



Regency Ceramics Limited

REF/RCL/SEC/2014

Date: 14th November 2014

- | | |
|---|-------------------------------|
| 1. National Stock Exchange of India Limited | 2. The Stock Exchange, Mumbai |
| Exchange Plaza, Bandra Kurla | Phiroze Jeejeebhoy Towers |
| Complex, Bandra (E), | Dalal Street, MUMBAI- 400 001 |
| MUMBAI - 400051 | |

Dear Sir / Madam,

Sub: Outcome of the Board Meeting.

Ref: Clause 41 of the Listing Agreement

The Board of Directors in its meeting held on Friday the 14th August 2014:

1. Approved the Un-Audited Financial Results (provisional) for the half year ended 30th September 2014 reviewed by the Audit Committee and the Limited review of the same has been carried out by the Statutory Auditors of the Company. A Copy of the Un-Audited Financial Results along with the Limited Review Report on the Un-Audited Financial Results is enclosed in compliance with Clause 41 of the Listing Agreement.
2. Took note of the appointment of Smt G.Vijaya Vani, Independent Director with effect from 14th November, 2014.

The above is for your information and record. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully
For REGENCY CERAMICS LIMITED

Authorized signatory

Encl : a/a



25
Years of
Largest exporter of
Tiles in India

Regency Ceramics Limited

Regd Office : 5-8-356, N.N. House, Chirag Ali Lane, Abids, Hyderabad- 500 001, A.P., INDIA

Phone : +91-40-23204555, Fax: +91-40-23201159, E-mail : info@regencytiles.com, Website: www.regencytiles.com

Factory : Yanam-533 464, Phone: +91-884 2321 001/002/501/502, Fax: +91-884 2321200, Email : rclyanam@regencytiles.com

Regency Ceramics Limited

UNAUDITED FINANCIAL RESULTS (Provisional) FOR THE QUARTER ENDED 30TH SEP 2014

Part I						
(Rs. in lakhs)						
Statement of Standalone Unaudited Financial Results for the Quarter Ended 30/09/2014						
Particulars	3 months ended 30/09/2014	Preceding 3 months ended 30/06/2014	Corresponding 3 months ended in the previous year 30/09/2013	Year to date figures for current period ended 30.09.2014	Year to date figures for the previous period ended 30.09.2013	Previous year ended 31/03/2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	0.00	0.00	0.00	0.00	3.12	3.12
(b) Other Operating Income	0.00	0.00	0.00	0.00	0.00	0.00
Total income from Operations (net)	0.00	0.00	0.00	0.00	3.12	3.12
2. Expenses						
(a) Cost of Materials consumed	0.00	0.00	0.00	0.00	0.00	0.00
(b) Purchase of stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
(c) Changes in inventories of finished goods, work-in- progress and stock-in-trade	0.00	0.00	0.00	0.00	53.01	2.17
(d) Employee benefits expense	18.04	12.52	57.86	30.56	112.07	157.09
(e) Depreciation and amortisation expense	299.97	231.81	225.43	531.78	458.96	930.94
(f) Power & Fuel	0.00	0.00	0.00	0.00	0.00	0.00
(g) Other expenses	20.20	26.19	37.14	46.39	67.22	160.41
Total Expenses	338.21	270.52	320.43	608.73	691.26	1250.61
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(338.21)	(270.52)	(320.43)	(608.73)	(688.14)	(1247.49)
4. Other Income	0.95	2.41	202.37	3.36	209.65	386.49
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(337.26)	(268.11)	(118.06)	(605.37)	(478.49)	(861.00)
6. Finance Costs	43.40	39.89	66.77	83.28	108.69	249.48
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(380.66)	(307.99)	(184.83)	(688.65)	(587.17)	(1110.48)
8. Exceptional Items	0.00	0.00	0.00	0.00	0.00	0.00
9. Profit / (Loss) from ordinary activities before tax (7 + 8)	(380.66)	(307.99)	(184.83)	(688.65)	(587.17)	(1110.48)
10. Tax expense	0.00	0.00	0.00	0.00	0.00	0.00
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(380.66)	(307.99)	(184.83)	(688.65)	(587.17)	(1110.48)
12. Extraordinary items	0.00	0.00	0.00	0.00	0.00	0.00
13. Net Profit / (Loss) for the period (11 + 12)	(380.66)	(307.99)	(184.83)	(688.65)	(587.17)	(1110.48)
14. Share of Profit / (loss) of associates	0.00	0.00	0.00	0.00	0.00	0.00
15. Minority Interest	0.00	0.00	0.00	0.00	0.00	0.00
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	(380.66)	(307.99)	(184.83)	(688.65)	(587.17)	(1110.48)
17. Paid-up equity share capital (Face Value of the Share Rs.10/-)	2644.16	2644.16	2644.16	2644.16	2644.16	2644.16
18. Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	-
19.i Earnings Per Share (before extraordinary items) (of Rs.10/- each) (not annualised):						
(a) Basic	(1.44)	(1.16)	(0.70)	(2.60)	(2.22)	(4.20)
(b) Diluted	(1.44)	(1.16)	(0.70)	(2.60)	(2.22)	(4.20)
19.ii Earnings Per Share (after extraordinary items) (of Rs.10/- each) (not annualised):						
(a) Basic	(1.44)	(1.16)	(0.70)	(2.60)	(2.22)	(4.20)
(b) Diluted	(1.44)	(1.16)	(0.70)	(2.60)	(2.22)	(4.20)

