

30th May, 2017

To,

Corporate Service Dept.

Bombay Stock Exchange Limited

Jeejeebhoy Towers

Dalal Street,

Mumbai - 400 001

Script code: 532722

Dear Sir,

The Listing Department,

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (E),

Mumbai - 400051.

Script code: NITCO

Sub: Outcome of the Board Meeting held today i.e. 30th May, 2017

Pursuant to Regulation 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Board of directors of the Company at their meeting held on 30th May, 2017, has approved the following:-

- Standalone and Consolidated Independent Auditors Report for the Financial year ended 31st March, 2017;
- 2. The Audited Financial Results (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2017, together with statement of Assets and Liabilities as on that date.
- 3. Statement on Impact of Audit Qualifications (for audit report with modified opinion) for standalone and consolidated Annual Audited Financial results for the year ended 31st March, 2017.

The Meeting of Board of Director's Commenced at 10:30 a.m. and concluded at 12:15 p.m.

Kindly treat this as a disclosure under Regulation 30(6) of the Listing Regulations, read with Para A of Part A of Schedule III of the said regulations

Thanking you.

Yours faithfully, For **Nitco Limited**

Puneet Motwani

Company Secretary & Compliance Officer

Encl: as above





A. HUSEIN NOUMANALI & CO.

CHARTERED ACCOUNTANTS E-705, Premier Residences, Premier Road, off. L.B.S. Marg, Kurla (W), Mumbai - 400 070.

Phone: 65658516 Mobile: 9820259050

E-mail: husein610@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF NITCO LIMITED

 We have audited the accompanying "Statement of Audited Financial Results of NITCO Limited ("the Company") for the quarter and year ended March 31, 2017" ('the Statement"), being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

This Statement, which is the responsibility of the Company's Management and has been approved by Board of Directors, has been prepared on the basis of the related annual financial statements, which is in accordance with the Accounting Standards specified under Section 133 of the Companies Act 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.

We conducted our audit of the Statement in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatements.

An audit involves performing procedures to obtain evidences about the amounts and disclosures in the Statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risks assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of



the accounting policies used and reasonableness of accounting estimates made by the Management, as well as evaluating overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide for our audit opinion.

- 3. Attention is invited to Note 2 of the Statement. The Company has not provided for interest on financing facilities for the quarter and year ended March 31, 2017 in view of uncertainties on the ultimate outflow. Had the interest as per Loan Agreements been provided for, the interest for the quarter and year ended 31st March 2017 would have been higher by Rs. 5,890.30 Lacs and Rs. 22,632.61 Lacs respectively (quarter ended 31st March 2016 and year ended 31st March 2016 were Rs. 5,078.78 Lacs and Rs. 19,694.77 Lacs respectively), Losses for the quarter and year ended 31st March 2017 would have been higher by Rs. 5,890.30 Lacs and Rs. 22,632.61 Lacs respectively (quarter ended 31st March 2016 and year ended 31st March 2016 were Rs. 5,078.78 Lacs and Rs. 19,694.77 Lacs respectively), corresponding bank liability would have increased by Rs. 22,632.61 Lacs (previous year Rs. 19,694.77 Lacs) and net worth of the Company would have been lower by Rs. 22,632.61 Lacs (previous year Rs. 19,694.77 Lacs) as on 31st March 2017.
- Without qualifying, attention is drawn as under:
 - (a) Attention is invited to Note (3) of the Statement regarding the net worth of the Company which has been fully eroded. Financial Statements has been prepared on a going concern basis. The Company has incurred a net loss of Rs. 3,232.36 Lacs during the financial year ended 31st March 2017. The appropriateness of the going concern basis is inter alia dependent on the Company's ability to turnaround the operations of the Company and ability of infusing requisite funds for meeting its obligations and rescheduling of debts.



- (b) Attention is also invited to Note (2) of the Statement, as on 31st March 2017, fifteen lenders aggregating approximately 89% of overall debts of the Company had assigned their debts to JM Financial Asset Reconstruction Co Ltd ("JMFARC").
- (c) The dues to banks / lenders are subject to reconciliation.
- 5. **Except** for the matter described in paragraph 3 above, in our opinion and to the best of our information and according to the explanations given to us the Statement:
- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net loss and other financial information for the year ended 31st March 2017
- 6. The Statement includes the results for the Quarter ended March 31, 2017, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year which were subject to limited review by us.

For A. Husein Noumanali & Co.

Chartered Accountants

A. Husein Noumanal

Firm Registration No. 107173W

MUMBAI-

Proprietor

M.No. 14757

Place: Mumbai

Date: May 30, 2017



A. HUSEIN NOUMANALI & CO.

CHARTERED ACCOUNTANTS E-705, Premier Residences, Premier Road, off. L.B.S. Marg, Kurla (W), Mumbai - 400 070.

