



# WHEELS INDIA LIMITED

Registered Office: 21, Patullas Road, Chennai – 600 002 Ph.No. 044 2852 2745 Fax No. 044 2852 2745  
E-Mail ID: investor@wheelsindia.com Website: www.wheelsindia.com  
CIN: L35921TN1960PLC004175

## ACCEPTANCE AND RENEWAL OF DEPOSITS

### DEPOSIT SCHEMES (UNSECURED)

For Public and Shareholders

(Circular in the Form of Advertisement inviting deposits from Public and Shareholders pursuant to Section 73(2)(a) and Section 76 of the Companies Act 2013, and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014).

For Deposit purpose Help line  
Phone Number  
044-28522745

SCHEME A - FIXED DEPOSIT			SCHEME B - CUMULATIVE DEPOSIT				
Period of Deposit	Minimum Amount of Deposit	Rate of Interest per annum	Period	Minimum Amount of Deposit	Maturity value for Rs. 21,000/- *	Maturity value of every additional Rs. 1000/- *	Annual yield
12 Months	Rs. 21,000/-	7.50%	12 Months	Rs. 21,000/-	22617	1077	7.70%
24 Months	Rs. 21,000/-	8.00%	24 Months	Rs. 21,000/-	24612	1172	8.60%
36 Months	Rs. 21,000/-	8.50%	36 Months	Rs. 21,000/-	27027	1287	9.57%

Interest on deposits under Scheme "A" will be paid quarterly, on 31<sup>st</sup> March, 30<sup>th</sup> June, 30<sup>th</sup> September and 31<sup>st</sup> December. \*Interest on cumulative deposits is subject to deduction of tax at source on 31<sup>st</sup> March and on maturity as applicable. The Company will issue tax deduction certificate to holders of such deposits as at 31<sup>st</sup> March and on maturity. Interest accrued after deduction of tax alone is eligible for calculation of interest for the subsequent periods and the amount payable on maturity will stand reduced accordingly.

#### 1. GENERAL INFORMATION

- a. Name, address, website and other contact details of the Company : **WHEELS INDIA LIMITED**, CIN:L35921TN1960PLC004175, 21, Patullas Road, Chennai - 600 002. Phone : 044-28522745, Fax:044-28522745 Website : www.wheelsindia.com
- b. Date of Incorporation of the Company : 13<sup>th</sup> June, 1960
- c. Business carried on by the Company and its subsidiaries, with the details of branches or units, if any : **Business carried on by the Company**  
Manufacture of wheels for Commercial Vehicles, Passenger Cars, Utility Vehicles, Tractors and Defence requirements, fitment of Air Suspension System for Commercial Vehicles and steel structural components for energy sector.  
The manufacturing locations as at 31.03.2019 are given below:  
Padi : Padi, Chennai – 600 050, Tamilnadu  
Rampur : 22KM Rampur Tanda Road, P.O. Tanda – Badli, Rampur – 244 925, Uttar Pradesh.  
Pune : Plot No. C-1, Ranjanagaon Growth Centre, Karegaon Village, Shirur Taluk, Pune District – 412 210, Maharashtra.  
Sriperumbudur : Singaperumalkoil Road, Sriperumbudur, Kancheepuram District, Pincode – 602105, Tamilnadu  
Pantnagar : Plot No.56, Sector 11, Integrated Industrial Estate, Pantnagar, Udham Singh Nagar, Uttarakhand – 263153  
Deoli : Plot No.D-3, Deoli Growth Centre, Deoli MIDC, Taluka Deoli, Wardha District, Maharashtra – 442101  
Thirumudivakkam : S.No. 91(P), SIDCO Industrial Estate, Thirumudivakkam, Chennai - 600 132.  
Thirumudivakkam : DPNo 70(P), Survey No. 214 (P) SIDCO Industrial Estate, Thirumudivakkam, Sriperumbudur Taluk, Kancheepuram District, Pin - 600 044, Tamilnadu  
Irungattukottai : F 8 and F9, SIPCOT Industrial Park, Irungattukottai, Sriperumbudur, Kancheepuram District, Tamilnadu - 602105  
Thodukadu : Survey No. 152/3, Sriperumbudur Thiruvallur Road, Thodukadu Village & Post; Thiruvallur Taluk & District, Pincode - 602 105  
Mambakkam : Survey No. 281, Plot No. K-18/2, SIPCOT Industrial Park, Phase - 2, Mambakkam Village, Sriperumbudur, Pincode – 602105  
The Company has one Subsidiary viz., WIL Car Wheels Limited. It is engaged in manufacture and sale of Passenger Cars Steel Wheel business. Its manufacturing locations as at 31.03.2019 are as follows:  
Padi : Padi, Chennai – 600 050, Tamilnadu  
Bawal : Plot no 11-18, Sector – 07, HSIDC Bawal, District - Rewari – 123501. Haryana  
Vanod : Survey No. 91/1, Village : Vanod, Becharaji-Dasada Road, Near Becharaji, Taluka : Dasada, Dist : Surendranagar, Gujarat - 382750
- d. Brief particulars of the management of the Company : The Company is managed by its Chairman subject to the superintendence, direction and control of the Board of Directors.
- e. Name, address, DIN and occupations of the Directors as on 29.05.2019:

Name & DIN of the Director	Address	Occupation
Mr. S. Ram Chairman DIN: 00018309	57 (Old No.29), Prithvi Avenue, Chennai - 600018	Company Director
Mr. S. Viji DIN: 00139043	71, Poes Garden, Chennai - 600086	Company Director
Mr. Srivats Ram Managing Director DIN: 00063415	57 (Old No.29), Prithvi Avenue, Chennai - 600018	Company Director
Mr. Paul G. Reitz DIN: 07159137	2184, East Lake Boulevard, Auburn, Alabama, NA, US	Company Director
Mr. Christopher M. B. Akers DIN: 06979883	44, Hall Lane, Hagley, Stourbridge, United Kingdom – DY99LH	Company Director Chartered Accountant
Mr. S. Prasad DIN: 00063667	Flat No D1, Old No.87, New No.41, Ashok Prithvi, 4 <sup>th</sup> Street, Abhirampuram, Chennai - 600018.	Company Director
Mr. Aroon Raman DIN : 00201205	403 Olympus – I, Prestige Acropolis Apartment, Hosur Road, Koramangala, Bangalore - 560029.	Company Director
Mr. B. Santhanam DIN: 00494806	No 3/49, A3, A4, Meenakshi Farm Road, Bay Avenue ECR, Nainarkuppam, Uthandi, Kancheepuram - 600119, Tamil Nadu	Company Director
Mr. R. Raghuttama Rao DIN: 00146230.	3 Lavanya Vilas, 20 Raghaviah Road, T Nagar, Chennai - 600017	Company Director
Ms. Sumithra Gomatam DIN:07262602	Old No 6A, New No. 13/1 D Silva Road, Mylapore, Chennai - 600004	Company Director

f. Management's perception of risk factors:  
Both the classes of deposit (Fixed/Cumulative) being Unsecured in nature but the Company has proven track record in servicing the depositors till date, without any defaults either in repayment of deposit or payment of interest. Pursuant to applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Company undertakes to deposit twenty per cent of the amount of its deposit maturing during a financial year in deposit repayment reserve account maintained with a scheduled bank as prescribed by the Companies (Acceptance of Deposits) Rules, 2014 once the product is available in the market., if so required by the Act.  
Credit Rating:- [ICRA] MA+ Stable (Pronounced ICRAMA Plus - Stable)

According to ICRA, Wheels India Limited, though constrained by the intensifying competition in the domestic market, continues to maintain a leading market position in the domestic wheel industry. WIL's thin operating profit margins owing to the commoditized nature of its product, the exposure of the Company's earnings to exchange rate fluctuations and the capital intensive nature of business further impact the Company's overall profitability of operations. However, its well diversified product and customer mix together with conscious efforts taken by the management to grow its nascent replacement business and greater focus on forged alloy wheels and exports segment are expected to aid the Company in diversifying its revenue base. Continued diversification into segments such as air suspension systems windmill and power structures which cater to both, the commercial vehicles (CV) and the capital goods industry augurs well for the future. While the revenues from these segments have grown steadily they continue to form a relatively small portion of overall revenues at present. These efforts are expected to fructify over the medium to longer term and provide the Company with a strong platform to scale up revenues as the economy recovers gradually.

