

V-GUARD INDUSTRIES LTD

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2020

(₹ in lakhs)

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		(Refer note 9 below)	(Unaudited)	(Refer note 9 below)	(Audited)	(Audited)
1	Income					
	Revenue from operations	53,662.58	62,664.12	73,969.06	248,196.29	256,643.57
	Other income	184.75	206.37	404.34	1,000.72	1,054.92
	Finance income	334.08	338.09	271.51	1,398.00	770.56
	Total income	54,181.41	63,208.58	74,644.91	250,595.01	258,469.05
2	Expenses					
	Cost of raw materials consumed	20,708.37	17,955.06	21,108.61	74,881.44	78,083.12
	Purchase of stock-in-trade	29,824.47	22,277.61	33,484.88	102,229.60	106,324.88
	(Increase)/ decrease in inventories of finished goods, work- in-progress and traded goods	(14,757.60)	1,625.43	(2,512.73)	(11,291.36)	(4,490.00)
	Employee benefits expense (refer note 3 below)	4,315.38	5,841.46	5,253.54	20,682.50	20,202.81
	Depreciation and amortization expenses	708.71	732.93	554.69	2,808.56	2,181.82
	Finance costs	85.89	98.75	22.24	373.28	126.93
	Other expenses	9,056.02	9,022.54	8,820.22	36,367.09	34,580.40
	Total expenses	49,941.24	57,553.78	66,731.45	226,051.11	237,009.96
3	Profit before tax (1-2)	4,240.17	5,654.80	7,913.46	24,543.90	21,459.09
4	Tax expenses:					
	Current tax	1,054.74	1,360.31	1,893.97	6,474.86	4,977.79
	Deferred tax expense/(credit)	(65.73)	6.19	95.14	(447.30)	(71.32)
		989.01	1,366.50	1,989.11	6,027.56	4,906.47
5	Profit for the period/year (3-4)	3,251.16	4,288.30	5,924.35	18,516.34	16,552.62
6	Other Comprehensive Income/(Loss)					
	Other comprehensive loss not to be reclassified to profit or loss in subsequent periods, net of tax	(225.98)	-	(69.65)	(225.98)	(69.65)
	Other Comprehensive Loss for the period net of tax	(225.98)	-	(69.65)	(225.98)	(69.65)
7	Total Comprehensive Income for the period (Comprising Profit/(loss) after tax and Other Comprehensive Income/(Loss) for the period (5+6))	3,025.18	4,288.30	5,854.70	18,290.36	16,482.97
8	Paid up equity share capital (Face value of ₹ 1/- each)	4,282.88	4,276.79	4,269.34	4,282.88	4,269.34
9	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)					
	(a) Basic	0.76	1.00	1.39	4.33	3.88
	(b) Diluted	0.75	0.99	1.37	4.28	3.82

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

(₹ in lakhs)

