

August 7, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.

Scrip Code: 526235

Scrip Code: MERCATOR

Sub: Unaudited Financial Results for the quarter ended June 30, 2018

Dear Sir,

This is to inform you that the Board of Directors of the Company at its meeting held today, has inter alia; approved Standalone and Consolidated Unaudited Financial Results and Limited Review Report for the quarter ended June 30, 2018. Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the following documents

1. Statements showing the Standalone and Consolidated Unaudited Financial Results for the quarter ended June 30, 2018;
2. Limited Review Report on the Unaudited Financial Results for the quarter ended June 30, 2018.

The meeting of the Board of Directors commenced at 2:00 p.m. and concluded at 04:45 p.m.

Please acknowledge.

Thanking you,

Yours faithfully,
For **Mercator Limited**


Rajendra Kothari
Chief Financial Officer



Encl: as above

Mercator Limited CIN NO : L63090MH1983PLCO31418 Regd. Office: 3rd Floor, Mittal Tower, B-wing, Nariman Point, Mumbai-400021. Tel: 022-66373333 Unaudited Financial Results For Quarter Ended June 30, 2018								
(Rs. in crore)								
Particulars	Consolidated				Standalone			
	Quarter ended		Year ended		Quarter ended		Year ended	
	30-Jun-18	31-Mar-18	30-Jun-17	31-Mar-18	30-Jun-18	31-Mar-18	30-Jun-17	31-Mar-18
	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
1 Income								
(a) Revenue from operations	217.49	192.18	301.37	974.21	82.46	96.97	96.98	405.67
(b) Other income	2.84	23.76	4.60	36.47	12.12	16.98	8.72	42.41
Total Income	220.33	215.94	305.97	1,010.68	94.58	113.95	105.70	448.08
2 Expenses								
(a) Cost of services rendered	132.29	101.74	208.64	668.68	48.65	58.52	59.91	244.28
(b) Employee benefits expense	8.03	12.00	6.57	30.10	3.98	4.41	3.89	17.69
(c) Finance costs	46.66	48.49	41.14	173.16	30.72	25.47	26.13	104.23
(d) Depreciation and amortisation	47.91	28.42	54.19	186.04	35.10	11.22	42.00	137.76
(e) Other expenses	10.19	68.55	15.60	170.01	3.18	35.37	6.85	86.94
Total expenses	245.08	259.20	326.14	1,227.99	121.63	134.99	138.78	590.90
3 Profit/(loss) from operations before exceptional items and tax (3-4)	(24.75)	(43.26)	(20.17)	(217.31)	(27.05)	(21.04)	(33.08)	(142.82)
4 Exceptional items	(11.73)	-	-	-	-	-	-	-
5 Profit/(loss) before tax (3 - 4)	(36.48)	(43.26)	(20.17)	(217.31)	(27.05)	(21.04)	(33.08)	(142.82)
6 Tax expense								
Current tax	(8.32)	(39.77)	(8.59)	(58.12)	(0.40)	(41.47)	(0.24)	(42.17)
Deferred tax (net)	(1.75)	(2.12)	0.06	(2.12)	-	-	-	-
7 Net profit/(loss) after tax (5 - 6)	(46.55)	(85.15)	(28.70)	(277.55)	(27.45)	(62.51)	(33.32)	(184.99)
8 Other comprehensive income								
(A) (i) items that will not be reclassified into profit or loss	0.20	1.33	(0.18)	1.49	0.18	0.71	(0.17)	0.92
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-
(B) (i) items that will be reclassified into profit or loss	-	-	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-
Total Other comprehensive income / (Loss)	0.20	1.33	(0.18)	1.49	0.18	0.71	(0.17)	0.92
9 Total comprehensive income for the period/year (comprising profits and other comprehensive income for the period/year) (7+8)	(46.35)	(83.82)	(28.88)	(276.06)	(27.27)	(61.80)	(33.49)	(184.07)
10 Total comprehensive income for the period / year attributable to :								
Owners of the company	(56.79)	(91.03)	(40.29)	(294.03)	(27.27)	(61.80)	(33.49)	(184.07)
Non controlling interest	10.44	7.21	11.41	17.97	-	-	-	-
11 Paid up equity share capital (FV of Re.1 per share)	30.25	30.25	26.99	30.25	30.25	30.25	26.99	30.25
12 Paid up debt capital	-	-	-	100.00	-	-	-	100.00
13 Other equity	-	-	-	922.43	-	-	-	741.16
14 Basic and diluted earnings per share	(1.88)	(3.22)	(1.49)	(10.42)	(0.90)	(2.19)	(1.24)	(6.52)



Notes:

- 1 These results have been reviewed by the Audit Committee and approved at the meeting of the Board of Directors held on August 7, 2018. Limited review as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended June 30, 2018 has been carried out by the Statutory Auditors of the Company, M/s Singhi & Co., Chartered Accountants. Results for the quarter June 30, 2017 were reviewed by erstwhile auditor.
 - 2 The financial results have been prepared in accordance with the recognition and measurement principals laid down in the applicable Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016.
 - 3 The Company has identified segments into Shipping (including Tankers and Dredgers) and Coal (including mining procurement and logistics). The ships are operating internationally. The performance of the segments are monitored on the basis of primary segment only.
 - 4 The figures of the quarter ended March 31, 2018 are the balancing figures between the audited figures in respect of the full financial year and published year to date figures upto third quarter of relevant financial year.
 - 5 Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method which is applied to contracts that were not completed as of April 1, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant on the financial statements.
 - 6 a) Auditors of one of the step down subsidiary, have issued a modified opinion for the financial year ended March 31, 2018 on account of recoverability, non provision of impairment loss with respect to long overdue Trade Receivables amounting to Rs.132.83 crore as on June 30 2018.
 b) In case of two other step down subsidiaries, the respective auditors in their report for the financial year ended March 31, 2018, have raised a concern regarding the recoverability of deposits amounting to Rs.23.22 crore as at June 30, 2018 paid in the past to acquire 70% equity interests in companies which own coal mining concessions.
- The Principal auditors have qualified their opinion in respect of the following matters. With regard to above observations, the company is confident of recovery of these amounts and does not foresee any additional provisioning requirement.
- 7 During the quarter, some step down subsidiaries have entered into one time settlement agreements pertaining to legal disputes for past transactions for non active businesses, with certain vendors. Accordingly, such claim of Rs. 11.73 crores has been considered as an Exceptional item in financial results.
 - 8 In respect of "Sagar Samrat" EPC project, during the quarter the subsidiary company had incurred additional cost of Rs. 7.28 crore on account of certain variations in the scope of the project. Following prudent accounting, the Company has recognized the above costs in its Statement of Profit and Loss in its consolidated financial statements. Corresponding Revenue shall be recognized once the variations orders are approved by the customer.
 - 9 The results for the and quarter ended June 30, 2018 are available on the BSE Ltd website www.bseindia.com, National Stock Exchange of India Limited website www.nseindia.com and the Company website www.mercator.in.
 - 10 Figures of previous periods have been regrouped / reclassified wherever necessary to confirm to current period classification.

Date: August 7, 2018
 Place: Mumbai



For Mercator Limited


 H. K. Mittal
 Executive Chairman
 DIN: 00007690



MERCATOR LIMITED
 (CIN : L63090MH1983PLC031418)

LIMITED REVIEW REPORT

TO THE BOARD OF DIRECTORS OF Mercator Limited

Introduction

1. We have reviewed the accompanying statement of unaudited consolidated financial results ("Statement") of Mercator Limited ("the Company") and its subsidiaries (together referred to as "the Group") for the quarter ended 30th June 2018 being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Rules, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/ CFD/ FAC/ 62/2016 dated July 5, 2016, is the responsibility of Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.

Scope

3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of interim Financial information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. The Statement includes the results of the subsidiaries as mentioned in Annexure-A to this statement
5. We did not review the financial results of 3 subsidiaries/ step down subsidiaries included in the Statement whose financial results reflect total revenues of Rs. 121.02 crore for the quarter ended 30th June 2018 respectively, net profit / (Loss) after tax (including other comprehensive income) of Rs. 6.49 crore for the quarter ended 30th June 2018, and total assets of Rs. 834.41 crore as at quarter ended 30th June 2018. These financial results have been reviewed by other audit firms whose review reports have been furnished to us by the management and our report in respect thereof is based solely on the review reports of such other audit firms. Our review report is not modified in respect of this matter.
6. The Statement also includes the Group's share of total revenues of Rs. 14.01 crore for the quarter ended 30th June 2018, net (Loss)/ profit (including other comprehensive income) of Rs. (25.57) crore, for the quarter ended 30th June 2018, and total assets of Rs. 496.53 crore as at quarter ended June 30, 2018 as considered in the Statement, in respect of 26 subsidiaries / step down subsidiaries whose financial results have not been reviewed by us. These financial results are un-reviewed and have been furnished to us by the management and our conclusion on the consolidated financial results, insofar as it relates to the aforesaid subsidiaries/step down subsidiaries is based solely on such un-reviewed financial results which we have relied upon. In our opinion and according to the information and explanations given to us by the management, these financial results are not material to the Group. Our review report is not modified in respect of this matter.



7. The figures for the corresponding quarter ended 30th June 2017 as reported in the Statement have been approved by company's Board of Directors and have not been subjected to review.

8. **Basis for Qualified Conclusion :**

- a) *In case of a step down subsidiary, the auditors have issued a modified opinion for the financial year ended March 31, 2018 with respect to recoverability and non provision of impairment loss in case of long overdue Trade Receivables amounting to Rs. 132.83 crore (US\$ 19.37 Mn), (March 31, 2018 Rs. 126.01 crore (US\$ 19.37 Mn))*
- b) *In case of two step down subsidiaries the respective auditors, in their report for the financial year ended March 31, 2018, have raised a concern regarding the recoverability of deposits amounting to Rs. 23.22 crore (USD 3.39 Mn) (March 31, 2018 Rs. 22.03 crore (US\$ 3.39 Mn)) paid in the past to acquire 70% equity interests in companies which own coal mining concessions.*

In respect of matters stated above, in view of recovery efforts being taken by the management, the impact of the same is not presently ascertainable.

