

CIL:SHARES:2524

17th February, 2014

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, "G" Block
Bandra Kurla Complex, Bandra (East)
Mumbai- 400051

Dear Sir,

Sub: Clauses 19 and 41 of the Listing Agreement

We refer to our letter Ref. No. CIL:SHARES:2491 dated 13th January, 2014 wherein we had informed you that the Board of Directors would meet on 17th February, 2014 inter-alia to transact the following businesses to:-

Approve the Audited Accounts of the Company for the year 31st December 2013
To recommend a Final Dividend for the year ended 31st December 2013

We hereby inform you that the Board of Directors have at the Meeting held today, inter-alia:

1. Approved the Audited Financial Accounts of the Company for the year ended on 31st December 2013
2. Resolved to pay final Dividend of Rs. 3.50/- per Equity Shares of Rs. 10/- each for the year ended 31st December 2013

Enclosed is a copy of the Audited Accounts duly signed by the Managing Director in the format prescribed under Clause 41 of the Listing Agreement.

Also enclosed is the Independent Auditors Report dated 17th February 2014 from our Statutory Auditors, S. R. Batliboi & Co. LLP.

Yours faithfully,
For Castrol India Limited



Siddharth Shetty
Compliance Officer

MEETING OF THE BOARD OF DIRECTORS HELD ON 17TH FEBRUARY 2014

The Secretary
The National Stock Exchange of India Limited
Mumbai

17th February 2014

Name of the Company: Castrol India Limited

A) FINANCIAL RESULTS FOR THE YEAR ENDED 31ST DECEMBER 2013
(As per Clause 20 of Listing Agreement)

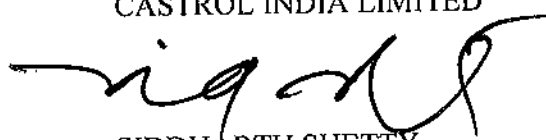
(Rs. In Crores)			
	Particulars	Year ended on 31/12/2013	Previous Year ended 31/12/2012
1	Revenue from operations (Net)	3179.62	3120.86
2	Other / Interest Income	83.64	72.18
3	Total Expenditure	(2492.14)	(2497.94)
4	Gross Profit {before(deducting) / adding any of the following}	771.12	695.10
	a. Finance cost	(1.71)	(2.14)
	b. Exceptional Item	22.80	-
	c. Depreciation and amortisation	(30.45)	(22.64)
	d. Current Tax	(241.06)	(227.78)
	e. Deferred Tax	(12.13)	8.85
5	Net Profit/ (Net Loss)(before adding following):-	508.57	447.39
6	Balance as per last Balance Sheet brought forward	43.53	43.24
7	Appropriation of profit and reserves		
	a. Interim Dividend	173.10	173.10
	b. Tax on Interim Dividend	29.42	29.42
	c. Final Dividend	173.10	173.10
	d. Tax on Final Dividend	29.42	29.42
	e. Tax on Final Dividend 2012	1.34	-
	f. General Reserves	50.86	44.74
8	Cumulative Profit/ (Loss)	94.86	43.53

9	Dividend (in Rs.)		
	a. per ordinary Share(interim)*	3.50	7.00
	b. per ordinary share(final)**	3.50	3.50
	c. per right share		
	d. per bonus share		
	e. per share arising on conversion of debentures		
	f. per preference shares		
10.	Paid Equity Capital #	494.56	494.56
11.	Reserves except revaluation reserves	256.86	154.67

- *Interim Dividend @Rs. 3.50 per shares (2012- Rs. 7.00/- per share)
- ** Final Dividend @Rs. 3.50 per share(2012- Rs.3.50/- per share)
- # Pursuant to the scheme of reduction of share capital u/s 100 to 105 of The Companies Act, 1956 as approved by the shareholders and Hon'ble High Court of Bombay, the Company will reduce the fully paid-up face value of equity shares from Rs.10/- per share to Rs. 5/- per share effective from January 20, 2014. Consequently, the Company will pay Rs. 5.00 per share to the shareholders in the due course of time.

- B) Particulars of proposed Rights/ Bonus Issue, if any : NIL
- C) Dates of closure of Register of Members and purpose : 6th May 2014 to 13th May 2014(both days inclusive) for payment of Final Dividend
- D) Date from which the dividend is Payable : 3rd June 2014
- E) Remarks/ Qualifications, if any : NIL

Yours Faithfully
CASTROL INDIA LIMITED



SIDDHARTH SHETTY
COMPLIANCE OFFICER

Dated: 17th February 2014

Castrol India Limited

Regd. Office : Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai - 400 093.

Audited Financial Results for the Year ended 31st December, 2013.

