

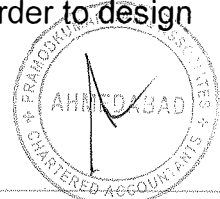
Auditor's Report on Standalone Financial Results of Kiri Industries Limited for the year ended March 31, 2019, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

Dear Sirs,

1. We have audited the accompanying Statement of Standalone Financial Results of “**Kiri Industries Limited**” (the Company) for the year ended on March 31, 2019 (“the Statement”), being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”), and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such standalone financial statements.
3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design



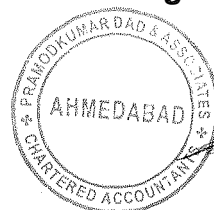
audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the Company's internal financial control with reference to the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - a) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
 - b) gives a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the total comprehensive income (comprising of net [profit/loss] and other comprehensive income/ loss) and other financial information of the Company for the year ended on March 31, 2019.
5. The Statement includes the results for the quarter ended on March 31, 2019 being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

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



**Pramodkumar Dad
Partner
Membership No.038261**

**Place: Ahmedabad
Date: May 29, 2019**



Kiri Industries Limited

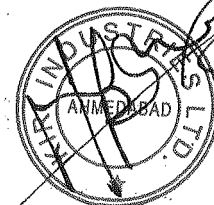
Future Full of Colours
(CIN-L24231GJ1998PLC034094)

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 Audited Standalone Financial Results for the Quarter and Year ended March 31, 2019

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31/03/2019	31/12/2018	31/03/2018	31/03/2019	31/03/2018
		Audited	Unaudited	Audited	Audited	Audited
1	Revenue from Operations	30,485.58	23,385.67	25,558.13	106,186.33	90,134.08
2	Other Income	163.60	24.16	61.32	282.54	325.02
3	Total Revenue (1 + 2)	30,649.18	23,409.83	25,619.45	106,468.87	90,459.10
4	Expenses:					
	Cost of Materials Consumed	21,050.06	16,216.29	16,557.88	70,103.48	56,477.71
	Purchases of Stock-in-Trade	-	-	-	-	1,526.37
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade	(224.75)	(745.54)	(633.68)	(902.38)	(2,284.20)
	Employee benefits expense	875.24	902.92	1,115.66	3,427.96	3,249.08
	Finance costs	116.45	110.91	101.18	439.57	165.42
	Depreciation and amortisation expense	825.06	766.09	735.32	2,849.93	2,504.86
	Other expenses	5,354.12	3,868.99	5,394.10	17,916.17	16,434.98
	Excise Duty/GST on Sales	-	-	-	-	1,714.20
	Total expenses	27,996.18	21,119.66	23,270.46	93,834.73	79,788.42
5	Profit before exceptional and extraordinary items and tax (3 - 4)	2,653.00	2,290.17	2,348.98	12,634.15	10,670.68
6	Exceptional items	-	-	-	-	-
7	Profit before extraordinary items and tax (5 - 6)	2,653.00	2,290.17	2,348.98	12,634.15	10,670.68
8	Extraordinary items	-	-	-	-	-
9	Profit before tax (7 - 8)	2,653.00	2,290.17	2,348.98	12,634.15	10,670.68
10	Tax expense : (a+b)	456.87	80.04	(112.26)	629.97	417.10
	(a) Current tax	649.40	495.27	501.30	2,800.22	2,277.29
	(b) Deferred tax	(192.52)	(415.23)	(613.56)	(2,170.25)	(1,860.19)
11	Profit for the period from continuing operations (9-10)	2,196.12	2,210.14	2,461.24	12,004.17	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)	2,196.12	2,210.14	2,461.24	12,004.17	10,253.58
16	Share of Profit of Associates	-	-	-	-	-
17	Minority Interest	-	-	-	-	-
18	Profit for the period (15 + 16)	2,196.12	2,210.14	2,461.24	12,004.17	10,253.58
19	Other Comprehensive Income/Expense (Net of Tax)	(20.73)	-	2.37	(20.73)	6.90
20	Total Comprehensive Income (After Tax) (18 + 19)	2,175.39	2,210.14	2,463.61	11,983.44	10,260.48
21	Paid up Equity Share Capital	3,134.40	3,134.40	3,024.40	3,134.40	3,024.40
22	Reserves excluding Revaluation Reserve	-	-	-	59,940.04	48,066.59
23	Earnings per equity share:					
24	(1) Basic	6.94	7.05	8.60	38.23	35.80
25	(2) Diluted	4.20	4.26	5.36	23.12	22.33



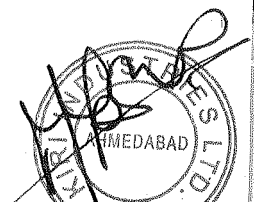

Kiri Industries Limited
Future Full of Colours
 (CIN-L24231GJ1998PLC034094)

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

STATEMENT OF AUDITED ASSETS AND LIABILITIES - STANDALONE

(Rs. In Lakhs)

