

Date:- 12th February, 2013

To,
The Assistant General Manager,
Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)
Mumbai - 400 051

Hangar No. C-He/Hf
Airports Authority of India,
Civil Aerodrome, Juhu,
Mumbai - 400 054.
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Kind Attention: - Assistant General Manager

Designated Fax No.:- 26598237/38 -26598347/48

Dear Sir,

**REG:-SUBMISSION OF UNAUDITED FINANCIAL RESULTS FOR THE
QUARTER ENDED 31ST DECEMBER, 2012 ALONGWITH LIMITED
REVIEW REPORT.**

As per clause 41 of the Listing Agreement, we are enclosing herewith Unaudited Financial Results for the Quarter Ended 31st December, 2012 alongwith Limited Review Report.

Kindly make note of the same.

Thanking You,

Yours Faithfully,

For Global Vectra Helicorp Limited



Raakesh Soni
Company Secretary

ENCL: - As Above

GLOBAL VECTRA HELICORP LIMITED						
Corporate Office : Hanger No. C-He/Hf, Airport Authority of India, Civil Aerodrome, Juhu, Mumbai - 400 054 Regd. Office : A - 54, Kailash Colony, New Delhi - 110 048						
UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTH PERIOD ENDED 31 DECEMBER 2012						
Rs In Lakhs						
Sr. No.	Particulars	Quarter Ended (Unaudited)			Nine Month Period Ended (Unaudited)	
		31 Dec 2012	30 Sept 2012	31 Dec 2011	31 Dec 2012	31 Dec 2011
						31 March 2012 (Audited)
1	Income from operations					
	(a) Revenue from operations	7,555.23	6,802.32	7,280.49	17,790.85	27,534.29
	(b) Other operating income	39.63	49.53	74.74	133.18	349.91
	Total income from operation	7,594.86	6,851.85	7,355.23	17,924.03	27,884.20
2	Expenditure					
	(a) Employee Cost	1,491.53	1,409.03	1,588.53	4,289.90	5,881.50
	(b) Helicopter Maintenance	825.73	807.00	1,204.60	2,377.71	4,236.24
	(c) Helicopter Lease Rentals	1,652.06	1,675.60	1,670.65	4,815.58	6,219.70
	(d) Other Expenses	1,551.73	1,273.91	1,672.75	4,176.46	6,917.07
	(e) Foreign currency exchange loss / (gain) (net)	534.03	(646.76)	460.84	637.82	909.39
	(f) Depreciation (refer note no. 9)	771.66	808.68	652.74	2,305.88	2,590.55
	Total expenditure	6,826.74	5,327.46	7,250.11	18,603.35	26,754.45
3	Profit/(Loss) from operations before other income, finance costs and exceptional items	768.12	1,524.39	105.12	(679.32)	1,129.75
4	Other Income	186.78	29.12	231.74	481.93	504.76
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items	954.90	1,553.51	336.86	(197.39)	1,634.51
6	Finance Costs (refer note no. 9)	590.21	684.03	1,187.72	2,003.16	4,050.37
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items	364.69	869.48	(850.86)	(2,200.55)	(2,415.86)
8	Exceptional items (refer note no. 8 and 9)	(274.71)	1,601.65	-	1,326.94	-
9	Profit/(Loss) from ordinary activities before tax	89.98	2,471.13	(850.86)	(873.61)	(2,415.86)
10	Tax Expense	-	-	-	-	-
11	Net Profit/(Loss) from ordinary activities after tax	89.98	2,471.13	(850.86)	(873.61)	(2,415.86)
12	Extraordinary Items (net of tax expense)	-	-	-	-	-
13	Net Profit/(Loss) for the period	89.98	2,471.13	(850.86)	(873.61)	(2,415.86)
14	Paid up equity share capital	1,400.00	1,400.00	1,400.00	1,400.00	1,400.00
15	Reserve excluding revaluation reserves as per balance sheet of the previous accounting year	-	-	-	-	(6,708.34)
16	Earnings per equity share before extraordinary items (in Rupees)					
	(1) Basic	0.64	17.65	(6.08)	(6.24)	(17.26)
	(2) Diluted	0.64	17.65	(6.08)	(6.24)	(17.26)
17	Earnings per equity share after extraordinary items (in Rupees)					
	(1) Basic	0.64	17.65	(6.08)	(6.24)	(17.26)
	(2) Diluted	0.64	17.65	(6.08)	(6.24)	(17.26)
18	A. PARTICULARS OF SHAREHOLDING					
1	Public shareholding					
	-Number of shares	3,500,000	3,500,000	3,500,000	3,500,000	3,500,000
	-Percentage of shareholding	25%	25%	25%	25%	25%
2	Promoters & Promoter Group Shareholding					
a)	Pledged / Encumbered					
	-Number of shares	-	-	-	-	-
	-Percentage of shares (as a % of total shareholding of promoter & promoter group)	-	-	-	-	-
	-Percentage of shares (as a % of total share capital of the company)	-	-	-	-	-
b)	Non-encumbered					
	-Number of shares	10,500,000	10,500,000	10,500,000	10,500,000	10,500,000
	-Percentage of shares (as a % of total shareholding of promoter & promoter group)	100%	100%	100%	100%	100%
	-Percentage of Shares (as a % of total share capital of the company)	75%	75%	75%	75%	75%
	B. INVESTOR COMPLAINTS					
	Pending at the beginning of the quarter	Nil	Nil	Nil	Nil	Nil
	Received during the quarter	Nil	Nil	Nil	Nil	Nil
	Disposed during the quarter	Nil	Nil	Nil	Nil	Nil
	Remaining unresolved at the end of the quarter	Nil	Nil	Nil	Nil	Nil