(Rs. in Crores)

Quarter Ended 31.12.13 Audited (Refer Note 4)	Quarter Ended 30.09.13 Unaudited	Quarter Ended 31.12.12 Audited (Refer Note 4)		Year Ended 31.12.13 Audited	Year Ended 31.12.12 Audited
			PART I		
931.0	833.0	877.2	Sales / Income from Operations	3664.0	3593.0
124.7	113.4	119.2	Less: Excise Duty	497.9	484.5
808.3	719.6	758.0	Net Sales / Income from Operations	3166.1	3108.5
3.2	3.8	2.9	Other Operating Income	13.5	12.4
809.5	723.4	760.9	Total Income from operations (net)	3179.6	3120.9
(1.8)	(22.2)	7.3	Expenditure	(31.4)	(12.0)
431.3	400.3	391.5	a) Changes in Inventories of Stock-in-Trade	1681.4	1689.5
43.0	31.0	35.7	b) Cost of Materials Consumed	138.5	146.8
30.8	43.2	37.0	c) Purchases of Stock-in-Trade	146.0	128.4
8.2	7.9	8.0	d) Employee Benefits Expense	30.5	26.8
			e) Depreciation and Amortisation Expenses		
			f) Other Expenditure		
50.9	42.7	37.7	- Advertisement & Sales Promotion	216.4	223.7
23.0	23.0	22.6	- Carriage, Insurance and Freight	94.6	93.2
59.9	55.5	59.7	- Other Expenditure	246.5	228.5
645.5	581.4	599.5	Total Expenditure	2522.5	2524.7
164.0	142.0	181.4	Profit from Operations before Other Income, Finance Charges & Exceptional Items	657.1	596.2
27.1	15.9	15.2	Other Income	83.6	72.2
191.1	157.9	176.6	Profit from Ordinary Activities Before Finance Charges & Exceptional Items	740.7	668.4
0.8	0.1	1.0	Finance Charges	1.7	2.1
190.3	157.8	175.6	Profit from Ordinary Activities Before Tax and Exceptional Items	739.0	666.3
	3.00	-	Add : Exceptional Items	22.8	-
190.3	160.8	175.6	Profit from Ordinary Activities Before Tax	761.8	666.3
64.1	56.3	57.7	Tax Expenses (Refer Note 3 below)	253.2	218.9
126.2	104.5	117.9	Net Profit from Ordinary Activities After Tax	508.6	447.4
494.6	494.6	494.6	Paid up Equity Share Capital (Refer Note 5 below) (Face value of share of Rs.10/- each)	494.6	494.6
			Reserves excluding Revaluation Reserve	256.8	154.6
2.55	2.11	2.38	Earnings Per Share (EPS) (Face value of share of Rs.10/- each) (Rs.) (Basic and Diluted) (Not Annualised) See accompanying note to the Financial Results	10.28	9.05
			PART II (A)		
			Particulars of shareholding		
143269476	143269476	143269476	Public Shareholding	143269476	143269476
28.97%	28.97%	28.97%	Number of shares	28.97%	28.97%
			Percentage of Shareholding		
			Promoters and promoter group Shareholding		
NIL	NIL	NIL	a) Pledged / Encumbered	NIL	NIL
N. A.	N. A.	N. A.	- Number of shares	N. A.	N. A.
N. A.	N. A.	N. A.	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	N. A.	N. A.
			- Percentage of shares (as a % of the total share capital of the company)		
351291716	351291716	351291716	b) Non-encumbered	351291716	351291716
100.00%	100.00%	100.00%	- Number of shares	100.00%	100.00%
71.03%	71.03%	71.03%	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	71.03%	71.03%
			- Percentage of shares (as a % of the total share capital of the company)		
PART II (B)			Quarter Ended 31.12.13		
Investor Complaints					
Pending at the beginning of the quarter			Nil		
Received during the quarter			5		
Disposed of during the quarter			5		
Remaining unresolved at the end of the quarter			Nil		

Ur

Castrol India Limited

Regd. Office : Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Audited Financial Results for the Year ended 31st December, 2013.

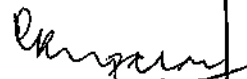
(Rs. In Crores)

Segment wise Revenue, Results and Capital Employed under Clause 41 of the Listing Agreement					
Quarter Ended 31.12.13 Audited (Refer Note 4)	Quarter Ended 30.09.13 Unaudited	Quarter Ended 31.12.12 Audited (Refer Note 4)		Year Ended 31.12.13 Audited	Year Ended 31.12.12 Audited
			Segment Revenue (Net Sales / Income from Operations)		
703.3	624.7	666.2	Automotive	2791.6	2717.3
106.2	98.7	94.7	Non Automotive	388.0	403.6
809.5	723.4	760.9	Total Segment Revenue	3179.6	3120.9
			Segment Results		
157.8	129.7	156.2	Automotive	635.2	555.8
21.5	19.0	10.8	Non Automotive	78.9	68.8
179.3	148.7	167.0	Total Segment Results	714.1	624.4
11.8	12.2	9.6	Unallocable Income net of Unallocable (Expenditure)	49.4	44.0
0.8	0.1	1.0	Finance Charges	1.7	2.1
190.3	160.8	175.6	Profit from Ordinary Activities Before Tax (including Exceptional Items)	761.8	666.3
			Segment Capital Employed		
203.9	194.9	123.1	Automotive	203.9	123.1
98.0	88.3	87.8	Non Automotive	99.0	87.8
448.5	546.5	438.3	Add: Unallocable Assets less Liabilities	448.5	438.3
751.4	827.7	649.2	Total Capital Employed	751.4	649.2

