
12. Profit before taxation – (35,567.20)
13. Provision for taxation – 1,097.06
14. Profit after taxation – (36,664.26)
15. Proposed Dividend – Nil
16. Extent of shareholding (in percentage) – 100%

**Notes:** The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations - NA
2. Names of subsidiaries which have been liquidated or sold during the year - NA



**Part B : Associates and Joint Ventures**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates or Joint Ventures	
<b>Joint Ventures</b>	<b>Amtek Riken Casting Pvt Limited</b>
<b>1. Latest audited Balance Sheet Date</b>	31 <sup>st</sup> March, 2016
<b>2. Date on which the Associate or Joint Venture was associated or acquired</b>	20 <sup>th</sup> October, 2015
<b>3. Shares of Associate or Joint Ventures held by the company on the year end</b>	
No.	70,00,000 Shares
Amount of Investment in Associates or Joint Venture	700 Lakhs (INR)
Extent of Holding (in percentage)	35%
<b>4. Description of how there is significant influence</b>	There is significant influence due to percentage (%) of the share capital.
<b>5. Reason why the associate/joint venture is not consolidated</b>	NA
<b>6. Networth attributable to shareholding as per latest audited Balance Sheet</b>	698.21 Lakhs (INR)
<b>7. Profit or Loss for the year</b>	
i. Considered in Consolidation	8.64 Lakhs (INR)
ii. Not Considered in Consolidation	16.05 Lakhs (INR)

- Names of associates or joint ventures which are yet to commence operations. - NA
- Names of associates or joint ventures which have been liquidated or sold during the year. - NA

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary

Sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

Sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566

New Delhi, 18.08.2017



Additional Information, as required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Subsidiary/Associates/ Joint Venture.

(Rupees in Lakhs)

Name of the entity in the	Net Assets, i.e., total assets minus total liabilities			Share in profit or loss	
	Reporting Currency	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
<b>Parent</b> JMT Auto Ltd	INR	(217.79%)	16961.98	(1.16%)	420.68
<b>Subsidiaries Overseas</b> Amtek Machining Systems Pte Ltd.	Euro	317.90%	(24758.95)	101.18%	(36,664.26)
<b>Joint Venture</b> Amtek Riken Casting Private Limited	INR	(8.96%)	698.21	0.02%	8.64
Adjustments due to consolidation		8.85%	(689.57)		
<b>Total</b>		<b>100.00%</b>	<b>(7,788.33)</b>	<b>100.00%</b>	<b>(36,234.94)</b>

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary

Sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

Sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566

New Delhi, 18.08.2017



**ANNEXURE - V**

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Directors	Ratio to median remuneration
Sanjay Chhabra	–
Sanjay Tiku	1 : 233
John Ernest Flintham	–
Gautam Malhotra	–
Aditya Malhotra	–
Ashok Mittal	–
Ankita Wadhawan	–

- b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the Financial Year
Sanjay Chhabra	Nil
Sanjay Tiku	8.9%
John Ernest Flintham	Nil
Gautam Malhotra	Nil
Aditya Malhotra	Nil
Ashok Mittal	Nil
Ankita Wadhawan	Nil
Mona K Bahadur	6.5%
Sandeep Singh Surya	11.6%

- c. The percentage increase in the median remuneration of employees in the financial year: Nil
- d. The number of permanent employees on the rolls of Company: 626
- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL
- f. Affirmation that the remuneration is as per the remuneration policy of the Company:  
The Company affirms remuneration is as per the remuneration policy of the Company.



**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**To,**  
**The Members,**  
**JMT AUTO LIMITED**  
**3, LSC Pamposh Enclave,**  
**Guru Nanak Market, Opp LSC Market**  
**New Delhi-110 048**

I, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JMT AUTO LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of JMT AUTO LIMITED books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by JMT AUTO LIMITED for the year ended 31<sup>st</sup> March, 2017 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made here under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- VI. Other laws applicable to the company as per representation made by the Management.

I/we have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.





(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India & Bombay Stock Exchange;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I/we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**Place: New Delhi**  
**Date : 18.08.2017**

**Name of Auditor: CS Nitika**  
**CS No. : A31447**  
**COP No: 11734**



**ANNEXURE - VII**

**INFORMATION UNDER (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS' RULES), 1988 AND FORMING PART OF THE DIRECTORS' REPORT.**

**CONSERVATION OF ENERGY**

Company continues to take measures towards conservation of energy through optimum utilization of energy and other resources. Utilization of energy intensive machines, procurement of energy efficient technologies etc is done as part of energy conservation measures. Company has been consistent in its efforts to conserve energy and natural resources and reduce consumption of Power, Fuel, Oil, Water and other energy sources by following strict adherence to:

1. Power saving processes and methods
2. Innovation and up-gradation of technology.
3. Installation of Auto Power Cut-Off for electrical energy consumption.
4. Energy saving in utility by proper machine planning.
5. Emphasis on non-conventional energy sources.
6. Proper training to the employees and workforce to ensure minimum wastage of energy and natural resources.

**FORM A**

**(A) Power and Fuel Consumption**

1	Electricity	Current Year	Previous Year
	Purchase units (KWH) (Fig. In Lakhs)	485.13	566.04
	Total Amount (Rs.) (Fig. In Lakhs)	2,703.72	2,968.57
	Average Cost per Unit (Rs.)	5.57	5.24
2	(a) Furnace Oil	Current Year	Previous Year
	Quantity (Litre) (Fig. In Lakhs)	12.65	12.15
	Total Cost (Rs.) (Fig. In Lakhs)	321.84	287.13
	Average Cost per Litre (Rs.)	25.44	23.63
	(b) Propane Gas	Current Year	Previous Year
	Quantity (K.G.) (Fig. In Lakhs)	12.48	12.52
	Total Cost (Rs.) (Fig. In Lakhs)	427.86	466.41
	Average Cost per K.G. (Rs.)	34.28	37.25
	c) Others / Internal Generation	Current Year	Previous Year
	Quantity (K.G.) (KWH) (Fig. In Lakhs)	3.63	3.54
	Units/Litre of Diesel Oil (KWH)	3.47	3.30
	Average Cost per unit. (Rs.)	14.51	13.66

**(B) Consumption per unit of total production:**

	Product	Current Year	Previous Year
	Electricity (KWH)	4.21	4.52
	Furnace Oil (Litre)	0.11	0.10
	Propane Gas (K.G.)	0.11	0.10



**FFORM B**

**I. Research and Development:**

- One Rotary Hearth Furnace & one Continuous Tempering Furnace brought from Dharwad, repaired in-house at JMT and started for Timken production improvement.
- In house Phosphating line installed.
- Two PIT Furnaces modified by modifying brick lining, changing heaters, retort and top discs.
- Some process improvement done by reducing heat treatment cycle with a good metallurgical co-relation between Forging Iso-Thermal Annealing and Carburizing process at Heat Treatment for better Heat Treatment response during Carburizing/Heat Treatment operations.

**II. Benefits derived as a result of the above R&D :**

Increase in productivity.

Quality improvement & also reduced cycle times.

Delay in quenching during unloading avoided and consistency of surface hardness attained.

**III. Future plan for action:**

- Modification of two PIT furnaces i.e. PIT no.4 & PIT no.7 by changing Disc, retort & heater.
- Three numbers BOFCO furnaces to be reconditioned thoroughly.
- One Sub-zero treatment furnace along with liquid nitrogen facilities is in the line for Metallurgical quality improvement (to reduce retained austenite from 40% to 15 – 20% max).

**IV. Expenditure on R & D:**

a. Capital	The development work is carried on by the concerned departments continuously. No separate record of the expenditure incurred
b. Recurring	
c. Total	
d. Total R & D Expenditure as a percentage of total turnovers.	

**TECHONOLOGY ABSORPTION, ADAPTATION AND INNOVATION**

**1. Efforts in brief made towards Technology Absorption, Adaptation and Innovation**

JMT continuously strives to meet international standards of precision through improvisation of existing processes, innovation and adaptation of new technologies and methods. The product quality has improved significantly due to better utilization of machines, improvised processes and enhanced precision.

Proportionately the Power and fuel consumption has been reduced by such in house improvisations and by optimizing the production capacity. Incessant efforts have been made towards reduction of wastage and rejections.

**2. Benefits derived as a result of the above efforts:**

Significant reduction in consumption of raw material and energy.

Operational efficiency has increased leading to reduced time-loss and rejections.



**3. Imported Technology:**

- a. Technology Imported : Nil  
b. Year of Import : NA  
c. Has the technology been fully absorbed : NA

**(C)** Sales comprises of F.O.B. value of export (including Deemed Export of Rs.979.58 Lakhs (previous year Rs.1159.38 Lakhs). During the year 2016-17, total F.O.B Value of export was Rs. 6776.33 Lakhs (previous year Rs. 6967.37 Lakhs).

**(D) FOREIGN EXCHANGE EARNINGS AND OUTGO**

1. Activities relating to Exports, initiatives to increase exports, Development of new Export Markets for Products and Services and Export plans:  
The Company has taken initiative to export in the Global market and its product has been well accepted.
2. Total Foreign Exchange used and earned:

(Rupees in lakhs)

	Current Year	Previous Year
a. Earning (FOB Value of Export):	5,796.94	5,807.98
b. Expenditure:	1.96	26.49

For and on behalf of the Board of Directors

Place : New Delhi  
Date : 18.08.2017

Sd/-  
Sanjay Tiku  
CEO & Whole Time Director  
DIN – 0030056



## REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2016-17

The Company has been following High standards of Corporate Governance Principles, Policies and Practices over the years.

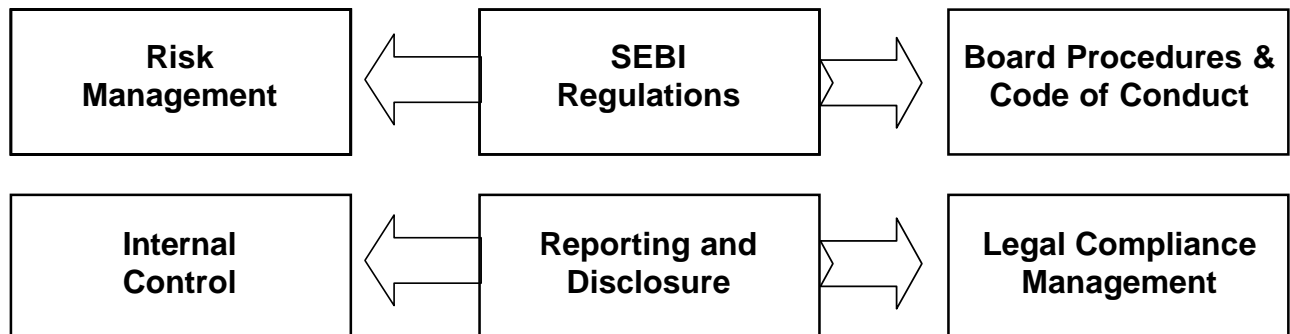
### I. JMT'S GOVERNANCE POLICY:

The company's philosophy on corporate governance is marked by the following fundamental principles:

- Ethical and Disciplined Corporate Behavior.
- Independent and Considered Judgment.
- Parity between Accountability and Responsibility.
- Transparency and effective and Adequate disclosures.

The company believes that all its operations and actions must serve the underlying goal of enhancing overall enterprise value and safeguarding the shareholders' trust. In our commitment to practice sound governance principles, we are guided by the following core principles:-

1. Code of Conduct and Ethics for Directors and Senior Management
2. Improving Quality and Frequency of Information Flow to the Board, Audit Committee to enable them to discharge their functions effectively.
3. A Sound System of Risk Management and Internal Control
4. Transparency and Accountability.
5. Compliance with all Rules and Regulations.
6. Sound policy on prevention of Insider Trading.
7. Develop processes for various disclosure and reporting requirements.



In view of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company continuously strives to follow the procedure of Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability, trusteeship and checks at the different levels of the management of the Company.

### II. BOARD OF DIRECTORS

The Board of Directors (the "Board") of the Company are committed to best governance practices in the Company to ensure sustainability and long term value. The Board plays a major role in overseeing how the management serves the short term and long term interests of shareholders and other stakeholders. The Board, along with its Committees, provides leadership and guidance to the Company's management and directs, supervises and controls the performance of the Company.

- a. As on March 31, 2017, the Company has seven directors. Of the seven directors, six (i.e. 85.71%) are non-executive directors which includes three (i.e. 42.85%) independent directors. The composition of the board is in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. On April 17, 2017,



Ashok Mittal, one of the independent directors, resigned thereby bringing the total no of directors to six. The composition is still in conformity with the SEBI (LODR) Regulations, 2015.

- b. None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2017 have been made by the directors.
- c. Independent directors are Independent in terms of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI Listing Regulations. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as required by SEBI Regulations and Section 149 of the Companies Act, 2013.
- d. The names and categories of the directors on the board, their attendance at board meetings held during the year and the number of directorships and committee chairmanships / memberships held by them in other public companies as on March 31, 2017 are given herein below.
- e. Other directorships do not include directorships of private limited companies, Section 8 companies and of companies incorporated outside India. Chairmanships / memberships of board committees shall include only audit committee and stakeholders' relationship committee.
- f. During the year 2016-17, separate meeting of the Independent Directors was held on 9<sup>th</sup> February, 2017.
- g. The terms and conditions of appointment of the independent directors are disclosed on the website of the Company.
- h. The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company.

#### BOARD COMPOSITION

The Company's policy is to maintain an optimum combination of Executive & Non-executive directors and in conformity with SEBI Listing Regulations.

The Composition of the Board as on March 31, 2017 was as under:

Promoter	Executive	Non-Executive	Independent
Aditya Malhotra	Sanjay Tiku	John Ernest Flintham	Ashok Mittal*
Gautam Malhotra			Sanjay Chhabra
			Ankita Wadhawan

\*Resigned on 17th April 2017

#### BOARD MEETINGS HELD

The Company's Corporate Governance Policy requires the Board to meet at least four times in a year. The Board met 4 (four times) on the following dates during the Financial Year 2016-17.

30th May, 2016, 12th December, 2016

9th September, 2016, 14th February, 2017

The intervening period between two Board meetings was well within the maximum time gap of four months prescribed under SEBI Listing Regulations. The necessary quorum was present for all the meetings.

A separate meeting of the independent Directors was held on 9th February, 2017.

#### BOARD AGENDA AND INFORMATION GIVEN TO THE BOARD

The annual calendar of meetings is agreed upon at the beginning of each year. Meetings are governed by a structured agenda. The Board members in consultation with the chairman may bring up any matter for the consideration of the Board. All major issues included in the agenda are backed by comprehensive background information to enable the Board to take informed decisions.



The notices for the Board Meetings are communicated to the Directors well in advance. Additional meetings of the Board are held when deemed necessary. Board members are given agenda papers along with necessary documents and information in advance of each meeting of the Board and Committee(s). However, in case of business exigencies or urgencies, few resolutions are passed by way of circulation and if required same is supported by an audio call to explain the rationale.

The Board periodically reviews compliance reports with respect to laws and regulations applicable to the Company. The recommendations of the Committees are placed before the Board for necessary approvals.

The information as enumerated in Part A of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') is made available to the Board of Directors for discussions and considerations.

**Composition of the Board of Directors of the Company and Directorship(s) in other Companies, Committee Membership(s)/Chairmanship(s) as on March 31, 2017, and number of meetings held during their tenure and attended by them etc. are given as under:**

**Composition of the Board of Directors of the Company and Directorship(s) in other Companies, Committee Membership(s)/Chairmanship(s) as on March 31, 2016, and number of meetings held during their tenure and attended by them etc. are given as under:**

Name of the Director	Designation	Status & Category	Board Meetings 2016-17		Attendance at last AGM	No. of Directorship in Public Company
			Held	Attended		
Sanjay Chhabra	Chairman	Independent, Non-Executive	04	03	Yes	5
Sanjay Tiku	Whole-Time Director	Executive	04	04	Yes	9
Aditya Malhotra	Director	Non-Executive	04	01	No	9
Gautam Malhotra	Director	Non-Executive	04	04	No	5
John Ernest Flintham	Director	Non-Executive	04	04	No	6
Ashok Mittal	Director	Independent, Non-Executive	04	02	No	1
Ankita Wadhawan	Director	Independent, Non-Executive	04	04	No	7

Notes:

1. None of the Directors hold the office of director in more than the permissible number of companies under the Companies Act, 2013 or Regulation 25 and 26 of the SEBI Listing Regulations, 2015
2. Video / tele-conferencing facilities were facilitated to Directors travelling in India or abroad for participation in the meeting on requirement basis.



## BOARD INDEPENDENCE

Based on confirmations/disclosure received from the Directors 3 out of 7 Directors on Board are Independent in terms of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations. There are no material pecuniary relationships or transactions between the Independent Directors and the Company, except for sitting fees drawn by them for attending the meeting of the Board and Committee(s) thereof. None of the Directors hold any shares or convertible instruments in the Company.

## SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year 2016-17, a separate meeting of the Independent Directors was held on 9<sup>th</sup> February, 2017 to discuss inter alia:

- The performance of the Chairperson of the Company, taking into account the views of Executive and Non-Executive Directors;
- The performance of the Non-Independent Directors and the Board as a whole;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

## Board Familiarization and Induction Program

The Company has adopted a well-structured induction policy for orientation and training of the Non-Executive Directors to provide them with an opportunity to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates. The induction programme includes one-to-one interactive sessions with the Executive Directors, Senior Management including the Business CEOs and also includes visit to Company and its subsidiaries plant sites and locations.

## III. COMMITTEES OF THE BOARD

In accordance with SEBI Listing Regulations, the Board of Directors has constituted the following committees of the Board. The Board determines the terms of reference of the Board Committees from time to time. The respective Committee Chairman convenes meetings of the Board Committees. Minutes of the Committee meetings are placed before the Board for perusal and noting. The quorum for meetings of all the Committees is either two members or one-third of the members of the Committees, whichever is higher. Each committee has the authority to engage outside experts, advisers and counsel to the extent it considers appropriate to assist it in its work.

### AUDIT COMMITTEE

The role of the Audit Committee has been strengthened and all major changes in financial policies are reviewed or approved by this Committee.

### COMPOSITION

The audit committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 177 of the Act, comprising the following directors:

1. Mr. Sanjay Chhabra – Non-Executive Independent Director – Chairman
2. Mr. Ashok Mittal – Non-Executive Independent Director
3. Mr. Gautam Malhotra – Non-Executive Director

All the members of the Audit Committee are financially literate. Mr. Sanjay Chhabra, Non-Executive Independent Director of the Company is the Chairman of the Audit Committee is a Financial Expert. The Finance Head attends the meeting of Audit Committee and the Company Secretary acts as the Secretary to the Audit Committee. The committee also invites Senior Accounts Managers, as it consider appropriate to be present at the meeting of the committee. The terms of reference of Audit Committee are quite comprehensive and include all that is mandated under clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013. The Chairman of the erstwhile Audit Committee was present at the last Annual General Meeting to answer shareholders queries.

Consequent to the resignation of Ashok Mittal on 17th April, 2017 another Independent Director, Ms. Ankita Wadhawan was appointed as the member.





**TERMS OF REFERENCE**

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. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - 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 the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, 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. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. 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;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. 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;
16. 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;
17. 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;



18. To review the functioning of the Whistle Blower mechanism;
19. 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 and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. To mandatorily review the following information:
  - i. Management discussion and analysis of financial condition and results of operations;
  - ii. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - iii. Management letters/letters of internal control weaknesses issued by the statutory auditors;
  - iv. Internal audit reports relating to internal control weaknesses; and
  - v. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
22. The audit committee invites executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the secretary to the audit committee.

#### **AUDIT COMMITTEE MEETINGS AND ATTENDANCE**

The Audit Committee met 4 (four times) on the following dates during the Financial Year 2016-17.

30th May, 2016, 12th December, 2016

9th September, 2016, 14th February, 2017

The Attendance of each member of the committee is given below.

<b>Members</b>	<b>Category of Director</b>	<b>No. of Meetings Attended</b>
Mr. Sanjay Chhabra	Non-Executive Independent Director	<b>04</b>
Mr. Ashok Mittal	Non-Executive Independent Director	<b>03</b>
Mr. Gautam Malhotra	Non-Executive Director	<b>04</b>

Apart from the members of the Committee, the Audit Committee meetings were attended by the CFO & Senior Manager, Finance. Company Secretary attended the meetings as the Secretary to the Committee.

#### **NOMINATION & REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 177 of the Act, comprising the following directors:

1. Mr. Ashok Mittal– Non-Executive Independent Director – Chairman
2. Mr. Sanjay Chhabra –Non-Executive Independent Director
3. Mr. Ashok Mittal– Non-Executive Director

Consequent to the resignation of Ashok Mittal on 17, April 2017, another Independent Director, Ms. Ankita Wadhawan was appointed as the member in his place.



**TERMS OF REFERENCE**

- i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- ii. Formulation of criteria for evaluation of Independent Directors and the Board;
- iii. Devising a policy on Board diversity;
- iv. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report;
- v. Carry out evaluation of every director's performance and support the board and independent directors in evaluation of the performance of the board, its committees and individual directors;
- vi. Recommend to the board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.

**MEETINGS AND ATTENDANCE**

One meeting of the Nomination & Remuneration Committee was held during the year on 9.02.2017. The Attendance of each member of the committee is given below.

Members	Category of Director	No. of Meetings Attended
Mr. Ashok Mittal	Non-Executive Independent Director	01
Mr. Sanjay Chhabra	Non-Executive Independent Director	01
Mr. Aditya Malhotra	Non-Executive Director	01

**REMUNERATION TO DIRECTORS**

**DETAILS OF REMUNERATION PAID TO ALL DIRECTORS IN THE FINANCIAL YEAR 2016-17**

DIRECTOR	SITTING FEES (Rs.)	SALARY & PERQUISITES (Rs.)	TOTAL (Rs.)
Mr. Sanjay Tiku, Whole time Director	N.A	55,48,000	55,48,000
Mr. Anubhav Dham, Non-Executive Director	NIL	NIL	NIL
Mr. Gautam Malhotra, Non-Executive Director	NIL	NIL	NIL
Mr. John E Flintham, Non-Executive Director	NIL	NIL	NIL
Mr. Ashok Mittal, Independent Director	50,000	NIL	50,000
Mr. Sanjay Chhabra, Independent Director	75,000	NIL	75,000
Ms. Ankita Wadhawan,	1,00,000	NIL	1,00,000
<b>GRAND TOTAL</b>	<b>2,25,000</b>	<b>55,48,000</b>	<b>57,73,000</b>

There are no stock options available /issued to any of the Promoter-Directors of the Company and this does not form a part of their contract with the Company. The erstwhile Non-Executive Independent Directors of the Company namely Ashok Mittal, Sanjay Chhabra and Ankita Wadhawan held NIL shares of the company as on 31.03.2017.



**STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee comprises of:

1. Mr. Aditya Malhotra – Non-Executive Director- Chairman
2. Mr. Sanjay Tiku– Executive Director
3. Ms. Mona K Bahadur – Company Secretary

Mr. Aditya Malhotra, Non-Executive Director of the company is the Chairman of the Committee. The Committee inter alia approves issue of duplicate certificates and oversees and reviews all matters connected with the transfer of securities of the Company. The Committee also looks into redressal of shareholders’ complaints related to transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividend etc. The Committee oversees performance of the Registrar and Share Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

The Committee also monitors the implementation and compliance of the Company’s Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading Regulations), 1992. The Board has delegated the power of approving transfer of securities to the Managing Director and the Company Secretary.

**COMPLIANCE OFFICER**

During the financial year 2016-2017, Ms. Mona K Bahadur was the Compliance Officer for complying with the requirements of the Companies Act, 2013, SEBI (Prohibition of Insider trading) Regulations, 1992 and SEBI Listing Regulations.

**STATUS OF COMPLAINTS FOR THE PERIOD 2016-2017**

1.	Number of complaints received from the investors comprising of Non-receipt of Dividend Warrants, Non-Receipt of Securities sent for transfer/transmission. Complaints received from SEBI etc.	NIL
2.	Number of General Queries/Change of Address/ Dividend Related Queries/ Share Certificate related queries etc	57
3.	Number of complaints/queries resolved	57
4.	Number of complaints not resolved to the satisfaction of the investors as 31st March, 2017	Nil
5.	Complaints Pending as at 31st March, 2017	Nil
6.	Number of share transfer pending for approval as at 31st March, 2017	Nil

During the year ended 31st March, 2017, the Stakeholders Relationship Committee held 6 (Six) meetings on April 4, 2016, June 6, 2016, July 4, 2016, September 5, 2016, October 3, 2016, January 4, 2017 and the transfers and other requests of the security holders were duly discussed and approved by the members of the committee.

**CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Company’s Corporate Social Responsibility (CSR) Committee comprises three (3) members including one (1) Independent Director, one (1) Non-executive and (1) Executive Director. The broad terms of reference of the CSR Committee are as follows:

To formulate and recommend to the Board the CSR Policy and activities to be undertaken by the Company in this regard and to monitor the same from time to time;

Recommending the amount of expenditure to be incurred on CSR activities of the Company;

Reviewing the performance of the Company in the area of CSR;



Guidance on the impact of business activities on environment and society; and

Monitoring the implementation of the CSR projects or activities undertaken by the Company.

