ANNUAL REPORT 2009 - 2010

Board of Directors

GOPAL SRINIVASAN, Chairman S S RAMAN, Whole time Director R. RAMARAJ R R NAIR

Dr. SRIDHAR MITTA

Audit Committee

Dr. Sridhar Mitta, Chairman R. Ramarai

R. Hamaraj R R Nair

Remuneration Committee

Dr. Sridhar Mitta R. Ramaraj R R Nair

Registered Office:

"Jayalakshmi Estates" 29, Haddows Road Cennai 600 006

Auditors

Sundaram & Srinivasan Chartered Accountants.

New No. 4 (Old No. 23), C.P. Ramaswamy Road,

Alwarpet, Chennai - 600 018

Bankers

IDBI Bank Ltd. Yes Bank Ltd. State Bank of India Indian Bank

DIRECTORS' REPORT TO THE MEMBERS

The Directors present their Annual Report of the Company together with the audited statements for the year ended March 31, 2010.

Financial Results

Rs. in Lakhs

| SI. No. | Financial Indicator | 2009-10 (Audited) | 2008-09 (Audited) |
|------------|----------------------------|----------------------|----------------------|
| 1 | Service Income | 3938 | 4289 |
| 2 | Sales | 565 | 328 |
| 3 | Total Income | 4514 | 4712 |
| 4 | Material Cost | 557 | 561 |
| 5 | Operating Cost | 4336 | 4067 |
| 6 | Interest Expenses | 60 | 38 |
| 7 | Total Expenses | 4953 | 4666 |
| 8 | Profit / (Loss) before tax | (439) | 46 |
| 9 | Profit / (Loss) after tax | (439) | 30 |

Operating Results and Business

The Company continues to provide Warranty Management Services to various Brand Owners in three major business verticals viz., Telecom, IT & Peripherals and Banking & Retail, using its authorized service partner network, own service engineers and repair factories.

Total Income for the year dropped by 4% primarily due to a fall in revenue in the Telecom vertical, which could not be fully neutralized in the other verticals.

Operations at the state of art repair factory set up for Nokia settled down during the year and service levels improved through continuous training of workmen.

Telecom

In line with explosive growth of smart phones, the company positioned itself by setting up companyowned service-centers in five major cities. These currently service HTC smart phones, together with Toshiba laptops. Overall telecom vertical, however, had a major setback of service income dropping by more than Rs 700 Lakhs from the previous year's level of Rs 1,920 Lakhs. This happened primarily due to Kinpo, a major customer stopping operations in India and substantial drop in call volumes in Haier and Huawei. Rapid growth in Nokia repair factory earnings and higher parts & accessories sales somewhat cushioned this loss.

The sharp drop of call volumes in cell phones resulted in financial pressure compounding to a receivables crisis. Resultant provision for doubtful debt has been the major contributor for the loss of Rs 439L. Borrowings had to be correspondingly stepped up by over Rs 100L to manage the cash flow needs.

Banking & Retai

Revenue from Annual Maintenance Contracts of ICICI EDC terminals, the largest account in this vertical, witnessed a sharp drop due to substantial reduction in their installed base. The business however succeeded in recovering most of the drop from new accounts.

IT & Peripherals

With sustained improvement in service level, revenues from the Dell account - increased substantially in the year under review. This growth, however, was neutralized by shrinkage of revenue in some of the other accounts.

A good addition to the portfolio was Canon, where we have commenced support for their scanners with the potential for printer support to follow.

Remote Tech Support

With repid growth in installed base of smart phones and computers, Remote Tech Support is a high potential arm for effective customers service from future business perspectives. A decision to enter this domain was taken and a pilot has been launched for Acer Smart Phones.

CSAT

The overall customer satisfaction (CSAT) indices were low at 54%. 67% and 64% respectively for Telecom. Banking & retail and IT verticals. Efforts for improvement are in hand.

Finance

Liquidity was a major area of concern for the business arising out of large delays in receivables from customers affecting payment performances. This in turn, cascaded into delays and less than acceptable service delivery by our network partners. Collections of long outstanding and sound commercial management of contracts have been identified as key focus areas to bring the business back on track. A number of cost saving measures have been identified and action commissioned on them for this purpose.

SCM and Parts Logistics

Improving Supply Chain Management (SCM) and good logisitics for movement of parts have also been identified as major area of improvement to enhance service delivery and achieving customer satisfaction. Work progressed well on CRM (customers relations management) implementation on SAP platform which is planned to be completed in the first half of the next year. Theses will drive efficiencies well in parts movement and call management - the two critical building blocks of our business.

Human Resources

In a challenging business scenario communication with employees was continuous and open. Training of our own employees and those of service provider networks received a lot of attention.

The Company appointed a Chief Operating Office with considerable experience during the last quarter of the financial year ended $31^{\frac{st}{10}}$ March 2010.

Directors

Mr. V A Raghu resigned from the Board with effect from 31st October, 2010. The Board places on record its sincere appreciation for his leadership and guidance during his tenure.

At the board meeting held on 15th May, 2009 Mr. S S Raman was appointed as Managing Directors of the company for a period of three years under section 269 of the Companies Act, 1956 with effect from 1st May, 2009. The same was approved by the shareholders at the annual general meeting held on 4th September, 2009.

At the board meeting held on 24th April, 2010, Mr. S S Raman, Managing Director was re-designated as Whole time director of the Company without any remuneration for the remaining tenure of his office i.e., from 1st April, 2010 to 31st April, 2012 subject to the approval of the shareholders in a general meeting. Requisite resolutions will be placed before the forthcoming Annual General Meeting for the approvel of the appointment of Mr. S S Raman.

Mr. R Ramaraj and Mr. R R Nair, Directors will retire by rotation at the ensuring annual general meeting and being eligible offer themselves for re-appointment.

Committees

Consequent to the resignation of Mr. V A Raghu from the board, the Audit Committee of the board was re-constituted with Dr. Sridhar mitta, Mr. R Ramaraj and Mr. R R Nair as members with effect from 28th January, 2010.

Auditors

M/s. Sundaram & Srinivasan, Charted Accountants, Chennai (Firm Registration No. 004207S), retire at the ensuring Annual general meeting and being eligible offer themselves for re-appointment.

Personnel

As required by the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, the name and other particulars of the employees is set out in Annexure "A" to the Directors' Report.

Energy Conservation & Technology Absorption

Information relating to energy conservation, and technology absorption activities undertaken by the Company in accordance with the provisions of Section 217(1) (e) of the Companies Act, 1956 read with Companies (Disclosures of particulars in the report of Board of Directors) Rules, 1988 given in Annexure "B" to the directors report.

Directors' Responsibility Statement

Pursuant to Section 217(2AA) of the Companies Act, 1956 and based on the representations received from the operating management, the directors hereby confirm that:

- i) in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- the Directors had selected such Accounting Policies and applied them consistently and made judgements 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 (namely 31st March, 2010) and of the profit of the Company for the year;
- the Directors have 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;
- (iv) the Directors have prepared the annual accounts for the year ended 31st March, 2010, on a "going concern" basis.

Acknowledgements

The Directors thank the TVS Investments Ltd, the holding company, company's employees at all levels, customers, vendors, business associates, bankers and others for their continued support to the company.

The directors also thank the Government of India, the Concerned State Governments, Government Departments Agencies for their co-operation.

