

COMPANY UNDER
CORPORATE INSOLVENCY RESOLUTION PROCESS
(CIRP)



Ref No.: Minechem/Stock Exch/Letter/7870

May 30, 2019

The Dy. General Manager,
Bombay Stock Exchange Limited
Corporate Relations & Services Dept.,
P.J. Towers, Dalal Street,
Mumbai - 400 023

The Dy. General Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

Scrip Code: 527001

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Subject: Audited Financial Results (Standalone) for quarter and year ended 31st March, 2019

As required under Regulation 30 & 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following documents in relation to Audited Financial Results:

1. Representation letter by Interim Resolution Professional (IRP), Mr. Arun Chadha, bearing reference no. AML/IBC/CIRP/17 dated 30th May, 2019, addressed to the Stock Exchanges.
2. Audited Financial Results (Standalone) for the quarter and year ended 31st March, 2019.
3. Audit Report on Financial Results (Standalone) for the year ended 31st March, 2019, issued by the Statutory Auditors of the Company viz. M/s. P A R K & Co.
4. Statement on Impact of Audit Qualifications (Standalone) for the year ended 31st March, 2019.

This compliance is being made under the guidance of Interim Resolution Professional ('IRP') of the Company, who has been appointed by NCLT, by its Order dtd. 15th March, 2019.

Kindly take the above on record.

Yours faithfully,

For ASHAPURA MINECHEM LIMITED


SACHIN POLKE
COMPANY SECRETARY & VP (Group)

Encl: As above

COMPANY UNDER
CORPORATE INSOLVENCY RESOLUTION PROCESS
(CIRP)



Ref No.: AML/IBC/CIRP/17

May 30, 2019

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Bombay Stock Exchange Limited
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National Stock Exchange of India Ltd.,
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Bandra (E), Mumbai – 400 051

Scrip Code: 527001

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Subject: Audited Financial Results (Standalone) for quarter and year ended 31st March, 2019.

Please note that Corporate Insolvency Resolution Process (CIRP) has been initiated in respect of Ashapura Minechem Limited ("the Company") under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) by an order of Hon. National Company Law Tribunal (NCLT) dated 15th March, 2019.

As per section 17 of the IBC, 2016, the authority of the Board of Directors stand suspended and such powers and authority shall be vested with the appointed undersigned as the Interim Resolution professional ("the IRP") of the Company.

In pursuance of Regulation 33 (3) (d) of the SEBI (LODR), 2015, the listed entity is required to submit annual audited consolidated financial result for the financial year, within sixty days from the end of the financial year along with the audit report thereon. In this regard I would like to bring the following to your kind notice and consideration:

- (i) The said result for the year ended March 31, 2019 primarily pertains to a period before 15th March, 2019, i.e. insolvency commencement date, wherein the management of the Company was responsible for the affairs and day to day functioning of the Company. The results have been approved by the IRP solely on the basis of and on relying on the information and representation given by the management of the Company. The IRP has approved the said financials only to the limited extent of discharging the power of the Board of Directors of the company which have been conferred upon him *inter alia* in terms of provisions of Section 17 of the IBC, 2016 and do not make any representation or issue any statement in relation to the financial statement being true, complete and accurate in all respect. The IRP is in the process of verifying the existence of assets and liability of the Company.

Regd. Office :

Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai - 400 001. (India)

Tel. : +91-22 6665 1700 • Email : info@ashapura.com • www.ashapura.com

CIN No. L14108MH1982PLC026396

COMPANY UNDER
CORPORATE INSOLVENCY RESOLUTION PROCESS
(CIRP)



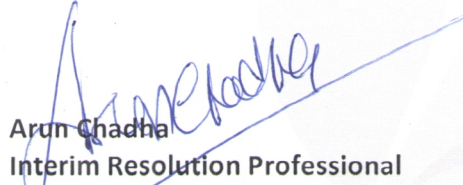
Continuation Sheet

- (ii) Further, as per Regulation 33 (3) (d) of the SEBI (LODR), 2015, if the listed entity has subsidiaries, it shall, while submitting annual audited standalone financial result also submit audited consolidated financial result along with auditors' report. It is to be noted that the IRP in his power shall have control over management of the Company only and not on its subsidiary, associate or any other group companies. Financial Statements of few of the subsidiaries are not yet finalized. In order to comply with the regulation, I have been seeking financials for subsidiary companies, which are, as informed to me, expected to be available within a month's time. Accordingly, I would also need some time to understand such financials as submitted and therefore, request you to allow extension of two months enabling me in my capacity of an IRP to ensure that the consolidated financial statements are prepared, published and submitted to Stock Exchanges.

