



KEC International Limited

RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400030, India.
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August 02, 2013

National Stock Exchange of India Limited
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400051

Fax # 26598237/38

Dear Sir

Sub: Financial Results for the quarter ended June 30, 2013

In terms of the Listing Agreement, please find enclosed Unaudited Consolidated and Standalone Financial Results of the Company for the quarter ended June 30, 2013 alongwith the limited Review Reports of the Auditors thereon.

You are requested to take the same on record.

Thanking you,

Yours sincerely,
For **KEC International Limited**


Ch. V. Jagannadha Rao
Company Secretary



Encl : As above.

INDEPENDENT AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF KEC INTERNATIONAL LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **KEC INTERNATIONAL LIMITED** ("the Company"), its subsidiaries and jointly controlled entities (the Company, its subsidiaries and jointly controlled entities constitute "the Group") for the Quarter ended 30/06/2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 6 below. 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.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "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 misstatements. A review is limited primarily to inquiries of 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.
3. The Statement includes the results of the following entities:

Subsidiaries

- (i) RPG Transmission Nigeria Limited, Nigeria
- (ii) KEC Global FZ – LLC, Ras UL Khaimah
- (iii) Jay Railway Projects Private Limited
- (iv) KEC Power India Private Limited
- (v) KEC Investment Holdings, Mauritius
- (vi) KEC Global Mauritius, Mauritius
- (vii) KEC Transmission LLC, USA
- (viii) KEC US LLC, USA
- (ix) KEC International Holdings LLC, USA
- (x) KEC Brazil LLC, USA
- (xi) KEC Mexico LLC, USA
- (xii) SAE Towers Holdings, LLC, USA
- (xiii) SAE Towers Brazil Subsidiary Company LLC, USA
- (xiv) SAE Towers Mexico Subsidiary Holding Company LLC, USA
- (xv) SAE Towers Mexico S de RL de CV, Mexico
- (xvi) SAE Towers Brazil Torres de Transmission Ltda, Brazil
- (xvii) SAE Prestadora de Servicios Mexico, S de RL de CV, Mexico

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- (xviii) SAE Towers Ltd, USA
- (xix) SAE Towers Panama Holdings LLC, USA
- (xx) SAE Towers Panama S de RL, Panama
- (xxi) SAE Engenharia E Construcao Ltda, Brazil
- (xxii) KEC International (Malaysia) SDN. BHD, Malaysia

Jointly Controlled Entities

- (i) Al-Sharif Group and KEC Ltd. Company, Saudi Arabia
 - (ii) EJP KEC Joint Venture, South Africa
 - (iii) KEC – ASSB JV, Malaysia
 - (iv) KEC – ASIAKOM – UB JV
 - (v) KEC – ASIAKOM JV
 - (vi) KEC – JEI JV
 - (vii) KEC – DELCO – VARAHA JV
 - (viii) KEC – VARAHA – KHAZANA JV
 - (ix) KEC – VALECHA – DELCO JV
 - (x) KEC – SIDHARTH JV
 - (xi) KEC – TRIVENI – KPIPL JV
 - (xii) KEC – UNIVERSAL JV
 - (xiii) KEC – DELCO – DUSTAN JV
 - (xiv) KEC – ANPR – KPIPL JV
 - (xv) KEC – PLR – KPIPL JV
 - (xvi) KEC – BJCL JV
 - (xvii) KEC – KIEL JV
4. We did not review the interim financial results of 16 subsidiaries and 16 jointly controlled entities included in the consolidated financial results, whose interim financial results reflect total revenues of Rs. 24,451 lacs and total profit after tax of Rs. 419 lacs (net) for the Quarter ended 30/06/2013, as considered in the consolidated financial results. These interim financial results have been reviewed / audited by the other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities, is based solely on the reports of the other auditors.
5. Based on our review conducted as stated above and based on the consideration of the reports of the other auditors referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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6. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter ended 30/06/2013 of the Statement, from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No.117365W)



Saira Nainar
Partner
(Membership No. 040081)

Mumbai, August 2, 2013



KEC International Limited

Regd Office : RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai - 400 030

PART I

Statement of Consolidated Unaudited Financial Results for the Quarter ended 30/06/2013.