For and on behalf of the Board

Chennai 29th July, 2010 Gopal Srinivasan Chairman

ANNEXURE "A" to the Directors' Report for the year ended 31⁴ March, 2010

Particulars of employees as per Sec 217(2A) of the Companies Act, 1956

Employed throughout the year

| i | - Inproject time agricus and jet | | | | | | | | |
|----------|----------------------------------|---------|------------------------------|------------|--------------|---|------------|--|-------------------------|
| <u>~</u> | . Name | Age | Designation | Date of | Remuneration | Qualification | Experience | Previous | Previous Employment |
| Š | ď | (Years) | _ | Employment | (Rs.) | | (Years) | Designation | Company Name |
| - | S S Raman* | 58 | Managing Director | 12.10.2007 | 23,73,812 | B.E (Mech), PGDBM & Mast Dip in Bus Admin (Prodn Engg) | 35 | President & Chief Executive Officer | TVS Electronics Limited |
| N | R K Bhat | 49 | 49 VP – Operations | 01.07.2007 | 29,66,873 | B.E (E&C) | 28 | VP - Operations | TVS Electronics Limited |
| 8 | M Ramesh | 52 | GM-Parts and Logistics | 01.07.2007 | 24,33,890 | B.E (Mech) | 29 | GM-Parts and Logistics | TVS Electronics Limited |
| 4 | K Hema Rao | 42 | VP-Supplies & Accessories | 01.04.2009 | 25,28,584 | B.E (E&C) | 20 | Vice President | Harita Academy Limited |

Notes:

1. Years of experience include experience prior to joining the company also.

2. Remuneration comprises of salary, dearness allowances wherever applicable, house rent allowance, special allowance, conveyance allowance conribution to Provident Fund. Super-Annuation Fund, Medical Insurance Premia. Leave travel assistance and other benefits but does not include one time compensation paid under "Voluntary Separation Scheme".

3. Besides, the above employees are entitled to Gratuity as per Rules

4. *Terms of employment of the employee mentioned above is contractual.

5. None of the above employees is related to any of the Directors.

Chennai 29th July, 2010

6. None of the employees either individually or together with spouse or children holds more than two percent of the equity shares of the company

For and on behalf of the Board

Gopal Srinivasan Chairman

Annexure 'B' to the Directors' Report Information as required under section 217 (1) (e) of the Companies Act, 1956.

CONSERVATION OF ENERGY

Timer units and energy savers have been installed to control and optimize energy consumption in most of the electrical appliances at the business places.

TECHNOLOGY ABSORPTION

The company has contractual arrangement with various Original Equipment manufacturers for rendering warranty service for their products.

The company has technical capability to cary on such business. No collaboration agreement is entered into with any party during the period under review.

FOREIGN EXCHANGE OUTGO Travel 2 42 814 Consultancy, Legal fee & Retainers 1,23,600 7,54,708 For and on behalf of the Board Chennai Gonal Srinivasan 29th July, 2010 Chairman

FOREIGN EXCHANGE EARNINGS:

Exports earning on receipt bais

Amount in Rs.

12,90,08,280

2008-09

2009-10

5,83,28,319

Auditors' report to the members of TVS-E Servicetec Limited, Chennal for the year ended 31st March 2010.

We have audited the attached Balance Sheet of M/s. TVS-E Servicetec Limited, "Jayalakshmi Estates", 29, Haddows Road, Chennai - 600 006 as at 31st March, 2010, the Profit & Loss Account for the year ended 31st March, 2010 annexed thereto and the cash flow statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

- We conducted our audit in accordance with the auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our oninion
- 2. As required by the Companies (Auditor's Report) Order, 2003 and amended by the Companies (Auditor's Report) (Amendment) Order, 2004 issued by the Central Government in terms of sub-section (4A) of Section 227 of the Companies Act. 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- Further to our comments in the Annexure referred to above, we state that -
 - (a) We have 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 appears from our examination of those books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement referred to in this report are in agreement with the books of account;
 - In our opinion, the Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this report comply with the accounting standards, referred to in Sub-section (3C) of Section 211 the Companies Act, 1956.
 - On the basis of written representations received from the directors of the company, as on March 31, 2010 and taken on record by the Board of Directors, we report that no director is disqualified from being appointed as a director in terms of clause (g) of subsection (1) of Section 274 of the Companies Act, 1956 on the said date;
 - In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - in so far as it relates to the Balance Sheet, of the state of affairs of the Company as at 31st March, 2010;
 - in so far as it relates to the Profit and Loss Account, of the loss of the company for the year ended 31st March, 2010; and
 - (iii) in so far as it relates to the cash flow statement, of the cash flows for the year ended on that date

For SUNDARAM & SRINIVASAN

M BALASUBRAMANIYAM Partner Membership No.F7945

Chartered Accountants Firm Registration No: 004207S

Annexure referred to in our report of even date on the accounts for the year ended 31st March 2010.

- 1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets.
 - (b) The assets are physically verified, in phases, by the Management during the year as per the 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 physical verification. The discrepancies noticed on such verification have been appropriately dealt with in the books of account of the company.
- 2. (a) The stock of traded goods other than in transit were physically verified during the year by the Management. In our opinion, the frequency of verification is reasonable. In respect of inventory with third parties, which have not been physically verified, there is a process of obtaining confirmation from such parties.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - In our opinion, the company has maintained proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of account.
- 3. (a) During the year, the company has not granted any unsecured loans to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence reporting on rate of interest charged and other conditions does not arise
 - (b) During the year the company has not taken any unsecured loans from the holding company covered in the register maintained under section 301 of the Companies Act, 1956. Hence reporting on rate of interest charged and other conditions does not arise.
- In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, with regard to purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weaknesses have been noticed in the internal control system
- 5. (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the contracts or arrangements that need to be entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956 have been properly entered in the said register.
 - (b) In our opinion and according to the information and explanations given to us, the transactions entered in the register maintained under Section 301 and exceeding during the financial year by Rs.5.00 lakhs in respect of each party have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- The company has not accepted any deposits from the public.
- The company has an internal audit system, which in our opinion, is commensurate with its size and nature of its business.
- The company is not notified under Section 209(1)(d) of the Companies Act, 1956 for maintenance of cost records.
- (a) According to the records provided to us, the company is generally regular in depositing undisputed statutory dues including Provident Fund. Employees' State Insurance. Income-tax, Sales-tax, Service Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. However there were two instances of delay, one with a day's delay and another with ten days' delay in respect of TDS remittance.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, service tax, customs duty, and cess were in

Chenna July XX, 2010

Annexure referred to in our report of even date on the accounts for the year ended 31st March 2010 (Contd.)

arrears, as at 31st March, 2010 for a period of more than six months from the date they became payable.

- 10. The accumulated losses of the company as at the end of the financial year 31st March 2010 are more than fifty percent of its networth computed before such loss. The company has incurred cash loss during the financial year. During the immediately preceding financial year the company had not incurred cash loss.
- 11. Based on our examination and according to the information and explanations given to us, the company has not defaulted in repayment of dues to any financial institution or bank.
- 12. Based on our examination and according to the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- The company is not a chit / nidhi / mutual benefit fund / society and as such clause (xiii) of the order is not applicable.
- 14. The company is not dealing or trading in shares, securities, debentures and other investments. The company does not have any Investment.
- The company has not given any guarantee for loans taken by others from bank or financial institution.

