

October 25, 2019

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

To  
The Manager  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Scrip Code: 539450**

**Scrip Symbol: SHK**

Dear Sir/ Madam,

**Sub: Submission of unaudited financial results for the quarter and half year ended September 30, 2019**

At the meeting of Board of Directors of the Company (“the Board”) held today, the Board has approved the unaudited financial results (standalone and consolidated) for the quarter and half year ended September 30, 2019 and took on record the Limited Review Report issued by Statutory Auditors in this regard.

Accordingly, please find enclosed the following:

- Unaudited financial results (standalone and consolidated) for the quarter and half year ended September 30, 2019 (“Results”)
- Limited Review Report issued by Statutory Auditors

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For S H Kelkar and Company Limited

  
Deepti Chandratre  
Company Secretary & Compliance Officer



*Encl: As above*



# B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
India

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## Limited review report on unaudited quarterly consolidated financial results and consolidated year-to-date results of S H Kelkar and Company Limited pursuant to Regulation 33 of the Listing Regulations for companies

### To the Board of Directors of S H Kelkar and Company Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of S H Kelkar and Company Limited, in which are incorporated returns from a Branch in Amsterdam and S H Kelkar Employee Benefit Trust (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”), and its share of the net profit after tax and total comprehensive income of its joint ventures for the quarter ended and year to date results for the period from 1 April 2019 to 30 September 2019 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).
2. This Statement, which is the responsibility of the Parent’s management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “*Interim Financial Reporting*” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

**Limited review report on unaudited quarterly consolidated financial results and consolidated year-to-date results of S H Kelkar and Company Limited pursuant to Regulation 33 of the Listing Regulations for companies (Continued)**

## S H Kelkar and Company Limited

4. The Statement includes the results of the following entities:

<b>Name of the entity</b>	<b>Relationship</b>
Saiba Industries Private Limited	Wholly Owned Subsidiary
Keva Flavours Private Limited	Wholly Owned Subsidiary
Rasiklal Hemani Agencies Private Limited	Wholly Owned Subsidiary
Keva Chemicals Private Limited (including its following wholly owned subsidiary) - Tanishka Fragrance Encapsulation Technologies LLP	Wholly Owned Subsidiary
Keva Fragrances Private Limited (including its following wholly owned subsidiary) - VN Creative Chemicals Private Limited (including its following joint venture) - Purandar Fine Chemicals Private Limited	Wholly Owned Subsidiary  Joint Venture
Keva U .K. Ltd (including its following wholly owned subsidiary) - PFW Aroma Ingredients B.V. - Keva Europe B.V.	Wholly Owned Subsidiary
Keva Fragrance Industries Pte Ltd. (including its following wholly owned subsidiaries) - PT SHKKEVA Indonesia - Anhui Ruibang Aroma Company Limited	Wholly Owned Subsidiary
Creative Flavours and Fragrances S.p.A	Joint Venture

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of the other auditor referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, 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.
6. We did not review the interim financial information of one subsidiary included in the Statement, whose interim financial information reflect total asset of Rs 84.27 crore as at 30 September 2019 and total revenue of Rs 22.84 crore and Rs. 35.69 crore, total net profit after tax of Rs 12.62 crore and Rs 13.91 crore and total comprehensive income of Rs 12.62 crore and Rs 13.91 crore, for the quarter ended 30 September 2019 and for the period from 1 April 2019 to 30 September 2019, respectively, and cash outflows of Rs 1.31 crore for the period from 1 April 2019 to 30 September 2019, as considered in the consolidated unaudited financial results. These interim financial information have been reviewed by other auditor whose report has been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

**Limited review report on unaudited quarterly consolidated financial results and consolidated year-to-date results of S H Kelkar and Company Limited pursuant to Regulation 33 of the Listing Regulations for companies (*Continued*)**

**S H Kelkar and Company Limited**

7. The Statement includes the interim financial information of eight subsidiaries which have not been reviewed, whose interim financial information reflect total assets of Rs. 100.55 crore as at 30 September 2019 and total revenues of Rs. 5.89 crore and Rs. 10.44 crore, total net loss after tax of Rs. 6.56 crore and Rs. 15.21 crore and total comprehensive loss of Rs. 7.36 crore and Rs 21.28 crore for the quarter ended 30 September 2019 and for the period from 1 April 2019 to 30 September 2019, respectively, and cash inflows (net) of Rs. 3.32 crore for the period from 1 April 2019 to 30 September 2019, as considered in the Statement. The Statement also includes the Group's share of net profit after tax of Rs. 0.38 crore and Rs. 0.15 crore and total comprehensive income of Rs. 0.38 crore and Rs. 0.15 crore for the quarter ended 30 September 2019 and for the period from 1 April 2019 to 30 September 2019, respectively, as considered in the consolidated unaudited financial results, in respect of two joint ventures, based on their interim financial information which have not been reviewed. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion on the Statement is not modified in respect of the matters stated in paragraph 6 and 7.

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

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



**Balajirao Pothana**  
*Partner*

Membership No.

