Jamna Auto Industries Limited

on the move...

ANNUAL REPORT

2015-16

CONTENTS

Jamna Auto Industries (JAI) Limited is India's market leader in automotive suspension solutions. We are, today, the only Indian company to provide the complete range of automotive suspension solutions for Commercial Vehicles (CVs).

Having attained leadership in conventional spring suspension products in our home market, we are fast expanding in new technology suspension systems and new markets, including the aftermarket and export segments.

Forward-looking statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

At **JAI** we are continuously

ON THE MOVE

...towards achieving our vision of becoming a **global leader** in automobile **suspension solutions**

...while maintaining our **dominant position** in the market and **strengthening our ties** with existing & new clients

...**continuing to diversify** into new market segments including the aftermarket and **export segments**

...achieving leaner metrics to strengthen the balance sheet and **maintain our competitiveness** and **leadership position**

CORPORATE INFORMATION

Board of Directors

Mr. Bhupinder Singh Jauhar
Chairman

Mr. Randeep Singh Jauhar
Vice Chairman & Executive Director (From May 20, 2016)

Mr. Pradeep Singh Jauhar
Managing Director & CEO (From May 20, 2016)

Mr. Hardeep Singh Gujral
Executive Director

Mr. Jainender Kumar Jain
Director

Mr. Chander Kailash Vohra
Director

Mr. Uma Kant Singhal
Director

Mr. Shashi Bansal
Director

Mr. Rakesh Kalra
Director

Ms. Payal Chawla
Director

ADVISORS
AZB & Partners
Lakhsmi Kumaran & Sridharan

TECHNICAL ASSISTANCE
Ridewell Corporation, USA

BANKERS
State Bank of India
Kotak Mahindra Bank
Standard Chartered Bank
HDFC Bank
ICICI Bank
AXIS Bank
YES Bank

AUDITORS
S. R. Batliboi & Co, LLP
Chartered Accountants

INTERNAL AUDITORS
Protiviti, Risk and Business Consulting

SHARE REGISTRAR & TRANSFER AGENT (RTA)
Skyline Financial Services (P) Ltd
D-153 A, First Floor, Okhla Industrial Area,
Phase – I, New Delhi-110020
Ph. No.: 011-26812682, 26812683
Fax No.: 011-26292681
Email: grievances@skylinerta.com

INVESTOR CELL
Mr. Praveen Lakhera
Company Secretary & Head-Legal
Email: praveen@jaispring.com

CORPORATE OFFICE
2, Park Lane, Kishangarh, Vasant Kunj,
New Delhi-110 070, India
Ph. No.: 011-26893331, 26896960
Fax No.: 011-26893180

REGISTERED OFFICE
Jai Springs Road, Industrial Area,
Yamuna Nagar-135001
Ph. No.: 01732-251810/11/14
Fax No.: 01732-251820
CIN L35911HR1965PLC004485

PLANTS
1. Gwalior (MP)
2. Yamuna Nagar (Haryana)
3. Jamshedpur (Jharkhand)
4. Chennai (Tamil Nadu)
5. Hosur (Tamil Nadu)
6. Pillaipakkam (Tamil Nadu)
7. Pune (Maharashtra)

UNDER SUBSIDIARY ENTITY

8. Pant Nagar (Uttrakhand)

CHAIRMAN'S LETTER

Dear Shareholders

The year 2015-16 witnessed India becoming one of the fastest-growing economies in the world, something to clearly rejoice about. Adding to the cheer, the Commercial Vehicle (CV) industry delivered buoyant growth on the back of the much-anticipated revival of the Light Commercial Vehicles (LCVs) segment and a second consecutive year of 'best-in-industry' performance of the Medium & Heavy Commercial Vehicles (M&HCVs) segment. The improved economic environment provided strong impetus for Jamna Auto Industries (JAI) which, for the second year in a row, outperformed the CV industry growth of 12.2%. JAI ended the year with year-on-year (YoY) growth in net consolidated revenues to reach Rs. 1,256 crore in FY2015-16 compared to Rs. 1,095 crore in FY2014-15.

We are happy to report that the year also saw us make strong progress in profitability. Our strategic focus on diversifying our product portfolio to add more value-added higher-margin products and improvement of operational efficiencies saw us deliver YoY growth in our consolidated EBITDA, which reached Rs. 165 crore in FY2015-16 compared to Rs. 95 crore in FY2014-15. JAI, not only registered volume growth in both its conventional and non-conventional product segments, but also increased its share of business with key customers. Going forward, as industry momentum gathers strength, we look forward to expand our share of business with existing and new customers and those with whom our presence is relatively low.

Low energy prices, easing of interest rates and low inflation have helped pull back the muffled demand for LCVs, which during the year grew at 2.6% YoY. The government's increased investment and focus on infrastructure projects, along with roll-out of new policies, have strengthened the already strong performing M&HCV segment, which registered a growth of 28.2% YoY in FY 2015-16. Cumulatively, the CV industry, including both domestic and export segments, grew 12.2% to reach sales of 7,87,393 units.

Improvement in internal efficiency and productivity, coupled with the industry up-cycle, has taken us closer to achieving the internal target we set for ourselves in terms of 'Project Lakshya'. We have improved our ROCE from 22% in FY 2014-15 to 51%, in FY2015-16. We will continue to maintain a payout ratio of 33% as we believe in creating value and sharing it with our shareholders.

Revenue from non-conventional products increased in the year as the Indian market gradually continued to adopt new products, helping us inch towards the 33% target for revenue from non-conventional products. We have maintained our stronghold as India's largest player in Multileaf Springs and have further increased our domestic Original Equipment Manufacturers (OEMs) market share. Our other non-conventional products are performing in line with our expectations and have experienced demand pull from the market after gaining acceptance from many clients.

We continue to be focused, in line with our commitment, to increase revenue from new markets, such as exports and aftermarkets to 33%. The aftermarket, which is estimated to be larger than the OEM market, due to India's poor road infrastructure, presents a huge opportunity. This year, we have formed a dedicated strong team to work on improving our presence in this segment.

During the year, we have set up two manufacturing units for air suspension & lift axle, one in Pune and other in Pillaipakkam near Chennai. We also begun work on our integrated R&D centre in Pune. On the exports front, the Hosur plant is being further expanded to cater to international players. This is part of an overall expansion plan in which we are expanding capacities at both Malanpur and Hosur plants. The entire expansion will be funded through internal accruals in line with our 'Lakshya' of 'Net Block to be funded by Net Worth'.

Our journey has been built on trust and faith of our shareholders and clients. During the year, apart from strengthening our ties with the existing clients, we also built relationships with new customers. Multinational OEMs have shown great confidence in us which has helped us in expanding the reach of our non-conventional products. With increasing acceptability in the market and OEMs moving towards newer technologies, we are witnessing a market shift towards parabolic springs, which is good news for us.

Usually, manufacturing firms struggle with debt, but I am pleased to inform that your company is now virtually debt-free. This will help your company maintain our aim of fulfilling any future capex requirements from internal accruals as stated in 'Project Lakshya'. By virtue of our financial performance and market leadership, we have seen continuous upgradation in our credit rating. During the year, ICRA once again upgraded our rating for term loans from 'A+' to 'AA-'.

Improvement in internal efficiency and productivity, coupled with the industry up-cycle, has taken us closer to achieving the internal target we set for ourselves in terms of '**Project Lakshya**'.

Before I close, I would like to take this opportunity to thank our employees who have made significant contribution to our success. I would also like to express my gratitude to our customers, collaborators, bankers, suppliers, business partners and shareholders for their continued support and confidence in our company.

Yours sincerely,

Bhupinder Singh Jauhar

Bhupinder Singh Jauhar
Chairman

JAI TODAY

JAI is one of the world's **leading players in leaf springs.**

Eight state-of-the-art strategically located plants **manufacturing high-technology suspension systems**

Supplying to **Global and Domestic Commercial Vehicle Original Equipment Manufacturers with a successful track record of consistently delivering best-in-class quality**

Potential to become a hub for global OEMs and **in the process of building meaningful capacities to increase our presence in exports and the aftermarket segment**

Pioneer in the adoption of new technologies **on the back of our extensive in-house R&D programmes and** Technical Assistance Agreement with **Ridewell Corporation, USA, for design & manufacturing of Air Suspension & Lift Axles**

What We Make

PRODUCT LEADERSHIP IN SUSPENSION SOLUTIONS

Multi-Leaf Springs

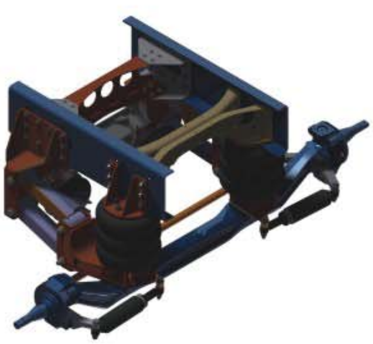
A stack of spring steel leaves held together with a center bolt. The number of leaves in a stack will directly affect the spring's capacity or load rate. JAI is the market leader in Multileaf Springs with a domestic OEM volume share of 66%. We manufacture a comprehensive range of Multileaf Springs ranging from 3 Kg to 200 Kg.

Parabolic Springs

A leaf or a set of leaves that are tapered in a parabolic curve. It allows better ride quality and weight reduction; is capable of handling increased stress levels and reduced inter-leaf friction for longer fatigue life. JAI was among the first to introduce Parabolic Springs in India and today leads the market.

Air Suspension

Used in place of conventional steel springs, mostly in heavy vehicle applications, such as buses and trucks. Provides smooth and constant ride quality. JAI launched its air suspension in FY13 and has begun supplying to leading players, such as SML Isuzu Limited and the aftermarket.



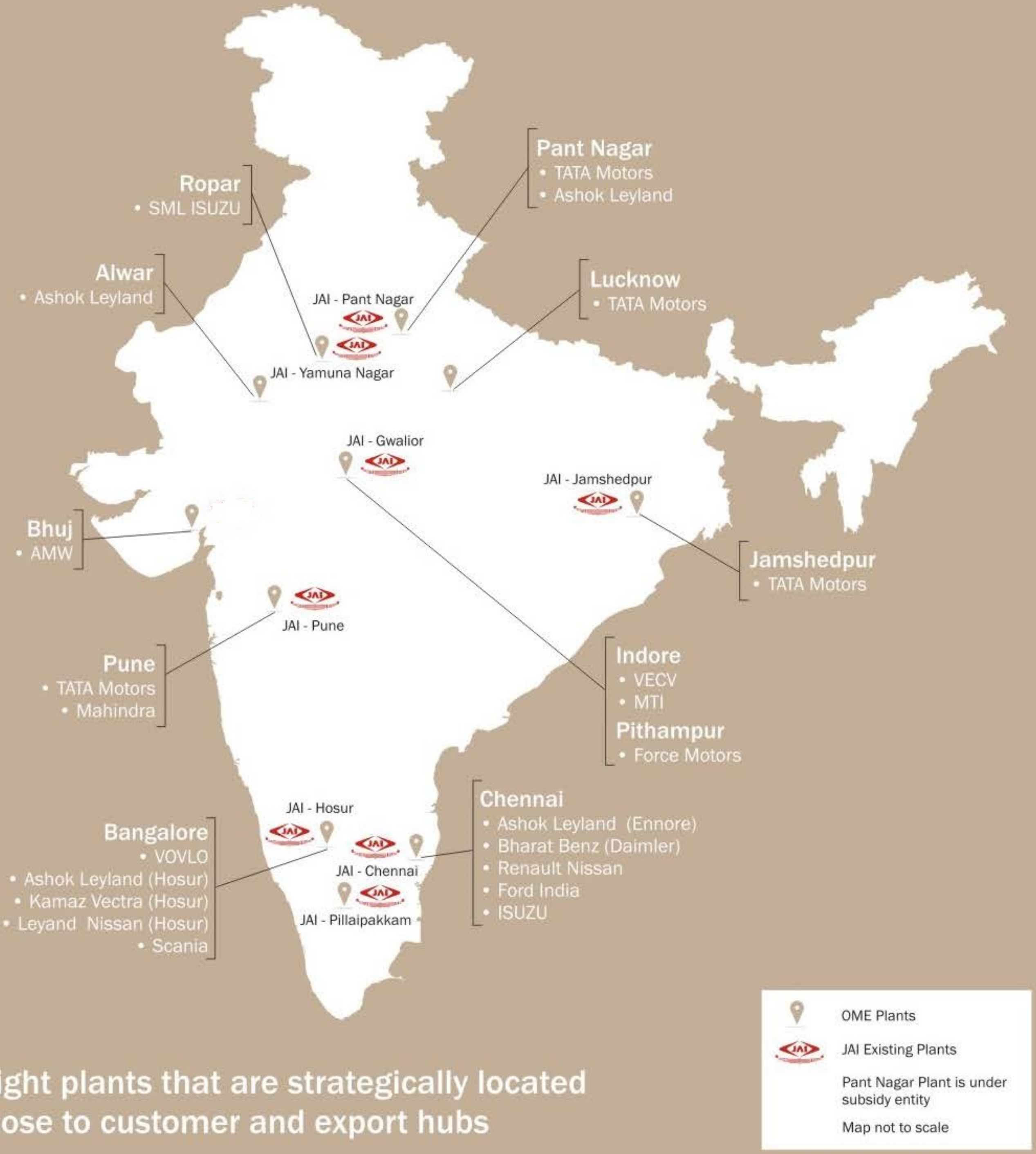
Lift Axle

Uses air bags to carry weight. Can be mounted on a truck, trailer or both and is commonly found on tanker-style trucks as well as vehicles used to haul oversized loads. JAI introduced Lift Axles in FY13 and has begun supplying to leading players such as Ashok Leyland, VE Commercial Vehicles and Mahindra & Mahindra.

Our Manufacturing Edge

Largest capacity in India at state-of-the-art facilities

Eight plants across India supplying to all major OEMs



Eight plants that are strategically located close to customer and export hubs

All major truck manufacturers use JAI's products

BEST-IN-CLASS CUSTOMERS

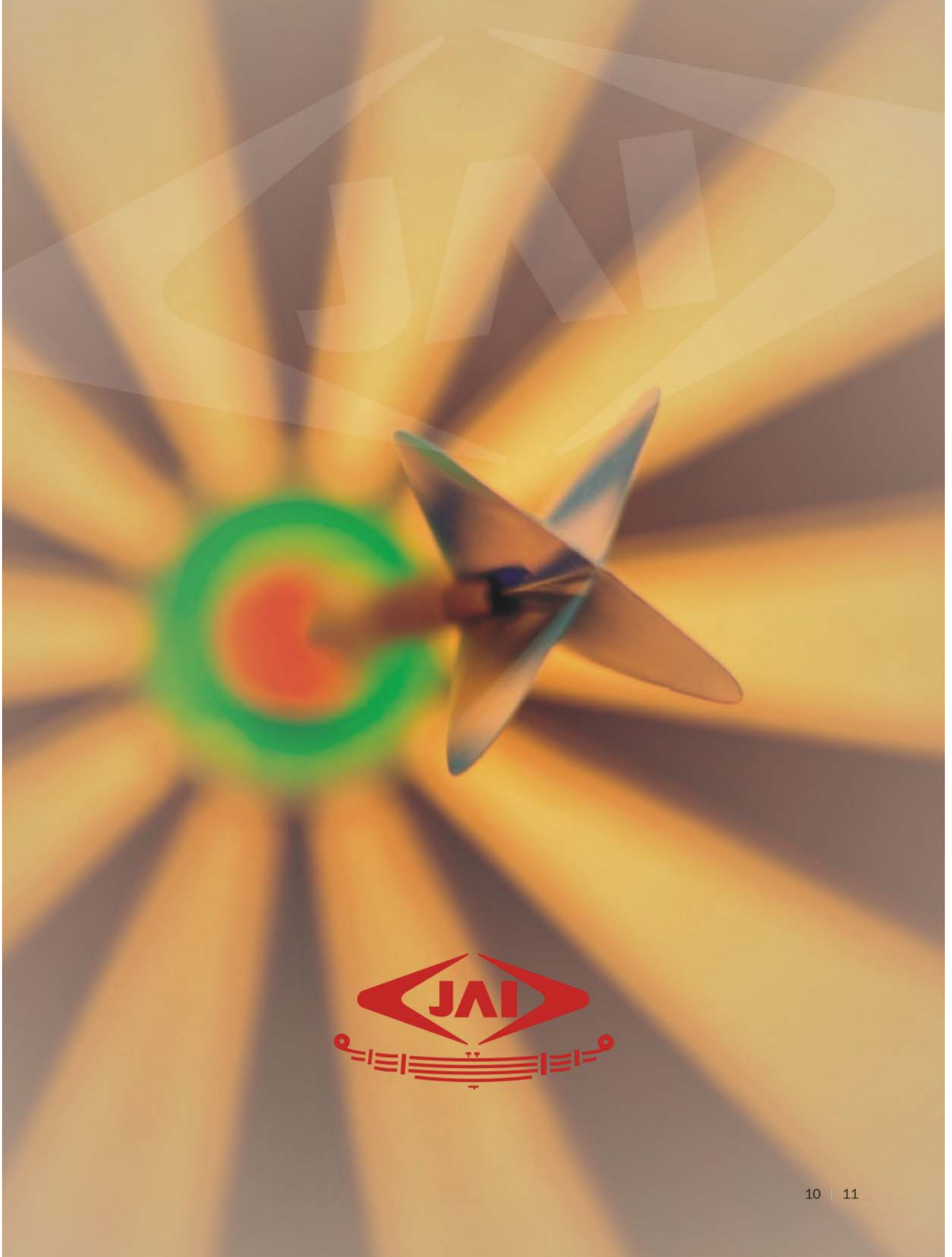
AMW THE GLOBAL TRUCK	Ashok Leyland	BHARATBENZ	TATA
KAMAZ VECTRA	VOLVO	SML ISUZU	MAN
ASHOK LEYLAND NISSAN	RENAULT NISSAN	VE COMMERCIAL VEHICLES A VOLVO GROUP AND EICHER MOTORS JOINT VENTURE	
UD TRUCKS	ISUZU Your responsible partner		

On To The Next Level

PROJECT LAKSHYA

JAI's medium-term strategy focuses on value creation

	Product Derisking	Diversifying Markets	Maximizing Efficiency
Operational Goals	33% Revenue from New Products	33% Revenue from New Market	33% Break Even Point
Financial Goals	33% ROCE	33% Dividend Payout	Net Block to be funded by New Worth



Towards a better community
ACCELERATING THE CHANGE

At JAI, we believe that it only takes one step to initiate a change and we find it our responsibility to not only serve the community but to also work towards a sustainable one.

Environment conservation and sustainability

Our Focus

- Increasing green cover
- Waste management
- Water conservation
- Energy conservation
- Creating awareness

Our Achievements

- Planted 4,200 saplings. Developed and maintained 700 meter green-belt outside our manufacturing units at Yamuna Nagar and Malanpur.
- Recycled bio-degradable waste into vermi compost, Produced 130 tons of manure at Delhi and Malanpur locations.
- Conducted cleanliness drives in surrounding areas by involving our beneficiaries and installed dustbins at adopted schools.
- Sensitized more than 6,500 beneficiaries on environment conservation by organizing awareness activities.

Promotion of education

Our Focus

- Scholarship distribution
- Support quality education
- Extra academic support
- Promotion of Girl Child

Our Achievements

- Distributed scholarships to 377 needy and deserving students at school and college levels to help them continue excelling in their respective fields of interest.
- Supported 11 Government schools & colleges to improve delivery of quality education to students by developing infrastructure and basic facilities.
- Provided extra educational support to around 160 children from needy families at 5 non-formal educational centers - "Jamna Fulwari" at Delhi, Jamshedpur and Malanpur.

Promotion of Sports

Our Focus

- Sponsorship to Star Sportspersons
- Promotion of sports
- Nurturing talent

Our Achievements

- Sponsored 25 sportspersons at national and international levels by providing them financial assistance for coaching, diet, equipment, and boarding & lodging among others.
- Encouraged sports at the local level by distributing sports equipment at adopted schools at all over locations.
- Many sportspersons sponsored by JAI have earned laurels for the country by excelling at national and international level.

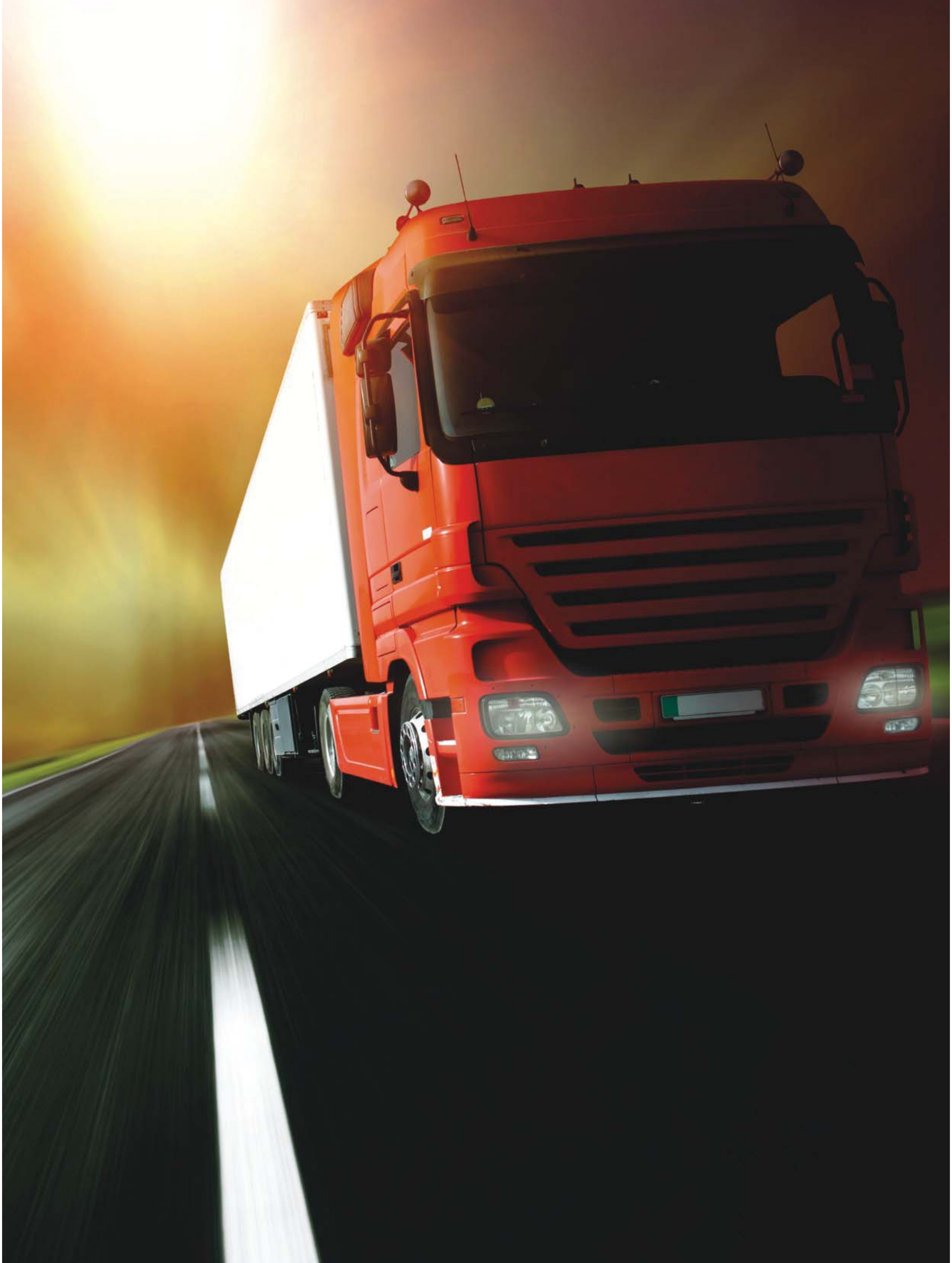
Community Outreach

Our Focus

- Basic infrastructure
- Healthcare
- JAI Pension
- Skill development
- Women empowerment
- Support to the destitute
- Relief work during natural calamities

Our Achievements

- Boosted basic facilities in adopted villages through improving their infrastructure and facilities like potable water, solar street lights, roads, etc.
- Ensured basic health facilities for almost 9,000 beneficiaries by organizing multi-specialty health check-up camps, ambulance service, tobacco screening camp and awareness activities.
- Distributed monthly pension to 19 Senior Citizens, widows and differently-abled persons at village Faizpur, Yamuna Nagar.
- Enhanced livelihood skills among 254 unemployed youths and women by providing them basic and advanced training in stitching, tailoring, computer, beauty culture and ITI trades at Delhi, Yamuna Nagar and Jamshedpur.
- Organized PDP session, career counseling camp and exposure visits for unemployed youths in Delhi, Jamshedpur and Yamuna Nagar.
- Initiated Jamna Counselling Center for women in need to help them in case of domestic violence, harassment and gender discrimination, among others.
- Adopted and supported almost 35 Senior Citizens at the Gharonda Old Age Home by facilitating their cataract surgeries etc.



Ten Year Financial Summary

Operational Results (Rs in Lacs)	2016	2015	2014	2013	2012	2011	2010	2009	2008	2007
Sales	136,345	118,522	89,383	105,576	120,427	99,799	66,148	52,062	54,119	32,372
Less Excise Duty	10,765	9,021	6,053	7,561	8,462	9,473	4,842	6,133	7,416	4,574
Net Sales	125,580	109,501	83,330	98,015	111,965	90,326	61,306	45,929	46,703	27,798
Other Income	835	201	202	234	197	174	268	797	341	227
Total Income	126,414	109,701	83,532	98,249	112,163	90,500	61,575	46,726	47,044	28,025
Operating Profit (PBDITA)	16,495	9,650	6,669	8,784	10,569	10,821	7,980	3,744	6,077	2,503
Interest	1,473	1,802	2,407	2,674	1,882	2,170	2,617	3,554	2,694	1,243
EBDT	15,022	7,848	4,262	6,110	8,687	8,651	5,363	190	3,383	1,260
Depreciation & Amortization	4,523	3,110	2,591	2,895	3,215	3,201	2,938	1,798	1,285	549
Profit Before Tax and other items	10,499	4,738	27	3,215	5,472	5,450	2,425	-1,608	2,098	711
Exceptional Items -(Gain/ (loss))	-	-	1,644	-	350	30	-36	-	90	-
Profit Before Tax	10,499	4,738	1,671	3,215	5,122	5,421	2,460	-1,608	2,008	711
Tax	4,395	1,549	391	10	8	431	10	46	43	32
Deferred Tax Credit	-1,047	251	-104	433	895	1,270	540	-397	358	46
Profit After Tax	7,150	2,938	1,384	2,773	4,219	3,720	1,911	-1,257	1,606	632
Cash Profit/ (Loss)	11,674	6,049	3,975	5,668	7,434	6,921	4,849	541	2,891	1,181
Financial indicator										
Assets	27,614	24,972	26,158	28,255	27,374	20,399	16,754	15,694	13,261	6,364
Investments	-	-	-	525	525	525	525	525	527	1,208
Current Assets	16,714	20,641	24,486	27,210	31,029	26,850	17,586	15,450	18,941	8,060
Non Current Assets	4,074	3,993	3,260	4,628	4,296	4,415	-	-	-	-
Equity Share Capital	3,972	3,962	3,950	3,950	3,940	3,928	3,654	3,653	3,387	1,771
Preference Share Capital	-	-	175	350	350	350	350	350	350	-
Reserves & Surplus	20,246	15,680	14,035	13,150	11,317	9,158	4,153	3,098	3,315	-261
Net Worth	24,218	19,642	18,161	17,045	14,643	11,695	5,444	4,311	5,116	940
Long Term Funds	1,141	6,330	10,247	8,560	10,869	6,563	10,585	13,808	11,253	8,431
Medium/ Short Term Funds	435	97	2,281	8,059	7,405	7,251	295	382	3,624	57
Working Capital From Banks		-	-	-	-	-	1,002	1,928	2,699	1,497
Non Current Liabilities	1,196	2,117	1,905	1,925	1,390	1,374	-	-	-	-
Current Liabilities & Provisions	21,406	21,418	24,990	28,995	31,973	23,565	18,553	12,793	11,193	4,908
Ratio										
EBIDT to sales %	13	9	8*	9	9	12	13	8	13	9
EBIT to Sales %	12	7	5	6	7	8	8	4	10	7
PBT to Sales %	8	4	2	3	5	6	4	-4	4	3
EBDIT/Avg. Capital Employed	71	33	20	30	44	52	58	24	44	27
EBIT/Avg. Capital Employed (ROCE)	51	22	12	20	31	37	37	13	35	21
PAT/Net Worth	30	15	8	16	29	32	35	-29	31	67
EPS (Rs)	9**	7.4	3	7	11	10	3	-4	6	5
Dividend Per Share (Rs)	2.75	2.20	1	2	4	2	Nil	Nil	Nil	Nil
Net Worth Per Share (Rs)	30	50	46	43	37	30	15	39	23	7

* Excluding exceptional and prior period items is 6%.
** EPS per share of Rs. 5 each

Management Discussion & Analysis

The Commercial Vehicle industry saw strong positive growth in 2015-16. Do you see the momentum continuing going forward?

It has been a great year for the commercial vehicle (CV) industry, especially the Medium and Heavy Commercial Vehicle (M&HCVs) segment. The overall CV industry, including domestic and export sales, reported rise of 12.2%, after a de-growth of 1.3% in FY 2014-15, to reach sales of 7,87,393 units, marking recovery. The growth was led by strong performance by the M&HCV segment and a much-anticipated positive recovery in the Light Commercial Vehicle (LCV) segment.

The M&HCV segment grew by 28.2% in FY 2015-16 to reach 3,37,565 units, a sharp rise compared to the 17.4% growth seen in FY 2014-15. This helped maintain the M&HCV's track record of being the fastest-growing automotive segment. The growth in M&HCV can be attributed to increase in infrastructure investment, improved replacement demand and pre-sales buying due to BS-IV emission norms roll-out. Fall in diesel prices, higher allotment by the government for highway projects and lifting of the ban on mining in various regions further aided the growth.

As expected, the LCV segment, which usually follows growth in the M&HCV segment with a lag, started to inch forward. FY 2015-16 saw the segment witness positive recovery of 2.6%, reaching 4,49,828 units, compared to a de-growth of 9.9% in FY 2014-15. Lower diesel prices, pick-up in consumption-driven sectors, increase in disposable incomes and easing of interest rates helped propel the segment. The current prediction of a normal monsoon this year bodes well for the LCV segment, which plays a critical role for 'last-mile' connectivity in the agriculture sector.

Performance of the CV industry is closely linked to the country's economic growth, and thus is cyclical. With the Indian economy growing by 7.6% in FY2015-16 and expected to stay stable around this growth rate, this is news to cheer about. Even the International Monetary Fund (IMF) has retained India's growth forecast for FY2016-17 at 7.5%. This will further help accelerate the full recovery of the LCV segment and sustain the M&HCV growth.

According to ICRA, the CV industry is expected to grow at 11-12% in FY 2016-17 on account of strong economic growth and revival in rural demand. The M&HCV segment is expected to grow at 13-15% during the year. It is important to note that sales in the industry had reached a high of 9,01,757 vehicles in FY2011-12 before it fell for three consecutive years and came down to about 7,00,743 in FY2014-15; so we still have some way to go before we touch the earlier heights.

OEM is our core market and is currently well poised in view of the burgeoning Indian economy. India has moved up in the global automotive manufacturing rank in the last 15 years from 14 to 6 pointing to the country's coming of age as a manufacturing destination of choice, with practically all major global OEMs setting up India operations, India development centers and increasing their sourcing from India. Over the medium to long term, growth in the auto components industry will be higher than that in the underlying automotive industry, given the increasing localization by OEMs, higher component content per vehicle and rising exports from India.

How has JAI performed in the current financial year, given the strong performance of the CV industry? Now that the momentum is building, what initiatives have been taken by the Company to fuel growth and improve both the operational and financial metrics?

For the second year in a row, JAI has delivered growth that has outpaced the CV industry. We reported growth to reach consolidated revenue of Rs. 1,256 crore, up from Rs. 1,095 crore in FY2014-15 as compared to 12.2% growth in the CV industry. The increased demand from the M&HCV segment, where we have a large presence, was a key driver. We were able to successfully strengthen our leadership position in the OEM industry and further increased our share of business with our top customers as well as add new customers to the fold. Apart from being the market leader in the conventional segment, the head start we have in the Indian market in non-conventional products is emerging as a strong advantage.

These new generation products also have a positive effect on our profitability which started gaining visibility in the current year. Coupled with our aggressive programme to improve operational efficiencies, this year has seen strong improvement in profitability. Our EBITDA for the year increased to reach Rs. 165 crore on a consolidated basis, compared to Rs. 95 crore in FY 2014-15. Our consolidated PAT for the year increased to reach Rs. 72 crore, from Rs. 29 crore in FY2014-15.

