

30th May, 2018

The Corporate Relationship Dept.,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001
Listing Department
National Stock Exchange of India Limited
Plot No. C/1, Block-G
Exchange Plaza, 5th Floor,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sirs,

Sub: Submission of Audited Financial Results for the quarter and year ended 31st March, 2018 and Consolidated Financial Results for the year ended 31st March, 2018, pursuant to Regulations 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulations 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith following results duly approved by the Board of Directors of the company at their meeting held today i.e. 30th May, 2018:

- Audited standalone Financial Results of the Company for the fourth quarter and year ended 31st March, 2018 and consolidated Financial Results for the year ended 31st March, 2018 in the prescribed format.
- Auditors Report on Standalone and Consolidated Financial Results of the Company for the financial year ended 31st March, 2018 issued by M/s Lodha and Co., Chartered Accountants
- Statement in the form of declaration that the report of Auditors is with unmodified opinion with respect to Audited Financial Results (Standalone and Consolidated) for the quarter and financial year ended 31st March, 2018.

Further, the Board has recommended payment of Dividend @ 200% i.e. Rs. 4 (Rupees Four) per equity share of Rs. 2/- each for the year ended 31st March, 2018 subject to the approval of the Shareholders' at the 58th Annual General Meeting scheduled to be held on 6th September, 2018 at Sripati Singhanian Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata 700 020 and will be credited /dispatched by 11th September, 2018 to the shareholders entitled for the same.

The meeting of Board of Directors was commenced at 2:00 pm and concluded at 05:45 pm.
This is for your reference and record.

For **HSIL Limited**


(Payal M. Puri)
Company Secretary

Name: Payal M. Puri
Address: 301-302, 3rd Floor, Park Centra, Sector-30, Gurugram-122001
Membership No. 16068
Encl: As above

HSIL Limited

(An ISO 9001 14001 OHSAS 18001 Certified Company)

Corporate Office: 301-302, IIIrd Floor Park Centra, Sector-30, NH-8, Gurugram, Haryana - 122 001. T+91-124-4779200, F +91-124-4292898/99

Registered Office: 2, Red Cross Place, Kolkata, West Bengal - 700 001. T +91-33-22487406/07, F +91-33-22487045

marketing@hindware.co.in | www.hindwarehomes.com | CIN No. - L51433WB1960PLC024539



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HSIL LIMITED

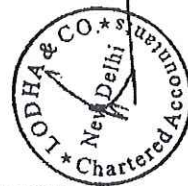
REGD. OFFICE: 2, RED CROSS PLACE, KOLKATA-700 001
Website: www.hsildwshomes.com

PART I
STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2018 AND CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH 2018