UDIN: 19122632AAAABR5659

Mumbai  
25 October 2019

S H KELKAR AND COMPANY LIMITED

CIN : L74999MH1955PLC009593

Regd. Office : Devkaran Mansion, 36 Mangaldas Road, Mumbai - 400002 India

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STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2019

(Rupees In Crore, except for share data and if otherwise stated)

Particulars	Quarter Ended			Six Months Ended		Year Ended
	30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1. Revenue from Operations</b>						
(a.) Sales including Excise & GST	276.19	271.53	282.09	547.72	518.07	1,041.15
(b.) Other Operating Income	3.10	2.85	2.41	5.95	3.83	6.97
<b>2. Other Income (Refer note 4)</b>	0.61	1.38	5.04	1.99	7.32	23.36
<b>3. Total Income</b>	<b>279.90</b>	<b>275.76</b>	<b>289.54</b>	<b>555.66</b>	<b>529.22</b>	<b>1,071.48</b>
<b>4. Expenses</b>						
(a.) Cost of materials consumed	133.97	146.43	135.91	280.40	283.34	609.35
(b.) Purchase of stock in trade	24.45	-	13.01	24.45	13.01	13.01
(c.) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(0.13)	9.64	13.98	9.51	(1.29)	(31.59)
(d.) Employee benefits expense (Refer note 4)	38.37	32.09	37.60	70.46	66.70	128.09
(e.) Finance costs (Refer note 6)	7.13	7.00	1.89	14.13	3.40	13.95
(f.) Depreciation and amortisation expense (Refer note 6)	13.14	12.14	7.58	25.28	14.35	31.15
(g.) Other expenses (Refer note 6)	44.38	39.85	46.28	84.23	88.47	192.67
<b>Total Expenses</b>	<b>261.31</b>	<b>247.15</b>	<b>256.25</b>	<b>508.46</b>	<b>467.98</b>	<b>956.63</b>
<b>5. Profit before exceptional items and tax (3-4)</b>	<b>18.59</b>	<b>28.61</b>	<b>33.29</b>	<b>47.20</b>	<b>61.24</b>	<b>114.85</b>
<b>6. Exceptional Items</b>	-	-	-	-	-	-
<b>7. Profit before tax (5 - 6)</b>	<b>18.59</b>	<b>28.61</b>	<b>33.29</b>	<b>47.20</b>	<b>61.24</b>	<b>114.85</b>
<b>8. Tax expense</b>						
Current tax	5.44	7.09	16.94	12.53	26.95	35.19
Deferred tax	(1.82)	2.54	(12.06)	0.72	(12.07)	(8.18)
<b>9. Profit for the period (7 - 8)</b>	<b>14.97</b>	<b>18.98</b>	<b>28.41</b>	<b>33.95</b>	<b>46.36</b>	<b>87.84</b>
<b>10. Share of Profit/(Loss) in equity accounted investee (net of amortisation for the half year ended 30, Sep 19 Rs 0.61 crores ( for the half year ended 30, Sep 18 Rs Nil, for the quarter and year ended 31, March 19 Rs 1.22 crores ) on identified intangible assets resulting from purchase price allocation adjustment and tax )</b>	<b>0.38</b>	<b>(0.23)</b>	<b>0.37</b>	<b>0.15</b>	<b>1.11</b>	<b>0.41</b>
<b>11. Profit/(Loss) attributable to Non-controlling interests</b>	<b>(0.08)</b>	<b>0.29</b>	<b>(0.04)</b>	<b>0.21</b>	<b>(0.04)</b>	<b>(0.23)</b>
<b>12. Profit after Non-controlling interests (9 + 10 - 11)</b>	<b>15.43</b>	<b>18.46</b>	<b>28.82</b>	<b>33.89</b>	<b>47.51</b>	<b>88.48</b>
<b>13. Other Comprehensive Income</b>						
Items that will not be reclassified to profit or loss	(0.21)	(0.21)	0.03	(0.42)	0.06	(0.56)
Income Tax on relating to items that will not be reclassified to profit or loss	0.08	0.07	(0.02)	0.15	(0.03)	0.23
Items that will be reclassified to profit or loss	-	(0.83)	1.69	(0.83)	0.60	(6.15)
Income Tax on relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
<b>Other Comprehensive Income (net of tax)</b>	<b>(0.13)</b>	<b>(0.97)</b>	<b>1.70</b>	<b>(1.10)</b>	<b>0.63</b>	<b>(6.48)</b>
<b>14. Other Comprehensive Income (net of tax) attributable to Non-controlling interests</b>	-	-	-	-	-	-
<b>15. Other Comprehensive Income (net of tax) after Non-controlling interests (13 - 14)</b>	<b>(0.13)</b>	<b>(0.97)</b>	<b>1.70</b>	<b>(1.10)</b>	<b>0.63</b>	<b>(6.48)</b>
<b>16. Total Comprehensive Income for the period (9 + 10 + 13)</b>	<b>15.22</b>	<b>17.78</b>	<b>30.48</b>	<b>33.00</b>	<b>48.10</b>	<b>81.77</b>
<b>17. Total Comprehensive Income for the period attributable to Non controlling interests</b>	<b>(0.08)</b>	<b>0.29</b>	<b>(0.04)</b>	<b>0.21</b>	<b>(0.04)</b>	<b>(0.23)</b>
<b>18. Total Comprehensive Income for the period after Non controlling interests (16 - 17)</b>	<b>15.30</b>	<b>17.49</b>	<b>30.52</b>	<b>32.79</b>	<b>48.14</b>	<b>82.00</b>
<b>19. Paid-up equity share capital (Face Value of Rs 10 each)</b>	<b>141.05</b>	<b>144.62</b>	<b>144.62</b>	<b>141.05</b>	<b>144.62</b>	<b>144.62</b>
<b>20. Other Equity</b>						<b>718.73</b>
<b>21. Earnings Per Share (Face Value of Rs 10 each) (not annualised):(Refer note 10)</b>						
(a) Basic	1.09	1.31	2.01	2.40	3.32	
(b) Diluted	1.09	1.31	2.01	2.40	3.32	



