

SHANTHI GEARS LIMITED
Unaudited Financial Results for the Quarter & Half Year Ended 30th September, 2012

| SL. NO. | PARTICULARS | QUARTER ENDED | | | SIX MONTHS ENDED | | YEAR ENDED |
|-----------------|--|----------------|----------------|----------------|------------------|----------------|-----------------|
| | | 30.09.2012 | 30.06.2012 | 30.09.2011 | 30.09.2012 | 30.09.2011 | 31.03.2012 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| PART - I | | | | | | | |
| 1 | Income from Operations | | | | | | |
| | (a) Net Sales / Income from Operations (Net of Excise Duty) | 3798.35 | 3140.33 | 4168.90 | 6938.68 | 8191.57 | 17300.53 |
| | (b) Other Operating Income | 158.15 | 151.11 | 102.30 | 309.25 | 206.75 | 459.23 |
| | Total Income from operations (Net) (a+b) | 3956.50 | 3291.44 | 4271.20 | 7247.93 | 8398.32 | 17759.76 |
| 2 | Expenses | | | | | | |
| | (a) Cost of materials consumed | 1188.86 | 1133.24 | 1569.21 | 2322.1 | 3041.35 | 5677.04 |
| | (b) Purchase of stock in trade (+) / - | - | - | - | - | - | - |
| | (c) Changes in Inventories of finished goods, work-in-progress and stock in trade | 27.07 | (361.02) | (391.29) | (333.95) | (770.52) | (478.57) |
| | (d) Employees benefits expense | 605.34 | 581.15 | 553.14 | 1186.49 | 1139.64 | 2347.25 |
| | (e) Depreciation and amortisation expense | 695.44 | 681.35 | 670.93 | 1376.80 | 1339.86 | 2709.94 |
| | (f) Other Expenses | 660.14 | 717.52 | 819.95 | 1377.66 | 1560.70 | 3317.80 |
| | (g) Total (a) to (f) | 3176.86 | 2752.24 | 3221.94 | 5929.10 | 6311.03 | 13573.46 |
| 3 | Profit / (Loss) from Operations before Other Income, Finance cost & Exceptional Items (1-2) | 779.64 | 539.20 | 1049.26 | 1318.83 | 2087.30 | 4186.30 |
| 4 | Other Income | 13.17 | 4.37 | 6.77 | 17.55 | 19.93 | 35.20 |
| 5 | Profit / (Loss) from ordinary activities before Finance cost & Exceptional Items (3+4) | 792.81 | 543.57 | 1056.03 | 1336.38 | 2107.23 | 4221.50 |
| 6 | Finance Costs | 10.41 | 7.72 | 13.73 | 18.13 | 29.32 | 61.97 |
| 7 | Profit / (Loss) from ordinary activities after Finance cost but before Exceptional Items (5-6) | 782.40 | 535.85 | 1042.30 | 1318.25 | 2077.91 | 4159.53 |
| 8 | Extraordinary Items | - | - | - | - | - | - |
| 9 | Profit / (Loss) from Ordinary Activities before Tax (7+8) | 782.40 | 535.85 | 1042.30 | 1318.25 | 2077.91 | 4159.53 |
| 10 | Tax Expenses | 210.31 | 177.64 | 330.03 | 387.95 | 665.07 | 1346.79 |
| 11 | Net Profit / (Loss) from Ordinary Activities after tax (9-10) | 572.09 | 358.21 | 712.27 | 930.30 | 1412.84 | 2812.74 |
| 12 | Extraordinary Items (net of tax expense) | - | - | - | - | - | - |
| 13 | Net Profit / (Loss) for the period after taxes (11-12) | 572.09 | 358.21 | 712.27 | 930.30 | 1412.84 | 2812.74 |
| 14 | Paid-up Equity Share Capital (Face Value of Re.1 each) | 817.16 | 817.16 | 817.16 | 817.16 | 817.16 | 817.16 |
| 15 | Reserves Excluding Revaluation Reserves as per Balance Sheet of previous accounting year | | | | | | 23967.17 |
| 16 | Earning Per Share (EPS) - Rs.(not annualised) | | | | | | |
| | i) Basic and Diluted EPS before Extra ordinary items for the period (not annualised) | 0.70 | 0.44 | 0.87 | 1.14 | 1.73 | 3.44 |
| | ii) Basic and Diluted EPS after Extra ordinary items for the period (not annualised) | 0.70 | 0.44 | 0.87 | 1.14 | 1.73 | 3.44 |

