

**Wanbury Limited**

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**Wanbury Limited**
**Statement of Standalone Unaudited Financial Results for the Quarter and Nine Months ended 31 December 2016**

		(₹ in Lakhs)					
Sr. No.	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31-Dec-16	30-Sep-16	31-Dec-15	31-Dec-16	31-Dec-15	31-Mar-16
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from Operations						
	(a) Net Sales /Income from operations (net of excise duty)	11,233.57	12,085.55	9,991.38	32,827.41	32,450.91	41,842.99
	(b) Other operating income	109.97	129.43	130.20	329.50	299.33	483.17
	Total Income from Operations (net)	11,343.54	12,214.98	10,121.58	33,156.91	32,750.24	42,326.16
2	Expenses						
	(a) Cost of materials consumed	3,661.58	3,663.72	3,320.48	10,981.20	11,551.87	14,520.18
	(b) Purchase of stock-in-trade	858.49	782.60	947.17	2,874.88	2,979.68	3,694.47
	(c) Changes in inventories of finished goods, work-in-progress and stock in trade	855.00	769.93	568.91	832.63	(273.80)	24.94
	(d) Employee benefits expense	2,167.27	2,088.43	2,096.02	6,502.59	6,386.36	8,559.39
	(e) Depreciation and amortisation expense	245.12	237.86	232.72	774.43	661.87	905.24
	(f) Other expenses	3,233.12	3,699.86	2,907.49	9,854.58	9,312.23	12,279.24
	Total Expenses	11,020.58	11,242.40	10,072.79	31,820.31	30,618.21	39,983.46
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	322.96	972.58	48.79	1,336.60	2,132.03	2,342.70
4	Other income	82.94	170.21	38.25	357.09	93.10	140.62
5	Profit/(Loss) from ordinary activities before finance costs & exceptional items (3+4)	405.90	1,142.79	87.04	1,693.69	2,225.13	2,483.32
6	Finance costs	471.08	435.49	786.28	1,549.04	2,723.20	3,186.81
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(65.18)	707.30	(699.24)	144.65	(498.07)	(703.49)
8	Exceptional items-Income(Expense)	-	-	-	-	-	-
9	Profit/(Loss) from ordinary activities before Tax (7-8)	(65.18)	707.30	(699.24)	144.65	(498.07)	(703.49)
10	Tax expense	-	-	-	-	-	-
11	Net Profit/(Loss) from ordinary activities after Tax (9-10)	(65.18)	707.30	(699.24)	144.65	(498.07)	(703.49)
12	Extraordinary items	-	-	-	-	-	-
13	Net Profit/(Loss) for the period (11-12)	(65.18)	707.30	(699.24)	144.65	(498.07)	(703.49)
14	Paid up Equity Share Capital (Face Value of ₹ 10 each)	1,996.93	1,996.93	1,996.93	1,996.93	1,996.93	1,996.93
15	Reserves excluding revaluation reserves as per the balance sheet of previous accounting period	N.A.	N.A.	N.A.	N.A.	N.A.	(21,834.45)
16	Earning/(Loss) per share- not annualised (in ₹) :						
	Basic	(0.33)	3.54	(3.50)	0.72	(2.49)	(3.52)
	Diluted	(0.33)	3.54	(3.50)	0.72	(2.49)	(3.52)



