



Reliance Naval and Engineering Limited
(Formerly Reliance Defence and Engineering Limited/ Pipavav Defence and Offshore Engineering Company Limited)
Reliance Centre,
8th Floor, South Wing,
Santa Cruz (East), Mumbai – 400 055
CIN : L35110GJ1997PLC033193

Tel : +91 22 33038000,
Fax : +91 22 33038662

October 13, 2017

The General Manager
Corporate Relationship Department
BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street,
Mumbai- 400 001
BSE Scrip Code: 533107

The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
NSE Symbol: RDEL

Dear Sirs,

Sub: Outcome of the Board Meeting

Further to our letter dated October 6, 2017 and pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("**Listing Regulations**") we hereby inform you that the Board of Directors at its meeting held today i.e. on Friday, October 13, 2017 has, inter alia, reviewed and approved the followings:

1. Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2017 along with Limited Review Report by the Statutory Auditors of the Company.
2. Rights Issue of up to Rs.1,500 crore, subject to requisite sanctions and approvals as may be necessary.

The meeting of the Board of Directors of the Company commenced at 2.30 p.m. and concluded at 5.00 p.m.

The information required under Regulation 30 of Listing Regulations is provided in the enclosed **Annexure I**.

We request you to inform your members accordingly.

Yours faithfully,
For **Reliance Naval and Engineering Limited**


Ajit Dabholkar
Corporate Counsel & Company Secretary
Membership No. F4424



Encl: As above

Annexure I

Information as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Issuance of Securities

Particulars of Securities	Details of Securities
a) Type of securities proposed to be issued :	Equity Shares
b) Type of issuance :	Rights Issue
c) Total number of securities proposed to be issued or the total amount for which the securities which will be issued :	Up to Rs. 1,500 crore



RELIANCE NAVAL AND ENGINEERING LIMITED

(formerly known as "Reliance Defence and Engineering Ltd" and "Pipavav Defence and Offshore Engineering Company Ltd")

CIN: L35110GJ1997PLC033193

Statement Of Standalone Unaudited Financial Results for the quarter and half year ended September 30, 2017

Rs in Lacs

Sr. No.	Particulars	Quarter Ended			Half Year ended		Year ended
		30.09.2017	30.06.2017	30.09.2016	30.09.2017	30.09.2016	31.03.2017
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue						
(a)	Revenue from Operations	8,329	16,480	9,865	24,809	16,950	51,946
(b)	Other Income	867	6,692	803	7,559	1,187	4,468
	Total Revenue	9,196	23,172	10,668	32,368	18,137	56,414
2	Expenses						
(a)	Cost of Materials Consumed	20,759	8,870	3,332	29,629	6,240	23,153
(b)	Changes in Inventories of Work in Progress & Scrap	(5)	(2)	(247)	(7)	(951)	3,707
(c)	Excise Duty	-	8	47	8	98	71
(d)	Employee Benefits Expenses	880	888	1,146	1,768	2,125	3,801
(e)	Cost Estimated for Revenue Recognised (Refer note no 2)	(19,758)	(1,643)	1,615	(21,401)	594	(3,487)
(f)	Other Expenses	6,016	7,113	2,823	13,129	7,512	22,463
	Total Expenses	7,892	15,234	8,716	23,126	15,618	49,708
3	Profit/(Loss) from Operations before Depreciation / Amortisation cost and Finance Cost (1-2)	1,304	7,938	1,952	9,242	2,519	6,706
4	Finance Costs	16,773	15,113	13,318	31,886	26,615	57,264
5	Depreciation and Amortisation Expenses	4,988	4,926	5,101	9,914	10,125	20,065
6	Profit / (Loss) Before Exceptional Items (3-4-5)	(20,457)	(12,101)	(16,467)	(32,558)	(34,221)	(70,623)
7	Exceptional Items (Refer note 3)	-	(16,319)	-	(16,319)	-	-
8	Profit / (Loss) before Tax (6+7)	(20,457)	(28,420)	(16,467)	(48,877)	(34,221)	(70,623)
9	Tax Expenses- 'Deferred Tax Credit	5,390	5,378	4,838	10,768	9,142	18,280
10	Profit / (Loss) for the period/ year from continued operations (8+9)	(15,067)	(23,042)	(11,629)	(38,109)	(25,079)	(52,343)
11	Profit/(Loss) for the period	(15,067)	(23,042)	(11,629)	(38,109)	(25,079)	(52,343)
12	Other Comprehensive Income	-	-	-	-	-	-
	Items that will not to be reclassified to profit and loss						
(i)	Actuarial gains/(losses) on defined benefit plans	9	(25)	(35)	(16)	(35)	(101)
(ii)	Income Tax effect	(3)	8	11	5	11	31
	Total Other Comprehensive Income for the period	6	(17)	(24)	(11)	(24)	(70)
13	Total Comprehensive Income for the period (11+12)	(15,061)	(23,059)	(11,653)	(38,120)	(25,103)	(52,413)
14	Paid-up Equity Share Capital (Face Value of Rs. 10 Each)	73,759	73,759	73,621	73,759	73,621	73,621
15	Other Equity (as per audited balance sheet of previous accounting year)						43,427
16	Earnings Per Share (EPS) (* Not Annualised)						
(a)	Basic EPS (Rs.)	* (2.04)	* (3.13)	* (1.58)	* (5.17)	* (3.41)	(7.11)
(b)	Diluted EPS (Rs.)	* (2.04)	* (3.13)	* (1.58)	* (5.17)	* (3.41)	(7.11)



