

DIRECTORS' REPORT

The Directors of Cummins Diesel Sales and Service (India) Limited present their fifty-second Annual Report with Audited Accounts for the financial year ended March 31, 2003.

FINANCIAL RESULTS:

1.	Inco	me	April 1, 2001 to March 31, 2002 (Rs.'000) 3,311,086	April 1, 2002 to March 31, 2003 (Rs.'000) 3,905,387
2.	Prof	its		
	a)	Profit before Interest & Tax	235,745	422, 886
	b)	Profit before tax	218,403	404,419
	c)	Profit after tax	155,635	262,172
3.	Арр	ropriations		
	a)	Dividend	9,000	_
	b)	Interim Dividend	_	160,000
	c)	General Reserve	146,635	30,179

OPERATIONS:

Your Directors are happy to inform that despite the noticeable fall in overall economy and severe recession further aggravated in automobile, heavy engineering and construction sectors, your company has posted a modest rise in income and profitability. The Company recorded an increase of 17.95% in the total income of Rs. 3905.39 millions (Rs. 390.54 crores) as against Rs. 3311.09 millions (Rs. 331.10 crores) of last year.

During the year under report, in view of the significant financial performance and overall profitability, the Board of Directors declared and rewarded the shareholders with first interim dividend @ 85%, second interim dividend @ 85% and third interim dividend @ 96.67%, the total dividend being Rs. 16 Crores (266.67%). Considering the overall business and financial performance during the year and financial projects for the next financial year, the Board of Directors recommend to confirm the total interim dividend paid out @ 266.67% as the final dividend for the year ended March 31, 2003 to the shareholders.

The Company has renewed its focus on service related issues but at the same time laid equal emphasis on spares business including the growth projects. Customer satisfaction has been the thrust throughout the year of operation and the same has shown results in terms of the profitability even in the recession hit economy. During the year, Company has entered into strategic alliances with number of companies, Reliance being the prominent amongst them, to provide Operations & Maintenance Contract. This will not only bring additional revenue but will also bring in streamlined efforts in the direction of customer service orientation.

During the year under review, the Company has undertaken various initiatives to strengthen the dealership operations to improve on the operations & viability of the dealerships. These include, inter alia, training to the dealers' engineers in various applications; support in terms of channel financing programme, offering growth opportunities through major role in executing strategic contracts like Reliance, ICICI Bank, etc., creation of positions like Dealer Account Managers for better coordination at dealership, implementation of Dealer Score Card, financial incentive to dealers based on score card performance, successful implementation of pilot Call Center at Delhi, etc. which would bring about overall improvement in dealership capability and infrastructure. During the year company also formulated systematic processes for selection of new dealerships. This is expected to bring in cohesive decision making in dealership improvement plans.

During the year under review, the Company has undertaken and completed six different projects under Six -Sigma, implemented Kaizen at Head Office and in ReCon Unit. This has resulted in saving of upto Rs. 1.5 crores, bringing increased productivity, process improvement and cost reduction.

During the year, IT Division of the company successfully implemented the project for electronic connectivity of all the 7 Parts Depots and Jaipur Service Centre which will enable on-line connectivity with V-Sat Technology. This will result in better and effective control on the inventory movement in and out of Parts Depots and Jaipur Service Centre.

Future Projects

In line with Cummins policy of offering Service Guarantee for the services rendered, company is formulating the policy and document offering Service Guarantee to the customers, subject to various operational mechanisms, regulatory provisions, etc. Similarly, company is also working in the direction of offering contractual services to corporate houses to maintain their equipment's in the form of Operations & Maintenance Contracts. This is expected to bring in additional business opportunities with added customer satisfaction.

SUBSIDIARIES:

Cummins Auto Services Limited

Cummins Auto Services Limited (CASL) for the year ended March 31, 2003 has achieved an income of Rs.157.04 millions (Rs. 15.70 crores) and posted a loss of Rs. 86.90 millions (Rs. 8.69 crores) as against the income of Rs. 70.96 millions (Rs.7.09 crores) and loss of Rs 43.23 millions (Rs.4.32 crores) for the year ended March 31, 2002.

Considering the long term implementation period of the project, in the opinion of management the strategic & long term investment made by the company in the equity capital of CASL does not require any provision for diminution in the networth of CASL as at March 31, 2003.

JOINT VENTURE COMPANY:

Valvoline Cummins Limited

The total investment of your company in Valvoline Cummins Limited (VCL) as on March 31, 2003 stands at Rs.78.78 millions (Rs.7.88 crores) The demand and supply position for VCL branded oils and lubricants during the year under review increased significantly. During the year VCL strengthened its market share in the oil & lubricants market. This has resulted in VCL achieving an income of Rs. 155 crores and profit after tax of Rs. 3.48 crores.





CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

During the year under review, as a result of various energy conservation measures such as effective utilisation of power factor controller unit, rationale use of electricity, the Company has been able to save 179,614 units of power as compared to the corresponding period for the previous year.

DIRECTORS:

Ms Pamela Carter was appointed on the Board as an Additional Director of the Company effective August 17,2002. Pursuant to Section 257 of the Companies Act, 1956, the Company has received a notice proposing the name of Ms Pamela Carter to be appointed as Director in the ensuing Annual General Meeting of the Company.

Mr Anant Talaulicar was appointed on the Board as an Additional Director of the Company effective March 20, 2003. Pursuant to Section 257 of the Companies Act, 1956, the Company has received a notice proposing the name of Mr Anant Talaulicar to be appointed as Director in the ensuing Annual General Meeting of the Company.

Mr Antant Talaulicar was appointed as Whole Time Director of the Company effective March 20, 2003 subject to the approval from the shareholders in the ensuing Annual General Meeting and from the Central Government pursuant to the relevant provisions of the Companies Act, 1956.

Mr. Vinod Dasari was appointed on the Board as an Additional Director of the Company effective June 03, 2003. Pursuant to Section 257 of the Companies Act, 1956, the Company has received a notice proposing the name of Mr. Vinod Dasari to be appointed as Director in the ensuing Annual General Meeting of the Company.

Dr. Ajoy Kumar resigned as Director of the Company effective February 18, 2003.

During the year, Mr S S Phadke, Director retires by rotation and being eligible for re-election opts for re-election as Director.

AUDIT COMMITTEE:

During the year, Two (2) meetings of the Audit Committee took place.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217 (2AA) of the Companies Act, 1956, your Directors report that:

- a) In the preparation of annual accounts, the applicable accounting standards had been followed and there was no material departure from the accounting standards;
- b) Your Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year 2002-03 and of the profits of the Company for that period;

- Your Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) Your Directors had prepared the annual accounts for the year under review on a going concern basis.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange earnings and outgo during the year under review were as follows:

(Rs.'000)

1. Foreign exchange earnings

3,847/-

2. Foreign exchange outgo

216,295/-

AUDITORS:

The Board of Directors recommend the appointment of M/s Price Waterhouse, Chartered Accountants, as the Auditors of the Company from the conclusion of ensuing Annual General Meeting till the conclusion of the next Annual General Meeting of the Company.

PARTICULARS OF EMPLOYEES:

As required under Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, a statement giving the required information relating to employees covered thereunder is attached.

For and on behalf of the Board of Directors

Ravi Venkatesan Chairman

Pune: June 3, 2003



Annexure to the Directors' Report

Information as required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and forming part of the Directors' report for the year ended 31st March, 2003