(Rs. in lacs)

Particulars	Quarter ended		Year ended	
	30/06/2013 (Unaudited)	31/03/2013 (Unaudited)	30/06/2012 (Unaudited)	31/03/2013 (Audited)
1 Income from operations				
(a) Net sales from operations (Net of excise duty)	171844	210467	133696	685419
(b) Other operating income	2799	4537	2716	12530
Total income from operations (net)	174643	215004	136412	697949
2 Expenses				
(a) Cost of materials consumed	88300	118225	71540	383504
(b) Purchase of stock-in-trade	-	-	-	-
(c) Changes in inventories of finished goods, work-in-progress, scrap and stock-in-trade	(1563)	5210	(6057)	100
(d) Erection & Subcontracting expenses	44649	48910	32096	149402
(e) Employee benefits expense	13135	11775	11484	48287
(f) Depreciation and amortisation expense (net)	1663	1554	1230	5608
(g) Other expenses	21314	21993	17027	78516
Total expenses	167498	207667	127320	665417
3 Profit from operations before other income, finance costs and exceptional items (1-2)	7145	7337	9092	32532
4 Other income	568	497	276	1605
5 Profit from ordinary activities before finance costs and exceptional items (3 + 4)	7713	7834	9368	34137
6 Finance costs	5878	5698	4004	19440
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	1835	2136	5364	14697
8 Exceptional item (VRS Expenditure)	1816	14	-	14
9 Profit from ordinary activities before tax (7-8)	19	2122	5364	14683
10 Tax expense (Current year include Rs. 352 lacs pertaining to an earlier year, Year ended 31/03/2013 - net of write back of provision pertaining to an earlier year Rs. 920 lacs)	903	3515	2048	8179
11 Net Profit/ (Loss) from ordinary activities after tax (9-10)	(884)	(1393)	3316	6504
12 Extraordinary item	-	-	-	-
13 Net Profit / (Loss) for the period (11-12)	(884)	(1393)	3316	6504
14 Share of profit/(loss) of associates	-	-	-	-
15 Minority interest	-	-	-	-
16 Net Profit / (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13-14-15)	(884)	(1393)	3316	6504
17 Paid-up equity share capital (Face Value Rs. each)	5142	5142	5142	5142
18 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	(2/-)	(2/-)	(2/-)	(2/-)
19 Basic and diluted Earnings Per Share (Rs.) - Before and after extraordinary item (Not annualised)	(0.34)	(0.54)	1.29	2.53

See accompanying notes to the consolidated financial results

PART II Select Information for the Quarter ended 30/06/2013

Particulars	Quarter ended		Year ended	
	30/06/2013 (Unaudited)	31/03/2013 (Unaudited)	30/06/2012 (Unaudited)	31/03/2013 (Audited)
A PARTICULARS OF SHAREHOLDING				
1 Public shareholding				
- Number of shares	140,386,674	142,489,156	144,163,134	142,489,156
- Percentage of shareholding	54.61%	55.42%	56.08%	55.42%
2 Promoters 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)	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil
b) Non-encumbered				
- Number of shares	116,701,696	114,599,214	112,925,236	114,599,214
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the Company)	45.39%	44.58%	43.92%	44.58%
Standalone information				(Rs. in lacs)
Net Sales from operations (Net of excise duty)	142805	177634	102663	549043
Profit / (Loss) before tax	(1067)	1088	772	4374
Profit / (Loss) after tax	(945)	(1854)	517	456

Particulars	Quarter ended 30/06/2013
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	4
Received during the quarter	11
Disposed of during the quarter	13
Remaining unresolved at the end of the quarter	2

Notes :

