

Statement of Unaudited Standalone Financial Results for the Quarter / Half Year ended 30th September, 2016

Rs in Lacs

Sr No	Particulars	Quarter ended 30.09.2016 (Unaudited)	Quarter ended 30.06.2016 (Unaudited)	Quarter ended 30.09.2015 (Unaudited) (refer note 3)	Half year ended 30.09.2016 (Unaudited)	Half year ended 30.09.2015 (Unaudited) (refer note 3)
<b>1</b>	<b>Income from Operations</b>					
	a) Net Sales/ Income from Operations	189,523	175,434	160,857	364,957	324,601
	b) Other Operating Income	5,381	3,430	5,551	8,811	9,171
	<b>Total Income from Operations</b>	<b>194,904</b>	<b>178,864</b>	<b>166,408</b>	<b>373,768</b>	<b>333,772</b>
<b>2</b>	<b>Expenses</b>					
	a) Cost of materials consumed	83,901	76,168	70,847	160,069	141,525
	b) Purchase of stock in trade	20,611	15,591	5,308	36,202	14,732
	c) Changes in inventories of finished goods, work in Progress and stock in trade	(9,009)	(11,788)	6,173	(20,797)	3,509
	d) Excise duty	10,751	12,259	7,358	23,010	19,106
	d) Employee benefits expense	12,013	10,445	10,164	22,458	19,707
	e) Depreciation and amortisation expense (refer note 4)	16,155	16,120	14,953	32,275	29,453
	f) Other expenses	49,126	45,629	41,599	94,755	85,382
	<b>Total expenses</b>	<b>183,548</b>	<b>164,424</b>	<b>156,402</b>	<b>347,972</b>	<b>313,414</b>
<b>3</b>	<b>Profit/ (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>11,356</b>	<b>14,440</b>	<b>10,006</b>	<b>25,796</b>	<b>20,358</b>
4	Other Income (refer note 5)	3,047	23,412	23,190	26,459	24,763
<b>5</b>	<b>Profit/ (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)</b>	<b>14,403</b>	<b>37,852</b>	<b>33,196</b>	<b>52,255</b>	<b>45,121</b>
6	Finance Costs (refer note 6)	2,521	4,243	2,997	6,764	6,108
<b>7</b>	<b>Profit/ (Loss) from ordinary activities after finance cost but before exceptional Items (5 - 6)</b>	<b>11,882</b>	<b>33,609</b>	<b>30,199</b>	<b>45,491</b>	<b>39,013</b>
8	Exceptional Items (refer note 9)	3,200	1,200	-	4,400	-
<b>9</b>	<b>Profit / (Loss) from ordinary activities before tax (7 - 8)</b>	<b>8,682</b>	<b>32,409</b>	<b>30,199</b>	<b>41,091</b>	<b>39,013</b>
10	Tax expense	1,955	2,217	1,814	4,172	3,587
<b>11</b>	<b>Net Profit / (Loss) from ordinary activities after tax (9-10)</b>	<b>6,727</b>	<b>30,192</b>	<b>28,385</b>	<b>36,919</b>	<b>35,426</b>
12	Other Comprehensive Income (net of tax)	676	(452)	538	225	379
<b>13</b>	<b>Total Comprehensive Income (after tax) (11+12)</b>	<b>7,404</b>	<b>29,740</b>	<b>28,923</b>	<b>37,144</b>	<b>35,805</b>
14	Paid up equity share capital (Face Value of the Share - Rs 2.00 each)	10,138	8,572	8,572	10,138	8,572
<b>15</b>	<b>Earnings Per Share (EPS)</b>					
	Basic and Diluted EPS before and after extraordinary items					
	Basic Earnings per share of Rs 2.00 each (Rs)	1.33	5.96	5.60	7.28	6.99
	Diluted Earnings per Share of Rs 2.00 each (Rs)	1.33	5.96	5.60	7.27	6.99
16	Debt Equity Ratio				0.30	0.31
17	Debt Service Coverage Ratio				4.19	3.90
18	Interest Service Coverage Ratio				5.79	6.77

