ISO 9001 COMPANY

LIVE THE FUTURE

FEDDERS LLOYD CORPORATION LTD.

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)
Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909
CIN : L29299UP1957PLC021118

9th February, 2017

Listing Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001, Maharashtra

Scrip Code: 500139

Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051, Maharashtra

NSE Symbol: FEDDERLOYD

Subject: Outcome of Board Meeting held on 9th February, 2017

Dear Sir/Madam,

This is to inform you that, the Board of Directors, on the recommendations of its Sub-Committees, at their meeting held today i.e., 9th February, 2017 had, inter-alia, considered and approved the following:

1. Appointment of Mr. Akhter Aziz Siddiqi, presently associated with the Company as its Chief Financial Officer, as an Whole-time Director to be designated as "Whole-time Director and Chief Financial Officer" of the Company with effect from 9th February, 2017 for a period of 2 years.

2. Appointment of Mr. Rajeev Kumar Bansal as the Internal Auditor of the Company for the financial year 2016-17 with immediate effect subsequent upon the resignation of Mr. Hemant Kumar Nainwal from the position of the Internal Auditor of the Company.

3. Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Un-audited Standalone Financial Results of the Company along with the Limited Review Report for the quarter and nine months period ended 31st December, 2016 and the same are enclosed herewith.

The information mentioned herein above shall be treated as disclosure under Regulation 30 of the Listing Regulations.

The meeting commenced at 04:00 p.m. and concluded at 06:300 p.m.

Kindly take the above information on record and oblige.

Thanking you,

Yours truly,
FOR FEDDERS LLOYD CORPORATION LIMITED

Fedders Lloyd Corporation Limited New Delhi

PULKIT BHASIN
COMPANY SECRETARY
ICSI MEMBERSHIP NO: A27686
Encl: As Above

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UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 31ST DECEMBER, 2016

PART I Statement of Unaudited Standalone Financial Results for the Quarter and Nine Months Period Ended 31st December, 2016

Rs. In Crores

	Particulars	Quarter			Nine Months		Year
		3 months ended 31-12-2016	Preceding 3 months ended 30-09-2016	Corresponding 3 months ended 31-12-2015	Current Period ended 31-12-2016	Corresponding Period ended 31-12-2015	Previous year ended 31-03-2016 (Nine Months)
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Income from operations**						
	(a) Net sales/income from operations(net of excise duty)	285.37	330.78	324.87	937.95	960.30	1,030.94
	(b) Other Operating Income	0.48	0.41	0.81	1.50	1.95	4.07
	Total Income from Operations (net)	**285.85**	**331.19**	**325.68**	**939.45**	**962.25**	**1,035.01**
2	**Expenses**						
	(a) Cost of materials consumed	259.93	303.11	213.67	859.46	829.10	866.01
	(b) Purchases of Stock-in-Trade	-	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(21.23)	(25.29)	55.30	(68.37)	(26.64)	(14.14)
	(d) Employee benefits expense	8.40	8.81	9.81	25.86	26.74	28.30
	(e) Depreciation and amortisation expense	3.28	3.42	3.25	10.06	8.84	9.74
	(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	15.17	12.10	20.66	38.14	37.70	56.78
	Total Expenses	**265.55**	**302.15**	**302.69**	**865.15**	**875.74**	**946.69**
3	Profit / (Loss)from Operations before other income, finance costs & exceptional items (1-2)	**20.30**	**29.04**	**22.99**	**74.30**	**86.51**	**88.32**
4	Other Income	-	-	-	-	-	-
5	**Profit/(Loss) from ordinary activities before finance costs & exceptional items (3+4)**	**20.30**	**29.04**	**22.99**	**74.30**	**86.51**	**88.32**
6	Finance Costs	15.72	16.21	16.69	48.99	47.82	49.04
7	**Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)**	**4.58**	**12.83**	**6.30**	**25.31**	**38.69**	**39.28**
8	Exceptional items	-	-	-	-	-	-
9	**Profit(+) / Loss(-) from Ordinary activities before tax (7+8)**	**4.58**	**12.83**	**6.30**	**25.31**	**38.69**	**39.28**
10	Tax Expense	1.15	3.21	2.14	6.10	14.65	17.70
11	**Net Profit (+)/Loss(-) from ordinary activities after tax (9-10)**	**3.44**	**9.62**	**4.16**	**19.22**	**24.04**	**21.58**
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-
13	**Net Profit (+)/Loss(-) for the period (11-12)**	**3.44**	**9.62**	**4.16**	**19.22**	**24.04**	**21.58**
14	**Share of Profit / (Loss) of associates***	-	-	-	-	-	-
15	**Minority Interest***	-	-	-	-	-	-
16	**Net Profit / (Loss) after taxes, minority interest and share of profit / loss of associates (13+14+15)**	**3.44**	**9.62**	**4.16**	**19.22**	**24.04**	**21.58**
17	Paid-up equity share capital (Face Value of Rs. 10 per share)	32.83	30.77	30.77	32.83	30.77	30.77
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	340.55
19	**(i) Earnings per share(before extraordinary items) (of Rs.10/- each)(not annualised):**						
	(a) Basic	1.05	3.13	1.35	5.85	7.83	7.03
	(b) Diluted**	0.96	2.69	1.16	5.37	6.72	6.03
	(ii) Earnings per share(after extraordinary items) (of Rs.10/- each)(not annualised):						
	(a) Basic	1.05	3.13	1.35	5.85	7.83	7.03
	(b) Diluted**	0.96	2.69	1.16	5.37	6.72	6.03

