

# KALYANIWALLA & MISTRY ( Regd. )

CHARTERED ACCOUNTANTS

## Auditor's Report On Quarterly Consolidated Financial Results and Consolidated Year to Date Financial Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To  
**Board of Directors of Grindwell Norton Limited**

We have audited the quarterly consolidated financial results of **Grindwell Norton Limited** ("the Company") and its subsidiary (collectively referred to as 'the Group') for the quarter ended March 31, 2015, and the consolidated year to date financial results for the period from April 1, 2014 to March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosure regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosure made by the management and have not been audited by us. These quarterly consolidated financial results as well as the consolidated year to date financial results have been prepared on the basis of the consolidated interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Sec 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

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

We did not audit the financial statements of a subsidiary whose total assets, total revenue and profit after tax included in the consolidated quarterly financial results and consolidated year to date results are as enumerated below:

(Rs. In Lakh)

Particulars	Quarter ended March 31, 2015	For the Year ended March 31, 2015
Total Assets	2,926.41	2,926.41
Total Revenue	325.67	2,266.67
Profit after Tax	54.82	316.82

These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the group.

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

- (i) include the quarterly and year to date financial results of the Subsidiary Company Materials Bhutan Pvt. Ltd
- (ii) have been presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and

**KALYANIWALLA  
& MISTRY**

(iii) give a true and fair view of the consolidated net profit and other financial information for the quarter ended March 31, 2015 as well as consolidated year to date results for the period from April 1, 2014 to March 31, 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of consolidated public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

**For KALYANIWALLA & MISTRY  
CHARTERED ACCOUNTANTS  
Firm's Registration No: 104607W**



**ERMIN K. IRANI  
PARTNER**

**Membership No: 35646  
Place: Mumbai  
Date: May 14, 2015**

## GRINDWELL NORTON LIMITED

Regd. Office: Leela Business Park, 5th Level, Andheri-Kurla Road, Marol, Andheri (E), Mumbai 400 059.  
Tel.: - 022-40212121 \* Fax: 022-40212102 \* Email: sharecmpt.gno@saint-gobain.com \* Website: www.grindwellnorton.com  
CIN - L26593MH1950PLC008163

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH, 2015

(Rs. In lacs)

	Quarter ended 31-03-2015 Audited	Quarter ended 31-12-2014 Unaudited	Quarter ended 31-03-2014 Audited	Year ended 31-03-2015 Audited	Year ended 31-03-2014 Audited
<b>PART I</b>					
<b>1</b>	<b>Income from Operations</b>				
	29,558	27,751	25,518	112,795	95,836
	143	228	130	742	714
	<b>29,701</b>	<b>27,979</b>	<b>25,648</b>	<b>113,537</b>	<b>96,550</b>
<b>2</b>	<b>Expenses</b>				
a.	10,679	10,572	9,323	40,812	35,127
b.	1,980	2,091	1,894	8,387	7,655
c.	(426)	(751)	184	(1,027)	(1,483)
d.	3,569	3,159	2,949	13,285	11,423
e.	1,054	1,001	834	4,161	3,183
f.	1,927	1,969	1,848	7,621	7,480
g.	7,148	6,508	5,657	26,398	21,948
	<b>25,931</b>	<b>24,549</b>	<b>22,689</b>	<b>99,637</b>	<b>85,333</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs</b>				
	3,770	3,430	2,959	13,900	11,217
<b>4</b>	<b>Other income</b>				
	451	381	448	1,770	1,278
<b>5</b>	<b>Profit / (Loss) from ordinary activities before finance costs</b>				
	4,221	3,811	3,407	15,670	12,495
<b>6</b>	<b>Finance Costs</b>				
	79	72	72	291	305
<b>7</b>	<b>Profit / (Loss) before tax</b>				
	4,142	3,739	3,335	15,379	12,190
<b>8</b>	<b>Tax Expense</b>				
	1,384	1,190	835	4,960	3,748
<b>9</b>	<b>Net Profit / (Loss) after tax</b>				
	2,758	2,549	2,500	10,419	8,442
<b>10</b>	<b>Minority Interest</b>				
	(33)	(9)	(105)	(98)	(50)
<b>11</b>	<b>Net Profit/(Loss) for the period</b>				
	2,725	2,540	2,395	10,321	8,392
<b>12</b>	<b>Paid up Equity Share Capital (Face Value Rs. 5/- each)</b>				
	2,768	2,768	2,768	2,768	2,768
<b>13</b>	<b>Reserves excluding Revaluation Reserve</b>				
	-	-	-	58,480	52,670
<b>14</b>	<b>Basic &amp; Diluted Earnings per share (of Rs. 5/- each) (not annualised):</b>				
	4.92	4.59	4.33	18.64	15.16
<b>PART II</b>					
<b>A PARTICULARS OF SHAREHOLDING</b>					
<b>1</b>	<b>Public Shareholding</b>				
	22,681,648	22,681,648	22,681,648	22,681,648	22,681,648
	40.97%	40.97%	40.97%	40.97%	40.97%
<b>2</b>	<b>Promoters and Promoter Group Shareholding</b>				
a)	<b>Pledged/Encumbered</b>				
	-	-	-	-	-
b)	<b>Non-encumbered</b>				
	32,678,352	32,678,352	32,678,352	32,678,352	32,678,352
	<b>- Percentage of Shares</b>				
	100.00%	100.00%	100.00%	100.00%	100.00%
	<b>(i) As a % of total shareholding of Promoters and Promoter Group</b>				
	59.03%	59.03%	59.03%	59.03%	59.03%
	<b>(ii) As a % of total share capital of the Company</b>				

