

Regency Ceramics Limited

CIN : L26914TG1983PLC004249

Regd Office: 6-3-1090/A/7, IMS House, 3rd Floor, Somajiguda, Hyderabad – 500082

Phone : 040-23319902, 23327555

REF:RCL/SEC/2017

Date: 30th May, 2017

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

Dear Sir / Madam,

Sub : Audited financial results for the financial year ended 31st March 2017.

Ref : Regulation 33 of the SEBI (LODR) Regulations 2015.

The Board of Directors in its meeting held on Tuesday the 30th May, 2017 at Regd office of the company, have inter alia considered:

1. Approved the Audited Financial Results for the year ended 31st March, 2017
2. Approved the draft notice of the Annual General Meeting and Directors' report of the Company.

Pursuant to the regulation 33 of SEBI (LODR) Regulations 2015, we enclose the following:

- a. Statement showing Audited financial results for the year ended 31 March 2017.
- b. Form - B (Format of covering letter of the Annual audit report to be filed with the stock exchanges).
- c. Auditors Report on the Audited Financial Results for the year 2016-17.

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



Regency Ceramics Limited

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31st March 2017

Particulars	(Rs. in lakhs except for share data)				
	Quarter ended			Year ended	
	31/03/2017 (Audited)	31/12/2016 (Unaudited)	31/03/2016 (Audited)	31.03.2017 (Audited)	31.03.2016 (Audited)
1. Income from Operations					
(a) Net Sales/Income from Operations (Net of excise duty)	0.00	0.00	0.00	0.00	0.00
(b) Other Income	4.40	0.90	-5.44	7.10	157.15
Total income from Operations (net)	4.40	0.90	-5.44	7.10	157.15
2. Expenses					
(a) Cost of Materials consumed	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
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	0.00	0.00	0.00	0.00	0.00
(d) Employee benefits expense	9.37	7.08	10.97	31.87	40.79
(e) Depreciation and amortisation expense	119.26	119.81	125.46	478.68	501.83
(f) Finance Cost	0.07	1.45	-0.93	4.30	1.44
(g) Other expenses	18.24	13.99	15.52	67.30	78.26
Total Expenses	146.94	142.33	151.02	582.15	622.32
3. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (1-2)	(142.54)	(141.43)	(156.46)	(575.05)	(465.17)
Exceptional Items	0.00	0.00	0.00	0.00	0.00
Profit / (Loss) from ordinary activities before tax	(142.54)	(141.43)	(156.46)	(575.05)	(465.17)
Tax expense	0.00	0.00	0.00	0.00	0.00
Net Profit / (Loss) from ordinary activities after tax	(142.54)	(141.43)	(156.46)	(575.05)	(465.17)
Net Profit/(Loss) from Discontinued activities before Tax	-	-	-	-	-
Tax expenses on Discontinued activities	-	-	-	-	-
Net Profit/(Loss) from Discontinued activities after Tax	-	-	-	-	-
Net Profit / (Loss) for the period /year	(142.54)	(141.43)	(156.46)	(575.05)	(465.17)
Paid-up equity share capital (Face Value of the Share Rs.10/-)	2644.16	2644.16	2644.16	2644.16	2644.16
Reserves excluding Revaluation Reserves	-	-	-	-	-
Earnings Per Share (EPS)					
Basic and Diluted EPS before extraordinary items (not to be annualised)	(0.54)	(0.53)	(0.59)	(2.17)	(1.76)
Basic and Diluted EPS after extraordinary items (not to be annualised)	(0.54)	(0.53)	(0.59)	(2.17)	(1.76)
A PARTICULARS OF SHAREHOLDING					
Public Shareholding					
- Number of Shares	11012277	11012277	11012277	11012277	11012277
- Percentage of shareholding	41.65%	41.65%	41.65%	41.65%	41.65%
Promoters and Promoter Group Shareholding					
a) Pledged/ Encumbered					
- Number of Shares	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%
- Percentage of shares (as a % of the total share capital of the company)	18.46%	18.46%	18.46%	18.46%	18.46%
b) Non-Encumbered					
- Number of Shares	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%
- Percentage of shares (as a % of the total share capital of the company)	39.89%	39.89%	39.89%	39.89%	39.89%
Particulars	Year ended 31/03/2017				
B INVESTOR COMPLAINTS					
Pending at the beginning of the quarter			Nil		
Received during the quarter			Nil		
Disposed off during the quarter			Nil		
Remaining unresolved at the end of the quarter			Nil		



