



KIL / SEC / 2012 – 13 /

Date : February 14 , 2013

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Fax: 022 2659 8237 / 8

The Gauhati Stock Exchange Ltd.
2nd Floor, Shine Tower,
Sati Jaymati Road, Arya Chowk, Rehabari
Guwahati - 781 008
Fax: 0361 2541721

Dear Sirs,

Sub : Outcome of Board Meeting

The Board of Directors of the Company at its meeting held on February 14, 2013 has considered and approved the Un-audited Financial Results for the quarter ended December 31, 2012 under Clause 41 of the Listing Agreement which has been duly reviewed by the Statutory Auditors of the Company, M/s. S. R. Batliboi & Co., Chartered Accountants (copy of Un-audited Financial Results and Limited Review Report has been enclosed herewith for your records)

Kindly acknowledge receipt of the same.

Thanking You.

Yours faithfully,

For Kitply Industries Ltd.


Company Secretary
Enc: as above

Kitply Industries Ltd.

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KITPLY INDUSTRIES LIMITED

REGISTERED OFFICE : MAKUM PATHAR, A.T.ROAD, MARGHERITA -786 181 (ASSAM)

Statement of Unaudited Financial Results for the quarter ended 31st December, 2012

(₹ in Lacs)

Sl. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31-Dec-12 (Unaudited)	30-Sep-12 (Unaudited)	31-Dec-11 (Unaudited)	31-Dec-12 (Unaudited)	31-Dec-11 (Unaudited)	31-Mar-12 (Audited)
P A R T - I							
1	Income from operations						
	a) Net Sales / Income from operations (Net of excise duty)	1,434.94	1,728.13	1,909.16	4,904.73	5,735.67	7,653.41
	b) Other Operating Income	0.62	0.41	5.04	1.73	14.51	18.74
	Total Income from operations (net)	1,435.56	1,728.54	1,913.20	4,906.46	5,760.18	7,672.15
2	Expenses						
	a) Cost of raw materials consumed	225.50	290.14	401.48	885.21	1,330.37	1,711.70
	b) Purchase of traded goods	983.00	1,105.82	1,143.78	3,327.13	3,393.12	4,499.34
	c) (Increase) / decrease in inventories of finished goods, work-in-progress and traded goods	(1.41)	82.02	4.38	(13.60)	49.92	132.50
	d) Employee benefits expense	165.43	164.56	253.35	498.37	779.86	966.30
	e) Depreciation and amortisation expense	24.26	25.32	33.30	77.95	99.18	113.30
	f) Selling expenses	57.73	75.35	128.08	200.71	347.71	473.99
	g) Other expenses	132.36	171.74	184.14	448.45	691.13	2,150.00
	Total expenses	1,586.87	1,914.75	2,150.51	5,425.22	6,691.29	10,037.13
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(151.31)	(186.21)	(237.31)	(518.76)	(941.11)	(2,364.98)
4	Other Income	0.16	0.57	36.34	39.60	76.14	107.72
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	(151.15)	(185.64)	(200.97)	(479.16)	(864.97)	(2,257.26)
6	Finance costs	104.74	135.49	413.22	371.33	1,177.99	565.17
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(255.89)	(321.13)	(614.19)	(850.49)	(2,042.96)	(2,822.43)
8	Exceptional items						
	Expense	-	-	285.28	-	1,243.24	7,597.34
9	Profit / (Loss) from ordinary activities before tax (7-8)	(255.89)	(321.13)	(899.47)	(850.49)	(3,286.20)	(10,419.77)
10	Tax expense	-	-	-	-	-	-
11	Net Profit / (Loss) for the period (9-10)	(255.89)	(321.13)	(899.47)	(850.49)	(3,286.20)	(10,419.77)
12	Paid-up Equity Share Capital (Face Value ₹10 each)	3,449.10	3,449.10	3,449.10	3,449.10	3,449.10	3,449.10
13	Reserves excluding Revaluation Reserves						(35,418.23)
14	Basic and diluted earning per share (in ₹) (EPS) (not annualised)	(0.75)	(0.94)	(2.64)	(2.49)	(9.63)	(30.54)
P A R T - II							
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	- Number of shares	22,071,578	22,071,578	22,071,578	22,071,578	22,071,578	22,071,578
	- Percentage of shareholding	64.70	64.70	64.70	64.70	64.70	64.70
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	12,004,395	12,004,395	12,004,395	12,004,395	12,004,395	12,004,395
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	99.68	99.68	99.68	99.68	99.68	99.68
	- Percentage of shares (as a % of the total share capital of the Company)	35.19	35.19	35.19	35.19	35.19	35.19
	b) Non - encumbered						
	- Number of shares	38,541	38,541	38,541	38,541	38,541	38,541
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.32	0.32	0.32	0.32	0.32	0.32
	- Percentage of shares (as a % of the total share capital of the Company)	0.11	0.11	0.11	0.11	0.11	0.11
B	INVESTOR COMPLAINTS						
	Pending at the beginning of the quarter	-	-	-	-	-	-
	Received during the quarter	1	1	1	1	1	1
	Disposed of during the quarter	1	1	1	1	1	1
	Remaining unresolved at the end of the quarter	-	-	-	-	-	-
* Annualised							



