

20th May 2015

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

Fax: 022 2659 8237 / 8238 / 8120

Scrip Code: WABCOINDIA

Dear Sir,

At the meeting of the board of directors held today, the directors have approved the audited accounts of the Company for the year ended 31st March 2015.

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

1. Audited financial results

In terms of clause 41 of the listing agreement, we are enclosing copies of the following for your information and records:

- (c) the audited financial results of the Company for the year ended 31st March 2015.
- (d) Auditors' report on quarterly financial results and year to date results issued by S R Batliboi & Associates LLP, our statutory auditors.

2. Recommendation of Dividend

The board of directors recommended a dividend of Rs. 5.00 per share, i.e 100% for the year ended 31st March 2015, absorbing a sum of Rs. 1146.83 lakhs (inclusive of dividend distribution tax) for approval of the shareholders of the Company in the ensuing annual general meeting. The payment of the said dividend upon approval by the shareholders at the ensuing annual general meeting will be made to the shareholders between 3rd to 7th August, 2015.

3. Annual general meeting

The 11th annual general meeting of the company will be held on Friday, the 30th July 2015 at 10.00 am at "The Music Academy" No.168 (old No.306) TTK Road, Royapettah, Chennai 600014.

4. Book closure

The share transfer books and the register of members will remain closed for two days commencing from 29th July 2015 to 30th July 2015 (both days inclusive) in compliance with the provisions of clause 16 of the Listing Agreement and also for the purpose of payment of dividend, as recommended by the board, subject to the approval of the shareholders at the ensuing annual general meeting of the Company.

5. Notice of Annual General Meeting and other statements/reports

The annual report of the Company containing the notice convening annual general meeting, audited financial statements for the year 2014-15, other statutorily required statements/reports, auditors' report and the form prescribed under clause 31 of the Listing agreement will be forwarded to you in due course.

6. E-voting and record date

As required under section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014, e-voting facility is being provided to the members in respect of the annual general meeting scheduled on 30th July 2015.

The Board of Directors have fixed **23rd July, 2015 as the record date** for determining the members who would be eligible to participate in the e-voting.

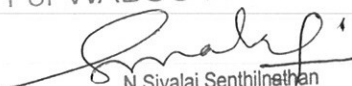
The e-voting period will be from 27th July, 2015 (9:00 am) and ends on 29th July, 2015 (5:00 pm).

Kindly acknowledge receipt.

Thanking You,

Yours faithfully,

For WABCO INDIA LIMITED



N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

WABCO INDIA LIMITED

Registered Office: Plot No.3 (SP), III Main Road, Ambattur Industrial Estate, Chennai 600058
 CIN: L34103TN2004PLC054667/PL/91 44 42242000, Fax: 91 44 42242009, www.wabcoindia.com, Email: info.india@wabco-auto.com
AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2015

Part I

Sl no	Particulars	Quarter ended 31-03-2015	Quarter ended 31-12-2014	Quarter ended 31-03-2014	Year ended 31-03-2015	Year ended 31-03-2014
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Income from Operations					
	(a) Net Sales/Income from Operations (Net of excise duty)	36,233.78	30,048.86	29,860.71	127,153.44	104,582.49
	(b) Other Operating Income	2,085.94	1,768.68	1,700.24	7,642.90	6,487.60
	Total Income from Operations (net)	38,319.72	31,817.54	31,560.95	134,796.34	111,070.09
2	Expenses					
	(a) Cost of Materials consumed	22,247.80	19,124.77	18,378.05	79,003.25	63,287.63
	(b) Changes in inventories of finished goods, work-in-progress, and stock-in-trade	555.37	-220.13	-83.24	290.68	99.35
	(c) Employee benefits expense	3,940.25	3,470.22	3,330.56	14,344.87	12,525.48
	(d) Depreciation and amortisation expense	1,209.11	1,230.79	959.63	4,666.37	3,215.09
	(e) Other expenses	5,940.13	4,683.74	5,311.39	20,822.11	18,542.56
	Total Expenses	33,892.66	28,289.39	27,896.39	119,127.28	97,670.11
3	Profit from operations before other income and finance costs and exceptional items	4,427.06	3,528.15	3,664.56	15,669.06	13,399.98
4	Other Income	590.32	450.83	163.89	2,029.89	2,721.18
5	Profit from ordinary activities before finance costs and exceptional items	5,017.38	3,978.98	3,828.45	17,698.95	16,121.16
6	Finance Costs	16.95	4.85	4.00	36.09	14.46
7	Profit from ordinary activities after finance costs but before exceptional items	5,000.43	3,974.13	3,824.45	17,662.86	16,106.70
8	Exceptional items	-	-	-	-	-
9	Profit from ordinary activities before tax	5,000.43	3,974.13	3,824.45	17,662.86	16,106.70
10	Tax expense	1,960.53	1,140.76	546.79	5,596.82	4,358.92
11	Net Profit from ordinary activities after tax	3,039.90	2,833.37	3,277.66	12,066.04	11,747.78
12	Extraordinary items (net of tax expense)	-	-	-	-	-
13	Net Profit for the period	3,039.90	2,833.37	3,277.66	12,066.04	11,747.78
14	Net Profit after taxes, minority interest and share of profit of associates	3,039.90	2,833.37	3,277.66	12,066.04	11,747.78
15	Paid-up equity share capital	948.38	948.38	948.38	948.38	948.38
16	Reserve Value of the Share is Rs 5/- each fully paid)	-	-	-	-	-
17	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-
	(f) Earnings Per Share (before extraordinary items) (not annualised):				85,355.36	74,569.69
	(a) Basic	16.03	14.94	17.28	63.61	61.94
	(b) Diluted	16.03	14.94	17.28	63.61	61.94
	(ii) Earnings Per Share (after extraordinary items) (not annualised):					
	(a) Basic	16.03	14.94	17.28	63.61	61.94
	(b) Diluted	16.03	14.94	17.28	63.61	61.94

