



November 18, 2013

- | | |
|---|---|
| 1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5 th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051
(Company Code : HINDMOTORS) | 2 Corporate Relationship Dept.
BSE Limited
1 st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai – 400 001
(Company Code : 500500) |
| 3 The Secretary
The Calcutta Stock Exchange Limited,
7 Lyons Range
Kolkata – 700 001
(Company Code : 1000012) | |

Dear Sir(s),

Enclosed please find two statements (Annexure A and Annexure B) of Audited Financial Results of the Company for the eighteen month period ended 30th September, 2013. While the statement marked Annexure-A is the one which is being published in the newspapers in terms of requirement of Clause 41 of the Listing Agreement, the other marked Annexure-B is in terms of Clause 20 of the Listing Agreement. The results were approved by the Board of Directors of the Company at its meeting held on date. The Audited Financial Results (Annexure A) is being published in the newspaper on 19th November, 2013.

Enclosed please also find Auditor's Report on Financial Results for the quarter ended 30th September, 2013 and for the eighteen month period ended 30th September, 2013 of the Company pursuant to the Clause 41 of the Listing Agreement.

A line of acknowledgement, in the meantime, shall be awaited.

Thanking you,

Yours faithfully
For Hindustan Motors Limited


Uttam Bose
Managing Director

Encl: As above

- | | |
|--|---|
| Cc: 1 National Securities Depository Ltd.
Trade World, 4 th Floor
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013 | 2 Central Depository Services (India) Ltd.
Phiroze Jeejeebhoy Towers
26 th Floor, Dalal Street
Mumbai - 400 023 |
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Hindustan Motors Limited

Regd. Office "Birla Building", 14th Floor,
9/1, R.N. Mukherjee Road,
Kolkata-700 001.

Audited Financial Results for the Quarter / 18 month period ended 30th September, 2013**(Rupees in Lacs)**

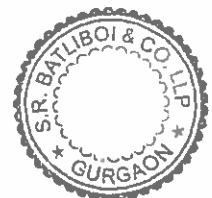
	Stand-alone			Consolidated			
	Quarter ended			18 month period ended	Previous year ended	18 month period ended	Previous year ended
	30.09.13	30.06.13	30.09.12	30.09.13	31.03.12	30.09.13	31.03.12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)
	(Refer note 5)						
Part I							
Particulars							
1 Income from Operations							
a) Net Sales / Income from Operations	10299	9241	13121	71384	48814	71387	49228
b) Other Operating Income	134	156	143	905	612	1036	782
Total Income from Operations (Net)	10433	9397	13264	72289	49426	72423	50010
2 Expenses							
a) Cost of materials consumed	7281	7024	2576	42585	31531	42569	31534
b) Purchase of Traded Goods	801	661	7809	17843	10253	17843	10253
c) (Increase)/ Decrease in Finished Goods, Stock-in-Trade and Work-in-Progress	136	(1207)	2206	(1576)	335	(1576)	700
d) Employee Benefits Expense	2398	2273	2089	13615	8573	13629	8583
e) Depreciation and Amortisation Expense	411	440	338	2197	2179	2202	2182
f) Other Expenses	2212	2376	1081	11728	8642	11859	8791
Total Expenses	13239	11567	16099	86372	61513	86526	62043
3 Profit/(Loss) from Operations before Other Income, Finance costs & Exceptional items (1-2)	(2806)	(2170)	(2835)	(14083)	(12087)	(14103)	(12033)
4 Other Income	170	71	79	1173	719	1232	633
5 Profit/(Loss) before Finance costs & Exceptional items (3+4)	(2636)	(2099)	(2756)	(12910)	(11368)	(12871)	(11400)
6 Finance Costs	633	527	484	3089	2029	2987	1981
7 Profit/(Loss) after Finance Costs but before Exceptional items (5-6)	(3269)	(2626)	(3240)	(15999)	(13397)	(15858)	(13381)
8 Exceptional items	3167	-	-	8001	10056	7269	8598
9 Profit/(Loss) before Tax (7+8)	(102)	(2626)	(3240)	(7998)	(3341)	(8589)	(4783)
10 Tax Expenses							
a) Current Tax	-	-	-	-	-	39	18
b) Deferred Tax	(131)	(116)	(230)	(878)	(344)	(878)	(344)
c) Tax provision for earlier years (Net)	-	-	-	-	(1)	2	(5)
11 Net Profit/(Loss) after tax before Minority interest & Share of Profit/(Loss) of Associate (9-10)	29	(2510)	(3010)	(7120)	(2996)	(7752)	(4452)
12 Add. Share of Profit/(Loss) of Associate						404	1310
13 Less. Minority interest in Profit/(Loss)						-	-
14 Net Profit/(Loss) for the period	29	(2510)	(3010)	(7120)	(2996)	(7348)	(3142)
15 Paid-up Equity Share Capital* (Face value = Rs 5)	9239	9239	9239	9239	8649	9239	8649
16 Reserves (excl. Revaluation Reserves)				(13163)	(6898)	(13295)	(6800)
17 Earnings per share (not annualised)							
a) Basic (Rs.)	0.02	-1.37	-1.62	-3.89	-1.85	-4.01	-1.94
b) Diluted (Rs.)	0.02	-1.37	-1.62	-3.89	-1.85	-4.01	-1.94

