

Dt.: 13th May, 2016

1. Listing Department (Fax: 022-22723719 /22722037/
Bombay Stock Exchange Limited 22722041 /22722061/
Phiroze Jeejeebhoy Towers 22722039 /22658121)
Dalal Street, Mumbai 400001

2. Listing Department (Fax: 022-26598237/26598238)
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051

Subject: Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

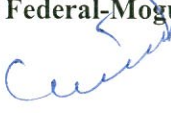
Dear Sir/ Ma'am,

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the Audited financial results of the Company for the quarter/ financial year ended 31st March, 2016 have been approved by the Board of Directors in its meeting held today, Friday, 13th May, 2016. A copy of the results along with the Auditors' Report thereon & Form-A are enclosed for your kind information & record.

Regards.

Yours truly,

For **Federal-Mogul Goetze (India) Limited**


(Dr. Khalid Iqbal Khan)
Whole-time Director-Legal & Company Secretary



Encl: As above

- CC: 1. National Securities Depository Limited
Trade Word, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel, Mumbai 400 013
2. Central Depository Services [India] Limited
Phiroze Jeejeebhoy Towers
28th Floor, Dalal Street
Mumbai 400 023

Statement of Standalone / Consolidated audited results for the quarter and year ended March 31, 2016

(Rs. in lacs except per share data)

| S.No | Description | Standalone | | | | | | | | Consolidated | |
|----------------------------|--|---------------------------------|------------------------------------|---------------------------------|------------------------------|--------------------------------|------------------------------|--------------------------------|------------------------------|--------------------------------|--|
| | | Quarter Ended March 31, 2016 | Quarter Ended December 31, 2015 | Quarter Ended March 31, 2015 | Year ended March 31, 2016 | Period ended March 31, 2015 | Year ended March 31, 2016 | Period ended March 31, 2015 | Year ended March 31, 2016 | Period ended March 31, 2015 | |
| | | (Refer note-6) | (Unaudited) | (Refer note-6) | (Audited) (12 months) | (Audited) (15 months) | (Audited) (12 months) | (Audited) (15 months) | (Audited) (12 months) | (Audited) (15 months) | |
| (Refer Notes Below) | | | | | | | | | | | |
| 1 | Income from Operations | | | | | | | | | | |
| | Gross Sales | 34,996.86 | 34,347.92 | 34,016.23 | 142,677.81 | 161,526.05 | 144,404.15 | 168,386.98 | | | |
| | Less: Excise duty | 3,366.35 | 3,329.03 | 3,134.40 | 13,525.04 | 13,056.65 | 13,749.55 | 13,799.17 | | | |
| | Net Sales (Net of Excise Duty) | 31,630.51 | 31,018.89 | 30,881.83 | 129,152.77 | 148,469.40 | 130,654.60 | 154,587.81 | | | |
| (a) | Other operating income | 822.24 | 829.41 | 1,058.21 | 3,620.25 | 5,183.50 | 2,147.34 | 3,398.90 | | | |
| | Total income from Operations (net) | 32,452.75 | 31,848.30 | 31,940.04 | 132,773.02 | 153,652.90 | 132,801.94 | 157,986.71 | | | |
| 2 | Expenses | | | | | | | | | | |
| (a) | Cost of materials consumed | 10,873.89 | 10,011.45 | 12,085.62 | 45,646.15 | 55,112.52 | 39,981.24 | 51,852.32 | | | |