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

Statement of Assets and Liabilities

(Rs in Lakhs) (Rs in Lakhs)

Particulars	As at 31.03.2017 (Audited)	As at 31.03.2016 (Audited)
A. EQUITY AND LIABILITIES		
1. Shareholders' funds		
(a) Share capital	2644.16	2644.16
(b) Reserves and surplus	(8624.82)	(8049.77)
Sub-total - Shareholders' funds	(5980.66)	(5405.61)
2. Non-current liabilities		
(a) Long-term borrowings	-	-
(b) Deferred tax liabilities (net)	-	-
(c) Other long-term liabilities	3412.93	2618.93
(d) Long-term provisions	192.93	194.03
Sub-total - Non-current liabilities	3605.86	2812.96
3. Current liabilities		
(a) Short-term borrowings	2254.15	2254.15
(b) Trade payables - Micro and small enterprises	192.98	192.98
- Other than micro and small enterprises	2543.55	2274.37
(c) Other current liabilities	7830.55	9269.24
(d) Short-term provisions	-	-
Sub-total - Current liabilities	12821.23	13990.75
TOTAL - EQUITY AND LIABILITIES	10446.43	11398.10
B. ASSETS		
1. Non-current assets		
(a) Fixed assets	4665.69	5145.65
(b) Non-current investments	202.42	202.42
(c) Long-term loans and advances	17.05	17.05
Sub-total - Non-current assets	4885.16	5365.12
2. Current assets		
(a) Current investments	-	-
(b) Inventories	664.00	664.00
(c) Trade receivables	812.03	835.40
(d) Cash and cash equivalents	160.08	609.17
(e) Short-term loans and advances	1746.33	1745.58
(f) Other current assets	2178.83	2178.83
Sub-total - Current assets	5561.27	6032.98
TOTAL - ASSETS	10446.43	11398.10



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Notes:

1. The above audited 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 30.05.2017. The limited review of the same has been carried out by the Statutory Auditors of the Company.
2. 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. The Salary, Wages and other benefits to factory employees were not considered as provisional liability and not taken in the books under "No Work - No Pay" principle pending orders / judgment of the Industrial Tribunal.
3. 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
4. The condition of the fixed assets, raw materials, stores, spares and its present realisable value could not be estimated and not insured.
5. 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.
6. The lenders took symbolic possession of the properties under Rule 8(1) of Security Interest (Enforcement) Rules, 2002 in exercise of powers conferred on them under section 13(4) of the SARFAESI Act. State Bank of Bikaner & Jaipur assigned and transferred its facilities together with all underlying securities interests thereto to Phoenix ARC Private Limited (Trustee of Phoenix Trust - FY15-5). Some lenders sanctioned and others are in the process of sanctioning revised One Time Settlement package in view of the current situation.

The lenders also filed an application under section 19 of the Recovery of Debts due to Banks and Financial Institutions Act, 1993 in the Debts Recovery Tribunal, Hyderabad for recovery of their dues. In view of the above, the Long Term Borrowings are considered as current maturities of long term borrowings and shown under Other Current Liabilities. Hypothecation / Hire purchase loans are repayable within one year and shown under Other Current Liabilities.
7. The company has not provided the interest on secured loans to the extent of Rs.1026.61 lakhs calculated @ interest rates as per sanction, as the same was not debited by Banks, in line with Bank's statement of account.
8. A reference under Section 15(1) of Sick Industrial Companies (Special provisions) Act 1985 filed with Board for Industrial and Financial Reconstruction has been abated and the company preferred an appeal before AAIFR. The company lost the case in AAIFR also due to lack of
9. 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.
10. Segment wise reporting is not applicable as the Company is dealing with single product.
11. The figures of the current quarter are the balancing figures between audited figures in respect of full financial year and the published year to date figures upto the third quarter of the current financial year. Previous quarter's/year's figures have been regrouped wherever necessary.