If the last quarter of the financial year is any indication, we are set to continue on the current growth path in the coming year. In Q4FY2015-16, consolidated revenues increased to reach Rs. 366 crore, against Rs. 342 crore in Q4FY2014-15. We were able to achieve significant improvement in operational efficiencies and reduction in costs. Our consolidated EBITDA grew YoY to reach Rs. 57 crore in Q4FY2015-16 from Rs. 40 crore in Q4FY2014-15. Consolidated PAT in Q4FY2015-16 was Rs. 28 crore, up YoY from Rs. 15 crore in Q4FY2014-15, led by improvement in operating margins and reduction in finance costs.

The strong performance helped us generate surplus cash to strengthen our balance sheet. We repaid debt of Rs. 59 crore, bringing the debt levels down to a nominal level. Total debt in FY2015-16 was Rs. 14 crore. We remain prudent in turning our working capital efficiently by improving our debtor and inventory management systems.

Our strong credit quality was substantiated by ICRA upgrading our credit rating from A+ to AA- (long term) and from A1 to A1+

(short term) in December 2015, which has led to reduction in our interest cost to base rate levels. Debt was reduced substantially which led to lower interest outflow for the year, favourably impacting the PBT. We will continue to fund our capex requirements through internal accruals to grow in future.

With the industry expected to push ahead, we are well set at JAI to deliver healthy growth on the back of a stronger balance sheet, improved efficiencies and a strong product portfolio.

The Company has set targets under the 'Lakshya' programme for returns, diversification, leverage and dividends to shareholders. How is this year's performance with respect to these targets?

We aim to diversify our product portfolio and markets, deliver higher returns, reduce leverage and give continuous healthy dividend payouts to our shareholders as a part of the 'Lakshya 33' mission. The targets under the plan are as follows:

Operational Goals	33% Revenue from New Products	33% Revenue from New Markets	33% Break Even Point
Financial Goals	33% ROCE	33% Dividend Payout	Net Block to be funded by Net Worth

The contribution from non-conventional products increased significantly during the year and our ROCE was 51% for FY 2015-16, a substantial improvement from 22% in FY2014-15. Dividend payout was maintained at 33% and, thanks to prudent management, net block is being funded by net worth.

The achievements are a result of consistent focus on value addition in our portfolio, improvement in operational efficiencies and high capacity utilization. Our consolidated PBT in FY2015-16 is Rs. 105 crore, a testimony to the improvement in performance and returns. As a result, the year saw a significant improvement in ROCE.

The market-shift to new-generation products has begun to gather pace in India. JAI, besides being the market leader in conventional springs, has been building its presence in value-added products, including parabolic springs, lift axles and air suspension. We have a huge head start in the parabolic springs segment where we command 95% market share. As the market matures and looks to these more efficient and higher-margin products, we are more than prepared to cater to the shift.

Our focus is on ensuring funding of our expansion plans without extending ourselves. The capacity expansion plan is being funded through internal accruals with capacities being expanded at the Malanpur Plant and Hosur Plant. The expanded Hosur facility will be used to serve international clients in India and abroad.

We believe in distributing the reward of performance with the owners of the business, our shareholders, and so, we shall continue to maintain a dividend payout of 33%.

With regard to the two remaining Lakshyas, we are steadily moving towards achieving the Break-Even Point (BEP) of 33% at each of our plants by focusing on manufacturing efficiencies, minimizing the capex required for maintenance and reducing the fixed costs. Further, with the diversification of markets and our focus on aftersales market and exports, we are moving towards 33% revenue from new markets. The expanded capacity at Hosur will provide a fillip to our export initiatives.

The aftersales market, which is estimated to be greater than the OEM market, presents a huge opportunity for us. We have strengthened our team and have achieved significant network via tie-ups with primary distributors to supply our products to dealers. Our aftersales segment will benefit from the implementation of GST, as this will significantly reduce the price difference between the products supplied by unorganized players and JAI. Further, the aftersales market usually shadows growth in the OEM market with a lag. Now, following the healthy pace of growth in OEM sales, the aftersales market is expected to grow proportionately with a year's lag.

Please comment on the future strategies and outlook of the Company.

JAI is the leader in the Indian OEM market with 66% market share and we are continuously striving to further expand our presence by increasing our share with the clients where our presence is low. Our mission is to be the global leader in automotive suspension solutions — nothing less than that. This year has further strengthened our position in the market and moved us closer to our goal. The future looks even more promising; we expect to grow at 3-4% more than the CV market, led by better product mix, promising aftersales market and exports. In summary, the healthy macro-economic scenario is providing strong support to the CV industry which we are confident will continue to grow in the near future.

We are fully geared to leverage this opportunity with our world-class products and continuous innovation in new products and enter new markets. We are extremely excited by the huge opportunity available to us in aftermarket and exports. We will continue on the path of 'Lakshya' to diversify our business into a more robust, scalable and profitable organization. At the same time, we will continue to focus on balanced growth by improving our productivity and expansion in capacities through internal accruals.

The Company's financial details are as follows:

Rs. in crores

Particulars	Standalone Year ended March 31, 2016	Consolidated Year ended March 31, 2016
Total Revenue	1,232.25	1,363.45
EBITDA	152.02	165.95
Finance cost	13.65	14.73
PBDT /Cash Profit	138.37	151.22
Depreciation & others	43.88	45.23
PBT	94.49	105.23
Previous year adjustment	1.01	1.01
Provision for tax	21.16	33.48
PAT	72.32	71.50

What are the internal controls in the Company?

The Company has put in place strong internal controls, systems and processes and keeps reviewing their adequacy from time to time. The audit committee reviews the audit reports submitted by the internal auditors. Suggestions for improvements are considered and implemented. The Company places strong emphasis on best practices in corporate governance. In order to improve and strengthen the control processes, M/s Protiviti Risk & Business Consulting has been appointed as internal auditor of the Company from April 1, 2015.

DIRECTORS' REPORT

Dear Members,

The Directors of your Company have pleasure in presenting 50th Annual Report, together with the audited accounts and performance for the year ended March 31, 2016:

Financial Results

Rs. in crore

Particulars	Standalone		Consolidated	
	Year Ended March 31, 2016	**Year Ended March 31, 2015**	**Year Ended March 31, 2016**	**Year Ended March 31, 2015**
Gross Sales	**1,232.25**	1098.75	**1,363.45**	1,185.29
PBIDT	**152.02**	85.99	**165.95**	96.50
Finance cost	**13.65**	16.88	**14.73**	18.02
PBDT /Cash Profit	**138.37**	69.11	**151.22**	78.48
Depreciation & others	**43.88**	29.29	**45.23**	31.10
PBT	**94.49**	39.82	**105.99**	47.38
Previous year adjustment	**1.01**	-	**1.01**	-
Provision for current tax	**31.39**	7.54	**43.95**	15.50
Provision for deferred tax	**(10.23)**	2.84	**(10.47)**	2.50
PAT	**72.32**	29.44	**71.50**	29.38
Balance brought forward	**(53.62)**	(69.58)	**(56.19)**	(72.10)
Adjustment of opening depreciation as per Companies Act	**-**	(2.85)	**-**	(2.85)
Profit available for appropriation	**72.32**	29.44	**71.50**	29.38
Balance carried to Balance Sheet	**(7.59)**	(53.62)	**(10.98)**	(56.19)

Performance

During FY 2015-16 the overall growth of the commercial vehicle industry was 12.2% as against de-growth of 1.3% in the previous year. The M&HCV segment grew by 28.2% in FY2015-16 compared to the 17.4% growth last year. The Company maintained its leadership position in the conventional segment and successfully strengthened its position in non-conventional product. During the year under review the Company achieved consolidated revenue of Rs. 1256 crore as against Rs. 1,095 crore in last year. The consolidated EBITDA was Rs. 165 crore compared to Rs. 95 crore in the previous year. The Company achieved consolidated PAT of Rs.72 crore as against Rs. 29 crore in the previous year.

Improvement in internal efficiency and productivity, coupled with the industry up-cycle, has taken the Company closer to achieve the internal target in terms of 'Project Lakshya' discussed in the Management Discussion & Analysis (MDA) section. For details members are requested to please see MDA section. During the year, the Company has set up manufacturing units for air suspension & lift axles in Pune and Pillaipakkam near Chennai. The Company is also setting up an integrated R&D Centre in Pune.

Continuous improvement in the Company's performance is also reflected in higher rating from ICRA, the leading credit rating agency. ICRA upgraded the Company's long term rating from A+ to AA- and its short term rating improved from A1 to A1+.

In order to improve liquidity of the Company's equity shares in stock markets with higher floating stock in absolute numbers, each Equity Share of face value of Rs. 10 each was sub-divided (stock split) into 2 Equity Shares of face value of Rs. 5 each.

During the period under review and till the date of last reporting no such material changes/ commitments have taken place as to affect the financial position of the Company.

Dividend

Your directors recommend final dividend of Rs. 2.75 per Equity Share. Payment of dividend is subject to approval of the members of the Company at the ensuing Annual General Meeting.

Fixed Deposit

During the period under review, the Company did not accept any deposits from the public in terms of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

Energy Conservation, Technology Absorption & Foreign Exchange

The particulars as prescribed under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 form an integral part of this report and attached as Annexure – A.

Risk Management Policy

The risk management policy of the Company aims to identify and evaluate risks and to take appropriate steps to control, minimize, manage and mitigate such risks. The Company has established a three layer framework for risk identification, evaluation, control, minimization and mitigation. The Company's risk management policy is available at its website at www.jaispring.com. As per Regulation 21(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement of Risk Management Committee is applicable to top 100 listed companies only, as on March 31, 2016 this condition is not applicable to the Company.

Vigil Mechanism

The Board of Directors has established a vigil mechanism to report unethical behavior, actual or suspected fraud. The mechanism also provides adequate safeguards against victimization of persons, who avail of the vigil mechanism. The code also provides to the victimized person direct access to the Chairperson of the Audit Committee. The vigil mechanism is posted on the website of the Company at www.jaispring.com.

Corporate Social Responsibility (CSR)

The Company focuses mainly on environment conservation and sustainability, promotion of education, promotion of sports and community outreach under its CSR policy. The CSR activities are carried out in areas and locations as per recommendation of the CSR Committee. The CSR Committee normally gives preference to the areas in the vicinity of the Company's plants, offices and sites. Annual report on CSR pursuant to Section 135 of the Companies Act, 2013 read with rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 form an integral part of this report and is attached as Annexure – B. The CSR policy is placed on the website of the Company at www.jaispirng.com.

Board of Directors, their Appointment & Remuneration

The Board provides strategic direction to the Company. The total strength of Board of Directors is 10 consisting of Independent, Executive and Non-executive Directors. The composition of the Board is in conformity with the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During FY 2015-16 four meetings of Board of Directors were held. The details of the Board, attendance of directors at Board Meetings and remuneration paid to them have been mentioned in the Corporate Governance section which forms an integral part of this report.

During the year under review Dr. Pierre Jean Everaert and Mr. Karthik Balachandran Athreya, Alternate Director to Dr Everaert, have ceased to be the directors due to sale of stake by Clearwater Capital Partners (Cyprus) Ltd. in the Company. The Board places on record its deep appreciation for the valuable services rendered by Dr. Pierre Jean Everaert and Mr. Karthik Balachandran Athreya during their tenure as Directors.

In accordance with Section 152 and other applicable provisions of the Companies Act, 2013, Mr. B. S. Jauhar and Mr. H. S. Gujral retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

All the Independent Directors have been appointed for a period of five years. The Independent Directors are not liable to retire by rotation. During FY 2015-16 none of the Independent Director was re-appointed. All the Independent Directors have given declarations as to their being not disqualified to be appointed as an independent director and independence pursuant to the provisions of section 149 of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

All the Executive Directors are appointed for a fixed term, normally, of three years on the recommendation of the Nomination & Remuneration Committee of the Board subject to approval by members of the Company. The term of office of the H.S. Gujral as Executive Director shall come to an end on May 29, 2016. The Nomination and Remuneration Committee and the Board of Directors have recommended re-appointment of Mr. H. S. Gujral as Executive Director for a further period of three years with effect from May 30, 2016. The resolution for re-appointment of Mr. H. S. Gujral and payment of remuneration to him shall be placed before the members for their approval at the coming Annual General Meeting of the Company. His re-appointment is appropriate and in the best interest of the Company.

The Executive Directors are paid monthly remuneration as per the terms of their appointment. Non-Executive Directors are paid sitting fee for attending meetings of the Board and Committee meetings of the Board. The Nomination & Remuneration Committee reviews and makes recommendations of the remuneration of the Executive Directors. The Policy relating to Remuneration of Directors forms an integral part of this report and is attached as Annexure – C. The same is also available on the website of the Company at www.jaispring.com.

Related Party Transactions

The Company's policy on dealing with Related Party Transactions and materiality of related party transactions is posted at the website of the Company at www.jaispring.com. The transactions entered into by the Company with related parties were in the ordinary course of business at arm's length pricing basis. Approval of the Audit Committee, Board and Shareholders as the case may be is also taken before entering into any Related Party Transaction. Members are also requested to refer to notes to financial statements which set out related party disclosures. The form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188 of the Companies Act, 2013 forms an integral part of this report and is attached as Annexure – D.

Extract of Annual Return

Extract of annual return as prescribed under Section 134 (3) (a) of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014 forms an integral part of this report and is attached as Annexure – E.

Human Resource

Relations with employees and associated workforce remained cordial throughout the year.

Employee Stock Option Scheme

During the year under review, the Compensation Committee had allotted 99,941 shares upon exercise of stock options. The particulars with regard to the Employees Stock Options as on March 31, 2016 as required to be disclosed pursuant to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI (Share Based Emplyees Benefits) Regulations, 2014 forms as integral part of this report and is attached as Annexure – F.

IPR

The Company has applied for registration of its trademark overseas in the Russian Federation, Republic of Bangladesh and Nepal. The Patent Application of the Company for Indian Patent for Air Suspension is still pending before the patent authorities. The Company holds copyright of more than 70 designs of Leaf and Parabolic Springs in its name.

Corporate Governance

The Company is in compliance with the requirements of Corporate Governance mentioned in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The

Company has documented Insider Trading Code and Code of Conduct as part of internal policies; the same are placed on the website of the Company at www.jaispring.com. A total four meetings of the Board of Directors were held during the FY 2015-16. Corporate governance report of the Company along with certificate of compliance forms an integral part of this report and is attached as Annexure – G.

Auditors

M/s S. R. Batliboi & Co; LLP Chartered Accountants are the Statutory Auditors and M/s Protiviti Risk & Business Consulting are the internal auditor of the Company. Directors recommend the ratification of re-appointment of M/s S. R. Batliboi & Co; LLP, Chartered Accountants as Statutory Auditors at the coming Annual General Meeting. The Audit Committee has also recommended the ratification of re-appointment of the Statutory Auditors.

The report of the statutory auditors read with the notes on accounts being self-explanatory, needs no further clarification. No qualification, reservation or adverse remark has been reported to the Board in the report.

Pursuant to Section 148 of the Companies Act, 2013, M/s Goyal Goyal & Associates, Cost Accountants and M/s Vijender Sharma & Co; Cost Accountants are proposed to be re-appointed as Cost Auditors for the FY ended on March 31, 2017.

Pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s K J & Associates, Company Secretaries are appointed as Secretarial Auditors for the FY ended on March 31, 2017. The Secretarial Audit Report for the FY ended on March 31, 2016 forms part of this report and is attached as Annexure – H.

Subsidiary Entity

The Company is a majority partner in Jai Suspension Systems LLP. As required, consolidated financial statements of the Company and Jai Suspension Systems LLP for the FY 2015-16 are included in the Annual Report.

Court/Tribunal Orders

There was no instance of any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Management Discussion & Analysis

Management Discussion & Analysis which forms an integral part of this report provides a detailed analysis on the performance of individual businesses and their outlook.

Particulars of Loans, Guarantees or Investments

During the year under review, the Company has not granted any loan or guarantee to or made any investment in the parties mentioned in Section 186 of the Companies Act, 2013.

Material Changes and Commitment

There were no material changes and commitments affecting the financial position of the Company between the end of FY 2015-16 i.e. March 31, 2016 and the date of the Report.

Particulars of Employees

The disclosures required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 form an integral part of this report and is attached as Annexure – I.

As per the provisions of Section 136(1) of the Companies Act, 2013, the Report and the Accounts are being sent to all the members of the Company, excluding the information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel), 2014. Any member interested in obtaining such information may write to the Company Secretary at the Registered Office. The said information is also available for inspection at the Registered Office during working hours up to the date of Annual General Meeting.

Directors' Responsibility Statement

In pursuance of Section 134 (3) (c) of Companies Act, 2013, the Directors hereby confirm that:

(a) in preparation of the financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Appreciation

The Directors place on record their sincere appreciation to all stakeholders including shareholders, vendors, partners, customers, bankers and financial institutions for their continued support. We also place on record our appreciation for the hard work, harmony and contributions made by employees at all levels.

For and on behalf of the Board

Place: New Delhi — **(B. S. Jauhar)**
Date: May 20, 2016 — Chairman

ANNEXURE "A" TO THE DIRECTORS' REPORT

Disclosure of Particulars with respect to conservation of energy, technology absorption and foreign exchange outgo and earning as required under Rule 8 of the Companies (Accounts) Rules, 2014.

A. Conservation of Energy

a) Energy conservation measures taken

(i) Your Company is optimizing the production processes to reduce energy cost.

(ii) Furnaces are being reinsulated to avoid heat losses.

(iii) ETP treated water is being utilized for tree plantation and gardening.

(iv) Fume extraction system is are under installation which will prevent quenching oil drops being released in the air.

b) Steps taken for utilizing alternate source of energy: Your Company is engaged in energy conservation on continuous basis.

c) Capital investment on energy conservation equipment: Nil

B. Technology Absorption & Continuous Improvement

a) Efforts made towards technology absorption

(i) Technology imported from NHK Spring Co Ltd., Japan (NHK) for manufacturing of Tapered Leaf Springs has been fully absorbed.

(ii) Technology imported from Ridewell Corporation USA for Design & Manufacturing of Air Suspension & Lift Axles is partially absorbed.

b) Benefits derived

(i) Technical assistance from NHK has resulted in improvement in quality and productivity of the new product range.

(ii) Your Company is also engaged in various other initiatives related to improvements in the process.

c) Technology imported

Year of import:

(1985-90 for manufacturing Tapered Leaf Springs)

(2009-10 for manufacturing Air Suspension)

Has technology been fully absorbed: Technology imported for Tapered Leaf Springs has been fully absorbed. Technology imported for Air Suspension has not been fully absorbed yet.

d) Expenditure on R&D (Rs. in crore)

	Year ended March 31, 2016	Year ended March 31, 2015
Recurring	2.60	1.89

C. Foreign Exchange Earnings And Outgo

(Rs. in crore)

Particulars	Year Ended March 31, 2016	Year Ended March 31, 2015
Foreign exchange used	185.84	39.00
Foreign exchange earned	9.15	10.39

ANNEXURE "B" TO THE DIRECTORS' REPORT

Report on Corporate Social Responsibility Activities

1. A brief outline of the company's CSR policy

i. Preamble

By induction of Section 135 of Companies Act, 2013, the Government of India has given the statutory strength to the concept of Corporate Social Responsibility. However JAI being already aware of its Corporate Social Responsibility much before induction of Section 135 was fulfilling the aspiration of society within the near about areas of its work units. This has resulted into a harmonious relationship between JAI and communities near about.

ii. Vision

A World having equal opportunities of education and work to all without any discrimination, comprising healthy and happy citizens living in a green environment.

iii. Mission

(i) Ensuring environmental sustainability and ecological balance.

(ii) Provide support and opportunities to economically deprived children towards attaining high quality education and qualify competitions.

(iii) Extend financial and equipment support to deserving sportspersons in Olympic Games at School, University and State level.

(iv) Reach the community primarily in the vicinity of Company's plants, offices, sites through social awareness, health checkup drives, adopting villages and schools to improve basic amenities.

iv. Focus Area

To achieve its mission of CSR Policy, the Company will focus in the following areas:

(i) Environment Conservation & Sustainability

(ii) Promotion of Education

(iii) Promoting nationally recognized, Paralympics and Olympic sports

(iv) Community Outreach

(v) Contribution to Prime Minister Relief Fund and other alike funds

v. Operational Procedure

(i) The CSR activities shall be carried out in such area and localities as may be recommended from time to time by the CSR Committee constituted under Section 135 (1) of the Companies Act, 2013. In its recommendation the CSR Committee shall give preference to the areas in the vicinity of Company's plants, offices and sites.

(ii) The Company shall prepare the guidelines to carry out the various CSR activities and present it before the CSR Committee for recommendation and all CSR activities shall be carried out by the Company in such manner as may be recommended by the CSR Committee from time to time.

vi. Budget & Expenditure

(i) The CSR committee shall recommend to the Board of Directors, the total amount of budget to be expended on CSR activities in a financial year which shall not be less than the amount prescribed under section 135 of the Companies Act, 2013.

(ii) The CSR committee shall also recommend to the Board of Directors about amount of expenditure to be incurred in each activity referred in Para No. iv of the Policy.

(iii) Any surplus arises out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

vii. Control and Monitoring

(i) From time to time the Company shall prepare an Action Taken Report (ATR) or progress report in respect of projects or activities undertaken and present the same before the CSR committee.

(ii) The Company shall follow the instructions or suggestions made by the CSR committee after considering the ATR or progress report as the case may be.

2. The Composition of the CSR Committee.

1. Mr. Shashi Bansal, Chairman
2. Mr. R.S. Jauhar, Member
3. Mr. H.S. Gujral, Member

3. Average net profit of the company for last three financial years

Financial Year	Net Profit (Rs in lacs)
2012-13	3,410.90
2013-14	(608.49)
2014-15	3,991.47
Average Net Profit	**2,264.62**

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)

Financial Year	Average Net Profit (Rs in lacs)	CSR Expenditure (Rs in lacs)
2015-16	2,264.62	45.29

5. Details of CSR spent during the financial year.

(a) Total amount to be spent for the financial year: Rs. 45.29 lacs

(b) Amount unspent , if any: No

(c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR Project or Activity Identified	Sector in which the project is covered	Project or programs 1, Local area or others- 2, Specify the state and district where projects or programs where undertaken	Amount outlay (budget) project or program- wise (Rs in lacs)	Cumulative expenditure up to the reporting period (Rs in lacs)	Amount spent: Direct or through implementing agency
1.	Tree Plantation Water Conservation Waste Management Sensitization activities No to plastic use	Environment Conservation & Sustainability	Yamuna Nagar (Haryana), Gwalior (M.P.), Jamshedpur (Jharkhand), Kanchipuram (Tamil Nadu), Hosur (Tamil Nadu) and Delhi	7.00	1.76	Direct
2.	Scholarships Support to educational institutions Non formal education	Promotion of Education	Yamuna Nagar (Haryana), Gwalior (M.P.), Jamshedpur (Jharkhand), Kanchipuram (Tamil Nadu), Hosur (Tamil Nadu) and Delhi	21.25	40.63	Direct
3.	Scholarship Equipment/Kits Sponsorship of sports events	Promotion of sports	Yamuna Nagar (Haryana), Gwalior (M.P.), Jamshedpur (Jharkhand), Kanchipuram (Tamil Nadu), Hosur (Tamil Nadu) and Delhi	1.75	2.13	Direct
4.	Basic infrastructure Livelihood training Social empowerment Skill development	Community Outreach	Yamuna Nagar (Haryana), Gwalior (M.P.), Jamshedpur (Jharkhand), Kanchipuram (Tamil Nadu), Hosur (Tamil Nadu) and Delhi	23.90	8.64	Direct
		Total		**53.90**	**53.16**	

(Executive Director)

(Chairman CSR Committee)

ANNEXURE “C” TO THE DIRECTORS’ REPORT

Appointment, nomination and remuneration of Directors, Key Managerial Persons and Senior Management

In terms of the provisions of Companies Act, 2013 and the SEBI Listing Regulations, 2015 the Company has a Nomination and Remuneration Committee of the Board to deal with the matter related to appointment, nomination and remuneration of Directors, Key Managerial Persons and Senior Management personnel one level below Board. Following is the constitution and terms of reference of the Nomination and Remuneration Committee:

1. Mr. C. K. Vohra, Chairman
2. Mr. J. K. Jain, Member
3. Mr. U. K. Singhal, Member

(i) The Committee shall identify persons who are qualified to become directors and who may be appointed as key managerial person, senior management personnel in accordance with the criteria laid down and shall recommend to the Board their appointment and removal and shall carry out evaluation of every directors’ performance.

(ii) The Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

(iii) The Committee shall, while formulating the policy relating to the remuneration, ensure that-

a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

The Committee shall identifies, ascertain and consider the integrity, qualification, expertise and experience of the person for appointment as Director before making recommendation to the Board his/ her appointment.

The appointment of Whole Time Director or Managing Director is made for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term. A person who has attained the age of seventy years is not appointed or re-appointed as managing director or whole time director without the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

The Committee considers and determines the remuneration payable to the whole-time director or managing director and recommends the same to the Board for approval. The appointment, re-appointment and the remuneration of a whole time director or managing director is decided in accordance with the conditions laid down as per the provisions of the Companies Act, 2013, and the rules and regulations made thereunder and subject to the approval of the shareholders of the Company and Central Government, wherever required.

The Non-Executive and Independent Director are appointed in terms of the provisions of Companies Act, 2013, the SEBI Listing Regulations, 2015 with the approval of the shareholders of the Company, if required. An Independent Director is appointed for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board’s report. At the time of appointment of a person as an Independent Director a declaration is taken from such person that he/she does not serve as an independent director in more than seven listed companies and three listed companies in case such person is serving as a Whole time Director of a listed company. All the Non-Executive and Independent Director receive remuneration by way of fees for attending meetings of Board or Committee thereof.

The Company has taken Directors & Officers liability insurance for its Directors and officers. The premium paid on such insurance is not treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

The Director, KMP and Senior Management Personnel retire as per the applicable provisions of the Companies Act, 2013 and terms of their appointment. The Board can re-appoint a retiring Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company subject to the provisions of the Companies Act, 2013.

The performance evaluation of non-executive Director is done by the Board annually based on the criteria of attendance and contributions at Board/Committee Meetings as also for the role played other than at Meetings. The Present Structure of the Board Consist of Optimum combination of Executive and Non- Executive Directors and the Board has also appointed Woman Director as mandated by the Companies Act, 2013 and the SEBI Listing Regulations, 2015. Company also recognize that all appointments, whenever required shall be made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective and the Board should be diversified Board containing expert from different field so that their experience as well as knowledge could be used for Company.

ANNEXURE "D" TO THE DIRECTORS' REPORT

FORM No. AOC 2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms- length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

(a) Name of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/ transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) Date of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship: Jai Suspension Systems LLP. The Company is a majority partner in the LLP with 99.9985% shares.

(b) Nature of contracts/arrangements/transactions: Sale, Purchase, Supply of goods or material or availing, rendering any service from/to LLP

(c) Duration of the contracts / arrangements/ transactions: On continuous billing basis

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: Sale, Purchase, Supply of goods or material or availing, rendering any service from/to LLP

(e) Date(s) of approval by the Board, if any: May 19, 2015

(f) Amount paid as advances, if any: No

ANNEXURE "E" TO THE DIRECTORS' REPORT

Extract of Annual Return as on Financial Year ended on March 31, 2016

I. Registration and other details:

i	CIN:	L35911HR1965PLC004485
ii	Registration Date:	September 30, 1965
iii	Name of the Company:	Jamna Auto Industries Limited
iv	Category/Sub-Category:	Public Company/ Company Limited by Shares
v	Registered Office:	Jai Springs Road, Industrial Area, Yamuna Nagar- 135001, Haryana
vi	Whether Listed Company:	Yes
vii	Registrar and Transfer Agent:	Skyline Financial Services (P) Limited, D-153 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020, Phone: 011-26812682

II. Principal business activities of the Company contributing 10 % or more of the total turnover of the Company: Manufacture and sale of Tapered Leaf Springs, Parabolic Springs, Lift Axles and Air Suspension.

III. Particulars of Holding, Subsidiary and Associate Companies:

Name and address of the company	CIN/ GLN	Holding/Subsidiary/Associate		% of shares held	Applicable section
-	-	-	-	-	-

IV (i) Share holding pattern (equity shares)

Category of Shareholders	No. of Shares of Rs. 10 each held at the beginning of the year				No. of Shares of Rs. 5 each (after stock split) held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	43,31,303	–	43,31,303	10.93	98,74,506	–	98,74,506	12.43	1.5
b) Central Govt	–	–	–	–	–	–	–	–	–
c) State Govt (s)	–	–	–	–	–	–	–	–	–
d) Bodies Corp.	13,078,527	–	13,078,527	32.99	28,280,124	–	28,280,124	35.58	2.59
e) Banks / FI	–	–	–	–	–	–	–	–	–
f) Any Other....	–	–	–	–	–	–	–	–	–
Sub-total (A) (1):	**17,409,830**	**–**	**17,409,830**	**43.92**	**38,154,630**	**–**	**38,154,630**	**48.01**	**4.09**
(2) Foreign Company									
a) NRIs - Individuals	–	–	–	–	–	–	–	–	–
b) Other – Individuals	–	–	–	–	–	–	–	–	–
c) Bodies Corp.	–	–	–	–	–	–	–	–	–
d) Banks / FI	–	–	–	–	–	–	–	–	–
e) Any Other....	–	–	–	–	–	–	–	–	–
Sub-total (A) (2):	–	–	–	–	–	–	–	–	–
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**17,409,830**	**–**	**17,409,830**	**43.92**	**38,154,630**	**–**	**38,154,630**	**48.01**	**4.09**

Category of Shareholders	No. of Shares of Rs. 10 each held at the beginning of the year				No. of Shares of Rs. 5 each (after stock split) held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	1,09,750	8,750	1,18,500	0.30	6,21,600	12,500	6,34,100	0.80	0.50
b) Banks / FI	1,000	5,650	6,650	0.02	1,26,906	16,300	1,43,206	0.18	0.16
c) Central Govt	–	–	–	–	–	–	–	–	–
d) State Govt(s)	–	–	–	–	–	–	–	–	–
e) Venture Capital Funds	–	–	–	–	–	–	–	–	–
f) Insurance Companies	–	–	–	–	–	–	–	–	–
g) FIIs	2,59,815	–	259,815	0.66	19,92,053	–	19,92,053	2.51	1.85
h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–
i) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total (B) (1) :	**3,70,565**	**14,400**	**3,84,965**	**0.98**	**27,40,559**	**28,800**	**27,69,359**	**3.49**	**2.51**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	7,18,490	14,074	7,32,564	1.85	47,89,677	28,148	48,17,825	6.06	4.21
ii) Overseas	1,11,93,094	23,08,559	1,35,01,653	34.06	-	46,17,118	46,17,118	5.81	28.25
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	14,45,901	13,08,347	27,54,248	6.95	80,45,863	24,98,702	1,05,44,565	13.27	6.31
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	45,21,846	–	45,21,846	11.41	15,553,005	44,600	1,55,97,605	19.62	8.33
c) Others									
NRI/OCBs	47,000	96,900	1,43,900	0.36	17,89,402	1,44,600	19,34,002	2.43	2.07
Public Trust	10,000	–	10,000	0.03	25,000	–	25,000	0.03	–
Clearing Members	5,053	–	5,053	0.01	1,17,457	–	1,17,457	0.15	0.14
HUF	1,74,981	–	1,74,981	0.44	9,00,401	–	9,00,401	1.13	0.69
Sub-total (B) (2):	**1,81,16,365**	**37,27,880**	**21,844,245**	**55.11**	**31,220,805**	**7,333,168**	**38,553,973**	**48.50**	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**1,84,86,930**	**37,42,280**	**2,22,29,210**	**56.08**	**3,39,61,364**	**73,61,968**	**41,323,332**	**51.99**	**–**
C. Shares held by Custodian for GDRs & ADRs	–	–	–	–	–	–	–	–	–
Grand Total (A+B+C)	**3,58,96,760**	**37,42,280**	**3,96,39,040**	**100**	**7,21,15,994**	**73,61,968**	**7,94,77,962**	**100**	**–**

(ii) Shareholding of Promoters :

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares Rs.10 each	% of total Shares of the company	% of Shares Pledged / Encumbered to total shares	No. of Shares Rs.5 each (after stock split)	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	% change in Share holding During the year
1.	Mr. B.S. Jauhar	6,88,774	1.74	0.09	13,77,548	1.73	0.005	NIL
2.	B.S. Jauhar (HUF)	21,550	0.05	NIL	43,100	0.05	NIL	NIL
3.	Mr. R.S. Jauhar	17,04,686	4.30	0.98	35,03,272	4.43	NIL	0.12
4.	Mrs. Sonia Jauhar	23,186	0.06	NIL	6,46,372	0.81	NIL	0.75
5.	Mr. P.S. Jauhar	18,12,897	4.57	NIL	4,143,794	5.21	NIL	0.65
6.	Mrs. Kiran Chadha	80,210	0.20	NIL	1,60,420	0.20	NIL	NIL
7.	S.W. Farms Pvt. Ltd.	11,38,963	2.88	0.86	22,77,926	2.87	0.37	NIL
8.	Map Auto Limited	1,17,73,899	29.70	2.25	2,56,70,868	32.29	3.77	2.59
9.	Duke Holding Limited	65,665	0.17	NIL	1,31,330	0.17	NIL	NIL
10.	Jamna Agro Implements Pvt. Ltd.	1,00,000	0.25	NIL	2,00,000	0.25	NIL	NIL
	Total	**1,74,09,830**	**43.92**	**4.18**	**3,81,54,630**	**48.01**	**4.145**	**4.09**

(iii) Change in Promoters' Shareholding :

	Shareholding at beginning of the year		Cumulative shareholding during the year	
	No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
Shares at the beginning of the year of Rs. 10 each	1,74,09,830	43.92	3,81,54,630	43.92
Date wise Increase/Decrease in Promoters Shareholding of Rs.10/Rs.5 each shares during the year specifying the reasons for increase/decrease	—	—	—	—
On December 4, 2015 (Market Purchase) Mr P S Jauhar 5,18,000 Mrs Sonia Jauhar 6,00,000 MAP Auto Limited 6,30,000	17,48,000	2.20		
On December 8, 2015 (Market Purchase) Map Auto Limited	3,50,000	0.44		
On January 14, 2016 (Market Purchase) Mr. R. S. Jauhar	93,900	0.12		
On January 15, 2016 (Market Purchase) MAP Auto Limited	1,32,764	0.17		
On January 16, 2016 (Market Purchase) MAP Auto Limited	61,000	0.08		
On January 18, 2016 (Market Purchase) MAP Auto Limited	6,27,140	0.79		
On January 19, 2016 (Market Purchase) MAP Auto Limited	49,947	0.06		
On January 20, 2016 (Market Purchase) MAP Auto Limited	2,72,219	0.34		
Shares at the end of the year of Rs.5 each (after stock split)	3,81,54,630	48.01	3,81,54,630	48.01

(iv) Shareholding pattern of top ten shareholders (other than directors, promoters and Holders of GDRs and ADRs) :

S.No.	Name of the Shareholder	Shareholding at the beginning of the year as on April 01, 2015 of Rs.10 each		Change in shareholding during the year of Rs.10/ Rs.5 each share		Shareholding at the beginning of the year as on March 31, 2016 of Rs.5 each (after stock split)	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Anuj Anantrai Sheth	1,441,000	3.65	0	0	2,820,000	3.64
2.	NHK Spring Co Limited	2,308,509	5.84	0	0	4,617,018	5.81
3.	Vanaja Sundar Iyer	0	0	2,000,000	2.52	2,000,000	2.52
4.	Citigroup Global Markets Mauritius Private Limited	0	0	1,036,000	1.30	1,036,000	1.30
5.	Jagruti P Sheth	297,500	0.75	0	0	595,000	0.75
6.	Religare Finvest Limited	10,920	0.03	3,95,742	1.00	417,582	0.52
7.	Acadian Emerging Markets Small Cap Equity Fund LLC	0	0	4,06,347	0.51	406,347	0.51
8.	Manoj Gunvantrai Shah	184,772	0.47	0	0	369,544	0.46
9.	Dixit Gunvantrai Shah	165,220	0.42	0	0	330,440	0.42
10.	Aakarshan Tracom Private Limited	0	0	3,20,000	0.40	320,000	0.40

(v) Shareholding pattern of Directors and Key Managerial Personnel :

For each of Directors and Key Managerial Personnel	Shareholding at beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Shares at the beginning of the year of Rs.10 each	4,237,725	10.68	4,237,725	10.68
Date wise increase/decrease in shareholding of Rs.10/Rs.5 each shares during the year specifying the reason for increase/ decrease				
December 4, 2015 Mr. P. S. Jauhar (Market Purchase)	518,000	0.65		
January 14, 2016 Mr. R. S. Jauhar (Market Purchase)	93,900	0.12		
April, 2015 Mr. Praveen Lakhera (Sale of shares allotted under ESOP Scheme)	3,500	0.00		
May 19, 2015 Mr. Praveen Lakhera (Allotment of shares upon ESOP Scheme)	10,000	0.01		
Shares at the end of the year of Rs.5 each (after stock split)	9,087,614	11.43	9,087,614	11.43

V. Indebtedness of the Company including interest outstanding/accrued but not due for payment :

(Rs. in Lacks)

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of financial year				
i) Principal Amount	6,017	340	-	6,357
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	16	-	-	16
Total (i+ii+iii)	6,033	340	-	6,373
Change in Indebtedness during financial year				
• Addition	1,250	-	-	1,250
• Reduction	5,860	178	-	6,038
Net Change	4,610	178	-	4,788
Indebtedness at the end of financial year				
i) Principal Amount	1,414	162	-	1,576
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	9	-	-	8
Total (i+ii+iii)	**1,423**	**162**	**-**	**1,585**

VI. Remuneration of Directors and Key Managerial Personnel :

A. Remuneration to Whole-time Directors:

(Amount in Rs.)

Sr.No.	Particulars of Remuneration	Name of Whole Time Director			Total Amount
		Mr. R. S. Jauhar	Mr. P. S. Jauhar	Mr. H. S. Gujral	
1.	Gross salary a. Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 b. Value of perquisites u/s 17(2) Income-tax Act, 1961 c. Profits in lieu of salary under section 17(3) Income-tax Act, 1961	14,037,073 63,600 –	13,547,541 63,600 –	1,245,631 126,295 -	28,830,245 253,495 –
2.	Stock Option	–	–	-	–
3.	Sweat Equity	–	–	–	–
4.	Commission - as % of Profit - Others	35,000,000 –	35,000,000 –	– –	70,000,000 –
5.	Others, please specify a. Provident Fund Contribution b. Performance Incentive	974,160 –	1,013,760 –	83,520 160,000	2,071,440 160,000
	Table (A)	**50,074,833**	**49,624,901**	**1,615,446**	**101,315,180**
	Ceiling as per the Act	**51,512,384**	**51,512,384**	**4,800,000**	**103,024,768**

B. Remuneration to other directors:

(Amount in Rs.)

S. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Mr. J.K. Jain	Mr. C.K. Vohra	Mr. U.K. Singhal	Mr. Shashi Bansal	Rakesh Kalra	Payal Chawla	
1.	Independent Directors -Fee for attending board / committee meetings -Commission -Others	120,000 - -	40,000 - -	150,000 - -	30,000 - -	40,000 - -	30,000 - -	400,000 - -
	Total (1)	120,000	40,000	150,000	30,000	40,000	30,000	400,000
2.	Other Non-Executive Directors -Fee for attending board / committee meetings -Commission -Others	- - -	- - -	- - -	- - -	- - -	- - -	- - -
	Total (2)	-	-	-	-	-	-	-
	Total (B) = (1+2)	120,000	40,000	150,000	30,000	40,000	30,000	400,000
	Total Managerial Remuneration	120,000	40,000	150,000	30,000	40,000	30,000	400,000
	Overall Ceiling as per the Act	1,200,000	400,000	1,500,000	300,000	400,000	300,000	4,000,000

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD

(Amount in Rs.)

Sr.No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	2,805,500 54,860 -	7,403,014 193,501 -	10,208,514 248,361 -
2.	Stock Option	1,681,750	-	1,681,750
3.	Sweat Equity	-	-	-
4.	Commission - as % of Profit - Others	- -	- -	- -
5.	Others (Provident fund contribution)	177,840	439,200	617,040
	Total	**4,719,950**	**8,035,715**	**12,755,665**

VII Penalties/ Punishment/ Compounding of offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
B. Directors					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
C. Other Officers In Default					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–

ANNEXURE "F" TO THE DIRECTORS' REPORT

Disclosure regarding Employees Stock Option Plan pursuant to SEBI (Share Based Employees Benefits) Regulations, 2014 and Rule 12 (9) of the Companies (Share Capital and Debentures) Rules, 2014 forming part of the Directors' Report for the year ended March 31, 2016

(A) The Company has issued stock options to its permanent employees in accordance with the Company's Employee Stock Option Scheme 2006 and 2008. Both the Schemes are administered by the Compensation Committee. All the permanent employees of the Company and the subsidiaries, including Directors but excluding promoters of the Company are eligible to participate in the Schemes. The Committee grants stock options to the employees at its discretion depending upon criteria such as role/designation of the employee, length of service with the Company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Committee.

ESOP Scheme	Members approval	Number of options approved
ESOP Scheme-2006	January 25, 2007	314,000
ESOP Scheme-2008	July 1, 2008	Not more than 5% of the paid up equity shares capital of the company as on March 31, 2012

Date of Grant	**Number of options granted**	**Exercise Price**	**Market price**
ESOP Scheme-2006			
25.01.2007	257,000	Rs. 30.62	Rs. 30.62
25.08.2007	57,000	Rs. 44.20	Rs. 44.20
ESOP Scheme-2008			
08.02.2010	867,461	Rs. 54.95	Rs. 54.95
05.08.2010	361,250	Rs. 120.65	Rs. 120.65

The stock option shall vest proportionately over the period of 5 years from the date of grant in the ratio of 15% for the first year, 20% for second to forth year and 25% for the fifth year. The options would be granted at the exercise price that is equivalent to the prevailing market price at the time of grant. The exercise price, in cash, is paid by the employee at the time of exercise of the stock option. No stok option is gratned in lieu of cash. The option lapses if not exercised within a period of 3 years from the date of vesting of option. The lapsed option is available for being re-granted/ re-issue at a future date. The maximum number of options that may be granted to any specific employee is upto 0.5 % of the issued capital of the company. A stock option, if exercised, is alloted two equity shares of Rs.5 each after subdivsion of equity shares.

The Company had been using intrinsic value method of accounting ESOP expenses as prescribed by SEBI (Share based employee benefits) Regulations, 2014 and the Guidance Note on Accounting for Employee Share-based Payments, to account for stock options issued under the Company's stock option schemes. Under this method, compensation expenses are recorded on the basis of excess of the market price of share at the date of grant of option over exercise price of the option. There would be no impact on the profit or earnings per share had the Company used the fair value of the options as the method of accounting instead of intrinsic value as the fair value is less than the intrinsic value of the option.

(B) Summary of stock options

Options outstanding at the beginning of the year	307,813
Options granted during the year	NIL
Options forfeited / lapsed during the year	22,660
Options vested during the year	26,966
Options exercised during the year	99,941
Shares arising as a result of exercise of options *99,941 equity shares of face value of Rs.10 each	99,941*
Source of shares	Primary

Money realized by exercise of options (Rs.)	5,491,758
Loan repaid by the trust during the year from exercise price received	N.A.
Options outstanding at the end of the year	185,212
Options exercisable at the end of the year	185,212
Variation in terms of options	Nil
Employee-wise details of options granted during the year to	
(i) KMP/ Senior managerial personnel	Nil
(ii) Other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year	Nil
(iii) Employees who received the options during the year equal to or exceeding 1% of the issued capital of the Company at the time of grant	Nil
Diluted EPS (Rs.)	9.06

(C) Weighted average shares price on the date of exercise of the options is Rs. 241.20 (Previous year Rs. 153.97)

(D) Weighted average fair value of options: The fair value of each option is estimated using the Black Scholes model after applying the following weighted average assumptions:-

	For the year ended March 31, 2016
Risk free interest rate	*
Expected life	*
Expected Volatility(%)	*
Expected Dividend (%)	*
Price of underlying shares in the market at the time of option grant	*

*Not applicable since the Company has not granted stock options during the year

ANNEXURE "G" TO THE DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

Governance Philosophy

The Company is committed to ensure high standards of transparency and accountability in all its activities. The best management practices and high levels of integrity in decision making are followed to ensure long term wealth generation and creation of value for all the stakeholders. The Company follows all the principles of corporate governance in its true spirit and at all times.

Board of Directors

The Board consists of 10 Directors as on March 31, 2016. The composition of the Board is in conformity with the Companies Act, 2013 and SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

Chairman	Mr. Bhupinder Singh Jauhar
Executive Director	Mr. Randeep Singh Jauhar Mr Pradeep Singh Jauhar Mr. Hardeep Singh Gujral
Independent Directors	Mr. Jainendar Kumar Jain Mr. Chander Kailash Vohra Mr. Uma Kant Singhal Mr. Shashi Bansal Mr. Rakesh Kalra Ms. Payal Chawla
Non-Executive and non-Independent Directors	Dr. Pierre Jean Everaert, Nominee Director- Clearwater Capital Partners (Cyprus) Ltd (ceased to be director w.e.f. December 14, 2015) Mr. Karthik Athreya, Alternate Director to Dr. Pierre Jean Everaert (ceased to be director w.e.f. December 14, 2015)

All the independent directors possess requisite qualification and experience in their own fields. All the Directors except independent directors are liable to retire by rotation. None of the directors are members of more than ten committees or chairman of more than five committees in public companies in which they are directors. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board.

None of the Independent Director of the Company holds the position of the Independent Director in more than 7 listed Companies, including Independent Directorship of the Company and any such Director serving as a whole time Director in a listed Company is not serving as an Independent Director in more than 3 listed Companies including the Company. Details of familiarization programs for independent directors are available at website of the Company at www.jaispring.com. None of the Directors of the Company are holding any convertible instrument in the Company except stock options allotted to Mr. H. S. Gujral pursuant to employee stock options scheme of the Company.

Mr. B. S. Jauhar is the Non-Executive Chairman of the Company. Mr. R. S. Jauhar, Mr. P. S. Jauhar and Mr. H.S. Gujral are the Executive Directors of the Company and look after the day to day management of the Company.

Details of other chairmanship / directorship / committee membership of Directors on Board as on March 31, 2016 is given below:

Name of Director	Category	Particulars of other Directorship/ Committee Membership(s) Chairmanship(s) in Public Companies		
		Directorship	Committee Membership	Committee Chairmanship
Mr. B.S. Jauhar	Chairman	-	-	-
Mr. R.S. Jauhar	Executive	1	-	-
Mr. P.S. Jauhar	Executive	1	-	-
Mr. H.S. Gujral	Executive	-	-	-
Mr. U.K. Singhal	Independent	-	-	-
Mr. C.K. Vohra	Independent	-	-	-
Mr. Shashi Bansal	Independent	-	-	-
Mr. J.K. Jain	Independent	2	1	1
Mr. Rakesh Kalra	Independent	5	4	1
Ms. Payal Chawla	Independent	-	-	-

Notes:

a. Other directorships exclude Foreign Companies, Private Limited Companies, Companies Registered under Section 8 of the Companies Act, 2013 and alternate directorships.

b. Only memberships in Audit Committee and Stakeholders' Relationship Committee have been reckoned for other committee memberships.

c. Mr. B. S. Jauhar, Mr. R. S. Jauhar and Mr. P. S. Jauhar are related to each other.

The Company places before the Board details required pursuant to the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. The Company has video conferencing facility to enable director's participation at board meetings. Detailed agenda notes are sent to the directors. All the information required for decision making are incorporated in the agenda. The Board of Directors met four times during the FY 2015-2016 on May 19, 2015, August 11, 2015, November 9, 2015 and February 6, 2016. The gap between any two meetings was not more than 120 days.

Following are the details of attendance of each Director at Board Meetings and at the previous Annual General Meeting (AGM)

Sr. No.	Name of Directors	No. of Board Meetings held	No. of Board Meetings attended	Attendance at last AGM
1.	Mr. B. S. Jauhar	4	3	Yes
2.	Mr. R. S. Jauhar	4	4	Yes
3.	Mr. P. S. Jauhar	4	4	Yes
4.	Mr. J. K. Jain	4	4	No
5.	Mr. C. K. Vohra	4	1	Yes
6.	Mr. U. K. Singhal	4	4	Yes
7.	Mr. Shashi Bansal	4	1	No
8.	Mr. H.S.Gujral	4	4	No
9.	Mr. Rakesh Kalra	4	3	No
10.	Ms. Payal Chawla	4	3	No
11.	Dr. Pierre Jean Everaert#	3	0	No
12.	Mr. Karthik Athreya# (Alternate Director for Dr. Pierre Jean Everaert)	3	2	No

ceased to be director w.e.f. December 14, 2015

Audit Committee

The audit committee of the Board comprises three independent directors. The terms of reference of the audit committee covers all the matters specified in SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and also those specified in Section 177 of the Companies Act, 2013. The terms of reference broadly include review of internal audit reports and action taken reports, assessment of the efficacy of the internal control systems/ financial reporting systems and reviewing the adequacy of the financial policies and practices followed by the Company. The audit committee reviews the quarterly and annual financial statements and related party transactions. The committee also recommends the appointment of internal auditor, statutory auditor and cost auditor. The statutory auditors are invited at all audit committee meetings.

The composition of the audit committee is as per Regulation 18 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. All the members of the Committee are financially literate and have relevant financial exposure. The Company Secretary acts as the secretary to the Committee. Chairman of the Audit Committee was present at the previous Annual General Meeting of the Company held on September 29, 2015. The audit committee met four times during the FY 2015-2016 on May 19, 2015, August 11, 2015, November 9, 2015 and February 6, 2016. The following is the composition and attendance of Directors at meetings of audit committee:

Sr. No.	Director	No. of meetings held	No. of meetings attended
1.	Mr. C. K. Vohra, Chairman	4	1
2.	Mr. J. K. Jain, Member	4	4
3.	Mr. U. K. Singhal, Member	4	4

Nomination and Remuneration Committee

In terms of the provisions of the Companies Act, 2013 and the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 the Company has a Nomination and Remuneration Committee of the Board to deal with matters related to appointment, nomination and remuneration of Directors and Key Managerial Personnel. The Committee identifies the persons qualified to become Directors and/or Key Managerial Personnel and recommend to the Board their appointment and removal. The Committee also reviews and makes recommendations on the remuneration of Directors and Key Managerial persons based on their performance and defined assessment criteria. The criteria for performance evaluation of independent directors is generally based on their qualification, relevant experience, attendance and contributions at Board/Committee Meetings as also for the role played other than at Meetings. All the Executive Directors are appointed for a fixed term, normally, for three years. Executive Directors are paid monthly remuneration as per the terms of their appointment. Non-Executive Directors are paid sitting fee for attending meeting of the Board or Committee meetings of the Board. During the FY 2015-2016 two meetings of the Committee were held on May 19, 2015 and August 11, 2015. The details of attendance of members at the meeting are as follows:

Sr. No.	Director	No. of meetings held	No. of meetings attended
1.	Mr. C. K. Vohra, Chairman	2	1
2.	Mr. J. K. Jain, Member	2	2
3.	Mr. U. K. Singhal, Member	2	2

Stakeholders' Relationship Committee

The Committee oversees and reviews all matters connected with transfer of shares, redressal of shareholders complaints and performance of Registrar and Transfer Agent and recommends measures for overall improvement in the quality of services to the investors. Two meetings of the Committee were held during FY 2015-2016 on December 9, 2015 and February 6, 2016. The Compliance officer, Mr. Praveen Lakhera, Company Secretary & Head-Legal also attends the meetings of the Committee. The details of attendance of members at the meeting are as follows:

Sr. No.	Director	No. of meetings held	No. of meetings attended
1.	Mr. U. K. Singhal, Chairman	2	2
2.	Mr. R. S. Jauhar, Member	2	2
3.	Mr. H. S. Gujral, Member	2	2

During the FY ended March 31, 2016 the Company received and resolved 14 complaints. No complaint was pending as on March 31, 2016. There is no shares transfer pending as on March 31, 2016 and not more than 15 days have been taken for the transfer of shares from the date of lodgment.

Compensation Committee (ESOP)

The Committee consists of four Directors and confirms to the requirements of SEBI (Share Bases Employee Benefit) Regulations, 2014. The Committee administers ESOP scheme, allot shares upon exercise of the stock options. The Compensation Committee had allotted 99,941 shares upon exercise of stock options during the financial year under review. One meeting of the Committee was held during FY 2015-2016 on May 19, 2015. The details of attendance of members at the meeting are as follows:

Sr. No.	Director	No. of meetings held	No. of meetings attended
1.	Mr. U. K. Singhal, Chairman	1	1
2.	Mr. R. S. Jauhar, Member	1	1
3.	Mr. J. K. Jain, Member	1	1
4.	Mr. C.K. Vohra, Member	1	1

Borrowing Investment and Administration Committee

The Committee consists of three directors and meets as and when required to expedite resolutions of routine matters. During the FY 2015-2016 one meeting was held on September 9, 2015. The following is the composition and attendance of Members at meeting of the Committee:

	Director	No. of meetings held	No. of meetings attended
1.	Mr. U. K. Singhal, Chairman	1	1
2.	Mr. R. S. Jauhar, Member	1	1
3.	Mr. H. S. Gujral, Member	1	1

CSR Committee

The Committee is constituted pursuant to the CSR provisions introduced in the Companies Act, 2013. The Committee consists of three directors. The Chairman of the Committee is Mr. Shashi Bansal, Independent Director. The Committee has formulated the CSR policy of the Company. The CSR policy is also posted at the website of the Company. The Committee recommends to the Board for approval, CSR Budget for each financial year and implement, administer and supervise the CSR activities of the Company.

During the FY 2015-2016 two meetings of the Committee was held on July 24, 2015 and December 9, 2015. The following is the composition and attendance of Members at meeting of the Committee:

	Director	No. of meetings held	No. of meetings attended
1.	Mr. Shashi Bansal, Chairman	2	2
2.	Mr. R. S. Jauhar, Member	2	2
3.	Mr. H. S. Gujral, Member	2	2

Risk Management Policy

Company's risk management policy is available at its website at www.jaispring.com. However, as per Regulation 21(5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the requirement for constituting Risk Management Committee is only applicable on top 100 listed entities, determined on the basis of market capitalization, as at the end of the immediate previous financial year, as on March 31, 2016, this condition is not applicable to Company.

Sexual Harassment Policy

In accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 the Company has constituted a Sexual Harassment Committee at plants and other locations for prevention and redressal of complaints of sexual harassment and for the matters connected therewith.

Certifications

In terms of the provisions of Regulation 17(8) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, Mr. P. S. Jauhar, and Mr. Vivek Bhatia, have certified to the Board regarding the Financial Statements for the year ended March 31, 2016.

Members of the Board and Senior Management personnel have affirmed compliances with the code of conduct for business ethics and code of conduct for insider trading.

Annual General Meetings

The details of Annual General Meetings / Extraordinary General Meeting held in the last three years are as follows:

Annual General Meetings of the Company:

Venue	Financial Year	Date & Time	No. of Special Resolution Passed
Registered Office of the Company	2012-2013	September 20, 2013 at 9.30 A.M.	2
Registered Office of the Company	2013-2014	September 3, 2014 at 9.30 A.M.	12
Registered Office of the Company	2014-2015	September 29, 2015 at 9.30 A.M.	3

No special resolution was required to be passed by the shareholders of the Company through postal ballot during the year 2014-2015. However pursuant to the requirements of the Listing Agreement and Section 108 of the Companies Act, 2013, the Company had provide e-voting facilities to members for casting their vote at the Annual General Meeting held on September 29, 2015.

Whistle Blower Mechanism

The Company has an established vigil mechanism for employees to report genuine concerns about unethical behavior, actual or suspected fraud. Vigil mechanism also provides adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee. The vigil mechanism is also posted at the website of the Company at www.jaispring.com.

Disclosures

(A) Related Party Transactions

All transactions made with the related parties were in the ordinary course of business at arm's length pricing basis. The necessary disclosures regarding the transactions are given in the notes to accounts. The Company has also formulated a policy on dealing with the Related Party Transactions and materiality of the related party transactions. The policy is also posted at the website of the Company. Approval of the Audit Committee, Board and Shareholders as the case may be is also taken to enter any Related Party Transaction.

(B) Remuneration paid to Directors

The following remuneration paid to Executives Directors during the FY 2015-2016

Particulars	Mr. R. S. Jauhar (Amount in Rs.)	Mr. P. S. Jauhar (Amount in Rs.)	Mr. H. S. Gujral (Amount in Rs.)
Salary	8,118,000	8,448,000	696,000
Allowances	5,919,073	5,099,541	549,631
Perquisite	63,600	63,600	126,295
PF Contribution	9,74,160	1,013,760	83,520
Stock Options	-	-	-
Commission	35,000,000	35,000,000	-
Performance Incentive	**-**	**-**	**160,000**
Total Remuneration Paid	**50,074,833**	**49,624,901**	**1,615,446**

Non-Executive Directors are paid sitting fees for attending meeting of the Board or committee of the board. During the FY 2015-2016 the Company has paid following sitting fee to the Non-executive directors:

Name of Directors	Sitting Fees Paid	No. of Equity shares held	Convertible Instruments/ ESOP
Mr. J. K. Jain	Rs.120,000	-	-
Mr. C. K. Vohra	Rs.40,000	-	-
Mr. U. K. Singhal	Rs.150,000	-	-
Mr. Shashi Bansal	Rs.30,000	-	-
Mr. Rakesh Kalra	Rs.40,000	-	-
Ms. Payal Chawla	Rs.30,000	-	-

Other than the sitting fee received, the non-executive directors do not have any pecuniary relationship with the Company.

(C) Management

The Management Discussion and Analysis Report is given separately in the Annual Report.

(D) Shareholders

Mr. B. S. Jauhar and Mr. H. S. Gujral are retiring by rotation at the Annual General Meeting and being eligible, offer themselves for re-appointment at the Annual General Meeting. Following is the shareholding of retiring directors in the Company as on March 31, 2016:

1) Mr. B. S. Jauhar -13,77,548 equity shares
   Bhupinder Singh Jauhar (HUF) – 43,100 equity shares

2) Mr. H. S. Gujral – 18,400 equity shares

Brief resume of the two directors retiring by rotation and seeking re-appointment at the Annual General Meeting are given separately in the notice to the Annual General Meeting.

(E) Investor complaints and Compliance officer

During the FY ended March 31, 2016 the Company received and resolved 14 complaints. No complaint was pending as on March 31, 2016. Mr. Praveen Lakhera, Company Secretary & Head-Legal is the Compliance Officer. There is no shares transfer pending as on March 31, 2016 and not more than 15 days has been taken for the transfer of shares from the date of lodgment.

(F) Relationship between Directors

Mr. B. S. Jauhar, Mr. R. S. Jauhar and Mr. P. S. Jauhar are related to each other. Mr. B. S. Jauhar is the father of Mr. R. S. Jauhar and Mr. P. S. Jauhar.

(G) All Mandatory requirements of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, have been complied by the Company. Towards the non-mandatory requirements, the company has taken following steps:

The Board: The Board has Non -Executive Chairman i.e. Mr. B. S. Jauhar. The Company does not reimburse expenses incurred by the Non-Executive Chairman for maintenance of a separate Chairman's office. Mr. B. S. Jauhar however draws remuneration from Jai Suspension Systems LLP. None of the Independent directors have completed the tenure of 9 years from the date of their appointment.

Shareholder Rights: Please refer heading "Means of Communications".

Audit Qualifications: Nil

(H) During the financial year under review there was no instance of non-compliance by the Company of any formalities of Stock Exchange, SEBI or any Statutory Authority, nor any penalty imposed on the Company from the Stock Exchange, SEBI or any Statutory Authority.

(I) Outstanding GDRs or any other Convertible Instruments:

The Company has not issued any GDR and any other convertible instruments.

(J) Dematerialization of Shares

72,115,994 equity shares of the Company consisting 90.74% are in dematerialized form as on March 31, 2016.

(K) General Shareholders Information

<table>
<tr><td>1.</td><td>Date, Time and Venue of the 50th Annual General Meeting</td><td>August 12, 2016 at 9:30 a.m., at the Registered Office of the Company, at Jai Springs Road, Industrial Area, Yamuna Nagar – 135 001, Haryana</td></tr>
<tr><td>2.</td><td>Financial Calendar</td><td>April 1, 2015 to March 31, 2016</td></tr>
<tr><td>3.</td><td>Book Closure Dates</td><td>August 06, 2016 to August 11, 2016 (both days Inclusive)</td></tr>
<tr><td>4.</td><td>Dividend Payment Date</td><td>The Company has not paid any interim Dividend during the year ended March 31, 2016. Pursuant to the provision of Section 124 of Companies Act, 2013, Dividend remaining unclaimed/ Unpaid for a period of 7 years from the date of Transfer to the Company unpaid dividend account will be transferred to the Investor Education and Protection Fund (IEPF Fund).

Following are the dates of dividend declared and the corresponding dates when unclaimed dividend due for transfer to IEPF Fund.
<table>
<tr><td>Financial Year</td><td>Date of Declaration of Dividend</td><td>Last Date of Claiming Unpaid Dividend</td><td>Due Dtae for transfer to Investor Education and Protection Fund</td></tr>
<tr><td>2010-11 (Interim ividend)</td><td>03.02.2011</td><td>02.02.2018</td><td>06.03.2018</td></tr>
<tr><td>2010-11 (Final Dividend)</td><td>31.08.2011</td><td>30.08.2018</td><td>01.10.2018</td></tr>
<tr><td>2011-12 (Interim ividend)</td><td>01.08.2011</td><td>31.07.2018</td><td>01.09.2018</td></tr>
<tr><td>2011-12 (Second Interim Dividend)</td><td>31.01.2012</td><td>31.01.2019</td><td>02.03.2019</td></tr>
<tr><td>2011-12 (Final Dividend)</td><td>18.08.2012</td><td>17.08.2019</td><td>17.09.2019</td></tr>
<tr><td>2012-13 (Final Dividend)</td><td>20.09.2013</td><td>19.09.2020</td><td>20.09.2020</td></tr>
<tr><td>2013-14 (Final Dividend)</td><td>03.09.2014</td><td>02.09.2021</td><td>03.09.2021</td></tr>
<tr><td>2014-15 (Final Dividend)</td><td>29.09.2015</td><td>28.09.2022</td><td>29.09.2022</td></tr>
</table>
In view of the above, members are advised to send uncashed dividend warrants pertaining to the above years to the Registrar and Share Transfer Agent for revalidation or issuance of Demand Drafts in lieu thereof and encash them before the due dates for transfer to the IEP Fund.</td></tr>
</table>

5.	Listing on Stock Exchanges	
(a)	Equity Shares	Stock Code/Symbol
	The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai– 400001. Website: www.bseindia.com.	'520051'
	The National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. C/1, "G Block"Bandra Kurla Complex, Bandra (E), Mumbai – 400051. Website- www.nseindia.com	'JAMNAAUTO'
(b)	GDRs	NOT APPLICABLE
6.	ISIN Code for the Company's Equity Shares	INE039C01024
7.	Corporate Identification Number(CIN)	L35911HR1965PLC004485
8.	Listing Fees	The Company has paid listing fees to The Bombay Stock Exchange (BSE) and to The National Stock Exchange of India Ltd (NSE), where the Shares of the Company are Listed.
9.	Share Transfer Agents	M/s. Skyline Financial Services (P) Limited D-153 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020 Ph: 011-26812682, 26812683 Fax No. – 011-26292681 Email: grievances@skylinerta.com
10.	Investor queries/request for transfer, transmission, issue of duplicate certificates etc to be sent	M/s. Skyline Financial Services (P) Limited
11.	Share Transfer System	Skyline Financial Services Pvt. Limited is the Share Registrar & Transfer Agent of the company. All transfer requests received till seven days prior to the date of the meeting are normally considered for approval in the meeting. All requests for dematerialisation of shares are processed and the confirmation is given to the depositories within 15 days. Grievances received from the members and other miscellaneous correspondence on change of address, mandates etc. are processed by the Registrar expeditiously.
12.	Foreign Exchange Risk	The Company is also exposed to risk on account of adverse currency movements in global foreign exchange markets. The Company is managing the uncertainty and volatility of foreign exchange fluctuation by hedging the risk to achieve greater predictability and stability. Without venturing into the speculative aspects of dealing in currency derivatives, the Company hedges its foreign exchange exposure through forward foreign currency and exports.

Members holding shares in electronic mode are requested to intimate the change in their address, bank details, etc. to their respective Depository Participants (DPs) and those holding shares in physical mode are requested to intimate the above details to the Share Transfer Agent of the Company, Skyline Financial Services (P) Limited quoting their Folio Number(s).

Means of Communication

The information like quarterly/half yearly/annual financial results, notices of board meetings are promptly submitted to the stock exchanges to enable them to put them on their websites and for the information of the members and investors. The financial results of the company, in the prescribed format are also posted on the Company's website www.jaispring.com.

The Company has also published its quarterly financial results in "The Financial Express" (all editions) and "Jansatta" (Hindi - Delhi Edition) as per details given below:

Particulars	Date of Board Meeting	Date of Publication
Quarter ended June 30, 2015	11.08.2015	12.08.2015
Quarter ended September 30, 2015	09.11.2015	10.11.2015
Quarter ended December 2015	06.02.2016	08.02.2016
Quarter and year ended March 31, 2016	20.05.2016	22.05.2016*

* Publish in Pioneer

In accordance with the green initiative and applicable circulars of The National Stock (“NSE”) and Bombay Stock Exchange (‘BSE”) the Company is regularly uploading its quarterly, monthly, year to date as well as the event based compliances through NSE Electronic Application System (“NEAPS”) and BSE Listing Centre.

Registered Office

Jai Springs Road, Industrial Area, Yamuna Nagar – 135 001, Haryana.

