



PDOC/SE/BM/2014 - 15 - 8

February 13, 2015

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Mumbai – 400 051

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Ref: **NSE Scrip ID: PIPAVAVDOC, BSE Scrip Code: 533107**

Sub: **Outcome of the Board Meeting held on February 13, 2015**

Dear Sir/ Madam,

Pursuant to the provisions of Clause 41 and any other applicable provisions of the Listing Agreement, please note that the Board of Directors of Pipavav Defence and Offshore Engineering Company Limited ("the Company"), at its meeting held today i.e. February 13, 2015, *inter alia*, approved the Statement of Standalone Unaudited Results for the quarter and nine months ended December 31, 2014 of the Company.

The Unaudited Financial Results in the prescribed format together with Limited Review Report issued by M/s. GPS & Associates, Chartered Accountants, Statutory Auditors are enclosed herewith. Highlights of the unaudited financial results are as follows:

(Rs. in lacs)

Particulars	Quarter ended		Nine months ended	
	31.12.2014	31.12.2013	31.12.2014	31.12.2013
Total Income including other income	26,116.47	32,812.10	80,592.98	1,85,445.64
EBITDA	4,401.47	12,500.85	22,428.83	42,313.99
Profit/(Loss) before Tax	(9,348.25)	(696.15)	(16,189.30)	1,193.87

You are requested to take note of the above.

Thanking you.

Yours faithfully,

For Pipavav Defence and Offshore
Engineering Company Limited

Ajit Dabholkar

Corporate Counsel & Company Secretary



Encl.: As above.

PIPAVAV DEFENCE AND OFFSHORE ENGINEERING COMPANY LIMITED

CIN: L35110GJ1997PLC033193

CORP. OFFICE : SKIL HOUSE, 209 BANK STREET CROSS LANE, FORT, MUMBAI - 400 023, INDIA. TEL : +91 22 6619 9000 FAX : +91 22 2265 9939 / 2269 6022
REGD. OFFICE / E.O.U. : PIPAVAV PORT, POST UCCHAIYA, VIA-RAJULA, DIST. AMRELI, PIN - 365 560. GUJARAT. INDIA TEL: +91 2794 661000 FAX : +91 2794 661100
Website : www.pipavavdoc.com

Pipavav Defence and Offshore Engineering Company Limited

CIN: L35110GJ1997PLC033193

Registered Office: Pipavav Port, Post Ucchahiya, Via Rajula, Dist. Amreli, Gujarat - 365 560. India.

STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER AND PERIOD ENDED DECEMBER 31, 2014

