



11th September, 2018

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code: 532718

National Stock Exchange of India Ltd.
Exchange Plaza, C/1, Block G,
Bandra - Kurla Complex, Bandra (East),
Mumbai 400 051
NSE Code: PRATIBHA

Dear Sirs,

Sub.: Outcome of Board Meeting held on 11th September, 2018

With reference to captioned subject, we wish to inform you that the Board of Directors of the Company in their meeting held on Tuesday, 11th September, 2018, have, inter alia, considered and approved the Standalone and Consolidated Audited Financial Results for the Quarter and Year ended March 31, 2018. A copy of the Audited Financial results and Auditors' Report there on is enclosed herewith.

The Board Meeting commenced at 6.00 p.m. and concluded at 9.00 p.m.

Kindly take the above on your records.

Thanking You,

Yours faithfully,
For Pratibha Industries Limited



Bhavana Shah
Company Secretary & Compliance Officer

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office Unit No. 1/B-56 & 1/B-57, Phoenix Paragon Plaza, Phoenix Market City, LBS Marg, Kurla (W), Mumbai – 400 070. Maharashtra – India
Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.
Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com



CHARTERED ACCOUNTANTS

RAMANAND & ASSOCIATES

HeadOffice:

6/C, Gr. Floor, Ostwal Part-Bldg. No.4, N

ear Jesal Park Jain Temple,

Bhayandar (East), Dist. Thane 401105.

Mob.: 9930835416

Tel.: 02228171199/32252775

Email: rg-ecaramanandassociates.com

Website: www.caramanandassociates.com

Independent Auditors' report on Quarterly Consolidated Financial Results and Year to Date results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

To,
The Board of Directors
PRATIBHA INDUSTRIES LIMITED

1. We have audited the accompanying statement of Consolidated financial results of **PRATIBHA INDUSTRIES LIMITED**, ("the Holding Company") and its subsidiaries (the Holding and its Subsidiaries together referred to as "the Group"), its associates and Jointly Controlled Entities for the quarter and year ended March 31, 2018 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 (the Circular). The Consolidated financial results for the quarter and year ended March 31, 2018 have been prepared on the basis of the Consolidated financial results for the nine month period ended Dec 31, 2017, the audited annual IND AS Consolidated financial statements as at and for the year ended March 31, 2018, and the relevant requirements of the Regulations 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 this Consolidated financial results based on our review of the Consolidated financial results for the Nine months 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 IND AS Consolidated financial statement as at and for the year ended March 31, 2018; and the relevant requirements of the Regulations 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 Consolidated financial results are free of material misstatements. 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. Because of the matters described in the paragraph No. 3 to 22, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.
3. ***The holding company has accumulated losses and its net worth is fully eroded. It has incurred net loss during the current year as well as previous years and it's current liabilities exceeded its current assets as at the balance sheet date. It is unable to repay its debts, statutory obligations and pay salaries apart from other obligations/commitments. Its scheme of Strategic Debt Restructuring has failed as the lenders have not accepted its proposal. All these indicate a material uncertainty that may cast significant doubt upon the holding Company's ability to continue as a Going Concern. The Management of Holding Company is optimistic about finding resolution and believes it will be able to continue its business, accordingly the Consolidated financial results are prepared on a going concern basis.***

