

Kaya Limited

February 1, 2017

To,
The Secretary,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Fax: 22722037/39/41

BSE Scrip Code: 539276

To,
The Manager
Listing Department
National Stock Exchange of India Limited
'Exchange Plaza', C-1 Block G
Bandra Kurla Complex, Bandra(E)
Mumbai 400051
Fax: 26598237/38
NSE Symbol: KAYA

Subject: Disclosure under the relevant regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

This is to inform you that the Board of Directors of Kaya Limited ("the Company") at its meeting held today i.e. February 1, 2017 from 11.30 a.m. and scheduled to conclude around 5.00 p.m. has, *inter alia*, considered and approved the Unaudited Financial results in respect of Kaya Limited and its consolidated entity for the quarter ended December 31, 2016.

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the following:

1. Unaudited Financial results in respect of Kaya Limited and its Consolidated entity and;
2. Limited Review Report by the Statutory Auditors of the Company on the Unaudited Financial results (Standalone and Consolidated) for the quarter ended December 31, 2016.

The said Financials shall be made available on the website of the Company www.kaya.in and the consolidated Financials shall be published in the requisite newspapers.

Kindly take the above on record and acknowledge receipt.

Thank you.

For Kaya Limited


Almas Badar
Company Secretary & Compliance Officer

Encl: A/a

Price Waterhouse

Chartered Accountants

The Board of Directors
Kaya Limited
23/C, Mahal Industrial Estate,
Mahakali Caves Road,
Near Paperbox Lane,
Andheri (East),
Mumbai – 400 093.

1. We have reviewed the unaudited financial results of Kaya Limited (the “Company”) for the quarter ended December 31, 2016 which are included in the accompanying [‘unaudited statement of standalone financial results for the quarter and nine months ended December 31, 2016’] (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
Firm Registration Number: 301112E
Chartered Accountants

U. A. Shah

Uday Shah
Partner
Membership Number: 46061

Mumbai
February 1, 2017

Price Waterhouse, 252 Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028
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KAYA LIMITED

UNAUDITED STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTH ENDED DECEMBER 31, 2016

(Rs. in Lacs)

Particulars	Quarter ended December 31, 2016	Quarter ended September 30, 2016	Quarter ended December 31, 2015	Nine months ended December 31, 2016	Nine months ended December 31, 2015	Year ended March 31, 2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income from operations						
a Net Sales/Income from operations	4,567.12	4,943.44	4,794.73	14,250.62	13,541.23	18,531.93
b Other Operating Income	-	-	-	-	-	-
Total Income from operations (net)	4,567.12	4,943.44	4,794.73	14,250.62	13,541.23	18,531.93
2 Expenses						
a Cost of materials consumed	373.61	286.39	281.90	773.63	872.12	1,303.37
b Purchase of stock in trade	38.10	12.79	1.90	56.00	47.50	60.42
c Changes in inventory of finished goods, work in progress and stock in trade (increase)/ decrease	(110.99)	20.53	(13.00)	162.53	(100.19)	(218.09)
d Employee benefits expense	1,450.67	1,413.94	1,380.17	4,278.95	3,867.77	5,140.85
e Depreciation and amortisation expense	271.21	266.19	247.92	771.96	676.38	969.64
f Rent	842.41	786.41	856.37	2,495.02	2,470.76	3,341.48
g Consumption of consumables and stores and spare parts	698.59	751.61	805.86	2,223.22	2,066.23	2,819.37
h Other expenses	1,826.64	1,863.06	1,695.04	5,433.42	5,180.13	7,213.56
Total Expenses	5,390.24	5,400.92	5,256.16	16,194.73	15,080.70	20,630.60
3 Loss from operations before other income, finance costs and exceptional items (1-2)	(823.12)	(457.48)	(461.43)	(1,944.11)	(1,539.47)	(2,098.67)
4 Other Income	278.04	253.94	277.73	772.52	926.96	1,236.61
5 Loss from ordinary activities before finance costs and exceptional items (3+4)	(545.08)	(203.54)	(183.70)	(1,171.59)	(612.51)	(862.06)
6 Finance Costs	0.15	0.17	0.29	0.35	0.35	0.36
7 Loss from ordinary activities after finance costs but before exceptional items (5-6)	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)
8 Exceptional Items	-	-	-	-	-	-
9 Loss from ordinary activities before tax (7+8)	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)
10 Tax expenses / (credit)	-	-	-	-	-	-
11 Net Loss from ordinary activities after tax (9-10)	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)
12 Extraordinary items (net of tax)	-	-	-	-	-	-
13 Net Loss for the period / year (11-12)	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)
14 Paid up Equity Share Capital (Face value Rs. 10 per share)	1,299.76	1,296.19	1,289.71	1,299.76	1,289.71	1,289.71
15 Reserves excluding Revaluation Reserves (as per audited Balance Sheet)						17,858.16
16 Earnings Per Share (EPS) Not Annualised (In Rs.)						
i EPS before Extraordinary items for the period / year						
a Basic	(4.20)	(1.57)	(1.42)	(9.05)	(4.75)	(6.69)
b Diluted	(4.20)	(1.57)	(1.42)	(9.05)	(4.74)	(6.69)
ii EPS after Extraordinary items for the period / year						
a Basic	(4.20)	(1.57)	(1.42)	(9.05)	(4.75)	(6.69)
b Diluted	(4.20)	(1.57)	(1.42)	(9.05)	(4.74)	(6.69)




