



LIMITED REVIEW REPORT ON REVIEW OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF TILAKNAGAR INDUSTRIES LIMITED

TO THE BOARD OF DIRECTORS OF TILAKNAGAR INDUSTRIES LIMITED

1. We have reviewed the accompanying statement of consolidated unaudited financial results (the Statement) of Tilaknagar Industries Limited ('the Company') for the quarter 30 September, 2018 and year to date from 1 April 2018 to 30 September 2018 attached herewith. Being submitted by the Company pursuant to Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.
2. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information performed by the Independent Auditor of the entity' specified under section 143(10) of The Companies Act 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. These Consolidated financial results include the second quarter financial results of the following entities:

Holding Company:

- i. Tilaknagar Industries Ltd

Subsidiaries:

- ii. Prag Distillery (P) Ltd (Subsidiary)
- iii. Vahni Distilleries Pvt. Ltd
- iv. Kesarval Spring Distillers Pvt. Ltd
- v. Punjab Expo Breweries Pvt. Ltd
- vi. Mykingdom Ventures Pvt. Ltd
- vii. Studd Projects P Ltd
- viii. Srirampur Grains Pvt. Ltd
- ix. Shivprabha Sugars Ltd

Associate:

- x. Mason & Summers Marketing services Pvt. Ltd

Basis for Qualified Opinion

5. The Company has not impaired one of the ENA plants as required by Indian Accounting Standard (Ind AS 36) Impairment of Assets though there is an indication of impairment. Reference is invited to note no 5 of the statement.



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6. The company has not made Impairment of advances given to certain parties amounting to Rs 6,074.08 Lakhs as required by Indian Accounting Standard (Ind AS 109) 'Financial Instruments'. Reference is invited to Note no.6 of the statement.
7. The Company has not impaired Goodwill of Rs1,175.25 lakhs relating to its wholly owned subsidiary Prag distillery Pvt Ltd as required by Indian Accounting Standard (Ind AS 36) 'Impairment of Assets' though there is an indication of impairment as explained in note 8 of the results.

Qualified Opinion

8. Based on our review conducted as stated above, except for the effect specified in matter described in paragraph 5, 6 and 7 nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the Indian Accounting Standards('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder 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 Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material uncertainty related to Going Concern

9. We draw attention to note 7 in the results that the Company has incurred net loss during the year and due to accumulated losses, the net-worth has eroded. Further the current liabilities have exceeded the total assets. These events indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.
10. The other Auditors have reported that The National Company Law Tribunal ("NCLT") has ordered for liquidation of Prag Distillery (P) Ltd, wholly owned subsidiary of the Company ("Prag") vide its order No. MA 309/2018 in CP1067/ 2017 dated July 26, 2018 under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code"). These events indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.
11. We did not audit the financial statements / information of 4 subsidiaries included in the consolidated financial results whose financial statements reflect total assets of Rs.27,409.77 as at 30 September 2018 and total revenue of Rs 26,266.86 lakhs and Rs.50,148.98 lakhs for the quarter ended 30th September 2018 & for the period from 1st April 2018 to 30th September 2018 respectively and net profit after tax of Rs. 222.66 lacs and Rs.1154.80 lacs for the quarter ended 30th September 2018 & for the period from 1st April 2018 to 30th September 2018 respectively, as considered in the statement. These Financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Ind AS financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of section 143 (3) of the Act insofar as it relates to the aforesaid subsidiaries is based solely on the reports of such auditors.