In light of the above, the Company is publishing and submitting to the stock exchanges standalone audited financial results only.

This is for your information and record. We will keep you posted on further developments, if any, in the matter.

Yours Faithfully,


Arun Chadha
Interim Resolution Professional
IP Registration No. IBBI/IPA-001/IP-P00165/2017-18/10334
Address: 727, Brahmpuri, Meerut-250002, Uttar Pradesh
Email Id – cirp.ashapura@gmail.com

ASHAPURA

ASHAPURA MINECHEM LIMITED

[CIN : L14108MH1982PLC026396]

[Company under Corporate Insolvency Resolution Process (CIRP)]

REGD. OFFICE : JEEVAN UDYOG BUILDING, 3RD FLOOR, 278, D.N.ROAD, MUMBAI 400 001.

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31st MARCH, 2019

(₹ In Lacs)

PARTICULARS	Standalone				
	Quarter ended		Year ended		
	31.03.2019 Refer Note No. 8	31.12.2018 Unaudited	31.03.2018 Refer Note No. 8	31.03.2019 Audited	31.03.2018 Audited
1 Income					
(a) Revenue from operations	9,559.40	4,571.69	6,990.78	33,717.86	23,918.84
(b) Other income	179.51	62.85	463.49	963.11	1,310.24
Total Income	9,738.91	4,634.54	7,454.27	34,680.97	25,229.08
2 Expenses					
(a) Cost of materials consumed	3,695.37	1,361.88	2,396.02	10,555.72	8,932.70
(b) Purchase of traded goods	227.90	814.89	2,988.56	3,546.62	8,574.94
(c) Changes in inventories	436.95	(169.37)	(1,873.12)	1,462.11	(4,864.26)
(d) Employee benefit expenses	737.77	743.96	550.85	3,059.40	3,093.43
(e) Finance costs	169.94	171.83	424.21	945.53	1,064.13
(f) Depreciation and amortisation expenses	551.26	551.57	598.67	2,274.98	2,405.89
(g) Foreign currency fluctuation (Gain)/Loss on Shipping Claims	(324.37)	(2,343.05)	814.42	3,596.14	814.42
(h) Other expenses	4,391.22	2,301.29	3,002.24	14,087.58	10,569.07
Total Expenses	9,886.03	3,433.01	8,901.85	39,528.07	30,590.32
3 Profit / (Loss) before exceptional items & tax (1-2)	(147.12)	1,201.53	(1,447.59)	(4,847.09)	(5,361.24)
4 Exceptional Items Gain/(Loss)	(3.38)	(5.73)	(1,121.26)	(2,584.36)	(1,512.20)
5 Profit / (Loss) before tax (3+4)	(150.50)	1,195.80	(2,568.85)	(7,431.45)	(6,873.44)
6 Tax Expenses					
(a) Current tax	-	-	-	-	-
(b) Deferred tax	-	-	-	-	-
7 Profit / (Loss) for the period (5-6)	(150.50)	1,195.80	(2,568.85)	(7,431.45)	(6,873.44)
8 Other Comprehensive Income/ (Loss)					
A Items that will not be reclassified to profit or loss					
(i) Remeasurements of defined benefit plans	(97.80)	26.86	24.84	(17.22)	89.53
(ii) Gains on Investments in equity instruments classified as FVOCI	(33.05)	-	-	(32.92)	-
B Items That will be reclassified to profit or loss					
Total Other Comprehensive income (net of tax)	(130.85)	26.86	24.84	(50.14)	89.53
9 Total Comprehensive Income for the period (net of tax)	(281.35)	1,222.66	(2,544.01)	(7,481.58)	(6,783.91)
10 Paid-up Equity Share Capital (86,986,098 Shares of ₹ 2 each)	1,739.72	1,739.72	1,739.72	1,739.72	1,739.72
11 Earnings Per Share					
Basic	(0.17)	1.37	(2.95)	(8.54)	(7.90)
Diluted	(0.17)	1.37	(2.95)	(8.54)	(7.90)