On Name of 5		Overlife antique	Date (nuneration Received	Particulars of last employment held
Sr. Name of Employee No.	Age Exp.	Qualifications Designation / Nature of Duties	Date of Joining	Gross Rs.	Net Rs.	Organisation, Designation & Experience
1 Dr. Ajoy Kumar	39 2	M.B.B.S. CHIEF EXECUTIVE OFFICER	19-02-2001	3,815,549	2,465,793	TATA SONS LTD. GENERAL MANAGER, GROUP HR 2-Yrs.
2 * ACHAR R	42 23	DME BUSINSS MANAGER - CUSTOMER CARE CENTRE BARODA	02-12-1980	984,727	849.622	KUDREMUKH IRON & ORE CO.LTD OCTM - GRADE - 12-Yrs.
3 * AGASHE B V	54 34	B.COM. SM, PARTS SALES(DEALERS)	01-11-1969	849,580	763,800	_
4 * BALAKRISHNAN R F	52 27	B.E.(MECH) GENERAL MANAGER, SERVICE	17-04-1976	1,599,270	1,243,253	VAK ENGINEERING PVT LTD. ENGINEER 1-Yr.
5 * BALLAL V V	41 19	DME MANAGER SERVICE SUPPORT	08-09-1984	524,530	495,734	_
6 * BELLAD A V	53 28	B.COM. SENIOR MANAGER, STORES	04-08-1975	811,775	734,020	M S E B CLERK 3-Yrs.
7 * BHATT B	52 31	M.A. CLERK/TYPIST	18-12-1972	583,486	582,920	_
8 * BODKE M S	59 37	BELOW 10TH STD. DRIVER	01-02-1966	157,819	157,437	_
9 * CHANDORKAR A B	56 37	SSC CLERK/TYPIST	10-10-1966	490,483	489,503	KIRLOSKAR CUMMINS LTD. TURNER 2-Yrs.
10 * CHANDRAN L R	46 25	AMIE/MBA SENIOR MANAGER, MARKETING	14-10-1978	770,520	705,626	LARSEN & TOUBRO LTD TRAINEE 3-Yrs.
11 * CHHETRY C K	52 13	BELOW 10TH STD. OFFICE BOY	01-12-1990	223,766	223,700	_
12 * D'MELLO W	54 25	DME/DEE MANAGER, FIELD SERVICES, MUMBAI	04-09-1978	662,585	628,997	BOMBAY MUNICIPAL CORPN. SALES ENGINEER 7-Yrs.
13 * DALVI G K	49 29	BELOW 10TH STD. PACKER	30-01-1974	542,818	541,684	_
14 * DHOLE P M	55 35	B.COM. SENIOR STENOGRAPHER	13-08-1968	558,180	558,088	OGALE GLASS WORKS LTD STENO TYPIST 1-Yr.
15 * DIKSHIT S W	54 27	B.SC. MANAGER WARRANTY ADMINISTRATION (MTTR)	19-07-1976	664,741	630,915	A G ENGINEERING SERVICES ACCOUNTS CLERK 2-Yrs.
16 * DIXIT S S	44 22	M.COM./MPM EXECUTIVE, HUMAN RESOURCES	02-11-1981 S	737,517	648,332	KIRLOSKAR CUMMINS LTD MANAGEMENT TRAINEE 1-Yr.
17 * FERNANDES R V	51 22	SSC RECEIPPTIONIST CUM TELEPHONE OPERATOR	11-11-1981	429,372	429,291	HOTEL AIRPORT PLAZA, BOMBAY RECEPTIONIST 1-Yr.
18 * GADGIL S D	42 23	DME SENIOR MANAGER, SERVICE SUPPORT (INDUSTRIAL)	05-12-1980	683,886	653,238	_
19 * GAIKWAD R J	55 34	BELOW 10TH STD. DRIVER	25-09-1969	534,957	533,380	_

Annexure to the Directors' Report (Contd.)

		Overlife	D-4- (uneration eceived	Particulars of last employment held
Sr. Name of Employee No.	Age Exp.	Qualifications Designation / Nature of Duties	Date of Joining	Gross Rs.	Net Rs.	Organisation, Designation & Experience
20 * GOGOI R K	51 23	B.COM. JUNIOR ASSISTANT	02-06-1980	484,392	484,308	HINDUSTAN ENGG SERVICES SALES EXECUTIVE 1-Yr.
1 * HAVELE S N	54 19	DEE/DIS SAFETY OFFICER	03-09-1984	564,131	535,499	INDIAN AIR FORCE INSTRUMENT MECHANIC 16-Yrs
2 * JADE V V	57 37	BELOW 10TH STD. PACKER	06-10-1966	487,672	486,996	_
3 * JAWLE S B	59 36	BELOW 10TH STD. HELPER	01-06-1967	117,300	116,915	_
4 * JHA A	58 22	SSC DRIVER	01-07-1981	306,349	306,275	G K BANSAL & CO. DRIVER 10-Yrs
5 * JOGLEKAR V N	53 33	SSC MANAGER JOB WORK COMPONENT	26-11-1970	779,430	713,367	_
6 * KARANDE U S	58 20	P.D.COM. JUNIOR ASSISTANT	03-10-1983	274,962	274,883	KIRLOSKAR OIL ENGINES LTD. SR. CLERK 10-Yrs.
7 * KOLHATKAR D D	55 37	SSC/GCD SENIOR STENOGRAPHER	14-12-1966	557,583	556,744	_
8 * KONDHARE B B	54 37	BELOW 10TH STD. HELPER	07-10-1966	588,995	587,420	_
9 * KUCHEKAR R L	55 28	BELOW 10TH STD. WATCHMAN	27-04-1975	526,556	526,483	_
0 * KULKARNI B S	40 20	DME AREA MARKETING MANAGER, MUMBAI	10-08-1983	530,519	503,730	_
1 * KULKARNI C Y	55 34	B.COM./MBA MANAGER DESPATCHES (RECT)	05-12-1969	457,736	413,610	_
2 * KULKARNI P V	55 32	SSC CLERK/TYPIST	22-04-1971	543,062	541,958	_
3 * LAL SINGH	58 34	BELOW 10TH STD. OFFICE BOY	01-12-1969	285,368	285,093	BOMBAY ENGG. GROUP SPR- 1440225 6-Yrs
4 * MAKASARE V C	56 36	SSC CLERK/TYPIST	07-02-1967	540,013	539,690	-
5 * MALVADKAR S M	55 33	B.E.(MECH) DGM, CUSTOMER QUALITY ASSURANCE	17-08-1970	841,696	720,900	_
6 * MONICKA-VASAGAM S T	50 25	DME AREA PARTS MANAGER, CHENNA	01-09-1978 N	665,703	630,013	SUNDARAM MOTORS TECHNICAL ASSTT 2-Yrs
7 * NADKAR N S	54 26	DME MANAGER SUB CONTRACTING	01-06-1977	762,412	704,431	AUTOMOTIVE SERVICES SR SUPERVISOR 7-Yrs
3 * NAIK K S	57 31	P.D.COM. JUNIOR ASSISTANT	01-03-1972	504,099	498,664	PUBLIC WORKS DEPT JUNIOR CLERK 2-Yrs
9 * NATH A K	57 32	P.D.COM. SENIOR STENOGRAPHER	01-06-1971	508,757	504,514	CONTINENTAL TRADERS STENOGRAPHER 1-Yr.
) * PADEKAR P R	54	BELOW 10TH STD. DRIVER	05-08-1974	525,006	524,931	POONA MOTORS VEHICLE MECHANIC 7-Yrs
1 * PALAV A G	48 25	DME MANAGER, FIELD SERVICES PUNE AREA	01-09-1978	651,175	616,311	BEST, TRAINEE 1-Yr.



Annexure to the Directors' Report (Contd.)

					uneration eceived	Particulars of last employment held
Sr. Name of Employee No.	Age Qualifications Exp. Designation / Nature of Duties		Date of Joining	Gross Rs.	Net Rs.	Organisation, Designation & Experience
42 * PHADALE T K	53 37	SSC SEMI-CLERK	11-10-1966	583,121	583,043	_
43 * PITALE D S	44 23	DME AREA SERVICE MANAGER, BARODA	17-12-1980	682,390	646,114	-
44 * PRASAD C	40 12	P.D.COM./SSC OFFICE BOY	01-10-1991	210,463	210,397	_
45 * RAJA T M	52 28	B.SC./DMIT-AUTO ENGG. AREA SERVICE MANAGER, PANJIM	01-01-1975	876,940	777,817	KIRLOSKAR CUMMINS LTD LINE MANAGER 2-Yrs
46 * RANAUT K R	52 26	HSC PACKER	01-04-1977	489,207	489,133	_
47 * SANE B L	54 30	SSC SENIOR CLERK	03-10-1973	552,064	549,083	M B KETKAR & CO SITE SUPERVISOR 5-Yrs
48 * SENTHILKUMARAN T K	45 19	B.E.(MECH) SM, CUSTOMER ASSISTANCE CELL	01-10-1984	552,709	523,075	_
49 * SHELAR S S	55 30	BELOW 10TH STD. CARPENTER	12-10-1973	442,506	442,432	_
50 * SHENOY U V	55 25	DME REGIONAL MANAGER, CHENNAI	20-09-1978	1,022,510	862,191	BAJAJ AUTO LTD SERVICE ENGR. 5-Yrs
51 * TAMBE B S	54 26	BELOW 10TH STD. HELPER	01-02-1977	482,428	482,356	_
52 * TAMHANKAR M R	56 35	SSC MANAGER RECEIPTS	15-07-1968	265,991	223,139	_
53 *THAKUR R D	42 18	DME MANAGER, FIELD SERVICES, NOIDA	07-09-1985	427,324	407,038	_
54 * VISHNU L	54 23	SSC CLERK/TYPIST	04-04-1980	451,546	451,469	_
55 * VESANE S K	47 25	DME AREA SERVICE MANAGER, HUBL	01-09-1978 I	703,295	493,860	_

