



SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008

Ph.: +91-11-25810093-96, 47108000 Fax : +91-11-25789560

E-mail : cs@surya.in Website : www.surya.co.in

SRL/se/17-18/ 70

March 05, 2018

The Secretary
The Stock Exchange, Mumbai
New Trading Ring, 14th Floor,
Rotunda Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI - 400 001

The Manager
Listing Department
The National stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Sub.: SUBMISSION OF MERGED UN-AUDITED FINANCIAL RESULTS OF QUARTER ENDED 30TH SEPTEMBER, 2017 AND 30TH JUNE, 2017 OF FINANCIAL YEAR 2017-18 AND FOR ALL THE FOUR QUARTER(S) OF FINANCIAL YEAR ENDED 2016-17 PREPARED TO GIVE EFFECT TO THE SCHEME OF AMALGAMATION WITH APPOINTED DATE 1ST APRIL, 2016.

Madam / Sir,

To give effect to the Scheme of Amalgamation pursuant to the Hon'ble National Company Law Tribunal at Chandigarh Bench (NCLT) order dated 11th December, 2017 which have approved the Scheme of amalgamation of Surya Global Steel Tubes Limited (Transferor Company) with Surya Roshni Limited (Transferee Company) effective from 11th January, 2018 with appointed date as 1st April, 2016 under section 230 and 232 of Companies Act, 2013. please find enclosed accompanying statement of unaudited merged financial results (the Statement(s) of Surya Roshni Limited (the "Company")):

- for the quarter ended 30th June, 2017 & 30th September, 2017
- for the quarters ended 30th June, 2016, 30th September, 2016, 31st December, 2016 & 31st March, 2017 of the financial year ended 31st March, 2017

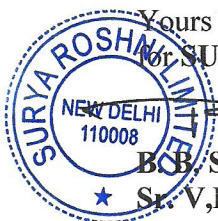
along with Limited Review Reports both dated 5th March, 2018 issued by Statutory Auditors M/s Ashok Kumar Goyal & Co., which has been prepared considering the effect for accounting of amalgamation.

You are requested to kindly take the same in your records.

Thanking you

Yours faithfully,

For **SURYA ROSHNI LIMITED**



BCB SINGAL

Sr. V.P & COMPANY SECRETARY

Enclosed : as above

Merged Unaudited Financial Results for Quarter ended 30th June, 2017 & 30th September, 2017

	Particulars	3 months ended 30th September, 2017	3 months ended 30th June, 2017
		(Unaudited)	(Unaudited)
I	Income from operations	1,13,621	1,13,690
II	Other income	9	12
III	Total Income (I+II)	1,13,630	1,13,702
IV	Expenses		
	Cost of materials consumed	84,731	74,419
	Purchases of stock-in-trade	4,823	8,800
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(3,337)	(3,272)
	Employee benefits expense	6,796	6,515
	Finance costs	2,614	2,563
	Depreciation and amortisation expense	2,188	2,131
	Excise Duty on Sales	-	8,060
	Other expenses	12,373	12,160
	Total expenses (IV)	1,10,188	1,11,376
V	Profit before exceptional items and tax (III -IV)	3,442	2,326
VI	Exceptional items	-	-
VII	Profit before tax (V - VI)	3,442	2,326
VIII	Tax expense		
	(1) Current	775	457
	(2) Deferred	313	223
IX	Profit for the period	2,354	1,646
X	Other Comprehensive Income		
	A (i) Items that will not be reclassified to profit or loss	(84)	(79)
	A (ii) Income tax relating to items that will not be reclassified to profit or loss	29	27
	B (i) Items that will be reclassified to profit or loss		
	B (ii) Income tax relating to item that will be reclassified to profit or loss		
XI	Total Comprehensive Income for the period (IX + X)	2,299	1,594
	Paid-up equity share capital (Face Value of Rs. 10/- each)	5441	5441
XII	Other Equity	-	-
XIII	Earnings per equity share (in Rs.) (not annualised):		
	(a) Basic	4.33	3.02
	(b) Diluted	4.33	3.02

NOTES :

