

Dated: 13<sup>th</sup> February, 2019

**Company Code: 10011403**  
**Sub: Outcome of Board Meeting dated 13<sup>th</sup> February, 2019**

The Board meeting of the Company held on Wednesday, the 13<sup>th</sup> day of February, 2019, at 4:45 P.M. inter alia, considered and approved the un-audited Financial Results for the Quarter/ Nine Months ended 31<sup>st</sup> December, 2018.

Further, in compliance with Regulation 8 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("the Regulations"), the Board of Directors of the Company in their meeting held today i.e. 13th February, 2019 had amended the existing Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, amongst other Policies.

The meeting concluded at 5:55 p.m.

A copy of the aforesaid un-audited Financial Results of the Company for the Quarter / Nine Months ended 31<sup>st</sup> December, 2018, along with the Limited Review Report and also a copy of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information are annexed herewith.

You are requested to kindly take the same on record and oblige.

Thanking you,  
Yours truly,

For **ASSAM CARBON PRODUCTS LTD**

Company Secretary & Compliance Officer  
Encl: As mentioned above.

**REVIEW REPORT**

**TO THE BOARD OF DIRECTORS OF ASSAM CARBON PRODUCTS LIMITED**

1. We have reviewed the accompanying statement of un-audited financial results ('the statement') of Assam Carbon Products Limited ('the Company') for the quarter ended 31<sup>st</sup> December, 2018. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors on 13 February, 2019. Our responsibility is to issue a report on these financial statements based on our audit.
2. We conducted our review in accordance with the Standard on Review Engagement (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 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 court, Guwahati, and hence the impact, if any, in terms of provision of employee wages and employee benefits and its resultant impact on profit for the quarter ended 31<sup>st</sup> December 2018, reserves and surplus and current liabilities cannot be currently determined.
4. Based on our review conducted as above and subject to our observations in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) 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.

*for* **D.Basu & Company**  
*Chartered Accountants*  
Firm's Registration No.: 301111E

Place: Kolkata  
Date: 13 February, 2019

**[Ashis Ranjan Maitra]**  
*Partner*  
Membership No : 056520

**ASSAM CARBON PRODUCTS LIMITED**  
**Regd. Office : Birkuchi, Guwahati - 781 026**  
**CIN : L23101AS1963PLC001206**

Phone : 0361-2640262, Fax : 0361-2640368, Mail : [acplghy@ascarbon.com](mailto:acplghy@ascarbon.com). Website : [www.assamcarbon.in](http://www.assamcarbon.in)

(INR in Lacs)

