



Commercial Engineers & Body Builders Co Ltd.



124, Napier Town, Jabalpur-482 001 INDIA, Ph. 2451941-43, 4085082, 4085924

Fax : 0761-4037469, 2407009, E-mail : cal_corporate@rediffmail.com, corporate@tatacommercial.com

Tuesday, February 07, 2012

To,

The Secretary,
Bombay Stock Exchange Limited,
25th Floor, P J Towers,
Dalal Street,

MUMBAI - 400 001

Fax No. 022 2272 2039/ 022 2272 2041

The Secretary

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No C/1 G Block,
Bandra Kurla Complex, Bandra (East)

Mumbai 400051

Fax No. 022-2659 8237/38, 66418124/25/26

Sub: Outcome of the Board Meeting held on 07th February, 2012

Scrip code: CEBBCO EQ

Dear Sir/Madam,

Please find enclosed herewith the following:

1. Outcome of the Meeting of the Board of Directors of the Company held today.
2. Un-audited financial results of the Company along with Limited Review Report for the third quarter ended 31st December, 2011 pursuant to the provisions of clause 41 of the listing agreement.

Kindly acknowledge the receipt of the same and oblige.

Thanking you,

Yours faithfully,

For Commercial Engineers & Body Builders Co Limited

Kailash Gupta

Chairman cum Managing Director



Encl: as above

FACTORY : INDUSTRIAL AREA, RICHHAI, JABALPUR-482 010, DIAL 2330817, 2330872

FAX : 0761-2331488, E-mail ID : cebbco@rediffmail.com

Regd. Office : 84/105-A, G.T.Road, KANPUR-208 003



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Outcome of the Board Meeting of Commercial Engineers & Body Builders Co Ltd

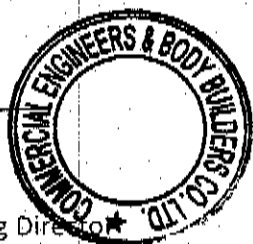
Held on 7th February 2012 at 124, Napier Town, Jabalpur

1. Board approved the Un-audited Financial Results of the Company for the third quarter ended 31st December, 2011 and authorized Mr. Kailash Gupta, Chairman cum Managing Director of the Company to sign and forward the same to Stock Exchanges.
2. Resignation tendered by Mr. Amit Jain, Chief Financial Officer of the Company was accepted by the board and the board appointed Mr. Abhijit Kanvinde as Chief Financial Officer of the Company in his place w.e.f. 7th February, 2012.
3. Resignation tendered by Mr. Shyam Mani, Director dated 30th January, 2012 was placed before the Board for their consideration. Board discussed the same and thereafter decided that Mr. Kailash Gupta, CMD should send a request to Mr. Shyam Mani to continue on the Company's Board and in view of this the same was not accepted by the board.

For Commercial Engineers & Body Builders Co Limited

Kailash Gupta

Chairman cum Managing Director



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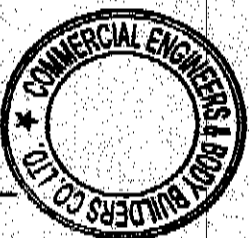
Regd. Office : 84/105-A, G.T.Road, KANPUR-208 003

COMMERCIAL ENGINEERS & BODY BUILDERS CO. LIMITED

Regd. office : 84/205-A, G. Road, Kampur Mahanagar, Kampur - 208 003, Uttar Pradesh, India

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2011

Sr. No.	Particulars	Quarter Ended			Nine months ended			Previous year ended 31.03.2011 (Audited)
		December 31, 2011 (Unaudited)	September 30, 2011 (Unaudited)	December 31, 2010 (Unaudited)	December 31, 2011 (Unaudited)	December 31, 2010 (Unaudited)	December 31, 2010 (Unaudited)	
1	Sales (Gross)	18,005.93	16,755.73	5,162.27	46,246.19	20,472.18	29,533.84	
	Less: Excise Duty	4,893.31	5,143.11	1,149.74	13,468.07	5,487.37	8,317.63	
	Net sales	13,112.62	11,612.62	4,012.53	32,838.12	14,984.81	21,216.21	
2	Other Operating Income	165.63	108.10	114.21	385.14	325.38	457.47	
3	Total sales / Income from Operations (1+2)	13,278.23	11,720.72	4,126.74	33,223.26	15,310.19	21,673.68	
4	Expenditure							
a) (Increase) in stocks of finished products, work in progress and scrap		(691.99)	(158.06)	(1,043.32)	(437.43)	(745.56)	(1,650.39)	
b) Consumption of raw materials		10,870.89	9,038.81	3,862.87	25,425.42	12,314.07	18,073.55	
c) Manufacturing Expenses		481.65	482.90	286.27	1,383.06	787.56	1,214.48	
d) Employee Cost		365.16	370.75	284.79	1,038.86	746.17	1,052.14	
e) Depreciation and amortisation		166.21	146.79	98.32	437.99	275.27	385.25	
f) Other expenditure		373.43	396.75	282.24	1,066.01	800.12	1,230.13	
Total Expenditure (a to f)		11,568.95	10,377.94	3,771.23	28,933.91	14,177.63	20,305.16	
5	Profit from Operations before Other Income, Interest and Exceptional Items (3-4)	1,713.28	1,342.78	355.47	4,289.35	1,132.56	1,368.53	
6	Other Income	49.32	78.94	68.41	222.89	119.97	285.48	
7	Profit before Interest and Exceptional Items (5+6)	1,762.60	1,421.72	423.88	4,512.24	1,252.53	1,654.01	
8	Interest	197.38	180.39	226.06	553.13	705.90	926.89	
9	Profit after Interest but before Exceptional Items (7-8)	1,565.22	1,241.33	197.82	3,959.11	546.63	727.11	
10	Exceptional Items							
11	Profit from ordinary activities before tax (9-10)	1,565.22	1,241.33	197.82	3,959.11	546.63	727.11	
12	Tax expense							
a) Current Tax		343.45	206.00	57.36	744.32	125.58	101.53	
b) Deferred Tax		97.30	86.21	17.19	448.35	(115.21)	55.64	
Total Tax expense (a+b)		440.75	292.21	74.55	1,192.67	160.37	157.17	
13	Net Profit from ordinary activities after Tax (11-12)	1,124.47	949.12	123.27	2,766.44	386.26	569.94	
14	Extraordinary item							
15	Net Profit for the period (13-14)	1,124.47	949.12	123.27	2,766.44	386.26	569.94	
16	Paid Up Equity Share Capital (Face Value Rs.10/-)							
17	Reserves excluding Revaluation Reserves	5,494.30	5,494.30	5,494.30	5,494.30	5,494.30	5,494.30	
18	Basic and diluted EPS for the quarter, for the nine months and for the previous year (not annualised) before and after Extraordinary Items	2.05	1.73	0.27	5.04	0.89	1.18	
19	Public Shareholding							
	Number of Shares	24,277,797	24,747,135	26,367,135	24,277,797	26,367,135	26,367,135	
	Percentage of Shareholding	44.19%	45.04%	47.99%	44.19%	47.99%	47.99%	
20	Promoters and Promoter Group Shareholding							
a) Pledged/Encumbered								
	Number of Shares							
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)							
	Percentage of shares (as a % of the total share capital of the Company)							
b) Non-encumbered								
	Number of Shares	30,665,167	30,195,829	28,575,829	30,665,167	28,575,829	28,575,829	
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	
	Percentage of shares (as a % of the total share capital of the Company)	55.81%	54.96%	52.01%	55.81%	52.01%	52.01%	



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Notes:

1. The details of utilisation of net proceeds of Initial Public Offer (IPO) as required under Clause 43 of the Listing Agreement is as under:

Particulars	Amount to be utilised as per Prospectus	Actual Utilisation till December 31, 2011	Balance to be utilised/(Excess) utilised *
Capital expenditure for Railway project	8030.06	10278.38	(2,248.32)
Prepayment of identified loan facilities	5905.10	2385.19	3,519.91
General Corporate Purpose	248.34	248.34	248.34
Total	14183.50	12663.57	1519.93

Pending utilisation as at December 31, 2011, the funds are temporarily invested/held in:

Mutual Funds	13.64
Bank Balances	1506.28
Total	1519.92

* The Management, in response to the competitive and dynamic nature of the industry, has the discretion to revise its business plan from time to time and consequently funding requirements and deployment of funds may also change which may include rescheduling the proposed utilisation of net proceeds of the IPO.

2. The principal business of the Company is sheet metal fabrication and bodybuilding. All other activities of the Company revolve around its main business. Hence, there is only one reportable business segment as defined by Accounting Standard 17 – "Segment Reporting" (AS 17).

3. The Company had challenged the constitutional validity of entry tax collected by State of Madhya Pradesh on goods purchased from other states by filing a writ petition in Hon'ble High Court of Madhya Pradesh on 30th August, 2007. The petition was decided against the Company. The Company had filed a Special Leave Petition (SLP) before the Hon'ble Supreme Court, again challenging the constitutional validity of Entry Tax. As per the interim order passed by Supreme Court, the Company was directed to deposit the unpaid Entry tax before the petition is decided.

The Company has, accordingly, upto the period-end, already deposited Entry tax aggregating to Rs.809,57 lacs (including interest aggregating to Rs. 1.47 lacs) for the period from April, 2007 to December 31, 2011 to the authorities, under protest.

The Hon'ble Supreme Court has transferred the SLP to a Higher Bench before the Chief Justice of the Supreme Court of India for decision, which is pending as at the period-end. The Company is hopeful that the matter will be decided in its favour and hence no provision for the above is required in the accounts at this stage.

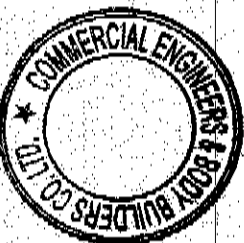
4. Corresponding figures of previous year have been regrouped/rearranged wherever necessary.

5. Other expenditure includes discounting charges @ 1.65% on Gross Sales given to one of largest customers of the Company as per agreed terms to ensure early payment from the said customer. The same is considered as part of operating expenditure.

6. There were no pending investor complaints at the beginning of the quarter. The Company has not received any complaint during the quarter and, hence there are no complaints pending as on December 31, 2011.

7. The above unaudited financial results were reviewed by the Audit Committee and approved by the Board of Directors at the Meetings held on 7th February, 2012.

Jabalpur
7th February, 2012



Katlash Gupta
Managing Director

For and on behalf of the Board of Directors

Deloitte Haskins & Sells

Chartered Accountants
12, Dr. Annie Besant Road
Opp. Shiv Sagar Estate
Worli, Mumbai - 400 018
India

Tel: +91 (022) 6667 9000
Fax: +91 (022) 6667 9100

AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED

We have reviewed the accompanying Statement of Unaudited Financial Results of Commercial Engineers & Body Builders Co Limited ("the Company") for the quarter and nine month ended December 31, 2011 ("the Statement"). This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.

Based on our review, read with the notes to the Statement nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Registrars.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117366W)



A.B. Jani
Partner

(Membership No. 46488)

Jabalpur, February 7, 2012