### GENERAL BODY MEETINGS

Location, date and time of the Annual General Meetings held during the preceding 3 financial years and the Special Resolutions passed thereat are as follows:-

YEAR	DATE	LOCATION	Special Resolutions Passed
2013-2014	27.09.2014	Gyan Manch, 11 Pretoria Street, Kolkata – 700 071	Approval of Related Party Transaction with Amtek Auto Limited upto Rs. 250 crores annually.
2014-2015	28.09.2015	Mapple Exotica, Chhatarpur, Mandir Road, Satbari, New Delhi-110074	None
2015-2016	29.09.2016	Mapple Exotica, Chhatarpur, Mandir Road, Satbari, New Delhi-110074	None

### PPOSTAL BALLOT

#### Previous Year 2015-16

Postal Ballot was conducted in the month of April-May, 2015, whereby the approval of the members was obtained for the following:-

1. Special Resolution for adoption of Memorandum of Association under Section 13 of the Companies Act, 2013
2. Special Resolution for adoption of Memorandum of Association under Section 14 of the Companies Act, 2013
3. Ordinary Resolution for Sub-division of Equity Shares of the Company having a face value of Rs. 10/- each fully paid-up be sub-divided into 5 (Five) Equity Shares of the face value of Rs. 2/- each fully paid-up under Section 61 of the Companies Act, 2013
4. Ordinary Resolution for Alteration of Capital Clause of the Memorandum of Association of the Company under Section 13 of the Companies Act, 2013

An E-voting facility was also made available to the Members through CDSL. The Board of Directors of the Company appointed Ms. Iqneet Kaur, Practicing Company-Secretary, as the Scrutinizer for conducting the postal ballot voting process. The result of the Postal Ballot was announced on 25th May, 2015 at the Registered Office of the Company as per the Scrutinizer's Report.

#### Current Year 2016-17

Postal Ballot was conducted in the month of August-September, 2016, whereby the Company obtained approval of the members for the following:-

1. Sub-division of Equity Shares of the Company having a face value of Rs. 2/- each fully paid-up be sub-divided into 2 (Two) Equity Shares of the face value of Rs. 1/- each fully paid-up under Section 61 of the Companies Act, 2013
2. Alteration of Capital Clause of the Memorandum of Association of the Company under Section 13 of the Companies Act, 2013

An E-voting facility was also made available to the Members through CDSL. The Board of Directors of the Company appointed M/s Sachin Khurana & Associates, Company Secretaries in Practice, as the Scrutinizer for conducting the



postal ballot voting process. The result of the Postal Ballot was announced on 8th September, 2016 at the Registered Office of the Company as per the Scrutinizer's Report.

None of the resolutions proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

### MEANS OF COMMUNICATION

One of the most important components of Corporate Governance is to communicate with the shareholders through effective means. Being a responsible corporate citizen, the Company supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, the Company, sends Annual Reports, Intimation for dividend payment, Notices related to General Meetings and Postal Ballot by email to those shareholders whose email ids are registered with the Company. They are also sent in hard copies to those shareholders whose email ids are not registered.

The Company publishes, the financial results in two widely circulated newspapers from New Delhi, namely:

**English Newspaper:** Financial Express.

**Hindi Newspaper:** Jansatta

Up-to-date financial results, annual reports, shareholding patterns, official news releases, policies and other general information about the Company are available on the Company's website [www.jmtauto.com](http://www.jmtauto.com)

### GENERAL SHAREHOLDERS' INFORMATION

(i) AGM date, Time and Venue	Thursday, the <b>28<sup>th</sup> September, 2017</b> at <b>9.30 A.M.</b> at Mapple Emerald, NH-8, Rajokri, New Delhi-110038
(ii) As required under clause 49IV(G), particulars of Directors seeking appointment/ reappointment are annexed to the notice of the Annual General Meeting to be held on Thursday, the <b>28<sup>th</sup> September, 2017</b>	
(iii) Financial Year	The Financial year of the company is from April 1 to March 31, each year.
(iv) <b>Key Financial Reporting Dates for the year 2017-18</b> 1. For the quarter ending June 30, 2017 2. For the quarter ending Sept 30, 2017 3. For the quarter ending Dec 31, 2017 4. For the year ending March 31, 2018	On or before 13.09.2017 On or before 14.11.2017 On or before 14.02.2018 On or before 30.05.2018
(v) Date of Book Closure	<i>The Share Transfer Books and the Register of Members shall remain closed from 22.09.2017 to 28.09.2017 (both days inclusive). Notice to this effect has been sent to all Stock Exchanges where the shares of the company are listed as per the Listing Regulations.</i>

### LISTING ON STOCK EXCHANGE

<b>A. Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers Dalal street, Mumbai 400001	<b>B. National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra-Kurla Complex Bandra East Mumbai-400051
Scrip Code	BSE : JMT Auto -513691 NSE: JMTAUTO LIMITED Series : EQ
International Security Identification No. (ISIN)	INE 988E01028



The listing fees for the year 2017 -18 have been paid to the above Stock Exchanges in time as per the Listing Agreement.

The Company has paid custodial fees for the year 2017-2018 to the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the basis of number of beneficial accounts maintained by them as on 31st March, 2017.

**CREDIT RATING**

CREDIT RATING AGENCY	LONG TERM/ MEDIUM TERM BANK FACILITIES	SHORT TERM BANK FACILITIES
ICRA	[ICRA] BB-	[ICRA] A4

**MARKET INFORMATION:**

**BOMBAY STOCK EXCHANGE LIMITED**

High, Low (based on closing prices) and average volume and average number of trades during each month in last financial year 2016-17.

MONTH	Bombay Stock Exchange			National Stock Exchange		
	HIGH (Rs.)	LOW (Rs.)	VOLUME OF SHARES TRADED	HIGH (Rs.)	LOW (Rs.)	VOLUME OF SHARES TRADED
APRIL, 2016	70.60	46.50	5,95,13,989	56.49	52.52	169074965
MAY, 2016	58.55	45.50	2,75,13,412	51.60	48.36	285956448
JUNE, 2016	49.55	35.70	1,78,77,920	41.20	38.95	58836180
JULY, 2016	50.40	38.50	11,08,56,782	45.16	42.34	443195008
AUGUST, 2016	58.10	44.00	28,94,69,441	55.09	51.93	992631581
SEPTEMBER, 2016	49.90	23.90	11,49,48,590	40.99	38.02	409885309
OCTOBER, 2016	30.30	25.50	4,02,71,974	28.10	26.60	328603788
NOVEMBER, 2016	28.35	18.70	2,97,15,776	24.98	22.98	159629405
DECEMBER, 2016	23.45	18.55	1,84,41,427	21.27	20.35	56389009
JANUARY, 2017	22.45	18.65	2,65,36,978	19.90	19.14	121699080
FEBRUARY, 2017	20.00	14.50	4,73,39,465	17.13	16.05	280101179
MARCH, 2017	15.08	9.80	3,35,89,178	12.76	12.04	172365534

**SHARE TRANSFER SYSTEM**

96.25% of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. As regards transfer of shares held in physical form the transfer documents can be lodged with the Company or the RTA at the above mentioned addresses.

Shares lodged for transfer at the Registrar's address are normally processed within 15 days, from the date of lodgment, if the documents are clear in all respects. The Committee of the Board and Company Secretary, under the authority of the Board, approves transfers, which are noted at subsequent board meetings. All requests for dematerialization of shares are processed and the confirmation is given to the depositories within 7 days. Grievances received from members



and other miscellaneous correspondence regarding change of address, mandates, etc. are processed by the Registrars within 7 days.

Pursuant to Regulation 40(9) of the SEBI Listing Regulation, certificate has been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Also, pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996, certification is done by a Company Secretary-in-Practice regarding timely dematerialisation of the shares of the Company.

**REGISTRAR AND SHARE TRANSFER AGENTS**

Members are requested to correspond with the Company's Registrar & Share Transfer Agents for all Share related issues at the given address:-

**C B Management Services Pvt. Ltd. P- 22, Bondel Road  
Kolkata – 700 019**

**Telephone: 033-40116722/40116726**

**Fax: (033) 2287 0263**

**E-mail: rta@cbmsl.com**

**DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2017**

The Distribution of Shareholding as on 31st March, 2017 is as follows:-

Range of shares	Share	Folios	% Shares	% Folios
1-500	1210908	6122	0.24	37.24
501-1000	1742118	2005	0.34	12.20
1001-2000	2209749	1349	0.44	8.20
2001-3000	1463346	559	0.29	3.40
3001-4000	16462175	4687	3.27	28.51
4001-5000	1164393	243	0.23	1.48
5001-10000	5786748	791	1.15	4.81
10001-50000	11151371	592	2.21	3.60
50001-100000	3160925	43	0.63	0.26
1000001 and above	459480407	49	91.20	0.30
<b>Total</b>	<b>503832140</b>	<b>16440</b>	<b>100.00</b>	<b>100.00</b>





**SSHAREHOLDING PATTERN**

I. Shareholding pattern of the Company as on 31st March, 2017

CATEGORY	Number of equity shares held	Percentage of holding
<b>A. PROMOTERS HOLDING</b>		
1. <b>INDIAN</b>		
Individuals/HUF	0	0
Bodies Corporate		71.73
2. <b>FOREIGN</b>	0	0
<b>Total Shareholding of Promoter &amp; Promoter Group</b>	<b>361412200</b>	<b>71.73</b>
<b>B. PUBLIC SHAREHOLDING</b>		
1. <b>Institutions</b>		
Mutual Funds and UTI	28000	0.006
Foreign Institutional Investors	80390727	15.96
2. <b>Non-Institutions</b>		
a. Bodies Corporate	14686821	2.92
b. Individuals		
Holding nominal share capital up to Rs.2 Lakhs	41465659	8.23
Holding nominal share capital in excess of Rs.2 Lakhs	3412213	0.68
<b>C. Any other</b>		
Non-resident Indians	1652573	0.33
Foreign Bodies Corporate/ OCB	4000	0.001
Trust	25000	0.005
Clearing Members	699991	0.139
<b>Sub -Total</b>	<b>142419940</b>	<b>28.27</b>
<b>GRAND TOTAL</b>	<b>503832140</b>	<b>100.00</b>

II. Top ten Non-Promoter Equity Shareholders of the Company as on 31st March, 2017:

Sr. No.	Name of the shareholder	Number of equity shares held	Percentage of holding
1	LTS INVESTMENT FUND LTD	42197960	8.38
2	HYPNOS FUND LIMITED	30660920	6.09
3	ELARA INDIA OPPORTUNITIES FUND LIMITED	7331838	1.46
4	AVON MARKTRADE PRIVATE LIMITED	4689212	0.93
5	VISHWAS MARKETING SERVICES PVT. LTD.	2207270	0.44
6	SIDDHARTH BASSI	901690	0.18
7	ANOOP JAIN	856276	0.17
8	A. JAIN & CO. PVT LTD	747410	0.15
9	CNB FINWIZ PRIVATE LIMITED	640940	0.13
10	MEHJABEEN MOIZ BORIAWALA	432788	0.09



**DEMATERIALIZATION OF SHARES AND LIQUIDITY**

The shares of the Company are compulsorily traded in dematerialized form as per SEBI guidelines with effect from 25th January, 2002.

The Company's shares are traded in the depository systems of both NSDL and CDSL. As on 31st March, 2017, 96.25 % of the equity capital exists under the electronic form. The equity shares of the Company are actively traded on Bombay Stock Exchange and National Stock Exchange.

**PLANT'S LOCATIONS**

The Company has the following manufacturing and operating divisions:

Sl. No.	Work Unit Description	Location /Address
(i)	Works (Unit-I)	A-20, Phase-1 Industrial Area, Adityapur, Jamshedpur - 832109
(ii)	Works (Unit II & III)	C-19 & 20, D-2-3, D-8-12, NS-29-34, 7th Phase, Industrial Area, Adityapur, Jamshedpur-832109.
(iii)	Work Unit – IV (Foundry)	Notandih, Kandra Chauka Main Road, Dist: Seraikela, Kharsawan
(iv)	Works Unit-V (Forging )	A-45, A-46, A-47, A-48(P) & M-2 At Large Sector, Gamharia.
(v)	Works (Unit -VI)	NS-57, 7th PHASE, Industrial Area, Adityapur, Jamshedpur-832109
(vi)	Works (Unit -VII) Lucknow	Village – Naubasta, Kalan, Lucknow, On Line Mark(Deva to NaubastaMarg) Uttar Pradesh
(vii)	Works (Unit – VIII) (Dharwad)	1. Plot No. 222, KIADB, Belur Industrial Growth Centre Dharwad – 580011, Karnataka 2. Plot No. 224-A, KIADB, Belur Industrial Growth Centre, Dharwad – 580 011, Karnataka 3. Block No. 2, KIADB, Belur Industrial Estate, Garag Road, Mummigatti, Dharwad – 580007, Karnataka

**INVESTORS' CORRESPONDENCE**

Transfer of shares and communication regarding share certificates, dividends and change of address and any other queries relating to the shares of the Company.	(i) Company-Secretary JMT AUTO LIMITED C-19 & 20, 7 <sup>th</sup> Phase, Industrial Area Adityapur, Jamshedpur-832109 Phone No. : (0657) 662 6340 Fax : (0657) 2200 749 E-mail : <a href="mailto:mona.bahadur@amtek.com">mona.bahadur@amtek.com</a> <a href="mailto:jmt.auto@amtek.com">jmt.auto@amtek.com</a>
	(ii) Registrar & Share Transfer Agent C B Management Services Pvt. Ltd. P- 22, Bondel Road Kolkata – 700 019 Telephone : (033) 40116700 Fax : (033) 2287 0263 E-mail : <a href="mailto:rta@cbmsl.com">rta@cbmsl.com</a>



**TRANSFER OF UNPAID / UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

Pursuant to sections 205A and 205C of the Companies Act, 1956 and other applicable provisions, if any, of the Act, all unclaimed / unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed / unpaid for a period of seven years from the date they became due for payment, in relation to the Company, have been transferred to the IEPF established by the Central Government. No claim shall lie against the IEPF or the Company for the amounts so transferred prior to March 31, 2017, nor shall any payment be made in respect of such claims.

Members who have not yet encashed their dividend warrant(s) pertaining to the final dividend for the financial year 2009-10 and onwards are requested to claim the amount belonging to them, lying in the Unpaid Dividend accounts by making a request addressing to:

- 1) M/s C.B. Management Services (P) Limited  
Registrar and Share transfer Agents  
P-22, Bondel Road  
Kolkata-7000019
- 2) Company Secretary  
JMT Auto Limited  
C-19&20, 7<sup>th</sup> Phase,  
Adityapur Industrial Area, Jamshedpur-832109  
Email – [jmt.auto@amtek.com](mailto:jmt.auto@amtek.com)

The following table gives information relating to dates of declaration of dividends during last seven years and the dates by which the unclaimed dividends can be claimed by the shareholders:

Financial Year	Date of declaration of dividend	Last date for claiming unpaid dividend
2009-10	29th July, 2010	28th July, 2017
2010-11	14th July, 2011	13th July, 2018
2011-12	2nd July, 2012	1 <sup>st</sup> July, 2019
2012-13	16th July, 2013	15th July, 2020
2013-14	NA	NA
2014-15	NA	NA
2015-16	NA	NA

**RECONCILIATION OF SHARE CAPITAL**

The Securities and Exchange Board of India has directed vide circular no. D&CC/FITTC/CIR – 16/2002 dated December 31, 2002 that all issuer companies shall submit a certificate of capital integrity, reconciling the total shares held in both the depositories viz. NSDL and CDSL and in physical form with the total issued/ paid up capital.

In compliance with this requirement, the company has submitted a certificate duly certified by a qualified practicing company secretary, to the stock exchanges where securities of the company are listed within 30 days of the end of each quarter and the certificates were also placed before the Board of Directors of the company from time to time.



## SECRETARIAL AUDIT

For the Financial Year 2016-17, Secretarial Audit was carried out by M/s Nitika & Associates, Practicing Company Secretary. The report of said Secretarial Audit forms a part of this Annual Report.

## COMPLIANCE CERTIFICATE OF THE AUDITORS

Certificate from the Statutory Auditors of the Company M/s A C Gupta & Associates confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations is annexed hereto and forms part of the Annual Report.

## DISCLOSURES

### SUBSIDIARY COMPANIES

As per clause (c) of sub-regulation (1) of regulation 16 of SEBI Listing Regulations "material subsidiary" shall mean a subsidiary, whose income or net worth exceeds 20% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

A policy on Material Subsidiary has been approved by the Board of the Company and the same has been uploaded on the website of the Company and can be accessed at [www.jmtauto.com](http://www.jmtauto.com)

As on March 31, 2017, there is no material unlisted subsidiary of the Company.

The subsidiary companies are managed by their separate Board of Directors, who are empowered to exercise all the duties and rights for efficient monitoring and management of the companies. The Company oversees and monitors the performance of subsidiary companies by following means:

- i. The Audit Committee reviews the financial statements and, in particular the investments made by the subsidiary companies.
- ii. The minutes of the Board Meeting of the subsidiary companies are placed before the Board of Directors of the Company for their review.
- iii. A statement of all significant transactions of the subsidiary companies is placed before the Board of Directors of the Company for its review.

### MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS

As per Section 188 of The Companies Act 2013 and Regulation 23 of SEBI Listing Regulations, all the Related Party transactions were at arm's length price and the same were duly approved by the Audit Committee.

Sub-regulation (1) of Regulation 23 of SEBI Listing Regulations explains that "A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity."

A policy on Related Party Transactions has been approved by the Board of the Company and the same has been uploaded on the website of the Company and can be accessed at [www.jmtauto.com](http://www.jmtauto.com)

A comprehensive list of related party transactions as required under Accounting Standards (AS) 18 issued by Institute of Chartered Accountants of India (ICAI), forms part of Note no. 37 of the Financial Statements in the Annual Report.

### PENALTIES

Non-compliance by the Company, penalties, strictures by Stock Exchanges/ SEBI/ Statutory Authorities on any matter related to capital markets during the last three years - None



## **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Whistle Blower Policy has been formulated as an extension of the Company's' Code of Conduct and is aimed at providing a vigil mechanism for reporting of unethical behaviour, malpractices and fraud in the day to day dealings by the employees and directors of the Company.

Whistle Blower Policy duly adopted by the Board, has been uploaded on the website of the Company and can be accessed at [www.jmtauto.com](http://www.jmtauto.com)

The Company has made all disclosures regarding compliance with corporate governance requirements specified in regulation 17 to 27 and has disseminated required information on its website in compliance with regulation 46 of SEBI Listing Regulations.

## **CODE OF CONDUCT**

The Code of Conduct which has been formulated and implemented for all Board members and Senior Management of the company is in compliance with the Listing Regulations. All Board members and senior management personnel has affirmed compliance of the "Code of Conduct for members of the Board and Senior Management" for the period in terms of Clause 49(ID)(I) of the Listing Agreement with the Stock Exchanges.

A declaration signed by the CEO & Whole Time Director is given below: I hereby confirm that:

The Company has obtained affirmation from all the members of the Board and Senior Management that they have complied with the Code of Business Conduct and ethics for Directors and Senior Management in respect of the financial year 2016-17.

**By order of the Board of Directors**

**Place: New Delhi**  
**Date : 18.08.2017**

Sd/-  
**Mona K Bahadur**  
**Company Secretary & Compliance Officer**



## CERTIFICATION BY CEO & CFO OF THE COMPANY

To,  
The Board of Directors  
JMT Auto Limited,  
3 LSC, Pamposh Enclave,  
Guru Nanak Market  
Opp LSC Market,  
New Delhi – 110 048

DDear Sirs,

We, Sanjay Tikku, CEO & Whole Time Director and Sandeep Singh Surya, CFO, certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2017 and to the best of our knowledge, belief and information:
- i) These statements do not contain any materially untrue statements or omit any material facts 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) To the best of our knowledge, belief and information no transactions entered into by the Company during the financial year 2016-17 are fraudulent, illegal or in violation of the Company's code of conduct.
- (c) We accept the responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the company and that We have disclosed to the auditors and Audit Committee, deficiencies in the design or operation of internal controls, which we are aware and we have taken and propose to take requisite steps to rectify the deficiencies, if any.
- (d) We have indicated to the auditors and the Audit Committee:
- i. Significant changes in the internal control during the year
  - ii. Significant changes in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (e) We have not come across any instances of significant fraud committed by the management or an employee having significant role in the Company's internal control system.

We further declare that all the Board members and senior management personnel have affirmed compliance of Code of Conduct for the year 2016-17.

**For JMT AUTO LIMITED**

Place : New Delhi  
Date : 18.08.2017

Sd/-  
Sandeep Singh Surya  
CFO

Sd/-  
Sanjay Tikku  
CEO & Whole Time Director  
DIN – 00300566



## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of JMT Auto Limited

1. We have examined the compliance of conditions of Corporate Governance by JMT AUTO Limited for the year ended on March 31, 2017, as stipulated in:
  - Clause 49 (excluding clause 49(VII) (E)) of the Listing Agreements of the Company with stock exchange(s) for the period from April 01, 2015 to November 30, 2015.
  - Clause 49(VII) (E) of the Listing Agreements of the Company with the stock exchange(s) for the period from April 01, 2015 to September 01, 2015.
  - Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) for the period from September 02, 2015 to March 31, 2016 and
  - Regulations 17 to 27 (excluding Regulation 23(4)) and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations for the period from December 01, 2015 to March 31, 2016.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India.
4. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied in all material respects, with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and paragraph C, D and E of Schedule V of the Listing Regulations for the respective periods of applicability as specified under paragraph 1 above.
5. We 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 A. C. Gupta & Associates**  
**Chartered Accountants**  
**Firm's Registration Number : 008079N**

**Place : New Delhi**  
**Date : 18.08.2017**

**Sd/**  
**A. C. Gupta**  
**Partner**  
**Membership Number : 008565**



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### 1. GLOBAL ECONOMIC OVERVIEW

Global economy during first half of FY2016 showed a sluggish pace of growth following the U.K. vote in favor of leaving the European Union (Brexit) and weaker-than-expected growth in the United States. Economic activity gained some momentum in the second half of 2016, especially in advanced economies. Growth picked up in the United States and U.K. as firms grew more confident about future demand. Activity surprised on the upside in Japan thanks to strong net exports, as well as in euro area countries, such as Germany and Spain, as a result of strong domestic demand. Economic performance across emerging market and developing economies has remained mixed. Whereas China's growth remained strong, reflecting continued policy support, activity has slowed in India because of the impact of demonetization, as well as in Brazil, which has been mired in a deep recession. World GDP growth increased to 3.1% in CY2016. Emerging Market and Developing Economies grew at 3.1%, while the US and the Euro Area grew at 1.6% and 1.7%, respectively. Japan grew at 1% as against 0.6% last year.

According to World Bank, the picture for Emerging Market and Developing Economies (EMDEs) remains much more diverse. The growth rate in China was a bit stronger than expected, supported by continued policy stimulus. But activity was weaker than expected in some Latin American countries currently in recession, such as Argentina and Brazil, as well as in Turkey, which faced a sharp contraction in tourism revenues. Activity in Russia was slightly better than expected, in part reflecting firmer oil prices.

Global growth in 2017 of EMDEs is 4.5% while the growth is projected to pick up by 4.8% in 2018 as gradual stabilization of macroeconomic conditions in these economies, also supported by some rebound in commodity prices, should lead to a gradual recovery in imports and investment in 2017 and beyond. Global economic activity is picking up with a long-awaited cyclical recovery in investment, manufacturing, and trade. World growth is expected to rise from 3.1% in 2016 to 3.5% in 2017 and 3.6% in 2018. Stronger activity, expectations of more robust global demand, reduced deflationary pressures, and optimistic financial markets are all upside developments.

### 2. INDIAN ECONOMIC OVERVIEW

Economic growth of around 7.2% makes India the fastest-growing G20 economy. The acceleration of structural reforms, the move towards a rule-based policy framework and low commodity prices has provided a strong growth impetus. Recent deregulation measures and efforts to improve the ease of doing business have boosted foreign investment. According to Department of Industrial Policy and Promotion (DIPP), the total FDI investments India received during April 2016-March 2017 rose 8 per cent year-on-year to US\$ 60.08 billion, indicating that government's effort to improve ease of doing business and relaxation in FDI norms is yielding results.

The foreign exchange reserves has reached an all time high to US\$393 billion in August 2017 and is likely to cross US\$400 billion by September. The pace of forex accretion has been the strongest since 2015 and this has also been one of the strongest in Asia ex-Japan in the past 12 months.

### 3. AUTOMOBILE INDUSTRY

#### 3.1 Global Automobile Industry

Based on strong growth in production and sales of automobiles in the first quarter of 2017 in most of the key regions around world, there is optimism that this year will see continued gains for the global automotive industry.

The Western European car market ended the first quarter up more than 7% on the same period in 2016, recording 3.9 million new registrations. All of the five largest individual markets expanded, with Italy enjoying the strongest growth at 18%. Double digit growth was also recorded in Spain (+13%) and Germany (+11%), with the United Kingdom up 8% and France 7%. Total light vehicle production in the EU was up 3% to 5,016 million units in the first quarter of 2017. USA and Canada saw declines in vehicle production with the US slipping by 1.9% to 3,017 million and Canada down 4.5% to 601,443.

In the Asia-Pacific region, sales for the first quarter were 6.9%, ahead of the same period in 2016, with 11.37 million units or 47.5% of the global market. China performed strongly again in the first quarter with production and sales





of passenger cars rising to 7.133 million and 7,002 million respectively, representing increases of 8% and 7% year-on-year. Japan reported a healthy increase of 7.9% in passenger car production in the first quarter to reach 2,200 million units; with total vehicle production, including trucks and buses, up 6.5% to 2,545 million.

Vehicle sales in Japan increased, by almost 8% in the quarter to March, reaching over 1.3 million. In India, sales of passenger cars were up 11%, when compared with the same period last year, at 803,200 vehicles. In the reporting period April 2016–March 2017 production of passenger cars and commercial vehicles in India increased by 5.8% to 4,502 million of which 3,791 million were cars.

