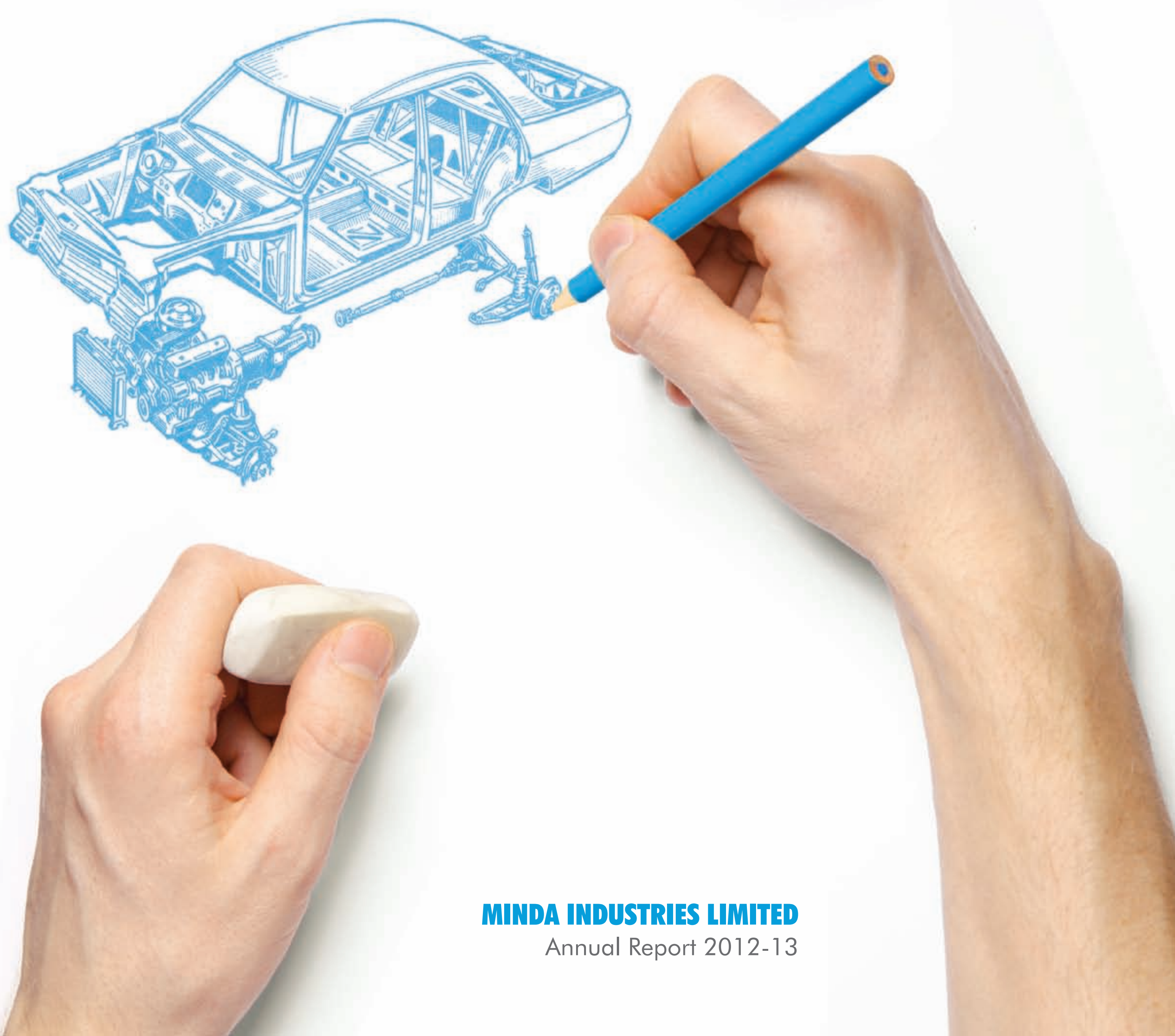
UNO MINDA
NK MINDA GROUP

THINK
INSPIRE
FLOURISH



MINDA INDUSTRIES LIMITED
Annual Report 2012-13

CONTENT

Business Overview

Management Reports

Financial Statements

THINK • INSPIRE • FLOURISH

The three words which sum up the essence of UNO MINDA Group. They are a reflection of the zest and spirit with which we do business and positively impact our stakeholder universe. These words are the elixir in our quest for achieving global excellence and setting industry benchmarks. Staying committed to our goal of discovering newer ways of doing business at every level, inspiring the next in the automotive space and sharing the fruits of our achievement with those who form our world, we are heading towards a more sustainable and robust growth trajectory.

THINK GLOBAL

At UNO MINDA, we have partnered with various global auto component manufacturers over the years, in order to strengthen our product portfolio and offer the best quality products to our customers.

Further, in our bid to become a global player in automotive horns, we took the inorganic route of expansion by acquiring a Spain based company named Clarton Horn S.A.U., a leading manufacturer of electronic horns in Europe

During the year under review, Minda Industries Limited (MIL) entered into a Technical License Agreement with AMS Co. Limited, the Korean market leader for auto lightning systems; for designing, manufacturing and selling highly engineered automotive lamps for four wheelers.

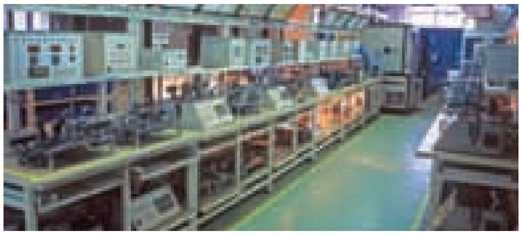
In addition to this, MIL entered into a joint venture with Nabtesco Automotive Corporation, a leader in manufacturing air brake systems and clutch actuation systems. This Joint Venture will enable us to design, manufacture and sell air brake products for commercial vehicles and clutch actuation systems for passenger vehicles in domestic as well as export market. Further, our group has entered into a totally new segment by entering into a JV with Fujitsu Ten Limited, a leading Japanese manufacturer of infotainment products. This JV will enable us to tap into the growing segment of car infotainment products and bring innovative products to the Indian market.

Further, in our bid to become a global player in automotive horns, we took the inorganic route of expansion by acquiring a Spain based company named Clarton Horn S.A.U., a leading manufacturer of electronic horns in Europe. With this acquisition, we positioned ourselves among the top two horn manufacturers in the world.

INSPIRE INNOVATION

At UNO MINDA, our products are designed to fascinate and improve the quality of life of our customers by providing solutions which are both innovative and beneficial.

Innovation is our core focus area and we will continue to invest in R&D, engineering capabilities and evaluate novel process technologies in order to optimise cost and enhance product performance.



During the year under review, we introduced Fuel Caps for four wheelers in association with our technology partners, Toyoda Gosei.

MIL has introduced innovation in switches by doing continuous R&D in smart switch system through dome switch application having multiplexing technology. The Company is also working on further improvement in Electromagnetic Base Switching in Relay and Tactile Switching Technology.

During the year, we spent around ₹3,098 lacs (2.93% of our revenues) on research & development activity. Over the last couple of years we have applied for 61 patents and more than 85 design registrations.

Innovation is our core focus area and we will continue to invest in R&D, engineering capabilities and evaluate novel process technologies in order to optimise cost and enhance product performance.

R&D units situated at Nawada Fatehpur, Gurgaon, Village Rasoi, Sonipat and MIDC Chakan, Pune are recognised by Government of India, Ministry of Science & Technology, for inhouse R&D.

FLOURISH TOGETHER

At UNO MINDA, we have always considered a healthy mix of economic growth, innovation and sustainability as the foundation of our multi-dimensional growth. It is this approach that has enabled us to create value for our multiple stakeholders which includes our employees, customers, partners, associates, investors and society.

We believe that it is essential to give back to the community in which we operate in order to flourish and maintain sustainable growth.

We provide functional, behavioral and values training to our employees through our initiative called ‘Pathshala’. This has enabled us to engage employees’ in a better way and foster team building.

When it comes to delivering customised solutions to our customers, we are always ahead of our peers. The strong and loyal customer base that we have is the result of our consistent focus on understanding the needs and problems of customers and developing innovative products to delight them.

We possess a credible track record of delivering returns to our shareholders. We have consistently provided dividends to our shareholders over the last 19 years.

We believe that it is essential to give back to the community in which we operate in order to flourish and maintain sustainable growth. We have actively contributed to the development of the community where we operate by providing food, shelter and medical facilities to underprivileged children through our initiative called ‘Minda Bal Gram’ in Alipur, Delhi. We have established ‘Moga Devi Minda Memorial School’ in Village Bagla, Hissar. Further, ‘Samarth Jyoti’ has been established to enhance the skills and empower the youth through education and vocational training.

THIS IS MINDA INDUSTRIES LIMITED

About us

Minda Industries Limited (MIL) is the flagship company of the UNO MINDA, NK Minda Group incorporated in 1992 and is among the leading manufacturer of automotive components in India. MIL is an integrated Automotive Manufacturing group having four subsidiaries, two jointly controlled entities and two associates.

Product portfolio

The Company started its operation with automotive switches and diversified into several new product-lines. The Company has a diversified product portfolio comprising of Switches, Horns, CNG/LPG kits, Lighting, Batteries, Fuel Caps, Renewable and Energy Efficient Devices among others.

Presence

The Company has 14 manufacturing facilities located across 7 locations in the country. The Company exports its products to more than 19 countries across the globe.

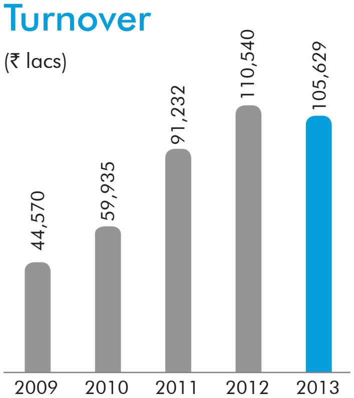
Company structure

Company	Product Line
Minda Industries Limited	2 /3 Wheeler Switches, Handle Bar Assembly, Electronics, Automotive Lighting, Batteries, Automotive Horns, CNG/LPG Kits, Fuel Caps, Renewable and Energy Efficient Devices
Subsidiaries	
Minda Auto Components Limited	Auto Components
Minda Distribution and Services Limited	Trading of Auto Components and Allied Products
Minda Kyoraku Limited	AC Ducts, Air Ducks, Duct Defroster, Spoiler
Global Mazinkert S. L.	SPV Spain
Joint Ventures	
Minda Emer Technologies Limited	Alternate Fuel Kits - CNG/LPG, Alternate Fuel Components
M J Casting Limited	Die Casting
Associates	
Mindarika Private Limited	4 Wheeler Switches, HVAC, Mirrors, Wheel Covers
Minda NexGenTech Limited	LED Street Light, Solar Light, Solar Lantern, Solar Power Plant, Bio Mass Power Plant, Solar Pump

FINANCIAL HIGHLIGHTS

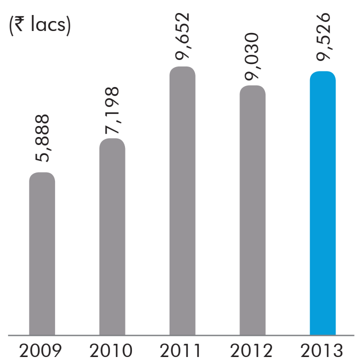
Turnover

(₹ lacs)



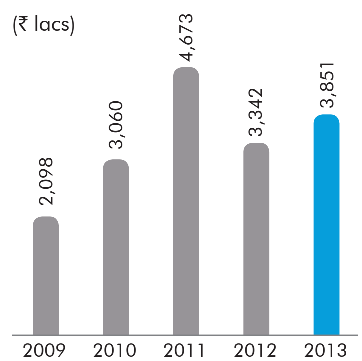
EBIDTA

(₹ lacs)



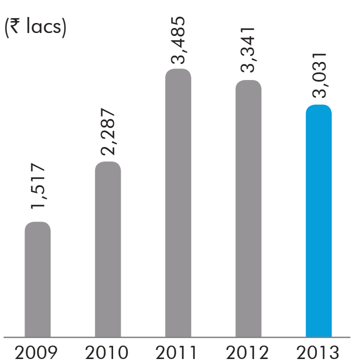
Profit Before Tax

(₹ lacs)



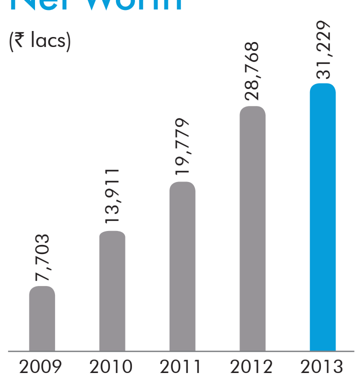
Net Profit

(₹ lacs)



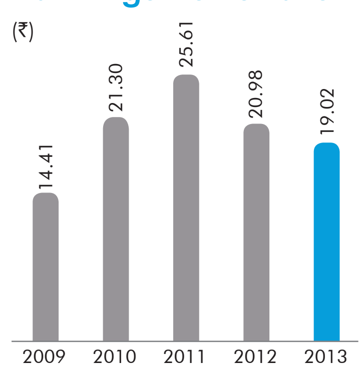
Net Worth

(₹ lacs)



Earnings Per Share

(₹)



TRACK RECORD

(₹ in lacs)

Statement of Profit and Loss	2012-13	2011-12	2010-11	2009-10	2008-09	2007-08	2006-07
Sales Turnover	105,629	110,540	91,232	59,935	44,570	39,610	38,661
EBIDTA	9,526	9,030	9,652	7,198	5,888	4,840	3,996
Interest	1,583	1,840	1,615	1,442	1,647	1,151	510
Profit Before Taxation	3,851	3,342	4,673	3,060	2,098	1,977	2,136
Profit After Taxation	3,031	3,341	3,485	2,287	1,517	1,572	1,354
Earning Per Share (in ₹)	19	21	26	21	14	15	13
Dividend Per Share (in ₹)	3	3	3	3	3	3	3
Balance sheet	**As at 31 March 2013**	**As at 31 March 2012**	**As at 31 March 2011**	**As at 31 March 2010**	**As at 31 March 2009**	**As at 31 March 2008**	**As at 31 March 2007**
Fixed Assets	26,170	23,181	25,612	23,207	17,515	16,001	12,336
Investments	7,553	6,710	1,911	819	793	775	600
Share Capital	1,937	1,937	5,654	5,714	1,351	1,351	1,351
Reserves & Surplus	29,292	26,831	14,125	8,198	6,353	5,158	3,946
Loans Funds	12,628	14,118	15,020	14,469	16,340	13,600	11,383
Key ratios							
EBIDTA (%)	9	8	11	12	13	12	10
Net Profit (%)	3	3	4	4	3	4	4
Fixed Assets Turnover (times)	4	5	4	3	3	2	3

LETTER TO SHAREHOLDERS

Dear Shareholders,

I take pleasure to greet all the shareholders at a time when the Company has put up a subdued performance in Financial Year 2012-13, despite a slowing demand in auto components sector.

At Minda Industries, our entire group team remains determined to follow on the lines of our recently restructured corporate identity "UNO MINDA", which remains committed to "Think, Inspire and Flourish". The team has responded well by using strong business ethics, excelling in business and working towards continuously sustaining some growth, even amidst a difficult scenario in the sector.

Our Company has followed the strategy to excel in its largest area of presence – switches and its variants and moving up the value chain by filing for more patents apart from designs. It has also made efforts to improve its product bouquet in the lighting segment to improve its OEM presence. Even for Acoustic and Autogas Division(s), it has followed a similar route.

All these have enabled the Company to register an improved performance in the last financial year, by consolidating all its business. By virtue of following these strategies cautiously in a difficult financial year and maintaining a judicious sales mix, Minda Industries on standalone basis has sales/income from operations of ₹1,056.29 crore in FY 2012-13 against ₹1,105.40 crore in the previous year. The profit after tax for 2012-13 stood at ₹30.31 crore against ₹33.41 crore in previous year. However, on consolidated basis, net operating income of ₹1,340.4 crore in financial year 2012-13, representing a growth of 13.7% over the net operating income of ₹1,179.2 crore clocked in previous financial year. The net profit moved up to ₹28.30 crore in FY 13, as against ₹24.24 crore in FY 12, representing a growth of 16.75%, by virtue of a check on operating costs and interest outflow.

However, due to share of loss of associates, the consolidated EPS was down to ₹17.71 against ₹18.01 in the previous year. In the case of Minda Industries Limited, the Company has proposed a dividend of 30% on its Equity Shares.

Our Company also did not lose its focus on empowerment of society for the social cause through the series of welfare programmes it has been pursuing for underprivileged section of society and for providing education to children and empowering them.

We look forward towards the next financial year as challenging year and we will have to improve further our operational systems and corporate governance.

I would like to thank all our stakeholders, including our vendors, clients, lenders, bankers, joint venture partners and shareholders, for the confidence shown by them in our Company.

Nirmal K. Minda

Chairman and Managing Director

CORPORATE SOCIAL RESPONSIBILITY

At UNO MINDA Group, sharing and wealth creation for all our stakeholders is pivotal to our existence. We always believe in benefitting the underprivileged and those who have been deprived of even the basics in life. Helping, caring and sharing in whatever way possible is the approach we follow when it comes to registering our presence beyond the realm of just business. The CSR activities are executed under the able guidance of Mrs. Suman Minda. She is actively involved in the welfare of the underprivileged youth by empowering them with education and vocational training.

Under the aegis of Moga Devi Charitable Trust we try reach out to as many people possible and make their life worth living. The Trust enables us to run schools, shelter homes, provide facilities of sports and other recreational activities for children, children homes, health camps and other initiatives that help youth to find their real calling in life and become self-dependent individuals. The aim of the Trust is to help women, children and men to become enabled citizens of the country so that they have their own means of livelihood and do not become dependent on anyone. By providing them the right education and technical and vocational training through various workshops and programs, the Trust is taking every possible initiative to make more and more people live a healthy and happy life. The initiatives taken by the Trust have been appreciated at large and at both state and national level and include projects like Minda Bal Gram, S. L. Minda Seva Kendra and Moga Devi Minda Memorial School.

Minda Bal Gram (MBG)

A children home, established in 2001, it aims at providing love, care and proper attention to the needs of children. The endeavors are aimed at making every child a responsible citizen of the country and to achieve that the home provides facility of education, healthcare, food, shelter and other necessary things to those coming from underprivileged backgrounds. There are separate living spaces provided for girls and boys and the organisation is situated in Alipur in Delhi. Till date MBG has been able to provide long-term quality institutional care along with elementary development facilities to hundreds of children and have successfully either restored them to their families or reintegrated in the main stream society.

S. L. Minda Seva Kendra (SLMSK)

The Seva Kendra is aimed at the youth and especially those coming from the villages. Certified Vocational Training is provided in trades like Indian Embroidery, Beauty Culture, Cutting and Tailoring and Computer Courses including Basic, DTP, Computer Applications and Hardware & Maintenance. The project aims at enabling youth of some 26 villages under Adampur Block, Hisar District, with skills and capacities which will help them upgrade their knowledge base and create opportunities for employment or self-employment. Till date, many youngsters, as part of our initiatives, have found means to earn their own livelihood and also support their family.

Moga Devi Minda Memorial School (MDMMS)

As the name suggests, the MDMMS provides quality education to children coming from underprivileged background. Affiliated with CBSE it has classes upto 10th and provide excellent facilities like library, state-of-the-art laboratories of Physics, Chemistry, Biology, Mathematics & Environment Science and sprawling play grounds. The school is well equipped with an Art and Craft Room, Music Room and a Medical infirmary.

Besides this the Trust also runs S. L. Minda Sport Academy (SLMSA) to promote sports among children and provide them with a platform to nurture their skills in various competitive sports like volleyball, football, table tennis, athletics, boxing, taekwondo & wushu among others. At present there are some 60 students receiving training on a regular basis from expert trainers and coaches. Minda Sanjivani Kendra (MSK) is another initiative of the Trust that takes care of the health aspect of the poor and the underprivileged. Providing quality medical assistance, organising health camps, free health check-ups, medicines, health awareness programs, specialised medical facility for child birth, infant care etc., are all undertaken by MSK, free of cost. In 2010, another initiative called Samarth Jyoti was spearheaded under the aegis of Shadi Lal Minda Charitable Trust (SLMCT). Aimed at youth welfare, the program is especially designed to provide educational and vocational training to the youth coming from the disadvantaged sections of the society. The focus is on providing them a platform to nurture their skills and empower them to live a dignified and sustainable life.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Nirmal K. Minda
Chairman & MD

Mr. Anand Kumar Minda
Director

Mr. Subhash Lakhotia
Director

Mr. S. K. Arya
Director

Mr. Alok Dutta
Director

Mr. Rakesh Sony
Director

Mr. Satish Sekhri
Director

AUDITORS

B S R & Co.
Chartered Accountants

INTERNAL AUDITORS

Protiviti Consulting

BRANCH AUDITORS

Jain Ajay & Associates,
Chartered Accountants

LISTED AT

Bombay Stock Exchange

National Stock Exchange

Delhi Stock Exchange

DEPOSITORIES

National Securities Depositories Ltd.

Central Depository Services (India) Ltd.

COMPANY SECRETARY

H. C. Dhamija

REGISTERED OFFICE

B-64/1, Wazirpur Industrial Area,
Delhi – 110052

CORPORATE OFFICE

Village Nawada Fatehpur, P.O.
Sikanderpur Badda, Distt.
Gurgaon (Haryana)

BANKERS

Canara Bank

State Bank of India

Citibank

Axis Bank

HDFC Bank

Standard Chartered Bank

Kotak Mahindra Bank

WORKS

34-35 Km, G.T. Karnal Road,
Village Rasoi, Distt. Sonepat, Haryana

Village Naharpur Kasan, P.O.
Nakhrola, Distt. Gurgaon, Haryana

Village Nawada Fatehpur, P.O.
Sikanderpur Badda, Distt. Gurgaon,
Haryana

B-6, Chakan Industrial Area,
Village-Mahalunge, Taluka-khed,
Distt. Pune, Maharashtra

B-1/5, Chakan Industrial Area,
Village-Mahalunge, Taluka-khed,
Distt. Pune, Maharashtra

A-13, MIDC Waluj, Aurangabad,
Maharashtra

Plot No. 5, Sector-10, IIE,
Pant Nagar, Udham Singh Nagar,
Uttaranchal

Survey No. 209, Upparpally Village,
Mathogondapally, Hosur,
Krishnagiri, Tamil Nadu

37, Rajasthan Udyog Nagar, Delhi

Directors' Report

Dear Members,

Your Directors have pleasure in presenting their **21st Annual Report** alongwith the Audited Accounts for the year ended on **March 31, 2013**.

FINANCIAL RESULTS

(₹ in Lacs)

PARTICULARS	For the Year 2012-13	For the Year 2011-12
Sales/Income from operations	105,629	110,540
Other income	1,094	1,600
Profit from operations before Tax	3,851	3,342
Provision for Taxation	1,089	688
Deferred Tax Liability/(Asset)	(332)	(688)
Profit after Tax	3031	3,342
Brought Forward Profit from Previous Year	16,664	10,114
Amount Transferred from:		
Accumulated profits acquired on Amalgamation	-	4288
Profits Available for appropriation	19,695	13455
APPROPRIATION:		
- General Reserve	325	450
- Dividend paid on converted Compulsorily convertible preference shares (class B)	-	55
- Tax on Dividend paid	-	9
- Proposed Dividend on 3% Cumulative Reedemable Preference Shares	10.50	10.50
- Proposed Dividend on Equity Shares	476	476
- Corporate Tax on Dividend	83	79
- Balance of Profit carried forward	18,800	16,664

DIVIDEND

Your Directors recommend

1) Dividend of 30% i.e. ₹3 per Equity Share (Previous Year ₹3 per Equity Share) on the face value of ₹10 each on 15,865,356 Equity Shares (Previous Year 15,865,356 Equity Shares), amounting to ₹476 lacs (Previous Year ₹476 lacs).

2) Dividend of 3% i.e. ₹0.30 per 3% Cumulative Redeemable Preference Shares of ₹10 each on 35,00,000 3% Cumulative Redeemable Preference Shares, amounting to ₹10.50 lacs (previous year ₹10.50 lacs).

STRATEGIC ACQUISITION

The Company has acquired the 100% equity of Global Mazinkert S.L. as SPV. In the month of April, 2013, this SPV Company has acquired the entire equity of Clarton Horn S.A.U., Spain. With this Acquisition, your Company has become the World's second largest manufacturer of automotive horns and this is a step towards Global Foot Print in both OEM and Aftermarket as well as Strong presence in German Automakers VW, BMW and Daimler.

NEW PROJECTS AND EXPANSION

During the year under review Plant at Hosur has started the commercial production of Switches, to cater the needs of OEMs including HMSI and TVS.

Your Company has also set up a unit at Manesar, Gurgaon for the manufacture of Fuel Caps for four wheelers. This would enable utilisation of respective strengths in order to capture the growth in infrastructure development and globally driven markets in India. This is also a step to enter new product line.

AWARD AND RECOGNITION

Several accolades have been conferred upon your Company, in recognition of its performance. A selective list:

1. The Company received Silver Shield for Design & Developments from Maruti Suzuki India Limited in 2013.

2. Lighting Division received Silver Award for Excellence in Overall Performance from Maruti Suzuki India Limited for year 2012-13.

3. SAP Division received SAP ACE Award (An Award for Customer Excellence) for Innovative Use of Technology for Outstanding Business Transformation.

4. Switch Division was awarded the Gold award for Excellence in Quality from India Yamaha Motors Pvt. Ltd

5. Lighting Division was awarded the Supplier Qualification Award for Excellent Results from Volkswagen India.

6. Switch Division was awarded Development Award for Lever Combination Switch Development from JCB India.

7. Switch Division was awarded TPM Excellence Award from JIPM, Japan for achieving company-wide efficiency by adopting extensive TPM processes.

8. Switch Division has received Cost Reduction Award from Suzuki Motorcycle India Pvt. Ltd, Quality Achievement Award from Polaris and the Gold award for Quality from "Quality Circle Forum of India (QCFI)".

FIXED DEPOSITS

No fresh public deposits were accepted by your Company during the year. There are no overdue deposits.

BOARD OF DIRECTORS

In accordance with the provisions of the Articles of Association of the Company and of the Companies Act, 1956, Mr. S.K. Arya and Mr. Subhash Lakhotia, Directors of the company are liable to retire by rotation on the date of the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment.

Information about the directors proposed to be re-appointed such as their experience etc. as required under Clause 49 of the Listing Agreement is being given in the accompanying Notice of the ensuing Annual General Meeting.

AUDITOR AND AUDITORS' REPORT

M/s. B S R & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. The Company has received a letter from them to that effect that their appointment, if approved, would be within the prescribed limit under Section 224(1B) of the Companies Act, 1956. All observations made in the Auditors' Report and Notes to the Accounts are self-explanatory and don't call for any further comments under section 217 of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors Responsibility Statement, your directors confirm:

1. That in the preparation of the accounts for the financial year ended 31 March, 2013, the applicable Accounting Standards have been followed alongwith proper explanation relating to material departures, if any.

2. That they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.

3. That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding assets of the Company and for preventing and detecting fraud and other irregularities.

4. That they had prepared the Annual Accounts on a 'going concern' basis.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

As on 31 March, 2013, your company has 4 (four) subsidiaries, out of which 1 (one) subsidiary is registered outside India.

A statement pursuant to section 212 of the Companies Act, 1956, pertaining to subsidiaries for the year ended 31 March, 2013 is enclosed.

INFORMATION REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

Information required under section 217(1) (e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, relating to conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is given at Annexure - I.

PARTICULARS OF EMPLOYEES

Information as per Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time, forms part of the Directors' Report. However, as per the provisions of section 219(1) (b) (iv) of the Companies Act, 1956, the Report and the Accounts are being sent to all the members excluding the statement containing the particulars of employees to be provided under section 217(2A) of the Companies Act, 1956. Any member interested in obtaining such particulars may inspect the same at the registered office of the company or write to the Company Secretary for a copy.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement with stock exchanges, a separate section titled Report on Corporate Governance has been included in this Annual Report, which is given at Annexure - II. Your directors are pleased to report that your company is fully compliant as on 31 March 2013 with the SEBI Guidelines on Corporate Governance. A certificate from M/s Sanjay Grover & Associates, Company Secretaries confirming the compliance with the conditions of corporate governance as stipulated under clause 49 of the listing agreement is given at Annexure - III.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management discussion and analysis report as required under clause 49 of the Listing Agreement with stock exchanges forms part of the annual report and is given at Annexure - IV.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation of the co-operation and support extended to the company by Government authorities, bankers, suppliers, customers, Private Equity Partner and other stakeholders whose continued support has been a source of strength to the Company. The continued dedication and sense of commitment shown by the employees at all levels during the year.

The Directors also take this opportunity to express its deep gratitude for the continued co-operation and support received from its valued shareholders.

For and on behalf of the Board of
MINDA INDUSTRIES LTD.

(Anand Kumar Minda)
Director

(Satish Sekhri)
Director

Place: Gurgaon
Date: 13 August, 2013

Annexure - I to the Directors' Report to the Shareholders, information pursuant to Section 217 (1)(e) of the Companies Act, 1956.

A. CONSERVATION OF ENERGY

a) Energy conservation measures taken.

The Company is engaged in the industry where energy consumption is required at normal level to carry out its operations. However, keeping in mind, the importance of conservation of energy, the management reviews from time to time, the measures taken as well as proposed to be taken for conservation of energy. The important measures taken are as under :-

i) Energy audits are being conducted and actions are being taken to conserve the energy.

ii) By replacing conventional tube lights with CFL.

iii) TIC Installed on Cooling Tower and Cooling Fan.

iv) Thermal Heater Jacket provided on Injection Moulding Machines.

v) Reduced Air leakage by applying soap solution.

vi) Installed VFD on painting booth & cooling tower.

vii) Installed Capacitor Bank for improve power factor up to 0.99.

viii) Procurement of Injection Moulding Machines with variable flow pump or servo controlled.

ix) Automatic tap changer installed on transformer.

x) Timer installed on street lights for timely on-off.

b) Additional Investments and proposal(s) if any, being implemented for reduction of consumption of energy.

i) Proposed to install Neutral Compensator on light load for avoid leakage current thru neutral in case of un- balanced single phase load.

ii) VFD proposed to be installed on all painting booth.

iii) VFD proposed to be installed on all AHU.

iv) Lighting energy saver proposed to be installed on all light load feeders.

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

The adoption of energy conservation measures indicated above has resulted in reasonable amount of saving in the energy conservation.

d) Total Energy consumption and energy consumption per unit of production as per Form –A of Annexure in respect of Industries specified in schedule thereto.

- Form 'A' is not applicable, as the Company does not fall under the list of industries specified in the schedule.

B. TECHNOLOGY ABSORPTION

e) Efforts made in technology absorption as per Form-B of Annexure.

i) Research and Development (R&D)

1. Specific area in which R&D is carried out by the Company.

R&D activities have been carried out by the company in the entire product range.

The specific areas :

i) Innovative handle bar grip.

ii) Integrated dimer with pass switch.

iii) Intake Air Temperature Sensor to detect the temperature of incoming air.

2. Benefits derived as a result of above R & D.

i) Sweat removal mechanism via natural air flow, ergonomic shape with lunar support and soft material.

ii) Smart system based on embedded technology indicates about any malfunction arising in the vehicle.

iii) Dipper with pass design with three wires using single moving contact type design, fully covered design and less number of parts.

3. Future Plan of Action.

i) New Range of Model Switches.

ii) Voice Operated Switches.

4. Expenditure on R&D

(₹ In Lacs)

	Year ended on 31 March 2013	Year ended on 31 March 2012
a) Capital	123.36	168.95
b) Recurring	2974.85	2072.87
c) Total	3098.21	2241.82
d) Total R&D expenditure as percentage of total turnover.	2.93%	2.03%

ii) Technology, Absorption, Adaptation and Innovation.

1. Efforts, in brief, made towards technology absorption, adaptation and innovation:

High Intensity Discharge (HID): improved visibility for driver oncoming vehicle, energy saving, life time as long as vehicle.

Electronic accelerator pedal module: it measures the angular travel of pedal and gives signal. The accelerator pedal module converts the driver's accelerator pedal efforts to an electronic signal, and sends the signal to the engine ECU, which controls engine power and acceleration.

2 Benefits derived as a result of the above efforts.

Electronic accelerator pedal module: long life and high reliability, small size and light weight, excellent drivability, high flexibility, fully redundant output.

Intake air temperature sensor: Robust design, Fast response to temperature, Thermistor technology, improves start-ability in the vehicle.

Intelligent protected switch system: Economic in nature, auto cancellation turn indicator.

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of financial year), following information may be furnished.

a) Technology Imported	:	M/s. AMS Company, Ltd. (Korean Corporation)
b) Year of Imports	:	Technical license agreement executed in 2012-13 automotive lighting equipments and components parts for combination head lamp, rear combination lamp and small exterior lamp.
c) Has Technology been full absorbed?	:	No
d) If not fully absorbed, area where has not taken place, reason thereof and future plan of action.	:	The technology is being imported and will be absorbed in phased manner.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

f) Activities relating to exports, development of new export market for products and services and export plan.	:	Exports during the year 2012-13 were of ₹8994.37 Lacs (Previous year ₹8613.40 Lacs), registering an increase of 4.42%.

g) Total Foreign Exchange used.

(₹ In Lacs)

	Current Year 31 March 2013	Previous Year 31 March 2013
1) CIF value of Imports		
- Raw Material	6582.87	6409.78
- Capital Goods	931.46	1387.47
- Stores and Spares	306.28	169.16
- Others	121.45	8.47
2) Expenditure in Foreign currency.	686.93	607.82
h) Total Foreign Exchange earned.	9235.74	9452.62

For and on behalf of the Board of
MINDA INDUSTRIES LTD.

(Anand Kumar Minda)
Director

(Satish Sekhri)
Director

Place: Gurgaon
Date: 13 August, 2013

Annexure II to the Directors' Report

Corporate Governance Report

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Minda Industries Limited is committed to achieve and maintain the highest standards of Corporate Governance. The Company believes in the concept of good Corporate Governance involving transparency, empowerment, accountability, equity and integrity with a view to enhance stakeholder's value in order to achieve its mission as stated below :-

"To continually enhance the stakeholders' value through global competitiveness while contributing to society."