4. *Inventory of Work in Progress (WIP) of Holding Company includes certain contractual claim amounting to Rs. 36.91 Crores. These amounts have been ascertained by the management of Holding Company based on their estimates. No formal submission of these claims has been made to clients. WIP also includes certain claims amounting to Rs. 170.33 Crores which are though submitted but not yet approved by respective clients. The amounts of these claims are subject to change post submission/approval from clients. In absence of any communication from clients, we cannot confirm the amount of this WIP. The consequential impact, if any, on the Consolidated financial statements is therefore not ascertainable.*
5. *The management of the Holding Company has not provided us with the Cost to Completion and consequent profitability/ and or losses on projects which are pending execution. In absence of these details, it is not possible for us to ascertain whether the WIP has been valued and stated correctly or not. The consequential impact, if any, on the Consolidated financial statements is therefore not ascertainable*
6. *The Holding company has not provided for interest on various loans from Banks to the extent of Rs. 220.42 Crores. To that extent interest expense, interest liability and loss for the year ended March 31, 2018 are understated. The management of the Holding Company is of the view that since the status of all loans has become NPA, interest will be waived off by the Banks and hence no provision is required.*
7. *Many clients of the Holding company have en-cashed Bank Guarantee on account of various reasons. Balance of Rs. 353.67 Crores is shown as recoverable as asset in Balance sheet and no provision against the same has been made. To that extent loss and reserves are understated and Assets are overstated. Management of Holding Company is of the opinion that these amounts will be recovered in due course from respective parties and there is no need for any provision.*
8. *Many clients of the Holding company have withheld around Rs. 142.88 Crores on account of various reasons. The amount is outstanding since long. This is shown as refundable from Clients and no provision against the same has been made. In absence of communication with client and proper documentations, we are unable to determine any possible impact thereof on the loss for the year. Management of the Holding Company is of the opinion that these amounts will be recovered in due course from respective parties and there is no need for any provision.*
9. *Many loan accounts having aggregate balance of Rs. 271.78 Crores, of Holding Company, are not confirmed due to non-availability of statement / confirmation from respective Banks. In the absence of sufficient appropriate audit evidence, we are unable to determine any possible impact thereof on the loss for the year and on the balance of cash and cash equivalent and Borrowed Funds.*
10. *The Holding Company has not made provision against Investment of Rs. 1 Crore and Loans given of Rs. 94.73 Crores to its wholly owned subsidiary M/s. Prime Infrapark Private Limited. The networth of the subsidiary company has fully eroded and its Concession Agreement has been terminated by DMRC.*
11. *The Holding Company has not made provision against Investment of Rs. 0.01 Crore and Loans given of Rs. 73.47 crores to its subsidiary M/s. Bhopal Sanchi Tollways Private Limited. Its Concession Agreement has been terminated by NHAI. The subsidiary company has lodged claim and the matter is under arbitration.*

12. *The Holding company has not provided audited financial statements of its wholly owned subsidiary M/s. Pratibha Holdings (Singapore) Pte. Ltd and associate company M/s. Saudi Pratibha Industries LLC. In absence of these details, we can not comment on any requirement for provision for diminution in value of investments.*
13. *Balance confirmation of trade Receivables, Loans and Advances, deposits and trade payables are not received from third parties. These balances are subject to confirmations and consequent adjustments, if required. In absence of balance confirmations, financial impact on Consolidated financial statements is not ascertainable.*
14. *As per the requirements of Rule 4 of Companies (cost records and audit) Amendment Rules, 2016, the Holding company has not conducted cost audit of its records.*
15. *During the year, Holding Company unilaterally wrote back certain liabilities amounting to Rs. 76.44 Crores. The management of Holding Company is of the opinion that based on their analysis of balances and due to various reasons these balances were not payable and hence written back. In absence of proper documentation, financial impact on Consolidated financial statements is not ascertainable.*
16. *The Holding company has not made provision for Expected Credit Loss on receivables and other financial assets as required under IND AS 109.*
17. *There are many statutory dues amounting to Rs: 94.91 Crores which are pending to be deposited by Holding Company with appropriate government authorities. The Holding company has not made provision for interest on these dues on account of delay in depositing them. Since the management of Holding Company has not estimated overall liability on account of interest, financial impact on Consolidated financial statements is not ascertainable.*
18. *During the year, three independent directors of Holding Company have resigned from its Board. As a result its composition of Board of Directors, Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee are not in compliance with the provisions of Section 149(4), Section 177 & Section 178 respectively.*
19. *The Holding company has not updated location of assets in fixed asset register.*
20. *As per the requirement of the order, passed by Company Law Board under section 73 (3) of the Companies Act 2013, and section 74 (3) of the Act, the holding company has failed to repay deposits amounting to Rs. 19.91 Crores and interest thereon amounting to Rs. 9.32 Crores within the stipulated time.*
21. *The Holding company has given interest free unsecured loans covered under section 186 of the Companies Act, 2013 which is in non-compliance of provisions of section 186(7).*
22. *Auditor of Prime Infrapark Private limited has given adverse remarks in their audit report for FY 2017-18:*