Notes:

- 1 The above results have been subject to limited review by the statutory auditors and recommended for adoption by the Audit Committee to the Board of Directors and have been approved by the Board at its meeting held on 12 February 2013.
- 2 The Company is mainly engaged in air logistic business in India. There are no separate reportable segments as per Accounting Standard (AS) 17.
- 3 The remuneration paid/payable to whole time director is in excess of the limits prescribed under Section 198 of the Companies Act, 1956, by Rs 12.38 lakhs for the nine month period ended 31 December 2012 and Rs 142.96 lakhs for the period prior to 1 April 2012. The Company has made an application seeking post-facto approval and is yet to receive the same from the Central Government. The Limited Review Report has been modified in this respect.
- 4 During the year ended 31 March 2009, the Office of the Commissioner of Customs (Preventive) had seized three helicopters for alleged non compliance of the duty waivers given to non-scheduled operators (passenger). The Company had received a Show Cause Cum Demand Notice (SCN) citing an amount of Rs 2,379.24 lakhs towards custom duty under Section 28 of the Customs Act, 1962 and applicable interest and penalty thereon. Pursuant to the receipt of the said SCN, the Commissioner of Customs (Preventive) has confirmed a demand of Rs 2,621.95 lakhs (31 December 2011 Rs 2,621.95 lakhs) towards differential duty of customs and penalty there on for 2 helicopters and released the third helicopter. Management believes that the Company is in compliance with the relevant customs and other regulatory guidelines in this respect and the matter is being contested by the Company with the appellate tribunal. An amount aggregating Rs 538.26 lakhs has been paid as duty under protest during the quarter ended 31 December 2009. The Limited Review Report has been modified in this respect.
- 5 In previous period certain customers of the Company have retained an amount aggregating Rs 939.49 lakhs (31 December 2011 Rs 939.49 lakhs) in respect of taxes levied by the Company. The Company is currently in discussion with these customers for recovering the retained amount and management believes that they have a strong case to collect the outstanding amount. The Limited Review Report has been modified in this respect.
- 6 The unaudited financial results have been prepared on a going-concern basis based on a letter of support from its major shareholders obtained as at 31 March 2012 stating that it will continue to provide such financial support to the Company as is necessary to maintain the Company as a going concern for the foreseeable future and to meet its debts and liabilities, both present as well as in future, as and when they fall due for payment in the normal course of business and the business plans reviewed by the management.
- 7 The Director General of Civil Aviation (DGCA) vide its order dated 7 May 2012 suspended the Company's Non-Scheduled Operator's Permit (NSOP). Consequently, the operations of the Company were suspended. The Company filed a Writ Petition with the single-judge bench of the Delhi High Court against the order of DGCA. Delhi High Court vide its judgment dated 11 June 2012 granted an interim relief to the Company and stayed the operation of the above mentioned order. Consequently, DGCA vide its order dated 20 June 2012 stayed its order of 7 May 2012, accordingly, the Company resumed its operations of flying aircrafts. On 19 September 2012 the DGCA has filed an appeal before the divisional bench of the Delhi High Court seeking the interim order passed by the single-judge bench to be set aside. The matter is pending hearing with the divisional bench of the Delhi High Court. The Company's operations remained suspended from 8 May 2012 to 20 June 2012 which has severely affected the Company's operations for the nine month period ended 31 December 2012. Management believes that the Company is in compliance with relevant DGCA and other applicable Regulations and continues as a going concern.
- 8 During the quarter ended 31 December 2012, pursuant to the approval of the Board, the Company as a part of fleet rationalisation exercise sold one of its helicopters. The sale resulted into a loss of Rs. 274.71 lakhs which has been shown as an exceptional item for the said quarter and nine month period ended 31 December 2012.
- 9 In pursuance of a clarification dated August 9, 2012 issued by The Ministry of Corporate Affairs, the Company has changed the accounting policy w.e.f. from April 1, 2011 in respect of borrowing costs as prescribed under AS -16 4(e) - "Borrowing costs" and accounted for such foreign exchange differences arising from foreign currency borrowings as per AS-11 - "The Effects of Changes in Foreign Exchange Rates". Consequent to the above, Rs 1,601.65 lakhs previously recognized as borrowing costs in the Financial Year 2011-12 has been reversed and shown as exceptional income during the nine month period ended 31 December 2012. Further, the aforesaid amount of Rs 1,601.65 lakhs has been capitalised to fixed assets and depreciation of Rs 49.73 lakhs has been charged during the nine month period ended 31 December 2012.
- 10 Figures for the previous quarter/period have been regrouped/rearranged to conform to current quarter's/period's presentation.