**3.2 Indian Automobile Industry**

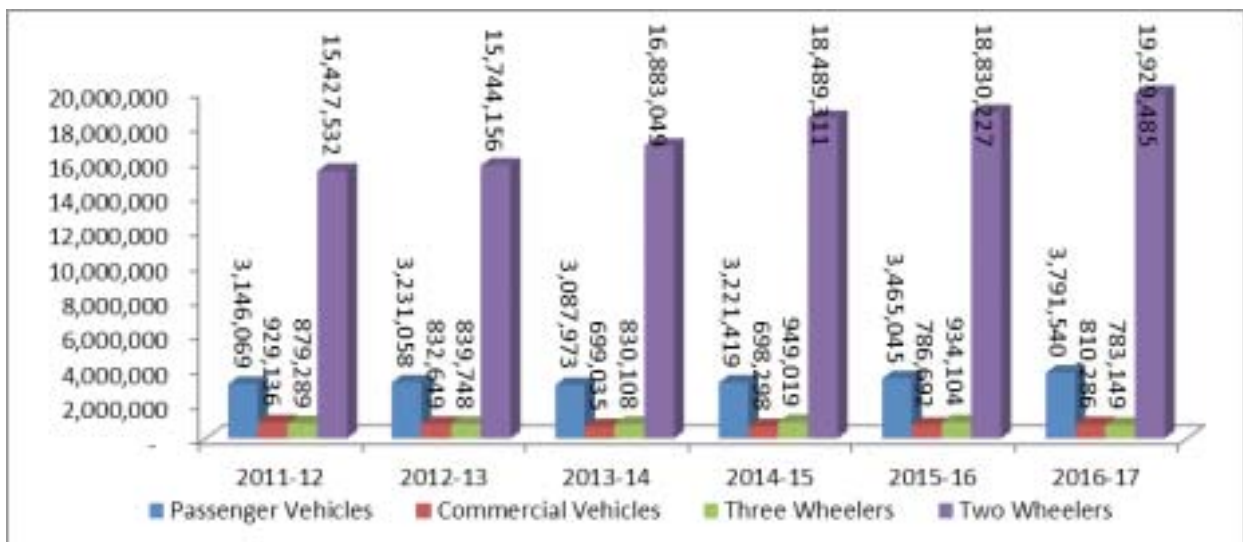
The Indian auto industry is one of the largest in the world. The industry accounts for 7.1 per cent of the country’s Gross Domestic Product (GDP). The Two Wheelers segment with 81 per cent market share is the leader of the Indian Automobile market owing to a growing middle class and a young population. Moreover, the growing interest of the companies in exploring the rural markets further aided the growth of the sector. The overall Passenger Vehicle segment has 13 per cent market share.

India is also a prominent auto exporter and has strong export growth expectations for the near future. In April-March 2017, overall automobile exports grew by 1.91 per cent. PV, Commercial Vehicles, and Two Wheelers registered a growth of 9.17 per cent, 3.03 per cent, and 8.29 per cent respectively during first quarter of 2017. In addition, several initiatives by the Government of India and the major automobile players in the Indian market are expected to make India a leader in the Two Wheeler and Four Wheeler market in the world by 2020.

The government aims to develop India as a global manufacturing as well as a research and development (R&D) hub. It has set up National Automotive Testing and R&D Infrastructure Project (NATRIP) centres as well as a National Automotive Board to act as facilitator between the government and the industry.

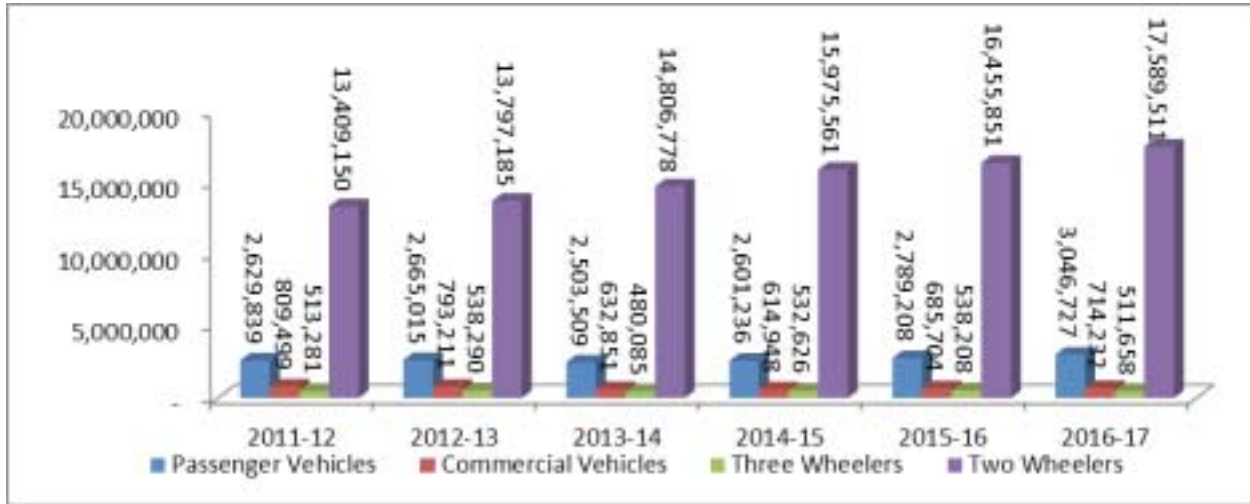
Alternative fuel has the potential to provide for the country’s energy demand in the auto sector as the CNG distribution network in India is expected to rise to 250 cities in 2018 from 125 cities in 2014. Also, the luxury car market could register high growth and is expected to reach 150,000 units by 2020.

**AUTOMOBILE PRODUCTION TRENDS**

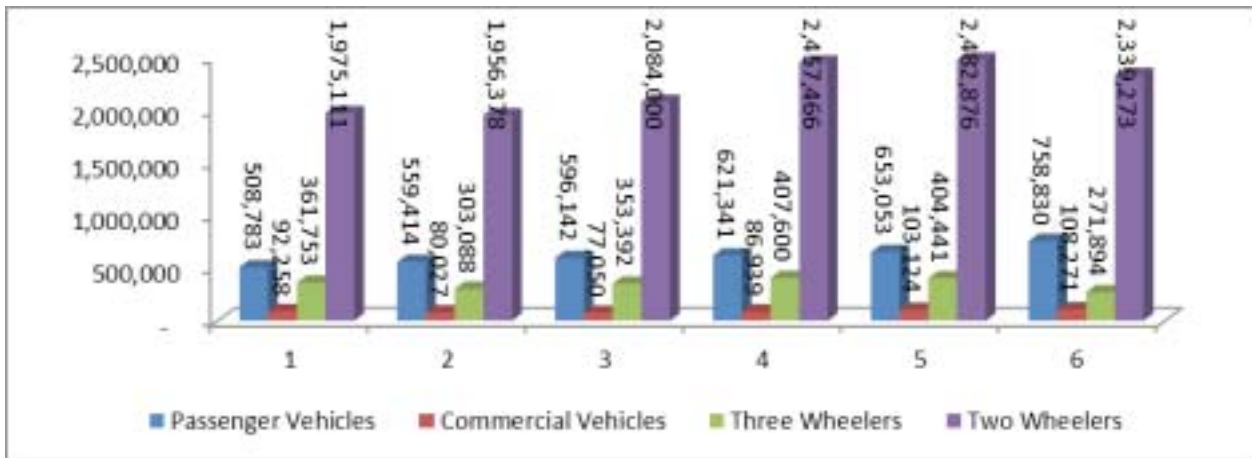




**DOMESTIC SALES TRENDS**



**EXPORTS TRENDS**



Note: Fiscal Year ending March

**4. AUTOMOTIVE COMPONENTS INDUSTRY**

The Indian auto-components industry has experienced healthy growth over the last few years. Some of the factors attributable to this include: a buoyant end-user market, improved consumer sentiment and return of adequate liquidity in the financial system.

The auto-components industry accounts for almost 7 per cent of India's Gross Domestic Product (GDP) and employs as many as 19 million people, both directly and indirectly. A stable government framework, increased purchasing power, large domestic market, and an ever increasing development in infrastructure have made India a favourable destination for investment.



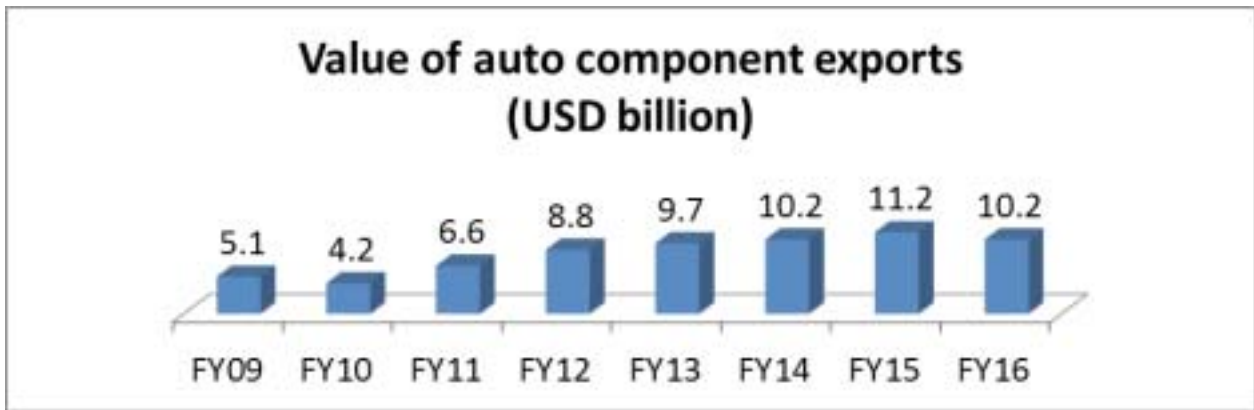
**Market Size**

Over the last decade, the automotive components industry has scaled three times to US\$ 39 billion in 2015-16 while exports have grown even faster to US\$ 10.8 billion. This has been driven by strong growth in the domestic market and increasing globalisation (including exports) of several Indian suppliers.

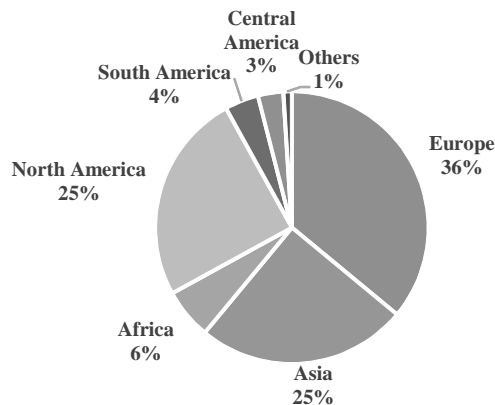
The Indian Auto Component industry is expected to grow by 8-10 per cent in FY 2017-18, based on higher localisation by Original Equipment Manufacturers (OEM), higher component content per vehicle, and rising exports from India, as per ICRA Limited.

According to the Automotive Component Manufacturers Association of India (ACMA), the Indian auto-components industry is expected to register a turnover of US\$ 100 billion by 2020 backed by strong exports ranging between US\$ 80-US\$ 100 billion by 2026, from the current US\$ 11.2 billion.

**Indian Automotive Components Industry: Exports**

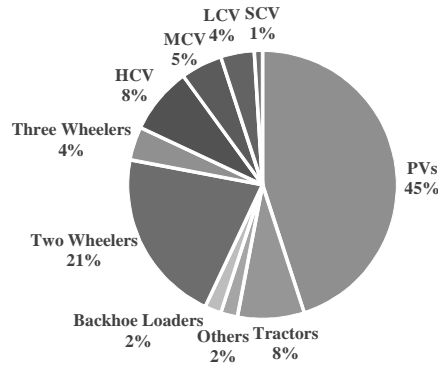


**Indian Automotive Component Exports by Geography**





**Indian Automotive Components Supply to OEMs by End Market**



Source: ACMA

The Government of India's Automotive Mission Plan (AMP) 2006–2016 has come a long way in ensuring growth for the sector. It is expected that this sector's contribution to the GDP will reach US\$ 145 billion in 2016 due to the government's special focus on exports of small cars, multi-utility vehicles (MUVs), two and three-wheelers and auto components. Separately, the deregulation of FDI in this sector has also helped foreign companies to make large investments in India. The Government of India's Automotive Mission Plan (AMP) 2016–2026 envisages creation of an additional 50 million jobs along with an ambitious target of increasing the value of the output of the sector to up to US\$ 282.65 billion.

The Indian auto-components industry is set to become the third largest in the world by 2025. Indian auto-component makers are well positioned to benefit from the globalisation of the sector as exports potential could be increased by up to four times to US\$ 40 billion by 2020 accounting for as much as 26 per cent of the market.

**5. BUSINESS OVERVIEW**

JMT Auto Limited is an automotive component manufacturer with advanced manufacturing capabilities and world class facilities in India, Germany, Romania and Sweden. The Company also exports components to the US for the oil and gas industry.

**India Operations**

The Company was established in 1987 as Jamshedpur Heat Treatment Company and started operations in the heat treatment job-work business. Since then, the Company has grown its business to become a precision gear manufacturer with world class manufacturing capabilities including the latest gear and gear-shaft manufacturing technologies. JMT Auto's core competence is in the manufacturing of high precision gears and shafts up to DIN 4 standard. The Company has also emerged as a leading precision machinist of super-finished pins and shafts for hydraulic applications and critical structural castings and forgings. The state-of-the-art and vertically integrated facilities in India include fully automated machining lines, design & engineering capabilities.

In the recent years, the Company has grown substantially, owing to a focus on quality, innovation and application of Lean Manufacturing principles enabling us to secure business across industries. We are greatly acknowledged in the global market place for the continuous improvement in product quality and advancement of our technologies.

**International Operations**

International operations of JMT Auto Ltd comprise a wholly owned subsidiary, Amtek Machining Systems Pte Ltd, incorporated at Singapore under which ALGA, an automotive component manufacturing company manufactures



products exclusively for the automotive sector. Its products include flywheel starter ring gears for all kinds of motors, housing rings for trucks, mass rings, ramp rings, and sensor rings.

ALGA exports more than 95% of its production. The productive facilities encompass three plants in the Abadiano area that total 12,512 sqm. It has a total of 175 employees.

## 6. STRATEGY AND OUTLOOK

The rapidly globalising world is opening up newer avenues for the transportation industry, especially while it makes a shift towards electric, electronic and hybrid cars, which are deemed more efficient, safe and reliable modes of transportation. Over the next decade, this will lead to newer verticals and opportunities for auto-component manufacturers, who would need to adapt to the change via systematic research and development.

Some of the key focus points being:-

- Auto component suppliers are focused on entering new vehicle segments & manufacturing new products with higher margin.
- Both Indian & global manufacturers are investing in new capacities & newer programmes, in order to get long term advantage.
- As markets in North, West & South are getting saturated; components makers are now focusing on untapped market like the Northeast region of the country.
- India's projected production is around 8.7mn passenger vehicles per year by 2020 (with most of them being compact cars).
- Many Indian firms specialising in only one product market or segment & are looking forward to diversify horizontally in other segments like 2-wheelers, passenger cars or commercial vehicles.
- They are stepping up their product development capabilities in order to have the best chance of capturing growth opportunity.

At JMT Auto, we strive to enhance our core business by aligning with customers, many of which are market leaders in the respective industry segments. Simultaneously we focus at structuring our business in a way so as to be able to capitalise on growth opportunities from other future growth areas, with an aim at diversifying our end use segment and customer base. We cater to commercial vehicles, construction and off-road machinery; agricultural and farm machines as well as oilfield equipment and services sectors.

With the current focus on "Make in India" initiative, the government is expected to vitalise a substantial investment in the auto component sector. Increased investments in R&D operations and laboratories, which are being set up to conduct activities such as analysis and simulation, and engineering animations has improved product development capabilities. The growth of global OEM sourcing from India and the increased indigenisation of global OEMs is turning the country into a preferred designing and manufacturing base.

The Vision of 'Momentum Jharkhand' is to ensure balanced economic development of the state by favouring automobile and auto-component manufacturing sector and to provide maximum benefits to all stakeholders by establishing Jharkhand as automobile hub in India.

Jharkhand Government has a number of incentives focussed at promoting Auto-motive and Auto-components industry in the State.

- Financial Assistance of 50% for fixed capital investments in building & common infrastructure to developers of auto clusters, vendor parks etc
- Comprehensive Project Investment Subsidy for investments in Machinery, Plant & Equipment etc.
- Incentive to industries implementing state reservation policy & located in extremist infested blocks.
- Other Incentives like - • Quality Certification • Marketing incentives • Entry Tax Exemption • CST Rebate • Patent Registration • Stamp Duty & Registration fee Exemption



In the given scenario of multi faceted support and incentives from Government we look forward to increased turnover in the coming years. The demand is gradually on the rise and prospects are bright for an increased demand-supply chain for the industry.

Oil and Gas sector has also been on a positive growth route with an increase of 14% in supply of components by JMT as compared to last year. The Company is currently working with two oilfield services companies for the development of new products. Additionally, the Company has experienced a substantial increase in orders received from existing and new oil & gas industry customers.

The Business Excellence Program, which we started in 2014, continues to facilitate a highly successful implementation of lean manufacturing processes. It remains the driving force behind JMT Auto's cost controls and productivity initiatives, and is a key attribute of the Company's business strategy. JMT Auto has also taken up certain other strategic initiatives such as realigning the product mix and expanding the product range to increase the share of our value added product offering. Other initiatives centre around overall fiscal control, quality improvement, up-gradation in technology and research & development. The Company also continues to focus on cost reduction and rightsizing initiatives. We are confident that these initiatives, in particular the new set of products that are being developed, will help make JMT Auto much more competitive in the market place.

**7. OPPORTUNITIES & STRENGTHS**

**Positive Outlook for the Global Automotive Industry:** While growth markets are the engines driving auto industry volumes worldwide, it is also an uneven market landscape – with China, India, Southeast Asia and North Africa leading the pack, whilst Eastern Europe shows signs of stabilisation and South America and South Africa continue to struggle. Despite the overall cool down of automotive demand globally, growth markets are expected to remain the main engine for volume growth in the automotive industry worldwide, driving an 18.8M increase in vehicle assembly volumes from 2016 to 2023.

In the automotive world, there are positive developments too in China and India – together with parts of Southeast Asia and North Africa. Among a tepid macroeconomic environment, the Chinese automotive industry has demonstrated robust double-digit sales growth as it continues to receive strong government support with ad-hoc tax incentives.

However, the global landscape is uneven – with Eastern Europe showing signs of stabilisation and an uncertain path ahead for South America and South Africa. Due to highly specific regulations, some major developing markets are only loosely connected to global trade flows and therefore require dedicated strategies and investments.

**OUTLOOK – INDIAN AUTOMOTIVE INDUSTRIES**

<b>Positive outlook for the Auto-Component Industries</b>	
<b>Engine &amp; engine parts</b>	<ul style="list-style-type: none"> <li>New technological changes in this segment include introduction of turbochargers &amp; common rail systems</li> <li>The trend of outsourcing may gain traction in this segment in the short to medium term</li> </ul>
<b>Transmission &amp; steering parts</b>	<ul style="list-style-type: none"> <li>Share of the replacement market in sub-segments such as clutches is likely to grow due to rising traffic density</li> <li>The entry of global players is expected to intensify competition in sub-segments such as gears &amp; clutches</li> </ul>
<b>Suspension &amp; braking parts</b>	<ul style="list-style-type: none"> <li>The segment is estimated to witness high replacement demand, with players maintaining a diversified customer base in the replacement &amp; OEM segments besides the export market</li> <li>The entry of global players is likely to intensify competition in sub-segments such as shock absorbers</li> </ul>



<b>Equipment</b>	<ul style="list-style-type: none"><li>Companies operating in the replacement market are likely to focus on establishing a distribution network, brand image, product portfolio &amp; pricing policy Electrical• Manufacturers are expected to benefit from the growing demand for electric start mechanisms in the 2 wheeler segment</li></ul>
<b>Others (Metal Parts)</b>	<ul style="list-style-type: none"><li>Metal part manufacturers are likely to benefit from rising demand for body &amp; chassis, pressure die castings, sheet metal parts, fan belts, hydraulic pneumatic instruments, mainly in 2 wheelers industry• The prominent companies in this business are constantly working towards expanding their customer base</li></ul>

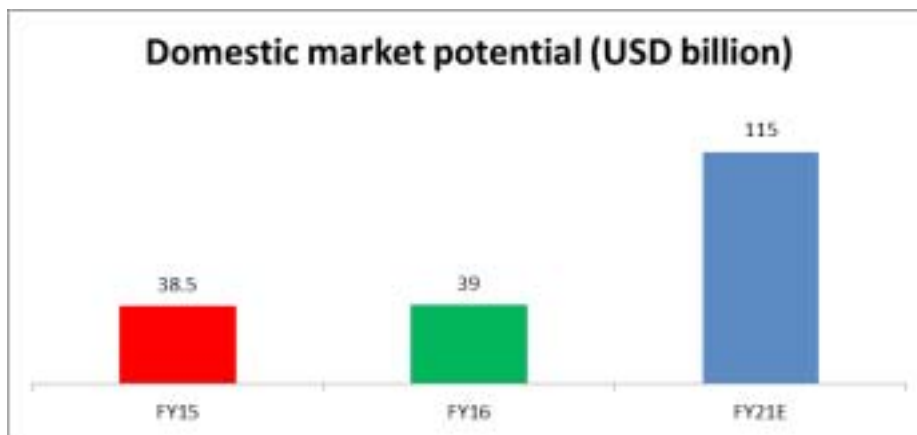
**Inherent Strengths of Manufacturing in India:** Cost efficient labour, government support and availability of skilled manpower have make India an attractive manufacturing destination over the years. This has resulted in increased interest from various global OEMs in the form of tie-ups with local suppliers. As a result, many global OEMs have also managed to achieve a fairly high level of localisation in India. This continuing trend is expected to open significant opportunities for the Indian component makers to supply to these players for their Indian and international demand.

A large India-based auto components manufacturer can focus on the rapidly growing Indian OEM market, exports & the domestic aftermarket. A global supplier operating across multiple product types and geographies can serve as an integrator & preferred supplier to the OEMs.

In addition, total automotive component exports out of India are expected to continue to increase in the years to come. India's proximity to emerging markets such as South East Asia and Africa is a key advantage for developing an export base. Furthermore, shipments to Europe from India are more cost effective as compared to those from Brazil and Thailand.

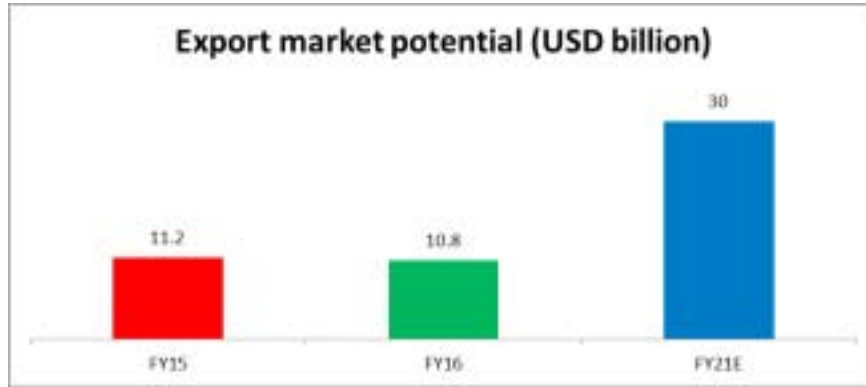
**Market Potential on the rise – Domestic and Export**

- The domestic market is expected to account for 71 per cent of total sales by 2021 with a total market size of USD115 billion.





- Export market potential (USD billion) Exports will account for as much as 26 per cent of the market by 2021



The total market size is expected to be USD115 billion by 2021, which is nearly 3.00 times the current market size of USD39 billion.

**POLICIES - AIDING GROWTH**

FAVOURABLE POLICY MEASURES AIDING GROWTH	
Auto Policy 2002	<ul style="list-style-type: none"> <li>● Automatic approval for 100 per cent foreign equity investment in auto component manufacturing facilities.</li> <li>● Manufacturing &amp; imports are exempt from licensing &amp; approvals.</li> </ul>
NATRiP	<ul style="list-style-type: none"> <li>● Set up at a total cost of USD388.5 million to enable the industry to adopt &amp; implement global performance standards.</li> <li>● Focus on providing low-cost manufacturing &amp; product development solutions.</li> </ul>
Dept. of Heavy Industries & Public Enterprises	<ul style="list-style-type: none"> <li>● Created a USD200 million fund to modernize the auto components industry by providing an interest subsidy on loans &amp; investment in new plants &amp; equipment.</li> <li>● Provided export benefits to intermediate suppliers of auto components against the Duty Free Replenishment Certificate (DFRC).</li> </ul>
Union Budget 2017-18	<ul style="list-style-type: none"> <li>● The Union Budget 2017-18 has tried to boost skill development by announcing to increase the establishment of skill centers by ten folds.</li> <li>● A reduction in tax on Liquefied Natural Gas (LNG) from 5 per cent to 2.5 per cent was also announced under the union budget.</li> </ul>
Automotive Mission Plan 2016-26	<ul style="list-style-type: none"> <li>● AMP 2026 targets a 4-fold growth in the automobiles sector in India which includes the manufacturers of automobiles, auto components &amp; tractor industry over the next 10 years.</li> <li>● It is expected to generate an additional employment of 65 million.</li> </ul>





**'Make in India':** The Indian Government's focus on improving ease of business with its 'Make in India' initiative is expected to soften regulations and reduce complex procedures. The initiative will also result in making India an even more cost effective manufacturing destination.

The Government of India has taken a series of steps to support this program such as:

- **New Trade Policy:** Export and import taxes on small volumes of goods have been abolished, and incentives have been introduced for export-oriented units and export processing zones.
- **New Labour Laws:** These include a "single window" labour compliance process for companies, simpler Provident Fund (compulsory employee insurance and pension) procedures and a new inspection scheme.
- **Simplification of Regulatory Compliance:** In an effort to enhance the ease of doing business, it has been made possible for companies to obtain environmental approvals and licenses online.