Notes to Accounts:

- 1) The Company, on 12th December 2018, moved to the Hon. National Company Law Tribunal (NCLT) - Mumbai Bench, under appropriate and relevant provisions of the Insolvency and Bankruptcy Code, 2016. The said petition is admitted by the Hon. NCLT by its order dated 15th March 2019 and the Company is, therefore, now under Corporate Insolvency Resolution Process (CIRP). Consequently, The Board of the Directors of the Company stands suspended and Mr. Arun Chadda has been appointed by the Hon. NCLT as Interim Resolution Professional.
- 2) Some of the creditors have moved to the Hon. National Company Law Appellate Tribunal (NCLAT) against the aforesaid order passed by the Hon. National Company Law Tribunal (NCLT) - Mumbai Bench. The order passed by the Hon. NCLT has been stayed and is pending for disposal by the Hon. NCLAT.
- 3) The standalone financial results for the quarter and year ended 31st March, 2019 as prepared by the management of the Company and certified by the Designate Chief Executive Officer (CEO) of the Company in accordance with Regulation 33(2) of the SEBI (Listing Obligations and Disclosure Requirements) Rules, 2015, were approved by the Interim Resolution Professional (IRP) and the management committee consisting of the Designate CEO, The Chief - Accounts and Taxation and the Company Secretary & Vice President in their meeting held on 30th May, 2019. The IRP, in reliance of such representation, clarifications and explanations provided by the management committee, has approved the same. To the extent these financial results indicate or confirm the events prior to the appointment of the IRP, the confirmation is being provided only by the management committee. The IRP is relying on the management representation for all the information and explanations in relation to day to day functioning of the Company. The IRP has approved these financial results only to the limited extent of discharging the powers of the Board of Directors of the Company (suspended during CIRP) which has been conferred upon him in terms of provisions of the Section 17 of the Insolvency and bankruptcy Code, 2016.
- 4) By virtue of a decree execution order passed by the Hon. Bombay High court on 31st October 2018, a shipping company has taken symbolic possession of certain unencumbered assets of the Company.
- 5) One of the creditors, with whom the Company had entered into settlement agreement, terminated the settlement agreement of US \$ 45 million payable over 25 years and invoked pledge of shares of two subsidiary companies and a joint venture company on 19th September 2018 and 4th October 2018. Accordingly, 100% shares of a wholly-owned subsidiary, Ashapura International Limited; 47.86% shares of a subsidiary company, Bombay Minerals Limited; and entire holding of 50% in a joint venture company, Ashapura Perfoclay Limited has been taken over by the said creditor due to trigger of these pledged shares. This has been intimated by the Company to the stock exchanges on 24th September 2018 and 11th October 2018. The Company is in the process of defending the said invocation of pledge by the creditor. The financial statements for the quarter and year ended 31st March, 2019 have, however, been prepared on the basis of the aforesaid change in the investments of the Company. In absence of any consensus between the Company and the said creditor, transfer of the aforesaid investments is accounted for on the book value of the respective companies as on the date of the transfer. This may undergo a change upon settlement on valuation of the respective transferee companies.
- 6) Total amount payable in respect of the shipping claim as stated in (4) above, along with another claim payable to a creditor (net of invocation of pledge shares) as stated in (5) above, is ₹ 56,116.55 lacs which have been duly provided for. The Company has, however not provided ₹ 417.04 lacs towards interest for the quarter on these claims along with exchange rate difference thereon (cumulative till 31.03.2019 ₹ 35,415.44 lacs)

7) Exceptional items consist of:

Particulars	Standalone	
	Quarter ended	Year ended
	31.03.2019	31.03.2019
Net liabilities in respect of exchange rate differences on a disputed shipping claim and differences and gain on account of fair valuation of long term liabilities	-	(11,535.53)
Additional liabilities in respect of termination of a settlement agreement by a creditor as stated in (5) above	-	(15,008.51)
Profit/(Loss) on transfer of the pledged shares as stated in (5) above	(3.38)	26,459.68
Additional Liability on one time settlement with a bank	-	(2,500.00)
	(3.38)	(2,584.36)

8) The figures for the quarter ended 31st March, 2018 and 31st March, 2019 are the balancing figures between the audited figures in respect of the full financial year and published year-to-date figures up to the third quarter of the relevant financial year.

