

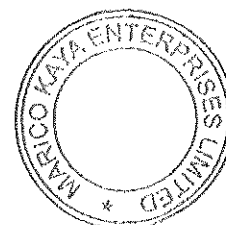
## MARICO KAYA ENTERPRISES LIMITED

## PART I

## STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

(Rs. in Lacs)

Particulars	Quarter ended March 31, 2015 (Unaudited)	Quarter ended December 31, 2014 (Unaudited)	Year ended March 31, 2015 (Audited)	Period from January 19, 2013 to March 31, 2014 (Audited)
<b>1 Income from operations</b>				
a. Net Sales/Income from operations	8,690.93	8,541.99	33,151.74	36,241.81
b. Other Operating Income	1.32	74.00	75.32	4.29
<b>Total Income from operations (net)</b>	<b>8,692.25</b>	<b>8,615.99</b>	<b>33,227.06</b>	<b>36,246.10</b>
<b>2 Expenses</b>				
a Cost of material consumed	974.55	1,007.85	3,785.01	4,078.57
b Purchase of stock in trade	32.58	13.49	52.33	21.31
c Change in inventory of finished goods, work in progress and stock in trade (Increase)/	(131.19)	(117.01)	(304.98)	(191.62)
d Employee benefits expenses	2,750.04	2,632.35	10,601.78	12,833.55
e Depreciation and amortisation expense	346.91	295.45	1,158.81	1,576.78
f Rent	1,070.04	1,054.95	4,055.46	4,160.16
g Other expenses	3,288.14	2,905.34	11,752.78	11,749.44
<b>Total Expenses</b>	<b>8,331.07</b>	<b>7,792.42</b>	<b>31,101.19</b>	<b>34,228.19</b>
<b>3 Profit from operations before other income, finance cost and Exceptional Items (1-2)</b>	<b>361.18</b>	<b>823.57</b>	<b>2,125.87</b>	<b>2,017.91</b>
<b>4 Other Income</b>	<b>353.31</b>	<b>385.56</b>	<b>1,613.33</b>	<b>441.83</b>
<b>5 Profit from ordinary activities before finance cost and Exceptional Items (3+4)</b>	<b>714.49</b>	<b>1,209.13</b>	<b>3,739.20</b>	<b>2,459.74</b>
<b>6 Finance Cost</b>	<b>0.38</b>	<b>0.53</b>	<b>2.06</b>	<b>225.48</b>
<b>7 Profit from ordinary activities after finance cost but before Exceptional Items (5-6)</b>	<b>714.11</b>	<b>1,208.60</b>	<b>3,737.14</b>	<b>2,234.26</b>
<b>8 Exceptional Items - Income / (expenses) (Refer Note 7)</b>	<b>-</b>	<b>-</b>	<b>(479.78)</b>	<b>2,148.59</b>
<b>9 Profit from ordinary activities before tax (7-8)</b>	<b>714.11</b>	<b>1,208.60</b>	<b>3,257.36</b>	<b>4,382.85</b>
<b>10 Tax expenses / (credit)</b>	<b>(3.42)</b>	<b>0.60</b>	<b>4.38</b>	<b>881.09</b>
<b>11 Net Profit from ordinary activities after tax (9-10)</b>	<b>717.53</b>	<b>1,208.00</b>	<b>3,252.98</b>	<b>3,501.76</b>
<b>12 Extraordinary Item (net of tax)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13 Net Profit for the period / year (11-12)</b>	<b>717.53</b>	<b>1,208.00</b>	<b>3,252.98</b>	<b>3,501.76</b>
<b>14 Share of Profit/(Loss) of associates</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>15 Minority Interest</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>16 Net Profit after taxes, minority interest and share of profit/(loss) of associates (16=13-14-15)</b>	<b>717.53</b>	<b>1,208.00</b>	<b>3,252.98</b>	<b>3,501.76</b>
<b>17 Paid up Equity Share Capital (Face value Rs. 10 per share)</b>	<b>1,289.71</b>	<b>1,289.71</b>	<b>1,289.71</b>	<b>1,289.71</b>
<b>18 Reserves excluding Revaluation Reserves (as per audited Balance Sheet)</b>			<b>36,461.97</b>	<b>32,747.86</b>
<b>19 Earning Per Share (EPS) Not Annualised (In Rs.)</b>				
<b>i EPS before Extraordinary Items for the period / year</b>				
a Basic	5.56	9.37	25.22	32.32
b Diluted	5.45	9.04	24.14	32.32
<b>ii EPS after Extraordinary Items for the period / year</b>				
a Basic	5.56	9.37	25.22	32.32
b Diluted	5.45	9.04	24.14	32.32



