

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF GMM Pfaudler Limited

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **GMM Pfaudler Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and six months ended September 30, 2024 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel 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 specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the entities as given in Annexure 1 to this report.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the consolidated interim financial information of a subsidiary comprising 20 subsidiaries included in the consolidated unaudited financial results, whose consolidated interim financial information reflect total assets of Rs. 2,461.52 Crore as at September 30, 2024 and, total revenues of Rs 570.64 Crore and Rs 1,110.12 Crore for the quarter and six months ended September 30, 2024 respectively, total net profit after tax of Rs 10.21 Crore and Rs. 35.26 Crore for the quarter and six months ended September 30, 2024 respectively and total comprehensive income of Rs 39.87 Crore and Rs 58.23 Crore for the quarter and six months ended September 30, 2024 respectively and net cash inflows of Rs. 17.89 Crore for the six months ended September 30, 2024, as considered in the Statement. This consolidated interim financial information has been reviewed by other auditor whose report has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

All of these subsidiaries are located outside India whose consolidated interim financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditor under generally accepted auditing standards applicable in their respective countries. The Parent's management has converted the consolidated interim financial information of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent's management. Our report on the statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Parent and reviewed by us.

Our conclusion on the Statement is not modified in respect of these matters.

7. The consolidated unaudited financial results include the interim financial information of 1 subsidiary which has not been reviewed by its auditor, whose interim financial information reflect total assets of Rs. 0.80 Crore as at September 30, 2024 and total revenue of Rs 0.48 Crore and Rs 1.39 Crore for the quarter and six months ended September 30, 2024 respectively, total profit after tax of Rs. 0.06 Crore and Rs. 0.53 Crore for the quarter and six months ended September 30, 2024 respectively and total comprehensive income of Rs. 0.06 Crore and Rs. 0.53 Crore for the quarter and six months ended September 30, 2024 respectively and net cash inflows of Rs. 0.29 Crore for six months ended September 30, 2024, as considered in the Statement. According to the information and explanations given to us by the Management, this interim financial information is not material to the Group.

Our Conclusion on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.



For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No. 117365W)

Kartikeya Raval

Kartikeya Raval
Partner

(Membership No. 106189)

UDIN: 24106189 BK Fa Y 22773

Place: Mumbai
Date: November 07, 2024

Annexure 1 to Independent Auditor's Limited Review Report:

The Parent

1. GMM Pfaudler Limited

List of Subsidiaries

1. Mavag AG
2. GMM Pfaudler Foundation
3. GMM International S.a.r.l.
4. Pfaudler GmbH
5. Pfaudler Normag Systems GmbH
6. Pfaudler interseal GmbH
7. Pfaudler France S.a.r.l.
8. Pfaudler Service BeNeLux B.V.
9. Pfaudler S.r.l.
10. Pfaudler Limited
11. Pfaudler (Chang Zhou) Process Equipment Company Limited
12. Pfaudler S.A. de C.V.
13. Edlon Inc
14. GMM Pfaudler US Inc.
15. Glasteel Parts and services Inc.
16. Pfaudler Ltda.
17. Pfaudler Private Limited
18. Mixel France SAS
19. Mixel Agitator Co. Limited
20. Hydro Air Research Italia S.r.l
21. GMM Pfaudler JDS LLC
22. Professional Mixing Equipment Inc (w.e.f. December 01, 2023)





GMM PFAUDLER LIMITED

Registered Office: Vithal Udyognagar, Karamsad 388 325, Gujarat, India

CIN : L29199GJ1962PLC0001171, Email ID : investorservices@gmmpfaudler.com, Website : www.gmmpfaudler.com

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2024

₹ In Crore (except per share data)

