



THE YASH BIRLA GROUP

Date: February 14, 2018

To, The Dy. Gen. Manager, Corporate Relationship Dept., BSE Limited PJ Tower, Dalal Street, Mumbai-400001 Equity Scrip Code: 531845	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra(E) Mumbai-400051 Equity Scrip Name: ZENITHBIR
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**Sub: Outcome of Board Meeting held on 14<sup>th</sup> February, 2018**

Dear Sir,

The Board of Directors of the Company, at their Meeting held today, have amongst other matters

1. Considered and approved the Un-audited Financial results for the quarter & nine months ended 31<sup>st</sup> December, 2017.

Pursuant to the provisions of the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following documents:

1. A copy of Un-audited Financial results for the quarter and nine months ended December 31, 2017 as approved by the Board of Directors and duly signed by the Director duly authorized by the Board.
2. Copy of the Limited Review Report from the Auditors of the Company on Un-audited Financial results for the quarter and nine months ended December 31, 2017.

The Company adopted Indian Accounting Standards (Ind AS) from 1<sup>st</sup> April, 2017 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS interim Financial Reporting prescribed.

The meeting had started at 5:15 pm and ended at 9:10pm.

Please take the same on your records and oblige.

Thanking you,

Yours faithfully,

For Zenith Birla (India) Limited

(Suneel Sullere)

Company Secretary & Compliance Officer

ACS: 42922



Encl: As Above



**ZENITH BIRLA (INDIA) LIMITED**





ZENITH BIRLA (INDIA) LIMITED							
CIN : L29220MH1960PLCO11773							
Regd. Office : 5th Floor Industry House, 159, Churchgate Reclamation, Mumbai-400 020.							
Tel : +91 022 66168400, Fax : +91 022 22047835, E-mail : zenith@zenithsteelpipes.com, Web : www.zenithsteelpipes.com							
STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER, 2017							
		Standalone		(Rs. In Lakhs except for per share data)			
Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2017	30.09.2017	31.12.2016	31.12.2017	31.12.2016	31.03.2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Income						
I	Revenue From Operations	2,769	2,674	1,072	9424	5,613	8,584
II	Other Income	(13)	9	(51)	396	186	75
III	Total Income (I+II)	2,756	2,683	1,021	9,820	5,799	8,659
IV	Expenses						
	Consumption of raw materials and components	1,814	1,793	792	6516	4,045	7,275
	Purchase of stock-in-trade	103	250	-	353	-	47
	Changes in inventories of finished goods, stock-in-trade and semi finished goods	123	(136)	35	(66)	(120)	(41)
	Employee benefits expense	191	192	149	552	559	587
	Finance costs	174	181	186	537	560	744
	Depreciation and amortisation expense	175	180	158	534	473	624
	Other expenses	350	551	549	2114	2,171	2,797
	Total Expenses (IV)	2,930	3,011	1,869	10540	7,688	12,033
V	Profit/(Loss) before exceptional items and tax (III - IV)	(174)	(328)	(848)	(720)	(1,889)	(3,374)
VI	Exceptional Items	2	-	-	16	-	12
VII	Profit/(Loss) before tax (V - VI)	(176)	(328)	(848)	(736)	(1,889)	(3,386)
VIII	Tax expense:						
	Current tax	-	-	-	-	-	-
	Provision of earlier period	-	-	-	-	-	-
	Deferred tax	-	-	-	-	-	-
IX	Profit/(Loss) for the period from continuing operations (VII - VIII)	(176)	(328)	(848)	(736)	(1,889)	(3,386)
X	Profit/(Loss) for the period from discontinuing operations	-	-	-	-	-	-
XI	Other Comprehensive Income	(222)	98	272	(140)	319	-
XII	Total Comprehensive Income for the Period (IX + X) (Comprising Profit / (Loss) and Other Comprehensive Income for the period)	(398)	(230)	(576)	(876)	(1,570)	(3,386)
	Paid-up equity share capital (Face value of Rs.10/- each)	13128	13128	13128	13128	13128	13128
	Reserves excluding revaluation reserves as per balance sheet of previous accounting year						(21,003)
XIII	Earnings per equity share						
	Basic (Rs.)	(0.30)	(0.18)	(0.44)	(0.67)	(1.20)	(2.58)
	Diluted (Rs.)	(0.30)	(0.18)	(0.44)	(0.67)	(1.20)	(2.58)
NOTES:							
1)	These results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 14th February, 2018.						
2)	In accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the Statutory Auditors have performed a review of the standalone financial results of the Company for Quarter & Nine Month ended 31st December 2017 and issued their modified report thereon.						
3)	The Company operates in a single segment namely Pipes and hence the segment information is not furnished in the above result under Ind - AS 108						
4)	The company has not provided interest to the extent of Rs 9.67 crores on certain bank outstanding which were classified as non performing assets during the previous years.						
5)	The Company has availed optional exemption of using previous GAAP carrying value in respect of its property, Plant & Equipment and non current investment at deemed cost. In accordance with Ind AS the other comprehensive income represents the resultant impact of gain/loss on Foreign exchange translation difference for the Quarter & Nine Months ended 31st December, 2017. The foreign exchange translation difference being gain/loss for the quarter ended 31st December 2017 is included under other income/expenses. However foreign exchange translation difference being loss for the quarter and year ended 31st March 2017 has been included under other expenses.						
6)	Under Original application no. 161 of 2014 in claims filed by the banks, an order directing the company to pay on aggregate amount of Rs. 2,29,56,69,829.64 with interest and costs has been received by the company stating that in case of non payment the same shall be recovered by selling the hypothecated and mortgaged properties and the sale proceeds received therefrom shall be paid to the applicants. The same order has been contested by the company & stay obtained which is valid as on date.						
7)	The Company Adopted Indian Accounting Standards (Ind AS) from 1st April, 2017 (transition date: 1st april, 2016) and accordingly these Financial Results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS interim Financial Reporting prescribed. The Company is having fixed assets comprising of land & building valuing Rs.4.16 crores in Hyderabad (Erstwhile Thane Division) held for sale and discontinued operations. The Company has not provided depreciation Rs.0.02 crore for the Quarter as per Companies Act 2013 on the same.						
8)	The Shareholders of the Company at the Annual General Meeting held on 17th September, 2012 approved variation in utilization of follow on public offer proceeds, so that Company can also utilize the proceeds for manufacturing of SAW and ERW pipes at Chennai or at such other location as may be decided by Board. Out of Rs. 13500 lacs, Rs. 8036 lacs will be utilized from the unutilized proceeds of public issue and balance Rs. 5464 lacs will be from unutilized proceeds of GDR issue. The details of utilization of proceeds of Rs. 135 crores is given hereunder:						
				(Rs.in lacs)			
Particulars		Projected Amt		Amount to be spent			
Land and Building		1000		1000			
Plant and Machinery (Imported & Indigenous)		8532		8321			
Miscellaneous Fixed assets		3696		3696			