Particulars	Year ended	Year ended
	31/03/2019	31/03/2018
	(Audited)	
A Assets		
1 Non - Current Assets		
(a) Property, Plant and Equipment	42,899.03	34,847.18
(b) Goodwill	-	-
(c) Other Intangible assets	10.57	13.06
(d) Other intangible assets under development	-	-
(e) Capital work-in-progress	3,772.85	3,212.85
(f) Investment in Subsidiary / Associate	14,022.79	14,602.79
(g) Financial Assets	-	-
(i) Investments	6.00	6.00
(ii) Trade Receivables	356.47	-
(iii) Other Financial Assets	897.12	639.65
(h) Other Assets	7,254.34	2,222.64
Total Non Current Assets	69,219.17	55,544.17
2 Current Assets		
(a) Inventories	10,826.36	5,677.32
(b) Financial Assets		
(i) Investments	-	2,220.00
(ii) Trade Receivables	20,849.90	18,103.48
(iii) Cash and Cash Equivalents	941.65	558.45
(iv) Bank Balance other than (iii) above	115.66	98.21
(v) Loans	1,812.26	1,167.27
(vi) Others Financial Assets	513.31	502.12
(c) Current Tax Assets (Net)	111.47	413.32
(d) Other Current Assets	2,036.57	1,747.55
Total Current Assets	37,207.18	30,487.72
3 Non-Current assets classified as held for sale	-	-
4 Regulatory deferral account debit balances and related deferred tax assets	-	-
Total Assets	106,426.35	86,031.89
B Equity and Liabilities		
1 Equity		
(a) Equity Share Capital	3,134.40	3,024.40
(b) Other Equity	59,940.04	48,066.59
Total Equity	63,074.44	51,090.99
2 Liability		
Non Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	14,875.57	15,635.03
(ii) Trade Payable	359.38	-
(ii) Other Financial Liabilities	76.50	59.00
(b) Provisions	1,274.66	1,221.06
(c) Deferred Tax Liabilities (Net)	32.35	2,951.06
(d) Other Non Current Liabilities	-	-
Total Non Current Liabilities	16,618.46	19,866.15
3 Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	57.20	57.22
(ii) Trade Payables	16,015.97	11,520.67
(iii) Other Financial Liabilities	3,489.04	2,264.46
(b) Other Current Liabilities	5,169.40	1,091.75
(c) Provisions	162.30	140.65
(d) Current Tax Liabilities (Net)	1,839.54	-
Total Current Liabilities	26,733.45	15,074.75
Total Equity and Liability	106,426.35	86,031.89


 KIRI INDUSTRIES LTD.
 AHMEDABAD



Auditor's Report on Consolidated Financial Results of Kiri Industries Limited for the year ended March 31, 2019, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

Dear Sirs,

1. We have audited the accompanying Statement of Consolidated Financial Results of "**Kiri Industries Limited**" ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net profit/(loss) after tax and total comprehensive income / loss of its associates and joint ventures for the year ended on March 31, 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been compiled from the related consolidated financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statements.
3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material



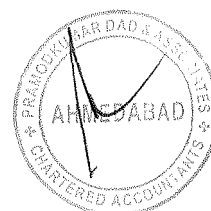
misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Parent's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the Parent's internal financial control with reference to the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in paragraph 5 below, is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements and joint operations of the Group, subsidiaries, associates and joint ventures referred to in paragraph 5 below, the Statement:
 - a) Includes the results of the following entities:
 - i. Chemhub Trading DMCC (a Wholly Owned Subsidiary)
 - ii. Lonsen Kiri Chemical Industries Limited (a Joint Venture Company)
 - iii. Dystar Global Holdings (Singapore) Pte Ltd. (an Associated Company)
 - iv. Kiri Infrastructure Private Limited (an Associate Company)
 - b) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
 - c) gives a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated total comprehensive income (comprising of net [profit/loss] and other comprehensive income/ loss) and other financial information of the Group for the year ended on March 31, 2019.

5. We did not audit the financial statements of One subsidiary included in the consolidated financial results, whose financial statements reflect total assets of Rs. 4646.79 Lakhs as at 31st March, 2019, total revenues of Rs. 13997.10 Lakhs, total net loss after tax of Rs. 292.40 Lakhs, total comprehensive loss of Rs. 292.40 Lakhs and cash flows (net) of Rs. 237.63 Lakhs for the year ended on that date, as considered in the consolidated financial results. The consolidated financial results also include the Group's share of net profit of Rs. 649.13 Lakhs and total

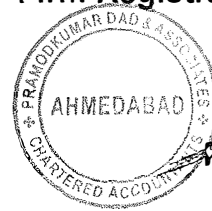


comprehensive income of Rs. 649.13 Lakhs for the year ended 31st March , 2019, as considered in the consolidated financial results, in respect of two associates whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and associates is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our opinion on the Statement is not modified in respect of the above matters.

