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

August 29, 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. 29th August, 2013, has inter-alia approved the following:

1. The Audited Annual Accounts of the Company for the financial year ended on March 31, 2013 (both Standalone and Consolidated) along with the Auditors Report thereon to give effect to the Scheme of Arrangement after taking into account the operation of heat exchanger undertaking of Perfect Radiators & Oil Coolers Private Limited which has been demerged and transferred to Lloyd Electric & Engineering Limited as per the orders of the Hon'ble High Court of Delhi and Rajasthan dated 8th April, 2013 and 31st May, 2013 respectively. The scheme has become effective on 11th June, 2013 upon filing the said order with Registrar of Companies with appointed date as 1st April, 2011.

2. Considered and re-scheduled the date of 26th Annual General Meeting of the Company, which is now scheduled to be held on 28th 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.

3. Considered and re-scheduled the dates for closure of the Register of Members & Share Transfer Books of the Company from Monday, 23rd September, 2013 to Saturday, 28th 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 LIMITED

Anita K. Sharma
Company Secretary
Company Secretary
Encl: a/a

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LLOYD ELECTRIC & ENGINEERING LIMITED

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

AUDITED STANDALONE RESULTS FOR THE YEAR ENDED MARCH 31, 2013

PART 1 STATEMENT OF STANDALONE AUDITED RESULTS FOR THE YEAR ENDED 31/3/2013

Rs. In crores

		Particulars	Standalone for year ended (Audited)		Consolidated for Year ended (Audited)	
			31.03.2013 post merger	31.3.2012 post merger	31.03.2013 post merger	31.03.2012 post merger
1		Income from operations				
	a)	Net Sales/ Income from operations (Net of excise)	1169.38	1047.17	1474.30	1341.20
	b)	Other operating income	5.91	3.16	5.03	10.15
		Total Income from operations (net)	1175.29	1050.33	1479.33	1351.35
2		Expenses				
	a)	cost of materials consumed	962.13	808.18	1136.28	1090.24
	b)	Purchases of stock-in-trade	40.35	83.42	40.35	83.42
	c)	Changes in inventories of finished goods, work in progess and stock-in-trade	-76.18	-132.64	-82.50	-130.38
	d)	Employee benefits expense	34.43	31.28	99.81	103.63
	e)	Depreciation and amortisation expense	22.27	21.29	31.62	30.63
	f)	Other expenses	68.67	53.37	129.52	86.37
		Total Expenses	1051.67	964.90	1355.08	1263.91
3		Profit(+) / Loss(-) from Operations before Other Income, Interest, Exceptional Items (1-2)	123.62	85.43	124.25	87.44
4		Other Income				
5		Profit(+) / Loss(-) from ordinary activities before finance cost and exceptional items (3+4)	123.62	85.43	124.25	87.44
6		Finance costs	50.74	32.40	52.70	37.11
7		Profit(+) / Loss(-) from ordinary activities after finance cost but before Exceptional Items & Tax (5-6)	72.88	53.03	71.55	50.33
8		Exceptional Items				
9		Profit(+) / Loss(-) from Ordinary Activities beforeTax (7+8)	72.88	53.03	71.55	50.33
10		Tax expense	16.72	13.69	18.76	15.21
11		Net Profit(+) / Loss(-) from Ordinary Activities AfterTax (9-10)	56.16	39.34	52.79	35.12
12		Extraordinary Items (net of tax expense)				
13		Net Profit(+) / Loss(-) for the period	56.16	39.34	52.79	35.12
14		Paid-up Equity Share Capital (Face value of Rs. 10/- per	31.00	31.00	31.00	31.00
15		Equity Share suspense	4.32	4.32	4.32	4.32
16		Reserve excluding Revaluation Reserves	513.30	465.71	502.84	461.03
17		Debenture Redemption Reserve	12.50	5.00	12.50	5.00
18		Earning per share (EPS)				
	a)	Basic **	15.90	11.14	14.95	9.94
	b)	Diluted **	15.90	11.14	14.95	9.94
19		Debt service Coverage ratio (DSCR) no. of times***	1.60			
20		Interest Service Coverage Ratio (ISCR) no. of times***	6.11			

** Basic & diluted EPS has been calculated after considering allotment of shares to the shareholders of Perfect Radiators & Oil Coolers Pvt.Ltd.

