

BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF



★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- | | | |
|---------------------------------|---------------------------------|-----------------------|
| ★ ACSR CORE WIRES | ★ SPRING STEEL WIRES | ★ BARBED WIRE |
| ★ CABLE ARMOURING WIRE & STRIPS | ★ ROLLING QUALITY WIRES | ★ CHAIN LINK FENCINGS |
| ★ STAY WIRES & EARTH WIRES | ★ P.C. WIRE & P.C. STRAND WIRES | ★ WIRE NAILS |
| ★ M.S. & H.B. WIRES | ★ ROPE WIRES | ★ BINDING WIRES |

Date: 02/11/2018

To
Department of Corporate Services,
BSE Limited
Phiroj Jeejibhoy Towers, Dalal Street,
Mumbai – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400 0051

Dear Sir/ Madam,

Sub: Outcome of the Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: 533270, Scrip Symbol: BEDMUTHA

With reference to the captioned subject, please be informed that the Board of Directors of the Company at its meeting held today i.e., Friday, November 02, 2018 at the Registered Office of the Company inter alia, considered and approved the following:

1. The Unaudited Financial Results (Standalone) along with the Limited Review Report issued by the Statutory Auditors of the Company for the quarter and half year ended September 30, 2018;

Further, the Board inter alia considered and approved in-principle the following:

2. Issue of Convertible Warrants (“Warrants”) on a preferential allotment basis in accordance with the SEBI (ICDR) Regulations, 2009 to promoters and / or others, subject to approval of shareholders and applicable laws;
3. Employee Stock Option Plan (ESOP) subject to approval of shareholders and applicable laws;
4. Continuation of Directorship of Shri Vasant Joshi as an Independent Non-Executive Director who has attained the age of 79 years under Regulation 17 of the SEBI (LODR) (Amendment) Regulations, 2018 subject to approval of shareholders and applicable laws; and

Regd. Office : Plot No. A-31 to 35 & 57, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph. 02551-240320, 240481, Fax - 240482

Corporate Office : B-301/302, Sai Classic, Off. Palm Acres, Gavanpada Mulund (E) Mumbai. Ph.: (022) 21634422, 21637674/75, Fax : 022-21631667

Works : Plant -1, Plot No. A-31 to 35 & 57, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240069, Fax -240482

Plant -2, Plot No. A-70,71,72, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240420, Fax -240482

Plant -3, Plot No. B-113, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240367, Fax -240482

Plant -4, Plot No. B-140, Sinnar-Shirdi Road, STICE, Musalgaon, Sinnar, Dist. Nashik Ph.: 02551-240068, Fax -240482

Plant -6, Plot No. E-1, MIDC Nardana, Phase -II, Waghadi -Khurd, Tal - Shindkheda, Dist - Dhule Ph.: 02562 - 262625

E-mail Sinnar :- bwcl.sales@bedmutha.com

Mumbai :- bedmuthawires@rediffmail.com

Web :- www.bedmutha.com

BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF

★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES

- | | | |
|---------------------------------|---------------------------------|-----------------------|
| ★ ACSR CORE WIRES | ★ SPRING STEEL WIRES | ★ BARBED WIRE |
| ★ CABLE ARMOURING WIRE & STRIPS | ★ ROLLING QUALITY WIRES | ★ CHAIN LINK FENCINGS |
| ★ STAY WIRES & EARTH WIRES | ★ P.C. WIRE & P.C. STRAND WIRES | ★ WIRE NAILS |
| ★ M.S. & H.B. WIRES | ★ ROPE WIRES | ★ BINDING WIRES |

5. In terms of proposed restructuring plan under consideration by the Consortium Bankers, the Board of Directors have approved, subject to approval of shareholders of the Company and the statutory authorities for:

a. Raising of Funds through Preferential Issue / Rights Issue or issue of compulsory convertible debentures at an issue price to be arrived as per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009;

b. Issue of Cumulative Redeemable Preference Shares (CRPS) with premium for conversion of term loan partially into CRPS;

c. Increase of Authorised Share Capital of the Company, as may be required; and

d. Enabling resolution for conversion of the restructured loan, in the event of default, into Equity Shares of the Company, as may be approved, directed, implemented as per the proposed restructured plan as mentioned above.

For the above purposes, the Board of Directors has constituted the Fund Raising Committee to implement the restructuring plan and to comply with the requirements of the applicable laws.

