

February 09, 2016

To,  
The Department of Corporate Services,  
**BSE Limited**  
P J Towers,  
Dalal Street, Fort  
Mumbai – 400001

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra – Kurla Complex,  
Bandra (East), Mumbai 400 051

**BSE: Security Code: 504008(Equity)**

**NSE: EMCO**

**Subject: Outcome of the Board Meeting**

Dear Sir,

This is to inform you that the Board of Directors at their meeting held today has, inter-alia, considered and approved the Un-audited Financial Results of the Company for the Third quarter ended December 31, 2015 (Copy of the results is enclosed).

The said Un-audited Financial Results have been reviewed by the Statutory Auditors of the Company (Copy of limited review report is enclosed).

Further, the Board of Directors of the Company has decided to withdraw the Scheme of Arrangement between EMCO Limited and EMCO Infrastructure Limited pursuant to provisions of Sections 391 to 394 of the Companies Act, 1956 for transfer of its Infrastructure business undertaking to its wholly owned subsidiary EMCO Infrastructure Limited. The Board took the decision, in view of change in the current market conditions and scenario related to infrastructure business and lack of interest shown by Investors in Infrastructure Sector globally and particularly in India.

Please take the same on your record and acknowledge receipt of the same.

Thanking you,  
Yours faithfully,  
For EMCO LIMITED



.....  
**Ganesh Tawari**  
**Company Secretary & Compliance Officer**

Encl.: as above



## EMCO LIMITED

Registered Office : N-104, MIDC Area, Village - Mehrun, Jalgaon - 425 003, Maharashtra, India.

Tel- 257 2272 462, Email - emco.corporate@emco.co.in

Corporate Office : 1st Floor, Piramal Tower, Peninsula Corporate Park, G. K. Kadam Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India.

### STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTH ENDED 31ST DECEMBER 2015 CIN:L31102MH1964PLC013011

(₹ in Lakhs)

Sr. No.	PARTICULARS	STANDALONE					
		Quarter ended			Nine months ended		Year ended
		31-Dec-2015 Unaudited	30-Sep-2015 Unaudited	31-Dec-2014 Unaudited	31-Dec-2015 Unaudited	31-Dec-2014 Unaudited	31-Mar-2015 Audited
1	Income from Operations						
	(a) Net Sales/ Income from Operations (Net of Excise Duty)	20,632.31	15,160.33	23,947.13	49,998.87	61,456.77	90,675.26
	(b) Other Operating Income	23.44	76.65	40.16	330.65	458.80	548.02
	Total Income from operations (net) (a + b)	20,655.75	15,236.98	23,987.29	50,329.52	61,915.57	91,223.28
2	Expenses						
	(a) Cost of materials consumed	7,654.85	12,507.62	12,843.63	28,879.48	42,760.27	59,202.75
	(b) Purchases of Stock in Trade	10,011.22	-	3,122.76	11,258.89	3,122.76	8,483.10
	(c) Changes in inventories of finished goods and work-in-progress	(713.91)	(1,717.01)	2,834.22	(1,236.58)	319.18	2,145.94
	(d) Employee benefits expense	810.96	1,072.97	777.14	2,927.61	2,833.55	3,977.53
	(e) Depreciation and amortisation expense	491.11	490.24	430.67	1,477.50	1,521.83	1,958.74
	(f) Other expenses	2,185.94	1,576.39	2,034.65	4,627.79	5,405.28	8,180.38
	Total Expenses	20,440.17	13,930.20	22,043.06	47,934.69	55,962.87	83,948.44
3	Profit from Operations before other income and finance costs (1-2)	215.58	1,306.78	1,944.22	2,394.83	5,952.70	7,274.84
4	Other Income	42.89	21.02	-	63.91	20.01	20.01
5	Profit from ordinary activities before finance costs (3+4)	258.47	1,327.79	1,944.22	2,458.74	5,972.71	7,294.85
6	Finance Costs (net)	2,016.59	2,376.95	1,837.34	6,287.52	5,564.16	6,687.84
7	Profit / (Loss) from Ordinary activities before tax (5-6)	(1,758.12)	(1,049.16)	106.88	(3,828.78)	408.55	607.01
8	Tax Expenses	(527.40)	(351.66)	20.60	(1,188.41)	121.39	281.56
9	Net Profit / (Loss) for the period (7-8)	(1,230.72)	(697.50)	86.28	(2,640.37)	287.16	325.45
10	Paid-up Equity Share Capital (Face value of ₹2 each)	1,351.52	1,351.52	1,302.74	1,351.52	1,302.74	1,351.52
11	Reserves (excluding Revaluation Reserves)						56,837.42
12	Earnings Per Share (EPS)*						
	(a) 1. Basic EPS before extraordinary items (₹/share)	(1.82)	(1.03)	0.13	(3.90)	0.44	0.50
	2. Diluted EPS before extraordinary items (₹/share)	(1.82)	(1.03)	0.13	(3.90)	0.43	0.50
	(b) 1. Basic EPS after extraordinary items (₹/share)	(1.82)	(1.03)	0.13	(3.90)	0.44	0.50
	2. Diluted EPS after extraordinary items (₹/share)	(1.82)	(1.03)	0.13	(3.90)	0.43	0.50
	(* Not Annualized for the Quarter)						

