

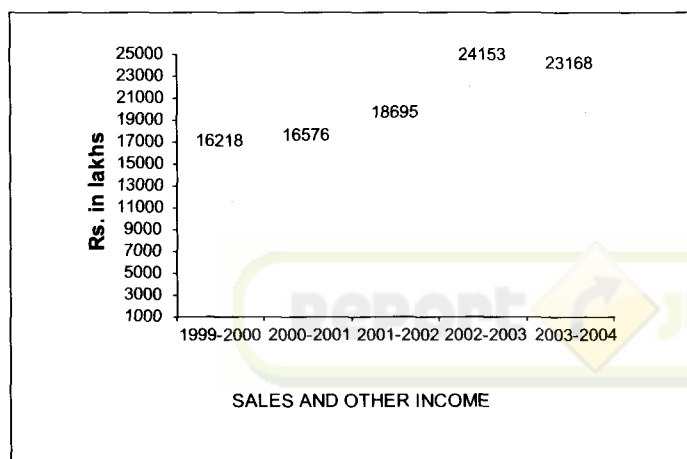


TWENTY FIRST ANNUAL REPORT 2003 - 04

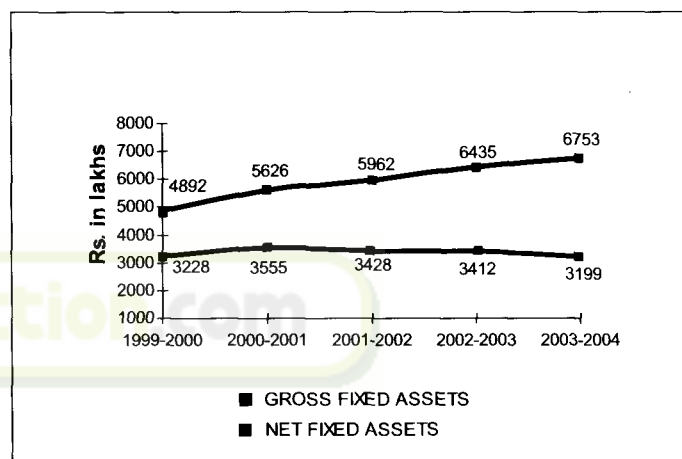
TVS SRICHAKRA LIMITED

KEY PERFORMANCE INDICATORS

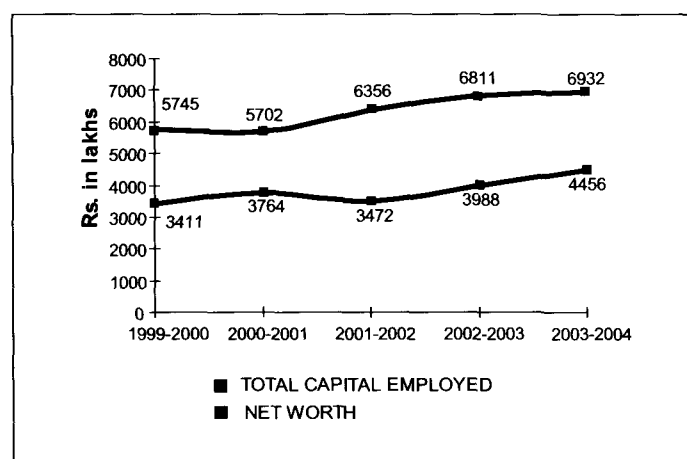
GROSS REVENUES



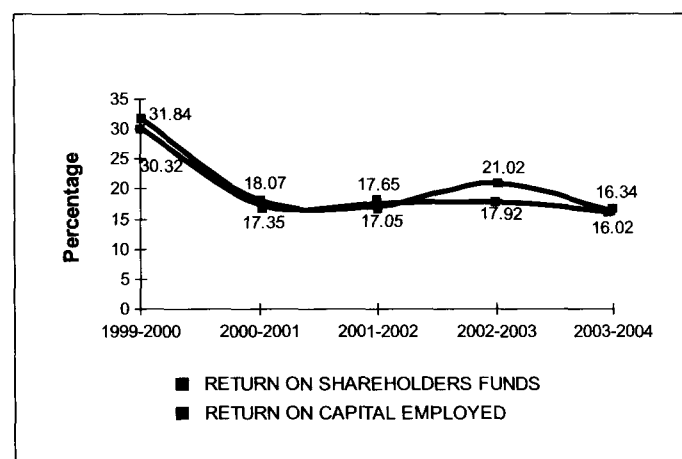
GROSS AND NET FIXED ASSETS



FUNDS EMPLOYED



RETURN ON FUNDS EMPLOYED





BOARD OF DIRECTORS

S NARAYANAN
Chairman

R NARESH
Executive Vice Chairman

SHOBHANA RAMACHANDHRAN
Managing Director

K R RAGAVAN

M S VIRARAGHAVAN

N H ATTHREYA

J V RAGHAVAN

SITARAM RAO VALLURI

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TVS SRICHAKRA LIMITED

AUDIT COMMITTEE

M S VIRARAGHAVAN

Chairman

N H ATTHREYA

SITARAM RAO VALLURI

**SHAREHOLDERS / INVESTORS
COMMITTEE**

S NARAYANAN

Chairman

SHOBHANA RAMACHANDHRAN

J V RAGHAVAN

AUDITORS

SUNDARAM & SRINIVASAN

PLOT NO.8A, VISALAKSHIPURAM

MADURAI 625 014

BANKERS

STATE BANK OF INDIA

WEST VELI STREET

MADURAI 625 001

REGISTERED OFFICE

TVS BUILDING

7-B, WEST VELI STREET

MADURAI 625 001

ADMINISTRATIVE OFFICE

10, JAWAHAR ROAD

MADURAI 625 002

e-mail : secretarial@tvstyres.com

website : www.tvstyres.com

PLANT LOCATION

VELLARIPATTI VILLAGE

MELUR TALUK

MADURAI DISTRICT

625 122

NARASINGAMPATTI VILLAGE

THERKUTHERU, MELUR TALUK

MADURAI DISTRICT

625 122

REGISTRAR AND SHARE TRANSFER AGENT

INTEGRATED ENTERPRISES (INDIA) LIMITED

II FLOOR, "KENCES TOWERS"

NO.1, RAMAKRISHNA STREET

NORTH USMAN ROAD, T. NAGAR

CHENNAI 600 017

e-mail : yesbalu@iepindia.com

sureshbabu@iepindia.com



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TVS SRICHAKRA LIMITED

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Twenty-first Annual General Meeting of the Company will be held at 10.00 AM on Thursday, the 26th August, 2004, at Lakshmi Sundaram Hall, 15-A Gokhale Road, Madurai 625 002 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2004 and Profit and Loss Account for the year ending 31st March, 2004 and Reports of the Directors and Auditors thereon.
2. To declare a dividend.
3. To appoint a Director in the place of Mr N H Athreya, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Mr J V Raghavan, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration. M/s Sundaram & Srinivasan, Chartered Accountants, Madurai, retire and are eligible for re-appointment.

By Order of the Board

Place : Chennai

SHOBHANA RAMACHANDHRAN

Date : 29.5.2004

Managing Director

NOTES

1. **MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER.**
2. **THE PROXIES TO BE VALID SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. The Register of Members and the Share Transfer books of the Company will remain closed from 20th August, 2004 to 26th August, 2004, both days inclusive, for payment of dividend on equity shares.
