AMTEK

DRIVEN BY EXCELLENCE

AMTEK INDIA LIMITED

30th ANNUAL REPORT

2012 - 2013

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2012 – 2013

Board Of Directors

Mr. SANJAY CHHABRA	*Chairman*
Mr. GAUTAM MALHOTRA	*Managing Director*
Mr. ARVIND DHAM	*Director*
Mr. KATTASSERRY THOMAS JAMES	*Director*
Mr. DESHPAL SINGH MALIK	*Director*
Mr. SHEKHAR GUPTA	*Director*
Mr. JOHN ERNEST FLINTHAM	*Director*

Company Secretary

Mr. VISHAL WASON

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Registered Office

Village Narsinghpur, Mohammadpur,
Old Manesar Road, Gurgaon, Haryana-122001
Ph. : (0124) 26373406, 26373407, 26373151, 26373152, 26370769
Fax : (0124) 26373028

Corporate Office

3, Local Shopping Centre,
Pamposh Enclave, G.K. - I,
New Delhi-110 048
Ph. : (011) 42344444
Fax : (011) 42344000
E-mail : info@amtek.com
web : http//:www.amtek.com

Bankers

UCO Bank
United Bank of India
State Bank of Patiala
State Bank of Bikaner & Jaipur
IDBI Bank Limited

Auditors

M/s Manoj Mohan & Associates
Chartered Accountants

Share Transfer Agent

M/s Beetal Financial &
Computer Services (P) Ltd.
Beetal House, 3rd Floor, 99,
Madangir, Behind L.S.C.,
Near Dada Harsukh Dass Mandir,
New Delhi-110062
Ph.: 011-29961281-83, Fax: 011-29961284

NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF AMTEK INDIA LIMITED WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT VILLAGE NARSINGHPUR, MOHAMMADPUR, OLD MANESAR ROAD, GURGAON, HARYANA-122001 ON MONDAY, THE 24TH DAY OF MARCH, 2014 AT 1.00 P.M. TO TRANSACT THE FOLLOWING BUSINESSES :-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 30th September, 2013, the Audited Statement of Profit & Loss Account for 15 months ended on that date, together with the reports of the Board of Directors and the Auditors thereon.

2. To declare dividend.

3. To appoint a Director in the place of **Mr. Deshpal Singh Malik**, who retires by rotation and being eligible, offers himself for re-appointment.

4. To appoint a Director in the place of **Mr. Shekhar Gupta**, who retires by rotation and being eligible, offers himself for re-appointment.

5. To appoint Auditor of the Company 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 M/s Manoj Mohan & Associates, Chartered Accountants (Registration No. 009195C) be and is hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as fixed by the Board of Directors."

SPECIAL BUSINESS

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

   "RESOLVED THAT Mr. John Ernest Flintham, Director who was appointed as an Additional Director in the meeting of the Board of Directors of the Company and who holds office as such upto the date of Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose Mr. John Ernest Flintham, as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company."

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

   "RESOLVED THAT Mr. Sanjay Chhabra, Director who was appointed as an Additional Director in the meeting of the Board of Directors of the Company and who holds office as such upto the date of Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose Mr. Sanjay Chhabra, as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company."

8. **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 198, 269, 309, 310 read with schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 Mr. Gautam Malhotra be and is hereby reappointed as Managing Director of the Company with effect from 31st January, 2013 for a period of Five Years on the following terms and conditions:

   (a) Period

   Five Years (From 31st January 2013 to 30th January 2018)

   (b) Nature of Duties

   Mr. Gautam Malhotra, Managing Director, shall devote sufficient time and attention to the business of the Company. He shall have control of full executive responsibility for the general conduct and management of business and

affairs of the Company. He shall exercise all such powers as may be granted and entrusted to or required by him for the proper discharge of his duties.

(c) Remuneration

Mr. Gautam Malhotra, shall be entitled to following emoluments, benefits and perquisites during the period of his employment subject to the ceiling limit laid down in Section 198, 309 and Schedule XIII of the Companies Act, 1956.

(d) Salary

Salary not exceeding Rs. 60,00,000 per annum, to be fixed by the Board of Directors from time to time.

(e) Perquisites

Mr. Gautam Malhotra, will be entitled to following perquisites and allowances:

Category – A

- Rent Free Furnished Accommodation or house rent allowance at 60% of salary in lieu thereof;
- Medical reimbursement and medical insurance for the said employee and his family;
- Club Fee (Subject to a Maximum of 3 Clubs and not including admission and life membership fee)
- Insurance and any other general allowances and perquisites in accordance with the rules of the Company or as may be agreed to by the Board of Directors and the said employee.
- For the above purpose "family" means spouse and 2 dependent children of the said employee.

Category – B

- Contribution to Provident Fund to the extent these singly or put together are not taxable under the Income Tax Act, 1956;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;
- Encashment of leave at the end of the tenure.

Category – C

- The Company shall provide and make available to the said employee a car of such horse power and make, as may from time to time be determined by the Company, along with Chauffer, and shall bear and pay all garage rent, repairs, maintenance running and other costs and charges whatsoever, in connection with the use of such car by the said Employee.
- The Company shall provide the said employee with a telephone facility at his residence.
- Provision of a car for use on Company's business and telephone at residence will not be considered perquisites.
- Personal long distance calls on telephone and use of the car for private purpose shall be billed by the Company to the said employee.
- The amount of the aforesaid perquisites and allowances will be restricted to an amount equal to the annual salary of the said employee.

(f) Where in any financial year the Company has no profit or profits are inadequate, the remuneration payable will be in accordance with the provisions of Section II of Schedule XIII to Companies Act, 1956, as may be amended from time to time.

(g) In the event of any increase in the limits of the emoluments, benefits and perquisites payable in accordance with the laws, policies, rules, regulations or guidelines in force from time to time, the Company may, in its discretion, increase the remuneration payable to him, subject to obtaining such approvals as may be required.

(h) Other Terms

- He shall not become interested or otherwise concerned directly or through his wife and/or minor children in any sole selling agency of the Company without the prior approval of the Central Government.
- He shall be entitled to reimbursement of all actual expenses including on entertainment and travelling incurred in the course of the Company's business.
- The appointment may be terminated by Mr. Gautam Malhotra or the Company by giving not less than three months prior notice in writing.

RESOLVED FURTHER THAT notwithstanding anything herein above stated where in any financial year, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Gautam Malhotra, Managing Director, as per the provisions of Schedule XIII of Companies Act, 1956 (including any statutory modification or re-enactment thereof, for the time being in force), or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT the consent of the Company, be and is hereby accorded to the Board to alter and vary the aforesaid terms as to remuneration (including perquisites) within the ceiling limits in that behalf laid down in schedule XIII of the Companies Act, 1956 as in force from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit."

9. To consider, and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution :-

"**RESOLVED THAT** subject to the provisions of Section 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (corresponding to Section 293 (1) (d) of the Companies Act, 1956), consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof) for the borrowing by the Board from time to time, subject to any restriction imposed by the terms of the agreements as may have been entered into or may be entered into from time to time for grant of any assistance to the Company, of all moneys deemed by them to be requisite or proper for the purpose of carrying on the business of the Company so, however, that the total amount of such borrowing shall not exceed Rs. 15,000 Crores (Rupees Fifteen Thousand Crores Only) notwithstanding that the moneys to be borrowed together with the money's already borrowed by the Company (apart from temporary loans, if any, obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid-up capital and free reserves of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose."

10. To consider, and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution :-

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (corresponding to Section 293 (1) (a) of the Companies Act, 1956) (including any statutory modifications or re-enactment thereof, for the time being in force) and such other approvals as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called " the Board" and which term shall be deemed to include any Committee, which the Board may have constituted or hereinafter constitute to exercise its powers including powers conferred by this resolution and with the power to delegate such authority to any person or persons) to mortgage or lease and/or create charge in addition to charge created/ to be created by the Company, on all or any of the moveable and/or immoveable, tangible and/or intangible properties of the Company, wherever situate, both present and future, with such ranking as the Board may in its absolute discretion decide, on such terms and conditions and at such time or times or in such form and manner as it may deem fit, in favour of various Financial Institutions/ Banks /Trustees for the Bond and/or Debenture holders etc. (hereinafter referred as "the Lenders" to secure any Term Loans / Cash Credit Facilities / Debenture / Bonds or the like, obtained/ to be obtained from any of the aforesaid lenders not exceeding Rs. 15,000 Crores (Rupees Fifteen Thousand Crores Only) together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, costs, charges, expenses and other moneys payable by the Company to the aforesaid lenders in term of loan agreement(s) and/or any other document(s) entered

into/ to be entered into between the Company and the Lenders(s) / Agent(s) / Trustee (s) in respect of the aforesaid financial facilities including bank guarantee facility.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate and finalize with the lenders, terms and conditions, including the nature and ranking of charge and/or mortgage, documents for creation of mortgage and/or charge and to do all such acts, deeds, matters and things incidental thereto and to execute all such documents or writings as may be considered necessary for giving effect to this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to settle any issue relating to security/ documentation etc., with the concerned lenders as may be considered appropriate by it."

By Order of the Board
For AMTEK INDIA LIMITED

Sd/-
(SANJAY CHHABRA)
CHAIRMAN

Place : New Delhi
Date : 13th February, 2014

NOTES:

1. **AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND CORRESPONDING TO SECTION 173(2) OF THE COMPANIES ACT, 1956 IS ANNEXED HERETO.**

2. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

3. **THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE TIME OF THE MEETING.**

4. **CORPORATE MEMBERS INTENDING TO SEND THEIR AUTHORISED REPRESENTATIVE ARE REQUESTED TO SEND A DULY CERTIFIED COPY OF THE BOARD RESOLUTION/ POWER OF ATTORNEY AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE ON THEIR BEHALF AT THE ANNUAL GENERAL MEETING.**

5. All documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days between 11.00 A.M. to 1.00 P.M prior to the date of Annual General Meeting.

6. The Register of Members and Share Transfer Book of the Company will remain closed from **22nd March, 2014 to 24th March, 2014** (both days inclusive) to decide the entitlement of Members for payment of dividend that may be declared at the Annual General Meeting.

7. Members are requested to furnish/update their Bank Account to the Company/Registrar & Transfer Agents/ Depository Participants to enable the Company to print the same on the dividend warrants/to avail of ECS facility, whatever applicable.

8. The members are requested to bring their copies of Annual Report to the Meeting, as the same will not be redistributed at the venue of Annual General Meeting.

9. The Members attending the Annual General Meeting are requested to bring the enclosed Attendance Slip and deliver the same after filling in their folio number at the entrance of the meeting hall. Admission at the Annual General Meeting venue will be allowed only after verification of the signature in the Attendance Slip. Duplicate Attendance Slip will be issued at the Registered Office of the Company upto a day preceeding the day of Annual General Meeting.

10. Non-resident Indian Members are requested to inform Beetal Financial & Computer Services Pvt. Ltd. immediately on :

    a. The change in the residential status on return to India for permanent settlement.

    b. The particulars of the bank accounts maintained in India with complete name of bank, branch, account type, account number and address of the bank, if not furnished earlier.

11. Members who hold shares in de-materialised form are requested to bring their Client ID and DP-ID number for the purpose of identification and attendance at the Annual General Meeting.

12. The dividend as recommended by the Board of Directors, if declared at this Annual General Meeting shall be paid on or before April 23, 2014.

    a. To those shareholders whose names appear on the Company's Register of Members after giving effect to all valid share transfers in physical form lodged with the Registrar & Transfer Agents (R&T Agents) of the Company on or before March 21, 2014.

    b. In respect of shares held in electronic form, to beneficial owner as furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the end of business hours of March 21, 2014.

13. Consequent upon the introduction of Section 205A of the Companies Act, 1956, and introduction of Section 205C by the Companies (Amendment Act) 1999, the amount of dividend which remain unclaimed in the unpaid dividend account for a period of seven years from the date of transfer of the same, will be transferred to the Investor Education and Protection Fund established by the Central Government. Shareholders who have not en-cashed their dividend warrant(s) so far for the financial year ended 30th June, 2006 or any subsequent financial years are requested to make their claim to the R&T Agents of the Company. According to the provisions of the Act, no claims shall lie against the said Fund or the Company for the amounts of dividend so transferred nor shall any payment be made in respect of such claims.

14. Consequent upon the introduction of Section 109A of the Companies Act, 1956, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form No. 2B in duplicate (which will be made available on request) to the R&T Agents of the Company.

15. **Electronic Clearing Services (ECS) facility**

    With respect to payment of dividend, the Company provides ECS facility to all members, holding shares in electronic/physical forms. Members holding shares in the physical form who wish to avail ECS facility may furnish to the Company/Registrar & Share Transfer Agents, with their ECS mandate in the prescribed form, which is available elsewhere in the Annual Report or can be obtained from the Registrar & Share Transfer Agents of the Company.

16. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011 respectively), has undertaken a **'Green Initiative in Corporate Governance'** and allowed Companies to share documents with its shareholders through an electronic mode. A recent amendment to the Listing Agreement with the Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering/ updating their e-mail addresses for receiving electronic communications.

17. The Company published its Audited Financial Results for 15 months period commencing from 1st July, 2012 to 30th September, 2013

INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE 49 OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS BEING APPOINTED/ RE-APPOINTED

Name	**DESHPAL SINGH MALIK**
Date of Birth	28th May, 1950
Qualification	B.E. (Mechanical)
Expertise	Specialisation in Project Engineering, Production of Scooters, tractors and auto ancillary products, Industrial Engineering, Process Engineering and Material Engineering.
Other Directorships*	WHF Precision Forgings Limited

	Amtek Auto Limited, Adhbhut Infrastructure Limited Ahmednagar Forgings Limited, Amtek Railcar Limited

Name	**SHEKHAR GUPTA**
Date of Birth	14th April, 1964
Qualification	B.E. (Metallurgical)
Expertise	Specialisation in Quality Engineering, Industrial Engineering and Process Engineering
Other Directorships*	Oriental Iron Casting Limited

Name	**GAUTAM MALHOTRA**
Date of Birth	03rd March, 1979
Qualification	B.E. (Computer Science), M.B.A
Expertise	Specialisation in Finance, Marketing, Acquisitions & Takeovers etc.
Other Directorships*	Ahmednagar Forgings Ltd. Amtek Laboratories Ltd. ACIL Ltd. Amtek Auto Ltd. Stesalit Ltd. JMT Auto Ltd.

Name	**JOHN ERNEST FLINTHAM**
Date of Birth	16th September, 1952
Qualification	H.N.B in Mech. Engineering from Technical College, Lincolin.
Expertise	Manufacturing of Automotive Components & Commercial Sales
Other Directorships*	MPT Amtek Automotive (India) Ltd. Amtek Tekfor Automotive Ltd. Amtek Auto Ltd. Stesalit Limited JMT Auto Ltd.