- g. Details of default, including the amount involved, duration of default and present status, in repayment of:
- statutory dues - Nil
  - debentures and interest thereon Not Applicable
  - loan from any bank or financial institution and interest thereon. - Nil

#### 2. PARTICULARS OF THE DEPOSIT SCHEME

- a. Date of passing of board resolution: 29.05.2019
- b. Date of passing of resolution in the general meeting authorizing the invitation of such deposits:  
The Shareholders at the Annual General Meeting held on 08.09.2014 approved the same.
- c. Type of deposits, i.e., whether secured or unsecured: UNSECURED DEPOSITS
- d. Amount which the Company can raise by way of deposits as per the Act and the rules made thereunder, and the aggregate of deposits actually held on the last day of the immediately preceding financial year and on the date of issue of the Circular or advertisement and amount of deposit proposed to be raised and amount of deposit repayable within the next twelve months:  
(Rs. in Crores)

SI No	Particulars	Limit up to which deposit can be Accepted	Deposit outstanding as on 31 <sup>st</sup> Mar 2019
1	From Public : (25% of the aggregate paid up capital and free Reserves)	142.41	119.36
2	From its shareholders : (10% of the aggregate paid up capital and free Reserves)	56.97	19.90
	<b>Total</b>	<b>199.38</b>	<b>139.26</b>

The aggregate of deposits actually held on the last day of the immediately preceding financial year, i.e. 31<sup>st</sup> March 2019 is Rs. 139.26 Crores. The amount held on the date of this Circular i.e 29.5.2019 is Rs. 143.47 Crores. The amount proposed to be raised : within the limits as prescribed under the Act and the Rules.

The aggregate of deposits repayable within the next twelve months as on the last day of the immediately preceding financial year, i.e. 31<sup>st</sup> March 2020 is Rs. 43.14 Crores which includes deposit matured and unclaimed amounting to Rs. 0.92 Crore.

e. Terms of raising of deposits : Duration, Rate of interest, mode of payment and repayment:

- MAIN TERMS AND CONDITIONS APPLICABLE FOR BOTH SCHEMES**
- Minimum Amount of Deposit : Rs. 21,000/- and thereafter in multiples of Rs. 1,000/- only per Depositor
- Term of Deposit : Deposit will be accepted for the period of 12/24/36 months.
- Rate of Interest : 7.50% for 12 Months  
8.00% for 24 Months  
8.50% for 36 Months  
The Company reserves the right to alter/ amend/ modify the rate of interest as the case may be from time to time. The acceptance/ renewal of deposits is subject to the rules and regulations contained in the application form.
- Interest payable : Interest on Deposit under scheme 'A' will be Payable every quarter on 30<sup>th</sup> June, 30<sup>th</sup> September, 31<sup>st</sup> December, 31<sup>st</sup> March and on maturity. In respect of deposits accepted under Scheme B, interest will be compounded every calendar quarter and will be paid along with deposits on maturity.
- Repayment of principal : Deposits will be repayable on maturity. Pre-Matured Withdrawals are generally not permitted. However, under special circumstances they may be considered at the discretion of the Company and subject to the Companies (Acceptance of Deposit) Rules, 2014.

- Mode of Payment : Remittance for deposits will be accepted only by A/c payee CHEQUES/DEMAND DRAFTS payable at Chennai at par and through NEFT/RTGS. Demand Draft charges are not deductible from the principal. Outstation cheques will not be accepted. No deposit will be accepted by way of cash.
- Renewal of deposit : Renewal will be considered on a fresh application accompanied with the duly discharged deposit receipt.

The duly filled in application form along with the necessary remittance should be sent to the company's Registered Office at 21, Patullas Road, Chennai - 600 002.

#### Detailed terms and conditions subject to which deposits are accepted by the company are set out in the prescribed application forms for such deposit

- f. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid:  
The Company has been operating these schemes for its depositors. This circular is being issued to continue to accept / renew deposits during the financial year 2019-20. The time period which this circular is valid is until the expiry of six months from the date of closure of the financial year 2019-20 or until the date of the next Annual General Meeting whichever is earlier.
- g. Reasons or objects of raising the deposits :  
For meeting long term requirement of the company and to augment the long term resources.
- h. Credit rating obtained; Name of the Credit Rating Agencies, Rating obtained, Meaning and Date on which rating was obtained :  
ICRA MA+ Stable (Pronounced ICRA MA Plus stable) Dt. 02.04.2019.  
The outlook on the rating is "stable"
- i. Short particulars of the charge created or to be created for securing such deposits, if any :  
NOT APPLICABLE as the deposits are unsecured
- j. Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interest of other persons :  
The Directors, Promoters, Key Managerial Personnel does not have any interest which is different from the interest of other persons.
3. DETAILS OF ANY OUTSTANDING DEPOSITS AS ON 31<sup>st</sup> MAR 2019
- Amount Outstanding : Rs. 139.25 crores
  - Date of acceptance : Accepted on different dates
  - Total amount accepted : Rs. 40.40 crores
  - Rate of interest : At different Rates
  - Total number of depositors : 6005 Nos
  - Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved :  
Nil
  - Any waiver by the depositors, of interest accrued on deposits :  
Nil