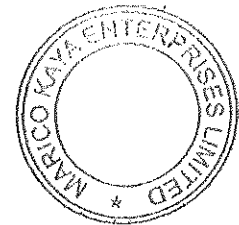
MARICO KAYA ENTERPRISES LIMITED

PART II

SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

Particulars	Quarter ended March 31, 2015	Quarter ended December 31, 2014	Year ended March 31, 2015	Period from January 19, 2013 to March 31, 2014
<b>A PARTICULARS OF SHARE HOLDING</b>				
<b>1 Public Shareholding</b>				
- Number of shares	5,068,176	5,087,872	5,068,176	5,198,551
- Percentage of shareholding	39.30%	39.45%	39.30%	40.31%
<b>2 Promoters &amp; Promoter Group Shareholding</b>				
(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	7,809,228	7,828,924	7,698,549
- Percentage of shareholding (as a % of total shareholding of promoters and promoter group)	100%	100%	100%	100%
- Percentage of shareholding (as a % of total share capital of the company)	60.70%	60.55%	60.70%	59.69%

PARTICULARS	Quarter ended March 31, 2015
<b>B INVESTOR COMPLAINTS</b>	
Pending at the beginning of the quarter	Nil
Received during the quarter	7
Disposed off during the quarter	7
Remaining unresolved at the end of the quarter	Nil



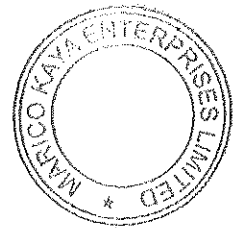
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## MARICO KAYA ENTERPRISES LIMITED

(Rs. in Lacs)

## STATEMENT OF ASSETS AND LIABILITIES - CONSOLIDATED

Particulars	As at	
	March 31, 2015 (Audited)	March 31, 2014 (Audited)
<b>A EQUITY &amp; LIABILITIES</b>		
<b>1 Shareholder's funds</b>		
(a) Share Capital (Note 5)	1,289.71	1,289.71
(b) Reserves and Surplus (Note 5)	36,461.97	32,747.86
<b>Sub-total Shareholder's Funds</b>	<b>37,751.68</b>	<b>34,037.57</b>
<b>2 Non- current liabilities</b>		
(a) Deferred tax liabilities	-	-
(b) Long Term provisions	933.49	351.83
<b>Sub-total Non Current Liabilities</b>	<b>933.49</b>	<b>351.83</b>
<b>3 Current Liabilities</b>		
(a) Trade Payables	2,874.06	1,810.15
(b) Other Current Liabilities	8,729.71	9,668.50
(c) Short Term provisions	1,270.86	1,604.58
<b>Sub-total Current Liabilities</b>	<b>12,874.63</b>	<b>13,083.23</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>51,559.80</b>	<b>47,472.63</b>
<b>B ASSETS</b>		
<b>1 Non Current Assets</b>		
(a) Fixed Assets	5,620.46	1,893.60
(b) Goodwill on Consolidation	20,209.19	14,294.75
(c) Long term loans and advances	2,501.66	1,753.54
(d) Other non current assets	15.33	20.22
<b>Sub-total Non Current Assets</b>	<b>28,346.64</b>	<b>17,962.11</b>
<b>2 Current Assets</b>		
(a) Goodwill on Consolidation	-	5,507.01
(b) Current Investments	15,190.28	17,037.19
(c) Inventories	3,348.26	2,471.25
(d) Trade Receivable	86.32	36.66
(e) Cash and Bank Balances	3,063.34	1,459.74
(f) Short term loans and advances	1,432.05	1,578.47
(g) Other Current Assets	92.91	1,420.20
<b>Sub-total Current Assets</b>	<b>23,213.16</b>	<b>29,510.52</b>
<b>TOTAL ASSETS</b>	<b>51,559.80</b>	<b>47,472.63</b>



