



NOCIL LIMITED

Mafatlal House, 3rd Floor, H. T. Parekh Marg, Backbay Reclamation,
Churchgate, Mumbai - 400 020, India.

Tel.: 91 22 6657 6100, 6636 4062 Fax: 91 22 6636 4060 website : www.nocil.com

CIN No. L99999MH1961PLC012003 Email.: investorcare@nocilindia.com

SEC/122B

5th May 2016

The National Stock Exchange Ltd.
Exchange Plaza
Bandra Kurla Complex,
Bandra (East)
Mumbai-400 051

Dear Sir,

**Sub: Audited Financial Results (Standalone and Consolidated) for the Financial
Year ended on 31st March 2016**

We refer to Regulations 30 and 33 (3) (d) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ['Listing Regulations'] read with Circular (Ref No. CIR/ CFD / CMD/ 15/2015 dated 30th November 2015) issued by SEBI. At its Meeting held on 5th May 2016, the Board of Directors has approved the Standalone and Consolidated Audited Financial Results for the Year ended on 31st March 2016.

Accordingly, we have enclosed the following:

- a. Annual Audited Standalone financial results for the Financial Year ended on 31st March 2016;
- b. Annual Audited Consolidated financial results for the year ended on the said date.
- c. Auditors' Report dated 5th May 2016 submitted by the Company's Statutory Auditors in respect of the Standalone and Consolidated audited financial results; and
- d. Separate Form A for audit report with unmodified opinion on Standalone and Consolidated financial results.

Further, pursuant to Regulation 43 of the Listing Regulations, the Board of Directors has recommended a Dividend of Rs. 1.20 /- per Equity Share of Rs. 10/- each (12%) for the Financial Year 2015-16 subject to the approval of the same by the shareholders at the Annual General Meeting to be held on 27th July 2016.

The meeting of the Board commenced at 12 Noon and concluded at 4.00 p.m.

We kindly request you to take the above on your records and acknowledge receipt.

Thanking you,

Yours faithfully,

For NOCIL Limited

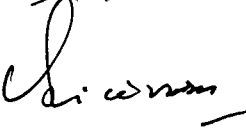
V. K. Gupte
Company Secretary

Encl: as above



Form A (for audit report with unmodified opinion)

Format of covering letter of the annual audit report on annual Standalone financial statements to be filed with Stock Exchange

Sr. no	Particulars	
1	Name of the Company	NOCIL Limited
2	Annual Standalone Financial Statements for the year ended	31 st March 2016
3	Type of Audit Observation	Unmodified
4	Frequency of observation	Not Applicable
5	<p>To be Signed by</p> <p>C. R. Gupte - Managing Director</p> <p>P. Srinivasan – Chief Financial Officer</p> <p>C. L. Jain – Chairman of the Audit Committee</p> <p>Place: Mumbai Dated: 5th May 2016</p> <p>Auditor of the Company –</p> <p>Refer our Audit Report dated 5th May, 2016 on the Standalone Financial Statements of the Company.</p> <p>For Deloitte Haskins & Sells LLP Chartered Accountants (Firm's Registration No. 117366W/W-100018)</p>  <p>A B Jani Partner (Membership no: 46488) Place: Mumbai Dated: 5th May 2016</p>	  



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Mafatlal House, 3rd Floor, H. T. Parekh Marg, Backbay Reclamation,
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Tel.: +91 22 6657 6100, 6636 4062 Fax +91 22 6636 4060 Website: www.nocil.com

CIN No. L99999MH1961PLC012003 Email: finance@nocil.com

**Part I STATEMENT OF STANDALONE UNAUDITED/AUDITED FINANCIAL RESULTS FOR THE
QUARTER AND YEAR ENDED 31 MARCH 2016**

₹ in Lakhs

Sr. No	PARTICULARS	For the Quarter ended on			For the Year ended on	
		31.3.2016 (Unaudited)	31.12.2015 (Unaudited)	31.3.2015 (Unaudited)	31.3.2016 (Audited)	31.3.2015 (Audited)
1	Income from Operations					
a)	Net sales (Net of excise duty)	17,535	16,840	18,931	70,780	71,602
b)	Other operating income	230	178	75	741	298
	Total income from operations (net)	17,765	17,018	19,006	71,521	71,900
2	Expenses					
a)	Cost of materials consumed	7,259	7,555	9,835	31,221	43,412
b)	Purchases of stock-in-trade	69	90	110	337	384
c)	Change in inventories of finished goods, work-in-progress and stock-in-trade	1,085	493	154	4,392	(4,939)
d)	Employee benefits expense	1,518	1,412	1,205	5,782	4,810
e)	Depreciation and amortisation expense	344	346	338	1,372	1,360
f)	Utilities	1,129	1,196	1,628	5,008	6,153
g)	Other expenses	2,955	2,691	2,861	10,967	10,892
	Total expenses	14,359	13,783	16,131	59,079	62,072
3	Profit from operations before other income, finance costs (1-2)	3,406	3,235	2,875	12,442	9,828
4	Other income	27	79	13	305	389
5	Profit from ordinary activities before finance costs (3+4)	3,433	3,314	2,888	12,747	10,217
6	Finance costs	154	208	378	934	1,651
7	Profit from ordinary activities before tax (5-6)	3,279	3,106	2,510	11,813	8,566
8	Tax expense	1,026	1,087	799	4,039	2,890
9	Net Profit for the period/year (7-8)	2,253	2,019	1,711	7,774	5,676
10	Paid up Equity Share Capital (Face value Rs. 10/- each)	16,079	16,079	16,079	16,079	16,079
11	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	30,715	25,263
12	Earnings per share (of Rs. 10/- each) (not annualised)					
	- Basic	1.40	1.26	1.06	4.83	3.53
	- Diluted	1.39	1.24	1.03	4.78	3.50
	See accompanying notes to the financial results					



ARVIND MAFATLAL GROUP



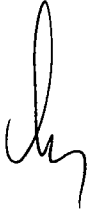
Notes:

1. The Company is primarily engaged in the business of manufacture of Rubber Chemicals, which, in the context of Accounting Standard (AS 17) on "Segment Reporting", constitutes a single reportable segment.
2. The Directors have recommended a dividend of Rs. 1.20/- per Equity Share of Rs. 10/- each (12 %) for the year ended 31 March 2016.
3. The figures of last quarters are the balancing figures between audited figures in respect of the full financial years and the published year to date figures up to the third quarter of the respective financial years.
4. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 5 May 2016.
5. The figures for the corresponding periods/year have been regrouped, wherever necessary.

For and on behalf of the Board,

For NOCIL Limited

(C.R. Gupta)
Managing Director



Place : Mumbai

Date : 5 May, 2016



NOCIL LIMITED

Standalone Statement of Assets and Liabilities

₹ in Lakhs

Particulars	As at 31 March 2016 (Audited)	As at 31 March 2015 (Audited)
A. EQUITY AND LIABILITIES		
(1) Shareholders' funds		
(a) Share capital	16,079	16,079
(b) Reserves and surplus	30,715	25,263
Sub Total - Shareholders' Funds	46,794	41,342
(2) Non-current liabilities		
(a) Long-term borrowings	1,500	5,050
(b) Deferred tax liabilities (net)	4,617	4,138
(c) Long-term provisions	1,821	1,332
Sub Total - Non-current liabilities	7,938	10,520
(3) Current liabilities		
(a) Short-term borrowings	87	7,548
(b) Trade payables	7,400	8,929
(c) Other current liabilities	3,151	5,166
(d) Short-term provisions	2,483	2,209
Sub Total - Current Liabilities	13,121	23,852
TOTAL - EQUITY AND LIABILITIES	67,853	75,714
B. ASSETS		
(1) Non-current assets		
(a) Fixed assets	29,581	29,661
(b) Non-Current Investments	4,731	4,731
(c) Long term loans and advances	3,068	3,618
Sub Total - Non-current assets	37,380	38,010
(2) Current assets		
(a) Inventories	13,241	18,750
(b) Trade receivables	15,105	16,719
(c) Cash and cash equivalents	701	475
(d) Short-term loans and advances	1,396	1,737
(e) Other current assets	30	23
Sub Total - Current assets	30,473	37,704
TOTAL - ASSETS	67,853	75,714

For and on behalf of the Board,

For NOCIL Limited

(C.R. Gupte)

Managing Director

Place : Mumbai

Date : 5 May, 2016

Deloitte Haskins & Sells LLP

Chartered Accountants
Indiabulls Finance Centre
Tower 3, 27th - 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai - 400 013
Maharashtra, India

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INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF NOCIL LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of NOCIL Limited (the Company) for the year ended 31 March 2016 (the Statement), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

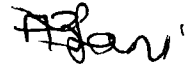
3. In our opinion and to the best of our information and according to the explanations given to us the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended 31 March 2016.

AKUP

**Deloitte
Haskins & Sells LLP**

4. The Statement includes the results for the Quarter ended 31 March 2016 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



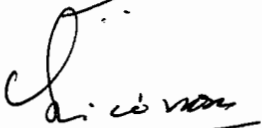
A B Jani
Partner

(Membership No. 46488)

Mumbai, Dated: May 05, 2016

Form A (for audit report with unmodified opinion)

Format of covering letter of the annual audit report on annual Consolidated financial statements to be filed with Stock Exchange

Sr. no	Particulars	
1	Name of the Company	NOCIL Limited
2	Annual Consolidated Financial Statements for the year ended	31 st March 2016
3	Type of Audit Observation	Unmodified
4	Frequency of observation	Not Applicable
5	<p>To be Signed by</p> <p>C. R. Gupte - Managing Director</p> <p>P. Srinivasan – Chief Financial Officer</p> <p>C. L. Jain – Chairman of the Audit Committee</p> <p>Place: Mumbai Dated: 5th May 2016</p> <p>Auditor of the Company –</p> <p>Refer our Audit Report dated 5th May, 2016 on the Consolidated Financial Statements of the Company.</p> <p>For Deloitte Haskins & Sells LLP Chartered Accountants (Firm's Registration No. 117366W/W-100018)</p> <p></p> <p>A B Jani Partner (Membership no: 46488) Place: Mumbai Dated: 5th May 2016</p>	<p>  </p>



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CIN No. L99999MH1961PLC012003 Email: finance@nocil.com

Part I STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH 2016

₹ in Lakhs

Sr. No	PARTICULARS	For the Year ended on	
		31.3.2016 (Audited)	31.3.2015 (Audited)
1	Income from Operations		
a)	Net sales (Net of excise duty)	70,780	71,602
b)	Other operating income	741	298
	Total income from operations (net)	71,521	71,900
2	Expenses		
a)	Cost of materials consumed	31,221	43,412
b)	Purchases of stock-in-trade	337	384
c)	Change in inventories of finished goods, work-in-progress and stock-in-trade	4,392	(4,939)
d)	Employee benefits expense	6,077	5,028
e)	Depreciation and amortisation expense	1,463	1,450
f)	Utilities	5,437	6,581
g)	Other expenses	10,119	10,106
	Total Expenses	59,046	62,022
3	Profit from operations before other income, finance costs (1-2)	12,475	9,878
4	Other income	353	397
5	Profit from ordinary activities before finance costs (3+4)	12,828	10,275
6	Finance costs	934	1,651
7	Profit from ordinary activities before tax (5-6)	11,894	8,624
8	Tax expense	4,068	2,914
9	Net Profit for the period/year (7-8)	7,826	5,710
10	Paid up equity share capital (face value Rs. 10 each)	16,079	16,079
11	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	30,921	25,417
12	Earnings per share (of Rs. 10 each) (not annualised)		
	- Basic	4.87	3.55
	- Diluted	4.81	3.52
	See accompanying notes to the financial results		



ARVIND MAFATLAL GROUP



Notes:

1. The consolidated financial results of NOCIL Limited (the Company) have been prepared in accordance with the Accounting Standard 21 on 'Consolidated Financial Statements'. Financial results of the subsidiary company PIL Chemicals Limited (together referred as the Group) have been consolidated with the Company.
2. The Group is primarily engaged in the business of manufacture of Rubber Chemicals, which, in the context of Accounting Standard (AS 17) on 'Segment Reporting', constitutes a single reportable segment.
3. The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on 5 May 2016.
4. The Directors of the Company have recommended a dividend of Rs. 1.20/- per Equity Share of Rs. 10/- each (12 %) for the year ended 31 March 2016.
5. The figures for the corresponding periods/year have been regrouped, wherever necessary.

For and on behalf of the Board,

For NOCIL Limited

(C.R. Gupta)
Managing Director



Place : Mumbai
Date : 5 May, 2016



NOCIL LIMITED

Consolidated Statement of Assets and Liabilities

₹ in Lakhs

Particulars	As at 31 March 2016 (Audited)	As at 31 March 2015 (Audited)
A. EQUITY AND LIABILITIES		
(1) Shareholders' funds		
(a) Share capital	16,079	16,079
(b) Reserves and surplus	30,921	25,417
Sub Total - Shareholders' Funds	47,000	41,496
(2) Non-current liabilities		
(a) Long-term borrowings	1,500	5,050
(b) Deferred tax liabilities (net)	4,798	4,290
(c) Long-term provisions	1,862	1,355
Sub Total - Non-current liabilities	8,160	10,695
(3) Current liabilities		
(a) Short-term borrowings	87	7,548
(b) Trade payables	7,294	8,387
(c) Other current liabilities	3,154	5,169
(d) Short-term provisions	2,487	2,211
Sub Total - Current Liabilities	13,022	23,315
TOTAL - EQUITY AND LIABILITIES	68,182	75,506
B. ASSETS		
(1) Non-current assets		
(a) Fixed assets	31,268	31,428
(b) Non-Current Investments	2,243	2,243
(c) Long term loans and advances	3,284	3,808
Sub Total - Non-current assets	36,795	37,479
(2) Current assets		
(a) Inventories	13,263	18,773
(b) Trade receivables	15,105	16,719
(c) Cash and cash equivalents	1,538	755
(d) Short-term loans and advances	1,421	1,753
(e) Other current assets	60	27
Sub Total - Current assets	31,387	38,027
TOTAL - ASSETS	68,182	75,506

For and on behalf of the Board,

For NOCIL Limited

(C.R. Gupte)
Managing Director

Place : Mumbai

Date : 5 May, 2016

Deloitte Haskins & Sells LLP

Chartered Accountants
Indiabulls Finance Centre
Tower 3, 27th - 32nd Floor
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INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF NOCIL LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of NOCIL Limited (the Holding Company) and its subsidiary (the Holding Company and its subsidiary together referred to as the Group) for the year ended 31 March, 2016 (the Statement), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. We did not audit the financial statements of one subsidiary included in the consolidated financial results, whose financial statements reflect total assets (net) of Rs. 2,834.32 lakhs as at 31 March, 2016, total revenues (net) of Nil lakhs for the year ended 31 March, 2016, and total profit after tax (net) of Rs. 52.14 lakhs for the year ended 31 March, 2016, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the reports of the other auditors.
4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, the Statement:
 - (i) includes the results of the following entity:
PIL Chemicals Limited

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**Deloitte
Haskins & Sells LLP**

- (ii) is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (iii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and other financial information of the Group for the year ended 31 March, 2016.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W/W-100018)



A B Jani
Partner

(Membership No. 46488)

Mumbai, Dated: May 05, 2016