

# B S R & Associates

(Registered)

Chartered Accountants

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## **Review report to the Board of Directors of Dynamatic Technologies Limited on the consolidated unaudited financial results of Dynamatic Technologies Limited and subsidiaries.**

1. We have reviewed the accompanying statement of consolidated unaudited financial results ("the statement") of Dynamatic Technologies Limited ('the Company') and subsidiaries, as detailed in note 1 of the statement, (collectively referred to as 'Dynamatic Group') for the quarter ended 30 June 2012, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement issued by the Securities and Exchange Board of India ("Listing Agreement") except for the disclosures regarding 'Public Shareholding' and 'Promoters and Promoter Group Shareholding' which have been traced from disclosures made by the Management and have not been reviewed by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors in their meeting held on 14 August 2012. Our responsibility is to issue a report on these statement based on our review. Attention is drawn to the fact that the figures for the quarter ended 31 March 2012 as reported in these statement are the balancing figures between audited figures in respect of the full financial year (31 March 2012) and the published year to date figures up to the end of third quarter of the previous financial year (31 March 2012). The figures up to the end of the third quarter of the previous financial year had only been reviewed and not subject to an audit.
2. We conducted our review in accordance with the Standard on Review Engagements ('SRE') 2410, Review of Interim Financial Information performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We did not review the unaudited financial results of certain subsidiaries which have been incorporated in the statement. These subsidiaries account for 67.56 % of total revenues, other operating income and other income as shown in the statement for the quarter ended 30 June 2012. Of the above:
  - a The unaudited financial results of some of the subsidiaries incorporated outside India as drawn up in accordance with the generally accepted accounting principles of the respective countries ('the local GAAP') have been reviewed by other auditors duly qualified to act as auditors in those countries. These subsidiaries account for 67.56% of total revenues, other operating income and other income for the quarter ended 30 June 2012 as shown in the statement. For purposes of preparation of statement, the aforesaid local GAAP financial results have been restated by the Management of the said entities so that they conform to the generally accepted accounting principles in India. This has been done on the basis of a reporting package prepared by the Company which covers accounting and disclosure requirements applicable to consolidated financial statements under the generally accepted accounting principles in India. The reporting packages made for this purpose have been reviewed by other auditors and reports of those other auditors have been furnished to us. Our opinion on the statement, insofar as it relates to these entities, is based solely on the aforesaid review reports of those other auditors.

4. Without qualifying our opinion, we draw attention to note 4 of the consolidated financial results of Dynamics Group, which sets out the basis of accounting selected by the Company in relation to the consolidation and restructuring exercise carried out at JKM Erla Automotive Limited (JKEAL), a subsidiary company. The Composite scheme of arrangement between JKEAL and its shareholder and creditors, which was approved by the Karnataka High Court on 30 July 2012, sets out the prescribed accounting treatment to effect the restructuring. Section 6 (paragraph 6.1 to 6.11) of the said scheme specifies the accounting treatment and inter alia specifies that such accounting treatment would be reflected in the financial statement of the Company, prepared as per the Indian Generally Accepted Accounting Principles.
5. Based on our review conducted as explained in paragraphs 1 and 2 and on consideration of reports of other auditors explained in the paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with applicable accounting standards as specified in the Companies (Accounting Standards) Rules, 2006 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which it is to be disclosed, or that it contains any material misstatement.