Part II						
Information for the Quarter and Year Ended 30/09/2014						
Particulars	3 months ended 30/09/2014	Preceding 3 months ended 30/06/2014	Corresponding 3 months ended in the previous year 30/09/2013	Year to date figures for current period ended 30.09.2014	Year to date figures for the previous period ended 30.09.2013	Previous year ended 31/03/2014
A PARTICULARS OF SHAREHOLDING						
1. Public Shareholding						
- Number of Shares	11012277	11012277	11012277	11012277	11012277	11012277
- Percentage of shareholding	41.65%	41.65%	41.65%	41.65%	41.65%	41.65%
2. Promoters and Promoter Group Shareholding						
a) Pledged/ Encumbered						
- Number of Shares	4880659	4880659	4880659	4880659	4880659	4880659
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	31.63%	31.63%	31.63%	31.63%	31.63%	31.63%
- Percentage of shares (as a % of the total share capital of the company)	18.46%	18.46%	18.46%	18.46%	18.46%	18.46%
b) Non-Encumbered						
- Number of Shares	10548650	10548650	10548650	10548650	10548650	10548650
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	68.37%	68.37%	68.37%	68.37%	68.37%	68.37%
- Percentage of shares (as a % of the total share capital of the company)	39.89%	39.89%	39.89%	39.89%	39.89%	39.89%
Particulars	3 months ended 30/09/2014					
B INVESTOR COMPLAINTS						
Pending at the beginning of the quarter	Nil					
Received during the quarter	Nil					
Disposed of during the quarter	Nil					
Remaining unresolved at the end of the quarter	Nil					

Standalone Statement of Assets and Liabilities

Particulars	As at 30.09.2014 (Unaudited)	As at 31.03.2014 (Audited)
A. EQUITY AND LIABILITIES		
1. Shareholders' funds		
(a) Share capital	2644.16	2644.16
(b) Reserves and surplus	(6932.19)	(6243.54)
(c) Money received against share warrants	-	-
Sub-total - Shareholders' funds	(4288.04)	(3599.38)
2. Share application money pending allotment	-	-
3. Minority interest *	-	-
4. Non-current liabilities		
(a) Long-term borrowings	-	-
(b) Deferred tax liabilities (net)	-	-
(c) Other long-term liabilities	1855.93	1855.93
(d) Long-term provisions	202.26	216.09
Sub-total - Non-current liabilities	2058.20	2072.02
5. Current liabilities		
(a) Short-term borrowings	2240.77	2182.26
(b) Trade payables	2331.25	2309.84
(c) Other current liabilities	10100.40	10069.38
(d) Short-term provisions	-	-
Sub-total - Current liabilities	14672.42	14552.48
TOTAL - EQUITY AND LIABILITIES	12442.58	13025.12
B. ASSETS		
1. Non-current assets		
(a) Fixed assets	6340.49	6872.27
(b) Capital work-in-progress	-	-
(c) Non-current investments	202.42	202.42
(d) Long-term loans and advances	23.32	23.32
Sub-total - Non-current assets	6566.23	7098.01
2. Current assets		
(a) Current investments	-	-
(b) Inventories	664.00	664.00
(c) Trade receivables	921.08	937.57
(d) Cash and cash equivalents	399.82	404.81
(e) Short-term loans and advances	1738.32	1744.28
(f) Other current assets	2173.14	2176.45
Sub-total - Current assets	5876.36	5927.11
TOTAL - ASSETS	12442.58	13025.12

Notes:

- The above unaudited results were prepared without considering the effect of the loss / damage to Buildings, Plant & Machinery and other assets of the company and the same were reviewed by the Audit Committee and approved by the Board of Directors on 14.11.2014. The limited review of the same has been carried out by the Statutory Auditors of the Company.
- The unprecedented industrial violence on 27.01.12 resulted in deaths of personnel and destruction of buildings and equipment in the factory. Consequent to this, a lock-out was declared at the factory from 31.01.2012. As the company is not liable for payment under "No Work - No Pay" principle, the Salary, Wages and other benefits to employees for the period were not considered as provisional liability and not taken in the books under employee benefits expense.
- Gratuity Provision as per AS-15 and Leave Encashment were not provided in the books due to loss of employee records in the factory during the incident.
- The condition of the fixed assets, raw materials, stores and spares and its present realisable value could not be estimated and not insured.
- Depreciation on fixed assets calculated as per provisions of Companies Act, 2013 has been provided in the normal course due to efflux of time without considering the effect of loss / damage.
- The lenders opted for settlement of dues under an OTS as a compromise. The company paid 28.93% of the settlement amount and sought extension of time. However, a Demand Notice u/s 13(2) of SARFAESI Act recalling the loans was issued by the lenders followed by Possession Notice u/s 13(4) of the Act. The lenders filed Caveat Application in Debts Recovery Tribunal (DRT). The company filed securitisation application for stay of proceedings in DRT.
- The company has not provided the interest liability for the Half Year ending 30.09.2014 to the extent of Rs.480.78 lakhs calculated @ interest rates as per sanction, as the same was not debited by the Banks, in line with Banks' Statement of account.
- A reference under Section 15(1) of Sick Industrial Companies (Special provisions) Act 1985 filed with Board for Industrial and Financial Reconstruction has been registered as Case No.19/2014.
- The Liability provision for Interest and Penalties payable on account of Statutory Dues were not provided in the books expecting waiver in the current situation.
- Segment wise reporting is not applicable as the Company is dealing with single product.
- Re-grouping of figures has been done wherever necessary.

On behalf of the Board of Directors
For REGENCY CERAMICS LIMITED


Dr. G.N. Naidu
Chairman and Managing Director

Place: Hyderabad
Date: 14.11.2014



Brahmayya & Co.,

CHARTERED ACCOUNTANTS

VIJAYAWADA, HYDERABAD, VISAKHAPATNAM, GUNTUR, KAKINADA, TANUKU, ALSO AT CHENNAI, BANGALORE AND ADONI.

**REVIEW REPORT ON THE FINANCIAL RESULTS OF REGENCY CERAMICS LIMITED,
FOR THE QUARTER ENDING 30th SEPTEMBER, 2014 TO BE SUBMITTED TO THE
STOCK EXCHANGES.**

We have reviewed the accompanying statement of unaudited financial results of **REGENCY CERAMICS LIMITED**, N.N.House, Chirag Ali Lane, Hyderabad – 500 001, A.P, for the quarter ended 30th SEPTEMBER, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' 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.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

1. Manufacturing operations of the company were stopped due to riots, strike and malicious damage at factory since 27.01.2012. The condition of the fixed assets, raw materials, stores and spares and its present realizable value could not be estimated, not insured and disclosed at book value after providing depreciation on Fixed Assets on account of efflux of time.
2. During the period from 01.04.2012 to 30.09.2014, the company has provided the provisional liability towards salary, wages and other benefits to its factory employee's upto 30.09.2012. Further, the company has not provided for its liability towards Gratuity and leave encashment in accordance to AS-15 "Employee Benefits". The company could not compute the liability in the absence of complete records.
3. There are no confirmatory letters in respect of Debtors, Creditors, loans and advances and other current assets.
4. During the period 01.04.2012 to 30.09.2014, the company has not provided interest on term loans, working capital loans to the extent of Rs.2573.12 Lacs. We were informed by the company that the lenders opted for settlement of dues under OTS as a compromise, the company paid part amount and sought extension of time for balance payment. However, the Banks issued a Demand notice recalling the entire loan amount with interest, followed by another notice for symbolic possession under SARFAESI Act. During the period, the company has treated the Long term Borrowings from banks under "Current Maturities of Long term Borrowings".





Brahmayya & Co.,

CHARTERED ACCOUNTANTS

VIJAYAWADA, HYDERABAD, VISAKHAPATNAM, GUNTUR, KAKINADA, TANUKU, ALSO AT CHENNAI, BANGALORE AND ADONI.

5. The company has not provided the liability towards interest and penalties payable on account of statutory dues and we were informed by the company that the statutory authorities shall waive the same in view of the unprecedented incident.
6. The reference made by the company under sec.15 (1) of Sick Industrial Companies (Special Provisions) Act, 1985 with the Board for Industrial and Financial Reconstruction has been registered as Case no.19/2014.

Based on our review conducted as above, we are unable to comment on the financial statements due to non-availability of information/damages suffered by the Company due to fire and violence by the workers at the manufacturing facility situated at Yanam.

for BRAHMAYYA & CO.
Chartered Accountants
Firms' Registration Number: 000513S

(K.S.RAO)
Partner

Membership Number: 015850



Place: Hyderabad
Date : 14th November, 2014