

**THERMAX LIMITED** THERMAX HOUSE, 14 MUMBAI PUNE ROAD, WAKDEWADI,  
PUNE 411 003. INDIA ☐ TEL.: (020) 25542122, 25542263 ☐ FAX : (020) 25541226  
Website : www.thermaxglobal.com☐ IT PAN - AAAC 3910D  
Customer Care : 18002090115 (India Toll Free)

Corporate Finance



AA/TL-36/03028  
May 25, 2016

**The Secretary**  
**BSE Ltd,**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai - 400 051**

**Company's Scrip Code: Thermax Eq. / 500411**  
**Fax No: Fax No: 022-26598237/38**

**Sub: Audited Financial Results for the quarter & year ended March 31,  
2016 and recommendation of final dividend for the financial  
year 2015- 16**

**Ref: Regulation 30 of SEBI (LODR) Regulations, 2015**

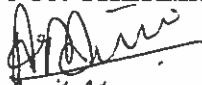
Dear Sir,

- 1 The Board of Directors at their meeting held on May 25, 2016 have approved the audited financial results of the Company for the quarter & year ended March 31, 2016. In terms of Regulation 30 & 33(3) of SEBI (LODR) Regulations, 2015 , we are enclosing following documents for your records-
  - I. Audited Financial Results Standalone & Consolidated
  - II. Audit Reports issued by the Statutory Auditors on Standalone & Consolidated Financial Results.
  - III. Form A (Audit report with unmodified opinion for Standalone & Consolidated Financial Results).
- 2 We further wish to inform you that the Board of Directors at their meeting held on May 25, 2016 have recommended a dividend of Rs.6/- per equity share of Rs 2/- each (300%), for the financial year 2015-2016, subject to approval of the shareholders at the ensuing 35<sup>th</sup> Annual General Meeting. The dividend if approved will be paid to those members whose names appear on the Register of Members on July 30, 2016.
- 3 We are also enclosing the Press Release giving *inter alia*, highlights of the financial results.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,  
**FOR THERMAX LIMITED,**

  
Amit Atre  
Company Secretary

Encl: As above

**THERMAX LIMITED**  
 Regd. Office: D-13, M.J.D.C. Industrial Area, R.D. Aga Road, Chinchwad, Pune - 411 019  
 Corporate Identity Number - L29299PN1980PLC022787  
 Statement of audited financial results for the quarter and year ended March 31, 2016

(Rs. in Crore)

