

**29th
ANNUAL
REPORT
*2014 - 2015***



AMTEK
DRIVEN BY EXCELLENCE

AMTEK AUTO LIMITED



AMTEK

DRIVEN BY EXCELLENCE

AMTEK AUTO LIMITED

29th ANNUAL REPORT 2014 – 2015

CIN: L27230HR1988PLC030333

Board Of Directors

Mr. Arvind Dham
Mr. John Ernest Flintham

Chairman & Director
Vice Chairman &
Managing Director
Managing Director
Non Executive Director
Independent Director
Independent Director
Independent Director
Independent Director
Independent Director
Independent Director
Nominee Director

Mr. D.S. Malik
Mr. Gautam Malhotra
Mr. Rajeev Kumar Thakur
Mr. Sanjay Chhabra
Mr. B. Lugani
Mr. Raj Narain Bhardwaj
Mr. Sanjiv Bhasin
Mrs. Madhu Vij
Mr. M.K. Gupta

Company Secretary

Mr. Rajeev Raj Kumar

Chief Financial Officer

Mr. Vinod Uppal

Auditors

M/s Manoj Mohan & Associates
Chartered Accountants

Secretarial Auditor

M/s S. Khurana & Associates
Company Secretary

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Regd. Office

Plot Not. 16, Industrial Estate,
Rozka-Meo (Sohna), Distt. Mewat
Haryana - 122103
Ph.: 0124-2362140
Tel/Fax: 0124-662454
e-mail: aal@amtek.com

Corporate Office

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

CIN No.

L27230HR1988PLC030333

Bankers

Corporation Bank
Andhra Bank
Indian Overseas Bank
IDBI Bank

Registrar & Share Transfer Agent

Beetal Financial
& Computer Services Pvt. Ltd.
Beetal House, 3rd Floor,
99, Madangir, Behind L.S.C.,
New Delhi-110062
Tel.: 011-29255230
Fax : 011-29252146
E-mail: beetalrta@gmail.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 29th ANNUAL GENERAL MEETING OF THE MEMBERS OF AMTEK AUTO LIMITED WILL BE HELD ON THURSDAY, DECEMBER 31, 2015 AT 09.30 A.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO.-16, INDUSTRIAL ESTATE, ROZKA-MEO, SOHNA, MEWAT, HARYANA -122 103, TO TRANSACT THE FOLLOWING BUSINESSES: -

ORDINARY BUSINESS

1. To receive, consider and adopt :-
 - (a) the audited financial statement of the Company for the financial year ended September 30, 2015, the reports of the Board of Directors and Auditors thereon; and
 - (b) the audited consolidated financial statement of the Company for the financial year ended September 30, 2015 and the reports of the Auditors thereon;
2. To appoint a Director in place of Mr. D.S. Malik (DIN- 00052362), who retires by rotation and being eligible offer himself for re-appointment;
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, M/s Manoj Mohan & Associates, Chartered Accountants, (ICAI Firm Regd. No. -009195C) the retiring Auditors be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS

4. APPOINTMENT OF MRS. MADHU VIJ AS AN INDEPENDENT DIRECTOR

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Clause 49 of the Listing Agreement, Mrs. Madhu Vij (DIN-00025006), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years for a term up to December 30, 2020.”

5. TO ADOPT MEMORANDUM OF ASSOCIATION AS PER COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of Section 4 & 13 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) or such other rules or regulations and all other applicable provisions of the Companies Act, 2013, if any, the draft Clauses as contained in the Memorandum of Association of the Company, in line with the Table A of Schedule – I of the Companies Act, 2013, as recommended by the Board of Directors of the Company, be and are hereby approved and adopted in substitution, and to the entire exclusion of the Clause C - Other Objects contained in the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds & things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. TO RATIFY THE REMUNERATION OF THE COST AUDITORS

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment

thereof, for the time being in force), Mr. Yash Pal Sardana, Practicing Cost Auditor (Membership No.-17996), appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2015-16 be paid remuneration not exceeding Rs. 5 lacs per annum.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. RELATED PARTY TRANSACTION

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, if any, read with Companies (Meetings of Board and its Powers) Rules, 2014 consent of the Company be and is hereby accorded for entering into related party transactions by the Company for the financial year 2015-16 up to the maximum per annum amounts as appended below: -

MAXIMUM VALUE OF CONTRACT/TRANSACTION FOR THE FINANCIAL YEAR 2015-16					
(in crores)					
	Transactions defined u/s 188(1) of Companies Act, 2013				
	Sale or Supply of any goods materials	Purchase or otherwise buying materials/ property of any kind	Loan (With Interest)	Technical Consultancy Fees	Leasing of Property
NAME OF RELATED PARTY					
Subsidiaries					
JMT Auto Limited	300	50	150	-	-
Amtek Transportation Systems Ltd.	-	-	100	-	-
Alliance Hydro Power Ltd.	-	-	25	-	-
Overseas Subsidiaries					
Amtek Deutschland GmbH	100	10	50	-	-
Amtek Investments UK Ltd.	100	10	50	-	-
Amtek Global Technologies Pte. Ltd.	300	25	400	-	-
Joint Venture's					
MPT Amtek Automotive (India) Ltd.	50	-	25	-	-
SMI Amtek Crankshafts Pvt. Ltd.	100	-	225	-	-
			-	-	
Joint Ventures of Subsidiaries					
Amtek Railcar Industries Pvt. Ltd.	200	-	200	-	-

Associates					
Metalyst Forgings Limited	100	200	200	-	-
Castex Technologies Limited	200	300	250	-	-
ACIL Ltd.	200	25	100	-	-
ARGL Ltd.	200	25	100	-	-

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things as may be necessary to settle any question, difficulty, or doubt that may arise with regard to giving effect to above Resolution.”

**By Order of the Board
For AMTEK AUTO LIMITED**

Sd/-

Date : 28-11-2015
Place : New Delhi

(John Flintham)
DIN No. 01463500
(Vice Chairman & Managing Director)

NOTES:

- The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special businesses under Item No. 4 to 7 above, is annexed hereto. The relevant details of directors seeking appointment/re-appointment under Item Nos. 2 & 4 as required by clause 49 of the Listing Agreements entered into with the Stock Exchanges are also annexed.
- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- The instrument appointing the Proxy, in order to be effective, must be deposited at the Company's Registered Office not less than **48 hours** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- Pursuant to Section 125 of the Companies Act, 2013, Unclaimed final dividend for the year 2007-08 is due for transfer to Investors' Education and Protection Fund (IEPF) established by Govt. of India. All Shareholders, whose dividend is unpaid for the year 2007-08, are requested to lodge their claim by submitting an application at the earliest date, with either of the following:
 - M/s Beetal Financial & Computer Services Private Limited (RTA)**
Beetal House, 3 rd Floor, 99
Madangir, Behind LSC, New Delhi-110062
 - The Company Secretary,
AMTEK AUTO LIMITED,
4, Bhanot Apartment,
Local Shopping Center, Pusph Vihar
New Delhi-110062

Kindly note that no claims will lie against the Company or the IEPF once the dividend amount is deposited in IEPF.

- The Notice of the Annual General Meeting is also uploaded on the website of the Company (www.amtek.com). The Annual General Meeting Notice is being sent to all the members, whose names appear in the Register of Members as on 27th November, 2015.

6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrars and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and M/s. Beetal Financial & Computer Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Beetal Financial & Computer Services Private Limited
7. The Register of Members and Share Transfer Books of the Company shall remain closed from **28th December, 2015 to 31st December, 2015 (both days inclusive)** for the purpose of compliance with the annual closure of Books as per Companies Act, 2013.
8. As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
9. In accordance with the Companies Act, 2013 read with the Rules and in support of the 'Green Initiative in Corporate Governance' the Annual Reports are sent by electronic mode to those members whose shareholding is in dematerialized format and whose email ids are registered with the Depository for communication purposes. The members holding shares in physical form and who have not registered their email ID are requested to register their email ID addresses with M/s. Beetal Financial & Computer Services Private Limited., the Company's Registrars and Share Transfer Agents.
10. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s. Beetal Financial & Computer Services Private Limited for consolidation into a single folio.
11. Members are requested to : -
 - a. bring the enclosed attendance slip and deliver the same after filling in their folio number/Client ID and DP ID at the entrance of the meeting hall. Admission at the Annual General Meeting venue will be allowed only after verification of the signature in the attendance slip, Duplicate Attendance Slip will be issued at the Registered Office of the Company up to a day preceding the day of Annual General Meeting.
 - b. bring their copies of Annual Report to the Meeting as the same will not be redistributed at the venue of Annual General Meeting.
 - c. quote their Folios/Client ID & DP Id Nos. in all correspondence.
 - d. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
12. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
13. Members desirous of asking any questions at the General Meeting are requested to send in their questions so as to reach the Company registered office at least 7 days before the General Meeting so that the same can be suitably replied to.
14. Pursuant to Section 108 and other applicable rules & provisions issued in that behalf, your Company is offering e- Voting Facility for all shareholders of the Company. As an alternate, to all its members to enable them to cast their votes electronically instead of casting their vote at the Meeting. Please note that the voting through electronic means is optional. The members who wish to vote through physically in Meeting (instead of e- voting) can do the same.
15. The Voting through an electronic means will commence on 28.12.2015 from 10.00 A.M and will end on 30.12.2015 at 5:00 P.M. The members will not be able to caste their electronically beyond the date and time as aforesaid mentioned.

16. The Company has appointed M/s. S. Khurana & Associates, Practicing Company Secretary (Membership Number- 35297) to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner

Process for Members opting for e-Voting is as under:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The e-voting period commences on December 28, 2015 (10:00 a.m. IST) and ends on December 30, 2015 (5:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a Member, he shall not be allowed to change it subsequently.

The instructions for shareholders voting electronically are as under:-

- i) The e-voting period commences on December 28, 2015 (10:00 A M) and ends on December 30, 2015 (5:00 P M). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the relevant date of December 24, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- iv) Click on "Shareholders" tab.
- v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

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

- ix) After entering these details appropriately, click on "SUBMIT" tab.

- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for the relevant <Amtek Auto Limited> on which you choose to vote.
- xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) Note for Non-Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodian are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date 24th December, 2015 may follow the same instructions as mentioned above for e-Voting.
 - (ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

The Results of e-voting shall be declared on the date of the AGM of the Company by the Chairman or by any other person duly authorised in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.amtek.com and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges where the shares of the Company are listed

**By Order of the Board
For AMTEK AUTO LIMITED**

Sd/-

(John Flintham)

DIN No. 01463500

(Vice Chairman & Managing Director)

Date : 28-11-2015

Place : New Delhi

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

The following statements set out all material facts relating to the special businesses mentioned in the accompanying notice:

ITEM NO. 4

Mrs. Madhu Vij has been appointed as Non-Executive Independent Director of the Company since 19th March, 2015. Presently Mrs. Vij is Professor at Faculty of Management Studies, University of Delhi. She has over 35 years of teaching experience in Financial Management, Financial and Management Accounting International Financial Management, Management of Financial Institutions, Management of Financial Services Financial Decision Analysis.

As per the provisions of Section 149 of the Act, which has come into force with effect from 1st April, 2014, an independent director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mrs. Vij has given a declaration to the Board that she meets the criteria of independence as provided under Section 149 (6) of the Act. The matter regarding appointment of Mrs. Vij as Independent Director was placed before the Nomination & Remuneration Committee, which recommends her appointment as an Independent Director up to 30th December, 2020.

In the opinion of the Board, Mrs. Vij fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and she is independent of the management.

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

The terms and conditions of appointment of Independent Directors shall be open for inspection by the Members at the Registered Office during normal business hours on any working day of the Company.

Mrs. Vij is interested and concerned in the resolution mentioned at Item No. 4 of the Notice. Other than Mrs. Vij, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the resolution mentioned at Item No. 4 of the Notice.

ITEM NO. 5

The existing Memorandum of Association (MOA) is based on the Companies Act, 1956 and some clauses in the existing MOA are no longer in conformity with the Companies Act, 2013.

The new MOA to be substituted in place of existing MOA is based on Table A of Schedule – I of the Companies Act, 2013 which sets out the model Memorandum of Association for a Company limited by shares.

The Board of Directors recommends the proposed resolution for your approval.

None of the Director's, Key Managerial Personnel's and their relatives are in any way concerned or interested in the Resolution at Item No. 5 of the Notice.

ITEM NO. 6

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2015-16 at the remuneration not exceeding Rs. 5 Lacs per annum.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2015-16.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

ITEM NO. 7

The provisions of Section 188 of the Companies Act 2013, governs the related party transactions, enquiring a Company to obtain prior approval of the Board of Directors and in case the paid up share capital of a Company is Rs.10 Crores or more, the prior approval of shareholders by way of a special resolution.

All the prescribed disclosures required to be given under the provisions of Companies Act 2013 and the Company's (meetings of the Board and its Power) Rules, 2014 are set out at Resolution no. 7 for the kind perusal of members.

Members are informed that pursuant to second proviso of Section 188(1) of the Companies Act 2013, no member of the Company shall vote on such special resolution to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. Further, by its recent General Circular No. 30/2014 dated 17.07.2014, the Ministry of Corporate Affairs has clarified that the term 'Related Party' in the second proviso to Section 188(1) refers only to such Related Party as may be a Related Party in the context of the contract or arrangement for which the special resolution is being passed.

The Board of Directors of your Company has approved this item in the Board Meeting held on 28th November, 2015 and recommends the resolution as set out accompanying notice for the approval of members of the Company as special resolution.

None of the Directors and key managerial personnel (other than as mentioned above) and their relatives are deemed to be concerned or interested, financial or otherwise in the proposed special resolution.

Information required to be furnished under Clause 49 of the Listing Agreement in respect of Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting.

NAME	Mr. D.S. Malik
Date of Birth	28 th May, 1950
Qualification	Bachelors degree in Mechanical Engineering and a post-graduate diploma in industrial engineering and management from Birla Institute of Technology & Science, Pilani, India.
Profession	Service, Managing Director of Amtek Auto Limited
Expertise	33 years of experience in large-scale automotive component manufacturing operations.
Other Directorships *	<ol style="list-style-type: none"> 1. Castex Technologies Limited 2. Metalyst Forgings Limited 3. Amtek Railcar Limited 4. WHF Precision Forgings Limited
Membership/Chairmanship of Committees of other public companies	<ol style="list-style-type: none"> 1. Metalyst Forgings Limited <ul style="list-style-type: none"> Membership-a. Stakeholders Relationship Committee b. Finance Committee c. Allotment Committee 2. Castex Technologies Limited <ul style="list-style-type: none"> Membership – a. Nomination & Remuneration Committee b. Stakeholders Relationship Committee c. CSR Committee d. Risk Management Committee e. Finance Committee f. Allotment Committee
Shareholding in the Company	Nil

NAME	Mrs. Madhu Vij
Date of Birth	16th July, 1955
Qualification	PHD from Faculty of Management Studies, University of Delhi, 1990, M.Phil from Department of Commerce, University of Delhi, 1979, M.Com from Department of Commerce, University of Delhi, 1977 and B.Com (Hons) from Shri Ram College of Commerce, 1975.
Profession	Professor, Faculty of Management Studies, University of Delhi.
Expertise	35 years of teaching experience in Financial Management, Financial and Management Accounting, International Financial Management, Management of Financial Institutions, Management of Financial Services Financial Decision Analysis.
Other Directorships *	<ol style="list-style-type: none"> 1. Singer India Limited 2. SMC Global Securities Limited 3. Solar Industries India Limited 4. Kohinoor Foods Limited
Membership/Chairmanship of Committees of other public companies	<ol style="list-style-type: none"> 1. Kohinoor Foods Limited Membership – Audit Committee 2. Singer India Limited Membership - <ol style="list-style-type: none"> a. Audit Committee b. Remuneration Committee c. Sexual Harassment Committee
Shareholding in the Company	Nil

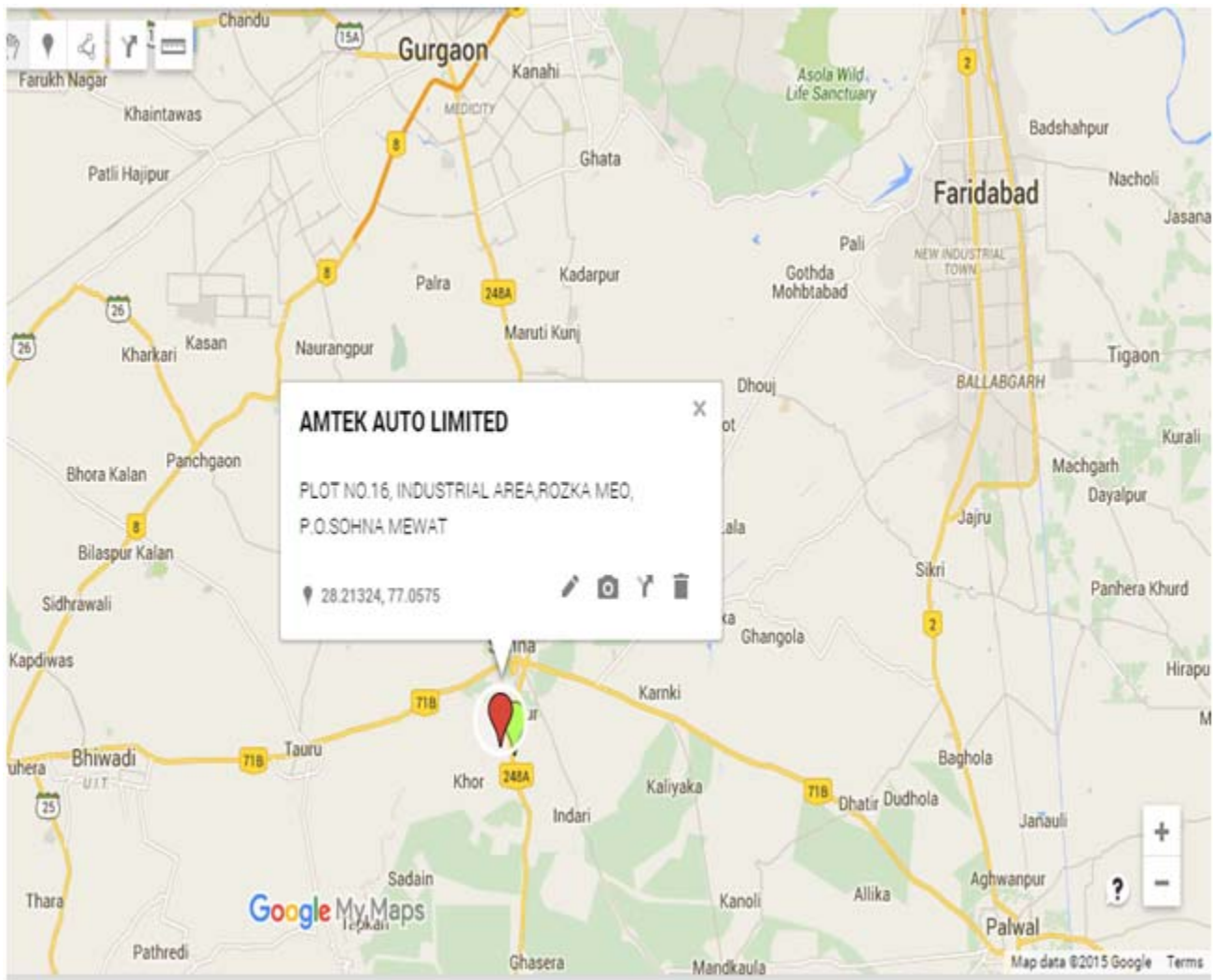
NAME	Mr. Mukesh Kumar Gupta
Date of Birth	18 th September, 1961
Qualification	Bachelor of Science from University of Rajasthan and M.B.A. (HRM) from Sikkim Manipal University, Gangtok
Profession	Service, Executive Director (M-B&AC) of Life Insurance Corporation of India
Expertise	He has handled several important assignments in his career and has worked in LIC's Corporate Office and in various parts of the country. The important positions handled by him are Chief (Marketing) Central Office, Regional Manager (Marketing), Western Zone, Regional Manager (Bancassurance), Hyderabad and Director, Management Development Centre, LIC, Mumbai. He has attended various training programmes viz. IIM-Ahmedabad, FALIA (Foundation of the Advancement of Life & Insurance around the world), ISB-Hyderabad, NIA-Pune.
Other Directorships *	Nil
Membership/Chairmanship of Committees of other public companies	Nil
Shareholding in the Company	Nil

*These directorships exclude Private Limited Companies, Foreign Companies and Companies under section 8 of Companies Act, 2013.

ROUTE MAP TO THE VENUE OF 29th ANNUAL GENERAL MEETING OF AMTEK AUTO LIMITED

Regd. Office Address:

Plot No. -16, Industrial Area, Rozka-Meo, Sohna, Mewat, Haryana-122103



DIRECTORS' REPORT

Dear Members

It gives me great pleasure to present, on behalf of the Board of Directors of your Company, the 29th Annual Report on the business and operations of Amtek Auto Limited and its Audited Financial Statements for the year ended 30th September 2015, together with the Auditors' Report.

FINANCIAL RESULTS

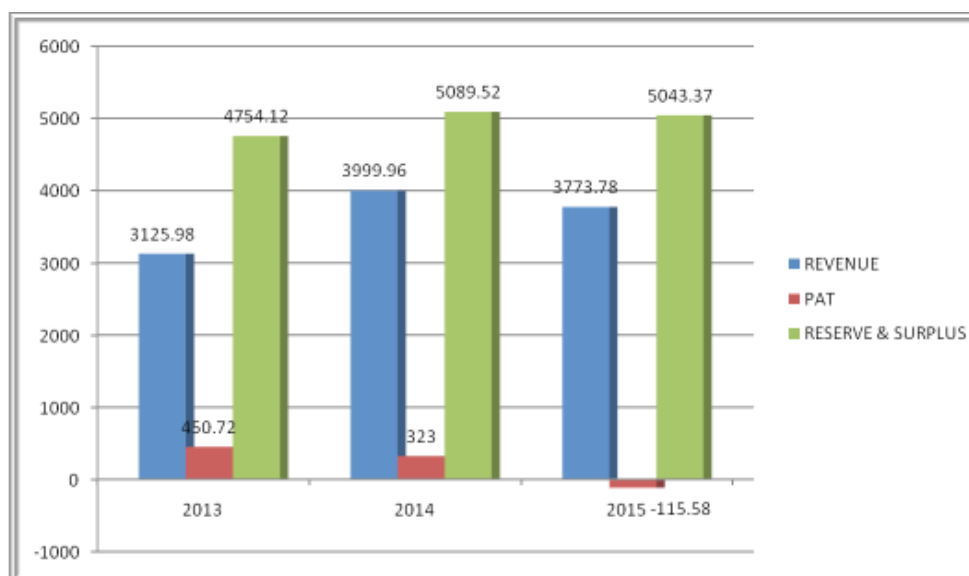
The Company's financial performance, for the year ended September 30, 2015 is summarized below:

(Rs. in Lacs)

Particulars	Year ended on 30 th September 2015	Year ended on 30 th September 2014
Revenue	3,77,378.19	399,969.95
Expenditures (Excluding Depreciation)	3,59,266.27	319,863.67
Gross Profit Before Depreciation	18,111.92	80,106.28
Depreciation	52,513.78	32,903.26
Profit Before Tax & Exceptional Items	(34,401.86)	47,203.02
Exceptional Item (Income)/Expense	(15,679.83)	-
Profit Before tax	(18,722.03)	47,203.02
Tax Expenses(Deferred Tax)	(7,163.27)	14,867.46
Profit /(Loss) for the year	(11,558.76)	32,335.56
Earning Per Equity Shares		
(1) Basic before extraordinary item	(5.24)	14.78
(2) Diluted before extraordinary item	(5.24)	14.72
(3) Basic after extraordinary item	(5.24)	14.78
(4) Diluted after extraordinary item	(5.24)	14.72

FINANCIAL PERFORMANCE

During the year under review, the revenue of the Company is Rs. 3,77,378.19 lacs compared to Rs. 399,969.95 lacs during the previous year. The loss after tax stood at Rs. 11,558.76 lacs as compared to the previous year profit of Rs. 32,335.56 lacs. The Reserve & Surplus position at Rs. 5,04,374.86 lacs.



DIVIDEND

In view of losses incurred during the year under review, the Board of Directors do not recommend any dividend on the equity shares for the financial year ended September 30, 2015

SUBSIDIARY AND ASSOCIATES

In accordance with proviso to sub-section (3) of Section 129 of the Companies Act 2013, a statement containing salient features of the financial statements of the Company's subsidiaries, associates and joint ventures and the report on their performance and financial position in Form AOC-1 is annexed to the consolidated financial statements and forms part of the Annual Report, which covers the financial position of Subsidiaries and Associate Company and hence not repeated here for the sake of brevity.

In accordance with third proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of your Company, containing therein its audited standalone and the consolidated financial statements has been placed on the website of the Company. Further, audited financial statements together with related information and other reports of each of the subsidiary companies, have also been placed on the website of the Company.

ISSUE OF REDEEMABLE NON CONVERTIBLE DEBENTURES

During the year under review, pursuant to the approval from the shareholders in their meeting held on December 31, 2014 for issue of debenture, the Allotment Committee of the Company allotted 5317 Secured Redeemable Non - Convertible Debentures (SRNCDS) of Rs. 10,00,000 /- each to various investors.

ACQUISITIONS

Scholz Edelstahl GmbH

During the year under review, the Company has acquired German based Scholz Edelstahl GmbH through its 100% Singapore based subsidiary Amtek Precision Engineering Pte. Ltd. Scholz is a leading high quality hot die forgings manufacturer for the auto and non-auto component industries. Scholz is also engaged in the special steel trading business which will enable backward integration with all of Amtek Group's international business.

Asahi Tec Corporation

In June 2015, the Company, through its overseas subsidiary, acquired various group companies of Japan based Asahi Tec Corporation which are engaged in the business of Iron Casting, Forging and Machining. The acquired companies has various manufacturing facilities located in Japan, Thailand and China having long standing relationships with blue chip OEM.

The key products manufactured by Asahi Tec Corporation include Engine Blocks, Cylinder Heads, Front Axle Beams, Crankshafts, Turbocharger Housings and other engine & suspension related Iron, Castings and Forgings.

ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS

During the year under review, pursuant to the approval of shareholders in their meeting held on August 24, 2015, the Company converted unsecured loan of Rs. 75 crores of promoter companies i.e. Aisa International Pvt. Ltd. and Amtek laboratories Limited into equity shares of the Company through issue and allotment of 44,37,500 (Forty Four Lacs Thirty Seven Thousand Five Hundred) equity shares of Rs.2/- each fully paid-up at a price of Rs 169/- (Rupees One hundred Sixty Nine only) per share including a premium of Rs. 167/- (Rupees One Hundred and Sixty Seven only) to these companies in accordance with applicable provisions of the SEBI (ICDR) Regulations 2009 and the Companies Act, 2013 read with the applicable rules made there under for the issuance of Equity Shares on Preferential basis.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. D. S. Malik retire by rotation at the ensuing Annual General Meeting of the Company and being eligible offer himself for re-appointment.

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

Pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board of Directors at its meeting held on 19th March, 2015, Mrs. Madhu Vij was appointed as Non-Executive Independent Additional Director whose term of office expires at the ensuing Annual General Meeting of the Company.

As per the provisions of Section 149 of the Act, an independent director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mrs. Madhu Vij has given a declaration to the Board that she meets the criteria of independence as provided under Section 149 (6) of the Act.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, and with approval of the Nomination & Remuneration Committee, which commends her appointment as an Independent Director for a period of five years is being placed before the Members in general meeting for their approval.

Brief resumes of the Directors proposed to be appointed or re-appointed, highlighting their industry expertise in specific functional areas, names of companies in which they hold directorships is provided in the notice forming part of Annual Report. Further, the name of the Companies in which they hold the memberships/chairmanships of Board Committees, as stipulated under Clause 49 of the Listing Agreement is provided in the Corporate Governance Section of this Annual Report.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Clause 49 of the Listing Agreement with the Stock Exchanges.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.

LIC of India has appointed Mr. M.K. Gupta as Nominee Director to represent LIC on the Board of the Company in place of Mr. B. Venugopal. Mr. M.K. Gupta is not liable to retire by rotation.

Brief resumes of the Directors proposed to be appointed or re-appointed, highlighting their industry expertise in specific functional areas, names of companies in which they hold directorships is provided in the notice forming part of Annual Report. Further, the name of the Companies in which they hold the memberships/chairmanships of Board Committees, as stipulated under Clause 49 of the Listing Agreement is provided in the Corporate Governance Section of this Annual Report.

Pursuant to the provisions of Section 203 of the Act, which came into effect from April 1, 2014, the appointments of Mr. D.S. Malik, Managing Director, Mr. Vinod Kumar Uppal, Chief Financial Officer and Mr. Rajeev Raj Kumar, Company Secretary as key managerial personnel of the Company were formalized.

NUMBER OF BOARD MEETING

Six (6) meetings of the board were held during the year 2014-15. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

1. In the preparation of Annual Accounts, the applicable Accounting Standards have been followed and there has been no material departure from the same.
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 30th September, 2015 and of the profits for the year ended on that date.
3. The Directors have made proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared annual accounts on a going concern basis.

5. The Director has laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.
6. The Directors have been devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

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

AUDITORS AND AUDITORS' REPORT

Pursuant to provisions of Section 139 of the Companies Act, 2013 and rules framed there under, it is proposed to appoint M/s Manoj Mahon & Associates, Chartered Accountants as Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company and on such remuneration as will be fixed by the Board of Directors of the Company.

The Company has received letter from the auditor to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified for re-appointment.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditor's Report does not call for any qualification, reservation or adverse remarks.

COST AUDITORS

The Board has appointed Mr. Yash Pal Sardana (Membership No. 17996), practicing Cost Accountant, as Cost Auditor for conducting the audit of the cost records of the Company.

SECRETARIAL AUDIT REPORT

The Board has appointed M/s S. Khurana & Associates, Company Secretaries, to conduct Secretarial Audit for the financial year 2014-15. The Secretarial Audit Report for the financial year ended September 30, 2015 is annexed herewith marked as **Annexure -I** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

As per the directive of the Securities & Exchange Board of India, M/s S. Khurana & Associates Company Secretaries, New Delhi, undertook the Reconciliation of Share Capital Audit on a quarterly basis. The purpose of the audit is to reconcile the total number of shares held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form with respect to admitted, issued and paid up capital of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Particulars of Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statement provided in this Annual Report. These loans /guarantees are primarily granted for the furtherance of business of the borrowing companies.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts or arrangements entered into by the Company, during the financial year with Related Parties were in the ordinary course of business and on arm's length basis. Therefore, Form AOC-2 does not form part of this report.

ANNUAL RETURN EXTRACT

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

CORPORATE SOCIAL RESPONSIBILITY

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

PARTICULARS OF EMPLOYEES AND REMUNERATION

The details as required in terms of the provisions of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as **Annexure – IV** to this Report.

The particulars of employees as required in terms of the provisions of Section 197 read with Rule 5 (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is Nil.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

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

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

Details of composition, terms of reference and number of meetings held for respective committees are given in the Report on Corporate Governance.

The Board has laid down separate Codes of Conduct for Non-Executive Directors and Senior Management personnel of the Company and the same are posted on the Company's website. All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct. The Managing Director has also confirmed and certified the same. The certification is enclosed at the end of the Report on Corporate Governance

FIXED DEPOSITS

During the year under review, the Company has not accepted any Deposits within the meaning of Section 73 of the Companies Act, 2013 from the Shareholders or Public.

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

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

MANAGEMENT DISCUSSION & ANALYSIS REPORT

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

DISCLOSURE REQUIREMENTS

Details of the Familiarization Programme of the independent directors are available on the website of the Company (www.amtek.com)

Policy on dealing related party transaction is available on the website of the Company (www.amtek.com)

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the revised Clause 49 of the Listing Agreements with stock exchanges (URL: www.amtek.com/investors).

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable co-operation and support received from the Government of India, various state governments, the Banks / financial institutions and other stakeholders such as, shareholders, customers and suppliers, among others. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. The Directors look forward to their continued support in future.

**By Order of the Board
For AMTEK AUTO LIMITED**

Sd/-

(Arvind Dham)

DIN No. 00047217

CHAIRMAN

Place : New Delhi

Date : 28-11-2015

ANNEXURE TO DIRECTORS' REPORT
Annexure I**Form No. MR-3****SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 30th SEPTEMBER, 2015

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

To,
The Members,
Amtek Auto Limited
3, LSC Pamposh Enclave,
G.K.-I New Delhi-110 048

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

Based on my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my/our opinion, the Company has, during the audit period covering the financial year ended on 30th September, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by for the year ended 30th September, 2015 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made here under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - *Not Applicable as the Company has not granted any options to its employees during the financial year under review;*
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- *Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;*
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- *Not Applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.*
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- *Not Applicable as the Company has not bought back any of its securities during the financial year under review*

I further report that having regard to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

- i) The Factories Act, 1948;
- ii) The Petroleum Act, 1934 and the rules made there under;
- iii) The Environment Protection Act, 1986 and the rules made there under;
- iv) The Water (Prevention and Control of Pollution) Act, 1974 and the rules made there under; and
- v) The Air (Prevention and Control of Pollution) Act, 1981 and the rules made there under

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated laws.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India & BSE Limited.

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

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

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

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

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

I further report that during the audit period the Company has taken following major decisions:

(i) Issue of Secured Redeemable Non Convertible Debentures

The Company has issued and allotted 5317 Secured Redeemable Non - Convertible Debentures (SRNCDs) of Rs. 10,00,000/- each aggregating to Rs. 531.70 Crores to the various eligible investors on private placement basis. In accordance with the applicable provisions of Companies Act, 2013 read with the applicable rules made there under and SEBI (Issue and Listing of Debt Securities) Regulations, 2008:

(ii) Issue of Equity Shares on Preferential Basis

Pursuant to the approval of the shareholders in the Extraordinary General Meeting held on 24th August, 2015 the Company has issued and allotted 44,37,500 (Forty Four Lacs Thirty Seven Thousand Five Hundred) equity shares of Rs.2/- each fully paid-up to Aisa International Pvt. Ltd & Amtek Laboratories Limited, the Promoters of the Company on preferential basis, at a price of Rs 169/- (Rupees One hundred Sixty Nine only) per share including a premium of Rs. 167/- (Rupees One Hundred and Sixty Seven only) in accordance with applicable provisions of the SEBI (ICDR) Regulations 2009 and the Companies Act, 2013 read with the applicable rules made there under for the issuance of Equity Shares on Preferential basis.

For M/s S. Khurana & Associates

Sd/-

(Sachin Khurana)

Company Secretary

CP No: 13212

Place : New Delhi

Date : 28.11. 2015

This report is to be read along with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

Annexure A

To,
The Members,
Amtek Auto Limited
3, LSC Pamposh Enclave,
G.K.-I New Delhi-110 048

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s S. Khurana & Associates

Place : New Delhi
Date : 28.11. 2015

Sd/-
(Sachin Khurana)
Company Secretary
CP No: 13212

FORM NO. MGT 9**EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED ON 30.09.2015**

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

I. REGISTRATION & OTHER DETAILS :

i	CIN	L27230HR1988PLC030333
ii	Registration Date	03.10.1985
iii	Name of the Company	Amtek Auto Limited
iv	Category/Sub-category of the Company	Limited by Shares, Indian Non-Government Company
v	Address of the Registered office & contact details:	16, Industrial Estate, Rozka-Meo, Sohna, Mewat, Haryana-122103
vi	Whether listed company	Yes, listed on BSE Limited & National Stock Exchange of India Ltd.
vii	Name , Address & contact details of the Registrar & Transfer Agent	Beetal Financial & Computer Services Pvt. Ltd. Beetal House, 3 rd Floor, 99, Madangir Behind L.S.C. , New Delho-110062. Tele : 011-29255230 Fax: 011-29252146 E-mail : beetalrta@rediffmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S.No	Name and Description of main products / service	NIC Code of the Product/ services	% to total turnover of the company
1.1	Forging, Grey and Ductile Iron Casting, Gravity and high-pressure Aluminium Die Casting and Machining and Sub-Assembly.	27310/28910/34300	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	JMT Auto Limited	L42274DL1997PLC270339	Subsidiary	66.77%	2(87)
2	Amtek Transportation Systems Limited	U27100HR2008PLC040838	Subsidiary	100%	2(87)
3	Alliance Hydro Power Ltd.	U40109DL2006PLC154857	Subsidiary	70%	2(87)
4	Amtek Global Technologies Pte. Ltd.	Company Incorporated in Singapore	Subsidiary	78.50%	2(87)
5	Amtek Investment (UK) Limited	Company Incorporated in UK	Subsidiary	100%	2(87)
6	Amtek Deutschland GmbH	Company Incorporated in Germany	Subsidiary	100%	2(87)
7	Amtek Holdings B.V	Company Incorporated in Netherland	Subsidiary	100%	2(87)
8	Amtek Germany Holding GP GmbH	Company Incorporated in Germany	Subsidiary	100%	2(87)
9	Amtek Integrated Solutions Pte. Ltd.	Company Incorporated in Singapore	Subsidiary	99.90%	2(87)
10	Amtek Precision Engineering Pte. Ltd.	Company Incorporated in Singapore	Subsidiary	100%	2(87)
11	Amtek Engineering Solutions Pte. Ltd.	Company Incorporated in Singapore	Subsidiary	100%	2(87)
12	Castex Technologies Limited	L65921HR1983PLC033789	Associates	36.01%	2(6)
13	Metalyst Forgings Limited	L28910MH1977PLC019569	Associates	49.26%	2(6)
14	ARGL Limited	U74899DL1995PLC070717	Associates	42.07%	2(6)
15	ACIL Limited	U34300DL1997PLC086695	Associates	43.99%	2(6)
16	SMI Amtek Crankshafts Pvt. Ltd.	U34101HR2009PTC039424	Joint Venture	50%	2(6)
17	MPT Amtek Automotive India Limited	U34300DL2006PLC156351	Joint Venture	50%	2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year	
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	Increase	Decrease
A. Promoters										
(1) Indian										
a) Individual/HUF	2797240	0	2797240	1.270	2797240	0	2797240	1.245	0	(0.025)
b) Central Govt. or State Govt.	0	0		0.000	0	0		0.000	0.000	0.000
c) Bodies Corporates	105115410	0	105115410	47.711	105115410	4437500	109552910	48.743	1.032	0.000
d) Banks/FI	0	0	0	0.000	0	0	0	0.000	0.000	0.000
e) Any Other	0	0	0	0.000	0	0	0	0.000	0.000	0.000
Sub-Total (A) (1):-	0	0	0	0.000	0	0	0	0.000	0.000	0.000
(2) Foreign	0	0	0	0.000	0	0	0	0.000	0.000	0.000
a) NRIs – Individuals	0	0	0	0.000	0	0	0	0.000	0.000	0.000
b) Other – Individuals	0	0	0	0.000	0	0	0	0.000	0.000	0.000
c) Bodies Corp.	0	0	0	0.000	0	0	0	0.000	0.000	0.000
d) Banks/FI	0	0	0	0.000	0	0	0	0.000	0.000	0.000
e) Any Other...			0	0.000			0	0.000	0.000	0.000
Sub-total (A) (2)	0	0			0	0				
Total Shareholding of Promoter (A) = (A)(1)+(A) (2)	107912650	0	107912650	48.980	107912650	4437500	112350150	49.988	1.007	(0.25)
B. Public										
Shareholding										
1. Institutions										
a) Mutual Funds	1107566	0	1107566	0.503	1571	0	1571	0.001		(0.502)
b) Banks / FI	8980256	28000	9008256	4.089	8568382	28000	8596382	3.825		(0.264)
c) Central Govt										
d) State Govt.										
e) Venture Capital Funds										
f) Insurance Companies										
g) FIs	71074237	655390	71729627	32.557	29610609	0	29610609	13.175	0	(19.383)
h) Foreign Venture Capital Funds										
i) Others (specify) (a) Foreign Bodies Corporate	10028351	0	10028351	4.552	8839684	0	8839684	3.933	0	(0.619)
Sub-total (B)(1):-	91190410	683390	91873800	41.701	47020246	28000	47048246	19.761	0	(20.793)

2. Non Institutions										
a) Bodies Corp.	12152350	10000	12162350	5.520	23218469	10000	23228469	10.335	4.815	0
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	5024917	479569	5504486	2.498	32954346	466069	33420415	14.870	12.371	0
ii) Individual shareholders holding nominal share capital in excess Rs. 1 Lakh	1793156	0	1793156	0.814	4137668	0	4137668	1.841	1.027	0
c) Others (specify)										
(i) Trust	554	0	554	0.000	6000	0	6000	0.003	0.002	0
(i) NRIs	273287	0	273287	0.124	1310921	0	1310921	0.583	0.459	0
(ii) Clearing Members	446662	0	446662	0.203	2161486	0	2161486	0.962	0.759	0
(iii) Hindu Undevided Families (HUF)	349483	0	349483	0.159	1092073	0	1092073	0.486	0.327	0
(iv) Overseas Corporate Bodies	1500	0	1500	0.001	0	0	0	0.000	0.001	(0.001)
Sub-total (B)(2):-	20041909	489569	20531478	9.319	64880963	476069	65357032	29.079	19.761	(20.768)
Total Public Shareholding (B)= (B)(1)+ (B)(2)	111232319	1172959	112405278	51.020	111901209	504069	112405278	50.012	19.761	(1.007)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0
Grand Total	0			0	0			0	0	0
(A+B+C)	219144969	1172959	220317928	100.000	219813859	4941569	224755428	100.000	20.793	(20.793)

(ii) SHAREHOLDING OF PROMOTERS

S.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the End of the year			% change in share holding during the year
		No. of shares	% of total Shares of the Company	% of Shars Pledgd/ encubered tototal shares	No. of shares	% of total Shaes of the Compay	% of Shares Pledged/ encumbered to total shares	
1	Arvind Dham	2390645	1.085	Nil	2390645	1.064	Nil	(0.021)
2	Anita Dham	389595	0.177	Nil	389595	0.173	Nil	(0.004)
3	Anubhav Dham	11000	0.005	Nil	11000	0.005	Nil	0.000
4	Anamika Dham	6000	0.003	Nil	6000	0.003	Nil	0.000
5	Aisa International P. Ltd	9110000	4.135	Nil	12660000	5.633	Nil	1.498
6	Forbes Builders P. Ltd	17859895	8.106	Nil	17859895	7.946	Nil	(0.160)
7	Turjo Arts P. Ltd.	15868390	7.202	Nil	15868390	7.060	Nil	(0.142)
8	SPT Infotech P.Ltd.	10085095	4.578	Nil	10085095	4.487	Nil	(0.091)
9	Quality Publicity P.Ltd.	10724000	4.868	Nil	10724000	4.771	Nil	(0.097)
10	Shivani Horticulture P. Ltd.	15279576	6.935	Nil	15279576	6.798	Nil	(0.137)
11	Kings Footwear P. Ltd.	10585059	4.804	Nil	10585059	4.710	Nil	(0.094)
12	Amtek Laboratories Ltd.	15603395	7.082	Nil	16490895	7.337	Nil	0.255
	Total	107912650	48.98%		112350150	49.980		1.107

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

S.No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total Shares of the Company	No. of shares	% of total Shares of the Company
1.	Aisa International Pvt. Ltd.				
	At the beginning of the year	9110000	4.135%		
	10.09.2015 Preferential Allotment to Promoters	3550000	1.611	12660000	5.63
	At the end of the year	12660000	5.63		
2	Amtek Laboratories Ltd.				
	At the beginning of the year	15603395	7.082		
	10.09.2015 Preferential Allotment to Promoters	887500	0.403	16490895	7.34
	At the end of the year	16490895	7.34		

(iv) **SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

S.No	Top Ten shareholders	Shareholding at the beginning of the year 01.10.2014		Cumulative Shareholding during the year 30.09.2015	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
1	CRESTA FUND LTD.	10173800	4.618	0	0.000
2	LIC OF INDIA PROFIT PLUS GROWTH FUND	8407902	3.816	8407902	3.741
3	WARROL LIMITED	8186880	3.716	8186880	3.643
4	AISA INVESTMENT CORPORATION (MAURITIUS) LIMITED	7336400	3.330	0	0.000
5	COPTHALL MAURITIUS INVESTMENT LTD.	6858097	3.113	1164787	0.518
6	HYPNOS FUND LIMITED	4635717	2.104	0	0.000
7	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD. FCCB	4168393	1.892	0	0.000
8	SWISS FINANCE CORPORATION (MAURITIUS) LTD.	3509473	1.593	0.000	0.000
9	INTEGRATED MASTER SECURITIES PVT. LTD.	3055700	1.387	1662393	0.740
10	ROCHDALE EMERGING MARKETS MAURITIUS	3034666	1.377	2436433	1.084
11	SRS FINANCE LTD.	2483000	1.127	0.000	0.000
12	FEEDBRIDGE EQUITY HOLDINGS LIMITED	2280033	1.035	2280033	1.014
13	CITIGROUP GLOBAL MARKETS MAURITIUS LIMITED	2230198	1.012		0.000
14	DIMENTIONAL EMERGING MARKETS VALUE FUND	0	0.000	1769340	0.787
15	ARCH FINANCE LIMITED	0	0.000	1251500	0.557
16	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	0	0.000	1209979	0.538
17	INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT AS TRUST	0	0.000	1203900	0.536
	GRAND TOTAL	66360259	30.120	29573147	13.158

The Shares of the company are frequently traded and hence date wise increase/decrease in shareholding is not indicated. The result in changes in the top 10 shareholders is due to trading in securities by the shareholders. Change in number of shares held is due to the Preferential Issue to the promoters of Company allotted on 10th September, 2015.

(v) SHAREHOLDING OF DIRECTORS & KMPS

S.No	Directors & Key Managerial Person	Shareholding at the beginning year of the year 01.10.2014		Cumulative Shareholding during the year 30.09.2015	
		No. of shares	% of total Shares of the Company	No. of shares	% of total Shares of the company
1.	Mr. Arvind Dham	2390645	1.085	2390645	1.064

V) INDEBTEDNESS

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

(Rupees in Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,46,216.95	16,430.27		6,62,647.22
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	4,919.63	172.03		5,091.66
Total (i+ii+iii)	6,51,136.58	16,602.30		6,67,738.88
Change in Indebtedness during the financial year	-	-	-	-
Addition (Net)	1,34,113.55	5,165.43		1,39,278.98
Reduction	-	-	-	0.00
Exchange Fluctuation	15,714.55	2,531.34		18,245.89
Net Change	1,49,828.10	7,696.77	-	1,57,524.87
Indebtedness at the end of the financial year				
i) Principal Amount	7,78,897.24	23,787.25		8,02,684.49
ii) Interest due but not paid	17,046.61	15.10		17,061.71
iii) Interest accrued but not due	5,020.83	496.72		5,517.55
Total (i+ii+iii)	8,00,964.68	24,299.07		8,25,263.75

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager

('Rs.in lakh)

S. No	Particulars of Remuneration	Name of Managing Director		Total Amount
		Mr. John Flintham	Mr. D.S. Malik	
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	174.15	22.68	196.83
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	65.81	3.86	69.67
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	—	—	
2.	Stock Option	—	—	
3.	Sweat Equity	—	—	
4.	Commission			
	as % of profit	—	—	
	others, specify	—	—	
5.	Others, please specify	—	—	
	Total (A)	239.96	26.54	266.50
	Ceiling as per the Act @ 5% of profits calculated under Section 198 of the Companies Act, 2013	N.A	N.A	N.A

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

('Rs.in lakh)

S.No	Gross Salary	Mr. Vinod Kumar Uppal CFO	Mr. Rajeev Raj Kumar Company Secretary	Total
1.	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	22.29	8.39	30.68
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	—	0.22	0.22
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	—	—	
2.	Stock Option	—	—	
3.	Sweat Equity	—	—	
4.	Commission as % of profit	—	—	
5.	Others, please specify	—	—	
	Total (A)	22.29	8.61	30.90
	Ceiling as per the Act @ 5% of profits calculated under Section 198 of the Companies Act, 2013	N.A	N.A	N.A

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended September 30, 2015

REPORT ON CORPORATE SOCIAL RESPONSIBILITIES (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken

The Corporate Social Responsibility (CSR) of the Amtek is aligned with its overall commitment to maintaining the highest standards of business performance. We recognize that our business activities have direct and indirect impact on the society. The Company strives to integrate its business values and operations in an ethical and transparent manner to demonstrate its commitment to sustainable development and to meet the interests of its stakeholders. In line with Amtek's Vision, through its CSR initiatives, The Company will continue to enhance value creation in the society and in the community in which it operates, through its services, conduct & initiatives, so as to promote sustained growth for the society and community, in fulfillment of its role as a Socially Responsible Corporate, with environmental concern.

INITIATIVES

A. Inauguration of School in Uttrakhand

The Government Inter College at Rudraprayag , Uttrakhand was destroyed in the flash floods along with 20 other such schools. Amtek along with a local NGO called **U Turn foundation** to rebuild the school from the scratch & it was reinstated with better infrastructure & facilities than before & houses 280 students. The Project was finished in the month of November & handed over to the authorities after completion.

B. "And Still I Rise" – An initiative by Creative Services Support Group (CSSG) funded by Amtek Group

Amtek has continually focussed on Children's Education & skill development of youth. By supporting CSSG's outreach program we have taken a step towards providing skill based training to young adults of the marginalized segments of the society who otherwise have limited opportunities. CSSG is a registered charity which is working towards breaking such barriers by creating opportunities for young people to have a sustainable career. The outreach programme which consisted of workshops & letter writing in over 20 schools & gender sensitization in various marginalised sectioned areas was entirely funded by Amtek Group.

To kick off the fundraising for this initiative, CSSG organised an exhibition themed around Maya Angelou's immortal words "And Still I Rise". The Exhibition featured the writings of young women in India and the other parts of the world. The proceeds from the exhibition were used towards the expenses of the Hospitality Training Project.

C. Supporting Girl Child Education

Amtek have been associated with Smile Foundation for 2 years now. Smile Foundation's Mission Education is a national level programme which provides basic education and healthcare to underprivileged children. Amtek is currently supporting education of 100 girl children for a calendar year via tuition fee, books, uniforms & stationary in Smile's Noida Centre.

D. Support to the elderly

Age Ventures India is a Service organization set up to address the needs of the elderly with provision of better healthcare & lifestyle. Currently running 3 retirement homes in India with knowledge partners such as Help Age India, this project has been associated with Amtek for the past few years wherein we provide financial support to the centre in Gurgaon.

E. Mission education

Amtek Employees ran the Airtel Delhi Half Marathon & the Great Delhi run to support our NGO Patner, Smile Foundation. The funds raised through this partnership were utilized towards the education of the underprivileged children of the Mission Education Program of Smile Foundation.

ENVIRONMENTAL INITIATIVES

To solve these environmental problems and to realize a sustainable society where humankind can thrive, we must do everything possible to reduce the burden of human activities on the environment. As a Company we are engaged in the Social Innovation Business which aims to achieve the environmental management described in our environmental Vision or achieving a sustainable society by employing our company's resources to reduce the burden of human activities on the environment. We are committed to global warming prevention, resource conservation, and ecosystems

preservation as the three pillars of our vision. Our goal is to achieve a more sustainable society by promoting production that reduces the environmental burden of a product throughout its life cycle.

On the occasion of World Environment Day on 5th June, 2015, Tree Plantation Drive was initiated by Amtek at its various plant locations.

2. The Composition of the CSR Committee

The Committee of the directors titled 'Corporate Social Responsibility Committee' was constituted by the Board in its meeting held on 24th November, 2014 with the following members:

Name of Member	Position
Mr. Rajeev Kumar Thakur	Chairman
Mr. D.S. Malik	Member
Mr. Gautam Malhotra	Member

3. Average Net profit of the Company for last three Financial Years

Financial Years	Net Profit (In Lacs)
2011-12	47,071,.48
2012-13	57,170.65
2013-14	34,303.02
Total	138,545.15
Average Net Profit	46,181.72

4. Prescribed CSR Expenditure (2% of amount as item No. 3) : 923.63 lacs

5. Details of CSR spent during the Financial Year:

- a) Total amount to be spent for the financial year : 923.63
 b) Amount unspent : 889.28
 c) Manner in which the amount spent during the financial year is detailed below :

S. No	CSR Project or Activity Identified	Sector in which the Project is covered	Projects or Programmes (1) Local area or other (2) Specify the State and District where Projects or Programs were undertaken	Amount outlay (budge) project or program wise (Rs)	Amount spent on the project and programs Sub-heads: 1. Direct expenditure 2. Overheads (Rs. in Lacs)	Cumulative Expenditure upto the reporting period (Rs. in Lacs)	Amount Spent: Direct or through agency (Rs)
1	Smile Foundation	Mission Education	Noida, Uttar Pradesh	10.00	8.59	8.59	Direct
2	U Turn Foundation	School Project	Rudraprayag, Ultrakhand	12.00	10.01	18.6	Direct
3	Age Ventures India	Senior Citizen Old Home	Gurgaon, Haryana	3.00	1.00	19.6	Direct
4	Concern India Foundation	Child Education, Women Empowerment etc..	Delhi, Noida & Gurgaon	5.00	2.75	22.35	Direct

5	Creative Services Support Group	Support to CSSG	Delhi, Noida & Gurgaon	20.00	12.00	34.35	Direct
	Sub-total				50.00	34.35	
	Overhead				-	-	
	Total CSR				50.00	34.35	

6. In case the Company fails to spend the 2% of the average net profit(INR) of the last three financial years the reasons for not spending the amount shall be stated in the Board :

Amount unspent Rs. 889.28 lacs was mainly on account of losses incurred by the Company during the financial year and mismatch in cash flow. Hence, the expenditure under this head has been temporarily deferred.

7. Responsibility Statement by the CSR Committee:

The CSR Committee confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

Rajeev Kumar Thakur
 Chairman - CSR Committee

D.S. Malik
 Managing Director

Annexure IV

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(1&2) Ratio of remuneration of each director of the median remuneration of employees of the Company and the Percentage increase in remuneration of Directors & KMPs in the Financial Year :

S.No.	Name of Director/KMP and Designation	Designation	% increase in Remuneration in the Financial Year 2014-15	Ratio of remuneration of each Director/to median remuneration of employees
1	Mr. Arvind Dham	Chairman & Non - Executive Director	N.A.	N.A.
2	Mr. Gautam Malhotra	Non - Executive Director	N.A.	N.A.
3	Mr. John Flintham	Executive & Managing Director	No Increase	1:112
4	Mr. D.S. Malik	Executive & Managing Director	No Increase	1:16
5	Mr. Vinod Kumar Uppal	Chief Financial Officer	No Increase	1:13
6	Mr. Rajeev Raj Kumar	AGM (Legal & Company Secretary)	No Increase	1:5

(3)	Percentage increase in the median remuneration of employees 10% in the financial year	No Increase during the year	
(4)	Number of permanent employee on the roll of Company as at 30th September, 2015	2270	
(5)	Explanation on the relationship between average increase in remuneration and Company performance	No Increase during the year	
(6)	Comparison of remuneration of Key managerial Remuneration against the performance of the company	Total Turnover (In Lacs)	Rs. 377,378.19
		Total remuneration to KMP's (In Lacs)	Rs. 297.40
		Total Remuneration of KMP as % to total revenue	0.079%
(7) (i)	Variation in market capitalization of the company		

Close Price	October 01, 2014	September 30, 2015	% Change
NSE	Rs. 199.35	Rs. 43.90	(77.98%)
BSE	Rs. 199.20	Rs. 40.90	(79.46%)
Market Cap	October 01, 2014	September 30, 2015	% Change
NSE	Rs. 4392.04 Cr.	Rs. 986.67 Cr.	(77.53%)
BSE	Rs. 4388.73 Cr.	Rs. 919.25 Cr.	(79.05%)
Price/Earning Ratio	October 01, 2014	September 30, 2015	% Change
NSE	13.49	(8.37)	(162.05%)
BSE	13.48	(7.81)	(157.93%)

Note : During the year, Paid up equity capital of the Company has been increased by 44,37,500 fully paid equity share upon allotment of equity shares to the promoters of the Company on preferential basis.

(iii)	Percentage increase over/ decrease in the market quotation of the shares of the company as compared to the rate at which the company come out with the last Public offer in the year	N.A.
(8)	Average percentile increase already made in the salaries of the employee other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration	There is no difference in the increase in salary of employee other than salary of managerial personnel.

(9) Comparison of each remuneration of Key Managerial Remuneration against the performance of the Company

	John Flintham	D.S. Malik	Vinod Uppal	Rajeev Raj
Remuneration	239.96	26.54	22.29	8.61
Revenue	3,77,378.19	3,77,378.19	3,77,378.19	3,77,378.19
% Revenue	0.064	0.007	0.006	0.002
PBT	(18722.03)	(18,722.03)	(18,722.03)	(18,722.03)
%PBT	(1.282)	(0.142)	(0.119)	(0.046)

(10)	The Key parameter of any variable component of remuneration availed by the Directors.	No Variable payment in the group
(11)	Ratio of remuneration of highest paid director to that of the employee who are not director but receive remuneration in excess of the highest paid director during the year.	N.A.
(12)	Affirmation that the remuneration is as per the remuneration.	It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Director, KMP and other employees

Annexure V

Information as per Section 134 (3) (m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming Part of the Directors' Report for the year ended 30th September, 2015.

CONSERVATION OF ENERGY

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

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

I. Research and Development

a) Specific area in which (R&D) carried out by the Company	1. Product design and development 2. Process design & improvement for various products					
b) Benefits derived as result	1. Reduction in process time 2. Increase in productivity 3. Cost reduction and high precision of product					
c) Future Plan of action in Manufacturing Process & operation	To achieve better yield by way of cost reduction through higher level of automation					
d) Expenditure on R & D	<table border="1" style="width: 100%;"> <tr> <td>a. Capital</td> <td rowspan="4" style="vertical-align: middle;">The development work is carried on by the concerned department continuously. No separate record of the expenditure incurred on R&D</td> </tr> <tr> <td>b. Recurring</td> </tr> <tr> <td>c. Total</td> </tr> <tr> <td>d. Total R&D Expenditure as a percentage of total turnover</td> </tr> </table>	a. Capital	The development work is carried on by the concerned department continuously. No separate record of the expenditure incurred on R&D	b. Recurring	c. Total	d. Total R&D Expenditure as a percentage of total turnover
a. Capital	The development work is carried on by the concerned department continuously. No separate record of the expenditure incurred on R&D					
b. Recurring						
c. Total						
d. Total R&D Expenditure as a percentage of total turnover						

II. Technology, Absorption, Adaptation and Innovation

a) Efforts in brief made towards Technology Absorption, Adaptation and Innovation	The Company has indigenized and absorbed technological changes as advised by collaboration in the past. Amtek Auto continuously strives to meet international standards of precision through improvisation of existing processes, innovation and adaptation of new technologies and methods. The product quality has improved significantly due to better utilization of machines, improvised processes and enhanced precision
b) Benefits derived as a result of the above efforts	Cost reduction to saving in raw material, dies & moulds & power and fuel. Operational efficiency has increased leading to reduced time-loss and rejections
c) In case of imported technology (Import) during the last 6 years reckoned from the beginning of the financial year	Nil

II. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Activities relating to Exports, initiatives to increase exports, Development of new Export Markets for Products and Services and Export plans:

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

2. Total Foreign Exchange used and earned:

(Rupees In Lacs)

Particulars	Current Year	Previous Year
Foreign Exchange Used	16,504.78	53,464.83
Foreign Exchange Earned	28,816.52	24,916.87

By Order of the Board
For AMTEK AUTO LIMITED

Sd/-
(Arvind Dham)

Chairman

DIN No. 00047217

Place : New Delhi

Date : 28-11-2015

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2014-15

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

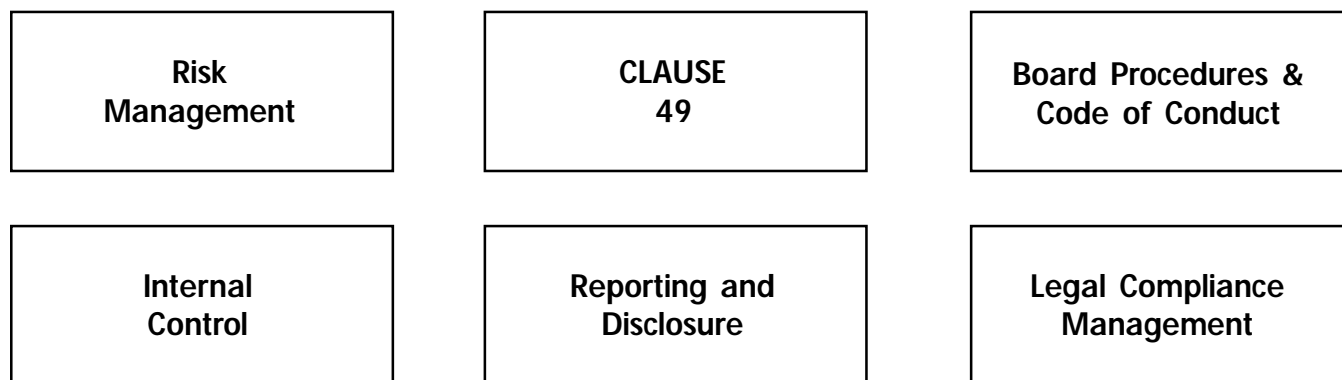
I. AMTEK'S GOVERNANCE POLICY:

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

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

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

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



In view of the revised Clause 49 of the Listing Agreement with Stock Exchanges, the Company continuously follows the procedure of Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability, trusteeship and checks at the different levels of the management of the Company.