Phone: 65658516 Mobile: 9820259050

E-mail: husein610@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF NITCO LIMITED

- 1. We have audited the accompanying Statement of Consolidated Financial Results of NITCO Limited ('the Company'), its subsidiaries (the Company and its subsidiaries constitute, 'the Group') for the year ended March, 31, 2017 ("the Statement"), being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and has been approved by Board of Directors, has been prepared on the basis of the related annual financial statements, which is in accordance with the Accounting Standards specified under Section 133 of the Companies Act 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
- 2. We conducted our audit of the Statement in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatements.

An audit involves performing procedures to obtain evidences about the amounts and disclosures in the Statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risks assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and reasonableness of accounting estimates made by the Management, as well as evaluating overall presentation of the Statement.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide for our audit opinion.

- 3. We did not audit the financial statements of fourteen subsidiaries whose financial statements reflects total assets aggregating Rs. 35,686.52 lacs, liabilities aggregating Rs. 30,374.08 lacs as at 31st March 2017, income aggregating Rs. 15,388.44 lacs and expenses Rs. 15,309.04 lacs for the year then ended, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors. Our opinion is not modified in respect of this matter.
- 4. We did not audit the financial statement of one subsidiary whose total assets aggregating Rs. 6.01 lacs, liabilities aggregating Rs. 0.42 lacs as at 31st March 2017, income aggregating Rs. Nil and expenses Rs. Nil for the year then ended, as considered in the consolidated financial results, whose financial statements / financial information have not been audited by us. This financial statement is unaudited and has been furnished to us by the Management of the Company and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on such unaudited financial statement. In our opinion and according to the information and explanations given to us by the Management of the Company, these financial statements/ financial information are not material to the Group. Our opinion is not modified in respect of this matter.
- 5. Attention is invited to Note 2 of the Statement. The Company has not provided for interest on financing facilities for the quarter and year ended March 31, 2017 in view of uncertainties on the ultimate outflow. Had the interest as per Loan Agreements been provided for, the interest for the quarter and year ended 31st March 2017 would have been higher by Rs. 5,890.30 Lacs and Rs. 22,632.61 Lacs respectively (quarter ended 31st March 2016 and year ended 31st March 2016 were Rs. 5,078.78 Lacs and Rs. 19,694.77

MUMBAI-70

ERED ACC

Lacs respectively), Losses for the quarter and year ended 31st March 2017 would have been higher by Rs. 5,890.30 Lacs and Rs. 22,632.61 Lacs respectively (quarter ended 31st March 2016 and year ended 31st March 2016 were Rs. 5,078.78 Lacs and Rs. 19,694.77 Lacs respectively), corresponding bank liability would have increased by Rs. 22,632.61 Lacs (previous year Rs. 19,694.77 Lacs) and net worth of the Company would have been lower by Rs. 22,632.61 Lacs (previous year Rs. 19,694.77 Lacs) as on 31st March 2017.

- 6. Without qualifying, attention is drawn as under:
- (a) Attention is invited to Note (3) of the Statement regarding the net worth of the Company which has been fully eroded. Financial Statements has been prepared on a going concern basis. The Company has incurred a net loss of Rs. 3,232.36 Lacs during the financial year ended 31st March 2017. The appropriateness of the going concern basis is inter alia dependent on the Company's ability to turnaround the operations of the Company and ability of infusing requisite funds for meeting its obligations and rescheduling of debts.
- (b) Attention is also invited to Note (2) of the Statement, as on 31st March 2017, fifteen lenders aggregating approximately 89% of overall debts of the Company had assigned their debts to JM Financial Asset Reconstruction Co Ltd ("JMFARC").
- (c) The dues to banks / lenders are subject to reconciliation.
- 7. Except for the matter described in paragraph 5 above, in our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of other auditors referred to in paragraph 3 above and based on consideration of the management accounts referred to in paragraph 4 above, the Statement:
 - (a) Includes the results of the entities given below:
 - i) NITCO Realities Pvt Limited (NRPL) (100% subsidiary of NITCO Ltd)
 - ii) NITCO Holdings HK Company Limited (100% subsidiary of NITCO Limited)
 - iii) New Vardhman Vitrified Pvt Limited (51% subsidiary of NITCO Limited)
 - iv) Ferocity Properties Pvt Limited (100% subsidiary of NRPL)
 - v) Silversky Realities Pvt Limited (100% subsidiary of NRPL)
 - vi) Feel Better Housing Pvt Limited (100% subsidiary of NRPL)



- vii) Max Wealth Properties Pvt Limited (100% subsidiary of NRPL)
- viii) NITCO Aviation Pvt Limited (100% subsidiary of NRPL)
- ix) Quick Solution Properties Pvt Limited (100% subsidiary of NRPL)
- x) Roaring-Lion Properties Pvt Limited (100% subsidiary of NRPL)
- xi) NITCO IT Park Pvt Limited (100% subsidiary of NRPL)
- xii) Meghdoot Properties Pvt Limited (100% subsidiary of NRPL)
- xiii) Aileen Properties Pvt Limited (100% subsidiary of NRPL)
- xiv) Glamorous Properties Pvt Limited (75% subsidiary of NRPL)
- xv) Opera Properties Pvt Ltd (100% subsidiary of NRPL)
- (b) is presented in accordance with the requirement Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015;
- (c) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net loss and other financial information for the year ended 31st March 2017
- 8. The Statement includes the results for the Quarter ended March 31, 2017, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year which were subject to limited review by us.