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Statement of Assets & Liabilities

| Particulars | | As at 30.09.2012 (Unaudited) | As at 30.09.2011 (Unaudited) | As at 31.03.2012 (Audited) |
|-------------|---|------------------------------------|------------------------------------|----------------------------------|
| A | EQUITY & LIABILITY | | | |
| 1 | Shareholders' Funds | | | |
| | a) Share Capital | 817.16 | 817.16 | 817.16 |
| | b) Reserves and Surplus | 24897.47 | 23516.99 | 23967.17 |
| | Sub total of Share holder's funds | 25714.63 | 24334.15 | 24784.33 |
| 2 | Non Current Liabilities | | | |
| | a) Long Term borrowings | - | 159.20 | - |
| | b) Deferred Tax Liabilities (Net) | 902.96 | 1267.93 | 1073.06 |
| | c) Other Long term Liabilities | 8.69 | 5.40 | 8.60 |
| | d) Long term Provisions | 30.00 | 36.85 | 30.00 |
| | Sub total of Non Current liabilities | 941.65 | 1469.38 | 1111.66 |
| 3 | Current Liabilities | | | |
| | a) Short term borrowings | - | - | 0.00 |
| | b) Trade payables | 373.48 | 372.77 | 156.23 |
| | c) Other current liabilities | 1882.12 | 3008.42 | 1829.77 |
| | d) Short term provisions | 55.94 | 102.17 | 1037.31 |
| | Sub total of Current liabilities | 2311.54 | 3483.36 | 3023.31 |
| | TOTAL - EQUITY & LIABILITIES | 28967.82 | 29286.89 | 28919.30 |
| B | ASSETS | | | |
| 1 | Non - current assets | | | |
| | a) Fixed Assets | 13356.71 | 15457.48 | 14379.98 |
| | b) Long term Loans & Advances | 239.83 | 249.93 | 187.70 |
| | Sub total - Non current Assets | 13596.54 | 15707.41 | 14567.68 |
| 2 | Current Assets | | | |
| | a) Inventories | 5625.96 | 6474.06 | 5700.09 |
| | b) Trade receivables | 2072.82 | 2313.01 | 2562.45 |
| | c) Cash & Cash equivalents | 7010.29 | 4420.81 | 5593.11 |
| | d) Short term loans & Advances | 597.18 | 335.39 | 417.28 |
| | e) Other Current Assets | 65.03 | 36.21 | 78.69 |
| | Sub total - Current Assets | 15371.28 | 13579.48 | 14351.62 |
| | TOTAL - ASSETS | 28967.82 | 29286.89 | 28919.30 |

Notes

1. The above Financial Results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at the meeting held on 24th October, 2012.

2. The Statutory Auditors of the Company have carried out a Limited Review of the above Unaudited Financial Results for the quarter ended 30th September, 2012.

3. Tube Investments of India Ltd (TII) acquired 3,60,50,921 equity shares of the Company representing 44.12% of the Equity Capital from the erstwhile promoters at a price of Rs. 81/- per share of Face Value Re. 1/- on 3rd September, 2012. In accordance with the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 TII has also made an Open Offer to acquire another 2,12,46,122 equity shares amounting to 26% of the equity capital of the Company from the public shareholders at Rs. 81/- per share. Consequent to the acquisition by TII, the Board has been re-constituted.

4. The Company's Main Business is "Manufacture of Gears and Gear Products." There are no separate reportable segments as per Accounting Standard 17 (AS17).

5. The above financial results are also available on our website www.shanthigears.com

6. Previous period figures have been regrouped, wherever necessary.

Coimbatore - 641 005
24th October, 2012



By Order of the Board

SREERAM SRINIVASAN
President & Executive Director

PART - II

| SL. NO. | PARTICULARS | QUARTER ENDED | | | SIX MONTHS ENDED | | YEAR ENDED |
|----------|---|---------------|-------------|-------------|------------------|-------------|------------|
| | | 30.09.2012 | 30.06.2012 | 30.09.2011 | 30.09.2012 | 30.09.2011 | 31.03.2012 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| A | PARTICULARS OF SHAREHOLDING | | | | | | |
| 1 | Public Share Holding | | | | | | |
| | - Number of Shares | 45656112 | 45665562 | 45665562 | 45656112 | 45665562 | 45665562 |
| | - Percentage of Shareholding | 55.87% | 55.88% | 55.88% | 55.87% | 55.88% | 55.88% |
| 2 | Promoters and Promoter group Shareholding | | | | | | |
| | a) Pledged / Encumbered | | | | | | |
| | - Number of Shares | NIL | NIL | NIL | NIL | NIL | NIL |
| | - Percentage of Shares (as a % of the total share holding of promoter and promoter group) | NIL | NIL | NIL | NIL | NIL | NIL |
| | - Percentage of Shares (as a % of the total share capital of the company) | NIL | NIL | NIL | NIL | NIL | NIL |
| | b) Non - Encumbered | | | | | | |
| | - Number of Shares | 36059741 | 36050291 | 36050291 | 36059741 | 36050291 | 36050291 |
| | - Percentage of Shares (as a % of the total share holding of promoter and promoter group) | 100% | 100% | 100% | 100% | 100% | 100% |
| | - Percentage of Shares (as a % of the total share capital of the company) | 44.13% | 44.12% | 44.12% | 44.13% | 44.12% | 44.12% |

| Particulars | 3 months ended 30.09.2012 |
|--|---------------------------|
| B INVESTOR COMPLAINTS | |
| Pending at the beginning of the Quarter | NIL |
| Received during the Quarter | 3 |
| Disposed on during the Quarter | - |
| Remaining unresolved at the end of the Quarter | NIL |

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