

# LEEL ELECTRICALS LIMITED

(Formerly Lloyd Electric & Engineering Limited)

159, Okhla Industrial Estate, Phase - III, New Delhi -110 020 (INDIA)

Phone : +91-11-40627200, 40627300 Fax: +91-11-41609909

Website: www.lloydengg.com e-mail: [investor.relation@lloydengg.com](mailto:investor.relation@lloydengg.com)

CIN: L29120UP1987PLC091016

May 30, 2017

The Manager  
Listing Department  
The BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
"Exchange Plaza"  
Bandra-Kurla Complex, Bandra (E)  
Mumbai 400 051

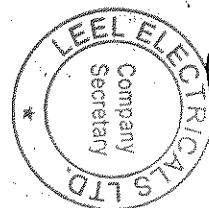
Scrip Code: 517518

NSE Symbol: LLOYDELENG

## Sub: Outcome of the Board Meeting held today i.e. May 30, 2017

This is to inform you that the Board of Directors of the Company at its meeting held today i.e. 30 May, 2017, inter-alia have considered and approved the following items:

- 1) Approved the Audited Standalone Financial Result for the quarter and financial year ended March 31, 2017 and Audited Consolidated Financial Results for Financial Year ended March 31, 2017. The same in prescribed format is enclosed as **Annexure 1**;
- 2) Audit Reports (Standalone & Consolidated) of the Auditors on the above Financial Results in pursuance of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is enclosed as **Annexure 2**;
- 3) Recommendation of final Dividend of Rs.1.50 per equity share of the face value of Rs.10 each (15%), aggregating to Rs.7.28 Crores (including dividend distribution tax) for the financial year 2016-17, subject to the approval of the shareholders in the ensuing Annual General Meeting (AGM) of the Company and will be paid within 30 days of conclusion of AGM;
- 4) Declaration of special dividend of Rs.20 per equity shares of the face value of Rs.10 each (200%) out of proceeds of sale of Consumer Durable Business, aggregating to Rs.97.08 Crores (including dividend distribution tax). The record date for the purpose of payment of special dividend has been fixed as June 09, 2017 and the dividend shall be paid on or before 30 days from the date of declaration.
- 5) Re-appointment of Mr. Bharat Raj Punj as Deputy Managing Director for the period of 5 years w.e.f. August 8, 2017, subject to the approval of shareholders in the ensuing AGM.



We hereby declare that Audit Report issued by M/s. Suresh C. Mathur & Co. Statutory Auditors of the Company for both standalone and consolidated financial results for the year ended March 31, 2017 is unmodified and unqualified.

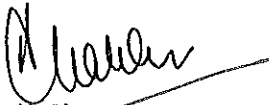
The board meeting commenced at 05:00 PM and concluded at 07:30 PM.

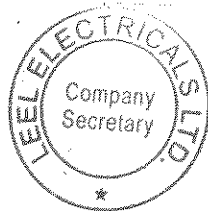
This is for your kind information and record please.

Kindly acknowledge the receipt.

Thanking You,

Yours faithfully,  
For LEEL Electricals Ltd.

  
Anita K. Sharma,  
Company Secretary  
Encl: a/a



**LEEL ELECTRICALS LIMITED**

(Formerly Lloyd Electric &amp; Engineering Limited)

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CIN: L29120UP1987PLC091016

**LEEL ELECTRICALS LIMITED**

(Formerly known as Lloyd Electric &amp; Engineering Ltd.)

Regd. Office: Unit No. 8, Block-B, Old District Courts Complex, Industrial Area, Phase-II, Noida, Uttar Pradesh- 201305 Ph: 0120-4098444

AUDITED FINANCIAL RESULTS FOR THE QUARTER &amp; YEAR ENDED MARCH 31, 2017

(Rs. In crores)

