

Reliance Defence and Engineering Limited
(Formerly known as Pipavav Defence and Offshore Engineering Company Limited)
CIN: L35110GJ1997PLC033193

Registered Office: Pipavav Port, Post Uchchalya, Via Rajula, Dist. Amreli, Gujarat - 365 560, India.
STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2016

Sr. No.	Particulars	Rs in Lakh	
		Year ended 31/03/2016	Year ended 31/03/2015
		Audited	Refer note no 7
1	Income from operations		
(a)	Net Income from Operations	30,717	90,453
(b)	Other Operating Income	500	698
	Total Income from operations (net)	31,217	91,151
2	Expenses		
(a)	Cost of Materials Consumed	9,185	7,978
(b)	Purchase of Stock - in - trade	-	21,212
(c)	Changes in Inventories of scrap and work in progress	(3,553)	(1,126)
(d)	Employees benefits expense	5,808	6,245
(e)	Depreciation and amortisation expense	22,136	20,392
(f)	Cost Estimated for Revenue Recognised (Refer Note No. 03)	13,113	6,031
(g)	Other Expenditure	21,333	42,690
	Total Expenses	68,022	103,422
3	Profit / (Loss) from operations before Other Income, Finance Costs & Exceptional Items (1-2)	(36,805)	(12,271)
4	Other Income	3,367	3,151
5	Profit / (Loss) from ordinary activities before Finance Costs and Exceptional Items (3+4)	(33,438)	(9,120)
6	Finance Costs	53,706	48,689
7	Profit / (Loss) from ordinary activities after Finance Costs but before Exceptional Items (5-6)	(87,144)	(57,809)
8	Exceptional Items	(87,144)	(57,809)
9	Profit / (Loss) from Ordinary Activities before Tax (7+8)	(87,144)	(57,809)
10	Tax Expense - Deferred Tax Credit	(27,869)	(20,742)
11	Net Profit / (Loss) from Ordinary Activities after Tax (9-10)	(59,275)	(37,067)
12	Extraordinary items (Net of Tax Expense)	-	-
13	Net Profit / (Loss) for the Year (11-12)	(59,275)	(37,067)
14	Share in Profit of Associate	33	12
15	Net Profit / (Loss) after Taxes and share of profit of Associate (13+14)	(59,242)	(37,055)
16	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	73,621	73,621
17	Other Equity (Reserves and Surplus)	128,864	187,969
18	Earnings Per Share (EPS) before and after extraordinary items		
(a)	Basic EPS (Rs.)	(8.05)	(5.03)
(b)	Diluted EPS (Rs.)	(8.05)	(5.03)

STATEMENT OF ASSETS AND LIABILITIES

Particulars	Rs in Lakh	
	31/03/2016	31/03/2015
	Audited	Refer note no 7
I ASSETS		
1) Non - Current Assets		
a) Property, Plant and Equipment (including Capital Work in Progress)	985,062	950,651
b) Intangible Assets (including Assets under development)	8,428	6,239
c) Goodwill on Consolidation	1,019	1,019
d) Non-Current Investments	30,202	30,169
e) Other Non Current assets	48,093	44,560
Sub-total - Non - Current Assets	1,052,804	1,032,638
2) Current Assets		
a) Inventories	61,436	31,129
b) Financial Assets	17,497	25,698
c) Other Current Assets	50,407	53,260
Sub-total - Current Assets	129,340	110,087
TOTAL - ASSETS	1,182,144	1,142,725
II EQUITY AND LIABILITIES		
1) Equity		
a) Equity Share Capital	73,621	73,621
b) Other Equity	128,864	187,969
Sub-total - Equity	202,485	261,590
2) Non - Current Liabilities		
a) Long - Term Borrowings	598,390	548,946
b) Deferred Tax Liabilities (Net)	5,052	32,859
c) Other Non-Current Liabilities	5,624	5,624
d) Non Current Provisions	299	411
Sub-total - Non - Current Liabilities	609,365	587,840
3) Current Liabilities		
a) Short Term Borrowings	187,811	122,590
b) Trade Payables	27,304	30,652
c) Other Current Liabilities	85,044	78,719
d) Current Provisions	70,135	61,334
Sub-total - Current Liabilities	370,294	293,295
TOTAL - EQUITY AND LIABILITIES	1,182,144	1,142,725



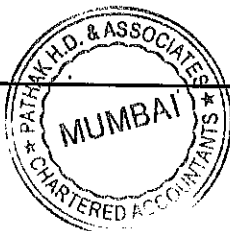
Report of Segment wise Revenue, Results and Capital Employed, under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)