4. Dividend, as recommended by the Board of Directors, if declared at the meeting shall be paid, to those Members whose name(s) appear in the Register of Members of the Company as on 26th August, 2004. In respect of shares held in Electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the Depositories for this purpose.
5. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the meeting.

**NOTICE TO SHAREHOLDERS** (Contd.)

6. Members, who are desirous of seeking any further information or clarification relating to the annual accounts, are requested to write to the Company, at least 7 days before the meeting so as to enable the Company to keep such details ready.

7. MEMBERS ARE REQUESTED TO NOTIFY IMMEDIATELY ANY CHANGE IN THEIR ADDRESS TO M/s INTEGRATED ENTERPRISES (INDIA) LIMITED, CHENNAI, THE SHARE TRANSFER AGENT OF THE COMPANY. (For further details / address, please refer Page No. 20).

8. a) Members are requested to sign at the space provided in the attendance sheet appended to this Annual Report and hand over the same at the entrance of the meeting hall.

b) Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.

9. Members who have not encashed their dividend warrants in respect of the dividend declared for the year ended 31.3.1997 and for any subsequent years, are requested to make their claim to the Share Transfer Agent of the Company.

Details of Directors seeking re-election, pursuant to Clause 49 of the Listing Agreement.

At this Twenty-first Annual General Meeting of the Company, Mr N H Attthreya and Mr J V Raghavan retire by rotation and being eligible, offer themselves for re-appointment. Brief resume, nature of expertise in specific functional areas and details of other Directorships and Committee Positions of the aforementioned Directors are given below, in line with the requirement of Code of Corporate Governance.

a) Mr N H ATTTHREYA

Mr N H Attthreya is a pioneer management consultant. Since 1955, he has advised scores of organizations of all sizes and sectors.

Mr N H Attthreya holds a Masters in Mathematics from the Madras University and a Doctorate in Business Administration from the Bombay University. A fellow of the Institute of Cost and Management Accountants, London, he holds post graduate diplomas in Industrial Administration, Methods Engineering and Organizational Psychology. He had his professional apprenticeship in Management Consultancy with Sir Walter Scott and his associates in Australia.


NOTICE TO SHAREHOLDERS (Contd.)

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Professor Atthreya is a Member of a number of national and international organizations. He is an adjunct professor at a U.S.A University and a visiting professor at a number of national professional institutes.

Mr N H Atthreya has published over 25 books on various aspects of management. Mr N H Atthreya, is the Hon. Director of the Indian Centre for Encouraging Excellence.

Mr N H Atthreya is on the Board of your Company from the inception.

