

SL/BSE/NSE/2020-21/

October 22, 2020

The Manager ,
Listing Department,
National Stock Exchange of India Ltd.,
'Exchange Plaza' C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400 051.
Security ID: SUBROS

Dy. General Manager,
Department of Corporate Services,
BSE Limited,
First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001.
Security ID: 517168

Dear Sir/Madam,

Sub: Outcome of Board Meeting

Ref: Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the following:

- (1) Unaudited financial results (standalone and consolidated) for the quarter and half year ended on 30th September, 2020, duly approved by the Board of Directors in their meeting held on 22nd October, 2020. **(Annexure-A)**
- (2) Limited Review Report (standalone & consolidated) issued by M/s Price Waterhouse Chartered Accountants LLP, Statutory Auditors. **(Annexure-B)**
- (3) Presentation to be shared with the analysts/institutional investors in respect of the above said unaudited financial results for the quarter and half year ended 30th September, 2020. **(Annexure-C)**

The Board Meeting commenced at 10.15 a.m. and concluded at 12.20 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For SUBROS LIMITED

X



Rakesh Arora
Company Secretary

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30th SEPTEMBER, 2020

(Rs. in lakhs)

S. No.	Particulars	Quarter ended			Six Months Ended		Year ended
		30th September, 2020 (UNAUDITED)	30th June, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)	30th September, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)	31st March, 2020 (AUDITED)
I	Revenue from operations	45,810	7,377	49,648	53,187	1,06,872	1,99,280
II	Other Income	377	104	674	481	905	1,999
III	Total Revenue (I + II)	46,187	7,481	50,322	53,668	1,07,777	2,01,279
IV	Expenses						
	a) Cost of materials consumed	32,782	4,723	35,258	37,505	76,285	1,40,882
	b) Changes in inventories of finished goods and work-in progress	(1,045)	385	43	(660)	(126)	(92)
	c) Employee benefits expense	4,417	3,820	5,218	8,237	10,772	20,727
	d) Finance costs	555	481	915	1,036	2,365	3,634
	e) Depreciation and amortization expense	2,375	1,930	2,256	4,305	4,409	9,030
	f) Other expenses	4,309	1,435	4,724	5,744	10,023	18,859
	Total expenses (IV)	43,393	12,774	48,414	56,167	1,03,728	1,93,040
V	Profit/(Loss) before exceptional items and tax (III - IV)	2,794	(5,293)	1,908	(2,499)	4,049	8,239
VI	Exceptional Items (Refer Note 4)	-	-	-	-	4,129	4,129
VII	Profit/(Loss) before tax (V + VI)	2,794	(5,293)	1,908	(2,499)	8,178	12,368
VIII	Tax expense						
	(a) Current Tax	-	-	69	-	1,420	2,282
	(b) Deferred Tax	1,021	(2,890)	515	(1,869)	1,258	1,629
IX	Profit/(Loss) for the period/year (VII - VIII)	1,773	(2,403)	1,324	(630)	5,500	8,457
X	Other Comprehensive Income						
	<u>Items that will not be reclassified to profit or loss</u>						
	(a) Gain/(Loss) of defined benefit obligations	167	(83)	(80)	84	(119)	(333)
	(b) Income tax relating to above	(58)	29	28	(29)	42	116
	Other Comprehensive Income for the period/year (net of tax) (a+b)	109	(54)	(52)	55	(77)	(217)
XI	Total Comprehensive Income for the period/year (IX + X)	1,882	(2,457)	1,272	(575)	5,423	8,240
XII	Paid-up equity share capital	1,305	1,305	1,305	1,305	1,305	1,305
XIII	Face value of share (Rs.)	2	2	2	2	2	2
XIV	Earnings per share (of Rs. 2 each) (not annualized)						
	Basic	2.72	(3.68)	2.03	(0.97)	8.43	12.96
	Diluted	2.72	(3.68)	2.03	(0.97)	8.43	12.96

Notes:

- The above financial results were reviewed by the Audit Committee at their meeting held on 21st October, 2020 and subsequently approved by the Board of Directors at their meeting held on 22nd October, 2020.
- The financial results of the Company have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards ("IND AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.
- The Company's operations comprise of only one segment i.e. Thermal products. Hence, no further information is required to be given in respect of segment.
- There was a fire accident in one of the plants of the Company situated at Manesar on 29th May, 2016. The fire had severely impacted the building, stocks, plant & machinery. These assets were adequately insured with reinstatement clause and a claim was made with the Insurance Company. Special/urgent actions to restart supplies to the customer post fire incident had resulted into additional costs which were included under the head Exceptional Items in the Statement of Profit and Loss in the earlier years. An amount of Rs. 5,067 Lakhs has been assessed, settled and received during the six months ended 30th September, 2019 and accordingly Rs. 4,129 Lakhs, over and above of Rs. 938 Lakhs disclosed as recoverable under the head "Other Financial Assets" as on 31st March, 2019, has been disclosed as an income under the head Exceptional Items for the six months ended 30th September, 2019 and year ended 31st March, 2020.



5 The Company's operations and financial results for the six months ended 30th September, 2020 have been adversely impacted by the outbreak of COVID-19 pandemic and the consequent lockdown announced by the Government of India due to which the operations were suspended for part of the first quarter and gradually resumed with requisite precautions. The results for the six months are, therefore, not comparable with those for the previous six months.

The Company has considered the possible effects that may result from COVID-19 in the preparation of these interim financial results for the quarter and six months ended 30th September, 2020. While assessing the carrying value of its assets and liabilities, the Company has considered internal and external information available, and based on such information and assessment, have concluded that no further adjustments are required to be made to these results. The impact of the pandemic may differ from that estimated as at the date of approval of these interim financial results. The Company will continue to closely monitor any material changes to future economic conditions.

6 In financial year 2019-20, the tax laws were amended, providing an option to pay tax at 22% plus applicable surcharge and cess ("New Rate") effective 1st April, 2019, with a condition that the Company will need to surrender specified deductions / incentives.

