

Ref: JAL:SEC:2018

30th July, 2018

BSE Limited

25th Floor, New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street, Fort,
MUMBAI 400 001

The Manager

Listing Department

National Stock Exchange of India Ltd

"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex,
Bandra (E), , Mumbai - 400 051

SCRIP CODE: 532532

NAME OF SCRIP: JPASSOCIAT

Sub: Outcome of the Board Meeting held on 30th July, 2018

Dear Sirs,

In terms of Regulation 33 (3)(d) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Unaudited Standalone Financial Results of the Company for the Quarter ended 30th June, 2018, as approved by the Board of Directors of the Company in its meeting held on 30th July, 2018, alongwith Limited Review Report of Statutory Auditors M/s. Rajendra K. Goel & Co., Chartered Accountants, New Delhi.

The meeting commenced at 4.30 P.M. and concluded at 6.55 P.M.

Thanking you,

Yours faithfully,

For JAIPRAKASH ASSOCIATES LIMITED



(M.M. SIBBAL)

Jt. President & Company Secretary

Encl: As above

JAIPRAKASH ASSOCIATES LIMITED

Regd. Office: Sector 128, Noida 201 304 [U.P.]
Head Office: "JA House", 63, Basant Lok, Vasant Vihar, New Delhi - 110 057
Phone : 91+ (120) 4609000; FAX : 91+ (120) 4609464; CIN : L14106UP1995PLC019017
website : www.jalindia.com, e-mail: jal.investor@jalindia.co.in

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2018

₹ Lakhs

Particulars	Quarter Ended			Year Ended
	30.06.2018 [Unaudited]	31.03.2018 [Audited]	30.06.2017 [Unaudited]	31.03.2018 [Audited]
1 Income				
Revenue from Operations	169082	160661	258544	614308
Other Income	958	6767	1746	14502
Total Income	170040	167428	260290	628810
2 Expenses				
[a] Cost of Materials Consumed	51964	72100	47608	188985
[b] Purchase of Stock-in-trade	974	2916	-	7226
[c] Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-trade	12639	(1683)	7746	803
[d] Direct Construction, Manufacturing, Real Estate, Hotel/Hospitality & Power Expenses	56228	44384	69675	175568
[e] Excise Duty on Sale of Goods	-	-	9404	9404
[f] Employee Benefits Expense	10850	10088	17083	50050
[g] Finance Costs	19050	17300	40479	96754
[h] Depreciation and Amortisation Expense	9863	9791	21296	50675
[i] Other Expenses	17783	20164	31122	75701
Total Expenses	179351	175060	244413	655166
3 Profit/(Loss) before Exceptional Items and Tax [1 - 2]	(9311)	(7632)	15877	(26356)
4 Exceptional Items	(19191)	(238)	60622	61527
5 Profit/(Loss) before Tax [3 + 4]	(28502)	(7870)	76499	35171
6 Tax Expense				
[a] Current Tax	-	-	-	-
[b] Deferred Tax	-	-	-	-
Total Tax Expense	-	-	-	-
7 Net Profit/(Loss) after Tax [5 - 6]	(28502)	(7870)	76499	35171
8 Profit/(Loss) from Continuing Operations	(28500)	(7863)	95295	53974
9 Tax expense of Continuing Operations	-	-	-	-
10 Profit/(Loss) from Continuing Operations after Tax [8 - 9]	(28500)	(7863)	95295	53974
11 Profit/(Loss) from Discontinued Operations	(2)	(7)	(18796)	(18803)
12 Tax expense of Discontinued Operations	-	-	-	-
13 Profit/(Loss) from Discontinued Operations after Tax [11 - 12]	(2)	(7)	(18796)	(18803)
14 Net Profit/(Loss) after Tax [10 + 13]	(28502)	(7870)	76499	35171
15 Other Comprehensive Income				
a(i) Items that will not be reclassified to Profit/(Loss)	-	(564)	(61)	(1000)
(ii) Income Tax relating to Items that will not be reclassified to Profit/(Loss)	-	-	-	-
b(i) Items that will be reclassified to Profit/(Loss)	-	-	-	-
(ii) Income Tax relating to Items that will be reclassified to Profit/(Loss)	-	-	-	-
Total Other Comprehensive Income	-	(564)	(61)	(1000)
16 Total Comprehensive Income for the period [14 + 15]	(28502)	(8434)	76438	34171
17 Paid-up Equity Share Capital [of ₹ 2/- per share]	48649	48649	48649	48649
18 Other Equity [excluding Revaluation Reserve]				984464
19 Earnings Per Share [of ₹ 2/- per share] [for continuing operations]				
Basic	₹ (1.17)	₹ (0.30)	₹ 3.91	₹ 2.22
Diluted	₹ (1.17)	₹ (0.30)	₹ 3.88	₹ 2.22
Earnings Per Share [of ₹ 2/- per share] [for discontinued operations]				
Basic	₹ -	₹ -	₹ (0.77)	₹ (0.77)
Diluted	₹ -	₹ -	₹ (0.77)	₹ (0.77)
Earnings Per Share [of ₹ 2/- per share] [for discontinued and continuing operations]				
Basic	₹ (1.17)	₹ (0.30)	₹ 3.14	₹ 1.45
Diluted	₹ (1.17)	₹ (0.30)	₹ 3.11	₹ 1.45

Contd. 2



Signature

**STANDALONE UNAUDITED SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES
FOR THE QUARTER ENDED 30TH JUNE, 2018**

₹ Lakhs

Particulars	Quarter Ended			Year Ended
	30.06.2018 [Unaudited]	31.03.2018 [Audited]	30.06.2017 [Unaudited]	31.03.2018 [Audited]
1. Segment Revenue				
[a] Cement	50080	51179	76980	206815
[b] Construction	70731	75442	59642	205307
[c] Power	5705	6626	5308	22165
[d] Hotel/Hospitality & Golf Course	6372	7010	6269	26301
[e] Sport Events	214	130	302	756
[f] Real Estate	35595	19174	109035	150075
[g] Others	1504	2515	2085	7700
[h] Unallocated	323	162	156	587
Total	170524	162238	259777	619706
Less: Inter-segment Revenue	1442	1577	1233	5398
Revenue from Operations	169082	160661	258544	614308
2. Segment Results				
[a] Cement	948	933	(20400)	(15303)
[b] Construction	3590	3779	4591	3293
[c] Power	(536)	325	390	1731
[d] Hotel/Hospitality & Golf Course	191	1	415	1439
[e] Sport Events	(2912)	(3542)	(2690)	(11766)
[f] Real Estate	10615	4563	75047	86627
[g] Investments	(2071)	3537	27	5902
[h] Others	(815)	(610)	(632)	(2744)
	9010	8986	56748	69179
Less:				
[a] Finance Costs	19050	17300	40479	96754
[b] Other Un-allocable Expenditure net off Un-allocable Income	(729)	(682)	392	(1219)
	(9311)	(7632)	15877	(26356)
Exceptional Items	(19191)	(238)	60622	61527
Profit/(Loss) from Ordinary Activities before Tax	(28502)	(7870)	76499	35171
3. Segment Assets				
[a] Cement	504027	507163	496794	507163
[b] Construction	525955	514062	520200	514062
[c] Power	207277	206886	212982	206886
[d] Hotel/Hospitality & Golf Course	81051	82163	83588	82163
[e] Sports Events	249116	246206	261631	246206
[f] Real Estate	1280820	1109871	1033375	1109871
[g] Investments	744230	751065	939308	751065
[h] Others	15931	15830	15584	15830
[i] Un-allocated	219737	206360	187546	206360
Total Segment Assets	3828144	3639606	3751008	3639606
4. Segment Liabilities				
[a] Cement	83851	68301	73926	68301
[b] Construction	180630	177949	174018	177949
[c] Power	16943	15546	16681	15546
[d] Hotel/Hospitality & Golf Course	16262	16075	14164	16075
[e] Sports Events	14172	14259	56529	14259
[f] Real Estate	488738	237546	227517	237546
[g] Others	2851	3053	3826	3053
[h] Un-allocated	261209	223739	164779	223739
Total Segment Liabilities	1064656	756468	731440	756468

