

Ref. No.

Auditor's Report on standalone quarterly financial results and year to date results of Kothari Products Limited pursuant to the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015

To The Board of Directors of
Kothari Products Limited

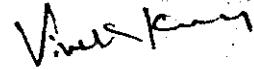
1. We have audited the accompanying annual financial results of Kothari Products Limited ("the Company") for the quarter ended and year to date results for the period from April 1, 2015 to March 31, 2016 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended 31 March 2016 as reported in these financial results are the balancing figures between audited figures in respect of full financial year and published year to date figures made up to the end of the third quarter ended 31 December 2015 and have been regrouped/reclassified where necessary. Also the figures up to the third quarter ended 31 December 2015 had only been reviewed and not subjected to an audit.
2. These financial results have been prepared on the basis of annual standalone financial statements and the reviewed quarterly standalone financial results up to the end of third quarter which are responsibility of the Company's Management. Our responsibility is to express an opinion on these financial results, which have been prepared in accordance with the Accounting Standard Specified under section 133, of the Companies Act, 2013 ('the Act') read with the relevant rules issued there under and other accounting principles generally accepted in India.
3. We conducted our audit in accordance with the accounting standards generally accepted in India. Those standards require that we plan and perform the audit to obtain moderate assurance as to whether the financial results are free of material misstatement. An audit includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
4. In our opinion and to the best of our information and according to the explanations given to us, these standalone financial results :
 - (iii) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in this regards ; and



Ref. No.

(iv) Give a true and fair view of the net profit and other financial information for the quarter and year ended 31 March 2016.

For Mehrotra & Mehrotra
Chartered Accountants
FRN : 000226C



Vivek Kumar
Partner

Membership Number : 408227

Place : Kanpur

Date : 20th May, 2016

Ref. No.

Auditor's Report on yearly consolidation of financial results of Kothari Products Limited pursuant to the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015

To The Board of Directors of
Kothari Products Limited

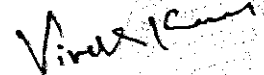
1. We have audited the accompanying annual consolidated financial results of Kothari Products Limited ('the Company') and its subsidiaries (together referred to as 'Group') for the year to date results for the period from April 1, 2015 to March 31, 2016 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the year ended 31 March 2016 as reported in these consolidated financial results are audited figures in respect of full financial year and have been regrouped/reclassified where necessary.
2. These consolidated financial results have been prepared on the basis of annual consolidated financial statements and the reviewed yearly which are responsibility of the Company's Management. Our responsibility is to express an opinion on these consolidated financial results, which have been prepared in accordance with the Accounting Standard Specified under section 133, of the Companies Act, 2013 ('the Act') read with the relevant rules issued there under and other accounting principles generally accepted in India.
3. We conducted our audit in accordance with the accounting standards generally accepted in India. Those standards require that we plan and perform the audit to obtain moderate assurance as to whether the financial results are free of material misstatement. An audit includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
4. We did not audit the financial statements of certain subsidiaries included in the consolidated financial statements whose financial statements reflect the total assets (net) of Rs.45946 lacs as at 31st March, 2016, total revenue (net) of Rs.109032 lacs and cash flows (net) amounting to Rs.1239 lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Company's management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of other auditors.



Ref. No.

5. In our opinion and to the best of our information and according to the explanations given to us, these consolidated financial results :
- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in this regards ; and
 - (ii) Give a true and fair view of the net profit and other financial information for the year ended 31 March 2016.

