

## **P G BHAGWAT LLP**

Chartered Accountants  
LLPIN: AAT-9949

### **HEAD OFFICE**

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### **INDEPENDENT AUDITOR'S REPORT**

**To the Board of Directors of Praj Industries Limited (Holding Company)  
Report on the Audit of Consolidated Financial Results**

#### **Opinion**

We have audited the accompanying consolidated annual financial results of Praj Industries Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), for the year ended 31<sup>st</sup> March, 2021, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results/ financial information of the subsidiaries, the aforesaid consolidated financial results:

- (i) include the annual financial results of the following entities
  - a. Praj Industries Limited
  - b. Praj Engineering And Infra Limited
  - c. Praj Hipurity Systems Limited., India
  - d. Praj Americas Inc., U.S.A.
  - e. Praj Far East Co. Ltd., Thailand
  - f. Praj Industries (Africa) (Pty.) Ltd, South Africa
  - g. Praj Far East Philippines Ltd. Inc., Philippines
  
- (ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  
- (iii) give a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group for the year ended 31<sup>st</sup> March 2021.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

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### **Board of Directors' Responsibilities for the Consolidated Financial Results**

These Consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has ~~no realistic alternative~~ but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

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- Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

### **Other Matters**

The consolidated Financial Results include the audited Financial Results of two subsidiaries, whose Financial Statements/Financial Results/ financial information reflect Group's share of total assets of Rs.8.45 Cr.as at 31<sup>st</sup> March 2021 , Group's share of total revenue of Rs. 2.95 Cr. and Rs. 11.96 Cr. and Group's share of total net profit after tax of Rs. (0.10) Cr. and Rs. 2.40 Cr. for the quarter ended 31<sup>st</sup> March 2021 and for the period from 01<sup>st</sup> April 2020 to 31<sup>st</sup> March 2021 respectively, as considered in the consolidated Financial Results, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements/ Financial Results/financial information of these entities have been furnished to us and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

The consolidated Financial Results include the unaudited Financial Results of one subsidiary whose Financial Statements/Financial Results/ financial information reflect Group's share of total assets of Rs.0.82 Cr. as at 31<sup>st</sup> March 2021 , Group's share of total revenue of NIL. and NIL. and Group's share of total net profit after tax of NIL and NIL for the quarter ended 31<sup>st</sup> March 2021 and for the period from 01<sup>st</sup> April 2020 to 31<sup>st</sup> March 2021 respectively, as considered in the consolidated Financial Results. These unaudited Financial Statements/Financial Results/ financial information have been furnished to us by the Board of Directors and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely

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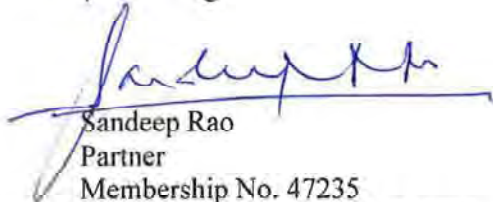
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on such unaudited Financial Statements/Financial Results/financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these Financial Statements/Financial Results / financial information are not material to the Group.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results/financial information certified by the Board of Directors.

The Financial Results include the results for the quarter ended 31<sup>st</sup> March 2021 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For P G BHAGWAT LLP  
Chartered Accountants  
(Firm's Registration No. 101118W/ W100682)



Sandeep Rao  
Partner  
Membership No. 47235

UDIN : 21047235AAAACN7782  
Date: 6<sup>th</sup> May, 2021



**AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2021, PREPARED IN COMPLIANCE WITH THE INDIAN ACCOUNTING STANDARDS (IND AS)**

(Rupees in crores except per share data)

Sr. No.	Particulars	Quarter ended			Year ended		(Standalone) Year ended	
		31 March 2021	31 December 2020	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
<b>1</b>	<b>INCOME</b>							
	Revenue from operations	567.10	347.78	296.29	1,304.67	1,102.37	1,088.54	941.85
	Other income	4.24	5.38	4.97	19.01	26.07	16.69	29.87
	<b>Total income</b>	<b>571.34</b>	<b>353.16</b>	<b>301.26</b>	<b>1,323.68</b>	<b>1,128.44</b>	<b>1,105.23</b>	<b>971.72</b>
<b>2</b>	<b>EXPENSES</b>							
	Cost of materials consumed	337.90	191.48	141.67	730.97	567.02	624.90	478.96
	Changes in inventories of finished goods and work-in-progress	(11.11)	0.90	(9.27)	5.15	(14.65)	3.54	1.64
	Employee benefits expense	55.52	42.79	34.58	172.20	163.98	143.17	133.87
	Finance costs	0.64	0.72	0.79	2.86	3.10	2.33	2.45
	Depreciation and amortisation expense	5.34	5.67	4.74	22.12	21.85	19.07	18.80
	Exchange (gain) / loss	(2.84)	(0.69)	(0.20)	(6.73)	(3.95)	(6.52)	(3.91)
	Other expenses	112.70	73.51	97.28	284.00	307.96	222.06	252.60
	<b>Total expenses</b>	<b>498.15</b>	<b>314.38</b>	<b>269.59</b>	<b>1,210.57</b>	<b>1,045.31</b>	<b>1,008.55</b>	<b>884.41</b>
<b>3</b>	<b>Profit before exceptional items and tax (1-2)</b>	<b>73.19</b>	<b>38.78</b>	<b>31.67</b>	<b>113.11</b>	<b>83.13</b>	<b>96.68</b>	<b>87.31</b>
<b>4</b>	<b>Exceptional items</b>	-	-	-	-	-	-	9.76
<b>5</b>	<b>Profit before tax (3-4)</b>	<b>73.19</b>	<b>38.78</b>	<b>31.67</b>	<b>113.11</b>	<b>83.13</b>	<b>96.68</b>	<b>77.55</b>
<b>6</b>	<b>Tax expense</b>							
	Current tax	16.68	5.97	6.50	24.16	18.19	20.45	17.34
	Deferred tax	3.99	4.64	(0.20)	7.11	(5.79)	4.62	(4.49)
	Adjustments of tax relating to earlier periods	0.51	0.01	0.51	0.77	0.30	0.36	(0.01)
	<b>Total tax expense</b>	<b>21.18</b>	<b>10.62</b>	<b>6.81</b>	<b>32.04</b>	<b>12.70</b>	<b>25.43</b>	<b>12.84</b>
<b>7</b>	<b>Profit for the year (5-6)</b>	<b>52.01</b>	<b>28.16</b>	<b>24.86</b>	<b>81.07</b>	<b>70.43</b>	<b>71.25</b>	<b>64.71</b>
<b>8</b>	<b>Attributable to :</b>							
	Non-controlling interest	-	-	-	-	-	-	-
	Equity holder's of parents	<b>52.01</b>	<b>28.16</b>	<b>24.86</b>	<b>81.07</b>	<b>70.43</b>	-	-
<b>9</b>	<b>Other comprehensive income</b>							
	<b>Items that will not be reclassified to profit and loss:</b>							
	Re-measurement of defined benefit plans	0.45	0.48	(0.22)	1.51	(1.96)	1.50	(1.81)
	Income tax effect	(0.12)	(0.18)	0.06	(0.53)	0.59	(0.52)	0.63
	<b>Items that will be reclassified to profit and loss:</b>							
	Exchange differences on translation of foreign operations	(0.21)	0.24	0.42	0.12	1.04	-	-
	Income tax effect	-	-	-	-	-	-	-
	<b>Other comprehensive income</b>	<b>0.12</b>	<b>0.54</b>	<b>0.26</b>	<b>1.10</b>	<b>(0.33)</b>	<b>0.98</b>	<b>(1.18)</b>
<b>10</b>	<b>Total comprehensive income for the year (7+9)</b>	<b>52.13</b>	<b>28.70</b>	<b>25.12</b>	<b>82.17</b>	<b>70.10</b>	<b>72.23</b>	<b>63.53</b>
<b>11</b>	<b>Attributable to :</b>							
	Non-controlling interest	-	-	-	-	-	-	-
	Equity holders of parents	<b>52.13</b>	<b>28.70</b>	<b>25.12</b>	<b>82.17</b>	<b>70.10</b>	-	-
<b>12</b>	<b>Earnings per equity share (Nominal value per share Rs. 2 each)</b>							
	Basic	2.84	1.54	1.36	4.43	3.85	3.89	3.54
	Diluted	2.84	1.54	1.36	4.42	3.85	3.89	3.53

**Notes:**

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 06 May 2021.
- The figures for the quarter ended 31 March 2021, 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 2020. The figures for the nine months ended 31 December 2020 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 31 March 2021, Company allotted 56,544 equity shares to its employees under Employee Stock Option Plan.
- As the Group's operations for the June 2020 quarter were adversely affected due to the outbreak of COVID-19, the results for the year ended 31 March 2021 are not comparable with corresponding figures for the year ended 31 March 2020.
- The Board of Directors proposed a final dividend of Rs. 2.16 per equity share (108% of the face value of Rs.2 each) for the financial year ended 31 March 2021 which is subject to the approval of shareholders at the forthcoming Annual General Meeting.
- Prior year comparatives are regrouped / reclassified wherever necessary to conform to current period's presentation.

STATEMENT OF ASSETS AND LIABILITIES

Particulars	As at	
	31 March 2021	31 March 2020
	(Audited)	(Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	206.42	216.71
Capital work-in-progress	0.61	2.08
Investment property	13.69	13.69
Goodwill	62.62	62.62
Intangible assets	0.84	0.82
Financial assets		
Investments	39.81	39.81
Loans	6.59	5.98
Others	8.50	12.67
Deferred tax assets (net)	10.42	18.06
Other assets	8.97	9.29
<b>Total non-current assets</b>	<b>358.47</b>	<b>381.73</b>
<b>Current assets</b>		
Inventories	128.91	111.14
Financial assets		
Investments	295.01	123.71
Trade receivables	453.44	330.14
Cash and cash equivalents	101.11	45.84
Other bank balances	31.34	3.47
Loans	-	0.01
Others	4.51	3.94
Current tax asset (net)	-	8.52
Other assets	221.03	153.15
<b>Total current assets</b>	<b>1,235.35</b>	<b>779.92</b>
<b>TOTAL ASSETS</b>	<b>1,593.82</b>	<b>1,161.65</b>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY</b>		
Equity share capital	36.65	36.63
Other equity	765.18	682.62
<b>Sub-total - total equity attributable to parent</b>	<b>801.83</b>	<b>719.25</b>
Non-controlling interests	0.68	0.67
<b>TOTAL EQUITY</b>	<b>802.51</b>	<b>719.92</b>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
Other financial liabilities	11.32	15.17
Provisions	15.70	17.18
<b>Total non-current liabilities</b>	<b>27.02</b>	<b>32.35</b>
<b>Current liabilities</b>		
Financial liabilities		
Trade payables	341.61	187.49
Other financial liabilities	19.75	17.47
Other current liabilities	376.26	197.17
Provisions	25.11	7.25
Current tax liabilities (net)	1.56	-
<b>Total current liabilities</b>	<b>764.29</b>	<b>409.38</b>
<b>TOTAL LIABILITIES</b>	<b>791.31</b>	<b>441.73</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1,593.82</b>	<b>1,161.65</b>

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AUDITED CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

	Particulars	31 March	31 March
		2021	2020
<b>A</b>	<b>Cash flow from operating activities</b>		
	Net profit before tax	113.11	83.13
	Adjustments for:		
	Loss / (profit) on sale of property, plant and equipment	0.08	-
	Net Gain on termination of lease	(0.79)	-
	Gain on redemption of mutual fund investments	(0.40)	(3.81)
	Gain on redemption of bonds	-	(0.43)
	Bad Debts / Provision for doubtful debts and advances	9.53	21.01
	Excess provision / creditors written back (including advances)	(0.98)	(0.19)
	Unrealised foreign exchange (gain) / loss (net)	(5.66)	0.81
	Sundry Balances Written Off	0.11	0.08
	Depreciation and amortisation	22.12	21.85
	Interest earned	(7.70)	(10.35)
	Unrealised gain on mutual fund investments	(8.14)	(7.12)
	Interest on Lease Liability	2.17	2.37
	Interest charged	-	0.04
	Equity-settled share-based payment transactions	0.08	1.37
	<b>Operating profit before working capital changes</b>	<b>124.03</b>	<b>108.76</b>
	Changes in working capital		
	(Increase) /decrease in trade receivables	(135.32)	(42.29)
	(Increase)/decrease in inventories (including contracts in progress)	(51.81)	33.09
	(Increase)/decrease in non-current loans	(0.60)	(0.97)
	(Increase)/decrease in other non-current financial assets	4.17	10.48
	(Increase)/decrease in other non-current assets	0.11	0.87
	(Increase)/decrease in current loans	0.01	0.14
	(Increase)/decrease in current financial assets-others	(0.35)	-
	(Increase)/decrease in other current assets	(61.72)	9.74
	Increase/(decrease) in trade payables	158.64	(48.38)
	Increase/(decrease) in other current financial liabilities	5.79	(8.34)
	Increase/(decrease) in other current liabilities	179.09	(24.71)
	Increase/(decrease) in long term provisions	(1.48)	1.30
	Increase/(decrease) in short term provisions	19.39	(7.23)
	<b>Cash generated from operations</b>	<b>239.95</b>	<b>32.46</b>
	Direct taxes paid (including taxes deducted at source), net of refunds	(14.85)	(17.79)
	<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>225.10</b>	<b>14.67</b>
<b>B</b>	<b>Cash flow from investing activities</b>		
	Purchase of property, plant and equipment and intangible assets	(8.67)	(7.12)
	Investments:		
	- in mutual funds	(207.81)	(65.00)
	Sale of investments		
	- in mutual funds	38.60	118.32
	- in debentures & bonds	-	5.44
	Proceeds from sale of property, plant and equipment	0.12	0.29
	Interest received on investments	6.98	10.54
	Investment /(redemption) in fixed deposits	6.45	(0.40)
	<b>NET CASH FROM / (USED) IN INVESTING ACTIVITIES</b>	<b>(164.33)</b>	<b>62.07</b>
<b>C</b>	<b>Cash flow from financing activities</b>		
	Proceeds from exercise of employee stock options	0.34	2.56
	Increase / (Decrease) in Long term borrowings	-	(0.04)
	Dividend paid including dividend distribution tax	(0.43)	(94.95)
	Interest on Lease Liability	(2.17)	(2.37)
	Principal Payment on Leases	(4.03)	(3.20)
	Interest paid	-	(0.04)
	<b>NET CASH FROM / (USED) IN FINANCING ACTIVITIES</b>	<b>(6.29)</b>	<b>(98.04)</b>
	<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>54.48</b>	<b>(21.29)</b>
	Cash and cash equivalents at the beginning of the year	45.84	63.56
	Add: effect of exchange rate changes on cash and cash equivalents	0.79	3.57
	<b>Cash and cash equivalents at the end of the year</b>	<b>101.11</b>	<b>45.84</b>

*Shishir Joshipura*

SHISHIR JOSHIPURA  
CEO AND MANAGING DIRECTOR  
DIN: 00574970

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