The Board Meeting commenced at 11.30 A.M. and concluded at 7.55 P.M.

The Financial Result will be made available at the Company's Website: www.bedmutha.com

Thanking You,

For and on behalf of

BEDMUTHA INDUSTRIES LIMITED

VIJAY VEDMUTHA
(Managing Director)
DIN: 00716056



Encl:

1. Unaudited Financial Results (Standalone) along with the Limited Review Report issued by the Statutory Auditors of the Company for the quarter and half year ended September 30, 2018.

A.D.KULKARNI & CO.

CHARTERED ACCOUNTANTS

Laxmi,18-B, Ring Road.

Opp:-Lalit Kala Bhavan.

Jalgaon – 425001.

e-mail:-caanilkulkarni@yahoo.co.in

Limited Review Report on Unaudited Quarterly and Year-to-date Standalone Financial Results of Bedmutha Industries Limited for the quarter ended September 30, 2018 pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

To
The Board of Directors of
BEDMUTHA INDUSTRIES LIMITED.

1. We have reviewed the accompanying unaudited standalone financial results of M/s. Bedmutha Industries Limited ("the Company") for the quarter ended September 30, 2018 and the year-to-date results for the period from April 01, 2018 to September 30, 2018 together with the notes thereon ("the statement") attached herewith. The statement is being submitted by the Company pursuant to the requirement 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 has been initialled by us for identification purpose.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors in their meeting held on November 2nd, 2018 has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 'Interim Financial Reporting' ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. 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," specified under Section 143 (10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. We draw your attention to the following matters:

Note 4 to the Statement regarding the preparation of the Statement on going concern basis for the reasons stated therein. During the quarter, the Company has incurred Net Loss of Rs. 18.98 Crores, resulting into accumulated losses of Rs. 160.76 Crores.



A.D.KULKARNI & CO.

CHARTERED ACCOUNTANTS

Laxmi, 18-B, Ring Road,

Opp:-Lalit Kala Bhavan,

Jalgaon – 425001.

e-mail:-caamilkulkarni@yahoo.co.in

The company's current liabilities exceed current assets. These matters require the Company to generate additional cash flows to fund the operations as well as other obligations. These conditions along with other matters as set forth in Note 4 indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as going concern. The ultimate outcome of these matters is at present not ascertainable. Accordingly, we are unable to comment on the consequential impact, if any, on the accompanying statement.

5. In our opinion and to the best of our information and according to the explanations given to us, the Statement :
- i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, in this regard except for the effects / possible effects of matters described in paragraph 4; 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 loss, total comprehensive income and other financial information for the quarter ended on September 30, 2018 except for the effects / possible effects of matters described in paragraph 4.

for A .D. Kulkarni & Co.
Chartered Accountants



Anil D. Kulkarni
Proprietor

M. No: 049739

Firm Reg.No: 115959W



Place: Nashik

Date: 2nd November, 2018



BEDMUTHA INDUSTRIES LIMITED

Regd. Office : A - 32 , S.T.I.C.E. Musalgaon MIDC , Sinnar Nashik-422 103

Website : www.bedmutha.com

CIN : L31200MH1990PLC057863

Statement of Standalone Unaudited Financial Results for the Quarter / Half Year ended on 30th September 2018


