

# Ambuja Cement

ACL:SEC:

03<sup>rd</sup> November, 2016

Bombay Stock Exchange Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400 023 Fax No. 22723719/22723121/22722037 / 22722039 / 22722041/ 22722061 <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	National Stock Exchange of India Ltd., Plot No.C/1 'G' Block Bandra – Kurla Complex Bandra East, Mumbai 400 051 Fax No.26598237 / 38 <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a>
Deutsche Bank Trust Company Americas Winchester House 1 Great Winchester Street London EC2N 2DB, Fax No.+44207547 6073 <a href="mailto:ctas.documents@db.com">Ctas Documents</a> <ctas.documents@db.com	Societe de la Bourse de Luxembourg, Avenue de la Porte Neuve L-2011 Luxembourg, B.P 165 FAX NO.00352 473298 "Luxembourg Stock Ex-Group ID " <ost@bourse.lu

Dear Sirs,

## **Sub: Intimation under the Listing Regulations**

This is to inform you that the Board of Directors at its meeting held today, i.e. on 3<sup>rd</sup> November , 2016 which commenced at 11.30 a.m. and concluded at 2.30 p.m., have approved the following:-

### **Financial Results for the 3<sup>rd</sup> Quarter of the Corporate Financial Year ending December, 2016**

The Board approved the Unaudited Financial Results Standalone and Consolidated for the Quarter ended on 30<sup>th</sup> September, 2016 for the Corporate Financial Year ending 31st December, 2016. The results together with a copy of the Press Release are enclosed.

You are requested to kindly take note of the same.

Thanking you,

Yours faithfully,  
For AMBUJA CEMENTS LIMITED

*Rajiv M. Gandhi*

RAJIV GANDHI  
COMPANY SECRETARY  
**Membership No A11263**

**AMBUJA CEMENTS LIMITED**

Elegant Business Park, MIDC Cross Road 'B', Off Andheri Kurla Road, Andheri (E), Mumbai 400059.  
Tel.: 022- 4066 7000 / 6616 7000. Fax: 022 - 6616 7711 / 4066 7711. Website: [www.ambujacement.com](http://www.ambujacement.com)

# Ambuja Cement

**AMBUJA CEMENTS LIMITED**  
CIN: L26942GJ1981PLC004717

Registered office : Ambujanagar P.O., Taluka - Kodinar, District - Gfr Somnath, Gujarat - 362 715  
Tel.No. : 022-4066 7000 • Website: www.ambujacement.com • E-mail: shares@ambujacement.com

## Statement of Standalone Unaudited Financial Results for the quarter and nine months ended 30/09/2016

Particulars	3 months ended (30/09/2016)	Preceding 3 months ended (30/06/2016)	Corresponding 3 months ended (30/09/2015) in the previous year	Year to date figures for the current period ended (30/09/2016)	Year to date figures for the previous period ended (30/09/2015)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1 Income from operations</b>					
a) Net sales / income from operations (Net of excise duty)	2,004.28	2,541.16	2,095.16	6,963.74	9,368.30
b) Other operating income	27.16	19.56	15.71	73.05	93.10
	<b>2,031.44</b>	<b>2,560.72</b>	<b>2,110.87</b>	<b>7,036.79</b>	<b>9,461.40</b>
<b>2 Expenses</b>					
a) Cost of materials consumed	171.58	206.84	179.90	599.11	797.11
b) Purchases of stock-in-trade	-	-	-	-	4.20
c) Change in inventories of finished goods, work-in-progress and stock-in-trade	(40.50)	(3.58)	(70.91)	(110.63)	25.39
d) Employee benefits expense	141.76	153.61	151.49	445.11	589.52
e) Depreciation and amortisation expense (Refer Note 2)	159.49	151.06	155.26	693.87	625.66
f) Power and fuel	437.38	467.50	486.16	1,416.68	2,052.94
g) Freight and forwarding : - On finished products - On internal material transfer	412.13	510.56	403.79	1,438.47	1,875.20
	<b>125.49</b>	<b>149.93</b>	<b>150.06</b>	<b>456.37</b>	<b>634.48</b>
h) Other Expenses	537.62	660.49	553.85	1,894.84	2,509.68
	<b>480.44</b>	<b>474.94</b>	<b>500.25</b>	<b>1,438.07</b>	<b>1,951.09</b>
	<b>1,887.77</b>	<b>2,111.06</b>	<b>1,956.00</b>	<b>6,377.05</b>	<b>8,555.59</b>
<b>3 Profit from operations before other income and finance costs</b>					
	143.67	449.66	154.87	659.74	905.81
4 Other income	223.18	174.78	74.10	535.15	358.19
5 Profit before finance costs	366.85	624.44	228.97	1,194.89	1,264.00
6 Finance costs	19.15	20.54	20.74	57.85	91.79
7 Profit before tax	347.70	603.90	208.23	1,137.04	1,172.21
8 Tax expense (Refer Note 3)	70.68	146.98	54.66	342.83	364.65
9 Net Profit for the period	277.02	456.92	153.57	794.21	807.56
10 Paid-up equity share capital (Refer Note 2) (Face value ₹ 2 each)	397.13	310.38	310.38	397.13	310.38
11 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year					9,996.49
12 Earnings per share (in ₹) (Refer Note 2) : (of ₹ 2 each) (not annualised) :					
a) Basic	1.40	2.30	0.99	4.00	5.21
b) Diluted	1.39	2.30	0.99	4.00	5.21

