## REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107

TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN
STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

(Rs. in Lacs) **QUARTER ENDED** YEAR ENDED March 31, December 31, March 31, March 31. March 31. SI. No. **PARTICULARS** 2020 2019 2019 2020 2019 Unaudited Unaudited Unaudited Audited **Audited** Refer Note 4 Refer Note 4 Refer Note 4 Refer Note 4 1 35,012.24 37,293.90 106,041.04 Revenue from Operations 44.648.68 148.421.49 2 Other Income 546.09 260.17 2,406.67 1,713.60 3,438.87 3 Total Income 35,558.33 37,554.07 47,055.35 150,135.09 109,479.91 4 Expenses 107 188 90 27 365 10 34,860 16 Cost of Raw Materials & Components Consumed 23,370.00 79.457.06 a) Changes in Inventories of Finished Goods, Work-in-progress b) 1,406,42 (459.96) (1.114.97)625.66 (3.819.15)and Saleable Scrap 3,486.14 795.16 **Employee Benefits Expense** 911.77 815.61 3,262.42 c) d) **Finance Costs** 1,965.33 1,531.85 1,305.92 6,502.92 3,937.52 1.813.89 **Depreciation and Amortisation Expense** 1,612.07 e) 686.46 392.50 343.17 Other Expenses 5,841.08 6,214.32 7,393.18 24,231.98 20,990.45 Total Expenses (a to f) 34,064.45 35,955.58 43,603.07 143,849.49 105,440.37 5 Profit before Exceptional Items and Tax (3-4) 1,493.88 1,598.49 3,452.28 6,285.60 4,039.54 Exceptional Items (Refer Note 8) 16,135.44 12,695.46 6 16.135.44 12.695.46 7 Profit/(Loss) before Tax (5-6) (14,641.56) 1,598.49 (9,243.18)(9,849.84) (8,655.92)8 Tax Expense (1,200.69)136.34 Current tax 373.74 (289 12)Tax relating to earlier years 687.81 687.81 ۱ы (2,405.98)52 97 (3.229.30)(3,262.06)c) Deferred Tax - Charge / (Credit) (2.545.16)(2,918.86)426.71 (3,518.42)(1,857.35)(3,125,72)Total Tax Expense Profit / Loss for the Period (7-8) (11,722.70)1,171.78 (5,724.76)(7,992.49)(5,530.20)10 Other Comprehensive Income Item that will not be reclassified to profit or loss: 2.08 Remeasurement gains/(losses) on defined benefit plans (15.70)(28.53)4.28 6.76 Income tax on above (1.50)(2.20)3.95 (0.73)8.44 Total Other Comprehensive Income (20.09)2.78 4.56 (11.75)1.35 11 Total Comprehensive Income for the Period (9+10) (11,742.79)1,174.56 (5,720.20)(8,004.24)(5,528.85)Paid-up Equity Share Capital (Face value Rs. 2/- each) 2,312.12 2,312.12 2,310.56 2,312.12 2,310.56 12 87,295.56 13 79,323.79 Earnings per Equity Share (of Rs. 2/- each) (Not Annualised) 14 [Refer Note 3] - Basic (Rs.) (9.85)0.99 (4.83)(6.71)(4.67)



(9.85)

0 99

(4.83)

- Diluted (Rs.)



(6.71)

(4.67)

## TITAGARH WAGONS LIMITED

### CIN NO:- L27320WB1997PLC084819

## REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107

TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN STANDALONE SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES

		(Rs. In Lacs				
		STANDALONE				
			QUARTER ENDED		YEAR E	NDED
SI. No.	PARTICULARS	March 31, 2020		March 31, 2019	March 31, 2020	March 31, 2019
	Y A WAR	Unaudited Refer Note 4	Unaudited Refer Note 4	Unaudited Refer Note 4	Audited	Audited Refer Note 4
1	Segment Revenue					
•	a) Wagons & Coaches	34,452.00	36,529.34	40,701.51	143,789.09	85,501.96
	b) Specialised Equipments & Bridges	238.52	336.89	1,168.78	2,112.33	7,352.70
	c) Shipbuilding	321.72	427.67	2,778.37	2,520.07	13,151.69
	d) Others	321.72	12,101	0.02	2,520.07	34.73
	Revenue / Income from Operations	35,012.24	37,293.90	44,648.68	148,421.49	106,041.04
2	   Segment Results [Profit / (Loss) before tax and interest]					
~		3,933.50	3,611.83	2,757.99	14 204 05	4,207.06
				370.63	14,284.95 345.82	981.91
	b) Specialised Equipments & Bridges	20.11	32.51	747 09		
	c) Shipbuilding d) Others	29.42	40.63		318.21	3,195.69
	d) Others Total	2 002 02	2 604 07	(22.77)		(271.7
	1 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	3,983.03	3,684.97	3,852.94	14,948.98	8,112.9
	(Add) / Less : i Interest Expense / (Income) - Net	1.053.65	1,335.19	882.27	5,988.01	2 (51.2
		1,953 65	751.29			2,651.2
	ii Unallocable expenditure net of income Total Profit / (Loss) before Tax	16,670 94	1,598.49	12,213,85 (9,243.18)	18,810.81 (9,849.84)	14,117 6 (8,655.9)
		(14,641.56)	426.71	(3,518.42)		(3,125.72
	Less: Tax Expenses Total Profit / (Loss) after Tax	(2,918.86) (11,722.70)	1,171.78	(5,724.76)	(1,857.35) ( <b>7,992.49</b> )	(5,530.2
	Total Front / (Luss) after 10x	(11,722.70)	1,1/1./6	(3,724.70)	(7,332.43)	(3,330.2)
3	Segment Assets					
	a) Wagons & Coaches	97,647.28	105,821.22	115,756.61	97,647.28	115,756.6
	b) Specialised Equipments & Bridges	3,689.36	4,909.24	4,792 26	3,689.36	4,792.2
	c) Shipbuilding	3,112.32	6,599.19	7,672.36	3,112.32	7,672.3
	d) Others	479 88	472.68	1,010.91	479.88	1,010.9
	e) Unallocable	38,803.64	54,837.09	35.087 26	38,803.64	35,08 <b>7</b> .2
	Total	143,732.48	172,639.42	164,319.40	143,732.48	164,319.4
4	Segment Liabilities					
	a) Wagons & Coaches	35,928.26	42,121.34	38,711.62	35,928.26	38.711.6
	b) Specialised Equipments & Bridges	1,102.86	1,318.15	1,664.53	1,102.86	1,664.5
	c) Shipbuilding	268.17	602.03	1,093.40	268.17	1,093.4
	d) Others	13.75	12.92	158 89	13.75	158.8
	e) Unallocable	24,783.53	35,230.06	33.084.84	24,783.53	33.084.8
	Total	62,096.57	79,284.50	74,713.28	62,096.57	74,713.2
5	Geographical Segment Revenue					
,	a) India	34,989.10	37,110.38	41,384.56	146,888.60	99,514.5
	b) Rest of the World	23.14	183.52	3,264.12	1,532.89	6,526.4
	Total	35,012.24	37,293.90	44,648,68	148,421.49	106,041.04
	Total	33,012.24	37,233.30	44,040.08	170,721.43	100,041.0





