

KIL/SE/Reg.30/2021-2022

 Dated: 12<sup>th</sup> August, 2021

BSE Ltd. First Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai — 400001 (Equity Scrip Code-502937) (NCD Scrip Code – 973060)	National Stock Exchange of India Ltd. "Exchange Plaza", Plot no, C/1, G. Block Bandra -Kurla Complex, Bandra (E), Mumbai — 400051 (NSE Symbol - KESORAMIND)	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata — 700001  Scrip code-10000020)
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Dear Sir/Madam,

Ref: Our letter KIL/SE/Reg. 29/2021-22 dated 6<sup>th</sup> August, 2021 intimating the meeting of Board of Directors on 12<sup>th</sup> August, 2021

**Sub: Outcome of Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform that the Board of Directors of the Company has approved the following in the meeting held today i.e. 12<sup>th</sup> August, 2021:

**a) Issuance of equity shares on Rights basis to the existing shareholders of the Company for an amount upto ₹ 400 crore:**

Please refer to our letter dated 14 May 2021 wherein we have informed that the Board of Directors ("Board") at its meeting held on 14 May 2021 has approved raising of funds up to Rs 600 crore, by way of issuance of the securities of the company through one or more modes including by way of private placement, follow-on offering, qualified institutions placement, or a combination thereof, as may be considered appropriate, subject to shareholders approval or through a rights issue. Further the Board at the same meeting accorded approval to offer, issue and allot partly or fully paid-up equity shares of face value of ₹10 each of the Company to the existing equity shareholders of the Company for an aggregate amount of ₹ 200 crore. Further vide our letter dated 4 August 2021 we have informed that the Fund-Raising Committee, by a resolution dated 4 August 2021, recommended to the Board to increase the size of the rights issue from ₹ 200 crore to ₹ 400 crore.

The Board of Directors at its meeting held today i.e. 12<sup>th</sup> August, 2021 has approved the proposal for raising of funds through issuance and allotment of partly paid up equity shares of face value of ₹ 10 each ('Equity Shares') for up to an aggregate amount of up to ₹ 400,00,00,000 (Rupees Four Hundred Crores only), on Rights basis on such terms (as decided by the Board of Directors or Fund Raising Committee of Directors (FRC)) to the eligible equity shareholders of the Company, as on the record date (to be notified subsequently), subject to receipt of regulatory / statutory approvals, in accordance with the provisions of Section 62 of the

Companies Act, 2013 and the rules made thereunder and the applicable laws including the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and SEBI Listing Regulations ('Rights Issue').

The Offer price per equity share under Right Issue shall be ₹ 50/- per equity share ("Issue Price") and the entitlement ratio shall be decided by the FRC subsequently.

The Board also approved the payment terms for the equity shares to be issued on rights basis as under:

- From the Issue Price of ₹ 50 per Equity Share, an amount of ₹ 25 per Equity Shares will be payable on application.
- The balance amount from the Issue Price of ₹ 25 per Equity Share will be payable on first and final call ("**First and Final Call**"). The First and Final Call will be made within a period of 6 months from the date of allotment of Rights Equity Shares.

The Board has also delegated powers to FRC in respect of Rights Issue including powers to decide all terms and conditions for Rights Issue and the matters connected and incidental thereto.

The Board has also approved the appointment of DAM Capital Advisors Limited (Formerly IDFC Securities Limited) as the lead manager ("Lead Manager") to the Issue, to inter alia carry out the activities as Lead Manager under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, on terms and conditions as may be mutually decided among the parties.

**b) Approval of Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended 30th June, 2021:**

The Board of Directors has approved the Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended 30th June, 2021, as recommended by the Audit Committee. Copy of the said results along with Limited Review Reports issued by the Statutory Auditor are enclosed herewith.

**c) Appointment of Additional Director of the Company**

The Board has approved the appointment of Mr. Satish Jajoo, as an Additional Director on the Board of the Company w.e.f. 12<sup>th</sup> August, 2021 to hold office till the conclusion of the next Annual General Meeting.

The details required along with the brief profile of Mr. Satish Jajoo under Regulation 30 of LODR Regulations, 2015 is given in the enclosed Annexure.





Further, pursuance to Regulation 30 of SEBI LODR, we enclose herewith a copy of press release as approved by the Board.

The meeting commenced at 12:45 P.M. and concluded at 1:40 P.M.

