

Limited Review Report

**Review Report to
The Board of Directors
Nitin Fire Protection Industries Limited**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Nitin Fire Protection Industries Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), for the quarter ended June 30, 2015 ("the Statement") except for the disclosures in Part II with respect to 'Particulars of Shareholding' and 'Investor Complaints' which have been traced from the details furnished by the Management. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement 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 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. We believe that the review procedures performed by us and performed by the other auditors in terms of their report referred to in paragraph 6 below, is sufficient and appropriate to provide a basis for our reporting on the Statement.

4. QUALIFICATION

Our audit report on the consolidated financial statements for the year ended March 31, 2015 was qualified in respect of the matters stated below:

- a) As more clarified in Note no. 4 to the Notes to the Unaudited Financial Results, no provision has been made by the Company in respect of its dispute with a bank for a claim made by the bank for ` 501.33 Lacs on a derivative contract entered into by its erstwhile subsidiary (now an associate, investment of which are held for sale), the liability for which has been taken over by the Company. The Company has not determined the quantum of mark to market losses as of June 30, 2015 on the above contract and has relied on a legal opinion in the matter wherein no liability is expected. Pending the final settlement of the matter, we are unable to quantify the extent of provision required, if any, in this regard.
- b) As more clarified in Note no. 5 to the Notes to the Unaudited Financial Results, the Company has an exposure in Worthington Nitin Cylinders Private Limited (WNCPL) aggregating ` 4,578.44 Lacs as at June 30, 2015. The Company's Management had carried out the valuation of fixed assets of WNCPL from an independent valuer on March 31, 2015 to substantiate the recoverability of the investment. However, in the absence of the fair



HARIBHAKTI & CO. LLP

Chartered Accountants

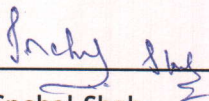
value of the investment as required under Accounting Standard 13 'Accounting for Investments' and audited financial statements for the period subsequent to March 31, 2013, we are unable to comment on the impairment, if any, on the carrying amount of the investment.

5. Based on our review conducted as above, and on consideration of the reports of the other auditors and subject to the possible effects of the matters described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Account) Rules, 2014 and other recognised accounting practices and policies have not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the financial results of two subsidiaries included in the Statement, whose financial result reflects total revenue of ` 19,614.36 Lacs and total profit after tax of ` 2,103.47 Lacs for the quarter ended June 30, 2015, as considered in the Statement, whose financial results have not been reviewed by us. These financial results have been reviewed by the other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.
7. We did not review the financial results of one subsidiary Company included in the Statement, whose financial results reflects total revenue of ` 1,613.63 Lacs and total profit after tax of ` 5.36 Lacs for the quarter ended June 30, 2015, as considered in the Statement. These financial results are not reviewed by their auditors and have been furnished to us by the Management and our reporting on the Statement, in so far as it relates to the amounts and disclosures included in respect of said subsidiary is based solely on such unreviewed financial results. According to the information and explanations given to us by the Management, these financial results are not material to the Group.

For Haribhakti & Co. LLP

Chartered Accountants

Firm Registration No.103523W


Snehal Shah

Partner

Membership No.: 48539

Place: Mumbai

August 14, 2015

