

Secretary,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Date: 30th May, 2016

Dear Sirs,

**Statement of Standalone Financial Results for the quarter and year ended 31st March, 2016**

(Rs. in Lakhs)

Particulars	Quarter ended			Year ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
	(Audited) (see Note 7)	(Unaudited)	(Audited) (see Note 7)	(Audited)	(Audited)
<b>1 Income from operations</b>					
a) Net sales / Income from operations (net of excise duty)	5,552	6,400	6,789	23,723	27,599
b) Other operating income	418	414	276	1,526	1,139
<b>Total income from operations (net)</b>	<b>5,970</b>	<b>6,814</b>	<b>7,065</b>	<b>25,249</b>	<b>28,738</b>
<b>2 Expenses</b>					
a) Cost of materials consumed	1,768	2,000	1,761	7,032	6,054
b) Purchases of stock-in-trade	2	(1)	(29)	13	122
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(303)	34	(318)	(565)	(766)
d) Employee benefits expense	1,169	1,194	1,088	4,871	4,704
e) Depreciation and amortisation expense	205	212	(123)	835	715
f) Transportation, freight, hire charges and other operating costs relating to Shipping and Logistics division	881	1,066	1,967	4,194	8,227
g) Other expenses	2,609	2,229	2,780	9,207	9,448
<b>Total expenses</b>	<b>6,331</b>	<b>6,734</b>	<b>7,126</b>	<b>25,587</b>	<b>28,504</b>
<b>3 Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>(361)</b>	<b>80</b>	<b>(61)</b>	<b>(338)</b>	<b>234</b>
<b>4 Other income</b>	<b>564</b>	<b>85</b>	<b>163</b>	<b>857</b>	<b>603</b>
<b>5 Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>203</b>	<b>165</b>	<b>102</b>	<b>519</b>	<b>837</b>
<b>6 Finance costs</b>	<b>482</b>	<b>449</b>	<b>486</b>	<b>1,897</b>	<b>1,879</b>
<b>7 Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>(279)</b>	<b>(284)</b>	<b>(384)</b>	<b>(1,378)</b>	<b>(1,042)</b>
<b>8 Exceptional Items (see Note 2)</b>	<b>699</b>	<b>(271)</b>	<b>1,414</b>	<b>1,600</b>	<b>984</b>
<b>9 Profit / (Loss) from ordinary activities before tax (7+8)</b>	<b>420</b>	<b>(555)</b>	<b>1,030</b>	<b>222</b>	<b>(58)</b>
<b>10 Tax expense / (Benefit)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>11 Net Profit / (Loss) from ordinary activities after tax (9-10)</b>	<b>420</b>	<b>(555)</b>	<b>1,030</b>	<b>222</b>	<b>(58)</b>
<b>12 Extraordinary items (net of tax expense)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13 Net Profit / (Loss) for the period / year (11+12)</b>	<b>420</b>	<b>(555)</b>	<b>1,030</b>	<b>222</b>	<b>(58)</b>
<b>14 Paid-up equity share capital</b> (Face Value of Rs. 10 each)	<b>1,290</b>	<b>1,290</b>	<b>1,290</b>	<b>1,290</b>	<b>1,290</b>
<b>15 Paid-up debt capital</b>				<b>10,000</b>	<b>10,000</b>
<b>16 Reserves excluding Revaluation Reserve as per balance sheet of the previous accounting year</b>				<b>12,457</b>	<b>12,235</b>
<b>17 Debenture Redemption Reserve (included in item 16 above)</b>				<b>2,500</b>	<b>2,500</b>
<b>18 Basic and diluted Earnings per share (Face Value of Rs. 10 each)</b> (Quarter figures not annualised)	<b>Rs.3.26</b>	<b>Rs.(4.30)</b>	<b>Rs.7.99</b>	<b>Rs.1.72</b>	<b>Rs.(0.45)</b>
<b>19 Debt Equity Ratio</b>				<b>1.03</b>	<b>1.14</b>
<b>20 Debt Service Coverage Ratio</b>				<b>0.33</b>	<b>0.40</b>
<b>21 Interest Service Coverage Ratio</b>				<b>1.85</b>	<b>0.74</b>
<b>22 Net worth</b>				<b>13,746</b>	<b>13,525</b>
<b>Paid-up debt capital = Listed Non Convertible Debentures (including current maturities)</b>					
<b>Debt Equity Ratio = Long Term Borrowings (including current maturities) / Equity Shareholders Fund</b>					
<b>Debt Service Coverage Ratio = Earnings Before Interest and Tax + Depreciation &amp; amort. exps + prov. for Dim. in the value of Investment / (Interest + Repayment of Long Term Borrowings)</b>					
<b>Interest Service Coverage Ratio = Earnings Before Interest and Tax + Depreciation &amp; Amort. Exps + Prov. for Dim. in the value of Investment / (Interest Expense)</b>					
<b>Net worth = The aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.</b>					
See accompanying notes to the financial results.					