(Rupees in lakhs)



Part II

(Rupees in lakhs)

Particulars	Quarter ended 31-03-2015 (Audited)	Quarter ended 31-12-2014 (Unaudited)	Quarter ended 31-03-2014 (Audited)	Year ended 31-03-2015 (Audited)	Year ended 31-03-2014 (Audited)
A PARTICULARS OF SHAREHOLDING					
I. Public Shareholding					
- Number of Shares	4,741,900	4,741,900	4,741,900	4,741,900	4,741,900
- Percentage of shareholding	25%	25%	25%	25%	25%
2. Promoters and Promoter Group Shareholding					
a) Pledged/ Encumbered					
- Number of Shares	NIL	NIL	NIL	NIL	NIL
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL
- Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	NIL	NIL	NIL
b) Non-Encumbered					
- Number of Shares	14,225,684	14,225,684	14,225,684	14,225,684	14,225,684
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	75%	75%	75%	75%	75%



II. INVESTOR COMPLAINTS

Particulars	3 months ended 31.03.2015
Pending at the beginning of the quarter	Nil
Received during the quarter	1
Disposed of during the quarter	1
Remaining unresolved at the end of the quarter	Nil

NOTES:

- The above audited financial results for the quarter ended 31st March 2015 were reviewed by the audit committee and upon its recommendation, were approved by the board of directors at its meeting held on 20th May 2015.
- The company operates in one segment, namely automotive components.
- The Directors have recommended a dividend of Rs 5 per share (including dividend distribution tax) for the year ended 31st March 2015, subject to the approval of the shareholders at the ensuing annual general meeting of the company to be held on 29th July 2015.
- The Share Transfer books and register of members of the company will remain closed for a period of 2 days commencing from 29th July 2015 to 30th July 2015 (both days inclusive) for the purpose of annual general meeting of the company.
- The above audited financial results are in accordance with the Schedule III to the Companies Act, 2013.
- In respect of assets which fall under the block buildings, office equipments and furniture and fittings, the Company has adopted the useful life prescribed as per Schedule II of the Companies Act, 2013 from April 1, 2014. Consequently, depreciation on assets forming part of the opening net block as at April 1, 2014, which needed to be fully depreciated based on the revised useful life adopted, amounting to Rs 139.80 lakhs (net of deferred tax amounting to Rs 71.98 lakhs) has been deducted from the General Reserve. If those assets would have continued to be depreciated based on the erstwhile useful life, the depreciation expense for the current year would have been lower by Rs 191.83 lakhs.
- In respect of the Assets falling under the Plant and machinery block, the useful life of the assets have been determined based on a technical assessment carried out by an expert during the year. In respect of other blocks, i.e. Tooling, Computers and Vehicles, the Company believes that the existing useful life adopted by the Company is more representative of the useful life of the assets as compared to useful life prescribed in Schedule II and continues to depreciate these assets over the existing useful life which is shorter than the Schedule II useful life.

7 The figures for the previous period / year have been regrouped wherever necessary to conform to the current year's classification.

Statement of assets and liabilities	As at 31.03.2015 (Audited)	As at 31.03.2014 (Audited)
A. EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	948.38	948.38
(b) Reserves and surplus	85,355.36	74,569.69
Shareholders' funds	86,303.74	75,518.07
2 Non-current liabilities		
(a) Deferred tax liabilities (net)	1,645.24	1,614.46
(b) Other long-term liabilities	3.00	4.00
(c) Long-term provisions	1,803.65	1,660.56
Non-current liabilities	3,451.89	3,279.02
3 Current liabilities		
(a) Trade payables	19,358.43	15,099.35
(b) Other current liabilities	763.12	515.08
(c) Short-term provisions	1,470.75	1,280.95
Current liabilities	21,592.30	16,895.38
Equity and liabilities	111,347.93	95,692.47
B. ASSETS		
1 Non-current assets		
(a) Fixed assets	34,137.03	31,755.82
(b) Non-current investments	220.24	220.24
(c) Long-term loans and advances	2,291.83	2,369.26
Non-current assets	36,649.10	34,345.32
2 Current assets		
(a) Current investments	3,700.00	4,800.00
(b) Inventories	11,797.03	11,244.41
(c) Trade receivables	29,915.05	23,147.38
(d) Cash and cash equivalents	22,305.12	15,540.53
(e) Short-term loans and advances	6,812.57	6,548.01
(f) Other current assets	169.06	66.82
Current assets	74,698.83	61,347.15
Total Assets	111,347.93	95,692.47

Chennai
20th May 2015



For and on behalf of the Board
M Lakshminarayana
Chairman

**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
WABCO INDIA LIMITED**

1. We have audited the quarterly financial results of WABCO INDIA LIMITED for the quarter ended March 31, 2015 and the financial results for the year ended March 31, 2015, 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 the year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2015 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2014, the audited annual financial statements as at and for the year ended March 31, 2015, 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 nine-month period ended December 31, 2014 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2015; 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. 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 and other financial information for the quarter ended March 31, 2015 and for the year ended March 31, 2015.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2015 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.
5. 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 & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W

S. Balasubrahmanyam
per S Balasubrahmanyam

Partner

Membership No.: 053315

Place: Chennai

Date: May 20, 2015

