

MINDA INDUSTRIES LIMITED

REGD. OFFICE : B-64/1, WAZIRPUR INDUSTRIAL AREA, DELHI-110052

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2019

(Rs. in Crores except per share data)

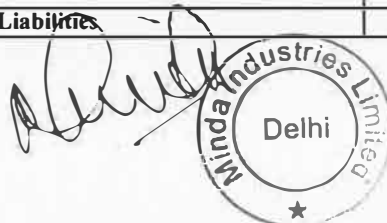
PARTICULARS	Quarter ended			Half year ended		Year ended
	30-Sep-19	30-Jun-19	30-Sep-18	30-Sep-19	30-Sep-18	31-Mar-19
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income						
(a) Revenue from operations	488.58	515.50	539.18	1,004.08	1,056.60	2,099.70
(b) Other income	24.87	7.08	16.81	31.95	20.80	47.02
Total income	513.45	522.58	555.99	1,036.03	1,077.40	2,146.72
2 Expenses						
(a) Cost of materials consumed	303.00	320.34	346.23	623.34	682.85	1,347.69
(b) Purchases of stock-in trade	2.28	0.01	-	2.29	-	-
(c) Changes in inventories of finished goods, stock-in trade and work-in-progress	(3.92)	2.49	(1.44)	(1.43)	(6.95)	(7.23)
(d) Employee benefits expense	74.61	78.22	72.47	152.83	144.02	284.67
(e) Finance cost	9.02	7.93	2.96	16.95	5.48	15.05
(f) Depreciation and amortisation expense	21.92	19.93	13.43	41.85	26.08	59.75
(g) Other expenses	64.56	64.51	64.24	129.07	132.03	259.46
Total expenses	471.47	493.43	497.89	964.90	983.51	1,959.39
3 Profit/(loss) before exceptional items and tax	41.98	29.15	58.10	71.13	93.89	187.33
4 Exceptional items (Net)	-	-	-	-	-	-
5 Profit/(Loss) from continuing operations after exceptional items but before taxes	41.98	29.15	58.10	71.13	92.45	185.89
6 Tax expense	7.76	6.54	12.16	14.30	20.17	41.69
a) Current Tax	6.15	5.63	11.49	11.78	18.36	38.34
b) Deferred Tax	1.61	0.91	0.67	2.52	1.81	3.35
7 Net profit /(loss) for the period from continuing operations	34.22	22.61	45.94	56.83	72.28	144.20
8 Profit/(Loss) from discontinued operations (net of taxes) (Refer Note 3)	-	-	-	-	1.10	1.10
9 Net profit /(loss) for the period from operations (A)	34.22	22.61	45.94	56.83	73.38	145.30
10 Total other comprehensive income for the period (B)	(2.55)	(0.03)	0.74	(2.58)	0.89	(0.09)
(a) (i) Items that will not be reclassified to profit or loss	(3.12)	(0.04)	1.14	(3.16)	1.37	(0.14)
(ii) Income-tax relating to items that will not be reclassified to profit & loss	0.57	0.01	(0.40)	0.58	(0.48)	0.05
(b) (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
(ii) Income-tax relating to items that will be reclassified to profit & loss	-	-	-	-	-	-
11 Total comprehensive income for the period (A + B)	31.67	22.58	46.68	54.25	74.27	145.21
12 Paid up equity share capital	52.44	52.44	52.44	52.44	52.44	52.44
13 Other Equity	-	-	-	-	-	1,045.51
14 Earnings per share (Face value Rs. 2 each) (not annualised)						
a Earning per share continued operations (face value Rs. 2 each) (not annualised)						
a) Basic (in Rs.)	1.31	0.86	1.74	2.17	2.75	5.50
b) Diluted (in Rs.)	1.31	0.86	1.73	2.17	2.74	5.50
b Earning per share discontinued operations (face value Rs. 2 each) (not annualised)						
a) Basic (in Rs.)	-	-	-	-	0.04	0.04
b) Diluted (in Rs.)	-	-	-	-	0.04	0.04
c Earnings per share (Face value Rs. 2 each) (not annualised)						
a) Basic (in Rs.)	1.31	0.86	1.74	2.17	2.79	5.54
b) Diluted (in Rs.)	1.31	0.86	1.73	2.17	2.78	5.54

Minda Industries Limited
Delhi

MINDA INDUSTRIES LIMITED
Unaudited Standalone Balance Sheet as at September 30, 2019

(Rs in Crores)