Notes:

- 1. * Against a name indicates that the employee was in service only for a part of the year.
- 2. Designation of the employee indicates the nature of his duties.
- 3. All appointments are contractual.
- 4. The gross remuneration comprises of salary, allowances, incentive and perquisites, the monetary value of which is as per Income-tax Act and company's contribution to provident fund and superannuation fund, wherever applicable.
- 5. Net remuneration is arrived at by deducting from the gross remuneration income-tax, Company's contribution to provident fund and superannuation fund wherever applicable.
- 6. The company has contributed an appropriate amount based on 'actuarial valuation' to the 'gratuity fund'. The amount has not been included in gross remuneration as no separate figures are available for individual employee.
- 7. Other terms and conditions are as per rules of the Company.
- 8 None of the employees is a relative of any director of the Company.
- 9. Employees from Sr. No 2 to Sr. No. 54 were in service only for a part of the year and have availed Voluntary Retirement Scheme of the Compagnation behalf of the Board of Directors

Ravi Venkatesan

Pune : June 3, 2003

AUDITORS' REPORT

TO THE MEMBERS OF CUMMINS DIESEL SALES AND SERVICE (INDIA) LIMITED.

- 1. We have audited the attached Balance Sheet of Cummins Diesel Sales and Service (India) Limited as at March 31, 2003, the related Profit and Loss Account for the year ended on that date and the cash flow statement for the year ended on that date which we have signed under reference to this report. These financial statements are the responsibility of the management of the Company. Our responsibility is to express an opinion on these financial statements based on our audit.
- We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. The accounts of the Company for the year ended March 31, 2002 were audited and reported by another firm of Chartered Accountants vide their unqualified opinion dated July 23, 2002. The balances as at March 31, 2002 as per the audited accounts, regrouped / reclassified where necessary, have been considered as opening balances for the purpose of these financial statement.
- 4. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988, issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 of India (the 'Act') and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we set out in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 5. Further to our comments in the Annexure referred to in paragraph 4 above, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in Section 211 (3C) of the Act;
 - (e) On the basis of written representations received from the directors as on March 31, 2003 and taken on record by the Board of Directors, we report that no director of the Company is disqualified as on March 31, 2003 from being appointed as a director as referred to in Section 274(1)(g) of the Act;



- (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements, together with the notes thereon and Schedules 1 to 11 annexed thereto, give in the prescribed manner the information required by the Act and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2003;
 - ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - iii) in the case of cash flow statement, of the cash flows for the year ended on that date.

For Price Waterhouse Chartered Accountants

Place : Pune Vasant Gujarathi

Date: June 3, 2003

Annexure referred to in paragraph 4 of Auditors' Report of even date to the members of Cummins Diesel Sales and Service (India) Limited on the accounts for the year ended March 31, 2003.

- 1. The Company has maintained proper records showing full particulars including quantitative details and situation of all fixed assets. As explained to us the management conducted a physical verification of majority of the assets during the year other than in respect of certain assets with third parties from whom confirmations have been received. No material discrepancies were noticed on such verification and the same have been properly dealt with in the books of account. In our opinion, the frequency of physical verification of fixed assets is reasonable.
- 2. The fixed assets of the Company have not been revalued during the year.
- 3. Physical verification of stock-in-trade and service stocks has been conducted by the management at reasonable intervals.
- 4. In our opinion, the procedures of physical verification of stock-in-trade and service stocks followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- 5. The discrepancies noticed on such verification between the physical stocks and the book records were not material and these have been properly dealt with in the books of account.
- 6. On the basis of our examination of stock records, we are of the opinion that the valuation of stock-in-trade is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the preceding year.
- 7. The Company has not taken any loans, secured or unsecured, from companies, firms or other parties listed in the register maintained under Section 301 of the Act. In terms of sub-section (6) of Section 370 of the Act, provisions of Section 370 are not applicable to a Company on or after the commencement of The Companies (Amendment) Act, 1999, of India.
- 8. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Act. In terms of sub-section (6) of Section 370 of the Act, provisions of Section 370 are not applicable to a Company on or after the commencement of The Companies (Amendment) Act, 1999, of India.
- The employees to whom loans or advances in the nature of loans have been given by the Company
 are repaying the principal amounts, as stipulated or as rescheduled, and are regular in the payment of
 interest, where applicable.
- 10. In our opinion, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchases of stock-in-trade, plant and machinery, equipment and other assets and for the sale of goods.
- 11. There are no transactions of purchase of goods and materials and sale of goods, materials and services, made in pursuance of contracts or arrangements as is evident from the register maintained under Section 301 of the Act and aggregating during the year to Rs. 50,000 or more in respect of each party.
- 12. Since the Company does not have any raw materials, stores or own manufactured finished goods, the question of determination of unserviceable or damaged stores, raw materials or finished goods and provision thereof does not arise.



- 13. In our opinion, the Company has complied with the provisions of section 58A of the Act, and the Companies (Acceptance of Deposits) Rules, 1975, with regard to deposits accepted from the public.
- 14. In our opinion, reasonable records have been maintained by the Company for the sale and disposal of realisable scrap. As explained to us, the Company's activities do not generate any by-products.
- In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- 16. The requirement of maintenance of cost records, prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956, is not applicable to the Company.
- The Company has been regular in depositing Provident Fund and Employees' State Insurance dues with the appropriate authorities in India.
- There were no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty as at March 31, 2003, which were outstanding for more than six months from the date they became payable.
- During the course of our examination of the books of account carried out in accordance with the generally accepted auditing practices in India, we have not come across any personal expenses of employees or directors which have been charged to Profit and Loss Account, nor have we been informed of such case by the management other than those payable under contractual obligations and / or accepted business practices.
- 20. The Company is not a sick industrial company within the meaning of clause (o) of sub-section (1) of Section 3 of the Sick Industrial Companies (Special Provisions) Act, 1985 of India.

In respect of service activities of the Company:

- The Company has a reasonable system of recording receipts, issues and consumption of materials and stores, commensurate with the size and nature of its business and such system provides for a reasonable allocation of materials.
- 22. Although allocation of man-hours utilised is not made to relative jobs, in our opinion, control is exercised on total labour utilised on the jobs.
- The Company has a reasonable system of authorisation at proper levels and an adequate system of internal control commensurate with the size of the Company and the nature of its business, on issue and allocation of stores as stated in paragraph 21 above. Although allocation of labour to relative jobs is not made, in our opinion, control is exercised on total labour utilised on the jobs.

In respect of trading activities of the Company:

With regard to trading activities of the Company, in our opinion, damaged goods have been determined by the Company and necessary provision has been made in the accounts for the loss arising on the items so determined.

> For Price Waterhouse **Chartered Accountants**

Place: Pune Vasant Gujarathi

Date: June 3, 2003 Partner

BALANCE SHEET AS AT 31ST MARCH, 2003

		As at 31st	As at 31st	As at 31st
	Schedule	March, 2003	March, 2003	March, 2002
	Number	Rupees '000	Rupees'000	Rupees '000
SOURCES OF FUNDS:		•	·	•
Shareholders' funds:				
Share capital	1	60,000		60,000
Reserves and surplus	2	984,827		882,655
recorrect and carpiae	_		1,044,827	942,655
Loan funds:			1,044,021	942,033
Unsecured loans	3	327		100,609
onscoured loans	J		327	
				100,609
ADDI IOATION OF FUNDO			1,045,154	1,043,264
APPLICATION OF FUNDS:				
Fixed assets:	4	257.004		207 420
Gross block		357,604		367,438
Less: depreciation		141,246	0.4.0.0.	127,089
Net block	_		216,358	240,349
Investments	5		231,984	201,738
Current assets, loans	6			
and advances :		400.000		050.400
Inventories		492,069		658,480
Sundry debtors Cash and bank balances		580,918		572,725
Other current assets		143,230 30,973		138,917 45,453
Loans and advances		62,038		121,339
Loans and advances				
Less: Current liabilities		1,309,228		1,536,914
and provisions:	7			
Current liabilities	1	676,634		897,211
Provisions		40,546		45,536
1 10/13/01/3				
		717,180		942,747
Net current assets	•		592,048	594,167
Deferred tax asset / (liability)	8		4,764	7,010
			1,045,154	1,043,264
NOTES:	11			