II. BOARD OF DIRECTORS

At Amtek, the Board along with its Committees provide leadership and guidance to the Company's management as also direct, supervise and control the performance of the Company. We believe an active, well-informed board is vital to attain the highest standards of Corporate Governance. An independent and strong board is the utmost requirement of the Company so as to ensure that the best practices are adopted by the Company. At Amtek, we have a proper blend of executive, non-executive and independent directors, who have rich knowledge and experience in the industry for providing strategic guidance and direction to the Company.

(A) COMPOSITION OF BOARD

The Company's policy is to maintain an optimum combination of Executive & Non-executive directors and in conformity with Clause 49 of the Listing Agreement entered into with the stock exchanges.

As on September 30, 2015, the Company has Eleven Directors. Of the Eleven directors, Eight (i.e. 72.7 %) are non-executive directors, Six (i.e. 54.5 %) are independent directors and One is Nominee director. The composition of the board is in conformity with Clause 49 of the Listing Agreements entered into with the stock exchanges.

The Composition of the Board as on September 30, 2015 was as under:

Promoter & Chairman	Executive	Non-Executive		Independent		Nominee Director
Arvind Dham	John Ernest Flintham, Vice Chairman cum Managing Director	Arvind Dham	Sanjiv Bhasin	Rajeev Kumar Thakur	Sanjiv Bhasin	Mukesh Kumar Gupta (LIC)
	Deshpal Singh Malik, Managing Director	Gautam Malhotra	Sanjay Chhabra	Madhu Vij	Sanjay Chhabra	
		Bahushrut Lugani	Raj Narain Bhardwaj	Bahushrut Lugani	Raj Narain Bhardwaj	
		Rajeev Kumar Thakur	Madhu Vij			
		Mukesh Kumar Gupta				

(B) INDEPENDENT DIRECTORS

All the Independent Directors have confirmed that they meet the 'independence' criteria as mentioned under the existing Clause 49 of the Listing Agreement and Section 149 of the Act.

None of Directors of the Company's Board is a member of more than 10 committees and Chairman of more than 5 Committees (Committees includes Audit Committee and Stakeholder Relationship Committee) across all Indian Public Companies in which he is a director. All the directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than twenty companies, including ten public companies. None of the directors are related to each other. All Non Executive Directors, excluding the nominee director are liable to retire by rotation.

The Familiarization Program for Independent Directors has been adopted by the Board of Directors pursuant to Clause 49 of Listing Agreement, the detailed policy is available at the website of the Company (www.amtek.com)

(C) NON – EXECUTIVE DIRECTORS COMPENSATION & DISCLOSURES

The details of the remuneration paid to the Non Executive Director provided as per accounts for the financial ended on September 30, 2015 are given below:-

S. No.	Non Executive Director	Sitting Fee (In Rs.)	Commission	Total (Rs.)
1.	Mr. B. Lugani	3,00,000	-	3,00,000
2.	Mr. Sanjay Chhabra	3,20,000		3,20,000
3.	Mr. Sanjiv Bhasin	2,00,000		2,00,000
4.	Mr. Rajeev Kumar Thakur	3,20,000		3,20,000
5.	Mr. B. Venugopal (LIC Nominee Director)	70,000		70,000
6.	Mr. Raj Narain Bhardwaj	2,20,000		2,20,000
7.	Mr. Mukesh Kumar Gupta (LIC Nominee Director)	Nil		Nil
8.	Mrs. Madhu Vij	1,50,000		1,50,000

OTHER PROVISIONS AS TO BOARD AND COMMITTEES

During the year under review, Six (6) Board Meetings were held on 24th November, 2014, 12th February, 2015, 19th March, 2015, 14th May, 2015, 28th July, 2015 & 14th August, 2015. The maximum time-gap between any two consecutive meetings did not exceed four months. The Composition of Board, attendance at Board Meetings held during the financial year under review and at the last Annual General Meeting, number of directorships, membership/chairmanships of Board and Committees of public companies and their shareholding as on September, 30th 2015 in companies is as follows:-

Name of Director	Director Identification Number	Category	No. of Board Meetings attended in the year	Attendance at the last AGM	Directorship in other Companies	Committees positions in other Companies	
						Chairman	Member
Mr. Arvind Dham	00047217	Promoter, Non Executive Director & Chairman	5	—	4	NIL	NIL
Mr. John Ernest Flintham	01463500	Executive & Vice Chairman cum Managing Director	5	—	6	NIL	NIL
Mr. D.S Malik	00052362	Executive & Managing Director	3	—	4	NIL	2
Mr. Sanjay Chhabra	01237026	Independent & Non Executive Director	6	Yes	4	1	4
Mr. Rajeev Kumar Thakur	01117707	Independent & Non Executive Director	6	—	NIL	NIL	NIL
Mr. Gautam Malhotra	00157488	Non Executive Director	6	—	5	NIL	1
Mr. B. Lugani	00052387	Independent & Non Executive Director	5	Yes	2	1	1
Mr. Raj Narain Bhardwaj	01571764	Independent Non Executive Director	4	—	9	2	9
Mr. Mukesh Gupta	06638754	Nominee Director	NIL	—	1	NIL	NIL
Mr. Sanjiv Bhasin	01119788	Independent & Non Executive Director	4	—	5	1	3
**Mrs. Madhu Vij	00025006	Independent & Non Executive Director	3	—	4	NIL	2
*Mr. B. Venugopal	02638597	Nominee Director	2	—	1	NIL	NIL

* The appointment of Mr. Mukesh Kumar Gupta as Nominee Director of Life Insurance Corporation of India [“referred as LIC”] to represent LIC on the Board of the Company in place of Mr. B. Venugopal was done on 14th May, 2015.

** Mrs. Madhu Vij was appointed on Board on 19th March, 2015

Note:

1. This excludes directorship held in Private Companies, Foreign Companies and Companies formed under Section 8 of the Companies Act, 2013

2. In accordance with Clause 49, Membership/Chairmanship of only Audit Committee & Stakeholders Relationship Committee (formerly known as Shareholders'/investors' Grievance Committee) in all Public Limited Companies have been considered.

One Meeting of the Independent directors of the Company was held on 19th March, 2015 in which Mr. Sanjay Chhabra, Mr. Rajeev Kumar Thakur, Mr. Bahushrut Lugani and Mr. Raj Narain Bhardwaj were present and Mr. Sanjiv Bhasin was granted leave of absence.

POST MEETING FOLLOW-UP MECHANISM

All the important decision taken at the Board/Committee Meeting are promptly communicated to the concerned departments. Action Taken Report on decision/minutes of previous meeting is placed at the succeeding meeting of the Board/Committee for noting.

BOARD PROCEDURES

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

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

(D) CODE OF CONDUCT

The Code of Business Conduct and Ethics for Directors/Management Personnel ('the Code'), as adopted by the Board, is a comprehensive Code applicable to Directors and Management Personnel. The Code, while laying down in detail, the standards of business conduct, ethics and governance centres around the following theme:

'The Company's Board and Management Personnel are responsible for, and are committed to, setting the standards of conduct contained in this Code and for updating these standards, as appropriate, to ensure their continuing relevance, effectiveness and responsiveness to the needs of local and international investors and other stakeholders as also to reflect corporate, legal and regulatory developments. This Code should be adhered to in letter and in spirit'.

A copy of the Code has been put on the Company's website (www.amtek.com). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually.

A declaration signed by the CEO is published in this Report.

(E) WHISTLE BLOWER POLICY

The Audit Committee has established a Vigil, which provides a formal mechanism for all Directors and employees of the Company to approach the Management of the Company (Audit Committee in case where the concern involves the Senior Management) and make protective disclosures to the Management about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The disclosures reported are addressed in the manner and within the time frames prescribed in the Policy. The Company affirms that no director or employee of the Company has been denied access to the Audit Committee.

COMMITTEES OF THE BOARD

In compliance to the amended Clause 49 of the Listing Agreement, the Board of Directors has constituted the following committees of the Board. The Board determines the terms of reference of the Board Committees from time to time. The respective Committee Chairman convenes meetings of the Board Committees. Minutes of the Committee meetings are placed before the Board for perusal and noting. The quorum for meetings of all the Committees is either two members or one-third of the members of the Committees, whichever is higher. Each committee has the authority to engage outside experts, advisers and counsel to the extent it considers appropriate to assist it in its work.

III. AUDIT COMMITTEE

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

(A) QUALIFIED AND INDEPENDENT AUDIT COMMITTEE

The Audit Committee comprises of three directors. All the members of the Committee viz. Mr. B. Lugani (Chairman), Mr. Rajeev Kumar Thakur and Mr. Sanjay Chhabra are independent and non executives. The Company Secretary acts as the Secretary of the Audit Committee.

The constitution of the Audit Committee meets the requirement of Section 177 of the Companies Act, 2013 and the Listing Agreement. The power and role of the Audit Committee is as per the guidelines set out in the Listing Agreement and as prescribed under Section 177 of the Companies Act, 2013.

(B) MEETING OF AUDIT COMMITTEE

During the period, the Audit Committee met 4 (four times) on the following dates during the Financial Year 2014-15 and all the members were present in all the meetings i.e. 22nd November, 2014, 11th February, 2015, 13th May, 2015 & 13th August, 2015

(C) POWERS OF AUDIT COMMITTEE

The Audit Committee shall have powers, which should include the following:

To investigate any activity within its terms of reference.

To seek information from any employee.

To obtain outside legal or other professional advice.

To secure attendance of outsiders with relevant expertise, if it considers necessary.

(D) ROLE OF AUDIT COMMITTEE

The role of Audit Committee shall include the following (including the terms of reference):

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
- Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice, and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the auditors independence and performance and effectiveness of audit process.
- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- Approval and any subsequent modification or transaction of Company with Related Parties.
- Scrutiny of Inter Corporate Loan & investment.
- Valuation of Undertaking or Assets of the Company , wherever its necessary

(E) REVIEW OF INFORMATION BY AUDIT COMMITTEE

The Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

(IV) HUMAN RESOURCES, NOMINATION & REMUNERATION COMMITTEE

The Human Resources, Nomination and Remuneration Committee (HRNR Committee) of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements entered into with the stock exchanges read with Section 178 of the Act, comprising three non executive and independent directors viz. Mr. Sanjay Chhabra (Chairman), Mr. Rajeev Kumar Thakur and Mr. B. Lugani. During the period, the Nomination and Remuneration Committee (HRNR Committee) met once and all the members were present in the meeting.

TERMS OF REFERENCE

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

MEETINGS AND ATTENDANCE

During the year under review, only one (1) meeting of the Remuneration Committee was held, in which all the members were present.

REMUNERATION POLICY:-

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. The remuneration of the Vice Chairman cum Managing Director, Managing Director, Key Managerial Personnel and Senior Management Personnel's of the Company is reviewed and recommended by Committee, based on criteria such as industry benchmarks, the Company's performance visa-vis the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organizations. The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration. Annual increments are decided by the Remuneration Committee within the salary scale approved by the Members.

A sitting fee of Rs. 20,000/- for attendance at each meeting of the Board meeting was paid to all the Independent & Nominee Directors for the meeting held on 24th November, 2014 and afterwards, the sitting fee was increased to Rs.50,000/-.

The sitting fees paid/payable to the non Whole-time directors is excluded whilst calculating the limits of remuneration in accordance with Section 197 of the Act. The Company also reimburses out-of-pocket expenses to Directors attending meetings held at a city other than the one in which the Directors reside.

Remuneration of employees largely consists of basic remuneration, perquisites, allowances and performance incentives. The components of the total remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their individual performances, etc.

The Company does not have any Employee Stock Option Scheme.

OTHER COMMITTEES

➤ STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises of three directors under the Chairmanship of Mr. Rajeev Kumar Thakur. The other members in the committee being, Mr. Sanjay Chhabra and Mr. Bahushrut Lugani. The Board has constituted Stakeholders Relationship Committee in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The terms of reference of Shareholders' / Investors' Grievance (SIG) Committee was conferred on the Stakeholders Relationship Committee.

The Company has also adopted code of internal procedures and conduct for prevention of insider trading in the shares of the Company, pursuant to Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as

amended. The Board has designated Company Secretary as the Compliance Officer for this purpose and has authorized this committee to monitor the compliances as required under the aforesaid Regulation.

Terms of Reference of the Committee, inter alia, includes the following:

- Oversee and review all matters connected with the transfer of the Company's securities
- Monitor redressal of investors' / shareholders' / security holders' grievances
- Oversee the performance of the Company's Registrars and Transfer Agents
- Recommend methods to upgrade the standard of services to investors
- Monitor implementation of the Company's Code of Conduct for Prohibition of Insider Trading
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification/amendment or modification as may be applicable.

During the period, the committee met four times. All the members were present in all the meetings held during the period.

➤ **CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE**

The Company proactively reviews its governance practices and standards inter alia considering best practices and regulatory developments. During the year under review, the following significant developments took place on the governance front:-

Constitution of 'Corporate Social Responsibility Committee': Considering the work being done by the Company on social front, the Company's Board has constituted a 'Corporate Social Responsibility Committee' (CSR Committee). CSR Committee is primarily responsible for formulating and monitoring the implementation of the framework of corporate social responsibility policy, other policies under Business Responsibility Policy Manual and to look into sustainability matters and matters related to overall governance.

The members of Corporate Social Responsibility Committee are Mr. Rajiv Kumar Thakur, the Chairman, Mr. D.S Malik and Mr. Gautam Malhotra. During the period, the committee met two times. All the members were present in both the meetings held during the period.

Terms of Reference of the Committee, inter alia, includes the following:

- To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating activities to be undertaken by the Company in compliance with provisions of the Companies Act, 2013 and rules made there under;
- To recommend the amount of expenditure to be incurred on the CSR activities;
- To monitor the implementation of the framework of the CSR Policy;
- To oversee the implementation of polices.

➤ **FINANCE COMMITTEE**

The Board of Directors has constituted Finance Committee comprising of Mr. Arvind Dham, Mr. John Ernest Flintham, Mr. D.S Malik, Mr. Gautam Malhotra and Mr. B. Lugani. During the period, the committee met eight times. All the members were present in all the meetings held during the period.

Terms of Reference of the Committee, inter alia, includes the following:

- Review the Company's financial policies, risk assessment and minimization procedures, strategies and capital structure, working capital and cash flow management, and make such reports and recommendations to the Board with respect thereto, as it may deem advisable ;
- Review banking arrangements and cash management;
- Exercise all powers to borrow money (otherwise than by issue of debentures) within limits approved by the Board, and take necessary actions connected therewith, including refinancing for optimization of borrowing costs ;

- Give guarantees/issue letters of comfort/providing securities within the limits approved by the Board ;
- Borrow money by way of loan and/or issue and allot bonds/notes denominated in one or more foreign currencies in international markets for the purpose of refinancing the existing debt, capital expenditure, general corporate purposes, including working capital requirements and possible strategic investments within limits approved by the Board ;
- Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable ;
- Other transactions or financial issues that the Board may desire to have them reviewed by the Finance Committee ;
- Delegate authorities from time to time to the executives/ authorised persons to implement the Committee's decisions ;
- Review regularly and make recommendations about changes to the charter of the Committee .

➤ **SEXUAL HARASSMENT COMMITTEE**

As per the requirement of Prevention of Sexual Harassment Act, 2013, Company has duly constituted Sexual Harassment Committee, comprising of the following members:-

- | | | | |
|----|---------------------|---|-----------------------|
| 1. | Ms. Anuradha Kapur | - | The Presiding Officer |
| 2. | Mr. Vinod Kr. Uppal | - | Finance Department |
| 3. | Mr. Rajesh Soni | - | HR Department |
| 4. | Ms. Sonal Choudhary | - | HR Department |

During the period, Mrs. Iqneet Kaur has resigned from the membership of the Sexual Harassment Committee and Ms. Anuradha Kapur has been appointed as Presiding officer of the Committee in place of Ms. Iqneet Kaur. The Committee met two times. All the members were present in all the meetings held during the period.

Company is totally committed in providing an environment that is free from discrimination and harassment. We recognize the rights of our employees and provide forums, support groups and policies to hear and address their issues, concerns and resolve them in a fair and transparent manner. Our Sexual Harassment Committee members helps employees express their grievances and address them in a fair and objective manner. The cases are patiently heard and resolved by a unbiased group. We have a whistle blower policy as well that assures complete anonymity and confidentiality of information to the reporting individual.

(V) SUBSIDIARY COMPANIES

All the Subsidiary Companies of the Company are board managed with their Boards having the rights and obligations to manage such companies in the best interest of their stockholders. The Company does not have any material non-listed Indian Subsidiary Company and hence, it is not required to have an Independent Director of the Company on the Board of such subsidiary Company in terms of Clause 49 (III) of the Listing Agreement. As a majority stockholder, the Company nominates its representatives on the Boards of Subsidiary Companies and monitors the performance of such Companies inter alia, by the following mean:

- a) Financial Statements, in particular the investments made by the unlisted Subsidiary Companies, are reviewed quarterly by the Audit Committee of the Company.
- b) All minutes of the meetings of the unlisted Subsidiary Companies are placed before the Company's Board regularly.
- c) A statement containing all significant transactions and arrangements entered into by the unlisted Subsidiary Companies is placed before the Company's Board.

Material Subsidiary Policy: The Board of Directors of Amtek Auto Limited has adopted the policy and procedures with regard to determination of Material Subsidiaries. The Board may review and amend this policy from time to time. The same is available at the Company's website (www.amtek.com)

(VI) RISK MANAGEMENT COMMITTEE

The Board of Directors has constituted Risk Management Committee comprising of following directors:-

1. Mr. Arvind Dham
2. Mr. Gautam Malhotra
3. Mr. John Ernest Flintham
4. Mr. Rajeev Kumar Thakur

During the period, the committee met two times. All the members were present in all the meetings held during the period.

The purpose of the Committee is to assist the board in fulfilling its Corporate Governance duties by overseeing the responsibilities with regard to the identification, evaluation and mitigation of operational, strategic and environmental risks. The Committee has the overall responsibility of monitoring and approving the risk policies and associated practices of the Company. The Risk Management Committee is also responsible for reviewing and approving the risk disclosure statements in any public documents or disclosure.

(VII) RELATED PARTY TRANSACTIONS

The Company usually enters into the transactions with its Related parties (i.e. It's Subsidiaries, Overseas subsidiaries, Subsidiaries of subsidiaries, joint ventures, joint ventures of subsidiaries, associates and Key Management Personnel etc.). The Policy for Related Party Transactions is also adopted by the Board and the same is available at the Company's website (www.amtek.com)

(VIII) DISCLOSURES

A) RELATED PARTY TRANSACTIONS

Details of related party transactions entered into by the Company are included in the Notes to Accounts. Material individual transactions with related parties are in the normal course of business on an arm's length basis and do not have potential conflict with the interests of the Company at large. Transactions with related parties entered into by the Company in the normal course of business are placed before the Audit Committee.

B) DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of financial statements for the period ended on September, 2015; there was no treatment different from that prescribed in an accounting standard that had been followed.

C) REMUNERATION OF DIRECTORS

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. The remuneration of the Senior Managing Director, Managing Director, Key Managerial Personnel and Senior Management Personnel's of the Company is reviewed and recommended by Committee, based on criteria such as industry benchmarks, the Company's performance visa-vis the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organizations. The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration. Annual increments are decided by the Remuneration Committee within the salary scale approved by the Members.

A sitting fee of Rs. 20,000/- for attendance at each meeting of the Board meeting was paid to all the Independent & Nominee Directors for the meeting held on 24th November, 2014 and afterwards, the sitting fee was increased to Rs.50,000/-.

The sitting fees paid/payable to the non Whole-time directors is excluded whilst calculating the limits of remuneration in accordance with Section 197 of the Companies Act, 2013. The Company also reimburses out-of pocket expenses to Directors attending meetings held at a city other than the one in which the Directors reside.

Remuneration of employees largely consists of basic remuneration, perquisites, allowances and performance incentives. The components of the total remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their individual performances, etc.

The Company does not have any Employee Stock Option Scheme:

D) MANAGEMENT

1. As part of the directors' report or as an addition thereto, a Management Discussion and Analysis report should form part of this Annual Report for the shareholders. This Management Discussion & Analysis should include discussion on the following matters within the limits set by the company's competitive position:
 - a) Industry structure and developments.
 - b) Opportunities and Threats.
 - c) Segment-wise or product-wise performance.
 - d) Segment-wise or product-wise performance.
 - e) Risks and concerns.
 - f) Internal control systems and their adequacy.
 - g) Discussion on financial performance with respect to operational performance
 - h) Material developments in Human Resources / Industrial Relations front, including number of people employed
2. The Code of Conduct for the Board of Directors and the senior management have been disclosed on the website of the Company.

E) SHAREHOLDERS

- I
 - Quarterly results and presentations made by the company to analysts/investors have been uploaded on Company's web-site.
 - Stakeholders Relationship Committee (formerly known as Shareholders Grievances Committee) has already been constituted.
 - To expedite the process of share transfers, the Board of the company have already constituted the Share Transfers Committee.

F) DISCLOSURE OF RESIGNATION OF DIRECTORS

The Company adopts the policy to disclose and upload the letter of resignation along with the detailed reasons provided by the director on its website within one working day from the date of receipt of the letter of resignation.

G) DISCLOSURE OF FORMAL LETTER OF APPOINTMENT

The Company adopts the policy to disclose and upload the letter of appointment of the independent Director along with the detailed profile on its website within one working day from the date of such appointment.

H) DISCLOSURE IN THE ANNUAL REPORT

- The details of the establishment of vigil mechanism will be disclosed on its website (www.amtek.com).
- The Company have already disclosed the remuneration policy and evaluation criteria in this annual report.

I) PROCEEDS FROM PUBLIC ISSUES, RIGHTS ISSUES, PREFERENTIAL ISSUES

During the year under review, the Company has issued and allotted 44,37,500 (Forty Four Lacs Thirty Seven Thousand Five Hundred) equity shares of Rs.2/- each fully paid-up to the proposed allottee on preferential basis, at a price of Rs 169/- (Rupees One hundred Sixty Nine only) per share including a premium of Rs. 167/- (Rupees One Hundred and Sixty Seven only) in accordance with applicable provisions of the SEBI (ICDR) Regulations 2009 and the Companies Act, 2013 read with the applicable rules made there under for the issuance of Equity Shares on Preferential basis to promoter group Company.

(IX) CEO/CFO CERTIFICATION

The CEO / CFO Certificate forms part of this Annual Report.

(X) REPORT ON CORPORATE GOVERNANCE

The Report on Corporate Governance forms part of this Annual Report.

(XI) COMPLIANCE

The Company has complied all the compliances mentioned under Clause 49 of the Listing Agreement

GENERAL INFORMATION**A) GENERAL BODY MEETINGS****(I) ANNUAL GENERAL MEETINGS**

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

Year	Location	Date	Time	Special Resolutions passed
2013-2014	Plot No. 16, Industrial Estate, Rozka Meo, Sohna, Mewat-122103	31.12.2014	9.30 A.M.	1. Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013; 2. Approval of Related Party Transactions; 3. Approval for Issue of Redeemable Non Convertible Debentures on private placement basis;
2012-2013	Plot No. 16, Industrial Estate, Rozka Meo, Sohna, Mewat-122103	24.03.2015	9.30 A.M.	1. Limit u/s 180(1)(c) not to exceed Rs. 20,000 Crores 2. Limit u/s 180(1)(a) not to exceed Rs. 20,000 Crores.
2011-2012	Plot No. 16, Industrial Estate, Rozka Meo, Sohna, Mewat - 122103	31.12.2012	9.30 A.M.	NA

(II) EXTRAORDINARY GENERAL MEETINGS

One Extraordinary General Meeting of the Members was held on 24th August, 2015 during the financial year under review:

Year	Location	Date	Time	Special Resolutions passed
2014-2015	16, Industrial Estate, Rozka Meo, Sohna, Mewat - 122103	24.08.2015	9.30 A.M.	1. Issuance of 44,37,500 Equity Shares on Promoter and Promoter Group Company 2. Further issue of Securities.

● **MEANS OF COMMUNICATION**

Results for quarter ended 30th September, 2014, 31st December 2014, 31st March 2015 and 30th June 2015 have been published in English and Hindi newspapers (viz The Pioneer and Hari Bhoomi).

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

The Shareholding Pattern, Corporate Governance Report, Financial Results and Corporate Announcements are filed electronically on NSE Electronic Application Processing System (NEAPS).

A Management Discussion and Analysis Report which forms part of the Annual Report is given by means of a separate annexure and is attached to the Directors' Report.

● **GENERAL SHAREHOLDERS INFORMATION**

1. ANNUAL GENERAL MEETING

Date	Day	Time & Venue
December 31, 2015	Thursday	9.30 A.M. Plot No. 16 Industrial Estates, Rozka-Meo, Sohna, Distt-Mewat (Haryana)-122103.

2. FINANCIAL CALENDER FOR F.Y.- 2015-16

Particulars	Date
Financial year	October 1, 2015 to March 31, 2016
First Quarter Results	Mid February, 2016
Second Quarter Results	Mid May, 2016

3. DATE OF BOOK CLOSURE

Monday, 28 th December, 2015	Thursday, 31 st December, 2015
(both days inclusive)	

4. LISTING ON STOCK EXCHANGES

a. The Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited. Listing fees for the year 2015-2016 has been paid to the Stock Exchanges with-in the stipulated time.

b. Debt Securities

The Wholesale Debt Market (WDM) Segment of BSE.

c. Debenture Trustee

Axis Trustee Service Limited
 Bombay Dyeing Mills Compound, Pandurang Budhkar Marg,
 Worli Mumbai-400 025

5. STOCK CODE

Particulars	Codes
Bombay Stock Exchange Limited	520077
National Stock Exchange of India Limited	AMTEKAUTO
ISIN NO. For dematerialized shares	INE 130C01021

6. STOCK MARKET DATA

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

Month	BSE Limited		National Stock Exchange	
	High	Low	High	Low
October 2014	203.50	149.10	203.50	150.10
November 2014	231.25	163.35	233.00	162.70
December 2014	218.40	164.20	218.20	164.20
January 2015	186.95	167.20	186.90	167.00
February 2015	177.80	146.00	178.00	145.50
March 2015	162.70	129.20	162.70	129.10

April 2015	173.80	143.55	173.85	143.25
May 2015	166.00	139.30	165.95	139.05
June 2015	164.75	129.80	164.50	129.80
July 2015	173.40	151.10	173.50	151.10
August 2015	176.10	45.55	176.05	45.55
September 2015	57.90	25.60	58.65	25.20

7. REGISTRAR AND SHARE TRANSFER AGENTS

Beetal Financial & Computer Services Private Limited

BEETAL HOUSE, 3rd Floor, 99, Madangir, B/h. L.S.C

New Delhi-110006

Phone No. : 011-29961281-8283

Fax No. : 011-29961284

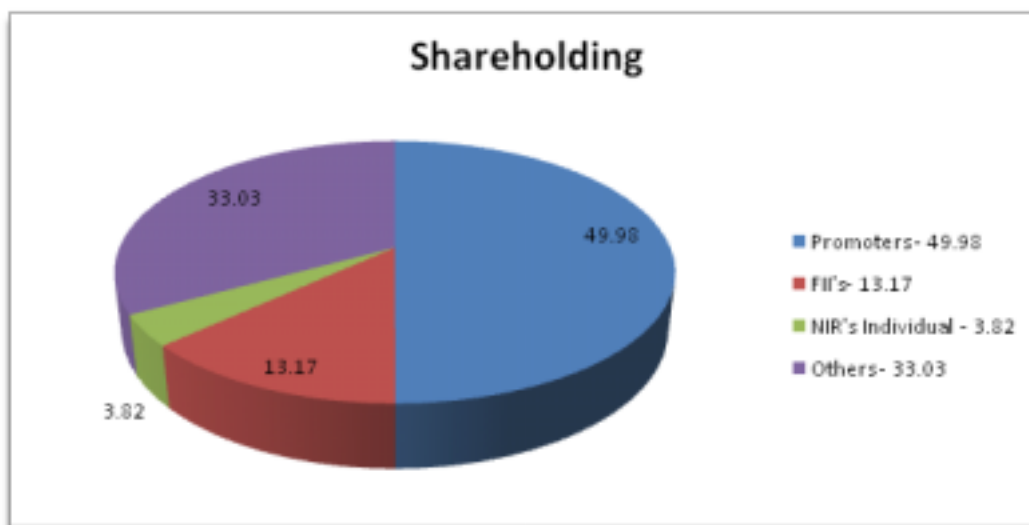
8. DISTRIBUTION OF SHAREHOLDING AS ON SEPTEMBER 30, 2015

No. of Shares held (Rs.2/- paid up)	Shareholders Number	% of Total	Total (in Rs.)	% of Total Shareholding
Up to 5000	79864	96.41	44006682	9.79
5001 - 10000	1548	1.87	11380256	2.53
10001 - 20000	680	0.82	9989724	2.22
20001 - 30000	184	0.22	4717662	1.05
30001 - 40000	119	0.14	4294128	0.96
40001 - 50000	70	0.08	3209194	0.71
50001 - 100000	155	0.19	11131116	2.48
100001 - Above	220	0.27	360782094	80.26
TOTAL :	82840	100.00	449510856	100.00

9. THE SHAREHOLDING PATTERN AS ON SEPTEMBER 30, 2015

Category Code	Category of Shareholder	Total Number of Shareholders	Total Number of Shares	Percentage
(A)	Shareholding of Promoter and Promoter Group			
(1)	Indian			
(a)	Individual's/Hindu Undivided Family	4	2797240	1.245
(b)	Central Government/State Government(s)	0	0	0
(c)	Bodies Corporate	8	109552910	48.743
(d)	Financial Institutions / Banks	0	0	0
(e)	Any Other (specify)	0	0	0
	Sub – Total (A) (1)	12	112350150	49.988
(2)	Foreign			
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0
(b)	Bodies Corporate	0	0	0
(c)	Institutions	0	0	0

(d) Any Other (Specify)	0	0	0
Sub – Total (A) (2)	0	0	0
Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	12	112350150	49.988
(B) Public Shareholding			
(1) Institutions			
(a) Mutual Funds/UTI	1	1571	0.001
(b) Financial Institutions / Banks	12	8596382	3.825
(c) Central Government / State Government(s)	0	0	0
(d) Venture Capital Funds	0	0	0
(e) Insurance Companies	0	0	0
(f) Foreign Institutional Investors	94	29610609	13.175
(g) Foreign Venture Capital Investors	0	0	0
(h) Qualified Foreign Investor	0	0	0
(i) Any Other (Specify) (OCB/Foreign Bank)	0	0	0
(i-1) Foreign Corporate Bodies	18	8839684	3.933
Sub Total (B) (1)	125	47048246	20.933
(2) Non-Institutions			
(a) Bodies Corporate	1349	23228469	10.335
(b) Individuals –			
i. Individual Shareholders holding nominal Share Capital upto Rs. 1 lakh.	78382	33420415	14.870
ii. Individual Shareholders holding nominal Share Capital in excess of Rs. 1 lakh	42	4137668	1.841
(c) Qualified Foreign Investor	0	0	0
(c) Any Other (specify)			
(i) Trusts	1	6000	0.003
(ii) Clearing Members	406	2161486	0.962
(iii) NRI Individuals	1177	1310921	0.583
(iv) HUF	1346	1092073	0.486
(v) Overseas Corporate Bodies	0	0	0.00
Sub-Total (B)(2)	82703	65357032	29.079
(B) = (B)(1) + (B)(2)	82828	112405278	50.012
Total Public Shareholding TOTAL (A) + (B)	82840	224755428	100
(C) Shares held by Custodians and against which Depository Receipts have been issued	0	0	0.00
GRAND TOTAL (A)+(B)+(C)	82840	224755428	100



10. DEMATERIALISATION OF SHARES AND LIQUIDITY:

The dematerialization facility exists with both the NSDL and CDSL for the convenience of shareholders. As on 30th September, 2015, 219813859 equity shares representing 97.80 % of our Company's Equity Shares Capital have been dematerialized.