Contingency	272	272			
Balance amount to be spent	13500	13289			
9) The company has declared a lockout of its khopoli unit in November,2013					
10) Balance of Sundry Creditors, Debtors, Loans and advances, deposit, inter unit, etc. are as per books of accounts in absence of confirmation and reconciliation thereon.					
11) The Accumulated losses till 31st December, 2017, has exceeded the share capital value including other reserves. Thereby the net worth of the company has been completely eroded. However on account of strategic understanding with suppliers/customers which is continuing, the company is on the revival mode and is operating some of the units. In view of the same the going concern concept holds good.					
12) Interest amounting to Rs 0.79 crores on ICDs given by the company is not considered as income due to realisability not being certain .					
13) The same accounting policies are followed in preparation of the financial statements as those followed in the most recent annual statements.					
14) Exceptional item represents prior period adjustments.					
15) Reconciliation between profit after tax as per Indian GAAP and Total comprehensive income as per Ind-AS is as under: Amount Rs. In Lacs					
Sr. No.	Particulars	Quarter ended		Nine month ended	
		31.12.2017	31.12.2016	31.12.2017	31.12.2016
		Unaudited	Unaudited	Unaudited	Unaudited
1	Profit after Tax as per Indian GAAP	(176)	(848)	(736)	(1889)
2	Ind.AS. Adjustments:(Charged)/Benfeits				
	Foreign Exchange Translation Difference (Net of Taxes)	(222)	272	(140)	319
	Total Comprehensive income as per Ind AS	(398)	(576)	(876)	(1570)
16) Previous year figures have been regrouped / recasted, wherever necessary.					
For more details on results visit investors section of our web site <a href="http://www.zenithsteelpipes.com">http://www.zenithsteelpipes.com</a> and Financial Results under corporate section of <a href="http://www.nseindia.com">www.nseindia.com</a> and <a href="http://www.bseindia.com">www.bseindia.com</a>					
By Order of the Board For Zenith Birla (India) Limited  Durgesh Jadhav Director DIN: 08000007 					
Place : Mumbai Date : 14th February, 2018					