| (b) | Purchases of stock-in-trade | 1,030.32 | 1,028.76 | 1,274.59 | 4,867.61 | 5,379.44 | 4,867.61 | 5,379.44 | | | |
| (c) | Changes in inventories of finished goods work-in-progress and stock-in-trade ((Increase)/ Decrease) | (118.14) | 409.83 | 153.12 | 529.62 | (3,326.78) | 241.20 | (3,442.92) | | | |
| (d) | Employee benefits expense | 7,565.93 | 7,121.89 | 6,641.39 | 28,461.26 | 31,949.53 | 29,007.90 | 32,542.14 | | | |
| (e) | Depreciation and amortisation expense | 1,881.26 | 1,900.54 | 1,830.60 | 7,517.68 | 8,937.31 | 7,844.33 | 9,341.36 | | | |
| (f) | Consumption of stores and spares | 2,576.60 | 2,685.38 | 2,903.34 | 11,540.10 | 14,966.00 | 12,651.24 | 16,157.24 | | | |
| (g) | Other expenses | 6,842.02 | 6,850.14 | 7,686.02 | 27,731.87 | 35,934.83 | 28,486.45 | 36,769.35 | | | |
| | Total expenses | 30,651.88 | 30,007.99 | 32,574.68 | 126,294.29 | 148,952.85 | 123,079.97 | 148,598.93 | | | |
| 3 | Profit from operations before other income, finance costs & exceptional items (1-2) | 1,800.87 | 1,840.31 | (634.64) | 6,478.73 | 4,700.05 | 9,721.97 | 9,387.78 | | | |
| 4 | Other income | 1,293.50 | 469.48 | 1,230.10 | 3,543.17 | 3,742.53 | 2,034.05 | 1,877.47 | | | |
| 5 | Profit from ordinary activities before finance costs & exceptional items (3+4) | 3,094.37 | 2,309.79 | 595.46 | 10,021.90 | 8,442.58 | 11,756.02 | 11,265.25 | | | |
| 6 | Finance costs | 667.40 | 672.11 | 771.34 | 2,841.75 | 3,696.85 | 2,639.21 | 3,340.71 | | | |
| 7 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6) | 2,426.97 | 1,637.68 | (175.88) | 7,180.15 | 4,745.73 | 9,116.81 | 7,924.54 | | | |
| 8 | Exceptional items | - | - | - | - | - | - | - | | | |
| 9 | Profit / (Loss) from ordinary activities before tax (7+8) | 2,426.97 | 1,637.68 | (175.88) | 7,180.15 | 4,745.73 | 9,116.81 | 7,924.54 | | | |
| 10 | Tax Expense | 1,134.91 | 566.63 | 58.68 | 2,779.51 | 1,610.19 | 3,619.54 | 2,848.41 | | | |
| 11 | Net Profit / (Loss) from ordinary activities after tax (9-10) | 1,292.06 | 1,071.05 | (234.56) | 4,400.64 | 3,135.54 | 5,497.27 | 5,076.13 | | | |
| 12 | Extra ordinary items | - | - | - | - | - | - | - | | | |
| 13 | Minority interest in profit | - | - | - | - | - | (737.64) | (1,125.15) | | | |
| 14 | Net Profit / (Loss) for the period | 1,292.06 | 1,071.05 | (234.56) | 4,400.64 | 3,135.54 | 4,759.63 | 3,950.98 | | | |
| 15 | Paid-up equity share capital (Face value Rs 10/- each) | 5,563.21 | 5,563.21 | 5,563.21 | 5,563.21 | 5,563.21 | 5,563.21 | 5,563.21 | | | |
| 16 | Reserve excluding revaluation reserve as per balance sheet of previous accounting year | 43,477.39 | 39,514.26 | 39,514.26 | 43,477.39 | 39,514.26 | 45,452.91 | 41,524.91 | | | |
| 17 | Basic and diluted Earnings / (Loss) Per Share before extraordinary items for the period (of Rs 10 each) (not annualised for quarters) | 2.32 | 1.93 | (0.42) | 7.91 | 5.64 | 8.56 | 7.10 | | | |
| 18 | Basic and diluted Earnings / (Loss) Per Share after extraordinary items for the period (of Rs 10 each) (not annualised for quarters) | 2.32 | 1.93 | (0.42) | 7.91 | 5.64 | 8.56 | 7.10 | | | |



Handwritten signature in blue ink, appearing to read 'Vijay Hans'.

| Statement of Assets and Liabilities: | | Rs in lacs | | | |
|--------------------------------------|---|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| | | Standalone | | Consolidated | |
| | | As at March 31, 2016 (Audited) | As at March 31, 2015 (Audited) | As at March 31, 2016 (Audited) | As at March 31, 2015 (Audited) |
| A | EQUITY AND LIABILITIES | | | | |
| 1 | SHAREHOLDER'S FUNDS: | | | | |
| | (a) Capital | 5 563.21 | 5 563.21 | 5 563.21 | 5 563.21 |
| | (b) Reserves and surplus (refer note-5 below) | 43 477.39 | 39 514.26 | 45 452.91 | 41 524.91 |
| | (c) Money Received against share Warrants | - | - | - | - |
| | SUB-TOTAL - SHAREHOLDER'S FUNDS | 49,040.61 | 45,077.47 | 51,016.12 | 47,088.12 |
| 2 | SHARE APPLICATION MONEY PENDING | - | - | - | - |
| 2 | MINORITY INTEREST | - | - | 7 452.87 | 6 715.23 |
| 3 | NON-CURRENT LIABILITIES | | | | |
| | (a) Long-term borrowings | 3 722.22 | 722.22 | 3 722.22 | 722.22 |
| | (b) Deferred tax liabilities (net) | 912.92 | 433.98 | 1 020.20 | 540.34 |
| | (c) Other long-term liabilities | 432.07 | 396.94 | 432.07 | 396.94 |
| | (d) Long-term provisions | 7 491.52 | 6 038.66 | 7 575.46 | 6 103.68 |
| | SUB-TOTAL - NON-CURRENT LIABILITIES | 12,558.73 | 7,591.80 | 12,749.95 | 7,763.18 |
| 4 | CURRENT LIABILITIES | | | | |
| | (a) Short-term borrowings | 15 410.37 | 21 253.32 | 13 400.37 | 18 143.31 |
| | (b) Trade Payables | 25 232.91 | 22 232.22 | 22 761.49 | 20 852.13 |
| | (c) Other current liabilities | 3 243.67 | 2 459.09 | 3 317.52 | 2 535.37 |
| | (d) Short-term provisions | 406.45 | 197.00 | 813.74 | 891.95 |
| | SUB-TOTAL - CURRENT LIABILITIES | 44,293.40 | 46,141.63 | 40,293.12 | 42,422.76 |
| | TOTAL - EQUITY AND LIABILITIES | 105,892.73 | 98,810.90 | 111,512.06 | 103,989.29 |
| B | ASSETS | | | | |
| 1 | NON-CURRENT ASSETS | | | | |
| | (a) Fixed Assets | 55 247.43 | 52 409.45 | 57 207.42 | 54 346.55 |
| | (b) Non-current investments | 510.00 | 510.00 | - | - |
| | (c) Long-term loans and advances | 2 349.28 | 3 170.01 | 2 387.59 | 3 434.65 |
| | SUB-TOTAL - NON-CURRENT ASSETS | 58,106.71 | 56,089.46 | 59,595.01 | 57,781.20 |
| 2 | CURRENT ASSETS | | | | |
| | (a) Current investments | - | - | - | - |
| | (b) Inventories | 19 635.00 | 19 790.14 | 20 624.00 | 20 544.96 |
| | (c) Trade receivables | 18 117.32 | 17 293.25 | 19 173.80 | 18 217.51 |
| | (d) Cash and cash equivalents | 4 348.41 | 977.21 | 6 284.41 | 2 576.34 |
| | (e) Short-term loans and advances | 5 159.97 | 4 163.41 | 5 255.17 | 4 337.06 |
| | (f) Other current assets | 525.32 | 497.43 | 579.67 | 532.22 |
| | SUB-TOTAL - CURRENT ASSETS | 47,786.02 | 42,721.44 | 51,917.05 | 46,208.09 |
| | TOTAL-ASSETS | 105,892.73 | 98,810.90 | 111,512.06 | 103,989.29 |

Notes:

- The above financial results of the Company have been reviewed by the Audit Committee and thereafter have been approved by the Board of Directors at their meeting held on May 13, 2016.
- The audit as required under regulation 33 of SEBI (listing obligation and disclosure requirements) Regulations, 2015 has been completed by statutory auditor for the year ended March 31, 2016.
- Segment Reporting: As the Company's business activities fall within a single primary business segment viz. auto components for two wheeler and four wheeler industry, the disclosure requirement of Accounting Standard (AS-17) 'Segment Reporting' is not applicable.
- The consolidated financial statements of the company and its subsidiary (collectively known as group) are prepared in accordance with the requirement of Accounting Standard - 21, Consolidated Financial Statement.
- The estimated useful lives of certain fixed assets have been revised in accordance with Schedule-II to Companies Act, 2013, with effect from April 1, 2015. Pursuant to the above mentioned changes in useful life of the assets, the depreciation expenses for the quarter and year is higher by INR 107.07 lacs and INR 468.90 lacs respectively for the assets whose useful life is Nil as on March 31, 2016. The net book value of INR 437.51 lacs (net of deferred tax INR 225.29 lacs) has been adjusted with Retained Earnings.
- The above audited financial results were reviewed by the Audit Committee and approved by the Board of Directors on May 13, 2016. Figures for the quarter ended March 31, 2016 and March 31, 2015 are the balancing figures between the audited figures for the full financial year ended March 31, 2016 and March 31, 2015 and the published year to date figures upto the third quarter of the respective financial years.
- Last year the Company has changed the financial year from January to December to April to March. Pursuant to change in financial year the previous period financials has been prepared from January 1, 2014 to March 31, 2015 (i.e. 15 months).
- During the year 2014-15 the Company had entered into a power purchase agreement with Real Captive Power (RCP) and paid Rs. 850 lacs as Refundable Security Deposit which was recoverable in 5 equal instalments beginning from 7th to 11th year. Further, the Company had purchased 26% equity shares in RCP for Rs. 26 Lacs in order to be eligible as a captive user for sourcing power at a cheaper rate from RCP. As RCP was a newly incorporated company, recoverability of security deposit would solely be dependent on the financial position of RCP at the time of repayment, therefore, on a conservative basis, the management created a provision of Rs. 850 lacs and the same was duly provided for in the books of accounts of the Company in March 2015. Now, in view of delay in the start of power supply by RCP, RCP has refunded the said security deposit of Rs. 850 lacs. The same amount which had already been provided for during the year ended March 2015 has been reversed now and shown as part of other income. Further, the Company has also disposed off the 26% equity holding in RCP at cost.
- Previous period figures have been regrouped / recasted wherever necessary.

Place: Gurgaon
Date: May 13, 2016







For and on behalf of Board of Directors

(Vinod Kumar Hans)
Managing Director

13th May 2016

Compliance under Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015





Form A (for audit report with unmodified opinion)

| | | |
|----|---|--|
| 1. | Name of the Company | Federal-Mogul Goetze (India) Limited |
| 2. | Annual financial statements for the year ended | 31 st March 2016 (Standalone) |
| 3. | Type of Audit observation | Un-modified |
| 4. | Frequency of observation | Not Applicable |
| 5. | To be signed by- | |
| | a. Vinod Kumar Hans Whole-time Managing Director |  |
| | b. Manish Chadha Chief Financial Officer & Finance Director |  |
| | c. Anamitra Das Partner Membership No. 062191 For Walker Chandiook & Co. LLP Chartered Accountants Firm's Registration No. 001076N/N500013 |  |
| | d. Mukul Gupta Audit Committee Chairman |  |

13th May 2016

Compliance under Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Form A (for audit report with unmodified opinion)

| | | |
|----|---|--|
| 1. | Name of the Company | Federal-Mogul Goetze (India) Limited |
| 2. | Annual financial statements for the year ended | 31 st March 2016 (Consolidated) |
| 3. | Type of Audit observation | Un-modified |
| 4. | Frequency of observation | Not Applicable |
| 5. | To be signed by- | |
| | a. Vinod Kumar Hans Whole-time Managing Director |  |
| | b. Manish Chadha Chief Financial Officer & Finance Director |  |
| | c. Anamitra Das Partner Membership No. 062191 For Walker Chandiook & Co. LLP Chartered Accountants Firm's Registration No. 001076N/N500013 |  |
| | d. Mukul Gupta Audit Committee Chairman |  |

Walker Chandiook & Co LLP

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21st Floor, DLF Square
Jacaranda Marg, DLF Phase II
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Auditor's Report on Consolidated Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Board of Directors of Federal-Mogul Goetze (India) Limited

1. We have audited the consolidated annual financial results ('the Statement') of Federal-Mogul Goetze (India) Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') for the year ended 31 March 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statement has been prepared on the basis of the consolidated annual financial statements, which is the responsibility of the Company's management. Our responsibility is to express an opinion on this statement based on our audit of financial results, which have been prepared in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



Walker Chandiok & Co LLP

3. In our opinion and to the best of our information and according to the explanations given to us, this Statement
 - i. includes the financial results of Federal-Mogul TPR (India) Limited as at and for the year ended 31 March 2016;
 - ii. have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
 - iii. give a true and fair view of the consolidated net profit and other financial information for the year ended 31 March 2016.

Walker Chandiok & Co LLP

For **Walker Chandiok & Co LLP**

(formerly Walker, Chandiok & Co)

Chartered Accountants

Firm Registration No.: 001076N/N500013

Anamitra Das

per **Anamitra Das**

Partner

Membership No. 062191



Place: Gurgaon

Date: 13 May 2016

Walker Chandiook & Co LLP

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

To The Board of Directors of Federal-Mogul Goetze (India) Limited

1. We have audited the standalone annual financial results of Federal-Mogul Goetze (India) Limited ('the Company') for the year ended 31 March 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to note 3 in the annual financial results regarding the figures for the quarter ended 31 March 2016 as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit. These financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results upto the end of the third quarter which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our review of financial results for the nine months period ended December 31, 2015 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, as specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and other accounting principles generally accepted in India; and our audit of the annual financial statements which have been prepared in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



Walker Chandiok & Co LLP

3. In our opinion and to the best of our information and according to the explanations given to us financial results:
- i. are presented in accordance with the requirements of Regulation 33 of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
 - ii. gives a true and fair view of the net profit and other financial information for the year ended 31 March 2016.

Walker Chandiok & Co LLP

For **Walker Chandiok & Co LLP**

(formerly *Walker, Chandiok & Co*)

Chartered Accountants

Firm Registration No.: 001076N/N500013



per **Anamitra Das**

Partner

Membership No. 062191



Place: Gurgaon

Date: 13 May 2016