

TIL Limited

CIN : L74999WB1974PLC041725
Registered Office:
1, Taratolla Road, Garden Reach
Kolkata-700 024
Ph : 6633-2000, 6633-2845
Fax : 2469-3731/2143
Website : www.tilindia.in

8th February, 2023

The Manager,
Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

The Secretary,
Listing Department
Bombay Stock Exchange Ltd.,
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Re: Unaudited Financial Results of TIL Limited ('the Company') for the third quarter and nine month period ended on 31st December, 2022

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Unaudited Financial Results (Standalone and Consolidated) of the Company together with the Limited Review Report issued by the Statutory Auditors of the Company for the third quarter and nine months period ended on 31st December, 2022, of the financial year 2022-23, as approved by the Board of Directors of the Company at its Meeting held today, the 8th February, 2023. Please note that the Board Meeting had commenced at 3.00 p.m. and ended at 4.45 p.m.

Kindly take the above in your records.

Thanking you,

Yours faithfully,
For TIL LIMITED


SEKHAR BHATTACHARJEE
COMPANY SECRETARY

Encl. As above

Limited Review Report on the Quarterly Unaudited Standalone Financial Results of TIL Limited pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
TIL Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of TIL Limited (the 'Company') for the quarter ended December 31, 2022 and year to date from April 1, 2022 to December 31, 2022 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulation').
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review 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.

Basis for Qualified Conclusion

4. We draw attention to the following matters:
 - (a) Note No. 3 of the accompanying statement which states that the company has incurred a further cash loss of Rs. 2087 lakhs during the quarter and its net worth is negative. Moreover, the Company's current liabilities also exceed its current assets as at the 31st December 2022. In view of the acute financial crisis faced by the Company, lenders declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). Further, the Company had also received an advance notice for application under the Insolvency and Bankruptcy Code 2016 from one of the lenders, Bank of India, on August 12 2022. Subsequently, the Bank has filed an application under Section 7 of the IBC before the Hon'ble National Company law Tribunal on 28th September 2022. The application is yet to be admitted. On 7th December, 2022 TIL had submitted its objections. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022. Considering these developments, during the hearing dated 11th January, 2023, the Hon'ble National Company law Tribunal advised the other side to demonstrate substantial progress on the said resolution plan before the next hearing; date of hearing being 20th February, 2023.



The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (b) Note No.5 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on December 31, 2022 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (c) Note No.6 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15878 lakhs as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the standalone financial results.
- (d) Note No.7 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3675 lakhs lying in Bonded Warehouse/ at Port as on December 31, 2022 which also includes Rs. 3116 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 9 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 - for payment of tax/interest/penalty amounting to Rs. 928.90 Lakhs & Rs. 3290.79 lakhs respectively under Section 74(5) of the GST Act. The intimation under section 122(1)(ii) is yet to be received from the GST authorities. The Company has filed its reply to the said intimations on 17th January, 2023. The Company is of the view that the demand raised by GST authorities does not have merit and will be set aside. In view of this, no provision is considered necessary by the management.



- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 2441 lakhs, Rs. 881 lakhs, Rs. 11209 lakhs and Rs. 3500 lakhs respectively were

outstanding as on December 31,2022. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed.

Further, the Company could not get confirmations for Loans from banks/financial institution/bodies corporate to extent of Rs. 4121 Lakhs lying outstanding as on 31st December 2022.

Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on December 31,2022 and related impact on these Standalone Financial Results.

The impact of above matters (a) to (f) on the accompanying standalone financial results is presently not ascertainable.

Qualified Conclusion

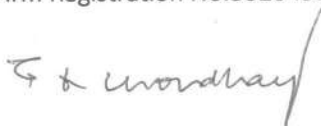
5. Based on our review conducted as above, except for the possible effects of our observations in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Listing Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

6. The opening balances as on 1st April,2022 have been considered based on audited financial statements of the Company for the year ended March 31,2022 as approved by the Board of Directors in their meeting held on September 19,2022 on which we had expressed disclaimer of opinion vide our audit report on that date.

Our conclusion is not modified in respect to above matter.

