



Sundaram-Clayton Limited

Regd. & Corporate Office :
"Jayalakshmi Estates", 5th Floor
P.O. Box : 732,
29, Haddows Road,
Chennai - 600 006, India.
Telephone : (044) 28272233
Fax : (044) 28257121

01/01/C/02/

8th May 2013

The Manager
Listing department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Scrip code: SUNCLAYLTD

Dear Sir,

At the meeting of the board of directors (the board) held today, the directors have, *inter alia*, approved the annual audited accounts of the Company for the year ended 31st March 2013.

As required by the listing agreement, we furnish below the following particulars:

1. Financial highlights

The financial highlights for the year ended 31st March 2013, in terms of Clause 20 of the Listing Agreement are enclosed.

2. Audited financial results

The board has approved the annual audited financial results (both standalone and consolidated) of the Company for the year ended 31st March 2013. In terms of clause 41 of the listing agreement, we are enclosing a copy of the same for your information and records.

3. Dividend

The board, at its meeting held today i.e., 8th May 2013, has declared a second interim dividend of Rs.5.00 per share (100%) for the year ended 31st March 2013. The record date fixed for this purpose is 14th May 2013. The dividend will be paid to the shareholders on or after 17th May 2013.

The board earlier declared the first interim dividend of Rs.9.00 (180%) per share for the year 2012-13 and the same was paid on 19th February 2013.

The total dividend including the second interim dividend for the year ended 31st March 2013 will aggregate to Rs.14.00 per share (280%) on 1,89,67,584 equity shares of Rs.5/- each. The directors do not recommend any further dividend for the year 2012-13.

SUNDARAM-CLAYTON LIMITED
CHENNAI - 600 006

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4. Annual general meeting

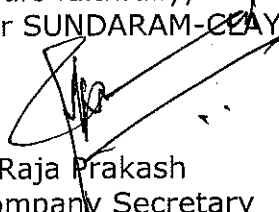
The fifty first annual general meeting of the Company will be held at 'The Music Academy', New No.168 (Old No.306), TTK Road, Chennai 600 014 on Tuesday, the 27th August 2013.

The notice convening the annual general meeting of the Company together with accounts and other enclosures, in terms of Clause 31(a) of the Listing Agreement, will be forwarded to you as soon as they are ready.

Kindly acknowledge receipt.

Thanking You,

Yours faithfully,
For SUNDARAM-CLAYTON LIMITED



R Raja Prakash
Company Secretary

Encl: a/a

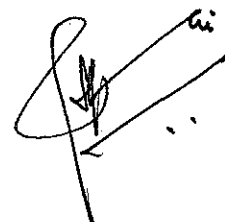
SUNDARAM-CLAYTON LIMITED, CHENNAI

FINANCIAL HIGHLIGHTS

Rs. in crores

Details	Year ended 31.03.2013	Year ended 31.03.2012
Sales and other income	1,056.68	1,051.23
Profit before finance cost and depreciation	127.87	141.34
Less: Finance Cost	44.32	38.42
Depreciation	51.25	47.34
Profit after finance cost and depreciation	32.30	55.58
Add : Exceptional Item (Income)	-	25.35
Profit before tax	32.30	80.93
Less: Provision for :		
Income tax	-	10.35
Deferred tax	(3.12)	(1.72)
Profit after tax	35.42	72.30
Surplus brought forward from previous year	63.17	26.84
Total	98.59	99.14
Appropriations:		
First interim dividend paid	17.07	-
Second interim dividend payable	9.48	-
Interim dividend payable	-	21.81
Dividend tax payable	-	3.54
Tax relating to earlier years	-	3.39
Transfer to general reserve	3.54	7.23
Balance carried to Balance Sheet	68.50	63.17
Total	98.59	99.14

