

# Kaya Limited

August 3, 2018

To,  
The Secretary,  
BSE Limited,  
1st Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
**BSE Scrip Code: 539276**

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1 Block G  
Bandra Kurla Complex, Bandra(E)  
Mumbai 400051  
**NSE Symbol: KAYA**

**Subject: Outcome of Board Meeting held today, i.e. Friday, August 3, 2018**

Dear Sir/ Madam,

This is to inform you that the Board of Directors of Kaya Limited at its meeting held today i.e. Friday, August 3, 2018 from 11:00 a.m. and scheduled to conclude around 3:30 p.m. has, *interalia*, approved the Standalone and Consolidated Unaudited Financial Results for the quarter ended June 30, 2018.

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the following:

1. Standalone and Consolidated Unaudited Financial Results for the quarter ended June 30, 2018;
2. Limited Review Report by the Statutory Auditors of the Company on the Standalone and Consolidated Unaudited Financial results for the quarter ended June 30, 2018.

Thanking you.

For **Kaya Limited**,

  
**Nitika Dalmia**  
Company Secretary &  
Compliance Officer



Encl: A/a

# B S R & Co. LLP

Chartered Accountants

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Apollo Mills Compound  
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## Limited review report on Unaudited Quarterly Standalone Financial Results of Kaya Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

### To the Board of Directors of Kaya Limited

We have reviewed the accompanying statement of unaudited standalone financial results of Kaya Limited ('the Company') for the quarter ended 30 June 2018 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the 3 months ended 31 March 2018 as reported in these standalone financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

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 unaudited standalone financial results based on our review.

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 specified under section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the standalone financial results 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

The comparative standalone financial results of the Company for the quarter ended 30 June 2017 had been reviewed by the predecessor auditor who had expressed an unmodified conclusion thereon as per their report dated 2 August 2017 and which has been furnished to us by the Company's Management and has been relied upon by us for the purpose of our review of the Statement. Our conclusion is not modified in respect of this matter.

For **B S R & Co. LLP**  
Chartered Accountants

Firm's Registration No: 101248W/W-100022



**Rajesh Mehra**  
Partner

Membership No: 103145

Mumbai  
3 August 2018

Kaya Limited  
Statement of Standalone Financial Results for the quarter ended 30 June 2018

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter ended			Year ended
		30 June 2018	31 March 2018	30 June 2017	31 March 2018
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	<b>Income</b>				
	(a) Revenue from operations	5,108.04	5,065.88	4,925.69	20,119.90
	(b) Other income	96.21	431.59	225.70	958.26
	<b>Total income</b>	<b>5,204.25</b>	<b>5,497.47</b>	<b>5,151.39</b>	<b>21,078.16</b>
2	<b>Expenses</b>				
	(a) Cost of materials consumed	307.14	341.51	341.18	1,145.14
	(b) Purchase of stock-in-trade	10.35	27.87	39.32	103.87
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	44.04	(15.28)	14.45	126.85
	(d) Employee benefits expense	1,401.46	1,376.90	1,419.49	5,425.63
	(e) Finance costs	0.01	8.85	0.60	10.03
	(f) Depreciation and amortisation expense	336.60	422.45	275.53	1,314.11
	(g) Other expenses	3,295.26	3,663.30	3,452.63	14,323.91
	<b>Total expenses</b>	<b>5,394.86</b>	<b>5,825.60</b>	<b>5,543.20</b>	<b>22,449.54</b>
3	<b>(Loss) before tax (1 - 2)</b>	<b>(190.61)</b>	<b>(328.13)</b>	<b>(391.81)</b>	<b>(1,371.38)</b>
4	Tax expense:				
	(a) Current tax	-	-	-	-
	(b) Deferred tax charge / (credit)	-	85.58	(121.07)	(37.81)
	Total tax expense	-	<b>85.58</b>	<b>(121.07)</b>	<b>(37.81)</b>
5	<b>Net (loss) for the period (3 - 4)</b>	<b>(190.61)</b>	<b>(413.71)</b>	<b>(270.74)</b>	<b>(1,333.57)</b>
6	Other comprehensive income / (loss) (gross of tax)				
	(a) Items that will not be reclassified to profit or loss	(4.19)	(20.57)	(1.27)	(16.77)
	Tax on above	-	-	-	-
	(b) Items that will be reclassified to profit or loss	-	-	-	-
	Tax on above	-	-	-	-
	Total other comprehensive income / (loss) (net of income tax)	<b>(4.19)</b>	<b>(20.57)</b>	<b>(1.27)</b>	<b>(16.77)</b>
7	<b>Total comprehensive income / (loss) for the period (5 + 6)</b>	<b>(194.80)</b>	<b>(434.28)</b>	<b>(272.01)</b>	<b>(1,350.34)</b>
8	Paid-up equity share capital	1,304.35	1,303.09	1,302.80	1,303.09
	Face value per equity share	10.00	10.00	10.00	10.00
9	Earnings per equity share (of Rs. 10 each) (not annualised):				
	(a) Basic	(1.46)	(3.18)	(2.10)	(10.24)
	(b) Diluted	(1.46)	(3.18)	(2.10)	(10.24)
	See accompanying notes to the standalone financial results				





