



ORIENTAL CARBON & CHEMICALS LIMITED

14th Floor, Tower-B, World Trade Tower, Plot No. C-1, Sector-16, Noida - 201301, UP
Phone : 91-120-2446850 Website : www.occlindia.com



June 18, 2020

The Manager
BSE Limited
Department of Corporate Services,
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001

The Manager
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E),
Mumbai - 400 051

Scrip Symbol/Code: NSE-OCCL and BSE-506579

Dear Sir/Madam,

Sub: Audited Financial Results and related matters

- 1. Annual Audited Financial Results for the quarter and year ended 31st March, 2020**
- 2. Outcome of the Board Meeting**
- 3. Press Release**

Pursuant to the Regulation 30 and 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

1. Annual Standalone & Consolidated Audited Financial Results along with the Segment-wise Revenue, Results, Assets and Liabilities of the Company for the quarter and Year ended March 31, 2020 and Statement of Assets and Liabilities as at March 31, 2020, duly approved by the Board of Directors at its Meeting held on June 18, 2020;
2. The Audit Report with Unmodified Opinion(s) in respect both the above mentioned Standalone & Consolidated Financial Results, as submitted by the Auditors of the Company along with a declaration of CFO of the Company to that effect;

Further, we would like to inform you that the Board at the said meeting also Recommended a final dividend @Rs.6/- (60%) per equity share of Rs.10/-each for the financial year ended 31st March, 2020, subject to declaration of the same by the Members at the 40th Annual General Meeting of the Company; the dividend, if declared, will be paid within 15 days of its approval by the Shareholders to those Members entitled thereto.

The meeting commenced at 1.15 P.M. and concluded at 3.35 P.M.

Yours faithfully,
For **Oriental Carbon & Chemicals Limited**

Pranab Kumar Maity
Company Secretary

Encl: As above

Registered Office :
"DUNCAN HOUSE"
31, Netaji Subhas Road
Kolkata - 700 001
CIN: L24297WB1978PLC031539

Plants :
Plot 3 & 4 Dharuhera Industrial Estate, Phase - 1
Dharuhera - 123106, Distt. Rewari, (Haryana)
SEZ Division : Survey No. 141, Paiki of Mouje Village Mundra
Taluka Mundra, Mundra SEZ, District Kutch, Gujarat - 370421



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**Declaration regarding the Auditor's Report with unmodified opinion(s) pursuant
to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015**

Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment), Regulations, 2016, the Company hereby declares that the Auditors has furnished its Report with unmodified opinion(s) in respect of both Standalone & Consolidated Financial Results for the year ended March 31, 2020.

For **ORIENTAL CARBON & CHEMICALS LTD.**

Anurag Jain
Chief Financial Officer

Place: Noida
Date: June 18, 2020

Registered Office :
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31, Netaji Subhas Road
Kolkata - 700 001
CIN: L24297WB1978PLC031539

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Oriental Carbon & Chemicals Limited

FY20 Financial Highlights

Total Income at Rs. 353 crores

EBITDA at Rs. 109 crores; Margins at 30.7%

Profit After Tax at Rs. 71.5 crores; Margins at 20.3%

Final Dividend of Rs. 6; FV of Rs. 10 each

Investor Release: 18th June 2020, Delhi

Oriental Carbon & Chemicals Limited (OCCL) has declared its Audited Results for the Quarter and Financial Year ended 31st March 2020. The Results for the Quarter and the Year are in accordance with the Indian Accounting Standards (Ind AS).

| Particulars (Rs. Crs) | Q4 FY20 | Q4 FY19 | Y-o-Y | FY20 | FY19 | Y-o-Y |
|-----------------------|---------|---------|-------|-------|-------|-------|
| Total Income* | 88.3 | 107.7 | -18% | 353.0 | 397.0 | -11% |
| EBITDA* | 29.0 | 33.1 | -13% | 108.5 | 129.4 | -16% |
| EBITDA Margin* | 32.8% | 30.8% | | 30.7% | 32.6% | |
| Profit After Tax | 17.1 | 19.0 | -10% | 71.5 | 73.7 | -3% |
| PAT Margins | 19.3% | 17.7% | | 20.3% | 18.6% | |

* Includes Other Income; On Standalone Basis

Financial Highlights of FY20 –

- The Board has recommended Final Dividend of Rs. 6/- per equity share in addition to Interim Dividend of Rs.4 per equity share paid in November 2019
- Total Income for FY20 stood at Rs. 353 Crores as compared to Rs. 397 crores in FY19
 - Revenues have been lowered on account of global slowdown, competitive atmosphere and last month sales hit due to COVID Lockdown. However, the Company has managed to maintain margins during these challenging times.
- EBITDA for FY20 stood at Rs. 109 Crores as compared to Rs. 129 crores in FY19
 - EBITDA Margins have been stable at 30.7%
- Profit after Tax for FY20 is Rs. 71.5 Crores as compared to Rs. 73.7 crores in FY19. PAT Margins have increased to 20.3% mainly due to deferred tax reversal.



Project Update:

The Project was progressing as per schedule but since COVID-19 pandemic, Project work has to be halted due to lockdown and further impacted due to scarcity of labour. The First Phase of Insoluble Sulphur Plant and the Sulphuric Acid Plant which was expected to be commissioned by end of FY21 would be delayed by ~ 3 months. The Project is to be funded by a mix of Loans and Internal accruals with a debt equity ratio of 2:1.