Reporting of Segment wise Revenue, Results and Capital Employed

(Rs. in Lakhs)

	Quarter ended			Year ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
	(Audited) (see Note 7)	(Unaudited)	(Audited) (see Note 7)	(Audited)	(Audited)
<b>1 Segment Revenue</b>					
(a) Engineering	3,754	3,518	3,257	13,937	13,215
(b) Real Estate	424	421	265	# 2,719	1,100
(c) Energy Solution	539	1,046	862	2,744	2,071
(d) Shipping and Logistics Services (Discontinuing operation) (see Note 3)	1,270	1,847	2,702	7,098	12,428
<b>Total</b>	<b>5,987</b>	<b>6,832</b>	<b>7,086</b>	<b>26,498</b>	<b>28,814</b>
Less: Inter Segment Revenue	17	18	21	77	76
<b>Total income from operations (net)</b>	<b>5,970</b>	<b>6,814</b>	<b>7,065</b>	<b>26,421</b>	<b>28,738</b>
<b>2 Segment Results [(Profit/(Loss) before Tax and Interest from each Segment (including exceptional items related to segments)]</b>					
(a) Engineering	679	231	426	1,568	1,263
(b) Real Estate	284	272	402	2,147	832
(c) Energy Solution	(174)	234	175	232	281
(d) Shipping and Logistics Services (Discontinuing operation) (see Note 3)	(295)	(136)	(16)	(723)	275
<b>Total segment results</b>	<b>494</b>	<b>601</b>	<b>987</b>	<b>3,224</b>	<b>2,651</b>
Add / (Less): Exceptional items other than related to segments (see Note 2)	652	(271)	1,414	381	1,065
	<b>1,146</b>	<b>330</b>	<b>2,401</b>	<b>3,605</b>	<b>3,716</b>
Less: Finance costs	(483)	(449)	(486)	(1,898)	(1,879)
<b>Balance</b>	<b>663</b>	<b>(119)</b>	<b>1,915</b>	<b>1,707</b>	<b>1,837</b>
Less: Unallocable expenses net of unallocable income	(243)	(436)	(885)	(1,485)	(1,895)
<b>Profit / (Loss) from ordinary activities before Tax</b>	<b>420</b>	<b>(555)</b>	<b>1,030</b>	<b>222</b>	<b>(58)</b>
<b>3 Capital Employed (Segment assets less segment liabilities)</b>					
(a) Engineering	4,913	4,408	4,899	4,913	4,899
(b) Real Estate	1,564	1,195	2,806	1,564	2,806
(c) Energy Solution	1,004	1,289	1,525	1,004	1,525
(d) Shipping and Logistics Services (Discontinuing operation) (see Note 3)	3,333	2,855	2,756	3,333	2,756
	<b>10,814</b>	<b>9,747</b>	<b>11,986</b>	<b>10,814</b>	<b>11,986</b>
Unallocated	21,365	20,491	18,769	21,365	18,769
<b>Total Capital Employed</b>	<b>32,179</b>	<b>30,238</b>	<b>30,755</b>	<b>32,179</b>	<b>30,755</b>




# Includes Rs.1,172 Lakhs towards arrears of rental income classified as an exceptional item.

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For Identification  
 Deloitte Haskins & Sells LLP  
 Mumbai