9) The Company has incurred losses, its liabilities exceeded total assets and its net worth has been fully eroded. As stated in note no. (1) above, Company is under Corporate Insolvency Resolution Process (CIRP). Hence, in view of this fact and continuing operations of the Company, the financial results have been prepared on a going concern basis.

10) The Company has identified Minerals and its derivative products business as its only primary reportable segment in accordance with the requirements of Ind AS 108 Operating Segments'. Accordingly, no separate segment information has been provided.

11) The Interim Resolution Professional (IRP) has sought for further information from the subsidiary companies. Financial results of some of the subsidiaries are not completed and therefore consolidated financial results could not be prepared. The same will, however, be published upon the receipts of the financial results of the all the subsidiaries.

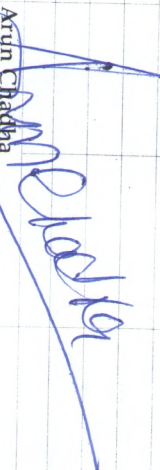
12) The complaints from investors/shareholders for the quarter ended on 31st March, 2019 : Received -1, Resolved - 1 , Unresolved - Nil.

13) Previous period's figures have been regrouped, wherever necessary, to confirm to current period's classification.

For Ashapura Minechem Limited
(A Company under Corporate Insolvency Resolution Process vide NCLT order)


Ajay Phalod
Designate Chief Executive Officer

Mumbai
30th May, 2019


Arun Chaddha
Interim Resolution Professional
IRP Registration No. IBB/IRP-A-001/IRP-P00165/2017-18/10334

ASHAPURA MINECHEM LIMITED

[Company under Corporate Insolvency Resolution Process (CIRP)]

Registered Office: 3rd Floor, Jeevan Udyog, 278, D N Road, Fort, Mumbai - 400 001.

[CIN : L14108MH1982PLC026396]

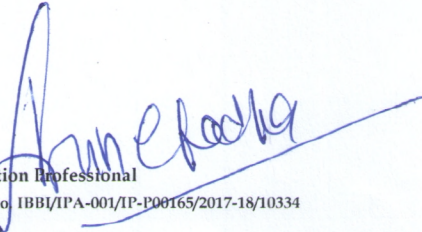
Statement of Assets & Liabilities

(₹ in Lacs)

Particulars	Standalone	
	As at 31.03.2019	As at 31.03.2018
ASSETS:		
Non-Current Assets		
Property, plant and equipment	17,302.81	19,317.69
Capital work-in -progress	733.38	480.32
Investment property	2,311.57	2,384.15
Intangible assets	72.51	108.11
Financial assets		
Investments	2,676.66	4,396.99
Loans	2,358.04	2,073.67
Other financial assets	388.16	310.24
Other non-current assets	1,342.29	1,842.08
	27,185.41	30,913.25
Current Assets		
Inventories	13,178.37	13,964.84
Financial assets		
Investments	378.71	-
Trade receivables	7,097.18	7,167.94
Cash and cash equivalents	1,832.52	636.34
Other bank balances	347.67	-
Loans	10.46	14.76
Other financial assets	-	-
Other current assets	9,448.85	10,858.45
	32,293.76	32,642.32
Total Assets	59,479.17	63,555.58
EQUITY AND LIABILITIES:		
Equity		
Equity share capital	1,739.72	1,739.72
Other equity	(41,887.87)	(34,406.28)
	(40,148.15)	(32,666.56)
Liabilities		
Non-current liabilities		
Financial Liabilities		
Borrowings	1,442.00	2,354.00
Other financial liabilities		-
Provisions	922.78	914.09
Other non-current liabilities		14,027.02
	2,364.78	17,295.11
Current liabilities		
Financial Liabilities		
Borrowings	2,140.00	2,540.00
Trade payables	6,596.40	4,359.71
Other financial liabilities	26,911.12	24,137.94
Other current liabilities	61,456.32	47,732.24
Provisions	158.70	157.14
	97,262.53	78,927.03
Total Liabilities	59,479.17	63,555.58

