



Commercial Engineers & Body Builders Co. Ltd.

(CIN NO. L24231UP1979PLC004837)



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Outcome of the Board Meeting of **Commercial Engineers & Body Builders Co Ltd** **Held on 06th August, 2015 at Mumbai**

1. Board approved Unaudited Financial Results of the Company for the Quarter ended on 30th June, 2015 and authorised Mr. Anil Gopal Joshi, Chairman of the Company to sign and forward the same to Stock Exchanges;
2. The Board has accorded its consent to adopt a new set of Articles of Association pursuant to Companies Act, 2013, in substitutions for and to the exclusion of all existing Article of Association of the Company. The said proposal shall be subject to the approval of the shareholders of the Company at the ensuing Annual General Meeting.
3. The Board approved the proposal to seek approval of shareholders for adopting a ESOP Scheme with the name "CEBB CO ESOP Scheme, 2015" (Scheme) and In view of this; a proposal for obtaining shareholders consent to the said Scheme and suitably amending the Memorandum of Association of the Company will be placed before the Shareholders for their approval at the ensuing Annual General Meeting.

For Commercial Engineers & Body Builders Co Ltd

Anil Gopal Joshi
Chairman



PART I:

STATEMENT OF UNAUDITED RESULTS FOR THE QUARTER ENDED JUNE 30, 2015

Sr. No.	Particulars	Quarter Ended			(₹ In lacs)
		June 30, 2015 (Unaudited)	March 31, 2015 (Unaudited)	June 30, 2014 (Unaudited)	Year Ended March 31, 2015 (Audited)
1	Income from operations				
	(a) Net sales (Net of excise duty)	2,177.20	3,615.86	3,453.31	11,076.03
	(b) Other operating income	63.32	540.20	74.20	768.35
	Total Income from operations (net)	2,240.52	4,156.06	3,527.51	11,844.38
2					
	(a) Cost of materials consumed	1,781.39	3,198.29	2,755.25	8,780.60
	(b) Changes in inventories of finished goods, work-in-progress and scrap	(79.73)	771.07	191.24	1,713.10
	(c) Manufacturing expenses	202.08	280.75	245.04	859.81
	(d) Employee benefits expenses	207.58	230.94	208.08	852.62
	(e) Depreciation and amortisation expenses	362.95	495.67	503.81	2,026.29
	(f) Entry tax (see note 3)	-	42.42	460.35	547.89
	(g) Other expenses	162.51	259.28	287.41	1,182.74
	Total expenses	2,636.78	5,278.42	4,651.18	15,963.05
3	(Loss) from operations before other Income, finance cost and exceptional items (1-2)	(396.27)	(1,122.36)	(1,123.67)	(4,118.67)
4	Other Income (see note 4)	46.74	117.92	37.91	239.98
5	(Loss) from ordinary activities before finance costs and exceptional items (3+4)	(349.53)	(1,004.44)	(1,085.76)	(3,878.69)
6	Finance costs (Net)	487.28	633.50	605.04	2,157.39
7	(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(836.81)	(1,637.94)	(1,690.80)	(6,036.08)
8	Exceptional items (see note 2)	-	(6,300.00)	-	(6,300.00)
9	(Loss) from ordinary activities before tax (7-8)	(836.81)	(7,937.94)	(1,690.80)	(12,336.08)
10	Tax expense	-	(865.55)	-	(2,081.47)
11	(Loss) from ordinary activities after tax (9-10)	(836.81)	(7,072.39)	(1,690.80)	(10,254.61)
12	Extraordinary item	-	-	-	-
13	(Loss) for the period/year (11-12)	(836.81)	(7,072.39)	(1,690.80)	(10,254.61)
14	Paid-up Equity Share Capital (Face Value ₹ 10/- each)	5,494.30	5,494.30	5,494.30	5,494.30
15	Reserves excluding Revaluation Reserves	(1.52)	(1.41)	(3.08)	(7.20)
16	Basic and Diluted Earnings per share before exceptional and Extraordinary items	(1.52)	(12.87)	(3.08)	(18.66)
17	Basic and Diluted Earnings per share after exceptional and Extraordinary items	(1.52)	(12.87)	(3.08)	(18.66)



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PART II : SELECTED INFORMATION FOR THE QUARTER ENDED JUNE 30, 2015
(A) Particulars of Shareholding

