



Regency Ceramics Limited

REF/RCL/SEC/2017

Date: 14th February, 2017

1. National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla
Complex, Bandra (E),
MUMBAI - 400051
2. BSE Limited
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street, MUMBAI- 400 001

Dear Sir / Madam,

Sub : Outcome of the Board Meeting.

Ref : Regulations 33 & 30(4) of the SEBI(LODR) Regulations, 2015.

The Board of Directors in its meeting held on Monday the 14th February 2017 have inter alia considered and approved the :

1. Un-audited Financial Results for the quarter ended 31st December, 2016 reviewed by the Audit Committee and the Limited Review of the same has been carried out by the Statutory Auditors of the company. A Copy of the Un-Audited Financial Results along with the Limited Review Report on the Un-Audited Financial Results is enclosed as per Regulations 33 & 30(4) of the SEBI (LODR) Regulations, 2015.
2. Took note of the appointment of Smt Y. Vijaya Lakshmi, Independent Director with effect from 14th February, 2017.
3. Took note of the resignation tendered by Smt G.Vijayavani, Director with effect from 14th February, 2017.

The above is for your information and record. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully
For REGENCY CERAMICS LIMITED


Authorized signatory



Regency Ceramics Limited
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Phone : +91-40-23204555, Fax: +91-40-23201159, E-mail : info@regencytiles.com, Website: www.regencytiles.com
Factory : Yanam-533 464, Phone:+91-884 2321 001/002/501/502, Fax: +91-884 2321200, Email : rclyanam@regencytiles.com

Regency Ceramics Limited

CIN : L26914TG1983PLC004249

Regd Off: 6-3-1090/A/7, IMS House, 3rd Floor, Somajiguda, Hyderabad - 500082

UNAUDITED FINANCIAL RESULTS (Provisional) FOR THE QUARTER ENDED 31st DEC 2016

Part I						
(Rs. in lakhs)						
Statement of Standalone Unaudited Financial Results for the Quarter Ended 31/12/2016						
Particulars	3 months ended 31/12/2016	Preceding 3 months ended 30/09/2016	Corresponding 3 months ended in the previous year 31/12/2015	Year to date figures for current period ended 31.12.2016	Year to date figures for the previous period ended 31.12.2015	Previous year ended 31/03/2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	0.00	0.00	0.00	0.00	0.00	0.00
(b) Other Operating Income	0.00	0.00	0.00	0.00	0.00	0.00
Total income from Operations (net)	0.00	0.00	0.00	0.00	0.00	0.00
2. Expenses						
(a) Cost of Materials consumed	0.00	0.00	0.00	0.00	0.00	0.00
(b) Purchase of stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
(d) Employee benefits expense	7.08	7.56	9.51	22.50	29.82	40.79
(e) Depreciation and amortisation expense	119.81	119.80	125.45	359.42	376.37	501.83
(f) Power & Fuel	0.00	0.00	0.00	0.00	0.00	0.00
(g) Other expenses	13.99	19.02	20.09	49.06	62.74	78.26
Total Expenses	140.88	146.38	155.05	430.98	468.93	620.88
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(140.88)	(146.38)	(155.05)	(430.98)	(468.93)	(620.88)
4. Other Income	0.90	0.90	17.68	2.70	162.59	157.15
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(139.98)	(145.48)	(137.37)	(428.28)	(306.34)	(463.73)
6. Finance Costs	1.45	2.70	1.18	4.23	2.36	1.44
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(141.43)	(148.18)	(138.55)	(432.51)	(308.70)	(465.17)
8. Exceptional Items	0.00	0.00	0.00	0.00	0.00	0.00
9. Profit / (Loss) from ordinary activities before tax (7 ± 8)	(141.43)	(148.18)	(138.55)	(432.51)	(308.70)	(465.17)
10. Tax expense	0.00	0.00	0.00	0.00	0.00	0.00
11. Net Profit / (Loss) from ordinary activities after tax (9 ± 10)	(141.43)	(148.18)	(138.55)	(432.51)	(308.70)	(465.17)
12. Extraordinary items	0.00	0.00	0.00	0.00	0.00	0.00
13. Net Profit / (Loss) for the period (11 ± 12)	(141.43)	(148.18)	(138.55)	(432.51)	(308.70)	(465.17)
14. Share of Profit / (loss) of associates	0.00	0.00	0.00	0.00	0.00	0.00
15. Minority Interest	0.00	0.00	0.00	0.00	0.00	0.00
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 ± 14 ± 15)	(141.43)	(148.18)	(138.55)	(432.51)	(308.70)	(465.17)
17. Paid-up equity share capital (Face Value of the Share Rs.10/-)	2644.16	2644.16	2644.16	2644.16	2644.16	2644.16
18. Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	-
19.i Earnings Per Share (before extraordinary items) (of Rs.10/- each) (not annualised):						
(a) Basic	(0.53)	(0.56)	(0.52)	(1.64)	(1.17)	(1.76)
(b) Diluted	(0.53)	(0.56)	(0.52)	(1.64)	(1.17)	(1.76)
19.ii Earnings Per Share (after extraordinary items) (of Rs.10/- each) (not annualised):						
(a) Basic	(0.53)	(0.56)	(0.52)	(1.64)	(1.17)	(1.76)
(b) Diluted	(0.53)	(0.56)	(0.52)	(1.64)	(1.17)	(1.76)