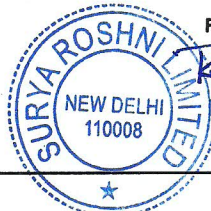
1. Hon'ble National Company Law Tribunal at Chandigarh Bench (NCLT) vide its order dated 11th December, 2017 have approved the Scheme of Arrangement for amalgamation of Surya Global Steel Tubes Limited (Transferor Company) with Surya Roshni Limited (Transferee Company) under section 230 and 232 of Companies Act, 2013. As per approved scheme, the same is effective from the date of filing with Registrar of Companies 'ROC'. The Company has filed the order along with Scheme with ROC on 11th January, 2018. Since the Appointed date is 1st April, 2016, accordingly, the Board has approved the quarter ended 30th June, 2017 & 30th September, 2017 results considering the effect of the scheme of arrangement of amalgamation , which were prepared by merging of respective already approved results by the respective Board(s) of the transferor company and transferee company and also published in the case of the transferee Company.

2. Pursuant to the approved scheme ,Company has issued 1,05,77,724 equity shares to the shareholders of Surya Global Steel Tubes Limited on 25th January, 2018, which are deemed to be allotted on 1st April,2016, hence share capital and earning per share (EPS) of the above quarter(s) are also revised accordingly .

Place : New Delhi

Dated : 12th February, 2018

For Surya Roshni Limited



Raju Bista
(Managing Director)
DIN: 01299297



05/03/2018

SURYA ROSHNI LIMITED (CIN- L31501HR1973PLC007543)

Registered Office : Prakash Nagar, Sankhol, Bahadurgarh, Haryana - 124507

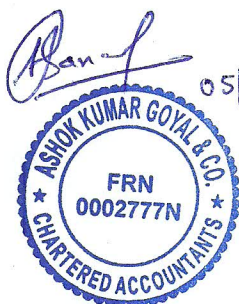
Corporate Office : 2nd Floor, Padma Tower-I , Rajendra Place, New Delhi - 110008, Tel. +91-11-47108000

Website: www.surya.co.in, email-id : investorgrievances@sroshni.com

(Rs. in Lakhs)

Merged Unaudited Segment wise Revenue, Results , Assets and Liabilities for Quarter ended 30th June, 2017 & 30th September, 2017

	Particulars	3 months ended 30th September, 2017	3 months ended 30th June, 2017
		(Unaudited)	(Unaudited)
1	Segment Revenue		
	(a) Steel Products	79,317	82,376
	(b) Lighting Products	34,339	31,464
	Total	1,13,656	1,13,840
	Less: Inter-Segment Revenue	35	150
	Less: Excise Duty	-	-
	Net sales/income from operations (Net of Excise Duty)	1,13,621	1,13,690
2	Segment Results	-	-
	Profit(+)/Loss(-) before tax and Finance cost from each Segment wise :		
	(a) Steel Products	3,139	2,704
	(b) Lighting Products	2,917	2,185
	Total	6,056	4,889
	Less:		
	(a) Finance Cost	2,614	2,563
	(b) Other un-allocable expenditure net off	-	-
	(c) Un-allocable income	-	-
	Total Profit before Tax	3,442	2,326
3	Segment Assets	-	-
	(a) Steel Products	1,80,860	1,61,969
	(b) Lighting Products	90,709	90,934
	(c) Un-allocable Assets	5,390	5,434
	Total	2,76,959	2,58,337
4	Segment Liabilities		
	(a) Steel Products	39,824	29,794
	(b) Lighting Products	19,769	18,302
	(c) Un-allocable Liabilities	1,18,381	1,13,555
	Total	1,77,974	1,61,651





LIMITED REVIEW REPORT

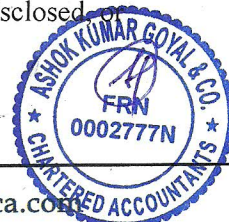
Review Report to
The Board of Directors
Surya Roshni Limited

We have reviewed the accompanying statement of unaudited merged financial results of Surya Roshni Limited (the "Company") for the quarter ended 30th June, 2017 & 30th September, 2017 (the Statement") attached herewith, being submitted by the Company pursuant to the Hon'ble National Company Law Tribunal at Chandigarh Bench (NCLT) order dated 11th December, 2017 which have approved the Scheme of Arrangement for amalgamation of Surya Global Steel Tubes Limited (Transferor Company) with Surya Roshni Limited (Transferee Company) effective from 11th January, 2018 with appointed date as 1st April, 2016 under section 230 and 232 of Companies Act, 2013 and in compliance to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review 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 statement is 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, that it contains any material misstatement.