NOTES TO THE UNAUDITED STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016

1. The un-audited statement of standalone financial results of Kaya Limited ("the Company") for the quarter and nine months ended December 31, 2016 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 1, 2017. These financial results have been subjected to limited review by the statutory auditors of the Company.
2. The Company has only one reportable segment- "Skin Care Business"- in terms of Accounting Standard 17 "Segment Reporting" mandated by Rule 3 of the Companies (Accounting Standards) Rules, 2006.
3. The Board of Directors of the Company had granted stock options to certain eligible employees pursuant to the Kaya ESOP 2016 – Scheme I, Kaya Limited Employees Stock Option Scheme 2014 and Kaya Limited Employees Stock Option Scheme 2014 (Kaya Middle East FZE) (together referred as 'Kaya ESOP').

Following are the particulars of Kaya ESOP for the quarter ended December 31, 2016:-

Particulars	Kaya ESOP 2016 – Scheme I	Kaya Limited Employees Stock Option Scheme 2014	Kaya Limited Employees Stock Option Scheme 2014 (Kaya Middle East FZE)
Balance at the beginning of the quarter	234,156	60,695	5,450
Granted during the quarter	--	--	--
Forfeited / Lapsed during the quarter	42,995	--	--
Exercised during the quarter	--	46,568	--
Outstanding at the end of the quarter	191,161	14,127	5,450

During the quarter ended December 31, 2016, pursuant to exercise of the stock option, the Company has allotted 35,702 equity shares of Rs. 10 each, resulting in an increase in paid-up Share Capital and Securities Premium Reserve by Rs. 3.57 Lacs and Rs. 129.82 Lacs, respectively.

4. These Financial Results and other related useful information are available on Company's website – <http://www.kaya.in>.
5. On September 8, 2016, Kaya Middle East DMCC, a subsidiary of the Company had entered into a Share Purchase Agreement for acquiring 75% beneficial interest in Minal Medical Centre, Dubai and Minal Specialized Clinic Dermatology, Sharjah. The acquisition has not been completed. The acquisition will become effective on fulfilling of certain conditions precedent and obtaining the requisite statutory approvals.
6. Previous period / year figures have been regrouped / reclassified to make them comparable with those of current period.

Place: Mumbai

Date: February 1, 2017



Harsh Mariwala
Harsh Mariwala

Chairman and Managing Director



Price Waterhouse

Chartered Accountants

The Board of Directors
Kaya Limited
23/C, Mahal Industrial Estate,
Mahakali Caves Road,
Near Paperbox Lane,
Andheri (East),
Mumbai – 400 093.