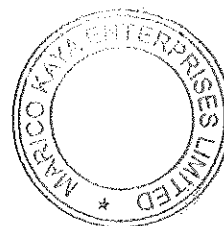
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**MARICO KAYA ENTERPRISES LIMITED**

**NOTES TO CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015**

1. The information presented for the year ended March 31, 2015 is extracted from the audited consolidated financial statements for the year ended March 31, 2015. The said consolidated financial statements and results for the year ended March 31, 2015 were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on April 28, 2015 and are available on Company's website - <http://www.maricokaya.com>.
2. The Company has opted to publish unaudited quarterly and audited consolidated financial results for the year ended March 31, 2015, pursuant to option made available as per clause 41 of the Listing Agreement. The audited Standalone financial results for the year ended March 31, 2015 are available on the Company's website - <http://www.maricokaya.com> and on the websites of BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)).
3. The Consolidated financial results for the quarter and year ended March 31, 2015 comprise results of Marico Kaya Enterprise Limited, its subsidiaries and step down subsidiaries in Singapore and UAE (Refer Note 8). All the aforesaid entities are collectively called 'Marico Kaya Enterprises 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. Pursuant to the Scheme of Arrangement (the 'Scheme'), skin care business of Marico Limited was transferred by way of demerger to the Company on a going concern basis with effect from the appointed date of the Scheme, i.e., April 1, 2013.

In terms of the Scheme, 12,897,100 equity shares of Rs. 10/- each, fully paid-up, of the Company, at a premium of Rs. 200 per share, were issued to the holder of Equity shares of Marico Limited. The equity shares of the Company have been listed on BSE Limited and National Stock Exchange of India Limited with effect from June 30, 2014.



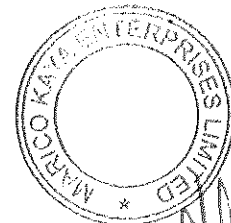
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**MARICO KAYA ENTERPRISES LIMITED**

6. On September 29, 2014, the Board of Directors' of the Company has approved a Scheme of Arrangement (the 'Scheme') for Amalgamation of the Company with Kaya Limited, its wholly owned subsidiary, with effect from appointed date, April 1, 2014, subject to regulatory and other statutory approvals. As a consideration, the shareholders of the Company as on the record date shall be issued 1 share of Kaya Limited with a face value of Rs. 10 each for every one share held in the Company with a face value of Rs. 10 each, fully paid up. Consequently, the share holding structure of Kaya Limited will mirror the share holding structure of the Company. In terms of the Scheme, these equity shares issued to the shareholders of Marico Kaya Enterprises Limited will be listed on the respective stock exchanges where shares of Marico Kaya Enterprises Limited are listed. The Hon'ble High Court has approved the Scheme on April 18, 2015. However, upto the date of preparation of the consolidated financial results the Company has not received the order of the Hon'ble High Court and accordingly, the Scheme is not yet effective. Hence, the consolidated financial results have been prepared without considering the effect of the Scheme.
7. "Exceptional Items" comprise the following.

(Rs. In Lac)

	For the quarter ended March 31, 2015 (Unaudited)	For the quarter ended December 31, 2014 (Unaudited)	For the year ended March 31, 2015 (Audited)	For the Period from January 19, 2013 to March 31, 2014 (Audited)
Profit on Sale of Derma Rx Aesthetics Pte Limited (Refer note 8)	--	--	--	5,960.02
Reversal of provision towards contingent consideration (Refer note (a) below)	--	--	--	259.45
Reversal of impairment on fixed assets (Refer note (b) below)	--	--	--	119.48
Other Provisions (Refer note (c) below)	--	--	--	(340.36)
Impairment loss on goodwill on consolidation (Refer note 9)	--	--	--	(3,850.00)
Payment for termination of Sale and Purchase Agreement (Refer note 9 below)	--	--	(479.78)	--
<b>Total – Income / (Expenses)</b>	--	--	<b>(479.78)</b>	<b>2,148.59</b>