Particulars	Standalone					Consolidated		
	3 months ended 31 March 2018 (Audited)	Preceding 3 months ended 31 December 2017 (Unaudited)	Corresponding 3 months ended in the previous year 31 March 2017 (Audited)	Year to date figures for the current period ended 31 March 2018 (Audited)	Year to date figures for the previous period ended 31 March 2017 (Audited)	Year to date figures for the current period ended 31 March 2018 (Audited)	Year to date figures for the previous period ended 31 March 2017 (Audited)	(Rs. In Crore)
I Revenue from operations (refer note 4 below)	660.82	579.45	635.10	2,284.51	2,226.55	2,237.78	2,229.73	
II Other Income	6.33	1.02	0.93	9.71	4.55	9.68	4.56	
III Total Income (I+II)	667.15	580.47	636.03	2,294.22	2,231.10	2,297.46	2,234.29	
IV Expenses								
a) Cost of materials consumed	127.48	103.35	90.98	417.44	370.59	417.44	370.59	
b) Purchases of stock-in-trade	166.29	133.39	116.37	546.84	439.40	546.87	441.08	
c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(18.84)	0.54	33.44	(75.38)	(6.48)	(75.42)	(6.48)	
d) Excise duty	-	-	42.39	35.00	154.92	35.00	154.92	
e) Employee benefits expense	85.68	75.57	83.18	308.87	286.33	309.02	286.59	
f) Finance cost	20.28	12.87	9.41	55.76	33.36	55.76	33.48	
g) Depreciation and amortization expense	32.01	28.93	25.33	114.04	110.83	114.07	110.87	
h) Power and fuel	91.56	69.58	67.57	280.97	245.29	280.97	245.29	
i) Other expenses	144.02	124.50	127.79	498.39	447.20	502.09	451.02	
Total expenses (IV)	638.48	548.73	596.46	2,181.93	2,081.44	2,185.80	2,087.36	
V Profit before exceptional items and tax (III-IV)	28.67	31.74	39.57	112.29	149.66	111.68	146.93	
VI Exceptional item (refer note 7 & 8 below)	0.40	(6.94)	-	(6.54)	-	(6.54)	-	
VII Profit before tax	29.07	24.80	39.57	105.75	149.66	105.12	146.93	
VIII Tax expense								
a) Current tax	(2.27)	9.77	9.25	27.89	48.89	27.91	48.89	
b) Deferred tax charge/(benefit)	7.45	(0.55)	(0.43)	3.11	(2.25)	3.12	(2.25)	
Tax expense (VIII)	5.18	9.22	8.82	31.00	46.64	31.03	46.64	
IX Profit for the period (VII-VIII)	23.91	15.58	30.75	74.75	103.02	74.09	100.29	
X Other comprehensive income (net of tax)								
(A)(i) Items that will not be reclassified to profit or loss	1.52	0.20	1.67	2.13	3.10	2.17	3.10	
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.53)	(0.07)	(0.34)	(0.74)	(0.56)	(0.74)	(0.56)	
(B)(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 (X)	0.99	0.13	1.33	1.39	2.54	1.43	2.54	
XI Total comprehensive income for the period (IX+X)	24.90	15.71	32.08	76.14	105.56	75.52	102.83	
XII Earnings before interest, depreciation, tax and amortization (EBIDTA) (IX+X) (Rs.2/- per share)	80.96	73.54	74.31	282.09	299.85	282.49	291.28	
XIII Paid-up equity share capital (face value Rs.2/- per share)	14.46	14.46	14.46	14.46	14.46	14.46	14.46	
XIV Earnings per share: (of Rs. 2/- each) (quarterly figures not annualized)								
(a) Basic (Rs.)	3.31	2.16	4.25	10.34	14.25	10.25	13.87	
(b) Diluted (Rs.)	3.31	2.16	4.25	10.34	14.25	10.25	13.87	



PART II		Standalone					Consolidated	
Segment wise revenue, results, assets and liabilities (refer note 10 below)		3 months ended 31 March 2017 (Audited)	Preceding 3 months ended 31 December 2017 (Unaudited)	Corresponding 3 months ended in the previous year 31 March 2017 (Audited)	Year to date figures for the current period ended 31 March 2018 (Audited)	Year to date figures for the previous period ended 31 March 2017 (Audited)	Year to date figures for the current period ended 31 March 2018 (Audited)	Year to date figures for the previous period ended 31 March 2017 (Audited)
Particulars								
1	Segment revenue from operations:							
	a) Building products	300.22	253.40	303.78	1,044.12	1,037.06	1,044.12	1,036.47
	b) Packaging products	278.66	244.10	260.53	940.52	966.13	940.52	967.20
	c) Consumer products	60.77	59.43	41.20	207.69	123.87	207.69	124.05
	d) Retail business	23.53	23.74	30.15	96.13	95.83	99.45	95.81
	e) Others	0.10	0.06	0.19	1.48	1.79	1.51	8.33
	Total	663.28	580.73	635.65	2,289.99	2,228.68	2,299.39	2,231.86
	Less: Inter segment revenue	2.45	1.26	0.55	5.48	2.13	5.48	2.13
	Total Revenue from operations	660.83	579.47	635.10	2,284.51	2,226.55	2,293.91	2,229.73
2	Segment results: Profit/(Loss) (before tax and interest from each segment) (refer note 4)							
	a) Building products	44.59	42.64	47.10	167.54	165.23	167.54	165.23
	b) Packaging products	17.56	17.69	24.01	66.61	99.43	66.61	99.43
	c) Consumer products	(2.08)	(1.04)	(8.22)	(16.75)	(24.33)	(16.75)	(24.33)
	d) Retail business	0.13	(5.29)	(0.77)	(11.68)	(14.81)	(11.80)	(14.82)
	e) Others	(0.14)	(0.14)	0.01	0.58	0.94	(3.83)	(1.65)
	Total profit before unallocable expenditure	60.06	53.86	61.53	206.70	226.46	202.17	223.66
	Less: i) Finance costs	20.28	12.87	9.41	55.78	33.36	55.78	33.48
	ii) Loss due to fire	(0.40)	6.94	-	6.54	-	6.54	-
	iii) Other un-allocable expenditure net off un-allocable income	11.11	9.25	12.55	36.65	43.44	34.75	43.45
	Total Profit before tax	29.07	24.80	39.57	105.75	149.66	105.75	146.93
3	Segment assets							
	a) Building products	1,552.96	1,391.90	1,181.45	1,552.96	1,181.45	1,552.96	1,181.45
	b) Packaging products	1,523.27	1,395.75	1,485.77	1,523.27	1,485.77	1,523.27	1,485.77
	c) Consumer products	215.44	155.39	113.59	215.44	113.59	217.83	113.59
	d) Retail business	44.25	44.50	46.20	44.25	46.20	44.25	54.15
	e) Others	7.32	7.51	6.77	7.32	6.77	9.48	-
	f) Unallocated	131.66	158.44	253.83	131.66	253.83	129.39	249.85
	Total	3,474.90	3,153.49	3,087.61	3,474.90	3,087.61	3,471.18	3,084.82
	Segment liabilities							
	a) Building products	844.94	704.97	506.21	844.94	506.21	844.94	506.21
	b) Packaging products	983.22	836.60	950.62	983.22	950.62	983.22	950.62
	c) Consumer products	143.57	121.31	61.65	143.57	61.65	143.57	61.65
	d) Retail business	26.80	28.43	36.08	26.80	36.08	29.65	36.08
	e) Others	0.03	-	-	0.03	-	0.58	-
	f) Unallocated (inter segment assets)	(12.93)	(24.19)	83.01	(12.93)	83.01	(15.74)	83.73
	Total	1,985.63	1,689.12	1,637.57	1,985.63	1,637.57	1,985.22	1,638.29