Particulars	(Rs. in Lakhs - except otherwise stated)					
	For the Quarter Ended On			For Half Year Ended on		For the Year Ended on
	Sep-18 (Unaudited)	Jun-18 (Unaudited)	Sep-17 (Unaudited)	Sep-18 (Unaudited)	Sep-17 (Unaudited)	Mar-18 (Audited)
I. Gross Revenue from operations	10,480.18	13,943.25	14,528.05	24,423.43	31,464.98	61,829.70
II. Other Income	760.95	865.10	978.34	1,626.05	1,634.38	3,310.16
III. Total Revenue (I + II)	11,241.12	14,808.35	15,506.38	26,049.48	33,099.36	65,139.86
IV. Expenses:						
a. Cost of material consumed	7,442.97	10,224.81	11,107.78	17,667.78	21,520.93	40,310.93
b. Purchase of Stock-in-Trade	-	-	1,286.89	-	4,193.66	5,663.95
c. Manufacturing and Operating Cost	2,396.98	3,257.81	1,827.81	5,654.79	3,484.56	8,808.56
d. Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	46.58	(424.31)	2,292.31	(377.73)	2,502.50	5,013.53
e. Excise Duty recovered on sales	-	-	-	-	1,442.49	1,442.49
f. Employee benefits expenses	395.86	355.57	405.81	751.43	864.75	1,546.44
g. Finance Cost	1,707.14	1,642.20	1,512.05	3,349.34	2,830.33	6,005.64
h. Depreciation and amortisation expenses	841.49	832.09	667.59	1,673.58	1,326.28	2,679.24
i. Other Expenses	307.88	328.63	402.65	636.51	822.18	1,867.78
Total Expenses	13,138.89	16,216.80	19,502.88	29,355.69	38,987.66	73,338.54
V. Profit before exceptional Item & Tax (III - IV)	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
VI. Exceptional Item	-	-	-	-	-	-
VII. Profit before Tax (V - VI)	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
VIII. Tax Expenses						
a. Current Tax	-	-	-	-	-	-
b. Deferred Tax	-	-	-	-	-	-
c. Tax in respect of earlier year	-	-	-	-	-	-
IX. Profit / (Loss) for the period (VII - VIII)	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
X. Other Comprehensive Income						
a. Items that will not be reclassified to Profit or Loss (net of tax expenses)	-	-	-	-	-	-
b. Items that will be reclassified to Profit or Loss (net of tax expenses)	-	-	(42.72)	-	(44.57)	-
Total Other Comprehensive Income	-	-	(42.72)	-	(44.57)	-
XI. Total Comprehensive Income for the period (IX + X)	(1,897.77)	(1,408.44)	(4,039.22)	(3,306.21)	(5,932.88)	(8,198.68)
XII. Paid-up equity share capital, Equity shares of Rs. 10/- each	2,453.16	2,453.16	2,453.16	2,453.16	2,453.16	2,453.16
XIII. Reserves excluding Revaluation Reserves as per balance sheet						(4,244.86)
XIV. Earning Per Share (not annualized) (Before OCI)						
a. Before extraordinary items						
Basic	(Rs.7.74)	(Rs.5.74)	(Rs.16.29)	(Rs.13.48)	(Rs.24.00)	(Rs.33.42)
Diluted	(Rs.7.74)	(Rs.5.74)	(Rs.16.29)	(Rs.13.48)	(Rs.24.00)	(Rs.33.42)
b. After extraordinary Items						
Basic	(Rs.7.74)	(Rs.5.74)	(Rs.16.29)	(Rs.13.48)	(Rs.24.00)	(Rs.33.42)
Diluted	(Rs.7.74)	(Rs.5.74)	(Rs.16.29)	(Rs.13.48)	(Rs.24.00)	(Rs.33.42)

As per our report of even date
for **A. D. Kulkarni & Co.**

for & on behalf of Board of Directors of
Bedmutha Industries Limited


Anil D. Kulkarni
Chartered Accountants
Proprietor
M No. 049739
Firm Reg No. 115959W




Vijay Vedmutha
Chairman and Managing Director
(DIN : 00716056)

Place: Nashik
Date: November 02, 2018



BEDMUTHA INDUSTRIES LIMITED

Regd. Office : A - 32 , S.T.I.C.E. Musalgaon MIDC , Sinnar Nashik-422 103

Website : www.bedmutha.com

CIN : L31200MH1990PLC057863

Standalone Unaudited Segment Revenue, Results, Segment Assets and Segment Liabilities for the Quarter / Half Year ended on 30th September, 2018