Particulars	Standalone Quarter ended			Standalone (year ended)		Consolidated (year ended)	
	31.03.2017	31.12.2016	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
	(Audited)	(Un-audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
<b>1</b>	<b>Income</b>						
a)	Gross Sales/ Income from operations	1,047.37	536.28	802.45	3,013.82	2,386.69	3,358.24
b)	Other operating Income	3.76	2.65	0.68	8.61	0.94	8.61
c)	Revenue from operations (a+b)	1,051.13	538.93	803.13	3,022.43	2,387.63	3,366.85
d)	Other Income	0.97	0.31	0.47	1.98	1.05	8.92
e)	Total Income	1,052.10	539.24	803.60	3,024.41	2,388.68	3,375.77
<b>2</b>	<b>Expenses</b>						
a)	Cost of materials consumed	837.97	411.37	597.22	2,198.77	1,704.59	2,406.12
b)	Purchases of stock-in-trade	52.98	69.41	91.90	270.13	142.74	270.13
c)	Changes in inventories of finished goods, work in progress and stock-in-trade	(17.46)	(55.75)	(76.03)	(62.14)	(4.91)	(57.16)
d)	Excise duty on sale of goods	12.01	7.18	15.27	45.12	51.98	45.12
e)	Employee benefits expense	31.19	19.93	20.94	96.69	72.15	178.77
f)	Finance costs	38.69	27.99	32.10	118.89	105.30	119.95
g)	Depreciation and amortisation expense	11.63	8.25	10.70	35.98	33.20	48.95
h)	Other expenses	49.20	42.24	44.91	202.00	158.36	259.61
	Total Expenses	1,016.21	530.62	737.01	2,905.44	2,263.41	3,271.49
<b>3</b>	Profit(+) / Loss(-) from Operations before Exceptional Items (1-2)	35.89	8.62	66.59	118.97	125.27	104.28
<b>4</b>	Exceptional Items	-	-	(45.80)	-	(45.80)	-
<b>5</b>	Profit before Tax	35.89	8.62	20.79	118.97	79.47	104.28
<b>6</b>	Tax expense	13.33	2.12	11.08	33.83	23.65	34.29
<b>7</b>	Net Profit for the period (5-6)	22.56	6.50	9.71	85.14	55.82	69.99
<b>8</b>	<b>Other Comprehensive Income</b>						
	(I) Items that will be reclassified to profit or loss	(0.26)	(0.07)	(0.24)	0.12	0.71	0.12
	(II) Income tax on items that will be reclassified to profit or loss	0.23	-	0.25	0.23	-	0.23
	Other Comprehensive Income (Net of tax)	(0.03)	(0.07)	0.01	0.35	0.71	0.35
<b>9</b>	Total Comprehensive Income for the period (7+8)	22.53	6.43	9.72	85.49	56.53	70.34
<b>10</b>	Paid-up Equity Share capital (face value of Rs. 10/- each)	40.34	40.34	36.21	40.34	36.21	40.34
<b>11</b>	Reserves excluding Revaluation Reserves	-	-	-	880.78	758.04	859.84
<b>12</b>	Basic & Diluted Earning per share (Rs.) (Nominal Value Rs.10 per share) (*not annualised)	5.59	1.59	2.68	21.19	15.61	17.44

For LEEL Electricals Limited

Whole Time Director

SEGMENT WISE REVENUE AND RESULTS FOR THE QUARTER & YEAR ENDED 31ST MARCH 2017

(Rs. In Crore)

Particulars			Standalone Quarter ended			Standalone (year ended)	
			31.03.2017	31.12.2016	31.03.2016	31.03.2017	31.03.2016
			(Audited)	(un-audited)	(Audited)	(Audited)	(Audited)
1	SEGMENT REVENUE						
	a)	Consumer Durables	643.18	306.14	498.04	1,885.46	1,337.19
	b)	OEM & Packaged Airconditioning	405.21	137.72	359.80	936.01	879.78
	c)	Heat Exchangers & Components	180.12	135.34	137.98	603.93	611.01
		Sub-Total (a+b+c)	1,228.51	579.20	995.82	3,425.40	2,827.98
		Less: Inter Segment Revenue	181.14	42.92	193.37	411.58	441.29
		Gross Sales/Income from Operations	1,047.37	536.28	802.45	3,013.82	2,386.69
2	SEGMENT RESULTS						
	(PROFIT (+)/ LOSS (-))						
	a)	Consumer Durables	33.51	16.77	40.52	120.94	105.65
	b)	OEM & Packaged Airconditioning	26.52	6.49	28.97	59.74	50.15
	c)	Heat Exchangers & Components	15.93	14.64	31.70	66.09	81.77
		Sub-Total (a+b+c)	75.96	37.90	101.19	246.77	237.57
		Less					
	a)	Finance cost	38.69	27.99	32.10	118.89	105.30
	b)	Other un-allocable expenditure net of unallocable income	1.38	1.29	2.50	8.91	7.00
	c)	exceptional Items		-	45.80		45.80
		Operating Profit before Tax	35.89	8.62	20.79	118.97	79.47
3	Segment Assets *		-	-	-	-	-
4	Segment Liabilities*		-	-	-	-	-

\* As certain assets of the Company including manufacturing facilities are often deployed interchangeably across segments, It is impractical to allocate these assets and liabilities segment wise.

