

EPL / FINC / 2016-17
Dated 27.10.2016



To,
BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers, Dālal Street,
Mumbai – 400 001
Fax : (022)- 2272 2037/39/41/61 or 2272 3121/3719

Sub: Half Yearly Communication pursuant to the Listing Agreement for Debt Securities Rs 90 Crores NCD – September 2016

Dear Sir,

This has reference to the privately placed Secured Redeemable Non-Convertible Debentures issued by us ("Company") and listed on the WDM Segment of BSE Limited.

Pursuant to Regulation 52(4), 56 and 57 of the Listing Obligation and Disclosure Requirement 2015 amended time to time for Debt Securities, a half yearly communication, we hereby confirm the following in respect of the Listed Debt Securities issued by the Company -

Scrip ID	10EPL2021A and 10EPL2021B
ISIN No.	INE255A07514 and INE255A07522
Credit Rating	Long Term credit rating – CARE AA (Double A) by Credit Analysis and Research Limited (CARE)
Asset Cover available (as on 30.09.2016)	Based on loan outstanding as on 30.09.2016, Asset Cover is 5.09x
Debt Equity ratio (as on 30.09.2016)	Debt / Equity = 0.40x
Previous due date for the payment of interest and actual payment	Previous interest payment was due on 18 th October, 2016 and paid on 18 th October, 2016.
Next due date for the payment of interest	18 th November, 2016
Previous due date for the payment of Principal and actual payment	Payment of principal has not been commenced yet
Next due date for the payment of Principal	Payment of principal has not been commenced yet

We further confirm that we are in compliance with the terms of issue of the NCDs and Regulation 57(2) of SEBI (Listing Obligation and Disclosure Requirement) 2015. We are enclosing herewith the Statement of unaudited financial results for the half year ended 30th September, 2016 for your record.

Thanking You,
Yours Faithfully

For Essel Propack Limited

Mr. A. V. Ganapathy

Mr. A. V. Ganapathy
Chief Financial Officer - Global



ESSEL PROPACK LIMITED
Top Floor, Times Tower, Kamala City
Senapati Bapat Marg, Lower Parel
Mumbai 400 013, India
T : +91-22-2481 9000 / 9200
F : +91-22-2496 3137 | www.esselpropack.com

Registered Office:
P. O. Vasind
Taluka Shahpur
Dist. Thane, Maharashtra 421 604, India

CIN: L74950MH1982PLC028947



ATSL/CO/16-17/3153

27th October, 2016

Essel Propack Limited

10th Floor, Times Tower,
Kamala City,
Senapati Bapat Marg,
Lower Parel,
Mumbai 400 013

Kind Attn: Shri Amit Jain / Shri Malay Vaishnav

Dear Sir,

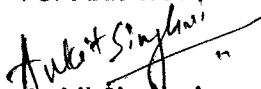
Re.: Non-Convertible Debentures aggregating Rs. 90 Crores issued by Essel Propack Limited - Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015

This has reference to the privately placed secured redeemable non-convertible debentures aggregating Rs. 90 crores issued by Essel Propack Limited ("Company") and listed on the Bombay Stock Exchange ("Listed Debt Securities").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said aforesaid information vide your letter reference no. EPL/FINC/2016-17 dated 27th October, 2016 (enclosed herewith) along with the relevant/necessary supporting and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Yours sincerely,
For **Axis Trustee Services Limited**


Ankit Singhvi
Senior Manager

Encl: As Above

AXIS TRUSTEE SERVICES LTD.

(A wholly owned subsidiary of Axis Bank)

Corporate Identity Number (CIN): U74999MH2008PLC182264

CORPORATE & REGISTERED OFFICE : Axis House, Ground Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

TEL : 022-6226 0054 / 6226 0050 Website: www.axistrustee.com

Pankaj Gautam & Co.

Chartered Accountants

To,
Axis Trustee Services Limited
2nd Floor, Axis House
Bombay Dyeing Mills Compound
Pandurang Budhakar Marg, Worli
Mumbai – 400 025.

Dear Sir,

Re: - Debenture Trust Deed Compliance as on 30th September, 2016.

We, Pankaj Gautam & Co, Chartered Accountants, have examined the books of account based on unaudited financial results for period ended 30th September, 2016 and other relevant records and documents of **Essel Propack Limited** ("the Company") having its Registered Office at P.O. Vasind, Taluka – Shahpur, District – Thane, Maharashtra – 421604 and Corporate Office at Top Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, for the purpose of certifying the half yearly compliance related to existing outstanding Non-Convertible Debentures of Rs. 90 Crores.