Segment Revenue, Results and Capital Employed as per Clause 41 of Listing Agreement						
Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-12 (Unaudited)	30-Sep-12 (Unaudited)	31-Dec-11 (Unaudited)	31-Dec-12 (Unaudited)	31-Dec-11 (Unaudited)	31-Mar-12 (Audited)
1 Segment Revenue						
a) Plywood & Allied Products	1,435.56	1,728.23	1,890.91	4,901.56	5,723.03	7,488.56
b) Agro Forestry	-	0.31	22.29	4.80	27.15	183.59
Total Segment Revenue	1,435.56	1,728.54	1,913.20	4,906.46	5,750.18	7,672.15
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales / Income from Operations	1,435.56	1,728.54	1,913.20	4,906.46	5,750.18	7,672.15
2 Segment Results Profit / (Loss) before tax and interest from each segment						
a) Plywood & Allied Products	(109.63)	(118.76)	(470.52)	(325.58)	(1,967.30)	(2,200.87)
b) Agro Forestry	(10.13)	(11.51)	28.02	(28.07)	(4.57)	(7,435.87)
Total	(119.76)	(130.27)	(444.50)	(353.65)	(1,971.87)	(9,636.74)
Less: (i) Finance Cost	104.74	135.49	413.22	371.33	1,177.99	585.17
(ii) Un-allocable Expenditure	31.39	55.37	41.75	125.51	188.34	217.86
Total Loss Before Tax	(255.89)	(321.43)	(899.47)	(856.49)	(3,286.20)	(10,419.77)
3 Capital Employed (Segment Asset less Segment Liabilities)						
a) Plywood & Allied Products	(1,979.48)	(1,790.11)	(2,614.97)	(1,979.48)	(2,614.97)	(1,450.19)
b) Agro Forestry	4,065.20	4,071.72	12,114.02	4,065.20	12,114.02	4,073.52
Total	2,085.72	2,272.61	9,499.05	2,085.72	9,499.05	2,623.33

Notes :

- 1) Limited Review of the above quarterly results has been carried out by the Statutory Auditors of the Company.
- 2) The above results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 14th February 2013.
- 3) During the quarter, the Company has entered into a settlement with its lender namely India Debt Management Private Limited (IDM) vide Deed of Settlement dated 14th November 2012. In terms of the said settlement, the Company has withdrawn its Civil Suit filed before the Hon'ble Calcutta High Court against IDM and also the above lender has withdrawn the notice of Arbitration for Arbitration proceedings referred to Singapore International Arbitration Center as well as objections to the sickness of the Company filed by them before the BIFR.
- 4) a. (i) The Company has made a reference to the Hon'ble Board for Industrial and Financial Reconstruction (BIFR) pursuant to the provisions of Sick Industrial Companies (Special Provisions) Act, 1985 and it has been registered u/s 15(1) of Sick Industrial Companies (Special Provisions) Act, 1985.
(ii) While there has been a complete erosion of the Net Worth, the accounts have been prepared on a going concern basis since a Revival Plan would be formulated by the operating agency, under the BIFR Act and the Company is hopeful of working out a rehabilitation scheme.
b. Interest amounting to ₹ 404.18 lacs (including ₹ 21.09 lacs for the quarter) and disputed overdue interest and liquidated damages of ₹ 170.89 lacs, claimed by certain lenders has not been provided in the accounts as the matter is subjudice before the Hon'ble Calcutta High Court.
c. Provision against demand from a lender amounting to ₹ 3,210.37 lacs towards principal and interest on withdrawal of One Time Settlement entered in earlier years, due to alleged non fulfillment of agreed conditions by the Company, has not been made in the accounts since the above amount is not payable by the Company.
d. Interest and redemption premium on debentures of ₹ 12000 lacs has not been provided on and from April 01, 2011 since the company is under discussion for the revision of terms and conditions with respect to the above with the current holder of the said debentures to whom the same were sold during the quarter by the earlier holders M/s India Debt Management Private Limited, whose outcome is pending as on date.
The Auditors have referred the above matters in their report on Accounts for the year ended 31st March, 2012 and subsequent limited review reports for the quarters ended 30th June 2012 & 30th September, 2012.
- 5) The Company had filed a Scheme u/s 381-394 of the Companies Act, 1956, read with Sections 78 & 100-104 envisaging amongst other things (i) reduction of Equity Capital by 90% as approved by the shareholders in EGM held on 30.10.2008 (ii) conversion of portion of Debt into Equity and (iii) restructuring of Assets and Liabilities. Pending approval of the Hon'ble High Court of Guwahati, the effect of reduction in Share Capital and conversion of portion of a Debt into Equity has not been given in the books of account. However, the effect of restructuring of Assets and Liabilities has already been given in accounts in earlier years.
- 6) There were no extraordinary items during the quarter / period ended 31st December, 2012.
- 7) Previous period / year's figures have been regrouped / rearranged wherever necessary.