The Indian Government's Automotive Mission Plan 2016-26, the key driver of the 'Make in India' campaign envisages four-fold growth in automotive volumes by FY2026. The Indian auto sector has the potential to generate up to US\$300 billion in annual revenues by FY2026, create around 65 million additional jobs and contribute more than 12% to India's GDP, according to the plan prepared jointly by SIAM and the Government of India.

**Focus on Import Substitution to Drive Growth in the Non-automotive Sector:** With the Government of India's emphasis on substitution of imported goods to reduce import bills, sectors such as railways and defence are expected to look to Indian companies for procurement. This provides manufacturing companies an opportunity to grow in the non-automotive business.

## 8. RISK AND CONCERNS

**Macroeconomic Uncertainty:** JMT Auto's operations are spread across different regions. Due to the global nature of JMT Auto's business, its operations are directly dependent on the general economic conditions across key global markets. In the recent past, global economic growth has remained volatile and uneven with several key markets facing economic challenges. The Company, on a regular basis, assesses and evaluates the macroeconomic performance in its key markets and takes suitable remedial actions as may be necessary from time to time to mitigate such risks.

**Changes in Tax, Tariffs or Fiscal Policies:** Imposition of additional taxes and levies designed to limit the use of automobiles could adversely affect demand for the Company's products. Changes in corporate and other taxation policies, as well as changes in export and other incentives granted by various governments, or import or tariff policies, could also adversely affect the Company's financial results.

We are in the process of evaluating thoroughly the impact of the implementation of GST on our business.

**Geopolitical and other Risks:** Political instability, wars, terrorism, multinational conflicts, natural disasters, fuel shortages and their prices, epidemics, labour strikes all present business risks. To counter these risks, the Company continues to expand its geographic presence across all major automotive economies in the world.

**Country Risk through Exports:** Products produced by JMT Auto are exported to a number of different markets globally. This exposes the Company to various risks associated with international business transactions. These include various geopolitical risks, currency price regulatory risks and other such concerns.

**Raw Material Prices:** Prices and availability of various raw materials such as steel, non-ferrous, precious metals, rubber and petroleum products are dependent on various environmental factors. Even as the Company continues to pursue cost control measures, any unforeseen or sudden spike in cost of these items could impact the profitability of the Company to the extent that customer price pass through terms are not available. For JMT Auto, increase in the price of raw materials, especially steel, are passed through so there is a limited impact on our profitability.

**Global Competition:** With the integration of global automobile supply chains, the automobile components industry has become increasingly competitive with OEMs continuously scanning the market for lower prices and better



terms. Even as the Company enjoys strong and long standing relationship with many global OEMs, it continues to invest in newer products and better quality control.

**Financial Risk:** Any change in interest rates, foreign exchange rates and commodity prices can potentially impact the financial performance of the Company.

**Technological Changes:** The business environment is evolving at a rapid pace. The changing technologies have led to a shortening of the life cycle of new vehicles. Additional challenges include supply constraints from Tier II suppliers, sustenance of operating cost efficiency gains and capacity expansions in the context of rapidly changing consumer demand preferences. The Company continues to invest in new technologies and capacities to address such risks. In addition, our focus on rationalisation both in terms of size and functions, enables us to continue to complement the manufacturing excellence programs that are being developed.

**Risk Management:** Strategic, operating and financial business risks are reviewed by the Audit Committee and the Board on a regular basis. In addition to the above risks, the committee monitors any potential new risks that may arise due to changes in the external environment. While the possibility of a negative impact due to one or more of such risks cannot be totally avoided, the Company proactively takes reasonable steps to pre-empt and mitigate these.

## 9. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an elaborate internal control system which monitors compliance to internal processes. It ensures that all transactions are authorised, recorded and reported correctly. The systems are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, plant facilities and key areas of business. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms.

To further strengthen the internal control process, the Audit Committee has documented control procedures covering all aspects of key financial and operating functions. The Company's internal control systems provide for:

- Adherence to applicable accounting standards and policies
- Accurate recording of transactions with internal checks, prompt reporting and timely action
- Compliance with applicable statutes, policies, listing requirements and management policies and procedures
- Review of capital investments and long term business plans
- Periodic review meetings to guide optimum utilisation of resources
- Effective use of resources and safeguarding of assets

The Audit Committee reviews the effectiveness of internal control systems, and also provides timely updates on operating effectiveness and controls to senior management team. A CEO and CFO Certificate, forming part of the Corporate Governance Report, confirms the existence and effectiveness of internal controls and reiterates their responsibilities to report deficiencies to the Audit Committee and rectify the same.

Our auditors carry out periodic audits as per an agreed internal audit programme. They bring to the notice of management, issues which require their attention and also highlight the severity of the issue. Corrective actions are then set in place. The internal auditors report is reviewed by the Audit Committee and placed before the Board of Directors for their consideration.

### 9.1 DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, the Company's consolidated revenue from operations was Rs 314.16 Crores in comparison to Previous year revenue of Rs 334.29 Crores. During the year under review company's revenue from discontinued operations of international subsidiaries was Rs 228.91 crores which was Rs 1,131.45 crores during the previous year ended 31<sup>st</sup> March 2016. Consolidated loss after tax for the year ended 31<sup>st</sup> March 2017 was Rs 362.61 crores (including loss of Rs 366.64 crores from international subsidiaries) as against Loss after tax of



Rs 107.91 crores (including loss of Rs 112.62 Crores from international subsidiaries) during the previous year ended 31<sup>st</sup> March 2016.

#### **10. FINANCIAL CONDITION**

JMT Auto monitors its financial position regularly and deploys a robust cash management system. The Company has also been able to arrange adequate liquidity at an optimum cost to meet its business and liquidity requirements. The Company would like to thank the financial institutions, shareholders and other stakeholders for their continuous support.

#### **11. HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

During the year, the Company delivered value to its customers and investors. This was made possible by the relentless efforts of each and every employee. The Company has developed a robust and diverse talent pipeline which enhances JMT Auto's organisational capabilities for future readiness, further driving greater employee engagement. Our human resource program is focused on attracting the right talent, providing excellent on the job training opportunities, and finally giving them the growth opportunities consistent with their aspirations.

JMT Auto has always enjoyed strong industrial relations. The Company has a systematic grievance redressal system to further strengthen these relationships. This system encourages employees to share their views and opinion with the management. The Company reflects on this feedback and incorporates relevant changes into the existing policies, systems and processes.

#### **12. STATUTORY COMPLIANCE**

The Whole Time Director makes a declaration to the Board of Directors every quarter regarding compliance with provisions of various statutes as applicable. The Company Secretary ensures compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and compliance with the guidelines on insider trading for prevention of the same.

#### **13. CAUTION STATEMENT**

The above mentioned statements are only 'forward looking statements' based on certain assumptions and 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 developments, information or events etc.

Important developments that could affect the Company's operations include a downward trend in the domestic automotive industry, competition, rise in input costs, exchange rate fluctuations, and significant changes in the political and economic environment in India, environmental standards, tax laws, litigation and labour relations.

**BY ORDER OF THE BOARD  
for JMT AUTO LIMITED**

**Date : 18.08.2017  
Place: New Delhi**

**Sd/-  
(Sanjay Tikku)  
CEO & Whole Time Director  
(DIN NO.- 00300566)**



## Independent Auditor's Report

### To the Members of JMT Auto Limited, Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of JMT Auto Limited ("The Company"), which comprises the balance sheet as at 31<sup>st</sup> March 2017, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The company's board of directors is responsible for the matters specified in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section Section 133 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with relevant Rules of the Companies (Accounts) Rules, 2014.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the standards on auditing specified under section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone 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 financial control relevant to the company's preparation of the 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 the accounting policies used and the reasonableness of the accounting estimates made by the company's directors, 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 on the standalone financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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, of the state of affairs of the company as at March 31, 2017 and its loss, and its cash flows for the year ended on that date.



**Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the act, we give in annexure A, a statement on the matters specified in paragraph 3 & 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books;
  - (c) The balance sheet, the profit and loss statement (including other comprehensive income), the statement of cash flows and the statement of changes in equity, dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the accounting standards specified under section 133 of the Act, read with relevant rules thereunder;
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2017 and taken on record by the board of directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements.
    - ii. the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. there were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the company.
    - iv. the company has provided requisite disclosures in its Ind AS financial statements as regards its holding as well as dealings in specified Bank notes as defined in the Notification S.O. 3407(E) dated the November 8, 2016 of the Ministry of Finance, during the period from 8<sup>th</sup> November 2016 to 30<sup>th</sup> December 2016. Based on audit procedures performed and the representations provided to us by the management, we report that the disclosures are in accordance with the books of accounts maintained by the company.

**For A. C. Gupta & Associates**  
**Chartered Accountants**  
**Firm's registration number: 008079N**

**A.C.Gupta**  
**[Partner]**  
**Membership number: 08565**

**New Delhi**  
**June 10, 2017**



**Annexure - A to the Independent Auditors' Report**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31st March 2017.

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, fixed assets, according to the practice of the company, have been physically verified by the management at reasonable intervals. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
- (ii) We have been informed that the inventories are physically verified during the period by the management at reasonable intervals. The frequency of physical verification, in our opinion, is reasonable having regard to the size of the company and nature of its business. The discrepancies noticed on verification between the physical inventories and the book records were not material in relation to the operation of the company and the same have been properly dealt with in the books of account.
- (iii) The company during the year has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraph 3(iii) of the Order is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and security.
- (v) Since the company has not accepted any deposit from public, the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under with regard to the deposits accepted from the public are not applicable.
- (vi) According to the information and explanations given to us, maintenance of cost records has not been prescribed by the Central government under sub-section (1) of Section 148 of the Companies Act, 2013 for any of the activities of the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has been regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues with appropriate authorities during the year ended 31<sup>st</sup> March 2017.
- (b) Dues of Custom Duty and Excise Duty not deposited on account of dispute are as follows:

Name of Statue	Nature of Dues	Amount	Period	Forum where Dispute is pending
Central Excise Act, 1944	Dispute regarding Capital Cenvat availed in EOU units. Non Fulfillment of LOP Condition.	Rs. 4.44 Cr.	FY. 2012-13	Hon. High Court of Karnataka, Dharwad Bench
Customs Act,	Dispute regarding availment of SHIS license because of policy confusion.	Rs. 7 Lacs	FY. 2011-12	Hon. High Court of 1962, Kolkata.



- (viii) According to the information and explanations given to us and as per our verification of the records of the company, the company is regular in payment of instalments and Interest of term loan to the banks during the period under report.
- (ix) According to the information and explanations given to us, and as per our verification of the records of the company, the company has not raised moneys by way of initial public offer or further public offer (Including debt instruments). The term loans availed by the company have been applied for the purpose for which the loans were obtained.
- (x) According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the Year ended 31<sup>st</sup> March 2017.
- (xi) According to the information and explanations give to us and based on our examination of the records of the company, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion, and according to the information and explanations given to us, the company is not a Nidhi company. Therefore, the provisions of Clause 3 (xii) of the Order are not applicable to the company.
- (xiii) According to the information and explanations given to us and as per our verification of the records of the company all transactions with the related parties are in compliance with the Sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and as per our verification of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under review. Accordingly, the provisions of Clause 3 (xiv) of the order are not applicable to the company.
- (xv) According to the information and explanations given to us, and as per our verification of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of Clause 3 (xv) of the order are not applicable to the company.
- (xvi) In our opinion, the company is not required to be registered under section 45-IA of the reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3 (xvi) of the order are not applicable to the company.

**For A.C. Gupta & Associates**  
**Chartered Accountants**  
**Firm's registration number: 008079N**

**A.C.Gupta**  
**[Partner]**  
**Membership Number: 08565**

**New Delhi**  
**June 10, 2017**



## **Annexure - B to the Independent Auditors' Report**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of JMT Auto Limited ("the Company") as of 31st March 2017 in conjunction with our audit of the standalone Ind AS financial statements of the company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.





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**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2017, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For A. C. Gupta & Associates**

**Chartered Accountants**

**Firm's registration number: 008079N**

**A. C. Gupta**

**[Partner]**

**Membership Number: 008565**

**Place : New Delhi**

**Dated : June 10, 2017**



**STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2017**

(Rupees in Lakhs)

Particulars	Notes	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>A ASSETS</b>				
1 Non-current assets				
(a) Property, plant and equipment	3	15,415.38	17,464.16	19,650.33
(b) Capital work-in-progress	3	83.26	17.61	109.11
(c) Other intangible assets	3	11.93	19.50	21.68
(d) <u>Financial assets</u>				
Investments	4	706.15	706.15	6.15
Other financial assets	5	574.75	572.72	526.85
(e) Other non-current assets	6	390.61	434.58	1,445.61
<b>Sub total-Non-current assets</b>		<b>17,182.08</b>	<b>19,214.72</b>	<b>21,759.73</b>
2 <b>Current assets</b>				
(a) Inventories	7	11,781.26	11,221.11	11,007.31
(b) <u>Financial assets</u>				
Trade receivables	8	5,521.81	5,181.27	4,529.76
Cash and cash equivalents	9	36.81	20.37	91.50
Other financial assets	10	362.50	646.78	662.58
(c) Other current assets	11	5,397.17	4,030.03	3,283.26
<b>Sub total current assets</b>		<b>23,099.55</b>	<b>21,099.56</b>	<b>19,574.41</b>
<b>TOTAL-ASSETS</b>		<b>40,281.64</b>	<b>40,314.28</b>	<b>41,334.14</b>
<b>(B) EQUITY AND LIABILITIES</b>				
1 <b>Equity</b>				
(a) Equity share capital	12	5,038.32	5,038.32	5,038.32
(b) Other equity	13	11,923.66	11,552.57	11,080.82
<b>Sub total-Equity</b>		<b>16,961.98</b>	<b>16,590.89</b>	<b>16,119.14</b>
2 <b>Liabilities</b>				
<b>Non-current liabilities</b>				
(a) <u>Financial liabilities</u>				
Borrowings	14	4,220.71	5,645.40	7,345.79
(b) Provisions	15	200.40	146.73	113.53
(c) Deferred Tax liability (Net)	16	1,662.95	2,117.16	2,358.68
<b>Sub total-Non-current liabilities</b>		<b>6,084.06</b>	<b>7,909.29</b>	<b>9,818.00</b>
<b>Current liabilities</b>				
(a) <u>Financial liabilities</u>				
- Borrowings	17	8,432.80	7,005.14	7,650.44
- Trade payables	18			
(i) Total outstanding dues of Micro & small enterprises		-	-	-
(ii) Total outstanding dues other than Micro & small enterprises		4,144.68	4,267.50	6,043.91
- Other financial liabilities	19	4,128.10	4,354.66	1,443.74
(b) Other current liabilities	20	180.40	213.04	168.81
(c) Provisions	21	2.71	1.91	101.10
(d) Current tax liabilities (net)	22	346.91	(28.15)	(11.00)
<b>Sub total-Current liabilities</b>		<b>17,235.60</b>	<b>15,814.10</b>	<b>15,397.00</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>40,281.64</b>	<b>40,314.28</b>	<b>41,334.14</b>

**Significant Accounting Policies & Notes on Financial Statements 1 to 37**

In terms of our report attached  
For A.C. Gupta & Associates  
Chartered Accountants  
Partner

For and on behalf of the Board

Place : New Delhi,  
Dated : 10th June, 2017

sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

sd/-  
**Mona K Bahadur**  
Company Secretary

sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566



**STANDALONE STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2017**

(Rupees in Lakhs)

Particulars	Note	For the Year ended on 31.03.2017	For the Year ended on 31.03.2016
<b>I. Revenue</b>			
Revenues from operations	23	31,416.34	33,429.27
Other Income	24	353.52	339.84
<b>II. Total Revenue</b>		<b>31,769.87</b>	<b>33,769.11</b>
<b>III. Expenses:</b>			
Cost of Material consumed	25	12,925.12	13,523.92
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	26	(1,132.34)	(179.67)
Employee benefit expenses	27	2,091.11	1,810.47
Financial expenses	28	2,139.25	1,953.84
Depreciation and Amortization Expenses	29	2,932.86	2,761.45
<b>Other expenses</b>	30	<b>12,237.45</b>	<b>13,115.40</b>
<b>Total</b>		<b>31,193.46</b>	<b>32,985.41</b>
<b>IV. Profit before exceptional items and tax (II-III)</b>		<b>576.41</b>	<b>783.70</b>
<b>V. Exceptional Items [Income/(Expense)]</b>		<b>-</b>	<b>-</b>
<b>VI. Profit before tax (IV + V)</b>		<b>576.41</b>	<b>783.70</b>
<b>VII. Less: Provision for Tax:</b>	31		
Current tax		680.72	155.22
Previous Year Income Tax		91.51	
Deferred tax		(441.43)	(222.62)
MAT Credit Utilized		(175.09)	341.02
<b>Total</b>		<b>155.71</b>	<b>273.62</b>
<b>VIII. Profit/(Loss) from continuing operations (VI-VII)</b>		<b>420.70</b>	<b>510.08</b>
<b>IX. Other Comprehensive Income</b>			
(i) Item that will not be reclassified to profit or loss		(25.94)	(38.34)
(ii) Income tax relating to items that will not be reclassified to profit or loss			
<b>Other Comprehensive Items(Net of Tax)</b>	32	<b>(25.94)</b>	<b>(38.34)</b>
<b>X. Total Comprehensive Income/(Loss) for the year (VIII +IX) (Comprising profit/(Loss) and other comprehensive income for the year)</b>		<b>394.76</b>	<b>471.75</b>
<b>Earnings Per Share (For continuing operation) (not annualized)</b>			
a) Basic	33	0.08	0.09
b) Diluted		0.08	0.09
<b>Earnings Per Share (For continued and discontinuing operations) (not annualized)</b>			
a) Basic		0.08	0.09
b) Diluted		0.08	0.09

**Significant Accounting Policies & Notes on Financial Statements 1 to 37**

In terms of our report attached  
For A.C. Gupta & Associates  
Chartered Accountants  
Partner

For and on behalf of the Board

sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

sd/-  
**Mona K Bahadur**  
Company Secretary

sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566

Place : New Delhi,  
Dated : 10th June, 2017

Statement of Changes in Equity for the period ended 31st March 2017

A. Equity Share Capital

(Rupees in Lakhs)

Particulars	Balance as at 01.04.2015	Changes during the Period	Balance as at 31.03.2016
503,832,140 Equity Shares of Rs. 1/ each)	5038.32	–	5038.32

Particulars	Balance as at 01.04.2016	Changes during the Period	Balance as at 31.03.2017
503,832,140 Equity Shares of Rs. 1/ each)	5038.32	–	5038.32

B. Other Equity

(Rupees in Lakhs)

Particulars	Reserve and Surplus					Other Comprehensive Income	Total Income
	Capital Reserve	Securities Premium Reserve	ESOP	General Reserve	Retained Earnings	Reclassification of acturial gains/(losses), on account of Defined Employee Benefit Obligation	
<b>As at 01.04.2016</b>	525.50	599.41	23.66	1,080.83	9,361.50	(38.34)	11,552.57
Total Comprehensive Income for the year	-		-23.66	-	420.70	-25.94	371.10
<b>As at 31.03.2017</b>	525.50	599.41	-	1,080.83	9,782.20	(64.28)	11,923.66

(Rupees in Lakhs)

Particulars	Reserve and Surplus					Other Comprehensive Income	Total Income
	Capital Reserve	Securities Premium Reserve	ESOP	General Reserve	Retained Earnings	Reclassification of acturial gains/(losses), on account of Defined Employee Benefit Obligation	
<b>As at 01.04.2015</b>	525.50	599.41	23.66	1,080.83	8,851.42	–	11,080.82
Total Comprehensive Income for the year	–			–	510.08	-38.34	471.75
<b>As at 31.03.2016</b>	525.50	599.41	23.66	1,080.83	9,361.50	(38.34)	11,552.57



**JMT AUTO LIMITED**  
AN ANTEK GROUP COMPANY

ANNUAL REPORT 2016-17



(Rupees in Lakhs)

Particulars	Reserve and Surplus					Other Comprehensive	Total
	Capital Reserve	Securities Premium Reserve	ESOP	General Reserve	Retained Earnings	Income	
						Reclassification of acturial gains/(losses), on account of Defined Employee Benefit Obligation	
<b>As at 01.04.2015</b>	525.50	599.41	23.66	1,080.83	8,822.92	-	11,052.32
Restated balance at the beginning of the reporting period					28.50	-	28.50
<b>As at 01.04.2015</b>	525.50	599.41	23.66	1,080.83	8,851.42	-	11,080.82

In terms of our report attached  
For A.C. Gupta & Associates  
Chartered Accountants  
ICAI Firm Regd No. 008079N

For and on behalf of the Board

(AC. Gupta)  
Partner  
M.No 008565  
M.No. 76980

Sd/-  
Sanjay Tiku  
Director

Sd/-  
Gautam Malhotra  
Director

Place : New Delhi  
Dated : 10th June, 2017

Sd/-  
Sandeep Singh Surya  
Chief Financial Officer

Sd/-  
Mona K Bahadur  
Company Secretary



**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017**  
(Rupees in Lakhs)

Particulars	For the Year ended 31.03.2017	For the Year ended 31.03.2016
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit as per Profit & Loss Account (PBT)	576.41	783.70
Add: Depreciation & Amortisation	2,932.86	2,761.45
Add: Additional Depreciation	—	—
Add: Loss on Sales of Investments	—	—
Add: Financial Expenses	2,139.25	1,953.84
Less: profit on sales of Property Plant & Equipments	—	—
Less: Interest Received & Other Income	(40.89)	(40.71)
	<b>5,607.64</b>	<b>5,458.28</b>
<b>Change in Current / Non Current Liabilities:</b>		
(Increase)/Decrease in Inventories	(560.15)	(213.80)
(Increase)/Decrease in Trade Receivables	(505.65)	(780.29)
(Increase)/Decrease in Other Non- Current Assets	41.94	965.16
(Increase)/Decrease in Other Current Assets	(1,082.87)	(730.96)
(Increase)/Decrease in Trade Payable	(122.82)	(1,776.41)
Increase/(Decrease) in Current Liabilities	(338.33)	2,696.46
Increase/(Decrease) in Provisions	7.87	(194.58)
<b>Cash generation from operations activities</b>	<b>3,047.63</b>	<b>5,423.87</b>
Direct Tax Paid	(158.72)	(183.37)
<b>Net cash from operating activities</b>	<b>2,888.91</b>	<b>5,240.50</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Addition to Fixed Assets	(876.52)	(573.10)
Adjustment in Capital work in progress	(65.65)	91.50
Interest Received & Other income	40.89	40.71
Proceed from sale of fixed assets	—	—
(Purchase) / Sales of investments (Net)	(0.01)	(700.00)
<b>Net Cash from Investing activities</b>	<b>(901.29)</b>	<b>(1,140.89)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of Equity Share Capital & Share Premium	—	—
(Repayment) /Disbursement of Long Term and Short Term borrowings	2.97	(2,345.68)
Proceeds from promoter contribution	—	—
Finance Charges Paid	(1,974.14)	(1,825.06)
<b>Net Cash from financing activities</b>	<b>(1,971.17)</b>	<b>(4,170.74)</b>
<b>Net cash flows during the year (A+B+C)</b>	<b>16.44</b>	<b>(71.14)</b>
<b>Cash &amp; cash equivalents (opening balance)</b>	<b>20.37</b>	<b>91.50</b>
	<b>36.81</b>	<b>20.37</b>

In terms of our report attached

For and on behalf of the Board

For A.C. Gupta & Associates

Chartered Accountants

Partner

sd/-

**Sandeep Singh Surya**  
Chief Financial Officer

sd/-

**Mona K Bahadur**  
Company Secretary

sd/-

**Gautam Malhotra**  
Director  
DIN - 00157488

sd/-

**Sanjay Tiku**  
Director  
DIN - 00300566

Place : New Delhi,

Dated : 10th June, 2017



## Notes forming part of the Standalone financial statements

### 1. Company Overview and Significant Accounting Policies

JMT Auto Limited incorporated as Public Limited Company is into the business of manufacturing of Auto Components. The core competency of the Company is into manufacturing of Gear and Transmission parts. The Manufacturing facilities are located in Jamshedpur, Jharkhand and Dharwad, Karnataka. The shares of the Company are listed on National Stock Exchange and Bombay Stock Exchange.

### 2. Summary of significant accounting policies

#### 2.1 Statement of Compliance

The Financial Statements have been prepared in accordance with IND ASs notified under the Companies (Indian Accounting Standard) Rules, 2015. For all periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with Accounting Standards specified in Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP") and other relevant provision of the Act. These financial statements for the year ended March 31, 2017 are the first financial statements that the Company has prepared in accordance with Ind AS. There is a possibility that these standalone financial statements and comparatives may require adjustment due to changes in financial reporting requirements arising from new or revised standards or interpretations issued by MCA or ICAI.

#### 2.2 Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (IND AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values; the provisions of the Companies Act, 2013 ('Act') (to the extent notified and applicable); and guidelines issued by the Securities and Exchange Board of India (SEBI). The IND AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The company has adopted all notified Indian Accounting standards to the extent applicable. The adoption was carried out in accordance with IND AS 101 (First time adoption of Indian Accounting Standards). The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of the effect of the transition has been summarized in notes. Accounting policies have been consistently applied except where a newly issued Indian accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

#### 2.3 Use of estimates

The preparation of the financial statements in conformity with IND AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

#### *Useful lives of property, plant and equipment*

The company reviews the useful life of property, plant and equipment at the end of each reporting period or more frequently. This reassessment may result in change in depreciation expense in future periods.