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**S H KELKAR AND COMPANY LIMITED**

CIN : L74999MH1955PLC009593

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**Consolidated Segment-wise Revenue, Assets, Liabilities and Capital Employed for the Quarter and six months ended 30 September 2019**

(Rupees in Crore, except for share data and if otherwise stated)



Particulars	Quarter Ended			Six Months Ended		Year Ended
	30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1. Segment Revenue (Excluding Excise &amp; GST)</b>						
Fragrance	254.95	243.50	253.92	498.45	465.23	934.14
Flavours	21.24	28.03	28.17	49.27	52.84	107.01
<b>Total</b>	<b>276.19</b>	<b>271.53</b>	<b>282.09</b>	<b>547.72</b>	<b>518.07</b>	<b>1,041.15</b>
Other Operating Income	3.10	2.85	2.41	5.95	3.83	6.97
<b>Sales/ Income From Operations</b>	<b>279.29</b>	<b>274.38</b>	<b>284.50</b>	<b>553.67</b>	<b>521.90</b>	<b>1,048.12</b>
<b>2. Segment Results (Profit (+) / Loss(-) before tax and Interest from ordinary activities)</b>						
- Fragrance (Refer note - 3)	27.10	35.59	36.58	62.69	66.06	130.05
- Flavours	2.64	3.72	2.29	6.36	6.15	15.41
<b>Total</b>	<b>29.74</b>	<b>39.31</b>	<b>38.87</b>	<b>69.05</b>	<b>72.21</b>	<b>145.46</b>
Less: I) Finance costs	(7.13)	(7.00)	(1.89)	(14.13)	(3.40)	(13.95)
Add/(Less): Other unallocable income net of unallocable expenditure	(3.63)	(3.93)	(3.32)	(7.56)	(6.46)	(16.25)
<b>Total Profit Before Tax from ordinary activities and share of profit from Equity Investment in Joint Venture</b>	<b>18.98</b>	<b>28.38</b>	<b>33.66</b>	<b>47.36</b>	<b>62.35</b>	<b>115.26</b>
<b>3. Segment Assets</b>						
- Fragrance (Refer note - 4)	1,285.85	1,335.44	1,217.47	1,285.85	1,217.47	1,232.61
- Flavours	116.18	137.24	136.66	116.18	136.66	136.77
- Unallocated	76.75	102.20	58.99	76.75	58.99	75.71
<b>Total</b>	<b>1,478.78</b>	<b>1,574.88</b>	<b>1,413.12</b>	<b>1,478.78</b>	<b>1,413.12</b>	<b>1,445.09</b>
<b>4. Segment Liabilities</b>						
- Fragrance	127.55	187.83	208.91	127.55	208.91	163.07
- Flavours	19.58	16.52	16.31	19.58	16.31	16.41
- Unallocated	487.19	482.66	320.26	487.19	320.26	391.45
<b>Total</b>	<b>634.32</b>	<b>687.01</b>	<b>545.48</b>	<b>634.32</b>	<b>545.48</b>	<b>570.93</b>
<b>5. Capital Employed (Segment assets - Segment liabilities)</b>						
- Fragrance	1,158.30	1,147.61	1,008.56	1,158.30	1,008.56	1,069.54
- Flavours	96.60	120.72	120.35	96.60	120.35	120.36
- Unallocated	(410.44)	(380.46)	(261.27)	(410.44)	(261.27)	(315.74)
<b>Total</b>	<b>844.46</b>	<b>887.87</b>	<b>867.64</b>	<b>844.46</b>	<b>867.64</b>	<b>874.16</b>

**Notes on Segment Information:**

1. Segment Revenue , Results, Assets and Liabilities represent amounts identifiable to each of the segments. Other unallocable income net of unallocable expenditure mainly includes interest income, dividend income, income from current investments(net), expenses on common services not directly identifiable to individual segments, corporate expenses and unallocable exceptional items.

Segment Assets and Segment Liabilities are as at 30 September 2019, 30 June, 2019,30 September,2018 and 31 March, 2019.

2. Previous period figures have been re-grouped/ re-classified wherever necessary, to confirm to current period's classification.

3. Including share of profit from Equity Investment in Joint Ventures - Creative Flavours and Fragrances S.p.A.(CFF) & Purandar Fine Chemicals Pvt.Ltd.

4. Including Equity Investment in Joint Ventures - CFF & Purandar Fine Chemicals Pvt.Ltd.



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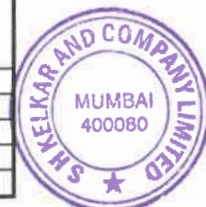
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(Rupees in Crore)

	Statement of Assets and Liabilities Particulars	CONSOLIDATED	
		As at 30 September 2019	
		Unaudited	Audited
<b>A</b>	<b>ASSETS</b>		
	<b>Non-current assets</b>		
1	Property, Plant and Equipment	414.19	369.42
	Capital work-in-progress	4.68	15.42
	Investment Property	13.60	13.83
	Goodwill	39.13	39.84
	Other Intangible assets	39.68	38.86
	Intangible Assets under Development	18.65	22.22
	Equity Accounted Investee	95.99	95.84
	Financial Assets		
	Investments*	0.00	0.00
	Loans	3.39	2.70
	Others	1.39	1.39
	Deferred tax assets (net)	24.56	25.51
	Other tax assets (net)	31.13	28.00
	Other non-current assets	23.80	21.77
	<b>Total non current assets</b>	<b>710.19</b>	<b>674.80</b>
2	<b>Current Assets</b>		
	Inventories	357.69	373.94
	Financial Assets		
	Investments	1.53	1.53
	Trade receivables	291.13	284.45
	Cash and cash equivalents	39.68	37.45
	Other bank balances	2.68	3.44
	Loans	7.27	6.16
	Others	2.66	2.24
	Other current assets	65.95	61.08
	<b>Total current assets</b>	<b>768.59</b>	<b>770.29</b>
	<b>TOTAL ASSETS</b>	<b>1478.78</b>	<b>1445.09</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>		
1	<b>Equity</b>		
	Equity share capital	141.05	144.62
	Other equity		
	Retained earnings	455.64	425.50
	Other Reserves	236.83	293.23
	<b>Equity attributable to owners of the Company</b>	<b>833.52</b>	<b>863.35</b>
	Non-Controlling Interest	10.94	10.81
	<b>Total equity</b>	<b>844.46</b>	<b>874.16</b>
2	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	Financial liabilities		
	Borrowings	51.98	69.97
	Others	1.09	1.98
	Provisions	0.34	0.87
	Deferred tax liabilities (net)	17.31	17.92
	<b>Total non-current liabilities</b>	<b>70.72</b>	<b>90.74</b>
	<b>Current liabilities</b>		
	Financial liabilities		
	Borrowings	376.05	264.00
	Trade payables		
	-total outstanding dues of micro enterprises and small enterprises	2.45	7.18
	-total outstanding dues of creditors other than micro enterprises and small enterprises	84.39	127.13
	Other financial liabilities	39.74	27.09
	Other current liabilities	20.09	13.64
	Provisions	9.83	10.08
	Current tax liabilities (net)	31.05	31.07
	<b>Total current liabilities</b>	<b>563.60</b>	<b>480.19</b>
	<b>Total Liabilities</b>	<b>634.32</b>	<b>570.93</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1478.78</b>	<b>1445.09</b>

\*Amount less than Rs. 0.01 crs



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Consolidated cash flow statement for period ended 30 September 2019

(Rupees in Crore)

