

## Taneja Aerospace and Aviation Limited

Thally Road, Denkanikottai, Krishnagiri Dist.,

Belagondapalli - 635 114, Tamil Nadu

Tel.: + 91 04347 233509

Fax: + 91 04347 233414

E-mail: secretarial@taal.co.in

Website: www.taal.co.in

TAAL/SEC/18-19

February 09, 2019

To,  
Corporate Relationship Department  
**BSE Limited**

Dear Sirs,

### **Subject: Outcome of Board Meeting held on February 09, 2019**

Following is the outcome of the Board meeting held today, February 09, 2019 at 1.45 PM which concluded at 02.20 PM:

1. The Board approved the Un-Audited Financial Results of the Company for the period ended December 31, 2018. In compliance with the SEBI (LODR) Regulations, 2015, we are enclosing herewith the said Results along with Limited Review Report;
2. The Board has also approved and adopted the amended Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information ('Code') pursuant to the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

As per the SEBI (Prohibition of Insider Trading) Regulations, 2015, please find enclosed a copy of the said Code.

Kindly take the same on your record and oblige.

With Kind Regards,  
For Taneja Aerospace and Aviation Ltd



Muralidhar Chitteti Reddy  
**Managing Director**  
Encl.: As above



**UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER/NINE MONTHS ENDED DECEMBER 31, 2018**

| Particulars                                    |  | (Rs. in Lacs, unless otherwise stated) |                       |                      |                      |                      |                   |
|--|--|--|-----------------------|----------------------|----------------------|----------------------|-------------------|
|  |  | Quarter ended                          |                       |                      | Nine months ended    |                      | Year ended        |
|  |  | December 31,<br>2018                   | September 30,<br>2018 | December 31,<br>2017 | December 31,<br>2018 | December 31,<br>2017 | March 31,<br>2018 |
|  |  | (Unaudited)                            | (Unaudited)           | (Unaudited)          | (Unaudited)          | (Unaudited)          | (Audited)         |
| 1  | Revenue from   |  |                       |                      |                      |                      |                   |
|  | i. Operations  | 840.76                                 | 839.78                | 679.15               | 2482.41              | 2129.16              | 2862.53           |
|  | ii. Trading Activities   | 28.00                                  | -                     | 8.89                 | 28.00                | 288.43               | 288.43            |
| 2  | Other Income   | 29.40                                  | 14.46                 | 28.72                | 57.42                | 50.19                | 95.79             |
| 3  | Total income (1+2)   | 898.16                                 | 854.24                | 716.76               | 2567.83              | 2467.78              | 3246.75           |
| 4  | Expenses   |  |                       |                      |                      |                      |                   |
| a)   | Cost of Material Consumed  | 80.51                                  | 130.48                | 63.23                | 263.10               | 291.35               | 632.22            |
| b)   | Purchase of stock-in-trade   | -                                      | -                     | 8.47                 | -                    | 276.31               | -                 |
| c)   | Change in inventories of finished goods, work in progress & stock in trade     | 15.43                                  | 2.49                  | (17.05)              | 101.79               | (79.21)              | (20.49)           |
| d)   | Employee benefits expense  | 251.17                                 | 253.78                | 239.06               | 693.70               | 731.25               | 972.83            |
| e)   | Excise Duty  | -                                      | -                     | -                    | -                    | 0.46                 | 0.46              |
| f)   | Finance costs  | 129.00                                 | 124.40                | 125.42               | 379.33               | 378.37               | 501.15            |
| g)   | Depreciation and amortisation expense  | 76.14                                  | 76.09                 | 74.58                | 227.62               | 219.01               | 294.07            |
| h)   | Administration and other Expenses  |  |                       |                      |                      |                      |                   |
|  | i. Legal, Professional & Consultancy Charges                                   | 34.60                                  | 40.25                 | 66.35                | 122.03               | 217.84               | 299.08            |
|  | ii. Other Expenses   | 93.20                                  | 115.20                | 106.33               | 320.27               | 425.85               | 540.74            |
|  | Total expenses (4a to 4h)  | 680.06                                 | 742.69                | 666.39               | 2107.84              | 2461.23              | 3220.06           |
| 5  | Profit/(Loss) before Tax (3-4)   | 218.10                                 | 111.55                | 50.37                | 459.98               | 6.55                 | 26.69             |
| 6  | Tax Expenses   |  |                       |                      |                      |                      |                   |
| a)   | Current tax  | -                                      | -                     | -                    | -                    | -                    | -                 |
| b)   | Deferred tax   | -                                      | -                     | 2.92                 | -                    | 8.77                 | 11.69             |
|  | Total Tax Expenses (6a + 6b)   | -                                      | -                     | 2.92                 | -                    | 8.77                 | 11.69             |
| 7  | Net profit/ (Loss) (5-6)   | 218.10                                 | 111.55                | 47.45                | 459.98               | (2.21)               | 15.00             |
| 8  | Other comprehensive income / (loss)  |  |                       |                      |                      |                      |                   |
|  | Items that will not be reclassified to profit or loss                          |  |                       |                      |                      |                      |                   |
|  | Remeasurement of net defined benefit liability                                 | -                                      | -                     | -                    | -                    | -                    | 13.75             |
| 9  | Total comprehensive income / (loss) (7+8)                                      | 218.10                                 | 111.55                | 47.45                | 459.98               | (2.21)               | 28.75             |
| 10   | Paid up equity share capital (face value per share INR. 5 each, fully paid-up) | 1246.54                                | 1246.54               | 1246.54              | 1246.54              | 1246.54              | 1246.54           |
| 11   | Earnings per equity share  |  |                       |                      |                      |                      |                   |
| a)   | Basic earnings/ (Loss) per share (INR)   | 0.87                                   | 0.45                  | 0.19                 | 1.85                 | (0.01)               | 0.06              |
| b)   | Diluted earnings/ (Loss) per share (INR)                                       | 0.87                                   | 0.45                  | 0.19                 | 1.85                 | (0.01)               | 0.06              |
| See accompanying note to the financial results |  |  |                       |                      |                      |                      |                   |

**Notes to the financial results:**

- The above financial results of Taneja Aerospace and Aviation Limited (the Company) has been prepared in accordance with Indian Accounting Standards - Ind AS 34 on "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and SEBI Circular No. CIR/CFD/FAC/67/2016 dated 5 July 2016.
- The Company has opted to submit and publish Standalone financial results for the quarter ended December 31, 2018.
- Revenue from operations has been presented in accordance with Ind AS 18 for the comparative periods and accordingly, excise duty up to quarter ended 30th June, 2017 has been presented as expense.
- As per Clause 9.2 of the Scheme of Arrangement as approved by the High Court of Madras, Taneja Aerospace and Aviation Limited (TAAL) will carry on the business and activities relating to the demerged charter business for and on account of and in trust for TAAL Enterprises Limited (TEL) until the time TEL obtains the requisite statutory licences required for carrying on the demerged charter business. The said licences are yet to be obtained and accordingly the demerged charter business has continued to be operated by TAAL in trust for and on behalf of TEL including banking transactions, statutory compliances and all other commercial activities. Accordingly, the accounting entries pertaining to the demerged charter business are accounted in the books of account of TEL.
- In the opinion of the Management, based on the projected future taxable profits, the outstanding MAT Credit Entitlement of Rs.134.69 lacs as at December 31, 2018 will be utilized within the stipulated time period prescribed as per the provisions of Income Tax Act, 1961. However, in case of inadequate profit, difference will be charged to respective year's Statement of Profit and Loss.
- Ind AS 115 Revenue from contracts with customers, mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no significant adjustments required to the retained earnings as at April 1, 2018. The application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial results. However, costs incurred to fulfill service contracts in progress earlier disclosed as 'work-in-progress' under Inventory till March 31, 2018 are now being disclosed as 'deferred contract costs' under Other current assets as on December 31, 2018 amounting to Rs. 90.08 lacs.
- This statement has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on February 9, 2019
- Previous period/ year's figures have been regrouped/ reclassified, wherever necessary to confirm to the current period or year's classification.

For Taneja Aerospace and Aviation Limited

Muralidhar Chitteti Reddy  
 Managing Director





Place: Bengaluru  
 Date: February 09, 2019

TANEJA AEROSPACE AND AVIATION LIMITED

Regd Office : Belagondapalli Village, Thally Road, Denkanikottal Taluk, Krishnagiri Dist. Belagondapalli-635114, Tamil Nadu.  
Phone : 04347-233508 , Fax : 04347-233414, E-mail : secretarial@taal.co.in, Web : www.taal.co.in , CIN L62200TZ1988PLC014460

