

August 13, 2019

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

To,
The Manager,
Listing Department,
BSE Ltd.
P J Towers, Dalal Street,
Mumbai -400001, India

NSE Symbol: SKIL

BSE Security Code: 539861

Dear Sir,

Sub: Outcome of Board Meeting held on Tuesday, August 13, 2019

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to intimate that the Board of Directors of the Company has, in its Meeting held on Tuesday, August 13, 2019, inter alia, transacted the following:

- 1) Approved the Statement of Un-audited Standalone and Consolidated Financial Results for the quarter ended June 30, 2019 of the financial year 2019-20 along with Limited Review Report issued by the Statutory Auditors of the Company. (Copy of Results and Limited Review Reports are enclosed).
- 2) Accepted the resignation of Mr. Shankar Aggarwal from the post of Whole Time Director under the category of Executive Director of the Company, effective from today i.e. closing hours of Tuesday, August 13, 2019. He is also cease to be the Director of the Company effective from today.
- 3) Based on recommendation of Nomination and Remuneration Committee, approved the appointment of Mr. Bhavesh Gandhi who is presently Vice- Chairman, (Non- Executive Director), as a Whole- Time Director under the category of Executive Director of the Company with immediate effect for the tenure of two years. He shall also be designated as Whole-time Key Managerial Personnel under the category of Whole-time Director in term of Section 203 of the Companies Act, 2013 read with the Rules thereto. The brief profile of Mr Bhavesh Gandhi is enclosed for your reference.

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SKIL Infrastructure Limited

- 4) Based on recommendation of Nomination and Remuneration Committee, approved the re-appointment of Mr. V. Ramanan and Ms. Gayathri Ramachandran as an Additional Directors under the category of Non-Executive Independent Directors of the Company for a second term of five consecutive years with effect from September 30, 2019, subject to necessary consent and approval that may be required in accordance with applicable laws and regulations. The brief profiles of Mr. V. Ramanan and Ms. Gayathri Ramachandran are enclosed for your reference.
- 5) Approved holding of ensuing 36th Annual General Meeting of the Members of the Company ('AGM') on Monday, September 30, 2019 at Babasaheb Dahanukar Hall, Oricon House, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001.
- 6) Approved closure of Register of Members and Share Transfer Books of the Company during the period from Saturday, September 21, 2019 to Monday, September 30, 2019 (both days inclusive) for the purpose of ensuing AGM.
- 7) Approved providing e-voting facility to the Shareholders of the Company at the ensuing AGM and appointment of Scrutinizer for scrutinizing the voting process.
- 8) Approved the Board's Report, Notice of AGM and other matters relating to ensuing AGM.

The meeting commenced at 14:00 hours and concluded at 16:30 hours.

Kindly take the same on your records.

Thanking you,

Yours truly,

For **SKIL Infrastructure Limited**,



Nilesh Mehta
Company Secretary

Encl.: a/a

Profile of Mr. Bhavesh Gandhi

Mr. Bhavesh Gandhi is a first generation entrepreneur and also co-founder and promoter of SKIL. Mr. Gandhi has over 30 years of rich and varied experience in conceiving and setting up first-of-its kind path breaking green field infrastructure projects in the country. He has been instrumental in carving a global niche for SKIL, leading strategic planning, project formulation and development of the Group's various initiatives from time to time. His experience in various sectors, administrative ability, drive, devotion, and skill in organization saw the evolution of all the projects and his attention to detail are the qualities that ensure that each project that SKIL undertakes is implemented smoothly and professionally. He was bestowed with the "Young Entrepreneur Award" at the World Expo 2012, SMP (Shipping, Marine & Ports) Awards. He has also been nominated as Trustee of Mumbai Port Trust (MbPT) by Ministry of Shipping, Government of India.

Profile of Mr. V. Ramanan

Mr. V. Ramanan a Commerce Graduate. He has held important positions in his long career with Indian Bank, which he joined as a Probationary Officer way back in 1968 before superannuating as Senior General Manager, after 33 years of experience in Banking Sector.