Commenting on the results, Mr. Arvind Goenka, Promoter and Managing Director said

“It has been a challenging year with a number of unforeseen and uncertain circumstances which have taken place. Outburst of COVID-19 pandemic has added to the already struggling automobile industry. Automobile Industry was already suffering from a prolonged slump due to several reasons including global slowdown, stressed financial sector, weakened consumer demand, the transition to BS-VI norms and clarity on EV adoption deadline.

FY21 is going to be a tough year for the Automobile Industry. Due to the lockdown there would be significant loss in production and business. Auto Industry and consequently the tyre industry globally, will take time to recover. However, weaker rupee will work in favour of the Company. We expect subdued demand to continue in second quarter also. Considering the fact that the situation is exceptional and is changing, we expect the hit on turnover to be in the range of 25% - 30% and on profitability about 50% at PBT level over last year.

Recently the government has imposed curbs on imports of certain pneumatic tyres. This is a positive move which will promote domestic manufacturing and in turn drive the demand for domestic tyres which augurs well for demand of rubber chemicals including Insoluble Sulphur.

At OCCL, we continuously strive to improve efficiencies and control costs. We are fully committed at developing new products for our customers. We believe that the proprietary technology we possess, will help us to stay ahead in these challenging times.”



About Oriental Carbon & Chemicals Limited

Oriental Carbon & Chemicals Limited (OCCL) is a Duncan JP Goenka Group Company. It is one of the market leaders in the production of Insoluble Sulphur for the Tyre and Rubber Industry around the world both in terms of quality as well as quantity. It has state of the art manufacturing facilities in India at Dharuhera (Harayana) and at Mundra (Gujarat). Apart from Insoluble Sulphur, it also manufactures Sulphuric Acid and Oleums.

Safe Harbor Statement

Statements in this document relating to future status, events, or circumstances, including but not limited to statements about plans and objectives, the progress and results of research and development, potential project characteristics, project potential and target dates for project related issues are forward-looking statements based on estimates and the anticipated effects of future events on current and developing circumstances. Such statements are subject to numerous risks and uncertainties and are not necessarily predictive of future results. Actual results may differ materially from those anticipated in the forward-looking statements. The company assumes no obligation to update forward-looking statements to reflect actual results changed assumptions or other factors.

For more Information, please contact:

Oriental Carbon & Chemicals Limited

CIN: L24297WB1978PLC031539

Mr. Anurag Jain - CFO

Email: anuragjain@occlindia.com

www.occlindia.com

Strategic Growth Advisors Private Limited

CIN: U74140MH2010PTC204285

Mr. Deven Dhruva / Ms. Neha Shroff

Email: deven.dhruva@sgapl.net / neha.shroff@sgapl.net

+91 9833373300 / +91 7738073466

www.sgapl.net

For Oriental Carbon & Chemicals Ltd

A handwritten signature in blue ink, appearing to read 'Arvind Goenka', is positioned above the printed name.

Arvind Goenka

Managing Director

Oriental Carbon & Chemicals Limited
(Regd. Office : 31, Netaji Subhas Road, Kolkata 700001)
(CIN NO.- L 24297 WB 1978 PLC 031539)

Statement of Standalone Audited Financial Results for the Quarter and Year ended March 31' 2020

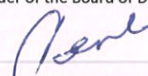
(Rs. in Lakhs, except per share data)

| Sl. No. | Particulars | Quarter Ended | | | Year Ended | |
|-------------|---|---------------------------|-----------------|---------------------------|------------------|------------------|
| | | Mar 31' 2020 | Dec 31' 2019 | Mar 31' 2019 | Mar 31' 2020 | Mar 31' 2019 |
| | | (Audited) (Note No. 4) | (Unaudited) | (Audited) (Note No. 4) | (Audited) | (Audited) |
| I | Revenue from Operations | 8,526.88 | 8,010.72 | 10,265.80 | 34,347.90 | 38,763.86 |
| II | Other Income | 307.56 | 184.14 | 500.46 | 956.58 | 940.12 |
| III | Total Revenue (I+II) | 8,834.44 | 8,194.86 | 10,766.26 | 35,304.48 | 39,703.98 |
| IV | EXPENSES | | | | | |
| | Cost of materials consumed | 1,876.35 | 1,683.57 | 2,823.49 | 8,268.53 | 10,738.39 |
| | Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress | 180.45 | 664.58 | 411.48 | 743.61 | (430.62) |
| | Employee Benefits Expense | 1,103.62 | 1,097.25 | 1,190.35 | 4,458.49 | 4,541.92 |
| | Finance costs | 199.58 | 232.30 | 241.05 | 915.59 | 824.68 |
| | Depreciation and Amortisation expenses | 499.67 | 503.27 | 480.82 | 2,005.02 | 1,859.37 |
| | Other Expenses | 2,777.02 | 2,265.40 | 3,026.31 | 10,983.24 | 11,912.76 |
| | Total (IV) | 6,636.69 | 6,446.37 | 8,173.50 | 27,374.48 | 29,446.50 |
| V | Profit before tax (III-IV) | 2,197.75 | 1,748.49 | 2,592.76 | 7,930.00 | 10,257.48 |
| VI | Tax expense | | | | | |
| | Current tax | 390.50 | 300.09 | 522.55 | 1,390.55 | 2,075.81 |
| | Deferred Tax (Net) | 99.70 | (150.05) | 167.76 | (611.10) | 807.53 |
| VII | Profit for the period (V-VI) | 1,707.55 | 1,598.45 | 1,902.45 | 7,150.55 | 7,374.14 |
| VIII | Other Comprehensive Income | | | | | |
| | Items that will not be reclassified to Profit or Loss | | | | | |
| | Remeasurement Gain/(Loss) on Defined Benefit Plans | (65.48) | 0.24 | (19.93) | (64.76) | (8.68) |
| | Deferred Tax on above Item | 19.07 | (0.07) | 6.96 | 18.86 | 3.03 |
| | Changes in Fair Value of Equity Investments through OCI | (209.65) | 22.25 | (0.60) | (280.22) | 125.90 |
| | Deferred Tax on above Item | 48.84 | (5.18) | 0.14 | 65.28 | (29.33) |
| | Total Other Comprehensive Income (Net of Tax) | (207.22) | 17.24 | (13.43) | (260.84) | 90.92 |
| IX | Total Comprehensive income for the period (VII+VIII) (Comprising profit and Other Comprehensive Income for the period) | 1,500.33 | 1,615.69 | 1,889.02 | 6,889.71 | 7,465.06 |
| X | Paid -up Equity Share Capital (Face value of Rs. 10/- each) | 1,000.53 | 1,000.53 | 1,000.53 | 1,000.53 | 1,000.53 |
| XI | Other Equity excluding Revaluation Reserve as per Balance Sheet of Previous accounting year | | | | 45,797.43 | 40,352.95 |
| XII | Earnings per equity share | | | | | |
| | Basic & Diluted | 17.09 | 16.00 | 18.89 | 71.58 | 72.09 |