Rs in Lacs except share data

Sr. No.	Particulars	Standalone					
		3 months ended 31.12.2014	Preceding 3 months ended 30.09.2014	Corresponding 3 months ended 31.12.2013	9 months ended 31.12.2014	Corresponding 9 months ended 31.12.2013	Year ended 31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
PART - 1							
1	Income from operations						
(a)	Net Income from Operations	25,096.47	20,817.36	31,403.43	77,467.19	181,810.19	226,720.63
(b)	Other Operating Income	106.32	397.64	404.77	597.64	1,019.60	1,178.69
	Total Income from operations (net)	25,202.79	21,215.00	31,808.20	78,064.83	182,829.79	227,899.32
2	Expenses						
(a)	Cost of Materials Consumed	1,751.63	3,146.03	3,819.99	5,951.84	23,824.14	26,665.58
(b)	Purchase of Stock - in - trade	10,198.18	1,243.36	2,170.22	13,245.55	38,356.15	47,690.56
(c)	Changes in Inventories of scrap and work in progress	(15.20)	(86.03)	(27.99)	(116.95)	122.71	131.72
(d)	Employees benefits expense	1,454.16	1,411.49	1,314.79	4,455.62	4,126.29	5,684.94
(e)	Depreciation and amortisation expense	3,349.69	1,338.82	4,002.12	9,726.88	11,950.50	16,170.40
(f)	Labour and Fabrication Charges	2,325.33	2,120.06	2,835.07	7,410.50	7,836.25	10,804.67
(g)	Cost Estimated for Revenue Recognised (Refer Note No. 04)	2,205.14	1,237.86	7,773.80	7,740.44	23,059.78	28,977.98
(h)	Other Expenditure	2,882.08	8,165.01	1,421.47	16,949.00	43,190.48	46,468.49
	Total Expenses	24,151.01	18,576.60	23,309.47	65,362.88	152,466.30	182,594.34
3	Profit from operations before Other Income, Finance Costs & Exceptional Items (1-2)	1,051.78	2,638.40	8,498.73	12,701.95	30,363.49	45,304.98
4	Other Income	913.68	414.07	1,003.90	2,528.15	2,615.85	4,008.31
5	Profit from ordinary activities before Finance Costs and Exceptional Items (3+4)	1,965.46	3,052.47	9,502.63	15,230.10	32,979.34	49,313.29
6	Finance Costs	11,313.71	10,635.49	10,198.78	31,419.40	31,785.47	46,520.81
7	Profit from ordinary activities after Finance Costs but before Exceptional Items (5-6)	(9,348.25)	(7,583.02)	(696.15)	(16,189.30)	1,193.87	2,792.48
8	Exceptional Items	-	-	-	-	-	-
9	Profit from Ordinary Activities before Tax (7+8)	(9,348.25)	(7,583.02)	(696.15)	(16,189.30)	1,193.87	2,792.48
10	Tax Expense (Including Deferred Tax)	(2,326.47)	(750.06)	(219.51)	(2,890.90)	488.62	1,956.73
11	Net Profit from Ordinary Activities after Tax (9-10)	(7,021.78)	(6,832.96)	(476.64)	(13,298.40)	705.25	835.75
12	Extraordinary items (Net of Tax Expense)	-	-	-	-	-	-
13	Net Profit for the Period (11-12)	(7,021.78)	(6,832.96)	(476.64)	(13,298.40)	705.25	835.75
14	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	73,620.63	73,620.63	73,620.63	73,620.63	73,620.63	73,620.63
15	Reserves excluding Revaluation Reserves as per audited Balance Sheet of previous accounting year						160,067.25
16	Earnings Per Share (EPS) (* Not Annualised)						
(a)	Basic EPS (Rs.)	* (0.95)	* (0.93)	* (0.06)	* (1.81)	* 0.10	0.11
(b)	Diluted EPS (Rs.)	* (0.95)	* (0.93)	* (0.06)	* (1.81)	* 0.10	0.11

PART - 2

A - PARTICULARS OF SHAREHOLDING							
1	Public Shareholding						
-	Number of Shares	408,584,546	408,584,546	408,442,046	408,584,546	408,442,046	408,442,046
-	Percentage of Shareholding	55.50%	55.50%	55.48%	55.50%	55.48%	55.48%
2	Promoters & Promoter Group Shareholding						
a) Pledged / Encumbered							
-	Number of Shares	326,516,722	326,516,722	326,659,222	326,516,722	326,659,222	326,659,222
-	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	99.66%	99.66%	99.66%	99.66%	99.66%	99.66%
-	Percentage of shares (as a % of the total share capital of the Company)	44.35%	44.35%	44.37%	44.35%	44.37%	44.37%
b) Non-Encumbered							
-	Number of Shares	1,105,001	1,105,001	1,105,001	1,105,001	1,105,001	1,105,001
-	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.34%	0.34%	0.34%	0.34%	0.34%	0.34%
-	Percentage of shares (as a % of the total share capital of the Company)	0.15%	0.15%	0.15%	0.15%	0.15%	0.15%

Sr No.	Particulars	3 months ended 31.12.2014
B - INVESTOR COMPLAINTS		
01	Pending at the beginning of the quarter	-
02	Received during the quarter	10
03	Disposed off during the quarter	10
04	Remaining unresolved at the end of the quarter	-



Report of Segment wise Revenue, Results and Capital Employed, under Clause 41 of the Listing Agreement :