- 16. In our opinion, the term loans were applied for the purpose for which the loans were obtained.
- 17. On the basis of our examination, the company has not used the funds raised on short-term basis for long-term investments.
- During the year, the company has not allotted any shares on preferential basis to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956
- 19. During the year, the company has not issued any debentures.
- 20. During the year, the company has not raised any money by public issue.
- Based on the audit procedures adopted and information and explanations given to us by the
 management, no fraud on or by the company has been noticed or reported during the course
 of our audit.

For SUNDARAM & SRINIVASAN

Chartered Accountants

Firm Regn. No: 004207S

M BALASUBRAMANIYAM
Partner
Membership No.F7945

Chennai July XX, 2010

| Balance Sheet as at 31st March 2 | 2010 | | | |
|--|----------------------------------|--------------|------------------------|--|
| | | | | Amounts in Rupees |
| | Schedule number | | As at 31 March 2010 | As at 31 March 2009 |
| SOURCE OF FUNDS | number. | | | |
| Shareholders' funds | | | | |
| Share capital | I | | 12,00,00,000 | 12,00,00,000 |
| Loans Funds | | | | |
| Secured Loan Unsecured Loan | II III | 5,93,73,415 | | 4,37,37,437 48,97,020 |
| Choosared Loan | | | 5,93,73,415 | 4,86,34,457 |
| D (17 1:13; (A)) | DV. | | | |
| Deferred Tax Liability (Net) | IV | | 1,96,173 | 1,96,173 |
| Total | | | 17,95,69,588 | 16,88,30,630 |
| APPLICATION OF FUNDS | | | | |
| Fixed Assets | | | | |
| Gross Block | | 10,54,17,154 | | 9,02,73,430 |
| Less Depreciation | | 3,28,73,926 | | 2,54,73,567 |
| Net Block | V (a) | 7,25,43,228 | | 6,47,99,863 |
| Capital Work-in-progress-Software | V (b) | 4,20,916 | | 1,17,19,261 |
| Current Assets, Loans & Advances | | | 7,29,64,144 | 7,65,19,124 |
| Inventories | VI | 98,03,975 | | 1,39,49,676 |
| Sundry Debtors | VII | 11,46,66,742 | | 14,63,68,288 |
| Cash and Bank Balances | VIII | 77,23,977 | | 38,94,597 |
| Loans & Advances | IX | 8,28,57,408 | | 5,24,01,933 |
| | (a) | 21,50,52,102 | | 21,66,14,494 |
| Less: Current Liabilities & Provisions | | | | |
| Current Liabilities | X | 15,81,23,878 | | 14,22,79,421 |
| Provisions | XI | 1,63,84,722 | | 41,29,833 |
| | (b) | 17,45,08,600 | | 14,64,09,254 |
| Net current assets | (a) - (b) | | 4,05,43,502 | 7,02,05,240 |
| Debit balance in Profit and Loss account | | | 6,60,61,942 | 2,21,06,266 |
| Total | | | 17,95,69,588 | 16,88,30,630 |
| Notes on accounts | XVI | | | |
| For and on behalf of the board | | | As per our report o | f even date annexed |
| GOPAL SRINIVASAN Chairman | S S RAMAN Whole-time Director | | Ct | ndaram & Srinivasan nartered Accountants Regn. No: 004207S |
| Chennai | | | | ASUBRAMANIYAM Partner |

Membership No.F7945

Profit and Loss Account for the year ended 31st March 2010

| | Schedule number | Year ended 31 March 2010 | Amounts in Rupees Year ended 31 March 2009 |
|--|--------------------|-----------------------------|--|
| INCOME | | | |
| Service Income (Gross) | | 39,37,70,878 | 42,88,83,217 |
| Sales | | 5,64,53,304 | 3,27,94,535 |
| Total | | 45,02,24,182 | 46,16,77,752 |
| Add: Other Income | XII | 11,47,483 | 95,38,676 |
| Total - (A) | | 45,13,71,665 | 47,12,16,428 |
| EXPENSES | | | |
| Consumption of traded items | XIII | 5,56,84,821 | 5,61,22,997 |
| Salaries & Wages, Stores consumed and other expenses | XIV | 41,78,50,469 | 39,00,09,853 |
| Interest | XV | 59,80,531 | 38,01,251 |
| Depreciation | | 1,58,11,520 | 1,66,62,824 |
| Total - (B) | | 49,53,27,341 | 46,65,96,925 |
| Profit/(Loss) before tax | A - B | (4,39,55,676) | 46,19,503 |
| Less: Fringe benefit tax | | - | 16,00,000 |
| Provision for Deferred Tax | | - | 16,00,000 |
| | | (4,39,55,676) | 30,19,503 |
| Profit/(Loss) after tax | | | |
| Add: Balance brought forward from previous year | | (2,21,06,266) | (2,51,25,769) |
| Balance carried to Balance Sheet | | (6,60,61,942) | (2,21,06,266) |
| Notes on accounts | XVI | | |
| Nominal value of each share in Rupees | | 10 | 10 |
| Basic and Diluted Earnings per share in Rupees | | (3.66) | 0.25 |

For and on behalf of the board

As per our report of even date annexed

GOPAL SRINIVASAN Chairman

S S RAMAN Whole-time Director For Sundaram & Srinivasan Chartered Accountants Firm Regn. No: 004207S

