



Golden Tobacco Limited

(Estd. 1930 • Founder : Late Narsee Monjee • Incorporated 1955)

Manufacturers of Quality Cigarettes / Cigars



August 12, 2016

GTL/SE/SEC/2016-17

| | |
|--|--|
| To, The Manager, Corporate Relations Deptt. Bombay Stock Exchange Ltd. P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code: 151 | To, The Secretary, National Stock Exchange of India Ltd. Exchange Plaza Bandra Kurla Complex, Bandra (East) MUMBAI - 400 051 Scrip Code: 5251 |
|--|--|

Dear Sir(s),

Sub: Outcome of Board Meeting:

Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the meeting of the Board of Directors of the Company held on today i.e. August 12, 2016. The outcome of major business transacted was as follows:

1. Approval to unaudited financial results for the quarter ended June 30, 2016
2. Taken on record the Limited Review Report received from M/s Lodha & Co., Chartered Accountants, Mumbai the statutory auditors of the Company.

Kindly take the same on record and acknowledge receipt. The aforesaid financial results is also available on Company's website www.goldentobacco.co.in

Thanking You,
For GOLDEN TOBACCO LIMITED


Manoj Kumar Srivastava
Company Secretary
(FCS- 7460)

Encl: a/a

Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
Phone : +91 0265 2540597, 2540281 **Fax :** +91 0265 2541700, **Toll Free No. :** 1800 223 951
website : www.goldentobacco.in **Email :** share@goldentobacco.in **CIN :** L16000GJ1955PLC067605

New Delhi Office : Golden Tobacco Limited, 1303-1304, Vijaya Building, 17, Barakhamba Road, New Delhi-110 001.
Phone : +91 011 23711531 **Fax :** +91 011 23314457

Mumbai Office : Golden Tobacco Limited, Tobacco House, S. V. Road, Vile Parle (W), Mumbai-400 056.
Phone : +91 022 26713951 **Fax :** +91 022 26715481

GOLDEN TOBACCO LIMITED

Regd. Office : At Darjipura, Post : Amaliyara, Vadodara- 390022, Gujarat

Phone No. 0265-2540281, Fax No. 0265-2541025, Website : www.goldentobacco.in, Email - share@goldentobacco.in , CIN - L16000GJ1955PLC067605

PART - I

Unaudited Financial Results for the Quarter Ended June 30, 2016

(Rs. In Lacs)

| Particulars | Quarter Ended JUNE 30,2016 | Quarter Ended MARCH 31,2016 | Quarter Ended JUNE 30,2015 | Year Ended MARCH 31,2016 |
|--|-------------------------------|--------------------------------|-------------------------------|-----------------------------|
| | Unaudited | *Audited | Unaudited | Audited |
| 1 Income from Operations | | | | |
| (a) Income from Operations (Net of Excise Duty) | 1,098.89 | 1,170.53 | 1,245.88 | 4,419.61 |
| (b) Other operating Income | 6.33 | 7.63 | 26.40 | 53.67 |
| Total Income from Operations (Net) | 1,105.22 | 1,178.16 | 1,272.28 | 4,473.28 |
| 2 Expenses | | | | |
| (a) Cost of Material Consumed | 567.28 | 579.07 | 699.68 | 2,424.52 |
| (b) Change in Inventory | 26.35 | 138.21 | (44.83) | 74.23 |
| (c) Employee benefits Expense | 289.88 | 241.88 | 301.62 | 1,101.03 |
| (d) Depreciation and Amortisation Expense | 22.44 | 36.10 | 22.68 | 104.08 |
| (e) Selling & Distribution Expenses | 292.24 | 217.55 | 259.12 | 849.34 |
| (f) Other Expenses | 305.12 | 330.79 | 304.40 | 1,234.90 |
| Total Expenses | 1,503.31 | 1,543.60 | 1,542.67 | 5,788.10 |
| 3 Profit/(Loss) from Operations before Other Income and finance costs | (398.09) | (365.44) | (270.39) | (1,314.82) |
| 4 Other Income | 22.88 | 20.13 | 36.07 | 128.77 |
| 5 Profit/(Loss) from ordinary activities before finance costs (3+4) | (375.21) | (345.31) | (234.32) | (1,186.05) |
| 6 Finance Costs | 650.51 | 636.11 | 592.27 | 2,470.53 |
| 7 Profit/(Loss) before tax (5-6) | (1,025.72) | (981.42) | (826.59) | (3,656.58) |
| 8 Tax expense | - | - | - | - |
| 9 Net Profit/(Loss) after tax (7-8) | (1,025.72) | (981.42) | (826.59) | (3,656.58) |
| 10 Paid-up equity share capital (Face Value of Rs. 10 each) | 1,758.80 | 1,758.80 | 1,758.80 | 1,758.80 |
| 11 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year | - | - | - | (17,648.99) |
| 12 Earnings Per Share of (Rs. 10 each) (not annualized) | | | | |
| Basic & Diluted | (5.83) | (5.58) | (4.70) | (20.79) |