For A. Husein Noumanali & Co.

Chartered Accountants

irm Registration No. 107173W

(A. HUSEN

Proprieto?

M.No. 14757

Place: Mumbai

Date: May 30, 2017





NITCO LIMITED

Tel No.: 022 67521555 , Fax: 022 67521500 , email: investorgrievances@nitco.in, Website: www.nitco.in, CIN : L26920MH1966PLC016547 Registered office: Plot No.3, Nitco House, Kanjur Village Road, Kanjurmarg (East), Mumbai -- 400042.

PART I : STATEMENT OF AUDITED FINANCIAL RESULT FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

Paid-up equity share capital (Face Value	net rroiff / (Loss) affer taxes, minority interest and share of profit / (loss) of associates	Minority interest	after tax	Tax expense	before tax	Profit / (loss) from oxilinary activities	other income, finance costs and exceptional item	Profit / loss) from programs but	Officer expenses	rinance cost (net)	Depreciation and amortization expense	Employee benefits expense	EXCISE DUTY	Stock in trade and work-in-progress	Changes in inventories of finished apply	Cost of materials consumed	Expenses	Total Income from operation	Other Income	Other operating income	Gross sales / income from operation	Income from Operation	Parliculars		
5,469.93	(798.44)		(798.44)	1	(798.44)		(798.44)	19,090.53	3,403.60	(10.75)	929.36	1,933.76	625.76	500.09	/,364.35	4,344.36		18,292.09	40.64	118.41	18,133.04		(Audited)	` _	
5,469.93	(948.82)	a	(948.82)	1	(948.82)		(948.82)	18,280.85	3,535.01	105.80	954.84	1,901.01	676.91	(472.46)	7,916.52	3,663.22		17,332.03	36.90	83.71	17,211.42		(Unaudited)	Quarrer Ended	1
5,469.93	(1,525.67)	·	(1,525.67)	-	(1,525.67)	252.83	(1,272.84)	22,324.22	3,870.11	146.15	1,093.81	1,719.07	802.03	756.26	10,029.41	3,907.38		21.051.38	25.13	173.69	20,852.56		31.03.2016 (Audited)		standalone
5,469.93	(3,232.36)	1	(3,232.36)	-	(3,232.36)		(3,232.36)	75,645.60	13,563.76	258.19	3,798.44	7,654.31	2,721.54	(495.40)	31,456.05	16,688.71		72 413 24	133 68	463.12	71.816.44	(31.03.2017 (Audified)	17	
5,469.93	(6,276.64)	1	(6,276.64)	-	(6,276.64)	252.83	(6,023.81)	87,447.79	16,188.28	519.10	5,130.87	7.222.09	3,312.89	(390.54)	36,145.36	19,319.74	01,725,70	81 423 08	90.02	425.58	80 907 93	(consu	31.03.2016 (Audited)	ended	
5,469.93	(3,275.36)	54.97	(3,220.39)	(32.38)	(3,252.77)	t	(3,252.77)	77,926.36	19,502,42	787.88	4.966.88	8 141 07	2.911.37	(862.60)	20,215.02	22,264.32	/4,0/3.37	74 472 50	187.00	7,020.00	74 023 38	(modified)	31.03.2017	Yea	Cons
5,469.93	(6,017.77)	184.86	(5,832.91)	120.41	(5,712.50)	252.83	(5,459.67)	87,858.56	22.810.23	1.207.18	6.254.14	774430	3 379 16	(921.32)	19,972.76	27.390.02	02,376.87	130.10	150.10	17.070'10	01 003 01	(Modified)	31.03.2016	Year ended	Consolidated

TUV NORD
TO 900'S

Registered Office: NITCO Ltd., NITCO House, Station Road, Kanjur Marg (E) Mumbai - 400 042. Tel.: 91-22-67302500 / 67521555, Fax: 91-22-25786484. CIN: L26920MH1966PLC016547. Email: investorgrievances@nitco.in Website: www.nitco.in



(11.47) (5.99)		(2.79)	(1.73)	(1.46)	Diluted
	[5.5]	(2.79)	(1.73)	(1.46)	Basic
					annualised):
-					items) (of Rs. 10/- each) (not
					Earnings per share (before extraordinary
0) [13,637.17] [18,348.63]	(10,071.33)	•	1		as per balance sheet
115 /50 101	110 001			· · · · · · · · · · · · · · · · · · ·	Reserve excluding revaluation reserves
					Rs. 10 per share)

2017 and were duly audited by the Statutory auditors. The above financial results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at their Meeting held on 30th May

Agreements been provided for, then the finance cost, loss for the relevant period and corresponding loan liability would have been increased by the following package. In view of the uncertainty involved in ultimate outflow of interest, the Company has not provided for unpaid interest. Had the interest as per Loan As on 31st March 2017, fifteen lenders aggregating approximately 89% of overall debts of the Company had assigned their debts to JM Financial Asset Reconstruction Co. Ltd ("JMFARC"). The net worth of the Company had been fully eroded. The Company is pursuing with JMFARC for a viable restructuring

N

		Quarter Ended		Year e	Year ended
Particulars	31.03.2017	31.12.2016 31.03.201	31.03.2016	31.03.2017 31.03.201	31.03.2016
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Interest not provided	5,890.30	5,812.97	5,078.78	<u>-</u>	19,694.75
Total	5,890.30	5,812.97	5,812.97 5,078.78	22.632.61 19.694.7	19.694.75

4 ώ Despite several constraints faced by the Company including absence of working capital facilities and delayed sale of non core assets, the Company achieved statements on a going concern basis Company, non-core assets identified for sale, and several steps taken by the Company, the management believes, it is appropriate to prepare the financial positive EBITDA of Rs.8.24 crores for FY17 (FY16 - EBITDA Loss of Rs. 3.74 crore) with strong focus on reduction of cost. Considering the brand equity enjoyed by the

matter before the appropriate forum. No provision has been made in the financials for the same. been confirmed by the Appellate Bench of DGFT, New Delhi. The Company has been advised The Additional Director General Foreign Trade (ADGFT) had levied penalty of Rs.170 crore for irregular/non fulfillment of export obligation and the same that the order is bad in law and accordingly will agitate the g

0 Ò Commissioner of Customs based on the investigation of Directorate of Revenue Intelligence, had issued show cause notices during 2011 for recovery of anti-Тhе antidumping duty is payable on the said imports. dumping duty of Rs.329.44 crores on vitified tiles imported during the period 2004-09 The adjudicating authority has set aside the show cause notices and no figures of corresponding last and previous quarters are the balancing figures between audited figures in respect of the full financial year and the published

year to date figures upto third quarter of the current financial year

The previous quarter/ year figures are regrouped/ restated/ reclassified/ rearranged, wherever necessary, to make them comparable

