

PNEUMATIC HOLDINGS LIMITED

24 May 2016

National Stock Exchange of India Limited
Exchange Plaza, C – 1, Block G,
Bandra- Kurla Complex,
Bandra (E),
Mumbai – 400 051

Ref.: Stock Code: PNEUMATIC

Sub: Outcome of the Board Meeting held on 24 May 2016

Dear Sir,

This has reference to the captioned subject. In this connection, this is to inform you as follows:

1. Intimation pursuant to Regulation 30 (2) and 33 of the Listing Regulations, 2015, please find enclosed herewith as follows:
 - a) A statement of Standalone Audited Financial Results for the quarter and year ended 31st March 2016;
 - b) A statement of Consolidated Audited Financial Results for the year ended 31st March 2016;
 - c) Segment wise report;
 - d) Standalone and Consolidated Statement of Assets and Liabilities as at 31st March 2016;
 - e) Auditors Report on the Standalone Financial Results for the quarter and year ended 31st March 2016;
 - f) Form A with respect to Standalone Audited Financial Results for the quarter and year ended 31st March 2016;
 - g) Auditors Report on the Consolidated Financial Results for the year ended 31st March 2016;
 - h) Form B with respect to Consolidated Audited Financial Results for the year ended 31st March 2016.
2. Intimation pursuant to Regulation 30 of the Listing Regulations, 2015: Based on the recommendation of the Nomination and Remuneration Committee, Mr. G. K. Rao (DIN – 00058985) has been co-opted as an Additional Director (in the category of Non-Executive Independent Director) with effect from 24 May 2016 till the conclusion of ensuing Annual General Meeting.
3. The Annual General Meeting of the Company will held on Wednesday, 10 August 2016, at S. M. Joshi Socialist Foundation (S. M. Joshi Hall), S. No. 191/192, Navi Peth, Near Ganjave Chowk, Pune 411 030.



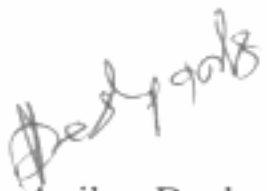
PNEUMATIC HOLDINGS LIMITED

4. Intimation pursuant to Regulation 42 of the Listing Regulations, 2015: The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 8 August 2016 to Wednesday, 10 August 2016 (both days inclusive) for the purpose of Annual General Meeting scheduled on 10 August 2016.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013, Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, 2015, the Board has fixed 3 August 2016, as the cut-off date to record the entitlement of the Members to cast their vote electronically for the business to be transacted at the ensuing Annual General Meeting of the Company. The remote e-voting period commences on 7 August 2016 (9.00 am) and ends on 9 August 2016 (5.00 pm).
6. Mr. Mahesh A. Athavale, Company Secretary in practice, has been appointed as the Scrutiniser for the e-voting for the forthcoming Annual General Meeting under Regulation 44 of the Listing Regulations, 2015 and Companies (Management and Administration) Amendment Rules, 2015.
7. Interim Dividend of 90% (i.e. Rs. 9/- per equity share of Rs. 10/- each) for the Financial Year 2015-16, paid on 30 March 2016, shall be considered as Final Dividend.

You are requested to take the same on your record.

Thanking You.

Yours Faithfully,
For Pneumatic Holdings Limited



Aniket Deshpande
Company Secretary &
Compliance Officer



Encl.: As above

Regd. Office : S No. 13, 156, Kothrud, Pune 411 029 (India), Phone: +91(0)20-25453002 Telefax: +91(0)20-25434262
 Website: www.pneumaticholdings.com, Email: contact@pneumaticholdings.com
 CIN No. : U65993PN2014PLC152566

(Rs. in Lakhs)

PART I								
Audited Standalone Financial Results for the quarter and year ended 31 March 2016 and Audited Consolidated Financial Results for the year ended 31 March 2016								
Sr.No.	Particulars	Standalone				Consolidated		
		Quarter Ended		Year Ended		Year Ended		
		31.03.2016 Audited	31.12.2015 Unaudited	31.03.2015 Audited	31.03.2016 Audited	31.03.2015 Audited	31.03.2016 Audited	31.03.2015 Audited
1	Income from operations							
	(a) Net Sales/ Income from Operation (Net of excise duty)	582.19	95.07	3.82	1,231.44	7.51	51,235.30	NA
	(b) Other Operating Income	-	-	-	-	-	-	NA
	Total Income from operations (net)	582.19	95.07	3.82	1,231.44	7.51	51,235.30	NA
2	Expenses							
	(a) Cost of materials consumed	-	-	-	-	-	27,205.68	NA
	(b) Purchases of Stock-in-trade	-	-	-	-	-	-	NA
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	(294.14)	NA
	(d) Employee benefits expense	33.93	21.78	-	92.66	-	8,639.50	NA
	(e) Depreciation and amortisation expense	53.09	54.31	-	214.61	-	2,123.58	NA
	(f) Legal & Professional Fees	3.90	2.44	5.87	47.54	66.52	498.43	NA
	(g) Rates and Taxes	93.98	0.21	-	100.62	-	178.30	NA
	(h) Other expenses	19.70	9.50	17.70	61.57	21.45	9,969.22	NA
	Total expenses	204.60	88.24	23.57	517.00	87.97	48,320.57	NA
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	377.59	6.83	(19.75)	714.44	(80.46)	2,914.73	NA
4	Other Income	-	-	-	0.02	-	1,934.42	NA
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	377.59	6.83	(19.75)	714.46	(80.46)	4,849.15	NA
6	Finance costs	-	-	-	-	-	1.57	NA
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	377.59	6.83	(19.75)	714.46	(80.46)	4,847.58	NA
8	Exceptional Items	-	-	-	-	-	-	NA
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	377.59	6.83	(19.75)	714.46	(80.46)	4,847.58	NA
10	Tax Expense	(20.66)	11.46	(24.16)	(37.44)	(24.16)	1,489.15	NA
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	398.25	(4.63)	4.41	751.90	(56.30)	3,358.43	NA
12	Extraordinary Items (net of tax expense)	-	-	-	-	-	-	NA
13	Net Profit / (Loss) for the period (11 - 12)	398.25	(4.63)	4.41	751.90	(56.30)	3,358.43	NA
14	Share in profit/(Loss) of Associates	-	-	-	-	-	233.87	NA
15	Minority interest	-	-	-	-	-	1,675.98	NA
16	Net Profit / (Loss) after taxes, minority interest and Share of Profit / (Loss) of associates (13 +14 - 15)	398.25	(4.63)	4.41	751.90	(56.30)	1,916.32	NA
17	Paid-up equity share capital (Face value of Rs.10/- each)	528.87	528.87	200.00	528.87	200.00	528.87	NA
18	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	13,178.00	(56.30)	19,116.98	NA
19.i	Earning Per Share (of Rs. 10/- each) (before extraordinary items) (not annualised) (Rs.) :-							
	(a) Basic	7.53	(0.09)	0.23	14.22	(2.81)	36.23	NA
	(b) Diluted	7.53	(0.09)	0.23	14.22	(2.81)	36.23	NA
19.ii	Earning Per Share (of Rs. 10/- each) (after extraordinary items) (not annualised) (Rs.) :-							
	(a) Basic	7.53	(0.09)	0.23	14.22	(2.81)	36.23	NA
	(b) Diluted	7.53	(0.09)	0.23	14.22	(2.81)	36.23	NA



Notes :

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 24, 2016.

2 STANDALONE & CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

Sr. No.	Particulars	(Rs. in Lakhs)			
		Standalone		Consolidated	
		As at March 31, 2016 Audited	As at March 31, 2015 Audited	As at March 31, 2016 Audited	As at March 31, 2015 Audited
A	EQUITY AND LIABILITIES				
1	Shareholder's Funds				
	(a) Share Capital	528.87	200.00	528.87	NA
	(b) Reserves and Surplus	13,178.00	(56.30)	19,116.98	NA
	(c) Money received against share warrants	-	-	-	NA
	Sub-total - Shareholder's funds :	13,706.87	143.70	19,645.85	NA
2	Share application money pending allotment	-	-	-	NA
3	Minority Interest	-	-	14,986.52	NA
4	Non-Current liabilities				
	(a) Long-term borrowings	-	-	-	NA
	(b) Deferred tax liabilities (Net)	-	-	-	NA
	(c) Other Long term liabilities	-	-	63.02	NA
	(d) Long term provisions	4.81	-	458.56	NA
	Sub-total -Non-current liabilities :	4.81	-	521.58	NA
5	Current liabilities				
	(a) Short-term borrowings	-	-	-	NA
	(b) Trade payables	0.16	-	9,355.08	NA
	(c) Other current liabilities	161.52	87.78	6,587.28	NA
	(d) Short-term provisions	8.15	0.50	331.43	NA
	Sub-total- Current liabilities :	169.83	88.28	16,273.79	NA
	TOTAL - EQUITY AND LIABILITIES :	13,881.51	231.98	51,427.74	NA
B	ASSETS				
1	Non-current assets				
	(a) Fixed assets	471.70	-	11,671.70	NA
	(b) Non-current investments	11,978.25	-	1,358.00	NA
	(c) Deferred tax assets (net)	121.95	26.11	250.16	NA
	(d) Long term loans and advances	9.33	-	385.38	NA
	(e) Other non-current assets	-	-	53.15	NA
	Sub-total-Non-current assets :	12,581.23	26.11	13,718.39	NA
2	Current assets				
	(a) Current investments	-	-	14,718.62	NA
	(b) Inventories	-	-	5,738.44	NA
	(c) Trade receivables	-	-	11,853.44	NA
	(d) Cash and bank balances	1,255.77	202.63	3,745.28	NA
	(e) Short-term loans and advances	13.54	-	1,549.43	NA
	(f) Other current assets	30.97	3.24	104.14	NA
	Sub-total-Current assets :	1,300.28	205.87	37,709.35	NA
	TOTAL - ASSETS :	13,881.51	231.98	51,427.74	NA

3 The Board of Directors of the Company in its meeting held on March 14, 2016, has declared interim dividend of Rs. 9/- (90%) per equity share of Rs. 10 each. The Board of Directors do not recommend final dividend for the Financial Year 2015-16.

4 Current year and quarter ended March 31, 2016 Rates and Taxes includes provision for Stamp Duty payable amounting to Rs. 93.01 Lakhs in terms of the Composite Scheme.

5 The Financial figures of last quarter i.e. quarter ended March 31, 2016, are the balancing figures between audited figures in respect of the full financial year ended March 31, 2016 and the published year to date figures upto the third quarter ended i.e. December 31, 2015 of the Current financial year.

6 The Composite scheme of Arrangement and Amalgamation between the Company, Kirloskar Brothers Investments Limited (KBIL) and Kirloskar Oil Engines Limited (KOEL) and their respective Shareholders and Creditors (The Composite Scheme) became effective on June 30, 2015. The appointed date of the Composite Scheme was April 01, 2015. As such the KBIL carried on business in trust for the Company and KOEL for the period from April 01, 2015 to June 30, 2015.

Pursuant to The Composite Scheme, original subscribed and paid up equity share capital of Rs. 200 Lakhs stands cancelled and new equity shares of Rs. 528.87 Lakhs consisting of 52,88,718 equity shares of Rs. 10/- each were issued.

7 The current year figures are after incorporating the transfer of all the assets and liabilities relating to travel services business and investments made by KBIL except investments in KOEL in terms of The Composite Scheme. As such the figures are not comparable with previous year.

8 The Kirloskar Pneumatic Company Limited (KPCL) became the subsidiary of the Company as on April 01, 2015 in terms of the Composite Scheme and hence the Consolidation became applicable for current year ended March 31, 2016. For the previous financial year the Consolidation was not applicable to the Company as the Company having no subsidiary.

9 The Tax expenses for the quarter ended March 31, 2016 includes Deferred Tax Asset (DTA) of Rs. 31.41 Lakhs (Previous Quarter Rs. 14.19 Lakhs) and tax provision of Rs. 10.75 Lakhs (Previous Quarter Rs. 25.65 Lakhs)

10 Figures have been regrouped, wherever necessary.

For Pneumatic Holdings Limited

Date : 24th May, 2016
Place : Pune



A. C. Kulkarni
Executive Director
DIN 00030995

STANDALONE AND CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rs. in Lakhs)

