

August 28, 2014

Company Code No. 526015

Company Symbol: KEMROCK

To,  
DCS-CRD Department  
**The Bombay Stock Exchange Ltd**  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400 001

To,  
Listing Department,  
**National Stock Exchange of India Ltd**  
Exchange Plaza, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051

**Sub.: Outcome of Adjourn Board Meeting held today, the August 28, 2014**

Dear Sir/ Madam,

This is to inform that, the Board of Directors of the Company, at its meeting held today, the August 28, 2014, *inter alia*, considered and approved the following:

1. The unaudited standalone financial results of the Company along with Limited Review Report for the quarter ended on June 30, 2014.
2. Re-named the Existing Remuneration committee to "Nomination and Remuneration Committee".
3. Re-named the shareholders'/Investors' Grievance Committee as "Shareholders Grievances and Relationship Committee".
4. Constituted a Corporate Social Responsibility Committee.
5. Adopted revised Whistle Blower /Vigil Mechanism Policy.
6. The Board of Directors have taken note of the letter dated 18th August 2014 received from the lead Bank of the Consortium conveying in principle approval of One Time Settlement of the secured debts of the Banks. The said settlement was concluded during the video conference held between the Banks and FRP Holding Pte. Ltd. as an asset buyout transaction. M/s. FRP Holding Pte. Ltd. has in principle confirmed strategic business relationship and investment / funding in Kemrock under MOU dated 11<sup>th</sup> August, 2014.

The unaudited standalone financial results & Limited review report of the Company for the quarter ended on June 30, 2014, are enclosed herewith in accordance with the requirements of Clause 41 of the Listing Agreement.

Kindly take the above unaudited standalone financial results on your records and oblige.

Thanking you,

Yours faithfully,

For **Kemrock Industries and Exports Limited**

Gopal Shah  
[Company Secretary]

Encl. a/a  
CIN L36999GJ1991PLC016625





Regd. Office : Village Asoj, Vadodara - Halol Express Way, Tal. Waghodia, Dist. Vadodara - 391 510, Gujarat, India

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**UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2014****Part-I**

(Rs. in Lakh, except share data)

| Particulars                                                                                       | Quarter Ended           |                         |                         | Nine months ended       |                         | Year Ended            |
|---------------------------------------------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
|                                                                                                   | 30.06.2014<br>Unaudited | 31.03.2014<br>Unaudited | 30.06.2013<br>Unaudited | 30.06.2014<br>Unaudited | 31.03.2013<br>Unaudited | 30.09.2013<br>Audited |
| 1 Income from operations                                                                          |                         |                         |                         |                         |                         |                       |
| (a) Net sales/income from operations (Net of excise duty)                                         | 1,059.28                | 1,281.73                | 7,518.07                | 6,115.86                | 33,913.58               | 44,817.33             |
| (b) Other operating income                                                                        | -                       | -                       | -                       | -                       | 7.08                    | 9.08                  |
| Total income from operations (net)                                                                | 1,059.28                | 1,281.73                | 7,518.07                | 6,115.86                | 33,920.66               | 44,826.41             |
| 2 Expenses                                                                                        |                         |                         |                         |                         |                         |                       |
| (a) Cost of materials consumed                                                                    | 422.27                  | 207.08                  | 5,719.73                | 1,594.00                | 32,498.33               | 17,754.53             |
| (b) Purchases of stock-in-trade                                                                   | -                       | -                       | -                       | -                       | -                       | -                     |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade                 | 319.98                  | 256.71                  | 5,182.67                | 1,644.83                | 7,173.00                | 11,883.17             |
| (d) Employee benefits expense                                                                     | 232.15                  | 314.45                  | 499.31                  | 896.68                  | 2,267.53                | 3,301.90              |
| (e) Depreciation and amortisation expense                                                         | 1,487.31                | 1,543.58                | 1,137.63                | 4,441.27                | 3,427.55                | 5,949.48              |
| (f) Other expenses                                                                                | 334.05                  | 6,325.52                | 6,135.36                | 7,059.05                | 13,552.13               | 24,977.72             |
| Total expenses                                                                                    | 2,795.76                | 8,647.34                | 18,674.70               | 15,635.83               | 58,918.55               | 63,866.80             |
| 3 Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)    | (1,736.48)              | (7,365.61)              | (11,156.63)             | (9,519.97)              | (24,997.89)             | (19,040.39)           |
| 4 Other income                                                                                    | 3.57                    | 7.61                    | 102.97                  | 19.42                   | 179.02                  | 7,789.40              |
| 5 Profit/(Loss) from ordinary activities before finance costs and exceptional items (3 ± 4)       | (1,732.91)              | (7,358.00)              | (11,053.66)             | (9,500.55)              | (24,818.88)             | (11,250.99)           |
| 6 Finance costs                                                                                   | 5.19                    | 6.54                    | 5,923.39                | 45.70                   | 9,175.42                | 28,561.10             |
| 7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6) | (1,738.10)              | (7,364.54)              | (16,977.05)             | (9,546.25)              | (33,994.30)             | (39,812.10)           |
| 8 Exceptional items                                                                               | -                       | -                       | -                       | -                       | -                       | -                     |
| 9 Profit/(Loss) from ordinary activities before tax (7±8)                                         | (1,738.10)              | (7,364.54)              | (16,977.05)             | (9,546.25)              | (33,994.30)             | (39,812.10)           |
| 10 Tax expense                                                                                    | 513.30                  | 191.71                  | -                       | 839.63                  | (5,148.69)              | (3,566.05)            |
| 11 Net Profit/(Loss) from ordinary activities after tax (9±10)                                    | (2,251.40)              | (7,556.25)              | (16,977.05)             | (10,385.88)             | (28,845.61)             | (36,246.05)           |
| 12 Extraordinary items (net of tax expense)                                                       | -                       | -                       | -                       | -                       | -                       | -                     |
| 13 Net Profit/(Loss) for the period (11 ± 12)                                                     | (2,251.40)              | (7,556.25)              | (16,977.05)             | (10,385.88)             | (28,845.61)             | (36,246.05)           |
| 14 Minority Interest                                                                              | -                       | -                       | -                       | -                       | -                       | -                     |
| 15 Net Profit/(Loss) after Minority Interest (13±14)                                              | (2,251.40)              | (7,556.25)              | (16,977.05)             | (10,385.88)             | (28,845.61)             | (36,246.05)           |
| 16 Paid-up equity share capital<br>(Face value Rs. 10/- per share)                                | 2,033.00                | 2,033.00                | 2,033.00                | 2,033.00                | 2,033.00                | 2,033.00              |
| 17 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year        | -                       | -                       | -                       | -                       | -                       | 41,310.63             |
| 18.i Earnings per share (before extraordinary items)<br>(of Rs. 10/- each) (not annualised):      |                         |                         |                         |                         |                         |                       |
| (a) Basic                                                                                         | (11.07)                 | (37.17)                 | (83.51)                 | (51.09)                 | (141.89)                | (178.29)              |
| (b) Diluted                                                                                       | (7.53)                  | (25.28)                 | (56.79)                 | (34.74)                 | (96.49)                 | (121.25)              |
| 18.ii Earnings per share (after extraordinary items)<br>(of Rs. 10/- each) (not annualised):      |                         |                         |                         |                         |                         |                       |
| (a) Basic                                                                                         | (11.07)                 | (37.17)                 | (83.51)                 | (51.09)                 | (141.89)                | (178.29)              |
| (b) Diluted                                                                                       | (7.53)                  | (25.28)                 | (56.79)                 | (34.74)                 | (96.49)                 | (121.25)              |