Sr No	Particulars	Rs in Lakh	
		Year ended 31/03/2016	Year ended 31/03/2015
		Audited	Refer note no 7
1.	Segment Revenue		
	a) Ship-building & Fabrication		
	b) Trading	31,217	69,716
	Total	-	21,435
	Less : Inter-segment Revenue	31,217	91,151
	Net Income from Operations	-	-
		31,217	91,151
2.	Segment Results		
	(Profit/(loss) before tax & interest from each segment)		
	a) Ship-building & Fabrication	(27,762)	(3,657)
	b) Trading	-	223
	Total	(27,762)	(3,434)
	Less : i) Finance Costs	53,706	48,689
	ii) Other unallocable expenditure net off unallocated income	5,676	5,686
	Total Profit/(loss) Before Tax	(87,144)	(57,809)
3.	Capital Employed		
	(Segment Assets - Segment Liabilities)		
	a) Ship-building & Fabrication	941,780	906,847
	b) Trading	-	3,405
	c) Unallocated	(739,295)	(648,662)
	Total	202,485	261,590

Notes :

- 01 During the quarter, consequent to substantial acquisition of Shares and Takeover of the Company in terms of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, Reliance Defence Systems Private Limited ("Acquirer") and Reliance Infrastructure Limited ("PAC") have become the Promoters of the Company in place of the Founder Promoters. Further, name of the Company was changed from Pipavav Defence and Offshore Engineering Company Limited to Reliance Defence and Engineering Limited
- 02 The Consolidated accounts have been prepared in accordance with Ind-AS 110 on Consolidated Financial Statements and Ind-AS 28 on Investments in Associates and Joint Ventures.
- 03 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.
- 04 The Company has voluntarily, early adopted Indian Accounting Standards (Ind AS) with effect from April 1, 2015. In line with the Ind AS, the Company has elected to measure its Plant and Equipments and Freehold land in one of the subsidiary at their fair value, and considered the same as deemed cost and effected adjustment in the value of certain other assets/liabilities as on April 1, 2014, being the transition date. This has resulted into increase in carrying value of property, plant and equipment by Rs. 233,530 lakh, reduction in carrying value of other non-current assets, trade receivables and other current assets by Rs. 2,744 lakh, Rs. 70,938 lakh and Rs. 47,280 lakh respectively, increase in deferred tax liability by Rs. 43,836 lakh and other provisions by Rs. 3,941 lakh, leaving net effect of Rs. 64,791 lakh to Other Equity. Consequently, consolidated statement of profit and loss for the year ended on March 31, 2015 has been restated due to increase in depreciation by Rs. 6,610 lakh on account of fair valuation, loss arising from foreign exchange variation by Rs. 2,408 lakh, adjustment of prior period items of Rs. 98 lakh and reversal of deferred tax liabilities by Rs. 11,631 lakh, resulting in net decrease in reported consolidated loss for the previous year by Rs. 2,711 lakh. The Company has presented its financial statements in line with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and disclosed additional information as above in line with paragraph 32 of Ind AS "First Time Adoption of Indian Accounting Standards". Further in view of adoption of Ind AS, the financial statements for the year ended March 31, 2016 has been presented as per Schedule III as notified vide notification no. G S R 404(E) dated April 8, 2016, accordingly the statement of assets and liabilities in the above results has also been presented in the same format.
- 05 The Company is operating with "Ship-building and Fabrication", "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".
- 06 After review by the Audit Committee, the Board of Directors of the Company has approved the above results at their meeting held on May 14, 2016.
- 07 The figures for the previous periods and for the year ended March 31, 2015 have been, as stated in Note 3 above, restated, regrouped and reclassified, wherever required to comply with Ind AS; Schedule III to the Companies Act 2013 and to make them comparable.

Place :- Mumbai
Date :- May 14, 2016.



Vice Admiral (Retd) H. S. Malhi
(Whole Time Director & Chief Executive Officer)
DIN - 02388929

INDEPENDENT AUDITOR'S REPORT

**TO THE BOARD OF DIRECTORS OF
RELIANCE DEFENCE AND ENGINEERING LIMITED**
(FORMERLY KNOWN AS PIPAVAV DEFENCE AND OFFSHORE ENGINEERING COMPANY LIMITED)

1. We have audited the accompanying Statement of Consolidated Financial Results of RELIANCE DEFENCE AND ENGINEERING LIMITED (FORMERLY KNOWN AS PIPAVAV DEFENCE AND OFFSHORE ENGINEERING COMPANY LIMITED) ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), and its associate, for the year ended 31st March 2016 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related Consolidated Audited Financial Statements which are in accordance with the Indian Accounting Standards (Ind AS) prescribed Section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. 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 plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An audit includes examining, on a test basis, evidence supporting amounts disclosed in the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
3. We did not audit the financial statements of Subsidiaries, whose financial statements reflect total assets of Rs. 155,846 Lacs as at 31st March, 2016 and total revenue of Rs. 6,164 Lacs for the year then ended on that date and financial statement of Associate in which the share of profit of the group is Rs. 33 Lacs. These financial statements and other



financial information have been audited by other auditors whose reports have been furnished to us and our opinion on the statement to the extent they have derived from such financial statements is based solely on the reports of such other auditors.

