

May 22, 2014

The Manager  
Listing Department  
**National Stock Exchange of India Ltd**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
MUMBAI 400 051

Fax # 022-2659 8237/8238/8347/8348

Symbol : SCHNEIDER

The Secretary  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
MUMBAI 400 001

Fax # 022-2272 3121/2037/2039

Scrip Code : 534139

The General Manager-Operation  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range  
KOLKATA 700 001

Fax # 033-22104492/4500/4468

Scrip Code : 10030003

Dear Sir,

Sub: **Audited financial results for the fourth quarter and twelve months ended March 31, 2014 and outcome of the Board Meeting**

We are pleased to inform you that at the Board Meeting of the Company held today May 22, 2014, the audited financial results for the fourth quarter and twelve months ended March 31, 2014 have been approved and taken on record by the Board.

A copy of the said audited financial results for the period is attached for your record.

The Annual General Meeting of the Company is scheduled to be held on 06<sup>th</sup> August, 2014 at Vododara and the Register of Members and Share Transfer Books of the Company will remain closed from 28<sup>th</sup> July, 2014 to 06<sup>th</sup> August, 2014 (both days inclusive).

At the Board Meeting held today, the resignation of Mr. Javed Ahmad was noted and Mr. Manish Jaiswal was appointed as the Additional Director of the Company.

Thanking you,

Yours faithfully,  
For Schneider Electric Infrastructure Limited

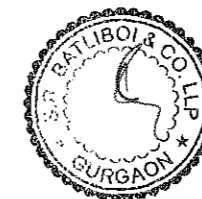


(Sameet Gambhir )  
Company Secretary

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company  
Pursuant to the Clause 41 of the Listing Agreement**

**To  
Board of Directors of  
Schneider Electric Infrastructure Limited,**

1. We have audited the quarterly financial results of Schneider Electric Infrastructure Limited for the quarter ended March 31, 2014 and the financial results for the year ended March 31, 2014, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2014 and the published year-to-date figures up to December 31, 2013, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2014 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2013, the audited annual financial statements as at and for the year ended March 31, 2014, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended December 31, 2013 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, notified under the Companies Act, 1956 read with General Circular 8/2014 dated 4 April 2014 issued by the Ministry of Corporate Affairs and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2014; and the relevant requirements of Clause 41 of the Listing Agreement.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
  - ii. give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2014 and for the year ended March 31, 2014.



## **S.R. BATLIBOI & Co. LLP**

Chartered Accountants

4. Attention is invited to note 2 of the accompanying financial results regarding the sale and purchase of goods and services from a Company covered under section 297 of the Companies Act, 1956, which requires prior approval of Central Government. The Company has obtained Central Government approval for certain transactions and is in process of obtaining Central Government approval on compounding of certain transactions, more fully described in the note. Pending final outcome, no adjustments are made in financial results. Our opinion is not qualified in respect of this matter.
5. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2014 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2014 and the published year-to-date figures up to December 31, 2013, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.
6. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For S.R. BATLIBOI & CO. LLP**

Chartered Accountants

ICAI Firm registration number: 301003E



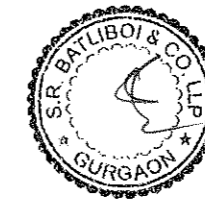
per **Manoj Kumar Gupta**

Partner

Membership Number: 83906

Place: *Noida*

Date: *22/5/14*



Schneider Electric Infrastructure Limited  
Disclosure of Financial Results - Clause 41 of the Listing Agreement

Schneider Electric Infrastructure Limited  
Registered Office : Milestone 87, Vadodara Halol Highway, Village Kotambi, Post office Jarod, Vadodara - 391510, Gujarat.  
Statement of Standalone Audited Financial Results for the Quarter and Year Ended March 31, 2014