2. BOARD COMPOSITION AND PARTICULARS OF DIRECTORS

i) **The composition of the Board, category and particulars of attendance is given below:**

Name of Director	Category of Directorship	Attendance Record		Number of outside Directorships#	Other Committee Memberships/ Chairmanships*	
				(Excluding Private, Foreign & Section 25 Companies)		
		Board Meeting during 2012-13 (Total Meetings=5)	Last AGM dated 25/09/2012	Directorship	Member	Chairman
Mr. Nirmal K. Minda	Executive Managing Director	5	Yes	11	2	-
Mr. Anand Kumar Minda	Non- Executive Director	5	Yes	10	2	-
Mr. Subhash Lakhotia	Non- Executive & Independent Director	1	Yes	1	-	-
Mr. S.K. Arya	Non- Executive & Independent Director	3	Yes	10	3	1
Mr. Alok Dutta	Non- Executive & Independent Director	5	Yes	-	-	2
Mr. Rakesh Sony	Non- Executive Director	5	No	2	4	-
Mr. Satish Sekhri	Non- Executive & Independent Director	3	Yes	5	5	-

#Only Public Limited Companies are included and excludes Minda Industries Limited.

*For reckoning the number of Chairmanship/ Membership only the Audit Committee and the Shareholder's/ Investor Grievance Committee of Indian Public Limited Companies, whether Listed or not, have been considered pursuant to clause 49 & includes Minda Industries Limited.

ii) Number of Board Meetings held and the dates on which held:

Number of Board meetings held	5 (Five)
Dates on which held	29 May 2012* 14 August 2012 08 November 2012 08 December 2012 08 February 2013

*Meeting held on 29 May 2012 was adjourned on 31 May 2012 & 5 June 2012 and held on 19 June 2012.

Mr. H. C. Dhamija, Vice President- Group Accounts & Co. Secretary, acts as a Secretary to the Committee.

iii) Terms of reference to the Board of Directors

Apart from placing the statutory required information before the Board Members, it is the practice of the company to regularly place the information / matter involving major decisions like Annual Budget, Technology Collaboration, Investments, Quarterly Results, Minutes of meeting of Subsidiary Companies, Audit Committee and other committee of the board and other material information. All the information relevant to the company as required under clause 49 of the listing agreement is also made available to the Board.

iv) Code of Conduct and ethics for directors and senior level management

The Board of directors has implemented a Code of Conduct applicable to all directors and senior level management of the company.

The copy of the Code has been put on the Company's website www.mindagroup.com

3. BOARD LEVEL COMMITTEE

a) Audit Committee

i) Terms of Reference

The audit committee has been mandated with the same terms of reference as specified in Clause 49 II of the Listing Agreements with the Stock Exchanges. The present terms of reference also fully conform to the requirement of Section 292A of the Companies Act, 1956.

The Audit committee reviews with the management and also with the statutory and internal auditors, all aspects of the financial results, effectiveness of internal audit/processes, taxation matters and other key areas. The Audit Committee also recommends the appointment and remuneration of the Internal Auditors and Statutory Auditors to the Board, considering their independence and effectiveness. The members of the Committee have adequate knowledge in the field of Finance, Accounting and Law.

ii). Composition, Category and Attendance record during the year

Name of the member	Category	Attendance (No. of meetings held = 6)	Date of Audit Committee Meetings
Mr. Alok Dutta	Chairman	6	28 May 2012* 14 August 2012 08 October 2012 08 November 2012 07 February 2013 08 February 2013
Mr. Satish Sekhri	Member	4	
Mr. Rakesh Sony	Member	4	

*Meeting held on 28 May 2012 was adjourned on 31 May 2012 & 5 June 2012 and held on 19 June 2012

Mr. H.C. Dhamija, Vice President- Group Accounts & Co. Secretary acts as a Secretary to the Committee.

b) Remuneration Committee

i) Composition and terms of reference

The composition of Remuneration Committee is given below. All the matters relating to finalization of remuneration to Executive Directors are being taken in the meeting of remuneration committee for their consideration and approval.

i) Composition, Category and Attendance record during the year

Name of the member	Category	Attendance (No. of meetings held = 1)	Date of Remuneration Committee Meetings
Mr. Alok Dutta	Chairman	1	08 February 2013
Mr. Satish Sekhri	Member	1	
Mr. Rakesh Sony	Member	1	

Mr. H.C. Dhamija, Vice President- Group Accounts & Co. Secretary acts as a Secretary to the Committee.

ii) **Remuneration Policy**

The payment of remuneration to Executive Managing Director - Mr. Nirmal K Minda is governed by the resolution passed at the Board / Shareholders Meetings. The remuneration structure comprises Salary, Allowances, Perquisites and Contribution to Provident Fund etc. Salary details of Mr. Nirmal K. Minda is given in this report at Para-6 under the heading "Disclosures".

c) **Shareholders' / Investors' Grievance Committee**

a) Composition & Terms of reference:

In order to give focus to shareholder and investor related matters a Shareholders'/ Investors' Grievance committee was formed in the year 2001. The committee focuses primarily on strengthening investor relations and ensuring the rapid resolution of any shareholder or investor concerns including the following: -

- Approval and registration of transfer & transmission of shares and issue of duplicate share certificates;
- Redressal of investors' grievances and complaints like non-receipt of dividend warrants, share certificates, annual reports etc.

b) Composition, Category and Attendance record during the year:

Name of the member	Category	Attendance (No. of meetings held = 2)	Date of Shareholders /Investor Grievance Committee Meetings
Mr. Alok Dutta	Chairman	2	08 November 2012 07 February 2013
Mr. Nirmal K. Minda	Member	2	
Mr. Rakesh Sony	Member	2	

Mr. H. C. Dhamija, Vice President- Group-Accounts & Co. Secretary acts as Secretary to the Committee and is the Compliance officer of the Company.

c) Share Transfer System

All the Share Transfers, received are being approved by Shareholders' / Investors' Grievance Committee, which normally meets twice in a month and Shareholders' / Investors' Grievance Committee review and approve the same on quarterly basis.

Your Company has 3577 shareholders as on 31 March 2013. The company and share transfer agent has received 29 complaints during the year, all of which have been resolved to the satisfaction of the shareholders within a period of 15 days from the receipt of the same. As on 31 March 2013 no complaint is pending to be resolved.

4. GENERAL BODY MEETING

- Venue and Time of last three Annual General Meetings

Financial Year	Date of Meeting	Time	Venue	Number of Resolutions passed
2009-10 18th AGM	24 December 2010	11.00 a.m.	PHD House, Opposite Asian Games Village, New Delhi.	* SR-2 (Two) **OR-12 (Twelve)
2010-11 19th AGM	11 August 2011	11.00 a.m.	PHD House, Opposite Asian Games Village, New Delhi.	* SR-1 (One) **OR-10 (Ten)
2011-12 20th AGM	25 September 2012	2.30 p.m.	PHD House, Opposite Asian Games Village, New Delhi.	**OR-8 (Eight)

* "SR" means Special Resolution

** "OR" means Ordinary Resolution.

No special resolution was passed through postal ballot during the year under review.

5. HOLDING/ SUBSIDIARY COMPANIES

Minda Auto Components Ltd, Minda Kyoraku Limited, Minda Distribution and Services Limited and Global Mazinkert S.L., Spain are the subsidiaries of the Company, which are 'non-material non-listed subsidiary companies', as per the listing agreement. The term "material non-listed Indian subsidiary shall mean an unlisted subsidiary, incorporated in India, whose turnover or net worth exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

At present the Company has no material Indian unlisted subsidiary company. Accordingly, the requirement of appointing at least one Independent director on the Board of Directors of the materially Indian unlisted subsidiary is not applicable.

The Board reviews the financial statements, the minutes of the board meeting of the unlisted subsidiary companies alongwith a statement of all significant transactions and arrangements entered into by the Indian unlisted subsidiary companies.

6. DISCLOSURES

i) Related party Transactions

There have been no materially significant related party transactions with the company's promoters, directors, management or their relatives, which may have a potential conflict with the interest of the company. Members may refer to the notes to the accounts for details of other related party transactions.

However, a statement in summary form of transactions with related parties in the ordinary course of business is placed before the audit committee.

ii) Disclosure of Accounting Treatment

The company has followed the accounting standards, laid down by the Institute of Chartered Accountants of India.

a) Risk Management

The Management of the company regularly reviews the risk management strategy of the company to ensure the effectiveness of risk management policies and procedures.

b). Remuneration of Directors.

i) Disclosure of Director's Interest in Transactions with the Company.

None of the non-executive directors had any pecuniary relationship or transaction with the company. However some commercial transactions have taken place where Company's directors also hold directorship. Such transactions have taken place on a wholly arms length basis and have been disclosed to the Board of Directors in accordance with the provisions of the Companies Act, 1956 and have been entered in the register of contracts and approved by the Board in accordance with the Section 301 of the Companies Act, 1956.

- Remuneration paid to the Managing Director, Executive Director during the year 2012-13

(₹ in Lacs)

Name of the Managing Director/ Executive Director	Salary & Allowances	Commission	Medical, Lease Rent & Other Expenses	Contribution to Provident Fund etc.	Total
Mr. Nirmal K Minda	98.58	38.00	8.93	6.19	151.70

The tenure of the Managing Director subsequent to the proposed re-appointment in the ensuing Annual General Meeting shall be for a term of 3 years.

- Remuneration policy for Non-Executive Directors

The non-executive independent director of the Company are paid sitting fees of ₹7500/- for each meeting of the Board, Audit Committee, Remuneration and Shareholder's Grievance Committee attended by them. During the year the Company has paid ₹97,500/- as sitting fee to Mr. Alok Dutta and ₹52,500/- as sitting fee to Mr. Satish Sekhri for attending meetings. The other Non- executive Independent Directors have waived off their sitting fee from the Company.

iii) Details of non-compliances by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI, or any other statutory authority on any matter related to capital markets, during the last three years:

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI, or any other statutory authority.

iv) **Insider Trading**

In compliance with the SEBI regulation on prevention of insider trading, the Company has instituted a comprehensive code of conduct of its management, staff and business associates. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made while dealing with shares of the Company and cautioning them on consequences of non-compliances.

v) The details in respect of Directors seeking re-appointment are provided as part of the notice convening the forthcoming Annual General Meeting.

vi) **Shareholding of Non-executive Director**

Mr. Anand Kumar Minda Non-executive Director of the Company is holding 3600 equity shares of the Company.

Apart from Mr. Anand Kumar Minda none of the Non-Executive (including Independent) Directors hold any shares (as own or on behalf of any other person on beneficial basis) in the Company.

7. CEO/CFO CERTIFICATION

Mr. Nirmal K. Minda, Chairman & Managing Director (CEO) and Mr. Sudhir Jain, Corp. Business Head & Group CFO in terms of clause 49(V) of the listing agreement, have furnished the requisite certificate to the Board of directors. The copy of the same is given at Annexure - V

8. MEANS OF COMMUNICATION

The company's financial results and official news release are published in widely circulating national and local daily newspapers such as Economic Times, Navbharat Times, Financial Express and Jansatta and are being posted on the company's website at www.mindagroup.com.

9. MCA GREEN INITIATIVE

The Company has taken the initiative to send the annual report for 2012-13 through e-mails. The majority of the Shareholders have given their e-mail addresses.

The Annual Report sent electronically will also be available on the company's website www.mindagroup.com for your ready reference. The shareholders of the Company are always entitled to request and receive a printed copy of the said Annual Report of the Company.

10. GENERAL SHAREHOLDERS INFORMATION

i) Date : 18 September, 2013
Time : 11.30 a.m.
Venue : PHD House, Opp. Asian Games Village, New Delhi-110016

ii) Financial Year : 1 April 2012 to 31 March 2013

For the year ended on 31 March 2013, the results were announced on

For quarter ending	Date
30 June 2012	14 August 2012
30 September 2012	08 November 2012
31 December 2012	08 February 2013
31 March 2013 (Audited)	24 May 2013

For the year ended on 31 March 2014, the results will be announced on following tentative dates

For quarter ending	On or before
30 June 2013	13 August 2013
30 September 2013	11 November 2013
31 December 2014	14 February 2014
31 March 2014 (Audited)	30 May 2014

iii) Date of Book closure: 11 September 2013 to 18 September 2013 (both days inclusive).

iv) Dividend payment date: Expected on or after 23 September 2013.

v) Listing on Stock Exchanges

The company's shares are listed at the Bombay Stock Exchange Ltd (BSE), National Stock Exchange of India Ltd. (NSE) and Delhi Stock Exchange Ltd. (DSE)

vi) Stock Code

Bombay Stock Exchange Ltd. : 532539

National Stock Exchange of India Ltd. : MINDAIND

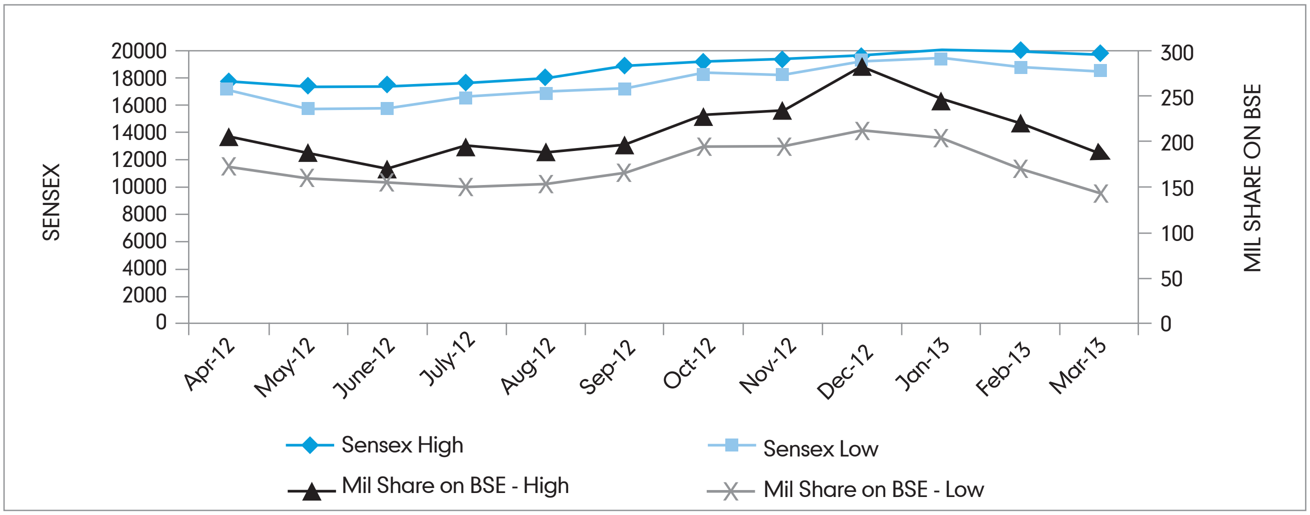
Delhi Stock Exchange Ltd. : 013315

vii & viii) Stock Prices during 2012-13

The performance of the company's scrip on BSE and NSE as compared to the SENSEX and NIFTY during the year 2012-13 are as under

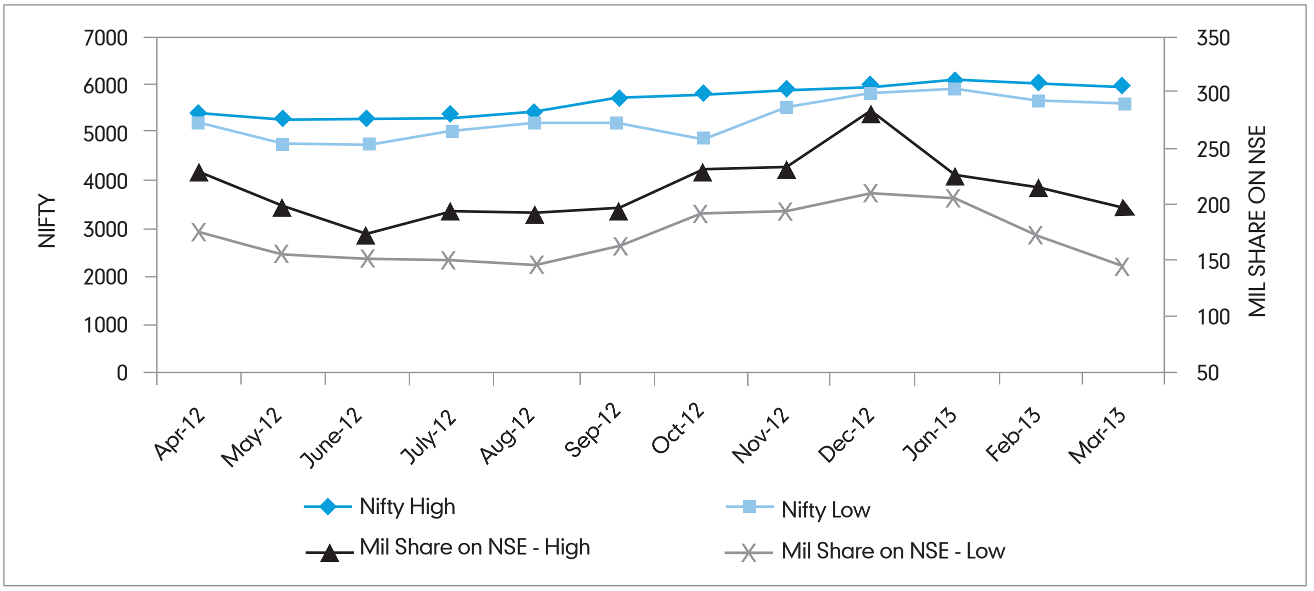
(Amount in ₹)

	SENSEX		MIL SHARE ON BSE	
	High	Low	High	Low
April 2012	17664.10	17010.16	205.00	172.60
May 2012	17432.33	15809.71	188.40	161.00
June 2012	17448.48	15748.98	169.50	155.00
July 2012	17631.19	16598.48	194.90	150.00
Aug 2012	17972.54	17026.97	187.80	153.00
Sept 2012	18869.94	17250.80	196.00	165.50
Oct 2012	19137.29	18393.42	228.95	194.00
Nov 2012	19372.70	18255.69	234.40	195.00
Dec 2012	19561.87	19149.03	284.00	212.10
Jan 2013	20203.66	19508.93	246.85	204.70
Feb 2013	19966.69	18793.97	220.00	170.40
Mar 2013	19754.66	18568.43	187.35	144.35



(Amount in ₹)

	NIFTY		MIL SHARE ON NSE	
	High	Low	High	Low
April 2012	5378.75	5154.30	230.00	176.00
May 2012	5279.60	4788.95	198.20	155.10
June 2012	5286.25	4770.35	172.95	152.45
July 2012	5348.55	5032.40	194.00	150.50
Aug 2012	5448.60	5209.95	192.00	145.70
Sept 2012	5735.15	5215.70	196.00	163.50
Oct 2012	5815.35	4888.20	231.30	192.50
Nov 2012	5885.25	5548.35	232.00	194.05
Dec 2012	5965.15	5823.15	284.00	211.00
Jan 2013	6111.80	5935.20	226.00	205.00
Feb 2013	6052.95	5671.90	214.90	171.50
Mar 2013	5971.20	5604.85	197.00	145.05



ix) Registrar and Share Transfer Agents:

Link Intime India Pvt. Ltd.
44, Community Centre, 2nd Floor,
Naraina Industrial Area, Phase I,
Near PVR, Naraina, New Delhi- 110028

x) Share Transfer System

As per clause 3(c) of this report.

xi) Distribution Schedule and Shareholding Pattern as on 31 March 2013

DISTIBUTION SCHEDULE		
Category	**No. of Shareholders**	**Share Amount (in ₹)**
Upto 500	3229	2571960
501 - 1000	187	1516570
1001 - 2000	94	1575330
2001 - 3000	22	575610
3001 - 4000	8	272150
4001 - 5000	7	337730
5001 - 10000	8	580920
10001 and above	22	151223290
TOTAL	**3577**	**158653560**

SHAREHOLDING PATTERN

Category	No. of Shares	% of Total Paid-up Capital
Promoters and Promoters Group	10467800	65.98
Mutual Funds/UTI	458750	2.89
Banks, Financial Institutions, Insurance Companies	0	0
Foreign Institutional Investors	0	0
Private Bodies Corporate	2631969	16.59
Indian Public	865876	5.46
Non-resident Individuals / Overseas Corporate Bodies	1386296	8.74
Others	54665	0.35
TOTAL	**15865356**	**100**

xii) Dematerialization of Shares and Liquidity as on 31 March 2013: 15658404

98.69% of shares of the company are in Dematerialised form.

xiii) Plant Locations

- 34-35 Km. G.T. Karnal Road, Village Rasoi, Sonepat (Haryana)
- Village Naharpur Kasan, P.O. Nakhrola, Distt. Gurgaon (Haryana)
- Village Nawada Fatehpur, P.O. Sikanderpur Badda, Distt. Gurgaon (Haryana)
- B-6, Chakan Industrial Area, Village-Mahalunge, Taluka-khed Distt. Pune, Maharashtra
- B-1/5, Chakan Industrial Area, Village-Mahalunge, Taluka-khed Distt. Pune, Maharashtra
- A-13, MIDC Waluj, Aurangabad, Maharashtra
- Plot No. 5, Sector-10, IIE, Pant Nagar, Udham Singh Nagar, Uttarakhand
- Survey No. 209, Upparpally Village, Mathogondapally, Hosur, Krishnagiri, Tamil Nadu
- 37, Rajasthan Udyog Nagar, Delhi

xiv) Non-mandatory Requirement

The Company has not adopted the non-mandatory requirements as specified in Annexure 1D of the Listing Agreement to the extent applicable except clauses relating to Remuneration Committee and Whistle Blower Policy.

xv) Address for Correspondence:

Minda Industries Limited
Regd. Off.:B-64/1,Wazirpur Industrial Area,
Delhi - 110 052.
(Tel) - 011-27374444, 0124-2291604
(Fax) - 0124-2290676
E-mail: hcdhamija@mindagroup.com

Annexure III to the Directors' Report

Certificate on Corporate Governance

To,

The Members
MINDA INDUSTRIES LIMITED

We have examined the compliance of conditions of Corporate Governance by M/s Minda Industries Limited, for the year ended 31st March, 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 review has been limited to review of the procedures and implementation thereof adopted by the Company for ensuring compliance with 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 best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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

For Sanjay Grover & Associates
Company Secretaries

Date: 15 July 2013
Place: New Delhi

Sanjay Grover
C.P No. 3850

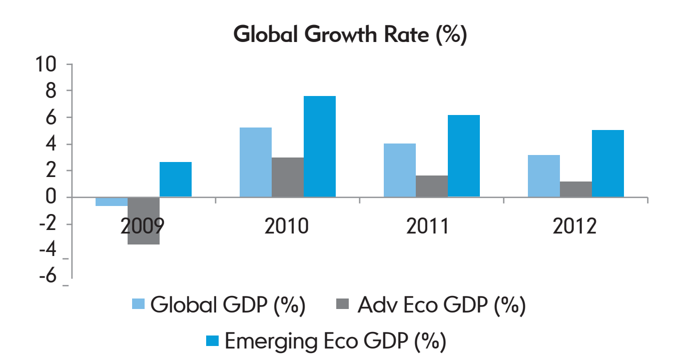
Annexure IV to the Directors' Report

Management Discussion and Analysis

Economic Review

Global Economy

The global economic growth remained muted for a major part of the year, as it closed with 3.2% growth in 2012, as against 4% in 2011 (Source IMF). The Euro zone countries remained on a drive to make fiscal adjustments, after suffering from sovereign debt crisis. The GDP growth in Euro zone areas in 2012 contracted to an alarming rate of -0.6% from a low of 1.4% level in 2011 (Source: IMF). However, the silver lining amongst advanced economies in 2012 was the US economy, which recovered to 2.2% following some stimulus released to pump more liquidity. Even the GDP growth of emerging economies slipped to 5.1% in 2012 compared to 6.2% growth in GDP in 2011. Yet, some of the better placed parts emerging economies continued to invite high capital inflows, to lend support to the global growth.

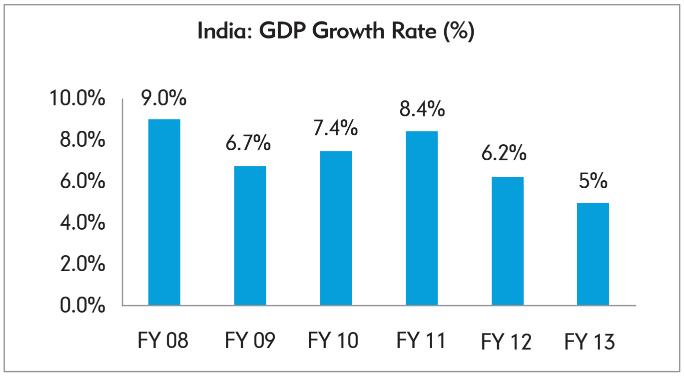


Source: World Economic Outlook, IMF (April, 2013)

Indian Economy

The GDP growth of the domestic economic remained subdued in FY 13, as it shrunk to 5% from 6.2% in FY 12, according to CSO advanced estimates. The CPI for the FY 13 also shot up to 4.8%, as against 4.2% in previous financial year.

The major punch, however, came from a healthy check in fiscal deficit in FY 13 to 5.2% of GDP, against 5.9% in FY 12, according to Budget 2013-14. The same was enabled by mop up of around ₹24000 crore by divestment plans in PSUs. In addition to this, the finance ministry also rolled out some relaxations in FDI, in some of the sectors. With the RBI softening the interest rates, economy is likely to show an improved growth momentum in FY 14.



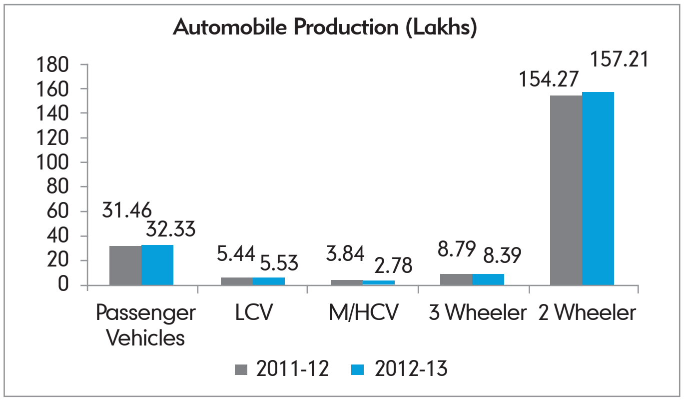
Source: CSO Advance estimate

Industry Review

Automobile Sector

The automotive sector in India has been amongst the high growth sectors, lending a helping hand to the manufacturing sector's overall contribution to GDP growth over the past five to six years. Yet, the past two financial years have slowed down the sector with overall automotive sales starting to show exhaustion. The growth of auto sales slipped down to 12.24% in FY 12 and to 2.61% in FY 13. The issues which hampered the growth included the sovereign debt crisis in European countries, together with the slowing trends in the GDP growth in India, a rising inflation scenario and higher interest rate among other factors. The automotive sector is still facing a tepid demand in view of the spill over of such issues in the domestic as well as the overseas markets.

FY13 has been the worst performing year for the automobile industry over the past five years. Almost all the segments of the industry witnessed a negative growth barring passenger vehicles, Light Commercial Vehicles and two wheelers which registered a decent growth. In terms of volumes, two wheelers constituted 77% of aggregate automotive vehicles sales, followed by passenger vehicles at 15%, LCVs at 3% and 3 wheelers at 4%.

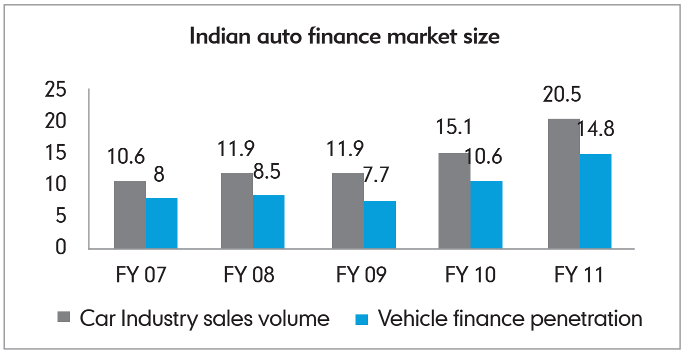


Source: SIAM

Growth Drivers of automobile industry

Even as the growth momentum has taken a brief pause in automobiles sector over the last year and a half or two, yet the future hopes still lie on some of the government initiatives, together with the changing demographics in domestic economy. These factors include:

- Rising disposable income: The per capita income (at current price) of Indians have increased at a CAGR of 15.92% from ₹38,084 in 2008-09 to ₹68,757 in 2012-13 (Source: Central Statistics Office). With increase in rising disposable income the young population is driving up the demand for cars.
- Easy availability of credit: The auto finance industry has grown at an average annual rate of 13 per cent during FY08-12. The private sector banks like ICICI, HDFC and Axis among others are also showing increasing interest in the segment which was previously dominated by public players. The easy and greater access to cheap credit makes it easier for consumers to purchase passenger and commercial vehicles.



Source: IBEF

Auto Components Sector

The Indian automotive industry has witnessed a robust growth over the last couple of years. The auto component industry's revenues have growth from ₹106,400 crore in 2006-07 to ₹206,267 crore in 2011-12, growing at a CAGR of 14.6%, despite a brief global economic slowdown. The auto component industry witnessed a decline during 2009 but it bounced back strongly in 2010 and 2011 with a turnover growth of 28% and 35% respectively. The growth was pushed by strong vehicle demand across the categories of the automotive industry. However, growth rate softened to 13% in 2012 as auto sales were strangulated with high interest rates, towering fuel prices and rising commodity prices.

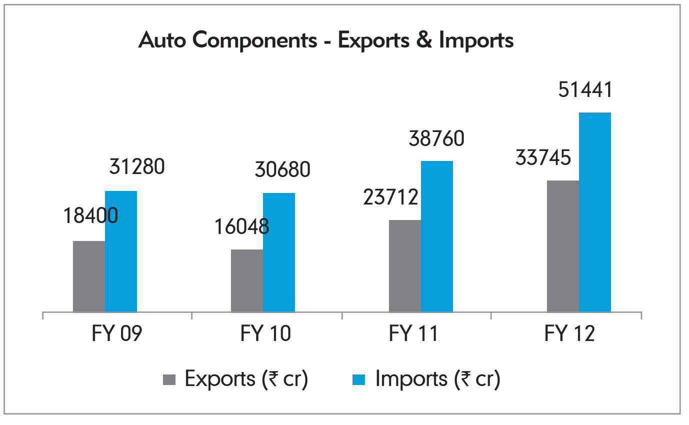
Growth drivers of auto component industry

The inherent strengths of the sector, which have helped it show a strong growth till FY 12 includes:

- Strong FDI inflow: The Government of India allows 100% FDI in the automotive industry through automatic route. This has prompted many global majors to consider India as a production hub for pushing up their sales of automobiles, particularly the passenger cars and commercial vehicles. The amount of cumulative foreign direct investment (FDI) inflow into the automobile industry during April 2000 to January 2013 was worth US$ 7,653 million, amounting to 4 per cent of the total FDI inflows (in terms of US$), as per data published by Department of Industrial Policy and Promotion (DIPP), Ministry of Commerce.
- Global best practices: The Indian auto component manufacturers are embracing the best global practices such as 5S, 7W, Kaizen, TQM, TPM, 6 Sigma and Lean Manufacturing among others. Further most players in the organized sector are accredited with quality certifications like ISO 9000, ISO 14001 and TS 16949. This has caught the attention of global automobile manufacturers who are planning to make India a sourcing hub for their global operations.
- Rising Indigenisation: The domestic producers of auto components are fast trying to replace the input materials in automobiles, which are still imported by companies, and having their manufacturing base in the country for production.

Exports and Imports

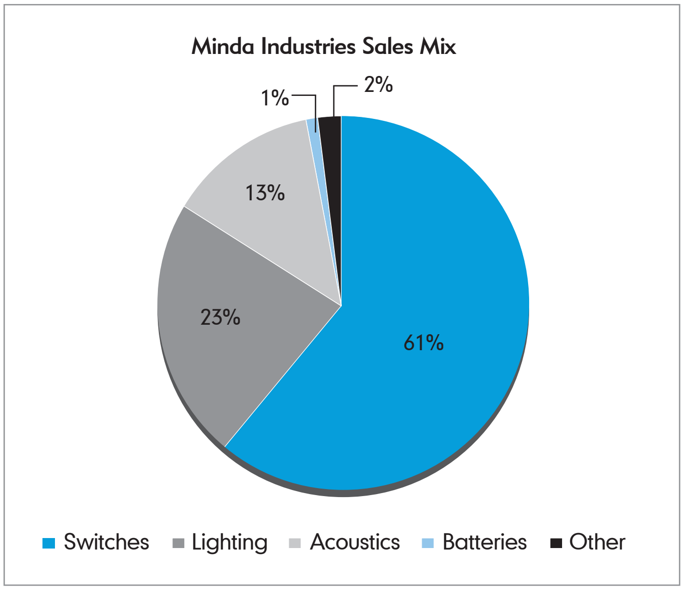
The country's overall exports of auto components has soared to ₹33,745 crore in FY 12, from ₹18,400 crore in FY 09, growing at a CAGR of 21-22%. However, with the slowdown of the automobile sector, the automobile component industry has taken a brief pause.



Source: ACMA

Business Operations

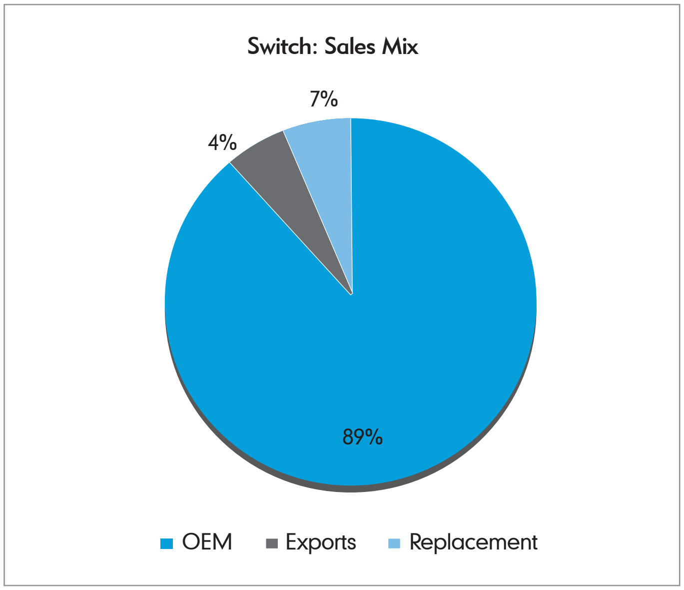
Minda Industries Ltd (MIL) is a Tier I producer of auto components, which relies primarily on OEM supplies to domestic producers of two wheelers, three wheelers & Off-Road. MIL is the flagship company of UNO MINDA, N K Minda group and is listed on NSE, BSE and DSE with a 65.98% promoters holding. MIL caters to the auto components sector through Switch, Lighting, Acoustic, Fuel Caps and Batteries.



