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Review report to the Board of Directors of Dynamatic Technologies Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ("the Statement") of Dynamatic Technologies Limited ("the Company") its subsidiaries and an associate as detailed in note 1 of the Statement, (collectively referred to as 'Dynamatic Group') for the quarter ended 30 June 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement issued by the Securities and Exchange Board of India ("Listing Agreement") except for the disclosures regarding 'Public Shareholding' and 'Promoters and Promoter Group Shareholding' which have been traced from disclosures made by the Management and have not been reviewed by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors in their meeting held on 14 August 2015. Our responsibility is to issue a report on this Statement based on our review. Attention is drawn to the fact that the figures for the three months ended 31 March 2015 as reported in this Statement are the balancing figures between audited figures in respect of full previous financial year and the published year to date figures up to the end of third quarter of the previous financial year. The figures up to the end of third quarter of the previous financial year had only been reviewed and not subjected to audit.
2. We conducted our review in accordance with the Standard on Review Engagements ('SRE') 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", 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 Statement is 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.
3. We did not review the unaudited financial results of certain subsidiaries and an associate which have been incorporated in the Statement. These subsidiaries and the associate account for 72.54% of aggregate of total income from operations (net) and other income as shown in the Statement for the quarter ended 30 June 2015 respectively. Of the above:

The unaudited financial results of some of the subsidiaries incorporated outside India as drawn up in accordance with the generally accepted accounting principles of the respective countries ('the local GAAP') have been reviewed by other auditors duly qualified to act as auditors in those countries. These subsidiaries account for 72.54% of aggregate of total income from operations (net) and other income for the quarter ended 30 June 2015, as shown in the Statement. For the purposes of preparation of the Statement, the aforesaid local GAAP financial results have been restated by the Management of the said entities so that they conform to the generally accepted accounting principles in India. This has been done on the basis of a reporting package prepared by the Company which covers accounting and disclosure requirements applicable to the Statement under the generally accepted accounting principles in India. The reporting packages made for this purpose have been reviewed by other auditors and reports 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 review reports of those other auditors.

We also did not review the financial results of an associate, whose financial results reflect share of profit of the Company aggregating Rs 1 lac for the quarter ended 30 June 2015.

BSR & Co. (a partnership firm with
Registration No. BA61223) converted into
BSR & Co. LLP (a Limited Liability Partnership
with LLP Registration No. AAB-8181)
with effect from October 14, 2013

Registered Office:
1st Floor, Lodha Excelus
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Mumbai - 400 011

B S R & Co. LLP

4. Based on our review conducted as explained in paragraphs 1 and 2 and on consideration of reports of other auditors explained in the paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement for the quarter ended 30 June 2015, prepared in accordance with applicable Accounting Standards and other recognised 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 **B S R & Co. LLP**

Chartered Accountants

Firm registration number: 101248W/W-100022



Sunil Gaggar

Partner

Membership number: 104315

Place: Bangalore

Date: 14 August 2015

DYNAMATIC TECHNOLOGIES LIMITED
DYNAMATIC PARK, PEENYA, BANGALORE-560 058, INDIA
Unaudited consolidated financial results for the quarter ended 30 June 2015

PART I

(Rs in lacs, except as otherwise stated)

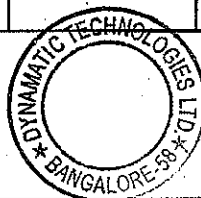
Sl. No.	Particulars	Quarter ended			Year ended
		30 June 2015 Unaudited	31 March 2015 (Audited)*	30 June 2014 Unaudited	31 March 2015 Audited
1	Income from operations				
	a) Net sales/income from operations (net of excise duty)	36,913.95	38,377.96	42,169.93	161,147.00
	b) Other operating income	365.11	469.86	326.38	1,735.65
	Total income from operations (net)	37,279.06	38,847.82	42,496.31	162,882.65
2	Expenses				
	a) Cost of materials consumed	21,796.72	22,486.13	24,406.54	94,581.20
	b) Changes in inventories of finished goods and work-in-progress	(287.25)	(680.12)	135.28	(1,245.39)
	c) Employee benefits expense	5,488.76	5,722.25	5,958.57	23,597.67
	d) Depreciation and amortisation expense	1,291.73	1,336.04	1,219.62	5,090.70
	e) Other expenses	7,833.63	8,010.48	7,365.93	30,842.05
	Total expenses	36,123.59	36,874.78	39,085.94	152,866.23
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	1,155.47	1,973.04	3,410.37	10,016.42
4	Other income	113.80	640.96	112.98	1,061.73
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	1,269.27	2,614.00	3,523.35	11,078.15
6	Finance costs	1,933.67	1,855.27	2,136.22	7,994.76
7	(Loss) / Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	(664.40)	758.73	1,387.13	3,083.39
8	Exceptional items (expense) / income. (refer note 4)			(2,255.55)	1,908.51
9	(Loss) / Profit from ordinary activities before tax (7 - 8)	(664.40)	758.73	(868.42)	4,991.90
10	Tax expense, net	306.46	254.59	233.00	2,127.25
11	Net (Loss) / Profit for the year (9 - 10)	(970.86)	504.14	(1,101.42)	2,864.65
12	Paid-up equity share capital (face value of Rs 10 each)	634.14	634.14	575.73	634.14
13	Reserves (excluding revaluation reserve)				24,059
14	Earnings per share (not annualised)				
	Basic (Rs)	(15.31)	7.95	(19.64)	47.28
	Diluted (Rs)	(15.31)	7.95	(19.64)	47.28