Based on the assessment of future taxable profits, the Company decided to continue with the rate of 30% plus applicable surcharge and cess until the Minimum Alternate Tax (MAT) credit asset balance is utilised and opt for the New Rate thereafter. The Company re-measured its deferred tax balances accordingly.

7 The Company had repaid the Non-Convertible Debentures (NCDs) during the six months ended 30th September, 2020 on 30th April, 2020 and there are no outstanding NCDs as at 30th September, 2020. Consequently, no additional disclosures as per regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been provided.

For and on behalf of the Board of Directors
SUBROS LIMITED

Place : New Delhi
Dated : 22nd October, 2020

RAMESH SURI
CHAIRMAN

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Suri

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Price Waterhouse Chartered Accountants LLP

To

The Board of Directors
Subros Limited
LGF, World Trade Centre,
Barakhamba Lane, New Delhi - 110001

1. We have reviewed the unaudited standalone financial results of Subros Limited (the "Company") for the quarter and the half year ended September 30, 2020 which are included in the accompanying Statement of unaudited standalone financial results for the quarter and six months ended September 30, 2020, the Statement of assets and liabilities as on that date and the Statement of cash flows for the half-year ended on that date (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"), which has been initialled by us for identification purposes. The Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. 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" 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.
3. 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 Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw your attention to Note 5 to the financial results, which describes the management's assessment of the impact of the outbreak of Coronavirus (COVID-19) on the business operations of the Company and the adjustments made to these financial results. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016
Chartered Accountants



Rajib Chatterjee
Partner
Membership Number 057134
UDIN: 20057134AAAABF1746

Place: Gurugram
Date: October 22, 2020

Price Waterhouse Chartered Accountants LLP, Building No. 8, 8th Floor, Tower - B, DLF Cyber City, Gurgaon - 122 002
T: +91 (124) 4620000, 3060000, F: +91 (124) 4620620

Registered office and Head Office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110002

Price Waterhouse (a Partnership Firm) Converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPINAAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

STATEMENT OF STANDALONE ASSETS AND LIABILITIES

(Rs. in lakhs)

Particulars	As at 30th September, 2020 (UNAUDITED)	As at 31st March, 2020 (AUDITED)
ASSETS		
Non-current assets		
Property, plant and equipment	58,909	59,166
Right of use assets	2,112	2,194
Capital work-in-progress	2,723	3,970
Intangible assets	13,501	15,184
Intangible assets under development	3,228	2,626
Investments in joint venture	177	177
Financial assets		
i) Loans	906	940
ii) Other financial assets	20	23
Deferred tax assets (net)	202	-
Non-current tax assets (net)	59	59
Other non-current assets	566	384
Total non-current assets	82,403	84,723
Current assets		
Inventories	24,109	23,423
Financial assets		
i) Trade receivables	13,119	18,929
ii) Cash and cash equivalents	993	437
iii) Bank balance other than (ii) above	8,645	8,654
iv) Loans	42	95
v) Other financial assets	202	993
Current tax assets (net)	178	-
Other current assets	2,308	1,599
Total current assets	49,596	54,130
TOTAL ASSETS	1,31,999	1,38,853
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,305	1,305
Other equity	72,827	73,925
Total equity	74,132	75,230
LIABILITIES		
Non-current liabilities		
Financial liabilities		
- Borrowings	2,983	2,276
- Lease liabilities	828	877
Deferred tax liabilities (net)	-	1,638
Provisions	1,066	1,105
Total non-current liabilities	4,877	5,896
Current liabilities		
Financial liabilities		
i) Borrowings	8,600	8,982
ii) Lease liabilities	137	135
iii) Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	159	114
- Total outstanding dues of creditors other than micro enterprises and small enterprises	34,459	38,402
iv) Other financial liabilities	5,488	7,114
Contract liabilities	542	557
Other current liabilities	2,374	1,128
Provisions	994	958
Current tax liabilities	237	337
Total current liabilities	52,990	57,727
TOTAL LIABILITIES	57,867	63,623
TOTAL EQUITY AND LIABILITIES	1,31,999	1,38,853



STATEMENT OF STANDALONE CASH FLOWS FOR THE SIX MONTHS ENDED 30th SEPTEMBER, 2020

(Rs. In Lakhs)

Particulars	STANDALONE	
	Six Months Ended	
	30th September, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)
Cash flow from operating activities		
Profit/(loss) before tax	(2,499)	8,178
Adjustments for:		
Depreciation and amortization expense	4,305	4,409
Net (profit)/ loss on disposal of property, plant and equipment	1	(11)
Interest income on financial assets at amortized cost and others	(268)	(345)
Provision written back to the extent no longer required	-	(50)
Finance costs	1,036	2,365
Provision for inventory obsolescence made	-	-
Unrealized foreign currency loss (net)	173	304
Fair value changes on derivatives	513	(93)
Operating profit before working capital changes	3,261	14,757
Adjustments for Changes in working capital:		
(Increase)/ Decrease in loans (non-current)	34	(82)
(Increase)/ Decrease in other financial assets (non-current)	4	19
(Increase)/ Decrease in inventories	(686)	2,131
(Increase)/ Decrease in trade receivables	5,810	(5,059)
(Increase)/ Decrease in loans (current)	53	28
(Increase)/ Decrease in bank balances other than cash and cash equivalents	12	(416)
(Increase)/ Decrease in other financial assets (current)	-	1,438
(Increase)/ Decrease in other current assets	(710)	(143)
Increase/ (Decrease) in non-current provisions	45	176
Increase/ (Decrease) in trade payables	(4,135)	(2,392)
Increase/ (Decrease) in contract liabilities	(15)	(83)
Increase/ (Decrease) in other financial liabilities (current)	153	842
Increase/ (Decrease) in other current liabilities	1,245	144
Increase/ (Decrease) in current provisions	36	53
Cash generated from operations	5,107	11,413
Income tax paid (net)	(278)	(1,221)
Net cash inflow from operating activities	4,829	10,192
Cash flow from investing activities		
Payments for property, plant and equipment, capital work-in-progress, intangible assets and intangible assets under development	(2,794)	(5,555)
Proceeds from liquidation of investment in subsidiary	-	52
Proceeds from sale of property, plant and equipment	15	23
Interest received	547	301
Net cash (outflow) from investing activities	(2,232)	(5,179)
Cash flow from financing activities		
Proceeds from long term borrowings	1,500	-
Repayment of long term borrowings	(1,625)	(4,283)
Principal element of lease payment	(48)	-
Proceeds / (repayment) of short term borrowings	(382)	2,462
Interest paid	(964)	(2,460)
Dividend paid	(522)	(848)
Dividend distribution tax	-	(174)
Net cash (outflow) from financing activities	(2,041)	(5,303)
Net increase / (decrease) in cash and cash equivalents	556	(290)
Cash and cash equivalents at the beginning of the period/year	437	653
Cash and cash equivalents at the end of the period/year	993	363
Cash and cash equivalents as per above comprise of the following:		
Cash on hand	10	23
Balance with banks	983	340
	993	363

