ISO 9001 COMPANY

LIVE THE FUTURE

LLOYD ELECTRIC & ENGINEERING LIMITED

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

July 27, 2013

Listing Department
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip Code: 517518

Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

NSE Symbol: LLOYDELENG

Sub: Outcome of Board Meeting

Dear Sir,

This is to inform you that the Board of Directors of the Company at their meeting held today i.e. 27th July, 2013, inter-alia have considered and approved the following:

1. The un-audited Financial Results of the Company for the quarter ended June 30, 2013, alongwith the Limited Review Report for the quarter ended June 30, 2013.

2. The matter regarding alteration of Object Clause of the Company to include the business of Heat Exchanger and consumer durable goods as main objects of the Company.

3. To conduct Postal Ballot process for obtaining shareholders approval through Special Resolution for change in Object clause.

4. Appointment of Mr. Sanjay Chugh, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and approval of Calendar of events for the said postal ballot.

5. Recommended the re-appointment of Mr. Surjit Krishan Sharma, Dr. Geeta Ajit Tekchand and Mr. Ramesh Kumar Vasudeva, directors liable to retire by rotation as Directors of the Company at the ensuing Annual General Meeting.

6. Recommended the re-appointment of M/s Suresh C. Mathur & Co., Chartered Accountant as Statutory Auditors of the Company for the Financial Year 2013-2014 at the ensuing Annual General Meeting.

For LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary

7. Fixation of the 26th Annual General Meeting of the Company to be held on 21st September, 2013 at 9.00 A.M. at the registered Office of the Company situated at A-146 (B&C), RIICO Industrial Area, District Alwar, Bhiwadi, Rajasthan-301019.

8. Closure of the Register of Members & Share Transfer Books of the Company from Monday, 16th September, 2013 to Saturday, 21st September, 2013 (both days inclusive) for the purpose of 26th Annual General Meeting of the Company and payment of dividend if approved at the ensuing Annual General Meeting.

Kindly take the above information on record and oblige.

Thanking You,

Yours faithfully,
For Lloyd Electric and Engineering Ltd.

For LLOYD ELECTRIC & ENGINEERING LTD.

Company Secretary

Anita K. Sharma
Company Secretary
Encl: a/a

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LLOYD ELECTRIC & ENGINEERING LIMITED

Regd. Office: A-146, (B&C), RIICO Industrial Area, Bhiwadi, Distt. Alwar, Rajasthan-301019

UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013

PART 1 STATEMENT OF UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER YEAR ENDED 30/6/2013

Amt. in crores

		Particulars	3 months ended			STANDALONE (Year ended)
			30.06.2013 (un-audited)	31.03.2013 (audited)	30.06.2012 (un-audited)	31.03.2013 (Audited)
1		**Income from operations**				
	a)	Net Sales/ income from operations (Net of excise)	374.23	332.36	311.75	1001.71
	b)	Other operating income	0.04	4.14	0.217	5.67
		Total Income from operations (net)	**374.28**	**336.50**	**311.97**	**1007.38**
2		**Expenses**				
	a)	cost of materials consumed	321.43	260.2	232.40	814.14
	b)	Purchases of stock-in-trade		-6.41	40.18	40.35
	c)	Changes in inventories of finished goods, work in progess and stock-in-trade	-18.46	-4.04	-15.90	-67.04
	d)	Employee benefits expense	8.69	7.75	6.53	27.49
	e)	Depreciation and amortisation expense	5.52	5.52	4.95	20.61
	f)	Other expenses	22.22	34.29	16.91	61.61
		Total Expenses	**339.40**	**297.31**	**285.08**	**897.16**
3		**Profit(+) / Loss(-) from Operations before Other Income, Interest, Exceptional Items (1-2)**	**34.88**	**39.19**	**26.89**	**110.22**
4		Other Income				
5		**Profit(+) / Loss(-) from ordinary activities before finance cost and exceptional items (3+4)**	**34.88**	**39.19**	**26.89**	**110.22**
6		Finance costs (including bank charges)	15.03	15.57	8.09	46.70
7		**Profit(+) / Loss(-) from ordinary activities after finance cost but before Exceptional Items & Tax (5-6)**	**19.85**	**23.62**	**18.80**	**63.52**
8		Exceptional Items				
9		**Profit(+) / Loss(-) from Ordinary Activities beforeTax (7+8)**	**19.85**	**23.62**	**18.80**	**63.52**
10		Tax expense	3.97	6.73	3.76	14.72
11		**Net Profit(+) / Loss(-) from Ordinary Activities AfterTax (9-10)**	**15.88**	**16.89**	**15.04**	**48.80**
12		Extraordinary Items (net of tax expense)				
13		**Net Profit(+) / Loss(-) for the period**	**15.88**	**16.89**	**15.04**	**48.80**
14		Paid-up Equity Share Capital (Face value of Rs. 10/- per share)	35.32	31.00	31.00	31.00
15		Reserve excluding Revaluation Reserves				476.72
16		Debenture Redemption Reserve				12.50
17		Earning per share (EPS)				
	a)	Basic	4.50	5.45	4.85	15.74
	b)	Diluted	4.50	5.45	4.85	15.74
18		Debt service Coverage ratio (DSCR) no. of times**				1.82
19		Interest Service Coverage Ratio (ISCR) no. of times***				6.42

** 1) Debt service coverage ratio (DSCR): Earning before Interest & Tax/ (Interest Expense + Principal repayment)

***2) Interest Service Coverage Ratio (ISCR): Earning before interest & tax/ Interest Expense

For Lloyd Electric & Engineering Ltd.