Particulars	Standalone					Consolidated	
	Quarter ended		Year ended			Year ended	
	31.03.2016 (Audited) Refer Note 5	31.12.2015 (Unaudited)	31.03.2015 (Audited) Refer Note 5	31.03.2016 (Audited)	31.03.2015 (Audited)	31.03.2016 (Audited)	31.03.2015 (Audited)
<b>Part I:</b>							
<b>1 Income from Operations :</b>							
(a) Net Sales/Income from Operations (Net of excise duty)	1,262.07	996.59	1,477.04	4,286.71	4,544.18	5,425.28	5,241.93
(b) Other Operating Income	31.11	33.79	31.32	65.07	58.53	76.23	62.48
<b>Total Income from operations (net)</b>	<b>1,293.18</b>	<b>1,030.38</b>	<b>1,508.36</b>	<b>4,351.78</b>	<b>4,602.71</b>	<b>5,501.51</b>	<b>5,304.41</b>
<b>2 Expenses :</b>							
(a) Cost of materials consumed	764.26	606.73	923.17	2,604.75	2,730.78	2,849.99	2,763.66
(b) Purchases of stock-in-trade	27.15	9.90	20.21	65.18	69.85	111.06	78.74
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(0.71)	0.49	(7.79)	(6.39)	(24.74)	(26.75)	23.28
(d) Employee benefits expense	122.74	118.14	125.98	454.24	450.28	707.58	706.13
(e) Depreciation and amortisation expense	13.47	16.01	15.31	60.90	64.12	129.84	134.12
(f) Other expenses	261.56	207.33	284.25	845.43	912.31	1,411.54	1,271.19
<b>Total expenses</b>	<b>1,188.47</b>	<b>958.60</b>	<b>1,361.13</b>	<b>4,024.11</b>	<b>4,202.60</b>	<b>5,183.26</b>	<b>4,977.12</b>
<b>3 Profit from operations before other income, finance costs and exceptional items (1-2)</b>	<b>104.71</b>	<b>71.78</b>	<b>147.23</b>	<b>327.67</b>	<b>400.11</b>	<b>318.25</b>	<b>327.29</b>
4 Other Income	47.79	24.11	57.60	109.85	116.62	134.61	123.03
<b>5 Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>152.50</b>	<b>95.89</b>	<b>204.83</b>	<b>437.52</b>	<b>516.73</b>	<b>452.86</b>	<b>450.32</b>
6 Finance costs	0.08	0.20	12.41	0.61	19.69	63.44	81.97
<b>7 Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>152.42</b>	<b>95.69</b>	<b>192.42</b>	<b>436.91</b>	<b>497.04</b>	<b>389.42</b>	<b>368.35</b>
8 Exceptional items	-	-	-	-	-	-	49.42
<b>9 Profit from Ordinary Activities before Tax (7+8)</b>	<b>152.42</b>	<b>95.69</b>	<b>192.42</b>	<b>436.91</b>	<b>497.04</b>	<b>389.42</b>	<b>318.93</b>
10 Tax expense	41.27	27.85	60.10	131.39	161.10	146.83	170.80
<b>11 Net Profit from Ordinary Activities after Tax (9-10)</b>	<b>111.15</b>	<b>67.84</b>	<b>132.32</b>	<b>305.52</b>	<b>335.94</b>	<b>242.59</b>	<b>148.13</b>
12 Extraordinary Items (net of tax expenses)	-	-	-	-	-	-	-
<b>13 Net Profit for the Period (11-12)</b>	<b>111.15</b>	<b>67.84</b>	<b>132.32</b>	<b>305.52</b>	<b>335.94</b>	<b>242.59</b>	<b>148.13</b>
14 Share of (loss) of associate companies	-	-	-	-	-	(1.57)	-
15 Minority Interest	-	-	-	-	-	(34.34)	(61.64)
<b>16 Net Profit after taxes, minority interest and share of loss of associates (13+14-15)</b>						<b>275.36</b>	<b>209.77</b>
17 Paid-up Equity Share Capital (Face Value of Rs. 2/- each)	23.83	23.83	23.83	23.83	23.83	23.83	23.83
18 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	2,463.29	2,242.99	2,331.24	2,122.58
19 Earnings Per Share before and after Extraordinary items (not annualised) Basic and Diluted Rs.	9.33	5.69	11.10	25.64	28.19	23.11	17.60
See accompanying notes to the Financial Results							

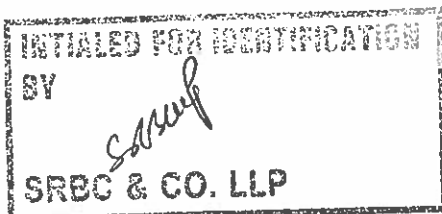
**Notes to financial results**

**1. Statement of Assets and Liabilities**

(Rs. in Crore)