UNAUDITED STANDALONE SEGMENT INFORMATION FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2018

|       |  | (Rs. in Lacs, unless otherwise stated) |                       |                      |                      |                      |                |
|-------|--|--|-----------------------|----------------------|----------------------|----------------------|----------------|
| S.No. | Particulars  | Quarter ended                          |                       |                      | Nine months ended    |                      | Year Ended     |
|       |  | December 31,<br>2018                   | September 30,<br>2018 | December 31,<br>2017 | December 31,<br>2018 | December 31,<br>2017 | March 31, 2018 |
|       |  | (Unaudited)                            | Unaudited             | (Unaudited)          | (Unaudited)          | (Unaudited)          | (Audited)      |
| 1     | Segment Revenue  |  |                       |                      |                      |                      |                |
|       | (a) Trading of Goods                                       | 28.00                                  | -                     | 8.89                 | 28.00                | 288.43               | 288.43         |
|       | (b) Aviation   | 870.16                                 | 854.24                | 707.87               | 2539.83              | 2179.35              | 2,958.32       |
|       | Total income   | 898.16                                 | 854.24                | 716.76               | 2567.83              | 2467.78              | 3,246.75       |
| 2     | Segment Results  |  |                       |                      |                      |                      |                |
|       | (a) Trading of Goods                                       | (2.08)                                 | -                     | 0.80                 |                      | 12.11                | 32.11          |
|       | (b) Aviation   | 220.18                                 | 111.55                | 49.57                | 459.98               | (5.56)               | (5.42)         |
|       | Total profit/(loss) before tax                             | 218.10                                 | 111.55                | 50.37                | 459.98               | 6.55                 | 26.69          |
| 3     | Capital Employed<br>(Segment assets - Segment Liabilities) |  |                       |                      |                      |                      |                |
|       | (a) Trading of Goods                                       | 5.40                                   | 20.46                 | (93.64)              | 5.40                 | (93.64)              | (67.42)        |
|       | (b) Aviation   | 9233.79                                | 9000.63               | 8842.10              | 9233.79              | 8842.10              | 8,846.78       |
|       | Total Capital Employed                                     | 9239.19                                | 9021.09               | 8748.46              | 9239.19              | 8748.46              | 8,779.36       |

### Limited Review Report

Review Report to  
The Board of Directors  
Taneja Aerospace and Aviation Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of Taneja Aerospace and Aviation Limited ('the Company') for the quarter ended December 31, 2018 attached herewith ('the Statement'), being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 (Listing Regulations).

This Statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with Ind AS 34 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review 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 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.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited standalone financial results which are prepared in accordance with Ind AS 34, prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.





**MSKA**  
& Associates

Chartered Accountants

Floor 6, No. 5  
Prestige Khoday Tower  
Raj Bhavan Road  
Bengaluru 560001, INDIA  
Tel: +91 80 6815 0000

4. We draw attention to the following matters in the notes to the accompanying Statement:
- Note 4 which states that the Company had carried on the demerged charter business and activities including banking transactions, statutory compliances and all other commercial activities relating to the demerged charter business for and on account of and in trust for TAAL Enterprises Limited until the time TAAL Enterprises Limited obtains the requisite statutory licences for carrying on the demerged charter business. However, the accounting entries pertaining to the demerged charter business are accounted in the books of account of TAAL Enterprises Limited. The said matter was stated as an Emphasis of Matter in our Statutory Audit Reports for the year ended on or after March 31, 2017 and Limited Review Reports for the quarter ended on or after June 30, 2017.
  - Note 5 which states that the Company has an outstanding MAT Credit Entitlement amounting to Rs.134.69 Lakhs as on December 31, 2018. Based on future projections, the management is of the view that the MAT Credit Entitlement will be utilized within the time limit prescribed as per the provisions of Income Tax Act, 1961. However, we are unable to comment on the above projections and the recoverability thereon. The said matter was stated as an Emphasis of Matter in our Statutory Audit Report for the year ended March 31, 2017 as well as in our Limited Review Report for the quarter ended on or after June 30, 2016 up to our Limited Review Report for the quarter ended December 31, 2017 and in our Limited Review Report for the quarter ended on or after September 30, 2018.

Our report is not modified in respect of these matters.

For MSKA & Associates (Formerly known as 'MZSK & Associates')

Chartered Accountants

ICAI Firm Registration No.105047W

Deepak Rao

Partner

Membership No.: 113292



Place: Bengaluru

Date: February 09, 2019

## **Taneja Aerospace and Aviation Limited**

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

**(Pursuant to Reg. 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)**

The Board of Directors of The Board of Directors of Taneja Aerospace and Aviation Limited ("TAAL or Company") adopted the **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information** ("Code") effective from May 15, 2015 framed on the basis of the principles of fair disclosure outlined in the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"). These Regulations were further amended by the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. Accordingly, the Board of Directors of the Company would follow the following practice and procedure for the fair disclosure of unpublished price sensitive information:

1. The Company shall ensure prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The Company shall ensure a uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.
3. The Company shall ensure a prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
4. The Company shall ensure an appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
5. The Company shall ensure that hat information shared with analysts and research personnel is not unpublished price sensitive information.
6. The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
7. The Company shall ensure the handling of all unpublished price sensitive information on a need-to-know basis.



8. The Compliance Officer of the Company shall act as the Chief Investor Relations Officer (CIRO) for the purpose of dealing with dissemination of information and disclosure of Unpublished Price Sensitive Information.
9. An Insider can, subject to prior approval of the Board of Directors of the Company, share unpublished price sensitive information, in the ordinary course of business and for legitimate purposes with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals, other advisors or consultants of the Company, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the SEBI PIT Regulations as amended.

[Note: Clause 9 is incorporated in this Code pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and shall come into effect from April 01, 2019]

This Code was adopted by the Board of Directors of the Company in its meeting held on February 09, 2019.