IND AS Cash flow statement	30.09.2019	30.09.2018
	(Unaudited)	(Unaudited)
<b>A. Cash flows from operating activities</b>		
Profit before tax	47.22	61.25
<b>Adjustments for :</b>		
Depreciation and amortization	25.28	14.35
Interest income	(0.27)	(0.11)
Profit on sale of investment	(0.31)	(0.20)
(Profit)/loss on sale of fixed assets	(0.01)	1.37
Rent income	(0.68)	(0.38)
Interest expense	14.13	3.40
Provision for doubtful debts	1.30	1.04
Provision/ Liabilities no longer required written Back	(0.63)	(0.06)
Loss on derivative contract	0.13	0.75
Bad Debts written off	0.69	0.04
<b>Operating profit before working capital changes</b>	<b>86.85</b>	<b>81.45</b>
<b>Changes in working capital</b>		
(Increase)/ decrease in trade and other receivables	(8.67)	(12.02)
(Increase) / decrease in loans and advances	(1.80)	(0.83)
(Increase)/ decrease in inventories	16.26	(21.27)
(Increase) / Decrease in other current assets	(5.27)	(7.21)
(Increase) / Decrease in Non current assets	(3.46)	1.14
Increase /(decrease) in trade and other payables	(39.03)	10.03
Increase / (decrease) in Provision	(1.32)	0.20
<b>Net change in working capital</b>	<b>(43.29)</b>	<b>(29.97)</b>
<b>Cash flows generated from operating activities before taxes</b>	<b>43.56</b>	<b>51.48</b>
Direct taxes paid	(15.95)	(13.73)
<b>Net cash flows generated from operating activities (A)</b>	<b>27.61</b>	<b>37.75</b>
<b>B. Cash flows from investing activities</b>		
Purchase of Property, plant and equipment, investment property and intangibles	(14.85)	(90.82)
Proceeds from sale of fixed assets	0.01	(1.37)
Proceeds from sale of investments	0.31	0.20
Investment in mutual funds	-	0.03
Increase / (decrease) in non-current deposits with bank	0.77	1.88
Rent income	0.68	0.38
Interest received	0.24	0.17
<b>Net cash flows generated from / (used in) Investing activities (B)</b>	<b>(12.84)</b>	<b>(89.54)</b>
<b>C. Cash flows from financing activities</b>		
Proceeds from term loans	36.04	72.69
Payment for buyback of shares - equity	(3.57)	-
Payment for buyback of shares - security premium	(56.10)	-
Proceed from Sales of EBT Share under buy back (net)	1.20	-
Purchase of Treasury shares by Employee Benefit Trust	-	(18.34)
Dividend paid, including tax thereon	-	(30.26)
Interest paid	(13.97)	(3.27)
Increase/(Decrease) in Non Controlling interest	0.13	11.04
<b>Net cash flows generated from financing activities (C)</b>	<b>(36.27)</b>	<b>31.86</b>
<b>D. Net increase/ (decrease) in cash and cash equivalents ( A + B + C)</b>	<b>(21.50)</b>	<b>(19.92)</b>
<b>E. Cash and cash equivalents (beginning of the period)</b>	<b>(0.52)</b>	<b>14.82</b>
<b>G. Cash and cash equivalents at the end of the period (D+E+F)</b>	<b>(22.02)</b>	<b>(5.10)</b>
<b>Cash and cash equivalents (end of the period)</b>	<b>(22.03)</b>	<b>(5.10)</b>
Cash and cash equivalents comprise of :		
Balances with banks in -		
current accounts	26.94	17.63
exchange earners foreign currency account	12.49	8.56
Cash on hand	0.26	0.32
Bank overdraft	(61.71)	(31.61)
<b>Total Cash and cash equivalents</b>	<b>(22.03)</b>	<b>(5.10)</b>



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**Notes :**

- 1 The above consolidated financials results of S H Kelkar and Company Limited and its subsidiaries (collectively referred to as 'the Group') and its Joint ventures were reviewed by the Audit Committee at its meeting held on 25 October, 2019 and subsequently approved by the Board of Directors of S H Kelkar and Company Limited ('the Company') at its meeting held on 25 October, 2019 . The statutory auditors of the Company have conducted limited review of the above results for the quarter and six months ended 30 September, 2019 pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations, 2015") . The limited review does not contain any qualifications. The above results are filed with the Stock Exchanges and available on Group website -www.keva.co.in.
- 2 The Group has two reportable operating segments viz. Fragrances and Flavours, as per IND AS 108-Operating Segment. Fragrances segment manufactures/trades in fragrances and aroma ingredients. Flavours segment manufactures/trades in flavours.The financial information for these segments has been provided in Consolidated Financial Results as per IND AS 108.
- 3 Earning before interest,tax, depreciation and amortisation (EBITDA) before exceptional items for the quarter ended 30 September, 2019 at Rs 38.86 crores (for the quarter ended 30 September, 2018: Rs 42.76 crores) and for the six months ended 30 September, 2019 at Rs.86.61 crores.(for the six months ended 30 September, 2018: Rs 78.99 crores)
- 4 The Group had undertaken Business / Organisation restructuring during previous year and its associated one time cost of Rs 5.39 crores for the previous year is included in the Employment cost. Similarly, excess provision relating to the Employment cost of Rs 3.59 crores is disclosed under Other income for the previous year . There was Nil Business / Organisation restructuring cost for quarter ended 30 September, 2019 and quarter ending 30 June, 2019.
- 5 The Holding Company has entered into an agreement dated 15 January 2018 to acquire 51% of the share capital of Creative Flavours and Fragrances S.p.A. ("CFF"). The Group performed a purchase price allocation exercise basis fair valuation of assets and liabilities, which has resulted into amortisation charge on Intangible assets Rs. 0.31 crores (net of tax) for the quarter ended 30 September, 2019 and Rs 0.61 crores for half year ended 30th September,2019 (for the quarter ended 30 September, 2018: Rs.Nil and for Half year ended 30th September,2018 : Rs. Nil) and for the year ended 31 March, 2019 and for the year ended Rs. 1.22 crores (net of tax).
- 6 Effective 01 April, 2019 the Company has adopted Ind AS 116 "Leases". Due to transition the nature of expenses in respect of operating leases has changed from "lease rent" to "depreciation cost" and "finance cost" for the right- to-use assets and for interest accrued on lease liability respectively and therefore these expenses for the current period are not comparable to the previous periods disclosed. For the quarter ended and half year ended 30 September, 2019, on transition the adoption of new standard has resulted in increase in depreciation cost Rs. 3.15 crores, Rs 6.40 crores and finance cost Rs 1.03 crores, Rs. 2.03 crores with corresponding reduction in Rent expenses Rs.3.14 crores, Rs. 7.08 crores. The impact is reduction in profit before tax by Rs.1.03 crores, Rs. 1.34 crores respectively
- 7 During the quarter, Company had bought back its 33,00,000 equity shares, being 7.17% of the total paid up equity share capital at Rs 180 per equity share for an aggregate amount of Rs 59.40 crores and extinguished those shares on 7th August 2019.
- 8 The manufacturing activities at PFW Aroma Ingredients B.V. have been significantly scaled down in the previous year ended 31 March 2019. The Group is in advanced discussions for monetizing the plant infrastructure either by slump sale or through a new venture in collaboration with potential investors/ business partners and thus will recover most of the plant value in books.
- 9 Previous period figures have been regrouped and reclassified wherever necessary.
- 10 Basic and Diluted earning per share for the quarter and six months ended 30 September, 2019 and 30 September,2018 respectively and for the year ended 31 March, 2019 is adjusted for the effect of treasury shares held by the Company.



