

Ref: STL/REG-30/BSE/NSE/2018-19/32

02<sup>nd</sup> February, 2019

To,  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

To,  
Listing Department,  
National Stock Exchange of India Limited  
C-1, G-Block, Bandra-Kurla Complex  
Bandra, (E), Mumbai – 400 0051

**BSE Scrip Code: 541163; NSE: SANDHAR**

**Sub: Outcome of the Board Meeting.**

**Ref.: Regulation 30 (read with Part A of Schedule III) and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

We are pleased to inform you that the Board of Directors of the Company, at its meeting held today i.e. on 02<sup>nd</sup> February, 2019 which commenced at 11:30 A.M. and concluded at 01:30 P.M. considered and approved, inter alia, the Un-Audited Standalone Financial Results, for the quarter and nine months ended on the 31<sup>st</sup> December, 2018 of the Company as recommended by the Audit Committee and the Statutory Auditors have carried out a 'Limited Review' for the same.

Further, Pursuant to the Regulation 33 of the Listing Regulations, we are enclosing herewith a copy of the Un-audited Standalone Financial Results and Limited Review Reports of the Statutory Auditors of the Company as "**Annexure- A**".

Kindly take the above on your record.

Thanking you,

Yours faithfully,

**FOR SANDHAR TECHNOLOGIES LIMITED**

  
(Arvind Joshi)  
Whole-Time Director,  
Chief Financial Officer &  
Company Secretary  
DIN: 01877905

**Encl: As above**

**Sandhar Technologies Limited**

# B S R & Co. LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B  
DLF Cyber City, Phase - II  
Gurugram - 122 002, India

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To the Board of Directors of  
**Sandhar Technologies Limited**

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ('the Statement') of Sandhar Technologies Limited ('the Company') for the quarter ended 31 December 2018 and the year-to-date results for the period from 1 April 2018 to 31 December 2018, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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 the Independent Auditor of the Entity', specified under Section 143 (10) of the Companies Act, 2013 ('the Act'). 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Act and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

*For B S R & Co. LLP*

*Chartered Accountants*

ICAI Firm Registration Number: 101248W / W-100022



**Shashank Agarwal**

*Partner*

Membership number: 095109

Place: Gurugram

Date: 2 February 2019

**STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2018**

Sr No.	Particulars	Standalone (₹ in lakhs, except per equity share data)					
		Quarter ended			Nine-months ended		Year ended
		31 December 2018	30 September 2018	31 December 2017	31 December 2018	31 December 2017	31 March 2018
		Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
1	Revenue from operations (refer note 2)	49,457.45	53,662.88	41,415.79	152,457.75	130,979.33	172,139.97
2	Other income	125.14	150.56	102.99	354.27	299.22	444.07
3	<b>Total income (1+2)</b>	<b>49,582.59</b>	<b>53,813.44</b>	<b>41,518.78</b>	<b>152,812.02</b>	<b>131,278.55</b>	<b>172,584.04</b>
4	Expenses						
(a)	Cost of materials consumed	32,159.00	34,787.02	27,134.57	98,408.86	82,564.65	107,147.78
(b)	Changes in inventories of finished goods and work-in-progress	(867.26)	(288.87)	(593.80)	(899.64)	(268.51)	(331.42)
(c)	Excise duty	-	-	-	-	3,722.83	3,722.83
(d)	Employee benefits expense	6,302.53	6,245.58	5,046.55	18,562.74	14,775.52	20,201.66
(e)	Finance costs	518.82	474.60	1,024.23	1,305.59	2,795.92	3,811.87
(f)	Depreciation and amortization expense	1,709.59	1,694.75	1,369.63	4,975.45	4,046.58	5,512.79
(g)	Other expenses	6,586.71	7,062.22	5,379.46	20,333.70	16,402.10	22,750.80
	<b>Total expenses</b>	<b>46,409.39</b>	<b>49,975.30</b>	<b>39,360.64</b>	<b>142,686.70</b>	<b>124,939.09</b>	<b>162,816.31</b>
5	<b>Profit before tax (3-4)</b>	<b>3,173.20</b>	<b>3,838.14</b>	<b>2,158.14</b>	<b>10,125.32</b>	<b>7,239.46</b>	<b>9,767.73</b>
6	Tax expenses						
(a)	Current tax	1,032.23	1,207.90	656.56	2,926.64	2,208.65	2,966.97
(b)	Deferred tax (credit) / charge	84.55	26.35	(63.72)	348.05	28.51	28.11
	<b>Total tax expenses</b>	<b>1,116.78</b>	<b>1,234.25</b>	<b>592.84</b>	<b>3,274.69</b>	<b>2,237.16</b>	<b>2,995.08</b>
7	<b>Net profit after tax (5-6)</b>	<b>2,056.42</b>	<b>2,603.89</b>	<b>1,565.30</b>	<b>6,850.63</b>	<b>5,002.30</b>	<b>6,772.65</b>
8	Other comprehensive income						
a)	Items that will not be reclassified to the statement of profit and loss						
i)	Loss on remeasurement of defined benefit obligation	(21.80)	(20.30)	(22.01)	(66.61)	(66.03)	(88.05)
ii)	Income tax relating to the above	7.55	7.03	7.62	23.05	22.85	30.47
	<b>Total other comprehensive income for the period (a (i+ii))</b>	<b>(14.25)</b>	<b>(13.27)</b>	<b>(14.39)</b>	<b>(43.56)</b>	<b>(43.18)</b>	<b>(57.58)</b>
9	<b>Total comprehensive income for the period (7+8)</b>	<b>2,042.17</b>	<b>2,590.62</b>	<b>1,550.91</b>	<b>6,807.07</b>	<b>4,959.12</b>	<b>6,715.07</b>
10	Paid up equity share capital (Face value of Rs 10/- per share)	6,019.07	6,019.07	5,115.46	6,019.07	5,115.46	6,019.07
11	Reserve excluding Revaluation Reserves						56,338.65
12	Earnings Per Share (EPS) (Face value of Rs 10/- per share) (not annualised)						
(a)	Basic	3.42	4.33	3.06	11.38	9.78	13.21
(b)	Diluted	3.42	4.33	3.06	11.38	9.78	13.21

Notes :

- The above Statement of Unaudited Standalone Financial Results ('the Statement') for the quarter and nine months ended 31 December 2018, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 2 February 2019. The same along with the review report of the Statutory auditor has been filed with the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) and is also available on the Company's website at www.sandhargroup.com.
- Revenue from operations for the nine-months period ended 31 December 2018 is not comparable with the corresponding nine-months period ended 31 December 2017, as the same is net of Goods and Services Tax ('GST'), whereas, excise duty formed part of expenses in corresponding nine-months period ended 31 December 2017.
- The Company's business activity falls within a single primary business segment viz. "Automotive components". The operating segment has been defined based on regular review by the Company's Chief Operating Decision Maker to assess the performance of the Company and to make decision about allocation of resources.
- During the year ended 31 March 2018, the Company had completed the Initial Public Offer (IPO), pursuant to which 15,436,144 equity shares of Rs. 10 each were allotted, at an issue price of Rs. 332, consisting of fresh issue of 9,036,144 equity shares and an offer for sale of 6,400,000 equity shares by GTI Capital Beta Private Limited.  
  
The Company had entered into the listing agreement with the Securities and Exchange Board of India ('SEBI') on 24 March 2018, pursuant to the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as a result of which its shares have started trading on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on 2 April 2018 via ID SANDHAR and BSE Limited (BSE) via ID 541163.  
  
Further, during the year ended 31 March 2018, 2,534,505 equity shares were sold by GTI Capital Beta Private Limited in a Pre - Initial Public Offer sale on 13 March 2018.
- The proceeds from IPO was of Rs. 27,986.83 Lacs (net of fresh issue related expenses (including GST)).

Details of utilization of IPO proceeds are as follows:

Particulars	Objects of the issue as per prospectus	Rs. in Lacs	
		Unutilized amount as at 31 March 2018	Utilized during the quarter ended 30 June 2018
Repayment of Loans	22,500.00	22,500.00	22,500.00
General Corporate Purposes	5,486.83	5,486.83	5,486.83
<b>Total</b>	<b>27,986.83</b>	<b>27,986.83</b>	<b>27,986.83</b>

- The Company has adopted Ind AS-115 ('Revenue from Contracts with Customers') using the cumulative effect method, with effect from 1 April 2018, which was applied to contracts that were not completed as at 1 April 2018 and accordingly the comparatives have not been retrospectively adjusted. The application of Ind AS-115 did not have any significant impact on recognition and measurement of revenue and related items in the statement.
- During the nine-month period ended 31 December 2018, the Board of Directors, at its Meeting held on 5 November 2018, had declared an interim dividend of Rs. 1.25 per equity share and the same was paid on 22 November 2018.

For and on behalf of the Board of Directors of Sandhar Technologies Limited

JAYANT DAVAR  
Co-Chairman and Managing Director

Place : Gurugram  
Dated : 2 February 2019