	Particulars	Quarter Ended			Year Ended
		June 30, 2015 (Unaudited)	March 31, 2015 (Unaudited)	June 30, 2014 (Unaudited)	March 31, 2015 (Audited)
1	Public Shareholding				
	- Number of Shares	24,595,352	24,277,797	24,277,797	24,277,797
	- Percentage of Shareholding	44.77%	44.19%	44.19%	44.19%
2	Promoters and Promoter Group Shareholding				
	a) Pledged/Encumbered				
	- Number of Shares	29,403,612	30,580,083	22,366,640	30,580,083
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	96.89%	99.72%	72.94%	99.72%
	- Percentage of shares (as a % of the total share capital of the Company)	53.52%	55.66%	40.71%	55.66%
	b) Non-encumbered				
	-Number of Shares	944,000	85,084	8,298,527	85,084
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.11%	0.28%	27.06%	0.28%
	-Percentage of shares (as a % of the total share capital of the Company)	1.72%	0.15%	15.10%	0.15%

(B) Information on Investors' complaints for the Quarter ended June 30, 2015

Particulars	Quarter ended June 30, 2015
Pending at the beginning of the quarter	-
Received during the quarter	-
Disposed of during the quarter	-
Remaining unresolved at the end of the quarter	-

Notes :

- The principal business of the Company is sheet metal fabrication and bodybuilding. All other activities of the Company revolve around its main business. Hence, there is only one reportable business segment as defined by Accounting Standard (AS) 17 on 'Segment Reporting'.
- During the quarter ended March 31, 2015, an impairment loss of Rs. 6300 lacs was provided for in accordance with Accounting Standard (AS) 28 on Impairment of Assets and the same was disclosed as an exceptional item.
- Entry tax represents provision / payments made pursuant to completion of assessments in respect of entry tax on certain sales done by the company in earlier years. The liability in respect of subsequent years is not expected to be material.
- During the quarter, the Company has amicably settled the dues of a bank which had invoked the pledge of shares pledged as collateral by the promoter and 'Other Income' includes Rs. 32 lacs being interest provision written back pursuant to settlement reached with the bankers.
- The figures for the quarter ended March 31, 2015 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the respective financial year.
- Corresponding figures of previous period/ year have been regrouped/rearranged wherever necessary.
- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at the Meeting held on Aug 6, 2015.

Mumbai
August 6, 2015

For and on behalf of the Board of Directors



Anil Joshi
Chairman

Dns LIP

Deloitte Haskins & Sells LLP

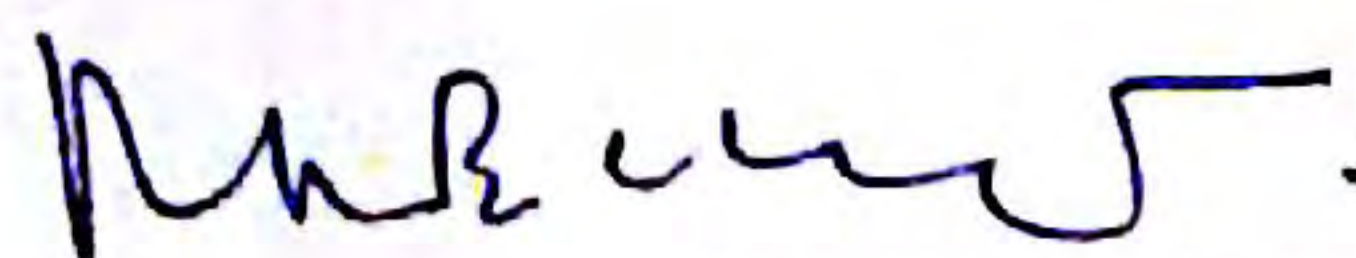
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INDEPENDENT AUDITORS' REVIEW REPORT TO THE BOARD OF DIRECTORS OF COMMERCIAL ENGINEERS & BODY BUILDERS CO LIMITED

1. We have reviewed the accompanying Statement of Unaudited Results for the Quarter ended June 30, 2015 (the Statement) of Commercial Engineers & Body Builders Co Limited (the Company), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 4 below. 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 of the Statement 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. 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 the Accounting Standards specified Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter ended June 30, 2015 of the Statement, from the details furnished by the Registrars.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No: 117366W/W-100018



Rupen K. Bhatt
Partner

Membership No. 46930

Mumbai, Dated: August 06, 2015