PART-II SELECT INFORMATION

A		PARTICULARS OF SHAREHOLDING****			
1		Public Shareholding	19028235	19108235	
		- Number of shares	61.38%	61.64%	
		- Percentage of shareholding			
2		Promoters and Promoter Group Shareholding			
	a)	Pledged/Encumbered			
		-Number of shares	NIL	NIL	NIL
		-% of shares to total shareholding of promoter & promote			
		-% of shares to total share capital of the company			
	b)	Non-Encumbered	11972025	11892025	
		-Number of shares	100.00%	100.00%	
		-% of shares to total shareholding of promoter & promote	38.62%	38.36%	
		-% of shares to total share capital of the company			
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		

**** shareholding as on March 31, 2013 is prior to the allotment of new shares issued pursuant to scheme of arrangement

d Electric & Enginee[illegible] Ltd

Chairman & Mana[illegible]

FOR LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary

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STATEMENT OF ASSETS AND LIABILITIES

Rs. In crores

PARTICULARS	Standalone		consolidated	
	Audited year ended	Audited year ended	Audited year ended	Audited year ended
	31.03.2013	31.03.2012	31.03.2013	31.03.2012
A EQUITY & LIABILITIES				
1) SHAREHOLDERS' FUND				
a Capital	31.01	31.01	31.01	31.01
b Equity share suspense	4.32	4.32	4.32	4.32
c Reserves & Surplus	526.15	471.06	515.69	466.38
Sub-total - Shareholders' funds	561.48	506.39	551.02	501.71
2) Share application money pending allotment	0.00	0.00	0.00	0.00
3) Minority Interest*	0.00	0.00	0.00	0.00
4) Non-current liabilities				
a) Long term borrowings	94.67	101.24	94.67	111.33
b) Deferred tax liabilities (net)	15.25	13.26	22.90	19.66
c) Long-term provisions	2.07	1.7	12.84	7.07
Sub-total - Non-current liabilities	111.99	116.20	130.41	138.06
5) Current liabilities				
a) Short- term borrowings	336.36	252.97	351.89	289.51
b) Trade payables	103.39	87.42	148.56	124.68
c) Other current liabilities	66.97	40.86	91.98	49.41
d) Short-term provisions	25.77	20.37	26.50	21.62
Sub-total - current liabilities	532.49	401.62	618.93	485.22
TOTAL-EQUITY & LIABILITIES	1205.96	1024.21	1300.36	1124.99
A ASSETS				
1) Non-current assets				
a) Fixed assets	309.21	295.62	401.69	396.24
b) Goodwill on consolidation*	86.34	86.83	2.67	3.15
c) Non-current investments				
d) Deferred tax assets (net)	48.65	34.22	4.86	4.54
e) Long term loans & advances	16.89	16.96	16.89	16.86
f) Other non-current assets	461.09	433.63	426.11	420.79
Sub-total - Non-current assets				
2) Current assets				
a) current investments	444.84	335.42	490.31	376.23
b) Inventories	229.63	171.39	303.17	233.91
c) Trade receivables	13.97	27.15	21.45	29.86
d) Cash and cash equivalents	39.33	27.89	42.22	35.47
e) Short-term loans and advances	17.10	28.73	17.10	28.73
f) Other current assets	744.87	590.58	874.25	704.20
Sub-total - Current assets				
TOTAL-EQUITY & LIABILITIES	1205.96	1024.21	1300.36	1124.99

For Lloyd Electric & Engineering Ltd.
For LLOYD ELECTRIC & ENGINEERING LIMITED

BRIJ RAJ PUNJ
CHAIRMAN & MANAGING DIRECTOR

For LLOYD ELECTRIC & ENGINEERING LIMITED

Company Secretary

Place : New Delhi
Date: 29.08.2013

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Notes:

1 The above audited results had been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their meeting held on 29th August 2013.

