# CENTURY 

BSE Ltd.,
Corporate Relationship Department
Phiroze Jeejebhoy Towers
Dalal Street,
Mumbai-400 001
Fax: 91-22-22723121/
2037/2039/2041/2061/3719
Scrip Code : 500040

The Manager
Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza" 5 th floor,
Bandra Kurla Complex, Bandra (East)
Mumbai-400 051.
Fax: 022-26598237/38
Scrip Code : CENTURYTEX

Dear Sir,

## Sub: Outcome of Board Meeting

Please refer to our letter dated $17^{\text {th }}$ April, 2018 informing you about a meeting of the Board of Directors of the Company ("the Board") to be held on Wednesday the $2^{\text {nd }}$ May, 2018.

This is now to inform you that the Board at its meeting held today -
i) Approved the Standalone and Consolidated Audited Financial Results of the Company for the year ended $31^{\text {st }}$ March, 2018.
ii) Recommended a dividend of Rs. 6.50 (Rupees Six and paise fifty only) per share of Rs.10/- each equivalent to $65 \%$ (Sixty five percent) on paid up equity share capital of the Company for the year ended $31^{\text {st }}$ March, 2018 as against $55 \%$ paid for the previous year. The dividend will be subject to approval of the shareholders in the forthcoming Annual General Meeting of the Company.

The Register of Members and Transfer Books of equity shares will remain closed from Tuesday, $24^{\text {th }}$ July, 2018, to Tuesday, the $31^{\text {st }} \mathrm{July}, 2018$ (both days inclusive) for the purpose of making payment of dividend for the year ended $31^{\text {st }}$ March, 2018 and for the Annual General Meeting of the Company which is being called on Tuesday, the $31^{\text {st }}$ July, 2018. The dividend will be paid to those members whose names stand on the Register of Members of equity shares as on Tuesday, the $31^{\text {st }}$ July, 2018. In respect of shares held in Electronic Form, the dividend will be paid on the basis of beneficial ownership position as per the data to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited for this purpose. The dividend will be made payable from Thursday, the $2^{\text {nd }}$ August, 2018.

The results (Standalone and Consolidated) along with the Audit Report, declaration on unmodified opinion on Auditors' Report are attached herewith for your records.

A certificate signed by the Debenture Trustee pursuant to Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 is also sent herewith.

The meeting commenced at 11.30 A.M and concluded at 1:00 P.M.
Thanking you,
Yours faithfully, For Century Textiles and Industries Ltd.,


Company Secretary

Encl : as above

CENTURY TEXTILES AND INDUSTRIES LIMITED
Regd. Office: Century Bhavan, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai - 400030
Segment wise Revenue, Results and Segment Assets \& Liabilities,
Website : www.centurytextind.com Email : centextho@centurytext.com


## Notes

1. The standalone financial results have been reviewed and recommended for adoption by the Audit Committee to the Board of Directors and have been approved by the Board at its meeting held on May 2, 2018.
2. The Company has filed an appeal with Competition Appellate Tribunal (COMPAT) against the order of Competition Commission of India ("CCI") and as per the directions of COMPAT, had deposited Rs. 27.40 crores with registry of Tribunal in form of Fixed Deposit Receipts, being 10\% of the penalty imposed by CCI. The Government has made changes in the constitution and operations of Tribunals, under which all matters with COMPACT have been transferred to the National Company Law Appellate Tribunal (NCLAT). The Company believes it has a good case and accordingly no provision has been recognized in the financial results.
3. Pursuant to the Business Transfer Agreement (BTA) the Company has sold its Yarn and Denim (Y\&D) units (included in Textile Segment) during the year. The operations of $Y \& D$ units has been classified as discontinued operations. Since the date of transfer of $Y \& D$ units, workers are on strike and have challenged the sale of $Y \& D$ units by the Company. The matter is pending before the Courts and is sub-judice.
4. The figures of the quarters ended March 31, 2018 and March 31, 2017 are the balancing figures between audited figures in respect of the full financial years and the unaudited published year-to-date figures upto December 31 for respective years which were subjected to limited review.
5. The Board of Directors has recommended an increase in dividend to Rs. 6.50 (Rupees Six and paise fifty only) per equity share of Rs. $10 /-$ each equivalent to $65 \%$ on paid up equity share capital of the Company for the year ended March 31, 2018 as against Rs. 5.50 per equity share declared previous year.
6. Post the applicability of Goods and Services Tax (GST) with effect from July 01, 2017, revenue from operations is disclosed net of GST and prior to that excise duty on sales were grossed up with sales and disclosed separately as an expense. Accordingly, the revenue from operations and other expenses for the quarter and year ended March 31, 2018 are not comparable with the quarter and year ended March 31, 2017 presented in the results.
7. During the year, the Company has entered into an agreement with Grasim Industries Limited ('GIL') under which the Company has granted right to manage and operate the Company's Viscose Filament Yarn ('VFY') business, which is part of Textile segment, for a duration of 15 years effective from February 1, 2018. As a part of consideration, GIL has paid an upfront royalty of Rs 600.00 crores. In addition GIL has also paid the carrying value of net working capital and the interest free security deposit of Rs 200.00 crores which is repayable after 15 years. The Company has recognized royalty over the period of 15 years on pro-rata basis.
8. During the year, the Company has incorporated a wholly owned subsidiary Company viz. 'Birla Estates Private Limited' to focus on Real Estate business.
9. Other operating income for the quarter and year ended March 31, 2018 includes gain on sale of Transferable Development Rights (TDR) of Rs. 79.63 crores.
10. The company is organised into business divisions based on its products and services and has five reportable segments, as follows:
(a) "Textiles" include Yarn, Fabric, Viscose Filament Yarn and Tyre Yarn (Also Refer Note 3 and 7 above)
(b) "Cement" includes Cement and Clinker
(c) "Pulp and Paper" include Pulp, Writing \& Printing paper, Tissue paper and Multilayer packaging board.
(d) "Real Estate" includes Leased Properties and Investment properties of the Company.
(e) "Others" include Salt works and Chemicals.

