



To.
BSE Limited
Phiroze Jeejeebhot Towers,
Dalal Street, Mumbai-400001

Date:- 28th May, 2016

Scrip ID/Code: KDML/539788

Sub:- Audited Financial Result for the half year and year ended on 31st March, 2016

This is to inform you that the herewith enclosed audited financial result for half year and year ended on 31st March, 2016 approved by the Board of Directors in their meeting held on 28th May, 2016 forwarded by audit committee.

The Board Meeting was started at 4:00 P.M and concluded at 5:00 P.M

Kindly take on record

Thanking you

For Khemani Distributors & Marketing Limited

A handwritten signature in black ink, appearing to be 'Amit Khemani', written over a faint circular stamp.

Amit Khemani
(Whole Time Director)

Khemani Distributors & Marketing Limited

Registered Office: Survey no. 187, Plot no. 1 to 4, Opposite Saiffee Complex, Near Baroda Rayon Corporation (BRC), Udhana, Bhestan, Surat-394210
Telephone & Fax: 0261-2905031, Email: investors@khemanigroup.net; Website: www.khemanigroup.net CIN: U74300GJ2011PLC063520

C.P. JARIA & CO.

CHARTERED ACCOUNTANTS

M-28, SUPER TEX TOWER,
OPP. KINNARY CINEMA,
RING ROAD, SURAT-395002.
PH: 2343289, 2343288
Email:cpjaria@gmail.com

Auditor's Report On Half Yearly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
Board of Directors
Khemani Distributors & Marketing Ltd

We have audited the quarterly financial results of Khemani Distributors & Marketing Ltd (Name of the company) for the half year ended 31.03.16 (date of the half year end) and the year to date results for the period 01.04.15 to 31.03.16, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These half yearly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued there under; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these half yearly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net loss and other financial information for the half year ended 31.03.16 (date of the half year end) as well as the year to date results for the period from 01.04.15 to 31.03.16.

FOR C.P.Jaria & Co
Chartered Accountants


(C.P.Jaria)
M.No.030817
FRN 104058W
PLACE : Mumbai.
DATE : 28/05/16



KHEMANI DISTRIBUTORS & MARKETING LTD

CIN No: U74300GJ2011PLC063520

Survey No.187,Plot No. 1 to 4, Opposite Saiffee Complex,

Near Baroda Rayon Corporation (BRC), Udhana, Bhestan, Surat-394 210.

Tel No.: 0261-2905031; Fax No.: 0261-2905031;

Email ID:investors@khemanigroup.net

Website: www.khemanigroup.net

The Secretary
The Bombay Stock Exchange
Mumbai

This is to inform you that the Board of Directors in their meeting held on 28.05.16 has approved the audited financial results for the half year and year ended 31.03.16

