## Modipon Limited

## CIN: L65993UP1965PLC003082

Regd, Office: Hapur Road, Modinagar, Ghaziabad -201 204 (Up)
Phone: (01232) 243471

To,
The BSE Limited
Corporate Relation Department, New Trading Wing
Rotunda Building, P.J. Tower, Dalal Street, Fort, Mumbai-400001.

Ref: INE 170 CO 019
Scrip Code: 503776

## Sub: Outcome of Board Meeting in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III

Dear Sir/Madam,

The Board of Directors of Modipon Limited ("the Company") in its meeting held today i.e. Thursday, 23rd May, 2019 at 405, 4th Floor Copia, Corporate Suites, 9, Jasola Commercial Complex, New Delhi-110025 approved and adopted the following:

1. Approved \& took note of the Audited Financial Results for the quarter \& Financial Year ended $31^{5 *}$. March, 2019. The Audited financial results under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed as Annexure $A$.
2. The Auditors Report on the aforesaid Financial Results of the Company is enclosed as

Annexure-B

## Modipon Limited

CIT: 1.659930 P1965PLCOO3082
Reg. Office: Hapur Road, Modmagar Ghazabad -201 204 (UP)
Phone: (01232)243471
3. Declaration with respect to Audit Report on impact of Audit Qualifications for Audit Report with modified opinion is enclosed as Amexure- $C$.

The meeting of Board of Directors was commenced at 11.30 AM and concluded at 4.30 PM .

The BSE Limited is hereby requested to take note of and disseminate the same.

Thanking you

Yours sincerely,


Vineet Kumar Thareja
(Company Secretary and Compliance Officer)

Encl, as above

CNN: 165993 UP 1965PLC003082 Email; modinon@modmangalin Website www, modiponnet


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( Mansh Kumar Modi)
Managing birectot מाN 00030036



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|  |  | For the Quarter ended on |  |  | ForThe Yaar Ended |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | $31.03 .2019$ (Auditer). | 34.12 .2018 <br> (Untandited) | 31.03 .2018 <br> (Aucited) | 3103.2018 <br> (Budited) | $\begin{aligned} & 38.03 .0018 \\ & \text { (Audted) } \end{aligned}$ |
| 1 | Totalincome from operations (nel) |  |  |  |  |  |
| $2$ | Nef Proff? (Loss) from ordinary zectivities before tax and Excoptional items | (153.50) | (117, 11) | (102,63) | (495303) | $(620.23)$ |
|  | Net Proff 7 (Loss) from ordinary Bcivities after tax betore Exceptional items) | $(153.56\}$ | (113, 51 ) | (102.63) | (493.35) | $(620.23)$ |
| $4$ | Net Profit / (Loss) for the period after tax \{after Exceptional (tems) | (288.56) | (282.31) | (41,46) | (795.55) | (459.06) |
|  | Total comprehensive incume for the period Comprising Proft (toss) for the period (ater tax) and Other Comprehensive lroome (ater tax)] | (288, 66$)$ | (282.31) | (41.46) | (795.55) | $\square$ $(459.06)$ |
| 6 | Paid up Equity Share Capital (Face value of $10 /$-aach) | $1+578.67$ | 1.15767 | 1,157.67 | 1.157 .67 | 1.167 .67 |
|  | Eanings Per share (before Excepfonat lems) of 10 f each Basic (): <br> Ditied ( ): | $\begin{aligned} & (2.49) \\ & (2.49) \end{aligned}$ | $\begin{array}{r} (2,44) \\ (2,44) \end{array}$ | $\because$ $\therefore(0.36)$ $(0.36)$ | $\begin{aligned} & \{6,877 \\ & 60,87 \end{aligned}$ | $\begin{aligned} & (3.97) \\ & (3.97) \\ & \hline \end{aligned}$ |
| $8$ | Eamings Per Share (after exceptionalitems) of 10 eamo Bastic (). <br> Diluted ('): | $\begin{aligned} & (2.49) \\ & (2.49) \end{aligned}$ | $\begin{aligned} & (2.54) \\ & (2.44) \end{aligned}$ | $\begin{aligned} & (0.36) \\ & (0.36) \end{aligned}$ | $\begin{aligned} & 6.67) \\ & (6.87) \end{aligned}$ | $\begin{gathered} \because 3.971 \\ (3.97) \end{gathered}$ |

Note 1: The bbove is an extrach of tho detaled fornat of Quartery / Yeariy rinanciat Resulfo fled wifn the Stock Exchanges under Regulation 33 of the
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Date 23 May, 2019

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## Independent Auditor's Report on Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