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

During the period under review, the Company has not converted any warrants into equivalent number of equity shares. As on date, there are not outstanding GDRs/ADRs/or any other Convertible instruments.

12. PLANT LOCATION

The Company's plants are located in Haryana, Maharashtra, Gujarat, Himachal Pradesh, Tamil Nadu, Madhya Pradesh and Uttaranchal.

13. INVESTORS CORRESPONDENCE MAY BE ADDRESSED TO :-

Mr. Rajeev Raj Kumar,
 AGM (Legal & Company Secretary)
 Bhanot Apartment, 4, Local Shopping Centre,
 Pushp Vihar, New Delhi – 110 062.
 Ph.: 011- 41649800
 Fax: 011-29054554
 E-mail Id : investors.relation@amtek.com

Beetal Financial & Computer Services Private Limited
 (Registrar & Shares Transfer & Agent)
 BEETAL HOUSE, 3rd Floor, 99, Madangir,
 B/h. L.S.C, New Delhi-110006
 Phone No. : 011-29961281-8283
 Fax No. : 011-29961284
 E-mail Id : beetalrta@gmail.com

AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Shareholders
Amtek Auto Limited

We have examined the compliance of conditions of Corporate Governance by Amtek Auto Limited for the year ended on 30th September, 2015 as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

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

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we state that the Stakeholders Relationship Committee has maintain records to show the Investors Grievance and certify that as at 30.09.2015, there were no investors grievance remaining unattended/pending for more than 30 days.

We further state that such compliances are neither an assurance as to the future viability of the Company not to the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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

Place : New Delhi
Date : 28-11-2015

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

DECLARATION BY CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT

As required under Clause 49 of the Listing Agreement with Stock Exchange, it is hereby confirmed that for the year ended 30th September 2015, the Director's of Amtek Auto Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with Employee Code of Conduct, as applicable to them.

Place : New Delhi
Date : 28-11-2015

Sd/-
(John Ernest Flintham)
Vice Chairman and Managing Director
(DIN-01463500)

CEO AND CFO CERTIFICATION

We, John Ernest Flintham, Vice-Chairman & Managing Director and Vinod Uppal, Vice President (Finance), responsible for the finance functions certify that:

- a)** We have reviewed the financial statements and cash flow statement for the year ended 30th September 2015 and to the best of our knowledge and belief :-
- I.** These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
 - II.** These statements together, present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b)** To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 30th September 2015 are fraudulent, illegal or violation of the Company's code of conduct.
- c)** We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d)**
- I)** There has not been any significant change in internal control over financial reporting during the year under reference;
 - II)** There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - III)** We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : New Delhi
Date : 28-11-2015

Sd/-
Vinod Uppal
Vice President (Finance)

Sd/-
John Ernest Flintham
Vice Chairman &
Managing Director
DIN: 01463500

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

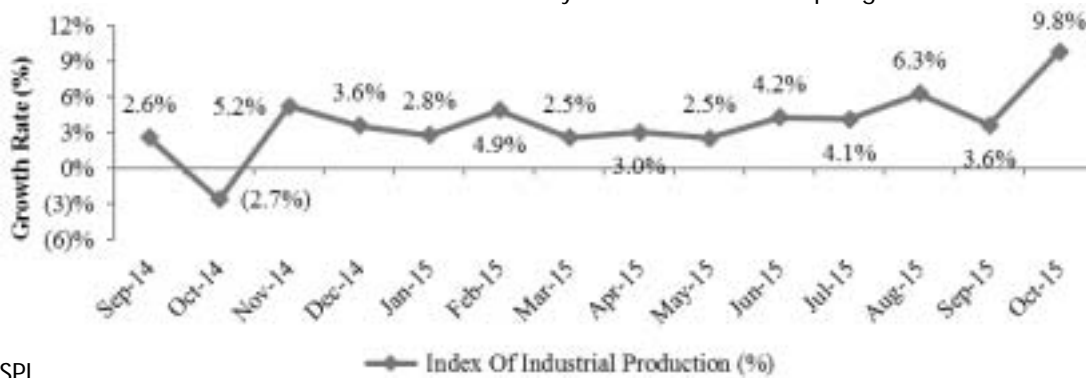
1. GLOBAL ECONOMIC OVERVIEW

The overall performance of the global economy remained subdued through 2014, as well as into 2015. The world economy grew 3.4% in 2014, impacted by a slowdown in many developing countries, which account for approximately 75% of the world economy. According to the International Monetary Fund (IMF), the global GDP growth rate is expected to decline further by 30bps to 3.1% in 2015. A modest pickup in advanced economies and continued challenges in emerging markets are the major factors behind these lower projections. The GDP growth for emerging markets and developing countries in 2015 is expected to decline by 60bps to 4.0%, owing to weaker economic growth in the oil exporting countries, a slowdown in China and expected negative growth in Brazil.

2. INDIAN ECONOMIC OVERVIEW

During fiscal year 2015, the Indian economy started to show signs of a recovery after a prolonged slowdown. India's GDP registered a growth of 7.3% as compared to 6.8% in the previous year, supported by improved consumer and business sentiment. This was evident in an improvement in Index of Industrial Production (IIP) by 2.8% in 2015 as compared to a decline of 0.1% in 2014.

IIP rose 9.8% in October 2015 indicating an industrial recovery. However, the IIP growth of 3.6% in September 2015, the slowest in 4 months, has raised concerns over the strength of the recovery. According to the World Bank, in the medium term, the Indian economy is not immune to a slowdown in global demand and heightened volatility. China's slowdown has further deteriorated India's already weak export outlook and that India requires more foreign capital inflows to finance both fiscal and current account deficits and ultimately the investments to spur growth.



Source: MOSPI

3. AUTOMOBILE INDUSTRY

3.1 Global Automobile Industry

In some of the developed nations in North America and Europe, improved consumer confidence has led to a rebound in automotive sales in 2015. North America is expected to register a growth of 6.3% in passenger car sales in 2015; the growth forecast for Western Europe remains equally encouraging at 7.0%. However, the 12 months period ending September 2015 has been a challenging phase for the global automotive industry as a whole. Automotive activity continues to weaken in Brazil and Russia, owing to deteriorating economic conditions. Passenger car sales are expected to decline 20.1% and 15.7% in eastern Europe and South America respectively. Concerns over a slowdown in China, a major automotive market, have also impacted the automotive industry sentiment.



3.2 Indian Automobile Industry

The Indian automotive industry is one of the largest in the world with annual production of 23.5 million vehicles, with more than 80% attributed to two and three wheelers. The industry accounts for about 7% of India's GDP and is a key indicator of the state of economic development in the country.

The industry has been impacted by a slowdown but in fiscal year 2016, signs of a recovery in some of the automotive segments have started to emerge. However, this recovery is slow and fragmented. In the passenger car segment, sales growth continued to be subdued, largely due to challenges in the rural economy. Although the medium & heavy commercial vehicle sales started to pick up from a very low level, light commercial vehicle sales continued to decline as a result of overcapacity and uncertainty about monsoons. The 2 Wheeler segment was impacted by sluggish sales due to poor crop realisation and a low rise in wages in the rural markets. The pace of growth in the urban demand for scooters has also declined in the recent months.



Note: Fiscal Year ending March

4. INDIAN AUTOMOTIVE COMPONENTS INDUSTRY

Over the last decade, the Indian automotive components industry has grown tremendously. This has been especially due to increasing investments by automotive OEMs in India in turn leading to demand for technologically advanced components. The growing scale has enabled manufacturers to keep costs low, further increasing the attractiveness of sourcing automotive parts from India.

However, in the last few years, several macro headwinds have obstructed the growth of the automotive components industry including flagging vehicle sales, increasing capital costs, high interest rates and slowing investments in manufacturing. From fiscal year 2012 to fiscal year 2015, the turnover of the automotive components industry declined by 17%. This is consistent with a decline in production of automobiles across most segments over the period. The production of two and three wheelers, commercial vehicles and tractors declined by 19%, 24% and 4% while the

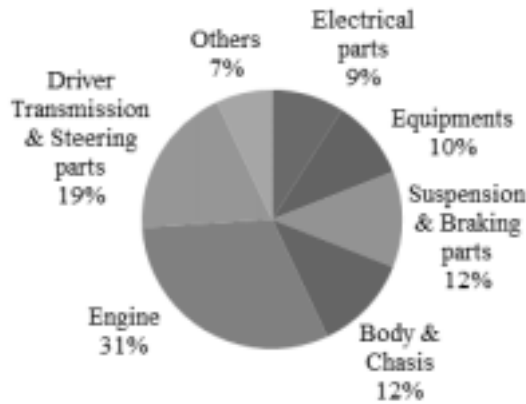
production of passenger vehicles rose slightly by 3%. Subdued demand in the two wheeler, light commercial vehicle and tractor industries in the first six months of fiscal year 2016 has put continued downward pressure on automotive component sales.

Indian Auto Components Industry Turnover & Exports



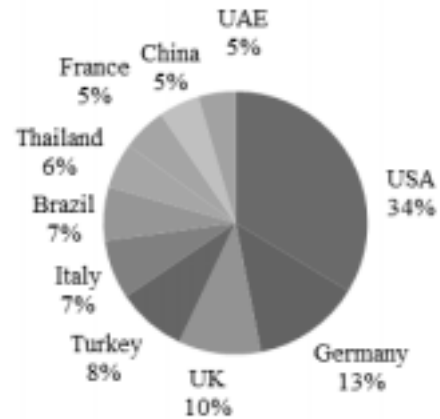
Source: ACMA

Comprehensive Product Range:



Source: ACMA

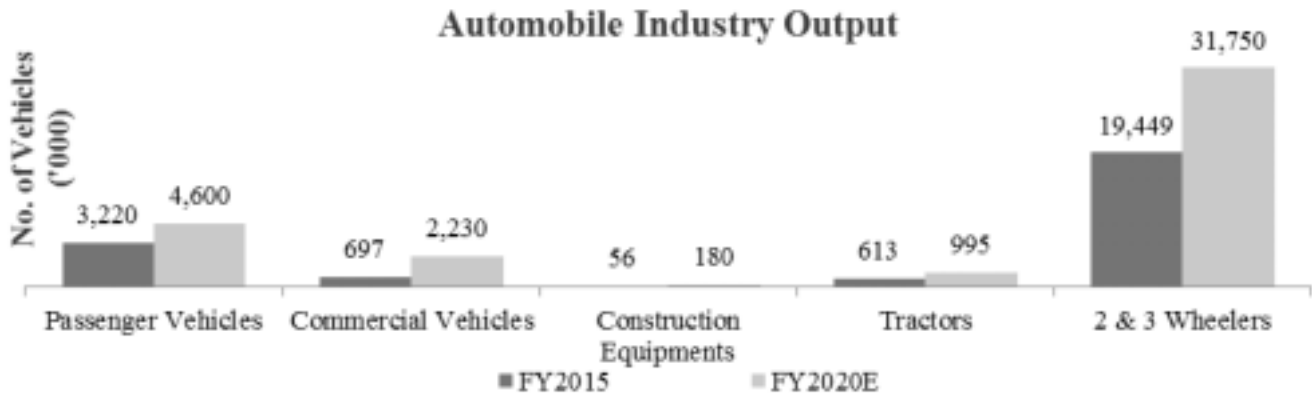
Export Destination for India:



Source: ACMA

4.1 Key Long Term Growth Drivers

- Growth in the Automotive Sector:** Despite the current flat trend in the Indian automotive industry, the long term potential remains intact. India already offers one of the most cost effective manufacturing bases and a high degree of technological advancement to global OEMs, which are expected to continue to increase their investments in India.



Source: SIAM-ACMA-EY Vision 2020 Report (August 2010)

- Exports:** Not only does India offer a low cost manufacturing advantage, increasing investments in technology have made India-made automotive components much more technologically advanced, resulting in growing demand for these products. The substantial depreciation in the Indian Rupee over the last few years has led to further cost advantages for manufacturing automotive parts in India. Besides the cost advantages, growing exports help automotive components manufacturers in offsetting risk of local demand variation and keeping overall costs competitive.

According to IBEF, the Indian automotive components industry is expected to register a turnover of US\$ 115 billion by FY2021 of which exports would be approximately US\$30 billion. A major contributor to this growth is expected to be the government’s Automotive Mission Plan 2016-26, which will drive its ‘Make in India’ campaign. The plan will place a special focus on exports of small cars, multi-utility vehicles (MUVs), two and three wheelers and automotive components.

5. AMTEK AUTO: STRATEGY AND OUTLOOK

Amtek Auto has always been a firm believer in the long term potential of the Indian automotive industry. Our capacity expansions in India, along with those internationally, have underpinned our robust growth over the last decade. However, in the last few years, several macro headwinds have obstructed the growth of the automotive components industry including flagging vehicle sales, increasing capital costs, high interest rates and slowing investments in manufacturing. This slowdown, which still continues to impact the domestic automobile industry, has undermined our capacity expansions and utilizations, and impacted profitability in FY2015.

However, some of Amtek Auto’s customers are now expanding capacities anticipating higher demand in the quarters to come. We expect the recovery to be stronger, driven by both a reforms led macro-economic recovery and increase in the infrastructure spend. An infrastructural recovery will, in turn, lead to increased sales of commercial vehicles and heavy equipment and machinery.

Another important catalyst for the domestic automotive industry, especially over the long term, is the Automotive Mission Plan 2016-26, which will drive the government’s ‘Make in India’ campaign and has set a target of US \$200 billion in turnover for the Indian automotive component industry. This will translate to a growth of 3.5-4.0 times the current industry size of approximately US \$75 billion and place India among the top three automotive industries in the world. The government’s ‘Make in India’ plan has already started to attract additional investments into the country. We believe the much needed infrastructural push in India over the next 10 years will lead to increasingly more demand for commercial vehicles.

A key driver of Amtek Auto’s growth is the expansion of global OEMs in India. Not only are they increasing investments into the country leading to higher car production levels, but are also consolidating their suppliers who can achieve their operational and quality targets. This trend is leading to a consolidation in the automotive ancillary industry with increasingly more opportunities being presented to larger suppliers such as Amtek Auto. We have created additional capacities in forging, aluminium casting and machining which position us well to cater to any increase in demand as the automotive market recovers.

Looking ahead we expect to see increasing demand from our overseas subsidiaries for products which are manufactured only at our India based facilities including for camshafts, crankshafts, cylinder blocks and cast turbo charger housing. These cross selling opportunities are substantial and are expected to yield benefits in the near term. The acquisitions overseas have the potential to generate orders through backward integration for the India manufacturing units. The new acquisitions, in addition, will also provide Amtek Auto with access to state of the art technologies, growth markets, new customers, and several strategic cross selling opportunities. A large percentage of their component purchases will be targeted to be sourced from India. The OEMs are still importing a significant number of critical components such as cast cylinder blocks, cylinder heads, front axle beams and steering knuckles. With India becoming more competitive in the near future in terms of currency, local sourcing of such components has also started to grow.

Amtek Auto has also taken up certain other initiatives to increase its current level of sales and profitability by improving and expanding the product mix, wider product range, quality improvement, up-gradation in technology, and research & development. The Company also continues to focus on cost reduction and rightsizing initiatives, which are expected to deliver results in the quarters to come. The Company's planned multi-pronged market strategy not only focuses on increasing the market share but also expanding the market size itself. We are confident that these initiatives, coupled with the new set of products that are being developed, will help make Amtek Auto much more competitive in the market place.

6. OPPORTUNITIES & STRENGTHS

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

Ramp up of Utilisations: The slowdown in the Indian automotive industry has resulted in a decline in capacity utilisation. As the domestic market recovers and export demand continues to trend upwards, we will be in a position to ramp up utilisations and capture a significant share of this additional demand.

Indian Manufacturing Advantages: Over the past few years, the Indian automobile market has benefitted from an increased focus from various global OEMs who view India as their global manufacturing hub. Lower cost of labour, government support and availability of skilled manpower makes India an attractive manufacturing destination. With many OEMs establishing their facilities in India, it is expected to open significant opportunities for the Indian component makers to supply to these players for their domestic and international demand.

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

High Export Demand: With a focus on cost optimization, OEMs across the world have looked to cost effective countries such as India, for sourcing automotive components and also setting up manufacturing bases for exports of automobiles. This has led to an increase in India-made automotive component exports, both direct and indirect, as parts of an exported automobile.

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

Simplifying Foreign Investment: The Government of India has permitted 100% foreign direct investment (FDI) in the automotive industry through the automatic route. This has encouraged global OEMs to invest in and develop innovative products, technologies and supply chains.

7. RISK AND CONCERNS

Macroeconomic Uncertainty: Given the global nature of Amtek Auto's business, its operations are directly dependent on the general economic conditions, not only in India but across all key global markets. In the recent past, global economic growth has remained volatile and uneven with several key markets facing economic challenges. The Company, on a regular basis, assesses and evaluates the macroeconomic performance in its key markets and takes suitable remedial actions as may be necessary from time to time to mitigate such risks.

Changes in Tax, Tariffs or Fiscal Policies: Imposition of additional taxes and levies designed to limit the use of automobiles

could adversely affect demand for the Company's products. Changes in corporate and other taxation policies, as well as changes in export and other incentives granted by various governments, or import or tariff policies, could also adversely affect the Company's financial results.

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

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

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

Global Competition: With the integration of global automobile supply chains, the automobile components industry has become increasingly competitive with OEMs continuously scanning the market for lower prices and better terms. Even as the Company enjoys strong and long standing relationship with many global OEMs, it continues to invest in newer products and better quality control.

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

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

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

8. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place a strong system of internal controls, commensurate with the nature of its business and the size and complexity of its operations. These systems ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported quickly. The systems are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, plant facilities and key areas of business.

The Risk Management Committee has documented control procedures covering all aspects of key financial and operating functions. The Company's internal control systems provide for:

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

The Audit Committee reviews the effectiveness of internal control systems, and also provides timely updates on operating

effectiveness and controls to senior management team. A CEO and CFO Certificate, forming part of the Corporate Governance Report, confirms the existence and effectiveness of internal controls and reiterates their responsibilities to report deficiencies to the Audit Committee and rectify the same.

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

9. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Amtek Auto's performance in the last financial year is a reflection of the challenges faced by the automotive industry in India and in certain other regions internationally. In FY2015, the consolidated revenues of the Company were Rs. 1,521,346 Lacs, a decline of 3.1% over the previous year.

Consolidated EBITDA for the year decreased by 30.2% to Rs. 240,896 Lacs at a margin of 15.8%. Management remained focused on cost optimisation and value enhancement during this period.

Consolidated loss after tax for FY2015 before minority interest and associate income was Rs. 62,850 Lacs.

10. FINANCIAL CONDITION

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

11. DEBT POSITION

As of September 30, 2015, the Company had consolidated debt of Rs. 1,457,204 Lacs comprising Rs. 941,897 Lacs of long term debt, Rs. 240,825 Lacs of current maturities of long term debt and Rs. 274,482 Lacs of short term borrowings. Cash and cash equivalents stood at Rs. 59,999 Lacs, translating into net debt of Rs. 1,397,205 Lacs. As of September 30, 2015, Amtek Auto had a Net Debt/EBITDA of 5.8x and Debt/Equity of 2.3x.

Amtek Auto is in advanced discussions with existing lenders for the re-alignment of debt obligations to ensure the Company's repayments are better matched with its operating cash flows. After the process has been concluded, Amtek Auto will be in a better position to re-engage with credit rating agencies.

12. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

During the year, the Company delivered value to its customers and investors. This was made possible by the relentless efforts of each and every employee. The Company has developed a robust and diverse talent pipeline which enhances Amtek Auto's organizational capabilities for future readiness, further driving greater employee engagement. Our human resource program is focused on attracting the right talent, providing excellent on the job training opportunities, and finally giving them the growth opportunities consistent with their aspirations. In addition, the trust our employees place in us is evident in our ability to retain key employees and senior executives during a challenging FY2015.

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

During the year under review, the Company maintained a cordial relationship with its workforce. The Directors would like to place on record their appreciation and recognition towards all its employees who continue to exude confidence and commitment toward brand 'Amtek'.

13. STATUTORY COMPLIANCE

The company secretary, as compliance officer, ensures compliances of the SEBI regulations and provisions of the listing agreement. Compliance certificates are obtained from various departments of the Company and the Board is informed of the same at every Board Meeting.

14. CAUTION STATEMENT

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

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

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

Date : 28.11.2015
Place : New Delhi

Sd/-
(ARVIND DHAM)
CHAIRMAN
(DIN NO.-00047217)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
AMTEK AUTO LIMITED
NEW DELHI

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of AMTEK AUTO LIMITED ("the company"), which comprise the balance sheet as at 30th September 2015, the statement of profit and loss & the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The company's board of directors is responsible for the matters specified in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone 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 principles generally accepted in India, including the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of the Standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the company's directors, as well as evaluating the overall presentation of the Standalone financial statements.

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

Opinion

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

- a) in the case of the balance sheet, of the state of affairs of the company as at September 30, 2015;
- b) in the case of the statement of profit and loss, of the **Loss** for the year ended on that date; and
- c) in the case of the cash flow statement, of the cash flow for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in annexure - 1, a statement on the matters specified in paragraph 3 & 4 of the Order.
2. **As required by section 143(3) of the Act, we report that:**
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
 - c) the balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Standalone financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
 - e) On the basis of written representations received from the directors as on 30th September 2015, taken on record by the board of directors, none of the directors is disqualified as on 30th September 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014, in our opinion and to our best of our information and according to the explanations given to us :
 - i) The company has disclosed the impact of pending litigations on its financial position in its Standalone financial statements (Refer to note no- 2.27).
 - ii) The company did not have any long-term contract including derivatives contract for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

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

Sd/-
(Manoj Kumar Agarwal)

Partner
Membership No -76980

Place : New Delhi
Dated : 28th November, 2015

Annexure 1 referred to under paragraph 1 of the Report on Other Legal and Regulatory Requirements of the Auditors' Report

Re: Amtek Auto Limited ('the Company')

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) All the fixed assets have been physically verified by the management during the year. There is a regular program of verification, which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. As per the information/reports submitted by the company, no material discrepancies have been noticed on such verification.
- (ii) (a) We have been informed that the inventory of stores and spares are physically verified during the year by the management on a continuous basis as per program of perpetual inventory. The inventories of other items have been physically verified at the year-end. The frequency of physical verification, in our opinion, is reasonable having regard to the size of the company and nature of its business.
- (b) In our opinion and according to the explanation given to us, the procedures of physical verification of inventory 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 inventory. The discrepancies noticed on verification by the management between the physical stock and book records, though not material, have been properly dealt with in the books of account and are not material.
- (iii) (a) The Company during the year under report, has given granted unsecured loans and advances to its Subsidiaries, associates, joint ventures, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). The balance outstanding as at the end of the year and maximum balance at any time during the year was Rs. 1,22,590.29 lacs and Rs. 1,22,590.29 Lacs respectively.
- (b) In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable and other terms and conditions are not prima-facie prejudicial to the interest of the company.
- (iv) In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the company and nature of its business, with regard to the purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company.
- (v) Since the company has not accepted any deposit from public, the provisions of section 73 to 76 and the rules framed there under with regard to filing of statutory returns as required under these provisions and the relevant rules are not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company and report that prima-facie, the directions specified by the Central Government under sub-section (1) of section 148 of the Companies Act, with regard to maintenance of cost records have been complied with.
- (vii) (a) According to the information and explanations given to us and as per the records of the company, the company has been regular in depositing undisputed statutory dues including provident fund, income tax, wealth tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues with appropriate authorities during the year.
- (b) According to information and explanations given to us and as per our verification of records of the company, the company does not have any dues that have not been deposited on account of any dispute.
- (c) As per the information and explanations given to us and based on the records of the company produced to us, the company does not have any amount that is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Act and the rules made there under.

- (viii) The company does not have accumulated losses as at the end of this financial year and has not incurred cash losses during the current financial year under report and also during the immediately preceding financial year.
- (ix) According to the information and explanations given to us and as per our verification of the records of the company, there had been delays in payment of instalments and Interest of term loan to the bank/financial institution during the year. The amount overdue as on the date of balance sheet was Rs.1,07,544.60 Lacs Principal and Rs.17,061.71 Lacs interest with Average delay of less than 90 Days
- (x) According to the information and explanations given to us, the company has given corporate guarantee of Rs.1,56,300 Lacs for the loans availed by Subsidiaries, associates, joint ventures and other group companies from banks and financial institutions and terms and conditions are not prejudicial to the interests of the company.
- (xi) According to the information and explanations given to us, the term loans availed by the company have been applied for the purpose for which the loans were obtained.
- (xii) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

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

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

Place : New Delhi
Dated : 28th November, 2015

BALANCE SHEET AS AT 30TH SEPTEMBER 2015

(Rupees In Lacs)

Particulars	Note No.	As at 30.09.2015	As at 30.09.2014
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2.1	4,495.11	4,406.36
(b) Reserves and Surplus	2.2	5,04,374.86	5,08,952.45
(2) Non-Current Liabilities			
(a) Long Term Borrowings	2.3	6,03,224.45	5,21,663.96
(b) Deferred Tax Liabilities (Net)	2.4	45,502.12	52,886.53
(c) Other Long Term Liabilities	2.5	12,250.00	-
(d) Long Term Provision	2.6	1,841.77	1,393.60
(3) Current Liabilities			
(a) Short Term Borrowings	2.7	2,08,324.15	1,15,290.05
(b) Trade Payables	2.8	10,157.22	16,169.76
(c) Other Current Liabilities	2.9	2,26,733.49	1,63,127.09
(d) Short term Provisions	2.10	103.24	1,434.63
Total		16,17,006.41	13,85,324.43
II. ASSETS			
(1) Non Current Assets			
(a) Fixed assets			
(i) Tangible Assets	2.11	9,00,555.26	7,67,051.06
(ii) Capital work-in-progress		83,756.46	59,549.03
(b) Non-Current Investments	2.12	1,72,997.76	1,66,557.13
(c) Long Term Loans and Advances	2.13	1,52,837.44	1,48,334.57
(2) Current Assets			
(a) Current Investments	2.14	2,833.56	2,214.39
(b) Inventories	2.15	1,60,607.06	1,05,719.49
(c) Trade Receivables	2.16	90,449.91	87,564.22
(d) Cash and Cash Equivalents	2.17	7,811.94	22,329.09
(e) Short Term Loans and Advances	2.18	45,055.10	25,938.13
(f) Other Current Assets	2.19	101.92	67.32
Total		16,17,006.41	13,85,324.43

Significant Accounting Policies & Notes on Financial Statement 1 to 2.32

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & Associates

Chartered Accountants

ICAI Firm Regd. No. 009195C

Sd/-

(MANOJ KUMAR AGARWAL)

Partner

Membership No. - 76980

Place : New Delhi

Dated : 28th November, 2015

Sd/-

JOHN ERNEST FLINTHAM

Vice Chairman & Managing Director

Sd/-

VINOD UPPAL

Chief Financial Officer

Sd/-

D.S. MALIK

Managing Director

Sd/-

RAJEEV RAJ KUMAR

Company Secretary

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 30TH SEPTEMBER, 2015

(Rupees in Lacs)

Particulars	Note No.	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
I. Revenue			
Revenue from Operations	2.20	3,74,081.74	3,95,068.34
Other Income	2.21	3,296.45	4,901.61
II. Total Revenue		3,77,378.19	3,99,969.95
III. Expenses:			
Cost of Materials Consumed	2.22	2,96,185.97	2,36,822.84
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.23	(58,387.32)	(3,307.72)
Employee benefits expense	2.24	13,825.86	14,680.24
Finance costs	2.24	77,454.32	42,911.05
Depreciation and Amortization of Expenses	2.24	52,513.78	32,903.26
Other Expenses	2.24	30,187.44	28,757.26
Total Expenses		4,11,780.05	3,52,766.93
IV. Profit before exceptional and tax (II-III)		(34,401.86)	47,203.02
V. Exceptional Items (Income)/Expense		(15,679.83)	-
VI Profit before tax (IV - V)		(18,722.03)	47,203.02
VII. Tax expense:			
(1) Current tax		-	9,779.18
(2) Deferred tax		(7,163.27)	14,867.46
(3) Credit for MAT Entitlement			(9,779.18)
Total Tax Expense		(7,163.27)	14,867.46
VIII. Profit /(Loss) for the year (VI-VII)		(11,558.76)	32,335.56
IX. Earning per equity share:	2.30		
(1) Basic before extraordinary item		(5.24)	14.78
(2) Diluted before extraordinary item		(5.24)	14.72
(1) Basic after extraordinary item		(5.24)	14.78
(2) Diluted after extraordinary item		(5.24)	14.72

Significant Accounting Policies & Notes on Financial Statement 1 to 2.32

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & Associates

Chartered Accountants

ICAI Firm Regd. No. 009195C

Sd/-

(MANOJ KUMAR AGARWAL)

Partner

Membership No. - 76980

Sd/-

JOHN ERNEST FLINTHAM

Vice Chairman & Managing Director

Sd/-

VINOD UPPAL

Chief Financial Officer

Sd/-

D.S. MALIK

Managing Director

Sd/-

RAJEEV RAJ KUMAR

Company Secretary

Place : New Delhi

Dated : 28th November, 2015

Cash Flow Statement for the Year ended 30th September, 2015

(Rupees in Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
CASH FLOW FROM OPERATING ACTIVITIES:		
Profit as per Profit & Loss Account (PBT)	(18,722.03)	47,203.02
Add: Depreciation & Amortization	52,513.78	32,903.26
Add: Financial Exp.	77,454.32	42,911.05
Loss/(Gain) on sale of fixed assets (net)	(615.36)	(496.94)
Loss/(Gain) on sale of Investments (net)	(20,713.42)	(334.55)
Dividend Income	(539.17)	(547.71)
Interest Received & Other Income	(2,068.62)	(3,522.41)
Operating Profit before Working Capital Changes	87,309.50	1,18,115.72
Change in Current/Non Current Assets & Liabilities		
(Increase)/Decrease in Inventories	(54,887.57)	(35,356.53)
(Increase)/Decrease in Other Receivables	(34.60)	112.04
(Increase)/Decrease in Trade Receivables	(2,885.69)	(24,623.88)
(Increase)/Decrease in Short Term Loans & Advances	(18,116.97)	2,805.77
Increase/(Decrease) in Current/Non Current Liabilities	75,055.72	60,648.61
Cash Generation by Operations	86,440.39	1,21,701.73
Cash From Operating Activities	86,440.39	1,21,701.73
Direct Tax Paid	(1,000.00)	(9,779.18)
Net Cash From Operating Activities	A	1,11,922.55
CASH FLOW FROM INVESTING ACTIVITIES		
Addition to fixed assets	(1,90,364.60)	(1,87,011.41)
Capital work in progress & Long term Loans & Advances	(10,464.40)	(8,346.33)
Proceeds from sale of fixed assets	4,311.38	4,459.40
Purchase of investments (Net)	13,653.62	12,637.51
Interest Received & Other Income	2,068.62	3,522.41
Dividend Received	539.17	547.71
Net Cash from Investing activities	B	(1,74,190.71)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Share capital/(Buy Back)/FCCB Conversion	88.75	33.89
Share Premium Received on issue of share capital/FCCB Conversion	7,410.63	2,480.28
Proceeds from new borrowings (Net)	1,21,791.37	60,958.65
Proceeds from Loan from Promoters	12,250.00	-
Finance Charges Paid	(59,966.72)	(41,920.39)
Payment of Dividend & tax thereon	(1,275.36)	(1,199.77)
Net Cash from financing activities	C	20,352.66
Net cash flows during the year (A+B+C)	(14,517.15)	(41,915.50)
Cash & cash equivalents (opening balance)	22,329.09	64,244.59
Cash & cash equivalents (closing balance)	7,811.94	22,329.09

NOTES TO CASH FLOW STATEMENT

- The above statement has been prepared under indirect method except in case of dividend which has been considered on the basis of actual movement of cash with corresponding adjustments of assets and liabilities.
- Cash & Cash Equivalents include cash & bank balances only.
- Previous year figures have been regrouped/ recast wherever considered necessary.
- The Closing Cash Balance includes Rs. 1,700.37 Lacs (Previous year Rs. 1,394.13 Lacs) as margin money against Bank Guarantees's/Letter of credit etc. and earmarked Balances.