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E



(G L Choudhary)
Partner
Membership No. 052112



UDIN: 23052112BGXCHI3766

Place: Kolkata
Date: February 8, 2023

TIL LIMITED

CIN : L74999WB1974PLC041725
 Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024
 Phone : +91 33 6633 2000 / 2845. Fax : +91 33 2469 2143 / 3731
 Website : www.tilindia.in

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THREE MONTHS AND NINE MONTHS ENDED 31ST DECEMBER 2022

| Sl. No. | Particulars | ₹ in Lakhs except Earnings Per Share | | | |
|---------|---|--------------------------------------|---------------------|--------------------|--------------------|
| | | Three months ended | | Nine months ended | |
| | | 31st December 2022 | 30th September 2022 | 31st December 2022 | 31st December 2021 |
| | | Unaudited | Unaudited | Unaudited | Unaudited |
| 1. | Revenue from Operations | 1,110 | 152 | 1,752 | 4,441 |
| 2. | Other Income | 107 | 249 | 804 | 1,994 |
| I | Total Income (1+2) | 1,217 | 401 | 1,781 | 6,435 |
| 3. | Expenses | | | | |
| a. | Cost of Materials Consumed | 206 | 302 | 486 | 2,016 |
| b. | Purchases of Stock-in-Trade | 200 | 23 | 116 | 1,347 |
| c. | Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress | 449 | (348) | 51 | (1,506) |
| d. | Employee Benefits Expense | 820 | 922 | 1,511 | 4,449 |
| e. | Finance Costs | 911 | 945 | 2,787 | 5,531 |
| f. | Depreciation and Amortization Expense | 225 | 235 | 246 | 2,851 |
| g. | Other Expenses | 718 | 577 | 2,004 | 7,45 |
| II | Total Expenses | 3,529 | 2,656 | 5,389 | 17,078 |
| 4. | Profit / (Loss) Before Exceptional Items and Tax (I-II) | (2,312) | (2,255) | (3,608) | (10,643) |
| 5. | Exceptional Items | - | - | - | - |
| 6. | Profit / (Loss) Before Tax (4+5) | (2,312) | (2,255) | (3,608) | (10,643) |
| 7. | Tax Expenses | | | | |
| a. | Current Tax | - | - | - | - |
| b. | Income Tax relating to earlier years | - | - | - | - |
| c. | Deferred Tax | (172) | (101) | (487) | (664) |
| | Total Tax Expenses | (172) | (101) | (487) | (664) |
| 8. | Profit / (Loss) for the period / year (6-7) | (2,140) | (2,154) | (3,121) | (9,979) |
| 9. | Other Comprehensive Income | | | | |
| A. | (i) Items that will not be reclassified to profit or loss | (20) | (19) | (4) | (12) |
| B. | (ii) Income Tax relating to items that will not be reclassified to profit or loss | 7 | 7 | 1 | 4 |
| | (i) Items that will be reclassified to profit or loss | - | - | - | - |
| | (ii) Income Tax relating to items that will be reclassified to profit or loss | - | - | - | - |
| | Total Other Comprehensive Income | (13) | (12) | (3) | (8) |
| 10. | Total Comprehensive Income for the period / year (8+9) | (2,153) | (2,166) | (3,124) | (9,987) |
| 11. | Paid up Equity Share Capital (Face Value ₹ 10/- each) | 1,003 | 1,003 | 1,003 | 1,003 |
| 12. | Reserves (Other Equity) | (21,34) | (21,48) | (31,12) | (99,49) |
| 13. | Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#) | | | | |

See accompanying notes to the Financial Results

Figures for three months and nine months ended are not annualized



Notes:

- 1 The above unaudited standalone financial results for the period ended 31st December, 2022, drawn in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 8th February 2023 at Kolkata and have been subjected to "Limited Review" by the Statutory Auditors of the Company.
- 2 In its Extraordinary General Meeting convened on 23rd December, 2022, the Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs. 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of Indocrest Defence Solutions Private Limited pursuant to the provisions of Regulation 164A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 3 The Company has incurred a further cash loss of Rs. 2,087 lakhs during the quarter and its net worth is also negative. Moreover, the Company's current liabilities also exceeds its current assets as at 31st December, 2022. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India (BOI).
As reported earlier, the Company had received an advance notice for application under the Insolvency and Bankruptcy Code 2016 from one of the lenders, Bank of India, on 12th August 2022. Subsequently, the Bank has filed an application under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September, 2022. The application is yet to be admitted. On 7th December, 2022 TIL had submitted its objections. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022. Considering these developments, during the hearing dated 11th January, 2023, the Hon'ble National Company Law Tribunal advised the other side to demonstrate substantial progress on the said resolution plan before the next hearing, date of hearing being 20th February, 2023.
Though the above situation is indicative of a material uncertainty that may cast doubt on the Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 2 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial statements have been prepared on a going concern basis.
- 4 The Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st December 2022, in the opinion of the management, no impairment provision is considered necessary.
- 5 The Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st December 2022 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 6 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15,878 lakhs has been carried in the books at book value as against fair value as required under Ind AS-109.
- 7 Stock in Transit includes materials valuing Rs. 3,675 Lakhs lying in Bonded Warehouse / at Port as on 31st December 2022 which also includes Rs. 3,116 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 8 As reported earlier, pursuant to a complaint lodged against the Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Company for the year ended 31st March 2021 and certain other matters, the Corporation Finance Investigation Department (CFID) of SEBI had sought information from the Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants on the financial year 2019-20 & 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended 31st March 2022 to rectify those accounting mistakes/misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the board of directors in their meeting dated 19th September, 2022. The Company has received a letter from SEBI dated 22nd December, 2022 seeking further information which has since been replied by the Company on 8th January, 2023. The Company has not received any further intimation from SEBI since then.
- 9 As reported earlier, an enquiry by 'Directorate of Revenue Intelligence & Enforcement' (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act. The intimation under section 122(1)(i) is yet to be received from the GST authorities. The Company has filed its reply to the said intimations on 17th January, 2023. The Company is of the view that the demand raised by GST authorities does not have merit and will be set aside.
- 10 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Company pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further the Company's principal geographical area is within India. Accordingly, the Company has only one reportable operating segment.
- 12 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current period's classification.



For TIL LIMITED

Sumit Mazumder
Chairman & Managing Director

Registered Office :
1, Taratolla Road,
Garden Reach
Kolkata 700 024.
Date : 8th February 2023

Limited Review Report on the Quarterly Unaudited Consolidated Financial Results of TIL Limited pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
TIL Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of TIL Limited ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as the 'Group') for the quarter ended December 31, 2022 and year to date from April 1, 2022 to December 31, 2022 (the "Statement") attached herewith, being submitted by the Parent Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulation').
2. This Statement, which is the responsibility of the Parent Company's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the financial results of the Parent and the following entity:

| Name of the Entity | Relationship |
|--------------------------|-------------------------|
| TIL Overseas Pte Limited | Wholly Owned Subsidiary |

Basis for Qualified Conclusion

5. We draw attention to the following matters:
 - (a) Note No. 3 of the accompanying statement which states that the Parent company has incurred a further cash loss of Rs. 2087 lakhs during the quarter and its net worth is negative. Moreover,



the Company's current liabilities also exceed its current assets as at the 31st December 2022. In view of the acute financial crisis faced by the Company, lenders declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). Further, the Company had also received an advance notice for application under the Insolvency and Bankruptcy Code 2016 from one of the lenders, Bank of India, on August 12 2022. Subsequently, the Bank has filed an application under Section 7 of the IBC before the Hon'ble National Company law Tribunal on 28th September 2022. The application is yet to be admitted. On 7th December, 2022 TIL had submitted its objections. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022. Considering these developments, during the hearing dated 11th January, 2023, the Hon'ble National Company law Tribunal advised the other side to demonstrate substantial progress on the said resolution plan before the next hearing; date of hearing being 20th February, 2023.

The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (b) Note No.5 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on December 31, 2022 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (c) Note No. 6 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15878 lakhs as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the standalone financial results.
- (d) Note No. 7 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3675 lakhs lying in Bonded Warehouse/ at Port as on December 31, 2022 which also includes Rs. 3116 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 9 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain



trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 - for payment of tax/interest/penalty amounting to Rs. 928.90 Lakhs & Rs. 3290.79 lakhs respectively under Section 74(5) of the GST Act. The intimation under section 122(1)(ii) is yet to be received from the GST authorities. The Company has filed its reply to the said intimations on 17th January, 2023. The Company is of the view that the demand raised by GST authorities does not have merit and will be set aside. In view of this, no provision is considered necessary by the management.

- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 2441 lakhs, Rs. 881 lakhs, Rs. 11209 lakhs and Rs. 3500 lakhs respectively were outstanding as on December 31, 2022. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed. Further, the Company could not get confirmations for Loans from banks/financial institution/bodies corporate to extent of Rs. 4121 Lakhs lying outstanding as on 31st December 2022. Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on December 31, 2022 and related impact on these Consolidated Financial Results.

