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INDEPENDENT AUDITOR'S REVIEW' REPORT

TO THE BOARD OF DIRECTORS OF POCL ENTERPRISES LIMITED

We have reviewed the accompanying Statement of Unaudited Financial Results of POCL Enterprises Limited ("the company") for period ended 30<sup>th</sup> September 2015 ("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.

We conducted our review in accordance with the Standard on Review Engagements (SR E2410), "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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

With regards to details of public shareholding and promoter and promoter group shareholding, including details of pledged / encumbered shares of promoters / promoter group, contained in the format have been traced from disclosures made by the management and not reviewed / audited by us.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of Unaudited Financial Results Prepared in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing agreements with the Stock Exchanges, including the in the manner in which it is to be disclosed, or that it contains any material misstatement.

For Jitesh & Ajay  
Chartered Accountants  
Firm Registration No. 0155355

K. Ajay Kumar Jain  
Partner  
Membership No. 214413



Place : Chennai  
Date 05<sup>th</sup> November 2015



# POCL Enterprises Limited

## Statement of Assets and Liabilities

( Rs. In lacs )

As at

**30.09.2015**

**31.3.2015**

**Un Audited**

**Audited**

**Particulars**

### **A. Equity And Liabilities**

#### **1. Shareholder's funds**

( a ) Share Capital

557.60

557.60

( b ) Reserve & Surplus

889.03

818.06

**Sub-total - Share Holder's Fund**

**1446.63**

**1375.66**

#### **2. Non- Current liabilities**

( a ) Long term borrowings

8.60

0.00

( b ) Deferred tax liabilities ( Net )

0.00

0.00

( c ) Other long-term liabilities

0.00

0.00

( d ) Long-term Provisions

76.94

76.94

**Sub-total - Non-Current liabilities**

**85.54**

**76.94**

#### **3. Current liabilities**

( a ) Short term borrowings

4327.09

3603.00

( b ) Trade Payables

318.65

351.04

( c ) Other Current liabilities

328.35

361.37

( d ) Short-term Provisions

21.95

210.24

**Sub-total - Current liabilities**

**4996.04**

**4525.65**

**TOTAL - EQUITIES AND LIABILITIES**

**6528.22**

**5978.25**

### **B. ASSETS**

#### **1. Non - Current assets**

( a ) Fixed Assets

469.58

463.60

( b ) Non- Current Investments

19.09

19.09

( c ) Deffered Tax Assets (Net)

0.58

0.58

( c ) Long term- Loans and Advances

49.79

37.41

( d ) Other Non-Current Assets

0.00

10.51

**Sub-total - Non-Current Assets**

**539.04**

**531.19**

#### **2. Current assets**

( a ) Current Investments

( b ) Inventories

1678.67

1697.72

( c ) Trade Receivables

2590.71

2710.56

( d ) Cash and Cash equivalents

572.58

279.73

( e ) Short -term loans and advances

968.61

639.25

( f ) Other Current assets

178.61

119.80

**Sub-total - Current Assets**

**5989.18**

**5447.06**

**TOTAL ASSETS**

**6528.22**

**5978.25**

*Place : Chennai*

*Date : 06.11.2015*



**POCL Enterprises Limited**  
**Unaudited Financial Results for the Quarter & Half Year ended September 30, 2015**

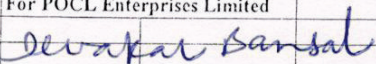
PART I		Rs in Lakhs			
Sl No	Particulars	Quarter Ended		6 months ended	Year ended
		30.09.15	30.06.15	30.09.15	31.03.15
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>1</b>	<b>Income from Operations</b>				
	Gross Sales Income	5503.10	5302.61	10805.71	18156.28
	Less Excise Duty	599.57	564.46	1164.03	1949.64
	<b>a. Net Sales / Income from Operations (Net of Excise Duty)</b>	<b>4903.53</b>	<b>4738.15</b>	<b>9641.68</b>	<b>16206.64</b>
	b. Other Operating Income	1.96	6.79	8.75	15.12
	<b>Total Income from Operations (Net)</b>	<b>4905.49</b>	<b>4744.94</b>	<b>9650.43</b>	<b>16221.76</b>
<b>2</b>	<b>Expenses</b>				
	a. Cost of Materials Consumed	4247.48	4111.10	8358.58	12060.51
	b. Purchases of Stock-in-Trade	41.12	194.30	235.42	1198.10
	c. Changes in Inventories of Finished Goods, WIP and Stock in Trade	(43.48)	(228.92)	(272.40)	75.84
	d. Employee Benefits Expenses	161.99	150.65	312.64	507.86
	e. Depreciation and Amortisation Expenses	21.86	16.04	37.90	98.18
	f. Other Expenses	361.86	332.64	694.50	1715.93
	<b>Total Expenses</b>	<b>4790.83</b>	<b>4575.81</b>	<b>9366.64</b>	<b>15656.42</b>
<b>3</b>	<b>Profit from Operations before Other Income, Finance Cost and Exceptional Items (1-2)</b>	<b>114.66</b>	<b>169.13</b>	<b>283.79</b>	<b>565.34</b>
<b>4</b>	<b>Other Income</b>	<b>0.99</b>	<b>10.96</b>	<b>11.95</b>	<b>45.77</b>
<b>5</b>	<b>Profit from Ordinary Activities Before Finance Costs &amp; Exceptional Items (3+4)</b>	<b>115.65</b>	<b>180.09</b>	<b>295.74</b>	<b>611.11</b>
<b>6</b>	<b>Finance Costs</b>	<b>105.98</b>	<b>83.74</b>	<b>189.72</b>	<b>359.38</b>
<b>7</b>	<b>Profit from Ordinary Activities after Finance Costs but Before Exceptional Items (5-6)</b>	<b>9.67</b>	<b>96.35</b>	<b>106.02</b>	<b>251.73</b>
<b>8</b>	<b>Exceptional Items</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>9</b>	<b>Profit(+)/ Loss(-) from Ordinary Activities Before Tax (7+8)</b>	<b>9.67</b>	<b>96.35</b>	<b>106.02</b>	<b>251.73</b>
<b>10</b>	<b>Tax Expenses</b>				
	Current Tax	3.20	31.86	35.05	- 121.07
	Deferred Tax	0.00	0.00	0.00	(18.53)
<b>11</b>	<b>Net Profit/Loss from Ordinary Activities after Tax (9-10)</b>	<b>6.47</b>	<b>64.49</b>	<b>70.97</b>	<b>149.19</b>
<b>12</b>	<b>Extraordinary Items ( Net of Tax Expenses)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>13</b>	<b>Net Profit/Loss for the Period (11+12)</b>	<b>6.47</b>	<b>64.49</b>	<b>70.97</b>	<b>149.19</b>
<b>14</b>	<b>Paid up Equity Share Capital ( F.V. Rs 10/- each)</b>	<b>557.60</b>	<b>557.60</b>	<b>557.60</b>	<b>557.60</b>
<b>15</b>	<b>Reserves excluding Revaluation Reserve as per Balance sheet of previous accounting year</b>				<b>818.06</b>
<b>16</b>	<b>a) Earning Per Share (Rs. 10) (before Extra Ordinary Items)</b>				
	Basic	0.12	1.16	1.27	2.68
	Diluted	0.12	1.16	1.27	2.68
	<b>b) Earning Per Share (Rs 10) (after Extra Ordinary Items)</b>				
	Basic	0.12	1.16	1.27	2.68
	Diluted	0.12	1.16	1.27	2.68



PART II		SELECT INFORMATION FOR THE QUARTER & HALF YEAR ENDED SEPTEMBER 30, 2015			
17	<b>PARTICULARS OF SHAREHOLDING</b>				
1	<b>Public Shareholding</b>				
	Number of shares	2640956	2677033	2640956	2677033
	Percentage of shareholding	47.36	48.01	47.36	48.01
2	<b>Promoter and Promoter Group Shareholding</b>				
	<b>a. Pledged / Encumbered</b>				
	- Number of shares	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of shareholding of promoter & promoter group)	NA	NA	NA	NA
	- Percentage of shares (as a % of the total share capital of the company)	NA	NA	NA	NA
	<b>b Non- Encumbered</b>				
	- Number of shares	2935036	2898959	2935036	2898959
	- Percentage of shares (As a % of shareholding of promoter & promoter group)	52.64	51.99	52.64	51.99
	- Percentage of shares (as a % of the total share capital of the company)				
	<b>INVESTOR COMPLAINTS</b>	<b>Quarter Ended</b>			
		<b>30.09.2015</b>			
	Pending at the beginning of the Quarter	Nil			
	Received during the Quarter	2			
	Disposed of during the Quarter	2			
	Remaining unresolved at the end of the Quarter	Nil			



**Segment wise Revenue, Results and Capital Employed for the quarter & half year ended September 30, 2015**

		Rs in Lakhs			
Sl No	Particulars	Quarter Ended		6 month Ended	Year ended
		30.09.15	30.06.15	30.09.15	31.03.15
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	<b>Segment Revenue</b>				
	<b>External Turnover</b>				
	a. Metal	539.98	147.22	687.20	0.00
	b. Metallic Oxides	3240.66	3458.50	6699.16	10974.54
	c. Plastic Additives	1174.17	1204.41	2378.58	5504.22
	d. Others	2.00	2.00	4.00	1272.71
	<b>Total</b>	<b>4956.81</b>	<b>4812.13</b>	<b>9768.94</b>	<b>17751.47</b>
	Less: Inter Segment Turnover	51.32	67.19	118.51	1529.71
	<b>Net sales / Income from Operations</b>	<b>4905.49</b>	<b>4744.94</b>	<b>9650.43</b>	<b>16221.76</b>
2	<b>Segment Results</b>				
	<b>Profit / (Loss) ( before Tax and Interest from each segment)</b>				
	a. Metal	(38.59)	(14.55)	(53.14)	-
	b. Metallic Oxides	113.29	110.68	223.97	394.64
	c. Plastic Additives	102.66	147.67	250.33	290.70
	d. Others	1.87	2.00	3.87	(58.46)
	<b>Total</b>	<b>179.23</b>	<b>245.80</b>	<b>425.03</b>	<b>626.88</b>
	<b>Less:</b>				
	1 .Interest	105.98	83.74	189.72	359.38
	2. Other unallocable expenditure net off un-allocable income	63.58	65.72	129.30	15.77
	<b>Total Profit before Tax</b>	<b>9.67</b>	<b>96.34</b>	<b>106.01</b>	<b>251.73</b>
3	<b>Capital employed</b>				
	<b>(Segment Assets Less Segment Liabilities)</b>				
	a. Metal	683.15	471.16	683.15	0.00
	b. Metallic Oxides	297.44	414.06	297.44	1248.15
	c. Plastic Additives	146.60	359.35	146.60	664.14
	d. Others	346.59	355.87	346.59	1754.42
	e. Unallocated	(27.16)	(160.29)	(27.16)	(2291.05)
	<b>Total</b>	<b>1446.62</b>	<b>1440.15</b>	<b>1446.62</b>	<b>1375.66</b>
<b>Notes</b>					
1	The above results were reviewed by the Audit Committee and have been approved by the Board of Directors at their meeting held on November 6, 2015. The Statutory Auditors have carried out "Limited Review"of the results for quarter ended 30.09.2015.				
2	The Hon'ble High Court of Judicature at Madras, vide its Order dated December 4, 2014 sanctioned the Scheme of Arrangement (Demerger) between M/s. Pandy Oxides and Chemicals Limited ("Demerged Company" or "POCL") and M/s. POCL Enterprises Limited ("Resulting Company" or "POEL") and their respective shareholders. The Scheme provided for demerger and transfer of the Metallic Oxides Division, Plastic Additives Division, Zinc Refining Division and Alloying & Refining Division of Demerged Company into the Resulting Company w.e.f April 1, 2013 (The Appointed Date under the Scheme). Upon filing the Order of High Court with the Registrar of Companies, Tamilnadu, the Scheme became effective on December 22, 2014.				
3	As per the Scheme of Arrangement (Demerger) as referred above, each member of M/s. Pandy Oxides and Chemicals Limited, whose name stood recorded in the Register of Member as on January 9, 2015 (Record Date) have been allotted 1 (One) Equity Share of Rs. 10/- each in the Company for every 2 (Two) Equity Shares of Rs. 10/- each held by the shareholders in M/s. Pandy Oxides and Chemicals Limited. Subsequently on receipt of the necessary approvals, the shares of the Company have been admitted for trading and listing on BSE Limited with effect from June 25, 2015				
4	Since the unaudited financial results for the quarter ended September 30, 2015 are part of first financial year for which quarterly results are to be filed and published by the Company in Compliance with Clause 41 of the Listing Agreement, the corresponding figures for the quarter and half year ended September 30, 2014 are not furnished.				
	Place : Chennai	For POCL Enterprises Limited			
	Date : 06.11.2015				
		Devakar Bansal			
		Managing Director			
		(DIN: 00232565)			