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STANDALONE	BALANCE SHEET
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- 1		AS AT		
		March 31,	March 31,	
SI. No. PA	ARTICULARS	2020	2019	
		Audited	Audited	
	CCPT C	Addited	Refer Note 4	
	SSETS			
	on-current Assets			
a)		56,566.56	56,596 95	
b)		921.24	1,622.62 821.24	
(d)		821.24	24.85	
e)		1,202.85	1,512.80	
f)		-,	241.76	
g)	Financial Assets:			
	i) Investments	10,417.53	15,820.61	
	ii) Trade Receivables	142.99	269.17	
	iii) Loans and Deposits	358.24	150.03	
h	iv) Other Financial Assets  Deferred tax assets (Net)	4,278.61 420.20	20 23	
10	Non-current Tax Assets (Net)	2,914.51	2,848.69	
(1)	Other Non-current Assets	989.37	490.59	
I.	Sub total - Non-current Assets	78,112.10	80,419.54	
2   C1	urrent Assets			
a)		20,574.38	31,583.43	
10,	i) Trade Receivables	15,884.45	18,551.69	
- 1	ii) Cash and Cash Equivalents	1,030.11	225.94	
	iii) Bank Balances other than (ii) above	2,709.01	2,081.27	
- 1	iv) Loans and Deposits	3,244.80	374.77	
	v) Other Financial Assets	8,733.53	11,947 52	
(c)		13,444.10	19,135.29	
	Sub total - Current Assets	65,620.38	83,899.86	
	TOTAL - ASSETS	143,732.48	164,319.40	
E	QUITY AND LIABILITIES			
E a	QUITY ) Equity Share Capital	2 212 12	2 210 54	
	Other Equity	2,312.12 79,323.79	2,310 56 87,295.56	
ľ	Sub total - Equity	81,635.91	89,606.12	
lu lu	IABILITIES			
	In a record of the little to			
1 N	Ion-current Liabilities			
	) Financial Liabilities.		0.570.00	
1 N	) Financial Liabilities. i) Borrowings	14,748.98		
1 N	) Financial Liabilities: i) Borrowings provisions	14,748.98 349.29	313.5	
1 N a b	) Financial Liabilities. i) Borrowings i) Provisions ) Deferred Tax Liabilities (Net)	349.29	313.5	
1 N a	) Financial Liabilities: i) Borrowings provisions		313.5 2,128.9	
1 N	) Financial Liabilities. i) Borrowings l Provisions ) Deferred Tax Liabilities (Net) l) Other Non-current Liabilities Sub total - Non-current Liabilities	349.29 14,406.29	313.5 2,128.9	
1 Naib	) Financial Liabilities. i) Borrowings l Provisions ) Deferred Tax Liabilities (Net) l) Other Non-current Liabilities Sub total - Non-current Liabilities	349.29 14,406.29	313.5 2,128.9 11,013.2	
1 Na b c d	) Financial Liabilities: i) Borrowings ) Provisions ) Deferred Tax Liabilities (Net) ) Other Non-current Liabilities Sub total - Non-current Liabilities  current Liabilities ) Financial Liabilities: i) Borrowings ii) Trade Payables	349.29 14,406.29 29,504.56	313.5 2,128.9 11,013.2 20,611.0	
1 Naibbook	<ul> <li>Financial Liabilities.</li> <li>Borrowings</li> <li>Provisions</li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables</li> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> </ul> </li> </ul>	349.29 14,406.29 29,504.56 6,330.59 158.31	313.5 2,128.9 11,013.2 20,611.0	
1 Naib	<ul> <li>Financial Liabilities.</li> <li>Borrowings</li> <li>Provisions</li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables</li> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> <li>Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises</li> </ul> </li> </ul>	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15	313.5 2,128.9 11,013.2 20,611.0 80.1 33,451.8	
1 Na a b c d d	<ul> <li>Financial Liabilities.</li> <li>Borrowings</li> <li>Provisions</li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables</li> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> <li>Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises</li> </ul> </li> <li>Other Financial Liabilities</li> </ul>	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70	313.5; 2,128.9; 11,013.2; 20,611.04 80.1; 33,451.8; 1,525.4(	
1 Na a b c d d	<ul> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Provisions</li> </ul> </li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> </ul> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables                 <ul> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> <li>Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises</li> <li>Other Financial Liabilities</li> </ul> </li> </ul> </li>	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70 1,043.24	313.5; 2,128.9; 11,013.2; 20,611.0; 80.1; 33,451.8; 1,525.4; 6,982.2;	
1 Na a b c d d	<ul> <li>Financial Liabilities.</li> <li>Borrowings</li> <li>Provisions</li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables</li> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> <li>Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises</li> </ul> </li> <li>Other Financial Liabilities</li> <li>Other Current Liabilities</li> <li>Provisions</li> </ul>	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70 1,043.24 930.12	313.5; 2,128.9; 11,013.2; 20,611.0; 80.1; 33,451.8; 1,525.4; 6,982.2; 943.0;	
1 Na a b c c d d	<ul> <li>Financial Liabilities.</li> <li>Borrowings</li> <li>Provisions</li> <li>Deferred Tax Liabilities (Net)</li> <li>Other Non-current Liabilities</li> <li>Sub total - Non-current Liabilities</li> <li>Financial Liabilities:         <ul> <li>Borrowings</li> <li>Trade Payables</li> <li>Total Outstanding Dues of Micro Enterprises and Small Enterprises</li> <li>Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises</li> </ul> </li> <li>Other Financial Liabilities</li> <li>Other Current Liabilities</li> <li>Provisions</li> </ul>	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70 1,043.24	313.51 2,128.91 11,013.23 20,611.04 80.13 33,451.83 1,525.44 6,982.23 943.04 106.43	
1 Na a b c c d d	Financial Liabilities: i) Borrowings Provisions Deferred Tax Liabilities (Net) Other Non-current Liabilities Sub total - Non-current Liabilities  Current Liabilities i) Financial Liabilities: i) Borrowings ii) Trade Payables a) Total Outstanding Dues of Micro Enterprises and Small Enterprises b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises iii) Other Financial Liabilities Other Current Liabilities Provisions Current Tax Liabilities	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70 1,043.24 930.12 22.90	313.51 2,128.91 11,013.23 20,611.04 80.12 33,451.83 1,525.40 6,982.21 943.04 106.41 63,700.05	
1 Na a b c d d	Financial Liabilities: i) Borrowings Provisions Deferred Tax Liabilities (Net) Other Non-current Liabilities Sub total - Non-current Liabilities  Financial Liabilities: i) Borrowings ii) Trade Payables a) Total Outstanding Dues of Micro Enterprises and Small Enterprises b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises iii) Other Financial Liabilities Other Current Liabilities Provisions Current Tax Liabilities Sub total - Current Liabilities	349.29 14,406.29 29,504.56 6,330.59 158.31 21,043.15 3,063.70 1,043.24 930.12 22.90 32,592.01	8,570.81 313.51 2,128.91 11,013.23 20,611.04 80.12 33,451.83 1,525.40 6,982.21 943.04 106.41 63,700.05	





# TITAGARH WAGONS LIMITED

### CIN NO:- L27320WB1997PLC084819

REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107 TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN STANDALONE STATEMENT OF CASH FLOW

