

**KEMROCK®**
Industries and Exports Limited13th February, 2012**Scrip Code No.: 526015****Company Symbol: KEMROCK**

To,
The Manager, (DCS & CRD)
Bombay Stock Exchange Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

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

Sub.: Outcome of Board Meeting held today, the 13th February, 2012**Dear Sir / Madam,**

This is to inform that, the Board of Directors of the Company, at its meeting held today, the 13th February, 2012, *inter alia*, considered and

- 1) approved unaudited standalone financial results of the Company for the second quarter and six months ended 31st December, 2011;

The Company has posted a net profit of Rs.11.67 crore for the second quarter ended on 31st December, 2011 as compared to Rs.15.22 crore for the corresponding quarter ended on 31st December, 2010. Total Income has increased from Rs.208.98 crore for the quarter ended 31st December, 2010 to Rs.236.42 crore for the quarter ended 31st December, 2011, recording an increase of 13.13%.

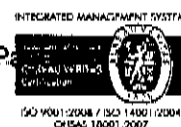
The unaudited standalone financial results of the Company for the second quarter and six months ended 31st December, 2011, are enclosed herewith in accordance with the requirement of Clause 41 of the Listing Agreement.

Further, a Limited Review Report w.r.t., the above results is also enclosed herewith.

- 2) approved proposal to increase borrowing limit, subject to the approval of members, from Rs.1,500 crore to Rs.3,500 crore and creation of charge therefore, pursuant to Section 293(1)(d) & 293(1)(a) of the Companies Act, 1956;



Regd. Off.: Village Asoj, Vadodara-Halol Express Way, Tal.Waghodia, Dist. Vadodara-391 510, Gujarat, INDIA
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**KEMROCK®**
Industries and Exports Limited

- 3) taken note of the resignation of M/s. H. K. Shah & Co., Chartered Accountants, the Statutory Auditors of the Company, w.e.f., February 14, 2012;
- 4) approved, for recommendation to the members for their approval, appointment of M/s. Talati & Talati, Chartered Accountants, Ahmedabad, to fill casual vacancy caused by the resignation of existing Statutory Auditors; and
- 5) approved the draft Notice and draft Explanatory Statement convening Extraordinary General Meeting of the members of the Company on March 20, 2012 to transact the special businesses stated at para (2) and (4) above.

Kindly take note of the above and acknowledge the receipt.

Thanking you,

Yours faithfully,

For **Kemrock Industries and Exports Limited**


Dinesh Patel
[Company Secretary]



