

**Limited Review Report on Unaudited Quarterly and Year to Date Consolidated Financial Results of Kaya Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To the Board of Directors of  
Kaya Limited**

We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Kaya Limited ('the Company'), and its subsidiaries (collectively referred to as 'the Group') and its joint venture for the quarter ended 30 September 2018 and the year-to-date results for the period from 1 April 2018 to 30 September 2018 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

This 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 this unaudited consolidated financial results based on our review.

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" specified under Section 143(10) of the Companies Act, 2013. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the consolidated financial results are free of material misstatement. 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.

The Statement includes the results of the following entities:

<b>Name of the Entity</b>	<b>Relationship</b>
KME Holdings Pte. Ltd.	Subsidiary
Kaya Middle East FZE (formerly known as Kaya Middle East FZC)	Step-down subsidiary
Kaya Middle East DMCC	Subsidiary
Iris Medical Centre LLC	Step-down subsidiary
Minal Medical Centre LLC	Step-down subsidiary
Minal Specialized Clinic Dermatology LLC	Step-down subsidiary
Al Beda	Joint Venture



**Limited Review Report on Unaudited Quarterly and Year to Date Consolidated Financial Results of Kaya Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Continued)**

**Kaya Limited**

We did not review the financial information of five subsidiaries (including step-down subsidiaries) and a joint venture included in the statement of unaudited consolidated financial results, whose unaudited financial information reflects total revenue of Rs. 5,560 lakhs and Rs. 10,891 lakhs for the quarter ended 30 Sept 2018 and period from 1 April 2018 to 30 September 2018 respectively and total assets of Rs 23,080 lakhs as at 30 September 2018. The consolidated financial results also include the Group's share of net loss (and other comprehensive income) of Rs. 35 lakhs and Rs. 59 lakhs for the quarter ended 30 September 2018 and period from 1 April 2018 to 30 September 2018 respectively in respect of joint venture. This unaudited financial information has been reviewed by other auditors whose reports have been furnished to us, and our conclusion on the unaudited consolidated financial results, to the extent they have been derived from such unaudited financial information, is based solely on the reports of such other auditors. Our conclusion is not modified in respect of this matter.

The unaudited consolidated financial results includes the financial results of one subsidiary which has not been subjected to limited review by their auditors and have been presented based on the financial information certified to us by the Company's management whose unaudited financial information reflects total revenue of Rs. Nil and Rs. Nil for the quarter ended 30 September 2018 and period from 1 April 2018 to 30 September 2018 respectively and total assets of Rs 10,264 lakhs as at 30 September 2018. Our conclusion on the unaudited consolidated financial results in so far as it relates to the amounts and disclosures in respect of this subsidiary is based solely on such unaudited financial information certified by the management. In our opinion and according to the information and explanations given to us by the Company's Management, this financial information is not material to the Group. Our conclusion is not modified in respect of this matter.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **B S R & Co. LLP**  
*Chartered Accountants*  
Firm's Registration No: 101248W/W-100022



**Rajesh Mehra**  
*Partner*

Mumbai  
2 November 2018

Membership No: 103145

**Kaya Limited**  
**Consolidated Balance Sheet as at 30 September 2018**

(Rs. in Lakhs)