Plants location

1. Jai Springs Road, Industrial Area, Yamuna Nagar – 135 001, Haryana
2. U-27-29, Industrial Area, Malanpur, District Bhind– 477116, M.P.
3. Plot no. 22-25, Sengundram Village, Maraimalainagar Industrial Complex, Singaperumal Koil Post, District Kanchipuram - 603 204, Tamil Nadu
4. 262 - 263, Village Karnidih, Chandil, District Saraikella, Kharswan - 832401, Jharkhand
5. Thally Road, Kalugondapalli Post, Hosur, District Krishnagiri-635114, Tamil Nadu
6. 128/2 Telco Road, Chinchwad, Taluka Haveli, Pune-411019, Maharashtra
7. 17-19, SIPCOT Pillaipakkam Industrial Park, Navalur Village, Sriperumpudur, District-Kanchipuram, Tamil Nadu

Corporate Office

2, Park Lane, Kishangarh, Vasant Kunj, New Delhi- 110070.

Compliance Officer and Contact Address:

Mr. Praveen Lakhera
Company Secretary & Head Legal
Jamna Auto Industries Limited
1-B, Bhawani Kunj, Near Heritage School,
Opp. Pocket D-1, Vasant Kunj, New Delhi- 110 070
Telephone : 011– 26893331/26896960, Fax : 011-26893180.
e- mail : praveen@jaispring.com

Subsidiary Companies

As on March 31, 2016 the Company is not having any subsidiary company to report about.

Market Price Data

Monthly high/ low prices and volume of the shares of the Company as traded at BSE Limited and National Stock Exchange of India Limited during the financial year under review.

Month	Price at BSE (Rs.)			Price at NSE (Rs.)		
	High	Low	Volume	High	Low	Volume
April, 2015	249.00	200.00	110,999	252.00	200.65	245,243
May, 2015	275.00	198.10	276,055	274.95	196.50	813,695
June, 2015	231.00	180.00	64,533	230.00	176.00	238,764
July, 2015	236.00	197.00	110,059	236.50	197.20	371,375
August, 2015	274.50	180.00	237,692	274.00	178.95	927,455
September, 2015	234.90	180.00	161,774	235.00	180.50	827,458
October, 2015	247.00	212.00	112,425	246.90	211.60	1,032,385
November, 2015	252.00	211.70	859,392	253.80	211.05	3,292,772
December, 2015	245.00	113.40*	30,038,550	245.00	110.25*	55,337,874
January, 2016	155.00	127.20	7,233,719	154.80	127.40	24,041,140
February, 2016	156.30	115.50	3,244,564	156.20	115.15	10,489,673
March, 2016	143.80	120.70	1,723,558	143.40	120.90	5,777,896

* One equity shares of Rs10 each split into two equity shares of Rs.5 each in December, 2015.

Distribution of Shareholding as on March 31, 2016

No. of Equity Shares of Rs. 5 each held	No. of Shareholders	% to total shareholders	No. of Equity Shares of Rs. 5 each held	% to total shares
1-500	25,223	83.76	4,608,212	5.80
501-1000	2,519	8.36	2,009,059	2.53
1001-2000	1,101	3.66	1,728,376	2.17
2001-3000	355	1.18	915,954	1.15
3001-4000	175	0.58	638,433	0.80
4001-5000	122	0.41	582,389	0.73
5001-10000	280	0.93	2,143,477	2.70
10001-And Above	339	1.12	66,852,062	84.11
TOTAL	**30,114**	**100.00**	**79,477,962**	**100.00**

Shareholding Pattern

The Shareholding of different categories of the Shareholders as on March 31, 2016 is given below:

Category	No. of Equity Shares of Rs. 5 each held	% age to total Equity Shares
Promoters	3,81,54,630	48.01
Mutual Funds/UTI	634,100	0.80
Financial Institutions/Banks	143,206	0.18
FIIs	19,92,053	2.51
Bodies Corporate	48,17,825	6.06
Individuals	2,61,42,170	32.89
NRIs/Foreign Nationals/OCBs	19,34,002	2.43
Foreign Company	46,17,118	5.81
Others	10,42,858	1.31
Total	**7,94,77,962**	**100.00**

Reconciliation of the Share Capital Audit Report

As required by Securities and Exchange Board of India (SEBI), Reconciliation of the Share Capital Audit is required to be carried out by a qualified Chartered Accountant or a practicing Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out at the end of each Quarter and the report thereon is submitted to the Stock Exchanges.

Management Responsibility Statement

The Management confirms that the financial statements are in full conformity with the requirements of the Companies Act, 2013 (Act) read with relevant rules of the Act and the Accounting Standards issued by the Institute of Chartered Accountants of India. The management accepts responsibility for the integrity and objectivity of these financial statements. The management believes that the financial statements of operations reflect fairly the Company's financial position and the results of the operations. The Company has a system of Internal Control, which is reviewed and updated on the regular basis. The Financial Statements have been audited by S.R. Batliboi & Co. LLP, Chartered Accountants and have been reviewed by the Audit Committee.

ANNEXURE "H" TO THE DIRECTORS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Jamna Auto Industries Limited
Jai Spring Road, Industrial Area,
Yamuna Nagar- 135001,
Haryana.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jamna Auto Industries Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **Jamna Auto Industries Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Jamna Auto Industries Limited ("the Company") for the financial year ended on March 31, 2016 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) The Factories Act, 1948,

(vii) The Payment of Wages Act, 1936

(viii) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952,

(ix) Employees State Insurance Act, 1948,

(x) The Payment of Bonus Act, 1965

(xi) The Environment Protection Act, 1986,

(xii) Water (Prevention and Control of Pollution) Act, 1974

(xiii) The Air (Prevention and Control of Pollution) Act, 1981

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Our Report of even date is to be read in the light of the following:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express opinion on these secretarial records based on the audit process applied by us.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed by us provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation Letter about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **K.J. & Associates**
Company Secretaries

(Ramesh Kumar)
Partner
M.No.: FCS -6393
C P No.: 5197

Place: New Delhi
Date: May 19, 2016

ANNEXURE “I” TO THE DIRECTORS’ REPORT

The ratio of the remuneration of each director to the median employee’s remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sr. No.	Particulars	Details
1	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year	a) Mr. R S Jauhar, Whole Time Director : 63.78X b) Mr. P S Jauhar, Whole Time Director : 63.89X c) Mr. H. S. Gujral, Whole Time Director: 6.41X
2	The percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	a) Mr. R S Jauhar, Whole Time Director : 10% b) Mr. P S Jauhar, Whole Time Director : 10% c) Mr. H S Gujral, Whole Time Director: NIL d) Mr. Vivek Bhatia, CFO : 9.50% e) Mr. Praveen Lakhera, CS & Head Legal :11%
3	The percentage increase in the median remuneration of employees in the financial year	9.62%
4	The number of permanent employees on the rolls of the Company	815 employees as on March 31, 2016
5	The explanation on the relationship between average increase in remuneration and Company performance	Factors considered for giving increments: a) Performance of the Company b) Industry benchmarking c) Employee Performance d) Inflation
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Compay for FY 2014-15	For FY 2015-16 Key Managerial Personnel were paid approximately Rs.1,140.71 Lacs for the year, company achieved net profit of Rs.7,232 lacs
7	Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current FY and previous FY and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer	a) Maket capatilization of the Company as on March 31, 2015 was Rs 9,624,358,912 increased to Rs.11,063,332,310.4 as on March 31, 2016 b) PE ratio of the Company as on March 31, 2015 was 33% and PE Ratio of the company as on March 31, 2016 is 15.28% c) The last public offering (right issue) of the Company came out in October, 1992 at Rs. 40 for one equity share of Rs.10 each. The price of one equity shares of Rs.5 each (after stock split) as on March 31, 2016 was Rs.139.20 which indicates increase of 696% in comparable terms.
8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Basic Salary increment KMP - 9.71% Basic Salary increment other than KMP- 9.60%
9	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company	For FY 2015-16 Key Managerial Personnel were paid approximately Rs.1,140.71 Lacs for the year, company achieved net profit of Rs.7,232 lacs a) Mr. R S Jauhar, Whole Time Director : Rs.500.75 lacs b) Mr. P S Jauhar, Whole Time Director : Rs.496.25 lacs c) Mr. H S Gujral, Whole Time Director : Rs.16.15 lacs d) Mr. Vivek Bhatia, CFO: Rs.80.36 lacs e) Mr. Praveen Lakhera, CS & Head Legal : Rs.47.20 lacs
10	The key parameters for any variable component of remuneration availed by the directors	Mr. R. S. Jauhar and Mr. P. S. Jauhar are paid commission on the net profits of the Company with the approval of the Board on the recommendation of the Nomination & Remuneration Committee
11	The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	There is no employee who are not directors but receive remuneration in excess of the highest paid director during the year
12	Affirmation that the remuneration is as per the remuneration policy	Affirmed

AUDITORS' CERTIFICATE

To,

The Members of Jamna Auto Industries Limited

We have examined the compliance of conditions of corporate governance by Jamna Auto Industries Limited, for the year ended on March 31, 2016 as stipulated in chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number:301003E/E300005

per **Vikas Mehra**
Partner
Membership No.:94421
Place: New Delhi
Date: May 20, 2016

INDEPENDENT AUDITOR'S REPORT

To the Members of Jamna Auto Industries Limited

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Jamna Auto Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act")with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2016, its profit, and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
   (e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164 (2) of the Act;
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and

the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;

(g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28 to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership Number: 94421
Place of Signature: Gurgaon
Date: May 20, 2016

Annexure 1 referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Jamna Auto Industries Limited ('the Company')

i. a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b. All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c. According to the information and explanations given by the management the title deeds of immovable properties amounting to Rs. 8,417,505 included in fixed assets have been given as security (mortgage and charge) against the financing facility taken from banks and we have been explained that the original title deeds are kept as security with the trustee appointed by bankers. Similarly, title deeds of immovable properties amounting to Rs. 225,122,029 included in fixed assets are kept with Kotak Mahindra Bank and State Bank of India as security (mortgage and charge) against the financing facility provided by it. Therefore, these title deeds could not be made available to us for verification however, the same has been confirmed by the trustee/banks. Accordingly, based on the information and explanation given to us by the management and confirmation received from trustee/banks we report that the title deeds of immovable properties included in property, plant and equipment/ fixed assets are held in the name of the Company.

ii. a. The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2016 and no material discrepancies were noticed in respect of such confirmations.

iii. a. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.

v. The Company has not accepted any deposits from the public.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of spring leaves and lift axle, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii. a. The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues applicable to it.

b. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise,value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

c. According to the records of the Company, the dues outstanding of income-tax, sales-tax, , service tax, duty of custom, duty of excise ,value added tax and cess on account of any dispute, are as follows:

Name of Statute	Nature of dispute	Forum where dispute is pending	Amount (Rs. in lacs)	Period to which it pertains
Finance act 1994, (Service tax)	Service Tax	CESTAT, New Delhi	51.50	2008-2009
Finance act 1994, (Service tax)	Service Tax	Assistant Commissioner Customs & Central Excise, Gwalior	7.46	2009-10 to 2012-13
Finance act 1994, (Service tax)	Service Tax	CESTAT, New Delhi	40.24	2009-2010
Madhya Pradesh sales tax act 1958	Entry Tax	MP Commercial Tax Applet Board, Bhopal	11.78	2001-2002
Madhya Pradesh sales tax act 1958	Entry Tax	MP Commercial Tax Applet Board, Bhopal	5.81	2008-2009
Madhya Pradesh sales tax act 1958	Entry Tax	High Court, Gwalior	45.83	2006-2007
Finance act 1994, (Service tax)	Service Tax	Additional commissioner Customs & Central Excise, Gwalior	20.63	2005-06 to 2009-10
Tamil Nadu Value Added Tax	CST	Sales Tax Appellate Tribunal, Chennai Bench	8.01	2003-2004
The Central Excise act, 1944	Excise Act	High Court, Gwalior	7.47	1997-1998
Finance act 1994, (Service tax)	Service Tax	Commissioner Appeal, Delhi	3.17	2010-2011
Finance act 1994, (Service tax)	Service Tax	Commissioner Appeal, Delhi	2.62	2005-2006 to 2009-2010
The Central Excise act, 1944	Excise Act	Assistant Commissioner, Central Excise, Gwalior	2.26	2009-2010 to 2011-2012
Madhya pradesh sales tax act 1958	VAT	Commissioner, Commercial Tax, Gwalior	0.25	1999-2000
The Central Excise act, 1944	Excise Act	Deputy Commissioner, Centra Excise, Chennai	1.92	2009-2010
Madhya pradesh sales tax act 1958	Nikaykar	MP Commercial Tax Applet Board, Bhopal	0.65	1997-1998
The Central Excise act, 1944	Service Tax	Assistant Commissioner, Central Excise, Chennai	5.51	2005-06 and 2006-07
The Central Excise act, 1944	Service Tax	Commissioner (Appeal), Central Excise, New Delhi	9.20	2009-10 and 2011-12
The Employees Provident Fund and Miscellaneous Provisions Act, 1952	Provident fund	EPF, Appellate Tribunal, Chennai	6.71	
Madhya pradesh sales tax act 1958	VAT	High Court, Gwalior	477.54	2006-07
Jharkhand Value Added Tax	VAT	Commissioner (Appeal), Commercial Tax	21.39 Amount involved has been paid under protest	2009-10 to 2011-12
The Income Tax Act 1961	Alleged diversion of profit to subsidiary	Commissioner of Tax (Appeals)	372.45	2011-12
The Income Tax Act 1961	Alleged unaccounted income	Commissioner of Tax (Appeals)	870.43	2008-09
The Income Tax Act 1961	Disallowances of certain expenses	Commissioner of Tax (Appeals)	45.87	2007-08 and 2008-09
The Income Tax Act 1961	Disallowances of interest and other expenses	Commissioner of Tax (Appeals) Panchkula	35.03	2009-10 and 2012-13
The Income Tax Act 1961	Disallowances of interest and other expenses	Commissioner of Tax (Appeals)	8.05	2011-12

viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to a financial institution or bank and repayment in the nature of loan to Government in the nature of sales tax loan.

ix. According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud /material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.

xi. According to the information and explanations given by the management,the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.

xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act , 2013.

xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership Number: 94421
Place of Signature: Gurgaon
Date: May 20, 2016

Annexure 2 to the Independent Auditor's Report of Even Date on the Standalone Financial Statements of Jamna Auto Industries Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Jamna Auto Industries Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership Number: 94421
Place of Signature: Gurgaon
Date: May 20, 2016

Balance Sheet

as at March 31, 2016

(All amounts in Rupees lacs, unless otherwise stated)

	Particulars	Note	As at March 31, 2016	As at March 31, 2015
I	**Equity and Liabilities**			
1	**Shareholders' funds**			
	(a) Share capital	3	**3,972.37**	3,962.38
	(b) Reserves and surplus	4	**20,584.84**	15,937.01
			24,557.21	19,899.39
2	**Share application money pending allotment**	3(g)	**36.33**	0.27
3	**Non-current liabilities**			
	(a) Long-term borrowings	5	**518.35**	2,492.82
	(b) Deferred tax liabilities (net)	6	**567.75**	1,590.60
	(c) Other long-term liabilities	7	**7.13**	7.13
	(d) Long-term provisions	8	**501.63**	392.80
			1,594.86	4,483.35
4	**Current liabilities**			
	(a) Short-term borrowings	9	**430.22**	97.13
	(b) Trade payables	10		
	- Total outstanding due of micro enterprises and small enterprises		**-**	-
	- Total outstanding due of crediors other than micro enterprises and small enterprises		**14346.55**	17390.03
	(c) Other current liabilities	11	**1,539.73**	4,291.33
	(d) Short-term provisions	8	**4,307.62**	1,093.62
			20,624.12	22,872.11
	TOTAL		**46812.52**	47255.12
II	**Assets**			
1	**Non-current assets**			
	(a) Fixed assets			
	(i) Tangible assets	12(a)	**20,211.75**	23,317.67
	(ii) Intangible assets	12(a)	**47.47**	68.53
	(iii) Capital work-in-progress		**5,635.99**	685.49
	(b) Non current investments	13	**1,521.19**	2,113.35
	(c) Long-term loans and advances	14	**3,385.89**	3,169.72
	(d) Other non-current assets	15	**51.83**	40.94
			30,854.12	29,395.70
2	**Current assets**			
	(a) Inventories	16	**8,186.35**	8,254.97
	(b) Trade receivables	17	**5,877.19**	7,098.53
	(c) Cash and bank balances	18	**553.82**	604.26
	(d) Short-term loans and advances	14	**1,340.31**	1,858.48
	(e) Other current assets	15	**0.73**	43.18
			15,958.40	17,859.42
	TOTAL		**46,812.52**	47,255.12

Summary of significant accounting policies 2

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

per **Vikas Mehra**
Partner
Membership No.: 94421

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Statement of Profit and Loss

for the year ended March 31, 2016

(All amounts in Rupees lacs, unless otherwise stated)

	Particulars	Note	For the year ended March 31, 2016	For the year ended March 31, 2015
	Income			
I	Revenue from operations (gross)	19	**123,225.36**	109,874.66
	Less : excise duty		**14,070.11**	11,953.32
	Revenue from operations (net)		**109,155.25**	97,921.34
II	Other income	20	**4233.92**	2438.42
III	**Total revenue**		**113389.17**	100359.76
IV	**Expenses**			
	Cost of raw materials and components consumed	21	**72,354.41**	69,742.14
	(Increase)/ decrease in inventories of finished goods and work in progress	22	**(519.76)**	(950.58)
	Employee benefit expenses	23	**8,203.23**	5,967.71
	Other expenses	24	**18,148.89**	17,001.79
	Total expenses		**98,186.77**	91,761.06
V	**Profit before finance costs, depreciation/amortisation expense, prior period expense**		**15202.40**	8598.70
VI	Finance costs	25	**1,364.66**	1,687.95
VII	Depreciation and amortisation expense	26	**4,388.39**	2,929.07
VIII	**Profit before prior period items and tax**		**9,449.35**	3,981.68
	Prior period expense	27	**101.17**	-
	Profit before tax		**9,348.18**	3,981.68
	Tax expense			
	Current tax		**2,178.79**	370.15
	Less : Minimum alternate tax credit entitlement for earlier years		**(9.56)**	-
	Minimum alternate tax entitlement utilised		**969.34**	384.23
	Deferred tax charge/ (credit) (including Rs. Nil (previous year: Rs. 127.60) for earlier year)		**(1,022.85)**	283.80
	Total tax expense		**2,115.72**	1,038.18
	Profit for the year		**7,232.46**	2,943.50
	Earnings per equity share (par value Rs. 5 (absolute amount) per share)	36		
	- Basic		**9.11**	3.71
	- Diluted		**9.06**	3.68
	[Earnings per equity share expressed in absolute amount in Indian Rupees]			

Significant accounting policies 2

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

per **Vikas Mehra**
Partner
Membership No.: 94421

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Cash Flow Statement

for the year ended March 31, 2016

(All amounts in Rupees lacs, unless otherwise stated)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
A. Cash flow from operating activities		
Profit before tax	**9348.18**	3,981.68
Adjustments for:		
Depreciation and amortisation expense	**4,388.39**	2,929.07
Loss on sale of fixed assets	**37.49**	5.60
Interest expense	**510.72**	961.59
Interest income from fixed deposits	**(36.97)**	(24.25)
Excess provision no longer required written back	**(60.58)**	-
Provision for doubtful advance	**1.83**	4.19
Unrealised foreign exchange loss	**8.22**	-
Bad debts written off	**-**	5.46
Sundry balances written off	**-**	5.94
Provision for contingencies	**328.00**	-
Amortisation of ancillary cost of arranging the borrowings	**172.06**	95.76
Share in profit of limited liability partnership	**(3,443.98)**	(2,247.37)
Operating profit before working capital changes	**11,253.36**	5,717.67
Changes in operating assets and liabilities:		
Increase in provisions	**256.42**	75.25
Decrease in trade payables	**(2,982.91)**	(926.07)
Increase/(decrease) in other current liabilities	**(3.56)**	82.90
Decrease in trade receivables	**1,221.34**	3,381.03
(Increase)/decrease in inventories	**68.62**	(508.19)
(Increase)/decrease in loans and advances	**154.44**	(2,067.32)
(Increase)/decrease in other assets	**(20.01)**	15.29
Cash generated from operations	**9,947.70**	5,770.56
Direct taxes paid (net)	**(1,007.59)**	(380.85)
Net cash generated from operations	**8940.11**	5,389.71
B. Cash flow from investing activities		
Purchase of fixed assets	**(6,616.54)**	(2,186.60)
Proceeds from sale of fixed assets	**14.87**	31.85
Movement in fixed deposits	**70.39**	48.90
Withdrawal from share in capital of limited liability partnership (net)	**4,036.14**	2,224.92
Interest received	**36.97**	19.20
Net cash from / used in investing activities	**(2,458.17)**	138.27

C. Cash flow from financing activities		
Proceeds from issue of equity shares (including share premium)	**90.99**	65.43
Redemption of preference shares	**-**	(175.00)
Dividend paid (including dividend distribution tax Rs. 179.69 (previous year Rs. 72.46))	**(1,070.17)**	(466.10)
Proceeds from long term borrowings	**921.79**	300.00
Repayment of long term borrowings	**(6,097.81)**	(3,476.50)
Proceeds from / (repayment) of short term borrowings (net)	**333.09**	(1,063.55)
Interest paid	**(519.39)**	(999.55)
Payment of ancillary cost of arranging the borrowings	**(120.49)**	(88.66)
Net cash used in financing activities	**(6,461.99)**	(5,903.93)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**19.95**	(375.95)
Opening cash and cash equivalents	**398.18**	774.13
Closing cash and cash equivalents	**418.13**	398.18
Components of cash and cash equivalents:		
Cash in hand	**7.39**	4.15
Balances with scheduled banks		
- On current account	**310.67**	286.15
- Unpaid dividend account*	**100.07**	107.88
(Refer note 18)	**418.13**	398.18

Notes:

(a) The above cash flow statement has been prepared in accordance with the 'Indirect method' as set out in the Accounting Standard 3 – Cash Flow Statements as specified in the Companies (Accounting Standards) Rules, 2006.

* The company can utilize these balances only toward settlement of the respective unpaid dividend

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

per **Vikas Mehra**
Partner
Membership No.: 94421

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Notes to the Financial Statements

for the year ended March 31, 2016

(All amounts in Rupees lacs, unless otherwise stated)

1 Corporate information

Jamna Auto Industries Limited (hereinafter referred to as 'the Company' or 'JAI') is engaged in manufacturing and selling of Tapered Leaf, Parabolic Springs and Lift Axles. The Company's manufacturing facilities are located at Malanpur, Chennai, Yamuna Nagar, Jamshedpur Hosur and Pillaipakkam.

2 Basis of preparation

The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared there financial statements to comply in all material aspect of the Accounting Standard (AS) notified by Section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under historical cost convention.The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

2.1 Summary of significant accounting policies

a) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b) Tangible fixed assets

Fixed Assets are stated at cost net of accumulated depreciation. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

If a component/part of an asset has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining component/part of the asset, the Company identifies and determines cost of such component/ part of the asset separately.

c) Depreciation

Leasehold land is amortised over the period of lease. Cost of leasehold improvements on tangible fixed assets are amortised over the period of lease or their useful lives, whichever is shorter.

Depreciation on other fixed assets is calculated on a straight line basis using rates arrived at based on the useful lives estimated by the management. The Company has used following estimated useful life to provide depreciation on its fixed assets:

Particulars	Estimated useful life
- Factory building	30
- Other buildings	60
- Plant and Machinery[1]	15-20
- Furniture and fixtures[2]	4
- Vehicles[2]	4
- Office equipments[2]	3
- Computers[2]	3

(1) The management has estimated, supported by independent assessment, the useful life of certain plant and machinery as 20 years, which is higher than those indicated in schedule II of the Companies Act 2013.

(2) The management has estimated, based on past experience, the useful life of these blocks of assets as lower than the life indicated for respective block of assets in schedule II of the Companies Act 2013.

Fixed assets individually costing up to Rs. 0.05 are depreciated at the rate of 100 percent.

Residual value of fixed assets is considered at 5%.

Due to application of schedule II of the Companies Act 2013, the Company has changed manner of depreciation for its fixed assets. Now the Company identifies and determines cost of each component/ part of the asset separately, if the Component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining components of the asset. These components are depreciated separately over their useful lives and the remaining components are depreciated over the useful life of the principle assets. The Company has not used transitional provision of schedule II to adjust the impact of first time application of component accounting. The carrying value of identified components on the date of component accounting coming into effect i.e. April 1, 2015 has been depreciated over remaining useful life of the respective component.

d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. Intangible assets are amortised over the following estimated useful life:

- Software: 5 years
- Copyrights: 5 years.

e) Impairment

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

f) Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

g) Leases

Where the Company is lessee Leases, where the lessor effectively retains substantially all the rights and benefits of ownership of the leased item, are classified as operating leases. Operating leases payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

h) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

i) Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

j) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

1) Sales of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The Company collects sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year.

2) Service income

Revenue from services is recognised on completion of services.

3) Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

4) Share of profit from LLP

Share of profit from LLP is recognised when the right to receive share of profit is established.

5) Export incentive

Export incentive are accrued in the period of underlying export sales in accordance with the terms of export benefits scheme, provided that there is no significant uncertainity regarding the entitlement of the credit and the amount thereof.

6) Cash discount

Cash discount is represents the amount recovered from suppliers on payment of amounts due to them before the due date. Cash discount is recognised when the right to receive the same is established usually on early payment of dues.

k) Foreign exchange transactions

i) Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii) Exchange differences

Exchange differences arising on the settlement of monetary items or on retranslation of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses.

(iv) Forward exchange contracts entered into hedge foreign currency risk of existing asset/liability

The premium or discount arising at the inception of forward contract is amortised and recognised as an expense/income over the life of the contract. Exchange differences on such contracts are recognised in statement of profit and loss in the period in which exchange rates change. Any profit or loss arising on cancellation or renewal of such forward contract is also recognised as income or expense for the period.

l) Retirement and other employee benefits

i) Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service.

ii) The Company operates two defined benefit plan for its employees i.e. gratuity and long service award. The cost of providing benefits under these plans are determined and recognised on the basis of actuarial valuation at each year-end using the projected unit credit method. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

iii) Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

m) Income taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

n) Employee stock compensation cost

Employees (including senior executives) of the Company receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

In accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2014 and the Guidance Note on Accounting for Employee Share-based Payments, the cost of equity-settled transactions is measured using the intrinsic value method and recognized. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognized in the statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

o) Segment reporting

i) Identification of segments

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the geographical location of the customers.

ii) Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Provisions

Provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Warranty Provision

Provision for warranty related costs are recongnised when the product is sold. Provision is based on historical experience. The estimate of such warranty related costs are revised annually.

r) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

s) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

t) Measurement of EBITDA

The Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, interest income, finance costs and tax expense.

u) Derivative instruments and hedge accounting

The Company uses derivative financial instruments, such as, foreign currency forward contracts to hedge foreign currency risk arising from future transactions in respect of which firm commitments are made. It also uses interest rate swaps to hedge interest risk arising from variable rate loans.

Derivative contracts, other than foreign currency forward contracts covered under AS11, are marked to market and the net loss, after considering the offsetting effect of gain on underlying hedged item, if any, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on underlying hedged items is ignored.

Notes to the Financial Statements
for the year ended March 31, 2016
(All amounts in Rupees lacs, unless otherwise stated)

3 Share capital

	As at March 31, 2016	As at March 31, 2015
Authorised share capital (amount per share in absolute rupees)		
127,773,000 (Previous year 127,773,000) equity shares of Rs. 5 each	**6,388.65**	6,388.65
350,000 (Previous year 350,000) 12.50% optionally convertible cumulative preference shares of Rs. 100 each	**350.00**	350.00
Total	**6,738.65**	6,738.65
Issued, subscribed and paid up equity shares (amount per share in absolute rupees)		
Subscribed and fully paid (79,416,672 (Previous year 79,216,790) equity shares of Rs. 5 each)	**3970.83**	3960.84
Subscribed but not fully paid (61,290 (Previous year 61,290) equity shares of Rs. 5 each, amount called up Rs. 5 each)	**3.06**	3.06
Less: Call in arrears (Held by other than directors)	**(1.52)**	(1.52)
	3972.37	3962.38

a. Pursuant to shareholders approval dated September 29, 2015, the Company has sub - divided equity shares of Rs. 10 (absolute amount) each into equity shares of Rs. 5 (absolute amount) each for which December 4, 2015 was fixed as the record date. Accordingly, previous year no of shares have been restated based on the revised number of shares and face value of Rs. 5 (absolute amount) per equity shares.

b. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	March 31, 2016		March 31, 2015	
Equity Share - Subscribed and fully paid up	**No. of shares**	**Amount**	**No. of shares**	**Amount**
At the beginning of the year	79,216,790	3,960.84	78,971,938	3,948.60
Add : Fresh allotment of share (under ESOP scheme) (refer note 39)	199,882	9.99	244,852	12.24
At the end of the year	79,416,672	3,970.83	79,216,790	3,960.84
Equity Share - Subscribed but not fully paid up				
At the beginning and end of the year	61,290	3.06	61,290	3.06
Preference Shares				
At the beginning of the year	-	-	175,000	175.00
Less : Redemption during the year	-	-	175,000	175.00
At the end of the year	-	-	-	-

c. Term and Rights attached to equity shares

The Company has only one type of equity shares having par value of Rs. 5 (absolute amount) each per share. Each shareholder is entitled to one vote per share. The Company pays and declares dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. During the year ended March 31, 2016, the Company has proposed dividend of Rs. 2.75 (absolute amount) for every equity share of Rs. 5 (absolute amount) (previous year Rs. 2.20 (absolute amount) for every equity share of Rs. 10 (absolute amount).

d. Details of shareholders holding more than 5% shares in the Company

	March 31, 2016		March 31, 2015	
	No of shares	% holding in the class	No of shares	% holding in the class
Equity Shares of Rs. 5 (absolute amount) each fully paid				
Clearwater Capital Partners (Cyprus) Limited	**-**	**-**	19,228,294	24.25%
MAP Auto Limited	**25,670,868**	**32.30%**	23,547,798	29.70%
NHK Spring Co. Limited, Japan	**4,617,018**	**5.81%**	4,617,018	5.82%
Pradeep Singh Jauhar	**4,143,794**	**5.22%**	3,625,794	4.58%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

e. Shares reserved for issue under Options and contracts/commitments for the sale of shares/ disinvestment, including the terms and amounts

The Company provides shares based payment schemes to its employees. During the year ended March 31, 2016, an employee stock option scheme was in existence and 185,212 stock options (Previous year: 276,088) can be exercised by the employees as per their vesting and in accordance with the terms of issue of stock option. Refer note 39 on ESOP.

f. Forfeited shares (amount originally paid up, included in capital reserve)

	March 31, 2016		March 31, 2015	
	No of shares	Amount	No of shares	Amount
Equity share capital (56,380 equity shares (Previous year 56,380) of Rs. 5 each, amount called up Rs. 5 (Previous year of Rs. 5) each. (Amount per share is in absolute Indian Rupees)	**56,380**	**1.45**	56,380	1.45
	56,380	**1.45**	56,380	1.45

g. Share application money pending allotment

	March 31, 2016		March 31, 2015	
	No of shares	Amount	No of shares	Amount
Shares proposed to be issued	**132,254**	**-**	1,000	-
Fully paid up value of shares	**-**	**6.61**	-	0.05
Premium on shares proposed to be issued	**-**	**29.72**	-	0.22
	132,254	**36.33**	1,000	0.27

The Share application money pending allotment includes amount received from employees against the employee stock option plan. The shares will be allotted in the next compensation committee meeting.

4 Reserves and surplus

Particulars	As at March 31, 2016	As at March 31, 2015
Capital reserve (refer note (a) below)	**315.71**	315.71
Capital redemption reserve		
Balance as per the last financial statements	**400.00**	225.00
Transferred from general reserve during the year	**-**	175.00
Closing balance	**400.00**	400.00
Securities premium account		
Balance as per the last financial statements	**15,023.95**	14,970.76
Add : Premium on issue of shares	**44.94**	53.19
Closing balance	**15,068.89**	15,023.95
Amalgamation reserve	**1,481.46**	1,481.46
General reserve		
Balance as per the last financial statements	**4,077.62**	4,252.62
Less : Amount transferred to Capital Redemption reserve^	**-**	(175.00)
Closing balance	**4,077.62**	4,077.62
Deficit in the Statement of profit and loss		
Balance as per the last financial statements	**(5,361.73)**	(6,958.22)
Less : Adjustment of opening depreciation as per the Companies Act 2013 (net off tax impact of Rs. Nil (Previous year Rs. 146.54)	**-**	(284.62)
Add: Profit for the year	**7,232.46**	2,943.50
Proposed equity dividend (refer note (c) below)	**2,184.80**	871.73
Proposed preference dividend (refer note (b) below)	**-**	10.97
Tax on equity dividend	**444.77**	177.46
Tax on preference dividend	**-**	2.23
Net surplus/(deficit) in the Statement of profit and loss	**(758.84)**	(5,361.73)
Total reserves and surplus	**20,584.84**	15,937.01

(a) Includes Rs.150 representing 10% of the issued price of 2,083,333 convertible warrants as application money received towards the subscription of such warrants by the promoters in erstwhile Jai Parabolic Springs Limited. Such application money was forfeited in accordance with SEBI guidelines on the expiry of 18 months from the date of issue. It also includes Rs.97 representing application money received towards the subscription of 1,343,210 convertible warrants allotted to MAP Auto Limited. Such application money was forfeited on 27 June 2007.