**Part-II**

|                                                                                              |            |            |            |            |            |            |
|----------------------------------------------------------------------------------------------|------------|------------|------------|------------|------------|------------|
| <b>A PARTICULARS OF SHAREHOLDING</b>                                                         |            |            |            |            |            |            |
| 1 Public shareholding                                                                        |            |            |            |            |            |            |
| - Number of shares                                                                           | 18,628,493 | 18,594,493 | 18,527,374 | 18,628,493 | 18,517,374 | 18,604,839 |
| - Percentage of shareholding                                                                 | 91.63      | 91.46      | 91.13      | 91.63      | 91.08      | 91.51      |
| 2 Promoters and Promoter Group Shareholding                                                  |            |            |            |            |            |            |
| a Pledged / Encumbered                                                                       |            |            |            |            |            |            |
| - Number of shares                                                                           | 553,500    | 553,500    | 555,000    | 553,500    | 555,000    | 555,000    |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group)     | 32.53      | 31.89      | 30.79      | 32.53      | 30.62      | 32.17      |
| - Percentage of shares (as a % of the total share capital of the Company)                    | 2.72       | 2.72       | 2.73       | 2.72       | 2.73       | 2.73       |
| b Non - encumbered                                                                           |            |            |            |            |            |            |
| - Number of shares                                                                           | 1,148,005  | 1,182,005  | 1,247,624  | 1,148,005  | 1,257,624  | 1,170,159  |
| - Percentage of shares (as a % of the total shareholding of the promoter and promoter group) | 67.47      | 68.11      | 69.21      | 67.47      | 69.38      | 67.83      |
| - Percentage of shares (as a % of the total share capital of the Company)                    | 5.65       | 5.81       | 6.14       | 5.65       | 6.19       | 5.76       |

B INVESTOR COMPLAINTS FOR THE QUARTER ENDED ON 30TH JUNE, 2014  
Pending at the beginning of the quarter - NIL; Received during the quarter - Nil; Disposed off during the quarter - Nil; Remaining unresolved at the end of the quarter - NIL