STATEMENT OF STANDALONE AND CONSOLIDATED AUDITED ASSETS AND LIABILITIES		(Rs. in crore)			
		Standalone		Consolidated	
Particulars		As at 31 March 2018	As at 31 March 2017	As at 31 March 2018	As at 31 March 2017
A	ASSETS				
1	Non-current assets				
	a) Property, plant and equipments	1,649.16	1,492.43	1,649.16	1,492.43
	b) Capital work in progress	209.37	151.58	209.37	151.58
	c) Goodwill	26.94	26.94	26.94	26.94
	d) Other intangible assets	4.97	3.91	5.26	4.22
	e) Financial assets				
	i) Investments	34.55	35.03	29.97	31.47
	ii) Loans	20.73	18.50	20.19	17.81
	iii) Other financial assets	0.28	0.25	0.28	0.50
	f) Current tax asset (net)	60.27	54.37	60.28	54.36
	g) Other non-current assets	40.58	96.82	40.58	96.82
	Total non-current assets	2,046.85	1,981.83	2,043.03	1,977.93
2	Current assets				
	a) Inventories	564.30	492.50	564.34	492.50
	b) Financial assets				
	i) Investments	-	104.55	0.27	104.55
	ii) Trade receivables	514.09	397.17	513.76	397.55
	iii) Cash and cash equivalents	235.19	139.56	235.62	139.94
	iv) Bank balance other than (iii) above	4.56	4.25	4.58	4.38
	v) Loans	0.81	1.40	0.76	1.18
	vi) Other financial assets	11.01	2.64	11.01	2.64
	c) Other current assets	98.09	43.71	98.81	64.15
	Total current assets	1,428.05	1,205.78	1,429.15	1,206.89
	TOTAL ASSETS (A+B)	3,474.90	3,087.61	3,472.18	3,084.82
B	EQUITY AND LIABILITIES				
1	Equity				
	a) Equity share capital	14.46	14.46	14.46	14.46
	b) Other equity	1,474.81	1,435.58	1,470.50	1,432.07
	Total equity	1,489.27	1,450.04	1,484.96	1,446.53
2	Non-current liabilities				
	a) Financial liabilities				
	i) Borrowings	523.02	317.33	523.02	317.33
	ii) Other financial liabilities	52.51	55.91	52.51	55.91
	b) Provisions	10.21	9.57	10.22	9.59
	c) Deferred tax liabilities (net)	211.54	207.68	211.55	207.68
	d) Other non-current liabilities	2.06	1.55	2.01	1.54
	Total non-current liabilities	799.34	592.04	799.31	592.05
3	Current liabilities				
	a) Financial liabilities				
	i) Borrowings	636.71	503.70	636.71	503.70
	ii) Trade payables	217.37	196.60	217.37	196.73
	iii) Other financial liabilities	285.65	303.89	285.98	304.45
	b) Other current liabilities	43.50	38.36	43.59	38.37
	c) Provisions	3.26	2.98	3.25	2.98
	Total current liabilities	1,166.29	1,045.53	1,166.91	1,045.24
	Total liabilities (2+3)	1,965.63	1,637.57	1,966.22	1,638.29
	TOTAL EQUITY AND LIABILITIES (B+1+2+3)	3,474.90	3,087.61	3,471.18	3,084.82