Switch Division

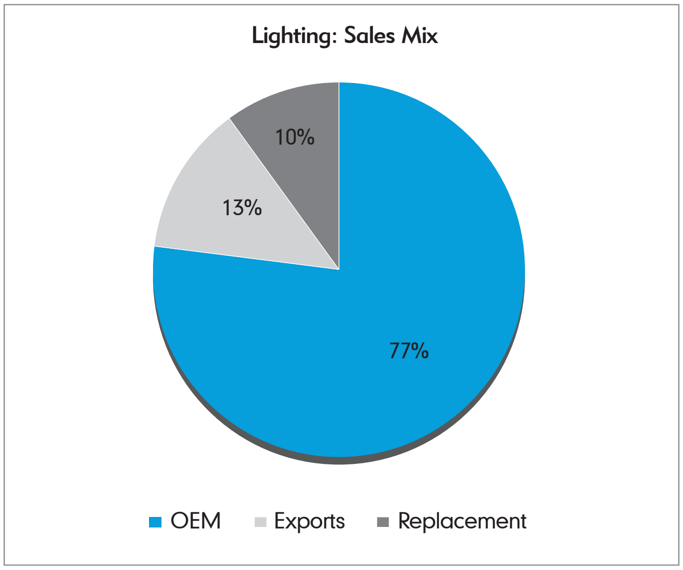
MIL's Switch Division is the largest manufacturer of switches amongst the switch producers in country. Developing top notch products for two wheelers, three wheelers and off-road vehicles, the Switch Division gets a major share of its business out of OEM supplies. It aims to be a global technology leader in two and three wheeler Switches and Handle Bar systems by 2015. The vision of the division is to be the leading and preferred supplier of off-road vehicle Switches in the world by 2015 through manufacturing reliable, cost-effective and innovative products.

MIL's Switch Division presently operates five plants in India catering to many OEM customers like Yamaha, Suzuki, Hero Motocorp, Bajaj, HMSI, TVS, New Holland, Eicher, Mahindra, Tafe, Royal Enfield etc. The company's switch division already has got access to 61 patents and 83 design registrations. The switch division holds a lion's share of the company's turnover, contributing to 61% of the aggregate sales of Minda Industries Limited. It is currently focusing on moving up the value chain by increasing its product options, particularly those offering value added realizations.



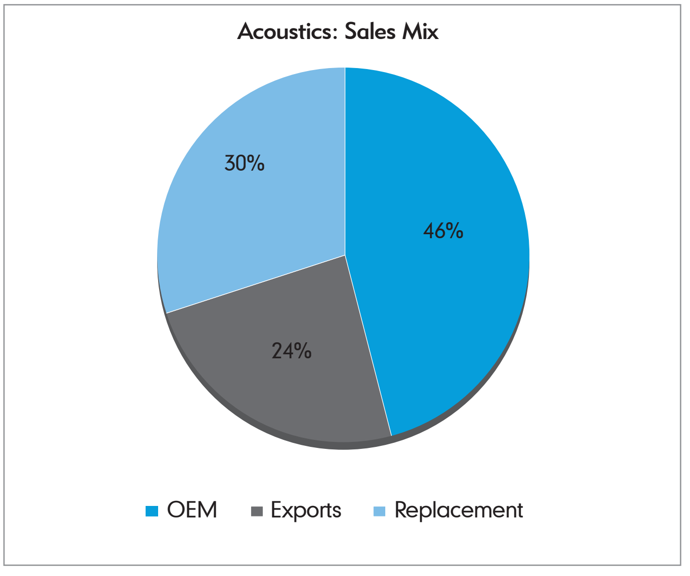
Lighting Division

The lighting division of Minda Industries caters to the two wheelers, three wheelers and four wheelers with focus on OEM supplies. A major part of the sales is derived from offering lighting products to distinguished OEM clients which includes Maruti Suzuki, Tata Motors, M&M, GMIL and Volkswagen among others. The company's lighting division contributes to 23% of the company's sales. Of this, OEM sales constitute 77%, while exports offer 13% and replacement market gives a modest 10%.



Acoustics Division

The Acoustic Division of the company supplies horns to two wheelers, three wheelers and four wheelers. As the divisions contribution to the total sales stands at 13%. Of this, 30% of revenues is derived from replacement and 24% from exports. Given the fact that the company has acquired the Clarton Horn, Spain the division has a promising outlook for the future.



Battery Division

The battery division of MIL has a capability to manufacture Battries for two wheeler, three wheeler and four wheeler.

During the year under review the Battery Division has improved its quality and is putting trust on increasing its after sales network.

Autogas Division

Autogas Division of the Company is manufacturing LPG/CNG kits and Components for OEMs as well as for after market. The OEMs includes MSIL, TAFE, TVS and M & M. It also supplies kits & components to Honda Power for industrial Genset.

Financial Performance

- **Net Operational Income:** The Company, on a consolidated basis, mopped up net operational income of ₹1,340.4 crore in FY 13, up by 13.7% against net operational income of ₹1,179.20 crore clocked in FY 12.

- **Operating Expenses:** The Company, on a consolidated basis incurred operating expenses, including depreciation, of ₹1,293.21 crore in FY 13, up 13.1% against the FY 12 corresponding operating expenses of ₹1,143.35 crore. The rise was partly on account of larger scale of operations.

- **Interest Costs:** The Company managed to check its interest outflow in FY 13 to a nominal extent, despite the rising interest scenario in the country for a major part of the financial year. The company closed the FY 13 with an interest burden of ₹19.06 crore, as against ₹19.78 crore borne in FY 12.

- **Net Profit:** By virtue of a reasonable growth in sales turnover and some check on operating costs and interest outflow, the company was successful in recording growth, amidst adverse industry scenario in FY 13. The Consolidated net profit moved up to ₹28.30 crore in FY 13, as against ₹24.24 crore in FY 12, representing a growth of 16.75%.

Internal Control Systems

Minda Industries has a proper and adequate system of internal controls for financial reporting of various transactions, efficiency of operations, safeguarding of assets and compliance with applicable statutes and regulations. In order to ensure that all checks and balances are in place and internal control systems are in order, transactions are authorised as per the accounts manual, recorded and reported promptly and correctly.

The company has also got an exhaustive budgetary monitoring control system in place. Actual performance is reviewed with reference to budgeted performance by the management review committee on an on-going basis. The discrepancies of actual performance with the budgets are reviewed on a regular basis, and possible remedial actions are suggested by the management review committee, in consultation with the audit review committee.

Minda Industries has also an audit committee in place, for reviewing the internal controls, including the internal audit reports, financial results of the company at least once, on a quarterly basis. The team provides its support to all operational and finance functions of the company through regular monitoring and suggestions.

Risks & Concerns

Minda Industries remains exposed to some of the external and company specific risks. However, in view of the same, the company takes regular risk mitigation initiatives from time to time.

- **Input cost sourcing**

  The rising costs of raw material may impact the operating profit of the company.

  The company tries to offset the risk by having back to back pricing contracts with OEM based on major input cost fluctuations.

- **Export Demand**

  8.5% of the company's revenue is derived from Exports. Any contraction in global economy can impact the sales of the company.

The company continues to have a strong hold in the domestic market which may offset any major reversals faced in demand in overseas markets.

- **Fuel price hikes**

  The demand for automotive, and also the OEM auto components, usually faces a cyclical downtrend, in times when the global crude prices, and the fuel prices start soaring. This can impact the profitability of the company.

  This is an external risk beyond the company's control, but the company's long term relationship with OEM vendors, helps partly offset the same, apart from a more focussed marketing in replacement during such times.

- **Technology Risks**

  In the automotive sector, the producers on a global scale continue to work to adopt new technologies and adopt such auto components products, which may lead to lower cost of production and higher fuel efficiency.

  As a mitigation measure to ensure that Minda Industries' products do not get obsolete, it keeps spending around 3% of its revenues on R&D to evolve new technologies, and file new designs and patents.

- **Macro-economic challenges**

  At times, even in the domestic market, the company's auto components demand starts slowing down following the tightening of monetary policy, leading to higher interest rates for buyers for automobiles, or due to muted growth in economy.

  During such times, the company starts looking aggressively towards replacement markets, and finding more overseas OEM clients as a mitigation measure.

Human Resources

Minda Industries believes in maintaining a harmonic industrial relationship with its team of employees and skilled labours and offers equal opportunity to different class of workers to excel. This is done by following a process of job rotation to identify the ideal areas in which different personnel in the team could provide their best output, according to their taste and understanding.

The company has also evolved a concept of "Pathshala" under which, training programmes are organized at various plants of company, for skill enhancement in various spheres for the workers.

The flagship of UNO MINDA group also follows motivation improvement activities through kaizen and quality circle. 5S are being done at all level to improve the productivity and efficiency of the employees. All employees are made aware of and have access to the central database of HR policies covering all aspects of welfare, benefits and administration.

Research & Development

The company keeps making on-going efforts in R&D capabilities for development of new products, and evolution of new technologies across all its segments of presence in auto components. It regularly makes an annual investment of around 3% of its revenue in research and development in order to achieve the same. The Company follows total productivity management practices (TPM), and keeps the workforce updated to scale up the cost efficiencies in production.

Outlook

Minda Industries has been continuously working on improving the scale of operations in the major areas of presence in automotive components, including various kinds of switches for automobiles, horns and head/ tail lamps. It has also been successful in making a foray into some new area of auto components operations in India in OEM market and overseas through its overseas joint ventures.

The flagship company continues to focus on existing OEM clients for their new launches in two wheelers, three wheelers and off-market products. Its JVs and associates are also looking for OEM clients in four wheelers, in their respective products. This strategy augurs well to mop up higher growth in sales and profitability, even in times when the auto sector may show a slow growth. Further, the company's strategy to keep the interest costs in check is likely to play a decisive role, in improving the company's profitability in the times to come.

Annexure - V to the Directors' Report

Certificate by Chief Executive Officer and Chief Financial Officer

We hereby certify that we, the undersigned have reviewed the Financial Statements and the Cash Flow Statement of Minda Industries Ltd. (the Company) for the year ended March 31, 2013 and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. 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;
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2012-13, which are fraudulent, illegal or violate the Company's code of conduct;
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We further certify that: -

   (a) there have been no significant changes in internal control over financial reporting during this year.

   (b) there have been no significant changes in accounting policies during this year.

   (c) there have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.
6. We further declare that all board members and senior management have affirmed compliance with the code of conduct for the year 2012-13

Date: 24 May 2013
Place: New Delhi

Sudhir Jain
Corp. Business Head & Group CFO

Nirmal K. Minda
Chairman & MD (CEO)

Financial Statements

Independent Auditors' Report

To the Members of Minda Industries Limited

Report on the Financial Statements

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

Management 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 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 31 March 2013;

(b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

(c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") 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 account as required by law have been kept by the Company so far as appears from our examination of those books;

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

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

   e. on the basis of written representations received from the directors as on 31 March 2013 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For B S R & Co.
Chartered Accountants
Firm registration no.: 101248W

Vikram Advani
Partner
Membership no.: 091765

Place: Gurgaon
Date: 24 May 2013

Annexure to the Auditors' report

(Referred to in our report of even date)

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

(b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In accordance with this program certain fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, no material discrepancies were noticed on such verification.

(c) Fixed asset disposed off during the year were not substantial, and therefore, do not affect the going concern assumption.

(ii) (a) The inventory, except stocks lying with third parties and goods-in-transit, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. For stock lying with third parties at the year-end, written confirmations have been obtained.

(b) In our opinion and according to the information and explanations given to us, the procedures for the physical verification of inventories and of obtaining confirmations for stock lying with third parties followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) The Company is maintaining proper records of inventories. As informed to us, the discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of accounts.

(iii) (a) The Company has granted loan to a company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was ₹225 lacs and the year-end balance of such loan is ₹225 lacs.

(b) In our opinion, the rate of interest and other terms and conditions on which the loan has been granted to the company listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.

(c) There are no stipulations on repayment of principal and interest as the same is repayable on demand. Hence, we are unable to comment on the regularity of payment of principal and the overdue amount as per Para (iii) (c) and (d) of the Order, if any, due to the company covered in the register maintained under Section 301 of the Companies Act, 1956.

(d) According to the information and explanations given to us, the Company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, para (iii) (e) to (g) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, and having regard to the explanation that purchases of certain items of inventory and fixed assets are for the Company's specialised requirements and similarly certain goods sold and services rendered are for the specialised requirements of the buyers and suitable alternative sources are not available to obtain comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventories and fixed assets and with regard to the sale of goods and services. We have not observed any major weakness in the internal control system during the course of the audit.

(v) (a) According to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section.

(b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements referred to in para (v)(a) above and exceeding the value of ₹5 lakh with any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time except for purchases of certain items of inventories and fixed assets which are for the Company's specialised requirements and similarly for sale of certain goods and services which are for the specialised requirements of the buyers and for which suitable alternative sources are not available to obtain comparable quotations. However, on the basis of information and explanations provided, the same appear reasonable.

(vi) The Company has not accepted any new deposits during the year. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 58A, Section 58AA or other relevant provisions of the Companies Act, 1956 and the rules framed thereunder/ the directives issued by the

Reserve Bank of India (as applicable) with regard to deposits accepted from the public in earlier years. As informed to us, there have been no proceedings before the Company Law Board or National Company Law Tribunal (as applicable) or Reserve Bank of India or any Court or any other Tribunal in this matter and no order has been passed by any of the aforesaid authorities.

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

(viii) We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Customs duty, Excise duty and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities, *though there have been a slight delay in a few cases in respect of Value Added tax, withholding taxes, Provident Fund and Employee State Insurance Fund.* As explained to us, the Company did not have any dues on account of Investor Education and Protection Fund.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Sales tax, Service tax, Wealth tax, Customs duty, Excise duty and other material statutory dues were in arrears as at 31 March 2013 for a period of more than six months from the date they became except for Change of land use (CLU) charges to Town and Country Planning, Chandigarh.

(b) According to the information and explanations given to us, there are no dues on account of Income tax, Sales tax, Wealth tax, Customs duty, Excise duty and Service tax which have not been deposited with the appropriate authorities on account of any dispute, *except as mentioned in **Annexure – 1**.*

(x) The Company did not have any accumulated losses at the end of the financial year and has not incurred cash losses in the current financial year and 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 its bankers or financial institutions. The Company did not have any outstanding dues to any debenture-holders during the year.

(xii) According to the information and explanations given to us, 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 and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/ mutual benefit fund/ society.

(xiv) According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments.

(xv) The Company has given guarantees for loan taken by others from banks. In our opinion and according to the information and explanations given to us, the terms and conditions on which the Company has given guarantees for loans taken by others from banks are not prejudicial to the interest of the Company. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from financial institutions.

(xvi) According to the information and explanations given to us, the term loans have been applied for the purpose for which they were raised.

(xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the funds raised on short-term basis have not been used for long-term investment.

(xviii) According to the information and explanations given to us, the Company has not made any preferential allotment of shares during the year to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.

(xix) The Company did not have any outstanding debentures during the year.

(xx) The Company has not raised any money by public issues during the year.

(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 B S R & Co.
Chartered Accountants
Firm registration no.: 101248W

Vikram Advani
Partner
Membership no.: 091765

Place: Gurgaon
Date: 24 May 2013

Annexure -1

Name of the statute	Nature of the dues	Amount (₹ in Lacs)	Financial year to which matter pertains	Forum where dispute is pending
Income Tax Act,1961	Income tax	7.48	2001 - 2002	Referred back to AO by Delhi High Court
Income Tax Act,1961	Income tax	9.37	2002 - 2003	Income tax Appellate Tribunal
Income Tax Act,1961	Income tax	152	2005 - 2006	Income tax Appellate Tribunal
Income Tax Act,1961	Income tax	162.46	2006 – 2007	Referred back to AO by Delhi High Court
Income Tax Act,1961	Income tax	55.63	2006 – 2007	Income tax Appellate Tribunal
Income Tax Act,1961	Income tax	33	2007 – 2008	Income tax Appellate Tribunal
Income Tax Act,1961	Income tax	147.94	2008 – 2009	Commissioner (Appeals) of Income tax
Income Tax Act,1961	Income tax	0.36	2009 – 2010	Commissioner (Appeals) of Income tax
Income Tax Act,1961	Transfer pricing – against section 143(3) and section 144C	686	2005 – 2006	Referred back to Dispute Resolution Panel by Income tax Appellate Tribunal
Cenvat Credit Rules 2004	Credit on input services	96.77	2007-2008 to 2008-2009	Appeal before CESTAT
Cenvat Credit Rules 2004	Credit on input services	17.59	2008-2009	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	21.06	2006-2007	Appeal before CESTAT
Cenvat Credit Rules 2004	Credit on input services	11.51	2008-2009	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	10.59	2008-2009	Appeal before CESTAT
Cenvat Credit Rules 2004	Credit on input services	31.43	2010-2011	Additional Commissioner of Central Excise
Cenvat Credit Rules 2004	Credit on input services	31.65	2010-2011	SCN reply filed to Additional Commissioner
Cenvat Credit Rules 2004	Credit on input services	54.09	2009-2010	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	18.90	2010-2011	Commissioner (Appeals) of Central Excise
Central Excise Act, 1944	Excise duty	35.61	2004-2005 to 2007-2008	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	4.29	2005-2006 to 2008-2009	Appeal before CESTAT
Cenvat Credit Rules 2004	Credit on input services	11.44	2005-2006 to 2009-2010	Commissioner (Appeals) of Central Excise
Central Excise Act, 1944	Denial of exemption notification no. 50/2003	273.41	2007-2008 to 2011-2012	SCN reply filed to Commissioner of Central Excise
Cenvat Credit Rules 2004	Credit on input services	5.36	2006-2007 to 2007-2008	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	3.81	2006-2007 to 2010-2011	Deputy Commissioner of Central Excise
Cenvat Credit Rules 2004	Credit on input services	7.64	2006-2007 to 2010-2011	Commissioner (Appeals) of Central Excise
Haryana VAT Act	Demand for filing of short Form D-1	9.90	2008-2009	Joint Commissioner of Central Excise
Cenvat Credit Rules 2004	Credit on input services	3.85	2008-2009 to 2009-2010	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Credit on input services	3.47	2008-2009 to 2010-2011	Commissioner (Appeals) of Central Excise
Cenvat Credit Rules 2004	Denial of Cenvat credit	4.97	2011-2012	Commissioner (Appeals) of Central Excise

Balance Sheet as at 31 March 2013

(₹ in Lacs)

	Note	As at 31 March 2013	As at 31 March 2012
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	1,936.54	1,936.54
Reserves and surplus	4	29,292.48	26,830.99
Non-current liabilities			
Long-term borrowings	5	4,898.37	4,841.96
Deferred tax liabilities (net)	6	-	117.96
Other long-term liabilities	7	329.97	18.38
Long-term provisions	8	1,596.03	1,540.98
Current liabilities			
Short-term borrowings	9	7,729.78	9,276.49
Trade payables	10	14,986.81	16,179.95
Other current liabilities	11	5,313.78	4,994.15
Short-term provisions	12	1,081.69	980.53
		67,165.45	**66,717.93**
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	13	24,289.52	21,959.05
Intangible assets	13	505.33	735.58
Capital work-in-progress	57	1,374.96	456.76
Intangible assets under development		0.36	29.36
Non-current investments	14	7,552.63	6,637.10
Deferred tax assets (net)	6	213.66	-
Long term loans and advances	15	2,024.74	1,884.50
Other non-current assets	16	408.95	146.85
Current assets			
Current investments	17	-	73.17
Inventories	18	5,835.51	7,083.62
Trade receivables	19	17,421.31	18,554.92
Cash and bank balances	20	3,209.40	4,794.24
Short-term loans and advances	21	4,039.92	4,100.47
Other current assets	22	289.16	262.31
		67,165.45	**66,717.93**
Significant accounting policies	2		

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Statement of Profit and Loss for the year ended 31 March 2013

(₹ in Lacs)

	Note	Year ended 31 March 2013	Year ended 31 March 2012
Revenue from operations	23	105,629.22	110,540.41
Other income	24	1,093.88	1,599.99
Total revenue		106,723.10	112,140.40
Expenses			
Cost of materials consumed	25	71,561.35	73,920.61
Purchase of stock in trade		253.48	768.09
Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	373.98	874.49
Employee benefits	27	12,497.24	13,032.98
Finance costs	28	1,582.66	1,840.04
Depreciation and amortisation	29	4,092.54	3,847.90
Other expenses	30	12,218.72	14,705.12
Total expenses		102,579.97	108,989.23
Profit before exceptional items and tax		4,143.13	3,151.16
Exceptional items	31	(292.17)	190.42
Profit before tax		3,850.96	3,341.58
Income tax expense			
Current tax		1,088.59	688.00
Minimum alternate tax utilised/ (created)		63.38	-
Deferred tax			
- current year		(331.62)	(636.83)
- relating to earlier years		-	(50.84)
Profit for the year after tax		**3,030.61**	**3,341.25**
Earnings per equity share [nominal value of share ₹10 (previous year ₹10)]	32		
Basic		19.02	20.98
Diluted		19.02	20.98
Information on discontinued business			
(Blow Moulding Division of Minda Industries Ltd.)			
Net profit /(loss) before tax from ordinary activities		-	67.76
Income tax expense related to above		-	13.61
Profit /(loss) on disposal of discontinued business (pre-tax)		-	958.83
Income tax expense related to above		-	196.34
Significant accounting policies	2		

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Cash Flow Statement for the year ended 31 March 2013

(₹ in Lacs)

	Year ended 31 March 2013	Year ended 31 March 2012
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit before tax	3,850.96	3,341.58
Adjustments For :		
Depreciation and amortisation	4,092.54	3,847.90
Interest expense	1,451.50	1,741.89
Interest income	(272.78)	(189.96)
Dividend income	(85.70)	(123.18)
Share of profit from partnership firm	(527.63)	(612.56)
Liabilities / provisions no longer required written back	(26.99)	(330.74)
Unrealised foreign exchange gain	(60.82)	-
Fixed assets scrapped/ written off	75.26	40.99
Doubtful trade and other receivables provided for	125.61	131.20
Amounts written off	22.27	21.60
Profit on sale of fixed assets	(172.68)	(107.98)
Profit on sale of fixed assets- Hiving off	-	(958.83)
Profit on sale of fixed assets- Land sale	-	(1,331.96)
Net gain on sale of long-term investments	(99.72)	-
Impairment of fixed assets (Loss)	295.28	2,206.03
Diminution in value of investments (Loss)	312.00	-
Insurance claim received (Net gain)	(215.39)	(105.66)
Provision for contingencies-income tax	-	42.17
Preliminary expenses written off	-	17.02
Rental income	(1.15)	(4.62)
	4,911.60	4,283.31
Operating profit before working capital changes	8,762.56	7,624.89
Adjustments for working capital changes:		
(Increase)/decrease in inventories	1,248.11	2,004.86
(Increase)/decrease in trade and other receivables	1,068.82	(2,547.99)
(Increase)/decrease in short-term loans and advances	38.29	(263.38)
(Increase)/decrease in long-term loans and advances	(377.69)	(221.62)
(Increase)/decrease in other non-current assets	(262.10)	5.33
(Increase)/decrease in other current assets	35.88	(166.31)
Increase/(decrease) in trade payables	(1,166.15)	1,344.59
Increase/(decrease) in other current liabilities	(56.51)	557.76
Increase/(decrease) in short-term provisions	96.97	(114.04)
Increase/(decrease) in long-term provisions	55.05	758.91
	680.67	1,358.11
Cash generated from operations	9,443.23	8,983.00
Income tax paid	(1,194.89)	(732.71)
Income tax refund	238.57	-
Wealth tax refund	0.45	0.17
Net cash flow from operating activities	8,487.36	8,250.46
B. CASH FLOW FROM INVESTING ACTIVITIES		
Non-current investments	(1,216.31)	(4,983.01)
Proceeds from sale of investment	193.75	-
Purchase of fixed assets	(7,525.57)	(5,928.90)
Sale of fixed assets	812.04	6,851.24
Interest received	210.05	189.56
Property rental income	1.15	4.62
Share of profit from partnership firm	516.41	427.78
Dividend income	85.70	123.18
Increase in cash and cash equivalent acquired on amalgamation	-	1,372.94
Net cash used in investing activities	**(6,922.78)**	**(1,942.59)**

Cash Flow Statement for the year ended 31 March 2013

(₹ in Lacs)

	Year ended 31 March 2013	Year ended 31 March 2012
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(repayment) from short term borrowings	(1,546.71)	(672.74)
Proceeds from long term borrowings	2,487.13	1,341.22
Repayment of long term borrowings	(2,126.68)	(2,047.28)
Interest paid	(1,397.78)	(1,740.03)
Dividend paid (including corporate dividend tax)	(565.38)	(666.24)
Net cash used in financing activities	(3,149.42)	(3,785.07)
Net increase/ (decrease) in cash and cash equivalents(A+B+C)	(1,584.84)	2,522.80
Cash and cash equivalents as at opening	4,794.24	2,271.44
Cash and cash equivalents as at closing	3,209.40	4,794.24
Cash and cash equivalents include cash/ cheques in hand		
Cash in hand	29.93	28.49
With banks		
Current accounts	1,429.32	1,100.39
Deposit accounts	1,729.54	3,643.68
Cheques, drafts in hand	-	3.51
Unpaid dividend accounts	20.61	18.17
Cash and cash equivalents at the end of the year	3,209.40	4,794.24

1. The Cash Flow Statement has been prepared in accordance with the 'Indirect Method' as set out in the Accounting Standard (AS)- 3 on 'Cash Flow Statement', notified by the Companies (Accounting Standard) Rules, 2006.
2. Cash and cash equivalents consist of cash in hand and balances with scheduled banks. Refer note 20.
3. The accompanying notes are an integral part of the financial statements.
4. Balance with banks includes deposit amounting to ₹344.66 (previous year ₹181.51) which are under lien.
5. Balance with banks includes balance in Escrow account amounting to ₹83.12 (previous year ₹ Nil).
6. Balance in unpaid dividend account is ₹20.61 (previous year ₹18.17)

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Notes forming part of the financial statements

(All amounts in Rupees lacs, unless otherwise stated)

1. Company overview

Minda Industries Limited is a public company domiciled and headquartered in India. It was incorporated on 16 September 1992 under the Companies Act, 1956 and its shares are listed on the National Stock Exchange (NSE), Bombay Stock Exchange (BSE) and Delhi Stock Exchange (DSE). The Company is engaged in the business of manufacturing of auto components including auto electrical parts and its accessories. The Company caters to both domestic and international markets.

2. Significant accounting policies

The accounting policies set out below have been applied consistently to the period presented in these financial statements.

A. Basis of preparation of financial statements

These financial statements have been prepared and presented on the accrual basis of accounting and comply with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, the relevant provisions of the Companies Act, 1956 and other accounting principles generally accepted in India, to the extent applicable. The financial statements are presented in Indian rupees rounded off to the nearest lacs.

B. Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

C. Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is expected to be realised within 12 months after the reporting date; or

(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(a) it is expected to be settled in the Company's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is due to be settled within 12 months after the reporting date; or

(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

D. Fixed assets and depreciation

a) Tangible fixed assets

Tangible fixed assets except revalued assets are carried at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of tangible fixed asset comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditures related to an item of tangible fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Tangible fixed assets acquired wholly or partly with specific grant/subsidy from government, if any, are recorded at the net acquisition cost to the Company.

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Exchange differences (favorable as well as unfavorable) arising in respect of translation/ settlement of long term foreign currency borrowings attributable to the acquisition of a depreciable asset are also included in the cost of the asset.

The rates of depreciation prescribed in Schedule XIV to the Companies Act, 1956 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/ remaining useful life. Depreciation is accordingly provided at the rates which are equal to or higher than the rates prescribed in Schedule XIV to the Companies Act, 1956 and are as stated below:

- on plant and machinery : on written down value method as per rates specified in Schedule XIV.
- on tools and dies : 30/40 % per annum on written down value method on all tools except those used in Acoustic (Horn) division which are depreciated at the rate of 30% per annum on straight line method basis
- on other fixed assets : on straight line method as per rates specified in Schedule XIV.

Leasehold land and leasehold improvements are amortised on a straight line basis over the period of lease or their useful lives, whichever is shorter. Freehold land is not depreciated.

Depreciation is provided on a pro-rata basis i.e. from the date on which asset is ready for use.

Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives (not being greater than the useful life envisaged in Schedule XIV to the Companies Act, 1956) unless it is reasonably certain that the Company will obtain ownership by the end of the lease term, in which case the depreciation rates applicable for similar assets owned by the Company are applied.

Assets costing upto ₹5,000 are fully depreciated in the year of purchase.

Depreciation for the year is recognised in the Statement of Profit and Loss.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortized depreciable amount is charged over the revised remaining useful life.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal.

Assets retired from active use and held for disposal, if any, are stated at the lower of their net book value and net realisable value and shown under 'Other current assets'.

Losses arising from retirement or gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.

b) Intangible fixed assets and amortization

(i) Goodwill

Goodwill that arises on an amalgamation or on the acquisition of a business is presented as an intangible asset. Goodwill arising from amalgamation is measured at cost less accumulated amortisation and any accumulated impairment loss. Such goodwill is amortised over its estimated useful life or five years whichever is shorter. Goodwill arising on acquisition of a business is measured at cost less any accumulated impairment loss. Goodwill is tested for impairment annually.

(ii) Acquired intangible assets

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortization and any accumulated impairment loss.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

Intangible assets are amortised in the Statement of Profit or Loss over their estimated useful lives, from the date that they are available for use based on the expected pattern of consumption of economic benefits of the asset. Accordingly, at present, these are being amortised on straight line basis. In accordance with the applicable Accounting Standard, the Company follows a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. However, if there is persuasive evidence that the useful life of an intangible asset is longer than ten years, it is amortised over the best estimate of its useful life. Such intangible assets and intangible assets that are not yet available for use are tested annually for impairment.

The amortization rates are as follows:

a) Technical knowhow: Amortised over the period of agreement

b) Computer software : 16.21% straight line method (except in the case of Enterprise Resource Planning (ERP) system, which is depreciated over a period not exceeding four years)

Amortisation method and useful lives are reviewed at each reporting date. If the useful life of an asset is estimated to be significantly different from previous estimates, the amortisation period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortisation method is changed to reflect the changed pattern.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.

c) Capital work-in-progress

Fixed assets under construction and cost of assets not put to use before the year-end, are disclosed as capital work-in-progress.

E. Impairment

The carrying values of all assets are reviewed at each reporting date to determine if there is an indication of any impairment. If any indication exists, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each reporting date. An impairment loss is recognised whenever the carrying amount of an asset, or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. An impairment loss is reversed if there is a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent the carrying amount of the asset that does not exceed the carrying amount that would have been determined net off depreciation or amortisation, if no impairment loss had been recognised.

F. Leases

a) Operating leases

Assets acquired under leases other than finance leases are classified as operating leases. The total lease rentals (including scheduled rental increases) in respect of an asset taken on operating lease are charged to the Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit.

b) **Finance leases**

Assets acquired under finance leases are recognised as an asset and a liability at the lower of the fair value of the leased assets at the inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to periods during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability and charged to the Statement of Profit and Loss.

G. Investments

Investments that are readily realisable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. However, that part of long term investments which is expected to be realized within 12 months after the reporting date is also presented under 'current assets' as "current portion of long term investments" in consonance with the current–non-current classification scheme of revised Schedule VI.

Long-term investments (including current portion thereof) are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment.

Current investments are carried at the lower of cost and fair value.

Any reductions in the carrying amount and any reversals of such reductions are charged or credited to the Statement of Profit and Loss.

Investment in the capital of a partnership firm is shown by reference to the capital of the firm on the balance sheet date. The Company's share of profit or loss in a partnership firm is recognised in the Statement of Profit and Loss as and when it accrues i.e. when it is computed and credited or debited to the capital/current/any other account of the company in the books of the partnership firm.

H. Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, stores and spares, and loose tools are carried at the lower of cost and net realisable value.

Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

In determining the cost, moving average cost method is used. In the case of manufactured inventories and work in progress, fixed production overheads are allocated on the basis of normal capacity of production facilities.

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

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Finished goods inventory is inclusive of excise duty.

Inventories in transit are valued at cost.

Appropriate adjustments are made to the carrying value of damaged, slow moving and obsolete inventories based on management's current best estimate.

I. Revenue recognition

a) Revenue from sale of goods in the course of ordinary activities is recognised when the property in the goods or all significant risks and rewards of ownership are transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods and regarding its collection. The amount recognized as revenue is exclusive of sales tax, value added taxes (VAT) and is net of returns, trade discounts and quantity discounts.

b) Designing and service revenue is recognised on an accrual basis as and when the services are rendered in accordance with the terms of the underlying contract.

c) Interest income is recognised on a time proportionate basis taking into account the amount outstanding and the interest rate applicable.

d) Dividend income is recognised when the right to receive dividend is established.

e) Royalty income is recognised based on the terms of the underlying agreement.

f) Claims lodged with insurance companies are accounted for on an accrual basis, to the extent these are measurable and the ultimate collection is reasonably certain.

g) Export entitlement under Duty Entitlement Pass Book Scheme ('DEPB') is recognised on accrual basis and when the right to entitlement has been established.

h) Share of profit from partnership firms is recognised on accrual basis.

J. Government grants

Government grants in the nature of promoters' contribution are credited to capital reserve and treated as a part of shareholders' funds. Grants from State Government towards revenue expenditure are recognised as income either till the period of benefit expires or the financial cap is reached, whichever occurs earlier.

K. Research and development

a) Revenue expenditure on research and development is charged off under the respective heads of account in the year in which it is incurred.

b) Capitalised development expenditure is stated at cost less accumulated amortisation and impairment losses, if any. Fixed assets used for research and development are depreciated in accordance with the Company's policy as stated above.