(b) The Board of Directors have recommended preference dividend amounting to Rs. Nil relating to the year ended March 31, 2016 (Previous year: Rs.10.97). The same is subject to approval of shareholders.

(c) The Company has declared a final dividend of Rs. 2.75 (absolute amount) for every equity share of Rs. 5 (absolute amount) (previous year Rs. 2.20 (absolute amount) per equity share of Rs.10 (absolute amount)) for the year, subject to the approval of shareholders.

^ Represents reserves created on account of redemption of Preference shares during previous year.

5 Long-term borrowings

	Non current		Current maturities	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Secured loans				
Term loans from banks				
- Indian rupee loan	-	1,600.00	-	2,910.00
- Foreign currency loan	-	621.76	-	621.76
Other loans and advances				
Buyers credit	**349.19**		**465.59**	
Vehicle loans				
- From banks	**0.59**	8.96	**8.67**	14.63
- From financial institutions	**65.24**	100.41	**40.65**	41.48
Total (A)	**415.02**	2,331.13	**514.91**	3,587.87
Unsecured loans				
Deferred sales tax loan	**103.33**	161.69	**58.37**	178.73
Total (B)	**103.33**	161.69	**58.37**	178.73
Total (A+B)	**518.35**	2,492.82	**573.28**	3,766.60
Less: Amount disclosed under the head "other current liabilities" (note 11)	-	-	**573.28**	3,766.60
Net amount	**518.35**	2492.82	-	-
The above amount includes				
Secured borrowings	**415.02**	2,331.13	**514.91**	3,587.87
Unsecured borrowings	**103.33**	161.69	**58.37**	178.73

(All Amounts in Lacs)

#	Security terms	Repayment terms and rate of interest
A	**ICICI Bank Ltd (Rs. Nil (previous year Rs. 237.78))**	
	(a) First pari passu charge with the other lenders on the fixed assets of the Company except the Chennai plant and on any asset exclusively charged to other lenders. (b) Second pari passu charge with other lenders on Chennai plant. (c) Second pari passu charge with other lenders on the current assets of the company. (d) Unconditional and irrevocable personal guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P. S. Jauhar, COO & Executive Director.	Terms of repayment: 16 equal quarterly instalments of Rs. 56.25 each commencing from October, 2011, i.e. 12 months from the date of first disbursement , 14 equal quarterly instalments of Rs. 35.71 each commencing from May 2012 and 13 equal quarterly instalments of Rs. 26.92 each commencing August 2012. This loan has been fully repaid during the year. Rate of interest: Rate of interest shall be sum of I-base and spread of 4.3% per annum, subject to minimum rate of I-base p.a. During the year, rate of interest varied from 13.50% to 14.30% (previous year 13.50% to 14.30%)
B	**Standard Chartered Bank (Rs. 814.78 (previous year Rs. Nil)**	
	(a) Exclusive charge over plant and machinery financed by the loan	Rate of interest: 8 quarterly instalments of Rs 60.08 each stating from January 2016 and 9 quarterly installment of Rs. 56.32 each starting from February 2016. Rate of interest: During the year, the rate of interest is 3%

(All Amounts in Lacs)

C	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 222.22))**	
	(a) First pari passu charge on all existing and future movable fixed assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company. (b) First pari passu mortgage charge on immovable assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company. (c) Second pari passu charge on all existing and future movable fixed assets of the Chennai plant. (d) Second pari passu mortgage charge on immovable assets of Chennai plant. (e) Second pari passu charge on the entire existing and future current assets. (f) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P. S. Jauhar, COO & Executive Director.	Terms of repayment: 36 equal monthly instalments of Rs. 27.78 each starting from December 2012, i.e. the end of 1st month of first disbursement of term loan . This loan has been repaid during the year. Rate of interest: During the year, interest rate was 12.50% (previous year 12.50%)
D	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 1,000.00))**	
	(a) First pari passu charge on all existing and future movable fixed assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company. (b) First pari passu mortgage charge on immovable assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company. (c) Second pari passu charge on all existing and future movable assets of the Chennai plant. (d) Second pari passu mortgage charge on immovable assets of Chennai plant . (e) Second pari passu charge on entire existing and future current assets. (f) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P. S. Jauhar, COO & Executive Director.	Terms of repayment: 30 equal monthly instalments of Rs. 66.67 each starting from December 2013, i.e. the end of 6 months from disbursement of term loan . This loan has been repaid during the year including the prepayment of Rs. 200.00). Rate of interest: During the year, the interest rate was 12.50% (previous year 12.50%)
E	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 1,243.52))**	
	(a) Exclusive hypothecation charge on all existing and future movable fixed assets of Hosur Plant. (b) Exclusive mortgage charge on immovable assets of the Company at Hosur Plant. During the previous year, this loan was converted into Foreign Currrency loan from Indian Rupee loan.	Terms of repayment: 30 equal monthly instalments of Rs 51.81 (previous year Rs. 50) each starting from October , 2014, i.e. the end of 6 months from disbursement of term loan. This loan has been repaid during the year including prepayment of Rs. 681.61. Rate of interest: During the year, the interest rate ranged from 12.5 % to 6 months LIBOR+4.25%. (previous year 12.50% to 6 month LIBOR+4.25%).

(All Amounts in Lacs)

F	**SBER Bank (Rs. Nil (previous year Rs. 1,750.00))**	
	(a) First pari passu charge on the movable and immovable fixed assets of Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company for value not less than Rs. 2,000 and with a fixed asset coverage ratio of not less than Rs. 3,000. (b) Second pari passu charge on the movable and immovable fixed assets at Chennai. (c) Second pari passu charge on the current assets of the Company. (d) Corporate guarantee of Jai Suspensions Systems LLP.	Terms of repayment: 8 quarterly instalments of Rs. 250.00 each starting from February, 2015, i.e. the end of 15th month from disbursement of term loan. This loan has been repaid during the year including prepayment of Rs.750.00. Rate of interest: During the year, the interest rate was 13.50% (previous year 13.50%)
G	**HDFC Bank (Rs. Nil (previous year Rs. 1,300.00))**	
	(a) First pari passu charge on all present and future fixed assets of the Company situated at Malanpur, Jamshedpur and Yamuna Nagar Plants excluding Chennai Plant. (b) Second pari passu charge on current assets of the Company both present and future. (c) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P. S. Jauhar, COO & Executive Director. (d) Corporate guarantee of Jai Suspensions Systems LLP.	Terms of repayment: 8 quarterly instalments of Rs. 162.50 each starting from June, 2015, i.e. after 14 months from first disbursement of term loan. This loan has been repaid during the year including prepayment of Rs.650.00. Rate of interest: During the year, the rate of interest is 11.95% (previous year 11.95 %)
H	**Vehicle loan (Rs.115.15 (previous year Rs. 165.48))**	
	Vehicle loans are secured by the hypothecation of the specific vehicles. The loans are repayable in equated monthly / quarterly instalments in accordance with terms and conditions of loan agreement. The period of loan ranges from 3 to 5 years and interest rate ranges from 9.50 % to 12.50 %.	
I	**Deferred sales tax loan (Rs. 161.70 (previous year Rs. 340.42))**	
	As per the eligibility certificate issued, the Company is eligible for waiver of deferred sales tax repayable over the period from March 1, 2010 to February 28, 2019 and is unsecured and interest free.	

6 Deferred tax liability (net)

	As at March 31, 2016	As at March 31, 2015
Deferred tax liability		
Excess of depreciation/ amortisation on fixed assets under income tax law over depreciation/amortisation provided in accounts	**1,029.03**	1,778.32
Less : Deferred tax assets		
Provision for bad and doubtful debts	**10.89**	10.89
Provision for contingencies	**113.51**	-
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**336.88**	176.83
Total deferred tax asset	**461.28**	187.72
Deferred tax liability (net)	**567.75**	1,590.60

7 Other Long term liabilities

	As at March 31, 2016	As at March 31, 2015
Security deposit	**7.13**	7.13
Total	**7.13**	7.13

8 Provisions

	Long - term		Short - term	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Provision for employees benefits				
Provision for leave encashment	**203.16**	161.46	**38.11**	23.77
Provision for long service award	**23.80**	19.95	**5.45**	7.49
Provision for gratuity (Refer note no. 42)	**274.67**	211.39	**-**	-
Total	**501.63**	392.80	**43.56**	31.26
Other provisions				
Provision for warranty#	**-**	-	**135.29**	-
Provision for contingencies (Refer note no. 46)	**-**	-	**328.00**	-
Provision for proposed final equity dividend	**-**	-	**2,184.80**	871.73
Provision for proposed preference dividend	**-**	-	**-**	10.94
Tax on proposed final equity dividend	**-**	-	**444.77**	177.46
Tax on proposed preference dividend	**-**	-	**-**	2.23
Provision for tax	**-**	-	**1,171.20**	-
			4,264.06	1,062.36
	501.63	392.80	**4,307.62**	1,093.62

#Provision for warranties

A provision is recognized for expected warranty claims on products sold during the last one year, based on past experience of the level of repairs and returns. It is expected that significant portion of these costs will be incurred in the next financial year. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the one-year warranty period for all products sold. The table below gives information about movement in warranty provisions.

	For the year ended March 31, 2016	For the year ended March 31, 2015
At the beginning of the year	**-**	-
Arising during the year	**281.36**	-
Utilized during the year	**(146.07)**	-
At the end of the year	**135.29**	-
Current portion	**135.29**	-
Non-current portion	**-**	-

9 Short term borrowings

	As at March 31, 2016	As at March 31, 2015
Buyer’s credit from banks	**-**	97.13
Vendor financing facility	**430.22**	-
Total	**430.22**	97.13
Above amount includes		
Secured borrowings #	**430.22**	97.13
	430.22	97.13

The Company has a facility for short term borrowings from a consortium of State Bank of India, ICICI Bank, Kotak Mahindra Bank, Standard Chartered Bank, Lakshmi Vilas Bank, HDFC Bank, Axis Bank and Yes Bank. The balance outstanding as at the year end carries interest of 10.15% (previous year 2.16%) and is secured by:

(a) First pari passu charge on the entire current assets of the Company both present and future.

(b) Second pari passu charge over immovable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai

(c) Second pari passu charge on all existing and furture movable fixed assets of the Company at Malanpur, Jamshedpur, Yamuna Nagar and Chennai (excluding assets specifically financed by Standard Chartered Bank located at Hosur and Malanpur).

10 Trade payables

	Current	
	As at March 31, 2016	As at March 31, 2015
- Total outstanding due to micro enterpricses and small enterprises.	**-**	-
- Total outstanding due of creditors other than micro enterprises and small enterprises (including acceptances* Rs. 6,142.80 (previous year Rs. 12,784.14))	**14,346.55**	17,390.03
	14,346.55	17,390.03

* The acceptances are secured under short term borrowings facility from banks. Refer note 9 for details of securities.

11 Others current liabilities

	As at March 31, 2016	As at March 31, 2015
Current maturities of long-term borrowing (Refer note 5)	**573.27**	3,766.60
Provision for mark to market liability on derivative contracts	**-**	53.24
Forward contract liability	**20.93**	-
Interest accrued but not due on borrowings	**7.74**	16.41
Investor education and protection fund will be credited by following amounts (as and when due)		
- Unpaid dividends	**100.07**	107.88
Other payables		
Creditors for purchase of fixed assets (Refer note (a) below)	**590.46**	128.69
Statutory dues payable		
Service tax payable	**2.50**	5.46
Sales tax payable	**57.14**	42.62
Work contract tax payable	**3.29**	1.43
TDS payable	**83.51**	79.56
PF and ESI payable	**45.63**	42.04
Other payable	**55.19**	47.40
Total	**1,539.73**	4,291.33
Grand total	**15,886.28**	21,681.36

Note (a) : Based on the information presently available with the Company, there are no dues outstanding as at the year end or interest payable / paid on delays in payment to micro and small enterprises covered under the Micro, Small and Medium Enterprise Development Act 2006.

12 (a) Fixed assets

As at March 31, 2016

Particulars	Gross Block				Accumulated depreciation				Net block	
	As at April 1, 2015	Additions during the year	Sale/ adjustment during the year	As at March 31, 2016	As at April 1, 2015	Depreciation / amortisation charged for the year*	Deduction	As at March 31, 2016	As at March 31, 2016	As at March 31, 2015
Tangible fixed assets										
Freehold land	3,398.27	147.44	-	3,545.71	-	-	-	-	3,545.71	3,398.27
Leasehold land	963.58	-	-	963.58	56.62	13.96	-	70.58	893.00	906.96
Factory building	5,824.19	127.09	37.06	5,914.22	1,876.23	248.38	4.59	2,120.02	3,794.20	3,947.96
Office building	62.47	-	-	62.47	62.47	-	-	62.47	-	-
Plant and machinery	30,000.08	884.18	374.42	30,509.84	15,317.26	3,894.62	361.91	18,849.97	11,659.87	14,682.82
Furniture and fixtures	100.21	24.20	-	124.41	90.08	11.38	-	101.46	22.95	10.13
Vehicles	586.55	40.37	21.49	605.43	345.78	108.01	14.20	439.59	165.84	240.77
Office equipment	304.11	35.68	2.96	336.83	263.57	29.63	2.87	290.33	46.50	40.54
Computer hardware	433.19	51.09	0.23	484.05	342.97	57.63	0.23	400.37	83.68	90.22
Total	**41,672.65**	**1,310.05**	**436.16**	**42,546.54**	**18,354.98**	**4,363.61**	**383.80**	**22,334.79**	**20,211.75**	**23,317.67**
Intangible fixed assets										
Goodwill	921.02	-	-	921.02	921.02	-	-	921.02	-	-
Computer software	482.78	3.72	0.62	485.88	414.25	24.78	0.62	438.41	47.47	68.53
Copyrights	3,497.58	-	-	3,497.58	3,497.58	-	-	3,497.58	-	-
Total	**4,901.38**	**3.72**	**0.62**	**4,904.48**	**4,832.85**	**24.78**	**0.62**	**4,857.01**	**47.47**	**68.53**
Grand Total	**46,574.03**	**1,313.77**	**436.78**	**47,451.02**	**23,187.83**	**4,388.39**	**384.42**	**27,191.80**	**20,259.22**	**23,386.20**

* Refer note 45

As at March 31, 2015

Particulars	Gross block				Accumulated depreciation				Net block	
	As at April 1, 2014	Additions during the year	Sale/ adjustment during the year	As at March 31, 2015	As at April 1, 2014	Depreciation / amortisation charged for the year#	Deduction	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
Tangible fixed assets										
Freehold land	2,771.29	626.98	-	3,398.27	-	-	-	-	3,398.27	2,771.29
Leasehold land	963.58	-	-	963.58	42.62	14.00	-	56.62	906.96	920.96
Factory building	5,530.12	294.07	-	5,824.19	1,367.70	508.53	-	1,876.23	3,947.96	4,162.42
Office building	62.47	-	-	62.47	4.86	57.61	-	62.47	-	57.61
Plant and machinery	30,032.31	572.90	605.13	30,000.08	13,623.77	2,287.09	593.60	15,317.26	14,682.82	16,408.54
Furniture and fixtures	96.09	4.90	0.78	100.21	64.49	26.22	0.63	90.08	10.13	31.60
Vehicles	478.97	149.11	41.53	586.55	178.82	185.56	18.60	345.78	240.77	300.15
Office equipment	289.58	27.04	12.51	304.11	142.47	131.13	10.03	263.57	40.54	147.11
Computer hardware	425.13	24.31	16.25	433.19	302.02	56.84	15.89	342.97	90.22	123.11
Total	**40,649.54**	**1,699.31**	**676.20**	**41,672.65**	**15,726.75**	**3,266.98**	**638.75**	**18,354.98**	**23,317.67**	**24,922.79**
Intangible fixed assets										
Goodwill	921.02	-	-	921.02	921.02	-	-	921.02	-	-
Computer Software	452.59	30.19	-	482.78	321.00	93.25	-	414.25	68.53	131.59
Copyrights	3,497.58	-	-	3,497.58	3,497.58	-	-	3,497.58	-	-
Totalt	**4,871.19**	**30.19**	**-**	**4,901.38**	**4,739.60**	**93.25**	**-**	**4,832.85**	**68.53**	**131.59**
Grand Total	**45,520.73**	**1,729.50**	**676.20**	**46,574.03**	**20,466.35**	**3,360.23**	**638.75**	**23,187.83**	**23,386.20**	**25,054.38**

Considering the applicability of schedule II of the Companies Act 2013, during the previous year, the management re-estimated usefule lives and residual value of all its fixed assets and accordingly as per transitional provision given in schedule II of the Comapnies Act 2013, an amount of Rs. 284.62 (net of tax impact of Rs. 146.54) was adjusted in opening reserve and surplus.

Note 12 (b): Capitalization of expenditure

During the year, the Company has capitalised following expenses attributable to fixed assets. Consequently, expenses disclosed under the respective notes are net of the amounts capitalised by the Company.

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Salary, wages and bonus	-	85.46
Consumption of stores and consumables	-	73.14
Others expenses	-	15.72
Total	**-**	**174.32**

13 Investments

	Non-current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Long - term non - trade investments				
Investment in limited liability partnership				
99.99850% share in Jai Suspension Systems LLP	1,521.19	2,113.35	-	-
Total	**1,521.19**	**2,113.35**	**-**	**-**

Details of investment in partnership firm

Investment in Jai Suspension System LLP

Name of Partner			As at March 31, 2016	As at March 31, 2015
Share of partner in profits (%)				
Jamna Auto Industries Limited			**99.9985%**	99.9985%
Mr. Ashok Kumar Goyal			**0.00075%**	0.00075%
Mr. Madhukar Sharma			**0.00075%**	0.00075%
Total capital of the firm			**1,521.38**	2,113.42

14 Loan and advances (unsecured, considered good, unless otherwise stated)

	Non-current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Capital advances				
Unsecured considered good	**921.74**	107.70	**-**	-
Unsecured considered doubtful	**5.61**	5.61	**-**	-
	927.35	113.31	**-**	-
Less: Provision for doubtful advances	**(5.61)**	(5.61)	**-**	-
Total (A)	**921.74**	107.70	**-**	-
Security deposits	**400.50**	311.80	**9.98**	4.48
Total (B)	**400.50**	311.80	**9.98**	4.48
Advances recoverable in cash or in kind				
Advance to suppliers - considered good	**80.90**	0.52	**163.96**	1,188.11
- considered doubtful	**50.37**	50.37	**-**	-
Advance income tax (net)	**301.40**	310.96	**-**	-
Minimum alternate tax credit entitlement	**-**	959.77	**-**	-
Prepaid expenses	**6.72**	-	**107.25**	65.67
Advance to employees-considered good	**-**	-	**77.58**	58.42
Balance with sales tax authorities	**1,590.77**	1,444.22	**96.95**	60.10
Balance with excise and custom authorities	**-**	-	**836.77**	461.11
Duty paid under protest	**83.86**	34.75	**-**	-
Other recoverable in cash or kind	**-**	-	**47.82**	20.59
	2,114.02	2,800.59	**1,330.33**	1,854.00
Less :- Provision for doubtful advances	**(50.37)**	(50.37)	**-**	-
Total (C)	**2,063.65**	2,750.22	**1,330.33**	1,854.00
Grand Total (A+B+C)	**3,385.89**	3,169.72	**1,340.31**	1,858.48

15 Other assets

	Non-current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Non current bank balances (note 18)	**10.99**	23.44	**-**	-
Unamortised expenditure				
Unamortised premium on forward contract	**34.66**	-	**-**	-
Ancillary cost of arranging the borrowings	**-**	8.39	**-**	43.18
	34.66	8.39	**-**	43.18
Others				
Interest accrued on fixed deposits	**6.18**	9.11	**0.73**	-
	6.18	9.11	**0.73**	-
Total	**51.83**	40.94	**0.73**	43.18

16 Inventories

	As at March 31, 2016	As at March 31, 2015
Raw material [includes goods in transit: Rs. 16.43 (previous year: Rs. 624.33)]	**1,258.26**	1,875.53
Components	**705.36**	558.51
Work-in-progress	**1,062.27**	1,327.22
Finished goods [includes goods in transit Rs. 2,698.51 (Previous year: 1,973.93)]	**4,705.10**	3,890.80
Stores and spares	**420.60**	538.56
Scrap	**34.76**	64.35
Total	**8,186.35**	8,254.97

17 Trade receivables (considered good, unless otherwise stated)

	As at March 31, 2016	As at March 31, 2015
Outstanding over six months		
Unsecured, considered good	**13.17**	32.97
Unsecured, considered doubtful	**31.46**	31.46
	44.63	64.43
Other receivables		
Unsecured, considered good	**5,864.02**	7,065.56
	5,908.65	7,129.99
Less: Provision for doubtful debts	**(31.46)**	(31.46)
Total	**5,877.19**	7,098.53
Trade receivables include receivable from subsidiary		
- Jai Suspension Systems LLP (refer note 35 on related party)	**2,712.61**	3,407.96

18 Cash and bank balances

	Non current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Cash and cash equivalents				
Balance with banks				
On current account	-	-	**310.67**	286.15
On unpaid dividend account	-	-	**100.07**	107.88
Cash on hand	-	-	**7.39**	4.15
	-	-	**418.13**	398.18
Other bank balances				
Deposits with bank with more than 12 months #	**10.99**	6.33	-	26.86
Deposits with bank with more than 3 months and less than 12 months*	-	-	**135.69**	179.22
Margin money deposits	-	17.11	-	-
Total	**10.99**	23.44	**135.69**	206.08
Amount disclosed under non current assets (note 15)	**(10.99)**	(23.44)	-	-
Total	-	-	**553.82**	604.26

* Includes fixed deposit kept as margin money Rs. 135.69 (previous year Rs. 179.22)
# Includes fixed deposit kept as margin money Rs. 10.99 (previous year Rs. 33.19)

19 Revenue from operations

	For the year ended March 31, 2016	For the year ended March 31, 2015
Sale of products - finished goods	**121,133.29**	107,495.22
Other operating revenue		
- Scrap sale	**2,092.07**	2,379.44
Revenue from operations (gross)	**123,225.36**	109,874.66
Less : Excise duty*	**14,070.11**	11,953.32
Revenue from operations (net)	**109,155.25**	97,921.34

*Excise duty on sales amounting to Rs. 14,070.11 (previous year Rs. 11,953.32) has been reduced from sales in statement of profit and loss and excise duty on increase/decrease in stock amounting to Rs. 148.67 (previous year Rs. 239.24) has been considered as expense/(income) in note 24 of financial statements.

Details of product sold		
Leaf springs	**81,135.58**	75,989.28
Loose leaves	**31,851.66**	26,979.28
Lift axle	**6,409.13**	3,781.48
Lift axle components	**1,736.92**	745.18
	1,21,133.29	1,07,495.22

20 Other Income

	For the year ended March 31, 2016	For the year ended March 31, 2015
Interest income		
- From banks	**36.97**	24.25
- From others	**-**	7.25
Share in profit of limited liability partnership	**3,443.98**	2,247.37
Excess provision written back	**60.58**	-
Export incentives	**28.09**	17.19
Cash discount	**546.72**	52.89
Miscellaneous income	**117.58**	89.47
	4,233.92	2,438.42

21 Raw Material and Components Consumed

	For the year ended March 31, 2016	For the year ended March 31, 2015
Inventory at the beginning of the year	**2,434.04**	2,800.68
Add : Purchases during the year	**71,883.99**	69,375.50
Total	**74,318.03**	72,176.18
Less : Inventory at the end of the year	**1,963.62**	2,434.04
Cost of materials consumed*	**72,354.41**	69,742.14
*Includes loss amounting to Rs. 350.00 for material purchased and valued at net realisable value due to non usability.		
Details of Raw material and components consumed		
Steel flats	**65,061.80**	63,668.69
Bushes	**1,677.11**	1,642.27
Air spring	**1,759.50**	747.24
Others	**3,856.00**	3683.94
	72,354.41	69,742.14
Details of inventory		
Raw material and components		
Steel flats	**1,176.89**	1,875.53
Bushes	**66.34**	105.15
Air spring	**282.50**	14.00
Others	**437.89**	439.36
	1,963.62	2,434.04

22 Changes in inventory of finished goods and work in progress and scrap

	For the year ended March 31, 2016	For the year ended March 31, 2015
Inventories at the end of year		
- Finished goods	**4,705.10**	3,890.80
- Work in progress	**1,062.27**	1,327.22
- Scrap	**34.76**	64.35
Total	**5,802.13**	5,282.37
Inventories at the beginning of year		
- Finished goods	**3,890.80**	1,873.26
- Work in progress	**1,327.22**	2,429.51
- Scrap	**64.35**	29.02
Total	**5,282.37**	4,331.79
Increase in inventory#	**(519.76)**	(950.58)
# Includes WIP amounting to Rs. Nil (Previous year Rs.571.29) written off during the year.		

Detail of inventory		
Finished goods		
Leaf springs	**3,915.91**	3,816.03
Loose leaves	**765.24**	66.73
Lift axle	**23.95**	8.04
	4,705.10	3,890.80
Work-in-progress		
Leaf springs	**122.14**	257.53
Loose leaves	**865.48**	1,020.28
Lift axle	**74.65**	49.41
	1,062.27	1,327.22

23 Employee benefits expense

	For the year ended March 31, 2016	For the year ended March 31, 2015
Salaries, wages and bonus	**7,418.29**	5,279.72
Gratuity expense (refer note 42)	**63.29**	50.70
Contribution to provident and other funds	**257.44**	225.18
Staff welfare expenses	**464.21**	412.11
Total	**8,203.23**	5,967.71

24 Other expenses

	For the year ended March 31, 2016	For the year ended March 31, 2015
Consumption of stores and spare parts	**3,880.37**	3,290.98
Power and fuel	**6,202.88**	8,002.46
Job charges	**1,723.95**	1,215.91
Increase in excise duty on finished goods	**148.67**	239.24
Rent (Refer note 37)	**166.86**	120.72
Repair and maintenance		
- buildings	**236.41**	128.63
- plant and machinery	**413.72**	300.67
- others	**125.64**	129.09
Rates and taxes	**190.78**	162.09
Travelling and conveyance	**617.22**	526.52
Legal and professional	**538.37**	404.05
Payment made to auditors (Refer note 34)	**60.36**	42.83
Loss on sale / discard of fixed assets (net)	**37.49**	5.60
Sundry balances written off	**-**	5.94
Provision for contingencies (Refer note 46)	**328.00**	-
Provision for doubtful advances	**1.83**	4.19
Bad debts written off	**-**	5.46
Freight, forwarding and packing	**1,914.28**	1,506.77
Sales promotion and advertisement	**125.47**	71.58
Selling expenses	**170.21**	71.66
Commission on sales	**2.87**	24.27
Warranty expense	**281.36**	71.55
Security charges	**88.58**	62.39
CSR expenses (refer note 43)	**53.16**	56.43
Donation	**2.36**	1.34
Royalty	**91.82**	114.27
Exchange fluctuation loss	**285.69**	85.53
Directors sitting fees	**4.00**	4.00
Insurance	**63.50**	48.94
SAP Expenses	**47.30**	41.26
Printing stationery and communication	**119.87**	96.94
Miscellaneous expenses	**225.87**	160.48
Total	**18,148.89**	17,001.79

25 Finance costs

	For the year ended March 31, 2016	For the year ended March 31, 2015
Interest to banks	**510.72**	958.19
Interest others	**-**	3.40
Amortisation of ancillary borrowing costs	**172.06**	95.76
Cash discount	**427.59**	278.24
Bank charges	**254.29**	352.36
Total	**1,364.66**	1,687.95

26 Depreciation and amortisation expenses

	For the year ended March 31, 2016	For the year ended March 31, 2015
Depreciation on tangible assets (Refer note 45)	**4,363.61**	2,837.11
Amortisation on intangible assets	**24.78**	91.96
Total	**4,388.39**	2,929.07

27 Prior period expenditure

	For the year ended March 31, 2016	For the year ended March 31, 2015
Travel and Conveyence	**15.71**	-
Salaries, Wages and bonus	**85.46**	-
	101.17	-

28 Contingent liability

		As at March 31, 2016	As at March 31, 2015
i.	Income tax	**1,427.96**	1,321.96
ii.	Claims against company not acknowledged as debts (civil cases)	**60.70**	294.09
iii.	Custom and excise duty / service tax	**130.57**	59.90
iv.	Sales tax and entry tax	**188.40**	38.82
v.	Guarantee given by the Company	**5,000.00**	5,000.00
vi.	Bank guarantees	**517.46**	286.52
		7,325.09	7,001.29

In relation to i above income tax matters contested by the Company comprise of:

1) With respect to assessment year 2010-11 to 2013-14, the assessing officer has added to the income of the Company, a notional interest amounting to Rs. 43.20 (Previous year Rs 32.40) on certain interest free advances given by the Company. The tax impact of the same is Rs 14.68 (Previous year: Rs. 11.01). The Company has preferred appeal with CIT (A) and based on internal assessment, the Company is confident of a favourable outcome.

2) With respect to assessment year 2008-09 to 2012-13 the assessing officer has disallowed certain expenses amounting to Rs. 193.61 (Previous year Rs. 193.61) for various reasons. Tax impact of the same is Rs. 65.81 (Previous year: Rs. 65.81). The Company has preferred an appeal with CIT (A) and based on internal assessment and discussion with its legal counsel is confident of a favourable outcome.

3) With respect to assessment year 2009-10 the assessing officer has increased income of the Company by Rs. 2,560.85 (Previous year Rs. 2,560.85) contending that the Company has concealed production and sales to that extent. Tax impact of the same is Rs. 870.43 (Previous year: Rs. 870.43). The Company has preferred an appeal with CIT (A) and based on internal assessment and discussion with legal counsel, the management is confident of a favourable outcome.

4) With respect to assessment year 2012-13 and 2013-14. The assessing officer has increased the taxable income of the Company by Rs 1,396.86 (Previous year Rs 1,095.73) contending that it has sold material of its subsidiary firm (Jai Suspension System LLP (JSSLLP) at lower margin in order to divert its profits to JSSLLP as JSSLLP was enjoying tax exemption during that period. Tax impact of the same is Rs. 474.79 (Previous year: Rs. 372.46). The Company has preferred an appeal with CIT(A) and based on discussion with the legal counsel is confident of a favourable outcome.

5) With respect to the assessment year 2010-11, the assessing officer has increased the taxable income of the Company by Rs 6.62 (Previous year Rs 6.62) contending that it has disclosed lower scrap sales during that year. Tax impact of the same is Rs 2.25 (Previous year: Rs. 2.25). The Company, based on internal assessment and discussion with its legal counsel is confident of a favourable outcome.

In relation to iii above Custom and excise matters contested by the Company comprise of:

1) Matter pending with Central Excise and Service Tax Appellate Tribunal (CESTAT) in respect of Cenvat Credit availed by the Company on Additional Duty of Custom paid while import the material during the year 2008-09. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 40.24 (previous year Rs. 40.24).

2) Matter pending with Commissioner Appeal in respect of Cenvat Credit availed by the Company on service tax paid on charges of Custom House Agent for export of finished goods after clearance from the factory for the period from November 2005 to March 2010. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 2.62 (previous year Rs. 2.62).

3) Matter pending with Commissioner Appeal in respect of Cenvat Credit availed by the Company on service tax paid to the transport agency for outward transportation of the goods for the period 2010-11. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 3.17 (previous year Rs. 17.04).

4) Matter pending before Commissioner of Central Excise, Indore in respect of SCN issued by the department against Cenvat not reversed on sale of exempted goods. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 70.34 (previous year Rs. nil).

5) Matter pending before Commissioner of Central Excise & Service Tax, Lucknow in respect of Cenvat credit wrongly avaialed as capital goods instead of input and Service tax credit availed without actual documents. The Company has done an analysis and is of the opinion that it has a fair chance of favourable decision. The amount involved is Rs. 5.95 (previous year Rs. nil).

6) Matter pending before Director Genral of Foreign Trade, New Delhi in respect of EPCG licence obtained by the Company, however, the same was lost without being used in 2008. The Company is under an obligation to surrender the licence in case of non utilisation and has received a letter form the office of ADGFT for the same. The Company has appeared before the authority and submitted before the authority the facts of losing the licence without utilisation. Accordingly, the Company is of the opinion that it has fair chance of a favourable decision. The amount involved is Rs. 8.25 (previous year Rs. nil).

