



WORTH PERIPHERALS LIMITED

Regd. Office: 102, Sanskriti Apartment 44, Saket Nagar, Indore - 452018 (M.P.) India

CIN: L67120MP1996PLC010808

Phone: 0731-2560267, 2560348 Telefax: +91-731-2563425

E-mail: investors@worthindia.com Website: www.worthindia.com

Date: 12th November, 2018

To,
The Manager, Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051
Maharashtra, India.

NSE Symbol : WORTH

Sub: Outcome of Board Meeting held on 12th November, 2018.

Dear Sir/ Madam,

Pursuant to regulation 30 of SEBI (LODR) Regulations, 2015, we wish to inform you that, a meeting of the Board of Directors of the Company was held today i.e. on Monday, 12th November, 2018 at 07.00 pm at the Registered Office of the Company situated at 102, Sanskriti Appt. 44 Saket Nagar, Indore - 452018 (M.P.)

The Outcome of the said Board Meeting is as follows:

1. The Board approved the Unaudited Standalone Financial Results of the Company for the half year ended 30th September, 2018. Pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015 the Financial Results enclosed herewith;
2. The Board taken on record the Limited Review Report given by the Statutory Auditors on the Unaudited Standalone Financial Results of the Company for half year ended 30th September, 2018. Pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015 the Limited Review Report enclosed herewith; ;
3. The Board reviewed the Related Parties' Transaction u/s 184/188 of the Companies Act, 2013 for the quarter ended 30th September, 2018;
4. The Board approved the place of keeping of Books of Accounts of the Company from the registered office, (102, Sanskriti Appt. 44, Saket Nagar, Indore - 452018 (M.P.) India) to the other office of the company at (Plot No. 157-D, Sector-3, Industrial Area, Pithampur, Dist-Dhar (M.P.) India;
5. The Board approved the Rules including Form & other relevant documnets under Article 164A of the Articles of Association of the Company for those Equity Shareholders who want to waive / forgo the right to receive dividend. Rules & Form has been enclosed herewith;

The Meeting of the Board of Directors commenced at 7.00 PM and concluded at 8.30 PM.

You are kindly requested to acknowledge and update the same in your records.

Thanking you.

Yours faithfully,

For Worth Peripherals Limited



Neetu Dubey

Company Secretary & Compliance Officer

Encl.: a/a

**Limited Review Report for the Six Months ended September 30, 2018**

To,
The Board of Directors
Worth Peripherals Limited
Indore (M.P.)

1. We have reviewed the accompanying statement of unaudited financial results of **Worth Peripherals Limited for the six month ended 30th September, 2018**. 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 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 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 provides 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 unaudited financial results prepared in accordance with applicable accounting standards as specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) regulation, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For MAHESHWARI & GUPTA
Chartered Accountants

Firm Reg. No. 006179C



CA. Manoj Gupta
Partner
M. No.071927

Place: Indore
Date: 12th November, 2018



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STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE HALF YEAR ENDED ON 30TH SEPTEMBER, 2018.

(Rs. in Lakhs)

Sr.no.	Particulars	Standalone			
		Half year ended			Year Ended
		30.09.2018	31.03.2018	30.09.2017	31.03.2018
		Reviewed	Audited	Reviewed	Audited
1	Revenue				
	(i) Revenue from Operations (Net)	7584.86	7089.17	7468.06	14557.23
	(II) Other Income	58.66	290.80	46.55	337.35
	Total Revenue (i+ii)	7643.52	7379.97	7514.61	14894.58
2	Expenses				
	(a) Cost of material consumed	5246.81	4874.14	5074.19	9948.33
	(b) Purchase of stock in trade	-	-	-	-
	(c) Changes in inventories of Finished Goods stock in trade and Work in progress	11.29	(9.55)	(6.85)	(16.40)
	(d) Employee benefit expenses	429.90	438.08	399.83	837.91
	(e) Finance cost	53.21	76.88	91.68	168.56
	(f) Depreciation and amortisation expenses	173.03	160.22	170.93	331.15
	(g) Other Expenses	973.36	815.94	991.81	1807.75
	Total expenses	6887.60	6355.71	6721.59	13077.30
3	Profit/(loss) before exceptional item and tax (1-2)	755.92	1024.26	793.02	1817.28
4	Exceptional items	66.69	-	-	-
5	Profit/(loss) before tax (3+4)	822.61	1024.26	793.02	1817.28
6	Tax Expenses				
	(i) Current Tax	201.31	330.00	222.58	552.58
	(ii) Deferred Tax	(32.79)	590.64	-	590.64
	Total Tax Expenses (i+ii)	168.51	920.64	222.58	1143.22
7	Net profit /(loss) for the period from continuing operations (5-6)	654.10	103.62	570.44	674.06
8	profit/(loss) for the period from discontinued operations after tax	-	-	-	-
9	Net Profit/(loss) for the period (7+8)	654.10	103.62	570.44	674.06
10	Paid up equity share capital(face value Rs.10 Per share)	1575.10	1575.10	1575.10	1575.10
11	Earning per share (before exceptional item)(of Rs.10/- each) Rs.				
	Basic & Diluted (not annualized)	3.73	0.66	4.88	4.92
	Earning per share (after exceptional item)(of Rs.10/- each) Rs.				
	Basic & Diluted (not annualized)	4.15	0.66	4.88	4.92