**Statement of Un-audited Financial Results for the quarter ended 31 December 2018**

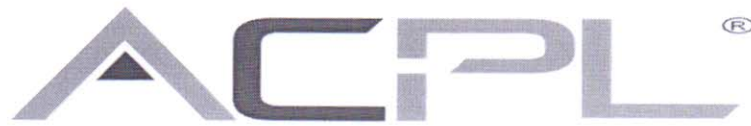
Particulars	Three months ended			Nine months ended		Year Ended 31st March 2018 (Audited)
	31st Dec 2018 (Un-Audited)	31st Dec 2017 (Un-Audited)	30th Sep 2018 (Un-Audited)	31st Dec 2018 (Un-Audited)	31st Dec 2017 (Un-Audited)	
1. Income from Operations						
a) Revenue from Operations	1,194	911	1,304	3,736	2,938	4,393
b) Other Income	28	1	24	75	31	136
Total Income (a) + (b)	<b>1,222</b>	<b>912</b>	<b>1,328</b>	<b>3,811</b>	<b>2,969</b>	<b>4,529</b>
2. Expenditure						
a. Cost of materials consumed	310	275	310	877	733	1,019
b. Purchase of stock-in-trade	1	3	3	6	13	18
c. Changes in inventories of finished goods, WIP & stock in trade	(55)	(182)	(25)	(71)	(274)	(173)
d. Employee benefit expenses	290	290	303	941	871	1,147
e. Energy Consumption	150	146	165	468	425	583
f. Excise Duty [net of refund]	-	-	-	-	106	83
g. Depreciation and amortisation expense	39	37	38	115	110	148
h. Other expenses	302	239	284	860	696	1,016
i. Finance Cost	1	-	(1)	1	-	1
j. Total	<b>1,038</b>	<b>808</b>	<b>1,077</b>	<b>3,197</b>	<b>2,680</b>	<b>3,842</b>
3. Profit/(Loss) from operations before exceptional items (1-2)	184	104	251	614	289	687
4. Exceptional items	-	-	-	-	-	-
5. Profit/(Loss) before tax (3+4)	184	104	251	614	289	687
6. Tax expense	40	-	49	125	-	110
7. Net Profit /(Loss) from after tax (5-6)	<b>144</b>	<b>104</b>	<b>202</b>	<b>489</b>	<b>289</b>	<b>577</b>
8. Other Comprehensive Income, net of Income-tax						
a. i) Items that will not be reclassified to Profit & Loss A/c	-	-	-	-	-	-
ii) Income-tax relating to items that will not be reclassified to Profit & Loss A/c	-	-	-	-	-	(12)
b. i) Items that will be reclassified to Profit & Loss A/c	-	-	-	-	-	-
ii) Income-tax relating to items that will be reclassified to Profit & Loss A/c	-	-	-	-	-	-
Total Other Comprehensive Income, net of Income-tax	-	-	-	-	-	(12)
9. Total Comprehensive Income for the period (7+8)	<b>144</b>	<b>104</b>	<b>202</b>	<b>489</b>	<b>289</b>	<b>565</b>
10. Paid-up equity share capital (Face Value of Rs.10 each)	276	276	276	276	276	276
11. Other Equity as per Balance Sheet of previous accounting year	-	-	-	-	-	598
12. (i) Earnings per share of Rs. 10 each (not annualised) :						
(a) Basic	5.24	3.78	7.31	17.76	10.50	20.97
(a) Diluted	5.24	3.78	7.31	17.76	10.50	20.97

- 1 The above Un-audited Financial Results for the quarter ended 31 December 2018 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 13 February 2019.
- 2 The financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.
- 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 court.
- 4 As stated by Auditors in previous review report regarding non-provision for wages and other employee benefits for the lock out period at Guwahati factory is pending.
- 5 Figures have been regrouped or rearranged wherever necessary. Further, the figures has been rounded off to the nearest Lacs rupees.

**For Assam Carbon Products Limited**

Kolkata  
February 13, 2019

**K K Bhattacharya**  
*Managing Director*  
DIN : 07011241



ASSAM CARBON PRODUCTS LTD

## ASSAM CARBON PRODUCTS LTD

Corporate Identification Number (CIN) — L23101AS1963PLC001206

Registered Office : Birkuchi, Guwahati, Assam - 781026.

Website: [www.assamcarbon.in](http://www.assamcarbon.in) Tel: (0361)2640262/630; Fax: (0361)2640368

Email: [acplghy@ascarbon.com](mailto:acplghy@ascarbon.com)

### CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURES

[Under Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015] [SEBI (PIT) Regulations]  
[As amended on 13<sup>th</sup> February, 2019]

## INTRODUCTION

In accordance with the Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“Regulations”), Assam Carbon Products Ltd., (‘Company’) has formulated this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (‘Code’).

The SEBI, vide its notification dated 31st December, 2018 has amended the said Regulation by enforcing the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018 & Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2019 – Dated January 21, 2019 to be made effective from 1st April, 2019. Accordingly, the Code of Practice and Procedure for Fair Disclosures of the Company is being amended in compliance with the requirements of SEBI (PIT) (Amendment) Regulations, 2018.

The Board of Directors of the Company adopted this amended Code on the 13th day of February, 2019.

## OBJECTIVE

The Code of Practices and Procedures for Fair Disclosures is required for the Company to ensure timely and adequate disclosure of unpublished price sensitive information, which would impact the price of the Company's securities and to maintain the uniformity, transparency and fairness in dealing with all stakeholders and in ensuring adherence to applicable laws and regulations.