Particulars	Standalone		Consolidated	
	Year ended		Year ended	
	31.03.2016 (Audited)	31.03.2015 (Audited)	31.03.2016 (Audited)	31.03.2015 (Audited)
<b>A EQUITY AND LIABILITIES</b>				
1 Shareholders' funds				
(a) Share capital	23.83	23.83	23.83	23.83
(b) Reserves and surplus	2,463.29	2,242.99	2,331.24	2,122.58
<b>Sub-total - Shareholders' funds</b>	<b>2,487.12</b>	<b>2,266.82</b>	<b>2,355.07</b>	<b>2,146.41</b>
2 Minority Interest	-	-	99.81	78.01
3 Non-current liabilities				
(a) Long-term borrowings	0.55	0.72	33.60	494.24
(b) Other long-term liabilities	62.08	46.16	90.98	87.53
(c) Long-term provisions	3.51	4.61	15.06	8.85
<b>Sub-total - Non-current liabilities</b>	<b>66.14</b>	<b>51.49</b>	<b>139.64</b>	<b>590.62</b>
4 Current liabilities				
(a) Short-term borrowings	90.75	104.21	139.99	127.47
(b) Trade payables	826.88	871.92	981.48	1,062.70
(c) Other current liabilities	1,195.96	1,371.75	2,184.97	1,716.43
(d) Short-term provisions	292.30	344.89	334.95	367.54
<b>Sub-total - Current liabilities</b>	<b>2,405.89</b>	<b>2,692.77</b>	<b>3,641.39</b>	<b>3,274.14</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>4,959.15</b>	<b>5,011.08</b>	<b>6,235.91</b>	<b>6,089.18</b>
<b>B ASSETS</b>				
1 Non-current assets				
(a) Fixed assets	644.52	648.48	1,479.26	1,474.33
(b) Non-current investments	667.18	474.19	78.11	0.10
(c) Deferred tax Assets (net)	54.56	17.76	47.24	10.38
(d) Long-term loans and advances	217.81	211.81	332.30	295.23
(e) Trade receivables	63.17	93.07	66.37	98.64
(f) Other non-current assets	0.16	0.17	24.44	25.23
<b>Sub-total - Non-current assets</b>	<b>1,647.40</b>	<b>1,445.48</b>	<b>2,027.72</b>	<b>1,903.91</b>
2 Current assets				
(a) Current investments	838.69	783.07	901.15	821.66
(b) Inventories	224.77	315.95	343.52	430.97
(c) Trade receivables	1,300.93	1,538.72	1,519.96	1,775.74
(d) Cash and bank balances	178.36	257.21	400.20	384.36
(e) Short-term loans and advances	175.14	191.05	204.47	238.20
(f) Other current assets	503.86	479.60	838.89	534.34
<b>Sub-total - Current assets</b>	<b>3,311.75</b>	<b>3,565.60</b>	<b>4,208.19</b>	<b>4,185.27</b>
<b>TOTAL - ASSETS</b>	<b>4,959.15</b>	<b>5,011.08</b>	<b>6,235.91</b>	<b>6,089.18</b>

Sustainable Solutions in Energy & Environment



**THERMAX LIMITED**  
 Regd. Office : D-13, M.I.D.C. Industrial Area, R.D.Aga Road, Chinchwad, Pune - 411 019  
 Corporate Identity Number - L29299PN1980PLC022787  
 Statement of audited financial results for the quarter and year ended March 31, 2016

**2. Segmentwise Revenue, Results and Capital Employed**

(Rs. in Crore)

Particulars	Consolidated	
	Year ended	
	31.03.2016 (Audited)	31.03.2015 (Audited)
1 Segment Revenue		
a. Energy	4,545.83	4,383.62
b. Environment	1,044.08	1,070.84
c. Other		-
Total	5,589.91	5,454.46
Less: Inter Segment Revenue	88.40	150.05
<b>Net Sales/ Income From Operations</b>	<b>5,501.51</b>	<b>5,304.41</b>
2 Segment Results		
Profit/(Loss) before Tax and Interest from each Segment		
a. Energy	369.27	320.05
b. Environment	71.74	79.29
c. Other	(5.17)	(2.42)
Total	435.84	396.92
Less : i) Interest	63.44	81.95
ii) Other Unallocable Expenditure net of unallocable income	(17.02)	(3.96)
<b>Total Profit before Tax</b>	<b>389.42</b>	<b>318.93</b>
3 Capital Employed		
a. Energy	1,381.86	1354.37
b. Environment	354.16	326.25
c. Other	24.56	12.03
d. Unallocated	694.30	531.77
<b>Total Capital Employed</b>	<b>2,454.88</b>	<b>2,224.42</b>

3. The above audited financial results, reviewed by the Audit Committee, were approved at the meeting of the Board of Directors held on May 25, 2016.