Particulars	30 September 2018 (Unaudited)	31 March 2018 (Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	10,386.66	8,961.98
Capital work-in-progress	170.17	93.58
Intangible assets	775.17	780.23
Goodwill on consolidation	10,056.57	10,386.91
Financial assets		
Loans	1,537.64	1,581.33
Others financial assets	1.72	1.08
Deferred tax assets (net)	2,106.66	2,106.66
Non-current tax assets	84.61	16.36
Other non-current assets	1,422.87	1,271.03
	<b>26,542.07</b>	<b>25,199.16</b>
<b>Current assets</b>		
Inventories	3,994.79	4,317.43
Financial assets		
Loans	702.31	631.45
Trade receivables	410.36	373.87
Cash and cash equivalents	2,684.91	1,983.34
Bank balances other than above	44.13	25.85
Investments	2,290.77	2,008.30
Others financial asset	334.35	97.42
Other current assets	2,665.29	2,527.61
	<b>13,126.91</b>	<b>11,965.27</b>
<b>TOTAL ASSETS</b>	<b>39,668.98</b>	<b>37,164.43</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1,306.41	1,303.09
Other equity	15,948.44	19,720.69
	<b>17,254.85</b>	<b>21,023.78</b>
<b>Non-controlling interest</b>	177.05	160.44
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
Borrowings	2,512.38	1,354.97
Long-term provisions	994.33	925.46
	<b>3,506.71</b>	<b>2,280.43</b>
<b>Current liabilities</b>		
Financial liabilities		
Trade payables	3,185.57	3,503.38
Other financial liabilities	1,945.63	1,273.07
Other current liabilities	12,904.23	8,219.84
Short-term provisions	694.95	703.49
	<b>18,730.38</b>	<b>13,699.78</b>
<b>TOTAL LIABILITIES</b>	<b>39,668.98</b>	<b>37,164.43</b>



Kaya Limited  
Statement of Consolidated Financial Results for the quarter and half year ended 30 September 2018

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter ended			Half year ended		Year ended
		30 September 2018 (Unaudited)	30 June 2018 (Unaudited)	30 September 2017 (Unaudited)	30 September 2018 (Unaudited)	30 September 2017 (Unaudited)	31 March 2018 (Audited)
1	<b>Income</b>						
	(a) Revenue from operations	10,745.81	10,412.06	10,139.93	21,157.86	20,267.30	40,038.30
	(b) Other income	135.86	93.36	188.67	229.22	427.56	955.15
	<b>Total income</b>	<b>10,881.67</b>	<b>10,505.42</b>	<b>10,328.60</b>	<b>21,387.08</b>	<b>20,694.86</b>	<b>40,993.45</b>
2	<b>Expenses</b>						
	(a) Cost of materials consumed	1,180.90	1,202.78	721.81	2,383.68	1,730.13	3,910.69
	(b) Purchase of stock-in-trade	14.01	10.35	13.47	24.36	52.79	103.87
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	66.59	(36.67)	334.78	29.92	393.82	109.15
	(d) Employee benefits expense	3,786.10	3,620.95	3,668.28	7,407.05	8,032.26	15,137.47
	(e) Finance cost	78.56	52.83	31.51	131.39	63.34	146.72
	(f) Depreciation and amortisation expense	768.75	625.79	566.35	1,394.54	1,102.01	2,430.17
	(g) Other expenses	5,395.54	5,023.13	5,109.40	10,418.67	10,208.62	21,084.13
	<b>Total expenses</b>	<b>11,290.45</b>	<b>10,499.17</b>	<b>10,445.60</b>	<b>21,789.61</b>	<b>21,582.96</b>	<b>42,922.20</b>
3	Profit/(Loss) before and tax (1 - 2)	(408.79)	6.25	(117.00)	(402.53)	(888.10)	(1,928.75)
4	Tax expense:						
	(a) Current tax	(258.98)	-	-	(258.98)	-	-
	(b) Deferred tax	-	-	(2.32)	-	(123.39)	(37.81)
	<b>Total tax expense</b>	<b>(258.98)</b>	<b>-</b>	<b>(2.32)</b>	<b>(258.98)</b>	<b>(123.39)</b>	<b>(37.81)</b>
5	<b>Net Profit/(Loss) for the period (3 - 4)</b>	<b>(149.81)</b>	<b>6.25</b>	<b>(114.68)</b>	<b>(143.56)</b>	<b>(764.71)</b>	<b>(1,890.94)</b>
6	Share of loss of joint venture	(34.77)	(24.11)	(22.87)	(58.88)	(40.12)	(85.98)
7	<b>Net (Loss) for the period (5 +/- 6)</b>	<b>(184.58)</b>	<b>(17.86)</b>	<b>(137.55)</b>	<b>(202.43)</b>	<b>(804.83)</b>	<b>(1,976.92)</b>
8	Other comprehensive income (gross of tax)						
	(a) Items that will not be reclassified to profit or loss	(10.15)	(10.15)	3.19	(20.29)	1.31	(40.58)
	Tax on above	-	-	-	-	-	-
	(b) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	Tax on above	-	-	-	-	-	-
	<b>Total other comprehensive income (net of income tax)</b>	<b>(10.15)</b>	<b>(10.15)</b>	<b>3.19</b>	<b>(20.29)</b>	<b>1.31</b>	<b>(40.58)</b>
9	<b>Total comprehensive income (7+8)</b>	<b>(194.72)</b>	<b>(28.01)</b>	<b>(134.36)</b>	<b>(222.72)</b>	<b>(803.52)</b>	<b>(2,017.50)</b>
10	Net (loss) attributable to:						
	- Owners	(197.76)	(30.76)	(173.95)	(228.51)	(888.08)	(2,113.43)
	- Non Controlling Interest	13.18	12.90	36.40	26.08	83.25	136.51
	<b>Total comprehensive income attributable to:</b>						
	- Owners	(207.90)	(40.91)	(170.76)	(248.80)	(886.77)	(2,154.01)
	- Non Controlling Interest	13.18	12.90	36.40	26.08	83.25	136.51
11	Paid-up equity share capital	1,306.41	1,304.35	1,302.80	1,306.41	1,302.80	1,303.09
	Face value per equity share	10.00	10.00	10.00	10.00	10.00	10.00
12	Earnings per equity share (of Rs. 10 each) (not annualised):						
	(a) Basic	(1.42)	(0.14)	(1.06)	(1.55)	(6.18)	(15.17)
	(b) Diluted	(1.42)	(0.14)	(1.06)	(1.55)	(6.18)	(15.17)
	See accompanying notes to the consolidated financial results						