We have examined the above cash flow statement of Amtek Auto Limited for the year ended 30th September, 2015 and verify that it has been derived from the audited accounts (and underlying records) of the company reported on by us as per our report.

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & AssociatesChartered Accountants
ICAI Firm Regd. No. 009195CSd/-
(MANOJ KUMAR AGARWAL)
Partner
Membership No. - 76980Place : New Delhi
Dated : 28th November, 2015Sd/-
JOHN ERNEST FLINTHAM
Vice Chairman & Managing DirectorSd/-
VINOD UPPAL
Chief Financial OfficerSd/-
D.S. MALIK
Managing DirectorSd/-
RAJEEV RAJ KUMAR
Company Secretary

**Note No. 1 : SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS
(ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 30TH SEPTEMBER, 2015)****I. SIGNIFICANT ACCOUNTING POLICIES****A. BASIS OF ACCOUNTING**

These accounts are prepared under historical cost convention, on a going concern basis and on accrual basis and are in compliance with the accounting standards notified under section 133 of the Companies Act, 2013 and the relevant provisions thereof.

B. REVENUE RECOGNITION

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

C. FIXED ASSETS

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

D. DEPRECIATION

Depreciation on fixed assets is provided on "Straight Line Method" (SLM) as per useful life method prescribed under Part C of Schedule II of the Companies Act, 2013. Depreciation on additions / deductions to Fixed Assets is provided on pro-rata basis from the date of actual installation or up to the date of such sale / disposal, as the case may be. The residual value of the asset has been taken to be 5 percent of the original cost of the asset.

E. INVENTORIES

Raw Materials, Stores, Spares & dies, Goods under process and Finished Goods are valued at cost or Net Realizable Value, whichever is lower. Waste and Scrap is valued at Net Realizable Value.

Cost of inventories of Raw Materials and Stores and Spares is ascertained on FIFO Basis.

Cost of goods under process and finished goods comprise of cost of materials, production overhead and depreciation on plant and machinery. Cost of material for this purpose is ascertained on First in First out basis.

Provision for obsolescence in inventories is made, whenever required.

F. INVESTMENT

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

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

G. FOREIGN CURRENCY TRANSACTIONS

- a) The working capital loans are revalued at exchange rates prevailing at the year end. Exchange differences arising on such revaluation are duly recognized in the Profit & Loss Account.
- b) In case of forward exchange contracts to repay working capital loans, the difference between the forward rate and the exchange rate at the date of transaction is recognized as income or expenses over the life of the contract.
- c) Debtors and working capital loans in foreign currency are revalued at the year end exchange rates. Exchange differences arising on such revaluation are recognized in Profit & Loss Account.
- d) Exchange differences arising on revaluation of foreign currency loans relating to acquisition of fixed assets from outside India are adjusted against relevant fixed assets.

H. EXCISE DUTY

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

I. EMPLOYEES' RETIREMENT BENEFITS

- a) The liability for superannuation/pension Gratuity & Leave Encashment is accounted for on the basis of actuarial valuation in accordance with Accounting Standards -15 (Revised) notified by the Institute of Chartered Accountants of India.
- b) Retirement benefits in the form of Provident Fund and Superannuation / Pension Schemes are charged to the Profit and Loss Account for the year when the contribution to the respective funds is due.

J. RESEARCH AND DEVELOPMENT

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

K. BORROWING COST

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

L. TAXATION

- a) Provision for Taxation is made on the basis of the taxable profits computed for the current accounting year (reporting year) in accordance with Income Tax Act, 1961.
- b) Deferred Tax is recognized, subject to consideration of prudence, on timing difference, being difference between taxable income and accounting income / expenditure that originate in one period and are capable of reversal in one or subsequent year(s). Deferred taxes are reviewed for their carrying value at each balance sheet date.

M. IMPAIRMENT OF ASSETS

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

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

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

Place : New Delhi
Dated : 28th November, 2015

NOTE NO : 2 NOTES TO ACCOUNTS

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

Note No : 2.1 SHARE CAPITAL

(Rupees In Lacs)

Particulars	As At	As At
	30.09.2015	30.09.2014
Authorized		
Equity Shares, Rs. 2/- Par Value		
40,00,00,000 (40,00,00,000) Equity Shares	8,000.00	8,000.00
Preference Shares, Rs. 100/- Par Value		
35,00,00,000 (35,00,00,000) Preference Shares	3,500.00	3,500.00
Total	11,500.00	11,500.00
Issued, Subscribed and Paid - Up		
Equity Shares, Rs. 2/- Par Value		
22,47,55,428 (22,03,17,928) Equity Shares, fully paid up	4,495.11	4,406.36
Total	4,495.11	4,406.36

Note No : 2.1.1 The reconciliation of the number of shares outstanding and the amount of share capital as at 30.09.2015 and 30.09.2014 is set out below:

(Rupees In Lacs)

Particulars	As at 30.09.2015		As at 30.09.2014	
	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	22,03,17,928	4,406.36	21,86,23,745	4,372.47
Add: Shares Issued	44,37,500	88.75	16,94,183	33.89
Number of Shares at the end	22,47,55,428	4,495.11	22,03,17,928	4,406.36

Note: During the year the Company has made preferential allotment of 44,37,500 Equity shares, In previous year 16,94,183 shares was issued by virtue of FCCB Conversion.

Note No: 2.1.2 Rights, preferences and restrictions attached to Shares

Equity Shares: The Company currently has Issued equity shares having a par value of Rs 2/- per share. Each shareholder is eligible to one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note No : 2.1.3 Details of shares bought back, during the last five years.

Nature	30.09.2014	30.06.2013	30.06.2012	30.06.2011	30.06.2010
Equity Shares	Nil	19,23,999	1,26,26,001	Nil	Nil

Note No : 2.1.4 Details of Persons Holding more than 5% Share Capital

Particulars	As at 30.09.2015		As at 30.09.2014	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Forbes Builders Pvt. Ltd.	1,78,59,895	7.95%	1,78,59,895	8.11%
Turjo Arts Pvt. Ltd.	1,58,68,390	7.06%	1,58,68,390	7.20%
Amtek Laboratories Ltd.	1,64,90,895	7.34%	1,56,03,395	7.08%
Shivani Horticulture Pvt Ltd	1,52,79,576	6.80%	1,52,79,576	6.94%
Aisa International Pvt. Ltd.	1,26,60,000	5.63%	91,10,000	4.13%

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

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

Particulars		As At 30.09.2015	As At 30.09.2014
Capital Reserve			
Opening Balance as on 01.10.2014		15,633.67	15,633.67
Add: Addition during the year			-
Closing Balance as on 30.09.2015	(A)	15,633.67	15,633.67
Securities Premium Reserve			
Opening Balance as on 01.10.2014		281,106.39	2,78,626.11
Add: Addition during the year		7,410.63	2,480.28
Closing Balance as on 30.09.2015	(B)	288,517.02	2,81,106.39
Debenture Redemption Reserve			
Opening Balance as on 01.10.2014		45,466.00	43,666.00
Add: Transfer from Profit & Loss Account			1,800.00
Closing Balance as on 30.09.2015	(C)	45,466.00	45,466.00
Investment Allowance Reserve			
Opening Balance as on 01.10.2014		54.68	54.68
Add: Transfer from Profit & Loss Account		-	-
Closing Balance as on 30.09.2015	(D)	54.68	54.68
Capital Subsidy Reserve			
Opening Balance as on 01.10.2014		25.50	25.50
Add: Transfer from Profit & Loss Account		-	-
Closing Balance as on 30.09.2015	(E)	25.50	25.50

General Reserve		
Opening Balance as on 01.10.2014	140,000.00	1,13,348.00
Add: Transfer from Profit & Loss Account	–	26,652.00
Less : Transition impact on depreciation*	429.46	–
Closing Balance as on 30.09.2015	(F) 1,39,570.54	1,40,000.00
Profit & Loss Account		
Opening Surplus as on 01.10.2014	26,666.21	24,058.01
Add: Transfer from Statement of Profit & Loss	(11,558.76)	32,335.56
	15,107.45	56,393.57
Appropriations		
Transfer to General Reserve	–	(26,652.00)
Transfer to Debenture Redemption Reserve Account	–	(1,800.00)
Proposed Dividend on Equity Capital	–	(1,101.59)
Corporate Dividend Tax on Proposed Dividend	–	(168.69)
Dividend & Tax (not appropriated in previous period)	–	(5.08)
Closing Balance as on 30.09.2015	(G) 15,107.45	26,666.21
Total (A+B+C+D+E+F+G)	5,04,374.86	5,08,952.45

* Transition impact on depreciation due to change in method of depreciation as per schedule II of the Companies Act, 2013 (Net of Deferred Tax)

Note No : 2.3 LONG TERM BORROWINGS (Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
SECURED LOANS		
Bonds / Debentures		
Secured Redeemable Non-Convertible Debentures		
(I) 11.25% Non-Convertible Debentures	15,000.00	20,000.00
(II) 11.50% Non-Convertible Debentures	4,800.00	6,400.00
(III) 10.00% Non-Convertible Debentures	16,000.00	20,000.00
(IV) 10.50% Non-Convertible Debentures	53,170.00	–
Term Loan		
- From Banks & Financial Institutions	2,37,360.91	2,76,046.97
External Commercial Borrowings	2,03,799.58	1,91,001.85
Foreign Currency Loan from Bank & Financial Institutions	62,454.71	–
Total Secured Loan (A)	5,92,585.20	5,13,448.82
UNSECURED LOANS		
- From Banks & Financial Institutions	6,256.10	–
- External Commercial Borrowings	4,383.15	8,215.14
Total Unsecured Loan (B)	10,639.25	8,215.14
Total Long Term Borrowings (A + B)	6,03,224.45	5,21,663.96

Particulars of Securities:-

Term Debts from Financial Institutions/Banks are secured by way of mortgage of company's all Immovable Properties ranking pari passu interse and hypothecation of whole of the Company's Movable Properties including Plant & Machinery, Machinery spares, tools and accessories and personal guarantee of one of the directors of the company.

Maturity Profile:

- A) Non Convertible Debentures are within the interest ranging between 10% to 11.50% and are repayable in next 5 years up to the financial year 2019-2020.
- B) Term Loans from Banks and financial Institutions are within the interest band of 1% to 3.50 % over and above the base rate and are repayable in quarterly installments up to the financial year 2024-2025.
- C) Foreign Currency Loan\External Commercial Borrowings carry interest between 3% to 4.25 % over and above LIBOR and are repayable in next 5 years up to the financial year 2019-2020.

Note No : 2.4 DEFERRED TAX LIABILITIES (NET)**(Rupees In Lacs)**

Particulars	As At 30.09.2015	As At 30.09.2014
Deferred Tax Liabilities		
On account of depreciation of Fixed Assets*	75,323.81	53,483.92
Deferred Tax Assets		
On account of Amortisation of expenses	(29,821.69)	(597.39)
Total Deferred Tax Liability	45,502.12	52,886.53

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

*Net Impact of Rs. 221.14 lacs arising out of adjustment of WDV as on 1.10.2014 due to change in useful life of fixed assets as per scheduled II of Companies Act, 2013.

Note No : 2.5 OTHER LONG TERM LIABILITIES**(Rupees In Lacs)**

Particulars	As At 30.09.2015	As At 30.09.2014
UNSECURED LOANS		
Loan From Promoters	12,250.00	-
Total	12,250.00	-

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

Particulars	As At 30.09.2015	As At 30.09.2014
Provision for Employee Benefits		
Gratuity	1,133.77	761.23
Leave Encashment	708.00	632.37
Total	1,841.77	1,393.60

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

Particulars	As At 30.09.2015	As At 30.09.2014
SECURED/UNSECURED LOANS		
Bank Borrowings for Working Capital		
– From Banks & Financial Institutions	1,74,174.24	1,15,290.05
Short Term Corporate Loan		
– From Banks & Financial Institutions	2,500.00	–
Total Secured Loan (A)	1,76,674.24	1,15,290.05
UNSECURED LOANS		
– From Banks & Financial Institutions	1,805.00	–
– Foreign Currency Loans from Banks & Financial Institutions	29,844.91	–
Total Unsecured Loan (B)	31,649.91	–
Total Short Term Borrowings (A+B)	2,08,324.15	1,15,290.05

Particulars of Security

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

Corporate Loan of Rs. 2500 Lacs is secured by way of subservient charge on entire fixed assets of the company and pledge of Shares of one of the Associate Company viz. Castex Technologies Limited Company held as an Investment.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Trade Payables*	6,146.65	14,985.67
Bills Payable	2,494.64	487.17
Advance from Customers	1,515.93	696.92
Total	10,157.22	16,169.76

*Trade payable includes amount of Rs. 325.59 Lacs payable (Previous period 246.99) to small & medium enterprises.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Current Maturities of Long Term Debts	91,915.43	1,40,983.26
Installment of Long Term Debt due, but not paid	18,919.28	–
Instaument of ECB due but not paid	8,765.33	–
Debentures matured and remaining unpaid	79,860.00	–
Interest Accrued & due on borrowings	17,061.71	–
Interest Accrued but not due on borrowings	5,517.55	5,091.66
Unclaimed Dividend	15.10	11.40
Expenses Payable	1,975.65	1,729.13
Other Liabilities*	2,703.44	15,311.64
Total	2,26,733.49	1,63,127.09

*Other liabilities includes capital goods creditors & other short terms liabilities.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Proposed Dividend	-	1,101.59
Corporate Dividend Tax	-	173.77
Provisions for Employee Benefits		
- Leave Encashment	37.10	49.29
- Gratuity	66.14	62.11
- Provisions for bonus & exgratia	-	47.87
Total	103.24	1,434.63

Note No:- 2.11 Fixed Assets**(Rupees in Lacs)**

Particulars	Gross Block				Depreciation					Net Block	
	Opening Balance	Additions During the year	Sale/Transfer During the year	As at 30th Sept. - 2015	Upto 30th Sept. - 2014	Provided During the year	Additional Dep. Due to transition	Written Back During the year	Upto 30th Sept. - 2015	As at 30th Sept. - 2015	As at 30th Sept. - 2014
(A) Tangible Assets											
Land & Site Development	18,621.00	-	-	18,621.00	-	-	-	-	-	18,621.00	18,621.00
Building	35,378.99	3,863.92	44.31	39,198.60	4,473.99	1,144.53	-	16.06	5,602.46	33,596.14	30,905.00
Plant and Equipment	854,537.84	184,165.95	6,570.16	1,032,133.63	145,950.55	49,832.32	650.60	3,211.92	193,221.55	838,912.08	708,587.29
Electric Installation	4,319.73	926.73	137.84	5,108.62	1,124.04	421.26	-	40.78	1,504.52	3,604.10	3,195.69
Furnitures & Fixtures	2,349.85	504.13	80.74	2,773.24	483.31	295.33	-	52.71	725.93	2,047.31	1,866.54
Vehicles	2,865.05	76.08	95.18	2,845.95	655.03	314.63	-	57.94	911.72	1,934.23	2,210.02
Office Equipment	3,299.22	827.79	250.86	3,876.15	1,633.70	505.71	-	103.66	2,035.75	1,840.40	1,665.52
TOTAL (A) Current Year	921,371.68	190,364.60	7,179.09	1,104,557.19	154,320.62	52,513.78	650.60	3,483.07	204,001.93	900,555.26	767,051.06
Previous Year	738,688.11	187,011.41	4,327.84	921,371.68	121,782.74	32,903.26	-	365.38	154,320.62	767,051.06	
(B) Capital Work in Progress	-	-	-	-	-	-	-	-	-	83,756.46	59,549.03
TOTAL (B)	-	-	-	-	-	-	-	-	-	83,756.46	59,549.03

* Pursuant to the enactment of Companies Act, 2013 (The Act), the Company has reworked Depreciation with reference to the estimated useful lives of the fixed assets prescribed under Schedule II to the Act or useful life of fixed asset as per the management estimate and history of usage, the Company has retained useful life of certain categories of Plant and Machinery, which is higher than the useful life as indicated in schedule II owing to aforementioned change in estimate. (Except for certain categories of Plant and Machinery where the earlier useful life is retained.) Further based on the transitional provision in note 7(b) of schedule II, an amount of Rs. 429.46 Lacs (Net of deferred tax) has been adjusted against the retained earnings.

Note No : 2.12 NON-CURRENT INVESTMENTS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Investment in Equity Instrument		
Quoted-Long Term Trade at Cost in Domestic Subsidiary		
16,82,06,100 (18,07,06,100) Equity Shares of JMT Auto Ltd. of Rs. 2/- each Representing 66.77% (71.73%) of Equity Shares capital of subsidiary	14,305.14	15,368.20
Unquoted-Long Term Trade at Cost in Domestic Subsidiaries		
49,994 (49,994) Equity Shares of Amtek Transportation Systems Ltd. of Rs.10/- each Representing 100% (100%) of Equity Shares capital of subsidiary	5.00	5.00
35,000 (35,000) Equity Shares of Alliance Hydro Power Ltd. of Rs.10/- each Representing 70% (70%) of Equity Shares capital of subsidiary	3.50	3.50
Nil (49,993) Equity Shares of Amtek Defence Technologies Pvt. Ltd. of Rs.10/- each Representing 0% (100%) of Equity Shares capital of subsidiary	–	5.00
Unquoted-Long Term Trade at Cost in Overseas Subsidiaries		
2,20,00,000 (2,20,00,000) Equity Shares of Amtek Investments (UK) Ltd. of UK £ 1 each Representing 100% (100%) of Equity Shares capital of subsidiary	16,569.23	16,569.23
25,000 (25,000) Equity Shares of Amtek Duetschland GmbH of Euro 1 each Representing 100% (100%) of Equity Shares capital of subsidiary	1,883.30	1,883.30
Amtek Germany Holding GmbH & Co. KG Representing 100% (100%) Holding capital of subsidiary	0.80	0.80
25,000 (25,000) Equity Shares of Amtek Germany Holding GP GmbH of Euro 1 each Representing 100% (100%) Holding capital of subsidiary	20.01	20.01
157 (1) Equity Share of Amtek Global Technologies Pte. Ltd. of SGD 1 each Representing 78.50% (100%)of Equity Shares capital of subsidiary	0.07	–
100 (Nil) Equity Share of Amtek Precision Engineering Pte. Ltd. of SGD 1 each Representing 100% (0%)of Equity Shares capital of subsidiary	0.04	–
10 (Nil) Equity Share of Amtek Engineering Solutions Pte. Ltd. of SGD 1 each Representing 100% (0%)of Equity Shares capital of subsidiary	–	–
10,000 (Nil) Amtek Integrated Solutions Pte. Ltd. of SGD 1 each Representing 99.9% (0%)of Equity Shares capital of subsidiary	4.72	–
7,000 (7,000) Equity Shares of Amtek Holding B.V. of Euro 1 each Representing 100% (100%) of Equity Shares capital of subsidiary	121.54	121.54
Unquoted-Long Term Trade at Cost in Overseas Company		
115 (Nil) Equity Share of AWTL Technologies Pte. Ltd. of SGD 1 each Representing 10.22% (0%)of Equity Shares capital of overseas company	0.06	–
Unquoted-Long Term Trade at Cost in Joint Ventures		
1,66,19,658 (1,66,19,658) Equity shares of MPT Amtek Automotive India Ltd. of Rs.10/- each Representing 50% (50%) of Equity Shares capital of joint venture	3,215.24	3,215.24
25,09,500 (25,09,500) Equity shares of SMI Amtek Crankshaft Pvt. Ltd. of Rs.10/- each Representing 50% (50%) of Equity Shares capital of joint venture	5,005.00	5,005.00

Quoted-Long Term Trade at Cost in Domestic Associates

1,81,04,492 (2,38,04,492) Equity Shares of Metalyst Forgings Limited formerly known as Ahmednagar Forgings Limited of Rs. 10/- each Representing 49.26% (64.77%) of Equity Shares capital of associate 10,157.54 13,355.81

13,61,76,272 (19,76,76,272) Equity Shares of Castex Technologies Ltd. Formerly Known as Amtek India Ltd. of Rs. 2/- each Representing 36.01% (71.12%) of Equity Shares capital of associate 57,747.40 83,823.40

Unquoted-Long Term Trade at Cost in Domestic Associates

86,15,554 (86,15,554) Equity shares of ARGL Limited formerly known as Amtek Ring Gears Ltd of Rs. 10/- each. Representing 42.07% (42.07%) of Equity Shares capital of associate 10,334.21 10,334.21

65,65,816 (65,65,816) Equity shares of ACIL Limited formerly known as Amtek Crank Shafts India Ltd. of Rs. 10/- each Representing 43.99% (43.99%) of Equity Shares capital of associate 10,441.89 10,441.89

Nil (3,04,67,917) Equity Shares of Amtek Tekfor Automotive Ltd. of Rs 10/-each Representing 0% (50%) of Equity Shares capital of associate – 3,046.79

Unquoted-Long Term Trade at Cost in Domestic Company

18,85,000 (18,85,000) Equity shares of Garima Buildprop Pvt Ltd of Rs.10/- each 188.50 188.50

2,47,070 (2,47,070) Equity shares of Brassco Estates Pvt Ltd of Rs.10/- each 24.71 24.71

56,34,554 (Nil) Equity Shares of Blaze Spare Parts (P) Ltd. of Rs.10/- each 5,634.55 –

56,34,554 (Nil) Equity Shares Gagandeep Steel & Alloys (P) Ltd. of Rs.10/- each 5,634.56 –

56,34,554 (Nil) Equity Shares Aaron Steel & Alloys (P) Ltd. of Rs.10/- each 5,634.55 –

55,44,554 (Nil) Equity Shares Neelmani Engine Components (P) Ltd. of Rs. 10/-each 5,544.55 –

48,56,431 (Nil) Equity Shares Asta Motorcycles & Scooter India Ltd. of Rs. 10/-each 4,146.12 –

54,80,562 (Nil) Equity Shares Domain Steel & Alloys (P) Ltd. of Rs. 10/- each 5,480.57 –

Investment in Preference Instrument**Unquoted-Long Term Trade at Cost in Domestic Associates**

13,42,280 (Nil) Preference Shares of Metalyst Forgings Limited formerly known as Ahmednagar Forgings Limited of Rs. 10/- each 3,999.99 –

6,67,935 (Nil) Preference shares of ARGL Limited formerly known as Amtek Ring Gears Ltd of Rs. 10/- each. 1,749.99 –

4,83,088 (Nil) Preference shares of ACIL Limited formerly known as Amtek Crank Shafts India Ltd. of Rs. 10/- each 1,999.98 –

Unquoted-Long Term Trade at Cost in Joint Ventures

0.01% 26,95,000 (0.01% 26,95,000) Preference shares of SMI Amtek Crankshaft Pvt. Ltd. of Rs.100/- each Representing 50% (50%) of Preference Shares capital of joint venture 2,695.00 2,695.00

Unquoted-Long Term Trade at Cost in Domestic Company

4,50,000 (4,50,000) Preference Shares of Jyoti Structures Ltd. of Rs.100/- each 450.00 450.00

Total**1,72,997.76****1,66,557.13**

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Aggregate Value of Quoted Investments	82,210.08	1,12,547.41
Aggregate Value of Unquoted Investments	90,787.66	54,009.72
Market Value of Quoted Investments	129,194.81	3,29,659.01

Note: Out of the above shares, 8,15,24,800 Equity Shares of Castex Technologies Ltd have been pledged to Banks for securing short term Corporate Loan for the Company and others.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Long Term Loans and Advances*		
Unsecured, Considered Good	1,51,809.75	1,47,372.00
Security Deposits		
Unsecured, Considered Good	1,027.69	962.57
Total	1,52,837.44	1,48,334.57

*Includes loans to related parties, capital advances & other long term advances.

Note No : 2.14 CURRENT INVESTMENTS (Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Investment in Equity Instrument		
Quoted		
7,014 (7,014) Equity Shares of Rs.10/- each of Dena Bank*	1.89	1.89
Investments in Mutual Funds/Bonds/Others**	2,831.67	2,212.50
Total	2,833.56	2,214.39

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Aggregate value of quoted investments	2,833.56	2,214.39
* Market value of quoted investments	2.78	4.06

**Market value of Mutual Fund/Bonds others is not available.

Note No : 2.15 INVENTORIES (AS CERTIFIED BY THE MANAGEMENT)* (Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Raw Material	53,564.91	63,454.50
Work in Progress	81,742.24	24,814.19
Finished Goods	7,053.33	5,635.27
Stores, Spares & Dies	18,126.91	11,737.07
Others	119.67	78.46
Total	160,607.06	1,05,719.49

*See Note No. 1 - Clause 'E' for Accounting Policy on valuation of inventories.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Unsecured considered good		
Outstanding for a period exceeding Six months from the date they are due for Payment	6,784.33	6,324.20
Others	83,665.58	81,240.02
Total	90,449.91	87,564.22

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

Particulars	As At 30.09.2015	As At 30.09.2014
Cash On Hand	34.03	101.60
Balance with scheduled Banks		
– Current Accounts	5,214.86	10,924.46
– Fixed Deposits (Maturing within 12 Months)	862.68	9,908.90
– Fixed Deposits (held as margin money against Letter of Credits/Bank Guarantees etc.)	1,682.53	1,379.98
Earmarked Balance		
Unpaid Dividend Account	17.84	14.15
Total	7,811.94	22,329.09

* Cash and cash equivalents, as on 30th September 2015 includes restricted bank balances of Rs. 1,700.37 Lacs (Rs. 1,394.13 Lacs.) The restriction is primarily on account of cash and bank balances held as margin money deposited against guarantee/LC's issued by banks and earmarked Balances.

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

Particulars	As At 30.09.2015	As At 30.09.2014
Loans & Advances*		
Unsecured, Considered Good :	31,782.22	12,665.25
MAT Credit Entitlement	13,272.88	13,272.88
Total	45,055.10	25,938.13

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

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

Particulars	As At 30.09.2015	As At 30.09.2014
Interest accrued on deposits but not due	101.92	67.32
Total	101.92	67.32

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Sales of Products	360,850.76	3,70,461.31
Other Sales & Services	13,275.98	24,607.03
Total	374,081.74	3,95,068.34

Note No:- Sales include component bought & sold, direct export and indirect export.