Mr N H Atthreya does not hold Committee positions in other Companies.

Mr N H Atthreya is holding Directorship in M/s F.D.C. Limited.

Standards as a member in several committees for more than 35 years.

Mr J V Raghavan has special expertise in Project Management and General Management.

Mr J V Raghavan was instrumental in guiding the Company towards tapping non-conventional energy sources like Wind Electric Generators and agri-waste fired boilers.

Mr J V Raghavan is on the Board of your Company from 1983 onwards.

Mr J V Raghavan does not hold Directorship or Committee position in other Companies.

By Order of the Board

Place : Chennai

SHOBHANA RAMACHANDHRAN

Date : 29.5.2004

Managing Director

b) Mr J V RAGHAVAN

Mr J V Raghavan is an Engineer by qualification; has more than four decades of experience in Engineering Industry.

Mr J V Raghavan is actively associated in the standardisation work for our National Bureau of Indian

**FIVE YEAR PERFORMANCE AT A GLANCE**

Rs. in lakhs

PARTICULARS	1999-2000	2000-2001	2001-2002	2002-2003	2003-2004
A. OPERATING RESULTS					
GROSS INCOME	16218	16576	18695	24153	23168
PROFIT BEFORE DEPN. INT. & TAX	2151	1575	1650	1912	1785
PROFIT BEFORE INT. & TAX	1796	1141	1177	1395	1235
PROFIT BEFORE TAX (PBT)	1478	842	928	1199	1051
PROFIT AFTER TAX (PAT)	977	648	617	784	690
DIVIDENDS	268	268	268	268	253
DIVIDEND TAX	29	27	—	34	32
RETAINED PROFITS	680	353	349	482	405
B. FINANCIAL STATUS					
GROSS FIXED ASSETS	4892	5626	5962	6435	6753
NET FIXED ASSETS	3228	3555	3428	3412	3199
INVESTMENTS	126	126	126	116	220
NET CURRENT ASSETS	2375	1987	2684	3196	3459
SHARE CAPITAL	766	766	766	766	766
RESERVES AND SURPLUS	2645	2999	2706	3222	3690
NET WORTH	3411	3764	3472	3988	4456
LOAN FUNDS	2334	1937	2263	2252	1927
DEFERRED TAX LIABILITY	—	—	621	571	549
TOTAL CAPITAL EMPLOYED	5745	5702	6356	6811	6932
C. KEY RATIOS					
PBDIT TO NET SALES (%) *	14.14	9.88	9.47	8.15	8.13
PBIT TO NET SALES (%) *	11.62	6.88	6.56	5.67	5.42
PBT TO NET SALES (%) *	9.36	4.81	5.02	4.72	4.51
PBIT TO AV. CAPITAL EMPLOYED (%) *	30.32	17.35	17.65	17.92	16.02
RETURN ON AVERAGE NET WORTH (%)	31.84	18.07	17.05	21.02	16.34
EARNINGS PER SHARE (Rs.)	12.76	8.47	8.06	10.24	9.01
DIVIDEND PER SHARE (Rs.) #	3.88	3.86	3.50	3.95	3.73
DIVIDEND PAY OUT (%) #	30.44	45.55	43.44	38.56	41.33
BOOK VALUE PER SHARE (Rs.)	44.55	49.16	45.35	52.08	58.19
DEBT EQUITY RATIO (NO. OF TIMES)	0.68	0.51	0.65	0.49	0.39

* Excluding other income

Including dividend tax

**DIRECTORS' REPORT**

Your Directors have great pleasure in presenting you the Twenty-first Annual Report of the Company together with the Audited Accounts for the year ended 31st March, 2004.

FINANCIAL HIGHLIGHTS

	Rs. in lakhs	
	31.3.2004	31.3.2003
Profit before depreciation and interest	1785	1912
Profit before tax	1051	1199
Profit after tax	690	784
Add : Prior period Provision written back	64	1
Transfer from Debenture Redemption Reserve	-	200
Transfer from Investment Allowance Reserve	-	38
Balance brought forward from the Profit and Loss Account	2378	1735
Surplus on amalgamation	-	33
Profit available for appropriation	3132	2790
Less : Transfer to General Reserve	76	110
Proposed dividend	253	268
Tax on proposed dividend	32	34
Balance carried forward to the Profit and Loss Account	2771	2378

PERFORMANCE

Your Company's turnover for the year under review has declined by 3.79% over previous year, to Rs.230 crores.

The other income for the year under review is Rs.134 lakhs, compared to Rs.216 lakhs in the previous year. The prices of natural rubber, a principal input, has gone up steeply, which could not be passed on to the customers due to prevailing business conditions. Your Company pursued various cost reduction and productivity improvement measures to protect the margins of the Company. Your Company was able to register a PBT of Rs.1051 lakhs as against Rs.1199 lakhs in the previous year.

The Company's profit after tax for the year ended 31st March, 2004 was Rs.690 lakhs against Rs.724 lakhs in the previous year.

SPLIT OF GROSS REVENUE FOR 2003-2004