FOR IDENTIFICATION

MA

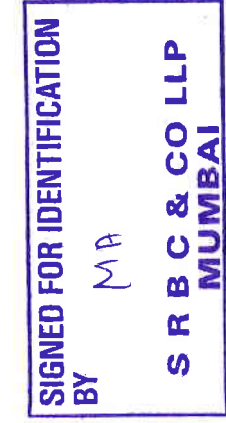
B C & CO LLP  
MUMBAI



## Ambuja Cement

### Notes :

- 1 The above results have been approved and taken on record by the Board of Directors at its meeting held on 3rd November 2016.
- 2 During the quarter, the Company has received approval from Foreign Investment Promotion Board for acquisition of 24% equity shares of Holcim (India) Private Limited (HIPL), a condition precedent specified in the Scheme of Amalgamation (Scheme) of HIPL with the Company from the appointed date 1st April 2013. Accordingly, HIPL has been amalgamated with the Company from the effective date 12th August, 2016. Consequently, the Company has:
  - a) purchased 24% equity shares of HIPL for cash consideration of ₹ 3,500.27 crores;
  - b) cancelled 150,670,120 equity shares of ₹ 2 each of the Company held by HIPL, issued, 584,417,928 equity shares of ₹ 2 each to the shareholders of HIPL for remaining 76% equity shares of HIPL, consequently the number of shares of the Company have increased from 1,551,897,421 to 1,985,645,229 equity shares; and
  - c) recognised goodwill arising on amalgamation amounting to ₹ 2,827.48 crores and amortised it over a period of three years from the appointed date.
- 3 As a result the above, Profit / (Loss) after tax from the appointed date till 31st December, 2015 aggregating to ₹ (1,713.43) crores has been accounted in "Surplus in the statement of profit and loss" under Reserves and surplus. Further, results of the Company for the quarters ended 31st March, 2016 and 30th June, 2016 and related earnings per shares have been restated to give effect of the Scheme. Consequently, figures for current periods are not comparable with those of corresponding periods in the previous year.
- 4 Pursuant to the amalgamation, profit after tax for the quarter ended 30th June, 2016 and quarter & nine months period ended 30th September, 2016 is higher / (lower) by ₹ 57.39 crores, ₹ 100.37 crores and ₹ (85.72) crores respectively.
- 5 Tax expense for the year ended 31st December 2015 includes ₹ 55.69 crores, relating to earlier years.
- 6 In 2012, the Competition Commission of India (CCI) issued an order imposing penalty on certain cement manufacturers, including the Company, concerning alleged contravention of the provisions of the Competition Act, 2002 and imposed a penalty of ₹ 1,163.91 crores on the Company. On Company's appeal, Competition Appellate Tribunal (COMPAT), initially stayed the penalty and by its final order dated 11th December, 2015, set aside the order of the CCI, remanding the matter back to the CCI for fresh adjudication and for passing a fresh order.
- 7 After hearing the matter afresh, the CCI has again, by its order dated 31st August 2016, imposed a penalty of ₹ 1,163.91 crores on the Company. The Company is in process of filing an appeal against the Order before COMPAT. Based on the advice of external legal counsel, the Company believes it has good grounds on merit for a successful appeal. Accordingly, no provision is considered necessary in the above financial results.
- 8 At the beginning of the year, the Company had opted to submit standalone quarterly financial results. As communicated to stock exchanges on 29th August, 2016, the Company shall also submit its consolidated financial results for the current quarter and remaining quarter for the year ending 31st December 2016, pursuant to ACC Limited becoming a subsidiary of the Company.
- 9 The Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) would be applicable to the Company from financial year commencing from 1st January, 2017. Accordingly, the above financial results have been prepared in compliance with Companies (Accounting Standards) Rules, 2006.
- 10 The Company is exclusively engaged in the business of cement and cement related products.
- 11 The figures for the previous periods have been regrouped wherever necessary to conform to the current period's presentation.
- 12 Limited review of the financial results for the quarter ended 30th September, 2016 has been carried out by the statutory auditor.



