NITIN FIRE PROTECTION INDUSTRIES LTD.

Date: August 28, 2018

To,

BSE Limited,
Corporate Services Department,
P. J. Towers, Dalal Street,
Mumbai – 400 001.
BSE Scrip Code No. 532854

National Stock Exchange of India Limited,
Corporate Communications Department,
Exchange Plaza, 5th Floor, Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051.
NSE Scrip Symbol: NITINFIRE

Sub. : Outcome of Board Meeting under the SEBI (LODR) Regulations, 2015

With reference to the captioned subject, we hereby inform you that the Board of Directors of the Company at their meeting held on Tuesday August 28, 2018, inter-alia other matters has approved the following businesses:

1. The Standalone Un-audited Financial statement for the quarter ended on June 30, 2018 along with Limited Review Report issued by M/s Haribhakti & Co. LLP, Statutory Auditors;
2. Appointment of present director Mr. Nitin Shah (DIN: 00073232) as Managing Director of the Company w.e.f. August 28, 2018, subject to th approval of the shareholders of the Company and others as applicable;
3. Appointment of existing director Mr. Atul Mehta (DIN: 00112451) as Chairman of the Company w.e.f. August 28, 2018;
4. Hearing of the petition filed by Dena Bank before NCLT, Mumbai took place and further time was granted;
5. Board Recommendation to shareholders to reverse the increase in authorized share capital passed earlier on December 9, 2017;
6. Book Closure from Sunday, September 23, 2018 to Saturday, September 29, 2018 (both days inclusive) for the purpose of Annual Genera Meeting to be held on September 29, 2018.

The above appointments pertain to change in designation of the existing directors. They are not debarred from holding the office of directc pursuant to any SEBI order or any other such authority. Their brief profiles are enclosed at "Annexure-A".

The meeting of the Board of Directors commenced at 12.30 pm and concluded at 6.15 pm.

This is for your information and record.

Thanking you,
Yours faithfully,
For Nitin Fire Protection Industries Limited

Nitin Shah
Managing Director (DIN: 00073232)

NITIN FIRE PROTECTION INDUSTRIES LTD.

Annexure – A

Brief profile of Managing Director: Mr. Nitin Shah

Mr. Nitin Shah is founder and driving force behind the Company. He holds Diploma in Mechanical Engineering. In 1975 he joined his famil business namely, Zenith Fire Services, which was into manufacturing of fire extinguishers. Subsequently, he did his training in BRK Electronic: U.S.A., which is one of the largest manufacturers of smoke detectors. He set up Nitin Fire Protection Industries Limited in 1995. He has more tha 4 decades of experience in firefighting equipment business. With a hands-on managerial style, he is the guiding light for the Company.

Brief profile of Chairman: Mr. Atul Mehta

Mr. Atul Mehta is a qualified Company Secretary having more than 22 years of experience. Mr. Atul Mehta, aged 52 years, is the Partner of Meht & Mehta, Company Secretaries, a Mumbai-based Secretarial, legal and Consultancy firm specialized in Company Law Matters, Mutual Fun Compliances, IPR - Trade Mark, Patent, Copy Right Litigations, SEBI /CLB/ROC Related Matters, Incorporation and Winding up of Companies. H focuses on Corporate Governance, Secretarial Compliance and human resource development for Industrial Clients with an emphasis o governance cum business transformation. He was former President of The Institute of Company Secretaries of India (ICSI) in 2015 for one year. H was elected as Chairman of WIRC of ICSI in 2009. Mr. Atul Mehta provides corporate counselling & legal assistance to companies, industries, NGO & governmental organizations on a variety of matters, including the structuring, country-specific entry strategies & investment opportunitie: strategic initiatives, fund raising, strategies for negotiating to clients on a variety of issues.

NITIN FIRE PROTECTION INDUSTRIES LIMITED MUMBAI

Regd. Office : 501, Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai 400 076, India.
Tel.: +91 22 4045 7000 Fax : +91 22 2570 1110 Email : nitinfire@vsnl.com Website : http://www.nitinfire.com
रजि. ऑफिस नितिन फायर प्रोटेक्शन इंडस्ट्रीज लिमिटेड ५०१, डेल्टा, प्रौद्योगिकी स्ट्रीट, हीरानंदानी गार्डन, पवई, मुंबई ४०००७६.
CIN No. : L29193MH1995PLC092323 Subsidiary Offices : UAE, UK & Singapore

NITIN FIRE PROTECTION INDUSTRIES LIMITED

Regd. Office : 501 Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai - 400 076. India.

नितिन फायर प्रोटेक्शन इंडस्ट्रीज लिमिटेड

CIN No. : L29193MH1995PLC092323

Website : www.nitinfire.com : Email: nitinfire@vsnl.com

Statement of Standalone unaudited financial results for the Quarter ended June 30, 2018

₹ in Lakhs, except per share data

Particulars	Quarter ended			Year Ended
	Unaudited	Audited	Unaudited	Audited
	30-Jun-2018	31-Mar-2018	30-Jun-2017	31-Mar-2018
Income				
Revenue from operations	874.18	2,716.32	1,071.11	5,523.48
Other Income (Refer note 10)	2,637.90	527.14	100.78	1,163.62
Total Income	**3,512.08**	**3,243.46**	**1,171.89**	**6,687.10**
Expenses				
Cost of materials consumed	760.38	2,435.21	511.66	4,534.39
Purchases of stock-in-trade	88.78	798.47	142.55	1,430.99
Excise duty	-	-	3.62	3.62
Employee benefits expense	174.24	165.87	215.87	783.80
Finance costs	2,026.77	2,486.94	1,121.49	6,168.58
Depreciation and amortisation expenses	42.92	146.24	101.00	442.13
Other expenses (Refer notes 9 and 10)	5,255.40	2,725.90	2,496.02	10,204.73
Total Expenses	**8,348.50**	**8,758.63**	**4,592.21**	**23,568.24**
Loss before exceptional items	**(4,836.42)**	**(5,515.17)**	**(3,420.32)**	**(16,881.14)**
Exceptional items	-	-	-	2,263.73
Loss before tax	**(4,836.42)**	**(5,515.17)**	**(3,420.32)**	**(19,144.87)**
Income tax expense				
Current tax (including tax in respect of earlier years)	-	52.47	-	52.47
Deferred tax	-	-	-	-
Total tax expense	**-**	**52.47**	**-**	**52.47**
Loss after tax	**(4,836.42)**	**(5,567.64)**	**(3,420.32)**	**(19,197.34)**
Other comprehensive income				
(i) Items that will not be reclassified to profit or loss				
- Premeasurement of defined benefit plan (net of tax)	9.91	24.32	4.90	39.65
(ii) Items that will be reclassified to profit or loss				
- Exchange difference in translating the financial statements of foreign operation	-	-	-	-
Other comprehensive income / expense (net of tax)	**9.91**	**24.32**	**4.90**	**39.65**
Total comprehensive (loss) for the period (after tax)	**(4,826.51)**	**(5,543.32)**	**(3,415.42)**	**(19,157.69)**
Paid-up equity share capital (face value of share ₹ 2/- each)	**5,845.39**	**5,845.39**	**5,845.39**	**5,845.39**
Other equity				(22,005.97)
Earning Per Share (of ₹ 2/- each):				
Basic earnings per share	(1.65)	(1.90)	(1.17)	(6.57)
Diluted earnings per share	(1.65)	(1.90)	(1.17)	(6.57)

Notes to the unaudited financial results

1 The above unaudited results have been taken on record at a meeting by the Audit Committee and Board of Directors of the Company at its meeting held on August 28, 2018.

2 This Statement has been prepared in accordance with the Companies ("Indian Accounting Standards") Rules, 2015 (IND AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

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NITIN FIRE PROTECTION INDUSTRIES LTD. MUMBAI

3 In line with the provisions of IND AS 108 "Operating segments" and basis the review of operations being done by the Senior Management, the operations of the Company fall under fire protection/ detection equipments and allied activities, which is considered to be the only reportable segment by the Management.

4 Consequent to dilution of equity stake in Worthington Nitin Cylinders Private Limited (WNCPL) in December 2010, the Company has taken over the outstanding claim of a derivative contract amounting to ₹ 501.33 lakhs (excluding interest). As advised by the legal counsel, it has opined that the said contract is not valid as per Reserve Bank of India regulations and hence, no liability is expected to devolve on the Company and hence, the Management of the Company is of the view that no provision is required. The Company has filed a petition in the Honourable High Court of Bombay challenging the legality of the contract. The petition is pending for disposal.

5 With regard to the Company's investment in Equity Shares of WNCPL carried at a cost of ₹ 4,195.04 lakhs in the unaudited financial results, as at June 30, 2018, the Management is in discussion with the majority shareholders of WNCPL and expects to recover the carrying amount. Hence, the management believes that no impairment provision is required.

6 Trade receivables for the quarter ended June 30, 2018 includes ₹ 28,988.26 lakhs against exports/ domestic sales made in earlier years, payments for which are not forthcoming. The Company has made overall provision of ₹ 18,123.80 lakhs by way of Expected Credit Loss. The Company's Management is making all efforts to recover the same and is confident of recovery. Hence, no specific provision is considered necessary.

7 The balances of Trade receivables amounting to ₹ 2,898.78 lakhs (other than those covered under point (6) above), Trade payables amounting to ₹ 1,920.92 lakhs and Loans to body corporates amounting to ₹ 341.61 lakhs are subject to confirmation/ reconciliation. The Management is in the process of reconciling the same and do not expect any consequential impact in the financial results in this regard.