#### *Valuation of deferred tax assets / liabilities*

The company reviews the carrying amount of deferred tax assets / liabilities at the end of each reporting period.



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

A provision is recognised when the company has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

### **2.4 Revenue Recognition**

Revenue is measured at fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured regardless of when the payment is being made. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

- All Expenses and income are accounted on accrual basis.

### **2.5 Employee benefits**

- **Long - Term Employee Benefits**

The liability for gratuity & leave encashment is determined using Projected Unit Credit [PUC] Method and is accounted for on the basis of actuarial valuation in Accordance with IND AS - 19. The company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Actuarial Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. The current service cost is included in the employee benefit expense in the statement of profit & loss account. The interest cost calculated by applying the discount rate to the net balance of defined benefit obligation, is included in the finance cost in the statement of profit & loss account.

- **Short-Term Employee Benefits**

Short- term employee benefits include performance incentive, salaries & wages, bonus and leave travel allowance. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the services.

### **2.6 Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest costs. 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 are capitalised as part of the cost of the asset. Processing fee paid for borrowings is amortised over the term of long term loan through statement of profit & loss. All other borrowing costs are expensed in the period in which they occur. Preference Shares are separated into equity and liability components based on the terms of the issue / contract. Interest on liability component of preference shares is determined using amortised cost method and is charged to the statement of profit & loss.

### **2.7 Depreciation & amortisation**

The company depreciates property, plant and equipment over their estimated useful lives using the straight-line method. Depreciation methods, useful lives and residual values are reviewed at each reporting period. Depreciation on additions/ deductions to property, plant and equipment is provided on pro-rata basis from the date of actual installation or up to the date of such sale or disposal, as the case may be. Leasehold assets are amortised equally over the period of their lease.





## 2.8 Impairment of Assets

### i) Financial assets (other than at fair value)

The company assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The company recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction.

### (ii) Non-financial assets

#### a) Property, Plant & equipment and Intangible Assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is an indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss.

#### b) Investment in subsidiaries

Investment held by the company as on the date of transition date i.e. 01.04.2016 is valued at cost. Investments made in subsidiaries, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].

#### c) Investment in associates / Joint Ventures

Investment held by the company in associates / joint ventures as on the date of transition date i.e. 01.07.2015 is valued at cost. Investments made in associates / joint ventures, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].

#### d) Investment - Others

##### Current Investments

Quoted financial assets have been classified as FVTOCI and unquoted financial assets have been classified as Fair Value Through Profit & Loss [FVTPL].

##### Non-Current

##### Investments

Quoted long term investments have been classified as FVTOCI and unquoted long term investments are have been classified as FVTPL.

## 2.9 Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Minimum Alternative Tax [MAT] paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal income tax in future periods. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that future economic benefits associated with it flow to the company and the asset can be measured reliably.



## 2.10 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation /amortization and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The cost of property, plant & equipment also includes initial estimates of dismantling cost and restoring the site to its original position, on which the site is located. For transition to IND AS, the company has elected to continue with carrying value of all its property, plant and equipment recognized as on 01.07.2015 measured as per the previous GAAP in accordance with the principles of Part B of Schedule II of the Companies Act, 2013.

## 2.11 Financial instruments

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets (Except Net Investments) and financial liabilities (Except Borrowings) are recognized at fair value on initial recognition, except for trade receivables and security deposits, which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination, which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts are approximately at fair value due to the short maturity of these instruments. De-recognition of financial instruments.

### De-recognition of financial instruments

The company de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under IND AS 109. A financial liability (or a part of a financial liability) is de-recognised from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

### 2.11 (a) Borrowings

Borrowings are initially measured at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Preference shares are separated into liability and equity components based on the terms of the issue / contract. On issuance of the preference shares, the fair value of the liability component is determined using a market rate for an equivalent instrument. This amount is classified as financial liability and is measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption. The remainder of the proceeds is recognised and included in equity. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the equity component is not re-measured in subsequent years.

## 2.12 Investments

### a) Investment in subsidiaries

Investment held by the company in subsidiaries as on the date of transition date i.e. 01.04.2015 is valued at cost. Investments made in subsidiaries, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI]. b) Investment in associates / Joint Ventures Investment held by the company in associates / joint ventures as on the date of transition date i.e. 01.04.2015 is valued at cost. Investments made in associates / joint ventures, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].

### c) Investment - Others Current Investments

Quoted financial assets have been classified as FVTOCI and unquoted financial assets have been classified as Fair Value Through Profit & Loss [FVTPL]. **Non-Current Investments** Quoted long term investments have been classified as FVTOCI and unquoted long term investments are have been classified as FVTPL.

## 2.13 Provisions

A provision is recognized if, as a result of a past event, the company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.



#### 2.14 Inventories

- Raw Materials and Goods under process are valued at cost (Net of provision for diminution) or \*Net Realizable value, whichever is lower.
- Waste and Scrap is valued at Net Realizable Value.
- Cost of inventories of Raw Materials and stores and Spares is ascertained on FIFO basis.
- Cost of goods under process comprise of cost of materials and proportionate production overhead. Cost of material for this purpose is ascertained on FIFO basis.
- Provision for obsolescence in inventories is made, whenever required.
- \*Net Realizable Value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

#### 2.15 Earnings per equity share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

#### 2.16 Excise Duty

Excise Duty is paid on clearance of goods but is accounted for in the books on accrual basis. Accordingly, provision for excise duty is made for goods lying in the Bonded Warehouse.

#### 2.17 Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

#### 2.18 Cash Flow Statement

Cash flows are reported using the indirect method, except in case of dividend which has been considered on the basis of actual movement of cash with corresponding adjustments of assets and liabilities and where by profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

#### 2.19 Dividends

- Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

#### 2.20 Leases

- Leases under which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower.
- Lease payments under operating leases are recognized as an expense on a straight line basis in net profit in the Statement of Profit and Loss over the lease term. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognized in the year in which such benefits accrue.



**NON-CURRENT FINANCIAL ASSETS**

**Note : 4 INVESTMENTS**

(Rupees in Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>Unquoted Equity Investments other than Subsidiary</b>			
Nicco Jubilee Park Limited 10,000 (FY 2016- 10,000, FY 2015-10,000) equity shares of Rs 10 each fully paid up	1.00	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)	(1.00)
<b>Jaimex International Private Limited</b>			
10,000 (FY 2016- 10,000, FY 2015-10,000) equity shares of Rs 10 each fully paid up	1.00	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)	(1.00)
<b>Adityapur Auto Cluster</b>			
600 (FY 2016- 600, FY 2015-600) equity shares of Rs 1,000 each fully paid up	6.00	6.00	6.00
<b>Other Investments</b>			
Investment in Amtek Machining Systems Pte Ltd 10(FY 2016-10, FY2015-0) Equity shares of SGD 1/- Each	0.00	0.00	–
<b>Amtek Riken Casting Private Limited</b>	700.00	700.00	–
70.00,000(FY 2016-70,00,000, FY 2015-0) Equity Shares of Rs 10/- Each			
<b>National Savings Certificate</b>	0.15	0.15	0.15
<b>Total</b>	<b>706.15</b>	<b>706.15</b>	<b>6.15</b>

(Rupees in Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Aggregate Value of Unquoted Investment	706.15	706.15	6.15

**Note : 5 Other Financial Asset**

(Rupees in Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Security Deposit	574.75	572.62	526.80
Interest accrued on deposits	–	0.10	0.05
<b>Total</b>	<b>574.75</b>	<b>572.72</b>	<b>526.85</b>

**Note No: 3 FIXED ASSETS**
*(Rupees in Lakhs)*

Particulars	Land-Leasehold	Land-Freehold	Building	Plant and Equipment	Furnitures & Fixtures	Vehicles	Office Equipment	Data Processing Units	Total	Other Intangible Assets	Capital Work in Progress
<b>Carrying Value</b>											
<b>As at 01.04.2015 (A)</b>	145.30	248.94	4,166.14	14,853.00	84.17	72.85	57.83	22.10	19,650.33	21.68	-
Additions	-	-	11.59	536.94	0.36	8.10	2.62	10.30	569.91	4.87	-
Disposals	-	-	-	-	-	1.68	-	-	1.68	-	-
<b>As at 31.03.2016 (B)</b>	145.30	248.94	4,177.73	15,389.94	84.53	79.27	60.45	32.40	20,218.56	26.55	-
Additions	346.14	-	9.21	420.35	0.45	46.59	22.93	39.60	885.27	-	-
Disposals	-	-	-	-	-	8.76	-	-	8.76	-	-
<b>As at 31.03.2017 (C)</b>	491.44	248.94	4,186.94	15,810.29	84.97	117.10	83.38	72.00	21,095.07	26.55	-
<b>Depreciation</b>											
<b>As at 01.04.2015 (D)</b>	-	-	-	-	-	-	-	-	-	-	-
Provided during the period*	4.83	-	188.94	2,487.82	22.49	11.53	22.49	16.30	2,754.40	7.05	-
Written back during the period	-	-	-	-	-	-	-	-	-	-	-
Adjustments*	-	-	-	-	-	-	-	-	-	-	-
<b>As at 31.03.2016 (E)</b>	4.83	-	188.94	2,487.82	22.49	11.53	22.49	16.30	2,754.40	7.05	-
Provided during the period*	22.89	-	189.33	2,647.75	18.96	14.26	19.06	13.04	2,925.28	7.57	-
Written back during the period	-	-	-	-	-	-	-	-	-	-	-
Adjustments*	-	-	-	-	-	-	-	-	-	-	-
<b>As at 31.03.2017 (F)</b>	27.72	-	378.26	5,135.57	41.45	25.79	41.55	29.34	5,679.68	14.62	-
<b>Net Block</b>											
<b>As at 31.03.2017 (C-F)</b>	463.72	248.94	3,808.67	10,674.73	43.53	91.31	41.83	42.65	15,415.39	11.93	83.26
<b>As at 31.03.2016 (B-E)</b>	140.47	248.94	3,988.79	12,902.13	62.04	67.74	37.96	16.10	17,464.16	19.50	17.61
<b>As at 01.04.2015 (A-D)</b>	145.30	248.94	4,166.14	14,853.00	84.17	72.85	57.83	22.10	19,650.33	21.68	109.11

**Reconciliation of Fixed Assets between previous GAAP and Ind AS is as under:**
*(Rupees in Lakhs)*

Particulars	As at 31.03.2016	As at 01.04.2015
<b>A) Fixed Assets for the period as per previous GAAP</b>	17,416.33	19,600.14
<b>B) Effects of transition of Ind AS on Fixed Assets:</b>		
i) Adjustment of Dismantling Cost	51.07	50.19
ii) Adjustment of Depreciation	(3.22)	-
<b>Fixed Assets for the period as per Ind AS Total</b>	<b>17,464.17</b>	<b>19,650.33</b>


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**Note : 6 Other Non-Current Assets**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>Capital advance</b>			
Unsecured, Considered Good	145.63	130.51	815.39
<b>Others</b>			
(i) MAT Credit Entitlement	–	260.10	601.12
(ii) Advance Tax net of provision	244.98	43.97	29.11
<b>Total</b>	<b>390.61</b>	<b>434.58</b>	<b>1,445.61</b>

**Note : 7 INVENTORIES (AS CERTIFIED BY MANAGEMENT)\***

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Raw Material	1,537.71	1,957.73	1,785.37
Work in Progress	9,179.16	8,059.56	7,978.86
Finished Goods	395.66	382.92	283.95
Consumables (stores and spares)	668.73	820.90	959.13
<b>Total</b>	<b>11,781.26</b>	<b>11,221.11</b>	<b>11,007.31</b>

**Note : 8 TRADE RECEIVABLES**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>Trade Receivables outstanding for a period exceeding Six months from the date they become due for payment</b>			
Unsecured Considered Good	302.95	270.71	172.52
<b>Others Trade Receivables</b>			
Unsecured Considered Good	5,218.86	4,910.56	4,357.24
<b>Total</b>	<b>5,521.81</b>	<b>5,181.27</b>	<b>4,529.76</b>

**Note : 9 CASH AND CASH EQUIVALENTS**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Cash on Hand	3.50	3.65	4.40
<b>Balance with Schedule Banks</b>			
- Current accounts	18.52	7.33	74.37
- EEFC Account	5.94	-	-



**Earmarked Balances**

- Balance in banks against unpaid dividend	8.85	9.39	12.73
<b>Total</b>	<b>36.81</b>	<b>20.37</b>	<b>91.50</b>

\*Cash and cash Equivalents as on 31st March 2017, 31st March 2016 and 31st March 2015 includes restricted bank balances of Rs 8.85 Lakhs, Rs 9.39 Lakhs, Rs 12.73 Lakhs respectively. The restricted is primarily on account of cash and bank balances held on account of Unpaid Dividends.

**Note : 10 OTHER CURRENT FINANCIAL ASSETS**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
Staff advances	8.73	42.92	52.49
Interest accrued on deposits	46.54	38.88	45.11
Subsidy	283.35	541.00	541.00
Security Deposit	23.88	23.98	23.98
<b>Total</b>	<b>362.50</b>	<b>646.78</b>	<b>662.58</b>

**Note : 11 OTHER CURRENT ASSETS**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>Loans &amp; Advances</b>			
Unsecured, Considered Good:			
Advance to parties	4528.48	3238.48	1949.49
Prepaid expenses	57.89	46.46	30.10
Balance with Revenue Authorities (Indirect taxes)	810.80	745.09	1302.14
Others	0.00	0.00	1.53
<b>Total</b>	<b>5,397.17</b>	<b>4,030.03</b>	<b>3,283.26</b>

**Note : 12 SHARE CAPITAL**

*(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
525000000 (525,000,000 Equity Shares of Re. 1 each)	5,250.00	5,250.00	5,250.00
<b>Total</b>	<b>5,250.00</b>	<b>5,250.00</b>	<b>5,250.00</b>

**Issued, Subscribed and Paid - Up  
Equity Shares**

(31.03.2017: 503,832,140 Equity Shares of Re. 1 each)	5,038.32	5,038.32	5,038.32
(31.03.2016: 251,916,070 Equity Shares of Rs. 2 each)	—	—	—
(01.04.2015: 50,383,214 Equity Shares of Rs. 10 each)	—	—	—
<b>Total</b>	<b>5,038.32</b>	<b>5,038.32</b>	<b>5,038.32</b>



**Note : 12.1** The reconciliation of the number of shares outstanding and the amount of share capital as at 31.03.2017, 31.03.2016 and 01.04.2015 is set out below:

**Equity Shares** (Rupees in Lakhs)

Particulars	As at 31.03.2017		As at 31.03.2016		As at 01.04.2015	
	Number of Share	Amount	Number of Share	Amount	Number of Share	Amount
Number of shares at the beginning	251916070	5038.32	50383214	5038.32	14,395,204	1439.52
Add: Bonus Shares Issued during the year	-	-	-	-	35,988,010	3598.80
Add: Stock Split of Rs. 10 shares into Rs. 2 shares during the year	-	-	201532856	-	-	-
Add: Stock Split of Rs. 2 shares into Rs. 1 shares during the year	251916070	-	-	-	-	-
<b>Number of Shares at the end</b>	<b>503832140</b>	<b>5038.32</b>	<b>251916070</b>	<b>5038.32</b>	<b>50383214</b>	<b>5038.32</b>

**Note : 12.2 Rights, preferences and restrictions attached to shares**

The company has one class of equity shares having a par value of Rs. 1 per share. Each shareholder is eligible for one vote per share held. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**Note : 12.3 Details of Shareholders Holding more than 5% Share Capital** (Rupees in Lakhs)

Particulars	As at 31.03.2017		As at 31.03.2016		As at 01.04.2015	
	Number of Share	% of Holding	Number of Share	% of Holding	Number of Share	% of Holding
<b>1. Equity Shares</b>						
Amtek Auto Limited	336,412,200	66.77%	168,206,100	66.77%	36,141,220.50	71.73%
Hypnos Fund Limited	30,660,920	6.09%	21,206,224	8.42%	4,877,530.00	9.68%
Lts Investment Fund Ltd	42,197,960	8.38%	19,172,480	7.61%	3,802,946.00	7.55%
	<b>409,271,080</b>	<b>81.23%</b>	<b>208,584,804</b>	<b>82.80%</b>	<b>44,821,696.50</b>	<b>88.96%</b>

**Note : 12.4 Details of bonus shares issued during the last five years (In Numbers)**

Nature	31.03.2017	31.03.2016	31.03.2015	31.03.2014	31.03.2013
Equity Shares	Nil	Nil	35988010	Nil	Nil





Note No: 13 OTHER EQUITY

B. Other Equity

(Rupees in Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>i) Capital Reserve</b>			
Opening Balance as on 01.04.2016	525.50	525.50	525.50
Addition/(deduction) during the period (net)	–	–	–
<b>Closing Balance as on 31.03.2017</b> (A)	525.50	525.50	525.50
<b>ii) Securities Premium Reserve</b>			
Opening Balance as on 01.04.2016	599.41	599.41	599.41
Addition/(deduction) during the period (net)	–	–	–
<b>Closing Balance as on 31.03.2017</b> (B)	599.41	599.41	599.41
<b>iii) ESOP</b>			
Opening Balance as on 01.04.2016	23.66	23.66	23.66
Addition/(deduction) during the period (net)	(23.66)	–	–
<b>Closing Balance as on 31.03.2017</b> (C)	–	23.66	23.66
<b>iv) General Reserve</b>			
Opening Balance as on 01.04.2016	1,080.83	1,080.83	1,080.83
Addition/(deduction) during the period (net)	–	–	–
<b>Closing Balance as on 31.03.2017</b> (D)	1,080.83	1,080.83	1,080.83
<b>v) Retained Earnings</b>			
Opening Balance as on 01.04.2016	9,361.50	8,851.42	8,822.92
Addition/(deduction) during the period (net)	420.70	510.08	28.50
<b>Closing Balance as on 31.03.2017</b> (E)	9782.20	9361.50	8851.42
<b>vi) Other Comprehensive Income</b>			
Opening Balance as on 01.04.2016	(38.34)	–	–
Addition/(deduction) during the period (net)	-25.94	-38.34	0.00
<b>Closing Balance as on 31.03.2017</b> (F)	<b>-64.28</b>	<b>-38.34</b>	<b>0.00</b>
<b>Total</b> (A+B+C+D+E+F)	<b>11,923.66</b>	<b>11,552.57</b>	<b>11,080.82</b>

Note : 14 LONG TERM BORROWINGS

(Rupees in Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>SECURED LOANS</b>			
<b>Term Loans</b>			
From Banks & Financial Institutions	4,220.71	5,645.40	7,345.79
<b>Total Long Term Borrowings</b>	<b>4,220.71</b>	<b>5,645.40</b>	<b>7,345.79</b>



Reconciliation of Term Loans between previous GAAP and Ind AS is as under: *(Rupees in Lakhs)*

Particulars	As at 31.03.2016	As at 01.04.2015
<b>A) Term Loans for the period as per previous GAAP</b>	5,664.90	7,374.29
<b>B) Effects of transition of Ind AS on Term Loans:</b>		
i) Adjustment of Processing fees	(28.50)	(28.50)
ii) Adjustment of Finance Cost	9.00	–
<b>Term Loans for the period as per Ind AS Total</b>	<b>5645.40</b>	<b>7345.79</b>

Note : 15 LONG TERM PROVISIONS *(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>(i) Provision for Employee Benefits</b>			
Gratuity	65.64	33.98	26.87
Leave Encashment	74.23	57.61	36.47
<b>(ii) Others</b>			
Dismantling	60.53	55.14	50.19
<b>Total</b>	<b>200.40</b>	<b>146.73</b>	<b>113.53</b>

Reconciliation of Long term Provisions between previous GAAP and Ind AS is as under: *(Rupees in Lakhs)*

Particulars	As at 31.03.2016	As at 01.04.2015
<b>A) Long Term Provisions for the period as per previous GAAP</b>	91.59	63.34
<b>B) Effects of transition of Ind AS on Long Term Provisions:</b>		
i) Adjustment of Dismantling	55.14	50.19
<b>Long Term Provisions for the period as per Ind AS Total</b>	<b>146.73</b>	<b>113.53</b>

Note : 16 DEFERRED TAX LIABILITIES (Net) *(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>Deferred Tax Liabilities</b>			
On account of Depreciation of Fixed Assets	2,117.16	2,149.91	2,412.04
<b>Deferred Tax Asset</b>			
On account of carry forward losses/amortisation expenses	(451.65)	(30.34)	53.35
Deffered Tax on Ind AS effect	(2.56)	(2.41)	–
<b>Net Deferred Tax Liability</b>	<b>1,662.95</b>	<b>2,117.16</b>	<b>2,358.68</b>



Reconciliation of Deferred Tax between previous GAAP and Ind AS is as under: *(Rupees in Lakhs)*

Particulars	As at 31.03.2016	As at 01.04.2015
<b>A) Deferred Tax for the period as per previous GAAP</b>	2,119.57	2,358.69
<b>B) Effects of transition of Ind AS on Deferred Tax:</b>		
i) Deferred Tax on Depreciation & Finance costs on dismantling	(2.41)	0
<b>Deferred Tax for the period as per Ind AS</b>	<b>2,117.16</b>	<b>2,358.69</b>
<b>Total</b>		

Note : 17 BORROWINGS *(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
<b>SECURED LOANS</b>			
<b>Bank Borrowing for Working Capital</b>			
From Banks	8,432.80	7,005.14	7,650.44
<b>Total</b>	<b>8,432.80</b>	<b>7,005.14</b>	<b>7,650.44</b>

Note : 18 TRADE PAYABLES *(Rupees in Lakhs)*

Particulars	As at 31.03.2017	As at 31.03.2016	As at 01.04.2015
(A) Total o/s dues of Micro and Small Enterprises	—	—	—
(a) The principle amount relating to micro and small enterprises	—	—	—
(b) The interest amount due but not paid	—	—	—
(c) The amount of the interest paid by the buyer in terms of section 16 of the Micro, Small and Medium	—	—	—
(d) The amount of the interest due and payable for the period of delay in making payment	—	—	—
(e) The amount of the interest accrued and remaining unpaid at the end of each accounting year	—	—	—
(f) The amount of further interest remaining due and payable even in the succeeding year, untill such date	—	—	—
<b>(B) Total o/s dues of creditor other than micro and small enterprises</b>			
Trade Payables (Including acceptances)	4,144.68	4,267.50	6,043.91
<b>Total</b>	<b>4,144.68</b>	<b>4,267.50</b>	<b>6,043.91</b>



**Note : 19 Other Financial Liabilities**

*(Rupees in Lakhs)*

<b>Particulars</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>	<b>As at 01.04.2015</b>
Current Maturity of Long Term Borrowings	4,071.55	4,253.64	1,351.86
Unpaid Dividend	8.85	9.39	12.73
Interest accrued & due on borrowings	44.69	85.51	69.55
Interest Due But Not Paid	3.01	6.12	9.59
<b>Total</b>	<b>4,128.10</b>	<b>4,354.66</b>	<b>1,443.74</b>

**Note : 20 OTHER CURRENT LIABILITIES**

*(Rupees in Lakhs)*

<b>Particulars</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>	<b>As at 01.04.2015</b>
Other Liabilities	90.14	92.64	70.22
Creditors for capital goods	66.07	77.07	68.40
Statutory Dues	24.19	43.33	30.19
<b>Total</b>	<b>180.40</b>	<b>213.04</b>	<b>168.81</b>

**Note : 21 SHORT TERM PROVISIONS**

*(Rupees in Lakhs)*

<b>Particulars</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>	<b>As at 01.04.2015</b>
Provision for mark to market loss on Principal Only Swap	–	–	99.59
Provision for Leave Encashment	2.71	1.91	1.51
<b>Total</b>	<b>2.71</b>	<b>1.91</b>	<b>101.10</b>

**Note : 22 Current tax liabilities (net)**

*(Rupees in Lakhs)*

<b>Particulars</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>	<b>As at 01.04.2015</b>
Provision for Income Tax	346.91	(28.15)	(11.00)
<b>Total</b>	<b>346.91</b>	<b>(28.15)</b>	<b>(11.00)</b>



**Note : 23 REVENUE FROM OPERATIONS**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Sales of Products	29,629.91	31,514.72
Other Sales & Services	1,786.43	1,914.55
<b>Total</b>	<b>31,416.34</b>	<b>33,429.27</b>

**Note : 24 OTHER INCOME**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Interest	40.89	40.71
Net Gain on Foreign currency transaction	183.84	128.78
Misc Income-Export Incentive	125.69	165.04
Other Misc. Income	3.10	5.31
<b>Total</b>	<b>353.52</b>	<b>339.84</b>

**Note : 25 COST OF MATERIAL CONSUMED**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Opening Stock of Raw Material	1,957.73	1,785.37
<b>Add : Purchases of Raw Material</b>	<b>12,505.10</b>	<b>13,696.28</b>
<b>Total</b>	<b>14,462.83</b>	<b>15,481.65</b>
<b>Less : Closing Stock of Raw Material</b>	<b>1,537.71</b>	<b>1,957.73</b>
<b>Total</b>	<b>12,925.12</b>	<b>13,523.92</b>

**Note: 25.1 Imported and Indigenous Raw materials**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
	(% of Total Consumption)	
<b>Raw material</b>		
Consumption of imported Raw material (Percentage of Consumption of Raw Material)	-	-
Consumption of similar domestic Raw material (Percentage of Consumption of Raw Material)	0.00%	0.00%
	12,925.12	13,523.92
	100.00%	100.00%
<b>Total Consumption of Raw material</b>	<b>12,925.12</b>	<b>13,523.92</b>