**SEGMENT WISE REPORTING OF REVENUE, RESULTS AND CAPITAL EMPLOYED**

| Particulars                                                  | (Rs. In Lakh)           |                         |                         |                         |                         |                       |
|--------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
|                                                              | Quarter Ended           |                         |                         | Nine months ended       |                         | Year Ended            |
|                                                              | 30.06.2014<br>Unaudited | 31.03.2014<br>Unaudited | 30.06.2013<br>Unaudited | 30.06.2014<br>Unaudited | 31.03.2013<br>Unaudited | 30.09.2013<br>Audited |
| 1 Segment Revenue                                            |                         |                         |                         |                         |                         |                       |
| (a) Composite Products                                       | 1,002.70                | 1,245.62                | 7,385.53                | 5,940.52                | 32,256.27               | 43,554.28             |
| (b) Polymers                                                 | 70.69                   | 36.11                   | 132.54                  | 245.78                  | 2,237.36                | 1,890.50              |
| Total Segment Revenue                                        | 1,073.39                | 1,281.73                | 7,518.07                | 6,186.30                | 34,493.63               | 45,444.78             |
| Less: Inter Segment Revenue - Polymers                       | 14.11                   | -                       | -                       | 70.44                   | 580.05                  | 627.45                |
| Net Sales / Income from Operations                           | 1,059.28                | 1,281.73                | 7,518.07                | 6,115.86                | 33,913.58               | 44,817.33             |
| 2 Segment Result                                             |                         |                         |                         |                         |                         |                       |
| (a) Composite Products                                       | (1,650.90)              | (7,150.72)              | (10,662.62)             | (9,195.76)              | (24,074.31)             | (9,298.00)            |
| (b) Polymers                                                 | (82.01)                 | (207.28)                | (391.05)                | (304.78)                | (744.57)                | (339.56)              |
| Total Segment Result                                         | (1,732.91)              | (7,358.00)              | (11,053.67)             | (9,500.55)              | (24,818.88)             | (9,637.57)            |
| Less: Interest (Net)                                         | 5.19                    | 6.54                    | 5,923.39                | 45.70                   | 9,175.42                | 28,561.10             |
| Less: Unallocable Expenses/(income)                          | -                       | -                       | -                       | -                       | -                       | 1,613.42              |
| Total Profit Before Tax                                      | (1,738.10)              | (7,364.54)              | (16,977.06)             | (9,546.25)              | (33,994.30)             | (39,812.10)           |
| 3 Capital Employed<br>(Segment Assets - Segment Liabilities) |                         |                         |                         |                         |                         |                       |
| (a) Composite Products                                       | 25,121.17               | 25,731.28               | 176,596.19              | 25,121.17               | 139,659.35              | 23,629.36             |
| (b) Polymers                                                 | 4,468.17                | 4,509.14                | 7,358.18                | 4,468.17                | 4,908.16                | 4,500.00              |
| (c) Un-allocable                                             | 22,567.69               | 22,968.05               | 88,840.86               | 22,567.69               | (99,947.90)             | 22,484.55             |
| Total                                                        | 52,157.03               | 53,208.47               | 272,795.23              | 52,157.03               | 44,619.60               | 50,613.91             |

**Notes**

- The above results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors of the Company at their adjourned meeting held on today the 28th August, 2014.
- Corresponding financial figures of previous year/period have been regrouped/re-arranged/re-classified, wherever necessary, to make them comparable with that of current period.
- The segments have been identified in accordance with the Accounting Standard on Segment Reporting (AS-17) issued by the Institute of Chartered Accountants of India (ICAI).
- The effect of Exchange fluctuation will be given by the company at the end of the financial year.

For and on behalf of Board of Directors

Date: 28.08.2014

Place: Asoj - 391 510



*[Signature]*  
Capt. (R) Manoj Gaur  
Director

**Independent Auditor's Limited Review Report**

To  
The Board of Directors  
Kemrock Industries and Exports Limited

- 1) We have reviewed the accompanying statement of unaudited financial results of Kemrock Industries and Exports Limited (the 'Company') for the period ended 30<sup>th</sup> June 2014 (the 'Statement') 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. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of Board of Directors. Our responsibility is to issue a report on these financial statements 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. 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) Figures for the corresponding quarter ended 30<sup>th</sup> June 2013 and figures for previous quarter ended 31<sup>st</sup> March 2014, have not been reviewed by us.
- 4) Based on our review conducted as above, *subject to non-provision of Foreign Exchange Fluctuation as required under AS 11 'The Effects of Change in Foreign Exchange Rates' and non-provision of overdue / penal interest on current outstanding, as required under AS 16 'Borrowing Costs', as issued by the Institute of Chartered Accountants of India; the Loss for the current quarter stands understated and Reserves and Surplus stands overstated to that extent; (Not quantified; the Management has submitted that they have consistently followed the practice of providing for the same at the end of the Financial Year); nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.*

For R. A. Amin & Co.  
Chartered Accountants  
FRN: 100334W



*Hiren R. Amin*  
A. Hiren R. Amin)  
Proprietor  
M.N. 111009

Place: Vadodara  
Date: 28.08.2014