Rs. in Lakhs

Particulars	3 months ended March 31, 2014 (Audited) (Refer Note 7)	Preceding 3 months ended December 31, 2013 (Unaudited)	Corresponding 3 months ended March 31, 2013 (Audited)	Year to date figures ended March 31, 2014 (April 1, 2013 to March 31, 2014) (Audited)	Previous Year ended March 31, 2013 (Audited)
<b>Part I - Statement of standalone financial results</b>					
<b>1. Income from operations</b>					
(a) Net sales/Income from operations (net of excise duty)	26033	41386	30090	120879	130231
(b) Other operating income	71	217	165	686	810
<b>Total income from operations (net)</b>	<b>26104</b>	<b>41603</b>	<b>30255</b>	<b>121565</b>	<b>131041</b>
<b>2. Expenses</b>					
a. Cost of materials consumed	20126	27698	21528	88176	90739
b. Purchase of stock-in-trade	0	-	-	0	-
c. Changes in inventories of finished goods, work-in-progress and stock-in-trade	-1574	3430	-1324	-1208	-925
d. Employees benefits expense	3454	3805	3813	14347	14827
e. Depreciation and amortisation	534	583	869	2271	2595
f. Other expenses	8545	8166	5196	28642	23112
<b>Total expenses</b>	<b>31085</b>	<b>43682</b>	<b>30082</b>	<b>132228</b>	<b>130348</b>
<b>3. Profit / (loss) from operations before other income, finance cost and exceptional items (1-2)</b>	<b>-4981</b>	<b>-2079</b>	<b>173</b>	<b>-10663</b>	<b>693</b>
4. Other income (Refer Note 6)	4318	61	234	4503	683
<b>5. Profit / (loss) from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>-663</b>	<b>-2018</b>	<b>407</b>	<b>-6160</b>	<b>1376</b>
6. Finance costs	778	624	1353	2603	3183
<b>7. Profit (+) / loss (-) from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>-1441</b>	<b>-2642</b>	<b>-946</b>	<b>-8763</b>	<b>-1807</b>
8. Exceptional items	2140	1,590	-	3730	1000
<b>9. Profit (+) / loss (-) from ordinary activities before tax (7-8)</b>	<b>-3581</b>	<b>-4232</b>	<b>-946</b>	<b>-12493</b>	<b>-2807</b>
10. Tax expense	0	-	39	0	39
<b>11. Net profit (+) / loss (-) from ordinary activities after tax (9-10)</b>	<b>-3581</b>	<b>-4232</b>	<b>-986</b>	<b>-12493</b>	<b>-2846</b>
12. Extraordinary items	0	-	-	0	-
<b>13. Net profit(+)/ loss(-) for the period (11-12)</b>	<b>-3581</b>	<b>-4232</b>	<b>-986</b>	<b>-12493</b>	<b>-2846</b>
14. Paid-up equity share capital (face value of Rs 2/- each)	4782	4782	4782	4782	4782
15. Reserves excluding revaluation reserves				6576	19069
16. Earnings per share (EPS)					
a) Basic and diluted EPS before extraordinary items (not annualised)	-1.50	-1.77	-0.41	-5.22	-1.19
b) Basic and diluted EPS after extraordinary items (not annualised)	-1.50	-1.77	-0.41	-5.22	-1.19
<b>Part II - Select information for the Quarter ended March 31, 2014</b>					
<b>A. Particulars of shareholding</b>					
1. Public shareholding					
- Number of shares	59776009	52296831	52296831	59776009	52296831
- Percentage of shareholding	25.0%	21.9%	21.9%	25.0%	21.9%
2. Promoters and promoter group shareholding					
(a) Pledged / Encumbered					
- Number of shares	-	-	-	-	-
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-
- Percentage of shares (as a % of the total sharecapital of the company)	-	-	-	-	-
(b) Non- Encumbered					
- Number of shares	179328026	186807204	186807204	179328026	186807204
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.0%	100.0%	100.0%	100.0%	100.0%
- Percentage of shares (as a % of the total sharecapital of the company)	75.0%	78.1%	78.1%	75.0%	78.1%
<b>B. Investor Complaints</b>					
Pending at the beginning of the quarter	-	-	-	-	-
Received during the quarter	1	-	-	-	-
Disposed of during the quarter	1	-	-	-	-
Remaining unresolved at the end of the quarter	-	-	-	-	-