4. The Board of Directors has recommended a dividend of Rs. 6/- per share of face value of Rs 2/- (300 %) which is subject to approval of shareholders at 35th Annual General Meeting.

5. The figures for the last quarter of FY 2015-16 and of FY 2014-15 are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto third quarter.

6. During the year, the commissioner of Central Excise, upon adjudication of the show cause-cum-demand notices issued by the Department from time to time for the periods ending 31<sup>st</sup> March 2015 (referred to in the notes to the financial statements for the financial year 2014-15) has passed orders raising demands of Rs. 1,263.24 crore (including penalty but excluding interest not presently quantified). This demand is of excise duty payable on inclusion of the cost of bought out items in the assessable value of certain products manufactured by the company, though such duty paid bought out items are directly dispatched by the manufacturers thereof to the ultimate customer, without being received in the company's factory. The company has filed an appeal against the initial order received before CESTAT, Mumbai, and is in the process of filing an appeal against the subsequent order. Based on an independent legal advice, the company is confident of the issue being ultimately decided in its favour and accordingly no provision has been considered necessary by the company in this regard as also for the period thereafter till 31st March 2016.

Further, for the period April 2015 to September 2015 show cause notice of Rs. 61.27 crore has been received for the similar matter which is pending adjudication.

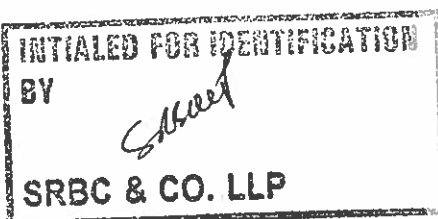
7. Previous periods' figures, including those related to segments, have been regrouped wherever necessary to conform to current periods' groupings /classification.

For Thermax Limited

  
 Mrs. Meher Pudumjee  
 Chairperson

Place: Pune  
 Date: May 25, 2016

Sustainable Solutions in Energy & Environment



S R B C & Co. LLP  
Chartered Accountants  
C - 401, Fourth Floor  
Panchshil Tech Park  
Yerwada, Pune - 411 006

B. K. Khare & Co  
Chartered Accountants  
706/708, Sharda Cambers,  
New Marine Lines  
Mumbai - 400 020

**Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**



To  
Board of Directors of  
Thermax Limited

1. We have audited the quarterly financial results of Thermax Limited ('the Company') for the quarter ended March 31, 2016 and the financial results for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2016 and the published year-to-date figures up to December 31, 2015, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2016 and year to date ended March 31, 2016 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2015, the audited annual financial statements as at and for the year ended March 31, 2016, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended December 31, 2015 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2016; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
  - ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2016 and for the year ended March 31, 2016.
4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2016 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2016 and the published year-to-date figures up to December 31, 2015, being the date of the end of the third quarter of the current financial year, as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



5. We draw attention to note 6 of the financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and show cause notice of Rs. 61.27 crores. The demand is in relation to excise duty for the period July 2000 to March 2015 after inclusion of cost of components directly supplied by the Company's vendor to the Company's customer for turnkey contracts executed by the Company and show cause notice is for the period from April 2015 to September 2015. The Company has filed an appeal against the first order and is in the process of filing an appeal against the subsequent order. Based on advice of external legal counsel, no provision has been considered necessary by the Company in this regard as also for similar liability for the subsequent period till March 31, 2016. Our conclusion is not qualified in respect of this matter.

