



TCI INDUSTRIES LIMITED

Tel. : 022-2282 2340/5581
Telefax : 022-2282 5561
E-mail : tci@mtnl.net.in
Web : www.tciil.in

Ref. No.: TCIIL/BSE/012/21-22

May 21, 2021

Electronic Filing

To,

Listing Department

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Security ID: TCIIND; **Security Code:** 532262.

Sub.: Outcome of Board Meeting pursuant to Reg. 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ma'am/ Dear Sir,

We would like to inform your esteemed Exchange that the Board of Directors of the Company at their Meeting held today i.e. **May 21, 2021**, *inter-alia*, has considered, approved Audited Financial Results of the Company for the fourth quarter and year ended March 31, 2021, prepared in accordance with the Indian Accounting Standards.

We would like to state that the statutory auditors of the Company have issued audit report with unmodified opinion on the financial statements.

A copy of the said results along with the Audit Report issued by the Statutory Auditors of the Company and declaration under Reg. 33(3)(d) of Listing Regulations is enclosed herewith.

The meeting of Board of Directors commenced at 3:45 PM and concluded at 5:05 PM.

The Exchange is hereby requested to take note of and disseminate the same.

Thanking You,

For **TCI Industries Limited**

Amit Chavan

Company Secretary & Compliance Officer



Encl.: As above.



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TCI INDUSTRIES LIMITED CIN : L74999MH1965PLC338985 Regd. & Corp. Office : N. A. Sawant Marg, Near Colaba Fire Brigade, Colaba, Mumbai - 400005. Tel.: 022 - 22822340 Telefax.: 022 - 22825561 WEB : www.tciil.in						
(Rs. in Lakhs)						
PART I						
STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2021						
Particulars	Quarter Ended			Year Ended		(Audited)
	31.03.2021	31.12.2020	31.03.2020	31.03.2021	31.03.2020	
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	
I. Revenue from Operations	8.08	25.16	63.48	42.11	228.88	
II. Other Income	4.30	2.78	2.90	14.15	12.32	
III. Total Revenue (I+II)	12.38	27.94	66.38	56.26	241.20	
IV. Expenses						
(a) Cost of Materials Consumed	-	-	-	-	-	-
(b) Purchases of Stock-in-Trade	-	-	-	-	-	-
(c) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	21.79	21.14	21.71	85.25	86.71	
(d) Employee Benefits Expense	1.09	1.55	2.78	7.85	10.18	
(e) Finance Costs	4.39	4.40	5.40	17.55	19.67	
(f) Depreciation and Amortisation Expenses	31.56	25.71	31.71	101.77	164.47	
(g) Other Expenses	58.83	52.80	61.60	212.42	281.03	
Total Expenses	(46.45)	(24.86)	4.78	(156.16)	(39.83)	
V. Profit/ (Loss) before Exceptional Items and Tax						
VI. Exceptional Items	-	-	-	-	-	
VII. Profit/ (Loss) before Tax (V-VI)	(46.45)	(24.86)	4.78	(156.16)	(39.83)	
VIII. Tax Expense	-	-	-	-	-	
IX. Net Profit/(Loss) for the Period / Year (VII-VIII)	(46.45)	(24.86)	4.78	(156.16)	(39.83)	
X. Other Comprehensive Income	0.49	-	(4.08)	0.49	(4.08)	
XI. Total Comprehensive Income / Loss for the Period / Year (IX+X)	(45.96)	(24.86)	0.70	(155.67)	(43.91)	
XII. Paid-up Equity Share Capital (Face Value Rs. 10 each)	90.67	90.67	90.67	90.67	90.67	
XIII. Reserves excluding Revaluation Reserve				673.32	640.57	
XIV. Earnings per Equity Share (in Rs.) (not annualised for the quarters)						
(a) Basic	(5.18)	(2.77)	0.53	(17.41)	(4.44)	
(b) Diluted	(5.18)	(2.77)	0.53	(17.41)	(4.44)	

Also refer accompanying notes to the Financial Results.