Profile of Ms. Gayathri Ramachandran

Ms. Gayathri Ramachandran holds a Bachelor's Degree in Economics (Hons.) from Delhi University, a Master's Degree in Development Economics from Williams College, Massachusetts, USA and a Master's Degree in Defense Studies from National Defense College. Belonging to 1972 batch of the Indian Administrative Services (IAS), she has over 36 years of experience working in infrastructure sectors of Government of India and Government of Andhra Pradesh in the areas of power and energy, environment, industry, fertilizers and chemicals and Social Sectors such as Women and Child Development, Tourism and Culture, Rural Development etc. She has made significant contribution to the reforms and restructuring Power Sector and formulating guidelines in the management of Power and Energy sectors.

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SKIL Infrastructure Limited

SKIL INFRASTRUCTURE LIMITED

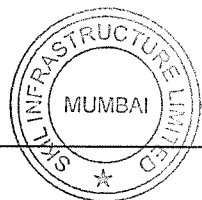
Regd. Office : SKIL House, 209, Bank Street Cross Lane, Fort, Mumbai - 400 023
CIN: L36911MH1983PLC178299, E-mail: contact@skilgroup.co.in, Website: www.skilgroup.co.in
STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2019

Rs In lacs

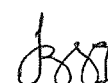
| Sr. No. | Particulars | Quarter Ended | | | |
|---------|-------------------------------------------------------------------------|-------------------|-------------------|-------------------|--------------------|
| | | 30-Jun-19 | 31-Mar-19 | 30-Jun-18 | 31-Mar-19 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | Income | | | | |
| (a) | Revenue from Operations | | | | |
| (b) | Other Income | 0.19 | 83.50 | 1,068.49 | 2,620.73 |
| | Total Income | 0.19 | 83.50 | 1,068.49 | 2,620.73 |
| 2 | Expenses | | | | |
| (a) | Cost of Materials Consumed | - | - | - | - |
| (b) | Employee Benefits Expenses | 44.56 | 41.78 | 81.23 | 239.43 |
| (c) | Finance Costs | 6,723.48 | 8,488.37 | 6,309.42 | 24,561.91 |
| (d) | Depreciation and Amortisation Expenses | 4.52 | 4.57 | 6.34 | 21.98 |
| (e) | Loss on Sale of Investment | - | - | 2,477.70 | 2,477.70 |
| (f) | Other Expenses | 39.16 | 274.80 | 46.21 | 524.89 |
| | Total Expenses | 6,811.71 | 8,809.51 | 8,920.90 | 27,825.91 |
| 3 | Profit / (Loss) from Operations before exceptional items (1 - 2) | (6,811.52) | (8,726.01) | (7,852.41) | (25,205.19) |
| 4 | Exceptional Items | - | - | - | 7,869.05 |
| 5 | Profit / (Loss) before Tax (3-4) | (6,811.52) | (8,726.01) | (7,852.41) | (17,336.14) |
| 6 | Tax Expenses | - | - | - | - |
| 7 | Profit / (Loss) for the period from continued operations (5-6) | (6,811.52) | (8,726.01) | (7,852.41) | (17,336.14) |
| 8 | Other Comprehensive Income | | | | |
| | Items that will be reclassified to profit or loss | | | | |
| (a) | Mark to Market Gain / (loss) on non current investment | - | (134.32) | - | (134.32) |
| (b) | Income Tax effect | - | - | - | - |
| | Items that will not be reclassified to profit or loss | | | | |
| (a) | Actuarial gains/(losses) on defined benefit plans | - | 3.28 | - | 3.28 |
| (b) | Income Tax effect | - | - | - | - |
| | Total Other Comprehensive Income for the period | - | (131.04) | - | (131.04) |
| 9 | Total Comprehensive Income for the period (8+9) | (6,811.52) | (8,857.04) | (7,852.41) | (17,467.18) |
| 10 | Paid-up Equity Share Capital (Face Value of Rs. 10 Each) | 21,657.12 | 21,657.12 | 21,657.12 | 21,657.12 |
| 11 | Other Equity (Reserves and Surplus) | | | | |
| 12 | Earnings Per Share (EPS) (* Not Annualised) | | | | |
| (a) | Basic EPS (Rs.) | (3.15) | (4.09) | (3.63) | (8.07) |
| (b) | Diluted EPS (Rs.) | (3.15) | (4.09) | (3.63) | (8.07) |

