

Independent Auditor's Review Report On consolidated unaudited quarterly financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors  
Praj Industries Limited.  
Praj Tower, S. No. 274 & 275/2, Bhumkar Chowk – Hinjewadi Road  
Hinjewadi, Pune 411057, Maharashtra, India


1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results ("the Statement") of Praj Industries Limited and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 30<sup>th</sup> June, 2019 being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.  
We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.



4. The Statement includes the results of the following entities:
- Praj Industries Limited
  - Praj Engineering And Infra Limited
  - Praj Hipurity Systems Limited., India
  - Praj Americas Inc., U.S.A.
  - Praj Far East Co. Ltd., Thailand
  - Praj Industries (Africa) (Pty.) Ltd, South Africa
  - Praj Far East Philippines Ltd. Inc., The Philippines
  - Praj Industries (Namibia) Pty. Ltd., Namibia
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The consolidated unaudited financial results include the interim financial results of Five subsidiaries which have not been reviewed by their auditors, whose interim financial results reflect total revenue of Rs.3.21 Cr, total net (loss) after tax of Rs.1.11 Cr and total comprehensive loss of Rs.0.93 Cr for the quarter ended 30<sup>th</sup> June 2019, as considered in the consolidated unaudited financial results. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.
7. Our conclusion on the Statement is not modified in respect of the above matter.

For **M/s P.G Bhagwat**,  
Chartered Accountants,  
Firm's Registration Number: 101118W



  
**Sandeep Rao**  
Partner  
Membership No. 047235  
UDIN: 19047235AAAAAJ3623

Place: Pune  
Date: 23<sup>rd</sup> July, 2019

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2019, PREPARED IN COMPLIANCE WITH THE INDIAN ACCOUNTING STANDARDS (IND AS)

(Rupees in crores except per share data)

Sr. No.	Particulars	Quarter ended			Year ended
		30 June 2019	31 March 2019	30 June 2018	31 March 2019
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
<b>1</b>	<b>INCOME</b>				
	Revenue from operations	211.60	368.17	191.60	1,141.11
	Other income	8.31	7.39	3.41	23.31
	<b>Total income</b>	<b>219.91</b>	<b>375.56</b>	<b>195.01</b>	<b>1,164.42</b>
<b>2</b>	<b>EXPENSES</b>				
	Cost of materials consumed	106.15	198.29	84.39	601.33
	Changes in inventories of finished goods and work-in-progress	(10.21)	3.04	8.56	8.20
	Employee benefits expense	41.23	39.75	39.63	160.57
	Finance costs	0.79	0.18	0.22	0.76
	Depreciation and amortisation expense	5.69	5.42	5.94	22.95
	Exchange (gain) / loss	(1.74)	(5.16)	(2.96)	(8.99)
	Other expenses	68.06	92.84	54.75	291.66
	<b>Total expenses</b>	<b>209.97</b>	<b>334.36</b>	<b>190.53</b>	<b>1,076.48</b>
<b>3</b>	<b>Profit before tax (1-2)</b>	<b>9.94</b>	<b>41.20</b>	<b>4.48</b>	<b>87.94</b>
<b>4</b>	<b>Tax expense</b>				
	Current tax	3.79	9.49	1.48	16.94
	Deferred tax	(2.62)	(1.65)	(0.49)	2.82
	Adjustments of tax relating to earlier periods	-	-	-	(0.04)
	<b>Total tax expense</b>	<b>1.17</b>	<b>7.84</b>	<b>0.99</b>	<b>19.72</b>
<b>5</b>	<b>Profit for the year (3-4)</b>	<b>8.77</b>	<b>33.36</b>	<b>3.49</b>	<b>68.22</b>
<b>6</b>	<b>Attributable to :</b>				
	Non-controlling interest	-	-	-	-
	Equity holder's of parents	8.77	33.36	3.49	68.22
<b>7</b>	<b>Other comprehensive income</b>				
	<b>Items that will not be reclassified to profit and loss:</b>				
	Re-measurement of defined benefit plans	(0.30)	0.41	1.05	0.66
	Income tax effect	0.05	(0.11)	(0.36)	(0.24)
	<b>Items that will be reclassified to profit and loss:</b>				
	Exchange differences on translation of foreign operations	0.18	(0.17)	0.02	0.20
	Income tax effect	-	-	-	-
	<b>Other comprehensive income</b>	<b>(0.07)</b>	<b>0.13</b>	<b>0.71</b>	<b>0.62</b>
<b>8</b>	<b>Total comprehensive income for the year (5+7)</b>	<b>8.70</b>	<b>33.49</b>	<b>4.20</b>	<b>68.84</b>
<b>9</b>	<b>Attributable to :</b>				
	Non-controlling interest	-	-	-	-
	Equity holders of parents	8.70	33.49	4.20	68.84
<b>10</b>	<b>Earnings per equity share (Nominal value per share Rs. 2 each)</b>				
	Basic	0.48	1.83	0.19	3.75
	Diluted	0.48	1.83	0.19	3.74

**Notes:**

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 23 July 2019.
- The figures for the quarter ended 31 March 2019, as reported in the financial results, are the balancing figures between the audited figures in respect of the full financial year and published figures of nine months ended 31 December 2018. The figures for the nine months ended 31 December 2018 have been subjected to limited review by the statutory auditors.
- The group operates only in one segment, i.e. "Process and Project Engineering".
- During the quarter ended 30 June 2019, Company allotted 170,755 equity shares to its employees under Employee Stock Option Plan.
- Effective 1 April 2019, the Company has adopted Ind AS 116 "Leases" using modified retrospective approach. Consequently, the Company has recorded lease liability of Rs. 22.68 crores calculated as the present value of the remaining lease payments discounted at the incremental borrowing rate. Right of use asset has been recognised at Rs. 15.86 crores determined at net of the amount calculated by applying the standard since the date of the commencement of lease and the resulting depreciation upto the date of adoption. The net effect of Rs. 4.49 crores net of deferred tax, on initial application of Ind AS 116 has been adjusted to retained earnings as on 1 April 2019.  
Due to transition, the nature of expenses in respect of operating leases has changed from "lease rent" to "depreciation cost" and "finance cost" for the right-to-use assets and for interest accrued on lease liability respectively, and therefore these expenses for the current period are not comparable to the previous periods disclosed. The adoption of the standard did not have any material impact on the profit for the period as compared to previous periods.
- Prior year comparatives are regrouped / reclassified wherever necessary to conform to current period's presentation.