Note:

- The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard 7 "Statement of cash flows".
- Figures in brackets indicate cash outflow



Ramesh
Suri

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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30th SEPTEMBER, 2020

(Rs. in lakhs)

S. No.	Particulars	Quarter ended			Six Months Ended		Year ended
		30th September, 2020 (UNAUDITED)	30th June, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)	30th September, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)	31st March, 2020 (AUDITED)
I	Revenue from operations	45,810	7,377	49,648	53,187	1,06,872	1,99,280
II	Other Income	377	104	710	481	941	2,035
III	Total Revenue (I + II)	46,187	7,481	50,358	53,668	1,07,813	2,01,315
IV	Expenses						
	a) Cost of materials consumed	32,782	4,723	35,258	37,505	76,285	1,40,882
	b) Changes in inventories of finished goods and work-in progress	(1,045)	385	43	(660)	(126)	(92)
	c) Employee benefits expense	4,417	3,820	5,218	8,237	10,772	20,727
	d) Finance costs	555	481	915	1,036	2,365	3,634
	e) Depreciation and amortization expense	2,375	1,930	2,256	4,305	4,409	9,030
	f) Other expenses	4,309	1,435	4,724	5,744	10,023	18,859
	Total expenses (IV)	43,393	12,774	48,414	56,167	1,03,728	1,93,040
V	Share of profits/(losses) of Joint Venture accounted for using equity method	-	1	(25)	1	(51)	(8)
VI	Profit/(Loss) before exceptional items and tax (III - IV + V)	2,794	(5,292)	1,919	(2,498)	4,034	8,267
VII	Exceptional Items (Refer Note 4)	-	-	-	-	4,129	4,129
VIII	Profit/(Loss) before tax (VI + VII)	2,794	(5,292)	1,919	(2,498)	8,163	12,396
IX	Tax expense						
	(a) Current Tax	-	-	69	-	1,420	2,282
	(b) Deferred Tax	1,021	(2,890)	515	(1,869)	1,258	1,629
X	Profit/(Loss) for the period/year (VIII - IX)	1,773	(2,402)	1,335	(629)	5,485	8,485
XI	Other Comprehensive Income						
	<u>Items that will be reclassified to profit or loss</u>						
	(a) Exchange differences on translation of foreign operations	-	-	2	-	(1)	-
	(b) Income tax relating to above item	-	-	(1)	-	-	-
	<u>Items that will not be reclassified to profit or loss</u>						
	(c) Gain/(Loss) of defined benefit obligations	167	(83)	(80)	84	(119)	(333)
	(d) Share of other comprehensive income of Joint Venture accounted for using equity method	-	-	-	-	-	(3)
	(e) Income tax relating to above	(58)	29	28	(29)	42	117
	Other Comprehensive Income for the period/year (net of tax) (a+b+c+d+e)	109	(54)	(51)	55	(78)	(219)
XII	Total Comprehensive Income for the period/year (X + XI)	1,882	(2,456)	1,284	(574)	5,407	8,266
XIII	Paid-up equity share capital	1,305	1,305	1,305	1,305	1,305	1,305
XIV	Face value of share (Rs.)	2	2	2	2	2	2
XV	Earnings per share (of Rs. 2 each) (not annualized)						
	Basic	2.72	(3.68)	2.05	(0.96)	8.41	13.00
	Diluted	2.72	(3.68)	2.05	(0.96)	8.41	13.00

^ Below rounding off norms.

Notes:

- The above financial results were reviewed by the Audit Committee at their meeting held on 21st October, 2020 and subsequently approved by the Board of Directors at their meeting held on 22nd October, 2020.
- The consolidated financial results of the Company and its joint venture have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards ("IND AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.