Note: Schedules 1 to 8 and 11 are an integral part of the balance sheet

In terms of our report of even date

For PRICE WATERHOUSE Chartered Accountants

VASANT GUJARATHI

Partner

Pune: June 3, 2003

RAVI VENKATESAN Chairman

Chairman

J M RUGG Director

S M JAGTAP

Assistant Company Secretary

& Incharge Legal Cell

Pune: June 3, 2003



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2003

	Number		Rupees '000	Rupees '000	Previous Year Rupees '000
INCOME:	9		·	·	
Sales and services Other income			3,809,150 96,237	0.005.007	3,199,662 111,424
EXPENDITURE:				3,905,387	3,311,086
Cost of sales and other expenses Lumpsum compensation under	10		3,453,601		3,026,666
voluntary retirement scheme Depreciation Interest:	4A		1,602 27,298		21,449 27,226
on fixed loans others		 18,467			54 17,288
		-, -	18,467		17,342
				3,500,968	3,092,683
PROFIT BEFORE TAX				404,419	218,403
PROVISION FOR TAX:			4.40.000		05.477
Current tax (refer note 20, schedu Deferred tax	le 11)		140,000 2,247		<i>65,477 (2,709)</i>
Boloffed tax				142,247	62,768
NET PROFIT FOR THE YEAR				262,172	155,635
Balance carried forward from last bala	nce sheet			88,007	88,007
Amount available for appropriation APPROPRIATIONS:				350,179	243,642
i) Proposed dividend					9,000
ii) Interim dividend - First - Second			51,000 51,000		
- Second - Third			58,000 58,000		
-				160,000	_
iii) Transferred to General Reserv				30,179	<u>146,635</u>
Balance carried to balance sh				<u>160,000</u>	<u>88,007</u>
Earnings per Share (refer note 21, so Basic and Diluted (in Rupees)	chedule 11)			436.95	259.39
Notes ·	11				

Notes: 11

Note: Schedules 9 to 11 are an integral part of the profit and loss account

RAVI VENKATESAN Chairman

In terms of our report of even date

For PRICE WATERHOUSE
Chartered Accountants

VASANT GUJARATHI

J M RUGG
Director

S M JAGTAP

Partner Assistant Company Secretary

& Incharge Legal Ćell

Pune : June 3, 2003 Pune : June 3, 2003

SCHEDULES FORMING PART OF THE BALANCE SHEET

		As at 31st March, 2003	As at 31st March, 2002
	Rupees '000	Rupees '000	Rupees '000
SCHEDULE NO. 1			
SHARE CAPITAL :			
Authorised: 1,200,000 (previous year 1,200,000) equity shares of Rs 100 each		120,000	120,000
Issued and subscribed: 600,000 (previous year 600,000) equity shares of Rs 100 each fully paid		60,000	60,000
Of the above equity shares: i) 410,000 shares of Rs.100 each have been allo paid bonus shares by capitalisation of Rs. 41,00 General reserve ii) 599,990 (previous year 599,970) shares of R are held by the holding company, Cummins In and its nominees. Balance 10 shares are held Engine Systems India Limited, (previous year 30 each held by Cummins Infotech Limited, Cumm Solutions Limited and Nelson Engine Syst Limited)	s.100 each dia Limited I by Nelson 0;10 shares mins Power		
SCHEDULE NO. 2			
RESERVES AND SURPLUS :			
General reserve:			
Balance as per last account Add: Adjustment of net cumulative effect of recognition of deferred tax asset	794,648		643,712
upto 31st March, 2001	794,648		4,301 648,013
Add: transferred from profit			
and loss account	30,179		146,635
Profit and loss account		824,827 160,000	794,648 88,007
Tront and loss account		984,827	882,655
		001,021	
SCHEDULE NO. 3			
UNSECURED LOANS:			
Short term loan from a scheduled bank Fixed deposits Including unclaimed deposits Rs.201,000		327	100,000 609
(previous year Rs 369,000) and interest accrued and due Rs 126,249 (previous year Rs 184,727).		327	100,609



SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE NO. 4

FIXED ASSETS: (see note 2, schedule 11) (Rupees '000)						
Particulars	Gross block (at cost) as at 31st March, 2002	Additions	Deductions	Gross block (at cost) as at 31st March, 2003	Depreciation as per schedule 4 A	Net block as at 31st March,2003
Land						
Freehold	2,289	_	_	2,289	_	2,289
Leasehold	3,014	_	_	3,014	33	2,981
Roads	831	_	_	831	504	327
Buildings	39,833	1,025	2,225	38,633	10,757	27,876
Plant and machinery	268,390	9,107	20,360	257,137	107,996	149,141
Furniture and fittings	22,384	5,330	3,468	24,246	10,450	13,796
Vehicles	30,464	4,330	3,370	31,424	11,506	19,918
	367,205 (339,165)	19,792 (33,693)	29,423 (5,653)	357,574 (367,205)	141,246 (127,089)	216,328 (240,116)
Capital work in progress including advance for						
capital expenditure				30		30
				(233)		(233)
				357,604	141,246	216,358
				(367,438)	(127,089)	(240,349)

Figures in brackets are in respect of previous year.

SCHEDULE NO. 4A

DEPRECIATION:

Particulars	Depreciation upto 31st March, 2002	Depreciation for the year	Depreciation on deductions	Total Depreciation upto 31st March, 2003
Land - Leasehold	30	3	_	33
Roads	476	28	_	504
Buildings	11,512	840	1,595	10,757
Plant and machinery	93,501	22,636	8,141	107,996
Furniture and fittings	10,977	1,137	1,664	10,450
Vehicles	10,593	2,654	1,741	11,506

127,089

(102,289)

27,298

(27,226)

13,141

(2,426)

Figures in brackets are in respect of previous year.

(Rupees '000)

141,246

(127,089)

SCHEDULES FORMING PART OF THE BALANCE SHEET

	Rupees '000	As at 31st March, 2003 Rupees '000	As at 31st March, 2002 Rupees '000
SCHEDULE NO. 5	.,	.,	.,
INVESTMENTS:			
LONG TERM (at cost)			
Quoted :			
Trade			
2,000 (previous year 2,000) equity shares of Rs.10 each of Kirloskar Oil Engines Limited, fully pair	d	29	29
Others :			
Tax free Redeemable Non Convertible bonds of Rs. 1,000 each fully paid:			
Nil (previous year 10,000) 10.5% bonds of Housing & Urban Development Corporation Limited	_		10,375
10,000 (previous year 10,000) 10.5% bonds of Konkan Railway Corporation Limited	10,160	40.400	10,160
Unquoted :		10,160	20,535
Trade			
Nil (previous year 240,000) equity shares of Rs 10 each of Newage Electricals India Limited, fully paid	_		2,400
Nil (previous year 100) equity shares of Rs.10 each of Cummins Power Solutions Limited, fully paid	_		1
Nil (previous year 100) equity shares of Rs.10 each of Cummins Infotech Ltd fully paid	_		1
100 (previous year 100) equity shares of Rs.10 each of Nelson Engine Systems India Limited, fully paid	1	1	1
carried forward		10,190	22,967
camed lorward		10,190	22,307



SCHEDULES FORMING PART OF THE BALANCE SHEET

	Rupees '000	As at 31st March, 2003 Rupees '000	As at 31st March, 2002 Rupees '000
SCHEDULE NO. 5 (Contd.)			
brought forward		10,190	22,967
Investment in Joint Venture 9,310,000 (previous year 9,310,000) equity shares of Rs.10 each of Valvoline Cummins Limited, fully paid.		78,775	78,775
Investments in subsidiary companies 9,999,800 (previous year 9,999,600) equity shares of Rs. 10 each of			
Cummins Auto Services Limited, fully paid		99,998	99,996
Units of Mutual Funds Income Funds 388,433 (Previous year Nil) units of			
Birla Income Plus of Rs.10 each	10,005		_
699,405 (Previous year Nil) units of HDFC Income Fund of Rs.10 each	10,004		_
904,397 (Previous year Nil) units of Standard Chartered Grindlays Income Fund of Rs.10 each	13,007		_
927,219 (Previous year Nil) units of Templeton Income Fund of Rs.10 each	10,005	43,021	
		231,984	201,738
Aggregate cost of quoted investments Aggregate cost of unquoted investments		10,189 221,795	20,564 181,174
Aggregate market value of quoted investments		231,984	201,738

SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE NO. 5 (Contd.)

