

Vadilal

Date: 13th November, 2019

To,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code : 519152

Dear Sir,

Subject: Submission of Unaudited Financial results of the Company for quarter/half year ended on 30th September, 2019 along with the Limited Review Report of the Statutory Auditors thereon

We hereby inform you that the Board of Directors of the Company at its meeting held today:

1. Approved Unaudited Financial Results of the Company for Quarter/Half year ended on 30th September, 2019 being the 2nd Quarter of the current financial year – 2019-2020, in the prescribed format of the Stock Exchange as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement), 2015 which were reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company, at its meeting held today.
2. "Limited Review" Report received from the Statutory Auditors of the Company in respect of the Unaudited Financial Results of the Company Quarter ended on 30th September, 2019

Kindly take the same on your record.

Yours faithfully,
For **VADILAL ENTERPRISES LIMITED**


Darshan Shah
Company Secretary & Compliance Officer



Encl: As above

VADILAL ENTERPRISES LIMITED

Reg. Office : 10th Floor, Colonnade Building, Opp. Iscon Temple BRTS Bus Stand, Ambli-Bopal Road, Bopal, Ahmedabad-380015. Ph. No.: 079-30921200
Corporate Office : VadilalHouse, 53, Shrimali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad-380009. Ph. No. : 079-26564019-24
Email id : info@vadilalgroup.com Website : vadilalicecreams.com / www.vadilalgroup.com CIN No. L51100GJ1985PLC007995

Vadialal

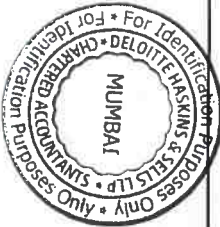
VADIALAL ENTERPRISES LIMITED

Regd. Office : 10th Floor, Colonnade Building, Opp. Iscon Temple BRIS Bus Stop, Ambli Bopal Road, Bopal, Ahmedabad, Ph.: 079-30921200, Web:www.vadialalgroup.com, CIN:L51100G11985PLC007995, Email: shareslogs@vadialalgroup.com

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED ON SEPTEMBER 30, 2019

(₹ in Lacs)

Sr. No.	Particulars	Quarter ended			Half year ended		Year ended March 31, 2019 (Audited)
		September 30, 2019 (Unaudited)	June 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	
1	Revenue from operations	13,643.44	29,515.63	12,598.45	43,159.07	38,328.53	57,314.39
2	Other Income	49.83	58.20	39.64	108.03	80.63	284.20
3	Total Income (1+2)	13,693.27	29,573.83	12,638.09	43,267.10	38,409.16	57,598.59
4	Expenses						
	a) Purchases of stock-in-trade	10,204.35	21,681.77	9,489.48	31,886.12	29,085.08	43,696.27
	b) Changes in inventories of stock-in-trade	169.97	620.85	387.59	790.82	984.86	(34.92)
	c) Employee benefits expense	989.16	1,020.00	865.30	2,009.16	1,754.88	3,572.99
	d) Finance costs	73.32	84.62	89.59	157.94	158.49	368.84
	e) Depreciation and amortisation expense	351.46	335.36	300.92	686.82	576.78	1,195.35
	f) Other expenses	1,908.71	4,143.57	1,633.29	6,052.28	5,243.76	8,784.61
5	Total Expenses :	13,696.97	27,886.17	12,766.17	41,583.14	37,803.85	57,583.14
	Profit / (loss) from ordinary activities before Tax (3-4)	(3.70)	1,687.66	(128.08)	1,683.96	605.31	15.45
6	Tax expense						
	a) Current Tax	(152.23)	631.15	(18.41)	478.92	258.26	79.71
	b) Deferred Tax	74.50	(61.05)	(7.36)	13.45	(56.19)	(73.16)
	Total Tax Expense	(77.73)	570.10	(25.77)	492.37	202.07	6.55
7	Net Profit/(loss) for the period/Year (5-6)	74.03	1,117.56	(102.31)	1,191.59	403.24	8.90
8	Other Comprehensive Income (Net of Tax)						
	Items that will not be reclassified to statement of Profit and Loss						
	- Remeasurement of Defined Benefit Plans (Net of Taxes)	(6.54)	(3.75)	0.09	(10.29)	0.18	(13.96)
9	Total Comprehensive Income/(Loss) for the period/Year (7+8)	67.49	1,113.81	(102.22)	1,181.30	403.42	(5.06)
10	Paid-up Equity Share Capital (Face Value of ₹ 10/- each)	86.27	86.27	86.27	86.27	86.27	86.27
11	Other Equity						
12	Earnings Per Share (of ₹ 10/- each) (not annualized) :	8.58	129.55	(11.86)	138.13	46.74	1.03

