

**WABCO-TVS (INDIA) Limited**

Regd. Office: "Jayalakshmi Estates", No.29, Haddows Road, Chennai 600 006.

**AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH 2009**

(Rs. in lakhs)

S. No	Particulars	Year ended	
		31.03.2009	31.03.2008
		Audited	Audited
		(1)	(2)
1	(a) Net Sales/Income from operations	42,594.58	53,433.91
	(b) Other Operating Income	1,770.08	1,093.52
	Total Income(a+b):	44,364.66	54,527.43
2	Expenditure		
	a. (Increase)/decrease in stock in trade and work in progress	(193.54)	(213.62)
	b. Consumption of materials	24,811.32	30,835.84
	c. Employees cost	5,025.30	4,513.41
	d. Depreciation	1,393.21	1,011.71
	e. Other expenditure	7,600.59	7,742.40
	f. Total	38,636.88	43,889.74
3	Profit from Operations before Other Income, Interest & Exceptional items (1-2)	5,727.78	10,637.69
4	Other Income	213.12	127.64
5	Profit before interest & Exceptional Items (3+4)	5,940.90	10,765.33
6	Interest (Net of receipts)	685.42	328.68
7	Profit after interest but before Exceptional Items (5-6)	5,255.48	10,436.65
8	Exceptional Items	-	-
9	Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)	5,255.48	10,436.65
10	Tax Expense	1,703.27	3,452.59
11	Net Profit (+) / Loss (-) from Ordinary Activities after tax (9 -10)	3,552.21	6,984.06
12	Extraordinary Item (net of tax expense Rs. )	-	-
13	Net Profit (+) / Loss (-) for the period (11 - 12)	3,552.21	6,984.06
14	Paid up equity share capital ( Face Value of the Share is Rs.5/- each)	948.38	948.38
15	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	18,817.52	15,820.10
16	Earning Per Share (EPS)		
	a. Basic and Diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	18.73	36.82
	b. Basic and Diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	18.73	36.82
17	Public Shareholding		
	- Number of Shares of Rs.5/- each	3,793,520	3,793,520
	- Percentage of Shareholding	20*	20
		*Since increased to 25% consequent to the divestment of 5% on 10th July 2009 by the promoters.	
18	Promoters and Promoters Group Shareholding		
	a. Pledged / Encumbered		
	- Number of shares	Nil	-
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	Nil	-
	- Percentage of shares (as a % of the total share capital of the company)	Nil	-
	b. Non-encumbered		
	- Number of shares	15,174,064	-
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	100	-
	- Percentage of shares (as a % of the total share capital of the company)	80 **	-
		**Since reduced to 75% consequent to the divestment of 5% on 10th July 2009.	

**Notes:**

- The Company operates in only one segment, namely automotive components.
- The Company has earlier submitted and published unaudited financial results for the quarter / year ended 31st March 2009 in terms of clause 41 of the listing agreement
- The above annual audited financial results for the year ended 31st March 2009 have been reviewed by the audit committee of the board and approved by the board at its meeting held on 27th August 2009.
- In terms of the Scheme of Arrangement between the Company and Sundaram-Clayton Ltd, Chennai and their respective shareholders and creditors (the scheme) sanctioned by the Hon'ble High Court of Madras on 20th February 2008, on 3rd June 2009, the transfer of shares between the promoters have been completed as envisaged in the said scheme. Accordingly, Clayton Dewandre Holdings Ltd, Rotterdam (CDH) acquired 67,95,684 equity shares of Rs 5/- each from the Indian promoters constituting 35.83% of the paid up capital of the Company. With this acquisition, CDH's holding has increased to 75% of the paid up capital of the Company. The Company has become a subsidiary of CDH. Similarly the Indian promoters have disinvested balance 5% to the public on 10th July 2009.
- Status of investors complaints: No of complaints received and disposed during the quarter ended 30th June 2009 - 1. No of complaints lying unresolved at the time of commencement and at the end of the quarter- Nil.
- The board of directors has approved amendments to certain Articles of Association of the Company deleting references to the rights conferred upon the promoters, subject to the approval of the shareholders at the ensuing annual general meeting of the Company.
- The register of members and the share transfer register will remain closed for a period of 3 days from 22nd September 2009 to 24th September 2009 (both days inclusive) for the purpose of annual general meeting of the company.
- The figures for the previous year have been regrouped wherever necessary to conform to the current year's classification.

Chennai  
27th August 2009Signed  
Chairman