Notes:		Maa	F ana	0.54
A)	Investments sold during the year (long term)	Nos.	Face value	Cost
	Equity shares of Rs.10 each of Newage Electricals India Limited, fully paid	240,000	2,400,000	2,400,000
	 10.50% Bonds of Housing and Urban Development Corporation of Rs.1,000 each. 	10,000	10,000,000	10,375,000
	 Equity shares of Rs 10 each of Cummins Auto Services Limited, fully paid 	100	1,000	1,000
	 Equity shares of Rs 10 each of Cummins Power Solutions Limited, fully paid 	100	1,000	1,000
	 Equity shares of Rs 10 each of Cummins Infotech Limited, fully paid 	100	1,000	1,000
B)	Investments purchased and sold during the year (current)			
	Units of mutual fund			
	Short Term			
	Birla Bond Plus	3,303,410	33,034,099	41,051,327
	DSP Merill Lynch Short Term Fund	1,661,441	16,614,409	17,000,000
	HDFC Short Term Plan	929,714	9,297,137	10,000,000
	Prudential ICICI Short Term Plan	2,343,999	23,439,985	28,032,478
	Templeton India Short Term Income Plan	42,368	42,367,719	49,025,557
	Liquid Fund			
	Birla Cash Plus	3,587,276	35,872,762	57,500,000
	DSP Merill Lynch Liquidity Fund	3,639,818	36,398,183	53,000,000
	HDFC Liquid Fund	7,072,933	70,729,327	84,000,000
	IDBI Principal Cash Management Fund	859,409	8,594,092	10,000,000
	ILFS Liquid Fund	1,969,729	19,697,291	22,000,000
	Prudential ICICI Liquid Plan	5,422,025	54,220,249	67,500,000
	GCFC Grindlays Cash Fund	1,172,037	11,720,370	13,000,000
	Templeton India Treasury Management Account	20,383	203,829	30,000,000



SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE NO. 5 (Contd.)

	Nos.	Face value	Cost
C) Investments purchased during the year			
 Equity shares of Rs.10 each of Cummins Auto Services Limited, fully paid 	300	3,000	3,000
2) Unit of Mutual Funds			
Income Funds			
Birla Income Plus	388,433	3,884,330	10,004,985
HDFC Income Fund	699,405	6,994,049	10,004,638
Standard Chartered Grindlays Income Funds	904,397	9,043,973	13,006,681
Templeton Income Fund	927,219	9,272,192	10,004,788

SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULES FURINING PART C	OF THE BALA	INCE SHEET		
	Rupees '000	Rupees '000	As at 31st March, 2003 Rupees '000	As at 31st March, 2002 Rupees '000
SCHEDULE NO. 6				
CURRENT ASSETS, LOANS AND ADV	ANCES			
INVENTORIES:				
Stock-in-trade		430,873		592,748
Goods in transit		15,958		22,305
Service stocks		45,238		43,427
			492,069	658,480
SUNDRY DEBTORS :				
(see note 4(a), schedule 11)				
Secured: considered good				
Over six months	10,304			4,573
Others	80,730			71,973
Unsecured :		91,034		76,546
Over six months				
Considered good	55,163			50,936
Considered good Considered doubtful	27,229			19,267
Considered doubtful	82,392			70,203
Others	02,002			70,200
Considered good	434,721			445,243
Considered doubtful	_			1,542
	517,113			516,988
Less: Provision for doubtful debts	27,229			20,809
		489,884		496,179
			580,918	572,725
CASH AND BANK BALANCES :				
Cash on hand		181		460
Cheques on hand		17,055		30,599
Balances with scheduled banks :		17,000		30,399
on current accounts	124,830			106,647
on deposit accounts	1,164			1,211
5 25p 25 3500 3		125,994		107,858
			143,230	138,917
carried forward			1,216,217	1,370,122
3333			.,,_,,	.,0.0,122



SCHEDULES FORMING PART OF THE BALANCE S	SHEET
	As at 31st As at 31st
	March, 2003 March, 2002
Rupees '000 Rupees	s '000 Rupees '000 <i>Rupees '000</i>
brought forward	1,216,217 1,370,122
OTHER CURRENT ASSETS :	
Interest accrued :	
	1,247 <i>1,326</i>
on bank deposits	80 272
	9,646 43,855
	30,973 45,453
	30,373
LOANS AND ADVANCES (Unsecured, considered good) :	
Advances recoverable in cash or in kind	0.000
	2,866 67,686
(see note 4(b), schedule 11)	
Advance income tax, net of provisions	9,172 <i>53,653</i>
	62,038 <i>121,339</i>
	1,309,228 1,536,914
SCHEDULE NO. 7	
CURRENT LIABILITIES AND PROVISIONS :	
Current liabilities:	
	1,118 599,987
· · · · · · · · · · · · · · · · · · ·	4,262 <i>17,082</i>
	4,372 112,471
	6,882 167,671
	676,634 897,211
Provisions :	070,004 037,211
	8,567 19,877
	1,979 <i>16,659</i>
Proposed dividend	9,000
•	40,546 45,536
	717,180 942,747
	717,100

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March, 2003	As at 31st March, 2002
	Rupees '000	Rupees '000
SCHEDULE NO. 8	.,	.,
DEFERRED TAX ASSET / LIABILITY		
Deferred tax assets		
Provision for doubtful debts	9,899	7,428
Provision for leave encashment	3,160	7,193
Current liabilities	24,758	21,855
Employee separation under VRS	6,306	2,633
	44,123	39,109
Deferred tax liabilities		
Fixed assets - excess of net block over written down value		
as per the provisions of the Income Tax Act, 1961	39,359	32,099
	39,359	32,099
Net Deferred tax asset	4,764	7,010

SCHEDULES FORMING PART OF THE PROFT AND LOSS ACCOUNT

	D	D 1000	Previous Year
SCHEDULE NO. 9	Rupees '000	Rupees '000	Rupees '000
SALES AND SERVICES			
Sales and services	3,912,657		3,283,760
(see note 13, schedule 11)			
Less : Commission	103,507		84,098
		3,809,150	3,199,662
Other income			
Interest from customers (tax deducted at source			
Rs.1,196,282; previous year Rs.2,577,336)	16,412		12,634
Other interest (tax deducted at source	,		,
Rs.21,150; previous year Rs.852,034)	3,451		13,159
Miscellaneous income (including refund from			
Customs Department Rs.3,271,840 previous			
year Rs.57,697,546)	10,225		68,512
Net gain on sale/redemption of long term	50,145		_
investments			
Net gain on sale of current investments	1,660		_
Interest on investments (tax deducted at			
source Rs.Nil; previous year Rs. 32,500)	2,100		2,262
Dividend from trade investments	6		12,607
Provision (net) no longer required written	0.007		2,250
back	2,627		
Net profit on assets sold or discarded	9,611		
		96,237	111,424
		3,905,387	3,311,086
			2,211,230



SCHEDULES FORMING PART OF THE PROFT AND LOSS ACCOUNT

	Rupees '000	Rupees '000	Previous Year Rupees '000
SCHEDULE NO. 10			
COST OF SALES AND OTHER EXPENSES :			
Cost of sales and services		3,069,803	2,614,877
Payments to and provision for employees :		-,,	, , , , ,
Salaries, wages and bonus	175,907		173,844
Company's contribution to provident,	,		,
gratuity and other funds	33,163		15,720
Welfare expenses	19,236		17,167
		228,306	206,731
Outside and the state of the st			
Operation and other expenses :			
Power and fuel	7,851		8,196
Rent	11,121		9,976
Repairs to buildings	12,134		7,928
Repairs to plant and machinery	1,673		1,619
Other repairs	2,737		2,466
Insurance	8,136		6,076
Rates and taxes	1,769		1,509
Communication	14,222		14,680
Travelling and conveyance	30,482		24,946
Legal & professional charges	4,701		47,467
General expenses	46,648		69,592
Discounts	14,018		9,822
Net loss on assets sold or discarded	_		781
		155,492	205,058
		3,453,601	3,026,666

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11

Significant accounting policies :

a) Basis of accounting:

The financial statements are prepared in accordance with the requirement of the Companies Act, 1956, including the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India as referred to in Section 211 (3C) of the Companies Act, 1956, under historical cost convention on an accrual basis.