Notes to Standalone Financial Results :

- Previous Period's figures have been regrouped wherever necessary.
- The Company's business activity falls within a single primary business segment viz "Chemicals".
- The Company has adopted Ind-AS 116, 'Leases' effective April 01, 2019 and applied the standard to its lease. This has resulted in recognising a right-of-use-asset and a corresponding lease liability of Rs. 589.45 Lakhs as at April 01, 2019. The impact on the profit for the quarter and year is not material.
- The figures of last quarter are the balancing figures between audited figures in respect of full financial year and the published unaudited year to date figures upto third quarter of the current financial year.
- The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property, plant and equipment, investments, inventories, receivables and other current assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial results has used internal and external sources on the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects the carrying amount of these assets will be recovered and sufficient liquidity is available to fund the business operations for at least another 12 months. Given the uncertainty because of COVID-19, the final impact on the Company's assets in future may differ from that estimated as at the date of approval of Standalone financial results.
- The Board of Directors have recommended a Final Dividend of Rs. 6/- per equity share subject to the approval of the shareholders in the ensuing Annual General Meeting. With this, total dividend for the year (including Interim Dividend of Rs. 4/- per equity share of Rs. 10/- each paid during the year) is Rs. 10/- per equity share [i.e. 100%].
- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting held on 18th June'2020. The Auditors' of the company carried out the Audit of the same.

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

Place : Noida
Date : 18th June, 2020

Statement of Standalone Audited Assets and Liabilities as at March 31' 2020

(Rs. in Lakhs)

| | Particulars | As At | As At |
|--|-------------|--------------------------------|--------------------------------|
| | | March 31' 2020 (Audited) | March 31' 2019 (Audited) |
| I. ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | | 33,791.29 | 34,386.74 |
| (b) Capital Work-in-progress | | 2,529.46 | 332.99 |
| (c) Other Intangible Assets | | 41.11 | 47.82 |
| (d) Intangible Assets under Development | | 2.66 | - |
| (e) Financial Assets | | | |
| (i) Investments | | 2,958.91 | 2,628.01 |
| (ii) Loans and Advances | | 49.19 | 29.51 |
| (iii) Other Financial Assets | | 715.06 | 686.07 |
| (f) Other Non Current Assets | | 1,959.75 | 114.14 |
| Total Non-Current Assets | | 42,047.43 | 38,225.28 |
| (2) Current Assets | | | |
| (a) Inventories | | 3,417.65 | 4,630.66 |
| (b) Financial Assets | | | |
| (i) Investments | | 235.14 | 8,152.83 |
| (ii) Trade Receivables | | 6,666.95 | 8,366.01 |
| (iii) Cash and Cash Equivalents | | 2,332.75 | 176.08 |
| (iv) Bank balances other than (iii) above | | 11,727.78 | 193.08 |
| (v) Loans and Advances | | 57.15 | 54.33 |
| (vi) Other Financial Assets | | 297.24 | 211.83 |
| (c) Current Tax Assets (Net) | | 113.94 | - |
| (d) Other Current Assets | | 1,012.26 | 1,180.76 |
| Total Current Assets | | 25,860.86 | 22,965.58 |
| Total Assets | | 67,908.29 | 61,190.86 |
| II. EQUITY AND LIABILITIES | | | |
| A. Equity | | | |
| (a) Equity Share Capital | | 1,000.53 | 1,000.53 |
| (b) Other Equity | | 45,797.43 | 40,352.95 |
| Total Equity | | 46,797.96 | 41,353.48 |
| B. Liabilities | | | |
| (1) Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | 9,608.37 | 7,168.28 |
| (ii) Lease Liability | | 581.72 | - |
| (iii) Other Financial Liabilities | | 18.16 | 20.45 |
| (b) Provisions | | 249.49 | 278.01 |
| (c) Deferred Tax Liabilities (Net) | | 2,072.72 | 2,767.31 |
| Total Non-Current Liabilities | | 12,530.46 | 10,234.05 |
| (2) Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | 3,834.93 | 3,059.38 |
| (ii) Lease Liability | | 4.03 | - |
| (iii) Trade Payables | | | |
| Dues of Micro Enterprises and Small Enterprises | | 16.53 | - |
| Dues of Creditors Other than Micro Enterprises and Small Enterprises | | 1,423.73 | 1,769.71 |
| (iv) Other Financial Liabilities | | 2,449.32 | 3,989.78 |
| (b) Other Current Liabilities | | 689.79 | 616.07 |
| (c) Income Tax Liability (Net) | | - | 92.96 |
| (d) Provisions | | 161.54 | 75.43 |
| Total Current Liabilities | | 8,579.87 | 9,603.33 |
| Total Equity and Liabilities | | 67,908.29 | 61,190.86 |