2 The scheme of arrangement between Perfect Radiators & Oil Coolers Pvt. Ltd. (PROC) and the Company for the demerger of the Heat Exchanger business of PROC and vesting into the Company was sanctioned by the Hon'ble High Court of Judicature, at New Delhi on 8th April 2013 and by Hon'ble High Court of Rajasthan, at Jaipur bench on 31st May 2013. The scheme became effective on 11th June 2013, pursuant to the filing of the order with Registrar of Companies, with appointed date as 1st April 2011.
In accordance with the scheme and as approved by the Hon'ble High Courts:

a) All the assets and liabilities of the Heat Exchanger business of PROC have been demerged and stands transferred to and vested with the Company with effect from 1st April 2011 and has been recorded at their respective book value.

b) 43,20,000 equity shares of Rs. 10/- each fully paid has been issued and alloted to the equity shareholders of PROC, whose names appear in the register of members as on 31st May 2013, without payment being received in cash. Pending allotment as on March 31, 2013, the face value of the shares has been shown as Equity Share Suspense'.

c) As per the scheme, the Company has recorded the assets and liabilities forming part of the demerged undertaking vested in it at their respective book value as appearing in the books of PROC at the close of the business immediately preceding the appointed date i.e. 1.04.2011, at Net Assets value of Rs. 27,10,05,440/- for total consideration of Rs. 36,11,52,000/- out of which Rs. 43,200,000/- has been transferred to Equtiy Share Suspense and Rs. 31,79,52,000/- has been transferred to share premium account.

d) The excess of consideration over the Net Assets Value of Rs. 90,146,560/- has bee charged to share premium account.

3 The figures for the current year ended March 31, 2013 as well as March 31, 2012 includes figures of Heat Exchanger business of Perfect Radiators & Oil Coolers Pvt. Ltd. which has been demerged and transferred to the Company with appointed date as 1st April 2011.

4 The Board of Directors of the company has proposed a dividend of Re 1/- per equity share of Rs. 10/- each. The Board has also considered dividend on the shares issued to shareholders of PROC

5 The difference in the accounting policy with regard to depreciation on fixed assets between PROC & the Company aggregating to Rs. 1,22,48,519/- has been adjusted to share premium account

6 The Company has obtained the listing approval for the additional shares issued purusant to the scheme of arrangement from BSE and NSE, vide their approval letter dated 12th Aug'13 and 24th July 2013, respectively.

7 The consolidated audited results includes the results of wholly owned subsidaries, Lloyd Coil Europe s.r.o. and Janka Engineering s.r.o. (Czech Republic)

8 A major fire broke out at the Company's godown in Kalkaji, New Delhi at late hours of 24th August 2013, which has resulted in loss of stock. Company has filed insurance claim. However, there has not been any loss or injury to any employee or person due to fire.

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

BRIJ RAJ PUNJ
CHAIRMAN & MANAGING DIRECTOR

Place : New Delhi
Date: 29.08.2013

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

Auditor's Report on Year to Date Results of Lloyd Electric & Engineering Limited
Pursuant to Clause 41 of the Listing Agreement

To,

The Board of Directors of Lloyd Electric & Engineering Limited

We have audited the financial results of Lloyd Electric & Engineering Limited ('the company') for the year to date results for the period from 1st April, 2012 to 31st March, 2013, attached herewith, **which are the revised statements of the Original financial statements covered by our Audit report dated 30/05/2013**, being submitted by the Company pursuant to the requirement of 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. These year to date financial results have been prepared on the basis of the financial statements, which are the responsibility of the company's management. **The Board of Directors of the Company has reopened and revised the said financial statements to give effect of operation of heat exchanger undertaking of Perfect Radiators & Oil Coolers Private Limited which has been demerged and transferred to Lloyd Electric & Engineering Limited as per orders of the Hon'ble High Court of Delhi and Rajasthan dated 8th April, 2013 and 31st May, 2013 respectively and became effective on 11th June, 2013 on filing the said order with Registrar of Companies with appointed date as 1st April, 2011**. Our responsibility is to express an opinion on these financial results based on our audit of such financial statements, which have been 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 per section 211(3C) of the Companies Act, 1956 or by the Institute of Chartered Accountants of India and other accounting principles generally accepted in India.

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 misstatements. 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.

In our opinion and to the best of our information and according to the explanations given to us these 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 and other financial information for the year to date results for the period from 1st April, 2012 to 31st March, 2013

Further, 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 Suresh C. Mathur & Co.
Chartered Accountants

29.8.2013

Brijesh C. Mathur
Partner
M. No. 083540
Firm Registration No. 000891N

Suresh C. Mathur & Co. * NEW DELHI * Chartered Accountants

Place: New Delhi
Dated: 29th August, 2013