

Deloitte Haskins & Sells LLP

Chartered Accountants
Indiabulls Finance Centre
Tower 3, 27th - 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai - 400 013
Maharashtra, India

INDEPENDENT AUDITORS' REVIEW REPORT TO THE BOARD OF DIRECTORS OF COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED

Tel: +91 (022) 6185 4000
Fax: +91 (022) 6185 4501/4601

1. We have reviewed the accompanying Statement of Unaudited Results for the Quarter and half-year ended September 30, 2014 (the Statement) of Commercial Engineers & Body Builders Co Limited (the Company), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 4 below. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. 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. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards specified under the Companies Act, 1956 (which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter and half-year ended September 30, 2014 of the Statement, from the details furnished by the Registrars.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No: 117366W/W-100018



Rupen Bhatt
Partner
Membership No. 46930

Mumbai, dated: November 13, 2014



(Handwritten signature)

STATEMENT OF UNAUDITED RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2014

Sr. No.	Particulars	Quarter Ended (Unaudited)			Half Year Ended (Unaudited)			Year Ended (Audited)	
		September 30, 2014	June 30, 2014	September 30, 2013	September 30, 2014	September 30, 2013	September 30, 2013	March 31, 2014	
1	Income from operations	1,965.43	3,453.31	1,958.52	5,418.74	6,456.52	13,156.50		
	(a) Net sales (Net of excise duty)	30.48	74.20	28.26	104.68	65.31	729.49		
	(b) Other operating income	1,995.91	3,527.51	1,986.78	5,523.42	6,521.83	13,885.99		
	Total Income from operations (net)								
2	Expenditure :								
	(a) Cost of materials consumed	1,376.23	2,755.25	1,257.01	4,131.48	6,256.82	10,733.42		
	(b) Changes in inventories of finished goods, work-in-progress and scrap	335.52	191.24	508.23	526.76	(469.39)	2,392.91		
	(c) Manufacturing expenses	179.00	245.04	179.17	424.04	462.63	935.71		
	(d) Employee benefits expenses	203.29	208.08	254.02	411.37	553.01	1,051.69		
	(e) Depreciation and amortisation expenses (see note 4)	516.70	503.81	755.98	1,020.51	1,503.68	3,006.43		
	(f) Other expenses	234.38	321.03	147.55	555.41	324.31	917.33		
	Total expenses	2,845.12	4,814.95	3,101.96	7,660.07	8,631.06	19,032.49		
3	(Loss) from operations before other Income, finance cost and exceptional items (1-2)	(849.21)	(1,287.44)	(1,115.18)	(2,136.65)	(2,109.23)	(5,146.50)		
4	Other Income	28.31	37.91	160.30	66.22	213.85	268.71		
5	(Loss) from ordinary activities before finance costs and exceptional items (3+4)	(820.90)	(1,249.53)	(954.88)	(2,070.43)	(1,895.38)	(4,877.79)		
6	Finance costs (Net)	485.31	441.27	482.63	926.57	934.23	1,895.32		
7	(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(1,306.21)	(1,690.80)	(1,437.51)	(2,997.01)	(2,829.61)	(6,773.11)		
8	Exceptional items								
9	(Loss) from ordinary activities before tax (7-8)	(1,306.21)	(1,690.80)	(1,437.51)	(2,997.01)	(2,829.61)	(6,773.11)		
10	Tax expense / (credit) - Net	(506.49)	-	70.68	(506.49)	226.27	269.97		
11	(Loss) from ordinary activities after tax (9-10)	(799.72)	(1,690.80)	(1,508.19)	(2,490.52)	(3,055.88)	(7,043.08)		
12	Extraordinary items								
13	(Loss) for the period/year (11-12)	(799.72)	(1,690.80)	(1,508.19)	(2,490.52)	(3,055.88)	(7,043.08)		
14	Paid-up Equity Share Capital (Face Value ₹ 10/- each)	5,494.30	5,494.30	5,494.30	5,494.30	5,494.30	5,494.30		
15	Reserves excluding Revaluation Reserves								
16	Basic and Diluted Earnings per share before and after Extraordinary items	(1.46)	(3.08)	(2.74)	(4.53)	(5.56)	(12.82)		

PART II : SELECT INFORMATION FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2014