Chennai

M. BALASUBRAMANIYAM
Partner
Membership No.F7945

| Schedules | | | Schedules | | |
|---|--------------|--------------|--|----------------------------|-----------------------------------|
| | As at | As at | | As at | As at |
| LOADITAL | 31-Mar-10 | 31-Mar-09 | VI. INVENTORIES* | 31-Mar-10 | 31-Mar-09 |
| I. CAPITAL Authorised | | | Traded Items at cost | 98,03,975 98,03,975 | 1,39,49,676 1,39,49,676 |
| 1,20,00,000 (Last year 1,20,00,000) Equity shares of Rs. 10/- each | 12,00,00,000 | 12,00,00,000 | Ref. Note 1-AS 2 | 90,03,973 | 1,35,45,070 |
| 30,00,000 (Last year 30,00,000) | 12,00,00,000 | 12,00,00,000 | * As certified by Manager Director | | |
| Unclassified shares of Rs. 10/- each | 3,00,00,000 | 3,00,00,000 | VII. SUNDRY DEBTORS - UNSECURED Considered Good | | |
| | 15,00,00,000 | 15,00,00,000 | Debts outstanding for a period exceeding six months | 3,97,59,092 | 9.93.19.846 |
| Issued, Subscribed and paid-up | | | b) Other debts | 7,49,07,650 | 4,70,48,442 |
| 1,20,00,000 (Last year 1,20,00,000) Equity shares of Rs. 10/- each fully paid up | 12,00,00,000 | 12,00,00,000 | , | 11,46,66,742 | 14,63,68,288 |
| (The entire share capital is held by | | | Considered Doubtful | | |
| holding company M/s TVS Investments Limited, Chennai and its nominees) | | | a) Debts outstanding for a period exceeding six months | 4,72,15,526 | 1,14,64,405 |
| Share Application Money | | | b) Other debts | | |
| Share Application Money | | | | 16,18,82,268 | 15,78,32,693 |
| | 12,00,00,000 | 12,00,00,000 | Less: Provision made for Doubtful debts | 4,72,15,526 | 1,14,64,405 |
| II SECURED LOANS | | | | 11,46,66,742 | 146,368,288 |
| From Banks - Short term | 5,40,81,048 | 3,42,00,000 | VIII. CASH AND BANK BALANCES | | |
| - Long term | 52,92,367 | 95,37,437 | a) Cash and cheques on hand | | |
| (Secured by pari passu charge on all current | | | i) Cash on Hand | 414 | - |
| assets (present and future) and first charge on fixed assets of the company) | | | ii) Cheques on Hand | 11,20,054 | 34,15,520 |
| off fixed assets of the company) | 5,93,73,415 | 4,37,37,437 | b) Balances with Schedules Banks | , ., | - , -, |
| | 3,30,70,413 | | i) Deposit accounts | 1,49,000 | 1,40,000 |
| III UNSECURED LOANS | | | ii) Current accounts | 64,54,509 | 3,39,077 |
| From banks | | 48,97,020 | , | 77,23,977 | 38,94,597 |
| | | 48,97,020 | IX. LOANS AND ADVANCES - UNSECURED | | |
| IV. DEFERRED TAX LIABILITY (NET) | | | CONSIDERED GOOD | | |
| Transfer from / (to) Profit & Loss Account | | | i) Advance recoverable in cash or in kind | | |
| Deferred tax liability (Net) consists of : | | | or for value to be received | 3,28,07,999 | 2,08,18,152 |
| a) Liabilities: | | | ii) Deposits | 1,77,78,457 | 1,41,70,841 |
| Tax on depreciation | 6,90,728 | 6,90,728 | iii) Tax deducted at source | 3,22,70,952 8,28,57,408 | <u>1,74,12,940</u> 5,24,01,933 |
| Less: | | | X. CURRENT LIABILITIES | 0,20,07,400 | |
| b) Assets: | | | Sundry Creditors | 15,81,23,878 | 14,22,79,421 |
| Tax on provisions in respect of expenditure | | | Sulfully Stealists | 15,81,23,878 | 14.22.79.421 |
| which will be allowed under Income Tax Act, 1961 only on payment basis | 4,94,555 | 4,94,555 | XI. PROVISIONS | 10,01,20,010 | 17,22,13,721 |
| 1901 Only on payment basis | 4,34,333 | 4,34,335 | i) For Staff benefit schemes | 34,71,287 | 28,81,222 |
| | 1,96,173 | 1,96,173 | ii) For expenses | 1,29,13,435 | 1,248,611 |
| V (a) FIXED ASSETS | | | | 1,63,84,722 | 41,29,833 |
| Ç/ - 112212 | | | | | Amount in Rupees |

Cost of Assets Depreciation Written Down Value Description Additions Transfer/ Up to For the year Transfer/ Up to 31-Mar-10 31-Mar-10 31-Mar-10 01-Apr-09 Sale 31-Mar-09 Sale 31-Mar-09 1,97,13,000 1,97,13,000 1,97,13,000 1,97,13,000 Land Buildings 29,81,524 18,58,142 48,39,666 3,47,844 7,00,391 10,48,235 37,91,431 26,33,680 Plant and Machinery 3,22,30,923 59,32,221 8,00,340 3,73,62,804 29,55,025 26,14,214 3,43,674 52,25,565 3,21,37,239 2,92,75,898 Furniture Fixtures & 1,01,85,574 Office Equipments 1,86,24,979 41,14,007 87,28,488 1,40,10,498 84,39,405 45,87,685 80,67,487 49,59,603 90,50,895 Software 1,67,23,004 1,27,68,182 2,94,91,186 1,37,31,293 79,09,230 2,16,40,523 78,50,663 29,91,711 9,02,73,430 2,46,72,552 95,28,828 10,54,17,154 2,54,73,567 1,58,11,520 84,11,161 3,28,73,926 7,25,43,228 6,47,99,863 Total 6,39,66,749 9,02,73,430 88,10,743 1,66,62,824 2,54,73,567 6,47,99,863 Previous Year 2,63,06,681

V (b) CAPITAL WORK IN PROGRESS

| | | Cost | | | | Cost |
|-------------|--------------------|-----------|-------------|-----------------------------|--------------------|--------------------|
| Description | As at 01-Apr-09 | Additions | Total | Capitalised during the year | As at 31-Mar-10 | As at 31-Mar-09 |
| Land | 2,19,261 | 2,01,655 | 4,20,916 | - | 4,20,916 | 2,19,261 |
| Software | 1,15,00,000 | - | 1,15,00,000 | 1,15,00,000 | - | 1,15,00,000 |
| Total | 1,17,19,261 | 2,01,655 | 1,19,20,916 | - | 4,20,916 | 1,17,19,261 |

Schedules (Contd.)

| XII. OTHER INCOME | Year ended 31 - Mar - 10 | (Amount in Rupees) Year ended 31 - Mar - 09 |
|-----------------------------------|-----------------------------|---|
| Miscellaneous Income | 11,47,483 | 95,38,676 |
| | 11,47,483 | 95,38,676 |
| XIII. CONSUMPTION OF TRADED ITEMS | | |
| a) Opening stock | 1,39,49,676 | 1,65,56,112 |
| b) Add: Purchases | 5,15,39,120 | 5,35,16,561 |
| | 6,54,88,796 | 7,00,72,673 |
| c) Less: Closing stock | 98,03,975 | 1,39,49,676 |
| Consumption of Traded Items | 5,56,84,821 | 5,61,22,997 |

XIV. SALARIES & WAGES, STORES CONSUMED AND OTHER EXPENSES

(Amount in Rupees)

| | Year ended 31- Mar - 10 | Year ended 31- Mar- 09 |
|--|----------------------------|---------------------------|
| a) Salaries, Wages, Bonus and Allowances | 9,28,23,255 | 7,87,72,926 |
| b) Contribution to provident and other funds | 69,42,362 | 44,85,023 |
| , , | , , | |
| c) Staff welfare expenses | 33,74,299 | 47,23,766 |
| d) Stores, spares and tools consumed | 94,08,143 | 3,91,920 |
| e) Power & fuel | 21,84,550 | 9,99,818 |
| f) Rent | 1,38,12,981 | 1,10,10,911 |
| g) Rates and taxes | 1,63,259 | 1,17,540 |
| h) Repairs & Maintenance | | |
| Buildings | 21,65,270 | 11,29,863 |
| Machinery | 6,93,355 | 3,82,551 |
| Other assets | 2,07,59,173 | 1,91,21,083 |
| i) Insurance | 25,86,713 | 15,60,788 |
| j) Audit fees | 2,00,000 | 1,86,216 |
| k) Other expenses | 26,27,37,109 | 26,71,27,448 |
| | 41,78,50,469 | 39,00,09,853 |
| XV. INTEREST | | |
| On Fixed Loans | 15,46,686 | 1,220,384 |
| Other loans | 44,33,845 | 25,80,867 |
| | 59,80,531 | 38,01,251 |
| XVI.NOTES ON ACCOUNTS | | |

1 Accounting Standards Compliance

The financial statements have been prepared in accordance with the norms and principles prescribed in the Accounting Standards issued by the Institute of Chartered Accountants of India which are itemised below.

AS - 1 Disclosure of accounting Polices

The Company is following accrual basis of accounting on a going concern concept.

AS - 2 Valuation of Inventories

Trading products, components, stores and spares are valued at cost determined on weighted average basis.

AS - 3 Cash flow statements

Cash flow statement has been prepared under " indirect method".

AS - 4 Contingencies and events occuring after Balance Sheet date

There are no contingencies and events after the Balance Sheet date that affect the financial position of the company. Outstanding bank guarantees are disclosed by way of a note.