In relation to iv above sale tax/entry tax matters contested by the Company comprise of:

1) Matter pending before Sales Tax Appellate Deputy Commissioner Chennai in respect of demand by sales tax department against sales tax not paid on finished goods treated as export of goods. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The Amount involved is Rs. 4.85 (previous year Rs. 4.85).

2) Matter pending before High Court, Gwalior in respect of demand by sales tax department against entry tax paid on raw material. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The Amount involved is Rs. 33.97 (previous year Rs. 33.97).

3) Matter pending before Additional Commissioner, Grade-2, (Appeal) Fourth, Commercial Tax, Lucknow for non submission of F forms. The Company has done an analysis and is of the opinion that it will be able to collect and submit all the pending forms and has a fair chance of favourable decision. The amount involved is Rs. 125.76 (VAT), Rs. 22.00 for Entry tax and Rs. 1.82 for CST, totalling up to Rs. 149.58 (previous year Rs. nil). The Company has made a payment of Rs. 22.89 under protest in this regard.

29 Commitments

	As at March 31, 2016	As at March 31, 2015
Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances	**2,357.11**	1,866.51
Other Commitment	**80.00**	-
	2,437.11	1,866.51

30 Dividend remitted in foreign currency

	For the year ended March 31, 2016	For the year ended March 31, 2015
Number of non-resident shareholders	**2**	-
Number of equity shares held on which dividend was due	**2,600,501**	-
Amount remitted in foreign currency	**26.01**	-

31 Value of import on C.I.F basis

	For the year ended March 31, 2016	For the year ended March 31, 2015
Raw material and components	**15,804.93**	3,507.98
Stores and spare parts	**19.91**	4.75
Capital goods	**2,077.40**	46.93
	17,902.23	3,559.66

32 Expenditure in foreign currency (accrual basis)

	For the year ended March 31, 2016	For the year ended March 31, 2015
Legal and professional	**64.27**	38.25
Travelling and conveyance	**74.28**	76.04
Royalty	**91.82**	114.27
	230.37	228.56

33 Earning in foreign currency

	For the year ended March 31, 2016	For the year ended March 31, 2015
Export at F.O.B. value	**914.96**	1,038.80
	914.96	**1,038.80**

34 Payment to auditors (excluding service tax)

	For the year ended March 31, 2016	For the year ended March 31, 2015
As auditor		
- Audit fee	**37.00**	20.00
- Limited review fee	**15.00**	15.00
As other capacity		
- Other services	**4.25**	4.50
Reimbursement of expenses	**4.11**	3.33
	60.36	42.83

35 Related party disclosures

A) Names of related parties and relationship

I. Related parties where control exists Subsidiary

Jai Suspension Systems LLP

II. Related parties under Accounting Standard-18 (AS-18), "Related Parties Disclosure", with whom transactions have taken place during the year

a. Key managerial personnel and their relatives

Mr. B.S. Jauhar	Chairman
Mr. R.S. Jauhar	CEO & Executive Director (From May 20, 2016 Vice Chairman)
Mr. P.S. Jauhar	COO & Executive Director (From May 20, 2016 Managing Director & CEO)
Mr. H.S. Gujral	Executive Director
Mrs. Sonia Jauhar	Wife of CEO and Executive Director
Mrs. Kiran Chadha	Daughter of Chairman

b. Enterprises controlled, owned or significantly influenced by individuals having significant influence over the Company or their relatives

Jamna Agro Implements Private Limited

S.W. Farms Private Limited

Map Auto Limited

III Additional related parties as per the Companies Act 2013, with whom transactions have taken place during the year:

Chief Financial Officer	Mr. Vivek Bhatia
Company Secretary	Mr. Praveen Lakhera
Enterprises in which Director is a member	MAP Auto Limited
	Jamna Agro Implements Private Limited
	S.W. Farms Private Limited

B) Transactions with related parties

Nature of Transaction	**Subsidary**		**Enterprises owned or significantly influenced by KMP**		**Key management personnel and their relatives**		**Total**	
Transactions during the year	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**
Purchase of Stores and Spares	**1.45**	-	**-**	-	**-**	-	**1.45**	-
Purchase of Components	**1.14**	10.01	**-**	-	**-**	-	**1.14**	10.01
Job work charges	**-**	-	**590.02**	490.43	**-**	-	**590.02**	490.43
Expense incurred on behalf of related party	**9.46**	8.91	**-**	-	**-**	-	**9.46**	8.91
Expense incurred by related party on behalf of the Company	**-**	5.56	**-**	-	**-**	-	**-**	5.56
Freight forwarding and packing expenses	**-**	-	**316.93**	313.28	**-**	-	**316.93**	313.28
Remuneration	**-**	-	**-**	-	**1,158.86**	591.35	**1,158.86**	591.35
Rent expense	**-**	-	**21.53**	21.54	**35.49**	33.61	**57.02**	55.15
Sale of goods	**29,505.87**	26,520.25	**-**	-	**-**	-	**29,505.87**	26,520.25
Sales of components	**16.33**	16.74	**-**	4.99	**-**	-	**16.33**	21.73
Profit in share of profits of LLP	**3,443.98**	2,247.37	**-**	-	**-**	-	**3,443.98**	2,247.37
Rent income	**-**	-	**2.58**	2.15	**-**	-	**2.58**	2.15
Purchase of fixed assets	**4.20**	6.92	**-**	-	**-**	-	**4.20**	6.92
Sale of fixed assets	**-**	1.63	**-**	-	**-**	-	**-**	1.63
Guarantee and collaterals								
Guarantee given/(withdrawl) by related party for borrowing of the Company	**(31,354.00)**	(5,500.00)	**-**	-	**(81,308.00)**	(8,000.00)	**(112,662.00)**	(13,500.00)
	As at March 31, 2016	**As at March 31, 2015**	**As at March 31, 2016**	**As at March 31, 2015**	**As at March 31, 2016**	**As at March 31, 2015**	**As at March 31, 2016**	**As at March 31, 2015**
Balances as at the year end								
Trade payable	**-**	-	**20.60**	52.91	**-**	-	**20.60**	52.91
Trade receivable	**2,712.61**	3,407.96	**-**	0.69	**-**	-	**2,712.61**	3,408.65
Guarantee given by related party for borrowings of the Company*	**-**	31,354.00	**-**	-	**-**	81,308.00	**-**	112,662.00
Guarantee given by Company for borrowings of the related party	**5,000.00**	5,000.00	**-**	-	**-**	-	**5,000.00**	5,000.00
Pledge of Shares (Nos)	**-**	-	**-**	1,230,210.00	**-**	421,964.00	**-**	1,652,174.00

* Outstanding exposure including interest accured but not due, Bank Guarantee and letters of Credit as at March 31, 2016 Rs Nil (Previous year - Rs 21,209)

The following were the significant transactions between the Company and its related parties w.r.t Enterprises owned or significantly influenced by KMP and their relatives

Job work charges

During the year ended March 31, 2016: Map Auto Limited Rs. 502.10 (Previous Year Rs. 400.96) and Jamna Agro Implements Private Limited Rs. 87.92 (Previous year - Rs.89.47).

Freight forwarding and packaging

During the year ended March 31, 2016: Map Auto Limited Rs. 316.93 (Previous year - Rs. 313.28).

Remunerations

During the year ended March 31, 2016 : Mr. P S Jauhar Rs. 496.25 (Previous year - Rs. 220.66)

During the year ended March 31, 2016 : Mr. R S Jauhar Rs. 500.75 (Previous year - Rs. 221.26)

Rent expenses

During the year ended March 31, 2016 : M/s SW Farms Private Limited Rs. 21.53 (Previous year - Rs. 21.54)

During the year ended March 31, 2016 : Mrs Sonia Jauhar Rs. 33.36 (Previous year - Rs. 33.61)

Rent income

During the year ended March 31, 2016 : Map Auto Limited Rs. 2.58 (Previous year - Rs. 2.15)

Gaurantees withdrawn

During the year ended March 31, 2016 : Mr. P S Jauhar Rs. 40,654 (Previous year - Rs. 4,000)

During the year ended March 31, 2016 : Mr. R S Jauhar Rs. 40,654 (Previous year - Rs. 4,000)

36 Earning per share (EPS)

	As at March 31, 2016	As at March 31, 2015
Net profit after tax	**7,232.46**	2,943.50
Less: Dividend on 12.5% optionally convertible cumulative preference shares for the year		13.20
Net profit for the period attributable to equity shares	**7,232.46**	2,930.30
Weighted average number of equity shares during the period in calculating basic EPS	**79,420,868**	79,096,364
Add: Stock options granted under ESOP	**370,424**	615,626
Weighted average number of equity shares during the period in calculating diluted EPS	**79,791,292**	79,711,990
Basic EPS (absolute amount)	**9.11**	3.71
Diluted EPS (absolute amount)	**9.06**	3.68

Pursuant to shareholders approval dated September 29, 2015, the Company has sub-divided equity shares of Rs. 10 (absolute amount) each into equity shares of Rs. 5 (absolute amount) each for which December 4, 2015 was fixed as the record date. Accordingly, the basic and diluted earnings per share have been computed for the current year and recomputed for the previous periods based on the revised number of shares and face value of Rs. 5 (absolute amount) per equity shares.

37 Obligation on long term non-cancellable operating lease

The Company has entered into certain operating leases for office premises and guest houses. These leases have an average life of 11 months. These leases are renewable on mutual consent of lessor and the Company. There are no restrictions placed upon the Company by entering into these leases. During the year, the Company has incurred Rs. 166.86 (Previous year: Rs. 120.72) as rental expense. There is no non-cancellable period under these leases.

38 Segment Information

(a) Business segment

The Company is engaged in the business of manufacturing and selling of parabolic and tapered leaf springs. The entire operations are governed by the same set of risk and returns and, hence, the same has been considered as representing a single primary segment.

Since the Company's business activity falls within a single business segment, there are no additional disclosures to be provided under Accounting Standard-17 'Segment Reporting' other than those already provided in the Financial Statements.

(b) Geographical segment

The analysis of geographical segment is based on the geographical location of the customers. The company operates primarily in India and has presence in international market as well. Its business is accordingly aligned geographically catering to two markets i.e., India and Outside India. For customers located outside India, the company has assessed that they carry same risks and rewards. The company has considered India and Outside India markets as geographical segments and accordingly disclosed these as separate segments. The geographical segment considered for reporting are as follows:

- Sales within India includes sales to customers located within India
- Sales outside India includes sales to customers located outside India

The following is the distribution of the company's revenue from operation (Net) by geographical market, based on the location of the customer, regardless of where the goods were produced

Particulars	As at March 31, 2016	As at March 31, 2015
Turnover (gross)		
India	**122,267.90**	108,791.02
Outside India	**957.46**	1,083.64
Total	**123,225.36**	109,874.66
The following table shows the carrying amount of trade receivables by geographical segment based on the location of customers.		
Sundry Debtors	**As at March 31, 2016**	**As at March 31, 2015**
India	**5,729.61**	7,017.25
Outside India	**147.58**	81.28
Total	**5,877.19**	7,098.53

All other assets (other than trade receivables) used in the company's business are located in India and are used to cater both the customers (Within India and Outside India) , accordingly the total cost incurred during the year to acquire tangible and intangible fixed assets has not been disclosed.

39 Share based compensation

(a) The Company has issued stock options to its employees in accordance with the Company's Employee Stock Option Scheme 2006 and 2008. Both the Schemes are administered by the Compensation Committee constituted pursuant to SEBI (Share based employee benefits) Regulations, 2014. All the permanent employees of the Company and the subsidiaries, including Directors but excluding promoters of the Company are eligible to participate in the Schemes. The Committee grants stock options to the employees at its discretion depending upon criteria such as role/designation of the employee, length of service with the Company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Committee.

The stock option shall vest proportionately over the period of 5 years from the date of grant in the ratio of 15% for the first year, 20% for second to forth year and 25% for the fifth year. The options would be granted at the exercise price that is equivalent to the prevailing market price at the time of grant. The exercise price, in cash, is paid by the employee at the time of exercise of the stock option. The option lapses if not exercised within a period of 3 years from the date of vesting of option. The lapsed option is available for being re-granted/ re-issue at a future date. The maximum number of options that may be granted to any specific employee is upto 0.5 % of the issued capital of the Company.

Pursuant to sub division of shares of the Company, the employees are entitled to 2 equity shares of Rs. 5 each for each option held by them. (Refer note 3a for details)

ESOP Scheme	Members approval	Number of options
ESOP Scheme-2006	25-Jan-2007	314,000
ESOP Scheme-2008	1-Jul-2008	Not more than 5% of the paid up equity shares capital of the company as on 31.03.2012

Date of Grant	Number of options granted	Exercise Price (Rs. in absolute term)	Market price (Rs. in absolute term)
ESOP Scheme-2006			
25.01.2007	257,000	Rs 30.62	Rs 30.62
25.08.2007	57,000	Rs 44.20	Rs 44.20
ESOP Scheme-2008			
08.02.2010	867,461	Rs 54.95	Rs 54.95
05.08.2010	361,250	Rs 120.65	Rs 120.65

(b) Summary of stock options

	For the year ended March 31, 2016		For the year ended March 31, 2015	
	No.	Weighted Average Exercise Price	No.	Weighted Average Exercise Price
Options outstanding at the beginning of the year	**307,813**	**72.83**	501,475	72.83
Options granted during the year	**NIL**	**NIL**	NIL	NIL
Options forfeited / lapsed during the year	**22,660**	**120.06**	71,236	83.91
Options exercised during the year	**99,941**	**241.20**	122,426	153.97
Options outstanding at the end of the year	**185,212**	**85.25**	307,813	72.83
Options exercisable at the end of the year	**185,212**	**85.25**	276,088	73.07

(c) Weighted average shares price on the date of exercise of the options is Rs. 241.20 (Previous year Rs. 153.97)

(d) Range of exercise price and weighted average remaining contractual life of stock options outstanding

For the year ended 31 March 2016			For the year ended 31 March 2015		
Number of stock options outstanding at the year end	Range of exercise price	Weighted average remaining contractual life	Number of stock options outstanding at the year end	Range of exercise price	Weighted average remaining contractual life
0	-	0 years	0	0	0 years
0	-	0 years	0	0	0 years
99,802	54.95	1.39 years	1,99,948	54.95	2.14 years
85,410	120.65	1.41 years	1,07,865	120.65	1.88 years

(e) Weighted average fair value of options: The fair value of each option is estimated using the Black Scholes model after applying the following weighted average assumptions:

	For the year ended March 31, 2016	For the year ended March 31, 2015
Risk free interest rate	*	*
Expected life	*	*
Expected Volatility(%)	*	*
Expected Dividend (%)	*	*
Price of underlying shares in the market at the time of option grant	*	*

*Not applicable since the Company has not granted stock options during the year

(f) The Company had been using intrinsic value method of accounting ESOP expenses as prescribed by SEBI (Share based employee benefits) Regulations, 2014 and the Guidance Note on Accounting for Employee Share-based Payments, to account for stock options issued under the Company's stock option schemes. Under this method, compensation expenses are recorded on the basis of excess of the market price of share at the date of grant of option over exercise price of the option.

There would be no impact on the profit or earnings per share had the Company used the fair value of the options as the method of accounting instead of intrinsic value as the fair value is less than the intrinsic value of the option.

40 Imported and indigenous raw material and components and stores and spares consumed during the year:

	For the year ended March 31, 2016		For the year ended March 31, 2015	
	% of total consumption	Value	% of total consumption	Value
Raw material and components				
Imported	23.60%	17,072.18	3.28%	2,289.34
Indigenous	76.40%	55,282.23	96.72%	67,452.80
	100.00%	72,354.41	100.00%	69,742.14
Stores and spares				
Imported	0.51%	19.91	0.49%	16.07
Indigenous	99.49%	3,860.46	99.51%	3,274.91
	100.00%	3,880.37	100.00%	3,290.98

41 Derivative instruments and unhedged foreign currency exposure Derivative instruments

(a) Particulars of foreign currency forward contracts outstanding

Particulars	Currency	For the year ended March 31, 2016		For the year ended March 31, 2015	
		Foreign currency amount in lakhs	Amount (Rs.)	Foreign currency amount in lakhs	Amount (Rs.)
Long term loans	EURO	10.85	814.79	-	-

(b) Particulars of unhedged foreign currency exposure

Particulars		For the year ended March 31, 2016		For the year ended March 31, 2015	
	Currency	Foreign currency amount in lakhs	Amount (Rs.)	Foreign currency amount in lakhs	Amount (Rs.)
Trade receivables	USD	2.22	146.80	1.30	81.28
Trade payables	USD	1.24	85.19	2.61	163.67
	EURO	1.97	147.72	-	-
	JPY	8.89	5.25	-	-
Loans	USD	-	-	19.87	1,243.52
	JPY	-	-	186.39	97.13

42 Gratuity and other Employee benefits

The Company operates two plans viz ,gratuity and long term service awards for its employees. Under the gratuity plan every employee who has completed atleast five years of service gets Gratuity on departure @15 days of last drawn salary for each completed year of service. The scheme is funded with an Insurance Company in the form of a qualifying insurance policy. Under long term service award the employee is entitle to a fixed amount on completion of ten years and fifteen year of service. The Scheme of Long term service award is unfunded.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for gratuity.

Balance Sheet

	As at March 31, 2016	As at March 31, 2015
Changes in the present value of the defined benefit obligation are as follows:		
Obligations at the beginning of the year	**408.84**	364.36
Service cost	**68.17**	55.30
Interest cost	**33.31**	31.88
Actuarial (gain) / loss	**(23.25)**	(19.85)
Benefits paid	**(13.33)**	(22.85)
Obligations at the end of the year	**473.74**	408.84
Changes in the fair value of the plan assets are as follows:		
Fair value of planned assets at the beginning of the year	**197.45**	200.06
Expected return on plan assets	**14.84**	16.62
Contributions	**-**	3.62
Benefits paid	**(13.33)**	(22.85)
Actuarial gain / (loss) on planned assets	**0.10**	0.01
Fair value of planned assets at the end of the year	**199.06**	197.45
Net liability recognized	**274.67**	211.39
Statement of profit and loss		
Net employee benefit expense recognised in the employee cost		
Gratuity cost for the year		
Current service cost	**68.17**	55.30
Interest cost on obligation	**33.31**	31.88
Expected return on planned assets	**(14.84)**	(16.62)
Net actuarial (gain) /losses	**(23.35)**	(19.86)
Net expense to be recognised	**63.29**	50.70
Assumptions used in accounting for the gratuity plan		
Discount rate	**7.94%**	7.78%
Expected rate of salary increase	**6.00%**	6.00%
Expected rate of return on planned assets	**7.94%**	8.50%
Normal retirement age	**58 years**	58 years
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:		
Investments with insurer	**100%**	100%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Particulars	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013	As at March 31, 2012
PBO (C)	**473.74**	408.84	364.36	356.51	302.87
Plan Assets	**199.06**	197.45	200.06	208.72	215.90
Net Assets (Liability)	**(274.67)**	(211.39)	(164.30)	(147.80)	(86.97)
Experience (gain) / losses on PBO	**33.30**	80.51	25.43	(16.17)	(47.24)
Experience adjustment on plan assets	**0.10**	0.01	(2.16)	(0.89)	(16.17)

The Company expects to contribute Rs. 274.67(Previous year Rs. 240) to gratuity in next year.

Experience adjustments:

The disclosure relating to experience adjustments have not been given in the financial statements, the management is of the view that the same will not be material to the overall financial statement disclosure and presentation.

43 CSR expenditure

	For the year ended March 31, 2016	For the year ended March 31, 2015
(a) Gross amount required to be spent by the Company during the year	45.29	54.29
(b) Amount spent during the year on other than construction of assets paid in cash	53.16	56.43

44 The Company was allotted a land at Chennai by State Industrial Promotion Corporation of Tamilnadu Limited (SIPCOT). As per the agreement with SIPCOT, the Company was required to start production within 24 months of allotment. The said period expired in March 2014 and the Company applied for extension upto December 31, 2014 which was approved by SIPCOT. During previous year, the Company started construction of building and further requested for an extension, on which no response from SIPCOT was received. During the year, the Company has completed construction of the building and shifted machinery from its existing plant. The Company has started trial production at new location and expect to start regular production soon. Subsequent to year end, the management has informed SIPCOT about the current situation, however, no response from SIPCOT has been received till date. The management on the basis of discussion, is confident that it shall be able to resolve the issue with SIPCOT amicably and no provision is required in this regard.

45 During the shifting of one plant, the management identified certain assets having book value of Rs. 907.99, which are no longer actively usable and has accordingly provided for accelerated depreciation on the same.

46 Provision for contingencies includes:

(a) Rs. 220 relates to claims raised by one of the suppliers of the Company and challenged by the Company;
(b) Rs. 108 relates to possible losses in respect of other matters.

47 Previous year figures have been regrouped / reclassified, where necessary, to conform to this year's classification.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership No.: 94421

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of Jamna Auto Industries Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Jamna Auto Industries Limited (hereinafter referred to as "the Holding Company"),its Limited Liability Partnership (hereinafter referred to as "the Subsidiary')(the Holding Company and its subsidiary together referred to as "the Group"), comprising of the consolidated Balance Sheet as at March 31, 2016, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statementfor the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms with the requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The management of the Subsidiary included in the Group is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair viewin order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph (a) of the Other Matters below,is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group, its associates and jointly controlled entities as at March 31, 2016, their consolidated profit, and their consolidated cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report, to the extent applicable, that:

   (a) We /the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

   (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

   (c) The consolidated Balance Sheet, consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act. This clause does not apply to the Subsidiary.

(f) With respect to the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company and the Subsidiary, since the Subsidiary is not governed by the Companies Act 2013 and the auditors of the Subsidiary have not issued a report on adequacy and operating effectiveness of the internal financial controls over financial reporting of the Subsidiary, no separate report on internal financial controls over financial reporting is being issued.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us::

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and the Subsidiary – Refer Note 27 to the consolidated financial statements;

ii. The Group and the Subsidiary did not have any material foreseeable losses in long-term contracts including derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and jointly controlled companies incorporated in India.

Other Matter

The accompanying consolidated financial statements include total assets of Rs 6161.76 lakh as at March 31, 2016, and total revenues and net cash outflows of Rs 41952.77 lakh and Rs 288.29 lakh for the year ended on that date, in respect of 1 subsidiary which have been audited by other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the Subsidiary, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid Subsidiary, is based solely on the report(s) of such other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements above, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership Number: 94421

Place of Signature: Gurgaon
Date: May 20, 2016

Consolidated Balance Sheet

as at March 31, 2016

(All amounts in Rupees Lacs, unless otherwise stated)

	Particulars	Note	As at March 31, 2016	As at March 31, 2015
I	**Equity and Liabilities**			
1	**Shareholders' funds**			
	(a) Share capital	3	**3,972.37**	3,962.38
	(b) Reserves and surplus	4	**20,245.72**	15,679.98
			24,218.09	19,642.36
2	**Share application money pending allotment**	3(g)	**36.33**	0.27
	Minority interest		**0.15**	0.03
3	**Non-current liabilities**			
	(a) Long-term borrowings	5	**547.04**	2,535.40
	(b) Deferred tax liabilities (net)	6	**567.75**	1,590.60
	(c) Other long-term liabilities	7	**70.27**	90.08
	(d) Long-term provisions	8	**557.96**	443.18
			1,743.02	4,659.26
4	**Current liabilities**			
	(a) Short-term borrowings	9	**435.33**	97.13
	(b) Trade payables	10		
	- Total outstanding due of micro enterprises and small enterprises		**-**	-
	- Total outstanding due of other creditors other than micro enterprises and small enterprises		**15,639.59**	18,273.90
	(c) Other current liabilities	11	**1,974.77**	5,641.70
	(d) Short-term provisions	8	**4,385.77**	1,146.51
			22,435.46	25,159.24
	TOTAL		**48,433.05**	49,461.16
II	**Assets**			
1	**Non-current assets**			
	(a) Fixed assets			
	(i) Tangible assets	12(a)	**20,996.53**	24,097.70
	(ii) Intangible assets	12(a)	**69.18**	97.33
	(iii) Capital work-in-progress		**6,548.64**	776.86
	(b) Deferred tax assets (net)	6	**30.73**	6.52
	(b) Long-term loans and advances	13	**4,015.40**	3,943.77
	(c) Other non-current assets	14	**58.81**	49.58
			31,719.29	28,971.76
2	**Current assets**			
	(a) Inventories	15	**10,744.76**	10,912.04
	(b) Trade receivables	16	**3,760.83**	5,637.34
	(c) Cash and bank balances	17	**802.26**	1,072.84
	(d) Short-term loans and advances	13	**1,403.16**	2,043.71
	(e) Other current assets	14	**2.75**	823.47
			16,713.76	20,489.40
	TOTAL		**48,433.05**	49,461.16

Summary of significant accounting policies 2

The accompanying notes form an integral part of the financial statements

As per our report of even date.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership No.: 94421

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Statement of Consolidated Profit and Loss

for the year ended March 31, 2016

(All amounts in Rupees Lacs, unless otherwise stated)

	Particulars	Note	For the year ended March 31, 2016	For the year ended March 31, 2015
	Income			
I	Revenue from operations (gross)	18	**136,344.58**	118,528.66
	Less : excise duty		**10,764.98**	9,020.77
	Revenue from operations (net)		**125,579.60**	109,507.89
II	Other income	19	**834.76**	200.54
III	**Total revenue**		**126,414.36**	109,708.43
IV	**Expenses**			
	Cost of raw materials and components consumed	20	**79,413.50**	74,519.79
	(Increase)/ decrease in inventories of finished goods and work in progress	21	**(50.61)**	(999.24)
	Employee benefit expenses	22	**9,341.22**	6,913.93
	Other expenses	23	**21,114.46**	19,623.92
	Total expenses		**109,818.57**	100,058.41
V	**Profit before finance costs, depreciation/amortisation expense, prior period items, exceptional items and tax**		**16,595.79**	9650.02
VI	Finance costs	24	**1,472.84**	1,801.73
VII	Depreciation and amortisation expense	25	**4,523.27**	3,110.15
VIII	**Profit before prior period items and tax**		**10,599.68**	4,738.14
	Prior period expenses	26	**101.17**	-
	Profit before tax		**10,498.51**	4,738.14
	Tax expense			
	Current tax		**3,207.76**	1,023.91
	Less : Minimum alternate tax credit entitlement for earlier years		**(24.42)**	-
	Income tax adjustments (net)		**2.92**	(1.38)
	Minimum alternate tax utilised		**1,208.89**	526.65
	Deferred tax charge/ (credit) (including Nil (Previous year Rs. 127.60) for earlier year)		**(1,047.06)**	250.54
	Total tax expense		**3,348.09**	1,799.72
	Profit after tax (before adjustment for share of minority)		**7,150.42**	2,938.42
	Less: Share of minority in profits		**0.05**	0.03
	Profit for the year		**7,150.37**	2,938.39
	Earnings per equity share (par value Rs. 5 (absoslute amount) per share)	35		
	- Basic		**9.00**	3.70
	- Diluted		**8.96**	3.67
	[Earnings per equity share expressed in absolute amount in Indian Rupees]			

Significant accounting policies 2

The accompanying notes form an integral part of the financial statements

As per our report of even date.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
Firm registration number: 301003E/E300005

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

per **Vikas Mehra**
Partner
Membership No.: 94421

P.S. Jauhar
Managing Director and CEO
DIN : 00744518

H.S. Gujral
Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Consolidated Cash Flow Statement

for the year ended March 31, 2016

(All amounts in Rupees Lacs, unless otherwise stated)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
A. Cash flow from operating activities		
Profit before tax	**10,498.51**	4,738.14
Adjustments for:		
Depreciation and amortisation expense	**4,523.27**	3,110.15
Loss on sale of fixed assets	**50.01**	5.66
Interest expense	**590.84**	1,039.36
Interest income from fixed deposits	**(38.69)**	(24.49)
Provision for doubtful debts	**15.56**	20.21
Provision for doubtful advance	**2.38**	8.15
Bad debts written off	**0.05**	5.49
Sundry balance written off	**-**	5.94
Excess provision written back	**(71.88)**	(3.09)
Provision for contingencies	**328.00**	-
Amortisation of ancillary cost of arranging the borrowings	**172.06**	95.76
Operating profit before working capital changes	**16,070.11**	9,001.28
Changes in operating assets and liabilities:		
Increase/(decrease) in provisions	**315.51**	92.87
Increase/(decrease) in trade payables	**(2,562.43)**	(706.75)
Increase/(decrease) in other liabilities	**(133.22)**	210.01
Increase/(decrease) in Security deposits	**(19.81)**	7.80
(Increase)/decrease in trade receivables	**1,860.90**	5,172.76
(Increase)/decrease in inventories	**167.28**	(838.31)
(Increase)/decrease in other assets	**(35.35)**	(10.80)
(Increase)/decrease in loans and advances	**112.35**	(2,052.02)
Cash generated from operations	**15,775.34**	10,876.84
Direct taxes (paid)	**(1,983.09)**	(1,070.91)
Net cash generated from operations	**13,792.25**	9,805.93
B. Cash flow from investing activities		
Purchase of fixed assets	**(6,813.59)**	(2,315.36)
Proceeds from sale of fixed asset	**26.46**	32.15
Advance received/(repaid) against sale of property	**(780.00)**	15.00
Movement in fixed deposit	**16.69**	41.69
Interest received	**39.51**	19.05
Net cash used in investing activities	**(7,510.93)**	(2,207.47)
C. Cash flow from financing activities		
Proceeds from issue of share (including share premium)	**90.99**	65.43

Redemption of preference shares	**-**	(175.00)
Dividend paid (including dividend distribution tax Rs. 179.69 (previous year Rs.72.72))	**(1,070.17)**	(466.36)
Proceeds from long term borrowings	**921.79**	300.00
Repayment of long term borrowings	**(6,111.41)**	(3,856.29)
Proceeds from / (Repayment) of short term borrowings (net)	**338.20**	(2,544.38)
Payments towards ancillary cost for arranging the borrowings	**(120.49)**	(88.66)
Interest paid	**(598.57)**	(1,077.72)
Net cash used in financing activities	**(6,549.66)**	(7,842.98)
Net increase/ (decrease) in cash and cash equivalents	**(268.34)**	244.52
Opening cash and cash equivalents	**864.55**	1,109.07
Closing cash and cash equivalents	**596.21**	864.55
Cash and cash equivalent comprises of:		
Cash in hand	**9.17**	5.82
Balances with scheduled banks		
- On current account	**486.97**	750.85
- Unpaid dividend account*	**100.07**	107.88
Total cash and cash equivalents (Refer note 17)	**596.21**	864.55

Notes:

(a) The above cash flow statement has been prepared in accordance with the 'Indirect method' as set out in the Accounting Standard 3 – Cash Flow Statements as specified in the Companies (Accounting Standards) Rules, 2006.

* The Group can utilize these balances only toward settlement of the respective unpaid dividend

As per our report of even date attached

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

per **Vikas Mehra**
Partner
Membership No.: 94421

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Place: New Delhi
Date: May 20, 2016

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

Notes to consolidated financial statements
for the year ended March 31, 2016
(All amounts in Rupees Lacs, unless otherwise stated)

1 Corporate information

Jamna Auto Industries Limited (hereinafter referred to as 'the Company' or 'JAI') is engaged in manufacturing and selling of Tapered Leaf, Parabolic Springs and Lift Axles. The Company's manufacturing facilities are located at Malanpur, Chennai, Yamuna Nagar, Jamshedpur, Hosur, Pillaipakkam and Pune. The Company has 99.9985% investment in Jai Suspension Systems LLP ('JSSL' of 'the LLP') which is incorporated in India.

2 Basis of preparation

The consolidated financial statements relate to the Company and the LLP, (collectively referred to as 'the Group') both being incorporated in India. The consolidated financial statements have been prepared in accordance with Accounting Standard 21 (AS 21) 'Consolidated Financial Statements' as notified by Section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014.

The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Group has prepared there financial statements to comply in all material aspect of the Accounting Standard (AS) notified by Section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The accounting policies have been consistently applied by the Group and are consistent with those used in the previous year. The financial statements have been prepared on an accrual basis and under historical cost convention.

The consolidated financial statements of the Group have been combined on a line-by-line basis by adding the book values of all items of assets, liabilities, incomes and expenses after eliminating intra-group balances/transactions and unrealised profits. The amount shown in respect of reserves comprises the amount of relevant reserves as per the balance sheet of the Company and its share of profits in the LLP.

2.1 Summary of significant accounting policies

a) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b) Tangible fixed assets

Fixed Assets are stated at cost net of accumulated depreciation. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

If a component/part of an asset has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining component/part of the asset, the Group identifies and determines cost of such component/part of the asset separately.

c) Depreciation

Leasehold land is amortised over the period of lease. Cost of leasehold improvements on tangible fixed assets are amortised over the period of lease or their useful lives, whichever is shorter.