| PART I | | | | | (Rs. in Lakhs) |
|--|--|--|--|--|-------------------------------------|
| Statement of STAND ALONE Audited Results for the Half year and Year Ended 31 / 03 / 2016 | | | | | |
| | Particulars | Half Year ended on (dd/mm/yyyy) 31.03.2016 | Half Year ended on (dd/mm/yyyy) 30.09.2015 | Year to date figures for the previous year ended (31/03/2016) | Previous year ended (31/03/2015) |
| | (Refer Notes Below) | (Audited) | (Unaudited) | (Audited) | (Audited) |
| 1 | Income from operations | | | | |
| | (a) Net sales/income from operations (Net of excise duty) | 3987.90 | 3492.56 | 7480.46 | 6667.51 |
| | (b) Other operating income | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total income from operations (net) | 3987.90 | 3492.56 | 7480.46 | 6667.51 |
| 2 | Expenses | | | | |
| | (a) Cost of materials consumed | 0.00 | 0.00 | 0.00 | 0.00 |
| | (b) Purchases of stock-in-trade | 3764.75 | 3295.13 | 7059.88 | 5806.51 |
| | (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | -3.06 | -39.39 | -42.45 | -114.43 |
| | (d) Employee benefits expense | 73.90 | 54.45 | 128.35 | 132.32 |
| | (e) Depreciation and amortisation expense | 9.36 | 0.00 | 9.36 | 8.14 |
| | (f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately) | 127.55 | 46.22 | 173.77 | 118.74 |
| | Total expenses | 3972.50 | 3356.41 | 7328.91 | 5951.28 |
| 3 | Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2) | 15.40 | 136.15 | 151.55 | 716.23 |
| 4 | Other Income | 24.86 | 39.71 | 64.57 | 214.56 |
| 5 | Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4) | 40.26 | 175.86 | 216.12 | 930.79 |
| 6 | Finance costs | 110.23 | 110.10 | 220.33 | 187.73 |
| 7 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6) | -69.97 | 65.76 | -4.21 | 743.06 |
| 8 | Exceptional Items | 0.00 | 0.00 | 0.00 | 0.00 |
| 9 | Profit / (Loss) from ordinary activities before tax (7 ± 8) | -69.97 | 65.76 | -4.21 | 743.06 |
| 10 | Tax Expense | -11.22 | 0.00 | -11.22 | 8.73 |
| 11 | Net Profit / (Loss) from ordinary activities after tax (9 ± 10) | -58.75 | 65.76 | 7.01 | 734.33 |
| 12 | Extraordinary items (net of tax expense Rs. __ Lakhs) | 0.00 | 0.00 | 0.00 | 0.00 |
| 13 | Net Profit / (Loss) for the period (11 ± 12) | -58.75 | 65.76 | 7.01 | 734.33 |



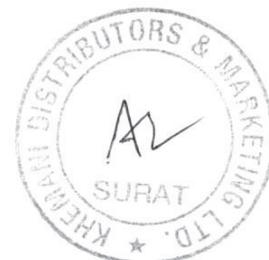
| PART I | | | | | (Rs. In Lakhs) | |
|--|--|--|--|--|-------------------------------------|--|
| Statement of STAND ALONE Audited Results for the Half year and Year Ended 31 / 03 / 2016 | | | | | | |
| | Particulars | Half Year ended on (dd/mm/yyyy) 31.03.2016 | Half Year ended on (dd/mm/yyyy) 30.09.2015 | Year to date figures for the previous year ended (31/03/2016) | Previous year ended (31/03/2015) | |
| | (Refer Notes Below) | (Audited) | (Unaudited) | (Audited) | (Audited) | |
| 14 | Share of Profit / (loss) of associates* | 0.00 | 0.00 | 0.00 | 0.00 | |
| 15 | Minority Interest * | 0.00 | 0.00 | 0.00 | 0.00 | |
| 16 | Net Profit / (Loss) after taxes, Minority interest and share of profit / (loss) of associates (13 ± 14 ± 15) * | -58.75 | 65.76 | 7.01 | 734.33 | |
| 17 | Paid-up equity share capital (Face Value of the share shall be indicated) | 574.35 10/- | 1.97 1/- | 574.35 10/- | 1.97 1/- | |
| 18 | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | 213.78 | 932.87 | 213.78 | 932.87 | |
| 19.i | Earning per share (before extraordinary items) (of Rs.10/-each) (not annualised)(PY 1/-) | | | | | |
| | (a) Basic | 0 | 0 | 0.17 | 17.65 | |
| | (b) Diluted | 0 | 0 | 0.17 | 17.65 | |
| 19.ii | Earning per share (after extraordinary items) (of Rs._10/-each) (not annualised)(PY 1/-) | | | | | |
| | (a) Basic | 0 | 0 | 0.17 | 17.65 | |
| | (b) Diluted | 0 | 0 | 0.17 | 17.65 | |
| See accompanying note to the financial results | | | | | | |
| PART II | | | | | | |
| A | PARTICULARS OF SHAREHOLDING | | | | | |
| 1 | Public shareholding | | | | | |
| | - Number of shares | 1,584,000 | - | 1,584,000 | 100,000 | |
| | - Percentage of shareholding | 27.58% | 0.00% | 27.58% | 33.89% | |
| 2 | Promoter and Promoter Group Shareholding ** | | | | | |
| | a) Pledged / Encumbered | | | | | |
| | - Number of shares | Nil | Nil | Nil | Nil | |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | | | | | |
| | - Percentage of shares (as a % of the total share capital of the company) | | | | | |
| | b) Non - encumbered | | | | | |
| | - Number of shares | 4,159,500 | 295,000 | 4,159,500 | 195,000 | |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 100% | 100% | 100% | 100% | |
| | - Percentage of shares (as a % of the total share capital of the company) | 72.42% | 100% | 72.42% | 66.11% | |