With reference to Debenture Trust Deed cum Mortgage deed executed dated 9th February, 2015 and Debenture Trust Agreement executed in favour of Axis Trustee Services Limited, we hereby confirm:

Sr. No.	Particulars	Comments
1.	The secured assets are fully insured against all risks as per the Debenture Trust Deed	Company has taken insurance policy from IFFCO Tokio General Insurance Company Limited to secure its fixed assets and current assets for the period 01.04.2016 to 31.03.2017 and the policy has been duly endorsed in favour of Axis Trustee Services Limited.
2.	The Security Cover available and that the Security Cover is maintained in accordance with the terms of issue of Debentures	As per information and explanation provided to us and based on records available for verification, security cover is 5.09 times based on written down value of fixed assets (excluding Chakan, land and building of Goa and Murbad plants) of the Company as on 30 th September, 2016 and the realizable value of property as at 29 May, 2012 owned by Aqualand (India) Limited (based on Valuation Report dated 9 June, 2012).
3.	The Debt Equity ratio maintained by the Company	As per information and explanation provided to us and based on records available for verification, Debt equity ratio is 0.40 times as on 30 th September, 2016.

Peninsula Business Park

Tower B, 1102, 11th Floor, Senapati Bapat Road, Lower Parel, Mumbai – 400 013, Maharashtra, India
Tel: +91 (22) 6687 9393, Fax : +91 (22) 6687 9898, Email: pjain@pankajgautam.co.in

Pankaj Gautam & Co.

Chartered Accountants

Sr. No.	Particulars	Comments
		Debt/Equity Ratio = Total borrowings / (Equity share capital + Reserves and Surplus)
4.	The utilisation of the proceeds of Debenture issue including the deviations, if any	As per certificate dated 19 th December, 2014 issued by U.S. Rao & Co. Chartered Accountants, proceeds of Non-convertible Debentures have been utilized for purpose for which the funds were raised.
5.	The Company has transferred sum equivalent to 25% of the value of Debentures to Debenture Redemption Reserve at the end of each financial year from the year in which Debentures were issued as mentioned in Circular No. 04/2013 dated 11/02/2013 issued by Ministry of Corporate affairs	As per MCA Circular No 04/2013 dated 11 February, 2013, Company is required to create Debenture Redemption Reserve (DRR) of Rs. 22.50 Crores by 31 March, 2019. As at 30 th September, 2016, Company has created DRR of Rs. 15.00 Crores.
6.	The Company has invested a sum not less than 15% of the amount of debentures maturing during the F.Y. 2014-2015 in prescribed modes before 30 April, 2015, as mentioned in Circular No. 04/2013 dated 11 February, 2013 issued by Ministry of Corporate Affairs	The repayment of debentures will commence from 25 April, 2019 onwards on yearly basis and hence the requirement to create 15% reserve is not applicable for F.Y. 2016-17.

This certificate is issued at the request of the management of the Company for onward submission to the Axis Trustee Services Limited.

For Pankaj Gautam & Co

Chartered Accountants

Firm Registration Number 139474W

Pankaj Jain

Proprietor

Membership Number 147525

Mumbai, 27 October, 2016



Peninsula Business Park

Tower B, 1102, 11th Floor, Senapati Bapat Road, Lower Parel, Mumbai – 400 013, Maharashtra, India
Tel: +91 (22) 6687 9393, Fax : +91 (22) 6687 9898, Email: pjain@pankajgautam.co.in

27 October 2016

Corporate Service Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai 400 051
Script: Equity 500135. NCDs 951429 & 951430	Trading Symbol: ESSELPACK

Ref.: Essel Propack Limited

Sub.: Unaudited financial results for the quarter and half year ended 30 September 2016 and outcome of the Board Meeting.

Dear Sirs,

This is to inform you that the Board of Directors of the Company at its meeting held on today i.e. 27 October 2016, *inter alia*, has approved the following.

- (1) Unaudited financial results for the quarter and half year ended 30 September 2016 of the Company's India standalone operations and consolidated of global operations.

Please find attached herewith the above mentioned financial results and Limited Review Report issued by M/s. MGB & Co. LLP, the Statutory Auditors of the Company, on the above mentioned financial results.

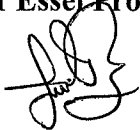
The above referred meeting was commenced at 12:30 noon and concluded at 5:55 p.m.

The above is pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for your information and record.

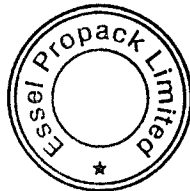
Kindly acknowledge the receipt.