* Balancing figure (refer note 2)

PART II

Select Information for the quarter ended 30 June 2015

Sl. No.	Particulars	Quarter ended			Year ended
		30 June 2015	31 March 2015	30 June 2014	31 March 2015
PARTICULARS OF SHAREHOLDING					
1	Public shareholding				
	Number of shares	3,099,198	3,099,198	2,614,198	3,099,198
	Percentage of shareholding	48.87%	48.87%	45.40%	48.87%
2	Promoters and promoter group shareholding				
	a) Pledged/Encumbered				
	- Number of shares	532,500	532,500	875,000	532,500
	- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	16.42%	16.42%	27.84%	16.42%
	- Percentage of shares (as a % of the total share capital of the company)	8.40%	8.40%	15.20%	8.40%
	b) Non-encumbered				
	- Number of shares	2,709,745	2,709,745	2,268,121	2,709,745
	- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	83.58%	83.58%	72.16%	83.58%
	- Percentage of shares (as a % of the total share capital of the company)	42.73%	42.73%	39.40%	42.73%



Segmental reporting:

(Rs in lacs, except as otherwise stated)

	Particulars	Quarter ended			Year ended
		30 June 2015 Unaudited	31 March 2015 (Audited)*	30 June 2014 Unaudited	31 March 2015 Audited
1	Segment revenue				
	a) Hydraulics	6,156.66	6,604.58	7,810.86	29,182.17
	b) Aerospace	5,976.70	6,412.21	5,872.37	26,019.78
	c) Automotive and Aluminium castings	25,099.23	25,777.51	28,753.69	107,498.27
	d) Others	46.47	53.52	59.39	182.43
	Income from operations (net)	37,279.06	38,847.82	42,496.31	162,882.65
2	Segment results (profit / loss before tax and interest from each segment)				
	a) Hydraulics	349.97	727.09	697.12	2,769.85
	b) Aerospace	1,132.35	1,136.18	1,153.15	5,402.96
	c) Automotive and Aluminium castings	(27.19)	572.44	1,499.96	2,336.37
	d) Others	(299.66)	(462.67)	60.14	(492.76)
	Total	1,155.47	1,973.04	3,410.37	10,016.42
	Unallocable				
	- Interest	1,933.67	1,855.27	2,136.22	7,994.76
	- Exceptional items (expense) / income (refer note 4)	-	-	(2,255.55)	1,908.51
	- Other income	(113.80)	(640.96)	(112.98)	(1,061.73)
	(Loss) / Profit before tax	(664.40)	758.73	(868.42)	4,991.90
3	Segment capital employed (Segment assets - segment liabilities)				
	a) Hydraulics	7,371.70	7,955.72	8,058.07	7,955.72
	b) Aerospace	24,752.46	22,370.42	21,777.73	22,370.42
	c) Automotive and Aluminium castings	21,869.68	19,904.97	21,285.20	19,904.97
	d) Others	5,545.82	4,873.55	6,156.90	4,873.55
	Total	59,539.66	55,104.66	57,277.90	55,104.66
	Unallocated	1,283.34	(3,319.57)	(5,364.71)	(3,319.57)
	Total	60,823.00	51,785.09	51,913.19	51,785.09

* Balancing figure (refer note 2)

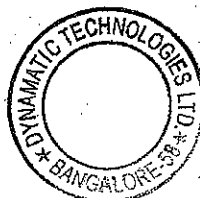


NOTES:

1. The above results of Dynamatic Technologies Limited ("the Company"), its subsidiaries and an associate, as listed below, (collectively known as "the Dynamatic Group") are prepared in accordance with requirements of the Accounting Standard AS 21 "Consolidated Financial Statements" prescribed by Companies (Accounting Standards) Rules, 2006 (as amended).