Schedules (Contd.)

XIV. NOTES ON ACCOUNTS (Contd.)

| (Amount in Rupees) | |
|--------------------|------------------|
| As at Year ended | As at Year ended |
| 31.03.2009 | 31.03.2010 |

AS - 5 Net profit or loss for the Year, Prior period items and changes in accounting policies

| Prior Period Items in Profit & Loss Account: | |
|--|--------------|
| Rent | 1.23,000 |
| Lease Rent Office Equipments | 80,374 |
| Civil Housekeeping Materials | 13,803 |
| Electrical Spares | 3,30,073 |
| Office Equipments - Service Contract for Softwares | 3,69,240 |
| Office Equipments - Computer Maintenance | 1,01,334 |
| Postage | 5,550 |
| There has been no change in accounting policies during | ng the year. |

AS - 6 Depreciation accounting

- a) Depreciation on fixed assets is provided on straight line method at the rates and in the manner prescribed in Schedule XIV to the Companies Act. 1956:
 - i) on computers (including printers, uninterruptible power supply systems and computer accessories) and vehicles, depreciation has been charged at 30% and 18% respectively on straight line method, which are higher than the rates prescribed in Schedule XIV.
 - ii) In respect of Buildings acquired on lease, depreciation has been charged at 20% on straight line method which is higher than the rate prescribed in Schedule XIV to the Companies Act. 1956.
 - iii) on Software acquired , depreciation has been charged at 50% per annum on pro-rata basis under straight line method
 - iv) on assets acquired whose actual cost does not exceed Rs. 5,000 individually, depreciation has been provided fully.
- b) In respect of assets depreciated on straight line method which have been acquired on business transfer, depreciation is provided having regard to the total useful life of the asset.

AS - 7 Accounting for Construction contracts

The company is not engaged in any Construction business covered by this Standard.

AS - 8 Accounting for Research and Development

This standard stands withdrawn as Accounting Standard 26 - Intangible Assets has become mandatory.

AS - 9 Revenue recognition

- a) Income and expenditure are accounted on a going concern basis.
- b) The company's income consists of income from warranty management services, Information Technology (IT) related consultancy services and sale of traded goods.
- c) Sales is accounted net of applicable taxes and is recognised on despatch of goods, income from service is recongnised after rendiering of services.
- d) Sale of products, income from services and other income include realised exchange fluctuations on exports.

AS - 10 Accounting for Fixed assets

Fixed Assets are stated at cost of acquisition or construction cost net of cenvat and includes expenditure incurred upto the date the asset is put to use, less accumulated depreciation.

Lease hold land represents Rs 197.13 lakhs paid to State Industrial Promotion Corporation of Tamil Nadu Limited (SIPCOT), Chennai for 6.16 acres of land in their Oragadam SEZ, Tamil Nadu for which the execution and registration of lease deed is pending. The unit has been approved by the Development Commissioner, MEPZ subject to stipulation on export obligation.

AS - 11 Accounting for effects in foreign exchange rates

- a) Purchase of imported components and spare parts are accounted based on retirement memos from banks.
- b) Year end foreign currency denominated liabilities and receivables are translated at exchange rates prevailing as at Balance Sheet date, the difference being charged/credited to respective revenue or capital account.

The amendment introduced to AS 11 by Government of India on 31st March 2009 allowing the loss/profit on restatement of External Commercial Borrowings made for acquisition of capital assets to be deducted from or added to cost of capital asset is not applicable to the company as it has no External Commercial Borrowings. Similarly, the company has not availed External Commercial Borrowings for purposes other than acquisition of capital assets also.

AS - 12 Accounting for Government Grants

The company has not received any government grants during the accounting year.

Schedules (Contd.)

XVI. NOTES ON ACCOUNTS (Contd.)

AS - 13 Accounting for Investments

The company has not made any investments.

AS - 14 Accounting for amalgamation

This standard is not applicable to the company for the year under review.

AS - 15 Accounting for Retirement Benefits

a) Short term Employee Benefits:

Short term employee benefits payable within twelve months of rendering the service including accumulated leave encashment, at the balance sheet date, are recognized as an expense as per the company's scheme based on expected obligations on undiscounted basis

b) Long term Employee Benefits:

In case of long term compensated absences i.e. long term leave encashment, the same is provided for based on actuarial valuation as at the balance sheet date, using the Projected Unit Credit Method

Post retirement benefits comprising of employees provident fund, gratuity fund and super annuation funds are accounted for as follows:

- a) Provident Fund: This is a defined contribution plan and contributions paid to the fund are charged to revenue during the period in which the employee renders the related service. The company has no further obligations for future provident fund benefits other than regular contributions
- b) Gratuity: This is a defined contribution plan and the company's scheme is administered by Trustees and funds managed by the Life Insurance Corporation of India (LIC). The liability for Gratuity to employees as at the Balance Sheet date is determined based on the actuarial valuation using the Projected unit credit method. The contribution paid thereof is charged in the books of accounts.
 - Actuarial gains or losses arising out of actuarial valuation, if any, are recognized in the Profit and Loss as income or expense.
- c) Superannuation: Fixed contributions are made to the Superannuation Fund, which is administered by Trustees and managed by LIC, are charged to the Profit and Loss Account. The Company has no liability for future Superannuation Fund benefits other than its annual contribution, which is recognized as an expense in the year incurred

Disclosure as per AS 15 revised - Defined benefit Plans

| Past Service benefit | 67,00,246 | 6,519,046 |
|---|-------------|-------------|
| Funded balance | 66,73,111 | 60,40,224 |
| Present Value of the obligation as at 01.04.2009/ | | |
| Transfer date | 65,19,046 | 69,57,034 |
| Interest Cost | 5,44,862 | 2,81,262 |
| Current Service Cost | 9,09,521 | 4,89,687 |
| Benefits Paid | (14,06,299) | (12,80,142) |
| Actuarial Gain / (Loss) on obligation | 2,76,871 | 71,205 |
| Present Value of the obligation as at 31.03.2010 | 68,44,001 | 65,19,046 |
| Fair value of planned assets as at 01.04.2009 | 60,40,224 | 72,68,935 |
| Expected Return on planned assets | 5,67,021 | 5,53,779 |
| Contributions | 11,08,440 | (6,16,906) |
| Benefits paid | (14,06,299) | (12,80,142) |
| Actuarial Gain / (Loss) on plan assets | - | 1,14,559 |
| Fair value of planned assets as at 31.03.2010 | 63,09,386 | 60,40,224 |
| Amounts recognized in the Balance Sheet | | |
| Present Value of the obligation as at 31.03.2010 | 68,44,001 | 65,19,046 |
| Fair value of planned assets as at 31.03.2010 | 63,09,386 | 60,40,224 |
| Funded status of the plan - (assets)/Liability | 5,34,615 | 4,78,822 |
| Amounts recognized in the statement of profit and loss | | |
| Current Service cost | 9,09,521 | 4,89,687 |
| Interest cost | 5,44,862 | 2,81,262 |
| Expected Return on planned assets | (5,67,021) | (5,53,779) |
| Net actuarial gain or loss recognized in the year | 2,76,871 | (43,353) |
| Expenses recognized in the statement of profit and loss | 11,64,233 | 1,73,816 |

Schedules (Contd.)

