

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

TO THE BOARD OF DIRECTORS OF GMM Pfaudler Limited

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **GMM Pfaudler Limited** ("the Company"), for the quarter and six months ended September 30, 2022 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company'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. 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 the Company'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.
4. Based on our review conducted as stated in paragraph 3 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 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.

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



A. E. Sutar

Hardik Sutaria
Partner

(Membership No. 116642)

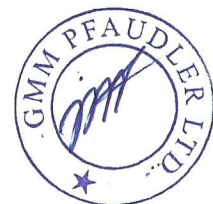
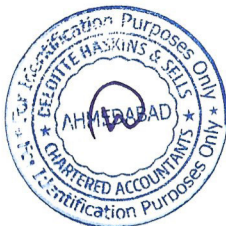
UDIN: 22116642BBXL DWSS78

Place: Mumbai
Date: November 03, 2022

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2022

₹ In Crore (except per share data)

Sr. No.	Particulars	Standalone					
		Quarter ended			Half Year ended		Year ended
		30.09.2022 Unaudited	30.06.2022 Unaudited	30.09.2021 Unaudited	30.09.2022 Unaudited	30.09.2021 Unaudited	31.03.2022 Audited
				(Refer Note 6)		(Refer Note 6)	
1	Income:						
	Revenue from operations	256.13	249.01	205.95	505.14	377.31	814.82
	Other income	1.02	0.70	1.20	1.72	2.04	3.76
	Total Income	257.15	249.71	207.15	506.86	379.35	818.58
2	Expenses:						
	a) Cost of materials consumed	125.43	143.76	89.57	269.19	159.00	402.12
	b) Changes in inventories of finished goods and work-in-progress	(7.99)	(19.54)	(2.50)	(27.53)	(4.39)	(41.11)
	c) Employee benefits expense	24.21	23.58	20.83	47.79	40.73	86.55
	d) Depreciation & amortization expense	8.88	8.64	8.54	17.52	16.38	33.57
	e) Labour charges	19.29	17.07	13.73	36.36	24.44	58.86
	f) Finance cost	5.50	4.72	4.66	10.22	7.90	15.00
	g) Other expenses	52.91	43.48	33.28	96.39	62.75	136.57
	Total Expenses	228.23	221.71	168.11	449.94	306.81	691.56
3	Profit before exceptional items and tax (1-2)	28.92	28.00	39.04	56.92	72.54	127.02
4	Exceptional items	-	-	-	-	-	-
5	Profit Before Tax (3 ± 4)	28.92	28.00	39.04	56.92	72.54	127.02
6	Tax Expense:						
	Current tax	7.63	7.38	9.93	15.01	18.28	32.65
	Excess provision for tax relating to prior years / periods	-	-	-	-	(0.58)	(0.58)
	Deferred tax	(0.06)	(0.24)	(0.12)	(0.30)	(0.24)	(0.01)
7	Profit for the period from continuing operation (5-6)	21.35	20.86	29.23	42.21	55.08	94.96
8	Profit from discontinued operations	-	-	-	-	-	-
9	Tax expenses of discontinued operations	-	-	-	-	-	-
10	Profit from discontinued operations (after tax) (8-9)	-	-	-	-	-	-
11	Profit for the period (7+10)	21.35	20.86	29.23	42.21	55.08	94.96
12	Other Comprehensive Income						
	A) Items that will not be reclassified to profit or loss						
	i) Actuarial (loss) on gratuity and pension obligations	(0.22)	(0.22)	(0.53)	(0.44)	(1.07)	(0.87)
	ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B) Items that will be reclassified to profit or loss						
	i) Exchange difference in translating the financial statements of foreign components loss	-	-	-	-	-	-
	ii) Income tax relating to items that will be reclassified to profit & loss account	-	-	-	-	-	-
13	Total Comprehensive Income for the period (11+12) (Comprising Profit and Other Comprehensive Income for the period)	21.13	20.64	28.70	41.77	54.01	94.09
14	Earnings per equity share (For continuing operations) (Face Value of share ₹ 2/- each) (not annualised):						
	a) Basic	4.87	4.76	6.67	9.62	12.56	21.65
	b) Diluted	4.86	4.76	6.67	9.62	12.56	21.65
15	Earnings per equity share (For discontinuing operations) (Face Value of share ₹ 2/- each) (not annualised):						
	a) Basic	-	-	-	-	-	-
	b) Diluted	-	-	-	-	-	-
16	Earnings per equity share (For continuing operations & discontinuing operations) (Face Value of share ₹ 2/- each) (not annualised):						
	a) Basic	4.87	4.76	6.67	9.62	12.56	21.65
	b) Diluted	4.86	4.76	6.67	9.62	12.56	21.65
17	Paid-up Equity Share Capital (Face Value of ₹ 2/- each)	8.99	2.92	2.92	8.99	2.92	2.92
18	Other Equity						441.70