Notes:

- (3) The standalone financial results of HSL Limited ("HSL" or "Company") for the year and quarter ended 31 March 2018 and 31 March 2017 and consolidated financial results for the year ended 31 March 2018 and 31 March 2017 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 30th May 2018.
- (2) Figures for the quarter ended 31 March 2018 and 31 March 2017 represents the balancing figures between the audited figures for the full financial years and published figures for the respective financial years.
- (3) The above results have been prepared in accordance with the Indian Accounting Standards ("Ind-AS") as notified under the Companies (Indian Accounting Standards) Amendment Rules, 2016, specified under section 133 of the Companies Act, 2013.
- (4) In the results above, the Revenue from operations for the quarter ended 31 March 2018 and 31 December 2017 is net of Goods and Service Tax (GST) which was applicable from 1 July 2017. However, Revenue from operations for the period up to 30 June 2017 and periods relating to financial year 2016-17 is net of VAT but gross of excise duty. Accordingly, revenues for the quarter(s) ended 31 March 2018, 31 December 2017 and for the year ended 31 March 2018 are not comparable with the previous periods presented in above financial results. Had the previously reported respective period Revenue from operations shown net of excise duty, comparative segmentwise Revenue of the Company would have been as follows:

Segment revenue from operations:	Standalone						Consolidated	
	Quarter ended		Year ended		Year ended		Year ended	
	31 March 2018	31 December 2017	31 March 2017	31 March 2018	31 March 2017	31 March 2018	31 March 2017	
a) Building products	300.22	253.40	285.90	1,029.45	972.83	1,029.45	972.84	
b) Packaging products	278.66	244.10	236.42	920.20	877.44	920.20	877.44	
c) Consumer products	60.77	59.43	41.20	207.69	125.87	207.69	125.88	
d) Retail business	23.53	23.74	30.15	95.18	95.93	95.45	95.61	
e) Others	0.10	0.06	0.18	1.47	1.79	1.47	4.98	
Total	663.28	580.73	595.25	2,254.99	2,078.76	2,258.26	2,076.95	
Less: Intra segment revenue	2.45	1.27	0.55	5.48	2.13	5.48	2.13	
Total Revenue from operations	660.83	579.45	592.70	2,249.51	2,074.63	2,252.78	2,074.82	

(5) The Board of Directors of the Company, in its meeting held on 10 November 2017 had approved a composite Scheme of Arrangement under section 230 to 232, read with section 56 and other applicable provisions of the Companies Act, 2013 and the provisions of other applicable laws, amongst the Company, Somany Home Innovation Limited, a wholly owned subsidiary of the Company ("Resulting Company 1") and Birla Innovation Limited, a wholly owned subsidiary of Resulting Company 1 ("Resulting Company 2") and their respective shareholders and creditors ("Scheme"). The Scheme provides for the demerger of: (i) the Consumer Products Distribution and Marketing Undertaking ("CPDM Undertaking") and Retail Undertaking of the Company into Resulting Company 1, and (ii) the Building Products Distribution and Marketing Undertaking ("BPM Undertaking") of the Company into Resulting Company 2. The Appointed Date for the Scheme is 1 April 2018 or such other date as directed by the Hon'ble Kolkata Bench of the National Company Law Tribunal ("NCLT"). The Scheme is subject to necessary regulation, approval and sanction by Hon'ble NCLT. The Company has received approval from BSE Limited and the National Stock Exchange of India Limited and is in the process of filing the application with Hon'ble NCLT for approval.

