CLARIANT CHEMICALS (INDIA) LTD.

Registered Office: Reliable Tech Park Thane-Belapur Road, Airoli Navi Mumbai - 400 708 India Tel.: +91-22-71251000 www.clariant.in CIN: L24110MH1956PLC010806



February 12, 2016

The Bombay Stock Exchange Limited, Corporate Relationship Department, 1<sup>st</sup> Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, MUMBAI - 400 001

E-mail: corp.relations@bseindia.com

Fax No. 2272 3121/ 2272 2061

<u>Sub.</u>: Scrip Code: 506390 Un-Audited Financial Results of the Company for the 4<sup>th</sup> Quarter ended December 31, 2015 alongwith the Limited Review Report thereon

Dear Sir,

We wish to inform you that the Board of Directors of the Company had at their meeting held on February 12, 2016, inter alia, approved and taken on record the Un-Audited Financial Results for the 4<sup>th</sup> Quarter ended December 31, 2015. The Board Meeting commenced at 4:30 p.m. and concluded at 6:15 p.m.

Pursuant to Regulation 33 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015, enclosing herewith the Un-Audited Financial Results for the 4<sup>th</sup> Quarter ended December 31, 2015 alongwith the Limited Review Report thereon.

Kindly take the same on your record and acknowledge the receipt.

Yours faithfully,

For Clariant Chemicals (India) Limited

Amee Joshi

Company Secretary

Encl.: As above



# **Price Waterhouse Chartered Accountants LLP**

The Board of Directors Clariant Chemicals (India) Limited Reliable Tech Park Behind Reliable Plaza Thane-Belapur Road, Airoli Navi Mumbai - 400 708

- 1. We have reviewed the unaudited financial results of Clariant Chemicals (India) Limited (the "Company") for the quarter ended December 31, 2015 which are included in the accompanying Statement of standalone unaudited results for the three/ twelve months ended December 31, 2015 (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015"), which has been initialled by us for identification purposes. The 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 in accordance with the Standard on Review Engagement (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.
- 3. 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 Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: 012754N / N500016

Arvind Daga Partner

Membership Number: 108290

Place: Mumbai

Date: February 12, 2016

# Clariant Chemicals (India) Limited Corporate Identity Number: L24110MH1956PLC010806

Registered Office: Reliable Tech Park, Thane Belapur Road, Airoll, Navi Mumbai - 400708

Tel: 022 7125 1245; Fax: 022 7125 1228 Website: www.clariant.in Email: investor.relations\_India@clariant.com

## STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE THREE / TWELVE MONTHS ENDED DECEMBER 31, 2015

(₹ in Lakhs)

					(₹ in Lakhs)
Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	12 months ended	12 months ended
	31.12.2015	30.09.2015	31.12.2014	31.12.2015	31.12.2014
(Refer Notes below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from operations					
(a) Net sales / Income from operations (Net of excise duty)	21825 1222	22325 667	22202 1029	89411 3500	100820 3780
(b) Other operating income	23047	22992	23231	92911	104600
Total Income from operations (net)	23041	22992	23231	92911	104600
2. Expenses			47000		
(a) Cost of materials consumed	11792 1932	13285 1800	15960 1691	50609 8221	59466 14910
(b) Purchases of stock-in-trade (c) Changes in inventories of finished goods.work-in-progress	1932	(439)	(760)	2615	(2330)
and stock-in-trade	1903	(453)	(700)	2013	(2330)
(d) Power and fuel	1112	1259	1387	4852	5496
(e) Employee benefits expense	2063	2273	2463	8735	9791
(f) Depreciation and amortisation expense	1096	1143	1110	4455	3324
(g) Other expenses	3571	3662	4219	13805	14813
Total expenses	23471	22983	26070	93292	105470
3. (Loss) / Profit from operations before other income, finance costs and exceptional items (1-2)	(424)	9	(2839)	(381)	(870)
4. Other income	1344	541	208	3709	1365
Profit / (Loss) from ordinary activities before finance	920	550	(2631)	3328	495
costs and exceptional items (3+4)		000	(2001)	5525	100
6. Finance costs	10	14	53	55	113
Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	910	536	(2684)	3273	382
8. Exceptional items (net)	(43)	2396	108336	2353	118359
9. Profit from ordinary activities before tax (7+8)	867	2932	105652	5626	118741
Tax expense (including tax on exceptional items) net of excess provision for prior years	223	787	21245	1324	24409
11. Net Profit from ordinary activities after tax (9-10)	644	2145	84407	4302	94332
12. Paid up equity share capital (Face value of ₹10/- each) 13. Reserves excluding revaluation reserves as per Balance Sheet of previous accounting year	2308	2666	2666	2308	2666 136936
14. Earnings per share (of ₹ 10/- each)  Basic & Diluted (in ₹) (Not annualised)	2.72	8.05	316.61	16.61	353.82