b) Fixed assets and depreciation:

- Fixed assets are stated at cost of acquisition or construction less accumulated depreciation.
 All significant costs relating to acquisition and installation of fixed assets are capitalised.
- (ii) Depreciation is provided using the straight line method in the manner specified in Schedule XIV to the Companies Act, 1956 and at rates prescribed therein or based on the useful life of assets, whichever is higher. Computers and related assets are depreciated over four years. Leasehold land is amortised over the period of lease.

c) Investments:

Long term investments are stated at cost, less any provision for permanent diminution in value. Current investments are stated at the lower of cost and fair value.

d) Inventories:

Inventories are stated at the lower of cost and net realisable value. The material costs are determined on weighted average basis and include costs incurred to bring the inventories to their present location and condition.

e) Foreign currency transactions:

Transactions in foreign currencies are accounted at the exchange rates prevailing on the date of transaction. Current assets and current liabilities are translated at the year end exchange rates and where applicable, at the exchange rates under related forward exchange contracts. The resulting profits and losses are appropriately recognised in the Profit and Loss Account except exchange differences arising on foreign currency liabilities attributable to acquisition of fixed assets, which are adjusted to cost of fixed assets.

f) Revenue recognition:

Sale of goods are recognised on shipment to customers. Sales exclude amounts recovered towards sales tax. Income under job contracts is recognised upon completion of service and delivery to customer. Income from rentals is recognised proportionately over the period of contract. Income from services is recognised either proportionately over the period of contract or on completion of services as per the terms of specific contracts.

Profits from certain long term composite supply and service contracts are recognised proportionately over the period of contract based on the contracted revenues and estimated cost to completion.



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

g) Retirement benefits:

Retirement benefits to employees comprise of payments to gratuity, superannuation and provident funds as per approved schemes of the Company. Annual contributions to gratuity funds and liabilities towards superannuation are determined based on the actuarial valuation by an independent actuary and/or confirmation as on the balance sheet date by Life Insurance Corporation of India.

h) Leave encashment entitlements:

Liability for leave encashment has been determined as at the year end, based on an actuarial valuation by an independent actuary.

i) Income-tax:

Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred income taxes are recognised for the future tax consequences attributable to timing differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. The effect on deferred tax assets and liabilities of a change in the tax rates is recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets arising from unabsorbed depreciation or carry forward of losses under tax laws are recognised only to the extent that there is virtual certainty of realisation. Other deferred tax assets are recognised and carried forward to the extent that there is reasonable certainty of realisation.

- 2. (a) Out of the total land admeasuring 17,199.93 sq. meters, 4,636.93 sq. meters has been reserved by Pune Municipal Corporation.
 - (b) Leasehold land includes 5 unquoted shares of Rs.50 each fully paid, at cost, in National Co-operative Housing Society Limited.
 - (c) Buildings include:
 - (i) 5 unquoted shares of Rs.50 each fully paid, at cost, in High Landmark Co-operative Housing Society Ltd., Mumbai
 - (ii) 10 unquoted shares of Rs.200 each fully paid, at cost, of Sesa Ghor Premises Holders' Co-operative Society Limited, Goa.
 - (d) Plant and machinery includes assets given on operating lease as follows:

	As at March 31, 2003 Rupees '000	As at March 31, 2002 Rupees '000
At cost	75,311	84,254
Accumulated depreciation	24,042	17,702
Net Block	51,269	66,552

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH. PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON DATE.

SCHEDULE NO. 11 (Contd.)

			2003 Rupees'000	Rupees'000
	(e)	Depreciation for the year on plant and machinery given on operating lease	7,769	8,942
			As at 31st March,2003 Rupees '000	As at 31st March,2002 Rupees '000
3.	Сар	ital Commitments		2,234

- 3.
- 4. Sundry Debtors, unsecured others considered good, include Rs. 1,087,528 (previous year Rs. 1,445,079) due from Cummins Auto Services Limited, a subsidiary of the company.
 - Advances recoverable in cash or in kind include amount due from director/officer Rs. 265,247(previous year Rs.285,162), maximum amount due during the year was Rs. 371,084 (previous year Rs.324,496).
- 5. Sundry creditors include ,Rs.80,965; unclaimed interest on matured deposits to be credited to Investor Education and Protection Fund vide notification G.S.R.762(E) dated 13th November, 2002.

		As at 31 st March,2003 Rupees '000	As at 31st March,2002 Rupees '000
(b)	Sundry creditors include amounts due to small scale industrial undertakings	2,910	3,937

The small scale industrial undertakings to whom the Company owes sums which are outstanding for more than 30 days at year end are as follows:

A.A.Enterprises

Anagha Enterprises

Belose Industries

Continuous Stationery Pvt.Ltd.

Economic Transport Organisation

The Indian Electric Company

Indian Gaskets and Shims

Jai Suprabha Protective Products Pvt.Ltd.

Kishor Multi Services



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

Mahesh Ncode Software systems

Poona Radiator and Oil Coolers

Suyash Electricals

Ciseler Engineering

Deoraj Enterprises

Ramps Engineers

Urmi Enterprises

Somamshu

Suprabha Protective Products

Spectrum Communications

Box Pack Paper company

Shree J Printers

Suchi Enterprises

Divya Electro Technica Pvt.Ltd.

Peripheral Services

Millenium India

Shri Metal Products

Venkatesh Enterprises

UPM Industries

The small scale industrial undertaking status has been reckoned on the basis of information available with the Company.

6. Contingent liabilities:

		As at 31st March,2003	As at 31 st March,2002
		Rupees '000	Rupees '000
(a)	Claims against the Company not acknowledged as debt	500	500
(b)	Bills discounted with bankers	38,353	60,260
(c)	Taxation matters pending in appeal	568	568
(d)	Guarantees given on behalf of third parties- maximum liability restricted to	10,000	5,000

(e) The arbitration matter between Company and Hindustan Shipyard Ltd. (HSL) is subjudice in the court of Principal Senior Civil Judge at Visakhapatnam. In the event the matter is finally decided in favour of HSL, the Company would have to pay the sum of Rs.1,944,321 with interest @ 8% per annum and also waive recovery of Rs.330,304 from HSL.

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

7. Related party disclosures

(a) Name of the related party and nature of relationship where control exists

Name of the related party	Nature of Relationship		
Cummins Inc.	Holding Company		
Cummins India Limited	Holding Company		
Cummins Auto Services Limited	Subsidiary Company		

(b) Transactions with related parties as per the books of account during the year ended 31st March 2003

(Rs.'000)

Particulars	Holding Company	Subsidiaries	Fellow Subsidiaries	Key Management Personnel	Enterprise with common Key Management personnel	Joint Venture	Total
Purchases of goods	1,841,933 (1,872,837)	12 <i>(11,751)</i>	218,943 <i>(227,971)</i>	_ (—)	10,813 <i>(942)</i>	9,264 <i>(5,397)</i>	2,080,965 (2,118,898)
Sale of goods	26,722 <i>(286)</i>	1,521 <i>(455)</i>	3,933 (12,892)	_ (—)	1 <i>(</i> —)	<u> </u>	32,177 <i>(13,634)</i>
Purchase of fixed assets	366 <i>(154)</i>	54 (—)	_ (—)	_ (—)	_ (—)	— (—)	420 <i>(154)</i>
Sale of fixed assets	788 <i>(336)</i>	_ (—)	— (188)	_ (—)	_ (—)	— (—)	788 <i>(524)</i>
Sale of investment	2 (35,000)	_ (—)	52,920 <i>(—)</i>	_ (—)	(—)	— (—)	52,922 (35,000)
Rent received	1,714 <i>(—)</i>		— (891)	_ (—)	_ (—)	_ (—)	1,714 <i>(1,428)</i>
Remuneration paid	_ (—)	-	_ (—)	3,461 (2,935)	_ (—)	()	3,461 <i>(2,935)</i>
Interest received on intercorporate depos	 sit <i>(—)</i>	— (670)	_ (—)	_ (—)	(—)	— (—)	— (670)
Rendering of services	110,020 <i>(56,201)</i>	— (3,913)	11,736 <i>(216)</i>	_ (—)	_ (—)	9,068 (6,812)	130,824 <i>(67,142)</i>
Intercorporate depos given	sit — <i>(—)</i>		_ (—)	(—)	_ (—)	_ (_)	