Thanking You

Yours faithfully
For **Essel Propack Limited**



Suresh Savaliya
Head - Legal & Company Secretary



Filed online

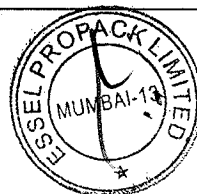
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ESSEL PROPACK LIMITED CIN: L74950MH1982PLC028947 Regd. Office : P.O. Vasind, Taluka Shahapur, Dist. Thane, Maharashtra-421 604						
GLOBAL OPERATIONS						
UNAUDITED CONSOLIDATED FINANCIAL RESULTS					₹ in Lacs	
FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016.						
Particulars	Quarter ended			Half Year ended		
	30-Sep	30 Jun	30-Sep	30-Sep	30-Sep	
	2016	2016	2015	2016	2015	
Unaudited						
1	Income from operations					
a.	Sales / Income from Operations (Inclusive of excise duty)	58091	53951	53321	112042	110243
b.	Other Operating Income	1520	1039	609	2559	1368
	Total Income from operations	59611	54990	53930	114601	111611
2	Expenses					
a.	Cost of materials consumed	26597	24637	20472	51234	47775
b.	Changes in inventories of finished goods, and goods-in-process	(1475)	(2484)	726	(3959)	(1147)
c.	Employee benefits expense	9930	9865	9337	19795	18944
d.	Depreciation and amortisation expense	3307	3134	2995	6441	6113
e.	Excise duty on sales	2252	2187	1976	4439	3648
f.	Other expenses	11166	11022	10471	22188	21350
	Total expenses	51777	48361	45977	100138	96683
3	Profit from Operations before other income, finance costs and exceptional items (1-2)	7834	6629	7953	14463	14928
4	Other income	462	461	448	923	914
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	8296	7090	8401	15386	15842
6	Gain/(Loss) on Foreign Exchange Fluctuations (Net)	(75)	66	(286)	(9)	(339)
7	Finance costs	1413	1311	1550	2724	3372
8	Profit from ordinary activities after finance costs but before exceptional items (5+6-7)	6808	5845	6565	12653	12131
9	Exceptional (income) / expense	(2,392)	-	(1,101)	(2,392)	(1,101)
10	Profit from ordinary activities before tax (8-9)	9200	5845	7666	15045	13232
11	Tax expense (Current tax, Deferred tax, MAT credit entitlement, excess provisions)	2133	2015	2210	4148	4208
12	Net Profit from ordinary activities after tax (10-11)	7067	3830	5456	10897	9024
13	Extraordinary Item	-	-	-	-	-
14	Net Profit after tax before minority interest and share of profit / (loss) of associate (12-13)	7067	3830	5456	10897	9024
15	Add : Share of Profit of associates	73	4	184	77	254
16	Less : Non controlling interest	(63)	(72)	(84)	(135)	(174)
17	Net Profit for the period (14+15+16)	7077	3762	5556	10839	9104
18	Other Comprehensive Income net of Income tax	(803)	(787)	(410)	(1,590)	613
19	Total Comprehensive Income net of Income tax (17+18)	6274	2975	5146	9249	9717
20	Paid-up Equity Share Capital (Face Value Rs. 2/- Reserve excluding Revaluation Reserves as per Balance Sheet of previous accounting year	3142	3142	3142	3142	3142
22	Earnings per Share (EPS)					
	Basic (not annualised)	4.50	2.40	3.54	6.90	5.80
	Diluted EPS (not annualised)	4.46	2.39	3.53	6.85	5.79
23	Debt Redemption Reserve *				1500	750
24	Net Worth *				102692	92431
25	Debt Equity Ratio *				0.87	0.88
26	Debt Service Coverage Ratio (DSCR) *				2.05	1.73
27	Interest Service Coverage Ratio (ISCR) * \$				5.62	4.66
28	Paid-up Debt Capital *@				9000	9000

* Information provided pursuant to Chapter V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

@ Paid up Debt Capital represents Rated, Listed, Secured, Redeemable Non-Convertible Debentures issued on private placement basis.

