

IRSL:STEXCH:2019-20:
14th February 2020

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Bandra - Kurla Complex,
Bandra (E)
Mumbai - 400 051.

Thru.: **NEAPS**

Stock Code NSE: **INDORAMA**

BSE Limited

Floor 25,
P. J. Towers,
Dalal Street,
Mumbai - 400 001.

Thru.: **BSE Listing Centre**

Stock Code BSE: **500207**

ISIN: INE156A01020

Indo Rama Synthetics (India) Limited - CIN L17124MH1986PLC166615

Sub.: Outcome of the Adjourned Board Meeting held today, i.e., 14th February 2020

Ref.: Intimation under Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

This has reference to earlier intimation letter dated 7th February 2020, regarding adjournment of Board Meeting to consider Un-audited Financial Results of the Company for the third quarter and nine months ended 31st December, 2019.

We wish to inform you that the Board of Directors, in their meeting held today, i.e., 14th February 2020, have considered and approved, *inter-alia*, the following:

- 1) The Un-audited Financial Results of the Company for the third quarter and nine months ended 31st December, 2019, both (Standalone and Consolidated) as recommended by Audit Committee;

Further, pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosing herewith the Un-audited Financial Results (Standalone and Consolidated) of the Company for the third quarter and nine months ended 31st December, 2019, along with Limited Review Reports.

The said Results shall be published in English and one vernacular Newspaper as required.

- 2) Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors based on the recommendation of Nomination and Remuneration Committee have appointed Mr. Dhanendra Kumar (DIN: 05019411) as an Additional Non-executive Independent Director, with effect from 14th February 2020 for a tenure of 5 years, subject to approval of the Shareholders, the brief profile is enclosed;
- 3) The appointment of Mr. Pradeep Kathuria, Proprietor, M/s P. Kathuria & Associates, Company Secretaries, (Membership No. 4655), as the Secretarial Auditor of the Company, for conducting the Secretarial Audit for the Financial Year 2019-20, to fill-up the casual vacancy caused due to sad demise of Mr. Sanjay Grover, Partner of M/s Sanjay Grover and Associates;



Page 1 of 2

INDO RAMA SYNTHETICS (INDIA) LTD.

Corporate Office : 20th Floor, DLF Square, DLF Phase-2, NH-8, Gurugram - 122002, Haryana, India. Tel : 0124-4997000, Fax : 0124-4997070

Registered Office & Manufacturing Complex : A-31, MIDC Industrial Area, Butibori, Nagpur - 441122, Maharashtra, India. Tel : 07104-663000 / 01, Fax : 07104-663200

E-mail : corp@indorama-ind.com • Website : www.indoramaindia.com

CIN : L17124MH1986PLC166615

4) Re-constitution of Committees of the Board, as per details given below:

<u>Name of the Director</u>	<u>Category</u>	<u>Status</u>
a) Audit Committee:		
i) Mr. Vishal Lohia	Executive Director	Member
ii) Mr. M. N. Sudhindra Rao	Executive Director	Member
iii) Mr. Suman Jyoti Khaitan	Independent Director	Member
iv) Mrs. Ranjana Agarwal	Independent Director	Member
v) Dr. Arvind Pandalai	Independent Director	Chairman
vi) Mr. Dhanendra Kumar	Independent Director	Member
b) Nomination and Remuneration Committee:		
i) Mr. Udey Paul Singh Gill	Non-Executive Director	Member
ii) Mr. Suman Jyoti Khaitan	Independent Director	Chairman
iii) Mrs. Ranjana Agarwal	Independent Director	Member
iv) Dr. Arvind Pandalai	Independent Director	Member
v) Mr. Dhanendra Kumar	Independent Director	Member
c) Stakeholders Relationship Committee:		
i) Mr. Om Prakash Lohia	Executive Director	Member
ii) Mr. Vishal Lohia	Executive Director	Member
iii) Mr. M. N. Sudhindra Rao	Executive Director	Member
iv) Mr. Udey Paul Singh Gill	Non-Executive Director	Member
vii) Dr. Arvind Pandalai	Independent Director	Member
v) Mr. Dhanendra Kumar	Independent Director	Chairman

The above details are also available on the website of the Company, viz; www.indoramaindia.com.

The Meeting of the Board of Directors commenced at 12:30 PM and concluded at 05:50 PM.

You are requested to kindly take the same on record.