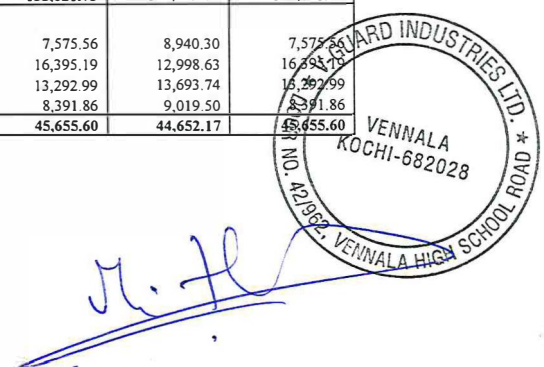
Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		(Refer note 9 below)	(Unaudited)	(Refer note 9 below)	(Audited)	(Audited)
1	Segment Revenue					
	(a) Electronics	15,031.94	15,378.55	20,548.07	75,451.51	75,988.55
	(b) Electricals	24,215.83	27,090.07	35,521.89	105,297.86	112,862.17
	(c) Consumer Durables	14,414.81	20,195.50	17,899.10	67,446.92	67,792.85
	Total	53,662.58	62,664.12	73,969.06	248,196.29	256,643.57
	Less : Inter Segment Revenue	-	-	-	-	-
	Revenue from operations	53,662.58	62,664.12	73,969.06	248,196.29	256,643.57
2	Segment Results					
	(a) Electronics	2,125.36	2,442.98	3,033.52	12,367.82	9,519.24
	(b) Electricals	1,921.17	2,083.85	3,487.24	8,131.81	8,404.66
	(c) Consumer Durables	354.14	1,131.98	1,184.25	3,993.52	3,192.92
	Total	4,400.67	5,658.81	7,705.01	24,493.15	21,116.82
	(Add)/Less: (i) Interest	85.89	98.75	22.24	373.28	126.93
	(ii) Other un-allocable expense net of un-allocable income	74.61	(94.74)	(230.69)	(424.03)	(469.20)
	Profit Before Tax	4,240.17	5,654.80	7,913.46	24,543.90	21,459.09
3	Segment Assets					
	(a) Electronics	31,535.67	23,449.04	31,334.29	31,535.67	31,334.29
	(b) Electricals	41,031.15	36,947.96	42,186.65	41,031.15	42,186.65
	(c) Consumer Durables	39,224.08	37,252.08	30,939.48	39,224.08	30,939.48
	(d) Unallocated	32,238.77	48,997.98	31,161.31	32,238.77	31,161.31
	Total segment assets	144,029.67	146,647.06	135,621.73	144,029.67	135,621.73
4	Segment Liabilities					
	(a) Electronics	8,940.30	7,590.86	7,575.56	8,940.30	7,575.56
	(b) Electricals	12,998.63	13,496.48	16,395.19	12,998.63	16,395.19
	(c) Consumer Durables	13,693.74	14,869.23	13,292.99	13,693.74	13,292.99
	(d) Unallocated	9,019.50	9,817.65	8,391.86	9,019.50	8,391.86
	Total segment liabilities	44,652.17	45,774.22	45,655.60	44,652.17	45,655.60

V-GUARD INDUSTRIES LTD.

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STANDALONE BALANCE SHEET AS AT 31.03.2020
(₹ in lakhs)

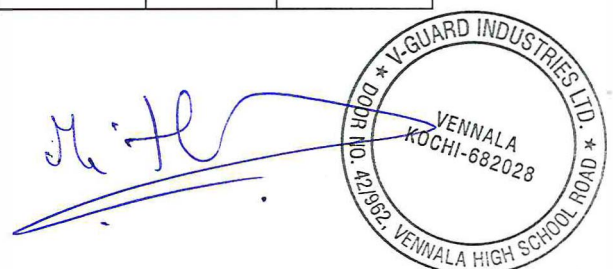
Particulars		As at 31.03.2020 (Audited)	As at 31.03.2019 (Audited)
A. Assets			
1. Non-current assets			
Property, plant and equipment		26,290.02	21,004.11
Capital work-in-progress		6,686.51	770.71
Investment property		27.90	27.90
Other intangible assets		458.27	347.30
Financial assets			
(a) Investment in subsidiary		884.95	884.95
(b) Loans		373.89	605.58
(c) Other financial assets		1,146.34	981.87
Income tax assets (net)		1,702.92	743.61
Deferred tax assets (net)		223.63	-
Other non current assets		851.31	2,377.83
		38,645.74	27,743.86
2. Current assets			
Inventories		47,640.18	37,088.30
Financial assets			
(a) Investments		3,600.14	8,312.78
(b) Trade receivables		32,177.23	45,431.82
(c) Cash and cash equivalents		2,341.08	8,427.28
(d) Other bank balances		8,812.14	38.15
(e) Loans		487.96	333.01
(f) Other financial assets		156.93	155.67
Other current assets		10,168.27	8,090.86
		105,383.93	107,877.87
Total Assets		144,029.67	135,621.73
B. Equity and Liabilities			
1. Equity			
Equity Share capital		4,282.88	4,269.34
Other Equity		95,094.62	85,696.79
Total Equity		99,377.50	89,966.13
2. Non-current liabilities			
Financial liabilities		3,718.50	363.85
Provisions		931.68	1,120.51
Deferred tax liabilities (net)		-	223.67
		4,650.18	1,708.03
3. Current liabilities			
Financial liabilities			
(a) Borrowings		1,000.00	1,002.23
(b) Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises		2,769.03	3,533.60
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		27,298.52	31,773.46
(c) Other financial liabilities		3,108.49	2,607.73
Other current liabilities		2,152.79	1,644.58
Provisions		3,673.16	3,121.63
Current tax liabilities (net)		-	264.34
		40,001.99	43,947.57
Total Equity and Liabilities		144,029.67	135,621.73




STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(₹ in lakhs)

Particulars	Year ended March 31, 2020		Year ended March 31, 2019	
A. Cash flow from operating activities				
Profit before income tax		24,543.90		21,459.09
Adjustments to reconcile profit before tax to net cash flows				
Depreciation and amortisation expense	2,808.56		2,181.82	
(Profit) / Loss on disposal of property, plant and equipment (net)	74.72		26.79	
Interest expenses	282.85		41.49	
Interest income	(830.52)		(255.49)	
Carrying value adjustment of put option liability	32.75		30.04	
Dividend income on current investments	(588.02)		(622.05)	
Liabilities / provisions no longer required written back	(31.53)		(179.32)	
Impairment allowance for receivables, loans and advances considered doubtful	649.87		260.80	
Share based payments expense / (reversals)	(339.31)		1,454.51	
		2,059.37		2,938.59
Operating profit before working capital changes		26,603.27		24,397.68
Movement in working capital				
(Increase)/Decrease in inventories	(10,551.88)		(6,037.19)	
(Increase)/Decrease in trade receivables	12,634.71		(1,244.03)	
(Increase)/Decrease in other financial and non financial assets	(2,195.66)		(1,484.53)	
Increase/(Decrease) in trade payables	(5,295.44)		2,627.56	
Increase/(Decrease) in provisions	56.57		633.86	
Increase/(Decrease) in other financial and non financial liabilities	305.55		1,655.17	
		(5,046.15)		(3,849.16)
Cash generated from operations		21,557.12		20,548.52
Income tax paid (net of refunds)		(7,618.36)		(5,206.54)
Net cash flow from Operating Activities (A)		13,938.76		15,341.98
B. Cash flow from investing activities				
Purchase of property, plant and equipment including capital work in progress and capital advances	(8,431.40)		(5,295.60)	
Proceeds from sale of property, plant and equipment	36.81		161.95	
(Purchase)/ sale of current investments (net)	4,712.64		(796.74)	
Investment in fixed deposits with maturity more than 3 months (net)	(8,764.00)		-	
Refund of inter corporate loan	82.10		125.00	
Interest income	731.04		204.72	
Dividend income on current investments	588.02		622.05	
Net cash flow used in investing activities (B)		(11,044.79)		(4,978.62)
C. Cash flow from financing activities				
Proceeds from exercise of share options (including share application money)	224.47		460.66	
Payment of lease liabilities	(429.61)		-	
Proceeds/ (repayment) of short term borrowings (net)	(2.23)		1,002.23	
Repayment of long term borrowings	-		(240.00)	
Interest paid	(18.64)		(41.49)	
Dividends paid on equity shares (including dividend distribution tax)	(8,754.16)		(3,588.32)	
Net cash flow used in financing activities (C)		(8,980.17)		(2,406.92)
Net increase in cash and cash equivalents (A+B+C)		(6,086.20)		7,956.44
Cash and cash equivalents at the beginning of the year		8,427.28		470.84
Cash and cash equivalents at the end of the year		2,341.08		8,427.28
Components of cash and cash equivalents				
(a) Cash on hand		16.64		2.81
(b) Balances with bank:				
In current accounts		228.44		624.47
In fixed deposits		2,096.00		7,800.00
		2,341.08		8,427.28