Contd...3

Notes:

1. Figures for the previous periods have been regrouped to conform to the classification of the current period, wherever necessary. Further, the Results exclude the financial results for the Cement Plants transferred to M/s UltraTech Cement Limited by the Company on 29th June, 2017 and hence standalone figures for the three months ended 30th June, 2018 are not comparable with the previous corresponding period.
2. During the quarter, the Company has received Letter of Acceptance for execution of the work of "Construction of Diversion Tunnel (along with HM works), Concrete Face Rockfill Dam and allied structures of Pakal Dul H.E. Project" in the State of Jammu & Kashmir from Chenab Valley Power Projects [P] Limited (A Joint Venture of NHPC Limited, JKSPDC and PTC India Ltd). The total Contract Price is ₹ 2853.01 Crores.
3. [a] The Lenders of the Company in their Joint Lenders forum (JLF) meeting held on 22nd June, 2017 have approved restructuring/realignment/ reorganisation of debt of the Company & its wholly owned subsidiary, JCCL [Restructuring Scheme].
[b] The Company has provided interest expenses on the debt portion that will remain with the company in accordance with the Restructuring Scheme approved by / and Master Re-structuring Agreement (MRA) signed with the Lenders. Interest for the quarter ended 30th June 2018 aggregating to ₹ 270.28 Crores [₹ 796.39 Crores till 31st March 2018] on debt portion of ₹ 11091.27 Crores which will be transferred to Real Estate SPV namely 'Jaypee Infrastructure Development Limited (JIDL) on Order by Hon'ble National Company Law Tribunal (NCLT), Allahabad with appointed date of 1st July, 2017 has been added to the carrying cost of the Inventory/ Projects under Development in respect of SDZ Real Estate Undertaking [SDZ-RE], since the same has to be serviced from the assets/development of Assets of SDZ-RE.
[c] As a part of restructuring / reorganisation / realignment of the debt of the Company, the Scheme of Demerger of the Undertaking (SDZ -RE) comprising identified moveable and immovable assets and liabilities to be transferred to and vested in the wholly owned subsidiary of the Company, namely, Jaypee Infrastructure Development Limited (JIDL) as a going concern, on a slump exchange basis is pending sanction by NCLT Allahabad.
4. [a] The Competition Commission of India vide its Order dated 31st August, 2016 held various cement manufacturers liable for alleged contravention of certain provisions of the Competition Act, 2002 during F.Y. 2009-10 & 2010-11 and imposed a penalty of ₹ 1,323.60 Crores on the Company. The Company had filed an Appeal against the said Order which was heard on various dates by Hon'ble National Company Law Appellate Tribunal (NCLAT) (to whom the powers in such matters have been transferred). NCLAT vide its Order dated 25th July 2018 has rejected the appeals of all the cement manufacturers including that of the Company without interfering in the penalty, though, if calculated on the basis of profits earned by the Cement business, the same would have been ₹ 237.70 Crores only as against the penalty of ₹ 1323.60 Crores calculated on the profits for all business segments of the Company. The Company will take appropriate legal steps and file appeal with the Hon'ble Supreme Court.
[b] The Competition Commission of India vide its other order dated 19th January, 2017 held various cement manufacturers liable for alleged contravention of certain provisions of the Competition Act, 2002 in the state of Haryana during F.Y. 2012-13 to F.Y. 2014-15 and imposed a penalty of ₹ 38.02 Crores on the Company. The Company had filed an appeal against the Order. The Tribunal stayed the operation of impugned order and further proceedings will now commence as the Order in the matter referred at Sl. No.4[a] above has since been passed by NCLAT.
Based on the advice of the Company's counsels, the Company believes it has reasons to succeed in appeal in the above cases. Hence no provision is considered necessary in the above financial results.
5. Non Current Trade receivables include Rs 2645.45 Crore, outstanding as at 30th June 2018 (Rs 2645.45 Crore, outstanding as at 31st March 2018) which represents various claims raised on the Clients based on the terms and conditions implicit in the Engineering & Construction Contracts in respect of closed / suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of works, client caused delays, changes in the scope of work, deviation in design and other factors for which Company is at various stages of negotiation/ discussion with the clients or under Arbitration/ litigation. On the basis of the contractual tenability, progress of negotiations/ discussions/ arbitration/ litigations, the Management is of the view these receivables are recoverable.
6. The Company has aligned its policy of revenue recognition with Ind AS 115 "Revenue from Contract with Customers" effective from April 1, 2018. Accordingly, revenue in real estate business is recognised on completion of performance obligation as against recognition on percentage of completion method hitherto guidance note issued by ICAI which has since been withdrawn. The net cumulative impact of initial application of Ind AS 115 upto March 31, 2018 aggregating to ₹ 990 Crores has been reduced in opening retained earnings in accordance with the standard. During the quarter under report, loss of the company is lower by ₹ 66 Crores on account of change in policy. The comparative figures for the corresponding quarter & preceding quarter and year ended 31st March 2018 are not restated in the standalone financial results.
7. Finance Costs for the quarter ended 30th June 2018 includes ₹ 35.73 Crores on account of foreign currency rate fluctuation on outstanding Foreign Currency Convertible Bonds.
8. The principal outstanding of privately placed listed Non-Convertible Debentures (NCDs) is fully secured by way of equitable mortgage/registered mortgage/hypothecation of certain fixed assets of the Company and of its subsidiary having security cover of more than 100%.
9. Exceptional Item for the quarter ended 30th June, 2018 represents expenses of ₹ 191.91 Crores towards Entry Tax Liability in the State of Uttar Pradesh. The Company had challenged the levy of Entry Tax on account of various grounds. However, Hon'ble Supreme Court had dismissed all the Special leave petitions filed by several petitioners including the Company on above matter. The liability on account of Interest on Entry Tax if any, is currently sub judice with High Court, Allahabad and hence unascertainable, at this stage.
10. IDBI Bank Limited had filed Petition with Hon'ble National Company Law Tribunal, Allahabad Bench [the NCLT] U/s 7 of Insolvency & Bankruptcy Code, 2016 in respect of Jaypee Infratech Limited [JIL] [Subsidiary of the Company] which was admitted vide Order dated 9th August, 2017 and Interim Resolution Professional (IRP) was appointed to carry the functions as mentioned under the Code. Hon'ble Supreme Court is seized of the matter and has issued various directions from time to time.
Further NCLT has vide its Order dated 16th May, 2018 allowed the application of IRP relating to the mortgage of JIL's land in favour of lenders of the Company. Since the entire transaction was at the behest of the banks in normal course of business and providing collateral security on unencumbered asset at fair market price was acceptable practice therefore as an obedient borrower company has co-operated with the banks. The Company appeal has been admitted by Hon'ble NCLAT and pursuant to Appeal filed by the lenders of the Company, the said Order of the NCLT has since been stayed by Hon'ble NCLAT.
11. The above results for the quarter ended 30th June, 2018 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in their respective meetings held on 30th July, 2018. These results have also been subjected to limited review by the Statutory Auditors.

Place: Noida
Dated: 30th July, 2018

JAYPEE
GROUP


MANOJ GAUR
Executive Chairman

**Independent Auditor's Review Report On
Review of Standalone Quarterly financial Results**

To
The Board of Directors of
Jaiprakash Associates Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of **JAIPRAKASH ASSOCIATES LIMITED** ('the Company') for the quarter ended 30 June 2018 ('the Statement'), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with recognition and measurement principals laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("IND AS 34"). Our responsibility is to issue a report on these financial statements based on our review.
3. 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 from material misstatement. A review is limited primarily to inquire of the 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.