Our opinion on the consolidated Ind As financial statements is not modified in respect of the above matter with respect to our reliance on the work done and the reports of other auditors



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12. We did not audit the financial statements / information of 4 subsidiaries whose financial statements / information reflect total assets of Rs 20.35 lakhs as at 30 September 2018, total revenue of Rs Nil and Rs Nil for the quarter ended 30th September 2018 and for the period from 1st April 2018 to 30th September 2018 respectively and net loss after tax of Rs. 0.41 lakhs and Rs. 0.44 lakhs for the quarter ended 30th September 2018 and for the period from 1st April 2018 to 30th September 2018 respectively as considered in the statement. The consolidated financial results also include Groups share of net profit / (loss) of Rs Nil for the quarter ended 30 September 2018 in respect of one associate whose financial statements have not been audited by us. This Financial statements / information are unaudited and furnished to us by the management and our opinion on the Consolidated Financial Statements in so far as it relates to the amount and disclosures included in respect of this subsidiary and associates our report in terms of section 143 (3) of the Act in so far as it relates to the aforesaid subsidiary and associates is based solely on such unaudited financial statements / information. In our opinion and according to the information and explanation given to us by the management this financial results / information are not material to the Group.
Our opinion is not modified in respect of the above matter.

For **M. M. Parikh & Co**
Chartered Accountants
Firm Registration No.

Kishor M Parikh
Partner
Membership No. 031110

Place: Mumbai
Date: 31 October, 2018

TILAKNAGAR INDUSTRIES LTD. (CIN: L15420PN1933PLC133303)

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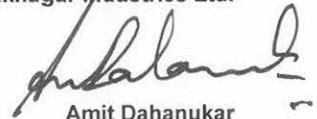
(Rs in lacs)						
Statement of Consolidated Unaudited Financial Results for the Quarter and Half Year ended September 30, 2018						
Particulars	Quarter ended			Half Year ended		Previous Year ended
	30.09.2018 Unaudited	30.06.2018 Unaudited	30.09.2017 Unaudited	30.09.2018 Unaudited	30.09.2017 Unaudited	31.03.2018 (Audited)
I Revenue from operations	40,443.25	32,673.63	22,183.27	73,116.88	36,953.85	1,29,500.86
II Other Income	124.09	120.72	83.99	244.81	167.66	3,327.68
III Total Income (I + II)	40,567.34	32,794.35	22,267.25	73,361.69	37,121.50	1,32,828.54
IV Expenses						
(a) Cost of materials consumed	8,974.89	4,412.92	3,451.64	13,387.81	7,172.19	29,021.28
(b) Purchases of stock-in-trade	-	-	-	-	-	-
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(1,375.54)	1,767.75	(52.94)	392.21	(23.00)	(588.71)
(d) Excise Duty	21,592.54	17,888.99	8,682.00	39,481.53	16,108.50	71,384.16
(e) Employee benefits expense	754.08	534.61	630.20	1,288.69	1,210.76	2,201.28
(f) Finance costs	3,977.67	3,950.26	3,864.72	7,927.93	7,421.50	15,193.95
(g) Depreciation and amortization expense	935.60	925.17	942.71	1,860.77	1,877.82	3,731.13
(h) Other expenses	9,371.00	7,233.20	5,665.61	16,604.20	10,631.78	27,170.00
Total expenses	44,230.24	36,712.90	23,183.94	80,943.14	44,399.55	1,48,113.09
V Profit/(Loss) before exceptional items and tax (III-IV)	(3,662.90)	(3,918.55)	(916.69)	(7,581.45)	(7,278.05)	(15,284.55)
VI Exceptional items	-	-	-	-	-	-
VII Profit/(Loss) before tax (V-VI)	(3,662.90)	(3,918.55)	(916.69)	(7,581.45)	(7,278.05)	(15,284.55)
VIII Tax Expense						
(a) Current tax	550.00	-	-	550.00	-	(171.54)
(b) Deferred tax	-	-	(9.02)	-	(9.02)	-
Total Tax Expense	550.00	-	(9.02)	550.00	(9.02)	(171.54)
IX Profit/(Loss) for the period before Share of Profit/(Loss) of associate (VII-VIII)	(4,212.90)	(3,918.55)	(907.67)	(8,131.45)	(7,269.03)	(15,113.01)
X Share of Profit/(Loss) of associate	-	-	-	-	-	-
XI Profit/(Loss) for the period (IX+X)	(4,212.90)	(3,918.55)	(907.67)	(8,131.45)	(7,269.03)	(15,113.01)
XII Other Comprehensive Income/(Loss)						
(a) Items that will not be reclassified to Profit & Loss						
(i) Remeasurement gain /(loss) in respect of the defined benefit plans	(4.53)	(4.53)	(18.22)	(9.05)	(36.43)	(18.10)
(ii) Deferred tax on remeasurement gain /(loss) in respect of defined benefit plans	-	-	-	-	-	-
(b) Items that will be reclassified to Profit & Loss	-	-	-	-	-	-
Total Other Comprehensive Income/(Loss) for the period [(a)+(b)]	(4.53)	(4.53)	(18.22)	(9.05)	(36.43)	(18.10)
XIII Total Comprehensive Income/(Loss) for the period (XI+XII)	(4,217.43)	(3,923.08)	(925.89)	(8,140.50)	(7,305.46)	(15,131.11)
XIV Profit/Loss for the period attributable to						
(a) Owners of the Company	(4,212.90)	(3,918.55)	(907.67)	(8,131.45)	(7,269.03)	(15,113.01)
(b) Non-Controlling Interests	-	-	-	-	-	-
XV Other Comprehensive Income/(Loss) for the period attributable to						
(a) Owners of the Company	(4.53)	(4.53)	(18.22)	(9.05)	(36.43)	(18.10)
(b) Non-Controlling Interests	-	-	-	-	-	-
XVI Total Comprehensive Income/(Loss) for the period attributable to						
(a) Owners of the Company	(4,217.43)	(3,923.08)	(925.89)	(8,140.50)	(7,305.46)	(15,131.11)
(b) Non-Controlling Interests	-	-	-	-	-	-
XVII Paid-up equity share capital (Face value of Rs. 10/- per Share)	12,503.38	12,493.12	12,475.61	12,503.38	12,475.61	12,475.61
XVIII Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						(25,479.53)
XIX Earnings Per Equity Share of Rs. 10/- each (not annualized)						
(a) Basic (Rs.)	(3.37)	(3.14)	(0.73)	(6.51)	(5.83)	(12.11)
(b) Diluted (Rs.)	(3.37)	(3.14)	(0.73)	(6.51)	(5.83)	(12.11)