Name	**SANJAY CHHABRA**
Date of Birth	18th July, 1960
Qualification	B.Tech. (Mech.), MBA (Marketing)

Expertise	Vast experience in the field of technical, marketing and project implementation.
Other Directorships*	Amtek Auto Limited

*This excludes Directorships of Private Limited Companies, Foreign Companies and Section 25 Companies.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND CORRESPONDING TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 6

Mr. John Ernest Flintham was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 13th May, 2013, to hold the office upto the date of Annual General Meeting.

The Board of Directors of the Company is of the view that considering the qualifications, vast knowledge, ability, background and experience of Mr. John Ernest Flintham, it would be in the interest of the company to appoint him as Director of the Company.

Hence, the Board of Directors recommends this resolution for your approval.

None of the Directors of the Company except Mr. John Ernest Flintham is interested in the resolution.

ITEM NO. 7

Mr. Sanjay Chhabra was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 13th August, 2013, to hold the office upto the date of Annual General Meeting.

The Board of Directors of the Company is of the view that considering the qualifications, vast knowledge, ability, background and experience of Mr. Sanjay Chhabra, it would be in the interest of the company to appoint him as Director of the Company.

Hence, the Board of Directors recommends this resolution for your approval.

None of the Directors of the Company except Mr. Sanjay Chhabra is interested in the resolution.

ITEM NO. 8

Mr. Gautam Malhotra was appointed as Managing Director of the Company on January 31, 2008 for a period of five years. As per the terms and conditions, the tenure of Mr. Gautam Malhotra expires on January 30, 2013. However, the Board as a part of reconstitution of the Executive Management Structure, appointed him as Managing Director of the Company for a further period of 5 years w.e.f. January 31, 2013 on the terms and conditions set out in the notice. As the Managing Director of the Company, Mr. Gautam Malhotra takes care of Corporate strategy, brand equity, external contacts and other management matters in addition to the previous tasks of achieving annual business plans. The proposed resolution set out at Item No-8 and this explanatory statement may be treated as an abstract of the terms and conditions of appointment and remuneration payable to Mr. Gautam Malhotra in terms of Section 302 of the Companies Act, 1956.

Save and except Mr. Gautam Malhotra, no other Director is concerned or interested in the resolution. Your Directors, therefore, recommend the resolution for your approval.

ITEM NO. 9

The growing business operations and future growth plans require to enhance the present borrowing limit upto an amount of Rs.15,000 crores (Fifteen Thousand Crores), (apart from temporary loans , if any, obtained from the company's banker in the ordinary course of business). Such enhanced borrowing limit would also enable the Company to borrow for its routine business purposes.

As per Section 180 (1) (c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (corresponding to Section 293 (1) (d) of the Companies Act, 1956), your directors recommend this special resolution for your approval.

None of the director is concerned or interested in the proposed resolution.

ITEM NO. 10

The Company proposes to enhance the limit of mortgage of and/or creation of security on the moveable and/or immoveable properties of the Company, in order to commensurate the same with the borrowing limit as referred to in the resolution at Item No. 9.

As per the provisions of Section 180 (1) (a) of the Companies Act, 2013, (corresponding to Section 293 (1) (a) of the Companies Act, 1956), the Board of Directors of the Company cannot, except with the permission of the members, mortgage, lease and/or create charge in addition to charge created/ to be created by the Company, on all or any of the moveable and/or immoveable, tangible and/or intangible properties of the Company.

Your Directors recommend the resolution for your approval.

None of the Directors is concerned or interested in the said resolution.

By Order of the Board
For AMTEK INDIA LIMITED

Sd/-
(SANJAY CHHABRA)
CHAIRMAN

Place : New Delhi
Date : 13th February, 2014

DIRECTORS' REPORT

TO

THE MEMBERS,
AMTEK INDIA LIMITED

Your Directors have pleasure in presenting the Thirtieth Annual Report on the performance of the Company and the Audited Accounts of the Company for the period ended 30th September, 2013.

FINANCIAL PERFORMANCE (Rs. in Lacs)

Particulars	Fifteen Months Ended 30th September 2013	Year Ended 30th June 2012
Sales/Income from Operations	235072.26	188773.38
Expenditures	183742.04	150226.55
Gross Profit Before Depreciation	51330.22	38546.83
Depreciation	21244.89	14696.34
Exceptional Item	Nil	1283.84
Profit Before Tax	30085.33	22566.65
Provisions for Taxation	9056.04	6936.95
Profit After Tax	21029.29	15629.70
Add: Accumulated Profit	12927.71	3263.04
Balance available for appropriation	33957.00	18892.74
APPROPRIATIONS:		
Transfer to General Reserve	5000	5000
Transfer to Debenture Redemption Reserve	14020	Nil
Transfer to Foreign Currency Convertible Bond Redemption Reserve	7800	Nil
Proposed Dividend on Equity Shares	277.53	276.78
Provision for Tax & CESS on dividend	45.02	44.90
Dividend and Tax for previous year (Not appropriated in previous year)	Nil	643.35
Surplus carried to Balance Sheet	6814.45	12927.71

EXTENSION OF CURRENT FINANCIAL YEAR

The Company at its meeting held on 02nd August, 2013 has decided to extend the Current Financial Year ending 30th June, 2013 by 3 (Three) months, so as to end on 30th September, 2013, this extended Financial Year 2012-13 shall comprise of 15 (Fifteen) months i.e. 01st July, 2012 to 30th September,2013.

DIVIDEND

Your Board of Directors are pleased to recommend a final dividend of 5% of the face value of each equity share (face value is Rs. 2/- per share), making in all Rs. 0.10 per share as dividend for the 15 months period ending 30th September 2013.

The dividend, if approved at the ensuing Annual General Meeting, will be paid to members whose names appear in the Register of Members as on Friday, March 21, 2014; in respect of shares held in dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as beneficial owners as at the end of that date.

The dividend payout for the period under review has been formulated in accordance with shareholders' aspirations and the Company's policy to pay sustainable dividend linked to long term growth objectives of the Company to be met by internal cash accruals.

SHARE CAPITAL

During the period under review, the Foreign Currency Convertible Bonds (FCCB's) of US $ 1.40 million out of FCCB's of US $ 70 million have been converted into equity shares and 7,58,953 equity shares at Rs. 103.005/- per shares have been allotted pursuant to this conversion on 02nd January, 2013. After the conversion of the FCCB's into equity shares during the period ended 30th September 2013, the paid up capital of the Company is Rs. 55,50,69,178/- divided into 27,75,34,589 Equity Shares of Rs.2/- each.

DIRECTORS

In accordance with the relevant provisions of the Companies Act, 1956 and corresponding to the relevant provisions of Companies Act, 2013 and Articles of Association of the Company, Mr. Deshpal Singh Malik and Mr. Shekhar Gupta, Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, have offered themselves for re-appointment.

Further the approval of Shareholders pursuant to Section 269 of the Companies Act, 1956 read with Schedule XIII thereof, is sought for the re-appointment of Mr. Gautam Malhotra as Managing Director of the Company on revised remuneration for a period of five years w.e.f from 31st January, 2013

And regularization of Mr. John Ernest Flintham and Mr. Sanjay Chhabra as Directors of the Company who were appointed as an Additional Directors w.e.f 13th May, 2013 and 13th August, 2013 respectively.

The brief resume and other details of the above directors, as stipulated under Clause 49(IV) (G) of the Listing Agreement, are furnished in the Notice forming part of this Annual Report.

Appropriate resolutions seeking your approval to the aforesaid re-appointments are appearing in the Notice convening the 30th Annual General Meeting of the Company.

AUDITORS

M/s Manoj Mohan & Associates, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. The members are requested to consider their re-appointment as Auditors of the Company for the year 2013-14 and authorize the Board of Directors to fix their remuneration. The Company has received a certificate from the proposed Statutory Auditors to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956, and that they are not disqualified from such appointment in terms of Section 226 of the Companies Act, 1956

COST AUDITORS

Mr. Yash Pal Sardana (Membership No. 17996), Practicing Cost Accountant was appointed as Cost Auditors of the Company.

AUDITORS' REPORT

Notes forming part of Annual Accounts, which are specifically referred to by the Statutory Auditors in their report, are self- explanatory and therefore, do not call for any further comments.

PUBLIC DEPOSITS

During the period under review, the Company has not accepted public deposits under Section 58A and 58AA of the Companies Act, 1956.

CASH FLOW STATEMENT

As required by Clause 32 of the Listing Agreement, a Cash Flow Statement is annexed and forms part of the Annual Report.

RECONCILIATION OF SHARE CAPITAL AUDIT

The Securities and Exchange Board of India (SEBI) has directed that all issuer companies shall submit Reconciliation of Share Capital Audit Reports reconciling the total shares held in both the depositories, viz. NSDL and CDSL and in physical form with the total issued /paid up capital on quarterly basis.

The Share Capital Audit Reports as submitted by M/s Iqneet Kaur & Company, Company Secretaries, on quarterly basis were forwarded to the Stock Exchanges wherein the Equity Shares of the Company are listed.

STATUTORY INFORMATION

- Particulars of Employees under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 : Nil
- Statutory details of Energy Conservation and Technology Absorption, R&D activities and Foreign Exchange Earning and Outgo, as required under Section 217(1) (e) of the Companies Act, 1956 and rules prescribed there under i.e. the Companies (Disclosure of Particulars in Report of Board of Directors) Rules, 1988 are given in the Annexure and forms part of this Annual Report.

CORPORATE GOVERNANCE

Adoption of Best ethical business practices in the Company within the regulatory framework is the essence of good Corporate Governance. Your Company continues to believe in such ethical business practices and gives thrust on providing reliable financial information, maintenance of transparency in all its business transactions and ensuring strict compliance of all applicable laws.

The report of Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report.

The requisite certificate from the Statutory Auditors of the Company, confirming the compliance with the conditions of Corporate Governance norms as stipulated under the aforesaid Clause 49, is attached with the Corporate Governance Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Section of the Annual Report presents a detailed business review of the Company as required under Clause 49 of the Listing Agreement.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, as amended by the Companies (Amendment) Act, 2000 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- That in the preparation of the annual accounts for the period ended 30th September, 2013, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the period under review and of the profit or loss of the Company for the period under review;

- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- Annual Accounts have been prepared on a going concern basis.

INDUSTRIAL RELATIONS

The employee relations have remained cordial throughout the period and industrial harmony was maintained. Measures for the safety, training and development of the employees continued to receive top priority. The Directors wish to place on record their appreciation of the valuable contribution made by the employees of the Company at all levels towards the performance and growth of the Company.

INVESTOR RELATIONS

Your Company always endeavors to keep the time of response to shareholders' requests / grievances at the minimum. Priority is accorded to address all the issues raised by the Shareholders and provide them a satisfactory reply at the earliest possible time. The Shareholders' and Investors' Grievances Committee of the Board meets periodically and reviews the status of the redressal of Investors' Grievances.

EMPLOYEE WELFARE

Your Company demonstrated that it is a caring organization by constantly devising and implementing several welfare measures for the employees and their families. Employee welfare programmes and schemes were implemented with utmost zeal and they were constantly reviewed and improvements were made wherever necessary at the earliest.

ACKNOWLEDGEMENT

Your Directors would like to convey their appreciation for all the co-operation and assistance received from the Government Authorities, Financial Institutions, Banks, Customers, Vendors and Stakeholders of the Company during the period under review. Your Directors also express their deep sense of appreciation for the committed services by the executives, staff and workers of the Company. We look forward to receive the continued patronage of all our business partners to become a better and stronger Company.

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.

By Order of the Board
For AMTEK INDIA LIMITED

Sd/-
(SANJAY CHHABRA)
CHAIRMAN

Place : New Delhi
Date : 13th February, 2014

ANNEXURE TO THE DIRECTORS' REPORT 2012-2013

A. INFORMATION REQUIRED UNDER SECTION 217(I) (e) OF THE COMPANIES ACT, 1956

I. Research & Development (R & D)

a)	Specific area in which (R & D) carried out by the Company	:	i) Product design & development ii) Process design & improvement for various products
b)	Benefits derived as result	:	1. Reduction in process time 2. Higher productivity 3. Consistent quality
c)	Future plan of action in Mfg. Process & operation	:	To achieve better yield by way of cost reduction through higher level of automation

II. Technology Absorbtion

a)	Efforts in brief towards Technology absorbtion	:	Nil
b)	Benefits derived as a result	:	Nil
c)	In case of imported technology (import) during the last 6 years Reckoned from the beginning of the financial year.	:	Nil

III. Foreign Exchange Outgo:

Activities Relating to Exports: Initiatives taken to increase exports; developments of new export markets for products and services; and export plans.

The Company has strategic alliance with its group Companies in Europe and America, to increase its share of business in the international market, which has access to all automobile majors in the U.S and European market and existing supplier, business relationship.

(Rs. In Lacs)

	As At 30.09.2013	As At 30.06.2012
Foreign Exchange Used	**13087.04**	4201.98

IV. Conservation of Energy

	As At 30.09.2013	As At 30.06.2012
A. Power & Fuel consumption		
1. Electricity Purchased		
Units (in Lacs)	**1370.87**	1032.64
Total Amt. (Rs. In Lacs)	**6648.66**	5533.86
Rate/Unit	**4.85**	5.36
2. Own generation through Generator		
Units(in Lacs)	**19.90**	45.73
Unit/Ltr	**3.25**	3.25
Rate/Unit	**14.21**	12.71
Total Amt. (Rs. In Lacs)	**282.76**	581.42
3. Gas		
Quantity-K.Gs (In Lacs)	**1.79**	0.40
Amount	**146.79**	26.11
Average Rate Per Kgs (Rs.)	**82.01**	65.96
B. Consumption Per Unit of Production		
Auto Components (In lacs)	**375.99**	326.50
Cost/Pc	**18.83**	18.81

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company believes that Corporate Governance essentially is the application of best management practices, compliance of laws, rules and regulations in true letter and spirit, adherence to ethical standards for effective management, distribution of wealth, discharge of social responsibility for sustainable development of all stakeholders of the Company including shareholders, lenders, employees and public at large and maintain a work environment that encourages not only the staff but the stakeholders too to raise their faith in the management of the Company.

The Company emphasizes the need for highest level of transparency, accountability, social responsiveness, operational efficiency and good ethics in all its transactions in order to protect the interests of all its stakeholders. The Board considers itself as a trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth on sustainable basis.

Company's Corporate Governance initiative is based on two core principles. These are:

i. Management must have the executive freedom to drive the enterprise forward without undue restraints; and

ii. This freedom of management should be exercised within a framework of effective accountability.

Our corporate structure, conduct of business and disclosure practices has been aligned to our Corporate Governance Philosophy.