Sr. No.	Particulars	Consolidated					
		Quarter ended			Half Year ended		Year ended
		30.09.2024	30.06.2024	30.09.2023	30.09.2024	30.09.2023	31.03.2024
	Unaudited	Unaudited	Unaudited (Refer Note 3)	Unaudited	Unaudited (Refer Note 3)	Audited	
1	Income:						
	a) Revenue from operations	805.42	785.20	937.48	1,590.62	1,849.75	3,446.48
	b) Other income (Refer Note 4)	(0.73)	10.04	8.51	9.31	17.21	20.02
	Total Income	804.69	795.24	945.99	1,599.93	1,866.96	3,466.50
2	Expenses:						
	a) Cost of materials consumed	285.13	363.94	350.60	649.07	683.97	1,248.37
	b) Changes in inventories of finished goods and work-in-progress	39.99	(58.07)	51.74	(18.08)	93.74	130.99
	c) Employee benefits expense	219.50	223.05	220.38	442.55	444.51	903.59
	d) Depreciation & amortization expense	33.26	32.43	36.02	65.69	74.48	146.65
	e) Labour charges	19.97	23.13	25.78	43.10	53.52	110.21
	f) Finance cost	26.47	25.00	21.51	51.47	41.82	94.77
	g) Other expenses	147.34	144.62	146.97	291.96	301.83	576.52
	Total Expenses	771.66	754.10	853.00	1,525.76	1,693.87	3,211.10
3	Profit Before Tax (1-2)	33.03	41.14	92.99	74.17	173.09	255.40
4	Tax Expense:						
	Current tax	18.14	23.57	20.46	41.71	56.83	94.56
	Deferred tax	(2.39)	(6.31)	5.06	(8.70)	(1.20)	(13.26)
5	Profit for the period / year (3-4)	17.28	23.88	67.47	41.16	117.46	174.10
	Attributable To:						
	Equity holders of the parent	17.26	25.26	68.30	42.52	118.95	178.91
	Non-Controlling interests	0.02	(1.38)	(0.83)	(1.36)	(1.49)	(4.81)
6	Other Comprehensive Income:						
	A) Items that will not be reclassified to profit or loss:						
	i) Actuarial (loss) / gain on gratuity and pension obligations	(8.67)	11.31	12.31	2.64	17.94	(17.88)
	ii) Income tax relating to items that will not be reclassified to profit or loss	1.91	(3.35)	(3.97)	(1.44)	(5.24)	4.31
	B) Items that will be reclassified to profit or loss:						
	i) Exchange difference in translating the financial statements of foreign components	37.97	(15.35)	(8.99)	22.62	(10.99)	8.35
	ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
	Total Other Comprehensive Income / (Loss)	31.21	(7.39)	(0.65)	23.82	1.71	(5.22)
	Attributable To:						
	Equity Holders of the Parent	31.21	(7.39)	(0.65)	23.82	1.71	(5.22)
	Non-Controlling interests	-	-	-	-	-	-
7	Total Comprehensive Income for the period / year (5+6)	48.49	16.49	66.82	64.98	119.17	168.88
	Attributable To:						
	Equity Holders of the Parent	48.47	17.87	67.65	66.34	120.66	173.69
	Non-Controlling interests	0.02	(1.38)	(0.83)	(1.36)	(1.49)	(4.81)
8	Earnings per equity share: (Face Value of share ₹ 2/- each) (not annualised for the quarter & half year)						
	a) Basic	3.84	5.62	15.19	9.46	26.46	39.80
	b) Diluted	3.84	5.62	15.19	9.46	26.45	39.79
9	Paid-up Equity Share Capital (Face Value of ₹ 2/- each)	8.99	8.99	8.99	8.99	8.99	8.99
10	Other Equity						958.81



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GMM PFAUDLER LIMITED
CONSOLIDATED BALANCE SHEET AS AT SEPTEMBER 30, 2024