Α.	PARTICULARS  CASH FLOWS FROM OPERATING ACTIVITIES  Profit / (Loss) before Tax Adjustments for:	March 31, 2020 Audited (9,849.84)	March 31, 2019 Audited Refer Note 4
Α.	CASH FLOWS FROM OPERATING ACTIVITIES  Profit / (Loss) before Tax Adjustments for:	Audited	Audited
Α.	Profit / (Loss) before Tax Adjustments for:		
Α.	Profit / (Loss) before Tax Adjustments for:		Refer Note 4
Α.	Profit / (Loss) before Tax Adjustments for:	(0.040.94)	
	Adjustments for:	(0.040.94)	i .
	·	[3,043,04]	(8,655.92)
	Depreciation and Amortisation Expense	1,813.89	1,612.07
	Finance Cost	6,502.92	3,937.52
	Employee Stock Option Expenses	67.81 (147.95)	133 0
	Unrealised Foreign Exchange Fluctuations Gain Fair Value Loss on Derivatives Not Designated as Hedges	(147.95)	(13.54 44.7
	Goodwill Written-off	24.85	44.7.
	Irrecoverable Debts/ Advances Written Off (Net)	249.36	979.9
	Provision for Doubtful Debts and Advances	495.34	354.4
	Adjustment to retained earnings due to adoption of Ind AS 115	,	90.6
	Net (Gain)/ Loss on Disposal of Property, Plant and Equipment	(18.00)	3.35
	Net Gain on Disposal of Investment	(237.74)	
	Fair Value Gain / (Loss) on Investment in Equity Securities of FVTPL	89.86	(416.46
	Unspent Liabilities / Provisions No Longer Required Written Back	(552.02)	(244.51
	Interest Income Classified as Investing Cash Flows	(513.63)	(2,278.56
	Exceptional Items	13,508.31	12,695.4
	Operating Profit before Changes in Operating Assets and Llabilities	11,433.16	8,242.1
	Increase / (Decrease) in Non-current and Current Financial and Non-financial Liabilities and Provisions	(1,161.76)	22,191.66
	(Increase) / Decrease in Trade Receivables	2,334.27	(8,899.70 (14,089. <b>3</b> 3
	(Increase) / Decrease in Inventories (Increase) / Decrease in Non-current and Current Financial and Non-financial Assets	10,188.64 7,628.04	(16,623.43
	Cash Generated From / (Used in) Operations	30,422.35	(9,178.65
	Income Taxes Paid (Net of Refunds)	(841.09)	(193.94
	Net Cash From / (Used in) Operating Activities	29,581.26	(9,372.59
В.	CASH FLOWS FROM INVESTING ACTIVITIES		
	Payments for Acquisition of Property, Plant and Equipment including Capital		
	Work-in-Progress and Intangible Assets	(844.94)	(2,870.79
	Proceeds from Disposal of Property, Plant and Equipment	1,100.12	4.65
	Loans Given to Subsidiaries	(4,727.89)	(2,019.29
	Loans Refunded by Subsidiaries	2,361.00	6,858.43
	Investments in Subsidiaries	(13,904.91)	
	Investments in Joint Ventures	(0.50)	•
	Sale of Investment	6,288.05	(6.050.71
	Fixed Deposits Made	(6,845.74)	
	Fixed Deposits Matured Dividend Received	1,960.29 3.01	6,301.99
	Interest Received	348.11	792.8
	Net Cash From / (Used in) Investing Activities	(14,263.40)	2,217.1
c.	CASH FLOWS FROM FINANCING ACTIVITIES		
	Proceeds from Long-term Borrowings	10,815.65	3,350.00
	Repayment of Long-term Borrowings	(5,477.56)	
	Short Term Borrowings - Receipts/ (Payments)	(14,280.45)	
	Finance Costs Paid	(5,538.23)	
	Proceeds from Issue of Employee Stock Option Scheme	19.11	12.17
	Procees from Sale of Shares of erstwhile Cimmco Ltd (since merged with the company)	365.23	222.15
	Proceeds from Share Application money received pending for Allotment	-	15.47
	Dividend Paid (including Dividend Distribution Tax)	(417.44)	
	Net Cash From / (Used in) Financing Activities	(14,513.69)	7,018.4
	Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	804.17	(137.0
	Cash and Cash Equivalents - Opening Balance	225.94	362.9
	Cash and Cash Equivalents - Closing Balance	1,030.11	225.9





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### Notes:

- Operating segments based on the Company's products have been identified by the chief operating decision maker as "Wagons & Coaches", "Specialised Equipments & Bridges", "Shipbuilding" and "Others". Segment "Others" consists of miscellaneous business like heavy earth moving machineries, tractors, etc
- 2 During the year ended March 31, 2020, the Board has allotted 78,250 equity shares of Rs.2/- each fully paid up pursuant to Employee Stock Option Scheme, 2014 of the Company to the eligible employees which has resulted in increase of the paid up equity share capital of the Company by Rs 1.56 lac.
- The Hon'ble National Company Law Tribunal, Kolkata Bench by an order dated September 30, 2020 has sanctloned the Scheme of Amalgamation (the "Scheme") filed by Titagarh Wagons Limited (the Company or the Parent Company) and it's subsidiary Cimmco Limited (Cimmco), and its wholly owned subsidiary Titagarh Capital Private Limited (TCPL) for amalgamation of aforesaid subsidiaries with the Parent Company with effect from April 1, 2019, being the appointed date as per the Scheme. The certified true copy of the said Order has been received and filed with the Ministry of Company Affairs on October 2, 2020. The effect of amalgamation as per "pooling of interest method" has been considered in the books retrospectively and the figures for the corresponding year ended March 31, 2019 have been restated as if the merger had occurred from the beginning of the comparative period in the financial statements, i.e. April 1, 2018 as per the requirements of Indian Accounting Standard (IND AS) 103 and in accordance with the accounting treatment specified in the Scheme. Accordingly, the figures for the year ended March 31, 2019 and March 31, 2020 include the results of the Company and its two erstwhile subsidiaries namely Cimmco and TCPL. The amalgamation has resulted in recognition of Capital Reserve of Rs. 6,301.09 lacs as at April 1, 2018. In terms of the Scheme, the Company is required to issue 13 equity share of face value of Rs. 2/- each of the Company for every 24 Equity Shares of face value of Rs. 10/- each held in Cimmco by its non-controlling shareholders as on the record date stated therein. Pending allotment of such shares to the non-controlling shareholders of Cimmco on the date of these financial results, nominal value of such shares have been disclosed under "Other Equity" and have been considered for computing the basic and diluted earnings/ (loss) per equity share with effect from April 1, 2018.

Pursuant to the aforesaid Scheme, the Authorised Share Capitals of Cimmco and TCPL as on the Appointed Date stand merged with the Authorised Share Capital of the Company. Accordingly, the Authorised Share Capital of the Company stands increased to Rs. 3,85,10,00,000/- (Rupees Three hundred eighty five crore ten lakhs only) divided into 1,29,05,00,000 Equity Shares of Rs. 2/- each and 12,70,00,000 preference shares of Rs. 10/- each. However, there is an inadvertent typographical error in the amount of Authorised Share Capital in numeric figures as set out in Clause 17.1 of the Scheme, while the amount of Authorised Share Capital has been correctly recorded in words and also the division/classification of revised Authorised Share Capital does not reflect the above figures. While filing the certified copy of the Order with the Ministry of Corporate Affairs (MCA) on October 2, 2020, the Company has stated the correct amount of Authorised Share Capital therein.

