

Pipavav Defence and Offshore Engineering Company Limited

(formerly known as Pipavav Shipyard Limited)

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

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2012

Rs in Lacs except share data

Sr. No.	Particulars	Standalone					Consolidated	
		3 months ended 31.03.2012	Preceding 3 months ended 31.12.2011	Corresponding 3 months ended 31.03.2011 in the previous year	Year ended 31.03.2012	Previous year ended 31.03.2011	Year ended 31.03.2012	Previous year ended 31.03.2011
		Unaudited	Unaudited	Unaudited	Audited	Audited	Audited	Audited
PART - 1								
1	Income from operations							
(a)	Net Income from Operations	61,787.79	46,135.74	25,881.57	186,706.47	85,993.41	186,706.47	85,993.41
(b)	Other Operating Income	24.38	2.81	303.78	60.99	768.29	62.32	768.29
	Total Income from operations (net)	61,812.17	46,138.55	26,185.35	186,767.46	86,761.70	186,768.79	86,761.70
	Expenses							
(a)	Cost of Materials Consumed	12,113.78	10,585.83	7,013.40	49,877.97	28,283.20	49,877.97	28,283.20
(b)	Purchases of Stock - in - trade	25,601.93	10,825.57	8,357.60	51,662.25	25,758.80	51,662.25	25,758.80
(c)	Changes in Inventories of Finished Goods, Work-in-progress and stock-in-trade	471.57	(142.80)	3,107.62	113.02	2,235.06	113.02	2,235.06
(d)	Employees benefits expenses	1,496.73	1,074.71	778.82	4,578.09	2,739.93	4,621.97	2,773.20
(e)	Depreciation and amortisation expenses	2,922.11	2,951.40	1,245.82	10,589.16	4,873.26	11,028.09	5,198.09
(f)	Other Expenditure	9,079.90	12,428.11	(3,914.24)	39,288.09	11,729.28	38,409.71	10,764.33
2	Total Expenditure	51,686.02	37,722.82	16,589.02	156,108.58	75,619.53	155,713.01	75,012.68
3	Profit from operations before Other Income, Finance Costs & Exceptional Items (1-2)	10,126.15	8,415.73	9,596.33	30,658.88	11,142.17	31,055.78	11,749.02
4	Other Income	612.56	500.70	225.34	2,379.26	5,587.40	2,379.75	5,592.49
5	Profit from ordinary activities before Finance Costs and Exceptional Items (3+4)	10,738.71	8,916.43	9,821.67	33,038.14	16,729.57	33,435.53	17,341.51
6	Finance Costs	8,283.26	6,907.20	4,088.12	25,768.18	11,934.38	25,768.28	11,934.45
7	Profit from ordinary activities after Finance Costs but before Exceptional Items (5-6)	2,455.45	2,009.23	5,733.55	7,269.96	4,795.18	7,667.25	5,407.06
8	Exceptional Items	-	-	-	-	-	-	-
9	Profit from Ordinary Activities before Tax (7+8)	2,455.45	2,009.23	5,733.55	7,269.96	4,795.18	7,667.25	5,407.06
10	Tax Expense (Including Deferred Tax)	3,737.04	613.70	805.59	5,418.38	805.59	5,525.98	1,025.49
11	Net Profit / (Loss) from Ordinary Activities after Tax (9-10)	(1,281.59)	1,395.53	4,927.96	1,851.58	3,989.59	2,141.27	4,381.57
12	Extraordinary items (Net of Tax Expenses)	-	-	-	-	-	-	-
13	Net Profit / (Loss) for the Period (11-12)	(1,281.59)	1,395.53	4,927.96	1,851.58	3,989.59	2,141.27	4,381.57
14	Share of Profit of Associate	-	-	-	-	-	23.43	-
15	Net Profit after Taxes and share of profit of Associate (13+14)	(1,281.59)	1,395.53	4,927.96	1,851.58	3,989.59	2,164.70	4,381.57
16	Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	69,119.84	69,119.84	66,579.84	69,119.84	66,579.84	69,119.84	66,579.84
17	Reserves excluding Revaluation Reserves as per audited Balance Sheet.	-	-	-	124,773.73	101,426.59	125,715.62	102,055.36
18	Earnings Per Share (EPS) (Not Annualised)							
(a)	Basic EPS (Rs.)	(0.19)	0.21	0.74	0.27	0.60	0.32	0.66
(b)	Diluted EPS (Rs.)	(0.19)	0.21	0.74	0.27	0.60	0.32	0.66

