



Date: 12th February, 2019

To,
The National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.

To
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code No. VADILALIND-EQ

Scrip Code : 519156

Dear Sir,

Subject: Submission of limited review report along with financial results for the period ended on 31st December, 2018

With reference to the captioned subject, we furnish herewith the Unaudited Financial Results of the Company for the quarter ended on 31st December, 2018 being the 3rd Quarter of the current financial year – 2018-19, in the prescribed format of the Stock Exchange as amended as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement), 2015 which were reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company, at its meeting held today.

We also furnish herewith the "Limited Review" report received from the Auditors of the Company in respect of the Quarter ended on 31st December, 2018

For Vadilal Industries Limited

Mr. Rajesh Gandhi

Managing Director

VADILAL INDUSTRIES LIMITED

Reg. Office : Vadilal House, 53, Shrimali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad - 380009.

Ph. No.: 079-26564019-24. Email id : info@vadilalgroup.com

Website : www.vadilalicecreams.com / www.vadilalgroup.com CIN No. : L91110GJ1982PLC005169



VADILAL INDUSTRIES LIMITED

Regd. Office : Vadilal House, Shrimali Society, Nr. Navarangpura Railway Crossing, Navrangpura, Ahmedabad - 380 009. Ph.: 079-30921200 Fax: 079-30153102, Web: www.vadilalgroup.com, CIN : L91110GJ1982PLC005169, Email : shareslogs@vadilalgroup.com

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

(₹ in lakhs)

Sr. No.	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017	March 31, 2018
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Revenue from operations	7,891.89	11,770.18	6,716.80	40,839.40	40,533.39	52,013.98
2	Other Income	156.66	382.04	59.31	876.69	428.63	743.53
3	Total Income (1+2)	8,048.55	12,152.22	6,776.11	41,716.09	40,962.02	52,757.51
4	Expenses						
	a) Cost of materials consumed	3,862.49	6,308.67	3,751.80	21,118.76	20,814.14	28,817.33
	b) Purchase of stock-in-trade	227.52	286.13	188.81	753.54	444.93	586.34
	c) Changes in inventories of finished goods and Stock-in-trade	210.35	(47.71)	383.55	710.47	2,944.09	1,416.56
	d) Excise duty on sale of Goods	-	-	-	-	493.24	493.24
	e) Employee benefits expense	934.08	837.17	703.66	2,874.87	2,153.15	3,195.34
	f) Finance Costs	323.16	294.84	329.59	965.57	1,048.71	1,522.19
	g) Depreciation and amortisation expense	393.75	409.78	402.79	1,228.29	1,251.58	1,598.38
	h) Other expenses	2,396.96	2,926.52	2,355.11	8,732.68	9,869.87	12,904.38
	Total expenses :	8,348.31	11,015.40	8,115.31	36,384.18	39,019.71	50,533.76
5	Profit/(Loss) from ordinary activities before tax (3-4)	(299.76)	1,136.82	(1,339.20)	5,331.91	1,942.31	2,223.75
6	Tax Expense						
	(a) Current Tax	(120.83)	377.43	(443.65)	1,837.03	683.35	608.05
	(b) Deferred Tax	38.11	(33.16)	(20.40)	33.53	2.56	131.17
	Total Tax Expense	(82.72)	344.27	(464.05)	1,870.56	685.91	739.22
7	Net Profit/ (Loss) after tax (5-6)	(217.04)	792.55	(875.15)	3,461.35	1,256.40	1,484.53
8	Other Comprehensive Income (Net of tax)						
	Items that will not be reclassified to statement of Profit and Loss						
	- Remeasurement of defined benefits plan (net of tax)	(4.61)	(4.61)	(7.44)	(13.59)	(22.31)	(18.54)
	Total Other Comprehensive Income (Net of Tax)	(4.61)	(4.61)	(7.44)	(13.59)	(22.31)	(18.54)
9	Total Comprehensive Income for the period (7+8)	(221.65)	787.94	(882.59)	3,447.76	1,234.09	1,465.99
10	Paid-up Equity Share Capital (Face Value of ₹ 10/- each)	718.78	718.78	718.78	718.78	718.78	718.78
11	Other Equity excluding Revaluation Reserve						9,062.79
12	Earnings Per Share (of ₹ 10/- each) (not annualized) :						
	Basic & diluted (₹)	(3.02)	11.03	(12.18)	48.16	17.48	20.65
	See accompanying Notes to the Standalone Financial Results						