Encl.: a/a

BSE Scrip Code : 525015
NSE Company Symbol : KEMROCK

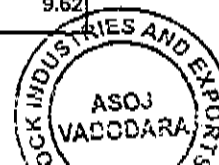


KEMROCK
Industries and Exports Limited

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

UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST DECEMBER, 2011

Sr. No.	Particulars	Unaudited Results for the Quarter ended			Unaudited Results for the Six Months ended		(Rs. in Lakh) Audited Results for the Accounting year ended
		31.12.2011	30.09.2011	31.12.2010	31.12.2011	31.12.2010	30.06.2011
1	Gross Sales	24,443.92	24,570.27	21,353.11	49,014.19	38,668.61	92,750.12
	Less: Excise Duty/Service Tax	801.99	798.58	455.62	1,600.57	844.16	2,619.15
	(a) Net Sales / Income from Operations	23,641.93	23,771.69	20,897.49	47,413.62	37,824.45	90,130.97
	(b) Other Operating Income	-	-	-	-	-	-
	Total [1]	23,641.93	23,771.69	20,897.49	47,413.62	37,824.45	90,130.97
2	Expenditure						
	(a) (Increase) / Decrease in stock in trade and work in progress	(1,899.18)	177.79	(1,110.83)	(1,721.39)	(2,911.02)	(4,569.19)
	(b) Consumption of Raw Materials	14,795.32	12,962.61	12,164.18	27,757.93	22,772.64	53,220.94
	(c) Purchase of traded goods	-	-	-	-	-	-
	(d) Employees cost	926.13	991.19	1,008.14	1,917.32	1,949.62	4,015.64
	(e) Depreciation	1,151.64	1,169.20	1,147.69	2,320.84	2,100.30	4,211.61
	(f) Other Expenditure	2,886.46	3,253.58	3,350.77	6,140.04	5,817.85	12,650.15
	Total [2]	17,860.37	18,554.37	16,559.95	36,414.74	29,729.39	69,529.15
3	Profit from Operations before Other Income, Interest and Exceptional Items [1 - 2]	5,781.56	5,217.32	4,337.54	10,998.88	8,095.06	20,601.82
4	Other Income	9.88	268.45	434.04	278.31	469.34	450.58
5	Profit before Interest and Exceptional Items [3 + 4]	5,791.42	5,485.77	4,771.58	11,277.19	8,564.40	21,052.40
6	Interest	3,742.25	3,289.39	2,623.43	7,031.64	4,497.99	10,943.12
7	Profit after Interest but before Exceptional Items [5 - 6]	2,049.17	2,196.38	2,148.15	4,245.55	4,066.41	10,109.28
8	Exceptional items	-	-	-	-	-	-
9	Profit(+)/Loss(-) from Ordinary Activities before Tax [7+8]	2,049.17	2,196.38	2,148.15	4,245.55	4,066.41	10,109.28
10	Tax Expense	882.56	647.01	626.17	1,529.57	1,168.31	2,563.37
11	Net Profit(+)/Loss(-) from Ordinary Activities after tax [9-10]	1,166.61	1,549.37	1,521.98	2,715.98	2,898.10	7,545.91
12	Extraordinary Items (not of tax expense Rs. Nil)	-	-	-	-	-	-
13	Net Profit (+) / Loss (-) for the period [11 - 12]	1,166.61	1,549.37	1,521.98	2,715.98	2,898.10	7,545.91
14	Paid up Equity Share Capital (Face Value Rs. 10/- per Share)	2,033.00	1,744.22	1,675.35	2,033.00	1,675.35	1,744.22
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	82,345.90	65,586.84	57,385.87	82,345.90	57,385.87	64,037.47
16	Earning Per Share (EPS)						
	(a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and previous year (not annualized)						
	- Basic EPS for the period	6.54	8.88	8.65	15.42	17.30	44.82
	- Diluted EPS for the period	6.54	8.88	8.31	15.42	16.62	44.12
	(b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and previous year (not annualized)						
	- Basic EPS for the period	6.54	8.88	8.65	15.42	17.63	44.82
	- Diluted EPS for the period	6.54	8.88	8.31	15.42	16.62	44.12
17	Public Shareholding						
	- No. of Shares	14,886,143	12,401,187	12,243,318	14,886,143	12,243,318	12,469,322
	- Percentage of Shareholding	73.22	71.10	73.08	73.22	73.08	71.49
18	Promoters and promoter group Shareholding						
	(a) Pledged/Encumbered						
	- Number of shares	3,459,500	3,304,500	2,204,500	3,459,500	2,204,500	3,294,500
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	63.55	65.55	48.88	63.55	48.88	66.25
	- Percentage of shares (as a % of the total share capital of the Company)	17.02	18.95	13.16	17.02	13.16	18.89
	(b) Non-encumbered						
	- Number of shares	1,984,355	1,736,511	2,305,648	1,984,355	2,305,648	1,678,376
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	36.45	34.45	51.12	36.45	51.12	33.75
	- Percentage of shares (as a % of the total share capital of the Company)	9.76	9.96	13.76	9.76	13.76	9.62



SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED							
(Rs. in Lakh)							
Sr. No.	Particulars	Unaudited Results for the Quarter ended			Unaudited Results for the Six Months ended		Audited Results for the Accounting year ended
		31.12.2011	30.09.2011	31.12.2010	31.12.2011	31.12.2010	
1	Segment Revenue						
	(a) Composite Products	21414.98	21,493.60	18,053.54	42,908.58	32,864.55	80,248.71
	(b) Polymers	3676.83	3,731.81	4,785.80	7,408.64	7,707.72	15,871.53
	Total Segment Revenue	25,091.81	25,225.41	22,839.34	50,317.22	40,572.27	96,120.24
	Less: Inter Segment Revenue - Polymers	1449.88	1,453.72	1,941.85	2,903.60	2,747.82	5,989.27
	Net Sales / Income from Operations	23,641.93	23,771.69	20,897.49	47,413.62	37,824.45	90,130.97
2	Segment Result						
	(a) Composite Products	5643.06	5,371.93	4,351.89	11,014.99	8,011.62	19,647.06
	(b) Polymers	145.45	213.39	363.30	358.84	487.91	1,070.19
	Total Segment Result	5,788.51	5,585.32	4,715.19	11,373.83	8,499.53	20,717.25
	Less: Interest (Net)	3573.71	3,277.27	2,566.23	6,850.98	4,418.99	10,639.47
	Less: Unallocable Expenses	165.62	111.67	0.81	277.29	14.13	(31.50)
	Total Profit Before Tax	2,049.18	2,196.38	2,148.15	4,245.56	4,066.41	10,109.28
3	Capital Employed						
	(Segment Assets - Segment Liabilities)						
	(a) Composite Products	207381.67	166,799.65	147,096.20	207,381.67	147,096.20	163,374.04
	(b) Polymers	9425.01	10,676.71	9,297.66	9,425.01	9,297.66	10,580.18
	(c) Un-allocable	(132,427.78)	(110,145.29)	(96,737.77)	(132,427.78)	(96,737.77)	(107,797.53)
	Total	84,378.90	67,331.07	59,656.09	84,378.90	59,656.09	66,156.69

STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lakhs)