Notes :

- 1 The above Results have been reviewed by the Audit Committee and approved by the Board of Directors at its Meeting held on October 31, 2018 and have been subjected to a limited review by the Statutory Auditors.
- 2 The financial results for all periods presented have been prepared in accordance with recognition and measurement principles laid down in the IND-AS 34 : Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The Unaudited Consolidated Financial Results have been prepared by the Company in accordance with IND-AS 110: Consolidated Financial Statements and IND-AS 28: Accounting for Investments in Associate in Consolidated Financial Statements prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies.
- 4 The Company is predominantly engaged in the business of manufacture and sale of Indian Made Foreign Liquor (IMFL) and its related products, which constitute a single business segment as per IND-AS 108: Operating Segments. Accordingly, disclosure in accordance with the provisions of Circular issued by the SEBI on July 05, 2016 is not applicable.
- 5 The Company had applied to the State government authorities for dual feed permission for manufacture of ENA through molasses as well as grain at one of its ENA Plants. Permission has been received for operating the fermentation section for one year. It is expected that permission for operating the distillation section also will be received soon. In view of this the management believes that there is no impairment in value of its ENA Plant and hence the recoverable amount of the ENA Plant is not required to be estimated.
- 6 In lieu of advances given to certain parties amounting to Rs. 6,074.08 lacs, the Company had received land from one of the group concerns of the parties. The land received has been registered in the name of the Company. The advances have not been adjusted against payables of the group concern pending certain formalities to be completed on the part of the said parties. In view of this, the management believes that no provision is considered necessary in the books of accounts.
- 7 The Company's net worth has eroded, however, there is an improvement in operational performance of the liquor business in terms of higher sales, market share and margins in the southern states. The Company is also in active discussion with the lenders on debt restructuring. Hence, the accounts are prepared on going concern basis.
- 8 The National Company Law Tribunal ("NCLT") has ordered for liquidation of Prag Distillery (P) Ltd, wholly owned subsidiary of the Company ("Prag") vide its order No. MA 309/2018 in CP 1067/2017 dated July 26, 2018, as a going concern. Hence, the accounts have been prepared on a going concern basis.
- 9 The Company has defaulted in repayment of principal dues of loans as well as interest payable to banks and financial institutions except for making certain on account payments to banks and Edelweiss Asset Reconstruction Company Limited. The Company is in active discussion with the all the lenders for debt restructuring / one time settlement. However, interest has been provided in books of accounts on the principal outstanding at original contracted rates.
- 10 The Standalone and Consolidated unaudited financial results of the Company for the quarter and half year ended September 30, 2018 are available on the Company's website (www.tilind.com) and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).
- 11 The previous period figures have been regrouped and reclassified wherever necessary.

