

B S R & Co. LLP

Chartered Accountants

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Auditor's Report on Annual Consolidated Financial Results of Dynamatic Technologies Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Dynamatic Technologies Limited

We have audited the annual Consolidated Financial Results ('the Statement') of Dynamatic Technologies Limited ("the Holding Company") and its subsidiaries including step subsidiaries (collectively referred to as "the Group") as listed in Note 1 to the Statement for the year ended 31 March 2017, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Regulations'). Attention is drawn to the fact that the figures for the quarter ended 31 March 2017 and the corresponding quarter ended in the previous year as reported in this Statement are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year. Also, the figures upto the end of the third quarter of the respective financial year have only been reviewed and not subjected to audit.

This Statement has been prepared on the basis of the consolidated annual financial statements and reviewed consolidated quarterly financial results upto the end of the third quarter, which is the responsibility of the Company's Management. This Statement has been approved by the Board of Directors of the Company in their meeting held on 29 May 2017. Our responsibility is to express an opinion on the Statement based on our audit of the consolidated annual financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the requirements of SEBI Regulations.

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 Statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the Statement. An audit includes assessing the accounting principles used and significant estimates made by the Management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial results of seven subsidiaries (including step subsidiaries), whose financial results reflect total assets of Rs 67,527 lacs and net assets of Rs 36,468 lacs as at 31 March 2017, total income from operations and other income of Rs 99,804 lacs and net cash inflows amounting to Rs 377 lacs for the year ended on that date, as considered in the Statement. These financial results have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts included in respect of these subsidiaries (including step subsidiaries) is based solely on the reports of the other auditors.

Of the above:

- a) Five of these subsidiaries (including step subsidiaries) are located outside India whose financial results have been prepared in accordance with accounting principles generally accepted in their respective countries. The Company's Management has converted the financial results of these subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. This has been done on the basis of a reporting package prepared by the Company which covers accounting requirements applicable to the Statement under the generally accepted accounting principles in India. The reporting packages made for this purpose have been audited by other auditors and reports for consolidation purposes of those other auditors have been furnished to us. Our opinion on the Statement, insofar as it relates to these entities, is based solely on the aforesaid audit reports of these other auditors.
- b) One subsidiary located outside India whose financial results has been prepared in accordance with accounting principles generally accepted in that country and which has been audited by other auditors under generally accepted auditing standards applicable in that country. The Company's Management has converted the financial results of such subsidiary located outside India from accounting principles generally accepted in their country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's Management. Our opinion in so far as it relates to the financial results of such subsidiary located outside India is based on the report of other auditors and the conversion adjustments prepared by the Management of the Company and audited by us.

Our opinion on the statement is not modified in respect of the above matters with respect to the reports of the other auditors.

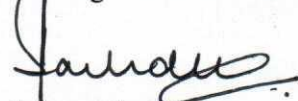
Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, the Statement:

- (i) has been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the consolidated net profit and other financial information of the Group for the year ended 31 March 2017.

for **B S R & Co. LLP**

Chartered Accountants

Firm registration number: 101248W/W-100022



Supreet Sachdev

Partner

Membership number: 205385

Place: Bangalore

Date: 29 May 2017

DYNAMATIC TECHNOLOGIES LIMITED
CIN: L72200KA1973PLC002308
DYNAMATIC PARK, PEENYA, BANGALORE-560 058, INDIA

PART I - Statement of audited consolidated financial results for the year ended 31 March 2017

(Rs in lacs, except as otherwise stated)