Depreciation on other fixed assets is calculated on a straight line basis using rates arrived at based on the useful lives estimated by the management. The Group has used following estimated useful life to provide depreciation on its fixed assets:

Particulars	Estimated useful life
Factory building	30
Other buildings	60
Plant and Machinery[1]	15-20
Furniture and fixtures[2]	4
Vehicles[2]	4
Office equipments[2]	3
Computers[2]	3

(1) The management has estimated, supported by independent assessment, the useful life of certain plant and machinery as 20 years, which is higher than those indicated in schedule II of the Companies Act 2013.

(2) The management has estimated, based on past experience, the useful life of these blocks of assets

as lower than the life indicated for respective block of assets in schedule II of the Companies Act 2013.

Fixed assets individually costing up to Rs. 0.05 are depreciated at the rate of 100 percent.

Residual value of fixed assets is considered at 5%

Due to application of schedule II of the Companies Act 2013, the Group has changed manner of depreciation for its fixed assets. Now the Group identifies and determines cost of each component/ part of the asset separately, if the Component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining components of the asset. These components are depreciated separately over their useful lives and the remaining components are depreciated over the useful life of the principle assets. The Group has not used transitional provision of schedule II to adjust the impact of first time application of component accounting. The carrying value of identified components on the date of component accounting coming into effect i.e. April,2015 has been depreciated over remaining useful life of the respective component.

d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Group uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. Intangible assets are amortised over the following estimated useful life:

Software: 5 years
Copyrights: 5 years

e) Impairment

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

f) Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

g) Leases

Where the Group is lessee Leases, where the lessor effectively retains substantially all the rights and benefits of ownership of the leased item, are classified as operating leases. Operating leases payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

h) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

i) Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

j) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

(1) Sales of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The Group collects sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the Group. Hence, they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year.

(2) Service income

Revenue from services is recognised on completion of services.

(3) Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

(4) Export incentive

Export incentive are accrued in the period of underlying export sales in accordance with the terms of export benefits scheme, provided that there is no significant uncertainity regarding the entitlement of the credit and the amount thereof.

(5) Cash discount

Cash discount is represents the amount recovered from suppliers on payment of amounts due to them before the due date. Cash discount is recognised when the right to receive the same is established usually on early payment of dues.

k) Foreign exchange transactions

(i) Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

(iii) Exchange differences

Exchange differences arising on the settlement of monetary items or on retranslation of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses.

(iv) Forward exchange contracts entered into hedge foreign currency risk of existing asset/liability

The premium or discount arising at the inception of forward contract is amortised and recognised as an expense/income over the life of the contract. Exchange differences on such contracts are recognised in statement of profit and loss in the period in which exchange rates change. Any profit or loss arising on cancellation or renewal of such forward contract is also recognised as income or expense for the period.

l) Retirement and other employee benefits

(i) Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service.

(ii) The Group operates two defined benefit plan for its employees i.e. gratuity and long service award. The cost of providing benefits under these plans are determined and recognised on the basis of actuarial valuation at each year-end using the projected unit credit method. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

(iii) Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/ losses are immediately taken to the statement of profit and loss and are not deferred.

m) Income taxation

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Group operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

At each reporting date, the Group re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as “MAT Credit Entitlement.” The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

n) Employee stock compensation cost

Employees (including senior executives) of the Group receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

In accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2014 and the Guidance Note on Accounting for Employee Share-based Payments, the cost of equity-settled transactions is measured using the intrinsic value method and recognized. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognized in the statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

o) Segment reporting

Identification of segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the geographical location of the customers.

Segment accounting policies

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Provisions

Provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Warranty Provision

Provision for warranty related costs are recongnised when the product is sold. Provision is based on historical experience. The estimate of such warranty related costs are revised annually.

r) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

s) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

t) Measurement of EBITDA

The Group has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Group measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Group does not include depreciation and amortization expense, interest income, finance costs, prior period items and tax expense

v) Derivative instruments and hedge accounting

The Group uses derivative financial instruments, such as, foreign currency forward contracts to hedge foreign currency risk arising from future transactions in respect of which firm commitments are made. It also uses interest rate swaps to hedge interest risk arising from variable rate loans.

Derivative contracts, other than foreign currency forward contracts covered under AS11, are marked to market and the net loss, after considering the offsetting effect of gain on underlying hedged item, if any, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on underlying hedged items is ignored.

Notes to the consolidated financial statements

for the year ended March 31, 2016

(All amounts in Rupees Lacs, unless otherwise stated)

3 Share capital

	As at March 31, 2016	As at March 31, 2015
Authorised share capital (amount per share in absolute rupees)		
127,773,000 (Previous year 127,773,000) equity shares of Rs. 5 each	**6,388.65**	6,388.65
350,000 (Previous year 350,000) 12.50% optionally convertible cumulative preference shares of Rs. 100 each	**350.00**	350.00
Total	**6,738.65**	6,738.65
Issued, subscribed and paid up equity shares (amount per share in absolute rupees)		
Subscribed and fully paid (79,416,672 (Previous year 79,216,790) equity shares of Rs. 5 each)	**3,970.83**	3,960.84
Subscribed but not fully paid (61,290 (Previous year 61,290) equity shares of Rs. 5 each, amount called up Rs. 5 each)	**3.06**	3.06
Less: Call in arrears (Held by other than directors)	**(1.52)**	(1.52)
Total	**3,972.37**	3,962.38

a. Pursuant to shareholders approval dated September 29, 2015 , the Company has sub - divided equity shares of Rs. 10 (absolute amount) each into equity shares of Rs. 5(absolute amount) each for which December 4, 2015 was fixed as the record date. Accordingly, previous year no. of shares have been restated based on the revised number of shares and face value of Rs. 5 (absolute amount) per equity shares.

b. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	**March 31, 2016**		**March 31, 2015**	
Equity Share - Subscribed and fully paid up	**No. of shares**	**Amount**	**No. of shares**	**Amount**
At the beginning of the year	**79,216,790**	**3,960.84**	78,971,938	3,948.60
Add : Fresh allotment of share (under ESOP scheme) (refer note 39)	**199,882**	**9.99**	244,852	12.24
At the end of the year	**79,416,672**	**3,970.83**	79,216,790	3,960.84
Equity Share - Subscribed but not fully paid up				
At the beginning and end of the year	**61,290**	**3.06**	61,290	3.06
Preference Shares				
At the beginning of the year	**-**	**-**	175,000	175.00
Less : Redemption during the year	**-**	**-**	175,000	175.00
At the end of tthe year	**-**	**-**	-	-

c. Term and Rights attached to equity shares

The Company has only one type of equity shares having par value of Rs. 5 (absolute amount) each per share. Each shareholder is entitled to one vote per share. The Company pays and declares dividends in Indian Rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. During the year ended March 31, 2016, the Company has proposed dividend of Rs. 2.75 (absolute amount) for every equity share of Rs. 5 (absolute amount) (previous year Rs. 2.20 (absolute amount) for every equity share of Rs. 10 (absolute amount)).

d. Details of shareholders holding more than 5% shares in the Group

	March 31, 2016		March 31, 2015	
	No of shares	% holding in the class	No of shares	% holding in the class
Equity Shares of Rs. 5 each fully paid				
Clearwater Capital Partners Cyprus Limited	-	-	19,228,294	24.25%
MAP Auto Limited	**25,670,868**	**32.30%**	23,547,798	29.70%
NHK Springs Co. Limited, Japan	**4,617,018**	**5.81%**	4,617,018	5.82%
Pradeep Singh Jauhar	**4,143,794**	**5.22%**	3,625,794	4.58%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

e. Shares reserved for issue under Options and contracts/commitments for the sale of shares/ disinvestment, including the terms and amounts

The Group provides shares based payment schemes to its employees. During the year ended March 31, 2016, an employee stock option scheme was in existence and 185,212 stock options (Previous year: 276,088) can be exercised by the employees as per their vesting and in accordance with the terms of issue of stock option. Refer note 38 on ESOP.

f. Forfeited shares (amount originally paid up, included in capital reserve)

	March 31, 2016		March 31, 2015	
	No of shares	Amount	No of shares	Amount
Equity share capital (56,380 equity shares (Previous year 56,380) of Rs. 5 each, amount called up Rs. 5 (Previous year of Rs. 5) each. (Amount per share is in absolute Indian Rupees)	**56,380**	**1.45**	56,380	1.45
	56,380	**1.45**	56,380	1.45

g. Share application money pending allotment

	March 31, 2016		March 31, 2015	
	No of shares	Amount	No of shares	Amount
Shares proposed to be issued	**132,254**	**-**	1,000	-
Fully paid up value of shares	**-**	**6.61**	-	0.05
Premium on shares proposed to be issued	**-**	**29.72**	-	0.22
	132,254	**36.33**	-	0.27

The Share application money pending allotment includes amount received from employees against the employee stock option plan. The shares will be allotted in the next compensation committee meeting.

4 Reserves and surplus

Particulars	As at March 31, 2016	As at March 31, 2015
Capital reserve (refer note (a) below)	**315.71**	315.71
Capital redemption reserve		
Balance as per the last financial statements	**400.00**	225.00
Transferred from general reserve during the year	**-**	175.00
Closing balance	**400.00**	400.00
Securities premium account		
Balance as per the last financial statements	**15,023.95**	14,970.76
Add : Premium on issue of shares	**44.94**	53.19
Closing balance	**15,068.89**	15,023.95
Amalgamation reserve	**1,481.46**	1,481.46
General reserve		
Balance as per the last financial statements	**4,077.62**	4,252.62
Add : Amount transferred from the balance in the Statement of profit and loss	**-**	-
Less : Amount transferred to Capital Redemption reserve^	**-**	(175.00)
Closing balance	**4,077.62**	4,077.62
Deficit in the Statement of profit and loss		
Balance as per the last financial statements	**(5,618.76)**	(7,210.14)
Less : Adjustment of opening depreciation as per the Companies Act 2013 (net off tax impact of Rs. Nil (Previous year Rs. 146.54))	**-**	(284.62)
Add: Profit for the year	**7,150.37**	2,938.39
Proposed equity dividend (refer note (c) below)	**2,184.80**	871.73
Proposed preference dividend (refer note 3(b))	**-**	10.97
Tax on equity dividend	**444.77**	177.46
Tax on preference dividend	**-**	2.23
Net surplus/(deficit) in the Statement of Profit and Loss	**(1,097.96)**	(5,618.76)
Total reserves and surplus	**20,245.72**	15,679.98

(a) Includes Rs. 150 representing 10% of the issued price of 2,083,333 convertible warrants as application money received towards the subscription of such warrants by the promoters in erstwhile Jai Parabolic Springs Limited. Such application money was forfeited in accordance with SEBI guidelines on the expiry of 18 months from the date of issue. It also includes Rs. 97 representing application money received towards the subscription of 1,343,210 convertible warrants allotted to MAP Auto Limited. Such application money was forfeited on 27 June 2007.

(b) The Board of Directors have recommended preference dividend amounting to Rs. Nil relating to the year ended March 31, 2016 (Previous year: Rs. 10.97). The same is subject to approval of shareholders.

(c) The Company has declared a final dividend of Rs. 2.75 (absolute amount) for every equity share of Rs. 5 (absolute) (previous year Rs. 2.20 (absolute amount) per equity share of Rs.10 (absolute amount) for the year, subject to the approval of shareholders.

^ Represents reserves created on account redemption of Preference shares during the previous year.

5 Long-term borrowings

	Non-current		Current maturities	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Secured loans				
Term loans from banks				
- Indian rupee loan	**-**	1,600.00	**-**	2,910.00
- Foreign currency loan	**-**	621.76	**-**	621.76
Other loans and advances				
Buyers credit	**349.19**	-	**465.59**	-
Vehicle loans from banks	**0.59**	10.93	**10.64**	25.77
Vehicle loans from others	**93.93**	141.02	**59.13**	58.73
Total (A)	**443.71**	2,373.71	**535.36**	3,616.26
Unsecured loans				
Deferred sales tax loan	**103.33**	161.69	**58.37**	178.73
Total (B)	**103.33**	161.69	**58.37**	178.73
Total	**547.04**	2,535.40	**593.73**	3,794.99
Less: Amount disclosed under the head “other current liabilities” (note 11)	**-**	-	**593.73**	3,794.99
Net amount	**547.04**	2,535.40	**-**	-
The above amount includes				
Secured borrowings	**443.71**	2,373.71	**535.36**	3,616.26
Unsecured borrowings	**103.33**	161.69	**58.37**	178.73

(All Amounts in Lacs)

#	Security terms	Repayment terms and rate of interest
(A)	**ICICI Bank Ltd (Rs. Nil (previous year Rs. 237.78))**	
	(a) First pari passu charge with the other lenders on the fixed assets of the Company except the Chennai plant and on any asset exclusively charged to other lenders. (b) Second pari passu charge with other lenders on Chennai plant. (c) Second pari passu charge with other lenders on the current assets of the Company. (d) Unconditional and irrevocable personal guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P.S. Jauhar, COO & Executive Director.	Rate of interest: 16 equal quarterly instalments of Rs. 56.25 each commencing from October, 2011, i.e. 12 months from the date of first disbursement , 14 equal quarterly instalments of Rs. 35.71 each commencing from May 2012 and 13 equal quarterly instalments of Rs. 26.92 each commencing August 2012. This loan has been repaid during the year. Rate of interest: Rate of interest shall be sum of I-base and spread of 4.3% per annum, subject to minimum rate of I-base p.a. During the year rate of interest varied from 13.50% to 14.30% (previous year 13.50% to 14.30%
(B)	**Standered Charterd Bank (814.78 (Previous year Nil)**	
	(a) Exclusive charge over plant and machinery financed by the loan	Repayment terms 8 quarterly instalments of Rs 60.08 each stating from January 2016 and 9 quarterly installment of Rs. 56.32 each starting from February 2016. Rate of interest: During the year, the rate of interest is 3%

(All Amounts in Lacs)

(C)	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 222.22))**	
	(a) First pari passu charge on all existing and future movable fixed assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company (b) First pari passu mortgage charge of immovable assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company (c) Second pari passu charge on all existing and future movable fixed assets of the Chennai plant. (d) Second pari passu mortgage charge of immovable assets of Chennai plant. (e) Second pari passu on entire existing and future current assets (f) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P.S. Jauhar, COO & Executive Director.	Terms of repayment: 36 equal monthly instalments of Rs. 27.78 each starting from December 2012 , i.e. the end of 1st month of first disbursement of term loan . This loan has been repaid during the year. Rate of interest: During the year, interest rate was 12.50% (previous year 12.50%)
(D)	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 1,000.00))**	
	(a) First pari passu charge on all existing and future movable fixed assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company. (b) First pari passu mortgage charge of immovable assets of the Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company (c) Second pari passu charge on all existing and future movable assets of the Chennai plant. (d) Second pari passu mortgage charge of immovable assets of Chennai plant. (e) Second pari passu on entire existing and future current assets (f) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P.S. Jauhar, COO & Executive Director.	Terms of repayment: 30 equal monthly instalments of Rs. 66.67 each starting from December 2013, i.e. the end of 6 months from disbursement of term loan. This loan has been repaid during the year including the prepayment of Rs. 200.00. Rate of interest: During the year, the interest rate was 12.5% (previous year 12.5%)
(E)	**Kotak Mahindra Bank (Rs. Nil (previous year Rs. 1,243.52))**	
	(a) Exclusive hypothecation charge on all existing and future movable fixed assets of Hosur Plant. (b) Exclusive mortgage charge on immovable assets of the Company at Hosur Plant During the previous year, this loan was converted into Foreign Currency loan from Indian Rupee loan.	Terms of repayment: 30 equal monthly instalments of Rs 51.81 (previous year Rs. 50) each starting from October, 2014, i.e. the end of 6 months from disbursement of term loan. This loan has been repaid during the year including prepayment of Rs. 681.61 Rate of interest: During the year, the interest rate ranged from 12.5% to 6 months LIBOR+4.25%. (previous year 12.50% to 6 month LIBOR+4.25%).

(All Amounts in Lacs)

(F)	**SBER Bank (Rs. Nil (previous year Rs. 1,750.00))**	
	(a) First pari passu charge on the movable and immovable fixed assets of Malanpur, Jamshedpur and Yamuna Nagar Plants of the Company for value not less than Rs. 2,000 and with a fixed asset coverage ratio of not less than Rs. 3,000. (b) Second pari passu charge on the movable and immovable fixed assets at Chennai (c) Second pari passu charge on the current assets of the Company. (d) Corporate guarantee of Jai Suspensions Systems LLP.	Terms of repayment: 8 quarterly instalments of Rs. 250.00 each starting from February, 2015, i.e. the end of 15th month from disbursement of term loan. This loan has been repaid during the year including prepayment of Rs. 750.00. Rate of interest: During the year, the interest rate was 13.50% (previous year 13.50%)
(G)	**HDFC Bank (Rs. Nil (previous year Rs. 1,300.00))**	
	(a) First pari passu charge on all present and future fixed assets of the Company i.e. Malanpur, Jamshedpur and Yamuna Nagar Plants excluding Chennai Plant. (b) Second pari passu on current assets of the Company both present and future. (c) Personal Guarantees of Mr. R. S. Jauhar, CEO & Executive Director and Mr. P.S. Jauhar, COO & Executive Director. (d) Corporate guarantee of Jai Suspensions Systems LLP.	Terms of repayment: 8 quarterly instalments of Rs. 162.50 each starting from June, 2015, i.e. after 14 months from first disbursement of term loan . This loan has been repaid during the year including prepayment of Rs. 650.00. Rate of interest: During the year, the rate of interest is 11.95% (previous year 11.95 %)
(H)	**Vehicle loan (Rs. 164.29 (previous year Rs. 236.45))**	
	Vehicle loans are secured by the hypothecation of the specific vehicles. The loans are repayable in equated monthly / quarterly instalments in accordance with terms and conditions of loan agreement. The period of loan ranges from 3 to 5 years and interest rate ranges from 9.50 % to 12.50 %.	
(I)	**Deferred sales tax loan (Rs. 161.70 (previous year Rs. 340.42))** As per the eligibility certificate issued, the Company is eligible for waiver of deferred sales tax repayable over the period from March 1, 2010 to February 28, 2019 and is unsecured and interest free.	

6 Deferred tax liabilities (net)

	As at March 31, 2016	As at March 31, 2015
Deferred tax liability		
Excess of depreciation/ amortisation on fixed assets under income tax law over depreciation/ amortisation provided in accounts	**998.30**	1,771.70
Less : Deferred tax assets		
Provision for bad and doubtful debts	**10.89**	10.89
Provision for contingency	**113.51**	-
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**336.88**	176.73
Total deferred tax asset	**461.28**	187.62
Deferred tax liability (net)	**537.02**	1,584.08
Deferred tax assets (net)	**30.73**	6.52
Deferred tax liabilities (net	**567.75**	1,590.60

7 Other Long term liabilities

	As at March 31, 2016	As at March 31, 2015
Security deposits	**70.27**	90.08
Total	**70.27**	90.08

8 Provisions

Provisions	Lomg - term		Short - term	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Provision for employees benefits				
Provision for leave encashment	**240.50**	192.44	**51.00**	35.63
Provision for long service award	**26.29**	22.30	**5.63**	7.85
Provision for gratuity (Refer note no. 41)	**291.17**	228.44	**15.08**	12.79
Total	**557.96**	443.18	**71.71**	56.27
Other provisions				
Provision for warranty#	**-**	-	**185.29**	-
Provision for contingencies	**-**	-	**328.00**	-
Provision for proposed equity dividend	**-**	-	**2,184.80**	871.73
Provision for proposed preference dividend	**-**	-	**-**	10.94
Tax on proposed equity dividend	**-**	-	**444.77**	177.46
Tax on proposed preference dividend	**-**	-	**-**	2.23
Provision for tax	**-**	-	**1,171.20**	27.88
			4,314.06	1,090.24
Total	**557.96**	443.18	**4,385.77**	1,146.51

#Provision for warranties

A provision is recognized for expected warranty claims on products sold during the last one year, based on past experience of the level of repairs and returns. It is expected that significant portion of these costs will be incurred in the next financial year. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the one-year warranty period for all products sold. The table below gives information about movement in warranty provisions.

	For the year ended March 31, 2016	For the year ended March 31, 2015
At the beginning of the year	-	-
Arising during the year	331.68	-
Utilized during the year	(146.39)	-
At the end of the year	**185.29**	-
Current portion	185.29	-
Non-current portion	-	-

9 Short-term borrowings

	As at March 31, 2016	As at March 31, 2015
Buyer's credit from bank	**-**	97.13
Cash Credit^	**5.11**	-
Vendor financing facility#	**430.22**	-
Total	**435.33**	97.13
Total above amount includes		
Secured borrowings #	**435.33**	97.13
	435.33	97.13

#The Company has a facility for short term borrowings from a consortium of State Bank of India, ICICI Bank, Kotak Mahindra Bank, Standard Chartered Bank, Lakshmi Vilas Bank, HDFC Bank, Axis Bank and Yes Bank. The balance outstanding as at the year end carries interest of 10.15% (previous year 2.16%) and is secured by:

(a) First pari passu charge on the entire current assets of the Company both present and future.

(b) Second pari passu charge over immovable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai.

(c) Second pari passu charge on all existing and future movable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai (excluding assets specifically financed by Standard Chartered Bank located at Hosur and Malanpur).

^ The subsidiary has a facility for short term borrowing from Kotak Mahindra Bank and State Bank of India, which carries interest of 11.15% to 12.15% (previous year 11.15% to 12.15%) and is secured by :

- first pari passu charge on current assets and movable assetss of the subsidiary and
- corporate guarantees of the Company.

10 Trade payables

	As at March 31, 2016	As at March 31, 2015
- Total outstanding due to micro enterprices and small enterprises	-	-
- Total outstanding due to micro enterprises and small enterprises (including acceptances* Rs. 6,142.80 (previous year Rs. 12,784.14))	15,639.59	18,273.90

* The acceptances are secured under short term borrowings facility from banks. Refer note 9 for details of securities.

11 Others current liabilities

	As at March 31, 2016	As at March 31, 2015
Current maturities of long-term borrowing (Refer note 5)	**593.73**	3794.99
Provision for mark to market forward exchange contracts	**-**	53.24
Forward contract liability	**20.93**	-
Interest accrued but not due on borrowings	**8.92**	16.65
- Unpaid dividends	**100.07**	107.88
Creditors for purchase of fixed assets (Refer to note (a) below)	**642.10**	178.94
Statutory dues payable		
Service tax payable	**19.75**	11.06
Sales tax payable	**109.26**	321.26
Work contract tax payable	**3.51**	1.43
TDS payable	**111.32**	95.16
PF and ESI payable	**53.50**	49.68
Advance against sale of property (refer note 45)	**-**	780.00
Other payable	**311.68**	231.41
Total	**1,974.77**	5,641.70
Grand total	**17,614.36**	23,915.60

Note (a): Based on the information presently available with the Group, there are no dues outstanding as at year end or interest payable/paid on delays in payment to micro and small enterprises covered under the Micro, Small and Medium Enterprises Development Act, 2006.

12 (a) Fixed assets

As at March 31, 2016

Particulars	Gross Block				Accumulated depreciation				Net block	
	As at April 1, 2015	Additions during the year	Sale/ adjustment during the year	As at March 31, 2016	As at April 1, 2015	Depreciation / amortisation charged for the year*	Deduction	As at March 31, 2016	As at March 31, 2016	As at March 31, 2015
Tangible fixed assets										
Freehold land	3,398.26	147.44	-	**3,545.70**	-	-	-	**-**	**3,545.70**	3,398.26
Leasehold land	1,041.88	-	-	**1,041.88**	64.17	14.83	-	**79.00**	**962.88**	977.71
Factory building	6,079.37	198.62	37.06	**6,240.93**	1,921.91	257.82	4.59	**2,175.14**	**4,065.79**	4,157.46
Office building	62.47	-	-	**62.47**	62.47	-	-	**62.47**	**-**	-
Plant and machinery	30,434.27	941.13	430.24	**30,945.16**	15,496.18	3,948.98	398.70	**19,046.46**	**11,898.70**	14,938.09
Furniture and fixtures	193.23	33.66	18.20	**208.69**	183.28	25.92	16.73	**192.47**	**16.22**	9.95
Vehicles	916.80	49.54	41.86	**924.48**	437.85	148.24	31.01	**555.08**	**369.40**	478.95
Office equipment	318.98	38.97	4.23	**353.72**	280.16	32.48	4.09	**308.55**	**45.17**	38.82
Computer hardware	474.22	57.34	0.40	**531.16**	375.76	63.13	0.40	**438.49**	**92.67**	98.46
Total	**42,919.48**	**1,466.70**	**531.99**	**43,854.19**	**18,821.78**	**4,491.40**	**455.52**	**22,857.66**	**20,996.53**	**24,097.70**
Intangible assets										
Goodwill	921.02	-	-	**921.02**	921.02	-	-	**921.02**	**-**	-
Computer software	521.70	3.72	0.62	**524.80**	424.37	31.87	0.62	**455.62**	**69.18**	97.33
Copyrights	3,497.58	-	-	**3,497.58**	3,497.58	-	-	**3,497.58**	**-**	-
Total	**4,940.30**	**3.72**	**0.62**	**4,943.40**	**4,842.97**	**31.87**	**0.62**	**4,874.22**	**69.18**	**97.33**
Grand Total	**47,859.78**	**1,470.42**	**532.61**	**48,797.59**	**23,664.75**	**4,523.27**	**456.14**	**27,731.88**	**21,065.71**	**24,195.03**

* refer note 46.

As at March 31, 2015

Particulars	Gross Block				Accumulated depreciation				Net block	
	As at April 1, 2014	Additions during the year	Sale/ adjustment during the year	As at March 31, 2015	As at April 1, 2014	Depreciation / amortisation charged for the year	Deduction	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
Tangible fixed assets										
Freehold land	2,771.28	626.98	-	3,398.26	-	-	-	-	3,398.26	2,771.28
Leasehold land	1,041.88	-	-	1,041.88	49.30	14.87	-	64.17	977.71	992.58
Factory building	5,785.30	294.07	-	6,079.37	1,404.85	517.06	-	1,921.91	4,157.46	4,380.45
Office building	62.47	-	-	62.47	4.86	57.61	-	62.47	-	57.61
Plant and machinery	30,468.42	579.10	613.25	30,434.27	13,768.08	2,329.84	601.74	15,496.18	14,938.09	16,700.34
Furniture and fixtures	187.07	7.79	1.63	193.23	88.88	95.56	1.16	183.28	9.95	98.19
Vehicles	755.26	203.11	41.57	916.80	227.59	228.90	18.64	437.85	478.95	527.67
Office equipment	299.21	32.53	12.76	318.98	154.49	135.89	10.22	280.16	38.82	144.72
Computer hardware	457.52	32.95	16.25	474.22	328.21	63.44	15.89	375.76	98.46	129.31
Total	**41,828.41**	**1,776.53**	**685.46**	**42,919.48**	**16,026.26**	**3,443.17**	**647.65**	**18,821.78**	**24,097.70**	**25802.15**
Intangible assets										
Goodwill	921.02	-	-	921.02	921.02	-	-	921.02	-	-
Computer software	459.24	62.46	-	521.70	326.23	98.14	-	424.37	97.33	133.01
Copyrights	3,497.58	-	-	3,497.58	3,497.58	-	-	3,497.58	-	-
Total	**4,877.84**	**62.46**	**-**	**4,940.30**	**4,744.83**	**98.14**	**-**	**4,842.97**	**97.33**	**133.01**
Grand Total	**46,706.25**	**1,838.99**	**685.46**	**47,859.78**	**20,771.09**	**3,541.31**	**647.65**	**23,664.75**	**24,195.03**	**25,935.16**

Considering the applicability of schedule II of the Companies Act 2013, during the previous year, the management re-estimated usefule lives and residual value of all its fixed assets and accordingly as per transitional provision given in schedule II of the Comapnies Act 2013, an amount of Rs. 284.62 (net of tax impact of Rs. 146.54) was adjusted in opening reserve and surplus.

Note 12 (b): Capitalization of expenditure

During the year, the Group has capitalised following expenses attributable to fixed assets. Consequently, expenses disclosed under the respective notes are net of the amounts capitalised by the Group.

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Salary, wages and bonus	-	85.46
Consumption of stores and consumables	-	73.14
Others expenses	-	15.72
Total	**-**	**174.32**

13 Loan and advances (unsecured, considered good, unless otherwise stated)

	Non-current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Capital advances				
Unsecured considered good	**941.20**	126.65	**-**	-
Unsecured considered doubtful	**5.61**	5.61	**-**	-
	946.81	132.26	**-**	-
Less: Provision for doubtful advances	**(5.61)**	(5.61)	**-**	-
Total	**941.20**	126.65	**-**	-
Security deposits - Considered good	**450.11**	340.24	**11.12**	23.23
- Considered doubtful	**-**	1.10	**-**	-
Total	**450.11**	341.34	**11.12**	23.23
Less: Provision for doubtful advances	**-**	(1.10)	**-**	-
	450.11	340.24	**11.12**	23.23
Advances recoverable in cash or in kind				
Advance to suppliers - considered good	**80.86**	0.52	**163.96**	1,188.25
- considered doubtful	**50.37**	50.37	**-**	-
Advance income tax (net)	**347.62**	310.96	**19.19**	140.12
Minimum alternate tax credit entitlement	**501.36**	1,685.83	**-**	-
Prepaid expenses	**7.96**	0.60	**127.05**	79.50
Advance to employees - considered good	**-**	-	**93.59**	62.62
- considered doubtful	**0.55**	2.86	**-**	-
Balance with sales tax authorities	**1,602.17**	1,444.22	**97.01**	66.22
Balance with excise authorities	**-**	-	**836.77**	461.11
Duty paid under protest	**83.86**	34.75	**-**	-
Other recoverable in cash or kind	**0.26**	-	**54.47**	22.66
	2,675.01	3,530.11	**1,392.04**	2,020.48
Less : Provision for doubtful advances	**(50.92)**	(53.23)	**-**	-
Total	**2,624.09**	3,476.88	**1,392.04**	2,020.48
Grand Total	**4,015.40**	3,943.77	**1,403.16**	2,043.71

14 Other assets

	Non-current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Non current bank balances (note 17)	**15.99**	30.44	**-**	-
Asset held for sale	**-**	-	**-**	780.00
Unamortised expenditure				
Unamortised premium on forward contract	**34.66**	-	**-**	-
Ancillary cost of arranging the borrowings	**-**	8.39	**-**	43.18
	34.66	8.39	**-**	43.18
Others				
Interest accrued on fixed deposits	**8.16**	10.75	**2.06**	0.29
Unbilled revenue	**-**	-	**0.69**	-
	8.16	10.75	**2.75**	0.29
Total	**58.81**	49.58	**2.75**	823.47

15 Inventories

	As at March 31, 2016	As at March 31, 2015
Raw material [includes goods in transit: 16.43 (previous year: 978.56)]	**2,043.90**	2,285.55
Components	**758.94**	615.18
Work-in-progress	**1,218.09**	1,552.45
Finished goods [includes goods in transit 2,707.25 (Previous year: 1,973.93)]	**6,231.30**	5,831.78
Stores and spares	**433.72**	553.72
Scrap	**58.81**	73.36
Total	**10,744.76**	10,912.04

16 Trade receivables (considered good, unless otherwise stated)

	As at March 31, 2016	As at March 31, 2015
Outstanding over six months		
Unsecured, considered good	**13.20**	33.47
Unsecured, considered doubtful	**65.17**	51.67
	78.37	85.14
- Other receivables	**3,747.63**	5,603.87
Total	**3,826.00**	5,689.01
Less: Provision for doubtful debts	**(65.17)**	(51.67)
Total	**3,760.83**	5,637.34

17 Cash and bank balances

Cash and bank balances	Non current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Cash and cash equivalents				
Balance with banks				
On current account	**-**	-	**486.97**	750.85
On unpaid dividend account	**-**	-	**100.07**	107.88
Cash on hand	**-**	-	**9.17**	5.82
	-	-	**596.21**	864.55
Other bank balances				
Deposits with bank with more than 12 months #	**15.99**	13.33	**-**	26.86
Deposits with bank with more than 3 months and less than 12 months *	**-**	-	**206.05**	179.22
Margin money deposits	**-**	17.11	**-**	2.21
Total	**15.99**	30.44	**206.05**	208.29
Amount disclosed under non current assets (note 14)	**(15.99)**	(30.44)	**-**	-
Total	**-**	-	**802.26**	1,072.84

* Includes fixed deposit kept as margin money Rs. 206.05 (previous year Rs. 179.22)

Includes fixed deposit kept as margin money Rs. 15.99 (previous year Rs. 40.19)

18 Revenue from operations

	For the year ended March 31, 2016	For the year ended March 31, 2015
Sale of products - finished goods	**134,231.10**	116,106.67
Other operating revenue		
- Scrap sale	**2,113.48**	2,421.99
Revenue from operations (gross)	**136,344.58**	118,528.66
Less : Excise duty*	**10,764.98**	9,020.77
Revenue from operations (net)	**125,579.60**	109,507.89
*Excise duty on sales amounting to Rs. 10,764.98 (previous year Rs. 9,020.77) has been reduced from sales in statement of profit & loss and excise duty on increase/decrease in stock amounting to Rs. 148.67 (previous year Rs. 239.24) has been considered as expense/(income) in note 23 of financial statements.		
Details of product sold	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**
Leaf springs	**90,232.63**	87,686.09
Loose leaves	**31,851.66**	23,206.21
Lift axle	**11,705.01**	5,145.05
Lift axle components	**441.80**	69.32
	134,231.10	116,106.67