PART - 2

A - PARTICULARS OF SHAREHOLDING								
1	Public Shareholding							
-	No. of Shares	391,622,208	391,622,208	366,222,208	391,622,208	366,222,208	391,622,208	366,222,208
-	% of Shareholding	56.66%	56.66%	55.00%	56.66%	55.00%	56.66%	55.00%
2	Promoter & Promoter Group Shareholding							
a)	Pledged / Encumbered							
-	Number of Shares	291,471,179	291,471,179	298,371,179	291,471,179	298,371,179	291,471,179	298,371,179
-	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	97.29%	97.29%	99.60%	97.29%	99.60%	97.29%	99.60%
-	Percentage of shares (as a % of the total share capital of the company)	42.17%	42.17%	44.81%	42.17%	44.81%	42.17%	44.81%
b)	Non-Encumbered							
-	Number of Shares	8,105,001	8,105,001	1,205,001	8,105,001	1,205,001	8,105,001	1,205,001
-	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	2.71%	2.71%	0.40%	2.71%	0.40%	2.71%	0.40%
-	Percentage of shares (as a % of the total share capital of the company)	1.17%	1.17%	0.19%	1.17%	0.19%	1.17%	0.19%

Sr. No.	Particulars	3 months ended 31.03.2012
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B - INVESTOR COMPLAINTS

01	Pending at the beginning of the quarter	-
02	Received during the quarter	-
03	Disposed of during the quarter	-
04	Remaining unresolved at the end of the quarter	-

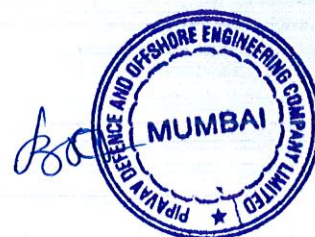


STATEMENT OF ASSETS AND LIABILITIES

Rs in Lacs

Particulars

	STANDALONE		CONSOLIDATED	
	As at 31.03.2012	As at 31.03.2011	As at 31.03.2012	As at 31.03.2011
	(Audited)	(Audited)	(Audited)	(Audited)
A EQUITY AND LIABILITIES				
1) Shareholders' Funds				
a) Share Capital	69,119.84	66,579.84	69,119.84	66,579.84
b) Reserves and Surplus	124,773.73	101,426.59	125,715.62	102,055.36
c) Monies received against Convertible Share Warrants	3,997.50	6,254.96	3,997.50	6,254.96
Sub-total - Shareholders' funds	197,891.07	174,261.39	198,832.96	174,890.16
2) Non - Current Liabilities				
a) Long - Term Borrowings	100,177.22	93,498.97	100,177.23	93,498.98
b) Deferred Tax Liabilities (Net)	6,246.33	794.20	6,717.90	1,158.17
c) Other Long - Term Liabilities	19,436.59	14,983.07	19,936.59	15,483.07
d) Long - Term Provisions	-	-	3.38	2.28
Sub- total - Non Current Liabilities	125,860.14	109,276.24	126,835.10	110,142.50
3) Current Liabilities				
a) Short Term Borrowings	172,319.58	75,976.18	172,330.10	75,987.78
b) Trade Payables	43,090.62	16,134.21	43,182.05	16,143.10
c) Other Current Liabilities	54,231.99	67,760.45	55,305.12	68,976.85
d) Short - Term Provisions	2,501.34	9,000.68	2,503.77	9,002.68
Sub- total - Current Liabilities	272,143.53	168,871.52	273,321.04	170,110.41
TOTAL - EQUITY AND LIABILITIES	595,894.74	452,409.15	598,989.10	455,143.07
B ASSETS				
1) Non - Current Assets				
a) Fixed Assets	276,948.18	269,864.27	291,716.72	283,833.81
b) Goodwill on Consolidation	-	-	1,017.96	1,017.96
c) Non-Current Investments	2,050.26	1,896.78	176.97	0.05
d) Long Term Loans and Advances	61,604.76	16,059.85	54,644.23	9,050.85
Sub- total - Non - Current Assets	340,603.20	287,820.90	347,555.88	293,902.67
2) Current Assets				
a) Current Investments	900.00	2,299.74	900.00	2,299.74
b) Inventories	33,910.19	24,534.79	33,910.19	24,534.80
c) Trade Receivables	90,942.09	20,499.33	90,942.12	20,499.30
d) Cash and Bank Balances	27,825.25	42,562.57	27,828.56	42,772.90
e) Short Term Loans and Advances	33,954.06	31,244.64	30,092.41	27,686.48
f) Other Current Assets	67,759.95	43,447.18	67,759.94	43,447.18
Sub- total - Current Assets	255,291.54	164,588.25	251,433.22	161,240.40
TOTAL - ASSETS	595,894.74	452,409.15	598,989.10	455,143.07