STATEMENT OF ASSETS AND LIABILITIES
Rs in Lacs


Particulars	As at	
	September 30, 2017	March 31, 2017
	Unaudited	Audited
I ASSETS		
(1) Non Current Assets		
Property, Plant and Equipment	496,543	506,180
Capital Work in Progress	428,689	401,457
Intangible Assets	437	187
Intangible Assets under Development	9,432	9,506
	<u>935,101</u>	<u>917,330</u>
Financial Assets		
Investments	2,087	2,087
Other Financial Assets	1,714	1,260
	<u>3,801</u>	<u>3,347</u>
Deferred Tax Assets (net)	24,033	13,260
Other Non Current Assets	31,958	31,998
	<u>55,991</u>	<u>45,258</u>
(2) Current Assets		
Inventories	59,822	77,538
Financial Assets		
Investments	-	1,020
Trade Receivables	2,542	345
Cash and Cash Equivalents	454	3,556
Other Bank Balances	8,450	8,171
Current Loans	365	3,655
Other Current Financials Assets	617	1,912
	<u>12,428</u>	<u>18,659</u>
Current Tax (net)	1,201	2,183
Other Current Assets	63,502	66,878
	<u>64,703</u>	<u>69,061</u>
	<u>1,131,846</u>	<u>1,131,193</u>
TOTAL ASSETS		
II EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	73,759	73,621
Other Equity	5,990	43,427
	<u>79,749</u>	<u>117,048</u>
Liabilities		
Non Current Liabilities		
Financial Liabilities		
Borrowings	555,923	573,746
	<u>555,923</u>	<u>573,746</u>
Provisions	276	326
Other Non Current Liabilities	-	6
	<u>276</u>	<u>332</u>
Current Liabilities		
Financial Liabilities		
Borrowings	285,944	259,986
Trade Payables		
(i) Due to Micro and Small Enterprise	266	285
(ii) Due to others	31,536	26,510
Other Current Financial Liabilities	129,514	77,988
	<u>447,260</u>	<u>364,769</u>
Other Current Liabilities	6,105	7,850
Provisions	42,533	67,448
	<u>48,638</u>	<u>75,298</u>
	<u>1,131,846</u>	<u>1,131,193</u>
TOTAL EQUITY AND LIABILITIES		



Notes :

- 01 The Company is engaged only in the business of Ship-building and repairs. As such, there are no separate reportable segments.
- 02 In respect of vessels other than the commercial vessels, including offshore support vessels, the Company accounts contract revenue and expenses based on the proportionate completion of contract method as certified by the technical experts. In order to evenly allocate the profit on the said contract to whole of the contract period, 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 will be adjusted to the statement of profit and loss as and when actual cost is incurred.
- 03 As per the letter dated April 28, 2017 the CDR- Cell had approved Company's exit from Corporate Debt Restructuring Scheme (CDR). Further, IDBI Bank have also confirmed the Company's exit from CDR vide their letter dated May 06, 2017. Consequently the one time cost towards right of recompense payable to the lenders on exit from CDR has been accounted during the period ended September 30, 2017. Accordingly Rs 16,319 lacs was charged to Statement of Profit or Loss and shown as "Exceptional Items" for the period and Rs 7,989 Lacs has been capitalised as borrowing cost.
- 04 As a part of refinancing, during the period ended September 30, 2017, the Company has allotted 1,384,994 Equity Shares having face value of Rs 10 each per share at a premium of Rs. 49.35 per share and 42,245,764 Compulsorily Redeemable Preference Shares having face value of Rs 10 each per share to one of its lenders against its outstanding debt.
- 05 After review by the Audit Committee, the Board of Directors of the Company has approved the above results at their meeting held on October 13, 2017. The Statutory Auditors of the Company have carried out a limited review of the results.
- 06 The figures for the previous quarters/periods and for the year ended March 31, 2017 have been restated, regrouped and reclassified to make them comparable with those of current period.

Place :- Mumbai
Date :- October 13, 2017


Cmde. Kartik Subramaniam (Retd.)
Whole Time Director and Chief Executive Officer
DIN - 01957227

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



INDEPENDENT AUDITOR'S REVIEW REPORT

To,
The Board of Directors
Reliance Naval and Engineering Limited
(Formerly known as "Reliance Defence and Engineering Limited" and
"Pipavav Defence and Offshore Engineering Company Limited")

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results ("the statement") of **Reliance Naval and Engineering Limited** (Formerly known as "Reliance Defence and Engineering Limited" and "Pipavav Defence and Offshore Engineering Company Limited") ("the Company") for the quarter and half year ended September 30, 2017 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 5th July, 2016. This Statement is the responsibility of the Company's Management and approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.
2. We conducted our review of the Statement 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.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the applicable Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation



Pathak H.D. & Associates

Chartered Accountants

33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016, including the manner in which it is to be disclosed or that it contains any material misstatement.

For Pathak H.D. & Associates

Chartered Accountants

Firm Regn. No. – 107783W



Gyandeo Chaturvedi
Partner

Membership No. – 46806



Place: Mumbai

Date: October 13, 2017