Particulars	STANDALONE (UNAUDITED)	
	Six months ended 31st December, 2011	Corresponding Six months ended 31st December, 2010
SHAREHOLDERS' FUND:		
(a) Share Capital	2,033.00	1,675.35
(b) Reserves and surplus	82,345.90	58,005.74
LOAN FUNDS	136,147.83	105,618.04
Deferred Tax Liability	3,637.59	2,508.79
Total	224,164.32	167,807.92
FIXED ASSETS	131,123.55	94,660.36
INVESTMENTS	9,352.10	9,125.93
Deferred tax assets	-	-
CURRENT ASSETS, LOANS AND ADVANCES		
(a) Inventories	27,911.66	25,510.79
(b) Sundry Debtors	57,771.47	36,222.72
(c) Cash and Bank Balances	18,069.90	4,208.61
(d) Loans and Advances	15,876.37	11,956.29
Less : Current Liabilities and Provisions		
(a) Current Liabilities	30,839.29	13,534.16
(b) Provisions	5,104.40	342.62
Net Current assets	83,685.71	64,021.63
MISCELLANEOUS EXPENDITURE (NOT WRITTEN OFF OR ADJUSTED)	2.96	-
PROFIT AND LOSS ACCOUNT	-	-
TOTAL	224,164.32	167,807.92

NOTES:

(1) The above results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors of the Company at their meeting held on 13th February, 2012.

(2) 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).

(3) The Company, on December 20, 2011, raised US\$ 30 million through issue of 2,887,800 Global Depository Receipts (each representing one underlying Equity Share of par value of Rs.10/-) at an issue price of US\$ 10.389 per GDR. Each GDR represents one underlying equity share in the Company. Pursuant to GDRs issue, the Company issued and allotted underlying 2,887,800 Equity Shares of Rs.10/- each at a price of Rs.533.89 per share (including a premium of Rs.523.89 per share).

Upon allotment of equity shares, as aforesaid, the paid-up share capital of the Company stands increased to Rs.203,299,980/- divided into 20,329,998 equity shares of Rs.10/- each.

The GDRs issued by the Company have been listed on the Luxembourg Stock Exchange, Luxembourg.

(4) In view of prevailing volatility in the foreign exchange market, in respect of foreign currency items, gain/(loss) arising on foreign exchange rate fluctuation on outstanding balances, as at the end of the quarter has not been given effect in the above results as the company will account for the same at the end of the financial year.

(5) The figures for the previous year have been regrouped/rearranged wherever necessary to make them comparable.

(6) Details of investor complaints for the quarter ended 31st December, 2011: Beginning - 01; Received - 0; Disposed off - 01; Lying unresolved - 0.

(7) The Company has opted to publish standalone financial results pursuant to an option available under clause 41 of the Listing Agreement.

For and on behalf of Board of Directors

Date: 13.02.2012
Place: Asoj - 391 510



Kalpesh Patel
Chairman & Managing Director

CA K. M. Shah 99241 12785
B.Com., D.T.P., F.C.A.

CA H. K. Shah 98257 22785
B.Com., L.L.B., D.T.P., F.C.A.

CA G. K. Shah 98258 44995
B.Com., F.C.A., D.I.S.A. (ICAI)



H. K. Shah & Co.

Chartered Accountants

CA J. G. Vaidya 99099 19785
B.Com., F.C.A.

CA T. H. Patel 99099 19785
B.Com., F.C.A., C.P.A.

CA M. G. Desai 9998612120
M.Com., A.C.A.

Limited Review Report

To,
The Board of Directors of
Kemrock Industries and Exports Limited
Village Asoj, Vadodara - Halol Express Way,
Tal. Waghodia, Dist. Vadodara
Dist- Vadodara - PIN 391510.

We have reviewed the accompanying statement of unaudited financial results of **M/s. Kemrock Industries and Exports Limited**, for the period ended 31st December, 2011, 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.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedure applied to financial data and thus provides less assurance than an audit done in normal course. We have not performed an audit and we have relied on information, explanation and data provided and accordingly, we do not express an audit opinion.

Based on our review conducted subject to above and confirmation of balances, and notes nothing has come to our attention that causes us generally to believe that the accompanying statement of unaudited financial results prepared in accordance with the applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of clause 41 of Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Our Limited Review is based on information, explanations and data provided to us.

Place : Vadodara
Date : 13th February, 2012



For, **H.K.Shah & Co.**
Chartered Accountants
FRN No. 109583w

H.K. Shah
H.K.Shah
Membership No.: 42758

Mailing Address : 404, "SARAP" Building, 4th Floor, Opp. Navjivan Press, Nr. Income Tax, Off Ashram Road, Ahmedabad-380014
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Head Office : Gandhinagar (Guj.) Branches in Gujarat : Ahmedabad, Vadodara, Vapi Branch in Maharashtra : Kandiwali (East) Mumbai

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C&AG Regn. No. : WRO / 510. ICAI Regn. No. : 109583/W