Place : Kolkata
Date : February 14, 2013

By order of the Board
P.K. Goenka
Chairman & Mg Director



**Limited Review Report to
The Board of Directors of
KITPLY INDUSTRIES LIMITED**

1. We have reviewed the accompanying statement of unaudited financial results of KITPLY INDUSTRIES LIMITED ('the Company') for the quarter ended 31st December, 2012, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from the disclosures made by the management and have not been reviewed by us. 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.
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. (i) *Attention is drawn to Note No. 4 (d) of the accompanying statement of unaudited financial results, regarding non provision of interest and redemption premium amounting to Rs. 2,827.02 lacs (including Rs. 600.67 lacs for the quarter) and Rs. 4,687.51 lacs (including Rs. 2,192.57 lacs to be adjusted against Securities Premium account) respectively on debentures of Rs. 12,000.00 lacs, on and from 1st April, 2011 for the reasons mentioned therein.*
- (ii) *No provision has been made for interest amounting to Rs. 48.98 lacs on loan from an unsecured creditor and certain trade deposits which, in the opinion of the management, could not be paid since the Company is restrained from making any payment to Unsecured Creditors as per the BIFR directions and hence, no such interest is payable the Company.*

Had the impact of above items been considered in the unaudited financial results, loss for the quarter would have been Rs. 5,626.83 lacs as against the reported loss of Rs. 255.89 lacs.

In respect of item (i) above, our review report for the quarters ended 30th June, 2012 and 30th September, 2012 and audit report for the year ended 31st March, 2012 were similarly modified.



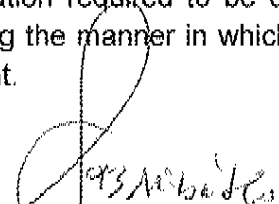
S.R. BATLIBOI & CO.

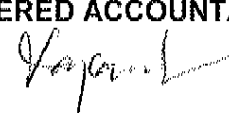
Chartered Accountants

4. Without qualifying our conclusion, we draw attention to the following matters in respect of the accompanying statement of unaudited financial results:
- a. As stated in to Note No. 4 (a) (ii), the Company's net worth has been fully eroded and we also draw reference to paragraphs 4 (b) and 4 (c) below. Taken together, these conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern, which is dependent on establishing profitable operations in line with the Company's business plans, as well as satisfactory settlement of disputes / litigation in favour of the Company. Further, the Company has made a reference to the Hon'ble Board for Industrial & Financial Reconstruction (BIFR) pursuant to the provisions of Sick Industrial Companies (Special Provisions) Act, 1985 and it has also been registered u/s 15(1) of Sick Industrial Companies (Special Provisions) Act, 1985. As indicated in the above note, the Company is hopeful of working out a rehabilitation scheme, in view of which, the accompanying financial statements have been prepared under the going concern assumption, and consequently, no adjustments, if any, have been made in the unaudited financial results.
 - b. Note No. 4 (b) regarding non-provision of interest amounting to Rs. 404.18 lacs (including Rs. 21.09 lacs for the quarter) and overdue interest and liquidated damages of Rs. 170.89 lacs claimed by certain lenders. Pending disposal of the suits filed by the above lenders as well the Company in the above matter, no liability thereof is considered payable.
 - c. Note No.4 (c) regarding non-provision of demand from a lender amounting to Rs. 3,210.37 lacs towards principal and interest on withdrawal of One Time Settlement entered in earlier years, due to alleged non fulfillment of agreed conditions by the Company. However, the above amount, in the opinion of the management is not payable and the Company has also been legally advised that the above demand is not tenable.
5. Based on our review conducted as above, *except for the effect of our observation in para 3 above* and read with the matters indicated in para 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 recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", [notified pursuant to the Companies (Accounting Standards) Rules, 2006] and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.



Place: Kolkata.
Date: 14th February, 2013


For S.R. BATLIBOI & CO.
Firm Registration No. 301003E
CHARTERED ACCOUNTANTS


Per R. K. AGRAWAL
a Partner
Membership No. 16667