Particulars	Standalone					Consolidated	
	Quarter Ended			Year Ended		Year Ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015	31.03.2016	31.03.2015
	Audited	Unaudited	Audited	Audited	Audited	Audited	Audited
1 Segment Revenue							
(a) Compression Systems	-	-	NA	-	NA	45,245.77	NA
(b) Transmission Equipments	-	-	NA	-	NA	5,642.02	NA
(c) Investments	511.21	24.09	NA	947.51	NA	108.21	NA
(d) Leasing	70.98	70.98	NA	283.93	NA	239.30	NA
Total	582.19	95.07	NA	1,231.44	NA	51,235.30	NA
Less: Inter segment revenue	-	-	NA	-	NA	-	NA
Net Sales / Income from Operations	582.19	95.07	NA	1,231.44	NA	51,235.30	NA
2 Segment Results							
Profit (+) / Loss (-) before tax and interest from each segment							
(a) Compression Systems	-	-	NA	-	NA	7,754.35	NA
(b) Transmission Equipments	-	-	NA	-	NA	(721.78)	NA
(c) Investments	471.89	7.72	NA	852.69	NA	13.39	NA
(d) Leasing	14.78	2.02	NA	37.21	NA	(7.41)	NA
Total	486.67	9.74	NA	889.90	NA	7,038.55	NA
Less :							
i Interest	-	-	NA	-	NA	1.57	NA
ii Other Unallocable (income)/ expenditure net off unallocable expenditure / (income)	109.08	2.91	NA	175.44	NA	2,189.40	NA
Total Profit Before Tax	377.59	6.83	NA	714.46	NA	4,847.58	NA
3 Capital Employed							
(Segment assets - Segment liabilities)							
(a) Compression Systems	-	-	NA	-	NA	7,561.41	NA
(b) Transmission Equipments	-	-	NA	-	NA	2,558.08	NA
(c) Investments	13,213.80	13,194.40	NA	13,213.80	NA	1,235.61	NA
(d) Leasing	452.65	503.05	NA	452.65	NA	452.65	NA
(e) Unallocated	40.42	87.15	NA	40.42	NA	22,696.42	NA
Total Capital Employed	13,706.87	13,784.60	NA	13,706.87	NA	34,504.17	NA

Note The Company was incorporated on 16th September 2014. The operations of the Company commenced from 01st April 2015 as a result of the Composite Scheme and The Company identified two separate segments i.e. Investments and Leasing during current year.

Date : 24 May , 2016

Place : Pune



For Pneumatic Holdings Limited

A. C. Kulkarni
A. C. Kulkarni
Executive Director
DIN 00030995

**Auditors' Report On the Standalone Year to Date Results of Pneumatic Holdings Limited
Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015**

To
The Board of Directors
Pneumatic Holdings Limited
Survey No.13, 156, Kothrud,
Pune – 411029, Maharashtra
India

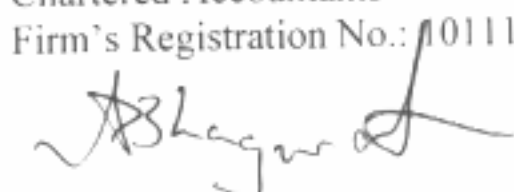
We have audited the year to date financial results of **Pneumatic Holdings Limited** for the period 1st April, 2015 to 31st March, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These year to date financial results have been prepared on the basis of the financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us the year to date financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit and other financial information of the year to date results for the period from 1st April, 2015 to 31st March, 2016.

For M/s **P.G.BHAGWAT**
Chartered Accountants
Firm's Registration No.: 101118W



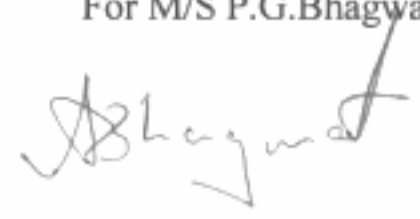
Abhijeet Bhagwat
Partner
Membership No. 136835
Pune
24th May, 2016



PNEUMATIC HOLDINGS LIMITED

FORM A

Pursuant to Regulation 33 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations)

1.	Name of the Company	Pneumatic Holdings Limited
2.	Annual Financial Statements for the year ended	31 March 2016(Standalone)
3.	Type of Audit observation	Unmodified
4.	Frequency of observation	Not Applicable
5.	To be signed by	
	CEO/ Managing Director	For Pneumatic Holdings Limited   A. C. Kulkarni Executive Director DIN: 00030995
	CFO	For Pneumatic Holdings Limited   Vinaya V. Wagh Chief Financial Officer Membership No. ACA147460
	Auditor of the Company	For M/S P.G.Bhagwat   Abhijeet Bhagwat Partner Membership No.136835
	Audit Committee Chairman	For Pneumatic Holdings Limited   V. K. Bajhal Chairman of Audit Committee DIN: 00531315

Pune: 24 May 2016

**Auditors' Report On the Consolidated Year to Date Results of Pneumatic Holdings Limited
Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015**

To
The Board of Directors
Pneumatic Holdings Limited
Survey No.13, 156, Kothrud,
Pune - 411029, Maharashtra
India

We have audited the consolidated year to date results of **Pneumatic Holdings Limited** for the period 1st April, 2015 to 31st March, 2016, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated year to date financial results have been prepared from consolidated financial statements, which are the responsibility of the Holding company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standards, mandated under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our qualified opinion.