## Standalone Statement of assets and liabilities

Particulars	<b>(Rs. in Lakhs)</b>	
	As at 31.03.2016 Audited	As at 31.03.2015 Audited
<b>I EQUITY AND LIABILITIES</b>		
<b>1 Shareholders' funds</b>		
a) Share capital	1,290	1,290
b) Reserves and surplus	12,456	12,235
<b>sub-total - Shareholders' funds</b>	<b>13,746</b>	<b>13,525</b>
<b>2 Non-current liabilities</b>		
a) Long-term borrowings	8,354	8,226
b) Other long-term liabilities	701	601
c) Long-term provisions	520	1,126
<b>sub-total - Non-current liabilities</b>	<b>9,575</b>	<b>9,953</b>
<b>3 Current liabilities</b>		
a) Short-term borrowings	4,260	1,802
b) Trade payables	4,089	3,871
c) Other current liabilities	9,016	9,466
d) Short-term provisions	2,689	1,530
<b>sub-total - Current liabilities</b>	<b>20,054</b>	<b>16,669</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>43,375</b>	<b>40,147</b>
<b>II ASSETS</b>		
<b>1 Non-current assets</b>		
a) Fixed assets	6,394	10,023
b) Non-current investments	16,674	16,270
c) Long-term loans and advances	4,065	3,486
d) Other non-current assets	62	1
<b>sub-total - Non-current assets</b>	<b>27,195</b>	<b>29,780</b>
<b>2 Current assets</b>		
a) Inventories	3,861	3,705
b) Trade receivables	4,307	4,715
c) Cash and cash equivalents	1,424	718
d) Short-term loans and advances	1,533	606
e) Other current assets	5,055	623
<b>sub-total - Current assets</b>	<b>16,180</b>	<b>10,367</b>
<b>TOTAL - ASSETS</b>	<b>43,375</b>	<b>40,147</b>



  
**For Identification**  
**Deloitte Haskins & Sells LLP**  
**Mumbai**

**NOTES:**

- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 30<sup>th</sup> May, 2016.
- Exceptional items:

		Quarter ended			Year ended	
		31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
		(Audited) (see Note 7)	(Unaudited)	(Audited) (see Note 7)	(Audited)	(Audited)
(i)	Termination benefits and one time settlement with employees	-	-	-	-	(81)
(ii)	(Provision)/Reversal for diminution in the value of investments	-	(271)	1,414	(271)	1,065
(iii)	Arrears of rental income	-	-	-	1,172	-
(iv)	Income on settlement of dues	47	-	-	47	-
(v)	Interest on dues from part settlement of Coromandal Garments Limited, a company under liquidation	652	-	-	652	-
<b>TOTAL (i to v)</b>		<b>699</b>	<b>(271)</b>	<b>1,414</b>	<b>1,600</b>	<b>984</b>

(Rs.in Lakhs)

- In January 2016, the Board had granted its approval for sale of the Shipping & Logistics Services business comprising Container Freight Station (CFS) and Logistics on a slump sale basis.

The CFS division at Veshvi is yet to be transferred for which a definitive agreement is in place.

The Company has completed the slump sale of Mundra CFS in April, 2016. The Company has executed an Agreement to transfer assets dated April 18, 2016 pertaining to its Logistics business and simultaneously completed the transaction.

- Details of Redeemable Non-Convertible Debentures are as follows :-

S.No.	Particulars	Previous Due Date (01 <sup>st</sup> October, 2015 to 31 <sup>st</sup> March, 2016)		Next Due Date (01 <sup>st</sup> April, 2016 to 30 <sup>th</sup> September, 2016)	
		Principal	Interest	Principal	Interest & Premium
1	5FORBES2016 (Rs.4,000 Lakhs)	-	31 <sup>st</sup> March, 2016	27 <sup>th</sup> April, 2016	27 <sup>th</sup> April, 2016
2	980FCL20 (Rs.6,000 Lakhs)	-	10 <sup>th</sup> March, 2016	-	12 <sup>th</sup> Sept., 2016

All the interests due were paid on due dates.

- The Company has retained its credit ratings of "Crisil AA-/stable" for Rs.4,000 Lakhs and "ICRA AA-/stable" for Rs.6,000 Lakhs.
- The Redeemable Non-Convertible Debentures of the Company aggregating Rs.10,000 Lakhs as at 31<sup>st</sup> March, 2016 are secured by mortgage of premises being the land and factory situated at Waluj, Aurangabad together with plant and machinery and other support facilities and the asset cover thereof is 1.29 times of the principal amount of the said debentures.
- The figures for the last quarter are the balancing figures between the audited figures in respect of the full financial year and published year to date figures up to the third quarter of the respective financial year.
- Figures for the previous period are re-classified / re-arranged / regrouped, wherever necessary, to correspond with the current year's classification / disclosure.