#### 4. FINANCIAL POSITION OF THE COMPANY FOR THE LAST THREE YEARS

- a. Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement :  
(Rs. in Crores)

For the year Ended	Profit / (Loss) before tax	Profit / (Loss) after tax
31.03.2017	76.83	58.37
31.03.2018	101.45	71.77
31.03.2019	108.42	75.67

- b. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid):

For the year Ended	Dividend Declared (Equity) (Rs.In Crores)	Dividend %	Interest Coverage Ratio
31.03.2017	15.64	130	2.60
31.03.2018	18.05	150	3.00
31.03.2019	19.25	80	2.75

- c. A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement :  
(Rs. in Crores)

PARTICULARS	As at 31 Mar 2019	As at 31 Mar 2018	As at 31 Mar 2017
<b>EQUITY AND LIABILITIES</b>			
Shareholders' Funds	568.61	515.35	461.72
Non-current liabilities	242.63	193.70	189.46
Current liabilities	991.73	814.90	711.15
<b>TOTAL</b>	<b>1802.97</b>	<b>1523.95</b>	<b>1362.33</b>
<b>ASSETS</b>			
Non-current assets	700.07	567.86	581.07
Current assets	1102.90	956.09	781.26
<b>TOTAL</b>	<b>1802.97</b>	<b>1523.95</b>	<b>1362.33</b>

- d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement :  
(Rs. in Crores)

	31-03-2019	31-03-2018	31-03-2017
Cash Flow from Operating Activities	175.35	117.04	155.23
Cash Flow from Investing Activities	(182.92)	(40.00)	(75.23)
Cash Flow from Financing Activities	(0.34)	(74.21)	(75.10)
<b>Net increase in cash and cash equivalents</b>	<b>(7.91)</b>	<b>2.83</b>	<b>4.90</b>

- e. Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company :  
The Company has adopted Ind AS w.e.f 1<sup>st</sup> April, 2017. The Company's financial for the previous year ended 31.03.2018 had also been recast in accordance with Ind AS.

#### 5. DECLARATION BY THE DIRECTORS THAT

- a. The Company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest on such deposits and there has been no instances where a default has occurred and the company made good the default and a period of five years had lapsed since the date of making good the default;
- b. the board of directors have satisfied themselves fully with respect to the affairs and prospects of the Company and that they are of the opinion that having regard to the estimated future financial position of the Company, the Company will be able to meet its liabilities as and when they become due and that the Company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- c. the company has complied with the provisions of the Act and the rules made thereunder;
- d. the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;
- e. the company has accepted public deposits under the relevant provisions of the Companies Act, 1956 and rules made under that act (hereinafter known as "earlier Deposits") and has been repaying such deposit and interest thereon in accordance with such provisions and will continue to repay such deposit and interest due thereon on due dates for the remaining period of such deposit in accordance with the terms and conditions and period of such earlier deposit and in compliance with the requirements under the Companies Act, 2013 and rules made there under;
- f. in case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty;
- g. the deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;
- h. the deposits accepted by the Company are unsecured and rank pari passu with other unsecured liabilities of the Company.

#### 6. DISCLAIMER

It is to be distinctly understood that filing of circular or circular in the Form of advertisement with the Registrar should not in any way be deemed or construed that the same has been cleared or approved by the Registrar or Central Government. The Registrar or Central Government does not take any responsibility either for the financial soundness of any deposit scheme for which the deposit is being accepted or invited or for the correctness of the statements made or opinions expressed in the circular or circular in the Form of advertisement. The depositors should exercise due diligence before investing in the deposits scheme.

#### NOTE

The text of this advertisement has been approved by the Board of Directors of the Company in their meeting held on 29.05.2019. A copy of this advertisement signed by a majority of the Directors on the Board of Directors of the Company, will be filed with the Registrar of Companies, Chennai - 600 006, Tamil Nadu as required by the Companies (Acceptance of Deposits) Rules, 2014 as amended. The advertisement is issued on the authority and in the name of Board of Directors of the Company.

Place : Chennai  
Date : 29.05.2019

For Rules and Regulations, Application Forms and further particulars, please contact Our Authorised Service Provider M/s Sundaram Finance Holdings Limited at 21, Patullas Road, Chennai 600 002. or our Registered Office at 21, Patullas Road, Chennai 600 002.

By order of the Board  
For WHEELS INDIA LIMITED  
K V Lakshmi  
Company Secretary