₹ In Crore

Sr. No.	Particulars	As at	As at
		30.09.2024	31.03.2024
		Unaudited	Audited
	ASSETS		
1	Non-current assets		
	(a) Property, Plant & Equipment	409.01	409.77
	(b) Right of Use Assets	212.46	220.96
	(c) Capital work-in-progress	30.66	27.36
	(d) Goodwill	136.05	134.99
	(e) Other Intangible Assets	462.26	467.01
	(f) Financial Assets		
	(i) Investments	0.01	0.01
	(ii) Loans	1.10	1.20
	(iii) Others	5.63	5.10
	(g) Deferred Tax Assets (net)	12.50	12.46
	(h) Non-current Tax Assets (net)	5.19	0.39
	(i) Other non-current assets	24.37	26.08
	Total Non-current assets	1,299.24	1,305.33
2	Current Assets		
	(a) Inventories	657.17	625.36
	(b) Financial Assets		
	(i) Trade Receivables	411.96	432.83
	(ii) Cash & Cash Equivalents	370.39	319.63
	(iii) Bank balances other than (ii) above	31.08	23.94
	(iv) Loans	3.61	3.52
	(v) Others	340.55	304.70
	(c) Other current assets	127.56	141.39
	(d) Assets classified as held for sale	0.21	0.21
	Total Current assets	1,942.53	1,851.58
	Total Assets	3,241.77	3,156.91
	EQUITY & LIABILITIES		
1	Equity		
	(a) Equity Share Capital	8.99	8.99
	(b) Other Equity	1,021.57	958.81
	Equity attributable to equity holders of the Parent (A)	1,030.56	967.80
2	Non-Controlling interests (B)	5.07	6.43
	Total equity (A+B)	1,035.63	974.23
	LIABILITIES		
3	Non-current liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	466.74	501.37
	(ii) Lease Liabilities	149.07	155.52
	(b) Provisions	300.49	300.46
	(c) Deferred tax liabilities (net)	64.91	69.97
	(d) Other non-current liabilities	0.82	2.56
	Total Non-current liabilities	982.03	1,029.88
4	Current liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	279.92	210.65
	(ii) Lease Liabilities	40.40	38.49
	(iii) Trade payables due to		
	- Micro & Small Enterprise	10.31	14.20
	- Other than Micro & Small Enterprise	351.56	388.27
	(iv) Others	62.38	65.27
	(b) Other current liabilities	293.49	263.56
	(c) Provisions	159.50	158.68
	(d) Current Tax Liabilities (net)	26.14	13.60
	(e) Liabilities directly associated with assets classified as held for sale	0.41	0.08
	Total Current Liabilities	1,224.11	1,152.80
	Total Equity & Liabilities	3,241.77	3,156.91





GMM PFAUDLER LIMITED
STATEMENT OF CONSOLIDATED CASH FLOW FOR THE HALF YEAR ENDED SEPTEMBER 30, 2024

₹ In Crore

Particulars	Half Year Ended	
	30.09.2024	30.09.2023
	Unaudited	Unaudited (Refer Note 3)
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Profit before tax	74.17	173.09
<u>Adjustments for:</u>		
Depreciation and amortisation expense	65.69	74.48
Net gain on disposal of Property, Plant & Equipment including asset held for sale	(0.89)	(0.10)
Fair value loss on financial instruments at fair value through profit or loss	2.39	-
Provision for Inventory	13.77	-
Interest income	(0.92)	(8.14)
Finance cost	42.68	41.82
Share based payment to employees (net)	0.91	1.27
Provision for doubtful debts and liquidated damages	0.26	4.77
Provision for warranty	4.38	(7.99)
Unrealised foreign exchange fluctuation loss	12.22	0.28
Operating profit before working capital changes	214.66	279.48
<u>Adjustments for:</u>		
(Increase) / Decrease in Inventories	(48.71)	73.17
Increase in Trade receivable, loans and other financial & non financial assets	(12.34)	(92.36)
Decrease in Trade payables, provisions and other financial & non financial liabilities	(5.56)	(232.89)
Cash generated from operations	148.05	27.40
Direct taxes paid	(30.70)	(36.97)
Net cash generated / (used) from operating activities	117.35	(9.57)
	A	
<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of Property, Plant and Equipment, including intangible assets	(22.55)	(32.02)
Proceeds from sale of Property, Plant and Equipment including asset held for sale	3.70	0.22
Redemption of (deposit in) / deposit from bank (net) (including margin money deposits)	(6.80)	29.87
Interest received	1.06	8.14
Net cash (used) / generated from investing activities	(24.59)	6.21
	B	
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Proceeds from short term borrowings	104.20	137.49
Repayment of short term borrowings	(8.85)	(41.80)
Repayment of long term borrowings	(71.82)	(76.75)
Finance cost paid	(37.95)	(38.80)
Dividend paid	(4.45)	(4.44)
Payment of lease liabilities	(23.13)	(8.99)
Net cash used in financing activities	(42.00)	(33.29)
	C	
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	50.76	(36.65)
	A+B+C	
Cash & cash equivalents at the beginning of the year	319.63	311.48
Cash & cash equivalents at the end of the period	370.39	274.83



GMM PFAUDLER LIMITED
CONSOLIDATED SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES
FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2024