- In view of the Scheme of Amalgamation referred to in Note 3 above, the comparative figures for all the presented year / periods have been restated. The figures for last quarter are the balancing figures between audited figures in respect of full financial year ended March 31, 2020 and the restated year to date figures upto December 31, 2019 (which has not been subjected to audit / limited review by the statutory auditors) being the date of end of the third quarter of the financial year ended March 31, 2020. The figures for all the aforesaid comparative periods have been approved by the Company's Board of Directors. The auditors have audited the adjustments arising out of amalgamation in respect of the year ended March 31, 2019, however, the restated figures for the quarters ended March 31, 2019, December 31, 2019 and March 31, 2020 have not been subjected to audit / limited review by the statutory auditors of the Company.
- Due to the impact of Covid-19 pandemic and also the time taken in passing of the final order by the Hon'ble National Company Law Tribunal ("NCLT") sanctioning the Scheme of Amalgamation of two subsidiaries namely, Cimmco Limited and Titagarh Capital Private Limited with the Company ("Scheme"), the financial statement/results for the year ended March 31, 2020 ("FR") could not be approved within the stipulated date of July 31, 2020 (extended timeline by SEBI). While the Scheme was approved by the shareholders and creditors of the Company by a resolution passed on April 29, 2020, the final hearing on the confirmation petition filed on May 11, 2020 took place on August 17, 2020 and thereafter on September 7, 2020 order was reserved and the final order approving the Scheme was passed and uploaded on September 30, 2020, the certified copy whereof was received by the Company on October 01, 2020. Since the appointed date as per the Scheme was April 1, 2019, for sake of due clarity for the benefit of shareholders and investors, the Company decided to wait for publishing the FR till receipt of final order so that effect of amalgamation can be taken in FR. BSE and NSE on August 18, 2020 wrote to the Company to pay fine of Rs. 80,000 upto the said date to each for delay in submission of FR and the Company has in reply sought waiver of the same and their response is awaited. For this delay, the Company has represented to the SEBI in August, 2020 and September, 2020 and applied for extension of time till October 15, 2020 for submission of FR, the response to which is awaited. Pending response, necessary provision has been considered in the FR.
- Due to the lockdown imposed by the Central and State Governments as part of pre-emptive measures to combat the COVID-19 pandemic, the operations of the Company were temporarily suspended from March 24, 2020. The operations were resumed in phased manner from May, 2020. As at balance sheet date, the Company has made detailed assessment of the recoverability of the carrying values of its assets like property, plant and equipment, investments, trade receivables etc, its liquidity position including ability to pay its debt obligations and effectiveness of internal financial controls as at the balance sheet date, and has concluded that other than the impairment of investments which has been recorded in the financial results in respect of subsidiaries as stated in Note 8 below, there are no other adjustments which are required to be considered in the stand-alone financial results. However, given the uncertainties associated with its nature and duration, the eventual outcome of the impact of COVID-19 pandemic may be different from those estimated as on the date of approval of these financial results and the Company continues to closely monitor the situation including any material changes to future economic conditions and consequential impact, if any on its financial results.





### REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107

TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

- 5 Section 115BAA has newly been inserted in the Income Tax Act, 1961 vide Taxation Laws (Amendment) Ordinance, 2019 (subsequently enacted on December 11, 2019 as The Taxation Laws (Amendment) Act, 2019) which provides a domestic company with an irrevocable option to pay tax at a lower rate of 22% (effective rate of 25.168%) for any previous year relevant to the assessment year beginning on or after April 1, 2020. The lower rate shall be applicable subject to certain conditions, including that the total income should be computed without claiming specific deduction or exemptions. MAT would be inapplicable to companies opting to apply the lower tax rate. The Company has elected to exercise the option of lower tax rate permitted under new tax rate regime during the quarter and year ended March 31, 2020 and has accordingly re-measured the tax liabilities.
- 8 Exceptional items for quarter and year ended March 31, 2020 represent the following:
- i) The Commercial Court of Paris vide its judgement dated 13th August 2019 had approved a plan for transfer of business and assets of its French Subsidiary. Titagarh Wagons AFR (TWA) to another bidder and ordered for liquidation of TWA. The Company had already provided for its investments [held directly and indirectly through Titagarh Sinagpore Pte Ltd (TSPL)] and other intercompany receivables in TWA aggregating to Rs 12,695.46 lacs in the previous year. Further, during the quarter and year ended 31st March 2020, the Company has provided for expenses of Rs 2,627.13 lacs relating to certain obligations of TWA which were guaranteed by the Company.
  - ii) During the year ended March 31, 2020, the Company considered several indicators of impairment for investments in subsidiaries held either directly or indirectly, such as past losses incurred, changes in the assumptions underlying the future business plan updated during the year due to Covid 19 pandemic, which has impacted the overall market demand, working capital requirement, discount rates etc. used for computing the fair value as per the requirements of the standard. In respect of the overseas investments in Titagarh Firema Spa and Titagarh Singapore Pte Ltd. considering the above indicators, the Company carried out an assessment of the carrying value of these investments which resulted in recognition of impairment loss of Rs. 6,933 80 lacs with respect to investment in Titagarh Firema Spa and Rs. 6,574.51 lacs with respect to investment in Titagarh Singapore Pte Ltd which in turn holds equity shares in Titagarh Firema S.p.a.
- 9 The above standalone financial results for the quarter and year ended March 31, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 8, 2020.

For and on behalf of the Board of Directors

10km 2

Umesh Chowdhary Vice Chairman and Managing Director

Place: Kolkata

Date: October 8th, 2020





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### CIN NO:- L27320W81997PLC084819

REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107
TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

