MAHINDRA CIE AUTOMOTIVE LIMITED (Formerly known as MAHINDRA FORGINGS LIMITED)
Regd. Office: Mahindra Towers, P.K. Kurne Chowk, Worth, Mumbai - 400 018.
STATEMENT OF AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED 31st Mar 2014

Name of the control		Part-I			STANDALONE			CONSOLIDATED	DATED
Mar 31, 2014   Mar 21, 2014   Mar	Sr. No.			Quarter ended		Year er	papu	Year er	papu
Martitor of term operation   Martitor   Un Audited   Un Audited   Martitor			Mar 31, 2014	Dec 31, 2013	Mar 31, 2013	Mar 31, 2014	Mar 31, 2013	Mar 31, 2014	Mar 31, 2013
Next anter   Nex			Audited*	Un Audited	Un Audited	Audited	Audited	Audited	Audited
10 Other operation (next)	-	Income from operation							
Other factors because   9,234.51   1,040.28   3,533.39   4,535.31   2,599.3		(a) Net sales (Net of Excise duty)	8,887.42	8,081.74	9,906.41	35,121.95	39,466.50	2,46,491.32	2,09,679.01
Secretary and personal methods		(b) Other operating income	934.19	909.47	1,040.82	3,531.58	4,569.31	12,586.51	11,961.12
Dependency   Section   S		Total Income from operation (net)	9,821.61	8,991.21	10,947.23	38,653.53	44,035.81	2,59,077.83	2,21,640.13
0, Cots of meanted countered   0, 0, 4, 20 cs   0, 5, 67.7   2, 0.00   1, 0.00     0, Cots of meanted countered   0, 0, 0, 0, 0, 0, 0, 0, 0, 0, 0, 0, 0,	2	Expenses							
(i) Change of threshold spock and work's progress (i) 773 (i) 84.55 (ii) 770 (iii) Change of threshold spock and work's progress (iii) Ray (iii) Ray (iii) Ray (iiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (iiiii) Ray (		(a) Cost of material consumed	5,044.28	4,590.08	5,675.75	20,027.71	24,262.25	1,08,020.29	95,900.97
Charloyne benefit expenses   78,3,3   77,0   77,5		(b) Change of inventories of finished goods and work-in progress	(7.73)	94.55	(49.82)	291.01	(947.00)	(1,544.68)	4,145.86
Other function and amortisation expenses   788.54   870.76   770.24   770		(c) Employee benefit expenses	893.39	904.76	756.54	3,451.24	3,063.30	72,977.12	62,406.39
(b) Prote content faceth   (c) Prote F		(d) Depreciation and amortisation expenses	708.54	707.06	702.24	2,829.49	2,744.42	11,999.18	11,037.15
1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,		(e) Power and Fuel	804.98	802.45	76.668	3,368.36	3,774.65	19,288.47	15,856.28
Total expenses		(f) Other Expenses	1,337.69	1,578.03	1,671.97	6,282.09	7,236.19	49,469.93	39,034.52
Profit (loss) from operation before other income finance cost and exceptional terms (1 - 2)  Other income Profit (Loss) from ordinary activities before thance cost and 1,106,48  Finance cost from ordinary activities after finance cost but before exceptional terms (3+4)  Finance cost from ordinary activities after finance cost but before exceptional terms (3+6)  Excepti		Total expenses	8,781.15	8,676.93	9,656.65	36,249.90	40,133.81	2,60,210.31	2,28,381.17
Other Income         66.02         119.34         67.36         645.20         419.53         1.2           Profit / Loss) from ordinary activities before finance cost and exceptional items (3-4)         1,106.48         433.62         1,357.94         3,048.83         4,321.53         1           Profit/Loss) from ordinary activities after finance cost but before exceptional items (5-4)         206.57         155.44         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         10.00         899.91         278.18         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         10.00         899.91         278.18         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         11.00         889.91         278.18         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         11.00         889.91         278.18         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         11.00         889.91         278.18         1,229.51         2,676.16         3,733.70         (6,1           Exceptional items (5-4)         11.00         889.91         1,529.91         1,502.91	m	Profit (loss) from operation before other income finance cost and exceptional items (1 - 2)	1,040.46	314.28	1,290.58	2,403.63	3,902.00	(1,132.48)	(6,741.04)