₹ In Crore

Particulars	Consolidated					
	Quarter ended			Half Year ended		Year ended
	30.09.2024	30.06.2024	30.09.2023	30.09.2024	30.09.2023	31.03.2024
	Unaudited	Unaudited	Unaudited (Refer Note 3)	Unaudited	Unaudited (Refer Note 3)	Audited
1) Segment Revenue:						
a) India	196.24	213.04	235.21	409.28	496.43	896.23
b) Overseas	609.18	572.16	702.27	1,181.34	1,353.32	2,550.25
Revenue from Operations	805.42	785.20	937.48	1,590.62	1,849.75	3,446.48
2) Segment Result:						
Profit before Tax and Interest						
a) India	16.83	21.80	29.90	38.63	67.57	112.52
b) Overseas	42.67	44.34	84.60	87.01	147.34	237.65
Total	59.50	66.14	114.50	125.64	214.91	350.17
Less : Finance Costs	26.47	25.00	21.51	51.47	41.82	94.77
Total Profit before Tax	33.03	41.14	92.99	74.17	173.09	255.40
3) Segment Assets:						
a) India	683.12	677.44	715.23	683.12	715.23	620.73
b) Overseas	2,558.65	2,499.25	2,545.00	2,558.65	2,545.00	2,536.18
Total	3,241.77	3,176.69	3,260.23	3,241.77	3,260.23	3,156.91
4) Segment Liabilities:						
a) India	452.95	476.93	550.58	452.95	550.58	452.06
b) Overseas	1,753.19	1,708.73	1,778.43	1,753.19	1,778.43	1,730.62
Total	2,206.14	2,185.66	2,329.01	2,206.14	2,329.01	2,182.68



Notes:

- 1) The above unaudited results have been reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on November 7, 2024.
- 2) Number of Investors complaints at Parent: (i) opening at the quarter : 0, (ii) received during the quarter : 2, (iii) disposed off : 2 and (iv) pending at the quarter end: 0.
- 3) During the year ended March 31 2023, the Group had acquired 100% stake in Hydro Air Research Italia S.r.l (HARI) through its wholly owned subsidiary Pfaudler S.r.l. Italy for a cash consideration of ₹ 41.16 Crore.

The Group also acquired 100% stake in Mixel France SAS ("Mixel") based in France and its wholly owned subsidiary Mixel Agitator Company Limited (Mixel Agitator) based in China through its wholly owned subsidiary Pfaudler GmbH, Germany for a cash consideration of ₹ 67.32 crores during the year ended March 31, 2023.

The Group completed the final determination of fair values of identified assets and liabilities for the purpose of Purchase Price Allocation for the aforesaid acquisitions during the year ended March 31, 2024. The final fair values determined were ₹ 97.51 crores against the provisional fair values of ₹ 46.36 crores, resulting to Goodwill of ₹ 1.05 crores.

Consequent to above the Group has restated the reported results of quarter and half year ended September 30, 2023.

The summarized reconciliation of the reported and restated results is as below:

Consolidated Financial Results

₹ in Crore

Particulars	Quarter ended		Half Year ended	
	September 30, 2023		September 30, 2023	
	Reported	Restated	Reported	Restated
Profit Before Tax	96.78	92.99	182.59	173.09
Profit After Tax	70.31	67.47	124.58	117.46
Total Other Comprehensive Income	(0.80)	(0.65)	4.88	1.71

Statement of Consolidated Cash Flow

₹ in Crore

Particulars	September 30, 2023	
	Reported	Restated
Net cash used in operating activities	(9.57)	(9.57)
Net cash generated from investing activities	6.21	6.21
Net cash used in financing activities	(33.29)	(33.29)

- 4) The Group has presented net loss on restatement of foreign currency borrowings in "Other income" amounting to ₹ 10.71 crores for the quarter ended September 30, 2024.
- 5) The Parent has granted specified units of Stock Appreciation Rights to the eligible employees of the Group under the "GMM Pfaudler Stock Appreciation Rights Scheme (Cash Settled) 2024 (SARS Scheme 2024)" on August 7, 2024. The payout is dependent upon achievement of certain identified conditions as defined in the SARS Scheme 2024, which once achieved, a cash payout will be made by the respective entities where the beneficiary employee is employed. The units of Stock Appreciation Rights have an aggregate fair value of ₹ 0.41 crore (basis fair valuation report) and have an expected life of 2.92 years. Accordingly, the Group has recorded cost of ₹ 0.02 crore during the quarter ended September 30, 2024.
- 6) The Board of Directors have announced an interim dividend of ₹ 1/- per share for the current Financial Year 2024-25. The record date for the payment of the said dividend has been fixed as November 18, 2024.

For and on behalf of Board of Directors
For GMM Pfaudler Limited




Tarak Patel
Managing Director

Place : Mumbai
Date : November 7, 2024