			QUARTER ENDED		YEAR E	(Rs. in Lacs)
SL. NO.	PARTICULARS	March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019
		Audited Refer Note 5	Unaudited	Unaudited	Audited	Audited
1	Revenue from Operations	41,228.04	45,415.52	59,177.01	176,632.43	155,928.84
2	Other Income	535 76	674.32	2,418.24	3,402.20	3,262.70
3	Total Income	41,763.80	46,089.84	61,595.25	180,034.63	159,191. <b>5</b> 4
4	Expenses a) Cost of Raw Materials & Components Consumed b) Changes in Inventories of Finished Goods, Work-in-progress and	26,661.25	30,032.49	40,824.46	119,229. <b>77</b>	99,9 <b>7</b> 6. <b>6</b> 2
	Saleable Scrap	(1,413.38)	(1,324 89)	(1,798.23)	(4,080.53)	(6,395.26)
	c) Employee Benefits Expense	3,781.29	4,072.50	4,782 54	15,177.44	17,612.75
	d) Finance Costs	2,697 70	2,192 11	2,240.20	8,827.29	6,517.76
	e) Depreciation and Amortisation Expense	988 70	634.17	508.67	2,912.68	2,399.10
	Other Expenses	9,101.95	9,250 01	11,413.76	34,212.01	36,399.16
5	Total Expenses (a to f)	41,817.51	44,856.39	57,971.40	176,278.66	156,510.13
6	Profit / (Loss) before Share of Profit / (Loss) of Joint Ventures, Exceptional Items and Tax (3-5)	(53.71)	1,233.45	3,623.85	3,755.97	2,681.41
7	Share of Profit / (Loss) of Joint Ventures	13.26	(7.59)	18.54	(10.18)	(3.64
8	Profit / (Loss) before Exceptional Items and Tax (6-7)	(40.45)	1 1	3,642.39	3,745.79	2,677.77
9	Exceptional Items	(40.43)	1,223.00	427 17	3,743.75	784.53
10	Profit / (Loss) before Tax from continuing operations (8-9)	(40.45)	1,225.86	3,215.22	3,745.79	1,893.24
11	Tax Expense a) Current tax	(1,200.69)	373.74	(779 63)		182.95
	b) Tax relating to earlier years	871 36	9.1		871.36	
	c) Deferred Tax -Charge/(Credit)	(2,980.36)	53.83	(3,414.87)	(2,921.91)	(3,482.63
	Total Tax Expense	(3,309.69)	427.57	(4,194.50)	(2,050.55)	(3,299.68
12	Profit for the Period from continuing operations (10-11)	3,269.24	798.29	7,409.72	5,796.34	5,192.92
13	Loss from discontinued operations (Refer Note 7)	(4,288.12)	-	(3,929 93)	(9,410.55)	(7,442.65)
14	Tax expense of discontinued operations			(2.88)		(2.88
15	Loss for the Period from discontinued operations (13-14)	(4,288.12)		(3,932.81)	(9,410.55)	(7,445.53)
16	Profit / (Loss) for the period (12+15)	(1,018.88)	798.29	3,476.91	(3,614.21)	(2,252.61
	Attributable to:					
	Shareholders of the Company	(893 22)	782.17	2,639 13	(3,418.82)	(2,852.31)
	Non-Controlling Interest	(125.66)	16.12	837.78	(195,39)	599.70
17	Other Comprehensive Income					
	Items that will be reclassified to profit or loss:	1				
	Net Gain/(Loss) on Foreign Currency Translation Differences	440.49	84.43	(128.98)	540.03	(726.58
	Items that will not be reclassified to profit or loss:	1				
	Remeasurement gains/(losses) on defined benefit plans	(28.53)	11,79	6.76	(15.70)	2.08
	Income tax relating to above	8.44	(4.13)	(2.20)	3.95	(0.73
18	Total Other Comprehensive Income	420.40	92.09	(124.42)	528.28	(725.23)
19	Total Comprehensive Income for the Period (16+18)	(598.48)	890.38	3,352.49	(3,085.93)	(2,977.84
	Attributable to:					
	Shareholders of the Company	(472.26)		2,513 36	(2,891.15)	(3,578.81
	Non-Controlling Interest	(126.22)	16.51	839.13	(194.78)	600.97
	Attributable to:					
	Continuing Operations	3,689.64	890.38	7,285.30	6,324.62	4,467.69
	Discontinued Operations	(4,288.12)	-	(3,932.81)	(9,410.55)	(7,445.53)
20	Paid-up Equity Share Capital (Face value Rs. 2/ each)	2,312 12	2,312.12	2,310.56	2,312.12	2,310.56
	Other Equity				74,349.18	79,307.01
21	Earnings/(Loss) Per Equity Share (of Rs. 2/- each) (Not Annualised)					
	For Continuing Operations					
	- Basic (Rs.)	2 94	0.68	5 69	5.18	3.98
	- Diluted (Rs.)	2 94	0.68	5.67	5.18	3,97
	For Discontinued Operations					
	- Basic (Rs.)	(3.71)		(3.40)	(8.14)	(6.45
	- Diluted (Rs.)	(3 71)		(3.40)	(8.14)	(6.45
	For Continuing and Discontinued Operations					
	- Basic (Rs.)	(0.77)		2.28	(2.96)	(2.47
	Diluted (Rs.)	(0.77)	0.68	2.28	(2.96)	(2.47





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CONSOLIDATED SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES

		(Rs. in Lacs)					
				CONSOLIDATED			
			QUARTER ENDED		YEAR ENDED		
SL. NO.	PARTICULARS	March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019	
		Audited Refer Note 5	Unaudited	Unaudited	Audited	Audited	
_							
1	Segment Revenue	40.557.00					
	a) Wagons & Coaches	40,667.80	44,650.96	55,229.84	172,000.03	135,389.76	
	b) Specialised Equipments & Bridges	238.52 321.72	336.89	1,168.78	2,112.33	7,352.70	
	c) Shipbuilding d) Others	321.72	427.67	2,778.37	2,520.07	13,151.65	
	Sales/ Income from Operations	41.228.04	45,415.52	0.02 <b>59,177.01</b>	476 633 43	34.73 155,928.84	
	Sales/ Income from Operations	41.228.04	45,415.52	59,177.01	176,632.43	155,928.84	
2	Segment Results [Profit / (Loss) before Tax]						
	a) Wagons & Coaches	3,581.12	4,106.23	4,944 84	14,853.39	5,942.20	
	b) Specialised Equipments & Bridges	20.11	32.51	370.63	345.82	978.27	
	c) Shipbuilding	29 42	40.63	747.09	318.21	3,195.69	
	d) Others	92		(22.77)		(218.88)	
	Total	3,630.65	4,179.37	6,039.79	15,517.42	9,897.28	
	Less:						
	i Interest Expense - Net	2,710.58	1,996.52	1,515.96	8,540.54	4,686.07	
	ii Unallocable expenditure net of income	960.52	956.99	1,308.61	3.231.09	3,317.97	
	Total Profit / Loss before Tax from continuing operations	(40.45)	1,225.86	3,215.22	3,745.79	1,893.24	
	Less: Tax Expenses	(3,309.69)	427.57	(4.19450)	(2.050.55)	(3,299.68)	
	Total Profit / Loss after Tax from continuing operations	3,269.24	798.29	7,409.72	5.796.34	5,192.92	
	Profit / (Loss) from discontinued operations	(4,288 12)		(3,929.93)	(9,410.55)	(7,442.65)	
	Less: Tax expense of discontinued operations	i .	- A	2.88		2.88	
	Total Loss after Tax from discontinued operations (Refer Note 7)	(4,288.12)		(3,932.81)	(9,410.55)	(7,445.53)	
	Total Profit / (Loss) after Tax	(1,018.88)	798.29	3,476.91	(3,614.21)	(2,252.61)	
3	Segment Assets						
	a) Wagons & Coaches	186,205.32	193,970.01	228,893.96	186,205.32	228,893.96	
	b) Specialised Equipments & Bridges	3,689 36	4,909 24	4,792.26	3,689.36	4,792,26	
	c) Shipbuilding	3,112 32	6,599 19	7,672.36	3,112,32	7,672.36	
	d) Others	479.88	472.68	1,010 91	479.88	1,010.91	
	(e) Unallocable	33.684.08	36,914.69	29,256.24	33.684.08	29.256.24	
	Total	227,170.96	242.865.81	271.625.73	227,170.96	271,625.73	
4	Segment Liabilities	444 743 73	430.047.04	420 460 70	444 743 73	430.460.70	
	a) Wagons & Coaches	114,742.73	120,817.91	129,468 70	114,742.73	129,468.70	
	b) Specialised Equipments & Bridges	1,102.86	1,318.15	1,664.53	1,102.86	1,664 53	
	c) Shipbuilding	268.17	602.03	1,093.40	268.17	1,093.40	
	d) Others	13 75	12.92	158.89	13.75	158.89	
	e) Unallocable Total	26,495 42 142,622.93	34,972.99 157,724.00	50.360.50 182,746.02	26.495.42 142,622.93	50,360.50 182,746.02	
		142,022.33	25.7.2.1.50	2327, 40.02	_ 12,022.33	222,7 40,02	
5	Geographical Segment Revenue				)		
	a) India	34,504.92	37,110.38	41,007 67	146,404.42	99,137.67	
	b) Rest of the World	6,723.12	8.305.14	18.169.34	30,228.01	56.791.17	
	Total	41,228.04	45,415.52	59,177.01	176,632.43	155,928.84	