* Applicable in the case of Consolidated results.

**assuming full conversion of remaining 29,40,000 convertible warrants issued on preferential basis in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. For details, please refer note no. 6.

For Fedders Lloyd Corporation Limited

Chairman & Managing Director

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UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 31ST DECEMBER, 2016

Reporting of Segment wise Revenue, Results and Capital Employed for the Quarter and Nine Months Period Ended 31st December, 2016

(Rs. in Crores)

Particulars	Quarter			Nine Months		Year
	3 months ended 31-12-2016	Preceding 3 months ended 30-09-2016	Corresponding 3 months ended 31-12-2015	Current Period ended 31-12-2016	Corresponding Period ended 31-12-2015	Previous year ended 31-03-2016 (Nine Months)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Segment Revenue						
(a) Segment –ENVIRONMENTAL CONTROL SYSTEMS	13.39	15.71	4.94	39.58	18.99	20.03
(b) Segment – STEEL STRUCTURES & ENGINEERING	231.66	234.62	262.16	716.62	713.94	749.33
(c) Segment – POWER PROJECTS	40.80	80.86	58.58	183.25	229.32	265.65
(d) Unallocated	-	-	-	-	-	-
Total	**285.85**	**331.19**	**325.68**	**939.45**	**962.25**	**1,035.01**
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	**285.85**	**331.19**	**325.68**	**939.45**	**962.25**	**1,035.01**
2.Segment Results (Profit)(+)/ Loss (-) before tax and interest from Each segment)						
(a) Segment –ENVIRONMENTAL CONTROL SYSTEMS	1.22	1.49	0.50	3.56	2.81	2.35
(b) Segment – STEEL STRUCTURES & ENGINEERING	15.47	16.28	19.75	51.10	60.45	62.50
(c) Segment – POWER PROJECTS	4.96	12.75	4.04	23.79	26.67	28.34
(d) Unallocated	-	-	-	-	-	-
Total	**21.65**	**30.52**	**24.29**	**78.45**	**89.93**	**93.19**
Less: (i) Interest	15.72	16.21	16.69	48.99	47.82	49.04
(ii) Other Un-allocable Expenditure net off	1.35	1.48	1.30	4.15	3.42	4.87
(iii) Un-allocable income	-	-	-	-	-	-
Total Profit Before Tax	**4.58**	**12.83**	**6.30**	**25.31**	**38.69**	**39.28**
3. Capital Employed* (Total Assets- Total Liabilities)	**455.00**	**440.00**	**497.09**	**455.00**	**497.09**	**498.54**

*As certain assets of the Company including plants are deployed interchangeably across various segments, it is not feasible to allocate segment-wise assets and liabilities.

