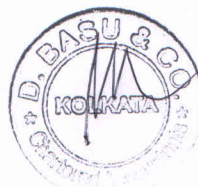


REVIEW REPORT

TO THE BOARD OF DIRECTORS OF ASSAM CARBON PRODUCTS LIMITED

1. We have reviewed the accompanying statement of unaudited financial results (the statement') of Assam Carbon Products Limited ("the Company") for the quarter ended 30th June 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors on 1st August, 2016. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements 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 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.
3. We draw attention to Note 3 to the financial results wherein it is stated that the Company has not established a provision for employee wages and benefits for the lock out period at the Company's Guwahati Factory from 7 December 2010 to 8 March 2012 on the principle of 'No Work No Pay'. The matter is currently pending with the labour commissioner, Guwahati, and hence the impact, if any, in terms of provision of employee wages and employee benefits and its resultant impact on loss for the quarter ended 30th June 2016, reserves and surplus and current liabilities cannot be currently determined.
4. The Company had advanced a sum of Rs 6.53 lacs to one of its directors, which is in contravention of Section 185 of the Companies Act, 2013. The advance is outstanding as at 30th June 2016. The consequential impact, if any, of the non-compliance on loss for the quarter ended 30th June 2016, reserves and surplus and current liabilities cannot be currently ascertained.
5. Based on our review conducted as above and subject to our observations in paragraphs 3 and 4 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 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 including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to Note 4 to the financial results wherein it is stated that the Company has incurred a net profit of Rs 54 lacs during the three months ended 30th June 2016. However, the Company's operational results have improved during the current quarter, as compared to the earlier period. The Board is of the opinion based on the facts and figures as presented by the management, that the company's performance for the financial year 2016-17 will show improved



results. Accordingly, in view of the above, the management considers it appropriate to prepare its financial statements for the quarter ended 30th June 2016 on a going concern basis.

7. Further attention to Note 5 to the financial results is drawn regarding the Contingent Liabilities which are disclosed when there is a possible obligation or a present obligation that may require an outflow of resources. Taking into consideration the recent developments and status, there exists a Contingent Liability at the reporting date in case of (i) Custom duty matter under appeal for one license and similar cases for other three licenses, (ii) Sales-tax matter under appeal, (iii) Transit house matter under appeal and (iv) Industrial Shed matter under negotiation.

for **D.Basu & Company**

Chartered Accountants

Firm's Registration No.: 301111E



[Malay Bhaduri]

Partner

Membership No : 012724

Place: Kolkata

Date: 1st August 2016

ASSAM CARBON PRODUCTS LIMITED

Regd. Office : Birkuchi, Guwahati - 781 026

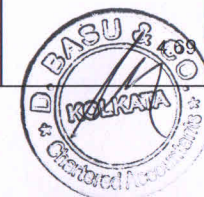
CIN : L23101AS1963PLC001206

Phone : 0361 - 2640262, Fax : 0361 - 2640368, Mail : acplghy@ascarbon.com. Website : www.assamcarbon.in

(Rs. In Lacs)

Statement of Un-audited Financial Results for the quarter ended 30th June,2016

Particulars	Three months ended			Year Ended
	30th June 2016 (Un-Audited)	30th June 2015 (Un-Audited)	31st March 2016 (Audited)* Balancing Figure*	31st March 2016 (Audited)
1. Income from Operations				
a) Net sales / Income from operations (net of excise duty)	839	803	958	3,350
b) Other operating income	6	4	2	14
Total Income from Operations (a) + (b)	845	807	960	3,364
2. Expenditure				
a. Cost of materials consumed	219	209	180	843
b. Purchase of stock-in-trade	3	3	4	20
c. Changes in inventories of finished goods, Work In Progress and stock in trade	1	27	43	59
d. Employee benefit expenses	287	284	288	1,176
e. Depreciation and amortisation expense	31	44	35	165
f. Other expenses	261	315	284	1,117
g. Total	802	882	834	3,380
3. Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	43	(75)	126	(16)
4. Other Income	12	2	4	12
5. Profit/(Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	55	(73)	130	(4)
6. Finance cost	1	1	(1)	1
7. Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	54	(74)	131	(5)
8. Exceptional items	-	-	-	-
9. Profit/(Loss) from ordinary activities before tax (7+8)	54	(74)	131	(5)
10. Tax expense	-	-	-	-
11. Net Profit /(Loss) from Ordinary Activities after tax (9-10)	54	(74)	131	(5)
12. Extraordinary Items (net of tax expenses)	-	-	-	-
13. Net (Loss)/Profit for the period (11-12)	54	(74)	131	(5)
14. Paid-up equity share capital (Face Value of Rs. 10 each)	276	276	276	276
15. Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-
16. (i) Earnings per share of Rs. 10 each (before extraordinary items) :				
(a) Basic and diluted [not annualised]	1.95	(2.68)	4.69	(0.19)
(ii) Earnings per share of Rs. 10 each (after extraordinary items) :				
(a) Basic and diluted [not annualised]	1.95	(2.68)	4.69	(0.19)



