

Essar Ports Limited

(Formerly known as Essar Shipping Ports & Logistics Limited)

Essar House
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India

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July 24, 2012

BSE Limited

Department of Corporate Services
Phiroz Jeejeebhoy Towers
Dalal Street, MUMBAI 400 023
FAX 0022-22723121/22723719

National Stock Exchange of India Limited

Exchange Plaza
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051
Fax: 022-26598237/26598238

Dear Sir,

Re: Un-Audited Financial Results of the Company for the quarter ended June 30, 2012

As required under Clause 41, please find enclosed a copy of the Un-Audited Standalone and Consolidated Financial Results of the Company together with the Limited Review Reports issued by the Statutory Auditors for the quarter ended June 30, 2012, approved at the meeting of the Board of Directors held today, i.e., on July 24, 2012.

This is for your information and records.

Thanking you,

Yours faithfully,

For ESSAR PORTS LIMITED



MANOJ CONTRACTOR
COMPANY SECRETARY



ESSAR PORTS LIMITED (Formerly known as Essar Shipping Ports & Logistics Limited) Regd. Office: Administrative Building, Essar Refinery Complex, Okha Highway (SH-25), Taluka Khambalia, Dist. Jamnagar 361305 Head Office: Essar House, 11, Keshavrao Khadye Marg, Mahalaxmi, Mumbai 400 034 Statement of Consolidated Unaudited Financial Results for the quarter ended 30th June 2012					
Sr. No.	Particulars	(Rs. in Crore)			
		Quarter ended			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	Part I				
	a) Income from operations				
	i) Income from port and terminal services	322.68	281.97	274.58	1,100.08
	ii) Fleet operating and chartering earnings	1.82	6.34	-	8.73
	b) Other operating income	0.84	-	-	-
	Total income from operations (net)	325.34	288.31	274.58	1,108.81
2	Expenses				
	a) Port and terminal activities	37.75	36.12	33.92	141.42
	b) Other standing costs	9.53	10.24	11.05	34.21
	c) Employee benefit expenses	6.89	1.87	7.04	21.99
	d) Depreciation and amortisation expenses	58.39	59.10	51.24	220.25
	e) Other expenditure	4.80	5.23	6.17	20.24
	Total operating expenses	117.36	112.56	109.42	438.11
3	Profit from operations before other income, finance cost and exceptional items (1 - 2)	207.98	175.75	165.16	670.70
4	Other Income				
	a) Profit on Sale of Investments	0.43	-	-	-
	b) Other Income	4.54	8.32	3.90	22.26
5	Profit from ordinary activities before finance cost and exceptional items (3 + 4)	212.95	184.07	169.06	692.96
6	Finance cost	122.49	114.33	97.39	420.81
7	Profit from ordinary activities after finance cost but before exceptional items (5 - 6)	90.46	69.74	71.67	272.15
8	Exceptional item	-	(235.51)	-	-235.51
9	Profit from ordinary activities before tax (7 + 8)	90.46	(165.77)	71.67	36.64
10	Tax expenses / (credit)	21.32	(106.35)	23.19	-62.20
11	Net profit for the period / year from ordinary activities after tax but before minority interest (9 - 10)	69.14	(59.42)	48.48	98.84
12	Adjustment for share of minority interest	(0.62)	(2.09)	(8.87)	(34.89)
13	Net profit for the period / year (11 + 12)	68.52	(61.51)	39.61	63.95
14	Paid-up equity share capital (face value of Rs.10/- each)	427.89	410.46	410.46	410.46
15	Reserves excluding revaluation reserve as per previous balance sheet				1,790.81
16	Earnings per share (in Rs.) (*not annualised)				
	a) Basic	1.65*	(1.50)*	0.96*	1.56
	b) Diluted	1.58*	(1.50)*	0.96*	1.50
PART II					
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	- Number of shares	6,68,68,393	6,68,68,393	6,68,68,393	6,68,68,393
	- Percentage of shareholding	16.29 #	16.29	16.29	16.29
2	Promoters and promoter group shareholding				
	a) Pledged / Encumbered				
	- Number of shares	5,89,44,218	5,89,44,218	4,28,12,730	5,89,44,218
	- Percentage of shares to the total shareholding of promoter and promoter group	17.16	17.16	12.46	17.16
	- Percentage of shares to the total share capital of the Company	13.78	14.36	10.43	14.36
	b) Non-encumbered				
	- Number of shares	28,46,42,941	28,46,42,941	30,07,74,429	28,46,42,941
	- Percentage of shares to the total shareholding of promoter and promoter group	82.84	82.84	87.54	82.84
	- Percentage of shares to the total share capital of Company	66.52	69.35	73.28	69.35
# The shares underlying the Global Depository Securities (GDS) are excluded for calculating public shareholding percentage only.					
B	Particulars	Quarter ended 30.06.2012			
	INVESTOR COMPLAINTS				
	Pending at the beginning of the quarter	NIL			
	Received during the quarter	24			
	Disposed off during the quarter	24			
	Remaining unresolved at the end of the quarter	NIL			