Profit / (Loss) from ordinary activities before finance cost and exceptional items (3 +4)  Finance cost finance cost and exceptional items (3 +4)  Finance cost finance cost but before exceptional items (3 +4)  Finance cost finance cost but before exceptional items (3 +4)  Finance cost finance cost but before exceptional items (3 +4)  Frofit/(Loss) from ordinary activities after finance cost but before exceptional items (3 +4)  Exc	4	Other Income	66.02	119.34	67.36	645.20	419.53	1,276.53	380.95
Profit/Loss) from ordinary activities after finance cost but before exceptional items (5-6)  Exceptional items (5-7)  Exc	2	Profit / (Loss) from ordinary activities before finance cost and exceptional items (3 +4) $$	1,106.48	433.62	1,357.94	3,048.83	4,321.53	144.05	(6,360.09)
Profit/(Loss) from ordinary activities after finance cost but before exceptional items (5-6)	9	Finance cost	206.57	155.44	128.43	372.67	567.83	6,282.35	4,933.16
Exceptional items         Profit/Loss) from ordinary activities before tax (7-8)         899.91         278.18         1,229.51         2,676.16         3,733.70         (6,999.91           Current Tax         Current Tax         175.89         (3.46)         218.00         531.43         218.00         6           Current Tax         (Less) was Credit entitlement         1775.89         127.89         (3.29.1)         878.81         138.00         (5.80.0)         (531.43)         138.00         (6.80.0)         (531.43)         13.80.0         (6.80.0)         (531.43)         13.80.0         (6.80.0)         (6.80.0)         (6.80.0)         (6.80.0)         (150.29)         1,562.42         1,797.35         4,086.61         (8,1)           Net Profit / (Loss) from ordinary activities after tax(9-10)         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1)           Paid - Up equity share capital         (7a.0) for the period         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1)           Paid - Up equity share capital         (7a.0) for the period         9,234.05         9,234.05         9,234.05         9,234.05         9,234.05         9,234.05         9,234.05         9,234.05         9,217.33         9,234.05         9	7	Profit/(Loss) from ordinary activities after finance cost but before exceptional items (5-6)	899.91	278.18	1,229.51	2,676.16	3,753.70	(6,138.30)	(11,293.25)
Profit/(Loss) from ordinary activities before tax (7-8)   899,91   278.18   1,229.51   2,676.16   3,753.70   (6,9 carried tax)   175.89   13.46   218.00   531.43   218.00   651.40   12.80.00   651.43   218.00   651.40   12.80.00   651.40   12.80.00   651.40   12.80.00   651.40   12.80.00   651.40   12.80.00   651.40   12.80.00	∞	Exceptional items			•	•		831.86	114.95
Current Tax         Less; Mat Credit entitlement         175.89         (3.46)         218.00         531.43         218.00         531.43         218.00         (531.43)         218.00         (531.43)         218.00         (531.43)         218.00         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (1,00         (218.00)         (531.43)         (1,00         (5,10         (5,10         (5,10         (5,10         (5,10         (5,10         (5,11         (5,20         (5,10         (5,10         (5,11         (5,10         (5,11         (5,	6	Profit/(Loss) from ordinary activities before tax (7-8)	899.91	278.18	1,229.51	2,676.16	3,753.70	(6,970.16)	(11,408.20)
(Less): Mat Credit entitlement         (175.89)         3.46         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (531.43)         (218.00)         (532.91)         (58.81)         (532.91)         (532	01	Current Tax	175.89	(3.46)	218.00	531.43	218.00	615.59	