Particulars	(Rs. in Lakhs - except otherwise stated)					
	For the Quarter Ended On			For Half Year Ended on		For Year Ended on
	Sep-18 (Unaudited)	Jun-18 (Unaudited)	Sep-17 (Unaudited)	Sep-18 (Unaudited)	Sep-17 (Unaudited)	Mar-18 (Audited)
1. Segment Revenue (Gross) :-						
Steel	5,896.91	5,832.52	8,643.60	11,729.43	19,935.47	35,766.82
Copper	3,161.99	5,591.83	5,740.68	8,753.82	10,954.73	20,984.97
EPC Projects	1,421.27	2,518.90	143.77	3,940.17	574.78	5,176.25
Others	-	-	-	-	-	-
Total	10,480.18	13,943.25	14,528.05	24,423.43	31,464.98	61,928.03
Less : Inter Segment Revenue	-	-	-	-	-	98.33
Gross Revenue From Operations	10,480.18	13,943.25	14,528.05	24,423.43	31,464.98	61,829.70
2. Segment Results Profit / (Loss) before finance costs, exceptional items & tax:						
Steel	(463.00)	(440.68)	(2,591.97)	(903.67)	(3,255.95)	(3,520.91)
Copper	132.40	371.61	393.12	504.01	661.28	1,436.69
EPC Projects	139.97	302.66	(285.90)	442.63	(464.47)	(64.04)
Others	-	0.16	0.29	0.16	1.16	(44.78)
Total Segment Results Profit / (Loss) before finance costs, exceptional items & tax	(190.63)	233.76	(2,484.45)	43.13	(3,057.97)	(2,193.04)
Less :						
Finance Cost	1,707.14	1,642.20	1,512.05	3,349.34	2,830.33	6,005.64
Total Segment Results Profit / (Loss) before Exceptional Items	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
Exceptional Items	-	-	-	-	-	-
Total Segment Results Profit / (Loss) before tax	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
Tax Expense	-	-	-	-	-	-
Total Segment Results Profit / (Loss) after tax	(1,897.77)	(1,408.44)	(3,996.50)	(3,306.21)	(5,888.30)	(8,198.68)
3. Segment Assets :						
Steel	39,627.50	41,902.40	50,198.64	39,627.50	50,198.64	44,974.13
Copper	9,554.29	14,189.07	9,359.13	9,554.29	9,359.13	8,901.33
EPC Projects	11,247.79	10,183.54	3,337.04	11,247.79	3,337.04	7,385.17
Others	84.18	85.44	284.10	84.18	284.10	131.27
Total	60,513.76	66,360.45	63,178.91	60,513.76	63,178.91	61,391.90
4 Segment Liabilities :						
Steel	55,713.40	56,193.05	55,489.66	55,713.40	55,489.66	55,564.45
Copper	4,058.15	8,574.10	6,351.72	4,058.15	6,351.72	4,490.12
EPC Projects	5,813.39	4,761.18	694.06	5,813.39	694.06	3,058.14
Others	26.71	32.24	162.07	26.71	162.07	70.89
Total	65,611.65	69,560.57	62,697.51	65,611.65	62,697.51	63,183.60

As per our report of even date

for A. D. Kulkarni & Co.

for & on behalf of Board of Directors of

Bedmutha Industries Limited

Anil D. Kulkarni
Chartered Accountants
Proprietor



M No. 049739
Firm Reg No. 115959W

Place: Nashik

Date: November 02, 2018



Vijay Vedmutha
Chairman and Managing Director
(DIN : 00716056)

Statement of Standalone Assets & Liabilities

Particulars		Sep-18		Mar-18	
		Unaudited (Rs. in Lakhs)		Audited (Rs. in Lakhs)	
I. ASSETS					
1. Non - Current Assets					
a.	Property, Plant and Equipment		25,632.29		27,288.29
b.	Capital work-in-progress		3,845.62		3,685.23
c.	Investment Property		117.60		117.60
d.	Goodwill		-		-
e.	Other Intangible assets		-		-
f.	Financial Assets				
	Investments	507.63		654.47	
	Trade receivables	1,917.29		1,746.44	
	Loans	213.78		213.83	
	Other financial assets	-	2,638.70	-	2,614.74
g.	Other non-current assets		1,314.64		804.73
2. Current assets					
a.	Inventories		3,758.89		3,375.22
b.	Financial Assets				
	Investments	0.00		0.00	
	Trade receivables	5,933.63		7,449.59	
	Cash and cash equivalents	1,930.42		3,397.49	
	Loans	494.52		984.02	
	Other financial assets	53.57	8,412.14	58.04	11,889.15
c.	Other current assets		14,793.88		11,616.95
TOTAL			60,513.76		61,391.90
II. EQUITY & LIABILITIES					
A. EQUITY					
a.	Equity Share Capital		2,453.16		2,453.16
b.	Other Equity		(7,551.05)		(4,244.86)
B. LIABILITIES					
1. Non - Current Liabilities					
a.	Financial Liabilities				
	Borrowings	23,400.89		24,764.02	
	Other financial liabilities	1,580.25	24,981.14	1,681.70	26,445.72
b.	Provisions		-		-
c.	Other non-current liabilities		5.44		8.73
2. Current Liabilities					
a.	Financial Liabilities				
	Borrowings	24,541.74		20,085.70	
	Trade payables	4,449.85		9,783.54	
	Other financial liabilities	3,508.10	32,499.69	3,417.81	33,287.05
b.	Other Current liabilities		4,340.07		2,239.64
c.	Provisions		3,785.31		1,202.46
TOTAL			60,513.76		61,391.90