8 The Company has incurred net loss of ₹ 4,826.51 lakhs during the quarter ended June 30, 2018 and, as of that date, the Company's current liabilities exceeded its total assets by ₹ 18,882.09 lakhs. Further one of the lender has filed Petition before National Company Law Tribunal under Insolvency and Bankruptcy Code, 2016. The Company is in the process of submitting its response to the Petition and the matter is pending. This indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Based on future business plans, the Management is confident that the Company will be able to generate profit in future periods and meet its financial obligations as they arise and hence, the unaudited financial results have been prepared on going concern basis.

9 Other expenses for the quarter ended June 30, 2018 includes ₹ 4,981.70 lakhs (₹ 2,148.34 lakhs for April - June 2017) towards impairment of trade receivables using lifetime expected credit loss method ("ECL Method").

10 Other income for the quarter ended June 30, 2018 includes ₹ 2,054.18 lakhs (₹ 95.17 lakhs for April - June 2017 foreign exchange loss grouped under other expenses) towards gain on foreign currency transactions.

11 On the consideration of prudence and in the absence of virtual certainty of sufficient future taxable income, deferred tax assets is recognised only up to deferred tax liabilities by the management.

12 Ind AS 115 'Revenue from Contracts with Customers' is mandatory for reporting periods beginning on or after April 1, 2018, it replaces existing revenue recognition standards Ind AS 11 'Construction Contracts' and Ind AS 18 'Revenue'. In accordance with the first time adoption option available in the said standard, the Company has chosen the 'modified retrospective approach'. There is no significant adjustment required to the retained earnings as at April 1, 2018. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the unaudited financial results for the quarter.

13 The figures of the last quarter ended March 31, 2018 are the balancing figures between the audited figures in respect of full financial year and the published year to date figures up to the 3rd quarter of the relevant financial year.

14 The previous quarter/ year figures have been regrouped, rearranged, reclassified or reworked as necessary to confirm to the current quarter accounting treatment.

Place: Mumbai
Date: August 28, 2018

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FIRE PROTECTION INDUSTRIES LTD. MUMBAI NITIN

Nitin M Shah
Managing Director
DIN No. 00073232

Limited Review Report on the Standalone Unaudited Financial Results of Nitin Fire Protection Industries Limited for the quarter ended June 30, 2018 pursuant to regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors
Nitin Fire Protection Systems Limited

1. We were engaged to review the accompanying Statement of Standalone Unaudited Financial Results of **Nitin Fire Protection Systems Limited** ('the Company') for the quarter ended June 30, 2018 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 and Circular No. CIR/CFD/FAC/ 62/2016 dated July 5, 2016. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under Section 133 of Companies Act, 2013 ("the Act") read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2.

   a. As more fully explained in Note No. 4 to the Statement, no provision has been made by the Company in respect of its dispute with a bank for claim made by the bank for Rs. 501.33 lakhs (excluding interest) on a derivative contract entered into by its erstwhile subsidiary, the liability for which has been taken over by the Company. The Company has not determined the quantum of provision required in this regard as at June 30, 2018 on the above contract and has relied on a legal opinion in the matter wherein no liability is expected. Pending the final settlement of the matter, we are unable to comment on the extent of provision required, if any, in this regard.

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b. As more clarified in Note No. 5 to the Statement, the Company has an exposure in Worthington Nitin Cylinders Private Limited aggregating Rs. 4,195.04 lakhs as at June 30, 2018. In the absence of the fair value of the investment as required under Ind AS 28 'Investment in Associates and Joint Ventures', we are unable to comment on the impairment, if any, on the carrying amount of the investment as at June 30, 2018.

c. As more explained in the Note No. 6 to the Statement, in relation to exposure in trade receivables aggregating Rs. 28,988.26 lakhs which are outstanding for a long period of time, payments for which are not forthcoming and are subject to independent confirmation. In the absence of independent confirmations from some of the trade receivables, any other alternate audit evidence and non recovery of any amount during the quarter and till date, we are unable to comment on the recoverability of the same and consequential write off, if any.

d. As more explained in the Note No. 7 to the Statement, the Trade receivables aggregating Rs. 2,898.78 lakhs (other than those covered under para (c) above), Trade payables aggregating Rs. 1,920.92 lakhs and loans to body corporates aggregating Rs. 341.61 lakhs were subject to independent confirmation/ reconciliation as at June 30, 2018. In the absence of independent confirmation/ reconciliation, we are unable to comment on the consequential impact, if any.

The audit report on the Annual Standalone Ind AS Financial Statement for the year ended March 31, 2018 was disclaimed in respect of all matters stated above.

3. Because of the significance of the matters described in Paragraph 2 above, we are unable to express, and we do not express, a conclusion on the accompanying Statement.

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4. We draw attention to Note No. 8 in the Statement, which indicates that the Company has incurred net loss of Rs. 4,826.51 lakhs during the quarter ended June 30, 2018 and, as at that date, the Company's current liabilities exceeded its total assets by Rs. 18,882.09 lakhs. Further as stated therein, this indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Snehal Shah
Partner
Membership No.: 048539

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Mumbai
August 28, 2018