6. The Statement includes the results for the quarter ended on March 31, 2019 being the balancing figure between audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

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



**Pramodkumar Dad
Partner
Membership No.038261**

**Place: Ahmedabad
Date: May 29, 2019**

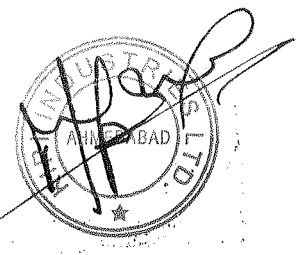

Kiri Industries Limited
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 website: www.kiriindustries.com

(Rs. in Lakhs)

Statement of Audited Consolidated Financial Results for the Quarter and Year ended March 31, 2019

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31/03/2019	31/12/2018	31/03/2018	31/03/2019	31/03/2018
		Audited	Unaudited	Audited	Audited	Audited
1	Revenue from Operations	38,596.42	30,177.36	32,853.28	139,382.88	113,516.83
2	Other Income	135.49	19.19	53.34	267.53	159.08
3	Total Revenue (1 + 2)	38,731.91	30,196.55	32,906.62	139,650.41	113,675.91
4	Expenses:					
	Cost of Materials Consumed	25,277.22	20,580.57	22,001.34	86,352.04	68,094.11
	Purchases of Stock-in-Trade	1,155.94	1,866.45	377.94	6,079.15	4,794.40
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	711.16	(2,717.08)	(1,408.37)	(1,548.64)	(2,205.58)
	Employee benefits expense	1,017.03	1,204.85	1,268.29	4,171.09	3,821.60
	Finance costs	109.57	139.06	101.63	508.48	348.41
	Depreciation and amortisation expense	1,066.44	987.60	1,079.95	3,755.84	3,406.81
	Other expenses	5,729.20	4,865.21	6,126.25	21,226.63	19,095.52
	Excise Duty on Sales	-	-	-	-	1,823.67
	Total expenses	35,066.56	26,926.66	29,547.03	120,544.59	99,178.93
5	Profit before exceptional and extraordinary items and tax (3 - 4)	3,665.35	3,269.89	3,359.59	19,105.82	14,496.98
6	Exceptional items	-	-	-	-	-
7	Profit before extraordinary items and tax (5 - 6)	3,665.35	3,269.89	3,359.59	19,105.82	14,496.98
8	Extraordinary items	-	-	-	-	-
9	Profit before tax (7 - 8)	3,665.35	3,269.89	3,359.59	19,105.82	14,496.98
10	Tax expense : (a+b)	1,032.08	595.19	398.82	3,343.41	1,829.55
	(a) Current tax	1,147.27	991.71	2,827.63	5,440.00	3,761.66
	(b) Deferred tax	(115.19)	(396.52)	(2,428.81)	(2,096.59)	(1,932.11)
11	Profit for the period from continuing operations (9-10)	2,633.27	2,674.70	2,960.77	15,762.41	12,667.43
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)	2,633.27	2,674.70	2,960.77	15,762.41	12,667.43
16	Share of Profit of Associates (** Please see note no.13)	(5,203.39)	(3,539.96)	9,040.93	649.13	23,134.70
17	Minority Interest	-	-	-	-	-
18	Profit for the period (15 + 16)	(2,570.12)	(865.26)	12,001.70	16,411.54	35,802.13
19	Other Comprehensive Income/Expense (Net of Tax)	(20.73)	-	2.69	(20.73)	7.22
20	Total Comprehensive Income (After Tax) (18 + 19)	(2,590.85)	(865.26)	12,004.39	16,390.81	35,809.35
21	Comprehensive income for the period attributable to owners of parent	(2,590.85)	(865.26)	12,004.39	16,390.81	35,809.35
22	Total Comprehensive income for the period attributable to owners of parent non-controlling interest	-	-	-	-	-
23	Paid up Equity Share Capital	3,134.40	3,134.40	3,024.40	3,134.40	3,024.40
24	Reserves excluding Revaluation Reserve	-	-	-	153,598.54	137,445.90
25	Earnings per equity share:					
26	(1) Basic	(8.27)	(2.76)	41.89	52.29	124.95
27	(2) Diluted	(5.00)	(1.67)	26.12	31.62	77.93





Kiri Industries Limited

Finances Full of Colours...

(CIN-L24231GJ1998PLC034094)

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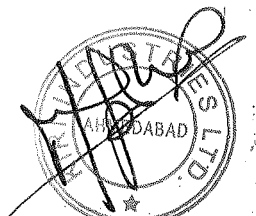
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STATEMENT OF AUDITED ASSETS AND LIABILITIES - CONSOLIDATED

(Rs. In Lakhs)