II. BOARD OF DIRECTORS

The Business of the Company is managed by the Board of Directors. The functions of the Board include formulation of strategic business plans, budgets, setting up goals and evaluation of performance, approving corporate philosophy and mission, monitoring corporate performance against strategic business plans, overseeing operations, recruitment of senior management personnel, review of material investment and fixed assets transactions, ensuring compliance with laws and regulations, keeping shareholders informed regarding plans, strategies and performance of the Company and other important matters.

The Board of Directors of Amtek provide leadership and strategic guidance, objective judgment and exercises control over the Company, while remaining at all times accountable to the stakeholders. The Board draws upon its powers and manages the affairs of the Company within the framework set out in the Companies Act, Articles of Association of the Company, Listing agreement with the Stock Exchanges and internal codes/procedures of the Company etc. The Managing Director along with a team of professionals manage the day-to-day operations of the Company. The Non-Executive Directors are eminent professionals, drawn from amongst persons with experience in business, industry and finance. The Board of Directors has the ideal composition with more than half the Directors being Non-Executive Directors. Since the Company has a Non Executive Chairman, the Board's composition meets the stipulated requirement of at least one third of the Board comprising Independent Directors who have no professional and/or business relationship with the Company.

A. Composition of Board of Directors

The constitution of the Board as on September 30, 2013:-

Non Executive Chairman
Mr. Sanjay Chhabra

Promoter Director	Executive Director	Non-Executive Director	Independent Directors
Mr. Arvind Dham	Mr. Gautam Malhotra	Mr. Deshpal Singh Malik Mr. John Ernest Flintham	Mr. Shekhar Gupta Mr. Kattasserry Thomas James Mr. Sanjay Chhabra

B. Pecuniary Relationship

There is no pecuniary relationship or transaction of the Non-Executive Directors vis-à-vis the Company.

C. Attendance Record of Board Meetings

During the period under review, **seven** meetings of the Board of Directors were held on 14th August, 2012, 09th November, 2012, 04th December, 2012, 14th February, 2013, 13th May, 2013, 02nd August, 2013 and 13th August, 2013. The Board members are given appropriate documents and information in advance of each Board meeting.

The agenda papers and detailed notes are circulated to the Board well in advance of every meeting, where it is not practicable to attach any document to the agenda, then same is placed before the Board at the meeting and in special circumstances, additional items on the agenda are taken up at the meeting. In case of business exigencies or urgency of matters, resolutions are passed by circulation and same is placed before the Board in the next meeting.

The attendance record of all the Directors on the Board is as under:-

Director	No. of Board Meetings attended	Attendance at last AGM	Attendance at last EGM
Mr. Gautam Malhotra	7	YES	NA
Mr. Arvind Dham	6	NO	NA
Mr. Deshpal Singh Malik	7	NO	NA
Mr. K. T. James	4	YES	NA
Mr. Shekhar Gupta	4	NO	NA
Mr. Chetan Vimal Kumar Shah*	3	NO	NA
Mr. John Ernest Flintham**	2	NA	NA
Mr. Sanjay Chhabra***	1	NA	NA

*During the period under review, Mr. Chetan Vimal Kumar Shah has resigned from the directorship of the Company w.e.f 14th June, 2013.

**During the period under review, Mr. John Ernest Flintham was appointed on the Board of the Company as Non Executive Director w.e.f 13th May, 2013.

*** During the period under review, Mr. Sanjay Chhabra was appointed on the Board of the Company as Non Executive Director w.e.f 13th August, 2013.

D. Directors of the Company having directorship in other Companies, Membership/Chairmanship in committees (as prescribed under Corporate Governance) across all Companies in which they are directors.

Name of Director	Category of Directorship	No. of other directorships Held in Other Public Companies*	No. of Membership in other companies committees**	
			Member	Chairman
Mr. Sanjay Chhabra	Non Executive Chairman	1	2	–
Mr. Deshpal Singh Malik	Non Executive	5	1	–
Mr. K. T. James	Independent & Non Executive	7	–	–
Mr. Shekhar Gupta	Independent & Non Executive	1	–	–
Mr. John Ernest Flintham	Non Executive	5	–	–
Mr. Gautam Malhotra	Executive Managing Director	6	1	–
Mr. Arvind Dham	Non Executive & Promoter	5	1	–

* This excludes directorship held in Private Companies, Foreign Companies and Companies formed under section 25 of the Companies Act, 1956.

** The Committee of Directors includes Audit Committee and Shareholder's/Investor's Grievance Committee of Directors only. This does not

include Memberships/Chairmanship in Committees of Private Limited Companies.

III. BOARD PROCEDURES

The members of the Board have been provided with the requisite information in the Listing Agreement well before the Board Meeting and the same was dealt with appropriately.

All the Directors who are in various committees are within the permissible limit of the Listing Agreement and none of the Directors are disqualified for appointment as director under any of the provisions of the Companies Act, 1956.

IV. AUDIT COMMITTEE

The terms of reference of the Audit Committee include those specified under revised clause 49 of the Listing Agreement as well as under Section 292A of the Companies Act, 1956 such as:-

1) To oversee the Company's financial reporting process and disclosure of its financial information,

2) To recommend appointment of Statutory Auditors and fixation of Audit fee,

3) To review quarterly, half yearly and annual financial statements before submission to the Board and to advice and make recommendations to the Board on matters related to financial management of the Company, including Audit Reports;

4) To review and discuss with Auditors about internal control system, major accounting policies & practices reviewing Companies financial and Risk management policies in compliance with Stock Exchange and legal requirements concerning financial statements and

5) To carry out any other functions as is mentioned in the terms of reference to the Audit Committee.

During the period under review, the Audit Committee re-constituted comprising of three directors viz. Mr. K. T. James (Chairman), Mr. Shekhar Gupta as Independent and Non Executive Director and Mr. Sanjay Chhabra as Independent director. The Constitution of the Audit Committee meets the requirement of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement.

The Company Secretary acts as Secretary of the Audit Committee.

During the period, the committee met five times and the attendance of members at the meetings was as follows:

Name of Member	Status	No. of Meetings attended
Mr. K. T. James	Chairman	5
Mr. Shekhar Gupta	Member	5
Mr. Chetan Vimal Kumar Shah **(Ceased to be member of Committee w.e.f 14.06.2013)**	Member	4
Mr. Sanjay Chhabra **(Inducted as member of Committee w.e.f 13.08.2013)**	Member	–

V. REMUNERATION COMMITTEE

The Board has constituted a Remuneration Committee to review and approve the annual salaries, commission, service agreement and other employment conditions for the Executive Directors. The Committee comprises of two Non Executive and Independent Directors viz. Mr. Kattasserry Thomas James, Mr. Shekhar Gupta and one Non Executive Director viz. Mr. Deshpal Singh Malik.

The remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice.

During the period under review, only one meeting of the Remuneration Committee was held, in which all the members were present.

(A) The details of the remuneration to the Executive Directors provided as per accounts for the 15 months period ending September 30, 2013 are given below:-

Managing Director	Salary* (in Lacs)	Commission (in Lacs)	Total	Service Contract
Mr. Gautam Malhotra	29.46	–	29.46	5 years

1. Remuneration includes Salary, Bonus, Contribution to Provident Fund and all other perquisites taxable or non-taxable.
2. Appointment is contractual.
3. Information about qualification and last employment is based on particulars furnished by the employee.
4. The above employee does not hold by himself or along with his spouse and dependent children 2% or more of equity shares of the Company.

(B) The details of the remuneration paid to the Non Executive Director for the period ended September 30, 2013 are given below:-

Non Executive Director	Sitting Fee	Commission	Total
Mr. Kattasserry Thomas James	18000	–	18000
Mr. Shekhar Gupta	18000	–	18000
Mr. Chetan Vimal Kumar Shah	13000	–	13000
Mr. Sanjay Chhabra	2000	–	2000

VI. SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

The Board has constituted a Shareholders'/Investors' Grievance Committee to specifically look into redressal of shareholders' and investors' grievances such as transfer, dividend, dematerialisation and related matters. The Committee comprises of two Non Executive and Independent Directors viz. Mr. Shekhar Gupta (Chairman), Mr. Kattasserry Thomas James and one Non Executive Director viz. Mr. Deshpal Singh Malik.

During the period under review, the committee met five times and the attendance of members at the meetings was as follows:

Name of Member	Status	No. of Meetings attended
Mr. Shekhar Gupta	Chairman	5
Mr. Kattasserry Thomas James	Member	5
Mr. Chetan Vimal Kumar Shah **(Ceased to be member of committee w.e.f 14.06.2013)**	Member	4
Mr. Deshpal Singh Malik	Member	1

Total number of letters and complaints received and replied to the satisfaction of Shareholders during the period under review was 2. As on 30th September, 2013, there are nil complaints pending with the Company.

The Company has also adopted a Code of Internal procedure and conduct for prevention of insider trading in the shares of the Company, pursuant to the Securities and Exchange Board of India (Prohibitions of Insider Trading) Regulation, 1992, as amended. The Board has designated Company Secretary as the Compliance Officer for this purpose and has authorized this Committee to monitor the compliances as required under the aforesaid Regulation.

VII. SHARE TRANSFER COMMITTEE

The Board has delegated the powers to approve transfer of the shares to Share Transfer Committee. The Committee held six meetings during the period under review and approved transfer of the shares lodged with the Company.

The Committee deals with the following matters:

- Transfer/transmission of shares;
- Issue of new share certificates/duplicate share certificates;
- Review of de - materialization of shares;
- All other matters relating to shares.

VIII. GENERAL BODY MEETINGS

1. The last three Annual General Meetings were held as under:-

Year	Location	Date	Time	Special Resolutions passed
2011-2012	Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana – 122001	31.12.2012	1.30 P.M.	–
2010-2011	Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana – 122001	31.12.2011	1.30 P.M	–
2009-2010	16, Industrial Estate, Rozka Meo, Sohna, Distt. Gurgaon, Haryana.	31.12.2010	10.30 A.M.	–

2. EXTRA- ORDINARY GENERAL MEETING

No Extra-Ordinary General Meeting was held during the period under review.

3. POSTAL BALLOT

During the last year no resolution was put through postal ballot.

IX. DISCLOSURES

(A) Basis of Related Party Transaction

The details of all materially significant transactions with related parties are periodically placed before the Audit Committee. The Company has entered into related party transactions as set out in the notes to accounts, which are not likely to have conflict with the interest of the Company.

(B) Whistle Blower Policy

The Company encourages an open door policy where employees have access to the Head of the Departments. In terms of Company's Code of Conduct, any instance of non adherence to the code/ any other observed unethical behavior are to be brought to the attention of the immediate reporting authority, who is required to report the same to the Head of Corporate Human Resources.

We hereby affirm that no personnel have been denied access to the Audit Committee.

Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to Capital Markets during the last three years — Nil

The Company has complied with all mandatory requirements of the revised Clause 49 of the Listing Agreement, as amended from time to time. Further, the Company has also complied with the non-mandatory requirement relating to constitution of Remuneration Committee, Shareholder Rights and establishing the Whistleblower Policy.

(C) Code of Business Conduct and Ethics for Directors and management personnel

The Board has prescribed a Code of Conduct ("Code") for all Board members and senior management of the Company. The Code has been posted on the website of the Company (www.amtek.com). All Board

members and senior management personnel have confirmed compliance with the Code for the period under review. A declaration to this effect signed by the Managing Director & CEO of the Company is provided elsewhere in the Annual Report.

(D) Disclosure of Accounting Treatment :

In the preparation of financial statements for the period ended on 30th September, 2013; there was no treatment different from that prescribed in an Accounting Standard that had been followed.

(E) Board Disclosures – Risk Management :

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of properly defined framework.

(F) Proceeds from Public Issues, Right Issues, Preferential Issues etc.

During the period under review, there was no proceeds of Public Issues, Right Issues, Preferential Issues etc.

X. MEANS OF COMMUNICATION

Results for quarter ended 30th September 2012, 31st December 2012, 31st March 2013, 30th June, 2013 and 30th September, 2013 have been published in English and Hindi newspapers (viz The Statesman, Sunday Pioneer and Hari Bhoomi).

NSE Electronic Application Processing System (NEAPS): NEAPS is a web based application designed by NSE for Listed Entities. All relevant Compliances filed electronically on NEAPS.

The Company also uploads its financial results, shareholding pattern and other information on the website of the Company i.e. www.amtek.com

XI. GENERAL SHAREHOLDERS INFORMATION

1. ANNUAL GENERAL MEETING

Date	:	24th March, 2014
Day	:	Monday
Time and Venue	:	01.00 P.M, Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon (Haryana)

2. FINANCIAL CALENDER:
(Tentative & Subject to change)

Financial year : 2013-2014	1st October, 2013 - 30th September, 2014
First Quarter Results	Mid Februray, 2014
Second Quarter Results	Mid May, 2014
Third Quarter Results	Mid August, 2014
Fourth Quarter Results	Mid November, 2014

3. DATES OF BOOK CLOSURE:

Saturday, 22nd March, 2014 to

Monday, 24th March, 2014
(Both days inclusive)

4. DIVIDEND PAYMENT DATE: On or before 23rd April, 2014

5. LISTING ON STOCK EXCHANGES:

The Shares of the Company are listed on The Bombay Stock Exchange Limited and The National Stock Exchange of India Ltd. The listing fee for the year 2013-14 has been paid to the Stock Exchanges within the stipulated time.

The Foreign Currency Convertible Bonds are listed on Singapore Stock Exchange.

DEBT SECURITIES

The Whole Debt Market (WDM) Segment of BSE.

DEBENTURE TRUSTEE

Axis Trustee Services Limited

Bombay Dyeing Mills Compound,

Pandurang Budhkar Marg,

Worli, Mumbai-400025

6. STOCK CODES :

BOMBAY STOCK EXCHANGE	:	Security Code 532282
NATIONAL STOCK EXCHANGE	:	Trading Symbol AMTEKINDIA
ISIN NO. for dematerialised shares	:	INE 068DO1021

6a. STOCK MARKET DATA

Monthly high and low quotations of shares traded at Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

Month	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
July 2012	104.95	88.05	104.80	88.50
August 2012	101.00	80.80	100.90	80.75
September 2012	104.95	88.45	101.85	88.05
October 2012	106.90	93.05	106.95	93.80
November 2012	121.00	94.15	120.90	93.10
December 2012	126.35	99.00	126.50	98.05
January 2013	121.75	97.00	122.00	96.70
February 2013	104.20	88.05	104.75	87.65
March 2013	108.45	66.70	108.35	67.20
April 2013	95.90	64.80	95.95	64.20
May 2013	106.60	80.15	106.40	80.25
June 2013	101.30	66.00	101.00	66.20
July 2013	72.00	49.00	72.30	49.00
August 2013	79.95	49.00	79.50	50.25
September 2013	74.00	59.65	73.75	59.05

Bombay Stock Exchange

Historic Graph 01-07-2012 to 30-09-2013

National Stock Exchange

Historic Graph 01-07-2012 to 30-09-2013

7. REGISTRARS AND SHARE TRANSFER AGENTS:

Beetal House, 3rd Floor, 99, Madangir,

Behind L. S. C., Near Dada Harsukh Dass Mandir,

New Delhi-110062

Phone No. : 011 – 29961281-83

Fax No. 011 – 29961284

8. SHARE TRANSFER SYSTEM

Shareholders / Investors are requested to send share certificate(s) along with the share transfer deed in the prescribed form 7B, duly filled in executed and affixed with the share transfer stamp, to the Company's RTA. If the transfer documents are in order, the transfer of shares is registered within 15 days of receipt of transfer documents by Company's RTA.