NOTES:

- During the quarter under review, the Company had following Business Segments as its Primary reportable segments -a) Consumer Durables b) OEM & Packaged Airconditioning c) Heat Exchangers & Components
- The above audited results had been reviewed by the Audit committee and subsequently approved by the Board of Directors ("Board") at their respective meetings held on May 30, 2017.
- The Company has adopted Indian Accounting Standards ("Ind-AS") from 1st April, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in the Ind AS prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules Issued thereunder and other accounting principles generally accepted in India. The financial results for the quarter and twelve months ended March 31, 2016 have also been recast as per the recognition and measurement principles laid down in Ind-AS. The transition was carried out from Accounting Standards as prescribed under section 133 of the Companies Act, 2013 read with the relevant rules Issued thereunder.

For LEEEL Electricals Limited

Whole Time Director

- 4 Reconciliation of net profit, sale and equity between financial results as per Ind AS and as per previously reported under 'Previous GAAP for the quarter /year are as under;

(i) Net Profit

S. No.	Particulars	(Rs. In Crores)		
		Standalone		Consolidated
		Quarter ended March'16	12 Month ended March 2016	12 Month ended March 2016
	Net profit as reported under Previous GAAP	8.63	56.06	41.94
1	Effect of accounting for financial assets at amortised cost using (i) Interest cost	(0.18)	(0.79)	(0.79)
	(i) reversal of upfront fee	-	0.17	0.17
2	Effect of accounting for financial assets at amortised cost using (i) Initial fair valuation of financial assets	(0.03)	(0.12)	(0.12)
	(ii) Interest Income	0.01	0.08	0.08
3	Provision for expected credit losses	(0.13)	(0.30)	(0.30)
4	Effect of discounting of security deposit paid			
	Rent expense	-	(0.01)	(0.01)
	Other Income	-	0.01	0.01
5	Defined Benefit Obligation	1.39	-	-
6	Effect of MTM of forward cover derivative	(0.28)	(0.28)	(0.28)
7	Reversal of Provision of diminution on Investment	(0.53)	(0.53)	(0.53)
8	Other adjustments	1.45	1.45	1.45
9	Deferred tax Impact of above adjustment	(0.62)	0.07	0.07
	Net profit for the period under Ind AS	9.71	55.82	41.70
10	Other comprehensive income			
	(i) fair value gain of investments	0.48	0.71	0.71
	(ii) Actuarial gain or losses on defined benefit plans	(0.47)	-	-
	Total Comprehensive Income under Ind AS as reported	9.72	56.53	42.41

(ii) Sales

Particulars	(Rs. In Crores)	
	Quarter ended March' 16	12 months ended March '16
Net Sales/Income from Operations (Net of excise duty) under previous	809.93	2,382.53
Less: Scheme & Discount	(22.07)	(46.88)
Add: Excise duty Charged on Sale	15.27	51.98
Gross Sales/Income from Operations (Including excise duty) under Ind AS	803.13	2,387.63

(ii) Equity Reconciliation

Particulars	(Rs. In Crores)
	Standalone
	As at 31.03.2016
Total equity reported under Previous Indian GAAP	788.08
Ind AS Adjustments	
Effect of accounting for the financial liabilities at amortise	1.73
Fair value gain on financial assets	(0.65)
Fair value of Investment through OCI	0.60
Expected Credit Loss on trade receivable	(1.44)
Effect of accounting for proposed dividend	5.66
Deferred tax liability on Land Revaluation	(0.12)
MTM of Forward contract	-0.28
Other adjustment	1.03
Effect of deferred Tax	(0.13)
Net Ind AS adjustments	6.40
Total equity under Ind AS	794.48