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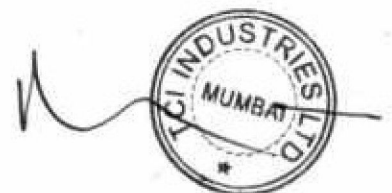
STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lakhs)			
Particulars	As at 31-03-2021 Audited	As at 31-03-2020* Audited	As at 01-04-2019* Audited
A ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	541.93	558.69	556.12
(b) Capital Work-in-Progress	461.81	460.90	394.28
(c) Other Non-current Assets	53.46	53.46	53.79
Total Non-Current Assets	1,057.20	1,073.05	1,004.19
2 Current Assets			
(a) Financial Assets			
- Trade Receivables	-	-	0.10
- Cash and Cash Equivalents	7.73	33.11	17.84
(b) Other Current Assets	27.75	38.84	31.52
Total Current Assets	35.48	71.95	49.46
TOTAL ASSETS	1,092.68	1,145.00	1,053.65
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share capital	90.67	90.67	90.67
(b) Other Equity			
- NCRPS termed as equity	689.90	642.80	629.32
- Share Premium	2,687.79	2,546.47	2,506.06
- Revaluation Reserve	175.02	175.02	186.51
- Retained Earnings	(2,704.37)	(2,548.70)	(2,500.93)
Total Equity	939.01	906.26	911.63
2 Non-Current Liabilities			
(a) Financial Liabilities			
- Borrowings	9.62	14.68	17.87
(b) Provisions	4.40	3.53	-
(c) Other Non-current Liabilities	44.19	41.81	42.60
Total Non-Current Liabilities	58.21	60.02	60.47
3 Current liabilities			
(a) Financial Liabilities			
- Borrowings	18.13	74.84	45.02
- Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises; and	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	11.93	26.41	9.93
- Other Financial Liabilities	6.21	5.20	4.74
(b) Other Current Liabilities	53.62	66.69	18.25
(c) Provisions	5.57	5.58	3.61
Total Current Liabilities	95.46	178.72	81.55
TOTAL EQUITY AND LIABILITIES	1,092.68	1,145.00	1,053.65

* Restated - Refer note 5

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Statement of Cash Flows for the year ended 31st March 2021

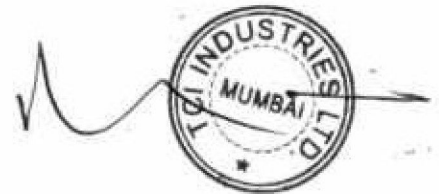
	(Rs. in Lakhs)	
	For the year ended 31 March 2021	For the year ended 31 March 2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	(156.16)	(39.83)
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation & Amortisation Expense	17.55	19.67
Gratuity provision	1.03	0.39
Finance costs	7.85	10.18
Operating profit before Working Capital changes	(129.73)	(9.59)
Adjustments for :		
(Increase)/Decrease in Trade Receivables	-	0.10
(Increase)/Decrease in Other Current Assets	(1.53)	0.72
(Increase)/Decrease in Other Non-Current Assets	-	0.33
Increase/(Decrease) in Trade Payables	(14.48)	16.48
Increase/(Decrease) in Provisions	0.33	1.04
Increase/(Decrease) in Other Current Liabilities	(13.07)	48.44
Increase/(Decrease) in Other Non-Current Liabilities	2.38	(0.79)
Cash generated from operations	(156.09)	56.72
Income tax paid (net of refund)	12.54	(8.04)
NET CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES (A)	(143.55)	48.68
INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(1.70)	(102.19)
NET CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES (B)	(1.70)	(102.19)
FINANCING ACTIVITIES		
Proceeds from Issue of Preference Shares	188.43	53.88
Proceeds from borrowings	7.50	29.82
Repayment of borrowings	(68.21)	(4.74)
Interest paid	(7.85)	(10.18)
NET CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES (C)	119.87	68.78
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(25.38)	15.27
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	33.11	17.84
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	7.73	33.11

1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Ind AS 7 on Statement of Cash Flows.

2. Figures for previous year have been regrouped/ rearranged wherever necessary.

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Notes:

1. The above results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at its meeting held on May 21, 2021.
2. In response to the COVID-19 crisis, the Company has adopted measures to curb the spread of infection and protect the health of its employees. The impact of COVID-19 on the operations of the Company has been significant for the year ended 31st March, 2021. However, it had no impact on the going concern assumption in preparing these financial statements. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.
3. During the year, the Company operated in a single segment - "Income from rendering services by providing space for film shooting, TV serials and advertisements". Therefore, separate segment disclosures have not been given.
4. During the year, the Company has issued 47,108 0% Non-Convertible Redeemable Preference Shares of Rs. 100 each at an issue price of Rs. 400 each including premium of Rs. 300 for consideration in cash and in lieu of conversion of unsecured loan, which are redeemable within 20 years from the date of issue or on an earlier date only at the discretion of the issuer company, at a premium of 18% (Simple) p.a. on the issue price, payable at the time of redemption.