(6) A portion of the company's Kharani unit engaged in manufacturing of faucets, a part of building products division, had fire on the night of 12th Nov 2017. The necessary surveys by the insurance company has been conducted and unit is duly covered by insurance including reinstatement value clause. The insurance company is in process of assessing the quantum of claims for settlement. Adjustments, if any relating to fire would be carried out upon its final assessment by the insurance company. Based on provisional estimates made by the management, the value of assets and inventories affected by fire is Rs. 14.45 crore and Rs. 2.05 crore respectively, for which insurance claim has been lodged. In the opinion of management there will not be any material impact on this account on state of affairs and results of the company.

(7) The Board in its meeting held on 10th November 2017 had subject to necessary regulatory approvals, approved the closure of its subsidiary M/s Hills International Limited, Mauritius (HILM) and this process also envisaged the closure of subsidiary/step down subsidiaries of HILM, except M/s Queo Bathroom Innovations Limited, UK over a period of time. The Board had accordingly approved impairment of the figures of investments made in the subsidiary by Rs. 2.11 crore and the utilisation of Business Reconstruction Reserve (BRR) by Rs. 2.11 crore pertaining to the impairment of investment in the Company's foreign subsidiary. The aforesaid utilisation against BRR is as per the Scheme of Arrangement approved by Hon'ble High Court of Calcutta vide its order dated 25 March 2010. The figures for the year ended 31st March 2018, includes the impairment of investment in subsidiary by Rs. 2.11 crore and utilisation of BRR as stated above.

(8) The Board of Directors of the Company had approved utilisation of Business Reconstruction Reserve (BRR) by Rs. 8.39 crore pertaining to write off of old, non-moving and slow inventory done by the Retail Business division during the quarter and year ended 31 March 2017. The aforesaid utilisation against BRR is as per the Scheme of Arrangement approved by the Hon'ble High Court of Calcutta vide its order dated 25 March 2010.

(9) On 17 October 2017, one of the warehouses relating to the Retail Business division had fire which resulted in a loss of Rs. 6.54 crore and has been duly provided in the books of accounts in the quarter ending 31 December 2017 and year ended 31st March 2018. Insurance claims relating to the loss has been filed and the settlement amounts of insurance claims as received would be accounted for on receipt.

(10) Previous period figures have been regrouped / re-arranged wherever considered necessary to confirm to the current quarter and year's classification.

Place: Gurugram
Date: 30 May 2018


Dr. Rajendra Kumar Somaiya
Chairman and Managing Director



30th May, 2018

The Corporate Relationship Dept.,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai – 400 001

The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

**Sub: Declaration on Auditors Report with Unmodified Opinion under Regulation 33(3) (d) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

I, Dr. Rajendra Kumar Somany, Chairman and Managing Director of HSIL Ltd (CIN: L51433WB1960PLC024539) having registered office at 2, Red Cross Place, Kolkata – 700 001 hereby declare that in accordance with Regulation 33(3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Lodha & Co., Chartered Accountants (Firm's Registration No. 301051E) Statutory Auditors of the Company, have issued an Audit Report with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and financial year ended on 31st March, 2018.

This is for your information and records.

For HSIL Limited



Dr. Rajendra Kumar Somany
Chairman and Managing Director
DIN: 00053557

HSIL Limited

(An ISO 9001 14001 OHSAS 18001 Certified Company)

Corporate Office: 301-302, IIIrd Floor Park Centra, Sector-30, NH-8, Gurugram, Haryana - 122 001. T+91-124-4779200, F +91-124-4292898/99

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India's most awarded & certified bathroom products company

Independent Auditor's Report on Consolidated Financial Results and Consolidated Year Ended Results of HSIL Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of HSIL Limited

1. We have audited the consolidated financial results of HSIL Limited ('herein after referred to as 'the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the year ended 31st March 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated financial results are based on the consolidated financial statements for the year ended 31st March 2018 prepared in accordance with the accounting principles generally accepted in India, including Indian Accounting Standard prescribed under Section 133 of the Companies Act, 2013 ('the Act') , SEBI Circular CIR/CFD//CMD/15/2015 dated 30th November 2015 & CIR/CFD/FAC/62/2016 dated 5th July 2016 and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which are the responsibility of the Holding Company's management and have been approved by the Board of Directors of the Holding company. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the consolidated financial statements for the year ended 31st March 2018.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, these consolidated year ended results:
 - a) includes the year ended results of the following entities:

Subsidiary companies

- (i) Hindware Home Retail Private Limited
- (ii) Halis International Limited
- (iii) Alchemy International Cooperatief U.A.*
- (iv) Haas International B.V[^]
- (v) QUEO Bathroom Innovations Limited#
- (vi) Somany Home Innovation Limited
- (vii) Brilloca Limited **
- (viii) Luxxis Heating Solutions Private Limited

* Subsidiary of Halis International Limited

^ Subsidiary of Alchemy International Cooperatief U.A.