For Ashapura Minechem Limited


Ajay Phalod
Designate Chief Executive Officer


Arun Chadha
Interim Resolution Professional

IP Registration No. IBBI/IPA-001/IP-P00165/2017-18/10334

Place : Mumbai

Date : 30th May 2019

**Auditor's Report on Standalone Financial Results pursuant to
Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

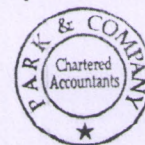
To

The Interim Resolution Professional

Ashapura Minechem Limited

[Company under Corporate Insolvency Resolution Process (CIRP)]

1. We have audited the accompanying statement of standalone financial results of **Ashapura Minechem Limited [Company under Corporate Insolvency Resolution Process (CIRP)]** ("the Company") for the quarter and year ended 31st March 2019 ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulation") read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ("the Circular").
2. The Hon. National Company Law Tribunal - Mumbai Bench, ("NCLT") admitted an insolvency and bankruptcy petition filed by the Company vide its order dated 15th March, 2019 under the Insolvency and Bankruptcy Code, 2016 ("the Code") and the Company is, therefore, now under Corporate Insolvency Resolution Process (CIRP). Consequently, The Board of the Directors of the Company stands suspended and Mr. Arun Chadda has been appointed by the NCLT as Interim Resolution Professional ("IRP"). Some of the creditors have, however, moved to the Hon. National Company Law Appellate Tribunal (NCLAT) against the aforesaid order passed by the NCLT. The order passed by the Hon. NCLT has been stayed and is pending for disposal by the Hon. NCLAT.
3. As per Regulation 33 and Regulation 52 read with Regulation 63(2) of the Regulation, the financial results of the Company submitted to the stock exchanges are required to be signed by the Chairperson or Managing Director or Whole-time Director or in absence of all of them, by any Director of the Company who is duly authorized by the Board of directors to sign the financial results. In view of the ongoing Corporate Insolvency Resolution Process, the power of the Board is vested with the IRP. The Statement is, therefore, signed by the IRP of the Company as per provisions of the Code relying on the financial statements drawn up to 15th March, 2019 as approved by the directors, which were subjected to a limited review by the Auditors.
4. This Statement, which is prepared on the basis of the annual Ind AS financial statements, is the responsibility of the Company's management and is approved by the Designate Chief Executive Officer (CEO) and the IRP of the Company. This Statement has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) prescribed under Section 133 of the Companies Act ("the Act") read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of the annual standalone financial statements.
5. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the Statement. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that the audit provides a reasonable basis for our opinion.
6. The figures for the quarter ended 31st March, 2019 and corresponding quarter ended in previous year represent the balancing figures between the audited figures in respect of the financial year and the published year-to-date figures up to the end of the third quarter of the relevant years, which were subjected to a limited review as required under the Regulation and the Circular.



7. We did not audit the financial statements of two branches included in the standalone Ind AS financial statements of the Company whose financial statements reflect total assets of ₹ 396.39 lacs as at 31st March 2019 and total revenues of ₹ 23.34 lacs for the year ended on that date, as considered in the standalone Ind AS financial statements. The financial statements of these branches have been audited by the branch auditors whose reports have been furnished to us by the management of the Company and our opinion is based solely on the reports of such other auditors. Our opinion is not modified in respect of this matter.

8. As stated in Note no. 9 of the Statement, the Company has incurred losses, its liabilities exceeded total assets and its net worth has been fully eroded. Since the Company is under Corporate Insolvency Resolution Process (CIRP) and also in view of the continuing operations of the Company, the financial results have been prepared on a going concern basis. Our opinion is not modified in respect of this matter.