For and on behalf of Board of Directors

Kedar Vaze

Director and Chief Executive Officer

Place: Mumbai

Date: 25 October, 2019



# B S R & Co. LLP

Chartered Accountants

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N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
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## Limited review report on unaudited quarterly standalone financial results and standalone year-to-date results of S H Kelkar and Company Limited pursuant to the Regulation 33 of the Listing Regulations

### To the Board of Directors of S H Kelkar and Company Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of S H Kelkar and Company Limited for the quarter ended and year to date results for the period from 1 April 2019 to 30 September 2019 ("the Statement"), in which are incorporated returns from a Branch in Amsterdam and S H Kelkar Employee Benefit Trust.
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP  
Chartered Accountants

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



**Balajirao Pothana**  
Partner

Membership No.

UDIN: 19122632AAAABQ9193

Mumbai  
25 October 2019



STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2019

(Rupees In Crore, except for share data and if otherwise stated)

Particulars	Quarter Ended			Six Months Ended		Year Ended
	30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1. Revenue from Operations</b>						
(a.) Sales including Excise & GST	180.51	176.22	196.26	356.73	355.72	692.09
(b.) Other Operating Income	0.03	0.66	0.26	0.69	0.61	1.94
<b>2. Other Income (Refer note 4)</b>	4.71	3.42	3.19	8.13	6.28	18.89
<b>3. Total Income</b>	<b>185.25</b>	<b>180.30</b>	<b>199.71</b>	<b>365.55</b>	<b>362.61</b>	<b>712.92</b>
<b>4. Expenses</b>						
(a.) Cost of materials consumed	110.99	106.80	107.75	217.79	212.96	452.02
(b.) Purchase of stock in trade	-	-	5.41	-	5.41	5.41
(c.) Changes in inventories of finished goods, work-in-progress and stock-in-trade	4.84	8.02	4.56	12.86	(2.85)	(31.48)
(d.) Employee benefits expense (Refer note 4)	24.44	19.64	25.28	44.08	43.34	78.47
(e.) Finance Costs (Refer note 5)	4.35	3.61	0.91	7.96	2.02	6.51
(f.) Depreciation and amortisation expense (Refer note 5)	6.50	6.20	3.23	12.70	6.29	15.18
(g.) Royalty expense	4.49	4.67	5.33	9.16	9.69	18.50
(h.) Other expenses (Refer note 5)	21.90	20.55	26.88	42.45	50.98	106.10
<b>Total Expenses</b>	<b>177.51</b>	<b>169.49</b>	<b>179.35</b>	<b>347.00</b>	<b>327.84</b>	<b>650.71</b>
<b>5. Profit before exceptional items and tax (3-4)</b>	<b>7.74</b>	<b>10.81</b>	<b>20.36</b>	<b>18.55</b>	<b>34.77</b>	<b>62.21</b>
<b>6. Exceptional Items</b>	-	-	-	-	-	-
<b>7. Profit before tax (5 - 6)</b>	<b>7.74</b>	<b>10.81</b>	<b>20.36</b>	<b>18.55</b>	<b>34.77</b>	<b>62.21</b>
<b>8. Tax expense</b>						
Current tax	2.16	2.02	4.83	4.18	9.57	13.48
Deferred tax	(0.43)	1.69	1.64	1.26	1.54	3.76
<b>9. Net Profit for the period after tax (7 - 8)</b>	<b>6.01</b>	<b>7.10</b>	<b>13.89</b>	<b>13.11</b>	<b>23.66</b>	<b>44.97</b>
<b>10. Other Comprehensive Income</b>						
Items that will not be reclassified to profit or loss	(0.21)	(0.21)	0.03	(0.42)	0.06	(0.83)
Income Tax on relating to items that will not be reclassified to profit or loss	0.08	0.07	(0.01)	0.15	(0.02)	0.29
<b>Other Comprehensive Income (net of tax)</b>	<b>(0.13)</b>	<b>(0.14)</b>	<b>0.02</b>	<b>(0.27)</b>	<b>0.04</b>	<b>(0.54)</b>
<b>11. Total Comprehensive Income for the period (9 + 10)</b>	<b>5.88</b>	<b>6.96</b>	<b>13.91</b>	<b>12.84</b>	<b>23.70</b>	<b>44.43</b>
<b>12. Paid-up equity share capital (Face Value of Rs 10 each)</b>	<b>141.05</b>	<b>144.62</b>	<b>144.62</b>	<b>141.05</b>	<b>144.62</b>	<b>144.62</b>
<b>13. Other Equity</b>						<b>451.93</b>
<b>14 Earnings Per Share (Face Value of Rs 10 each) (not annualised): (Refer note 8)</b>						
(a) Basic	0.43	0.50	0.97	0.93	1.65	3.15
(b) Diluted	0.43	0.50	0.97	0.93	1.65	3.15