Ashok Kumar Goyal & Co.
Chartered Accountants

357, Sector 28, Golf Course Road
Gurugram (Haryana)- 122002
Tel: 0124-2577411
E-mail: gurgaon@akgca.com

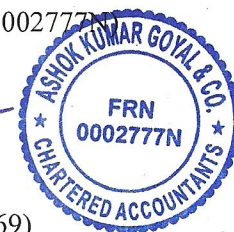
We draw attention to the matter that the Pre-merger results of these quarters were approved by respective Board(s) of the Transferor and Transferee Company. We have reviewed the results of the quarter ended 30th June, 2017 & 30th September, 2017 of the transferor company, however pre-merged results of the quarter ended 30th June, 2017 & 30th September, 2017 of transferee company has already been limited reviewed by, then Statutory Auditors, M/s Sastry K Anandam & Co. LLP. Now the company has prepared and its Board has approved merged results of the quarter ended 30th June, 2017 & 30th September, 2017 so as to give effect to the Scheme of Amalgamation. We have reviewed these merged quarterly results of the company, which has been prepared considering the effect for accounting of amalgamation.

For: ASHOK KUMAR GOYAL & CO.

Chartered Accountants

(Firm Registration No.: 002777N)

AMIT BANSAL
Partner (M.NO.506269)



Place: New Delhi
Dated: 05-03-2018

(Rs. in Lakhs)

Merged Unaudited Quarterly Financial Results for the Financial Year ended 31st March, 2017

	Particulars	3 months ended 31st March, 2017	3 months ended 31st December, 2016	3 months ended 30th September, 2016	3 months ended 30th June, 2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
I	Income from operations	1,16,366	1,08,208	97,067	96,462
II	Other income	37	18	15	18
III	Total Income (I+II)	1,16,403	1,08,226	97,082	96,480
IV	Expenses				
	Cost of materials consumed	71,326	72,091	55,081	64,734
	Purchases of stock-in-trade	10,041	8,649	7,506	8,268
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	180	(6,116)	4,230	(6,577)
	Employee benefits expense	5,750	6,105	5,746	5,953
	Finance costs	2,585	2,847	2,863	2,977
	Depreciation and amortisation expense	2,082	2,059	1,998	2,222
	Excise Duty on Sales	7,843	8,168	6,858	6,881
	Other expenses	12,815	11,239	10,422	9,608
	Total expenses	1,12,622	1,05,042	94,704	94,066
V	Profit before exceptional items and tax (III -IV)	3,781	3,184	2,378	2,414
VI	Exceptional items	-	-	-	-
VII	Profit before tax (V - VI)	3,781	3,184	2,378	2,414
VIII	Tax expense				
	Current	414	625	383	489
	Deferred	498	252	223	245
IX	Profit for the period	2,869	2,307	1,772	1,680
X	Other Comprehensive Income				
	A (i) Items that will not be reclassified to profit or loss	(345)	(84)	(41)	(41)
	A (ii) Income tax relating to items that will not be reclassified to profit or loss	119	30	14	14
	B (i) Items that will be reclassified to profit or loss				
	B (ii) Income tax relating to item that will be reclassified to profit or loss				
XI	Total Comprehensive Income for the period (IX + X)	2,643	2,253	1,745	1,653
	Paid-up equity share capital	5,441	5,441	5,441	5,441
	(Face Value of Rs. 10/- each)				
XII	Other Equity	-	-	-	-
XIII	Earnings per equity share				
	(In Rs.) (not annualised):				
	(a) Basic	5.28	4.24	3.25	3.09
	(b) Diluted	5.28	4.24	3.25	3.09

NOTES :

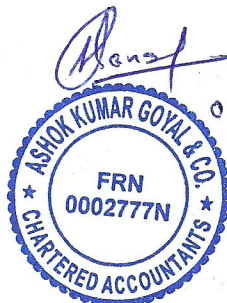
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2. Pursuant to the approved scheme ,Company has issued 1,05,77,724 equity shares to the shareholders of Surya Global Steel Tubes Limited on 25th January, 2018, which are deemed to be allotted on 1st April,2016, hence share capital and earning per share (EPS) of the quarter/ period since 1st April, 2016 are also revised accordingly .