- 22.1.** *The company's concession agreement has been terminated by DMRC w.e.f 1st September 2017 due to default of terms of the concession agreement. The company is unable to re-negotiate with DMRC & restore the agreement. The company's net worth has fully eroded due to accumulated losses. These events indicate a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business*
- 22.2.** *Inspite of termination of concession agreement, the company has shown the Rights under concession agreement amounting to Rs. 152.44 crores as Intangible assets and has not made any provision for loss on account of the same. To that extent, the assets are overstated and loss is understated.*
- 22.3.** *The company has not provided for interest on loan from Bank to the extent of Rs. 1.49 crores. To that extent interest expense, loan liability and loss for the year ended 31st March, 2018 are understated. The management is of the view that since the status of loan has become NPA, interest will be waived off by the Bank and hence no provision is made.*
- 22.4.** *The company has not made provision for Expected Credit Loss on receivables and other financial assets as required under IND AS 109.*
- 22.5.** *There are many statutory dues amounting to Rs. 5.50 crores which are pending to be deposited by Company with appropriate government authorities. The company has not made provision for interest on these dues on account of delay in depositing them. Since the management has not estimated overall liability on account of interest, impact on financial statements is not ascertainable.*
- 22.6.** *DMRC has en-cashed Bank Guarantee amounting to RS. 12.82 crores on account of non-payment of its dues. This amount is shown as recoverable from Client as asset in Balance sheet and no provision against the same has been made. To that extent, loss and reserves are understated and Assets are overstated. Management of the Company is of the opinion that this amount will be recovered in due course from the client and there is no need for any provision.*


23. Opinion

Because of the significance of the matters described in the Paragraph No. 3 to 22, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the Consolidated financial statements.

- 24.** We did not audit the financial statement of 15 subsidiaries (including 11 Joint Venture companies treated as Subsidiary and 1 step-down subsidiary) included in the Statement. Out of these companies, the financial statement of 2 subsidiaries whose financial statements reflect, total assets of Rs. 199.27 crores, total liabilities of Rs. 309.60 crores, total revenue from operations of Rs. 9.05 Crores and total expenses of Rs. 28.36 crores for the year ended March 31, 2018 are audited by other auditors. The financial statement of 13 subsidiaries whose financial statements reflect, total assets of Rs. 4067.00 crores, total liabilities of Rs. 3498.98 crores, total revenue from operations of Rs. 91.67 Crores and total expenses of Rs. 1295.79 crores for the year ended March 31, 2018 are un audited. Their financial statements have been furnished to us by the Management of Holding Company. Our reporting on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, is based solely on such financial statements.

25. 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 limited review as stated in Paragraph 1 above, as required under the Regulation and the Circular.

For **Ramanand & Associates**
Chartered Accountants
ICAI Firm Registration Number


Ramanand Gupta
Partner
Membership No.: 103975



Place: Mumbai
Date: 11th September, 2018

Pratibha Industries Limited

CIN : L45200MH1995PLC090760

Regd. Off.: Shrikant Chambers, Phase - II, 5th Floor, Sion Trombay Road, Next to R.K. Studio, Chembur, Mumbai - 400 071.

Tel.:+91-22-3955 9999, Fax:+92-22-3955 9900. Website: www.pratibhagroup.com,

Statement of Consolidated Financial results for the Quarter and Year ended 31st March 2018