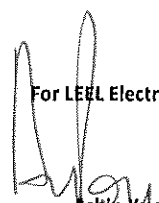
For LEEEL Electricals Limited

Whole Time Director

- 5 The Company has concluded on May 08, 2017, the Sale of Consumer Durable Business alongwith its brand "LLOYD" ('CDB') as a going concern on slump basis to Havells India Limited for an enterprise value of Rs. 1550 crores subject to closing adjustment.
- 6 Pursuant to the aforesaid sale, the Company has changed its name to LEEL Electricals Limited w.e.f. May 23, 2017 vide fresh certificate of Incorporation issued by ROC, Kanpur, Uttarpradesh. The Company is in the process of filing the post name approval application with the stock exchanges for their necessary approvals.
- 7 The Board has declared a special dividend (one time dividend) of Rs.20 per equity shares of the face value of Rs.10 each (200%) out of proceeds of sale of Consumer Durable Business, aggregating to Rs.97.08 Crores (including dividend distribution tax). The record date for the purpose of payment of special dividend has been fixed as June 09, 2017 and the dividend shall be paid on or before 30 days from the date of declaration.
- 8 The Board has also recommended final Dividend of Rs.1.50 per equity share of the face value of Rs.10 each (15%), aggregating to Rs.7.28 Crores (including dividend distribution tax) for the financial year 2016-17, subject to the approval of the shareholders in the ensuing Annual General Meeting(AGM) of the Company and will be paid within 30 days of conclusion of AGM;
- 9 The Consolidated Audited Financial Results includes the financial results of the overseas subsidiaries namely; Lloyd Colls Europe s.r.o.; Janka Engineering s.r.o. ; Noske Kaeser Rail & Vehicle Germany GmbH, Consolidated Financial Result of Noske Kaeser Rail & Vehicles New Zealand Limited (includes financials of its two subsidiaries viz; Noske-Kaeser Rail & Vehicle Australia Pty Ltd and Noske-Kaeser Empreendimentos e Participações do Brasil Ltda.). Noske Kaeser US Rail & Vehicle LLC was not considered for the purpose of consolidation as it is yet to commence its operations.
- 10 The figures for the last quarter are the balancing figures between audited figures in respect of full financial year and the unaudited published year to date figures upto to the third quarter of the current financial year which were subjected to limited review.
- 11 The figures for the previous periods have been regrouped/recast wherever necessary to make them comparable with the figures of the current period.
- 12 The Statement of Assets & Liabilities Is annexed as Annexure A.