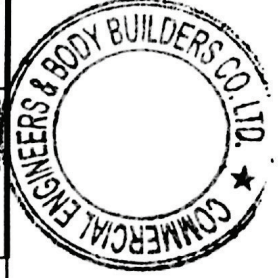
(A) Particulars of Shareholding	Particulars	Quarter ended			Half Year Ended			Year Ended (Audited)	
		September 30, 2014	June 30, 2014	September 30, 2013	September 30, 2014	September 30, 2013	September 30, 2013	March 31, 2014	
1	Public Shareholding								
	- Number of Shares	2,42,77,797	2,42,77,797	2,42,77,797	2,42,77,797	2,42,77,797	2,42,77,797		
	- Percentage of Shareholding	44.19%	44.19%	44.19%	44.19%	44.19%	44.19%		
2	Promoters and Promoter Group Shareholding								
	a) Pledged/Encumbered								
	- Number of Shares	2,23,66,640	2,23,66,640	1,26,76,471	2,23,66,640	1,26,76,471	2,73,66,640		
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	72.94%	72.94%	41.34%	72.94%	41.34%	89.24%		
	- Percentage of shares (as a % of the total share capital of the Company)	40.71%	40.71%	23.07%	40.71%	23.07%	49.81%		
	b) Non-encumbered								
	- Number of Shares	82,98,527	82,98,527	1,79,88,696	82,98,527	1,79,88,696	32,98,527		
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	27.06%	27.06%	58.66%	27.06%	58.66%	10.76%		
	- Percentage of shares (as a % of the total share capital of the Company)	15.10%	15.10%	37.74%	15.10%	37.74%	6.00%		

(B) Information on investors' complaints for the Quarter ended September 30, 2014

Particulars	Quarter ended September 30, 2014
Pending at the beginning of the quarter	-
Received during the quarter	4
Disposed of during the quarter	4
Remaining unresolved at the end of the quarter	-

Statement of Assets and Liabilities as at September 30, 2014

Particulars	(₹ In lacs)	
	As at September 30, 2014 (Unaudited)	As at March 31, 2014 (Audited)
I EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	5,494.30	5,494.30
(b) Reserves and surplus	12,632.41	15,122.93
Sub-total - Shareholders' funds	18,126.71	20,617.23
2 Non-current liabilities		
(a) Long-term borrowings	5,651.54	5,497.63
(b) Deferred tax liabilities (net)	1,574.98	2,081.47
(c) Other long-term liabilities	35.79	37.49
Sub-total - Non-current liabilities	7,262.31	7,616.59
3 Current liabilities		
(a) Short-term borrowings	6,556.75	6,630.49
(b) Trade payables	4,648.88	4,848.70
(c) Other current liabilities	2,865.53	2,114.74
(d) Short-term provisions	295.02	517.92
Sub-total - Current liabilities	14,366.18	14,111.85
TOTAL - EQUITY AND LIABILITIES	39,755.20	42,345.67
II ASSETS		
1 Non-current assets		
(a) Fixed assets		
(i) Tangible assets	27,961.63	28,910.14
(ii) Intangible assets	16.97	19.79
(iii) Capital work-in-progress	1,364.94	1,426.24
Sub-total - Non-current assets	29,343.54	30,356.17
(b) Non-current investments	0.10	0.10
(c) Long-term loans and advances	493.37	530.35
(d) Other non-current assets	33.17	0.24
Sub-total - Non-current assets	29,870.18	30,886.86
2 Current assets		
(a) Inventories	3,062.19	3,762.33
(b) Trade receivables	1,464.82	2,352.20
(c) Cash and cash equivalents	1,172.11	1,130.18
(d) Short-term loans and advances	3,791.19	3,910.17
(e) Other current assets	394.71	303.93
Sub-total - Current assets	9,885.02	11,458.81
TOTAL - ASSETS	39,755.20	42,345.67



57746

Notes :

1. The principal business of the Company is sheet metal fabrication and bodybuilding. All other activities of the Company revolve around its main business. Hence, there is only one reportable business segment as defined by Accounting Standard (AS) 17 on 'Segment Reporting'.
2. During the previous quarter, pursuant to the assessment by the commercial tax department, an amount of ₹ 129.72 lacs has been determined as payable towards entry tax on certain sales made by the company within the state of Madhya Pradesh for the year ended March 31, 2012. Following the rationale of this assessment, there a likelihood of a liability of ₹ 460.78 lacs for the year ended March 31, 2013 on similar grounds. The liability in respect of subsequent years is not expected to be material. The Company intends to appeal against the order. However out of abundant caution, an amount of ₹ 590.50 lacs has been charged to the statement of profit and loss of the previous quarter.
3. In respect of the continued delay in payment of dues of a bank since the previous year, the Company is in the process of negotiating fresh credit lines with certain financial institutions and expects to repay this amount once the new credit lines are in place.
4. The company's depreciation policy in respect of fixed assets until March 31, 2014 was as under:
 - a. Assets acquired prior to January 1, 2011 on WDV basis; and
 - b. Assets acquired after January 1, 2011 on straight line methodWith effect from April 1, 2014, the Company has adopted the useful life as prescribed by Schedule II to the Companies Act, 2013 to depreciate its assets. Consequently, the depreciation charge for the half year ended September 30, 2014 being lower by ₹ 484.35 lacs (for the quarter ended September 30, 2014 ₹ 239.22 Lacs) and net loss from ordinary activities being lower by the like amount.
5. Corresponding figures of previous period/ year have been regrouped/rearranged wherever necessary.
6. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at the Meeting held on November 13, 2014.

Mumbai
November 13, 2014



For and on behalf of the Board of Directors

Deepak Tiwary
Chief Executive Officer

DRS