\$ ISCR = Earning before finance costs and tax / Finance costs; DSCR = Cash profit before finance costs / {Finance costs + Principal repayment (excluding pre payment) during the period}; Debt/ Equity Ratio = Total Borrowings / (Equity Share Capital + Reserves & Surplus)



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ESSEL PROPACK LIMITED CIN: L74950MH1982PLC028947 Regd. Office : P.O. Vasind, Taluka Shahapur, Dist. Thane, Maharashtra-421 604					
GLOBAL OPERATIONS UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016.					₹ in Lacs
Consolidated Segment Information	Quarter ended			Half year ended	
	30-Sep	30-Jun	30-Sep	30-Sep	30-Sep
	2016	2016	2015	2016	2015
Unaudited					
Segment Revenue					
A AMESA	25652	24291	22776	49943	50737
B EAP	14543	12875	14851	27418	28247
C AMERICAS	12634	11147	11211	23781	23307
D EUROPE	8781	8202	8844	16983	16680
E Unallocated	24	22	19	46	37
Inter Segmental elimination	(2023)	(1547)	(3771)	(3570)	(7397)
Total Sales / Income from operations	59611	54990	53930	114601	111611
Segment Result					
Profit / (Loss) before other income, finance costs and exceptional items from each segment					
A AMESA	3285	3610	3040	6895	6537
B EAP	2471	1595	2982	4066	4848
C AMERICAS	1185	1224	1576	2409	2860
D EUROPE	982	197	516	1179	975
E Unallocated	(85)	(80)	(140)	(165)	(252)
Inter Segmental elimination	(4)	83	(21)	79	(40)
Total	7834	6629	7953	14463	14928
Add: Other income	462	461	448	923	914
Add: Gain/(Loss) on Foreign Exchange Fluctuations (Net)	(75)	66	(286)	(9)	(339)
Segment Result	8221	7156	8115	15377	15503
Less: Financial costs	1413	1311	1550	2724	3372
Less: Exceptional (income) / expense	(2,392)	-	(1,101)	(2,392)	(1,101)
Profit from ordinary activities before tax	9200	5845	7666	15045	13232
Segment Assets					
a AMESA	71725	73704	83019	71725	83019
b EAP	48858	52288	51120	48858	51120
c AMERICAS	41184	34808	35057	41184	35057
d EUROPE	58446	31080	27882	58446	27882
e Unallocated	29202	32442	37652	29202	37652
f Inter Segmental elimination	(6304)	(4797)	(6812)	(6304)	(6812)
Total	243111	219525	227918	243111	227918
Segment Liabilities					
a AMESA	13469	15032	13119	13469	13119
b EAP	9827	9036	10934	9827	10934
c AMERICAS	11024	7293	7786	11024	7786
d EUROPE	10558	6609	4617	10558	4617
e Unallocated	100447	85001	103789	100447	103789
f Inter Segmental elimination	(4906)	(3439)	(4758)	(4906)	(4758)
Total	140419	119532	135487	140419	135487

The Company is engaged in the business of Plastic Packaging Material. Geographical segment has been identified as primary segment and reported as below:

Geographical Segmentation are:

- a AMESA : Africa, Middle East and South Asia include operations in India and Egypt.
- b EAP : East Asia Pacific includes operations in China, Philippines and Hongkong.
- c AMERICAS : includes operations in United States of America, Mexico and Colombia.
- d EUROPE : includes operations in United Kingdom, Poland, Russia and Germany.



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GLOBAL OPERATIONS
UNAUDITED CONSOLIDATED FINANCIAL RESULTS ₹ in Lacs
FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016.

Statement of Assets & Liabilities	As at 30 Sept 2016
ASSETS	
1 Non-current assets	
(a) Property, Plant and Equipment	109,134
(b) Capital work-in-progress	9,993
(c) Goodwill	1,423
(d) Other Intangible assets	2,565
(e) Intangible assets under development	1,158
(f) Financial Assets	
(i) Investments	2,110
(ii) Trade receivables	
(iii) Loans	806
(iv) Others	2,104
(g) Deferred tax assets (net)	1,492
(h) Non-current tax assets	643
(i) Other non-current assets	2,718
	134,146
2 Current assets	
(a) Inventories	28,849
(b) Financial Assets	
(i) Trade receivables	39,423
(ii) Cash and bank balances	7,567
(iii) Loans	11,328
(iv) Derivative Instruments	7
(v) Other current financial assets	397
(c) Current Tax Assets (Net)	352
(d) Other current assets	21,086
	109,009
Total Assets	243,155
EQUITY AND LIABILITIES	
1 Equity	
(a) Equity Share capital	3,142
(b) Other Equity	99,550
2 Non controlling interest	917
3 Non-current liabilities	
(a) Financial Liabilities	
(i) Borrowings	62,814
(b) Provisions	1,994
(c) Deferred tax liabilities (Net)	4,048
(d) Other non-current liabilities	1,748
3 Current liabilities	
(a) Financial Liabilities	
(i) Borrowings	14,001
(ii) Trade payables	25,510
(iii) Other financial liabilities	25,288
(b) Other current liabilities	2,920
(c) Provisions	554
(d) Current Tax Liabilities (Net)	669
Total Equity and Liabilities	243,155

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GLOBAL OPERATIONS
UNAUDITED CONSOLIDATED FINANCIAL RESULTS **₹ in Lacs**
FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016.