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SUNDARAM-CLAYTON LIMITED								
Regd office: "Jayalakshmi Estates", 29, Haddows Road, Chennai 600 006								
PART I								
AUDITED (STANDALONE & CONSOLIDATED) FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2013								
Rs. in crores								
Particulars		3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year to date figures for the current period ended	Previous accounting year ended	Year to date figures for the year ended	Previous accounting year ended
		31.03.2013	31.12.2012	31.03.2012	31.03.2013	31.03.2012	31.3.2013	31.3.2012
		STANDALONE					CONSOLIDATED	
		(Unaudited)			(Audited)		(Audited)	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
1	Income from Operations							
(a)	Net sales / Income from operations (net of excise duty)	245.53	241.21	271.36	995.06	989.12	8096.98	8128.55
(b)	Other Operating Income	6.42	6.64	12.72	23.50	27.88	128.81	168.61
	Total Income from operations (net)	251.95	247.85	284.08	1018.56	1017.00	8225.79	8297.16
2.	Expenditure							
a.	Cost of materials consumed	122.05	123.21	160.99	525.07	549.27	5351.37	4931.39
b.	Purchase of stock-in-trade	-	-	-	-	-	242.78	902.80
c.	Changes in inventories of finished goods, work-in-process and stock-in-trade	5.34	7.09	(1.72)	(7.15)	(13.15)	1.13	(33.48)
d.	Employee benefits expense	31.88	32.36	25.06	133.23	119.43	605.58	558.90
e.	Depreciation and amortisation expense	14.39	12.96	11.55	51.25	47.34	225.90	206.26
f.	Foreign currency monetary item translation difference account	0.68	0.33	(0.47)	1.67	0.26	1.67	4.43
g.	Other expenses	72.56	61.20	70.56	275.99	254.08	1501.36	1377.47
	h. Total	246.90	237.15	265.97	980.06	957.23	7929.79	7947.77
3.	Profit from Operations before other income, Finance Costs & Exceptional items (1-2)	5.05	10.70	18.11	38.50	59.77	296.00	349.39
4.	a. Other income	17.22	0.04	11.65	38.12	34.23	27.41	21.05
	b. Foreign Currency monetary item translation difference account	-	-	-	-	-	-	-
5.	Profit from ordinary activities before finance costs & Exceptional items (3+4)	22.27	10.74	29.76	76.62	94.00	323.41	370.44
6.	Finance Costs	10.09	10.38	8.63	44.32	38.42	147.72	125.94
7.	Profit from ordinary activities after finance costs but before Exceptional items (5-6)	12.18	0.36	21.13	32.30	55.58	175.69	244.50
8.	Exceptional Item net - Income / (Expense)	-	-	4.53	-	25.34	92.78	25.34
9.	Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)	12.18	0.36	25.66	32.30	80.92	268.47	269.84
10.	Tax expense	(4.77)	-	2.73	(3.12)	8.63	87.42	103.69
11.	Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	16.95	0.36	22.93	35.42	72.29	181.05	166.15
12.	Extraordinary Item	-	-	-	-	-	13.43	-
13.	Net Profit (+) / Loss(-) for the period (11-12)	16.95	0.36	22.93	35.42	72.29	194.48	166.15
	Profit / (Loss) from discontinuing operations (Net of tax)	-	-	-	-	-	-	0.00
	Share of profit/(loss) of Associates	-	-	-	-	-	1.31	0.02
	Minority Interest	-	-	-	-	-	9.79	57.69
	Net Profit (+) / Loss(-) after taxes, minority interest and share of profit/(loss) of associates	16.95	0.36	22.93	35.42	72.29	186.00	108.48
14.	Paid up equity share capital (Face value of Rs.5/- each)	9.48	9.48	9.48	9.48	9.48	9.48	9.48
15.	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	282.58	273.01	884.68	689.04
16.	Earnings Per Share (EPS) of Rs.5/- each							
(i)	Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualised) (in Rs.)	8.94	0.19	12.08	18.67	30.13	95.04	45.21
(ii)	Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualised) (in Rs.)	8.94	0.19	12.08	18.67	30.13	98.06	45.21
PART II								
SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31.03.2013								
Particulars		3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year to date figures for the current period ended	Previous accounting year ended		
		31.03.2013	31.12.2012	31.03.2012	31.03.2013	31.03.2012		
A.	PARTICULARS OF SHAREHOLDING							
1	Public Shareholding							
	- Number of shares	37,93,520	37,93,520	37,93,520	37,93,520	37,93,520		
	- Percentage of shareholding	20	20	20	20	20		
2	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	15174064	15174064	15174064	15174064	15174064		
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	100	100	100	100	100		
	- Percentage of shares (as a % of the total share capital of the company)	80	80	80	80	80		
	Particulars	3 months ended 31.03.2013						
B.	INVESTOR COMPLAINTS							
	Pending at the beginning of the quarter	NIL						
	Received during the quarter	1						
	Disposed off during the quarter	1						
	Remaining unresolved at the end of the quarter	NIL						
Notes:								
1	The operations of the Company relate to only one segment viz., automotive components.							
2	The directors at the meeting held today, have declared a second interim dividend of Rs 5/- per share absorbing a sum of Rs 9.48 Cr for the year ended 31st March 2013 and the same will be paid to the shareholders on or after 17th May, 2013. The board earlier declared first interim dividend of Rs 9/- per share absorbing a sum of Rs 17.07 Cr for the year 2012-13 and the same was paid on 19th February, 2013. The total dividend including second interim dividend for the year ended 31st March 2013 will aggregate to Rs.14/- per share (280%) on 1,89,67,584 equity shares of Rs 5/- each. The directors do not recommend any further dividend for the year 2012-13. The Company has set-off its dividend distribution tax payable (in full) under section 115-O (1A) of the Income Tax Act, 1961 against the dividend distribution tax paid by one of its subsidiary companies on the dividend declared.							
3	The amendment to AS 11, introduced by Government of India permits the difference in foreign exchange rates relating to External Commercial Borrowings (ECB) to be added to or deducted from the cost of capital assets acquired through such loans. This has been effected in the computation of above results. Exchange difference in regard to ECB other than the one relating to acquisition of capital assets are added to or deducted from Foreign Currency Monetary Item Translation Difference Account.							
4	The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.							
5	During the quarter, the shareholders of the Company, subject to such regulatory and statutory approvals, approved a proposal, through postal ballot process on 20th March 2013 for additional issue and allotment of 12,64,501 New Equity Shares of Rs.5/- each, at a price to be determined at a later stage, by offering such shares to Qualified Institutional Buyers (QIBs), as defined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 under institutional placement programme (IPP) in accordance with Chapter VIII-A of the said regulations. The objective of the proposal was to facilitate (a) increasing the minimum public shareholding of the Company to 25 per cent, in the manner prescribed by SEBI and also (b) raising the additional capital to partially meet the funding requirements of the Company.							
6	The consolidated financial results prepared in accordance with the Accounting Standards 21 & 23, relate to the Company, its subsidiaries and associates.							
7	Figures for the previous periods have been regrouped, wherever necessary, to conform to the current period's classification.							
8	For the purpose of annual general meeting, the register of members and share transfer register will remain closed from 2 nd August, 2013 to 27 th August, 2013 (both days inclusive).							
9	The above results were reviewed and recommended by the audit committee and approved by the board of directors at their meeting held on 8 th May, 2013.							
Place : Chennai		FOR SUNDARAM-CLAYTON LIMITED						
Date : 8th May 2013		Sd/- Chairman						