4. Basis of Qualified Review Conclusion

Attention is drawn to:

The insolvency petition filed by IDBI with the Hon'ble National Company Law Tribunal ('the NCLT'), Allahabad against the Jaypee Infratech Limited ('JIL') "Subsidiary" of the company. The petition has been admitted and Interim Resolution Professional (IRP) personal has been appointed by the NCLT. The Hon'ble Supreme Court of India also admitted the Petition/Intervention filed by certain home buyers of Jaypee Infratech Limited and directed the company to deposit Rs. 2000 Crores with its Registry. The said order was modified by the Hon'ble Supreme Court of India and accordingly company has deposited Rs. 750 crores upto 30 June 2018.

In view of the pendency /ongoing IRP/legal proceedings with the NCLT Allahabad and the Hon'ble Supreme Court of India, the impact on the carrying value of the Non Current Investment in the equity of JIL Rs. 849.26 Crores, Current Receivables Rs. 326.29 Crores, Corporate Guarantees amounting to Rs. 237.72 Crores, to the lenders of JIL and deposit with the Hon'ble Supreme Court of India, is not ascertainable.



5. Qualified Review Conclusion:

Based on our review conducted as above, except for the matters described in the Basis of Qualified Review Conclusion paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and CIR/CFD/FAC/62/2016 dated 5th July 2016 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 including the manner in which it is to be disclosed, or that it contain any material misstatement.

6. Emphasis of matter:

We draw attention to the following matters:

1) As stated in Note no 3 of the statement

- [a] The Lenders of the Company in their Joint Lenders forum (JLF) meeting held on 22nd June, 2017 have approved restructuring/ realignment/ reorganisation of debt of the Company & its wholly owned subsidiary, JCCL [Restructuring Scheme].
- [b] The Company has provided interest expenses on the debt portion that will remain with the company in accordance with the Restructuring Scheme approved and Master Re-structuring Agreement (MRA) signed with the Lenders. Interest for the quarter ended 30th June 2018 aggregating to Rs. 270.28 Crores [Rs. 796.39 Crores till 31st March 2018] on debt portion of Rs. 11091.27 Crores which will be transferred to Real Estate SPV namely 'Jaypee Infrastructure Development Limited' (JIDL) on Order by Hon'ble National Company Law Tribunal (NCLT), Allahabad with appointed date of 1st July, 2017 has been added to the carrying cost of the Inventory/ Projects under Development in respect of SDZ Real Estate Undertaking [SDZ-RE], since the same has to be serviced from the assets/development of Assets of SDZ-RE.
- [c] As a part of restructuring / reorganisation / realignment of the debt of the Company, the Scheme of Demerger of the Undertaking (SDZ -RE) comprising identified moveable and immovable assets and liabilities to be transferred to and vested in the wholly owned subsidiary of the Company, namely, Jaypee Infrastructure Development Limited (JIDL) as a going concern, on a slump exchange basis is pending sanction by NCLT Allahabad and the long stop date provided in the Scheme has been extended till 31.12.2018.



2) As stated in Note no 4 of the statement

[a] The Competition Commission of India vide its Order dated 31st August, 2016 held various cement manufacturers liable for alleged contravention of certain provisions of the Competition Act, 2002 during F.Y. 2009-10 & 2010-11 and imposed a penalty of Rs. 1,323.60 Crores on the Company. The Company had filed an Appeal against the said Order which was heard on various dates by Hon'ble National Company Law Appellate Tribunal (NCLAT) (to whom the powers in such matters have been transferred). NCLAT vide its Order dated 25th July 2018 has rejected the appeals of all the cement manufacturers including that of the Company without interfering in the penalty, though, if calculated on the basis of profits earned by the Cement business, the same would have been Rs. 237.70 Crores only as against the penalty of Rs.1323.60 Crores calculated on the profits for all business segments of the Company. The Company will take appropriate legal steps and file appeal with the Hon'ble Supreme Court.