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

Rs in Lacs

Particulars	Standalone					Consolidated	
	3 months ended 31.03.2012	Preceding 3 months ended 31.12.2011	Corresponding 3 months ended 31.03.2011 in the previous year	Year ended 31.03.2012	Previous year ended 31.03.2011	Year ended 31.03.2012	Previous year ended 31.03.2011
	Unaudited	Unaudited	Unaudited	Audited	Audited	Audited	Audited
1. Segment Revenue							
a) Ship-building & Ship-repairs	35,927.96	35,190.86	17,277.07	134,370.55	59,437.15	134,370.55	59,437.15
b) Trading	25,859.83	10,944.88	8,604.50	52,335.92	26,556.26	52,335.92	26,556.26
Total	61,787.79	46,135.74	25,881.57	186,706.47	85,993.41	186,706.47	85,993.41
Less : Inter-segment Revenue	-	-	-	-	-	-	-
Sales/Income from Operations (Net)	61,787.79	46,135.74	25,881.57	186,706.47	85,993.41	186,706.47	85,993.41
2. Segment Results (Segment Revenue - Segment Expenses)							
a) Ship-building & Ship-repairs	15,637.35	12,955.24	10,977.51	39,181.14	12,724.77	38,502.56	13,187.87
b) Trading	257.90	119.31	246.89	673.67	797.45	673.67	797.46
Total	15,895.25	13,074.55	11,224.40	39,854.81	13,522.22	39,176.23	13,985.33
Less : i) Finance Costs	8,283.26	6,907.20	4,088.12	25,768.18	11,934.38	25,768.28	11,934.45
ii) Unallocated Corporate Expenses	5,695.82	4,661.63	1,921.86	9,159.27	3,148.35	8,083.30	3,004.61
Add : Unallocated Income	539.28	503.51	519.13	2,342.60	6,355.69	2,342.60	6,360.79
Total Profit Before Tax	2,455.45	2,009.23	5,733.55	7,269.96	4,795.18	7,667.25	5,407.06
3. Capital Employed (Segment Assets - Segment Liabilities)							
a) Ship-building & Ship-repairs	457,987.16	431,133.09	324,083.12	457,987.16	324,083.12	465,280.47	334,053.52
b) Trading	11,504.59	9,350.85	2,355.42	11,504.59	2,355.42	11,504.57	2,355.42
c) Unallocated (Assets - Liabilities)	(271,600.68)	(241,320.09)	(152,177.15)	(271,600.68)	(152,177.15)	(277,952.08)	(161,518.78)
Total	197,891.07	199,163.85	174,261.39	197,891.07	174,261.39	198,832.96	174,890.16

Notes :

Segments have been identified in line with the Accounting Standard on Segment Reporting (AS 17).

Ship Building and Ship Repair comprises of Ship-Building and Repair activities carried out by the Company at or from its Shipyard located at Pipavav, Gujarat.

Notes :

- 01 The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on May 30, 2012, and approved for release.
- 02 As per the Revised Guidelines for the Shipbuilding Subsidy issued by the Government of India on March 25, 2009, the Company is eligible for subsidy at the rate of 30% of the contract price, in respect of the export order received for vessels for which the contracts with the customers were signed on or before August 14, 2007. Accordingly, Government Subsidy of Rs. 2,304.58 Lacs for the quarter ended March 31, 2012 and Rs. 12,753.54 Lacs for the year ended March 31, 2012 has been recognised as revenue in respect of Ships under construction on proportionate completion basis.
- 03 2,52,21,612 Convertible Share Warrants (Warrants) were issued by the company during the Financial Year 2010 -11 on preferential basis. On or before the due date, warrant holder did not exercise the option against said warrants, accordingly Rs. 6,254.96 Lacs being the amount received against said Warrants has been forfeited by the company and credited to the Capital Reserve.
- 04 The Company has order for building several panamax sister vessels. The Company has initiated arbitration proceedings as per terms of contract for four panamax vessels & subsequently, the Company has received alleged cancellation notices for these vessels. The Company is of the view that it has a strong case. However, since most of the panamax vessels are sister vessels, the Company can deliver these vessels against orders for balance panamax vessels. Therefore the Company continues to recognise the revenue on these vessels.
- 05 The Company has been chosen as a partner for formation of Joint Venture to build warships for Indian Navy by Mazagon Dock Limited, the premier Defence Shipyard of the Ministry of Defence, Government of India, pursuant to the Joint Venture guidelines issued by the Ministry of Defence, Government of India, for establishing joint venture companies by Defence Public Sector Undertakings (DPSUs).
- 06 The Consolidated accounts have been prepared in accordance with Accounting Standards (AS) 21, on Consolidated Financial Statements and AS 23 on Accounting for Investments in Associates in Consolidated Financial Statements.
- 07 The figures for the corresponding previous period have been restated/regrouped wherever necessary, to make them comparable. The figures of the quarter ended March 31, 2012, are the balancing figures between the audited figures in respect of full financial year and the published year to date figures upto the third quarter of the current financial year.



For Pipavav Defence and Offshore
Engineering Company Limited

[Signature]

Bhavesh P. Gandhi
Executive Vice Chairman
DIN - 00030623