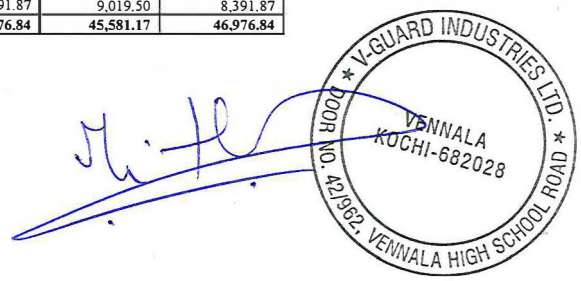


STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2020

Sl. No	Particulars	For the three months ended			For the year ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		(Refer note 9 below)	(Unaudited)	(Refer note 9 below)	(Audited)	(Audited)
1	Income					
	Revenue from operations	54,113.74	63,188.79	74,578.03	250,294.25	259,400.87
	Other income	168.89	245.98	544.91	1,115.04	1,234.38
	Finance income	334.08	338.09	271.60	1,398.14	770.82
	Total income	54,616.71	63,772.86	75,394.54	252,807.43	261,406.07
2	Expenses					
	Cost of raw materials consumed	21,362.52	18,695.93	22,066.40	78,188.38	82,048.39
	Purchases of Stock-in-Trade	29,199.93	21,434.98	32,555.54	99,051.52	103,059.67
	(Increase)/ decrease in inventories of finished goods, work-in-progress and traded goods	(14,721.53)	1,770.12	(2,515.63)	(11,064.15)	(4,458.08)
	Employee benefits expense (refer note 3 below)	4,248.19	5,930.53	5,341.73	20,882.60	20,539.88
	Depreciation and amortization expenses	742.39	765.33	586.03	2,938.14	2,300.89
	Finance costs	94.73	108.61	33.33	416.12	176.04
	Other expenses	9,463.83	9,221.65	9,090.07	37,436.63	35,780.08
	Total expenses	50,390.06	57,927.15	67,157.47	227,849.24	239,446.87
3	Profit before tax (1-2)	4,226.65	5,845.71	8,237.07	24,958.19	21,959.20
4	Tax expenses:					
	Current tax	1,064.74	1,422.31	1,968.47	6,639.86	5,137.29
	Deferred tax expense/(credit)	(61.36)	(0.67)	129.92	(507.03)	17.33
		1,003.38	1,421.64	2,098.39	6,132.83	5,154.62
5	Profit for the period (3-4)	3,223.27	4,424.07	6,138.68	18,825.36	16,804.58
6	Other Comprehensive Income/(Loss)					
	Other comprehensive loss not to be reclassified to profit or loss in subsequent periods, net of tax	(228.55)	-	(68.34)	(228.55)	(68.34)
	Other Comprehensive Loss for the period net of tax	(228.55)	-	(68.34)	(228.55)	(68.34)
7	Profit/(loss) after tax and Other Comprehensive Income for the period (5+6)	2,994.72	4,424.07	6,070.34	18,596.81	16,736.24
8	Profit for the year attributable to:					
	Equity holders of the parent company	3,218.00	4,383.64	6,084.86	18,711.21	16,723.68
	Non Controlling interests	5.27	40.43	53.82	114.15	80.90
9	Total Comprehensive Income for the year attributable to:					
	Equity holders of the parent company	2,990.12	4,383.64	6,016.44	18,483.33	16,655.00
	Non Controlling interests	4.60	40.43	53.90	113.48	81.24
10	Paid up equity share capital (Face value of ₹ 1/- each)	4,282.88	4,276.79	4,269.34	4,282.88	4,269.34
11	Earnings per equity share (EPS) (nominal value of ₹ 1/-each)					
	(a) Basic	0.75	1.03	1.43	4.38	3.92
	(b) Diluted	0.74	1.01	1.40	4.32	3.86

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

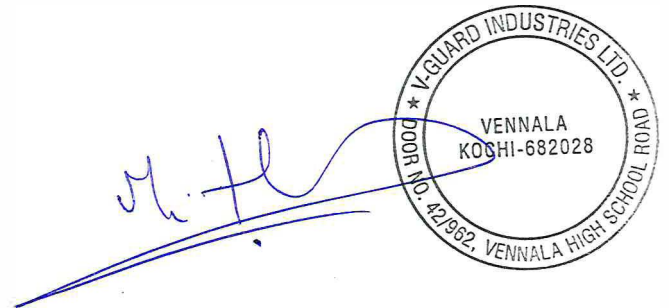
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		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		(Refer note 9 below)	(Unaudited)	(Refer note 9 below)	(Audited)	(Audited)
1	Segment Revenue					
	(a) Electronics	15,031.95	15,378.54	20,548.07	75,451.51	75,988.55
	(b) Electricals	24,666.97	27,614.75	36,130.86	107,395.81	115,619.47
	(c) Consumer Durables	14,414.82	20,195.50	17,899.10	67,446.93	67,792.85
	Total	54,113.74	63,188.79	74,578.03	250,294.25	259,400.87
	Less : Inter Segment Revenue	-	-	-	-	-
	Revenue from operations	54,113.74	63,188.79	74,578.03	250,294.25	259,400.87
2	Segment Results					
	(a) Electronics	2,125.36	2,442.98	3,033.52	12,367.82	9,519.24
	(b) Electricals	1,916.49	2,284.62	3,821.95	8,588.94	8,953.89
	(c) Consumer Durables	354.14	1,131.98	1,184.25	3,993.52	3,192.92
	Total	4,395.99	5,859.58	8,039.72	24,950.28	21,666.05
	(Add)/Less: (i) Interest	94.73	108.61	33.33	416.12	176.04
	(ii) Other un-allocable expense net of un-allocable income	74.61	(94.74)	(230.68)	(424.03)	(469.19)
	Profit Before Tax	4,226.65	5,845.71	8,237.07	24,958.19	21,959.20
3	Segment Assets					
	(a) Electronics	31,535.67	23,449.04	31,334.29	31,535.67	31,334.29
	(b) Electricals	43,376.24	39,294.96	44,617.56	43,376.24	44,617.56
	(c) Consumer Durables	39,224.08	37,252.08	30,939.48	39,224.08	30,939.48
	(d) Unallocated	31,353.82	48,113.03	30,276.37	31,353.82	30,276.37
	Total segment assets	145,489.81	148,109.11	137,167.70	145,489.81	137,167.70
4	Segment Liabilities					
	(a) Electronics	8,940.30	7,590.86	7,575.56	8,940.30	7,575.56
	(b) Electricals	13,927.63	14,396.89	17,716.42	13,927.63	17,716.42
	(c) Consumer Durables	13,693.74	14,869.23	13,292.99	13,693.74	13,292.99
	(d) Unallocated	9,019.50	9,817.65	8,391.87	9,019.50	8,391.87
	Total segment liabilities	45,581.17	46,674.63	46,976.84	45,581.17	46,976.84



CONSOLIDATED BALANCE SHEET AS AT 31.03.2020

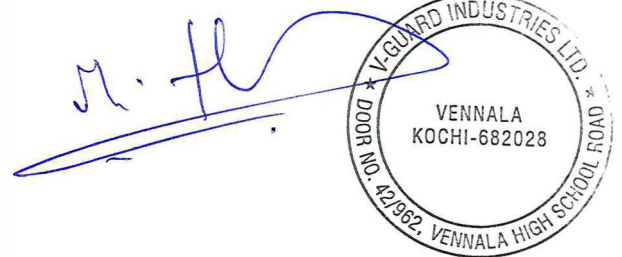
(₹ in lakhs)

Particulars		As at 31.03.2020 (Audited)	As at 31.03.2019 (Audited)
A. Assets			
1. Non-current assets			
Property, plant and equipment		27,455.41	22,140.02
Capital work-in-progress		6,686.51	784.78
Investment property		27.90	27.90
Goodwill		366.40	366.40
Other intangible assets		595.69	530.35
Financial assets			
(a) Loans		373.89	605.58
(b) Other financial assets		1,090.44	925.78
Income tax assets (net)		1,702.92	743.61
Deferred tax asset (net)		248.22	-
Other non current assets		897.22	2,429.99
		39,444.60	28,554.41
2. Current assets			
Inventories		47,895.35	37,639.44
Financial assets			
(a) Investments		3,600.14	8,312.78
(b) Trade receivables		32,430.14	45,909.32
(c) Cash and cash equivalents		2,343.21	8,531.46
(d) Other bank balances		8,812.14	38.15
(e) Loans		488.80	333.06
(f) Other financial assets		248.86	177.22
Other current assets		10,226.57	7,671.86
		106,045.21	108,613.29
Total Assets		145,489.81	137,167.70
B. Equity and Liabilities			
1. Equity			
Equity Share capital		4,282.88	4,269.34
Other Equity		95,262.33	85,671.56
Equity attributable to equity holders of the parent		99,545.21	89,940.90
Non Controlling interests		363.43	249.96
Total Equity		99,908.64	90,190.86
2. Liabilities			
Non-current liabilities			
Financial liabilities		3,718.90	363.85
Provisions		972.21	1,154.24
Deferred tax liabilities (net)		-	258.81
		4,691.11	1,776.90
3. Current liabilities			
Financial liabilities			
(a) Borrowings		1,277.25	1,411.69
(b) Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises		2,678.85	3,533.60
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		27,835.25	32,388.39
(c) Other financial liabilities		3,128.16	2,622.17
Other current liabilities		2,159.93	1,649.34
Provisions		3,750.59	3,170.44
Current tax liabilities (net)		60.03	424.31
		40,890.06	45,199.94
Total Equity and Liabilities		145,489.81	137,167.70



CONSOLIDATED CASH FLOW STATEMENT FOR YEAR ENDED 31.03.2020
(Rs. in lakhs)

Particulars	Year ended March 31, 2020		Year ended March 31, 2019	
A. Cash flow from operating activities				
Profit before tax		24,958.19		21,959.20
Adjustments to reconcile profit before tax to net cash flows				
Depreciation and amortisation expense	2,938.14		2,300.89	
(Profit) / Loss on disposal of property, plant and equipment (net)	74.72		26.79	
Interest expenses	316.60		82.24	
Interest income	(830.66)		(255.75)	
Carrying value adjustment of put option liability	32.75		30.04	
Dividend income on current investments	(588.02)		(622.05)	
Liabilities / provisions no longer required written back	(62.78)		(351.85)	
Impairment allowance for receivables, loans and advances considered doubtful	667.41		399.70	
Share based payments expense /(reversals)	(339.31)		1,454.51	
		2,208.85		3,064.52
Operating profit before working capital changes		27,167.04		25,023.72
Movement in working capital				
(Increase)/Decrease in inventories	(10,255.91)		(5,990.26)	
(Increase)/Decrease in trade receivables	12,841.77		(1,381.18)	
(Increase)/Decrease in other financial and non financial assets	(2,701.00)		(1,417.34)	
Increase/(Decrease) in trade payables	(5,432.57)		2,669.00	
Increase/(Decrease) in provisions	89.42		341.59	
Increase/(Decrease) in other financial and non financial liabilities	313.11		1,614.01	
		(5,145.18)		(4,164.18)
Cash generated from operations		22,021.86		20,859.54
Income tax paid (net of refunds)		(7,883.30)		(5,238.96)
Net cash flow from operating activities (A)		14,138.56		15,620.58
B. Cash flow from investing activities				
Purchase of property, plant and equipment including capital work in progress and capital advances	(8,497.05)		(5,452.16)	
Proceeds from sale of property, plant and equipment	36.81		162.19	
(Purchase)/ sale of current investments (net)	4,712.64		(796.74)	
Investment in fixed deposits with maturity more than 3 months (net)	(8,764.00)		-	
Refund of inter corporate loan	82.10		125.00	
Interest income	660.80		262.43	
Dividend income on current investments	588.02		622.05	
Net cash flow used in investing activities (B)		(11,180.68)		(5,077.23)
C. Cash flow from financing activities				
Proceeds from exercise of share options (including share application money)	224.47		460.66	
Proceeds/ (repayment) of short term borrowings (net)	(134.44)		942.82	
Repayment of long term borrowings	-		(250.03)	
Payment of lease liabilities	(429.65)			
Interest paid	(52.35)		(82.38)	
Dividends paid on equity shares (including dividend distribution tax)	(8,754.16)		(3,588.32)	
Net cash flow used in financing activities (C)		(9,146.13)		(2,517.25)
Net increase in cash and cash equivalents (A+B+C)		(6,188.25)		8,026.10
Cash and cash equivalents at the beginning of the year		8,531.46		505.36
Cash and cash equivalents at the end of the year		2,343.21		8,531.46
Components of cash and cash equivalents				
(a) Cash on hand		17.27		4.04
(b) Balances with bank:				
In current accounts		229.94		727.42
In fixed deposits		2,096.00		7,800.00
		2,343.21		8,531.46



Other notes:

1. The above standalone and consolidated financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under section 133 of Companies Act, 2013 read with relevant rules issued thereunder.
2. The above standalone and consolidated financial results for the quarter and year ended March 31, 2020 were reviewed by the Audit Committee at the meeting held on June 01, 2020 and approved by the Board of Directors and taken on record at the meeting held on June 01, 2020.
3. The Company had granted stock options under the Employees Stock Option Scheme, 2013 (ESOS 2013) to eligible employees of the Company. According to the scheme, the eligible employees were to be granted stock options subject to satisfaction of prescribed vesting conditions. The Company has been accruing the cost of these options over the vesting period. During the quarter ended September 30, 2019, management evaluated that the vesting condition for few of its options linked to the achievement of a certain threshold of profit before tax for the year ended March 31, 2020 will not be satisfied. Accordingly, the Company reversed the cost accrued over the years/periods for such options amounting to ₹ 1,012.89 lakhs to the statement of profit and loss during the quarter ended September 30, 2019 with a consequent impact on the profits for the year ended March 31, 2020.
4. During the quarter and year ended March 31, 2020, the Company allotted 608,659 equity shares and 1,353,441 equity shares respectively pursuant to exercise of stock options by eligible employees under the Employees Stock Option Scheme, 2013.
5. Effective April 01, 2019, the Company has adopted Ind AS 116 "Leases" and applied the standard to lease arrangements existing on the date of initial application using the modified retrospective approach and hence the comparatives for the year ended March 31, 2019 have not been retrospectively adjusted.
6. Based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and segment information is presented accordingly. Accordingly, the management has identified three business segments namely, Electronics, Electricals and Consumer Durables. Electronics includes Stabilizers, Digital UPS, UPS and Solar Inverters; Electricals includes PVC Insulated Cables, Switch Gears, Single Phase Pumps, Three Phase Pumps and Modular Switches; Consumer Durables includes Electric Water Heaters, Solar Water Heaters, Fans, Induction Cooktops, Mixer Grinders, Glasstop Gas Stoves, Rice Cookers, Air Coolers and Breakfast Appliances.
7. On February 14, 2020, the Board of Directors declared an interim dividend of ₹ 0.90 per share (90%) for the year ended March 31, 2020, which has been paid by March 31, 2020.
8. In March 2020, the World Health Organisation declared COVID-19 to be a pandemic. Consequent to this, Government of India declared a national lock down on March 24, 2020, which has impacted the business activities of the Company. The spread of COVID-19 has severely impacted businesses operations around the globe including India. As a result of the lockdown and consequent supply chain disruption, the sales volumes of the Company for the month of March 2020 have been impacted. The Company has made a detailed assessment of its liquidity position as at the date of approval of these financial statements for the next one year and of the recoverability and carrying values of its assets including Property, Plant and Equipment (including assets under construction), Intangible assets, Trade receivables, Inventory and Investments as at the balance sheet date and has concluded that there are no material adjustments required in the standalone and consolidated financial results. Management believes that it has taken into account all the possible impact of known events and economic forecasts based on internal and external sources of information arising from COVID-19 pandemic while making such assessment in the preparation of the standalone and consolidated financial results. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company is monitoring the situation closely and is resuming operations in a phased manner taking into account directives from the Government and will continue to closely monitor any material changes to future economic conditions and take actions as are appropriate based on future economic conditions.
9. The figures for the quarter ended March 31, 2020 and March 31, 2019 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2020 and March 31, 2019 respectively and the unaudited published year-to-date figures up to December 31, 2019 and December 31, 2018 respectively, being the date of the end of the third quarter of the respective financial years, which were subjected to limited review. Further, the consolidated figures of corresponding quarter ended March 31, 2019 as reported in these results have been compiled by the management in accordance with Ind AS but have not been subjected to audit/review.
10. Figures for the previous periods have been regrouped and / or reclassified wherever necessary to conform with the current period presentation.

For V-GUARD INDUSTRIES LIMITED



Managing Director

Place: Kochi
Date: 01.06.2020



Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
V-Guard Industries Limited

Report on the audit of the Standalone Financial Results**Opinion**

We have audited the accompanying statement of quarterly and year to date standalone financial results of V-Guard Industries Limited (the "Company") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information of the Company for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

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, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company 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 standalone financial statements under the provisions of the Act 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 is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive loss of the Company and other financial information in accordance with the applicable 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, 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 standalone 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.
- 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 Company's ability 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance 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.



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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.

Other Matter

The Statement includes the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


per Sandeep Karnani
Partner

Membership No.: 061207

UDIN: 20061207AAAABS1052

Bengaluru

June 01, 2020



Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
V-Guard Industries Limited

Report on the audit of the Consolidated Financial Results**Opinion**

We have audited the accompanying statement of quarterly and year to date consolidated financial results of V-Guard Industries Limited ("Holding Company") and its subsidiary (together referred to as "the Group") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("Statement"), 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"). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended March 31, 2019, as reported in these consolidated financial results have been approved by the Holding Company's Board of Directors, but have not been subjected to audit/review.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate audited financial statements of the subsidiary, the Statement:

- i. includes the results of the Holding Company and its subsidiary Guts Electro-mech Limited;
- ii. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit and other comprehensive loss and other financial information of the Group for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the 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 consolidated financial statements under the provisions of the Act 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 auditor in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Consolidated Financial Results

The Statement has 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 the Statement that give a true and fair view of the net profit and other comprehensive loss and other financial



information of the Group in accordance with the applicable 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement 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 Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, 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 also 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 Statement as a whole is 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 the Statement.

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 Statement, 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 consolidated 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.
- 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 Statement



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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 Statement, including the disclosures, and whether the Statement 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 of which we are the independent auditors, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, 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 Statement 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 No. CIR/CFID/CMD1/44/2019 dated March 29, 2019 issued by the Securities Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matter

The accompanying Statement includes the audited financial statements and other financial information, in respect of a subsidiary, whose financial statements (before adjustments on consolidation) include total assets of Rs 2,019.23 lakhs as at March 31, 2020, total revenues (including other income) of Rs 1,106.49 lakhs and Rs 5,472.45 lakhs, total net profit after tax of Rs. 19.63 lakhs and Rs. 438.38 lakhs, total comprehensive income of Rs. 17.71 lakhs and Rs. 436.46 lakhs, for the quarter and the year ended March 31, 2020 and net cash inflows of Rs. 30.13 lakhs for the year ended March 31, 2020, as considered in the Statement which have been audited by their independent auditor.

The independent auditor's report on the financial statements/financial information of the subsidiary have been furnished to us by the Management and our opinion on the Statement in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on the reports of such auditors and the procedures performed by us as stated in paragraph above.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor.



S.R. BATLIBOI & ASSOCIATES LLP

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The Statement includes the results for the quarter ended March 31, 2020 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


Anand Kumar

Partner

Membership No.: 061207

UDIN: 20061207AAAABT1276

Bengaluru

June 01, 2020