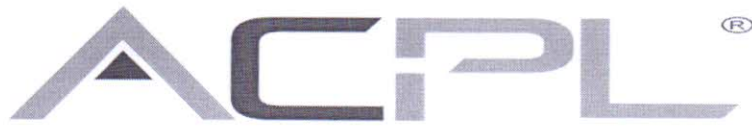
The Board of Directors of Assam Carbon Products Ltd., has always thrived to conduct its business in a fair and transparent manner with a view to protect the interest of all the stakeholders in the Company. Towards achieving this objective, the Company and the members of the Board, Officers, all employees and connected persons shall adhere to the Company's Code of Fair Disclosure practices to deal with unpublished price sensitive information in letter as well as in spirit.

## PRINCIPLES OF FAIR DISCLOSURE

The Company shall endeavor to do the following:

1. Promptly disclose to the public all unpublished price sensitive information(s) (UPSI) that may impact price discovery, as soon as credible and concrete information comes into being, in order to make such information generally available.
2. Make Uniform and universal dissemination of UPSI to avoid selective disclosure.
3. Designate a senior officer to act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Make appropriate and fair response to queries on news reports and requests for verification of market rumors by Regulatory Authorities. (The company will not respond to every market rumor. However, if requested by the Stock Exchange, the company will submit its response to the market rumor).
6. Ensure that information shared with analysts and research personnel is not UPSI.
7. Ensure that no communication shall be made by the Company to any analyst or investor of any UPSI or a part thereof at any such meetings with analysts or investor conferences. All information communicated at such meetings will be only such information that is available in public domain or otherwise disclosed on the website of the company or in transcripts or recordings of quarterly results disclosed on the website of the company.
8. To handle all price sensitive information on a “need-to-know” basis.





ASSAM CARBON PRODUCTS LTD

## ASSAM CARBON PRODUCTS LTD

Corporate Identification Number (CIN) — L23101AS1963PLC001206

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### Policy for determination of “Legitimate Purposes”

The sharing of UPSI shall be deemed to be for “Legitimate Purpose” if it satisfied the following criteria:

- (i) The ‘Legitimate Purpose’ shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.
- (ii) The information shall be shared with any person on ‘need to know’ basis.
- (iii) Insiders shall share the UPSI with the external agencies only in the interest of the Company and/or in compliance with the requirements of the law.
- (iv) Sharing of information may be construed as insider trading even while it is in pursuit of compliances required or business interests of the Company in appropriate circumstances. The person who has the UPSI should ideally recuse himself from assigned task of the sharing the UPSI with third parties, in such doubtful cases to avoid any adverse inferences in this regard.
- (v) The agreements entered into involve sharing of UPSI should have a “confidentiality clause” or else a separate Non-Disclosure Agreement shall be executed with parties to safeguard the disclosure of UPSI.

### Authorized Persons for Dealing with Dissemination of Information and Disclosure of UPSI

The Company Secretary/Chief Financial Officer/MD of the Company is authorized by the Board to deal with dissemination of information and disclosure of unpublished price sensitive information.

### INTERPRETATION

Any words used in this Code but not defined herein shall have the same meaning prescribed to it in the Companies Act, 2013 or rules made there under, SEBI Act or rules and regulations made there under, Accounting Standards or any other relevant Legislation/law applicable to the Company.

In case of any dispute or difference upon the meaning/interpretation of any word or provision in this Code, the same shall be referred to the Audit Committee and the decision of the Audit Committee in such a case shall be final. In interpreting such term/provision, the Board of Directors may seek the help of any of the officers of the Company or an outside expert as it may deem fit.

### AMENDMENT

The Company reserves the right to amend or modify this Code in whole or part, in accordance with any regulatory amendment or notification or otherwise, at any time without assigning any reason whatsoever. Any such amended Code will be accordingly updated on the website of the Company.

Amended on 13th February, 2019.