PARTICULARS	Quarter ended 31-03-2015
<b>B INVESTOR COMPLAINTS</b>	
- Pending at the beginning of the quarter	-
- Received during the quarter	-
- Disposed of during the quarter	-
- Remaining unresolved at the end of the quarter	-

## Notes:

- (a) The Company has opted to publish Consolidated Financial Results from the financial year 2014-15. The Consolidated Financial Results have been reviewed by the Audit Committee and the Board of Directors approved the same at their meeting held on 14th May, 2015.
- (b) The Financial Statements of the Subsidiary Company certified by the Management have been considered to prepare Consolidated Financial Results.
- (c) Key numbers of Standalone Financial Results of the Company for the quarter ended 31st March, 2015 are as under:

	Rs in lacs			
	Quarter ended		Year ended	
	31-03-2015 Audited	31-12-2014 Unaudited	31-03-2014 Audited	31-03-2014 Audited
Total Income from Operations	29,144	27,385	24,838	111,039
Profit / (Loss) before tax	4,041	3,684	3,198	14,923
Net Profit / (Loss) after tax	2,703	2,508	2,174	10,102

The Standalone Financial Results are available at the Company's website www.grindwellnorton.com and on the websites of the stock exchange www.bseindia.com and www.nseindia.com.

- The Board of Directors has recommended a dividend of Rs. 6.50 per share (Previous year Rs. 6.50 per share).
- The Company has revised the depreciation rate on certain fixed assets as per useful life specified in the Companies Act, 2013. The depreciation expenses for the quarter ended 31st March, 2015 is higher by Rs.128 lacs & for the year ended 31st March, 2015 is higher by Rs. 750 lacs. Depreciation of Rs.181 lacs (net of deferred tax) on account of assets whose useful life is already exhausted as on 1st April, 2014 have been adjusted to General Reserve.
- The Standalone Financial Statements of the Company for the year ended 31st March, 2015 & 31st March, 2014 have been audited. The unaudited Financial Statements of the Subsidiary Company which were certified by the Management have been considered in the Consolidated Financial Results for the year ended 31st March, 2015 & 31st March, 2014.
- Figures for the quarter ended March 31, 2015 represent the difference between the audited figures in respect of the full financial years and published figures of the nine months ended December 31, 2014.
- Previous period's figures have been recast wherever necessary.

Mumbai  
14th May, 2015



For GRINDWELL NORTON LIMITED

ANAND MAHAJAN  
Managing Director  
Director Identification No. 00066320

**CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

(Rs. Lacs)