Notes :

- The above standalone financials results were reviewed by the Audit Committee on 25 October, 2019 and subsequently approved by the Board of Directors of S H Kelkar and Company Limited ("the Company") at its meeting held on 25 October, 2019. The statutory auditors of the Company have conducted limited review of the above results for the quarter and six months ended 30 September, 2019 pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations, 2015"). The limited review does not contain any qualifications. The above results are filed with the Stock Exchanges and available on Group website -www.keva.co.in.
- The Company is in the business of manufacturing of fragrances. The Company has only one reportable business segment of fragrances.
- Earning before interest, tax, depreciation and amortisation (EBITDA) before exceptional items for the quarter ended 30 September, 2019 at Rs 18.59 crores (for the quarter ended 30 September, 2018: Rs 24.50 crores) and for the six months ended 30 September, 2019 at Rs.39.21 crores.(for the six months ended 30 September, 2018: Rs 43.08 crores)
- The Group had undertaken Business / Organisation restructuring during previous year and its associated one time cost of Rs 5.39 crores for the previous year is included in the Employment cost. Similarly, excess provision relating to the Employment cost of Rs 3.59 crores is disclosed under Other income for the previous year. There was Nil Business / Organisation restructuring cost for quarter ended 30 September, 2019 and quarter ended 30 June, 2019.
- Effective 01 April, 2019 the Company has adopted Ind AS 116 "Leases". Due to transition, the nature of expenses in respect of operating leases has changed from "lease rent" to "depreciation cost" and "finance cost" for the right-to-use assets and for interest accrued on lease liability respectively and therefore these expenses for the current period are not comparable to the previous periods disclosed. For the quarter and half year ended 30 September, 2019, on transition, the adoption of new standard has resulted in increase in depreciation cost Rs.1.66 crores, Rs. 3.33 crores and finance cost Rs 0.53 crores, Rs. 1.08 crores with corresponding reduction in rent expenses Rs.1.64 crores, Rs. 3.59 crores. The impact is reduction in profit before tax by Rs.0.55 crores, Rs. 0.82 crores respectively.
- During the quarter, Company had bought back its 33,00,000 equity shares, being 7.17% of the total paid up equity share capital at Rs 180 per equity share for an aggregate amount of Rs 59.40 crores and extinguished those shares on 7th August, 2019.
- Previous period figures have been regrouped and reclassified wherever necessary.
- Basic and Diluted earnings per share for quarter and six months ended 30 September, 2019 and 30 September, 2018 respectively and year ended 31 March, 2019 is adjusted for the effect of treasury shares held by the Company.

For and on behalf of Board of Directors



*Kedar Vaze*

Kedar Vaze  
Director and Chief Executive Officer

S H KELKAR AND COMPANY LIMITED

CIN : L74999MH1955PLC009593

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(Rupees in Crore)

	Statement of Assets and Liabilities Particulars	STANDALONE	
		As at 30 September 2019	
		Unaudited	Audited
<b>A</b>	<b>ASSETS</b>		
	<b>Non-current assets</b>		
1	Property, Plant and Equipment	137.25	117.00
	Capital work-in-progress	1.48	5.33
	Investment Property	13.60	13.83
	Other Intangible assets	70.52	70.14
	Intangible Assets under Development	14.61	18.59
	<b>Financial Assets</b>		
	Investment in Subsidiaries and Joint Ventures	302.59	267.91
	Loans	1.13	1.14
	Deferred tax assets (net)	-	0.00
	Other tax assets (net)	23.50	21.80
	Other non-current assets	5.34	2.40
	<b>Total non current assets</b>	<b>570.02</b>	<b>518.14</b>
2	<b>Current Assets</b>		
	Inventories	186.89	185.96
	<b>Financial Assets</b>		
	Investments	1.53	1.53
	Trade receivables	142.32	125.81
	Cash and cash equivalents	4.36	6.08
	Other bank balances	0.88	0.19
	Loans	18.41	28.73
	Others	7.49	8.76
	Other current assets	7.47	15.94
	<b>Total current assets</b>	<b>369.35</b>	<b>373.00</b>
	<b>TOTAL ASSETS</b>	<b>939.37</b>	<b>891.14</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>		
1	<b>Equity</b>		
	Equity share capital	141.32	144.62
	<b>Other equity</b>		
	Retained earnings	280.01	268.00
	Other Reserves	129.04	183.94
	<b>Equity attributable to owners of the Company</b>	<b>550.37</b>	<b>596.56</b>
	<b>Total equity</b>	<b>550.37</b>	<b>596.56</b>
2	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	<b>Financial liabilities</b>		
	Borrowings	16.47	0.14
	Others	24.09	24.09
	Provisions	0.00	0.00
	Deferred tax liabilities (net)	6.10	4.97
	<b>Total non-current liabilities</b>	<b>46.66</b>	<b>29.20</b>
	<b>Current liabilities</b>		
	<b>Financial liabilities</b>		
	Short term borrowings	147.00	87.13
	Trade payables		
	-total outstanding dues of micro enterprises and small enterprises	2.04	4.79
	-total outstanding dues of creditors other than micro enterprises and small enterprises	143.17	139.00
	Other financial liabilities	26.46	15.56
	<b>Other current liabilities</b>		
	Provisions	14.05	9.20
	Current tax liabilities (net)	7.23	7.31
	Current tax liabilities (net)	2.39	2.39
	<b>Total current liabilities</b>	<b>342.34</b>	<b>265.38</b>
	<b>Total Liabilities</b>	<b>389.00</b>	<b>294.58</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>939.37</b>	<b>891.14</b>





