# Kohinoor Foods Ltd.

10.08.2017

**The National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor
Plot No C/1, G Block
Bandra-Kurla Complex
Bandra (East)
**MUMBAI – 400 051**

The Listing Department
**BSE Limited**
P.J. Tower, Dalal Street
**MUMBAI – 400 001**

**Company Code : KOHINOOR**
**Scrip Code : 512559**

**Dear Sirs,**

**Sub: Outcome of Board Meeting held on 10th August, 2017**

This is to inform you that the Board of Directors of the Company at its Meeting held today , i.e. on 10th August, 2017 which commenced at 12.30 P.M. and concluded at 3:00 P.M. has, *inter-alia,* taken the following decisions :-

1. The Board approved the Unaudited Financial Results of the Company for the first quarter ended 30th June, 2017. Copy of the said results along with Limited Review Report thereon by the Statutory Auditors of the Company is submitted herewith in compliance of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016. The results are also being published in newspapers, in the prescribed format.

2. The **Twenty Eighth Annual General Meeting** of the Company scheduled to be held at **11:00 A.M. on Monday, the 25th September, 2017** at Magpie Tourist Complex (a unit of Haryana Tourism Corporation Limited), Main Mathura Road, Sector 16A, Faridabad, Haryana-121002. The notice setting out business to be transacted at the meeting together with Annual Report for the Financial Year 2016-2017 is being mailed/dispatched to all members.

3. Pursuant to Section 91 of the Companies Act, 2013 and as per SEBI(LODR), Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, the 20th September, 2017 to Monday, the 25th September, 2017** (both days inclusive) in connection with the 28th Annual General Meeting scheduled to be held on 25th September, 2017.

4. The Board approved the issuance of 58,14,000 (Fifty Eight Lakhs Fourteen Thousand Only) Convertible Warrants on preferential basis subject to approval of shareholders, to Promoters/Promoters Group as listed below, with an option to warrant holders to subscribe for equal no. of equity shares as per pricing norms of SEBI (ICDR) Regulations, 2009 and other applicable laws,

KOHINOOR FOODS LIMITED FARIDABAD HARYANA

Corp. Off. & Correspondence Add.: Pinnacle Business Tower, 10th Floor, Shooting Range Road, Surajkund, Faridabad, Haryana-121001
Corporate Identity No. L52110DL1989PLC037097, Phone: +91-129-424-2222, Fax: +91-129-424-2233
E-mail: info@kohinoorfoods.in, Website: www.kohinoorfoods.in

| Sl. No. | Name of the Proposed Allottee(s) | No. of Convertible Warrants |
|---|---|---|
| 1. | Shri Jugal Kishore Arora | 19,38,000 |
| 2. | Shri Satnam Arora | 19,38,000 |
| 3. | Shri Gurnam Arora | 19,38,000 |

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For **Kohinoor Foods Limited**

KOHINOOR FOODS LIMITED
FARIDABAD
HARYANA

**(Rama Kant)**
**Company Secretary & GM (Legal)**
**FCS: 4818**
**Encl.:** As above

# Kohinoor Foods Ltd.

## STATEMENT OF UN-AUDITED STANDALONE RESULTS FOR THE QUARTER ENDED JUNE 30, 2017

(Figures in Lacs except share data)

| Sl. No. | Particulars | 3 MONTHS ENDED | |
|---|---|---|---|
| | | 30.06.2017 | 30.06.2016 |
| | | UN-AUDITED | UN-AUDITED |
| I | Revenue from Operation | 26884 | 27653 |
| II | Other Income | 39 | 27 |
| III | **Total Income (I+II)** | **26923** | **27680** |
| IV | **Expenses** | | |
| | Cost of Material Consumed | 17767 | 16440 |
| | Purchase of Stock-in-trade | 1840 | 4044 |
| | (Increase)/Decrease in Inventories of finished goods, stock-in-trade and work-in-progress | 765 | (137) |
| | Employee Benefits Expense | 530 | 540 |
| | Finance Costs | 2109 | 2273 |
| | Depreciation and Amortisation expense | 228 | 260 |
| | Other Expenses | 3257 | 3659 |
| | **Total expenses (IV)** | **26496** | **27079** |
| | | | |
| V | **Profit/ (Loss) before exceptional items and tax (III-IV)** | 427 | 602 |
| VI | Exceptional Items | - | - |
| VII | **Profit/ (Loss) before tax (V-VI)** | 427 | 602 |
| VIII | Tax Expense<br>(1) Current Tax<br>(2) Deferred tax | 85 | 120 |
| IX | **Profit/ (Loss) for the period (VII-VIII)** | 342 | 481 |
| X | Other Comprehensive Income | - | - |
| XI | Total Comprehensive Income for the period (IX+X) | 342 | 481 |
| XII | Earning per Equity share :-(Face Value of Rs. 10 each) (not annualised)<br>(1) Basic<br>(2) Diluted | 0.97<br>0.97 | 1.36<br>1.36 |

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**NOTES:**

1) The Un-Audited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on 10th August, 2017.

2) The Statutory Auditors have conducted a "Limited Review" of these results in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3) The Company has adopted Indian Accounting Standards (Ind AS) and accordingly these financial results have been prepared in accordance with the recognition and measurement priciples laid down in the Ind AS 34 Interim Financial Reporting prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is 1 April 2016. The impact of transition has been accounted for in opening reserves and the compartive periods have been restated accordingly. However, the opening balance sheet as at 1 April 2016 and the results for the subsequent periods would get finalised along with the annual financial statements for the year ended 31 March 2018.

4) The statement does not include Ind AS compliant results for the preceding quarter and previous year ended March 31, 2017 as it is not mandatory as per SEBI's circular dated July 5, 2016.

5) The reconciliation of net profit or loss reported in accordance with previous Indian GAAP to total comprehensive income in accordance with Ind AS is given below:- (Rs. in Lacs)

| Description | Quarter Ended 30-06-2016 |
|---|---|
| Net Profit/(Loss) as per previous indian GAAP | 482 |
| Difference in Depreciation as per Ind AS and as per previous GAAP | -1 |
| Net Profit as per Ind AS | 481 |

6) The Ind AS compliant corresponding figures for the quarter ended June 30, 2016 have not been subjected to limited review or audit. However, the Company's management has exercised necessary due diligence to ensure that such financial results provide a true and fair view of company's affairs.

7) The Company is primarily engaged in the business of manufacturing, trading & marketing of food products which is a single segment, as per Ind AS 108 issued by the Institute of Chartered Accountants of India.

8) The CEO and CFO certificate in respect of the above results in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been placed before the Board of Directors.

9) The above financial results are on standalone basis and do not include the results of the company's Subsidiaries and Joint Venture.

10) The effect of deferred tax will be considered at the end of the year.

11) The figures of previous quarter have been regrouped / rearranged whenever considered necessary.

By Order of the Board
For Kohinoor Foods Ltd.

KOHINOOR FOODS LIMITED FARIDABAD HARYANA

(Satnam Arora)
Jt. Managing Director
DIN: 00010667

Place : Faridabad
Date : 10th August, 2017

# RAJENDER KUMAR SINGAL & ASSOCIATES LLP
CHARTERED ACCOUNTANTS


## *Limited Review Report for the quarter ended 30th June, 2017*

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of KOHINOOR FOODS LIMITED (" the Company") for the Quarter ended 30th June, 2017 ("the Statement"), being submitted by the company's, pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, read with Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

   Attention is drawn to the fact that the figure for the corresponding quarter ended 30th June, 2016, including the reconciliation of Net Profit under Ind AS of the corresponding quarter with Net Profit reported under the previous GAAP, as reported in these financial result have been approved by the company's Board of Directors, but have not been subjected to review or audit.

   This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the Company in their meeting held on 10th August, 2017. Our responsibility is to issue a report on these Statements 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 about whether the financial results are free of material misstatement. A review is limited primarily to enquiries 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. 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 result has not been prepared in all material respects in accordance with the applicable Indian Accounting Standards i.e. Ind AS prescribed u/s 133 of the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in


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Formerly known as "Rajender Kumar Singal & Associates" (firm regd. No. 271 dated 24.07.2013)
(ICAI FRN No. : 016379 N) converted and registered as LLP on 02.12.2013 vide LLPIN No. AAB-8994 with Limited Liability

terms of Regulation 33 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Rajender Kumar Singal & Associates LLP**
**Chartered Accountants**
**FRN NO. : 016379N**

**Pankaj Gupta**
**Partner**
**M. No. : 094909**
**Place: New Delhi**
**Date: 10/08/2017**