Particulars	Year ended	Year ended
	31/03/2019	31/03/2018
	(Audited)	
A Assets		
1 Non - Current Assets		
(a) Property, Plant and Equipment	47,688.75	40,328.43
(b) Goodwill	-	-
(c) Other Intangible assets	704.96	846.10
(d) other intangible assets under development	-	-
(d) Capital work-in-progress	3,772.85	3,212.85
(e) Investment in Subsidiary / Associate	95,416.84	94,767.71
(f) Financial Assets		
(i) Investments	6.20	6.20
(ii) Trade Receivables	356.47	-
(iii) Other Financial Assets	996.73	737.45
(g) Other Assets	7,788.94	2,957.73
Total Non Current Assets	156,731.74	142,856.47
2 Current Assets		
(a) Inventories	16,855.12	11,907.49
(b) Financial Assets		
(i) Investments	-	-
(ii) Trade Receivables	25,358.03	21,538.62
(iii) Cash and Cash Equivalents	1,900.21	1,249.83
(iv) Bank Balance other than (iii) above	357.18	323.70
(v) Loans	1,796.05	1,151.64
(vi) Others Financial Assets	498.73	387.63
(c) Current Tax Assets (Net)	111.47	413.32
(d) Other Current Assets	2,226.21	2,612.68
Total Current Assets	49,103.00	39,584.91
3 Non-Current assets classified as held for sale	-	-
4 Regulatory deferral account debit balances and related deferred tax assets	-	-
Total Assets	205,834.74	182,441.38
B Equity and Liabilities		
1 Equity		
(a) Equity Share Capital	3,134.40	3,024.40
(b) Other Equity	153,598.54	137,445.90
Total Equity	156,732.94	140,470.30
2 Liability		
Non Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	14,875.57	15,635.03
(ii) Trade Payable	362.93	-
(ii) Other Financial Liabilities	76.50	59.00
(b) Provisions	1,336.82	1,276.31
(c) Deffered Tax Liabilities (Net)	599.04	3,444.09
(d) Other Non Current Liabilities	-	-
Total Non Current Liabilities	17,250.86	20,414.43
3 Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	57.20	317.42
(ii) Trade Payables	19,755.00	16,807.32
(iii) Other Financial Liabilities	3,580.51	2,430.75
(b) Other Current Liabilities	5,282.24	1,138.96
(c) Provisions	170.87	143.16
(d) Current Tax Liabilities (Net)	3,005.12	719.04
Total Current Liabilities	31,850.94	21,556.65
Total Equity and Liability	205,834.74	182,441.38



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 financial results for the year ended March 31, 2019 were audited by the Statutory Auditors of the Company and un-qualified report has been issued by them. The above financial results were reviewed by the Audit Committee and thereafter approved by the Board of Directors at their meeting held on May 29, 2019.
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 operations for the year ended March 31,2018 is 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 year ended March 31,2019 is reported net of GST and hence it is not comparable to that extent with other published periods.
7. The figures for the quarter ended on March 31, 2019, are the balancing figures between audited figures for the full financial year and published year-to-date figures up to the third quarter of the financial year.
8. The Board of Directors of the Company have recommended a Dividend of Rs. 2/- (20%) per Equity Share of Rs. 10/- each subject to the approval of Shareholders.
9. The quarter results and year to date results are after charging substantial legal and litigation costs arising from the company's minority oppression suit against Longsheng Group and DyStar in Singapore Courts.
10. The company's capex into broadening and diversifying its product portfolio continues satisfactorily, funded by internal accruals. The effect of this expenditure will start to show results from FY 19-20.
11. The company is focused on sustainable, non- dilutive growth with strong focus on Return on Equity and Free Cash Generation.
12. It is very important to note that the Valuation of Kiri's stake in DyStar will be frozen and crystallised as per DyStar's financials existing as on effective date of July 3, 2018, as per Order of Honourable SICC. Any changes in DyStar financials subsequent to July 3,2018, will have no bearing whatsoever on the valuation of Kiri's stake in DyStar.
13. The results of DyStar contain several disagreed, disputed and extraordinary charges (In the nature of plant impairment charges, inventory and receivable write offs etc.), which are the subject matter of the company's continuing litigation against Senda/ Longsheng Group and DyStar, in Courts of Singapore. DyStar's representative profit, excluding these disputed charges for the Quarter and Year ended March 31, 2019 is US\$ 11.78mn and US\$113.60mn respectively as given in the table below. Accordingly, Kiri's share of DyStar profit for the Quarter and Year ended March 31, 2019 comes to US\$ 4.42mn and US\$42.68mn respectively.

Particulars	Quarter Ended (in Mn US\$)				Twelve Months Ended (In Mn US\$)	
	31-03-19		31-12-18		31-03-19	
	DyStar	Kiri's Share	DyStar	Kiri's Share	DyStar	Kiri's Share
Revenue	283.23	-	269.00	-	1,127.03	-
PAT Before Considering Disputed and Extra Ordinary Items:	11.78	4.42	22.77	8.56	113.60	42.68
Less : Disagreed , Disputed and Extra ordinary Items	3.21	1.21	35.67	13.40	111.02	41.71
PAT After Considering Disputed and Extra Ordinary Items:	8.57	3.22	(12.90)	(4.85)	2.58	0.97

14. Relevant material information of a major investment in DyStar Group (Company holds 37.57% share holding) for the quarter ended March 31, 2019.

Sr. No	Particulars	US\$ in Mn.	INR in Mn. *
1	Revenue	283.23	19,591.39
2	Gross Margin	82.79	5,726.69
3	EBIT	20.03	1,385.50
4	Profit Before Extra ordinary Items**	11.78	814.49

(* 1 US\$ = 69.1713 INR)
(** Please see note no.13)

Date: May 29, 2019
Place: Ahmedabad

For Kiri Industries Limited



Manish Kiri
Managing Director



Kiri Industries Limited

Future Full of Colours.....

