# Havells India Limited 

## Financial Year 2015-16 \{MARCH 31, 2016\} <br> \{Audited Financial Results\}

We recommend that readers refer to the Havells India financials to get a better appreciation of the business performance. A copy of the latest quarterly/ yearly Financial Results of Havells India Limited are available on Havells website - http://www.havells.com. The results are reviewed by the Auditors of the Company and approved by the Board of Directors in their meeting held on $11^{\text {th }}$ May 2016.

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## Section 1. Havells India (Standalone)

Table 1.1: P\&L Summary (Havells India) - Yearly


## Results Summary

- Improvement in revenue growth during second half, grew $8.6 \%$ as against de-growth of $1 \%$ in first half. Value growth impacted by drop in commodity prices offsetting higher volume growth.
- Decline in export is due to drop in conventional lighting i.e. CFL to Sylvania and drop in African region due to sharp currency movement. Stabilized in Q4 with better outlook in FY17.
- Improvement in contribution margins due to focused cost efficiency measures, price discipline and low commodity prices. Sustained investment in brand and manpower to prepare for next growth phase.

Increase in other income due to interest earned on funds received from Sylvania stake sale.
Exceptional item is profit on $80 \%$ stake sale in Sylvania.

Table 1.2: Segment wise Revenue analysis (Havells India) -Yearly


Table 1.3: Segment wise contribution margin analysis (Havells India) - Yearly

|  | Revenue Mix \% | FY15 <br> Contribution | Contribution Margins \% | Revenue Mix \% | FY16 <br> Contribution | Contribution Margins \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Switchgears | 24\% | 439.0 | 34.3\% | 24\% | 504.8 | 39.2\% |
| Cable | 42\% | 265.7 | 12.1\% | 41\% | 314.6 | 14.2\% |
| Lighting \& Fixtures | 14\% | 196.8 | 26.6\% | 15\% | 192.9 | 24.1\% |
| Electrical Cons. Durables | 20\% | 258.0 | 25.1\% | 20\% | 287.2 | 25.2\% |
| Total | 100\% | 1,159.5 | 22.1\% | 100\% | 1,299.5 | 23.9\% |

## Contribution by Segment

- Contribution margins are derived after deducting material cost, manufacturing variables, direct selling variables and depreciation from the net revenue. Without customer claim liability switchgear margins would have been $36.5 \%$ in FY15.
- Improvement in contribution margins across product segments.

Table 1.4: P\&L Summary (Havells India) - Quarterly

| In crores of rupees | $\begin{array}{r} \text { Q4 } \\ \text { FY15 } \end{array}$ | $\begin{array}{r} \text { Q4 } \\ \text { FY16 } \end{array}$ | Change (\%) | $\begin{array}{r} \text { Q3 } \\ \text { FY16 } \end{array}$ |
| :---: | :---: | :---: | :---: | :---: |
| Net Revenue | 1,349.3 | 1,475.4 | 9\% | 1,344.5 |
| Contribution as a \% of NR | $\begin{array}{r} 289.6 \\ 21.5 \% \end{array}$ | $\begin{gathered} 360.2 \\ 24.4 \% \end{gathered}$ | 24\% | $\begin{gathered} 333.8 \\ 24.8 \% \end{gathered}$ |
| Add: Depreciation <br> Less: Advertisement and Sales | 21.3 | 23.7 38.7 |  | 23.2 |
| Promotion | 28.5 | 38.7 | 36\% | 56.1 |
| as a \% of NR | 2.1\% | 2.6\% |  | 4.2\% |
| Less: Other SG\&A | 102.8 | 125.6 | 22\% | 119.4 |
| as a \% of NR | 7.6\% | 8.5\% |  | 8.9\% |
| EBIDTA <br> as a \% of NR | $\begin{array}{r} 179.6 \\ 13.3 \% \end{array}$ | $\begin{array}{r} 219.6 \\ 14.9 \% \end{array}$ | 22\% | $\begin{array}{r} 181.5 \\ 13.5 \% \end{array}$ |
| Depreciation | 21.3 | 23.7 |  | 23.2 |
| Interest expense (A) | 2.4 | 4.5 |  | 1.0 |
| Foreign exchange (gain)/ loss (B) | (1.3) | 0.3 |  | 0.9 |
| Finance Cost (A)+(B) | 1.1 | 4.8 |  | 1.9 |
| Foreign Exchange (gain)/ loss | (1.7) | (0.6) |  | (1.6) |
| Interest Income (C) | 8.8 | 23.2 |  | 14.1 |
| Others (D) | 3.6 | 5.9 |  | (0.9) |
| Add: Other Income (C)+(D) | 12.4 | 29.1 |  | 13.2 |
| Profit before tax as a \% of NR | $\begin{gathered} 171.3 \\ 12.7 \% \end{gathered}$ | $\begin{gathered} 220.8 \\ 15.0 \% \end{gathered}$ | 29\% | $\begin{gathered} 171.2 \\ 12.7 \% \end{gathered}$ |
| Tax | 49.4 | 56.7 |  | 50.4 |
| Net Profit before exceptional items | 121.9 | 164.1 | 35\% | 120.8 |
| as a \% of NR | 9.0\% | 11.1\% |  | 9.0\% |
| Exceptional Items | -- | 202.4 |  | - |
| Net profit | 121.9 | 366.5 |  | 120.8 |