Note No : 2.21 OTHER INCOME**(Rupees In Lacs)**

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Interest Received (Including TDS of Rs. 66.21 Lacs, previous year Rs. 172.34 lacs)	662.17	1,723.46
Dividend Income	539.17	547.71
Net Gain on Investments	73.30	334.55
Net Gain on Foreign currency transaction	79.38	–
Profit On Sale of Fixed Assets (Net)	615.36	496.94
Other Non Operating Income	1,327.07	1,798.95
Total	3,296.45	4,901.61

Note No : 2.22 COST OF MATERIALS CONSUMED**(Rupees In Lacs)**

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Opening Stock of Raw Material	63,454.50	35,998.65
Add : Purchases of Raw Material*	286,296.38	2,64,278.69
	349,750.88	3,00,277.34
Less : Closing Stock of Raw Material	53,564.91	63,454.50
Total	296,185.97	2,36,822.84

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

Note No : 2.22.1 IMPORTED AND INDIGENOUS RAW MATERIAL**(Rupees In Lacs)**

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
	Amount (% of Total Consumption of Raw Material)	Amount (% of Total Consumption of Raw Material)
Raw material		
Consumption of imported Raw materials (Percentage of Consumption of Raw Materials)	1,819.75 0.61%	742.69 0.31%
Consumption of similar domestic Raw materials (Percentage of Consumption of Raw Materials)	2,94,366.22 99.39%	2,36,080.15 99.69%
Total Consumption of Raw material	296,185.97	2,36,822.84

Note No : 2.23 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE
 (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Opening Stock as on 01-10-2014		
- Work in Progress	24,814.19	24,221.53
- Finished Goods	5,635.27	2,970.18
- Others	78.46	28.49
Total Opening stock	30,527.92	27,220.20
Less : Closing Stock as on 30-09.2015		
- Work in Progress	81,742.24	24,814.19
- Finished Goods	7,053.33	5,635.27
- Others	119.67	78.46
Total Closing stock	88,915.24	30,527.92
Net (Increase)/ Decrease in Inventories	(58,387.32)	(3,307.72)

Note No : 2.24 EXPENSES
Employee Benefits Expenses (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Salaries & Wages	12,004.37	12,530.31
Contribution to provident & others funds	1,308.14	1,440.02
Staff Welfare Expenses	513.35	709.91
Total	13,825.86	14,680.24

Finance Costs (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Interest Expense	77,381.51	42,821.67
Other Borrowing Costs	72.81	89.38
Total	77,454.32	42,911.05

Depreciation and Amortisation Expenses (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Depreciation	52,513.78	32,903.26
Total	52,513.78	32,903.26

Other Expenses

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
A) Manufacturing Expenses		
Consumption of Stores & spares parts	7,990.71	6,395.78
Power & Fuel	6,350.06	6,591.93
Testing Fees & Inspection Charges	143.58	198.39
Freight Inwards	2,019.96	2,501.86
Repairs to Plant & Machinery	542.59	675.68
Total Manufacturing Expenses (A)	17,046.90	16,363.64
B) Administrative & Selling Expenses		
Advertisement & Publicity	88.02	58.75
Auditor's Remuneration	22.00	22.00
Bank Charges	1,371.24	1,118.87
Books & Periodicals	3.74	6.24
Business Promotion Expenses	336.91	170.65
Charity & Donation	22.79	27.74
Directors Remuneration & Perquisites	282.30	252.64
Exchange Fluctuation Loss	-	541.42
Insurance Charges	618.41	436.51
Legal & Professional	996.75	711.54
Miscellaneous Expenses	-	6.86
Office and Factory Expenses	1,147.11	1,059.73
Printing & Stationery	120.05	172.13
Rate, Fee & Taxes	290.09	258.99
Rate, Fee & Taxes (Excise duty on closing Stock)	185.15	329.41
Recruitment and Training	6.06	41.01
Rent	1,026.32	975.43
Repairs & Maintenance		
- Building	303.05	291.07
- Others	893.97	708.59
Running & Maintenance of Vehicle	297.28	331.53
Subscription & Membership Fees	63.81	95.41
Telephone, Communication and Postage Expenses	534.32	543.74
Travelling & Conveyance	1,655.11	1,503.10
Watch & Ward	454.30	473.00
Selling & Distribution Expenses		
Cash Discount, Warranty Claim & Forwarding deduction & other selling exp	868.28	961.74
Freight Outwards	1,553.48	1,295.52
Total Administrative & Selling Expenses (B)	13,140.54	12,393.62
Total (A+B)	30,187.44	28,757.26

Note No : 2.24.1 OTHER EXPENSES

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Auditors Payments		
As Auditor	18.00	18.00
For reimbursement expenses	4.00	4.00
Total	22.00	22.00

Note No : 2.24.2 EXPENDITURE IN FOREIGN CURRENCY

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Travelling	231.13	42.67
Interest, Legal and Other Expenses	10,945.49	16,495.23
Total	11,176.62	16,537.90

Note: Travelling expenditure in foreign currency includes directors travelling.

Note No : 2.25 VALUE OF IMPORTS CALCULATED ON C.I.F. BASIS

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Raw material	1,819.75	742.69
Components and spare parts	91.71	69.35
Capital goods	3,416.70	8,609.60
Total	5,328.16	9,421.64

Note No : 2.26 EARNINGS IN FOREIGN EXCHANGE

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Export/Deemed Export of Goods Calculated on F.O.B basis	28,816.52	24,916.87
Total	28,816.52	24,916.87

Note No : 2.27 CONTINGENT LIABILITIES

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Letter of credit issued on behalf of company (unexpired)	11,147.38	2,101.71
Bank Guarantees Issued by bank on company's behalf	1,242.66	636.14
Disputed Sales tax/Vat/entry Tax/Excise Duty/Service Tax/ income tax (including interest and penalty)	–	1,209.06
Corporate guarantee	1,56,300.00	79,151.85
Contingent Liabilities exists in respect of legal cases by and against the company	(Amount not ascertainable)	
Total	1,68,690.04	83,098.76

*Contingent Assets are neither recognised nor disclosed.

Note No : 2.28 IMPORTED AND INDIGENOUS SPARE PARTS AND COMPONENTS**(Rupees In Lacs)**

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
	Amount (% of Total Consumption of Spare Parts & Components)	Amount (% of Total Consumption of Spare Parts & Components)
Spares parts and components		
Consumption of imported spares parts and components (Percentage of Consumption of Spare Parts and Components)	91.71 1.15%	69.35 1.08%
Consumption of similar domestic spares parts and components (Percentage of Consumption of Spare Parts and Components)	7,899.00 98.85%	6,326.43 98.92%
Total Consumption of Spares and components	7,990.71	6,395.78

Note No : 2.29 CAPITAL COMMITMENTS**(Rupees In Lacs)**

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Estimated amount of contracts remaining to be executed on capital account (net of advance)	-	754.21
Total	-	754.21

Note No : 2.30 BASIC EPS & DILUTED

Calculation of EPS (Basic and Diluted)	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Basic		
Opening number of Shares	220,317,928	218,623,745
Share issued during the year	4,437,500	1,694,183
Shares bought back during the year	-	-
Total Shares outstanding	224,755,428	220,317,928
Weighted Average No of Shares	220,573,236	218,722,134
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item	(11,558.76)	32,335.56
Profit/(Loss) after Tax (Rs.Lacs) before extraordinary item	(11,558.76)	32,335.56
EPS (Rs.Per Share) after extraordinary item	(5.24)	14.78
EPS (Rs.Per Share) before extraordinary item	(5.24)	14.78
Diluted		
Number of shares considered as basic weighted average shares outstanding	220,573,236	218,722,134
Add: Weighted Average of Dilutive Equity	-	2,152,876
Number of shares considered as diluted for calculating of Earning per share Weighted Average	220,573,236	220,875,010
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item for Dilution	(11,558.76)	32,335.56
Add: Effective Cost of Dilutive Equity	-	179.97
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item for Dilution	(11,558.76)	32,515.53
Profit/(Loss) after Tax (Rs. Lacs) before extraordinary item for Dilution	(11,558.76)	32,335.56
Add: Effective Cost of Dilutive Equity	-	179.97
Profit/(Loss) after Tax (Rs. Lacs) before extraordinary item for Dilution	(11,558.76)	32,515.53
Earning Per Share after extraordinary item	(5.24)	14.72
Earning Per Share before extraordinary item	(5.24)	14.72

Note No : 2.31 EMPLOYEE BENEFITS (AS-15 REVISED)

The following data are based on the report of the actuary

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Discount rate	8.00%	8.30%
Future Salary Escalation Rate	10.00%	10.00%
Average Remaining working life (Years)	22.26	22.40
Retirement Age	58	58

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Present Value of Obligation as at the beginning of the year	823.34	585.05
Present Service Cost	150.36	133.60
Interest Cost	81.48	46.80
Actuarial (Gain) /Loss on Obligations	203.75	80.62
Benefits Paid	(59.02)	(22.73)
Present Value of Obligations as at the end of the year	1,199.91	823.34

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Present Value of Obligation as at the end of the year	1,199.91	823.34
Fair Value of Plan Assets as at the end of the year		
Funded/Unfunded Status	(1,199.91)	(823.34)
Unrecognised Actuarial (Gain) / Losses	-	-
Net Assets/ (Liability) Recognised in the Balance Sheet	(1,199.91)	(823.34)

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Current Service Cost	150.36	133.60
Interest Cost	81.48	46.80
Expected Return on plan assets	-	-
Net Actuarial (Gain)/ Loss recognized in the year	203.75	80.62
Expenses recognised in the Statement of Profit & Loss A/C	435.59	261.02

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Enterprise Best estimate of contribution during the next year	268.70	243.24

v. **Bifurcation of PBO at the end of year as per revised schedule III to the Companies Act, 2013**
 (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Current Liability (Amount due within one year)	66.14	62.11
Non Current Liability (Amount due over one year)	1,133.77	761.23
Total PBO at the end of year	1,199.91	823.34

Leave Encashment (Unfunded)

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Present Value of Obligation as at the beginning of the year	681.66	447.08
Present Service Cost	103.69	122.24
Interest Cost	56.58	35.77
Actuarial (Gain) / Loss	(17.83)	122.32
Benefits Paid	(79.00)	(45.75)
Present Value of Obligations as at the end of the year	745.10	681.66

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Present Value of Obligation as at the end of the year	745.10	681.66
Fair Value of Plan Assets as at the end of the year		
Funded/Unfunded Status	(745.10)	(681.66)
Unrecognised Actuarial (Gain) / Losses		
Net Assets/ (Liability) Recognised in the Balance Sheet	(745.10)	(681.66)

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Current Service Cost	103.69	122.24
Interest Cost	56.58	35.77
Expected Return on plan assets	–	–
Net Actuarial (Gain)/ Loss recognized in the year	(17.83)	122.32
Expenses recognised in the Statement of Profit & Loss A/C	142.44	280.33

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

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Enterprise Best estimate of contribution during the next year	156.30	158.72

v. **Bifurcation of PBO at the end of year as per revised schedule III to the Companies Act, 2013**
 (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Current Liability (Amount due within one year)	37.10	49.29
Non Current Liability (Amount due over one year)	708.00	632.37
Total PBO at the end of year	745.10	681.66

Note No. 2.32 Related party Disclosure

In accordance with the requirements of Accounting Standard (AS-18) the names of the related parties where control exists and /or with whom transactions have taken place during the year and description of relationships as identified and certified by the management are as hereunder:

A) Names of Related Parties & Description of Relationship

(i) Subsidiary Companies /Associates/Joint Ventures

Subsidiary Companies

- 1 Metalyst Forgings Ltd. (Formerly Known as Ahmednagar Forging Ltd.) (Became Associate Company Since March 2015)
- 2 Amtek Deutschland GmbH
- 3 Amtek Investment UK Ltd.
- 4 Amtek Germany Holding GP GmbH
- 5 Amtek Germany Holding GmbH & Co. KG
- 6 Amtek Holding BV
- 7 Amtek Global Technologies Pte. Ltd.
- 8 Amtek Transportation Systems Ltd.
- 9 Alliance Hydro Power Ltd.
- 10 Castex Technologies Ltd. (Formerly Known as Amtek India Ltd.) (Became Associate Company Since March 2015)
- 11 Amtek Defence Technologies Ltd. (Ceased to exist as subsidiary Since June 2015)
- 12 JMT Auto Limited
- 13 Amtek Precision Engineering Pte. Ltd.
- 14 Amtek Integrated Solutions Pte. Ltd.
- 15 Amtek Engineering Solutions Pte Ltd

Subsidiaries of Subsidiary Companies

- 1 Amtek Tekfor Holding GmbH
- 2 Neumayer Tekfor GmbH
- 3 Tekfor Services GmbH
- 4 Neumayer Tekfor Rotenburg GmbH
- 5 Neumayer Tekfor Schmolln GmbH
- 6 Neumayer Tekfor Engineering GmbH
- 7 GfsV
- 8 Neumayer Tekfor Japan Co. Ltd.
- 9 Tekfor Inc.
- 10 Tekfor Maxico SA de CV
- 11 Neumayer Tekfor Automotive Brasil Ltda.
- 12 Neumayer Tekfor SpA
- 13 Tekfor Maxico Services
- 14 Tekfor Services Inc.
- 15 Amtek Powertrain Components B.V. (Ceased to exist as Subsidiary of Subsidiary Since June 2015)
- 16 Amtek Powertrain RUS LLC (Ceased to exist as Subsidiary of Subsidiary Since June 2015)

-
- 17 Amertec Systems Pvt. Ltd. (Ceased to exist as Subsidiary of Subsidiary Since June 2015)
 - 18 Amtek Kuepper GmbH
 - 19 August Kupper GmbH
 - 20 H.J Kupper System- Und Modultechnik GmbH
 - 21 H.J Kupper Metallbearbeitung GmbH
 - 22 SKD- GieBerei GMBH
 - 23 Kupper Hungaria Kft
 - 24 Asahitec Metals (Thailand) Co., Ltd
 - 25 Asahi Tec Metals Co. Ltd.
 - 26 Techno-Metal Co., Ltd.
 - 27 Techno Metal Amtek Japan Investments Ltd.
 - 28 Techno Metal Amtek U.K. Investments
 - 29 Techno Metal Amtek Thai Hold Co.
 - 30 Amtek Universal Technologies Pte Ltd
 - 31 AIMD GmbH; Hamburg
 - 32 M. Droste Stahlhandel GmbH, Bochum
 - 33 HAPU Industrie Vertretungen GmbH, Witten
 - 34 OWZ Ostalb-Warmbehandlungszentrum GmbH, Essingen
 - 35 SRT GmbH, Essingen
 - 36 WTL Werkstofftechnik-Labor GmbH, Aalen
 - 37 AIFT GmbH, Hamburg
 - 38 BEW-Umformtechnik GmbH, Rosengarten
 - 39 GHV Schmiedetechnik GmbH, Ennepetal
 - 40 Amtek Machining System Pte Ltd.
 - 41 Rege Motorenteile GmbH
 - 42 Rege Motorenteile Verwaltungs GmbH
 - 43 Rege Holding GmbH
 - 44 Rege Automotive Brasov SRL
 - 45 Rege Solutions

Joint Ventures

- 1 MPT Amtek Automotive (India) Ltd.
- 2 SMI Amtek Crankshaft Pvt Ltd.

Joint Venture of Subsidiary

- 1 SFE GmbH
- 2 Amtek Riken Casting Pvt. Ltd.

Associates

- 1 ARGL Ltd (Formerly Known as Amtek Ring Gears Ltd.)
- 2 ACIL Ltd (Formerly Known as Amtek Crankshafts India Ltd.)
- 3 Amtek Tekfor Automotive Ltd. (Ceased to be Associate Company Since March 2015)

Associates of Subsidiaries

- 1 Amtek Railcar Pvt. Ltd.
- 2 Terrasoft Infosystems Pvt. Ltd.

(ii) Key Management Personnel

- 1) Sh John Earnest Flintham, Vice Chairman & Managing Director
- 2) Sh. D.S.Malik, Managing Director
- 3) Sh. Vinod Uppal, Chief Financial Officer
- 4) Sh. Rajeev Raj, Company Secretary

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

Particulars	Associate/Holding/ Subsidiaries or Associate of Holding Company	Key Management Personnel	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Purchase of Goods	41,343.90		41,343.90	6,375.89
Sale of Goods	19,470.23		19,470.23	8,121.60
Loan Given (Net)	22,344.57		22,344.57	49,926.69
Purchase of Fixed Assets	2.52		2.52	-
Sale of Fixed Assets	480.80		480.80	370.83
Services Received	350.73		350.73	779.06
Services Rendered	983.15		983.15	560.92
Dividend Income/(paid)	539.11		539.11	539.11
Remuneration to Key Management Personnel	-	297.40	297.40	247.24
Balance Receivable at the year end	1,26,056.37		1,26,056.37	1,04,184.67
Balance Payable at the year end	2,660.39		2,660.39	2,304.34

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & Associates

Chartered Accountants

ICAI Firm Regd. No. 009195C

Sd/-

(MANOJ KUMAR AGARWAL)

Partner

Membership No. - 76980

Sd/-

JOHN ERNEST FLINTHAM

Vice Chairman & Managing Director

Sd/-

D.S. MALIK

Managing Director

Sd/-

Sd/-

Place : New Delhi

Dated : 28th November, 2015

VINOD UPPAL

Chief Financial Officer

RAJEEV RAJ KUMAR

Company Secretary

CONSOLIDATED FINANCIAL STATEMENT
of
AMTEK AUTO LIMITED
and
ITS SUBSIDIARIES

Form AOC - I

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

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Part "A": Subsidiaries

(Rs. in lacs)

S. No.	Name of Subsidiaries	Reporting Period	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Revenue	Profit Before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Holding
1	JMT Auto Ltd (Consolidated)	31st March	INR	1.000	5,038.32	8,301.37	119,925.49	119,925.49	6.15	62,766.37	(2,149.68)	86.62	(2,236.30)	NIL	66.77%
2	Amtek Holdings BV	31st December	Euro	73.705	121.54	(140.24)	(18.69)	(18.69)	-	-	-	-	-	NIL	100%
3	Amtek Investments UK Ltd.	31st December	GBP	99.413	16,657.79	37,032.45	86,587.93	86,587.93	-	47,690.98	1,196.45	(630.40)	1,826.85	NIL	100%
4	Amtek Germany Holding GP GmbH	30th June	Euro	73.705	20.01	(664.78)	9,096.05	9,096.05	-	6.57	(529.16)	-	(529.16)	NIL	100%
5	Amtek Germany Holding GmbH & Co. KG	30th June	Euro	73.705	0.80	(951.85)	5,705.77	5,705.77	1,634.51	76.97	(172.20)	-	(172.20)	NIL	100%
6	Amtek Deutschland GmbH	31st December	Euro	73.705	13.00	3,334.31	8,639.33	8,639.33	-	22,287.81	(3,369.07)	59.80	(3,428.87)	NIL	100%
7	Amtek Transportation Systems Ltd.	31st March	INR	1.000	5.00	(2,108.76)	11,304.16	11,304.16	5,047.20	1,766.32	(2,439.13)	(2.66)	(2,436.47)	NIL	100%
8	Alliance Hydro Power Ltd.	31st March	INR	1.000	5.00	(0.90)	67.84	67.84	-	-	(0.10)	-	(0.10)	NIL	70.00%
9	Amtek Global Technologies Pte.Ltd., Singapore (Consolidated)	30th June	Euro	73.705	77,681.64	70,564.60	690,502.70	690,502.70	-	567,893.30	1,878.15	7,537.02	(5,658.87)	NIL	78.50%
10	Amtek Engineering Solutions Pte Ltd	30th September	Euro	73.705	-	-	-	-	-	-	-	-	-	NIL	100%
11	Amtek Precision Engineering Pte. Ltd. (Consolidated)	31st December	Euro	73.705	0.04	1,308.62	66,691.45	66,691.45	-	60,998.08	582.36	(492.42)	1,074.78	NIL	100%
12	Amtek Integrated Solutions Pte. Ltd. (Consolidated)	31st March	Yen	0.547	4.72	(259.72)	177,656.35	177,656.35	-	71,141.54	1,386.53	749.96	636.57	NIL	99.90%

Part "B": Associates & Joint Ventures

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

S.No	Name of Associates/Joint Ventures	Latest Audited Balance Sheet Date	Reporting Currency	Shares of Associate/Joint Ventures held by the Company on year end			Description of how there is significant influence Reason why the	associate/Joint venture is not consolidated	Net Worth attributable to Shareholding as per latest Audited Balance Sheet	Profit/Loss for the year	
				No.	Amount of Investment in Associate/Joint Venture	Extent of Holding %				Considered in Consolidation	Not Considered in Consolidation
Joint Ventures											
1	MPT Amtek Automotive India Ltd	31st March	INR	16,619,658	3,215.24	50.00%	Note-1	-	2,908.33	230.39	230.39
2	SMI Amtek Crankshaft Pvt. Ltd.	31st March	INR	2,509,500	5,005.00	50.00%	Note-1	-	5,206.62	798.82	(798.82)
Associates											
1	ARGL Ltd (Formerly Known as Amtek Ring Gears Ltd.)	30th September	INR	8,615,554	22,527.93	42.07%	Note-1	-	23,641.02	273.42	(376.50)
2	ACIL Ltd (Formerly Known as Amtek Crankshafts India Ltd.)	30th September	INR	6,565,816	25,417.92	43.99%	Note-1	-	27,167.04	1,775.85	(2,261.09)
3	Castex Technologies Ltd. (Formerly Known as Amtek India Ltd.) (Became Associate Company Since March 2015)	30th September	INR	136,176,272	120,538.82	36.01%	Note-1	-	122,986.00	45,309.10	(13,980.40)
4	Metalyst Forgings Ltd. (Formerly Known as Ahmednagar Forging Ltd.) (Became Associate Company Since March 2015)	30th September	INR	18,104,492	51,004.41	49.26%	Note-1	-	53,291.17	1,097.19	(4,291.03)

Note 1 : There is significant influence due to percentage (%) of the Share Capital.

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

(Rupees In Lacs)

Name of the entity in the	Net Assets, i.e., total assets minus total liabilities			Share in profit or loss	
	Reporting Currency	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Parent					
Amtek Auto Ltd	INR	81.56%	508,869.98	11.71%	(11,558.76)
Subsidiaries					
Indian					
Amtek Transportation Systems Ltd.	INR	(0.34%)	(2,103.76)	2.47%	(2,436.47)
Alliance Hydro Power Ltd.	INR	0.00%	4.10	0.00%	(0.10)
JMT Auto Ltd (Consolidated)	INR	2.14%	13,339.70	2.26%	(2,236.30)
Amtek Defence Technologies Ltd. (Ceased to exist as subsidiary Since June 2015)	INR	0.00%	0.00	0.00%	(0.98)
Overseas					
Amtek Holding BV	Euro	(0.00%)	(18.69)	0.00%	0.00
Amtek Investments UK Ltd.	GBP	8.61%	53,690.24	(1.85%)	1,826.85
Amtek Germany Holding GP GmbH	Euro	(0.10%)	(644.77)	0.53%	(529.16)
Amtek Germany Holding GmbH & Co. KG	Euro	(0.15%)	(951.05)	0.17%	(172.20)
Amtek Deutschland GmbH	Euro	0.53%	3,347.31	3.47%	(3,428.87)
Amtek Global Technologies Pte.Ltd., Singapore (Consolidated)	Euro	23.76%	148,246.24	5.73%	(5,658.87)
Amtek Engineering Solutions Pte Ltd	Euro	0.00%	0.00	0.00%	-
Amtek Precision Engineering Pte. Ltd. (Consolidated)	Euro	0.21%	1,308.66	(1.09%)	1,074.78
Amtek Integrated Solutions Pte. Ltd. (Consolidated)	Yen	(0.04%)	(255.00)	(0.64%)	636.57
Joint Ventures					
MPT Amtek Automotive India Ltd	INR	0.46%	2,908.33	(0.23%)	230.39
SMI Amtek Crankshaft Pvt. Ltd.	INR	0.83%	5,206.62	0.81%	(798.82)
Adjustment due to consolidation		(17.47%)	(109,022.55)	104.38%	(103,029.47)
Minority Interests in all subsidiaries				14.94%	(14,743.84)
Associates					
ARGL Ltd (Formerly Known as Amtek Ring Gears Ltd.)	INR			0.28%	(273.42)
ACIL Ltd (Formerly Known as Amtek Crankshafts India Ltd.)	INR			1.80%	(1,775.85)
Castex Technologies Limited (Formerly Known as Amtek India Ltd.)	INR			(45.90%)	45,309.10
Metalyst Forgings Limited (Formerly Known as Ahmednagar Forgings Ltd.)	INR			1.11%	(1,097.19)
Amtek Tekfor Automotive Ltd. (Ceased to be Associate Company Since March, 2015)	INR			0.05%	(46.08)
TOTAL		100%	623,925.36	100%	(98,708.69)

INDEPENDENT AUDITORS' REPORT

To the Members of
AMTEK AUTO LIMITED
New Delhi

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Amtek Auto Limited** (hereinafter referred to as "the Holding Company") and its twelve subsidiaries (The holding company and its subsidiaries together referred to as "the Group") , two jointly controlled companies and four associates comprising of the Consolidated Balance Sheet as at 30th September, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its jointly controlled companies in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its jointly controlled companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's 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 financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our **unqualified** audit opinion on the consolidated financial statements.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group and its two jointly controlled companies and its four associates, incorporated in India as at 30th September, 2015 and their consolidated Loss and their consolidated cash flows for the year ended on that date.

Other Matters

- (a) We did not audit the financial statements of twelve subsidiaries, two jointly controlled companies, whose financial statements reflect total assets as on 30th September, 2015, total revenues and net cash flows for the year ended on that date, as considered in the consolidated financial statements are given below:

(₹ in Lacs)

Name of the Companies	Total Assets	Total Revenues	Net Cash Flows
Subsidiaries:			
JMT Auto Ltd	1,19,925.49	62,766.37	392.39
Amtek Holding BV	(18.69)	NIL	(7.10)
Amtek Investments UK Ltd.	86,587.93	47,690.98	(610.68)
Amtek Germany Holding GP GmbH	9,096.05	6.57	57.54
Amtek Germany Holding GmbH & Co. KG	5,705.77	76.97	(263.88)
Amtek Deutschland GmbH	8,639.33	22,287.81	(530.35)
Amtek Transportation Systems Ltd.	11,304.16	1,766.32	201.93
Alliance Hydro Power Ltd.	67.84	Nil	(0.13)
Amtek Global Technologies Pte.Ltd., Singapore	6,90,502.70	5,67,893.30	17,908.56
Amtek Engineering Solutions Pte Ltd	Nil	Nil	Nil
Amtek Precision Engineering Pte. Ltd.	66,691.45	60,998.08	593.53
Amtek Integrated Solutions Pte Ltd.	1,77,656.35	71,141.54	13,690.76
Jointly Controlled Companies:			
MPT Amtek Automotive India Ltd.	3,398.36	2874.10	360.86
SMI Amtek Crankshafts India Ltd.	8,244.87	7873.18	(19.59)
Total	11,87,801.61	8,45,375.22	31,773.84

- (b) We did not audit the financial statements of Three associates ie. ARGL Ltd, ACIL Ltd and Amtek Tekfore Automotive Ltd.(at year end it is not an associate) whose financial statements reflect Net Loss of Rs (2095.34) Lacs as on 30th September, 2015 as considered in the consolidated financial statements

These financial statements have been audited / limited reviewed by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled companies and our report, in terms of sub-sections (3), (5) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and jointly controlled companies is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the holding company its twelve subsidiaries, two jointly controlled and four associates companies incorporated in India, we give in the Annexure '1' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 30th September, 2015 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of twelve subsidiaries, two jointly controlled and four associates companies incorporated in India, none of the directors of the Holding Company its twelve subsidiaries, two jointly controlled and four associates companies incorporated in India is disqualified as on 30th September, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclosed the impact of pending litigations on the consolidated financial position of the Group and its jointly controlled companies.
 - ii. The Group and its jointly controlled companies did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

Place : New Delhi
Dated : 28th November, 2015

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

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

Annexure '1' referred to in our Independent Auditors' Report to the members of the **Amtek Auto Limited**, on the Consolidated financial statements, for the year ended 30th September, 2015, to the extent applicable, we report that:

- (i)
 - a) The holding company, its twelve subsidiaries and two jointly controlled companies have generally maintained records, showing full particulars including quantitative details and situation of Fixed Assets.
 - b) The fixed assets of the holding company, its twelve subsidiaries and two jointly controlled companies have been physically verified by the management during the year and discrepancies, though not material, noticed on such verification have been reconciled/ adjusted in the books of account. In our opinion, frequency of verification is reasonable having regard to the size of the holding company its twelve subsidiaries and two jointly controlled companies and nature of their assets.
- (ii)
 - a) Physical verification of inventories has generally been conducted on periodic intervals. In our opinion system and frequency of verification is reasonable.
 - b) In our opinion, the procedures of physical verification of inventories, followed by the Management are reasonable and adequate in relation to the size of the holding company, its twelve subsidiaries and two jointly controlled companies and the nature of their business.
 - c) In our opinion, the holding company, its twelve subsidiaries and two jointly controlled companies have maintained proper records of its inventory. The discrepancies noticed on physical verification of the inventories, though not material, have been properly dealt with in the books of account.
- (iii) During the year the Holding Company has granted unsecured loans covered in the register maintained under section 189 of the Companies Act, 2013('the Act').
 - a) Principal amount and interest are not yet due as per the terms of the loans.
 - b) Since receipt of principal amount and interest are not due, question of overdue amount of more than rupee one lakh does not arise.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems, commensurate with the size of the holding company, its twelve subsidiaries and two jointly controlled companies and the nature of its business, with regard to purchase of inventory and fixed assets and income from sales of services and goods. During the course of our audit, no continuing failure to correct major weaknesses in the underlying internal control systems was observed. However process of contract closing work in the holding company needs to be expedited.
- (v) Since the holding company its twelve subsidiaries and two jointly controlled companies have not accepted any deposit from public, the question of compliance with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or other relevant provisions of the Companies Act, 2013, and rules framed there under, does not arise
- (vi) Cost records are maintained by the holding company, its twelve subsidiaries and two jointly controlled companies specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 wherever applicable and prima facie the prescribed records have been made and maintained by the holding company its twelve subsidiaries and two jointly controlled companies. We have, however, not made detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii)
 - a) According to the information and explanations given to us, the holding company, its twelve subsidiaries and two jointly controlled companies are regular in depositing undisputed statutory dues with appropriate authorities including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues as applicable to the holding company its twelve subsidiaries and two jointly controlled companies.
 - b) According to information and explanations given to us, in respect of the holding company, its twelve subsidiaries and two jointly controlled companies, there are no disputed dues of Wealth Tax or Duty of Customs or Duty of Excise which have not been deposited. However, following disputed demands of Income Tax or Sales Tax or Service Tax or Value Added Tax or Cess dues have not been deposited:

Name of the Statute	Nature of dues	Amount* (₹ in Lacs)	Period to which the amount relates	Forum where dispute is pending
In case of Holding Company:				
CASTEX TECHNOLOGIES LIMITED (Formerly Known as Amtek India Ltd.)				
Central Excise Act	Excise	9.12	2007	Excise Deptt.
Central Excise Act	Excise	3.41	2010	Commissioner Appeals, Jaipur
Central Service Tax	Service Tax	0.30	2007	Service tax Deptt.
Central Service Tax	Service Tax	0.07	2008	Service tax Deptt.
Central Service Tax	Service Tax	0.74	2010	Commissioner Appeals, Jaipur
Central Excise Act	Excise	2.59	2010	Tribunal Bench, Delhi
Central Excise Act	Excise	6.51	2012	Commissioner Appeals, Jaipur
Central Service Tax	Service Tax	4.98	2013 to 2015	Deputy commissioner of central Excise
Central Excise Act	Excise	24.16	2014-15	Additional Commissioner Appeals, Alwar
Income Tax Act, 1961	Income Tax	1,125.31	Block Assesment from A.Y. 2005-2006 to 2012-2013	Income Tax Appellant Tribunal, Delhi
Sub Total		1,177.19		
METALYST FORGINGS LIMITED (Formerly Known as Ahmednagar Forgings Limited)				
Customs & Central Excise Act	Valuation of Goods	4.32	2002	High Court, Bench at Aurangabad
Customs & Central Excise Act	Valuation of Goods	10.72	2007	CESTAT, Mumbai
Customs & Central Excise Act	CENVAT related matter	12.05	2008	Addl. Commissioner, Aurangabad
Customs & Central Excise Act	CENVAT related matter	0.64	2009	Asst. Commissioner, Ahmednagar
Customs & Central Excise Act	Valuation of Goods	6.50	2002	High Court, Mumbai
Customs & Central Excise Act	CENVAT Credit of Service Tax & Interest	74.59	2007	Commissioner (Appeal), Pune
Income Tax Act, 1961	Income Tax	43.65	Block Assesment from A.Y. 2005-2006 to 2012-2013	Income Tax Appellant Tribunal, Delhi
Sub Total		152.47		

ACIL Limited (Formerly Known as Amtek Crankshaft India Limited)				
Income Tax Act, 1961	Income Tax	24.78	Block Assesment from A.Y. 2005-2006 to 2012-2013	Income Tax Appellant Tribunal, Delhi
Sub Total		24.78		
ARGL Limited (Formerly Known as Amtek Ring Gears Limited)				
Income Tax Act, 1961	Income Tax	92.56	Block Assesment from A.Y. 2005-2006 to 2012-2013	Income Tax Appellant Tribunal, Delhi
Sub Total		92.56		
Total		1,447.00		

- c) In respect of the holding company, twelve subsidiaries and two jointly controlled companies, according to the information and explanations given to the auditors, the company does not have any amount that is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Act and the rules made there under.
- (viii) The Group its associates and jointly controlled entities does not have consolidated accumulated losses at the end of the financial year and the Group, its associates and jointly controlled entities have not incurred cash losses on a consolidated basis during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) On the basis of audit procedures adopted by us and according to the records, the holding company, twelve subsidiaries and two jointly controlled companies have not defaulted in repayment of dues to any financial institution or bank or bondholders.
- (x) According to the information and explanations given to us, the holding company, twelve subsidiaries and two jointly controlled companies have given guarantee for loans taken by others from banks or financial institutions.
- (xi) In our opinion on an overall basis and according to the information and explanations given to us, holding company, twelve subsidiaries and two jointly controlled companies have applied the term loans for the purpose they were obtained.
- (xii) According to the information and explanations given to us, no fraud on or by the holding company, twelve subsidiaries and two jointly controlled companies have been noticed or reported during the year.