**Note : 26 CHANGES IN INVENTORIES OF FINISHED GOODS WORK IN PROGRESS & STOCK IN TRADE**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
<b>Opening Stock as on 01-04-2016</b>		
- Work in Progress	8,059.56	7,978.86
- Finished Goods	382.92	283.95
<b>Less : Closing Stock as on 31-03-2017</b>		
- Work in Progress	9,179.16	8,059.56
- Finished Goods	395.66	382.92
<b>Total</b>	<b>(1,132.34)</b>	<b>(179.67)</b>

**Note : 27 Employee Benefit Expenses**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Salaries and Wages*	1,864.72	1,611.13
Other Contribution and staff welfare expenses	226.39	199.34
<b>Total</b>	<b>2,091.11</b>	<b>1,810.47</b>

\*Including director's salary Rs 60.07 Lakhs in 2017 and Rs 20.81 Lakhs in 2016

**Reconciliation of Employee Benefit Expenses between previous GAAP and Ind AS is as under:**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2016
<b>A) Employee Benefit Expenses for the period as per previous GAAP</b>	1885.57
<b>B) Effects of transition of Ind AS on Employee Benefit Expenses:</b>	
i) Reclassification of actuarial gains/(losses), arising in respect of defined benefit plans	(57.22)
ii) Adjustment of Finance Cost	(17.88)
<b>Employee Benefit Expenses for the period as per Ind AS</b>	<b>1810.47</b>

**Note : 28 Finance Costs**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Interest Expenses	1,923.27	1,774.46
Interest on dismantling	4.44	4.07
Interest on Employee Benefit Expenses	5.70	17.88
Loan processing fees	40.73	28.65
Net (gain) / loss on foreign currency transactions and translation (considered as finance cost)	165.11	128.78
<b>Total</b>	<b>2,139.25</b>	<b>1,953.84</b>



**Reconciliation of Finance Costs between previous GAAP and Ind AS is as under: (Rupees in Lakhs)**

Particulars	For the Period Ended 31.03.2016
<b>A) Finance Costs for the period as per previous GAAP</b>	1,922.89
<b>B) Effects of transition of Ind AS on Finance Costs:</b>	
i) Adjustment of Finance Cost on Term Loans	9.00
ii) Adjustment of Finance Cost on Dismantling	4.07
iv) Adjustment of Finance Cost on Employee Benefit Expenses	17.88
<b>Finance Costs for the period as per Ind AS Total</b>	<b>1953.84</b>

**Note : 29 Depreciation and Amortisation Expenses (Rupees in Lakhs)**

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Depreciation and amortisation	2,932.86	2,761.45
<b>Total</b>	<b>2,932.86</b>	<b>2,761.45</b>

**Reconciliation of Depeciation and Amortisation Expenses between previous GAAP and Ind AS is as under: (Rupees in Lakhs)**

Particulars	For the Period Ended 31.03.2016
<b>A) Depreciation and Amortisation Expenses for the period as per previous GAAP</b>	<b>2,758.23</b>
<b>B) Effects of transition of Ind AS on Depreciation &amp; Amortisation Expenses:</b>	
i) Adjustment of Depreciation on Dismantling	3.22
<b>Depreciation &amp; Amortisation Expenses for the period as per Ind AS Total</b>	<b>2,761.45</b>

**Note : 30 Other Expenses**

**(Rupees in Lakhs)**

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
<b>A) Manufacturing Expenses</b>		
Consumables & Store spares	2,379.97	2,610.00
Power & Fuel	4,047.61	4,422.27
Freight Inwards	252.88	322.49
Labour Charges & Job Work	3,943.65	4,284.06
Repairs of Plant & Machinery	216.32	174.33
Other Manufacturing Expenses	199.98	208.40
<b>Total Manufacturing Expenses (A)</b>	<b>11,040.41</b>	<b>12,021.55</b>



**B) Administrative Expenses & Selling Expenses**

Auditor's Remuneration	12.40	12.00
Bank Charges	43.73	43.41
Business promotion Expenses	6.23	3.35
Insurance Charges	74.43	72.97
Membership & Subscription Exp.	2.26	2.98
Rate, Fee & Taxes	51.37	33.25
Rent	111.44	68.11
Repairs of Building & Others	141.00	117.76
Telephone, Postage & Courier Expenses	15.24	14.77
Travelling & Conveyance	105.98	107.13
Freight Outwards	252.06	295.12
Car/ Bus hire charges	80.60	85.92
Handling & Processing Charges (Export)	0.03	0.06
Miscellaneous Exp	252.01	200.68
<b>Selling &amp; Distribution Expenses</b>		
Discount Allowed	48.26	36.34
<b>Total Administrative &amp; Selling Expenses (B)</b>	<b>1,197.04</b>	<b>1,093.85</b>
<b>Total (A + B)</b>	<b>12,237.45</b>	<b>13,115.40</b>

**Note No: 30.1 Auditors' Remuneration**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
<b>Auditors Payments</b>		
As Auditor	12.40	12.00
For taxation matters	-	-
For reimbursement of expenses	-	-
<b>Total</b>	<b>12.40</b>	<b>12.00</b>

**Note No: 30.2 Expenditure in Foreign Currency**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Travelling	1.88	3.26
Interest, Legal and Other Expenses	0.08	23.23
<b>Total</b>	<b>1.96</b>	<b>26.49</b>

Note: Travelling expenditure in foreign currency includes directors travelling.





**Note No: 30.3 Value of Imports calculated on C.I.F. basis**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Raw material	–	5.46
Components and spare parts	112.72	58.67
Capital goods	8.26	105.60
<b>Total</b>	<b>120.98</b>	<b>169.73</b>

**Note No: 30.4 Earnings in Foreign Exchange**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Export/Deemed Export of Goods Calculated on F.O.B basis	5,796.94	5,807.98
<b>Total</b>	<b>5,796.94</b>	<b>5,807.98</b>

**Note No: 30.5 Contingent Liabilities and Commitments (To the extent not provided for)**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
i) Bank Guarantees Issued by bank on company's behalf	78.74	78.74
ii) Any amount that the Company may be liable to pay on finalisation of legal cases pending against the Company	Amount not ascertainable	Amount not ascertainable
<b>Total</b>	<b>78.74</b>	<b>78.74</b>

**Note No: 30.6 Imported and Indegenous spare parts and components**

*(Rupees in Lakhs)*

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
<b>Spares parts and components</b>		
Consumption of imported spares parts and components	109.61	151.33
(Percentage of Consumption of Spare Parts and Components)	4.61%	5.80%
Consumption of similar domestic spares parts and components	2270.36	2458.67
(Percentage of Consumption of Spare Parts and Components)	95.39%	94.20%
<b>Total</b>	<b>2,379.97</b>	<b>2,610.00</b>



**Note No: 30.7 Capital Commitments**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net)s Auditor	14.80	60.47
<b>Total</b>	<b>14.80</b>	<b>60.47</b>

**Note No: 32 OTHER COMPREHENSIVE INCOME (OCI)**

(Rupees in Lakhs)

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
<b>Effects of transition of Ind AS on Defined Benefit Plans:</b>		
Items that will not be reclassified to Profit and Loss		
i) Reclassification of actual gains/(losses), arising in respect of Earned Leave	(6.71)	(14.58)
ii) Deferred Tax effect on the above	2.21	4.81
iii) Reclassification of actual gains/(losses), arising in respect of Grauity	(32.01)	(42.64)
iv) Deferred Tax effect on the above	10.56	14.07
<b>Total</b>	<b>(25.94)</b>	<b>(38.34)</b>

**Note No: 33 EARNINGS PER SHARE**

Particulars	For the Period Ended 31.03.2017	For the Period Ended 31.03.2016
Net Profit for the Year (Rupees in Lakhs)	394.76	471.75
Average number of equity shares (Face value Rs. 1/- each) for Basic EPS	5,038.32	5,038.32
Add: Effect of dilutive issue of employees stock options (ESOPs) outstanding as on 31.03.2017	—	—
Average number of equity shares (Face value Rs. 1/- each) for Diluted EPS	5,038.32	5,038.32
Basic earnings per share (Rs.)	0.08	0.09
Diluted earnings per share (Rs.)	0.08	0.09

**Note No: 34 RELATED PARTY TRANSACTION**

In accordance with the requirements of Indian Accounting Standard (Ind As-24) the name of the related parties where control exists and/or with whom transactions have taken place during the period and description of relationships is identified and certified by the managementare as hereunder:

A Name of the related party	Relationship
CASTEX TECHNOLOGIES LIMITED	Fellow Subsidiary Company
AMTEKAUTO LIMITED	Holding Company



**B Related party transaction:**

	For the period Ended 31.3.2017	For the period Ended 31.3.2016
<b>Associate Companies:</b>		
a) Purchase of material / finished goods	179.97	259.44
b) Sale of finished goods and Job working	420.71	329.67
c) Services availed including Job charges	5.16	8.42
d) Machine hire charges	-	-
e) Purchase of Fixed Asset	-	-
f) Sale of Fixed Asset	-	-
g) Total of transactions during the year	605.84	597.53
h) Loans Taken	-	-
i) Loans repaid	-	-
Interest Expense	-	-
Balance at the end of the year		
j) Other payables	-	-
k) Receivables	-	-
l) Loans Outstanding (Including interest accrued)	-	-

**Note No: 35 EMPLOYEE BENEFIT**

**(a) Post Employment Defined Contribution Plans**

During the year an amount of **Rs. 132.59 lakhs** (Previous Year Rs. 91.94 Lakhs) has been recognized as expenditure towards Defined Contribution Plans of the Company.

**(b) Post Employment Defined Benefit Plans**

**Gratuity (Funded)**

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. As per the scheme, the Gratuity Trust Fund, managed by the Life Insurance Corporation of India (LIC) makes payment to vested employees at retirement, death, incapacitation or termination of employment of an amount equivalent to the respective employee's eligible salary for fifteen days for each year of completed service subject to a maximum limit as laid down in the Payment of Gratuity Act, 1972. Vesting occurs upon completion of five years of service. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation as set out in Note A(ix) of Schedule U, based on upon which, the Company makes contributions to the Gratuity Fund.

The following Table sets forth the particulars in respect of the aforesaid Gratuity Fund of the Company for the year ended 31st March 2017:

*(Rupees In Lakhs)*

Particulars	Gratuity	
	Current Year	Previous Year
<b>A. Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligations (DBO)</b>		
1 Present Value of DBO at beginning of year	275.90	199.38
2 Current Service cost	33.62	26.59
3 Interest cost	21.41	15.23
4 Plan amendments	-	-
5 Actuarial (gains)/ losses	31.31	43.07
6 Benefits paid	(16.64)	(8.37)
7 Present Value of DBO at the end of year	345.60	275.90



<b>B. Reconciliation of Opening and Closing balances of the Fair Value of Plan Assets</b>			
1	Fair Value of Plan assets at beginning of year	241.92	172.51
2	Actual return on plan assets	20.10	15.92
3	Actual Company contributions	35.28	61.43
4	Actuarial gains/ (loss)	(0.70)	0.43
5	Benefits paid	(16.64)	(8.37)
6	Fair Value of Plan assets at the end of year	279.96	241.92
<b>C. Reconciliation of the Present Value of the DBO and the Fair Value of the Plan Assets</b>			
1	Present value of DBO at the end of the year	345.60	275.90
2	Fair value of plan assets	279.96	241.92
3	Funded status [Surplus/ (Deficit)]	(65.64)	(33.98)
<b>Net asset/(liability) recognized in balance sheet as at the Balance Sheet date</b>			
		<b>(65.64)</b>	<b>(33.98)</b>
1	Net asset/(liability) recognized in balance sheet at beginning of period	(33.98)	(26.87)
2	Employer (Expense)/credit	(66.94)	(68.54)
3	Employer contributions	35.28	61.43
4	Net asset/(liability) recognized in balance sheet at end of the period	(65.64)	(33.98)
<b>D. Expense recognized in the Statement of Profit and Loss (Refer Note 27)</b>			
1	Current Service cost	33.62	26.59
2	Interest cost	21.41	15.23
3	Expected return on plan assets	20.10	15.92
4	Past Service Cost	—	—
5	Actuarial Losses / (Gains)	31.31	43.07
	Total expense recognized	106.44	100.81
<b>E. Category of Plan Assets:</b>			
	Funds with Life Insurance Corporation of India	<b>279.96</b>	<b>241.92</b>
<b>F. Actual Return on Plan Assets</b>			
		<b>20.10</b>	<b>15.92</b>
<b>G. Principal Actuarial Assumptions</b>			
1	Discount Rate	7.40%	8.00%
2	Expected return on plan assets	8.00%	8.00%
3	Salary Escalation	7.00%	7.00%
		Indian Assured Lives Mortality (2006-08) (Modified) Ult	Indian Assured Lives Mortality (2006-08) (Modified) Ult
4	Withdrawal Rate	2.00%	2.00%
<b>I Experience adjustments**</b>			
		<b>2017</b>	<b>2016</b>
1	Present Value of DBO at the end of year	(345.60)	(275.90)
2	Fair value of plan assets as at the end of the year	279.96	241.92
3	(Surplus)/Deficit in the plan	(65.64)	(33.98)
4	Experience adjustments on plan liabilities ((loss)/gains)	(5.57)	(50.44)
5	Experience adjustments on plan assets ((loss)/gain)	(0.70)	0.43
6	Actuarial Gain/(Loss) due to change on assumptions	(25.74)	7.37
			<b>2015</b>
			(199.38)
			172.51
			(26.87)
			(7.63)
			—
			(32.31)

\*\* Experience adjustments have been given only for three years as the actuarial valuation has been done for the first time in financial year 2010.

Notes:

- The estimate of future salary increases taken in to account, inflation, seniority, promotion and other relevant factors.
- The expected return of plan assets is determined after taking into consideration composition of the plan assets held, assessed risks of asset management, historical results of the return on plan assets, the Company's policy for Plan asset management and other relevant factors.



**Note No: 36**

Disclosure required in Compliance of Amendments Notified under the Companies Act, 2013 by Ministry of Corporate Affairs Dated 30th March 2017.

*(Amount in Rupees)*

Particulars	Specified Bank Notes (SBNs)	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1,703,500.00	1,702,544.27	3,406,044.27
(+) Permitted receipts / Withdrawn from bank*		3,655,559.00	3,655,559.00
(-) Permitted payments	–	3,258,190.00	3,258,190.00
(-) Amount deposited in Banks	1,703,500.00	123,705.00	1,827,205.00
<b>Closing cash in hand as on 30.12.2016</b>	<b>–</b>	<b>1,976,208.27</b>	<b>1,976,208.27</b>

\*Including Rs. 32,59,000/- withdrawn from bank.

**Note No: 37**

The Previous period figures have been regrouped / reclassified, wherever considered necessary to conform to the current year presentation

In terms of our report attached  
For A.C. Gupta & Associates  
Chartered Accountants  
ICAI Firm Regd No. 008079N

For and on behalf of the Board

Sd/-  
(A.C. Gupta)  
Partner  
M.No 008565  
M.No. 76980

Sd/-  
**Sanjay Tiku**  
Director

Sd/-  
**Gautam Malhotra**  
Director

Place : New Delhi  
Dated : 10th June, 2017

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary



**CONSOLIDATED FINANCIAL STATEMENT  
Of  
JMT AUTO LIMITED  
AND  
ITS SUBSIDIARIES**



## **Independent Auditors' Report on Consolidated Ind AS Financial Statements**

### **To the Members of JMT Auto Limited, Report on the Consolidated Ind AS financial statements**

We have audited the accompanying consolidated Ind AS financial statements of JMT Auto Limited (“the holding company”) and its subsidiaries (collectively referred to as “the Group”), and its associates which comprise the consolidated balance sheet as at 31st March 2017, the consolidated statement of profit and loss [including other comprehensive income], the consolidated cash flow statement and the consolidated statement of changes in equity for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated Ind AS financial statements”).

### **Management's Responsibility for the Consolidated Ind AS financial statements**

The Holding Company's board of directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (“the Act”) that give a true and fair view of the consolidated financial position, consolidated financial performance [including other comprehensive income], the consolidated changes in equity and the consolidated cash flows of the Group, its associates and joint ventures, in accordance with the accounting principles generally accepted in India, including the Indian accounting standards prescribed under Section 133 of the Companies Act, 2013 (hereinafter referred to as “the Act”) read with relevant Rules of the Companies (Accounts) Rules, 2014. The respective board of directors of the companies included in the Group, its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the 'Act' for safeguarding of the assets of the Group, its associates and joint ventures and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the directors of the Holding Company, as aforesaid.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and the matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the standards on auditing specified under section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS 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 the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's board of directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in other matters paragraph below, is sufficient and appropriate to provide a basis for our **qualified audit opinion** on the consolidated Ind AS financial statements.



### **Basis for Qualified Opinion**

*The financial statements and other financial information of the overseas subsidiary included in the consolidated Ind AS financial statements, as at and for the year ended March 31, 2017, are based on its unaudited financial statements, as certified by the management and which reflects total assets of Rs. 87,467 Lakh as at March 31, 2017, net asset (liability) of Rs. 7388 Lakh as at March 31, 2017, total revenue of Rs. 230930 Lakh for the year ended March 31, 2017 and net cash out flow of Rs. 651 Lakh for the year ended on that date, as considered in these financial statements. Consequently, we were unable to determine whether any adjustments to these amounts, including consequential adjustments to reserves & surplus including adjustments to retained earnings on transition to Ind AS etc. were necessary, had the financial statements of these subsidiaries been audited as at and for the year ended March 31, 2017.*

### **Qualified Opinion**

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statement of the subsidiary, and associates, except for the possible effects of the matters described in the basis of qualified opinion sub-paragraph (a) and (b) as given here in above, the effect of which is not ascertainable, the aforesaid consolidated Ind AS 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 including the Ind AS, of the consolidated financial position of the Group as at March 31, 2017, and its consolidated financial performance [including other comprehensive income], its consolidated statement of changes in equity and its consolidated cash flows for the year ended on that date.

### **Other Matter**

We have not audited the Ind AS financial statements / financial information of the overseas subsidiary included in the consolidated Ind AS financial statements, whose Ind AS financial statements reflect total assets of Rs. 87,467 Lakh as at March 31, 2017, net asset (liability) of Rs. 7388 Lakh as at March 31, 2017, total revenue of Rs. 230930 Lakh for the year ended March 31, 2017 and net cash out flow of Rs. 651 Lakh for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statement also include Group's share of net profit of Rs. 8.64 Lakhs for the year ended March 31, 2017, in respect of the associate company, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us for the purpose of consolidation, and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiaries and our report, in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary company is based solely on the management accounts furnished by the management.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the management accounts furnished by the management.

### **Report on Other Legal and Regulatory Requirements**

1. As required by sub-section 3 of Section 143 of the Act, based on our audit and on the consideration of the report of other auditors on separate financial statements of subsidiaries, associates and joint ventures, as noted in 'Other Matter' paragraph, we report, to the extent applicable, that:
  - (a) Except for the matters described in the Basis for qualified opinion, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
  - (b) In our opinion, except for the matters described in basis for qualified opinion above, proper books of accounts relating to preparation of the aforesaid consolidated Ind AS financial statements as required by law have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - (c) The consolidated balance sheet, the consolidated statement of profit and loss [including other comprehensive income], consolidated cash flow and the consolidated statement of changes in equity dealt with by this





report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

- (d) In our opinion, except for the effects of the matters described in the Basis for qualified opinion paragraph above, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) In our opinion, the matters described in the Basis for qualified opinion above may have adverse effect in the functioning of the group.
- (f) On the basis of the written representations received from the directors of the holding company as on 31 March 2017 taken on record by the board of directors of the holding company and the reports of the other statutory auditors of its subsidiary companies, associates and joint ventures incorporated in India, none of the directors of the Group companies, its associates and joint ventures incorporated in India is disqualified as on 31st March 2017 from being appointed as a director of that company in terms of sub-section 2 of Section 164 of the Act.
- (g) with respect to the adequacy of the internal financial controls over financial reporting of the holding company and its subsidiary companies, associates and joint ventures incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
- (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements of subsidiaries, as noted in the 'Other Matter' paragraph:
  - i. the consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, and its associates. [Refer Note no. 32.5 to the consolidated Ind AS financial statements];
  - ii. the Group, its associates and joint ventures did not have any material foreseeable losses on long term contracts including derivatives contracts.
  - iii. there were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the holding company, its subsidiaries and joint venture companies incorporated in India.
  - iv. the Group, its associates and joint venture companies incorporated in India has provided requisite disclosures in its Ind AS financial statements as to holdings as well as dealings in specified bank notes during the period from 8<sup>th</sup> November 2016 to 30<sup>th</sup> December 2016. Based on the audit procedures and reliance on management representation, we report that the disclosures are in accordance with the books of accounts and other records maintained by the holding company and subsidiaries incorporated in India and as produced to us by the management of the holding company [Refer note 3.33 to the consolidated Ind As financial statements].

**For A. C. Gupta & Associates**  
**Chartered Accountants**  
**Firm's registration number: 008079N**

**A. C. Gupta**  
**[Partner]**  
**Membership Number: 008565**

**Place : New Delhi**  
**Dated : June 10, 2017**



## **Annexure - A to the Independent Auditors' Report**

Report on the Internal Financial Controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of JMT Auto Limited [the Holding Company] as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of JMT Auto Limited ("the holding company"), its subsidiary companies, associates and joint venture companies, incorporated in India, as of that date.

### **Management's Responsibility for Internal Financial Controls**

The respective board of directors of the holding company, its subsidiary companies, associates and joint venture companies, incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors in terms of their reports referred to in Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the holding company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and may not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion and to the best of our information and according to the explanation given to us and based on consideration of reporting of other auditors as mentioned in "Other Matters" paragraph of Audit Opinion, the holding company, its subsidiaries, associate companies and joint venture companies, which are incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the holding company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

### **Other Matters**

Our aforesaid report under section 143(3)(i) of the Companies Act, 2013 on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 4 subsidiary companies, 8 associate companies and 2 joint venture companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For A. C. Gupta & Associates**

**Chartered Accountants**

**Firm's registration number: 008079N**

**A. C. Gupta**

**[Partner]**

**Membership Number: 008565**

**Place : New Delhi**

**Dated : June 10, 2017**



**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2017**

(Rs. in Lakhs, except share and per share data, Unless otherwise stated)

PARTICULARS	Notes	As at 31.03.2017	As at 31.03.2016
<b>A ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	3	15,415.39	143,270.08
(b) Capital work-in-progress	3	83.26	17.61
(c) Other intangible assets	3	11.93	5,572.69
(d) <u>Financial assets</u>			
Investments	4	714.79	705.60
Other Financial Assets	5	574.75	572.72
(e) Other non-current assets	6	390.62	939.57
<b>Sub total-Non-current assets</b>		<b>17,190.74</b>	<b>151,078.27</b>
<b>2 Current assets</b>			
(a) Inventories	7	11,781.26	30,913.19
(b) <u>Financial assets</u>			
Trade receivables	8	5,521.81	32,752.45
Cash and cash equivalents	9	36.81	6,782.60
Other Financial Assets	10	362.50	4,572.23
(c) Other current assets	11	5,397.17	4,319.57
Assets held for Sale	12	87,467.00	-
<b>Sub total current assets</b>		<b>110,566.55</b>	<b>79,340.04</b>
<b>TOTAL-ASSETS</b>		<b>127,757.29</b>	<b>230,418.30</b>
<b>(B) EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	13	5,038.32	5,038.32
(b) Other Equity	14	(12,826.65)	23,776.36
<b>Sub total-Equity</b>		<b>(7,788.33)</b>	<b>28,814.68</b>
<b>2 Liabilities</b>			
<b>Non-current liabilities</b>			
(a) <u>Financial liabilities</u>			
Borrowings	15	4,220.71	27,651.05
(b) Provisions	16	200.40	1,750.99
(c) Deferred Tax liability	17	1,662.97	15,187.14
<b>Sub total-Non-current liabilities</b>		<b>6,084.08</b>	<b>44,589.18</b>
<b>Current liabilities</b>			
(a) <u>Financial liabilities</u>			
Borrowings	18	8,432.80	61,786.30
Trade payables	19	4,144.67	45,588.50
Other current financial liabilities	20	4,128.09	19,426.10
(b) Other current liabilities	21	180.40	15,963.68
(c) Provisions	22	2.71	7,663.43
(d) Current Tax Liability	23	346.92	6,586.43
<b>3 Liabilities held for sale</b>	<b>24</b>	<b>112,225.95</b>	<b>-</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>129,461.54</b>	<b>157,014.44</b>
		<b>127,757.29</b>	<b>230,418.30</b>

**Significant Accounting Policies & Notes on Financial Statements**

1 to 41

The notes referred to above form an integral part of Condensed Balance Sheet

In terms of our report attached

For and on behalf of the Board

**For A.C. Gupta & Associates**

Chartered Accountants

Partner

Place : New Delhi

Dated : 10th June, 2017

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary

Sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

Sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566



**STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED AS ON 31ST MARCH, 2017**  
(Rs. in Lakhs, except share and per share data, Unless otherwise stated)