ly /



Place : Mumbai Date: 30th May 2017

	Vivek Talwar Chairman & Managing Director
5	rector

Capital (Segr Tiles <	Capital (Segr	Capital (Segr	Capita		Profit B	Exc		Less:	Total Se	- Real	- Tiles (Segme	Total R	- Real	- Tiles c	Net sal			
verted/Composate	estate	and other related products	nent assets - Segment liabilities)	Employed	afore Tax	ptional items	Foreign exchange loss/(gain)	Interest and other financial cost	gment Profil Before Interest and Tax	estate	and other related products	nt results	enne	estate	and other related products	es / Income from operations	Particulars		
6,397.04	35,443.46	76,296.19			(798.44)	,	(15.44)	4.69	(809.19)	42.43	(851.62)		18,251.45	52.53	18,198.92		(Audited)	31.03.2017	
6,266.46	35,446.88	77,426.09			(948.82)		15.11	90.69	(843.02)	39.90	(882.92)		17,295.13	58.28	17,236.85		(Unaudited)	31.12.2016	Quarter Ended
6,684.17	35,384.65	80,086.92			(1,525.67)	252.83	35.27	110.88	(1,126.69)	48.62	(1,175.31)		21,026.25	69.36	20,956.89		(Audited)	31.03.2016	
6,397.04	35,443.46	76,296.19			(3,232.36)	-	12.41	245.78	(2,974.17)	166.45	(3,140.62)		72,279.56	254.48	72,025.08		(Audited)	31.03.2017	Year ended
6,684.17	35,384.65	80,086.92			(6,276.64)	252.83	143.08	376.02	(5,504.71)	13.52	(5,518.23)		81,333.50	152.78	81,180.72		(Audited)	31.03.2016	nded
6.397.05	33,906.68	85,014.15			(3,252.77)	,	12.41	775.47	(2,464.89)	165.84	(2,630.73)		74,486.50	489.35	73,997.15		(Audited)	31.03.2017	Year ended
											(4,265.53)		82,248.79	348.45	81,900.34		(Audited)	31.03.2016	nded
	6,266.46 6,684.17 6,397.04 6,684.17 6,307.05 6,684.18	35,443.46 35,446.88 35,384.65 35,443.46 35,384.65 33,906.68 33,848.48 6.397.04 6.266.46 6.684.17 6.397.04 6.884.17 6.397.05 6.484.18	roducits 76,296.19 77,426.09 80,086.92 76,296.19 80,086.92 85,014.15 89,832.01 35,443.46 35,443.46 35,384.65 35,384.65 35,384.65 33,906.68 33,906.68 33,848.48 6,397.04 6,266.46 6,684.17 6,397.04 6,684.17 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18 6,884.18	noducits 76,296,19 77,426.09 80,086.92 76,296,19 80,086.92 85,014,15 89,832,01 35,443.46 35,446.88 35,384.65 35,443.46 35,384.65 33,906.68 33,848.48 6,397.04 6,266.46 6,684.17 6,397.04 6,884.17 6,397.05 6,684.18	Intriliabilities) 76,296.19 76,296.19 77,426.09 80,086.92 76,296.19 80,086.92	Composition Composition	lems 252.83 <td>exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems 252.83 252.87 252</td> <td>and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems - 252.83 -<!--</td--><td>rofilit Before Interest and Tax (809.19) (843.02) (1,126.49) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems - 252.83 - 252.83 - 252.83 - 252.83 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st Segment liabilities) 76,296.19 77,426.09 80,086.92 76,296.19 80,086.92 85,014.15 89,832.01 corporate 6,397.04 6,397.04 6,884.17 6,397.04 6,884.17 6,397.04 6,884.18</td><td>rofit Before Interest and Tax 42.43 39.90 48.62 166.45 13.52 165.84</td><td>related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,30.73) (4,25.53) 42.43 39.90 48.62 166.45 13.52 165.84 13.04 10fit Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.49 90.69 110.88 245.78 376.02 775.47 1,04.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.67) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st </td><td>related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) (1,255.54) (1,255.43</td><td> </td><td> S2.53 S8.28 69.36 C34.48 152.78 489.35 348.45 18.251.45 17.295.13 21.026.25 72.279.56 81.333.50 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.466.89 73.466.89 73.466.89 73.466.89 73.246.89 </td><td>related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900,34 52.53 58.28 69.36 254.48 152.78 489.35 348.45 18,251.45 11,251.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 related products (851.62) (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) related products 42.43 39.90 48.62 166.45 13.52 165.84 13.04 ordiff Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 berns (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.44) (3,252.77)</td><td>related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900.34 52,53 58.28 69.36 254.48 152.78 489.35 348.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 18,001.001.001.001.001.001.001.001.001.001</td><td>Particulars (Audited) (Unaudited) (Audited) Audited) (Audited) Audited) Audited)</td><td> Particulars 31.03.2017 31.13.2016 31.03.2017 31.03.2016 (Audited) (Audited)</td></td>	exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems 252.83 252.87 252	and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems - 252.83 - </td <td>rofilit Before Interest and Tax (809.19) (843.02) (1,126.49) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems - 252.83 - 252.83 - 252.83 - 252.83 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st Segment liabilities) 76,296.19 77,426.09 80,086.92 76,296.19 80,086.92 85,014.15 89,832.01 corporate 6,397.04 6,397.04 6,884.17 6,397.04 6,884.17 6,397.04 6,884.18</td> <td>rofit Before Interest and Tax 42.43 39.90 48.62 166.45 13.52 165.84</td> <td>related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,30.73) (4,25.53) 42.43 39.90 48.62 166.45 13.52 165.84 13.04 10fit Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.49 90.69 110.88 245.78 376.02 775.47 1,04.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.67) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st </td> <td>related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) (1,255.54) (1,255.43</td> <td> </td> <td> S2.53 S8.28 69.36 C34.48 152.78 489.35 348.45 18.251.45 17.295.13 21.026.25 72.279.56 81.333.50 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.466.89 73.466.89 73.466.89 73.466.89 73.246.89 </td> <td>related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900,34 52.53 58.28 69.36 254.48 152.78 489.35 348.45 18,251.45 11,251.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 related products (851.62) (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) related products 42.43 39.90 48.62 166.45 13.52 165.84 13.04 ordiff Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 berns (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.44) (3,252.77)</td> <td>related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900.34 52,53 58.28 69.36 254.48 152.78 489.35 348.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 18,001.001.001.001.001.001.001.001.001.001</td> <td>Particulars (Audited) (Unaudited) (Audited) Audited) (Audited) Audited) Audited)</td> <td> Particulars 31.03.2017 31.13.2016 31.03.2017 31.03.2016 (Audited) (Audited)</td>	rofilit Before Interest and Tax (809.19) (843.02) (1,126.49) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems - 252.83 - 252.83 - 252.83 - 252.83 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st Segment liabilities) 76,296.19 77,426.09 80,086.92 76,296.19 80,086.92 85,014.15 89,832.01 corporate 6,397.04 6,397.04 6,884.17 6,397.04 6,884.17 6,397.04 6,884.18	rofit Before Interest and Tax 42.43 39.90 48.62 166.45 13.52 165.84	related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,30.73) (4,25.53) 42.43 39.90 48.62 166.45 13.52 165.84 13.04 10fit Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.49 90.69 110.88 245.78 376.02 775.47 1,04.10 exchange loss/(gain) (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.67) (3,232.36) (6,276.64) (3,252.77) (5,712.50) st	related products (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) (1,255.54) (1,255.43		S2.53 S8.28 69.36 C34.48 152.78 489.35 348.45 18.251.45 17.295.13 21.026.25 72.279.56 81.333.50 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 74.486.50 82.248.79 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.446.62] 73.466.89 73.466.89 73.466.89 73.466.89 73.246.89	related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900,34 52.53 58.28 69.36 254.48 152.78 489.35 348.45 18,251.45 11,251.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 related products (851.62) (851.62) (882.92) (1,175.31) (3,140.62) (5,518.23) (2,630.73) (4,255.53) related products 42.43 39.90 48.62 166.45 13.52 165.84 13.04 ordiff Before Interest and Tax (809.19) (843.02) (1,126.69) (2,974.17) (5,504.71) (2,464.89) (4,252.49) and other financial cost 4.69 90.69 110.88 245.78 376.02 775.47 1,064.10 berns (15.44) 15.11 35.27 12.41 143.08 12.41 143.08 lems (798.44) (948.82) (1,525.47) (3,232.36) (6,276.44) (3,252.77)	related products 18,198.92 17,236.85 20,956.89 72,025.08 81,180.72 73,997,15 81,900.34 52,53 58.28 69.36 254.48 152.78 489.35 348.45 17,295.13 21,026.25 72,279.56 81,333.50 74,486.50 82,248.79 18,001.001.001.001.001.001.001.001.001.001	Particulars (Audited) (Unaudited) (Audited) Audited) (Audited) Audited) Audited)	Particulars 31.03.2017 31.13.2016 31.03.2017 31.03.2016 (Audited) (Audited)