	Quarter ended 31-03-2015	Quarter ended 31-12-2014	Quarter ended 31-03-2014	Year ended 31-03-2015	Year ended 31-03-2014
<b>1. Segment Revenue</b>					
(a) Abrasives	20,324	18,006	16,816	73,691	63,300
(b) Ceramics & Plastics	7,814	7,667	7,314	32,154	27,165
(c) Others	1,794	2,386	1,625	8,204	6,565
<b>Total</b>	<b>29,932</b>	<b>28,059</b>	<b>25,755</b>	<b>114,049</b>	<b>97,030</b>
Less: Inter-Segment Revenue	374	308	237	1,254	1,194
<b>Net sales &amp; Service Income</b>	<b>29,558</b>	<b>27,751</b>	<b>25,518</b>	<b>112,795</b>	<b>95,836</b>
<b>2. Segment Results</b>					
(a) Abrasives	2,876	2,425	2,038	9,997	7,764
(b) Ceramics & Plastics	1,059	953	1,101	4,392	3,714
(c) Others	354	367	267	1,294	1,148
<b>Total</b>	<b>4,289</b>	<b>3,745</b>	<b>3,406</b>	<b>15,683</b>	<b>12,626</b>
Less: (1) Interest	79	72	72	291	305
(2) Other unallocable (Income)/ Expenditure (net)	68	(66)	(1)	13	131
<b>Profit Before Tax</b>	<b>4,142</b>	<b>3,739</b>	<b>3,335</b>	<b>15,379</b>	<b>12,190</b>
<b>3. Capital Employed</b> (Segment Assets Less Segment Liabilities)					
(a) Abrasives	32,142	30,120	32,295	32,142	32,295
(b) Ceramics & Plastics	20,278	20,563	19,967	20,278	19,967
(c) Others	2,423	2,583	1,553	2,423	1,553
(d) Unallocated	7,902	11,234	3,562	7,902	3,562
<b>Total Capital Employed in Segments</b>	<b>62,745</b>	<b>64,500</b>	<b>57,377</b>	<b>62,745</b>	<b>57,377</b>



**CONSOLIDATED BALANCE SHEET AS AT 31st March, 2015**

(Rs. Lacs)

	As at 31-03-2015	As at 31-03-2014
<b>A EQUITY AND LIABILITIES</b>		
<b>1 SHAREHOLDERS' FUNDS</b>		
(a) Capital	2768	2768
(b) Reserves and Surplus	58815	53022
	<b>61583</b>	<b>55790</b>
<b>2 Minority Interest</b>	859	762
<b>3 Non-current liabilities</b>		
(a) Long-term borrowings	638	1177
(b) Deferred tax liabilities (net)	1874	1890
(c) Other long-term liabilities	608	566
(d) Long-term provisions	1458	1607
	<b>4578</b>	<b>5240</b>
<b>4 Current liabilities</b>		
(a) Short-term borrowings	853	464
(b) Trade payables	8872	7063
(c) Other Current liabilities	12233	9455
(d) Short-term provisions	4770	4572
	<b>26728</b>	<b>21554</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>93748</b>	<b>83346</b>
<b>B ASSETS</b>		
<b>1 Non-current assets</b>		
(a) Fixed assets	36696	38049
(b) Non-current investments	3515	3515
(c) Long-term loans and advances	1473	1507
	<b>41684</b>	<b>43071</b>
<b>2 Current assets</b>		
(a) Inventories	22505	18453
(b) Trade receivables	12303	8996
(c) Cash and cash equivalents	11350	8471
(d) Short-term loans and advances	4616	3371
(e) Other current assets	1290	984
	<b>52064</b>	<b>40275</b>
<b>TOTAL - ASSETS</b>	<b>93748</b>	<b>83346</b>



# KALYANIWALLA & MISTRY (Regd.)

CHARTERED ACCOUNTANTS

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## Auditor's Report On Quarterly Financial Results and Year to Date Financial Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To  
**Board of Directors of Grindwell Norton Limited**

We have audited the quarterly financial results of **Grindwell Norton Limited** ("the Company") for the quarter ended March 31, 2015, and the year to date financial results for the period from April 1, 2014 to March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosure regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosure made by the management and have not been audited by us. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Sec 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

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

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

- (i) are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- (ii) give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2015 as well as year to date results for the period from April 1, 2014 to March 31, 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

**For KALYANIWALLA & MISTRY  
CHARTERED ACCOUNTANTS  
Firm's Registration No: 104607W**



**ERMIN K. IRANI**

**PARTNER**

**Membership No: 35646**

Place: Mumbai

Date: May 14, 2015

**GRINDWELL NORTON LIMITED**

Regd. Office: Leela Business Park, 5th Level, Andheri-Kurla Road, Marol, Andhei (E), Mumbai 400 059.  
Tel.: - 022-40212121 \* Fax: 022-40212102 \* Email: sharecmt.gno@saint-gobain.com \* Website: www.grindwellnorton.com  
CIN - L26593MH1950PLC008163