NAGON Kolkata 107

### TITAGAKH WAGUNS LIMITEU

### CIN NO:- L27320WB1997PLC084819

# REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107 TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN

CONSOLIDATED BALANCE SHEET

PARTICULARS	Mar 31,	(Rs. in Lac Mar 31,
FARTICOURIS	2020	2019
ASSETS	Audited	Audited
No. 100 Acres Acre		
Non-current Assets	03.535.05	00.45
a) Property, Plant and Equipment	82,535.06	88,47
b) Investment Property	821.24	82
c) Capital Work-in-progress		3,32
d) Intangible Assets	3,805 52	4,17
e) Goodwill		2
t) Intangible Assets under Development		24
g) Investments Accounted for Using the Equity Method	29.81	3
hj Financial Assets	[ 5.61	,
(i) Investments	3.057.00	8,65
.,	2,857.88	
(ii) Trade Receivables	142.99	26
(iii) Loans and Deposits	358 24	30
(iv) Others Financial Assets	4,278.61	2
i) Deferred Tax Assets (Net)	3,983 52	3,46
Non-current Tax Assets (Net)	2,914.51	2,84
k) Other Non-current Assets	989.37	46
Sub total - Non-current Assets	102,716.75	113,13
Jud Cotal - Houseastern Added	102,716,73	113,13
Current Assets		
a) Inventories	37,629.30	52,12
b) Financial Assets		•
(i) Trade Receivables	25,232.23	34,40
(ii) Cash and Cash Equivalents	2,897.18	9,86
(iii) Bank Balances other than (ii) above	2,709.01	2,08
(iv) Loans and Deposits	4,957.56	4,56
(v) Others Financial Assets	31,588.39	27,09
c) Other Current Assets	19,440.54	28.34
Sub total - Current Assets	124.454.21	158,48
TOTAL - ASSETS	227,170.96	271.62
EQUITY AND LIABILITIES		
EQUITY  a) Share Capital	2,312.12	2,31
b) Other Equity		79,30
b) Other Equity		
Total Faulty - Attributable to Owners of Titagash Magaze Ltd	74,349.18	
Total Equity - Attributable to Owners of Titagarh Wagons Ltd	76,661.30	81,61
Non - Controlling Interest	<b>76,661.30</b> 7,886.73	81,61 7.26
Non - Controlling Interest Total Equity	76,661.30	81,61 7.26
Non - Controlling Interest	<b>76,661.30</b> 7,886.73	<b>81,61</b> 7.26
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities	<b>76,661.30</b> 7,886.73	<b>81,61</b> 7.26
Non - Controlling Interest Total Equity LIABILITIES	<b>76,661.30</b> 7,886.73	<b>81,61</b> 7.26
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities	76,661.30 7,886.73 84,548.03	81,61 7.26 88,87
Non - Controlling Interest Total Equity  Liabilities  Non-current Liabilities  a) Financial Liabilities	<b>76,661.30</b> 7,886.73	81,61 7.26 88,87 57,55
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities	76,661.30 7,886.73 84,548.03	81,61 7.26 88,87 57,55 1,80
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions	76,661.30 7,886.73 84,548.03	81,61 7.26 88,87 57,55 1,80
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net)	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions  c) Deferred Tax Liabilities (Net)  (il) Other Non-current Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80 31 2,87
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net)	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80 31 2,87
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions  c) Deferred Tax Liabilities (Net)  (il) Other Non-current Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80 31 2,87
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions  c) Deferred Tax Liabilities (Net)  (t) Other Non-current Liabilities  Sub total - Non-current Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80 31 2,87
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities a) Financial Liabilities (i) Long-term Borrowings (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net) (i) Other Non-current Liabilities Sub total - Non-current Liabilities  Current Liabilities a) Financial Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14.406.29 70,102.02	81,61 7.26 88,87 57,55 1,80 31 2,87
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities a) Financial Liabilities (i) Long-term Borrowings (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net) (i) Other Non-current Liabilities Sub total - Non-current Liabilities  Current Liabilities a) Financial Liabilities (i) Borrowings	76,661.30 7,886.73 84,548.03 55,346.44 349.29	81,61 7.26 88,87 57,55 1,80 31 2,87
Non-Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions  c) Deferred Tax Liabilities (Net)  (i) Other Non-current Liabilities  Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities  (i) Borrowings  (i) Trade Payables	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55
Non - Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities  b) Provisions c) Deferred Tax Liabilities (Net)  (i) Other Non-current Liabilities  Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities  (i) Borrowings  (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55
Non-Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities  b) Provisions c) Deferred Tax Liabilities (Net)  (i) Other Non-current Liabilities  Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities  (i) Borrowings (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises  b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02 17,526.89 158.31 34,957.17	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55
Non - Controlling Interest  Total Equity  Liabilities  Non-current Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities  b) Provisions c) Deferred Tax Liabilities (Net) (d) Other Non-current Liabilities  Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities  (i) Borrowings (i) Trade Payables a) Total Outstanding Dues of Micro Enterprises and Small Enterprises (iii) Other Financial Liabilities  (iiii) Other Financial Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55 29,43 8 53,43 7,48
Non-Controlling Interest  Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings (ii) Other Financial Liabilities  b) Provisions c) Deferred Tax Liabilities (Net)  (i) Other Non-current Liabilities  Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities  (i) Borrowings (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises  b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02 17,526.89 158.31 34,957.17	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55 29,43 8 53,43 7,48
Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net) d) Other Non-current Liabilities Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities (i) Borrowings (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises  (iii) Other Financial Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14,406.29 70,102.02 17,526.89 158.31 34,957.17 3,564.20 6,469.40	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55 29,43 8 53,43 7,48
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Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net) d) Other Non-current Liabilities Sub total - Non-current Liabilities  Current Liabilities  a) Financial Liabilities (i) Borrowings (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises  (iii) Other Financial Liabilities	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14.406.29 70,102.02 17,526.89 158.31 34,957 17 3,564.20 6,469.40 9,822.04 22.90	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55 29,43 8 53,43 7,48 17,71 11,93
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Non - Controlling Interest Total Equity  LIABILITIES  Non-current Liabilities  a) Financial Liabilities  (i) Long-term Borrowings  (ii) Other Financial Liabilities b) Provisions c) Deferred Tax Liabilities (Net) (i) Other Non-current Liabilities Sub total - Non-current Liabilities  Sub total - Non-current Liabilities  (i) Borrowings  (i) Trade Payables  a) Total Outstanding Dues of Micro Enterprises and Small Enterprises  b) Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises  (iii) Other Financial Liabilities  b) Other Current Liabilities c) Provisions d) Current Liability	76,661.30 7,886.73 84,548.03 55,346.44 349.29 14.406.29 70,102.02 17,526.89 158.31 34,957 17 3,564.20 6,469.40 9,822.04 22.90	81,61 7.26 88,87 57,55 1,80 31 2,87 62,55 29,43 8 53,43 7,48 17,71 11,93
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# THAGARH WAGONS LIMITED

### CIN NO:- L27320WB1997PLC084819

REGISTERED OFFICE - 756, ANANDAPUR, E M BYPASS, KOLKATA - 700107
TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN
CONSOLIDATED STATEMENT OF CASH FLOW