9. Basis for Qualified Opinion:

Attention is invited to note no. 6 of the Statement regarding non provision of the additional liability aggregating to ₹ 417.04 lacs during the quarter (cumulative till 31st March 2019 ₹ 35,415.44 lacs) towards interest on the shipping claims and along with exchange rate difference thereon. The loss for the quarter and the year is, therefore, understated by ₹ 417.04 lacs and ₹ 18,056.67 lacs respectively.

10. 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 the Regulation read with the Circular; and
- (ii) gives a true and fair view of the net loss, other comprehensive income and other financial information of the Company for the quarter and year ended 31st March 2019.

Mumbai
May 30, 2019



For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

Prashant Vora
PRASHANT VORA
Partner
Membership No. 034514

**Statement on Impact of Audit Qualifications (for audit report with modified opinion)
submitted along-with Standalone Annual Audited Financial Results**

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications) (Rs. in Lakhs)	Adjusted Figures (audited figures after adjusting for qualifications) (Rs. in Lakhs)
	1	Total income	34,680.97	34,680.97
	2	Total Expenditure (including exceptional item)	42,112.43	60,169.10
	3	Net Profit/(Loss)	(7,431.45)	(25,488.12)
	4	Earnings Per Share	(8.54)	(29.30)
	5	Total Assets	59,479.17	59,479.17
	6	Total Liabilities	99,627.31	1,17,683.98
	7	Net Worth	(40,148.15)	(58,204.81)
	8	Any other financial item(s) (as felt appropriate by the Management)	-	-
II	Audit Qualification (each audit qualification separately):			
	a. Details of Audit Qualification:			
	Non provision of the additional liability aggregating to Rs. 417.04 lakhs during the quarter (cumulative till 31 st March, 2019 Rs. 35,415.44 Lakhs) towards interest on shipping claims and along with exchange rate difference thereon. The loss for the quarter and the year is, therefore, understated by Rs. 417.04 lakhs and Rs. 18056.67 lakhs respectively.			
	b. Type of Audit Qualification : Qualified Opinion			
	c. Frequency of qualification: Third Time			

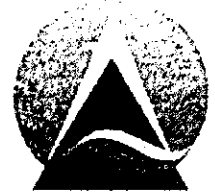
Regd. Office :

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Tel. : +91-22 6665 1700 Email : info@ashapura.com www.ashapura.com

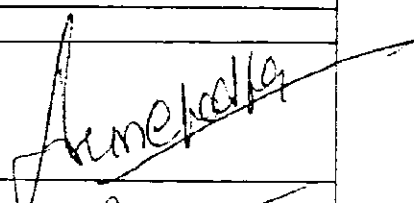
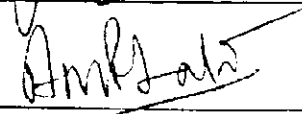
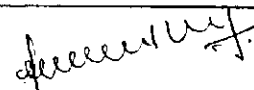
CIN No. L14108MH1982PLC026396

**COMPANY UNDER
CORPORATE INSOLVENCY RESOLUTION PROCESS
(CIRP)**



ASHAPURA

Continuation Sheet

<p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</p> <p>The Company, without prejudice to the other available options and having moved the Hon'ble National Company Law Tribunal (NCLT), has been admitted by its Order dated 15th March, 2019 and the said order is sub-judice. The Company is now under Corporate Insolvency Resolution Process (CIRP) and is managed by Interim Resolution Professional (IRP).</p>	
<p>e. For Audit Qualification(s) where the Impact is not quantified by the auditor:</p>	
<p>(i) Management's estimation on the Impact of audit qualification: N.A</p>	
<p>(ii) If management is unable to estimate the impact, reasons for the same: N.A.</p>	
<p>(iii) Auditors' Comments on (i) or (ii) above: N.A</p>	
<p>III Signatories:</p>	
<p>• CEO/Managing Director/Interim Resolution Professional</p>	
<p>• CFO/ Designate CEO</p>	
<p>• Audit Committee Chairman</p>	
<p>• Statutory Auditor</p>	
<p>Place: Mumbai</p>	
<p>Date: 30th May, 2019</p>	