Sl. No.	Particulars	Quarter ended			Year ended	
		31 March 2017 (Audited)*	31 December 2016 (Unaudited)	31 March 2016 (Audited)*	31 March 2017 (Audited)	31 March 2016 (Audited)
1	Income from operations					
	a) Net sales/ income from operations (net of excise duty)	37,517	34,922	38,469	149,573	148,062
	b) Other operating income	312	276	315	1,203	1,316
	Total income from operations (net)	37,829	35,198	38,784	150,776	149,378
2	Expenses					
	a) Cost of materials consumed	20,175	19,989	21,033	84,590	85,018
	b) Changes in inventories of finished goods and work-in-progress	1,117	(15)	(144)	(786)	(1,111)
	c) Employee benefits expense	5,884	5,724	5,592	22,998	21,924
	d) Depreciation and amortisation expense	1,514	1,334	1,377	5,439	5,243
	e) Other expenses	6,773	6,146	7,028	27,440	29,439
	Total expenses	35,463	33,178	34,886	139,681	140,513
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	2,366	2,020	3,898	11,095	8,865
4	Other income	113	114	282	594	499
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	2,479	2,134	4,180	11,689	9,364
6	Finance costs	1,948	1,774	1,767	7,411	7,275
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	531	360	2,413	4,278	2,089
8	Exceptional expense (refer note 5)	1,012	-	-	1,012	-
9	(Loss)/ Profit from ordinary activities before tax (7 - 8)	(481)	360	2,413	3,266	2,089
10	Tax expenses, net	265	242	491	1,806	861
11	Net (loss)/ profit for the period (9 - 10)	(746)	118	1,922	1,460	1,228
12	Paid-up equity share capital (face value of Rs 10 each)	634	634	634	634	634
13	Reserves (excluding revaluation reserve)				23,538	24,657
14	Earnings per share (not annualised)	(not annualised)	(not annualised)	(not annualised)	(annualised)	(annualised)
	Basic (Rs)	(11.76)	1.86	30.31	23.02	19.36
	Diluted (Rs)	(11.76)	1.86	30.31	23.02	19.36

*Refer Note 3



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Annexure - IV: Statement of consolidated segment wise revenue, results, assets and liabilities for the year ended 31 March 2017

(Rs in lacs)

Sl. No.	Particulars	Quarter ended			Year ended	
		31 March 2017 (Audited)*	31 December 2016 (Unaudited)	31 March 2016 (Audited)*	31 March 2017 (Audited)	31 March 2016 (Audited)
1	Segment revenue					
	a) Hydraulics	7,003	6,953	6,831	27,682	26,132
	b) Aerospace and Defence	9,024	8,738	7,827	34,569	26,981
	c) Automotive and Aluminium castings	21,764	19,468	24,052	88,395	96,052
	d) Others	38	39	74	130	213
	Income from operations (net)	37,829	35,198	38,784	150,776	149,378
2	Segment results [profit / (loss) before finance costs, exceptional items, other income and tax from each segment]					
	a) Hydraulics	931	724	880	3,115	2,418
	b) Aerospace and Defence	2,101	2,536	2,601	9,622	6,966
	c) Automotive and Aluminium castings	101	(720)	915	557	1,625
	d) Others	(767)	(520)	(498)	(2,199)	(2,144)
	Total	2,366	2,020	3,898	11,095	8,865
	Unallocable					
	- Finance costs	1,948	1,774	1,767	7,411	7,275
	- Exceptional expense (refer note 5)	1,012	-	-	1,012	-
	- Other income	113	114	282	594	499
	(Loss)/ Profit before tax	(481)	360	2,413	3,266	2,089
3	Segment assets					
	a) Hydraulics	19,932	18,968	19,957	19,932	19,957
	b) Aerospace and Defence	40,421	39,993	34,735	40,421	34,735
	c) Automotive and Aluminium castings	54,149	53,679	52,845	54,149	52,845
	d) Others	1,481	1,350	2,997	1,481	2,997
	e) Unallocated	8,968	4,702	7,714	8,968	7,714
	Total	124,951	118,692	118,248	124,951	118,248
4	Segment liabilities					
	a) Hydraulics	6,338	5,592	6,873	6,338	6,873
	b) Aerospace and Defence	4,163	4,755	4,866	4,163	4,866
	c) Automotive and Aluminium castings	19,852	15,922	17,293	19,852	17,293
	d) Others	337	1,181	632	337	632
	e) Unallocated	22,759	19,829	22,831	22,759	22,831
	Total	53,449	47,279	52,495	53,449	52,495

*Refer Note 3



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Consolidated Statement of Assets and Liabilities as at 31 March 2017

(Rs in lacs)