[b] The Competition Commission of India vide its other order dated 19th January, 2017 held various cement manufacturers liable for alleged contravention of certain provisions of the Competition Act, 2002 in the state of Haryana during F.Y. 2012-13 to F.Y. 2014-15 and imposed a penalty of Rs. 38.02 Crores on the Company. The Company had filed an appeal against the Order. The Tribunal stayed the operation of impugned order and further proceedings will now commence as the Order in the matter referred at Sl. No.2[a] above has since been passed by NCLAT.

Based on the advice of the company's counsels, the company believes it has reasons to succeed in the appeal in the above cases. Hence no provision is considered necessary in the above financial results.

- 3) As stated in Note no 5 of the statement, Non-Current Trade receivables include Rs. 2645.45 Crore, outstanding as at 30th June 2018 (Rs. 2645.45 Crore, outstanding as at 31st March 2018) which represents various claims raised on the Clients based on the terms and conditions implicit in the Engineering & Construction Contracts in respect of closed/suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of works, client caused delays, changes in the scope of work, deviation in design and other factors for which company is at various stages of negotiation/ discussion with the clients or under Arbitration/ litigation. On the basis of the contractual tenability, progress of negotiations/ discussions/ arbitration/ litigations, the management considers these receivables are recoverable.
- 4) As stated in Note No 9, the liability on account of Interest on Entry Tax, is currently sub judice with High Court, Allahabad and hence unascertainable.
- 5) The company has made a Non Current Investment of Rs. 340 Crores (34 crores Equity Shares of Rs 10/- each, fully paid up) in Prayagraj Power Generation Company limited ('PPGCL'), an associate company. Lenders of PPGCL has invoked the entire pledged share of PPGCL held by Jaiprakash Power Venture



Limited ('JPVL') [Holding Company of PPGCL] on 18th December 2017 due to default in payment of interest to Banks/Financial Institutions. Keeping in the view of above facts, the impact on the carrying amount of Equity Shares of PPGCL held by the company is currently unascertainable and considered at Book Value.

- 6) Lender has invoked 11,39,05,440 Equity shares of Rs 10/- each of Bhilai Jaypee Cement Limited (a subsidiary Company) held by the Company. Pending settlement with the Lender, the company continues to show the above investments at carrying value.
- 7) The Company has received Termination Notice for the Mandla North Coal Mine allotted by Nominated Authority, Ministry of Coal on account of not meeting eligibility criteria mentioned in the Coal Mines Development and Production Agreement along with instructions for invocation of the Bank Guarantee submitted by JAL in the form of Performance Security. The Hon'ble High Court has granted a stay against the Termination Notice and invocation of Performance Guarantee. Since, the matter is now being sub-judice in High Court, the recoverability of the amount invested aggregating to Rs 293.50 Crores as on 30.06.2018 in the development of the Coal Block and impact of the invocation of the Performance Guarantee is uncertain, no provision has been considered necessary to be made in the Statement.
- 8) There are certain Entry tax matters under Appeals aggregating to Rs. 302.34 Crores (excluding interest, currently unascertainable) pertaining to the State of Madhya Pradesh and Himachal Pradesh. The Company has challenged these on account of various grounds in Hon'ble High Courts. No provision has been considered of the above in the Statement and management is of the opinion that the Company will succeed in the appeal. The Company has already deposited Rs.171.32 Crores and also furnished Bank Guarantees of Rs. 125.43 Crores against the above.

Our Review Conclusion is not modified in respect of above stated matters.

For Rajendra K Goel & Co.
Chartered Accountants
Firm's Registration No. 001457N



Membership No. 006154
Place: Noida
Dated: 30th July 2018