For Forbes & Company Limited



(Mahesh Tahilyani)  
Managing Director  
DIN : 01423084

Mumbai, 30<sup>th</sup> May, 2016



  
**For Identification**  
**Deloitte Haskins & Sells LLP**  
**Mumbai**

## INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF FORBES & COMPANY LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of **FORBES & COMPANY LIMITED** ("the Company") for the year ended March 31, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
  - i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and



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- ii. gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended March 31, 2016.
4. The Statement includes the results for the Quarter ended March 31, 2016 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 were subject to limited review by us.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
(Firm's Registration No.117366W/W-100018)



**Nilesh Shah**  
(Partner)  
(Membership No. 49660)

MUMBAI, May 30, 2016

Date: 30 May, 2016

Secretary,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sirs,

**Statement of Consolidated Financial Results for the year ended 31 March, 2016**

(₹ in lakhs)

Particulars	CONSOLIDATED	
	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)
<b>1 Income from operations</b>		
a) Net Sales / Income from Operations (net of excise duty)	3,73,230	3,50,679
b) Other operating income	6,890	3,927
<b>Total income from operations (net)</b>	<b>3,80,120</b>	<b>3,54,606</b>
<b>2 Expenditure</b>		
a) Cost of materials consumed	72,500	65,464
b) Purchases of stock-in-trade	61,610	53,763
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2,329)	1,735
d) Employee benefits expense	70,584	61,729
e) Depreciation and amortisation expense	7,538	2,162
f) Operating costs related to shipping and logistic services	61,491	66,113
g) Other expenses	1,01,259	91,168
<b>Total expenses</b>	<b>3,72,653</b>	<b>3,42,134</b>
<b>3 Profit from operations before other income, finance costs and exceptional items (1-2)</b>	<b>7,467</b>	<b>12,472</b>
<b>4 Other Income</b>	<b>5,146</b>	<b>5,736</b>
<b>5 Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>12,613</b>	<b>18,208</b>
<b>6 Finance costs</b>	<b>9,791</b>	<b>9,120</b>
<b>7 Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>2,822</b>	<b>9,088</b>
<b>8 Exceptional Items (See Note 2)</b>	<b>(2,090)</b>	<b>(1,010)</b>
<b>9 Profit from ordinary activities before tax (7-8)</b>	<b>732</b>	<b>8,078</b>
<b>10 Tax expense (net)</b>	<b>3,965</b>	<b>4,374</b>
<b>11 Net (Loss)/Profit from ordinary activities after tax (9-10)</b>	<b>(3,233)</b>	<b>3,704</b>
<b>12 Extraordinary items</b>	<b>-</b>	<b>-</b>
<b>13 Net (Loss) /Profit for the year (11+12)</b>	<b>(3,233)</b>	<b>3,704</b>
<b>14 Share of Profit in Associates</b>	<b>-</b>	<b>-</b>
<b>15 Minority Interest</b>	<b>(557)</b>	<b>(458)</b>
<b>16 (Loss) /Profit after Share of Associates and Minority Interest (13-14-15)</b>	<b>(3,790)</b>	<b>3,246</b>
<b>17 Paid-up equity share capital</b>	<b>1,273</b>	<b>1,273</b>
<b>18 Reserves excluding Revaluation Reserve as per balance sheet</b>	<b>36,246</b>	<b>43,059</b>
<b>19 Basic and diluted Earnings per share (Face Value of ₹ 10 each)</b>	<b>₹ (30.47)</b>	<b>₹ 24.65</b>
See accompanying notes to the financial results		

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For Identification  
Deloitte Haskins & Sells LLP  
Mumbai

Reporting of Segment wise Revenue, Results and Capital Employed

(₹ in lakhs)