* Excluding amount in respect of forfeited shares

Part II

A Particulars of Shareholding							
1 Public Shareholding							
- Number of Shares	117298739	117298739	117298739	117298739	117298739		
- Percentage of Shareholding	63.48%	63.48%	63.48%	63.48%	67.81%		
2 Promoters and Promoter Group Shareholding							
a) Pledged/Encumbered							
- Number of Shares	26271854	26271854	26271854	26271854	26271854		
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	38.94%	38.94%	38.94%	38.94%	47.19%		
- Percentage of Shares (as a % of the total share capital of the company)	14.22%	14.22%	14.22%	14.22%	15.19%		
b) Non-encumbered							
- Number of Shares	41201400	41201400	41201400	41201400	29401400		
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	61.06%	61.06%	61.06%	61.06%	52.81%		
- Percentage of Shares (as a % of the total share capital of the company)	22.30%	22.30%	22.30%	22.30%	17.00%		

B Particulars	Quarter ended 30.09.2013
Investor Complaints	
Pending at the beginning of the quarter	Nil
Received during the quarter	14
Disposed of during the quarter	14
Remaining unresolved at the end of the quarter	Nil



Notes:

1) Statement of Assets and Liabilities

		(Rupees in Lacs)			
Particulars		Stand-alone		Consolidated	
		As at 30.09.13 (Audited)	As at 31.03.12 (Audited)	As at 30.09.13 (Audited)	As at 31.03.12 (Audited)
A EQUITY AND LIABILITIES					
1 Shareholders' Funds					
(a) Share Capital		9247	8657	9247	8657
(b) Reserves and Surplus		(12407)	(6141)	(12538)	(6044)
(c) Warrants		-	361	-	361
Sub-total - Shareholders' Funds		(3160)	2877	(3291)	2974
2 Minority Interest (# Full figure Rs. 21891)				-	#
3 Non-current Liabilities					
(a) Long Term Borrowings		-	2954	-	2954
(b) Deferred Tax Liabilities (Net)		-	878	-	878
(c) Other Long-term Liabilities		1340	519	1340	519
(d) Long-term Provisions		790	648	790	648
Sub-total - Non-current Liabilities		2130	4999	2130	4999
4 Current Liabilities					
(a) Short Term Borrowings		7171	9772	7171	9262
(b) Trade Payables		7983	8709	8016	8742
(c) Other Current Liabilities		11783	8632	11789	8650
(d) Short-term Provisions		775	266	780	267
Sub-total - Current Liabilities		27712	27379	27756	26921
TOTAL EQUITY AND LIABILITIES		26682	35255	26595	34894
B ASSETS					
1 Non-Current Assets					
(a) Fixed Assets		11888	12735	11897	12748
(b) Non-current Investments		1845	8531	1643	8013
(c) Deferred Tax Assets (Net)		-	-	2	1
(d) Long-term Loans and Advances		771	795	771	798
(e) Other Non-current Assets		-	-	-	-
Sub-total - Non-current Assets		14504	22061	14313	21560
2 Current Assets					
(a) Inventories		8133	6184	8136	6184
(b) Trade Receivables		2068	1967	2065	1974
(c) Cash and Bank balances *		713	3574	803	3696
(d) Short-term Loans and Advances		1258	1431	1261	1432
(e) Other Current Assets		6	38	17	48
Sub-total - Current Assets		12178	13194	12282	13334
TOTAL ASSETS		26682	35255	26595	34894

* Includes cash and cash equivalents of Rs. 702 lacs (previous year Rs. 1987 lacs)

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 18th November, 2013.
- At the Board of Directors meetings held on 10th January, 2013 and 9th February, 2013 a scheme of arrangement for demerger of the "Chennai Car Plant" of the Company to its wholly owned subsidiary namely Hindustan Motor Finance Corporation Limited w.e.f 1st April 2012 has been approved. The scheme is subject to requisite approvals, including sanction of the High Court. Pending the same, no accounting adjustment thereof has been made in the above results.
- In view of above, the Board of Directors at their meeting held on 7th May, 2013 had decided to extend the accounting year till 30th September, 2013, which has also been approved by Registrar of Companies, West Bengal. Accordingly, the Company is publishing audited financial results for the eighteen month period ended 30th September, 2013 and hence the previous year figures are not comparable.
- The figures of last quarter are the balancing figures between the audited figures in respect of the full financial year ended 30th September 2013 and the unaudited published year-to-date figures up to 30th June 2013, which were subjected to limited review.