Part II						
Information for the Quarter and Year Ended 31/12/2016						
Particulars	3 months ended 31/12/2016	Preceding 3 months ended 30/09/2016	Corresponding 3 months ended in the previous year 31/12/2015	Year to date figures for current period ended 31.12.2016	Year to date figures for the previous period ended 31.12.2015	Previous year ended 31/03/2016
A. PARTICULARS OF SHAREHOLDING						
1. Public Shareholding						
- Number of Shares	11012277	11012277	11012277	11012277	11012277	11012277
- Percentage of shareholding	41.65%	41.65%	41.65%	41.65%	41.65%	41.65%
2. Promoters and Promoter Group Shareholding						
a) Pledged/ Encumbered						
- Number of Shares	4880659	4880659	4880659	4880659	4880659	4880659
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	31.63%	31.63%	31.63%	31.63%	31.63%	31.63%
- Percentage of shares (as a % of the total share capital of the company)	18.46%	18.46%	18.46%	18.46%	18.46%	18.46%
b) Non-Encumbered						
- Number of Shares	10548650	10548650	10548650	10548650	10548650	10548650
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	68.37%	68.37%	68.37%	68.37%	68.37%	68.37%
- Percentage of shares (as a % of the total share capital of the company)	39.89%	39.89%	39.89%	39.89%	39.89%	39.89%

Particulars	3 months ended 31/12/2016
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed off during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil

Notes:

1. The above un-audited results were prepared without considering the effect of the loss / damage to Buildings, Plant & Machinery and other assets of the company and the same were reviewed by the Audit Committee and approved by the Board of Directors on 14.02.2017. The limited review of the same has been carried out by the Statutory Auditors of the Company.

2. The unprecedented industrial violence on 27.01.12 resulted in deaths of personnel and destruction of buildings and equipment in the factory. Consequent to this, a lock-out was declared at the factory from 31.01.2012. The Salary, Wages and other benefits to employees were not considered as provisional liability and not taken in the books under "No Work - No Pay" principle pending orders / judgment of the Industrial Tribunal.

3. Gratuity Provision as per AS-15 and Leave Encashment were not provided in the books due to loss of employee records in the factory during the incident.

4. The condition of the fixed assets, raw materials, stores, spares and its present realisable value could not be estimated and not insured.

5. Depreciation on fixed assets calculated as per provisions of Companies Act, 2013 has been provided in the normal course due to efflux of time without considering the effect of loss / damage.

6. Some lenders sanctioned and others are in the process of sanctioning revised One Time Settlement package at the request of the company in view of the current situation. The lenders however, took symbolic possession of the properties under Rule 8(1) of Security Interest (Enforcement) Rules, 2002 in exercise of powers conferred on them under section 13(4) of the SARFAESI Act. State Bank of Bikaner & Jaipur assigned and transferred its facilities together with all underlying securities interests thereto to Phoenix ARC Private Limited (Trustee of Phoenix Trust - FY15-5). The promoters are in the process of arranging funds to repay the amounts to the lenders.