NOTES

- The above Standalone Unaudited Financial Results were reviewed by the Audit Committee and thereafter approved at the Meeting of the Board of Directors held on 28th October, 2016
- The Company adopted Indian Accounting Standard ("Ind AS") from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition is April 1, 2015. The impact of transition has been accounted for in opening reserves and the comparative period results have been restated accordingly. The opening balance sheet as at April 1, 2015 and the results for the subsequent periods would get finalised along with the annual financial statements for the year ended March 31, 2017
- The financial results and segment information for the quarter and half year ended September 30, 2015 have not been audited or reviewed and are presented based on the information compiled by the management after making the necessary adjustments to give a true and fair view of the results in accordance with Ind AS.
- Amalgamation of Advanta Limited (Advanta) with the Company -  
The Hon'ble High Court of Gujarat vide its order dated 23rd June, 2016 has sanctioned the Scheme of Amalgamation of Advanta with the Company with an appointed date of 01st April, 2015. The Scheme has become effective on 20th July, 2016, pursuant to its filing with Registrar of Companies.  
In accordance with the provisions of the aforesaid scheme -  
a. The Company allotted 78,313,422 equity shares of Rs. 2 each at fair value and 108,628,440 preference shares of Rs. 10 each to the shareholders of erstwhile Advanta Limited pursuant to approved share swap ratio during the quarter.  
b. The amalgamation has been accounted under the "Purchase Method" as per the then prevailing Accounting Standard 14 - Accounting for Amalgamations, as referred to in the Scheme of Amalgamation approved by the High court, which is different from Ind AS 103 'Business Combinations'.  
c. The excess of fair value of equity shares and preference shares over the book value of assets and liabilities transferred has been recorded as goodwill arising on amalgamation and is being amortised over the period of 10 years from the appointed date. In the previous quarter, the Company had amortised goodwill on amalgamation based on a provisional estimate of 7 years. Consequent to the change, the previously reported results have been recast to give effect to the same.  
d. The Company has based on expert advice and Judicial precedents considered amortisation of goodwill arising on amalgamation referred to in note 4 above as a deductible expense resulting in tax impact of Rs. 3,203 Lacs for each of the quarters ended September 30, 2016, June 30, 2016 and September 30, 2015 and Rs 6405 Lacs for the half year ended September 30, 2016 and September 30, 2015.
- Other Income includes net exchange (gain) / loss on account of foreign exchange on exports, imports and export commission. Such (gain)/loss is Rs 1100 lacs, Rs (818) lacs, and Rs 349 lacs for the quarters ended 30th September, 2016, 30th June 2016 and 30th September 2015 respectively; Rs 282 lacs and Rs 507 lacs for the half years ended 30th September 2016 and 30th September 2015 respectively.
- Finance Costs include settlement gain / marked to market on derivative contracts related to borrowings and exchange differences arising on foreign currency loans / advances. Such (gain)/loss is Rs (2369) lacs, Rs 221 lacs and Rs (580) lacs for the quarters ending 30th September 2016, 30th June 2016 and 30th September 2015 respectively; Rs (2148) lacs and Rs (1084) lacs for half years ending 30th September, 2016 and 30th September 2015 respectively.
- Reconciliation of Net Profit as previously reported on account of transition from the previous India GAAP to Ind-AS for the quarter and half year ended 30/09/2015:

Particulars	Quarter ended 30.09.2015 (Unaudited)	Half year ended 30.09.2015 (Unaudited)
<b>Reconciliation of Net profit as reported earlier:</b>		
<b>Net profit for the period (as per IGAAP)</b>	<b>32,091</b>	<b>45,710</b>
(i) Profit after tax of Advanta for the quarter and half year ended September 30, 2015 including Ind AS adjustments	1,847	2,163
(ii) Amortisation of goodwill on amalgamation	(9,258)	(18,508)
(iii) Impairment of Financial Assets	1,278	661
(iv) Actuarial loss on Defined Benefit plans reclassified to Other Comprehensive Income	823	580
(v) Others (including impact of corporate guarantees and unwinding of financial assets and liabilities etc)	318	60
(vi) Tax impact on amalgamation, and other Ind AS adjustments	1,285	4,760
<b>Net profit for the period (as per Ind AS)</b>	<b>28,385</b>	<b>35,426</b>
Other Comprehensive income (net of tax)	538	379
<b>Total Comprehensive Income (after tax) as per Ind AS</b>	<b>28,923</b>	<b>35,805</b>

- Details of Unsecured non convertible debentures are as follows .

ISIN	Series	Credit Rating	Issue Size Rs in cr	Previous Due	Next Due	
				1st April 2016 - 30th	Principal	Interest
INE628A08163		Care AA+	250		06th July 2016	06th July 2017
					(If call option is exercised after 10th year due date -6th July 2021)	
INE628A08122	A	Care AA+	75		05th October 2015	05th October 2018
INE628A08130	B	Care AA+	75		05th October 2015	05th October 2019
INE628A08148	C	Care AA+	75		05th October 2015	05th October 2021
INE628A08155	D	Care AA+	75		05th October 2015	05th October 2022
INE628A08197	A	Care AA+	150		08th June 2016	08th June 2017
INE628A08205*	B	Care AA+	150		08th June 2016	08th June 2017

\* (Out of this issue Company has bought back debentures valuing to Rs 90 crores)

	30.09.2016	Rs in Lacs 30.09.2015
Debenture Redemption Reserve	10,855	14,959

Note : All the interest / Principal were paid on the due date

- Exceptional items includes amount payable on settlement of a contract in respect of earlier years Rs 1200 Lacs and provision for stamp duty on merger of Advanta Ltd of Rs 3200 Lacs.

For UPL Limited

Place : Mumbai  
Date : 28th October, 2016

R. D. Shroff  
Chairman and Managing Director