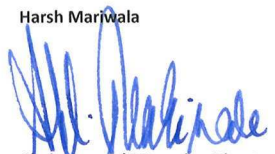
**Notes to the Kaya Limited unaudited consolidated financial results:**

1. This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
2. The unaudited consolidated financial results of Kaya Limited ("the Company") for the quarter and half year ended 30 September 2018 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 2 November 2018. These financial results have been subject to limited review by the statutory auditors of the company and are available on the company's website - <http://www.kaya.in>
3. The Group has single operating segment viz. "Skin Care Business" in terms of Ind AS 108.
4. Other expenses includes rent of Rs 2,982.55 lakhs (30 September 2017: Rs 2,673.09 lakhs) and consumption of stores of Rs 1,242.67 lakhs (30 September 2017: Rs 1,421.43 lakhs) for the half year ended 30 September 2018.
5. The Company adopted Ind AS 115 with a modified retrospective approach, with the effect of initially applying this standard being recognised at the date of initial application (i.e. 1 April 2018) in Retained Earnings. Hence, the figures for the comparative periods and year ended 31 March 2018 have not been restated. On adoption of Ind AS 115, the Company refined its accounting of performance obligations including allocation of fair values and treatment of upfront fees. Consequently, Rs. 3,632.21 lakhs of Revenue from Operations has been reduced from Retained Earnings as at 31 March 2018. Further, as a result of this change, Revenue from Operations for the quarter ended 30 September 2018 is higher by Rs. 116.36 lakhs and loss after tax is lower by an equal amount. The Basic and Diluted EPS for the quarter ended 30 September 2018 is Rs. (1.55) per share instead of Rs. (2.31) per share.
6. Figures for the quarter ended 30 September 2018, represent the difference between the published figures of half year ended 30 September 2018 and three months ended 30 June 2018, which were subject to limited review.
7. Previous period/year figures have been regrouped/reclassified to make them comparable with those of current period.

Place : Mumbai

Date: 2 November 2018



Harsh Marwala  
  
Chairman and Managing Director