S H KELKAR AND COMPANY LIMITED

CIN : L74999MH1955PLC009593

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Standalone cash flow statement for six months ended 30 September 2019

(Rupees in Crore)



IND AS Cash flow statement	30.09.2019	30.09.2018
	(Unaudited)	(Unaudited)
<b>A. Cash flows from operating activities</b>		
Profit before tax	18.55	34.77
<b>Adjustments for :</b>		
Depreciation and amortization	12.70	6.29
Interest income	(1.14)	(1.30)
Profit on sale of investment	(0.31)	(0.20)
Rent income	(2.49)	(2.36)
Interest expense	7.96	2.02
Provision for doubtful debts	0.66	0.61
Provision/ Liabilities no longer required written Back	(0.17)	-
Bad Debts written off	0.01	0.01
<b>Operating profit before working capital changes</b>	<b>35.77</b>	<b>39.84</b>
<b>Changes in working capital</b>		
(Increase)/ decrease in trade and other receivables	(17.19)	26.94
(Increase) / decrease in loans and advances	10.32	(7.92)
(Increase)/ decrease in inventories	(0.93)	(25.87)
(Increase) / Decrease in other current assets	9.73	3.48
(Increase) / Decrease in Non current assets	(2.11)	0.28
Increase /(decrease) in trade and other payables	10.22	34.57
Increase / (decrease) in Provision	(0.50)	0.81
<b>Net change in working capital</b>	<b>9.54</b>	<b>32.29</b>
<b>Cash flows generated from operating activities before taxes</b>	<b>45.31</b>	<b>72.15</b>
Direct taxes paid	(5.87)	(12.06)
<b>Net cash flows generated from operating activities (A)</b>	<b>39.44</b>	<b>60.09</b>
<b>B. Cash flows from Investing activities</b>		
Purchase of Property, plant and equipment and intangibles	(3.39)	(17.15)
Proceeds from sale of fixed assets	-	-
Proceeds from sale of investments	0.31	0.20
Investment in mutual funds	-	0.03
Increase / (decrease) in non-current deposits with bank	(0.69)	0.67
Rent income	2.49	2.37
Investment in equity shares of Joint Venture/Subsidiary	(34.67)	-
Interest received	1.14	1.30
<b>Net cash flows generated from /(used in) investing activities (B)</b>	<b>(34.81)</b>	<b>(12.58)</b>
<b>C. Cash flows from financing activities</b>		
Proceeds from term loans	62.85	12.27
Payment for buyback of shares - equity	(3.30)	-
Payment for buyback of shares - security premium	(56.10)	-
Proceed from Sales of EBT Share under buy back (net)	1.21	-
Purchase of Treasury shares by Employee Benefit Trust	-	(18.34)
Dividend paid, including tax thereon	-	(30.26)
Interest paid	(7.89)	(1.92)
<b>Net cash flows generated from financing activities (C)</b>	<b>(3.23)</b>	<b>(38.25)</b>
<b>D. Net increase/ (decrease) in cash and cash equivalents ( A + B + C)</b>	<b>1.40</b>	<b>9.26</b>
<b>E. Cash and cash equivalents (beginning of the period)</b>	<b>2.95</b>	<b>1.49</b>
<b>G. Cash and cash equivalents at the end of the period (D+E+F)</b>	<b>4.35</b>	<b>10.75</b>
<b>Cash and cash equivalents (end of the period)</b>	<b>4.36</b>	<b>10.74</b>
<b>Cash and cash equivalents comprise of :</b>		
Balances with banks in -		
current accounts	2.99	7.59
exchange earners foreign currency account	1.17	2.91
Cash on hand	0.20	0.25
<b>Total Cash and cash equivalents</b>	<b>4.36</b>	<b>10.74</b>



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