As per Ind-AS 32, a financial instrument may be classified as an equity or financial liability based on its substance rather than its legal form. The said Ind-AS 32 also explains when a financial instrument can be classified as equity or financial liability. To determine the classification of the said preference shares issued, the Company has taken a legal opinion relying on which the said preference shares have been classified as Equity.

5. Based on the Scheme of Arrangement between the Company (the demerged Company) and Transport Corporation of India Limited, Gati Limited and Transcorp International Limited (together referred to as "Resulting Companies"), various properties of the demerged Company were transferred to the Resulting Companies.

A property i.e., Land admeasuring 3 Acres 39 Guntas, was not included in the list of properties to be transferred to Gati Limited. Due to this oversight, this property was neither reflected in the books of the Company nor the resultant Company. Further, in the land records of the Government, the said property is still in the name of the Company.

During the financial year under review this error has been rectified in the books of the Company, in accordance with the requirements of Ind AS 8 "Accounting Policies, Changes in Accounting Policies and Errors" and Ind AS 1 "Presentation of Financial Statements". Consequently, the Company has retrospectively restated its Balance Sheet as at 31st March, 2020 and 01st April, 2019 (beginning of the preceding period) by recognizing the original book value of land amounting to Rs. 0.11 lakhs as an asset and corresponding credit to Retained Earnings as on 01st April, 2019.

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6. Figures for quarter ended 31st March, 2021 are the balancing figures between unaudited figures for the nine months ended 31st December, 2020 and Audited Figures for the financial year ended 31st March, 2021.
7. Previous period figures have been regrouped / rearranged wherever necessary, to correspond with those of the current period classification.

For TCI Industries Limited

Ravishanker Jhunjunwala
Chairman & Independent Director
DIN: 00231379



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V. SINGHI & ASSOCIATES
Chartered Accountants
61, 6th Floor, Sakhar Bhavan
230, Nariman Point,
Mumbai 400 021
Phone: +91 22 6250 1800
E-Mail: mumbai@vsinghi.com

Independent Auditor's Report on the Financial Results of TCI Industries Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

The Board of Directors

TCI Industries Limited

N. A. Sawant Marg,
Near Colaba Fire Brigade,
Colaba, Mumbai - 400005,
Maharashtra.

Report on the Audit of the Financial Results

Opinion

We have audited the accompanying Financial Results ("the Statement") of TCI Industries Limited ("the Company"), for the quarter and year ended on 31st March, 2021, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") read with SEBI Circular No. CIR/CFD/CMD1/80/2019 dated 19th July, 2019 ("the Circular").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- b. gives a true and fair view in conformity with Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net loss, total comprehensive income and other financial information of the Company for the quarter and the year ended on 31st March, 2021.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Bengaluru | Delhi | Guwahati | Hyderabad | Jaipur | Kolkata | Mumbai

Emphasis of Matter

Management's assessment of impact of COVID-19

We draw attention to Note 2 of the Statement which describes the management's assessment of impact of COVID-19, a global pandemic, on the financial position/matters of the Company. Our opinion is not modified in respect of the above matter.

Management's Responsibilities for the Financial Results

The Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of annual financial statements of the Company. The Company's Board of Directors are responsible for the preparation and presentation of these Financial Results that give a true and fair view of the net profit/(loss) and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, "Interim Financial Reporting" prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Results, the Board of Directors of Company are also responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors of Company either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.
- Conclude on the appropriateness of the Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the Financial Results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Results, including the disclosures, and whether the Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For V. Singhi & Associates
Chartered Accountants
Firm Registration No.: 311017E

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(Tarun Jain)
Partner
Membership No.: 130109
UDIN: 21130109AAAADQ9794



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May 21, 2021

To,

Listing Department

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Security ID: TCIIND; **Security Code:** 532262.

Sub.: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Ma'am,

In compliance with the provisions of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We hereby declare that M/s. V. Singhi & Associates, Chartered Accountants (FRN-311017E), Statutory Auditors of the Company, have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company for the quarter and year ended March 31, 2021.

Kindly take the same on record.

Thanking You,

For **TCI Industries Limited**

Sunil K. Warerkar
Executive Director
DIN: 02088830

Amit Chavan
Company Secretary & CFO
Membership No.: A38369