- The above results were reviewed by the Audit Committee and have been taken on record by the Board of Directors of the Company at their meeting held on May 28, 2016.
- The Standalone Financial Results for the year ended March 31, 2016 were audited by the Statutory Auditors of the Company.
- Segment reporting is enclosed as per Accounting Standard - 17.
- The figures for the Half yearly ended March, 31 2016 are balancing figures between the Audited figures in respect of the full financial year 2015-16 and the published year to date figures upto september 30, 2015.
- Previous year figures have been regrouped or reclassified wherever necessary
- The statement of usage of money raised by initial public offer upto the sate of approval of financial statemnt is enclosed.
- The statement of Assets & Liabilities is provided separately.

For Khemani Distributors & Marketing Ltd

Place: Mumbai
Date: 28.05.16

Amit Khemani
Director/CFO
DIN: 02227413



Clause 41 of the Listing Agreement For Companies (Other than Banks)

| Standalone Statement of Assets and Liabilities | | As at Year end (31/03/2016) | As at (previous year end) (31/03/2015) |
|--|--|-----------------------------------|--|
| Particulars | | | |
| A | EQUITY AND LIABILITIES | | |
| 1 | Shareholders' funds | | |
| | (a) Share capital | 57435000 | 197500 |
| | (b) Reserves and surplus | 213781109 | 93287187 |
| | (c) Money received against share warrants | 0 | 0 |
| | Sub-total - Shareholders' funds | 271216109 | 93484687 |
| 2 | Share application money pending allotment | | |
| 3 | Minority interest * | 0 | 0 |
| 4 | Non-current liabilities | | |
| | (a) Long-term borrowings | 86656832 | 110112431 |
| | (b) Deferred tax liabilities (net) | 0 | 0 |
| | (c) Other long-term liabilities | 0 | 0 |
| | (d) Long-term provisions | 0 | 0 |
| | Sub-total - Non-current liabilities | 86656832 | 110112431 |
| 5 | Current liabilities | | |
| | (a) Short-term borrowings | 27586564 | 198000 |
| | (b) Trade Payables | 17844697 | 11377208 |
| | (c) Other current liabilities | 0 | 0 |
| | (d) Short-term provisions | 2832457 | 3433086 |
| | Sub-total - current liabilities | 48263718 | 15008294 |
| | TOTAL - EQUITY AND LIABILITIES | 406136659 | 218605412 |
| B | ASSETS | | |
| 1 | Non-current assets | | |
| | (a) Fixed assets | 1977637 | 2245507 |
| | (b) Goodwill on consolidation * | 0 | 0 |
| | (c) Non-current investments | 115795938 | 80840198 |
| | (d) Deferred tax assets (net) | 1415310 | 293282 |
| | (e) Long-term loans and advances | 6239500 | 2170000 |
| | (f) Other non-current asstes | 0 | 6000 |
| | Sub-total - Non-current Assets | 125428385 | 85554987 |
| 2 | Current assets | | |
| | (a) Current Investments | 0 | 0 |
| | (b) Inventories | 145399061 | 89972441 |
| | (c) Trade receivables | 30866960 | 14269621 |
| | (d) Cash and cash equivalents | 32329189 | 25126544 |
| | (e) Short-term loans and advances | 0 | 0 |
| | (f) Other current asstes | 72113064 | 3681819 |
| | Sub-total - Current Assets | 280708274 | 133050425 |
| | TOTAL - ASSETS | 406136659 | 218605412 |

* Applicable in the case of consolidated statement of assets and liabilities.