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

Place : Noida
Date : 18th June, 2020

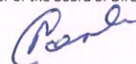
Oriental Carbon & Chemicals Limited
(Regd. Office : 31, Netaji Subhas Road, Kolkata 700001)
(CIN NO. - L 24297 WB 1978 PLC 031539)

Standalone Audited Cash Flow Statement for the Year ended March 31' 2020

(Rs. in Lakhs)

| S.No. | Particulars | Year Ended | |
|-----------|---|-------------------|-------------------|
| | | Mar 31' 2020 | Mar 31' 2019 |
| A. | Cash Flow From Operating Activities | | |
| | Net Profit before tax | 7,930.00 | 10,257.48 |
| | Adjustments for: | | |
| | Depreciation & Amortisation Expense | 2,005.02 | 1,859.37 |
| | Loss on Sale / Discard of Property, Plant & Equipment (Net) | (41.66) | 259.61 |
| | Finance Costs | 915.59 | 824.68 |
| | Interest Income | (430.36) | (196.04) |
| | Effect of Exchange Rate Change on Borrowings | 241.31 | 201.14 |
| | Debts earlier written off, now recovered | - | (0.05) |
| | (Gain) / Loss on Redemption / Sale of Current Investments | (290.19) | (117.75) |
| | Bad Advances / Debts | 11.21 | 53.09 |
| | Remeasurement Gain / (Loss) on Defined Benefit Plans | (64.76) | (8.68) |
| | (Gain) / Loss on financial assets measured at fair value through Profit or loss (Net) | (20.47) | (187.07) |
| | Dividend on Current Investments | - | (30.69) |
| | Operating Profit before Working Capital Changes | 10,255.69 | 12,915.09 |
| | Adjustments for : | | |
| | Trade and Other Receivables | 1,832.29 | (1,366.92) |
| | Inventories | 1,213.01 | (774.03) |
| | Trade and Other Payables | (925.57) | 92.15 |
| | Cash generated from Operations before tax | 12,375.42 | 10,866.29 |
| | Direct Tax Paid (Net) | (1,596.81) | (2,015.14) |
| | Net Cash from Operating Activities | 10,778.61 | 8,851.15 |
| B. | Cash Flow From Investing Activities | | |
| | Payments for purchase of Property, Plant & Equipment including Capital work in progress, Intangible Assets and Capital Advances | (4,985.03) | (2,249.97) |
| | Proceeds from sale of Property, Plant & Equipment | 285.08 | 11.80 |
| | Loans and Advances to Subsidiary / Other Companies (Net) | 0.19 | 449.47 |
| | Purchase and Sale of Non Current Investments (Net) | (611.11) | (200.00) |
| | Purchase and Sale of Current Investments (Net) | 8,228.35 | (2,568.67) |
| | Movement in Fixed deposits with Banks | (11,548.57) | (24.24) |
| | Dividend on Current Investments | - | 30.69 |
| | Interest Received | 348.27 | 51.06 |
| | Net Cash used in investing activities | (8,282.82) | (4,499.86) |
| C. | Cash Flow From Financing Activities | | |
| | Dividend Paid | (1,198.81) | (1,131.87) |
| | Tax on Dividend | (246.42) | (232.81) |
| | Payment for Buyback of Equity Shares & Cost (Gross) | - | (3,540.86) |
| | Proceeds from Borrowing - Non Current | 2,781.01 | 2,424.89 |
| | Repayment of Borrowing - Non Current | (1,590.48) | (1,960.71) |
| | Borrowing - Current (Net) | 832.53 | 113.99 |
| | Repayment of Lease Liability | (3.70) | - |
| | Interest and Financial Costs paid (excluding Transfer to Capital Work-in-Progress) | (913.25) | (810.05) |
| | Net Cash From Financing Activities | (339.12) | (5,137.42) |
| | Net increase/(decrease) in Cash and Cash Equivalents (A+B+C) | 2,156.67 | (786.13) |
| | Opening Balance of Cash and Cash Equivalents | 176.08 | 962.21 |
| | Closing Balance of Cash and Cash Equivalents | 2,332.75 | 176.08 |

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

Place : Noida
Date : 18th June,2020

Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
Oriental Carbon & Chemicals Limited
Noida

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date standalone financial results of **Oriental Carbon & Chemicals Limited** (the "Company") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive loss and other financial information of the Company for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.