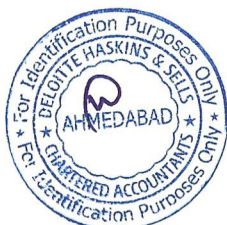
GMM PFAUDLER LIMITED
STANDALONE BALANCE SHEET AS AT SEPTEMBER 30, 2022

₹ In Crore

Sr. No.	Particulars	As at 30.09.2022	As at 31.03.2022
		Unaudited	Audited
	ASSETS		
(1)	Non-current assets		
	(a) Property, Plant & Equipment	158.69	152.33
	(b) Right of Use Assets	47.03	50.31
	(c) Capital work-in-progress	16.28	10.42
	(d) Goodwill	5.93	5.93
	(e) Other Intangible Assets	15.29	18.66
	(f) Financial Assets		
	(i) Investments	519.05	171.26
	(ii) Others	5.91	4.44
	(g) Non-current Tax Assets (net)	-	0.42
	(h) Other non-current assets	2.17	1.19
	Total Non current assets	770.35	414.96
(2)	Current Assets		
	(a) Inventories	261.13	230.60
	(b) Financial Assets		
	(i) Investments	0.08	0.08
	(ii) Trade Receivables	162.02	121.01
	(iii) Cash & Cash Equivalents	5.85	14.74
	(iv) Bank balances other than (iii) above	5.18	0.60
	(v) Loans	0.17	0.12
	(vi) Others	100.35	52.42
	(c) Other current assets	31.51	30.06
	Assets classified as held for sale	5.08	5.08
	Total Current assets	571.37	454.71
	Total Assets	1,341.72	869.67
	EQUITY & LIABILITIES		
(1)	Equity		
	(a) Equity Share Capital	8.99	2.92
	(b) Other Equity	644.81	441.70
	Total Equity	653.80	444.62
(2)	LIABILITIES		
	Non-current liabilities		
	(a) Financial Liabilities		
	(i) Borrowing	253.32	100.62
	(ii) Lease Liabilities	2.32	5.23
	(b) Deferred tax liabilities (net)	4.21	4.51
	Total Non-current liabilities	259.85	110.36
(3)	Current liabilities		
	(a) Financial Liabilities		
	(i) Borrowing	126.29	27.25
	(ii) Lease Liabilities	6.34	6.74
	(iii) Trade payables due to		
	- Micro & Small Enterprise	7.90	2.70
	- Other than Micro & Small Enterprise	176.14	156.13
	(iv) Others	21.59	18.41
	(b) Other current liabilities	80.22	96.30
	(c) Provisions	7.87	7.16
	(d) Current tax liabilities (net)	0.72	-
	Liabilities directly associated with assets classified as held for sale	1.00	-
	Total Current Liabilities	428.07	314.69
	Total Equity & Liabilities	1,341.72	869.67



Particulars	HALF YEAR ENDED	
	30.09.2022	30.09.2021
	Unaudited	Unaudited
		(Refer Note 6)
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	56.92	72.54
Adjustments for:		
Depreciation and amortisation expenses	17.52	16.38
Net loss / (gain) on disposal of property, plant & equipment	0.04	(0.09)
Net loss on current investments designated as fair value through profit or loss	-	0.01
Share based payment to employees	0.49	-
Interest income	(0.03)	(0.20)
Interest and financial charges	10.22	7.90
Provision for doubtful debts, liquidated damages and advances	1.25	0.84
Provision for warranty	0.54	0.47
Unrealised foreign exchange fluctuation loss / (gain)	2.90	(0.49)
Operating profit before working capital changes	89.85	97.36
Adjustments for:		
Increase in inventories	(30.53)	(42.76)
Increase in trade receivable, loans and other financial & non financial assets	(93.45)	(21.53)
Increase in trade payables, provisions and other financial & non financial liabilities	2.37	28.84
Cash (used in) / generated from operations	(31.76)	61.91
Direct taxes paid	(13.87)	(17.18)
Net cash (used in) / generated from operating activities	A (45.63)	44.73
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment, including intangible assets	(21.27)	(66.68)
Proceeds from sale of property, plant and equipment	0.30	0.44
Proceeds from fixed deposits	0.07	1.99
Interest received	0.03	0.20
Purchase of Non-current Investments	(173.38)	-
Net cash used in investing activities	B (194.25)	(64.05)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from short term borrowings	91.71	7.42
Repayment of short term borrowings	(5.50)	(21.90)
Proceeds from long term borrowings	173.38	61.40
Repayment of long term borrowings	(10.95)	(7.60)
Interest paid	(9.40)	(6.66)
Dividend paid	(4.36)	(4.41)
Payment of lease liability	(3.89)	(3.49)
Net cash generated from financing activities	C 230.99	24.76
NET (DECREASE) / INCREASE IN CASH & CASH EQUIVALENTS	A+B+C (8.89)	5.44
Cash and cash equivalents at the beginning of the year	14.74	28.68
Cash and cash equivalents at the end of the period	5.85	34.12