By Order of the Board

Ajay Kapur  
Managing Director & CEO  
DIN: 03096416

**Limited Review Report****Review Report to  
The Board of Directors  
Ambuja Cements Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Ambuja Cements Limited ('the Company') for the quarter and nine months ended September 30, 2016 (the "Statement"). 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 the Statement based on our review.
2. We conducted our review 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. We draw attention to Note 4 of the Statement, relating to the order of the Competition Commission of India (CCI), concerning alleged contravention of the provisions of the Competition Act, 2002 and imposing a penalty of Rs.1,163.91 Crores on the Company. Based on the advice of external legal counsel, no provision has been considered necessary by the Company in this regard. Our conclusion is not qualified in respect of this matter.

For S R B C & CO LLP  
ICAI Firm registration number: 324982E/E300003  
Chartered Accountants

per Ravi Bansal  
Partner  
Membership No.: 49365



Place: Mumbai  
Date: 3 November 2016

# Ambuja Cement

AMBUIJA CEMENTS LIMITED  
CIN: L26942GJ1981PLC004717

Registered office : Ambujanagar, P.O., Taluka - Kodinar, District - Gir Somnath, Gujarat - 362 715  
Tel No. : 022-4066 7000 - Website: www.ambujacement.com • E-mail: shares@ambujacement.com

## Statement of Consolidated Unaudited Financial Results for the quarter and nine months ended 30/09/2016

Particulars	3 months ended (30/09/2016)	Preceding 3 months ended (30/06/2016)	Corresponding 3 months ended (30/09/2015)	Year to date figures for the current period ended (30/09/2016)	Year to date figures for the previous period ended (30/09/2015)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
<b>1 Income from operations</b>					
a) Net sales / income from operations (Net of excise duty)	4,477.33	5,412.68	2,099.37	15,232.91	9,388.00
b) Other operating income	56.26	46.85	15.92	174.72	93.34
	4,533.59	5,459.53	2,115.29	15,407.63	9,481.34
<b>2 Expenses</b>					
a) Cost of materials consumed	531.43	612.46	180.56	1,789.43	801.44
b) Purchases of stock-in-trade	19.50	23.29	0.03	64.12	4.20
c) Change in inventories of finished goods, work-in-progress and stock-in-trade	(111.84)	60.60	(70.81)	(109.72)	25.40
d) Employee benefits expense	341.73	347.25	152.37	1,032.77	594.05
e) Depreciation and amortisation expense (Refer note 2)	314.34	294.05	156.24	1,137.05	629.76
f) Power and fuel	975.07	991.66	487.35	3,047.66	1,608.37
g) Freight and forwarding : - On finished products - On internal material transfer	896.15	1,057.78	404.24	3,080.60	1,877.30
	237.55	252.28	150.06	793.81	634.48
h) Other Expenses	1,133.70	1,311.06	554.30	3,874.41	1,891.21
	1,063.81	1,050.53	498.58	3,178.81	1,944.70
	4,267.74	4,690.90	1,958.62	14,014.53	8,568.84
<b>3 Profit from operations before other income and finance costs</b>	265.85	768.63	156.67	1,393.10	912.50
4 Other income	144.86	138.43	72.84	461.04	353.22
5 Profit before finance costs	410.71	907.06	229.51	1,854.14	1,265.72
6 Finance costs	37.80	37.99	20.88	109.53	92.47
7 Profit before tax	372.91	869.07	208.63	1,744.61	1,173.25
8 Tax expense (Refer Note 3)	113.68	228.47	54.70	556.30	365.37
9 Net Profit for the period	259.23	640.60	153.93	1,188.31	807.88
10 Share of profit of associates	(1.00)	1.93	-	4.43	-
11 Minority Interest	42.12	120.54	-	277.31	-
12 Net Profit after tax and minority interest	216.11	521.99	153.93	915.43	807.88
13 Paid-up equity share capital (Refer Note 2) (Face value ₹ 2 each)	397.13	310.38	310.38	397.13	310.38
14 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year					9,961.02
15 Earnings per share (in ₹) (Refer Note 2) : (of ₹ 2 each) (not annualised) :					
a) Basic	1.09	2.63	0.99	4.61	5.21
b) Diluted	1.09	2.63	0.99	4.61	5.21

