

Consolidated Limited Review Report

To
The Board of Directors of
JHS Svendgaard Laboratories Limited

We have reviewed the accompanying statement of unaudited Consolidated Financial Results (the Statement) of **JHS Svendgaard Laboratories Limited** ("the Company") and its subsidiaries (collectively referred to as 'the Group') for the quarter ended 30th June, 2017 being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016. 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 Engagement (SRE) 2410, "Review of Interim Financial Information Performed by 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of the 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.

In respect of unaudited quarterly consolidated financial results, we did not review the interim financial results of two subsidiaries, included in the Statement, whose interim financial results reflect [total revenues (after eliminating intra-group transactions) of Nil and Nil for the quarter ended June 30, 2017, respectively, net loss after tax and prior period items (after eliminating intra-group transactions) of Rs.0.34 lakh and Rs.0.08 lakhs for the quarter June 30, 2017 respectively. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us and our report in respect thereof is based solely on the review reports of such other auditors.

Basis for Qualified Opinion

Referencing to the note no. 7 to the consolidated financial results, the Company has recognised an net income of Rs. 2,727.21 Lakhs on account of compensation received on settlement with its customers in current year instead of in previous financial year which constitutes a departure from the Indian Accounting Standards (Ind AS) prescribed in section 133 of the Companies Act, 2013. Had the management recognised the said, exceptional income in previous year then current quarter profits would have been decreased by Rs. 2727.21 Lakhs.

Without modifying our opinion attention is drawn to the fact that the figures for the corresponding quarter ended 30th June, 2016 including the reconciliation of profit under Ind AS of the corresponding quarter ended June 30, 2016 with profit reported under previous GAAP, as reported in these financial results have been approved by the Company's Board of Directors but have not been subjected to review by us.



Based on our review conducted as above, nothing has come to our attention *except* as referred in Basis for Qualified Opinion paragraph that causes us to believe that the accompanying statement of unaudited Consolidated Financial Results prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognized 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 , read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S. N. Dhawan & Co LLP

(Formerly S. N. Dhawan & Co.)

Chartered Accountants

Firm Registration No.: 000050N/N500045



Place: New Delhi

Date: August 29, 2017

CIN:124230HP2004PLC027558
(Rs. In Lakhs)

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2017

S.No.	Particulars	Quarter	Quarter
		Ended 30th June 2017	Ended 30th June 2016
1	Income from operations		
	(a) Revenue from operations	2,975.29	2,390.61
	(b) Other income	74.42	13.56
	Total income	3,049.71	2,404.17
2	Expenses		
	(a) Cost of materials consumed	1,718.44	1,498.10
	(b) Purchase of stock-in-trade	-	33.30
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	175.18	121.65
	(d) Excise Duty	235.03	-
	(e) Employee benefits expense	192.44	215.93
	(f) Finance Cost	14.43	11.17
	(g) Depreciation and amortisation expense	166.23	157.22
	(h) Other expenses	519.15	336.26
	Total expenses	3,020.90	2,373.63
3	Profit / (Loss) before exceptional items and tax (1-2)	28.81	30.54
4	Exceptional items (Refer Note: 7)	2,727.21	-
5	Profit / (Loss) before tax (3+4)	2,756.02	30.54
6	Tax expense/(income)		
	Current Tax	1.74	-
	Deferred Tax	852.63	-
7	Net Profit / (Loss) for the period (5-6)	1,901.65	30.54
8	Other comprehensive income		
	(a) -Items that will not be reclassified to profit or loss	1.35	1.10
	-Income tax relating to items that will not be reclassified to profit or loss	(0.42)	-
(b)	-Items that will be reclassified to profit or loss	-	-
	-Income tax relating to items that will be reclassified to profit or loss	-	-
9	Total comprehensive income for the period	1,902.58	31.64
10	Paid-up equity share capital (Face value per share Rs. 10/-)	4,456.05	3,821.50
11	Earnings/(Loss) per share (of Rs. 10 each) (not annualised)		
	(a) Basic (Rs.)	3.71	0.08
	(b) Diluted (Rs.)	2.80	0.08



Notes:

- 1 (a) Pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has opted to publish only the consolidated financial results. Investors can view the standalone results of the Company on the Company's web site www.svendgaard.com or on the website of BSE (www.bseindia.com) or NSE (www.nseindia.com).