We request you to take the above on record and that the same be treated as compliances under applicable regulation(s) under SEBI LODR.

Yours faithfully,  
For Kesoram Industries Limited

  
Raghuram Nath  
Company Secretary

Encl: As above

### Annexure

#### Appointment of Mr. Satish Jajoo as an Additional Director on the Board of Kesoram Industries Limited

SI No.	Details of event that need to be provided	Information of such event(s)
1	Reason for such change viz appointment, resignation, removal, death or otherwise	Appointment
2	Date of appointment	12 <sup>th</sup> August, 2021
3	Term of appointment	Appointment until the next Annual General Meeting
4	Qualification	Chartered Accountant
5	Brief profile	Mr. Jajoo, aged about 62 years, carries a rich experience of over 38 years managing and leading diverse businesses spanning across Cement, Chemicals and Metals.
6	Disclosure of relationship between Directors	He is not related to any of the promoters, members of the promoter group or Directors of the Company.



Sl. No.	Particulars	Standalone				Consolidated			
		Current three months ended 30/06/2021 (Unaudited)	Preceding three months ended 31/03/2021 (Unaudited)	Corresponding three months ended in the previous year 30/06/2020 (Unaudited)	Previous Year ended 31/03/2021 (Audited)	Current three months ended 30/06/2021 (Unaudited)	Preceding three months ended 31/03/2021 (Unaudited)	Corresponding three months ended in the previous year 30/06/2020 (Unaudited)	Previous Year ended 31/03/2021 (Audited)
1	Income								
	a) Revenue from Operations	803.50	787.75	409.03	2,415.21	855.40	861.56	427.29	2,652.77
	b) Other Income	5.58	18.58	25.96	102.22	5.68	17.57	15.30	72.16
	<b>Total Income [1(a) + 1(b)]</b>	<b>809.08</b>	<b>806.33</b>	<b>434.99</b>	<b>2,517.43</b>	<b>861.08</b>	<b>879.13</b>	<b>442.59</b>	<b>2,724.93</b>
2	Expenses								
	a) Cost of Materials consumed	84.66	75.66	40.33	237.83	107.09	101.76	47.51	325.49
	b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(45.76)	20.29	3.48	26.51	(47.03)	24.14	5.86	33.38
	c) Employee benefits expense	35.44	37.87	29.98	141.23	54.39	59.53	40.16	215.55
	d) Depreciation and amortisation expense	22.66	28.60	22.69	96.21	27.95	34.45	27.99	117.96
	e) Finance Costs	117.37	38.13	68.95	245.81	122.03	45.81	76.50	275.80
	f) Power and fuel	231.81	209.33	87.87	602.22	244.62	223.17	91.65	647.62
	g) Packing and carriage	250.15	264.82	123.50	807.23	250.92	266.01	123.77	810.85
	h) Other expenses	65.65	60.50	40.09	205.67	75.31	71.78	45.10	244.34
	<b>Total Expenses [2(a) to 2(h)]</b>	<b>761.98</b>	<b>735.20</b>	<b>416.89</b>	<b>2,362.71</b>	<b>835.28</b>	<b>826.65</b>	<b>458.54</b>	<b>2,670.99</b>
3	<b>Profit/(Loss) before exceptional items and tax (1-2)</b>	<b>47.10</b>	<b>71.13</b>	<b>18.10</b>	<b>154.72</b>	<b>25.80</b>	<b>52.48</b>	<b>(15.95)</b>	<b>53.94</b>
4	Exceptional items	-	(294.83)	-	(294.83)	-	(220.88)	-	(220.88)
5	<b>Profit/(Loss) before tax (3+4)</b>	<b>47.10</b>	<b>(223.70)</b>	<b>18.10</b>	<b>(140.11)</b>	<b>25.80</b>	<b>(168.40)</b>	<b>(15.95)</b>	<b>(166.94)</b>
6	Tax expense								
	a) Current tax charge / (credit) (in respect of earlier year)	-	(1.63)	-	(43.87)	-	(1.63)	-	(43.87)
	b) Deferred tax charge / (credit)	13.03	(263.18)	-	(263.18)	13.03	(263.18)	-	(263.18)
7	<b>Net Profit/(Loss) after tax for the period (5- 6)</b>	<b>34.07</b>	<b>41.11</b>	<b>18.10</b>	<b>166.94</b>	<b>12.77</b>	<b>96.41</b>	<b>(15.95)</b>	<b>140.11</b>
	Other Comprehensive Income(Refer Note 1)								
	Items that will not be re-classified to profit or loss	0.48	12.58	(0.87)	9.99	0.92	17.42	(1.90)	11.75
	Income tax relating to above	0.11	(1.57)	-	(1.57)	0.11	(1.57)	-	(1.57)
8	<b>Other Comprehensive Income/ (Loss) for the period</b>	<b>0.59</b>	<b>11.01</b>	<b>(0.87)</b>	<b>8.42</b>	<b>1.03</b>	<b>15.85</b>	<b>(1.90)</b>	<b>10.18</b>
9	<b>Net Profit/(Loss) after Comprehensive Income (7+8)</b>	<b>34.66</b>	<b>52.12</b>	<b>17.23</b>	<b>175.36</b>	<b>13.80</b>	<b>112.26</b>	<b>(17.85)</b>	<b>150.29</b>
10	Paid-up equity share capital (Face value Rs. 10/-per share)	164.81	164.81	142.59	164.81	164.81	164.81	142.59	164.81
11	Reserves excluding Revaluation Reserve				182.35				32.67
12	Earnings Per Share (EPS) (Not Annualised) (Face value of Rs.10/- per share)								
	- Basic EPS	Rs. 2.07	2.85	1.27	11.59	0.77	6.69	(1.12)	9.73
	- Diluted EPS	Rs. 2.07	2.85	1.27	11.59	0.77	6.69	(1.12)	9.73
	(Please see accompanying notes to the Standalone and Consolidated Financial Results)								





Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

Statement of Standalone and Consolidated Unaudited Financial Results for the quarter ended 30th June, 2021

Statement of Segment Revenue, Results, Assets and Liabilities

Rs./Crores

Sl. No.	Particulars	Consolidated			
		Current three months ended 30/06/2021 (Unaudited)	Preceding three months ended 31/03/2021 (Unaudited)	Corresponding three months ended in the previous year 30/06/2020 (Unaudited)	Previous Year ended 31/03/2021 (Audited)
1	Segment Revenue				
a	Cement	803.50	787.75	409.03	2,415.21
b	Rayon, T.P. and Chemicals	51.90	73.81	18.26	237.56
	Total	855.40	861.56	427.29	2,652.77
	Less: Inter Segment Revenue ( at cost )	-	-	-	-
	Sales /Income	855.40	861.56	427.29	2,652.77
	Total Revenue from Operations	855.40	861.56	427.29	2,652.77
2	Segment Results [Profit /(Loss) before tax, interest and exceptional items]				
a	Cement	157.61	106.19	73.83	360.78
b	Rayon, T.P. and Chemicals	(13.15)	(8.63)	(14.26)	(34.48)
	Total	144.46	97.56	59.57	326.30
	Less: Interest	118.66	45.08	75.52	272.36
	Less: Exceptional Items	-	220.88	-	220.88
	Total Profit/(Loss) before tax	25.80	(168.40)	(15.95)	(166.94)
3	Segment Assets				
a	Cement	2,651.75	2,560.52	2,591.99	2,560.52
b	Rayon, T.P. and Chemicals	703.60	715.22	634.00	715.22
	Total	3,355.35	3,275.74	3,225.99	3,275.74
4	Segment Liabilities				
a	Cement	2,877.66	2,810.09	3,042.48	2,810.09
b	Rayon, T.P. and Chemicals	266.30	268.17	298.49	268.17
	Total	3,143.96	3,078.26	3,340.97	3,078.26

Note: The Company operates in one segment only i.e. "Cement" on standalone basis.



**KESORAM INDUSTRIES LIMITED**

Regd. Office : 9/1, R. N. Mukherjee Road, Kolkata - 700 001

**Statement of Standalone and Consolidated Unaudited Financial Results for the quarter ended 30th June, 2021**

- 1 Other Comprehensive Income/(Expense) includes impact of re-measurement gains/ (losses) on actuarial valuation of post-employment defined benefits for all the periods including the financial year ended March 31, 2021. Previous year ended March 31, 2021 also includes the impact for the fair valuation of non-current investments. These items will not be reclassified to profit or loss.
- 2 The Management has assessed the possible effects that may result from COVID-19 on the carrying amounts of current assets after considering internal and external sources of information including the possible future uncertainties in the global economic conditions as at the date of approval of these Financial Results and concluded that no adjustments are required in the results. The Company continues to monitor the rapidly changing situation.  
  
During the current quarter, due to continuing restriction in logistic activities of non-essential goods on the onset of the second wave of Covid-19 pandemic, the Company's subsidiary has declared temporary suspension of work at its Rayon Plant, Chemical Division, T.P. Plant situated at Kuntighat (District Hooghly, West Bengal), effective from commencement of 'A' Shift, i.e. 6:30 A.M. of 22nd June, 2021 until further notice. Hence, Sales from this plant have come down significantly due to the lockdown as aforesaid and Management expects that it will be restored when full normalcy is in place.
- 3 Figures for the previous period have been regrouped/ reclassified wherever necessary to conform to current period's classification.
- 4 The Central Government has published The Code on Social Security, 2020 and Industrial Relations Code, 2020 ("the Codes") in the Gazette of India, inter alia, subsuming various existing labour and industrial laws which deals with employees related benefits including post employment. The effective date of the code and the rules are yet to be notified. The impact of the legislative changes, if any, will be assessed and recognised post notification of the relevant provisions.
- 5 Share of Profit or loss from joint venture is NIL for all the periods presented
- 6 The Statutory Auditors have carried out a Limited Review of the above unaudited financial results for the quarter and three months ended 30th June, 2021. The financial results have been approved by the Board of Directors on 12th August, 2021 after review thereof by the Audit Committee.

By Order of the Board



P. Radhakrishnan  
Whole-time Director & CEO

Place: Kolkata  
Date: 12th August, 2021



## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS


### TO THE BOARD OF DIRECTORS OF KESORAM INDUSTRIES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **KESORAM INDUSTRIES LIMITED** ("the Company"), for the quarter ended June 30, 2021 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

### For DELOITTE HASKINS & SELLS

Chartered Accountants  
(Firm's Registration No. 302009E)

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**Abhijit Bandyopadhyay**  
(Partner)

(Membership No. 054785)  
UDIN: 21054785AAAAFC6664



## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF KESORAM INDUSTRIES LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **KESORAM INDUSTRIES LIMITED** ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group"), and its share of the net loss after tax and total comprehensive loss of its joint venture for the quarter ended June 30, 2021 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of Cygnet Industries Limited (Subsidiary) and Gondhkari Coal Mining Limited (Joint Venture).
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial information of 1 (one) subsidiary included in the consolidated unaudited financial results whose interim financial results reflect total revenues of Rs. 51.90 crores, total net loss after tax of Rs. 21.30 crores and total comprehensive loss of Rs 20.86 crores for the quarter ended June 30, 2021, as considered in the unaudited

# Deloitte Haskins & Sells

interim financial statements of the entity included in the Group. The interim financial information have been reviewed by the other auditors whose reports have been furnished to us by the management and our conclusion in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the report of other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.

7. The consolidated unaudited financial results also includes the Group's share of loss after tax of Rs. NIL and total comprehensive loss of Rs. NIL for the three months ended June 30, 2021, as considered in the Statement, in respect of 1 (one) joint venture based on their interim financial information which have not been reviewed by their auditors. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group.

Our Conclusion on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.

**For DELOITTE HASKINS & SELLS**

Chartered Accountants  
(Firm's Registration No. 302009E)

ABHIJIT

BANDYOPA

DHYAY

**Abhijit Bandyopadhyay**

(Partner)

(Membership No. 054785)

UDIN: 21054785AAAAFD1404

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Kolkata, August 12, 2021

**12.08.2021**

## **Kesoram posts robust results**

Kesoram Industries Limited for Q1 of FY 22 reported EBIDTA of 187 Cr against an EBIDTA of 110 Cr for the corresponding previous year Q1 of FY 21.

Directionally the operation has stabilised post infusion of working capital is evident from the fact EBDITA generation is higher by 49 cr in the current quarter vs Q4 of FY21 (Q4 FY 21 EBIDTA INR 138 Cr).

Kesoram clocked a volume of 1.69 Million tonnes of sales during the current quarter as against 0.90 Million tonnes sales of the corresponding quarter of previous financial year. "Birla Shakti" is a well-positioned and preferred brand in the geographies the company operates. Kesoram is focused on enhancing its offering of superior customer service and experience on a perpetual basis.

Kesoram commitment to substantially reduce its debts set on motion is gathering momentum with the Board approval for Rights Issue at a price INR 50/share today.

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