Thanking You.

Yours faithfully,
for Indo Rama Synthetics (India) Limited



Pawan Kumar Thakur
Company Secretary and Compliance Officer

Encl.: As above.



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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Indo Rama Synthetics (India) Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Indo Rama Synthetics (India) Limited ('the Company') for the quarter ended 31 December 2019 and the year to date results for the period 1 April 2019 to 31 December 2019, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared 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 ('the Act'), and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, (hereinafter referred to as 'the SEBI Circular'), and other accounting principles generally accepted in India. 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 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and as per the presentation requirements of the SEBI Circular, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



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5. We draw attention to Note 2 of the accompanying statement regarding the recoverability of deferred tax assets amounting to Rs. 110 crores as at 31 December 2019 carried in books of accounts in view of the reasons stated therein. The realisation of this balance is dependant on availability of sufficient future taxable profits, which are estimated by management based on assumptions that are subject to market conditions and other external factors. Our conclusion is not modified in respect of this matter.

For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No: 001076N/N500013



Sandeep Mehta
Partner
Membership No. 099410



UDIN -20099410AAAAAO1789

Place: Gurugram
Date: 14 February 2020

Walker Chandiook & Co LLP

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Jacaranda Marg, DLF Phase II
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Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Indo Rama Synthetics (India) Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Indo Rama Synthetics (India) Limited ('the Holding Company') and its subsidiary, Indorama Yarns Private Limited, (the Holding Company and its subsidiary together referred to as 'the Group'), for the quarter ended 31 December 2019 and the consolidated year to date results for the period 1 April 2019 to 31 December 2019, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared 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 ('the Act'), and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016 (hereinafter referred to as 'the SEBI Circular'), and other accounting principles generally accepted in India. 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 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), to the extent applicable.

Chartered Accountants

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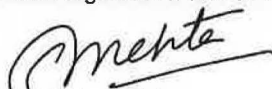


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4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and as per the presentation requirements of the SEBI Circular and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 2 of the accompanying statement regarding the recoverability of deferred tax assets amounting to Rs. 110 crores as at 31 December 2019 carried in books of accounts in view of the reasons stated therein. The realisation of this balance is dependant on availability of sufficient future taxable profits, which are estimated by management based on assumptions that are subject to market conditions and other external factors. Our conclusion is not modified in respect of this matter.

For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No: 001076N/N500013


Sandeep Mehta
Partner
Membership No. 099410



UDIN -20099410AAAAAP1745

Place: Gurugram
Date: 14 February 2020

INDO RAMA SYNTHETICS (INDIA) LIMITED

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STATEMENT OF UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2019

(In Lakhs, unless otherwise stated)

