

The Board of Directors
M/s. Kaya Limited
23/C, Mahal Industrial Area,
Opposite Andhra Bank,
Mahakali Caves Road,
Near Paper Box,
Andheri East,
Mumbai – 400 093.

1. We have reviewed the consolidated results of Kaya Limited, its subsidiaries, hereinafter referred to as the "Group" (refer Note 3 on the Statement) for the quarter ended September 30, 2015 which are included in the accompanying 'Unaudited Statement of Consolidated Financial Results for the Quarter and Half Year Ended September 30, 2015' and the consolidated statement of assets and liabilities as on that date (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Kaya Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors of Kaya Limited. 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 financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of group's 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 have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Kaya Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.
5. We did not review the financial statements of one subsidiary considered in the preparation of the Statement and which constitute total assets of Rs. 8,478.98 lacs and net assets of Rs. 2,909.91 lacs as at September 30, 2015, total revenue of Rs. 4,281.39 and Rs. 8,536.14 and net profit of Rs. 468.06 and Rs. 854.44 for the quarter and period then ended. These financial statements and other financial information have been reviewed by other auditors whose report has been furnished to us, and our opinion on the Statement to the extent they have been derived from such financial statements is based solely on the report of such other auditors.
6. 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 notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per 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 Clause 41 of the Listing Agreement 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
November 05, 2015

KAYA LIMITED

UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015

(Rs. in Lacs)

Particulars	Quarter ended September 30, 2015 (Unaudited)	Half year ended September 30, 2015 (Unaudited)	Year ended March 31, 2015 (Audited)
1 Income from operations			
a Net Sales/Income from operations	8,845.88	17,258.20	33,151.74
b Other Operating Income	-	-	75.32
Total Income from operations (net)	8,845.88	17,258.20	33,227.06
2 Expenses			
a Cost of material consumed	931.42	1,837.05	3,785.01
b Purchase of stock in trade	20.75	45.60	52.33
c Change in inventory of finished goods, work in progress and stock in trade (Increase)/ decrease	(148.36)	(61.51)	(304.98)
d Employee benefits expenses	3,056.56	6,001.78	10,613.73
e Depreciation and amortisation expense	399.63	769.71	1,158.81
f Rent	1,190.10	2,281.14	4,055.46
g Other expenses	3,456.20	6,637.50	11,751.18
Total Expenses	8,906.30	17,511.27	31,111.54
3 Profit / (Loss) from operations before other income, finance cost and exceptional Items (1-2)	(60.42)	(253.07)	2,115.52
4 Other Income	318.03	652.37	1,544.86
5 Profit from ordinary activities before finance cost and exceptional Items (3+4)	257.61	399.30	3,660.38
6 Finance Cost	0.11	0.17	2.27
7 Profit from ordinary activities after finance cost but before exceptional Items (5-6)	257.50	399.13	3,658.11
8 Exceptional Items - expense / (income) (Refer Note 6)	-	-	479.78
9 Profit from ordinary activities before tax (7-8)	257.50	399.13	3,178.33
10 Tax expenses / (credit)	-	-	-
11 Net Profit from ordinary activities after tax (9-10)	257.50	399.13	3,178.33
12 Extraordinary Item (net of tax)	-	-	-
13 Net Profit for the period / year (11-12)	257.50	399.13	3,178.33
14 Share of Profit/(Loss) of associates	-	-	-
15 Minority Interest	-	-	-
16 Net Profit after taxes, minority interest and share of profit/(loss) of associates (16=13-14-15)	257.50	399.13	3,178.33
17 Paid up Equity Share Capital (Face value Rs. 10 per share)	1,289.71	1,289.71	1,289.71
18 Reserves excluding Revaluation Reserves (as per audited Balance Sheet)			22,172.56
19 Earning Per Share (EPS) Not Annualised (In Rs.)			
i EPS before Extraordinary items for the period / year			
a Basic	1.99	3.09	24.64
b Diluted	1.79	2.71	23.59
ii EPS after Extraordinary items for the period / year			
a Basic	1.99	3.09	24.64
b Diluted	1.79	2.71	23.59