- 1 The above results of the Company and its subsidiaries and Jointly Controlled Entities (the Group) were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 02, 2013.
- 2 The statutory auditors of the Company have conducted a "Limited Review" of the above Consolidated Unaudited Financial Results.
- 3 The execution of the construction works under contracts of the Company with General Electric Company, Libya (a Government of Libya undertaking) is disrupted since February 2011 due to civil/political unrest in that country. The net assets (including fixed assets, trade receivables etc.) as at June 30, 2013 of the Company relating to these contracts aggregate Rs. 6199 lacs. The situation in Libya is returning to normal and the Company is confident of completing these projects.
- 4 The production of Cables at Thane plant has been discontinued from February 11, 2013. The complete range of products manufactured at Thane plant is now being manufactured at new cable plant at Vadodara.
- 5 The Group is primarily engaged in the business of Engineering, Procurement and Construction (EPC). As such there is no separate reportable segment as defined by the Accounting Standard (AS) 17 - "Segment Reporting" notified under the Companies (Accounting Standards) Rules, 2006.
- 6 The equity shares of the Company have been listed and admitted to dealing on the capital market segment of MCX Stock Exchange Limited w.e.f. July 23, 2013.
- 7 The Company has opted to publish only Unaudited Consolidated Financial Results. The Unaudited Standalone Financial Results for the quarter ended June 30, 2013 of the Company will be available on the website of the Company, BSE Limited, National Stock Exchange of India Limited and MCX Stock Exchange Limited.
- 8 Figures for the quarter ended March 31, 2013 are the balancing figures between audited figures in respect of the full financial year ended March 31, 2013 and the year to date figures upto the third quarter of that financial year.
- 9 Previous periods' figures have been regrouped / reclassified wherever necessary.

For KEC INTERNATIONAL LIMITED


R. D. CHANDAK
MANAGING DIRECTOR

Place : Mumbai
Date : August 02, 2013

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INDEPENDENT AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF KEC INTERNATIONAL LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **KEC INTERNATIONAL LIMITED** ("the Company") for the Quarter ended 30/06/2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 4 below. 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.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 '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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above and the limited review reports/audit reports received from the Branch Auditors for Afghanistan, Algeria, Bangladesh, Congo, Egypt, Ethiopia, Georgia, Ghana, Ivory Coast, Kazakhstan, Kenya, Lebanon, Libya, Malaysia, Nepal, Nigeria, Oman, Philippines, South Africa, Sri Lanka, Tunisia, Uganda, and United Arab Emirates Branches, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter ended 30/06/2013 of the Statement, from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No.117365W)



Saira Nainar
Partner
(Membership No. 040081)

Mumbai, August 2, 2013



KEC International Limited

Regd Office : RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai - 400 030

PART I

Statement of Standalone Unaudited Financial Results for the Quarter ended 30/06/2013

(Rs. in lacs)

Particulars	Quarter ended				Year ended
	30/06/2013 (Unaudited)	31/03/2013 (Unaudited)	30/06/2012 (Unaudited)	31/03/2013 (Audited)	
1 Income from operations					
(a) Net sales from operations (Net of excise duty)	142805	177634	102663	549043	
(b) Other operating income	2450	3933	2129	10165	
Total income from operations (net)	145255	181567	104792	559208	
2 Expenses					
(a) Cost of materials consumed	77076	101970	53875	309631	
(b) Purchase of stock-in-trade	-	-	-	-	
(c) Changes in inventories of finished goods, work-in-progress, scrap and stock-in-trade	(3236)	3358	(3354)	(457)	
(d) Erection & subcontracting expenses	40509	43833	29946	135186	
(e) Employee benefits expense	7620	7246	6561	28911	
(f) Depreciation and amortisation expense (net)	1331	1251	920	4305	
(g) Other expenses	17208	18242	13357	62827	
Total expenses	140508	175900	101305	540403	
3 Profit from operations before other income, finance costs and exceptional items (1-2)	4747	5667	3487	18805	
4 Other income (Refer Note 3 below)	1193	432	549	2064	
5 Profit from ordinary activities before finance costs and exceptional items (3 + 4)	5940	6099	4036	20869	
6 Finance costs	5191	4997	3264	16481	
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	749	1102	772	4388	
8 Exceptional item (VRS Expenditure)	1816	14	-	14	
9 Profit / (Loss) from ordinary activities before tax (7-8)	(1067)	1088	772	4374	
10 Tax expense (Current quarter net of provision of Rs. 352 lacs pertaining to an earlier year, Year ended 31/03/2013 - net of write back of provision pertaining to an earlier year Rs. 920 lacs)	(122)	2942	255	3918	
11 Net Profit / (Loss) from ordinary activities after tax (9-10)	(945)	(1854)	517	456	
12 Extraordinary Item	-	-	-	-	
13 Net Profit / (Loss) for the period (11-12)	(945)	(1854)	517	456	
14 Paid up equity share capital (Face Value Rs. each)	5142	5142	5142	5142	
15 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	(2/-)	(2/-)	(2/-)	(2/-)	
16 Basic and diluted Earnings Per Share (Rs.) - Before and after extraordinary item (Not annualised)	(0.37)	(0.72)	0.20	0.18	