Emphasis of Matter

We draw attention to note no. 5 on the statement which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations and results as assessed by the management. Due to Covid-19 related lock-down restrictions, management could not perform year-end physical verification of inventories at various locations. Further, our attendance at the physical Inventory verification done by the management subsequently, was impracticable under the lock-down restrictions imposed by the government. Consequently, we have performed alternative audit procedures to obtain comfort over the existence and condition of inventory at the year-end as per the guidance provided by SA 501 "Audit Evidence – Specific Considerations for Selected Items" and have obtained sufficient audit evidence. Our opinion on the statement is not modified in respect of this matter.

Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive loss of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material



misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all



relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other matters

The Statement includes the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S S KOTHARI MEHTA & COMPANY

Chartered Accountants

FRN - 000756N

Naveen

Naveen Aggarwal

Partner

Membership No. 094380

UDIN : 20094380AAAADH4072



Place: Noida

Date: June 18, 2020

Oriental Carbon & Chemicals Limited
(Regd. Office : 31, Netaji Subhas Road, Kolkata 700001)
(CIN NO.- L 24297 WB 1978 PLC 031539)

Statement of Consolidated Audited Financial Results for the Quarter and Year ended March 31' 2020

(Rs. in Lakhs, except per share data)

| Sl. No. | Particulars | Quarter Ended | | | Year Ended | |
|---------|---|---------------------------|-----------------|-----------------------------|------------------|------------------|
| | | Mar 31' 2020 | Dec 31' 2019 | Mar 31' 2019 | Mar 31' 2020 | Mar 31' 2019 |
| | | (Audited) (Note No. 4) | (Unaudited) | (Unaudited) (Note No. 3) | (Audited) | (Audited) |
| I | Revenue from Operations | 9,572.33 | 9,018.08 | 11,455.06 | 38,679.33 | 43,200.77 |
| II | Other Income | 316.71 | 208.71 | 536.99 | 1,057.54 | 981.40 |
| III | Total Revenue (I+II) | 9,889.04 | 9,226.79 | 11,992.05 | 39,736.87 | 44,182.17 |
| IV | EXPENSES | | | | | |
| | Cost of materials consumed | 2,487.99 | 2,227.28 | 3,559.27 | 10,679.83 | 13,453.41 |
| | Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress | 158.61 | 694.40 | 420.15 | 761.23 | (446.31) |
| | Employee Benefits Expense | 1,332.54 | 1,348.25 | 1,369.50 | 5,408.65 | 5,352.18 |
| | Finance costs | 212.16 | 238.78 | 251.47 | 956.98 | 873.79 |
| | Depreciation and Amortisation expenses | 531.54 | 538.26 | 518.24 | 2,144.31 | 2,026.28 |
| | Other Expenses | 2,873.34 | 2,351.01 | 3,124.60 | 11,349.99 | 12,355.22 |
| | Total (IV) | 7,596.18 | 7,397.98 | 9,243.23 | 31,300.99 | 33,614.57 |
| V | Profit before exceptional items and tax (III-IV) | 2,292.86 | 1,828.81 | 2,748.82 | 8,435.88 | 10,567.60 |
| VI | Exceptional Items | 175.58 | - | - | 175.58 | - |
| VII | Profit before tax (V-VI) | 2,117.28 | 1,828.81 | 2,748.82 | 8,260.30 | 10,567.60 |
| VIII | Tax expense | | | | | |
| | Current tax | 390.50 | 300.09 | 554.72 | 1,394.55 | 2,107.99 |
| | Deferred Tax (Net) | 99.70 | (150.05) | 167.76 | (611.10) | 807.53 |
| IX | Profit for the period after tax (VII-VIII) | 1,627.08 | 1,678.77 | 2,026.34 | 7,476.85 | 7,652.08 |
| X | Profit for the period attributable to: | | | | | |
| | Owners of the Parent | 1,667.30 | 1,638.62 | 1,964.41 | 7,313.74 | 7,513.15 |
| | Non-Controlling Interest | (40.22) | 40.15 | 61.93 | 163.11 | 138.93 |
| XI | Other Comprehensive Income (Net of Tax) | | | | | |
| | Items that will not be reclassified to Profit or Loss | | | | | |
| | Remeasurement Gain/(Loss) on Defined Benefit Plans | (65.52) | (2.44) | (21.53) | (73.03) | (16.11) |
| | Deferred Tax on above Item | 19.07 | (0.07) | 6.96 | 18.86 | 3.03 |
| | Changes in Fair Value of Equity Investments through OCI | (209.65) | 22.25 | (0.60) | (280.22) | 125.89 |
| | Deferred Tax on above Item | 48.84 | (5.18) | 0.14 | 65.28 | (29.33) |
| | Total Other Comprehensive Income (Net of Tax) | (207.26) | 14.56 | (15.03) | (269.11) | 83.48 |
| XII | Total Other Comprehensive Income for the Period attributable to: | | | | | |
| | Owners of the Parent | (207.24) | 15.90 | (14.23) | (264.98) | 87.19 |
| | Non-Controlling Interest | (0.02) | (1.34) | (0.80) | (4.13) | (3.71) |
| XIII | Total Comprehensive Income for the Period (IX+XII) | 1,419.82 | 1,693.33 | 2,011.31 | 7,207.74 | 7,735.56 |
| XIV | Total Comprehensive income for the period attributable to: | | | | | |
| | Owners of the Parent | 1,460.06 | 1,654.52 | 1,950.18 | 7,048.76 | 7,600.34 |
| | Non-Controlling Interest | (40.24) | 38.81 | 61.13 | 158.98 | 135.22 |
| XIII | Paid -up Equity Share Capital (Face value of Rs. 10/- each) | 1,000.53 | 1,000.53 | 1,000.53 | 1,000.53 | 1,000.53 |
| XIV | Other Equity excluding Revaluation Reserve as per Balance Sheet of Previous accounting year | | | | 45,462.36 | 39,858.83 |
| XV | Earnings Per Equity Share (Rs.) | | | | | |
| | Basic & Diluted | 16.69 | 16.40 | 19.51 | 73.21 | 73.45 |

Segment wise Revenue, Results and Capital Employed under clause 33 of the Listing Agreement

| Sl. No. | Particulars | Quarter Ended | | | Year Ended | |
|---------|---|---------------------------|------------------|-----------------------------|------------------|------------------|
| | | Mar 31' 2020 | Dec 31' 2019 | Mar 31' 2019 | Mar 31' 2020 | Mar 31' 2019 |
| | | (Audited) (Note No. 4) | (Unaudited) | (Unaudited) (Note No. 3) | (Audited) | (Audited) |
| 1. | Segment revenue | | | | | |
| | a) Chemicals | 8,526.88 | 8,010.72 | 10,265.80 | 34,347.90 | 38,763.86 |
| | b) General Engineering Products | 1,046.14 | 1,007.53 | 1,197.05 | 4,338.01 | 4,445.60 |
| | Less: Inter-Segment Revenue | (0.69) | (0.17) | (7.79) | (6.58) | (8.69) |
| | Gross Revenue | 9,572.33 | 9,018.08 | 11,455.06 | 38,679.33 | 43,200.77 |
| 2. | Segment Results (Profit (+) Loss (-) before tax and interest) | | | | | |
| | a) Chemicals | 2,108.48 | 1,894.45 | 2,731.65 | 8,347.93 | 10,810.59 |
| | b) General Engineering Products | 104.63 | 79.76 | 188.79 | 551.60 | 386.73 |
| | Total | 2,213.11 | 1,974.21 | 2,920.44 | 8,899.53 | 11,197.32 |
| | Less : Interest | 212.16 | 238.78 | 251.47 | 956.98 | 873.79 |
| | Less Other unallocable expenditure net off unallocable income | (291.91) | (93.38) | (79.85) | (493.33) | (244.07) |
| | Net Profit before exceptional items and tax | 2,292.86 | 1,828.81 | 2,748.82 | 8,435.88 | 10,567.60 |
| | Less : Exceptional Items | 175.58 | - | - | 175.58 | - |
| | Net Profit before Tax after exceptional items | 2,117.28 | 1,828.81 | 2,748.82 | 8,260.30 | 10,567.60 |
| 3. | Segment Assets | | | | | |
| | a) Chemicals | 64,420.77 | 56,034.53 | 50,215.01 | 64,420.77 | 50,215.01 |
| | b) General Engineering Products | 3,164.13 | 3,416.54 | 3,367.97 | 3,164.13 | 3,367.97 |
| | c) Unallocated | 2,133.31 | 8,333.94 | 9,538.32 | 2,133.31 | 9,538.32 |
| | Total Segment Assets | 69,718.21 | 67,785.01 | 63,121.30 | 69,718.21 | 63,121.30 |
| 4. | Segment Liabilities | | | | | |
| | a) Chemicals | 3,966.89 | 3,732.69 | 4,148.14 | 3,966.89 | 4,148.14 |
| | b) General Engineering Products | 763.59 | 713.88 | 868.13 | 763.59 | 868.13 |
| | c) Unallocated | 17,406.87 | 17,957.10 | 16,286.67 | 17,406.87 | 16,286.67 |
| | Total Segment Liabilities | 22,137.35 | 22,403.67 | 21,302.94 | 22,137.35 | 21,302.94 |

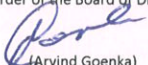
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Notes :

1. Previous Period's figures have been regrouped wherever necessary.
2. The Group is organised into two main business segments namely Chemicals and General Engineering Products.
3. The figures of the Subsidiary for the quarter ended March 31, 2019, included in the Statement of Consolidated Financial Results have been approved by the Holding Company's Board of Directors, not been subjected to review as the mandatory requirement for limited review has been made applicable for periods beginning April 01, 2019, pursuant to Regulation 33(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
4. The figures of last quarter are the balancing figures between audited figures in respect of full financial year and the published unaudited year to date figures upto third quarter of the current financial year.
5. The Group has adopted Ind-AS 116, 'Leases' effective April 01, 2019 and applied the standard to its lease. This has resulted in recognising a right-of-use-asset and a corresponding lease liability of Rs. 589.45 Lakhs as at April 01, 2019. The impact on the profit for the quarter and year ended March 31 2020 is not material.
6. Exceptional Item : There was a employees related case pending in 2nd Labour court, Pune since 2014. The 2nd Labour court issued an order and awarded against the subsidiary of the company. The estimated wage liability of Rs.175.58 Lakhs has been provided for during the quarter. The Company is in the process of filing an appeal before the Bombay High Court .
7. The Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property, plant and equipment, investments, inventories, receivables and other current assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group, as at the date of approval of these financial results has used internal and external sources on the expected future performance of the Group. The Group has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Group expects the carrying amount of these assets will be recovered and sufficient liquidity is available to fund the business operations for at least another 12 months. Given the uncertainty because of COVID-19, the final impact on the Group's assets in future may differ from that estimated as at the date of approval of these financial results.
8. The Board of Directors have recommended a Final Dividend of Rs. 6/- per equity share subject to the approval of the shareholders in the ensuing Annual General Meeting. With this, total dividend for the year (including Interim Dividend of Rs. 4/- per equity share of Rs. 10/- each paid during the year) is Rs. 10/- per equity share [i.e. 100%].
9. The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting held on 18th June 2020. The Auditors' of the company carried out the Audit of the same.

