

July 24, 2019

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Ref:- Scrip Code: 532953	Ref:- Symbol: VGUARD

Dear Sir / Madam,

Sub: - Outcome of Board Meeting and various disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 – reg.

This is to inform you that the Board of Directors of the Company at their meeting held on July 24, 2019, has approved and adopted the unaudited Standalone and Consolidated Financial Results of the Company for the quarter ended June 30, 2019. The unaudited Financial Results (Standalone as well as Consolidated) were reviewed by the members of the Audit Committee in their meeting held on the same day. The Limited Review Report submitted by M/s. S R Batliboi & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company are also enclosed herewith.

The following decision was also taken by the Board of Directors in the meeting.

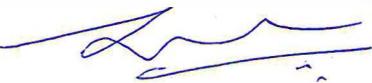
- Allotted 3,69,057 nos. of equity shares having face value of Re.1/- each to employees who have exercised stock options under Employee Stock Option Scheme of the Company, 'ESOS2013'. Out of the total number of 3,69,057 equity shares allotted, 2,30,388, 92,636 and 46,033 nos. of equity shares were allotted at a price of Re.1/-, Rs.34.64 and Rs.71.36 each respectively. The shares allotted rank pari-passu with existing equity shares of the Company in all respects.

The aforesaid meeting commenced at 12.15 p.m. and concluded at 03.00 p.m.

Kindly take the information on record.

Thanking You,

For V-Guard Industries Limited


Jayasree K
Company Secretary
Encl: as above



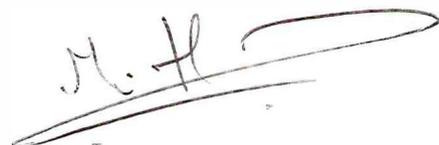
STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30.06.2019

(₹ in lakhs)

Sl. No	Particulars	For the three months ended			For the year ended
		30.06.2019	31.03.2019	30.06.2018	31.03.2019
		(Unaudited)	(Refer note 6 below)	(Unaudited)	(Audited)
1	Income				
	Revenue from operations	69,938.68	73,969.06	63,489.10	256,643.57
	Other Income	261.86	404.34	152.49	1,054.92
	Finance Income	382.90	271.51	170.07	770.56
	Total Income	70,583.44	74,644.91	63,811.66	258,469.05
2	Expenses				
	Cost of raw materials consumed	16,484.71	21,108.61	17,482.87	78,083.12
	Purchase of stock-in-trade	24,474.89	33,484.88	24,770.29	106,324.88
	(Increase)/ decrease in inventories of finished goods, work-in-progress and traded goods	6,211.09	(2,512.73)	1,939.09	(4,490.00)
	Employee benefits expense	6,023.47	5,253.54	4,975.58	20,202.81
	Depreciation and amortization expense	674.15	554.69	523.48	2,181.82
	Finance costs	105.95	22.24	24.78	126.93
	Other expenses	9,632.31	8,820.22	9,673.85	34,580.40
	Total Expenses	63,606.57	66,731.45	59,389.94	237,009.96
3	Profit before tax (1-2)	6,976.87	7,913.46	4,421.72	21,459.09
4	Tax expenses:				
	Current tax	1,967.82	1,893.97	1,050.26	4,977.79
	Deferred tax expense/(credit)	(236.20)	95.14	(68.49)	(71.32)
		1,731.62	1,989.11	981.77	4,906.47
5	Profit for the period/year (3-4)	5,245.25	5,924.35	3,439.95	16,552.62
6	Other Comprehensive Income/(Loss)				
	Net other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	-	(69.65)	-	(69.65)
	Other Comprehensive Income/(Loss) for the period net of tax	-	(69.65)	-	(69.65)
7	Total Comprehensive Income for the period (Comprising Profit/(loss) after tax and Other Comprehensive Income/(Loss) for the period (5+6))	5,245.25	5,854.70	3,439.95	16,482.97
8	Paid up equity share capital (Face value of ₹ 1/- each)	4,270.81	4,269.34	4,258.17	4,269.34
9	Earnings per equity share (EPS) (nominal value of ₹ 1/-each) (not annualised)				
	(a) Basic	1.23	1.39	0.81	3.88
	(b) Diluted	1.21	1.37	0.79	3.82