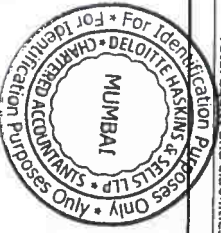


RMG



Statement of Assets and Liabilities

Particulars	(R in Lacs)	
	September 30, 2019 (Unaudited)	March 31, 2019 (Audited)
ASSETS		
Non-current assets		
(a) Property, Plant and Equipment	6,711.37	6,022.93
(b) Capital work-in-progress	1,74.53	856.48
(c) Other Intangible assets	132.41	117.98
(d) Financial Assets		
(i) Investments	15.77	15.77
(ii) Loans	3.78	2.49
(iii) Other Financial Assets	1,617.34	1,544.30
(e) Deferred Tax Assets (Net)	249.72	262.84
(f) Other Non-Current Assets	774.69	831.66
Total Non Current Assets	9,679.61	9,654.45
Current assets		
(a) Inventories	1,373.16	2,152.05
(b) Financial Assets		
(i) Investment	377.30	
(ii) Trade Receivables	2,158.31	2,813.99
(iii) Cash & Cash Equivalents	108.60	163.05
(iv) Bank balance other than (ii) above	47.80	55.28
(v) Loans	11.00	10.10
(vi) Other Financial Assets	12.00	21.60
(c) Other Current Assets	511.16	608.69
Total Current Assets	4,599.33	5,824.76
Total Assets	14,278.94	15,479.21
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share capital	86.27	86.27
(b) Other Equity	1,472.39	299.40
Total Equity	1,558.66	385.67
Liabilities		
Non current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	1,009.81	1,337.46
(ii) Other Financial Liabilities	6.82	7.61
Provisions	51.43	51.43
Total Non current Liabilities	1,068.06	1,396.50
Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	35.00	809.99
(ii) Trade Payables	1.84	1.57
- Total outstanding dues of micro enterprises and small enterprises	2,922.71	3,609.31
(iii) Other Financial Liabilities	7,743.37	8,578.55
Provisions	214.99	192.24
(c) Current Tax Liabilities (Net)	453.41	46.82
(d) Other Current Liabilities	280.90	458.56
Total Current Liabilities	11,652.22	13,697.04
Total Equity and Liabilities	14,278.94	15,479.21



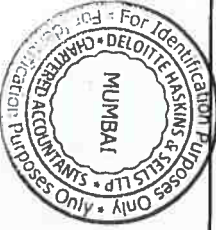
Handwritten signature



UNAUDITED STATEMENT OF CASH FLOWS

(` in Lacs)

Particulars	Half Year Ended September 30, 2019 (Unaudited)	Half Year Ended September 30, 2018 (Unaudited)
A		
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	1,583.96	605.31
Adjustments for:		
Depreciation and Amortisation expense	686.82	576.78
Loss/(Profit) on sale of Property, Plant & Equipment (net)	14.76	10.76
Interest Income	(73.63)	(69.77)
Finance Costs	157.94	158.49
Gain from Sale of Current Investments	(21.71)	-
Change in Fair value of the Current Investment	(5.59)	-
Provision for Doubtful Debts	113.35	90.13
Bad Debts Written off	0.38	3.00
	872.32	769.39
Operating Profit before Working Capital changes	2,556.28	1,374.70
Changes in Working Capital:		
(Increase)/Decrease in Inventories	778.89	1,006.49
(Increase)/Decrease in Trade receivables, financial assets and other assets	604.84	581.02
Increase/(Decrease) in Trade Payables, financial liabilities, other liabilities and provisions	(1,352.30)	(2,817.63)
Income Tax paid	31.43	(1,230.12)
	(25.51)	(5.31)
Net Cash generated from operating activities (A)	2,562.20	139.27
B		
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital Expenditure on Property, Plant & Equipment & Intangible asset	(775.37)	(976.45)
Proceeds from Sale of Property, Plant & Equipment	52.87	17.33
Gain from Sale of Current Investments	21.71	-
Purchase of Current Investment (Net)	(371.71)	-
Interest received	83.23	79.37
Net Cash used in Investing Activities (B)	(989.27)	(879.75)
C		
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Long Term borrowings	-	1,117.13
Repayment of Long Term borrowings	(668.54)	(264.48)
Proceeds from/(Repayment of) Short Term borrowings	(774.99)	(434.62)
Interest paid	(183.85)	(157.86)
Net Cash generated from Financing Activities (C)	(1,627.38)	260.17
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(54.45)	(480.31)
Cash and Cash equivalents at the beginning of the Period	163.05	590.33
Cash and Cash equivalents at the end of the Period	108.60	110.02



(Handwritten signature)

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF VADILAL ENTERPRISES LIMITED

1. We were engaged to review the accompanying Statement of Unaudited Financial Results of **VADILAL ENTERPRISES LIMITED** ("the Company"), for the quarter and half year ended September 30, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors and, which they represent, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting", ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

2. Our responsibility is to conduct review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). However, because of the significance of the matters described in Paragraph 3 below, we were not able to obtain sufficient appropriate evidence relating to the matters referred to therein, as a basis for expressing a conclusion on the Statement.

Attention is drawn to Note 8 of the Statement which states that the Statement of Cash Flows for the corresponding half year ended September 30, 2018, as reported in the accompanying Statement have been approved by the Company's Board of Directors, but have not been subjected to review.

3. We refer to the following:
 - a) As more fully explained in Note 2 to the Statement, there are disputes on various financial, operational and governance matters between the Promoter Directors of the Company and there are numerous allegations made against each other from August 2018 till July 2019 vide their respective communications to the Board of Directors of the Company. Furthermore, an erstwhile Independent Director in his resignation letter dated June 19, 2019, addressed to the Company, has raised concerns in respect of the aforesaid disputes between the promoter directors of the Company and hostile environment in the meetings of the Board of Directors and its committees. We provided to the Audit Committee and Board of Directors our suggestions to have these allegations investigated by an independent external agency to determine whether any irregularities / non-compliances / illegalities have occurred in relation to the allegations. The Promoters have communicated to Audit Committee and Board of Directors their withdrawal of all the above allegations on July 22, 2019, except for the matters referred in Paragraph 3(b) and 3(c) below.



- b) As more fully explained in Note 3(a) to the Statement, the Board of Directors of the Company has initiated an independent inquiry by an external consultant to assess the appropriateness of payments amounting to Rs.53.39 lakhs which were approved by the Promoter Director 1. As per the information and explanations given to us, the external consultants are currently conducting their inquiries and they may make a determination on whether the payments were inappropriate / illegal and its consequential impact, if any, including on compliance of relevant laws / regulations.
- c) As more fully explained in Note 3(b) to the Statement, allegations have been made by Promoter Director 1 with respect to appropriateness of payments aggregating to Rs.45.90 lakhs approved by the Promoter Director 2 and / or by an individual who is not authorised to do so.
- d) Further to the above, Note 5 to the Statement refers to the on-going litigations filed against the Company and some of its promoters under Section 241 and 242 of the Companies Act, 2013 pertaining to prevention of oppression and mismanagement of the Company.

The Audit Committee and the Board of Directors in their meeting held on August 23, 2019 resolved to initiate independent inquiries into the matters referred in paragraph 3(a) and 3(c) above. As per the information and explanations given to us, the Company has not yet initiated the process of having the independent inquiries into the aforesaid matters.

Pending completion of aforesaid inquiries / investigations and resolution of the above matters, we are unable to determine if any adjustments are necessary to the Statement on account of the aforesaid matters, any restatement of prior years' including any consequential effect thereof.

4. Because of the significance of the matters described in paragraph 3 above, we have not been able to obtain sufficient appropriate evidence to form a conclusion on the Statement and hence we do not express a conclusion on the Statement.
5. We draw attention to Note 4 to the Statement, which describe the key terms of a contract entered into by the Company with Vadilal Industries Limited, a related party for the purchase of its goods.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval

Kartikeya Raval
(Partner)
(Membership No. 106189)



UDIN: **19106189AAAAQS4744**

Place: Ahmedabad

Date: 13/11/2019