- 3 The Company and its joint venture's operations comprise of only one segment i.e. Thermal products. Hence, no further information is required to be given in respect of segment.
- 4 There was a fire accident in one of the plants of the Company situated at Manesar on 29th May, 2016. The fire had severely impacted the building, stocks, plant & machinery. These assets were adequately insured with reinstatement clause and a claim was made with the Insurance Company. Special/urgent actions to restart supplies to the customer post fire incident had resulted into additional costs which were included under the head Exceptional Items in the Statement of Profit and Loss in the earlier years. An amount of Rs. 5,067 Lakhs has been assessed, settled and received during the half year ended 30th September, 2019 and accordingly Rs. 4,129 Lakhs, over and above of Rs. 938 Lakhs disclosed as recoverable under the head "Other Financial Assets" as on 31st March, 2019, has been disclosed as an income under the head Exceptional Items for the half year ended 30th September, 2019 and year ended 31st March, 2020.
- 5 The consolidated financial results include the results of the following entities namely, Thai Subros Limited (Subsidiary) for the period upto 1st August, 2019 (date of liquidation) and Denso Subros Thermal Engineering Centre India Private Limited (Joint Venture).
- 6 The Company and its joint venture's operations and financial results for the six months ended September 30, 2020 have been adversely impacted by the outbreak of COVID-19 pandemic and the consequent lockdown announced by the Government of India due to which the operations were suspended for part of the first quarter and gradually resumed with requisite precautions. The results for the six months are, therefore, not comparable with those for the previous six months.
- The Company and its joint venture has considered the possible effects that may result from COVID-19 in the preparation of these interim financial results for the quarter and six months ended September 30, 2020. While assessing the carrying value of its assets and liabilities, the Company and its joint venture has considered internal and external information available, and based on such information and assessment, have concluded that no further adjustments are required to be made to these results. The impact of the pandemic may differ from that estimated as at the date of approval of these interim financial results. The Company and its joint venture will continue to closely monitor any material changes to future economic conditions.
- 7 In financial year 2019-20, the tax laws were amended, providing an option to pay tax at 22% plus applicable surcharge and cess ("New Rate") effective 1st April, 2019, with a condition that the Company will need to surrender specified deductions / incentives. Based on the assessment of future taxable profits, the Company decided to continue with the rate of 30% plus applicable surcharge and cess until the Minimum Alternate Tax (MAT) credit asset balance is utilised and opt for the New Rate thereafter. The Company re-measured its deferred tax balances accordingly.

Place : New Delhi
Dated : 22nd October, 2020

For and on behalf of the Board of Directors
SUBROS LIMITED

RAMESH SURI
CHAIRMAN

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esh
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Price Waterhouse Chartered Accountants LLP

To

The Board of Directors
Subros Limited
LGF, World Trade Centre,
Barakhamba Lane, New Delhi - 110001

1. We have reviewed the unaudited consolidated financial results of Subros Limited (the "Company") and its joint venture (refer Note 5 on the Statement) for the quarter and the half year ended September 30, 2020 which are included in the accompanying Statement of unaudited consolidated financial results for the quarter and six months ended September 30, 2020, the unaudited consolidated statement of assets and liabilities as on that date and the consolidated statement of cash flows for the half-year ended on that date (the "Statement"). The Statement is 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"), which has been initialled by us for identification purposes.
2. This Statement, which is the responsibility of the Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, 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. 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 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.

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 following entities:
Subros Limited, the Company
Denso Subros Thermal Engineering Centre India Private Limited, a joint venture
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and 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.
6. We draw your attention to Note 6 to the financial results, which describes the management's assessment of the impact of the outbreak of Coronavirus (COVID-19) on the business operations of the Company and its joint venture and the adjustments made to these financial results. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

 Price Waterhouse Chartered Accountants LLP, Building No. 8, 8th Floor, Tower - B, DLF Cyber City, Gurgaon - 122 002
T: +91 (124) 4620000, 3060000, F: +91 (124) 4620620

Registered office and Head Office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110002

Price Waterhouse (a Partnership Firm) Converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPINAAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

7. We did not review the interim financial results of a joint venture included in the consolidated unaudited financial results which includes the Company's share of net profit/(loss) after tax of Rs. (0.12) Lakhs and Rs. 0.85 Lakhs and total comprehensive income/(loss) of Rs. (0.33) Lakhs and Rs. 0.64 Lakhs for the quarter ended September 30, 2020 and for the period from April 01, 2020 to September 30, 2020, respectively, in respect of the joint venture. The financial results of the joint venture have not been reviewed by its auditors but certified by the management. According to the information and explanations given to us by the Management, these interim financial results are not material to the Company.

Our conclusion on the Statement is not modified in respect of the above matter.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016
Chartered Accountants

Rajib Chatterjee

Rajib Chatterjee
Partner

Membership Number 057134
UDIN: 20057134AAAAABG1883

Place: Gurugram
Date: October 22, 2020

SUBBROS LIMITED

REGD. OFFICE : LGF, WORLD TRADE CENTRE, BARAKHAMBHA LANE, NEW DELHI-110001
 CIN :- L74899DL1985PLC020134; Website:www.subros.com ; Email:rakesh.arora@subros.com
 Tel: 011-23414946 Fax: 011-23414945

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Rs. In lakhs)

Particulars	As at 30th September, 2020 (UNAUDITED)	As at 31st March, 2020 (AUDITED)
ASSETS		
Non-current assets		
Property, plant and equipment	58,909	59,166
Right of use assets	2,112	2,194
Capital work-in-progress	2,723	3,970
Intangible assets	13,501	15,184
Intangible assets under development	3,228	2,626
Investment accounted for using the equity method	146	146
Financial assets		
i) Loans	906	940
ii) Other financial assets	20	23
Deferred tax assets (net)	204	-
Non-current tax assets (net)	59	59
Other non-current assets	566	384
Total non-current assets	82,374	84,692
Current assets		
Inventories	24,109	23,423
Financial assets		
i) Trade receivables	13,119	18,929
ii) Cash and cash equivalents	993	437
iii) Bank balance other than (ii) above	8,645	8,654
iv) Loans	42	95
v) Other financial assets	202	993
Current tax assets (net)	178	-
Other current assets	2,308	1,599
Total current assets	49,596	54,130
TOTAL ASSETS	1,31,970	1,38,822
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,305	1,305
Other equity	72,798	73,896
Total equity	74,103	75,201
LIABILITIES		
Non-current liabilities		
Financial liabilities		
- Borrowings	2,983	2,276
- Lease liabilities	828	877
Deferred tax liabilities (net)	-	1,636
Provisions	1,066	1,105
Total non-current liabilities	4,877	5,894
Current liabilities		
Financial liabilities		
i) Borrowings	8,600	8,982
ii) Lease liabilities	137	135
iii) Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	159	114
- Total outstanding dues of creditors other than micro enterprises and small enterprises	34,459	38,402
iv) Other financial liabilities	5,488	7,114
Contract liabilities	542	557
Other current liabilities	2,374	1,128
Provisions	994	958
Current tax liabilities	237	337
Total current liabilities	52,990	57,727
TOTAL LIABILITIES	57,867	63,621
TOTAL EQUITY AND LIABILITIES	1,31,970	1,38,822



CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE SIX MONTHS ENDED 30th SEPTEMBER, 2020

(Rs. In Lakhs)

Particulars	CONSOLIDATED	
	Six Months Ended	
	30th September, 2020 (UNAUDITED)	30th September, 2019 (UNAUDITED)
Cash flow from operating activities		
Profit before tax	(2,498)	8,163
Adjustments for:		
Depreciation and amortization expense	4,305	4,409
Net (profit)/loss on disposal of property, plant and equipment	1	(11)
Interest income on financial assets at amortized cost and others	(268)	(345)
Provision written back to the extent no longer required	-	(50)
Finance costs	1,036	2,365
Provision for inventory obsolescence written back	-	-
Unrealized foreign currency loss (net)	173	267
Reclassification of foreign currency translation reserve on liquidation of subsidiary	-	-
Fair value changes on derivatives	513	(93)
Share of net (profit) / loss of joint venture accounted for using equity method	(1)	51
Operating profit before working capital changes	3,261	14,756
Adjustments for Changes in working capital:		
(Increase)/ Decrease in loans (non-current)	34	(82)
(Increase)/ Decrease in other financial assets (non-current)	4	19
(Increase)/ Decrease in inventories	(686)	2,131
(Increase)/ Decrease in trade receivables	5,810	(5,059)
(Increase)/ Decrease in loans (current)	53	28
(Increase)/ Decrease in bank balances other than cash and cash equivalents	12	(416)
(Increase)/ Decrease in other financial assets (current)	-	1,438
(Increase)/ Decrease in other current assets	(710)	(143)
Increase/ (Decrease) in non-current provisions	45	176
Increase/ (Decrease) in trade payables	(4,135)	(2,392)
Increase/ (Decrease) in contract liabilities	(15)	(83)
Increase/ (Decrease) in other financial liabilities (current)	153	842
Increase/ (Decrease) in other current liabilities	1,245	144
Increase/ (Decrease) in current provisions	36	53
Cash generated from operations	5,107	11,412
Income tax paid (net)	(278)	(1,221)
Net cash inflow from operating activities	4,829	10,191
Cash flow from investing activities		
Payments for property, plant and equipment, capital work-in-progress, intangible assets and intangible assets under development	(2,794)	(5,555)
Proceeds from sale of property, plant and equipment	15	23
Interest received	547	301
Net cash (outflow) from investing activities	(2,232)	(5,231)
Cash flow from financing activities		
Proceeds from long term borrowings	1,500	-
Repayment of long term borrowings	(1,625)	(4,283)
Principal element of lease payment	(48)	-
Proceeds / (repayment) of short term borrowings	(382)	2,462
Interest paid	(964)	(2,460)
Dividend paid	(522)	(848)
Dividend distribution tax	-	(174)
Net cash (outflow) from financing activities	(2,041)	(5,303)
Net increase / (decrease) in cash and cash equivalents	556	(343)
Cash and cash equivalents at the beginning of the period/year	437	706
Cash and cash equivalents at the end of the period/year	993	363
Cash and cash equivalents as per above comprise of the following:		
Cash on hand	10	23
Balance with banks	983	340
	993	363

Note:

- a) The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard 7 "Statement of cash flows".
b) Figures in brackets indicate cash outflow



Ramesh Suri

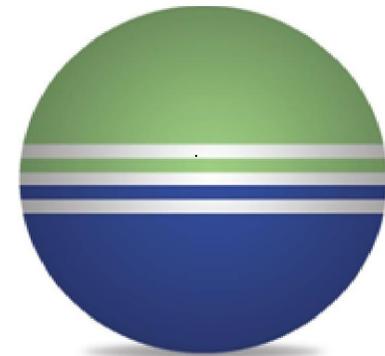
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Date: 2020.10.22 11:37:03 +05'30'

Subros

Financial Results
Quarter 2, FY 2020-21

Investor Presentation

Subros



Cooling the Planet

This presentation might contain forward looking statements which involve a number of risks, uncertainties and other factors that could cause the actual results to differ materially from those in the forward looking statements. The Company undertakes no obligation to update these to reflect the events or circumstances thereof. Secondly, these statements should be understood in conjunction with the risks the company faces.

Financial Results & Highlights for the Quarter

Results Analysis - HY 1 FY 2020-21 v/s HY 1 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q2 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q1 FY 2020-21

Way Forward

- **Overall Revenue de-growth by 8% in Quarter 2 FY 2020-21 from Quarter 2 FY 2019-20. However EBIDTA has improved by 13% and PBT has improved by 46% over corresponding quarter.**
- *The Company's operations and financial results for the Half year have been adversely impacted by the outbreak of COVID-19 pandemic and lockdown announced by the government due to which operations were suspended for the quarter 1 of half year. Therefore, results for the half year are not comparable with the previous half year.*

Financial Highlights for Q2 FY 2020-21

Indicator	Amount (Rs. in Crs)	Growth*
Revenues	458.10	-8% ↓
EBIDTA	57.23	13% ↑
PBT (before exceptional)	27.94	46% ↑
PBT (after exceptional)	27.94	46% ↑
PAT	17.73	34% ↑

Financial Highlights for HY 1 FY 2020-21

Indicator	Amount (Rs. in Crs)	Growth*
Revenues	531.87	-50% ↓
EBIDTA	28.42	-74% ↓
PBT (before exceptional)	-24.99	-162% ↓
PBT (after exceptional)	-24.99	-131% ↓
PAT	-6.30	-111% ↓

* The comparison is with the corresponding Quarter 2 FY 2019-20 and corresponding period HY 1 FY 2019-20, respectively

PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
	30.09.2020	30.06.2020	30.09.2019	30.09.2020	30.09.2019	31.03.2020
Net Sales	45,773	7,372	49,613	53,145	106,792	199,122
Other Operating Income	37	5	35	42	80	158
Revenue from Operation	45,810	7,377	49,648	53,187	106,872	199,280
Other Income	377	104	674	481	905	1,999
Total Revenue	46,187	7,481	50,322	53,667	107,777	201,279
Raw Material Consumed	31,737	5,108	35,301	36,845	76,159	140,790
Total Material cost % to Net Sales	69.34%	69.29%	71.15%	69.33%	71.32%	70.71%
Staff Cost	4,417	3,820	5,218	8,237	10,772	20,727
Staff cost % to Net Sales	9.65%	51.82%	10.52%	15.50%	10.09%	10.41%
Other Exp.	4,309	1,435	4,724	5,744	10,023	18,859
Other Exps. % to Net Sales	9.41%	19.46%	9.52%	10.81%	9.39%	9.47%
EBIDTA	5,723	-2,882	5,079	2,842	10,823	20,903
% to Net Sales	12.50%	-39.10%	10.24%	5.35%	10.13%	10.50%
Depreciation and Amortisation exp	2,375	1,930	2,256	4,305	4,409	9,030
Depreciation % to Net Sales	5.19%	26.18%	4.55%	8.10%	4.13%	4.54%
Interest	555	481	915	1,036	2,365	3,634
Interest cost % to Net Sales	1.21%	6.53%	1.84%	1.95%	2.21%	1.82%
Net Profit/(Loss)	2,794	-5,293	1,908	-2,499	4,049	8,239
% to Net Sales	6.10%	-71.80%	3.85%	-4.70%	3.79%	4.14%
Exceptional Items	-	0	0	0	4129	4129
Profit from Ordinary Activities	2,794	-5,293	1,908	-2,499	8,178	12,367
% to Net Sales	6.10%	-71.80%	3.85%	-4.70%	7.66%	6.21%
(a) Current Tax	-	-	69	-	1,420	2,282
(b) Deferred Tax	1,021	(2,890)	515	(1,869)	1,258	1,629
Total Tax	1,021	(2,890)	584	(1,869)	2,678	3,912
Tax as % to PBT	36.56%	54.60%	30.63%	74.78%	32.75%	31.63%
Net Profit after Tax/(Loss)	1,773	(2,403)	1,324	(630)	5,500	8,457
% to Net Sales	3.87%	-32.60%	2.67%	-1.19%	5.15%	4.25%
Other Comprehensive Income (net of tax)	109	(54)	(52)	55	(77)	(217)
Total Comprehensive Income	1,882	(2,457)	1,272	(574)	5,423	8,240
% to Net Sales	4.11%	-33.34%	2.56%	-1.08%	5.08%	4.14%
EPS	2.72	(3.68)	2.03	(0.97)	8.43	12.96

Financial Results & Highlights for the Quarter

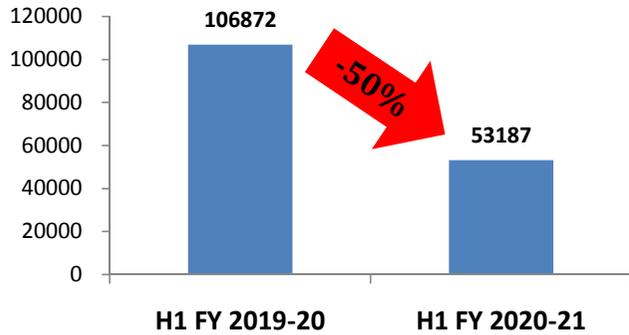
Results Analysis - HY 1 FY 2020-21 v/s HY 1 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q2 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q1 FY 2020-21

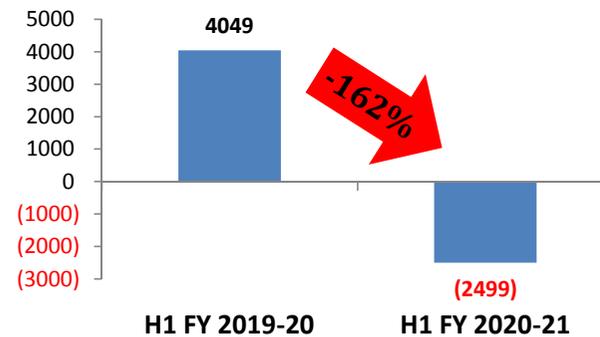
Way Forward

Revenue



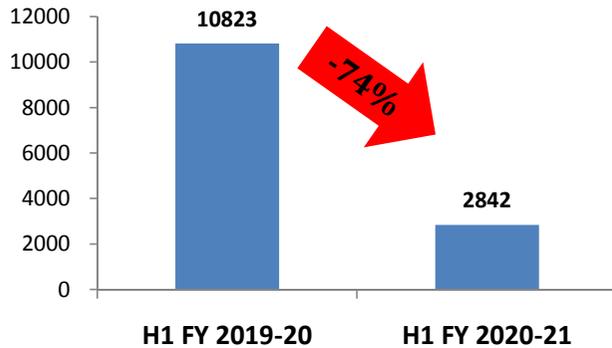
Recorded revenue de-growth of 50% in HY 1 FY 2020-21

PBT



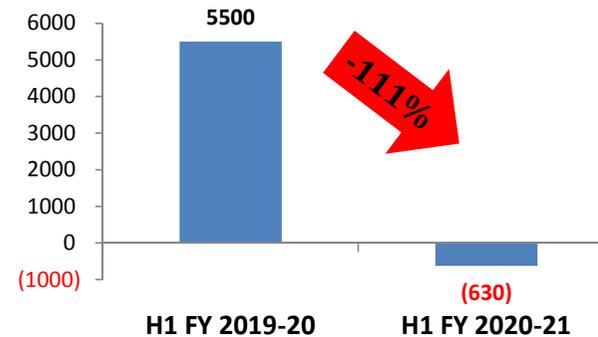
PBT (before exceptional) stands at -4.70% agst. 3.79%

EBIDTA



EBIDTA realization @ 5.35% against 10.13%

PAT



PAT Levels at -1.19% of sales as against 5.15%

Financial results for the Half year have been adversely impacted by the outbreak of COVID-19 pandemic and lockdown announced by the government due to which operations were suspended for the quarter 1 of half year. Therefore, results for the half year are not comparable with the previous half year.