Prior year lax         Deferred Tax (Credit) / Charge         127.89         (332.91)         878.81         (332.91)         1,00           Net Profit / (Loss) from ordinary activities after tax(9-10)         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1           Net Profit / (Loss) from ordinary activities after tax(9-10)         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1           Net Profit / (Loss) for the period         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1)           Paid - Up equity share capital (Face value of Rs. 10 per equity share)         9,234.05         9,217.33		(Less): Mat Credit entitlement	(175.89)	3.46	(218.00)	(531.43)	(218.00)	(531.43)	
Net Profit/(Loss) from ordinary activities after tax(9·10)         646.86         150.29         1,562.42         1,797.35         4,086.61         (8.1)           Net Profit / (Loss) from ordinary activities after tax(9·10)         646.86         150.29         1,562.42         1,797.35         4,086.61         (8.1)           Paid -Up equity share capital (Face value of Rs. 10 per equity share)         9,234.05         9,226.04         9,217.33         9,234.05         9,217.33         9,2           Reserve excluding revaluation reserve as per balance sheet of previous accounting year         Earning per share ( after extraordinary items)         83,917.24         80,967.84         56,3           (of Rs 10 /r each) (Not annualised)         0.70         0.16         1,70         1,95         4,43		Pnor year Tax Deferred Tax (Credit) / Charge	253.05	127.89	(332.91)	878.81	(332.91)	76.87	136.48 (150.94)
Net Profit / (Loss) for the period         646.86         150.29         1,562.42         1,797.35         4,086.61         (8,1           Paid -Up equity share capital (Face value of Rs. 10 per equity share)         9,234.05         9,226.04         9,217.33         9,234.05         9,217.33         9,2           Reserve excluding revaluation reserve as per balance sheet of previous accounting year         83,917.24         80,967.84         56,3           Earning per share ( after extraordinary items)         (of Rs 10 /- each) (Not annualised)         1,70         1,70         1,95         4,43	11	Net Profit/(Loss) from ordinary activities after tax(9-10)	646.86	150.29	1,562.42	1,797.35	4,086.61	(8,149.18)	(11,393.74)
Paid -Up equity share capital         9,234-05         9,226-04         9,217.33         9,234.05         9,217.33         9,2           Reserve excluding revaluation reserve as per balance sheet of previous accounting year         Reserve excluding revaluation reserve as per balance sheet of previous accounting year         83,917.24         80,967.84         56,3           Earning per share ( after extraordinary items) (of Rs 10 /- each) (Not annualised)         0.70         0.16         1,70         1,95         4.43	12	Net Profit / (Loss) for the period	646.86	150.29	1,562.42	1,797.35	4,086.61	(8,149.18)	(11,393.74)
Reserve excluding revaluation reserve as per balance sheet of previous accounting year  Earning per share ( after extraordinary items)  (of Rs 10 /- each) (Not annualised)  (a) Basic  1.70  1.95  83,917.24  80,967.84  56,3  74,43	5	Paid -Up equity share capital (Face value of Rs. 10 per equity share )	9,234.05	9,226.04	9,217.33	9,234.05	9,217.33	9,234.05	9,217.33
Earning per share ( after extraordinary items) (of Rs 10 /- each) (Not annualised) (a) Basic 0.70 0.16 1.70 1.95 4.43	4	Reserve excluding revaluation reserve as per balance sheet of previous accounting year	100			83,917.24	80,967.84	56,369.69	66,224.23
0.70 0.16 1.70 1.95 4.43	15	Earning per share ( after extraordinary items) (of Rs 10 /- each) (Not annualised)							
02.0		(a) Basic	0.70	0.16	1.70	1.95	4.43	(8.88)	(12.36)