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KAYA LIMITED

PART II

SELECT INFORMATION FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015

Particulars	Quarter ended September 30, 2015	Half year ended September 30, 2015
A PARTICULARS OF SHARE HOLDING (Refer Note 5)		
1 Public Shareholding		
- Number of shares	5,068,176	5,068,176
- Percentage of shareholding	39.30%	39.30%
2 Promoters & Promoter Group Shareholding		
(a) Pledged/Encumbered		
- Number of shares	-	-
- Percentage of shareholding (as a % of total shareholding of promoters and promoter group)	-	-
- Percentage of shareholding (as a % of total share capital of the company)	-	-
(b) Non-encumbered		
- Number of shares	7,828,924	7,828,924
- Percentage of shareholding (as a % of total shareholding of promoters and promoter group)	100%	100%
- Percentage of shareholding (as a % of total share capital of the company)	60.70%	60.70%

PARTICULARS	Quarter ended September 30, 2015
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	60
Disposed off during the quarter	60
Remaining unresolved at the end of the quarter	Nil



KAYA LIMITED

(Rs. in Lacs)

STATEMENT OF ASSETS AND LIABILITIES - CONSOLIDATED

Particulars	As at	
	September 30, 2015 (Unaudited)	March 31, 2015 (Audited)
A EQUITY & LIABILITIES		
1 Shareholder's funds		
(a) Share Capital (Refer Note 5)	1,289.71	-
(b) Share Capital Suspense Account (Refer Note 5)	-	1,289.71
(c) Reserves and Surplus	23,203.91	22,172.56
Sub-total Shareholder's Funds	24,493.62	23,462.27
2 Non- current liabilities		
(a) Long-term provisions	1,382.49	933.49
(b) Other long term liabilities	98.22	-
Sub-total Non Current Liabilities	1,480.71	933.49
3 Current Liabilities		
(a) Trade Payables	2,864.19	2,874.81
(b) Other Current Liabilities	9,734.70	8,728.96
(c) Short-term provisions	1,061.48	1,270.86
Sub-total Current Liabilities	13,660.37	12,874.63
TOTAL EQUITY AND LIABILITIES	39,634.70	37,270.39
B ASSETS		
1 Non Current Assets		
(a) Fixed Assets	8,112.47	5,619.20
(b) Goodwill on Consolidation	6,397.88	5,914.44
(c) Long term loans and advances	2,256.47	2,508.31
(d) Other non current assets	0.51	15.33
Sub-total Non Current Assets	16,767.33	14,057.28
2 Current Assets		
(a) Current Investments	10,846.59	15,190.28
(b) Inventories	3,948.30	3,348.26
(c) Trade Receivables	128.23	86.32
(d) Cash and Bank Balances	3,019.32	3,063.34
(e) Short term loans and advances	4,726.44	1,432.00
(f) Other Current Assets	198.49	92.91
Sub-total Current Assets	22,867.37	23,213.11
TOTAL ASSETS	39,634.70	37,270.39



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KAYA LIMITED

NOTES TO THE UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015

1. The un-audited statement of consolidated financial results of Kaya Limited ("the Company") for the quarter and half year ended September 30, 2015 were reviewed by the audit committee and approved by the Board of Directors at their meeting held on November 5, 2015. These financial results have been subjected to limited review by the statutory auditors of the Company.
2. The Company has opted to publish Consolidated financial results, pursuant to option made available as per clause 41 of the Listing Agreement. 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 half year ended September 30, 2015 comprise results of Kaya Limited, its subsidiaries and step down subsidiaries in Singapore and UAE. 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. On September 29, 2014 the Board of Directors of Marico Kaya Enterprises Limited ('MaKE'), the holding company and the company, have approved the Scheme of Arrangement ('the Scheme') for Amalgamation of MaKE with the Company with effect from appointed date April 1, 2014. The Hon'ble High Court of Bombay has approved the Scheme vide its order dated April 18, 2015, and thereafter filed with Registrar of Companies on May 13, 2015 (effective date). In terms of the Scheme, all assets, liabilities and reserves of MaKE have been vested with the Company with effect from April 1, 2014 and have been recorded at their respective book values in accordance with the Scheme, under the pooling of interest method as per AS 14 – Accounting for Amalgamation.