*for B S R & Associates*

*Chartered Accountants*

Registration number: 116231W



**Sunil Gaggar**

*Partner*

Membership No. 104315

Bangalore

14 August 2012.

**DYNAMATIC TECHNOLOGIES LIMITED**

Dynamatic Park, Peenya, Bangalore-560 058, India

**Unaudited consolidated financial results for the quarter ended 30 June 2012**

<b>PART I</b>					
<i>(Rs in lacs, except as otherwise stated)</i>					
Sl. No.	Particulars	Quarter ended			For the year ended
		30-Jun-2012 Unaudited	31-Mar-2012 Unaudited	30-Jun-2011 Unaudited	31-Mar-2012 Audited
1	<b>Income from operations</b>				
	a) Net Sales/income from operations (Net of excise duty)	37,649.58	40,870.45	35,377.26	149,715.00
	b) Other operating income	430.67	588.24	279.25	1,138.00
	<b>Total income from operations (net)</b>	<b>38,080.25</b>	<b>41,458.69</b>	<b>35,656.51</b>	<b>150,853.00</b>
2	<b>Expenses</b>				
	a) Cost of materials consumed	22,992.11	21,439.12	23,262.13	91,825.00
	b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(598.47)	1,036.33	(124.13)	731.00
	c) Employee benefit expenses	5,904.75	5,900.71	5,242.07	22,185.00
	d) Depreciation	1,132.54	1,165.56	986.62	4,340.00
	e) Other expenses	6,144.79	8,317.25	4,349.77	21,928.00
	<b>Total expenses</b>	<b>35,575.72</b>	<b>37,858.97</b>	<b>33,716.46</b>	<b>141,009.00</b>
3	<b>Profit from operations before other income, finance costs and exceptional items (1 - 2)</b>	<b>2,504.53</b>	<b>3,599.72</b>	<b>1,940.05</b>	<b>9,844.00</b>
4	Other income	24.06	180.99	36.09	997.00
5	<b>Profit from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>2,528.59</b>	<b>3,780.71</b>	<b>1,976.14</b>	<b>10,841.00</b>
6	Finance costs	2,050.95	1,943.10	1,434.77	7,145.00
7	<b>Profit from ordinary activities after finance costs but before exceptional items (5 - 6)</b>	<b>477.64</b>	<b>1,837.61</b>	<b>541.37</b>	<b>3,696.00</b>
8	Exceptional items	-	175.00	-	175.00
9	<b>Profit from ordinary activities before tax (7 - 8)</b>	<b>477.64</b>	<b>1,662.61</b>	<b>541.37</b>	<b>3,521.00</b>
10	Tax expense	147.09	639.45	153.16	1,057.00
11	<b>Net Profit from ordinary activities after Tax (9 - 10)</b>	<b>330.55</b>	<b>1,023.16</b>	<b>388.21</b>	<b>2,464.00</b>
12	Extraordinary items (net of tax expense)	-	-	-	-
13	<b>Net Profit for the period (11 - 12)</b>	<b>330.55</b>	<b>1,023.16</b>	<b>388.21</b>	<b>2,464.00</b>
14	Paid-up equity share capital (face value of Rs 10/- each)	541.47	541.47	541.47	541.47
15	Reserves	-	-	-	11,438.07
16	<b>Earnings per share</b>				
	Basic EPS (in Rs.)	6.10	18.90	7.17	45.51
	Diluted EPS (in Rs.)	6.10	18.90	7.17	45.51

<b>PART II</b>					
<b>Select Information for the Quarter Ended 30 June 2012</b>					
Sl. No.	Particulars	Quarter ended			For the Year ended
		30-Jun-2012 Unaudited	31-Mar-2012 Unaudited	30-Jun-2011 Unaudited	31-Mar-2012 Audited
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>				
1	<b>Public shareholding</b>				
	Number of shares	2,418,680	2,419,109	2,426,181	2,419,109
	Percentage of shareholding	44.67%	44.68%	44.81%	44.68%
2	<b>Promoters and promoter group shareholding</b>				
	a) Pledged/Encumbered				
	- Number of shares	568,500	503,500	383,500	503,500
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	18.98%	16.81%	12.83%	16.81%
	- Percentage of shares (as a % of the total share capital of the company)	10.50%	9.30%	7.08%	9.30%
	b) Non-encumbered				
	- Number of shares	2,427,523	2,492,094	2,605,022	2,492,094
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	81.02%	83.19%	87.17%	83.19%
	- Percentage of shares (as a % of the total share capital of the company)	44.83%	46.02%	48.11%	46.02%



Segmental reporting:

(Rs in lacs, except as otherwise stated)

	Particulars	Quarter ended			For the Year ended
		30-Jun-2012	31-Mar-2012	30-Jun-2011	31-Mar-2012
		Unaudited	Unaudited	Unaudited	Audited
<b>1</b>	<b>Segment revenue</b>				
	a) Hydraulics & Precision Engineering	7,833.48	8,582.06	6,103.45	28,984.00
	b) Aerospace	3,929.93	4,260.94	2,779.51	14,290.00
	c) Aluminum Castings	1,156.42	1,391.12	1,016.82	5,270.00
	d) Automotive	27,583.94	32,041.59	26,805.42	111,359.00
	e) Research farm	27.00	27.00	27.00	108.00
	f) Others	178.83	254.04	132.54	933.00
	<b>Total</b>	<b>40,709.60</b>	<b>46,556.75</b>	<b>36,864.74</b>	<b>160,944.00</b>
	<b>Less : Inter segment revenue</b>	<b>(2,629.35)</b>	<b>(5,098.06)</b>	<b>(1,208.23)</b>	<b>(10,091.00)</b>
	<b>Income from operations</b>	<b>38,080.25</b>	<b>41,458.69</b>	<b>35,656.51</b>	<b>150,853.00</b>
<b>2</b>	<b>Segment results (profit before tax and interest from each segment)</b>				
	a) Hydraulics & Precision Engineering	937.26	1,543.00	550.25	3,553.00
	b) Aerospace	1,054.93	1,330.10	769.95	4,468.00
	c) Aluminium Castings	(280.42)	(86.25)	(208.36)	(854.00)
	d) Automotive	601.90	702.47	707.80	2,373.00
	e) Research farm	18.99	22.49	22.19	89.00
	f) Others	171.87	87.91	98.22	215.00
	<b>Total</b>	<b>2,504.53</b>	<b>3,599.72</b>	<b>1,940.05</b>	<b>9,844.00</b>
	<b>Unallocable</b>				
	- Interest	2,050.95	1,943.10	1,434.77	7,145.00
	- Expenditure	-	175.00	-	175.00
	- Other income	(24.06)	(180.99)	(36.09)	(997.00)
	<b>Profit before tax</b>	<b>477.64</b>	<b>1,662.61</b>	<b>541.37</b>	<b>3,521.00</b>
<b>3</b>	<b>Segment capital employed</b> (Segment assets - segment liabilities)				
	a) Hydraulics & Precision Engineering	14,276.85	15,568.00	17,503.49	15,568.00
	b) Aerospace	17,563.59	13,372.00	14,360.21	13,372.00
	c) Aluminum Castings	2,305.85	1,172.00	1,570.93	1,172.00
	d) Automotive	17,303.13	18,217.00	20,216.85	18,217.00
	e) Research farm	520.90	522.00	515.00	522.00
	f) Others	3,844.41	3,736.00	3,623.92	3,736.00
	g) Unallocated	(40,870.49)	(38,591.00)	(37,516.24)	(38,591.00)
	<b>Total</b>	<b>14,944.24</b>	<b>13,996.00</b>	<b>20,274.16</b>	<b>13,996.00</b>