Particulars	CONSOLIDATED	
	Year ended 31.03.2016 (Audited)	Year ended 31.03.2015 (Audited)
<b>1 Segment Revenue</b>		
(a) Health and Hygiene	2,43,805	2,23,239
(b) Engineering	13,937	14,726
(c) Shipping and Logistics Services	83,902	82,070
(d) Real Estate	★ 2,797	1,169
(e) Energy Solution	2,744	2,071
(f) IT Enabled Services and Products	34,361	31,712
(g) Others	-	-
	<b>3,81,545</b>	<b>3,54,987</b>
Less: Inter Segment Revenue	254	381
<b>Total income from operations (net)</b>	<b>3,81,292</b>	<b>3,54,606</b>
<b>2 Segment Results [Profit/(Loss) before Tax and Interest from each Segment (including exceptional items related to segments)]</b>		
(a) Health and Hygiene	9,484	13,923
(b) Engineering	1,582	1,356
(c) Shipping and Logistics Services	(909)	1,209
(d) Real Estate	2,063	512
(e) Energy Solution	232	281
(f) IT Enabled Services and Products	(1,612)	952
(g) Others	29	(39)
	<b>10,869</b>	<b>18,194</b>
Add: Exceptional Items other than related to segments	652	-
	<b>11,521</b>	<b>18,194</b>
Less: Finance cost	(9,791)	(9,120)
<b>Balance</b>	<b>1,730</b>	<b>9,074</b>
Less: Unallocated Expenses net of Unallocated Income	(998)	(996)
<b>Profit from ordinary activities before Tax</b>	<b>732</b>	<b>8,078</b>
<b>3 Capital Employed (Segment assets Less Segment Liabilities)</b>		
(a) Health and Hygiene	92,325	90,945
(b) Engineering	4,888	4,867
(c) Shipping and Logistics Services	39,709	40,626
(d) Real Estate	1,850	2,998
(e) Energy Solution	1,004	1,524
(f) IT Enabled Services and Products	17,301	16,056
(g) Others	8	-
	<b>1,57,085</b>	<b>1,57,016</b>
Other Unallocables	(7,810)	(1,998)
<b>Total Capital Employed</b>	<b>1,49,275</b>	<b>1,55,018</b>

★ Includes ₹ 1,172 lakhs towards arrears of rental income classified as an exceptional item.

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For Identification  
Deloitte Haskins & Sells LLP  
Mumbai



Statement of Assets and Liabilities as at 31.03.2016

(₹ in lakhs)

Particulars	CONSOLIDATED	
	As at 31st March, 2016 (Audited)	As at 31st March, 2015 (Audited)
<b>I EQUITY AND LIABILITIES</b>		
<b>1 Shareholders' funds</b>		
a Share capital	1,273	1,273
b Reserves and surplus	36,246	43,059
<b>sub-total - Shareholders' funds</b>	<b>37,519</b>	<b>44,332</b>
<b>2 Minority Interest</b>	<b>6,548</b>	<b>6,070</b>
<b>3 Preference Share Capital (Held Outside the Group)</b>	<b>11,263</b>	<b>11,208</b>
<b>4 Non-current liabilities</b>		
a Long-term borrowings	70,697	77,131
b Deferred Tax Liabilities (Net)	982	661
c Long Term Liabilities	17,873	17,466
d Long-term provisions	1,527	2,824
<b>sub-total - Non-current liabilities</b>	<b>91,079</b>	<b>98,082</b>
<b>5 Current liabilities</b>		
a Short-term borrowings	24,003	16,365
b Trade payables	64,598	53,729
c Other current liabilities	50,890	47,476
d Short-term provisions	5,780	4,501
<b>sub-total - Current liabilities</b>	<b>1,45,271</b>	<b>1,22,071</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>2,91,680</b>	<b>2,81,763</b>
<b>II ASSETS</b>		
<b>1 Non-current assets</b>		
a Fixed assets	65,669	69,486
b Goodwill on Consolidation	45,465	49,610
c Non-current investments	558	305
d Deferred tax assets (net)	2,131	2,063
e Long-term loans and advances	18,441	16,714
f Other non-current assets	20,508	16,595
<b>sub-total - Non-current assets</b>	<b>1,52,772</b>	<b>1,54,773</b>
<b>2 Current assets</b>		
a Current investments	233	2,342
b Inventories	36,826	33,820
c Trade receivables	62,254	58,631
d Cash and bank balances	18,847	18,667
e Short-term loans and advances	9,953	8,372
f Other current assets	10,795	5,158
<b>sub-total - Current assets</b>	<b>1,38,908</b>	<b>1,26,990</b>
<b>TOTAL - ASSETS</b>	<b>2,91,680</b>	<b>2,81,763</b>

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**NOTES:**

1. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 30 May, 2016.

2. Exceptional items:

*(₹ in lakhs)*

		CONSOLIDATED	
		Year ended	
		31.03.2016	31.03.2015
		(Audited)	(Audited)
(i)	Termination benefits and one time settlement with employees	-	(81)
(ii)	Gain on loss of control in subsidiary / joint ventures	184	230
(iii)	Arrears of rental income	1,172	-
(iv)	Impairment of Goodwill on Consolidation	(4,145)	(1,159)
(v)	Interest on dues from part settlement of Coromandal Garments Limited, a company under liquidation	652	-
(vi)	Income on settlement of dues	47	-
<b>TOTAL (i to vi)</b>		<b>(2,090)</b>	<b>(1,010)</b>

3. Standalone Information :

*(₹ in lakhs)*

Particulars	Year ended	
	31.03.2016	31.03.2015
Revenue from operations (net)	25,249	28,738
Profit / (Loss) before tax	222	(58)
Profit / (Loss) after tax	222	(58)

Investors can view the standalone results of the Company on the Company's website ([www.forbes.co.in](http://www.forbes.co.in)) or BSE website ([www.bseindia.com](http://www.bseindia.com)).