KHEMANI DISTRIBUTORS & MARKETING LTD

CIN No: U74300GJ2011PLC063520

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Tel No.: 0261-2905031; Fax No.: 0261-2905031;

Email ID-investors@khemanigroup.net

Website: www.khemanigroup.net

| Particulars | Amt in Lacs | | | |
|--|--|--|--|-------------------------------------|
| | Half Year ended on (dd/mm/yyyy) 31.03.2016 | Half Year ended on (dd/mm/yyyy) 30.09.2015 | Year to date figures for the previous year ended (31/03/2016) | Previous year ended (31/03/2015) |
| | (Audited) | (Unaudited) | (Audited) | (Audited) |
| 1 Segment Revenue | | | | |
| (a) Segment - A | 3941.16 | 3443.47 | 7384.63 | 5963.76 |
| (b) Segment - B | 46.74 | 49.09 | 95.83 | 703.75 |
| (c) Unallocated | | | | 0 |
| Total | 3987.9 | 3492.56 | 7480.46 | 6667.51 |
| Less : Inter Segment Revenue | | | | 0 |
| Net Income from operations | | | | |
| 2 Segment Results - before tax and interest | | | | |
| (a) Segment - A | 43.84 | 37.42 | 81.26 | 45.79 |
| (b) Segment - B | 47.23 | 87.25 | 134.48 | 884.19 |
| (c) Unallocated | | | | |
| Total | 91.07 | 124.67 | 215.74 | 929.98 |
| Less : | | | | |
| i. Interest | 161.04 | 58.91 | 219.95 | 186.92 |
| ii. Other Unallocated Expenditure written off | | | | 0 |
| Total Profit before tax | -69.97 | 65.76 | -4.21 | 743.06 |
| 3 Capital Employed (Segment Assets - Segment Liabilities) | | | | |
| (a) Segment - A | 511.65 | 1041.59 | 511.65 | 284.09 |
| (b) Segment - B | 2200.51 | -40.99 | 2200.51 | 650.75 |
| (c) Unallocated | | | | |
| Total | 2712.16 | 1000.6 | 2712.16 | 934.84 |

Segment-A: FMCG

Segment-B : Securities

Place Mumbai
Date: 28.05.16

For Khemani Distributors & Marketing Ltd


Amit Khemani
Director/CFO
DIN: 02227413



FORM A
(For Audit Report with unmodified opinion)
Pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015

| | | |
|----|---|---|
| 1. | Name of the Company | Khemani Distributors & Marketing Ltd |
| 2. | Annual Financial Statements for the year ended | 31 st March 2016 |
| 3. | Type of Audit observation | Unmodified |
| 4. | Frequency of Observation | Not Applicable |
| 5. | To be Signed by- <ul style="list-style-type: none"> • CEO/Managing Director • CFO • Auditor of the Company | <p style="text-align: center;"><i>V. Khemani</i> Mr. Vijay Kumar M. Khemani</p> <p style="text-align: center;"><i>A.V.</i> Mr. Amitkumar V. Khemani</p> <p>Audit Report dated 28th May 2016 On the financial statements of the Company</p> <p>For C.P. Jaria & Co. Chartered Accountants Firm Reg. No. 104058W</p> <p style="text-align: center;"><i>C.P. Jaria</i></p> <p>C.P. Jaria Partner (Membership No.030817)</p> <p style="text-align: center;"><i>D. Khandelwal</i> Mr. Dhiraj Khandelwal</p> |