MAHINDRA CIE AUTOMOTIVE LIMITED (Formerly known as MAHINDRA FORGINGS LIMITED) Regd. Office : Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400 018. STATEMENT OF AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED 31st Mar 2014

Particulars of shareholding		Part II					
Nar 31,2014   Dec 31,2013   Mar 31,2014		Particulars		Quarter ended		Year	ended
Un Audited   Un Audited   Un Audited   Un Audited   Au			Mar 31,2014	Dec 31,2013	Mar 31, 2013	Mar 31,2014	Mar 31,2013
Treholding of promoter and promoter group)  Treholding of promoter and promoter group an							
are capital of the company  1,90,12,664  1,89,32,647  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,648  1,89,16,279  1,89,16,279  4,33,47,697  1,89,16,279  4,33,648  1,89,16,279  1,89,16,279  4,33,648  1,89,16,279  1,89,16,279  4,33,648  1,89,16,279  1,			Un Audited	Un Audited	Un Audited	Audited	Audited
are capital of the company  1,90,12,664  1,89,32,647  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,47,697  1,89,16,279  4,33,27,802  1,33,27,802  1,008  1008  1008  1008  79,41%  79,48%  79,49%  79,49%	-	Particulars of shareholding Public Shareholding		-			
are capital of promoter and promoter group)  7,33,27,802  7,33,27,802  7,33,27,802  100%		-Number of shares	1 90 17 664	1 80 27 647	707 77 55 1	025 // 00 +	100
are capital of the company  T,33,27,802 T,33,27,802 T,33,27,802 T,33,27,802 T,33,27,802 T,33,27,802 T,33,27,802 T,008 T008 T9.498 T9.498 S52		-Percentage of shareholding	20.59%	20.52%	4,53,47,697	1,69,16,279	4,33,47,697
are capital of the company  7,33,27,802  7,33,27,802  7,33,27,802  7,33,27,802  100%  100%  100%  100%  100%  79.48%  55.97%	7	Promoters and Promoter group shareholding					
res (as a % of the total shareholding of promoter and promoter group) res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company)		a) Pledged/ Encumbered					
res (as a % of the total shareholding of promoter and promoter group) res (as a % of the total share capital of the company res (as a % of the total shareholding of promoter and promoter group) res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company) res (as a % of the total share capital of the company)		<ul> <li>Number of shares</li> </ul>	•				
res (as a % of the total share capital of the company  res (as a % of the total share capital of the company  res (as a % of the total share capital of the company  res (as a % of the total share capital of the company  res (as a % of the total share capital of the company  79.41%  79.48%  79.49%  79.49%  79.49%  79.49%		<ul> <li>Percentage of shares (as a % of the total shareholding of promoter and promoter group)</li> </ul>					
res (as a % of the total share capital of the company res (as a % of the total share capital of the company 79.41% 79.48% 55.97% 4,88,25,609 7,33,27,802 4,88,25,609 7,33,27,802 4,88,25 609 7,33,27,802 4,88,25 609 7,33,27,802 4,88,25 609 7,33,27,802 100% 100% 100% 100% 100% 100% 100% 10		<ul> <li>Percentage of shares (as a % of the total share capital of the company</li> </ul>					•
res (as a % of the total share capital of the company res (as a % of the total share capital of the total share capital of the company res (as a % of the to		b) Non - encumbered					
100% 100% 100% 100% 100% 100% 100% 100%		- Number of shares	7 33 27 802	7 33 77 807	1 89 75 400	C00 TC CC T	207 15 00 1
79.41% 79.48% 52.97% 79.49% 55		<ul> <li>Percentage of shares (as a % of the total shareholding of promoter and promoter group)</li> </ul>	100%	100%	4,00,23,009	7,55,27,802	4,88,75,609
		Percentage of shares (as a % of the total share capital of the company	79.41%	79.48%	52.97%	79 49%	3001 57 97%
							877.72

Particulars	Quarter ended
	Mar 31,2014
INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	ž
Received during the quarter	8
Disposed of during the quarter	8
Remaining unsolved at the end of quarter	I.N



## MAHINDRA CIE AUTOMOTIVE LIMITED (Formerly known as MAHINDRA FORGINGS LIMITED) Regd. Office: Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400 018. STATEMENT OF AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED 31st Mar 2014