For **S R B C & CO LLP**  
ICAI Firm registration number:  
324982E/ E300003  
Chartered Accountants

per **Tridevjal Khandajal**  
Partner  
Membership No.: 501160  
Place: Pune  
Date: May 25, 2016

For **B. K. Khare & Co**  
ICAI Firm registration number:  
105102W  
Chartered Accountants



per **H.P. Mahajani**  
Partner  
Membership No.: 030168  
Place: Pune  
Date: May 25, 2016



S R B C & Co. LLP  
Chartered Accountants  
C - 401, Fourth Floor  
Panchshil Tech Park  
Yerwada, Pune - 411 006

B. K. Khare & Co  
Chartered Accountants  
706/708, Sharda Chambers,  
New Marine Lines  
Mumbai - 400 020

**Auditor's Report on Consolidated Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
Board of Directors of  
Thermax Limited

1. We have audited the consolidated financial results of Thermax Limited ('the Company'), comprising its subsidiaries (together, 'the Group') and its associates for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The consolidated financial results for the year ended March 31, 2016 have been prepared on the basis of the audited annual consolidated financial statements as at and for the year ended March 31, 2016 and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated financial statements as at and for the year ended March 31, 2016 which were prepared in accordance with the applicable accounting standards and other accounting principles generally accepted in India and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. The accompanying consolidated financial results includes total assets of Rs.1276.72 Crores as at March 31, 2016 and total revenues of Rs 1149.7 Crores for the year ended on that date, in respect of 23 subsidiaries which have been audited either by one of us or jointly by both of us or by other auditors, whose financial statements, other financial information and auditors reports have been furnished to us by the Management. Our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries in so far as it relates to the aforesaid subsidiaries, is based on the reports of such other auditors.
4. The accompanying consolidated financial statements includes the Company's share of net loss of Rs. 1.57 crores for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of one associate, whose financial statements, other financial information have not been audited and whose unaudited financial statements, other unaudited financial information have been furnished to us by the Management. Our opinion, in so far as it relates amounts and disclosures included in respect of the associate, is based solely on such unaudited financial statement and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.



5. We draw attention to note 6 of the financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and show cause notice of Rs. 61.27 crores. The demand is in relation to excise duty for the period July 2000 to March 2015 after inclusion of cost of components directly supplied by the Company's vendor to the Company's customer for turnkey contracts executed by the Company and show cause notice is for the period from April 2015 to September 2015. The Company has filed an appeal against the first order and is in the process of filing an appeal against the subsequent order. Based on advice of external legal counsel, no provision has been considered necessary by the Company in this regard as also for similar liability for the subsequent period till March 31, 2016. Our conclusion is not qualified in respect of this matter.
6. In our opinion and to the best of our information and according to the explanations given to us, these consolidated financial results for the year:
- a. include the year-to-date results of the following entities
    - i. Thermax Engineering Construction Company Limited, India
    - ii. Thermax Instrumentation Limited, India
    - iii. Thermax Sustainable Energy Solutions Limited, India
    - iv. Thermax Onsite Energy Solutions Limited, India
    - v. Thermax SPX Energy Technologies Limited, India
    - vi. Thermax Babcock & Wilcox Energy Solutions Private Limited, India
    - vii. Thermax International Limited, Mauritius
    - viii. Thermax Europe Limited, United Kingdom
    - ix. Thermax Inc, United States of America
    - x. Thermax do Brasil Energia e Equipamentos Ltda, Brazil
    - xi. Thermax (Zhejiang) Cooling & Heating Engineering Co. Limited, China
    - xii. Thermax Netherlands B.V., Netherlands
    - xiii. Thermax Denmark ApS, Denmark
    - xiv. Danstoker A/S, Denmark
    - xv. Ejendomsanpartsselskabet Industrivej Nord 13, Denmark
    - xvi. Omnical Kessel- und Apparatebau GmbH, Germany
    - xvii. Thermax SDN. BHD, Malaysia
    - xviii. Rifox - Hans Richter GmbH Spezialarmaturen, Germany
    - xix. Boilerworks A/S, Denmark
    - xx. Boilerworks Properties ApS, Denmark
    - xxi. Thermax Senegal S.A.R.L., Senegal
    - xxii. PT Thermax International Indonesia, Indonesia
    - xxiii. Thermax Engineering Singapore Pte. Limited, Singapore
    - xxiv. First Energy Private Limited
  - b. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in this regard; and



- c. give a true and fair view of the consolidated net profit and other financial information for the consolidated year to date results for the year ended March 31, 2016.