- 6) The above results include profit/(loss) from discontinuing operation i.e. "Chennai Car Plant" of the Company which is to be demerged w.e.f 1st April, 2012 as stated in Note No.3 above, the details whereof are as under:

(Rupees in Lacs)					
Particulars	Quarter ended			18 month period ended	Previous Year ended
	30.09.13	30.06.13	30.09.12	30.09.13	31.03.12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
	(Refer note 5)				
1 Income from Operations					
a) Net Sales / Income from Operations	8081	6053	10396	51389	35501
b) Other Operating Income	77	96	56	379	239
Total income from Operations (Net)	8158	6149	10452	51768	35740
2 Expenses					
a) Cost of materials consumed	5443	4678	1161	27811	22447
b) Purchase of Traded Goods	490	256	7337	15417	8591
c) (Increase) / Decrease in Finished Goods, Stock-in-Trade and Work-in-Progress	600	(964)	1561	(552)	208
d) Employee Benefits Expense	581	523	492	3345	2147
e) Depreciation and Amortisation Expense	310	346	241	1608	1647
f) Other Expenses	1229	1511	273	5970	4648
Total Expenses	8653	6350	11065	53599	39688
3 Profit/(Loss) from Operations before Other Income, Finance costs & Exceptional items (1-2)	(495)	(201)	(613)	(1831)	(3948)
4 Other Income	41	19	32	442	214
5 Profit/ (Loss) before Finance costs & Exceptional items (3+4)	(454)	(182)	(581)	(1389)	(3734)
6 Finance Costs	159	153	165	945	738
7 Profit/ (Loss) after Finance Costs but before Exceptional items (5-6)	(613)	(335)	(746)	(2334)	(4472)
8 Exceptional items	-	-	-	-	-
9 Profit/ (Loss) before Tax (7+8)	(613)	(335)	(746)	(2334)	(4472)
10 Tax Expenses (including deferred tax)	(109)	(104)	(79)	(542)	(486)
11 Net Profit / (Loss) for the period (9-10)	(504)	(231)	(667)	(1792)	(3986)

- 7) a) Exceptional items represent profit on sale/ transfer of immovable properties and non-current investments.
b) There were no extraordinary items during the respective periods reported above.
- 8) At the Board of Directors meeting held on 30th October, 2013, it has been decided to divest the whole or part of the business/interests of the Company in Forge Shop and Foundry Shop at Uttarpara, West Bengal, subject to requisite approvals.
- 9) During the year ended 31st March 2011, the Company had made provision for recompense of interest amount of Rs.1500 lacs to Lenders under Corporate Debt Restructuring scheme. The Company has not made provision for the balance amount of recompense, if any, pending finalisation of the same, pursuant to ongoing discussions with the Lenders for reduction in the amount thereof.
- 10) As the accumulated losses of the Company at the end of the financial year ended 30th September, 2013 exceeded its entire networth, the Company will take necessary steps to comply with the legal requirements.
- 11) The operating results have been adversely affected due to adverse market conditions as well as adverse exchange rate of US \$ / Japanese Yen. The Management is in the process of taking necessary measures to augment the net worth and to improve the operating results including but not limited to sale of non-core assets, introduction of new variants of vehicles and sale of certain manufacturing facilities. The Management is confident that these measures are expected to result in sustainable cash flows and accordingly, the Company continues to prepare its accounts on a "Going Concern" basis.
- 12) The Government of West Bengal (GoWB) has alleged that the Company has realized an excess sum of Rs. 19447 lacs from the sale of 314 acres of land at Hindmotor, West Bengal in earlier years and it should refund the said amount along with interest thereon. The Company has been legally advised that there is no liability on the Company to make any payment against the alleged demand. Accordingly, the Company has denied and disputed the allegations. Since the contentions of GoWB are being contested by the Company, no provision is considered necessary by the management against the said claim.
- 13) The consolidated financial results as indicated above includes Hindustan Motors Limited, its subsidiaries and associates.
- 14) The Company has sold part of its investment in HM Export Limited (HME) during the quarter and its holding in HME has reduced to 26.46% as on 30th September, 2013. Accordingly, HME ceased to be a subsidiary of the Company and became associate w.e.f. 26th September, 2013. The Company has also sold its balance share holding in HME on 8th October, 2013.



- 15) As the Company's business activity falls within a single primary business segment, viz., "Automobiles" and there is no reportable secondary segment i.e. geographical segment, the disclosure requirement of Accounting Standard-17 "Segment Reporting" as notified by Companies (Accounting Standards) Rules, 2006 (as amended) is not applicable.
- 16) Prior period figures have been re-grouped / rearranged, wherever necessary.