XVI. NOTES ON ACCOUNTS (Contd.)

| | As at Year ended 31.03.2010 | (Amount in Rupees) As at Year ended 31.03.2009 |
|-----------------------------------|-----------------------------|--|
| Principal actuarial assumptions | | |
| Discount Rate | 8% | 8% |
| Salary escalation | 5% | 5% |
| Expected return on planned assets | 8% | 8% |

AS - 16 Borrowing cost

All borrowing costs are charged to revenue except to the extent they are attributable to qualifying assets which are capitalised. During the year under review no borrowing cost is capitalised.

AS - 17 Segment Reporting

Since the products sold and services rendered by the company pertains to Information Technology related products and services, the operations of the company relate to a single reportable segment.

AS - 18 Related party Disclosure

Disclosure is made as per the requirements of the standard and as per the clarifications issued by the Institute of Chartered Accountants of India.

AS - 19 Leases

This standard is not applicable as the company does not have any finance lease agreement in force.

AS - 20 Earnings per share

Disclosure is made in the Profit and Loss account as per the requirement of the standard.

AS - 21 Consolidated financial statement

This standard is not applicable to the company.

AS - 22 Accounting for taxes on Income

Since the company does not have any taxable income, no provision for

Deferred tax liability resulting from timing differences between book and taxable income is accounted for, using the tax rates in force as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realised in future.

Details of deferred taxation are furnished in Schedule II.

AS - 23 Accounting for investments in Associates in Consolidated Financial Statements

This standard is not applicable to the company as the company has made no investments.

AS - 24 Discontinuing Operations

This standard is not applicable to the company for the year under review.

AS - 25 Interim Financial Reporting

This standard is not applicable to the company as the company does not have any interim financial reporting requirements.

AS - 26 Intangible Assets

This standard is not applicable to the company.

AS - 27 Financial reporting of Interest in Joint Ventures

This standard is not applicable to the company as the company does not have any joint venture interest.

AS - 28 Impairment of assets

As on the Balance Sheet date the carrying amounts of the assets net of accumulated depreciation is not less than the recoverable amount of such assets. Hence there is no impairment loss on the assets of the Company.

AS - 29 Provisions, Contingent Liabilities and Contingent Assets

There are Contingent Assets which are likely to give rise to the possibility of inflow of economic benefits.

Deferred Tax Asset on account of Timing difference relating to:

| a) | Provision for Bad & Doubtful Debts | 4,72,15,526 | 1,14,64,405 |
|----|------------------------------------|-------------|-------------|
| b) | Leave Encashment - Staff Benefit | 34,71,287 | 28,81,222 |

As regards goods/warranty spares held on behalf of brand owners, the company has taken Insurance Policy to cover loss arising out of theft/ fire. In respect of defective spares returned by the company's agent

Schedules (Contd.)

| X | VI. NOTES ON ACCOUNTS (Contd.) | | |
|---|---|---|-----------------------------|
| | | (| Amount in Rupees) |
| | | As at Year ended 31.03.2010 | As at Year ended 31.03.2009 |
| | which are to be returned to the brand owners damage/theft etc is on company. | , the risk of loss in transit/ | |
| | During the year some of the company's brai amounts due from them towards services re This is on account of certain warranty spares per service agreement, the spares are return collect the spares and return to the brand or receivables from the brand owners, provision for to dues, is made in the accounts amounting to on current estimates. Contingent Liabilities | ndered by the company. not returned to them. As hable. Steps are taken to owners. In respect of the or doubtful debts in regard | - |
| | On Bank GuaranteesOn Standby Letters of CreditStock Discrepancy claim by Brand Owner | 1,50,000 - 77,04,085 | 90,000 50,00,000 — |
| | AS - 30 Financial Instruments: Recognition | Measurement | |
| | This Standard is not applicable to the company | for the year under review. | |
| | AS - 31 Financial Instruments: Presentation | l | |
| | This Standard is not applicable to the company | for the year underreview. | |
| | AS - 32 Financial Instruments: Disclosures | | |
| | This standard is not applicable to the company | for the year under review. | |
| 2 | Sundry Debtors Include Due from companies under the same manage of the Companies Act, 1956. | ement - (Section 370(1-B)) | |
| | TVS Electronics Limited, Chennai | | . == === |
| | (More than 6 Months Rs. 79,60,032) TVS Motor Company Limited, Chennai (M | | 1,77,50,107 |
| | than 6 Monthe Re. 1 56 101) | 5 /6 1/2 | 51 820 |

| (More than 6 Months Rs. 79,60,032) | 92,84,463 | 1,77,50,107 |
|---|-----------|-------------|
| TVS Motor Company Limited, Chennai (More | | |
| than 6 Months Rs. 1,56,101) | 5,46,142 | 51,829 |
| TVS Capital Funds Limited, Chennai (More | | |
| than 6 Months Rs. 70,951) | 81,828 | 94,840 |
| TVS Finance and Services Limited, Chennai | _ | 2,287,395 |
| Deposits include | | |
| Deposits with Sales Tax Department | 83,428 | 35,000 |

4 Current Liabilities

3

Amount Payable to Micro, Small and Medium Enterprises within the meaning of Micro Small Medium Enterprises Act, 2006.

There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2010. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

5 Audit fees consists of

- On Staff Advances

- On Fixed Deposits

| 7.44.1.1.000 00.101.010 | | |
|--|----------------------------|--------------|
| a) Audit fees - As Auditors | 1,64,850 | 85,500 |
| b) Taxation matters | 35,150 | 35,150 |
| c) Certification fees | _ | 21,030 |
| d) Expenses | _ | 44,536 |
| Total | 2,00,000 | 1,86,216 |
| Other expenses include | | |
| a) Travelling & Conveyance | 1,02,50,376 | 1,57,64,842 |
| b) Telephone | 45,36,383 | 79,27,183 |
| c) Carriage outwards | 1,59,35,385 | 1,92,58,318 |
| d) Legal & Consultancy | 5,39,86,111 | 5,72,14,688 |
| e) Service charges paid to partners | 7,78,50,350 | 11,95,22,282 |
| f) Provision for doubtful debts | 3,79,35,939 | 98,61,526 |
| g) Data Processing Charges | 3,07,42,580 | 2,65,86,048 |
| Interest received on staff advances netted agains (TDS - Rs. 1,413/- Last Year - 2657/-) | ainst interest paid on oth | er |