Information of standalone unaudited financial results is as under:

Particulars	Quarter Ended 30th June 2017	Quarter Ended 30th June 2016
	Unaudited	Unaudited
Income from operation	2,975.29	2,390.61
Profit/(loss) before tax	2,756.45	30.80
Net Profit for the year	1,902.08	30.80
Other Comprehensive Income (Net)	0.93	1.10
Total Comprehensive Income	1,903.01	31.90

- 1(b) The consolidated financials results of the Company include financials of two subsidiaries namely JHS Svendgaard Brands Limited (formerly known as JHS Svendgaard Dental Care Limited) & JHS Svendgaard Mechanical and Warehouse Private Limited.
- 2 The above consolidated financial Results are in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors in their meeting held on August 29, 2017.
- 3 Pursuant to approval of shareholders by way of special resolution in accordance with section 42 & 62 of the Companies Act, 2013 and Rules made thereunder and as per SEBI (ICDR) Regulations, 2009 the Company has completed preferential allotment of 34,944,748 fully convertible warrants of Rs.10 each at an issue price of Rs.11 per warrant into the equal number of fully paid up equity shares after receiving full issue price at the rate of Rs.11 per warrant from the respective allottees.
- 4 The Group has adopted Indian Accounting Standards ('Ind AS') from 1st April, 2017 (transition date being April 01, 2016) and accordingly, these financial results have been prepared in accordance Companies (Indian Accounting Standard) Rules 2015 as prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 5 The Ind AS financial results and financial information for the quarter ended June 30, 2016 have not been subjected to any limited review or audit. However the management has exercised necessary due diligence to ensure that the financial results provide a true & fair view of the results in Accordance with Ind AS.
- 6 In line with the provisions of Ind AS 108 - Operating Segments and on the basis the review of operations being done by the senior management, the operations of the Company fall under Manufacturing of Oral Care products, which is considered to be the only reportable segment by the management.
- 7 The Auditors had qualified their audit report on the consolidated financial statements of the Company for the year ended March 31, 2017 in respect of the following matter :-
 The Company has not recognised an income amounting to Rs. 2,750,00 Lakhs on account of compensation agreed and received subsequent to the year-end in terms of settlement agreement with its customers dated March 28, 2017 in the financial statements for the year ended March 31, 2017, which constitutes a departure from the Accounting Standards prescribed in section 133 of the Companies Act, 2013



Management Response

The amounts received from P&G on account of settlement should be considered and accounted for as income only in 2017-18 as The Arbitral Tribunal has given its Final Award on 03.04.2017 and two SLP's from the Supreme Court were withdrawn on 06.04.2017 & 12.04.2017. The applicable TDS on the respective settlement amounts have been deducted and deposited during the FY 2017-18 only. One of the conditions in the settlement agreement is pending. Though, it is not a condition precedent to the payment of the settlement amount, however is the term of the agreement and thus unless not concluded, the Settlement Agreement can't be termed as completed, as the material conditions precedent were dependent on the authorities which were not within the control of the company. Thus, it was inappropriate in view of the management, to recognize this in FY 2016-17. Accordingly, net compensation of the settlement amounting to Rs. 2727.21 Lakhs has been accounted during the quarter and as shown under exceptional items.

8 Reconciliation of Net Profit after tax as previously reported under Indian GAAP and as per Ind AS for the quarter ended 30th June, 2016

Profit after tax as reported under previous IGAAP	30.78
Adjustments on account of:-	
Measurement of financial liabilities at amortised cost	(1.93)
Adjustment for recording actuarial (gains)/losses in OCI	(1.10)
Transaction costs on issue of equity accounted for as a deduction from equity	2.79
Profit after tax as reported under Ind AS	30.54
Other comprehensive income	1.10
Total comprehensive income as reported under Ind AS	31.64

9 Figures for the previous year/ period have been regrouped and reclassified to conform with current year/ period presentation, where ever applicable.

Place : Kala-Amb
 Date : August 29, 2017



By Order of the Board
 Nikhil Nanda
 Managing Director
 DIN : 00051501