PARTICULARS	Note	For the Year ended 31.03.2017	For the Year ended 31.03.2016
<b>I. Revenue</b>			
Revenues from operations	25	31,416.34	33,429.27
Other Income	26	353.52	339.84
<b>II. Total Revenue</b>		<b>31,769.87</b>	<b>33,769.11</b>
<b>III. Expenses:</b>			
Cost of material consumed	27	12,925.12	13,523.92
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	28	(1,132.34)	(179.67)
Employee benefit expenses	29	2,091.11	1,810.47
Financial Cost	30	2,139.25	1,953.84
Depreciation and Amortization	31	2,932.86	2,761.45
Other expenses	32	12,237.45	13,115.40
<b>Total Expenses</b>		<b>31,193.46</b>	<b>32,985.41</b>
<b>IV. Profit/(Loss) before share of profit/Loss from investment in associate and Joint Ventures, Exceptional items and tax (II-III)</b>		576.41	783.70
<b>V. Exceptional Items [Income/(Expense)]</b>		-	-
<b>VI. Profit/(Loss) before share of profit/Loss from investment in associate and Joint Ventures, and tax (IV + V)</b>		576.41	783.70
<b>VII. Share of Associates/Joint Ventures</b>		8.64	(0.55)
<b>VIII. Profit/(Loss) Before Tax (VI-VII)</b>		585.05	783.15
<b>IX. Tax Expense</b>	33	155.73	273.60
Less: Tax expense:			
Current tax		680.72	155.22
Previous Year Income Tax		91.51	
Deferred tax		(441.42)	(222.64)
MAT Credit Utilized		(175.09)	341.02
<b>Total Tax Expenses</b>		<b>155.73</b>	<b>273.60</b>
<b>X. Profit/(Loss) for the year from continuing operations (VIII-IX)</b>		429.32	509.55
<b>XI. Other Comprehensive Income</b>	34		
(i) Item that will not be reclassified to profit or loss		(25.94)	(38.34)
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
<b>Other Comprehensive Items(Net of Tax)</b>		(25.94)	(38.34)
<b>XII. Total Comprehensive Income from continuing operations (X-XI)</b>		<b>403.38</b>	<b>471.11</b>
XIII. Profit/(loss) from discontinued operations	35	(38,764.92)	(3,782.64)
XIV. Tax Expense of discontinued operations		(1,097.06)	(923.13)
<b>XV. Profit/(Loss) from discontinued operations (after tax) (XIII+XIV)</b>		<b>(39,861.98)</b>	<b>(4,705.77)</b>
XVI. Other Comprehensive Income from discontinued business (net of tax)	36	3,197.72	(6,556.45)
XVII. Total Comprehensive Income from discontinued business (XV+XVI)		(36,664.26)	(11,262.22)
XVIII. Total Comprehensive Income (Comprising profit/Loss) and other Comprehensive income for the year (XII+XVII)		(36,260.88)	(10,791.11)
<b>XIX. Earnings per equity share (for continuing operation):</b>	37		
(1) Basic		0.08	0.09
(2) Diluted		0.08	0.09
<b>XX. Earning per equity share (for discontinued operation):</b>	37		
(1) Basic		(7.28)	(2.24)
(2) Diluted		(7.28)	(2.24)
<b>XXI. Earning per equity share (for continuing &amp; discontinued operation):</b>	37		
(1) Basic		(7.20)	(2.14)
(2) Diluted		(7.20)	(2.14)
<b>Significant Accounting Policies &amp; Notes on Financial Statements</b>	<b>1 to 41</b>		

The notes referred to above form an integral part of Condensed Balance Sheet

In terms of our report attached

For and on behalf of the Board

For A.C. Gupta & Associates

Chartered Accountants

Partner

Place : New Delhi

Dated : 10th June, 2017

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary

Sd/-  
**Gautam Malhotra**  
Director  
DIN - 00157488

Sd/-  
**Sanjay Tiku**  
Director  
DIN - 00300566



**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017**

(Rupees in Lakhs)

Particulars	For the Year Ended 31.03.2017	For the Year Ended 31.03.2016
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit as per Profit & Loss Account (PBT)	585.05	783.15
Add: Depreciation & Amortisation	2,932.86	11,874.26
Add: Additional Depreciation	-	-
Add: Loss on Sales of Investments	-	-
Add: Financial Expenses	2,139.25	5,912.36
Less: profit on sales of Property Plant & Equipments	-	-
Less: Interest Received & Other Income	353.52	(66.81)
Less: Unrealised exchange loss gain	-	(234.66)
Add: Loss on Disposal of Fixed Assets	-	0.71
Add: Transfer to Capital Reserve/ Foreign Currency Translation Reserve/ Equalisation Reserve	(318.47)	10,877.27
Add: ESOP Expenses	(23.66)	-
Add: Adjustment due to IndAS Accounting	(25.94)	(38.34)
Add: Profit/ (Loss) from discontinued operations	(36,664.26)	(11,262.22)
	<b>(31,021.64)</b>	<b>17,845.72</b>
<b>Change in Current / Non Current Liabilities:</b>		
(Increase)/Decrease in Inventories	19,131.93	(26,013.03)
(Increase)/Decrease in Trade Receivables	27,065.53	(27,988.03)
(Increase)/Decrease in Other Non- Current Assets	546.92	429.10
(Increase)/Decrease in Other Current Assets	(84,334.88)	(5,140.20)
(Increase)/Decrease in Trade Payable	(41,443.83)	39,550.26
Increase/(Decrease) in Current Liabilities	61,380.98	16,592.27
Increase/(Decrease) in Provisions	(9,208.32)	20,949.51
<b>Cash generation from operations activities</b>	<b>(57,883.30)</b>	<b>36,225.61</b>
Direct Tax Paid	(158.72)	(6,785.41)
<b>Net cash from operating activities</b>	<b>(58,042.02)</b>	<b>29,440.20</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Addition to Fixed Assets	130,482.59	(108,534.49)
Adjustment in Capital work in progress	(65.66)	-
Interest Received & Other income	(353.52)	66.81
Proceed from sale of fixed assets	-	2.38
(Purchase) / Sales of investments (Net)	(9.19)	-
<b>Net Cash from Investing activities</b>	<b>130,054.21</b>	<b>(108,465.31)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of Equity Share Capital & Share Premium	-	-
(Repayment) /Disbursement of Long Term and Short Term borrowings	(76,783.85)	91,658.53
Proceeds from promoter contribution	-	-
Finance Charges Paid	(1,974.14)	(5,783.58)
<b>Net Cash from financing activities</b>	<b>(78,757.99)</b>	<b>85,874.95</b>
Net cash flows during the year (A+B+C)	(6,745.79)	6,849.85
<b>Cash &amp; cash equivalents (opening balance)</b>	<b>6,782.60</b>	<b>91.51</b>
<b>Cash &amp; cash equivalents (closing balance)</b>	<b>36.81</b>	<b>6,941.35</b>
<b>Adjustment on account of Associate Accounting</b>	-	<b>158.75</b>
<b>Adjusted Cash and Cash equivalent</b>	<b>36.81</b>	<b>6,782.60</b>

**Reconciliation of Cash and cash equivalents with the Balance Sheet:**

- Notes: 1. Includes cash on hand and balance in current accounts with banks  
2. Figures in brackets represent outflows

In terms of our report attached  
**For A.C. Gupta & Associates**  
Chartered Accountants  
ICAI Firm Regd No-008079N

**For and on behalf of the Board**

Sd/-  
**A.C. Gupta**  
(Partner)  
M.No. 008565  
Place : New Delhi  
Dated : 10th June, 2017

Sd/-  
**Sandeep Singh Surya**  
Chief Financial Officer

Sd/-  
**Mona K Bahadur**  
Company Secretary

Sd/-  
**Gautam Malhotra**  
Director

Sd/-  
**Sanjay Tiku**  
Director

**Statement of Changes in Equity for the period ended 31st March, 2017**

**A. Equity Share Capital**

*(Rupees in Lakhs)*

Particulars	Balance as at 01.04.2016	Changes during the Period	Balance as at 31.03.2017
Equity Shares Rs. 1/- Each 503,832,140 Equity Shares of Rs. 1/ each)	5038.32	–	5038.32

**B. Other Equity**

*(Rupees in Lakhs)*

Particulars	Reserve and Surplus						Total
	Capital Reserve	Securities Premium	ESOP	Equilisation Reserve	General Reserve	Retained Earnings	
<b>As at 01.04.2016</b>	24,536.54	599.41	23.66	(524.48)	1,109.33	(1,968.10)	23,776.36
Total Comperhensive Income for the year	(400.41)	–	(23.66)	81.94	–	(36,260.88)	(36,603.01)
<b>As at 31.03.2017</b>	24,136.13	599.41	–	(442.54)	1,109.33	(38,228.97)	(12,826.65)

*(Rupees in Lakhs)*

Particulars	Reserve and Surplus						Total
	Capital Reserve	Securities Premium	ESOP	Equilisation Reserve	General Reserve	Retained Earnings	
<b>As at 01.04.2015</b>	15,154.92	599.41	23.66	(524.48)	1,109.33	8,823.01	25,185.85
Total Comperhensive Income for the year	9,381.62	–	–	–	–	(10,791.11)	(1,409.49)
<b>As at 31.03.2016</b>	24,536.54	599.41	23.66	(524.48)	1,109.33	(1,968.10)	23,776.36

As per our report of even date attached  
For A.C. Gupta & Associates  
Chartered Accountants  
ICAI Firm Regd No. 008079N

For and on behalf of the Board

(AC. Gupta)  
Partner  
M.No 008565  
M.No. 76980

Sanjay Tiku  
Director

Gautam Malhotra  
Director

Place : New Delhi  
Dated : 10th June, 2017

Sandeep Singh Surya  
Chief Financial Officer

Mona K Bahadur  
Company Secretary



**JMT AUTO LIMITED**  
AN AMTEK GROUP COMPANY

ANNUAL REPORT 2016-17

## Notes to the Financial Statements

### 1. Company Overview and Significant Accounting Policies

M/S JMT Auto Limited (hereinafter referred to as JMT) together with its subsidiaries (collectively, “the Company” or “the Group”) is one of the major players in the auto components sector with proven capabilities in forging, casting, and machining.

The Product portfolio of the Group comprises of auto components. The company is original equipment manufacturer supplier for passenger cars, light and heavy commercial vehicles. The company also manufactures components for non-auto sectors viz. Agriculture, Oil and Gas, Railways, Construction equipment.

Major customers of the Group include Tata Motors, TAFE, Eaton, Kobelco, Tata Hitachi, Timken, Helliburton, AB-Volvo, LukSchaeffler, Volks Wagon.

The Company has its Registered Office at Plot No.-16, Industrial Area, Roz-ka-Meo, P.O. Sohna, Gurugram, Haryana and Corporate Office at 3, Local Shopping Centre, Pamposh Enclave, G.K.-1, New Delhi.

### 2. Significant Accounting Policies

#### 2.1 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (“Ind AS”) as issued under the Companies (Indian Accounting Standards) Rules, 2015. For all periods up to and including the year ended March 31, 2016, the Group prepared its consolidated financial statements in accordance with Accounting Standards specified in Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (“Indian GAAP”) and other relevant provision of the Act. These consolidated financial statements for the year ended March 31, 2017 are the first consolidated financial statements that the Group has prepared in accordance with Ind AS.

There is a possibility that these consolidated financial statements and comparatives may require adjustment due to changes in financial reporting requirements arising from new or revised standards or interpretations issued by MCA or ICAI.

#### 2.2 Basis of preparation of consolidated financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (IND AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values; the provisions of the Companies Act, 2013 (‘Act’) (to the extent notified and applicable); and guidelines issued by the Securities and Exchange Board of India (SEBI). The IND AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The group has adopted all notified Indian Accounting standards to the extent applicable. The adoption was carried out in accordance with IND AS 101 (First time adoption of Indian Accounting Standards). The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of the effect of the transition has been summarized in notes.

Accounting policies have been consistently applied except where a newly issued Indian accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Further the consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances except for items, for which the accounting treatment is given on the basis of local laws applicable in respective countries for which using uniform accounting policies for the purpose of consolidation is impracticable.





### **2.3 Use of estimates**

The preparation of the consolidated financial statements in conformity with IND AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

#### **2.3.1 Useful lives of property, plant and equipment**

The group reviews the useful life of property, plant and equipment at the end of each reporting period or more frequently. This reassessment may result in change in depreciation expense in future periods.

#### **2.3.2 Valuation of deferred tax assets / liabilities**

The group reviews the carrying amount of deferred tax assets / liabilities at the end of each reporting period. The policy for the same has been explained under Note 2.11.

#### **2.3.3 Provisions and contingent liabilities**

A provision is recognised when the company has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

### **2.4 Principles of Consolidation and Equity Accounting**

Consolidated financial statements are the financial statements of the group in which assets, liabilities, equity, income, expenses and cash flows of the parent and its subsidiaries are presented as those of a single economic entity.

#### **(i) Subsidiaries**

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls the entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date, the control seizes.

The group combines the financial statements of the parent and its subsidiaries line by line, adding together like items of assets, liabilities, equity, income and expenses. Inter-company transactions, balances and unrealized gains all transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of impairment of the transferred assets. Accounting policies of subsidiaries have been changed wherever considered necessary to ensure consistency with the policies adopted by the group.

Non- controlling interest in the results and equity of subsidiaries are shown separately in the consolidated statement of the profit and loss, consolidated statement of changes in equity and balance sheet respectively.

#### **(ii) Associates**

Associates are all entities over which the group has significant influence but does not have control or joint control. This is generally a case where the group holds between 20%-50% of the voting rights. Investments in associates are accounted for using the equity method of accounting after initially being recognized at cost.



**(iii) Joint Ventures**

Interest in Joint ventures are accounted for using the equity method, after initially being recognized at cost in the consolidated balance sheet.

**2.5 Foreign currency translations**

**(i) Functional and Presentation Currency**

The Group's consolidated financial statements are presented in INR, which is also the parent company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as part of the entity's net investment in that foreign operation.

Foreign exchange differences regarded as adjustment to borrowing cost are presented within finance cost. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/losses.

Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

**(iii) Group Companies**

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Company's foreign operations that have a functional currency other than Indian rupees are translated into Indian rupees using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising, if any, are recognized in other comprehensive income and held in foreign currency translation reserve (FCTR), a component of equity, except to the extent that the translation difference is allocated to non-controlling interest.

**2.6 Revenue Recognition**

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the group and the revenue can be reliably measured regardless of when the payment is being made. The group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

- All Expenses and income are accounted for on accrual basis.

**2.7 Employee benefits**

**● Long - Term Employee Benefits**

The liability for gratuity, leave encashment, pension, superannuation and other benefits is determined using Projected Unit Credit [PUC] Method and is accounted for on the basis of actuarial valuation in Accordance with IND AS - 19. The company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Actuarial Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. The current service cost is included in the employee benefit expense in the statement of profit & loss account. The interest cost calculated by applying the discount rate to the net balance of defined benefit obligation, is included in the finance cost in the statement of profit & loss account.



- **Short-Term Employee Benefits**

Short - term employee benefits include performance incentive, salaries & wages, bonus and leave travel allowance. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the services.

## **2.8 Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest costs. 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 are capitalised as part of the cost of the asset.

Processing fee paid for borrowings is amortised over the term of long term loan through statement of profit & loss. All other borrowing costs are expensed in the period in which they occur.

Preference Shares are separated into equity and liability components based on the terms of the issue / contract. Interest on liability component of preference shares is determined using amortised cost method and is charged to the statement of profit & loss.

## **2.9 Depreciation & amortisation**

The group depreciates property, plant and equipment over their estimated useful lives using the straight-line method. Depreciation methods, useful lives and residual values are reviewed at each reporting period. Depreciation on additions/deductions to property, plant and equipment is provided on pro-rata basis from the date of actual installation or up to the date of such sale or disposal, as the case may be.

Leasehold assets are amortised equally over the period of their lease.

## **2.10 Impairment of Assets**

### **i) Financial assets (other than at fair value)**

The group assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The group recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction.

### **(ii) Non-financial assets**

#### **a) Property, Plant & equipment and Intangible Assets**

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is an indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss.

#### **b) Investment in subsidiaries**

Investment held by the group as on the date of transition date i.e. 01.04.2016 is valued at cost. Investments made in subsidiaries, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].



**c) Investment in associates / Joint Ventures**

Investment held by the company in associates / joint ventures as on the date of transition date i.e. 01.04.2016 is valued at cost. Investments made in associates / joint ventures, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].

**d) Investment - Others**

Current Investments

Quoted financial assets have been classified as FVTOCI and unquoted financial assets have been classified as Fair Value Through Profit & Loss [FVTPL].

**Non-Current Investments**

Quoted long term investments have been classified as FVTOCI and unquoted long term investments are have been classified as FVTPL.

**2.11 Non-Current Assets held for sale/ Discontinued Operations/(Loss of Control)**

The Group classifies non-current assets and disposal groups as held for sale, if their carrying amounts is likely to be recovered principally through a sale rather than through continuing use and there is a commitment from the management to sale the above assets within one year from the date of classification. The asset is regarded as held for sale only when the assets or disposal group is available for immediate sale in its present condition, subject only to the terms that are usual and customary for sales and its sale is highly probable and also it will genuinely be sold, not abandoned.

Non current assets held for sale to owners and disposal groups are measured at lower of their carrying amount and the fair value less cost to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets held for sale, once classified as held for sale are not further depreciated or amortised. Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

**2.12 Income taxes**

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Minimum Alternative Tax [MAT] paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal income tax in future periods. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that future economic benefits associated with it flow to the company and the asset can be measured reliably.

While preparing consolidated financial statements the accounting treatment for tax is given on the basis of local laws applicable in respective countries.



### **2.13 Property, plant and equipment**

Property, plant and equipment are stated at cost, less accumulated depreciation /amortization (applied as per local laws of respective countries)and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The cost of property, plant & equipment also includes initial estimates of dismantling cost and restoring the site to its original position, on which the site is located. For transition to IND AS, the company has elected to continue with carrying value of all its property, plant and equipment recognized as on 01.04.2016 measured as per the previous GAAP.

### **2.14 Financial instruments**

The group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets (Except Net Investments) and Financialliabilities (Except Borrowings) are recognized at fair value on initial recognition, except for trade receivables and security deposits, which are initially measured at transaction price.Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination, which is subsequently measured at fair value through profit and loss.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts are approximately at fair value due to the short maturity of these instruments.

#### **De-recognition of financial instruments**

The group de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under IND AS 109. A financial liability (or a part of a financial liability) is de-recognised from the group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

### **2.15 Borrowings**

Borrowings are initially measured at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Preference shares are separated into liability and equity components based on the terms of the issue / contract. On issuance of the preference shares, the fair value of the liability component is determined using a market rate for an equivalent instrument. This amount is classified as financial liability and is measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption. The remainder of the proceeds is recognised and included in equity. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the equity component is not re-measured in subsequent years.

### **2.16 Investments**

#### **a) Investment in subsidiaries**

Investment held by the group in subsidiaries as on the date of transition date i.e. 01.04.2016 is valued at cost. Investments made in subsidiaries, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].

#### **b) Investment in associates / Joint Ventures**

Investment held by the group in associates / joint ventures as on the date of transition date i.e. 01.04.2016 is valued at cost. Investments made in associates / joint ventures, after the transition date, have been valued at Fair Value Through Other Comprehensive Income [FVTOCI].



c) **Investment - Others**

**Current Investments**

Quoted financial assets have been classified as FVTOCI and unquoted financial assets have been classified as Fair Value Through Profit & Loss [FVTPL].

**Non-Current Investments**

Quoted long term investments have been classified as FVTOCI and unquoted long term investments are have been classified as FVTPL.

**2.17 Provisions**

A provision is recognized if, as a result of a past event, the group has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

**2.18 Inventories**

- Raw Materials and Goods under process are valued at cost (Net of provision for diminution) or \*Net Realizable value, whichever is lower.
- Waste and Scrap is valued at Net Realizable Value.
- Cost of inventories of Raw Materials and stores and Spares is ascertained on FIFO basis.
- Cost of goods under process comprise of cost of materials and proportionate production overhead. Cost of material for this purpose is ascertained on FIFO basis.
- Provision for obsolescence in inventories is made, whenever required.
- \*Net Realizable Value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

**2.19 Earnings per equity share**

Basic earnings per equityshare is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equityshares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

**2.20 Dividends**

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the company's board of directors.

**2.21 Leases**

Leases under which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower.

Lease payments under operating leases are recognized as an expense on a straight line basis in net profit in the Statement of Profit and Loss over the lease term.

**Note No: 3 FIXED ASSETS**
*(Rupees in Lakhs)*

Particulars	Land-Leasehold	Land-Freehold	Building	Plant and Equipment	Furnitures & Fixtures	Vehicles	Office Equipment	Data Processing Units	Total	Other Intangible Assets	Capital Work in Progress
<b>Carrying Value</b>											
As at 31.03.2016 (A)	145.30	248.94	4,177.73	399,238.32	28,693.27	596.37	1,277.76	229.20	434,606.89	14,321.81	17.61
Additions	346.14	-	9.21	420.35	0.45	46.59	22.93	39.60	885.27	-	-
Disposals	-	-	-	-	-	8.76	-	-	8.76	-	-
Adjustments*	-	-	-	383,848.38	28,608.75	517.10	1,217.31	196.80	414,388.34	7,471.61	-
As at 31.03.2017 (B)	491.44	248.94	4,186.94	15,810.29	84.97	117.10	83.38	72.00	21,095.06	6,850.20	17.61
<b>Depreciation</b>											
As at 31.03.2016 (C)	4.83	-	188.94	263,643.32	25,697.28	416.39	1,172.96	213.10	291,336.82	8,749.12	-
Provided during the period*	22.89	-	189.33	2,647.76	18.96	14.26	19.06	13.04	2,925.29	7.57	-
Written back during the period	-	-	-	-	-	-	-	-	-	-	-
Adjustments*	-	-	-	261,155.51	25,674.79	404.86	1,150.46	196.80	288,582.42	1,918.42	-
As at 31.03.2017 (D)	27.72	-	378.26	5,135.57	41.45	25.79	41.56	29.34	5,679.69	6,838.27	-
<b>Net Block</b>											
As at 31.03.2017 (C-F)	463.72	248.94	3,808.67	10,674.72	43.52	91.31	41.82	42.65	15,415.37	11.93	83.26
As at 31.03.2016 (B-E)	140.47	248.94	3,988.79	135,595.00	2,995.99	179.98	104.80	16.10	143,270.07	5,572.69	17.61

\*Adjustments made during the year relates to Classification of step down subsidiaries as "held for sale" pursuant to Ind AS 105.

**Reconciliation of Fixed Assets between previous GAAP and Ind AS is as under:**
*(Rupees in Lakhs)*

Particulars	As at 31.03.2016		
A) Fixed Assets for the period as per previous GAAP	103,629.74	12,396.84	361.48
B) Effects of transition of Ind AS on Fixed Assets:			
i) Adjustment of Dismantling Cost	51.08	-	-
ii) Adjustment of Depreciation	(3.22)	-	-
ii) Adjustment of Associates	(0.79)	(0.50)	(343.87)
ii) Adjustment due to Fair valuation on Business Combination of Overseas subsidiary	39,593.28	(6,823.65)	-
<b>Fixed Assets for the period as per Ind AS Total</b>	<b>143,270.08</b>	<b>5,572.69</b>	<b>17.61</b>

As per our report of even date attached  
For A.C. Gupta & Associates  
Chartered Accountants  
ICAI Firm Regd No. 008079N

For and on behalf of the Board

(AC. Gupta)  
Partner  
M.No 008565  
M.No. 76980

Sanjay Tiku  
Director

Gautam Malhotra  
Director

Place : New Delhi  
Dated : 10th June, 2017

Sandeep Singh Surya  
Chief Financial Officer

Mona K Bahadur  
Company Secretary



**Notes to Consolidated Financial Statements**

**Note No. 4 INVESTMENTS (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Trade</b>		
<b>Unquoted Equity Investments other than Subsidiary</b>		
<b>Nicco Jubilee Park Limited</b>		
10,000 (As at 31 March, 2012: 10,000) equity shares of Rs 10 each fully paid up	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)
<b>Jaimex International Private Limited</b>		
10,000 (As at 31 March, 2012: 10,000) equity shares of Rs 10 each fully paid up	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)
<b>Adityapur Auto Cluster</b>		
600 (As at 31 March, 2012: 100) equity shares of Rs 1,000 each fully paid up	6.00	6.00
<b>Other Investments</b>		
Amtek Riken Casting Private Limited		
70,00,000 (FY 2016-70,00,000) Equity Shares of Rs 10/- Each	708.64	699.45
<b>National Savings Certificate</b>	0.15	0.15
<b>Total</b>	<b>714.79</b>	<b>705.60</b>

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
Aggregate Value of Unquoted Investment	714.79	705.60

**Note No. 5 Other Financial Asset (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Security Deposit</b>		
Unsecured, Considered Good	574.75	572.62
Interest accrued on deposits	-	0.10
<b>Total</b>	<b>574.75</b>	<b>572.72</b>

**Note No. 6 Other Non-Current Assets (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Capital advance</b>		
Unsecured, Considered Good	145.63	130.51
<b>Others</b>		
Group Company	-	-
Others	-	548.96
(i) MAT Credit Entitlement	(85.01)	-
(ii) Advance Tax net of provision	330.00	260.10
<b>Total</b>	<b>390.62</b>	<b>939.57</b>





**Note No. 7 INVENTORIES (AS CERTIFIED BY MANAGEMENT)\* (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Raw Material -	1,537.71	8,440.81
Work in Progress	9,179.16	9,913.08
Finished Goods	395.66	7,025.21
Consumables (stores and spares)	668.73	5,534.09
<b>Total</b>	<b>11,781.26</b>	<b>30,913.19</b>

**Note No. 8 TRADE RECEIVABLES (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Trade Receivables outstanding for a period exceeding Six months from the date they become due for payment</b>		
Unsecured Considered Good	302.95	270.71
<b>Others Trade Receivables</b>		
Unsecured Considered Good	5,218.86	32,481.74
<b>Total</b>	<b>5,521.81</b>	<b>32,752.45</b>

**Note No. 9 CASH AND CASH EQUIVALENTS (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Cash in Hand	3.50	5.74
<b>Balance with Schedule Banks</b>		
-Current accounts	18.52	6,767.47
-EEFC Account	5.94	-
-Fixed Deposits (Maturing within 12 months)	-	-
-Fixed Deposits (as margin money against Letter of Credits/Bank Guarantees)	-	-
<b>Earmarked Balances</b>		
-Balance in banks against unpaid dividend	8.85	9.39
<b>Total</b>	<b>36.81</b>	<b>6,782.60</b>

**Note No. 10 OTHER CURRENT FINANCIAL ASSETS (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Staff advances	8.73	42.92
Receivable from Government - Subsidy Income	283.35	541.00
Interest accrued on deposits	46.54	3,964.33
Security Deposit	23.88	23.98
<b>Total</b>	<b>362.50</b>	<b>4,572.23</b>



**Note No. 11 OTHER CURRENT ASSETS**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Loans &amp; Advances to Others*</b>		
<b>Unsecured, Considered Good:</b>		
Advance to parties	4,528.48	3,528.01
Balance with Revenue Authorities (Indirect taxes)	810.80	745.09
Prepaid expenses	57.89	46.46
<b>Total</b>	<b>5,397.17</b>	<b>4,319.57</b>

**Note No. 12 ASSETS HELD FOR SALE**

(Rupees in Lakhs)

Particulars	As at 31.3.2017
Property, plant and equipment	35,469.32
Intangible assets	4,876.10
Other non current Assets	137.38
Inventories	10,324.59
Trade receivables	25,979.68
Cash and cash equivalents	6,142.28
Other current assets	4,537.65
<b>Total</b>	<b>87,467.00</b>

**Note No. 13 SHARE CAPITAL**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Authorized</b>		
525000000 (31.03.2017: 525,000,000 Equity Shares of Re. 1 each)	5,250.00	5,250.00
<b>Total</b>	<b>5,250.00</b>	<b>5,250.00</b>
<b>Issued, Subscribed and Paid - Up</b>		
Equity Shares, Rs. 1/- Each		
(31.03.2017: 503,832,140 Equity Shares of Re. 1 each)	5,038.32	5,038.32
(31.03.2016: 251,916,070 Equity Shares of Rs. 2 each)	—	—
<b>Total</b>	<b>5,038.32</b>	<b>5,038.32</b>



**Note No. 13.1** The reconciliation of the number of shares outstanding and the amount of share capital as at 31.03.2017, and 31.03.2016 is set out below:

**Equity Shares**

Particulars	As at 31.3.2017		As at 31.3.2016	
	Number of Shares	Amount (In Lakhs)	Number of Shares	Amount (In Lakhs)
Number of shares at the beginning	251916070	5,038.32	50,383,214	5038.32
Add: Stock Split of Rs. 10 shares into Rs. 2 shares during the year	–	–	201,532,856	–
Add: Stock Split of Rs. 2 shares into Rs. 1 shares during the year	251916070	–	–	–
<b>Number of Shares at the end</b>	<b>503832140</b>	<b>5,038.32</b>	<b>251916070</b>	<b>5038.32</b>

**Note No. 13.2 Rights, preferences and restrictions attached to shares**

The company has one class of equity shares having a par value of Rs. 1 per share. Each shareholder is eligible for one vote per share held. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**Note No. 13.3 Rights, preferences and restrictions attached to shares**

Particulars	As at 31.3.2017		As at 31.3.2016	
	Number of Shares	% of Holding	Number of Shares	% of Holding
<b>1. Equity Shares</b>				
Amtek Auto Limited	336,412,200	66.77%	168,206,100	66.77%
Hypnos Fund Limited	30,660,920	6.09%	21,206,224	08.42%
Lts Investment Fund Ltd	42,197,960	8.38%	19,172,480	07.61
	<b>409,271,080</b>	<b>81.23%</b>	<b>208,584,804</b>	<b>82.80%</b>

**Note No. 13.4 Details of bonus shares issued during the last five years (In Numbers)**

Nature	31.03.2017	31.03.2016	31.03.2015	31.03.2014	31.03.2013
Equity Shares	Nil	Nil	35988010	Nil	Nil

**Note No. 14 RESERVES & SURPLUS**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
Capital Reserve		
Opening Balance as on 01.04.2016	24,536.54	15,154.92
Addition/(deduction) during the period (net)	(400.41)	9,381.62
<b>Closing Balance as on 31.03.2017</b>	<b>(A) 24,136.13</b>	<b>24,536.54</b>



<b>Securities Premium Reserve</b>		
Opening Balance as on 01.04.2016		599.41
Addition/(deduction) during the period (net)		—
<b>Closing Balance as on 31.03.2017</b>	<b>(B)</b>	<b>599.41</b>
<b>General Reserve</b>		
Opening Balance as on 01.04.2016		1,109.33
Addition/(deduction) during the period (net)		—
<b>Closing Balance as on 31.03.2017</b>	<b>(C)</b>	<b>1,109.33</b>
<b>Profit &amp; Loss Account</b>		
Opening Balance as on 01.04.2016		(1,968.10)
Addition/(deduction) during the period (net)		(36,260.88)
<b>Surplus available for appropriation</b>	<b>(D)</b>	<b>(38,228.97)</b>
<b>ESOP Outstanding</b>		
Opening Balance as on 01.04.2016		23.66
Addition/(deduction) during the period (net)		(23.66)
<b>Closing Balance as on 31.03.2017</b>	<b>(E)</b>	<b>-</b>
<b>Equilisation Reserve</b>		
Opening Balance as on 01.04.2016		(524.48)
Addition/(deduction) during the period (net)		81.94
<b>Closing Balance as on 31.03.2017</b>	<b>(F)</b>	<b>(442.54)</b>
<b>Total (A+B+C+D+E+F)</b>		<b>(12,826.65)</b>

**Note No. 15 LONG TERM BORROWINGS**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>SECURED LOANS</b>		
Term Loans		
From Banks & Financial Institutions	4,062.98	27,732.91
Increased interest as per IND AS	15.94	9.00
Overases Debt	141.79	(90.86)
<b>Total Long Term Borrowings</b>	<b>4,220.71</b>	<b>27,651.05</b>



**Note No. 16 LONG TERM PROVISIONS**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>(i) Provision for Employee Benefits</b>		
Gratuity	65.64	33.98
Leave Encashment	74.23	1,661.87
<b>(ii) Others</b>		
Provision for Dismantling Cost	60.53	55.14
<b>Total</b>	<b>200.40</b>	<b>1,750.99</b>

**Note No. 17 DEFERRED TAX LIABILITIES (Net)**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
Deferred Tax Liabilities		
Opening Balance	15,187.14	13,220.95
Add: Provided during the year	(48.82)	1,966.19
Less: Transition provision due to new dep rules	(13,475.35)	–
<b>Net Deferred Tax Liability</b>	<b>1,662.97</b>	<b>15,187.14</b>

**Note No. 18 BORROWINGS**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>SECURED LOANS</b>		
<b>Bank Borrowing for Working Capital</b>		
From Banks & Financial Institutions	8,432.80	61,786.30
<b>Total</b>	<b>8,432.80</b>	<b>61,786.30</b>

**Note No. 19 TRADE PAYABLES**

(Rupees in Lakhs)

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Trade Payables</b>		
Acceptances	1,764.83	1,508.18
Other than Acceptances	2,379.85	44,080.34
<b>Total</b>	<b>4,144.67</b>	<b>45,588.50</b>



**Note No. 20 Other Financial Liabilities (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Current Maturity of Long Term Borrowings	4,071.54	18,474.39
Unpaid Dividend	8.85	9.39
Interest accrued & due on borrowings	44.69	85.51
Interest Due But Not Paid	3.01	856.81
<b>Total</b>	<b>4,128.09</b>	<b>19,426.10</b>

**Note No. 21 OTHER CURRENT LIABILITIES (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Other Liabilities	90.14	8,790.19
Creditors for capital goods	66.07	77.07
Statutory Payable	24.19	7,096.42
<b>Total</b>	<b>180.40</b>	<b>15,963.68</b>

**Note No. 22 SHORT TERM PROVISIONS (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
<b>Provision for Employee Benefits</b>		
Gratuity	—	—
Leave Encashment	2.71	7,663.43
<b>Total</b>	<b>2.71</b>	<b>7,663.43</b>

**Note No. 23 Current Tax Liability (Rupees in Lakhs)**

Particulars	As at 31.3.2017	As at 31.3.2016
Provision for Income Tax	346.92	6,586.43
<b>Total</b>	<b>346.92</b>	<b>6,586.43</b>

**Note No. 24 ASSETS/ LIABILITIES HELD FOR SALE (Rupees in Lakhs)**

Particulars	As at 31.3.2017
<b>Borrowings</b>	<b>47,147.90</b>
Trade Payables	19,770.40
Provisions	4,362.64
Other Financial Liabilities	33,750.71
Other Current Liabilities	7,194.30
<b>Total</b>	<b>112,225.95</b>



**Note No. 25 REVENUE FROM OPERATIONS**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Sales of Products	29,629.91	31,514.72
Other Sales & Services	1,786.43	1,914.55
<b>Total</b>	<b>31,416.34</b>	<b>33,429.27</b>

**Note No. 26 OTHER INCOME**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Interest Income	40.89	0.21
Net Gain on Foreign currency transaction	183.84	-
Misc Income-Export Incentive	125.69	165.04
Other Misc. Income	3.10	174.59
<b>Total</b>	<b>353.52</b>	<b>339.84</b>

**Note No. 27 COST OF MATERIAL CONSUMED**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Opening Stock of Raw Material	8,440.81	1,785.37
<b>Add : Purchases of Raw Material</b>	<b>6,022.02</b>	<b>13,696.28</b>
	<b>14,462.83</b>	<b>15,481.65</b>
<b>Less : Closing Stock of Raw Material</b>	<b>1,537.71</b>	<b>1,957.73</b>
<b>Total</b>	<b>12,925.12</b>	<b>13,523.92</b>

**Note: 27.1 Imported and Indigenous Raw materials**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Raw material</b>		
Consumption of imported Raw material (Percentage of Consumption of Raw Material)	- 0.00%	- 0.00%
Consumption of similar domestic Raw material (Percentage of Consumption of Raw Material)	12,925.12 100.00%	13,523.92 100.00%
<b>Total Consumption of Raw material</b>	<b>12,925.12</b>	<b>13,523.92</b>



**Note No. 28 CHANGES IN INVENTORIES OF FINISHED GOODS WORK IN PROGRESS & STOCK IN TRADE**  
(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Opening Stock as on 01-04-2016</b>		
- Work in Progress	8,059.56	7,978.86
- Finished Goods	382.92	283.95
- Scrap	—	—
<b>Less : Closing Stock as on 31-03-2017</b>		
- Work in Progress	9,179.16	8,059.56
- Finished Goods	395.66	382.92
- Scrap	—	—
<b>Total</b>	<b>(1,132.34)</b>	<b>(179.67)</b>

**Note No. 29 Employee Benefit Expenses** (Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Salaries and Wages	1,864.72	1,611.13
Other Contribution and staff welfare expenses	226.39	199.34
<b>Total</b>	<b>2,091.11</b>	<b>1,810.47</b>

\*Including director's salary Rs 60.07 Lakhs in 2017 and Rs 20.81 Lakhs in 2016

**Reconciliation of Employee Benefit Expenses between previous GAAP and Ind AS is as under:**  
(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2016
<b>A) Employee Benefit Expenses for the period as per previous GAAP</b>	1885.57
<b>B) Effects of transition of Ind AS on Employee Benefit Expenses:</b>	
i) Reclassification of actuarial gains/(losses), arising in respect of defined benefit plans	(57.22)
ii) Adjustment of Finance Cost	(17.88)
<b>Employee Benefit Expenses for the period as per Ind AS</b>	<b>1810.47</b>





**Note No. 30 Finance Costs**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Interest Expense :</b>		
-Short term loan	1,090.38	746.80
-Long term loan	825.95	1,018.66
Interest on dismantling	4.44	4.07
Interest for long term loan as per IND AS	6.94	9.00
Loan processing fees	40.73	28.65
Interest on Employee Benefit Expenses	5.70	17.88
Net (gain) / loss on foreign currency transactions and translation (considered as finance cost)	165.11	128.78
<b>Total</b>	<b>2,139.25</b>	<b>1,953.84</b>

**Reconciliation of Finance Costs between previous GAAP and Ind AS is as under:(Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2016
<b>A) Finance Costs for the period as per previous GAAP</b>	1,922.89
<b>B) Effects of transition of Ind AS on Finance Costs:</b>	
i) Adjustment of Finance Cost on Term Loans	9.00
ii) Adjustment of Finance Cost on Dismantling	4.07
iv) Adjustment of Finance Cost on Employee Benefit Expenses	17.88
<b>Finance Costs for the period as per Ind AS</b>	<b>1953.84</b>

**Note No. 31 Depreciation and Amortisation Expenses**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Depreciation and Amortisation	2,932.86	2,761.45
<b>Total</b>	<b>2,932.86</b>	<b>2,761.45</b>

**Reconciliation of Depreciation and Amortisation Expenses between previous GAAP and Ind AS is as under:  
(Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2016
<b>A) Depreciation and Amortisation Expenses for the period as per previous GAAP</b>	2,758.23
<b>B) Effects of transition of Ind AS on Depreciation &amp; Amortisation Expenses:</b>	
i) Adjustment of Depreciation on Dismantling	3.22
<b>Depreciation &amp; Amortisation Expenses for the period as per Ind AS</b>	<b>2,761.45</b>



Note No. 32 *Other Expenses*

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>A) Manufacturing Expenses</b>		
Consumables & Store spares	2,379.97	2,610.00
Power & Fuel	4,047.61	4,422.27
Freight Inwards	252.88	322.49
Labour Charges & Job Work	3,943.65	4,284.06
Repairs of Plant & Machinery	216.32	174.33
Other Manufacturing Expenses	199.98	208.40
<b>Total Manufacturing Expenses (A)</b>	<b>11,040.41</b>	<b>12,021.55</b>
<b>B) Administrative Expenses &amp; Selling Expenses</b>		
Auditor's Remuneration	12.40	12.00
Bank Charges	43.73	43.41
Business promotion Expenses	6.23	3.35
Insurance Charges	74.43	72.97
Membership & Subscription Exp.	2.26	2.98
Rate, Fee & Taxes	51.37	33.25
Rent	111.44	68.11
Repairs of Building & Others	141.00	117.76
Telephone, Postage & Courier Expenses	15.24	14.77
Travelling & Conveyance	105.98	107.13
Freight Outwards	252.06	295.12
Car/ Bus hire charges	80.60	85.92
Handling & Processing Charges (Export)	0.03	0.06
Miscellaneous Exp	252.01	200.68
<b>Selling &amp; Distribution Expenses</b>		
Discount Allowed	48.26	36.34
<b>Total Administrative &amp; Selling Expenses (B)</b>	<b>1,197.04</b>	<b>1,093.85</b>
<b>Total (A + B)</b>	<b>12,237.45</b>	<b>13,115.40</b>

Note No. 32.1 Auditors' Remuneration

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Auditors Payments</b>		
As Auditor	12.40	12.00
For taxation matters	-	-
For reimbursement of expenses	-	-
<b>Total</b>	<b>12.40</b>	<b>12.00</b>



**Note No. 32.2 Expenditure in Foreign Currency**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Travelling	1.88	3.26
Interest, Legal and Other Expenses	0.08	23.23
<b>Total</b>	<b>1.96</b>	<b>26.49</b>

Note: Travelling expenditure in foreign currency includes directors travelling.

**Note No. 32.3 Value of Imports calculated on C.I.F basis**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Raw material	–	5.46
Components and spare parts	112.72	58.67
Capital goods	8.26	105.60
<b>Total</b>	<b>120.98</b>	<b>169.73</b>

**Note No. 32.4 Earnings in Foreign Exchange**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Export/Deemed Export of Goods Calculated on F.O.B basis	5,796.94	5,807.98
<b>Total</b>	<b>5,796.94</b>	<b>5,807.98</b>

**Note No. 32.5 Contingent Liabilities and Commitments (To the extent not provided for)**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
i) Bank Guarantees Issued by bank on company's behalf	78.74	78.74
ii) Any amount that the Company may be liable to pay on finalisation of legal cases pending against the Company including the recall notices issued by various Banks/FII's	Amount not ascertainable	Amount not ascertainable
	<b>78.74</b>	<b>78.74</b>



**Note No. 32.6 Imported and Indegenion Spares Parts and Components (Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Spares parts and components</b>		
Consumption of imported spares parts and components (Percentage of Consumption of Spare Parts and Components)	109.61 4.61%	151.33 5.80%
Consumption of similar domestic spares parts and components (Percentage of Consumption of Spare Parts and Components)	2,270.36 95.39%	2,458.67 94.20%
<b>Total</b>	<b>2,379.97</b>	<b>2,610.00</b>

**Note No. 32.7 Capital Commitments (Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net)	14.80	60.47
<b>Total</b>	<b>14.80</b>	<b>60.47</b>

**Note No. 33 Provision for Taxation (Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Income Tax Expense :</b>		
1. Current Tax	680.72	155.22
2. Previous year Income Tax	91.51	—
3. Mat credit utilized	(175.09)	341.02
4. Deferred Tax	(441.42)	(222.64)
<b>Income Tax expense for the current period</b>	<b>155.73</b>	<b>273.60</b>

**Note No: 34 Other Comprehensive Income (OCI) (Rupees in Lakhs)**

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Effects of transition of Ind AS on Defined Benefit Plans:</b>		
i) Reclassification of actual gains/(losses), arising in respect of Earned Leave	(6.71)	(14.58)
ii) Deferred Tax effect	2.21	4.81
i) Reclassification of actual gains/(losses), arising in respect of Grauity	(32.01)	(42.64)
ii) Deferred Tax effect	10.56	14.07
<b>Total</b>	<b>(25.94)</b>	<b>(38.34)</b>



**Note No: 35 PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Revenue	230,930.08	114,624.77
Less: Expenses	269,695.00	118,407.41
<b>Profit / (Loss ) for the period before tax</b>	<b>(38,764.92)</b>	<b>(3,782.64)</b>
Less: Tax Expenses	1,097.06	923.13
<b>Profit / (Loss ) for the period after tax</b>	<b>(39,861.98)</b>	<b>(4,705.77)</b>
Items that will be reclassified to profit and loss Account:		
Tax effect	2,996.93	(6,337.96)
	200.79	(218.49)
<b>Other Comprehensive Income</b>	<b>3,197.72</b>	<b>(6,556.45)</b>
<b>Total Comprehensive Income for the period</b>	<b>(36,664.26)</b>	<b>(11,262.22)</b>

**Note No: 36 OTHER COMPREHENSIVE INCOME (OCI) for Non Controlling interest**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
<b>Effects of transition of Ind AS on Defined Benefit Plans:</b>		
i) Foreign exchange translation reserve	2,996.93	(6,337.96)
ii) Deferred Tax effect	200.79	(218.49)
<b>Total</b>	<b>3,197.72</b>	<b>(6,556.45)</b>

**Note No: 37 EARNINGS PER SHARE**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2017	For the year Ended 31.3.2016
Average number of equity shares (Face value Rs. 1/- each) for Basic and Diluted EPS	<b>5,038.32</b>	<b>5,038.32</b>
Profit/(Loss) after tax for the period from continuing operations (Rs. In Lakhs)	<b>403.38</b>	<b>471.11</b>
<b>EPS for continuing operations (Rs. Per Share)</b>	<b>0.08</b>	<b>0.09</b>
Profit/(Loss) after tax for the period from discontinued operations (Rs. In Lakhs)	(36,664.26)	(11,262.22)
<b>EPS for discontinued operations (Rs. Per Share)</b>	<b>(7.28)</b>	<b>(2.24)</b>
Profit/(Loss) after tax for the period from continuing & discontinued operations (Rs. In Lakhs)	(36,260.88)	(10,791.11)
<b>EPS for continuing &amp; discontinued operations (Rs. Per Share)</b>	<b>(7.20)</b>	<b>(2.14)</b>

**Note No: 38 Reconciliation of PAT between previous GAAP and Ind AS is as under:**

(Rupees in Lakhs)

Particulars	For the year Ended 31.3.2016
<b>A) PAT as per previous GAAP</b>	<b>(4,220.67)</b>
<b>B) Effects of transition of Ind AS:</b>	
Re-Classification of Acturial gains/(Losses), arising in respect of defined benefit plans	57.22
Re-Classification of Interest cost on Gratuity and Leave Encashment to Finance Cost	17.88
Adjustment in Finance Cost	(30.95)
Depreciation	(3.32)
Tax adjustment	(16.48)
OCI of Continued Operations	(38.34)
OCI of Discontinued Operations	(6,556.45)
<b>PAT as per Ind AS</b>	<b>(10,791.11)</b>



**Note No: 39 RELATED PARTY TRANSACTION**

In accordance with the requirements of Indian Accounting Standard (Ind AS-24) the names of the related parties where control exists and /or with whom transactions have taken place during the period and description of relationships as identified and certified by the management are as hereunder:

Name of the related party	Relationship
CASTEX TECHNOLOGIES LIMITED	Fellow Subsidiary Company
AMTEK AUTO LIMITED	Holding Company

**Note No: 40**

Disclosure required in Compliance of Amendments Notified under the Companies Act, 2013 by Ministry of Corporate Affairs Dated 30th March 2017.

*(Amount in Rupees)*

Particulars	Specified Bank Notes (SBNs)	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1,703,500.00	1,702,544.27	3,406,044.27
(+) Permitted receipts / Withdrawn from bank*	–	3,655,559.00	3,655,559.00
(-) Permitted payments	–	3,258,190.00	3,258,190.00
(-) Amount deposited in Banks	1,703,500.00	123,705.00	1,827,205.00
<b>Closing cash in hand as on 30.12.2016</b>	<b>–</b>	<b>1,976,208.27</b>	<b>1,976,208.27</b>

\*Including Rs. 32,59,000/- withdrawn from bank.

**Note No: 41**

The Previous period figures have been regrouped / reclassified, wherever considered necessary to conform to the current year presentation.

**In terms of our report attached  
For A.C. Gupta & Associates  
Chartered Accountants  
ICAI Firm Regd No. 008079N**

**For and on behalf of the Board**

**(AC. Gupta)  
Partner  
M.No 008565  
M.No. 76980**

**Sanjay Tiku  
Director**

**Gautam Malhotra  
Director**

Place : New Delhi  
Dated : 10th June, 2017

**Sandeep Singh Surya  
Chief Financial Officer**

**Mona K Bahadur  
Company Secretary**

**JMT AUTO LIMITED**

 Regd Office: 3, LSC, Pamposh Enclave, Guru Nanak Market, Opp LSC Market, New Delhi-110 048  
 Website: www.jmtauto.com ,Email:jmt.auto@amtek.com, Phone: 0657-6626340  
**(CIN L42274DL1997PLC270939)**

Name of the member(s) : Registered address : Email Id : Folio/DP ID- Client ID No.:
--

I/We being the member(s) of .....shares of the above named Company hereby appoint:

- (1) Name : ..... Address: .....  
 E-mail Id: ..... Signature ..... or failing him;
- (2) Name: ..... Address: .....  
 E-mail Id: ..... Signature ..... or failing him;
- (3) Name: ..... Address: .....  
 E-mail Id: ..... Signature .....

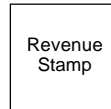
 as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 30<sup>th</sup> Annual General Meeting of the Company, to be held on the Thursday **28th September 2017 at 09:30 a.m. at Mapple Emerald, NH8, Rajokri, New Delhi-110038** and at any adjournment thereof, in respect of such resolutions set out in the AGM Notice convening the meeting, as are indicated below:

Item No.	RESOLUTIONS	Optional	
	<b>ORDINARY BUSINESS</b>		
1.	To consider and adopt :- (a) the audited financial statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017, and the reports of the Auditors thereon;	<b>For</b>	<b>Against</b>
2.	To appoint a Director in place of <b>Gautam Malhotra (DIN-00157488)</b> , who retires by rotation and being eligible, offers himself for re- appointment		
3.	To appoint a Director in place of <b>John E Flintham (DIN-01463500)</b> , who retires by rotation and being eligible, offers himself for re- appointment.		
5.	Appointment of M/s. Raj Gupta & Co. as Statutory Auditors of the Company for 5 years.		
	<b>SPECIAL BUSINESS</b>		
4.	Appointment of M/s. Raj Gupta & Co. as Statutory Auditors of the Company to fill casual vacancy due to resignation of present Statutory Auditors		
6.	Appointment of Anuradha Kapur, as an independent director		
7.	Ratification of Remuneration of Cost Auditors for FY 2017-18		

Signed this ..... day of ..... 2017

Signature of Shareholder

Signature of Proxy Holder(s)


**Note:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the meeting.
- For the resolutions, Statement and Notes, please refer to the Notice of the 30th Annual General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.

**JMT AUTO LIMITED**

 Regd Office: 3, LSC, Pamposh Enclave, Guru Nanak Market, Opp LSC Market, New Delhi-110 048  
 Website: www.jmtauto.com ,Email:jmt.auto@amtek.com, Phone: 0657-6626340  
**(CIN L42274DL1997PLC270939)**
**ATTENDANCE SLIP**

(to be handed over at the Registration Counter)

Folio No./DP ID- Client ID No.:	
No. of Shares :	

 I/We hereby record my/our presence at the 30<sup>th</sup> Annual General Meeting of the Company being held on **Thursday 28th September 2017 at 09:30 a.m. at Mapple Emerald, NH8, Rajokri, New Delhi-110038.**

 .....  
 Signature of the Proxy

 .....  
 Signature(s) of Member and Joint Holder(s)

**Note:**

- Please complete the Folio/DP ID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
- Electronic copy of the Annual Report for the financial period ended on 31.3.2017 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company/Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
- Physical copy of Annual Report for the financial period ended on 31.3.2017 and Notice of Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

**BOOK-POST**

**JMT AUTO LIMITED**

**Regd Office:**

3, LSC, Pamposh Enclave, Guru Nanak Market, Opp LSC Market,  
New Delhi-110 048