See accompanying notes to the financial results

PART II Select Information for the Quarter ended 30/06/2013

Particulars	Quarter ended			Year ended
	30/06/2013 (Unaudited)	31/03/2013 (Unaudited)	30/06/2012 (Unaudited)	31/03/2013 (Audited)
A PARTICULARS OF SHAREHOLDING				
1 Public shareholding				
- Number of shares	140,386,674	142,489,156	144,163,134	142,489,156
- Percentage of shareholding	54.61%	55.42%	56.08%	55.42%
2 Promoters 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)	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil
b) Non-encumbered				
- Number of shares	116,701,696	114,599,214	112,925,236	114,599,214
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the Company)	45.39%	44.58%	43.92%	44.58%
Particulars	Quarter ended 30/06/2013			
B INVESTOR COMPLAINTS				
Pending at the beginning of the quarter	4			
Received during the quarter	11			
Disposed of during the quarter	13			
Remaining unresolved at the end of the quarter	2			

Notes :

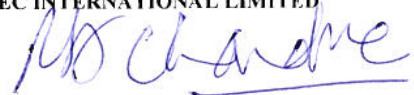
- 1 The above results of the Company were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 02, 2013.
- 2 The statutory auditors of the Company have conducted a "Limited Review" of the above unaudited financial results.

3 Other income includes:

Particulars	Quarter ended			(Rs. in lacs) Year ended
	30/06/2013 (Unaudited)	31/03/2013 (Unaudited)	30/06/2012 (Unaudited)	31/03/2013 (Audited)
Dividend income from subsidiaries	656	-	-	517

- 4 The execution of the construction works under contracts of the Company with General Electric Company, Libya (a Government of Libya undertaking) is disrupted since February, 2011 due to civil/political unrest in that country. The net assets (including fixed assets, trade receivables etc.) as at June 30, 2013 of the Company relating to these contracts aggregate Rs. 6199 lacs. The situation in Libya is returning to normal and the Company is confident of completing these projects.
- 5 The production of Cables at Thane plant has been discontinued from February 11, 2013. The complete range of products manufactured at Thane plant is now being manufactured at new cable plant at Vadodara.
- 6 The Company is primarily engaged in the business of Engineering, Procurement and Construction (EPC). As such there is no separate reportable segment as defined by the Accounting Standard (AS) 17 - "Segment Reporting" notified under the Companies (Accounting Standards) Rules, 2006.
- 7 Figures for the quarter ended March 31, 2013 are the balancing figures between audited figures in respect of the full financial year ended March 31, 2013 and the year to date figures upto the third quarter of that financial year.
- 8 The equity shares of the Company have been listed and admitted to dealing on the capital market segment of MCX Stock Exchange Limited w.e.f. July 23, 2013.
- 9 Previous periods' figures have been regrouped / reclassified wherever necessary.

For KEC INTERNATIONAL LIMITED



R. D. CHANDAK
MANAGING DIRECTOR

Place : Mumbai
Date : August 02, 2013

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