## To The Board of Directors of Modipon Limited

1. We have audited the accompanying statement of standalone financial results of Modipon Limited ('the Company'), for the year ended 31st March, 2019 ('the statement'), being submitted by the company pursuant to requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind $A S^{\prime}$ ) and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such standalone financial statements.
3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.
4.
I. Balance confirmation certificates were not obtained by the Company from creditors, loans and advances given/received, house/shop security depositors, in-operative current accounts with banks and loan account with Punjab National Bank (PNB). Consequent adjustments required, if any, has not been carried out in the financial results.
II. During the quarter ended 30th June 2018, the Company has transferred amount of Rs.21, 24,011 to Statement of Profit or Loss, which represents administration
consultancy expenses pertaining to the financial year ended as on $31^{\text {st }}$ March 2018 . The Company has not re-stated the comparative figures for prior periods items to correct the materiality of prior period errors retrospectively as required as per IND AS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors'. Due to the same, Loss of current financial year is being overstated by Rs $21,24,011 /$-.
III. (a) The Company has not provided interest of Rs. 1000.54 Lakhs up to March 31, 2008 on overdue amounts payable to a supplier resulting in understatement of liabilities and debit balance of reserve and surplus by Rs. 1000.54 Lakhs each; and
(b) The amount of interest to be provided for in the books of account for the period April 1, 2008 to March $31^{\text {st }}, 2019$ has not been ascertained.
IV. The amount of interest to be provided for in the books of account, if any, for the period April 1, 2007 to March $31^{\text {st }}, 2019$ to Small and Micro Enterprise has not been ascertained.
V. During the year ended March 31, 2009, the Company has sold 65,743 sq.yds of its vacant land at Modinagar for Rs. 1021.15 Lakhs (original cost Rs. 1.95 Lakhs) for which the approval of bank is pending.
VI. During the year 2011-12, the Company has given physical possession of its vacant 59 (46 as on March 31, 2015) houses located at Modinagar, Uttar Pradesh to a lender i.e. Ashoka Mercantile Limited (AML), a related party, (balance outstanding of loan taken from AML as on March 31, 2015 as per books of account: secured loan Rs. 882.29 Lakhs and unsecured loan Rs. 1125.57 Lakhs) for use without any charges/rent/security deposit and no lease rent agreement has been entered into with AML. The Company contends that the temporary possession of houses for use without charges was given to AML as security only as the Company was unable to repay the loans taken from AML.
VII. The Punjab National Bank (PNB) had approved one time settlement of its outstanding dues of Rs. 1900 lakhs vide its approval letters dated April 02, 2014 and April 12, 2014 respectively. In terms of the settlement, OTS amount of Rs. 1710 lakhs (Net of upfront payment of Rs. 190 lakhs) was to be paid by the company in four quarterly installments with interest during financial year 2014-15. However, the company was able to manage the payment of Rs. 630 lakhs up to March 31, 2015 and at the request of the Company, PNB condone the delay and revived the OTS vide its letter dated July 02, 2015 requiring the Company to make payment of residual OTS amount of Rs. 1270 lakhs by March 31, 2016 and total interest on OTS payment @ $10.25 \%$ (simple) by June 30, 2016. The Company has paid Rs. 1270 lakhs upto December 31st, 2018 along with interest of Rs $2,59,62,100 /$-. The company has already made provision of interest on account of delayed payment of OTS of Rs $94,43,358 /$ - in their books upto $30^{\text {th }}$ September 2018 and booked balance amount of interest in the quarter ending $31^{\text {st }}$ December 2018.
VIII. (a) The Punjab National Bank has initiated the proceeding against the company und section 7 of the Insolvency and Bankruptcy Code, 2016 before the NCLT, Allahalad

Bench and other Proceeding before DRT-II and recovery Officer, DRT- II, New Delhi due to non-fulfillment of OTS Terms/conditions vide OTS letter dated July 02 , 2015 issued by PNB. The aforesaid IBC Petition has been lying pending before the Bench as per the order of the DRT dated 30.07 .2018 as no dues has been pending towards PNB.

Further as per Debts Recovery Tribunal-II, Delhi an order dated 30 July, 2018, has passed in favor of the company and directed PNB to an accept Rs. 65 lakh as an outstanding principal of OTS plus Rs. $2,59,62,100 /$ as an interest @ $10.25 \%$ as per revived OTS vide its letter dated July 02,2015 on delayed payment upto 15 March, 2018 which was later on accepted and paid by the company in terms of the DRAT order.

During the pendency of the appeal, PNB has encashed the said amount of Rs. 65 Lacs towards principal OTS and Rs. 2,59,62,100/- towards interest in term of the order of Debts Recovery Appellate (DRAT) Tribunal, New Delhi.Further, the DRAT has reserved the order on 27.12.2019 in the said matter and not pronounced till the date of our reporting, as a result the company has not considered any liability in its books in addition to the dues already settled as per DRT order dated 30th July, 2018.

During the pendency of order before DRAT, the PNB has revived OTS vide letter dated 25.03.2019 against payment of Rs. 459.62 lacs on the following terms \& conditions:

Terms \& conditions:

1) The proceeds of FDRs amounting to Rs. 65 lacs and Rs. 259.62 lacs kept with us will be appropriated simultaneously on conveying approval of revival of OTS.
2) Rs, 135 lacs will be deposited within one week of receipt of this sanction letter.
3) The party to undertake to pay commercial tax liability as demanded by the Commercial Tax Authority.
4) No Dues Certificate will be issued, Bank's charge on the security/tittle deeds will be released only after receipt of OTS amount in full and on clearance of commercial tax liability as stated above. (Satisfactory proof/letter from the competent authority in this regard to be submitted).

