

Ref: AA/TL-36/03054
Date: August 10, 2016

**The National Stock Exchange
Of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051**

Fax No: 022-26598237/8

Company's Scrip Code: THERMAX EQ

Sub: Unaudited Financial Results for the quarter ended June 30, 2016.

**Ref.: Regulation 33 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015**

Dear Sir,

We are enclosing for your reference and record, Standalone and Consolidated Unaudited Financial Results for the quarter ended June 30, 2016. The same have been approved at the Board Meeting of the Company held today i.e. August 10, 2016.

With respect to the aforesaid financial results, we are also enclosing a copy of the –

- c) 'Limited Review' Report of the Statutory Auditors of the Company and
- d) Press Release giving highlights of the results.

You are requested to kindly take note of the same.

Thanking you,

Yours faithfully,
For **THERMAX LIMITED**



Amit Atre
Compliance Officer

Encl: As above

THERMAX LIMITED

Regd. Office: D-13, M.I.D.C. Industrial Area, R.D. Aga Road, Chinchwad, Pune - 411 019

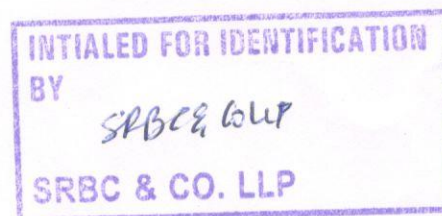
Corporate Identity Number - L29299PN1980PLC022787

Statement of unaudited financial results for the quarter ended June 30, 2016

(Rs. in Crore)

		(Rs. in Crores)					
	Particulars	Standalone			Consolidated		
		Quarter ended		Year ended	Quarter ended		Year ended
		June 30, 2016	June 30, 2015	March 31, 2016	June 30, 2016	June 30, 2015	March 31, 2016
		(Unaudited)	(Refer note 6)	(Refer note 6)	(Unaudited)	(Refer note 6)	(Refer note 6)
Part I:							
1	Income from operations:						
(a)	Gross sales/income from operations (including excise duty)	791.42	1,009.49	4,393.85	977.14	1,223.89	5,191.44
(b)	Other operating income	23.07	7.82	65.07	24.99	6.80	69.43
	Total Income from operations	814.49	1,017.31	4,458.92	1,002.13	1,230.69	5,260.92
2	Expenses:						
(a)	Cost of materials consumed	357.14	566.37	2,528.05	398.91	633.96	2,712.90
(b)	Purchase of stock-in-trade	14.95	25.11	65.18	19.22	25.27	73.20
(c)	Changes in inventories of finished goods,work-in-progress and stock-in-trade	19.07	(6.69)	(6.39)	29.77	(16.62)	(27.25)
(d)	Employee benefits expense	116.33	110.07	450.21	176.07	163.53	664.31
(e)	Depreciation and amortisation expense	16.81	15.76	60.89	19.37	18.34	72.20
(f)	Other expenses	243.28	243.64	1,047.71	297.76	322.58	1,427.88
	Total expenses	767.58	954.26	4,145.65	941.10	1,147.06	4,923.24
3	Profit from operations before other income, finance costs and exceptional items (1-2)	46.91	63.05	313.27	61.03	83.63	337.68
4	Other income	21.09	21.02	114.02	23.06	24.53	137.75
5	Profit before finance costs and exceptional items (3+4)	68.00	84.07	427.29	84.09	108.16	475.43
6	Finance costs	0.67	1.15	4.60	3.15	2.80	12.21
7	Profit before exceptional items (5-6)	67.33	82.92	422.69	80.94	105.36	463.22
8	Exceptional items	-	-	-	-	-	-
9	Profit before Tax (7+8)	67.33	82.92	422.69	80.94	105.36	463.22
10	Tax expense	22.11	27.08	125.20	27.74	33.11	143.50
11	Net Profit for the period (9 - 10)	45.22	55.84	297.49	53.20	72.25	319.72
12	Share of loss of joint ventures and associate				(4.24)	(17.61)	(39.26)
13	Net Profit for the period after share of loss of associate and joint ventures (11+12)	45.22	55.84	297.49	48.96	54.64	280.46
14	Other Comprehensive Income, net of tax	(6.11)	(1.75)	(2.10)	(6.07)	2.02	15.80
15	Total Comprehensive Income for the period (13 + 14)	39.11	54.09	295.39	42.89	56.66	296.26
16	Paid-up Equity Share Capital (Face Value of Rs. 2/- each)	23.83	23.83	23.83	22.52	22.52	22.52
17	Earnings Per Share (in Rupees) (not annualised)						
	Basic and Diluted	3.80	4.69	24.97	4.35	4.85	24.90
	See accompanying notes to the financial results						