Subsidiary of Haas International B.V

** Subsidiary of Somany Home Innovation Limited

- b) are presented in accordance with the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/FAC/62/2016 dated 05th July, 2016 in this regard; and
- c) give true & fair view of the consolidated net profit including other comprehensive income and other financial information for the consolidated financial results for the year ended 31st March, 2018.
4. Attention is drawn to Note 7(a) to the financial statement regarding the utilisation of the Business Reconstruction Reserve ('BRR') to the extent of Rs.2.11 crores which was created in accordance with a scheme of arrangement (the scheme) approved by Hon'ble High Court of Calcutta. During the year the Company has impaired its investment in a foreign subsidiary amounting to Rs. 2.11 crores and charged the same as exceptional item to statement of financial results of that year (which is included in nine months results of the company) , and withdrawn equivalent amount from BRR.
5. Corresponding figures for the year ended 31st March 2017 included in the consolidated financial results were audited by another auditor who expressed an unmodified opinion dated 18th May 2017.

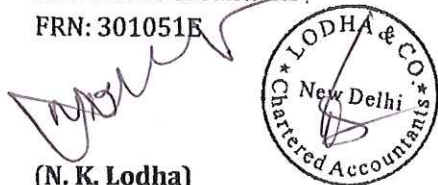
6. Other Matters

We did not audit the financial statements of five subsidiaries, whose financial statements reflect total assets of Rs. 4.17 Crores as at 31st March 2018, total revenues of Rs. 7.78 Crores and total profit after tax of (Rs. 4.52) Crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries based solely on the reports of the other auditors.

For **LODHA & CO.**

Chartered Accountants

FRN: 301051E



(N. K. Lodha)

Partner

Membership No. 85155

Place: New Delhi

Dated: 30th May, 2018

Independent Auditor's Report on Quarterly Standalone Financial Results and Year Ended Results of HSIL Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

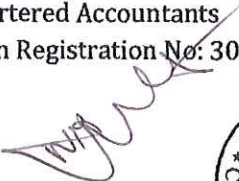
To
The Board of Directors of HSIL Limited

1. We have audited the standalone quarterly financial results of HSIL Limited ('the Company') for the quarter ended 31st March 2018, and the financial results for the year ended 31st March 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly financial results are the derived figures between the audited figures in respect of the year ended 31st March 2018 and the published year-to-date figures up to 31st December, 2017, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter and year to date ended 31st March 2018 have been prepared on the basis of the financial results for the nine-month period ended 31st December, 2017, the audited annual financial statements as at and for the year ended 31st March, 2018, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our audit of the standalone financial statements for the year ended 31 March 2018 and our review of standalone financial results for the nine months period ended 31 December 2017 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (Ind AS 34), prescribed, under the Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results as well as the year ended results:
 - (i) are presented in accordance with the requirements of Regulation 33 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No . CIR/CFD/FAC/62/2016 dated 05th July, 2016 in this regard; and



- (ii) give true & fair view of the net profit including other comprehensive income and other financial information for the quarter ended 31st March, 2018 as well as the standalone financial results for the year ended 31st March, 2018.
- (iii) Attention is drawn to Note 7(a) to the financial statement regarding the utilisation of the Business Reconstruction Reserve ('BRR') to the extent of Rs.2.11 crores which was created in accordance with a scheme of arrangement (the scheme) approved by Hon'ble High Court of Calcutta. During the year the Company has impaired its investment in a foreign subsidiary amounting to Rs. 2.11 crores and charged the same as exceptional item to statement of standalone financial results of that year (which is included in nine months results of the company) , and withdrawn equivalent amount from BRR.
4. Corresponding figures for the year ended 31st March, 2017 included in the standalone financial results were audited by another auditor who expressed an unmodified opinion dated 18th May 2017.

For LODHA & CO.
Chartered Accountants
Firm Registration No: 301051E


(N. K. Lodha)
Partner
Membership No. 85155



Place: New Delhi
Date: 30th May, 2018