## Results summary

- Growth is visible across all segments, in line with revenue growth of Q3. Drop in commodity prices offset higher volume growth particularly in cable business.
- Contribution margin continued to be robust.
- Increase in other income due to interest earned on funds received from Sylvania stake sale.

Table 1.5: Segment wise Revenue analysis (Havells India) - Quarterly


Table 1.6: Segment wise contribution margin analysis (Havells India) - Quarterly

|  | Revenue Mix \% | Q4 FY15 <br> Contribution | Contribution Margins \% | Revenue Mix \% | Q4 FY16 <br> Contribution | Contribution Margins \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Switchgears | 23\% | 90.6 | 29.7\% | 22\% | 128.4 | 39.1\% |
| Cable | 42\% | 77.5 | 13.6\% | 41\% | 89.5 | 14.9\% |
| Lighting \& Fixtures | 14\% | 48.3 | 25.7\% | 16\% | 56.7 | 24.4\% |
| Electrical Cons. Durables | 21\% | 73.2 | 25.5\% | 21\% | 85.6 | 27.7\% |
| Total | 100\% | 289.6 | 21.5\% | 100\% | 360.2 | 24.4\% |

## Contribution by Segment

- Contribution margins are derived after deducting material cost, manufacturing variables, direct selling variables and depreciation from the net revenue.
- Switchgears margin without customer claim liability would have been $35.5 \%$ in Q4FY15.

Table 1.7: Balance Sheet highlights (Havells India standalone)

|  | As at <br> March 15 <br> Audited | As at <br> March 16 <br> Audited |
| :--- | ---: | ---: |
| In crores of rupees |  |  |
| Shareholders' Fund | 62.4 | 62.5 |
| $\quad$ Share Capital |  |  |
| Reserves and Surplus | $2,313.4$ | $2,581.7$ |
|  | $2,375.8$ | $2,644.2$ |
| Loan Funds |  |  |
| $\quad$ Term loans | 83.5 | 44.2 |
| Deferred Tax Liability | 43.4 | 74.9 |
| Other Non-current | 6.1 | 10.7 |
| liabilities |  |  |
|  |  |  |
| Current Liabilities | 394.5 | 436.3 |
| $\quad$ Trade Payables | 745.6 | 784.3 |
| $\quad$ Others | $3,648.9$ | $3,994.6$ |
| Total |  |  |
| Fixed Assets | $1,007.3$ | $1,082.0$ |
| Investments | $1,011.8$ | 460.2 |
| Other non-current assets | 47.2 | 73.5 |
| Current Assets |  |  |
| $\quad$ Inventories | 689.7 | 784.3 |
| $\quad$ Trade receivables | 132.5 | 157.6 |
| $\quad$ Cash \& Bank balance | 697.3 | $1,344.6$ |
| Others | 63.1 | 92.4 |
| Total | $3,648.9$ | $3,994.6$ |

Table 1.8: Cash flow highlights (Havells India)

|  | YTD | YTD |
| :--- | ---: | ---: |
| In crores of rupees | Mar 15 | Mar 16 |
| Profit before tax | 646.2 | 914.2 |
| Less: Profit from exceptional items | - | $(202.4)$ |
| Profit before exceptional items | 646.2 | 711.8 |
| Unrealised foreign exchange (gain)/loss(net) | 1.9 | 3.3 |
| $\quad$ Other Adjustments | 63.0 | 45.0 |
| Operating Profit before working capital changes | 711.1 | 760.1 |
|  |  |  |
| Movement in working capital | 4.9 | $(28.3)$ |
| $\quad$ (Increase)/Decrease in trade receivables | $(7.0)$ | $(94.2)$ |
| $\quad$ Increase)/Decrease in inventories | 97.1 | $(10.7)$ |
| $\quad$ Increase/(Decrease) in trade payables |  |  |
| $\quad$ Others | 750.9 | 669.0 |
| Cash generated from/(used) in operations | $(150.5)$ | $(144.6)$ |
| Direct taxes paid(net of refunds) | 600.4 | 524.4 |
| Net cash flow from/(used)in Operating Activities(A) |  |  |
| Cash Flow from Investing Activities | $(164.1)$ | $(176.6)$ |


| Investment in shares of subsidiary companies | (129.3) | (29.1) |
| :---: | :---: | :---: |
| Proceeds from redemption/ sale of equity shares invested in subsidiaries company | - | 933.7 |
| Others | 32.2 | 39.5 |
| Net Cash flow from/(used)in investing Activities (B) | (261.2) | 767.5 |
| Cash Flow from Financing Activities |  |  |
| (Repayment)/Proceeds of borrowing | (115.4) | (43.4) |
| Dividend payout | (146.0) | (451.0) |
| Interest expenses | (17.1) | (6.1) |
| Others | 9.9 | 4.0 |
| Net cash flow from/(used)in Financing Activities(C) | (268.6) | (496.5) |
| Net increase/decrease in cash \& cash equivalents (A+B+C) | 70.6 | 795.4 |
| Opening Cash(Including fixed deposit in banks) | 626.1 | 697.3 |
| Investment in Bonds | - | (150.7) |
| Others | 0.6 | 2.6 |
| Closing Cash | 697.3 | 1,344.6 |

Table 1.9: Total Net Debt (Havells India Standalone)

| In crores of rupees | $\begin{array}{r} \hline 31 \text { March } \\ 2015 \end{array}$ | $\begin{array}{r} \hline 31 \text { March } \\ 2016 \end{array}$ | Term Ioan includes External Commercial Borrowing of USD 20 million from HSBC |
| :---: | :---: | :---: | :---: |
| 1. Short Term | - |  | bank (Mauritius) Limited repayable in 12 equal quarterly repayment of USD 16,66,667 |
| 2. Term loan | 83.5 | 44.2 | started from April 2014. |
| Total debt | 83.5 | 44.2 |  |
| Less: Cash | 697.3 | 1,344.6 |  |
| Total Net debt | (613.8) | $(1,300.4)$ |  |

Table 1.10: Financial Ratios (Havells Standalone)

| Financial Ratios Profitability | FY15 | FY16 | Increase in Return on Net Worth ratio is on account of exceptional profit due to stake sale in Sylvania. |
| :---: | :---: | :---: | :---: |
| OPM (\%) \{EBIDTANR\} | 13.3\% | 13.8\% |  |
| PAT \% $\text { \{PATNR\} }$ | 8.9\% | 9.4\% |  |
| ROCE \% \{EBITDA TTM/ Average CE\} | 30.7\% | 31.4\% |  |
| RONW \% [PAT TTM Average NW] | 20.6\% | 28.5\% |  |
| Liquidity Ratio |  |  |  |
| Current Ratio \{CACL\} | 1.2 | 1.9 |  |
| Debtors days \{Debors NR TTM\} | 9 | 10 |  |
| Inventory days \{Inventories NR TTM\} | 47 | 52 |  |
| Creditors days \{TC /COGS TTM\} | 45 | 49 |  |
| Net Working Capital - days | 11 | 13 |  |
| Debt/Total Equity | - | - |  |

## Section 2. Update on International Subsidiaries

During the year, the process of $80 \%$ stake sale for Sylvania was completed. Havells Holdings Limited, Isle of Man, wholly owned subsidiary of the company has retained its stake in subsidiaries based in USA, Brazil, Chile and Thailand. Operations in Chile and USA have been curtailed and inventory provision of Euro 2.6 mn has been provided for.

Performance highlight of Thailand and Brazil for Q4FY16 was stable with positive EBIDTA margins as compared to negative margins during corresponding quarter of last year.

Table 2.1: Financial Highlights- Brazil

| Brazil <br> In millon euro | Q4 <br> FY15 | Q4 <br> FY16 | Growth <br> (\%) |
| :--- | :--- | :--- | :--- |
| Net Revenue | 3.4 | 2.8 | $-18 \%$ |
| EBIDTA | $(0.7)$ | $(0.02)$ |  |
| PBT | $(4.8)$ | 0.6 |  |

Table 2.2: Financial Highlights- Thailand

| Thailand <br> In million euro | Q4 <br> FY15 | Q4 <br> FY16 | Growth <br> (\%) |
| :--- | :--- | :--- | :--- |
| Net Revenue | 2.6 | 2.9 | $11 \%$ |
| EBIDTA | $(0.8)$ | 0.06 |  |
| PBT | $(0.8)$ | 0.08 |  |

Under the consolidated and stand-alone financial statements, exception items includes profit on sale of investments made in Sylvania global as per below:

## Table 2.3: Detail of Exceptional Items

| In crors of rupes | FY16 |
| :--- | ---: |
| Stand-alone profit on sales price above gross investment value in Sylvania <br> global | 202 |
| Recovery of past losses in Sylvania | 555 |
| Restructuring cost incurred | $(33)$ |
| Total exceptional profit in consolidated P\&L | 724 |

## SECTION 3. SHAREHOLDING RELATED INFORMATION

## Table 3.1: Shareholding Pattern

Shareholding Pattern as on 31.3.16


## 3.2: Stock Price Performance

The graph below depicts the Havells stock price performance vis-à-vis NSE during Mar 15- Mar 16.

Movement of Havells Share Price \& NSE


## DISCLOSURE OF INFORMATION, COMMUNICATION WITH INVESTORS / ANALYSTS / FINANCIAL COMMUNITY

Havells will be issuing fresh information Update, like the one you are reading now; on the day it declares its Quarterly/ Half Yearly Financial Results. Some forward looking statements on projections, estimates, expectations, outlook etc. are included in such updates to help investors / analysts get a better comprehension of the Company's prospects and make informed investment decisions. Actual results may, however, differ materially from those stated on account of factors such as changes in government regulations, tax regimes, economic developments within India and the countries within which the Company conducts its business, exchange rate and interest rate movements, impact of competing products and their pricing, product demand and supply constraints. The information contained in such updates is made public and does not therefore constitute unpublished price sensitive information under the SEBI (Prohibition of Insider Trading) Regulations, 1992. For further information / clarification, you may contact Mr. Sushil Singhal, DGM (Investor Relations) at Havells India Limited, QRG Towers, 2D Sector 126, Expressway, Noida UP (India), Tel: +91-120-4771000 Fax no.: +91-120-4772000; E-mail : ir@havells.com.

\begin{tabular}{|c|c|c|c|c|c|c|c|c|}
\hline S.N. \& Particulars \& \multicolumn{3}{|c|}{Standalone} \& \multicolumn{2}{|c|}{Standalone} \& \multicolumn{2}{|c|}{Consolidated} \\
\hline \& \& \multicolumn{3}{|c|}{Quarter Ended} \& \multicolumn{2}{|c|}{Year Ended} \& \multicolumn{2}{|c|}{Year Ended} \\
\hline \& \& 31-Mar-16 \& 31-Dec-15 \& 31-Mar-15 \& 31-Mar-16 \& 31-Mar-15 \& 31-Mar-16 \& 31-Mar-15 \\
\hline \& \& (Audited) \& (Unaudited) \& (Audited) \& \multicolumn{2}{|c|}{(Audited)} \& \multicolumn{2}{|c|}{(Audited)} \\
\hline 1 \& Income from operations \& \multirow[b]{3}{*}{\[
\begin{array}{r}
1463.36 \\
12.08 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
1334.67 \\
9.81 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
1339.69 \\
9.60 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
5395.14 \\
41.74 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
5196.08 \\
42.61 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
7672.20 \\
41.98 \\
\hline
\end{array}
\]} \& \multirow[b]{3}{*}{\[
\begin{array}{r}
8526.42 \\
43.01
\end{array}
\]} \\
\hline \& a) Net Sales/Income from Operations (Net of excise duty) \& \& \& \& \& \& \& \\
\hline \& b) Other Operating Income \& \& \& \& \& \& \& \\
\hline \& Total income from operations (net) \& 1475.44 \& 1344.48 \& 1349.29 \& 5436.88 \& 5238.69 \& 7714.18 \& 8569.43 \\
\hline \multirow[t]{9}{*}{2} \& \begin{tabular}{l}
Expenditure \\
a) Cost of materials consumed \\
b) Purchases of stock-in trade \\
c) Change in inventories of finished goods, work-in-progress and stock-in-trade
\end{tabular} \& \[
\begin{array}{r}
781.96 \\
92.57 \\
(15.75)
\end{array}
\] \& \[
\begin{array}{r}
645.91 \\
120.72 \\
9.86
\end{array}
\] \& \[
\begin{array}{r}
650.63 \\
80.59 \\
95.05
\end{array}
\] \& 2875.42 392.69 (94.64) \& 2784.51 399.20 (5.29) \& \[
\begin{array}{r}
3213.37 \\
1243.07 \\
(73.24)
\end{array}
\] \& \[
\begin{array}{r}
3239.18 \\
1486.23 \\
103.76
\end{array}
\] \\
\hline \& \multirow[t]{6}{*}{\begin{tabular}{l}
d) Employee benefits expense \\
e) Depreciation and amortisation expense \\
f) Foreign Exchange Fluctuation loss/(gain) \\
g) Advertisement and sales promotion \\
h) Other expenses
\end{tabular}} \& 858.78 \& 776.49 \& 826.27 \& 3173.47 \& 3178.42 \& \multicolumn{2}{|l|}{\begin{tabular}{|c|r}
4383.20 \& 4829.17 \\
\hline 8
\end{tabular}} \\
\hline \& \& 101.78 \& 97.44 \& 80.26 \& 376.27 \& \multirow[t]{2}{*}{312.72
87.51} \& \multicolumn{2}{|l|}{\multirow[t]{2}{*}{\begin{tabular}{|r|r|}
\hline 859.48 \& 1187.50 \\
126.67 \& 138.66
\end{tabular}}} \\
\hline \& \& 23.72 \& 23.19 \& 21.29 \& \multirow[t]{2}{*}{\[
\begin{array}{r}
92.22 \\
1.38
\end{array}
\]} \& \& \& \\
\hline \& \& (0.56) \& (1.65) \& (1.70) \& \& \multirow[t]{3}{*}{\(\begin{array}{r}(7.95) \\ 154.99 \\ 893.44 \\ \hline\end{array}\)} \& \[
\begin{array}{r}
126.67 \\
38.84
\end{array}
\] \& \multirow[t]{2}{*}{\[
\begin{array}{r}
44.16 \\
259.26
\end{array}
\]} \\
\hline \& \& 38.75 \& 56.14 \& 28.44 \& \multirow[t]{2}{*}{\[
\begin{aligned}
\& 178.83 \\
\& 959.05
\end{aligned}
\]} \& \& \multirow[t]{2}{*}{\[
\begin{array}{r}
245.02 \\
1387.43
\end{array}
\]} \& \\
\hline \& \& 256.55 \& 232.94 \& 234.68 \& \& \& \& 1528.21 \\
\hline \& (B) Total other cost (d to h) \& 420.24 \& 408.06 \& 362.97 \& 1607.75 \& 1440.71 \& \multicolumn{2}{|l|}{2657.44 3157.79} \\
\hline \& \multirow[t]{2}{*}{\begin{tabular}{l}
Total expenses (A+B) \\
Profit from operations before other Income, finance costs and exceptional Items (1-2)
\end{tabular}} \& 1279.02 \& 1184.55 \& 1189.24 \& 4781.22 \& 4619.13 \& 7040.64 \& 7986.96 \\
\hline 3 \& \& 196.42 \& 159.93 \& 160.05 \& 655.66 \& 619.56 \& 673.54 \& 582.47 \\
\hline 4 \& \& 29.13 \& 13.20 \& 12.42 \& 68.74 \& 44.26 \& 86.25 \& 50.46 \\
\hline 5 \& Profit from ordinary activities before finance costs and
exceptional items ( \(3+4\) ) \& 225.55 \& 173.13 \& 172.47 \& 724.40 \& 663.82 \& 759.79 \& 632.93 \\
\hline 6 \& \multirow[t]{2}{*}{\begin{tabular}{l}
Finance Costs \\
Profit from ordinary activities after finance costs but before exceptional items (5-6)
\end{tabular}} \& 4.77 \& 1.90 \& 1.20 \& 12.60 \& 17.57 \& \& 44.94 \(\quad 63.96\) \\
\hline 7 \& \& 220.78 \& 171.23 \& 171.27 \& 711.80 \& 646.25 \& 714.85 \& 568.97 \\
\hline 8 \& Exceptional items \& 202.39 \& - \& - \& 202.39 \& - \& \multicolumn{2}{|l|}{724.02 -} \\
\hline 9 \& Profit from ordinary Activities before tax (7+8) \& 423.17 \& 171.23 \& 171.27 \& 914.19 \& 646.25 \& \multicolumn{2}{|l|}{1438.87 - 568.97} \\
\hline 10 \& Tax expenses \& 56.68 \& 50.46 \& 49.42 \& 198.84 \& 181.31 \& 229.96 \& 183.55 \\
\hline 11 \& Net Profit from ordinary activities after tax (9-10) \& 366.49 \& 120.77 \& 121.85 \& 715.35 \& 464.94 \& \multicolumn{2}{|l|}{\begin{tabular}{|l|r}
1208.91 \& 385.42 \\
\hline
\end{tabular}} \\
\hline 12 \& Extraordinary Items (net of tax expenses) \& - \& - \& - \& - \& - \& - \& - \\
\hline 13 \& Net Profit for the period (11+12) \& 366.49 \& 120.77 \& 121.85 \& 715.35 \& 464.94 \& \multicolumn{2}{|l|}{1208.91 \(\quad 385.42\)} \\
\hline 14 \& Minority interest \& - \& - \& - \& - \& - \& \multicolumn{2}{|r|}{0.13 \(\quad 0.00\)} \\
\hline 15 \& Net Profit after taxes and minority interest (13-14) \& \multirow[t]{2}{*}{366.49
62.46} \& 120.77 \& 121.85 \& 715.35 \& 464.94 \& \multicolumn{2}{|l|}{\begin{tabular}{l|r|}
1208.78 \& 385.42 \\
\hline
\end{tabular}} \\
\hline 16 \& Paid up Equity Share Capital (Face value of Re.1/- each) \& \& 62.46 \& 62.44 \& 62.46 \& 62.44 \& 62.46 \& 62.44 \\
\hline 17 \& Reserves excluding revaluation reserves as per balance sheet of previous year \& \& \& \& 2,581.72 \& 2,313.35 \& 2,495.44 \& 1,755.74 \\
\hline 18 \& \multirow[t]{5}{*}{\begin{tabular}{l}
Earnings per share (EPS) before extraordinary items ( of Re. 1/-each) (not annualised) : \\
a) Basic (Rs.) \\
b) Diluted (Rs.) \\
Earnings per share (EPS) after extraordinary items ( of Re.1/-each) (not annualised) : \\
a) Basic (Rs.) \\
b) Diluted (Rs.)
\end{tabular}} \& \multirow[b]{5}{*}{5.87
5.87

5.87
5.87} \& \multirow[b]{5}{*}{1.94
1.94

1.94
1.94} \& \multirow[b]{5}{*}{1.95
1.95

1.95
1.95} \& \multirow[b]{5}{*}{11.45
11.45

11.45
11.45} \& \multirow[b]{5}{*}{7.45
7.45

7.45
7.45} \& \multirow[b]{5}{*}{19.36
19.36

19.36

19.36} \& \multirow[t]{5}{*}{$$
\begin{aligned}
& 6.17 \\
& 6.17 \\
& \\
& 6.17 \\
& 6.17
\end{aligned}
$$} <br>

\hline \& \& \& \& \& \& \& \& <br>
\hline \& \& \& \& \& \& \& \& <br>
\hline \& \& \& \& \& \& \& \& <br>
\hline \& \& \& \& \& \& \& \& <br>
\hline
\end{tabular}

1. The Board of Directors has recommended a dividend of Rs. 3/- per equity share of Re.1/- each for the year ended March 31, 2016. The payment of dividend is subject to the approval of the shareholders in the Annual General Meeting of the Company.
2. The figures for the quarter ended March 31, 2016 and for the corresponding quarter ended March 31, 2015 are the balancing figures in respect of standalone financial results between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year ending on March.
3. During the year, the Company has entered into a share subscription cum purchase agreement dated April 21, 2015 to acquire $51 \%$ stake in 'Promptec Renewable Energy Solutions Private Limited' for a consideration of Rs.29.12 crores.
4. The Board of Directors of the Company in their meeting held on December 10, 2015 has approved divestment plan upto $100 \%$ in its subsidiaries/ step down subsidiaries, which is approved by the shareholders of the Company through postal ballot on January 18, 2016, consequently following events happened:
(a) The Company's wholly owned subsidiary 'Havells Holdings Limited' completed sale of shares with respect to $80 \%$ of its stake in 'Havells Malta Limited' (excluding its subsidiaries based in United States, Brazil, Chile and Thailand) to INESA UK Limited, an affiliate of Shanghai Feilo Acoustics Co. Limited, a China based listed company at an agreed consideration of 138.40 million Euro (equivalent to Rs. 1011.05 crores) subject to terms and conditions of shareholders' agreement.
(b) The Company has completed sale of shares with respect to $80 \%$ of its stake in its another wholly owned subsidiary 'Havells Exim Limited' to Shanghai Feilo Investment Co. Ltd, an affiliate of Shanghai Feilo Acoustics Co. Limited, a China based listed company at an agreed consideration of 10.40 million Euro (equivalent to Rs. 75.89 crores) subject to terms and conditions of shareholders' agreement.
(c) Further, Havells Holdings Limited, the wholly owned subsidiary of the Company, has in its meeting of Board of Directors held on 15th January 2016 and 26th March 2016, approved redemption of $90,293,332$ ordinary shares of GBP 1 each and $2,772,167$ ordinary shares of GBP 1 each respectively at a price of EURO 1.2626 per equity share based on the fair value of Pursuant to the aforesaid redemption, the Company has received a sum of Rs. 858.37 crores (Euro 117.50 million) against redemption of $9,30,65,499$ shares of Havells Holdings Limited as aforesaid.
(d) The profit on Divestment in Stake as stated above has been disclosed as exceptional items in the financial statement.

| Standalone | Consolidated |
| ---: | ---: |
| i) On account of Profit on the disposal of stake in Havells Malta Limited | 702.65 |
| ii) On account of Profit on the disposal of stake in Havells Exim Limited | 55.07 |
| iii) Restructuring cost incurred | 75.81 |

5. The consolidated financial results have been prepared in accordance with Accounting Standard-21 on "Consolidated Financial Statements", Accounting Standard -23 on "Accounting for Investments in Associates in Consolidated Financial Statements" and Accounting Standard-27 on "Financial Reporting of interest in Joint Ventures" and includes Company's subsidiaries and joint venture.
6. Tax expense includes current tax, deferred tax and is net of MAT credit, if any.
7. Figures for the previous periods have been regrouped and reclassified to conform to the classification of the current period, wherever considered necessary.
8. The figures have been rounded off to the nearest crore of rupees upto two decimal places. The figure 0.00 wherever stated represents value less than Rs.50,000/-.
9. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 11, 2016.

10 With respect to the earlier communication sent to the Stock Exchanges on 4th January, 2013, QRG Enterprises Limited, one of the promoter companies, has vide an Assignment Agreement dated 9th Mav, 2016, completed the assianment of the brand "HAVELLS" for electrical products, to the Company effective 1st April, 2016.