NOTES:

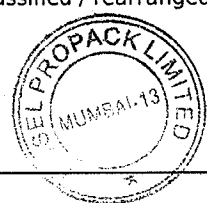
- 1 The above consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company in its meeting held on 27 October 2016. Consequent to notification by the Central Government of the Companies (Indian Accounting Standard) Rules, 2015 (IND-AS) under Section 133 of the Companies Act, 2013, the Company has first time adopted the IND-AS beginning 01 April 2016. Accordingly ;
 a) The above financial results for the quarter and half year ended September 2016 are prepared in accordance with the IND-AS
 b) The figures reported for the quarter and half year ended 30 September 2015 under the earlier Indian GAAP have been re-stated in accordance with IND-AS.
- 2 The Statutory Auditors have carried out a limited review of the above financial results for the quarter and half year ended 30 September 2016. As permitted under SEBI's Circular CIR /CFD /FAC/62/2016 dated 5 July 2016, the figures for the corresponding previous quarter/half year have not been subjected to limited review; however, the company's management has exercised necessary due diligence to ensure that such financial results provide a true and fair view of its affairs.
- 3 The format of the above financial results is as specified in SEBI's Circular CIR/CFD/CMD/15/2015 dated 30 November 2015 read with SEBI's Circular CIR /CFD /FAC/62/2016 dated 5 July 2016 issued in connection with first time transition to IND-AS. As per clarification dated 20 September 2016 issued by NSE on the above, the company has included the excise duty paid as part of Sales and accordingly previous quarters/half year figures have been restated.
- 4 The reconciliation of net profit reported for the corresponding quarter and half year ended 30 September 2015 as per previous Indian GAAP and IND-AS, as required by SEBI's circular dated 5 July 2016, is as under :

Particulars	₹ in Lacs	
	Quarter ended 30 Sep 2015	Half year ended 30 Sep 2015
Net Profit as per previous Indian GAAP	5928	9768
ESOP accounted at fair value as against intrinsic value earlier	(170)	(347)
Reclassification of actuarial gain/ losses arising in respect of defined benefit plans to Other Comprehensive Income	21	41
Financial assets measured at amortised cost	(1)	(3)
Forward Forex instruments measured at fair value	(22)	(8)
Deferred taxes	(192)	(335)
Others	(8)	(12)
Net Profit as per Ind AS	5556	9104

- 5 The Company has acquired balance 75.1% stake in its German Joint ventures thereby making these entities wholly owned step down subsidiaries, with effective date 30 September 2016

 As required by Ind AS, the assets and liabilities of these entities have been recorded at fair value in the consolidated balance sheet of the company as at 30 September 2016. In the process goodwill of Rs 1423 lacs has been recognised. Further a sum of Rs2392 lacs being difference between the acquisition date fair value of the company's previously held equity interest in the acquiree and related carrying amount in its books has been credited to the results as exceptional item for the quarter, net of related costs.

 Exceptional items for the quarter and half year ended 30 September 2015 include (a) Rs. 1261 Lacs gain on divestment of its wholly owned subsidiary net off transaction costs and contingencies thereof and (b) Rs. 160 lacs write off of ancillary borrowing costs on account of pre-payment of long-term borrowings and related charges thereof.
- 6 During the quarter, the Credit Analysis & Research Limited (CARE) has upgraded the credit rating assigned to the Company's Long Term Debt facilities from CARE AA(-) to CARE AA and reaffirmed Short Term Debt facilities at CARE A1+.
- 7 The listed non-convertible debentures of the Company aggregating to Rs. 9,000 Lacs outstanding as on 30 September 2016 are secured by way of First pari-passu charge on certain fixed assets with asset cover of not less than hundred percent. The interest on these debentures is payable monthly on 18th of every month and has been paid on due dates. The principal repayment is yet to commence.
- 8 A Scheme of Amalgamation of Whitehills Advisory Services Private Limited (Whitehills) with Essel Propack Limited (EPL) and their respective shareholders (the Scheme) has been sanctioned by Hon'ble Bombay High Court vide its order dated 1 September 2016 and was filed with the Registrar of Companies on 6 October 2016. The Scheme has been given effect in the above financial results for the quarter/half year ended 30 September 2016 with Appointed date of 1 November 2015. Pursuant to the Scheme, 8,89,17,843 equity shares of Rs. 2 each fully paid up of the Company have been allotted to the shareholders of Whitehills in October 2016 and equivalent number of equity shares of Rs. 2 each fully paid up held by Whitehills in the Company have been cancelled. There is no change in the paid up equity share capital of the Company post allotment of the above equity shares.
- 9 Figures of the previous period have been regrouped / reclassified / rearranged wherever considered necessary.