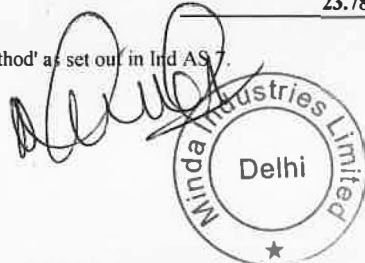
Particulars	As at 30-Sept-2019 (Unaudited)	As at 31-Mar-2019 (Audited)
ASSETS		
1. Non-current assets		
Property, Plant and Equipment	414.44	418.54
Capital work-in-progress	64.94	11.84
Right-of-use assets	28.35	-
Intangible Assets	47.37	33.04
Intangible Assets Under Development	0.87	-
Financial Assets		
(i) Investments	846.13	843.07
(ii) Loans	10.60	10.05
(iii) Others	4.22	4.42
Deferred tax assets (net)	4.86	6.80
Other Tax Assets	11.17	11.18
Other Non-current Assets	114.28	58.46
Total- Non current asset	1,547.23	1,397.40
2. Current Assets		
Inventories	142.03	144.30
Financial Assets		
(i) Trade receivables	306.02	353.79
(ii) Cash and cash equivalents	23.78	15.04
(iii) Bank balance other than those included in cash and cash equivalents	5.52	7.35
(iv) Loans	0.27	0.27
(v) Others Current Financial Assets	7.06	7.67
Other current assets	43.43	32.20
Total- Current asset	528.11	560.62
TOTAL ASSETS	2,075.34	1,958.02
EQUITY AND LIABILITIES		
Equity		
Equity share capital	52.44	52.44
Other Equity	1,082.19	1,045.51
Total Equity	1,134.63	1,097.95
LIABILITIES		
1. Non-current liabilities		
Financial Liabilities		
(i) Borrowings	336.03	276.40
(ii) Lease liabilities	16.48	-
(iii) Other financial liabilities	17.36	11.86
Provisions	44.84	37.29
Total- Non current liabilities	414.71	325.55
2. Current Liabilities		
Financial Liabilities		
(i) Borrowings	95.51	88.52
(ii) Lease liabilities	1.61	-
(iii) Trade payables		
(a) Total outstanding dues of micro & small enterprises	9.89	17.48
(b) Total outstanding dues of creditors other than micro & small enterprises	286.59	319.54
(iv) Other financial liabilities	94.59	71.11
Other current liabilities	32.49	32.22
Provisions	5.32	5.65
Total- Current liabilities	526.00	534.52
TOTAL Equity and Liabilities	2,075.34	1,958.02



Minda Industries Limited
Unaudited Standalone Cash Flow Statement for the half year ended 30 September 2019
(Rs in Crores)

	For the half year ended 30 Sept 2019	For the half year ended 30 Sept 2018
A. Cash flows from operating activities :		
Profit before tax	71.13	93.89
<u>Adjustments for:</u>		
Depreciation and amortisation	41.85	26.08
Finance Costs	16.95	5.48
Interest income on fixed deposits	(0.43)	(0.59)
Dividend income from non-current investments	(21.67)	(16.16)
Share of profit from partnership firms	(3.51)	(2.87)
Unrealised (gain)/ loss on Foreign currency fluctuations (net)	1.44	(0.57)
Profit on sale of property, plant and equipment	(3.44)	(0.29)
Expenses incurred for share allotment under equity settled share based payments	1.62	-
Provision for warranty	1.02	1.06
Doubtful trade and other receivables provided for	-	0.07
	<u>33.83</u>	<u>12.21</u>
Operating profit before working capital changes	104.96	106.10
Adjustments for working capital changes:		
Decrease/ (increase) in inventories	2.27	(33.69)
Decrease/ (increase) in trade receivables and loans	47.02	(59.32)
Decrease/ (increase) in other current financial assets	0.31	(2.10)
Decrease/ (increase) in other non-current financial assets	(0.56)	1.31
Decrease/ (increase) in other assets	(11.24)	(8.86)
Increase/ (decrease) in trade payables	(40.54)	34.56
Increase/ (decrease) in other financial liabilities	-	(0.76)
Increase/(decrease) in other current liabilities	0.27	15.08
Increase/(decrease) in short-term provisions	(0.35)	(2.44)
Increase/(decrease) in other current financial liabilities	4.50	2.64
Increase in long-term provisions	3.38	0.50
	<u>5.06</u>	<u>(53.08)</u>
Cash generated from operations	110.02	53.02
Income tax paid (net)	(13.61)	(16.79)
Net Cash flows from operating activities (A)	96.41	36.23
B. Cash flows from investing activities		
Acquisition of subsidiaries and jointly controlled entities	(3.06)	(183.71)
Purchase of Property, Plant and Equipment	(171.73)	(110.40)
Proceeds of lighting 2wheel division hive off	-	19.75
Proceeds from sale of property, plant and equipment	4.77	8.21
Interest received on fixed deposits	0.73	0.59
Share of profit from partnership firm	3.51	2.87
Dividend income on non-current investment	21.67	16.16
Decrease / (Increase) in deposits (with original maturity more than three months)	2.04	(0.95)
Net cash used in investing activities (B)	(142.07)	(247.48)
C. Cash flows from financing activities		
Proceeds from issue of equity share capital	-	0.16
Share premium on exercise of ESOP	-	7.97
Proceeds from/ (repayment of) short term borrowings	6.99	58.88
Proceeds from/ (repayment of) Long term borrowings	80.60	173.71
Interest paid on borrowings	(16.19)	(3.68)
Dividend paid (including dividend distribution tax)	(17.00)	(15.19)
Net cash used in financing activities (C)	54.40	221.85
Net increase/ (decrease) in cash and cash equivalents(A+B+C)	8.74	10.60
Cash and cash equivalents as at beginning of the period	15.04	14.58
Cash and cash equivalents as at closing of the period	23.78	25.18
Cash on hand	0.34	0.29
Balances with banks:		
- on current accounts	22.46	15.08
- on deposit accounts	0.98	9.81
Cash and cash equivalents at the end of the period	23.78	25.18

Note: The Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7.



Notes on unaudited standalone financial results:

- 1) The above unaudited standalone financial results for the quarter and six months ended 30 September 2019 have been reviewed on 14 November 2019 by the Audit Committee and approved by the Board of Directors. These results have been subjected to limited review by the statutory auditors of the Company.

These results along with the review report of the statutory auditors have been filed with stock exchanges, pursuant to Regulations 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are available on the stock exchanges' websites, NSE website (www.nseindia.com), BSE website (www.bseindia.com) and on Company's website (www.unominda.com).

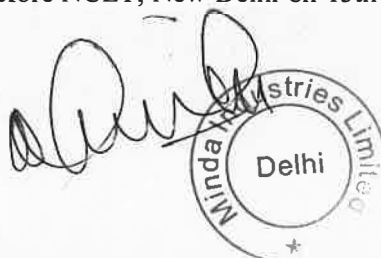
- 2) These standalone financial results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 3) During the year ended 31 March, 2019 Company's unit at Sonapat for manufacturing of two wheeler lights was hived off to its wholly owned subsidiary viz. Minda Rinder Private Limited. The shareholders of the Company had accorded their consent to the aforesaid resolution on 30 March 2018. Accordingly, it was treated as discontinued operations. The relevant information for the discontinued operations for all the periods presented is as below:

(Rs. in Crores)

Particulars	30 Sept 2019 (Qtr.)	30 June 2019 (Qtr.)	30 Sept 2018 (Qtr.)	30 Sept 2019 (Half Year)	30 Sept 2018 (Half Year)	31 March 2019 (Year ended)
Revenue	-	-	-	-	30.00	30.00
Expenses	-	-	-	-	28.57	28.57
Profit/(Loss) before Tax	-	-	-	-	1.43	1.43
Tax Expenses	-	-	-	-	0.33	0.33
Profit/(Loss) after Tax	-	-	-	-	1.10	1.10

- 4) The Company is engaged in the business of manufacturing of auto components including auto electrical parts and its accessories and ancillary services and there is no separate reportable business segment as per Ind AS 108 on Operating Segments.
- 5) The Board of directors of the Company in its meeting held on 16th May 2019 approved the composite scheme of merger of Company's wholly owned subsidiaries i.e. M J Casting Limited (Transferor Company No.1), Minda Distribution and Services Limited (Transferor Company No.2), Minda Auto Components Limited (Transferor Company No.3) and Minda Rinder Private Limited (formerly known as Rinder India Private Limited) (Transferor Company No.4) (collectively referred as "Transferor Companies"), with the Company ("Transferee Company", Minda Industries Limited) subject to various necessary approvals. The appointed date of the amalgamation as per scheme is 1 April 2019.

The Company has filed Application before NCLT, New Delhi on 13th September 2019. The process of NCLT approval is under progress.



Appropriate accounting treatment of the Scheme will be done post receipt of NCLT approval.

- 6) The Board of directors of the Company in its meeting held on 14th February 2019 approved composite scheme of amalgamation (the Scheme) of Harita Limited ("Transferor Company 1") and Harita Venu Private Limited ("Transferor Company 2") and Harita Cheema Private Limited ("Transferor Company 3") and Harita Financial Services Limited ("Transferor Company 4") and Harita Seating Systems Limited ("Transferor Company 5") and Minda Industries Limited ("Transferee Company") subject to various necessary approvals. The appointed date of the amalgamation as per scheme is 1 April 2019.

The Company has filed Application before NCLT, New Delhi on 5th September 2019. The process of NCLT approval is under progress.

Appropriate accounting treatment of the Scheme will be done post receipt of NCLT approval.