Registered Office: NITCO Ltd., NITCO House, Station Ro Tel.: 91-22-67302500 / 67521555, Fax: 91-22-25786484. CIN: L26920MH1966PLC016547.

Email: investorgrievances@nitco.in Website: www.nitco.in



Standalone

Consolidated



III. STATEMENT OF ASSETS AND LIABILITIES

				in Lacs)
	Stande		Consol	
	As at 31.03.2017 (Audited)	As at 31.03.2016 (Audited)	As at 31.03.2017 (Audited)	As at 31.03.2016 (Audited)
1) Shareholder's Funds :				
(a) Share Capital	5,469.93	5,469.93	5,469.93	5,469.93
(b) Reserves and Surplus	(18,891.55)	(15,659.19)	(18,548.63)	(15,273.13)
Sub Total Shareholder's Funds	(13,421.62)	(10,189.26)	(13,078.70)	(9,803.20)
2) Minority Interest			1,972,35	1,917.38
3) Non Current Liabilities		·····	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1,717.00
(a) Long-term borrowings	45,702.23	63,726.46	46,965.02	66,137.31
(b) Deferred tax liabilities (Net)	2,034.84	2,034.84	2,715.09	2,766.23
(c) Other Long term liabilities	1.12	-	125,77	135.17
(d) Long Term Provisions	182.67	236.09	182,67	236.09
Sub Total Non Current Liabilities	47,920.86	65,997.39	49,988.55	69,274.80
4) Current Liabilities				
(a) Short-term borrowings	11,357.41	11,442,40	12,923,22	13,020.47
(b) Trade Payables	15,741,57	17,666.06	16,634.10	18,233,33
(c) Other Current Liabilities	75,293.95	57,977,88	78,607,75	60,171.13
(d) Short Term Provisions	177,91	184,59	198.82	295.30
Sub Total Current Liabilities	1,02,570.84	87,270,93	108,363.89	91,720.23
TOTAL - EQUITY AND LIABILITIES	1,37,070.08	1,43,079.06	1,47,246.09	1,53,109.21
1) Non Current Assets			.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1,00,107.21
(a) Fixed Assets	53,625.92	56,547.09	62,845.33	66,859,20
(b) Non Current Investment	2,735.36	2,735.36	25.00	25.00
(c) Long-term loans and advances	18,908.63	18,883.83	5,632.19	5,607.15
Sub Total Non Current Assets	75,269.91	78,166,28	68,502,52	72,491,35
2) Current Assets				,, , , , , , , , , , , , , , , , , ,
(a) Current investments	-	-	0.15	0.15
(b) Inventories	17,565.44	18,082,14	19,998.65	19,949.49
(c) Inventories - Real Estate	17,972.77	17,959.09	29,980,38	29,966.32
(d) Trade receivables	14,005.31	15,436,15	15,019.98	15,676,82
(e) Cash and cash equivalents	1,571.05	1,869,51	2,081.03	2,459.33
(f) Short-term loans and advances	4,720.17	5,120.13	5,684.18	6,102,39
(g) Other current assets	5,965.43	6,445.76	5,979.20	6,463.36
Sub Total Current Assets	61,800.17	64,912.78	78.743.57	80,617.86
TOTAL ASSETS	137,070,08	143,079.06	147,246.09	153,109.21

Place : Mumbai Date: 30th May 2017 Vivek Talwar
Chairman & Managing Director





Date: 30th May 2017 Place : Mumbai

TUV NORD

Registered office: Plót No.3, Nitco House, Kanjur Village Road, Kanjurmarg (East), Mumbai – 400042. Tel No.: 022 67521555/., Fax: 022 67521500, ei investorgrievances@nitco.in, Website: www.nitco.in, CIN: L26920MH1966PLC016547

