

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

Review Report to,
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 Unaudited Consolidated Financial Results ("the Statement") of Praj Industries Limited (the "parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 30th September, 2019 and year to date from 1st April, 2019 to 30th September, 2019 as attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "listing regulation"). Attention is drawn to the fact that the consolidated figures for the net cashflows for the corresponding period from 1st April, 2018 to 30th September, 2018 as reported in these unaudited consolidated financial results have been approved by the Parent's Board of Directors, but have not been subjected to review.
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 as amended, read with relevant rules issued thereunder, 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. 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 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 No. CIR/CFD/CMD1/44/2019 dated 29th March 2019 issued by the SEBI under Regulation 33 (8) of the SEBI (Listing

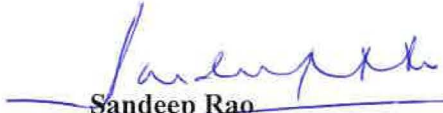
M/s P. G. BHAGWAT

CHARTERED ACCOUNTANTS

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, read with relevant rules issued thereunder, 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 assets of Rs 14.10 Cr as at 30th September 2019, total revenue of Rs.4.34 Cr and Rs. 7.55 Cr, total net profit after tax of Rs. 0.47 Cr and net loss after tax of Rs. 0.64 Cr and total comprehensive income of Rs.0.58 Cr and total comprehensive loss of Rs.0.35 Cr for the quarter ended 30th September 2019 and the period from 1st April, 2019 to 30th September, 2019 respectively and net cash out flows of Rs 5.67 Cr for the period from 1st April, 2019 to 30th September, 2019, as considered in the consolidated unaudited financial results, which are certified by the management. 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: 19047235AAAACG5589

Place: Pune

Date: 23rd October, 2019

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

(Rupees in crores except per share data)

Sr. No.	Particulars	Quarter ended			Year to date		Year ended
		30 September 2019	30 June 2019	30 September 2018	30 September 2019	30 September 2018	31 March 2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	INCOME						
	Revenue from operations	294.14	211.60	251.03	505.74	442.63	1,141.11
	Other income	6.99	8.31	5.10	15.30	8.51	23.31
	Total income	301.13	219.91	256.13	521.04	451.14	1,164.42
2	EXPENSES						
	Cost of materials consumed	162.68	106.15	136.62	268.83	221.01	601.33
	Changes in inventories of finished goods and work-in-progress	1.54	(10.21)	(4.13)	(8.67)	4.43	8.20
	Employee benefits expense	43.49	41.23	41.13	84.72	80.75	160.57
	Finance costs	0.76	0.79	0.12	1.55	0.34	0.76
	Depreciation and amortisation expense	5.72	5.69	5.95	11.41	11.89	22.95
	Exchange (gain) / loss	(0.63)	(1.74)	3.11	(2.37)	0.15	(8.99)
	Other expenses	70.38	68.06	60.47	138.44	115.23	291.66
	Total expenses	283.94	209.97	243.27	493.91	433.80	1,076.48
3	Profit before tax (1-2)	17.19	9.94	12.86	27.13	17.34	87.94
4	Tax expense						
	Current tax	2.78	3.79	1.60	6.57	3.08	16.94
	Deferred tax	(1.88)	(2.62)	2.32	(4.50)	1.83	2.82
	Adjustments of tax relating to earlier periods	0.16	-	-	0.16	-	(0.04)
	Total tax expense	1.06	1.17	3.92	2.23	4.91	19.72
5	Profit for the year (3-4)	16.13	8.77	8.94	24.90	12.43	68.22
6	Attributable to :						
	Non-controlling interest	-	-	-	-	-	-
	Equity holder's of parents	16.13	8.77	8.94	24.90	12.43	68.22
7	Other comprehensive income						
	Items that will not be reclassified to profit and loss:						
	Re-measurement of defined benefit plans	0.13	(0.30)	(0.27)	(0.17)	0.78	0.66
	Income tax effect	(0.05)	0.05	0.09	-	(0.27)	(0.24)
	Items that will be reclassified to profit and loss:						
	Exchange differences on translation of foreign operations	0.11	0.18	0.49	0.29	0.51	0.20
	Income tax effect	-	-	-	-	-	-
	Other comprehensive income	0.19	(0.07)	0.31	0.12	1.02	0.62
8	Total comprehensive income for the year (5+7)	16.32	8.70	9.25	25.02	13.45	68.84
9	Attributable to :						
	Non-controlling interest	-	-	-	-	-	-
	Equity holders of parents	16.32	8.70	9.25	25.02	13.45	68.84
10	Earnings per equity share (Nominal value per share Rs. 2 each)						
	Basic	0.88	0.48	0.49	1.36	0.68	3.75
	Diluted	0.88	0.48	0.49	1.36	0.68	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 October 2019.
- The group operates only in one segment, i.e. "Process and Project Engineering".
- During the quarter ended 30 September 2019, Company allotted 55,980 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 and applied the Standard to its leases retrospectively and has recognised the effect of the cumulative adjustment in the opening balance of retained earnings, on date of initial application (1 April 2019). Accordingly, comparatives for the period prior to the current quarter / half year have not been restated.
- Prior year comparatives are regrouped / reclassified wherever necessary to conform to current period's presentation.



STATEMENT OF ASSETS AND LIABILITIES

Particulars	As at	
	30 September 2019	31 March 2019
	(Unaudited)	(Audited)
ASSETS		
Non-current assets		
Property, plant and equipment	221.52	212.77
Capital work-in-progress	1.69	2.23
Investment property	13.69	13.69
Goodwill	62.62	62.62
Intangible assets	0.87	0.94
Financial assets		
Investments	45.07	44.82
Loans	5.44	5.01
Others	27.73	23.15
Deferred tax assets (net)	16.18	9.34
Other assets	8.96	11.69
Total non-current assets	403.77	386.26
Current assets		
Inventories	124.50	126.38
Financial assets		
Investments	145.88	165.70
Trade receivables	292.33	305.29
Cash and cash equivalents	50.74	63.56
Other bank balances	22.98	24.40
Loans	0.01	0.16
Others	5.07	6.18
Current tax asset (net)	12.84	9.22
Other assets	153.46	159.82
Total current assets	807.81	860.71
TOTAL ASSETS	1,211.58	1,246.97
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	36.57	36.53
Other equity	695.17	708.49
Sub-total - total equity attributable to parent	731.74	745.02
Non-controlling interests	0.67	0.66
TOTAL EQUITY	732.41	745.68
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Borrowings	0.04	-
Other financial liabilities	14.26	-
Provisions	14.62	15.88
Total non-current liabilities	28.92	15.88
Current liabilities		
Financial liabilities		
Borrowings	0.03	-
Trade payables	165.99	234.54
Other financial liabilities	29.28	16.47
Other current liabilities	245.98	221.88
Provisions	8.97	12.52
Total current liabilities	450.25	485.41
TOTAL LIABILITIES	479.17	501.29
TOTAL EQUITY AND LIABILITIES	1,211.58	1,246.97



UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2019, PREPARED IN COMPLIANCE WITH THE INDIAN ACCOUNTING STANDARDS (IND AS)..... CONTD.

UNAUDITED CONSOLIDATED CASH FLOW STATEMENT FOR THE HALF YEAR ENDED 30 SEPTEMBER 2019

Particulars	Half year ended	
	30 September 2019	30 September 2018
A Cash flow from operating activities		
Net profit before tax	27.13	17.34
Adjustments for:		
Loss / (profit) on sale of property, plant and equipment	-	0.08
Gain on redemption of mutual fund investments	(3.95)	(4.83)
Bad Debts / Provision for doubtful debts and advances	4.24	3.91
Excess provision / creditors written back (including advances)	(0.05)	(0.22)
Provision for diminution in value of investment / Loss on sale of shares	-	3.22
Unrealised foreign exchange (gain) / loss (net)	0.64	2.69
Sundry Balances Written Off	0.01	0.03
Income from Debentures/bonds	-	(1.43)
Depreciation and amortisation	11.41	11.90
Interest earned	(5.89)	(2.82)
Unrealised gain on mutual fund investments	(1.69)	0.75
Dividend from mutual fund investments	-	(0.01)
Interest charged	-	(0.03)
Equity-settled share-based payment transactions	0.77	2.32
Operating profit before working capital changes	32.62	32.90
Changes in working capital		
(Increase) /decrease in trade receivables	9.20	3.63
(Increase)/decrease in inventories (including contracts in progress)	9.52	(50.02)
(Increase)/decrease in non-current loans	(0.43)	2.01
(Increase)/decrease in other non-current financial assets	(4.58)	(0.25)
(Increase)/decrease in other non-current assets	2.34	1.72
(Increase)/decrease in current loans	0.15	0.07
(Increase)/decrease in current financial assets-others	(0.05)	(7.22)
(Increase)/decrease in other current assets	0.13	4.69
Increase/(decrease) in trade payables	(69.46)	(6.51)
(Decrease) in other non-current financial liabilities	14.26	-
Increase/(decrease) in other current financial liabilities	19.41	13.37
Increase/(decrease) in other current liabilities	24.10	77.46
Increase/(decrease) in long term provisions	(1.26)	(1.51)
Increase/(decrease) in short term provisions	(3.72)	1.33
Cash generated from operations	32.23	71.67
Direct taxes paid (including taxes deducted at source), net of refunds	(10.35)	(12.06)
NET CASH FROM OPERATING ACTIVITIES	21.88	59.61
B Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(32.77)	(6.89)
Investments:		
- in mutual funds	(15.00)	(74.98)
- in debentures & bonds	-	(29.81)
Sale of investments		
- in mutual funds	38.95	81.26
Provision for diminution in value of investment / Loss on sale of shares	-	(3.22)
Proceeds from sale of property, plant and equipment	0.29	0.29
Interest received on investments	4.93	2.55
Dividend received on investments	-	0.01
Income from Debentures	-	1.43
Investment/(redemption) in fixed deposits	1.24	4.74
NET CASH FROM / (USED) IN INVESTING ACTIVITIES	(2.36)	(24.63)
C Cash flow from financing activities		
Proceeds from exercise of employee stock options	1.13	5.58
Increase / (Decrease) in Long term borrowings	0.02	(0.02)
Increase / (Decrease) in borrowings	0.03	(5.94)
Dividend paid including dividend distribution tax	(35.77)	(35.13)
Interest paid	-	0.03
NET CASH FROM / (USED) IN FINANCING ACTIVITIES	(34.59)	(35.49)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(15.07)	(0.51)
Cash and cash equivalents at the beginning of the year	63.56	77.23
Add: effect of exchange rate changes on cash and cash equivalents	2.25	2.76
Cash and cash equivalents at the end of the year	50.74	79.48

Place : Pune
Date : 23 October 2019



S. Joshi

SHISHIR JOSHIPURA
CEO AND MANAGING DIRECTOR
DIN: 00574970