SEGMENTWISE REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT			
(Rs. in crores)			
S.No	Particulars	Consolidated results 31.3.2013 (Audited)	Consolidated results 31.3.2012 (Audited)
(1)	(2)	(3)	(4)
1	Revenue		
	a. Automotive components	1,401.83	1,413.69
	b. Motor vehicles	7,278.20	7,247.24
	c. Computer peripherals	-	54.56
	d. Financial Services	-	8.55
	e. Energy business	52.63	20.26
	f. Others	0.08	0.17
	Total	8,732.74	8,744.47
	Less : Inter segment revenue	386.76	400.92
	Less : Other income & exceptional items	120.19	46.39
	Net Sales / Income from operation	8,225.79	8,297.16
2	Results		
	Profit before tax and interest		
	a. Automotive components	48.13	69.53
	b. Motor vehicles	240.20	298.10
	c. Computer peripherals	-	(2.67)
	d. Financial Services	-	1.71
	e. Energy business	35.08	7.95
	f. Others	-	(0.04)
	Total	323.41	374.57
	Less:		
	i) Interest	147.72	130.07
	ii) Other unallocable expenditure net of unallocable income	(1.31)	(0.02)
	Add:		
	i) Exceptional items	92.78	25.34
	ii) Extraordinary items	13.43	-
	Profit (+)/Loss (-) before tax	283.21	269.86
3	Capital employed		
	a. Automotive components	810.86	770.62
	b. Motor vehicles	1,521.01	1,562.68
	c. Energy business	346.36	352.89
	d. Others	0.05	0.05