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**Notes :-**

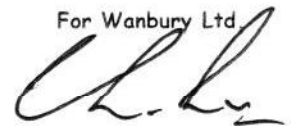
- 1) The above financial results have been reviewed by the Audit Committee and have been taken on record at the meeting of the Board of Directors of the Company held on 14 February 2017.
- 2) The Company has only one segment of activity namely "Pharmaceuticals".
- 3) Erstwhile The Pharmaceutical Products of India Limited (PPIL) merged with the Company pursuant to the Scheme of Revival cum Merger (the Scheme) approved vide order dated 24 April 2007 by the Board for Industrial and Financial Reconstruction (BIFR) u/s 18 and other applicable provisions of the Sick Industrial Companies (Special Provisions) Act, 1985 (SICA) w.e.f. 1 April 2006, being the appointed date. Subsequently in response to a suit filed by one of the unsecured creditors of erstwhile PPIL, challenging the Scheme, the Hon'ble Supreme Court vide its order dated 16 May 2008, has set aside the above referred BIFR order and remitted the matter back to BIFR for considering afresh as per the provisions of SICA.  
The matter is now under BIFR's reconsideration. BIFR has directed IDBI Bank, which is an Operating Agency, to prepare the Draft Rehabilitation Scheme. In the meanwhile, the Company has sought legal opinion and has been advised to maintain status quo ante with respect to the merger under the said Scheme and that it should take further steps only on the basis of the fresh BIFR order. In view of the above, the Company has maintained a status quo. However, all actions taken by the Company pursuant to the sanctioned scheme shall remain subject to and without prejudice to the orders that may be passed by the BIFR while considering the case afresh pursuant to the directions of the Hon'ble Supreme Court in its order dated 16 May 2008.
- 4) Exim Bank has subscribed to 4,511 Preference Shares of Euro 1,000/- each of Wanbury Holding B. V., a subsidiary company pursuant to the Preference Share Subscription Agreement dated 7 December 2006. Pursuant to the said agreement, Exim Bank has exercised Put Option vide letter dated 8 November, 2011 and Company is required to pay USD 60 Lakhs (₹ 4,077.28 Lakhs) to acquire aforesaid preference shares. Further, State Bank of India, London vide its letter dated 15 Feb 2016, has demanded repayment of Euro 42.80 Lakhs (₹ 3,065.24 Lakhs) together with interest till the date of repayment from the Company in terms of Guarantee & Loan agreement dated 27 September 2007 vide which aforesaid credit facilities was granted to Cantabria Pharma S L, the step down subsidiary of the Company. Both the above mentioned dues being part of the CDR Scheme will be accounted upon arriving at mutually agreed terms of settlement with the respective parties.
- 5) The Company has initiated various measures, including restructuring of debts/business and infusion of funds etc. Consequently, in the opinion of the management, operations of the Company will continue without interruption in spite of negative net worth. Hence, financial statements are prepared on a "going concern" basis.
- 6) During the year ended 31 March 2016, State Bank of India ("SBI") has informed about sale of its loan exposure on the Company to Edelweiss Asset Reconstruction Company Limited ("EARCL"). Further, Restructuring proposal dated 17 June 2016 has been executed by the Company with EARCL and pending further compliance / execution of agreement, appropriate effect has been given in the financial statements during the quarter ended 30 September 2016.
- 7) During the quarter ended 31 December 2016, the Company has allotted 5,00,000 numbers of Zero % Compulsorily Convertible Debentures (CCDs) of face value of ₹ 200/- each at par aggregating to ₹ 10 crores. Each CCD will be convertible into 1 equity share of ₹ 10 each at a Premium of ₹ 190 on preferential basis, to Edelweiss Asset Reconstruction Company Ltd. ("EARC") as a Trustee of EARC Trust SC 145, within a period of 18 months from date of allotment of CCDs.
- 8) The figures for the previous periods have been regrouped, wherever necessary, to correspond with the figures of the current period.

Place : Mumbai

Date: 14 February 2017



For Wanbury Ltd



K. Chandran

Vice Chairman

(DIN : 00005868)





**KAPOOR & PAREKH ASSOCIATES**  
CHARTERED ACCOUNTANTS

**Independent Auditors' Review Report**

To,  
The Board of Directors  
Wanbury Limited

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **Wanbury Limited** ("the Company") for the Quarter and Nine Months ended 31 December, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of Securities Exchange Board of India (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 in their meeting held on 14 February 2017, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting ("AS 25"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Attention is invited to:
  - a. Note No. 3 of the accompanied Statement regarding status of erstwhile PPIL matter with BIFR; and
  - b. Note No. 5 of the accompanied Statement regarding accounts being prepared on "going concern" basis for the reasons stated therein.

Our report is not qualified in respect of these matters.





**KAPOOR & PAREKH ASSOCIATES**  
CHARTERED ACCOUNTANTS

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable Accounting Standards specified in Section 133 of the Companies Act, 2013 and other accounting principles, practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Kapoor & Parekh Associates  
Chartered Accountants  
ICAI FRN 104803W

**Nikhil Patel**  
Partner  
Membership No. 37032



Mumbai, 14 February 2017