9. DISTRIBUTION OF SHAREHOLDING AS ON SEPTEMBER 30, 2013

No. of Shares held (Rs.10/- paid up)		Shareholders Number	% of Total	Total (in Rs.)	% of Total Shareholding
Up to	5000	7473	93.68	5741154	1.03
5001	10000	285	3.57	2324012	0.42
10001	20000	96	1.20	1489792	0.27
20001	30000	31	0.39	750120	0.14
30001	40000	15	0.19	548316	0.10
40001	50000	16	0.20	755456	0.14
50001	100000	26	0.33	1861612	0.34
100001	Above	35	0.44	541598716	97.57
TOTAL :		**7977**	**100.00**	**555069178**	**100.00**

10. SHAREHOLDING PATTERN AS ON SEPTEMBER 30, 2013

The Shareholding Pattern (in the format prescribed by the Stock Exchanges in terms of Clause 35 of the Listing Agreement) as on September 30, 2013.

Category Code	Category of Shareholder	Total Number of Shareholders	Total Number of Shares	Percentage
(A)	**Shareholding of Promoter and Promoter Group**			
(1)	**Indian**			
(a)	Individual's/Hindu Undivided Family	0	0	0
(b)	Central Government/State Government(s)	0	0	0
(c)	Bodies Corporate	1	**197676272**	**71.226**
(d)	Financial Institutions / Banks	0	0	0
(e)	Any Other (specify)	0	0	0
	Sub – Total (A) (1)	1	**197676272**	**71.226**
(2)	**Foreign**			
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0
(b)	Bodies Corporate	0	0	0
(c)	Institutions	0	0	0
(d)	Any Other (Specify)	0	0	0
	Sub – Total (A) (2)	0	0	0
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	1	**197676272**	**71.226**

(B)	**Public Shareholding**				
	(1)	**Institutions**			
		(a) Mutual Funds/UTI	1	1771	0.001
		(b) Financial Institutions / Banks	4	3268284	1.178
		(c) Central Government / State Government(s)	0	0	0
		(d) Venture Capital Funds	0	0	0
		(e) Insurance Companies	0	0	0
		(f) Foreign Institutional Investors	38	38475524	13.863
		(g) Foreign Venture Capital Investors	0	0	0
		(h) Any Other (Specify)	0	0	0
		(i) Foreign Corporate Bodies	3	21534774	7.759
		Sub Total (B) (1)	**46**	**63280353**	**22.801**
(2)	**Non-Institutions**				
	(a)	Bodies Corporate	333	10331543	3.723
	(b)	Individuals –			
		i. Individual Shareholders holding nominal Share Capital upto Rs. 1 lakh.	7200	4848511	1.747
		ii. Individual Shareholders holding nominal Share Capital in excess of Rs. 1 lakh	2	835046	0.301
	(c)	Any Other (specify)			
		(I) NRIs	178	422294	0.152
		(II) HUF	177	116756	0.042
		(III) Clearing Members	40	23814	0.009
		(IV) OCBs	0	0	0
		Sub-Total (B)(2) Total Public Shareholding	**7930**	**16577964**	**5.973**
		(B) = (B)(1) + (B)(2)	**7976**	**79858317**	**28.774**
(C)		**TOTAL (A) + (B)**	**7977**	**277534589**	**100.00**
		Shares held by Custodians and against which Depository Receipts have been issued	0	0	0
		GRAND TOTAL (A)+(B)+(C)	**7977**	**277534589**	**100.00**

11. DEMATERIALISATION OF SHARES AND LIQUIDITY

As on 30th September, 2013, 27,59,75,101 equity shares representing 99.44 % of your Company's equity share capital have been dematerialized. The equity shares of the Company are actively traded on BSE and NSE.

12. OUTSTANDING GDRS/ADRS/ WARRANTS/ OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

During the period under review, Foreign Currency Convertible Bonds (FCCB's) of US $ 1.40 million out of FCCB's issue of US $ 70 million has been converted into 7,58,953 equity shares of Rs. 103.005/- per share. As on date $ 198.6 million FCCB's are outstanding out of US$ 200 million for conversion into 10,05,82,728 equity shares.

Assuming that all the outstanding FCCB's are converted into equity shares during the period ended 30th September 2014, the paid up capital of the Company will increase from Rs. 55,50,69,178/- divided into 27,75,34,589 Equity Shares of Rs.2/- each to Rs. 75,62,34,634/- divided into 37,81,17,317 Equity Shares of Rs. 2/-each.

13. PLANT LOCATION

The Company's plants are located in State of Rajasthan, Haryana and Himachal Pradesh.

14. INVESTORS CORRESPONDENCE MAY BE ADDRESSED TO:-

Mr. Vishal Wason, Company Secretary
Bhanot Apartment,
4, Local Shopping Centre,
Pushpvihar, New Delhi – 110 062.
Phone No. 011-41649800, Fax :- 011-29054554
Email Id:- vishal.wason@amtek.com

By Order of the Board
For AMTEK INDIA LIMITED

Sd/-
(SANJAY CHHABRA)
CHAIRMAN

Place : New Delhi
Date : 13th February, 2014

AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,

The Shareholders ,
Amtek India Limited

We have examined the compliance of conditions of corporate governance by Amtek India Limited for the period ended on 30th September, 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of corporate governance as stipulated in the above-mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we state that the Shareholders/ Investors Grievance Committee has maintained records to show the Investors Grievance and certify that as at 30th September, 2013, there were no investors grievance remaining unattended/ pending for more than 30 days.

We further state that such compliances is neither an assurance as to the future viability of the Company nor to the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Manoj Mohan & Associates
Chartered Accountants
Firm Regn. No. 009195C

Sd/-
(M. K. Agarwal)
Partner
Membership No. 76980

Place : New Delhi
Date : 13th February, 2014

DECLARATION BY CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT

As required under 49 of the Listing Agreement with Stock Exchange, it is hereby confirmed that for the period ended **30th September, 2013,** the Directors of Amtek India Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with Employee Code of Conduct, as applicable to them.

Sd/-
Gautam Malhotra
Managing Director

Place : New Delhi
Date : 13th February, 2014

CEO AND CFO CERTIFICATION

We, Gautam Malhotra, Managing Director and Vimal Kaushik, Manager (Accounts), responsible for the finance functions certify that:

a) We have reviewed the financial statements and cash flow statement for the period ended 30th September, 2013 and to the best of our knowledge and belief:

   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 and belief, no transactions entered into by the Company during the period ended 30th September, 2013 are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining Internal Controls for financial reporting and we have evaluated the effectiveness of the Internal Control Systems of the Company pertaining to the financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the Auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

d) I) There has not been any significant change in internal control over financial reporting during the period under reference;

   II) There has not been any significant change in Accounting Policies during the period under review requiring disclosure in the notes to the financial statements; and

   III) We are not aware of any instance during the period under review of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

	Sd/-	Sd/-
Place : New Delhi	**Vimal Kaushik**	**Gautam Malhotra**
Date : 13th February, 2014	Manager (Accounts)	Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. INDIAN ECONOMIC OVERVIEW

In addition to the impact of the global economic slowdown, India has also had to proactively manage a series of domestic challenges. Slower than required pace of reforms, a high current account deficit and rising inflation have all resulted in overall suppressed economic growth. In addition, the Indian Rupee depreciated significantly against major currencies during the course of the year. The limitations of the current regulatory framework have highlighted supply side restrictions, which in turn have resulted in the slowdown of project approvals. As a result, the Manufacturing Sector registered a growth of 1.9% in 2012-13, down from 2.7% in 2011-12. Export growth in 2012-13 was 5.1%, compared to 15.3% in the previous year.

However, recent efforts to contain the current account deficit, boost infrastructure spending and attract foreign investment have started to restore business confidence. An improvement in the IIP, the initiation of infrastructure projects, a positive move in the current account balance and rising FDI inflows have further strengthened investor confidence and the demand outlook. The IMF forecasts India's GDP growth at 3.8% in 2013 and at 5.1% in 2014.

Source: Index of Industrial Production data

2. INDUSTRY OVERVIEW

2.1 Indian Automobile Industry

Domestic Automotive Production increased by 1.2% and sales by 2.5% for the year ended in 2013, with the industry having faced significant headwinds. Consumer sentiment has been largely impacted by high fuel prices, increased financing costs and overall economic uncertainty. Despite the heavy discounts and exchange benefits offered at dealerships, sales volumes have remain depressed and consumers continued to postpone their purchases. Heavy and commercial vehicle sales have experienced greater compression in demand levels compared to passenger cars. The key infrastructure and capital goods sectors continue to remain challenged by high interest rates, rising input costs, intense competition and delays in policy implementation. The Tractor Industry experienced a decline of 5% in domestic sales volumes during the year ending in 2013. However, in sharp contrast, growth in tractor volumes has been encouraging during the period from April to September 2013. This increase in demand has been a result of better than expected monsoons and higher MSPs for crops.

India is widely recognized as one of the most strategically important emerging Automotive Markets in the World. In addition

to being an attractive end customer market it is also provides OEMs with a high quality, cost efficient manufacturing platform to service their customers globally. India is one of the biggest compact car markets in the world and has been a focus for product development in the last few years.

The outlook for the operating environment remains challenging for the Indian Automotive Markets. OEMs are expected to

continue to lower their production levels to ensure that inventories better match the near term demand outlook. Industry Associations expect domestic passenger car sales to grow at 5%-7% for the year ending March 2014 and commercial vehicles by 7%-9% for the same period. Two Wheelers are expected to grow at 6%-8% and Three Wheelers at 3%-5% for the year ending March 2014. Despite the near term challenges, the Indian Automobile Market is estimated to become the third largest in the world by 2020. The Medium term underlying Industry dynamics are under pinned by favorable demographics, especially with ongoing urbanization and rising disposable incomes.

2.2 Automobile Component Industry

India has emerged as a Global hub for automotive component sourcing. The Country benefits from being geographically well placed to the key Automotive Markets of South East Asia, the Middle East and Europe. India offers a cost competitive manufacturing base which potentially lowers operating costs by 10%-25% compared to some operations in Europe and Latin America. The Country has a large skilled and semi- skilled workforce with a strong underlying educational system. Furthermore, India is the fifth largest producer of steel globally, a core raw material for the Automotive Components Industry.

Global Automotive Manufacturers are investing for the long term in the Indian markets with planned capacity expansion and new product development. In particular, OEMs are increasingly setting up engine manufacturing units in India, positioning the Country as a sourcing hub for engine components. Some of the Global Tier-I OEM suppliers have also announced plans to increase procurement from their Indian Subsidiaries. These initiatives further strengthen the fundamentals and growth outlook of the domestic Automotive Component Manufacturers.

The Indian Automotive Component Industry is expected to reach over US$ 110 billion of sales by 2020-21 from US$ 43.4 billion in 2011-12. At the end of this period, the Indian Market is expected to account for 80% of sales and exports are expected to grow at a CAGR of 16%.

3. STRATEGY AND OUTLOOK

Amtek India is the largest iron casting Company in India with world class manufacturing facilities. The Company has significant expertise in the Automotive and Non-Automotive Components Sector. It has proven foundry capabilities in vertical and horizontal moulding, in addition to machining and assembly.

The Company has an extensive product portfolio with a range of highly engineered components including cylinder head, cylinder blocks and turbo charger housing.

In the context of global economic uncertainty, demand in the automotive sector remains suppressed as end customers continue to adopt a conservative approach to discretionary spending. Given this scenario, Amtek India is cautious on the near term market outlook but remains optimally positioned to capitalize on its technology and product design capabilities. India is an attractive central hub for global OEM exports and a world class manufacturing base. Significant investments in India by major OEMs are expected to reinforce near term prospects of the Domestic Automotive Industry. Over the years, the Company has also successfully implemented its strategy of expanding the Non-Automotive Business.

The Company continues to strategically invest in new capacities to avail opportunities arising from industry consolidation, customers' preferences for high technology suppliers and limited existing industry capacity. In addition to strengthening its existing capabilities, Amtek India has also invested in new product segments such as exhaust manifolds and chilled Iron Crankshafts.

Amtek India aims to achieve above average growth through new product introductions, the addition of customers, further contracts from existing customers and continued consolidation in the Industry. Management is focused on achieving operating excellence by reinforcing lean manufacturing and quality improvement programmes across all production facilities. This will result in further productivity improvements.

The Company has a successful track record of partnering with its high profile customer base, which is essential for managing its business going forward. As growth returns in the Automotive Industry, the Company's scale of operations and increased capabilities will enable Amtek India to be differentiated in an increasingly competitive market.

The Company also has an important announcement, although it is post the period under discussion. In December 2013, the Company announced the acquisition of the Kuepper Group, a long established supplier of castings and component machining services to the automotive industry with annual revenues of approximately Euro 200 million. It manufactures both iron and aluminium cast products such as high quality turbo charger castings, turbo housings, suspension & steering parts for both passenger cars and commercial vehicles. Kuepper Group has four manufacturing facilities in Germany and one in Hungary. Customers include BMW, Daimler, Renault Nissan and Volkswagen. Through this acquisition, Amtek India

has become one of the world's largest manufacturers of specialised turbocharger housings, a high growth automotive component segment. The transaction is highly synergistic with Amtek India's existing machining and casting capabilities and also with the Amtek Group's global integrated manufacturing platform. The transaction is expected to close in the first quarter of 2014.

4. OPPORTUNITIES & STRENGTHS

Indian Manufacturing Advantages: India benefits from a cost effective manufacturing base, an attractive R&D platform and raw material sourcing advantages. These dynamics, with economies of scale, are encouraging OEMs to leverage their existing and establish new Indian operations. Product development capabilities have resulted in the launch of low cost compact cars and alternate fuel variants.

Market Penetration Upside: Despite the strong production growth for the last decade, penetration of cars in India on a per capita basis continues to remain the lowest among emerging markets. Rising disposable incomes, ongoing urbanization, agricultural automation and industrial growth all support further penetration of automotive vehicles across India in the near term.

High Export Potential: As industry sourcing from low cost countries has increased, India has emerged as an Automotive hub for exports. Its proximity to emerging markets such as South East Asia and Africa is a key advantage for developing an export base. Shipments to Europe from India are more cost effective as compared to those from Brazil and Thailand.