AUDITED STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2015

(Rs. In lacs)

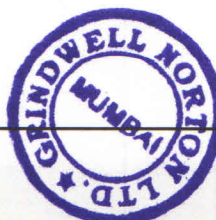
	Quarter ended 31-03-2015 Audited	Quarter ended 31-12-2014 Unaudited	Quarter ended 31-03-2014 Audited	Year ended 31-03-2015 Audited	Year ended 31-03-2014 Audited
<b>PART I</b>					
<b>1 Income from Operations</b>					
(a) Net Sales & Service Income	29,004	27,155	24,715	110,342	93,475
(b) Other Operating Income	140	230	123	697	686
<b>Total Income from Operations</b>	<b>29,144</b>	<b>27,385</b>	<b>24,838</b>	<b>111,039</b>	<b>94,161</b>
<b>2 Expenses</b>					
a. Consumption of Raw Materials	11,161	11,001	9,822	42,809	36,988
b. Purchase of Traded Goods	1,980	2,091	1,894	8,387	7,655
c. (Increase)/Decrease in stock in trade	(356)	(663)	33	(902)	(1,388)
d. Employees' Cost	3,518	3,097	2,898	13,060	11,212
e. Depreciation & Amortisation expenses	896	844	680	3,534	2,594
f. Power & Fuel	1,520	1,573	1,485	6,049	5,778
g. Other Expenses	6,892	6,157	5,332	25,125	20,770
<b>Total Expenses</b>	<b>25,611</b>	<b>24,100</b>	<b>22,144</b>	<b>98,062</b>	<b>83,609</b>
<b>3 Profit / (Loss) from operations before other income and finance costs</b>	<b>3,533</b>	<b>3,285</b>	<b>2,694</b>	<b>12,977</b>	<b>10,552</b>
4 Other Income	530	411	513	2,001	1,479
<b>5 Profit / (Loss) from ordinary activities before finance costs</b>	<b>4,063</b>	<b>3,696</b>	<b>3,207</b>	<b>14,978</b>	<b>12,031</b>
6 Finance Costs	22	12	9	55	44
<b>7 Profit / (Loss) before tax</b>	<b>4,041</b>	<b>3,684</b>	<b>3,198</b>	<b>14,923</b>	<b>11,987</b>
8 Tax Expense	1,338	1,176	1,024	4,821	3,755
<b>9 Net Profit/(Loss) for the period</b>	<b>2,703</b>	<b>2,508</b>	<b>2,174</b>	<b>10,102</b>	<b>8,232</b>
10 Paid up Equity Share Capital (Face Value Rs. 5/- each)	2,768	2,768	2,768	2,768	2,768
11 Reserves excluding Revaluation Reserve	-	-	-	58,599	53,008
12 Basic & Diluted Earnings per share (of Rs. 5/- each) (not annualised):	4.88	4.53	3.93	18.25	14.87
<b>PART II</b>					
<b>A PARTICULARS OF SHAREHOLDING</b>					
1 Public Shareholding					
- Number of Shares	22,681,648	22,681,648	22,681,648	22,681,648	22,681,648
- Percentage of Shareholding	40.97%	40.97%	40.97%	40.97%	40.97%
2 Promoters and Promoter Group Shareholding					
a) Pledged/Encumbered	-	-	-	-	-
b) Non-encumbered					
- Number of Shares	32,678,352	32,678,352	32,678,352	32,678,352	32,678,352
- Percentage of Shares					
(i) As a % of total shareholding of Promoters and Promoter Group	100.00%	100.00%	100.00%	100.00%	100.00%
(ii) As a % of total share capital of the Company	59.03%	59.03%	59.03%	59.03%	59.03%

	PARTICULARS	Quarter ended 31-03-2015
<b>B INVESTOR COMPLAINTS</b>		
- Pending at the beginning of the quarter	-	-
- Received during the quarter	-	-
- Disposed of during the quarter	-	-
- Remaining unresolved at the end of the quarter	-	-

**Notes:**

- The above financial results were reviewed by the Audit Committee and the Board of Directors approved the same at their meeting held on 14th May, 2015.
- The Board of Directors has recommended a dividend of Rs. 6.50 per share (Previous year Rs. 6.50 per share).
- The Company has revised the depreciation rate on certain fixed assets as per useful life specified in the Companies Act, 2013. The depreciation expenses for the quarter ended 31st March, 2015 is higher by Rs.128 lacs & for the year ended 31st March, 2015 is higher by Rs. 750 lacs. Depreciation of Rs.181 lacs (net of deferred tax) on account of assets whose useful life is already exhausted as on 1st April, 2014 have been adjusted to General Reserve.
- Figures for the quarter ended March 31, 2015 represent the difference between the audited figures in respect of the full financial years and published figures of the nine months ended December 31, 2014.
- Previous period's figures have been recast wherever necessary.