		YEAR END	(Rs. In Lacs)
SL		Mar 31,	Mar 31,
No	PARTICULARS	2020	2019
		Audited	Audited
1	CASH SI ONE SPOAN ORSPATING ACTIVITIES		
1	CASH FLOWS FROM OPERATING ACTIVITIES  Profit/(Loss) before Tax from:		
	Continuing Operations	3,745.79	1,893.24
	Discontinued Operations	(9.410.55)	(7,442.65)
	Loss before Tax including discontinued operations	(5,664.76)	(S,549.41)
	Adjustments for:	(8,50 5)	(0,2 15, 12,
	Depreciation and Amortisation Expense	2,912.68	3,614.79
	Finance Costs	8,827.29	6,837.59
	Employee Stock Option Expenses	67 81	133.02
	Contingency Provision Created / (Written Back) against Standard Assets	- 1	3.59
	Unrealised Foreign Exchange (Galn) / Loss	(13.48)	(0.19)
	Fair Value (Gain) / Loss on Derivatives Not Designated as Hedges	1	231.70
	Goodwill Written-off	24.85	070.06
	Irrecoverable Debts/ Advances Written Off (Net) Provision for Doubtful Debts and Advances	249.36	979.96
	Net (Gain) / Loss on Disposal of Property, Plant and Equipment	495.34 (18.00)	354.43 3.35
	Net (Gain) / Loss on Sale of Investments	(237, 74)	5.55
	Fair Value Gain on Investment in Equity Securities at FVTPL	89.86	(416 46)
	Share of Loss of Joint Ventures	10 18	3.64
	Unspent Liabilities / Provisions No Longer Required Written Back	(552.02)	(244.51)
	Exceptional Item-Impairment of Discontinued Operation	9,410.55	1,625.56
	Exceptional Item-Impairment of Goodwill on Consolidation		377.40
	Interest Income Classified as Investing Cash Flows	(392.36)	(2,012_29)
	Operating Profit/(Loss) before Changes In Operating Assets and Liabilities	15,209.56	5,942.17
	Decrease in Non-current and Current Financial and Non-financial Liabilities and Provisions	(9,334.40)	(19.508.79)
	Increase  / Decrease in Trade Receivables	4,393.14	(8,120.72)
	(Increase) / Decrease in Inventories (Increase) / Decrease in Non-current and Current Financial and Non-financial Assets	7,363 08	(7,881.44)
	Cash From / (Used in) Operations	(1,238.57) 16,392.81	19,233,49 (10,335,29)
	Income Taxes Paid (Net of Refunds)	(1,019.37)	(2,104.15)
	Net Cash From / (Used In) Operating Activities	15,373.44	(12.439.44)
		2010,0.11	722,100,114
2	CASH FLOWS FROM INVESTING ACTIVITIES	1 1	
	Payments for Acquisition of Property, Plant and Equipment including Capital Work-in-Progress and Intangible Assets	(3,550.91)	(6,326.93)
	Proceeds from Disposal of Property, Plant and Equipment	1,100.12	4.65
	Proceeds from Sale of Investments	5,948.05	- W
	Fixed Deposits Made	(6,845.74)	(6,850.71)
	Fixed Deposits Matured	1,960.29	6,301.99
	Investment in a Joint venture	(0.50)	8.1
	Dividend of Earlier Years Interest Received	3.01	2 022 16
	Net Cash From / (Used In) Investing Activities	430.58 (955.10)	2,032,16 (4,838.84)
	Net Cash From 7 (Osed in) investing Activities	(933.10)	14,030.04)
3	CASH FLOWS FROM FINANCING ACTIVITIES	1 1	
-	Proceeds from Issue of Equity Shares Pursuant to Employee Stock Option Scheme	19.11	12.17
	Fransactions with Non-controlling Interests	365.23	200.54
	Proceeds from Long-term Borrowings	10,987,38	41,172.90
	Repayment of Long-term Borrowings	(15,833 88)	(4,051.29)
	Net Movement in Short-term Borrowings	(9,346.95)	(9,245 86)
	Proceeds from Share Application money received pending for Allotment		15.47
	Finance Costs Paid	(8,481.72)	(6,325.29)
	Dividend Paid (including Dividend Distribution Tax)	(417.44)	(413.57)
	Net Cash From / (Used In) Financing Activities	(22,708.27)	21.365.07
4	Euchange Differences on Translation of Eucaign Currency Cash and Cash Euchander	1 221 96	(61.77)
4	Exchange Differences on Translation of Foreign Currency Cash and Cash Equivalents	1.321.86	(61.77)
	Net Increase / (Decrease) in Cash and Cash Equivalents (1+2+3+4)	(6,968.07)	4,025.02
	Cash and Cash Equivalents - Opening Balance	9.865.25	5,840.23
	Cash and Cash Equivalents - Closing Balance	2,897.18	9,865.25
		2,231.20	
	The above Cash flow includes following related to discontinued operation (Refer Note 7)		
	Net Cash Used in Operating Activities		(3,770.08)
	Net Cash Used in Investing Activities		(1,249 22)
	Net Cash Generated from Financing Activities		2.151.66





# **TITAGARH WAGONS LIMITED**

CIN NO -- 1 27320WR1997PLC084819

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STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

### Notes:

- The consolidated audited financial results of Titagarh Wagons Limited (hereinafter referred to as "the Parent Company") include results of subsidiaries namely. Titagarh Firema S.p.A (TFA), Titagarh Singapore Pte Limited (TSPL), collectively referred to as "the Group" and Joint Ventures namely Matiere Titagarh Bridges Private Limited and Titagarh Mermed Private Limited. Also refer Note 7 below.
- Operating segments based on the Company's products have been identified by the Chief operating decision maker as "Wagons & Coaches". "Specialised Equipments & Bridges" "Shipbuilding" and "Others", Segment "Others" consists of miscellaneous business like heavy earth moving machineries, tractors etc
- Ouring the year ended March 31, 2020, the Board of the Parent Company has allotted 78,250 equity shares of Rs.2/- each fully paid up pursuant to Employee Stock Option Scheme, 2014 of the Company to the eligible employees which has resulted in increase of the paid up equity share capital of the Company by Rs 1.56 lac.
- The Hon'ble National Company Law Tribunal, Kolkata Bench by an order dated September 30, 2020 has sanctioned the Scheme of Amalgamation (the "Scheme") filed by Titagarh Wagons Limited (the Company or the Parent Company) and it's subsidiary Cimmco Limited (Cimmco), and its wholly owned subsidiary Titagarh Capital Private Limited (TCPL) for amalgamation of aforesaid subsidiaries with the Parent Company with effect from April 1, 2019, being the appointed date as per the Scheme. The certified true copy of the said Order has been received and filed with the Ministry of Company Affairs on October 2, 2020.

CIMMCO and TCPL were already consolidated as subsidiaries in these consolidated financial statements prior to the amalgamation in accordance with Indian Accounting Standard (IND AS) 110 Consolidated Financial Statements and accordingly amalgamation did not result in any significant impact on the consolidated financial statements. In terms of the Scheme, the Company is required to issue 13 equity share of face value of Rs, 2/- each of the Company for every 24 equity shares of face value of Rs, 10/- each held in Cimmco by its non-controlling shareholders as on the record date stated therein. Pending allotment of such shares to the non-controlling shareholders of Cimmco on date of these financial results, the non-controlling interest pertaining to Cimmco continues to be recognised in these consolidated financial statements under Equity.