(Rs. In Cr)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2018 (Unaudited)	31.12.2017 (Unaudited)	31.03.2017 (Unaudited)	31.03.2018 (Audited)	31.03.2017 (Audited)
1	Income					
	(a) Gross Sales / Income from Operations	95.77	216.08	365.76	982.62	1,687.15
	(b) Other Income	82.26	161.98	10.43	258.79	42.87
	Total Income	178.02	378.06	376.19	1,241.40	1,730.02
2	Expenditure					
	(a) Consumption of raw materials	5.01	20.98	75.62	100.86	729.84
	(b) Construction & Operating Expenses	136.41	208.96	371.20	910.45	1,031.27
	(c) Changes in inventories of Finished Goods,	99.76	696.26	362.24	1,856.87	(18.17)
	(d) Employees cost	7.69	8.15	20.89	42.26	96.37
	(e) Finance Costs	5.95	12.57	137.68	58.76	617.12
	(f) Depreciation & Amortisation	10.30	11.30	16.38	47.80	55.36
	(g) Other Expenditures	129.61	176.31	40.99	363.43	154.82
	Total Expenditures	394.72	1,134.53	1,025.01	3,380.42	2,666.60
3	Profit before Exceptional Items (1-2)	(216.70)	(756.47)	(648.82)	(2,139.02)	(936.59)
4	Exceptional Items	-	-	-	-	-
5	Profit before tax (3-4)	(216.70)	(756.47)	(648.82)	(2,139.02)	(936.59)
6	Tax expenses					
	Current Tax	-	-	(1.34)	-	-
	Deferred Tax	-	(0.40)	(69.62)	(0.40)	(99.46)
7	Profit after tax (5-6)	(216.70)	(756.07)	(577.86)	(2,138.62)	(837.13)
8	Share in profit/(loss) of joint ventures/ associates (net)	(1.52)	1.52	(1.84)	(1.86)	(2.27)
9	Adjustments for non-controlling interest in subsidiaries	(0.01)	0.00	(0.00)	0.00	(0.00)
10	Net profit after tax, non-controlling interest and share in profit/(loss) of joint ventures/ associates (7+8+9)	(218.23)	(754.55)	(579.70)	(2,140.48)	(839.40)
11	Other Comprehensive Income (OCI)	(0.37)	0.65	1.89	(0.16)	1.04
12	Total Comprehensive Income (10+11)	(218.60)	(753.90)	(577.81)	(2,140.64)	(838.36)
13	Paid-up Equity Share Capital (Face Value of Rs. 2/- each)	47.72	47.72	47.72	47.72	47.72
14	Other Equity attributable to Owners of the Company				(1,946.76)	193.88
15	Earning Per Share (in Rs.)					
	- Basic	(9.15)	(31.62)	(43.33)	(89.71)	(62.87)
	- Diluted	(9.15)	(31.62)	(43.33)	(89.71)	(62.87)

Consolidated Statement of Assets and Liabilities

(Rs. In Cr)

Particulars		As at 31.03.2018 (Audited)	As at 31.03.2017 (Audited)
A	ASSETS		
1	NON-CURRENT ASSETS		
	(a) Property, Plant and Equipment	600.51	698.29
	(b) Capital Work-in-progress	8.88	8.88
	(c) Investment Property	-	-
	(d) Goodwill	1.50	1.50
	(e) Other Intangible assets	153.31	156.42
	(f) Financial Assets		
	(i) Investments	95.14	97.27
	(ii) Trade Receivables	-	-
	(ii) Loans	5.98	3.45
	(iii) Others	390.19	106.91
	(g) Deferred Tax Assets (Net)	-	-
	(h) Other Non-Current Assets	213.73	101.09
2	CURRENT ASSETS		
	(a) Inventories	1,453.49	3,338.99
	(b) Financial Assets		
	(i) Investment	-	-
	(ii) Trade Receivables	233.14	293.43
	(iii) Cash and Cash Equivalents	32.29	22.71
	(iv) Bank Balances	47.12	140.67
	(v) Loans	534.80	541.29
	(vi) Others	144.68	138.10
	(c) Current Tax Asset (Net)	23.10	32.23
	(d) Other Current Assets	200.43	375.12
	TOTAL ASSETS	4,138.30	6,056.35

Pratibha Industries Limited

CIN : L45200MH1995PLC090760

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Tel.:+91-22-3955 9999, Fax:+92-22-3955 9900. Website: www.pratibhagroup.com,

	EQUITY AND LIABILITIES		
B	EQUITY		
1	(a) Equity Share Capital	47.72	47.72
	(b) Other Equity	(1,946.76)	193.88
	(c) Minority Interest	-	0.00
2	NON CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	1.31	311.28
	(ii) Other Financial Liabilities	-	7.34
	(b) Provisions	1.59	0.99
	(c) Deferred Tax Liabilities (Net)	-	0.40
	(d) Other Non Current Liabilities	-	-
3	CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	3,255.55	3,152.97
	(ii) Trade Payables (Current)	402.91	392.69
	(iii) Other Financial Liabilities	1,945.42	1,598.41
	(b) Other Current Liabilities	422.77	336.11
	(c) Provisions	1.60	1.58
	(d) Current Tax Liabilities (Net)	6.20	12.97
	TOTAL EQUITY AND LIABILITIES	4,138.30	6,056.35

NOTES:

- 1 The financial statements have been duly reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 11th September 2018 at Mumbai.
- 2 The Company is operating in single segment i.e. Engineering, Procurement and Construction (EPC). There have been no other reportable segments identified by the Management and hence no segment reporting is presented under IND AS 108.
- 3 In view of losses, no additional provision for deferred tax is considered.
- 4 During the year, the company reviewed inventory and valued at amount which is most likely to be realised. The inventories include amount towards certain claims which management is hopeful of recovering from respective clients.
- 5 The company's networth is in negative due to the stress in financials. Management is exploring different resolution and believes that the company will be able to continue its business, accordingly the financial results are prepared on a going concern basis.
- 6 Since all loans taken by the company have turned NPA and discussions are going on with lenders to formally restructure them. Management is hopeful that no interest shall be made payable by the company to its lenders. Hence, no interest on loans are provided in the financial statements in line with earlier quarters.
- 7 Net worth of two wholly owned subsidiary companies, have fully eroded, Company's aggregate exposure is of Rs. 110.87 Crores as at 31st March 2018, consisting of investment in the equity share capital and interest free advances granted to these subsidiary companies. Based on certain estimates and other factors including their business plan and growth prospects, management considers the decline in the value of investments as temporary in nature and believes that the Loans & Advances are good and recoverable.
- 8 The management reviewed balance of all its assets and liabilities. Based on its judgement, wherever required balances have been written off and written back.
- 9 Bank Guarantees amounting to Rs. 353.67Crores have been encashed by various clients of the company till 31st March, 2018. The company has initiated claim process with clients. No provision has been made for probable loss arising out of client encashment. However Management is of the opinion that these amounts will be recovered.
- 10 Previous periods' figures have been regrouped/restated/reclassified wherever necessary to make them comparable with the current period.

For PRATIBHA INDUSTRIES LIMITED

Ajit Bhagwan Kulkarni
Director

DIN:00220578

Place : Mumbai

Date : 11th September 2018



CHARTERED ACCOUNTANTS

RAMANAND & ASSOCIATES

HeadOffice:
6/C, Gr. Floor, Ostwal Part Bldg. No. 4, Near Jesal Park Jain Temple,
Bhayandar (East), Dist. Thane 401105.
Mob.: 9930835416
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Website: www.caramanandassociates.com

Independent Auditors' report on Quarterly Standalone Financial Results and Year to Date results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

To,
The Board of Directors
PRATIBHA INDUSTRIES LIMITED

1. We have audited the accompanying statement of standalone financial results of **PRATIBHA INDUSTRIES LIMITED**, ("the Company"), for the quarter and year ended March 31, 2018 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), read with SEBI circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 (the Circular). 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 Dec 31, 2017, the audited annual IND AS standalone financial statements as at and for the year ended March 31, 2018, and the relevant requirements of the Regulations 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 this standalone financial results based on our review of the standalone financial results for the Nine months 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 IND AS Standalone financial statement as at and for the year ended March 31, 2018; and the relevant requirements of the Regulations 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 standalone financial results are free of material misstatements. 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. Because of the matters described in the paragraph No. 3 to 21, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.
3. ***The company has accumulated losses and its net worth is fully eroded. It has incurred net loss during the current year as well as previous years and its current liabilities exceeded its current assets as at the balance sheet date. It is unable to repay its debts, statutory obligations and pay salaries apart from other obligations/commitments. Its scheme of Strategic Debt Restructuring has failed as the lenders have not accepted its proposal. All these indicate a material uncertainty that may cast significant doubt upon the Company's ability to continue as a Going Concern. The Management is optimistic about finding resolution and believes it will be able to continue its business, accordingly the standalone financial results are prepared on a going concern basis.***