(This space is intentionally left blank)



THERMAX LIMITED
 Regd. Office : D-13, M.I.D.C. Industrial Area, R.D. Aga Road, Chinchwad, Pune - 411 019
 Corporate Identity Number - L29299PN1980PLC022787
 Statement of unaudited financial results for the quarter ended June 30, 2016

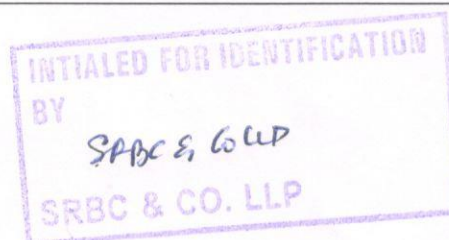
Notes to the financial results:

- 1 This Statement has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 10, 2016.
- 2 The Company adopted Indian Accounting Standards ("Ind AS") from April 1, 2016 and accordingly this Statement has been prepared in accordance with the recognition and measurement principle laid down in the Ind AS 34 'Interim Financial Reporting' prescribed under Section 133 of The Companies Act 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India. Accordingly, the impact on transition has been recorded in opening reserves as at April 1, 2015 ('the transition date') and the periods presented have been restated accordingly.
- 3 The format for unaudited quarterly results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015, has been modified to comply with the requirements of SEBI's circular dated July 5, 2016, Ind AS and Schedule III (Division II) to the Companies Act 2013, which are applicable to companies that are required to comply with Ind AS.
- 4 The Statement does not include Ind AS compliant results for the preceding quarter ended March 31, 2016, as the same is not mandatory as per SEBI's circular dated July 5, 2016.
- 5 Segment information as per Ind AS 108 'Operating segments':

(Rs. in Crore)

	Particulars	Consolidated		
		Quarter ended		Year ended
		June 30, 2016	June 30, 2015	March 31, 2016
		(Unaudited)	(Refer note 6)	(Refer note 6)
1	Segment Revenue			
	a. Energy	815.37	1,018.65	4,309.13
	b. Environment	196.03	225.61	1,040.19
	Total	1,011.40	1,244.26	5,349.32
	Less: Inter segment revenue	9.27	13.57	88.40
	Sales/ Income From operations	1,002.13	1,230.69	5,260.92
2	Segment Results			
	Profit before tax and interest from each segment			
	a. Energy	64.85	91.45	379.07
	b. Environment	6.92	14.87	71.95
	Total	71.77	106.32	451.02
	Less : i) Interest	3.15	2.80	12.21
	ii) Other unallocable expenditure net of unallocable (income)	(12.32)	(1.84)	(24.41)
	Total profit before tax	80.94	105.36	463.22
3	Segment Assets			
	a. Energy	2,660.40	2,892.73	2,772.80
	b. Environment	712.42	726.43	715.41
	c. Unallocated	1,431.35	1,526.72	1,730.75
	Total Assets	4,804.17	5,145.88	5,218.96
4	Segment Liabilities			
	a. Energy	1,799.66	2,194.96	2,029.42
	b. Environment	378.30	431.88	431.00
	c. Unallocated	175.92	254.26	342.11
	Total Liabilities	2,353.88	2,881.10	2,802.53

- 6 The Ind AS financial results and other financial information for the year ended March 31, 2016 and the quarter ended June 30, 2015, have been compiled by the management after making necessary adjustments to give a true and fair view of the results in accordance with Ind AS and have not been subject to any review/audit by the auditors.
- 7 There is a possibility that this quarterly financial results along with the financial information as of and for the year ended March 31, 2016, may require adjustment before constituting the final Ind AS financial statements as of and for the year ending March 31, 2017, due to changes in financial reporting requirements arising from now or revised standards or interpretations issued by MCA or changes in the use of one or more optional exemptions from full retrospective application of certain Ind AS as permitted under Ind AS 101.



