



MAHAVEER M. JAIN & CO.

CHARTERED ACCOUNTANTS

MAHAVEER K. JAIN B. COM., LL.B., F.C.A.

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To,

30.05.2015

Board of Directors of ITL Industries Limited,

We have audited the quarterly financial results of ITL Industries Limited for the quarter and year ended **March 31, 2015**, attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the listing Agreement, except for the disclosures regarding 'public shareholding and promoter and promoter Group shareholding' Which have been traced from disclosures made by the management and have not been audited by us. These financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting standard (AS) 25 "Interim Financial Reporting", issued pursuant to the companies (Accounting Standards) Rules, 2006 as per section 211 (3C) of the companies Act, 1956 or by the institute of Chartered Accountants of India and other accounting principles generally accepted in India.

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 from material misstatement. An audit includes examining, on 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.

Based on our audit and 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 ended results.

- Are presented in accordance with the requirements of **clause 41** of the Listing agreement in this regard; and

- Give a true and fair view of the net profit and other financial information for the quarter as well as for the year ending **March 31, 2015**.

Further, we also report that we have, on the basis of the books of accounts and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholding in respect of aggregate amount of public shareholdings as furnished by the company in terms of clause 35 of the listing agreement and found the same to be correct.

Dated: 30/05/2015

Place: Indore

**FOR MAHAVEER M. JAIN & CO.
CHARTERED ACCOUNTANTS**

**(MAHAVEER K. JAIN)
PROPRIETOR**

Membership No. 70966
FRN 001749C