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

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

Place : New Delhi
 Dated : 28th November, 2015

CONSOLIDATED BALANCE SHEET AS AT 30TH SEPTEMBER 2015

(Rupees In Lacs)

PARTICULARS	Note No.	As at 30.09.2015	As at 30.09.2014
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2.1	4,495.11	4,406.36
(b) Reserves and Surplus	2.2	6,19,430.27	7,76,905.86
(2) Minority Interest		36,513.15	1,21,979.94
(3) Non-Current Liabilities			
(a) Long Term Borrowings	2.3	9,41,897.49	11,48,093.09
(b) Deferred Tax Liabilities (Net)	2.4	55,305.50	1,04,182.90
(c) Other Long Term Liabilities	2.5	19,396.77	7,131.41
(d) Long Term Provisions	2.6	46,380.32	27,748.33
(4) Current Liabilities			
(a) Short Term Borrowings	2.7	2,74,481.62	3,68,831.63
(b) Trade Payables	2.8	1,36,620.30	1,08,275.15
(c) Other Current Liabilities	2.9	3,82,429.61	3,22,926.38
(d) Short term Provisions	2.10	34,370.08	18,071.12
Total		25,51,320.22	30,08,552.17
II. ASSETS			
(1) Non Current Assets			
(a) Fixed assets			
(i) Tangible Assets	2.11	12,63,469.51	18,61,947.68
(ii) Intangible Assets		11,624.34	9,950.56
(iii) Capital work-in-progress		1,37,833.62	1,32,140.61
(b) Non-Current Investments	2.12	2,62,111.06	80,375.99
(c) Long Term Loans and Advances	2.13	1,13,112.76	72,241.30
(d) Other Non Current Assests		421.13	1,036.82
(2) Current Assets			
(a) Current Investments	2.14	2,833.56	38,304.75
(b) Inventories	2.15	3,18,692.51	3,44,724.18
(c) Trade Receivables	2.16	2,56,341.74	2,79,109.81
(d) Cash and Cash Equivalents	2.17	59,999.04	77,032.38
(e) Short Term Loans and Advances	2.18	1,18,967.13	1,11,082.78
(f) Other Current Assets	2.19	5,913.82	605.31
Total		25,51,320.22	30,08,552.17

Significant Accounting Policies & Notes on Financial Statement 1 to 2.30

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & Associates

Chartered Accountants

ICAI Firm Regd. No. 009195C

Sd/-

(MANOJ KUMAR AGARWAL)

Partner

Membership No. - 76980

Place : New Delhi

Dated : 28th November, 2015

Sd/-

JOHN ERNEST FLINTHAM

Vice Chairman & Managing Director

Sd/-

VINOD UPPAL

Chief Financial Officer

Sd/-

D.S. MALIK

Managing Director

Sd/-

RAJEEV RAJ KUMAR

Company Secretary

STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR YEAR ENDED 30TH SEPTEMBER, 2015

(Rupees In Lacs)

Particulars	Note No.	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
I. Revenue			
Revenue from operations	2.20	14,95,933.81	15,45,458.15
Other Income	2.21	25,412.65	25,206.33
II. Total Revenue		15,21,346.46	15,70,664.48
III. Expenses:			
Cost of Materials Consumed	2.22	9,40,189.35	8,22,940.54
Purchase of Stock-in-Trade		-	1.23
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.23	(1,57,874.20)	(30,568.24)
Employee benefits expense	2.24	2,43,805.76	2,11,083.06
Finance costs	2.24	1,47,038.59	1,10,271.93
Depreciation and Amortization of Expenses	2.24	1,19,890.00	98,305.75
Other Expenses	2.24	2,54,329.45	2,21,978.44
Total Expenses		15,47,378.95	14,34,012.71
IV. Profit/(Loss) before exceptional and extraordinary items and tax (II-III)		(26,032.49)	1,36,651.77
V. Exceptional Items		30,217.13	699.17
VI. Profit/(Loss) before extraordinary items and tax (IV - V)		(56,249.62)	1,35,952.60
VII. Extraordinary Items		-	508.44
VIII. Profit/(Loss) before tax (VI - VII)		(56,249.62)	1,35,444.16
IX. Tax expense:			
(1) Current tax		9,362.67	28,768.33
(2) Deferred tax		82.70	32,381.18
(3) Credit for MAT Entitlement		(2,845.43)	(19,815.53)
Total Tax Expense		6,599.94	41,333.98
X. Profit/(Loss) for the year (VIII-IX)		(62,849.56)	94,110.18
Less: Minority Interest		14,743.84	14,544.12
Add: Income From Associates		(21,115.28)	5,254.93
XI. Profit/(Loss) for the Year carried to Consolidated Balance Sheet		(98,708.68)	84,820.99
XII. Earning per equity share:	2.28		
Basic after extraordinary item		(44.75)	38.78
Diluted after extraordinary item		(44.75)	38.48
Basic before extraordinary item		(44.75)	39.33
Diluted before extraordinary item		(44.75)	39.03

Significant Accounting Policies & Notes on Financial Statement 1 to 2.30

For and on behalf of the Board

As per our report of even date attached

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

Sd/-
(MANOJ KUMAR AGARWAL)
 Partner
 Membership No. - 76980

Sd/-
JOHN ERNEST FLINTHAM
 Vice Chairman & Managing Director

Sd/-
D.S. MALIK
 Managing Director

Place : New Delhi
 Dated : 28th November, 2015

Sd/-
VINOD UPPAL
 Chief Financial Officer

Sd/-
RAJEEV RAJ KUMAR
 Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30TH SEPTEMBER, 2015

(Rupees in Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
CASH FLOW FROM OPERATING ACTIVITIES:		
Profit as per Profit & Loss Account (PBT)	(56,249.62)	1,35,444.16
Add: Depreciation and Amortisation Expenses	1,19,890.00	98,305.75
Add: Financial Exp.	1,47,038.59	1,10,271.93
Less: Interest Received & Other Income	(8,237.16)	(12,247.37)
Less: Dividend Income	(301.26)	(134.57)
Less: (Income)/Loss on sale of on fixed assets	97.87	(1,100.95)
Less: (Income)/Loss on sale of Investments	27,450.73	(1,279.51)
Less: Income from amortisation of government grant	-	(454.68)
Add: Commission on factoring	48.21	12.98
Bad debts written off	0.05	0.21
Provision for bad and doubtful debts	-	693.67
Provision against Inventories	107.94	-
Employee stock option expense	3.94	9.87
Liabilities no longer required written back	(3,062.40)	(6,100.42)
Change in Current/Non Current Assets & Liabilities	2,26,786.89	3,23,421.07
(Increase)/Decrease in Inventories	(1,07,261.43)	(98,797.28)
(Increase)/Decrease in Trade Receivables	(31,913.79)	(81,426.44)
(Increase)/Decrease in Current/Non Current Assets	(57,546.18)	(8,299.59)
Increase/(Decrease) in Current/Non Current Liabilities	2,29,922.23	1,11,161.73
Cash generation from operating activities	2,59,987.72	2,46,059.49
Direct Tax Paid	(3,145.37)	(26,405.70)
Cash flow before extraordinary items	2,56,842.35	2,19,653.79
Cash flow from extraordinary items	-	-
Net cash from operating activities	2,56,842.35	2,19,653.79
CASH FLOW FROM INVESTING ACTIVITIES		
Addition to fixed assets	(3,48,885.67)	(4,18,704.89)
Adjustment in Capital work in Progress & Long Term Loans & Advances	(1,04,029.69)	88,795.94
Proceed from sale of fixed assets	85,854.59	13,436.39
Purchase of investments (Net)	(92,385.03)	(31,077.75)
Consideration paid on acquisition of subsidiary	(65,296.82)	(6,879.41)
Increase (Decrease) in Goodwill / Reserve on Acquisition	89,809.99	1.09
Dividend Received	539.30	570.29
Interest Received & Other income	8,467.00	10,402.60
Net Cash from Investing activities	(4,25,926.33)	(3,43,455.74)
CASH FLOW FROM FINANCING ACTIVITIES		
Share Capital (Buy Back) & Share Premium	88.75	3,142.63
Proceeds from Application money	7,410.63	(7.50)
Proceeds from new borrowings	2,72,484.38	1,37,189.30
Proceeds from Loan from Promoters	12,250.00	-
Financial Charges Paid	(1,25,956.60)	(1,09,745.74)
Dividend & Dividend Tax	(1,611.03)	(1,949.44)
Return to minority stakeholders	-	(79.76)
Commission paid on factoring	-	(12.98)
Net Cash from financing activities	1,64,666.13	28,536.51
Net cash flows during the year	(4,417.85)	(95,265.44)
Cash & cash equivalents (opening balance)	77,032.38	1,84,372.15
Cash on acquisition	6,986.97	-
Effect of exchange rate	(8,416.86)	(10,945.94)
Less: Cessation of Subsidiary	(11,185.60)	(1,128.39)
Cash & cash equivalents (closing balance)	59,999.04	77,032.38

NOTES TO CASH FLOW STATEMENT

- The above statement has been prepared under indirect method except in case of dividend which has been considered on the basis of actual movement of cash with corresponding adjustments of assets and liabilities.
- Cash & Cash Equivalents include cash & bank balances only.
- Previous year figures have been regrouped/recast wherever considered necessary.
- The Closing Cash Balance includes Rs. 2591.13 Lacs (Previous year Rs. 5,277.57 Lacs) as margin money against Bank Guarantees/Letter of credit etc. issued by banks and earmarked Balances.

We have examined the above cash flow statement of Amtek Auto Limited & its Subsidiaries & Joint Venture for the year ended 30th September, 2015 and verify that it has been derived from the audited accounts (and underlying records) of the company reported on by us as per our report.

As per our report of even date attached

For and on behalf of the Board

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

Sd/-
(MANOJ KUMAR AGARWAL)
 Partner
 Membership No. - 76980

Sd/-
JOHN ERNEST FLINTHAM
 Vice Chairman & Managing Director

Sd/-
D.S. MALIK
 Managing Director

Place : New Delhi
 Dated : 28th November, 2015

Sd/-
VINOD UPPAL
 Chief Financial Officer

Sd/-
RAJEEV RAJ KUMAR
 Company Secretary

AMTEK AUTO LIMITED & SUBSIDIARIES/ JOINT VENTURES

**Note No: 1 SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED ACCOUNTS
(ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 30TH SEPTEMBER 2015)**

1. ACCOUNTING POLICIES –

A. Principles of Consolidation :

- i. The consolidated Financial Statement relates to Amtek Auto Ltd (the Parent Company), Amtek Transportation systems Ltd., Alliance Hydro Power Ltd, JMT Auto Limited, (subsidiary companies incorporated in India), Amtek Investments UK Limited (wholly owned foreign subsidiary company incorporated in UK), Amtek Deutschland GmbH (wholly owned foreign subsidiary company incorporated in Germany), Amtek Germany Holding GP GmbH, (wholly owned foreign subsidiary company incorporated in Germany), Amtek Germany Holding GmbH & Co. KG, (wholly owned foreign subsidiary company incorporated in Germany), Amtek Holding BV, (wholly owned foreign subsidiary company incorporated in Netherlands), Amtek Global Technologies Pte. Ltd., Amtek Precision Engineering Pte. Ltd., (wholly owned foreign subsidiary company incorporated in Singapore), Amtek Engineering Solutions Pte. Ltd., (wholly owned foreign subsidiary company incorporated in Singapore), Amtek Integrated Solutions Pte Ltd., (foreign subsidiary company incorporated in Singapore), MPT Amtek Automotive (India) Limited (50:50 Joint Venture incorporated in India) and SMI Amtek Crankshaft Pvt Limited (50:50 Joint Venture incorporated in India).
- ii. The Consolidated Financial statements have been prepared on the basis of AS-21 issued by ICAI read along with the following assumptions :
 - (a) The Financial Statement of the parent company and its subsidiary/ Joint Venture companies have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group transactions, resulting in unrealized profit or losses.
 - (b) Investment of the parent company in the subsidiaries/ Joint Ventures are eliminated against respective stake of the parent company.
 - (c) In respect of foreign subsidiary, the financials have been converted from UK GAAP/German GAAP/ IFRS to Indian GAAP. Current Assets and Liabilities of overseas subsidiaries have been translated in reporting currency, at the exchange rate prevailing at the close of the year.
 - (d) All transactions in foreign currency transaction are recorded by applying the exchange rate prevailing at the time of transaction. Gain or loss upon settlement of the transaction during the year is recognized in Profit and Loss Account.
 - (e) The operations of the subsidiaries are not considered as an integral part of the operations of the parent. Hence, all Monetary and Non Monetary Assets and Liabilities have been translated at the exchange rates prevailing at the close of the subsidiaries financial year (i.e. 30th September 2015). Income and Expenditure have been translated at the daily average rate of exchange prevailing for the subsidiaries financial year. Translation losses and gains on the above are carried to Foreign Currency Translation Reserve for future adjustments. Foreign Exchange rates so applied are adjusted for any subsequent material fluctuations as compared to rates prevailing on 30th September, 2015.

B. Notes to the Consolidated Financial Statements :

The notes to the consolidated financial statement intended to serve as a means of informative disclosure and guide to better understanding of the financial information about the economic activities and the economic resources controlled as single economic entity. Recognizing this purpose, the company has disclosed only such notes from the individual financial statement, which fairly presents the needed disclosures. Practical consideration and lack of uniformity on account of local laws and practices made it desirable to exclude notes to account and accounting policies which in the opinion of the management could be better viewed when referred to individual financial statements. Consolidated financial statement have been prepared using uniform accounting policies for like transaction and other events in similar circumstances except in case of depreciation on fixed assets and other items, for which the accounting treatment is given on the basis of local laws applicable in the respective countries for which using uniform accounting policies for the purpose of consolidation is impracticable.

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

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

Place : New Delhi
Dated : 28th November, 2015

Note No : 2 NOTES TO ACCOUNTS

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

Note No : 2.1 SHARE CAPITAL

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Authorized		
Equity Shares, Rs. 2/- Par Value 40,00,00,000 (40,00,00,000) Equity Shares	8,000.00	8,000.00
Preference Shares, Rs. 100/- Par Value 35,00,00,000 (35,00,00,000) Preference Shares	3,500.00	3,500.00
Total	11,500.00	11,500.00
Issued, Subscribed and Paid - Up		
Equity Shares, Rs. 2/- Par Value 22,47,55,428 (22,03,17,928) Equity Shares, fully paid up	4,495.11	4,406.36
Total	4,495.11	4,406.36

Note No : 2.1.1 The reconciliation of the number of shares outstanding and the amount of share capital as at September 30, 2015 and September 30, 2014 is set out below:

(Rupees In Lacs)

Particulars	As at 30.09.2015		As at 30.09.2014	
	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	22,03,17,928	4,406.36	21,86,23,745	4,372.47
Add: Shares Issued	44,37,500	88.75	16,94,183	33.89
Number of Shares at the end	22,47,55,428	4,495.10	22,03,17,928	4,406.36

Note: During the year the Company has made preferential allotment of 44,37,500 Equity shares, In previous year 16,94,183 shares was issued by virtue of FCCB Conversion.

Note No: 2.1.2 Rights, preferences and restrictions attached to Shares

Equity Shares: The Company currently has Issued equity shares having a par value of Rs 2/- per share. Each shareholder is eligible to one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note No : 2.1.3 Details of shares bought back, during the last five years.

Nature	30.09.2014	30.06.2013	30.06.2012	30.06.2011	30.06.2010
Equity Shares	Nil	19,23,999	1,26,26,001	Nil	Nil

Note No : 2.1.4 Details of Persons Holding more than 5% Share Capital

Particulars	As at 30.09.2015		As at 30.09.2014	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Forbes Builders Pvt. Ltd.	1,78,59,895	7.95%	1,78,59,895	8.11%
Turjo Arts Pvt. Ltd.	1,58,68,390	7.06%	1,58,68,390	7.20%
Amtek Laboratories Ltd.	1,64,90,895	7.34%	1,56,03,395	7.08%
Shivani Horticulture Pvt Ltd	1,52,79,576	6.80%	1,52,79,576	6.94%
Aisa International Pvt. Ltd.	1,26,60,000	5.63%	91,10,000	4.13%

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

Note No : 2.2 RESERVES & SURPLUS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Securities Premium Reserve		
Opening Balance as on 01.10.2014	2,81,410.09	2,78,626.10
Add: Addition During the year	7,410.63	2,783.99
Less: Buy Back During The year	—	—
Closing Balance as on 30.09.2015	2,88,820.72	2,81,410.09
Debenture Redemption Reserve		
Opening Balance as on 01.10.2014	59,486.00	57,686.00
Add: Transfer from Profit & Loss Account	—	1,800.00
Add: Transfer from General Reserve	—	—
Closing Balance as on 30.09.2015	59,486.00	59,486.00
General Reserve		
Opening Balance as on 01.10.2014	1,67,896.58	1,14,817.15
Add: Transfer from Profit & Loss Account	—	53,079.43
Add: Transfer from Foreign Currency Convertible Bond Redemption Reserve	15,600.00	—
Less: Transition impact on depreciation*	446.57	—
Closing Balance as on 30.09.2015	1,83,050.01	1,67,896.58
Foreign Currency Convertible Bond Redeemption Reserve		
Opening Balance as on 01.10.2014	15,600.00	7,800.00
Add: Transfer from Profit & Loss Account	—	7,800.00
Less: Transferred to General Reserve	15,600.00	—
Closing Balance as on 30.09.2015	—	15,600.00
Profit & Loss Account		
Opening Surplus as on 01.10.2014	1,19,163.79	98,882.51
Add: Transfer from Statement Profit & Loss	(98,708.68)	84,820.99
	20,455.11	1,83,703.50

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CONSOLIDATED FINANCIAL STATEMENT



Appropriations

Transfer to General Reserve	–	(53,079.43)
Transfer to Revaluation Reserve	717.98	–
Transfer to Debenture Redemption Reserve Account	–	(1,800.00)
Transferred to FCCB Redemption Reserve	–	(7,800.00)
Proposed Dividend on Equity Capital	–	(1,509.00)
Corporate Dividend Tax on Proposed Dividend	–	(297.75)
Dividend & Tax (not appropriated in previous year)	–	(10.06)
Increase in minority stake	–	(43.47)
Adjustment of Previous years tax refund/payable	197.80	–

Closing Balance as on 30.09.2015 **21,370.89** **1,19,163.79**

Capital Reserve (On Forfeiture of shares/Discount on redemption of FCCB's)	15,633.67	15,633.67
Capital Reserve (In Persuance of consolidation)	30,882.67	66,402.69
Investment Allowance Reserve	54.69	54.69
Capital Subsidy Reserve	25.50	25.50
Foreign Currency Translation Reserve	(13,778.67)	(1,654.82)
Revaluation Reserve	33,884.79	52,887.67

Total **6,19,430.27** **7,76,905.86**

* Transition impact on depreciation due to change in method of depreciation as per schedule II of the Companies Act, 2013 (Net of Deferred Tax)

Note No: 2.3 LONG TERM BORROWINGS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
-------------	---------------------	---------------------

SECURED LOANS

Bonds / Debentures

Secured Redeemable Non-Convertible Debentures

(I) 11.25% Non-Convertible Debentures	15,000.00	20,000.00
(II) 11.50% Non-Convertible Debentures	4,800.00	6,400.00
(III) 10.50% Non-Convertible Debentures	53,170.00	22,500.00
(IV) 10.00% Non-Convertible Debentures	16,000.00	20,000.00

Total **88,970.00** **68,900.00**

Term Loan

– From Bank	3,13,899.94	7,37,609.71
– Finance lease obligations	26,249.52	14,536.73
– From Financial Institutions	2,35,884.49	1,316.23

External Commercial Borrowings 2,03,799.58 1,94,082.52

Foreign Currency Loans from Banks & Financial Institutions 62,454.71 –

Total **8,42,288.24** **9,47,545.19**

Total Secured Loan (A) **9,31,258.24** **10,16,445.19**

UNSECURED LOANS

Bonds / Debentures

Foreign Currency Convertible Bonds – 1,21,871.50

Term Loan

– From Bank 6,256.10 –

External Commercial Borrowings 4,383.15 8,215.14

Other – 1,561.26

Total Unsecured Loan (B) **10,639.25** **1,31,647.90**

Total Long Term Borrowings (A + B) **9,41,897.49** **11,48,093.09**

Particulars of Security

Term Debts from Financial Institutions/Banks are secured by way of first mortgage of company's all Immovable Properties ranking pari passu interse and hypothecation of whole of the Company's Movable Properties including Plant & Machinery, Machinery spares, tools and accessories and personal guarantee of one of the directors of the company and loans under EFS/ECS /HP/Lease schemes are secured by way of charge on the sepcified assets financed under the scheme.

Maturity Profile:

- A) Non Convertible Debentures are within the interest ranging between 10% to 11.50% and are repayable in next 5 years up to the financial year 2019-2020.
- B) Term Loans from Banks and financial Institutions are within the interest band of 1% to 3.50 % over and above the base rate and are repayable in quarterly installments up to the financial year 2024-2025.
- C) Foreign Currency Loan\External Commercial Borrowings carry interest between 3% to 4.25 % over and above LIBOR and are repayable in next 5 years up to the financial year 2019-2020
- D) Finance lease are repayable up to the financial year 2021-2022

Note No: 2.4 DEFERRED TAX LIABILITIES (NET) (Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Liabilities		
Depreciation	97,391.58	1,20,964.90
Assets		
On Account of Expenses allowed on payment basis	(42,086.08)	(16,782.00)
Total Deferred Tax Liability	55,305.50	1,04,182.90

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

Note No: 2.5 OTHER LONG TERM LIABILITIES (Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Deferred Revenue	187.72	295.89
Statutory Dues	3,149.74	6,038.74
Loan from Promoters	12,250.00	–
Others*	3,809.31	796.78
Total	19,396.77	7,131.41

*Includes Tax Deferment, Retention Money, Suppliers Credit etc.

Note No: 2.6 LONG TERM PROVISIONS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Provision for Employee Benefits		
Gratuity	2,602.62	1,676.74
Leave Encashment	856.61	1,390.08
Pensions	28,868.14	15,837.80
Other long term employee benefits	13,115.28	7,513.54
Provision for contract penalties and legal disputes	937.67	1,330.17
Total	46,380.32	27,748.33

Note No: 2.7 SHORT TERM BORROWINGS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
SECURED/UNSECURED LOANS		
– For Working Capital		
– From Banks & Financial Institutions	2,40,040.22	2,89,788.88
– From Others	291.49	79,042.75
Short Term Corporate Loan		
– From Banks & Financial Institutions	2,500.00	–
Total Secured Loan (A)	2,42,831.71	3,68,831.63
UNSECURED LOANS		
– From Banks & Financial Institutions	1,805.00	–
– Foreign Currency Loans from Banks & Financial Institutions	29,844.91	–
Total Unsecured Loan (B)	31,649.91	–
Total Short Term Borrowings (A+B)	274,481.62	3,68,831.63

Particulars of Security

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

Corporate Loan of Rs. 2500 Lacs is secured by way of subservient charge on entire fixed assets of the company and pledge of Shares of one of the Associate Company viz. Castex Technologies Limited held by the Company as an Investment.

Note No: 2.8 TRADE PAYABLES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Trade Payables*	1,24,076.76	1,04,266.51
Advance from Customers	10,048.90	3,354.97
Bills payable	2,494.64	653.67
Total	1,36,620.30	1,08,275.15

*Note: Trade Payable includes amount of Rs. 325.59 Lacs (Previous Year Rs. 624.96 Lacs) payable to small & medium enterprises.

Note No: 2.9 OTHER CURRENT LIABILITIES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Current maturities of Long Term Debts	1,16,677.37	2,41,428.57
Installment of Long Term Debt due, but not paid	18,919.28	–
Installment of ECB due but not paid	8,765.33	–
Debentures matured and remaining unpaid	79,860.00	–
Current maturities of Sales Tax Deferment obligations	–	172.59
Current maturities of finance lease obligations	16,602.96	7,742.51
Interest accrued but not due on borrowings	15,441.40	8,548.76
Interest accrued and due on borrowings	17,126.13	32.56
Unclaimed Dividend	27.83	65.76
Expenses Payable	10,796.51	12,933.97
Personnel Expenses Payable	17,908.55	14,928.76
Other Liabilities*	80,304.25	37,072.90
Total	382,429.61	3,22,926.38

*Other liabilities includes capital goods creditors & other short terms liabilities.

Note No: 2.10 SHORT TERM PROVISIONS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Proposed Dividend	–	1,509.00
Corporate Dividend Tax	–	307.81
Provision For Tax (Net of Payments)	8,577.78	3,047.34
Provisions for employee benefits		
– Provision for Leave Enchashment	8,287.62	5,530.26
– Provision for Gratuity	66.27	120.99
– Provision for Pension	549.74	1,777.31
– Other	5,504.46	1,852.76
Provision for warranty	10,337.91	3,666.87
Provision for mark to market loss on Principal Only Swap	–	258.78
Other Provisions	1,046.30	–
Total	34,370.08	18,071.12

Note - 2.11 Fixed Assets

(Rupees In Lacs)

Particulars	Gross Block						Depreciation					Net Block	
	Opening Balance	Additions During the period*	Revaluation	Sale/Transfer During the period**	Translation	As at 30th Sept. - 2015	Upto 30th Sept. - 2014	Provided During the period	Written Back/ Adjustment During the period***	Translation	Upto 30th Sept. - 2015	As at 30th Sept. - 2015	As at 30th Sept. - 2014
(A) Tangible Assets													
Land- Freehold	46,473.86	2,813.15	(12.35)	11,278.98	2,107.11	35,888.57	-	-	-	-	-	35,888.57	46,473.86
Land- Leasehold	6,285.61	21.97	-	-	369.34	5,938.24	758.74	6.84	-	57.29	708.29	5,229.95	5,526.87
Building	169,802.56	52,478.48	118.18	67,953.33	389.67	154,056.22	50,528.89	6,854.52	14,663.07	(1,371.88)	44,092.22	109,964.00	119,273.67
Plant and Equipment	2,324,971.01	350,560.37	35.28	1,089,247.87	4,260.56	1,582,058.23	666,726.73	104,593.06	278,295.62	(4,198.62)	497,222.79	1,084,835.44	1,658,244.28
Electric Installation	16,892.40	1,643.61	-	366.98	635.93	17,533.10	8,732.21	1,101.48	73.23	365.64	9,394.82	8,138.28	8,160.19
Furnitures & Fixtures	12,380.21	1,296.61	-	4,398.67	(99.75)	9,377.90	7,281.45	850.60	2,451.71	(196.22)	5,876.56	3,501.34	5,098.76
Vehicles	7,704.34	580.07	-	2,444.04	285.70	5,554.67	3,284.51	673.58	1,259.40	151.00	2,547.69	3,006.98	4,419.83
Office Equipment	29,989.05	7,342.71	-	10,806.34	(2,587.57)	29,112.99	17,012.74	2,948.57	3,457.00	(2,360.54)	18,864.85	10,248.14	12,976.31
Data Processing Units	5,182.00	2,254.13	-	2,019.47	206.61	5,210.05	3,408.09	546.68	1,266.08	135.45	2,553.24	2,656.81	1,773.91
TOTAL (A)	2,619,681.04	418,991.10	141.11	1,188,515.68	5,567.60	1,844,729.97	757,733.36	117,575.33	301,466.11	(7,417.88)	581,260.46	1,263,469.51	1,861,947.68
(B) Intangible Assets	19,629.11	4,923.51	-	4,778.08	309.85	19,464.69	9,678.55	2,314.67	3,765.94	386.93	7,840.35	11,624.34	9,950.56
TOTAL (B)	19,629.11	4,923.51	-	4,778.08	309.85	19,464.69	9,678.55	2,314.67	3,765.94	386.93	7,840.35	11,624.34	9,950.56
TOTAL (A+B) Current Year	2,639,310.15	423,914.61	141.11	1,193,293.76	5,877.45	1,864,194.66	767,411.91	119,890.00	305,232.05	(7,030.95)	589,100.81	1,275,093.85	1,871,898.24
Previous Year	2,154,761.47	540,304.64	26,830.78	35,603.56	46,983.18	2,639,310.15	614,301.62	106,783.31	(74,053.81)	27,726.83	767,411.91	1,871,898.24	-
(C) Capital Work in Progress	-	-	-	-	-	-	-	-	-	-	-	137,833.62	132,140.61
TOTAL (C)	-	-	-	-	-	-	-	-	-	-	-	137,833.62	132,140.61

* Includes gross fixed assets value of new added subsidiaries of Amtek Auto Limited

** Includes gross fixed assets value of step down subsidiaries of Amtek Auto Limited

*** Includes Accumulated Depreciation of step down subsidiaries and Accumulated Depreciation of newly added subsidiaries

**** Pursuant to the enactment of Companies Act, 2013 (The Act), the Company has reworked Depreciation with reference to the estimated useful lives of the fixed assets, prescribed under Schedule II to the Act or useful life of fixed assets as per the management estimate and history of usage, the Company has retained useful life of certain categories of Plant and Machinery, which is higher than the useful life as indicated in schedule II owing to aforementioned change in estimate. (Except for certain categories of Plant and Machinery where the earlier useful life is retained.) Further based on the transitional provision in note 7(b) of schedule II, an amount of Rs. 446.57 Lacs (Net of deferred tax) has been adjusted against the retained earnings.

Note No: 2.12 NON-CURRENT INVESTMENTS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Investment in Equity Instruments		
Quoted-Long Term Trade at Cost in Domestic Companies		
Nil (1,00,000) Equity Shares of Grapco Mining & Co. Ltd. of Rs. 10/- each*	–	13.00
Nil (1,03,100) Equity Shares of Global Infrastructure & Technologies Ltd. of Rs. 10/- each*	–	54.86
Nil (3,500) Equity Shares of Sanghvi Movers Ltd. of Rs. 2/- each	–	0.60
Nil (5,000) Equity Shares of Good Value Marketing Ltd. of Rs. 10/- each*	–	2.00
Nil (30) Equity Shares of Alliance Integrated Metaliks Ltd. of Rs. 10/- each	–	–
Unquoted-Long Term Trade at Cost in Domestic Associate Companies		
1,81,04,492 (Nil) Equity Shares of Metalyst Forgings Limited (Formerly Known As Ahmednagar Forgings Ltd.) of Rs. 10/- each (Capital Reserve Rs. 320.80 Lacs arising on consolidation)	51,004.40	–
13,61,76,272 (Nil) Equity Shares of Castex Technologies Limited (Formerly Known As Amtek India Ltd.) of Rs. 2/- each (Goodwill Rs. 16,483.58 Lacs arising on consolidation)	1,20,538.82	–
86,15,554 (86,15,554) Equity Shares of ARGL Limited (Formerly Known As Amtek Ring Gears Ltd.) of Rs. 10/- each (Capital Reserve Rs. 9,184.51 Lacs arising on consolidation)	22,527.93	22,801.36
65,65,816 (65,65,816) Equity Shares of ACIL Limited (Formerly Known As Amtek Crankshafts India Ltd.) of Rs. 10/- each (Capital Reserve Rs. 12,928.25 Lacs arising on consolidation)	25,417.92	27,193.84
50,04,575 (50,04,575) Equity shares Amtek Railcar Industries Pvt.Ltd. of Rs.10/- each**	–	2,370.97
Nil (3,04,67,917) Equity Shares of Amtek Tekfor Automotive Ltd. Rs 10/-each of	–	4,398.06
Nil (4,900) shares of Terrasoft Infosystems Private Limited of Rs. 10 /-each	–	15.02
Unquoted-Long Term Trade at Cost in Overseas Companies		
Nil (1) Equity Shares of KTH of UK £ 1 each	–	–
115 (Nil) Equity Share of AWTL Technologies Pte. Ltd. of SGD 1 each	0.06	–
Unquoted-Long Term Trade at Cost in Domestic Companies		
Nil (50,000) Equity Shares of Photon Biotech Ltd. of Rs. 10/- each	–	12.00
Nil (10,000) Equity Shares of Sicom Ltd. of Rs. 10/- each	–	8.00
Nil (10,50,000) Equity Shares of WHF Precision Forgings Ltd. of Rs. 10/- each	–	5.25
18,85,000 (18,85,000) Equity Shares of Garima Buildprop Pvt Ltd of Rs. 10/- each	188.50	188.50
2,47,070 (2,47,070) Equity Shares of Brassco Estates Pvt Ltd of Rs. 10/- each	24.71	24.71
600 (600) Equity Shares of Adityapur Auto cluster Pvt. Ltd. of Rs. 1000/- each	6.00	6.00
56,34,554 (38,58,554) Equity Shares of Blaze Spare Parts Pvt Ltd of Rs.10/- each	5,634.55	3,760.28
56,34,554 (38,58,554) Equity Shares of Gagandeep Steel & Alloys Pvt Ltd.of Rs.10/- each	5,634.56	3,760.28
56,34,554 (38,58,554) Equity Shares of Aaron Steel & Alloys Pvt Ltd.of Rs.10/- each	5,634.55	3,760.28

55,44,554 (37,78,554) Equity Shares of Neelmani Engine Components Pvt Ltd. of Rs. 10/- each	5,544.55	3,720.28
48,56,431 (44,98,276) Equity Shares of Asta Motorcycles & Scooter India Ltd. of Rs. 10/-each	4,146.12	3,720.27
54,80,562 (37,68,554) Equity Shares of Domain Steel & Alloys Pvt Ltd . of Rs. 10/-each	5,480.57	3,709.28
Nil (1,000) Equity shares of The COSMOS Co-operative Bank Ltd.of Rs. 100 /- each	-	1.00
10,000 (10,000) equity shares of Nicco Jubilee Park Limited of Rs 10 /-each	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)
10,000 (10,000) equity shares of Jaimex International Private Limited of Rs 10 /- each	1.00	1.00
Less: Provision for other than temporary diminution	(1.00)	(1.00)

Investment in Preference Instrument

Unquoted-Long Term Trade at Cost in Domestic Associates

13,42,280 (Nil) Preference Shares of Metalyst Forgings Limited formerly known as Ahmednagar Forgings Limited of Rs. 10/- each	3,999.99	-
6,67,935 (Nil) Preference shares of ARGL Limited formerly known as Amtek Ring Gears Ltd of Rs. 10/- each.	1,749.99	-
4,83,088 (Nil) Preference shares of ACIL Limited formerly known as Amtek Crank Shafts India Ltd. of Rs. 10/- each	1,999.98	-
2,17,50,000 (Nil) Preference shares of Amtek Railcar Industries Pvt. Ltd. of Rs. 10/- each	2,127.71	-
4,50,000 (8,50,000) Preference Shares of Jyoti Structures Ltd. of Rs.100/- each	450.00	850.00

Other Investment

Other Investment	5.43	5.43
Less: Provision for dimunition in value of investments	(5.43)	(5.43)
National Savings Certificate	0.15	0.15
Total	2,62,111.06	80,375.99

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Aggregate Value of Quoted Investments	171,543.23	70.46
Aggregate Value of Unquoted Investment	90,567.82	80.305.53
*Market Value of Quoted Investments	41,559.43	5.48

*Market Value of Grapco Mining & Co. Ltd., Global Infrastructure & Technologies Ltd., & Good Value Marketing Ltd. Not available.

**The Loss of associate has exceeded the carried value of the equity investment.

Note: Out of the above shares, 8,15,24,800 Equity Shares of Castex Technologies Ltd. have been pledged to Banks for securing short term Corporate Loan for the Company and others.

Note No: 2.13 LONG TERM LOANS AND ADVANCES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Long Term Loans and Advances		
Unsecured, Considered Good	94,574.97	69,022.52
Security Deposits		
Secured, Considered Good	-	-
Unsecured, Considered Good	2,493.30	2,595.91
Prepaid Expenses	16,044.49	622.87
Total	113,112.76	72,241.30

Note:- There is no loan to any Directors of the company.

Note No: 2.14 CURRENT INVESTMENTS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Investment in Equity Instrument		
Quoted*		
7,014 (21,042) Equity Shares of Dena Bank of Rs. 10 each	1.89	5.68
Nil (8,852) Equity Shares of United Bank of India of Rs. 10 each	-	5.84
Unquoted*		
Nil (55,91,277) Equity Shares of Blaze Spare Parts (P) Ltd of Rs.10/- each	-	5,591.28
Nil (55,91,277) Equity Shares of Gagandeep Steel & Alloys (P) Ltd of Rs.10/- each	-	5,591.28
Nil (55,91,277) Equity Shares of Aaron Steel & Alloys (P) Ltd of Rs.10/- each	-	5,591.28
Nil (55,51,277) Equity Shares of Neelmani Engine Components (P) Ltd of Rs.10/- each	-	5,551.28
Nil (66,25,868) Equity Shares of Asta Motorcycle & Scooter India Ltd of Rs.10/- each	-	5,551.27
Nil (55,34,277) Equity Shares of Domain Steel & Alloys (P) Ltd of Rs.10/- each	-	5,534.28
Investments in Mutual Funds/Bonds/Others**	2,831.67	4,882.56
Total	2,833.56	38,304.75

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Aggregate Value of Unquoted Investments	-	37,410.67
Aggregate value of Mutual Funds/Bonds/Others	2,831.67	4,882.56
Aggregate Value of Quoted Investments	1.89	11.52
* Market value of Quoted investments	2.78	15.89

** Market Value of Mutual Funds/Bonds/Others not available.

Note No: 2.15 INVENTORIES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Raw Material	1,01,847.71	1,65,047.03
Work in Progress	1,23,140.73	1,15,101.61
Finished Goods	27,837.69	18,700.93
Traded Goods	27,724.65	-
Stores, Spares & Dies	38,012.75	45,645.05
Others	128.98	229.56
Total	3,18,692.51	3,44,724.18

Note No: 2.16 TRADE RECEIVABLES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Unsecured considered good outstanding for a period exceeding Six months from the date they are due for Payment	6,956.85	14,781.32
Others	2,49,384.89	2,64,328.49
Total	2,56,341.74	2,79,109.81

Note No: 2.17 CASH AND CASH EQUIVALENTS*

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Cash On Hand	196.18	682.51
Balance with Schedule Banks		
- Current Accounts	50,009.77	49,476.12
- Fixed Deposits (Maturing More than 12 months)	6,463.56	8,676.22
- Fixed Deposits (Maturing Less than 12 months)	738.40	12,919.96
- Fixed Deposits (held As margin money against Letter of Credits/Bank Guarantees etc.)	2,558.89	5,201.46
Earmarked Balances		
- EEFC Account	1.66	4.70
- Unpaid Dividend Accounts	30.58	71.41
Total	59,999.04	77,032.38

* Cash and cash equivalents, as on 30th September 2015 includes restricted bank balances of Rs. 2,591.13 Lacs (Rs. 5,277.57 Lacs.) The restriction is primarily on account of cash and bank balances held as margin money deposited against guarantee/LC's issued by banks and earmarked Balances.

Note No: 2.18 SHORT TERM LOANS & ADVANCES

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Loans & Advances*		
Unsecured, Considered Good	1,05,379.77	80,741.84
MAT Credit Entitlement	13,587.36	30,340.94
Total	1,18,967.13	1,11,082.78

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

Note No: 2.19 OTHER CURRENT ASSETS

(Rupees In Lacs)

Particulars	As At 30.09.2015	As At 30.09.2014
Interest accrued on deposits but not due	113.83	454.26
Other Receivable	5,799.99	151.05
Total	5,913.82	605.31

Note No: 2.20 REVENUE FROM OPERATIONS

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Sales of Products	14,19,294.32	14,81,331.73
Other Sales & Services	76,639.49	64,126.42
Total	14,95,933.81	15,45,458.15

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

Note No: 2.21 OTHER INCOME

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Interest Received	2,847.26	6,410.58
Dividend Income	301.26	134.57
Net Gain on Assets	695.96	1,118.13
Net Gain on Investments	177.68	1,225.39
Other Non Operating Income	21,390.49	16,317.66
Total	25,412.65	25,206.33

Note No: 2.22 COST OF MATERIALS CONSUMED

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Opening Stock of Raw Material	1,65,047.03	1,02,205.09
Add : Purchases of Raw Material*	9,80,609.22	8,87,401.07
	11,45,656.25	9,89,606.16
Less : Adjustment of Raw Material (on cessation of subsidiaries)	1,03,619.19	1,618.59
Less : Closing Stock of Raw Material	101,847.71	1,65,047.03
Total	9,40,189.35	8,22,940.54

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

Note No: 2.23 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS & STOCK IN TRADE
 (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Opening Stock as on 01-10-2014		
- Work in Progress	1,15,101.61	87,559.00
- Finished Goods	18,700.93	14,800.19
- Traded Goods	-	-
- Others	229.56	310.70
Total Opening Stock	1,34,032.10	1,02,669.89
Less : Closing Stock as on 30-09-2015		
- Work in Progress	1,23,140.73	1,15,101.61
- Finished Goods	27,837.69	18,700.93
- Traded Goods	27,724.65	-
- Others	128.98	229.56
Total Closing Stock	1,78,832.05	1,34,032.10
Less (Add):		
- Adjustment (on cessation of subsidiaries)	(1,13,466.03)	4,071.03
- Foreign currency fluctuation	1,007.44	(1,881.29)
- Inventory capitalised	(615.66)	(1,395.77)
Total Adjustment of Stock	(1,13,074.25)	793.97
Net (Increase)/Decrease in Inventories	(1,57,874.20)	(30,568.24)

Note No: 2.24 EXPENSES

Employee Benefits Expenses (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Salaries & Wages	2,01,605.92	1,77,462.66
Contribution to provident & Other Funds	32,924.57	26,431.46
Staff Welfare Expenses	9,271.33	7,179.06
Expenses on Employee Stock Options	3.94	9.88
Total	2,43,805.76	2,11,083.06

Finance Costs (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Interest Expense	142,858.60	1,08,274.55
Other Borrowing Costs	4,081.43	1,712.98
Applicable net gain/loss on foreign currency transactions and translation	98.56	284.40
Total	147,038.59	1,10,271.93

Depreciation and Amortisation Expenses

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Depreciation	1,19,890.00	1,06,783.31
Charged to Revaluation Reserve	–	(8,477.56)
Total	1,19,890.00	98,305.75

Other Expenses

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
A) Manufacturing Expenses		
Consumption of Stores & spare part	52,324.78	60,416.94
Power & Fuel	60,878.17	51,967.15
Testing Fees & Inspection Charges	693.80	2,952.12
Freight Inwards	3,561.86	4,535.80
Carbon credit purchase	85.23	58.86
Repairs to Plant & Machinery	17,421.71	10,502.36
Other Manufacturing Expenses	22,574.35	17,230.23
Total Manufacturing Expenses (A)	1,57,539.90	1,47,663.46
B) Administrative & Selling Expenses		
Advertisement & Publicity	569.90	117.46
Auditor's Remuneration	2,336.86	413.16
Bank Charges	3,810.85	3,651.01
Bad Debts	0.08	57.47
Books & Periodicals	4.28	8.11
Business Promotion Expenses	444.94	304.01
Charity & Donation	79.62	47.91
Commission on factoring	48.21	15.81
Directors Remuneration & Perquisites	373.78	367.39
Insurance Charges	3,452.59	2,761.54
ISO/QS Expenses	0.92	0.40
Legal & Professional	11,923.18	9,447.72
Loss on Sale of Fixed Assets	644.63	17.18
Loss on Foreign Currency Fluctuation	5,805.21	792.25
Miscellaneous Expenses	9,464.83	3,653.50
Office and Factory Expenses	4,981.79	5,237.83
Printing & Stationery	599.11	650.07
Prior period expenses (net)	4,001.48	–
Provision for Bad Debt	0.26	1,632.55
Rate, Fee & Taxes	3,227.91	3,382.72
Rate, Fee & Taxes (Excise duty on closing Stock)	185.15	329.41
Recruitment and Training	45.03	202.18
Rent	9,815.22	7,048.68

Repairs & Maintenance		
– Building	2,514.40	1,524.12
– Others	11,452.16	13,951.81
Running & Maintenance of Vehicle	417.88	968.38
Royalty & Business Service Fee	145.10	93.23
Sale Fees to JV partners	55.56	42.62
Subscription & Membership Fees	91.80	108.88
Telephone, Communication and Postage Expenses	759.55	899.38
Travelling & Conveyance	5,736.69	3,657.20
Watch & Ward	748.50	767.01
Obsolete Inventory	107.94	–
Selling & Distribution Expenses		
Cash Discount ,Warranty Claim Deduction	1,784.67	1,433.09
Freight Outwards	7,911.64	7,790.33
Packing, forwarding & other selling Expenses	3,247.83	2,940.57
	<hr/>	<hr/>
Total Administrative & Selling Expenses (B)	96,789.55	74,314.98
	<hr/>	<hr/>
Total (A + B)	2,54,329.45	2,21,978.44
	<hr/>	<hr/>

Note No: 2.24.1 OTHER EXPENSES (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Auditors Payments		
As Auditor	2,249.58	402.36
For reimbursement of expenses & others	87.28	10.80
	<hr/>	<hr/>
Total	2,336.86	413.16
	<hr/>	<hr/>

Note No: 2.25 CONTINGENT LIABILITIES (Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Letter of credit issued on behalf of company (unexpired)	11,147.38	4,326.28
Bank Guarantees Issued by bank on company's behalf	1,242.66	1,192.30
Jharkhand State Electricity Board towards fuel surcharge and delayed payment surcharge	16.85	16.85
Corporate guarantee	1,56,300.00	–
In respect of bills discounted with Bank	99.92	100.00
Disputed Statutory Dues in respect of Excise Duty/Income Tax/Service Tax/Sales Tax/VAT/Entry Tax etc. (Including Interest & Penalty)	1,775.05	4,969.17
		(Amount not ascertainable)
Contingent Liabilities exists in respect of legal cases by and against the company		
	<hr/>	<hr/>
Total	1,70,581.86	10,604.60
	<hr/>	<hr/>

*Contingent Assets are neither recognised nor disclosed.

Note No: 2.26 CAPITAL COMMITMENTS

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Estimated amount of contracts remaining to be executed on capital account and not provided for	6,751.83	3,161.99
Total	6,751.83	3,161.99

Note No: 2.27 LEASES

a) Finance leases

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
	Present Value of Minimum lease payment	Present Value of Minimum lease payment
Within one year	16,602.96	7,742.51
After one year but not more than five years	26,242.43	14,469.14
Payable later than five years	7.09	67.59
Total	42,852.48	22,279.24
Less : Amounts representing interest	-	-
	42,852.48	22,279.24

b) Operating leases

Present value of minimum lease payment is given below:

(Rupees In Lacs)

Particulars	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
	Minimum lease payment	Minimum lease payment
Within one year	3,700.71	1,139.45
After one year but not more than five years	3,790.45	2,479.23
Payable later than five years	410.87	63.59
Total	7,902.03	3,682.27
Less : Amounts representing interest	-	-
	7,902.03	3,682.27
i) Lease payments charged off to the statement of profit and loss	7,866.38	4,390.79

Note No: 2.28 Basic EPS & Diluted EPS

(Rupees In Lacs)

Calculation of EPS (Basic and Diluted)	For the Year Ended 30.09.2015	For the Year Ended 30.09.2014
Basic		
Opening number of Shares	220,317,928	21,86,23,745
Share issued/FCCB Conversion during the year	4,437,500	16,94,183
Shares bought back during the year	-	-
Total Shares outstanding	224,755,428	22,03,17,928
Weighted Average No of Shares	220,573,236	21,87,22,134
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item	(98,708.68)	84,820.99
Profit/(Loss) after Tax (Rs. Lacs) before extraordinary item	(98,708.68)	86,028.60
EPS (Rs.Per Share) after extraordinary item	(44.75)	38.78
EPS (Rs.Per Share) before extraordinary item	(44.75)	39.33
Diluted		
Stock option outstanding	NIL	NIL
Number of shares considered as basic weighted average shares outstanding	220,573,236	21,87,22,134
Add: Weighted Average of Dilutive Equity	-	2,152,876
Number of shares considered as diluted for calculating of Earning per share Weighted Average	220,573,236	2,20,875,010
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item	(98,708.68)	84,820.99
Add: Effective cost of Dilutive Equity	-	179.97
Profit/(Loss) after Tax (Rs. Lacs) after extraordinary item	(98,708.68)	85,000.96
Profit/(Loss) after Tax (Rs. Lacs) before extraordinary item	(98,708.68)	86,028.60
Add: Effective Cost of Dilutive Equity	-	179.97
Profit/(Loss) after Tax (Rs. Lacs) before extraordinary item	(98,708.68)	86,208.57
Diluted Earning Per Share after extraordinary item	(44.75)	38.48
Diluted Earning Per Share before extraordinary item	(44.75)	39.03

Note 2.29 Related party Disclosure

In accordance with the requirements of Accounting Standard (AS-18) the names of the related parties where control exists and /or with whom transactions have taken place during the year and description of relationships as identified and certified by the management are as hereunder:

(i) Subsidiary Companies /Associates/Joint Ventures

Subsidiary Companies

- 1 Metalyst Forgings Ltd. (Formerly Known as Ahmednagar Forging Ltd.) (Became Associate Company Since March 2015)
- 2 Amtek Deutschland GmbH
- 3 Amtek Investment UK Ltd.
- 4 Amtek Germany Holding GP GmbH
- 5 Amtek Germany Holding GmbH & Co. KG
- 6 Amtek Holding BV
- 7 Amtek Global Technologies Pte. Ltd.
- 8 Amtek Transportation Systems Ltd.
- 9 Alliance Hydro Power Ltd.

- 10 Castex Technologies Ltd. (Formerly Known as Amtek India Ltd.) (Became Associate Company Since March 2015)
- 11 Amtek Defence Technologies Ltd. (Ceased to exist as subsidiary Since June 2015)
- 12 JMT Auto Limited
- 13 Amtek Precision Engineering Pte. Ltd.
- 14 Amtek Integrated Solutions Pte. Ltd.
- 15 Amtek Engineering Solutions Pte Ltd

Subsidiaries of Subsidiary Companies

- 1 Amtek Tekfor Holding GmbH
- 2 Neumayer Tekfor GmbH
- 3 Tekfor Services GmbH
- 4 Neumayer Tekfor Rotenburg GmbH
- 5 Neumayer Tekfor Schmolln GmbH
- 6 Neumayer Tekfor Engineering GmbH
- 7 GfsV
- 8 Neumayer Tekfor Japan Co. Ltd.
- 9 Tekfor Inc.
- 10 Tekfor Maxico SA de CV
- 11 Neumayer Tekfor Automotive Brasil Ltda.
- 12 Neumayer Tekfor SpA
- 13 Tekfor Maxico Services
- 14 Tekfor Services Inc.
- 15 Amtek Powertrain Components B.V. (Ceased to exist as Subsidiary of Subsidiary Since June 2015)
- 16 Amtek Powertrain RUS LLC (Ceased to exist as Subsidiary of Subsidiary Since June 2015)
- 17 Amertec Systems Pvt. Ltd. (Ceased to exist as Subsidiary of Subsidiary Since June 2015)
- 18 Amtek Kuepper GmbH
- 19 August Kupper GmbH
- 20 H.J Kupper System- Und Modultechnik GmbH
- 21 H.J Kupper Metallbearbeitung GmbH
- 22 SKD- GieBerei GMBH
- 23 Kupper Hungaria Kft
- 24 Asahitec Metals (Thailand) Co., Ltd
- 25 Asahi Tec Metals Co. Ltd.
- 26 Techno-Metal Co., Ltd.
- 27 Techno Metal Amtek Japan Investments Ltd.
- 28 Techno Metal Amtek U.K. Investments
- 29 Techno Metal Amtek Thai Hold Co.
- 30 Amtek Universal Technologies Pte Ltd
- 31 AIMD GmbH; Hamburg
- 32 M. Droste Stahlhandel GmbH, Bochum
- 33 HAPU Industrie Vertretungen GmbH, Witten
- 34 OWZ Ostalb-Warmbehandlungszentrum GmbH, Essingen
- 35 SRT GmbH, Essingen
- 36 WTL Werkstofftechnik-Labor GmbH, Aalen
- 37 AIFT GmbH, Hamburg
- 38 BEW-Umformtechnik GmbH, Rosengarten
- 39 GHV Schmiedetechnik GmbH, Ennepetal
- 40 Amtek Machining System Pte Ltd.
- 41 Rege Motorenteile GmbH
- 42 Rege Motorenteile Verwaltungs GmbH
- 43 Rege Holding GmbH
- 44 Rege Automotive Brasov SRL
- 45 Rege Solutions

Joint Ventures

- 1 MPT Amtek Automotive (India) Ltd.
- 2 SMI Amtek Crankshaft Pvt Ltd.

Joint Venture of Subsidiary

- 1 SFE GmbH
- 2 Amtek Riken Casting Pvt. Ltd.

Associates

- 1 ARGL Ltd (Formerly Known as Amtek Ring Gears Ltd.)
- 2 ACIL Ltd (Formerly Known as Amtek Crankshafts India Ltd.)
- 3 Amtek Tekfor Automotive Ltd. (Ceased to be Associate Company Since March 2015)

Associates of Subsidiaries

- 1 Amtek Railcar Pvt. Ltd.
- 2 Terrasoft Infosystems Pvt. Ltd.

(ii) Key Management Personnel

- 1) Sh John Earnest Flintham, Vice Chairman & Managing Director
- 2) Sh. D.S.Malik, Managing Director
- 3) Sh. Vinod Uppal, Chief Financial Officer
- 4) Sh. Rajeev Raj, Company Secretary

Note 2.30 Interest in Joint Ventures Companies

Pursuant to Accounting Standard 27 on Financial Reporting of interest in Joint Ventures, the relevant information relating to the Joint Venture Companies, are as under:

Name of the Joint Venture Company	Country of Incorporation	Proportion of Ownership Interest	Description of Interest
1) MPT Amtek Automotive India Ltd	India	50%	JV's are established principally for manufacture, assemble and to sell automotive components
2) SMI Amtek Crankshaft Pvt Ltd.	India	50%	

The Company's share in the aggregate amount to each of the assets, liabilities, income, expenses, capital Commitment and contingent liabilities as at 30th September 2015 are as under:

Proportion of Company's Interest in Joint Venture	(Rupees in Lacs)	
	M.P.T Amtek Automotive (India) Ltd	SMI Amtek Crankshaft Pvt. Ltd.
Assets	3,398.36	8,244.88
Liabilities	3,398.36	8,244.88
Income	2,874.10	7,873.18
Expenses	2,643.71	8,672.00
Capital Commitments	Nil	Nil
Contingent Liabilities	Nil	Nil

For and on behalf of the Board

As per our report of even date attached

For Manoj Mohan & Associates

Chartered Accountants
 ICAI Firm Regd. No. 009195C

Sd/-
(MANOJ KUMAR AGARWAL)
 Partner
 Membership No. - 76980

Sd/-
JOHN ERNEST FLINTHAM
 Vice Chairman & Managing Director

Sd/-
D.S. MALIK
 Managing Director

Sd/-
VINOD UPPAL
 Chief Financial Officer

Sd/-
RAJEEV RAJ KUMAR
 Company Secretary

Place : New Delhi
 Dated : 28th November, 2015

Registered Office: Plot No.-16, Industrial Estates, Rozka-Meo, Sohna, Mewat , Haryana-122 103 (INDIA)
(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)
CIN: L27230HR1988PLC030333

Name of the Company: AMTEK AUTO LIMITED

Registered Office: Plot No.-16, Industrial Estates, Rozka-Meo, Sohna, Mewat , Haryana-122 103 (INDIA)

Website: www.amtek.com

Name of the Member (s) :
Registered address :
E mail id :
Folio No. / Client Id :
DP ID :

I / We, being the member(s) of _____ Equity Shares of Amtek Auto Limited, hereby appoint

1. Name : _____
Address : _____
E-mail Id : _____
Signature : _____ , or failing him / her
2. Name : _____
Address : _____
E-mail Id : _____
Signature : _____ , or failing him / her
3. Name : _____
Address : _____
E-mail Id : _____
Signature : _____ , or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Thursday the **31st day of December, 2015 at 9.30 a.m** at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions set out in the AGM Notice convening the meeting, as are indicated below:

Resolution No.	Description
1	To receive, consider and adopt ; a) the audited financial statement of the Company for the financial year ended September 30, 2015, the reports of the Board of Directors and Auditors thereon; b) the audited consolidated financial statement of the Company for the financial year ended September 30, 2015 and the reports of the Auditors thereon.
2	To appoint a Director in place of Mr. D.S. Malik (DIN- 00052362), who retires by rotation and being eligible offer himself for re-appointment.
3	To appoint Auditors and to fix their remuneration.
4	To appointment of Mrs. Madhu Vij as an Independent Director.
5	To adopt Memorandum of Association as per Companies Act, 2013.
6	To Retify the Remuneration of the Cost Auditors.
7	To approve Related Party Transaction.

Signed this day of 2015

Signature of Proxy Holder(s).....

Signature of Shareholder.....

Revenue
Stamp

- Notes:** (1) The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the meeting.
(2) A proxy need not be a Member of the Company.



AMTEK AUTO LIMITED

Registered Office: Plot No.-16, Industrial Estates, Rozka-Meo, Sohna, Mewat , Haryana-122 103 (INDIA)
CIN: L27230HR1988PLC030333

ATTENDANCE SLIP

(To be handed over at the Registration Counter)

DP Id****	
Client Id****	

Folio No.	
No of Shares	

I/We hereby record my/our presence at the Annual General Meeting of the Company being held on Wednesday, **31st Day of December 2015 at 9.30 a.m. at Plot No.-16, Industrial Estate, Rozka-Meo, Sohna, Mewat, Haryana - 122 103.**

1. Name(s) of the Member : 1. Mr./Ms.
and Joint Holder(s) 2. Mr./Ms.
(in block letters) 3. Mr./Ms.

2. Address:

3. Father's/Husband's
Name (of the Member) : Mr.

4. Name of Proxy : Mr./Ms.
1.
2.
3.

Signature of the Proxy

Signature(s) of Member and Joint Holder(s)

- Notes:** 1. Please complete the Attendance slip and hand it over at the Registration Counter at the venue.
2.**** Applicable for Investors holding Shares in electronic form.

BOOK-POST

If undelivered please return to :

AMTEK AUTO LIMITED

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