The lenders also filed an application under section 19 of the Recovery of Debts due to Banks and Financial Institutions Act, 1993 in the Debts Recovery Tribunal, Hyderabad for recovery of their dues. In view of the above, the Long Term Borrowings are considered as current maturities of long term borrowings and shown under Other Current Liabilities. Hypothecation / Hire purchase loans are repayable within one year and shown under Other Current Liabilities.

7. The company has not provided the interest on secured loans to the extent of Rs.262.78 lakhs for the quarter and Rs.5033.63 Lakhs up to 31st December 2016 calculated @ interest rates as per sanction subject to confirmation from the banks.

8. A reference under Section 15(1) of Sick Industrial Companies (Special provisions) Act 1985 filed with Board for Industrial and Financial Reconstruction and registered as Case No 19/2014 has been abated and the company preferred an appeal before AAIFR.

9. The Liability provision for Interest and Penalties payable on account of Statutory Dues were not provided in the books expecting waiver in the current situation.

10. Segment wise reporting is not applicable as the Company is dealing with single product.

11. Re-grouping of figures has been done wherever necessary.



On behalf of the Board of Directors
for **REGENCY CERAMICS LIMITED**

G. Naidu
Dr.G.N. Naidu
Chairman and Managing Director

Place: Hyderabad
Date: 14.02.2017



**Limited Review Report of Unaudited Financial Results for the quarter
ended 31st December, 2016**

To
THE BOARD OF DIRECTORS
REGENCY CERAMICS LIMITED
HYDERABAD

We have reviewed the accompanying statement of unaudited financial results of **REGENCY CERAMICS LIMITED** ("the Company") for the quarter and nine months ended 31st December, 2016, being submitted by the company pursuant to the requirements of Regulations 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. Our responsibility is to issue a report on these financial statements 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.

1. Manufacturing operations of the company were stopped due to riots, strike and malicious damage at factory since 27.01.2012. The condition of the fixed assets, raw materials, stores and spares and its present realizable value could not be estimated, not insured and disclosed at book value after providing depreciation on Fixed Assets on account of efflux of time.
2. During the period from 01.04.2012 to 31.12.2016, the company has provided the provisional liability towards salary, wages and other benefits to its factory employee's upto 30.09.2012. Further, the company has not provided for its liability towards Gratuity and leave encashment in accordance to AS-15 "Employee Benefits". The company could not compute the liability in the absence of complete records.
3. There are no confirmatory letters in respect of Debtors, Creditors, loans and advances and other current assets.

K. Chandra



4. During the period 01.04.2012 to 31.12.2016, the company has not provided interest on term loans, working capital loans to the extent of Rs.5033.63Lacs. We were informed by the company that some lenders have sanctioned and others are in the process of sanctioning revised One Time Settlement package in view of the current situation. However, the Banks issued a Demand notice recalling the entire loan amount with interest, followed by another notice for symbolic possession under SARFAESI Act. During the period, the company has treated the Long term Borrowings from banks under "Current Maturities of Long term Borrowings".
5. The company has not provided the liability towards interest and penalties payable on account of statutory dues and we were informed by the company that the statutory authorities shall waive the same in view of the unprecedented incident.
6. The reference made by the company under section 15(1) of Sick Industrial Companies (Special Provisions) Act, 1985 with the Board for Industrial and Financial Reconstruction has been abated and the Company preferred an appeal before AAIFR, for which the orders are awaited.

Based on our review conducted as above, **we are unable to comment on the financial statements due to non-availability of information/damages suffered by the Company due to fire and violence by the workers at the manufacturing facility situated at Yanam.**

For BRAHMAYYA & CO.
Chartered Accountants
Firms' Regn Number-060513S

K. Shraavan

(K.Shraavan)
Partner

Membership No: 215798



Place : Hyderabad
Date : 14.02.2017