Place : New Delhi
Dated : 12th February, 2018



For Surya Roshni Limited
Raju Bista
(Managing Director)
DIN: 01299297



05/03/2018

SURYA ROSHNI LIMITED (CIN- L31501HR1973PLC007543)

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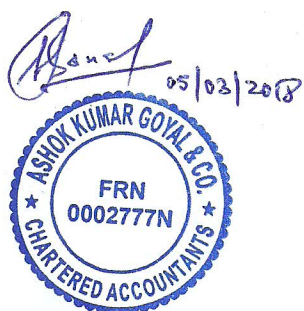
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(Rs. in Lakhs)

Merged Segment wise Unaudited Quarterly Revenue, Results, Assets and Liabilities for the Financial Year ended 31st March, 2017

	Particulars	3 months ended 31st March, 2017	3 months ended 31st December, 2016	3 months ended 30th September, 2016	3 months ended 30th June, 2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1	Segment Revenue				
	(a) Steel Products	80,645	74,129	63,701	65,084
	(b) Lighting Products	35,839	34,085	33,605	31,378
	Total	1,16,484	1,08,214	97,306	96,462
	Less: Inter-Segment Revenue	118	6	239	-
	Less: Excise Duty	-	-	-	-
	Net sales/income from operations (Net of Excise Duty)	1,16,366	1,08,208	97,067	96,462
2	Segment Results	-	-	-	-
	Profit(+)/Loss(-) before tax and Finance cost from each Segment wise :				
	(a) Steel Products	3,401	3,156	2,470	2,322
	(b) Lighting Products	2,965	2,875	2,771	3,069
	Total	6,366	6,031	5,241	5,391
	Less:	-	-	-	-
	(a) Finance Cost	2,585	2,847	2,863	2,977
	(b) Other un-allocable expenditure net off	-	-	-	-
	(c) Un-allocable income	-	-	-	-
	Total Profit before Tax	3,781	3,184	2,378	2,414
3	Segment Assets	-	-	-	-
	(a) Steel Products	1,65,033	1,68,767	1,58,474	1,54,978
	(b) Lighting Products	91,175	86,768	86,677	84,440
	(c) Un-allocable Assets	5,412	5,133	4,745	4,783
	Total	2,61,620	2,60,668	2,49,896	2,44,201
3	Segment Liabilities				
	(a) Steel Products	31,073	38,225	35,262	26,124
	(b) Lighting Products	20,556	18,543	15,612	18,193
	(c) Un-allocable Liabilities	1,14,899	1,11,451	1,08,814	1,10,893
	Total	1,66,528	1,68,219	1,59,688	1,55,210



Rajiv





LIMITED REVIEW REPORT

**Review Report to
The Board of Directors
Surya Roshni Limited**

We have reviewed the accompanying statement of unaudited merged financial results of Surya Roshni Limited (the "Company") for the quarters ended 30th June, 2016, 30th September, 2016, 31st December, 2016 & 31st March, 2017 of the financial year ended 31st March, 2017, (the Statement") attached herewith, being submitted by the Company pursuant to the Hon'ble National Company Law Tribunal at Chandigarh Bench (NCLT) order dated 11th December, 2017 which have approved the Scheme of Arrangement for amalgamation of Surya Global Steel Tubes Limited (Transferor Company) with Surya Roshni Limited (Transferee Company) effective from 11th January, 2018 with appointed date as 1st April, 2016 under section 230 and 232 of Companies Act, 2013 and in compliance to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review 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 statement is 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with 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.





Ashok Kumar Goyal & Co.
Chartered Accountants

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Gurugram (Haryana)- 122002
Tel: 0124-2577411
E-mail: gurgaon@akgca.com

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For: ASHOK KUMAR GOYAL & CO.
Chartered Accountants
(Firm Registration No.: 002777N)

AMIT BANSAL
Partner (M.NO.506269)



Place: New Delhi
Dated: 05-03-2018