Our Opinion on the Statement is not modified in respect of above matters with regard to our reliance on the reports of the other auditors.

4. We draw your attention to

- (i) the managerial remuneration paid/provided to one of the executive directors which is in excess of the limits prescribed in the Companies Act, 2013. The Holding company has applied to Central Government for necessary approval which is awaited.
- (ii) the note no. 4 of accompanying Statement of Consolidated Financial Results regarding voluntary early adoption of Ind AS by the Group and its consequential impacts on the Other Equity (Reserve & Surplus) as well as restatement / rework of corresponding figures of the previous periods and year and the Statement of Assets & Liabilities is given as per the Schedule III of the Companies Act 2013 wide Notification No. G.S.R. 404 (E) 6th April 2016 by Ministry of Corporate Affairs in respect of company which have adopted Ind AS.

Our opinion is not modified in respect of these matters.

5. In our opinion and to the best of our information and according to the explanations given to us, and based on the Consideration of the reports of the other auditors referred to in paragraph 3 above, the statement:

- (i) Includes the result of entities as given below:

List of Subsidiaries:

E Complex Private Limited , Reliance Marine and offshore Limited (Formerly Pipavav Marine and offshore Limited), Reliance Lighter Than Air Systems Private Limited (Formerly Pipavav Lighter Than Air Systems Private Limited), Reliance Technologies and Systems Private Limited (Formerly Pipavav Technologies and Systems Private Limited), Reliance Engineering and Defence Services Limited (Formerly Pipavav Engineering and Defence Services Limited), PDOC Pte. Ltd. (incorporated and place of business at Singapore).



List of Associate:

Conceptia Software Technologies Private Limited

(ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(iii) gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net loss and other financial information of the Group for the year ended 31st March 2016.

6. The figures for the "Year ended 31/03/2015" are as restated and certified by the management to be in compliant with Ind AS based on the audited consolidated financial statements of the Company audited by other auditors.



For **Pathak H.D. & Associates**
Chartered Accountants
Firm Reg. No. 107783W

R. P. Shah.

Rupesh Shah
Partner
Membership No. 117964

Place: Mumbai
Dated: 14th May, 2016

FORM A

(For Audited Report on Consolidated Financial Statements with unmodified opinion)

(Pursuant to Regulation 33 of SEBI (Listing obligation and disclosure requirements) Regulations, 2015)

1	Name of the Company	Reliance Defence and Engineering Limited (the 'Company')
2	Annual financial statement for the year ended	March 31, 2016
3	Type of Audit observation	Consolidated Financial Statements – Unmodified Emphasis of Matters Following emphasis of matters have been given in the independent Auditor's Report on the Consolidated Financial Statements for the year ended 31st March, 2016 "We draw attention to the (a) note no. 28.1 to the Consolidated Financial Statements regarding managerial remuneration paid or payable to Executive Director of the Holding Company, which is subject to the approval of Central Government. (b) note no. 47 to the Consolidated Financial Statements regarding voluntary early adoption of Ind AS by the Group and its consequential impacts on the Other Equity (Reserve & Surplus) as well as restatement / rework of corresponding figures of the previous year and presentations of consolidated financial statements as per the Schedule III of the Companies Act, 2013 as notified vide notification No. G.S.R. 404 (E) dated 6th April 2016 by the Ministry of Corporate Affairs. Our opinion is not modified in respect of these matters."
4	Frequency of observation	i) The matter (a) above is appearing since financial year ended 31st March, 2014 ii) The matter (b) above is reported first time in the financial year ended 31st March, 2016

For **Pathak HD & Associates**
Chartered Accountants
Firm's Reg. No: 107783W

R. Pathak

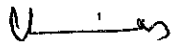
Rupesh Shah
Partner
Membership No.: 117964

For **Reliance Defence and Engineering Limited**

Ajai Vikram Singh
Ajai Vikram Singh
Chairman – Audit Committee



For Reliance Defence and Engineering Limited



K. Sridhar
Chief Financial Officer



For Reliance Defence and Engineering Limited



H. S. Malhi
Whole Time Director

Mumbai,
May 14, 2016

Mumbai,
May 14, 2016