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

Intercorporate deposit received back	_ (—)	— (17,000)	_ (—)	- (-)	_ (—)	_ (—)	 (17,000)
Equity Participation	_	_	_	_	_	_	_
	(—)	(59,996)	(—)	(—)	(—)	(—)	(59,996)
Purchase of	2	_	_	_	_	_	2
Investment	(—)	(—)	(—)	(—)	(—)	(—)	(—)
Paid for	410	_	192	_	_	_	602
services	(10,539)	(—)	(—)	(—)	(—)	(—)	(10,539)
Leasing income	15,985	_	_	_	_	_	15,985
	(—)	(—)	(17,539)	(—)	(—)	(—)	(17,539)
Interest paid	1,813	_	_	_	_	_	1,813
	(—)	(—)	(—)	(—)	(—)	(—)	(—)

(c) Amounts outstanding as at 31st March, 2003

Particulars	Holding Company	Subsidiaries	Fellow Subsidiaries	Key Management Personnel	Enterprise with common Key Management personnel	Joint Venture	Total
Sundry	—	1,088	2,475	—	—	4,817	8,380
Debtors	(—)	<i>(1,445)</i>	(22,281)	(—)	(—)	<i>(6,378)</i>	<i>(30,104)</i>
Sundry	298,796	_	13,561	—	1,205	—	313,562
Creditors	(480,756)	(—)	<i>(46,134)</i>	(151)	<i>(942)</i>	(—)	<i>(527,983)</i>
Loans and	221	_	_	_	_	_	221
Advances	(2,351)	(—)	(—)	(—)	(—)	(—)	<i>(2,351)</i>

Notes:

- (i) The names of the related parties under the appropriate relationship included in 7(b) & (c) above are as follows:
 - 1. Holding Company

i. Cummins Inc.

ii. Cummins India Limited

2. Subsidiaries

Cummins Auto Services Limited

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

3. Fellow Subsidiaries

i. Cummins Diesel Sales Corporation

ii. Fleetguard Inc.

iii. Wuxi Newage Alternator

iv. Holset Engineering Co. Limited

v. Onan Corporation

vi. Newage Electrical India Limited

vii. Nelson Engines System India Limited

viii. Cummins Diesel, Australia

ix. Cummins Power Generation, U.K.

x. Cummins Power Generation, Australia

xi. Cummins Power Generation, U.S.A.

4. Key Management Personnel

Mr. Ravi Venkatesan

Dr. Ajoy Kumar (Upto 18th February, 2003)

Mr. Anant J. Talaulicar (From 20th March, 2003)

5. Enterprise with common Key

Management Personnel

Tata Cummins Limited

6. Joint Venture

Valvoline Cummins Limited

- (ii) Reimbursement of expenses incurred by related parties for and on behalf of Company and vice versa have not been included above.
- (iii) The information given above have been reckoned on the basis of information available with the Company.
- (iv) Previous year's figures are shown in brackets.

8. Segmental Information

Primary Segment

The Company's operations predominantly relate to sales and services of engines and its spare parts (Engines business segment), accounting for approximately 98% of the total revenue for the year ended March 31, 2003.

Secondary Segment

Two secondary segments have been identified based on the geographical locations of customers: domestic and export.



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

Information about business segments : (Primary segments)

(PII	mary segments)	Engine Business Rs.'000	Others Rs.'000	Total Rs.'000
i)	Segment revenue	3,851,300	61,357	3,912,657
	-	(3,220,790)	(62,970)	(3,283,760)
ii)	Segment result	307,513	19,136	326,649
		(100,193)	(24,128)	(124,321)
	Other Income			96,237
				(111,424)
	Interest			18,467
				(17,342)
	Profit before tax			404,419
				(218,403)
	Provision for tax			
	Current tax			140,000
				(65,477)
	Deferred tax			2,247
				((2,709))
	Net profit for the year			262,172
				(155,635)
	Other information			
iii)	Segment assets	1,687,659	60,739	1,748,398
		(1,838,682)	(86,666)	(1,925,348)
iv)	Segment liabilities	710,165	7,015	717,180
		(919,868)	(22,879)	(942,747)
	Comman liabilities			327
				(100,609)
	Enterprises liabilities			717,507
				(1,043,356)
v)	Capital expenditure	19,589		19,589
		(26,340)		(26,340)
	Depreciation	19,529	7,769	27,298
		(18,284)	(8,942)	(27,226)

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

Information about geographical Segments : (Secondary segments)

		Domestic	Export	Total
vi)	Segment revenue	3,909,098	3,559	3,912,657
		(3,283,760)	(—)	(3,283,760)

Note:

- i) The Company's tangible assets are located entirely in India.
- ii) Previous year's figures are shown in brackets.
- 9. The net exchange differences (gain/(losses)) arising during the year are:
 - i) Appropriately recognised in profit and loss account Rs.266,940 (previous year Rs. 168,793)).
 - ii) Adjusted to the carrying amount of fixed assets Rs.Nil (previous year Rs. 1,51,240).

10. (a) Managerial Remuneration:

		2003 Rupees' 000	Previous year Rupees' 000
Salary Perquisites		1,484 1,977	1,491 1,444
	Total	3,461	2,935

- (b) As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amounts pertaining to the Director is not ascertainable and is therefore not included above.
- 11. Appointment of Mr.Anant J. Talaulicar as a Wholetime Director with effect from 20th March, 2003, is subject to approval of the shareholders and of Central Government in terms of provisions of schedule XIII (Part I-condition(e)) to the Companies Act, 1956 and no remuneration during the year has been paid/provided in the accounts.

		2003	3	Previous Year
		Rupees '000)	Rupees '000
12.	Remuneration to auditors :		-	
	Audit fees	808)	809
	Other services	-	-	473
	Reimbursement of out-of-pocket expenses		9	61
		818	3	1,343



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH. 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

13. Turnover:

	Nos.	2003 Rupees '000	Nos.	Previous year Rupees '000
Engines	418	438,789	178	197,953
Acoustic enclosures and				
heat recovery systems	185	41,064	111	35,438
Spare parts for engines		2,599,276		2,276,754
Job contracts		597,853		596,590
Rentals		20,293		27,532
Commission on engine sales		58,102		27,776
Gross income from services rendered		157,280		121,717
	·	3,912,657		3,283,760

14. Lease Income from operating lease:

The company has provided equipment under operating lease arrangements at stipulated rentals for a period of five years. The future minimum lease payment under these leases as of March 31, 2003 is as follows:

,	,	
Total	amount	
	due	

(Rs.'000)

Minimum Lease Payments	

Due within 12 months	Due between 12-60 months	Total amount due		
14,785	22,178	36,963		
(16 541)	(41 352)	(57 893)		

15. The Company has 49% interest in a Joint Venture, Valvoline Cummins Limited, incorporated in India. The following represent the Company's share of assets and liabilities as at 31st March 2003 and Income and Expenses for the year ended on that date:

, , , , , , , , , , , , , , , , , , , ,	Rupees '000
Assets	195,083
Liabilities	84,539
Income	774,817
Expenses (including provision for taxation)	757,720
Contingent liabilities as on 31st March, 2003	66,875
Capital commitments as on 31st March, 2003	160

NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

16. Details of Purchase of goods for resale, opening and closing stock:

	P	Purchases		ing stocks	Clos	ing stocks
	Nos.	Rupees '000	Nos.	Rupees '000	Nos.	Rupees ' 000
Engines	396 <i>(202)</i>	397,053 <i>(236,278)</i>	24 (—)	35,957 <i>(</i> —)	2 <i>(24)</i>	1,409 <i>(35,957)</i>
Acoustic enclosures & heat recovery		, ,	,	,	,	
system	185	34,597	_	_	_	_
	(111)	(29,628)	(—)	(—)	(—)	(—)
Spare parts for						
Engines		2,438,228		579,096		439,826
		(2,152,271)		(631,179)		(579,096)
		2,869,878		615,053		441,235
		(2,418,177)		(631,179)		(615,053)

Notes:

- a) There are no individual items of spare parts which exceed 10% of the value of stocks, purchases and sales.
- b) Previous year's figures are shown in brackets.

			2003	Previous Year
			Rupees '000	Rupees '000
17.	Value of imports	calculated on C I F basis:		
	Components and	spare parts	215,147	157,261
	Capital goods		_	4,083
			215,147	161,344
			2003	Previous Year
			Rupees '000	Rupees '000

18. Expenditure in foreign currency (subject to deduction of tax, where applicable), on accrual basis :

Travelling, subscriptions etc. 1,148 957



NOTES TO THE BALANCE SHEET AS AT 31ST MARCH, 2003 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.