EXTRACT OF STATEMENT OF AUDITED STANDALONE/ CONSODLIATED FINANCIAL RESULT FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

Rs. in Lacs

Sr. Standolone Standolone Consolidated No Particulars 31.03.2017 31.03.2016 31.03.2017 31.03.2017 31.03.2017 31.03.2017 31.03.2017 31.03.2017 31.03.2017 31.03.2017 31.03.2016 31.03.2017 31.03.2016 31.03.2017 31.03.2016 31.03.2017 31.03.2016 31.03.2017 31.03.2016 31.03.2016 40.0tified) Audified)	Note: 1. The held on 30#		_	·	•														
Quarter Ended 31.03.2017 31.03.2016 (Audited) (Audited)	e abo			E	9 0	`_	Ľ	וע		4	(J.	^	٥		;	Z	: ن	₹
Quarter Ended 31.03.2017 31.03.2016 (Audited) (Audited) 18,133.04 20,852.56 (798.44) (1,525.67) (798.44) (1,525.67) 5,469.93 5,469.93 (1.46) (2.79) (1.46) (2.79) (1.46) (2.79)	we financial results were reviewed by the audit comm 2017 and were duly audited by the Statutory auditors		Diluted:	BOSIC:	Rs. 10/- each)	Earnings Per Share (before extraordinary items) (of	in the Balance Sheet of previous year)	reserves (excluding Revaluation Reserve as shown		Equity Share Capital	Extraordinary items)	Net Profit / (Loss) for the period after tax (after	Net FIUII / (Loss) from ordinary activities after tax	Not profit (1) and the state of	Gross sales / income from operation	Particulars			
Standalone Consolidate Ended Year ended Year ended Year endec 31.03.2016 31.03.2017 31.03.2017 31.0 (Audited) (Audited) (Audited) (Audited) (Audited) (1.525.67) (3.232.36) (6.276.64) (3.220.39) (5.8 (1.525.67) (3.232.36) (6.276.64) (3.220.39) (5.8 5,469.93 5,469.93 5,469.93 5,469.93 5,469.93 5,469.93 5,28 5,469.93 5,469.93 5,469.93 5,469.93 5,28 5,29 5,29 (2.79) (5.91) (11.47) (5.99) (1 (2.79) (5.91) (11.47) (5.99) (1 (2.79) (5.91) (11.47) (5.99) (1 (2.79) (5.91) (11.47) (5.99) (1 (2.79) (5.91) (11.47) (5.99) (1 (2.79) (5.91) (11.47) (5.99) (1 (2.79) <td>ttee and ther</td> <td>11.40)</td> <td>(1, 4,4)</td> <td>[] 46]</td> <td></td> <td></td> <td></td> <td></td> <td>5,469.93</td> <td></td> <td>(798.44)</td> <td></td> <td>(798 44)</td> <td>18,133.04</td> <td>(Addited)</td> <td>(Auditod)</td> <td>21 02 2017</td> <td>Quarte</td> <td></td>	ttee and ther	11.40)	(1, 4,4)	[] 46]					5,469.93		(798.44)		(798 44)	18,133.04	(Addited)	(Auditod)	21 02 2017	Quarte	
Idione Consolidate Year ended Year endec 31.03.2017 31.03.2016 31.03.2017 31.0 (Audited) (Audited) (Audited) (Audited) (Audited) (Audited) (Audited) (Audited) (5.8 (3.232.36) (6.276.64) (3.220.39) (5.8 (5.8 5.469.93 5.469.93 5.469.93 5.469.93 5.48 (18.891.55) (15.659.19) (18.548.63) (15.2 (15.91) (11.47) (5.99) (1 (5.91) (11.47) (5.99) (1 (5.91) (11.47) (5.99) (1 (5.91) (11.47) (5.99) (1 (1 (5.99) (1 (5.91) (11.47) (5.99) (1	eafter taken	(2./9)	(2./7)	107 701					5,469.93	'	(1,525.67)	1,020,07)	(1 505 27)	20,852.56	(Audifed)	31.03.2016	21 20 20 20 20 20 20 20 20 20 20 20 20 20	Fnded	Stanc
Consolidate year endec 31.03.2016 31.03.2017 31.0. (Audifed) (Audifed) (Audifed) (5.8 (6.276.64) (3.220.39) (5.8 (6.276.64) (3.220.39) (5.8 (15.659.19) (18.548.63) (15.2 (11.47) (5.99) (11.47) (5.99) (11.47) (5.99) (1	on record by		(3.71)	15.031			(18.891.55)	0,.0,.,0	5.469 93	(2)-1-1-1-1	(3.232.36)	(06.262,0)	(3 030 07)	71,816.44	(Audited)	31.03.2017	iedi	<	lalone
Consolidate Year endec 31.03.2017 31.0. (Audited) (Aud 74,023.38 81,4 (3,220.39) (5,8 (3,220.39) (5,8 5,469.93 5,4 (18,548.63) (15,2: (5.99) (1 (5.99) (1	/ the Board o	(11.47)	(11.47)			(10)00).17)	(15 659 191	0,407.70	50 03/7 5			(6,2/6.64)	20110111	80 907 93	(Audited)	31.03.2016	ended		
(15,2)	f Directors at	(5.99)	(5.99)			(10,040.00)	102 073 81)	3,407.73	5 4/0 00	(3,220.37)	(3 220 20)	(3,220.39)	77,020,00	74 000 00	(Audited)		Year	College	Conco
d 3.2016 dified) 823.21 32.91) 32.91) 1469.93 73.13) 11.00)	their Meeting	(11.00)	(11.00)			[13,2/3,13]	(15 070 10)	5,469.93		(5,832.91)	/F 222 223	(5,832.91)	01,023.21	0,000	(Audited)	31.03.2016	ended	illudied	li data d