THERMAX LIMITED
 Regd. Office : D-13, M.I.D.C. Industrial Area, R.D. Aga Road, Chinchwad, Pune - 411 019
 Corporate Identity Number - L29299PN1980PLC022787
 Statement of unaudited financial results for the quarter ended June 30, 2016

Notes to the financial results (continued.):

8 The reconciliation of net profit reported in accordance with Indian GAAP to total comprehensive income in accordance with Ind AS is given below:

(Rs. in Crore)

	Description	Notes	Standalone		Consolidated	
			Quarter ended June 30, 2015	Year ended March 31, 2016	Quarter ended June 30, 2015	Year ended March 31, 2016
			(Refer note 6)	(Refer note 6)	(Refer note 6)	(Refer note 6)
	Net profit after tax under previous GAAP (after share of loss of associate and minority interest)		61.67	305.52	57.76	275.36
	Ind AS adjustments [Increase in profits / (decrease in profits)]					
i.	Actuarial loss on employee defined benefit plan recognized in Other Comprehensive Income as per Ind AS 19		1.00	4.03	1.11	4.45
ii.	Change on account of fair value adjustments on financial instruments		(0.53)	3.39	(0.53)	1.61
iii.	Provision for expected credit loss on trade receivables / contract assets under Ind AS 109		(8.69)	(20.68)	(9.39)	(20.68)
iv.	Effect of accounting of embedded leases under Ind AS 17		-	-	0.57	4.34
v.	Amortization of goodwill reversal under Ind AS 103		-	-	1.75	7.29
vi.	Effect on consolidation of employee trusts under Ind AS 110		-	-	1.01	4.71
vii.	Others	a.	(0.80)	(0.96)	0.46	0.05
viii.	Tax impact on above adjustments		3.19	6.19	1.90	3.33
	Total adjustments		(5.83)	(8.03)	(3.12)	5.10
	Net Profit for the period after share of loss of associate and joint ventures		55.84	297.49	54.64	280.46
	Other Comprehensive Income (net of tax)	b.	(1.75)	(2.10)	2.02	15.80
	Total Comprehensive Income as per Ind AS		54.09	295.39	56.66	296.26

a. Consequent to adoption of Ind AS, various employee welfare trusts (including ESOP trust) have been consolidated which has led to a reduction in the consolidated equity share capital by Rs. 1.31 crore. Further, Thermax Babcock & Wilcox Energy Solutions Private Limited and Thermax SPX Energy Technologies Limited, hitherto considered as subsidiaries under Indian GAAP are now accounted for as jointly controlled entities and have been consolidated under equity method with effect from transition date.

b. Other comprehensive income includes net movement of cash flow hedge, re-measurement of defined benefit plans and certain other adjustments.

9 During the previous year, the Commissioner of Central Excise, upon adjudication of the show cause-cum-demand notices issued by the Department from time to time for the periods ending March 31, 2015, has passed orders raising demands of Rs. 1,263.24 crore (including penalty but excluding interest not presently quantified). Further, for the period April 2015 to September 2015 show cause notice of Rs. 61.27 crore has been received for the similar matter which is pending adjudication.

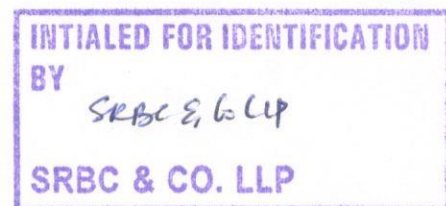
These demands are of excise duty payable on inclusion of the cost of bought out items in the assessable value of certain products manufactured by the Company, though such duty paid bought out items are directly dispatched by the manufacturers thereof to the ultimate customer, without being received in the Company's factory. The Company has filed an appeal against the said orders received before CESTAT, Mumbai. Based on an independent legal advice, the Company is confident of the issue being ultimately decided in its favour and accordingly no provision has been considered necessary by the Company in this regard as also for the period thereafter till June 30, 2016.

For Thermax Limited

Place: Pune
 Date: August 10, 2016

Mrs. Meher Pudumjee
 Chairperson

Sustainable Solutions in Energy & Environment



SRBC & CO LLP
Chartered Accountants
C - 401, Fourth Floor
Panchshil Tech Park
Yerwada, Pune - 411 006

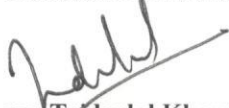
B. K. Khare & Co
Chartered Accountants
706/708, Sharda Chambers
New Marine Lines
Mumbai - 400 020

Limited Review Report

Review Report to
The Board of Directors
Thermax Limited

1. We have reviewed the accompanying Statement of unaudited financial results of Thermax Limited ('the Company') for the quarter ended June 30, 2016 (the "Statement") attached herewith, being submitted by the Company pursuant 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. 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 the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (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.
3. We have not audited or reviewed the accompanying financial results and other financial information as of and for the year ended March 31, 2016 and for the three months ended June 30, 2015 which have been presented solely based on the information compiled by Management.
4. We also draw attention to note 9 of the financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and the show cause notice of Rs. 61.27 crores. The Company has filed an appeal against the said demand and also replied to the show cause notice. Our report is not qualified in respect of this matter.
5. 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 recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed 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.

For **SRBC & CO LLP**
ICAI Firm registration number: 324982E/ E300003
Chartered Accountants


per **T. Devlal Khandelwal**
Partner
Membership No.: 501160

Place: Pune
Date: August 10, 2016



For **B. K. Khare & Co**
ICAI Firm registration number: 105102W
Chartered Accountants


per **H.P. Mahajani**
Partner
Membership No.: 030168

Place: Pune
Date: August 10, 2016



Limited Review Report

**Review Report to
The Board of Directors
Thermax Limited**

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Thermax Group comprising Thermax Limited ('the Company') and its subsidiaries (together 'the Group'), joint ventures and associates for the quarter ended June 30, 2016 (the "Statement") attached herewith, being submitted by the Company pursuant 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. 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 the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (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.
3. We did not review revenues and assets of Rs. 182.36 crores and Rs. 549.74 crores respectively as at June 30, 2016, included in the accompanying unaudited consolidated financial results relating to subsidiaries and the share of loss for joint ventures for Rs. 3.62 crores whose financial information have been reviewed by either by one of us or in case of branches of subsidiaries by the respective branch auditors or other auditors, and whose reports have been furnished to us by the Management. Our conclusion on the unaudited quarterly financial results, in so far as it relates to such subsidiaries is based solely on the reports of the other auditors.
4. We did not review revenues and assets of certain subsidiaries amounting to Rs. 24.64 crores and Rs. 142.12 crores respectively and share of loss of an associate amounting to Rs. 0.62 crores, respectively as at June 30, 2016 and included in the accompanying unaudited consolidated financial results relating such subsidiaries and an associate, whose financial information has not been reviewed by their auditors. Our conclusion on the unaudited quarterly financial results, in so far it relates to such subsidiaries and associate is based solely on the management accounts of those entities.
5. We have not audited or reviewed the accompanying financial results and other financial information as of and for the year ended March 31, 2016 and for the three months ended June 30, 2015 which have been presented solely based on the information compiled by Management.
6. We also draw attention to note 9 of the unaudited consolidated financial results, relating to the demand orders on the Company for Rs. 1,263.24 crores (including penalty of Rs. 319.16 crores and excluding interest not presently quantified) by the Commissioner of Excise, Pune and the show cause notice of Rs. 61.27 crores. The Company has filed an appeal against the said demand and also replied to the show cause notice. Our report is not qualified in respect of this matter.



