



HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.

Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India

Tel. : 2254 3100, Fax : (91) (33) 2254 3130

E-mail : hngkol@hngil.com, Website : www.hngindia.com

CIN - L26109WB1946PLC013294



SEC/SE/340

December 10, 2016

1. The Dy. Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 023.
(Scrip Code: 515145)
2. The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051
(Scrip Code: HINDNATGLS)
3. The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata-700 001
(Scrip Code: 10018003)

Dear Sir(s),

Highlights of the proceedings of the Board Meeting held on 10th December, 2016

The Board of Directors of the Company at its Meeting held today i.e. 10th December, 2016, have considered and approved the Unaudited Financial Results as per IND AS for the Quarter and half-year ended 30th September, 2016.

We are enclosing a copy of the approved Results alongwith the Limited Review Report of our Statutory Auditors, M/s. Lodha & Co., Chartered Accountants, for your information and records.

The Unaudited Financial Results shall be published in the newspapers as per Regulation 47(1) of SEBI (Listing Obligations and Disclosure Requirements, 2015 and would be also available on the website of the Company (www.hngil.com).

We are also enclosing a copy of Certificate issued by Debenture Trustee under Regulation 52(5) of the SEBI Listing Regulations.

The meeting commenced at 12.30 P.M. (IST) and was concluded at 3.00 P.M. (IST).

Thanking You,

Yours faithfully,
For Hindusthan National Glass & Industries Limited

(Ajay Kumar Rai)
Company Secretary & Legal Counsel

Encl: as above.

**The Board of Directors
Hindusthan National Glass & Industries Limited
2 Red Cross Place,
Kolkata –700 001**

Limited Review Report

1. We have reviewed the accompanying statement of "Standalone Unaudited Financial Results" of Hindusthan National Glass & Industries Limited ("the Company") for the quarter and half year ended 30th September 2016 ('the Results') prepared by the company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No: CIR/CFD/FAC/62/2016 dated 5th July 2016. This statement is the responsibility of the Company's management and has been approved by the Board of Directors and the same has been initialed by us for the purpose of identification. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review 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 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.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of the Standalone Unaudited Financial Results prepared in accordance with applicable Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Kolkata
Date: 10th Decemeber, 2016



For Lodha & Co.
Chartered Accountants
Firm's ICAI Registration No. 301051E


H K Verma
Partner
Membership No. 055104

HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED
REGISTERED OFFICE: 2 RED CROSS PLACE, KOLKATA - 700001
CIN: L26109WB1946PLC013294
UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2016

		Rs. In Lakhs				
Sl No.	PARTICULARS	UNAUDITED				
		3 MONTHS ENDED			HALF YEAR ENDED	
		30-09-2016	30-06-2016	30-09-2015	30-09-2016	30-09-2015
1	Income from operations					
	Gross Sales / Income from Operations	44,159	55,364	42,333	99,523	99,132
	Less: Excise Duty	4,169	5,175	3,903	9,344	9,089
	(a) Net Sales / Income from Operations (Net of excise duty)	39,990	50,189	38,430	90,179	90,043
	(b) Other operating Income	204	338	692	542	928
	Total income from operations (net)	40,194	50,527	39,122	90,721	90,971
2	Expenses					
	(a) Cost of materials consumed	14,902	15,477	14,633	30,379	30,283
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(7,360)	1,973	(6,762)	(5,387)	(4,468)
	(c) Employee benefits expense	4,906	4,845	4,419	9,751	9,033
	(d) Power and Fuel	13,717	12,934	13,355	26,651	26,525
	(e) Depreciation and amortisation expense	4,438	4,379	6,166	8,817	12,215
	(f) Other expenses	9,401	7,913	9,708	17,314	17,631
	Total Expenses	40,004	47,521	41,519	87,525	91,219
3	Profit (+)/Loss(-) from operations before other income, finance costs and exceptional items (1-2)	190	3,006	(2,397)	3,196	(248)
4	Other Income	183	309	56	492	231
5	Profit (+)/Loss(-) from ordinary activities before finance costs and exceptional items (3+4)	373	3,315	(2,341)	3,688	(17)
6	Finance costs	6,043	5,419	5,995	11,462	12,246
7	Profit (+)/Loss(-) from ordinary activities after finance costs but before exceptional items (5-6)	(5,670)	(2,104)	(8,336)	(7,774)	(12,263)
8	Exceptional items	9,469	-	-	9,469	-
9	Profit (+)/Loss(-) from Ordinary Activities before tax (7-8)	3,799	(2,104)	(8,336)	1,695	(12,263)
10	Tax expense	-	-	-	-	-
11	Net Profit (+)/Loss(-) from ordinary activities after tax (9-10)	3,799	(2,104)	(8,336)	1,695	(12,263)
12	Extraordinary item (net of tax expense)	-	-	-	-	-
13	Net Profit (+)/Loss(-) for the period (11-12)	3,799	(2,104)	(8,336)	1,695	(12,263)
14	Other Comprehensive Income / (Expense)	(162)	(162)	(43)	(324)	(87)
15	Total Comprehensive Income / (Expense) (13+14)	3,637	(2,266)	(8,379)	1,371	(12,350)
16	Paid-up equity share capital (face value per share Rs 2/-)	1,747	1,747	1,747	1,747	1,747
17	Earnings Per Share (EPS) (not annualised):					
	Basic (Rs.)	4.35	(2.41)	(9.54)	1.94	(14.04)
	Diluted (Rs.)	4.35	(2.41)	(9.54)	1.94	(14.04)