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4. In respect of an overseas subsidiary, namely, Forbes Lux FZCO (FLFZCO), although trade receivables amounting to ₹ 14,725 lakhs and loans and advances amounting to ₹ 3,738 lakhs are unsecured and outstanding for a period ranging from 2006 to 2015, the management has considered the balances as good and recoverable.

The ASEAN Region operations faced typical challenges in the year 2015 in terms of business, the primary being the exchange fluctuations. The operations at the local level managed by distributors faced challenges in terms of local leadership. The increase compared to 2014-15 in the other financial assets is 12 % (₹ 1924 lakhs) out of which 4 % (₹ 708 lakhs) is on account of exchange fluctuation. The non-financial assets comprise of two parts trade receivables and long term loans. In the past two years the management has recovered US\$ 50 lakhs (₹ 3,276 lakhs) from receivables outstanding prior to 2013. During the year 2014-15, the collections were US\$ 35 lakhs (₹ 2,343 lakhs). The Management was confident that the collections would improve in 2015-16 thereby improving the collections of overdue receivable. The year 2015-16 has been a challenging year as far as the business in the ASEAN Region is concerned both in terms of markets and the currency situation, especially in the Indonesia Market which saw a currency impact of 43 % depreciation in the past three years which also significantly affected the business. In 2016 the local distributors have revamped the leadership team and have taken an aggressive target. FLFZCO is also revamping the product portfolio and exploring various channels like retail, digital to reach the customers, which predominantly is through the direct sales mode now. The management expects that the operations in the ASEAN Region will improve in the next 3 to 4 years with all the above initiatives and also changes in the product portfolio. Out of the above outlined initiatives one of the key focus areas is going to be the retail market in this region where concerted efforts are on to get a foot hold in the market. The management has drawn out a plan to improve cash collections at the local level by changing the methodology of the sale from installment to cash. Tie ups with local collection agencies for faster collections at the local level is also been done. On the basis of the present situation and the above changes the next 5 year projection was made and the corresponding cashflow which has been worked out based on the projections shows that overdue receivables can be realised in the next 4 to 5 years. The receivables which are overdue are being analysed and the receivables of countries where the management have exited, have been completely written off. With all the above efforts the complete recovery of these outstanding is expected in the next 4 to 5 years.

The Statutory auditors have expressed a qualified opinion in respect of the above matter in their report on the consolidated financial statements.

5. The Statutory auditors have drawn an emphasis of matter in respect of the below items in their report on the consolidated financial statements.




- (i) In respect of a subsidiary namely, Eureka Forbes Limited (EFL), in the year 2009, the subsidiary had entered into a five year tenure agreement with IBM India Private Limited (IBM) for outsourcing of the EFL's Information Technology infrastructure and Business transformation requirements. The desired benefits as laid down under the agreement were not being derived by the EFL even after completion of three years of the arrangement with IBM. Disputes have therefore arisen and the agreement has been terminated. IBM has raised a claim of ₹ 7,500 lakhs on the subsidiary & the subsidiary has raised a counter claim of ₹ 26,150 lakhs on IBM. The matter has been referred for Arbitration, the arbitration proceedings have commenced in the financial year 2012-13 and the matter is sub-judice. In the opinion of the management, considering the claim of the EFL against claim by IBM, liability provision is not required in the books of account.

- (ii) A Writ of Summons in the High Court of the Republic of Singapore dated 16 March 2016 has been issued against Forbes Container Line Pte. Limited (FCLPL), a subsidiary of the Company, the claim relates to the breach of lease agreement. The claims against FCLPL is a total sum of US\$ 7 lakhs (₹ 441 lakhs) for the loss and damages suffered comprising the outstanding rental invoice for December 2015, future rental income from 30 December, 2015 to 30 September, 2020 and handling fees, of which US\$ 1 lakhs (₹ 37 lakhs) is accrued in the books of accounts as at 31 March, 2016.

The outcome of the above matter is pending as at the reporting date. The management of FCLPL is in the process of reviewing and taking necessary steps.