*(Handwritten signature)*

**Schneider Electric Infrastructure Limited**  
Registered Office : Milestone 87, Vadodara Halol Highway, Village Kotambi, Post office Jarod, Vadodara - 391510, Gujarat.  
**Statement of Standalone Assets and Liabilities**

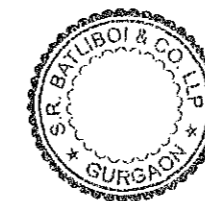
Rs. in Lakhs

Particulars	As at March 31, 2014 (Audited)	As at March 31, 2013 (Audited)
<b>A. EQUITY AND LIABILITIES</b>		
1. Shareholders' Funds		
(a). Share capital	4782	4782
(b). Reserves and surplus	6576	19069
Sub-total - Shareholders' funds	11358	23851
2. Non-current liabilities		
(a). Long-term borrowings	19000	0
(b). Deferred tax liabilities (net)	-	-
(c). Other long-term liabilities	-	-
(d). Long-term provisions	4283	2447
Sub-total - Non-current liabilities	23283	2447
3. Current liabilities		
(a). Short-term borrowings	6966	23414
(b). Trade payables	65227	61545
(c). Other current liabilities	17258	17671
(d). Short-term provisions	1571	1581
Sub-total - Current liabilities	91022	104211
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>125663</b>	<b>130509</b>
<b>B. ASSETS</b>		
1. Non-current assets		
(a). Fixed assets	19464	19891
(b). Deferred tax assets (net)	1142	1142
(c). Trade receivables	4029	5331
(d). Long-term loans and advances	2248	888
Sub-total - Non-current assets	26883	27252
2. Current assets		
(a). Inventories	17993	14972
(b). Trade receivables	68110	75568
(c). Cash and bank	112	439
(d). Short-term loans and advances	9168	10881
(e). Other current assets	3397	1397
Sub-total - Current assets	98780	103257
<b>TOTAL ASSETS</b>	<b>125663</b>	<b>130509</b>

**Notes :**

- The above Financial Results were reviewed by the Audit Committee and taken on record by the Board of Directors at the meeting held on May 22, 2014.
- The Company had entered into transactions of purchase and sale of goods and availing and rendering of services with a company covered under section 297 of the Companies Act, 1956. The Company has received approval from Central Government for goods transactions starting from March 6, 2013 and services transactions starting April 1, 2013. Pending Government approval on compounding the goods transactions prior to March 6 2013 and services transactions prior to April 1, 2013, no adjustments have been considered in financial results as Management is of the view that it will not have any material impact on the results. Auditors have also drawn attention on this matter in their audit report and their opinion is not qualified in respect of this matter.
- The Company has only one business segment, i.e., business relating to product and systems for electricity distribution, and accordingly disclosure requirements as per Accounting Standard - 17 on Segment Reporting are not applicable.
- In order to achieve minimum 25% public shareholding in the Company in terms of Rule 19(2)(b) and 19A of the Securities Contracts (Regulation) Rules, 1957, read with Clause 40A (ii) (c) of the Listing Agreement, Energy Grid Automation Transformers and Switchgears India Limited (promoter) sold 7,479,178 equity shares of the Company (3.13%) in the secondary market by way of "Offer for Sale" of shares through the Stock exchange mechanism in the month of January, 2014.
- Exceptional items represent cost incurred on account of rationalization of Company's transformer business in respect of Naini Unit.
- Other Income includes subvention received from corporate for operational financial support - Rs 4212 Lakhs
- The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year up to March 31, 2014 and the unaudited published year-to-date figures up to December 31, 2013, being the date of the end of the third quarter of the financial year which were subjected to limited review.
- Prior period figures have been reclassified/regrouped wherever necessary for comparative purposes.

Place : NOIDA  
Date : May 22, 2014



By Order of the Board,  
For Schneider Electric Infrastructure Limited  
*Prakash Kumar Chandraker*  
Managing Director