

PDOC/SE/2015-16/35

January 15, 2016

**National Stock Exchange of India Limited**

Exchange Plaza,  
BandraKurla Complex,  
Mumbai – 400 051

**BSE Limited**

PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**Ref: NSE Scrip ID: PIPAVAVDOC,BSEscrip Code: 533107**

**Sub: Outcome of the Board Meeting held on January 15, 2016**

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 33 and any other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please note that the Board of Directors of Pipavav Defence and Offshore Engineering Company Limited ('the Company'), at its meeting held today i.e. on January 15, 2016, *inter alia*, approved the 'Statement of Standalone Unaudited Results for the quarter and nine months ended December 31, 2015' of the Company.

The Unaudited Financial Results in the prescribed format together with Limited Review Report issued by M/s. Pathak H. D. & Associates, Chartered Accountants, Statutory Auditors are enclosed herewith. Highlights of the unaudited financial results are as follows:

(Rs. in Lacs)

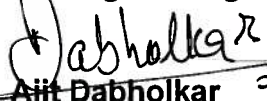
Particulars	Quarter ended		Nine months ended	
	31.12.2015	31.12.2014	31.12.2015	31.12.2014
Total Income including other income	5,499.49	26,116.47	23,063.06	80,592.98
EBITDA	(12,703.45)	5,800.34	(14,473.18)	22,359.91
Profit/(Loss) before Tax	(29,360.37)	(9,372.84)	(63,388.93)	(21,176.83)

You are requested to take note of the above.

Thanking you.

Yours faithfully,

For **Pipavav Defence and Offshore Engineering Company Limited**

  
Ajit Dabholkar

**Corporate Counsel & Company Secretary**



Encl.: As above.

**PIPAVAV DEFENCE AND OFFSHORE ENGINEERING COMPANY LIMITED**

**CIN: L35110GJ1997PLC033193**

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REGD. OFFICE / E.O.U. : PIPAVAV PORT, POST UCCHAIYA, VIA-RAJULA, DIST. AMRELI, PIN - 365 560. GUJARAT. INDIA TEL: +91 2794 661000 FAX : +91 2794 661100  
Website : [www.pipavavdoc.com](http://www.pipavavdoc.com)

# Pipavav Defence and Offshore Engineering Company Limited

CIN: L35110GJ1997PLC033193

Registered Office: Pipavav Port, Post Ucchaiya, Via Rajula, Dist. Amreli, Gujarat - 365 560. India.

## STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER AND 9 MONTHS ENDED DECEMBER 31, 2015

Rs in Lacs

Sr. No.	Particulars	Standalone					
		3 months ended 31/12/2015	Preceding 3 months ended 30/09/2015	Corresponding 3 months ended 31/12/2014	Year to date figures for current period ended 31/12/2015	Year to date figures for previous period ended 31/12/2014	Previous Year ended 31/03/2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Refer note no 3
1	<b>Income from operations</b>						
(a)	Net Income from Operations	4,989.22	5,165.46	25,096.47	20,783.48	77,467.19	82,402.91
(b)	Other Operating Income	64.77	236.59	106.32	368.34	597.64	697.79
	<b>Total Income from operations (net)</b>	<b>5,053.99</b>	<b>5,402.05</b>	<b>25,202.79</b>	<b>21,151.82</b>	<b>78,064.83</b>	<b>83,100.70</b>
2	<b>Expenses</b>						
(a)	Cost of Materials Consumed	1,680.38	836.47	1,751.63	4,502.32	5,951.84	7,977.65
(b)	Purchase of Stock - in - trade	-	-	10,198.18	-	13,245.55	13,245.55
(c)	Changes in Inventories of scrap and work in progress	(171.91)	(1,515.18)	(15.20)	(2,400.17)	(116.95)	(889.62)
(d)	Employees benefits expense	1,468.82	1,448.52	1,431.81	4,649.74	4,388.57	6,149.57
(e)	Depreciation and amortisation expense	5,391.23	5,384.75	4,773.15	16,097.69	14,645.49	19,744.67
(f)	Labour and Fabrication Charges	1,072.97	1,597.11	2,325.33	4,811.72	7,410.50	9,358.11
(g)	Cost Estimated for Revenue Recognised (Refer Note No. 02)	11,800.47	(1,482.32)	2,205.14	10,917.85	7,740.44	6,031.03
(h)	Other Expenditure	1,906.71	5,257.21	1,505.56	13,143.54	17,084.97	34,138.07
	<b>Total Expenses</b>	<b>23,148.67</b>	<b>11,526.56</b>	<b>24,175.60</b>	<b>51,722.69</b>	<b>70,350.41</b>	<b>95,755.03</b>
3	<b>Profit / (Loss) from operations before Other Income, Finance Costs &amp; Exceptional Items (1-2)</b>	<b>(18,094.68)</b>	<b>(6,124.51)</b>	<b>1,027.19</b>	<b>(30,570.87)</b>	<b>7,714.42</b>	<b>(12,654.33)</b>
4	Other Income	445.50	885.93	913.68	1,911.24	2,528.15	3,107.21
5	<b>Profit / (Loss) from ordinary activities before Finance Costs and Exceptional Items (3+4)</b>	<b>(17,649.18)</b>	<b>(5,238.58)</b>	<b>1,940.87</b>	<b>(28,659.63)</b>	<b>10,242.57</b>	<b>(9,547.12)</b>
6	Finance Costs	11,711.19	11,783.64	11,313.71	34,729.30	31,419.40	45,269.29
7	<b>Profit / (Loss) from ordinary activities after Finance Costs but before Exceptional Items (5-6)</b>	<b>(29,360.37)</b>	<b>(17,022.22)</b>	<b>(9,372.84)</b>	<b>(63,388.93)</b>	<b>(21,176.83)</b>	<b>(54,816.41)</b>
8	Exceptional Items	-	-	-	-	-	-
9	<b>Profit / (Loss) from Ordinary Activities before Tax (7+8)</b>	<b>(29,360.37)</b>	<b>(17,022.22)</b>	<b>(9,372.84)</b>	<b>(63,388.93)</b>	<b>(21,176.83)</b>	<b>(54,816.41)</b>
10	Tax Expense (Including Deferred Tax - Credit)	-	-	(2,326.47)	(279.28)	(2,890.90)	(9,071.66)
11	<b>Net Profit / (Loss) from Ordinary Activities after Tax (9-10)</b>	<b>(29,360.37)</b>	<b>(17,022.22)</b>	<b>(7,046.37)</b>	<b>(63,109.65)</b>	<b>(18,285.93)</b>	<b>(45,744.75)</b>
12	Extraordinary items (Net of Tax Expense)	-	-	-	-	-	-
13	<b>Net Profit / (Loss) for the Period (11-12)</b>	<b>(29,360.37)</b>	<b>(17,022.22)</b>	<b>(7,046.37)</b>	<b>(63,109.65)</b>	<b>(18,285.93)</b>	<b>(45,744.75)</b>
14	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	73,620.63	73,620.63	73,620.63	73,620.63	73,620.63	73,620.63
15	Reserves and Surplus as per Balance Sheet of previous accounting year (Refer Note no 3)						180,772.85
16	Earnings Per Share (EPS) before and after extraordinary items (* Not Annualised)						
(a)	Basic EPS (Rs.)	* (3.99)	* (2.31)	* (0.96)	* (8.57)	* (2.48)	(6.21)
(b)	Diluted EPS (Rs.)	* (3.99)	* (2.31)	* (0.96)	* (8.57)	* (2.48)	(6.21)

## Report of Segment wise Revenue, Results and Capital Employed, under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Rs in Lacs

Sr No	Particulars	Standalone					
		3 months ended 31/12/2015	Preceding 3 months ended 30/09/2015	Corresponding 3 months ended 31/12/2014	Year to date figures for current period ended 31/12/2015	Year to date figures for previous period ended 31/12/2014	Previous Year ended 31/03/2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Refer note no 3
1.	<b>Segment Revenue</b>						
a)	Ship-building & Fabrication	5,053.99	5,402.05	14,896.03	21,151.82	64,680.08	69,715.95
b)	Trading	-	-	10,306.76	-	13,384.75	13,384.75
	<b>Total</b>	<b>5,053.99</b>	<b>5,402.05</b>	<b>25,202.79</b>	<b>21,151.82</b>	<b>78,064.83</b>	<b>83,100.70</b>
	Less : Inter-segment Revenue	-	-	-	-	-	-
	<b>Net Income from Operations</b>	<b>5,053.99</b>	<b>5,402.05</b>	<b>25,202.79</b>	<b>21,151.82</b>	<b>78,064.83</b>	<b>83,100.70</b>
2.	<b>Segment Results</b> (Profit before tax & interest from each segment)						
a)	Ship-building & Fabrication	(16,326.67)	(1,698.83)	(204.04)	(22,016.13)	10,014.85	(4,087.73)
b)	Trading	-	-	108.58	-	139.20	139.20
	<b>Total</b>	<b>(16,326.67)</b>	<b>(1,698.83)</b>	<b>(95.46)</b>	<b>(22,016.13)</b>	<b>10,154.05</b>	<b>(3,948.53)</b>
	Less : i) Finance Costs	11,711.19	11,783.64	11,313.71	34,729.30	31,419.40	45,269.29
	ii) Other unallocable expenditure net off unallocated income	1,322.51	3,539.75	(2,036.33)	6,643.50	(88.52)	5,598.59
	<b>Total Profit Before Tax</b>	<b>(29,360.37)</b>	<b>(17,022.22)</b>	<b>(9,372.84)</b>	<b>(63,388.93)</b>	<b>(21,176.83)</b>	<b>(54,816.41)</b>
3.	<b>Capital Employed</b> (Segment Assets - Segment Liabilities)						
a)	Ship-building & Fabrication	896,808.84	898,271.49	869,180.47	896,808.84	869,180.47	848,767.07
b)	Trading	-	-	3,389.98	-	3,389.98	3,405.37
c)	Unallocated	(705,499.30)	(677,601.56)	(585,379.25)	(705,499.30)	(585,379.25)	(597,778.96)
	<b>Total</b>	<b>191,309.54</b>	<b>220,669.93</b>	<b>287,191.20</b>	<b>191,309.54</b>	<b>287,191.20</b>	<b>254,393.48</b>



Segments have been identified based on the organisational structure, internal management reporting system, nature of production process and infrastructure facilities used. Accordingly the Company has identified two segments within the meaning of Indian Accounting Standard (Ind AS) 108 on Operating Segments:

- i) Ship building and Fabrication includes shipbuilding, block manufacturing, ship and rig repairs, fabrication etc. at its SEZ and EOU units situated at Pipavav, Gujarat.
- ii) Trading includes steel trading activities.

**Notes :**

- 01 The process of open offer made by Reliance Defence Systems Private Limited (the "Acquirer") and Reliance Infrastructure Limited (the "PAC") in terms of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, for acquisition of upto 26% of Equity Shares of the Company from the public shareholders along with the sole control and management of the Company, was completed by the Acquirers/PAC during the quarter. Pursuant to the said offer, the Acquirer/PAC have acquired 13,87,12,427 equity shares representing 18.84% of the total equity share capital of the Company.
- 02 In respect of vessels other than commercial vessels, including offshore support vessels, the Company accounts the contract revenue and expenses based on the proportionate completion of contract as certified by technical experts. With an aim to allocate the profit on the said contract to whole of the contract period a provision for proportionate cost to be incurred has been made and charged to statement of profit and loss as "Cost Estimated for Revenue Recognised", which is recycled to the statement of profit and loss as and when the cost is actually incurred.
- 03 The Company has voluntarily early adopted Indian Accounting Standards (Ind AS) with effect from 1st April, 2015. In line with the Ind AS, the Company has elected to measure its Plant and Equipments at its fair value and considered it as its deemed cost and has also made adjustment in the value of certain other assets. Consequently, on net basis an amount of Rs. 57,726.19 lacs has been added to the Opening Reserve and Surplus. The adoption of Ind AS has also resulted into consequential increased depreciation for the quarter and nine months ended December 31, 2015 by Rs. 1,659.12 Lacs and Rs. 4,963.83 Lacs respectively. The Company has presented its financial statements in line with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In line with paragraph 32 of Ind AS 101- First time Adoption of Indian Accounting Standard, additional information, if any, other than mentioned herein, will be presented at the end of the year. The figures for the previous periods and for the year ended March 31, 2015 have been restated, regrouped and reclassified, wherever required.
- 04 The Company is operating with Ship-building & Fabrication and Trading and Others/ Unallocated segments. Accordingly, segment-wise information has been given. This is in line with the requirement of Ind AS 108 - "Operating Segments".
- 05 After review by the Audit Committee, the Board of Directors of the Company has approved the above results at their meeting held on January 15, 2016 and the same are subjected to limited review.

Place :- Mumbai  
Date :- January 15, 2016.



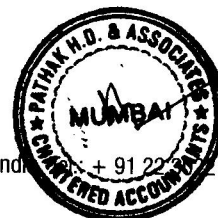
for Pipavav Defence and Offshore  
Engineering Company Limited

**Bhavesh Gandhi**  
Executive Vice Chairman  
DIN: 00030623

**INDEPENDENT AUDITOR'S REVIEW REPORT**

**To**  
**The Board of Directors**  
**Pipavav Defence and Offshore Engineering Company Limited**

1. We have reviewed the accompanying statement of standalone Unaudited Financial Results of **Pipavav Defence and Offshore Engineering Company Limited** ("the Company") for the quarter and nine months ended 31<sup>st</sup> December, 2015 ("the statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 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 the statement based on our review.
2. Our review has been restricted to the figures shown in the column headed "3 months ended 31.12.2015", "Preceding 3 months ended 30.09.2015" and "Year to date figures for current period ended 31.12.2015". We have traced the figures shown in the column headed "Corresponding 3 months ended 31.12.2014", "Year to date figures for previous period ended 31.12.2014" and "Year ended 31.03.2015" from the information as certified and provided by the management.
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' 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 statement is free of material misstatements. A review is limited primarily to inquiries of company 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. We draw attention to Note No. 3 to the aforesaid financial results, regarding voluntary early adoption of Indian Accounting Standards ('Ind AS') by the Company and its consequential impacts on the Reserve & Surplus as well as restatement / rework of corresponding figures of the previous periods and year.



1 of 2

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 accounting standards referred to in para 4 above and other recognised accounting practices and policies 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. The Company intends to present the additional information, as mentioned in Note No. 3 to the aforesaid financial results, at the end of the year.

**For Pathak H.D. & Associates**

Chartered Accountants

Firm Reg. No. – 107783W

  
**Mukesh Mehta**

Partner

Membership No. – 43495



Place: Mumbai

Date: 15<sup>th</sup> January, 2016