Notes:

1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 9th February, 2017.

2. As per Accounting Standard 17 on Segments Reporting of ICAI, during the quarter ended 31st December, 2016, the reportable segments of the Company have been classified as (i) Environmental Control Systems; (ii) Steel Structures & Engineering; and (iii) Power Projects.

3. Pursuant to Schedule II to the Companies Act, 2013, depreciation for the quarter ended 31st December 2016 has been provided on the basis of estimated economic useful lifes of the fixed assets of the Company.

4. The Company has opted to submit unaudited standalone financial results for the quarter and nine months period ended 31st December, 2016.

5. In accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 , the limited review of the above financial results has been carried out by the Statutory Auditors of the Company.

6. **Conversion of warrants:**

6.1 Tranche-I

The Company had issued and allotted 50,00,000 warrants convertible into equivalent number of equity shares on preferential basis to its Promoters Group Entities on 3rd August, 2015 at the issue price of Rs. 75/- per warrant subsequent upon receipt of 25% of the issue price from them. The warrant holders holding 20,60,000 warrants have execricised their right of conversion into equivalent no. of equity shares upon payment of balance 75% of the issue price. Consequently, the Company in its meeting of Committee of Board of Directors held on 30th December, 2016 has issued and allotted 20,60,000 equity shares of Rs. 10/- each to the Promoter Group Entities in Tranche-I. Subsequent upon the allotment, the paid-up share capital of the Company increased to Rs. 32,82,97,000 divided into 3,28,29,700 equity shares of Rs. 10/- each as on 31st December, 2016.

6.2 Tranche-II

Furthermore, out of remaining 29,40,000 warrants, the warrant holders holding 11,40,000 warrants applied for exercise of their right of conversion into equivalent no. of equity shares upon payment of balance 75% of the issue price. Consequently, the Company in its meeting of Committee of Board of Directors held on 13th January, 2017 has issued and allotted 11,40,000 equity shares of Rs. 10/- each to the Promoter Group Entities in Tranche-II. Subsequent upon the allotment, the paid-up share capital of the Company stands increased to Rs. 33,96,97,000 divided into 3,39,69,700 equity shares of Rs. 10/- each.

7. The remaining 18,00,000 warrants were not converted, henceforth, the same stand forfeited in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

8. The figures of the earlier periods have been re-grouped/re-arranged wherever necessary.

9. The above financial results have been prepared in accordance with the Companies (Accounting Standards) Rules, 2006.

Place: New Delhi
Date: 9th February, 2017

Fedders Lloyd Corporation Limited New Delhi

For Fedders Lloyd Corporation Limited

Brij Raj Punj
Chairman & Managing Director
DIN: 00080956

SURESH C. MATHUR & CO.
CHARTERED ACCOUNTANTS

64, REGAL BUILDINGS, (2ND FLOOR)
CONNAUGHT PLACE, NEW DELHI-110001
TEL.: (O) 41501620 / 23346733
/ 23361181 (TELEFAX)
Email : scmca2011@gmail.com

Limited Review Report to M/s. Fedders Lloyd Corporation Limited

We, Suresh C Mathur & Co., Chartered Accountants, Statutory Auditors of M/s. Fedders Lloyd Corporation Limited (hereinafter referred to as the "Company") having its Registered Office at 6 and 6/1, UPSIDC, Industrial Area, Sikandrabad, District Bulandshahr - 203205, Uttar Pradesh, hereby confirm that we have reviewed the accompanying statement of unaudited financial results of the Company for the quarter and nine months period ended 31st December, 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors in its meeting held on 9th February, 2017. 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) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India (including any statutory modification(s) or re-enactment thereof). 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of Unaudited Financial Results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Suresh C. Mathur & Co.,
Chartered Accountants
Firm Regn No. 000891N

Brijesh C. Mathur
Partner
M. No. 083540

Place: New Delhi
Date: 9th February, 2017