Rs in Lacs

Particulars	Standalone					
	3 months ended 31.12.2014	Preceding 3 months ended 30.09.2014	Corresponding 3 months ended 31.12.2013	9 months ended 31.12.2014	Corresponding 9 months ended 31.12.2013	Year ended 31.03.2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1. Segment Revenue						
a) Ship-building & Fabrication	14,896.03	19,959.38	29,616.83	64,680.08	144,075.09	179,716.92
b) Trading	10,306.76	1,255.62	2,191.37	13,384.75	38,754.70	48,182.40
Total	25,202.79	21,215.00	31,808.20	78,064.83	182,829.79	227,899.32
Less : Inter-segment Revenue	-	-	-	-	-	-
Net Income from Operations	25,202.79	21,215.00	31,808.20	78,064.83	182,829.79	227,899.32
2. Segment Results (Profit before tax & interest from each segment)						
a) Ship-building & Fabrication	1,197.07	3,660.55	8,104.36	14,866.41	36,927.65	49,388.20
b) Trading	108.58	12.26	21.15	139.20	398.55	491.84
Total	1,305.65	3,672.81	8,125.51	15,005.61	37,326.20	49,880.04
Less : i) Finance Costs	11,313.71	10,635.49	10,198.78	31,419.40	31,785.47	46,520.81
ii) Other unallocable expenditure net off unallocated income	(659.81)	620.34	(1,377.12)	(224.49)	4,346.86	566.75
Total Profit Before Tax	(9,348.25)	(7,583.02)	(696.15)	(16,189.30)	1,193.87	2,792.48
3. Capital Employed (Segment Assets - Segment Liabilities)						
a) Ship-building & Fabrication	785,403.54	779,075.33	743,290.81	785,403.54	743,290.81	754,916.43
b) Trading	20,247.82	20,145.15	22,901.41	20,247.82	22,901.41	22,994.63
c) Unallocated	(585,379.25)	(571,926.59)	(532,634.84)	(585,379.25)	(532,634.84)	(544,223.18)
Total	220,272.11	227,293.89	233,557.38	220,272.11	233,557.38	233,687.88

Segments have been identified based on the organisational structure, internal management reporting system, nature of production process and infrastructure facilities used. Accordingly the Company has identified two segments within the meaning of Accounting Standard (AS) 17 on Segment Reporting:

- Ship building and Fabrication includes shipbuilding, block manufacturing, ship and rig repairs, fabrication etc. at its SEZ and EOU units situated at Pipavav, Gujarat.
- Trading includes steel trading activities.

Notes :

- The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on February 13, 2015, and approved for release.
- The Statutory Auditors of the Company have carried out a Limited Review of the above Financial Results in accordance with the Clause 41 of the Listing Agreement.
- The Company has approached with the proposal to Joint Lenders' Forum (JLF) for restructuring of its Term / Working Capital Loans which is under consideration. As part of the proposal, the untied portion of Capex is also under consideration. The Company expects approval of the proposal in due course.
- In respect of vessels other than commercial vessels, including offshore support vessels, the Company accounts the contract revenue and expenses based on the proportionate completion of contract as certified by technical experts. With an aim to allocate the profit on the said contract to whole of the contract period a provision for proportionate cost to be incurred has been made and charged to statement of profit and loss as "Cost Estimated for Revenue Recognised".
- In view of notification no G.S.R. 627(E) dated 29th August 2014 issued by Ministry of Corporate Affairs, the Company has technically evaluated useful life of the certain fixed assets and provided depreciation based on such useful life w.e.f. April 1, 2014. The depreciation of Rs. 117.37 Lacs (net of deferred tax) on account of assets, whose useful life already exhausted as on 1st April, 2014 have been adjusted against the retained earnings.
- Subsequent to the quarter end Pipavav Technologies and Systems Private Limited has become wholly owned subsidiary of the Company.
- The above results are prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) -25 - "Interim Financial Reporting" as those followed in previous years.
- Previous period / year figures have been reworked, regrouped, rearranged and reclassified, wherever necessary, to make them comparable with the current period.



Place :- Mumbai
Date :- February 13, 2015



For Pipavav Defence and Offshore
Engineering Company Limited

[Signature]

Bhavesh P. Gandhi
Executive Vice Chairman

Limited Review Report under Clause 41 of the Listing Agreement

To,
The Board of Directors,
Pipavav Defence and Offshore Engineering Company Limited

1. We have reviewed the accompanying statement of unaudited financial results of **Pipavav Defence and Offshore Engineering Company Limited** for the quarter and nine months ended 31st December, 2014 ("the Statement") except for the disclosures regarding 'public shareholding' and 'Promoter and promoter group shareholding' and details of the investor complaints which have been traced from disclosures made by the management and have not been audited 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 of the statement 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. 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 notified pursuant to the Companies (Accounting Standards) Rules, 2006 which continue to apply as per section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies generally accepted in India, 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.

For GPS & Associates
Chartered Accountants
Firm Reg. No: 121344W



H. Y. Gurjar
(Partner)

Membership No.: 32485

Place: Mumbai
Date: 13th February, 2015