Notes:

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 17th February, 2014.
- The Board of Directors of the Company have at their meeting held on 17th February, 2014 recommended subject to the approval of the shareholders of the Company, a Final Dividend of Rs. 3.50 per share for the year ended 31st December, 2013 (2012: Final Dividend Rs. 3.50 per share). In addition, an Interim Dividend of Rs. 3.50 per share (2012: Interim Dividend Rs. 7.00 per share) was paid on 22nd August, 2013, both dividends aggregating to Rs. 7.00 per share (2012 : Rs. 10.50 per share). The final dividend would be paid to those shareholders whose names appear in the Register of Members at the close of business hours on 5th May, 2014 and would be payable on 3rd June 2014.
- Provision for Taxes Includes Current Tax and Deferred Tax.
- The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year.
- Pursuant to the scheme of reduction of share capital u/s 100 to 105 of The Companies Act, 1956 as approved by the shareholders and Hon'ble High Court of Bombay, the Company will reduce the fully paid-up face value of equity shares from Rs.10/- per share to Rs. 5/- per share effective from January 20, 2014. Consequently, the Company will pay Rs. 5.00 per share to the shareholders in the due course of time.
- Previous period's figures have been regrouped wherever necessary.

FOR CASTROL INDIA LIMITED


Ravi Kirpalani
Managing Director

Dated : 17th February, 2014
Place : Mumbai

Castrol India Limited

Regd. Office : Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Audited Financial Results for the Year ended 31st December, 2013.

(Rs. in Crores)

Statement of Assets and Liabilities		As At 31.12.13 Audited	As At 31.12.12 Audited
A	EQUITY AND LIABILITIES		
	Shareholders' Funds	494.6	494.6
	(a) Share Capital	256.8	154.6
	(b) Reserves and Surplus		
	Sub-Total - Shareholders' Funds	751.4	649.2
	Non-Current Liabilities	10.8	8.3
	(a) Other Long-Term Liabilities	2.5	3.4
	(b) Long-Term Provisions		
	Sub-Total - Non-Current Liabilities	13.3	11.7
	Current Liabilities	472.8	438.7
	(a) Trade Payables	121.0	118.6
	(b) Other Current Liabilities	256.5	263.4
	(c) Short-Term Provisions		
	Sub-Total - Current Liabilities	850.3	818.7
	TOTAL - EQUITY AND LIABILITIES	1,815.0	1,479.6
B	ASSETS		
	Non-Current Assets	175.3	157.1
	(a) Fixed Assets	53.0	65.1
	(b) Deferred Tax Assets (net)	87.8	64.9
	(c) Long-Term Loans and Advances	-	0.2
	(d) Other assets		
	Sub-Total - Non-Current Assets	315.9	307.3
	Current Assets	374.0	315.8
	(a) Inventories	237.2	218.6
	(b) Trade Receivables	594.2	574.6
	(c) Cash, Cash Equivalents and Other Bank Balances	86.5	51.0
	(d) Short-Term Loans and Advances	7.2	14.3
	(e) Other Assets		
	Sub-Total - Current Assets	1,299.1	1,172.3
	TOTAL - ASSETS	1,615.0	1,479.6

Rn

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

To
Board of Directors of
Castrol India Limited,

1. We have audited the quarterly financial results of Castrol India Limited for the quarter ended December 31, 2013 and the financial results for the year ended December 31, 2013, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended December 31, 2013 and the published year-to-date figures up to September 30, 2013, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended December 31, 2013 have been prepared on the basis of the financial results for the nine-month period ended September 31, 2013, the audited annual financial statements as at and for the year ended December 31, 2013, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended September 30, 2013 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, notified under the Companies Act, 1956 read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended December 31, 2013; and the relevant requirements of Clause 41 of the Listing Agreement.
2. 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(s). 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.
3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date 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 December 31, 2013 and for the year ended December 31, 2013.



S.R. BATLIBOI & CO. LLP

Chartered Accountants

Castrol India Limited

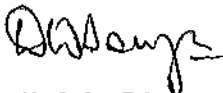
**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company
Pursuant to the Clause 41 of the Listing Agreement**

4. Further, read with paragraph 1 above, we report that the figures for the quarter ended December 31, 2013 represent the derived figures between the audited figures in respect of the financial year ended December 31, 2013 and the published year-to-date figures up to September 30, 2013, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.
5. Further, read with paragraph 1 above, 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 S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E



per Dolphy D'souza
Partner

Membership No.: 38730

Place: Mumbai

Date: February 17, 2014