Particulars	As at	
	31 March 2017 (Audited)	31 March 2016 (Audited)
A. Equity and liabilities		
1. Shareholders' funds		
(a) Share capital	634	634
(b) Reserves and surplus	24,007	25,126
Sub-total - Shareholders' funds	24,641	25,760
2. Non-current liabilities		
(a) Long-term borrowings	46,861	39,993
(b) Deferred tax liabilities (net)	2,318	2,530
(c) Other long-term liabilities	118	148
(d) Long-term provisions	977	797
Sub-total - Non-current liabilities	50,274	43,468
3. Current liabilities		
(a) Short-term borrowings	15,586	9,201
(b) Trade payables	24,338	24,024
(c) Other current liabilities	8,659	14,567
(d) Short-term provisions	1,453	1,228
Sub-total - Current liabilities	50,036	49,020
Total - Equity and Liabilities	124,951	118,248
B. Assets		
1. Non-current assets		
(a) Goodwill #	8,261	9,356
(b) Fixed assets		
- Tangible fixed assets	52,541	51,657
- Intangible fixed assets	3,990	1,649
- Capital work in progress	2,433	2,861
(c) Non-current investments	69	9
(d) Long-term loans and advances	2,538	2,600
(e) Other non-current assets	623	783
Sub-total - Non-current assets	70,455	68,915
2. Current assets		
(a) Inventories	25,741	25,612
(b) Trade receivables	15,194	12,281
(c) Cash and bank balances	8,262	6,767
(d) Short-term loan and advances	4,100	3,560
(e) Other current assets	1,199	1,113
Sub-total - Current assets	54,496	49,333
Total - Assets	124,951	118,248

In accordance with paragraph 27 of Accounting Standard 11, "The Effects of Changes in Foreign Exchange Rates", the Company has reinstated the goodwill arising on the acquisition of non-integral foreign operations at the closing rate. This has resulted into a reinstatement of Rs 1,095 lacs debited to Foreign currency translation reserve lying in Reserves and Surplus.



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Audited consolidated financial results for the year ended 31 March 2017

Notes:

- The statement of consolidated financial results ('the Statement') of Dynamatic Technologies Limited ('the Company') and its subsidiaries (including step subsidiaries) [collectively known as 'the Group'] as listed below, are prepared in accordance with the requirements of the Accounting Standard – 21 "Consolidated Financial Statements" prescribed by Companies (Accounting Standard) Rules, 2006 (as amended) and in the format as prescribed under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations, 2015").

Sl. No.	Name of the entity	Subsidiaries	Country of incorporation	Effective group shareholding%
1	JKM Erla Automotive Limited (JEAL)	Subsidiary	India	99.99
2	JKM Erla Holdings GmbH (JEHG)	Step Subsidiary	Germany	100.00
3	Eisenwerk Erla GmbH (EEG)	Step Subsidiary	Germany	100.00
4	JKM Ferrotech Limited (JFTL)	Step Subsidiary	India	99.99
5	JKM Global Pte Limited (JGPL)	Subsidiary	Singapore	100.00
6	Dynamatic Limited (DL, UK)	Step Subsidiary	United Kingdom	100.00
7	Yew Tree Investments Limited (YTIL)	Step Subsidiary	United Kingdom	100.00
8	Dynamatic US, LLC (DUS)	Step Subsidiary	USA	100.00
9	JKM Research Farm Limited (JRFL)	Subsidiary	India	99.99



Notes (continued)

2. The Statement of the Group for the year ended 31 March 2017 has been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on 29 May 2017. The Statement for the year ended 31 March 2017 has been audited by the Statutory Auditors of the Company. The report of the Statutory Auditors is unqualified. The audit report of the Statutory Auditors is being filed with the Bombay Stock Exchange ('BSE') and the National Stock Exchange ('NSE') and is also available on the Company's website at www.dynamics.com.
3. The consolidated figures for the quarters ended 31 March 2017 and 31 March 2016 are the balancing figures between audited figures in respect of the full financial years and the published unaudited year to date figures up to the end of the third quarter of the relevant financial year. Also the figures up to the end of the third quarter has only been reviewed and not subjected to audit.
4. Pursuant to the provisions of the Listing Agreement, the Management has decided to publish audited consolidated financial results in the newspapers. However, the audited standalone financial results will be made available on the Company's website at www.dynamics.com and also on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).
5. Exceptional item for the quarter and year ended 31 March 2017 aggregating to INR 1,012 lacs represents various expenses such as prepayment charges, processing fees and other ancillary charges incurred by the Group towards prepayment of loan funds to the banks and financial institutions.

for and on behalf of the Board of Directors




Udayant Malhoutra
CEO and Managing Director
Dynamatic Technologies Limited
Place: Bangalore
Date: 29 May 2017