**Notes to the Kaya Limited Standalone financial results:**

1. This statement has 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.

2. The Standalone audited financial results of Kaya Limited ("the Company") for the quarter and year ended 30 June 2018 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 3 August 2018. These financial results have been subject to limited review by the statutory auditors of the company and are available on the company's website - <http://www.kaya.in>.

3. The Company has single operating segment viz. "Skin Care Business" in terms of Ind AS 108.

4. Other expenses includes rent of Rs 928.46 lakhs (30 June 2017: Rs 867.94 lakhs) and consumption of stores of Rs 606.00 lakhs (30 June 2017: Rs 683.64 lakhs) for the quarter ended 30 June 2018.

**5. Following are the particulars of Employee Stock Options pursuant to various schemes:**

Particulars	Quarter ended 30 June 2018	Quarter ended 30 June 2017
Balance at the beginning of the quarter	137,713	150,008
Granted during the quarter	25,118	42,100
Forfeited / lapsed during the quarter	6,956	-
Exercised during the quarter	12,691	5,450
Outstanding at the end of the quarter	143,184	186,658

6. The Company adopted Ind AS 115 with a modified retrospective approach, with the effect of initially applying this standard being recognised at the date of initial application (i.e. 1 April 2018) in Retained Earnings. Hence, the figures for the comparative periods and year ended 31 March 2018 have not been restated. On adoption of Ind AS 115, the Company refined its accounting of performance obligations including allocation of fair values and treatment of upfront fees. Consequently, Rs. 2,088.51 lakhs of Revenue from Operations has been reduced from Retained Earnings as at 31 March 2018. Further, as a result of this change, Revenue from Operations for the quarter ended 30 June 2018 is higher by Rs. 52.95 lakhs and loss after tax is lower by an equal amount. The Basic and Diluted EPS for the quarter ended 30 June 2018 is Rs. (1.46) per share instead of Rs. (1.98) per share.

7. Figures for the quarter ended 31 March 2018, represent the difference between the audited figures in respect of full financial year and the published figures for nine months ended 31 December 2017, which were subject to limited review.

8. Previous period/year figures have been regrouped/reclassified to make them comparable with those of current period.

Place : Mumbai

Date: 3 August 2018



Harsh Mariwala  
  
 Chairman and Managing Director



# B S R & Co. LLP

Chartered Accountants

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Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
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India

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## Limited review report on Unaudited Quarterly Consolidated Financial Results of Kaya Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

### To the Board of Directors of Kaya Limited

We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Kaya Limited ('the Company'), and its subsidiaries (collectively referred to as 'the Group') and its joint venture for the quarter ended 30 June 2018 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the 3 months ended 31 March 2018 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of the previous financial year had only been reviewed and not subjected to audit.