Indicators	HY1 FY 2019-20	HY1 FY 2020-21	Change	Status
Net Sales	1067.92	531.45	-536.48	●
Other Income	9.05	4.81	-4.24	●
Material Cost	71.32%	69.33%	-1.99	●
Employee Cost	10.09%	15.50%	5.41	●
Other Expenses	9.39%	10.81%	1.42	●
Op. EBIDTA	10.13%	5.35%	-4.79	●
Finance Cost	2.21%	1.95%	-0.27	●
Depreciation	4.13%	8.10%	3.97	●
PBT (before exceptional)	3.79%	-4.70%	-8.49	●
PBT (after exceptional)	7.66%	-4.70%	-12.36	●
PAT	5.15%	-1.19%	-6.34	●

●	Positive	●	Moderate - variation upto 5%	●	Negative - variation exceeding 5%
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Key Aspects:

- Sales de-growth is because of outbreak of COVID-19 pandemic and subsequent lockdown announced by the Government of India for the major period of Q1.
- Operations were suspended during the lockdown period.
- Manufacturing operations were resumed in a phase manner in accordance with the directives of the Government of India.
- Other income is reduced due to settlement/reinstatement of Foreign liabilities
- MSR is decreased due to backward integration of Tube, Increase in Finished/ semi finished goods and product mix.

•The results for H1, FY 2021 are not comparable with the corresponding half year due to reasons mentioned above.

Financial Results & Highlights for the Quarter

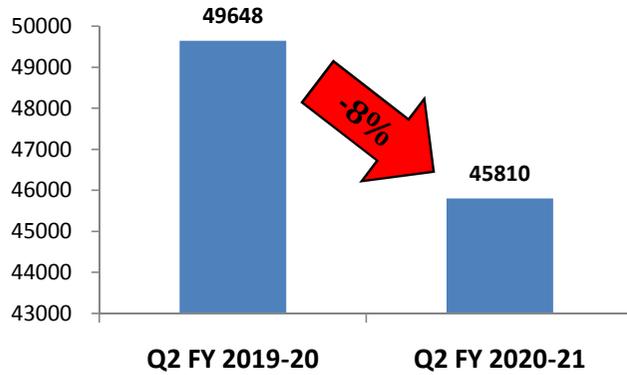
Results Analysis - HY 1 FY 2020-21 v/s HY 1 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q2 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q1 FY 2020-21

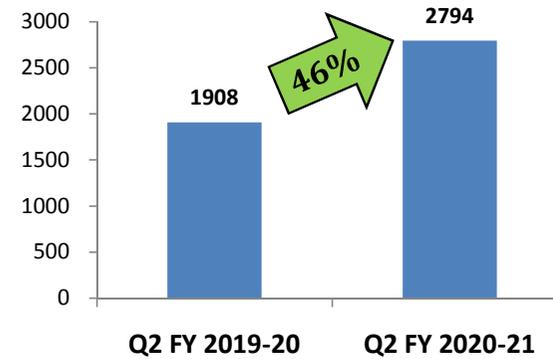
Way Forward

Revenue



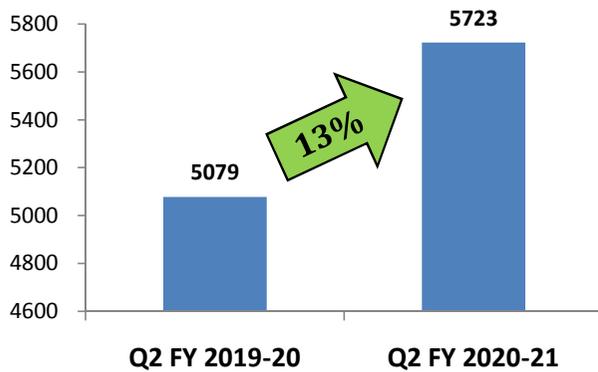
Recorded revenue de-growth of 8% with corresponding Qtr

PBT



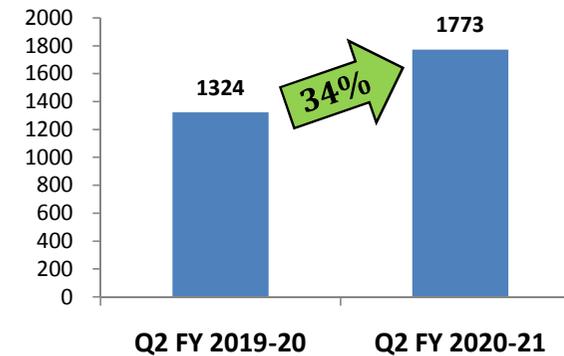
PBT (before exceptional) realization at 6.10% as against 3.85%

EBIDTA



EBIDTA realization at 12.50% as against 10.24%

PAT



PAT realization at 3.87% as against 2.67%

Indicators	Q2 FY 2019-20	Q2 FY 2020-21	Change	Status
Net Sales	496.13	457.73	-38.40	●
Other Income	6.74	3.77	-2.97	●
Material Cost	71.15%	69.34%	-1.82	●
Employee Cost	10.52%	9.65%	-0.87	●
Other Expenses	9.52%	9.41%	-0.11	●
Op. EBIDTA	10.24%	12.50%	2.27	●
Finance Cost	1.84%	1.21%	-0.63	●
Depreciation	4.55%	5.19%	0.64	●
PBT (before exceptional)	3.85%	6.10%	2.26	●
PBT (after exceptional)	3.85%	6.10%	2.26	●
PAT	2.67%	3.87%	1.21	●