11. Statement of assets and liabilities

\# includes current maturities of long term debts and interest accured Rs.514.29 crore (31.3.2017 Rs. 986.29 crore)
12. Previous periods figures have been regrouped / recast wherever necessary.

13. Additional disclosures as per Regulation 52 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 :
(Rs. in crore)


By Order of the Board
For Century Textiles and Industries Ltd

Place :- Mumbai
Date :- 2.5.2018



The financial results of the company would be available for perusal on the company's website viz. www.centurytextind.com and also on websites of BSE Ltd. viz. www.bseindia.com and National Stock Exchange of India Ltd. viz. www.nseindia.com

# 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) <br> Regulations, 2015 

To<br>Board of Directors of<br>Century Textiles and Industries Limited

1. We have audited the accompanying statement of quarterly standalone financial results of Century Textiles and Industries Limited ('the Company') for the quarter \&year ended March 31, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('SEBI Regulations'). The quarterly standalone financial results are the derived figures between the audited figures in respect of the year ended March 31, 2018 and the published year-to-date figures up to December 31, 2017, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The standalone financial results for the quarter and year ended March 31, 2018 have been prepared on the basis of the standalone financial results for the nine-month period ended December 31, 2017, the audited annual standalone Ind AS financial statements as at and for the year ended March 31, 2018, and the relevant requirements of SEBI Regulations, which 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 standalone financial results based on our review of the standalone financial results for the nine-month period ended December 31, 2017 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 '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 standalone Ind AS financial statements as at and for the year ended March 31, 2018; and the relevant requirements of SEBI Regulations.
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 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 standalone financial results as well as the year to date results:
i. are presented in accordance with the requirements of Regulation 33 of SEBI Regulations.
ii. give a true and fair view of the net profit and other financial information for the quarter and year ended March 31, 2018.


## S R B C \& CO LLP

Chartered Accountants
Century Textiles and Industries Limited
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4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2018 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2018 and the published year-to-date figures up to December 31, 2017, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Regulation 33 of SEBI Regulations.

For S R B C \& CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003


Place: Mumbai
Date: May 02, 2018


## Notes :

1. The consolidated financial results have been reviewed and recommended for adoption by the Audit Committee to the Board of Directors and have been approved by the Board at its meeting held on May $2,2018$.
2. During the year, the Company has incorporated a wholly owned subsidiary Company viz. 'Birla Estates Private Limited' and prepared its first consolidated financial results. Since there are no significant transactions in the subsidiary, the current year figures are substantially the same as standalone financial results and previous year figures represent standalone financial results of previous year.
3. The Company has filed an appeal with Competition Appellate Tribunal (COMPAT) against the order of Competition Commission of India ("CCI") and as per the directions of COMPAT, had deposited Rs. 27.40 crores with registry of tribunal in form of Fixed Deposit Receipts, being $10 \%$ of the penalty imposed by CCI. The Government has made changes in the constitution and operations of Tribunals, under which all matters with COMPACT have been transferred to the National Company Law Appellate Tribunal (NCLAT). The Company believes it has a good case and accordingly no provision has been recognized in the financial results.
4. Pursuant to the Business Transfer Agreement (BTA) the Company has sold its Yarn and Denim (Y\&D) units (included in Textile Segment) during the year. The operations of Y\&D units has been classified as discontinued operations. Since the date of transfer of Y\&D units, workers are on strike and have challenged the sale of Y\&D units by the Company. The matter is pending before the Courts and is sub-judice.
5. The Board of Directors has recommended an increase in dividend to Rs. 6.50 (Rupees Six and paise fifty only) per equity share of Rs.10/- each equivalent to $65 \%$ on paid up equity share capital of the Company for the year ended March 31, 2018 as against Rs. 5.50 per equity share declared previous year.
6. Post the applicability of Goods and Services Tax (GST) with effect from July 01, 2017, revenue from operations is disclosed net of GST and prior to that excise duty on sales were grossed up with sales and disclosed separately as an expense. Accordingly, the revenue from operations and other expenses for the year ended March 31, 2018 are not comparable with the year ended March 31, 2017 presented in the results.
7. During the year, the Company has entered into an agreement with Grasim Industries Limited ('GIL') under which the Company has granted right to manage and operate the Company's Viscose Filament Yarn ('VFY') business, which is part of Textile segment, for a duration of 15 years effective from February 1, 2018. As a part of consideration, GIL has paid an upfront royalty of Rs 600.00 crores. In addition GIL has also paid the carrying value of net working capital and the interest free security deposit of Rs 200.00 crores which is repayable after 15 years. The Company has recognized royalty over the period of 15 years.
8. Other operating income for the quarter and year ended March 31, 2018 includes gain on sale of Transferable Development Rights (TDR) of Rs. 79.63 crores.
9. Key Standalone financial information :