L. Foreign currency transactions

a) Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions. Monetary foreign currency assets and liabilities remaining unsettled at the balance sheet date are translated at the closing rates of exchange prevailing on that date. The resultant exchange differences are recognised in the Statement of Profit and Loss except exchange differences pertaining to long term foreign currency monetary items that are related to acquisition of depreciable assets and are adjusted in the carrying amount of the related fixed assets.

b) In the cases of exchange difference on reporting long term monetary items, the company has opted to avail the option provided under paragraph 46A of Accounting Standard 11 "The Effects of Changes in Foreign Exchange Rates" inserted vide notification dated 29 December 2011. Consequently, the exchange differences arising on reporting of long term foreign currency monetary items on account of a depreciable asset is adjusted in the cost of depreciable asset and would be depreciated over the balance life of the asset.

In cases other then the depreciable assets exchange differences is accumulated in a Foreign Currency Monetary Item Translation Difference Account, and amortized over the balance period of such long term asset or liability.

c) The Company uses forward contracts to hedge its foreign currency risk relating to an existing asset/ liability, which are covered under Accounting Standard – 'Accounting for the effects of changes in foreign exchange rates'.

Exchange difference on a forward exchange contract is the difference between:

(i) the foreign currency amount of the contract translated at the exchange rate at the reporting date, or the settlement date where the transaction is settled during the reporting period; and

(ii) the same foreign currency amount translated at the latter of the date of inception of the forward exchange contract and the last reporting date and is recognised in the Statement of Profit and Loss over the period of the contract.

The forward exchange contracts taken to hedge existing assets/ liabilities are translated at the closing exchange rates and the resultant exchange differences are recognised in the same manner as those on the underlying foreign currency asset or liability. Any profit or loss arising on cancellation/ renewal of such contracts is recognised in the Statement of Profit and Loss for the year.

The premium or discount on all such contracts arising at the inception of each contract is amortized over the life of the contract.

d) Investments in foreign entities are recorded at the exchange rate prevailing on the date of making the investments.

e) Foreign currency loans covered by forward exchange contracts are translated at the rate prevailing on the date of transaction as increased or decreased by the proportionate difference between the forward rate and exchange rate on the date of transaction, such difference having been recognized over the life of the contract.

f) Derivative Transactions

The Company has entered into cross currency cum interest swap to hedge foreign currency risk and interest risk. In respect of forward contracts, which are covered under Accounting Standard (AS) 11, 'Effects of Changes in Foreign Exchange Rates', the difference between the spot rate and forward rate on the date the forward exchange contract is entered into, is amortised over the tenure of the contract. The foreign currency receivable or payable arising under the forward contract is revalued using the closing rate, and any resultant gain or loss is taken to the Statement of Profit and Loss. In respect of derivative contract, which are not covered by AS 11, pursuant to the announcement on "Accounting for Derivatives" made by the Institute of Chartered Accountants of India ('ICAI') on 29 March 2008, such contracts are marked to market and provision for loss, if any, is recognised in the Statement of Profit and Loss and resultant gains, if any, on account of mark to market are ignored. The Company does not enter into derivative transactions for trading or speculative purposes.

g) Commodity hedging

In case of hedging contracts for metals used as raw materials entered into with commodity exchanges, the changes in the fair value of these contracts are recorded through the statement of profit and loss.

h) Increase or decrease in non-current liabilities on account of exchange rate fluctuations has been adjusted in the cost of tangible fixed assets.

M. Provisions

A provision is recognised if, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

Warranties

Warranty costs are estimated on the basis of a technical evaluation and past experience. Provision is made for estimated liability in respect of warranty costs in the year of sale of goods and is included in the consolidated statement of profit and loss. The estimates used for accounting for warranty costs are reviewed periodically and revisions are made, as and when required.

Contingencies

Provision in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognised when it is probable that a liability has been incurred, and the amount can be estimated reliably.

N. Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

O. Employee Benefits

a) Short term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

b) **Post employment benefits**

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

The Company makes specified monthly contribution towards superannuation fund to Superannuation Trust which is managed by the Life Insurance Corporation of India ("LIC").

Defined benefit plan

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of plan assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method.

The Company recognises all actuarial gains and losses arising from defined benefit plans immediately in the Statement of Profit and Loss. All expenses related to defined benefit plans are recognised in employee benefits expense in the Statement of Profit and Loss. The Company recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

The Company's gratuity fund is administered and managed by the Life Insurance Corporation of India ("LIC"). Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

Compensated absences

The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Actuarial gains and losses are recognised in the Statement of Profit and Loss.

Termination benefits

Termination benefits are recognised as an expense when, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

P. **Income Taxes**

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Income-tax expense is recognised in Statement of Profit or Loss except that tax expense related to items recognised directly in reserves is also recognized in those reserves.

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws. Deferred tax is recognised in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are reviewed as at each balance sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent, the aforesaid convincing evidence no longer exists.

Q. Representative offices

In translating the financial statements of representative offices, the monetary assets and liabilities are translated at the rate prevailing at the balance sheet date; non-monetary assets and liabilities are translated at exchange rate prevailing at the date of transaction and income and expense items are converted at the respective month end rate.

R. Earnings per share

Basic earnings/ (loss) per share are calculated by dividing the net profit or loss for the year attributableto equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for eventsof bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, thenet profit or loss for the year attributable to equity shareholders and the weighted average number ofshares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed to be converted as of the beginning of the period, unless they have been issued at a later date.

S. Cash and cash equivalent

Cash and cash equivalents comprise cash balances on hand, cash balance with bank, and highly liquid investments with maturity period of three months or less from the date of investment.

Note 3 Share capital

(a) **Authorised**

₹ in Lacs

	As at 31 March 2013		As at 31 March 2012	
	Number	Amount	Number	Amount
Equity shares of ₹10 each with voting rights*	63,500,000	6,350.00	22,500,000	2,250.00
Preference share capital				
9% Cumulative redeemable preference shares of ₹10 each (Class 'A')	3,000,000	300.00	3,000,000	300.00
3% Cumulative compulsorily convertible preference shares of ₹2,187 each (Class 'B')	183,500	4,013.14	183,500	4,013.14
3% Cumulative redeemable preference shares of ₹10 each (Class 'C')	3,500,000	350.00	3,500,000	350.00
1% Non-cumulative fully convertible preference shares of ₹10 each (Class 'D')**	10,000,000	1,000.00	-	-
	80,183,500	**12,013.14**	**29,183,500**	**6,913.14**

* Increase on account of transfer of authorised capital of 41,000,000 equity shares of ₹10 each from Minda Acoustic Limited on its amalgamation with the company during previous year.

** Increase on account of transfer of authorised capital of 10,000,000 1% Non-cumulative fully convertible preference shares of ₹10 each (Class 'D') from Minda Acoustic Limited on its amalgamation with the company during previous year.

(b) **Issued, subscribed and fully paid up**

₹ in Lacs

	As at 31 March 2013		As at 31 March 2012	
	Number	Amount	Number	Amount
Equity share capital*				
Equity shares of ₹10 each with voting rights	15,865,356	1,586.54	15,865,356	1,586.54
Preference share capital				
3% Cumulative redeemable preference shares of ₹10 each (Class 'C')	3,500,000	350.00	3,500,000	350.00
	19,365,356	**1,936.54**	**19,365,356**	**1,936.54**

* Equity shares includes

i Re-issue of forfeited 31,800 equity shares of ₹10 each on 27 October 1998

ii (a) 2,405,128 equity shares of ₹10 each fully paid up issued during the year ended 31 March 2011 for consideration other than cash to the shareholders of Minda Autogas Limited, pursuant to the scheme of amalgamation.

ii (b) 1,120,164 Equity Shares of ₹10 each fully paid up issued during the year ended 31 March 2012 for consideration other than cash to the shareholders of Minda Acoustic Limited, pursuant to the scheme of amalgamation.

(c) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

₹ in Lacs

	As at 31 March 2013		As at 31 March 2012	
	Number	Amount	Number	Amount
Equity shares of ₹10 each with voting rights				
Opening balance	15,865,356	1,586.54	12,910,192	1,291.02
Add:				
Shares issued on conversion of 3% Cumulative compulsorily convertible preference shares of ₹2,187 each (Class 'B') into 1,835,000 equity shares of ₹10 each	-	-	1,835,000	183.50
Shares issued in the ratio of 100:1798, to shareholder of erstwhile Minda Acoustic Limited pursuant to the scheme of amalgamation (refer to note 36)	-	-	1,120,164	112.02
Closing balance	15,865,356	1, 586.54	15,865,356	1,586.54
3% Cumulative Compulsorily Convertible Preference Shares of ₹2,187 each (Class 'B')				
Opening balance	-	-	183,500	4,013.15
Conversion into equity shares	-	-	(183,500)	(4,013.15)
Closing balance	-	-	-	-
3% Cumulative Redeemable Preference Shares of ₹10 each (Class 'C')				
Opening balance	3,500,000	350.00	3,500,000	350.00
Movement during the year	-	-	-	-
Closing balance	3,500,000	350.00	3,500,000	350.00

(d) (i) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of ₹10 per share. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential assets, in proportion to their shareholding.

(ii) Rights, preferences and restrictions attached to preference shares

The Company has issued 3% cumulative redeemable preference shares of class 'C' having par value of ₹10 per share. Each Shareholders have right to receive fixed preferential dividend at a rate of 3% on the paid up capital of the Company. Preference shareholders also have right to receive all notices of general meetings of the Company but no right to vote at any meetings of the Company save to the extent and in the manner provided in the Companies Act, 1956.

Preference shareholders neither have right to participate in any offer or invitation by way of right or otherwise to subscribe additional shares nor they have right to participate in any issue of bonus shares or shares issued by way of capitalization of reserves.

(e) Details of shares held by each shareholder holding more than 5% shares:

₹ in Lacs

Class of shares / Name of shareholder	As at 31 March 2013		As at 31 March 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mr. Nirmal K. Minda	2,401,869	15.1%	2,401,869	15.1%
Nirmal K. Minda (HUF)	1,502,142	9.5%	1,502,142	9.5%
Mrs. Suman Minda	2,476,140	15.6%	2,476,140	15.6%
Minda Investments Limited	3,399,385	21.4%	3,399,385	21.4%
Pioneer Finest Limited	1,086,807	6.9%	1,086,807	6.9%
India Business Excellence Fund -I	1,376,250	8.7%	1,376,250	8.7%
3% Cumulative redeemable preference shares of ₹10 each (Class 'C')				
Mr. Nirmal K. Minda	1,500,000	42.9%	1,500,000	42.9%
Mrs. Suman Minda	2,000,000	57.1%	2,000,000	57.1%

(f) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash for the period of five years immediately preceding the Balance Sheet date:

Equity shares with voting right includes

(i) 2,405,128 equity shares of ₹10 each fully paid up issued during the year 2010-11 for consideration other than cash to the shareholders of Minda Autogas Limited, pursuant to the scheme of amalgamation.

(ii) 1,120,164 Equity Shares of ₹10 each fully paid up issued during the year 2011-12 for consideration other than cash to the shareholders of Minda Acoustic Limited, pursuant to the scheme of amalgamation.

(g) The Company has not allotted any bonus shares or bought back any shares during the current year or for a period of five years immediately preceding the balance sheet date.

Note 4 Reserves and surplus

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Capital reserve		
Opening balance	227.59	227.59
Add: Addition during the year	-	-
Closing balance	227.59	227.59
Capital redemption reserve		
Opening balance	300.00	300.00
Add: Additions during the year	-	-
Closing balance	300.00	300.00
Securities premium account		
Opening balance	4,461.13	631.48
Add: Premium on conversion of 183,500 3% Cumulative compulsorily convertible preference shares into 1,835,000 Equity shares of ₹10 each, having pari passu rights	-	3,829.65
Closing balance	4,461.13	4,461.13
General reserve		
Opening balance	5,178.30	2,851.25
Add:		
Transferred from erstwhile Minda Acoustic Limited pursuant to scheme of amalgamation (refer to note 39)	-	1,902.03
Transferred from surplus in Statement of Profit and Loss	325.00	450.00
Less:		
Adjustment of transitional provision as per Accounting Standard-15 (Revised)	-	24.98
Closing balance	5,503.30	5,178.30
Surplus in Statement of Profit and Loss		
Opening balance brought forward	16,663.98	10,114.46
Add:		
Net Profit for the year	3,030.61	3,341.25
Amounts transferred from:		
erstwhile Minda Autogas Limited pursuant to scheme of amalgamation	-	4,287.62
Less:		
Dividend paid on converted Compulsorily convertible preference shares (Class B)	-	55.05
Tax on dividend paid	-	8.93
Proposed equity dividend	475.97	475.97
Proposed dividend on 3% Cumulative redeemable preference shares	10.50	10.50
Tax on proposed equity and preference dividend	82.66	78.92
Transfer to general reserve	325.00	450.00
Closing balance	18,800.46	16,663.97
Total reserves and surplus	**29,292.48**	**26,830.99**

Note 5 Long-term borrowings

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Term loans		
Secured		
from banks	3,125.85	3,424.26
from other parties	526.00	-
	3,651.85	3,424.26
Unsecured		
from other parties	7.62	6.01
	3,659.47	3,430.27
Deferred payment liabilities (Unsecured)	1,238.90	1,385.80
	1,238.90	1,385.80
Deposits		
Unsecured	-	25.89
	4,898.37	**4,841.96**

Nature of security:

- from Axis Bank amounting to ₹625 (previous year ₹1,052.72) is secured by first pari passu charge over fixed assets, including plant and machinery, furniture and fixtures, both present and future installed at factory premises and goods purchased under Letter of Credit.	Total loan sanctioned amounting to ₹2,500 (previous year ₹2,500), repayable in 24 quarterly instalments of ₹104.17 each. Rate of interest- 12.50%
- from Axis Bank amounting to ₹nil (previous year ₹285.17) and is secured by first pari passu charge over fixed assets and second pari passu charge over current assets and equitable mortgage of company's immovable properties at Gurgaon, Pune, Sonepat and Pant nagar.	Total loan sanctioned amounting to ₹1,500 (previous year ₹1,500), repayable in 16 quarterly instalments of ₹93.75 each. Rate of interest- 12.50%
- from Axis Bank amounting to ₹750 (previous year ₹986.14) is secured by first pari passu charge over fixed assets and second pari passu charge over current assets and equitable mortgage of Company's immovbale property at Gurgaon, Pune, Sonepat and Pantnagar.	Total loan sanctioned amounting to ₹1,200 (previous year ₹1,200), repayable in 16 quarterly instalments of ₹75 each. Rate of interest- 12.50%
- from HDFC Bank amounting to ₹300 (previous year ₹375) and is secured by first pari passu charge on all the present and future immovable assets and movable plant and machinery consisting of furniture and fixtures, electrical fittings, vehicles, etc. Second pari passu charge on all the book debts and stock in trade both present and future.	Total loan sanctioned amounting to ₹2,000 (previous year ₹2,000). Disbursed amount of ₹375 (previous year ₹375) repayable in 20 quarterly instalments of ₹18.75 each. Rate of interest- Base rate + 2%
- from State Bank of India amounting to ₹734.28 (previous year ₹1,773.84) and is secured by first pari passu charge on all present and future fixed assets and second charge on current assets of the company.	Total loan sanctioned amounting to ₹4,055 (previous year ₹4,055). Disbursed amount of ₹3,595 (previous year ₹3,595) repayable in - 3 instalments during 2009-10 of ₹22 each - 12 instalments during 2010-11 of ₹63.35 each - 12 instalments during 2011-12 of ₹80 each - 12 instalments during 2012-13 of ₹85 each - 7 instalments during 2013-14 of ₹100 each - 1 instalments during 2013-14 of ₹88.80 each Rate of interest- Base rate + 2.90%
- External Commercial Borrowings from Standard Chartered Bank amounting to ₹2752.50 (previous year ₹994.94), is secured by first pari passu charge over all present and future movable fixed assets of the Company. Second pari passu charge over all present and future book debts, outstanding moneys receivables, claims and bills due and all present and future stock in trade consisting of raw materials, finished goods, goods in process of manufacturing and other merchandise etc.	Total loan sanctioned amounting to USD50 lac (previous year USD20 lac), repayable in 16 quarterly instalments of USD3.13 lac Rate of interest- 9.95%
- from HSIDC amounting to ₹788.97 (previous year ₹nil) and is secured by charge on land at Bawal.	Total loan sanctioned amounting to ₹1051.88 (previous year ₹nil). Disbursed amount of ₹1051.88 (previous year ₹nil) repayable in 8 quarterly instalments of ₹131.48 each. Rate of interest- 11% p.a.

- Vehicle loans from banks amounting to ₹132.38 (previous year ₹108.14) are secured against hypothication of respective vehicles financed by them

Note 6 Deferred tax liabilities (net) / assets (net)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Deferred tax liabilities		
Excess of depreciation/amortisation on fixed assets under Income tax laws over depreciation/amortisation provided in accounts	756.89	828.46
	756.89	828.46
Deferred tax assets		
Provision for employee benefits	700.13	451.13
Others	270.42	259.37
	970.55	710.50
Deferred tax liabilities/ (assets)	**(213.66)**	**117.96**

Note 7 Other long-term liabilities

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Others		
Interest accrued but not due on long term borrowings	-	18.38
Capital creditors	329.97	-
	329.97	**18.38**

Note 8 Long-term provisions

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Provision for employee benefits		
Gratuity	1,099.44	947.83
Compensated absences	462.63	359.42
	1,562.07	1,307.25
Others		
Provision for warranty	33.96	233.73
	1,596.03	**1,540.98**

Note 9 Short-term borrowings

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Loans repayable on demand		
Secured		
from banks*	5,885.95	7,455.25
Unsecured		
from banks	-	130.68
	5,885.95	7,585.93
Other loans and advances		
from others (unsecured)**	1,843.83	1,690.56
	7,729.78	**9,276.49**

* **Nature of security:**

S. No.	Bank Name (facility) Details of security	Term of repayment	Max. rate	Min. rate	Outstanding as on 31 March 2013	Outstanding as on 31 March 2012
1	HDFC (Cash Credit) * First Pari Passu charge on all present and future current assets of the Company along with member banks * Second pari passu charge on all present and future movable and immovable assets of the Company along with member banks	within 1 year	B.R.+1.50%	B.R.+1.50%	923.17	1,331.70
2	Axis Bank (Cash Credit) * Primary: First Pari Passu charge by way of hypothecation of entire current assets of the company, both present and future. * Collateral: Second pari passu charge on entire fixed assets of the company, both present and future including pari passu EM over company's immovable property at Gurgaon, Pune, Sonepat and Pantnagar.	within 1 year	BR+2.25%	BR+2%	439.25	1,101.16
3	Citi Bank (Cash Credit) * First Pari Passu charge on present and future stocks and book debts of the Borrower. * Second pari passu charge on the Fixed Assets of the borrower excluding land and building at B-73, Wazirpur Industrial area, New Delhi.	within 1 year	BR+4%	BR +2.50%	85.06	601.75
4	Citi Bank (Cash Credit/ WCDL) * First Pari Passu charge on present and future stocks and book debts of the Borrower. * Second pari passu charge on the Fixed Assets of the borrower excluding land and building at B-73, Wazirpur Industrial area, New Delhi.	10 Feb 2014 (360 Days)	10.75%	10.75%	500.00	-
5	SBI (Cash Credit) * Primary: Pari Passu first charge on all the current assets of the Company including all types of Stocks of raw material, stores, spares, stocks-in-process, finished goods etc, lying in their premises, godowns or eleswhere including goods in transit and company's book debts/receivables (present and future) * Collateral: pari passu second charge on entire fixed assets (present and future) including EM of properties detailed below: a) 34-35 K.M. G.T. Karnal Road, Rasoi, Sonipat b) Immovable property at Village Nawada Fatehpur, Manesar c) B-6, MIDC, Chakan, Pune (21270 Sq. Mtr) d) Plot No. 5, Pant Nagar e) Plot No. 5A, Pant Nagar f) B-1/5, MIDC, Chakan, Pune (18022 Sq. Mtr)	03 May 2013 (90 Days)	BR+2.90%	BR+2.90%	1,816.05	1,952.71
6	Canara Bank (Cash Credit) * Primary: First charge on pari passu basis by way of hypothecation with WC lenders under MBA i.e. Stocks and Receivables (present and future) and other current assets of the company. * Collateral: Second charge on pari passu basis with WC lender under MBA by way of hypothecation/EMT. i.e. Fixed Assets of the company excluding vehicles as under: Plant and Machinery and other misc. assets and Capital WIP. Land and Buidling includes: i) Property at 34-35 KM, G T Karnal Road, Village Rasoi, Distt. Sonepat, Haryana measuring 31 Kanals and 16 Marlas in the name of M/s Minda Industries Ltd. ii) Property Village Nawada, Fatehpur, PO Sikandarpur Badda, Manesar, Gurgaon Haryana measuring 87 Kanal 6 Marlas in the name of M/s Minda Industries Ltd	within 1 year	BR+3%	BR+2%	1,692.41	2,185.69

S. No.	Bank Name (facility) Details of security	Term of repayment	Max. rate	Min. rate	Outstanding as on 31 March 2013	Outstanding as on 31 March 2012
6	Canara Bank (Cash Credit) iii) Property at Plot No. 5A, Sector -10, SIDCUL, Uttaranchal measuring 5950 Sq. Mtr (subsequent to merger of business of M/s Minda Acoustic Ltd) iv) Property at B-6, MIDC, Chakan Industrial Area, Village Mahalunge, Taluka Khed, Distt. Pune measuring 11970 Sq. Mtr in the name of M/s Minda Industries Ltd v) Property at B-6, MIDC, Chakan Industrial Area, Village Mahalunge, Taluka Khed, Distt. Pune measuring 9300 Sq. Mtr in the name of M/s Minda Industries Ltd vi) Property at B-1/5, MIDC Chakan Industrial Area, Village Nagoje, Taluka-Khed, Distt. Pune, Maharastra measuring 18022 sq. Mtr in the name of M/s Minda Industries Ltd	within 1 year	BR+3%	BR+2%	1,692.41	2,185.69
7	Kotak Mahindra Bank Subservient charge on all existing and future current assets and moveable fixed assets of the borrower (excluding assets which are specifically charged to other lenders)	after 90 days	12.90%	10.75%	430.00	282.24
	Total				**5,885.94**	**7,455.25**

** Loan from Bajaj Finance Limited carries interest @ 10.60% p.a. and is repayable maximum within 60 days in case of purchase order discounting and 180 days in case of short term loan respectively.

Note 10 Trade payables

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Trade payables*	14,986.81	16,179.95
	14,986.81	**16,179.95**

* For dues to micro and small suppliers refer to note 52

Note 11 Other current liabilities

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Current maturities of long-term debts*	2,456.16	2,246.79
Interest accrued but not due on long term borrowings	76.02	3.92
Advance from customers	1,349.42	1,152.94
Unpaid dividend	20.61	18.17
Book overdraft	25.41	-
Other payables		
- Statutory dues		
TDS payable	183.60	144.54
Service tax payable	68.08	60.50
Excise payable	100.73	85.81
Sales tax payable	330.12	630.33
PF and ESI payable	106.75	101.23
- Contractually reimbursable expenses	438.71	352.34
- Mark to market loss on derivative contracts	9.77	143.85
Current maturities of deferred payment liabilities	148.40	53.73
	5,313.78	**4,994.15**

*includes current maturities of secured term loans ₹2,431.28 (previous year ₹2151.69). For details refer Note 5

Note 12 Short-term provisions

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Provision for employee benefits		
Gratuity	116.03	33.81
Compensated absences	56.78	11.65
	172.81	45.46
Others		
Provision for wealth tax (net of advances ₹3.57, previous year ₹3.57)	3.89	4.34
Provision for Income Tax (net of advance income tax ₹1,171.51 , previous year ₹1,171.51)	53.49	53.49
Provision for warranty	282.37	311.86
Provision for dividend		
- Provision for proposed equity dividend	475.96	475.96
- Provision for proposed preference dividend	10.50	10.50
- Provision for tax on proposed dividends	82.67	78.92
	908.88	935.07
	1,081.69	**980.53**

Note 13 Fixed assets

As at 31 March 2013

₹ in Lacs

Particulars	Gross block						Accumulated depreciation							Net block	
	Balance as at 1 April, 2012	Additions pursuant to amalgamation	Additions/ Transfers	Disposals	Disposals through hiving off	Balance as at 31 March, 2013	Balance as at 1 April, 2012	On account of amlgamation	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Impairment losses recognised in statement of profit and loss	Eliminated on disposal through hiving off	Balance as at 31 March, 2013	Balance as at 31 March, 2013	Balance as at 31 March, 2012
Tangible															
Land															
Land- Freehold*	1,005.74	-	1,402.85	-	-	2,408.59	-	-	-	-	-	-	-	2,408.59	1,005.74
Land- Leasehold	1,074.97	-	329.27	-	-	1,404.24	131.76	-	8.96	-	-	-	140.72	1,263.52	943.21
Buildings	6,355.78	-	322.20	-	-	6,677.98	1,589.43	-	202.51	0.10	85.35	-	1,877.19	4,800.79	4,766.35
Plant and Machinery**	32,858.86	-	4,470.83	728.62	-	36,601.07	19,179.96	-	3,298.69	345.56	209.93	-	22,343.02	14,258.05	13,678.90
Furniture and Fixtures	491.75	-	44.74	15.76	-	520.73	202.19	-	56.91	6.10	-	-	253.00	267.73	289.56
Vehicles	815.44	-	209.53	205.16	-	819.81	238.34	-	75.49	104.86	-	-	208.97	610.84	577.10
Office Equipment	1,545.29	-	116.96	44.55	-	1,617.70	847.10	-	121.27	30.67	-	-	937.70	680.00	698.19
	44,147.83	-	6,896.38	994.09	-	50,050.12	22,188.78	-	3,763.83	487.29	295.28	-	25,760.60	24,289.52	21,959.05
Intangible															
Goodwill	21.94	-	-	-	-	21.94	21.94	-	-	-	-	-	21.94	-	-
Technical Knowhow	278.89	-	-	-	-	278.89	234.55	-	29.73	10.98	-	-	253.30	25.59	44.34
Computer Software	2,339.79	-	90.89	6.00	-	2,424.68	1,648.55	-	298.98	2.59	-	-	1,944.94	479.74	691.24
	2,640.62	-	90.89	6.00	-	2,725.51	1,905.04	-	328.71	13.57	-	-	2,220.18	505.33	735.58

* includes land amounting to ₹1402.85 (previous year ₹ Nil), yet to be transferred in the name of the company.
**includes borrowing cost capitalised during the year of ₹65.14 (previous year ₹ Nil).

As at 31 March 2012

₹ in Lacs

Particulars	Gross block						Accumulated depreciation							Net block	
	Balance as at 1 April, 2011	Additions pursuant to amalgamation	Additions/ Transfers	Disposals	Disposals through hiving off	Balance as at 31 March, 2012	Balance as at 1 April, 2011	On account of amlgamation	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Impairment losses recognised in statement of profit and loss	Eliminated on disposal through hiving off	Balance as at 31 March, 2012	Balance as at 31 March, 2012	Balance as at 31 March, 2011
Tangible assets															
Land															
Land- Freehold	1,932.16	-	159.75	763.86	322.31	1,005.74	-	-	-	-	-	-	-	1,005.74	1,932.16
Land- Leasehold	979.58	45.42	99.24	-	49.27	1,074.97	44.08	3.45	9.24	-	75.36	0.37	131.76	943.21	935.50
Buildings	6,009.40	236.22	612.37	26.00	476.21	6,355.78	995.25	29.60	233.86	1.25	366.11	34.14	1,589.43	4,766.35	5,014.15
Plant and Machinery	26,353.92	5,030.33	4,487.65	2,077.99	935.05	32,858.86	11,751.55	3,359.40	3,017.78	279.99	1,590.40	259.18	19,179.96	13,678.90	14,602.37
Furniture and Fixtures	438.84	4.27	61.28	1.82	10.82	491.75	165.54	3.05	26.61	0.82	8.91	1.10	202.19	289.56	273.30
Vehicles	759.07	138.74	197.70	240.84	39.23	815.44	283.27	(11.06)	80.46	122.39	8.51	0.45	238.34	577.10	475.80
Office Equipment	1,359.87	151.12	113.75	50.14	29.31	1,545.29	657.79	102.54	91.03	23.93	24.84	5.17	847.10	698.19	702.08
	37,832.84	5,606.10	5,731.74	3,160.65	1,862.20	44,147.83	13,897.48	3,486.98	3,458.98	428.38	2,074.13	300.41	22,188.78	21,959.05	23,935.36
Intangible assets															
Goodwill	-	21.94	-	-	-	21.94	-	21.94	-	-	-	-	21.94	-	-
Technical Knowhow	329.36	-	31.43	-	81.90	278.89	122.19	-	6.94	-	118.83	13.41	234.55	44.34	207.17
Computer Software	1,956.80	241.67	171.55	20.35	9.88	2,339.79	1,177.04	81.44	381.98	2.94	13.07	2.04	1,648.55	691.24	779.76
	2,286.16	263.61	202.98	20.35	91.78	2,640.62	1,299.23	103.38	388.92	2.94	131.90	15.45	1,905.04	735.58	986.93

Note 14 Non-Current Investments

(Non trade, unquoted investments, at cost)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Investments in Equity Instruments		
(i) Subsidiaries		
Minda Auto Components Limited - 210,200 equity shares (previous year 210,200 equity shares) of ₹10 each	21.02	21.02
Minda Kyoraku Limited - 29,550,000 equity shares (previous year 29,550,000 equity shares) of ₹10 each (Out of the above 8,740,000 equity shares (previous year 8,740,000 equity shares) issued at a premium of ₹2.5 each)	3,173.50	3,173.50
Minda Distribution and Services Limited - 1,987,600 equity shares (previous year Nil equity shares) of ₹10 each	198.76	-
Global Mazinkert, S.L. - 3,600 equity shares (previous year Nil equity shares) of €1 each	2.55	-
(ii) Associates		
Mindarika Private Limited - 2,707,600 equity shares (previous year 2,707,600 equity shares) of ₹10 each	700.73	700.73
Minda NexGenTech Limited - 3,120,000 equity shares (previous year 2,470,000 equity shares) of ₹10 each	312.00	247.00
(iii)Joint Ventures		
Minda Emer Technologies Limited - 2,230,000 equity shares (previous year 2,230,000 equity shares) of ₹10 each	223.00	223.00
M J Casting Limited - 23,845,000 equity shares (previous year 14,345,000 equity shares) of ₹10 each	2,384.50	1,434.50
(iv) Others		
PT Minda Asean Automotive (Indonesia) - 20,250 equity shares (previous year 20,250 equity shares) of US$10 each"	88.85	88.85
Investments in partnership firms**		
- Auto Component	587.37	494.26
- Yogendra Engineering	172.35	254.24
	7,864.63	6,637.10
Less: Other than temporary diminution in value of investment in Minda NexGenTech Limited*	312.00	-
	7,552.63	**6,637.10**

* Aggregate provision for diminution of non current investment is ₹312 (previous year ₹nil)

**Investment in Partnership Firms

Partnership Firm	Name of the Partners	As at 31 March 2013 Share in Profit (%)	As at 31 March 2012 Share in Profit (%)
Auto Component	Minda Industries Limited	48.90	48.90
	Nirmal K. Minda	25.55	25.55
	Pallak Minda	25.55	25.55
Yogendra Engineering	Minda Industries Limited	48.90	48.90
	Sanjeev Garg	22.50	22.50
	Birender Garg	22.50	22.50
	Suman Minda	6.10	6.10
Total Capital of the firm		Amount	Amount
Auto Component		1,213.60	1,101.51
Yogendra Engineering		352.46	519.93

Note 15 Long term loans and advances

(Unsecured and considered good)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
To parties other than related parties		
Capital advances	571.87	592.80
Advance income tax (net of provision for tax ₹3,973.48, previous year ₹2,800.64)	692.89	909.41
Security deposits	551.48	382.29
Advance to vendors	208.50	-
	2,024.74	1,884.50

Note 16 Other non-current assets

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Others		
Foreign currency receivable	220.22	-
Bank deposits (due to mature after 12 months from the reporting date)	57.49	-
Duty entitlement available	-	146.85
Retention money with customers	131.24	-
	408.95	**146.85**

Note 17 Current investments

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Non trade, unquoted investments in equity instruments, at cost		
Associates		
Minda Autocare Limited	-	73.17
Nil equity shares (previous year 140,150 shares) of ₹10 each		
	-	**73.17**

Note 18 Inventories

(At lower of cost and fair value, unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Raw materials [Goods in transit ₹96.32 (previous year ₹196.57)]	3,347.06	4,063.46
Work-in-progress	736.50	1,120.39
Finished goods [Goods in transit ₹120.65 (previous year ₹121.69)]	604.99	597.89
Stock-in-trade	2.81	-
Stores and spares	688.71	765.95
Loose tools	455.44	535.93
	5,835.51	**7,083.62**

Note 19 Trade receivables*

(Unsecured, considered good unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Trade receivables outstanding for a period exceeding six months from due date		
Unsecured considered good	265.95	169.21
Doubtful	149.64	100.04
	415.59	269.25
Less: Provision for doubtful debts	149.64	100.04
	265.95	169.21
Other receivables		
Unsecured considered good	17,155.36	18,385.71
	17,421.31	18,554.92

* Trade receivables (unsecured, considered good) include ₹1,055.84 (previous year ₹1,254.66) due from private companies in which any director is a director.

