TAMILNADU TELECOMMUNICATIONS LIMITED

(A Joint Venture of TCIL, Govt.of India Enterprise & TIDCO, Govt.of Tamilnadu Enterprise)

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Statement of Unaudited Financial Results for the Three months and Six months ended September 30, 2017

Amount in Rupees in Hundreds

Sl.No	Particulars	Three Months ended			Six Months ended		Year ended
		30th Sep, 2017	30th Jun, 2017	30th Sep, 2016	30th Sep, 2017	30th Sep, 2016	31st Mar, 2017
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	**Income from Operations**						
	(a) Net Sales / Income from Operations	153,700	6,989	65,796	160,689	145,852	264,479
	(b) Other Operating income	-	-	2,404	-	2,406	2,531
	Total Income from Operations (Net)	**153,700**	**6,989**	**68,200**	**160,689**	**148,258**	**267,010**
2	**Expenses**						
	(a) Cost of materials consumed	84,970	22,228	17,173	107,198	71,498	146,907
	(b) Purchase of stock-in-trade	-	-	-	-	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock in trade	26,947	(19,304)	30,849	7,643	23,158	38,162
	(d) Employee benefits expense	124,492	126,478	125,243	250,970	247,258	447,835
	(e) Depreciation and amortisation expense	7,484	7,877	7,909	15,361	15,736	31,406
	(f) Other expenses	36,471	27,816	117,777	64,287	224,728	358,747
	Total expenses	**280,364**	**165,095**	**298,951**	**445,460**	**582,378**	**1,023,057**
3	**Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)**	**(126,664)**	**(158,106)**	**(230,751)**	**(284,771)**	**(434,120)**	**(756,047)**
4	Other income	40	941	72	981	279	(46,696)
5	**Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)**	**(126,625)**	**(157,165)**	**(230,679)**	**(283,790)**	**(433,841)**	**(802,743)**
6	Finance costs	211,438	201,178	209,083	412,616	414,548	776,724
7	**Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)**	**(338,063)**	**(358,343)**	**(439,762)**	**(696,406)**	**(848,389)**	**(1,579,467)**
8	Exceptional items	2,155	-	(200)	2,155	46,165	47,409
9	**Profit/(Loss) from ordinary activities before tax (7-8)**	**(340,218)**	**(358,343)**	**(439,562)**	**(698,562)**	**(894,554)**	**(1,626,876)**
10	Tax expense	-	-	-	-	-	-
11	**Net profit / (Loss) from ordinary activities after tax (9-10)**	**(340,218)**	**(358,343)**	**(439,562)**	**(698,562)**	**(894,554)**	**(1,626,876)**
12	Extraordinary items (net of tax expense Rs. Nil)	-	-	-	-	-	-
13	**Net Profit / (Loss) for the period (11+/-12)**	**(340,218)**	**(358,343)**	**(439,562)**	**(698,562)**	**(894,554)**	**(1,626,876)**
14	Paid-up equity share capital (Face Value Rs.10 each)	4,567,620	4,567,620	4,567,620	4,567,620	4,567,620	4,567,620
15	Reserves excluding revaluation reserves as per Balance Sheet of previous accounting year	(12,470,424)	(12,132,770)	(10,812,557)	(12,470,424)	(10,812,557)	(11,776,415)
16	i. Earnings per share (before extraordinary items) (in Rupees)						
	(a) Basic	(0.74)	(0.78)	(0.96)	(1.53)	(1.96)	(3.56)
	(b) Diluted	(0.74)	(0.78)	(0.96)	(1.53)	(1.96)	(3.56)
	ii. Earnings per share (after extraordinary items) (in Rupees)						
	(a) Basic	(0.74)	(0.78)	(0.96)	(1.53)	(1.96)	(3.56)
	(b) Diluted	(0.74)	(0.78)	(0.96)	(1.53)	(1.96)	(3.56)

Notes:

1 The Ind AS compliant interim unaudited stand alone financial statements for the corresponding half year ended 30/09/2016 have been prepared in accordance with the regulations and measurement principles laid down in Ind AS-34- "Interim Financials Reporting" prescribed as per section 133 of the Companies Act 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. The Ind AS compliant interim unaudited stand alone financial statements for the corresponding quarter have been stated in terms of SEBI circular no. CIR/CFD/FAC/62/2016 dated 05/07/2016.The aforesaid financial statements relating to the half year ended 30/09/2016 under Ind AS have not been subjected to limited review by the Statutory Auditors of the Company. The management have exercised necessary due diligence and ensured that the aforesaid statements provide a true and fair view of its affairs in accordance with the Companies (Indian Accounting Standards) Rules 2015.