19 Other income

	For the year ended March 31, 2016	For the year ended March 31, 2015
Interest income		
- From banks	**38.69**	24.49
- From others	**22.11**	7.68
Excess provision written back	**71.88**	3.09
Export incentives	**28.09**	17.19
Cash discount	**555.77**	52.89
Miscellaneous income	**118.22**	95.20
	834.76	200.54

20 Raw Material and Components Consumed

	For the year ended March 31, 2016	For the year ended March 31, 2015
Inventory at the beginning of the year	**2,900.73**	2,986.64
Add : Purchases during the year	**79,315.62**	74,433.88
Total	**82,216.34**	77,420.52
Less : Inventory at the end of the year	**2,802.84**	2,900.73
Cost of materials consumed*	**79,413.50**	74,519.79
* Includes loss amounting to Rs. 350.00 for material purchased and valued at net realisable value due to non usebility.		
Details of Raw material and components consumed		
Steel flats	**66,145.00**	67,291.24
Bushes	**2,254.68**	2,183.04
Air spring	**6,371.90**	1506.17
Others	**4,641.92**	3,539.34
	79,413.50	74,519.79
Details of inventory		
Raw material and components		
Steel flats	**1,401.60**	2,285.55
Bushes	**82.84**	131.12
Air spring	**843.44**	145.18
Others	**474.96**	338.88
	2,802.84	2,900.73

21 Changes in inventory of finished goods and work in progress and scrap

	For the year ended March 31, 2016	For the year ended March 31, 2015
Inventories at the end of year		
- Finished goods	**6,231.30**	5,831.78
- Work in progress	**1,218.09**	1,552.45
- Scrap	**58.81**	73.36
Total	**7,508.20**	7,457.59
Inventories at the beginning of year		
- Finished goods	**5,831.78**	3,773.20
- Work in progress	**1,552.45**	2,641.41
- Scrap	**73.36**	43.74
Total	**7,457.59**	6,458.35
Decrease/ (increase) in inventory#	**(50.61)**	(999.24)
# Includes WIP amounting to Rs. Nil (Previous year Rs. 571.29) written off during the year.		
Detail of inventory		
Finished goods		
Leaf springs	**4,412.92**	4,173.76
Loose leaves	**1,785.80**	1,649.98
Lift axle	**32.58**	8.04
	6,231.30	5,831.78
Work-in-progress		
Leaf springs	**277.96**	424.04
Loose leaves	**865.48**	1,063.63
Lift axle	**74.65**	64.78
	1,218.09	1,552.45

22 Employee benefits expense

	For the year ended March 31, 2016	For the year ended March 31, 2015
Salaries, wages and bonus	**8,455.87**	6,121.58
Gratuity expense (refer note 41)	**72.89**	65.43
Contribution to provident and other funds	**306.43**	273.38
Staff welfare expenses	**506.03**	453.55
Total	**9,341.22**	6,913.94

23 Other expenses

	For the year ended March 31, 2016	For the year ended March 31, 2015
Consumption of stores and spare parts	**4,153.52**	3,601.92
Power and fuel	**6,239.60**	8,025.82
Job charges	**1,822.49**	1,223.35
Increase in excise on finished goods	**148.67**	239.24
Rent (Refer note 36)	**287.79**	256.11
Repair and maintenance		
- Repairs to buildings	**248.47**	128.63
- Repairs to plant and machinery	**440.92**	323.74
- Repairs to others	**152.22**	156.62
Rates and taxes	**198.19**	166.31
Travelling and conveyance	**794.43**	724.78
Legal and professional	**568.19**	431.77
Payment made to auditors (Refer note 33)	**66.96**	49.29
Loss on sale / discard of fixed assets (net)	**50.01**	5.66
Sundry balances written off	**-**	5.94
Sundry balances written off	**328.00**	-
Provision for doubtful advances	**2.38**	8.15
Provision for doubtful debts	**15.56**	20.21
Bad debts written off	**0.05**	5.49
Freight, forwarding and packing	**2,765.05**	2,392.09
Sales promotion and advertisement	**430.22**	548.79
Selling expenses	**745.13**	407.40
Commission on sales	**35.22**	50.61
Warranty expense	**331.68**	83.59
Security charges	**90.83**	66.27
CSR expenses (refer note 42)	**53.16**	56.43
Donation	**2.37**	1.43
Royalty	**343.39**	149.97
Exchange fluctuation loss (net)	**286.29**	85.53
Director sitting fees	**4.00**	4.00
Insurance	**70.49**	55.66
SAP expenses	**47.30**	41.26
Printing stationery and communication	**155.07**	134.74
Miscellaneous expenses	**236.81**	173.12
Total	**21,114.46**	19,623.92

24 Finance costs

	For the year ended March 31, 2016	For the year ended March 31, 2015
Interest to banks	**581.03**	1,029.21
Interest to others	**9.81**	10.15
Amortisation of ancillary borrowing costs	**172.06**	95.76
Cash discount	**427.59**	278.24
Bank charges	**282.35**	388.37
Total	**1,472.84**	1,801.73

25 Depreciation and amortisation expenses

	For the year ended March 31, 2016	For the year ended March 31, 2015
Depreciation on tangible assets (Refer note no. 46)	**4,491.40**	3,012.51
Amortisation on intangible assets	**31.87**	97.64
Total	**4,523.27**	3,110.15

26 Prior period expenses

	For the year ended March 31, 2016	For the year ended March 31, 2015
Travelling and conveyance	**15.71**	-
Salaries, wages and bonus	**85.46**	-
	101.17	-

27 Contingent liability

		As at March 31, 2016	As at March 31, 2015
i.	Income tax	**1,429.06**	1,321.96
ii.	Claims against company not acknowledged as debts	**87.89**	294.09
iii.	Custom and Excise duty / Service tax	**130.57**	59.90
iv.	Sales tax and entry tax	**340.37**	86.10
v.	Bank Guarantee	**525.46**	286.52
		2,513.35	2,048.57

In relation to i above income tax matters contested by the Group comprise of:

1) With respect to assessment year 2010-11 to 2013-14, the assessing officer has added to the income of the Company, a notional interest amounting to Rs. 43.20 (Previous year Rs 32.40) on certain interest free advances given by the Company. The tax impact of the same is Rs 14.68 (Previous year: Rs. 11.01). The Company has preferred appeal with CIT (A) and based on internal assessment, the Company is confident of a favourable outcome.

2) With respect to assessment year 2008-09 to 2012-13 the assessing officer has disallowed certain expenses amounting to Rs. 193.61 (Previous year Rs. 193.61) for various reasons. Tax impact of the same is Rs. 65.81 (Previous year: Rs. 65.81). The Company has preferred an appeal with CIT (A) and based on internal assessment and discussion with its legal counsel is confident of a favourable outcome.

3) With respect to assessment year 2009-10 the assessing officer has increased income of the Company by Rs. 2,560.85 (Previous year Rs. 2,560.85) contending that the Company has concealed production and sales to that extent. Tax impact of the same is Rs. 870.43 (Previous year: Rs. 870.43). The Company has preferred an appeal with CIT (A) and based on internal assessment and discussion with legal counsel, the management is confident of a favourable outcome.

4) With respect to assessment year 2012-13 and 2013-14. The assessing officer has increased the taxable income of the Company by Rs 1,396.86 (Previous year Rs 1,095.73) contending that it has sold material of its subsidiary firm (Jai Suspension System LLP (JSSLLP) at lower margin in order to divert its profits to JSSLLP as JSSLLP was enjoying tax exemption during that period. Tax impact of the same is Rs. 474.79 (Previous year: Rs. 372.46). The Company has preferred an appeal with CIT(A) and based on discussion with the legal counsel is confident of a favourable outcome.

5) With respect to the assessment year 2010-11, the assessing officer has increased the taxable income of the Company by Rs 6.62 (Previous year Rs 6.62) contending that it has disclosed lower scrap sales during that year. Tax impact of the same is Rs 2.25 (Previous year: Rs. 2.25). The Company, based on internal assessment and discussion with its legal counsel is confident of a favourable outcome.

6) Demand on account of TDS under Income Tax Act amounting to Rs. 1.10 Lacs (Previous Year Rs. Nil) is pending for various years, which has been disputed by the LLP.

In relation to iii above excise duty and service tax related matters contested by the Group comprise of:

1) Matter pending with Central Excise and Service Tax Appellate Tribunal (CESTAT) in respect of Cenvat Credit availed by the Company on Additional Duty of Custom paid while import the material during the year 2008-09. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 40.24 (previous year Rs. 40.24).

2) Matter pending with Commissioner Appeal in respect of Cenvat Credit availed by the Company on service tax paid on charges of Custom House Agent for export of finished goods after clearance from the factory for the period from November 2005 to March 2010. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 2.62 (previous year Rs. 2.62).

3) Matter pending with Commissioner Appeal in respect of Cenvat Credit availed by the Company on service tax paid to the transport agency for outward transportation of the goods for the period 2010-11. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 3.17 (previous year Rs. 17.04).

4) Matter pending before Commissioner of Central Excise, Indore in respect of SCN issued by the department against Cenvat not reversed on sale of exempted goods. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 70.34 (previous year Rs. nil).

5) Matter pending before Commissioner of Central Excise & Service Tax, Lucknow in respect of Cenvat credit wrongly avaialed as capital goods instead of input and Service tax credit availed without actual documents. The Company has done an analysis and is of the opinion that it has a fair chance of favourable decision. The amount involved is Rs. 5.95 (previous year Rs. nil).

6) Matter pending before Director Genral of Foreign Trade, New Delhi in respect of EPCG licence obtained by the Company, however, the same was lost without being used in 2008. The Company is under an obligation to surrender the licence in case of non utilisation and has received a letter form the office of ADGFT for the same. The Company has appeared before the authority and submitted before the authority the facts of losing the licence without utilisation. Accordingly, the Company is of the opinion that it has fair chance of a favourable decision. The amount involved is Rs. 8.25 (previous year Rs. nil).

In relation to iv above sale tax/entry tax matters contested by the Company comprise of:

1) Matter pending before Sales Tax Appellate Tribunal, Chennai in respect of demand by sales tax department against sales tax not paid on finished goods treated as export of goods. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The Amount involved is Rs. 4.85 (previous year Rs. 4.85).

2) Matter pending before High Court, Gwalior in respect of demand by sales tax department against entry tax paid on raw material. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The Amount involved is Rs. 33.97 (previous year Rs. 33.97).

3) Matter pending with Commissioner Appeal in respect of Cenvat Credit availed by the Company on service tax paid to the transport agency for outward transportation of the goods for the period 2010-11. The Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 3.17 (previous year Rs. 17.04).

4) LLP has received sales tax assessment orders under Uttrakhand VAT Act for the financial years 2010-11, 2011-12 & 2012-13 wherein assessing officer has raised demand of Rs. 52.22 (Previous Year Rs. 30.29). The LLP has preferred appeals against such orders and based on legal advice and internal assessment is confident that no liability is probable in the matter.

5) Under Rajasthan VAT Act, LLP has received order for financial year 2011-12 wherein demand of Rs. 65.47 (Previous year: Rs. Nil) has been received during the year. The LLP has preferred appeal against such order and based on legal advice and internal assessment is confident that no liability is probable in the matter.

6) Under Rajasthan Entry Tax Act, LLP has received order for financial year 2009-10 wherein demand of Rs. 4.46 (Previous year: Rs. Nil) has been received during the year. The LLP has preferred appeal against such order and based on legal advice and internal assessment is confident that no liability is probable in the matter.

7) An order dated March 24, 2013 was passed by Hon'ble Calcutta High Court (Single Bench) holding that Entry Tax imposition was unconstitutional and quashed the same. After this, the matter was taken up by West Bengal Government for review by the larger bench of the High Court. The petition was admitted by the High Court. The High Court (Larger Bench) refused to grant refund of the entry tax already deposited and also directed to carry on assessment proceedings in the matter. Pursuant to the order, the LLP had stopped paying Entry Tax in West Bengal. As the matter is subjudice, the liability on account of entry tax is taken in the contingent liability till the disposal of appeal pending before larger bench of the High Court. The amount involved is Rs. 29.82 (Previous Year Rs. 16.99).

28 Commitments

	As at March 31, 2016	As at March 31, 2015
Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances	**2,437.11**	1,908.45
Lease commitments (refer note 36 below)	**80.00**	
	2,517.11	1,908.45

29 Dividend remitted in foreign currency

	For the year ended March 31, 2016	For the year ended March 31, 2015
Number of non-resident shareholders	**2.00**	-
Number of equity shares held on which dividend was due	**2,600,501**	-
Amount remitted in foreign currency	**26.01**	-

30 Value of import calculated at C.I.F basis

	For the year ended March 31, 2016	For the year ended March 31, 2015
Raw material and components	**16,004.45**	3,507.98
Stores and spare parts	**19.91**	4.75
Capital goods	**2,077.40**	46.93
Total	**18,101.75**	3,559.66

31 Expenditure in foreign currency (accrual basis)

	For the year ended March 31, 2016	For the year ended March 31, 2015
Legal and professional	**64.27**	73.95
Travelling and conveyance	**74.28**	132.30
Royalty	**343.39**	134.83
Total	**481.94**	341.08

32 Earning in foreign currency

	For the year ended March 31, 2016	For the year ended March 31, 2015
Export at F.O.B. value	**914.96**	1,038.82
Total	**914.96**	1,038.82

33 Payment to auditors (excluding service tax)

	For the year ended March 31, 2016	For the year ended March 31, 2015
As auditor		
- Audit fee	**39.29**	22.25
- Tax audit fee	**0.58**	0.57
- Limited review fees	**16.37**	16.35
- Other services	**5.98**	6.24
Reimbursement of expenses	**4.74**	3.88
	66.96	49.29

34 Related party disclosures

(A) Names of related parties and relationship

I. Related parties with whom transactions have taken place during the year

A. Associates

MAP Auto Limited

B. Key managerial personnel and their relatives

Mr. B.S. Jauhar	Chairman
Mr. R.S. Jauhar	CEO and Executive Director (From May 20, 2016 Vice Chairman)
Mr. P.S. Jauhar	COO and Executive Director (From May 20, 2016 Managing Director & CEO)
Mr. H. S. Gujral	Executive Director
Mrs. Sonia Jauhar	Wife of CEO and Executive Director
Mrs. Kiran Chadha	Daughter of Chairman

C. Enterprises controlled, owned or significantly influenced by individuals having significant influence over the Company or their relatives

Jamna Agro Implements Private Limited

S.W. Farms Private Limited

Map Auto Limited

III. Additional related parties as per the Companies Act, 2013 with whom transactions have taken place during the year:

Chief Financial Officer	Mr. Vivek Bhatia
Company Secretary	Mr. Praveen Lakhera
Enterprises in which Director is a Member	MAP Auto Limited
	Jamna Agro Implements Private Limited
	S. W. Farms Private Limited

B) Transactions with related parties

Nature of Transaction	Enterprises owned or significantly influenced by KMP		Key management personnel and their relatives		Total	
Transactions during the year	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**	**For the year ended March 31, 2016**	**For the year ended March 31, 2015**
Job work expense	**601.47**	490.43	**-**	-	**601.47**	490.43
Freight forwarding and packing expenses	**316.93**	324.99	**-**	-	**316.93**	324.99
Remuneration	**-**	-	**1,260.18**	692.27	**1,260.18**	692.27
Rent expense	**21.53**	21.54	**40.29**	38.41	**61.82**	59.95
Sales of components	**-**	4.99	**-**	-	**-**	4.99
Rent income	**2.58**	2.15	**-**	-	**2.58**	2.15
Interest expense	**-**	3.08	**-**	-	**-**	3.08
Sale of fixed assets	**-**	1.63	**-**	-	**-**	1.63
Repayment of loan	**0.69**	381.50	**0.95**	-	**1.64**	381.50
Advance received/(repaid) for sale of property	**-**	-	**(780.00)**	15.00	**(780.00)**	15.00
Guarantee and collaterals						
Guarantee given/(withdrawl) by related party for borrowing of the Group	**-**	-	**(91,308.00)**	(8,000.00)	**(91,308.00)**	(8,000.00)
	As at March 31, 2016	**As at March 31, 2015**	**As at March 31, 2016**	**As at March 31, 2015**	**As at March 31, 2016**	**As at March 31, 2015**
Balances as at the year end						
Trade payable	**21.59**	446.44	**-**	-	**21.59**	446.44
Trade receivable	**-**	0.69	**-**	0.95	**-**	1.64
Security deposit receivable	**-**		**15.00**	15.00	**15.00**	15.00
Advance for sale of property	**-**		**-**	780.00	**-**	780.00
Guarantee given on behalf of the Group*	**-**	-	**-**	91,308.00	**-**	91,308.00
Pledge of shares (Nos)	**-**	1,230,210.00	**-**	421,964.00	**-**	1,652,174.00

* Outstanding exposure including interest accured but not due, Bank Guarantee and letters of Credit as at March 31, 2016 Rs Nil (Previous year - Rs 21,209)

The following were the significant transactions between the Company and its related parties w.r.t Enterprises owned or significantly influenced by KMP and their relatives

Job work charges

During the year ended March 31, 2016: Map Auto Limited Rs. 513.55 (Previous Year Rs. 400.96) and Jamna Agro Implements Private Limited Rs. 87.92 (Previous year - Rs.89.47).

Freight forwarding and packaging

During the year ended March 31, 2016: Map Auto Limited Rs. 316.93 (Previous year - Rs. 324.99).

Remunerations

During the year ended March 31, 2016 : Mr. P S Jauhar Rs. 496.25 (Previous year - Rs. 220.66)

During the year ended March 31, 2016 : Mr. R S Jauhar Rs. 500.75 (Previous year - Rs. 221.26)

Rent expenses

During the year ended March 31, 2016 : M/s SW Farms Private Limited Rs. 21.53 (Previous year - Rs. 21.54)

During the year ended March 31, 2016 : Mrs Sonia Jauhar Rs. 33.36 (Previous year - Rs. 33.61)

Rent income

During the year ended March 31, 2016 : Map Auto Limited Rs. 2.58 (Previous year - Rs. 2.15)

Advance received/(repaid) for sale of property

During the year ended March 31, 2016 : Mr. P S Jauhar Rs. (780.00) (Previous year - Rs. 15)

Gaurantees withdrawn

During the year ended March 31, 2016 : Mr. P S Jauhar Rs. 40,654 (Previous year - Rs. 4,000)

During the year ended March 31, 2016 : Mr. R S Jauhar Rs. 40,654 (Previous year - Rs. 4,000)

35 Earning per share

	For the year ended March 31, 2016	For the year ended March 31, 2015
a) Calculation of weighted average number of equity shares of Rs. 5 each		
Net profit after tax	**7,150.37**	2,938.39
Less: Dividend on 12.5% optionally convertible cumulative preference shares for the year	**-**	13.20
Net profit for the period attributable to equity shares	**7,150.37**	2,925.19
Weighted average number of equity shares during the period in calculating basic EPS	**79,420,868**	79,096,364
Add: Stock options granted under ESOP	**370,424**	615,626
Weighted average number of equity shares during the period in calculating diluted EPS	**79,791,292**	79,711,990
Basic EPS	**9.00**	3.70
Diluted EPS	**8.96**	3.67

Pursuant to shareholders approval dated September 29, 2015 , the Company has sub - divided equity shares of Rs. 10 (absolute amount) each into equity shares of Rs. 5 (absolute amount) each for which December 4, 2015 was fixed as the record date. Accordingly, the basic and diluted earnings per share have been computed for the curent year and recomputed for the previous periods based on the revised number of shares and face value of Rs. 5 (absolute amount) per equity shares.

36 Obligation on long term non-cancellable operating lease

The Company has entered into certain operating leases for office premises and guest houses. These leases have an average life of 11 months. These leases are renewable on mutual consent of lessor and the Company. There are no restrictions placed upon the Company by entering into these leases. During the year, the Company has incurred Rs. 287.79 (Previous year: Rs. 256.11) as rental expense. There is no non-cancellable period under these leases.

37 Segment Information

(a) Business segment

The Group is engaged in the business of manufacturing and selling of parabolic/tapered leaf Spring. The entire operations are governed by the same set of risk and returns and, hence, the same has been considered as representing a single primary segment.

Since the Group's business activity falls within a single business segment, there are no additional disclosures to be provided under Accounting Standard-17 'Segment Reporting' other than those already provided in the Financial Statements.

(b) Information on secondary/ geographical segment

The analysis of geographical segment is based on the geographical location of the customers. The Group operates primarily in India and has presence in international markets as well. Its business is accordingly aligned geographically, catering to two markets i.e. India and Outside India. For customers located outside India, the Group has assessed that they carry same risk and rewards. The Group has considered domestic and exports markets as geographical segments and accordingly disclosed these as separate segments. The geographical segments considered for disclosure are as follows:

- Sales within India includes sales to customers located within India
- Sales outside India includes sales to customers located outside India

The following is the distribution of the Group's consolidated revenue of operations by geographical market, regardless of where the goods were produced:

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Turnover (gross)		
Domestic	**135,387.12**	117,445.02
Overseas	**957.46**	1,083.64
Total	**136,344.58**	118,528.66
	For the year ended 31 March 2016	**For the year ended 31 March 2015**
Trade receivables		
Domestic	**3,613.25**	5,556.06
Overseas	**147.58**	81.28
Total	**3,760.83**	5,637.34

All other assets (other than trade receivables) used in the Group's business are located in India and are used to cater both the customers (domestic and overseas), accordingly the total cost incurred during the period to acquire tangible and intangible fixed assets has not been disclosed.

38 Share based compensation

(A) The Company has issued stock options to its employees in accordance with the Company's Employee Stock Option Scheme 2006 and 2008. Both the Schemes are administered by the Compensation Committee constituted pursuant to SEBI (Share based employee benefits) Regulations, 2014. All the permanent employees of the company and the subsidiaries, including Directors but excluding promoters of the Company are eligible to participate in the Schemes. The Committee grants stock options to the employees at its discretion depending upon criteria such as role/designation of the employee, length of service with the company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Committee.

The stock option shall vest proportionately over the period of 5 years from the date of grant in the ratio of 15% for the first year, 20% for second to forth year and 25% for the fifth year. The options would be granted at the exercise price that is equivalent to the prevailing market price at the time of grant. The exercise price, in cash, is paid by the employee at the time of exercise of the stock option. The option lapses if not exercised within a period of 3 years from the date of vesting of option. The lapsed option is available for being re-granted/ re-issue at a future date. The maximum number of options that may be granted to any specific employee is upto 0.5 % of the issued capital of the company.

Pursuant to sub division of shares of the Company, the employees are entitled to 2 equity shares of Rs. 5 each for each option held by them. (Refer note 3a for details)

ESOP Scheme	Members approval	Number of options
ESOP Scheme-2006	January 25, 07	314,000
ESOP Scheme-2008	July 1, 08	Not more than 5% of the paid up equity shares capital of the company as on 31.03.2012

Date of Grant	Number of options granted	Exercise Price (Rs. in absolute term)	Market price (Rs. in absolute term)
ESOP Scheme-2006			
25.01.2007	257,000	Rs 30.62	Rs 30.62
25.08.2007	57,000	Rs 44.20	Rs 44.20
ESOP Scheme-2008			
08.02.2010	867,461	Rs 54.95	Rs 54.95
05.08.2010	361,250	Rs 120.65	Rs 120.65

(B) Summary of stock options

	For the year ended March 31, 2016		For the year ended March 31, 2015	
	No.	Weighted Average Exercise Price	No.	Weighted Average Exercise Price
Options outstanding at the beginning of the year	**307,813**	**72.83**	501,475	72.83
Options granted during the year	**NIL**	**NIL**	NIL	NIL
Options forfeited / lapsed during the year	**22,660**	**120.06**	71,236	83.91
Options exercised during the year	**99,941**	**241.20**	122,426	153.97
Options outstanding at the end of the year	**185,212**	**85.25**	307,813	77.97
Options exercisable at the end of the year	**185,212**	**85.25**	276,088	73.07

(C) Weighted average shares price on the date of exercise of the options is Rs. 241.20 (Previous year Rs. 153.97)

(D) Range of exercise price and weighted average remaining contractual life of stock options outstanding

For the year ended March 31, 2016			For the year ended March 31, 2015		
Number of stock options outstanding at the year end	Range of exercise price	Weighted average remaining contractual life	Number of stock options outstanding at the year end	Range of exercise price	Weighted average remaining contractual life
0	**-**	**0 years**	0	-	0 years
0	**-**	**0 years**	0	-	0 years
99802	**54.95**	**1.39 years**	199948	54.95	2.14 years
76635	**120.65**	**1.41 years**	107865	120.65	1.88 years

(e) Weighted average fair value of options: The fair value of each option is estimated using the Black Scholes model after applying the following weighted average assumptions:-

	For the year ended March 31, 2016	For the year ended March 31 , 2015
Risk free interest rate	*	*
Expected life	*	*
Expected Volatility(%)	*	*
Expected Dividend (%)	*	*
Price of underlying shares in the market at the time of option grant	*	*

*Not applicable since the Company has not granted stock options during the year

(f) The Company had been using intrinsic value method of accounting ESOP expenses as prescribed by SEBI (Share based employee benefits) Regulations, 2014 and the Guidance Note on Accounting for Employee Share-based Payments, to account for stock options issued under the Company's stock option schemes. Under this method, compensation expenses are recorded on the basis of excess of the market price of share at the date of grant of option over exercise price of the option.

There would be no impact on the profit or earnings per share had the company used the fair value of the options as the method of accounting instead of intrinsic value as the fair value is less than the intrinsic value of the option.

39 Imported and indigenous raw material, components and spare parts consumed

	For the year ended March 31, 2016		For the year ended March 31, 2015	
	% of total consumption	Amount	% of total consumption	Amount
Raw material and components				
Imported	**21.82%**	**17,329.71**	3.07%	2,289.34
Indigenous	**78.18%**	**62,083.79**	96.93%	72,230.45
	100.00%	**79,413.50**	100.00%	74,519.79
Spare parts				
Imported	**0.48%**	**19.91**	0.45%	16.07
Indigenous	**99.52%**	**4,133.61**	99.55%	3,585.85
	100.00%	**4,153.52**	100.00%	3,601.92

40 Derivative instruments and unhedged foreign currency exposure

(a) Particulars of foreign currency forward contracts outstanding

		As at March 31, 2016		As at March 31, 2015	
Particulars	Currency	Foreign currency amount in lakhs	Amount (Rs. Lakhs)	Foreign currency amount in lakhs	Amount (Rs. Lakhs)
Long term loans	Euro	**10.85**	**814.79**	-	-

Particulars of unhedged foreign currency exposure

		As at March 31, 2016		As at March 31, 2015	
Particulars	Currency	Foreign currency amount in lakhs	Amount (Rs. Lakhs)	Foreign currency amount in lakhs	Amount (Rs. Lakhs)
Trade receivables	USD	**2.22**	**146.80**	1.30	81.28
Trade payables	USD	**1.24**	**85.19**	2.61	163.67
	EURO	**1.97**	**147.72**	-	-
	JPY	**8.89**	**5.25**	-	-
Loans	EURO	**-**	**-**	19.87	1,243.53
	USD	**-**	**-**	186.39	97.13

41 Employee benefits

The Group operates two plans viz gratuity and long term service awards for its employees. Under the gratuity plan every employee who has completed atleast five years of service gets Gratuity on departure @15 days of last drawn salary for each completed year of service. The scheme is funded with an Insurance Company in the form of a qualifying insurance policy. Under long term service award the employee is entitled to a fixed amount on completion of ten years and fifteen year of service. The Scheme of long term service award is unfunded.

The following table summarise the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for gratuity.

Balance Sheet	**March 31, 2016**	**March 31, 2015**
Changes in the present value of the defined benefit obligation are as follows:		
Obligations at the beginning of the year	**480.55**	418.55
Service Cost	**80.56**	67.58
Interest Cost	**38.98**	36.10
Actuarial (gain) / loss	**(28.56)**	(18.83)
Benefits paid	**(15.13)**	(22.85)
Obligations at the end of the year	**556.40**	480.55
Changes in the fair value of the plan assets are as follows:		
Fair value of planned assets at the beginning of the year	**239.32**	226.99
Expected return on plan assets	**17.66**	19.42
Contributions	**6.07**	15.76
Benefits paid	**(13.33)**	(22.85)
Actuarial gain / (loss) on planned assets	**0.43**	-
Fair value of planned assets at the end of the year	**250.15**	239.32
Net liability recognized	**306.25**	241.23
Statement of profit and loss		
Net employee benefit expense recognised in the employee cost		
Gratuity cost for the year		
Current service cost	**80.56**	67.58
Interest cost on obligation	**38.98**	36.10
Expected return on planned assets	**(17.66)**	(19.42)
Net actuarial (gain) /losses	**(28.99)**	(18.83)
Net expense to be recognised	**72.89**	65.43
Assumptions used in accounting for the gratuity plan		
Discount rate	**7.94%**	7.78%
Expected rate of salary increase	**6.00%**	6.00%
Expected rate of return on planned assets	**7.94%**	8.50 %
Normal retirement age	**58 years**	58 years
The Group expects to contribute Rs. 284.27 (previous year Rs. 249.17) to gratuity in next year.		
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:		
Investments with insurer	**100%**	100%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Experience adjustments:

The disclosure relating to experience adjustments have not been given in the financial statements, the management is of the view that the same will not be material to the overall financial statement disclosure and presentation.

42 CSR expenditure

	For the year ended March 31, 2016	**For the year ended March 31, 2015**
(a) Gross amount required to be spent by the Company during the year	45.29	54.29
(b) Amount spent during the year on other than construction of assets	53.16	56.43

43 Additional information pursuant to Schedule III of Companies Act 2013, “General instructions for the preparation of consoilidated financial statements” for financial year 2015-16

		As at March 31, 2016				As at March 31, 2015			
S. No.	Name of the Entity	Net Assets, i.e., total assets minus total liabilities		Share in Profit		Net Assets, i.e., total assets minus total liabilities		Share in Profit	
		As % of consolidated net assets	Amount (Rs. in lacs)	As % of consolidated profit or loss	Amount (Rs. in lacs)	As % of consolidated net assets	Amount (Rs. in lacs)	As % of consolidated profit or loss	Amount (Rs. in lacs)
	Jamna Auto Industries Limited (Consol)	100.00	24,218.09	100.00	7,150.37	81.11	19,642.36	100.00	2,938.40
1	Parent Company	83.92	20,323.41	52.98	3,788.48	73.20	14,378.10	23.69	696.13
2	India Subsidiary	16.08	3,894.83	47.02	3,361.89	26.80	5,264.29	76.31	2242.26
3	Foreign Subsidiary	-	-	-	-	-	-	-	-
4	Minority interests in the subsidiaries	(0.00)	(0.15)	-	-	(0.00)	(0.03)	-	-
	Total	**100.00**	**24,218.09**	**100.00**	**7,150.37**	**100.00**	**19,642.36**	**100.00**	**2,938.39**

Note: Above figures for net assets and share in profit of entities are after elimination of all intra group transactions.

44 The Company was allotted a land at Chennai by State Industrial Promotion Corporation of Tamilnadu Limited (SIPCOT). As per the agreement with SIPCOT, the Company was required to start production within 24 months of allotment. The said period expired in March 2014 and the Company applied for extension upto December 31, 2014 which was approved by SIPCOT. During previous year, the Company started construction of building and further requested for an extension, on which no response from SIPCOT was received. During the year, the Company has completed construction of the building and shifted machinery from its existing plant. The Company has started trial production at new location and expect to start regular production soon. Subsequent to year end, the management has informed SIPCOT about the current situation, however, no response from SIPCOT has been received till date. The management on the basis of discussion, is confident that it shall be able to resolve the issue with SIPCOT amicably and no provision is required in this regard.

45 Capital work in progress includes a proprety amounting to Rs. 913 (Previous year: Rs. Nil) which is not in the name of the LLP, though the same is in its possession for fitment. The LLP had taken an advance of Rs. 780 against sales of the said property, therefore, the same ws disclosed under assets held for sale till last year. This advance has been repaid during the year accordingly it has been dislcosed in capital work in progress

46 During the shifting of one plant, the management identified certain assets having book value of Rs. 907.99, which are no longer actively usable and has accordingly provided for accelerated depreciation on the same.

47 Provision for contingencies includes:

(a) Rs. 220 relates to claims raised by one of the suppliers of the Company and challenged by the Company;
(b) Rs. 108 relates to possible losses in respect of other matters.

48 Previous year figures have been regrouped / reclassified, where necessary, to conform to this year's classification.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per **Vikas Mehra**
Partner
Membership No.: 94421

Place: New Delhi
Date: May 20, 2016

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

H.S. Gujral
Executive Director
DIN : 00518705

Praveen Lakhera
Company Secretary

Vivek Bhatia
Chief Financial Officer

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