Simplifying Foreign Investment: The Government of India has permitted 100% Foreign Direct Investment (FDI) in the Automotive Industry through the Automatic Route. This has encouraged global OEMs to invest in and develop innovative products, technologies and supply chains.

5. RISK AND CONCERNS

Macroeconomic Uncertainty: Global Automotive Markets have recently experienced downward pressure and volatility. The Company's operations are directly dependent on the general economic conditions in both Indian and in other key global markets. To counter these risks, the Company continues to broaden its product portfolio, increase its customer base, enhance geographic reach and also enter new segments.

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

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 are exported to a number of different geographic markets and consequently, the Company is subject to various risks associated with conducting business internationally. These risks include but are not restricted to the geopolitical and other risks outlined above.

Raw Material Prices: Input costs for commodities such as steel, non-ferrous, precious metals, rubber and petroleum products have risen over the year. While the Company continues to pursue cost reduction initiatives, increase in commodity prices and other costs could impact profitability to the extent that customer price pass-through terms are not available.

Global Competition: The Automotive Component Industry is increasingly competitive with global OEMs seeking better pricing and terms. To counter these pressures, the Company continues to improve quality control and product offerings, while maintaining its low cost product development and sourcing advantage. Long standing customer relationships, the ability to provide complex engineering solutions and design support provides the Company with a competitive edge.

Financial Risk: The Company is exposed to financial risk from changes in interest rates, foreign exchange rates and commodity prices.

Technological Changes: The Company operates in an environment with fast changing technology, reducing life cycle of new vehicles and supply constraints from Tier II suppliers. Additional challenges include sustaining operating cost efficiency gains and planning capacity expansion in context of rapidly changing consumer demand preferences. The Company continues to invest in new technologies and capacities to address such risks.

Risk Management: Strategic, Operating and Financial Business Risks are reviewed by the Risk Management Committee 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 potential risks.

6. Internal Control Systems and their Adequacy

The Company has in place adequate systems for the management of internal control processes, commensurate with the nature of its business and the size and complexity of its operations. The Risk Management 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 statues, policies, listing requirements and management policies and procedures
- Review of capital investments and long term business plans
- Periodic review meetings to guide optimum utilization of resources.
- Effective use of resources and safeguarding of assets

The Audit Committee is also provided necessary assistance and information to enable it to identify and address any business operating concerns at an early stage. The committee regularly reviews the status of the implementation of operating changes, if any, which are then reported to the Directors of the Company.

7. Discussion on Financial Performance with respect to Operational Performance

The Company has extended the Current Financial Year by three months to end on 30th September, 2013. During the period ending on 30th September, 2013, the Company achieved Total Sales and Other Income of Rs. 2,35,072 Lacs compared to Rs. 1,88,773 Lacs during the twelve months ending 30th June 2012. The Gross Profit before Depreciation and Taxation increased to Rs. 51,330 Lacs as compared to Rs. 37,263 Lacs in Financial Year 2012.

The Profit After Tax for the Current Period is Rs. 21,029 Lacs as compared Rs. 15,630 Lacs in Financial Year 2012.

For the Period 2013, the Board of Directors have recommended a dividend of Rs. 0.10 per share i.e. [5%.] of the face value of Equity Shares.

During the Period 2013, all the manufacturing facilities units have been operated in accordance to management's satisfaction.

8. Human Resources and Industrial Relations

Our employees are the most valuable assets of the Company. We encourage passion, commitment, innovation and meritocracy, and this has enabled the Company to sustain its leadership position. The Company is focused not only on attracting, but also retaining talented individuals across the Company's global business units. We do this by ensuring that our employees' professional growth is consistent with their aspirations, and also within the framework of the corporate goals.

Proper exchange of ideas and thoughts promotes human development and harmony. There are formal channels for internal communications for employees to share their views and opinions with the Management. The Company reflects on this feedback and incorporates relevant changes into the existing policies, systems and processes.

During the period under review, the Company maintained cordial relationship with all its employees. The Directors would like to acknowledge and appreciate the contribution of all employees towards the performance of the Company.

9. Caution Statement

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

Important developments that could affect the Company's operations include an onward trend in the Domestic Auto 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 AMTEK INDIA LIMITED

Sd/-
(SANJAY CHHABRA)
CHAIRMAN

Place : New Delhi
Date : 13th February, 2014

INDEPENDENT AUDITOR'S REPORT

To
The Members,
Amtek India Limited
New Delhi

Report on the Financial Statements

We have audited the accompanying financial statements of Amtek India Limited ("the company") as at 30th September 2013, which comprise the Balance Sheet as at September 30, 2013; the Statement of Profit and Loss and the Cash Flow Statement for the 15 months period then ended; and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

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

a) in the case of the Balance Sheet, of the **state of affairs** of the Company as at September 30, 2013;

b) in the case of Statement of Profit and Loss, of the **profit** for the 15 months period ended on that date; and

c) in the case of the Cash Flow Statement, of the **cash flows** for the 15 months period ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") as amended issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, we report that:

   a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b) in our opinion proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;

c) the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;

d) in our opinion, the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956;

e) On the basis of written representations received from the directors as on September 30, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on September 30, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

f) Since the central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For & on behalf of
Manoj Mohan & Associates
Chartered Accountants
Firm Regn. No. 009195C

Sd/-
(Manoj Kumar Agarwal)
Partner

Place : New Delhi
Dated : 29th November 2013

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT REFERRED TO IN POINT 1 OF PARAGRAPH 5 OF OUR REPORT OF EVEN DATE OF AMTEK INDIA LIMITED FOR THE 15 MONTHS PERIOD ENDED 30TH SEPTEMBER 2013

(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) During the period, the company has not disposed off substantial part of the fixed assets, and the going concern status of the company is not affected.

(ii) (a) The inventories have been physically verified during the period by the management. In our opinion, the frequency of physical verification is reasonable.

(b) The procedure for physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and nature of its business.

(c) In our opinion, the company has maintained proper records of inventories. The discrepancies noticed on verification between the physical stocks and the book records were not material & the same have been properly dealt with in the books of accounts.

(iii) The Company, during the period under report, has given loans & advances to its Holding Subsidiary Companies, associates and joint ventures, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.

(a) The balance at the end of the period and the maximum amount involved during the period was Rs. 367.98 lacs.

(b) In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company.

(c) In respect of the loan granted to its subsidiaries, the loan is interest free and being repayable on demand are not overdue.

(iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchase of inventories, consumable stores, fixed assets and with regard to sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls Systems of the Company.

(v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangement that need to be entered in the register required to be maintained under section 301 of the Companies Act, 1956 have been so entered.

(b) In our opinion and according to the information & explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies act, 1956 in respect of any party during the period have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

(vi) The company has not accepted public deposits within the meaning and provisions of section 58A and 58AA of the companies Act, 1956.

(vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.

(viii) The Central government has prescribed maintenance of cost accounting records under section 209 (1) (d) of the Companies Act, 1956. We have broadly reviewed the accounts and records of the company in this connection and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.

(ix) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.

(b) According to the information and explanation given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax/VAT, custom duty, excise duty and cess were in arrears, as at 30th September, 2013 for a period of more than six months from the date they became payable.

(c) The disputed statutory dues aggregating to Rs. 9,210.34 lacs not deposited on account of matters being pending before appropriate authorities are given here under:

Sr. No.	Name of the Statute	Nature of Dues	Year to which the amount relates	Forum where dispute is pending	Amount (Rs. in lacs)
1.	Central Excise Act	Excise	2007	Excise Deptt.	21.64
2.	Central Excise Act	Excise	2007	Service Tax Deptt.	13.81
3.	Income Tax Act, 1961	Income Tax	Block Assessment from A.Y.2005-06 to 2010-11	Income Tax Appellate Tribunal	9,174.89
				Total	**9,210.34**

(x) The company does not have accumulated losses for the period 15 months end 30th September, 2013. Further, it has not incurred any cash loss in current financial period or in the immediately preceding financial year.

(xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to banks, financial institutions or debenture holders.

(xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause of 4(xiii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.

(xiv) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditors' Report) Order, 2003 (as amended) are not applicable to the company. The company, however, is maintaining proper records of transactions and contracts in respect of long term investment made by it and timely entries have been made therein. Further, all the securities including shares, debentures and other investments have been held by the company in its own name.

(xv) The company has not given guarantees for loans taken by others from Banks or Financial Institutions.

(xvi) According to the information and explanation given to us, in our opinion, term loan availed by the company were, prima facie, applied by the company during the period under report for the purpose for which the term loans were obtained, other than temporary deployment pending applications.

(xvii) According to the information and explanation given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investment and no long term funds have been used to finance short term assets except permanent working capital.

(xviii) According to the information & explanation given to us, the company, during the period under report, has not made any preferential allotment, to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.

(xix) The company has not issued any debentures during the period and therefore the question of creating security/ charge does not arise.

(xx) According to information and explanation given to us and the records of the company examined by us, the Company has not raised any money by public issue during the period but FCCB are converted into equity shares.

(xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For & on behalf of
Manoj Mohan & Associates
Chartered Accountants
Firm Regn. No. 009195C

Sd/-
(Manoj Kumar Agarwal)
Partner

Place : New Delhi
Dated : 29th November 2013

AMTEK
DRIVEN BY EXCELLENCE

BALANCE SHEET AS AT 30TH SEPTEMBER 2013

(Rupees In Lacs)

	PARTICULARS	Note No.	As at 30.09.2013	As at 30.06.2012
I.	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's Funds**			
	(a) Share Capital	2.1	5,550.69	5,535.52
	(b) Reserves and Surplus	2.2	217,613.66	196,140.34
(2)	**Share Application Money Pending Allotment**	2.3	5,000.00	–
(3)	**Non-Current Liabilities**			
	(a) Long Term Borrowings	2.4	375,846.09	251,164.20
	(b) Deferred Tax Liabilities (Net)	2.5	29,753.79	20,697.74
	(c) Long Term Provisions	2.6	493.00	578.06
(4)	**Current Liabilities**			
	(a) Short Term Borrowings	2.7	40,615.41	29,603.58
	(b) Trade Payables	2.8	10,970.95	9,288.70
	(c) Other Current Liabilities	2.9	23,468.12	21,098.90
	(d) Short Term Provisions	2.10	322.55	1,412.07
	Total		**709,634.26**	**535,519.11**
II.	**ASSETS**			
(1)	**Non Current Assets**			
	(a) Fixed assets			
	(i) Tangible Assets	2.11	468,852.37	264,190.77
	(ii) Intangible Assets		92.68	–
	(iii) Capital work-in-progress		41,878.23	10,968.99
	(b) Non-Current Investment	2.12	11,858.90	7.75
	(c) Long Term Loans and Advances	2.13	9,444.90	70,274.07
(2)	**Current Assets**			
	(a) Current Investment	2.14	4,205.21	7.73
	(b) Inventories	2.15	59,085.03	54,361.31
	(c) Trade Receivables	2.16	42,159.57	40,939.89
	(d) Cash and Cash Equivalents	2.17	59,993.18	56,496.50
	(e) Short Term Loans and Advances	2.18	11,669.31	38,171.26
	(f) Other Current Assets	2.19	394.88	100.84
	Total		**709,634.26**	**535,519.11**

Significant Accounting Policies & Notes on Financial Statement 1 to 2.29

For and on behalf of the Board

As per our report of even date attached
For Manoj Mohan & Associates
Chartered Accountants
Firm Regd. No. 009195C

Sd/-
(Manoj Kumar Agarwal)
Partner
Membership No. - 76980

Sd/-
Gautam Malhotra
Managing Director

Sd/-
D.S. Malik
Director

Sd/-
Vimal Kaushik
Manager (Accounts)

Sd/-
Shuchita Bhartiya
Company Secretary

Place : New Delhi
Dated : 29th November, 2013

STATEMENT OF PROFIT & LOSS FOR THE 15 MONTHS PERIOD ENDED 30TH SEPTEMBER, 2013

(Rupees in Lacs)

	Particulars	Note No.	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
I.	Revenue	2.20	235,072.26	188,773.38
II.	**Total Revenue**		**235,072.26**	**188,773.38**
III.	**Expenses**			
	Cost of materials	2.21	135,971.89	114,508.20
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.22	(1,339.80)	(1,888.48)
	Employee benefit expense	2.23	9,888.12	6,603.48
	Finance costs	2.23	23,787.90	17,983.10
	Depreciation and Amortization of Expenses	2.23	21,244.89	14,696.34
	Other Expenses	2.23	15,433.93	13,020.25
	Total Expenses		**204,986.93**	**164,922.89**
IV.	Profit before exceptional and extraordinary items and tax (II-III)		30,085.33	23,850.49
V.	Exceptional Items (Investment written off)		–	(1,283.84)
VI.	Profit before extraordinary items and tax (IV + V)		30,085.33	22,566.65
VII.	Extraordinary Items		–	–
VIII.	**Profit before tax (VI - VII)**		**30,085.33**	**22,566.65**
IX.	Tax expense:		9,056.04	6,936.95
X.	**Profit/(Loss) for the period (VIII-IX)**		**21,029.29**	**15,629.70**
XI.	**Earning per equity share:**	2.27		
	Basic			
	EPS (Rs.Per Share) after extraordinary / exceptional item		7.59	5.65
	EPS (Rs.Per Share) before extraordinary / exceptional item		7.59	5.96
	Diluted			
	EPS (Rs.Per Share) after extraordinary / exceptional item		5.67	5.37
	EPS (Rs.Per Share) before extraordinary / exceptional item		5.67	5.67

Significant Accounting Policies & Notes on Financial Statement 1 to 2.29

For and on behalf of the Board

As per our report of even date attached
For Manoj Mohan & Associates
Chartered Accountants
Firm Regd. No. 009195C

Sd/-
(Manoj Kumar Agarwal)
Partner
Membership No. - 76980

Sd/-
Gautam Malhotra
Managing Director

Sd/-
D.S. Malik
Director

Sd/-
Vimal Kaushik
Manager (Accounts)

Sd/-
Shuchita Bhartiya
Company Secretary

Place : New Delhi
Dated : 29th November, 2013

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CASH FLOW STATEMENT FOR THE 15 MONTHS PERIOD ENDED 30TH SEPTEMBER, 2013

(Rupees in Lacs)