2 The above results have been reviewed and approved by the Board of Directors at its meeting held on 13th November, 2017

3 The accumulated losses of the Company, Rs1,24,70,42,427 as of 30th September 2017 had exceeded the net worth of the Company. The net worth of the Company as of 30th September 2017 is negative at Rs.79,02,80,427.

4 Lack of executable orders and dull phase of Optical Fiber Cable (OFC) market from 2010-11 onwards is the main reason for poor performance since then. The requirement of OFC in the country is huge; however, the delay is due to various procedural issues in execution of big projects by Govt. clients. As such the Company is hopeful of improving its order book position. Considering this and anticipating financial support from its Holding Company TCIL, Govt of India's Department of Telecommunications etc, the accounts have been prepared on "Going Concern basis" for the present.

5 Same accounting policies as that of last financial year are followed in the current quarter.

6 Provision for Employee Benefits has been made on estimated basis.

7 During the year the Company has not accounted / taken the credit / charge for the deferred tax assets / liabilities. The excess of timing difference over the deferred tax liability has been ignored for want of reasonable certainty of the Company making taxable income in the near future. Similarly, for the same reason, certain other provisions made in the earlier years have been ignored for creation of deferred tax asset. The accumulated losses and carried forward depreciation under the tax laws have been ignored for creating the deferred tax asset considering that there is no reasonable certainty of the Company making taxable income in the future

8 No provision is made for one long pending debtor Rs. 3.40 crores, in view of the arbitration proceeding completed against the Purchaser for which Award is received in favour of the Company but has since been challenged by the Purchaser in the Court. The Court has remitted back to the Arbitrator for speaking orders which has also been awarded in favour of the Company. The Purchaser has again appealed in the Court.

9 No provision is made for Rs.0.13 crores, due from RailTel which was under Arbitration. In the Arbitration award, six claims were in favour of the Company and one against the Company. Company has appealed against the award in Delhi High court and the proceedings are in progress.

10 Depreciation has been provided as per the requirement of Part C of Schedule II to the Companies Act, 2013.

11 Previous period's amounts are regrouped and rearranged to conform to the current period's classification.

12 The financial results have been reviewed by the Statutory Auditors as required under Regulation 33 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2

13 The Company's business activity falls within a single primary business segment viz., telephone cables.

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14 Reconciliation between IndAS and previous Indian GAAP for the three months/six months ended 30th September, 2016

Particulars	Rs. (in hundreds)	
	Three Months ended 30th Sep, 2016	Six Months ended 30th Sep, 2016
Net profit/(Loss) after tax published as per previous GAAP	(439,561)	(894,554)
IndAS: Adjustments increase/(decrease):		
Other Adjustments (prior period expenses)	(200)	496
Total Comprehensive Income/(Loss) under IndAS	(439,761)	(894,058)

15 **Statement of Assets and Liabilities:**

Rs. (In hundreds)

	As at 30th September 2017	As at 31st March, 2017
ASSETS		
(1) Non-current assets		
(a) Property, plant and Equipment	933,072	947,457
(b) Other non-current assets	7,245	7,245
Total Non-current Assets	**940,317**	**954,702**
(2) Current assets		
(a) Inventories	280,856	317,907
(b) Financial Assets		
(i) Trade receivables	886,845	743,117
(ii) Cash and cash equivalents	46,844	69,020
(iii) Short term Loans	535	305
(c) Other current assets	121,092	130,791
Total Current Assets	**1,336,172**	**1,261,140**
Total Assets	**2,276,490**	**2,215,842**
EQUITY		
(1)EQUITY		
(a) Equity Share capital	4,567,620	4,567,620
(b) Other Equity	(12,470,424)	(11,776,415)
Total Equity	**(7,902,804)**	**(7,208,795)**
LIABILITIES		
(1) Non-current Liabilities		
(a) Long Term Provisions	277,948	254,448
Total Non-current Liabilities	**277,948**	**254,448**
(2) Current Liabilities		
(a) Financial Liabilities		
(i) Short term Borrowings	2,106,061	1,785,233
(ii) Trade Payables	6,991,424	6,654,121
(iii) Other Financial liabilities	203,565	202,565
(b) Other current liabilities	398,003	335,667
(c) Short Term Provisions	202,293	192,603
Total Current Liabilities	**9,901,346**	**9,170,189**
Total Equity and Liabilities	**2,276,490**	**2,215,842**