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Notes:

- 1 During the quarter, the Company has issued 52,666 Global Depository Securities (GDS) representing 1,74,32,446 equity shares of nominal value of Rs. 10/- each at a premium of Rs.90/- per share. Each GDS is represented by 331 equity shares.
- 2 Tax expenses includes income tax, tonnage tax and deferred tax.
- 3 The figures for the quarter ended 31st March, 2012 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto third quarter of the previous financial year. The figures of the previous period have been re-grouped / re-classified wherever necessary.
- 4 The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on 24th July, 2012.

For and on behalf of the Board


Rajiv Agarwal
Managing Director

Place: Mumbai

Date: 24th July, 2012

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Unaudited Consolidated Segment wise Revenue, Results and Capital Employed for the Quarter ended 30th June 2012

Particulars	(Rs. in Crore)			
	Quarter ended			
	30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
Segment revenue				
Operating income				
Port and terminal services	323.52	281.97	274.58	1,100.08
Fleet operating and chartering	8.42	12.42	7.02	36.22
Total	331.94	294.39	281.60	1,136.30
Less: Inter segment revenue	(6.60)	(6.08)	(7.02)	(27.49)
Net operating income (A)	325.34	288.31	274.58	1,108.81
Other income				
Unallocated	10.11	11.33	17.55	34.26
Less: Intersegment income	(5.14)	(3.00)	(13.65)	(12.00)
Net other income (B)	4.97	8.33	3.90	22.26
Total income (A + B)	330.31	296.64	278.48	1,131.07
Segment results				
Port and terminal services	207.66	172.25	165.16	665.96
Fleet operating and chartering	0.32	3.49	-	4.75
Unallocated	4.97	8.33	3.90	22.25
Profit from operation before interest and finance charges	212.95	184.07	169.06	692.96
Less: Unallocable interest and finance expense	(122.49)	(114.33)	(97.39)	(420.81)
Profit before tax and exceptional item	90.46	69.74	71.67	272.15
Less: Exceptional item	-	(235.51)	-	(235.51)
Profit before tax	90.46	(165.77)	71.67	36.64
Capital employed (segment assets - segment liabilities)				
Fleet operating and chartering	81.29	43.22	90.71	43.22
Port and terminal services	5,920.58	5,558.47	5,379.31	5,558.47
Unallocated	447.12	474.85	413.36	474.85
Total	6,448.99	6,076.54	5,883.38	6,076.54

For and on behalf of the Board


 Rajiv Agarwal
 Managing Director

Place: Mumbai
Date: 24th July, 2012

Deloitte Haskins & Sells

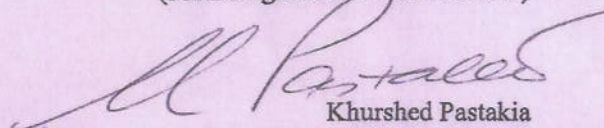
Chartered Accountants
'Heritage', 3rd Floor
Near Gujarat Vidhyapeeth
Off Ashram Road
Ahmedabad - 380 014