1. We have reviewed the unaudited consolidated financial results of Kaya Limited (the "Company"), its subsidiaries and jointly controlled entity (hereinafter referred to as the "Group") (refer Note 3 on the Statement) for the quarter ended December 31, 2016 which are included in the accompanying 'unaudited statement of consolidated financial results for the quarter and nine months ended December 31, 2016 (the "Statement")'. The Statement has been prepared by the Company's Management 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 its 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 group personnel and analytical procedures applied to group's 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. We did not review the financial statements of one subsidiary considered in the preparation of the Statement and which constitute total revenue of Rs. 4,919.22 lacs and Rs. 14,903.83 lacs and net profit of Rs. 156.60 lacs and Rs. 1,167.62 lacs for the quarter and period then ended. These financial statements and other financial information have been reviewed by other auditor whose report has been furnished to us, and our conclusion on the Statement to the extent they have been derived from such financial statements is based solely on the report of such other auditors.
5. 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
Firm Registration Number: 301112E
Chartered Accountants

U. A. Shah

Uday Shah
Partner
Membership Number: 46061

Mumbai
February 1, 2017

Price Waterhouse, 252 Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028
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UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016

(Rs. In Lacs)

Particulars	Quarter ended December 31, 2016	Quarter ended September 30, 2016	Quarter ended December 31, 2015	Nine months ended December 31, 2016	Nine months ended December 31, 2015	Year ended March 31, 2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income from operations						
a Net Sales/Income from operations	9,714.84	10,227.69	9,523.93	29,734.02	26,782.13	36,984.70
b Other Operating Income	10.42	9.95	-	29.09	-	5.28
Total Income from operations (net)	9,725.26	10,237.64	9,523.93	29,763.11	26,782.13	36,989.98
2 Expenses						
a Cost of materials consumed	780.93	1,785.87	1,402.91	3,409.36	3,239.96	4,585.07
b Purchase of stock in trade	79.25	33.26	1.90	165.54	47.50	151.95
c Change in inventory of finished goods, work in progress and stock in trade (increase) / decrease	120.74	(745.23)	(451.03)	(403.70)	(512.54)	(806.00)
d Employee benefits expenses	3,823.24	3,831.91	3,324.40	11,290.35	9,326.18	12,867.60
e Depreciation and amortisation expense	484.40	474.38	425.90	1,440.93	1,195.61	1,694.12
f Rent	1,323.82	1,228.52	1,208.51	3,799.39	3,489.65	4,730.98
g Other expenses	3,674.88	3,622.88	3,543.34	10,888.37	10,180.84	14,121.90
Total Expenses	10,287.26	10,231.59	9,455.93	30,590.24	26,967.20	37,345.62
3 (Loss) / Profit from operations before other income, finance costs and exceptional items (1-2)	(562.00)	6.05	68.00	(827.13)	(185.07)	(355.64)
4 Other Income	239.34	263.21	281.03	742.23	933.40	1,243.37
5 (Loss) / Profit from ordinary activities before finance cost and exceptional items (3+4)	(322.66)	269.26	349.03	(84.90)	748.33	887.73
6 Finance Costs	8.75	0.34	0.83	9.12	1.00	1.98
7 (Loss) / Profit from ordinary activities after finance costs but before exceptional items (5-6)	(331.41)	268.92	348.20	(94.02)	747.33	885.75
8 Exceptional Items	-	-	-	-	-	-
9 (Loss) / Profit from ordinary activities before tax (7-8)	(331.41)	268.92	348.20	(94.02)	747.33	885.75
10 Tax expenses / (credit)	-	-	-	-	-	-
11 Net (Loss) / Profit from ordinary activities after tax (9-10)	(331.41)	268.92	348.20	(94.02)	747.33	885.75
12 Extraordinary Item (net of tax)	-	-	-	-	-	-
13 Net (Loss) / Profit for the period / year (11-12)	(331.41)	268.92	348.20	(94.02)	747.33	885.75
14 Share of Profit/(Loss) of associates	-	-	-	-	-	-
15 Minority Interest	7.25	5.76	-	12.31	-	5.98
16 Net (Loss) / Profit after taxes, minority interest and share of profit/(loss) of associates (16=13-14-15)	(338.66)	263.16	348.20	(106.33)	747.33	879.77
17 Paid up Equity Share Capital (Face value Rs. 10 per share)	1,299.76	1,296.19	1,289.71	1,299.76	1,289.71	1,289.71
18 Reserves excluding Revaluation Reserves (as per audited Balance Sheet)						23,840.38
19 Earning Per Share (EPS) Not Annualised (In Rs.)						
i EPS before Extraordinary items for the period / year						
a Basic	(2.62)	2.04	2.70	(0.82)	5.79	6.82
b Diluted	(2.73)	1.60	2.44	(1.37)	5.15	5.94
ii EPS after Extraordinary items for the period / year						
a Basic	(2.62)	2.04	2.70	(0.82)	5.79	6.82
b Diluted	(2.73)	1.60	2.44	(1.37)	5.15	5.94




