

Pramodkumar Dad & Associates

CHARTERED ACCOUNTANTS

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Limited Review Report on Standalone Financial Results of Kiri Industries Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) for the quarter ended June 30, 2018

To
The Board of Directors
Kiri Industries Limited
7th Floor Hasubhai Chambers,
Opp. Town Hall, Ellisbridge,
Ahmedabad- 380 006

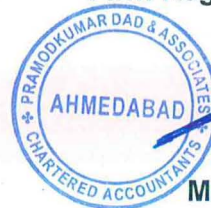
Dear Sirs,

We have reviewed the accompanying statement of Unaudited Standalone Financial Results of Kiri Industries Limited ("the Company"), having its registered office at 7th Floor, Hasubhai Chambers, Opp. Town Hall, Ellisbridge, Ahmedabad – 380 006 for the quarter ended June 30, 2018. This statement has been prepared by the Company pursuant to the requirements of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is 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.

We have conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements 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.

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 applicable Indian Accounting standards (Ind AS) as per Section 133 of the Companies Act, 2013 read with relevant rules framed thereunder 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 and SEBI circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Pramodkumar Dad & Associates,
Chartered Accountants
Firm Registration No. 115869W



Pramodkumar Dad
Partner
Membership No.038261

Place: Ahmedabad
Date: August 10, 2018


Kiri Industries Limited
Future Full of Colours....

(CIN-L24231GJ1998PLC034094)

Reg.Off: 7th Floor, Hasubhai Chambers, Opp. Town Hall, Ellisbridge, Ahmedabad - 380 006

Phone No. (O) 079-26574371/72/73, (F) 079-26574374, Email: info@kiriindustries.com

website: www.kiriindustries.com

(Rs. in Lakhs)

Statement of Unaudited Standalone Financial Results for the Quarter ended June 30, 2018

Sr. No.	Particulars	Quarter Ended			Year Ended
		30/06/2018	31/03/2018	30/06/2017	31/03/2018
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Revenue from Operations	24,033.21	25,558.13	23,785.60	90,134.08
2	Other Income	43.68	61.32	10.64	325.02
3	Total Revenue (1 + 2)	24,076.89	25,619.45	23,796.24	90,459.10
4	Expenses:				
	Cost of Materials Consumed	14,743.34	16,557.88	14,072.62	56,477.71
	Purchases of Stock-in-Trade	-	-	826.25	1,526.37
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	272.48	(633.68)	(581.69)	(2,284.20)
	Employee benefits expense	796.04	1,115.66	682.81	3,249.08
	Finance costs	92.90	101.18	24.46	165.42
	Depreciation and amortisation expense	602.81	735.32	581.59	2,504.86
	Other expenses	4,017.42	5,394.10	3,409.69	16,434.98
	Excise Duty on Sales	-	-	1,604.74	1,714.20
	Total expenses	20,524.99	23,270.46	20,620.47	79,788.42
5	Profit before exceptional and extraordinary items and tax (3 - 4)	3,551.90	2,348.98	3,175.77	10,670.68
6	Exceptional items	-	-	-	-
7	Profit before extraordinary items and tax (5 - 6)	3,551.90	2,348.98	3,175.77	10,670.68
8	Extraordinary items	-	-	-	-
9	Profit before tax (7 - 8)	3,551.90	2,348.98	3,175.77	10,670.68
10	Tax expense : (a+b)	45.55	(112.26)	144.57	417.10
	(a) Current tax	758.03	501.30	635.08	2,277.29
	(b) Deferred tax	(712.49)	(613.56)	(490.51)	(1,860.19)
11	Profit for the period from continuing operations (9-10)	3,506.35	2,461.24	3,031.20	10,253.58
12	Profit from discontinuing operations	-	-	-	-
13	Tax expense of discontinuing operations	-	-	-	-
14	Profit from Discontinuing operations (after tax) (12-13)	-	-	-	-
15	Profit for the period (11 + 14)	3,506.35	2,461.24	3,031.20	10,253.58
16	Share of Profit of Associates	-	-	-	-
	Minority Interest	-	-	-	-
17	Profit for the period (15 + 16)	3,506.35	2,461.24	3,031.20	10,253.58
18	Other Comprehensive Income (Net of Tax)	-	2.37	3.96	6.90
19	Total Comprehensive Income (After Tax) (17 + 18)	3,506.35	2,463.61	3,035.16	10,260.48
20	Paid up Equity Share Capital	3,134.40	3,024.40	2,784.40	3,024.40
	Reserves excluding Revaluation Reserve	-	-	-	-
21	Earnings per equity share:				
	(1) Basic	11.19	8.60	10.90	35.80
	(2) Diluted	6.76	5.36	6.70	22.33



Limited Review Report on Consolidated Financial Results of Kiri Industries Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) for the quarter ended June 30, 2018

To

The Board of Directors
Kiri Industries Limited
7th Floor Hasubhai Chambers,
Opp. Town Hall, Ellisbridge,
Ahmedabad- 380 006

Dear Sirs,

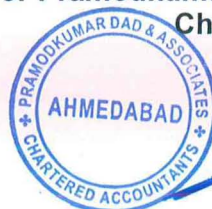
We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of Kiri Industries Limited and its subsidiary / Joint Venture & Associate Companies for the quarter ended June 30, 2018. This statement has been prepared by the Company pursuant to the requirements of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is 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.

We have conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements 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.

We did not review total revenue of Rs. 2386.29 Lakhs for the quarter ended June 30, 2018 included in the accompanying unaudited consolidated financial results, relating to one subsidiary (i.e. Chemhub Trading DMCC) whose financial informations have been reviewed by the other auditors and whose reports have been furnished to us by the Management.

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 applicable Indian Accounting standards (Ind AS) as per Section 133 of the Companies Act, 2013 read with relevant rules framed thereunder 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 and SEBI circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Pramodkumar Dad & Associates,
Chartered Accountants**



**Pramodkumar Dad
Partner
Membership No.038261**

**Place: Ahmedabad
Date: August 10, 2018**



(CIN-L24231GJ1998PLC034094)

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(Rs. in Lakhs)

Statement of Unaudited Consolidated Financial Results for the Quarter ended June 30, 2018

Sr. No.	Particulars	Quarter Ended			Year Ended
		30/06/2018	31/03/2018	30/06/2017	31/03/2018
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Revenue from Operations	33,306.81	32,853.28	28,978.17	113,516.83
2	Other Income	72.19	53.34	48.15	159.08
3	Total Revenue (1 + 2)	33,379.00	32,906.62	29,026.32	113,675.91
4	Expenses:				
	Cost of Materials Consumed	19,004.79	22,001.34	16,182.70	68,171.62
	Purchases of Stock-in-Trade	1,500.21	377.94	2,188.78	4,794.40
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	204.70	(1,408.37)	(491.81)	(2,283.09)
	Employee benefits expense	942.94	1,268.29	820.63	3,821.60
	Finance costs	120.65	101.63	99.54	348.41
	Depreciation and amortisation expense	826.32	1,079.95	767.55	3,406.81
	Other expenses	4,920.11	6,126.25	3,968.49	19,095.52
	Excise Duty on Sales	-	-	1,714.20	1,823.67
	Total expenses	27,519.72	29,547.03	25,250.08	99,178.94
5	Profit before exceptional and extraordinary items and tax (3 - 4)	5,859.28	3,359.59	3,776.24	14,496.97
6	Exceptional items	-	-	-	-
7	Profit before extraordinary items and tax (5 - 6)	5,859.28	3,359.59	3,776.24	14,496.97
8	Extraordinary items	-	-	-	-
9	Profit before tax (7 - 8)	5,859.28	3,359.59	3,776.24	14,496.97
10	Tax expense : (a+b)	796.42	398.82	332.23	1,829.55
	(a) Current tax	1,529.90	2,827.63	822.73	3,761.66
	(b) Deferred tax	(733.48)	(2,428.81)	(490.50)	(1,932.11)
11	Profit for the period from continuing operations (9-10)	5,062.86	2,960.77	3,444.01	12,667.42
12	Profit from discontinuing operations	-	-	-	-
13	Tax expense of discontinuing operations	-	-	-	-
14	Profit from Discontinuing operations (after tax) (12-13)	-	-	-	-
15	Profit for the period (11 + 14)	5,062.86	2,960.77	3,444.01	12,667.42
16	Share of Profit of Associates	3,560.55	9,040.93	6,923.51	23,134.70
	Minority Interest	-	-	-	-
17	Profit for the period (15 + 16)	8,623.41	12,001.70	10,367.52	35,802.12
18	Other Comprehensive Income (Net of Tax)	-	2.69	3.96	7.22
19	Total Comprehensive Income (After Tax) (17 + 18)	8,623.41	12,004.39	10,371.48	35,809.34
20	Paid up Equity Share Capital	3,134.40	3,024.40	2,784.40	3,024.40
	Reserves excluding Revaluation Reserve	-	-	-	-
21	Earnings per equity share:				
	(1) Basic	27.51	41.89	37.25	124.95
	(2) Diluted	16.64	26.12	22.90	77.93



Notes:

1. The Company operates in a single segment i. e. Dyes, Dyes Intermediates and basic chemicals. As per Ind As 108 - Operating Segments, the Operation of the Company fall under Chemical Business which is considered to constitute as single primary segment.

2. The above results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

3. The Statutory Auditors of the company have carried out a "Limited Review" of the above results as per Regulation 33 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015. The above financial results were reviewed by the Audit Committee and thereafter approved by the Board of Directors at their meeting held on Aug 10, 2018.

4. Earning per share for the quarter and year ended has been calculated as per weighted average formula and diluted earning per share has been calculated considering proposed issue of equity shares on account of conversion of convertible securities.

5. Previous period figures have been regrouped and rearranged, wherever considered necessary.

6. The Revenue from operation for the quarter ended June 30, 2017 are inclusive of excise duty. Goods and Service Tax ("GST") has been implemented with effect from July 1, 2017 which replaces excise duty and other taxes. As per Ind AS 18, the revenue for the quarter ended June 30, 2018 are reported net of GST and hence it is not comparable to that extent with other published periods.

7. Dystar results for the quarter have several disputed, extraordinary and one time items, which the company contested as part of its overall minority oppression suit

8. Relevant material information of a major investment in DyStar Group (Company holds 37.57% share holding) for the quarter ended June 30, 2018.

Sr. No	Particulars	US\$ in Mn.	INR in Mn. *
1	Revenue	288.743	19,800.64
2	Gross Margin	80.29	5,505.77
3	EBIT	24.07	1,650.33
4	Profit after tax	13.82	947.64

(* 1 US\$ = 68.5753 INR)

Date: August 10, 2018
Place: Ahmedabad



For Kiri Industries Limited


Manish Kiri
Managing Director

Conscientious Approach for KIL's steadfast growth

Kiri Industries Limited (“KIL”), one of the largest manufacturers and exporters of wide range of Dyes, Intermediates and Chemicals from India has followed a conscientious approach to stabilize its business operations in recent past through sustained innovations, improving product mix and enhancing margins of its well diversified product portfolio for steadfast growth. The fully integrated business operations have given impetus to its margins and ensured its India Operations provide substantial growth during the quarter in dynamic international business environment where environmental norms are becoming stricter every day. The Specialty Chemical Industry as a whole is experiencing tough strictures from Governmental Authorities world-wide and KIL is taking all precautionary and otherwise actions to ensure that it complies high standards of environmental norms and ensures smooth business operations for its manufacturing facilities in India.

Update on Kiri's Minority Oppression Suit in the matter of “DyStar”

In the current quarter, The Singapore International Commercial Court (“SICC”) has released its judgment on July 3, 2018 in the legal suit filed by KIL against DyStar Global Holdings (Singapore) Pte. Ltd (“DyStar”) and Senda International Capital Limited (“Senda”), for minority oppression in relation to KIL's investment in DyStar and also for the legal suit filed by DyStar for payment of certain outstanding amounts and breaches of agreed non-compete provisions against KIL.

The Singapore Court has found Senda committed numerous acts of minority oppression against KIL and has ordered a buy-out of KIL's 37.57% stake in DyStar. The Court has further ordered that the losses caused to DyStar by Senda's oppressive acts be written back into DyStar's value determining fair value of KIL's share.

A significant proportion of DyStar's claims in its legal suit for amounts outstanding and non-compete provisions and Senda's counterclaims in legal suit filed by KIL, were dismissed. The Court only awarded judgment for DyStar against KIL in respect of the sums of EUR 1.7 million and S\$443,813 (comprising monies due and owing in respect of Process Technology

Development fees and audit costs, respectively), and damages to be assessed for a breach of non-complete clause in the Share Subscription and Shareholders Agreement (“SSSA”) executed by the Parties. The court was pleased to dismiss all the claims and counterclaims against Mr. Pravin Kiri, Mr. Manish Kiri, Mr. Amitava Mukherjee (KIL’s nominated director on DyStar Board) and Kiri International Mauritius Pvt. Ltd. (“KIPL”)

Moving forward, the Court has ordered parties to attend a case management conference for the fixing of timelines for further submissions on matters relating to the valuation of KIL’s shareholding in DyStar. The case management conference fixed on August 16, 2018 for the following matters:

- (i) Whether the valuation of Kiri’s shareholding should be undertaken by (A) the court, (B) a valuer appointed by the court or the parties, or (C) some other method and (if so) what method;
- (ii) Whether a discount should be factored into the valuation of Kiri’s shareholding given that Kiri is a minority shareholder;
- (iii) How (if at all) the court’s rulings allowing part of DyStar’s claims in Suit 3 and Senda’s counterclaims in Suit 4 may affect the valuation of Kiri’s shareholding;
- (iv) Any other questions relevant to the valuation of Kiri’s shareholding; and
- (v) The appropriate order for costs.

However, very recently, on August 1, 2018, Senda and DyStar have preferred an appeal before the Court of Appeals, Singapore.

Consolidated Operational Performance- Q1 2018-19

The Comparative Consolidated Operational Performance for Q1 2018-19 vis-à-vis Q4 2017-18 is as under:

Particulars	Quarter Ended (INR in Crore)	
	June, 30 2018	March, 31 2018
Sales	333.07	328.53
Other Income	0.72	0.53
Less: Operational Expenses	265.73	283.65
EBIDTA	68.06	45.41
EBIDTA %	20.43%	13.82%

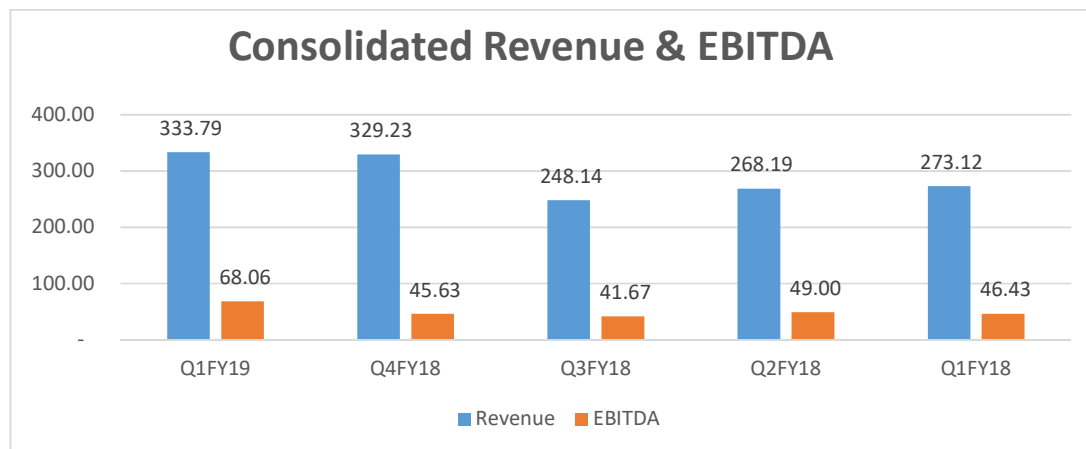
The Consolidated **EBIDTA has increased by around 7% on account of KIL's improvising of its product mix and also on account of increase in LKCIL's sales and order book of specialty dyes.** Sales at LKCIL has increased by 27% as compared to previous quarter ending on March 31, 2018 and around 68 % as compared to Q1 of preceding year. Similarly EBIDTA margins of LKCIL have strengthened by 11% in current quarter as compared to previous quarter ending on March 31, 2018.

Comparative Analysis of Consolidated Gross Margins Q1 2018-19 vis-à-vis Q4 2017-18 is as under:

Particulars	Consolidated	
	Q1FY19	Q4FY18
Revenue (INR in Crore)	333.79	329.07
Material Cost (INR in Crore)	207.10	209.71
GP	126.69	119.36
GP (%)	38.0%	36.3%

The Gross Margins have increased by 170 basis points, mainly on account of improvised product mix, impacting margins.

Consolidated Revenue and EBDITA include, revenues and earnings of KIL, LKCIL and Chemhub Trading DMCC (Dubai). The Comparative Chart of Consolidated Revenue and EBIDTA here-in-under indicates that the revenues have almost remained stationary for Q1 of 2018-19 as compared to Q4 of 2017-18 but EBIDTA margins have strengthened primarily because of relatively good margins of LKCIL and KIL.



The increasing trend of EBIDTA indicates that Consolidated EBIDTA have strengthened by around 49% in Q1 of 2018-19 as compared to Q4 of 2017-18 and 47% as compared to Q1 of 2017-18. Major reasons for better earnings have been constantly monitoring and strengthening of product mix as well as improvement in industry margins for dyes intermediates in the current quarter as compares to previous quarters.

Inspite of increased EBIDTA and margins, several disputed, extra-ordinary and onetime charges in Dystar's results for Q1of 2018-19 have contributed to lower net profits in the consolidated accounts for Q1 of 2018-19. Kiri has contested such charges and will ensure that such charges do not impact the valuation of Dystar during Kiri's exist

Standalone Operational Performance of Q1 2018-19

The Comparative Standalone Operational Performance for Q1 of 2018-19 vis-à-vis Q4 of 2017-18 is as under:

Particulars	Quarter Ended (INR in Crore)	
	June, 30 2018	March, 31 2018
Sales	240.33	255.58
Other Income	0.44	0.61
Less: Operational Expenses	198.29	224.34
EBIDTA	42.47	31.85
EBIDTA %	17.67%	12.46%