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SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER REGULATION 33 of SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

### FOR THE THREE / TWELVE MONTHS ENDED DECEMBER 31, 2015

(₹ in Lakhs)

Particulars	3 months ended	Preceding 3 months ended	Corresponding 3 months ended	12 months ended	12 months ended
rajticulais	31,12,2015	30.09.2015	31.12,2014	31.12.2015	31,12.2014
(Refer Notes below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Segment revenue (Net sales / Income from operations)					
Pigments and Colors	19877	19811	18005	77782	7178
Dyes and Specialty Chemicals	1948	2514	4197	11629	2903
Total Net sales / Income from operations	21825	22 <u>325</u>	22202	89411	10082
2. Segment results					
Pigments and Colors	104	686	(995)	1397	107
Dyes and Specialty Chemicals	(140)	(17)	(749)	260	120
Total Segment results	(36)	669	(1744)	1657	227
Less : (1) Finance costs	10	14	53	55	11
(2) Other unallocable expenditure					
net of unallocable income	(956) 910	119 536	887 (2684)	(1671) 3273	178
Total Profit / (Loss) before exceptional items & tax	1		' '		
Exceptional items	(43)		108336	2353	1183
Profit from ordinary activities before tax	867	2932	105652	5626	11874
3. Capital employed (Segment assets - Segment liabilities)					
Pigments and Colors	52365	53849	48358	52365	4835
Dyes and Specialty Chemicals	1796	1252	5083	1796	508
Total capital employed in segments	54161	55101	53441	54161	5344
Add : Unallocable corporate assets less corporate liabilities	10789	43206	86161	10789	8616
Total capital employed	64950	98307	139602	64950	13960







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- 1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings,
- 2. Net sales/income from operations, Profit before tax and Profit after tax, included in the above results, in respect of the discontinued Leather services business, relating to Dyes and Specialty Chemicals Segment, which was transferred to Stahl India Private Ltd. on April 30, 2014, are given below (₹ in Lakhs) :

Particulars	3 months ended 31.12.2015	Preceding 3 months ended 30.09.2015	Corresponding 3 months ended 31.12.2014	12 months ended 31.12.2015	12 months ended 31.12.2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Net sales / income from operations	-	-	-	-	8470
Profit before tax	-	-	-	-	1161
Profit after tax	-	-	-	-	766

- 3. The Company has revised its estimate of useful life of tangible assets as prescribed in Part C of Schedule II of the Companies Act, 2013, w.e.f. January 01, 2015, except for certain assets for which different useful life has been considered based on a Technical Evaluation, which management believes best represents the period over which assets are expected to be used by the Company. As prescribed in the said Schedule II, an amount of ₹ 165 Lakhs (net of deferred tax) has been charged to the opening balance of relained earnings for the assets in respect of which the remaining useful life became NIL as on January 01, 2015 and in respect of other assets on that date, depreciation has been calculated based on the remaining useful life on a prospective basis. Had the Company continued with the useful life adopted in earlier years, charge for depreciation for the three months ended December 31, 2015 and for twelve months ended December 31, 2015 would have been lower by ₹ 60.59 Lakhs and ₹ 227.74 Lakhs respectively and the net profit for the same periods would have been higher by the same amount.
- 4. The Company after obtaining necessary approvals from the Board of Directors, vide an agreement dated March 31, 2015, acquired the "Carbon Black Business" from Lanxess India Private Limited (Lanxess) effective close of business hours on March 31, 2015, comprising the Carbon Black Dispersion plant located at Nagda, India, together with its respective assets, liabilities and employees as a going concern on a slump sale basis for a lump sum consideration of ₹ 1346 Lakhs (including non compete fees) after working capital adjustment, as at March 31, 2015. The excess of consideration paid to Lanxess over the fair value of net assets acquired is considered as goodwill
- 5. The Company has executed the Business Transfer Agreement on July 31, 2015 and has sold/transferred on August 01, 2015 the business of Industrial and Consumer Specialties (ICS), included in the Dyes and Specialty Chemicals Segment, along with employees, assets, liabilities and including all licenses, permits, consents and approvals on a going concern basis by way of a slump sale on a "as is where is basis" to Clariant India Ltd. for an aggregate consideration of ₹ 4200 Lakhs. The profit on sale of the ICS business amounting to ₹ 2656 Lakhs is shown under "Exceptional Items (net)" (Refer note 8 below). The Capital Gains tax arising from the transaction is included in "Tax Expense".