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 03, 2022.
- 2) Number of Investors complaints (i) opening at the quarter : 0 (ii) received during the quarter : 8 (iii) disposed off : 7 and (iv) pending at the quarter end: 1*

*A complaint was received on the SEBI SCORES portal on September 30, 2022 and the same was resolved on October 4, 2022.

- 3) The Shareholders of GMM Pfaudler Limited (" the Company ") in an extra ordinary general meeting held on September 01, 2022, granted approval for acquisition of balance 46% of the paid-up share capital of its existing overseas subsidiary, GMM International S.à.r.l from Pfaudler International S.a.r.l (part of the promoter group) and Millars Concrete Technologies Private Limited (part of the promoter group), for an aggregate consideration of ₹ 343.78 Crore. The acquisition was completed on September 29, 2022 after obtaining all the relevant approvals and settling the consideration as below. Consequent to this, GMM International S.à.r.l has become a wholly owned subsidiary of the Company.

a) The Company paid cash consideration of ₹ 149.47 Crore to Pfaudler International S.à.r.l, for the transfer of 1,09,51,360 ordinary shares of GMM International S.à.r.l to the Company,

b) The Company paid cash consideration of ₹ 23.91 Crore to Millars Concrete Technologies Private Limited, for the transfer of 17,51,922 ordinary shares of GMM International S.à.r.l to the Company,

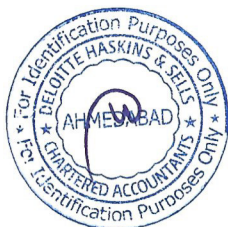
c) The Company issued and allotted 11,04,724 equity shares of the Company having face value of ₹ 2 each, at a price of ₹ 1,542.43 per equity share on a preferential basis to Millars Concrete Technologies Private Limited for the transfer of 1,24,84,846 ordinary shares of GMM International S.à.r.l to the Company.

The said transaction has been accounted as an equity transaction (i.e., transaction with owners in their capacity as owners) as provided in Ind AS 110 - Consolidated Financial Statements.

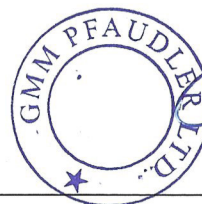
- 4) Pursuant to approval granted by the Shareholders of the Company on June 26, 2022 through Postal Ballot for issue of Bonus Shares, the Allotment Committee of the Board of Directors at their meeting held on July 14, 2022 have approved allotment of 2,92,35,000 Equity Shares having face value of ₹ 2/- each as fully paid-up Bonus Equity Shares, in the ratio of 2:1 i.e. 2 (Two) Equity Shares having face value of ₹ 2/- each for every 1 (One) equity share having face value of ₹ 2/- each held, to the eligible Shareholders whose names appear in the Register of Members and the list of beneficial owners as on July 12, 2022, being the record date fixed for this purpose.

Accordingly, as per the Ind AS 33 - Earnings per share, the calculation of basic and diluted earnings per share for all periods presented have been adjusted and restated. Also, 'Equity Share Capital' has increased by ₹ 5.85 crores and Securities Premium forming part of 'Other Equity' has been reduced by ₹ 5.85 crores for the quarter and half year ended September 30, 2022.

- 5) As per Ind AS-108 "Operating Segments" issued by the Institute of Chartered Accountants of India, if financial results contains standalone financial results and consolidated financial results, no separate disclosure on segment information is required to be given in the standalone financial results. Accordingly, segment information has been given in the Consolidated Financial Results of the Company.
- 6) The Company has decided to present the results in Crore. Accordingly, the figures for the quarter and half ended September 30, 2021 have been converted from Million to Crore.
- 7) The Board of Directors have announced an interim dividend of ₹ 1/- per share for the current Financial Year 2022-23. The record date for the payment of the said dividend has been fixed November 14, 2022.



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



Place : Mumbai
Date : November 03, 2022

Tarak Patel
Managing Director