●	<i>Positive</i>	●	<i>Moderate - variation upto 5%</i>	●	<i>Negative - variation exceeding 5%</i>
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Key Aspects:

- Sales are slightly lower due to change in product sale mix ie Home AC segment and slow recovery of CV segment and Bus Segment.
- MSR is decreased due to backward integration of Tube, Increase in Finished/ semi finished goods and product mix.
- Other income is reduced due to settlement/reinstatement of Foreign liabilities

Financial Results & Highlights for the Quarter

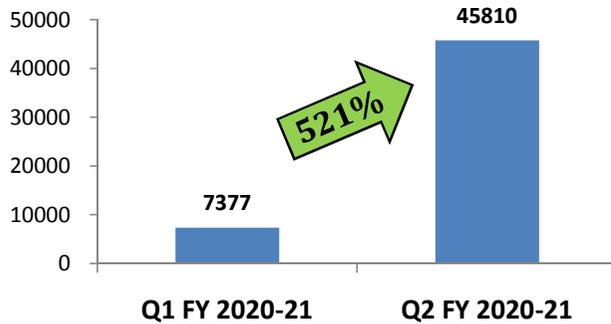
Results Analysis - HY 1 FY 2020-21 v/s HY 1 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q2 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q1 FY 2020-21

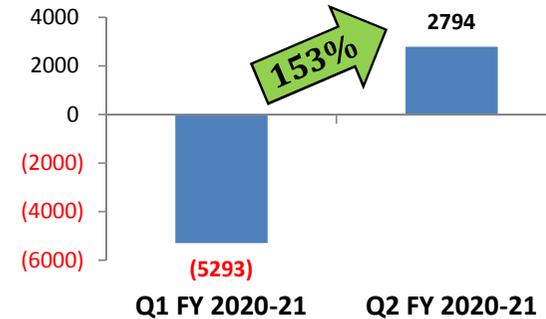
Way Forward

Revenue



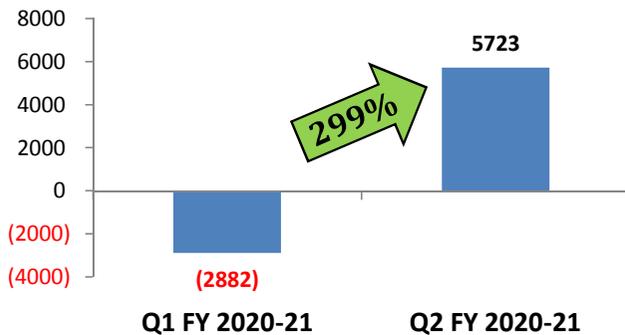
Recorded revenue growth of 521% with previous Qtr

PBT



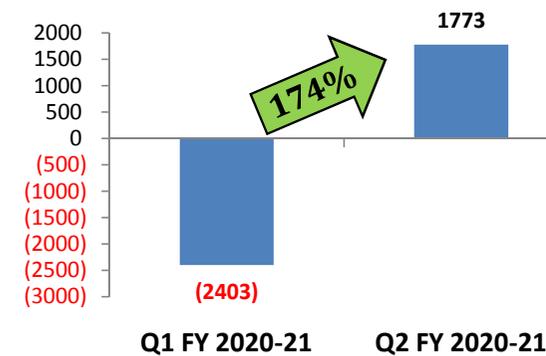
PBT (before exceptional realization) at 6.11% against -71.80%

EBIDTA



EBIDTA levels at 12.50% against -39.10% in previous Qtr

PAT



PAT realization at 3.87% as against -32.60%

•The results for Q2, FY 2021 are not comparable with previous quarter due to Covid 19 Pandemic.

Indicators	Q1 FY 2020-21	Q2 FY 2020-21	Change	Status
Net Sales	73.72	457.73	384.01	●
Other Income	1.04	3.77	2.73	●
Material Cost	69.29%	69.34%	0.05	●
Employee Cost	51.82%	9.65%	-42.18	●
Other Expenses	19.46%	9.41%	-10.05	●
Op. EBIDTA	-39.10%	12.50%	51.61	●
Finance Cost	6.53%	1.21%	-5.32	●
Depreciation	26.18%	5.19%	-20.99	●
PBT (before exceptional)	-71.80%	6.10%	77.91	●
PBT (after exceptional)	-71.80%	6.10%	77.91	●
PAT	-32.60%	3.87%	36.47	●

●	Positive	●	Moderate - variation upto 5%	●	Negative - variation exceeding 5%
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•The results for Q2, FY 2021 are not comparable with the previous quarter due to Covid- 19 Pandemic.

Financial Results & Highlights for the Quarter

Results Analysis - HY 1 FY 2020-21 v/s HY 1 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q2 FY 2019-20

Results Analysis - Q2 FY 2020-21 v/s Q1 FY 2020-21

Way Forward

Market and Revenue Potential

Growth in Line with Indian Automobile Industry ■

Business Expansion in Bus, Railways, Truck AC and Refrigeration Trucks ●

Preparation to meet all regulatory changes including BSVI, CAFÉ and EV ●

Operational Aspects

Mitigating Impact of Foreign Exchange Fluctuations (Consistent Hedging Policy) ■

Material Cost Down thru VA/VE, Alternate sourcing (Focus on Localisation for De-risking FE Impact) ●

Cost Optimization by Consolidation of Plants/Shift Optimization/Working days (Improvement in EBIDTA & ROCE) ■

Control over Capital Expenditure ■

Due to the spread of COVID-19, a global pandemic, the operations of the Company were impacted and all manufacturing plants and offices were shutdown following a nationwide lockdown imposed by the Government of India. The Company has resumed manufacturing operations in a phased manner in accordance with the directives of the Government of India.

The Company has evaluated adverse impact of this pandemic on its business operations and financial positions. There was major revenue loss due to COVID-19 & operations were suspended during initial period of quarter 1,21. However, we are confident that future projections will mitigate the gap to some extent.

However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial results.

The Company will continue to monitor any material changes in the future economic conditions.

Thank You



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