Place: Hyderabad
Date: 30.05.2017



For and on behalf of the Board of Directors
For REGENCY CERAMICS LIMITED


Dr. G.N. Naidu

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Chairman and Managing Director

FORM - B

Format of covering letter of the Annual audit report to be filed with the Stock Exchanges.

1.	Name of the Company	REGENCY CERAMICS LIMITED
2.	Annual Financial statement for the year ended	31 st March, 2017
3.	Type of Audit Qualification	Qualified
4.	Frequency of Qualification	Since previous years
5	<p>Draw attention to relevant notes in the Annual Financial statements and management response to the qualification in the directors report.</p> <ol style="list-style-type: none"> 1. <i>Manufacturing operations of the company were stopped due to riots, strike and malicious damage at factory since 27.01.2012. The company declared lock out of the plant on 31.01.2012 and the condition of the fixed assets & its realizable value could not be estimated. The machinery and building were not insured during the year and disclosed at book value after providing depreciation on account of efflux of time.</i> 2. <i>The condition of the raw materials, stores and spares and its realizable value could not be estimated by the company. The stocks were not insured during the year and disclosed at book value.</i> 3. <i>During the year, the company has not provided the provisional liability towards salary, wages and other benefits to its factory employees pending orders/judgment of the industrial Tribunal. Further, the company has not provided for its liability towards Gratuity and leave encashment in accordance to AS-15 "Employee Benefits". Since the company could not compute the liability in the absence of complete records, we are unable to comment upon the impact of non-provision of additional loss of the company for the year and on the current liabilities as at 31.03.2017.</i> 4. <i>Confirmation of balances was not obtained from Debtors, Creditors, loans and advances and other current assets.</i> 5. <i>The company requested the lenders for sanction of revised OTS and paid Rs.12.43 Crores against the sanctions received till date. State Bank of Bikaner & Jaipur assigned and transferred the facilities sanctioned by them together with all underlying securities and interests thereto to Phoenix ARC Private Limited (Trustee of Phoenix Trust-FY15-5). The lenders initiated recovery action against the company and took symbolic Possession under Rule 8(1) of Security Interest (Enforcement) Rules, 2002 in exercise of powers conferred on them under section 13(4) of the SARFAESI Act. The lenders also filed an application under section 19 of the Recovery of Debts due to Banks and Financial Institutions Act, 1993 in the Debts Recovery Tribunal, Hyderabad for recovery of their dues. In view of the above, the Long Term Borrowings are considered as current maturities of long term borrowings and shown under Other Current Liabilities. Hypothecation / Hire purchase loans are repayable within one year and shown under Other Current Liabilities.</i> 	

	<p>6. The company did not provide the interest on secured loans amounting to Rs.1026.61 Lakhs for the year and Rs.5274.77 Lakhs up to 31st March 2017 which is subject to confirmation from the banks.</p> <p>7. The company has not provided the liability towards interest and penalties payable on account of statutory dues. The Company is of opinion that the statutory authorities shall waive the same in view of the unprecedented incident.</p> <p>8. The reference filed by the company under section 15(1) of Sick Industrial Companies (Special Provisions) Act, 1985 with the Board for Industrial and Financial Reconstruction (BIFR) has been abated and the company preferred an appeal before AAIFR. The company lost the case in AAIFR also due to lack of support from the lenders.</p>
6	<p>Additional comments from the Board / Audit committee chair. The plant was destroyed and the President (operations) of the Company was killed on 27.01.2012. The plant is under Lock out and since then, no production. Hence the audit Qualifications.</p>