SCHEDULE NO. 11 (Contd.)

19. Earnings in foreign exchange (on accrual basis):

Exports	3,559	_
Servicing & repairs	288	2,919
	3,847	2,919

- 20. Current taxation provision is net of excess provision of earlier years Rs. Nil; (previous year Rs. 17,842,677).
- 21. Earnings Per Share

As at 31st	As at 31st
March,2003	March,2002
Rupees '000	Rupees '000

a) Earnings per share is calculated by dividing the profit attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earnings are stated below:

b)	Profit for the year after taxation	262,172	155,635
	Weighted average number of shares outstanding during the year	600,000	600,000
c)	Earnings per share (Basic and Diluted)(Rupees)	436.95	259.39
	Face value per share (Rupees)	100.00	100.00

22. Considering the long term implementation period of the project of its subsidiary, Cummins Auto Services Limited (CASL), in the option of management, the strategic and long term investment made by the Company in the equity capital of CASL does not require any provision for diminution in the net worth of CASL as at March 31, 2003.

23. BALANCE SHEET ABSTRACT AND COMPANIES GENERAL BUSINESS PROFILE

Statement showing particulars as prescribed in the amendment to Schedule VI to the Companies Act, 1956, vide notification no. G.S.R.388(E) dated 15th May, 1995

I. REGISTRATION DETAILS:

Registration no. : 14972 State code : 11

Balance Sheet date : 31st March, 2003

II. CAPITAL RAISED DURING THE YEAR ENDED 31ST MARCH,2003:

		Rupees 000
Public issue		
Right issue		_
Bonus issue		_
Private placement		_
		_

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS AS AT 31ST MARCH,2003:

	Rupees '000
Total Liabilities	1,045,154
Total Assets	1,045,154
Sources of Funds -	
Paid – up Capital	60,000
Reserves and Surplus	984,827
Secured Loans	_
Unsecured loans	327
Tota	1,045,154
Application of Funds -	
Net fixed assets	216,358
Investments	231,984
Net deferred tax asset	4,764
Net Current assets	592,048
Tota	1,045,154



22. BALANCE SHEET ABSTRACT AND COMPANIES GENERAL BUSINESS PROFILE (Contd.)

IV. PERFORMANCE OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH,2003

i)	Turnover (Sales and Services and other income)	3,905,387
ii)	Total Expenditure	3,500,968
iii)	Profit before tax	404,419
iv)	Profit after tax	262,172
v)	Earnings per share (in Rs.); (See note 3 below) (Face value of Rs.100)	436.95
vi)	Dividend rate (%)	266.67

V. Generic names of Three Principal Products/Services of company: (As per monetary terms)

Item code no. (ITC Code) Product description

8409.99 Component parts of internal combustion engines

N.A. Job contracts-Repairs/Overhaul of diesel engines and its components

Notes:

- Total liabilities include share capital Rs.60 millions and reserves and surplus Rs.984.83 million
- 2. Earning per share is arrived at by dividing the profit after tax for the current year by the weighted average number of shares outstanding during the year (i.e.600,000 shares)
- 24. Previous year's figures have been regrouped / reclassified wherever necessary to make them comparable with the current year figures.

Signatures to Schedule 1 to 11:

Ravi Venkatesan J.M.Rugg S.M.Jagtap
Chairman Director Assistant Company Secretary
and Incharge Legal Cell

Pune: June 3, 2003

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2003

		Rupees '000	Rupees '000	Previous Year 'Rupees 000
		·	•	
I.	Cash flows from operating activities :			
	Cash generated from operations (see note 1 below)	337,479		57,692
	Tax paid (net of refunds)	(95,519)		(80,053)
	Net cash provided by operating activities		241,960	(22,361)
II.	Cash flows from investing activities :			
	Repayment of Intercorporate deposit	_		17,000
	Intercorporate deposit	_		(10,000)
	Fixed assets (see note 2 below)			
	Purchase	(19,589)		(26,340)
	Sale	25,893		2,446
	Interest received	22,234		27,247
	Dividend received	6		12,607
	Investments			
	Purchase	(525,132)		(60,003)
	Sale/redemption	546,691		37,504
	Net cash from/(used for) investing activities		50,103	461
III.	Cash flows from financing activities :			
	Short term bank borrowings	(100,000)		100,000
	Repayment of fixed deposits	(282)		(2,864)
	Interest paid	(18,467)		(17,342)
	Dividend paid (including tax on dividend)	(169,000)		(9,918)
	Net cash used for financing activities		(287,749)	69,876
IV.	Net change in cash and cash equivalents			
	(I+II+III)		4,314	47,976
V.	Cash and cash equivalents at the beginning of the year (See note 3 below)		138,917	90,941
			130,917	90,941
	Cash and cash equivalents at the end of the year (IV+V) (See note 3 below)		143,230	138,917



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2003 (Contd.)

			Rupees '000	Rupees '000	Previous Year Rupees '000
No	tes	:			
1		sh generated from operations s been arrived at as follows :			
	Net	t profit before tax		404,419	218,403
	Adj	justments for -			
	a)	Non cash item /items required to be disclosed seperately :-			
		Depreciation	27,298		27,226
		Interest expense	18,467		17,342
		Interest income (gross)	(21,963)		(28,055)
		Dividend earned (gross)	(6)		(12,607)
		Loss/(gain) on assets sold,discarded etc;	(9,611)		781
		Loss/(gain) on redemption /sale of investments	(51,805)		_
		Bad debts written off	846		2,703
		Provision for doubtful debts	6,127		5,198
	b)	Changes in working capital and other provisions :-		(30,647)	12,588
		Sundry debtors	(15,166)		(149,905)
		Inventories	166,411		(6,204)
		Loans and advances	14,820		30,554
		Other current assets	14,209		(22,703)
		Current liabilities	(220,577)		(21,658)
		Provisions	4,010		(3,383)
				(36,293)	(173,299)
		al adjustments (a+b)		(66,940)	(160,711)
	Ca	sh generated from operations		337,479	57,692

² Purchase of fixed assets include payments for items in capital work in progress and advances for purchase of fixed assets. Adjustments for increase / decrease in current liabilities related to acquisition of fixed assets have been made to the extent identified.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2003

	Rupe	es '000	Rupees '000	Previous Year Rupees '000
3	Cash and cash equivalents comprise :			
	Cash in hand		181	460
	Cheques on hand		17,055	30,599
	Balances with bank on current account :			
	Unclaimed dividend account (restricted) Other current accounts Balances with bank on deposit account Cash credit (excluding interest accrued & export packing credit)		— 124,830 1,164 —	— 106,647 1,211 —
	Total		143,230	138,917
4	Figures in brackets represent outflows of cash and cash eq	uivalents.		

Previous year's figures have been regrouped, wherever necessary to conform to the current year's classification.

RAVI VENKATESAN Chairman

In terms of our report of even date

For PRICE WATERHOUSE J M RUGG Director

VASANT GUJARATHI
Partner S M JAGTAP
Assistant Company Secretary & Incharge Legal Cell

Pune: June 3, 2003

Pune: June 3, 2003



STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES.

Name of the Subsidiary	Cummins Auto Services Limited (CASL)
The Financial Year/ period of the subsidiary company ended on	March 31, 2003
2. Holding Company's interest	
(a) The number of Equity shares held	9,999,800 Equity Shares of Rs.10/- each fully paid are held by Cummins Diesel Sales and Service (India) Limited and its Nominees. 200 Equity Shares of Rs. 10/- each fully paid are held by others.
(b) Extent of interest in the capital of subsidiary	99.99%
3. The net aggregate amount so far as it concerns the members of the Holding Company and is not dealt with in the Company's accounts of the subsidiary's profits/(loss).	(Rs.'000)
i) for the financial year/ period of the subsidiary as aforesaid	(86,901)
ii) for the financial year/ period of the Subsidiary since it became Holding Company's subsidiary.	(136,623)

STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES. (Contd.)

Name of the Subsidiary	Cummins Auto Services Limited (CASL)
Net aggregate amounts of the profits/ (Loss) of the subsidiary dealt with in the Company's account.	Rs. ('000)
i) for the financial year/ period of the subsidiary	Nil
ii) for the financial years/ period of the subsidiary since it became the holding Company's subsidiary.	Nil

SANJAY JAGTAP Assistant Company Secretary & In-Charge Legal Cell JIM RUGG Director RAVI VENKATESAN Chairman

Pune: June 3, 2003