Date: 30.05.2017  
Place: New Delhi

For LEEL Electricals Limited

  
Aashin Kumar Roy  
Wholetime Director  
DIN: 01475456

**LEEL ELECTRICALS LIMITED**  
(Formerly Known as Lloyd Electric & Engineering Ltd.)

Rs. In crores

Standalone Statement of Assets and Liabilities		Standalone for year ended			Consolidated for year ended		
		As at 31 March 2017	As at 31 March 2016	As at 1 April 2015	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
1	<b>ASSETS</b>						
	<b>Non Current assets</b>						
a	Property, Plant and Equipment	317.72	320.28	310.07	400.30	408.92	399.21
b	Capital Work In Progress	10.13	6.70	7.69	10.37	9.61	9.89
c	Other Intangible Assets	1.28	3.04	4.66	6.13	9.34	8.15
d	<b>Financial Assets</b>						
	(i) Investments	108.45	105.72	90.00	2.38	1.59	2.14
	(ii) Loans	6.90	7.59	2.76	2.80	3.24	2.76
	(iii) Other Financial assets	0.21	0.23	0.33	0.21	0.23	0.33
e	Deferred Tax Assets (Net)	-	-	-	-	-	-
f	Other non current Assets	-	0.01	0.02	0.00	0.14	1.29
	<b>Total non-current assets</b>	<b>444.70</b>	<b>443.59</b>	<b>415.52</b>	<b>422.19</b>	<b>433.08</b>	<b>423.76</b>
	<b>Current Assets</b>						
a	Inventories	992.00	876.91	719.31	1,048.63	938.93	772.34
b	<b>Financial Assets</b>						
	(i) Trade Receivables	693.60	597.14	456.98	759.85	674.22	523.74
	(ii) Cash and Cash equivalents	89.64	65.37	56.26	94.04	69.73	63.49
	(iii) Bank balance other than (iii) above	1.50	1.18	1.16	4.23	4.98	1.16
	(iv) Loans	1.54	1.54	0.85	1.54	1.54	0.85
	(v) other Financial assets	6.04	6.62	0.04	0.03	0.02	0.04
	Current Tax assets (Net)	-	-	6.90	13.97	15.79	24.41
c	Other Current Assets	111.28	75.07	98.41	118.60	83.47	102.09
	<b>Total current assets</b>	<b>1,895.61</b>	<b>1,623.83</b>	<b>1,339.90</b>	<b>2,040.89</b>	<b>1,788.68</b>	<b>1,488.11</b>
	<b>Total ASSETS</b>	<b>2,340.31</b>	<b>2,067.42</b>	<b>1,755.42</b>	<b>2,463.08</b>	<b>2,221.76</b>	<b>1,911.87</b>
II	<b>EQUITY AND LIABILITIES</b>						
	<b>Equity</b>						
a	Equity Share Capital	40.34	36.21	35.33	40.34	36.21	35.33
b	Other Equity	881.01	758.27	709.13	860.07	746.91	722.83
	<b>Total Equity</b>	<b>921.35</b>	<b>794.48</b>	<b>744.46</b>	<b>900.41</b>	<b>783.12</b>	<b>758.16</b>
	<b>Non Current Liabilities</b>						
	<b>Financial Liabilities</b>						
	(i) Borrowings	50.95	77.26	89.46	51.00	89.91	106.19
	(ii) Provisions	7.09	2.81	3.08	7.21	2.91	3.08
	(iii) Deferred Tax Liabilities	0.65	3.25	3.55	4.63	8.86	9.53
	(iv) Other non current Liabilities	-	-	-	-	-	-
	<b>Total non-current liabilities</b>	<b>58.68</b>	<b>83.31</b>	<b>96.09</b>	<b>62.83</b>	<b>101.68</b>	<b>118.80</b>
	<b>Current Liabilities</b>						
	<b>Financial Liabilities</b>						
	(i) Borrowings	1,025.08	898.31	703.11	1,080.64	806.33	633.37
	(ii) Trade payables	133.02	113.15	104.56	185.51	338.49	258.02
	(iii) Other Financial Liabilities	58.99	89.44	61.53	60.91	67.47	61.74
	Other Current Liabilities	116.94	77.13	44.22	127.75	99.16	57.59
	Short Term Provisions	6.36	6.10	1.46	11.04	9.88	5.11
	Current Tax Liabilities (Net)	19.89	5.49	-	34.00	15.63	19.08
	<b>Total current liabilities</b>	<b>1,360.27</b>	<b>1,189.63</b>	<b>914.88</b>	<b>1,499.84</b>	<b>1,336.96</b>	<b>1,034.91</b>
	<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>2,340.31</b>	<b>2,067.42</b>	<b>1,755.42</b>	<b>2,463.08</b>	<b>2,221.76</b>	<b>1,911.87</b>

For LEEL Electricals Limited

Whole Time Director

**Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To,

**Board of Directors of LEEL Electricals Ltd. (Formerly known as Lloyd Electric & Engineering Ltd.)**

1. We have audited the accompanying Statement of Standalone Financial Results ("Statement") of LEEL Electricals Ltd. (Formerly known as Lloyd Electric & Engineering Ltd.) ("the Company") for the year ended March 31, 2017, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the Indian Accounting Standards prepared under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind AS') and other accounting principles generally accepted in India. Our responsibility is to express an opinion on these financial results based on our audit of such financial statements.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the statement. The procedures selected depend on the Auditors' Judgment including the assessment of the risks of material misstatement of the statement whether due to fraud or error. In making those risk assessment the auditor considers internal control relevant to the company's preparation and fair presentation of the statement in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness on the company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the statement. We believe that our audit provides a reasonable basis for our opinion.

3. We draw your attention to:-

That the Company had, with the approval of Board of Directors in its Board Meeting held on February 18, 2017 and shareholders' approval by way of postal ballot, the result of which was declared on March 24, 2017, sold its Consumer Durables Business alongwith its Brand 'LLOYD' as a going concern on a slump sale basis to Havells India Limited. The aforesaid transaction was concluded on May 8, 2017 for a consideration of ₹ 1,550 Crores subject to closing adjustments. The sale of the Consumer Durables Business will not have any impact on the Company's existing B2B air conditioning business.