For Essel Propack Limited

Ashok Goel
Vice-Chairman & Managing Director

Place : Mumbai
 Date : 27 October 2016.

Independent Auditor's Review Report

To,
The Board of Directors of Essel Propack Limited

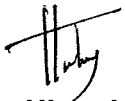
1. We have reviewed the accompanying "Statement of Unaudited Consolidated Financial Results of **Essel Propack Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), its jointly controlled entities and its associate for the quarter and half year ended 30 September 2016 (" the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular number CIR/CFD/FAC/62/2016 dated 5 July 2016. This Statement is the responsibility of the Parent's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.
2. 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We did not review the interim financial results of certain subsidiaries included in the Statement whose interim financial results reflect total assets of Rs. 213,973 lacs as at 30 September 2016, total revenues of Rs. 32,843 lacs and Rs. 63,202 lacs for the quarter and half year ended 30 September 2016 respectively, and Profit after tax of Rs. 7,939 lacs and Rs. 9,953 lacs for the quarter and half year ended 30 September 2016 respectively. These interim financial statements have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of other auditors.
4. The Statement includes the interim financial results of certain subsidiaries, which are certified by the Management, whose interim financial results reflect total assets of Rs. 93,815 lacs as at 30 September 2016, total revenues of Rs. 8,351 lacs and Rs. 14,671 lacs for the quarter and half year ended 30 September 2016 respectively and Profit after tax of Rs. 697 lacs and Rs. 1,021 lacs for the quarter and half year ended 30 September, 2016 respectively, as considered in the statement.
5. The Statement also includes the Group's share of profit after tax of Rs. 73.75 lacs and Rs. 77.75 lacs for the quarter and half year ended 30 September 2016, respectively, as considered in the statement, in respect of two jointly controlled entities and an associate based on their interim financial statements which are as certified by the Management.



6. Based on our review conducted as stated above and based on the consideration of the reports of the other auditors referred to in Paragraph 3 above, and except for the possible effects of the matter described in paragraph 4 and 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the applicable Indian Accounting Standards and other accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular number CIR/CFD/FAC/62/2016 dated 5 July 2016 of SEBI, including the manner in which it is to be disclosed, or that it contains any material misstatement.

7. We have not reviewed the consolidated financial results and other financial information for the quarter and half year ended 30 September 2015 which have been presented based on the financial information compiled by the Management.

For **MGB & Co LLP**
Chartered Accountants
Firm Registration Number 101169W/W-100035