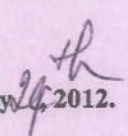
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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF ESSAR PORTS LIMITED (formerly Essar Shipping Ports & Logistics Limited)

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results ("the Statement") of **ESSAR PORTS LIMITED** ("the Company"), and its subsidiaries (the Company and its subsidiaries constitute "the Group") for the quarter ended June 30, 2012. 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 results 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 misstatements. 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 opinion.
3. The Statement includes the results of the entities which have been listed in the Annexure to the Report.
4. Based on our review, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, 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.
5. Further, we also report that we have traced the number of shares as well as the percentage of shareholdings in respect of the aggregate amount of public shareholdings and the number of shares as well as the percentage of shares pledged / encumbered in respect of the aggregate amount of promoter and promoter group in terms of Clause 35 of the Listing Agreements from the details furnished by the Management and the particulars relating to the undisputed investor complaints from the details furnished by the Management

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(ICAI Registration No.117365W)


Khurshed Pastakia
Partner
(Membership No. 31544)


Pune, July 24, 2012.

Deloitte Haskins & Sells

Annexure:

List of Subsidiaries included in the consolidation.

Sr. No.	Name of Entity	Relationship
1	Vadinar Oil Terminal Limited	Subsidiary
2	Vadinar Ports & Terminals Limited	Subsidiary
3	Essar Bulk Terminal Limited	Subsidiary
4	Essar Bulk Terminal (Salaya) Limited	Subsidiary
5	Essar Bulk Terminal Paradip Limited	Subsidiary
6	Essar Paradip Terminal Limited	Subsidiary
7	Essar Dredging Limited (till 30 th June 2011)	Subsidiary

ESSAR PORTS LIMITED

(Formerly known as Essar Shipping Ports & Logistics Limited)

Regd. Office: Administrative Building, Essar Refinery Complex, Okha Highway (SH-25), Taluka Khambalia, Dist. Jamnagar 361305

Head Office: Essar House, 11, Keshavrao Khadye Marg, Mahalaxmi, Mumbai 400 034

Statement of Standalone Unaudited Financial Results for the quarter ended 30th June 2012

PART I		(Rs. in Crore)			
Sr. No.	Particulars	Quarter ended			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	Income from operations				
	Fleet operating and chartering earnings	8.42	12.42	7.02	36.22
	Total income from operations (net)	8.42	12.42	7.02	36.22
2	Expenses				
	a) Direct operating expenses	1.92	2.16	0.35	7.26
	b) Employee benefit expenses	2.64	2.23	2.93	9.27
	c) Depreciation and amortisation expenses	1.90	1.90	1.66	7.40
	d) Other expenditure	2.65	2.79	0.46	6.99
	Total expenses	9.11	9.08	5.40	30.92
3	Profit / (Loss) from operations before other income, finance cost and exceptional items (1 - 2)	(0.69)	3.34	1.62	5.30
4	Other income				
	a) Profit on sale of investments	-	0.02	-	0.02
	b) Other income	3.50	6.93	0.39	16.32
5	Profit from ordinary activities before finance cost and exceptional items (3 + 4)	2.81	10.29	2.01	21.64
6	Finance cost	20.72	22.39	23.30	92.40
7	Profit / (Loss) from ordinary activities after finance cost but before exceptional items (5 - 6)	(17.91)	(12.10)	(21.29)	(70.76)
8	Exceptional item	-	-	-	-
9	Profit / (Loss) from ordinary activity before tax (7 - 8)	(17.91)	(12.10)	(21.29)	(70.76)
10	Tax expenses	-	0.23	-	0.23
11	Profit / (Loss) for the period / year (9 - 10)	(17.91)	(12.33)	(21.29)	(70.99)
12	Paid-up equity share capital (face value of Rs.10/- each)	427.89	410.46	410.46	410.46
13	Reserves excluding revaluation reserve as per previous balance sheet	-	-	-	2,232.58
14	Earnings per share (in Rs.) (*not annualised)				
	a) Basic	(0.43)*	(0.30)*	(0.52)*	(1.73)
	b) Diluted	(0.43)*	(0.30)*	(0.52)*	(1.73)