Mumbai  
14th May, 2015



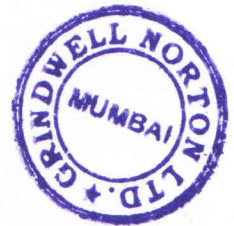
For GRINDWELL NORTON LIMITED

*[Signature]*  
ANAND MAHAJAN  
Managing Director  
Director Identification No. 00066320

**STANDALONE SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

(Rs. Lacs)

	Quarter ended 31-03-2015	Quarter ended 31-12-2014	Quarter ended 31-03-2014	Year ended 31-03-2015	Year ended 31-03-2014
<b>1. Segment Revenue</b>					
(a) Abrasives	20,324	18,006	16,816	73,691	63,300
(b) Ceramics & Plastics	7,260	7,071	6,511	29,701	24,804
(c) Others	1,794	2,386	1,625	8,204	6,565
<b>Total</b>	<b>29,378</b>	<b>27,463</b>	<b>24,952</b>	<b>111,596</b>	<b>94,669</b>
Less: Inter-Segment Revenue	374	308	237	1,254	1,194
<b>Net sales &amp; Service Income</b>	<b>29,004</b>	<b>27,155</b>	<b>24,715</b>	<b>110,342</b>	<b>93,475</b>
<b>2. Segment Results</b>					
(a) Abrasives	2,876	2,425	2,038	9,997	7,764
(b) Ceramics & Plastics	901	838	901	3,700	3,250
(c) Others	354	367	267	1,294	1,148
<b>Total</b>	<b>4,131</b>	<b>3,630</b>	<b>3,206</b>	<b>14,991</b>	<b>12,162</b>
Less: (1) Interest	22	12	9	55	44
(2) Other unallocable (Income)/ Expenditure (net)	68	(66)	(1)	13	131
<b>Profit Before Tax</b>	<b>4,041</b>	<b>3,684</b>	<b>3,198</b>	<b>14,923</b>	<b>11,987</b>
<b>3. Capital Employed</b> (Segment Assets Less Segment Liabilities)					
(a) Abrasives	32,142	30,120	32,295	32,142	32,295
(b) Ceramics & Plastics	18,900	19,056	18,366	18,900	18,366
(c) Others	2,423	2,583	1,553	2,423	1,553
(d) Unallocated	7,902	11,234	3,562	7,902	3,562
<b>Total Capital Employed in Segments</b>	<b>61,367</b>	<b>62,993</b>	<b>55,776</b>	<b>61,367</b>	<b>55,776</b>





**STANDALONE BALANCE SHEET AS AT 31st March, 2015**

(Rs. Lacs)

	As at 31-03-2015	As at 31-03-2014
<b>A EQUITY AND LIABILITIES</b>		
<b>1 SHAREHOLDERS' FUNDS</b>		
(a) Capital	2768	2768
(b) Reserves and Surplus	58934	53360
	61702	56128
<b>2 Non-current liabilities</b>		
(a) Deferred tax liabilities (net)	2146	2156
(b) Other long-term liabilities	608	566
(c) Long-term provisions	1450	1596
	4204	4318
<b>3 Current liabilities</b>		
(a) Short-term borrowings	227	-
(b) Trade payables	8560	7233
(c) Other Current liabilities	11359	8587
(d) Short-term provisions	4770	4572
	24916	20392
<b>TOTAL - EQUITY AND LIABILITIES</b>	90822	80838
<b>B ASSETS</b>		
<b>1 Non-current assets</b>		
(a) Fixed assets	33344	34174
(b) Non-current investments	5549	5549
(c) Long-term loans and advances	1459	1494
	40352	41217
<b>2 Current assets</b>		
(a) Inventories	21284	17819
(b) Trade receivables	11958	8575
(c) Cash and cash equivalents	11311	8438
(d) Short-term loans and advances	4366	3384
(e) Other current assets	1551	1405
	50470	39621
<b>TOTAL - ASSETS</b>	90822	80838