The impact of above matters (a) to (f) on the accompanying consolidated financial results is presently not ascertainable.

Qualified Conclusion

6. Based on our review conducted as above and based on the consideration of the management certified financial information / financial results in case of the wholly owned subsidiary referred to in paragraph 7 below, except for the possible effects of our observations in paragraph 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Listing Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matters

7. The consolidated unaudited financial results include the interim financial information / financial results of one ("1") wholly owned foreign subsidiary which have not been reviewed by their auditors and have been certified by their management, whose interim financial information / financial results reflect total assets of Rs. 601 lakhs and net assets of Rs. 587 lakhs as at December 31, 2022, revenues of Rs. Nil and Rs. Nil, total net profit after tax of Rs. (-) 1 lakhs and Rs. (-) 1 lakhs, total comprehensive income of Rs. 8 lakhs and Rs. 50 lakhs for the three months and nine months ended on December



31, 2022 respectively, as considered in the unaudited consolidated financial results. According to the information and explanations given to us by the management, these interim financial information / financial results are not material to the Group.

8. The opening balances as on 1st April, 2022 have been considered based on audited financial statements of the Group for the year ended March 31, 2022 as approved by the Board of Directors of the Parent Company in their meeting held on September 19, 2022 on which we had expressed disclaimer of opinion vide our audit report on that date.

Our conclusion is not modified in respect to above matters.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E



(G L Choudhary)
Partner
Membership No. 052112



UDIN: 23052112BGXCHJ3029

Place: Kolkata
Date: February 8, 2023

TIL LIMITED

CIN : L74999WB1974PLC041725

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024

Phone : +91 33 6633 2000 / 2845, Fax : +91 33 2469 2143 / 3731

Website : www.tilindia.in

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THREE MONTHS AND NINE MONTHS ENDED 31ST DECEMBER 2022

| Sl. No. | Particulars | ₹ in Lakhs except Earnings Per Share | | | | | |
|---------|---|--------------------------------------|---------------------|--------------------|--------------------|---------------------|-----------------|
| | | Three months ended | | Nine months ended | | Twelve months ended | |
| | | 31st December 2022 | 30th September 2022 | 31st December 2021 | 31st December 2022 | 31st December 2021 | 31st March 2022 |
| 1. | Revenue from Operations | 1,110 | 152 | 1,752 | 2,797 | 4,565 | 6,624 |
| 2. | Other Income | 106 | 248 | 30 | 806 | 261 | 1,089 |
| I | Total Income (1+2) | 1,216 | 400 | 1,782 | 3,603 | 4,826 | 7,713 |
| 3. | Expenses | | | | | | |
| | a. Cost of Materials Consumed | 206 | 302 | 486 | 763 | 2,016 | 2,098 |
| | b. Purchases of Stock-in-Trade | 200 | 23 | 116 | 253 | 1,347 | 2,004 |
| | c. Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress | 450 | (347) | 52 | 1,142 | (1,488) | (1,002) |
| | d. Employee Benefits Expense | 820 | 922 | 1,511 | 2,806 | 4,454 | 5,536 |
| | e. Finance Costs | 911 | 945 | 975 | 2,787 | 2,855 | 3,620 |
| | f. Depreciation and Amortization Expense | 225 | 235 | 246 | 693 | 745 | 995 |
| | g. Other Expenses | 718 | 577 | 2,007 | 2,107 | 7,257 | 10,325 |
| II | Total Expenses | 3,530 | 2,657 | 5,393 | 10,551 | 17,186 | 23,576 |
| 4. | Profit from Continuing Operations Before Exceptional Items and Tax (I-II) | (2,314) | (2,257) | (3,611) | (6,948) | (12,360) | (15,863) |
| 5. | Exceptional Items | - | - | - | - | - | (25,953) |
| 6. | Profit / (Loss) Before Tax (4+5) | (2,314) | (2,257) | (3,611) | (6,948) | (12,360) | (41,816) |
| 7. | Tax Expenses | | | | | | |
| | a. Current Tax | - | - | - | - | - | 172 |
| | b. Income Tax relating to earlier years | - | - | - | - | - | 1,129 |
| | c. Deferred Tax | (172) | (101) | (487) | (329) | (664) | 1,301 |
| 8. | Total Tax Expenses | (172) | (101) | (487) | (329) | (664) | 1,301 |
| 9. | Profit / (Loss) for the period / year (6-7) | (2,142) | (2,156) | (3,124) | (6,619) | (11,696) | (43,117) |
| | Other Comprehensive Income | | | | | | |
| | A. (i) Items that will not be reclassified to profit or loss | (20) | (19) | (4) | (59) | (12) | (79) |
| | (ii) Income Tax relating to items that will not be reclassified to profit or loss | 7 | 7 | 1 | 21 | 4 | 28 |
| | B. (i) Items that will be reclassified to profit or loss | 9 | 18 | - | 51 | 42 | 80 |
| | (ii) Income Tax relating to items that will be reclassified to profit or loss | - | - | - | - | - | - |
| | Total Other Comprehensive Income | (4) | 6 | (3) | 13 | 34 | 29 |
| 10. | Total Comprehensive Income for the period / year (8+9) | (2,146) | (2,150) | (3,127) | (6,606) | (11,662) | (43,088) |
| 11. | Paid up Equity Share Capital (Face Value ₹ 10/- each) | 1,003 | 1,003 | 1,003 | 1,003 | 1,003 | 1,003 |
| 12. | Reserves (Other Equity) | | | | | | |
| 13. | Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#) | (21.36) | (21.49) | (31.15) | (65.99) | (116.61) | (429.87) |