The company has already deposited balance of OTS amount of Rs. 65 lacs plus delayed period interest of Rs. 259.62 lacs with the bank in terms of DRT \& DRAT orders and further Rs. 135 lacs over and above original OTS amount deposited by the company in terms of revived OTS vide letter dated 25.03 .2019 within one week of receipt of letter.

In respect of commercial tax liability the company has filed an appeal against the order of Commissioner of Commercial Tax before Hon'able High Court of Allahabad through Punjab National Bank and the Court has directed vide order dated 26.11.2018 that the operation and effect of the impunged order dated 08.08 .2018 passed by the Commercial Tax Tribunal, Ghaziabad in Appeal no 1353 of 2013 , shall remain stayed. ${ }^{2}+1$ subject to the applicant depositing $50 \%$ of the commercial tax liability imposed on ti
and furnish security for the balance amount other than cash or bank guarantee to the satisfaction of the tribunal within a period of three weeks from the date of direction.

The company deposited Commercial Tax of Rs 54.94 lacs out of Commercial Tax liability of Rs 183.90 lacs along with interest of Rs 3.07 lacs for the period starting from 18.12.2018 to 02.05.2019 as on 03.05 .2019 in compliance with order dated 26.11.2018 of the Hon'able High Court of Allahabad.
(b) The outstanding liability in the books of the company is higher than the OTS amount by Rs. 183.90 lakhs and in the absence of any documentary evidences from the management as well as PNB, we are unable to quantify the amount of interest on the amount of Rs. 183.90 lakhs ; the amount of Rs. 183.90 lakhs is over and above the loan amount on account of the sales tax liability on PNB on account of the auction held by the bank for old plant and machinery of the company.

The above matter is subjudice before Hon'able High Court of Allahabad for further hearing.
IX. The Commissioner Central Excise \& Service Tax ,Kamla Neheru Nagar CGO, Complex 2 Ghaziabad vide its memorandum order No.31/COMM/CX/GZB/2017-18 dated 31.01 .2018 had ordered for payment of
a. Amount of central excise duty of Rs. $44,92,663 /-$
b. Amount of interest of Rs. $6,56,116 /$ -
c. Amount of penalty of Rs. $6,56,116 /-$
for the period from 1994 to 1997.

The company has not made provision of the said amount \& further interest thereon in its books till $31^{\text {st }}$ March, 2019 , due to which profit is understated by Rs. $58,04,895$ plus interest.

Further the company has filed appeal against the order of Commissioner Central Excise \& Service Tax ,Kamla Neheru Nagar CGO, Complex 2 Ghaziabad before custom excise \& service tax appellate tribunal, Allahabad.
X. (a). The amounts paid by the Ashoka Mercantile Limited (AML), a related party, to Abu Dhabi Commercial Bank (ADCB) on account of One Time Settlement (OTS) of dues of the bank was accounted for in the books of the Company to the extent of OTS amount paid to the ADCB by AML and the balance amount of Rs. 153.92 Lakhs is still lying unallocated under unsecured loans in view of pending successful implementation of OTS of the dues of PNB as the settlement of assigned dues with AML is linked to the OTS of dues with PNB.
(b) The amount paid to Karnataka Bank by Ashoka Mercantile Limited (AML), a related party, during the year ended March 31, 2012, on account of OTS of dues of the bank was accounted for in the books of the Company to the extent of OTS amount paid to the Karnataka Bank by AML and the balance amount of Rs. 339.20 Lakhs is still lying unallocated under unsecured loans in view of pending successful
implementation of OTS of the dues of PNB as the settlement of dues with AML is linked to the OTS of dues with PNB.
(c) The part payment made to Bank of Baroda by Ashoka Mercantile Limited (AML), a related party, during the year ended March 31, 2013 on account of OTS of dues of the bank was accounted for in the books of the company to the extent of OTS amount paid to the Bank of Baroda by AML and the Company and the balance amount of Rs. 232.04 Lakhs is still lying unallocated under unsecured loans in view of pending successful implementation of OTS of the dues of PNB as the settlement of dues with AML is linked to the OTS of dues with PNB.

The effect if any, on the income/expenditure of the company on final OTS with PNB cannot be ascertained.
XI. The company has $15 \%$ redeemable cumulative preference shares of Rs 100 each. Preference share due for redemption since 31st March 1996."

In our opinion and to the best of our information and according to the explanations given to us, the Statement subject to note number 4(I to XI) of above paragraph
(i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
(ii) gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year ended 31 March, 2019.
5. The Statement includes the results for the Quarter ended 31 March, 2019 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

## For B.M. Chatrath \& Co. LLP

Chartered Accountants, FRN: E300025


## CA. Sunil Kumar Jha <br> Partner <br> Membership No. 543805

Place: New Delhi
Date: $23^{\text {rd }}$ May, 2019

## $\triangle$ M CHATRATH \& CO LLP


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## LLPIN / AA -0682

Statement on impact of Audit Qualifications (for audit report with modified opinion) submited atong: with Anmual Standilone Audted Financial Retults-


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