4. *Inventory of Work in Progress (WIP) includes certain contractual claim amounting to Rs. 36.91 Crores. These amounts have been ascertained by the management based on their estimates. No formal submission of these claims has been made to clients. WIP also includes certain claims amounting to Rs. 170.33 Crores which are though submitted but not yet approved by respective clients. The amounts of these claims are subject to change post submission/approval from clients. In absence of any communication from clients, we cannot confirm the amount of this WIP. The consequential impact, if any, on the standalone financial statements is therefore not ascertainable.*
5. *The management has not provided us with the Cost to Completion and consequent profitability/ and or losses on projects which are pending execution. In absence of these details, it is not possible for us to ascertain whether the WIP has been valued and stated correctly or not. The consequential impact, if any, on the standalone financial statements is therefore not ascertainable*
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10. *The Company has not made provision against Investment of Rs. 1 Crore and Loans given of Rs. 94.73 Crores to its wholly owned subsidiary M/s. Prime Infrapark Private Limited. The networth of the subsidiary company has fully eroded and its Concession Agreement has been terminated by DMRC.*
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18. *During the year, three independent directors have resigned from the Board. As a result composition of Board of Directors, Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee are not in compliance with the provisions of Section 149(4), Section 177 & Section 178 respectively.*
19. *The company has not updated location of assets in fixed asset register.*
20. *As per the requirement of the order, passed by Company Law Board under section 73 (3) of the Companies Act 2013, and section 74 (3) of the Act, the company has failed to repay deposits amounting to Rs. 19.91 Crores and interest thereon amounting to Rs. 9.32 Crores within the stipulated time.*
21. *The company has given interest free unsecured loans covered under section 186 of the Companies Act, 2013 which is in non-compliance of provisions of section 186(7).*

22. Opinion

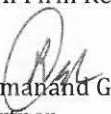
Because of the significance of the matters described in the Paragraph No. 3 to 21, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the standalone financial statements.

23. 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 limited review as stated in Paragraph 1 above, as required under the Regulation and the Circular.

For **Ramanand & Associates**

Chartered Accountants

ICAI Firm Registration Number: 103975W


Ramanand Gupta
Partner
Membership No.: 103975



Place: Mumbai

Date: 11th September, 2018

Pratibha Industries Limited

CIN : L45200MH1995PLC090760

Regd. Off.: Shrikant Chambers, Phase - II, 5th Floor, Sion Trombay Road, Next to R.K. Studio, Chembur, Mumbai - 400 071.

Tel.:+91-22-3955 9999, Fax:+92-22-3955 9900. Website: www.pratibhagroup.com,

Statement of Standalone Financial results for the Quarter and Year ended 31st March 2018

(Rs. In Cr)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2018 (Unaudited)	31.12.2017 (Unaudited)	31.03.2017 (Unaudited)	31.03.2018 (Audited)	31.03.2017 (Audited)
1	Income					
	(a) Gross Sales / Income from Operations	199.23	187.39	233.39	881.89	1,061.08
	(b) Other Income	67.89	49.61	9.86	128.56	41.27
	Total Income	267.12	237.01	243.25	1,010.45	1,102.35
2	Expenditure					
	(a) Consumption of raw materials	4.41	13.62	41.74	68.87	390.28
	(b) Construction & Operating Expenses	219.40	197.74	274.72	814.90	780.47
	(c) Changes in inventories of Finished Goods,	175.73	726.99	380.49	1,330.04	24.17
	(d) Employees cost	5.77	5.88	13.09	27.49	53.73
	(e) Finance Costs	1.60	5.88	94.44	29.11	466.08
	(f) Depreciation & Amortisation	10.86	11.30	11.29	44.98	48.61
	(g) Other Expenditures	64.44	26.60	71.22	818.02	261.80
	Total Expenditures	482.20	988.01	886.98	3,133.42	2,025.14
3	Profit before Exceptional Items (1-2)	(215.07)	(751.00)	(643.74)	(2,122.97)	(922.79)
4	Exceptional Items	-	-	-	-	-
5	Profit before tax (3-4)	(215.07)	(751.00)	(643.74)	(2,122.97)	(922.79)
6	<u>Tax expenses</u>					
	Current Tax	-	-	-	-	-
	Deferred Tax	-	-	(69.39)	-	(99.23)
7	Profit after tax (5-6)	(215.07)	(751.00)	(574.34)	(2,122.97)	(823.55)
8	Other Comprehensive Income (OCI)	(0.38)	0.67	2.15	(0.15)	0.97
9	Total Comprehensive Income (7+8)	(215.45)	(750.34)	(572.19)	(2,123.12)	(822.59)
10	Paid-up Equity Share Capital (Face Value of Rs. 2/- each)	47.72	47.72	47.72	47.72	47.72
11	Other Equity attributable to Owners of the Company				(1,833.21)	289.91
12	Earning Per Share (in Rs.)					
	- Basic	(9.01)	(31.48)	(42.91)	(88.98)	(61.69)
	- Diluted	(9.01)	(31.48)	(42.91)	(88.98)	(61.69)