NOTES TO THE UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016

1. The un-audited statement of consolidated financial results of Kaya Limited ("the Company") for the quarter and nine months ended December 31, 2016 were reviewed by the audit committee and approved by the Board of Directors at their meeting held on February 1, 2017. These financial results have been subjected to limited review by the statutory auditors of the Company.
2. The Standalone financial results, which were also subjected to the Limited Review by the statutory auditors, are available on the Company's website - <http://www.kaya.in> and on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).
3. The Consolidated financial results for the quarter and nine months ended December 31, 2016 comprise results of Kaya Limited, its subsidiaries, step down subsidiaries in Singapore and UAE and a joint Venture of its subsidiary in Kuwait. All the aforesaid entities are collectively called 'Kaya Limited' or 'the Group'.
4. The Group has only one reportable segment- "Skin Care Business"- in terms of Accounting Standard 17 "Segment Reporting" mandated by Rule 3 of the Companies (Accounting Standards) Rules, 2006.
5. Following are the particulars of the Company (on a standalone basis):

(Rs in Lacs)

Particulars	For the quarter ended December 31, 2016	For the quarter ended September 30, 2016	For the quarter ended December 31, 2015	For the nine months ended December 31, 2016	For the nine months ended December 31, 2015	For the Year ended March 31, 2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Turnover	4,567.12	4,943.44	4,794.73	14,250.62	13,541.23	18,531.93
Loss before tax	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)
Loss after tax	(545.23)	(203.71)	(183.99)	(1,171.94)	(612.86)	(862.42)

6. The Board of Directors of the Company had granted stock options to certain eligible employees pursuant to the Kaya ESOP 2016 – Scheme I, Kaya Limited Employees Stock Option Scheme 2014 and Kaya Limited Employees Stock Option Scheme 2014 (Kaya Middle East FZE) (together referred as 'Kaya ESOP').

The Board of Directors of Kaya Middle East FZE (a wholly owned subsidiary of KME Holding Pte Ltd) had granted Stock Options to an eligible employee pursuant to the Kaya Middle East FZE Employees Stock Option Scheme 2014 (KME FZE) (referred as 'KME ESOP').

Following are the particulars of ESOP Schemes for the quarter ended December 31, 2016: -

Particulars	Kaya ESOP 2016 – Scheme I	Kaya Limited Employees Stock Option Scheme 2014	Kaya Limited Employees Stock Option Scheme 2014 (Kaya Middle East FZE)	Kaya Middle East FZE Employees Stock Option Scheme 2014 (KME FZE)
Balance at the beginning of the quarter	234,156	60,695	5,450	22
Granted during the quarter	--	--	--	--
Forfeited / Lapsed during the quarter	42,995	--	--	--
Exercised during the quarter	--	46,568	--	--
Outstanding at the end of the quarter	191,161	14,127	5,450	22



NOTES TO THE UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016

During the quarter ended December 31, 2016, pursuant to exercise of the stock option, the Company has allotted 35,702 equity shares of Rs. 10 each, resulting in an increase in paid-up Share Capital and Securities Premium Reserve by Rs. 3.57 Lacs and Rs. 129.82 Lacs, respectively.

7. On September 8, 2016, Kaya Middle East DMCC, a subsidiary of the Company had entered into a Share Purchase Agreement for acquiring 75% beneficial interest in Minal Medical Centre, Dubai and Minal Specialized Clinic Dermatology, Sharjah. The acquisition has not been completed. The acquisition will become effective on fulfilling of certain conditions precedent and obtaining the requisite statutory approvals.
8. Previous period / year figures have been regrouped / reclassified to make them comparable with those of current period.

Place: Mumbai

Date: February 1, 2017


Harsh Mariwala

Chairman and Managing Director