Note 20 Cash and bank balances

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Cash and cash equivalents		
Cash in hand	27.21	26.31
Cheques, drafts in hand	-	3.51
Balances with banks		
- on current accounts*	1,429.32	1,100.39
- on deposit accounts (with original maturity of 3 months or less)**	1,344.74	3,158.67
	2,801.27	4,288.88
Others		
Cash on imprest accounts	2.72	2.18
Bank deposits (due for realisation within 12 months of the reporting date)**	384.80	485.01
Unpaid dividend accounts	20.61	18.17
	408.13	505.36
	3,209.40	4,794.24
*includes Escrow account amounting to ₹83.12 (previous year ₹ Nil)		
**Deposit accounts amounting to ₹344.66 (previous year ₹181.51) is lien under banks and other government authorities.		
Detail of bank deposits		
- On deposit accounts with original maturity of 3 months or less included under 'Cash and eash equivalents'	1,344.74	3,158.67
- On deposit accounts due to mature within 12 months of reponing date included under 'Other bank balances'	384.80	485.01
- On deposit accounts due to mature after 12 months of reponing date included under 'Other non-current assets'	57.49	-
Total	**1,787.03**	**3,643.68**

Note 21 Short-term loans and advances*

(unsecured, considered good unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Loans to related parties**	225.00	-
To parties other than related parties		
Security deposits	95.43	63.34
Prepaid expenses	284.91	157.21
Advance to suppliers	2,320.09	2,652.96
Doubtful advances	21.98	-
Provision for bad/doubtful loans and advances	(21.98)	-
Others		
Advances to employees	124.53	140.63
MAT credit entitlement	-	67.31
Balances with government authorities	989.96	1,019.02
	4,039.92	4,100.47

* Loan to related parties include:

** M J Casting Limited- ₹225 (previous year ₹Nil)

Note 22 Other current assets

(unsecured, considered good)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Interest income accrued on fixed deposits	106.05	43.32
Duty entitlement available	114.17	48.95
Forward currency receivable	63.12	151.84
Insurance claims receivable	2.75	15.60
Silver coins/items	3.07	2.60
	289.16	**262.31**

Note 23 Revenue from operations*

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Sale of products**		
Finished goods	112,595.60	115,883.59
Traded goods		
Renewable Energy efficient lighting products	276.33	929.49
Sale of products (gross)	112,871.93	116,813.08
Less: Excise duty	9,781.17	8,490.32
Sale of products (net)	103,090.76	108,322.76
Sale of services	1,383.95	916.09
Other operating revenues	1,154.51	1,301.56
	105,629.22	110,540.41

* refer note 49

**Includes prior period income ₹178.70 (previous year ₹ Nil)

Note 24 Other income

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Interest income	272.78	189.96
Dividend income	85.70	123.18
Share of profit from partnership firms	527.63	612.56
Net gain on foreign currency transactions and translation (other than considered as finance cost)	-	223.30
Profit on sale of fixed assets (net)	172.68	107.98
Other non-operating income		
Liabilities / provisions no longer required written back	26.99	330.74
Excess provision of income tax written back	-	1.00
Miscellaneous income	8.10	11.27
	1,093.88	**1,599.99**

Note 25 Cost of materials consumed*

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Raw materials (including purchased components and packing material consumed)		
Opening inventories	4,063.46	4,357.54
Purchases	70,844.95	73,626.53
Closing inventories	3,347.06	4,063.46
	71,561.35	**73,920.61**

* refer note 50

Note 26 Changes in inventories

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Inventories at the end of the year:		
Work-in-progress	736.50	1,120.39
Finished goods (other than those acquired for trading)	604.99	597.89
Stock-in-trade (acquired for trading)	2.81	-
	1,344.30	1,718.28
Inventories at the beginning of the year:		
Work-in-progress	1,120.39	1,858.40
Finished goods (other than those acquired for trading)	597.89	513.99
Stock-in-trade (acquired for trading)	-	220.38
	1,718.28	2,592.77
Net (increase) / decrease in stocks	**373.98**	**874.49**

Note 27 Employee benefits

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Salaries, wages and bonus*	9,979.83	10,487.29
Gratuity	360.31	395.39
Compensated absences	311.10	206.69
Contribution to provident and other funds (refer to note 45)	748.86	786.36
Staff welfare and other expenses	1,097.14	1,157.25
	12,497.24	**13,032.98**

* includes prior period expenses of ₹Nil (previous year- ₹27.24)

Note 28 Finance costs*

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Interest expense on borrowings	1,451.50	1,741.89
Other finance costs	131.16	98.15
	1,582.66	**1,840.04**

*Includes prior period charges ₹93.90 (previous year ₹ nil)

Note 29 Depreciation and amortisation*

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Depreciation on tangible assets	3,763.83	3,393.22
Amortisation on intangible assets	328.71	454.68
	4,092.54	**3,847.90**

* includes prior period expenses of ₹10.45 (previous year- ₹65.75)

Note 30 Other expenses

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Consumption of stores and spare parts	1,503.08	1,801.68
Job work charges	1,141.66	1,494.15
Power and fuel	2,273.48	2,263.33
Rent	820.53	794.60
Repairs and maintenance:		
Buildings	248.63	330.52
Machinery	715.41	675.10
Others	56.46	91.82
Insurance	94.66	87.16
Rates and taxes	33.72	83.10
Travelling and conveyance	1,447.30	1,673.55
Legal and professional	944.04	819.84
Payments to auditors*	56.17	36.61
Fixed assets scrapped/ written off	75.26	40.99
Provision for doubtful trade and other receivables, loans and advances (net)	125.61	131.20
Royalty expenses	127.86	100.64
Freight and other distribution overheads	993.92	946.53
Warranty rejection	221.33	1,527.71
Printing and stationery	185.18	208.67
Charity and donation	108.31	96.46
Net loss on foreign currency transactions and translation (other than considered as finance cost)	0.80	-
Expenses relating to earlier years	10.96	74.05
Miscellaneous expenses	1,034.35	1,427.41
	12,218.72	**14,705.12**

Note:		
* Payments to the auditors (excluding service tax)		
Statutoy audit	26.00	25.00
Limited review of quarterly results	16.00	7.00
Consolidation fees	3.00	3.00
Reimbursement of expenses	5.15	-
Other services	6.02	1.61
	56.17	**36.61**

Note 31 Exceptional Items

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Profit on sale of fixed assets- Hiving off (refer to note 40)	-	958.83
Profit on sale of fixed assets- Land sale	-	1,331.96
Net gain on sale of long-term investments (refer to note 42)	99.72	-
Impairment of fixed assets (Loss) (refer to note 35)	(295.28)	(2,206.03)
Dimunition in value of investments (Loss) (refer to note 36)	(312.00)	-
Insurance claim received (Net gain) (refer to note 38)	215.39	105.66
	(292.17)	**190.42**

Note 32 Earnings per share

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Net profit after tax as per Statement of Profit and loss	3,030.61	3,341.25
Adjustment to net profit after tax:		
Dividend on Preference Shares and Dividend Tax thereon.	12.28	12.20
Net profit attributable to equity shares	3,018.33	3,329.05
Weighted average number of Equity Shares (in Nos.):		
for Basic EPS	158.65	158.65
for Diluted EPS	158.65	158.65
Basic earnings per share in rupees (Face value ₹10 per share) (In rupees)	19.02	20.98
Diluted earnings per share in rupees (Face value ₹10 per share) (In rupees)	19.02	20.98
Calculation of weighted average number of shares for basic/diluted earnings per share		
Opening and closing balance of Equity Shares	158.65	158.65
	158.65	**158.65**

Note 33. Contingent liabilities

(a) Claims made against the Company not acknowledged as debts (including interest, wherever applicable):

Name of the statute	Nature of the dues	Amount	Period to which the amount relates	Forum where dispute is pending
Income Tax Act,1961	Income Tax	7.48	Assessment year 2002- 2003	Referred back to AO by Delhi High Court
Income Tax Act,1961	Transfer pricing – Against Section 143 (3) and Section 144C	686.00	Assessment year 2006- 2007	Referred back to Dispute Resolution Panel by Income Tax Appellate Tribunal
Income Tax Act,1961	Income Tax	10.33	Assessment year 2007- 2008	Income Tax Appellate Tribunal
Income Tax Act,1961	Income Tax	7.03	Assessment year 2009- 2010	Commissioner (Appeals) of Income Tax

Contingent liabilities relating to other cases ₹23.20 (previous year ₹14.70).

Future cash outflows in respect of the above would be determinable on finalization of judgments /decisions pending with various forums / authorities.

(b) Corporate guarantee: Corporate guarantee given by the Company and outstanding as at 31 March 2013 amounting to ₹3,200(previous year ₹ 1,500) in respect of loans borrowed by related party. Further, the Company has also provided a 'letter of comfort' amounting to ₹3,877(previous year ₹1,777) in respect of a loan taken by a related party from banks.

(c) As per an agreement executed with Maruti Suzuki India Ltd (MSIL) under the 'Maruti Car Scheme', a loan facility was granted to the Company's employees and other associates, whereby the Company has guaranteed to repay the loan in case of any default. The amount outstanding as at 31 March 2013 is ₹11.51 (previous year ₹32.61).

(d) The export obligations outstanding as at 31 March 2013 amount to ₹4,035.38(previous year ₹5,644.76).

(e) The Company has availed sales tax incentives for its unit at Gurgaon, Haryana, from the Government of Haryana as sales tax capital subsidy amounting to ₹225.65 (previous year ₹225.65). In accordance with Scheme of Government of Haryana for Development of Industries, the amount may be refundable to the government, if specified conditions are not fulfilled, within the prescribed time.

Note 34.Capital and other commitments (net of advance)

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) as at 31 March 2013 aggregates to ₹973.51 (previous year ₹1,754.02).

Note 35. Impairment

(i) The Battery division of the Company has been incurring continuous losses. The shareholders of the Company had approved the hiving off of this division to a separate entity through postal ballot on 28 December 2011. Subsequently, the Board of Directors in their meeting held on 30 March 2012 reviewed the financial position of the division and decided to revive the unit and approved to scale down the operations instead of hiving off division. Accordingly, the Board's approval was considered as withdrawn and the operations of the Battery Division were disclosed under 'Revenue from operations'.

Management has, however, created an impairment charge amounting to ₹186.35 (previous year ₹2,206.03) as at 31 March 2013 based on the projected cash flow (previous year on the basis of valuation of independent valuer). The carrying value of tangible fixed assets of the battery division after providing for the above mentioned impairment charge amounts to ₹1,544.96 (previous year ₹1,994.42) as at 31 March 2013. The same has been disclosed as an exceptional item in the Statement of Profit and Loss.

(ii) During the current year, the company has recorded an impairment charge of ₹108.92 being the excess of carrying value of fixed assets of Autogas division over its recoverable amount. The same has been disclosed as an exceptional item in the Statement of Profit and Loss.

Note 36. Diminution in the value of investment

During the current year, the company has recorded diminution other than temporary in the value of investment amounting to ₹312. Such diminution has been recorded as an exceptional item in the Statement of Profit and Loss.

Note 37. Purchase of Investment

(i) The company has acquired 100% shares of Minda Distribution and Services Limited during the current year.

(ii) The company has acquired 100% shares of Global Mazinkert S.L., Spain (SPV) on 26 March 2013. The paid up capital of the company is Euro 3600. This SPV has acquired 100% shareholding of Clarton Horn, Spain from PMAn Domestic AG, Germany subsequent to the year end, on 15 April 2013 for Euro 6.8 million. The company Clarton Horns is a leading manufacturer of automotive electronic horns supplying to all major OEMs in Europe.

Note 38. Fire at Light division, Pune

During the previous year, one of the manufacturing facilities of the Light division at Pune had incurred loss of fixed assets and inventory on account of fire. The break-up of assets damaged (i.e. WDV) and expenses due to fire are as follows:

Particulars	Amount
Inventory	75.01
Fixed assets	
- Buildings	24.76
- Plant and machinery	674.58
- Office equipment	5.44
Expenses	184.21
Total	**964.00**

The Company had filed a claim with its insurers and the claim is expected to be settled at a total amount of ₹1,320 (based on replacement cost of the assets). As at 31 March 2013, out of the above, the Company has received ₹215.39 (previous year ₹1,070) from the insurance company as an interim payment. The same has been disclosed as an 'Exceptional item' in the Statement of Profit and Loss.

Note 39. Amalgamation

During the previous year, the Honorable High Court of Delhi vide it's order dated 25 August 2011, approved the scheme of Amalgamation of Minda Acoustic Limited (Transferor Company) with the Company as per the provisions of section 391 to 394 and other related provisions of the Companies Act, 1956. The transferor company is engaged in the business of manufacturing and marketing of automotive horns for disks of two, three and four wheelers. The amalgamation was in the nature of a purchase and had been accounted for under the pooling of interests method. The appointed date of the amalgamation as per the scheme was 1 April 2010. The effective date of amalgamation being the date of filing the order with the Registrar of Companies (ROC) was 26 September 2011.

As per the scheme sanctioned

a) All assets and liabilities recorded in the books of the transferor company have been transferred at their respective book values in the books of the Company as on the appointed date.

b) All assets, liabilities, rights and obligations of the transferor company have been transferred and stand vested with the Company with effect from the appointed date.

c) The valuation exercise was carried out by independent valuers and swap ratios were considered based on their reports. Accordingly, the equity shares were allotted as under:

- 1,120,164 equity shares of ₹10 each of the Company were issued to the shareholders of the transferor company in the ratio of 100 fully paid equity shares of ₹10 each of the Company for each 1,798 fully paid up equity shares of ₹10 each held in the transferor company as on record date.

The difference between the amount of share capital of the erstwhile Minda Acoustic Limited (MAL) and the amount of fresh share capital issued by the Company on amalgamation amounting to ₹1,902.04 has been treated as General Reserve as detailed below:

Particulars	As at 1 April 2011
Assets	
Net fixed assets	2,306.28
Current assets	6,886.90
Deferred tax assets	216.52
Liabilities	
Secured loan	(448.26)
Current liabilities and provisions	(2,291.26)
Reserve and surplus	
General reserve	(2,500.00)
Capital reserve	(22.31)
Profit and loss A/c (Reserve and Surplus)	(1,765.31)
Net assets/(liabilities)	**2,382.56**
MIL investment in shares of Minda Acoustic Limited	(368.50)
Shares issued by MIL to MAL Shareholders except MIL shareholding	(112.02)
Amount transferred to general reserve	**1,902.04**

As per the scheme, the equity shares shall rank pari-passu in all respects with the existing equity shares of the Company.

Note 40.Discontinued operations

During the previous year, the Board of Directors of the Company at its meeting held on 10 August 2011 approved the hiving off of the Blow-moulding division of the Company and issued the notice for postal ballot for shareholder's approval. Approval of shareholders for hiving off the Blow Moulding division was received on 27 September 2011 and the assets and liabilities of the Blow Moulding Division were transferred to Minda Kyoraku Limited, a subsidiary, at a fair value amounting to ₹2,276.71 as on 31 December 2011 based on a business/ asset transfer agreement. The Company earned a profit amounting to ₹958.83 on the transaction and the surplus was disclosed under 'Exceptional Items' in the Statement of Profit and Loss during the previous year.

The financial information on this discontinued business for the previous year is detailed below:

Particulars	For the year ended 31 March 2012
Net Profit/(Loss) before tax from ordinary activities	67.76
Income tax expense related to above	13.61
Profit/(Loss) on disposal of discontinued business (pre-tax)	958.83
Income tax expense related to above	196.34

Note 41.

During the year 2002-03, the Director, Town and Country Planning, Chandigarh issued a demand notice on the Company amounting to ₹39.51 towards revised CLU (change of land use) charges for the land situated at Village Nawada Fatehpur, P.O. Sikanderpur Badda, Gurgaon, Haryana. The Company paid ₹1.58 and had also filed a Special Leave Petition (SLP) with the Hon'ble Supreme Court of India, basis which a leave had been granted. Further, the Company had deposited ₹9.50 as under protest with the authorities. During the previous year, the Company had filed a writ petition with the High Court of

Punjab and Haryana in order to cancel the demand notice and obtain a stay on the balance demand. Further, the Company had withdrawn the petition and accordingly had agreed to pay the total liability of ₹39.51 and the interest thereon amounting to ₹31.27, towards revised CLU charges after adjusting the amount of ₹9.50 paid earlier.

Note 42. Sale of investment

During the current year, the Company has disposed off its investment in the equity shares of Minda Automotive Solutions Limited (formerly known as Minda Autocare Limited) to Minda Corporation Limited. The carrying value of these investments was ₹73.17 as at 31 March 2012. The profit on sale of investment amounting to ₹99.72 (net of taxes) has been recognized in the Statement of Profit and Loss for the year ended 31 March 2013. The same has been disclosed as an 'Exceptional item' in the Statement of Profit and Loss.

Note 43. Segment Information

Disclosure requirements under Accounting Standard 17 on 'Segment Reporting', specified by the Companies (Accounting Standards) Rules, 2006 are not applicable as the Company's business activity falls within a single primary business segment (i.e. manufacturing of automotive parts and accessories) and geographical segment.

Note 44. Related Party Disclosures

(i) Related parties where control exists:

Subsidiaries	Minda Auto Components Limited Minda Kyoraku Limited Minda Distribution & Services Limited Global Mazinkert SL, Spain

(ii) Other related parties with whom transactions have taken place during the year/ previous year and the nature of related party relationship:

Associates	Auto Component (Firm) Yogendra Engineering (Firm) Mindarika Private Limited Minda NexGenTech Limited
Joint ventures (jointly controlled entities)	M J Casting Limited Minda Emer Technologies Limited
Key management personnel	Mr. Nirmal K. Minda, Chairman and Managing Director('CMD')
Relatives of key management personnel	Mrs. Suman Minda (wife of CMD) Mrs. Paridhi Minda Jindal (daughter of CMD) Mrs. Pallak Minda (daughter of CMD)
Other entities over which key management personnel is able to exercise significant influence	Minda Finance Limited Minda Investments Limited Minda International Limited Minda Corporation Limited Nirmal K. Minda (HUF) Minda Industries (Firm) Minda Automotive Limited Minda Spectrum Advisory Limited Samaira Engineering (Firm) S.M. Auto Industries (Firm)

(iii) Transactions with related parties

Transactions with related parties	Subsidiaries		Associates		Joint Venture Companies		Entities over which key management personnel excercises significant influence		Key management personnel and relatives	
	For the year ended 31 March 2013	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2012	For the year ended 31 March 2013	For the year ended 31 March 2012
Sale of goods	9,682	3,891	903	6,972	15	24	35	93	-	-
Purchase of goods	4	2	710	719	48	2	3,550	292	-	-
Sale of fixed assets	129	61	7	38	10	41	-	-	-	-
Purchase of fixed assets	70	-	16	-	-	-	-	-	-	-
Payable on account of employee benefits	-	-	-	-	30	-	-	-	-	-
Expenses recovered	45	43	3	17	7	136	248	-	-	-
Re-imbursement of expenses	55	-	13	37	8	14	65	179	-	-
Services rendered	89	4	461	382	94	91	84	-	-	-
Remuneration	-	-	-	-	-	-	-	-	152	136
Rent paid	-	-	-	-	-	-	707	638	57	99
Electricity paid	-	-	-	-	-	-	465	-	-	22
Job work charges	-	-	-	-	-	13	-	-	-	-
Dividend received	-	-	41	81	-	-	-	-	-	-
Interest paid	-	-	-	-	-	-	-	3	-	1
Interest received	-	-	-	-	17	5	-	-	-	-
Share of profits	-	-	528	613	-	-	-	-	-	-
Royalty received	-	-	59	59	-	-	28	-	-	-
Dividend paid on equity share Capital	-	-	-	-	-	-	155	133	156	123
Dividend paid on 3% cumulative redeemable preference share capital	-	-		-	-	-	-	-	11	11
Investment in shares	201	3,174	65	247	950	1,563	-	-	-	-
Sale of shares	-	-	-	-	-	-	194	-	-	-
Credit balance outstanding at the end of the year										
- Fixed deposits	-	-	-	-	-	-	-	-	-	7
- Unsecured loan	-	-	-	-	225	-	-	-	-	-
Balance outstanding										
Receivable/(payable)	509	395	434	1,517	178	38	153	287	-	-
Guarantee / Letter of comfort	1,700	-	-	1,500	2,100	1,777	-	-	-	-

Details of related parties with whom transactions exceed 10% of the class of transaction:

Related party	Nature of transaction	For the year ended 31 March 2013	For the year ended 31 March 2012
Minda Auto Components Limited	Sale of goods	3,784	3,891
Minda Distribution and Services Limited	Sale of goods	5,743	-
Minda Autocare Limited	Sale of goods	-	6,076
Minda NexGenTech Limited	Purchase of goods	586	577
Minda Auto Components Limited	Sale of fixed assets	127	61
Mindarika Private Limited	Sale of fixed assets	4	17
Minda Emer Technologies Limited	Sale of fixed assets	8	30
Minda Kyoraku Limited	Receivables	71	284
Minda NexGenTech Limited	Receivables	31	507
Minda Distribution and Services Limited	Receivables	341	-
Minda Autocare Limited	Receivables	-	836
Minda Investment Limited	Reimbursement of expenses	18	452
Mindarika Private Limited	Services Rendered	460	366
Minda Emer Technologies Limited	Services Rendered	48	73
Auto Component (Firm)	Share of Profits	143	196
Yogendra Engineering (Firm)	Share of Profits	385	417
Minda NexGenTech Limited	Gurantee Given	-	1,500
Minda Kyoraku Limited	Guarantee Given	1700	-
M J Casting Limited	Letter of comfort	2,100	1,777
Yogendra Engineering (Firm)	Royalty Received	47	47
M J Casting Limited	Investment in Shares	950	1,435
Minda Kyoraku Limited	Investment in Shares	-	3,174
Mr Nirmal K Minda	Remuneration	152	136
Nirmal K Minda (HUF)	Equity Dividend	41	41
Minda Investment Limited	Equity Dividend	85	85
Mr. Nirmal K Minda	Equity Dividend	51	51
Mrs. Suman Minda	Equity Dividend	62	62
Minda Investment Limited	Rent	655	592
Minda Corporation Limited	Sale of Shares	194	-
Global Mazinkert SL, Spain	Investment in shares	2	-

Note 45. Disclosure pursuant to Accounting Standard-15 on "Employee Benefits"

a) Pursuant to the adoption of Accounting Standard (AS) 15 (revised 2005) "Employee Benefits", the additional obligations of the Company with respect to certain employee benefits upto 31 March 2007 amounted to ₹Nil (previous year ₹184.92) has been adjusted from the general reserve.

b) **Defined contribution plan**

An amount of ₹609.07(previous year ₹632.66) for the year, has been recognized as an expense in respect of the Company's contribution towards Provident Fund, deposited with the government authorities and has been included under employee benefit expense in the Statement of Profit and Loss. Further, an amount of ₹39.48 (previous year ₹37.61) for the year, has been recognized as an expense in respect of the Company's contribution towards Superannuation Fund, and has been included under employee benefit expense in the Statement of profit and loss.

c) **Defined benefit plans**

Gratuity is payable to all eligible employees of the Company on retirement/exit, death or permanent disablement in terms of the provisions of the Payment of Gratuity Act or as per the Company's Scheme, whichever is more beneficial.

The obligation for compensated absences is recognized in the same manner as Gratuity.

(i) Changes in present value of obligation:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Present value of obligation as at the beginning of the year	1,131.71	659.61	371.07	252.91
Acquisition adjustment	(6.42)	(1.10)	-	-
Interest cost	93.36	56.07	30.61	21.50
Past service cost	-	-	-	-
Current service cost	177.32	161.85	112.69	93.06
Curtailment cost/(credit)	-	-	-	-
Settlement cost/(credit)	-	-	-	-
Benefits paid	(113.10)	(74.86)	(148.19)	(144)
Actuarial (gain)/loss on obligation	82.68	330.14	153.24	147.60
Present value of obligation as at the end of year	1,365.55	1,131.71	519.42	371.07
- Long term	1,249.51	1,097.90	462.64	359.42
- Short term	116.04	33.81	56.78	11.65
	1,365.55	1,131.71	519.42	371.07

(ii) Changes in the fair value of plan assets:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Fair value of plan assets at the beginning of the year	258.37	239.78	-	-
Acquisition adjustment	-	(1.10)	-	-
Expected return on plan assets	21.32	19.78	-	-
Contributions	-	-	-	-
Benefits paid	-	-	-	-
Excess of actual over estimated return on plan asset	-	(0.09)	-	-
Fair value of plan assets at the end of the period	279.69	258.37	-	-

(iii) Actuarial gain/ loss recognized is as follows:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Actuarial gain/(loss) for the year – obligation	(82.68)	(330.14)	(153.24)	(147.60)
Actuarial (gain)/loss for the year - plan assets	-	0.09	-	-
Total (gain)/loss for the year	82.68	330.23	153.24	147.60
Actuarial (gain)/ loss recognized in the year	82.68	330.23	153.24	147.60
Unrecognized actuarial (gain)/losses at the end of year	-	-	-	-

(iv) The amounts recognized in the Balance Sheet are as follows:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Present value of obligation as at the end of the year	1,365.55	1,131.71	519.42	371.07
Fair value of plan assets as at the end of the year	279.69	258.37	-	-
Unfunded status	(1,085.86)	(873.34)	(519.42)	(371.07)
Excess of actual over estimated	-	(0.09)	-	-
Unrecognized actuarial (gains)/losses	-	-	-	-
Net asset/(liability)recognized in balance sheet	(1,085.86)	(873.34)	(519.42)	(371.07)

(v) Expenses recognized in the Statement of Profit and Loss:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Current Service Cost	177.32	161.85	112.69	93.06
Past Service Cost	-	-	-	-
Interest cost	93.36	56.07	30.61	21.50
Expected return on plan assets	(21.32)	(19.78)	-	-
Curtailment cost / (Credit)	-	-	-	-
Settlement cost / (credit)	-	-	-	-
Net actuarial (gain)/ loss recognized in the year	82.68	330.23	153.24	147.60
Expenses recognized in the statement of profit and losses	332.06	528.37	296.54	262.16

(vi) Experience adjustments

Particulars	Gratuity				
	For the year ended				
	31 March 2013	31March 2012	31 March 2011	31 March 2010	31 March 2009
Defined benefit obligation	(42.16)	(112.39)	(40.53)	44.83	-
Plan assets	-	(1.29)	-	0.01	-

(vii) Enterprise best estimate of contribution during the next year is

Particulars	Amount
Leave Encashment	197.12
Gratuity	399.44

(viii) Principal actuarial assumptions at the Balance Sheet date are as follows:

a) Economic assumptions: The principal assumptions are the discount rate and salary growth rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate taking account of inflation, seniority, promotion and other relevant factors on long term basis.

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Discount rate per annum	8.25%	8.50%
Salary Escalation Rate (per annum)	8%	8%
Withdrawal rates		
Age - Upto 30 years	3%	3%
31-44 years	2%	2%
Above 44 years	1%	1%
Mortality rate	LIC (1994-96)	LIC (1994-96)

b) Demographic assumptions:

Particulars	Assumptions as at 31 March 2013	Assumptions as at 31 March 2012
i) Retirement Age (Years)	58	58
ii) Mortality Table	LIC (1994-96)	LIC (1994-96)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Up to 30 years	3.00	3.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00

c) **Transfer of employees**

During the current year, certain employees of Minda Industries Limited (the Company) were transferred to Minda Emer Technologies Limited ('METL'). As per the terms of the agreement, the liability on account of gratuity and compensated absences for employee until date of transfer will be borne by the Company. The amount payable to METL towards gratuity is ₹21.29 and towards compensated absences is ₹8.22.

Note 46.CIF value of imports

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Raw material	6,582.87	6,409.78
Stores and spares	306.28	169.16
Capital goods	931.46	1,387.47
Others	121.45	8.47
Total	**7,942.06**	**7,974.88**

Note 47. Earnings in foreign currency

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
FOB value of exports	8,994.37	8,613.40
Royalty/design fee/management fee	241.37	797.28
Dividend	-	41.94
Total	**9,235.74**	**9,452.62**

Note 48. Expenditure in foreign currency

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Travelling	115.69	176.79
Royalty	127.86	100.47
Technical know how	42.07	0.51
Others	401.31	330.05
Total	**686.93**	**607.82**

Note 49. Details for finished goods

Manufactured Goods	Sale value	Closing inventory	Opening inventory
Finished Goods			
Switches	63,395.97	303.94	226.41
Head Lamps, Tail Lamps and Spares	24,357.65	189.90	199.19
Horns	13,497.13	91.14	113.76
Batteries	1,006.10	17.46	11.05
LPG/CNG kits	557.44	2.38	37.62
Others	0.14	0.17	9.86
Traded Goods			
LED/Street light	276.34	2.81	-
Total	**103,090.77**	**607.80**	**597.89**

Work in Progress	For the year ended 31 March 2013	For the year ended 31 March 2012
Switches	338.48	619.80
Head lamps, Tail lamps and Spares	204.09	154.73
Horns	95.35	85.42
Batteries	87.60	238.28
LPG/CNG Kits	10.31	19.28
Others	0.67	2.88
Total	**736.50**	**1,120.39**

Note 50. Details of consumption

(a) Details of Raw materials/Packing materials consumed during the year exceeding 10% individually

Particulars	For the year ended 31 March 2013		For the year ended 31 March 2012	
	Amount	%	Amount	%
Handle Bar	3,304.87	4.62	8,909.92	11.93
Plastics	11,190.17	15.64	8,470.89	11.34
Die Castings	8,701.76	12.16	8,298.53	11.11
Others	48,364.55	67.58	49,009.36	65.62
Total	**71,561.35**	**100**	**74,688.70**	**100**

(b) Value of Imported and indigenous materials consumed

Particulars	For the year ended 31 March 2013		For the year ended 31 March 2012	
	Amount	%	Amount	%
Raw material				
Imported	6,127.83	8.56	7,290.90	9.76
Indigenous	65,433.52	91.44	67,397.80	90.24
Total	**71,561.35**	**100**	**74,688.70**	**100.00**
Stores and spare parts				
Imported	37.09	2.47	179.67	10.02
Indigenous	1,465.99	97.53	1,612.99	89.98
Total	**1,503.08**	**100.00**	**1,792.66**	**100.00**

(c) No item in purchase of stock in trade exceeds 10% of total purchases.

Note 51. Particulars of unhedged foreign currency exposure

Currency	As at 31 March 2013			As at 31 March 2012		
	Foreign currency Amount in lacs	Exchange rate (in ₹)	Rupees in lacs	Foreign currency Amount in lacs	Exchange rate (in ₹)	Rupees in lacs
Trade Receivables						
USD	47.76	53.83	2570.71	39.44	50.10	1,976.02
EUR	9.37	68.73	644.30	8.77	67.73	593.79
JPY	154.32	0.57	87.87	289.54	0.63	183.02
GBP	0.03	81.38	2.44	-	-	-
Trade Payables						
USD	8.89	55.05	489.22	15.29	49.51	757.11
JPY	1.64	0.59	0.96	340.84	0.65	221.55
EUR	1.05	70.39	74.00	1.62	64.41	104.58
GBP	0.02	83.40	1.31	0.01	77.18	0.81
TWD	-	-	-	0.19	1.79	0.34
CNY	-	-	-	0.03	8.21	0.24
HKD	-	-	-	0.01	6.89	0.10

Note 52.

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with their customers the Entrepreneurs Memorandum number as allocated after filing of the said Memorandum. Accordingly, the disclosures in below respect of the amounts payable to such enterprises as at the year end has been made based on information received and available with the Company.

Particulars	As at 31March 2013	As at 31March 2012
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
- Principal	331.84	-
- Interest	4.69	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006)	-	-
The Amounts of the payments made to micro and small suppliers beyond the appointed day during the year	1696.88	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006	47.94	-
The amount of interest accrued and remaining unpaid at the end of the year	52.63	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006	-	-

Note 53. Provision for warranty

The following disclosures have been made in accordance with the provisions of Accounting Standard 29 - 'Provisions, Contingent Liabilities and Contingent Assets

Particulars	As at 31 March 2013	As at 31 March 2012
Balance as at beginning of the year	545.59	100.50
Add:- Balance transferred pursuant to amalgamation of Minda Acoustic Limited	-	96.41
Add: Provision made during the year	221.33	818.48
Less: Utilised during the year	450.61	469.80
Balance as at the end of the year	316.31	545.59

The Company has made a warranty provision on account of sale of components. These provisions are based on management's best estimate and past trends. Actual expenses for warranty are charged directly against the provision. Unutilised provision is reversed on expiry of the warranty period.

Note 54. Leases

The Company has taken offices on cancellable operating leases. The lease rentals recognised in the Statement of Profit and Loss for the year 31 March 2013 is ₹820.53 (Previous Year ₹794.60)

Note 55. Joint ventures

(a) The Company has the following investment in the jointly controlled entity:

Name of Joint Venture	Country of incorporation	Proportion of ownership interest
Minda Emer Technologies Limited	India	48.90%
M J Casting Limited	India	50.00%

(b) In respect of jointly controlled entities, the Company's share of assets, liabilities, income and expenditure of the joint venture companies are as follows:

Particulars	As at 31 March 2013	As at 31 March 2012
Non current assets	5,684.73	3,065.83
Current assets	1,993.32	853.60
Non current liabilities	3,190.12	1,777.64
Current liabilities	2,231.60	597.40
Revenue	3,718.56	1,298.18
Expenses (including income tax expense)	4,264.41	1,618.61
Capital commitment	112.88	9.79

Note 56. Derivative instruments

The Company has entered into the following derivative instruments, which are outstanding as at 31March 2013

Nature of contracts	Outstanding as at 31 March 2013		Outstanding as at 31 March 2012	
	Number of contracts	Foreign currency amount	Number of contracts	Foreign currency amount
Forward cover (Sell)	1	USD 50,000	3	USD 150,000
Forward cover (Sell)	2	Euro 75,000	2	Euro 100,000

The purpose of entering into a forward exchange contract is to hedge the foreign currency exposure on payment from debtors. During the current year, the Company has not entered into any derivative instrument for speculation purpose.

Note 57

Capital work in progress includes borrowing cost capitalized during the year amount to ₹10.25 (previous year ₹Nil).

Note 58

The Company has established a comprehensive system of maintenance of information and documents are required by the transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation for the transactions entered into with the associated enterprises during the financial year and expects such records to be in existence latest by due date as required under the law. The management is of the opinion that its transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

Note 59

Previous year figures have been reclassified/ regrouped, wherever required, to confirm to current year classification.

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Independent Auditors' Report

To the Board of Directors of company

1. Report on the Consolidated financial statements

We have audited the accompanying consolidated financial statements of company and its subsidiaries, joint ventures entities and associates (together referred to as the Group), which comprise the consolidated Balance Sheet as at 31 March 2013; the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year ended 31 March 2013 and a summary of significant accounting policies and other explanatory information.

2. Managements' Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditors' Responsibility

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

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

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

4. Opinion

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

(a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at 31 March 2013;

(b) in the case of the consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and

(c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

5. Other matter

We did not audit the financial statements of certain subsidiaries, joint venture entities and associates. These subsidiaries, joint venture entities and associates account for 19.67% (previous year 8%) of total assets and 27.86% (previous year 7%) of total revenue [including other income and exceptional items (net basis)] of the Group. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion is based solely on the reports of the other auditors. Our opinion is not qualified in respect of this matter.