₹ in Crores

FOR IDENTIFICATION

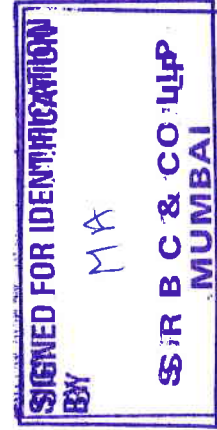
MA

R & CO LLP  
MUMBAI



**Notes :**

- 1 The above results have been approved and taken on record by the Board of Directors at its meeting held on 3rd November 2016.
  - 2 During the quarter, the Company has received approval from Foreign Investment Promotion Board for acquisition of 24% equity shares of Holcim (India) Private Limited (HIPL), a condition precedent specified in the Scheme of Amalgamation (Scheme) of HIPL with the Company from the appointed date 1st April 2013. Accordingly, HIPL has been amalgamated with the Company from the effective date 12th August, 2016. Consequently, the Company has:
    - a) purchased 24% equity shares of HIPL for cash consideration of ₹ 3,500.27 crores;
    - b) cancelled, 150,670,120 equity shares of ₹ 2 each of the Company held by HIPL, issued, 584,417,928 equity shares of ₹ 2 each to the shareholders of HIPL for remaining 76% equity shares of HIPL, consequently the number of shares of the Company have increased from 1,551,897,421 to 1,985,645,229 equity shares;
    - c) recognised goodwill arising on amalgamation amounting to ₹ 2,827.48 crores and amortised it over a period of three years from the appointed date.
    - d) become a holding company of ACC Limited with effect from 1st April, 2013.
- As a result the above, Profit / (Loss) after tax from the appointed date till 31st December, 2015 aggregating to ₹ (1,380.03) crores has been accounted in "Surplus in the statement of profit and loss" under Reserves and surplus. Further, results of the Company for the quarters ended 31st March, 2016 and 30th June, 2016 and related earnings per shares have been restated to give effect of the Scheme. Consequently, figures for current periods are not comparable with those of corresponding periods in the previous year.
- Pursuant to the amalgamation, profit after tax for the quarter ended 30th June, 2016 and quarter & nine months period ended 30th September, 2016 is higher by ₹ 121.99 crores, ₹ 39.18 crores and ₹ 32.36 crores respectively.
- 3 Tax expense for the year ended 31st December 2015 includes ₹ 55.69 crores, relating to earlier years.
  - 4 In 2012, the Competition Commission of India (CCI) issued an order imposing penalty on certain cement manufacturers, including the Company and ACC Limited (subsidiary with effect from 1st April, 2013), concerning alleged contravention of the provisions of the Competition Act, 2002 and imposed penalty of ₹ 1,163.91 crores on the Company and ₹ 1,147.59 crores on ACC Limited, aggregating to ₹ 2,311.50 crores. On appeal by the Company and ACC Limited, Competition Appellate Tribunal (COMPAT), initially stayed the penalty and by its final order dated 11th December, 2015, set aside the order of the CCI, remanding the matter back to the CCI for fresh adjudication and for passing a fresh order.
- After hearing the matter afresh, the CCI has again, by its order dated 31st August 2016, imposed penalty of ₹ 1,163.91 crores on the Company and ₹ 1,147.59 crores on ACC Limited, aggregating to ₹ 2,311.50 crores. The Company and ACC Limited are in process of filing appeals against the Order before COMPAT. Based on the advice of external legal counsels, the Company and ACC Limited believe they have good grounds on merit for a successful appeal. Accordingly, no provision is considered necessary in the above financial results.
- 5 At the beginning of the year, the Company had opted to submit standalone quarterly financial results. As communicated to stock exchanges on 29th August, 2016, the Company shall also submit its consolidated financial results for the current quarter and remaining quarter for the year ending 31st December 2016, pursuant to ACC Limited becoming a subsidiary of the Company.
  - 6 The Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) would be applicable to the Company from financial year commencing from 1st January, 2017. Accordingly, the above financial results have been prepared in compliance with Companies (Accounting Standards) Rules, 2006.
  - 7 The Company is exclusively engaged in the business of cement and cement related products.
  - 8 The figures for the previous periods have been regrouped wherever necessary to conform to the current period's presentation.
  - 9 Limited review of the financial results for the quarter ended 30th September, 2016 has been carried out by the statutory auditor.
  - 10 The consolidated financial results as stated above have been drawn in accordance with applicable Accounting Standards.



By Order of the Board

Ajay Kapur  
Managing Director & CEO  
DIN: 03096416



Mumbai

3rd November, 2016

**Limited Review Report****Review Report to  
The Board of Directors  
Ambuja Cements Limited**

1. We have reviewed the accompanying statement of unaudited consolidated financial results of Ambuja Group comprising Ambuja Cements Limited ('the Company') and its subsidiaries and jointly controlled entities (together, 'the Group'), for the quarter and nine months ended September 30, 2016 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. 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 the Statement based on our review.
2. We conducted our review 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
3. We did not review assets of Rs.188.74 Crore as at September 30, 2016 and revenues of Rs.5.96 Crore and Rs.18.89 Crore for the quarter and nine months ended September 30, 2016 respectively, included in the accompanying unaudited consolidated financial results relating to nine subsidiaries and one jointly controlled entities and share of loss of Rs.1.00 Crore and share of profit of Rs.4.43 Crore for the quarter and nine months ended September 30, 2016 respectively relating to three associates, whose financial information have been reviewed by the other auditors and whose reports have been furnished to us. Our conclusion on the unaudited quarterly and year to date financial results, in so far as it relates to such subsidiaries, joint ventures and associates is based solely on the reports of the other auditors.
4. Based on our review conducted as above and on consideration of reports of other auditors on the unaudited separate quarterly and year to date financial results and on the other financial information of the components, 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 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 4 of the Statement, relating to the order of the Competition Commission of India (CCI), concerning alleged contravention of the provisions of the Competition Act, 2002 and imposing a penalty of Rs.11,63.91 Crore on the Company and Rs. 1,147.59 Crore on ACC Limited, a subsidiary company, aggregating to Rs. 2,311.5 Crore. Based on the advice of external legal counsels, no provision has been considered necessary by the Company and ACC Limited in this regard. Our conclusion is not qualified in respect of this matter.

For S R B C &amp; CO LLP

ICAI Firm registration number: 324982E/E300003

Chartered Accountants

per Ravi Bansal  
Partner

Membership No.: 49365

Place: Mumbai

Date: 3 November 2016



**Ambuja  
Cement  
Media Release**

**Standalone net profit after tax up by 80%**

**1. Standalone financial results for the quarter ended 30th September, 2016**

Ambuja Cements Limited today announced its unaudited financial results for the quarter ended 30th September, 2016

		<b>July- September 2016</b>	July- September 2015	Growth (%)
Sales volume – cement	Million tonnes	<b>4.50</b>	4.82	-6.6%
Net sales	₹ in crore	<b>2,004</b>	2,095	-4.3%
Operating EBITDA	₹ in crore	<b>303</b>	310	-2.3%
Net profit before tax	₹ in crore	<b>348</b>	208	67.3%
Net profit after tax	₹ in crore	<b>277</b>	154	79.9%

During the quarter, sales realization improved by 2.8%. The sales volume, however, was lower by 6.6% due to heavy monsoon in core markets and subdued demand. The net sales in terms of value was correspondingly lower by 4.3%.

Operating EBITDA for the quarter is down by 2.3% mainly on account of lower volume, higher diesel costs and maintenance expenses compensated by lower input cost, improved fuel mix and other operating efficiencies.

Net profit after tax for quarter has increased by 79.9% as compared to corresponding quarter of the previous year. The said increase is mainly on account of dividend income of ₹ 103 crore from ACC Limited, upon amalgamation of Holcim India (Private) Limited (HIPL) with the company.

**2. Acquisition update**

During the quarter, the company has received approval from Foreign Investment Promotion Board for acquisition of 24% equity shares of HIPL for a cash consideration of ₹ 3,500 crore and balance 76% by issues of equity shares of the Company. Further, pursuant to scheme of Amalgamation, HIPL has been amalgamated with the Company with effect from the appointed date viz., 1st April, 2013. As a result, the Company has acquired 50.05% shareholding in ACC Limited.

Pursuant to the above, during the current quarter ended 30<sup>th</sup> September, 2016, the Company has opted to publish Consolidated Financial Statements and accordingly consolidated financial results of the current quarter includes results of ACC Limited. Consolidated net sales, Operating EBITDA and net profit after tax, for the current quarter ended 30<sup>th</sup> September, 2016 is ₹ 4,477 crore, ₹ 580 crore and ₹ 216 crore respectively and are not comparable with corresponding quarter of the previous year.



### 3. Outlook

Post monsoon construction activities are likely to pick up. The medium to long term outlook for cement demand remains positive considering good monsoon this year and Government's focus on housing and infrastructure development. Ambuja Cement would continue to focus on improving operational efficiencies.



Ajay Kapur  
Managing Director & CEO  
Mumbai, 3<sup>rd</sup> November, 2016