Sl. no.	Name of the entity	Subsidiaries/Associate	Country of incorporation	Effective Dynamatic group shareholding %
1	JKM Erla Automotive Limited (JEAL)	Subsidiary	India	99.99
2	JKM Ferrotech Limited (JFTL)	Step Subsidiary	India	99.99
3	JKM Research Farm Limited (JRFL)	Subsidiary	India	99.99
4	JKM Global Pte Limited (JGPL)	Subsidiary	Singapore	100
5	Dynamatic Limited (DLUK)	Step Subsidiary	United Kingdom	100
6	Yew Tree Investments Limited (YTIL)	Step Subsidiary	United Kingdom	100
7	JKM Erla Holdings GmbH (JEHG)	Step Subsidiary	Germany	100
8	Eisenwerk Erla GmbH (EEG)	Step Subsidiary	Germany	100
9	Harasfera Design Private Limited (HDPL)	Associate	India	50

2. The above results were reviewed by the Audit Committee in the meeting held on 13 August 2015 and thereafter approved by the Board of Directors in their meeting held on 14 August 2015 and have undergone a "Limited Review" by the Statutory Auditors of the Company. The review report of the Statutory Auditors is being filed with the Bombay Stock Exchange and the National Stock Exchange and is also available on the Company's website at www.dynamatics.com. Figures for the three months ended 31 March 2015 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures upto the end of the third quarter of the relevant financial year.



3. Pursuant to the provisions of the Listing Agreement, the Management has decided to publish consolidated financial results in the newspapers. However, the 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).
4. Exceptional item for the year ended 31 March 2015 includes profit on sale of one of its assets (Land, Buildings and other structures at Dynamic Park, Peenya, hereinafter referred to as "Peenya Property"). During the year ended 31 March 2015, the Company entered into a "Deed of Conveyance and Absolute Sale" ("Sale deed") dated 22 August 2014 with M/s Raised on Denim India and Karnataka Texspares and Steel Profiles Private Limited (collectively known as "Purchasers") towards the sale of Peenya Property at a gross consideration of Rs 7,000 lacs. The related written down value of the aforesaid asset as at the date of sale was Rs 2,830 lacs. Upon the execution of Sale deed and corresponding sale of the Peenya Property on 22 August 2014, the Company credited Rs 4,164 lacs (after netting off selling expenses of Rs 160 lacs and adjusting Revaluation Reserve of Rs 154 lacs) to the statement of profit and loss. The aforesaid asset is leased back to the Company for a lock in period of eight years with an option to continue the same for a further period of two years. The Company does not have any obligation to buy back the Peenya Property at the end of the lease term.

Further, during the quarter ended 30 June 2014 and year ended 31 March 2015, the Dynamic Group has carried out a deleverage exercise and has prepaid certain loans to the banks and other parties in the books of the Company as well as at subsidiaries. As a part of this deleverage exercise and repayment of loans the Dynamic Group had incurred various charges such as redemption premium to banks, prepayment penalty, swap cancellation, upfront fees etc aggregating Rs 2,256 lacs which is included in exceptional items.

5. In the previous year ended 31 March 2015, JEAL had made partial redemption of 2,278,306 NCRPS at a price of Rs. 219.46 aggregating to a redemption value of Rs. 500,000,000. Further, during the quarter ended 30 June 2015, JEAL has redeemed the remaining 357,694 NCRPS at a price of Rs. 241.44 aggregating to Rs. 86,361,639 as full and final settlement. The redemption premium is met out of JEAL's existing securities premium and premium arising out of the fresh issue of equity shares.



6. Information of standalone unaudited financial results of the Company in terms of Clause 41 (VI) (b) of the Listing Agreement is as under:

Particulars	Quarter ended			Year ended
	30 June 2015	31 March 2015	30 June 2014	31 March 2015
	Unaudited	Audited*	Unaudited	Audited
Total income from operations, net	10,168.96	10,667.54	11,128.68	45,652.78
(Loss) / profit before tax and exceptional items	(1,018.93)	(307.04)	(196.30)	(741.27)
(Loss) / profit after tax and exceptional items	(1,018.93)	(315.06)	(641.32)	2,104.75

*refer note 2

7. Status of investor complaints for the quarter ended 30 June 2015:

Particulars	Opening	Received	Resolved	Pending
Number of Complaints	-	-	-	-

8. Previous period/ year figures have been reclassified to conform with current period presentation, where applicable.

For and on behalf of the Board of Directors



Udayant Malhoutra
CEO and Managing Director
Dynamatic Technologies Limited

Place: Bangalore
 Date: 14 August 2015