For **S R B C & CO LLP**  
ICAI Firm registration number:  
324982E/ E300003  
Chartered Accountants

  
per **Tridevlat Khanderwal**  
Partner  
Membership No.: 501166



Place: Pune  
Date: May 25, 2016

For **B. K. Khare & Co**  
ICAI Firm registration number:  
105102W  
Chartered Accountants

  
per **H.P. Mahajani**  
Partner  
Membership No.: 030168



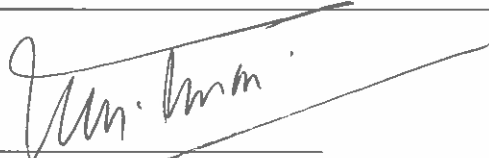
Place: Mumbai  
Date: May 25, 2016



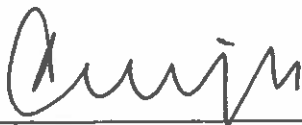





## FORM A

(For Audit Report with unmodified opinion)

[Pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015]

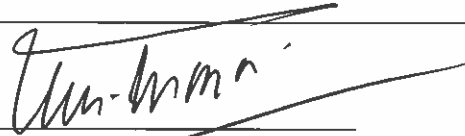
1.	Name of the Company:	Thermax Limited
2.	Annual financial statements for the year ended	31st March 2016 (Standalone)
3.	Type of Audit observation	<p>Matter of Emphasis :</p> <p>We draw your attention to note 6 to the financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and show cause notice of Rs. 61.27 crores. The demand is in relation to excise duty for the period July 2000 to March 2015 after inclusion of cost of components directly supplied by the Company's vendor to the Company's customers for turnkey contracts executed by the Company and show cause notice is for the period from April 2015 to September 2015. The Company has filed an appeal against the said order and is in the process of filing an appeal against the subsequent order. Based on advice of external legal counsel, no provision has been considered necessary by the Company in this regard as also for similar liability for the subsequent period till March 31, 2016. Our conclusion is not qualified in this respect of this matter.</p>
4.	Frequency of observation	Appearing in the Limited Review Report for the quarter and nine months ended on December 31, 2015.
5.	To be signed by	
	<ul style="list-style-type: none"><li>CEO/Managing Director</li></ul>	<p> (M.S. Unnikrishnan) Managing Director &amp; CEO DIN : 01460245</p>



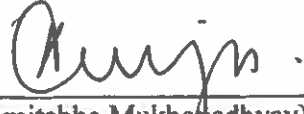


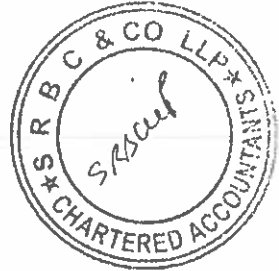


<ul style="list-style-type: none"> <li>• CFO</li> </ul>	 (Amitabha Mukhopadhyay) Group CFO & Member-Executive Council
<ul style="list-style-type: none"> <li>• Auditor of the company</li> </ul>	  (H.P. Mahajani) Partner – M/s. B.K. Khare & Co - Statutory Auditors ICAI Firm Registration No :105102W    (Tridevial Khandelwal) Partner- SRBC & CO LLP - Statutory Auditors ICAI Firm Registration No : 324982E/E300003
<ul style="list-style-type: none"> <li>• Audit Committee Chairman</li> </ul>	 (Nawshir Mirza) Chairman of the Audit Committee DIN: 00044816