- 1 The above financial results were reviewed by the Audit Committee and taken on record by Board of Directors at their meeting held on 9th February 2016.
- 2 The Statutory Auditors of the Company have conducted a Limited Review of the above Financial Results.
- 3 The Company has only one reportable Segment i.e. Transmission and Distribution Segment within Power Sector.
- 4 Previous quarter / year figures have been regrouped, re-arranged and re-classified wherever necessary to conform to current quarter's classification.
- 5 Company has made Investment and loans aggregating to ₹ 9,787.05 Lacs into its wholly owned subsidiary Emco Power Limited, which is setting up power projects in the state of Chhattisgarh and Odisha through joint venture companies. Said Investment has been utilised towards project development expenditure like feasibility studies, acquisition of land, allocation of water, EIA studies and other pre-operative expenses. The work on these projects has been temporarily suspended by the management due to unfavourable economic scenario and uncertainties, specially in power sector. Looking at the stage of the project, management is of view that impairment of investment and loan aggregating to ₹ 9,787.05 Lacs is not necessary.
- 6 In respect of certain trade receivables, the customers have withheld amount aggregating to ₹ 5,805 Lacs on account of liquidated damages and other deductions. The Company has or is in the process of taking legal action for recovery of above amounts. Management considers these amounts as good of recovery and on the basis of legal advice, no provision has been made on the same.
- 7 The Board of Directors of the Company at its meeting held on February 9, 2016 has decided to withdraw the Scheme of Arrangement pursuant to provisions of Sections 391 to 394 of the Companies Act, 1956 for transfer of its Infrastructure business undertaking to its wholly owned subsidiary EMCO Infrastructure Limited.

Place : Mumbai  
Date : 9th February, 2016



For EMCO LIMITED

Rajesh S. Jain  
Chairman  
DIN:00005829



www.emco.co.in

## Independent Auditors' Review Report

To,  
The Board of Directors,  
**EMCO Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of **EMCO Limited** for the quarter and nine month ended 31<sup>st</sup> December, 2015. 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 these financial statements based on our review.
2. 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" 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 financial statements are free of material misstatement. 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.
3. Without qualifying our review opinion, we draw attention to note no.5 of accompanying statement regarding the Investments and loan aggregating to Rs. 9787.05 Lacs into its wholly owned subsidiary Emco Power Limited (EPL), which is setting up power projects in the state of Chhattisgarh and Odisha through joint venture companies. There has been temporary suspension of work on these projects by the management for the reasons stated therein. In the event, prolong delay, carrying value of the said investment will require to be adjusted for impairment.
4. Without qualifying our review opinion, we draw attention to note no.6 of accompanying statement the liquidated damages/deduction made by customers aggregating to Rs.5805 lacs, which are carried as Trade Receivables. The company has or is in the process of taking legal action for recovery of the same. Pending outcome of the matters which are presently unascertainable, no adjustments have been made in the accompanying financial results.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement prepared in accordance with the Accounting Standards issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply as per Section 133 of the Companies Act, 2013 , read with Rule 7 of the Companies (Accounts) Rule, 2014 , and other recognised accounting practices and policies 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.

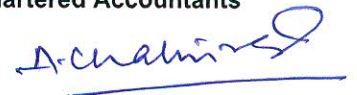
For **P. RAJ & CO.**  
Chartered Accountants



**Sanjay Chheda**  
Partner  
Membership No. 103938  
Firm Registration No. 108310W  
Mumbai, February 9, 2016



For **Chaturvedi & Shah**  
Chartered Accountants



**Amit Chaturvedi**  
Partner  
Membership No. 103141  
Firm Registration No. 101720W  
Mumbai, February 9, 2016