Segment wise Revenue, Results and Capital Employed

(Rs. In Lacs)

| Particulars | Quarter Ended JUNE 30,2016 | Quarter Ended MARCH 31,2016 | Quarter Ended JUNE 30,2015 | Year Ended MARCH 31,2016 |
|--|-------------------------------|--------------------------------|-------------------------------|-----------------------------|
| | Unaudited | *Audited | Unaudited | Audited |
| A Segment Revenue : | | | | |
| a) Tobacco Products (Net of Excise Duty) | 1098.89 | 1170.53 | 1245.88 | 4419.61 |
| b) Realty | - | - | - | - |
| c) Others/Unallocable | - | - | - | - |
| Total Net Sales/Income From Operation | 1098.89 | 1170.53 | 1245.88 | 4419.61 |
| Segment Results Profit/(Loss) before tax and finance costs from segment : | | | | |
| a) Tobacco Products | (375.21) | (345.31) | (234.32) | (1186.05) |
| b) Realty | - | - | - | - |
| c) Others/Unallocable | - | - | - | - |
| Total | (375.21) | (345.31) | (234.32) | (1186.05) |
| Add : Finance Costs | 650.51 | 636.11 | 592.27 | 2470.53 |
| Provision for Taxation Current (Unallocable) | - | - | - | - |
| Net Profit/(Loss) After Tax | (1025.72) | (981.42) | (826.59) | (3656.58) |
| B Capital Employed : | | | | |
| (Segment Assets-Segment Liabilities) | | | | |
| a) Tobacco Products | (7,834.07) | (6,903.34) | (5,703.33) | (6,903.34) |
| b) Realty | (7,863.94) | (7,768.94) | (6,138.96) | (7,768.94) |
| c) Others/Unallocable | - | - | - | - |

Notes:

- The above Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 12th August, 2016. Limited review of the same has been carried out by the statutory auditors of the Company in terms of Regulation 33 of The SEBI (Listing and Other Disclosure Requirements) Regulations, 2015.
- Pursuant to the Hon'ble Supreme Court order dated 12th May, 2016 :
 - The Modified Draft Rehabilitation Scheme filed by the Company with Hon'ble BIFR is not maintainable. However, as the net worth of the Company got entirely eroded, the Company has submitted a new reference application u/s 15(1) of the SICA, 1985 before the Hon'ble BIFR during the quarter and Registration number is awaited.
 - The Income Tax Department vide an Order of Attachment of Immovable Property dated July 13, 2016 has prohibited and restrained the Company from transferring or charging its Vile Parle property to recover principal amount of tax demand (disputed by the Company). With regard to waiver of interest and penalties, the Department and Company both have approached Hon'ble BIFR seeking clarification for the words "To consider" in the sanctioned scheme of 2002 as to whether it is mandatory on the part of revenue or it was only recommendatory, which is pending.
- The Company's net worth had been entirely eroded. The Company has however, prepared these results on a going concern basis as the management is hopeful to turn around the Company's business performance in due course.
- The Company had given advances, the balance as on 30th June, 2016 being Rs.16,389.78 lacs to Golden Realty & Infrastructure Limited (a wholly owned Subsidiary Company), which in turn has utilized the same to acquire certain development rights in a plot of land situated in Delhi for joint Development pursuant to Development Agreement in this regard.
- * Figures for the Quarter ended March 31,2016 are the balancing figures between audited figures in respect of full financial year ended March 31, 2016 and year to date figures upto the third quarter of that financial year.
- The previous year's/period's figures have been re-grouped /re-arranged wherever necessary, to conform to the current period's presentation.

For GOLDEN TOBACCO LIMITED

Place : Mumbai
Dated :12th August, 2016

(A.K.JOSHI)
Managing Director
DIN No. 00379820

LIMITED REVIEW REPORT

To,
The Board of Directors of,
Golden Tobacco Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Golden Tobacco Limited** for the quarter ended June 30, 2016. 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 these results 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 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. A Flat having Gross Block of Rs.66.45 lacs (Net Block Rs. 35.03 lacs) as on June 30, 2016 which, as explained by the Management, is in the wrongful possession of the family member of an ex- employee for a long time. The Company had already initiated legal proceedings against the said ex- employee and on his demise; the names of his family members were substituted. The Company is pursuing litigation so that the flat can be vacated at the earliest. We are, however, unable to comment as to when the said flat would be released to the Company and on the ultimate reliability of the carrying value thereof.
4. **Emphasis of Matters :-**

Without qualifying, we draw attention to the following:

- (a) Pursuant to the Hon'ble Supreme Court order dated 12th May, 2016:
 - (i) The Modified Draft Rehabilitation scheme filed by the Company with Hon'ble BIFR was not maintainable. However, as the net worth of the Company got entirely eroded, the Company has submitted a new reference application u/s 15(1) of the Sick Industrial Companies (Special Provisions) Act (SICA), 1985 before the Hon'ble BIFR during the quarter and Registration number is awaited.
 - (ii) The Income Tax Department vide an Order of Attachment of Immovable Property dated July 13, 2016 has prohibited and restrained the Company from transferring or charging its Vile Parle property to recover principal amount of tax demand (disputed by the Company). With regard to waiver of interest and penalties, the Department and Company both have approached Hon'ble BIFR seeking clarification for the words "To consider" in the sanctioned scheme of 2002 as to whether it is mandatory on the part of revenue or it was only recommendatory, which is pending.

(Refer note no. 2 of the of the accompanying unaudited financial results for the quarter ended June 30, 2016)

(b) The appropriateness or otherwise of the preparation of these Results on a going concern basis, in view of the Company's net worth having been entirely eroded. The Company has however, prepared these results on a going concern basis as the management is hopeful to turn around the Company's business performance in due course on getting necessary approval from BIFR on a fresh reference submitted u/s 15(1) of the SICA before the Hon'ble BIFR. (Refer note no. 3 of the of the accompanying unaudited financial results for the quarter ended June 30, 2016)

5. Based on our review conducted as above, subject to what is stated at paragraph (3) and read together with paragraph (4) above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with Accounting Standards specified under 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 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Mumbai
Date: 12th August, 2016

For LODHA & COMPANY
Chartered Accountants
Firm Registration No. – 301051E

R. P. Baradiya
R. P. BARADIYA
Partner
Membership No. 44101