Sr. No.	Particulars	Standalone					Consolidated			
		3 months ended (31 December 2019)	Preceding 3 months ended (30 September 2019)	Corresponding 3 months ended in the previous year (31 December 2018)	Year to date figures for current period ended (31 December 2019)	Year to date figures for previous period ended (31 December 2018)	Previous year ended (31 March 2019)	3 months ended (31 December 2019)	Year to date figures for current period ended (31 December 2019)	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	
	<i>(Refer notes below)</i>									
1	Income from operations	541.52	570.63	508.22	1,643.48	1,258.17	1,694.56	541.52	1,645.48	
2	Other income	0.48	0.23	1.55	1.82	3.77	4.81	0.48	1.82	
3	Total income (1+2)	542.00	570.86	509.77	1,647.30	1,261.94	1,699.37	542.00	1,647.30	
4	Expenses									
	(a) Cost of materials consumed	377.39	420.59	382.73	1,232.40	982.04	1,325.17	377.39	1,232.40	
	(b) Purchase of stock-in-trade	-	-	5.74	0.75	60.43	66.67	-	0.75	
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	29.52	19.41	47.19	21.81	(36.20)	(58.88)	29.52	21.81	
	(d) Employee benefits expense	22.20	21.57	18.65	64.38	56.13	77.97	22.20	64.38	
	(e) Other expenses	112.65	108.85	71.48	320.16	202.31	377.02	112.85	320.36	
	Total expenses before depreciation expense, finance costs, foreign exchange fluctuation (gain)/loss and exceptional items	541.76	570.42	525.79	1,639.50	1,264.71	1,787.95	541.96	1,639.70	
5	Profit/(loss) from operations before depreciation expense, finance costs, foreign exchange fluctuation (gain)/loss and exceptional items (3-4)	0.24	0.44	(16.02)	7.80	(2.77)	(88.58)	0.04	7.60	
6	Depreciation and amortisation expense	21.34	21.59	20.48	64.59	63.14	83.04	21.54	64.59	
7	Finance costs	19.40	21.24	33.95	72.95	90.87	131.32	19.40	72.95	
8	Foreign exchange fluctuation (gain)/loss	(0.57)	1.73	(3.48)	0.42	3.81	3.53	(0.57)	0.42	
9	Total expenses before exceptional items and tax (4+6+7+8)	582.13	614.98	576.74	1,777.46	1,422.53	2,005.84	582.33	1,777.66	
10	Loss before exceptional items and tax (3-9)	(40.13)	(44.12)	(66.97)	(130.16)	(160.59)	(306.47)	(40.33)	(130.36)	
11	Exceptional items	-	-	-	-	-	115.19	-	-	
12	Loss before tax (10-11)	(40.13)	(44.12)	(66.97)	(130.16)	(160.59)	(421.66)	(40.33)	(130.36)	
13	Tax expense									
	Deferred tax expense / (credit) (Refer note 2)	152.00	-	(27.06)	136.13	(58.86)	(150.60)	152.00	136.13	
14	Net loss for the period (12-13)	(192.13)	(44.12)	(39.91)	(266.29)	(101.73)	(271.06)	(192.33)	(266.49)	
15	Other comprehensive income									
	(i) Items that will not be reclassified to profit or loss	(0.36)	(0.08)	(0.08)	(0.52)	(0.24)	1.12	(0.36)	(0.52)	
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	0.03	0.03	0.08	(0.39)	-	0.03	
16	Total comprehensive income for the period (14+15)	(192.49)	(44.20)	(39.96)	(266.78)	(101.89)	(270.33)	(192.69)	(266.98)	
17	Paid-up equity share capital (face value of ₹ 10 each)	261.11	261.11	160.91	261.11	160.91	178.11	261.11	261.11	
18	Other equity						65.10			
19	Loss per share (face value of ₹ 10 each) (not annualised for the quarters)									
	(a) Basic (in ₹)	(7.36)	(1.69)	(2.48)	(10.22)	(6.30)	(17.01)	(7.37)	(10.23)	
	(b) Diluted (in ₹)	(7.36)	(1.69)	(2.48)	(10.22)	(6.30)	(17.01)	(7.37)	(10.23)	



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Notes:

- 1) The above financial results for the quarter and nine months ended 31 December 2019 have been reviewed by the statutory auditors of the Company and by the Audit Committee and taken on record by the Board of Directors in its meeting held on 14 February 2020.
- 2) The Company's business comprises of manufacture and sale of polyester products. In the past due to high raw material costs, working capital issues and consequent high interest cost the Company incurred losses.

Subsequent to infusion of additional equity by way of preferential allotment to Indorama Netherlands BV (IVL) and Siam Stock Holdings Limited, aggregating to Rs. 360.72 crores, the Company has taken significant steps in last nine months to improve operational performance by competitive procurement of raw materials, ramping up of production in a phased manner to have economies of scale, sufficient working capital facilities from banks at reduced cost and creation of a good customer base.

The result of initial steps taken have started showing positive impact in performance of first three quarters of the current financial year. The Company has prepared a detailed business plan which indicates that profitability and cash flows will improve significantly in near future. Furthermore, relief action for the industry from Government of India by abolishing anti-dumping duty on imported PTA, a key raw material for the Company, in budget 2020-21, will have additional positive impact on the business.

In view of the above, management has reassessed the carrying value of deferred taxes and made appropriate adjustment based on prudence. The management remains confident about the achievement of the business plans and to have sufficient future taxable profits against which deferred tax asset is fully recoverable.

The auditors have given an emphasis on this matter in their review report.

- 3) The equity shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited. As per Regulation 38 of the SEBI LODR Regulations read with Rule 19A of the Securities Contracts (Regulation) Rules, 1957 ('SCRR'), the Company is required to maintain at least 25% (twenty five percent) public shareholding, as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to the acquisition of shares by Indo Rama Netherlands BV ('INBV') through open offer, promoters' shareholding has increased to 81.72%. The Company plans to comply with SCRR within specified timelines.
- 4) The Company's primary business segment is reflected based on principal business activities carried on by the Company. As per Indian Accounting Standard 108, Operating Segments, as notified under the Companies (Indian Accounting Standards) Rules, 2015, the Company operates in one reportable segment i.e manufacturing of Polyester goods.