13,765

14,109

27,874

16,041

19,756

35,797

| Schedules (Contd.) | | | |
|--|------|--------------------------------|--------------------------------|
| ` ' | | | |
| XVI. NOTES ON ACCOUNTS (Contd.) | | | |
| | | | (Amount in Rupees) |
| A | s at | 31.03.2010 | As at Year ended 31.03.2009 |
| 8. Remuneration to Managing Director | | | |
| a) Salaries | | 17,02,706 | 17,01,158 |
| b) Contribution to Provident and Superannuation | Fu | nds 3,81,720 | 3,86,520 |
| c) Value of Perquisites & Allowances | | 2,89,386 | 8,52,905 |
| | | 23,73,812 | 29,40,583 |
| Mr. S.S. Raman who was holding office as Man Wholetime Director with effect from 01.04.2010 | agii | ng Director till 3 | 1.03.2010 has become a |
| 13. Related Party Disclosures as per Accounting | Sta | ındard - 18 | |
| a) List of Related Parties | | | |
| Reporting Entity | : | TVS E-Service | etec Limited, Chennai |
| Clause 3 (a) | | Period | |
| Ultimate Holding Company | | | |
| Sundaram - Clayton Limited, Chennai | : | 01.04.2009 to | 31.03.2010 |
| Holding Company | | | |
| TVS Investments Limited, Chennai | : | 01.04.2009 to | 31.03.2010 |
| Fellow Subsidiary | | | |
| TVS Electronics Limited, Chennai | : | 01.04.2009 to | 31.03.2010 |
| TVS-E Access India Limited, Chennai | | 01.04.2009 to | |
| Anusha Investments Limited, Chennai | : | 01.04.2009 to | 31.03.2010 |
| TVS Motor Company Limited, Chennai | : | 01.04.2009 to | 31.03.2010 |
| Sundaram Auto Components Limited, | | | |
| Chennai | | 01.04.2009 to | |
| TVS Motor (Singapore) Pte. Ltd., Singapore | | | |
| TVS Motor (Europe) BV, Netherlands | | 01.04.2009 to | |
| PT TVS Motor Company, Indonesia | | 01.04.2009 to | |
| TVS Capital Funda Limitad Channel | | 01.04.2009 to 01.04.2009 to | |
| TVS Capital Funds Limited, Chennai Sravanaa Properties Limited, Chennai | | 01.04.2009 to | |
| Tumkur Property Holdings Limited, Chennai | | | |
| Prime Property Holdings Limited, Chennai | | 01.04.2009 to | |
| TVS Finance and Services Limited, Chennai | | | |
| b) Particulars of transactions with related part | ies | | |
| I) Purchases Made | | | |
| Fellow Subsidiary | | | |
| TVS Electronics Limited, Chennai | | 22,84,465 | 1,78,274 |
| II) Services availed | | | |
| Fellow Subsidiary | | | |
| TVS Electronics Limited, Chennai | | 2,34,04,056 | 2,93,46,147 |
| TVS Motor Company Limited, Chenna | ai | 10,11,240 | 15,00,000 |
| Holding Company | | ,,= 10 | .0,00,000 |
| TVS Investments Limited, Chennai | | 2,97,25,887 | 2,73,10,000 |

| D) | Par | ticulars of transactions with related parties | | |
|----|------|---|-------------|-------------|
| | I) | Purchases Made Fellow Subsidiary TVS Electronics Limited, Chennai | 22,84,465 | 1,78,274 |
| | II) | Services availed | ,0 ., .00 | .,, |
| | , | Fellow Subsidiary | | |
| | | TVS Electronics Limited, Chennai | 2,34,04,056 | 2,93,46,147 |
| | | TVS Motor Company Limited, Chennai | 10,11,240 | 15,00,000 |
| | | Holding Company TVS Investments Limited, Chennai | 2,97,25,887 | 2,73,10,000 |
| | III) | Business Transfer made | | |
| | | Fellow subsidiary | | |
| | | TVS Electronics Limited, Chennai | - | 3,55,109 |
| | IV) | Services rendered | | |
| | | Fellow Subsidiary TVS Electronics Limited, Chennai | 7,24,61,401 | 7,67,87,745 |
| | | TVS Motor Company Limited, Chennai | 70,63,246 | 54,17,843 |
| | | TVS Capital Funds Limited, Chennai | 4,78,463 | 3,11,046 |
| | | TVS Finance & Services Limited, Chennai | 7,746 | 21,50,241 |
| | V) | Sales/Transfers of Fixed Assets Made | | |
| | | Fellow Subsidiary | | |
| | | TVS Electronics Limited, Chennai | 12,53,176 | - |
| | | Holding Company | | |
| | | TVS Investments Limited, Chennai | 2,29,081 | 3,76,303 |
| | | Ultimate Holding Company | | |
| | | Sundaram-Clayton Limited, Chennai | 39,24,342 | 27,11,752 |

6

VII) Amount outstanding as at Balance Sheet date

Ultimate Holding Company Sundaram-Clayton Limited, Chennai

TVS Motor Company Limited, Chennai

(More than 6 months Rs. 1,56,101) TVS Electronics Limited, Chennai

TVS Capital Funds Limited, Chennai

TVS Investments Limited, Chennai

TVS Finance and Services Limited, Chennai

Remuneration to Managing Director - Mr S S Raman 23,73,812

Schedules (Contd.)

XVI. NOTES ON ACCOUNTS (Contd.)

VI) Key Management Personnel

a) Sundry Debtors

Fellow Subsidiary

b) Sundry Creditors
Holding Company

Schedules (Contd.)

XVI. NOTES ON ACCOUNTS (Contd.)

| | As at Year ended 31.03.2010 | (Amount in Rupees) As at Year ended 31.03.2009 |
|------------------------------------|-----------------------------|--|
| II OTHER EXPENDITURE IN FOREIGN C | CURRENCY | |
| Travel | - | 2,42,814 |
| Consultancy, Legal Fee & Retainers | 1,23,600 | 7,54,708 |
| II SALE BY CLASS OF GOODS | | |
| a) Income on Services rendered | 39,37,70,878 | 42,88,83,217 |
| b) Components, parts and spares | 5,64,53,304 | 3,27,94,535 |
| | 45,02,24,182 | 46,16,77,752 |
| V EARNINGS IN FOREIGN EXCHANGE | | |
| Exports (receipt basis) | 5,83,28,319 | 12,90,08,280 |
| | 5,83,28,319 | 12,90,08,280 |

10. Information pursuant to the provisions of Part II of Schedule VI of The Companies Act, 1956 (Contd.) (vide notification dated 30th October 1973 of Department of Company Affairs, Government of India)

I. OPENING AND CLOSING STOCK OF GOODS PRODUCED AND QUANTITY PURCHASED DURING THE PERIOD

(Amount in Rupees)

As at /Year ended

31.03.2009

29,40,583

4,86,833

2,13,150

1,77,50,107

22,87,395

1,74,14,722

94,840

As at /Year ended

31.03.2010

6,63,368

5,46,142

92,84,463

3,51,36,109

81,828

| | Year ended 31.03.2010 | | | | | | | | | | | |
|------------------|-----------------------|-------------|---------------|-------------|---------------|-----------|--|--|--|--|--|--|
| | Openin | g Stock | Pur | chases | Closing Stock | | | | | | | |
| | Quantity Nos. | Value Rs. | Quantity Nos. | Value Rs. | Quantity Nos. | Value Rs. | | | | | | |
| TRADED ITEMS | | | | | | | | | | | | |
| Electronic Parts | | 1,39,49,676 | | 5,15,39,120 | | 98,03,975 | | | | | | |
| | | 1,39,49,676 | | 5,15,39,120 | | 98,03,975 | | | | | | |
| | | 1,33,43,070 | | 3,13,39,120 | | 30,03,975 | | | | | | |

| | | Year ended 31.03.2009 | | | | | | | | | | | | |
|-------------------------------|---------------|-----------------------|---------------|-------------|---------------|-------------|--|--|--|--|--|--|--|--|
| | Opening St | ock | Purc | hases | Closing Stock | | | | | | | | | |
| | Quantity Nos. | Value Rs. | Quantity Nos. | Value Rs. | Quantity Nos. | Value Rs. | | | | | | | | |
| TRADED ITEMS Electronic Parts | | 1,65,56,112 | | 5,35,16,562 | | 1,39,49,676 | | | | | | | | |
| | | 1,65,56,112 | | 5,35,16,562 | | 1,39,49,676 | | | | | | | | |