For and on behalf of Board of Directors

13/11/17

Managing Director
Tamilnadu Telecommunications Limited

Place Chennai
Date 13.11.2017

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S. VENKATRAM & CO.,
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INDEPENDENT AUDITOR'S REVIEW REPORT

To
The Board of Directors,
Tamilnadu Telecommunications Limited,
Chennai.

1. We have reviewed the accompanying interim unaudited condensed standalone financial statements of TAMILNADU TELECOMMUNICATIONS LIMITED (the "Company"), which comprise the Condensed Balance Sheet as at September 30, 2017, Condensed Statement of Profit and Loss (including Other Comprehensive Income) for the three months and six months period ended on that date, the Condensed Statement of Changes in Equity and the Condensed Statement of Cash Flows for the six months period ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the interim unaudited condensed standalone financial statements") being submitted by the Company pursuant to the requirement of the Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as modified by circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

Management's Responsibility for the Interim Condensed Standalone Financial Statements

2. The Company's Board of Directors is responsible for the preparation of these interim condensed standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the recognition and measurement principles laid down by the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued there-under and other accounting principles generally accepted in India.

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3. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the interim condensed standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

4. Our responsibility is to issue a report on the interim unaudited condensed standalone financial statements based on our review.

Scope of Review

5. We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". The standard requires that we plan and perform the review to obtain moderate assurance as to whether the interim unaudited condensed standalone financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

6. As stated in Note 1 of the interim unaudited condensed standalone financial statement we have not performed a review or audit of the figures relating to the corresponding half year ending 30th September 2016 including reconciliation of the net loss for the half year ended 30th September 2016 between the previous GAAP and the Ind AS.

Basis for Qualified opinion:

7. **a) The Company has provided for long term employee benefits (Gratuity and Leave Encashment) on an estimated basis which is in contravention of Ind AS 19 as per which provision for long term employee benefits will have to be provided based on actuarial valuation as of 30th September, 2017.**

   b) The Company has not recognised the following financial liability/asset at its fair value in terms of IndAS 109:

   (i) Amount due to Fujikura Ltd amounting to Rs.1,89,45,590 and

   (ii) Trade Receivables (considered good) amounting to Rs. 8,86,84,504.

Qualified Conclusion

8. Based on our review, with the exception of the matter described in the preceding paragraph, nothing has come to our attention that causes us to believe that the accompanying unaudited interim condensed standalone financial information as at 30th September 2017 is not prepared in accordance with Ind AS 34 and other accounting principles generally accepted in India, in material respects and has not disclosed the information that is required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/FAC/62/2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

9. **Without qualifying our conclusion, we draw attention to:**

   a. **S.No. - 3 to Notes to Unaudited Financial Results for the three months/six months ended 30th September, 2017. The Company's accumulated losses of Rs Rs.124,70,42,427 has eroded the Net Worth of the Company, indicating the existence of material uncertainty that may cast a doubt about the Company's ability to continue as a *Going Concern*. The Company has incurred a loss of Rs.6,98,56,104 for the six months under review. Based on the mitigating factors discussed in the said note, the Management believes that the *Going Concern* assumption is appropriate.**

b. The Company has not restated the amounts due to its Holding Company viz., Telecommunications Consultants India Limited amounting to Rs. 91,17,18,014 at Fair value, but retained the same at its book value .

Considering the present inability of the Company to repay its debts, the Bridge Loan and the Working Capital Support received from its Holding Company viz., Telecommunications Consultants India Limited amounting to Rs.11,65,73,000 and Rs.9,40,33,067 respectively, should be treated as a Long Term Financial Liability in the books of the Company instead of as Short term Borrowings.

For S.Venkatram & Co.,
Chartered Accountants
FRN: 004656S

Place: Chennai
Date :13th November,2017

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R.KANDAVELU
Partner
M.No: 12811