May 29, 2019

To, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Scrip Code: 532967	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip ID - KIRIINDUS
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Dear Sir/Madam,

Re: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the proviso to regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Manish Kiri (DIN: 00198284), Managing Director of Kiri Industries Limited, do hereby declare and confirm that the Audit Report issued by M/s. Pramodkumar Dad & Associates., Chartered Accountants, Ahmedabad (Firm Registration Number – 115869W), Statutory Auditors of the Company on Annual Audited Standalone and Consolidated Financial Results for the year ended March 31, 2019 is with Unmodified Opinion(s) and accordingly the statement on impact of audit qualification is not required to be given.

We request to take the note of the same on record.

Thanking you,

Yours faithfully,

For Kiri Industries Limited


Manish Kiri
Managing Director
(DIN: 00198284)



DYES

Plot No : 299/1A & B, Phase-II, Nr. Water Tank, GIDC, Vatva,
Ahmedabad – 382445, Gujarat, India.
Phone : +91-79-25894477
Fax : +91-79-25834960
Email : engage@kirindustries.com Web : www.kirindustries.com

INTERMEDIATES

Plot No : 396/399/403/404, EPC Canal Road, Village : Dudhwada,
Tal. : Padra, Dist. : Vadodara - 391450. Gujarat, India.
Phone : +91-2662-273444
Fax : +91-2662-273444
Email : intermediates@kirindustries.com Web : www.kirindustries.com

CHEMICALS

Plot No : 552-A, 566, 567, 569-71, Village : Dudhwada, Tal. : Padra,
Dist. : Vadodara-391450 Gujarat, India.
Phone : +91-2662-273724, 25
Fax : +91-2662-273726
Email : intermediates@kirindustries.com Web : www.kirindustries.com

Consolidating Product Portfolio to Achieve Greater Heights

In FY 2018-19, Kiri Industries Limited (Kiri), has been concentrating in consolidating its product portfolio by expanding and optimizing its manufacturing facilities to manufacture diversified range of products, which include disperse dyes, specialty dyes intermediates of naphthalene and aniline based intermediates. Kiri is focused on continuous innovations to achieve sustainable growth. The company commenced manufacturing Thionyl Chloride in its basic chemicals segment in fourth quarter of FY2018-19 which shall be instrumental in increasing product margins of vinyl sulphone. During FY2018-19 Zero liquid discharge facility was installed in August 2018 and further the manufacturing facilities of disperse dyes (phase-1) and partially specialty dyes intermediates facilities were operationalized at regular intervals. The production capacities of these plants shall be fully utilized in FY2019-20 to add intrinsic value of business to Kiri. Further Kiri's ongoing expansions of basic chemicals and multipurpose specialty intermediates, shall be implemented and would become operational in FY2019-20.

During FY 2018 (*12 months period ending on December 31, 2018*), DyStar has earned remarkable profit of USD 148.08 Mio before considering exceptional provisioning and write offs of USD 113.02 Mio. The profit of USD 148.08 Mio is the highest ever earned profits by DyStar since its inception. The Core Profitability of DyStar has strengthened over the past 9 years since its acquisition by Kiri.

It is important to note that the Valuation of stake of Kiri in DyStar shall be crystalized on the basis of financial position existing as on effective date of July 3, 2018 as per the Order of Singapore International Supreme Court (SICC).

The Consolidated Net Profit after tax of Kiri for FY 2018-19 after adding back the wrongful write-downs/exceptional provisions amounts to **Rs.444.25 Crore with a substantial increase of 24.06% growth in Consolidated Net Profit after tax Y-O-Y basis.**

Kiri Standalone contributed Rs.119.83Crore, JV Company, Lonsen Kiri Chemical Industries Limited (LKCIL) has contributed Rs.40.50Crore and Associate Company, DyStar after adding back the wrongful write-downs/exceptional provisions contributed Rs.286.65Crore during FY 2018-19.

KIL standalone Net Profit after tax of Rs.119.83Crore in FY 2018-19 has increased by 17% as compared to previous year. The Standalone Profits have increased backed with gross margins of 35% during current financial year. The volume increase during current year as compared to previous year in dyes is around 19% and better price realization in dyes and dyes intermediate during current year as compared to previous year is around 11%, which has enabled Kiri to earn incremental profits in FY2018-19.

The Consolidated Basic EPS of Kiri after adding back wrongful write downs/exceptional provisions in DyStar is Rs.142 and Diluted EPS is Rs.86. If the wrongful write downs/exceptional provisions are not added back, the Consolidated Basic EPS of Kiri is Rs.52 and Diluted EPS is Rs.32.

Retained earnings of Kiri amount to Rs.119.83Crore. After reducing carried forward and accumulated losses amounting to Rs.44.25Crore and transferring a sum of Rs.62Lakh towards Preference Share Redemption Reserve, a surplus of Rs.74.96Crore is available to the company for declaring dividend. The Board of Directors of the company have recommended dividend of Rs.2 per equity share of Rs.10 each.

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Consolidated Operational Performance FY2018-19

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

Particulars	INR in Crore	
	FY 2018-19	FY 2017-18
Revenue from operation	1,393.83	1,135.17
Other Income	2.68	1.59
Less: Operational Expenses	1,162.80	954.24
EBIDTA	233.70	182.52
EBIDTA %	16.77%	16.08%
Depreciation	37.56	34.07
Finance Cost	5.08	3.48
Earnings Before Tax	189.70	144.97
Taxes	33.43	18.30
Other Comprehensive Income	(0.21)	0.07
Earnings After Tax	157.43	126.75
Share of Profit of Associates	6.49	231.35
Earnings After Tax	162.92	358.09

The combination of volume growth and better price realization supported KIL's **consolidated topline to increase by 23%** and also increase consolidated EBIDTA by 28% in FY2018-19 as compared to previous year. Topline for FY2018-19 amounted to Rs.1393.83Crore vis-à-vis Rs.1135.17Crore for FY2017-18. The fixed overheads have reduced in proportion to sales by 0.5%, which indicates that fixed overheads have remained range bound.

The **earnings after tax before share of profit of associates have surged by 25%** from Rs.144.97Crore in FY2017-18 to Rs.189.70Crore in FY 2018-19.

The disputed exceptional write-downs/exceptional provisions if added back to the Share of Profit of associate, Consolidated Net Earnings for FY 2018-19 would amount to Rs.444.25Crore.

Disputed Expenses at DyStar with Longsheng Group

There is a disagreement and dispute for a substantial amount of US\$113.02Million in CY2018 in DyStar financial results. Kiri has taken the position that the above stated expenses and claims are wrongly expensed to the Consolidated financial statements of DyStar. Additionally, Bonus & Special Incentive has been charged to DyStar's Financial Performance which are not included in the above mentioned amount(s) in both years, which are also disputed. These expenses and impairment(s) are not substantiated and therefore should not be approved and/or paid.

The Snapshot of Consolidated Assets-Liabilities Statement is as under:

		FY2018-19	FY2017-18
A	Assets		(INR in Crore)
1	Non - Current Assets		
	(a) Property, Plant and Equipment	476.89	403.28
	(b) Other Intangible assets	7.04	8.46
	(c) Capital work-in-progress	37.73	32.13
	(d) Investment in Subsidiary / Associate	954.17	947.68
	(e) Financial Assets	13.59	7.44
	(f) Other Assets	77.89	18.38
	Total Non- Current Assets	1567.27	1417.37
2	Current Assets	491.03	407.04
	Total Assets	2058.34	1824.41
B	Equity and Liabilities		
1	Equity & Reserves	1567.33	1,404.70
2	Non-Current Liabilities		
	(a) Borrowings	148.76	159.52
	(b) Other Non-Current Liabilities	23.75	47.79
3	Current Liabilities	318.50	212.39
	Total Equity and Liability	2058.35	1824.41

- During FY2018-19, Kiri's standalone property, plant and equipment have increased by Rs.109.00Crore, wherein major capital expenditure has been incurred on plant(s) of disperse dyes, zero discharge facilities, multipurpose specialty intermediates, Thionyl chloride and debottlenecking of existing facilities.

- 11Lakh Share Warrants were converted into equity during FY2018-19 which increased the Equity Share Capital by Rs.1.10Crore and Share Premium by Rs.38.83Crore.
- Installments totaling to Rs.15.22Crore were repaid regularly as per pre-agreed time schedules.
- Disputed amount of Rs.280.35Crore, which has to be added back to Profits of DyStar has not been included in investment in Subsidiary/Associate.

Standalone-Operational Performance For FY 2018-19

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

Particulars	INR in Crore	
	FY 2018-19	FY 2017-6118
Revenue from operation	1,061.86	901.34
Other Income	2.82	3.25
Less: Operational Expenses	905.45	771.18
EBIDTA	159.23	133.41
EBIDTA %	15.00%	14.80%
Depreciation	28.50	25.05
Finance Cost	4.40	1.65
Earnings Before Tax	126.34	106.71
Taxes	6.30	4.17
Other Comprehensive Income	(0.21)	0.07
Earnings After Tax	119.83	102.60
Earnings to Sales %	11.37%	11.38%

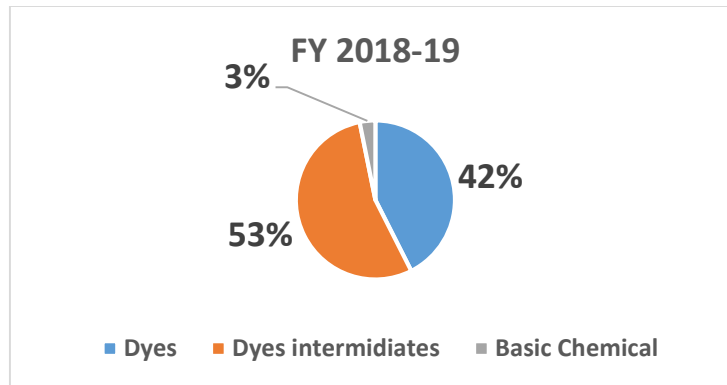
Topline of standalone business has increased by 18% in FY 2018-19 as compared to previous year and Kiri has earned EBIDTA of Rs.159.23Crore in the current fiscal which is 15% of total revenues of the company.

Volume growth of dyes by 19%, dyes intermediates by 10% and basic chemicals by 10% coupled with better average realization by around 12% supported an 18% increase in revenues during current financial year as compared to previous year.

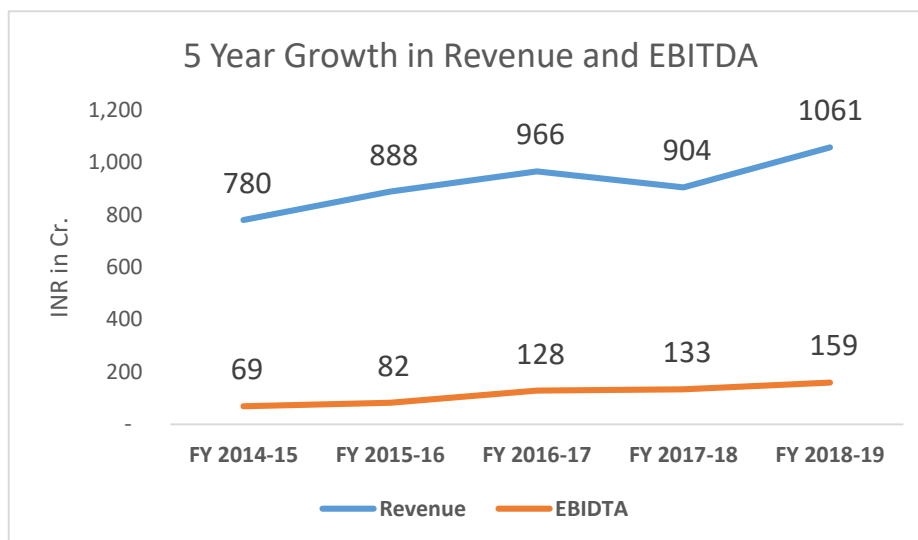
In FY2018-19, company has recorded an upsurge of 28% in exports as compared to previous year. During the current year Finance Cost has increased on account of increase in finance charges pertaining to discounting of LCs and other bank charges.

Fixed overheads remained stable and were around 5.84% to sales in FY2018-19 vis-à-vis 6.59% to sales in FY2017-18.

The revenues break-up in percentage terms amongst dyes, dyes intermediates and basic chemicals is consistent in both the years which is depicted here-in-under:



The revenues for last five years shows a CAGR of 7.89% and EBIDTA, CAGR of 23.25%. The graphical presentation of revenues and EBIDTA during last five years is as under:



The comparative gross margins of FY 2018-19 vis-à-vis FY2017-18 depicts margins to have remained range bound and the disadvantage of price volatility has not impacted negatively to the earnings of Kiri, Y-O-Y basis.

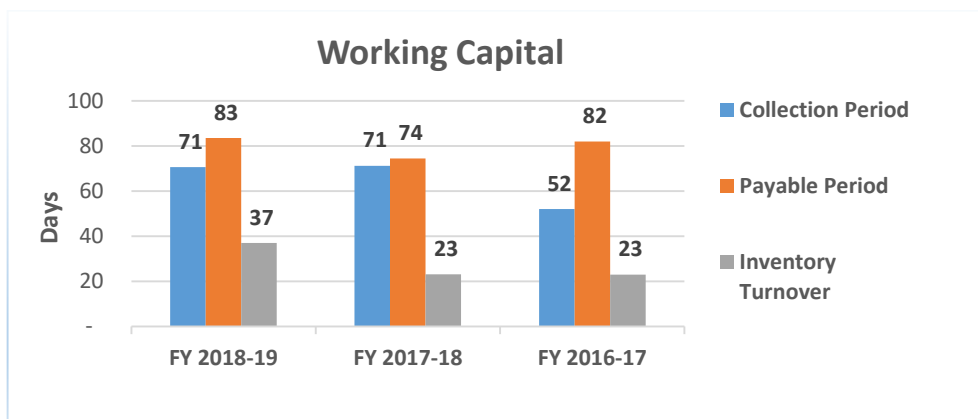
The sales strategy of strengthening product mix and consolidating product portfolio during the last two years have enabled the company to increase gross profit margins to 35-38% vis-à-vis 25-26% during prior three years.

INR in Crore

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Revenue	1061	904	966	888	780
Cost of Material	692	557	681	664	580
GP	369	347	285	224	200
GP (%)	34.8	38.4	25.9	25.2	25.6

Standalone- Working Capital Cycle:

The Working Capital Cycle has been under tight vigil and the average cycle has been controlled where the collection period of account receivable has remained consistent even after an increase in turnover of the company. The marginal increase in the payable period from 74 days to 83 days is primarily cyclical which is expected to taper down during the next two quarters of FY2019-20.



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

Senda's Appeal against Honorable SICC's Order dismissed with costs. Thereby, Kiri's minority oppression suit against Senda has been now upheld and confirmed by the Honorable Supreme Court of Singapore.

The Court of Appeal (Supreme Court), Singapore, pronounced judgment on 29th May 2019 upholding the earlier SICC decision and dismissed the appeal with cost filed by Senda. Hence, Kiri's minority oppression suit and original judgment of SICC dated 3rd July 2018 has been upheld and maintained by the court of Appeal in the Supreme Court of Singapore in their judgment of today.

Senda International Capital Limited ("**Senda**") a Longsheng Group Company, being majority shareholder of DyStar Global Holdings Singapore Pte Ltd ("**DyStar**") had filed an appeal with Court of Appeal against the Singapore International Commercial Court ("**SICC**") judgement dated 3rd July, 2018 issued in favour of Kiri Industries Limited ("**Kiri**"). The SICC had found Senda committed numerous acts of minority oppression against the Company and had ordered a buy-out of KIL's 37.57% stake in DyStar.

Senda had also appealed against the dismissal of part of the counterclaims against Kiri and alleged breaches of non-compete and non-solicitation clauses in a Share Subscription and Shareholders Agreement ("**SSSA**"). DyStar had also appealed against the dismissal of a part of the claim for breaches of non-compete and non-solicitation clauses of SSSA.

Senda and DyStar have confined their appeals in relation to counterclaim and claims on Kiri's and Manish Kiri's liability in respect of Kiri's offer and/or sale of products to DyStar customers in Sri Lanka and Japan.

The appeals against the decision dismissing the counterclaim and claims for breach of the non-compete and non-solicitation of SSSA have been allowed with cost against Kiri and Mr. Manish Kiri in respect of sale of products to DyStar customers in Sri Lanka, referred to as Hayleys and Brandix and to customers in Japan referred to as Soryu and Maeda. However, the amounts payable by Kiri would be quite insignificant considering the expected buy out amounts receivable by Kiri from Senda.

Further course of action:

As per the directions of SICC, now Kiri and Senda shall submit their respective valuations of DyStar. The parties shall thereafter file their responses on such valuations. The SICC is expected to hear the matter of valuation during the month of August, 2019.

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Industry Outlook

Global colors market is estimated to reach ~USD 38.4 Billion by the end of 2021, a growth of ~5% CAGR during 2016-21, on the back of strong growth in high-value products. From the market size of ~USD 4.1 Bn which was expected in 2016, the Indian colors' industry is expected to grow to USD 8.4 Billion by the end of 2021 (CAGR of 14.9%) on the back of strong growth in key end-user industries, tightening of environment norms and increasing operating cost in China, rising demand for finished products from India, shift from generic/ commodity to high value specialty/ eco-friendly colors and a switch from small and unorganized players to large integrated players. The global dye intermediates market is observing technological advancements. Industry players are constantly striving to develop new and better ways to manufacture dye intermediates. Development of new manufacturing processes of dye intermediates and applications is estimated to boost dye intermediates market.

However, volatility in prices of raw material is projected to inhibit the market. The beta naphthol segment of the dye intermediates market is anticipated to expand at a significant pace owing to increasing demand from emerging economies such as India and China. In recent years, China's rigorous environmental inspections and subsequent capacity closures is impacting chemical supply chains globally. Also, the volatility in prices of dyes and dyes intermediates is envisaged to continue for two to five years.

The China USA trade war is currently not having any direct impact on the dyes and dyes intermediates industry. However, if the trade war escalates, the industry can expect volatility in the prices of key products. Also the US sanctions on various countries is impacting the balance of payments position of such countries. In turn, countries with whom India's trading is negatively impacted, such as Iran, the exports to such countries would be negatively impacted.

More than 80% of colors manufacturing units are located in Gujarat and Maharashtra, due to the dominance of the textile industry, availability of raw materials in these regions and proximity to ports. Indian Dyestuff industries was around USD 1.03 Billion in year 2016 which is expected to maintain a higher double digit growth and reach USD 2.45 Billion by the end of 2021.

Future Outlook

During the past two years Kiri has concentrated on innovations to strengthen its product basket of dyes and dyes intermediates. FY 2019-20 shall be a complete 12 months business cycle for certain specialty intermediates which shall enable Kiri to enhance its core profitability. Significant investment in expansion project(s) is envisaged in FY2019-20 in dyes intermediates and basic chemicals. The proposed capital expenditure shall be funded from internal accruals of the company. The expansion project undertaken in the past two years and the proposed capital expenditure in FY2019-20 shall enable the company to achieve double digit growth in ensuing years.

Kiri is keeping a vigil on macro as well as micro economic indicators for converting adversities into opportunities in the most dynamic and volatile business environment. The focal point of Kiri is to achieve sustainable growth for increasing intrinsic value of the investment of its stake holders.

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.