For Mehrotra & Mehrotra
Chartered Accountants
FRN : 000226C



Vivek Kumar
Partner

Membership Number : 408227

Place : Kanpur

Date : 20th May, 2016

PART I	PARTICULARS	STANDALONE				CONSOLIDATED	
		QUARTER ENDED		YEAR ENDED		YEAR ENDED	
		31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015	31.03.2016
AUDITED	UNAUDITED	AUDITED	AUDITED	AUDITED	AUDITED		
01.	INCOME FROM OPERATIONS						
	a) NET SALES	137758	95777	138504	452545	452163	647319
	b) OTHER OPERATING INCOME	2451	2860	3007	11614	12653	16121
	TOTAL INCOME FROM OPERATIONS (NET)	140209	98637	141511	464159	464816	663440
02.	EXPENSES						
	a) PURCHASES OF STOCK-IN-TRADE	137418	95076	134958	448063	442118	631907
	b) CHANGE IN INVENTORIES OF STOCK-IN-TRADE	287	-861	1504	-811	1099	713
	c) EMPLOYEES BENEFIT EXPENSES	54	49	56	203	204	499
	d) DEPRECIATION & AMORTISATION EXPENSES	43	52	64	169	166	236
	e) OTHER EXPENSES	813	1391	3399	7151	14205	17073
	TOTAL EXPENSES	138615	95707	139981	454775	457792	650428
03.	PROFIT FROM OPERATIONS BEFORE OTHER INCOME, FINANCE COSTS AND EXCEPTIONAL ITEMS (1-2)	1594	2930	1530	9384	7024	13012
04.	OTHER INCOME	433	153	235	1095	1774	914
05.	PROFIT FROM ORDINARY ACTIVITIES BEFORE FINANCE COSTS AND EXCEPTIONAL ITEMS (3+4)	2027	3083	1765	10479	8798	13926
06.	FINANCE COSTS	725	1040	472	2699	1461	3009
07.	PROFIT FROM ORDINARY ACTIVITIES AFTER FINANCE COSTS BUT BEFORE EXCEPTIONAL ITEMS (5-6)	1302	2043	1293	7780	7337	10917
08.	EXCEPTIONAL ITEMS	0	0	0	0	0	0
09.	PROFIT FROM ORDINARY ACTIVITIES BEFORE TAX (7-8)	1302	2043	1293	7780	7337	10917
10.	TAX EXPENSE	485	700	386	2635	2406	3482
11.	NET PROFIT FROM ORDINARY ACTIVITIES AFTER TAX (9-10)	817	1343	907	5145	4931	7435
12.	EXTRA ORDINARY ITEMS	0	0	0	0	0	0
13.	NET PROFIT FOR THE PERIOD (11+12)	817	1343	907	5145	4931	7435
14.	SHARE OF PROFIT OF ASSOCIATES						
15.	MINORITIES INTEREST						
16.	NET PROFIT AFTER TAXES, MINORITIES INTEREST AND SHARE OF PROFIT OF ASSOCIATES (13+14+15)	817	1343	907	5145	4931	7435
17.	PAID-UP EQUITY SHARE CAPITAL (FACE VALUE RS.10/- EACH)	2985	1990	1990	2985	1990	1990
18.	RESERVES EXCLUDING REVALUATION RESERVES AS SHOWN IN THE BALANCE SHEET OF PREVIOUS YEAR	75238	72165	72165	75238	72165	84015
19.i.	EARNINGS PER SHARE (BEFORE EXTRAORDINARY ITEMS) OF RS.10/- EACH (NOT ANNUALISED) (Rs.)						
	(A) BASIC	2.74*	4.50*	3.04*	17.24	16.52	24.91
	(B) DILUTED	2.74*	4.50*	3.04*	17.24	16.52	24.91
19.ii.	EARNINGS PER SHARE (AFTER EXTRAORDINARY ITEMS) OF RS.10/- EACH (NOT ANNUALISED) (Rs.)						
	(A) BASIC	2.74*	4.50*	3.04*	17.24	16.52	24.91
	(B) DILUTED	2.74*	4.50*	3.04*	17.24	16.52	24.91

*Not Annualised

REPORTING OF SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rupees In Lacs)

PART II Sl. No.	PARTICULARS	QUARTER ENDED		YEAR ENDED		YEAR ENDED	
		31.03.2016	31.12.2015	31.03.2016	31.03.2015	31.03.2016	31.03.2015
		AUDITED	UNAUDITED	AUDITED	AUDITED	AUDITED	AUDITED
1.	SEGMENT REVENUE (NET SALES / INCOME)						
	A) SEGMENT- TRADING ITEMS	140339	98500	141577	463872	685549	662692
	B) SEGMENT- REAL ESTATE ETC.	303	290	166	1382	1688	1660
	TOTAL	140642	98790	141743	465254	687237	664352
	LESS: INTER SEGMENT REVENUE	0	0	0	0	0	0
	NET SALES / INCOME FROM OPERATIONS	140642	98790	141743	465254	687237	664352
2.	SEGMENT RESULTS						
	PROFIT (+) / LOSS (-) BEFORE TAX & INTEREST FROM EACH SEGMENT						
	A) SEGMENT- TRADING ITEMS	1681	2961	1771	9510	15070	13013
	B) SEGMENT- REAL ESTATE ETC.	346	122	-6	969	1168	913
	TOTAL	2027	3083	1765	10479	16238	13926
	LESS: INTEREST	725	1040	472	2699	4731	3009
	TOTAL PROFIT BEFORE TAX	1302	2043	1293	7780	11507	10917
3.	SEGMENT CAPITAL EMPLOYED (ASSETS-LIABILITIES)						
	A) SEGMENT- TRADING ITEMS	50487	46938	42659	50487	60561	52795
	B) SEGMENT- REAL ESTATE ETC.	27736	31545	31496	27736	32645	33210
	TOTAL CAPITAL EMPLOYED	78223	78483	74155	78223	93206	86005

NOTES:-

- The aforesaid results have been reviewed by the Audit Committee and approved by the Board of Directors, for release, at their meetings held on 20th May, 2016.
- The Board of Directors of the Company at its meeting held on 12th March, 2016, declared an Interim Dividend of Rs.3/- per equity share of Rs.10/- each i.e. 30% for the financial year 2015-16 which has been paid also. The Board does not recommend any further dividend for the aforesaid year.
- Earning Per Share (EPS) of the Company has been calculated on 29843865 Equity Shares Post Bonus Issue. The EPS for the previous periods have also been restated accordingly.
- The aforesaid consolidated financial results consist of results of the Company and its subsidiary companies- KPL Exports Pvt. Limited, Kothari Products Singapore Pte. Limited, Savitrimata Realtors Pvt. Ltd., Riverview Land Developers Pvt. Ltd., Pinehills (Singapore) Pte. Ltd. (100% subsidiary of Kothari Products Singapore Pte. Ltd.), MK Web-Tech Pvt. Limited, Sukhdham Constructions & Developers Limited and Blackplinth Realtors Pvt. Ltd.
- The figures of the last quarter(s) of the standalone results are the balancing figures between audited figures in respect of full financial year(s) and the unaudited published year to date figures up to third quarter.
- The figures of the previous periods have been regrouped / recast wherever considered necessary to make them meaningful and comparable with the figures of the current periods.