PARTICULARS	For the 15 Months Period Ended September 30, 2013	For the Year Ended June 30, 2012
CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit as per Profit & Loss Account (PBT)	30,085.33	22,566.65
Add:Depreciation	21,244.89	14,696.34
Add:Financial Exp.	23,787.90	17,983.10
Less: Interest Received & Other Income	(5,102.90)	(1,314.78)
Less: Dividend Income	(88.47)	(2.22)
Less: (Income)/Loss on sale of on fixed assets	10.16	51.57
Less: (Income)/Loss on sale of Investments	331.63	1,283.84
Operating Profit before Working Capital Changes	**70,268.54**	**55,264.50**
Change in Current/Non Current Assets & Liabilities		
(Increase)/Decrease in Inventories	(4,723.72)	(12,699.88)
(Increase)/Decrease in Sundry debtors	(1,219.68)	(7,899.21)
(Increase)/Decrease in Current/Non Current Assets	22,010.43	(12,392.69)
Increase/(Decrease) in Current/Non Current Liabilities	17,084.52	4,553.14
Cash generation from operating activities	**103,420.09**	**26,825.86**
Interest Received & Other income	5,102.90	1,314.78
Dividend Received	88.47	2.22
Direct Tax Paid	(3,196.67)	(3,424.24)
Cash flow before extraordinary items	**105,414.79**	**24,718.62**
Cashflow from extraordinary items	–	–
Net cash from operating activities	**105,414.79**	**24,718.62**
CASH FLOW FROM INVESTING ACTIVITIES		
Addition to fixed assets	(226,095.83)	(21,490.21)
Adjustment in Capital work in Progress & Capital Advances	46,525.58	64,814.89)
Proceed from sale of fixed assets	86.50	(19.22)
Purchase of investments (Net)	(12,182.78)	4.27
Net Cash from Investing activities	**(191,666.53)**	**(86,320.05)**
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of share capital/Conversion of FCCB	15.17	–
Proceeds from new borrowings	111,676.25	95,577.71
Repayment of borrowings	(3,600.00)	–
Share Application Money Pending Allotment	5,000.00	–
Securities Premium on FCCB Conversion	766.58	–
Financial Charges Paid	(23,787.90)	(17,040.15)
Dividend	(276.78)	(1,107.10)
Dividend Tax	(44.90)	(179.60)
Net Cash from financing activities	**89,748.42**	**77,250.86**
Net cash flows during the period (A+B+C)	**3,496.68**	**15,649.43**
Cash & cash equivalents (opening balance)	56,496.50	40,847.07
Cash & cash equivalents (closing balance)	**59,993.18**	**56,496.50**

NOTES TO CASH FLOW STATEMENT

1) The above statement has been prepared under 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.
2) Cash & Cash Equivalents include cash & bank balances only.
3) Previous year figures have been regrouped/ recast wherever considered necessary.

We have examined the above cash flow statement of Amtek India Limited for the Period 15 months ended 30th September, 2013 and verify that it has been derived from the audited accounts (and underlying records) of the company reported on by us as per our report.

For and on behalf of the Board

As per our report of even date attached
For Manoj Mohan & Associates
Chartered Accountants
Firm Regd. No. 009195C

Sd/-
(Manoj Kumar Agarwal)
Partner
Membership No. - 76980

Place : New Delhi
Dated : 29th November, 2013

Sd/-
Gautam Malhotra
Managing Director

Sd/-
D.S. Malik
Director

Sd/-
Vimal Kaushik
Manager (Accounts)

Sd/-
Shuchita Bhartiya
Company Secretary

Note No. 1 : SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

(ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE 15 Months Period Ended 30th September 2013)

I. SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF ACCOUNTING

These accounts are prepared on the historical cost basis and on the accounting principles of a going concern. Accounting policies, not specifically referred to otherwise are consistent and in accordance with generally accepted accounting principles in India (Indian GAAP) and in compliance with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) as referred in sec. 211 (3c) of the Companies Act, 1956.

B. REVENUE RECOGNITION

Sales are recognized at the time of dispatch of goods and are exclusive of excise duty and Central sales Tax/ VAT. All expenses and income are accounted for on accrual basis.

C. FIXED ASSETS

Fixed assets are stated at cost less accumulated depreciation. The cost of fixed assets includes their original cost of acquisition net of cenvat including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets.

D. DEPRECIATION

Depreciation on fixed assets is provided on "Straight Line Method" (SLM) in the manner and at the rates as specified in Schedule XIV of the Companies Act, 1956. Depreciation on additions / deductions to Fixed Assets is provided on pro-rata basis from the date of actual installation or up to the date of such sale / disposal, as the case may be.

E. INVENTORIES

Raw Materials, Stores, Spares & dies, Goods under process and Finished Goods are valued at cost 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 and finished goods comprise of cost of materials, production overhead and depreciation on plant and machinery. Cost of material for this purpose is ascertained on First In First Out basis.

Provision for obsolescence in inventories is made, whenever required.

F. INVESTMENT

Current investments are valued at lower of cost or fair market value.

Non current Investments are valued at cost. However, when there is a decline other than temporary in the value of a long term Investment, the carrying amount is reduced to recognize the decline.

G. FOREIGN CURRENCY TRANSACTIONS

a) The working capital loans are revalued at exchange rates prevailing at the period ended. Exchange differences arising on such revaluation are duly recognized in the Profit & Loss Account.

b) In case of forward exchange contracts to repay working capital loans, the difference between the forward rate and the exchange rate at the date of transaction is recognized as income or expenses over the life of the contract.

c) Debtors and working capital loans in foreign currency are revalued at the period ended exchange rates. Exchange differences arising on such revaluation are recognized in Profit & Loss Account.

d) Exchange differences arising on revaluation of foreign currency loans relating to acquisition of fixed assets from outside India are adjusted against relevant fixed assets.

H. 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.

I. EMPLOYEES' RETIREMENT BENEFITS

a) The liability for superannuation/pension Gratuity & Leave Encashment is accounted for on the basis of actuarial valuation in accordance with Accounting Standards -15 (Revised) issued by the Institute of Chartered Accountants of India.

b) Retirement benefits in the form of Provident Fund and Superannuation / Pension Schemes are charged to the Profit and Loss Account for the period when the contribution to the respective funds are due.

J. RESEARCH AND DEVELOPMENT

Capital Expenditure is shown separately under respective heads of fixed assets. Revenue expenses including depreciation are included under the respective heads of expenses.

K. BORROWING COST

Interest on borrowings are recognized in the Profit and Loss account except interest incurred on borrowings, specifically raised for Projects which is capitalized with the cost of the asset until such time the asset is ready to be put to use for intended purpose.

L. TAXATION

A) Provision for Taxation is made on the basis of the taxable profits computed for the current accounting year (reporting year) in accordance with Income Tax Act, 1961**.**

B) Deferred Tax is recognized, subject to consideration of prudence, on timing difference, being difference between taxable income and accounting income / expenditure that originate in one period and are capable of reversal in one or subsequent year(s). Deferred taxes are reviewed for their carrying value at each balance sheet date.

M. IMPAIRMENT OF ASSETS

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognized in the profit and loss account. If at any subsequent balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the profit and loss account.

For and on behalf of
For Manoj Mohan & Associates
Chartered Accountants
Firm Regn. No.009195C

Sd/-
(Manoj Kumar Agarwal)
Partner
Membership No.-76980

Place : New Delhi
Dated : 29th November, 2013

Note No. 2. NOTES TO ACCOUNTS

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

Note No. : 2.1 SHARE CAPITAL

(Rupees In Lacs)

Particulars	As At 30.09.2013	As At 30.06.2012
Authorized		
Equity Shares, Rs. 2/- Par Value		
45,00,00,000 (Previous Year 45,00,00,000) Equity Shares	9,000.00	9,000.00
Preference Shares, Rs. 100/- Par Value		
5,00,000 (Previous Year 5,00,000) Preference Shares	500.00	500.00
Total	**9,500.00**	**9,500.00**
Issued, Subscribed and Paid - Up		
Equity Shares, Rs. 2/- Par Value		
27,75,34,589 (Previous Year 27,67,75,636) Equity Shares, fully paid up	5,550.69	5,535.52
Total	**5,550.69**	**5,535.52**

The company has only one class of shares referred to as Equity Shares having a par value of Rs. 2/- per share. Each Holder of Equity Shares is entitled to one vote per share.

Note No : 2.1.1 The reconciliation of the number of shares outstanding and the amount of share capital as at 30.09.2013, and 30.06.2012 is set out below:

(Rupees In Lacs)

Particulars	As At 30.09.2013		As At 30.06.2012	
	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	276,775,636	5,535.52	138,387,818	2,767.76
Add: Bonus Shares Issued	–	–	138,387,818	2,767.76
Add: FCCB conversion During the period	758,953	15.17	–	–
Number of Shares at the end	277,534,589	5,550.69	276,775,636	5,535.52

Note No : 2.1.2 Details of Bonus Shares issued during last five years.

Nature	30.06.2012	30.06.2011	30.06.2010	30.06.2009	30.06.2008
Equity Shares	138,387,818	Nil	Nil	Nil	Nil

Note No : 2.1.3 Details of Persons Holding more than 5% Share Capital

Particulars	As At 30.09.2013		As At 30.06.2012	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Amtek Auto Ltd. (Holding Company)	197,676,272	71.23%	170,596,580	61.64%

Note No : 2.1.4 Detail regarding convertible securities equity and preference share
FCCB's of US$ 198.6 million are outstanding out of US$ 200 million for conversion into 10,05,82,728 equity shares.

Note No : 2.1.5 There is no restriction on distrubtion of Dividends and repayment of Capital.

Note No : 2.2 RESERVES & SURPLUS **(Rupees In Lacs)**

Particulars		As At 30.09.2013	As At 30.06.2012
Capital Reserve			
Opening Balance as on 01.07.2012		337.71	337.71
Add: Addition during the period		–	–
Closing Balance as on 30.09.2013	**(A)**	**337.71**	**337.71**
Securities Premium Reserve			
Opening Balance as on 01.07.2012		97519.49	100,287.25
Add: Addition during the period		766.58	–
Less: Bonus Shares allotted during the period		–	(2,767.76)
Closing Balance as on 30.09.2013	**(B)**	**98,286.07**	**97,519.49**
Debenture Redemption Reserve			
Opening Balance as on 01.07.2012		10,250.00	10,250.00
Add: Addition during the period		14,020.00	–
Closing Balance as on 30.09.2013	**(C)**	**24,270.00**	**10,250.00**
General Reserve			
Opening Balance as on 01.07.2012		75,105.43	70,105.43
Add: Transferred from Profit & Loss A/c		5,000.00	5,000.00
Closing Balance as on 30.09.2013	**(D)**	**80,105.43**	**75,105.43**
Foreign Currency Convertible Bond Redemption Reserve			
Opening Balance as on 01.07.2012		–	–
Add: Current period Transfer		7,800.00	–
Closing Balance as on 30.09.2013	**(E)**	**7,800.00**	**–**
Profit & Loss Account			
Opening Surplus as on 01.07.2012		12,927.71	3,263.04
Add: Transferred from Profit & Loss A/c		21,029.29	15,629.70
		33,957.00	**18,892.74**
Appropriations			
Transferred to General Reserve		(5,000.00)	(5,000.00)
Transfer to Debenture Redemption Reserve Account		(14,020.00)	–
Transfer to Foreign Currency Convertible Bond Redemption Reserve Account		(7,800.00)	–
Dividend on Equity Capital		(277.53)	(276.78)
Corporate Dividend Tax on Equity		(45.02)	(44.90)
Dividend & Tax for Previous Years (not appropriated in previous year)		-	(643.35)
Closing Balance as on 30.09.2013	**(F)**	**6,814.45**	**12,927.71**
Total (A+B+C+D+E+F)		**217,613.66**	**196,140.34**

Note No : 2.3 SHARE APPLICATION MONEY PENDING ALLOTMENT* **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Share application money pending allotment	5,000.00	–
Total	**5,000.00**	**–**

*Share Application Money received from promotor's, M/s. Amtek Auto Limited, to be allotted as preferencial share capital in sebsequent years subject to approval of shareholders.

Note No: 2.4 LONG TERM BORROWINGS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
SECURED LOANS		
Bonds / Debentures		
10.5% Secured Redeemable Non-Convertible Debentures	40,000.00	40,000.00
Term Loans		
From Banks & Financial Institutions	201,170.97	137,962.50
Total Secured Loan (A)	**241,170.97**	**177,962.50**
UNSECURED LOANS		
Bonds / Debentures		
Foreign Currency Convertible Bonds	124,675.12	73,201.70
Term Loans		
From Banks & Financial Institutions	10,000.00	–
Total Unsecured Loan (B)	**134,675.12**	**73,201.70**
Total Long Term Borrowings (A + B)	**375,846.09**	**251,164.20**

Particulars of Security

Term Loans are secured by equitable mortgage of all immovable properties of the Company and hypothecation of movable assets, save and except the prior charge in favour of Banks over inventories and book debts to secure working capital limits.

Maturity Schedule

Non Convertible Debentures **(Rupees In Lacs)**

Financial Year	As At 30.09.2013	As At 30.06.2012
2014-15	17,500.00	17,500.00
2015-16	7,500.00	7,500.00
2016-17	7,500.00	7,500.00
2017-18	7,500.00	7,500.00
Total	**40,000.00**	**40,000.00**

Secured Term Loans **(Rupees In Lacs)**

Financial Year	As At 30.09.2013	As At 30.06.2012
2013-14	–	7,200.00
2014-15	27,242.72	14,325.00
2015-16	41,990.72	26,500.00
2016-17	45,178.23	26,500.00
2017-18	44,331.80	27,531.25
2018-19	31,710.75	27,750.00
2019-20	7,248.00	3,750.00
2020-21	3,468.75	3,750.00
2021-22	–	656.25
Total	**201,170.97**	**137,962.50**

Unsecured Term Loans **(Rupees In Lacs)**

Financial Year	As At 30.09.2013	As At 30.06.2012
2014-15	10,000.00	–

There is no default in repayment of loans and payment of interest as on Balance sheet date.

Foreign Currency Convertible bonds **(Rupees In Lacs)**

Financial Year	As At 30.09.2013	As At 30.06.2012
2016-17	124,675.12	73,201.70

The position with regards to FCCBs issued by the company is as under:

Particulars	2.5% FCCB $70 Mn.	6% FCCB $130 Mn.
Date of Issue	September-12	April-12
Date of Maturity	September-17	April-17
Conversion price per share	103.005	103.005
YTM	Nil	Nil
Balance at the beginning of the year	$70 Mn.	$130 Mn.
Issue during the year	Nil	Nil
Reedemed/Repayment	Nil	Nil
Conversion	$1.40 Mn.	Nil
Balance at the end of the period	$68.60 Mn.	$130 Mn.