Place : Noida
Date : 18th June,2020

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

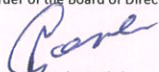
Oriental Carbon & Chemicals Limited
(Regd. Office : 31, Netaji Subhas Road, Kolkata 700001)
(CIN NO. - L 24297 WB 1978 PLC 031539)

Statement of Consolidated Audited Assets and Liabilities as at March 31' 2020

(Rs. in Lakhs)

| Sl. No. | Particulars | As At | As At |
|--|-------------|--------------------------------|--------------------------------|
| | | March 31' 2020 (Audited) | March 31' 2019 (Audited) |
| I. ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | | 35,350.93 | 36,012.99 |
| (b) Capital Work-in-progress | | 2,529.46 | 338.28 |
| (c) Other Intangible Assets | | 56.56 | 70.58 |
| (d) Intangible Assets under Development | | 2.66 | - |
| (e) Financial Assets | | | |
| (i) Investments | | 1,505.26 | 1,174.36 |
| (ii) Loans and Advances | | 49.19 | 29.51 |
| (iii) Other Financial Assets | | 723.59 | 693.15 |
| (f) Other Non Current Assets | | 1,964.78 | 118.34 |
| Total Non-Current Assets | | 42,182.43 | 38,437.21 |
| (2) Current Assets | | | |
| (a) Inventories | | 4,205.44 | 5,423.44 |
| (b) Financial Assets | | | |
| (i) Investments | | 235.14 | 8,152.83 |
| (ii) Trade Receivables | | 7,133.86 | 8,916.57 |
| (iii) Cash and Cash Equivalents | | 2,336.70 | 377.37 |
| (iv) Bank balances other than (iii) above | | 11,938.48 | 198.24 |
| (v) Loans and Advances | | 62.69 | 63.61 |
| (vi) Other Financial Assets | | 297.43 | 213.98 |
| (c) Current Tax Assets (Net) | | 215.13 | 18.06 |
| (d) Other Current Assets | | 1,110.91 | 1,319.99 |
| Total Current Assets | | 27,535.78 | 24,684.09 |
| Total Assets | | 69,718.21 | 63,121.30 |
| II. EQUITY AND LIABILITIES | | | |
| A. Equity | | | |
| (a) Equity Share Capital | | 1,000.53 | 1,000.53 |
| (b) Other Equity | | 45,462.36 | 39,858.83 |
| Total Equity | | 46,462.89 | 40,859.36 |
| B. Non Controlling Interest | | 1,117.97 | 959.00 |
| C. Liabilities | | | |
| (1) Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | 9,625.48 | 7,168.28 |
| (ii) Lease Liability | | 581.72 | - |
| (iii) Other Financial Liabilities | | 30.52 | 34.62 |
| (b) Provisions | | 286.54 | 306.97 |
| (c) Deferred Tax Liabilities (Net) | | 2,072.72 | 2,764.12 |
| Total Non-Current Liabilities | | 12,596.98 | 10,273.99 |
| (2) Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | | 3,883.96 | 3,728.65 |
| (ii) Lease Liability | | 4.03 | - |
| (iii) Trade Payables | | | |
| Dues of Micro Enterprises and Small Enterprises | | 98.07 | 123.08 |
| Dues of Creditors Other than Micro Enterprises and Small Enterprises | | 1,772.05 | 2,120.40 |
| (iv) Other Financial Liabilities | | 2,742.98 | 4,137.27 |
| (b) Other Current Liabilities | | 866.06 | 835.38 |
| (c) Provisions | | 173.22 | 84.17 |
| Total Current Liabilities | | 9,540.37 | 11,028.95 |
| Total Equity and Liabilities | | 69,718.21 | 63,121.30 |

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

Place : Noida
Date : 18th June, 2020

Oriental Carbon & Chemicals Limited
(Regd. Office : 31, Netaji Subhas Road, Kolkata 700001)
(CIN NO.- L 24297 WB 1978 PLC 031539)

Consolidated Audited Cash Flow Statement for the Year ended March 31' 2020

(Rs. in Lakhs)