| Particulars |  | Quarter Ended |  |  | Year ended | Previous Year |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 31.3.2018 | 31.12 .2017 | 31.3.2017 | 31.3.2018 | 31.3.2017 |
|  |  | (Audited) | Unaudited | (Audited) | Audited | Audited |
| Total Income |  | 2236.16 | 2086.57 | 2296.68 | 8468.48 | 8473.24 |
| Net Profit before tax from continuing operations |  | 172.70 | 162.79 | 47.34 | 639.11 | 140.60 |
| Net Profit after tax from continuing operations | * | 108.70 | 97.26 | 42.09 | 408.46 | 123.89 |
| Net Loss before tax from discontinued operations |  | - | (10.95) | (8.26) | (31.33) | (28.90) |
| Net Loss after tax from discontinued operations |  | - | (7.32) | (5.26) | (36.80) | (18.90) |

10. The company is organised into business divisions based on its products and services and has five reportable segments, as follows:
(a) "Textiles" include Yarn, Fabric, Viscose Filament Yarn and Tyre Yarn (Also Refer Note 4 and 7 above)
(b) "Cement" includes Cement and Clinker
(c) "Pulp and Paper" include Pulp, Writing \& Printing paper, Tissue paper and Multilayer packaging board.
(d) "Real Estate" includes Leased Properties and Investment properties of the Company.
(e) "Others" include Salt works and Chemicals.

11. Statement of assets and liabilities

\# includes current maturities of long term debts and interest accured Rs.514.29 crore (31.3.2017 Rs. 986.29 crore)


By Order of the Board
For Century Textiles and Industries Ltd


The financial results of the company would be available for perusal on the company's website viz. www.centurytextind.com and also on websites of BSE Ltd. viz. www.bseindia.com and National Stock Exchange of India Ltd. viz. www.nseindia.com

# 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
Century Textiles and Industries Limited

1. We have audited the accompanying statement of consolidated financial results of Century Textiles and Industries Limited ('the Company') and its subsidiary (together, 'the Group'), for the year ended March 31, 2018 ('the Statement'), 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 Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular'). The consolidated financial results for the year ended March 31, 2018 have been prepared on the basis of the audited annual consolidated Ind AS financial statements as at and for the year ended March 31, 2018 and the relevant requirements of the Regulation and the Circular, which 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 Ind AS financial statements as at and for the year ended March 31, 2018 which was prepared in accordance with the applicable accounting standards and other accounting principles generally accepted in India and the relevant requirements of the Regulation and the Circular.
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 consolidated financial results for the year:
i. include the year-to-date results of the following entities;

> - Century Textiles and Industries Limited (Holding company).

- Birla Estates Private Limited (Subsidiary company)
ii. are presented in accordance with the requirements of the Regulation read with the Circular, in this regard; and
iii. give a true and fair view of the total consolidated comprehensive income (comprising of net profit and other comprehensive income) and other financial information for the consolidated year to date results for the year ended March 31, 2018.

For S R B C \& CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E / E300003


Membership No. 41870


Place: Mumbai
Date: May 2, 2018

## CENTURY

# REGD. OFFICE: "CENTURY BHAVAN", DR. ANNIE BESANT ROAD, WORLI, MUMBAI-400 030. INDIA. <br> TEL.:+91-22-2495 7000 FAX:+91-22-2430 9491, +91-22-2436 1980 <br> E-Mail:centextho@centurytext.com Website: www.centurytextind.com <br> CIN-L17120MH1897PLC000163 

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Scrip Code : CENTURYTEX

Dear Sir,
Sub: Declaration pursuant to Regulation 33(3)(d) of the Securities \& Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we hereby confirm that the Statutory Auditors of the Company viz. S R B C \& CO LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.324982E/E300003) have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company (Standalone and Consolidated) for the year ended $31^{\text {st }}$ March, 2018.

This declaration is for your information and record.

Thanking you,
Yours faithfully, For Century Textiles and Industries Ltd.,


We are acting as Debenture Trustee for the captioned Debenture Issue. Pursuant to Regulation 52(5) of SEBI (Listing Obligations \& Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited


Authorised Signatory