REPORTING OF SEGMENTWISE REVENUES, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT

Particulars	Three months ended			Year Ended
	30th June 2016 (Un-Audited)	30th June 2015 (Un-Audited)	31st March 2016 (Audited)* Balancing Figure*	31st March 2016 (Audited)
1 Segment Revenue				
a) Export	26	14	9	64
b) Domestic	819	793	951	3,300
c) Unallocated	12	2	4	12
Total	857	809	964	3,376
Less : Inter Segment Revenue	-	-	-	-
Net Sales / Income from Operations	857	809	964	3,376
2 Segment Results [Profit / (Loss)] before Tax and Interest				
a) Export	12	-	6	4
b) Domestic	54	(45)	209	138
c) Unallocated	-	-	-	-
Total	66	(45)	215	142
Less: Interest	1	1	(1)	1
Less: Unallocable expenditure net of unallocable income	11	28	85	146
Profit / (Loss) before tax	54	(74)	131	(5)
	-	-	-	-
3 Capital Employed (Segment Assets - Segment Liabilities)				
a) Export	287	304	287	287
b) Domestic	331	(749)	(513)	(513)
c) Unallocated	(532)	409	258	258
Total	86	(36)	32	32



WS

(*) Figures for the three months ended 31 March are the balancing figures between audited figures in respect of full financial year and the published year to date figures upto the third quarter of the respective financial years. Also the figures upto the end of the third quarter were only reviewed and not subjected to audit.

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on 1st August 2016.
- 2 Revenue, expenses, assets and liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relate to the enterprise as a whole and are not allocable to particular segments on a reasonable basis have been included under Unallocable expenditure net of unallocable (income).
- 3 The issue of payment of back wages during the period of strike / lock-out at the Company's Guwahati Unit employees effective from 7 December 2010 to 8 March 2012 has been referred to appropriate authorities. However, the Company, on the principle of 'No Work No Pay', has neither ascertained nor made any provision for payment of such wages and other employee benefits for the period of strike and lock out. The labour matter is currently pending with the labour commissioner.
- 4 The Company has incurred a net profit of Rs 54 lacs during the three months ended 30 June 2016. The Company's operational results have improved during the current quarter, as compared to the earlier periods, largely due to the cost savings, operational efficiencies, improved realisation and other measures initiated by the management. The Board is of the opinion based on the facts and figures as presented by the management, that the company's performance during the current financial year will show improved results. In view of the same, the financial results have been prepared on a going concern basis for the current period.
- 5 A provision is created when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may require an outflow of resources. Taking into consideration the recent developments and status, there exists a Contingent Liability at the reporting date in case of (ii) Sales-tax matter under appeal, (iii) Transit house matter under appeal and (iv) Industrial Shed matter under negotiation.
- 6 Mr. Rakesh Himatsingka (Acquirer 1), Mr. Shaurya Veer Himatsingka (Acquirer 2), Mrs. Anita Himatsingka (PAC1) and Ms. Mallika Himatsingka (PAC2) have complied with all the formalities in respect of an Open Offer to the shareholders of the Company for acquisition of 708045 fully paid up equity shares of Rs.10/- each representing 25.69% of the total equity and voting share capital of the Company at a price of Rs.5/- per equity share [Actually acquired 3125 equity shares representing 0.11% of the total equity and voting share capital of the Company] in compliance with the Securities and Exchange Boards of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- 7 The Company have also received disclosures from the above Acquirers on 13th April, 2016 under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 for acquisition of 1,450,000 equity shares through off-market purchase pursuant to Share Purchase agreements dated 12th April, 2016.
- 8 Through an Assignment Agreement dated 25th May 2016 entered between Morgan Group, the Company and Mr. Rakesh Himatsingka, Morgan Group have assigned its receivables from the Company to Mr. Rakesh Himatsingka.
- 9 As stated by Auditors in previous review report : - (i) non- provision for wages and other employee benefits for the lock out period at Guwahati factory, (ii) Non compliance with Section 185 of the Companies Act, 2013. The matter relating to point (i) and (ii) are pending.
- 10 Figures have been regrouped or rearranged wherever necessary.

Kolkata
1st August, 2016

For Assam Carbon Products Limited




K K Bhattacharya
Managing Director