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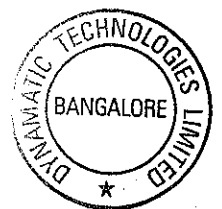
NOTES:

1. The consolidated financial results of Dynamatic Technologies Limited ("the Company"), and subsidiaries, as listed below, (collectively known as "the Group") are prepared in accordance with requirements of the Accounting Standard AS 21 "Consolidated Financial Statements" prescribed by Companies (Accounting Standards) Rules, 2006.

Sl. no.	Subsidiaries	Country of incorporation	Effective shareholding% group
1	JKM Erla Automotive Limited	India	99.99
2	JKM Ferrotech Limited	India	99.99
3	JKM Research Farm limited	India	99.99
4	JKM Global Pte Limited	Singapore	100
5	Dynamatic Limited	United Kingdom	100
6	Yew Tree Investments Limited	United Kingdom	100
7	JKM Erla Holdings GmbH	Germany	100
8	Eisenwerk Erla GmbH	Germany	100

2. The consolidated unaudited financial results of the Group were reviewed by the Audit Committee and thereafter approved by the Board of Directors of the Company in their meeting held on 14 August 2012 and subjected to a Limited Review by the statutory auditors of the Company as required by the Listing Agreement with the stock exchanges. The statutory auditors have expressed an unqualified review opinion. The review opinion has been filed with the stock exchange and is available on the website of the Company.
3. Figures of the three months ended March 31, 2012 are the balancing figures between audited figures in respect of the full financial year (31 March 2012) and the published year to date figures up to the third quarter of the previous financial year (31 March 2012). Also, the figures up to the end of the third quarter of the previous financial year were only reviewed and not subjected to an audit.

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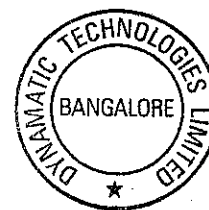
4. In accordance with the Scheme of Arrangement between JKEAL and its respective shareholders and creditors duly approved by the Hon'ble High Court of Karnataka vide its order dated 30 July 2012, the following adjustments have been recorded in the consolidated financial statement of the Company effective 1 April 2011:

Particulars	Amount in Rs lacs
Fair valuation adjustment of tangible fixed assets of EEG with a corresponding credit to Business Restructuring Reserve (BRR)	7,560
Reduction of securities premium with a credit to BRR	(200)
Incremental depreciation on the fair value of tangible fixed assets as described above has been debited to "debit balance arising on consolidation"	793
BRR balance has been set off with the goodwill arising on consolidation to the extent of fair value adjustment of tangible fixed assets as described above	(7,560)

Section 6 (paragraph 6.1 to 6.11) of the said scheme specifies the accounting treatment and inter alia specifies that such accounting treatment would be reflected in the financial statement of the Company, prepared as per the Indian Generally Accepted Accounting Principles. There is no impact on the consolidated financial results of Dynamatic Group.

5. Pursuant to the provisions of the Listing Agreement, the Management has decided to publish consolidated financial results in the newspapers. However the standalone financial results will be made available on the Company's website at [www.dynamatics.com](http://www.dynamatics.com) and also on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)).
6. Basic and diluted earnings per share before unrealized foreign exchange loss/ (gain) are Rs 11.22 and Rs 5.83 for the quarters ended June 2012 and June 2011 respectively

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7. Information of standalone audited financial results of the Company in terms of Clause 41 (VI) (b) of the Listing Agreement is as under:

(Rs in lacs)

Particulars	Quarter ended			Twelve months ended
	30 June 2012	31 March 2012	30 June 2011	31 March 2012
	Unaudited	Unaudited	Unaudited	Audited
Income from operations	11,374.19	12,660.24	9,387.19	45,248.82
Profit / (Loss) before tax and exceptional items	37.78	970.64	(699.39)	408.17
Profit / (Loss) after tax and exceptional items	25.51	544.66	(475.77)	164.68

8. Status of investor complaints for the quarter ended 30 June 2012:

Particulars	Opening	Received	Resolved	Pending
Number of complaints	Nil	6	6	Nil

For and on behalf of the Board of Directors



**Udayant Malhoutra**  
**CEO and Managing Director**  
 Dynamatic Technologies Limited  
 Bangalore  
 14 August 2012