Particulars	(Rs. in lacs)	
	As at Half Year ended	
	30.09.2018	30.09.2017
	(Unaudited)	(Unaudited)
A ASSETS		
NON-CURRENT ASSETS		
(a) Property, Plant and Equipment	54,366.74	49,275.64
(b) Capital Work-in-Progress	11,479.34	11,416.55
(c) Investment Property	-	-
(d) Goodwill	2,326.23	2,326.23
(e) Other Intangible Assets	237.22	686.51
(f) Financial Assets		
(i) Investments	3.77	153.77
(ii) Loans	5.78	554.97
(iii) Other Financial Assets	12.20	-
(g) Income Tax Assets (net)	192.08	128.35
(h) Deferred Tax Assets (net)	-	322.35
(i) Other Non-Current Assets	7,668.14	7.08
Total Non-Current Assets	76,291.50	64,871.46
CURRENT ASSETS		
(a) Inventories	7,176.40	7,526.57
(b) Financial Assets		
(i) Investments	3,698.87	6,035.73
(ii) Trade Receivable	19,766.29	7,863.98
(iii) Cash and Cash Equivalents	3,297.51	966.59
(iv) Bank Balance other than (iii) above	163.02	31.50
(v) Loans	2.57	35,466.82
(vi) Other Financial Assets	6,872.87	5,025.56
(c) Income Tax Assets (net)	-	-
(d) Other Current Assets	10,209.34	538.28
Total Current Assets	51,186.87	63,455.04
TOTAL ASSETS	1,27,478.37	1,28,326.50
B EQUITY AND LIABILITIES		
EQUITY		
(a) Equity Share Capital	12,503.38	12,475.61
(b) Other Equity	(33,587.66)	(21,803.85)
(i) Equity attributable to Owners of the Company	(21,084.28)	(9,328.24)
(ii) Non-Controlling Interests	-	-
Total Equity	(21,084.28)	(9,328.24)
LIABILITIES		
NON-CURRENT LIABILITIES		
(a) Financial Liabilities		
(i) Borrowings	8.91	-
(ii) Other Financial Liabilities	12,408.45	2,814.77
(b) Provisions	356.61	278.22
(c) Deferred Tax Liabilities (net)	-	4,592.34
(d) Other Non-Current Liabilities	-	-
Total Non-Current Liabilities	12,773.97	7,685.33
CURRENT LIABILITIES		
(a) Financial Liabilities		
(i) Borrowings	80,199.18	90,304.58
(ii) Trade Payables	16,270.79	13,442.33
(iii) Other Financial Liabilities	36,735.93	25,007.08
(b) Provisions	1,629.57	739.19
(c) Income Tax Liabilities (net)	561.57	265.30
(d) Other Current Liabilities	391.64	210.93
Total Current Liabilities	1,35,788.68	1,29,969.41
TOTAL EQUITY AND LIABILITIES	1,27,478.37	1,28,326.50

By Order of the Board
For Tilaknagar Industries Ltd.



Amit Dahanukar
Chairman & Managing Director

Place: Mumbai
Date : October 31, 2018