Signed by

Chairman Managing Director For Regency Ceramics Limited



Dr G N Naidu
Chairman and Managing Director

CFO

For Regency Ceramics Limited



N. Satyendra Prasad
CFO

Auditors

for Brahmayya & Co.,

K. Shrawan

K. Shrawan
Partner
Membership No. 215798



Audit Committee Chairman

For Regency Ceramics Limited



B. Surendra
Audit Committee Chairman



CHARTERED ACCOUNTANTS

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

Auditor's Report on Quarterly Financial Results & Year to Date Financial Results of REGENCY CERAMICS LIMITED Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To
Board of Directors of REGENCY CERAMICS LIMITED

We have audited the quarterly financial results of REGENCY CERAMICS LIMITED ("Company") for the quarter ended 31st March, 2017 and the year to date financial results for the period from 1st April, 2016 to 31st March, 2017 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) for interim financial Reporting (AS-25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our qualified opinion.

Basis for Qualified Opinion

1. *Manufacturing operations of the company were stopped due to riots, strike and malicious damage at factory since 27.01.2012. The company declared lock out of the plant on 31.01.2012 and the condition of the fixed assets & its realizable value could not be estimated. The machinery and building were not insured during the year and disclosed at book value after providing depreciation on account of efflux of time.*
2. *The condition of the raw materials, stores and spares and its realizable value could not be estimated by the company. The stocks were not insured during the year and disclosed at book value.*
3. *During the year, the company has not provided the provisional liability towards salary, wages and other benefits to its factory employees pending orders/judgment of the industrial Tribunal. Further, the company has not provided for its liability towards Gratuity and leave encashment in accordance to AS-15 "Employee Benefits". Since the company could not compute the liability in the absence of complete records, we are unable to comment upon the impact of non-provision of additional loss of the company for the year and on the current liabilities as at 31.03.2017.*
4. *Confirmation of balances was not obtained from Debtors, Creditors, loans and advances and other current assets.*





CHARTERED ACCOUNTANTS

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

5. The company requested the lenders for sanction of revised OTS and paid Rs.12.43 Crores against the sanctions received till date. State Bank of Bikaner & Jaipur assigned and transferred the facilities sanctioned by them together with all underlying securities and interests thereto to Phoenix ARC Private Limited (Trustee of Phoenix Trust-FY15-5). The lenders initiated recovery action against the company and took symbolic Possession under Rule 8(1) of Security Interest (Enforcement) Rules, 2002 in exercise of powers conferred on them under section 13(4) of the SARFAESI Act. The lenders also filed an application under section 19 of the Recovery of Debts due to Banks and Financial Institutions Act, 1993 in the Debts Recovery Tribunal, Hyderabad for recovery of their dues. In view of the above, the Long Term Borrowings are considered as current maturities of long term borrowings and shown under Other Current Liabilities. Hypothecation / Hire purchase loans are repayable within one year and shown under Other Current Liabilities.
6. The company did not provide the interest on secured loans amounting to Rs.1026.61 Lakhs for the year and Rs.5274.77 Lakhs up to 31st March 2017 which is subject to confirmation from the banks.
7. The company has not provided the liability towards interest and penalties payable on account of statutory dues. The Company is of opinion that the statutory authorities shall waive the same in view of the unprecedented incident.
8. The reference filed by the company under section 15(1) of Sick Industrial Companies (Special Provisions) Act, 1985 with the Board for Industrial and Financial Reconstruction (BIFR) has been abated and the company preferred an appeal before AAIFR. The company lost the case in AAIFR also due to lack of support from the lenders.

Consequent to the above, the Net loss would increase and Shareholders funds would reduce to this extent.

In our opinion and to the best of our information and according to the explanation given to us, except for the effects of the matter described in Basis for Qualified Opinion paragraph above, these quarterly financial results as well as the year to date financial results:

- i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 in this regard; and
- ii) give a true and fair view of the net loss and other financial information for the quarter ended 31st March, 2017 as well as the year to date financial results for the period from 1st April, 2016 to 31st March, 2017.

The statement includes the results for the Quarter ended 31st March, 2017, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which are subject to limited review by us.

Place : Hyderabad
Date : 30.05.2017

for **BRAHMAYYA & CO.**
Chartered Accountants
Firm's Regn No. 000513S



K. Shraavan
(K.SHRAVAN)
Partner
Membership No. 215798