| S.No. | Particulars | Year Ended | |
|-----------|---|-------------------|-------------------|
| | | Mar 31' 2020 | Mar 31' 2019 |
| A. | Cash Flow From Operating Activities | | |
| | Net Profit before tax | 8,260.30 | 10,567.60 |
| | Adjustments for: | | |
| | Depreciation and Amortisation including Impairment Loss | 2,144.31 | 2,026.28 |
| | Loss on Sale / Discard of Property, Plant & Equipment (Net) | (43.23) | 333.46 |
| | Finance Costs | 956.98 | 873.79 |
| | Interest Income | (456.11) | (171.29) |
| | Effect of Exchange Rate Change on Borrowings | 241.31 | 201.14 |
| | Loans and Debts earlier written off, now recovered | (54.58) | (28.66) |
| | Bad Advances / Debts | 16.36 | 61.21 |
| | Provision for Doubtful Debts | 0.13 | 2.68 |
| | (Gain) / Loss on Redemption / Sale of Current Investments | (290.19) | (117.78) |
| | Remeasurement Gain / (Loss) on Defined Benefit Plans | (73.03) | (16.11) |
| | (Gain) / Loss on financial assets measured at fair value through Profit or loss (Net) | (20.47) | (187.07) |
| | Dividend on Current Investments | - | (30.69) |
| | Operating Profit before Working Capital Changes | 10,681.78 | 13,514.56 |
| | Adjustments for : | | |
| | Trade and Other Receivables | 2,016.71 | (1,430.72) |
| | Inventories | 1,218.00 | (752.94) |
| | Trade and Other Payables | (861.38) | 20.81 |
| | Cash generated from Operations before tax | 13,055.11 | 11,351.71 |
| | Direct Tax Paid (Net) | (1,590.99) | (2,018.90) |
| | Net Cash from Operating Activities | 11,464.12 | 9,332.81 |
| B. | Cash Flow From Investing Activities | | |
| | Payments for purchase of Property, Plant & Equipment including Capital work in progress, Intangible Assets and Capital Advances | (5,046.27) | (2,284.95) |
| | Proceeds from sale of Property, Plant & Equipment | 287.79 | 95.07 |
| | Purchase and Sale of Non Current Investments (Net) | (611.11) | (200.00) |
| | Purchase and Sale of Current Investments (Net) | 8,228.35 | (2,568.64) |
| | Movement in Fixed deposits with Banks | (11,754.11) | (24.74) |
| | Dividend on Current Investments | - | 30.69 |
| | Interest Received | 374.04 | 26.36 |
| | Net Cash used in investing activities | (8,521.31) | (4,926.21) |
| C. | Cash Flow From Financing Activities | | |
| | Dividend Paid | (1,198.81) | (1,131.87) |
| | Tax on Dividend | (246.42) | (232.81) |
| | Payment for Buyback of Equity Shares & Cost (Gross) | - | (3,540.86) |
| | Proceeds from Borrowing - Non Current | 2,803.21 | 2,424.89 |
| | Repayment of Borrowing - Non Current | (1,595.41) | (1,964.34) |
| | Borrowing - Current (Net) | 212.29 | 310.98 |
| | Repayment of Lease Liability | (3.70) | - |
| | Interest and Financial Costs paid (excluding Transfer to Capital Work-in-Progress) | (954.64) | (859.16) |
| | Net Cash From Financing Activities | (983.48) | (4,993.17) |
| | Net increase/(decrease) in Cash and Cash Equivalents (A+B+C) | 1,959.33 | (586.57) |
| | Opening Balance of Cash and Cash Equivalents | 377.37 | 963.94 |
| | Closing Balance of Cash and Cash Equivalents | 2,336.70 | 377.37 |

By Order of the Board of Directors


(Arvind Goenka)
Managing Director

Place : Noida
Date : 18th June, 2020

Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
Oriental Carbon & Chemicals Limited

Report on the audit of the Consolidated Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date consolidated financial results of **Oriental Carbon & Chemicals Limited** ("Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("the Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended March 31, 2019, as reported in these consolidated financial results have been approved by the Holding Company's Board of Directors but have not been subjected to audit/review.

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 audited financial statements of the subsidiary, the Statement:

- i. includes the results of the following entity;
Subsidiary
Duncan Engineering Limited.
- ii. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive loss and other financial information of the Group for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical



requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to note no. 7 on the Statement, which describes the uncertainties and the impact of Covid-19 pandemic on the Group's operations and results as assessed by the management. Due to Covid-19 related lock-down restrictions, management of the Holding Company & subsidiary Company could not perform year-end physical verification of inventories at various locations. Further, our attendance at the physical Inventory verification done by the management subsequently, was impracticable under the lock-down restrictions imposed by the government. Consequently, we and the auditors of the subsidiary Company have performed alternative audit procedures to obtain comfort over the existence and condition of inventory at the year-end as per the guidance provided by SA 501 "Audit Evidence – Specific Considerations for Selected Items" and have obtained sufficient audit evidence. Our opinion is not modified in respect of this matter

Management's Responsibilities for the Consolidated Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive loss and other financial information of the Group in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group and are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the respective Company in the Group.



Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary company (based on the auditors report of the auditors of subsidiary company) has adequate internal financial controls with reference to consolidated financial statements of the Group in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group of which we are the independent auditors to express an opinion on the Statement. We are responsible for the direction, supervision, and performance of the audit of the financial information of such entities included in the



Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Other Matters

- i) The accompanying Statement includes the audited financial results, in respect of one subsidiary, whose financial statements include total assets of Rs 3265.32 lacs as at March 31, 2020, total revenues of Rs. 1055.29 lacs and Rs. 4438.97 lacs, total net profit/(loss) after tax of Rs. (80.48) lacs and Rs. 326.30 lacs, total comprehensive income/(loss) of Rs. (80.52) lacs and Rs. 318.03 lacs, for the quarter and the year ended on that date respectively, and net cash outflows of Rs. 197.34 lacs for the year ended March 31, 2020, as considered in the Statement which have been audited by other auditors whose report have been furnished to us by the management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above
Our opinion on the statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors.
- ii) The Statement includes the results for the quarter ended March 31, 2020 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S S KOTHARI MEHTA & COMPANY

Chartered Accountants

FRN - 000756N



Naveen Aggarwal

Partner

Membership No. 094380

UDIN : 20094380AAAADI4874

Place: Noida

Date: June 18, 2020