Hitendra Bhandari
Partner
Membership Number 107832



Mumbai, 27 October 2016

ESSEL PROPAC LIMITED

CIN L74950MH1982PLC028947

Regd. Office : P.O. Vasind, Taluka Shahapur, Dist. Thane, Maharashtra-421 604

INDIA STANDALONE
UN AUDITED FINANCIAL RESULTS
FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016

₹ in Lacs

Particulars	Quarter ended			Half year ended	
	30-Sep	30-Jun	30-Sep	30-Sep	30-Sep
	2016	2016	2015	2016	2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
1 Income from operations					
a. Sales / Income from operations (Inclusive of excise duty)	22,435	20,947	19,430	43,382	38,763
b. Other operating income	813	1,024	716	1,837	1,389
Total income from operations	23,248	21,971	20,146	45,219	40,152
2 Expenses					
a. Cost of materials consumed	9,176	9,170	8,082	18,346	16,941
b. Changes in inventories of finished goods and work in progress	431	(773)	166	(342)	(123)
c. Employee benefits expense	2,178	2,175	1,969	4,353	3,879
d. Depreciation and amortisation expense	1,499	1,348	1,250	2,847	2,473
e. Excise duty on sales	2,252	2,187	1,975	4,439	3,288
f. Other expenses	5,105	4,846	4,257	9,951	8,474
Total expenses	20,641	18,953	17,699	39,594	34,932
3 Profit from operations before other income, finance costs and exceptional items (1-2)	2,607	3,018	2,447	5,625	5,220
4 Other income	502	442	563	944	1,119
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	3,109	3,460	3,010	6,569	6,339
6 Gain/(Loss) on foreign exchange difference (net)	2	(73)	(33)	(71)	(74)
7 Finance costs	618	534	633	1,152	1,547
8 Profit after finance costs but before exceptional items (5+6-7)	2,493	2,853	2,344	5,346	4,718
9 Exceptional Items (net)	-	-	4,529	-	4,529
10 Profit before tax for the period (8+9)	2,493	2,853	6,873	5,346	9,247
11 Tax expense (current tax, deferred tax, mat credit entitlement etc)	799	912	735	1,711	1,535
12 Net Profit from ordinary items after tax for the period (10-11)	1,694	1,941	6,138	3,635	7,712
13 Other comprehensive income	(12)	(13)	(12)	(25)	(25)
14 Total comprehensive income (12+13)	1,682	1,928	6,126	3,610	7,687
15 Paid-up equity share capital (Face Value ₹ 2/- each)	3,142	3,142	3,142	3,142	3,142
16 Earnings Per Share (EPS) (not annualised)					
(a) Basic	1.08	1.24	3.91	2.31	4.91
(b) Diluted	1.07	1.23	3.90	2.31	4.90
17 Debenture Redemption Reserve *				1,500	750
18 Net Worth *				55,609	51,977
19 Debt Equity Ratio *				0.40	0.43
20 Debt Service Coverage Ratio *				4.21	1.20
21 Interest Service Coverage Ratio *\$				5.64	4.05
22 Paid-up Debt Capital *@				9,000	9,000

* Information provided pursuant to Chapter V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

*@ Paid up Debt Capital represents Rated, Listed, Secured, Redeemable Non-Convertible Debentures issued on private placement basis.

*\$ ISCR = Earning before finance costs and tax / Finance costs; DSCR = Cash profit before finance costs / {Finance costs + Principal repayment (excluding pre payment) during the period}; Debt/ Equity Ratio = Total Borrowings / (Equity Share Capital + Reserves & Surplus)



9/11

ESSEL PROPACK LIMITED

CIN L74950MH1982PLC028947

Regd. Office : P.O. Vasind, Taluka Shahapur, Dist. Thane, Maharashtra-421 604

INDIA STANDALONE

UN AUDITED FINANCIAL RESULTS

FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016

('₹ in Lacs)

Statement of Assets and Liabilities		As at 30 September 2016
		Unaudited
I ASSETS		
1) Non-current assets		
(a) Property, plant and equipment		34,753
(b) Capital work-in-progress		1,190
(c) Other intangible assets		398
(d) Intangible assets under development		732
(e) Financial assets		
(i) Investments		22,144
(ii) Loans		8
(iii) Others		1,914
(f) Non-current tax assets (net)		384
(g) Other non-current assets		1,125
Total Non-Current Assets		62,648
2) Current assets		
(a) Inventories		7,940
(b) Financial Assets		
(i) Trade receivables		10,966
(ii) Cash and cash equivalents		299
(iii) Bank balances other than (ii) above		104
(iv) Loans		11,248
(v) Others		667
(c) Current tax assets (net)		162
(d) Other current assets		2,901
Total Current Assets		34,286
Total Assets		96,934
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital		3,142
(b) Other equity		56,450
		59,591
Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings		15,127
(b) Long-term provisions		1,514
(c) Deferred tax liabilities (net)		1,922
Total Non-Current Liabilities		18,563
Current liabilities		
(a) Financial liabilities		
(i) Borrowings		4,493
(ii) Trade payables		4,737
(iii) Others		6,117
(b) Other current liabilities		2,836
(c) Short-term provisions		464
(d) Current tax liabilities (net)		132
Total Current Liabilities		18,780
Total Equity and Liabilities		96,934



ESSEL PROPACK LIMITED

CIN L74950MH1982PLC028947

Regd. Office : P.O. Vasind, Taluka Shahapur, Dist. Thane, Maharashtra-421 604

INDIA STANDALONE

UN AUDITED FINANCIAL RESULTS

FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016

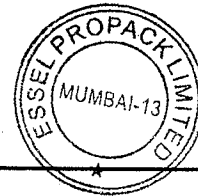
(₹ in Lacs)

NOTES:

- 1 The above standalone financial results were reviewed by the Audit Committee and approved by the Board of Directors of the Company in its meeting held on 27 October 2016. Consequent to notification by the Central Government of the Companies (Indian Accounting Standard) Rules, 2015 (IND-AS) under Section 133 of the Companies Act, 2013, the Company has first time adopted the IND-AS beginning 01 April 2016. Accordingly :
a) The above financial results for the quarter and half year ended September 2016 are prepared in accordance with the IND-AS
b) The figures reported for the quarter and half year ended 30 September 2015 under the earlier Indian GAAP have been re-stated in accordance with IND-AS.
- 2 The Statutory Auditors have carried out a limited review of the above financial results for the quarter and half year ended 30 September 2016. As permitted under SEBI's Circular CIR /CFD /FAC/62/2016 dated 5 July 2016, the figures for the corresponding previous quarter/half year have not been subjected to limited review; however, the company's management has exercised necessary due diligence to ensure that such financial results provide a true and fair view of its affairs.
- 3 The format of the above financial results is as specified in SEBI's Circular CIR/CFD/CMD/15/2015 dated 30 November 2015 read with SEBI's Circular CIR /CFD /FAC/62/2016 dated 5 July 2016 issued in connection with first time transition to IND-AS. As per clarification dated 20 September 2016 issued by NSE on the above, the company has included the excise duty paid as part of Sales and accordingly previous quarters/half year figures have been restated.
- 4 The reconciliation of net profit reported for the corresponding quarter and half year ended 30 September 2015 as per previous Indian GAAP and IND-AS, as required by SEBI's circular dated 5 July 2016, is as under :

Description	(₹ in Lacs)	
	Quarter ended 30 September 2015	Half year ended 30 September 2015
Net Profit as per previous Indian GAAP	6,211	7,865
ESOP accounted at fair value as against intrinsic value earlier	(82)	(171)
Reclassification of actuarial gain/ losses arising in respect of defined benefit plans to Other Comprehensive Income	18	38
Financial assets measured at amortised cost	(1)	(4)
Derivative instruments measured at fair value (Forward contracts)	(1)	(3)
Others	(1)	(2)
Deferred tax impact on above adjustments	(6)	(11)
Net Profit as per Ind-AS	6,138	7,712

- 5 The Company has only one major identifiable business segment viz. Plastic Packaging Material.
- 6 During the quarter, the Credit Analysis & Research Limited (CARE) has upgraded the credit rating assigned to the Company's Long Term Debt facilities from CARE AA(-) to CARE AA and reaffirmed Short Term Debt facilities at CARE A1+.
- 7 The listed non-convertible debentures of the Company aggregating to Rs. 9,000 Lacs outstanding as on 30 September 2016 are secured by way of First pari-passu charge on certain fixed assets with asset cover of not less than hundred percent. The Interest on these Debentures is payable monthly on 18th of every month and has been paid on due dates. The principal repayment is yet to commence.
- 8 A Scheme of Amalgamation of Whitehills Advisory Services Private Limited (Whitehills) with Essel Propack Limited (EPL) and their respective shareholders (the Scheme) has been sanctioned by Hon'ble Bombay High Court vide its order dated 1 September 2016 and was filed with the Registrar of Companies on 6 October 2016. The Scheme has been given effect in the above standalone financial results for the quarter/half year ended 30 September 2016 with Appointed date of 1 November 2015. Pursuant to the Scheme, 8,89,17,843 equity shares of Rs. 2 each fully paid up of the Company have been allotted to the shareholders of Whitehills in October 2016 and equivalent number of equity shares of Rs. 2 each fully paid up held by Whitehills in the Company have been cancelled. There is no change in the paid up equity share capital of the Company post allotment of the above equity shares.
- 9 Figures of the previous period have been regrouped / reclassified/ rearranged wherever considered necessary.



For Essel Propack Limited

Ashok Goel
Vice Chairman and Managing Director

Place: Mumbai
Date: 27 October 2016

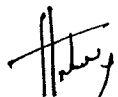
Independent Auditor's Review Report

To
**The Board of Directors,
Essel Propack Limited**

Re: Limited Review Report for the quarter and half year ended 30 September 2016

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Essel Propack Limited** (the "Company") for the quarter and half year ended 30 September, 2016 ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular number CIR/CFD/FAC/62/2016 dated 5 July, 2016. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. 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.
3. 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 the applicable Indian Accounting Standards (Ind AS) and other accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular number CIR/CFD/FAC/62/2016 dated 5 July, 2016 of SEBI, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. We have not reviewed the standalone financial results and other financial information for the quarter and half year ended 30 September 2015 which have been presented based on the financial information compiled by the Management.

For **MGB & Co LLP**
Chartered Accountants
Firm Registration Number 101169W/W-100035



Hitendra Bhandari
Partner
Membership Number 107832



Mumbai, 27 October 2016