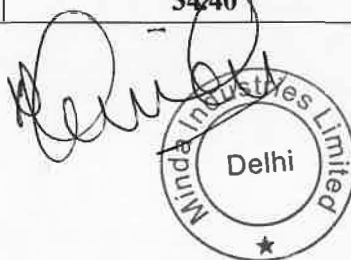
- 7) Effective 01 April 2019, the Company adopted Ind AS 116 "Leases", applied to lease contracts existing on 01 April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings as on the date of initial application. Accordingly, the Company is not required to restate the comparative information.

On 01 April 2019, the Company has recognised a lease liability measured at the present value of the remaining lease payments and Right-of-Use (ROU) assets at its carrying amount as if the standard had been applied since the lease commencement date, but discounted using the lessee's incremental borrowing rate as at 01 April 2019. This has resulted in recognizing a "Right of use assets" of Rs. 18.56 crore and a corresponding "Lease liability" of Rs. 18.90 crore by adjusting retained earnings net of taxes of Rs. 0.22 crore as on 01 April 2019. In respect of leases that were classified as operating leases, on applying Ind AS 17, Rs. 11.11 crores have been reclassified from "Property, plant & equipment" to "Right of use asset".

Consequently, in the statement of profit and loss for the current period, the nature of expenses in respect of operating leases has changed from "Rent" in previous period to "Depreciation and amortisation expense" for the right of use assets and "Finance cost" for interest accrued on lease liability. As a result, the "Rent", "Depreciation and amortisation expense" and "Finance cost" of the current period is not comparable to the earlier periods.

To the extent the performance of the current period is not comparable with earlier period results, the reconciliation of above effect on statement of profit and loss for the quarter and six months ended 30 September 2019 is as under:

	(Rs. in Crores)		
Adjustments to increase (decrease) in net profit	Qtr. ended 30th Sept 2019 comparable basis	Changes due to Ind AS 116 Increase (decrease)	Qtr. ended 30th Sept 2019 as reported
Rent	5.10	(0.80)	4.30
Depreciation and amortisation expenses	21.28	0.64	21.92
Finance Cost	8.58	0.44	9.02
Profit before tax	42.26	(0.28)	41.98
Less: Tax expense	(7.86)	0.10	(7.76)
Profit after tax	34.40	(0.18)	34.22

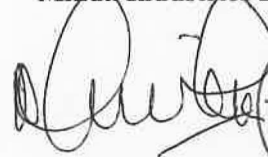



Adjustments to increase (decrease) in net profit	Six months ended 30th Sept 2019 comparable basis	Changes due to Ind AS 116 Increase (decrease)	Six months ended 30th Sept 2019 as reported
Rent	10.11	(1.61)	8.50
Depreciation and amortisation expenses	40.57	1.28	41.85
Finance Cost	16.07	0.88	16.95
Profit before tax	71.68	(0.55)	71.13
Less: Tax expense	(14.49)	0.19	(14.30)
Profit after tax	57.19	(0.36)	56.83

- 8) Subsequent to the quarter ended 30 September 2019, the Company has entered into definitive agreement with Shareholders of Germany based Automotive Lamps engineering, design & testing company, Delvis GmbH, to acquire 100% interest in the company. The enterprise value of the company along with its two subsidiaries Delvis Solution and Delvis Products is ~Euro 21 Mn, subject to adjustments, if any, at closing. The transaction is subject to customary closing conditions and other regulatory approvals and is expected to be concluded in the current year.

For and on behalf of the Board of

Minda Industries Limited

(NIRMAL K. MINDA)

Chairman & Managing Director

Place : Gurugram, Haryana

Date : 14 November 2019

B S R & Co. LLP

Chartered Accountants

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DLF Cyber City, Phase - II
Gurugram - 122 002, India

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Limited review report on unaudited standalone financial results for the quarter and year to date ended 30 September 2019 of Minda Industries Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

Board of Directors of Minda Industries Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Minda Industries Limited ("the Company") for the quarter ended and year to date results for the period from 01 April 2019 to 30 September 2019 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
2. This Statement, which is the responsibility of the Company's management and approved by the 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 and in compliance with the Listing Regulations. Our responsibility is to issue a report 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 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.
4. 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 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

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B S R & Co. LLP

5. The unaudited standalone financial results include the Company's share of net profit of INR 1.77 crores for the quarter ended 30 September 2019 and INR 3.51 crores for the period from 1 April 2019 to 30 September 2019 in respect of three partnership firms, whose financial results have not been reviewed by us. These financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our review report on the unaudited standalone financial result, in so far as it relates to the amounts included in respect of these partnership firms, is based solely on the review reports of the other auditors.

Our conclusion is not modified in respect of such matter.

For B S R & Co. LLP

Chartered Accountants

ICAI Firm's Registration No. 101248W/W-100022



Rajiv Goyal
Partner

Place: Gurugram

Date: 14 November 2019

Membership No. 094549

ICAI UDIN: 19094549AAAFL4805