Place : Kanpur
Date : 20TH MAY, 2016

By order of the Board
for **KOTHARI PRODUCTS LIMITED,**

(DEEPAK KOTHARI)
CHAIRMAN & MANAGING DIRECTOR
DIN: 00088973

KOTHARI PRODUCTS LIMITED

STATEMENT OF ASSETS & LIABILITIES

(Rupees in lacs)

	PARTICULARS	STANDALONE		CONSOLIDATED	
		AS AT 31 ST MARCH		AS AT 31 ST MARCH	
		2016	2015	2016	2015
AUDITED					
A	EQUITY AND LIABILITIES				
1	Shareholder's Funds				
	(a) Share Capital	2,985	1,990	2,985	1,990
	(b) Reserves and Surplus	75,238	72,165	90,221	84,015
	(c) Money Received Against share warrants	-	-	-	-
	Sub-total- Shareholders' Funds	78,223	74,155	93,206	86,005
2	Share Application money pending allotment	-	-	-	-
3	Minorities Interest	-	-	2	2
4	Non-Current Liabilities				
	(a) Long Term Borrowings	-	-	7,334	7,259
	(b) Deferred tax liabilities (Net)	-	41	30	59
	(c) Other Long term liabilities	-	-	-	-
	(d) Long-term Provisions	-	-	-	-
	Sub-total- Non-current Liabilities	-	41	7,364	7,318
5	Current Liabilities				
	(a) Short Term Borrowings	4,948	12,305	31,406	19,213
	(b) Trade payables	239,243	222,815	316,583	300,812
	(c) Other current liabilities	30,302	69,470	31,014	98,068
	(d) Short-term Provisions	7,247	9,372	9,738	11,882
	Sub-total- Current Liabilities	281,740	313,762	388,741	429,575
	TOTAL - EQUITY AND LIABILITIES	359,963	387,958	489,313	522,900
B	ASSETS				
1	Non-current Assets				
	(a) Fixed assets	2,514	2,397	5,753	5,720
	(b) Goodwill on consolidation	-	-	219	219
	(c) Non-current investments	32,418	17,720	18,107	13,941
	(d) Deferred Tax Assets	42	-	42	-
	(e) Long Term Loans & Advances	5,625	10,374	6,341	6,452
	(f) Other non-current assets	-	-	-	-
	Sub-total- Non-current Assets	40,599	30,491	30,462	26,332
2	Current Assets				
	(a) Current investments	103,772	139,305	164,830	191,796
	(b) Inventories	7,625	6,813	21,282	19,896
	(c) Trade receivables	179,062	180,853	236,402	251,456
	(d) Cash and cash equivalents	5,069	3,813	14,838	8,172
	(e) Short-Term loans and advances	23,836	26,683	21,499	25,248
	(f) Other current assets	-	-	-	-
	Sub-total- Current Assets	319,364	357,467	458,851	496,568
	TOTAL - ASSETS	359,963	387,958	489,313	522,900




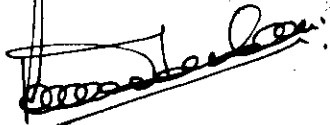
For KOTHARI PRODUCTS LTD.



DEEPAK KOTHARI
(C.M.D.)

Compliance under Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

FORM A

1.	Name of the Company	Kothari Products Limited
2.	Annual financial statements for the year ended	31st March 2016 (Consolidated)
3.	Type of audit observation	Un-modified
4.	Frequency of observation	Not applicable
5.	To be signed by-	
	<p>1. Deepak Kothari Chairman & Managing Director DIN: 00088973</p> <p>2. Anurag Tandon Chief Financial Officer</p> <p>3. Vivek Kumar Partner Membership no. : 408227 For Mehrotra & Mehrotra Chartered Accountants Firm's Registration Number : 000226C</p> <p>4. Pramod Kumar Tandon Audit Committee Chairman</p>	   

Compliance under Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

FORM A

1.	Name of the Company	Kothari Products Limited
2.	Annual financial statements for the year ended	31st March 2016 (Standalone)
3.	Type of audit observation	Un-modified
4.	Frequency of observation	Not applicable
5.	To be signed by-	
	<p>1. Deepak Kothari Chairman & Managing Director DIN: 00088973</p> <p>2. Anurag Tandon Chief Financial Official</p> <p>3. Vivek Kumar Partner Membership no. : 408227 For Mehrotra & Mehrotra Chartered Accountants Firm's Registration Number : 000226</p> <p>4. Pramod Kumar Tandon Audit Committee Chairman</p>	