Pursuant to the aforesaid Scheme, the Authorised Share Capitals of the Cimmco and TCPL as on the Appointed Date stand merged with the Authorised Share Capital of the Company Accordingly, the Authorised Share Capital of the Company stands increased to Rs. 3,85,10,00,000/- (Rupees Three hundred eighty five crore ten lakhs only) divided into 1,29,05,00,000 Equity Shares of Rs. 2/- each and 12,70,00,000 preference shares of Rs. 10/- each. However, there is an inadvertent typographical error In the amount of Authorised Share Capital in numeric figures as set out in Clause 17.1 of the Scheme, while the amount of Authorised Share Capital has been correctly recorded in words and also the division/classification of revised Authorised Share Capital does not reflect the above figures. While filing the certified copy of the Order with the Ministry of Corporate Affairs (MCA) on October 2, 2020, the Company has stated the correct amount of Authorised Share Capital therein

- The figures for last quarter are the balancing figures between audited figures in respect of full financial year ended March 31, 2020 and the year to date figures upto December 31, 2019 being the date of end of the third quarter of the financial year ended March 31, 2020 which has not been subjected to audit / limited review by the statutory auditors of the
- Due to the impact of Covid-19 pandemic and also the time taken in passing of the final order by the Hon'ble National Company Law Tribunal ("NCLT") sanctioning the Scheme of Amalgamation of two subsidiaries namely, Cimmco Limited and Titagarh Capital Private Limited with the Company ("Scheme"), the financial statement/results for the year ended March 31, 2020 ("FR") could not be approved within the stipulated date of July 31, 2020 (extended timeline by SEBI). While the Scheme was approved by the shareholders and creditors of the Company by a resolution passed on April 29, 2020, the final hearing on the confirmation petition filed on May 11, 2020 took place on August 17, 2020 and thereafter on September 7, 2020 order was reserved and the final order approving the Scheme was passed and uploaded on September 30, 2020, the certified copy whereof was received by the Company on October 01, 2020. Since the appointed date as per the Scheme was April 1, 2019, for sake of due clarity for the benefit of shareholders and investors the Company decided to wait for publishing the FR till receipt of final order so that effect of amalgamation can be taken in FR. BSE and MSE on August 18, 2020 wrote to the Company to pay fine of Rs. 80,000 upto the said date to each for delay in submission of FR and the Company has in reply sought waiver of the same and their response is awaited. For this delay, the Company has represented to the SEBI in August, 2020 and September. 2020 and applied for extension of time till October 15, 2020 for submission of FR, the response to which is awaited. Pending response, necessary provision has been considered in the FR
- The Commercial Court of Paris vide its judgement dated 13th August 2019 had approved a plan for transfer of business and assets of its French Subsidiary. TWA to another bidder and ordered for liquidation of TWA. On 4th June 2019, Parent Company was no longer in control of TWA, under French law. While the Group had provided for its investments and other intercompany receivables In TWA in its standalone financial statements in the previous year ended March 31, 2019, it has derecognized the net assets value of Rs. 5,122,43 lacs (net of reversal of foreign currency translation reserve) following the principles of accounting standard during the quarter ended June 30, 2019.

The net assets value as on 4th June 2019 has been considered as the same value as appearing on 31st March 2019 since complete financial information including the financial statements from 1st April 2019 till 4th June 2019 is not available for TWA on account of reasons stated above. However, management believes that de-recognition based on the net asset value as on 31st March 2019, instead of 4th June 2019 will not have any material impact on the total consolidated profit / (loss) before tax except disclosure under respective line items

Since the Group had already de-recognised net asset value, there are no further material impact arising out of the above loss of control in the current year except the accrual of the outstanding liability of Euro 5.4 million (Rs 4,288.12 lacs) during the quarter ended March 31, 2020 against certain obligations of TWA guaranteed by the Group.

The impact of the above has been considered as loss from discontinued operations and accordingly the results for the comparative periods relating to TWA have also been regrouped. The breakup of the items pertaining to the said discontinued operations other than derecognition of the net assets referred above are as under:

					Rs. in lacs		
			QUARTER ENDED			YEAR ENDED	
SI. No.	Particulars	March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019	
1	Revenue from operations			2,080.83		15,148.66	
2	Loss before tax			(3.929.93)		(7.442.65)	
3	Tax expense			2.88		2.88	
4	Loss after tax			(3.932.81)		(7.445.53)	





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TEL: 033-4019 0800/FAX: 033-4019 0823, WEB SITE: WWW.TITAGARH.IN, EMAIL: INFO@TITAGARH.IN STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

- Due to the lockdown imposed by the Government across various territories, as part of pre-emptive measures to combat the COVID-19 pandemic, the operations of the Group were temporarily suspended. The operations were resumed in phased manner from May, 2020. As at balance sheet date, the Group has made detailed assessment of the recoverability of the carrying values of its assets like property, plant and equipment, investments, trade receivables etc, its liquidity position including ability to pay its debt obligations and effectiveness of internal financial controls as at the balance sheet date, and has concluded that all impacts have been considered in the consolidated financial results and no other adjustments are required to be considered in these consolidated financial results. However, given the uncertainties associated with its nature and duration, the eventual outcome of the impact of COVID-19 pandemic may be different from those estimated as on the date of approval of these financial results and the Company continues to closely monitor the situation including any material changes to future economic conditions and consequential impact, if any on its financial results.
- In case of Titagarh Firema SPA, during the year ended March 31 2020, the Company shows a net loss of Euro 2.3 million. The company has significant financial liabilities for around Euro 62.4 million, of which Euro 48.9 million are non-current. The Company recorded significant cash absorption, equal to approximately 9.6 million during the year ended as of March 31, 2020. The management prepared a Budget / Plan 2021-2025 (the "Budget / Plan"), approved by the Board of Directors on June 18, 2020 which provides for a substantial financial balance of the Company, also considering the effects deriving from Covid-19. The Budget / Plan were examined also with regard to the reasonableness of the assumptions underlying the projections made by the management, by a qualified independent external firm. In particular, the Company expects to achieve, in the next 12 months (period 1/04/2020 31/03/2021), an important growth plan in terms of turnover volumes, which will entail a significant cash absorption originating from the start of the new orders including Ferrovie Circumetena whose contract does not provide for the advance payment. This absorption has been estimated at around Euro 19.8 million. Considering the various financing options available to the Company including but not limited to use of short term credit lines in place with the existing lender, new working capital arrangement (including factoring and short term loan) for which negotiation are underway and various stimulus measures introduced under the recent Liquidity Decree announced by the Government, and on implementation of the 2020/2021 budget, the directors have a reasonable expectation that Titagarh Firema SpA can be equipped with adequate capital and financial resources to continue ordinary operations and to meet its obligations for the next twelve months on successful implementation of the above actions. Accordingly, the financial statements as of 31 March 2020 is therefore prepared on the assumption of going concern.
- Section 1158AA has newly been inserted in the Income Tax Act, 1961 vide Taxation Laws (Amendment) Ordinance, 2019 (subsequently enacted on December 11, 2019 as The Taxation Laws (Amendment) Act, 2019) which provides a domestic company with an irrevocable option to pay tax at a lower rate of 22% (effective rate of 25 168%) for any previous year relevant to the assessment year beginning on or after April 1, 2020. The lower rate shall be applicable subject to certain conditions, including that the total income should be computed without claiming specific deduction or exemptions. MAT would be inapplicable to companies opting to apply the lower tax rate. The Parent Company has elected to exercise the option of lower tax rates permitted under new tax rate regime during the financial year ended March 31, 2020 and has accordingly re-measured the tax liabilities.
- 11 Figures for the previous period have been regrouped and reclassified to confirm to the classification of the current period, where necessary
- 12 The above consolidated financial results for the quarter and year ended March 31, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 8, 2020.

For and on behalf of the Board of Directors

Umesh Chowdhary

Vice Chairman & Managing Director

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Place: Kolkata Date: October 08, 2020

Kolkata 107