PART II

A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	- Number of shares	6,68,68,393	6,68,68,393	6,68,68,393	6,68,68,393
	- Percentage of shareholding	16.29 #	16.29	16.29	16.29
2	Promoters and promoter group shareholding				
	a) Pledged / Encumbered				
	- Number of shares	5,89,44,218	5,89,44,218	4,28,12,730	5,89,44,218
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	17.16	17.16	12.46	17.16
	- Percentage of shares (as a % of the total share capital of the Company)	13.78	14.36	10.43	14.36
	b) Non-encumbered				
	- Number of shares	28,46,42,941	28,46,42,941	30,07,74,429	28,46,42,941
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	82.84	82.84	87.54	82.84
	- Percentage of shares (as a % of the total share capital of the Company)	66.52	69.35	73.28	69.35

The shares underlying the Global Depository Securities (GDS) are excluded for calculating public shareholding percentage only.

B	INVESTOR COMPLAINTS	Quarter ended 30.06.2012
	Pending at the beginning of the quarter	NIL
	Received during the quarter	24
	Disposed off during the quarter	24
	Remaining unresolved at the end of the quarter	NIL

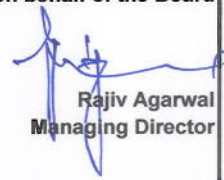
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Notes:

- 1 The Company is in the business of owning and operating liquid and dry bulk ports & terminals mainly through its subsidiaries viz. Vadinar Oil Terminal Limited, Essar Bulk Terminal Limited, Essar Bulk Terminal (Salaya) Limited, Vadinar Ports & Terminals Limited, Essar Bulk Terminal Paradip Limited and Essar Paradip Terminals Limited. Upto 30th June, 2012, the Company has invested Rs.3,659.42 crore in the above subsidiaries. The consolidated financial results reflect the financial results of these subsidiaries.
- 2 In line with the notification dated 29th December, 2011 issued by the Ministry of Company Affairs, amending Accounting Standard AS 11 "Effects of Changes in Foreign Exchange Rates", the Company has chosen to exercise the option under Para 46 and Para 46A inserted in the standard by the notification. Accordingly, the Company has adjusted a foreign exchange difference of Rs.18.05 crore in Foreign Currency Monetary Item Translation Difference Account to be amortised over the balance period of such long term liability.
- 3 During the quarter, the Company has issued 52,666 Global Depository Securities (GDS) representing 1,74,32,446 equity shares of nominal value of Rs.10/- each at a premium of Rs.90/- per share. Each GDS is represented by 331 equity shares.
- 4 The Company has only one reportable segment of fleet operating & chartering.
- 5 Tax expenses includes income tax and tonnage tax.
- 6 The figures for the quarter ended 31st March, 2012 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto third quarter of the previous financial year. The figures of the previous period have been re-grouped / re-classified wherever necessary.
- 7 The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on 24th July, 2012.

For and on behalf of the Board


Rajiv Agarwal
Managing Director

Place: Mumbai
Date: 24th July, 2012

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Deloitte Haskins & Sells

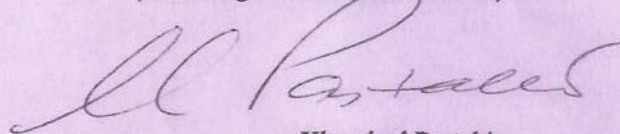
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1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **ESSAR PORTS LIMITED** ("the Company") for the quarter ended June 30, 2012 ("the Statement"). This Statement is the responsibility of the Company's Management 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, 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 misstatements. 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 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 referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, 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 undisputed investor complaints from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(ICAI Registration No. 117365W)



Khurshed Pastakia
Partner
(Membership No. 31544)


Pune, July 24, 2012