Note No: 2.5 DEFERRED TAX LIABILITIES (NET) **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Deferred Tax Liabilities		
On account of depreciation of Fixed Assets	31,194.19	21,293.89
	31,194.19	**21,293.89**
Deferred Tax Assets		
On account of Unabsorbed depreciation / business loss/Amortisation of Expenses	(1,440.40)	(596.15)
	(1,440.40)	**(596.15)**
Net Deferred Tax Liability	**29,753.79**	**20,697.74**

Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the company has legally enforceable right to set off current tax assets against current tax liabilities and wherever the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

Note No: 2.6 LONG TERM PROVISIONS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Provision for Employment Benefit		
Gratuity	223.70	215.66
Leave Encashment	269.30	362.40
Total	**493.00**	**578.06**

Note No: 2.7 SHORT TERM BORROWINGS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
SECURED LOANS		
Bank Borrowing for Working Capital		
– From Banks & Financial Institutions	40,615.41	29,603.58
Total	**40,615.41**	**29,603.58**

Particulars of Security

Working Capital facilities are secured by hypothecation of raw material, semi-finished goods, /stock-in-process, consumable stores and book debts of the company.

Note No: 2.8 TRADE PAYABLES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Trade Payables*	10,702.78	9,268.00
Others	268.17	20.70
Total	**10,970.95**	**9,288.70**

*There is no overdue amount payable to Small and Medium Sized Enterprises.

Note No: 2.9 OTHER CURRENT LIABILITIES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Current Maturity of Long Term Debts	10,135.78	3,600.00
Interest accrued but not due on borrowings	3,287.71	1,694.34
Unclaimed Dividend	11.13	9.89
Other Liability*	8,613.84	15,237.65
Expenses Payable	1,419.66	557.02
Total	**23,468.12**	**21,098.90**

*Other Liabilities includes capital goods creditors and other short terms Liabilities.

Note No: 2.10 SHORT TERM PROVISIONS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Provision for Income Tax	–	1,090.39
Provision for Dividend	277.53	276.78
Provision for Dividend Tax	45.02	44.90
Total	**322.55**	**1,412.07**

Note No:- 2.11 FIXED ASSETS

(Rupees In Lacs)

Particulars	Gross Block				Depreciation				Net Block	Net Block
	Opening Balance	Additions During the period	Sale/Transfer During the period	As at 30th Sept. - 2013	Upto 30th June - 2012	Provided During the period	Written Back During the period	Upto 30th Sept. - 2013	As at 30th Sept - 2013	As at 30th June - 2012
(A) Tangible Assets										
Land	2,969.09	9.15	–	2,978.24	–	–	–	–	2,978.24	2,969.09
Building	13,335.25	12,935.38	–	26,270.63	1,996.61	558.44	–	2,555.05	23,715.58	11,338.64
Plant and Equipment	304,321.37	211,774.64	198.93	515,897.08	55,518.27	20,515.48	144.70	75,889.05	440,008.03	248,803.10
Furnitures & Fixtures	281.08	230.26	8.68	502.66	77.31	21.35	8.68	89.98	412.68	203.77
Vehicles	804.18	514.67	63.41	1,255.44	264.09	90.80	20.98	333.91	921.53	540.09
Office Equipment	327.24	512.48	6.10	833.62	121.16	25.75	6.10	140.81	692.81	206.08
Data Processing Units	167.04	25.67	10.25	182.46	37.04	32.17	10.25	58.96	123.50	130.00
TOTAL (A)	**322,205.25**	**226,002.25**	**287.37**	**547,920.13**	**58,014.48**	**21,243.99**	**190.71**	**79,067.76**	**468,852.37**	**264,190.77**
(B) Intangible Assets										
Computer Software	–	93.58	–	93.58	–	0.90	–	0.90	92.68	–
TOTAL (B)	**–**	**93.58**	**-**	**93.58**	**–**	**0.90**	**–**	**0.90**	**92.68**	**–**
(C) Capital Work in Progress	10,968.99	252,598.71	221,689.47	41,878.23	–	–	–	–	41,878.23	10,968.99
TOTAL (C)	**10,968.99**	**252,598.71**	**221,689.47**	**41,878.23**	**–**	**–**	**–**	**–**	**41,878.23**	**10,968.99**
TOTAL (A+B+C) Current Year	**333,174.24**	**478,694.54**	**221,976.84**	**589,891.94**	**58,014.48**	**21,244.89**	**190.71**	**79,068.66**	**510,823.28**	**275,159.76**
Previous Year	305,957.38	41,134.83	13,917.97	333,174.24	43,354.44	14,696.34	36.30	58,014.48	275,159.76	-

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Note No: 2.12 NON-CURRENT INVESTMENT **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Investment in Equity Instruments		
Quoted - Long Term Trade at Cost in Domestic Company*		
1,00,000 (1,00,000) Equity Shares of Alliance Integrated Metaliks Ltd. of Rs. 10/- each	2.00	2.00
Unquoted - Long Term Trade at Cost in Domestic Company**		
10,50,000 (10,50,000) Equity shares of WHF Precision Forgings Ltd. of Rs. 10/- each	5.25	5.25
4900 (Nil) Equity shares of Terrasoft Infosystems Private Limited of Rs. 10 /-each	0.49	–
5000 (5000) Equity shares of Alliance Hydro Power Ltd. of Rs. 10/- each	0.50	0.50
19,29,277(Nil) Equity Shares of Blaze Spare Parts Pvt Ltd of Rs.10/- each	1929.28	–
19,29,277(Nil) Equity Shares of Gangandeep Steel & Alloys Pvt Ltd.of Rs.10/- each	1929.28	–
19,29,277(Nil) Equity Shares of Aaron Steel & Alloys Pvt Ltd.of Rs.10/- each	1929.28	–
18,89,277(Nil) Equity Shares of Neelmani Engine Components Pvt Ltd. of Rs. 10/-each	1889.28	–
22,49,138(Nil) Equity Shares of Asta Motorcycles & Scooter India Ltd. of Rs. 10/-each	1889.27	–
18,84,277(Nil) Equity Shares of Domain Steel & Alloys Pvt Ltd. of Rs. 10/-each	1884.27	–
Investment in Preference Instrument		
Unquoted-Long Term Trade at Cost in Domestic Company**		
4,00,000 (Nil) Preference shares of Jyoti Infrastructures Ltd. of Rs. 100 /-each	400.00	–
Total	**11,858.90**	**7.75**

(Rupees In Lacs)

Particulars	As At 30.09.2013	As At 30.06.2012
*Market value of quoted investment	169.90	75.95
* Aggregate value of quoted investment	2.00	2.00
** Aggregate value of unquoted investment (Including Preference Shares)	11,856.90	5.75

Note No: 2.13 LONG TERM LOANS AND ADVANCES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Long Term Loans and Advances*		
Unsecured	8,881.55	69,675.89
Security Deposits		
Unsecured, Considered Good	563.35	598.18
Total	**9,444.90**	**70,274.07**

* includes loan to related party of Rs 367.98 lacs
Note: There is no loan to any directors or other officers of the company

Note No: 2.14 CURRENT INVESTMENT **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Investment in Equity Instrument		
Quoted*		
7,014 (7014) Equity Shares of Dena Bank of Rs. 10 each	1.89	1.89
8,852 (8852) Equity Shares of United Bank of India of Rs. 10 each	5.84	5.84
Investment in Mutual Funds	4197.48	-
Total	**4,205.21**	**7.73**

(Rupees In Lacs)

Particulars	As At 30.09.2013	As At 30.06.2012
* Market value of quoted investment	5.88	12.23
* Aggregate value of quoted investment	7.73	7.73

* Market Value of Mutual Funds is not available.

Note No: 2.15 INVENTORY* **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Raw Material	29,353.24	28,063.34
Work in Progress	22,609.27	21,920.67
Finished Goods	737.68	86.48
Stores, Spares & Dies	6,384.84	4,290.82
Total	**59,085.03**	**54,361.31**

* See Note No. 1, Clause "E" for Accounting policy on valuation of Inventories.

Note No: 2.16 TRADE RECEIVABLES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Unsecured considered good:		
Debtors exceeding Six months from the date they become due for payment	569.88	532.91
Others	41,589.69	40,406.98
Total	**42,159.57**	**40,939.89**

Note No: 2.17 CASH AND CASH EQUIVALENTS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Cash on Hand	26.22	10.86
Balance with Schedule Banks:		
- Fixed Deposits (as margin money against Letter of Credits/Bank Guarantees)	1,049.86	508.59
- Earmarked Balances	13.99	12.70
- Other Bank Balances (Maturing within 12 Months)	58,903.11	55,964.35
Total	**59,993.18**	**56,496.50**

* Cash and cash equivalents, as on 30th September 2013 and 30th June 2012 includes restricted bank balances of Rs. 1049.86 & Rs. 508.59 lacs respectively. The restriction is primarily on account of cash and bank balances held as margin money deposited against guarantee/LC's issued by bank.

Note No: 2.18 SHORT TERM LOANS & ADVANCES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Loans & Advances*		
Secured/Unsecured, Considered Good :	5919.66	35,618.28
MAT Credit Entitlement	5,749.65	2,552.98
Total	**11,669.31**	**38,171.26**

*Including advances to supplier, prepaid expenses, staff advences and balances with Revenue Authorities.

Note No: 2.19 OTHER CURRENT ASSETS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Interest accrued on deposits but not due	394.88	100.84
Total	**394.88**	**100.84**

Note No: 2.20 REVENUE **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Sales of Products	217,196.94	180,267.91
Other Sales & Services	12,612.73	7,188.15
Other Income	5,262.59	1,317.32
Total	**235,072.26**	**188,773.38**

Note:- Sales include component bought & sold, direct export , deemed export and indirect export.

Note No: 2.21 COST OF MATERIAL **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Opening Stock of Raw Material	28,063.34	21,191.24
Add : Purchases of Raw Material	137,261.79	121,380.30
	165,325.13	**142,571.54**
Less : Closing Stock of Raw Material	29,353.24	28,063.34
Total	**135,971.89**	**114,508.20**

Note:- Raw material mainly include steel bars/billets, forgings, alloys casting, alluminium casting & other boughtout items.

Note No: 2.21.1 IMPORTED AND INDIGENOUS RAW MATERIAL **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
	Amount (% of Total Consumption of Raw Material)	Amount (% of Total Consumption of Raw Material)
Raw material		
Consumption of imported Raw material	–	96.32
(% age of Consumption)	0.00%	0.08%
Consumption of similar domestic Raw material	135,971.89	114,411.88
(% age of Consumption)	100.00%	99.92%
Total Consumption of Raw material	**135,971.89**	**114,508.20**

Note No: 2.22 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE

(Rupees In Lacs)

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Opening Stock as on 01-07-2012		
- Work in Progress	21,920.67	20,044.37
- Finished Goods	86.48	74.30
Total Opening stock	**22,007.15**	**20,118.67**
Less : Closing Stock as on 30-09-2013		
- Work in Progress	22,609.27	21,920.67
- Finished Goods	737.68	86.48
Total Closing stock	**23,346.95**	**22,007.15**
Net (Increase)/ Decrease in Inventories	**(1,339.80)**	**(1,888.48)**

Note No: 2.23 EXPENSES

Employee Benefit Expenses **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Salaries & Wages	8,630.78	5,775.69
Contribution to provident & Others Funds	875.05	651.30
Staff Welfare Expenses	382.29	176.49
Total	**9,888.12**	**6,603.48**

Finance Costs **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Interest Expense	23,787.90	17,983.10
Total	**23,787.90**	**17,983.10**

Depreciation and Amortisation Expenses **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Depreciation	21,244.89	14,696.34
Total	**21,244.89**	**14,696.34**

Other Expenses **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
A) Manufacturing Expenses		
Consumaption of Stores & Spare Parts	3,627.02	3,478.86
Power & Fuel	7,078.01	6,141.38
Testing Fees & Inspection Charges	11.98	10.53
Freight Inwards	883.14	767.58
Carbon Credit Purchase	–	21.53
Repairs of Plant & Machinery	25.57	93.34
Total Manufacturing Expenses (A)	**11,625.72**	**10,513.22**
B) Administrative & Selling Expenses		
Advertisement & Publicity	4.30	0.91
Auditor's Remuneration	15.00	15.00
Bank Charges	474.33	312.01
Books & Periodicals	2.73	1.25
Business Promotion Expenses	49.75	34.30
Charity & Donation	0.41	0.86
Directors Remuneration & Perquisites	29.97	25.49
Insurance Charges	177.70	47.82
ISO/QS Expenses	0.70	3.25
Legal & Professional	224.50	150.59
Loss on Sale of Fixed Assets	13.82	4.77
Loss on Sales of Investments	399.19	63.27
Misc Expenses	-	13.01
Net Loss on Foreign Currency Transaction	7.80	0.17
Office and Factory Expenses	234.04	151.29
Printing & Stationery	56.70	51.55
Rate, Fee & Taxes	109.01	136.32
Rent	506.16	114.48
Repair & Maintenance		
- Vehicles	160.04	125.65
- Others	135.34	152.64
Subscription & Membership Fees	31.27	4.12
Telephone and Communication and Postage Expenses	57.30	51.57
Travelling & Conveyance	248.47	172.10
Watch & Ward	119.00	69.60
Selling & Distribution Expenses		
Cash Discount	72.35	151.31
Packing, Freight Outwards & other selling expenses	678.33	653.70
Total Administrative & Selling Expenses (B)	**3,808.21**	**2,507.03**
Total (A + B)	**15,433.93**	**13,020.25**

Note No: 2.23.1 OTHER EXPENSES (Rupees In Lacs)

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Auditors Payments		
As Auditor	12.00	12.00
For taxation/ management matters	1.70	1.50
For reimbursement expenses	1.30	1.50
Total	**15.00**	**15.00**

Note No: 2.23.2 EXPENDITURE IN FOREIGN CURRENCY (Rupees In Lacs)

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Travelling	–	4.52
Professional and consultation fees	166.85	1,191.39
Interest	5025.11	–
Total	**5,191.96**	**1,195.91**

Note No: 2.23.3 IMPORTED AND INDIGENOUS SPARE PARTS & COMPONENTS

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
	Amount (% of Total Consumption of Spare Parts & Components)	Amount (% of Total Consumption of Spare Parts & Components)
Spares parts and components		
Consumption of imported spares parts and components	88.91	123.15
(%age of Consumption)	2.45%	3.54%
Consumption of similar domestic spares parts and components	3,538.11	3,355.71
(%age of Consumption)	97.55%	96.46%
Total Consumption of Spares and components	**3,627.02**	**3,478.86**

Note No: 2.24 VALUE OF IMPORTS CALCULATED ON C.I.F. BASIS (Rupees In Lacs)

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Raw material	-	96.32
Components and spare parts	88.91	123.15
Capital goods	7806.17	2,786.60
Total	**7,895.08**	**3,006.07**

Note No: 2.25 CONTINGENT LIABILITIES **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Unexpired Letter of Credit	550.46	257.70
Bank Guarantees	84.75	119.00
Disputed Statutory Dues in respect of Excise Duty/Service Tax/Income Tax	9210.34	35.45
Total	**9,845.55**	**412.15**

*Contingent Assets are neither recognised nor disclosed.