For B S R & Co.
Chartered Accountants
Firm registration no.: 101248W

Vikram Advani
Partner
Membership no.: 091765

Place: Gurgaon
Date: 24 May 2013

Consolidated Balance Sheet as at 31 March 2013

(₹ in Lacs)

	Note	As at 31 March 2013	As at 31 March 2012
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	1,936.54	1,936.54
Reserves and surplus	4	28,945.54	26,679.31
Minority interest	5	1,233.04	1,147.85
Non-current liabilities			
Long-term borrowings	6	8,869.67	6,612.23
Deferred tax liabilities (net)	7	-	56.62
Other long term liabilites	8	742.11	60.38
Long term provisions	9	1,767.47	1,570.86
Current liabilities			
Short-term borrowings	10	8,083.14	9,378.44
Trade payables	11	21,638.51	17,729.87
Other current liabilities	12	6,226.57	5,517.15
Short-term provisions	13	1,114.37	988.12
		80,556.96	**71,677.37**
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	14	31,163.88	26,539.45
Intangible assets	14	699.08	918.86
Capital work-in-progress	56	4,160.97	472.25
Intangible assets under development		61.94	41.36
Non-current investments	15	2,180.97	2,171.71
Deferred tax assets (net)	7	140.70	-
Long-term loans and advances	16	2,237.49	2,164.52
Other non-current assets	17	445.09	152.81
Current assets			
Current investments	18	-	109.46
Inventories	19	8,949.03	8,081.31
Trade receivables	20	21,726.45	19,626.03
Cash and bank balances	21	3,852.74	6,657.15
Short-term loans and advances	22	4,658.19	4,462.70
Other current assets	23	280.43	279.76
		80,556.96	**71,677.37**
Significant accounting policies	2		

The notes referred to above form an integral part of the Consolidated financial statements.

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

Vikram Advani
Partner
Membership No. 091765

Place: Gurgaon
Date: 24 May 2013

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Consolidated Statement of Profit and Loss for the year ended 31 March 2013

(₹ in Lacs)

	Note	Year ended 31 March 2013	Year ended 31 March 2012
Revenue from operations	24	134,040.20	117,920.62
Other income	25	1,098.21	1,633.78
Total revenue		**135,138.41**	**119,554.40**
Expenses			
Cost of materials consumed	26	94,935.15	79,676.18
Purchase of stock in trade		253.48	782.31
Change in inventories of finished goods, work in progress and stock in trade	27	(1,122.10)	819.82
Employee benefits	28	14,392.72	13,432.33
Financial costs	29	1,906.43	1,978.08
Depreciation and amortisation	30	4,627.31	4,017.72
Other expenses	31	16,235.33	15,623.88
Total expenses		**131,228.32**	**116,330.32**
Profit before exceptional items and tax		3,910.09	3,224.08
Exceptional items	32	19.83	(768.46)
Profit before tax		**3,929.92**	**2,455.62**
Income tax expense			
Current tax		1,232.55	777.23
Minimum alternate tax utilized/(created)		63.38	-
Deferred tax			
- current tax		(196.87)	(695.15)
- relating to earlier years		-	(50.84)
Profit for the year after tax		**2,830.86**	**2,424.38**
Less: Minority interest		57.92	22.15
Add: Share of net profit/(loss) of associates/joint ventures including prior period profit		(66.96)	422.58
Profit for the year		**2,821.82**	**2,869.11**
Earnings per equity share [nominal value of share ₹10 (previous year ₹10)]	33		
Basic		17.71	18.01
Diluted		17.71	18.01
Information on discontinued business			
(Blow Moulding Division of Minda Industries Limited)			
Net Profit before tax from ordinary activities		-	67.76
Income tax expense related to above		-	13.61
Profit on disposal of discontinued business (pre-tax)		-	958.83
Income tax expense related to above		-	196.34
Significant accounting policies	2		

The notes referred to above form an integral part of the Consolidated financial statements.

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Consolidated Cash Flow Statement for the year ended 31 March 2013

(₹ in Lacs)

		Year ended 31 March 2013	Year ended 31 March 2012
A.	**CASH FLOW FROM OPERATING ACTIVITIES :**		
	Profit before tax	3,929.92	2,455.62
	Adjustments for :		
	Depreciation and amortization	4,627.31	4,017.72
	Interest expense	1,752.48	1,876.46
	Interest income	(306.40)	(220.10)
	Dividend income	(85.70)	(123.17)
	Share of profit from partnership firms	(527.63)	(612.56)
	Liabilities / provisions no longer required written back	(31.43)	(331.08)
	Unrealised gain on foreign exchange	(48.64)	-
	Fixed assets scrapped / written off	75.26	40.99
	Doubtful trade and other receivables provided for	141.99	143.88
	Amounts written off	22.17	26.66
	Profit on sale of fixed assets- Land Sale	-	(1,331.96)
	Impairment of fixed assets (Loss)	295.28	2,206.03
	Net gain on sale of long term investments	(99.72)	
	Insurance claim received (Net gain)	(215.39)	(105.61)
	Profit on sale of fixed assets	(136.40)	(107.98)
	Provision for contigencies- income tax	-	42.17
	Preliminary expense written off	-	17.02
	Property rental income	(1.15)	(4.62)
		5,462.03	**5,533.85**
	Operating profit before working capital changes	9,391.95	7,989.47
	Adjustments for working capital changes:		
	(Increase)/decrease in inventories	(867.73)	1,507.73
	(Increase)/decrease in trade and other receivables	(2,193.78)	(3,431.08)
	(Increase)/decrease in short-term loans and advances	(275.32)	(540.36)
	(Increase)/decrease in long term loans and advances	407.01	(667.47)
	(Increase)/decrease in other non-current assets	(292.28)	(0.63)
	(Increase)/decrease in other current assets	34.47	(166.33)
	Increase/(decrease) in trade payables	3,940.07	2,183.56
	Increase/(decrease) in other current liabilities	35.70	984.00
	Increase/(decrease) in short-term provisions	104.82	(123.19)
	Increase/(decrease) in other long-term liabilities	82.52	42.00
	Increase/(decrease) in long-term provisions	196.61	788.79
		1,172.08	**577.02**
	Cash generated from operations	10,564.03	8,566.49
	Income tax paid	(1,271.80)	(824.15)
	Income tax refund	238.57	-
	Wealth tax paid	-	(0.05)
	Wealth tax refund	0.50	-
	Net cash flow from operating activities	**9,531.30**	**7,742.29**
B.	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Non-current investments	(65.00)	(156.79)
	Proceeds from sale of investment	193.76	-
	Purchase of fixed assets	(13,663.36)	(10,480.74)
	Sale of fixed assets	870.13	5,896.58
	Interest received	271.26	201.27
	Property rental income	1.15	4.62
	Share of profit from partnership firms	516.42	427.78
	Dividend income	85.70	123.17
	Increase in cash and cash equivalent acquired on amalgamation	-	1,372.94
	Net cash used in investing activities	**(11,789.94)**	**(2,611.17)**

Consolidated Cash Flow Statement for the year ended 31 March 2013

(₹ in Lacs)

	Year ended 31 March 2013	Year ended 31 March 2012
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of shares of Subsidiary related to minority shareholders	123.70	1,045.00
Securities premium received from subsidiary related to minority shareholders	30.92	260.00
Proceeds/(repayment) from short term borrowings	(1,295.30)	(570.81)
Proceeds from long term borrowings	4,971.18	1,222.52
Repayment of long term borrowings	(2,126.68)	(203.86)
Interest paid	(1,684.20)	(1,853.71)
Dividend paid (including corporate dividend tax)	(565.38)	(666.25)
Net cash used in financing activities	**(545.77)**	**(767.11)**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(2,804.41)	4,364.01
Cash and cash equivalents as at opening	6,657.15	2,293.14
Cash and cash equivalents as at closing	3,852.74	6,657.15
Cash and cash equivalents include cash / cheques in hand		
Cash in hand	31.15	32.88
With banks		
Current accounts	2,008.34	1,573.87
Deposit accounts	1,349.42	5,026.54
Cheques, drafts in hand	-	3.51
Unpaid dividend accounts	436.71	18.17
Cash on imprest accounts	27.12	2.18
Cash and cash equivalents at the end of the year	3,852.74	6,657.15

1. The Cash Flow Statement has been prepared in accordance with the 'Indirect Method' as set out in the Accounting Standard(AS)-3 on 'Cash Flow Statement', notified by the Companies (Accounting Standard) Rules, 2006.
2. Cash and Cash equivalent consist of cash in hand and balances with scheduled banks. Refer note 21.
3. The accompanying notes are integral part of the financial statements.
4. Balance with banks includes deposits amounting to ₹388.07 (previous year ₹276.62) which are under lien.
5. Balance with banks includes balance in Escrow account amounting to ₹83.12 (previous year ₹Nil)
6. Balance in unpaid dividend account is ₹20.61 (previous year ₹18.17)

As per our report of even date attached

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Notes forming part of the consolidated financial statements

(All amounts in ₹ lacs, unless otherwise stated)

1. Principles of consolidation

The consolidated financial statements have been prepared in accordance with AS-21 on " Consolidated Financial Statements", AS-23 "Accounting for investments in Associates in Consolidated Financial Statements", AS-27 "Financial reporting of interest in Joint Ventures in Consolidated Financial Statements"as prescribed by the Companies (Accounting Standard) Rules, 2006.

As per the Accounting Standard Interpretation (ASI-15) on "Notes to the Consolidated Financial Statements", only the notes involving items which are material need to be disclosed. Materiality for the purpose is assessed in relation to the information contained in the consolidated financial statements. Further,additional statutory information disclosed in separate financial statements of the subsidiaries or of the parent having no bearing on the true and fair view of the consolidated financial statements need not be disclosed in the consolidated financial statements.

The consolidated financial statements include the financial statements of Minda Industries Limited, ("the company" or "the parent company"), its subsidiaries, joint ventures and associates (collectively known as "the Group").

Name of subsidiaries / joint venture/ associates	Country of incorporation	% of interest	
		As at 31 March 2013	As at 31 March 2012
Subsidiaries			
Minda Auto Components Limited	India	100.00	100.00
Minda Kyoraku Limited	India	71.66	73.88
Minda Distribution and Services Limited	India	100.00	-
Global Mazinkert,S.L.	Spain	100.00	-
Joint ventures			
MJ Casting Limited	India	50.00	50.00
Minda Emer Technologies Limited	India	48.90	48.90
Associates			
Mindarika Private Limited	India	27.08	27.08
Minda NexGenTech Limited	India	26.00	26.00
Minda Autocare Limited	India	-	50.00
Yogendra Engineering (partnership firm)	India	48.90	48.90
Auto Components (partnership firm)	India	48.90	48.90

The consolidated financial statements have been prepared on the following basis:

(a) The financial statements of the parent company and its subsidiary companies are combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances/transactions and unrealized profits in full in accordance with Accounting Standard (AS-21)- "Consolidated Financial Statements". The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the parent company and its share in the post-acquisition increase/decrease in the reserves of the consolidated entities.

(b) The excess/deficit of cost to the parent company of its investment over its portion of net worth in the consolidated entities at the respective dates on which investment in such entities was made is recognized in the consolidated financial statements as goodwill/ capital reserve. The parent company's portion of net worth in such entities is determined on the basis of book values of assets and liabilities as per the financial statements of the entities as on the date of investment and if not available, the financial statements for the immediately preceding period adjusted for the effects of significant changes.

(c) Entities acquired/ sold during the year have been consolidated from/ up to the respective date of their acquisition/ disposal.

(d) Minority interest's share of net profit /(loss) of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Group.

(e) Minority interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Group's shareholders.

(f) Interest in joint ventures has been accounted by using the proportionate consolidation method as per Accounting Standard (AS) 27 - "Financial Reporting of Interest in Joint Ventures".

(g) An investment in an associate has been accounted for by the equity method of consolidation from the date on which it falls within the definition of associates in accordance with AS-23 "Accounting for investments in Associates in Consolidated Financial Statements".

(h) Investment in an Associate under the equity method as per AS – 23 "Accounting for Investment in Associates in consolidated financial statements".

(i) The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as goodwill or capital reserve as the case may be.

(j) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the parent company's standalone financial statements.

(k) The financial statements of the foreign non integral subsidiaries (collectively referred to as the 'foreign non integral operations') are translated into indian rupees as follows:-

    i. Share capital and opening reserves and surplus are carried at historical cost.

    ii. All assets and liabilities, both monetary and non-monetary, (excluding share capital, opening reserves and surplus) are translated using the year-end rates.

    iii. Profit and loss items are translated at the respective quarterly average rates or the exchange rate that approximates the actual exchange rate on date of specific transactions.

    iv. Contingent liabilities are translated at the closing rate.

    v. The resulting net exchange difference is credited or debited to the foreign currency translation reserve.

(l) The financial statements of the entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent company's i.e. year ended 31 March 2013, except for financial statements of Minda Emer Technologies Limited , which are drawn up to 31 December 2012.

(m) During the current financial year, two more companies became the parent company's subsidiaries i.e. Minda Distribution and Services Limited, India and Global Mazinkert, S.L.,Spain.

2. Significant accounting policies

The accounting policies set out below have been applied consistently to the periods presented in these financial statements.

A. Basis of preparation of financial statements

These consolidated financial statements have been prepared and presented on the accrual basis of accounting and comply with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, the relevant provisions of the Companies Act, 1956 and other accounting principles generally accepted in India, to the extent applicable. The financial statements are presented in Indian rupees rounded off to the nearest lacs.

B. Use of estimates

The preparation of consolidated financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the consolidated financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(a) it is expected to be realised in, or is intended for sale or consumption in, the group's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is expected to be realised within 12 months after the reporting date; or

(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(a) it is expected to be settled in the group's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is due to be settled within 12 months after the reporting date; or

(d) the group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

C. Fixed assets and depreciation

(a) Tangible fixed assets and depreciation:

Tangible fixed assets except revalued assets are carried at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of tangible fixed asset comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditures related to an item of tangible fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

Tangible fixed assets acquired wholly or partly with specific grant/subsidy from government, if any, are recorded at the net acquisition cost to the Group.

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Group in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Exchange differences (favourable as well as unfavourable) arising in respect of translation/ settlement of long term foreign currency borrowings attributable to the acquisition of a depreciable asset are also included in the cost of the asset.

The rates of depreciation prescribed in Schedule XIV to the Companies Act, 1956 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. Depreciation is accordingly provided at the rates which are equal to or higher than the rates prescribed in Schedule XIV to the Companies Act, 1956 and are stated below:

- on plant and machinery : on written down value method as per rates specified in Schedule XIV.
- on tools and dies : 30/40 % per annum on written down value method on all tools except those used in Acoustic (Horn) division which are depreciated at the rate of 30% per annum on straight line method basis
- on other fixed assets: on straight line method as per rates specified in Schedule XIV.

Leasehold land and leasehold improvements are amortised on a straight line basis over the period of lease or their useful lives, whichever is shorter. Freehold land is not depreciated.

Depreciation is provided on a pro-rata basis i.e. from the date on which asset is ready for use.

Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives (not being greater than the useful life envisaged in Schedule XIV to the Companies Act, 1956) unless it is reasonably certain that the Group will obtain ownership by the end of the lease term, in which case the depreciation rates applicable for similar assets owned by the Group are applied.

Assets costing upto Rupees Five thousand are fully depreciated in the year of purchase.

Depreciation for the year is recognised in the Consolidated Statement of Profit and Loss.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortized depreciable amount is charged over the revised remaining useful life.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal.

Assets retired from active use and held for disposal, if any, are stated at the lower of their net book value and net realisable value and shown under 'Other current assets'.

Losses arising from retirement or gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the Consolidated Statement of Profit and Loss.

b) Intangible fixed assets and amortization:

(i) Goodwill

Goodwill that arises on an amalgamation or on the acquisition of a business is presented as an intangible asset. Goodwill arising from amalgamation is measured at cost less accumulated amortisation and any accumulated impairment loss. Such goodwill is amortised over its estimated useful life or five years whichever is shorter. Goodwill arising on acquisition of a business is measured at cost less any accumulated impairment loss. Goodwill is tested for impairment annually.

(ii) Acquired intangible assets

Intangible assets that are acquired by the Group are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

Intangible assets are amortised in consolidated statement of profit or loss over their estimated useful lives, from the date that they are available for use based on the expected pattern of consumption of economic benefits of the asset. Accordingly, at present, these are being amortised on straight line basis. In accordance with the applicable Accounting Standard, the Group follows a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. However, if there is persuasive evidence that the useful life of an intangible asset is longer than ten years, it is amortised over the best estimate of its useful life. Such intangible assets that are not yet available for use are tested annually for impairment.

The amortization rates are as follows:

(i) Technical Knowhow: Amortised over the period of agreement

(ii) Computer Software : 16.21% straight line method (except in the case of Enterprise

Resource Planning (ERP) system, which is depreciated over a period not exceeding four years)

Amortisation method and useful lives are reviewed at each reporting date. If the useful life of an asset is estimated to be significantly different from previous estimates, the amortisation period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortisation method is changed to reflect the changed pattern.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Consolidated Statement of Profit and Loss.

(c) Capital work-in-progress

Fixed assets under construction and cost of assets not put to use before the year-end are disclosed as capital work-in-progress.

d) The differences in depreciation and amortization policies followed by the Group entities are mentioned below-

Name of subsidiaries / joint venture /associates	**Difference in accounting policies**
Joint ventures	
(a) Minda Emer Technologies Limited	- Tools and dies on written down value method at the rate of 30% per annum. - All tangible fixed assets on written down value method at the rates prescribed in Schedule XIV to the Companies Act 1956. - Computer software on written down value method at the rate of 25% per annum. - Technical knowhow on written down value method at the rate of 25% per annum.
(b) M J Casting Limited	- Plant & Machinery and Tools & Dies on straight line method at the rates prescribed in Schedule XIV to the Companies Act, 1956.
Associates	
(a) Mindarika Pvt. Limited	- Tools and dies on straight line methodat the rate of 20% p.a. - Building constructed on leasehold land is depreciated over the period of lease of five years. - Other fixed assets on written down value method at the rates prescribed in Schedule XIV to the Companies Act, 1956. - Expenses incurred on technical know-how are amortized over a period of six years from the date of commencement of commercial production of the products. - Assets costing upto Rupees One lac are fully depreciated in the year of purchase.
(b) Minda NexGenTech Limited	- Tools and dies on written down value method at the rates prescribed in Schedule XIV to the Companies Act, 1956.

Subsidiaries	
(a) MindaKyoraku Limited	- ERP software on straight line method at the rate of 16.21% per annum. - Technical knowhow is amortized over the period of 5 years.
(b) Minda Distribution andServices Limited	- Tools and dies on written down value method at the rates prescribed in Schedule XIV to the Companies Act, 1956. - Building is amortized over the period of lease of 10 years. - Computer software on straight line method at the rate of 25% per annum. - Assets transferred from Minda Automotive Solutions Limited have been amortized over a period of four years. - Other tangible assets on straight line method at the rates prescribed in Schedule XIV to the Companies Act, 1956.
(c) Minda Auto Components Limited	- Plant and Machinery on straight line method at the rates prescribed in Schedule XIV to the Companies Act, 1956. - Tools and dies on written down value method at the rate of 30% per annum.

D. Impairment of assets

The carrying values of all assets are reviewed at each reporting date to determine if there is an indication of any impairment. If any indication exists, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each reporting date. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount and is recognised in the Consolidated Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

E. Leases

(a) Operating lease

Assets acquired under leases other than finance leases are classified as operating leases. The total lease rentals (including scheduled rental increases) in respect of an asset taken on operating lease are charged to the Consolidated Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit.

(b) Finance lease

Assets acquired under finance leases are recognised as an asset and a liability at the lower of the fair value of the leased assets at the inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to periods during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability and charged to the Consolidated Statement of Profit and Loss.

F. Investments

Investments that are readily realisable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. However, that part of long term investments which is expected to be realized within 12 months after the reporting date is also presented under 'current assets' as "current portion of long term investments" in consonance with the current–non-current classification scheme of revised schedule VI.

Long-term investments (including current portion thereof) are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment.

Current investments are carried at the lower of cost and fair value.

Any reductions in the carrying amount and any reversals of such reductions are charged or credited to the Consolidated Statement of Profit and Loss.

Investment in the capital of a partnership firm is shown by reference to the capital of the firm on the balance sheet date. The parent company's share of profit or loss in a partnership firm is recognised in the Consolidated Statement of Profit and Loss as and when it accrues i.e. when it is computed and credited or debited to the capital/current/any other account of the parent company in the books of the partnership firm.

G. Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, stores and spares; and loose tools are carried at the lower of cost and net realisable value.

Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

In determining the cost, moving average cost method is used. In the case of manufactured inventories and work in progress, fixed production overheads are allocated on the basis of normal capacity of production facilities.

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

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Finished goods inventory is inclusive of excise duty.

Inventories in transit are valued at cost.

Appropriate adjustments are made to the carrying value of damaged, slow moving and obsolete inventory based on management's current best estimate.

Below mentioned are the differences in inventory valuation of Group with parent company:

Name of subsidiary	Difference in accounting policies
Minda Distribution and Services Limited	Cost is computed on the first in first out basis.

H. Revenue recognition

a) Revenue from sale of goods in the course of ordinary activities is recognised when the property in the goods or all significant risks and rewards of ownership are transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods and regarding its collection. The amount recognized as revenue is exclusive of sales tax, value added taxes (VAT) and is net of returns and trade discounts and quantity discount.

b) Designing and service revenue is recognised on an accrual basis as and when the services are rendered in accordance with the terms of the underlying contract.

c) Interest income is recognised on a time proportionate basis taking into account the amount outstanding and the interest rate applicable.

d) Dividend income is recognised when the right to receive dividend is established.

e) Royalty income is recognised based on the terms of the underlying agreement.

f) Claims lodged with Insurance companies are accounted for on an accrual basis, to the extent these are measurable and the ultimate collection is reasonably certain.

g) Export entitlement under Duty Entitlement Pass Book Scheme ('DEPB') is recognised on accrual basis and when the right to entitlement has been established.

h) Share of profit from partnership firms is recognized on accrual basis.

I. Government grants

Government grants in the nature of promoters' contribution are credited to capital reserve and treated as a part of shareholders' funds. Grants from State Government towards revenue expenditure are recognised as income either till the period of benefit expires or the financial cap is reached, whichever occurs earlier.

J. Research and development

a) Revenue expenditure on research and development is charged off under the respective heads of account in the year in which it is incurred.

b) Capitalised development expenditure is stated at cost less accumulated amortisation and impairment losses, if any. Fixed assets used for research and development are depreciated in accordance with the Group's policy as stated above.

K. Foreign currency transactions

a) Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions. Monetary foreign currency assets and liabilities remaining unsettled at the balance sheet date are translated at the rates of exchange prevailing on that date. The resultant exchange differences are recognised in the Consolidated Statement of Profit and Loss except exchange differences pertaining to long term foreign currency monetary items that are related to acquisition of depreciable assets are adjusted in the carrying amount of the related fixed assets.

b) In the cases of exchange difference on reporting long term monetary items, the company has opted to avail the option provided under paragraph 46A of Accounting Standard 11 "The Effects of Changes in Foreign Exchange Rates" inserted vide notification dated 29 December 2011. Consequently, the exchange differences arising on reporting of long term foreign currency monetary items on account of a depreciable asset is adjusted in the cost of depreciable asset and would be depreciated over the balance life of the asset.

In cases other then the depreciable assets exchange differences is accumulated in a Foreign Currency Monetary Item Translation Difference Account, and amortized over the balance period of such long term asset or liability.

c) The Group uses forward contracts to hedge its foreign currency risk relating to an existing asset/ liability, which are covered under AS 11 – Accounting for the effects of changes in foreign exchange rates'.

Exchange difference on a forward exchange contract is the difference between:

(a) the foreign currency amount of the contract translated at the exchange rate at the reporting date, or the settlement date where the transaction is settled during the reporting period; and

(b) the same foreign currency amount translated at the latter of the date of inception of the forward exchange contract and the last reporting date; and is recognised in the Consolidated Statement of Profit and Loss.

The forward exchange contracts taken to hedge existing assets/ liabilities are translated at the closing exchange rates and the resultant exchange differences are recognised in the same manner as those on the underlying foreign currency asset or liability. Any profit or loss arising on cancellation/ renewal of such contracts is recognised in the Consolidated Statement of Profit and Loss for the year.

The premium or discount on all such contracts arising at the inception of each contract is amortized over the life of the contract.

d) Investments in foreign entities are recorded at the exchange rate prevailing on the date of making the investments.

e) Foreign currency loans covered by forward exchange contracts are translated at the rate prevailing on the date of transaction as increased or decreased by the proportionate difference between the forward rate and exchange rate on the date of transaction, such difference having been recognized over the life of the contract.

f) Derivative Instruments

The Group has entered into cross currency cum interest swap to hedge foreign currency risk and interest risk. In respect of forward contracts, which are covered under Accounting Standard (AS) 11, 'Effects of Changes in Foreign Exchange Rates', the difference between the spot rate and forward rate on the date the forward exchange contract is entered into, is amortised over the tenure of the contract. The foreign currency receivable or payable arising under the forward contract is revalued using the closing rate, and any resultant gain or loss is taken to the Consolidated Statement of Profit and Loss. In respect of derivative contract, which are not covered by AS 11, pursuant to the announcement on "Accounting for Derivatives" made by the Institute of Chartered Accountants of India ('ICAI') on 29 March 2008, such contracts are marked to market and provision for loss, if any, is recognised in the Consolidated Statement of Profit and Loss and resultant gains, if any, on account of mark to market are ignored. The Group does not enter into derivative transactions for trading or speculative purposes.

g) Commodity hedging

In case of hedging contracts for metals used as raw materials entered into with commodity exchanges,the changes in the fair value of these contracts are recorded through the statement of profit and loss.

h) Increase or decrease in non-current liabilities on account of exchange rate fluctuations has been adjusted in the cost of tangible fixed assets.

L. Provisions

A provision is recognised if, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

Warranties

Warranty costs are estimated on the basis of a technical evaluation and past experience. Provision is made for estimated liability in respect of warranty costs in the year of sale of goods and is included in the Consolidated Statement of Profit and Loss. The estimates used for accounting for warranty costs are reviewed periodically and revisions are made, as and when required.

Below mentioned are the differences in warranty provision of Group with Parent -:

Name of subsidiary	Difference in accounting policy
Minda Auto Components Limited	Recognized on lodgment of claim by customers.

Provision in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognised when it is probable that a liability has been incurred and the amount can be estimated reliably.

M. Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the consolidated financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

N. Employee benefits

(a) Short term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

b) Post employment benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Group makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Group's contribution is recognised as an expense in the Consolidated Statement of Profit and Loss during the period in which the employee renders the related service.

The parent company makes specified monthly contribution towards superannuation fund to Superannuation Trust and managed by the Life Insurance Corporation of India ("LIC").

Defined benefit plan

The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of plan assets is reduced from the gross obligation under the defined benefit plans, to recongnise the obligation on net basis. The calculation of the Group's obligation under each of the two plans is performed annually by a qualified actuary using the projected unit credit method.

The Group recognises all actuarial gains and losses arising from defined benefit plans immediately in the Consolidated Statement of Profit and Loss. All expenses related to defined benefit plans are recognised in employee benefits expense in the Consolidated Statement of Profit and Loss.

The Group recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

The parent company's gratuity fund is administered and managed by the Life Insurance Corporation of India ("LIC"). Actuarial gains and losses are recognised immediately in the Consolidated Statement of Profit and Loss.

Compensated absences

The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Actuarial gains and losses are recognised in the Consolidated Statement of Profit and Loss.

Termination benefits

Termination benefits are recognised as an expense when, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

O. Income taxes

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Income-tax expense is recognised in consolidated statement of profit or loss except that tax expense related to items recognised directly in reserves is also recognized in those reserves.

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws. Deferred tax is recognised in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are reviewed as at each balance sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Consolidated Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

P. Representative offices

In translating the financial statements of representative offices, the monetary assets and liabilities are translated at the rate prevailing at the balance sheet date; non-monetary assets and liabilities are translated at exchange rate prevailing at the date of transaction and income and expense items are converted at the respective month end rate.

Q. Earnings per share

Basic earnings/ (loss) per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for events of bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed to be converted as of the beginning of the period, unless they have been issued at a later date.

R. Cash and cash equivalent

Cash and cash equivalent include cash in hand, demand deposits with banks with original maturities of three months or less.

Note 3 Share capital

(a) Authorised

₹ in Lacs

	As at 31 March 2013		As at 31 March 2012	
	Number	Amount	Number	Amount
Equity shares of ₹10 each with voting rights*	63,500,000	6,350.00	22,500,000	2,250.00
Preference share capital				
9% Cumulative redeemable preference shares of ₹10 each (Class 'A')	3,000,000	300.00	3,000,000	300.00
3% Cumulative compulsorily convertible preference shares of ₹2,187 each (Class 'B')	183,500	4,013.15	183,500	4,013.15
3% Cumulative redeemable preference shares of ₹10 each (Class 'C')	3,500,000	350.00	3,500,000	350.00
1% Non-cumulative fully convertible preference shares of ₹10/- each (Class 'D')**	10,000,000	1,000.00		-
	80,183,500	**12,013.15**	**29,183,500**	**6,913.15**

* Increase on account of transfer of authorised capital of 41,000,000 equity share of ₹10 each from Minda Acoustic Limited on its amalgamation with the parent company during the previous year.

**Increase on account of transfer of authorised capital of 10,000,000 1% Non-cumulative fully convertible preference shares of ₹10/- each (Class 'D') from Minda Acoustic Limited on its amalgamation with the parent company during the previous year.

(b) **Issued, subscribed and fully paid up**

Equity share capital*				
Equity shares of ₹10 each with voting rights	15,865,356	1,586.54	15,865,356	1,586.54
Preference share capital				
3% Cumulative redeemable preference shares of ₹10 each (Class 'C')	3,500,000	350.00	3,500,000	350.00
	19,365,356	**1,936.54**	**19,365,356**	**1,936.54**

* Equity shares include

i Re-issue of forfeited 31,800 Equity Shares of ₹10 each on 27 October 1998.

ii (a) 2,405,128 equity shares of ₹10 each fully paid up issued during the year ended 31 March 2011 for consideration other than cash to the shareholders of Minda Autogas Limited, pursuant to the scheme of amalgamation.

(b) 1,120,164 equity shares of ₹10 each fully paid up issued during the year ended 31 March 2012 for consideration other than cash to the shareholders of Minda Acoustic Limited, pursuant to the scheme of amalgamation.

(c) **Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

₹ in Lacs

	As at 31 March 2013		As at 31 March 2012	
	Number	Amount	Number	Amount
Equity shares of ₹10 each with voting rights				
Opening balance	15,865,356	1,586.54	12,910,192	1,291.02
Add:				
Shares issued on conversion of 3% cumulative compulsory convertible preference shares of ₹2,187 each (Class 'B') into 1,835,000 equity shares of ₹10 each.	-	-	1,835,000	183.50
Shares issued in the ratio of 100:1798 to the shareholders of erstwhile Minda Acoustic Limited pursuant of scheme of amalgamation (refer to Note 40)	-	-	1,120,164	112.02
Closing balance	15,865,356	1,586.54	15,865,356	1,586.54
3% cumulative compulsorily convertible preference shares of ₹2187 each (Class 'B')	-	-	-	-
Opening balance	-	-	183,500	4,013.14
Conversion into equity shares	-	-	183,500	4,013.14
Closing balance	-	-	-	-
3% cumulative redeemable preference shares of ₹10 each (Class 'C')				
Opening balance	3,500,000	350.00	3,500,000	350.00
Movement during the year	-	-	-	-
Closing balance	3,500,000	350.00	3,500,000	350.00

d) (i) **Rights, preferences and restrictions attached to equity shares**

The parent company has only one class of equity shares having par value of ₹10 per share. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders of parent company are eligible to receive the remaining assets of the parent company after distribution of all preferential assets, in proportion to their shareholding.

(ii) **Rights, preferences and restrictions attached to preference shares**

The parent company has issued 3% cumulative redeemable preference shares of class 'C' having par value of ₹10 per share. Each shareholders have rights to receive fixed preferential dividend at a rate of 3% on the paid up capital of the parent company. Preference shareholders also have right to receive all notices of general meetings of the parent company but no right to vote at any meetings of the parent company save to the extent and in the manner provided in the Companies Act, 1956. Preference shareholders neither have right to participate in any offer or invitation by way of right or otherwise to subscribe additional shares nor they have the right to participate in any issue of bonus shares or shares issued by way of capitalization of reserves.

(e) **Details of shares held by each shareholder holding more than 5% shares:**

₹ in Lacs

Class of shares / Name of shareholder	As at 31 March 2013		As at 31 March 2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mr. Nirmal K. Minda	2,401,869	15.1%	2,401,869	15.1%
Nirmal K. Minda (HUF)	1,502,142	9.5%	1,502,142	9.5%
Mrs. Suman Minda	2,476,140	15.6%	2,476,140	15.6%
Minda Investments Limited	3,399,385	21.4%	3,399,385	21.4%
Pioneer Finest Limited	1,086,807	6.9%	1,086,807	6.9%
India Business Excellence Fund -I	1,376,250	8.7%	1,376,250	8.7%
3% Cumulative Redeemable Preference Shares of ₹10 each (Class 'C')				
Mr. Nirmal K. Minda	1,500,000	42.9%	1,500,000	42.9%
Mrs. Suman Minda	2,000,000	57.1%	2,000,000	57.1%

(f) **Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash for the period of five years immediately preceeding the Balance Sheet date:**

(i) Equity shares with voting right includes

2,405,128 equity shares of ₹10 each fully paid up issued during the year 2010-11 for consideration other than cash to the shareholders of Minda Autogas Limited, pursuant to the scheme of amalgamation.

(ii) 1,120,164 equity shares of ₹10 each fully paid up issued during the year 2011-12 for consideration other than cash to the shareholders of Minda Acoustic Limited, pursuant to the scheme of amalgamation.

(g) The parent company has not alloted any bonus shares or bought back any shares during the current year or for a period of five years immediately preceding the Balance Sheet date.