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 consolidated financial results based on our review.

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" specified under Section 143(10) of the Companies Act, 2013. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the consolidated financial results 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.

The Statement includes the results of the following entities:

<b>Name of the Entity</b>	<b>Relationship</b>
KME Holdings Pte. Ltd.	Subsidiary
Kaya Middle East FZC (formerly known as Kaya Middle East FZE)	Step-down subsidiary
Kaya Middle East DMCC	Subsidiary
Iris Medical Centre LLC	Step-down subsidiary
Minal Medical Centre LLC	Step-down subsidiary
Minal Specialized Clinic Dermatology LLC	Step-down subsidiary
Al Beda	Joint Venture

## Kaya Limited

### Limited review report on Unaudited Quarterly Consolidated Financial Results of Kaya Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Continued)

We did not review the financial information of five subsidiaries (including step-down subsidiaries) and a joint venture included in the statement of unaudited consolidated financial results, whose unaudited financial information reflects total revenue of Rs. 5,331 lakhs for the quarter ended 30 June 2018. The consolidated financial results also include the Group's share of net loss (and other comprehensive income) of Rs. 23 lakhs for the quarter ended 30 June 2018 in respect of joint venture. This unaudited financial information has been reviewed by other auditors whose reports have been furnished to us, and our conclusion on the unaudited consolidated financial results, to the extent they have been derived from such unaudited financial information, is based solely on the reports of such other auditors. Our conclusion is not modified in respect of this matter.

The unaudited consolidated financial results includes the financial results of one subsidiary which has not been subjected to limited review by their auditors and have been presented based on the financial information certified to us by the Company's Management whose unaudited financial information reflects total revenue of Rs. Nil for the quarter ended 30 June 2018. Our conclusion on the unaudited consolidated financial results in so far as it relates to the amounts and disclosures in respect of this subsidiary is based solely on such unaudited financial information certified by the management. In our opinion and according to the information and explanations given to us by the Company's Management, this financial information is not material to the Group. Our conclusion is not modified in respect of this matter.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

The comparative unaudited consolidated financial results of the Company for the quarter ended 30 June 2017 had been reviewed by the predecessor auditor who had expressed an unmodified conclusion thereon as per their report dated 2 August 2017 and which has been furnished to us by the Company's Management and has been relied upon by us for the purpose of our review of the Statement. Our conclusion is not modified in respect of this matter.

For B S R & Co. LLP

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022



**Rajesh Mehra**

*Partner*

Membership No: 103145

Mumbai

3 August 2018



Kaya Limited  
Statement of Consolidated Financial Results for the quarter ended 30 June 2018

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter ended			Year ended
		30 June 2018 (Unaudited)	31 March 2018 (Audited)	30 June 2017 (Unaudited)	31 March 2018 (Audited)
1	<b>Income</b>				
	(a) Revenue from operations	10,412.06	9,738.17	10,127.36	40,038.30
	(b) Other income	93.36	407.30	238.90	955.15
	<b>Total income</b>	<b>10,505.42</b>	<b>10,145.47</b>	<b>10,366.26</b>	<b>40,993.45</b>
2	<b>Expenses</b>				
	(a) Cost of materials consumed	1,202.78	999.21	1,008.32	3,910.69
	(b) Purchase of stock-in-trade	10.35	27.87	39.32	103.87
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(36.67)	(15.27)	59.05	109.15
	(d) Employee benefits expense	3,620.95	3,577.49	4,363.98	15,137.47
	(e) Finance costs	52.83	48.71	31.82	146.72
	(f) Depreciation and amortisation expense	625.79	714.26	535.66	2,430.17
	(g) Other expenses	5,023.13	5,463.92	5,099.22	21,084.13
	<b>Total expenses</b>	<b>10,499.17</b>	<b>10,816.19</b>	<b>11,137.36</b>	<b>42,922.20</b>
3	Profit / (loss) before and tax (1 - 2)	6.25	(670.72)	(771.10)	(1,928.75)
4	Tax expense:				
	(a) Current tax	-	-	-	-
	(b) Deferred tax charge / (credit)	-	85.58	(121.07)	(37.81)
	Total tax expense	-	85.58	(121.07)	(37.81)
5	<b>Net Profit/(loss) for the period (3 - 4)</b>	<b>6.25</b>	<b>(756.30)</b>	<b>(650.03)</b>	<b>(1,890.94)</b>
6	Share of Profit/(loss) of joint venture	(24.11)	(27.35)	(17.25)	(85.98)
7	<b>Net (Loss) for the period (5 +/- 6)</b>	<b>(17.86)</b>	<b>(783.65)</b>	<b>(667.28)</b>	<b>(1,976.92)</b>
8	Other comprehensive income (gross of tax)				
	(a) Items that will not be reclassified to profit or loss	(10.15)	(44.38)	(1.88)	(40.58)
	Tax on above	-	-	-	-
	(b) Items that will be reclassified to profit or loss	-	-	-	-
	Tax on above	-	-	-	-
	Total other comprehensive income (net of income tax)	(10.15)	(44.38)	(1.88)	(40.58)
9	Total comprehensive income (7+8)	(28.01)	(828.03)	(669.16)	(2,017.50)
10	Net (loss) attributable to:				
	- Owners	(30.76)	(804.85)	(714.13)	(2,113.43)
	- Non Controlling Interest	12.90	21.19	46.85	136.51
	Total comprehensive income attributable to:				
	- Owners	(40.91)	(849.23)	(716.01)	(2,154.01)
	- Non Controlling Interest	12.90	21.19	46.85	136.51
11	Paid-up equity share capital	1,304.35	1,303.09	1,302.80	1,303.09
	Face value per equity share	10.00	10.00	10.00	10.00
12	Earnings per equity share (of Rs. 10 each) (not annualised):				
	(a) Basic	(0.14)	(6.02)	(5.17)	(15.17)
	(b) Diluted	(0.14)	(6.02)	(5.17)	(15.17)
	See accompanying notes to the consolidated financial results				



**Notes to the Kaya Limited Consolidated financial results:**

1. This statement has 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.
2. The Consolidated audited financial results of Kaya Limited ("the Company") for the quarter and year ended 30 June 2018 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 3 August 2018. These financial results have been subject to limited review by the statutory auditors of the company and are available on the company's website - <http://www.kaya.in>
3. The Group has single operating segment viz. "Skin Care Business" in terms of Ind AS 108.
4. Other expenses includes rent of Rs 1,473.84 lakhs (30 June 2017: Rs 1,341.84 lakhs) and consumption of stores of Rs 578.81 lakhs (30 June 2017: Rs 723.57 lakhs) for the quarter ended 30 June 2018.
5. The Company adopted Ind AS 115 with a modified retrospective approach, with the effect of initially applying this standard being recognised at the date of initial application (i.e. 1 April 2018) in Retained Earnings. Hence, the figures for the comparative periods and year ended 31 March 2018 have not been restated. On adoption of Ind AS 115, the Company refined its accounting of performance obligations including allocation of fair values and treatment of upfront fees. Consequently, Rs. 3,350.34 lakhs of Revenue from Operations has been reduced from Retained Earnings as at 31 March 2018. Further, as a result of this change, Revenue from Operations for the quarter ended 30 June 2018 is higher by Rs. 121.24 lakhs and loss after tax is lower by an equal amount. The Basic and Diluted EPS for the quarter ended 30 June 2018 is Rs. (0.21) per share instead of Rs. (1.20) per share.
6. Figures for the quarter ended 31 March 2018, represent the difference between the audited figures in respect of full financial year and the published figures for nine months ended 31 December 2017, which were subject to limited review.
7. Previous period/year figures have been regrouped/reclassified to make them comparable with those of current period.

Place : Mumbai

Date: 3 August 2018



Harsh Mariwala  
  
Chairman and Managing Director