**FORM A****(For Audit Report with unmodified opinion)****[Pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015]**

1.	Name of the Company:	Thermax Limited
2.	Annual financial statements for the year ended	31st March 2016 (Consolidated)
3.	Type of Audit observation	<p>Matter of Emphasis :</p> <p>We draw your attention to note 6 to the financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and show cause notice of Rs. 61.27 crores. The demand is in relation to excise duty for the period July 2000 to March 2015 after inclusion of cost of components directly supplied by the Company's vendor to the Company's customers for turnkey contracts executed by the Company and show cause notice is for the period from April 2015 to September 2015. The Company has filed an appeal against the said order and is in the process of filing an appeal against the subsequent order. Based on advice of external legal counsel, no provision has been considered necessary by the Company in this regard as also for similar liability for the subsequent period till March 31, 2016. Our conclusion is not qualified in this respect of this matter.</p>
4.	Frequency of observation	Appearing in the Limited Review Report for the quarter and nine months ended on December 31, 2015
5.	To be signed by	
	<ul style="list-style-type: none"><li>CEO/Managing Director</li></ul>	<p> (M.S. Unnikrishnan) Managing Director &amp; CEO DIN : 01460245</p>



<ul style="list-style-type: none"> <li>• CFO</li> </ul>	 <hr/> (Amitabha Mukhopadhyay) Group CFO & Member-Executive Council
<ul style="list-style-type: none"> <li>• Auditor of the company</li> </ul>	<div style="text-align: right;">  </div>  <hr/> (H.P. Mahajani) Partner – M/s. B.K. Khare & Co - Statutory Auditors ICAI Firm Registration No :105102W  <div style="text-align: right;">  </div>  <hr/> (Tridevlal Khandelwal) Partner- SRBC & CO LLP - Statutory Auditors ICAI Firm Registration No : 324982E/E300003
<ul style="list-style-type: none"> <li>• Audit Committee Chairman</li> </ul>	 <hr/> (Nawshir Mirza) Chairman of the Audit Committee DIN: 00044816





## Thermax posts higher consolidated profits for FY 2015-16

Pune, May 25, 2016

Thermax posted a consolidated revenue of Rs. 5502 crore for FY 2015-16, up 3.7% compared to Rs. 5304 crore in the previous year. Profit after tax and minority interest for the year was Rs. 275 crore (Rs. 210 crore). The previous year's profits were adversely impacted due to writing off investments in the European subsidiary Omnical (Rs. 49.4 crore), while in the current year, the performance of the JV, TBWES (Thermax Babcock & Wilcox Energy Solutions Private Limited) has helped by way of increase in revenues and containing of losses.

Consolidated earnings per Rs. 2/- share were Rs. 23.11 compared to Rs. 17.60 in 2014-15.

However, in an environment of slowing industrial output and muted investment demand, on a standalone basis, Thermax Limited posted lower operating revenues of Rs. 4352 crore, 5.5 % lower than the previous year (Rs. 4603 crore). The company's profit after tax stood at Rs. 306 crore, 8.9 % down compared to Rs. 336 crore in FY 14-15.

The order backlog, as on March 31, 2016 was at Rs. 3747 crore, 14.8% lower than previous year's Rs. 4396 crore. The order backlog on a consolidated basis stood at Rs. 4660 crore, 17.8 % lower from last year's Rs. 5671 crore.

For Q4 of fiscal 15-16, Thermax Limited registered a net profit of Rs. 111 crore (Rs. 132 crore) on revenues of Rs. 1293 crore (Rs. 1508 crore).

In February 2016, the company won an order worth Rs. 353 crore from Rashtriya Chemicals and Fertilizers Limited to execute an energy efficiency improvement project.

The Board recommended a dividend of Rs. 6/- per share (300 %) for 2015-16.

**About Thermax Limited:** Thermax Limited, a leading energy and environment solutions Provider, is one of the few companies in the world that offers integrated innovative solutions in the areas of heating, cooling, power, water and waste management, air pollution control and chemicals. The sustainable solutions Thermax develops for client companies are Environment-friendly and enable efficient deployment of energy and water resources. For more information visit [www.thermaxglobal.com](http://www.thermaxglobal.com)