Signed for
Identification
Purposes





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Notes on Financial Results:-

1. The above said financial results were reviewed by the Audit Committee and approved by the Board of Directors at their Meeting held on 12th November, 2018.
2. The above financial results have been prepared in accordance with the applicable accounting standards for Interim Financial Reporting prescribed under section 133 of Companies Act, 2013 and other recognized accounting practices and policies.
3. In accordance with regulation 33 of the SEBI (LODR) Regulations 2015, the statutory auditors of the company have carried out Limited Review of the above results for the half year ended 30th September, 2018.
4. The Company is having significant controlling stake in a partnership firm, M/s Yash Packers, Mumbai, the Company prepares Consolidated Financial Statement on annual basis, hence half yearly results have not been incorporated.
5. Based on the guiding principles given in Accounting Standards on Segment Reporting (AS-17) the company is primarily in the business of manufacture and sale of Corrugated Boxes. The company's business activity falls within a single geographical and business segment, hence it has no other primary reportable segment.
6. Figures have been re-grouped or re-classified wherever necessary.
7. Statement of Assets and Liabilities as on 30th September, 2018 is enclosed herewith.

For, WORTH PERIPHERALS LIMITED




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RAMINDER SINGH CHADHA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00405932

Date: 12th November, 2018

Place: Indore

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STATEMENT OF ASSETS AND LIABILITIES AS ON 30TH SEPTEMBER, 2018

(Rs. in Lakhs)

Particulars	As at	As at
	30.09.2018	31.03.2018
	Reviewed	Audited
A EQUITY AND LIABILITIES		
1 Shareholder's funds		
(a) Share Capital	1575.10	1575.10
(b) Reserves and Surplus	5599.67	4945.57
2 Non-current liabilities		
(a) Long term borrowing	491.67	774.76
(b) Deferred tax liabilities (net)	557.85	590.64
(c) Long term provisions	18.70	18.70
3 Current liabilities		
(a) Short-term borrowings	170.32	346.66
(b) Trade payables	640.21	906.88
(c) Other current liabilities	79.55	185.86
(d) Short term provisions	46.99	174.30
TOTAL	9180.06	9518.47
1 ASSETS		
Non-current assets		
(a) Fixed assets		
(i) Property plant and equipment	4723.89	4760.69
(b) Non-current investments	379.15	310.72
(c) Long term loans and advances	39.80	58.03
(d) Other non-current assets		
2 Current assets		
(a) Inventories	1049.80	1266.95
(b) Trade receivables	1594.77	1514.54
(c) Cash and Cash Equivalents	946.49	1220.24
(d) Short-term loans and advances	434.27	373.13
(f) Other current assets	11.89	14.18
TOTAL	9180.06	9518.48

For, WORTH PERIPHERALS LIMITED

RAMINDER SINGH CHADHA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00405932



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Date: 12th November, 2018

Place: Indore



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WORTH PERIPHERALS LIMITED (WAIVER OF DIVIDEND) RULES

These rules may be called the Worth Peripherals Limited (Waiver of Dividend) Rules they Shall come into force on the date of their approval in the Board Meeting.