Note 4 Reserves and surplus

₹ in Lacs

		As at 31 March 2013	As at 31 March 2012
Capital reserves			
Opening balance		242.63	242.63
Add:	Additions during the year	-	-
	Capital Reserve on investment in Minda Kyoraku Limited	82.27	-
	Closing balance	324.90	242.63
	Capital redemption reserve		
	Opening balance	300.00	300.00
Add:	Additions during the year	-	-
	Closing balance	300.00	300.00
Securities premium account			
	Opening balance	4,543.54	631.48
Add:	Premium on conversion of 183,500 3% cumulative compulsorily convertible preference shares into 1,835,000 equity shares of ₹10 each,having pari passu rights.	-	3,829.65
	Securities premium on issue of 19,140,000 shares of ₹10 each at a premium of ₹2.5 per share	11.51	478.50
Less:	Securities premium adjusted against goodwill on account of consolidation of Minda Kyoraku Limited	82.27	(271.08)
	Securities premium transferred to minority interest	-	(125.01)
	Closing balance	4,472.78	4,543.54
General reserve			
	Opening balance	5,178.31	2,851.25
Add:	Transferred from erstwhile Minda Acoustic Limited pursuant to scheme of amalgamation (refer to note 40)	-	1,902.04
	Transferred from surplus in statement of profit and loss	325.00	450.00
Less:	Adjustment of transitional provision as per Accounting Standard -15 (Revised)	-	24.98
Closing balance		5,503.31	5,178.31
Surplus in Statement of Profit and Loss			
	Opening balance brought forward	16,414.83	10,191.98
Add:	Net profit for the year	2,821.82	2,869.11
	Amounts transferred from:		
	Transferred from erstwhile Minda Autogas Limited pursuant to scheme of amalagamation.	-	4,287.62
Less:	Other reserves (opening profit and loss account balance of Minda EmerTechnologies Limited	-	4.78
	Dividend paid on converted compulsorily converted preference shares (Class 'B')	-	55.05
	Tax on dividend paid	-	8.93
	Proposed equity dividend	475.97	475.96
	Proposed dividend on 3% cumulative redeemable preference shares	10.50	10.50
	Tax on proposed equity and preference dividend	82.66	78.92
	Transferred to general reserve	325.00	450.00
Adjustment on account of consolidation:			
Goodwill on investment in MJ Casting Limited		-	97.32
Goodwill addition/(deletion)on investment in Minda Kyoraku Limited		-	52.58
Goodwill on investment in Global Mazinkert,S.L.		2.03	-
Closing balance		18,344.55	16,414.83
Total reserves and surplus		**28,945.54**	**26,679.31**

Note 5 Minority interest

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Opening balance	1,147.85	-
Additions during the year	143.11	1,170.01
Share of loss for the year	(57.92)	(22.16)
	1,233.04	1,147.85

Note 6 Long-term borrowings

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Term loans		
Secured		
from banks	7,065.19	5,194.53
from others	557.96	-
	7,623.15	5,194.53
Unsecured		
from other parties	7.62	6.01
	7,630.77	5,200.54
Deferred payment liabilities (Unsecured)	1,238.90	1,385.80
	1,238.90	1,385.80
Deposits		
Unsecured	-	25.89
	8,869.67	6,612.23

Nature of security:

- from Axis Bank amounting to ₹625 (previous year ₹1,052.72) is secured by first pari passu charge over fixed assets, including plant and machineries, furniture and fixtures, both present and future installed at factory premises and goods purchased under Letter of Credit of the parent company.	Total loan sanctioned amounting to ₹2500 (previous year ₹2500), repayable in 24 quarterly installments of ₹104.17 each. Rate of Interest-12.50%
- from Axis Bank amounting to ₹ nil (previous year ₹285.17) and is secured by first pari passu charge over all the fixed assets and second pari passu charge over curret assets and equitable mortgage of parent company's immovable property at Gurgaon, Pune, Sonepat and Pant Nagar.	Total loan sanctioned amounting to ₹1500 (previous year ₹1500), repayable in 16 quarterly installments of ₹93.75 each. Rate of Interest-12.50%
- from Axis Bank amounting to ₹750 (previous year ₹986.14) is secured by first pari passu charge over fixed assets and second pari passu charge over current assets and equitable mortgage of parent company's immovbale property at Gurgaon, Pune Sonepat and Pantnagar.	Total loan sanctioned amounting to ₹1200 (previous year ₹1200), repayable in 16 quarterly installments of ₹75 each. Rate of Interest-12.50%
- from HDFC Bank amounting to ₹300 (previous year ₹375) and is secured by first pari passu charge on all the present and future immovable assets and movable plant and machinery consisting of furniture and fixtures, electrical fittings, vehicles, etc. Second pari passu charge on all the book debts and stock in trade both present and future of the parent company.	Total loan sanctioned amounting to ₹2000 (previous year ₹2000). Disbursed amount of loan of ₹375 (previous year 375) repayable in 20 quarterly installments of ₹18.75 each. Rate of Interest-Base rate+2%
- from State Bank of India amounting to ₹734.28 (previous year ₹1,773.84) and is secured by first pari passu charge on all present and future fixed assets and second charge on current assets of the parent company.	Total Loan sactioned amounting to ₹4055 (previous year ₹4055). Disbursed amount of ₹3595 (previous year ₹3595) repayable in - 3 installments during 2009-10 of ₹22 each - 12 installments during 2010-11 of ₹63.35 each - 12 installments during 2011-12 of ₹80 each - 12 installments during 2012-13 of ₹85 each - 7 installments during 2013-14 of ₹100 each - 1 installments during 2013-14 of ₹88.80 each Rate of interest-Base rate+2.90%

- External commercial borrowings from Standard Chartered Bank amounting to ₹2,752.50 (previous year ₹994.94), is secured by first pari passu charge over all present and future movable fixed assets of the parent company. Second pari passu charge over all present and future book debts, outstanding moneys receivables, claims and bills due and all present and future stock in trade consisting of raw materials, finished goods, goods in process of manufacturing and other merchandise etc.	Total loan sanctioned amounting to USD 50 lac (previous year USD 20 lac) repayable in 16 quarterly installments of USD 3.13 lac each. Rate of interest-9.95%
- from Axis Bank amounting to ₹3,540.54 (previous year ₹3,540.54), is primary secured by equitable mortgage over land and building situated at 323, Phase-II/IV, sector 3 Industrial Growth centre Bawal, Distt. Rewari, (Haryana) and a collateral charge on the entire current assets of the joint venture company- M J Casting Limited, both present and future. Out of which 50% counting to ₹1,770.27 (previous year ₹1,770.27) is proportionately consolidated.	Total Loan sactioned amounting to ₹3554 (previous year ₹3554). Disbursed amount of ₹3540.54 (previous year ₹3540.54) repayable in - 4 installments during 2013-14 of ₹135 each - 4 installments during 2014-15 of ₹160 each - 4 installments during 2015-16 of ₹185 each - 4 installments during 2016-17 of ₹190 each - 4 installments during 2017-18 of ₹215 each Rate of interest- Base rate +2.50%
- from Axis Bank amounting to ₹3304.30 (previous year ₹ nil), is primary secured by equitqble mortagage over land and building situated at Hosur and Bawal and collateral charge on the entire movable fixed assets and current assets of the joint venture company- M J Casting Limited.The loan is further secured by a letter of comfort by the parent company and M/S Neel Metal Product Limited) duly backed by the board resolution and undated cheques for the term loan of ₹42 crore. Out of which 50% amounting to ₹1,652.15 (previous year ₹ nil) is proportionately consolidated.	Total Loan sactioned amounting to ₹4200 (previous year ₹ nil). Disbursed amount of ₹3304.30 (previous year ₹ Nil) repayable in - 3 installments during 2014-15 of ₹233.33 each - 4 installments during 2015-16 of ₹210 each - 4 installments during 2016-17 of ₹210 each - 4 installments during 2017-18 of ₹210 each - 4 installments during 2018-19 of ₹ 210 each - 1 installments during 2019-20 of ₹140 each Rate of interest-Base rate+2.50%
- Term loan from Yes Bank amounting to ₹786.91 (inclusive of Buyer's credit amounting to USD 1.94 lacs) (previous year ₹ Nil) are secured by exclusive charge on all the fixed assets of the subsidiary company M/s Minda Kyoraku Limited second charge on all fixed assets) (both present and future) and current assets (both persent and future) and corporate guarantee from the parent company.	Total loan sanctioned amounting to ₹1200 (previous year ₹ nil), repayable in 18 quarterly installments of ₹3.78 each.
- from HSIIDC amounting to ₹788.97 (previous year ₹ nil) and is secured by charge on land at Bawal of the parent company.	Total loan sanctioned amounting to ₹1051.88 (previous year ₹ nil). Disbursed amount ₹1051.88 (previous year ₹ nil) repayable in 8 half yearly installments of ₹131.48 each.

- Vehicle loans from banks amounting to ₹132.38 lacs (previous year ₹108.14) are secured against hypothecation of the respective vehicles of the parent company financed by them.
- Vehicle loans from Kotak Mahindra Primary Limited amounting to ₹44.99 (previous year ₹ nil) secured by hypothecation of financed vehicles of the subsidiary company M/s Minda Distribution and Services Limited

Note 7 Deferred tax liabilities (net)/assets (net)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Deferred tax liabilities		
Excess of depreciation /amortization on fixed assets under Income tax laws over depreciation/amortization provided in accounts.	869.97	937.33
	869.97	937.33
Deferred tax assets		
Provision for employee benefits	725.64	461.79
Unabsorbed depreciation/ carry forward business losses	4.23	150.61
Others	280.80	268.31
	1,010.67	880.71
Deferred tax liabilities / (assets)	**(140.70)**	**56.62**

Note 8 Other long-term liabilities

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Others		
Interest accrued but not due on long term borrowings	-	18.38
Advances from customers	124.52	42.00
Capital Creditors	617.59	-
	742.11	**60.38**

Note 9 Long term provisions

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Provision for employee benefits		
Gratuity	1,205.20	966.26
Compensated abscences	528.31	369.71
	1,733.51	1,335.97
Others		
Provision for warranty	33.96	234.89
	1,767.47	**1,570.86**

Note 10 Short-term borrowings

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Loans repayable on demand		
Secured		
from banks*	6,239.31	7,557.20
Unsecured		
from banks	-	130.68
	6,239.31	7,687.88
Other loans and advances		
from others (unsecured)**	1,843.83	1,690.56
	8,083.14	**9,378.44**

*** Nature of security:**

S. No.	Bank Name (facility) Details of security	Term of repayment	Max. rate	Min. rate	Outstanding as on 31 March 2013	Outstanding as on 31 March 2012
1	HDFC (Cash Credit) * First pari passu charge on all present and future current assets of the parent company alone with member banks * Second parri passu charge on all present and future movable and immovable assets of the company alone with member banks.	within 1 year	B.R.+1.50%	B.R.+1.50%	923.17	1,331.70
2	Axis Bank (Cash Credit) * Primary: first pari passu charge by way of hypothecation of entire current assets of the parent company, both present and future. * Collateral: second pari passu charge on entire fixed assets of the parent company, both present and future including pari passu EM over parent company's immovable property at Gurgaon, Pune, Sonepat and Pantnagar.	within 1 year	B.R.+2.25%	B.R.+2%	439.25	1,101.16

S. No.	Bank Name (facility) Details of security	Term of repayment	Max. rate	Min. rate	Outstanding as on 31 March 2013	Outstanding as on 31 March 2012
3	Citi Bank (Cash Credit) * first pari passu charge on present and future stocks and book debts of the parent company. * Second pari passu charge on the Fixed assets of the company excluding land and building at B-73, Wazirpur Industrial Area, New Delhi.	within 1 year	B.R.+4%	(B.R.+2.50%)	85.06	601.75
4	Citi Bank (Cash Credit/WCDL) * first pari passu charge on present and future stocks and book debts of the parent company. * Second pari passu charge on the fixed assets of the parent company excluding land and building at B-73, Wazirpur Industrial Area, New Delhi.	10 February 2014 (360 days)	10.75%	10.75%	500.00	-
5	SBI (Cash Credit) * Primary:first pari passu charge on all the current assets of the parent company including all types of stocks of raw-materials, stores, spares, stock-in-trade, finished goods etc, lying in their premises, godown or elsewhere including goods in transit and parent company's book debts/receivables (present and future). * Collateral: pari passu secondary charge on entire fixed assets (present and future) including EM of properties detailed below: a) 34-35 K.M., G.T. Karnal Road, Rasoi, Sonipat b) Immovable property at Village Nawada Fatehpur, Manesar c) B-6, MIDC Pune (21270 Sq. Mtr) d) Plot no.5, Pant Nagar e) Plot no.5A, Pant Nagar f) B 1/5, MIDC, Chakan, Pune (18022 Sq Mtr.)	03 May 2013 (90 days)	BR+2.90%	BR+2.90%	1816.05	1,952.71
6	Canara Bank (Cash Credit) * Primary:first charge on pari passu basis by way of hypothecation with WC lenders under MBA i.e; stocks and receivables (present and future) and other current assets of the parent company. * Collateral: second charge on pari passu basis with WC lender under MBA by way of hypothecation/EMT. i.e; Fixed assets of the parent company excluding vehicles as under: Plant & Machinery & other miscellaneou assets and capital WIP. Land and Building includes: 1) Property at 34-35 KM, G.T. Karnal Road, Village Rasoi, Distt. Sonepat,Haryana, measuring 31 Kanals and 16 marlas in the name of parent company. 2) Property at Village Nawada, Fatehpur, P.O. Sikanderpur Badda, Manesar, Gurgaon, Haryana, measuring 87 Kanals 6 marlas in the name of parent company. 3) Property at Plot No-5A, Sector-10, SIDCUL, Uttarnchal measuring 5950 Sq. mtrs (subsequent to merger of business of M/s Minda Acoustic Limited) in the name of parent company. 4) Property at B-6, MIDC, Chakan Industrial Area, Village Mahalunge,Taluka Khed, Distt. Pune, measuring 11970 Sq. mtrs in the name of parent company. 5) Property at B-6,MIDC,Chakan Industrial Area, Village Mahalunge, Taluka Khed, Distt. Pune, measuring 9300 Sq. mtrs in the name of parent company. 6) Property at B-1/5, MIDC, Chakan Industrial Area, Village Nagoje, Taluka Khed, Distt. Pune, measuring 18022 Sq. mtrs in the name of parent company.	within 1 year	BR +3%	BR+2%	1692.41	2,185.69

S. No.	Bank Name (facility) Details of security	Term of repayment	Max. rate	Min. rate	Outstanding as on 31 March 2013	Outstanding as on 31 March 2012
7	Kotak Mahindra (MSIL-PO) Subservient charge on all existing and future current assets and movable assets of the parent comapny (excluding assets which are specifically charged to other lenders)	after 90 days	12.90%	10.75%	430.00	282.24
8	Axis Bank (Cash Credit) Secured by equitable mortagage over land and building situated at Hosur and Bawal and collateral charge on the entire movable fixed assets and current assets of the joint venture company- M J Casting Limited.	within 1 year	BR+2.50%	BR+2.50%	101.55	101.95
9	Yes Bank (Cash Credit) Term loan amounting to ₹251.85 (inclusive of Buyer's credit amounting to USD 1.18 lacs) (previous year ₹ nil) are secured by exclusive charge on all the fixed assets of subsidiary company Minda Kyoraku limited second charge on all future), (both present and future) and a current assets (both persent and future) of said subsidiary company Minda Kyoraku limited and corporate guarantee from the parent company.	within 1 year	13.00%	12.00%	251.82	-
	Total				6239.31	7557.20

** Loan from Bajaj Finance Limited by the parent company taken during the financial year and carries interest @ 10.60 p.a. and is repayable maximum within 60 days in case of purchase order discounting and 180 days in case of short term loan respectively

Note 11 Trade payables

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Trade payables *	21,638.51	17,729.87
	21,638.51	**17,729.87**

* For dues from micro, medium and small industrial suppliers refer to note 48.

Note 12 Other current liabilities

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Current maturities of long-term debt *	2,739.18	2,246.79
Interest accrued but not due on current maturities of long term borrowings	76.02	3.92
Interest accrued and due on borrowings	35.45	20.89
Advances from customers	1,472.49	1,524.97
Unpaid dividends	20.61	18.17
Book overdraft	25.41	-
Others		
Statutory dues		
TDS payable	277.25	215.72
Service tax payable	72.51	60.64
Excise payable	116.95	87.62
Sales tax payable	623.65	657.26
PF and ESI payable	121.91	109.98
Professional tax payable	0.11	0.08
Labour welfare fund payable	0.03	
Contractually reimbursable expenses	486.83	373.53
Forward exchange contracts	9.77	143.85
Current maturities of deferred payment liabilities	148.40	53.73
	6,226.57	**5,517.15**

* includes current maturities of secured term loans ₹2,714.29 lacs (previous year ₹2,151.69). For detail refer Note 6

Note 13 Short-term provisions

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Provision for employee benefits		
Gratuity	119.35	34.05
Compensated absence	62.07	12.11
	181.42	46.16
Others		
Provision for wealth tax (net of advance tax of ₹3.57, previous year ₹3.57)	4.06	4.56
Provision for income tax (net of advance tax of ₹1,372.25, previous year ₹1,261.14)	77.40	60.16
Provision for warranty	282.36	311.86
Provision for dividend		
- Provision for proposed equity dividend	475.96	475.96
- Provision for proposed preference dividend	10.50	10.50
- Provision for tax on proposed dividends	82.67	78.92
	932.95	941.96
	1,114.37	**988.12**

Note 14 Fixed assets

As at 31 March 2013

₹ in Lacs

Particulars	Gross block							Accumulated depreciation								Net block	
	Balance as at 1 April 2012	As at 1 April 2012 Joint venture companies	Additions pursuant to amalgamation	Additions/ Transfers	Disposals	Disposals through hiving off	Balance as at 31 March 2013	Balance as at 1 April 2012	Balance as at 1 April 2012 Joint venture companies	On account of amalgamation	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Impairment losses recognised in statement of profit and loss	Eliminated on disposal of assets through hiving off	Balance as at 31 March 2013	Balance as at 31 March 2013	Balance as at 31 March 2012
Tangible assets																	
Land																	
Land-Freehold*	1,328.04	851.62	-	332.01	-	-	2,511.67	-	-	-	-	-	-	-	-	2,511.67	2,179.66
Land-Leasehold	1,124.23	-	-	1,402.85	-	-	2,527.08	131.76	-	-	8.96	-	-	-	140.72	2,386.36	992.46
Buildings	6,809.68	412.85	-	1,203.32	-	-	8,425.85	1,590.21	4.07	-	243.50	0.11	85.35	-	1,923.02	6,502.83	5,628.25
Plant and machinery**	33,747.40	1,637.13	-	6,071.62	787.02	-	40,669.13	19,281.63	93.75	-	3,632.13	346.12	209.93	-	22,871.32	17,797.81	16,009.15
Furniture and fixtures	514.39	9.10	-	101.95	15.76	-	609.68	207.32	0.49	-	73.82	6.10	-	-	275.53	334.15	315.68
Vehicles	890.50	2.90	-	292.32	205.16	-	980.56	241.99	0.61	-	90.85	104.86	-	-	228.59	751.97	650.80
Office equipment	1,596.76	25.24	-	280.31	44.79	-	1,857.52	856.76	1.80	-	150.54	30.67	-	-	978.43	879.09	763.44
	46,011.00	2,938.84	-	9,684.38	1,052.73	-	57,581.49	22,309.67	100.72	-	4,199.80	487.85	295.28	-	26,417.61	31,163.88	26,539.44
Intangible assets							-								-	-	-
Goodwill	21.94	-	-	-	-	-	21.94	21.94	-	-	-	-	-	-	21.94	-	-
Goodwill on account of consolidation***	97.33	-	-	5.11	-	-	102.44	-	-	-	57.21	-	-	-	57.21	45.23	97.33
Technical knowhow	347.40	-	-	15.81	-	-	363.21	252.75	-	-	46.57	10.97	-	-	288.35	74.86	94.65
Computer software	2,359.16	16.96	-	179.25	6.00	-	2,549.37	1,648.94	0.30	-	323.73	2.59	-	-	1,970.38	578.99	726.88
	2,825.83	16.96	-	200.17	6.00	-	3,036.96	1,923.63	0.30	-	427.51	13.56	-	-	2,337.88	699.08	918.86

* includes land amounting to ₹1,402.85 (previous year ₹ Nil), yet to be transferred in the name of the parent company.

** includes borrowing cost capitalised during the year of ₹65.14 (previous year ₹ Nil).

*** refer note no. 52 and 53.

As at 31 March 2012

₹ in Lacs

Particulars	Gross block							Accumulated depreciation								Net block	
	Balance as at 1 April 2011	As at 1 April 2011 Joint venture companies	Additions pursuant to amalgamation	Additions/ Transfers	Disposals	Disposals through hiving off	Balance as at 31 March 2012	Balance as at 1 April 2011	As at 1 April 2011 Joint venture companies	Addition pursuant to amalgmation	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Impairment losses recognised in statement of profit and loss	Eliminated on disposal of assets through hiving off	Balance as at 31 March 2012	Balance as at 31 March 2012	Balance as at 31 March 2011
Tangible assets																	
Land																	
Land-Freehold	1,932.16	-	-	1,333.67	763.86	322.31	2,179.66	-	-	-	-	-	-	-	-	2,179.66	1,932.16
Land-Leasehold	979.58	-	45.41	148.51	-	49.27	1,124.23	44.08	-	3.45	9.24	-	75.36	0.37	131.76	992.47	935.50
Buildings	6,009.40	-	236.22	1,479.12	26.00	476.21	7,222.53	995.25	-	29.60	238.70	1.25	366.12	34.14	1,594.28	5,628.25	5,014.15
Plant and machinery	26,502.68	10.03	5,030.33	6,859.12	2,082.58	935.05	35,384.53	11,812.27	0.16	3,359.40	3,152.85	280.52	1,590.40	259.18	19,375.38	16,009.15	14,690.41
Furniture and fixtures	448.49	0.77	4.27	82.59	1.81	10.82	523.49	168.64	-	3.06	29.14	0.83	8.90	1.10	207.81	315.68	279.85
Vehicles	772.86	2.07	138.74	259.79	240.83	39.23	893.40	284.09	-	(11.06)	83.90	122.39	8.51	0.45	242.60	650.80	488.77
Office equipment	1,374.92	2.08	151.11	173.32	50.12	29.31	1,622.00	664.22	-	102.54	96.06	23.93	24.84	5.17	858.56	763.44	710.70
	38,020.09	14.95	5,606.08	10,336.12	3,165.20	1,862.20	48,949.84	3,968.55	0.16	3,486.99	3,609.89	428.92	2,074.13	300.41	22,410.39	26,539.45	24,051.54
Intangible assets																	
Goodwill	-	-	21.94	-	-	-	21.94	-	-	21.94	-	-	-	-	21.94	-	-
Goodwill on account of consolidation	-	-	-	97.33	-	-	97.33	-	-	-	-	-	-	-	-	97.33	-
Technical knowhow	329.36	-	-	99.94	-	81.90	347.40	122.19	-	-	25.15	-	118.83	13.42	252.75	94.65	207.17
Computer software	1,956.80	-	241.67	207.88	20.35	9.88	2,376.12	1,177.04	-	81.43	382.68	2.94	13.07	2.04	1,649.24	726.88	779.76
	2,286.16	-	263.61	405.15	20.35	91.78	2,842.79	1,299.23	-	103.37	407.83	2.94	131.90	15.46	1,923.93	918.86	986.93

Note 15 Non-current investments

(Non-trade, unquoted investments at cost)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Investments in equity instruments		
(i) Associates		
Mindarika Private Limited		
- 2,707,600 equity shares (previous year 2,707,600 shares) of ₹10 each	1,332.40	1,157.47
Minda NexGenTech Limited		
- 3,120,000 equity shares (previous year 2,470,000 shares) of ₹10 each	312.00	247.00
(ii) Others		
PT Minda Asean Automotive (Indonesia)		
- 20,250 equity shares (previous year 20,250 shares) of USD 10 each	88.85	88.85
Investment in partnership firms**		
- Auto Component	587.37	494.26
- Yogendra Engineering	172.35	254.26
	2,492.97	2,241.84
Less: other than temporary diminution in value of investments in Minda NexGenTech Limited*	312.00	70.13
	2,180.97	2,171.71

* Aggregate provision for diminution of non current investment is ₹312 (previous year ₹70.13)

** Investment in partnership firms

Partnership Firm	Name of the Partners	As at 31 March 2013 Share in Profit (%)	As at 31 March 2012 Share in Profit (%)
Auto Component	Minda Industries Limited	48.90	48.90
	Nirmal K. Minda	25.55	25.55
	Pallak Minda	25.55	25.55
Yogendra Engineering	Minda Industries Limited	48.90	48.90
	Sanjeev Garg	22.50	22.50
	Birender Garg	22.50	22.50
	Suman Minda	6.10	6.10
Total capital of the firm		Amount	Amount
Auto Component		1,213.60	1,101.51
Yogendra Engineering		352.46	519.93

Note 16 Long term loans and advances

(Unsecured and considered good)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
To parties other than related parties		
Capital advances	692.61	834.85
Advance income tax (net of provision for tax ₹3,937.91, (previous year ₹2,828.44)	703.59	916.24
Security deposits	632.78	413.43
Advance to vendors	208.51	-
	2,237.49	**2,164.52**

Note 17 Other non-current assets

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Others		
Foreign currency receivable	220.22	-
Bank deposits (due to mature after 12 months from the reporting date)	93.63	5.96
Duty entitlement available	-	146.85
Retention money with customers	131.24	-
	445.09	**152.81**

Note 18 Current investments

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Non-trade, unquoted investments in equity instruments, at cost		
Associates		
Minda Autocare Limited		
- Nil equity shares (previous year 140,150 shares) of ₹10 each	-	109.46
	-	**109.46**

Note 19 Inventories

(At lower of cost and fair value, unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Raw materials [Goods in transit ₹378.74 (previous year ₹335.45)]	4,299.13	4,832.03
Work-in-progress	966.61	1,151.81
Finished goods [Goods in transit ₹427.40 (previous year ₹121.69)]	821.02	611.65
Stock in trade	1,432.74	19.43
Stores and spares	966.96	930.46
Loose tools	462.57	535.93
	8,949.03	**8,081.31**

Note 20 Trade receivables*

(Unsecured, considered good unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Trade receivables outstanding for a period exceeding six months from due date		
Unsecured considered good	280.85	201.21
Doubtful	177.14	112.80
	457.99	314.01
Less: Provision for doubtful debts	(177.14)	(112.80)
	280.85	201.21
Other receivables		
Unsecured, considered good	21,445.60	19,424.82
	21,726.45	**19,626.03**

* Trade receivables (unsecured, considered good) include ₹1,055.84 (previous year ₹1,254.66) due from private companies in which any director is a director.

Note 21 Cash and bank balances

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Cash and cash equivalents		
Cash in hand	31.15	32.88
Cheques, drafts on hand	-	3.51
Balances with banks		
- on current accounts*	2,008.34	1,573.87
- on deposit accounts (with original maturity of 3 months or less)**	1,349.42	4,008.67
Others		
Cash on imprest accounts	5.28	2.18
Bank deposits (due for realisation within 12 months of the reporting date)**	436.71	1,017.87
Unpaid dividend accounts	20.61	18.17
	3,852.74	6,657.15
* includes Escrow account amounting to ₹83.12 (previous year ₹ nil)		
**Deposit accounts amounting to ₹388.07 (previous year ₹276.62) is lien under banks and other government authorities		
Detail of bank deposits		
- On deposit accounts with original maturity of 3 months or less included under 'Cash and cash equivalent'	1,349.42	4,008.67
- On deposit accounts due to mature within 12 months of reporting date included under 'Other bank balances'	436.71	1,017.87
- On deposit accounts due to mature after 12 months of reporting date included under 'Other non current assets'	93.63	5.96
Total	**1,879.76**	**5,032.50**

Note 22 Short-term loans and advances

(unsecured, considered good unless otherwise stated)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
To related parties	14.43	-
To parties other than related parties		
Security deposits	102.91	66.87
Prepaid expenses	315.44	159.56
Advance to suppliers	2,422.47	2,744.65
Doubtful advances	26.91	4.94
Provision for bad/doubtful loans and advances	(26.91)	(4.94)
Advance income tax (net of provision for tax ₹15.50, (previous year ₹ nil)	9.65	-
Others		
Advances to employees	165.42	153.34
M A T credit entitlement	-	67.31
Balances with government authorities	1,627.87	1,270.97
	4,658.19	4,462.70

Note 23 Other current assets

(Unsecured considered goods)

₹ in Lacs

	As at 31 March 2013	As at 31 March 2012
Interest income accrued on fixed deposits	95.75	60.61
Duty entitlement available	114.61	48.95
Forward exchange receivable	63.12	151.84
Insurance claims receivable	3.48	15.60
Silver coins/items	3.47	2.76
	280.43	279.76

Note 24 Revenue from operations

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Sale of products *		
Finished goods	125,593.37	124,389.72
Traded goods	17,772.52	929.49
Sale of products (gross)	143,365.89	125,319.21
Less: Excise duty	11,683.55	9,567.93
Sale of products (net)	131,682.34	115,751.28
Sale of services	1,156.58	866.11
Other operating revenues	1,201.28	1,303.23
	134,040.20	**117,920.62**

* includes prior period income ₹178.70 (previous year ₹ nil)

Note 25 Other income

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Interest income	306.40	220.10
Dividend income	85.70	123.17
Share of profit from partnership firms	527.63	612.56
Net gain on foreign currency transactions and translation (other than considered as finance cost)	0.73	223.31
Profit on sale of fixed assets (net)	136.40	107.98
Other non-operating income		
Liabilities / provisions no longer required written back	31.43	331.08
Excess provision of income tax written back	-	1.00
Miscellaneous income	9.92	14.58
	1,098.21	**1,633.78**

Note 26 Cost of materials consumed

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Raw materials (including purchase components and packing materials consumed)		
Opening inventories	4,832.03	4,848.17
Purchases	94,402.25	79,660.04
Closing inventories	(4,299.13)	(4,832.03)
	94,935.15	**79,676.18**

Note 27 Changes in inventories

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Inventories at the end of the year:		
Work-in-progress	966.61	1,151.81
Finished goods (other than those acquired for trading)	821.02	611.65
Stock in trade (acquired for trading)	1,425.54	19.41
	3,213.17	1,782.87
Inventories at the beginning of the year:		
Work-in-progress	1,151.81	1,858.41
Finished goods (other than those acquired for trading)	611.65	523.91
Stock in trade (acquired for trading)	19.41	220.37
	1,782.87	2,602.69
Stock adjustments*	308.20	-
Net (increase) / decrease in stocks	**(1,122.10)**	**819.82**

* includes stock adjustment as on the date of Minda Distribution and Services Limited becoming a subsidiary - ₹281.85 lacs and ₹26.35 lacs on account of work in progress of Minda Emer Technologies Limited.

Note 28 Employee benefits

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Salaries, wages and bonus*	11,495.51	10,822.36
Gratuity	396.13	395.71
Compensated absences	362.33	212.05
Contribution to provident and other funds (refer to note 46)	874.72	811.22
Staff welfare and other expenses	1,264.03	1,190.99
	14,392.72	**13,432.33**

* includes prior period expenses of ₹ nil (previous year ₹27.24)

Note 29 Financial costs*

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Interest expense on borrowings	1,752.48	1,876.46
Other finance cost	153.95	101.62
	1,906.43	**1,978.08**

* includes prior period charges ₹93.90 (previous year ₹ nil)

Note 30 Depreciation and amortization

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Depreciation on tangible assets*	4,199.86	3,608.18
Amortisation on intangible assets **	427.45	409.54
	4,627.31	**4,017.72**

* includes prior period income of ₹55.28 (previous year expenses of ₹ nil)

** includes prior period expenses of ₹10.45 (previous year expenses of ₹65.75)

Note 31 Other expenses

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Consumption of stores and spare parts	2,025.16	2,248.63
Job work charges	1,296.96	1,496.85
Power and fuel	2,901.58	2,341.93
Rent including lease rentals (refer to note 50)	1,046.29	854.94
Repairs and maintenance		
Buildings	284.22	330.52
Machinery	769.20	699.68
Others	89.60	100.78
Insurance	118.96	88.51
Rates and taxes	215.62	119.91
Travelling and conveyance	1,895.51	1,732.91
Legal and professional	909.46	827.17
Payments to auditors*	76.92	45.10
Fixed assets scrapped/written off	75.26	40.99
Provision for doubtful trade and other receivable, loans and advances(net)	141.99	137.40
Royalty expenses	131.26	100.64
Freight and other distribution overheads	1,327.02	949.57
Warranty rejections	227.79	1,534.18
Printing and stationery	218.34	214.35
Charity and donation	108.46	96.53
Expenses relating to earlier years	10.96	74.57
Miscellaneous expenses	2,364.77	1,588.72
	16,235.33	**15,623.88**
Notes:		
Payments to the auditors (excluding service tax)		
Statutory audit	42.69	32.30
Limited review of quarterly results	16.00	7.00
Consolidation fees	3.00	3.00
Reimbursement of expenses	6.72	-
Other services	8.51	2.80
	76.92	**45.10**

Note 32 Exceptional items

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Profit on sale of fixed assets- Land sale	-	1,331.96
Net gain on sale of long-term investments (refer to note 43)	99.72	-
Impairment of fixed assets (Loss) (refer to note 36)	(295.28)	(2,206.03)
Insurance claim received (net gain) (refer to note 39)	215.39	105.61
	19.83	**(768.46)**

Note 33 Earnings per share

₹ in Lacs

	Year ended 31 March 2013	Year ended 31 March 2012
Net profit after tax and minority interest as per Consolidated Statement of Profit and Loss	2,821.82	2,869.11
Adjustment to net profit after tax:		
Dividend on preference shares and dividend tax thereon	12.28	12.20
Net proft attributable to equity shares	2,809.54	2,856.91
Weighted average number of equity shares (in Nos.)	158.65	158.65
for Basic EPS	158.65	158.65
for Diluted EPS		
Basic earnings per share (in rupees)	17.71	18.01
(Face value ₹10 per share)		
Diluted earnings per share (in rupees)	17.71	18.01
(Face value ₹10 per share)		
Calculation of weighted average number of shares for basic/diluted earnings per share		
Opening and closing balance of equity shares	158.65	158.65
	158.65	**158.65**

Note 34. Contingent liabilities

(a) **Claims made against the Group not acknowledged as debts (including interest, wherever applicable):**

Name of the statute	Nature of the Dues	Amount	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax	7.48	Assessment year 2002 - 2003	Referred back to AO by Delhi High Court
Income Tax Act, 1961	Transfer pricing- against Section 143(3) and Section 144C	686.00	Assessment year 2006 - 2007	Referred back to Dispute Resolution Panel by Income Tax Appellate Tribunal
Income Tax Act, 1961	Income tax	10.33	Assessment year 2007- 2008	Income Tax Appellate Tribunal
Income Tax Act, 1961	Income tax	7.03	Assessment year 2009- 2010	Commissioner (Appeals) of Income Tax

Contingent liabilities relating to other cases ₹23.20 (previous year ₹14.70).