- (iii) The financial statements of FCLPL have been prepared on realisation basis because of the current financial performance and cash flow situation of FCLPL and the current liabilities exceed the current assets. The Company has to decide on the strategy for the way forward for FCLPL. At the date of these financial statements, the Company has not approved plans to infuse any further funding into FCLPL. Therefore, all assets of FCLPL are measured at the lower of their carrying amounts and estimated realisable values and all liabilities of FCLPL are measured at their estimated settlement amounts as at the Balance Sheet date.

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6. There was a fire accident in EFL's property at Hyderabad on 13 April, 2016. The building and the entire inventory stored in the warehouse was destroyed. EFL has filed a report with the Fire brigade and the Police at Hyderabad. At present survey is going on and on completion of the survey, claim will be lodged with the insurance company. The total value of inventory stored in the warehouse at the time of fire is ₹ 3,398 lakhs which was fully insured and is included in the inventories held as on 31 March, 2016. The net value of the building is ₹ 43 lakhs which is fully insured and forms part of fixed assets as on 31 March, 2016.
7. AMC Cookware Ltd (AMC), a Joint Venture of EFL, had suffered a fire in October, 2015 which seriously damaged the building and the inventories. However, the level of uncertainty is currently high and the evaluation (damages, insurance coverage and impairment on assets) is still in progress. The EFL Group identified 5 financial areas that might affect the assessment of the overall situation (reduced sales, stock write off, plant and equipment impairment, impairment of the factory property, insurance proceeds). As on 31 December, 2015 the following values are recorded [(all values at 50%): trading stock of EURO 9 lakhs (₹ 642 lakhs)], factory plant & equipment of EURO 2 lakhs (₹ 172 lakhs), land & building of EURO 3 lakhs (₹ 242 lakhs). While trading stock represents new items bought after the fire, factory plant & equipment, land & building has been presented as other receivables from the insurance company in the amount of EURO 7 lakhs (₹ 473 lakhs) as it is expected that this will be fully paid according to the insurance policy. As on 31 December, 2015 no amounts have been accrued for any cost of decontamination or clearance of the land & building, as currently these costs cannot be estimated reliable.

The Management of EFL Group still has limited information to work with. AMC does not yet have a clear view on impairment of Property, Plant and Equipment. AMC has not yet received a final written liability confirmation from the insurers (Hollard Insurance, Zurich Insurance) on the building, stock or business interruption claim. AMC still has no information regarding the timing and amounts of any Insurance payments forthcoming. The level of uncertainty is high and the comprehensive accounting treatment in the financial statements of AMC is pending.

8. During the year,
- a. Eurolife Regen Private Limited, a joint venture of EFL was divested w.e.f. 1 April, 2015.
  - b. Lux Aqua GmbH, Switzerland, a subsidiary of EFL's subsidiary Lux International AG was incorporated on 21 September, 2015.
  - c. Lux Aqua (HU), Hungary, a subsidiary of EFL's subsidiary Lux Aqua GmbH, Switzerland was incorporated w.e.f. 21 September, 2015.
  - d. Edumentry INC., USA, a joint venture of the Company has been dissolved on 28 October, 2015.
  - e. Technext E-Payment & Services Limited a subsidiary of Forbes Technosys Limited, was incorporated on 14 July, 2015 and disposed off on 28 March, 2016.
  - f. Two EFL subsidiary companies viz. Radiant Energy Systems Private Limited and Waterwings Equipment Private Limited have merged into Forbes Enviro Solutions Private Limited (EFL's subsidiary) w.e.f. 11 March, 2014.
9. Figures for the previous year are re-classified / re-arranged / re-grouped, wherever necessary, to correspond with the current year's classification / disclosure.

For Forbes & Company Limited

  
(Mahesh Tahilyani)  
Managing Director  
DIN: 01423084

Mumbai, 30 May, 2016



  
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**Deloitte Haskins & Sells LLP**  
**Mumbai**

## INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF FORBES & COMPANY LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of **FORBES & COMPANY LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its jointly controlled entities and its share of the loss of its associates for the year ended March 31, 2016 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards, prescribed under Section 133 of the Companies Act, 2013, as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.



3. We did not audit the financial statements of 34 subsidiaries and 8 jointly controlled entities included in the consolidated financial results, whose financial statements reflect total assets of ₹ 241,093 lakhs as at March 31, 2016, total revenues of ₹ 325,244 lakhs for the year ended March 31, 2016, and total (loss) after tax of ₹ 1,223 lakhs for the year ended March 31, 2016, as considered in the consolidated financial results. The consolidated financial results also includes the Group's share of loss after tax of ₹ Nil for the year ended March 31, 2016, as considered in the consolidated financial results, in respect of 2 associates, whose financial statements have not been audited by us.