## MARICO KAYA ENTERPRISES LIMITED

- a. Acquisition of core business of Derma Rx Singapore in 2010 by Kaya Limited was subject to a contingent consideration, which was based upon achievement of certain milestones such as turnover, profit, etc. over a period of three years. Upon final payment / settlement of this consideration during the period ended March 31, 2014, an amount of Rs. 259.45 Lacs was written back as exceptional item.
  - b. During the period ended March 31, 2014, Kaya Limited had reassessed the value in use of its fixed assets and accordingly reversed an impairment loss of Rs. 119.48 Lacs as Exceptional item.
  - c. Other Provisions relate to a statutory matter.
8. The divestment of Derma Rx International Aesthetics Pte Limited ('DIAL'), along with its step down subsidiaries DRx Clinic Pte. Ltd.; DRx Aesthetics Sdn Bhd and DRx Medispa Pte. Ltd (collectively referred as 'DIAL Group') was concluded on January 9, 2014 upon receipt of consideration of SGD 34.48 million (equivalent Rs. 16,800.83 lacs) resulting into a profit of Rs. 5,960.02 lacs (after adjusting the expenditure incurred in relation to divestment of Rs. 2,079.18 lacs).

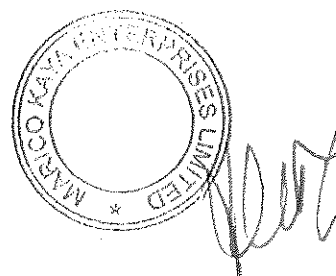
Amount of revenue, expenses, pre - tax profit and tax in respect of the ordinary activities attributable to the DIAL Group for the period ended March 31, 2014 is as under:

Particulars	(Rs. In Lacs)
Revenue	7,218.66
Operating expenses	5,478.67
Exceptional items – income / (expense)	(259.45)
Pre-tax profits / (loss)	1,999.44
Tax expenses	316.59
Post-tax profits / (Loss)	1,682.85

9. The Group had expressed its intention to sell majority of its stake in one of its subsidiary Kaya Middle East FZE ('KME'). As a consequence, the Company had re-assessed the carrying value of the net assets and goodwill on consolidation pertaining to KME and accordingly, a loss on impairment of Rs. 3,850.00 Lacs towards goodwill on consolidation was recognized and included in "Exceptional Items" in the Statement of Profit and Loss during the period ended March 31, 2014.

However, during the quarter ended June 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. The management of the Company has now decided not to pursue any option for divestment of KME, accordingly, KME has ceased to be discontinuing operations from the quarter ended June 30, 2014.

10. These Consolidated financial results for the period from January 19, 2013 to March 31, 2014 include net profit of Rs. 3,574.12 lacs and net assets of Rs. 40,981.29 lacs as at March 31, 2014, relating to subsidiaries acquired pursuant to the Scheme of Arrangement (Refer Note 5).
11. Following are the particulars of the Company (on a standalone basis) :



MARICO KAYA ENTERPRISES LIMITED

(Rs. in Lacs)

Particulars	For the quarter ended March 31, 2015	For the quarter ended December 31, 2014	For the year ended March 31, 2015	For the period from January 19, 2013 to March 31, 2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Net Sales / Income from Operations	46.10	44.11	173.17	78.08
Profit /(Loss) before tax	(0.51)	7.38	43.87	15.22
Profit after tax	2.91	6.78	39.49	5.72

12. During the period ended December 31, 2014, 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. Upon the Scheme of Amalgamation (Refer Note 6) becoming effective, the outstanding Options and Exercise Price will be adjusted in fair and reasonable manner as may be determined by the Board of Kaya Limited.

Further, during the Quarter ended December 31, 2014 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.

13. The unaudited statement of consolidated financial results for the quarter ended March 31, 2015 are drawn for the first time in compliance with Clause 41 of the Equity Listing agreements and hence the comparative figures for quarter ended March 31, 2014 have not been provided.
14. The figures of the last quarter ended March 31, 2015 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the 3<sup>rd</sup> quarter of the relevant financial year.
15. Previous periods / year figures have been regrouped / reclassified to make them comparable with those of current periods / year and in view of divestment of business (Refer Note 8), the previous period figures are not comparable.

Place: Mumbai

Date: April 28, 2015



Harsh Mariwala

Chairman and Managing Director