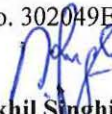
Qualified Conclusion

9. Based on our review conducted as above and upon consideration of the review reports of the other auditors, *except for the effects of the matters described in the Basis for Qualified Conclusion stated in paragraph 8 above*, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material mis-statement.

Place: Mumbai
Date: August 7, 2018



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


Nikhil Singhi
Partner
Membership No. 061567

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

A) Subsidiaries (held directly)

- 1 Mercator Oil & Gas Ltd
- 2 Mercator Petroleum Ltd
- 3 Oorja Resources India Pvt Ltd
- 4 Mercator Dredging Pvt Ltd (Formerly Mercator FPSO Pvt Ltd)
- 5 Mercator International Pte Ltd
- 6 Mercator Oceantransport Limited

B) Subsidiaries (held indirectly)

- 7 Brio Resources Pte Ltd
- 8 Offshore Holding Company Pte Ltd
- 9 Oorja Holdings Pte Ltd
- 10 Mercator Energy Pte Ltd
- 11 Mercator Offshore Assets Holding Pte Ltd
- 12 Panther Resources Pte Ltd
- 13 Oorja (Batua) Pte Ltd
- 14 Oorja 1 Pte Ltd
- 15 Oorja 2 Pte Ltd
- 16 Oorja 3 Pte Ltd
- 17 Oorja Mozambique Lda
- 18 MCS Holdings Pte Ltd
- 19 PT Karya Putra Borneo
- 20 PT Indo Perkasa
- 21 Oorja Indo Petangis Four (Indonesia)
- 22 Oorja Indo Petangis Three (Indonesia)
- 23 Oorja Indo KGS (Indonesia)
- 24 Broadtec Mozambique Minas Lda
- 25 PT Mincon Indo Resources
- 26 PT Bima Gema Permata
- 27 Marvel Value International Limited
- 28 Mercator Offshore (P) Pte Limited
- 29 MCS Investments and Trading Limited



LIMITED REVIEW REPORT

**To The Board Of Directors
Mercator Limited**

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Mercator Limited ("the Company") for the quarter ended June 30, 2018 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, is the responsibility of Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity," issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material mis-statement.
5. The comparative financial information of the Company for the last quarter ended June 30, 2017, were reviewed by the predecessor auditor who expressed an unmodified conclusion / opinion on those financial results on August 12, 2017.

Place: Mumbai
Date: August 7, 2018



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


Nikhil Singhi
Partner

Membership No. 061567

August 07, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.

Scrip Code: 526235

Scrip Code: MERCATOR

Sub: Appointment of Company Secretary & Compliance Officer

Dear Sir,

This is to inform you that Ms. Sangeetha Pednekar has been appointed as Company Secretary & Compliance Officer as well as Key Managerial Personnel of the Company w.e.f. August 07, 2018 by the Board of Directors at its meeting held on August 07, 2018.

Brief Profile:

Ms. Pednekar is an Associate Member (ACS No.:24607) of the Institute of Company Secretaries of India. Aged 31 years, Ms. Pednekar has completed her B. Com (2007), Company Secretary (2008) and LL.B (2012). She has more than 9 years' experience in Secretarial & Legal compliance. In her previous assignment, she has worked with Essar Power Group; Asian Star Co. Ltd, and Suryachambal Power Ltd.

Further, in continuation of our letter dated May 28, 2018, please note that in view of the appointment of Ms. Pednekar to the office of Company Secretary & Compliance Officer of the Company, Mr. Rajendra Kothari- Chief Financial Officer shall cease to act as Compliance Officer with immediate effect.

Please acknowledge.

Thanking you,

Yours faithfully,

For **Mercator Limited**


Rajendra Kothari
Chief Financial Officer



August 07, 2018

To,
BSE Limited
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai – 400 001

To,
National Stock Exchange of India Ltd.
 Exchange Plaza, Plot no. C/1, G Block,
 Bandra-Kurla Complex
 Bandra (E), Mumbai - 400 051.

Scrip Code: 526235

Scrip Code: MERCATOR

Sub: Details pursuant to Regulation 30(5) of the Listing Regulations

Dear Sir,

Pursuant to Regulation 30 (5) of the Listing Regulations; the Board of Directors of the Company at its meeting held today has, inter alia, changed the authorized persons to determine materiality of an event or information and making disclosures to Stock Exchanges.

Sr. No.	Name	Designation	Purpose	Contact Details
1.	Mr. H. K. Mittal	Executive Chairman	i) To determine materiality of an event or information; and ii) Making disclosures to Stock Exchanges	Tel.:022 6637 3333 Fax.:022 6637 3344 Email: investors@mercator.in / mercator@mercator.in
2.	Mr. Shalabh Mittal	Chief Executive Officer		
3.	Mr. Rajendra Kothari	Chief Financial Officer		
4.	Ms. Sangeetha Pednekar	Company Secretary	i) For making disclosures to Stock Exchanges	

Please take the same on your record.

Thanking You,
For Mercator Limited



Rajendra Kothari
Chief Financial Officer

