ISO 9001 COMPANY

LIVE THE FUTURE

# FEDDERS LLOYD CORPORATION LTD.

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)
Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909

November 28, 2012

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001 Maharashtra

**BSE Code: 500139**
**Fax No: 022 22722039**

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, Maharashtra
**NSE Code: FEDDERLOYD**
**Fax No: 022 2659 8237 / 38**

**Subject- Outcome of Board Meeting held on November 28, 2012**

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at their meeting held today i.e., November 28, 2012 at 4.00 P.M., inter-alia had considered and approved the following:

1. The Audited Financial Results of the Company for the year ended June 30, 2012(both standalone and consolidated).

2. Recommendation of dividend of Re.1 per equity share of Rs.10 each (10% of the total paid up capital of the company) for the Financial Year 2011-2012 subject to the approval of shareholder in ensuing Annual General Meeting of the Company.

3. To convene the 56th Annual General Meeting of the shareholders of the Company to be held on 27th December, 2012 at C – 4, Phase – II, Noida, Distt. Gautam Budh Nagar, U.P. 201305.

4. Closure of the Register of Members & Share Transfer Books of the Company from Saturday, 22nd December, 2012 to Thursday, 27th December, 2012(both day inclusive) for the purpose of Dividend.

Kindly take the above information on record and oblige.

Thanking you

Yours truly,
For **Fedders Lloyd Corporation Limited**

**Purnima Sharma**
**Company Secretary**
*Enclosure: as above*

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## FEDDERS LLOYD CORPORATION LIMITED

REGD:C-4, PHASE-II, NOIDA, DISTT. GAUTAM BUDH NAGAR, U.P-201305
AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 30TH JUNE,2012

PART I — Rs. In Lakhs

Statement of Audited Results for the Year Ended 30.06.2012

| | Particulars | Standalone | | Consolidated | |
|---|---|---|---|---|---|
| | | For the year ended | | For the year ended | |
| | | 30.06.2012 (Audited) | 30.06.2011 (Audited) | 30.06.2012 (Audited) | 30.06.2011 (Audited) |
| 1 | **Income from operations** | | | | |
| | Net sales/income from operations(net of excise duty) | 88,285.71 | 84,587.31 | 88,363.19 | 84,587.31 |
| | Other Operating Income | 944.97 | - | 944.97 | - |
| | **Total Income from Operations (net)** | **89,230.68** | **84,587.31** | **89,308.17** | **84,587.31** |
| 2 | Expenses | | | | |
| | (a) Cost of material consumed | 70,208.37 | 53,848.61 | 70,292.95 | 53,848.61 |
| | (b) Purchase of Stock-in-Trade | 5,594.94 | 16,225.97 | 5,594.94 | 16,225.97 |
| | (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | (3,918.92) | (1,427.80) | (3,918.92) | (1,427.80) |
| | (d) Employee benefits expense | 2,462.15 | 2,156.64 | 2,462.15 | 2,156.64 |
| | (e) Depreciation and amortisation expense | 1,761.18 | 1,020.56 | 1,761.18 | 1,020.56 |
| | (f) Other expenses | 5,388.39 | 4,370.97 | 5,406.39 | 4,370.97 |
| | **Total Expenses** | **81,496.10** | **76,194.95** | **81,598.68** | **76,194.95** |
| 3 | **Profit / (Loss)from Operations before other income, finance costs & exceptional items (1-2)** | **7,734.58** | **8,392.35** | **7,709.49** | **8,392.35** |
| 4 | Other Income | - | 249.97 | - | 249.97 |
| 5 | **Profit/(Loss) from ordinary activities before finance costs & exceptional items (3+4)** | **7,734.58** | **8,642.32** | **7,709.49** | **8,642.32** |
| 6 | Finance Costs | 3,551.77 | 2,867.37 | 3,551.87 | 2,867.41 |
| 7 | **Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)** | **4,182.81** | **5,774.95** | **4,157.61** | **5,774.92** |
| 8 | Exceptional items | 1,387.20 | - | 1,387.20 | - |
| 9 | **Profit(+) / Loss(-) from Ordinary activities before tax (7+8)** | **5,570.01** | **5,774.95** | **5,544.81** | **5,774.92** |
| 10 | Tax Expense | 1,103.54 | 1,124.31 | 1,103.54 | 1,124.31 |
| 11 | **Net Profit (+)/Loss(-) from ordinary activities after tax (9-10)** | **4,466.47** | **4,650.64** | **4,441.27** | **4,650.61** |
| 12 | Extraordinary items (net of tax expense ) | - | - | - | - |
| 13 | **Net Profit (+)/Loss(-) for the period (11-12)** | **4,466.47** | **4,650.64** | **4,441.27** | **4,650.61** |
| 14 | **Share of profit / (loss) of associates** | - | - | | - |
| 15 | **Minority interest** | - | - | - | - |
| 16 | **Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)** | **4,466.47** | **4,650.64** | **4,441.27** | **4,650.61** |
| 17 | Paid-up equity share capital(Face Value of the Share shall be indicated) | 3,076.97 | 3,076.97 | 3,076.97 | 3,076.97 |
| 18 | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | 24,245.21 | 20,151.65 | 24,047.20 | 19,976.96 |
| 16 | **(i) Earnings per share(before extraordinary items) (of Rs.10/- each)(not annualised):** | | | | |
| | **(a) Basic** | 14.52 | 15.11 | 14.43 | 15.11 |
| | **(b) Diluted** | 14.52 | 15.11 | 14.43 | 15.11 |
| | **(ii) Earnings per share(after extraordinary items) (of Rs.10/- each)(not annualised):** | | | | |
| | (a) Basic | 14.52 | 15.11 | 14.43 | 15.11 |
| | (b) Diluted | 14.52 | 15.11 | 14.43 | 15.11 |

For Fedders Lloyd Corporation Ltd.