SEGMENT WISE REVENUE, RESULTS, ASSETS, LIABILITIES AND CAPITAL EMPLOYED

Sl. No	Particulars	For the three months ended			For the year ended
		30.06.2019	31.03.2019	30.06.2018	31.03.2019
		(Unaudited)	(Refer note 6 below)	(Unaudited)	(Audited)
1	Segment Revenue				
	(a) Electronics	28,284.38	20,548.07	24,051.28	75,988.55
	(b) Electricals	26,316.14	35,521.89	26,136.21	112,862.17
	(c) Consumer Durables	15,338.16	17,899.10	13,301.61	67,792.85
	Total	69,938.68	73,969.06	63,489.10	256,643.57
	Less : Inter Segment Revenue	-	-	-	-
	Revenue from operations	69,938.68	73,969.06	63,489.10	256,643.57
2	Segment Results				
	(a) Electronics	4,961.77	3,033.52	2,235.19	9,519.24
	(b) Electricals	1,315.96	3,487.24	1,829.49	8,404.66
	(c) Consumer Durables	657.85	1,184.25	381.74	3,192.92
	Total	6,935.58	7,705.01	4,446.42	21,116.82
	(Add)/Less: (i) Interest	105.95	22.24	24.78	126.93
	(ii) Other un-allocable expense net of un-allocable income	(147.24)	(230.69)	(0.08)	(469.20)
	Profit Before Tax	6,976.87	7,913.46	4,421.72	21,459.09
3	Segment Assets				
	(a) Electronics	26,260.56	31,586.59	25,896.48	31,586.59
	(b) Electricals	36,697.49	42,226.32	36,453.09	42,226.32
	(c) Consumer Durables	30,556.43	30,949.59	24,136.63	30,949.59
	(d) Unallocated	48,809.59	31,161.31	28,841.25	31,161.31
	Total segment assets	142,324.07	135,923.81	115,327.45	135,923.81
4	Segment Liabilities				
	(a) Electronics	9,587.97	7,827.86	7,396.16	7,827.86
	(b) Electricals	15,170.54	16,434.85	12,728.83	16,434.85
	(c) Consumer Durables	13,044.90	13,303.10	8,469.18	13,303.10
	(d) Unallocated	8,996.63	8,391.87	7,564.91	8,391.87
	Total segment liabilities	46,800.04	45,957.68	36,159.08	45,957.68

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30.06.2019

(₹ in lakhs)

Sl. No	Particulars	For the three months ended			For the year ended
		30.06.2019	31.03.2019	30.06.2018	31.03.2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income				
	Revenue from operations	70,664.56	74,578.03	64,241.59	259,400.87
	Other Income	264.30	544.74	153.08	1,234.38
	Finance Income	383.04	271.77	170.24	770.82
	Total Income	71,311.90	75,394.54	64,564.91	261,406.07
2	Expenses				
	Cost of raw materials consumed	17,430.26	22,066.40	18,307.17	82,048.39
	Purchases of Stock-in-Trade	23,871.68	32,555.54	24,169.83	103,059.67
	(Increase)/ decrease in inventories of finished goods, work- in-progress and traded goods	6,188.38	(2,515.63)	1,950.36	(4,458.08)
	Employee benefits expense	6,110.29	5,340.37	5,048.11	20,539.88
	Depreciation and amortization expense	705.57	586.03	552.35	2,300.89
	Finance costs	117.13	33.33	35.58	176.04
	Other expenses	9,851.12	9,090.07	10,016.84	35,780.08
	Total Expenses	64,274.43	67,156.11	60,080.24	239,446.87
3	Profit before tax (1-2)	7,037.47	8,238.43	4,484.67	21,959.20
4	Tax expenses:				
	Current tax	2,003.82	1,968.85	1,065.13	5,137.29
	Deferred tax expense/(credit)	(269.77)	129.92	(32.07)	17.33
		1,734.05	2,098.77	1,033.06	5,154.62
5	Profit for the period (3-4)	5,303.42	6,139.66	3,451.61	16,804.58
6	Other Comprehensive Income/(Loss)				
	Net other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax	-	(69.32)	-	(68.34)
	Other Comprehensive Income/(Loss) for the period net of tax	-	(69.32)	-	(68.34)
7	Total Comprehensive Income for the period (Comprising Profit/(loss) after tax and Other Comprehensive Income for the period (5+6))	5,303.42	6,070.34	3,451.61	16,736.24
8	Profit for the year attributable to:				
	Equity holders of the parent company	5,280.77	6,085.84	3,451.91	16,723.68
	Non Controlling interests	22.65	53.82	(0.30)	80.90
9	Total Comprehensive Income for the year attributable to:				
	Equity holders of the parent company	5,280.77	6,016.44	3,451.91	16,655.00
	Non Controlling interests	22.65	53.90	(0.30)	81.24
10	Paid up equity share capital (Face value of ₹ 1/- each)	4,270.81	4,269.34	4,258.17	4,269.34
11	Earnings per equity share (EPS)				
	(nominal value of ₹ 1/-each)				
	(a) Basic	1.24	1.43	0.81	3.92
	(b) Diluted	1.22	1.40	0.80	3.86

SEGMENT WISE REVENUE, RESULTS, ASSETS, LIABILITIES AND CAPITAL EMPLOYED

(₹ in lakhs)

Sl. No	Particulars	For the three months ended			For the year ended
		30.06.2019	31.03.2019	30.06.2018	31.03.2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue				
	(a) Electronics	28,284.38	20,548.07	24,051.28	75,988.55
	(b) Electricals	27,042.02	36,130.86	26,888.70	115,619.47
	(c) Consumer Durables	15,338.16	17,899.10	13,301.61	67,792.85
	Total	70,664.56	74,578.03	64,241.59	259,400.87
	Less : Inter Segment Revenue	-	-	-	-
	Income from operations	70,664.56	74,578.03	64,241.59	259,400.87
2	Segment Results				
	(a) Electronics	4,961.77	3,033.52	2,235.19	9,519.24
	(b) Electricals	1,387.74	3,823.31	1,903.24	8,953.89
	(c) Consumer Durables	657.85	1,184.25	381.74	3,192.92
	Total	7,007.36	8,041.08	4,520.17	21,666.05
	(Add)/Less: (i) Interest	117.13	33.33	35.58	176.04
	(ii) Other un-allocable expense net of un-allocable income	(147.24)	(230.68)	(0.08)	(469.19)
	(iii) Exceptional items	-	-	-	-
	Profit Before Tax	7,037.47	8,238.43	4,484.67	21,959.20
3	Segment Assets				
	(a) Electronics	26,260.56	31,586.59	25,896.48	31,586.59
	(b) Electricals	39,392.70	44,657.23	38,912.72	44,657.23
	(c) Consumer Durables	30,556.43	30,949.59	24,136.63	30,949.59
	(d) Unallocated	47,924.64	30,276.37	27,956.30	30,276.37
	Total segment assets	144,134.33	137,469.78	116,902.13	137,469.78
4	Segment Liabilities				
	(a) Electronics	9,587.97	7,827.86	7,396.16	7,827.86
	(b) Electricals	16,710.40	17,756.09	14,319.96	17,756.09
	(c) Consumer Durables	13,044.90	13,303.10	8,469.18	13,303.10
	(d) Unallocated	8,996.63	8,391.87	7,564.91	8,391.87
	Total segment liabilities	48,339.90	47,278.92	37,750.21	47,278.92




Notes:

1. The above standalone and consolidated unaudited 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 unaudited financial results for the quarter ended June 30, 2019 were reviewed by the Audit Committee at the meeting held on July 24, 2019 and approved by the Board of Directors and taken on record at the meeting held on July 24, 2019. The consolidated financial results for the three months ended March 31, 2019 and June 30, 2018 have been compiled by the management in accordance with Ind AS and have not been subjected to audit/review.
3. During the quarter ended June 30, 2019, the Company allotted 147,223 equity shares on exercise of stock options by eligible employees under the Employees Stock Option Scheme, 2013.
4. During the quarter, the Company has applied Ind AS 116 - Leases (applicable from April 01, 2019), using the modified retrospective approach. As a result, the Company has recognized Right of Use Assets and lease liability amounting to Rs. 3,010.53 lakhs. The expense towards such leases is now recorded as depreciation on Right of Use Assets and finance cost on lease liability, instead of rent expense. The impact on the standalone and consolidated results for the three months ended June 30, 2019 is not material.
5. 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. 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 and Air Coolers.
6. The standalone figures for the quarter ended March 31, 2019 are the balancing figures between audited standalone figures in respect of the full financial year up to March 31, 2019 and the unaudited published year to date standalone figures up to December 31, 2018, being the date of the end of the third quarter of the financial year, which were subjected to limited review.
7. Figures for the previous periods have been regrouped and / or reclassified wherever necessary to conform with the current period presentation.

Place Kochi
Date: 24.07.2019

For V-GUARD INDUSTRIES LIMITED


Managing Director

Independent Auditor's Review Report on the Quarterly Unaudited Standalone and Year to Date 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
V-Guard Industries Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of V-Guard Industries Limited (the 'Company') for the quarter ended June 30, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" 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, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. 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 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 the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004


per Sandeep Karnani
Partner

Membership No.: 061207

UDIN: 19061207AAAAAM8448

Kochi

July 24, 2019



Independent Auditor's Review Report on the Quarterly Unaudited Consolidated and Year to Date 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
V-Guard Industries Limited**

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of V-Guard Industries Limited ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as 'the Group'), for the quarter ended June 30, 2019 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Regulation"), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ("the Circular"). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended June 30, 2018 and previous quarter ended March 31, 2019, 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, (Ind AS 34) "Interim Financial Reporting" 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 read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. The Statement includes the results of the Parent and its subsidiary, Guts Electro-Mech Limited.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of other auditor referred to in paragraph 6 below and Parent's Board of Directors approved comparative consolidated interim financial information as referred to in paragraph 1 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the interim financial results of the subsidiary, included in the consolidated unaudited financial results, whose interim financial results reflect total revenues (including other income) of Rs. 1,331.82 lakhs, total net profit after tax of Rs. 87.12 lakhs and total comprehensive income of Rs. 87.12 lakhs for the quarter ended June 30, 2019, as considered in the consolidated unaudited financial results. These interim financial results have been reviewed by other auditor, whose report have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of the subsidiary is based solely on the report of the other auditor and procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of the above matter.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004


per Sandeep Karnani
Partner
Membership No.: 061207
UDIN: 19061207AAAAAN4165



Kochi
July 24, 2019

V-Guard Industries Ltd.

Key highlights of Q1 FY 20 results

1 P&L Summary

in crores

Particulars	Q1 FY 20	Q1 FY 19	Change
Net Revenue	699.39	634.89	10.2%
COGS	471.71	441.92	6.7%
Gross Margin	32.6%	30.4%	
EBITDA (excluding other income)	71.12	46.47	53.0%
as a % to NR	10.2%	7.3%	
Other Income (including finance income)	6.45	3.23	99.9%
EBITDA after other income	77.57	49.70	56.1%
as a % to NR	11.1%	7.8%	
PBT	69.77	44.22	57.8%
as a % to NR	10.0%	7.0%	
PAT	52.45	34.40	52.5%
as a % to NR	7.5%	5.4%	

2 South/ Non South Growth

in crores

Region	Q1 FY 20	Contribution (%)	Q1 FY 19	Contribution (%)	YoY growth
South	379.8	54.3%	354.6	55.9%	7.1%
Non-South	319.6	45.7%	280.3	44.1%	14.0%
Total Revenue	699.4	100%	634.9	100%	10.2%



3 Segment wise Analysis

in crores

Products	Q1 FY 20	Contribution (%)	Q1 FY 19	Contribution (%)	Change
Segment Revenue:					
Electronics	282.8	40.4%	240.5	37.9%	17.6%
Electricals	263.2	37.6%	261.4	41.2%	0.7%
Consumer Durables	153.4	21.9%	133.0	21.0%	15.3%
Grand Total	699.4	100%	634.9	100%	10.2%
Segment Results:					
Electronics	49.6	71.5%	22.4	50.3%	122.0%
Electricals	13.2	19.0%	18.3	41.1%	-28.1%
Consumer Durables	6.6	9.5%	3.8	8.6%	72.3%
Grand Total	69.4	100%	44.5	100%	56.0%
Segment Margins					
Electronics	17.5%		9.3%		8.2%
Electricals	5.0%		7.0%		-2.0%
Consumer Durables	4.3%		2.9%		1.4%
Grand Total	9.9%		7.0%		2.9%

4 Other Financial Highlights

Particulars	30th June 2019	30th June 2018	31st March 2019
Debtor Days	56	56	66
Inventory days	61	67	75
Creditor Days	65	61	72
Working capital turnover	51	62	69
RoE	19.2%	18.2%	18.4%
RoCE	23.0%	22.5%	21.3%





V-Guard's Net Profit for Q1 2019-20 increases by 54%

India, July 24, 2019:

V-Guard Industries Limited, India's leading consumer electrical and electronics company, announced the unaudited financial results for the quarter ended June 30, 2019.

Q1 FY 20 highlights:

- Consolidated Net Revenue from operations for the quarter ended June 30, 2019 was Rs. 707 crores; an increase of 10% over previous year (Rs.642 crores).
- Consolidated Profit After Tax for the quarter ended June 30, 2019 was Rs. 53 crores; Increase of 54% over the previous year (Rs.34.5 crores).
- Electronics and Consumer Durables segments grew well during the quarter under review.
- Adopted Ind AS 116 (Leases) from April 1, 2019. The impact on Profit Before Tax is not material.
- Non-South markets contributed 46% of Net Revenue for the quarter.

Business Outlook:

Commenting on the company's performance, **Mr. Mithun. K. Chittilappilly, Managing Director, V-Guard Industries Ltd** said *"During the quarter under review both Electronics and Consumer Durables segments performed well. Electricals Segment was impacted by trade destocking of wires category caused by downward trend in Copper prices. We are making satisfying progress with our new categories and new markets. We continue to invest towards enhancing organisational capabilities and improving our competitiveness in the market and expect to sustain the growth momentum in the coming quarters.*