Cont....2



-2-

Pursuant to aforesaid sale, the Company has also changed its name from 'Lloyd Electric & Engineering Ltd.' to 'LEEL Electricals Ltd.' with the approval of Central Government on May 23, 2017.

This is the material event occurred between the end of the financial year of the Company to which financial statements relate and the date of this report.

4. In our opinion and to the best of our information and according to the explanations given to us this statement:
  - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 in this regard; and
  - (ii) give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2017 as well as the year to date results for the period from April 01, 2016 to March 31, 2017.
5. The statement includes the results for the quarter ended March 31, 2017 being the balancing figure between audited figures in respect of full financial year and published year to date figures upto to the third quarter of the current financial year which were subjected to limited review by us.

Place: New Delhi  
Date: 30.05.2017



For Suresh C. Mathur Co.  
Chartered Accountants  
FRN 000891N

*Brijesh C. Mathur*  
30.5.17

**Brijesh C. Mathur**  
(Partner)

(Mem. No: 083540)

**Auditor's Report On Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

To,

Board of Directors of LEEL Electricals Ltd. (Formerly known as Lloyd Electric & Engineering Ltd.)

1. We have audited the Statement of Consolidated Financial Results ("Statement") of LEEL Electricals Ltd. (Formerly known as Lloyd Electric & Engineering Ltd.) ("the Company") for the year ended March 31, 2017, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This statement is the responsibility of the Holding Company's management, our responsibility is to express an opinion on these financial results based on our audit of such financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the statement. The procedures selected depend on the Auditors' Judgment including the assessment of the risks of material misstatement of the statement whether due to fraud or error. In making those risk assessment the auditor considers internal control relevant to the company's preparation and fair presentation of the statement in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness on the company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the statement. We believe that our audit provides a reasonable basis for our opinion.

3. We draw your attention to:-

That the Company had, with the approval of Board of Directors in its Board Meeting held on February 18, 2017 and shareholders' approval by way of postal ballot, the result of which was declared on March 24, 2017, sold its Consumer Durables Business alongwith its Brand 'LLOYD' as a going concern on a slump sale basis to Havells India Limited. The aforesaid transaction was concluded on May 8, 2017 for a consideration of ₹ 1,550 Crores subject to closing adjustments. The sale of the Consumer Durables Business will not have any impact on the Company's existing B2B air conditioning business.



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Pursuant to aforesaid sale, the Company has also changed its name from 'Lloyd Electric & Engineering Ltd.' to 'LEEL Electricals Ltd.' with the approval of Central Government on May 23, 2017.

This is the material event occurred between the end of the financial year of the Company to which financial statements relate and the date of this report.

4. In our opinion and to the best of our information and according to the explanations given to us this Statement for the year ended March 31, 2017:

(I) include the financial results of the following entities;

- Lloyd Coils Europe s.r.o.;
- Janka Engineering s.r.o. ;
- Noske Kaeser Rail & Vehicle Germany GmbH;
- Consolidated Financial Result of Noske Kaeser Rail & Vehicles New Zealand Limited (includes financials of its two subsidiaries viz; Noske-Kaeser Rail & Vehicle Australia Pty Ltd and Noske-Kaeser Empreendimentos e Participações do Brasil Ltda.)

\*Noske Kaeser US Rail & Vehicle LLC was not considered for the purpose of consolidation as it is yet to commence its operations.

(II) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 in this regard;

(III) give a true and fair view of the consolidated net profit and other financial information for the year ended March 31, 2017.

5. We did not audit the financial statements of aforesaid four subsidiaries included in the consolidated financial results for the year ended March 31, 2017 whose financial statements reflect total assets of ₹ 224.04 Crores as at March 31, 2017 and as well as the total revenue of ₹ 364.00 Crores for the year ended March 31, 2017. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the consolidated financial statement for the year ended March 31, 2017 to the extent they have been derived from such financial statements is based solely on the report of such other auditors.

Our opinion is not modified in respect of this matter.

Place: New Delhi

Date: 30.05.2017



For Suresh C. Mathur Co.  
Chartered Accountants  
FRN 000891N

*Brijesh C. Mathur*  
30.5.17  
Brijesh C. Mathur  
(Partner)  
(Mem. No: 083540)