Net sales /income from operations, (Loss) / Profit before tax and (Loss) / Profit after tax for ICS business included in the above results are given below (₹ in Lakhs)

Particulars	3 months ended 31.12.2015 (Unaudited)	Preceding 3 months ended 30.09.2015 (Unaudited)	Corresponding 3 months ended 31.12.2014 (Unaudited)	12 months ended 31.12.2015 (Unaudited)	12 months ended 31.12.2014 (Audited)
Net sales / income from operations	-	692	1634	3802	9307
(Loss) / Profit before tax	(164)	(126)	(1034)	(315)	(686)
(Loss) / Profit after tax	(108)	(83)	(683)	(208)	(453)

- 6. The Board of Directors at its meeting held on April 22, 2015 approved the proposal of buyback of 35,78,947 equity shares of ₹ 10 each (representing 13.42% of total equity share capital) from shareholders of the Company through the "Tender offer" roule as prescribed under the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1988 at a price of ₹ 950 per equity share, aggregating to ₹ 34000 Lakhs. The scheme has been approved by shareholders by way of a special resolution passed through postal ballot on July 08, 2015. The Buyback offer was kept open from September 22, 2015 to October 7, 2015 and it got completed on October 15, 2015.
- 7. The Board of Directors at its meeting held on August 04, 2015, decided to change the financial year of the Company from January-December to April-March . Accordingly Company's next Annual Accounts and report will be for a period of 15 months i.e. from January 01, 2015 to March 31, 2016.
- 8. Exceptional items (net) comprise the following (₹ in Lakhs):
  - (i) Profit on sale of Leather services business (Refer note 2 above): three months ended 31.12.2014: (213) and year ended 31.12.2014 : 10409
  - (ii) IT infrastructure set up cost: Year ended 31.12.2014: 385.
  - (iii) Non compete fees in relation to Masterbatches business acquisition: Year ended 31,12,2014; 74.
  - (iv) One time compensation paid to Consultants in relation to Masterbatches business acquisition: Year ended 31.12.2014: 140.
  - (v) Profit on sale of Kolshet site (Net of expenses incurred): Ihree months ended and year ended 31.12.2014:108549
  - (vi) Profit on sale of Industrial and Consumer Specialties business (Refer note 5 above): three months ended 30.09.2015: 2649, three months ended 31.12.2015 : 7 and twelve months ended 31.12.2015 : 2656.
  - (vii) Expenditure relating to Buy back: (Refer note 6 above): three months ended 30.09.2015; 253, three months ended 50 and twelve months ended 31.12.2015 : 303.
- 9. Pursuant to the sale of Leather services business and Industrial and Consumer and Specialties business referred to in Note 2 and Note 5 respectively, acquisition of Masterbatches and Carbon Black businesses, on April 10, 2014 and March 31, 2015 respectively, relating to Pigments and Colors Segment, the figures for the three months and twelve months ended December 31, 2015 are not directly comparable with those of the corresponding periods of the previous year. The figures for the previous periods have been regrouped/recasted wherever necessary, to conform to the current periods classification

Mumbai, February 12, 2016

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Dr. Deepak Parikh Vice-Chairman & Managing Director what is precious to you?

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