New Delhi
Dated: 18th November, 2013

By Order of the Board



Uttam Bose
Managing Director



(Meeting of the Board of Directors of the
Company held on 18.11.2013)

Name of the Company : HINDUSTAN MOTORS LIMITED

(A) AUDITED FINANCIAL RESULTS FOR 18 MONTH PERIOD ENDED 30TH SEPTEMBER, 2013.

(Rs. in lacs)

Particulars	18 month period ended 30.09.2013	Year ended 31.03.2012
1 Net Revenue from Operations	72289	49426
2 Other Income	1173	719
3 Total Expenditure	84175	59334
4 Gross Profit/ Loss (before deducting any of the following :)	(10713)	(9189)
(a) Finance Costs	3089	2029
(b) Depreciation and Amortisation Expense	2197	2179
5 Profit/(Loss) before Exceptional Items and Tax	(15999)	(13397)
6 Exceptional Items	8001	10056
7 Profit/(Loss) before Tax	(7998)	(3341)
8 Tax Expenses	(878)	(345)
9 Profit/(Loss) for the Year	(7120)	(2996)
10 Surplus/(Deficit) in the Statement of Profit & Loss (Opening)	(7772)	(4776)
11 Surplus/(Deficit) in the Statement of Profit & Loss (Closing)	(14892)	(7772)
12 Dividend (in Rs) per Equity Share	Nil	Nil
13 Paid up Equity Share Capital (Face value = Rs.5) (Excluding amount in respect for forfeited shares)	9239	8649
14 Reserves excluding Revaluation Reserves	(13163)	(6898)
(B) Particulars of proposed Rights/Bonus issue, if any	None	None
(C) Date from which the dividend is payable	N/A	N/A
(D) Remarks/qualifications, if any :-	-	-

Yogesh Goenka

Chief Financial Officer and Company Secretary

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company
Pursuant to the Clause 41 of the Listing Agreement****To****Board of Directors of Hindustan Motors Limited**

1. We have audited the quarterly financial results of Hindustan Motors Limited for the quarter ended September 30, 2013 and the financial results for eighteen month period ended September 30, 2013, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of eighteen months period ended September 30, 2013 and the published year-to-date figures up to June 30, 2013, being the date of the end of the fifth quarter of the current financial year, which were subjected to limited review. The financial results for the quarter ended September 30, 2013 have been prepared on the basis of the financial results for the fifteen-months period ended June 30, 2013, the audited annual financial statements as at and for eighteen months period ended September 30, 2013, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the fifteen-month period ended June 30, 2013 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued pursuant to the Companies (Accounting Standards) Rules, 2006, (as amended) as per Section 211(3C) of the Companies Act, 1956 (read with the General Circular 15/2013 dated 13/09/2013 issued by the Ministry of Corporate Affairs) and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for eighteen month period ended September 30, 2013; and the relevant requirements of Clause 41 of the Listing Agreement.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



3. Without qualifying our opinion, attention is drawn to the following notes to the financial results:
- (a) Note 9 regarding the demand for right of recompense by the Lenders under Corporate Debt Restructuring scheme. As stated in the said Note, in view of the Company's request for reduction in the amount of recompense of interest which the Lenders have agreed to consider, no provision against the balance amount of recompense payable (net of Rs. 1500 lacs already paid to the Lenders), if any, is considered necessary by the management.
 - (b) Note 11 regarding preparation of these accounts on a going concern basis, although the entire net-worth of the Company stands eroded. Management of the Company has initiated various measures to make the operations of the Company viable. These mitigating factors have been more fully discussed in above referred note, in view of which, the accounts have been continued to be prepared under the going concern assumption.
 - (c) Note 12 regarding the demand of Government of West Bengal (GoWB) for payment of Rs.19447 lacs along with interest thereon in relation to excess realization of the said sum from the sale of land at Hindmotor, West Bengal, in earlier years. As stated in the said Note, the Company is of the view that it has not committed any default of the said Government Order and based on the legal advice obtained by the Company, no provision is considered necessary by the management against the said claim of GoWB.
4. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
- i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
 - ii. give a true and fair view of the net profit/ loss and other financial information for the quarter ended September 30, 2013 and for eighteen month period ended September 30, 2013.
5. Further, read with paragraph 1 above, we report that the figures for the quarter ended September 30, 2013 represent the derived figures between the audited figures in respect of eighteen month period ended September 30, 2013 and the published year-to-date figures up to June 30, 2013, being the date of the end of the fifth quarter of eighteen month period ended September 30, 2013, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.



S.R. BATLIBOI & CO. LLP

Chartered Accountants

6. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

ICAI Firm registration number: 301003E



per **Raj Agrawal**

Partner

Membership No.: 82028

New Delhi

November 18, 2013