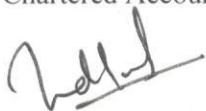
S R B C & CO LLP
Chartered Accountants
C - 401, Fourth Floor
Panchshil Tech Park
Yerwada, Pune - 411 006

B. K. Khare & Co
Chartered Accountants
706/708, Sharda Chambers
New Marine Lines
Mumbai - 400 020

Page 2 of 2

7. Based on our review conducted as above and on consideration of reports of other auditors on the unaudited separate quarterly financial results and on the other financial information of the components, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed 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.

For **S R B C & CO LLP**
ICAI Firm registration number: 324982E/ E300003
Chartered Accountants

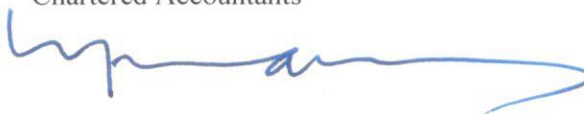


per **Tridevval Khandelwal**
Partner
Membership No.: 501160

Place: Pune
Date: August 10, 2016



For **B. K. Khare & Co**
ICAI Firm registration number: 105102W
Chartered Accountants



per **H.P. Mahajani**
Partner
Membership No.: 030168

Place: Pune
Date: August 10, 2016



Press Release

Q1 Results: Thermax consolidated revenue down by 18.6 %

Pune: August 10, 2016

In the first quarter of fiscal 2016-17, at the consolidated level, Thermax posted a revenue of Rs. 1002 crore, 18.6% lower, compared to Rs. 1231 crore in the corresponding quarter, last year. Profit after tax for the quarter was Rs. 53 crore, down 26.4% from last year's Rs. 72 crore. {Financial results, this year, have been prepared in accordance with the new accounting standards (Ind AS), and the figures for the previous year too have been recast accordingly}. Consolidated Net profit after company's share of loss in Joint Ventures and Associate Company is Rs. 49 crore (Rs. 55 crore), down by 10.9%

The Group, as on June 30, 2016, had an order balance of Rs. 4440 crore (5537 crore). During the quarter, order booking at the consolidated level, stood at Rs. 824 crore, down 19.2% compared to Rs. 1020 crore, last year.

The dip in revenues is on account of the lower order carry forward at the start of FY 2016-17. Order balance position reflected the challenges in the core sectors of the domestic economy, and the sluggish growth in the overseas markets in which the Group operates.

On a standalone basis, during the quarter, Thermax posted an operating revenue of Rs.814 core, 20% lower compared to Rs. 1017 crore in the previous year. Profit after tax for the quarter was Rs. 45 crore, down 19.6% from last year's Rs.56 crore. Order balance on June 30, 2015 stood at Rs. 3653 crore (Rs.4275 crore). Order booking for the quarter declined to Rs. 698 crore (Rs.877 crore).

Land is being acquired in Sri City on the Andhra Pradesh coast to set up a new manufacturing facility. Construction progressed as per schedule, at Dahej, Gujarat for the chemical manufacturing unit, and in Indonesia for the upcoming manufacturing hub in South East Asia.



The Company is making focused effort in the international market to increase its order intake and should see an improvement in both project and product businesses in forthcoming quarters. In the domestic market enquiry inflow has witnessed a positive trend in food processing, beverages, pharma, paints and textile industry. Despite the fall in order finalizations, the Company has been able to grow its service business in all the different business units.

About Thermax Limited: Thermax Limited, a leading energy and environment solutions Provider, is one of the few companies in the world that offers integrated innovative solutions in the areas of heating, cooling, power, water and waste management, air pollution control and chemicals. The sustainable solutions Thermax develops for client companies are Environment-friendly and enable efficient deployment of energy and water resources. For more information visit www.thermaxglobal.com