For Global Vectra Helicorp Limited


Lt. Gen. (Retd.) SJS Saigal
Chairman

Place:- Mumbai
Date:- 12 February 2013



Review report**To the Board of Directors of
Global Vectra Helicorp Limited**

We have reviewed the accompanying statement of un-audited financial results ('the Statement') of Global Vectra Helicorp Limited ('the Company') for the quarter ended 31 December 2012 and year to date results for the period 1 April 2012 to 31 December 2012, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors at the meeting held on 12 February 2013. Our responsibility is to issue a report on these un-audited financial results based on our review.

We conducted our review 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 financial statements are 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.

- (a) *As more fully explained in note no. 3 to the Company's statement of un-audited financial results, managerial remuneration paid/payable to Whole Time Directors of the Company has exceeded the limits prescribed under Section 198 of the Companies Act, 1956 by Rs 12.38 lakhs for the nine months ended 31 December 2012 and Rs 142.96 lakhs for the period prior to 1 April 2012. The Company has applied for post-facto approval and is yet to receive the same from the Central Government.*
- (b) *As more fully explained in note no. 4 to the Company's statement of un-audited financial results, the Company has received an order from the Office of the Commissioner of Customs (Preventive) confirming the demand for differential duty of customs along with penalty aggregating Rs 2,621.95 lakhs. No provision has been made by the Company for the same nor the interest due thereon as at 31 December 2012, as management believes that the demand will be set aside by a higher appellate authority. Had the Company made a provision for the demand as required by Accounting Standard 29 – Provisions, Contingent Liabilities and Contingent Assets, the depreciation for the quarter ended 31 December 2012 and nine months ended 31 December 2012 would have been higher by Rs 343.01 lakhs (31 December 2011: Rs 278.45 lakhs) and the profit after tax for the quarter ended 31 December 2012 would have been lower and loss after tax for the nine months ended 31 December 2012 and accumulated losses as at 31 December 2012 would have been higher by Rs 1,888.43 lakhs (31 December 2011: Rs 1,823.88 lakhs).*



Review Report (Continued)

Global Vectra Helicorp Limited

- (c) *As more fully explained in note no. 5 to the Company's statement of un-audited financial results, certain customers have disputed taxes levied by the Company aggregating Rs 939.49 lakhs (31 December 2011: Rs 939.49 lakhs). No provision has been made by the Company in respect of such outstandings as required by the accounting policies of the Company. However, as detailed in note no. 5 management believes that the Company has a strong case to collect the outstanding amounts. Had the Company made the provision, the profit after tax for the quarter ended 31 December 2012 would have been lower and loss after tax for nine months ended 31 December 2012 and accumulated losses as at 31 December 2012 would have been higher by Rs 939.49 lakhs.*
- (d) We draw attention to note no. 7 to the Company's statement of un-audited financial results which mentions that during the current nine months period the Company's operations were disrupted due to an order dated 7 May 2012 received from The Director General of Civil Aviation (DGCA). The Company received an ad interim relief from the single-judge bench of the Delhi High Court vide its judgment dated 11 June 2012 which stayed the operation of the above mentioned order. However, on 19 September 2012 the DGCA has filed an appeal before the divisional bench of the Delhi High Court seeking the interim order passed by the single-judge bench to be set aside. These conditions along with other matters as set forth in note no. 7 indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Considering the matters set out in the said note and in note no. 6, this Statement is prepared on a going concern basis. Our review opinion is not qualified in respect of this matter.
- (e) Based on our review conducted as above, *except for the possible effects of the matters included in the paragraphs (a), (b) and (c) above on the profit after tax for the quarter ended 31 December 2012, loss after tax for the nine months ended 31 December 2012 and accumulated losses as at 31 December 2012*, nothing has come to our attention that causes us to believe that the accompanying statement of un-audited financial results prepared in accordance with the accounting standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co.
Chartered Accountants
Firm's Registration No: 101248W



Vijay Mathur
Partner
Membership No: 046476

Mumbai
12 February 2013