

Ref: STL/REG-30/BSE/NSE/2018-19/23

05th November, 2018

To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

To,
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400 0051

BSE Scrip Code: 541163; NSE: SANDHAR

Sub: Outcome of the Board Meeting.

Ref.: Regulation 30 (read with Part A of Schedule III) and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

We are pleased to inform you that the Board of Directors of the Company, at its meeting held today i.e. on 05th November 2018, which commenced at 11:30 A.M. and concluded at 01:45 P.M. considered and approved, inter alia, the following items of business:

- i. Un-audited Standalone Financial Results, for the quarter and half year ended on the 30th September, 2018 of the Company as recommended by the Audit Committee and the Statutory Auditors have carried out a 'Limited Review' for the same.

Further, Pursuant to the Regulation 33 of the Listing Regulations, we are enclosing herewith a copy of the Un-audited Standalone Financial Results and Limited Review Reports of the Statutory Auditors of the Company as "Annexure- A".
- ii. Appointment of Smt. Archana Capoor (DIN: 01204170) as an Additional Director to be designated as Non- Executive Independent Director of the Company with effect from 05th November, 2018. A brief profile of Smt. Archana Capoor as required under Reg. 36(3) of the Listing Regulations is enclosed herewith and marked as "Annexure- B".
- iii. Declared Interim Dividend of Rs. 1.25/- (12.5%) per equity share of face value of 10/- each for the financial year 2018-19.
- iv. Pursuant to Regulation 42 of the Listing Regulations, the Record Date for the purpose of payment of the aforesaid Interim Dividend has been fixed on 16th November, 2018. The Company is expecting to pay 'Interim Dividend' to the shareholders on or before 04th December, 2018.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

FOR SANDHAR TECHNOLOGIES LIMITED


(Arvind Joshi)
Whole-Time Director,
Chief Financial Officer &
Company Secretary
DIN: 01877905

Encl: As above

Sandhar Technologies Limited

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Registered Office : B-6/20, Local Shopping Complex, Safdarjung Enclave, New Delhi- 110029 Ph: +91-11-40511800
Email - enquiries@sandhar.in; website - www.sandhargroup.com; CIN - U74999DL1987PLC029553

CIN: L74999DL1987PLC029553

B S R & Co. LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
Gurugram - 122 002, India

Telephone: + 91 124 719 1000
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To the Board of Directors of
Sandhar Technologies Limited

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ('the Statement') of Sandhar Technologies Limited ('the Company') for the quarter ended 30 September 2018 and the year-to-date results for the period from 1 April 2018 to 30 September 2018, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors on 5 November 2018. Our responsibility is to issue a report on the Statement based on our review.

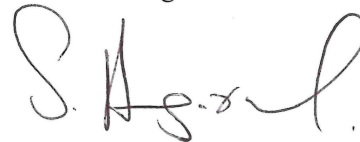
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', specified under Section 143 (10) of the Companies Act, 2013 ('the Act'). This Standard requires that we plan and perform 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.

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 i.e. Ind AS prescribed under Section 133 of the Act and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 101248W / W-100022



Shashank Agarwal

Partner

Membership number: 095109

Place: Gurugram

Date: 5 November 2018

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2018

Sr No.	Particulars	Standalone (₹ in lakhs, except per equity share data)					
		Quarter ended			Half-year ended		Year ended
		30 September 2018	30 June 2018	30 September 2017	30 September 2018	30 September 2017	31 March 2018
		Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
1	Revenue from operations (refer note 2)	53,662.88	49,337.42	46,330.13	103,000.30	89,563.54	172,139.97
2	Other income	150.56	78.57	101.32	229.13	196.23	444.07
3	Total income (1+2)	53,813.44	49,415.99	46,431.45	103,229.43	89,759.77	172,584.04
4	Expenses						
(a)	Cost of materials consumed	34,787.02	31,462.84	30,691.58	66,249.86	55,430.08	107,147.78
(b)	Changes in inventories of finished goods and work-in-progress	(288.87)	256.50	17.77	(32.37)	325.29	(331.42)
(c)	Excise duty	-	-	-	-	3,722.83	3,722.83
(d)	Employee benefits expense	6,245.58	6,014.63	4,904.54	12,260.21	9,728.98	20,201.66
(e)	Finance costs	474.60	312.16	870.75	786.76	1,771.70	3,811.87
(f)	Depreciation and amortization expense	1,694.75	1,571.12	1,369.27	3,265.87	2,676.95	5,512.79
(g)	Other expenses	7,062.22	6,684.77	5,658.93	13,746.99	11,022.64	22,750.80
	Total expenses	49,975.30	46,302.02	43,512.84	96,277.32	84,678.47	162,816.31
5	Profit before tax (3-4)	3,838.14	3,113.97	2,918.61	6,952.11	5,081.30	9,767.73
6	Tax expenses						
(a)	Current tax	1,207.90	686.51	889.23	1,894.41	1,552.09	2,966.97
(b)	Deferred tax (credit) / charge	26.35	237.16	71.30	263.51	92.23	28.11
	Total tax expenses	1,234.25	923.67	960.53	2,157.92	1,644.32	2,995.08
7	Net profit after tax (5-6)	2,603.89	2,190.30	1,958.08	4,794.19	3,436.98	6,772.65
8	Other comprehensive income						
a)	Items that will not be reclassified to the statement of profit and loss						
i)	Loss on remeasurement of defined benefit obligation	(20.30)	(24.51)	(22.01)	(44.81)	(44.02)	(88.05)
ii)	Income tax relating to the above	7.03	8.48	7.62	15.51	15.24	30.47
	Total other comprehensive income for the period (a (i+ii))	(13.27)	(16.03)	(14.39)	(29.30)	(28.78)	(57.58)
9	Total comprehensive income for the period (7+8)	2,590.62	2,174.27	1,943.69	4,764.89	3,408.20	6,715.07
10	Paid up equity share capital (Face value of Rs 10/- per share)	6,019.07	6,019.07	5,115.46	6,019.07	5,115.46	6,019.07
11	Reserve excluding Revaluation Reserves						56,338.65
12	Earnings Per Share (EPS) (Face value of Rs 10/- per share) (not annualised)						
(a)	Basic	4.33	3.64	3.83	7.97	6.72	13.21
(b)	Diluted	4.33	3.64	3.83	7.97	6.72	13.21

Notes :

- The above statement of unaudited standalone financial results ('the statement') for the quarter and half year ended 30 September 2018, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 5 November 2018. The same along with the review report of the Statutory auditor has been filed with the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) and is also available on the Company's website at www.sandhargroup.com
- Revenue from operations for the half-year ended 30 September 2018 is not comparable with the corresponding half-year ended 30 September 2017, since same is net of Goods and Services Tax (GST) whereas excise duty formed part of expenses in corresponding half-year ended 30 September 2017.

- The Company's business activity falls within a single primary business segment viz. "Automotive components". The operating segment has been defined based on regular review by the Company's Chief Operating Decision Maker to assess the performance of the Company and to make decision about allocation of resources.
- During the year ended 31 March 2018, the Company had completed the Initial Public Offer (IPO), pursuant to which 15,436,144 equity shares of Rs. 10 each were allotted, at an issue price of Rs. 332, consisting of fresh issue of 9,036,144 equity shares and an offer for sale of 6,400,000 equity shares by GTI Capital Beta Private Limited.

The Company had entered into the listing agreement with the Securities and Exchange Board of India ('SEBI') on 24 March 2018, pursuant to the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as a result of which its shares have started trading on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on 2 April 2018 via ID SANDHAR and BSE Limited (BSE) via ID 541163.

Further, during the year ended 31 March 2018, 2,534,505 equity shares were sold by GTI Capital Beta Private Limited in a Pre - Initial Public Offer sale on 13 March 2018.

- The proceeds from IPO was of Rs. 27,986.83 Lacs (net of fresh issue related expenses (including GST)).

Details of utilization of IPO proceeds are as follows:

Particulars	Objects of the issue as per prospectus	Rs. in Lacs	
		Unutilized amount as at 31 March 2018	Utilized during the quarter ended 30 June 2018
Repayment of Loans	22,500.00	22,500.00	22,500.00
General Corporate Purposes	5,486.83	5,486.83	5,486.83
Total	27,986.83	27,986.83	27,986.83

- With effect from 1 April 2018, the Company has adopted Ind AS-115 ('Revenue from Contracts with Customers') using the cumulative effect method which is applied to contracts that were not completed as at 1 April 2018 and accordingly the statement has been prepared in accordance with recognition and measurement principles laid down in Ind AS-115. The comparatives have not been retrospectively adjusted. The application of Ind AS-115 did not have any significant impact on recognition and measurement of revenue and related items in the statement.

- The Board of Directors at its Meeting held on 5 November 2018, has declared an interim dividend of Rs. 1.25 per equity share.



For and on behalf of the Board of Directors of
Sandhar Technologies Limited

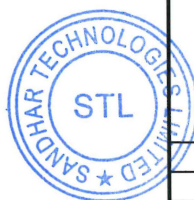
JAYANT DAVAR
Co-Chairman and Managing Director

Place : Gurugram
Dated : 5 November 2018



STATEMENT OF ASSETS & LIABILITIES

Particulars	Standalone (₹ in lakhs, except per equity share data)	
	As at 30 September 2018	As at 31 March 2018
	Un-audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	57,598.08	51,916.96
Capital work-in-progress	2,214.40	6,360.16
Goodwill	552.35	552.35
Other Intangible assets	727.20	873.84
Financial assets		
(i) Investments	6,455.62	4,927.71
(ii) Loans	828.54	767.32
Income-tax assets	99.31	99.31
Other non-current assets	486.99	1,307.95
Total non-current assets	68,962.49	66,805.60
Current assets		
Inventories	12,802.37	12,195.98
Financial assets		
(i) Loans	397.17	313.67
(ii) Trade receivables	31,723.03	23,480.12
(iii) Cash and cash equivalents	45.81	25,347.17
(iv) Other Bank balances	101.18	101.69
(v) Other financial assets	1,595.03	1,029.35
Other current assets	2,479.80	2,836.82
Total current assets	49,144.39	65,304.80
Assets held for sale	97.17	97.17
Total assets	118,204.05	132,207.57
EQUITY AND LIABILITIES		
Equity		
Equity share capital	6,019.07	6,019.07
Other equity	61,103.55	56,338.65
Total equity	67,122.62	62,357.72
Liabilities		
Non-current liabilities		
Financial liabilities		
(i) Borrowings	80.08	100.25
(ii) Other financial liabilities	4.19	3.76
Deferred tax liabilities (net)	813.32	565.32
Total non-current liabilities	897.59	669.33
Current liabilities		
Financial liabilities		
(i) Borrowings	16,513.55	7,399.40
(ii) Trade payables	27,093.39	28,946.81
(iii) Other financial liabilities	2,181.36	29,148.24
Other current liabilities	1,339.97	1,157.71
Income-tax Liabilities	1,717.61	1,376.69
Provisions	1,337.96	1,151.67
Total current liabilities	50,183.84	69,180.52
Total liabilities	51,081.43	69,849.85
Total equity and liabilities	118,204.05	132,207.57



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ANNEXURE – B

BRIEF PROFILE OF SMT ARCHANA CAPOOR



S.No	Disclosure requirements	Details
1	Reason for Change viz. appointment, resignation, removal, death or otherwise	Smt Archana Capoor has been appointed as an Additional Director to be designated as Non- Executive Independent Director on the Board of the Company
2	Date of Appointment / cessation (as applicable) Terms of appointment	05 th November, 2018 Appointment as Additional Director to be designated as Non- Executive Independent Director for tenure of 5 years w.e.f. 05/11/2018 to 04/11/2023.
3	Brief Profile (in case of appointment)	Smt Archana Capoor born in 1958 and holds a masters' degree in Business Administration with specialization in Finance and Market Research, University of Allahabad, UP (India). She has a versatile profile in different sectors such as Tourism, Banking & Finance and Social. This apart she is an Independent Board Director/member of 6 listed Companies and 3 Private Companies since 2014 also a member secretary and project director of an NGO, India Trust or Rural heritage and culture (ITRHD). She has over 34 years of work experience in Finance, Legal & International Business.
4	Disclosure of relationships between Directors (in case of appointment of a Director)	Not Applicable