Notes:

- The above financial results which have been prepared in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated July 5, 2016, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on December 10, 2016. The above results have been subjected to Limited Review by the Statutory Auditors.
- These Financial Results have been prepared in accordance with the Indian Accounting Standards (IND-AS) notified under Companies (Indian Accounting Standards) Rules 2015 as amended by Companies (Indian Accounting Standards) (Amendment) Rules 2016. IND-AS has been made applicable with effect from April 1, 2016 and the comparative figures for the corresponding quarter and half year of the previous year (transition date being April 1, 2015) has accordingly been restated.
- The above results may require adjustment before constituting the first set of IND-AS financial as of and for the year ended 31st March, 2017 due to changes in financial reporting assumptions and applications arising from new or revised standards or interpretations received or changes in the use of one or more optional exemptions as permitted in Indian Accounting Standards (Ind-AS) 101 issued under Companies (Indian Accounting Standards) Rules, 2015 by the Ministry of Corporate Affairs.
- The format for Unaudited Quarterly Results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 has been modified to comply with requirements of SEBI's circular dated July 05, (Division II) to the Companies Act, 2013 applicable to the companies which are preparing the financial statements as per IND-AS. The financial results do not include figures for the previous year ended March 31, 2016 as per SEBI's circular CIR/CFD/FAC/62/2016 dated July 5, 2016.
- The Company operates mainly in one business segment viz. manufacturing and selling of container glass and all other activities revolve around the same.
- As required by Clause 52(4) of the Listing Obligations and Disclosure Requirements 2015, given below are the details pertaining to the Company are as follows:

(I)

Particulars	HALF YEAR ENDED	
	30-09-2016	30-09-2015
Debenture Redemption Reserve	5,000	5,208
Debt Equity Ratio	16.10	11.81
Debt Service Coverage Ratio (DSCR)	1.79	1.35
Interest Service Coverage Ratio (ISCR)	1.92	1.00

Formula:
Debt Equity Ratio = Long Term Debt/ Equity
DSCR = Profit Before Depreciation Interest and Tax (PBDIT)/(Interest Expense on Long term Debt + Scheduled Principal Repayment pertaining to long term Debt)
ISCR = PBDIT/Interest Expense

(II)

NCD Particulars	Rating	Asset Coverage Ratio	Details of last interest payment		Details of last Principal payment		Details of next interest payment		Details of next Principal payment	
			Due Date	Status	Due Date	Status	Due Date	Amount (Rs in Lakhs)	Due Date	Amount (Rs in Lakhs)
10.75% NCD	CARE BB	NA	18.06.2016	Paid	18.06.2016	Paid	NA	NA	NA	NA
10.40% NCD	CARE BB	1.06	23.11.2015	Paid	NA	NA	23.11.2016	1,040	23.11.2021	10,000
10.40% NCD	CARE BB	1.06	03.02.2016	Paid	NA	NA	03.02.2017	1,040	03.02.2022	10,000

Company has repaid last installment of 10.75% NCD issued to General Insurance Corporation of India on 18th June 2016.

- The listed non-convertible debentures of the Company aggregating Rs. 20,000 Lakhs as on September 30, 2016 are fully secured against Company's fixed assets.
- The Company has disposed off entire equity shares of its subsidiary Company, HNG Global GmbH and accordingly HNG Global GmbH has ceased to be subsidiary of the Company. Profit of Rs. 9,469 Lakhs arising on disposal of the aforesaid equity shares has been shown as exceptional item during the quarter.
- The Hon'ble Supreme Court vide its order dated 11th November, 2016 has since upheld the constitutional validity of levy of Entry Tax by various state governments. Following this, implication thereof depending upon the provisions of such levy by the relevant state governments and determination before respective High Courts is under assessment by the company. Liability for such levy to the extent remaining unprovided, on prima facie has been estimated to be Rs. 19.45 Lakhs with interest if any leviable on the aggregate amount lying unpaid will be given effect on determination of Company's liability and amount in this respect.



PARTICULARS	UNAUDITED	
	As at	
	30-09-2016	
ASSETS		
Non-current assets		
(a) Property, Plant and Equipment		2,15,094
(b) Capital work-in-progress		8,477
(c) Financial Assets		
(i) Investments		3,627
(ii) Loans		117
(iii) Other financial assets		3,806
(d) Other non-current assets		1,318
	Sub-total - Non-current assets	2,32,439
Current assets		
(a) Inventories		57,618
(b) Financial Assets		
(i) Investments		14,654
(ii) Trade receivables		33,025
(iii) Cash and cash equivalents		401
(iv) Bank balances other than (iii) above		70
(v) Loans		23
(vi) Other financial assets		235
(c) Other current assets		11,654
	Sub-total - Current assets	1,17,680
	TOTAL - ASSETS	3,50,119
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital		1,747
(b) Other Equity		30,541
	Total equity	32,288
LIABILITIES		
Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings		1,98,738
(ii) Other financial Liabilities		431
(b) Provisions		1,138
(c) Deferred tax liabilities (Net)		-
(d) Other non-current liabilities		1,080
	Sub-total - Non-current liabilities	2,01,387
Current liabilities		
(a) Financial liabilities		
(i) Borrowings		46,905
(ii) Trade payables		42,203
(iii) Other financial liabilities		16,161
(b) Other current liabilities		9,166
(c) Provisions		2,009
	Sub-total - Current liabilities	1,16,444
	TOTAL LIABILITIES	3,17,831
	TOTAL - EQUITY AND LIABILITIES	3,50,119

11 Reconciliation between financial results, as previously reported (referred to as "Previous GAAP") and IND-AS for the quarter and half year ended September 2015 is presented as under:

Particulars	Rs In Lakhs (refer note 2)	
	Quarter Ended Sept 2015	Half Year Ended Sept 2015
	Net Profit/(loss) under previous GAAP	(8,135)
Adjustment for amount recognised in other comprehensive income	43	87
Effect on fair valuation of forward/derivative	(189)	(146)
Finance Cost as per Effective Interest rate Method	(55)	(109)
Net profit/(loss) for the period under IND-AS	(8,336)	(12,263)
Other Comprehensive Income (net of taxes)		
Actuarial gain/(loss) on Employee defined benefit	(43)	(87)
Total Comprehensive Income/(Expenses) under IND-AS	(8,379)	(12,350)

12 The Company is incurring losses since the Financial Year 2012-2013 which at the year-end has resulted in erosion of net-worth by more than 50%. Due to prevailing market conditions and resultant adverse financial performance, the lenders had decided to restructure the term loans and stipulation thereof which among other things include moratorium in repayment of installments and infusion of equity by Promoters and disposal of Investment in its Subsidiary. These measures are currently under implementation. In view of the above, pending ameliorative measures which are under implementation and considering the expected improvement in the performance of the Company, the accounts of the Company has been continued to be prepared on a going concern basis.

13 The Auditor's Report for the year ended 31st March, 2016, included a qualification with regard to remuneration paid to managerial personnel. This qualification is stated as below:
Remuneration paid to Vice Chairman and Managing Directors amounting to Rs 642 Lakhs for the year financial year ended 2015-16 which due to inadequacy of profit has exceeded the limits prescribed under the provisions of Companies Act, 2013.

Subsequently the Central Government has approved the remuneration and in terms of the said approval, the remuneration paid for the quarter ended September 30, 2016, half year ended September 30, 2016 and the year ended March 31, 2016 has exceeded the approved limits to the extent of Rs 152 Lakhs, Rs 303 Lakhs and Rs 606 Lakhs respectively. Necessary Steps are being taken for filing review application to Central Government in this respect.

14 Previous periods' figures have been regrouped/rearranged wherever necessary.

Place: Kolkata
Date: 10th December 2016



Sanjay Somany
Vice Chairman & Managing Director
DIN: 00124538

December 10, 2016

To,
Hindusthan National Glass & Industries Limited,
2, Red Cross Place, Post Box 2722,
Kolkata—700001

Dear Sir,

Sub: Half Yearly Certificate of Debenture Trustee for September 30, 2016

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for the Secured, Listed, Redeemable and Non-Convertible Debenture (NCDs) issue aggregating to Rs. 200 crores of Hindusthan National Glass & Industries Limited.

With reference to above, we have received the following documents and have noted its contents without verification:

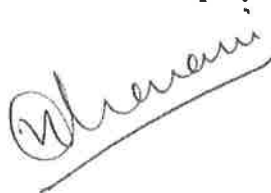
1. Information as per Regulation 52(4) of SEBI (LODR) Regulations, 2015 dated 10th December, 2016.
2. Financial Results for the half year ended 30th September, 2016.

This certificate has been signed and issued by us based on documents (mentioned above) submitted by you.

Thanking You.

Sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)

Authorized Signatory



Place: Mumbai