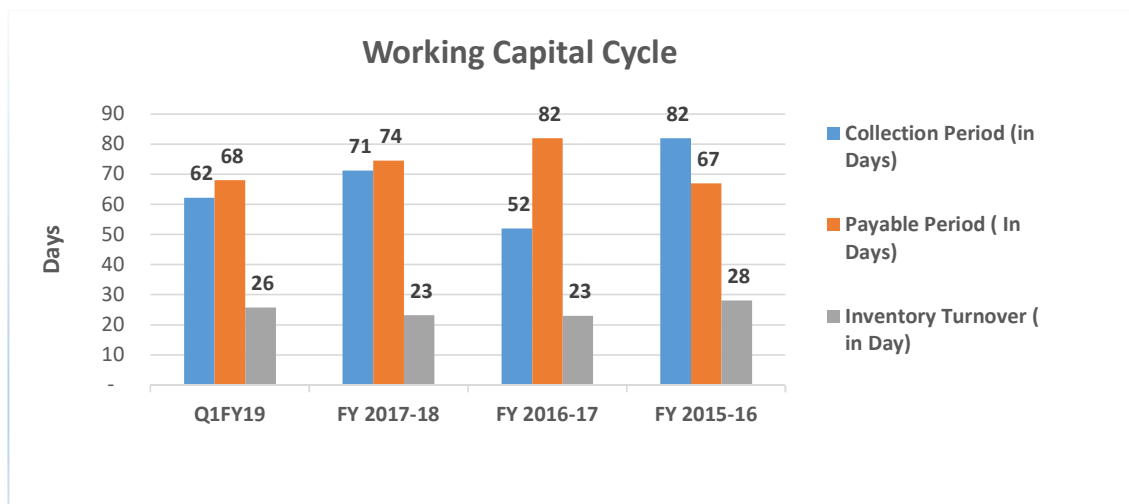
EBIDTA margins have strengthened by around 5.21% in the current quarter as compared to the previous quarter. Implementing changes in the product mix have supported KIL in controlling manufacturing and operational cost, giving improved sales realization. The overall operational costs are lower in the current quarter as compared to its previous one by around 13%.

Comparative Analysis of Standalone Gross Margins Q1 2018-19 vis-à-vis Q4 2017-18 is as under:

Particulars	Standalone	
	Q1FY19	Q4FY18
Revenue (INR in Crore)	240.77	256.19
Material Cost (INR in Crore)	150.16	159.24
GP (INR in Crore)	90.61	96.95
GP (%)	37.63%	37.8%

Gross Margins have remained range bound between 35%-38% in the last four to five quarter, which would further strengthen, in the coming future since the impact of higher price realization of dyes intermediates would be realized in the coming quarters. The reduction in revenues in the first quarter is cyclical, which would get compensated in the coming quarters.

The Standalone Working Capital Cycle Management has further improved in the current quarter which is depicted as under:



The Working Capital Cycle has been under tight vigil and the average cycle has been strictly controlled.

Future Outlook

KIL's innovation drive has strengthened its product portfolio of Dyes and Dyes Intermediates. During FY 2018-19, KIL anticipates to obtain various approvals for manufacture range of dyes and dyes intermediates enabling it to improve its revenues and earnings in future years. During the resent past, KIL has completed capital investment for setting up the following facilities:

Sr. No.	Description	Date of Commencement
1.	Zero Liquide Discharge Plant	16th August, 2018
2.	Disperse Dyes- Phase I	Already Commenced
3.	Thionyl Chloride	Already Commenced
4.	Multi Products Intermediates Plant	Already Commenced

The company has been continuing to setup manufacturing of certain types of naphthalene and aniline based intermediates for which it has obtained approvals. The product portfolio of these intermediates shall support KIL in incremental revenues and improve bottom line of the company. It shall also strengthen the dyes product portfolio since these intermediates shall allow the company are used in production of various types of dyes that are not currently produced, which will further help in increasing margins of dyes and give an edge against its competitors.

The positive outcome of the suit filed against Longsheng Group and DyStar needs to be further presented before the Court of Appeals, Singapore and the outcome of the Appeal filed by Longsheng and DyStar is expected to take another six to eight months for the final outcome. KIL management is positive and shall ensure that all necessary pleadings before the Court of Appeals are put forth in the right earnest.

Forward Looking Statements

This document contains forward-looking statements which may be identified by their use of words like "plans," "expects," "will," "anticipates," "believes," "intends," "projects," "estimates" or other words of similar meaning. All statements that address expectations or projections about the future, including, but not limited to, statements about the strategy for growth, product development, market position, expenditures, and financial results, are forward looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The companies referred to in this presentation cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results, performance or achievements, could thus differ materially from those projected in any such forward-looking statements. These companies assume no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events, or otherwise.