1. A Shareholder can waive / forgo the right to receive the dividend (either final and / or interim) to which he is entitled, on some or all the Equity Shares held by him in the Company as on the Record Date/Book-Closure Date fixed for determining the names of Members entitled for such dividend. However, the shareholders cannot waive/forgo the right to receive the dividend (either final and/or interim) for a part of percentage of dividend on share(s).
2. The Equity Shareholder(s) who wish to waive/forgo the right to receive the dividend for any year shall inform the Company in the form prescribed by the Board of Directors of the Company only.
3. In case of joint holders holding the Equity Shares of the Company, all the joint holders are required to intimate to the Company in the prescribed form their decision of waiving/forgoing their right to receive the dividend from the Company.
4. The Shareholder, who wishes to waive/forgo the right to receive the dividend for any year shall send his irrevocable instruction waiving/ forgoing dividend so as to reach the Company before the Record Date /Book Closure Date fixed for the payment of such dividend. Under no circumstances, any instruction received for waiver/forgoing of the right to receive the dividend for any year after the Record Date /Book Closure Date fixed for the payment of such dividend for that year shall be given effect to.
5. The instruction once given by a Shareholder intimating his waiver/forgoing of the right to receive the dividend for any year for interim, final or both shall be irrevocable and cannot be withdrawn for that particular year for such waived/ forgone the right to receive the dividend. But in case, the relevant Shares are sold by the same Shareholder before the Record Date/Book Closure Date fixed for the payment of such dividend, the instruction once exercised by such earlier Shareholder intimating his waiver/forgoing the right to receive dividend will be invalid for the next succeeding Shareholder(s) unless such next succeeding Shareholder(s) intimates separately in the prescribed form, about his waiving/ forgoing of the right to receive the dividend for the particular year.
6. The Equity Shareholder who wish to waive/forgo their right to receive the dividend for any year can inform the Company in the prescribed form only after the beginning of the relevant financial year for which the right to receive the dividend is being waived/forgone by him.
7. The instruction by a Shareholder to the Company for waiving/ forgoing the right to receive dividend for any year is purely voluntary on the part of the Shareholder. There is a no interference with a Shareholder's Right to receive the dividend, if he does not wish to waive/forgo his right to receive the dividend. No action is required on the part of Shareholder who wishes to receive dividends as usual. Such Shareholder will automatically receive dividend as and when declared.
8. The decision of the Board of Directors of the Company or such person(s) as may be authorised by Board of Directors of the Company shall be final and binding on the concerned Shareholders on issues arising out of the interpretation and/or implementation of these Rules.
9. These Rules can be amended, modified, withdrawal etc. by the Board of Directors of the Company from time to time as may be required.



**FORM OF COMMUNICATION FOR WAIVING/FORGOING RIGHT TO
RECEIVE THE DIVIDEND FROM THE COMPANY**

By Hand/Speed Post/Email

Client ID : _____
From: : _____
(Name and Address : _____
of Shareholder(s)) : _____
Tel No. : _____

To,
Worth Peripherals Limited
Ref. Waiver/forgoing the Right to receive the dividend
102, Sanskriti Apartments, 44 Saket Nagar, Indore, M.P. - 452018
Phone No. +91-731-2560267, 2563425

Dear Sir/s,

Sub: Waiver/Forgoing of the Right to receive the dividend on Equity Shares held by me / us for the year ended March 31, 2019 under the above Client ID.

I / We refer to the Rules framed and approved by the Board of Directors of the Company under Article 164A of the Articles of Association of the Company for equity shareholders who want to waive/forgo the right to receive the dividend in respect of financial year 2018-2019.

I / We, the undersigned am / are aware of, have read and understood the above said Rules framed and approved by the Board of Directors of the Company under Article 164A of the Articles of Association of the Company.

I / We hold the following Equity Shares in Demat Form and hereby waive/forgo irrevocably the right to receive the equity dividend on _____ Equity Shares of Rs. 10/- each held by me / us under Client ID _____.

I / We further agree and understand that the waiver / forgoing of the right to receive the above dividend for the year ended March 31, 2019 cannot be revoked under any circumstances.

Yours faithfully,

Signed and delivered	Full Name(s)	Signature(s)
1 st Shareholder		
2 nd Shareholder		
3 rd Shareholder		

In case of joint holders all must sign. In case of a Body Corporate, stamp of the Company should be affixed and necessary Board resolution should be attached.

Place:

Date: