



**AARTI
INDUSTRIES
LIMITED**

Ref. No: AIL/B-38/2019/409
July 8, 2019

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

BSE CODE -524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
"Exchange Plaza", Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051.
NSE CODE:AARTIIND

Dear Sir/Madam,

Ref.: Regulation 33 of the SEBI (LODR) Regulations, 2015

Sub: Audited Financial Results for the year ended March 31, 2019, post coming into effect Composite Scheme of Arrangement between Aarti Industries Limited and Aarti Surfactants Limited and Nascent Chemical Industries Limited.

Please find enclosed herewith-

- Audited Standalone & Consolidated Financial Results for the year ended March 31, 2019.
- Segment wise Revenue Results for the year ended March 31, 2019.
- Standalone and Consolidated Statement of Assets and Liabilities.
- Auditor's Report on the Standalone and Consolidated Audited Financial Results for the year ended March 31, 2019.
- Declaration in respect of Audit reports with unmodified opinion for the Financial Year ended on March 31, 2019.

Please note that above Financial Statements have been approved by the Board in its meeting held on **Monday, July 8, 2019** at Mumbai and being published in the Newspapers.

The Meeting of the Board of Directors commenced at 11:30 a.m. and concluded at 4.50 p.m.

Please take note of the same on your record.

Thanking you,

Yours faithfully,

For **AARTI INDUSTRIES LIMITED**

RAJ SARRAP

COMPANY SECRETARY

ICSI M. NO. A15526

Encl.: as above.



AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2019

(₹ in Lakhs)

Sr. No.	Particulars	12 Months Ended			
		Standalone		Consolidated	
		31st Mar 2019 (Audited)	31st Mar 2018 (Audited)	31st Mar 2019 (Audited)	31st Mar 2018 (Audited)
1	INCOME				
	a) Revenue from Operations	454,782	369,931	470,551	380,606
	b) Other Income	453	213	211	777
	Total Income	455,235	370,144	470,762	381,383
2	EXPENSES				
	a) Cost of Materials Consumed	253,852	211,579	257,051	216,996
	b) Purchases of Stock-in-Trade	14,313	10,290	18,347	11,746
	c) Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-Trade	(4,754)	(6,974)	(5,940)	(10,589)
	d) Employee Benefits Expense	23,071	17,680	24,282	19,014
	e) Finance Costs	17,915	13,074	18,254	13,165
	f) Depreciation and Amortisation Expenses	15,103	13,577	16,268	14,623
	g) Other Expenses	76,630	71,683	80,303	73,527
	Total Expenses	396,130	330,909	408,565	338,482
3	Profit/(Loss) before Exceptional Items and Tax (1-2)	59,105	39,235	62,197	42,901
4	Exceptional Items	-	-	-	-
5	Profit/(Loss) before Tax (3-4)	59,105	39,235	62,197	42,901
6	TAX EXPENSES				
	a) Current Year Tax	12,916	7,900	13,665	8,781
	b) Earlier Year Tax	-	-	(205)	1
	c) MAT Credit Entitlement	(3,740)	(2,050)	(3,879)	(2,691)
	d) Deferred Tax	1,801	1,741	2,199	2,197
	Total Tax Expenses	10,977	7,591	11,780	8,288
7	Net Profit/(Loss) from Ordinary Activities after Tax (5-6)	48,128	31,644	50,417	34,613
8	Extraordinary Items (Net of Tax Expense ₹)	-	-	-	-
9	Net Profit/(loss) for the period (7-8)	48,128	31,644	50,417	34,613
10	Profit/(loss) for the period attributable to				
	a) Owners of the Company	48,128	31,644	49,174	33,296
	b) Non Controlling Interest	-	-	1,243	1,317
11	Other Comprehensive Income	93	(309)	526	(294)
12	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period) (10+11)	48,221	31,335	49,700	33,002
13	Earnings per Equity share:				
	(1) Basic	59.10	38.92	60.39	40.95
	(2) Diluted	59.10	38.92	60.39	40.95
14	Paid-up Equity Share Capital (Face Value of ₹ 5/-each)	4,333	4,065	4,333	4,065
15	Reserve excluding Revaluation Reserves as per Balance Sheet of previous Accounting Year	251,708	147,452	258,670	153,726
16	Net Worth	256,063	151,517	271,471	165,544
17	Debt Service Coverage Ratio	2.18	1.81	2.26	1.93
18	Interest Service Coverage Ratio	4.44	4.16	4.56	4.44

Notes:-

- The above results for the quarter and year ended 31st March, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 8th July, 2019.
- The Board of Directors had earlier adopted the financials for the year ended 31st March 2019 in its meeting held on 21st May 2019. The said financials were drawn without considering the effect of the said Scheme, pending approval from NCLT. Upon the Scheme now becoming effective from appointed date (ie 1st April 2018), financials of the Company for FY 2018-19 have been recasted to carry out the necessary changes pursuant to the said Scheme.



Below is the summary of the impact of the said scheme on the Audited Financials of the Company for FY 2018-19.

Particulars	In respect of Standalone Financials		In respect of Consolidated Financials
	Outgoing Undertaking	Incoming Undertaking	Outgoing Undertaking
Fixed Assets (incl PPE)	14,234	298	14,234
Investments	3,150	-	3,150
Other Non Current Assets	106	63	106
Current Assets	10,501	1,213	10,501
Non-Current Liabilities	3,728	4	3,728
Current Liabilities	4,028	91	4,028
Profit/(Loss) before Tax for the Year	(598)	766	(598)

The resulting impact for above has been appropriately dealt into the Equity of the Company as per the terms of the scheme, To this extent the financial for 2018-19 are not comparable with 2017-18.

- The Board of Directors had earlier in its meeting dated 21st May 2019 recommended a Final Dividend of Rs 7/- (140%) per Equity Share of Rs. 5/- each for the financial year ended 31st March, 2019 to the shareholders of the Company. Upon the Scheme now coming into effect, the Board of Directors has continued with its recommendation of Final Dividend of Rs. 7/- (140%) per Equity Share of Rs. 5/- each for the financial year ended 31st March, 2019 to existing as well as new allottee shareholders of the Company.
- The Listed Non-Convertible Debenture of the Company aggregating to ₹ 12,000 Lakhs as on 31st March, 2019 are secured by way of first pari passu charge on the Movable Fixed Assets of the Company at its premises located at Vapi, Jhagadia and Tarapur and the assets cover thereof exceeds 100% of the principal amount of the said debentures.
- The Company had issued 5 tranches of Non Convertible Debentures as STRPPS Series A to E. The previous due date for payment of interest for all series was 14.06.2019 and next due date for payment of interest is 15.06.2020. The interest amounts had been duly paid on due dates. The principal amount of one tranche of NCD of ₹ 4,000 Lakhs was due for repayment in 15.06.2019 which is duly paid on due date.

6. Company retained its domestic credit ratings of AA- from CRISIL and India Ratings.

7. Formulae for computation of ratios are as follows:

Debt Service Coverage Ratio = Earnings before Interest and Tax/(Interest Expenses + Principal Repayment of Term loan during the period)

Interest Service Coverage Ratio = Earnings before Interest and Tax/Interest Expenses for the period)

Debt Equity Ratio = Total Debt/ Equity

8. The Company has maintained Capital Redemption Reserve / Debenture redemption reserve and Debt-Equity as per below:

Particulars	12 Months Ended	
	31st March, 2019	
	Standalone	Consolidated
Capital Redemption Reserve/Debenture Redemption Reserve	12,156	12,228
Gross Debt-Equity Ratio	0.92	0.88

- Figures for the previous period have been regrouped or rearranged wherever necessary.
- The aforesaid Audited Financial Results will be uploaded on the Company's website www.aarti-industries.com and will also be available on the website of BSE Limited www.bseindia.com and the National Stock Exchange of India Limited www.nseindia.com for the benefit of the shareholders and investors.

Place: Mumbai

Date: 8th July, 2019



For AARTI INDUSTRIES LIMITED

RAJENDRA V. GOGRI

CHAIRMAN AND MANAGING DIRECTOR

SEGMENTWISE REVENUE, RESULTS AND SEGMENT ASSETS & LIABILITIES ALONG WITH THE RESULT UNDER REGULATION 33 OF SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

(₹ in Lakhs)

Sr. No.	Particulars	12 Months Ended			
		Standalone Result		Consolidated Result	
		31st Mar 2019 (Audited)	31st Mar 2018 (Audited)	31st Mar 2019 (Audited)	31st Mar 2018 (Audited)
1	Segment Revenue				
	a) Speciality Chemicals	382,201	287,874	397,970	298,549
	b) Pharmaceuticals	72,581	55,622	72,581	55,622
	c) Home & Personal Care Chemicals	-	26,435	-	26,435
	Total	454,782	369,931	470,551	380,606
2	Segment Results Profit / (Loss) (Before Tax and Interest from each Segment)				
	a) Speciality Chemicals	77,628	53,707	81,957	58,107
	b) Pharmaceuticals	11,268	7,920	11,268	7,920
	c) Home & Personal Care Chemicals	-	275	-	275
	Total	88,896	61,902	93,225	66,302
	Less: Interest	17,915	13,074	18,254	13,165
	Other Unallocable Expenditure (Net)	11,876	9,593	12,774	10,236
	Total Profit before Tax	59,105	39,235	62,197	42,901
3	Segment Assets				
	a) Speciality Chemicals	354,504	280,200	375,966	301,231
	b) Pharmaceuticals	94,071	80,823	94,071	80,823
	c) Home & Personal Care Chemicals	-	22,910	-	22,910
	d) Unallocated Capital	31,504	27,818	32,337	27,782
	Total	480,079	411,751	502,374	432,746
	Segment Liabilities				
	a) Speciality Chemicals	70,071	42,647	71,929	44,162
	b) Pharmaceuticals	9,530	7,548	9,530	7,548
	c) Home & Personal Care Chemicals	-	5,675	-	5,675
	d) Unallocated Capital	17,098	15,936	19,301	17,741
	Total	96,699	71,806	100,760	75,126

Notes:-

- Figures for the previous period have been regrouped or rearranged wherever necessary.

For AARTI INDUSTRIES LIMITED

RAJENDRA V. GOGRI

CHAIRMAN AND MANAGING DIRECTOR



Place : Mumbai
Date: 8th July, 2019

www.aarti-industries.com | CIN: L24110GJ1984PLC007301

Admin. Office : 71, Udyog Kshetra, 2nd Floor, Mulund Goregaon Link Road, Mulund (W), Mumbai - 400080, INDIA.

T : 022-67976666, F : 022-2565 3234 | E : info@aarti-industries.com

Regd. Office : Plot No. 801, 801/23, IIIrd Phase, GIDC Vapi-396195, Dist- Valsad, INDIA T : 0260-2400366

Standalone and Consolidated Statement of Assets and Liabilities

Sr. No.	Particulars	Standalone		Consolidated	
		As At 31st Mar 2019	As At 31st Mar 2018	As At 31st Mar 2019	As At 31st Mar 2018
A	ASSETS				
1	Non-Current Assets				
	(a) Property, Plant and Equipment	197,857	184,298	214,535	199,617
	(b) Capital work-in-progress	79,457	43,118	79,457	43,623
	(c) Goodwill	-	-	42	42
	(d) Other Intangible assets	90	130	90	130
	(e) Financial Assets				
	(i) Investments	3,336	5,590	3,317	4,722
	(f) Other Non-Current Assets	29,697	21,701	30,643	22,518
	Total Non-Current Assets	310,437	254,837	328,084	270,652
2	Current Assets				
	(a) Inventories	70,091	68,675	77,179	74,730
	(b) Financial Assets				
	(i) Trade Receivables	80,605	70,323	77,604	65,475
	(ii) Cash and Cash Equivalents	22,062	48	22,067	54
	(iii) Bank Balances other than (ii) above	57,646	2,345	58,353	3,156
	(iv) Loans & Advances	18,572	19,476	19,066	22,480
	(c) Other Current Assets	3,374	2,446	3,442	2,599
	Total Current Assets	252,350	163,313	257,711	168,494
	TOTAL ASSETS	562,787	418,150	585,795	439,146
B	EQUITY AND LIABILITIES				
1	Equity				
	(a) Equity Share Capital	4,333	4,065	4,333	4,065
	(b) Equity Share Capital pending allotment upon scheme of arrangement	22		22	
	(c) Other Equity	251,708	147,452	258,723	153,778
	(d) Non Controlling Interest			8,395	7,702
	Total Equity	256,063	151,517	271,473	165,545
2	Liabilities				
	Non-Current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	80,776	89,743	81,480	90,827
	(b) Deferred Tax Liabilities (Net)	17,098	15,936	19,301	17,741
	(c) Other Non-Current Liabilities	20,324	6,400	20,324	6,400
	Total Non-Current Liabilities	118,198	112,079	121,105	114,968
	Current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	126,250	98,683	129,083	101,248
	(ii) Trade Payables	26,547	34,660	27,928	35,749
	(b) Other Current Liabilities	31,940	18,462	31,964	18,532
	(c) Provisions	3,789	2,749	4,242	3,104
	Total Current Liabilities	188,526	154,554	193,217	158,633
	TOTAL EQUITY AND LIABILITIES	562,787	418,150	585,795	439,146

Notes:-

- Figures for the previous period have been regrouped or rearranged wherever necessary.

Place : Mumbai
Date : 8th July, 2019



For AARTI INDUSTRIES LIMITED

[Signature]
RAJENDRA V. GOGRI
CHAIRMAN AND MANAGING DIRECTOR

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KIRTANE & PANDIT

Auditor's Report on Year Ended Financial Results of AARTI INDUSTRIES LIMITED Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
AARTI INDUSTRIES LIMITED,

Honorable NCLT, Ahmedabad has approved the composite scheme of arrangement with respect to the demerger of Home and Personal Care undertaking the Company in to Aarti Surfactant Limited and merger of manufacturing undertaking of its step down subsidiary Nascent Chemicals Industries Limited in to itself vide its order dated June 10, 2019. The said scheme has become effective from April 1, 2018. The standalone financial results for the year ended March 31, 2019 have been restated to give effect to the said composite scheme of arrangement.

We have audited the restated Standalone Ind AS financial results of AARTI INDUSTRIES LIMITED ('the Company') for the year from April 1, 2018 to March 31, 2019, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These financial results have been prepared on the basis of the Standalone Ind AS Financial Statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such standalone Ind AS financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting", prescribed under section



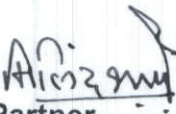
133 of the Companies Act, 2013 and with reference to read with relevant rules issued thereunder and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly and year to date standalone financial results:

- (i) Are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016 in this regard; and
- (ii) Give a true and fair view of the net profit and total comprehensive income and other financial information for year from April 1, 2018 to March 31, 2019.

**For Kirtane & Pandit LLP,
Chartered Accountants
FRN: 105215W/W100057**


Partner

**Milind Bhave
M.No.: 047973**

UDIN: 19047973AAAADX2229

Place: Mumbai

Date: July 8, 2019



KIRTANE & PANDIT

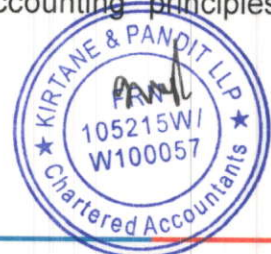
Auditor's Report on Year ended Financial Results of AARTI INDUSTRIES LIMITED Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of AARTI INDUSTRIES LIMITED,

Honorable NCLT, Ahmedabad has approved the composite scheme of arrangement with respect to the demerger of Home and Personal Care undertaking the Company in to Aarti Surfactant Limited and merger of manufacturing undertaking of its step down subsidiary Nascent Chemicals Industries Limited in to itself vide its order dated June 10, 2019. The said scheme has become effective from April 1, 2018. The consolidated financial results for the year ended March 31, 2019 have been restated to give effect to the composite scheme of arrangement.

We have audited the restated consolidated financial results of AARTI INDUSTRIES LIMITED ('the Company') for the year ended March 31, 2019, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These consolidated financial results have been prepared from consolidated financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.



We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit financial statements/financial information of subsidiaries whose financial statement/ financial information reflect total assets of Rs. 382.08 crores as at March 31, 2019, total revenues of Rs.418.89 crores for the year ended March 31, 2019 as considered in the consolidated financial statements. These financial statements/ financial information have been audited by other auditors whose report has been furnished to us and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the report of the other auditors.

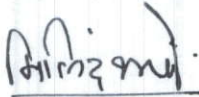
In our opinion and to the best of our information and according to the explanations given to us these annual consolidated financial results:

- (i) Include financial results of the following subsidiaries:
1. Aarti Corporate Services Limited
 2. Shanti Intermediates Private Limited (through its Holding Company: Aarti Corporate Services Limited)
 3. Nascent Chemical Industries Limited (through its Holding Company: Aarti Corporate Services Limited)
 4. Ganesh Polychem Limited
 5. Alchemie (Europe) Limited
 6. Innovative Envirocare Jhagadia Limited
 7. Aarti USA Inc.
 8. Aarti Polychem Private Limited



- (ii) Are presented in accordance with the requirements of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016 in this regard; and
- (iii) Give a true and fair view of the consolidated net profit and total comprehensive income and other financial information for the year ended March, 2019.

For Kirtane & Pandit LLP,
Chartered Accountants
FRN: 105215W/W100057



Partner
Milind Bhave
Membership No.: 047973
UDIN: 19047973AAAADY6571
Place: Mumbai
Date: July 8, 2019



Ref. No : AIL/B-38/2019/411

July 8, 2019

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

BSE CODE -524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.

NSE CODE :AARTIIND

**Subject:- Regulation 33 of the SEBI (LODR) Regulations, 2015 -
Declaration in respect of Audit Reports with un-modified
opinion for the Financial year ended on March 31, 2019.**

Dear Sir/Madam,

We hereby confirm and declare that the Statutory Auditors of the Company M/s. Kirtane & Pandit LLP, Chartered Accountants (FRN: 105215W/W100057) have issued the Audit Report with un-modified opinion in respect of Annual Audited Standalone and Consolidated Financial Results for the year ended March 31, 2019 post coming into effect Composite Scheme of Arrangement between Aarti Industries Limited and Aarti Surfactants Limited and Nascent Chemical Industries Limited.

This is for your information and records.

Thanking you,

Yours faithfully,

For **AARTI INDUSTRIES LIMITED**


RAJ SARRAP

COMPANY SECRETARY

ICSI M. NO. A15526