Notes :

- 01 The Company has only one Business Segment, disclosure under Ind AS 108 on "Operating Segment" as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013.
- 02 After review by the Audit Committee, the Board of Directors of the Company has approved the above results at their meeting held on August 13, 2019. The Statutory Auditors of the Company have carried out a limited review of the results.
- 03 The above stated figures are in accordance with the principles and procedures of Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in section 133 of the Companies Act, 2013
- 04 The figures for the previous period/year have been, regrouped and reclassified to make them comparable with those of current period.



Place :- Mumbai
Date :- August 13, 2019


Bhavesh Gandhi
Executive Vice Chairman
DIN: 00030623

KAILASH CHAND JAIN & CO. (Regd.)

CHARTERED ACCOUNTANTS

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97, Maharshi Karve Road,
Near Income Tax Office,
Mumbai - 400 020.

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Independent Auditor's Review Report On the Quarterly unaudited standalone and year to date financial results of Skil Infrastructure Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
SKIL Infrastructure Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial result of **SKIL Infrastructure Limited**(the 'Company') for the quarter ended June 30, 2019 and year to date from April 01, 2019 to June 30, 2019 (the 'Statement') attached herewith , being submitted by Company pursuant to requirement of Regulation 33 of SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular')
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS-34) "Interim Financial Reporting" prescribed under section 133 of companies act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the Statement in Accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by 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



inquire 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. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Kailash Chand Jain & Co.

Chartered Accountants

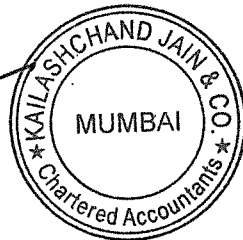
Firm Registration No.: 112318W

Saurabh

Saurabh Chouhan

Partner

Membership No.: 167453



Place: Mumbai

Date: August 13, 2019

UDIN: 19167453AAAAEJ5515

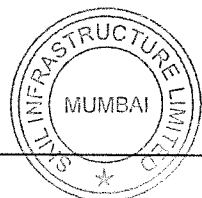
SKIL INFRASTRUCTURE LIMITED

Regd. Office : SKIL House, 209, Bank Street Cross Lane, Fort, Mumbai - 400 023
CIN: L36911MH1983PLC178299, E-mail: contact@skilgroup.co.in, Website: www.skilgroup.co.in
STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2019

| Sr. No. | Particulars | Quarter Ended | | | |
|---------|-------------------------------------------------------------------------|-------------------|--------------------|-------------------|--------------------|
| | | 30-Jun-19 | 31-Mar-19 | 30-Jun-18 | 31-Mar-19 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | Income | | | | |
| (a) | Revenue from Operations | - | - | - | 3,117.89 |
| (b) | Other Income | 0.19 | 98.64 | 1,068.64 | 2,679.69 |
| | Total Income | 0.19 | 98.64 | 1,068.64 | 5,797.58 |
| 2 | Expenses | | | | |
| (a) | Cost of Materials Consumed | - | - | - | - |
| (b) | Employee Benefits Expenses | 44.56 | 41.78 | 81.23 | 1,030.82 |
| (c) | Finance Costs | 7,877.03 | 12,270.29 | 6,622.61 | 29,478.12 |
| (d) | Depreciation and Amortisation Expenses | 4.53 | 4.62 | 6.34 | 313.13 |
| (e) | Loss on Sale of Investment | - | - | 2,477.70 | 2,477.70 |
| (f) | Other Expenses | 41.06 | 309.78 | 50.40 | 1,311.20 |
| | Total Expenses | 7,967.18 | 12,626.47 | 9,238.28 | 34,610.97 |
| 3 | Profit / (Loss) from Operations before exceptional items (1 - 2) | (7,966.98) | (12,527.83) | (8,169.64) | (28,813.39) |
| 4 | Exceptional Items | - | - | - | 7,869.05 |
| 5 | Profit / (Loss) before Tax (3-4) | (7,966.98) | (12,527.83) | (8,169.64) | (20,944.34) |
| 6 | Tax Expenses | - | 8.02 | - | 8.02 |
| 7 | Profit / (Loss) for the period from continued operations (5-6) | (7,966.98) | (12,535.85) | (8,169.64) | (20,952.36) |
| 8 | Other Comprehensive Income | | | | |
| | Items that will be reclassified to profit or loss | | | | |
| (a) | Mark to Market Gain / (loss) on non current Investment | - | (134.32) | - | (134.32) |
| (b) | Income Tax effect | - | - | - | - |
| | Items that will not be reclassified to profit or loss | | | | |
| (a) | Actuarial gains/(losses) on defined benefit plans | - | 3.28 | - | 3.28 |
| (b) | Income Tax effect | - | - | - | - |
| | Total Other Comprehensive Income for the period | - | (131.04) | - | (131.04) |
| | Non Controlling Interest | 0.04 | 1.97 | 0.11 | 2.73 |
| 9 | Total Comprehensive Income for the period (8+9) | (7,966.95) | (12,664.93) | (8,169.54) | (21,080.68) |
| 10 | Paid-up Equity Share Capital (Face Value of Rs. 10 Each) | 21,657.12 | 21,657.12 | 21,657.12 | 21,657.12 |
| 11 | Other Equity (Reserves and Surplus) | | | | |
| 12 | Earnings Per Share (EPS) (* Not Annualised) | | | | |
| (a) | Basic EPS (Rs.) | (3.68) | (5.85) | (3.77) | (9.73) |
| (b) | Diluted EPS (Rs.) | (3.68) | (5.85) | (3.77) | (9.73) |

Notes :

- 01 The Company has only one Business Segment, disclosure under Ind AS 108 on "Operating Segment" as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013.
- 02 After review by the Audit Committee, the Board of Directors of the Company has approved the above results at their meeting held on August 13, 2019. The Statutory Auditors of the Company have carried out a limited review of the results.
- 03 The above stated figures are in accordance with the principles and procedures of Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in section 133 of the Companies Act, 2013
- 04 The subsidiaries considered in the consolidated financial statements as at June 30, 2019 are namely SKIL Advanced Systems Pvt Ltd. (100%), Metrotech Technology Park Pvt Ltd.(100%), SKIL Himachal Infrastructure & Tourism Ltd. (100%), Chiplun FTWZ Pvt. Ltd. (52%), Gujarat Dwarka Portwest Limited (74.60%), SKIL Shipyard Holdings Pvt. Ltd. (100%), SKIL (Singapore) Pte Ltd. (100%),
- 05 The accompanying quarterly unaudited consolidated financial result does not include interim financial result / financial information, in respect of one joint venture entity Sohar Free Zone LLC (33%).
- 06 The accompanying quarterly unaudited consolidated financial result does not include interim financial result / financial information, in respect of two Associate companies, Urban Infrastructure Holding Private Limited (35%), Rosoboronservice (India) Limited (20%).
- 07 The figures for the previous period/year have been, regrouped and reclassified to make them comparable with those of current period.



[Signature]

Bhavesh Gandhi
Executive Vice Chairman
DIN: 00030623

Place :- Mumbai
Date :- August 13, 2019

KAILASH CHAND JAIN & CO. (Regd.)

CHARTERED ACCOUNTANTS

"Edena" 1st Floor,
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Near Income Tax Office,
Mumbai - 400 020.

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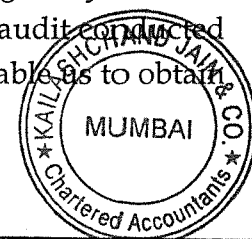
Independent Auditor's Review Report On consolidated unaudited quarterly and year to date financial results of SKIL Infrastructure Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to

The Board of Directors

SKIL Infrastructure Limited

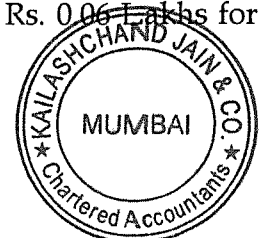
1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of SKIL Infrastructure Limited ("the Parent") and its subsidiaries (the parent and its subsidiaries together referred to as 'the Group'), and its share of the net profit after tax and total comprehensive income of its associates and joint ventures/joint operations for the quarter ended June 30, 2019 and year to date from April 01, 2019 to June 30, 2019 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation'), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the Parent's management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of companies act, 2013 as amended, read with relevant rules issued there under and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the Statement in Accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of Interim Financial information consists of making inquiries, primarily of persons responsible for financial and accounting matter, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing and consequently does not enable us to obtain



assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
 - a) SKIL Himachal Infrastructure & Tourism limited
 - b) SKIL Shipyard holding Pvt. Ltd.
 - c) Metrotech Technology Pvt. Ltd.
 - d) Gujarat Dwarka Portwest Ltd.
 - e) Chiplun FTWZ Pvt. Ltd.
 - f) SKIL Advanced Systems Pvt. Ltd
 - g) SKIL Singapore Pte Ltd.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, 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 amended, 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 statements of 5 subsidiaries, included in the consolidated unaudited financial results, whose interim financial results/Financial information reflect total revenue of Rs. NIL, total net loss after tax of Rs. 1,154.67 for the quarter ended 30 June, 2019 as considered in unaudited financial statements. These interim financial results/ financial information have been reviewed by other auditors whose reports have been furnished to us by the management and our conclusion on the statements so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 5 above. Our conclusion on the statement is not modified in respect of above matters
7. The accompanying quarterly unaudited consolidated financial result include interim financial result / financial information, in respect of one subsidiary company, whose interim financial result / financial information reflect total net loss of Rs. 0.06 Lakhs for

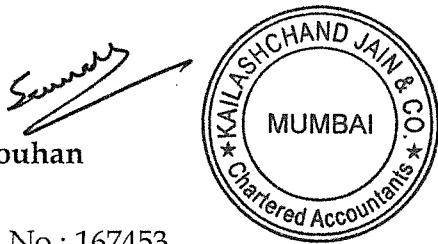


the quarter ended June 30, 2019 and for the period ended on that date as considered in unaudited consolidated financial results based on their interim financial result and other financial information which have not been reviewed by the respective auditor. These unaudited financial results and other financial information of the said subsidiary have been approved and furnished to us by the management. According to the information and explanation given to us by the management, these interim financial results and other financial information are not material to the Company. Our conclusion on the statement is not modified in respect of this matter.

8. Further the accompanying quarterly unaudited consolidated financial result does not include interim financial result / financial information, in respect of one joint venture entity, whose interim financial result / financial information is not available with the management for the quarter ended June 30, 2019 and for the period ended on that date.
9. Further the accompanying quarterly unaudited consolidated financial result does not include interim financial result / financial information, in respect of two Associate companies, whose interim financial result / financial information is not available with the management for the quarter ended June 30, 2019 and for the period ended on that date.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm Registration No.: 112318W

Saurabh Chouhan
Partner
Membership No.: 167453



Place: Mumbai
Date: August 13, 2019

UDIN : 19167453AAAAEK6844