These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, is based solely on the reports of the other auditors.

4. We draw attention to Note 4 to the Statement, regarding an overseas subsidiary, namely, Forbes Lux FZCO, where the consolidated financial statements have been audited by other auditors, the other auditors have qualified their opinion stating that although trade receivables amounting to ₹ 14,725 lakhs and loans and advances amounting to ₹ 3,738 lakhs are unsecured and outstanding for a period ranging from 2006 to 2015, the management has considered the balances as good and recoverable and no provision is considered necessary by the management. The other auditors are unable to verify the recoverability of the amounts based on the audit procedures performed.
5. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, the Statement:

- a. includes the results of the following entities;

No.	Name of the entity
	<b>Holding Company</b>
1	Forbes & Company Limited
	<b>Subsidiaries</b>
2	Campbell Properties & Hospitality Services Limited
3	Forbes Bumi Armada Limited
4	Eureka Forbes Ltd
5	Aquamall Water Solutions Limited
6	Aquadiagnostics Water Research & Technology Centre Limited
7	Forbes Facility Services Private Limited
8	Euro Forbes Financial Services Limited
9	Forbes Enviro Solutions Limited
10	EFL Mauritius Limited
11	Euro Forbes Limited
12	Forbes Lux FZCO
13	Lux Schweiz AG
14	Lux Italia srl
15	Lux (Deutschland) GmbH

16	Lux /SK/s.r.o.
17	Lux Service GmbH
18	Lux Norge A/S
19	Lux Oesterreich GmbH
20	Lux CZ s.r.o.
21	Lux del Paraguay S.A
22	Lux Hungária Kereskedelmi Kft.
23	Lux Aqua GmbH
24	Lux Aqua Hungaria Kft
25	LIAG Trading & Investment Limited
26	Forbes Lux International AG
27	Lux International AG
28	Forbes Lux Group AG
29	Forbes Bumi Armada Offshore Limited
30	Forbes Campbell Finance Limited
31	Forbes Campbell Services Limited
32	Forbes Technosys Limited
33	Shapoorji Pallonji Forbes Shipping Limited
34	Volkart Fleming Shipping and Services Limited
35	Forbes Container Line Pte Limited
36	Forbesline Shipping Services LLC
	<b>Joint Ventures</b>
37	Edumetry Inc (wound up on October 28, 2015)
38	Forbes Aquatech Limited
39	Forbes Concept Hospitality Services Private Limited
40	Infinite Water Solutions Private Limited
41	Forbes G4S Solutions Private Limited
42	Aquagnis Technologies Private Limited
43	Eurolife Regen Private Limited (upto April 1, 2015)
44	AMC Cookware Limited
	<b>Associates</b>
45	Nuevo Consultancy Services Limited
46	Euro P2P Direct (Thailand) Company Limited

- b. is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- c. except for the possible effects of the matter described in paragraph 4 above, gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the consolidated net loss and other financial information of the Group for the year ended March 31, 2016.





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6. We draw attention to:
- (i) Note 5(i) to the Statement, in respect of a subsidiary group, namely, Eureka Forbes Limited Group, where the consolidated financial statements have been audited by other auditors, the other auditors have drawn an emphasis of matter in their report, regarding the uncertainty related to the outcome of the lawsuit filed against the subsidiary namely, Eureka Forbes Limited by IBM India Private Limited.
  - (ii) Note 5(ii) to the Statement, in respect of a subsidiary group, namely, Forbes Container Line Pte Limited Group, where the consolidated financial statements have been audited by other auditors, the auditors have drawn an emphasis of matter in their report regarding the uncertainty related to the outcome of the litigation proceedings in respect of the default on the lease agreements with third party.
  - (iii) Note 5(iii) to the Statement, in respect of a subsidiary group, namely, Forbes Container Line Pte Limited Group, where the consolidated financial statements have been audited by other auditors, the auditors have drawn an emphasis of matter in their report regarding the financial statements of the said Group being prepared on a realization basis for the reasons stated therein.

Our report is not qualified in respect of these matters.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

*N. V. Shah*

**Nilesh Shah**  
(Partner)  
(Membership No. 49660)

MUMBAI, May 30, 2016

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