Future cash outflows in respect of the above would be determinable on finalization of judgments /decisions pending with various forums / authorities.

(b) Corporate guarantee: Corporate guarantee given by the Group and outstanding as on 31 March 2013 amounting to ₹3,200 (previous year ₹1,500) in respect of loans borrowed by related parties. Further, the Group has also provided a 'letter of comfort' amounting to ₹3,877 (previous year ₹1,777) in respect of a loan taken by a related party from banks.

(c) As per an agreement executed with Maruti Suzuki India Ltd (MSIL) under the 'Maruti Car Scheme', a loan facility was granted to the Group's employees and other associates, whereby the parent company has guaranteed to repay the loan in case of any default. The amount outstanding at the 31 March 2013 amounting to ₹11.51(previous year ₹32.61).

(d) The export obligations outstanding as at 31 March 2013 amount to ₹4,035.38 (previous year ₹5,644.76).

(e) The parent company has availed salestax incentives for its unit at Gurgaon, Haryana, from the Government of Haryana as sales tax capital subsidy amounting to ₹225.65 (previous year ₹225.65). In accordance with scheme of Government of Haryana for Development of Industries, the amount may be refundable to the Government, if specified conditions are not fulfilled, within the prescribed time.

Note 35. Capital and other commitments (net of advance)

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) as at 31 March 2013 aggregates to ₹1213.71(previous year ₹2660.95).

Note 36. Impairment

(i) The Battery division of Minda Industries Limited ('the parent company')has been incurring continuous losses. The shareholders of the parent company had approved the hiving off of this division to a separate entity through postal ballot on 28 December 2011. Subsequently, the Board of Directors in their meeting held on 30 March 2012 reviewed the financial position of the division and decided to revive the unit and approved to scale down the operations instead of hiving off division. Accordingly, the Board's approval was considered as withdrawn and the operations of the Battery Division were disclosed under 'Revenue from operations'.

Management has, however, created an impairment charge amounting to ₹186.35 (previous year ₹2,206.03) as at 31 March 2013 based on the projected cash flow (previous year on the basis of valuation of independent valuer). The carrying value of tangible fixed assets of the battery division after providing for the above mentioned impairment charge amounts to ₹1,544.96 (previous year ₹1,994.42) as at 31 March 2013. The same has been disclosed as an exceptional item in the Consolidated Statement of Profit and Loss.

(ii) During the current year, the parent company has recorded an impairment charge of ₹108.92 being the excess of carrying value of fixed assets of Minda Industries Limited Autogas division over its recoverable amount. The same has been disclosed as an exceptional item in the Consolidated Statement of Profit and Loss.

Note 37. Diminution in the value of investment

During the current year, the parent company has recorded diminution other than temporary in the value of investment amounting to ₹312. Such diminution has been recorded as an exceptional item in the Consolidated Statement of Profit and Loss.

Note 38. Purchase of Investment

(i) The parent company has acquired 100% shares of Minda Distribution and Services Limited during the current year.

(ii) The parent company has acquired 100% shares of Global Mazinkert S.L., Spain(SPV) on 26 March 2013. The paid up capital of the company is Euro 3600. This SPV has acquired 100% shareholding of Clarton Horn, Spain from PMAn Domestic AG, Germany subsequent to the year end, on 15 April 2013 for Euro 6.8 millions. The company Clarton Horns is a leading manufacturer of automotive electronic horns supplying all major OEMs in Europe.

Note 39. Fire at Light division of parent company, Pune

During the previous year, one of the manufacturing facilities of the Light division at Pune had incurred loss of fixed assets and inventory on account of fire. The break-up of assets damaged (i.e.WDV) and expenses due to fire are as follows:

Particulars	Amount
Inventory	75.01
Fixed assets	
- Buildings	24.76
- Plant and machinery	674.58
- Office equipment	5.44
Expenses	184.21
Total	**964.00**

The parent company had filed a claim with its insurers and the claim is expected to settle at a total amount of ₹1,320 (basis of replacement cost of the assets). As at 31 March 2013, out of the above, the parent company has received ₹215.39 (previous year ₹1,070) from the Insurance Company as an interim payment. The same has been disclosed as an 'Exceptional item' in the Consolidated Statement of Profit and Loss.

Note 40. Amalgamation

During the previous year, the Honorable High Court of Delhi vide it's order dated 25 August 2011, approved the scheme of Amalgamation of Minda Acoustic Limited (Transferor Company) with the parent company as per the provisions of section 391 to 394 and other related provisions of the Companies Act, 1956. The transferor company is engaged in the business of manufacturing and marketing of automotive horns for disks of two, three and four wheelers. The amalgamation was in the nature of a purchase and had been accounted for under the pooling of interests method. The appointed date of the amalgamation as per the scheme was 1 April 2010. The effective date of amalgamation being the date of filing the order with the Registrar of Companies (ROC) was 26 September 2011.

As per the scheme sanctioned:

a) All assets and liabilities recorded in the books of the transferor company have been transferred at their respective book values in the books of the parent company as on the appointed date.

b) All assets, liabilities, rights and obligations of the transferor company have been transferred and stand vested with the parent company with effect from the appointed date.

c) The valuation exercise was carried out by independent valuers and swap ratios were considered based on their reports. Accordingly, the equity shares were allotted as under:

- 1,120,164 equity shares of ₹10 each of the parent company were issued to the shareholders of the transferor in the ratio of 100 fully paid equity shares of ₹10 each of the parent company for each 1,798 fully paid up equity shares of ₹10 each held in the transferor company as on record date.

The difference between the amount of share capital of the erstwhile Minda Acoustic Limited (MAL) and the amount of fresh share capital issued by the parent company on amalgamation amounting to ₹1,902.04 has been treated as General Reserve as detailed below:

Particulars	As at 1 April 2011
Assets	
Net fixed assets	2,306.28
Current assets	6,886.90
Deferred tax assets	216.52
Liabilities	
Secured loan	(448.26)
Current liabilities and provision	(2,291.26)
Reserve and surplus	
General reserve	(2,500.00)
Capital reserve	(22.31)
Profit & Loss A/c (Reserve & Surplus)	(1,765.31)
Net assets/(liabilities)	2,382.56
MIL investment in shares of Minda Acoustic Limited	(368.50)
Shares issued by MIL to MAL shareholders except MIL shareholdings	(112.02)
Amount transferred to general reserve	**1,902.04**

As per the scheme, the equity shares shall rank pari-passu in all respects with the existing equity shares of the parent company.

Note 41. Discontinued operations

During the previous year, the board of directors of the parent company at its meeting held on 10 August 2011 approved the hiving off of the blow-moulding division of the parent company and issued the notice for postal ballot for shareholder's approval. Approval of shareholders for hiving off the blow moulding division was received on 27 September 2011 and the assets and liabilities of the blow moulding division were transferred to Minda Kyoraku Limited, a subsidiary, at a fair value amounting to ₹2,276.71 as on 31 December 2011 based on a business/ asset transfer agreement. The parent company earned a profit amounting to ₹958.88 on the transaction and the surplus had been disclosed under 'Exceptional Items' in the Consolidated Statement of Profit and Loss.

The financial information on this discontinued business for the previous year is detailed below:

Particulars	For the year ended 31 March 2012
Net Profit/(Loss) before tax from ordinary activities	67.76
Income tax expense related to above	13.61
Profit/(Loss) on disposal of discontinued business (pre-tax)	958.88
Income tax expense related to above	196.34

Note 42.

During the year 2002-03, the Director, Town and Country Planning, Chandigarh issued a demand notice on the parent company amounting to ₹39.51 towards revised CLU (change of land use) charges for the land situated at Village Nawada Fatehpur, P.O. Sikanderpur Badda, Gurgaon, Haryana. The parent company paid ₹1.58 and had also filed a Special Leave Petition (SLP) with the Honourable Supreme Court of India, basis which a leave had been granted. Further, the parent company had deposited ₹9.50 as under protest with the authorities. During the previous year, the parent company had filed a writ petition with the High Court of Punjab and Haryana in order to cancel the demand notice and obtain a stay on the balance demand. Further, the parent company had withdrawn the petition and accordingly had agreed to pay the total liability of ₹39.51 and the interest thereon amounting to ₹31.27, towards revised CLU charges after adjusting the amount of ₹9.50 paid earlier.

Note 43. Sale of investment

During the current year, the parent company has disposed off its investment in the equity shares of Minda Automotive Solutions Limited (formerly known as Minda Autocare Limited) to Minda Corporation Limited. The carrying value of these investments was ₹73.17 as at 31 March 2012. The profit on sale of investment amounting to ₹99.72 (net of taxes) has been recognized in the Consolidated Statement of Profit and Loss for the year ended 31 March 2013. The same has been disclosed as an "Exceptional Item" in the Consolidated Statement of Profit and Loss.

Note 44. Segment information

Disclosure requirements under Accounting Standard 17 on 'Segment Reporting', specified by the Companies (Accounting Standards) Rules, 2006 are not applicable as the Group's business activity falls within a single primary business segment i.e. manufacturing of automotive parts and accessories and no reportable geographical segment.

Note 45. Related party disclosures

(i) Related parties with whom transactions have taken place during the year/ previous year and the nature of related party relationship:

Key management personnel	Mr. Nirmal K. Minda, Chairman and Managing Director('CMD')
Relatives of key management personnel:	Mrs. Suman Minda (wife of CMD) Mrs. Paridhi Minda Jindal (daughter of CMD) Mrs. Pallak Minda (daughter of CMD)
Other entities over which key management personnel is able to exercise significant influence:	Minda Finance Limited Minda Investments Limited Minda International Limited Minda Corporation Limited Nirmal K. Minda (HUF) Minda Industries (Firm) Minda Automotive Limited Minda Spectrum Advisory Limited Samaira Engineering (Firm) S.M. Auto Industries (Firm)
Associates	Auto Component (Firm) Yogendra Engineering (Firm) Mindarika Private Limited Minda NexGenTech Limited

(ii) Transactions with related parties:

Transactions with related parties	Associates		Entities over which key management personnel are able to exercise significant influence		Key management personnel and Relatives	
	Year ended 31 March 2013	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2012	Year ended 31 March 2013	Year ended 31 March 2012
Sale of goods	903	6972	35	93	-	-
Purchase of goods	710	719	3,550	292	-	-
Sale of Fixed Assets	7	38	-	-	-	-
Purchase of fixed assets	16	-	-	-	-	-
Expenses recovered	3	17	248	-	-	-
Reimbursements of expenses	13	37	65	179	-	-
Services rendered	461	382	84	-	-	-
Remuneration	-	-	-	-	152	136
Rent paid	-	-	707	638	57	99
Electricity paid	-	-	465	-	-	22
Dividend received	41	81	-	-	-	-
Interest paid	-	-	-	3	-	1
Share of profits	528	613	-	-	-	-
Royalty received	59	59	28	-	-	-
Dividend paid on equity share capital	-	-	155	133	156	123
Dividend paid on 3% cumulative redeemable preference share capital	-	-	-	-	11	11
Investment in shares	65	247	-	-	-	-
Sale of shares	-	-	194	-	-	-
Credit balance outstanding at the end of the year:						
- Fixed deposits	-	-	-	-	-	7
Balance outstanding						
Receivable	434	1517	153	287	-	-
Guarantee / Letter of comfort	-	1500	-	-	-	-

(iii) Details of related party with whom transactions exceed 10% of the class of transactions

Related party	Nature of transaction	For the year ended 31 March 2013	For the year ended 31 March 2012
Minda Autocare Limited	Sale of goods	-	6076
Minda NexGenTech Limited	Purchases of goods	586	577
Mindarika Private Limited	Sale of fixed assets	4	17
Minda NexGenTech Limited	Receivables	31	507
Minda Autocare Limited	Receivables	-	836
Minda Investment Limited	Reimbursement of expenses	18	452
Mindarika Private Limited	Services rendered	460	366
Auto Component (Firm)	Share of profits	143	196
Yogendra Engineering (Firm)	Share of profits	385	417
Minda NexGenTech Limited	Guarantee given	-	1,500
Yogendra Engineering (Firm)	Royalty received	47	47
Mr. Nirmal K. Minda	Remuneration	152	136
Nirmal K. Minda (HUF)	Equity dividend	41	41
Minda Investment Limited	Equity dividend	85	85
Mr. Nirmal K. Minda	Equity dividend	51	51
Mrs. Suman Minda	Equity dividend	62	62
Minda Investment Limited	Rent	655	592
Minda Corporation Limited	Sale of shares	194	-

Note 46. Disclosure pursuant to Accounting Standard-15 on "Employee Benefits"

a) Pursuant to the adoption of Accounting Standard (AS) 15 (revised 2005) "Employee Benefits", the additional obligations of the parent company with respect of certain employee benefits upto 31 March 2007 amounted to ₹ Nil (previous year ₹184.92) has been adjusted from the general reserve.

b) **Defined contribution plan**

An amount of ₹716.28 Lacs (Previous year: ₹651.51 lacs) for the year, has been recognized as an expense in respect of the Group's contribution towards Provident Fund, deposited with the government authorities and has been included under employee benefit expense in the Consolidated Statement of Profit and Loss. Further an amount of ₹40.60 lacs (Previous year: ₹37.61 lacs) for the year, has been recognized as an expense in respect of the Group's contribution towards Superannuation Fund, and has been included under employee benefit expense in the Consolidated Statement of Profit and Loss.

c) **Defined benefit plans**

Gratuity is payable to all eligible employees of the Group on retirement/exit,death or permanent disablement in terms of the provisions of the Payment of Gratuity Act or as per the Group's Scheme, whichever is more beneficial.

The obligation for compensated absences is recognized in the same manner as Gratuity.

(i) Changes in present value of obligation:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Present value of obligation as at the beginning of the year	1,200.87	659.61	403.51	252.91
Present value of obligation at the beginning of the year on account of consolidation	-	9.53	-	5.37
Acquisition adjustment	(3.21)	(1.10)	0.93	-
Interest cost	98.97	56.28	33.25	21.66
Past service cost	-	-	-	-
Current service cost	202.85	167.81	144.80	94.17
Curtailment cost/(credit)	-	-	-	-
Settlement cost/(credit)	-	-	-	-
Benefits paid	(115.07)	(74.94)	(162.44)	(144.49)
Actuarial (gain)/loss on obligation	90.21	333.19	170.33	149.80
Present value of obligation as at the end of year	1,474.62	1,150.38	590.38	381.45
-Long term	1,355.27	1,111.42	528.31	369.72
-Short term	119.35	38.95	62.07	12.11
	1,474.62	1,150.38	590.38	381.45

(ii) Changes in the fair value of plan assets:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Fair value of plan assets at the beginning of the year	258.37	239.78	-	-
Acquisition adjustment	-	(1.10)	-	-
Expected return on plan assets	21.32	19.78	-	-
Contributions	6.00	-	-	-
Benefits paid	(1.58)	-	-	-
Excess of actual over estimated return on plan assets	-	(0.09)	-	-
Fair value of plan assets at the end of the period	284.11	258.37	-	-

(iii) Actuarial gain/ loss recognized is as follows:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Actuarial gain/(loss) for the year – obligation	(90.21)	(333.19)	(170.33)	(149.80)
Actuarial (gain)/loss for the year - plan assets	-	(0.09)	-	-
Total (gain)/loss for the year	90.21	333.28	170.33	149.80
Actuarial (gain)/ loss recognized in the year	90.21	333.28	170.33	149.80
Unrecognized actuarial (gain)/losses at the end of year	-	-	-	-

(iv) The amounts recognized in the consolidated balance sheet are as follows:

Particulars	Gratuity		Compensated absences	
	As at		As at	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Present value of obligation as at the end of the year	1,474.62	1,150.38	590.38	381.45
Fair value of plan assets as at the end of the year	284.11	258.37	-	-
Funded status	(1,190.52)	(888.17)	(590.38)	(379.40)
Excess of actual over estimated	-	(0.09)	-	-
Unrecognized actuarial (gains)/losses	-	-	-	-
Net asset/(liability)recognized in balance sheet	(1,190.52)	(892.01)	(590.38)	(381.45)

(v) Expenses recognized in the Consolidated Statement of Profit and Loss:

Particulars	Gratuity		Compensated absences	
	For the year ended		For the year ended	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Current service cost	202.86	167.81	144.79	94.03
Past service cost	-	-	-	-
Interest cost	98.97	56.28	33.25	21.64
Expected return on plan assets	(21.32)	(19.78)	-	-
Curtailment cost / (credit)	-	-	-	-
Settlement cost / (credit)	-	-	-	-
Net actuarial (gain)/ loss recognized in the year	90.21	333.28	170.33	149.80
Expenses recognized in the Consolidated Statement of Profit and Loss	370.72	533.75	348.37	265.23

(vi) Experience adjustments

Particulars	Gratuity			
	31 March 2013	31 March 2012	31 March 2011	31 March 2010
Defined benefit obligation	(55.98)	(115.79)	(46.50)	44.83
Plan assets	-	(1.29)	-	0.01

(vii) Enterprise best estimate of contribution during next year is:

	Amount
Leave encashment	227.92
Gratuity	446.53

(viii) Principal actuarial assumptions at the balance sheet date are as follows:

a) Economic assumptions: The principal assumptions are the discount rate and salary growth rate. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis. Assumptions used for the Group are as follows:

Assumptions for the parent company

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Discount rate	8.25%	8.50%
Salary escalation rate (per annum)	8.00%	8.00%
Withdrawal rates		
Age- Upto 30 years	3%	3%
31-44 years	2%	2%
Above 44 years	1%	1%
Mortality rate	LIC (1994-96)	LIC (1994-96)

Assumptions for Minda Auto Components Limited and Minda Distribution and Services Limited

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Discount rate	8.00%	8.50%
Salary escalation rate (per annum)	5.50%	6.00%
Withdrawal rates		
Age- Upto 30 years	3%	3%
31-44 years	2%	2%
Above 44 years	1%	1%
Mortality rate	LIC (1994-96)	LIC (1994-96)

Assumptions for Minda Kyoraku Limited,M.J.Casting Limited and Minda Emer Technologies Limited

Particulars	For the year ended 31 March 2013	For the year ended 31 March 2012
Discount rate	8.50%	8.50%
Salary escalation rate (per annum)	8.00%	8.00%
Withdrawal rates		
Age- Upto 30 years	3%	3%
31-44 years	2%	2%
Above 44 years	1%	1%
Mortality rate	LIC (1994-96)	LIC (1994-96)

b) **Demographic assumptions:**

Particulars	Assumptions as at 31 March 2013	Assumptions as at 31 March 2012
i) Retirement age (years)	58	58
ii) Mortality table	LIC (1994-96)	LIC (1994-96)
iii) Ages	Withdrawal rate (%)	Withdrawal rate (%)
Up to 30 years	3.00	3.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00

d) **Transfer of employees**

During the current year, certain employees of Minda Industries Limited (the parent company) were transferred to Minda Emer Technologies Limited ('METL'). As per the terms of the agreement, the liability on account of gratuity and compensated absences for employee until date of transfer will be borne by the Company. The amount payable to METL towards gratuity is ₹21.29 and towards compensated absences is ₹8.22.

Note 47. Particulars on unhedged foreign currency exposure:

Currency	As at 31 March 2013			As at 31 March 2012		
	Foreign currency Amount in lacs	Exchange rate (in ₹)	Rupees in lacs	Foreign currency Amount in lacs	Exchange rate (in ₹)	Rupees in lacs
Trade receivables						
USD	47.91	53.83	2,578.80	39.44	50.10	1,976.02
EUR	9.37	68.76	644.30	8.77	67.73	593.79
JPY	154.32	0.57	87.87	289.54	0.63	183.02
GBP	0.03	81.38	2.44	-	-	-
Trade payables						
USD	17.14	55.04	943.47	15.29	49.51	757.11
JPY	78.30	1.55	121.59	340.84	0.65	221.55
EUR	6.84	71.82	490.93	3.97	67.87	269.46
GBP	0.02	65.50	1.31	0.01	77.18	0.81
TWD	0.01	44.51	0.24	0.19	1.79	0.34
CNY	-	-	-	0.03	8.21	0.24
HKD	-	-	-	0.01	6.89	0.10
Short Term Borrowings						
USD	1.18	55.05	65.17	-	-	-
Long Term Borrowings						
USD	1.94	55.05	106.91	-	-	-

Note 48.

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with their customers, the Entrepreneurs Memorandum number as allocated after filing of the said Memorandum. Accordingly, the disclosures in below respect of the amounts payable to such enterprises as at the year end has been made based on information received and available with the Group.

Particulars	As at 31March 2013	As at 31March 2012
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
- Principal	331.84	-
- Interest	4.69	-
The amount of interest paid by the buyer as per the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006)	-	-
The Amounts of the payments made to micro and small suppliers beyond the appointed day during the year	1696.88	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006	47.94	-
The amount of interest accrued and remaining unpaid at the end of the year	52.63	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006	-	-

Note 49. Provision for warranty

The following disclosures have been made in accordance with the provisions of Accounting Standard 29 - 'Provisions, Contingent Liabilities and Contingent Assets'

Particulars	As at 31 March 2013	As at 31 March 2012
Balance as at beginning of the year	546.74	100.50
Add:- Balance transferred pursuant to amalgamation of Minda Acoustic Limited		96.41
Add: Provision made during the year	227.79	819.63
Less: Utilisation during the year	458.21	469.80
Balance as at the end of the year	316.32	546.74

The Group has made a warranty provision on account of sale of components. These provisions are based on management's best estimate and past trends. Actual expenses for warranty are charged directly against the provision. Unutilized provision is reversed on expiry of the warranty period.

Note 50. Leases

The Group has taken offices on cancellable operating leases. The lease rentals recognised in the Consolidated Statement of Profit and Loss for the year 31 March 2013 are ₹1,046.29 (Previous Year ₹854.94)

Note 51. Joint ventures

(a) The parent company has the following investment in the jointly controlled entity:

Name of joint venture	Country of Incorporation	Proportion of Ownership Interest
Minda Emer Technologies Limited	India	48.90%
M J Casting Limited	India	50.00%

(b) In respect of jointly controlled entities, the parent company's share of assets, liabilities, income and expenditure of the joint venture companies are as follows:

Particulars	As at 31 March 2013	As at 31 March 2012
Non current assets	5,684.73	3,065.83
Current assets	1,993.32	853.60
Non current liabilities	3,190.12	1,777.64
Current liabilities	2,231.60	597.40
Revenues	3,718.56	1,298.18
Expenses (including income tax expense)	4,264.41	1,618.61
Capital commitment	112.88	9.79

Note 52. The parent company has during the year acquired two subsidiaries. The goodwill on such acquisitions was computed as under:-

S. No.	Financial statements caption	Total
I	Cost of investment in the subsidiaries	201.31
	Total (A)	**201.31**
I	Share capital	201.31
Ii	Surplus i.e; balance in Statement of Profit and Loss on date of acquisition	(5.11)
	Total (B)	**196.20**
	Goodwill (A-B)	**5.11**

Note 53.

During the previous year, the Group recomputed goodwill and capital reserve that arose on consolidation of its subsidiaries and made necessary rectification entries to correct the deficiencies in the previous calculations. Consequently, following corrections were recorded in the current year consolidated financial statements:

(i) In respect of Minda Kyoraku Limited, a subsidiary, the Group had recognized goodwill on consolidation amounting to ₹52.58 in the consolidated financial statements instead of recognizing a capital reserve amounting to ₹82.27. This goodwill was adjusted with the share premium account. The same has been rectified in the current year by recognizing capital reserve amounting to ₹82.27 and adjusting share premium account.

(ii) In respect of M J Casting Limited, a joint venture company, the Group had recognized excess goodwill amounting to ₹57.21 on account of consolidation of M J Casting Limited with the parent company. The same has been rectified during the current year.

(iii) The above resulted in increase in capital reserve by ₹82.27, reduction in securities premium account by ₹82.27 and decrease in goodwill on consolidation by ₹57.21.

Note 54. Derivative instruments

The Group has entered into the following derivative instruments, which are outstanding as at 31 March 2013:

Nature of contracts	Outstanding as at 31 March 2013		Outstanding as at 31 March 2012	
	Number of contracts	Foreign currency amount	Number of contracts	Foreign currency amount
Forward cover (Sell)	1	USD 50,000	3	USD 150,000
Forward cover (Sell)	2	Euro 75,000	2	Euro 100,000

The purpose of entering into a forward exchange contract is to hedge the foreign currency exposure on payment from trade receivables. During the current year, the Group has not entered into any derivative instrument for speculation purpose.

Note 55.

Capital work in progress includes borrowing cost capitalized during the year amount to ₹200.57 (previous year ₹ Nil).

Note 56.

The Group has established a comprehensive system of maintenance of information and documents are required by the transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Group is in the process of updating the documentation for the transactions entered into with the associated enterprises during the financial year and expects such records to be in existence latest by due date as required under the law. The management is of the opinion that its transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

Note 57.

Previous year figures have been reclassified/ regrouped, wherever required, to confirm to current year classification

For **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

For and on behalf of the Board of Directors of **Minda Industries Limited**

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Vikram Advani
Partner
Membership No. 091765

Sudhir Jain
Corp. Business Head
and Group CFO

H.C. Dhamija
V.P. Group Accounts
and Company Secretary

Place: Gurgaon
Date: 24 May 2013

Place: Gurgaon
Date: 24 May 2013

Statement pursuant to section 212 (3) of the Companies Act'1956 relating to the subsidiary companies

		Extent of interest in the subsidiary at the end of financial year of the subsidiary			Net aggregate amount of the subsidiary's profits after deducting its losses or vice versa (so far as it concerns members of the holding company)			
					Profit/(loss) not dealt with in the holding company's account		Profit dealt with or (losses) provided for in the holding company's accounts	
S.No.	Name of the subsidiary company	Financial year of the subsidiary ended on	Number of shares held	% of total paid up capital	For the financial year of the subsidiary (rupees in lacs)	For the financial year of the subsidiary since it became a subsidiary	For the financial year of the subsidiary	For the previous years of subsidiary since it became a subsidiary
1	Minda Auto Components Ltd	31 March 2013	210,200 Equity shares of Rupees 10/- each fully paid up.	100%	251.96	240.48	NIL	NIL
2	Minda Kyoraku Ltd.	31 March 2013	20,810,333 Equity shares of Rupees 10/- each fully paid up. 8,740,000 Equity shares of Rupees 12.50 each fully paid up.	71.66%	(158.35)	(62.66)	NIL	NIL
3	Minda Distribution and Services Ltd.	31 March 2013	1,987,600 Equity shares of rupees 10/- each fully paid up.	100%	53.59	N.A.*	NIL	N.A.*
4	Global Mazinkert. S.L.	to be ended on 31 December 2013	3,600 Equity shares of €1 each fully paid up.	100%	(2.03)@	N.A.*	NIL	N.A.*

- Minda Distribution and Services Limited and Global Mazinkert S.L. have become subsidiaries of Minda Industries Limited during the current year. Hence, previous year data is not applicable.

@ Global Mazinkert, S.L. Spain, 100% shares were acquired on 26 March 2013. This amount has been arrived by taking the figures of accumulated losses upto 26 March 2013.

For and on behalf of the Board of Directors of
Minda Industries Limited

Nirmal K. Minda
Chairman and Managing Director
DIN 00014942

Anand Kumar Minda
Director
DIN 00007964

Sudhir Jain
Corp. Business Head and
Group CFO

H.C.Dhamija
V.P. Group Accounts and
Company Secretary

Place: Gurgaon
Date: 24 May 2013

Statement pursuant to section 212 (8) of the Companies Act'1956 relating to the Subsidiary Companies

The Ministry of Corporate Affairs, Government of India, vide General Circular No-2 and 3 dated 8 February 2011 and 21 February 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act 1956, subject to fulfillment of conditions stipulated in the circular. The Group has satisfied the conditions stipulated in the circular and hence is entitled to the exemption. Necessary information relating to the subsidiaries has been included in the consolidated financial statements.

Name of the subsidiary companies: Minda Auto Components Limited, Minda Kyoraku Limited, Minda Distribution and Services Limited and Global Mazinkert S.L.

₹ in Lacs

Sl. No.	Particulars	Minda Auto Components Limited	Minda Kyoraku Limited	Minda Distribution and Services Limited	Global Mazinkert, S.L.
a)	Paid up share capital	21.02	4123.70	198.76	2.55
b)	Reserve &surplus	604.37	208.34	50.51	(2.03)
c)	Total assets	1871.91	6432.96	3814.89	0.53
d)	Total liabilities	1871.91	6432.96	3814.89	0.53
e)	Details of investment(except in case of investment in the subsidiaries)	NIL	NIL	NIL	NIL
f)	Turnover	9614.01	2711.84	23464.70	NIL
g)	Profit/(loss) before taxation	358.46	(157.32)	76.86	(2.03)
h)	Provision for taxation/short provision/deferred tax	106.50	58.95	23.27	NIL
i)	Profit/(loss) after taxation	251.96	(216.27)	53.59	(2.03)
j)	Proposed dividend	NIL	NIL	NIL	NIL

For and on behalf of the Board of Directors of
Minda Industries Limited

Nirmal K. Minda
Chairman and Managing Director
DIN No. 00014942

Anand Kumar Minda
Director
DIN No. 00007964

Sudhir Jain
Corp. Business Head and
Group CFO

H.C.Dhamija
V.P. Group Accounts and
Company Secretary

Place: Gurgaon
Date: 24 May 2013

E-MAIL REGISTRATION FORM

Dear Shareholder,

Green Initiative in Corporate Governance: Go Paperless

The Ministry of Corporate Affairs ('Ministry') has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the recent circulars no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by the Ministry, companies can now send documents like Notice of Annual General Meeting, Annual Report, Postal Ballot Notice or any other notice/intimation etc. to their shareholders through electronic mode, to their registered e-mail addresses.

We invite you to take part in this opportunity to contribute to the Corporate Social Responsibility initiative of the Company. We therefore request you to register your Email Id by sending this form duly filled in and signed to the Company's Registrar & Share Transfer Agent "Link Intime India Pvt. Ltd." or your concerned Depository Participant.

IF SHARE(S) IS/ARE HELD IN PHYSICAL MODE	IF SHARE(S) IS/ARE HELD IN DEMAT (ELECTRONIC) MODE
Please send the form to the Registrar at following address: Link Intime India Pvt. Ltd. Unit – Minda Industries Limited A-40 (Second Floor), Naraina Industrial Area, Phase-II, New Delhi – 110 028	Please send the form to your concerned Depository Participant where you maintain your Demat Account.

Dear Sir/Madam,

Green Initiative in Corporate Governance

I agree to receive all communication from the Company in electronic mode. Please register my following e-mail id in your records for sending communication through e-mail:

E-mail ID to be registered

Name of Sole/Joint Holder(s)	Folio No./DP ID and Client ID	Signature

Date ....

Important Notes:

1. After registration, all the communication will be sent to your registered e-mail Id. However, you can anytime ask for physicalcopy of the document.
2. The form is also available on the website of the Company viz www.mindagroup.com
3. Shareholders are requested to keep company informed as and when there is any change in the e-mail address. Unless the email Id given hereunder is changed by you by sending another communication in writing, the company will continue to send the notices/documents to you on the above mentioned email ID.

MINDA INDUSTRIES LIMITED

Regd.Office: B-64/1, Wazirpur Industrial Area, Delhi-110052

ATTENDANCE SLIP

Folio No. / DP ID/ Client ID #

No. of Equity Shares held

I hereby record my presence at the 21st Annual General Meeting of the Company being held at PHD House, Opp. AsianGames Village, New Delhi-110016, on Wednesday, September 18, 2013 at 11:30 a.m.

Name of the Shareholder

(in Block Letter)

Name of Proxy / Authorised

Representative attending* (in Block Letter)

*Strike out whichever is not applicable.

Applicable for investors holding shares in dematerialised form.

Signature of the attending Shareholder/Proxy/Authorised Representative*

Note:

Please produce this Admission Slip duly filled and signed at the entrance of the meeting hall. Shareholdersintending to appoint a proxy may use the Proxy Form given below.

MINDA INDUSTRIES LIMITED

Regd.Office: B-64/1, Wazirpur Industrial Area, Delhi-110052

PROXY FORM

I, We .... of .... being a member/members of Minda Industries Ltd. hereby appoint Shri/Smt./Km. .... of .... or failing him / her Shri/Smt./Km. .... of .... or failing him / her Shri/Smt./ Km. .... of .... as my/ our proxy in my/our absence to attend and vote for me/us and on my / our behalf at the21st Annual General Meeting of the Company to be held at PHD House, Opp. Asian Games Village, New Delhi-110 016 on Wednesday, September 18, 2013 at 11:30 a.m. and at any adjournment thereof.

Signed this .... day of .... 2013.

Folio No. / DP ID/ Client ID #

No. of Equity Shares held

Affix Re 1/-
Revenue
Stamp

Signature(s)…..........………

Applicable for investors holding shares in dematerialised form.

Note:

The proxy, in order to be effective, should be duly completed, stamped and signed and must bedeposited at theRegistered Office of the Company at B-64/1, Wazirpur Industrial Area, Delhi-110052 at least 48 hours before thescheduled time.


UNO MINDA
POWER PLUS
12 V - 5 Ah
TWO WHEELER MOTORCYCLE BATTERY
UNO MINDA
POWER PLUS

UNO MINDA
NK MINDA GROUP

CORPORATE OFFICE

Village Nawada Fatehpur, P.O. Sikanderpur
Badda, Distt. Gurgaon (Haryana)
Website: www.mindagroup.com
Tel.: 0124-2290427/28

arinsight | (www.arinsight.com)