



NOTICE TO SHAREHOLDERS

Notice is hereby given that the **Thirty-Seventh Annual General Meeting** of the Members of the Company will be held on **Friday, the 28th day of September 2012 at 10:00 AM IST** at the Registered Office of the Company at Dynamatic Park, Peenya, Bangalore – 560 058, to transact, with or without modifications, as may be permissible, the following business:

ORDINARY BUSINESS

1. To consider, approve and adopt the Audited Balance Sheet of the Company, as at March 31, 2012, Profit and Loss Account for the year ended on that date, together with the reports of the Auditors and the Directors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Air Chief Marshall S. Krishnaswamy (Retd.), who retires by rotation as Director and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Vijai Kapur, who retires by rotation as Director and, being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Raymond Keith Lawton, who retires by rotation as Director and, being eligible, offers himself for re-appointment.
6. To re-appoint Messrs B S R & Associates, Chartered Accountants, Bangalore (Firm Registration No.116231W), as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

7. To consider and, if thought fit, to pass, with or without modification, the following resolution, as an **ORDINARY RESOLUTION**:

"RESOLVED THAT Ms. Claire Louise Tucker, in respect of whom, the Company has received a notice from a member under the provisions of Section 257 of the Companies Act, 1956, be and is hereby elected and appointed as a Director of the Company, liable to retire by rotation."

8. To consider and, if thought fit, to pass, with or without modification, the following resolution, as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310, 311 and other applicable provisions, if any, of the Companies Act, 1956 and Schedule XIII thereto read with Article 120 of the Articles of Association of the Company and all applicable guidelines for the managerial remuneration issued by the Central Government from time to time and other

approvals as may be required, consent of the Company be and is hereby accorded to the re-appointment of Mr. N. Rajagopal as Executive Director & Chief Technology Officer of the Company for the period from April 1, 2012 to August 22, 2013, on the following terms and conditions, and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed to between the Company and Mr. N. Rajagopal:

- a. Salary: In the range of ₹1,00,000/- to ₹1,60,000/- per month (with such increments, annual / special, within the aforesaid range as may be decided by the Board or any Committee thereof, from time to time)
- b. Allowance and Perquisites:
 - Housing: The Company will provide unfurnished accommodation, subject to the condition that expenditure by the Company shall not exceed half month's basic salary
 - Lunch allowance / coupons thereof for an amount not exceeding ₹5,000/- per month
 - Medical Reimbursement: Subject to an amount not exceeding one month's basic salary
 - Leave Travel Concession: Subject to an amount not exceeding one month's basic salary
 - Special allowance not exceeding ₹1,61,000/- per month
 - Payment of Gratuity, Contribution to Provident Fund, Superannuation Fund and Leaves, including its encashment, shall be as per the applicable laws and the same shall not form part of remuneration in terms of clause 2 of Section II of Part II of Schedule XIII to the Companies Act, 1956
 - Transport facility with driver, telephone at residence, mobile phones, credit cards, hotel and club memberships (excluding life membership fee) etc., shall be provided for office use and the same shall not be forming part of remuneration
- c. Performance Incentive: As recommended by the Leadership, HRD & Remuneration Committee and approved by the Board from time to time.

"RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any financial year during the period of re-appointment of Mr. N. Rajagopal as Executive Director & Chief Technology Officer, the monthly salary, perquisites, allowances and other benefits shall be in accordance with and subject to the provisions of clause (1B) of Section II of Part II of Schedule XIII to the Companies Act, 1956."

9. To consider and, if thought fit, to pass, with or without modification, the following resolution, as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310, 311 and other applicable provisions, if any, of the Companies Act, 1956 and Schedule XIII thereto read with Article 120 of the Articles of Association of the Company and all applicable guidelines for the managerial remuneration issued by the Central Government from time to time and other approvals as may be required, consent of the Company be and is hereby accorded to the re-appointment of Mr. V. Sunder as President & Group Chief Financial Officer of the Company for the period from April 1, 2012 to August 22, 2013, on the following terms and conditions, and subject to such modification as may be made therein as per the requirement of any authority or otherwise and agreed to between the Company and Mr. V. Sunder:

- a. Salary: In the range of ₹1,00,000/- to ₹1,80,000/- per month (with such increments, annual / special, within the aforesaid range as may be decided by the Board or any Committee thereof, from time to time)
- b. Allowance and Perquisites:
 - Housing: The Company will provide unfurnished accommodation, subject to the condition that expenditure by the Company shall not exceed half month's basic salary
 - Lunch allowance / coupons thereof for an amount not exceeding ₹5,000/- per month
 - Medical Reimbursement: Subject to an amount not exceeding one month's basic salary
 - Leave Travel Concession: Subject to an amount not exceeding one month's basic salary
 - Special allowance not exceeding ₹1,61,000/- per month
 - Payment of Gratuity, Contribution to Provident Fund, Superannuation Fund and Leaves, including its encashment, shall be as per the applicable laws and the same shall not form part of remuneration in terms of clause 2 of Section II of Part II of Schedule XIII to the Companies Act, 1956
 - Transport facility with driver, telephone at residence, mobile phones, credit cards, hotel and club memberships (excluding life member ship fee) etc., shall be provided for office use and the same shall not be forming part of remuneration
- c. Performance Incentive: As recommended by the Leadership, HRD & Remuneration Committee and approved by the Board from time to time.

"RESOLVED FURTHER THAT, in the event of loss or inadequacy of profit in any financial year during the period of re-appointment of Mr. V. Sunder as President & Group Chief Financial Officer, the monthly salary, perquisites,

allowances and other benefits shall be in accordance with and subject to the provisions of clause (1B) of Section II of Part II of Schedule XIII to the Companies Act, 1956."

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE THE PROXIES SHOULD BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN **48 HOURS** BEFORE THE MEETING.
2. Members / Proxies should bring duly filled attendance slips sent herewith to attend the meeting.
3. An Explanatory Statement in respect of item Nos.7 to 9 of the aforesaid Notice is annexed hereto in pursuance of Section 173(2) of the Companies Act, 1956. Further, as required under clause 49[IV(G)(i)] of the Listing Agreements with the Stock Exchanges, brief particulars of all the directors, including those who are proposed to be re-appointed form part of the Corporate Governance Report.
4. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, between 11.00 a.m. and 1.00 p.m. up to the date of Meeting.
5. Pursuant to the provisions of Section 154 of the Companies Act, 1956 and Clause 16 of the Listing Agreements with Stock Exchanges, the Register of Members and Share Transfer Books of the Company will be closed from **Friday, September 21, 2012 to Friday, September 28, 2012 (both days inclusive)**. Dividend on equity shares, if declared at the Meeting, will be paid before October 27, 2012 to those members whose names shall appear on the Company's Register of Members on September 28, 2012; in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on September 21, 2012.
6. Members are requested to quote their Folio Number / Client ID, in all correspondence and intimate any change in their address to the Share Transfer Agent / Depository Participant promptly.

By Order of the Board
for Dynamatic Technologies Limited



Ms. Sindhu M
GM – Compliance, Legal & Company Secretary

Place : Bangalore
Date : August 3, 2012

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO.7

Ms. Claire Louise Tucker, was appointed by the Board of Directors of the Company as an Additional Director with effect from August 13, 2011. As per the provisions of the Companies Act, 1956, Ms. Claire Louise Tucker holds office up to the date of forthcoming Annual General Meeting.

Ms. Claire Louise Tucker's formal qualifications are C&G Diploma 'Business Studies & communications' - Merit (City of Bath College) – equivalent to HND today, Sage Line 50, Financial Controller & Payroll – Advance, NVQ Level 3 PC Servicing, Maintenance & Networking (Mod 3 & 4 system configuration & installation) Brunel College of Art & Technology, Microsoft 'Managing Exchange 2007' Certified and IOSH Managing Safely Certified (Institution of Occupational Safety & Health).

Till 1993, she worked in administration, compliance and accounts positions until setting up her own business of converting manual accounting practices into IT computerized formats for Banking & Financial, Pension & Investment, Training & Motivation & Photography industries.

In the year 1993, she was appointed by Oldland CNC Limited to set up the IT infrastructure, accounts and production control system. This position progressed in time to a full time employment as Manager of systems, compliance & finance.

During the last 18 years, she has gained vast experience in aerospace production, manufacturing and has gained a wealth of knowledge, especially within operations, systems, compliance, finance, training & HR.

She is based from the Company's aerospace facility in Bristol UK but also works with the Company's Hydraulics division in Swindon UK and Foundry at Eisenwerk Erla in Germany, to align group policy & processes, and leverage any group financial savings and benefits.

She does not hold any shares in the Company. She is a director in Dynamatic Limited, UK and Eisenwerk Erla Holdings GmbH, Germany.

The Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956, proposing Ms. Claire Louise Tucker as a candidate for the office of Director. The Board accordingly recommends the resolution as set out in item no.7 of the Notice for approval of the members. Except Ms. Claire Louise Tucker, no other Director is concerned or interested in the resolution.

ITEM NO.8

Mr. N. Rajagopal was appointed as Executive Director & Chief Technology Officer of the Company for a period of 3

years with effect from August 24, 2009, as approved by the shareholders at the Annual General Meeting held on August 25, 2009. Accordingly, his term of office is due to expire on August 23, 2012.

Considering the current scenario, wherein the profits of the Company have come down, it would be a challenge to comply with the provisions of Schedule XIII of the Companies Act, 1956, as far as managerial remuneration is concerned. Further, in terms of Table B of Para 1 of Section II of Schedule XIII, shareholders' approval by way of a special resolution for payment of remuneration is mandatory, limited up to a maximum period of three years.

Details of proposed remuneration and the term are furnished in the resolution proposing the re-appointment. A statement furnishing information pursuant to proviso (iv) of clause (B) of Section II of Part II of Schedule XIII to the Companies Act, 1956 is annexed to this Notice.

The Board accordingly recommends resolution as set out in item no.8 for approval of the members.

No director except Mr. N. Rajagopal is interested or concerned in this resolution.

ITEM NO.9

Mr. V. Sunder was appointed as President & Group Chief Financial Officer of the Company for a period of 3 years with effect from August 24, 2009, as approved by the shareholders at the Annual General Meeting held on August 25, 2009. Accordingly, his term of office is due to expire on August 23, 2012.

Considering the current scenario, wherein the profits of the Company have come down, it would be a challenge to comply with the provisions of Schedule XIII of the Companies Act, 1956, as far as managerial remuneration is concerned. Further, in terms of Table B of Para 1 of Section II of Schedule XIII, shareholders' approval by way of a special resolution for payment of remuneration is mandatory, limited up to a maximum period of three years.

Details of proposed remuneration and the term are furnished in the resolution proposing the re-appointment. A statement furnishing information pursuant to proviso (iv) of clause (B) of Section II of Part II of Schedule XIII to the Companies Act, 1956 is annexed to this Notice.

The Board accordingly recommends resolution as set out in item no.9 for approval of the members.

No director except Mr. V. Sunder is interested or concerned in this resolution.

ANNEXURE

(Refer Items 8 and 9 of the Notice of AGM)

Statement pursuant to Clause 1(B)(iv) of Schedule XIII to the Companies Act, 1956

I. General Information

(1)	Nature of industry	Manufacturing industry	
(2)	Expected date of commencement of commercial production	Already commenced	
(3)	In case of new companies expected date of commencement of activities	Not applicable	
(4)	Financial performance (for the last 2 years)	₹ in lacs	
		2011-12	2010-11
	Net sales/income	44,369	35,430
	Other income	1,804	610
	Total income	46,173	36,040
	Total expenditure	39,306	29,420
	Profit/(Loss) before interest, depreciation, extraordinary items and taxes	6,867	6,620
	Interest	3,948	2,405
	Depreciation	2,511	2,041
	Profit/(Loss) before exceptional items & taxes	408	2,174
	Exceptional Items	175	-
	Profit/(Loss) before taxes	233	2,174
(5)	Export performance and foreign exchange	11,300	5,993
(6)	Foreign investments or collaborations, if any	-	-

II.A Information about Mr. N. Rajagopal:

- Background details:** This information is provided in the Corporate Governance Report and under Explanatory Statement for Item No.8 in the Notice.
- Past remuneration:** For the financial year 2010-11 he was paid Salary & allowances of ₹31.04 lakh and Perquisites of ₹3.02 lakh, aggregating his remuneration to ₹34.07 lakh.
- Job profile:** He has been the Executive Director & Chief Technology Officer of the Company since August 24, 2009 and is responsible for New Product Development and the Management of the Company's Technical capabilities at a strategic level.
- Remuneration proposed:** This information is provided as part of the resolution proposing his re-appointment in Item No.8 in the Notice.
- Relationship directly or indirectly with the company or relationship with the managerial personnel, if any:** Mr. N. Rajagopal has no pecuniary relationship with the Company other than receiving remuneration as Executive Director & Chief Technology Officer. He is neither related to promoters nor other managerial personnel of the Company.

II.B Information about Mr. V. Sunder:

- Background details:** This information is provided in the Corporate Governance Report and under Explanatory Statement for Item No.9 in the Notice.
- Past remuneration:** For the financial year 2010-11 he was paid Salary & allowances of ₹36.22 lakh and Perquisites of ₹3.49 lakh, aggregating his remuneration to ₹39.72 lakh.
- Job profile:** He has been the President & Group Chief Financial Officer of the Company since August 24, 2006 and heads the corporate functioning of finance and works along with Mr. Udayant Malhoutra, CEO & Managing Director in planning & driving Corporate Strategy.
- Remuneration proposed:** This information is provided as part of the resolution proposing his re-appointment in Item No.9 in the Notice.
- Relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:** Mr. V. Sunder has no pecuniary relationship with the Company other than receiving remuneration as President & Group Chief Financial Officer. He is neither related to promoters nor other managerial personnel of the Company.

III. Comparative remuneration profile with respect to industry, size of the company, profile of the position:

The remuneration proposed for both the directors above is much lower than the prevailing levels in the industry for comparable positions. Detailed justification for the proposed remuneration in both the cases is given in the Explanatory Statement to the Notice dated August 3, 2012.

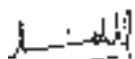
IV. Other information

- Reason for loss or inadequate profits:** The financial performance of the Company has been adversely affected on account of under performance of the Automotive division. The Automotive division was particularly affected due to unprecedented power crisis in the state of Tamil Nadu which not only imposed additional burden on costs but also led to major disruption in the supply chain. All this affected deliveries to overseas customers which in turn led to air freighting of material at exorbitant costs.
- Steps taken for improvement:** It is heartening to note that a correction has taken place in Automotive business. The Company has been able to insulate itself from the power crisis in the state of Tamil Nadu by obtaining a direct connection from the main electricity grid which enables uninterrupted power supply. Further it has reduced its dependence on outside suppliers by establishing its own ferrous foundry in its wholly owned subsidiary JKM Ferrotech Limited.
- Looking ahead:** Steps have also been taken to rationalize the product mix in this division by exiting from certain loss making products. Hence, the Company is confident that there will be a significant improvement in the financial performance with the turnaround of the Automotive business.

V. Disclosures:

The required information has been included under the heading "Report on Corporate Governance" forming part of the annual report.

By Order of the Board
for **Dynamatic Technologies Limited**



Ms. Sindhu M

GM – Compliance, Legal & Company Secretary

Place : Bangalore

Date : August 3, 2012



ANNUAL REPORT

2011-12

DYNAMATIC TECHNOLOGIES LIMITED

Grassroots Globalisation



Grassroots Globalisation

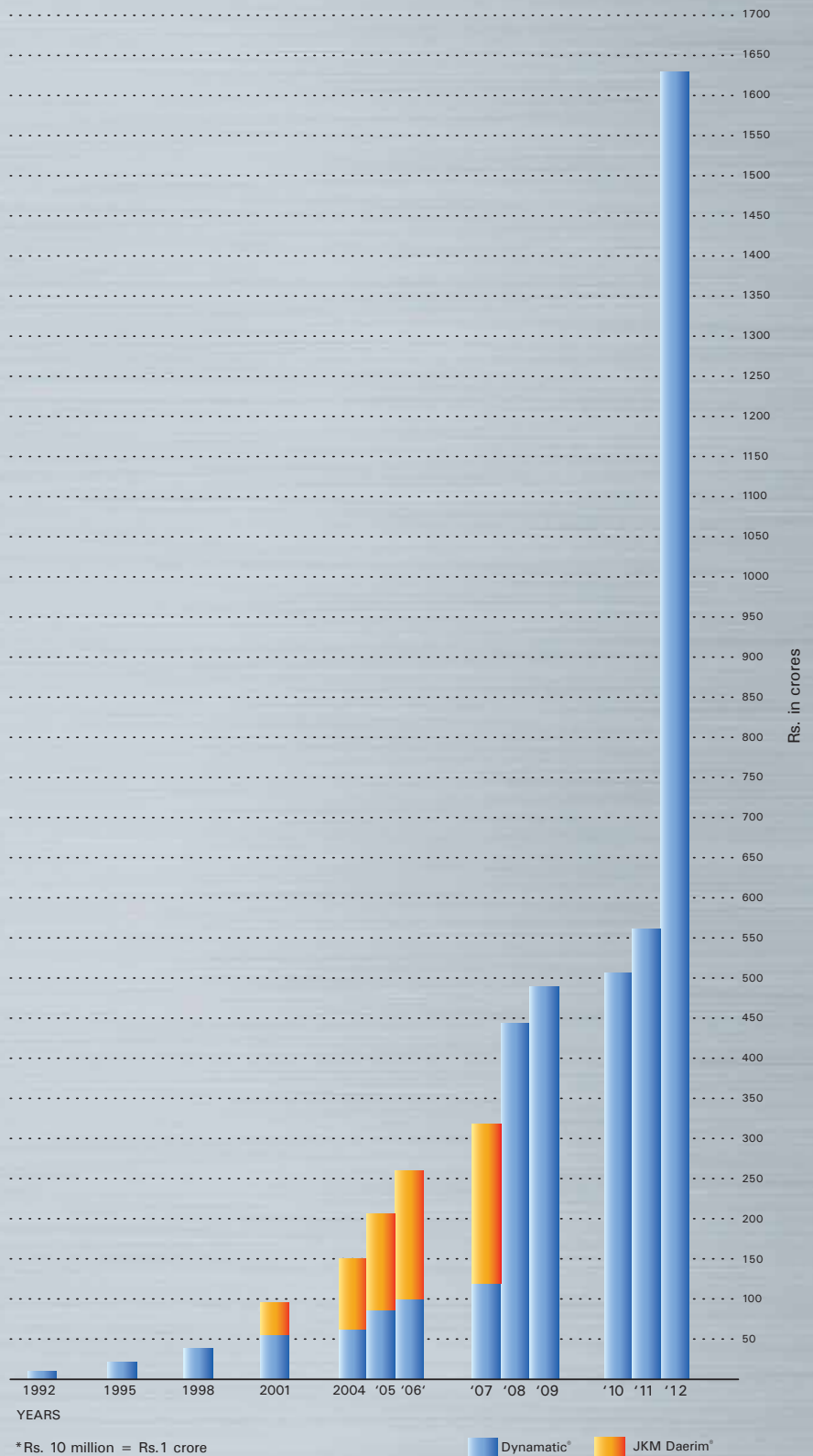
Dear Fellow Shareholder,

On behalf of the Board of Directors of Dynamatic Technologies Limited and its Subsidiaries, I take pleasure in presenting you with Audited Financial Statements for the year 2011-12.

During the year under review, Your Company along with its Subsidiaries has recorded a growth rate of 189% in Aggregated Sales. Gross Sales of ₹16,287 million (aggregated with Subsidiaries) was the highest ever recorded with consolidated EBIDTA of ₹1,518 million & Net Profit Before Tax of ₹352 million.

The graph on the right shows Your Company's growth over the past 21 years.

Your Company has been built through a mixture of organic and inorganic growth within its chosen fields of Hydraulic, Automotive, Aeronautic and Design. After building its Hydraulic Facilities at Bangalore, Your Company acquired the operations of Sauer Danfoss Limited, UK, at Swindon. Dynamatic® Hydraulics is now able to serve global companies at their manufacturing plants in both Eastern and Western Hemispheres and is one of the World's leading Hydraulic Gear Pump manufacturers. Similarly when Dynamatic Aerospace® was looking to enhance its aeronautic capabilities, it acquired Oldland CNC Limited, a renowned Aerospace Machining Company at Bristol. Your Company has integrated these two business units to deliver complimentary technical capabilities to customers. A similar integration is now underway between Your Company's Automotive Business in Tamil Nadu and the new acquisition in Germany.



In the earlier years, JKM Daerim® has been identified separately on the bar chart above. With effect from 2007-08, the merged identity is shown as a single bar. The aggregated sales for 2011-12 also includes the turnover recorded by Your Company's Wholly Owned Subsidiaries as well as Inter-Division/Company Sales of ₹86.97 cr. from Dynameta®, Dynamatic® Hydraulics, Dynamatic® Wind Farm, Eisenwerk Erla GmbH, Germany, JKM Ferrotech Limited, India and Dynamatic Limited, UK.



Assembly of the new Triple Pump from the John Deere Thor series at Dynamatic's Hydraulic Facility at Swindon. Dynamatic®, Swindon, commenced supplies of the Thor range of pumps to John Deere, Waterloo, in November 2011.

During the year under review, Your Company has expanded its Hydraulic Facilities at Bangalore and was able to grow sales volumes to a record 644,619 Pumps (as against 465,453 Pumps for the previous year) on the back of rising Indian tractor sales. Your Company's Hydraulic Plant at Swindon has received new orders from global customers like John Deere and CNH, which will enable strong growth during the year 2012-13. Your Company has also established a Center for Bush Excellence, which will produce and supply high quality bush bearings to both Hydraulic Facilities, taking advantage of economies of scale available on the combined business.

For the past 15 months, Your Company's Automotive and Aluminum Casting Units located at Irrungattukottai, Tamil Nadu, have been struggling as a result of the near-complete break-down of electricity supply by the Tamil Nadu Electricity Board. In addition, the steep and sudden devaluation of the Indian Rupee has caused severe inflationary pressure on these Business Units. This combination is destructive and has been the root-cause of losses for 5 consecutive quarters.

During April 2012, Your Company was successful in invoking its agreements with the Government of Tamil Nadu for uninterrupted power supply, following which the situation has been resolved substantially. Business rationalization is underway to reduce

Assembly of core packages at the core shop at Eisenwerk Erla GmbH, Germany, which are used for the castings of Integrated Turbine Housings produced for Audi AG through IHI Charging System.



dependence on both power-intensive processes and import-intensive products.

“Even after a bad harvest, there must be sowing.”

- Lucius Seneca

The silver lining has been Your Company's acquisition of Eisenwerk Erla GmbH, Germany, which generated pre-tax profits of ₹34.80 crores for the year ended 2011-12.

JKM Ferrotech Limited, its subsidiary in Chennai, is India's most modern Ferrous Foundry and is experiencing surging demand as there has been a near-collapse of the foundry industry in Tamil Nadu following the state's power crisis. Your Company has also gained a strong business advantage by obtaining an order from the Hon'ble High Court of Madras, which allows it to offset the power generated by the JKM Wind Farm located at Coimbatore.

Your Company's Aerospace business continues to grow and flourish. During the year under review, it produced a record 396 sets of Airbus Flap Track Beams at its facilities in Bangalore. Dynamatic-Oldland Aerospace™ at Bristol saw its sales grow from ₹58.76 crores to ₹89.31 crores, with EBIDTA almost doubling to ₹26.42 crores. Both these business units are working in close conjunction with each other, with Bangalore focusing on Sheet Metal Fabrication and Aero-Structure Assembly, while Bristol focuses on Complex Machining.

“Difficulties mastered are opportunities won”

- Winston Churchill

For the year ahead, Dynamatic-Oldland Aerospace™ has secured orders from Boeing Military Aircraft as well as Bell Helicopters that will open up completely new long-term opportunities for the Company.

Your Company has been collaborating with India's National Defence and



Senior Procurement Managers from various EADS Business Units in Europe with the Dynamatic® Aerospace Team at the 1000th Airbus Flap Track Beam Set celebrations, which were held at Dynamatic Park on 21st May, 2012.

Security Forces to develop combat proven solutions for gathering real-time visual intelligence in remote and hostile environments, as well as monitoring and mapping capabilities for civilian applications. Dynamatic's strategic partnership with BlueBird Aero Systems, Israel, a global technology leader in the Tactical Unmanned Aerial Systems Industry, has positioned it to emerge as a dominant player in the Indian Unmanned Aerial Vehicles Market. During the year under review, Your Company had conducted field trials of Micro and Mini Tactical Unmanned Aerial Vehicles at various undisclosed locations for the Ministry of Home Affairs as well as the Ministry of Defence, and has been developing mission capabilities to meet their specific requirements.

Dynamatic® is hopeful of developing business on these fronts in the future.

Throughout the history of Dynamatic Technologies Limited, it has faced challenging times head on, seeking to benefit from the opportunities that accompany environmental risk. It has done so by being open to change, evolving into something bigger and better each time.

The Leadership team at Dynamatic® is committed to securing the Company's market leadership, technological competence and brand equity through these difficult times and remains confident in its abilities to continue on its existing high growth curves.

On behalf of our Board of Directors and Senior Management, I thank you for your continued support.

Udayant Malhoutra
Chief Executive Officer and Managing Director



Brigadier D. S. Dadwal, Security Advisor (NM), Ministry of Home Affairs, launching the mini UAV during the demonstration conducted by Dynamatic® for the Ministry of Home Affairs at The Counter Terrorism and Jungle Warfare College.

C O R P O R A T E S T R U C T U R E

BOARD OF DIRECTORS



S Govindarajan
Director, DTL
Member, Audit Committee
Member, Nomination Committee



Govind Mirchandani
Director, DTL
Member, Leadership, HRD & Remuneration Committee



Dr K Aprameyan
Director, DTL
Chairman, Technology Development Committee
Member & Alternative Chairman, Audit Committee
Member, Leadership, HRD & Remuneration Committee



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



Air Chief Marshal S Krishnaswamy (Retd.)
Director, DTL
Chairman, Leadership, HRD & Remuneration Committee
Chairman, Shareholders' Committee
Member & Alternative Chairman, Technology Development Committee
Member, Audit Committee
Member, Nomination Committee



Malavika Jayaram
Director, DTL
Member, Technology Development Committee
Director, JKM ERLA Automotive Ltd, India
Director, JKM Ferrotech Ltd, India



Udayant Malhoutra
CEO & Managing Director, DTL
Member, Technology Development Committee
Member, Shareholders Committee
Member, Nomination Committee
Chairman, JKM Research Farm Ltd, India
Chairman, JKM Global Pte. Ltd, Singapore
Chairman, Dynamatic Ltd, UK
Chairman, Yew Tree Investments Ltd, UK
Chairman, JKM Erla Automotive Ltd, India
Chairman, Eisenwerk Erla GmbH, Germany
Chairman, JKM Ferrotech Ltd, India



B Seshnath*
Executive Director & Chief Marketing Officer, DTL



N Rajagopal
Executive Director & Chief Technology Officer, DTL
Member, Technology Development Committee



Claire Tucker
Director, DTL
Director Europe Operations, Dynamatic Group
Corporate Director, Europe Operations, Dynamatic Limited, UK
Director, JKM Erla Holdings GmbH, Germany
Director, Eisenwerk Erla GmbH, Germany



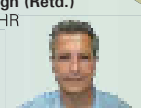
Air Cmde Ravish Malhotra (Retd)
Chief Mentor & Co-Founder, Dynamatic-Oldland Aerospace™



Rear Admiral Rajender Singh (Retd.)
Head Group HR
DTL



S K Kapur
Vice President
Corporate Affairs, DTL



Denis Delannoy
Chief Technology Officer - Materials & Metallurgy, DTL



S Uppili
Executive Director, JKM Ferrotech Ltd.
Director, JKM Erla Automotive Ltd.



Dietmar Hahn
Managing Director, Eisenwerk Erla GmbH



P S Ramesh
Chief Operating Officer
Dynamatic® Hydraulics



Raymond K Lawton
Director, DTL
Member, Audit Committee
Member, Technology Development Committee
Managing Director, Dynamatic® Hydraulics, Dynamatic Limited, UK
Director, Yew Tree Investments Ltd, UK



James Tucker
Managing Director, Aerospace Division, Dynamatic Limited, UK



G Parasurami Reddy
Chief Operating Officer, Dynamatic-Oldland Aerospace™



Anil Kumar Katti
Chief Operating Officer, Powermetric® Design



Sindhu
GM Compliance, Legal & Company Secretary
DTL



C S Kim
Vice President
Technical
JKM Automotive™



Enrico Fischer
Chief Financial Officer
Eisenwerk Erla GmbH



G V Gururaj
Sr. General Manager
Marketing
Dynamatic® Hydraulics



P K Ray Chaudhuri
Head of Engineering, DTL Research & Development



Ian Patterson
Technical Director & Chief Technology Officer
Hydraulics Division
Dynamatic Ltd, UK



Tony Atkins
Finance Head and Company Secretary
Hydraulics & Aerospace, Dynamatic Ltd, UK



Steve Hayes
Engineering Manager
Aerospace Division
Dynamatic Limited, UK



Subodh R
Deputy Chief Operating Officer
Dynamatic-Oldland Aerospace™



R Shiva Kumar
Head Production Engineering
DTL



Rekha S Nair
Head Corporate Communications
DTL



N S Shrinivasan
Vice President
Operations
JKM Ferrotech Ltd.



G Elangovan
Vice President
Castings Commodity
Dynametal®



Alan Jinks
Global Sales Manager
Hydraulics Division
Dynamatic Ltd, UK



Trish Gallagher
Human Resources Manager
Hydraulics Division
Dynamatic Ltd, UK



Darren Bancroft
Production Manager
Aerospace Division
Dynamatic Limited, UK



Air Cmde K N Kumar VSM (Retd)
General Manager
Dynamatic-Oldland Aerospace™, Nasik

SENIOR MANAGEMENT

DYNAMATIC LIMITED, UK
Chairman
Mr. Udayant Malhoutra

Director
Mr. Michael John Handley

Director
Mr. V. Sunder

Managing Director,
Dynamatic® Hydraulics,
Dynamatic Limited, UK
Mr. Raymond Keith
Lawton

Technical Director &
Chief Technology Officer,
Dynamatic® Hydraulics,
Dynamatic Limited, UK
Mr. Ian Patterson

Managing Director,
Aerospace Division,
Dynamatic Limited, UK
Mr. James Tucker

Corporate Director,
Europe Operations,
Dynamatic Limited, UK
Ms. Claire Tucker

Auditors
KPMG LLP, Bristol, UK
Chartered Accountants
and Statutory Auditors

EISENWERK ERLA GmbH, GERMANY
Chairman
Mr. Udayant Malhoutra

Executive Director
Mr. Dietmar Hahn

Director
Ms. Claire Tucker

Director
Mr. V. Sunder

Director
Mr. Enrico Fischer

JKM ERLA AUTOMOTIVE LIMITED
Chairman
Mr. Udayant Malhoutra

Director
Ms. Malavika Jayaram

Director
Mr. V. Sunder

Director
Mr. S. Uppili

Auditors
M/s B S R & Associates
Chartered Accountants,
Bangalore

JKM ERLA HOLDINGS GmbH, GERMANY
Director
Ms. Claire Tucker

JKM GLOBAL PTE LIMITED, SINGAPORE
Chairman
Mr. Udayant Malhoutra

Director
Mr. V. Sunder

Director
Mr. Lim Tiong Beng

Auditors
KPMG LLP, Singapore

JKM RESEARCH FARM LIMITED
Chairman
Mr. Udayant Malhoutra

Director
Ms. Pramilla Malhoutra

Director
Mr. V. Sunder

Auditors
M/s Prasad & Kumar
Chartered Accountants,
Bangalore

JKM FERROTECH LIMITED
Chairman
Mr. Udayant Malhoutra

Director
Ms. Malavika Jayaram

Director
Mr. V. Sunder

Executive Director
Mr. S. Uppili

YEW TREE INVESTMENTS LIMITED, UK
Chairman
Mr. Udayant Malhoutra

Director
Mr. V. Sunder

Director
Mr. Raymond Keith
Lawton

Auditors
KPMG LLP, Bristol

* Ceased to be Executive Director & Chief
Marketing Officer of the Company
w.e.f. August 10, 2012

Your Company's Organisational Structure is based on a network of highly talented people who have been empowered to deliver results. A concerted effort has been made to remove hierarchy in everything we do.

DYNAMATIC TECHNOLOGIES LIMITED

Chairman

Mr. Vijai Kapur

Management Consultant

During an illustrious career, he was heading GKW Limited as Dy. Managing Director, and was also past President – AIEI (now called CII)

Director

Dr. K. Aprameyan

Distinguished Technocrat

He is credited with the growth of Bharat Earth Movers Limited 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.)

Distinguished Former Head of Indian Defence Services

He is credited with bringing focus towards indigenous capabilities as additional strategic dimensions of National Security Policy. He retired as the Commander of India's Defence forces in the Capacity of Chairman, Chiefs of Staff Committee 2004, in addition to serving as Chief of Air Staff, Indian Air Force 2002–04.

Director

Mr. S. Govindarajan

Senior Banking Professional

Formerly the Managing Director & Group Executive (National Banking Group) of the largest bank in India, his illustrious career with the State Bank of India which included tenures as the Chief Financial Officer and Chief Treasury Officer, has endowed him with rich experience in finance and banking. He has also served as the Banking Ombudsman of the Reserve Bank of India and as a Member of the Disciplinary Action and Default Committee of National Commodities and Derivative Exchange, Mumbai.

Director

Mr. Govind Mirchandani

Management Consultant

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

Director

Ms. Malavika Jayaram

Lawyer

An expert on Intellectual Property Rights, International Business Transactions and EU Law, she is a partner of Jayaram & Jayaram Associates. 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, before returning to India.

Director

Mr. Raymond Keith Lawton

Company Executive

Formerly the Executive Chairman, Sauer Danfoss (Swindon Unit), he is credited with the transformation of the Swindon unit into a state-of-the-art facility. He is the Managing Director, Dynamatic® Hydraulics, Dynamatic Limited, UK.

Executive Director & Chief Technology 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 and ED & COO, Dynamatic® Hydraulics and Dynametal®.

Executive Director & Chief Marketing Officer (ceased w.e.f. August 10, 2012)

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

Company Executive

He has rich experience in Corporate Management, Law and Finance having been the Company Secretary and Head Corporate Planning, Dynamatic®. He is a fellow member of the Institute of Company Secretaries of India and formerly Chief Executive Officer 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), Member, CII National Council (2001- 2003), (2010-2012), Chairman, CII National Committee on Technology (2002-2003), Chairman, National Committee on Design (2010-2012) and President, Fluid Power Society of India (2004-08)

Director

Ms. Claire Tucker

Company Executive

Formerly the Systems Manager of Oldland CNC, she is credited with having set up modern systems and processes at Oldland Aerospace, particularly in the Administrative, Financial and IT functions. She is the Corporate Director, Europe Operations, Dynamatic Limited, UK

REGISTERED OFFICE

Dynamatic Park Peenya
Bangalore 560 058 India

KEY FACILITIES

Dynamatic Park Peenya
Bangalore 560 058 India

JKM Park SIPCOT

Irrungattukottai,
Sriperumbudur
Tamil Nadu 602 105 India

Airforce Road

HAL Ancillary Unit – III
Ojhar, Nipahad,
Nasik 422207 India

Cheney Manor,

Swindon, Wiltshire
SN2 2PZ, England

Jarvis Street, Barton Hill

Bristol BS5 9TR, England

AUDITORS

M/s. B S R & Associates,
Chartered Accountants, Bangalore

GM – COMPLIANCE, LEGAL & COMPANY SECRETARY

Ms. Sindhu M

REGISTRAR & TRANSFER AGENTS

Karvy Computershare Pvt. Ltd
Vittal Rao Nagar, Madhapur,
Hyderabad 500 081

BANKERS

State Bank of India
State Bank of India, London
Punjab National Bank, London
Punjab National Bank
DBS Bank Limited
Standard Chartered Bank
ICICI Bank Limited
Axis Bank Limited
Kotak Mahindra Bank Limited
Yes Bank
Export & Import Bank of India
Bank of India
Sachsen Bank
Commerzbank
IKB
Deutsche Beasing Finance

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