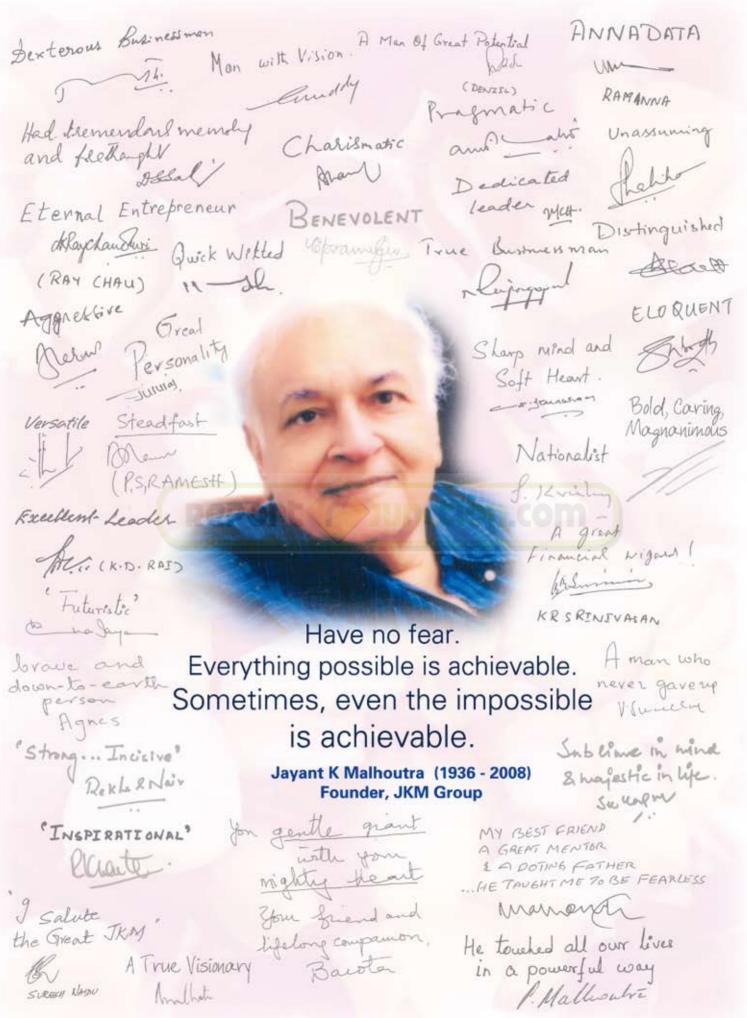
2007-08 DYNAMATIC TECHNOLOGIES LIMITED

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"Your work is to discover your world and then with all your heart give yourself to it."

- The Buddha

Dear Fellow Shareholder,

On behalf of the Board of Directors of Dynamatic Technologies Limited and its Subsidiaries, I take pleasure in presenting you with the audited financial statements for the year 2007-2008.

.... 420 400 380 360 320 280 240 220 ш ···· 180 Z 160 ഗ 140 60 2004 '05 '06 '07 1995 1998 YEARS JKM Daerim Dynamatic[®]

In earlier years, JKM Daerim® has been identified separately on the bar chart above. During 2007-08, the merged entity is shown as a single bar. The Aggregated Sales for 2007-08 also includes the turnover of Rs. 81.77 crores, recorded by your Company's wholly owned Subsidiary, Dynamatic Limited, UK, over a period of 10 months.

*Rs. 10 million = Rs. 1 crore.

During the year under review, your Company along with its Subsidiaries has recorded a growth rate of 38.41% in aggregated sales. Gross Sales of Rs. 4,417.23 Million* (aggregated with Subsidiaries) was the highest ever recorded.

The graph on the left shows your Company's growth over the past 15 years. This growth has been the result of an undiluted focus on developing skillsets required in an increasingly volatile economic environment.



DYNAMATIC® HYDRAULICS

With severe food price inflation across the world, the tractor industry has witnessed buoyant conditions which have been very positive for your

Company's Hydraulic division. In addition, the rapid growth of India's infrastructure sector has provided exciting new opportunities for sale of Hydraulic products.

During the year under review, your Company acquired the manufacturing facilities of Sauer Danfoss Limited, UK, at





subsidiary Dynamatic Limited, UK. This acquisition has provided your Company with three major advantages:

- i. A global delivery chain.
- ii. A vastly broadened product offering.
- iii. A world-class design laboratory and technical skills.

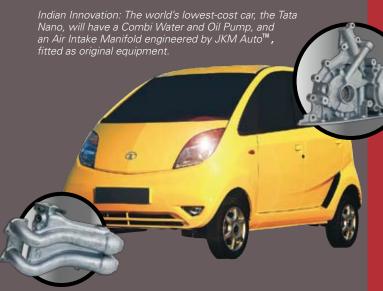
Dynamatic® Hydraulics is one of the world's largest Hydraulic Gear Pump makers, and will now focus on being number one.

JKM AUTOMOTIVE™

Your Company's 73% owned Subsidiary, JKM Daerim Automotive Limited, was merged into Dynamatic Technologies Limited during the year. *JKM Automotive*™ is now the largest division of Dynamatic Technologies, having benefited from the growth of India's automotive industry during the past decade.

JKMAUTO

India is fast developing into the world's small-car manufacturing hub, and, as your Company globalises its Automotive division, it enjoys unique advantages with people across the world shifting to smaller cars in an era of high oil prices.



JKM Automotive™ has also made a successful foray into the manufacture of precision-engineered turbo-charger components for the world's leading



JKM Automotive's new plant was inaugurated at Irrungattukottai on September 17, 2007.

manufacturer, Honeywell Turbo Technologies. This business has great potential given rising global standards for emission control.

Additionally, *JKM Automotive*[™] has developed a number of products for Cummins heavy engines, which is a completely new product segment with different cyclical trends from the passenger car industry.

The pessimist sees difficulty in every opportunity. The optimist sees the opportunity in every difficulty.

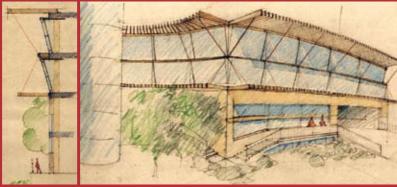
- Winston Churchill

DYNAMETAL®

Dynametal® exists as a strategic foundation for your Company's Hydraulic and Automotive businesses. At the Foundry located in Chennai, commercial grades of aluminium are melted, alloyed and then moulded into complex castings required by Dynamatic® Hydraulics and JKM Automotive™.

This division which accounts for approximately 10% of Dynamatic Technologies' annual sales was established in 1995 with a modest investment of Rs. 1.2 million. (Shareholder note: The annualised sales of this division is responsible for the difference between the aggregated sales and consolidated sales of the Company, as it is accounted for as intra-company sales.)

With robust growth in both Hydraulic and Automotive businesses, *Dynametal*® is projected to be a significant contributor in the future. Keeping this in mind, a sophisticated Material Sciences Laboratory has been established within the JKM Science Center to focus on technological innovation. Additionally, your Company's leadership team is planning to establish a second foundry in Thailand in the near future.



Artist's rendition of the new Aerospace facility to manufacture Airbus A-320 Flap-Track Beams

DYNAMATIC AEROSPACE®

Over the last few years, your Company has worked closely with Hindustan Aeronautics Ltd., India's National Aerospace company, and the Defence Research and Development Organisation, to develop and manufacture Lockheed Martin and Cobham PLC to explore exacting aerospace products.

This activity was incubated using the resources of *Dynamatic® Hydraulics*, and its income and expenditure is being reported under the 'Hydraulics & Precision Engineering' segment. Going forward, this business will be a large contributor to your Company's growth and profitability.



The Airbus 320 Flap-Track Beam that will be assembled by Dynamatic Aerospace®, Bangalore

Dynamatic Aerospace® is working closely with EADS and Spirit AeroSystems to assemble Flap-Track Beams at Bangalore for the Airbus A-320 family of aircrafts. This is the first time ever that a functional aero-structure The *Powermetric® Design* Center pools together of a major commercial jet is being manufactured in India.

A state-of-the-art facility is being built at Dynamatic Park Peenya, Bangalore, and will be completed during November 2008. First Article Inspection of the Flap-Track Beams is expected to be completed by Airbus during January 2009. In the meanwhile, *Dynamatic*

Aerospace® has received NADCAP approval for its Non-Destructive-Test facilities, another first in India. Dynamatic Aerospace® has signed agreements and MoUs with Boeing, Northrop Grumman Corporation, opportunities in the Indian Defence sector. This business is complex, and therefore very specialised. Given India's large Defence expenditure, there are very significant growth opportunities for your Company to address.

Your Company is engaged in advanced negotiations to acquire a reputable Aeronautics facility in Western Europe. This acquisition will give both scale and reach to Dynamatic Aerospace®.





POWERMETRIC® DESIGN

Design is the very soul of your Company. It has enabled us to continuously explore new business horizons through the introduction of new product offerings.

the diverse experiences of aeronautical, automotive, hydraulic engineers and scientists, working across the various *Dynamatic*® divisions, and is capable of delivering advanced thermal, dynamic and structural engineering services. It is a Government of India (Department of Scientific and Industrial Research) recognized in-house R & D Unit. Over the years, *Dynamatic®* products have delighted customers with

Powermetric® established a Virtual Design Lab for National Super Suction (NSS), USA, the world leader in industrial-cleaning technologies with applications

factories and

In this laboratory, products are developed and prototyped for the customer. NSS has expressed deep

consumer demand. At the same time, asset bubbles which were created earlier, are now correcting and

In the Kanii characters used in both Chinese and Japanese, "crisis" is written with two symbols, the first meaning "danger," the second "opportunity."

- Al Gore

remain immune to global economic influences.

and discipline. At *Dynamatic®*, we have always

taken care to design our industrial infrastructure to be mutable in order

As described earlier, global challenges have always been seen as opportunities, and your Company has responded

at *Dynamatic®* remains confident in its abilities to

and scale of activity. *Powermetric*® considers the NSS to take advantage of the same. The leadership team experience to be a pilot experiment in creating a larger

The world is ridden with risk. Terrorism, war and

Unprecedented monetary expansion over the last in acute price inflation worldwide. The large rise in price of materials and



On behalf of our Board of Directors and Senior

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Udayant Malhoutra Chief Executive Officer and Managing Director

DYNAMATIC TECHNOLOGIES LIMITED

CORPORATE STRUCTUR

CEO & Managing Director, DTL

Committee

Member, Technical Development

Member, Shareholders Committee

Chairman, JKM Research Farm Ltd

Chairman, Dynamatic Ltd, UK

Chairman, JKM Global Pte Ltd, Singapore

Chairman

Mr. Vijai Kapur

GKW Limited as Dy. Managing Director, and was also past President – AIEI (now called CII)

Director

Dr. K. Aprameyan

where he retired as Chairman and Managing Director. He was also a Member of the National Council, Confederation of Indian Industries (CII) and the Governing Council, Institute of Robotics and Intelligence Systems (IRIS)

Director

Air Chief Marshal S. Krishnaswamy (Retd.)

Former Head of the Indian Air Force & Chairman, Chiefs of Staff Committee: He is credited with bringing focus towards indigenous capabilities as an

Director

Ms. Shanti Ekambaram

India's private sector Banking industry in the last 5 years. Prior to that, she has led many path-breaking deals in the investment banking industry. She is currently the Group Head-Wholesale Banking, Kotak Mahindra Bank Ltd. and was formerly the Executive Director and CEO, Kotak Mahindra Capital Company Ltd.

Director

Mr. Govind Mirchandani

leading brands in India. He has had a distinguished career which includes the positions of Executive Director & CEO, Reid & Taylor, Director, Brandhouse Retails Ltd., CEO & Director, Arvind Brands Ltd., President, Denim Division, Arvind Mills Ltd., and President & CEO,

Director

Ms. Malavika Jayaram

Lawyer: An expert on Intellectual Property and International Business Transactions, she is **a** partner of Jayaram & Jayaram, Advocates. She has spent almost a decade practising law in Europe with Allen & Overy, London and Citigroup, London where she was Vice President & Technology Law Counsel

Director

Mr. Raymond Keith Lawton

Sauer Danfoss (Swindon Unit), he is credited with the transformation of the Swindon unit into a state-of-the-art

Executive Director & Chief Operating Officer Mr. N. Rajagopal

Company Executive: He has over three decades' experience in production, design and engineering operations, having held positions of seniority in Dynamatic®. He was formerly Director Operations, Dynamatic Technologies.

Executive Director & Chief Marketing Officer

Mr. B. Seshnath

Company Executive: He has extensive marketing experience in Automotive, Pneumatic and Hydraulic industries, having worked with the TVS Group, Mahindra & Mahindra, Festo and Dynamatic®. He was formerly the Executive Director & Chief Operating Officer, JKM Daerim® Automotive Ltd.

President & Group Chief Financial Officer Mr. V. Sunder

Law & Finance, having been the Company Secretary & Head Corporate Planning, Dynamatic®. He is a fellow member of the Institute of Company Secretaries of India and formerly CEO and Executive Director, JKM Daerim® Automotive Ltd.

Chief Executive Officer & Managing Director

Mr. Udayant Malhoutra

Industrialist: He is credited with successfully initiating, nurturing and scaling to Industrial size, various technologies associated with all three sciences. In addition to his role at Dynamatic®, he has been a Member, Board of Governors, IIT Kanpur (1997-2001), Chairman, CII National Technology Committee and Member, CII National Council (2001-2002). He is the President of the Fluid Power Society of India (2004-08).





Dr K Aprameyan Member, Audit Committee Chairman, Technical Development Member, Leadership, HRD & Remuneration Committee



Chairman of the Board, DTL Chairman, Audit Committee Member, Leadership, HRD & Remuneration Committee



Air Chief Marshal S Krishnaswamy (Retd.) Member, Audit Committee Chairman, Shareholders' Committee Member & Alternative Chairman, **Technical Development Committee** Chairman, Leadership, HRD & Remuneration Committee





& Chief Marketing



Officer, DTL



Air Cmde (Retd) Ravish Malhotra Chief Operating Officer



V K Heblikar Sr. General Manager Head - Material Sciences



General Manager Dynamatic Aerospace®

& SBU Head Dynamatic Aerospace®

Anil Kumar Katti Sr. General Manager & SBU Head Powermetric® Design



Vice President Dynamatic Aerospace®

REGISTRAR & TRANSFER

Karvy Computershare Pvt. Ltd Plot No. 17-24 Vittal Rao Nagar, Madhapur, Hyderabad 500 081

JKM Research Farm Limited

Chartered Accountants, Bangalore

JKM Global Pte Limited

Chairman Mr. Udayant Malhoutra

Director

(Singapore)

Director

Director

Chairman

Director

Auditors

Chairman Mr. Udayant Malhoutra

Auditors RSM Chio Lim., Singapore,

Director Mr. Michael John Handley

Officer, Hydraulics

REGISTERED OFFICE

Dynamatic Park Peenya Bangalore 560 058

KEY FACILITIES

AUDITORS

Dynamatic Park Peenya Bangalore 560 058. India

Dynamatic Limited, UK

Executive Director & Chief Operating

Technical Director & Chief Technology

JKM Park SIPCOT Irrungattukottai Sriperumbudur Tamil Nadu 602105 India

Cheney Manor, Swindon, Wiltshire SN2 2PZ, England

Price Waterhouse & Co., Chartered Accountants, Bangalore

COMPANY SECRETARY

BANKERS

AGENTS

Kotak Mahindra Bank Ltd. Standard Chartered Bank HDFC Bank

FINANCIAL INSTITUTIONS

Infrastructure Leasing & Financial



0

S K Kapur

K R Srinivasan

Group Financial

G Haritha

Company Secretary

Rekha S Nair

DTI

Head Corporate

Communications

Controller

Vice President

Corporate Affairs,

Director, D7 Member, Audit Committee



President and Group CFO Member, Shareholders Committee Director, JKM Research Farm Ltd Director, JKM Global Pte Ltd, Singapore Director, Dynamatic Ltd, UK

May 1

G Srinivasan

Operations

Jae Ho Woo

Vice President

Technical

JKM Auto™

Vice President

D Satheesh Kumar G Elangovan

Head - Operations

JKM Auto™

P K Ray Choudhury

Sr. General Manager

Engineering Head

DTL Research &

Development

Vice President

Dynametal®

Castings Commodity

Altaf Shareef

General Manager



ED & COO, Dynamatic® Hydraulics & Dynametal® Member, Technical Development Committee

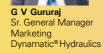


P S Ramesh Operations Controller



G V Gururaj Marketing







N Murali Information Systems Sr. General Manager



Ian Patterson

Technical Director

Officer Hydraulics

& Chief Technology

Manager Dynamatic Ltd, UK



Finance





Raymond K Lawton

Member Technical

ED & COO, Dynamatic Ltd, UK

Member, Audit Committee

Development Committee

Director, DTL

Trish Bowering





Human Resources &





Head - Production

Engineering



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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF DYNAMATIC TECHNOLOGIES LIMITED

- 1. We have audited the attached Consolidated Balance Sheet of Dynamatic Technologies Limited (the Company) and its Subsidiaries (herein after referred to as the 'Group') as at March 31, 2008, the related Consolidated Profit and Loss Account for the year ended on that date, and the Consolidated Cash Flow Statement for the year ended on that date, annexed thereto, which we have signed under reference to this report. These Consolidated Financial Statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit.
- We conducted our audit in accordance with auditing standards generally accepted in India. Those 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 the management, as well as evaluating the overall Financial Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. We did not audit the Financial Statements of certain Subsidiaries, whose Financial Statements reflect total assets of Rs.987,420,473 as at March 31, 2008, total revenues of Rs.853,275,755 and net cash inflow amounting to Rs.200,707,090 for the year ended on that date. The Financial Statements and other information of these Subsidiaries have been audited by other auditors, whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of these Subsidiaries, is based solely on the report of the other auditors.

- 4. We report that the Consolidated Financial Statements have been prepared by the Company's management in accordance with the requirements of Accounting Standard 21, Consolidated Financial Statements, as notified in the Companies (Accounting Standards) Rules, 2006.
- 5. Based on our audit and on consideration of the reports of other auditors on separate Financial Statements and on the other financial information of the components, in our opinion and to the best of our information and according to the explanations given to us, the attached Consolidated Financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India:
 - in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2008;
 - ii) in the case of the Consolidated Profit and Loss Account, of the Consolidated results of operations of the Group for the year ended on that date; and
 - iii) in the case of the Consolidated Cash Flow Statement, of the Consolidated cash flows of the Group for the year ended on that date.

S. Dutta Partner

Membership No.: F 50081

For and on behalf of *Price Waterhouse & Co.,*Chartered Accountants

PLACE: BANGALORE DATE: 27th JUNE, 2008

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2008

		2008	2007
SOURCES OF FUNDS	Schedule	Rs.	Rs.
Shareholders' Funds	4	40 107 020	41 025 000
Capital	1 2	48,107,030	41,935,600
Reserves and Surplus	2	599,629,115	404,886,798
Minority Interest [Schedule 21 Note 4(b)]		700	63,134,291
Loan Funds	2	1 575 777 600	705 007 505
Secured Loans	3 4	1,575,777,609	765,937,585
Unsecured Loans	4	67,589,136	73,566,799
Deferred Tax Liabilities (Schedule 21 Note 10)		154,067,633	110,150,476
		2,445,171,223	1,459,611,549
APPLICATION OF FUNDS			
Fixed Assets	_		4 500 050 407
Gross Block	5	2,337,641,840	1,500,856,167
Less: Depreciation		722,416,343	596,899,000
Net Block		1,615,225,497	903,957,167
Capital Work-In-Progress		173,394,130	252,657,842
Incidental Expenditure During Construction Period	6		34,101,682
		1,788,619,627	1,190,716,691
Investments	7	1	15,001
Current Assets, Loans and Advances			
Inventories	8	471,885,145	310,245,944
Sundry Debtors	9	791,682,563	529,341,305
Cash and Bank Balances	10	253,870,753	26,590,985
Other Current Assets	11	41,281,951	22,025,511
Loans and Advances	12	110,918,845	91,853,181
		1,669,639,257	980,056,926
Less: Current Liabilities and Provisions		(C) 111	
Liabilities	13	956,942,378	660,011,596
Provisions	14	56,145,284	51,207,948
		1,013,087,662	711,219,544
Net Current Assets		656,551,595	268,837,382
Miscellaneous Expenditure		-	42,475
(To the extent not written off or adjusted)			
		2,445,171,223	1,459,611,549
Notes on Accounts	21		

The schedules referred to above and the notes thereon form an integral part of the accounts.

This is the Consolidated Balance Sheet referred to in our report of even date.

S. Dutta Partner

For and on behalf of Price Waterhouse & Co., **Chartered Accountants**

PLACE: BANGALORE

DATE: 27th JUNE, 2008

RAYMOND K LAWTON Director

B SESHNATH

UDAYANT MALHOUTRA

Executive Director and CMO

CEO and Managing Director

Dr. K APRAMEYAN

Director

GOVIND MIRCHANDANI Director

N RAJAGOPAL **Executive Director and COO**

K R SRINIVASAN **Group Financial Controller** Air Chief Marshal (Retd.)

S.KRISHNASWAMY

· J. Krihy

Director

MALAVIKA JAYARAM

Director

V SUNDER President and Group CFO

G HARITHA Company Secretary

C-3

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2008

5	Schedule		2008		2007
INCOME			Rs.		Rs.
Sales and Services	15		4,053,888,046		2,922,892,351
Less: Excise Duty included therein			494,281,213		520,002,788
Sales (Net)			3,559,606,833		2,402,889,563
Other Income	16		103,526,521		49,735,463
			3,663,133,354		2,452,625,026
EXPENDITURE					
Cost of Materials	17		1,846,326,630		1,477,807,683
Employee Cost	18		603,775,367		219,328,994
Other Operating Expenses	19		643,358,575		336,305,467
			3,093,460,572		2,033,442,144
Operating Profit Before Depreciation and					
Interest (EBITDA)			569,672,782		419,182,882
Depreciation		131,953,353		99,922,822	
(Less): Transfer from Revaluation Reserve		(341,996)	131,611,357	(341,996)	99,580,826
Interest	20		107,821,334		67,308,241
Profit Before Taxation and Extraordinary/ Exceptional Item	ทร		330,240,091		252,293,815
Extraordinary/ Exceptional items: (Schedule 21 Note 13)					
Merger Expenses [Schedule 21 Note 4(c)]		2,602,227		-	
Formation Expenses [Schedule 21 Note 17(c)]		26,189,916		-	
Others			28,792,143	19,318,174	19,318,174
Profit Before Taxation			301,447,948		232,975,641
Provision for Taxation (Schedule 21 Note 10)					
- Income Tax					
- Current			72,133,896		56,306,424
- Deferred			43,917,157		23,888,888
- Fringe Benefit Tax			4,700,053		3,259,000
- Wealth Tax			211,458		211,335
Profit After Taxation Before Minority Interest			180,485,384		149,309,994
Minority Interest in Profits					17,412,570
Profit After Taxation			180,485,384		131,897,424
Profit Brought Forward From Previous Year			99,896,168		76,810,587
Profit Available for Appropriation			280,381,552		208,708,011
Appropriations /					
Dividend:					
- Interim			10,483,900		8,387,120
- Proposed Fin <mark>al</mark>			24,053,515		12,580,680
- Tax thereon			5,188,525		6,044,429
Transferred to General Reserve			18,576,733		81,799,614
Balance			222,078,879		99,896,168
Add: Transfer of Minority Share in Profit and Loss					
Account [Schedule 21 Note 4(b)]			30,838,185		
Profit Carried to Balance Sheet			252,917,064		99,896,168
Earning Per Share - Basic and Diluted [Schedule 21 Note	9]		<u> </u>		
- Before Extraordinary/ Exceptional Items			49.78		34.93
- After Extraordinary/ Exceptional Items	_		42.94		31.45
Notes on Accounts	21				

The schedules referred to above and the notes thereon form an integral part of the accounts.

This is the Consolidated Profit and Loss Account referred to in our report of even date.

S. Dutta Partner

For and on behalf of Price Waterhouse & Co., **Chartered Accountants**

VIJAI KAPUR Chairman

RAYMOND K LAWTON Director

11-**B SESHNATH**

Executive Director and CMO

UDAYANT MALHOUTRA CEO and Managing Director Dr. K APRAMEYAN

Director Minuadani

GOVIND MIRCHANDANI

Director

N RAJAGOPAL Executive Director and COO

K R SRINIVASAN **Group Financial Controller** Air Chief Marshal (Retd.) S.KRISHNASWAMY

· f. Kvily

Director

MALAVIKA JAYARAM

Director

12c

v SUNDER

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President and Group CFO

G HARITHA Company Secretary

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