In our opinion and to the best of our information and according to the explanations given to us this consolidated year to date results:

- (i) include the year to date financial results of the following entities:
Pneumatic Holdings Limited, Kirloskar Pneumatic Company Limited (KPCL), Kirloskar RoadRailer Limited and share of profit of KPCL in Kirloskar Chillers Private Limited its associate company.
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

Basis for qualified opinion

Ministry of Company Affairs has directed Kirloskar Pneumatic Company Limited (subsidiary company) to recover the remuneration in excess of 5% of the net profits u/s 349 of the Companies Act, 1956, paid to its Executive Chairman for FY 2012-13 and 2013-14. Company's application for payment of minimum remuneration for the year 2014-15 has been rejected for this reason and therefore remuneration paid in excess of limits specified in Schedule V of the Companies Act, 2013 also is required to be recovered. Such excess remuneration amounts to Rs. 200.39 lakhs. The Company has filed Form MR-2 with the Ministry for waiver of the said recovery and therefore the Company has not recovered this amount nor accounted for the recoverable amount. As a result, the profits of the Group and its associate for the year ended 31st March, 2016 are lower by Rs. 131.04 lakhs (net of tax) and correspondingly the reserves & surplus are also lower by the same amount.

M/s P. G. BHAGWAT

CHARTERED ACCOUNTANTS

- (iii) Except for the matter described in the Basis for qualified opinion paragraph above, give a true and fair view of the consolidated net profit and other financial information for the consolidated year to date results for the period from 1st April, 2015 to 31st March, 2016.

We did not audit the financial statements of one subsidiary included in the consolidated year to date results, whose consolidated financial statements reflect total assets of Rs.371,498,814/- as at 31st March 2016 ; as well as the total revenue of Rs.50/- as at 31st March 2016. The consolidated financial statements also include the Group's share of net profit of Rs. 23,387,435/- for the year ended 31st March, 2016, in respect of its associate, whose financials statements have not been audited by us. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the year to date financial results, to the extent they have been derived from such financial statements is based solely on the report of such other auditors.

For M/s **P.G.BHAGWAT**

Chartered Accountants

Firm's Registration No. 101118W



Abhijeet Bhagwat

Partner

Membership No. 136835

Pune

24th May, 2016



PNEUMATIC HOLDINGS LIMITED

FORM B

Pursuant to Regulation 33 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Regulations)

1.	Name of the Company	Pneumatic Holdings Limited
2.	Annual Financial Statements for the year ended	31 March 2016 (Consolidated)
3.	Type of Audit qualification	Qualified
4.	Frequency of qualification	Whether appeared first time.../repetitive.../since how long period....
	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report	During the year Kirloskar Pneumatic Company Limited, the Subsidiary Company (Company) had made an application to Central Government (The Ministry of Corporate Affairs) seeking approval for the remuneration payable to the executive chairman due to inadequacy of profits for the year 2014-15. The Ministry of Corporate Affairs vide its letter dated January 15, 2016 rejected application on the ground that company had paid remuneration exceeding 5% of net profits to the Executive Chairman during the financial years 2012-13 & 2013-14 without obtaining prior approval of the Central Government and further directed recovery of excess remuneration paid amounting to Rs. 200.39 Lacs (Rs. 131.04 lacs net of tax). Company was advised to make an application to the Central Government for seeking waiver of recovery of this amount and accordingly Company has made the requisite application to the Central Government. The said application is pending for approval and therefore Company has not recovered any amount nor accounted it as recoverable in the books of accounts as on 31 st March 2016. (Refer Note no. C-9 of consolidated financial statements and also management response in Directors Report)
	Additional Comments from the Board / Audit Committee chair;	Management of subsidiary company has been directed to do the needful & record the necessary transaction based on the decision of the Central Government as and when received since the effect is not expected to be material.
5.	To be signed by - CEO/ Managing Director - CFO	For Pneumatic Holdings Limited  A. C. Kulkarni Executive Director DIN: 00030995 For Pneumatic Holdings Limited  Vinaya V. Wagh Chief Financial Officer Membership No. ACA147460

PNEUMATIC HOLDINGS LIMITED

	Auditor of the Company	For M/S P.G.Bhagwat  Abhijeet Bhagwat Partner Membership No.136835 For Pneumatic Holdings Limited    V. K. Bajhal Chairman of Audit Committee DIN: 00531315
	Audit Committee Chairman	

Pune: 24 May 2016