*[Signature]*



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Tel : +91 022 66168400, Fax : +91 022 22047835, E-mail : zenith@zenithsteelpipes.com, Web : www.zenithsteelpipes.com							
EXTRACT OF THE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER, 2017							
(Rs. in Lakhs, except per share data)							
Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31/12/2017	30/09/2017	31/12/2016	31/12/2017	31/12/2016	31/03/2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Total Income from operations	2756	2683	1,021	9,820	5,799	8,659
2	Net Profit / (Loss) for the period (before tax, exceptional and/or extraordinary items)	(174)	(328)	(848)	(720)	(1,889)	(3,374)
3	Net Profit / (Loss) for the period before tax (after exceptional and/or extraordinary items)	(176)	(328)	(848)	(736)	(1,889)	(3,386)
4	Net Profit / (Loss) for the period after tax (after exceptional and/or extraordinary items)	(176)	(328)	(848)	(736)	(1,889)	(3,386)
5	Total Comprehensive Income for the period (Comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax))	(398)	(230)	(576)	(876)	(1,570)	(3,386)
6	Equity Share Capital	13,128	13,128	13,128	13,128	13,128	13,128
7	Earnings Per Share (after extraordinary items) (Face value of Rs. 10/- each)						
	Basic (Rs.)	(0.30)	(0.18)	(0.44)	(0.67)	(1.20)	(2.58)
	Diluted (Rs.)	(0.30)	(0.18)	(0.44)	(0.67)	(1.20)	(2.58)
NOTES:							
1	The above is an extract of the detailed format of Financial Results for the Quarter & Nine Month ended 31st December, 2017 filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Financial Results for the Quarter ended 31st December, 2017 are available at the Company's website <a href="http://www.zenithsteelpipes.com">www.zenithsteelpipes.com</a> and the website of the stock exchanges i.e <a href="http://www.bseindia.com">www.bseindia.com</a> and <a href="http://www.nseindia.com">www.nseindia.com</a> .						
2	The Company Adopted Indian Accounting Standards (Ind AS) from 1st April, 2017 and accordingly these Financial Results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS interim Financial Reporting prescribed.						
<div style="text-align: right;"><div>By Order of the Board For Zenith Birla (India) Limited</div><div> Durgesh Jadhav Director DIN: 08000007</div><div></div></div> <div>Place : Mumbai Date : 14th February, 2018</div>							



**INDEPENDENT AUDITOR'S REVIEW REPORT OF INTERIM FINANCIAL RESULTS  
TO THE BOARD OF DIRECTORS OF ZENITH BIRLA (INDIA) LIMITED**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **ZENITH BIRLA (INDIA) LIMITED** ("the Company") for the Quarter and Nine months ended 31<sup>st</sup> December, 2017 ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement.
3. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. Basis for Modified Opinion

We draw attention to the statement:

- i) Note no.4 regarding the non provision by the company of the interest amounting to Rs. 9.67 crore for the quarter, on certain Bank outstanding which were classified as non performing assets during the previous years. The impact arising out of this is that loss is understated by the said amount and the loan outstandings are also understated to the same extent.
- ii) The Company has not complied with the provisions of Sections 74 or any other relevant provisions of the Act and the Companies ( Acceptance of deposits) Rules 2014 with regard to nonpayment of deposits and interest on due date, maintenance of liquid assets to the extent required as well as not fully complying with the orders passed by the Company Law Board.





**THAKUR, VAIDYANATH AIYAR & CO.**

CHARTERED ACCOUNTANTS

NEW DELHI, MUMBAI, KOLKATTA, PATNA,  
CHENNAI AND CHANDIGARH

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- iii) Note No.10 regarding the balances of Sundry creditors, Debtors, Loan and advances, deposits, inter-units etc. being not confirmed by the parties/units and hence our inability to state whether these balances are recoverable/payable to the extent stated.
- iv) The Company has prepared its accounts on a going concern basis though its net worth is fully eroded for reasons stated in Note No.11.
5. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For, THAKUR, VAIDYANATH AIYAR & CO.

CHARTERED ACCOUNTANTS

Firm Registration Number: 000038N



C.V.PARAMESWAR

Partner

M. No.: 11541

Place: Mumbai

Date: 14<sup>th</sup> February 2018