See accompanying notes to the Financial Results

Figures for three months and nine months ended are not annualized



Notes

- 1 The above unaudited Consolidated financial results for the period ended 31st December 2022, drawn in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 8th February 2023 at Kolkata and have been subjected to "Limited Review" by the Statutory Auditors of the Company.
- 2 In its Extraordinary General Meeting convened on 23rd December, 2022, the Parent Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs. 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of Indcrest Defence Solutions Private Limited pursuant to the provisions of Regulation 164A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2016, and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 3 The Parent Company has incurred a further cash loss of Rs.2,087 lakhs during the quarter and its net worth is also negative. Moreover, the Parent Company's current liabilities also exceeds its current assets as at 31st December 2022. In view of the acute financial crisis faced by the Parent Company, lenders have declared the loan facilities granted to the Parent Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Parent Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India (BOI).
As reported earlier, the Parent Company had received an advance notice for application under the Insolvency and Bankruptcy Code 2016 from one of the lenders, Bank of India, on 12th August 2022. Subsequently, the Bank has filed an application under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. On 7th December, 2022 TIL had submitted its objections. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022, which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022. Considering these developments, during the hearing dated 11th January, 2023, the Hon'ble National Company Law Tribunal advised the other side to demonstrate substantial progress on the said resolution plan before the next hearing, date of hearing being 20th February, 2023.
Though the above situation is indicative of a material uncertainty that may cast doubt on the Parent Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 2 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial statements have been prepared on a going concern basis.
- 4 The Parent Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st December 2022, in the opinion of the management, no impairment provision is considered necessary.
- 5 The Parent Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st December 2022 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 6 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15,878 lakhs has been carried in the books at book value as against fair value as required under Ind AS-109.
- 7 Stock in Transit includes materials valuing Rs. 3,675 Lakhs lying in Bonded Warehouse / at Port as on 31st December 2022 which also includes Rs. 3,116 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 8 As reported earlier, pursuant to a complaint lodged against the Parent Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Parent Company for the year ended 31st March 2021 and certain other matters, the "Corporation Finance Investigation Department" (CFID) of SEBI had sought information from the Parent Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants on the financial statements for the financial year 2019-20 & 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended/year ended 31st March 2022 to rectify those accounting mistakes/ misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the board of directors in their meeting dated 19th September 2022. The Parent Company has received a letter from SEBI dated 22nd December, 2022 seeking further information which has since been replied by the Parent Company on 9th January, 2023. The Parent Company has not received any further intimation from SEBI since then.
- 9 As reported earlier, an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Parent Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Parent Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act. The intimation under section 122(1)(ii) is yet to be received from the GST authorities. The Parent Company has filed its reply to the said intimations on 17th January, 2023. The Parent Company is of the view that the demand raised by GST authorities does not have merit and will be set aside.
- 10 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Group pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further, the Parent Company's principal geographical area is within India. Accordingly, the Parent Company has only one reportable operating segment.
- 12 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current period's classification.

Registered Office :
1, Taratolla Road,
Kolkata 700 024,
Date : 8th February 2023




for TIL LIMITED
Sumit Mazumder
Chairman & Managing Director