(Authorised Signatory)

CHAIRMAN and Managing Director

For LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary

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A		PARTICULARS OF SHAREHOLDING				
1		Public Shareholding				
		- Number of shares	18529635	19028235	19108235	19028235
		- Percentage of shareholding	52.46%	61.38%	61.64%	61.38%
2		Promoters and Promoter Group Shareholding				
	a)	Pledged/Encumbered				
		-Number of shares	NIL	NIL	NIL	NIL
		-% of shares to total shareholding of promoter & promoter group				
		-% of shares to total share capital of the company				
	b)	Non-Encumbered				
		-Number of shares	16790625	11972025	11892025	11972025
		-% of shares to total shareholding of promoter & promoter group	100%	100%	100%	100.00%
		-% of shares to total share capital of the company	47.54%	38.62%	38.36%	38.62%
B		INVESTOR COMPLAINTS				
		Pending at the beginning of the quarter	0			
		Received during the quarter	3			
		Disposed of during the quarter	3			
		Remaining un-resolved at the end of the quarter	0			

Notes:

1) The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 27th July 2013.

2) The figures for the quarter ended June 30, 2013, includes the figures of the 'Heat exchanger business' of Perfect Radiators & Oil Coolers Pvt. Ltd. (PROC) which stands transferred to the Company, pursuant to the sanction of the scheme of arrangement with effective date as 11th June 2013 and therefore to that extend not comparable with those of the previous year.

3) The scheme of arrangement (the scheme) under section 391-394 of the Companies Act, 1956 has been sanctioned by the Hon'ble High Court of Judicature at Delhi vide its order dated 8th April'2013 and by Hon'ble High Court of Judicature at Rajasthan, Jaipur bench vide its order dated 31st May'2013. The scheme became effective on 11th June'2013 on filing with Registrar of Companies (ROC), with appointed date of the scheme being 1st April'2011.
Pursuant to the scheme becoming effective:

a) The assets and liabilities of Heat Exchanger business of PROC stands transferred to and vested with the Company at their respective book value as appearing in the books of the PROC at the close of business of the day immediately preceding the appointed date i.e. 1st April'2011.

b) 43,20,000 equity shares of Rs. 10/- each have been alloted on 14th June 2013 to the equity shareholders of the demerged company whose names appeared in the register of members on 31st May 2013 , the record date, without payment being received in cash.

c) All employees of demerged company in service on the effective date and employed with the Heat Exchanger business have deemed to have become the employees of the Company with effect from the appointed date or their respective joining dates which ever is later.

4) Pursuant to the allotment of shares, the equity paid-up capital of the Company stands increased to Rs. 353,202,600/-, divided into 35,320,260 equity shares of Rs.10/- each.
The Company has filed listing application for listing of additional shares issued pursuant to the scheme of arrangement. The National Stock Exchange of India vide its letter dated 24th July'2013 has accorded its in-principle approval to the listing of shares. In-principle approval from BSE is awaited.

5) The Company has opted to publish only standalone results. The consolidated un-audited figures of the Company alongwith subsidiaires are as follows:

Rs. in crores

Particulars	un-audited Qtr. ended June 30, 2013	audited Qtr. ended March 31, 2013	un-audited Qtr. ended June 30, 2012	Audited for FY ended March 31, 2013
Consolidated Turnover	448.45	411.64	395.66	1306.69
Consolidated Profit After Tax	16.02	12.29	16.03	45.46
Consolidated Earnings per share (basic & diluted)	4.53	3.97	5.17	14.66

6) The standalone results for the quarter ended June 30, 2013 have been subjected to limited review by the Statutory Auditors of the Company in compliance with the listing agreement with stock exchanges.

7) During the quarter ended June 30, 2013, the provision of Rs. 5.98 crores has been provided in the consumption of raw material for foreign exchange fluctuation yet to be realised.

8) The figures for the previous periods have been re-grouped/recast wherever necessary to make them comparable with the figures of the current period.

9) The figures for the Quarter ended March 31, 2013 are the balancing figures between the Audited figures in respect of the full financial year and the year to date figures upto the third quarter ended December 31, 2012 which were subjected to limited review by the Statutory Auditors.

For Lloyd Electric & Engineering Ltd.

BRIJ RAJ PUNJ
CHAIRMAN & MANAGING DIRECTOR

Authorised Signatory

Place : New Delhi
Date: 27.07.2013

For LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary

SURESH C. MATHUR & CO.
CHARTERED ACCOUNTANTS

64, REGAL BUILDINGS, (2ND FLOOR)
CONNAUGHT PLACE, NEW DELHI-110001
TEL.: (O) 41501620 / 23346733
/ 23361181 (TELEFAX)
Email : scmca2011@gmail.com

Limited Review Report to
M/s. Lloyd Electric & Engineering Limited

We, M/s. Suresh C. Mathur & Co., Statutory Auditors of M/s. Lloyd Electric & Engineering Limited (hereinafter referred to as the 'Company') having its Registered Office at A-146, (B&C), RIICO Industrial Area, Bhiwadi, Distt. Alwar, Rajasthan – 301 019, hereby confirm that we have reviewed the accompanying statement of unaudited financial results of the said Company for the quarter ended 30th June, 2013 **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.** This statement is the responsibility of the Company's Management and has been approved by the Board of Directors meeting held on 27th July, 2013. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

for Suresh C. Mathur & Co.
Chartered Accountants,

(Brijesh C. Mathur)
Partner
M. No. 83540

Place: New Delhi
Dated: 27th July, 2013

Suresh C. Mathur & Co. NEW DELHI Chartered Accountants

For LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary