

TECHNOLOGY OF TOMMOROW FOR THE LIFE OF TODAY



HELLA INDIA LIGHTING LIMITED
ANNUAL REPORT 2017 – 2018

HELLA INDIA LIGHTING LTD.

SOE & IAM PRODUCT PORTFOLIO

Projector Lamp Family



Module 90
(High Beam)

Module 90
(Low Beam)

Module 90
(Fog Lamp)

Module 60 (High/
Low/Work Lamp)

Semi Customised
Headlamp

Work Lamp
W394

LED Lamp Family



LED Tail
Lamp

4 Inch LED

LED Work Lamp
(Eco 16)

Decorative
Lamp (LED)

LED Aux Lamp

RL PLUS
LED Beacon

Auxiliary Lamp Family



Fog Lamp

Comet 500
(Driving & Fog)

Comet 450/550
(Driving & Fog)

Combination Head
Lamp

Interior Lamp

Battery Cut-Off
Switch



Disc Horn
(Red Grill)

Trumpet Horn
(Blue Sapphire)

Premium
Trumpet (Chrome)

LED Light Bar

LED Head Lamp
with DRL

Rallye Light



Dashboard Camera

Halogen Bulb

Spark Plug

Brake Pads

A/C Part

Test Equipment
(Beamsetter)



Wiper Blade

Filter

Battery

Engine Oil

Care Care

Coolant

Dear Shareowners,

I appreciate this opportunity to reach you through the Annual Report 2017-18 and share my thoughts with all the stakeholders of the Company.

Firstly, it is indeed your unwavering faith and confidence in the Company that gives us the zeal, inspiration and motivation to continually strive for excellence.



H. Jackson Brown proudly said. “The best preparation for tomorrow is doing your best today” and we at HELLA truly abide by it.

We are pleased to present the 58th Annual Report of Hella India Lighting Limited the “Company” on the activity and business update and our strengths as one of the global leader in automotive and lighting technology and our journey of becoming a globally preferred solutions partners in automotive industry and we look forward to the coming years with great excitement.

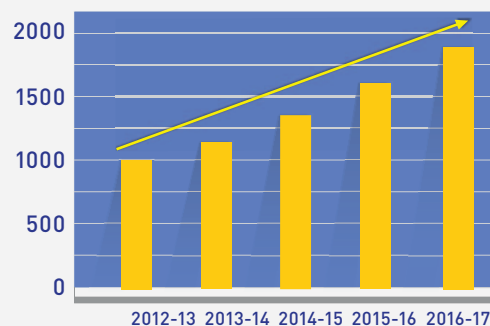
The Financial Year 2017-2018 marked another significant period of growth and prosperity for us, taking a huge leap, both in terms of profitability and sales. Our strong resolution with an exorbitant effort put in to arrest the alarming level of road deaths on Indian roads has gained us nationwide support and encouragement.

Our 250 km relay walkathon from Delhi to Chandigarh organised during the Road Safety Week 2018 to created awareness on the necessity of seamless walking zones for

pedestrians, garnered immense appreciation from our clients, government institutions, the general public as well as the media. This further motivated us to expand our horizon in the field of innovation to help outdo road fatalities by bringing the “Technology of Tomorrow for the Life of Today”.

Intensive research carried out in our domains of electronics, thermal engineering and design, has helped us come up with ingenious products like full LED rear and signal light system, customized headlamps and the like for our special OE Customers, along with car care and filtration products for Aftermarket, that has not only been acknowledged, but also has made its way in the Quality Conscious market segment.

TOTAL TURNOVER (MINR)



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In an endeavour to enhance productivity, we believe that human resource management comes out as a critical function and hence requires equal attention. Therefore, HELLA has been consistent in providing it's employees with worthwhile trainings, ensuring theirs as well as the company's success. It is because of this combined effort that has enabled HELLA to achieve benchmark in quality performance.

The company's 'Make in India' initiative is in line with the government's vision wherein the production of advanced technology products not only meets the automotive needs of the country, but also the needs of the world. Module lamps, Aux Lamps, Rear Combination Lamps, LED Side Marker and Beacon are some of the major products being manufactured in India, that has positively contributed towards transforming the scenario of road safety on Indian roads, resulting in revamping the Indian Automotive Industry.

HELLA takes great pride in being awarded with the CII Innovation Industrial Award 2017 and has been recognized as Most Innovative Enterprise in India in the mid-size manufacturing companies' category. HELLA also added another feather to it's cap by winning the coveted ET NOW Award for "Innovations in Corporate Social Responsibility Practices. We are also pleased to inform you that we have been listed under 'Great Place to Work' and congratulate each one of you for the same.

Hella have been recognized among top 20 Great Place to Work Companies to work for 2018 in mid-size segment. Not only this, Hella India Lighting Ltd is one of the winner among top 5 in auto-component segment. Every year, more than 10,000 organizations from over 58 countries partner with Great Place to Work® Institute for assessment, benchmarking and planning actions to

strengthen their workplace culture.

In view of the growing demand for support from customers, we had modernized the plant and introducing new products with advance technologies in the product portfolio. We are quite optimistic considering the increasing content per vehicle due to various technological advancement and various regulatory measures such as emission, safety regulations etc., the growth in the auto component industry will be relatively higher than the underlying growth in the automotive industry in the medium to long term.

To conclude, we had a good year. We remain encouraged and confident of achieving our long-term objectives of inclusive, sustainable and profitable growth. As we look ahead, I feel confident of strong growth in the medium to long term.

I am confident that our disciplined strategy, prudent approach, focus on agile execution and our committed team will enable us to improve performance further and create greater shareholder value.

I would like to take this opportunity to thank all our employees for their contribution in the continued success of Hella. I would also like to extend my gratitude towards our business partners, associates, vendors and also the Central, State governments and government agencies for their sustained support. I would also like to express my sincere appreciation to all of our shareholders for your continued faith, trust, encouragement and support.

Let's stretch the limits of our abilities to achieve beyond par.

Thanking You and Best Regard



Rama Shankar Pandey



Industry recognition to HELLA's commitment towards Quality & Innovation



CII Industrial Innovation Award - 2017



Auto Components India Magazine Award for Auto Component of the Year - 2017



Winsome Quality Pathfinder Award (Manufacturing: Small Business) 2015



APEA 2016 Award



CSR Leadership Award



CV Magazine Award for Auto Component of the Year - 2016



ICAT Trophy for Excellence in Lighting Technology at iSOL - 2015



Frost and Sullivan India Manufacturing Excellence Awards - 2016



ACMA Silver Trophy in Large Category for Quality & Productivity - 2015



ACMA QC Competition Award - 2016



BOARD OF DIRECTORS COMMITTEE

Mr. Anil Sultan
Alternate Director

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non- Executive Independent Director

Mr. Rama Shankar Pandey
Managing Director

Dr. Nicolas Wiedmann
Non- Executive Director

EXECUTIVE OFFICERS

Mr. Narender Jain
Chief Financial Officer

COMPANY SECRETARY
Ms. Aakritee Khanna

AUDIT COMMITTEE

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non - Executive Independent Director

Mr. Rama Shankar Pandey
Managing Director

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non - Executive Independent Director

Mr. Rama Shankar Pandey
Managing Director

CORPORATE SOCIAL RESPONSIBILITY

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non- Executive Independent Director

Mr. Rama Shankar Pandey
Managing Director

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non – Executive Independent Director

Mr. Rama Shankar Pandey
Managing Director

RISK MANAGEMENT COMMITTEE

Mr. Avinash Razdan Bindra
Non – Executive Independent Director

Mr. Tarun Gulati
Non - Executive Independent Director

Dr. Nicolas Wiedmann
Non - Executive Director



CORPORATE INFORMATION

STATUTORY AUDITORS

M/s Deloitte Haskins & Sells LLP,
Chartered Accountants,
7 Floor Building 10
Tower - B DLF Cyber City Complex
DLF City phase-II
Gurugram – 122002.

COST AUDITORS

M/s Mushtaq A. Mir & Co,
Cost Accountants,
Unit 13, Centrum Plaza,
Golf Course Road
Ext. Sector -53,
Gurugram, Haryana.

INTERNAL AUDITOR

(Gurugram and Pune Location)
M/s Jain Pramod Jain & Co.,
Chartered Accountants
F-591, Sarita Vihar,
New Delhi – 110 076

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.
44 Community Center, 2nd Floor,
Naraina Industrial Area,
Phase – 1, New Delhi - 110028

REGISTERED OFFICE

K-61B, LGF, Kalkaji, New Delhi – 110019.
T (+91) 124 4425700
CIN U74899DL1959PLC003126
Wwww.hella.com

CORPORATE OFFICE

6th Floor, Platinum Tower,
Plot No. 184, Udyog Vihar,
Phase – I, Gurugram,
Haryana – 122 016 ,
T (+91) 124 4658600
F (+91) 124 4658699

BANKERS

HDFC Bank
Deutsche Bank
State Bank of Patiala
State Bank of India
Canara Bank
HSBC Bank
Axis Bank

WORKS MANUFACTURING UNIT – I

Ambala Chandigarh Highway,
Derabassi - 140507

MANUFACTURING & TRADING WAREHOUSE

- Shri Mookambika Enterprises, No 16, Thattankulam Road, Madhavaram, Chennai, Tamil Nadu
- Khewat Number 240/220, Kila Number 17/6, Badshah Road, Surat Nagar – II, Gurugram, Haryana – 122001

TRADING WAREHOUSE AT – PUNE

Chambli Phata, Chambli Goan Road, Opp – Vitthal Nagar,
Chakan Dist – Pune, Maharashtra, Pin Code – 410501



NOTICE

NOTICE is hereby given that the 58th Annual General Meeting of the Members of Hella India Lighting Limited will be held on Friday the 24th Day of August, 2018 at 9:30 A.M. at the Tivoli Garden Resort Hotel, Chhattarpur Hills, Chattarpur, New Delhi- 110 074, to transact the following business:

ORDINARY BUSINESS

1. Adoption of the Audited Financial Statements as at 31st March, 2018

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018, the Audited Statement of Profit and Loss Account for the year ended on that date, together with Reports of Auditors and Directors thereon.

2. Consideration and approval of appointment of Dr. Nicolas Wiedmann as Director

To consider and approve the appointment of Dr. Nicolas Widemann as Director who retires by rotation.

3. Ratification of Appointment of Auditors and fix their remuneration

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions if any of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the resolution passed by the members at the 56th AGM held on September 30, 2016 the appointment of M/s. Deloitte Haskins & Sells LLP, (Firm Registration No. 117366w/w-100018) Chartered Accountants, Gurugram, Haryana, as the Statutory Auditors of the Company as well as Auditor for audit of consolidated financial statements of the Company, to hold office till the conclusion of the 61th AGM of the Company to be held in the calendar year 2021 be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2019 as may be determined by the board of Directors in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.

SPECIAL BUSINESS

4. Approve the remuneration of Cost Auditors for the financial year ending March 31st, 2019

To consider and if thought fit, to pass with or without modification (s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors) rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Mushtaq A. Mir & Co. Cost Accountants. Gurugram, Haryana who have been appointed by the Board of Directors vide resolution dated 29th June, 2018 to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 at the remuneration of Rs. 75,000/- p.a plus applicable taxes and out of pocket expenses if any as approved by the Board of Directors of the Company be and is hereby ratified and approved."

By Order of the Board of Directors
HELLA India Lighting Limited

Place: Gurugram
Dated: 29th June, 2018

Sd/-
Aakritee Khanna
Company Secretary
Membership No : A48297



Note(s):

1. The relative Explanatory Statement setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013 in concerning special business under Item No. 4 of the notice is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE. THE BLANK PROXY FORM IS ENCLOSED HERewith. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.
3. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
4. All documents referred to in the accompanying notice are open for inspection at the registered office of the company on all working days except Sundays and Holidays during office hours up to the date of the Annual General Meeting.
5. The Register of Members and Share Transfer Books of the Company shall remain close for a period of 10 days, from 15th August, 2018 to 24th August, 2018 (both days inclusive).

Members are requested to send request for change in their addresses, if any, directly to the Registrar & Share Transfer Agent viz. Link Intime India Private Limited (formerly Intime Spectrum Registry Limited), 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase – 1, Near PVR Naraina, New Delhi – 110028.

Members desirous of having any information regarding Accounts are requested to send their queries to the Company at least 15 days before the date of the meeting, so that the requisite information is made available at the meeting.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

Pursuant to Section 108 of Companies Act 2013 read with The Companies (Management and Administration) Rules, 2014, the Company is pleased to offer Remote e-voting (Electronic Voting) facility to its members to cast their votes electronically on all resolution set forth in this Notice convening the 58th Annual General Meeting of the members of the company, to be held on Friday, August 24, 2018, at 09.30 A.M.

The Company has engaged the services of Link Intime India Private Limited as the authorised agency to provide the Remote e-voting facilities. The Remote e-voting facility will be available during the following voting period:

Commencement of Remote E-voting	End of Remote E-voting
From 9:00 A.M. on 21st August 2018	Upto 5:00 P.M. on 23rd August 2018



The members, who would like to avail e-voting facility, would follow below instructions: -

The instructions for shareholders voting electronically are as under:

The voting period begins on 21st August, 2018 at 9:00 AM and ends on 23rd August, 2018 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th August, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on "Login" tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
 - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID.
 - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
 - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Dividend Bank De-tails	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (iv).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password: