

TFL/SEC/2018-19/22

08/02/2019

The Manager,
Corporate Relations Dept.,
Bombay Stock Exchange Ltd.,
P.J. Towers,
Dalal Street, Fort
Mumbai 400001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Bandra Kurla Complex
Bandra (East)
Mumbai 400051

BSE Scrip Code : 532812

NSE Scrip Code : TFL

Dear Sir,

Sub: Outcome of Board Meeting held today i.e. on 08.02.2019

This is to inform that the Board of Directors at its meeting held today, i.e. on 08.02.2019, (which commenced at 12.30 p.m. and concluded at 1.10 p.m.) has inter-alia, considered and approved the following:

1. Unaudited financial results (standalone and consolidated) for the quarter and nine months ended 31st December, 2018 alongwith Limited Review Report. A copy of the same is enclosed.
2. To extend invitation to identified persons offering the second tranche of secured and/or unsecured redeemable non-convertible debentures including subordinated debt on private placement basis for an amount not exceeding the aggregate amount of Rs. 1 Crore (Rupees One Crore).

This is for your information and records.

Thanking you,

For Transwarranty Finance Limited


Kumar Nair
Managing Director
e



CIN : L65920MH1994PLC080220

RAHUL GAUTAM DIVAN & ASSOCIATES

Chartered Accountants

C/o MIDSNELL, 134 Mittal Tower 'C', Nariman Point, Mumbai 400 021, India.
Phone: (+ 91-22) 6632 4991, 6632 4992. E-mail: rdivan@vsnl.com / rahul@rgd.firm.in

Limited Review Report

The Board of Directors of Transwarranty Finance Limited

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of Transwarranty Finance Limited ('the Company') for the quarter ended 31 December 2018, attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors in their meeting held on 8 February 2019. Our responsibility is to issue a report on the Statement based on our review.

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 financial statements are 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.

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 for the quarter ended 31 December 2018, prepared in accordance with the Accounting Standards as per Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For RAHUL GAUTAM DIVAN & ASSOCIATES
Chartered Accountants
(Firm's Registration Number: 120294W)


RAHUL DIVAN
Partner
Membership Number: 100733

Place: Mumbai
Date: 8 February 2019



RAHUL GAUTAM DIVAN & ASSOCIATES

Chartered Accountants

C/o MIDSNELL, 134 Mittal Tower 'C', Nariman Point, Mumbai 400 021, India.
Phone: (+ 91-22) 6632 4991, 6632 4992. E-mail: rdivan@vsnl.com / rahul@rgd.firm.in

Limited Review Report

The Board of Directors of Transwarranty Finance Limited

We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Transwarranty Finance Limited ('the Company') and its subsidiaries (the Company and its subsidiaries constitute 'the Group') for the quarter ended 31 December 2018, attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors in their meeting held on 8 February 2019. Our responsibility is to issue a report on the Statement based on our review.

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 financial statements are 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.

The unaudited consolidated financial results includes the interim financial results of two subsidiaries which have not been reviewed by their auditors and are based solely on the management's accounts, whose interim financial results reflect total revenues of Rs. 46.94 lakhs for the nine months ended 31 December 2018 and total profit before tax of Rs. 14.32 lakhs for the nine months ended 31 December 2018, as considered in the unaudited consolidated financial results.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results for the quarter ended 31 December 2018, prepared in accordance with the Accounting Standards as per Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For RAHUL GAUTAM DIVAN & ASSOCIATES
Chartered Accountants
(Firm's Registration Number: 120294W)


RAHUL DIVAN
Partner
Membership Number: 100733

Place: Mumbai
Date: 8 February 2019



TRANSWARRANTY FINANCE LIMITED

CIN: L65920MH1994PLC080220

Regd. Office: 403, Regent Chambers, Nariman Point, Mumbai- 400021

Tel. No:40010900, Fax No: 40010999, Email: companysecretary@transwarranty.com, Web Site: www.transwarranty.com

STATEMENT OF STANDALONE / CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND PERIOD ENDED 31ST DECEMBER, 2018

(Rs. In Lakhs)

PARTICULARS	STANDALONE						CONSOLIDATED						
	3 Months Ended			9 Months Ended			3 Months Ended			9 Months Ended			Year Ended
	31/12/2018	30/09/2018	31/12/2017	31/12/2018	31/12/2017	31/03/2018	31/12/2018	30/09/2018	31/12/2017	31/12/2018	31/12/2017	31/03/2018	
Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited		
REVENUE													
Revenue From Operations	264.47	18.11	73.80	309.30	481.42	951.51	424.70	185.21	230.49	813.70	1,024.96	1,629.76	
Other Income	0.15	0.21	4.09	0.46	6.79	10.98	33.56	38.41	38.69	105.81	108.45	152.52	
Total Revenue	264.62	18.32	77.89	309.76	488.21	962.49	458.26	223.62	269.18	919.51	1,133.41	1,782.28	
EXPENSES													
Purchase of Shares held in Stock in Trade	144.64	-	24.14	149.77	321.32	382.48	144.64	-	24.14	149.77	321.32	382.48	
Employee Benefits Expenses	45.85	36.49	38.56	120.45	152.64	190.13	110.99	100.60	92.44	311.60	310.40	400.12	
Finance Costs	16.60	13.42	1.93	40.65	5.68	26.60	32.35	27.92	21.99	86.22	68.75	93.75	
Depreciation and Amortisation Expenses	6.16	6.16	1.06	18.42	3.31	60.88	11.04	11.08	43.33	32.87	62.83	86.14	
Other Expenses	78.52	55.31	68.74	182.16	184.81	267.43	181.05	161.55	173.41	506.77	575.01	710.49	
Total Expenses	291.77	111.38	134.43	511.45	667.76	927.52	480.07	301.15	355.31	1,087.23	1,338.31	1,672.98	
Profit / (Loss) Before Exceptional and Extra ordinary items and Tax	(27.15)	(93.06)	(56.54)	(201.69)	(179.55)	34.97	(21.81)	(77.53)	(86.13)	(167.72)	(204.90)	109.30	
Exceptional Items	-	-	-	-	-	-	-	-	-	-	-	-	
Profit / (Loss) Before Extra ordinary items and Tax	(27.15)	(93.06)	(56.54)	(201.69)	(179.55)	34.97	(21.81)	(77.53)	(86.13)	(167.72)	(204.90)	109.30	
Extraordinary Items	-	-	-	-	-	-	-	-	-	-	-	-	
Goodwill written off (as per scheme of amalgamation)	-	-	-	-	-	22.24	-	-	-	-	-	22.24	
Profit / (Loss) Before Tax	(27.15)	(93.06)	(56.54)	(201.69)	(179.55)	12.73	(21.81)	(77.53)	(86.13)	(167.72)	(204.90)	87.06	
Current Tax	-	-	-	-	-	20.49	-	-	-	-	-	20.49	
MAT Credit Entitlement	-	-	-	-	-	(16.68)	-	-	-	-	-	(16.68)	
Deferred Tax	-	-	(0.08)	-	0.01	0.80	-	-	(0.08)	-	0.01	0.80	
Profit After Tax from Continuing Operations After Tax	(27.15)	(93.06)	(56.46)	(201.69)	(179.56)	8.12	(21.81)	(77.53)	(86.05)	(167.72)	(204.91)	82.45	
Profit from Discontinuing Operations	-	-	-	-	-	-	-	-	-	-	-	-	
Tax Expense from Discontinuing Operations	-	-	-	-	-	-	-	-	-	-	-	-	
Profit from Discontinuing Operations After Tax	-	-	-	-	-	-	-	-	-	-	-	-	
Profit / (Loss) For the Year	(27.15)	(93.06)	(56.46)	(201.69)	(179.56)	8.12	(21.81)	(77.53)	(86.05)	(167.72)	(204.91)	82.45	
Basic Earning Per Share of Rs.10/- each (In Rupees)	(0.11)	(0.38)	(0.23)	(0.82)	(0.73)	0.03	(0.09)	(0.32)	(0.35)	(0.69)	(0.84)	0.34	
Diluted Earning Per Share of Rs.10/- each (In Rupees)	(0.11)	(0.38)	(0.23)	(0.82)	(0.73)	0.03	(0.09)	(0.32)	(0.35)	(0.69)	(0.84)	0.34	

1. The above unaudited financial results were discussed by the members of the audit committee and were approved and taken on record by the Board of Directors at their meeting held on February 08, 2019.

The Statutory Auditors have carried out "Limited Review" of the above Results.

2. The EPS has been computed in accordance with the Accounting Standards referred to in section 133 of the Companies Act 2013.

3. The Consolidated results have been compiled based on Accounting Standards referred to in section 133 of the Companies Act 2013.

4. The Company is primarily engaged in a single segment viz. financial services and related activities and therefore the segment reporting is not applicable.

5. A Scheme of Amalgamation of Transwarranty Finance Limited ("Transferee Company" or "the Company") with its 100% subsidiary, Transwarranty Consultants Private Limited ("Transferor Company") with effect from 1st May, 2017 (the Appointed Date as per the Scheme) was sanctioned by the National Company Law Tribunal, Mumbai Bench ("NCLT") vide its order dated 21st February, 2018.

The certified copies of the Order of the NCLT sanctioning the Scheme of Amalgamation were filed with the Registrar of Maharashtra on 19th March, 2018. Accordingly the standalone results of the Company for the quarter and period ended 31st December, 2018 and corresponding quarter and period ended 31st December, 2017 are not comparable.

6. Figures have been regrouped and rearranged wherever necessary.



For and on behalf of the Board

Kumar Nair

Kumar Nair
Managing Director
DIN No. 00320541

Place : Mumbai
Date : 08-02-2019