Notes:-

- The above Standalone Financial Results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on February 12, 2019. The Statutory Auditors have carried out limited review of Standalone Financial Results of the Company for the quarter and nine months ended on December 31, 2018.
- The Board of Directors of the Company has initiated an inquiry into the business rationale of certain payments amounting to ₹ 29.91 lacs made by the Company's management. Pending conclusion of the said inquiry, the Statutory Auditor has expressed qualification in respect of this matter in their limited review report. In the opinion of the Board of the Directors, this is not likely to have any material impact on the financial results of the Company.
- As the major business of the Company i.e. manufacturing and selling of ice-cream, is of a seasonal nature, sales as well as profits during April to June period are usually higher than July to March period.
- In compliance with IND AS 20 on Government Grants and consequent to clarifications published by The Institute of Chartered Accountants of India, income from government grant have been recognised as "Other Income" with effect from July 2018. In earlier periods, these refunds were reported under "Other Operating Revenue" in the Statement of Profit and Loss. This has no impact on reported Profit Before Tax.
- Consequent to introduction of Goods and Service tax (GST) with effect from 1st July 2017, Central Excise, Service Tax, Value Added Tax (VAT), etc. have been subsumed into GST. In accordance with Indian Accounting Standard and Schedule III of the Companies Act, 2013, Revenue from Operations is disclosed net of GST. In view of the aforesaid restructuring of indirect taxes, Revenue from Operations and excise duty for the nine months ended December 31, 2018 are not comparable with corresponding previous periods.
- The company is primarily engaged in one business segment namely Food segment as determined by the chief operating decision maker in accordance with IND AS 108 - "Operating Segment".
- The Company is in the business of manufacture of ice-creams / frozen desserts and selling it to Vadilal Enterprises Limited ("VEL"), a related party, on a principal to principal basis for further sales and distribution. The pricing and other terms of and conditions of such sales were approved by the Company's shareholders in their meeting dated September 27, 2016 and subsequently formalized vide an agreement dated September 29, 2016 between the Company and VEL.

For VADILAL INDUSTRIES LIMITED

RAJESH R. GANDHI
 CHAIRMAN & MANAGING DIRECTOR

Date : February 12, 2019
 Place : Ahmedabad



INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF VADILAL INDUSTRIES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **VADILAL INDUSTRIES LIMITED** ("the Company"), for the quarter and nine months ended December 31, 2018 ("the Statement"), 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.

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, 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 thereunder and other accounting principles generally accepted in India. 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 Engagements (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 misstatement. 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. We draw attention to Note 2 of the Statement regarding an inquiry which has been initiated by the Board of Directors of the Company into the business rationale of certain payments made by the Company's Management. Pending completion of such inquiry, we are unable to conclude on any adjustments that may be required to this Statement and the possible effects, if any, of any other consequential matters that may arise pursuant to the inquiry on the financial results or operations of the Company.



**Deloitte
Haskins & Sells LLP**

4. Based on our review conducted as stated above and except for the possible effects of the matter described in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.



For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval

Kartikeya Raval
Partner

(Membership No. 106189)

Ahmedabad, February 12, 2019



VADILAL INDUSTRIES LIMITED

Regd. Office : Vadilal House, Shramali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad - 380 009. Ph.: 079-30921200 Fax: 079-30153102, Web: www.vadilalgroup.com, CIN : L91110GJ1982PLC005169, Email : shareslogs@vadilalgroup.com

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

(₹ in lakhs)

Sr. No.	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31, 2018 (Unaudited)	September 30, 2018 (Unaudited)	December 31, 2017 (Unaudited)	December 31, 2018 (Unaudited)	December 31, 2017 (Unaudited)	March 31, 2018 (Audited)
1	Revenue from operations	9,412.70	13,274.64	7,409.11	45,467.78	42,708.93	55,525.94
2	Other income	151.30	372.99	73.93	856.51	437.15	334.76
3	Total income (1+2)	9,564.00	13,647.63	7,483.04	46,324.29	43,146.08	55,860.70
4	Expenses						
a)	Cost of materials consumed	3,862.49	6,308.67	3,751.80	21,118.76	20,814.14	28,817.33
b)	Purchase of stock-in-trade	501.19	622.97	298.55	1,759.65	860.81	1,241.83
c)	Changes in inventories of finished goods and stock-in-trade	346.64	(285.32)	385.58	459.34	2,740.14	1,193.59
d)	Excise duty on sale of goods	-	-	-	-	493.24	493.24
e)	Employee benefits expense	1,317.02	1,218.10	908.44	3,913.58	2,651.33	3,920.14
f)	Finance costs	325.41	302.48	329.95	976.35	1,049.64	1,531.49
g)	Depreciation and amortisation expense	401.31	417.20	412.20	1,249.98	1,265.94	1,512.92
h)	Other expenses	3,151.51	3,641.16	2,887.68	10,785.68	11,094.43	14,756.16
	Total expenses :	9,905.57	12,225.26	8,974.20	40,263.34	40,969.67	53,566.70
5	Profit from ordinary activities before tax (3-4)	(341.57)	1,422.37	(1,491.16)	6,060.95	2,176.41	2,294.00
6	Tax expense						
(a)	Current tax	(148.34)	495.53	(498.85)	2,078.47	721.27	622.18
(b)	Deferred tax	61.42	(71.71)	(53.31)	3.75	(30.35)	105.48
	Total tax expense	(86.92)	423.82	(552.16)	2,082.22	690.92	727.66
7	Net Profit after tax (5-6)	(254.65)	998.55	(939.00)	3,978.73	1,485.49	1,566.34
	Attributable to:						
	Non controlling interest	0.05	0.18	(0.20)	0.51	0.18	0.09
	Owners of the company	(254.70)	998.37	(938.80)	3,978.22	1,485.31	1,566.25
8	Other comprehensive income (net of tax)						
	Items that will not be reclassified to Statement of Profit and Loss						
	- Remeasurement of defined benefits plan (net of tax)	(4.61)	(4.61)	(7.44)	(13.59)	(22.31)	(18.54)
	Items that will be reclassified to Statement of Profit and Loss						
	- Exchange difference on translation of foreign operations	(17.60)	26.40	(11.59)	15.51	(2.83)	4.13
	Total other comprehensive income (net of tax)	(22.21)	21.79	(19.03)	1.92	(25.14)	(14.41)
	Attributable to:						
	Non controlling interest	-	-	-	-	-	-
	Owners of the company	(22.21)	21.79	(19.03)	1.92	(25.14)	(14.41)
9	Total comprehensive income for the period / year (7+8)	(276.86)	1,020.34	(958.03)	3,980.65	1,460.35	1,551.93
	Attributable to:						
	Non controlling interest	0.05	0.18	(0.20)	0.51	0.18	0.09
	Owners of the company	(276.91)	1,020.16	(957.83)	3,980.14	1,460.17	1,551.84
10	Paid-up equity share capital (Face value of ₹ 10/- each)	718.78	718.78	718.78	718.78	718.78	718.78
11	Other equity excluding revaluation reserve						9,285.02
12	Earnings per share (of ₹ 10/- each) (not annualized) :						
	Basic & diluted (₹)	(3.54)	13.89	(13.06)	55.35	20.66	21.79
	See accompanying Notes to the Consolidated Financial Results						

Notes:-

- The above Consolidated Financial Results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on February 12, 2019. The Statutory Auditors have carried out limited review of Consolidated Financial Results of the Company for the quarter and nine months ended on December 31, 2018.
- The Board of Directors of the Company has initiated an inquiry into the business rationale of certain payments amounting to ₹ 29.91 lacs made by the Holding Company's management. Pending conclusion of the said inquiry, the Statutory Auditor has expressed qualification in respect of this matter in their limited review report. In the opinion of the Board of the Directors, this is not likely to have any material impact on the financial results of the Group.
- As the major business of the Group i.e. manufacturing and selling of ice-cream, is of a seasonal nature, sales as well as profits during April to June period are usually higher than July to March period.
- In compliance with IND AS 20 on Government Grants and consequent to clarifications published by The Institute of Chartered Accountants of India, income from government grant have been recognised as "Other Income" with effect from July 2018. In earlier periods, these refunds were reported under "Other Operating Revenue" in the Statement of Profit and Loss. This has no impact on reported Profit Before Tax.
- Consequent to introduction of Goods and Service tax (GST) with effect from 1st July 2017, Central Excise, Service Tax, Value Added Tax (VAT), etc. have been subsumed into GST. In accordance with Indian Accounting Standard and Schedule III of the Companies Act, 2013, Revenue from Operations is disclosed net of GST. In view of the aforesaid restructuring of indirect taxes, Revenue from Operations and excise duty for the nine months ended December 31, 2018 are not comparable with corresponding previous periods.
- The group is primarily engaged in one business segment namely Food segment as determined by the chief operating decision maker in accordance with IND AS 108 - "Operating Segment".
- The Holding Company is in the business of manufacture of ice-creams / frozen desserts and selling it to Vadilal Enterprises Limited ("VEL"), a related party, on a principal to principal basis for further sales and distribution. The pricing and other terms of and conditions of such sales were approved by the Holding Company's shareholders in their meeting dated September 27, 2016 and subsequently formalized vide an agreement dated September 29, 2016 between the Holding Company and VEL.
- Key Numbers of Standalone Financial Results of the Company are as under:

Sr.No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		December 31, 2018	September 30, 2018	December 31, 2017	December 31, 2018	December 31, 2017	March 31, 2018
		Unaudited			Unaudited		Audited
a	Revenue from operations	7,891.89	11,770.18	6,716.80	40,839.40	40,533.39	52,013.98
b	Profit Before Tax	(299.76)	1,136.82	(1,339.20)	5,331.91	1,942.31	2,223.75
c	Profit After Tax	(217.04)	792.55	(875.15)	3,461.35	1,256.40	1,484.53

The Standalone Financial Result is available at the Company's website www.vadilalgroup.com and on the website of stock exchanges www.bseindia.com and www.nseindia.com

For VADILAL INDUSTRIES LIMITED

R R Gandhi
RAJESH R. GANDHI

CHAIRMAN & MANAGING DIRECTOR

Date : February 12, 2019
Place : Ahmedabad



INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF VADILAL INDUSTRIES LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **VADILAL INDUSTRIES LIMITED** ("the Parent" or "the Company"), its subsidiaries and its partnership firm (the parent, its subsidiaries and its partnership firm together referred to as "the Group"), for the quarter and nine months ended December 31, 2018 ("the Statement"), 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.

This Statement, which is the responsibility of the Parent's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. 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 Engagements (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 misstatement. 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. The Statement includes the results of the Parent, its wholly owned subsidiaries, Vadilal Industries (USA) Inc., Vadilal Gulf (FZE), Vadilal Industries Pty Ltd and a partnership firm, Vadilal Cold Storage, in which the Parent is a partner.
4. We draw attention to Note 2 of the Statement regarding an inquiry which has been initiated by the Board of Directors of the Company into the business rationale of certain payments made by the Company's Management. Pending completion of the inquiry we are unable to conclude on any adjustments that may be required to this Statement and the possible effects, if any, of any other consequential matters that may arise pursuant to the inquiry on the financial results or operations of the Group.
5. Based on our review conducted as stated above and based on the consideration of the review report of the other auditor referred to in paragraph 6 below, except for the possible effects of the matter described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the interim financial results of one wholly owned subsidiary included in the consolidated financial results, whose interim financial results reflects total revenue of Rs. 2,289.35 lacs and Rs. 7,762.83 lacs for the quarter and nine months ended December 31, 2018, total profit/(loss) after tax of Rs. (92.04) lacs and Rs. 586.38 lacs for the quarter and nine months ended December 31, 2018 and Total comprehensive income/(loss) of Rs. (92.04) lacs and Rs. 586.38 lacs for the quarter and nine months ended December 31, 2018 as considered in the consolidated unaudited financial results. These interim financial results have been reviewed by other auditor whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to amounts and disclosures included in respect of this subsidiary is based solely on the report of the other auditor.

This subsidiary company is located outside India whose interim financial results and other financial information has been prepared in accordance with accounting principles generally accepted in that country and which have been reviewed by other auditor under the generally accepted auditing standards acceptable in that country. The Parent's management has converted the interim financial results of such subsidiary located outside India from the accounting principles generally accepted in that country to the accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent's management. Our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the report of the other auditor and the conversion adjustments prepared by the management of the Parent and reviewed by us.

Our report on the Statement is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

7. The consolidated unaudited financial results include the interim financial results of two subsidiary companies and a Partnership Firm, which have not been reviewed by their auditors, whose interim financial results reflect total revenue of Rs. 55.66 lacs and Rs. 195.49 lacs for the quarter and nine months ended December 31, 2018, total profit after tax of Rs. 2.28 lacs and Rs. 25.28 lacs for the quarter and nine months ended December 31, 2018 and Total comprehensive income Rs. 2.28 lacs and Rs. 25.28 lacs for the quarter and nine months ended December 31, 2018 as considered in the consolidated unaudited financial results. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

The financial results of these subsidiary companies and the Partnership Firm have not been prepared in accordance with the accounting principles generally accepted in India as applicable to the Parent. The Parent's management has converted the interim financial results of these subsidiary companies and the Partnership Firm from those accounting principles to the accounting principles generally accepted in India, as applicable to the Parent.



**Deloitte
Haskins & Sells LLP**

Our report on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Kartikaya Raval

Kartikaya Raval
Partner
(Membership No. 106189)

Ahmedabad, February 12, 2019