Notes

- 1 The above Standalone financial results for the quarter / half year ended on September 30, 2018 were taken on record at the meeting of Board of Directors held on November 02, 2018 after being reviewed and recommended by the Audit committee.
- 2 The Company has adopted Ind AS 115 - Revenue from Contracts with Customers which is effective from 1 April 2018. The application of the standard did not have any significant impact on the retained earnings as at April 01, 2018 and financial results for the current and previous quarter.
- 3 Post implementation of GST with effect from 1 July 2017, Revenue from operations is required to be presented net of GST. Accordingly, Revenue from operations for the half year ended 30th September 2018 is not comparable to the half year ended 30th September 2017.
- 4 The Statutory Auditors have expressed qualified opinion in their limited review report for the quarter / half year ended September 30, 2018 in respect of following matter :-

"During the quarter in respect of preparation of unaudited financial results of the company on going concern basis for the reasons stated therein, the Company has incurred net loss of Rs. 18.98 crores resulting into accumulated losses of Rs. 160.76 crores. The Company's current liabilities exceed current assets. These matters require substantial debt reduction in the company also additional cash flow is required to fund the operations as well as other obligations."

- 5 The Company has five segments mainly:

- i Wire & Wire Products
- ii Copper Products
- iii Consultancy *
- iv Windmill
- v EPC Projects

*As regards the Consultancy / Contracting activities of the Company, the same are carried out in the name of M/S K.R. Bedmutha & Techno Associates.

(During the period, No significant revenue was generated in Consultancy & Windmill, Hence no separate segment reporting is done).

- 6 During the Quarter, investor complaints ;
 - i. O/s at the beginning of the quarter : Nil ,
 - ii. Complaints received and resolved in the quarter : Nil,
 - iii. O/s at the end of the Quarter : Nil
- 7 The standalone results are being forwarded to the Stock Exchanges (BSE and NSE) for uploading on their respective websites and on Company's website.
- 8 Previous periods figures have been re-grouped and re-arranged as and when necessary.

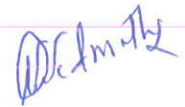
As per our report of even date
for **A. D. Kulkarni & Co.**



Anil D. Kulkarni
Chartered Accountants
Proprietor
M No. 049739
Firm Reg No. 115959W



for & on behalf of Board of Directors of
Bedmutha Industries Limited



Vijay Vedmutha
Managing Director
(DIN : 00716056)

Place: Nashik
Date: November 02, 2018

Management Reply:- (note no. 4)

The major loss is incurring due to heavy interest cost and non utilization of capacity as there is shortage of working capital, resulting into current quarter losses.

The company is already in discussion with the lenders for restructuring as per RBI guidelines and one major milestone in restructuring process has been achieved i.e. obtaining RP4 rating from ICRA and CARE rating agencies for the resolution plan submitted. Hence, the company is hopeful of restructuring process to be implemented from the lenders to put the company back on track.

Further as stated in our management reply for previous quarter the intention of the company is to reduce finance cost by restructuring loan with bankers and bringing funds from investor.

Features of restructuring package will be as follows :-

- 1) Company is in the process of restructuring its loan from bankers which will result in loan reduction by 230 crs due to conversion of loan in CRPS.
- 2) Secondly, to improve the liquidity position and capacity utilization/Operations of the company , company is in the process of raising minimum funds of 42.50 crs from Investors or NBFC. This is also a precondition from Bankers to pass the restructuring plan.
- 3) Also company has decided to sell its non-core assets to improve its liquidity for operations and also for Debt reduction. Accordingly financial statements have been prepared on the basis that company is a going concern.

Company being a Mega project has un-accrued Incentive from Govt. of Maharashtra approx. to the tune of Rs. 194 Crs. Only 74 crs of the incentive has been accrued till 30/09/2018.