Cash Flow Statement for the year ended 31st March 2010

| | | | Year ended 31 March 2010 | | Rupees Year ended 31 March 2009 |
|---|--|---------------|-----------------------------|---------------|---------------------------------------|
| Α | CASH FLOW FROM OPERATING ACTIVITIES | | | | |
| | Profit/(Loss) before Tax | | (4,39,55,676) | | 46,19,503 |
| | Adjustments for : | | | | |
| | Depreciation | 1,58,11,519 | | 1,66,62,824 | |
| | Interest | 59,80,531 | 2,17,92,050 | 38,01,251 | 2,04,64,075 |
| | Operating Profit before working capital changes | | (2,21,63,626) | | 2,50,83,578 |
| | Adjustment for : | | | | |
| | Inventories | 41,45,701 | | 26,06,436 | |
| | Sundry Debtors | 3,17,01,546 | | (3,50,31,914) | |
| | Loans & Advances | (3,04,55,475) | | (3,25,78,064) | |
| | Current liabilities and provisions | 2,80,99,346 | | 3,93,74,260 | |
| | | | 3,34,91,118 | | (2,56,29,282) |
| | Cash generated from/(used in) operations | | 1,13,27,492 | | (5,45,704) |
| | Fringe Benefit Tax paid | | - | | (16,00,000) |
| | Net cash generated from/(used in) operations (A) | | 1,13,27,492 | | (21,45,704) |
| В | CASH FLOW FROM INVESTING ACTIVITIES | | | | |
| | Fixed assets | | (2,46,72,552) | | (6,39,66,749) |
| | Capital Work-in-Progress | | 1,12,98,345 | | (42,19,261) |
| | Sale of Fixed Assets | | 11,17,668 | | - |
| | Net cash used in investing activities (B) | | (1,22,56,539) | | (6,81,86,010) |
| С | CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| | Share capital received | | - | | 2,00,00,000 |
| | Application money (refunded)/received | | - | | (5,00,000) |
| | Loans availed from Banks | | 1,07,38,958 | | 4,86,34,457 |
| | Interest paid (Net) | | (59,80,531) | | (38,01,251) |
| | Net cash from financing activities (C) | | 47,58,427 | | 6,43,33,206 |
| D | NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C) | | 38,29,380 | | (59,98,508) |
| | Opening cash and cash equivalents as at 0 | 11 04 2000 | 38,94,597 | | 98,93,105 |
| | 1 0 | | , , | | |
| | Closing cash and cash equivalents as at 3 | 1.03.2010 | 77,23,977 | | 38,94,597 |

Notes

- 1 The above statements have been prepared in indirect method.
- Cash and cash equivalent represents cash and bank balances.
 Interest paid net of receipts is treated as arising out of financing

| U | interest paid fiet of receipts is treated as ansing out of infariong |
|---|--|
| | activities and accordingly last year's figures are regrouped |
| | |

GOPAL SRINIVASAN Chairman

N S S RAMAN Whole-time Director For Sundaram & Srinivasan Chartered Accountants Firm Regn. No: 004207S

Chennai

M. BALASUBRAMANIYAM
Partner
Membership No.F7945

Balance Sheet abstract and Company's General Business Profile

| l. | Registration details | s: | | | | | | | | | | | | | | | | | |
|------|------------------------------|-----------|-------|------|--------|-------|-----|-------|-------|------|-------|-------|---------------------|------|-----|------|------|------|------|
| | Registration no. | 7 2 5 | 0 0 | 0 . | TN | 2 | 0 | 0 7 | 7 P | L | С | 0 | 6 | 3 | 5 | 4 | 0 | | |
| | State code 1 | 8 | Bala | anc | e Sh | neet | da | te 3 | 1 | | 0 | 3 | | 2 | 0 | 1 | 0 | | |
| | | | | | | | | Ī | Date | | Мо | nth | | | Υ | ear | | | |
| II. | Capital raised duri | ing the | year | (A | mou | nt in | F | ls. T | hous | san | ds) | | | | | | | | |
| | Public issue | | N | I | L | | | Righ | ts is | sue | | | | | | | N | Τ | L |
| | Bonus issue | | N | I | L | | | Priva | ate p | lace | eme | ent | | | | | N | Ι | L |
| III. | Position of Mobilis | sation a | nd D | epl | oym | ent | of | Fun | ds (| Αm | our | nt i | n F | Rs. | Th | ou | sar | ıds |) |
| | Total liabilities | 1 7 9 | 5 | 7 | 0 | | | Tota | l ass | sets | | | | 1 | 7 | 9 | 5 | 7 | 0 |
| | Source of Funds | | | | | | | | | | | | | | | | | | |
| | Paid up capital** | 1 2 0 | 0 | 0 | 0 | | | Rese | erves | and | s b | urp | us | | | | N | I | L |
| | Secured loans | 5 9 | 3 | 7 | 4 | | | Unse | ecure | ed l | oar | IS | | | | | N | Ι | L |
| | Deferred Tax Liability | у | 1 | 1 ! | 9 6 | | | | | | | | | | | | | | |
| | Application of Fun | ids | | | | | | | | | | | | | | | | | |
| | Net fixed assets | 7 2 | 9 | 6 | 4 | | | Inve | stme | nts | | | | | | | N | Ι | L |
| | Net current assets | 4 0 | 5 | 4 | 4 | | | Misc | . ex | oen | ditu | re | | | | | N | Ι | L |
| | Accumulated losses | 6 6 | 0 | 6 | 2 | | | | | | | | | | | | | | |
| I۷ | . Performance of Co | ompany | (An | nou | ınt iı | n Rs | . 1 | Γhου | sand | ds) | | | | | | | | | |
| | Turnover | 4 5 1 | 3 | 7 | 2 | | | Tota | I Exp | enc | litu | re | | 4 | 9 | 5 | 3 | 2 | 7 |
| | + - Profit /L | oss befo | re ta | Х | | | | + | _ | г | Pro | fit/l | Loss | aft | er | tax | | | _ |
| | | 3 9 5 | 6 | | | | | | / | | | 4 | 3 9 | 9 : | 5 | 6 | | | |
| | (Please tick Appropri | | _ | Pro | Ė | _ | | | | 4 | . /0/ | | П | | | 1 | | | |
| | Earnings per share (| HS) | 3 | ٠ | 6 | 6 | | DIVIO | dend | rate | (% |) | | | | | | | |
| ۷. | Generic names of t terms) | three Pri | ncipa | al F | Produ | ucts/ | Se | rvic | es of | the | e C | om | pan | y (a | as | per | mo | ne | tary |
| | , | (ITC Co | de) | | | | | | | | | | | Pro | odu | ct [| Des | crip | tion |
| | | (| , | | | | | | | W | arr | ant | у Ма | | | | | | |
| _ | ** including share ap | plication | mon | еу | | | | | | | | | | | I | TF | Peri | ohe | rals |
| Fo | or and on behalf o | f the bo | ard | | | Α | S | oer | our | rep | ort | of | eve | en | da | te | an | ne | xed |
| G | OPAL SRINIVAS | AN | SS | S F | RAM | AN | | | | Fo | r S | un | dar | an | ո & | s | rini | va | san |
| C | hairman | W | nole- | -tin | ne E | Direc | cto | r | | | | | a <i>rte</i> Reg | | | | | | |
| CI | nennai | | | | | | | | | | | | ASI | | | | | | |
| | 9th July 2010 | | | | | | | | | - | | | mh | | | | P | art | tnei |