Statement of Assets and Liabilities Standalone Consolidated **Particulars** Mar 31, 2014 Mar 31, 2013 Mar 31, 2014 Mar 31, 2013 Sr. No. Rs in Lakhs Rs in Lakhs Rs in Lakhs Rs in Lakhs **EQUITY AND LIABILITIES** A 1 Shareholders' funds (a) Share capital 9,234.05 9,217.33 9,234.05 9,217.33 (b) Reserve and surplus 83,917.25 80,967.84 56,369.69 66,224.23 Sub- total- Shareholders' funds 93,151.30 90,185.17 65,603.74 75,441.56 2 Non- current liabilities (a) Long term borrowings 1,460.94 1,701.52 31,575.55 26,856.87 (b) Deferred tax liabilities (Net) 545.89 556.91 (c) Other long term liabilities 89.98 304.60 74.61 1,094.30 (d) Long- term provisions 18,590.97 15,528.49 Sub -Total Non- current liabilities 2,096.81 1,776.13 51,028.03 43,479.66 3 **Current liabilities** (a) Short-term borrowings 5,920.79 1,403.17 36,421.89 36,817.59 (b) Trade payables 8,168.97 9,012.33 27,201.28 23,925.59 (c) Other current liabilities 1,465.85 1,019.13 20,090.71 13,845.34 (d) Short-term provisions 165.12 70.99 1,315.86 1,144.30 Sub-total -Current liabilities 15,720.73 11,505.62 85,029.74 75,732.82 **TOTAL - EQUITY AND LIABILITIES** 1,10,968.84 1,03,466.92 2,01,661.51 1,94,654.04 В **ASSETS** 1 Non-current assets (a) Fixed assets 18,533.24 20,405.75 1,24,041.72 1,21,029.37 (b) Non Current investments 75,527.86 68,444.42 218.17 220.82 (c) Deferred Tax assets (net) 332.91 6,554.61 5,958.13 (d) Long - term loans and advances 934.30 622.23 935.09 622.23 (e) Other Non Current Assets Sub total Non Current Assets 94,995.40 89,805.31 1,31,749.59 1,27,830.55 2 Current Assets (a) Current Investments 5,565.11 3,908.34 5,565.11 3,908.33 (b) Inventories 4,435.27 4,672.71 36,825.31 30,229.94 (c) Trade Receivables 4,931.85 4,203.98 16,094.14 26,679.89 (d) Cash & Cash Equivalents 605.22 237.31 4,359.48 3,654.07 (e) Short term loans and advances 426.57 611.25 7,058.46 2,321.85 (f) Other Current Assets 9.42 28.02 9.42 29.41 Sub total Current Assets 15,973.44 13,661.61 69,911.92 66,823.49 **Total Assets** 1,10,968.84 1,03,466.92 2,01,661.51 1,94,654.04

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# MAHINDRA CIE AUTOMOTIVE LIMITED (Formerly known as MAHINDRA FORGINGS LIMITED) Regd. Office: Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400 018. STATEMENT OF AUDITED RESULTS FOR THE QUARTER AND PERIOD ENDED 31st Mar 2014

### CONSOLIDATED SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

#### Rs.in Lakhs

Sr. No	Particulars	Year E	nded
		31-Mar-14	31-Mar-13
e		Audited	Audited
1	Segment Revenue		
	a) Indian	40,891.35	44,035.81
	b) Overseas	220,424.30	179,214.64
	Total	261,315.65	223,250.45
	Less: Inter Segment Revenue	2,237.82	1,610.32
	Net Sales / Income from Operations	259,077.83	221,640.13
2	Segment Profit/(Loss) before tax and interest from		
	a) Indian	536.00	2,476.87
	b) Overseas	(1,484.69)	(8,963.47)
	Total Less:	(948.69)	(6,486.60)
	(i) Un-allocable expenditure (i) Un-allocable income	6,066.56	4,921.60 -
	Total Profit Before Tax	(7,015.25)	(11,408.20)
	Capital Employed		
	(Segment Assets- Segment Liabilities)		
	a) Indian	11,472.80	17,124.89
	b) Overseas	41,764.52	48,222.39
	Total	53,237.32	65,347.28

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The company's operations constitute a single business segment, namely forging components.



#### MAHINDRA CIE AUTOMOTIVE LIMITED (Formerly known as MAHINDRA FORGINGS LIMITED)

Regd. Office: Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400 018.

STATEMENT OF AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED 31st Mar 2014

management is of the view that, there is no impairment of the goodwill.

#### Note

- 1 The above results are standalone results of Mahindra CIE Automotive Limited (Formerly known as Mahindra Forgings Limited ) (MCIE) and Consolidated results of Mahindra CIE Group which includes the results of the subsidiaries, Mahindra Forgings International Limited (MFIL), Mahindra Forgings Global Limited (MFGL) and Stokes Group Limited (SGL) and their respective step down subsidiaries.
- 2 Exceptional item in the Consolidated results includes Redundancy and restructuring cost of Rs. 831.86 Lakhs in Schonoweiss & Co GmbH ( Previous year Rs. 114.95 in Stokes Group Limited)
- The Company had invested in Mahindra Forgings Europe AG( MFE AG), Germany through its wholly owned subsidiaries in Mauritius namely Mahindra Forgings International Limited (MFIL) and Mahindra Forgings Global Limited (MFGL). After a prolonged and significant decline in demand due to economic downturn in Europe, market demand showed a gradual recovery in the current year. Action initiated by the management in improving operational efficiencies, leveraging synergies between different entities in improving price realisation.