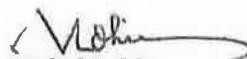
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- 5) Effective 1 April 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on 1 April 2019 using the modified retrospective method along with the transition option to recognise Right-of-Use asset (ROU) at an amount equal to the Lease Liability. This has resulted in recognizing a Right-of-Use Asset and a corresponding Lease Liability as at 1 April 2019. Accordingly, comparatives for the quarter and nine months ended 31 December 2019 and year ended 31 March 2019 have not been retrospectively adjusted. The effect of this adoption is not material on the loss for the period and loss per share.
- 6) Indorama Yarns Private Limited, a wholly owned subsidiary of the Company, incorporated on 16 August 2019 is yet to commence operations. The Company has subscribed Rs. 10,000,000 towards its share capital on 14 October 2019. The Company is presenting consolidated financial results for the first time. Accordingly, requirement for presenting consolidated financial results for the quarter and nine months ended 31 December 2018 and previous year ended 31 March 2019 is not applicable.
- 7) For more details on results, visit Investor Relations section of our website at www.indoramaindia.com and financial results under Corporate section of www.nseindia.com and www.bseindia.com.

For and on behalf of the Board of Directors of
Indo Rama Synthetics (India) Limited




Vishal Lohia
Whole-time Director
(Director Identification No.: 00206458)

Place: Gurugram
Date: 14 February 2020

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PURPOSE ONLY

DHANENDRA KUMAR

COMPETITION LAW AND POLICY ■ PUBLIC POLICY ■ REGULATIONS AND REFORMS



Dhanendra Kumar is a veteran IAS officer (1968 batch, Haryana Cadre) with over four decades of distinguished service at senior positions at Central, State and International levels.

He is the first Chairperson of Competition Commission of India (Feb 2009 - June 2011) and was responsible for initiating right from inception the enforcement of Competition Law and roll out of M&A Regulations, putting in place the systems and procedures, recruitment of professionals, capacity building and bi-lateral agreements with other jurisdictions. Over the years, CCI has come to be globally respected as a mature market regulator.

Post June 2011, he chaired the Government's Committee for framing the National Competition Policy and formulating needed amendments in the Act. He also separately chaired the Committee for Reforms in Housing and Real Estate Sector.

Earlier, he was India's Executive Director at the World Bank/IFC at Washington DC (2005-09). He also represented besides India, Sri Lanka, Bangladesh and Bhutan. While on the World Bank Board, he was on several sub-committees of the Board.

He is a seasoned IAS officer who served in Central Govt as Secretary in several key Ministries, including Defense Production, Roads and Highways and Culture. He also worked as Additional Secretary in the Ministry of Telecom (1998-2002) and Secretary of the Telecom Commission when NTP 99 was drafted, migration of cellular telephony took place, BSNL was carved out of DoT, ISPs promoted and reconstituted TRAI was set-up. He also worked as Joint Secretary (Ministry of Agriculture) attached with Union Agriculture Minister. He also served earlier as India's Resident Director in London of India Investment Centre (1983-86) under the Ministry of Finance to promote investments into India and JVs. At the State Govt level, he served as Principal Secretary to Haryana Chief Minister (1991-96) & Chairman HSIDC (earlier its MD) and was responsible for industrial and infrastructure development specially Udyog Vihar and other Industrial Parks.

He the Founder Chairman of Competition Advisory Services (I) LLP, a niche consultancy and advisory service in Competition Law (www.compad.in) and Investment related matters (set up in 2011) and has been advising several MNCs and prominent Law firms in competition and anti-trust matters and also on govt policies relating to investments in India.

He is also currently associated with Indian Institute of Corporate Affairs (of Ministry of Corporate Affairs) as a Distinguished Fellow, and was earlier a member of Union Minister's Committee on E-Commerce, and later the Competition Law Review Committee.

Widely regarded as a global expert in Competition and Public Policy, and initiator of M&A review in India, he is frequently invited to speak at various forums in India and globally.

He is settled in Delhi (R-15 Hauz Khas Enclave) and available at dkumar1946@gmail.com, Cell No. 9810600018.