Note No: 2.26 COMMITMENTS **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Estimated amount of contracts remaining to be executed on capital account and not provided for	4,256.27	4,035.40
Total	**4,256.27**	**4,035.40**

Note No: 2.27 Basic EPS & Diluted EPS

Calculation of EPS (Basic and Diluted)	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Basic		
Opening number of Shares	276,775,636	138,387,818
Bond Conversion during the period	758,953	–
Bonus Share issued during the year	–	138,387,818
Total Shares outstanding	277,534,589	276,775,636
Number of shares considered as basic weighted average shares outstanding	277,227,354	276,775,636
Profit after Tax (Rs. Lacs) after extraordinary/ exceptional item	21029.29	15,629.70
Profit after Tax (Rs. Lacs) Before extraordinary/ exceptional item	21029.29	16,497.00
EPS (Rs.Per Share) after extraordinary / exceptional item	7.59	5.65
EPS (Rs.Per Share) before extraordinary / exceptional item	7.59	5.96
Diluted		
Number of shares considered as basic weighted average shares outstanding	277,227,354	276,775,636
Add: Weighted Average of Dilutive Equity	93,909,916	14,203,030
Number of shares considered as diluted for calculating of Earning per share Weighted Average	371,137,270	290,978,666
Profit after Tax (Rs. Lacs) after extraordinary / exceptional item	21,029.29	15,629.70
Profit after Tax (Rs. Lacs) Before extraordinary/ exceptional item	21,029.29	16,497.00
EPS (Rs.Per Share) after extraordinary / exceptional item	5.67	5.37
EPS (Rs.Per Share) before extraordinary / exceptional item	5.67	5.67

Note : EPS is calculated for the period of 15 Months.

Note No: 2.28 EMPLOYEE BENEFITS (AS-15 REVISED)

The following data are based on the report of the actuary

The principal assumptions used in the actuarial valuations are as below:-

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Discount rate	8.00%	8.50%
Future Salary Escalation Rate	5.50%	6.00%
Average Remaining working life (Years)	23.95	24.29
Retirement Age	58	58

Gratuity (Unfunded)

i. Change in Present Value of obligations: **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Present Value of Obligation as at the beginning of the period	215.66	94.59
Present Service Cost	56.56	48.97
Interest Cost	21.90	8.04
Actuarial (Gain) /Loss On Obligations	(10.86)	66.22
Benefits Paid	(50.10)	(2.16)
Present Value of Obligations as at the end of the period	**233.16**	**215.66**

ii. Liability Recognised in Balance Sheet **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Present Value of Obligation as at the end of the period	233.16	215.66
Fair Value of Plan Assets as at the end of the period		
Funded/Unfunded Status	(233.16)	(215.66)
Unrecognised Actuarial (Gain) / Losses		
Net Assets/ (Liability) Recognised in the Balance Sheet	**(233.16)**	**(215.66)**

iii. Expenses Recognised in the Statement of Profit & Loss **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Current Service Cost	56.56	48.97
Interest Cost	21.90	8.04
Expected Return on plan assets	–	–
Net Actuarial (Gain)/ Loss recognized in the period	(10.86)	66.22
Expenses recognised in the Statement of Profit & Loss statement	**67.60**	**123.23**

iv. Enterprise Best estimate of contribution during the next year **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Enterprise Best estimate of contribution during the next year	78.85	215.66

v. Bifuracation of PBO at the end of period as per revised schedule VI to the Companies Act.

(Rupees In Lacs)

Particulars	As At 30.09.2013	As At 30.06.2012
Current Liability (Amount due within one year)	9.46	5.73
Non Current Liability (Amount due over one year)	223.70	209.93
Total PBO at the end of year	**233.16**	**215.66**

Leave Encashment (Unfunded)

i. Change in Present Value of obligations: **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Present Value of Obligation as at the beginning of the period	362.40	153.59
Present Service Cost	86.67	88.51
Interest Cost	34.73	13.05
Actuarial (Gain) /Loss	(150.85)	129.58
Benefits Paid	(46.59)	(22.33)
Present Value of Obligations as at the end of the period	**286.36**	**362.40**

ii. Liability Recognised in Balance Sheet **(Rupees In Lacs)**

Particulars	As At 30.09.2013	As At 30.06.2012
Present Value of Obligation as at the end of the period	286.36	362.40
Fair Value of Plan Assets as at the end of the period		
Funded/Unfunded Status	(286.36)	(362.40)
Unrecognised Actuarial (Gain) / Losses		
Net Assets/ (Liability) Recognised in the Balance Sheet	**(286.36)**	**(362.40)**

iii. Expenses Recognised in the Statement of Profit & Loss **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Current Service Cost	86.67	88.51
Interest Cost	34.73	13.05
Expected Return on plan assets	–	–
Net Actuarial (Gain)/ Loss recognized in the period	(150.85)	129.58
Expenses recognised in the Statement of Profit & Loss statement	**(29.45)**	**231.14**

iv. Enterprise Best estimate of contribution during the next year **(Rupees In Lacs)**

Particulars	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Enterprise Best estimate of contribution during the next year	77.65	105.88

v. Bifuracation of PBO at the end of period as per revised schedule VI to the Companies Act.

(Rupees In Lacs)

Particulars	As At 30.09.2013	As At 30.06.2012
Current Liability (Amount due within one year)	17.06	20.91
Non Current Liability (Amount due over one year)	269.30	341.49
Total PBO at the end of year	**286.36**	**362.40**

Note No. 2.30

Related Party Disclosures & Transactions

As per AS-18 issued by the Institute of Chartered Accountants of India, related parties in terms of the said tandard are disclosed below:

A) Names of related parties & description of relationship

1)	**Holding**	1)	Amtek Auto Ltd.
1)	**Subsidiaries**	1)	Ahmednagar Forgings Ltd.
		2)	Amtek Deutshland GmbH
		3)	Amtek Investment UK Ltd.
		4)	Amtek Germany Holding GP GmBH
		5)	Amtek Germany Holding GmBH & Co. KG
		6)	Amtek Holding BV
		7)	Amtek Global Technologies Pte. Ltd.
		8)	Amtek Transportation Systems Ltd.
		9)	Alliance Hydro Power Ltd.
		10)	Amtek Defence Technologies Ltd.
		11)	JMT Auto Limited
3)	**Subsidiaries of Subsidiaries of the Holding Company**	1)	Amtek Tekfor Holding GmbH
		2)	Neumayer Tekfor GmbH
		3)	Tekfor Services GmbH
		4)	Neumayer Tekfor Rotenburg GmbH
		5)	Neumayer Tekfor Schmolln GmbH
		6)	Neumayer Tekfor Engineering GmbH
		7)	GfsV
		8)	Neumayer Tekfor Japan Co. Ltd.
		9)	Tekfor Inc.
		10)	Tekfor Maxico SA de CV
		11)	Neumayer Tekfor Automotive Brasil Ltda.
		12)	Neumayer Tekfor SpA
		13)	Tekfor Maxico Services
		14)	Tekfor Services Inc.
		15)	SFE GmbH
		16)	Amtek Powertrain Components B.V.
		17)	Amtek Powertrain RUS LLC
		18)	Amertec Systems Pvt. Ltd.

4)	**Associates of the Holding Company**	1)	ARGL Ltd. (Formerly known as Amtek Ring Gears Ltd.)
		2)	ACIL Ltd. (Formerly known as Amtek Crankshafts India Ltd.)
5)	**Joint Venture of Holding Co.**	1)	Amtek Tekfor Automotive Ltd.
		2)	MPT Amtek Automotive (India) Ltd.
		3)	SMI Amtek Crankshafts Pvt. Ltd.
6)	**Joint Venture's of Subsidiaries of the Holding Company**	1)	Amtek Railcar Pvt. Ltd.
7)	**Key Management Personnel**	1)	Shri Gautam Malhotra

B. Transactions **(Rs In Lacs)**

Particulars	Associate/Holding/ Subsidiaries or Associate of Holding Company	Key Management Personnel	For the 15 Months Period Ended 30.09.2013	For the Year Ended 30.06.2012
Purchase of Goods	5,944.50		5,944.50	2,149.87
Sale of Goods	3,593.05		3,593.05	2,190.59
Share Application Money Received	5,000.00		5,000.00	–
Sale of Fixed assets	55.16		55.16	–
Purchase of Fixed assets	17.57		17.57	–
Loan Given	367.98		367.98	–
Services Received	277.39		277.39	1.59
Services Rendered	98.36		98.36	27.35
Dividend Income/(paid)	(170.60)		(170.60)	(341.21)
Directors Remuneration	–	29.46	29.46	24.90
Balance Receivable at the year end	1,098.32		1,098.32	280.75
Balance Payable at the year end	2,925.43		2,925.43	437.03

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NOMINATION FORM - 2B

(Only for shares held in physical form)

(To be filled in by individual(s) applying singly or jointly)

To,	From **Name of member and address**
Beetal Financial & Computer Services Pvt. Ltd. Beetel House, 3rd Floor, 99, Madangir, Behind L.S.C., New Delhi-110062	_____ _____ Folio No. _____ No. of shares _____

I am/we are holder(s) of equity shares of the Company as mentioned above. I/We nominate the following person in whom all rights of transfer and/or amount payable in respect of said equity shares shall vest in the event of my/our death.

Nominee's name														Age			
To be furnished in case the nominee is a minor							Date of Birth										
Guardian's Name & Address*																	
Occupation of Nominee Tick (✓)	1	Service		2	Business		3	Student		4	Household						
	5	Professional		6	Farmer		7	Others									
Nominee's Address																	
											Pin Code						
Telephone No.											Fax No.						
Email Address												STD Code					
Specimen signature of Nominee signature of Nominee/Guardian (in case nominee is minor)																	

Kindly take the aforesaid details on record. *To be filled in case nominee is a minor

Thanking you,

Yours faithfully, Date.....

Name and address of member(s) {as appearing on the Certificate(s)}		Signature (as per specimen with Company)
Sole/1st holder		
Address		
2nd holder		
3rd holder		
4th holder		

Witnesses (two)		
	Name and Address	Signature & Date
1.		
2.		

INSTRUCTIONS:

1. Please read the instructions given below very carefully and follow the same to the letter. If the form is not filled as per instructions, the same will be rejected.

2. The nomination can be made by only individual members. This facility is not available to members who are non individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family and holders of power of attorney. If the shares are held jointly, all joint holders must sign (as per the specimen registered with the Company) the nomination form.

3. A minor can be nominated by a holder of shares and in that event the name and address of the Guardian should be given by the holder.

4. The nominee cannot be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non-resident Indian can be a nominee on re-patriable basis.

5. Transfer of shares in favour of a nominee shall be a valid discharge by the Company against the legal heir(s).

6. Only one person can be nominated for a given folio.

7. Details of all holders in a folio need to be filled in, else the request will be rejected.

8. The nomination will be registered only when it is complete in all respects including the signature of (a) all registered holders (as per specimen lodged with the Company) and (b) the nominee.

9. This nomination will stand rescinded whenever the shares in the given folio are entirely transferred or dematerialised.

10. Upon receipt of a duly executed nomination form, the Share Transfer Agent of the Company will register the form and allot a registration number and folio no. should be quoted by the nominee in all future correspondence.

11. The nomination can be varied or cancelled by executing fresh nomination form.

12. The Company will not entertain any claim other than that of a registered nominee, unless so directed by any competent court.

13. The intimation regarding nomination / nomination form should be filed **in duplicate** with the Share Transfer Agent of the Company who will return one copy thereof to the Members.

14. For shares held in dematerialised form, nomination is required to be filed with the Depository Participant in their prescribed form.

FOR OFFICE USE ONLY	
Nomination Registration Number	
Date of Registration	
Checked by (Name and Signature)	

To,
Beetal Financial & Computer Services Pvt. Ltd.
Beetel House, 3rd Floor, 99, Madangir, Behind L.S.C., New Delhi-110062

Dear Sirs,

FOR ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND

Please fill-in the information in CAPITAL LETTERS in ENGLISH ONLY. Please ☑ wherever is applicable.

For shares held in physical form

Master Folio No. | | | | | | | | |

For office use only

ECS Ref. No.

For shares held in electronic form

DP. ID | | | | | | | | |

Client ID | | | | | | | | |

Name of First holder	
Bank name	
Branch name	
Branch code	

(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank). Please attach a xerox copy of a cheque or a blank cheque of your bank duly cancelled for ensuring accuracy of the bank's name, branch name and code number.

Account type → **Savings** ☐ **Current** ☐ **Cash Credit** ☐

A/c. No. (as appearing in the cheque book) → | | | | | | | | | | | | |

Effective date of this mandate → | | | | | | |

I, hereby, declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information supplied as above, Beetal Financial & Computer Services Pvt. Ltd., will not be held responsible. I agree to avail the ECS facility provided by RBI, as and when implemented by RBI/Amtek Auto Limited.

I further undertake to inform the Company any change in my Bank/branch and account number.

(Signature of First holder)

Dated: _____

Note: On dematerialisation of existing physical shares, for which you have availed ECS facility, the above form needs to be re-submitted.

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ATTENDANCE SLIP

AMTEK INDIA LIMITED

Regd. Office: Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana-122001

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

Joint shareholders may obtain additional Attendance Slip on request at the venue.

DP. ID#	
Client ID#	

Master Folio No.	
No. of Share(s) held	

Applicable for members holding shares in dematerialised form.

NAME AND ADDRESS OF THE MEMBER: _____

_____

_____

I/We hereby record my/our presence at the 30th Annual General Meeting of Amtek India Limited on Monday, the 24th Day of March, 2014 At 1.00 p.m. to be held at Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana-122001

SIGNATURE OF THE MEMBER* OR PROXY* _____

*Strike out whichever is not applicable. _____

PROXY FORM

AMTEK INDIA LIMITED

Regd. Office: Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana-122001

DP. ID#	
Client ID#	

Master Folio No.	
No. of Share(s) held	

Applicable for members holding shares in dematerialised form.

I/We _____

of _____

being a member/members of Amtek India Limited hereby appoint _____

of _____

or failing him/her _____ of _____

as my/our proxy to vote for me/us and on my/our behalf at the 30th Annual General Meeting of Amtek India Limited on Monday, the 24th Day of March, 2014 At 1.00 p.m. to be held at Village Narsinghpur, Mohammadpur, Old Manesar Road, Gurgaon, Haryana-122001

Signed this _____ day of _____ 2014.

Re. 1/-
Revenue
Stamp

Signature of Shareholder/Proxy Holder _____

Note: This form, duly completed and signed, should be deposited at the Registered Office of the Company not later than 48 hours before the time of the meeting.

BOOK-POST

If undelivered please return to :

AMTEK INDIA LIMITED
Bhanot Apartments, 4, Local Shopping Centre,
Pushp Vihar, New Delhi-110 062 (INDIA)