The Company has issued 12,897,100 equity shares of Rs. 10/- each, fully paid-up, of the Company to the holders of Equity shares of Marico Kaya Enterprises Limited whose names were registered in the register of members on the record date i.e. May 27, 2015, without payment being received in cash, in the ratio of 1 (one) fully paid-up equity shares of Rs. 10/- each of the Company for every 1 (one) fully paid-up equity shares of Rs. 10 held in Marico Kaya Enterprises Limited. The equity shares of the Company have been listed on BSE Limited and The National Stock Exchange of India Limited with effect from August 14, 2015. Accordingly, the Select Information for the year ended March 31, 2015 with respect to Particulars of Share Holding has not been provided.

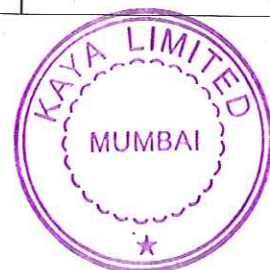
6. "Exceptional Items" comprise the following.

(Rs. In Lacs)

	For the quarter and half year ended September 30, 2015	For the year ended March 31, 2015
Payment for termination of Sale and Purchase Agreement (Refer note 7 below)	--	(479.78)
Total Expenses	--	(479.78)



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KAYA LIMITED

NOTES TO THE UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015

7. The Group had expressed its intention to sell majority of its stake in one of its subsidiary Kaya Middle East FZE ('KME') during the year ended March 31, 2014. However, during the quarter ended September 30, 2014, KME Holdings Pte Limited (Holding Company of KME) and prospective buyer were unable to agree on all terms and consequently, KME Holdings Pte Limited arrived at an amicable settlement by paying Rs. 479.78 lacs.
8. Following are the particulars of the Company (on a standalone basis) :

(Rs. in Lacs)

Particulars	For the quarter ended September 30, 2015	For the quarter ended June 30, 2015	For Half year ended September 30, 2015	For the year ended March 31, 2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Net Sales / Income from Operations	4,586.49	4,160.01	8,746.50	17,332.25
Profit / (Loss) before tax	(187.74)	(241.13)	(428.87)	1,546.80
Profit / (Loss) after tax	(187.74)	(241.13)	(428.87)	1,549.07

9. During the year ended March 31, 2015, Kaya Limited Employee Stock Option Scheme 2014 and Kaya Limited Employee Stock Option Scheme 2014 (Kaya Middle East FZE), was approved containing 178,490 and 9,411 stock options, respectively, to certain eligible employees (one stock option is represented by one equity share of Kaya Limited). These stock options were granted to the eligible employees on October 8, 2014. Pursuant to the Scheme of Amalgamation (Refer Note 5), the outstanding Options and Exercise Price has been adjusted in the manner as determined by the Board of Kaya Limited.

Further, during the year ended March 31, 2015 Kaya Middle East FZE Employees Stock Option Scheme 2014 (KME FZE), was approved containing 22 options, to an eligible employee (one stock option is represented by one equity share of Kaya Middle East FZE). These stock options were granted to the eligible employee on December 1, 2014.

10. DIPL (Singapore) Pte Ltd (a subsidiary) has applied for liquidation on July 31, 2015 with the Accounting and Corporate Regulatory Authority (ACRA) in Singapore. The application for liquidation is under process with ACRA and does not have material impact on these results.
11. The Consolidated un-audited financial results for the quarter and half year ended September 30, 2015 are drawn for the first time in accordance with Clause 41 of the Equity Listing agreement and hence comparative figures for the quarter and half year ended September 30, 2014, and also the figures for the quarter ended June 30, 2015 have not been provided.



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KAYA LIMITED

NOTES TO THE UNAUDITED STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND
HALF YEAR ENDED SEPTEMBER 30, 2015

12. Previous year figures have been regrouped / reclassified to make them comparable with those of current period.

Place: Mumbai

Date: November 5, 2015

Harsh Mariwala

Chairman and Managing Director

