

## **INDEPENDENT AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF CLARIANT CHEMICALS (INDIA) LIMITED**

1. We have audited the accompanying Statement of Standalone Financial Results of **CLARIANT CHEMICALS (INDIA) LIMITED** ("the Company") for the year ended December 31, 2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 5 below. This Statement has been prepared on the basis of the related annual financial statements, which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related annual financial statements, which have been prepared in accordance with the Accounting Standards notified under the Companies Act, 1956 (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs) and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. Attention is invited to Note 8 of the Statement regarding figures for the quarter ended December 31, 2013 being balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.
4. 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 Clause 41 of the Listing Agreements with the Stock Exchanges; and
  - (ii) gives a true and fair view in conformity with the accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended December 31, 2013.

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# Deloitte Haskins & Sells

5. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged / encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding, in terms of Clause 35 of the Listing Agreements and the particulars relating to the investor complaints disclosed in Part II - Select Information for the year ended December 31, 2013 of the Statement, from the details furnished by the Management.

**For DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firm Registration No. 117365W)



U. M. Neogi  
Partner  
(Membership No. 30235)

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MUMBAI, February 26, 2014

**STATEMENT OF STANDALONE AUDITED RESULTS  
FOR THE YEAR ENDED DECEMBER 31, 2013**

(₹ in Lakhs)

Particulars (Refer Notes below)	3 months ended 31.12.2013	Preceding 3 months ended 30.09.2013	Corresponding 3 months ended 31.12.2012	12 months ended 31.12.2013	12 months ended 31.12.2012
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
<b>PART I</b>					
<b>1. Income from operations</b>					
(a) Net sales / Income from operations (Net of excise duty)	27053	34674	28276	121320	107123
(b) Other operating income	1007	847	764	3466	2505
<b>Total Income from operations (net)</b>	<b>28060</b>	<b>35521</b>	<b>29040</b>	<b>124786</b>	<b>109628</b>
<b>2. Expenses</b>					
(a) Cost of materials consumed	13844	16916	13948	59858	54724
(b) Purchases of stock-in-trade	4772	7373	4466	23534	16748
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	717	(1220)	353	(2304)	(2910)
(d) Power and fuel	1435	1429	1357	5410	5078
(e) Employee benefits expense	2112	2501	2273	10116	9062
(f) Depreciation and amortisation expense	555	619	562	2345	2160
(g) Other expenses	4738	4299	3225	16086	13228
<b>Total expenses</b>	<b>28173</b>	<b>31917</b>	<b>26184</b>	<b>115045</b>	<b>98090</b>
<b>3. Profit from operations before other income, finance costs and exceptional items (1- 2)</b>	<b>(113)</b>	<b>3604</b>	<b>2856</b>	<b>9741</b>	<b>11538</b>
4. Other income	585	279	317	1792	1914
<b>5. Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>472</b>	<b>3883</b>	<b>3173</b>	<b>11533</b>	<b>13452</b>
6. Finance costs	43	32	33	180	142
<b>7. Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>429</b>	<b>3851</b>	<b>3140</b>	<b>11353</b>	<b>13310</b>
8. Exceptional items	(1393)	12618	-	11225	921
<b>9. Profit from ordinary activities before tax (7+8)</b>	<b>(964)</b>	<b>16469</b>	<b>3140</b>	<b>22578</b>	<b>14231</b>
10. Tax expense (including tax on exceptional items)	(354)	4070	935	5901	4101
<b>11. Net Profit from ordinary activities after tax (9-10)</b>	<b>(610)</b>	<b>12399</b>	<b>2205</b>	<b>16677</b>	<b>10130</b>
12. Paid up equity share capital (Face value of ₹10/- each)	2666	2666	2666	2666	2666
13. Reserves excluding revaluation reserves as per Balance Sheet of previous accounting year				54769	47485
<b>14. Earnings per share (of ₹ 10/- each) Basic &amp; Diluted (in ₹) (Not annualised)</b>	<b>(2.29)</b>	<b>46.51</b>	<b>8.27</b>	<b>62.55</b>	<b>38.00</b>
<b>PART II : Select Information for the year ended December 31, 2013</b>					
<b>A PARTICULARS OF SHAREHOLDING</b>					
<b>1 Public shareholding</b>					
- Number of shares	9758665	9758665	9758665	9758665	9758665
- Percentage of shareholding	36.60	36.60	36.60	36.60	36.60
<b>2 Promoters and promoter group shareholding</b>					
a) Pledged / Encumbered	-	-	-	-	-
b) Non-encumbered					
- Number of shares	16902080	16902080	16902080	16902080	16902080
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00
- Percentage of shares (as a % of the total share capital of the company)	63.40	63.40	63.40	63.40	63.40
<b>B INVESTOR COMPLAINTS</b>					
Pending at the beginning of the quarter	-				
Received during the quarter	1				
Disposed of during the quarter	1				
Remaining unresolved at the end of the quarter	-				

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# Clariant Chemicals (India) Limited

Registered Office : P.O. Sandoz Bag, Kolshet Road Thane - 400 607



## SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT FOR THE YEAR ENDED DECEMBER 31, 2013

(₹ in Lakhs)

Particulars (Refer Notes below)	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	12 months ended	12 months ended
	31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.12.2012
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
<b>1. Segment revenue (Net sales / Income from operations)</b>					
Pigments and Colors	14178	14190	10474	53009	41941
Dyes and Specialty Chemicals	12875	20484	17802	68311	65182
<b>Total Net sales / Income from operations</b>	<b>27053</b>	<b>34674</b>	<b>28276</b>	<b>121320</b>	<b>107123</b>
<b>2. Segment results</b>					
Pigments and Colors	245	1941	1008	5076	5087
Dyes and Specialty Chemicals	605	2019	2221	6625	7869
<b>Total Segment results</b>	<b>850</b>	<b>3960</b>	<b>3229</b>	<b>11701</b>	<b>12956</b>
Less : (1) Finance costs	43	32	33	180	142
(2) Other unallocable expenditure net of unallocable income	378	77	56	168	(496)
<b>Total profit before exceptional items &amp; tax</b>	<b>429</b>	<b>3851</b>	<b>3140</b>	<b>11353</b>	<b>13310</b>
Exceptional items	(1393)	12,618	-	11225	921
<b>Profit from ordinary activities before tax</b>	<b>(964)</b>	<b>16469</b>	<b>3140</b>	<b>22578</b>	<b>14231</b>
<b>3. Capital employed (Segment assets - Segment liabilities)</b>					
Pigments and Colors	24844	23369	18517	24844	18517
Dyes and Specialty Chemicals	8789	9152	10872	8789	10872
<b>Total capital employed in segments</b>	<b>33633</b>	<b>32521</b>	<b>29389</b>	<b>33633</b>	<b>29389</b>
Add : Unallocable corporate assets less corporate liabilities	30040	31762	26185	30040	26185
<b>Total capital employed</b>	<b>63673</b>	<b>64283</b>	<b>55574</b>	<b>63673</b>	<b>55574</b>

## STANDALONE AUDITED STATEMENT OF ASSETS AND LIABILITIES AS AT DECEMBER 31, 2013

(₹ in Lakhs)

Particulars	As at	As at
	31.12.2013	31.12.2012
<b>A EQUITY AND LIABILITIES</b>		
<b>1. Shareholders' funds</b>		
(a) Share capital	2666	2666
(b) Reserves and surplus	54769	47485
<b>Sub-total - Shareholders' funds</b>	<b>57435</b>	<b>50151</b>
<b>2. Non-current liabilities</b>		
(a) Deferred tax liabilities (net)	724	538
(b) Other long-term liabilities	359	295
(c) Long-term provisions	2430	2572
<b>Sub-total - Non-current liabilities</b>	<b>3513</b>	<b>3405</b>
<b>3. Current liabilities</b>		
(a) Trade payables	17191	18455
(b) Other current liabilities	6494	3824
(c) Short-term provisions	6522	6305
<b>Sub-total - Current liabilities</b>	<b>30207</b>	<b>28584</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>91155</b>	<b>82140</b>
<b>B ASSETS</b>		
<b>1. Non-current assets</b>		
(a) Fixed assets	19292	18346
(b) Non-current investments	667	767
(c) Long-term loans and advances	4460	3286
<b>Sub-total - Non-current assets</b>	<b>24419</b>	<b>22399</b>
<b>2. Current assets</b>		
(a) Current investments	26073	22698
(b) Inventories	14563	16233
(c) Trade receivables	16922	14834
(d) Cash and cash equivalents	2260	1427
(e) Short-term loans and advances	5670	4212
(f) Other current assets	1248	337
<b>Sub-total - Current assets</b>	<b>66736</b>	<b>59741</b>
<b>TOTAL - ASSETS</b>	<b>91155</b>	<b>82140</b>

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## Clariant Chemicals (India) Limited

Registered Office : P.O. Sandoz Baug, Kolshet Road Thane - 400 607

### Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its respective meeting.
- The Board of Directors at its meeting held on February 26, 2014 has recommended the payment of final dividend of ₹ 20 per share. The final dividend together with interim dividend of ₹ 10 per share paid in August 2013, makes a total dividend of ₹ 30 per share for the year. (Previous year interim dividend ₹ 10 per share, final dividend ₹ 17.5 per share).
- Exceptional items comprise of the following (₹ in Lakhs) :
  - Termination benefit costs: year ended 31.12.2012 : ₹ 11
  - Profit on sale of premises : year ended 31.12.2012 : ₹ 932
  - Profit on sale of TPE business (Net of expenses incurred/committed to be incurred) : three month ended 30.09.2013: ₹ 12618 ; year ended 31.12.2013 : ₹ 11445 (Refer Note 4 below) and Adjustment for net assets transferred and expenses incurred: three month ended 31.12.2013: ₹ (1173)
  - Abandoned project writeoff : three months and year ended 31.12.2013 : ₹ 220
- In terms of the Agreement for Transfer of Business entered in to by the Company on September 28, 2013 with Archroma India Private Limited (Archroma), the business of Textile Chemicals, Paper Specialties and Emulsions (TPE Business), included in the Dyes and Specialty Chemicals Segment, has been transferred as on the closing date (September 30, 2013) as a going concern on slump sale basis for a lumpsum consideration of ₹ 20915 Lakhs.  
  
Pending receipt of certain approvals required for carrying on the TPE Business by Archroma post the closing date, the Company and Archroma entered in to a Business Continuation Agreement (BCA) in terms of which the Company has carried on the TPE Business in trust for Archroma till January 31, 2014 and the BCA is automatically terminated.

Net sales /income from operations, Profit before tax and Profit after tax of TPE Business included in the above results are given below (₹ in Lakhs) :

Particulars	3 months ended	Preceding	Corresponding	12 months ended	Previous year ended
	31.12.2013	3 months ended 30.09.2013	3 months ended 31.12.2012	31.12.2013	31.12.2012
Net sales / Income from operations	-	12640	10300	32244	37175
Profit before tax	-	1481	1381	3776	4576
Profit after tax	-	978	933	2529	3091

- The Board of Directors at its meeting held on December 16, 2013 has, subject to approval of members of the Company and such other approvals, as may be required, accorded its consent to transfer, sell or otherwise dispose off the business of leather services, included in the Dyes and Specialty Chemicals Segment, consisting of production facility for manufacture at Kanchipuram in Tamilnadu and laboratories, along with employees, assets, liabilities and including all licenses, land leases, permits, consents and approvals thereto as a going concern by way of a slump sale to Stahl India Pvt. Ltd. (SIPL), a company incorporated in India under the Companies Act, 1956, being an affiliate of Stahl Holdings B.V. Group for a consideration of not less than ₹ 156 crores, subject to necessary adjustment, if any, as on the effective date.

Net sales /income from operations, Profit before tax and Profit after tax of Leather Business included in the above results are given below (₹ in Lakhs) :

Particulars	3 months ended	Preceding	Corresponding	12 months ended	Previous year ended
	31.12.2013	3 months ended 30.09.2013	3 months ended 31.12.2012	31.12.2013	31.12.2012
Net sales / Income from operations	10008	5084	5213	25333	19019
Profit before tax	438	285	516	1731	2131
Profit after tax	289	188	349	1149	1440

- As per the resolution passed by postal ballot by the members of the Company on October 5, 2013, consent was accorded to the Board of Directors of the Company, subject to such approvals as may be required, to transfer, sell or otherwise dispose off the whole or substantially whole of the Company's assets consisting of property / land / undertaking located at Sandoz Baug, Kolshet, Thane at a price and on such terms and conditions, as may be deemed fit by the Board in the best interest of the Company.
- In accordance with the approval of the Board of Directors at its meeting held on December 16, 2013, the company has entered into an agreement with M/s. Plasticemix Industries (PI) for purchase of Masterbatches Business as going concern on slump sale basis for a consideration of about ₹ 135 crores subject to adjustment, if any, as on the effective date. The company expects to close the transaction as of April 2014.
- The figures of last quarter are the balancing figures between audited figures in respect of the full financial year upto December 31, 2013 and the unaudited published year-to-date figures upto September 30, 2013 being the date at the end of the third quarter of the financial year.
- Pursuant to the sale of TPE Business referred to in Note 4 above, the figures of the current year / periods are not strictly comparable with those of the previous year / periods. The figures for the previous periods have been regrouped / recasted wherever necessary to conform to the current period's classification.



Dr. Deepak Parikh  
Vice-Chairman & Managing Director

what is precious to you?

Mumbai, February 26, 2014

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