Standalone Statement of Assets and Liabilities

(Rs. In Cr)

Particulars		As at 31.03.2018 (Audited)	As at 31.03.2017 (Audited)
A	ASSETS		
1	NON-CURRENT ASSETS		
	(a) Property, Plant and Equipment	596.46	694.23
	(b) Capital Work-in-progress	-	-
	(c) Investment Property	-	-
	(d) Goodwill	-	-
	(e) Other Intangible assets	0.87	1.17
	(f) Financial Assets		
	(i) Investments	938.86	511.49
	(ii) Trade Receivables	-	-
	(ii) Loans	5.42	3.45
	(iii) Others	197.38	100.40
	(g) Deferred Tax Assets (Net)	-	-
	(h) Other Non-Current Assets	77.84	30.85
2	CURRENT ASSETS		
	(a) Inventories	340.40	1,690.61
	(b) Financial Assets		
	(i) Investment	-	-
	(ii) Trade Receivables	216.91	242.74
	(iii) Cash and Cash Equivalents	22.85	14.46
	(iv) Bank Balances	46.48	134.36
	(v) Loans	297.44	293.39
	(vi) Others	849.63	1,598.13
	(c) Current Tax Asset (Net)	19.94	18.35
	(d) Other Current Assets	105.63	145.86
	TOTAL ASSETS	3,716.11	5,479.50

Pratibha Industries Limited

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B	EQUITY AND LIABILITIES		
1	EQUITY		
	(a) Equity Share Capital	47.72	47.72
	(b) Other Equity	(1,833.21)	289.91
2	NON CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	1.31	175.18
	(ii) Other Financial Liabilities	-	-
	(b) Provisions	1.59	0.99
	(c) Deferred Tax Liabilities (Net)	-	-
	(d) Other Non Current Liabilities	-	-
3	CURRENT LIABILITIES		
	(a) Financial Liabilities		
	(i) Borrowings	3,243.29	3,140.16
	(ii) Trade Payables (Current)	248.02	190.00
	(iii) Other Financial Liabilities	1,803.56	1,443.75
	(b) Other Current Liabilities	196.03	177.25
	(c) Provisions	1.60	1.58
	(d) Current Tax Liabilities (Net)	6.20	12.97
	TOTAL EQUITY AND LIABILITIES	3,716.11	5,479.50

NOTES:

- 1 The financial statements have been duly reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 11th September 2018 at Mumbai.
- 2 The Company is operating in single segment i.e. Engineering, Procurement and Construction (EPC). There have been no other reportable segments identified by the Management and hence no segment reporting is presented under IND AS 108.
- 3 In view of losses, no additional provision for deferred tax is considered.
- 4 During the year, the company reviewed inventory and valued at amount which is most likely to be realised. The inventories include amount towards certain claims which management is hopeful of recovering from respective clients.
- 5 The company's networth is in negative due to the stress in financials. Management is exploring different resolution and believes that the company will be able to continue its business, accordingly the financial results are prepared on a going concern basis.
- 6 Since all loans taken by the company have turned NPA and discussions are going on with lenders to formally restructure them. Management is hopeful that no interest shall be made payable by the company to its lenders. Hence, no interest on loans are provided in the financial statements in line with earlier quarters.
- 7 Net worth of two wholly owned subsidiary companies, have fully eroded, Company's aggregate exposure is of Rs. 110.87 Crores as at 31st March 2018, consisting of investment in the equity share capital and interest free advances granted to these subsidiary companies. Based on certain estimates and other factors including their business plan and growth prospects, management considers the decline in the value of investments as temporary in nature and believes that the Loans & Advances are good and recoverable.
- 8 The management reviewed balance of all its assets and liabilities. Based on its judgement, wherever required balances have been written off and written back.
- 9 Bank Guarantees amounting to Rs. 353.67 Crores have been encashed by various clients till 31st March, 2018. The company has initiated claim process with clients. No provision has been made for probable loss arising out of client encashment. However Management is of the opinion that these amounts will be recovered.
- 10 Previous periods' figures have been regrouped/restated/reclassified wherever necessary to make them comparable with the current period.

For PRATIBHA INDUSTRIES LIMITED

Ajit Bhagwan Kulkarni
Director

Place : Mumbai

Date : 11th September, 2018

DIN:00220578