Exchange websites. (www.bseindia.com and www.nseindia.com) and on Company's website (www.nitco.in) 2. The above is an extract of the detailed format of Quarterly/Annual Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Quarterly/ Annual Financial Results are available on the Stock

Chairman & Managing Director Vivek Talwar

Registered Office: NITCO Ltd., NITCO House, Station Road, Kanjur Marg (E) Mumbai - 400 042. Tel.: 91-22-67302500 / 67521555, Fax: 91-22-25786484. CIN: L26920MH1966PLC016547. Email: investorgrievances@nitco.in Website: www.nitco.in

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone) Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2017

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

Rs. in Lacs

Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
Turnover / Total income	72,413.24	72,413.24
Total Expenditure	75,645.60	98,278.21
Net Profit/(Loss) after tax	(3,232.36)	(25,864.97)
Earnings Per Share	(5.91)	(47.29)
Total Assets	137,070.08	137,070.08
Total Liabilities	150,491.70	173,124.31
Net Worth	(13,421.62)	(36,054.23)
Any other financial item(s) (as felt appropriate by the management)	Nil	Nil

II.	Audit	Qualification	(each aud	it qualification se	eparately):

Note No 38 of the accompanying financial statement in respect of non-provision of interest for FY 2016-17 of Rs. 226.33 crore.

- b. Type of Audit Qualification: Qualified Opinion
- c. Frequency of qualification: Repetitive since 31st March 2015
- d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The net worth of the Company has been fully eroded. In view of the above position and the uncertainty involved in ultimate outflow, the Company has not provided for unpaid interest after the date the loans have been classified as NPA with the respective Banks/ financial institutions.

HOUMA

MUMBAI-7

- e. For Audit Qualification(s) where the impact is not quantified by the auditor: Yes
- (i) Management's estimation on the impact of audit qualification: Rs. 226.33 crore
- (ii) If management is unable to estimate the impact, reasons for the same: Not applicable
- (iii) Auditors' Comments on (i) or (ii) above: No further comments offered

III. Signatories:

Vivek Talwar – Chairman & Managing Director:

Ajith Babu – CEO:

Bhaskar G Borkar – CFO

Pradeep Saxena - Audit Committee Chairman;

For A. Husein Noumanali & Co.

Chartered Accountants

Firm Registration No. 107173W

(A. Husein Noumanali)

Proprietor

M. No. 14757

Statement on impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Consolidated) Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2017

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

Rs. in Lacs

Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
Turnover / Total income	74,673.59	74,673.59
Total Expenditure	77,893.98	100,526.59
Net Profit/(Loss) after tax	(3,220.39)	(25,853.00)
Earnings Per Share	(5.89)	(47.26)
Total Assets	147,246.09	147,246.09
Total Liabilities	158,352.44	180,985.05
Net Worth	(13,078.70)	(35,711.31)
Any other financial item(s) (as felt appropriate by the management)	Nil	Nil

II. Audit Qualification (each audit qualification separately):

Note No 38 of the accompanying financial statement in respect of non-provision of interest for FY 2016-17 of Rs. 226.33 crore.

- b. Type of Audit Qualification: Qualified Opinion
- c. Frequency of qualification: Repetitive since 31st March 2015
- d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The net worth of the Company has been fully eroded. In view of the above position and the uncertainty involved in ultimate outflow, the Company has not provided for unpaid interest after the date the loans have been classified as NPA with the respective Banks/financial institutions.

NOUMAN

MUMBAI-

ERED ACC

- e. For Audit Qualification(s) where the impact is not quantified by the auditor: Yes
- (i) Management's estimation on the impact of audit qualification: Rs. 226.33 crore
- (ii) If management is unable to estimate the impact, reasons for the same: Not applicable
- (iii) Auditors' Comments on (i) or (ii) above: No further comments offered

III. Signatories:

Wivek Talwar - Chairman & Managing Director:

Bhaskar G Borkar - CFO

(Ajith Babu - CEO:

Pradeep Saxena - Audit Committee Chairman:

For A. Husein Noumanali & Co.

Chartered Accountants

Firm Registration No. 107173W

(Ă. Husein Noumanali)

Proprietor

M. No. 14757