  The additional expertise available from CIE's European Management and Technical teams has started yielding results in Q4 F14. Market demand picked up in Q4 FY 14 with and with the above initiatives has resulted in yield in positive results. During the year the company invested a further Rs 6217 Lakhs through equity in MFE and its subsidiaries, which helped partly offset the net worth erosion. In view of the improved performance of MFE AG and its subsidiaries, the
- 4 a) The Board of Directors of the Company at their meeting held on June 15, 2013 have approved, subject to regulatory approvals, an Integrated Scheme of Merger under Section 391 to 394 of the Companies Act, 1956, involving Mahindra Ugine Steel Company Limited, Mahindra Hinoday Industries Limited, Mahindra Gears International Limited, Mahindra Investments (India) Private Limited, and Participaciones Internacionales Autometal Tres S.L. ("Transferor Companies") with the Company and of Mahindra Composites Limited through another scheme of merger with the Company, at share swap ratios established by independent valuers and fairness opinion on these swap ratios provided by independent Merchant Banker with appointed date for the scheme/s as October 1, 2013.
- 4 b) The Company on June 15, 2013 intimated the Stock Exchanges on which it is listed detailing the SWAP ratios.
- 4 c) Pursuant to a share purchase agreement M/s Participaciones Internacionales Autometal Dos S.L., CIE Automotive S.A and Autometal S.A, Mahindra & Mahindra Limited have transferred 4.85.29,500 equity shares of Rs. 10/- each out of their holding in the company to M/s Participaciones Internacionales Autometal Dos S.L. (PIA2) representing 52.60% of paid up capital of the company in October, 2013.
  Consequently PIA has become a promoter and the Board of Directors of the company and the committees thereof have been reconstituted.
- 4 d) PIA (Acquirer) along with Autometal S.A. and CIE Automotive S.A., in their capacity as persons acting in concert with the Acquirer, made an open offer for acquisition of 2,45,02,193 equity shares of Rs. 10 each representing 26% of the Diluted Equity Capital from the public shareholders of the Company at a price of Rs. 81 per share as described in Detailed Public Statement dated June 21, 2013 and Letter of Offer dated September 13<sup>th</sup>, 2013. Consequent to the acquisition of 2,45,02.193 equity shares (representing 26% of the paid up capital of the company), that were tendered in Open Offer, the Acquirer now holds 79.09% of the paid up equity capital of the company. Post the implementation of the Integrated and the Composites merger scheme as mentioned in point 4 a) above, the acquirer's shareholding will be 53.40% approximately (estimate as of Mar 31, 2014) of the paid up capital in the merged entity.
- The BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"), vide their Observation letters both dated March 7, 2014, have conveyed their respective no-objections to file the Integrated Scheme and the Composite Scheme referred to point No 4 a) above with the Honourable High Court of Bombay.
- Subsequently, the Company has filed applications under Sections 391-394 of the Companies Act, 1956 before the Honourable High Court of Judicature at Bombay, for seeking its direction for: a) holding meetings of its equity shareholders to seek their approval to the Schemes and b) dispensing with the requirement of convening meetings of its secured and unsecured creditors.
- 7 The company is also initiating the process of seeking approval of the public shareholders to each of the companies to the scheme through postal ballot and evoting, as required under the provisions of the circulars issued by SEBI and will take such other steps as may be necessary for the approval and implementation of the schemes.
- Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure. \*Figures for the quarter ended March 31, 2014 are balancing figures between the audited figures of the full financial year ended Mar 31, 2014 and the published year to date figures up to third quarter ended December 31, 2013.
- 9 The results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on April 29, 2014.
- 10 Results of Mahindra Forgings Limited can be found on the Company's website www.mahindracieautomotive.com

For & on behalf of the Board of Directors,

April 29, 2014



K. RAMASWAM Managing Director

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