Statement of Assets and Liabilities				
Rs.in crores				
Particulars	STANDALONE		CONSOLIDATED	
	As at 31.3.2013	As at 31.3.2012	As at 31.3.2013	As at 31.3.2012
	Audited	Audited	Audited	Audited
I . EQUITY AND LIABILITIES				
1) Shareholders' funds				
(a) Share Capital	9.48	9.48	9.48	9.48
(b) Reserves & surplus	282.58	273.01	884.68	689.04
Sub-total- Shareholders' funds	292.06	282.49	894.16	698.52
2) Share application money pending allotment	-	-	-	-
3) Minority Interest	-	-	327.55	329.28
4) Non-current liabilities				
(a) Long-term borrowings	129.92	109.16	975.58	983.62
(b) Deferred tax liabilities (Net)	16.89	20.01	98.36	75.19
(c) Other Long-term liabilities	-	-	24.83	-
(d) Long-term provisions	13.77	13.46	74.36	79.41
Sub-total- Non-current liabilities	160.58	142.63	1,173.13	1,138.22
5) Current liabilities				
(a) Short-term borrowings	257.58	218.56	329.45	474.52
(b) Trade payables	107.41	101.65	961.75	872.79
(c) Other current liabilities	68.77	130.92	541.61	642.98
(d) Short-term provisions	27.61	43.20	55.63	55.57
Sub-total- Current liabilities	461.37	494.33	1,888.44	2,045.86
TOTAL- EQUITY AND LIABILITIES	914.01	919.45	4,283.28	4,211.88
II ASSETS				
1) Non current assets				
(a) Fixed assets	408.80	394.98	2,025.11	2,039.16
(b) Goodwill on consolidation	-	-	3.28	2.92
(c) Non-current investments	56.21	51.63	409.87	351.24
(d) Long-term loans and advances	23.38	22.68	65.29	50.47
(e) Other non-current assets	-	-	5.71	0.22
Sub-total- Non-current assets	488.39	469.29	2,509.26	2,444.01
2) Current assets				
(a)Current investments	-	6.43	-	6.43
(b) Inventories	200.55	191.70	848.04	872.87
(c) Trade receivables	160.78	158.53	450.71	390.60
(d) Cash and cash equivalents	2.14	6.81	81.80	143.74
(e) Short-term loans and advances	59.20	82.83	253.21	248.06
(f) Other current assets	2.95	3.86	140.26	106.17
Sub-total- Current assets	425.62	450.16	1,774.02	1,767.87
TOTAL- ASSETS	914.01	919.45	4,283.28	4,211.88