For Fedders Lloyd Corporation Limited

Company Secretary

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| PART II | Select Information for the Year ended 30/06/2012 | | |
|---|---|---|---|
| | Particulars | 30.06.2012 (Audited) | 30.06.2011 (Audited) |
| A | PARTICULARS OF SHAREHOLDING | | |
| 1 | Public shareholding | | |
| | - Number of shares | 17,863,112 | 19,117,564 |
| | - Percentage of shareholding | 58.05% | 62.13% |
| | | | |
| 2 | Promoters and Promoter Group Shareholding | | |
| | a) Pledged / Encumbered | | |
| | - Number of shares | NIL | NIL |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | NIL | NIL |
| | - Percentage of shares (as a % of the total share capital of the company) | NIL | NIL |
| | b) Non - encumbered | | |
| | - Number of shares | 12,906,588 | 11,652,136 |
| | - Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group) | 100.00% | 100.00% |
| | - Percentage of shares (as a % of the total share capital of the company) | 41.95% | 37.87% |

| | Particulars | For the year ended June 30,2012 |
|---|---|---|
| | | |
| B | INVESTOR COMPLAINTS | |
| | | |
| | Pending at the beginning of the year | 0 |
| | Received during the year | 36 |
| | Disposed of during the year | 36 |
| | Remaining unresolved at the end of the year | 0 |

| Format for Reporting of Segment wise Revenue, Results and Capital Employed | | | | Rs. In Lakhs |
|---|---|---|---|---|
| Particulars | Standalone | | Consolidated | |
| | For the year ended | | For the year ended | |
| | 30.06.2012 (Audited) | 30.06.2011 (Audited) | 30.06.2012 (Audited) | 30.06.2011 (Audited) |
| **1. Segment Revenue** | | | | |
| (a) Segment –ENVIRONMENTAL CONTROL SYSTEM | 12,867.11 | 47,315.35 | 12,867.11 | 47,315.35 |
| (b) Segment – STEEL STRUCTURE & ENGINEERING | 42,558.11 | 17,053.72 | 42,558.11 | 17,053.72 |
| (c) Segment – POWER PROJECTS | 33,805.46 | 20,218.24 | 33,805.46 | 20,218.24 |
| **Total** | **89,230.68** | **84,587.31** | **89,230.68** | **84,587.31** |
| **Less: Inter Segment Revenue** | - | - | - | - |
| **Net sales/Income From Operations** | **89,230.68** | **84,587.31** | **89,230.68** | **84,587.31** |
| **2.Segment Results** (Profit)(+)/ Loss (-) before tax and interest from Each segment) | | | | |
| (a) Segment –ENVIRONMENTAL CONTROL SYSTEM | 1,367.17 | 5,051.58 | 1,367.17 | 5,051.58 |
| (b) Segment – STEEL STRUCTURE & ENGINEERING | 3,089.74 | 1,676.83 | 3,089.74 | 1,676.83 |
| (c) Segment – POWER PROJECTS | 2,959.20 | 1,811.00 | 2,959.20 | 1,811.00 |
| **Total** | **7,416.11** | **8,539.41** | **7,416.11** | **8,539.41** |
| Less: (i) Interest | 2,921.83 | 2,398.70 | 2,921.83 | 2,398.70 |
| (ii) Other Un-allocable Expenditure net off | 311.47 | 615.73 | 336.67 | 615.77 |
| (iii) Un-allocable income | 1,387.20 | 249.97 | 1,387.20 | 249.97 |
| **Total Profit Before Tax** | **5,570.01** | **5,774.95** | **5,544.81** | **5,774.91** |
| **3.Capital Employed** | | | | |
| (Segment assets – Segment Liabilities) | | | | |
| (a) Segment –ENVIRONMENTAL CONTROL SYSTEM | 7,937.83 | 25,707.88 | 7,937.83 | 25,707.88 |
| (b) Segment – STEEL STRUCTURE & ENGINEERING | 25,325.79 | 4,028.16 | 25,325.79 | 4,028.16 |
| (c) Segment – POWER PROJECTS | 7,367.08 | 339.10 | 7,367.08 | 339.10 |
| (d) Unallocated | 1,235.98 | 1,541.10 | 1,210.78 | 1,541.06 |
| Total | 41,866.68 | 31,616.24 | 41,841.48 | 31,616.20 |

For Fedders Lloyd Corporation Ltd.

Managing Director

For Fedders Lloyd Corporation Limited

Company Secretary

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## STATEMENT OF ASSETS AND LIABILITIES

| | Standalone Statements of Assets and Liabilities | Standalone | | Consolidated | |
|---|---|---|---|---|---|
| | | For the year ended | | For the year ended | |
| | | 30.06.2012 | 30.06.2011 | 30.06.2012 | 30.06.2011 |
| | | (Audited) | (Audited) | (Audited) | (Audited) |
| A | EQUITY AND LIABILITIES | | | | |
| 1 | Shareholders' funds | | | | |
| | (a) Share capital | 3,076.97 | 3,076.97 | 3,076.97 | 3,076.97 |
| | (b) Reserves and surplus | 24,245.21 | 20,151.65 | 24,047.20 | 19,976.96 |
| | ( c) Money received against share warrants | - | - | - | - |
| | **Sub-total-Shareholders' funds** | **27,322.18** | **23,228.62** | **27,124.17** | **23,053.93** |
| 2 | Share application money pending allotment | - | - | - | - |
| 3 | Minority Interest | - | - | - | - |
| 4 | **Non-current liabilities** | | | | |
| | (a) Long -term borrowings | 12,704.97 | 6,685.30 | 12,704.97 | 6,685.30 |
| | (b) Deferred tax liabilities(net) | 83.17 | 107.20 | 83.17 | 107.20 |
| | ( c) Other long-term liabilities | - | - | - | - |
| | (d) Long-term provisions | 309.18 | 267.93 | 309.18 | 267.93 |
| | **Sub-total-Non-current liabilities** | **13,097.31** | **7,060.44** | **13,097.31** | **7,060.44** |
| 5 | **Current liabilities** | | | | |
| | (a) Short-term borrowings | 22,707.20 | 19,547.22 | 22,707.20 | 19,547.22 |
| | (b) Trade payables | 8,510.41 | 6,651.95 | 8,510.41 | 6,607.13 |
| | (c )Other current liabilities | 4,975.20 | 2,558.90 | 4,976.71 | 2,558.90 |
| | (d) Short-term provisions | 3,046.09 | 3,664.41 | 3,046.09 | 3,664.41 |
| | **Sub-total-Current liabilities** | **39,238.91** | **32,422.49** | **39,240.42** | **32,377.66** |
| | TOTAL-EQUITY AND LIABILITIES | **79,658.40** | **62,711.54** | **79,461.90** | **62,492.03** |
| B | ASSETS | | | | |
| 1 | **Non-current assets** | | | | |
| | (a) Fixed assets | 27,512.32 | 15,732.47 | 27,512.32 | 15,732.47 |
| | (b)Goodwill on consolidation | - | - | - | - |
| | (c) Non-current investments | 103.16 | 98.16 | 48.70 | 43.70 |
| | (d )Deferred tax assets(net) | - | - | - | - |
| | (e) Long-term loans and advances | 4,816.58 | 951.74 | 4,636.07 | 771.65 |
| | (f )Other non-current assets | - | 35.01 | - | 35.01 |
| | **Sub-total-Non-current assets** | **32,432.06** | **16,817.38** | **32,197.09** | **16,582.82** |
| 2 | **Current assets** | | | | |
| | (a) Current investments | - | - | - | - |
| | (b) Inventories | 21,114.04 | 19,260.52 | 21,128.44 | 19,284.47 |
| | (c ) Trade receivables | 20,094.21 | 17,722.31 | 20,099.44 | 17,679.57 |
| | (d) Cash and cash equivalents | 1,302.29 | 4,941.60 | 1,314.22 | 4,970.30 |
| | (e) Short-term loans and advances | 4,715.80 | 3,969.73 | 4,722.72 | 3,974.86 |
| | (f) Other current assets | - | - | - | - |
| | Sub-total-Current assets | 47,226.34 | 45,894.16 | 47,264.81 | 45,909.21 |
| | TOTAL-ASSETS | 79,658.40 | 62,711.54 | 79,461.90 | 62,492.03 |

For Fedders Lloyd Corporation Ltd.

For Fedders Lloyd Corporation Limited

Company Secretary

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**Notes:**

1 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on November 28, 2012

2 As per Accounting Standard 17 on Segments Reporting of ICAI, during the quarter, the reportable segments of the Company have been classified as (i) Environmental Control Systems (ii) Steel Structure & Engineering and (iii) Power Projects

3 The Board of Director of the Company recommended dividend of Re. 1/- per equity shares of Rs.10/- each(i.e 10% of total paid up equity share capital of the Company) for the 2011-12, subject to approval of shareholders in the ensuing Annual General Meeting of the Company.

4 The figures of the earlier periods have been re-grouped/re-arranged wherever necessary.

5 The consolidated Financial Results include the financial results of the subsidiary, Fedders Lloyd Trading FZE, UAE

**For Fedders Lloyd Corporation Limited**

**Brij Raj Punj**
**Chairman & Managing Director**

**Place:New Delhi**
**Date:28.11.2012**

CERTIFIED TRUE COPY

For Fedders Lloyd Corporation Limited

Company Secretary